EXHIBIT "4"

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
CHI-CHI'S, INC., et al.,[1]	)	Case No. 03-13063 (CGC)
	)	(Jointly Administered)
Debtors.	)	
	)	

Objections Due: March 22, 2004 at 4:00 p.m. prevailing Eastern time
Hearing Date: to be scheduled (if necessary)

FOURTH MONTHLY APPLICATION OF IRELL & MANELLA LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS GENERAL INSOLVENCY COUNSEL TO DEBTORS FOR THE PERIOD FROM JANUARY 1, 2004 THROUGH JANUARY 31, 2004

Name of Applicant:	**Irell & Manella LLP ("Irell")**
Authorized to Provide Professional Services to:	Debtors
Date of Retention:	December 11, 2003 (effective as of the commencement of the Debtors' cases)
Period for Which Compensation and Reimbursement is Sought:	January 1, 2004 through January 31, 2004
Amount of Compensation Sought to be Allowed as Actual, Reasonable and Necessary:	$239,782.00
Amount of Expenses Sought to be Allowed as Actual, Reasonable and Necessary:	$6,596.78
Total Amount Irell Requests to be Paid:	$198,422.38 (80% of Fees, 100% of Expenses)

[1] The debtors consist of the following entities: Chi-Chi's, Inc., CCMR of Catonsville, Inc., CCMR of Cumberland, Inc., CCMR of Frederick, Inc., CCMR of Greenbelt, Inc., CCMR of Harford County, Inc., CCMR of Maryland, Inc., CCMR of Ritchie Highway, Inc., CCMR of Timonium, Inc., Chi-Chi's of West Virginia, Inc., CMM Dissolution, Inc., Koo Koo Roo, Inc., Maintenance Support Group, Inc., Koo Koo Roo Licensing Systems, Inc., The Hamlet Group, Inc., H.H. of Maryland, Inc., and H.H.K. of Virginia, Inc.

This is an: _X_ interim __ final application

PRIOR APPLICATIONS FILED

Date Filed	Period Covered	Requested Fees	Requested Costs	Approved Costs	Approved Fees
1/09/04	10/08/03 – 10/31/03	$201,964.50	$15,929.16	Full amount	Full amount
2/13/04	11/01//03 – 11/30/03	$317,016.00	$11,365.59	Pending	Pending
2/13/04	12/01/03 – 12/31/03	$228,060.50	$9,256.98	Pending	Pending

PROFESSIONALS

Name of Professional Person	Position at Irell, Number of Years in that Position, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (Including Changes)[2]	Total Hours Billed	Total Compensation
William N. Lobel	Irell Partner since 2000, Member of CA Bar since 1980, Bankruptcy	$660.00	106.10	$70,026.00
Scott D. Baskin	Irell Partner since 1985, Member of CA Bar since 1978, Litigation	$650.00	0.40	$260.00
Alan J. Friedman	Irell Partner since 2000, Member of CA Bar since 1987, Bankruptcy	$580.00	190.90	$110,722.00
Roy S. Geiger	Irell Partner since 1986, Member of CA Bar since 1979, Real Estate	$550.00	9.60	$5,280.00
Mike D. Neue	Irell Associate since 2000, Member of CA Bar since 1995, Bankruptcy	$460.00	20.90	$9,614.00
John P. Schafer	Irell Associate since 2001, Member of CA Bar since 1999, Bankruptcy	$335.00 $375.00	12.40 83.20	$4,154.00[3] $31,200.00
Harry J. Schulz, III	Irell Associate since 1999 Member of CA Bar since 1999, Litigation	$335.00 $375.00	1.50 1.60	$502.50[4] $600.00
Cheryl H. Yoon	Irell Associate since 1999 Member of CA Bar since 1999, Litigation	$375.00	9.30	$3,487.50
Matthew C. Heyn	Irell Associate since 2003, Member of CA Bar since 2003, Bankruptcy	$240.00	16.40	$3,936.00
TOTAL			**452.30**	**$239,782.00**
80% OF TOTAL				**$191,825.60**

Blended Rate: $518.67

[2] As of January 1, 2004, Irell's billing rates increased on average approximately 8.5%. Only associate billing rates have been adjusted.
[3] This amount reflects unbilled time for December 2003.
[4] This amount reflects unbilled time for December 2003.

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Amount
(0002) Chi-Chi's, Inc.		$66.00
(100) Asset Analysis & Recovery	7.60	$4,004.00
(200) Asset Disposition	173.0	$98,672.00
(300) Business Operations	48.50	$29,382.00
(400) Case Administration	15.70	$6,570.00
(500) Claims Administration & Objections	26.50	$14,059.50
(600) Employee Benefits/Pensions	.50	$306.00
(700) Fee/Employment Applications	34.90	$12,967.50
(800) Fee/Employment Objections	0.10	$66.00
(900) Financing	5.60	$3,432.00
(1000) Litigation	38.00	$19,810.50
(1100) Meeting of Creditors	2.20	$1,452.00
(1200) Plan and Disclosure Statement	14.00	$5,723.00
(2000) Relief From Stay Proceedings	68.90	$36,794.00
(2100) Services for Other Professionals	16.70	$6,478.00
TOTAL		**$239,782.00**

EXPENSE SUMMARY

Expense Category	Service Provider (If Applicable)	Total Expense
Air Freight & Messenger Services		$8.61
Computer Research	Lexis, Westlaw, miscellaneous databases	$1,014.75
Internal Photocopy Costs		$86.10
Telecopier Charges ($1.00/page)		$0.00
Internal Long Distance Phone		$108.10
External Long Distance		120.00
Postage		$0.00
Out of Town Meals		$38.50
Working Meals		$76.47
Parking/Mileage		$63.55
Lodging		$693.52
Auto Rental/Taxi		$378.68
Air/Train/Bus Fares		$4,008.50
Rental of Meeting Space/Equipment for Creditor Meeting		$0.00
TOTAL		**$6,596.78**

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
CHI-CHI'S, INC., et al.,[1]	)	Case No. 03-13063 (CGC)
	)	(Jointly Administered)
Debtors.	)	
	)	

Objections Due: March 22, 2004 at 4:00 p.m. prevailing Eastern time
Hearing Date: to be scheduled (if necessary)

FOURTH MONTHLY APPLICATION OF IRELL & MANELLA LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS GENERAL INSOLVENCY COUNSEL TO DEBTORS FOR THE PERIOD FROM JANUARY 1, 2004 THROUGH JANUARY 31, 2004

Pursuant to sections 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), rule 2016 of the Federal Rules of Bankruptcy Procedures (the "Bankruptcy Rules"), rule 2016 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Bankruptcy Rules"), and the Court's Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures For Interim Compensation and Expense Reimbursement of Professionals and Committee Members approved on November 5, 2003 (the "Compensation Order"), Irell & Manella LLP ("Irell"), hereby files this application for an order awarding monthly interim allowance of reasonable compensation with respect to the chapter 11 cases (the "Cases") of the above-captioned debtors and debtors-in-possession (collectively, the "Debtors") for professional legal services rendered to the Debtors in the amount of $239,782.00 together with reimbursement for actual and necessary expenses incurred in the amount of $6,596.78 (the "Application") for the period from January 1, 2004 through and

[1] The debtors consist of the following entities: Chi-Chi's, Inc., CCMR of Catonsville, Inc., CCMR of Cumberland, Inc., CCMR of Frederick, Inc., CCMR of Greenbelt, Inc., CCMR of Harford County, Inc., CCMR of Maryland, Inc., CCMR of Ritchie Highway, Inc., CCMR of Timonium, Inc., Chi-Chi's of West Virginia, Inc., CMM Dissolution, Inc., Koo Koo Roo, Inc., Maintenance Support Group, Inc., Koo Koo Roo Licensing Systems, Inc., The Hamlet Group, Inc., H.H. of Maryland, Inc., and H.H.K. of Virginia, Inc.

including January 31, 2004 (the "Application Period").[2] In support of the Application, Irell respectfully represents as follows:

1. Pursuant to an Order approved by this Court on December 11, 2003, Irell was employed pursuant to sections 327 and 328 of the Bankruptcy Code to serve as general insolvency counsel to the Debtors in connection with the Cases (the "Retention Order"), effective as of October 8, 2003, the date of the filing of the Cases (the "Petition Date"). The Retention Order authorized Irell to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses it incurred. At all relevant times, Irell has been a disinterested person as that term is defined in section 101(14) of the Bankruptcy Code and has not represented or held an interest adverse to the interest of the Debtors.

2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

3. Pursuant to the procedures set forth in the Compensation Order, professionals may request monthly compensation and reimbursement and interested parties may object to such request. If no interested party objects to a professional's request for compensation within twenty (20) days after the date of service of the request, such professional may submit to the Court a certification of no objection and the Debtors are then authorized to pay the applicable professional 80% of the fees requested and 100% of the expenses incurred. Once a quarter, the professionals may file a quarterly interim fee application summarizing the three monthly fee applications covered thereby. The Court may hold a hearing on each quarterly interim fee application and, if approved, the Debtors are authorized to pay the applicable professional the

[2] A total of 13.90 hours of time and $4,656.40 in compensation was unintentionally omitted from Irell's December 2003 fee application and not billed to the Debtors. Irell hereby requests that such amounts be allowed pursuant to the Application.

20% of allowed fees held back pursuant to the Compensation Order. All fees are subject to the filing and approval of a final fee application.

4. All services for which compensation is requested by Irell were performed for or on behalf of the Debtors and not on behalf of any committee, creditor or other person in the Cases.

5. Except as otherwise approved by the Court pursuant to the Compensation Order, during the Application Period, Irell has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the Cases. There is no agreement or understanding between Irell and any other person, other than members of Irell, for the sharing of compensation to be received for services rendered in the Cases.

Fee Statements

6. To the best of Irell's knowledge, the Application complies with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, the Local Bankruptcy Rules and the Compensation Order.

7. Irell's fee statement for the Application Period is attached to the Application as Exhibit "A." The statement contains daily time logs describing the time spent by each attorney and paraprofessional during the Application Period. Irell's time reports are initially prepared by the attorney or paraprofessional performing the described services. The time reports are organized on a daily basis. Irell is particularly sensitive to issues of "lumping," and unless time was spent in one time frame on a variety of different matters for a particular client, separate time entries are set forth in the time reports. Irell's charges for its professional services are based upon the time, nature, extent and value of such services and the cost of comparable services other than in a case under the Bankruptcy Code.

Actual and Necessary Expenses

8. A statement of the actual and necessary expenses incurred by Irell during the Application Period is also included as part of Exhibit "A." Irell customarily charges $0.15 per page for internal photocopying expenses. Irell's photocopying machines automatically record the number of copies made when the person performing the copying services enters the client's account number into a device attached to the photocopier. Irell summarizes each client's photocopying charges on a daily basis. Whenever feasible, Irell sends large copying projects to an outside copy service that charges a reduced rate for photocopying (usually between $0.07 and $0.15 per page).

9. Irell normally charges $1.65 per page for out-going facsimile transmissions but has reduced that amount to $1.00 per page, which includes any long distance tolls. The charge for outgoing facsimiles reflects Irell's calculation of the actual costs incurred by Irell for the machines, supplies and extra labor expenses associated with sending facsimiles and is reasonable in relation to the amount charged by outside vendors who provide similar services. Irell does not charge the Debtors for facsimiles received.

10. Regarding providers of on-line legal research (e.g., LEXIS and WESTLAW), Irell charges the standard usage rates these providers charge for computerized legal research. Irell bills its clients the actual amount charged by such service providers, with no premium. Any volume discount received by Irell is passed on to the client.

11. Irell believes the foregoing expense rates are the market rates that the majority of law firms charge clients for such services. In addition, Irell believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

Services Rendered

12. Attorneys who rendered service to the Debtors during the Application Period, in order of billing rates, are William N. Lobel, Scott D. Baskin, Alan J. Friedman, Roy S. Geiger, Mike D. Neue, John P. Schafer, Harry J. Schulz III, Cheryl H. Yoon, and Matthew C. Heyn.

13. The services rendered by Irell during the Application Period can be grouped into the categories set forth below. The attorneys and paraprofessional who rendered services relating to each category are identified, along with detailed time entries, in Exhibit "A."

Asset Analysis & Recovery

14. Irell incurred time in this project category in connection with the identification and analysis of the Debtors' assets, which included an analysis of potential claims against the Debtors' various insurance carriers and suppliers that could lead to recoveries for the benefit of the Debtors' estates, analysis of liens asserted against the Debtors' assets, including against certain liquor licenses held by the Debtors, and analysis of the Debtors' remaining obligations under various unexpired leases previously rejected by the Debtors.

Fees: $4,004.00 Total Hours: 7.60

Asset Disposition

15. Irell incurred time in this project category in connection with the Debtors' efforts to liquidate their assets and restructure their operations, which included developing a strategy and advising the client with respect to the negotiation and renegotiation of a purchase and sale agreement for Hamlet with a "stalking horse" bidder, drafting of a purchase and sale agreement, a sale procedures motion, and the corresponding documents in connection with such a sale effort, developing and advising the client with respect to the due diligence procedures for such a sale, advising the client with respect to issues pertaining to the Debtors' remaining leases of non-

residential real property, advising the client and preparing the relevant motions with respect to the Debtors' efforts to liquidate its remaining FF&E from restaurant locations whose leases were previously rejected, and developing and carrying out strategies with respect to landlords whose leases had yet to be rejected. In carrying out the above described tasks, Irell gathered and reviewed data, analyzed various issues relative to the above matters, conducted conference calls with the client, engaged in conference calls with counsel for potential purchasers of some or all of the Debtors' assets, prepared correspondence and negotiated with the relevant parties with respect to such matters, and drafted pleading in connection with the above matters.

Fees: $98,672.00 Total Hours: 173.00

Business Operations

16. Irell incurred time in this project category in connection with addressing the Debtors' ongoing operational issues as a debtor-in-possession, which included conferring with the client and various third-parties regarding a plan of action with respect to the Hepatitis A outbreak, developing a plan of action with respect to restructuring Chi-Chi's operations in light of the Hepatitis A outbreak, conferring with the client and researching issues regarding the Debtors' insurance coverage, preparing settlements with certain landlords and with a major utility, advising the client and developing a plan of action with respect to the assumption or rejection of the Debtors' remaining unexpired leases of non-residential real property and other landlord related issues, conferring with the client, conducting research and preparing correspondence regarding certain workers compensation obligations, and conferring with the client and researching issues regarding certain the rejection of certain subleases.

Fees: $29,382.00 Total Hours: 48.50

Case Administration

17. Irell incurred time in this project category in connection with addressing issues relating to the administration of the Cases, which included reviewing pending deadline and hearing schedules, responding to various telephonic and written inquiries by creditors, vendors and other parties regarding the status of the Cases, and the Debtors' expected courses of action.

Fees: $6,570.00 Total Hours: 15.70

Claims Administration & Objections

18. Irell incurred time in this project category in connection with analyzing and developing a plan of action with respect to the administration of Hepatitis A related claims, including making a demand on the Debtors' insurance carriers, developing a plan of action that would allow for the immediate settlement of certain creditors' claims, analyzing various insurance coverage issues, analyzing various workers compensation issues, analyzing various claims asserted by landlords, including cure obligations and claims for rejection damages, and developing a plan of action with respect to treatment of claims in the various Debtors' cases.

Fees: $14,059.50 Total Hours: 26.50

Fee/Employment Applications

19. Irell incurred time in this project category in connection with preparing its monthly fee application for the period December 1, 2003 through December 31, 2003 and the employment applications of the Debtors' various special litigation counsels.

Fees: $12,967.50 Total Hours: 34.90

Financing

20. Irell incurred the vast majority of its time in this project category in connection with formulation of the Debtors' post-petition financing strategy, including reviewing and analyzing debtor-in-possession financing issues, renegotiation of the DIP agreement and

obligations under the current DIP agreement, conferring with the Debtors' management and preparing a plan of action regarding the future financing needs of the Debtors, conferring with the Debtors' secured lender and potential purchasers of the Debtors' assets, responding to the concerns of such parties, and drafting and revising the relevant documents.

Fees: $3,432.00 Total Hours: 5.60

Litigation

21. Irell incurred time in this project category in connection with the identification and analysis of litigation issues, most notably issues pertaining to the Hepatitis A outbreak, including developing a strategy regarding relief from stay, analyzing the appropriate venue to resolve the Hepatitis A claims, including whether or not to pursue mediation, and identifying and analyzing potential indemnification claims that would arise in the litigation. In carrying out the above described tasks, Irell conferred with the Debtors' management, various third-parties, including the Debtors' insurance carriers, and potential claimants and their counsel, and reviewed and prepared correspondence regarding the same.

Fees: $19,810.00 Total Hours: 38.00

Meeting of Creditors

22. Irell incurred time in this project category in connection with providing information to and preparing for the meeting of committee members and their counsel.

Fees: $1,452.00 Total Hours: 2.20

Plan and Disclosure Statement

23. Irell incurred time in this project category in connection with reviewing and analyzing issues related to the structure of the plan of reorganization being developed by the Debtors, including researching issues regarding the estimation of claims under such a plan,

preparing a motion to extend the Debtors' exclusivity period, responding to objections to that motion, and preparing for the hearing on that motion.

Fees: $5,723.00 Total Hours: 14.00

Relief From Stay Proceedings

24. Irell incurred time in this project category in connection with research conducted and correspondence prepared relating to automatic stay issues, most notably issues relating to litigation commenced with respect to the Hepatitis A outbreak, the preparation of responses to motions for relief from stay filed by Hepatitis A related claimants, the preparation of stipulations regarding relief from stay with respect to certain Hepatitis A actions, and conducting research regarding with respect to the above issues. In carrying out the above functions, Irell conferred with the client, the Debtors' insurance carriers, the Debtors' various special counsels and professionals employed to deal with the Hepatitis A outbreak, and opposing counsel regarding the above matters.

Fees: $ 36,794.00 Total Hours: 68.90

Services for Other Professionals

25. Irell incurred time in this project category in connection with preparing the engagement of various professionals by the Debtors, including special litigation counsel, special corporate counsel, liquidators, and professionals employed specifically to deal with the Hepatitis A outbreak, and preparing applications to employ such professionals.

Fees: $6,478.00 Total Hours: 16.70

26. Irell incurred less than two and one half hours in time in connection with the following project categories: Chi-Chi, Inc. (general matters) (.10); Fee/Employment Objections (0.10); and Employee Benefits/Pensions (0.50).

27. Attorneys and paraprofessionals have expended a total of 452.30 hours in connection with this matter during the Application Period, which is fully set forth in Exhibit "A," as follows:

Name of Professional Person	Hourly Billing Rate (Including Changes)	Total Hours Billed	Total Compensation
William N. Lobel	$660.00	106.10	$70,026.00
Scott D. Baskin	$650.00	0.40	$260.00
Alan J. Friedman	$580.00	190.90	$110,722.00
Roy S. Geiger	$550.00	9.60	$5,280.00
Mike D. Neue	$460.00	20.90	$9,614.00
John P. Schafer	$335.00 $375.00	12.40 83.20	$4,154.00 $31,200.00
Harry J. Schulz, III	$335.00 $375.00	1.50 1.60	$502.50 $600.00
Cheryl H. Yoon	$375.00	9.30	$3,487.50
Matthew C. Heyn	$240.00	16.40	$3,936.00

28. The hourly rates charged are Irell's normal hourly rates for work of this character. The reasonable value of the services rendered by Irell to the Debtors during the Application Period is $239,782.00. Irell believes that the time entries included in Exhibit "A" comply with the requirements of Local Rule 2016-2. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, the amount requested is fair and reasonable given (a) the complexity of the Cases; (b) the time expended; (c) the nature and extent of the services rendered; (d) the value of such services; and (e) the costs of comparable services other than in a case under chapter 11 of the Bankruptcy Code.

WHEREFORE, Irell respectfully requests that the Court allow $239,782.00 in fees as compensation for necessary professional services rendered by Irell to the Debtors during the Application Period, and $6,596.78 for reimbursement of actual necessary costs and expenses incurred by Irell during the Application Period, for a total allowed amount of $246,378.78 and that, pursuant to the Compensation Order, the Debtors be authorized to pay Irell $191,825.60, which represents 80% of the fees allowed, and $6,596.78, which represents 100% of the expenses allowed, for a total of $198,422.38; and that the Court grant such other and further relief as the Court may deem just and proper.

Dated: March 2, 2004

IRELL & MANELLA LLP

William N. Lobel (CA Bar No. 93202)
Alan J. Friedman (CA Bar No. 132580)
John P. Schafer (CA Bar No. 205638)
840 Newport Center Drive, Suite 400
Newport Beach, CA 92660
Telephone: (949) 760-0991
Facsimile: (949) 760-5200
General Insolvency Counsel to the Debtors

VERIFICATION

STATE OF CALIFORNIA	)	
	)	
	)	ss.
COUNTY OF ORANGE	)	
	)	

John P. Schafer, after being duly sworn according to law, deposes and says:

1. I am an Associate with the applicant law firm Irell & Manella LLP ("Irell") and have been admitted to appear before this Court.

2. I have personally performed many of the legal services rendered by Irell as general insolvency counsel to Chi-Chi's, Inc., CCMR of Catonsville, Inc., CCMR of Cumberland, Inc., CCMR of Frederick, Inc., CCMR of Greenbelt, Inc., CCMR of Harford County, Inc., CCMR of Maryland, Inc., CCMR of Ritchie Highway, Inc., CCMR of Timonium, Inc., Chi-Chi's of West Virginia, Inc., CMM Dissolution, Inc., Koo Koo Roo, Inc., Maintenance Support Group, Inc., Koo Koo Roo Licensing Systems, Inc., The Hamlet Group, Inc., H.H. of Maryland, Inc., and H.H.K. of Virginia, Inc. (the "Debtors"), debtors and debtors-in-possession, and am thoroughly familiar with the other work performed on behalf of the Debtors by the lawyers and paraprofessionals of Irell.

3. I have reviewed the foregoing Fourth Monthly Application Of Irell & Manella LLP For Compensation For Services Rendered And Reimbursement Of Expenses As General Insolvency Counsel To Debtors For The Period From January 1, 2004 Through January 31, 2004 (the "Application") and the facts set forth therein are true and correct to the best of my knowledge, information, and belief. Moreover, I have reviewed the requirements of rule 2016-2

of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware and submit that the Application substantially complies with the provisions thereof.

John P. Schafer

SWORN TO AND SUBSCRIBED before me this 2nd day of March 2004

Janet E. Ahmed
Notary Public
My Commission Expires: Dec. 3, 2006

JANET E. AHMED
Commission # 1384692
Notary Public - California
Orange County
My Comm. Expires Dec 3, 2006

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11 (Jointly Administered)
	)	
CHI-CHI'S INC., et al.,[1]	)	Case No. 03-13063 (CGC)
	)	
Debtors.	)	

Objection Deadline: March 22, 2004 at 4:00 p.m. prevailing Eastern time
Hearing Date: to be scheduled (if necessary)

NOTICE OF FILING OF FEE APPLICATION

TO: United States Trustee
Counsel for the Creditors' Committee
Counsel to Debtors' Lenders
Parties Pursuant to the Administrative Order

Irell & Manella, LLP, General Insolvency Counsel to the debtors and debtors in possession in the above-captioned cases ("Debtors"), has filed its Fourth Monthly Application for Compensation for Services Rendered and Reimbursement of Expenses as General Insolvency Counsel to Debtors for the time period from January 1, 2004 through January 31, 2004, seeking compensation for services rendered, inclusive of the twenty percent (20%) interim holdback, in the amount of $239,782.00 and reimbursement of costs incurred in the amount of $6,596.78 (the "Application").

Objections or responses to the Application, if any, must be made in writing, filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza,

[1] The related debtors consist of the following entities: Chi-Chi's, Inc., CCMR of Catonsville, Inc., CCMR of Cumberland, Inc., CCMR of Frederick, Inc., CCMR of Greenbelt, Inc., CCMR of Harford County, Inc., CCMR of Maryland, Inc., CCMR of Ritchie Highway, Inc., CCMR of Timonium, Inc., Chi-Chi's of West Virginia, Inc., CMM Dissolution, Inc., Koo Koo Roo, Inc., Maintenance Support Group, Inc., Koo Koo Roo Licensing Systems, Inc., The Hamlet Group, Inc., H.H. of Maryland, Inc., and H.H.K. of Virginia, Inc.

824 Market Street, 6th Floor, Wilmington, Delaware 19801, on or before **March 22, 2004, at 4:00 p.m. prevailing Eastern Time.**

At the same time, you must also serve a copy of the objections or responses, if any, upon the following: (i) the Debtors, Prandium, Inc., 2701 Alton Parkway, Irvine, CA 92606, Attn: Mr. Anthony Baril; (ii) counsel to the Debtors, Pachulski, Stang, Ziehl, Young, Jones & Weintraub P.C., 919 North Market Street, 16th Floor, P.O. Box 8705, Wilmington, Delaware 19899-8705 (Courier 19801), Attn: Laura Davis Jones, Esq.; (iii) counsel to the Debtors, Irell & Manella LLP, 840 Newport Center Drive, Suite 400, Newport Beach, California 92660, Attn: Alan J. Friedman, Esq.; (iv) the Office of the United States Trustee, 844 N. King Street, Wilmington, DE 19801, Attn: David Klauder, Esq.; (v) counsel for the lenders, Greenberg Traurig LLP, The Brandywine Building, 1000 West Street, Suite 1540, Wilmington, DE 19801, Attn: Victoria W. Counihan, Esq.; (vi) counsel for the lenders, Paul, Hastings, Janofsky & Walker LLP, 515 South Flower Street, Los Angeles, CA 90071-2228, Attn: Hydee R. Feldstein, Esq.; (vii) counsel for the Official Committee of Unsecured Creditors, Akin Gump Strauss Hauer & Feld LLP, 1700 Pacific Avenue, Suite 4100, Dallas, TX 75201-4675, Attn: Charles Gibbs, Esq.; and (viii) counsel for the Official Committee of Unsecured Creditors, Jaspan Schlesinger Hoffman LLP, 1201 North Orange Street, Suite 1001, Wilmington, DE 19801, Attn: Frederick B. Rosner, Esq.

A HEARING ON THE APPLICATION WILL BE HELD ONLY IF OBJECTIONS OR RESPONSES ARE FILED.

IF YOU FAIL TO RESPOND OR OBJECT IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Date: March 2, 2004

IRELL & MANELLA LLP
William N. Lobel
Alan J. Friedman
Mike D. Neue
John P. Schafer
840 Newport Center Drive
Suite 400
Newport Beach, CA 92660-6324
Telephone: (949) 760-0991
Facsimile: (949) 760-5200

and

PACHULSKI, STANG, ZIEHL, YOUNG, JONES & WEINTRAUB P.C.

Rachel L. Werkheiser

Laura Davis Jones (Bar No. 2436)
Bruce G. Grohsgal (Bar No. 3583)
Rachel Lowy Werkheiser (Bar No. 3753)
Sandra G. McLamb (Bar No. 4283)
919 North Market Street, 16th Floor
P.O. Box 8705
Wilmington, Delaware 19899-8705
Telephone: (302) 652-4100
Facsimile: (302) 652-4400

Counsel to the Debtors and Debtors in Possession

EXHIBIT A

IRELL & MANELLA LLP
A REGISTERED LIMITED LIABILITY LAW PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONS
840 NEWPORT CENTER DRIVE, SUITE 400
NEWPORT BEACH, CALIFORNIA 92660-6324
TELEPHONE (949) 760-0991
TAXPAYER ID 95-1946111

February 27, 2004

Client Number: 158653
Invoice Number: 8312187

CHI-CHI'S, INC.
2701 ALTON PARKWAY
IRVINE, CA 92606

INVOICE SUMMARY
through January 31, 2004

Current Fees:	$ 239,782.00
Current Costs:	6,596.78
Total Current Amount Due:	**$ 246,378.78**
Outstanding Fees Due:	727,041.00
Outstanding Costs Due:	36,662.23
Total Current and Outstanding Due:	**$1,010,082.01**

CONSOLIDATED MATTER SUMMARY

Matter #	Matter Name	Fees	Costs	Total
0002	CHI-CHI'S, INC.	66.00	0.00	66.00
0100	ASSET ANALYSIS & RECOVERY	4,004.00	0.00	4,004.00
0200	ASSET DISPOSITION	98,672.00	0.00	98,672.00
0300	BUSINESS OPERATIONS	29,382.00	0.00	29,382.00
0400	CASE ADMINISTRATION	6,570.00	0.00	6,570.00
0500	CLAIMS ADMINISTRATION & OBJECTION	14,059.50	0.00	14,059.50
0600	EMPLOYEE BENEFITS/PENSION	306.00	0.00	306.00
0700	FEE/EMPLOYMENT APPLICATIONS	12,967.50	0.00	12,967.50
0800	FEE/EMPLOYMENT OBJECTIONS	66.00	0.00	66.00
0900	FINANCING	3,432.00	0.00	3,432.00
1000	LITIGATION	19,810.00	0.00	19,810.00
1100	MEETING OF CREDITORS	1,452.00	0.00	1,452.00
1200	PLAN & DISCLOSURE STATEMENT	5,723.00	0.00	5,723.00
2000	RELIEF FROM STAY PROCEEDINGS	36,794.00	0.00	36,794.00
2100	SERVICES FOR OTHER PROFESSIONALS	6,478.00	0.00	6,478.00
7001	MISCELLANEOUS	0.00	6,596.78	6,596.78
Total Fees & Costs For This Period		**$ 239,782.00**	**$ 6,596.78**	**$ 246,378.78**

BILL GROUP OUTSTANDING INVOICES

Date	Invoice #	Matter #	Fees Billed	Costs Billed	Other	Credits	Balance
11/13/03	8309147	0200	90,599.50			(17,095.00)	73,504.50
		0300	72,224.00				72,224.00
		0400	5,039.50				5,039.50
		0500	9,980.00				9,980.00
		0600	201.00				201.00
		0700	1,251.00				1,251.00
		0900	15,625.00				15,625.00
		1000	134.00				134.00
		1100	198.00				198.00
		1800	167.50				167.50
		2000	1,867.50				1,867.50
		2100	1,772.50				1,772.50
		7001		15,929.16			15,929.16
				Total Outstanding for Invoice # 8309147:			**$197,893.66**
12/08/03	8308520	0200	126,510.00				126,510.00
		0300	51,825.50				51,825.50
		0400	27,423.00				27,423.00
		0500	20,402.00				20,402.00
		0600	335.00				335.00
		0700	5,445.00				5,445.00
		0900	17,750.00				17,750.00
		1000	18,989.50				18,989.50
		1100	21,028.00				21,028.00
		1200	11,976.00				11,976.00
		1800	502.50				502.50
		2000	4,239.50				4,239.50
		2100	10,590.00				10,590.00
		7001		11,435.14			11,435.14
				Total Outstanding for Invoice # 8308520:			**$328,451.14**
01/14/04	8309836	0100	10,399.00				10,399.00
		0200	67,133.50				67,133.50
		0300	53,650.00				53,650.00
		0400	6,996.50				6,996.50
		0500	16,835.00				16,835.00
		0600	670.00				670.00
		0700	2,097.00				2,097.00
		0800	198.00				198.00
		0900	14,914.00				14,914.00
		1000	22,288.50				22,288.50
		1200	3,004.50				3,004.50
		1900	66.00				66.00
		2000	8,529.50				8,529.50

Date	Invoice #	Matter #	Fees Billed	Costs Billed	Other	Credits	Balance
		2100	21,279.00				21,279.00
		7001		9,297.93			9,297.93
				Total Outstanding for Invoice # 8309836:			**$237,358.43**
					Total Outstanding:		**$763,703.23**

0-30 Days	31-60 Days	61-90 Days	91+ Days	Total Aged Outstanding
$0.00	$ 237,358.43	$ 328,451.14	$ 197,893.66	$763,703.23

If your payment has crossed this statement in the mail, kindly disregard this notice. If you have any questions regarding this balance, please contact Howard Narvy at (310)203-7021 in our Accounts Receivable department.

CHI-CHI'S, INC.

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
01/05/04	WLOB	REVIEW OBJECTION OF U.S. TRUSTEE TO EMPLOYMENT OF METROPOLITIAN EQUIP. AS LIQUIDATOR.	0.10
		Total Hours:	**0.10**
		Total Fees:	**$ 66.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
William N. Lobel	WLOB	660.00	0.10	66.00
	Total Billed		**0.10**	**$ 66.00**

COSTS ADVANCED

Description	Amount
Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	66.00
Total Current Amount Due:	**$**	**66.00**

ASSET ANALYSIS & RECOVERY

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
01/06/04	AFRI	REVIEW AND ANALYSIS OF DOCUMENTS REGARDING ACQUISITION OF LEASE PORTFOLIO.	1.20
01/11/04	AFRI	REVIEW AND ANALYSIS OF EVIDENCE REGARDING RECOVERY OF ASSET.	2.10
01/14/04	AFRI	REVIEW AND ANALYSIS OF DOCUMENTS REGARDING RECOVERY OF PROCEEDS.	0.20
01/20/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING IDENTITY OF INSURERS FOR SUPPLIERS.	0.10
01/21/04	AFRI	TELEPHONE CONFERENCE WITH W/S. SANDERS REGARDING LEASEHOLD VALUATION.	0.50
01/22/04	AFRI	TELEPHONE CONFERENCE WITH P. METSON REGARDING TERMS OF LEASE REJECTION.	0.20
01/22/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING STATUS OF LIQUOR LICENSE PROCEEDS.	0.30
01/22/04	HEYN	RESEARCH RE LIEN OF LIQUOR LICENSE; CORRESPONDENCE WITH J. SCHAFER.	1.20
01/27/04	AFRI	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING STATUS OF OBTAINING LEASE VALUES.	0.30
01/27/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE FROM SCOTTSDALE INSURANCE REGARDING INSURANCE COVERAGE.	0.20
01/28/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING MEETING WITH SUPPLIERS.	0.10
01/29/04	WLOB	TELEPHONE CONFERENCE WITH F. GORDON REGARDING CLAIMS AGAINST SUPPLIERS AND RELATED ISSUES.	0.40
01/30/04	AFRI	REVIEW AND ANALYSIS OF DOCUMENTS REGARDING LEASE ASSIGNMENTS.	0.50
01/30/04	HEYN	CORRESPONDENCE WITH K. SORENSEN RE ESCROW INSTRUCTIONS; REVIEW OF ESCROW INSTRUCTIONS.	0.20
01/30/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING MEETING WITH SUPPLIERS.	0.10
		Total Hours:	**7.60**
		Total Fees:	**$ 4,004.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	5.30	3,074.00
William N. Lobel	WLOB	660.00	0.90	594.00
Matthew C. Heyn	HEYN	240.00	1.40	336.00
	Total Billed		**7.60**	**$ 4,004.00**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	4,004.00
Total Current Amount Due:	**$**	**4,004.00**

ASSET DISPOSITION

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
01/02/04	AFRI	REVIEW/REVISE APA AND SALE MOTION.	1.40
01/02/04	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING SALE OF HAMBURGER HAMLET.	0.20
01/02/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING SALE OF LICENSES.	0.20
01/02/04	JSHA	REVIEW AND RESPOND TO CORRESPONDENCE FROM SCOTT SANDERS REGARDING DISPOSITION OF REMAINING PERSONAL PROPERTY NOT SET FOR AUCTION.	0.30
01/02/04	JSHA	TELEPHONE CONVERSATION WITH BRENT TRIFF REGARDING REVISIONS TO APA.	0.20
01/02/04	NEUE	DRAFT/REVISE MOTION TO APPROVE PROCEDURES IN CONNECTION WITH HAMBURGER HAMLET SALE MOTION.	2.80
01/02/04	NEUE	DRAFT/REVISE MOTION TO SELL HAMBURGER HAMLET ASSETS.	3.50
01/03/04	AFRI	REVIEW/REVISE SALE MOTION AND RELATED DOCUMENTS.	2.10
01/05/04	AFRI	TELEPHONE CONFERENCE WITH H. HILTON REGARDING STATUS OF HAMLET SALE.	0.10
01/05/04	AFRI	TELEPHONE CONFERENCE WITH B. TRIFF REGARDING STATUS OF HAMLET SALE.	0.20
01/05/04	AFRI	TELEPHONE CONFERENCE WITH T. BARIL REGARDING STATUS OF SALE.	0.20
01/05/04	AFRI	TELEPHONE CONFERENCE WITH H. HILTON REGARDING STATUS OF SALE.	0.30
01/05/04	AFRI	TELEPHONE CONFERENCE WITH H. HILTON REGARDING STATUS OF SALE.	0.50
01/05/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING SALE NEGOTIATIONS.	1.40
01/05/04	AFRI	TELEPHONE CONFERENCE WITH K. SCHAAF AND B. TRIFF REGARDING SALE ISSUES.	0.30
01/05/04	AFRI	TELEPHONE CONFERENCE WITH T. STRATTON REGARDING SALE ISSUES.	0.20
01/05/04	HEYN	FILING NOTICE OF NON-OPPOSITION RE LIQUOR LICENSE SALE MOTION	1.10
01/05/04	JSHA	REVIEW OBJECTIONS FILED BY UST RE LIQUIDATORS AND SALE OF FF&E.	0.80
01/05/04	JSHA	OFFICE CONFERENCE WITH ALAN FRIEDMAN REGARDING OBJECTIONS FILED BY UST RE LIQUIDATORS AND SALE OF FF&E.	0.20
01/05/04	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING OBJECTIONS FILED BY UST RE LIQUIDATORS AND SALE OF FF&E.	0.20
01/05/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.30
01/05/04	WLOB	REVIEW CORRESPONDENCE REGARDING ERNST & YOUNG INVOLVEMENT IN HAMLET SALE PROCESS.	0.20
01/05/04	WLOB	REVIEW CORRESPONDENCE REGARDING COPIES OF DRAFT AGREEMENT WITH OTHELLO.	0.10

Date	Code	Activity	Hours
01/05/04	WLOB	REVIEW REVISED SCHEDULES TO OTHELLO PURCHASE AGREEMENT.	0.20
01/05/04	WLOB	REVIEW APPLICATION TO SELL MD LIQUOR LICENSE.	0.10
01/05/04	WLOB	REVIEW CORRESPONDENCE REGARDING SALES TAX ISSUES CONCERNING HAMLET SALE.	0.10
01/05/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.40
01/05/04	WLOB	CONFERENCE CALL WITH H. HILTON AND J. SANDOVAL REGARDING SALE STRUCTURE ISSUES.	0.80
01/05/04	WLOB	REVIEW OBJECTION OF TRUSTEE TO MOTION TO SELL CERTAIN ASSETS.	0.20
01/05/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING HAMLET SALES ISSUES.	0.50
01/05/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON AND A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.20
01/06/04	AFRI	REVIEW/REVISE MOTION TO SHORTEN TIME REGARDING HAMLET SALE.	0.90
01/06/04	AFRI	REVIEW/REVISE SALE PROCEDURES MOTION AND RELATED DOCUMENTS.	4.20
01/06/04	AFRI	TELEPHONE CONFERENCE WITH T. STRATTON AND K. RICE REGARDING APA TERMS.	0.60
01/06/04	AFRI	REVIEW/REVISE APA.	1.10
01/06/04	NEUE	REVISE NOTICE AND PROPOSED SALE PROCEDURES ORDER.	0.70
01/06/04	NEUE	TELEPHONE CONFERENCE WITH T. BARIL REGARDING SALE PROCEDURES MOTION.	0.10
01/06/04	NEUE	DRAFT CORRESPONDENCE TO C. GIBBS REGARDING HAMBURGER HAMLET SALE PROCEDURES MOTION.	0.20
01/06/04	NEUE	REVISE SALE PROCEDURES MOTION.	1.30
01/06/04	NEUE	REVISE DECLARATION OF A. BARIL IN SUPPORT OF HAMBURGER HAMLET SALE.	1.00
01/06/04	WLOB	REVIEW REVISED HAMLET SALE AGREEMENT.	0.40
01/06/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING SALE PROCEDURES AND RELATED ISSUES.	0.30
01/06/04	WLOB	REVIEW REVISIONS TO HAMLET SCHEDULES.	0.30
01/06/04	WLOB	OFFICE CONFERENCE WITH H. HILTON REGARDING SALE STRUCTURE ISSUES.	0.30
01/06/04	WLOB	OFFICE CONFERENCE WITH H. HILTON REGARDING SALE STRUCTURE ISSUES.	0.50
01/06/04	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING MOTION TO APPROVE HAMLET SALE PROCEDURES.	0.20
01/06/04	WLOB	REVIEW CORRESPONDENCE REGARDING HAMLET SALE PROCEDURES.	0.20
01/07/04	AFRI	REVIEW AND ANALYSIS OF STATUS OF APA AND SALE OF ASSETS.	1.80
01/07/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING STATUS OF POTENTIAL CONCERNS ABOUT PURCHASE.	1.20
01/07/04	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING CURE DISPUTES WITH LANDLORDS.	0.80

Date	Code	Activity	Hours
01/07/04	HEYN	TELEPHONE CONFERENCE; CORRESPONDENCE WITH K. SORENSEN RE PROCEDURES FOR FOLLOWING LIQUOR LICENSE SALE ORDER.	0.40
01/07/04	JSHA	REVIEW AND RESPOND TO CORRESPONDENCE FROM SCOTT SANDERS REGARDING MOTION TO SELL LIQUOR LICENSES.	0.20
01/07/04	JSHA	REVIEW AND RESPOND TO E-MAIL CORRESPONDENCE REGARDING AGREEMENT WITH MADISON VILLAGE LANDLORD.	0.20
01/07/04	JSHA	OFFICE CONFERENCE WITH ALAN FRIEDMAN REGARDING AGREEMENT WITH MADISON VILLAGE LANDLORD.	0.10
01/07/04	JSHA	OFFICE CONFERENCE WITH ALAN FRIEDMAN REGARDING COMMITTEE'S JOINDER TO UST'S OBJECTION TO EMPLOYMENT AGREEMENTS ENTERED INTO WITH VARIOUS LIQUIDATORS.	0.20
01/07/04	JSHA	REVIEW REVISED ASSET PURCHASE AGREEMENT FOR THE HAMLET GROUP.	0.40
01/07/04	JSHA	OFFICE CONFERENCE WITH ALAN FRIEDMAN REGARDING REVISED ASSET PURCHASE AGREEMENT FOR THE HAMLET GROUP.	0.10
01/07/04	WLOB	CONFERENCE CALL WITH A. BARIL, H. HILTON, B. GROHSGAL, B. TRIFF AND A. FRIEDMAN REGARDING PROBLEMS WITH HAMLET BUYER.	0.40
01/07/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE ISSUES AND STRUCTURES.	0.60
01/07/04	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING PROBLEMS WITH BUYER OF HAMLET.	0.20
01/07/04	WLOB	REVIEW HAMLET SALE PROCEDURES MOTION AND RELATED DOCUMENTS.	0.10
01/07/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.40
01/07/04	WLOB	TELEPHONE CONFERENCE WITH W. FLEISHMAN REGARDING FUNDING ISSUES FOR HAMLET SALE.	0.10
01/07/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING HAMLET SALE ISSUES.	0.20
01/07/04	WLOB	REVIEW COMMITTEE'S JOINDER OF OBJECTION TO MOTION TO SELL PROPERTY.	0.10
01/08/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING STATUS OF HEARING AND ADDITIONAL PLEADINGS REGARDING PROCEDURES MOTION.	0.70
01/08/04	AFRI	REVIEW/REVISE SALE MOTION; RELATED EVIDENCE.	3.80
01/08/04	AFRI	REVIEW AND ANALYSIS OF APA REGARDING STATUS OF DUE DILIGENCE AND PERFORMANCE BY BUYER.	1.20
01/08/04	NEUE	DRAFT/REVISE MOTION TO SELL HAMBURGER HAMLET ASSETS.	2.60
01/08/04	NEUE	TELEPHONE CONFERENCE WITH T. BARIL REGARDING SALE MOTION.	0.10
01/08/04	NEUE	DRAFT PROPOSED ORDER APPROVING SALE OF HAMBURGER HAMLET ASSETS.	3.20
01/08/04	NEUE	DRAFT CORRESPONDENCE TO CLIENT AND COMMITTEE REGARDING DRAFT SALE MOTION FOR HAMBURGER HAMLET ASSETS.	0.10
01/08/04	NEUE	DRAFT DECLARATION OF A. BARIL IN SUPPORT OF HAMBURGER HAMLET SALE MOTION.	1.90

Date	Code	Activity	Hours
01/08/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.20
01/08/04	WLOB	REVIEW/ANALYSIS OF REVISED HAMLET SALE CONTRACT.	0.70
01/08/04	WLOB	REVIEW/ANALYSIS OF SALE PROCEDURES MOTION.	0.40
01/08/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING POTENTIAL DEFAULT BY STALKING HORSE BUYER OF HAMLET.	0.20
01/08/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.40
01/08/04	WLOB	REVIEW/ANALYSIS OF LATEST VERSION OF HAMLET SALE AGREEMENT REGARDING SELLER RIGHTS ON NON-PAYMENT OF DEPOSIT.	0.20
01/08/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.10
01/09/04	AFRI	TELEPHONE CONFERENCE WITH REGARDING STATUS OF SALE.	0.60
01/09/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING STATUS OF SALE PROCEDURES.	0.90
01/09/04	AFRI	TELEPHONE CONFERENCE WITH T. BARIL REGARDING STATUS OF SALE.	0.10
01/09/04	AFRI	CONFERENCE CALL REGARDING STATUS OF SALE.	0.80
01/09/04	AFRI	REVIEW/REVISE SALE DOCUMENTS.	3.90
01/09/04	AFRI	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING STATUS OF LEASE PAYMENTS.	0.20
01/09/04	NEUE	TELEPHONE CONFERENCE WITH R. WERKHEISER REGARDING REVISIONS TO HAMBURGER HAMLET SALE MOTION.	0.30
01/09/04	NEUE	REVISE ASSET PURCHASE AGREEMENT FOR HAMBURGER HAMLET SALE.	2.70
01/09/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.20
01/10/04	NEUE	REVIEW/ANALYSIS OF MOTION FOR ORDER SHORTENING TIME FOR HEARING ON HAMBURGER HAMLET SALE MOTION.	0.40
01/10/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING HAMLET SALE ISSUES.	0.20
01/10/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING STATUS OF STALKING HORSE AND POTENTIAL SUBSTITUTE STALKING HORSE.	0.20
01/11/04	AFRI	REVIEW AND ANALYSIS OF SALE ISSUES REGARDING STATUS AND APA AND NEW BUYER TERMS.	1.80
01/11/04	WLOB	TELEPHONE CONFERENCES WITH H. HILTON REGARDING HAMLET SALE ISSUES.	0.30
01/11/04	WLOB	TELEPHONE CONFERENCES WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.40
01/12/04	AFRI	REVIEW/REVISE TERMINATION AGREEMENT.	0.80
01/12/04	AFRI	TELEPHONE CONFERENCE REGARDING TERMINATION AGREEMENT.	0.50
01/12/04	AFRI	TELEPHONE CONFERENCE WITH B. TRIFF REGARDING APA MODIFICATIONS.	0.30
01/12/04	AFRI	REVIEW AND ANALYSIS OF SALE ISSUES.	0.80

Date	Code	Activity	Hours
01/12/04	AFRI	CONFERENCE CALL REGARDING STATUS OF SALE.	0.50
01/12/04	HEYN	REVIEW OF CLAIM DOCKET FOR ORDERS ENTERED; CORRESPONDENCE WITH K. SORENSON AND S. INTNER RE SALES PROCEDURES PURSUANT TO ORDER.	0.40
01/12/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE PROCEDURES ISSUES.	0.30
01/13/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING STATUS OF SALE.	0.80
01/13/04	AFRI	REVIEW/REVISE SALE DOCUMENTS.	1.20
01/13/04	AFRI	MULTIPLE TELEPHONE CALLS WITH H. HILTON REGARDING SALE ISSUES.	0.60
01/14/04	AFRI	REVIEW/REVISE PLEADINGS REGARDING TERMINATION OF APA.	2.10
01/14/04	AFRI	CONFERENCE CALL REGARDING SALE ISSUES.	1.20
01/14/04	AFRI	REVIEW AND ANALYSIS OF SALE ISSUES.	1.40
01/14/04	AFRI	REVIEW/REVISE SALE DOCUMENTS.	2.80
01/14/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.30
01/14/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING ISSUES CONCERNING SALE OF HAMLET.	0.30
01/15/04	AFRI	TRAVEL TO DELAWARE FOR HEARINGS.	9.00
01/15/04	AFRI	CONFERENCE CALLS REGARDING APA NEGOTIATIONS.	0.80
01/15/04	AFRI	TELEPHONE CONFERENCE WITH U.S. TRUSTEE REGARDING OBJECTIONS TO PROCEDURES MOTION.	0.20
01/15/04	JSHA	RESEARCH ISSUES RE TERMINATION OF ASSET PURCHASE AGREEMENTS.	0.90
01/15/04	WLOB	REVIEW/ANALYSIS OF REVISIONS TO HAMLET PURCHASE AGREEMENT.	0.40
01/15/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON AND B. TRIFF REGARDING HAMLET PURCHASE AGREEMENT CHANGES.	0.50
01/15/04	WLOB	REVIEW/ANALYSIS OF SALE AGREEMENT AND SALE PROCEDURES MOTIONS REGARDING DATES AND CONSISTENCY.	0.30
01/15/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING CHANGES IN SALE AGREEMENT.	0.20
01/15/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING HAMLET SALE ISSUES.	0.10
01/15/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING COMPETING BIDDERS T BE HAMLET STALKING HORSE.	0.20
01/15/04	WLOB	TELEPHONE CONFERENCE WITH M. PETERSON REGARDING CHANGE TO § 9.1(D) LANGUAGE IN HAMLET APA.	0.10
01/15/04	WLOB	TELEPHONE CONFERENCE WITH C. GIBBS REGARDING ISSUES CONCERNING HAMLET SALE.	0.10
01/15/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE FROM D. EATON REGARDING CHI-CHI'S AND HAMLET SALE ISSUES.	0.10
01/15/04	WLOB	CONTINUED CONFERENCE CALL WITH MENTOR REPRESENTATIVES AND H. HILTON.	0.50
01/15/04	WLOB	REVIEW/ANALYSIS OF REVISED LANGUAGE IN HAMLET SALE CONTRACT.	0.40

Date	Code	Activity	Hours
01/15/04	WLOB	TELEPHONE CONFERENCE WITH B. TRIFF REGARDING BREAK UP FEE FOR TERMINATION OF CONTRACT.	0.10
01/15/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING REVISIONS TO HAMLET SALE AGREEMENT.	0.10
01/15/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE HEARING AND BUYER ISSUES.	0.20
01/15/04	WLOB	CONFERENCE CALL WITH BUYER REPRESENTATIVES REGARDING CHANGES IN HAMLET PURCHASE AGREEMENT.	1.60
01/15/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING CHI-CHI'S SALE ISSUES.	0.40
01/15/04	WLOB	TELEPHONE CONFERENCE WITH A. TABUOLI AND H. HILTON REGARDING POTENTIAL PURCHASE OF HAMLET.	0.50
01/15/04	WLOB	REVIEW/ANALYSIS OF U. S. TRUSTEE'S OBJECTION TO HAMLET SALE PROCEDURES MOTION.	0.20
01/16/04	AFRI	PREPARE FOR AND ATTEND HEARING ON SALE PROCEDURES MOTION.	3.00
01/16/04	AFRI	RETURN TRAVEL FROM DELAWARE.	9.00
01/16/04	JSHA	RESEARCH ISSUES RE SALE OF HAMLET.	1.40
01/16/04	JSHA	OFFICE CONFERENCE WITH BILL LOBEL REGARDING RESEARCH ISSUES RE SALE OF HAMLET.	0.20
01/16/04	WLOB	REVIEW/ANALYSIS OF HAMLET PURCHASE AGREEMENT REVISED BY M. PETERSEN.	0.50
01/16/04	WLOB	REVIEW/ANALYSIS OF DRAFT OF SALE ORDER.	0.40
01/16/04	WLOB	REVIEW/ANALYSIS OF DEBTORS MOTION TO TERMINATE OTHELLO CONTRACT.	0.30
01/16/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON AND S. SANDERS REGARDING HAMLET PURCHASERS.	0.30
01/16/04	WLOB	TELEPHONE CONFERENCE WITH A. TOVAKOLI, L. SPENCER AND H. HILTON REGARDING PURCHASE OF HAMLET.	0.70
01/16/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING STRATEGY TO BID WITH COMPETING BIDDERS FOR HAMLET.	0.40
01/16/04	WLOB	TELEPHONE CONFERENCE WITH L. SCHULMAN REGARDING NEGOTIATIONS WITH MENTOR GROUP.	0.10
01/16/04	WLOB	REVIEW/ANALYSIS OF DRAFT OF REVISED HAMLET PURCHASE AGREEMENT WITH A. TOVAKOLI.	0.80
01/16/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING COMPETING BUYERS FOR HAMLET.	0.40
01/16/04	WLOB	TELEPHONE CONFERENCE WITH A. TOVAKOLI REGARDING POTENTIAL PURCHASE OF HAMLET.	0.20
01/16/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING CHI-CHI'S SALE ISSUES.	0.30
01/16/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING DATES IN HAMLET ASSET PURCHASE AGREEMENT.	0.10
01/16/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING RESULTS OF HEARING ON SALE PROCEDURES MOTION AND CHANGES IN DEADLINES.	0.10

Date	Code	Activity	Hours
01/16/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON AND A. TOVAKOLI REGARDING POTENTIAL PURCHASE OF HAMLET AND COMMENTS ON DRAFT PURCHASE AGREEMENT.	0.40
01/16/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE ISSUES.	0.30
01/16/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE DEADLINES.	0.20
01/16/04	WLOB	REVIEW/ANALYSIS OF REVISIONS TO LATEST HAMLET SALE CONTRACT.	0.50
01/16/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING STATUS OF NEGOTIATIONS WITH VARIOUS PARTIES AND RELATED ISSUES.	0.30
01/16/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING TERMINATION OF OTHELLO PURCHASE AGREEMENT.	0.10
01/16/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING EXECUTION OF TERMINATION AGREEMENT.	0.10
01/16/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING TERMINATION OF OTHELLO AGREEMENT.	0.10
01/19/04	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING STATUS OF SALE.	1.60
01/19/04	JSHA	CONFER WITH SCOTT SANDERS REGARDING SALE OF LIQUOR LICENSE ISSUES.	0.10
01/19/04	WLOB	REVIEW/ANALYSIS OF REVISED DISCLOSURES FOR HAMLET SALE.	0.40
01/19/04	WLOB	REVIEW/ANALYSIS OF REVISED HAMLET PURCHASE AGREEMENT.	0.70
01/19/04	WLOB	OFFICE CONFERENCE WITH B. TRIFF REGARDING DATES IN REVISED HAMLET PURCHASE AGREEMENT.	0.20
01/19/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING POSITION BEING TAKEN BY THE MENTOR GROUP.	0.10
01/19/04	WLOB	OFFICE CONFERENCE WITH H. HILTON REGARDING HAMLET SALE ISSUES.	0.20
01/19/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE OF HAMLET TO A. TANAKALIS.	0.20
01/19/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON AND B. TRIFF REGARDING HAMLET SALE ISSUES.	0.20
01/19/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON AND A. TANAKALIS REGARDING REMAINING ISSUES.	0.20
01/19/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON AND B. TRIFF REGARDING MODIFICATION.	0.30
01/19/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING TERMINATION AND RELEASE FROM L. ALEXANDER OF SALES CONTRACT.	0.10
01/19/04	WLOB	REVIEW/ANALYSIS OF REDLINE OF HAMLET SALE AGREEMENT.	0.40
01/20/04	AFRI	TELEPHONE CONFERENCE WITH B. TRIFF REGARDING STATUS OF PENDING SALE.	0.30
01/20/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING STATUS OF SALE.	0.70
01/20/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING SALE OF LICENSES.	0.40
01/20/04	AFRI	REVIEW/REVISE SALE DOCUMENTS.	1.60

Date	Code	Activity	Hours
01/20/04	JSHA	CONFER WITH SCOTT SANDERS REGARDING LEASE REJECTION ISSUES.	0.30
01/20/04	JSHA	REVIEW DOCUMENTS RE LEASE REJECTION ISSUES.	0.20
01/20/04	JSHA	RESEARCH ISSUES RE REJECTION OF SUBLEASES.	1.40
01/20/04	JSHA	CONFER WITH ALAN FRIEDMAN REGARDING STATUS OF THE CASE.	0.20
01/20/04	JSHA	CONFER WITH JOHN NAKASHIMA REGARDING STATE LAW ISSUES AND REJECTION OF SUBLEASES.	0.20
01/20/04	JSHA	CONFER WITH CHERYL YOON REGARDING STATE LAW ISSUES AND REJECTION OF SUBLEASES.	0.20
01/20/04	JSHA	TELEPHONE CONVERSATION WITH KATHY SORENSON REGARDING SALE OF VARIOUS LIQUOR LICENSES.	0.20
01/20/04	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING DISPOSITION OF AGOURA HILLS HAMLET.	0.10
01/20/04	JSHA	GATHER FACTS AND PREPARE MEMO AND CHART TO FILE REGARDING OUTSTANDING SUBLEASES.	0.60
01/20/04	WLOB	TELEPHONE CONFERENCE WITH D. EATON REGARDING HAMLET SALE AND DIP ALLOCATION ISSUES.	0.50
01/20/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING TIMING OF SALE MOTION.	0.20
01/20/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE TO TOVAKOLI.	0.30
01/20/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.40
01/20/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING HAMLET SALE PROCEDURES AND DEADLINES.	0.20
01/20/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING POSITION BEING TAKEN BY MENTOR GROUP REGARDING HAMLET SALE.	0.10
01/20/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING SALE STRATEGIES AND ISSUES.	0.40
01/21/04	AFRI	CONFERENCE CALL REGARDING STATUS OF SALE.	0.40
01/21/04	AFRI	REVIEW AND ANALYSIS OF DOCUMENTS REGARDING STATUS OF SALE.	0.70
01/21/04	AFRI	CONFERENCE ALL REGARDING LEASE REJECTION.	0.30
01/21/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING ESTABLISHMENT OF LEASE REJECTION PROTOCOL.	0.80
01/21/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING PROOFS FOR ESTABLISHING ACTIONS FOR MULTIPLE LEASEHOLDS.	1.30
01/21/04	AFRI	TELEPHONE CONFERENCE WITH B. HUBEN REGARDING LEASE REJECTION ISSUES.	0.20
01/21/04	AFRI	TELEPHONE CONFERENCE WITH H. HILTON REGARDING STATUS OF SALE.	0.20
01/21/04	AFRI	TELEPHONE CONFERENCE WITH L. SHULMAN REGARDING STATUS OF SALE.	0.40
01/21/04	JSHA	CONFER WITH CHERYL YOON REGARDING RESEARCH OF SUBLEASE ISSUES.	0.20

Date	Code	Activity	Hours
01/21/04	JSHA	REVIEW AND REVISE LETTER TO ESCROW COMPANY REGARDING CLOSING OF SALE OF LIQUOR LICENSE.	0.70
01/21/04	JSHA	CONFER WITH MATT HEYN REGARDING LETTER TO ESCROW COMPANY REGARDING CLOSING OF SALE OF LIQUOR LICENSE.	0.20
01/21/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING HAMLET SALE ISSUES.	0.20
01/21/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING COMPETING BUYERS.	0.30
01/21/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING STRATEGY CONCERNING SALE OF HAMLET.	0.30
01/21/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING TIMING ISSUES CONCERNING HAMLET SALE.	0.20
01/21/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.20
01/22/04	AFRI	TELEPHONE CONFERENCE WITH B. TRIFF REGARDING STATUS OF SALE.	0.20
01/22/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING SALE OF ASSETS AND PROCEDURE TO GO FORWARD.	1.40
01/22/04	AFRI	TELEPHONE CONFERENCE WITH COUNSEL REGARDING SALE OF ASSETS.	0.30
01/22/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING CREDITOR COMMITTEE POSITION CONCERNING SALE OF HAMLET.	0.20
01/22/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.20
01/22/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING SALE ISSUES AND ALTERNATIVES.	0.30
01/22/04	WLOB	TELEPHONE CONFERENCE WITH B. TRIFF REGARDING REVISION OF SALE AGREEMENT.	0.10
01/22/04	WLOB	REVIEW REVISED DRAFT OF HAMLET SALE.	0.60
01/23/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET BUYERS.	0.20
01/23/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING SALE ISSUES AND ALTERNATIVES.	0.40
01/23/04	WLOB	REVIEW CORRESPONDENCE REGARDING REVISED HAMLET SALE AGREEMENT.	0.20
01/23/04	WLOB	REVIEW CORRESPONDENCE REGARDING MENTER GROUP'S POSITION CONCERNING PURCHASE OF HAMLET.	0.10
01/23/04	WLOB	REVIEW CORRESPONDENCE REGARDING REVISED DRAFT OF PURCHASE AGREEMENT.	0.10
01/23/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING HAMLET SALE ISSUES.	0.30
01/23/04	WLOB	OFFICE CONFERENCE WITH T. FLANAGAN REGARDING PUTATIVE PURCHASES OF CASINO AND ISSUES RELATED THERETO.	0.30
01/23/04	WLOB	REVIEW CORRESPONDENCE REGARDING COMPETING BUYERS FOR HAMLET.	0.20

Date	Code	Activity	Hours
01/23/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING VARIOUS HAMLET SALE ISSUES.	0.20
01/26/04	AFRI	REVIEW/REVISE LATEST PURCHASE AGREEMENT.	2.10
01/26/04	AFRI	CONFERENCE CALL REGARDING APA.	1.00
01/26/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING POTENTIAL ADDITIONAL BIDDER FOR HAMLET.	0.10
01/26/04	WLOB	TELEPHONE CONFERENCE WITH G. WALL AND RUBY'S CEO REGARDING POTENTIAL PURCHASE OF HAMLET.	0.20
01/27/04	AFRI	REVIEW/REVISE APA.	0.90
01/27/04	AFRI	CONFERENCE CALL REGARDING SALE TERMS.	1.40
01/27/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING HAMLET ISSUES.	0.40
01/27/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING HAMLET SALE ISSUES.	0.30
01/27/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING CHI-CHI'S SALE ISSUE.	0.20
01/27/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING POTENTIAL ACQUISITION OF INDIVIDUAL CHI-CHI'S LOCATIONS.	0.10
01/27/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE FROM J. CROCHAN REGARDING POTENTIAL PURCHASE OF CHI-CHI'S.	0.10
01/27/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING INTEREST IN INDIVIDUAL CHI-CHI'S SITES.	0.10
01/27/04	WLOB	REVIEW/ANALYSIS OF LEASE ASSIGNMENTS PROVISIONS IN HAMLET ISSUES.	0.30
01/27/04	WLOB	CONFERENCE CALL WITH BUYER REPRESENTATIVES REGARDING REMAINING ISSUES CONCERNING LEASE ASSIGNMENTS.	0.10
01/27/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING LEASE ASSIGNMENT ISSUES FOR HAMLET SALE.	0.10
01/27/04	WLOB	REVIEW/ANALYSIS OF LATEST DRAFT OF HAMLET PURCHASE AGREEMENT.	0.70
01/27/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET CLOSING ISSUES.	0.30
01/27/04	WLOB	CONFERENCE CALL WITH MENTOR REPRESENTATIVES REGARDING REMAINING SALE ISSUES.	0.60
01/28/04	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE REGARDING SALE OF ASSETS.	0.40
01/28/04	AFRI	REVIEW/REVISE APA.	0.90
01/28/04	AFRI	TELEPHONE CONFERENCE WITH L. SHULMAN REGARDING APA TERMS.	0.20
01/28/04	AFRI	REVIEW/REVISE MOTION TO SELL FF&E.	0.90
01/28/04	AFRI	CONFERENCE CALL REGARDING STATUS OF APA.	1.10
01/28/04	AFRI	REVIEW/REVISE APA.	0.60
01/28/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING MENTOR ISSUES.	0.30
01/28/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING ISSUES CONCERNING COMPETING BUYERS FOR HAMLET.	0.20

Date	Code	Activity	Hours
01/28/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING LEASE ASSIGNMENT AND BANK UP FEE ISSUES.	0.30
01/28/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING RESOLUTION OF LEASE ASSIGNMENT ISSUES.	0.40
01/28/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING MENTOR GROUP ISSUES.	0.10
01/28/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING LEASE ASSIGNMENT ISSUES.	0.10
01/28/04	WLOB	REVIEW/ANALYSIS OF SHAFT OF SIDE LETTER TO MENTOR DEAL.	0.10
01/28/04	WLOB	TELEPHONE CONFERENCE WITH L. SCHULMAN REGARDING CHANGES IN HAMLET PURCHASE AGREEMENT.	0.20
01/28/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING CHANGES IN HAMLET PURCHASE AGREEMENT.	0.10
01/28/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING VARIOUS REMAINING SALE ISSUES.	0.20
01/28/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING LEASE ASSIGNMENT ISSUES.	0.40
01/29/04	AFRI	REVIEW/REVISE MOTION TO SELL FF&E AND ESTABLISH PROCEDURES.	1.10
01/29/04	AFRI	REVIEW/REVISE APA.	0.70
01/29/04	AFRI	TELEPHONE CONFERENCE REGARDING STATUS OF APA.	0.20
01/29/04	AFRI	TELEPHONE CONFERENCE REGARDING TERMS OF APA.	0.60
01/29/04	AFRI	REVIEW/REVISE SALE MOTION AND RELATED DOCUMENTS.	2.70
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING POTENTIAL MEETING WITH SUPPLIERS.	0.10
01/29/04	WLOB	REVIEW VARIOUS MOTION REGARDING LIQUIDATION OF ASSETS.	0.20
01/29/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING HAMLET SALE STATUS AND ISSUES.	0.20
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING COMMENTS TO HAMLET SALE AGREEMENT.	0.20
01/29/04	WLOB	REVIEW REVISED HAMLET SALE AGREEMENT.	0.60
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING FURTHER REVISIONS TO STIPULATION.	0.10
01/29/04	WLOB	REVIEW REVISED SCHEDULES TO HAMLET SALE AGREEMENT.	0.40
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING EXECUTION OF HAMLET SALE AGREEMENT.	0.10
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING POTENTIAL PURCHASER OF CHI-CHI'S SITES.	0.10
01/29/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.30
01/30/04	AFRI	REVIEW/REVISE SALE DOCUMENTS.	3.70
01/30/04	WLOB	OFFICE CONFERENCE WITH H. HILTON REGARDING HAMLET SALE ISSUES.	0.30
01/30/04	WLOB	REVIEW/ANALYSIS OF HAMLET SALE MOTION AND ACCOMPANYING DOCUMENTS.	0.40

Date	Code	Activity	Hours
01/30/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING PENDING AUCTION PROCEDURES AND ISSUES.	0.30
01/30/04	WLOB	REVIEW/ANALYSIS OF LAST VERSION OF HAMLET SALE AGREEMENT.	0.40
01/30/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.30
01/30/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.10
		Total Hours:	**173.00**
		Total Fees:	**$ 98,672.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	96.00	55,680.00
William N. Lobel	WLOB	660.00	44.20	29,172.00
Matthew C. Heyn	HEYN	240.00	1.90	456.00
Mike D. Neue	NEUE	460.00	20.90	9,614.00
John P. Schafer	JSHA	375.00	10.00	3,750.00
	Total Billed		**173.00**	**$ 98,672.00**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$ 98,672.00
Total Current Amount Due:	**$ 98,672.00**

BUSINESS OPERATIONS

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
01/01/04	AFRI	RESEARCH ISSUES REGARDING CORPORATE GOVERNANCE.	4.20
01/05/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING UTILITY DEPOSITS.	0.20
01/05/04	JSHA	TELEPHONE CONVERSATION WITH JAN MILLER REGARDING EMPLOYEE ISSUES.	0.20
01/05/04	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING EXTENT OF THE AUTOMATIC STAY.	0.20
01/05/04	JSHA	REVIEW AND RESPOND TO CORRESPONDENCE FROM SCOTT SANDERS REGARDING LIQUOR LICENSES.	0.10
01/05/04	WLOB	REVIEW CORRESPONDENCE REGARDING EXPENSES ATTRIBUTED TO HEPATITIS OUTBREAK.	0.10
01/05/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING CHI-CHI'S OPERATIONAL ISSUES.	0.30
01/05/04	WLOB	REVIEW CHI-CHI'S NOVEMBER OPERATING REPORT.	0.20
01/06/04	GEIG	CONFERENCE WITH A. FRIEDMAN RE ISSUES ON LEASE; REVIEW LEASE AGREEMENT FOR CONFERENCE CALL ON GOING DARK ISSUE.	1.00
01/06/04	GEIG	REVIEW LEASE AGREEMENT ON GOING DARK ISSUE.	0.30
01/06/04	GEIG	CONFERENCE WITH A. FRIEDMAN RE GOING DARK ISSUE.	0.30
01/06/04	GEIG	CONFERENCE WITH H. HILTON, A. FRIEDMAN, ET AL. RE ISSUES ON LEASES AND RELATIONSHIP WITH STRATEGY OF CLOSING RESTAURANTS AND ACQUIRING UNDERLYING REAL ESTATE.	1.00
01/06/04	JSHA	TELEPHONE CONVERSATION WITH JAN MILLER REGARDING UNPAID WORKERS COMP PREMIUMS.	0.20
01/06/04	JSHA	REVIEW LETTER FROM STATE OF OHIO REGARDING UNPAID WORKERS COMP PREMIUMS.	0.10
01/06/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING LANDLORD ISSUES.	0.20
01/06/04	WLOB	CONFERENCE CALL WITH H. HILTON REGARDING BUSINESS RESTRUCTURING OF LEASES IN CHI-CHI'S IN LIGHT OF HEPATITIS OUTBREAK AND REDUCED STORE REVENUE.	0.30
01/06/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.30
01/06/04	WLOB	REVIEW CORRESPONDENCE REGARDING INSURANCE COVERAGE AND HAMLET ISSUES.	0.10
01/07/04	AFRI	TELEPHONE CONFERENCE WITH H. HILTON AND S. SANDERS REGARDING STORE CLOSURES.	0.20
01/07/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING STORE CLOSURES.	0.90
01/07/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING SETTLEMENT OF MANHATTAN PLAZA LEASE ISSUES.	0.10
01/07/04	WLOB	REVIEW CORRESPONDENCE REGARDING LEASE REJECTION ISSUES.	0.10
01/07/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING STATUS OF LEASE REJECTION OBJECTION.	0.10
01/08/04	AFRI	TELEPHONE CONFERENCE WITH D. POLLACK REGARDING STATUS OF GENERAL GROWTH.	0.20

Date	Code	Activity	Hours
01/08/04	AFRI	TELEPHONE CONFERENCE WITH T. BARIL REGARDING STATUS OF OPERATIONS.	0.20
01/08/04	AFRI	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING STATUS OF LEASE PAYMENTS; CURE OBLIGATION.	0.40
01/08/04	GEIG	REVIEW SALE LEASEBACK AGREEMENT AND MORTGAGES IN CONNECTION WITH TERMINATION OF LEASES AND CROSS DEFAULT PROVISIONS IN LEASES.	0.80
01/08/04	GEIG	REVIEW DOCUMENTS.	0.80
01/08/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING USE OF MONEY FROM SUBTENANTS.	0.10
01/09/04	AFRI	CONFERENCE CALL REGARDING STATUS OF UST OBJECTIONS AND COMMITTEE OBJECTIONS TO PENDING MOTIONS.	0.50
01/09/04	AFRI	REVIEW/REVISE UTILITY SETTLEMENT.	0.40
01/09/04	GEIG	REVIEW DOCUMENTS REGARDING LEASES AND SALE LEASEBACK.	0.30
01/10/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING STATUS OF SETTLEMENT OF LEASEHOLD ISSUES.	0.10
01/11/04	WLOB	TRAVEL TO DELAWARE TO ATTEND HEARINGS ON 1/12/04.	8.20
01/12/04	WLOB	ATTENDANCE AT HEARING ON VARIOUS MATTERS.	0.60
01/12/04	WLOB	TRAVEL FROM DELAWARE AFTER 1/12/04 HEARING.	8.40
01/13/04	AFRI	TELEPHONE CONFERENCE WITH M. SIMON REGARDING CURE PAYMENTS.	0.20
01/13/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING STATUS OF OPERATIONS.	0.60
01/14/04	AFRI	REVIEW AND ANALYSIS OF DOCUMENTS REGARDING LEASE REJECTIONS.	0.60
01/15/04	GEIG	CONFERENCE WITH SCOTT SANDERS AND TONY BURRELL RE SALE LEASEBACK AND CROSS DEFAULT WITH LEASES AND CROSS WITH SECOND TRUST DEED.	0.80
01/16/04	WLOB	TELEPHONE CONFERENCE WITH J. SCHAFER REGARDING EXERCISE OF OPTION ON SEPULVEDA LEASE.	0.10
01/19/04	AFRI	REVIEW AND ANALYSIS OF DOCUMENTS REGARDING LEASE DISPUTES.	0.90
01/20/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING STATUS OF OPERATIONS.	0.40
01/20/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING ANALYSIS OF UNDER-PERFORMING RESTAURANTS.	0.20
01/20/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING OPERATIONAL ISSUES AT CHI-CHI'S.	0.20
01/20/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET LANDLORD ISSUES.	0.20
01/20/04	WLOB	OFFICE CONFERENCE WITH H. HILTON REGARDING SEPULVEDA LEASE FOR HAMLET AND RELATED ISSUES.	0.20
01/21/04	AFRI	PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL WITH COMMITTEE REGARDING OPERATIONAL ISSUES.	1.80
01/21/04	AFRI	TELEPHONE CONFERENCE WITH T. BARIL REGARDING VARIOUS OPERATIONAL ISSUES.	0.20

Date	Code	Activity	Hours
01/21/04	WLOB	REVIEW REQUEST FOR INFORMATION REGARDING MANAGEMENT AND ALVAREZ & MARSOL.	0.10
01/22/04	WLOB	REVIEW CORRESPONDENCE REGARDING OPERATIONAL ISSUES.	0.10
01/23/04	WLOB	REVIEW CORRESPONDENCE REGARDING HAMLET LANDLORD ISSUES.	0.10
01/23/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING OPERATIONAL ISSUES.	0.30
01/23/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING LANDLORD ISSUES AT HAMLET.	0.40
01/26/04	AFRI	REVIEW AND ANALYSIS OF DOCUMENTS REGARDING OPERATIONS AND REVENUES.	1.80
01/26/04	GEIG	REVIEW FILES AND PREPARE MEMO ON SALE LEASEBACK AND GOING DARK.	2.80
01/27/04	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING STATUS OF OPERATIONAL ISSUES.	0.20
01/27/04	AFRI	TELEPHONE CONFERENCE REGARDING STATUS OF MULTIPLE PENDING MOTIONS.	0.30
01/27/04	GEIG	PREPARATION OF MEMO REGARDING SALE LEASEBACK AND GOING DARK PROVISION IN LEASE.	1.50
01/27/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING UPCOMING HEARINGS AND DEADLINES.	0.10
01/29/04	AFRI	REVIEW/REVISE MOTION TO ESTABLISH PROCEDURES TO REJECT LEASES AND CONTRACTS.	1.20
01/29/04	AFRI	REVIEW/REVISE MOTION TO REJECT LEASE NUNC PRO TUNC.	0.70
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING REJECTION OF LEASES AT SPECIFIC LOCATIONS.	0.10
01/30/04	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING OPERATIONAL ISSUES AND LEASED STORES.	0.70
		Total Hours:	**48.50**
		Total Fees:	**$ 29,382.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	16.80	9,744.00
Roy S. Geiger	GEIG	550.00	9.60	5,280.00
William N. Lobel	WLOB	660.00	21.30	14,058.00
John P. Schafer	JSHA	375.00	0.80	300.00
	Total Billed		**48.50**	**$ 29,382.00**

COSTS ADVANCED

Description	Amount
Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$ 29,382.00
Total Current Amount Due:	**$ 29,382.00**

CASE ADMINISTRATION

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
01/07/04	AFRI	REVIEW AND ANALYSIS OF OBJECTIONS TO PENDING MOTIONS.	1.10
01/07/04	WLOB	REVIEW SUMMARY OF CRITICAL DATES AND HEARINGS.	0.10
01/08/04	AFRI	REVIEW AND ANALYSIS OF DOCUMENTS REGARDING OCP ISSUES.	0.40
01/08/04	JSHA	TELEPHONE CONVERSATION WITH SYSCO FOODS REPRESENTATIVE REGARDING STATUS OF CASE.	0.20
01/08/04	JSHA	REVIEW AND RESPOND TO CORRESPONDENCE REGARDING SCHEDULING OF JANUARY OMNIBUS HEARING.	0.20
01/08/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING AGENDA ITEMS FOR 1/12/04 HEARING.	0.30
01/09/04	AFRI	REVIEW/REVISE AGENDA FOR UPCOMING HEARING.	0.30
01/09/04	WLOB	REVIEW/ANALYSIS OF SUMMARY OF SCHEDULED HEARINGS AND DEADLINES.	0.10
01/09/04	WLOB	REVIEW/ANALYSIS OF AGENDAS FOR UPCOMING HEARINGS.	0.10
01/12/04	JSHA	REVIEW VARIOUS SIGNED ORDERS FROM JANUARY OMNIBUS HEARING.	0.60
01/12/04	JSHA	PREPARE CORRESPONDENCE TO CLIENT REGARDING VARIOUS SIGNED ORDERS FROM JANUARY OMNIBUS HEARING.	0.20
01/12/04	JSHA	REVIEW AND RESPOND CORRESPONDENCE FROM SCOTT SANDERS REGARDING REVISED LANDLORD LEASE AGREEMENTS.	0.20
01/12/04	WLOB	OFFICE CONFERENCE WITH R. WERKHEISER REGARDING UNCONTESTED MATTERS ON 1/12/04 CALENDAR.	0.20
01/13/04	JSHA	PREPARE CORRESPONDENCE TO JEFF KALINA REGARDING ADDITIONS TO SERVICE LIST.	0.10
01/13/04	JSHA	REVIEW AND RESPOND TO MISCELLANEOUS CORRESPONDENCE FROM CLIENT REGARDING AGENDA FOR NEXT OMNIBUS HEARING.	0.30
01/14/04	JSHA	REVIEW AND RESPOND TO VARIOUS PIECES OF CORRESPONDENCE REGARDING STATUS OF THE CASE.	1.10
01/15/04	JSHA	REVIEW AND PREPARE NOTES TO FILE REGARDING UPCOMING AGENDA AND CALENDARED ITEMS IN THE CASE.	0.20
01/15/04	JSHA	TELEPHONE CONVERSATION WITH VENDOR REGARDING STATUS OF CASE.	0.20
01/15/04	JSHA	TELEPHONE CONVERSATION WITH DR. WOLLENSCHLAGER REGARDING STATUS OF CASE.	0.20
01/20/04	WLOB	REVIEW/ANALYSIS OF SUMMARY OF PENDING DEADLINES AND HEARINGS.	0.10
01/20/04	WLOB	REVIEW/ANALYSIS OF VARIOUS ORDERS ENTERED BY THE BANKRUPTCY COURT.	0.10
01/20/04	YOON	CONFERENCE WITH JOHN SCHAEFER REGARDING STATE LAW RESEARCH ON SUBLEASES.	0.20
01/21/04	YOON	RESEARCH STATE LAW OF NEW YORK, VIRGINIA, OHIO, FLORIDA, CALIFORNIA, AND COLORADO REGARDING EFFECT OF TERMINATION OF PRIMARY LEASE ON SUBLEASE	4.50

Date	Code	Activity	Hours
01/21/04	YOON	CONFERENCE WITH JOHN SCHAEFER REGARDING LEASE STATE LAW RESEARCH	0.20
01/22/04	YOON	RESEARCH ON KENTUCKY, INDIANA, GEORGIA, NORTH CAROLINA, NEVADA, ILLINOIS STATE LAW REGARDING EFFECT OF TERMINATION ON LEASE ON SUBLEASE	4.00
01/22/04	YOON	CONFERENCE WITH JOHN SCHAEFER REGARDING RESULTS OF RESEARCH	0.20
01/22/04	YOON	CORRESPONDENCE TO JOHN SCHAEFER REGARDING STATE LAW RESEARCH	0.20
01/23/04	WLOB	REVIEW VARIOUS ORDERS ENTERED BY COURT.	0.10
		Total Hours:	**15.70**
		Total Fees:	**$ 6,570.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	1.80	1,044.00
William N. Lobel	WLOB	660.00	1.10	726.00
John P. Schafer	JSHA	375.00	3.50	1,312.50
Cheryl H. Yoon	YOON	375.00	9.30	3,487.50
	Total Billed		**15.70**	**$ 6,570.00**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	6,570.00
Total Current Amount Due:	**$**	**6,570.00**

CLAIMS ADMINISTRATION & OBJECTION

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
12/01/03	SCHL	CONFER WITH MAISTER RE: DISMISSALS	0.30
12/02/03	SCHL	CONFER WITH DAVE ERNST RE: INSURANCE ISSUES & DISMISSALS	0.30
12/03/03	SCHL	CONFER WITH MAISTER RE: STATUS OF INSURANCE ISSUES	0.30
12/04/03	SCHL	CONFER WITH DAVE ERNST RE: INSURANCE ISSUES	0.30
12/09/03	SCHL	CONFER WITH MAISTER RE: STATUS OF CLAIMS	0.30
01/02/04	AFRI	REVIEW AND ANALYSIS OF ISSUES AND DOCUMENTS REGARDING CURE CLAIMS.	0.80
01/02/04	JSHA	REVIEW AND RESPOND TO CORRESPONDENCE FROM CLIENT RE STATUS OF HEPATITIS A CLAIMS ASSERTED AGAINST CHI-CHI'S.	0.30
01/05/04	AFRI	REVIEW AND ANALYSIS OF DOCUMENTS AND CORRESPONDENCE REGARDING POTENTIAL TAX CLAIMS.	0.20
01/06/04	JSHA	RESEARCH LAW REGARDING PRIORITY STATUS OF UNPAID WORKERS COMP PREMIUMS.	0.40
01/06/04	JSHA	TELEPHONE CONVERSATION WITH TONY BARIL REGARDING PRIORITY STATUS OF UNPAID WORKERS COMP PREMIUMS FOR THE STATE OF OHIO.	0.10
01/06/04	JSHA	TELEPHONE CONVERSATION WITH TONY BARIL REGARDING BARENFELD LITIGATION.	0.10
01/06/04	WLOB	REVIEW CORRESPONDENCE REGARDING GENERAL GROWTH PROPERTIES OBJECTION TO LEASE REJECTION.	0.10
01/06/04	WLOB	CONFERENCE CALL WITH H. HILTON ET. AL. REGARDING LEASEHOLD TERMINATION ISSUES.	0.30
01/08/04	JSHA	TELEPHONE CONVERSATION WITH JAN MILLER REGARDING LETTER TO OHIO BUREAU OF WORKERS COMPENSATION REGARDING OUTSTANDING PRE-PETITION PREMIUMS OWED BY THE DEBTORS.	0.20
01/08/04	JSHA	GATHER FACTS AND PREPARE LETTER TO OHIO BUREAU OF WORKERS COMPENSATION REGARDING OUTSTANDING PRE-PETITION PREMIUMS OWED BY THE DEBTORS.	1.50
01/08/04	JSHA	OFFICE CONFERENCE WITH ALAN FRIEDMAN REGARDING LETTER TO OHIO BUREAU OF WORKERS COMPENSATION REGARDING OUTSTANDING PRE-PETITION PREMIUMS OWED BY THE DEBTORS.	0.20
01/08/04	WLOB	REVIEW/ANALYSIS OF SUGGESTION BY D. POLLACK TO RESOLVE GENERAL GROWN OBJECTION.	0.10
01/09/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING TAX CLAIMS.	0.40
01/09/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING RENT OF SUBTENANTS AND GENERAL GROWTH ISSUES.	0.10
01/10/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING POTENTIAL RESOLUTION OF GENERAL GROWTH OBJECTION TO LEASE REJECTION.	0.10
01/11/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING STATUS OF NEGOTIATIONS REGARDING GENERAL GROWTH MANAGEMENT'S OBJECTION TO LEASE REJECTION.	0.10

Date	Code	Activity	Hours
01/12/04	AFRI	REVIEW AND ANALYSIS OF POTENTIAL DAMAGE CLAIMS UNDER CONTRACTS.	0.80
01/12/04	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING CURE CLAIMS.	0.20
01/12/04	AFRI	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING LANDLORD CLAIMS.	0.20
01/12/04	WLOB	REVIEW/ANALYSIS OF PLEADINGS REGARDING GENERAL GROWTH OBJECTION.	0.20
01/12/04	WLOB	ATTENDANCE AT HEARING ON GENERAL GROWTH OBJECTION.	0.60
01/12/04	WLOB	OFFICE CONFERENCE WITH R. WERKHEISER REGARDING GENERAL GROWTH MANAGEMENT'S OBJECTION.	0.20
01/13/04	HEYN	LEXIS RESEARCH RE BANKRUPTCY JURISDICTION TO ESTIMATE CLAIM; OFFICE CONFERENCE WITH J. SCHAFFER.	1.40
01/14/04	AFRI	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING STATUS OF CURE PAYMENTS.	0.20
01/14/04	AFRI	DRAFT PROPOSAL REGARDING CLAIMS PROCESS.	1.80
01/14/04	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING STATUS OF CURE PAYMENTS.	0.70
01/14/04	JSHA	REVIEW CLAIMS SUBMITTED BY CREDITORS AND BEGIN PREPARATION OF CLAIMS ANALYSIS.	0.40
01/14/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING TREATMENT OF CLAIMS.	0.20
01/14/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING PRODUCTION OF INSURANCE POLICIES.	0.10
01/14/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING DEMAND FOR INSURANCE POLICIES.	0.10
01/14/04	WLOB	REVIEW/ANALYSIS OF INVOICE FROM MANHATTAN VILLAGE SHOPPING CENTER.	0.10
01/15/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING SPECIFIC PROCEDURES TO RESOLVE HEPATITIS CLAIMS.	0.10
01/15/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING REQUEST TO PRODUCE INSURANCE POLICIES.	0.10
01/15/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING TREATMENT OF HEPATITIS CLAIMS.	0.10
01/15/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING PROCESS OF RESOLVING ALL PENDING CLAIMS.	0.20
01/16/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING CLAIM FORM FOR HEPATITIS CLAIMS.	0.10
01/16/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING R. MILLER'S MEDICAL BILLS.	0.10
01/16/04	WLOB	REVIEW/ANALYSIS OF CHART OF ACTUAL DAMAGE CLAIMS.	0.20
01/16/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING DEMAND LETTERS REGARDING HEPATITIS CLAIMANTS.	0.10
01/16/04	WLOB	REVIEW/ANALYSIS OF CHART REGARDING DAMAGES ISSUES.	0.10

Date	Code	Activity	Hours
01/19/04	AFRI	REVIEW AND ANALYSIS OF ISSUES AND RESEARCH LAW REGARDING POTENTIAL CLAIMS AGAINST ESTATE.	3.10
01/19/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING HEPATITIS CLAIM FORMS.	0.10
01/19/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING HEPATITIS CLAIMS PROCESS.	0.10
01/20/04	JSHA	PREPARE CORRESPONDENCE TO CHRIS SIEBER REGARDING OBJECTING TO ADMINISTRATIVE CLAIMS.	0.40
01/20/04	JSHA	CONFER WITH COUNSEL TO BARTON AND LORI NELSON REGARDING STATUS OF CASE AND SUBMISSION OF CLAIMS.	0.20
01/20/04	SCHL	CONFER WITH SCHAFER RE: TENDER OF SLIP & FALL CLAIM	0.30
01/20/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING PROCEDURE TO DEAL WITH HEPATITIS CLAIMS.	0.30
01/21/04	WLOB	OFFICE CONFERENCE WITH H. HILTON REGARDING HEPATITIS CLAIMS ISSUES.	0.20
01/21/04	WLOB	TELEPHONE CONFERENCE WITH D. ERNST REGARDING INSURANCE COVERAGE AND HEPATITIS CLAIM ISSUES.	0.30
01/21/04	WLOB	REVIEW AND RESPOND TO CORRESPONDENCE REGARDING INSURANCE POLICIES.	0.10
01/21/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING DELIVERY OF INSURANCE POLICIES.	0.10
01/21/04	WLOB	REVIEW CORRESPONDENCE REGARDING INSURANCE POLICY ISSUES.	0.10
01/21/04	WLOB	REVIEW AND RESPOND TO CORRESPONDENCE REGARDING PROGRAM TO RESOLVE HEPATITIS CLAIMS.	0.40
01/21/04	WLOB	REVIEW CORRESPONDENCE REGARDING 2004 EXAM CONCERNING INSURANCE POLICIES.	0.10
01/21/04	WLOB	REVIEW 2004 MOTION AND RELATED PLEADINGS.	0.20
01/21/04	WLOB	REVIEW CORRESPONDENCE REGARDING HEPATITIS CLAIM ISSUES.	0.10
01/21/04	WLOB	REVIEW CORRESPONDENCE REGARDING CREDITOR COMMITTEE ISSUES.	0.10
01/22/04	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING LANDLORD CLAIMS.	0.20
01/22/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING MULTIPLE BAR DATES.	0.60
01/22/04	WLOB	REVIEW CORRESPONDENCE REGARDING TREATMENT OF HEPATITIS CLAIMS.	0.10
01/22/04	WLOB	REVIEW CORRESPONDENCE REGARDING INSURANCE POLICIES AND COVERAGE ISSUES.	0.10
01/23/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING HEPATITIS CLAIM PROCEDURE.	0.20
01/23/04	WLOB	REVIEW CORRESPONDENCE REGARDING INVOLVEMENT OF CARRIERS IN HEPATITIS CLAIMS RESOLUTION PROCESS.	0.10
01/23/04	WLOB	REVIEW CORRESPONDENCE REGARDING STIPULATION REGARDING HEPATITIS CLAIM POLICY.	0.10

Date	Code	Activity	Hours
01/23/04	WLOB	REVIEW CORRESPONDENCE REGARDING HEPATITIS CLAIM PROCEDURE.	0.10
01/27/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING HEPATITIS MEDIATION PROCESS.	0.10
01/27/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HEPATITIS CLAIMS ISSUES.	0.40
01/28/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING STATUS OF CLAIMS.	0.40
01/28/04	WLOB	TELEPHONE CONFERENCE WITH F. GORDON REGARDING HEPATITIS CLAIMS PROCEDURE.	0.30
01/28/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING MEETING IN PHOENIX REGARDING HEPATITIS CLAIMS RESOLUTION.	0.10
01/28/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HEPATITIS CLAIM PROCEDURE ISSUES.	0.30
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING HEPATITIS CLAIMS RESOLUTION.	0.10
01/30/04	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING INSURANCE COVERAGE.	0.60
01/30/04	SCHL	REVIEW RESERVATION OF RIGHTS LETTER (1.00); CALL MAISTER RE: SAME (.20); CALL JAN MILLER RE: EXCESS POLICIES (.10)	1.30
01/30/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING LANDLORD ISSUES AND CLAIMS.	0.20
01/30/04	WLOB	TELEPHONE CONFERENCE WITH F. GORDON REGARDING IDENTITY OF MEDIATOR.	0.10
01/30/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING HEPATITIS CLAIM MITIGATION PROGRAM.	0.10
		Total Hours:	**26.50**
		Total Fees:	**$ 14,059.50**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	10.20	5,916.00
William N. Lobel	WLOB	660.00	8.00	5,280.00
Matthew C. Heyn	HEYN	240.00	1.40	336.00
John P. Schafer	JSHA	375.00	3.80	1,425.00
Harry J. Schulz III	SCHL	335.00	1.50	502.50
Harry J. Schulz III	SCHL	375.00	1.60	600.00
	Total Billed		**26.50**	**$ 14,059.50**

COSTS ADVANCED

Description	Amount
Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$ 14,059.50
Total Current Amount Due:	**$ 14,059.50**

EMPLOYEE BENEFITS/PENSION

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
01/05/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING PENSION PLANS.	0.30
01/05/04	WLOB	REVIEW CORRESPONDENCE REGARDING DEFINED BENEFIT PENSION PLANS.	0.10
01/14/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING NEED FOR VALUATION OF WARRANTS.	0.10
		Total Hours:	**0.50**
		Total Fees:	**$ 306.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	0.30	174.00
William N. Lobel	WLOB	660.00	0.20	132.00
	Total Billed		**0.50**	**$ 306.00**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	306.00
Total Current Amount Due:	**$**	**306.00**

FEE/EMPLOYMENT APPLICATIONS

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
12/15/03	JSHA	PREPARE AND REVISE DICKIE MCCAMEY'S EMPLOYMENT APPLICATION.	0.20
12/15/03	JSHA	PREPARE AND REVISE DICKIE MCCAMEY'S EMPLOYMENT APPLICATION.	0.40
12/17/03	JSHA	PREPARE AND REVISE DICKIE MCCAMEY'S EMPLOYMENT APPLICATION.	3.00
12/18/03	JSHA	PREPARE AND REVISE DICKIE MCCAMEY'S EMPLOYMENT APPLICATION.	5.70
01/05/04	WLOB	REVIEW CORRESPONDENCE REGARDING IRELL & MANELLA FEE APPLICATION.	0.10
01/05/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING IRELL & MANELLA FEE APPLICATION.	0.10
01/08/04	JSHA	REVIEW BILLING STATEMENTS AND PREPARE COMMENTS TO RUDY CARDONA REGARDING CHANGES TO SAME.	1.10
01/08/04	JSHA	TELEPHONE CONVERSATION WITH CROCKER COULSON REGARDING PAYMENT OF OUTSTANDING INVOICES.	0.20
01/08/04	JSHA	PREPARE AND REVISE IRELL'S OCTOBER FEE APPLICATION FOR HAMLET.	2.10
01/08/04	JSHA	OFFICE CONFERENCE WITH ALAN FRIEDMAN REGARDING IRELL'S OCTOBER FEE APPLICATION FOR HAMLET.	0.20
01/08/04	JSHA	REVIEW CORRESPONDENCE AND SPREADSHEETS PREPARED BY RUDY CARDONA REGARDING NOVEMBER'S CONSOLIDATED BILLING FOR CHI-CHI'S AND HAMLET.	0.30
01/09/04	AFRI	REVIEW/REVISE FEE APPLICATION.	0.50
01/09/04	JSHA	REVISE IRELL'S OCTOBER FEE APPLICATION FOR HAMLET.	1.30
01/09/04	JSHA	PREPARE OCTOBER FEE APPLICATION FOR HAMLET FOR FILING.	1.40
01/09/04	JSHA	OFFICE CONFERENCE WITH ALAN FRIEDMAN REGARDING IRELL'S OCTOBER FEE APPLICATION FOR HAMLET.	0.20
01/09/04	JSHA	PREPARE CORRESPONDENCE TO SANDRA MCCLAMB REGARDING FILING IRELL'S OCTOBER FEE APPLICATION FOR HAMLET.	0.30
01/09/04	JSHA	OFFICE CONFERENCE WITH RUDY CARDONA REGARDING IRELL'S NOVEMBER BILLS.	0.20
01/09/04	JSHA	REVIEW UPDATED DATA PREPARED BY RUDY CARDONA REGARDING IRELL'S NOVEMBER BILLS.	0.20
01/09/04	WLOB	REVIEW/REVISE DECEMBER PRE-BILL.	0.70
01/12/04	HEYN	OFFICE CONFERENCE WITH J.SCHAFFER RE PROCEDURE FOR PREPARATION OF FEE APPLICATION APPLICATION; REVIEW AND REVISE APPLICATION FORM.	0.60
01/14/04	JSHA	PREPARE CORRESPONDENCE CROCKER COULSON REGARDING FEE APPLICATION PROCESS FOR CCG.	0.40
01/16/04	HEYN	PREPARE NOVEMBER FEE APPLICATION.	2.00
01/16/04	HEYN	PREPARE DECEMBER FEE APPLICATION	2.10

Date	Code	Activity	Hours
01/16/04	JSHA	PREPARE IRELL'S MONTHLY FEE APPLICATION FOR NOVEMBER AND DECEMBER.	0.70
01/16/04	JSHA	PREPARE CORRESPONDENCE TO JOHN FOSSUM REGARDING IRELL'S MONTHLY FEE APPLICATION FOR NOVEMBER AND DECEMBER.	0.30
01/16/04	JSHA	REVIEW AND RESPOND TO CORRESPONDENCE FROM MIKE NEUE REGARDING IRELL'S FEE APPLICATIONS.	0.20
01/16/04	JSHA	OFFICE CONFERENCE WITH MATT HEYN REGARDING IRELL'S FEE APPLICATIONS.	0.20
01/19/04	HEYN	REVISING DECEMBER AND NOVEMBER FEE APPLICATIONS	1.40
01/20/04	JSHA	REVIEW AND REVISE 2ND AND 3RD MONTHLY FEE APPLICATIONS.	0.60
01/20/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING IRELL & MANELLA FEE APPLICATIONS.	0.10
01/21/04	WLOB	TELEPHONE CONFERENCE WITH J. SCHAFER REGARDING IRELL & MANELLA FEE APPLICATION.	0.10
01/22/04	JSHA	PREPARE AND REVISE NOVEMBER AND DECEMBER'S FEE APPLICATIONS.	1.30
01/22/04	WLOB	REVIEW CORRESPONDENCE REGARDING IRELL & MANELLA FEE APPLICATION.	0.10
01/27/04	AFRI	REVIEW/REVISE MOTION TO EMPLOY LIQUIDATORS.	1.40
01/27/04	JSHA	REVIEW AND REVISE NOVEMBER AND DECEMBER'S FEE APPLICATIONS.	0.70
01/28/04	AFRI	REVIEW/REVISE MOTION TO EMPLOY CLA.	0.60
01/29/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING FEE APPLICATION ISSUES.	0.10
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING PENDING FEE APPLICATIONS.	0.10
01/30/04	AFRI	REVIEW AND ANALYSIS OF PENDING FEE APPLICATION.	0.80
01/30/04	JSHA	REVIEW AND REVISE NOVEMBER AND DECEMBER'S FEE APPLICATIONS.	2.90
		Total Hours:	**34.90**
		Total Fees:	**$ 12,967.50**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	3.30	1,914.00
William N. Lobel	WLOB	660.00	1.40	924.00
Matthew C. Heyn	HEYN	240.00	6.10	1,464.00
John P. Schafer	JSHA	335.00	9.30	3,115.50
John P. Schafer	JSHA	375.00	14.80	5,550.00
	Total Billed		**34.90**	**$ 12,967.50**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$ 12,967.50
Total Current Amount Due:	**$ 12,967.50**

FEE/EMPLOYMENT OBJECTIONS

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
01/20/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING OBJECTION TO IRELL & MANELLA FAX CHARGES.	0.10
		Total Hours:	**0.10**
		Total Fees:	**$ 66.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
William N. Lobel	WLOB	660.00	0.10	66.00
	Total Billed		**0.10**	**$ 66.00**

COSTS ADVANCED

Description	Amount
Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	66.00
Total Current Amount Due:	**$**	**66.00**

FINANCING

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
01/05/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING DIP LOAN ISSUES.	0.20
01/05/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON AND A. FRIEDMAN REGARDING DIP LOAN ISSUES.	0.20
01/06/04	WLOB	OFFICE CONFERENCE WITH H. HILTON REGARDING DIP LOAN ISSUES.	0.20
01/06/04	WLOB	TELEPHONE CONFERENCE WITH J. SANDOVAL REGARDING POTENTIAL PURCHASE OF DIP LOAN AND RELATED ISSUES.	0.30
01/07/04	AFRI	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING FINANCING ISSUES.	0.40
01/07/04	AFRI	REVIEW AND ANALYSIS OF FINANCING DOCUMENTS REGARDING FOOTHILL'S RIGHTS TO ADDITIONAL COLLATERAL.	1.80
01/09/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING FOOTHILL DEADLINES.	0.10
01/14/04	WLOB	TELEPHONE CONFERENCE WITH J. SANDOVAL REGARDING POTENTIAL PURCHASE OF DIP LOAN.	0.20
01/15/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING DIP LOAN ISSUES.	0.20
01/20/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING FINANCING AND BUDGETING.	0.70
01/22/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING DIP LOAN ISSUES.	0.20
01/23/04	AFRI	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING STATUS OF FINANCING.	0.20
01/23/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING DIP LOAN ISSUES.	0.10
01/29/04	AFRI	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING TERMS OF LOAN.	0.20
01/29/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING DIP LOAN DEADLINES AND PENDING SALES.	0.10
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING DIP LOAN DEADLINES.	0.10
01/30/04	WLOB	OFFICE CONFERENCE WITH H. HILTON REGARDING FOOTHILL POSITION CONCERNING SALES.	0.20
01/30/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING DIP LOAN ISSUES AND DEADLINES.	0.20
		Total Hours:	**5.60**
		Total Fees:	**$ 3,432.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	3.30	1,914.00
William N. Lobel	WLOB	660.00	2.30	1,518.00
	Total Billed		**5.60**	**$ 3,432.00**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	3,432.00
Total Current Amount Due:	**$**	**3,432.00**

LITIGATION

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
01/02/04	AFRI	RESEARCH ISSUES REGARDING POTENTIAL LITIGATION OVER CORPORATE GOVERNANCE.	1.90
01/02/04	JSHA	REVIEW CORRESPONDENCE REGARDING SUBPOENAS SERVED ON CHI-CHI'S RESTAURANT.	0.20
01/02/04	JSHA	CONFER WITH ALAN FRIEDMAN REGARDING SUBPOENAS SERVED ON CHI-CHI'S RESTAURANT.	0.20
01/02/04	JSHA	GATHER FACTS AND TELEPHONE CONVERSATION WITH JAN MILLER REGARDING SUBPOENAS SERVED ON CHI-CHI'S RESTAURANT.	0.30
01/03/04	AFRI	RESEARCH ISSUES REGARDING INSURANCE LITIGATION AND POTENTIAL INDEMNIFICATION.	2.40
01/05/04	AFRI	REVIEW/REVISE MEMO REGARDING INSURANCE/PI LITIGATION.	1.60
01/05/04	AFRI	TELEPHONE CONFERENCE WITH E. ERNST REGARDING STATUS OF INSURANCE MEMO.	0.20
01/05/04	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING PENDING LITIGATION WITH HEPATITIS CLAIMS.	2.10
01/05/04	JSHA	TELEPHONE CONVERSATION WITH COUNSEL TO THE BARENFELD'S REGARDING PROPOSED SETTLEMENT AGREEMENT.	0.20
01/06/04	AFRI	CONFERENCE CALL REGARDING PENDING HEPATITIS LITIGATION.	0.50
01/06/04	AFRI	REVIEW/REVISE STIPULATION REGARDING PENDING LITIGATION.	0.40
01/06/04	JSHA	TELEPHONE CONVERSATION WITH ALLEN STRELLER, COUNSEL TO THE BARENFELD'S, REGARDING RECOMMENCEMENT OF THE STATE COURT LITIGATION.	0.20
01/06/04	JSHA	FOLLOW-UP TELEPHONE CONVERSATION WITH ALLEN STRELLER, COUNSEL TO THE BARENFELD'S, REGARDING RECOMMENCEMENT OF THE STATE COURT LITIGATION.	0.20
01/06/04	JSHA	OFFICE CONFERENCE WITH ALAN FRIEDMAN REGARDING RECOMMENCEMENT OF THE BARENFELD STATE COURT LITIGATION.	0.10
01/06/04	JSHA	TELEPHONE CONVERSATION WITH JAN MILLER REGARDING STATUS OF THE BARENFELD STATE COURT LITIGATION.	0.10
01/06/04	JSHA	TELEPHONE CONVERSATION WITH TONY BARIL REGARDING OPTIONS AND POTENTIAL COURSES OF ACTION WITH RESPECT TO THE BARENFELD STATE COURT LITIGATION.	0.20
01/06/04	JSHA	REVISE STIPULATION FOR RELIEF FOR STAY FOR HEPATITIS A RELATED CLAIMS.	0.80
01/07/04	JSHA	REVISE STIPULATION FOR RELIEF FROM STAY TO INCORPORATE CHANGES AGREED TO IN NEGOTIATIONS AND DISCUSSIONS WITH PLAINTIFF'S COUNSEL.	1.40
01/08/04	AFRI	REVIEW/REVISE STIPULATION REGARDING HEPATITIS LITIGATION.	0.80
01/08/04	AFRI	TELEPHONE CONFERENCE WITH COUNSEL REGARDING HEPATITIS ISSUES.	0.50
01/08/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING PROCEEDING WITH PI LITIGATION.	0.40

Date	Code	Activity	Hours
01/08/04	JSHA	TELEPHONE CONVERSATION WITH COUNSEL TO THE BARENFELD'S REGARDING STATUS OF THE MOTION TO APPROVE SETTLEMENT AGREEMENT.	0.20
01/08/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING LITIGATION AND CLAIMS ISSUES.	0.20
01/09/04	AFRI	CONFERENCE CALL REGARDING HEPATITIS LITIGATION.	1.40
01/09/04	AFRI	REVIEW/REVISE STIPULATION REGARDING RELIEF FROM STAY FROM HEPATITIS LITIGATION.	1.50
01/09/04	JSHA	GATHER FACTS AND REVIEW DOCUMENTS REGARDING DRAFT 9019 MOTION TO APPROVE SETTLEMENT WITH THE BARENFELDS.	1.20
01/09/04	JSHA	PREPARE AND REVISE 9019 MOTION TO APPROVE SETTLEMENT WITH THE BARENFELDS.	2.00
01/09/04	JSHA	PREPARE STATUS MEMO TO ALAN FRIEDMAN REGARDING PENDING LITIGATION MATTERS, INCLUDING THE BARENFELD LITIGATION.	0.40
01/11/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING PENDING DISPUTES WITH PI COUNSEL.	0.80
01/12/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING PENDING LITIGATION.	0.80
01/12/04	AFRI	TELEPHONE CONFERENCE WITH D. ERNST REGARDING STATUS OF PENDING LITIGATION.	0.30
01/12/04	BASK	ANALYSIS AND STRATEGY RE PRIVITY ISSUES.	0.40
01/13/04	JSHA	RESEARCH ISSUES ON ESTIMATION OF CLAIMS IN BANKRUPTCY.	0.90
01/14/04	JSHA	PREPARE NOTES TO FILE RE 28 U.S.C. SEC 157(B)(2)(B) RESEARCH.	0.80
01/14/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING LITIGATION ISSUES AND POTENTIAL RESOLUTIONS THERETO.	0.30
01/16/04	JSHA	TELEPHONE CONVERSATION WITH BRUCE GROHSGAL REGARDING DEADLINE TO REMOVE ACTIONS.	0.20
01/16/04	JSHA	TELEPHONE CONVERSATION WITH COUNSEL TO THE BARENFELD'S REGARDING DISMISSAL OF STATE COURT LITIGATION.	0.20
01/16/04	JSHA	TELEPHONE CONVERSATION WITH TONY BARIL REGARDING DISMISSAL OF STATE COURT LITIGATION.	0.20
01/16/04	JSHA	REVIEW TRANSCRIPT OF HEARING IN SUPERIOR COURT ON STATE COURT LITIGATION MATTER.	0.20
01/16/04	WLOB	TELEPHONE CONFERENCE WITH F. GORDON REGARDING LITIGATION CLAIMS AGAINST SUPPLIERS IN HEPATITIS MATTER.	0.30
01/19/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING REMOVAL OF PENDING LITIGATION.	0.70
01/20/04	AFRI	BEGIN DRAFTING DOCUMENTS REGARDING LITIGATION SETTLEMENTS.	1.30
01/20/04	JSHA	CONFER WITH JAN MILLER REGARDING BARENFELD LITIGATION.	0.10
01/20/04	JSHA	CONFER WITH HARRY SHULTZ REGARDING INSURANCE ISSUES.	0.20
01/20/04	JSHA	PREPARE AND REVISE MOTION TO REJECT CERTAIN SUBLEASES.	0.90
01/20/04	WLOB	REVIEW/ANALYSIS OF AND RESPOND TO CORRESPONDENCE REGARDING PRODUCTION OF INSURANCE POLICIES.	0.10
01/20/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING DELIVERY OF INSURANCE POLICIES TO PLAINTIFFS' COUNSEL.	0.10

Date	Code	Activity	Hours
01/21/04	WLOB	REVIEW CORRESPONDENCE REGARDING PENDING LITIGATION ISSUES.	0.10
01/22/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING STATUS OF PENDING LITIGATION.	1.30
01/22/04	WLOB	REVIEW CORRESPONDENCE REGARDING PENDING LITIGATION ISSUES.	0.10
01/23/04	AFRI	REVIEW/REVISE DOCUMENTS REGARDING PENDING LITIGATION.	1.70
01/23/04	AFRI	REVIEW AND ANALYSIS OF PENDING DOCUMENT REQUESTS.	2.60
01/23/04	JSHA	CONFERENCE CALL WITH ALLEN STRELLER, COUNSEL TO BARENFELD, AND MARK GLAZER REGARDING SETTLEMENT OF BARENFELD LITIGATION.	0.20
01/28/04	AFRI	REVIEW AND ANALYSIS OF DOCUMENTS REGARDING PENDING LITIGATION.	0.70
01/29/04	AFRI	TELEPHONE CONFERENCE WITH F. GORDON REGARDING STATUS OF PENDING LITIGATION.	0.30
01/29/04	AFRI	TELEPHONE CONFERENCE WITH D. ERNST REGARDING STATUS OF HEPATITIS LITIGATION.	0.30
01/29/04	WLOB	REVIEW MOTION FOR 2004 EXAM FILED BY M/M MILLER.	0.10
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING INFORMATION REQUESTED BY MILLER LITIGANTS.	0.10
01/30/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING VARIOUS LITIGATION ISSUES.	0.10
		Total Hours:	**38.00**
		Total Fees:	**$ 19,810.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Scott D. Baskin	BASK	650.00	0.40	260.00
Alan J. Friedman	AFRI	580.00	24.50	14,210.00
William N. Lobel	WLOB	660.00	1.50	990.00
John P. Schafer	JSHA	375.00	11.60	4,350.00
	Total Billed		**38.00**	**$ 19,810.00**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$ 19,810.00
Total Current Amount Due:	**$ 19,810.00**

MEETING OF CREDITORS

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
01/05/04	WLOB	REVIEW AND RESPOND TO CORRESPONDENCE REGARDING COMMITTEE INVOLVEMENT IN MATTERS.	0.20
01/05/04	WLOB	REVIEW CORRESPONDENCE FROM C. GIBBS REGARDING COMMITTEE INVOLVEMENT IN MOTIONS.	0.10
01/05/04	WLOB	REVIEW CORRESPONDENCE FROM C. GIBBS REGARDING PENDING MEETING WITH ADVISORS TO COMMITTEE.	0.10
01/21/04	WLOB	REVIEW FINANCIAL INFORMATION IN PREPARATION FOR CONFERENCE CALL WITH COMMITTEE REPS.	0.40
01/21/04	WLOB	CONFERENCE CALL WITH COUNSEL AND ADVISORS FOR COMMITTEE REGARDING OPERATIONAL ISSUES.	1.20
01/21/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING INFORMATION REQUESTED FOR CREDITORS COMMITTEE MEETING.	0.10
01/30/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING PENDING MEETING WITH CREDITORS COMMITTEE.	0.10
		Total Hours:	**2.20**
		Total Fees:	**$ 1,452.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
William N. Lobel	WLOB	660.00	2.20	1,452.00
	Total Billed		**2.20**	**$ 1,452.00**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	1,452.00
Total Current Amount Due:	**$**	**1,452.00**

PLAN & DISCLOSURE STATEMENT

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
01/05/04	AFRI	REVIEW AND ANALYSIS OF OPPOSITION TO EXCLUSIVITY MOTION.	0.30
01/05/04	WLOB	REVIEW NOTICE TO EXTEND EXCLUSIVITY DEADLINE.	0.30
01/05/04	WLOB	REVIEW MOTION TO EXTEND EXCLUSIVITY DEADLINE.	0.30
01/05/04	WLOB	REVIEW CORRESPONDENCE REGARDING HEARING ON EXTENSION OF EXCLUSIVITY.	0.10
01/07/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING CREDITOR COMMITTEE OBJECTIONS TO EXCLUSIVITY EXTENSION.	0.20
01/07/04	WLOB	TELEPHONE CONFERENCE WITH R. WERKHEISER REGARDING EXCLUSIVITY ISSUES.	0.10
01/08/04	JSHA	REVIEW OBJECTION OF COMMITTEE TO EXTENSION OF THE DEBTORS' EXCLUSIVITY.	0.40
01/08/04	JSHA	OFFICE CONFERENCE WITH ALAN FRIEDMAN REGARDING OBJECTION OF COMMITTEE TO EXTENSION OF THE DEBTORS' EXCLUSIVITY.	0.20
01/08/04	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING OBJECTION OF COMMITTEE TO EXTENSION OF THE DEBTORS' EXCLUSIVITY.	0.10
01/09/04	AFRI	REVIEW AND ANALYSIS OF EXCLUSIVITY ISSUES.	0.20
01/13/04	JSHA	CONDUCT ONLINE AND HARD BOOK RESEARCH AND REVIEW CASES RE ESTIMATION OF CLAIMS BY BANKRUPTCY JUDGES FOR PURPOSES OF A PLAN.	3.20
01/13/04	JSHA	OFFICE CONFERENCE WITH ALAN FRIEDMAN REGADING ESTIMATION OF CLAIMS BY BANKRUPTCY JUDGES FOR PURPOSES OF A PLAN.	0.20
01/13/04	JSHA	CONDUCT ONLINE AND HARD BOOK RESEARCH AND REVIEW CASES ON TREATMENT OF CLAIMS ARISING FROM HEPATITIS A OUTBREAK.	3.10
01/14/04	JSHA	PREPARE MEMO RE TREATMENT OF CLAIMS ARISING FROM HEPATITIS A OUTBREAK.	2.50
01/14/04	JSHA	PREPARE MEMO RE ESTIMATION OF CLAIMS BY BANKRUPTCY JUDGES FOR PURPOSES OF A PLAN.	2.50
01/16/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING POTENTIAL UNFAIR DISCRIMINATION CHALLENGE TO NEW TREATMENT OF UNSECURED CREDITORS.	0.10
01/21/04	WLOB	OFFICE CONFERENCE WITH T. FLANAGAN REGARDING PLAN ISSUES.	0.20
		Total Hours:	**14.00**
		Total Fees:	**$ 5,723.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	0.50	290.00
William N. Lobel	WLOB	660.00	1.30	858.00
John P. Schafer	JSHA	375.00	12.20	4,575.00
	Total Billed		**14.00**	**$ 5,723.00**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	5,723.00
Total Current Amount Due:	**$**	**5,723.00**

RELIEF FROM STAY PROCEEDINGS

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
01/02/04	AFRI	REVIEW/REVISE STIPULATION REGARDING STAY RELIEF.	1.20
01/02/04	JSHA	REVIEW AND REVISE STIPULATION RE RELIEF FROM STAY FOR THE HEPATITIS A CLAIMANTS.	1.90
01/02/04	JSHA	RESEARCH ISSUES RE LAW IN THE THIRD CIRCUIT REGARDING RELIEF FROM STAY PROCEEDINGS.	2.60
01/02/04	JSHA	PREPARE MEMO RE LAW IN THE THIRD CIRCUIT REGARDING RELIEF FROM STAY PROCEEDINGS.	2.80
01/02/04	JSHA	OFFICE CONFERENBCE WITH ALAN FRIEDMAN REGARDING ISSUES RE LAW IN THE THIRD CIRCUIT REGARDING RELIEF FROM STAY PROCEEDINGS.	0.20
01/05/04	AFRI	REVIEW/REVISE DOCUMENTS REGARDING STATUS OF PENDING SETTLEMENTS.	0.40
01/05/04	AFRI	REVIEW/REVISE DOCUMENTS REGARDING STATUS OF RELIEF FROM STAY MOTIONS.	0.40
01/05/04	JSHA	REVISE STIPULATION FOR RELIEF FROM STAY FOR THE HEPATITIS A CLAIMANTS.	1.10
01/05/04	JSHA	TELEPHONE CONVERSATION WITH MATT KLEIN REGARDING THE REVISED STIPULATION FOR RELIEF FROM STAY.	0.10
01/05/04	JSHA	TELEPHONE CONVERSATION WITH MATT KLEIN REGARDING THE REVISED STIPULATION FOR RELIEF FROM STAY.	0.10
01/05/04	JSHA	OFFICE CONFERENCE WITH ALAN FRIEDMAN REGARDING THE REVISED STIPULATION FOR RELIEF FROM STAY.	0.30
01/05/04	JSHA	REVIEW AND RESPOND TO CORRESPONDENCE FROM DAVE ERNST REGARDING STIPULATION FOR RELIEF FROM STAY.	0.30
01/05/04	JSHA	TELEPHONE CONVERSATION WITH DAVE ERNST REGARDING REVISIONS TO STIPULATION FOR RELIEF FROM STAY.	0.20
01/05/04	JSHA	TELEPHONE CONVERSATION WITH DAVE ERNST REGARDING REVISIONS TO STIPULATION FOR RELIEF FROM STAY.	0.10
01/05/04	JSHA	TELEPHONE CONVERSATION WITH ASSOCIATE OF DAVE ERNST REGARDING REVISIONS TO STIPULATION FOR RELIEF FROM STAY.	0.20
01/06/04	JSHA	CONFERENCE CALL WITH ALAN FRIEDMAN, BILL LOBEL, HUGH HILTON AND DAVE ERNST REGARDING STIPULATION FOR RELIEF FOR STAY.	0.60
01/06/04	JSHA	CONFER AND STRATEGIZE WITH ALAN FRIEDMAN AND BILL LOBEL REGARDING STIPULATION FOR RELIEF FOR STAY.	0.20
01/06/04	JSHA	PREPARE CORRESPONDENCE TO ARCH INSURANCE REGARDING STIPULATION FOR RELIEF FROM STAY.	0.20
01/06/04	JSHA	PREPARE CORRESPONDENCE TO HUGH HILTON REGARDING STIPULATION FOR RELIEF FROM STAY.	0.20
01/06/04	JSHA	REVIEW AND REVISE STIPULATION FOR RELIEF FROM STAY.	0.60
01/06/04	JSHA	TELEPHONE CONVERSATION WITH DAVE ERNST REGARDING STIPULATION FOR RELIEF FROM STAY.	0.20

Date	Code	Activity	Hours
01/06/04	JSHA	REVIEW AND RESPOND TO CORRESPONDENCE FROM DAVE ERNST REGARDING STIPULATION FOR RELIEF FROM STAY.	0.20
01/06/04	JSHA	MAKE ADDITIONAL REVISIONS TO STIPULATION FOR RELIEF FROM STAY TO INCORPORATE CHANGES AGREED TO IN NEGOTIATIONS AND DISCUSSIONS WITH PLAINTIFF'S COUNSEL.	1.60
01/06/04	WLOB	REVIEW REVISED STIPULATION FOR RELIEF FROM STAY.	0.20
01/06/04	WLOB	TELEPHONE CONFERENCE WITH J. SCHAFER REGARDING REVISIONS TO STIPULATION.	0.10
01/06/04	WLOB	CONFERENCE CALL WITH H. HILTON AND D. ERNST REGARDING STIPULATION TO MODIFY STAY REGARDING PENDING LITIGATION.	0.60
01/07/04	AFRI	REVIEW/REVISE DOCUMENTS REGARDING PENDING LITIGATION.	0.80
01/07/04	JSHA	TELEPHONE CONVERSATION WITH DAVID ERNST REGARDING REVISIONS TO PROPOSED RELIEF FROM STAY.	0.20
01/07/04	WLOB	REVIEW/ANALYSIS OF REVISED STIPULATION FOR RELIEF FROM STAY WITH ARCH'S COMMENTS.	0.20
01/07/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING REVISED STIPULATION AND POSITION BEING TAKEN BY W. MAHLER.	0.10
01/07/04	WLOB	CONFERENCE CALL WITH REPS OF ARCH INSURANCE REGARDING STIPULATION FOR RELIEF FROM STAY.	0.50
01/08/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING STIPULATION TO MODIFY STAY.	0.10
01/08/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING S. SPENCE OBJECTIONS TO RELIEF FROM STAY STIPULATION.	0.10
01/09/04	WLOB	REVIEW/ANALYSIS OF LATEST VERSION OF STIPULATION.	0.30
01/09/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING TERMS OF STIPULATION FOR RELIEF FROM STAY.	0.10
01/09/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING RIGHT OF HEPATITIS PLAINTIFFS TO RETAIN CLAIMS AGAINST THE ESTATE.	0.10
01/09/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING REMAINING ISSUES CONCERNING TERMS OF STIPULATION.	0.10
01/09/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING RELIEF FROM STAY ISSUES.	0.20
01/10/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING STIPULATION TO RESOLVE RELIEF FROM STAY ISSUES.	0.10
01/11/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING STATUS OF SETTLEMENT NEGOTIATIONS REGARDING PENDING MOTIONS.	0.20
01/12/04	AFRI	CONFERENCE CALL REGARDING PI LITIGATION PROCEEDINGS.	1.50
01/12/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING RELIEF FROM STAY MOTION AND POTENTIAL SETTLEMENTS.	2.60
01/12/04	JSHA	TELEPHONE CONVERSATION WITH DAVE ERNST REGARDING RESPONSE TO PLAINTIFFS' MOTIONS FOR RELIEF FROM STAY.	0.20
01/12/04	JSHA	FOLLOW-UP TELEPHONE CONVERSATION WITH DAVE ERNST REGARDING RESPONSE TO PLAINTIFFS' MOTIONS FOR RELIEF FROM STAY.	0.20
01/12/04	JSHA	GATHER FACTS AND REVIEW PLAINTIFFS' MOTIONS FOR RELIEF FROM STAY.	0.40

Date	Code	Activity	Hours
01/12/04	JSHA	PREPARE MEMORANDUM RE RESPONSE TO PLAINTIFFS' MOTIONS FOR RELIEF FROM STAY.	0.90
01/12/04	JSHA	CONFER WITH ALAN FRIEDMAN REGARDING PLAINTIFFS' MOTIONS FOR RELIEF FROM STAY.	0.30
01/12/04	JSHA	RESEARCH AND REVIEW CASES REGARDING RELIEF FROM STAY IN PERSONAL INJURY MATTERS.	1.50
01/12/04	WLOB	ATTENDANCE AT HEARING ON RELIEF FROM STAY MOTIONS.	0.70
01/12/04	WLOB	OFFICE CONFERENCE WITH COUNSEL FOR PLAINTIFFS REGARDING POSSIBLE RESOLUTION OF PENDING ISSUES.	0.30
01/12/04	WLOB	OFFICE CONFERENCE R. WERKHEISER REGARDING ISSUES CONCERNING PENDING RELIEF MOTIONS.	0.30
01/12/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING POTENTIAL RESOLUTION OF PENDING MOTIONS.	0.20
01/12/04	WLOB	REVIEW/ANALYSIS OF STIPULATION REGARDING RELIEF FROM STAY MOTIONS.	0.20
01/13/04	AFRI	RESEARCH ISSUES REGARDING OPPOSITION TO RELIEF FROM STAY MOTION.	1.80
01/13/04	WLOB	REVIEW/ANALYSIS OF MOTION FILED BY PRIET-RUBIN, INC.	0.20
01/14/04	AFRI	TELEPHONE CONFERENCE WITH D. STABER REGARDING STATUS OF RELIEF FROM STAY OPPOSITION.	0.40
01/14/04	AFRI	CONFERENCE CALL REGARDING POTENTIAL RESOLUTIONS OF RELIEF FROM STAY ISSUES.	0.70
01/14/04	JSHA	REVIEW AND REVISE JOINT OPPOSITION TO RELIEF FROM STAY.	1.10
01/14/04	JSHA	CONDUCT FOLLOW-UP RESEARCH RE RELIEF FROM STAY ISSUES IN PREPARATION OF OPPOSITION TO MOTIONS FOR RELIEF FROM STAY.	0.90
01/14/04	WLOB	CONFERENCE CALL WITH L. GIBBS, A. FRIEDMAN AND D. ERNST REGARDING ISSUES CONCERNING PENDING RELIEF FROM STAY MOTIONS.	0.80
01/14/04	WLOB	CONFERENCE CALL WITH A. FRIEDMAN AND D. ERNST REGARDING RELIEF FROM STAY ISSUES.	0.10
01/14/04	WLOB	REVIEW/ANALYSIS OF DRAFT OF RESPONSE TO RELIEF FROM STAY MOTIONS.	0.30
01/14/04	WLOB	REVIEW/ANALYSIS OF W. MOHLER'S COMMENTS REGARDING STIPULATION.	0.10
01/14/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING RELIEF FROM STAY ISSUES.	0.10
01/15/04	AFRI	REVIEW AND ANALYSIS OF LIFT STAY ISSUES AND POTENTIAL SETTLEMENT ISSUES.	0.60
01/15/04	JSHA	TELEPHONE CONVERSATION WITH KEVIN RICE REGARDING OBJECTION OF COMMITTEE TO RELIEF FROM STAY.	0.20
01/15/04	JSHA	REVIEW AND PREPARE COMMENTS TO OBJECTION OF COMMITTEE TO HEPATITIS A PLAINTIFFS' RELIEF FROM STAY.	0.90
01/15/04	JSHA	TELEPHONE CONVERSATION WITH ALAN FRIEDMAN REGARDING OPPOSITION TO RELIEF FROM STAY.	0.10
01/15/04	JSHA	PREPARE NOTES TO FILE RE OBJECTION OF COMMITTEE TO HEPATITIS A PLAINTIFFS' RELIEF FROM STAY.	0.30

Date	Code	Activity	Hours
01/15/04	JSHA	REVIEW RELIEF FROM STAY FILED BY BEAVER VALLEY LIMITED PARTNERSHIP.	0.40
01/15/04	JSHA	TELEPHONE CONVERSATION WITH KEVIN RICE REGARDING OPPOSITION TO RELIEF FROM STAY.	0.20
01/15/04	JSHA	TELEPHONE CONVERSATION WITH ALAN FRIEDMAN REGARDING OPPOSITION TO RELIEF FROM STAY.	0.10
01/15/04	JSHA	REVIEW AND REVISE JOINT OPPOSITION TO RELIEF FROM STAY.	0.60
01/15/04	JSHA	OFFICE CONFERENCE WITH ALAN FRIEDMAN REGARDING RELIEF FROM STAY FILED BY BEAVER VALLEY LIMITED PARTNERSHIP.	0.20
01/15/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING NEGOTIATIONS WITH COUNSEL FOR HEPATITIS CLAIMANTS.	0.10
01/15/04	WLOB	CONFERENCE CALL WITH W. JOHLER, S. SPENCE, D. ERNST, AND H. HILTON REGARDING PROCEDURE TO MODIFY STAY AND DEAL WITH HEPATITIS CLAIMS.	1.70
01/15/04	WLOB	TELEPHONE CONFERENCE WITH C. GIBBS REGARDING POSSIBLE RESOLUTION OF PENDING MOTIONS.	0.10
01/15/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING STATUS OF NEGOTIATIONS REGARDING RELIEF FROM STAY MOTIONS.	0.10
01/15/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING POSSIBLE RESOLUTION OF PENDING RELIEF FROM STAY ISSUES.	0.10
01/15/04	WLOB	REVIEW/ANALYSIS OF DEBTOR'S JOINDER IN OBJECTION OF COMMITTEE TO PENDING RELIEF FROM STAY MOTIONS.	0.10
01/15/04	WLOB	TELEPHONE CONFERENCES WITH R. WERKHEISER REGARDING JOINDER IN RESPONSE OF CREDITORS COMMITTEE.	0.20
01/15/04	WLOB	CONFERENCE CALL WITH W. MOHLER AND B. CLARK REGARDING PROCEDURE TO RESOLVE CLAIMS AND RESOLVE RELIEF FROM STAY ISSUES.	0.70
01/15/04	WLOB	TELEPHONE CONFERENCE WITH B. GUY REGARDING POTENTIAL PURCHASE OF INDIVIDUAL CHI-CHI'S LOCATIONS.	0.30
01/15/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING EXPECTATIONS OF PLAINTIFFS' COUNSEL.	0.10
01/16/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING NEGOTIATIONS WITH PLAINTIFFS' ATTORNEYS.	0.10
01/16/04	WLOB	TELEPHONE CONFERENCE WITH S. SPENCE REGARDING HEARING ON RELIEF FROM STAY MOTIONS.	0.30
01/16/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING RESULTS OF HEARING ON RELIEF FROM STAY MOTIONS.	0.10
01/19/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING PENDING HEARING ON MILLER RELIEF FROM STAY.	0.10
01/20/04	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING SOLUTIONS FOR RELIEF FROM STAY.	0.90
01/20/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING STIPULATION FOR RELIEF FROM STAY.	0.10
01/20/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING CREDITORS COMMITTEE INVOLVEMENT IN HEPATITIS STIPULATION.	0.10

Date	Code	Activity	Hours
01/20/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING MILLER AND CLASS ACTION RELIEF FROM STAY MOTIONS.	0.20
01/20/04	WLOB	REVIEW/ANALYSIS OF AND RESPOND TO CORRESPONDENCE REGARDING LANGUAGE OF RELIEF FROM STAY STIPULATION.	0.10
01/21/04	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING RELIEF FROM STAY STIPULATIONS.	1.10
01/21/04	WLOB	TELEPHONE CONFERENCE WITH C. GIBBS AND K. RICE REGARDING PROCESS OF RESOLVING RELIEF FROM STAY AND HEPATITIS CLAIMS.	0.50
01/21/04	WLOB	REVIEW MOTION FOR RELIEF FILE BY PRUIT RUBION.	0.20
01/22/04	AFRI	DRAFT GLOBAL STIPULATION REGARDING HEPATITIS RELIEF.	3.20
01/22/04	WLOB	REVIEW CORRESPONDENCE REGARDING REVISION OF STIPULATION.	0.10
01/22/04	WLOB	REVIEW CORRESPONDENCE REGARDING COMMENTS CONCERNING DRAFT STIPULATION.	0.10
01/22/04	WLOB	REVIEW DRAFT OF STIPULATION REGARDING HEPATITIS CLAIMS.	0.40
01/22/04	WLOB	ANALYZE COMMENTS TO DRAFT STIPULATION.	0.30
01/22/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING STIPULATION TO MODIFY STAY AND RELATED ISSUES.	0.40
01/23/04	AFRI	REVIEW/REVISE GLOBAL STIPULATION REGARDING HEPATITIS LITIGATION.	2.20
01/23/04	WLOB	REVIEW CORRESPONDENCE REGARDING COMMENTS TO DRAFT STIPULATION.	0.20
01/23/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING TERMS OF RELIEF FROM STAY.	0.20
01/23/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING REVISION OF RELIEF FROM STAY STIPULATION.	0.30
01/23/04	WLOB	REVIEW CORRESPONDENCE REGARDING STIPULATION TERMS.	0.10
01/23/04	WLOB	REVIEW COMMENTS TO DRAFT STIPULATION.	0.10
01/23/04	WLOB	REVIEW CORRESPONDENCE REGARDING HEPATITIS STIPULATION ISSUES.	0.10
01/23/04	WLOB	REVIEW CORRESPONDENCE REGARDING DRAFT STIPULATION REGARDING HEPATITIS CLAIMS.	0.20
01/26/04	AFRI	REVIEW/REVISE RELIEF FROM STAY STIPULATION.	2.30
01/27/04	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING STATUS OF RELIEF FROM STAY AND SETTLEMENT.	0.90
01/27/04	AFRI	TELEPHONE CONFERENCE WITH D. ERNST REGARDING STATUS OF RELIEF FROM STAY STIPULATION.	0.30
01/27/04	AFRI	TELEPHONE CONFERENCE WITH M. HERFORD REGARDING STATUS OF RELIEF FROM STAY STIPULATIONS.	0.40
01/27/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING STIPULATION FOR RELIEF FROM STAY.	0.20
01/27/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING TERMS OF RELIEF FROM STAY STIPULATION.	0.20
01/27/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING RELIEF FROM STAY STIPULATION.	0.20

Date	Code	Activity	Hours
01/27/04	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING ISSUES IN RELIEF FROM STAY.	0.20
01/27/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING MODIFICATION OF RELIEF FROM STAY STIPULATION.	0.10
01/28/04	AFRI	REVIEW/REVISE STIPULATION WITH PLAINTIFFS.	1.20
01/28/04	AFRI	REVIEW AND ANALYSIS OF LIFT STAY MOTION.	0.50
01/28/04	AFRI	CONFERENCE CALL REGARDING RELIEF FROM STAY STIPULATION.	1.80
01/28/04	WLOB	REVIEW/ANALYSIS OF RELIEF FROM STAY MOTION FILED BY ALFORD PLAINTIFFS.	0.20
01/28/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING RELIEF FROM STAY ISSUES.	0.10
01/29/04	AFRI	TELEPHONE CONFERENCE WITH M. HERFORD REGARDING STATUS OF STAY RELIEF.	0.20
01/29/04	AFRI	CONFERENCE CALL REGARDING POTENTIAL RELIEF FROM STAY.	1.10
01/29/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING RELIEF FROM STAY ISSUES.	0.20
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING REVISION OF RELIEF FROM STAY STIPULATION.	0.10
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING ADDITIONAL COMMENTS TO REGARDING ADDITIONAL COMMENTS TO RELIEF FROM STAY STIPULATION.	0.10
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING RELIEF FROM STAY STIPULATION.	0.10
01/29/04	WLOB	REVIEW REVISED RELIEF FROM STAY STIPULATION.	0.20
01/29/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIDMAN REGARDING RELIEF FROM STAY STIPULATION.	0.20
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING INSURER PARTICIPATION IN RELIEF FROM STAY STIPULATION.	0.10
01/29/04	WLOB	REVIEW REVISIONS TO RELIEF FROM STAY STIPULATION.	0.20
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING LANGUAGE OF STIPULATION.	0.10
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING ADDITIONAL REVISIONS TO STIPULATION.	0.10
01/30/04	AFRI	DRAFT STIPULATION WITH PLAINTIFFS REGARDING RELIEF FROM STAY,	1.90
01/30/04	AFRI	TELEPHONE CONFERENCE WITH K. RICE REGARDING STATUS OF STIPULATION.	0.30
01/30/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING COMMITTEE POSITION CONCERNING MILLER STIPULATION.	0.10
01/30/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING SUGGESTED REVISIONS TO STIPULATION.	0.20
01/30/04	WLOB	TELEPHONE CONFERENCE WITH W. MOHLER REGARDING RELIEF FROM STAY ISSUES.	0.20
01/30/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING RELIEF FROM STAY STIPULATION.	0.10

Date	Code	Activity	Hours
01/30/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING MILLER STIPULATION.	0.20
01/30/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING COMMITTEE POSITION REGARDING MILLER RELIEF FROM STAY.	0.20
01/31/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING MILLER STIPULATION.	0.10
		Total Hours:	**68.90**
		Total Fees:	**$ 36,794.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	28.70	16,646.00
William N. Lobel	WLOB	660.00	17.80	11,748.00
John P. Schafer	JSHA	375.00	22.40	8,400.00
	Total Billed		**68.90**	**$ 36,794.00**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$ 36,794.00
Total Current Amount Due:	**$ 36,794.00**

SERVICES FOR OTHER PROFESSIONALS

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
12/14/03	JSHA	PREPARE AND REVISE DICKIE MCCAMEY'S EMPLOYMENT APPLICATION.	3.10
01/05/04	JSHA	REVIEW MOTION FOR AUTHORITY TO EMPLOY PROFESSIONALS IN THE ORDINARY COURSE.	0.40
01/05/04	JSHA	TELEPHONE CONVERSATION WITH CINDY WOLLENSCHLAGER REGARDING STATUS OF PAYMENT OF HER FEES.	0.20
01/05/04	WLOB	REVIEW APPLICATION TO EMPLOY DICKIE, MCCARNEY AND RELATED DOCUMENTS.	0.20
01/05/04	WLOB	REVIEW FIRST AND SECOND FEE APPLICATION OF ERNST & YOUNG.	0.20
01/05/04	WLOB	REVIEW U.S. TRUSTEE'S OBJECTION TO EMPLOYMENT OF CLA AS LIQUIDATORS.	0.20
01/07/04	JSHA	REVIEW E&Y FEE APPLICATION AND CONFER WITH ALAN FRIEDMAN REGARDING SAME.	0.20
01/07/04	JSHA	PREPARE DRAFT RESPONSE TO UST OBJECTIONS TO MOTIONS TO EMPLOY VARIOUS LIQUIDATORS.	1.20
01/07/04	JSHA	GATHER FACTS AND REVIEW DOCUMENTS RE TERMS AGREED TO WITH LIQUIDATORS.	0.40
01/07/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING OBJECTIONS TO EMPLOYMENT OF LIQUIDATORS.	0.10
01/07/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING OBJECTIONS TO EMPLOYMENT OF LIQUIDATORS.	0.20
01/07/04	WLOB	TELEPHONE CONFERENCE WITH R. WERKHEISER REGARDING U.S. TRUSTEE OBJECTIONS TO EMPLOYMENT OF LIQUIDATORS.	0.30
01/07/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING APPLICATIONS OF VARIOUS HEPATITIS PROFESSIONALS.	0.20
01/07/04	WLOB	TELEPHONE CONFERENCE WITH R. WERKHEISER REGARDING APPLICATIONS OF VARIOUS HEPATITIS PROFESSIONALS.	0.10
01/07/04	WLOB	REVIEW COMMITTEES JOINDER TO OBJECTIONS TO EMPLOYMENT OF PROFESSIONALS.	0.10
01/08/04	JSHA	REVIEW AKIN GUMP'S FEE APPLICATION AND PREPARE COMMENTS TO FILE.	0.70
01/08/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING PREPARATION OF FEE APPLICATIONS.	0.10
01/08/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING U.S. TRUSTEE OBJECTION TO EMPLOYMENT APPLICATION.	0.10
01/08/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING RESOLUTION OF OBJECTION REGARDING EMPLOYMENT APPLICATION.	0.20
01/09/04	WLOB	REVIEW/ANALYSIS OF FIRST MONTHLY FEE APPLICATION OF AKIN GUMP.	0.10
01/09/04	WLOB	REVIEW/ANALYSIS OF SECOND FEE APPLICATION OF STRADLING, YOCCA.	0.10
01/09/04	WLOB	REVIEW/ANALYSIS OF DEBTORS MOTION TO COMPENSATE PROFESSIONALS IN THE ORDINARY COURSE OF BUSINESS.	0.20

Date	Code	Activity	Hours
01/10/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING RESOLUTION OF OBJECTIONS TO EMPLOYMENT OF LIQUIDATORS.	0.10
01/11/04	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING STATUS OF NEGOTIATIONS REGARDING OBJECTIONS TO EMPLOYMENT OF LIQUIDATORS.	0.10
01/11/04	WLOB	REVIEW/ANALYSIS OF DRAFT OF PROFFER OF TESTIMONY REGARDING OBJECTION TO EMPLOYMENT OF PROFESSIONALS.	0.10
01/12/04	WLOB	REVIEW/ANALYSIS OF APPLICATION TO PAY EXPENSES OF COMMITTEE MEMBERS.	0.10
01/14/04	AFRI	REVIEW/REVISE EMPLOYMENT ORDERS.	0.20
01/15/04	JSHA	GATHER DOCUMETNS AND PREPARE CORRESPONDENCE TO MARY RILEY REGARDING PAYMENT OF PROFESSIONAL FEES.	0.20
01/16/04	JSHA	REVIEW AND RESPOND TO CORRESPONDENCE TO MARY RILEY REGARDING PAYMENT OF PROFESSIONAL FEES.	0.30
01/16/04	JSHA	GATHER AND REVIEW DOCUMENTS REGARDING DEBTORS' AUTHORITY TO PAY CERTAIN PROFESSIONAL FEES.	0.30
01/16/04	JSHA	REVIEW AND RESPOND TO FOLLOW-UP CORRESPONDENCE FROM MARY RILEY REGARDING PAYMENT OF PROFESSIONAL FEES.	0.10
01/16/04	JSHA	REVIEW DOCUMENTS REGARDING PAYMENT OF PROFESSIONAL FEES.	0.10
01/19/04	HEYN	EMPLOYMENT APPLICATION OF BOOZER	0.50
01/23/04	HEYN	DRAFTING OF MOTION FOR ORDER AUTHORIZING EMPLOYMENT OF C. BOOZER NUNC PRO TUNC.	3.80
01/25/04	HEYN	LEXIS RESEARCH RE EMPLOYMENT OF C.BOOZER FOR LIQUIDATION OF LICENSE	1.20
01/27/04	HEYN	CORRESPONDENCE RE APPLICATION TO EMPLOY C. BOOZER.	0.10
01/29/04	WLOB	REVIEW CORRESPONDENCE REGARDING EMPLOYMENT OF F. GORDON.	0.10
01/29/04	WLOB	DRAFT CORRESPONDENCE REGARDING GORDON & HOLMES PROPOSED FEE AGREEMENT.	0.10
01/29/04	WLOB	REVIEW PROPOSAL LETTER AND FEE AGREEMENT WITH GORDON & HOLDERS.	0.30
01/30/04	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING IRELL & MANELLA FEES AND RELATED PROFESSIONAL FEE ISSUES.	0.20
01/30/04	WLOB	TELEPHONE CONFERENCE WITH F. GORDON REGARDING TERMS OF RETENTION.	0.10
01/30/04	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING RETENTION OF F. GORDON.	0.10
		Total Hours:	**16.70**
		Total Fees:	**$ 6,478.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	0.20	116.00
William N. Lobel	WLOB	660.00	3.70	2,442.00
Matthew C. Heyn	HEYN	240.00	5.60	1,344.00
John P. Schafer	JSHA	335.00	3.10	1,038.50
John P. Schafer	JSHA	375.00	4.10	1,537.50
	Total Billed		**16.70**	**$ 6,478.00**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	6,478.00
Total Current Amount Due:	**$**	**6,478.00**

MISCELLANEOUS

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
		Total Hours:	**0.00**
		Total Fees:	**$ 0.00**

COSTS ADVANCED

Description		Amount
Air Freight & Messenger Svcs.	VENDOR: FEDERAL EXPRESS CORP-NBO ACCT; INVOICE#: 1-511-08245; DATE: 12/26/2003 DELMTO; GEORGE HAWLEY 12-18	8.61
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	67.41
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	18.20
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	248.45
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	90.83
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	146.71
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	79.40
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	18.22
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	135.30
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	109.29
Misc. Database	VENDOR: PACER SERVICE CENTER; INVOICE#: 040112-26; DATE: 1/12/2004 - ONLINE SEARCH	2.24
Misc. Database	VENDOR: PACER SERVICE CENTER; INVOICE#: 040112-26; DATE: 1/12/2004 - ONLINE SEARCH	6.16
Misc. Database	VENDOR: PACER SERVICE CENTER; INVOICE#: 040112-25; DATE: 1/12/2004 - ONLINE SEARCH	3.64
Misc. Database	VENDOR: PACER SERVICE CENTER; INVOICE#: 040112-25; DATE: 1/12/2004 - ONLINE SEARCH	17.08
Misc. Database	VENDOR: PACER SERVICE CENTER; INVOICE#: 040112-25; DATE: 1/12/2004 - ONLINE SEARCH	0.35
Misc. Database	VENDOR: PACER SERVICE CENTER; INVOICE#: 040112-24; DATE: 1/12/2004 - ONLINE SEARCH	1.12
Misc. Database	VENDOR: PACER SERVICE CENTER; INVOICE#: 040112-24; DATE: 1/12/2004 - ONLINE SEARCH	1.96

Description		Amount
Misc. Database	VENDOR: PACER SERVICE CENTER; INVOICE#: 040112-24; DATE: 1/12/2004 - ONLINE SEARCH	0.14
Misc. Database	VENDOR: PACER SERVICE CENTER; INVOICE#: 040112-21; DATE: 1/12/2004 - ONLINE SEARCH	36.19
Misc. Database	VENDOR: PACER SERVICE CENTER; INVOICE#: 040112-16; DATE: 1/12/2004 - ONLINE SEARCH	3.43
Misc. Database	VENDOR: PACER SERVICE CENTER; INVOICE#: 040112-10; DATE: 1/12/2004 - ONLINE SEARCH	5.18
Misc. Database	VENDOR: PACER SERVICE CENTER; INVOICE#: 040112-10; DATE: 1/12/2004 - ONLINE SEARCH	23.45
Working Meals	VENDOR: Fehner, Michael R.; INVOICE#: 0113040859; DATE: 1/13/2004	23.01
Working Meals	VENDOR: Schafer, John P.; INVOICE#: 1125031404; DATE: 11/25/2003	53.46
Internal Photocopy Costs	Term - 72	42.00
Internal Photocopy Costs	Term - 67	0.15
Internal Photocopy Costs	Term - 67	4.20
Internal Photocopy Costs	Term - 71	8.40
Internal Photocopy Costs	Term - 70	8.40
Internal Photocopy Costs	Term - 70	17.70
Internal Photocopy Costs	Term - 67	3.15
Internal Photocopy Costs	Term - 67	0.30
Internal Photocopy Costs	Term - 67	1.80
Internal Long Distance Phone	5107 - 00:18:24 Thursday, January 22, 2004 1:41:00 PM	4.70
Internal Long Distance Phone	5107 - 00:09:12 Tuesday, January 27, 2004 9:55:00 AM	2.23
Internal Long Distance Phone	5107 - 00:09:30 Wednesday, January 28, 2004 1:32:00 PM	2.48
Internal Long Distance Phone	5237 - 00:21:00 Wednesday, January 21, 2004 11:01:00 AM	5.20
Internal Long Distance Phone	5107 - 00:20:00 Thursday, January 29, 2004 2:20:00 PM	4.95
Internal Long Distance Phone	5107 - 00:09:48 Thursday, January 29, 2004 2:38:00 PM	2.48
Internal Long Distance Phone	5107 - 00:16:54 Thursday, January 29, 2004 1:48:00 PM	4.21
Internal Long Distance Phone	5107 - 00:08:06 Thursday, January 29, 2004 5:55:00 PM	1.98

Description		Amount
Internal Long Distance Phone	5107 - 00:15:42 Friday, January 30, 2004 9:47:00 AM	3.96
Internal Long Distance Phone	5107 - 00:34:00 Friday, January 30, 2004 2:35:00 PM	8.42
Internal Long Distance Phone	5107 - 00:04:42 Friday, January 30, 2004 3:01:00 PM	1.24
Internal Long Distance Phone	5107 - 00:05:42 Friday, January 30, 2004 3:24:00 PM	1.48
Internal Long Distance Phone	5237 - 00:04:18 Wednesday, January 21, 2004 3:37:00 PM	1.24
Internal Long Distance Phone	5237 - 00:07:00 Friday, January 16, 2004 10:57:00 AM	1.73
Internal Long Distance Phone	5124 - 00:04:48 Friday, January 16, 2004 12:04:00 PM	1.24
Internal Long Distance Phone	5237 - 00:07:30 Thursday, January 15, 2004 2:57:00 PM	1.98
Internal Long Distance Phone	5124 - 00:05:48 Tuesday, January 13, 2004 12:21:00 PM	1.48
Internal Long Distance Phone	5107 - 00:38:42 Monday, January 12, 2004 9:43:00 AM	9.65
Internal Long Distance Phone	5107 - 00:22:30 Monday, January 12, 2004 10:06:00 AM	5.69
Internal Long Distance Phone	5124 - 00:05:06 Monday, January 12, 2004 3:12:00 PM	1.24
Internal Long Distance Phone	5107 - 00:12:36 Friday, January 09, 2004 11:00:00 AM	3.22
Internal Long Distance Phone	5107 - 00:23:36 Friday, January 09, 2004 12:00:00 PM	5.94
Internal Long Distance Phone	5107 - 00:07:06 Friday, January 09, 2004 12:15:00 PM	1.73
Internal Long Distance Phone	5124 - 00:05:24 Friday, January 09, 2004 2:54:00 PM	1.48
Internal Long Distance Phone	5124 - 00:09:12 Friday, January 09, 2004 3:08:00 PM	2.23
Internal Long Distance Phone	5107 - 00:07:06 Wednesday, January 07, 2004 10:36:00 AM	1.73
Internal Long Distance Phone	5237 - 00:16:42 Wednesday, January 07, 2004 11:55:00 AM	4.21
Internal Long Distance Phone	5107 - 00:11:00 Wednesday, January 07, 2004 4:34:00 PM	2.72
Internal Long Distance Phone	5209 - 00:08:00 Monday, November 03, 2003 12:19:00 PM	1.98
Internal Long Distance Phone	5124 - 00:11:42 Monday, January 05, 2004 11:13:00 AM	2.97

Description		Amount
Internal Long Distance Phone	5237 - 00:13:48 Tuesday, January 06, 2004 9:47:00 AM	3.46
Internal Long Distance Phone	5237 - 00:05:48 Tuesday, January 06, 2004 3:40:00 PM	1.48
Internal Long Distance Phone	5107 - 00:39:30 Tuesday, January 06, 2004 4:08:00 PM	1.68
Internal Long Distance Phone	5209 - 00:10:18 Tuesday, December 02, 2003 6:03:00 AM	2.72
Internal Long Distance Phone	5209 - 00:11:54 Tuesday, December 09, 2003 7:52:00 AM	2.97
External Long Distance	VENDOR: Schafer, John P.; INVOICE#: 0121041507; DATE: 1/21/2004 Misc telephone charges	120.00
Out of Town Meals	VENDOR: Friedman, Alan J.; INVOICE#: 0121041118; DATE: 1/21/2004 Working meal-Delaware	38.50
Parking and Mileage	VENDOR: Lobel, William N.; INVOICE#: 0120041150; DATE: 1/20/2004 Parking	10.00
Parking and Mileage	VENDOR: Lobel, William N.; INVOICE#: 0120041150; DATE: 1/20/2004 Parking	9.00
Parking and Mileage	VENDOR: Friedman, Alan J.; INVOICE#: 0121041118; DATE: 1/21/2004 Parking	44.55
Lodging	VENDOR: Friedman, Alan J.; INVOICE#: 0121041118; DATE: 1/21/2004 Hotel-Delaware	239.80
Lodging	VENDOR: Lobel, William N.; INVOICE#: 0120041150; DATE: 1/20/2004 Hotel-PA	453.72
Auto Rental/Taxi	VENDOR: Friedman, Alan J.; INVOICE#: 0121041118; DATE: 1/21/2004 Taxis	80.00
Auto Rental/Taxi	VENDOR: Lobel, William N.; INVOICE#: 0120041150; DATE: 1/20/2004 Car rental-PA	87.09
Auto Rental/Taxi	VENDOR: Lobel, William N.; INVOICE#: 0109041456; DATE: 1/9/2004 Car rental-PA	211.59
Air/Train/Bus Fares	VENDOR: Lobel, William N.; INVOICE#: 0120041150; DATE: 1/20/2004 Airfiare PA	759.10

Description		Amount
Air/Train/Bus Fares	VENDOR: Friedman, Alan J.; INVOICE#: 0121041118; DATE: 1/21/2004 Airfare Delaware	3,249.40
	Total Costs:	**$ 6,596.78**

MATTER TOTALS

Current Costs:	6,596.78
Total Current Amount Due:	**$ 6,596.78**

IRELL & MANELLA LLP
A REGISTERED LIMITED LIABILITY LAW PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONS
1800 AVENUE OF THE STARS, SUITE 900
LOS ANGELES, CALIFORNIA 90067-4276
TELEPHONE (310) 277-1010
TAXPAYER ID 95-1946111

February 27, 2004

Client Number: 158653
Invoice Number: 8312187

CHI-CHI'S, INC.
2701 ALTON PARKWAY
IRVINE, CA 92606

REMITTANCE

Please send your payment to this address:

Irell & Manella LLP
P.O. Box 51167
Los Angeles, CA 90051-9783

OR wire your payment using the wire instructions below:

INCOMING WIRE INSTRUCTIONS

CitiBank, F.S.B.
787 West 5th Street, 28th Floor
Los Angeles, California 90071

ABA Number: 321171184
Account Number: 601286511
Account Name: Irell & Manella LLP, General Operating Account
Client Name/Number: Chi-Chi's, Inc./158653
Invoice Number: 8312187
Attorney Name: WLOB

Please return this page with your payment.

INVOICE SUMMARY
through January 31, 2004

Current Fees:	$ 239,782.00
Current Costs:	6,596.78
Total Current Amount Due:	**$ 246,378.78**
Outstanding Fees Due:	727,041.00
Outstanding Costs Due:	36,662.23
Total Current and Outstanding Due:	**$1,010,082.01**