EXHIBIT A

ORIGINAL

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: January 29, 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 First Monthly Application for Compensation for Services Rendered and Reimbursement of Expenses as General Insolvency Counsel to Debtors for the time period from October 8, 2003 through October 31, 2003, seeking compensation for services rendered, inclusive of the twenty percent (20%) interim holdback, in the amount of $201,964.50 and reimbursement of costs incurred in the amount of $15,929.16 (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.

Date 1·9·04
Docket # 390

824 Market Street, 6th Floor, Wilmington, Delaware 19801, on or before **January 29, 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: January 9, 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.

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

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

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

FIRST 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 OCTOBER 8, 2003 THROUGH OCTOBER 31, 2003

Name of Applicant:	**Irell & Manella LLP**
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:	October 8, 2003 through October 31, 2003
Amount of Compensation Sought to be Allowed as Actual, Reasonable and Necessary:	$201,964.50
Amount of Expenses Sought to be Allowed as Actual, Reasonable and Necessary:	$15,929.16
Total Amount Irell Requests to be Paid:	$177,500.76 (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: None

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)	Total Hours Billed	Total Compensation
William N. Lobel	Irell Partner since 2000, Member of CA Bar since 1980, Bankruptcy	$660.00	119.50	$78,870.00
Gregory R. Smith	Irell Partner since 1974, Member of CA Bar since 1969, Litigation	$600.00	.30	$180.00
Alan J. Friedman	Irell Partner since 2000, Member of CA Bar since 1987, Bankruptcy	$580.00	116.80	$67,744.00
Roy S. Geiger	Irell Partner since 1986, Member of CA Bar since 1979, Real Estate	$550.00	26.40	$14,520.00
Mike D. Neue	Irell Associate since 2000, Member of CA Bar since 1995, Bankruptcy	$415.00	38.20	$15,853.00
John P. Schafer	Irell Associate since 2001, Member of CA Bar since 1999, Bankruptcy	$335.00	55.60	$18,626.00
Joshua A. Dean	Irell Associate since 2000, Member of CA Bar since 2000 Corporate	$310.00	2.50	$775.00
Matthew C. Heyn	Irell Associate since 2003, Member of CA Bar since 2003, Bankruptcy	$195.00	12.30	$2,398.50
L. Kalli Smith	Former Irell Associate, Member of CA Bar since 2003 Bankruptcy	$195.00	8.40	$1,638.00
Patty Naegely	Former Irell Paralegal Bankruptcy	$170.00	8.00	$1,360.00
TOTAL			**388.00**	**$201,964.50**
80% of Total				

Blended Rate: $520.53

[2] As of January 1, 2004, Irell's billing rates increased on average approximately 4.5%.

COMPENSATION BY PROJECT CATEGORY

Project Category	Total Hours	Total Amount
(100) Asset Analysis & Recovery	5.80	$2,905.00
(200) Asset Disposition	163.50	$90,599.50
(300) Business Operations	136.70	$72,224.00
(400) Case Administration	16.60	$5,039.50
(500) Claims Administration & Objections	26.60	$9,980.00
(600) Employee Benefits/Pensions	.60	$201.00
(700) Fee/Employment Applications	2.30	$1,251.00
(900) Financing	25.20	$15,625.00
(1000) Litigation	.40	$134.00
(1100) Meeting of Creditors	.30	$198.00
(1800) Tax Issues	.50	$167.50
(2000) Relief From Stay Proceedings	4.50	$1,867.50
(2100) Services for Other Professionals	5.00	$1,772.50
TOTAL	**388.00**	**$201,964.50**

EXPENSE SUMMARY

Expense Category	Service Provider (If Applicable)	Total Expense
Air Freight & Messenger Services		$23.88
Computer Research	Lexis, Westlaw	$287.11
Working Meals		$284.77
Internal Photocopy Costs		$622.20
Filing Fees		$250.00
Telecopier Charges ($1.65/page)		$18.15
Internal Long Distance Phone		$181.87
Postage		$.74
Overtime – Secretarial		$5,730.00
Lodging		$251.90
Air/Train/Bus Fares		$2,598.54
Word Processing Charges		$5,680.00
TOTAL		**$15,929.16**

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

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

Objection Date: January 29, 2004 at 4:00 p.m. prevailing Eastern time
Hearing Date: to be scheduled (if necessary)

FIRST MONTHLY APPLICATION OF IRELL & MANELLA LLP, GENERAL INSOLVENCY COUNSEL TO THE DEBTORS, FOR INTERIM ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD OF OCTOBER 8, 2003 THROUGH OCTOBER 31, 2003

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 $201,964.50 together with reimbursement for actual and necessary expenses incurred in the

[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.

amount of $15,929.16 (the "Application") for the period from October 8, 2003 through and including October 31, 2003 (the "Application Period"). In support of the Application, Irell respectfully represents as follows:

1. Pursuant to an Order (the "Retention Order") approved by this Court on December 11, 2003, Irell was employed pursuant to 11 U.S.C. §§ 327 and 328 to serve as general insolvency counsel to the Debtors in connection with the Cases, 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 within twenty (20) days after the date of service of their request, the applicable 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

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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.

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.

CMM Dissolution, Inc., Koo Koo Roo, Inc., Maintenance Support Group, Inc., Koo Koo Roo Licensing Systems,

Actual and Necessary Expenses

8. A statement of the actual and necessary expenses incurred by Irell during the Application Period is 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 charges $1.65 per page for out-going facsimile transmissions, 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.

Inc., The Hamlet Group, Inc., H.H. of Maryland, Inc., and H.H.K. of Virginia, Inc.

Services Rendered

12. Attorneys who rendered service to the Debtors during the Application Period, in order of billing rates, are William N. Lobel, Gregory R. Smith, Alan J. Friedman, Roy S. Geiger, Mike D. Neue, John P. Schafer, Joshua A. Dean, Matthew C. Heyn and L. Kalli Smith. Paraprofessional services were rendered by Patty Naegely.

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 a review of UCC filings, analysis of liens asserted against the Debtors' assets, analysis of personal property located at the Debtors' restaurant locations, and the analysis of the Debtors' rights and obligations associated with certain unexpired leases and executory contracts.

Fees: $2,905.00 Total Hours: 5.80

Asset Disposition

15. Irell incurred time in this project category in connection with the Debtors' efforts to ordinary liquidate their assets and restructure their operations, which included negotiation and drafting of the purchase and sale agreement for the sale of substantial all the assets of Koo Koo Roo and the corresponding documents in connection therewith, the negotiation and drafting of the sale procedures motion with respect to such sale, the rejection or assumption and assignment of certain unexpired leases of non-residential real property, and the Debtors' efforts to remove and liquidate the Debtors' FF&E from restaurant locations whose leases were rejected. Irell

gathered data and reviewed and analyzed various issues relative to the above matters and negotiated with the relevant parties with respect to such matters.

Fees: $96,708.50 Total Hours: 179.30

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 addressing vendor relation issues, developing a plan of action with respect to the rejection or assumption and assignment of certain unexpired leases of non-residential real property, developing a plan of action with respect to the transfer, sale or retention of the Debtors' various liquor licenses, and developing a plan of action with respect to the Debtors' various utility providers.

Fees: $72,224.00 Total Hours: 136.70

Case Administration

17. Irell incurred time in this project category in connection with addressing issues relating to the administration of the Cases and the numerous "first day" issues which arose upon commencement of the Cases, which included responding to various telephonic inquiries by creditors, vendors and other parties in the Cases regarding the status of the case and the Debtors' expected courses of action and preparing the Debtors' schedules and statements of assets and financial affairs.

Fees: $5,039.50 Total Hours: 16.60

Claims Administration & Objections

18. Irell incurred time in this project category in connection with identifying and paying certain critical vendors' claims as authorized by the Court, developing a plan of action with respect to dealing with creditors' claims, including the immediate settlement of certain creditors' claims, addressing and resolving certain potential reclamation issues, analyzing and

addressing potential indemnification claims, and analyzing and attempting to resolve claims of certain landlords.

Fees: $12,515.00 Total Hours: 39.60

Financing

19. 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 cash collateral and debtor-in-possession financing issues, negotiating and conferring with the Debtors' management, secured lenders and potential purchasers of the Debtors' assets, responding to the concerns of such parties, and drafting and revising the relevant documents and pleadings.

Fees: $15,625.00 Total Hours: 25.20

Relief From Stay Proceedings

20. Irell incurred time in this project category in connection with research and preparation of correspondence relating to violations of the automatic stay by certain landlords.

Fees: $ 1,867.50 Total Hours: 4.50

Services for Other Professionals

21. Irell incurred time in this project category in connection with preparing applications to employ special corporate counsel and auctioneers to liquidate the Debtors' FF&E.

Fees: $1,772.50 Total Hours: 5.00

22. Irell incurred less than two and one half hours in time in connection with the following project categories: Employee Benefits/Pensions (.60); Fee/Employment Applications (2.30); Litigation (.40); Meetings of Creditors (.30) and Tax Issues (.50).

23. Attorneys and paraprofessionals have expended a total of 388.00 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	119.50	$78,870.00
Gregory R. Smith	$600.00	.30	$180.00
Alan J. Friedman	$550.00	116.80	$67,744.00
Roy S. Geiger	$550.00	26.40	$14,520.00
Mike D. Neue	$415.00	38.20	$15,853.00
John P. Schafer	$335.00	55.60	$18,626.00
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Matthew C. Heyn	$195.00	12.30	$2,398.50
L. Kalli Smith	$195.00	8.40	$1,638.00
Patty Naegely	$170.00	8.00	$1,360.50

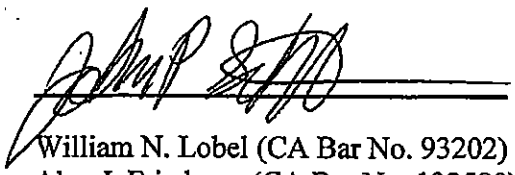
24. The hourly rates charged are Irell's normal hourly rates for work of this character. The reasonable value of the services rendered by Irell to the Debtors during the Application Period is $201,964.50. Irell believes that the time entries included in Exhibit "A" comply with the requirements of Local 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 this chapter 11 of the Bankruptcy Code.

WHEREFORE, Irell respectfully requests that the Court allow $201,964.50 in fees as compensation for necessary professional services rendered by Irell to the Debtors during the

Application Period, and $15,929.16 for reimbursement of actual necessary costs and expenses incurred by Irell during the Application Period, for a total allowed amount of $217,893.66; and that, pursuant to the Compensation Order, the Debtors be authorized to pay Irell $161,571.60, which represents 80% of the fees allowed, and $15,929.16, which represents 100% of the expenses allowed, for a total of $177,500.76; and that the Court grant such other and further relief as the Court may deem just and proper.

Dated: January 9, 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:

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

b) 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.

c) I have reviewed the foregoing First 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 October 8, 2003 Through October 31, 2003 (the "Application") and the facts set forth therein are true and correct to the best of my knowledge,

[continued on next page]

information and belief. Moreover, I have reviewed the requirements of Del. Bankr. L.R. 2016-2, and submit that the Application substantially complies with the provisions thereof.

John P. Schafer

SWORN TO AND SUBSCRIBED before me this 9th day of January, 2004

Janet E. Ahmed
Notary Public
My Commission Expires: 12/3/2006

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

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

November 13, 2003

Client Number: 158653
Invoice Number: 8309147

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

INVOICE SUMMARY
through October 31, 2003

Current Fees:	$ 201,964.50
Current Costs:	15,929.16
Total Current Amount Due:	**$ 217,893.66**

CONSOLIDATED MATTER SUMMARY

Matter #	Matter Name	Fees	Costs	Total
0100	ASSET ANALYSIS & RECOVERY	2,905.00	0.00	2,905.00
0200	ASSET DISPOSITION	90,599.50	0.00	90,599.50
0300	BUSINESS OPERATIONS	72,224.00	0.00	72,224.00
0400	CASE ADMINISTRATION	5,039.50	0.00	5,039.50
0500	CLAIMS ADMINISTRATION & OBJECTION	9,980.00	0.00	9,980.00
0600	EMPLOYEE BENEFITS/PENSION	201.00	0.00	201.00
0700	FEE/EMPLOYMENT APPLICATIONS	1,251.00	0.00	1,251.00
0900	FINANCING	15,625.00	0.00	15,625.00
1000	LITIGATION	134.00	0.00	134.00
1100	MEETING OF CREDITORS	198.00	0.00	198.00
1800	TAX ISSUES	167.50	0.00	167.50
2000	RELIEF FROM STAY PROCEEDINGS	1,867.50	0.00	1,867.50
2100	SERVICES FOR OTHER PROFESSIONALS	1,772.50	0.00	1,772.50
7001	MISCELLANEOUS	0.00	15,929.16	15,929.16
Total Fees & Costs For This Period		**$ 201,964.50**	**$ 15,929.16**	**$ 217,893.66**

ASSET ANALYSIS & RECOVERY

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
10/10/03	NEUE	TELEPHONE CONFERENCE WITH C. SEIBER REGARDING REMOVAL OF EQUIPMENT FROM LEASED PROPERTY.	0.20
10/10/03	NEUE	TELEPHONE CONFERENCE WITH K. SORENSON REGARDING LANDLORDS' SECURITY INTERESTS IN PERSONAL PROPERTY.	0.20
10/13/03	NEUE	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING REMOVAL OF PERSONAL PROPERTY FROM LEASED LOCATIONS.	0.20
10/15/03	AFRI	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING STATUS OF RECOVERY OF JUDGMENT.	0.20
10/20/03	AFRI	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING STATUS OF LEASE PAYMENTS.	0.30
10/21/03	JSHA	REVIEW UCC FILINGS FOR VARIOUS CHI-CHI'S AND KKR RESTAURANTS.	1.40
10/22/03	NEUE	TELEPHONE CONFERENCE WITH S. COWAN REGARDING DUE DILIGENCE MATERIALS FOR KKR SALE.	0.20
10/24/03	AFRI	TELEPHONE CONFERENCE WITH B. FISHER REGARDING STATUS OF MN LOCATION.	0.20
10/27/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING DISPUTE OVER LEASES AND VALUE OF SAME.	1.90
10/27/03	AFRI	CONFERENCE CALL REGARDING LEASE ASSUMPTIONS AND ASSIGNMENTS.	0.80
10/27/03	WLOB	REVIEW SETTLEMENT AGREEMENT WITH PAR ALBRIGHT AND CORRESPONDENCE RELATED THERETO.	0.20
		Total Hours:	**5.80**
		Total Fees:	**$ 2,905.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	3.40	1,972.00
William N. Lobel	WLOB	660.00	0.20	132.00
Mike D. Neue	NEUE	415.00	0.80	332.00
John P. Schafer	JSHA	335.00	1.40	469.00
	Total Billed		**5.80**	**$ 2,905.00**

COSTS ADVANCED

Description	Amount
Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	2,905.00
Total Current Amount Due:	**$**	**2,905.00**

ASSET DISPOSITION

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
10/08/03	NEUE	TELEPHONE CONFERENCE WITH C. LYNCH REGARDING KOO KOO ROO SALE MOTION.	0.20
10/08/03	NEUE	TELEPHONE CONFERENCE WITH H. HILTON REGARDING PUBLICATION NOTICE FOR KOO KOO ROO SALE.	0.20
10/08/03	NEUE	DRAFT CORRESPONDENCE TO J. KALINA REGARDING SERVICE LISTS FOR KOO KOO ROO SALE MOTION.	0.20
10/08/03	NEUE	DRAFT CORRESPONDENCE TO C. LYNCH REGARDING REVISIONS TO KOO KOO ROO SALE MOTION.	0.40
10/08/03	NEUE	TELEPHONE CONFERENCE WITH R. WERKHEISER REGARDING KOO KOO ROO SALE MOTION.	0.30
10/08/03	NEUE	DRAFT/REVISE MOTION TO SELL KOO KOO ROO ASSETS.	3.90
10/08/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE OF SUBSIDIARIES.	0.20
10/08/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING LIQUIDATION OF FF&E IN REJECTED LEASE STORES.	0.30
10/08/03	WLOB	OFFICE CONFERENCE WITH J. SCHAFER REGARDING LIQUATION OF FF&E.	0.30
10/08/03	WLOB	TELEPHONE CONFERENCE WITH M. RULE REGARDING LETTER OF INTENT FOR SALE OF CHI CHI'S.	0.30
10/08/03	WLOB	REVIEW/ANALYSIS OF CORRESPONDENCE REGARDING KKR SALE MOTION.	0.30
10/09/03	WLOB	OFFICE CONFERENCE WITH A. BARIL AND M. KLEIN REGARDING TESTIMONY AT HEARING ON FIRST DAY MOTIONS.	1.10
10/09/03	WLOB	OFFICE CONFERENCE WITH B. GROHSGAL, M. KLEIN AND A. BARIL REGARDING PREPARATION FOR HEARING.	2.90
10/09/03	WLOB	TELEPHONE CONFERENCE WITH US TRUSTEES OFFICE REGARDING COMMENTS ON FIRST DAY MOTIONS.	0.50
10/09/03	WLOB	TELEPHONE CONFERENCE WITH COUNSEL FOR DIP LENDER REGARDING U S TRUSTEE AND D. POLLOCK COMMENTS AND RESPONSES THERETO.	0.60
10/09/03	WLOB	ATTEND HEARING ON FIRST DAY MOTIONS.	2.20
10/09/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING ADDITIONAL ACTION TO BE TAKEN AS A RESULT OF HEARINGS.	1.20
10/10/03	AFRI	TELEPHONE CONFERENCE WITH L. SHULMAN REGARDING POTENTIAL SALE OF ASSETS.	0.40
10/10/03	AFRI	REVIEW AND ANALYSIS OF SALES PROCEDURES ISSUES.	1.80
10/10/03	AFRI	TELEPHONE CONFERENCE WITH R. BENDER REGARDING ASSET SALES.	0.30
10/10/03	AFRI	TELEPHONE CONFERENCE WITH L. SHULMAN REGARDING ASSET SALES.	0.30
10/10/03	AFRI	TELEPHONE CONFERENCE WITH R. LOWY REGARDING TERMS OF SALE PROCEDURE MOTION.	0.50

Date	Code	Activity	Hours
10/10/03	WLOB	REVIEW CORRESPONDENCE REGARDING POTENTIAL ADDITIONAL BIDDERS FOR KKR.	0.10
10/10/03	WLOB	REVIEW REVISED SALE PROCEDURES ORDER.	0.40
10/10/03	WLOB	REVIEW AND RESPOND TO CORRESPONDENCE REGARDING INQUIRIES FROM POTENTIAL PURCHASERS AND RESPONSES THERETO.	0.10
10/10/03	WLOB	REVIEW CORRESPONDENCE REGARDING RETENTION OF GREAT AMERICAN AS A LIQUIDATOR.	0.10
10/10/03	WLOB	REVIEW REVISED PURCHASE AGREEMENT FOR KKR.	1.20
10/10/03	WLOB	REVIEW REVISED LIST OF ACTION TO BE TAKEN.	0.10
10/10/03	WLOB	REVIEW CORRESPONDENCE REGARDING COMMUNICATIONS WITH COMPANY REPRESENTATIVES.	0.10
10/10/03	WLOB	REVIEW CORRESPONDENCE REGARDING SERVICE OF FIRST DAY ORDERS.	0.10
10/11/03	AFRI	TELEPHONE CONFERENCE WITH M. RULE REGARDING CHI-CHI'S APA.	0.50
10/11/03	AFRI	REVIEW/REVISE APA.	3.30
10/12/03	WLOB	REVIEW SCHEDULES TO PURCHASE AGREEMENT.	0.20
10/13/03	WLOB	REVIEW CORRESPONDENCE REGARDING KKR SALE MOTION.	0.20
10/13/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING SALE ISSUES.	0.30
10/13/03	WLOB	CONFERENCE CALL WITH H. HILTON, M. KLEIN AND B. GROHSGAL REGARDING SALE STRUCTURING ISSUES.	0.20
10/13/03	WLOB	TELEPHONE CONFERENCE CALL WITH M. VALARDI, H. HILTON AND M. KLEIN REGARDING LEASE REJECTION ISSUES.	0.40
10/13/03	WLOB	OFFICE CONFERENCE WITH M. NEUE REGARDING LEASE REJECTION ISSUES.	0.10
10/13/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING FOLLOW UP ISSUES.	0.20
10/13/03	WLOB	REVIEW CORRESPONDENCE REGARDING REVISION OF KKR SALE AGREEMENT.	0.20
10/13/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON AND M. VALARDI REGARDING COMPETING SALE.	0.50
10/13/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON AND M. VALARDI REGARDING STRATEGY CONCERNING STALKING HORSES.	1.50
10/13/03	WLOB	REVIEW CORRESPONDENCE REGARDING SALE OF KKR AND RELATED ISSUES.	0.20
10/14/03	AFRI	REVIEW AND ANALYSIS OF ISSUES AND DRAFTS OF DOCUMENTS REGARDING KOO KOO ROO SALE.	1.70
10/14/03	NEUE	TELEPHONE CONFERENCE WITH B. GROSGAL REGARDING KOO KOO ROO SALE MOTION.	0.10
10/14/03	NEUE	DRAFT KOO KOO ROO SALE MOTION.	3.90
10/14/03	NEUE	DRAFT CORRESPONDENCE TO M. KLEIN REGARDING SERVICE LISTS FOR KOO KOO ROO SALE MOTION.	0.30
10/14/03	NEUE	FINALIZE KOO KOO ROO SALE MOTION.	3.20
10/14/03	NEUE	TELEPHONE CONFERENCE WITH M. KLEIN REGARDING KOO KOO ROO SALE MOTION.	0.30

Date	Code	Activity	Hours
10/14/03	NEUE	DRAFT CORRESPONDENCE TO M. KLEIN AND T. BARIL REGARDING KOO KOO ROO SALE MOTION.	0.40
10/14/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING FILING OF KKR SALE MOTION.	0.10
10/14/03	WLOB	OFFICE CONFERENCE WITH M. NEUE REGARDING REVISION OF CHI-CHI'S SALE MOTION.	0.20
10/14/03	WLOB	REVIEW DRAFT OF KKR SALE MOTION.	1.10
10/14/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING CHI-CHI'S SALE ISSUES.	0.40
10/14/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING VARIOUS SALE RELATED ISSUES.	0.30
10/14/03	WLOB	TELEPHONE CONFERENCE WITH R. RUS REGARDING ASSUMPTION OF KKR LEASE AT PARK PLACE.	0.20
10/14/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING POSSIBLE NEW STRUCTURE FOR SALE OF CHI-CHI'S.	0.20
10/14/03	WLOB	REVIEW CORRESPONDENCE REGARDING TIMING OF FILING KKR SALE MOTION.	0.10
10/14/03	WLOB	TELEPHONE CONFERENCE WITH COUNSEL FOR CHI CHI'S BUYER'S (M. COHEN AND M. SANTORO) REGARDING SALE ISSUES.	0.40
10/14/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON ET AL. REGARDING SALE OF THE CHI-CHI'S.	0.80
10/14/03	WLOB	TELEPHONE CONFERENCE WITH M. KLEIN REGARDING KKR SALE MOTION ISSUES.	0.10
10/14/03	WLOB	REVIEW CORRESPONDENCE REGARDING AMENDED KKR SALE MOTION.	0.10
10/14/03	WLOB	REVIEW AMENDED KKR SALE MOTION.	0.40
10/14/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING FINALIZATION OF KKR SALE MOTION.	0.10
10/14/03	WLOB	OFFICE CONFERENCE WITH M. NEUE REGARDING KKR SALE MOTION.	0.20
10/14/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING ISSUES RAISED BY COMPETING BIDDERS.	0.30
10/14/03	WLOB	REVIEW AND RESPOND TO CORRESPONDENCE AND REVIEW LANGUAGE IN LEASE ASSIGNMENT PORTION OF PURCHASE AGREEMENT.	0.20
10/15/03	AFRI	REVIEW/REVISE SALE MOTION (KOO KOO ROO) AND PROCEEDINGS MOTION.	1.40
10/15/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING CHI-CHI SALE.	0.80
10/15/03	GEIG	REVIEW AND REVISE SALE DOCUMENTS.	1.80
10/15/03	GEIG	REVIEW CORRESPONDENCE RE: SALE ISSUES.	0.50
10/15/03	WLOB	REVIEW CORRESPONDENCE REGARDING FF&E ISSUES.	0.20
10/15/03	WLOB	REVIEW REVISED KKR SALE MOTION.	0.30
10/15/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE ISSUES AND ALTERNATIVES.	0.50
10/15/03	WLOB	TELEPHONE CONFERENCE WITH R. OPERA REGARDING CHI-CHI'S SALE ISSUES.	0.20

Date	Code	Activity	Hours
10/15/03	WLOB	OFFICE CONFERENCE WITH M. NEUE REGARDING COMMENTS ON KKR SALE MOTION.	0.20
10/15/03	WLOB	OFFICE CONFERENCE WITH M. NEUE REGARDING KKR SALE MOTION.	0.20
10/15/03	WLOB	REVIEW REVISION TO KKR SALE AGREEMENT.	0.40
10/15/03	WLOB	REVIEW CORRESPONDENCE REGARDING REVISION OF KKR SALE MOTION.	0.20
10/15/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE ISSUES AND STRUCTURES.	0.40
10/15/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING SALE STRUCTURE ISSUES.	0.60
10/15/03	WLOB	REVIEW CORRESPONDENCE REGARDING LEASE ISSUES.	0.10
10/15/03	WLOB	TELEPHONE CONFERENCE WITH B. TRIFF REGARDING DISCLOSURE OF LIENS AND ENCUMBRANCES ON LEASES.	0.10
10/15/03	WLOB	TELEPHONE CONFERENCE WITH B. TRIFF REGARDING COMMENTS ON LANGUAGE IN KKR PURCHASE AGREEMENTS SCHEDULES.	0.20
10/15/03	WLOB	TELEPHONE CONFERENCE WITH M. KLEIN REGARDING CHI-CHI'S SALE ISSUES.	0.30
10/16/03	AFRI	TELEPHONE CONFERENCE WITH R. OPERA REGARDING STATUS OF SALE.	0.20
10/16/03	AFRI	TELEPHONE CONFERENCE WITH H. HILTON REGARDING ASSET SALES.	0.20
10/16/03	AFRI	TELEPHONE CONFERENCE WITH W. LOBEL AND H. HILTON REGARDING CHI-CHI SALE.	0.50
10/16/03	AFRI	TELEPHONE CONFERENCE WITH H. HILTON REGARDING CHI-CHI SALE.	0.30
10/16/03	AFRI	TELEPHONE CONFERENCE WITH MULTIPLE BIDDERS REGARDING SALE OF ASSETS.	1.50
10/16/03	GEIG	CONFERENCE WITH HUGH HILTON AND EMAIL WILLIAM LOBEL AND ALAN FRIEDMAN RE SALE ISSUES.	0.20
10/16/03	NEUE	REVIEW/ANALYSIS OF ISSUES RELATED TO POSSIBLE SALE OF CHI-CHI'S ASSETS.	0.50
10/16/03	SMIT	W. LOBEL REGARDING BUYER ISSUES.	0.30
10/16/03	WLOB	TELEPHONE CONFERENCE WITH M. KLEIN REGARDING CHI-CHI'S SALE ISSUES.	0.30
10/16/03	WLOB	TELEPHONE CONFERENCE WITH B. TRIFF REGARDING QUESTIONS CONCERNING KKR DISCLOSURE SCHEDULES.	0.30
10/16/03	WLOB	TELEPHONE CONFERENCE WITH M. COHEN AND M. SANTORO REGARDING CHI-CHI'S SALE ISSUES.	0.40
10/16/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE ISSUES.	0.20
10/16/03	WLOB	CONFERENCE CALL REGARDING CHI-CHI'S SALE ISSUES.	0.70
10/16/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING CHI-CHI'S SALE ISSUES.	0.30
10/16/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING REMAINING MOTIONS NEEDED AND SALE ISSUES.	0.50
10/16/03	WLOB	REVIEW CORRESPONDENCE REGARDING CHI-CHI'S SALE ISSUES.	0.30

Date	Code	Activity	Hours
10/16/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING CHI-CHI'S SALE ISSUES.	0.50
10/16/03	WLOB	TELEPHONE CONFERENCE WITH R. OPERA REGARDING POTENTIAL PURCHASER OF CHI-CHI'S.	0.20
10/16/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE ISSUES.	0.20
10/16/03	WLOB	TELEPHONE CONFERENCE WITH R. RUS REGARDING ASSUMPTION AND ASSIGNMENT OF LEASE AT PARK PLACE.	0.20
10/17/03	AFRI	REVIEW AND ANALYSIS OF SALE STRATEGIES AND RELATED ISSUES.	2.20
10/17/03	NEUE	REVISE MOTION TO SELL HAMBURGER HAMLET ASSETS.	3.00
10/17/03	WLOB	REVIEW CORRESPONDENCE REGARDING REVISED SCHEDULES TO KKR SALE CONTRACT.	0.10
10/17/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING LANGUAGE OF SCHEDULES TO KKR PURCHASE AGREEMENT.	0.10
10/17/03	WLOB	REVIEW CORRESPONDENCE REGARDING SALES TAX MOTION REQUIRED BY KKR SALE AGREEMENT.	0.10
10/17/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE ISSUES AND ALTERNATIVES.	0.10
10/17/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING SOLUTION TO SALE ISSUES.	0.10
10/17/03	WLOB	REVIEW REVISED SCHEDULES FOR KKR SALE CONTRACT.	0.20
10/20/03	AFRI	REVIEW AND ANALYSIS OF DOCUMENTS REGARDING KOO KOO ROO SALE.	0.70
10/20/03	AFRI	TELEPHONE CONFERENCE WITH H. HILTON AND M. VELARDE REGARDING SALE OF ASSETS.	2.50
10/20/03	AFRI	TELEPHONE CONFERENCE WITH H. HILTON AND M. VELARDE REGARDING SALE OF ASSETS.	2.30
10/20/03	AFRI	TELEPHONE CONFERENCE WITH H. HILTON AND M. KLEIN REGARDING SALE STRUCTURE.	0.30
10/20/03	WLOB	REVIEW OBJECTION OF J. MENTER TO SALE PROCEDURES MOTION.	0.10
10/20/03	WLOB	REVIEW OBJECTION OF CROW WINTHROP TO SALE PROCEDURES MOTION.	0.30
10/21/03	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING JACK-IN-THE BOX LEASES.	0.40
10/21/03	AFRI	TELEPHONE CONFERENCE WITH LANDLORDS REGARDING SALES PROCESS.	0.50
10/21/03	AFRI	TELEPHONE CONFERENCE WITH R. OPERA REGARDING STATUS OF SALE.	0.20
10/21/03	AFRI	REVIEW AND ANALYSIS OF OBJECTIONS TO SALE MOTION.	0.80
10/21/03	AFRI	TELEPHONE CONFERENCE WITH C. LYNCH REGARDING SALE OF ASSETS.	0.70
10/21/03	AFRI	TELEPHONE CONFERENCE WITH H. HILTON AND M. KLEIN REGARDING STATUS OF SALE.	0.70
10/21/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING SALE OF LAND.	0.40
10/21/03	JSHA	TELEPHONE CONVERSATION WITH RACHEL WERKHEISER REGARDING REVISIONS TO BACKGROUND.	0.20

Date	Code	Activity	Hours
10/21/03	JSHA	REVIEW CORRESPONDENCE FROM COBY KELLER REGARDING REMOVAL OF PERSONAL PROPERTY FROM THE COSTA MESA, CA RESTAURANT.	0.10
10/21/03	WLOB	TELEPHONE CONFERENCE WITH M. COHEN REGARDING STRUCTURE OF SALE OF CHI-CHI'S.	0.30
10/21/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING CHI CHI'S SALE ISSUES.	0.10
10/21/03	WLOB	REVIEW CORRESPONDENCE REGARDING SALE OF PERSONAL PROPERTY AT ROSEVILLE MN LOCATION.	0.10
10/21/03	WLOB	CONFERENCE CALL WITH H. HILTON, M. KLEIN, ET. AL. REGARDING SALE ISSUES.	0.50
10/21/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON AND M. KLEIN REGARDING EARNST & YOUNG POSITION CONCERNING SALE OF KKR.	0.20
10/21/03	WLOB	TELEPHONE CONFERENCE WITH C. LYNCH REGARDING MODIFICATION OF SALE PROCEDURES.	0.30
10/21/03	WLOB	TELEPHONE CONFERENCE WITH M. KLEIN REGARDING EVIDENCE TO BE PRESENTED REGARDING SALE PROCEDURES MOTION.	0.40
10/21/03	WLOB	TELEPHONE CONFERENCE WITH REPS OF LANDLORDS REGARDING CURE ISSUES.	0.30
10/21/03	WLOB	TELEPHONE CONFERENCE WITH T. STRATTEN (E&Y) REGARDING SALE ISSUES.	0.20
10/21/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING CHI-CHI'S SALE ISSUES.	0.20
10/21/03	WLOB	TELEPHONE CONFERENCE WITH R. OPERA REGARDING CHI-CHI'S SALE ISSUES.	0.20
10/21/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING CHI-CHI'S SALE ISSUES.	0.10
10/21/03	WLOB	TELEPHONE CONFERENCE WITH R. REES REGARDING PARK PLACE OBJECTION TO KKR SALES MOTION.	0.30
10/21/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING SETTLEMENT OF ISSUES WITH PARK PLACE.	0.10
10/21/03	WLOB	CONFERENCE CALL WITH C. LYNCH AND D. FORNIER REGARDING OBJECTIONS TO KKR SALE PROCEDURES MOTION.	1.00
10/21/03	WLOB	CONFERENCE CALL WITH H. HILTON AND M. KLEIN REGARDING KKR SALE TIMING ISSUES.	0.80
10/21/03	WLOB	REVIEW SALE RELATED DOCUMENTS.	0.80
10/22/03	AFRI	REVIEW AND ANALYSIS OF ADDITIONAL SALE OBJECTION.	1.00
10/22/03	AFRI	TELEPHONE CONFERENCE WITH COMMITTEE COUNSEL REGARDING TERMS OF BID PROCEDURES.	0.50
10/22/03	AFRI	TELEPHONE CONFERENCE WITH DEBTOR REGARDING BID PROCEDURES AND SALE ISSUES.	2.50
10/22/03	AFRI	REVIEW/REVISE PURCHASE AGREEMENT.	1.10
10/22/03	GEIG	CONFER WITH ALAN FRIEDMAN RE KKR SALE DOCUMENTS.	1.00
10/22/03	NEUE	TELEPHONE CONFERENCE WITH B. TRIFF REGARDING RESPONSES TO INTERESTED POTENTIAL BIDDERS.	0.20

Date	Code	Activity	Hours
10/22/03	WLOB	TELEPHONE CONFERENCE WITH M. KLEIN REGARDING KKR SALE PROCEDURE ISSUES.	0.30
10/22/03	WLOB	TELEPHONE CONFERENCE WITH M. SANTORO REGARDING CHI-CHI'S SALE ISSUES.	0.50
10/22/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING CHI-CHI'S SALE ISSUES.	0.20
10/22/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING CHI-CHI'S SALE ISSUES.	0.30
10/22/03	WLOB	TELEPHONE CONFERENCE WITH R. RUS REGARDING RESOLUTION OF PARK PLACE LEASE REJECTION ISSUES.	0.20
10/22/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING STIPULATION TO RESOLVE PARK PLACE LEASE ISSUES.	0.20
10/22/03	WLOB	REVIEW CORRESPONDENCE REGARDING POTENTIAL CLAIMS AGAINST KKR.	0.10
10/22/03	WLOB	REVIEW LETTERS TO AND FROM J. MENTER'S COUNSEL REGARDING DUE DILIGENCE ISSUES.	0.20
10/22/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING KKR SALE ISSUES.	0.40
10/22/03	WLOB	TELEPHONE CONFERENCE WITH M. KLEIN REGARDING OBJECTIONS TO KKR SALE PROCEDURE MOTION.	0.20
10/22/03	WLOB	TELEPHONE CONFERENCE WITH C. LYNCH REGARDING KKR SALE ISSUES.	0.40
10/22/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING KKR SALE ISSUES.	0.50
10/22/03	WLOB	TELEPHONE CONFERENCE WITH C. LYNCH REGARDING KKR SALE ISSUES.	0.10
10/22/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING FOOTHILL'S WILLINGNESS TO MOVE KKR SALE DEADLINES.	0.30
10/22/03	WLOB	OFFICE CONFERENCE WITH M. KLEIN REGARDING RESPONSE LETTER TO J. MERRTER REGARDING DUE DILIGENCE ISSUES.	0.10
10/22/03	WLOB	TELEPHONE CONFERENCE WITH C. LYNCH REGARDING FUDRUKKERS POSITION CONCERNING SALE DEADLINES AND OBJECTIONS THERETO.	0.20
10/22/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON, M. VALARDI AND M. KLEIN REGARDING KKR SALE PROCEDURES AND OBJECTIONS THERETO.	1.80
10/22/03	WLOB	TELEPHONE CONFERENCE WITH C. GIBBS AND B. GROHSGAL REGARDING COMMITTEE OBJECTIONS TO KKR SALE TIMING.	0.20
10/22/03	WLOB	TELEPHONE CONFERENCE WITH C. GIBBS REGARDING PENDING HEARING ON SALE PROCEDURES AND RELATED ISSUES.	0.10
10/23/03	AFRI	TELEPHONE CONFERENCE WITH M. BRESLAUER REGARDING STATUS OF KOO KOO ROO SALE.	0.30
10/23/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING SALES OF ASSETS.	0.90
10/23/03	GEIG	COMMENT ON PROPOSED SALE DOCUMENTS.	1.00
10/23/03	GEIG	CONFER WITH H. HILTON RE SALE ISSUES.	0.30

Date	Code	Activity	Hours
10/23/03	GEIG	REVIEW DRAFT SALE AGREEMENT; CONFERENCE WITH A. FRIEDMAN RE SAME; CALL TO SIEBER RE SAME.	0.70
10/23/03	JSHA	TELEPHONE CONVERSATION WITH JAN MILLER REGARDING GENERAL LITIGATION CLAIM.	0.20
10/23/03	JSHA	TELEPHONE CONVERSATION WITH STAN MILLER REGARDING CRITICAL VENDORS.	0.30
10/23/03	JSHA	TELEPHONE CONVERSATION WITH ALAN FRIEDMAN REGARDING FIRST DAY HEARINGS.	0.20
10/23/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING SALE OF FF&E AND HIRING OF LIQUIDATOR.	0.30
10/23/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING LEASE REJECTION ISSUES.	0.30
10/23/03	JSHA	TELEPHONE CONVERSATION DIANA COULSON, COUNSEL TO HAGAN CO., THE LAND LORD FOR KKR'S REDONDO BEACH LOCATION, REGARDING REJECTION OF SUCH LEASE.	0.20
10/23/03	JSHA	FOLLOW-UP TELEPHONE CONVERSATION DIANA COULSON, COUNSEL TO HAGAN CO., THE LAND LORD FOR KKR'S REDONDO BEACH LOCATION, REGARDING REJECTION OF SUCH LEASE.	0.20
10/23/03	JSHA	TELEPHONE CONVERSATION WITH COBY KELLER REGARDING REMOVAL OF PERSONAL PROPERTY FROM THE COSTA MESA, CA RESTAURANT.	0.20
10/23/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING REJECTED LEASE ISSUES AND DATA.	0.20
10/23/03	JSHA	REVIEW DOCUMENTS FROM SCOTT SANDERS REGARDING REJECTED LEASE ISSUES.	0.40
10/23/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING REMAINING ACTION TO BE TAKEN REGARDING KKR SALE.	0.20
10/23/03	WLOB	TRAVEL FROM PHOENIX TO ORANGE COUNTY AFTER HAMLET AND KKR HEARINGS.	2.50
10/23/03	WLOB	OFFICE CONFERENCE WITH VARIOUS PARTNERS IN INTEREST TO RESOLVE KKR SALE PROCEDURES ISSUES.	0.80
10/23/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE ISSUES.	0.10
10/23/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING REMAINING SALE ISSUES.	0.20
10/23/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING CREDITOR COMMITTEE ADDITION TO SALE PROCEDURES MOTION.	0.10
10/23/03	WLOB	OFFICE CONFERENCE WITH M. KLEIN AND A. BARIL REGARDING POTENTIAL TESTIMONY AT PENDING HEARING.	0.90
10/23/03	WLOB	ATTENDANCE AT HEARING ON KKR SALE PROCEDURES MOTION.	1.80
10/24/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING SALE PROCEDURES.	0.80
10/24/03	AFRI	REVIEW AND ANALYSIS OF OBJECTION TO LEASE REJECTION MOTION.	0.30
10/24/03	GEIG	REVIEW DOCUMENTS AND BACKGROUND.	1.00
10/24/03	JSHA	CONFER WITH SCOTT SANDERS REGARDING MISCELLANEOUS LEASE REJECTION ISSUES.	0.20

Date	Code	Activity	Hours
10/24/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING DISPOSITION OF PERSONAL PROPERTY LOCATED AT INDIANAPOLIS RESTAURANT LOCATION.	0.20
10/24/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING DISPOSITION OF PERSONAL PROPERTY LOCATED AT INDIANAPOLIS RESTAURANT LOCATION.	0.30
10/24/03	JSHA	TELEPHONE CONVERSATION WITH ROBERT HATHAWAY REGARDING DISPOSITION OF PERSONAL PROPERTY LOCATED AT INDIANAPOLIS RESTAURANT LOCATION.	0.40
10/24/03	JSHA	TELEPHONE CONVERSATION WITH ALAN FRIEDMAN REGARDING DISPOSITION OF PERSONAL PROPERTY LOCATED AT INDIANAPOLIS RESTAURANT LOCATION.	0.20
10/24/03	JSHA	PREPARE CORRESPONDENCE TO RICHARD HATHAWAY REGARDING DISPOSITION OF PERSONAL PROPERTY LOCATED AT INDIANAPOLIS RESTAURANT.	1.30
10/24/03	JSHA	CONFER WITH SCOTT SANDERS REGARDING MISCELLANEOUS LEASE REJECTION ISSUES.	0.20
10/24/03	JSHA	REVIEW DOCUMENTS, INCLUDING APPLICABLE LEASE, REGARDING DISPOSITION OF PERSONAL PROPERTY LOCATED AT INDIANAPOLIS RESTAURANT.	1.10
10/24/03	JSHA	REVIEW CORRESPONDENCE FROM RICHARD HATHAWAY REGARDING DISPOSITION OF PERSONAL PROPERTY LOCATED AT INDIANAPOLIS RESTAURANT.	0.30
10/24/03	WLOB	CONFERENCE CALL REGARDING SALE ISSUE AND ALTERNATIVE FOR ALL DEBTORS.	0.90
10/24/03	WLOB	REVIEW CORRESPONDENCE REGARDING LOCATION OF KKR AUCTION.	0.10
10/24/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING CHANGES TO SALE PROCEDURES ORDER.	0.10
10/24/03	WLOB	REVIEW CORRESPONDENCE REGARDING COMMENTS ON KKR SALE PROCEDURES MOTION.	0.10
10/24/03	WLOB	TELEPHONE CONFERENCE WITH M. KLEIN REGARDING PENDING SALE ISSUES.	0.10
10/25/03	GEIG	REVIEW LEASE DOCUMENTS AND ISSUES.	2.00
10/27/03	AFRI	TELEPHONE CONFERENCE WITH C. LYNCH REGARDING STATUS OF KOO KOO ROO SALE.	0.30
10/27/03	AFRI	TELEPHONE CONFERENCE WITH M. KLEIN REGARDING STATUS OF LEASE DISPUTES.	0.40
10/27/03	AFRI	TELEPHONE CONFERENCE WITH H. HILTON AND M. KLEIN REGARDING LEASE DISPUTE ISSUES.	0.70
10/27/03	AFRI	TELEPHONE CONFERENCE WITH R. OPERA REGARDING STATUS OF SALE.	0.20
10/27/03	AFRI	TELEPHONE CONFERENCE WITH R. RUS REGARDING STATUS OF KOO KOO ROO LEASE REJECTION.	0.20
10/27/03	AFRI	CONFERENCE WITH W. LOBEL REGARDING STRATEGY FOR LIQUIDATION OF ASSETS.	1.00

Date	Code	Activity	Hours
10/27/03	AFRI	REVIEW/REVISE PROCEDURES ORDER.	1.50
10/27/03	GEIG	CONFERENCE WITH M. KLEIN RE LEASE ISSUES.	0.20
10/27/03	GEIG	CONFERENCE WITH M. KLEIN RE LEASE ISSUES.	0.20
10/27/03	GEIG	CONFERENCE WITH A. FRIEDMAN RE LEASE ISSUES.	0.30
10/27/03	JSHA	CONFER WITH MATT HEYN REGARDING REVISIONS TO STIPULATION RE REMOVAL OF PERSONAL PROPERTY FROM PARK PLACE LEASE.	0.20
10/27/03	JSHA	TELEPHONE CONVERSATION WITH TONY BARIL REGARDING STATUS OF REJECTED LEASES AND REMOVAL OF PERSONAL PROPERTY.	0.20
10/27/03	JSHA	TELEPHONE CONVERSATION SCOTT SANDERS REGARDING AUCTIONING OF PERSONAL PROPERTY.	0.20
10/27/03	JSHA	CONFER WITH ALAN FRIEDMAN REGARDING KKR SALE ISSUES.	0.20
10/27/03	JSHA	TELEPHONE CONVERSATION WITH JOE BUCKMAN REGARDING SALE OF KKR.	0.20
10/27/03	JSHA	TELEPHONE CONVERSATION WITH CHRIS SEIBER REGARDING ORGANIZATION OR AND ACCESS TO DATA ROOM AT HQS RE KKR SALE.	0.20
10/27/03	JSHA	TELEPHONE CONVERSATION WITH JOE BUCKMAN REGARDING SALE OF KKR.	0.20
10/27/03	JSHA	TELEPHONE CONVERSATION WITH CHRIS SEIBER REGARDING LEASE REJECTION ISSUES.	0.20
10/27/03	JSHA	REVIEW AND REVISE STIPULATION RE REMOVAL OF PERSONAL PROPERTY FROM PARK PLACE LEASE.	1.40
10/27/03	JSHA	CONFER WITH CHRIS SEIBER REGARDING PROPOSED PROCEDURES FOR DATA ROOM RE SALE OF CHI-CHI'S AND KKR.	0.40
10/27/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING KKR LANDLORD ISSUES.	0.30
10/27/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING SALE PUBLICATION ISSUES.	0.10
10/27/03	WLOB	REVIEW CORRESPONDENCE REGARDING DUE DILIGENCE AND DATA ROOM ISSUES.	0.10
10/27/03	WLOB	REVIEW CORRESPONDENCE REGARDING PUBLICATION OF KKR NOTICE OF SALE.	0.10
10/27/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING SPECIFIC PURCHASE INQUIRES REGARDING KKR.	0.20
10/27/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON AND M. KLEIN REGARDING KKR SALES PROCEDURE ISSUES.	0.20
10/27/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE ISSUES AND ALTERNATIVES.	0.30
10/27/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING KKR SALE ISSUES.	0.20
10/27/03	WLOB	REVIEW CORRESPONDENCE REGARDING HAMLET SALE TIMING AND PROCEDURE.	0.20
10/27/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING SALE ISSUES.	0.20
10/27/03	WLOB	REVIEW CORRESPONDENCE REGARDING PUBLICATION OF NOTICE OF KKR SALE.	0.10
10/27/03	WLOB	REVIEW LIQUIDATOR AGREEMENT WITH FRED RUSH AND ASSOC.	0.10

Date	Code	Activity	Hours
10/27/03	WLOB	REVIEW CORRESPONDENCE FROM CA-RSJ HOLDINGS REGARDING SECURITY INTEREST IN FF&E AT COSTA MESA LOCATION.	0.10
10/27/03	WLOB	REVIEW DRAFT OF STIPULATION REGARDING REJECTION OF PARK PLACE LEASE.	0.10
10/27/03	WLOB	REVIEW CORRESPONDENCE FROM SAH PARNERSHIP REGARDING DISPOSAL OF PERSONAL PROPERTY.	0.10
10/27/03	WLOB	REVIEW OBJECTION OF JACK IN THE BOX TO LEASE REJECTION MOTION.	0.10
10/27/03	WLOB	REVIEW CORRESPONDENCE REGARDING INDIANAPOLIS LEASE FOR CHI-CHI'S.	0.10
10/27/03	WLOB	REVIEW CORRESPONDENCE REGARDING SALE ISSUES FOR HAMLET.	0.10
10/27/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.20
10/27/03	WLOB	REVIEW REVISIONS TO KKR SALES PROCEDURE ORDER.	0.20
10/27/03	WLOB	REVIEW CORRESPONDENCE REGARDING KKR LEASE REJECTION ISSUES.	0.10
10/27/03	WLOB	REVIEW CORRESPONDENCE REGARDING KKR PURCHASER INQUIRIES.	0.20
10/27/03	WLOB	REVIEW RESPONSE TO DEMAND LETTER FROM MR. MENTER.	0.10
10/27/03	WLOB	REVIEW SUMMARY OF UPCOMING DEADLINES.	0.10
10/27/03	WLOB	REVIEW CORRESPONDENCE AND REVISED DRAFT OF KKR SALE PROCEDURES MOTION.	0.30
10/27/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING KKR, CHI-CHI'S AND HAMLET SALE ISSUES.	0.40
10/27/03	WLOB	TELEPHONE CONFERENCE WITH M. KLEIN AND H. HILTON REGARDING PENDING SALE STRATEGIES AND ISSUES.	0.30
10/28/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING LEASE REJECTIONS.	0.70
10/28/03	AFRI	REVIEW/REVISE SALE PROCEDURES ORDER.	2.20
10/28/03	AFRI	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING STATUS OF LEASE DISPUTE.	0.30
10/28/03	AFRI	PREPARE BID QUALIFICATION AGENDA.	1.30
10/28/03	JSHA	CONFER WITH JOE BOECKMAN REGARDING SALE OF CHI-CHI'S.	0.30
10/28/03	JSHA	REVIEW VARIOUS OBJECTIONS TO CHI-CHI'S SALE MOTION.	1.20
10/28/03	JSHA	TELEPHONE CONVERSATION WITH TONY BARIL REGARDING STATUS OF REJECTED LEASES AND REMOVAL OF PERSONAL PROPERTY.	0.20
10/28/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING STATUS OF REJECTED LEASES AND REMOVAL OF PERSONAL PROPERTY.	0.20
10/28/03	JSHA	REVIEW SALE PROCEDURES MOTION.	0.40
10/28/03	NEUE	TELEPHONE CONFERENCE WITH R. WERKHEISER REGARDING NOTICE FOR SALE OF KOO KOO ROO ASSETS.	0.30
10/28/03	WLOB	REVIEW REVISED PURCHASE AGREEMENT FOR HAMBURGER HAMLET.	0.80
10/28/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING VARIOUS PENDING SALE ISSUES.	0.30

Date	Code	Activity	Hours
10/28/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING LOGISTICS OF KKR SALE AND LANDLORD ISSUES.	0.20
10/28/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING HAMLET SALE ISSUES.	0.20
10/28/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING KKR SALE ORDER ISSUES.	0.10
10/28/03	WLOB	TELEPHONE CONFERENCE WITH R. RUS REGARDING REMOVAL OF PERSONAL PROPERTY FROM PARK PLACE KKR LOCATION.	0.20
10/28/03	WLOB	REVIEW CORRESPONDENCE REGARDING PUBLICATION OF SALE NOTICE IN KKR.	0.10
10/28/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN AND K. SMITH REGARDING ADEQUATE ASSURANCE ISSUES REGARDING ASSUMPTION OF LEASE.	0.30
10/28/03	WLOB	REVIEW AND RESPOND TO CORRESPONDENCE REGARDING CLOSING ISSUES WITH FUDDRUCKERS.	0.30
10/28/03	WLOB	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING KKR PARK PLACE FF&E ISSUES.	0.10
10/28/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING KKR PARK PLACE ISSUES.	0.10
10/28/03	WLOB	TELEPHONE CONFERENCE WITH R. RUS AND S. SANDERS REGARDING REMOVAL OF REMAINING FF&E AT PARK PLACE.	0.20
10/28/03	WLOB	TELEPHONE CONFERENCE WITH B. TRIFF REGARDING FRANCHISE TAX AND RELATED KKR SALE ISSUES.	0.20
10/28/03	WLOB	REVIEW REVISED KKR SALE ORDER.	0.40
10/28/03	WLOB	REVIEW CORRESPONDENCE REGARDING KKR SALE ISSUES.	0.30
10/29/03	AFRI	TELEPHONE CONFERENCE WITH LANDLORD REGARDING STATUS OF SALE (MANHATTAN).	0.50
10/29/03	AFRI	TELEPHONE CONFERENCE WITH FUDDRUCKERS REGARDING STATUS OF SALE.	0.50
10/29/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING STATUS OF REJECTED LEASES AND REMOVAL OF PERSONAL PROPERTY.	0.20
10/29/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING AUCTION OF PERSONAL PROPERTY.	0.20
10/29/03	JSHA	PREPARE FOLLOW-UP MOTION TO REJECT PERSONAL PROPERTY LEASES AND EXECUTORY CONTRACTS.	2.20
10/29/03	JSHA	CONFER WITH CHRIS SEIBER REGARDING INFORMATION IN DATA ROOM.	0.20
10/29/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING CURE SCHEDULE.	0.20
10/29/03	KSMI	DISCUSS POTENTIAL BUYER QUALIFICATIONS WITH ALAN FRIEDMAN.	0.20
10/29/03	KSMI	RESEARCH REQUIREMENTS FOR SUITABLE ASSET PURCHASERS.	0.50
10/29/03	NEUE	TELEPHONE CONFERENCE WITH R. WERKHEISER REGARDING NOTICE FOR SALE OF KOO KOO ROO ASSETS.	0.20
10/29/03	NEUE	REVIEW/ANALYSIS OF REVISED SALE PROCEDURES ORDER.	0.40

Date	Code	Activity	Hours
10/29/03	NEUE	REVIEW/REVISE PUBLICATION NOTICE OF KOO KOO ROO ASSET SALE AND AUCTION.	0.20
10/29/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE AND AUCTION ISSUES.	0.30
10/29/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING COMPETING OFFERS AND SALE STRUCTURE SCENARIOS.	0.30
10/29/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING LIQUIDATION OF FF&E AT KKR LOCATIONS.	0.10
10/29/03	WLOB	ANALYZE SALE ISSUES AND POSSIBLE RESPONSES THERETO.	0.40
10/29/03	WLOB	REVIEW COMMITTEES COMMENTS ON KKR SALE PROCEDURES MOTION.	0.30
10/29/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING SALE TIMING ISSUES.	0.10
10/29/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE ISSUES AND POSSIBLE RESOLUTIONS.	0.20
10/29/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING KKR AUCTION.	0.10
10/30/03	AFRI	REVIEW/REVISE STIPULATION TO REJECT LEASES (JIB)	0.20
10/30/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING REJECTED LEASES.	0.50
10/30/03	AFRI	REVIEW/REVISE PUBLICATION NOTIFICATION.	0.30
10/30/03	AFRI	REVIEW/REVISE STIPULATION REGARDING SALE OF LIQUOR LICENSE.	0.30
10/30/03	AFRI	TELEPHONE CONFERENCE WITH M. MCCARTHY REGARDING POTENTIAL BIDDER.	0.30
10/30/03	AFRI	REVIEW AND ANALYSIS OF ADDITIONAL DOCUMENTS REGARDING SALE OF ASSETS.	0.80
10/30/03	AFRI	TELEPHONE CONFERENCE WITH COUNSEL REGARDING BID PROCEDURES.	0.70
10/30/03	JSHA	CONFER WITH CHRIS SEIBER REGARDING INFORMATION IN DATA ROOM.	0.20
10/30/03	JSHA	CONFER WITH ALAN FRIEDMAN REGARDING INFORMATION IN DATA ROOM.	0.20
10/30/03	JSHA	CONFER WITH ALAN FRIEDMAN REGARDING INFORMATION IN DATA ROOM RE SALE OF CHI-CHI'S.	0.60
10/30/03	JSHA	CONFER WITH CHRIS SEIBER REGARDING INFORMATION IN DATA ROOM.	0.20
10/30/03	JSHA	REVIEW AND RESPOND TO CORRESPONDENCE FROM SCOTT SANDERS REGARDING CURE SCHEDULE.	0.20
10/30/03	JSHA	REVIEW DRAFT CURE SCHEDULE.	0.30
10/30/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING CURE SCHEDULE.	0.20
10/30/03	JSHA	TELEPHONE CONVERSATION WITH KATHY SORENSON REGARDING REJECTION OF SUBLEASES.	0.20
10/30/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING REJECTION OF SUBLEASES.	0.20

Date	Code	Activity	Hours
10/30/03	JSHA	REVIEW DOCUMENTS AND GATHER FACTS REGARDING REJECTION OF SUBLEASES.	0.40
10/30/03	JSHA	REVIEW AND RESPOND TO CORRESPONDENCE FROM SCOTT SANDERS REGARDING REJECTION OF SUBLEASES.	0.20
10/30/03	NEUE	TELEPHONE CONFERENCE WITH J. KRIEGER REGARDING SALE PROCEDURES FOR KOO KOO ROO SALE.	0.30
10/30/03	WLOB	REVIEW CORRESPONDENCE REGARDING HAMLET SALE AGREEMENT.	0.20
10/30/03	WLOB	REVIEW CORRESPONDENCE REGARDING REDUCTION OF LEASES AND RELATED DUE DILIGENCE ISSUES.	0.20
10/30/03	WLOB	REVIEW CORRESPONDENCE REGARDING ACCESS OF POTENTIAL BIDDERS TO DUE DILIGENCE ITEMS.	0.10
10/30/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE OF HAMLET ISSUES.	0.30
10/30/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING KKR SALE ISSUES.	0.30
10/30/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING SALE STRUCTURE AND DOCUMENTATION ISSUES.	0.20
10/31/03	AFRI	REVIEW AND ANALYSIS OF DOCUMENTS REGARDING STATUS OF ASSETS.	0.80
10/31/03	JSHA	PREPARE MEMORANDUM TO CLIENT REGARDING STATUS OF REJECTED LEASES AND REMOVAL OF PERSONAL PROPERTY.	3.30
10/31/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING STATUS OF REJECTED LEASES AND REMOVAL OF PERSONAL PROPERTY.	0.20
10/31/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING STATUS OF REJECTED LEASES AND REMOVAL OF PERSONAL PROPERTY.	0.20
10/31/03	JSHA	TELEPHONE CONVERSATION WITH TONY BARIL REGARDING STATUS OF REJECTED LEASES AND REMOVAL OF PERSONAL PROPERTY.	0.20
10/31/03	JSHA	REVISE DRAFT MOTION TO REJECT SUBLEASES.	1.20
10/31/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING SALE ISSUES.	0.20
10/31/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING CHI-CHI'S SALE OR REORGANIZATION ISSUES.	0.20
10/31/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON AND OTHERS REGARDING POTENTIAL SALE OR RESTRUCTURE OF CHI-CHI'S.	0.60
10/31/03	WLOB	TELEPHONE CONFERENCE WITH M. KLEIN AND H. HILTON REGARDING CHI-CHI'S SALE ISSUES.	0.40
10/31/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING SALE ISSUES.	0.50
10/31/03	WLOB	CONFERENCE CALL WITH H. HILTON, M. KLEIN, A. BARIL ETC. REGARDING POTENTIAL SALE.	0.70
		Total Hours:	**163.50**
		Total Fees:	**$ 90,599.50**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	46.50	26,970.00
Roy S. Geiger	GEIG	550.00	9.20	5,060.00
William N. Lobel	WLOB	660.00	64.60	42,636.00
Gregory R. Smith	SMIT	600.00	0.30	180.00
Mike D. Neue	NEUE	415.00	18.50	7,677.50
John P. Schafer	JSHA	335.00	23.70	7,939.50
Lucille Kalli Smith	KSMI	195.00	0.70	136.50
	Total Billed		**163.50**	**$ 90,599.50**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$ 90,599.50
Total Current Amount Due:	**$ 90,599.50**

BUSINESS OPERATIONS

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
10/08/03	AFRI	REVIEW/REVISE CASH MANAGEMENT MOTION.	2.20
10/08/03	AFRI	REVIEW/REVISE GLOBAL DECLARATION.	2.50
10/08/03	AFRI	REVIEW/REVISE CRITICAL VENDOR MOTION.	1.80
10/08/03	AFRI	PREPARE FOR AND TRAVEL TO DELAWARE FOR FIRST DAY HEARINGS.	8.50
10/08/03	NEUE	DRAFT INSERT FOR DIP FINANCING MOTION.	1.40
10/08/03	NEUE	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING LEASE REJECTIONS.	0.20
10/08/03	NEUE	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING CRITICAL VENDOR ISSUES.	0.30
10/08/03	NEUE	TELEPHONE CONFERENCE WITH D. GARCIA REGARDING LEASE REJECTION MOTION.	0.10
10/08/03	NEUE	REVIEW/ANALYSIS OF ISSUES RELATED TO PAYMENT OF CRITICAL VENDORS.	0.60
10/08/03	NEUE	DRAFT CORRESPONDENCE TO S. SANDERS REGARDING CRITICAL VENDOR MOTION.	0.30
10/08/03	NEUE	MEETING WITH CLIENT REGARDING SIGNATURES ON FIRST DAY MOTIONS.	0.90
10/08/03	NEUE	DRAFT/REVISE CASH MANAGEMENT MOTION.	2.70
10/08/03	WLOB	PREPARE FOR HEARING IN FIRST DAY MOTIONS INCLUDING TRAVEL TO DELAWARE.	9.20
10/08/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING ACTION TO BE TAKEN.	0.20
10/08/03	WLOB	TELEPHONE CONFERENCE WITH M. KLEIN AND A. BARIS REGARDING COMMENTS ON GLOBAL DECLARATION.	0.30
10/08/03	WLOB	TELEPHONE CONFERENCE WITH L. JONES AND B. GROHSGAL REGARDING PRE-FILING ISSUES.	0.20
10/08/03	WLOB	TELEPHONE CONFERENCES WITH B. GROHSGAL REGARDING FIRST DAY MOTIONS, PETITIONS AND RELATED ISSUES.	1.20
10/08/03	WLOB	TELEPHONE CONFERENCES WITH B. GROHSGAL REGARDING FIRST DAY MOTIONS.	0.50
10/08/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING GLOBAL DECLARATION OF A. BARIL.	0.30
10/08/03	WLOB	DRAFT PORTIONS OF DECLARATION OF A. BARIL IN SUPPORT OF FIRST DAY MOTIONS.	1.20
10/09/03	AFRI	PREPARE FOR AND ATTEND FIRST DAY MOTIONS HEARING.	6.50
10/09/03	AFRI	TRAVEL FROM DELAWARE FOR FIRST DAY MOTIONS HEARING.	6.50
10/09/03	WLOB	TRAVEL FROM DELAWARE TO ORANGE COUNTY AFTER HEARING ON FIRST DAY MOTIONS.	7.40
10/10/03	AFRI	TELEPHONE CONFERENCE WITH M. KLEIN AND T. BARIL REGARDING STATUS OF OPERATIONS.	0.40
10/10/03	AFRI	REVIEW AND ANALYSIS OF ISSUES AND DOCUMENTS REGARDING CASH MANAGEMENT SYSTEM.	0.50

Date	Code	Activity	Hours
10/10/03	NEUE	TELEPHONE CONFERENCE WITH C. SIEBER REGARDING LEASE TERMINATION ISSUES.	0.20
10/10/03	NEUE	TELEPHONE CONFERENCE WITH J. ATTANUCCI REGARDING LEASE TERMINATION ISSUES.	0.40
10/10/03	NEUE	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING PAYMENT OF CURE PAYMENTS UPON ASSUPTION OF LEASES.	0.30
10/10/03	NEUE	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING PAYMENT OF CRITICAL VENDORS.	0.10
10/13/03	AFRI	CONFERENCE CALL REGARDING SALE OF ASSETS.	1.50
10/14/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING REMAINING FIRST DAY MOTIONS FOR CHI-CHI'S AND KOO KOO ROO.	0.80
10/15/03	AFRI	REVIEW AND ANALYSIS OF RECLAMATION ISSUES.	0.80
10/15/03	NEUE	TELEPHONE CONFERENCE WITH M. GOLDEN REGARDING REJECTION OF LEASE.	0.20
10/15/03	NEUE	TELEPHONE CONFERENCE WITH J. MILIBAND REGARDING REJECTION OF LEASES.	0.20
10/15/03	NEUE	TELEPHONE CONFERENCE WITH P. DUNCAN REGARDING IDENTIFICATION OF REJECTED LEASES.	0.20
10/15/03	NEUE	REVIEW/ANALYSIS OF ISSUES RELATED TO REJECTION OF LEASES.	1.20
10/16/03	NEUE	TELEPHONE CONFERENCE WITH M. GOLDEN REGARDING REJECTION OF GEORGIA LEASE.	0.20
10/16/03	WLOB	OFFICE CONFERENCE WITH M. NEUE REGARDING ADDITIONAL MOTIONS TO BE FILED.	0.20
10/17/03	AFRI	TELEPHONE CONFERENCE WITH B. TRIFF REGARDING KOO KOO ROO SALE.	0.40
10/17/03	NEUE	REVIEW/ANALYSIS OF LEASE REJECTION ISSUES.	1.30
10/18/03	AFRI	REVIEW/REVISE APA'S FOR PENDING SALES AND TELEPHONE CONFERENCE REGARDING SAME.	1.20
10/21/03	AFRI	REVIEW/REVISE WAGE MOTION.	0.40
10/21/03	AFRI	REVIEW AND ANALYSIS OF MOTION TO COMPEL ASSUMPTION.	0.50
10/21/03	AFRI	REVIEW/REVISE BARIL AFFIDAVIT.	1.10
10/21/03	AFRI	REVIEW/REVISE OMNIBUS MOTION.	0.50
10/21/03	HEYN	STIPULATION WITH CROW WINTHROP RE PARK PLACE	2.00
10/21/03	JSHA	TELEPHONE CONVERSATION WITH TONY BARIL REGARDING SOFAS AND SCHEDULES.	0.20
10/21/03	JSHA	PREPARE AND REVISE BACKGROUND INFORMATION REGARDING HAMLET DEBTORS.	1.50
10/21/03	JSHA	TELEPHONE CONVERSATION WITH RACHEL WORKHEISER REGARDING BACKGROUND INFORMATION RE HAMLET DEBTORS.	0.20
10/21/03	JSHA	TELEPHONE CONVERSATION WITH RACHEL WORKHEISER REGARDING BACKGROUND INFORMATION RE HAMLET DEBTORS.	0.20
10/21/03	JSHA	PREPARE AND REVISE BACKGROUND INFORMATION REGARDING HAMLET DEBTORS.	2.20
10/21/03	NEUE	TELEPHONE CONFERENCE WITH H. GOLDMAN REGARDING STATUS OF LEASE.	0.20

Date	Code	Activity	Hours
10/21/03	NEUE	TELEPHONE CONFERENCE WITH JOHN HAMILTON REGARDING STATUS OF SAN VICENTE ENTERPRISES LEASE.	0.20
10/21/03	NEUE	TELEPHONE CONFERENCE WITH P. DUNCAN REGARDING STIPULATION TO VACATE LEASED PREMISES.	0.10
10/21/03	WLOB	REVIEW CORRESPONDENCE REGARDING FIRST DAY MOTIONS.	0.10
10/22/03	HEYN	DRAFTING STIPULATION RE PROCEDURES FOR VACATING PARK PLACE PREMISES	2.30
10/22/03	JDEN	REVIEWED STOCK PURCHASE AGREEMENT AND CORRESPONDENCE REGARDING INDEMNITY (2.10); CONFER WITH ALAN FRIEDMAN REGARDING THE SAME (.40)	2.50
10/22/03	NEUE	TELEPHONE CONFERENCE WITH C. SEIBER REGARDING LANDLORD ISSUES.	0.10
10/22/03	NEUE	DRAFT CORRESPONDENCE TO C. SEIBER REGARDING NEED FOR LEASES OF CORPORATE APARTMENTS.	0.30
10/22/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING FIRST DAY MOTIONS IN HAMLET.	0.30
10/22/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING CONTENTS OF SPECIFIC FIRST DAY MOTIONS.	0.40
10/22/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING FIRST DAY MOTIONS.	0.20
10/22/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL AND R. WERHEISER REGARDING DIFFERENCES IN HAMLET FIRST DAY MOTION FROM CHI-CHI'S AND KKR MOTIONS.	0.40
10/22/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL AND R. WERKHEISER REGARDING FIRST DAY MOTION ISSUES.	0.40
10/22/03	WLOB	REVIEW FIRST DAY MOTIONS IN HAMLET IN PREPARATION FOR HEARING.	3.50
10/22/03	WLOB	REVIEW GLOBAL DECLARATION OF A. BARIL IN SUPPORT OF FIRST DAY MOTIONS.	0.50
10/22/03	WLOB	TRAVEL FROM ORANGE COUNTY TO PHOENIX FOR HEARING ON HAMLET FIRST DAY MOTIONS AND KKR SALE PROCEDURES MOTION.	2.50
10/23/03	AFRI	TELEPHONE CONFERENCE WITH LANDLORDS (4) REGARDING STATUS OF OPERATIONS.	0.60
10/23/03	AFRI	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING STATUS.	0.30
10/23/03	AFRI	PREPARE FOR AND PARTICIPATE IN FIRST DAY MOTIONS.	4.20
10/23/03	HEYN	CONTACTING SCOTT SANDERS RE MOVE OUT OF PARK PLACE; REVISING STIPULATION; SENDING STIPULATION TO RUSS.	0.40
10/23/03	JSHA	REVIEW AND REVISE MOTION TO PAY EMPLOYEE BONUSES.	2.60
10/23/03	NEUE	REVIEW/REVISE STIPULATION WITH JACK IN THE BOX TO VACATE LEASED PREMISES.	0.50
10/23/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING LOGISTICS OF EXTENSION OF FIRST DAY MOTIONS.	0.20
10/23/03	WLOB	REVIEW DRAFTS OF ORDERS FOR HAMLET FIRST DAY MOTIONS.	0.40
10/23/03	WLOB	PREPARATION FOR HEARING ON HAMLET FIRST DAY MOTIONS.	1.20

Date	Code	Activity	Hours
10/23/03	WLOB	TELEPHONE CONFERENCE WITH R. WERKHEISER REGARDING PREPARATION OF FINAL FORMS OF ORDERS.	0.10
10/23/03	WLOB	ATTENDANCE AT HEARING ON HAMLET FIRST DAY MOTIONS.	1.40
10/24/03	AFRI	REVIEW/REVISE FIRST DAY MOTIONS.	1.10
10/24/03	GEIG	REVIEW AGREEMENT RE: LEASE ISSUES AND LIABILITY.	0.70
10/24/03	GEIG	REVIEW LEASE DOCUMENTS	3.80
10/24/03	GEIG	CONFERENCE WITH A. FRIEDMAN, H. HILTON, M. KLEIN AND SIEBER RE LEASE ISSUES.	1.80
10/24/03	HEYN	CONTACT FRIEDMAN RE STIPULATION TO TRANSFER LIQUOR LICENSE; CONTACT INTNER RE STIPULATION.	0.10
10/24/03	JSHA	TELEPHONE CONVERSATION WITH STAN HARVEY REGARDING CRITICAL VENDOR ISSUES.	0.20
10/24/03	JSHA	CONFER WITH ALAN FRIEDMAN REGARDING CRITICAL VENDOR ISSUES.	0.20
10/24/03	JSHA	CONFER WITH JAN MILLER REGARDING MISCELLANEOUS EMPLOYEE PAYROLL ISSUES.	0.20
10/24/03	JSHA	TELEPHONE CONVERSATION WITH TONY BARIL REGARDING CRITICAL VENDOR ISSUES.	0.20
10/24/03	NEUE	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING REJECTION OF JACK IN THE BOX LEASES.	0.10
10/24/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING FINALIZATION OF HAMLET FIRST DAY MOTIONS.	0.10
10/27/03	AFRI	REVIEW AND ANALYSIS OF DOCUMENTS REGARDING REJECTION OF APT. LEASES.	0.30
10/27/03	GEIG	CONFER WITH A. FRIEDMAN RE LEASE ISSUES	0.50
10/27/03	GEIG	CONFERENCE WITH M. KLEIN RE LEASE ISSUES AND APPROACHES TO LEASE TERMINATION.	0.50
10/27/03	GEIG	CONFERENCE WITH H. HILTON AND M. KLEIN RE LEASE ISSUES.	1.00
10/27/03	HEYN	DRAFTING STIPULATION RE TRANSFER OF LIQUOR LICENSE; CALL TO INTNER	2.20
10/27/03	JSHA	TELEPHONE CONVERSATION WITH DAWN COULSON REGARDING LEASE REJECTION ISSUES FOR THE REDONDO BEACH KKR.	0.20
10/27/03	JSHA	PREPARE CORRESPONDENCE TO DAWN COULSON REGARDING LEASE REJECTION ISSUES FOR THE REDONDO BEACH KKR.	0.80
10/27/03	JSHA	CONFER WITH ALAN FRIEDMAN REGARDING LEASE REJECTION ISSUES.	0.30
10/27/03	JSHA	GATHER FACTS AND REVIEW LEASES RE LIMITATIONS ON USE OF PROPERTY.	0.90
10/27/03	JSHA	PREPARE AND REVISE DRAFT LETTER TO LANDLORDS REGARDING STATUS OF THE BANKRUPTCY CASE.	1.30
10/27/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING LANDLORD ISSUES.	0.30
10/27/03	WLOB	REVIEW CORRESPONDENCE REGARDING VARIOUS LEASE ISSUES.	0.30
10/27/03	WLOB	REVIEW CORRESPONDENCE REGARDING PELO ENERGY REGARDING ADEQUATE PERFORMANCE.	0.10

Date	Code	Activity	Hours
10/27/03	WLOB	REVIEW CORRESPONDENCE FROM CSM REGARDING NON-PAYMENT OF RENT.	0.10
10/28/03	GEIG	CONFERENCE WITH KLEIN RE LEASE ISSUES.	1.50
10/28/03	GEIG	REVIEW AND ANALYZE LEASE DOCUMENTS AND ISSUES.	2.00
10/28/03	HEYN	CALL TO ALAN FRIEDMAN, STEVE SANDERS; CONFERENCE RE STIPULATION TO VACATE PARK PLACE.	0.50
10/28/03	HEYN	CHECKING STATUS OF STIPULATION FOR TRANSFER OF LIQUOR LICENSE FOR INTNER; EMAIL TO INTNER.	0.20
10/28/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING DISPOSITION OF PERSONAL PROPERTY AT THE STORES.	0.50
10/28/03	JSHA	TELEPHONE CONVERSATION WITH SCOTT SANDERS REGARDING DISPOSITION OF PERSONAL PROPERTY AT THE STORES.	0.20
10/28/03	NEUE	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING STIPULATION WITH JACK IN THE BOX.	0.10
10/28/03	NEUE	TELEPHONE CONFERENCE WITH J. CLARK FROM STATE OFFICE OF TOURISM REGARDING BANKRUPTCY FILING.	0.10
10/28/03	NEUE	DRAFT CORRESPONDENCE TO J. ATTANUCCI REGARDING REJECTION OF APARTMENT LEASES.	0.10
10/28/03	WLOB	TELEPHONE CONFERENCE WITH T. BARIL REGARDING INSURANCE PREMIUM ISSUES.	0.10
10/28/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING PARK PLACE ISSUES.	0.10
10/29/03	AFRI	REVIEW AND ANALYSIS OF REVISED AGREEMENT REGARDING LEASE ASSIGNMENTS.	0.80
10/29/03	AFRI	CONFERENCE CALL REGARDING LEASE ASSIGNMENTS.	0.60
10/29/03	AFRI	TELEPHONE CONFERENCE REGARDING CRITICAL VENDOR PAYMENTS.	0.20
10/29/03	AFRI	REVIEW AND ANALYSIS OF MULTIPLE OPERATIONAL ISSUES.	0.70
10/29/03	GEIG	TELEPHONE CALL WITH M. KLEINRE: LEASE ISSUES.	1.00
10/29/03	GEIG	REVIEW LEASE AGREEMENTS AND PREPARE EMAILS RE SAME.	1.50
10/29/03	GEIG	CONFER WITH M. KLEIN RE LEASE ISSUES.	0.20
10/29/03	GEIG	CONFERENCE WITH H. HILTON AND M. KLEIN RE: LEASE ISSUES	0.30
10/29/03	GEIG	CONFERENCE WITH M. KLEIN RE: LEASE ISSUES	0.30
10/29/03	HEYN	FOLLOW UP RE STIPULATION TO VACATE PARK PLACE; FAX TO RUS	0.30
10/29/03	JSHA	TELEPHONE CONVERSATION WITH RACHEL WERKHEISER REGARDING UTILITIES DEPOSITS.	0.20
10/29/03	JSHA	REVIEW DOCUMENTS REGARDING SUBSEQUENT REJECTION OF CERTAIN HAMLET LEASES.	0.50
10/29/03	JSHA	TELEPHONE CONVERSATION WITH RICHARD GALLIVAN OF CHARLEY'S RESTAURANTS REGARDING PURCHASE OF CHI-CHI'S ENDFIELD, CONN. LEASE.	0.20
10/29/03	NEUE	REVIEW/ANALYSIS OF REVISED STIPULATION REGARDING REJECTION OF JACK IN THE BOX LEASES.	0.30
10/29/03	NEUE	REVIEW/REVISE STIPULATION REGARDING ASSUMPTION OF TIMONIUM SALE CONTRACT.	0.40

Date	Code	Activity	Hours
10/29/03	NEUE	DRAFT CORRESPONDENCE TO P. DUNCAN REGARDING REVISIONS TO JACK IN THE BOX LEASE REJECTION STIPULATION.	0.30
10/29/03	WLOB	REVIEW CORRESPONDENCE REGARDING ADDITIONAL LANDLORD PROBLEMS.	0.20
10/29/03	WLOB	REVIEW CORRESPONDENCE REGARDING ADEQUATE ASSURANCE ISSUES FOR UTILITIES AT HAMLET LOCATIONS.	0.20
10/29/03	WLOB	REVIEW CORRESPONDENCE REGARDING LANDLORD ISSUES.	0.10
10/29/03	WLOB	REVIEW VARIOUS CORRESPONDENCE REGARDING UTILITY DEMANDS.	0.10
10/29/03	WLOB	REVIEW CORRESPONDENCE REGARDING ASSOCIATED ESTATES REALTY ISSUES.	0.10
10/29/03	WLOB	REVIEW CORRESPONDENCE REGARDING CASH MANAGEMENT ISSUES.	0.20
10/29/03	WLOB	REVIEW INITIAL MONTHLY OPERATIONAL REPORT.	0.10
10/30/03	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING EXECUTORY CONTRACT ASSUMPTION	0.30
10/30/03	AFRI	REVIEW AND ANALYSIS OF SEVERANCE PLANS.	0.60
10/30/03	JSHA	TELEPHONE CONVERSATION WITH CHRIS SEIBER REGARDING CHI-CHI'S DBAS.	0.20
10/30/03	JSHA	TELEPHONE CONVERSATION WITH TONY BARIL REGARDING CRITICAL VENDOR ISSUES.	0.20
10/30/03	JSHA	CONFER WITH ALAN FRIEDMAN REGARDING CRITICAL VENDOR ISSUES.	0.20
10/30/03	JSHA	TELEPHONE CONVERSATION WITH STAN HARVEY REGARDING CRITICAL VENDOR ISSUES.	0.20
10/30/03	JSHA	TELEPHONE CONVERSATION WITH RACHEL WERKHEISER REGARDING CRITICAL VENDOR ISSUES.	0.20
10/30/03	JSHA	TELEPHONE CONVERSATION WITH TONY BARIL REGARDING CHI-CHI'S NOTE.	0.20
10/30/03	NEUE	TELEPHONE CONFERENCE WITH S. SANDERS REGARDING STIPULATION WITH JACK IN THE BOX.	0.20
10/30/03	NEUE	TELEPHONE CONFERENCE WITH P. DUNCAN REGARDING STIPULATION WITH JACK IN THE BOX.	0.10
10/30/03	NEUE	TELEPHONE CONFERENCE WITH P. DUNCAN REGARDING STIPULATION WITH JACK IN THE BOX.	0.30
10/30/03	NEUE	REVIEW/REVISE STIPULATION WITH JACK IN THE BOX.	0.20
10/30/03	WLOB	REVIEW CORRESPONDENCE REGARDING REMOVAL OF FF&E.	0.20
10/30/03	WLOB	REVIEW FIRST DAY ORDERS IN HAMLET CASE .	0.80
10/30/03	WLOB	REVIEW CORRESPONDENCE REGARDING OPERATIONAL ISSUES.	0.20
10/30/03	WLOB	REVIEW CORRESPONDENCE REGARDING LANDLORD ISSUES.	0.20
10/30/03	WLOB	REVIEW CORRESPONDENCE REGARDING LANDLORD ISSUES.	0.10
10/31/03	WLOB	REVIEW CORRESPONDENCE REGARDING USE OF CLINTON MARYLAND FACILITY.	0.10
10/31/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING LEASE ISSUES AND PENDING OBJECTIONS TO LEASE REJECTION.	0.20

Date	Code	Activity	Hours
10/31/03	WLOB	OFFICE CONFERENCE WITH R. GEIGER REGARDING DOCUMENTATION ISSUES FOR INTER-COMPANY DEBT.	0.20
10/31/03	WLOB	REVIEW OBJECTIONS OF GENERAL GROWTH MGT. TO TERMS OF REJECTION OF LEASES.	0.30
10/31/03	WLOB	REVIEW CORRESPONDENCE REGARDING RESOLUTION OF ISSUES AT KKR IRVINE LOCATION.	0.10
10/31/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING OPERATIONAL ISSUES.	0.10
		Total Hours:	**136.70**
		Total Fees:	**$ 72,224.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	45.80	26,564.00
Roy S. Geiger	GEIG	550.00	15.10	8,305.00
William N. Lobel	WLOB	660.00	36.90	24,354.00
Joshua A. Dean	JDEN	310.00	2.50	775.00
Matthew C. Heyn	HEYN	195.00	8.00	1,560.00
Mike D. Neue	NEUE	415.00	14.40	5,976.00
John P. Schafer	JSHA	335.00	14.00	4,690.00
	Total Billed		**136.70**	**$ 72,224.00**

COSTS ADVANCED

Description	Amount
Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$ 72,224.00
Total Current Amount Due:	**$ 72,224.00**

CASE ADMINISTRATION

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
10/08/03	WLOB	OFFICE CONFERENCE WITH J. REISNER REGARDING DEDICATED LINE FOR CREDITOR CALLS.	0.20
10/14/03	WLOB	REVIEW CORRESPONDENCE REGARDING AMENDMENT OF SCHEDULES.	0.10
10/15/03	NAEG	LOG IN AND RESPOND TO CREDITOR INQUIRIES RE STATUS OF CASE	0.50
10/17/03	NAEG	LOG IN AND RESPOND TO CREDITOR INQUIRIES RE STATUS OF CASE	1.10
10/20/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING PREPARATION OF SCHEDULES.	0.80
10/20/03	AFRI	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING COMMITTEE FORMATION.	0.20
10/20/03	NAEG	LOG IN AND RESPOND TO CREDITOR INQUIRIES RE STATUS OF CASE	0.60
10/21/03	JSHA	REVIEW AND PREPARE MEMO TO FILE RE UPCOMING AGENDAS FOR SCHEDULE HEARINGS.	0.30
10/21/03	NAEG	LOG IN AND RESPOND TO CREDITOR INQUIRIES RE STATUS OF CASE	0.50
10/21/03	WLOB	REVIEW AND RESPOND TO CORRESPONDENCE REGARDING FILING ISSUES.	0.20
10/21/03	WLOB	REVIEW MOTION AND ORDER REGARDING JOINT ADMINISTRATION, ORDER AND CORRESPONDENCE.	0.30
10/22/03	NAEG	LOG IN AND RESPOND TO CREDITOR INQUIRIES RE STATUS OF CASE	0.60
10/23/03	NAEG	LOG IN AND RESPOND TO CREDITOR INQUIRIES RE STATUS OF CASE	1.00
10/24/03	NAEG	LOG IN AND RESPOND TO CREDITOR INQUIRIES RE STATUS OF CASE	0.60
10/26/03	JSHA	MEET WITH JEFF KALINA AND REVIEW SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS.	2.20
10/26/03	JSHA	PREPARE FOR MEETING WITH JEFF KALINA TO REVIEW SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS.	0.70
10/27/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING SCHEDULES AND STATEMENT OF AFFAIRS.	0.80
10/27/03	NAEG	LOG IN AND RESPOND TO CREDITOR INQUIRIES RE STATUS OF CASE	1.00
10/27/03	WLOB	REVIEW CORRESPONDENCE REGARDING MATTERS TO BE HEARD ON NOVEMBER 5.	0.10
10/28/03	JSHA	TELEPHONE CONVERSATION WITH JEFF KALINA REGARDING REVISED SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS.	0.20
10/28/03	NAEG	LOG IN AND RESPOND TO CREDITOR INQUIRIES RE STATUS OF CASE	0.90
10/29/03	JSHA	REVIEW AND RESPOND TO CORRESPONDENCE FROM JEFF KALINA REGARDING REVISIONS TO SOFAS AND SCHEDULES.	0.20
10/29/03	NAEG	LOG IN AND RESPOND TO CREDITOR INQUIRIES RE STATUS OF CASE	0.50
10/29/03	NAEG	PREPARATION OF EMAIL TO A. FRIEDMAN RE CREDITOR INQUIRIES	0.10
10/30/03	JSHA	REVIEW REVISED SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS.	1.20
10/30/03	JSHA	TELEPHONE CONVERSATION WITH JEFF KALINA REGARDING REVISED SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS.	0.20
10/30/03	JSHA	PREPARE CORRESPONDENCE TO JEFF KALINA REGARDING REVISIONS TO SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS.	0.50

Date	Code	Activity	Hours
10/30/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING MATTERS TO BE HEARD AT 11/5 HEARING.	0.20
10/31/03	JSHA	TELEPHONE CONVERSATION WITH JEFF KALINA REGARDING REVISED SCHEDULES AND STATEMENT OF FINANCIAL AFFAIRS.	0.20
10/31/03	NAEG	RESPOND TO CREDITOR INQUIRIES RE STATUS OF CASE	0.60
		Total Hours:	**16.60**
		Total Fees:	**$ 5,039.50**

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	335.00	5.70	1,909.50
Patricia A. Naegely	NAEG	170.00	8.00	1,360.00
	Total Billed		**16.60**	**$ 5,039.50**

COSTS ADVANCED

Description	Amount
Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$ 5,039.50
Total Current Amount Due:	**$ 5,039.50**

CLAIMS ADMINISTRATION & OBJECTION

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
10/08/03	HEYN	ORDER FOR PAYMENT TO CRITICAL VENDORS	3.50
10/08/03	HEYN	ENTERING REVISIONS TO MOTION TO PAY CRITICAL VENDORS CLAIMS.	0.80
10/08/03	JSHA	TELEPHONE CONVERSATION TONY BARIL AND BRUCE GROHSGAL REGARDING FILING OF FIRST DAY PLEADINGS.	0.30
10/08/03	JSHA	TELEPHONE CONVERSATION WITH TONY BARIL AND BRUCE GROHSGAL REGARDING FILING OF THE CASES.	0.30
10/08/03	KSMI	UPDATED MOTION TO APPROVE SALE AGREEMENT AND SALE PROCEDURES MOTIONS TO CORRESPOND WITH CHANGES IN SALE AGREEMENT.	1.30
10/08/03	KSMI	REVISED MOTION TO APPROVE REJECTION OF LEASES AND DRAFTED CORRESPONDING ORDER ALLOWING REJECTION.	1.30
10/08/03	KSMI	REVISE AND EDIT FIRST DAY MOTIONS AND ASSIST WITH DEVELOPING ORAL ARGUMENT.	2.50
10/08/03	KSMI	COMMUNICATE RE VENDORS INCLUDED IN THE CRITICAL VENDORS MOTION AND POTENTIAL TIMING ISSUES RELATED TO MOTION TO REJECT LEASES AND VACATE PREMISES.	0.30
10/09/03	JSHA	TELEPHONE CONVERSATION WITH CHRIS SEIBER REGARDING ASSUMPTION AND SALE OF LEASES NOT INCLUDED IN KKR / CHI-CHI'S.	0.20
10/09/03	KSMI	RESEARCH FILING REQUIREMENTS.	0.50
10/09/03	KSMI	RESEARCH LEASE REJECTION ISSUES.	1.50
10/14/03	JSHA	TELEPHONE CONVERSATION WITH RACHEL WERKHEISER REGARDING RECLAMATION ISSUES.	0.20
10/14/03	WLOB	REVIEW DOCUMENTATION REGARDING CLAIMS ISSUES.	0.50
10/14/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING CREDITORS AND PLAN ISSUES.	0.30
10/14/03	WLOB	DRAFT CORRESPONDENCE REGARDING CRITICAL VENDORS AND CREDITORS COMMITTEE ISSUES.	0.20
10/14/03	WLOB	REVIEW CORRESPONDENCE REGARDING ADDITIONAL CREDITOR INFORMATION NEEDED.	0.10
10/15/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING MACKAY CLAIMS.	0.70
10/15/03	JSHA	TELEPHONE CONVERSATION WITH STAN HARVEY REGARDING RECLAMATION ISSUES AND HOMETOWN.	0.20
10/15/03	JSHA	REVIEW DOCUMENTS REGARDING RECLAMATION ISSUES AND HOMETOWN.	0.60
10/15/03	JSHA	TELEPHONE CONVERSATION WITH RACHEL WERKHEISER REGARDING RECLAMATION ISSUES.	0.60
10/16/03	KSMI	MAKE CHANGES TO MOTION TO PAY CRITICAL VENDORS.	0.30
10/21/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING RECLAMATION AND PACA CLAIMS.	0.70

Date	Code	Activity	Hours
10/22/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING INDEMNIFICATION OBLIGATION.	0.90
10/23/03	AFRI	REVIEW AND ANALYSIS OF AGREEMENTS AND DOCUMENTS REGARDING LEASE CLAIMS.	1.10
10/23/03	JSHA	GATHER FACTS AND REVIEW DOCUMENTS REGARDING PROPOSED SETTLEMENT WITH PAR / ALBRIGHT.	1.40
10/23/03	JSHA	CONFER WITH SCOTT SANDERS REGARDING PROPOSED SETTLEMENT WITH PAR / ALBRIGHT.	0.20
10/24/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING POTENTIAL INDEMNIFICATION CLAIMS AND RESOLUTION OF SAME.	1.60
10/24/03	AFRI	TELEPHONE CONFERENCE WITH M. KLEIN AND H. HILTON REGARDING STATUS OF POTENTIAL CLAIMS.	1.80
10/24/03	AFRI	REVIEW/REVISE DOCUMENTS REGARDING RELEASE OF LANDLORD CLAIMS.	1.20
10/28/03	WLOB	TELEPHONE CONFERENCE WITH M. KLEIN REGARDING LEASE OBLIGATIONS ISSUES.	0.30
10/29/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING PENDING ADMINISTRATION CLAIMS.	0.60
10/29/03	WLOB	OFFICE CONFERENCE WITH T. FLANAGAN REGARDING INTEREST RATE ISSUES CONCERNING TREATMENT OF CLAIMS.	0.20
10/29/03	WLOB	REVIEW CLAIM BY SW DELAWARE MUNI AUTHORITY.	0.10
10/30/03	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE REGARDING DISPUTE WITH AERC.	0.10
10/31/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING TREATMENT OF UNSECURED CREDITORS AND MEETING WITH CREDITORS COMMITTEE COUNSEL.	0.20
		Total Hours:	**26.60**
		Total Fees:	**$ 9,980.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	8.70	5,046.00
William N. Lobel	WLOB	660.00	1.90	1,254.00
Matthew C. Heyn	HEYN	195.00	4.30	838.50
John P. Schafer	JSHA	335.00	4.00	1,340.00
Lucille Kalli Smith	KSMI	195.00	7.70	1,501.50
	Total Billed		**26.60**	**$ 9,980.00**

COSTS ADVANCED

Description	Amount
Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	9,980.00
Total Current Amount Due:	**$**	**9,980.00**

EMPLOYEE BENEFITS/PENSION

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
10/15/03	JSHA	CONFER WITH ELLIOTT FRYER ON ISSUES RELATING TO MONEY WITHHELD FROM EMPLOYEES CHECKS.	0.30
10/17/03	JSHA	TELEPHONE CONVERSATION WITH JAN MILLER REGARDING EMPLOYEE WAGES.	0.30
		Total Hours:	**0.60**
		Total Fees:	**$ 201.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
John P. Schafer	JSHA	335.00	0.60	201.00
	Total Billed		**0.60**	**$ 201.00**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	201.00
Total Current Amount Due:	$	**201.00**

FEE/EMPLOYMENT APPLICATIONS

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
10/21/03	AFRI	REVIEW AND ANALYSIS OF MOTION FOR COMPENSATION PROCEDURES:	0.40
10/21/03	JSHA	REVIEW AND REVISE IRELL'S EMPLOYMENT APPLICATION.	0.60
10/27/03	WLOB	REVIEW AND RESPOND TO CORRESPONDENCE REGARDING PAYMENT OF OUTSTANDING FEES.	0.10
10/27/03	WLOB	REVIEW MOTION FOR APPROVAL OF INTERIM PROFESSIONAL PAYMENT PROCEDURE.	0.30
10/29/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING EMPLOYMENT OF PROFESSIONALS.	0.50
10/30/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING CARVE OUT ISSUES.	0.20
10/31/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING IRELL & MANELLA EMPLOYMENT ISSUES.	0.10
10/31/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING IRELL & MANELLA EMPLOYMENT APPLICATION ISSUES.	0.10
		Total Hours:	**2.30**
		Total Fees:	**$ 1,251.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	0.90	522.00
William N. Lobel	WLOB	660.00	0.80	528.00
John P. Schafer	JSHA	335.00	0.60	201.00
	Total Billed		**2.30**	**$ 1,251.00**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	1,251.00
Total Current Amount Due:	$	**1,251.00**

FINANCING

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
10/08/03	GEIG	PREPARATION FOR FILING; REVIEW MOTIONS AND NEGOTIATE DIP AGREEMENT.	1.30
10/08/03	GEIG	CONFERENCE WITH GEORGE HAWLEY RE STATUS OF DIP LOAN DOCUMENTS.	0.30
10/08/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING DIP LOAN ISSUES.	0.30
10/08/03	WLOB	OFFICE CONFERENCE WITH J. SCHAFER REGARDING DIP LOAN ISSUES.	0.20
10/08/03	WLOB	OFFICE CONFERENCE WITH R. GEIGER REGARDING NEED TO REVISE TERMS OF FOOTHILL LOAN DOCUMENTS.	0.20
10/08/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING DIP FINANCING ISSUES.	0.20
10/08/03	WLOB	DRAFT MOTION TO APPROVE DIP FINANCING.	1.50
10/08/03	WLOB	TELEPHONE CONFERENCES WITH G. HOWLEY REGARDING DIP FINANCING ISSUES.	0.50
10/08/03	WLOB	REVIEW/ANALYSIS OF DRAFT OF DIP FINANCING ORDER.	0.50
10/09/03	GEIG	CONFERENCE WITH J. SCHAFER AND REVIEW INTERIM ORDER.	0.20
10/10/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING FINANCING OF CASE.	0.40
10/10/03	GEIG	CONFERENCE WITH ALAN FRIEDMAN RE INDENTURE ISSUES AND DOCUMENTS.	0.30
10/16/03	WLOB	REVIEW CORRESPONDENCE REGARDING UCC FINANCING STATEMENTS.	0.10
10/20/03	AFRI	REVIEW AND ANALYSIS OF CORRESPONDENCE AND DOCUMENTS REGARDING FINANCING ISSUES.	0.40
10/21/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING POSITION OF FOOTHILL CONCERNING OBJECTIONS TO SALE PROCEDURES AND RELATED ISSUES.	0.40
10/21/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY, H. HILTON AND M. KLEIN REGARDING FOOTHILL AND SALE ISSUES.	0.80
10/22/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING HAMLET INTERIM DIP ORDER.	0.20
10/22/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING DIP LOAN AND KKR SALE ISSUES.	0.40
10/22/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING FOOTHILL DEADLINES IN DIP DOCUMENTS.	0.20
10/22/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING FOOTHILL POSITION IN HEARING ON HAMLET FIRST DAY MOTIONS.	0.20
10/22/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING HAMLET DIP LOAN ISSUES AND ORDER.	0.10
10/22/03	WLOB	TELEPHONE CONFERENCE WITH B. GROHSGAL REGARDING FORM OF ORDER IN HAMLET DIP LOAN.	0.20
10/23/03	AFRI	REVIEW AND ANALYSIS OF POTENTIAL DIP MODIFICATIONS.	0.90

Date	Code	Activity	Hours
10/23/03	AFRI	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING STATUS OF BUDGET ITEMS.	0.30
10/27/03	WLOB	REVIEW CORRESPONDENCE REGARDING ALTERNATIVE SOURCE OF DIP FINANCING.	0.10
10/28/03	AFRI	REVIEW/REVISE FINANCING AGREEMENT.	1.80
10/28/03	AFRI	TELEPHONE CONFERENCE WITH M. HEDGE REGARDING FINANCING DISCLOSURES.	0.20
10/28/03	AFRI	REVIEW AND ANALYSIS OF POTENTIAL OBJECTION TO FINANCING.	0.80
10/28/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING NEW DEADLINES IN DIP ORDER.	0.20
10/28/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING OBJECTION TO FINANCING ORDER.	0.10
10/28/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING DEADLINES FOR PAYMENT FROM HAMLET SALE.	0.10
10/28/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING ISSUES RAISED BY FINAL DIP ORDER.	0.20
10/28/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING CHANGES IN DIP FINANCING DOCUMENTS.	0.20
10/28/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING FOOTHILL FINAL ORDER ISSUES.	0.20
10/29/03	AFRI	REVIEW AND ANALYSIS OF OBJECTIONS TO FINANCING; POTENTIAL SOLUTION.	1.80
10/29/03	AFRI	TELEPHONE CONFERENCE WITH C. GIBBS REGARDING STATUS OF FINANCING ISSUES.	0.20
10/29/03	AFRI	TELEPHONE CONFERENCE WITH G. HALLEY REGARDING STATUS OF FINANCING ORDER.	0.20
10/29/03	WLOB	REVIEW CORRESPONDENCE REGARDING DIP LOAN TERMS AND ISSUES.	0.30
10/29/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING DIP LOAN ISSUES AND OBJECTIONS.	0.40
10/29/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING RESOLUTION OF CREDITOR COMMITTEE OBJECTIONS TO DIP FINANCING TERMS.	0.20
10/29/03	WLOB	TELEPHONE CONFERENCE WITH M. KLEIN REGARDING SALE AND DIP FINANCING ISSUES.	0.20
10/29/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING RESPONSES TO COMMITTEE OBJECTION TO DIP FINANCING TERMS.	0.70
10/29/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING COMMITTEE OBJECTION TO TERMS OF DIP FINANCING.	0.10
10/29/03	WLOB	REVIEW DRAFT OBJECTION BY COMMITTEE TO DIP FINANCING TERMS.	0.50
10/30/03	AFRI	REVIEW AND ANALYSIS OF ADDITIONAL OBJECTION TO FINANCING AGREEMENT.	0.30
10/30/03	AFRI	REVIEW/REVISE FINAL DIP ORDER.	1.50
10/30/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING FOOTHILL ISSUES.	0.20

Date	Code	Activity	Hours
10/30/03	WLOB	REVIEW OBJECTIONS OF KROUCO TO TERMS OF DIP FINANCING ORDER.	0.10
10/30/03	WLOB	REVIEW REVISED DRAFT OF FINANCING ORDER.	0.40
10/30/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING DEALING WITH CREDITOR COMMITTEE OBJECTIONS TO TERMS OF DIP LOAN.	0.40
10/30/03	WLOB	REVIEW ISSUES CONCERNING FINAL DIP ORDER.	0.10
10/30/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING RESOLUTION OF CREDITOR COMMITTEE OBJECTIONS TO DIP FINANCING TERMS.	0.30
10/30/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING DIP LOAN ISSUES.	0.30
10/30/03	WLOB	TELEPHONE CONFERENCE WITH A. FRIEDMAN REGARDING TERMS OF FINAL DIP ORDER.	0.20
10/30/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING DIP LOAN ISSUES.	0.20
10/30/03	WLOB	TELEPHONE CONFERENCE WITH H. HILTON REGARDING FOOTHILL ISSUES.	0.20
10/30/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING FOOTHILL ISSUES.	0.20
10/30/03	WLOB	REVIEW CORRESPONDENCE REGARDING PENDING HEARING ON DIP LOAN.	0.20
10/31/03	AFRI	REVIEW AND ANALYSIS OF ISSUES REGARDING DIP FINANCING.	0.90
10/31/03	WLOB	REVIEW FINAL FORM OF CREDITORS COMMITTEE OBJECTION TO TERMS OF DIP LOAN AND ANALYSIS ISSUES.	0.40
10/31/03	WLOB	TELEPHONE CONFERENCE WITH H. FELDSTEIN REGARDING NEGOTIATIONS WITH CREDITORS COMMITTEE.	0.10
10/31/03	WLOB	TELEPHONE CONFERENCE WITH A. BARIL REGARDING CASH FLOW ISSUES AND EXTENSION OF HEARING DATE ON DIP LOAN.	0.20
10/31/03	WLOB	TELEPHONE CONFERENCE WITH G. HAWLEY REGARDING AMOUNTS REFERRED IN 2.1 (B) OF DIP LOAN DOCUMENTS.	0.20
10/31/03	WLOB	TELEPHONE CONFERENCE WITH C. GIBBS REGARDING POTENTIAL RESOLUTION OF OBJECTIONS TO DIP LOAN TERMS.	0.20
		Total Hours:	**25.20**
		Total Fees:	**$ 15,625.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Alan J. Friedman	AFRI	580.00	9.70	5,626.00
Roy S. Geiger	GEIG	550.00	2.10	1,155.00
William N. Lobel	WLOB	660.00	13.40	8,844.00
	Total Billed		**25.20**	**$ 15,625.00**

COSTS ADVANCED

Description	Amount
Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$ 15,625.00
Total Current Amount Due:	**$ 15,625.00**

LITIGATION

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
10/20/03	JSHA	TELEPHONE CONVERSATION WITH CHRIS SEIBER REGARDING LITIGATION COMMENCED PRE-PETITION BY CHI-CHI'S AGAINST A LANDLORD AND EFFECT OF THE BANKRUPTCY ON SUCH LITIGATION.	0.20
10/27/03	JSHA	TELEPHONE CONVERSATION WITH RACHEL WERKHEISER REGARDING HIRING OF PROFESSIONAL LIQUIDATOR.	0.20
		Total Hours:	**0.40**
		Total Fees:	**$ 134.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
John P. Schafer	JSHA	335.00	0.40	134.00
	Total Billed		**0.40**	**$ 134.00**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	134.00
Total Current Amount Due:	**$**	**134.00**

MEETING OF CREDITORS

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
10/21/03	WLOB	REVIEW CORRESPONDENCE REGARDING CREDITOR COMMITTEE ISSUES.	0.20
10/30/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING MEETING WITH CREDITORS COMMITTEE.	0.10
		Total Hours:	**0.30**
		Total Fees:	**$ 198.00**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
William N. Lobel	WLOB	660.00	0.30	198.00
	Total Billed		**0.30**	**$ 198.00**

COSTS ADVANCED

Description	Amount
Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	198.00
Total Current Amount Due:	$	**198.00**

TAX ISSUES

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
10/14/03	JSHA	TELEPHONE CONVERSATIONS REGARDING TAX AUDIT OF KOO KOO ROO.	0.30
10/17/03	JSHA	TELEPHONE CONVERSATION WITH CHRIS LYNCH REGARDING SALES TAX MOTION.	0.20
		Total Hours:	**0.50**
		Total Fees:	**$ 167.50**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
John P. Schafer	JSHA	335.00	0.50	167.50
	Total Billed		**0.50**	**$ 167.50**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	167.50
Total Current Amount Due:	$	**167.50**

RELIEF FROM STAY PROCEEDINGS

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
10/10/03	NEUE	DRAFT LETTERS TO LANDLORD REGARDING STAY VIOLATIONS.	1.30
10/10/03	NEUE	LEGAL RESEARCH REGARDING STAY VIOLATIONS.	3.20
		Total Hours:	**4.50**
		Total Fees:	**$ 1,867.50**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
Mike D. Neue	NEUE	415.00	4.50	1,867.50
	Total Billed		**4.50**	**$ 1,867.50**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	1,867.50
Total Current Amount Due:	**$**	**1,867.50**

SERVICES FOR OTHER PROFESSIONALS

PROFESSIONAL SERVICES

Date	Code	Activity	Hours
10/21/03	JSHA	REVIEW STRADLINGS DRAFT EMPLOYMENT APPLICATION AND PREPARE COMMENTS ON SUCH.	0.80
10/24/03	JSHA	PREPARE DRAFT MOTION TO EMPLOY LIQUIDATORS.	3.10
10/28/03	WLOB	REVIEW AND RESPOND TO CORRESPONDENCE REGARDING STRADLING EMPLOYMENT ISSUES.	0.20
10/30/03	JSHA	PREPARE REVISED MOTION TO HIRE LIQUIDATOR OF PERSONAL PROPERTY AT REJECTED LOCATIONS.	0.80
10/30/03	WLOB	OFFICE CONFERENCE WITH A. FRIEDMAN REGARDING CARVE OUT FOR OTHER PROFESSIONALS.	0.10
		Total Hours:	**5.00**
		Total Fees:	**$ 1,772.50**

TIMEKEEPER SUMMARY

Name	Code	Billing Rate	Hours	Fee Amount
William N. Lobel	WLOB	660.00	0.30	198.00
John P. Schafer	JSHA	335.00	4.70	1,574.50
	Total Billed		**5.00**	**$ 1,772.50**

COSTS ADVANCED

Description		Amount
	Total Costs:	**$ 0.00**

MATTER TOTALS

Current Fees:	$	1,772.50
Total Current Amount Due:	**$**	**1,772.50**

MISCELLANEOUS

PROFESSIONAL SERVICES

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

COSTS ADVANCED

Description		Amount
Air Freight & Messenger Svcs.	VENDOR: MA Attorney Service Inc.; INVOICE#: 29528; DATE: 8/15/2003 from Pardium to I & M 8/8/03	16.00
Air Freight & Messenger Svcs.	VENDOR: FEDERAL EXPRESS CORP-NBO ACCT; INVOICE#: 4-914-97804; DATE: 10/17/2003 del to: Jennifer Golen 10-13	7.88
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	58.61
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	2.30
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	71.78
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	3.59
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	30.67
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	3.05
Computer Research - Lexis	LEXISNEXIS-ONLINE RESEARCH	69.23
Westlaw	WESTLAW	45.26
Westlaw	WESTLAW	2.62
Working Meals	VENDOR: Friedman, Alan J.; INVOICE#: 1013031527; DATE: 10/13/2003	127.92
Working Meals	VENDOR: Djavaherian, David; INVOICE#: 1009031218; DATE: 10/9/2003	21.26
Working Meals	VENDOR: Friedman, Alan J.; INVOICE#: 1013031527; DATE: 10/13/2003	113.85
Working Meals	VENDOR: Sayres, Joel; INVOICE#: 1024031429; DATE: 10/24/2003	21.74
Internal Photocopy Costs	Term - 71	2.40
Internal Photocopy Costs	Term - 71	9.60
Internal Photocopy Costs	Term - 71	4.50
Internal Photocopy Costs	Term - 71	4.20
Internal Photocopy Costs	Term - 71	4.20
Internal Photocopy Costs	Term - 71	3.00
Internal Photocopy Costs	Term - 70	1.20
Internal Photocopy Costs	Term - 71	21.15
Internal Photocopy Costs	Term - 67	10.50
Internal Photocopy Costs	Term - 71	2.25

Description		Amount
Internal Photocopy Costs	Term - 70	38.40
Internal Photocopy Costs	Term - 72	7.80
Internal Photocopy Costs	Term - 69	2.55
Internal Photocopy Costs	Term - 71	14.40
Internal Photocopy Costs	Term - 71	15.00
Internal Photocopy Costs	Term - 72	3.75
Internal Photocopy Costs	Term - 70	0.90
Internal Photocopy Costs	Term - 72	3.60
Internal Photocopy Costs	Term - 72	2.40
Internal Photocopy Costs	Term - 72	4.80
Internal Photocopy Costs	Term - 70	5.40
Internal Photocopy Costs	Term - 72	4.80
Internal Photocopy Costs	Term - 70	24.60
Internal Photocopy Costs	Term - 71	1.80
Internal Photocopy Costs	Term - 71	1.80
Internal Photocopy Costs	Term - 71	4.20
Internal Photocopy Costs	Term - 70	1.20
Internal Photocopy Costs	Term - 71	29.85
Internal Photocopy Costs	Term - 70	22.80
Internal Photocopy Costs	Term - 69	9.15
Internal Photocopy Costs	Term - 72	1.50
Internal Photocopy Costs	Term - 72	3.00
Internal Photocopy Costs	Term - 67	27.00
Internal Photocopy Costs	Term - 71	210.00
Internal Photocopy Costs	Term - 70	5.85
Internal Photocopy Costs	Term - 71	1.80
Internal Photocopy Costs	Term - 72	10.80
Internal Photocopy Costs	Term - 71	22.20
Internal Photocopy Costs	Term - 71	2.40
Internal Photocopy Costs	Term - 72	0.90
Internal Photocopy Costs	Term - 72	2.40
Internal Photocopy Costs	Term - 70	2.40
Internal Photocopy Costs	Term - 70	0.15
Internal Photocopy Costs	Term - 67	31.80
Internal Photocopy Costs	Term - 72	0.90
Internal Photocopy Costs	Term - 12	0.15
Internal Photocopy Costs	Term - 71	12.60
Internal Photocopy Costs	Term - 70	2.40
Internal Photocopy Costs	Term - 72	0.30
Internal Photocopy Costs	Term - 70	0.60
Internal Photocopy Costs	Term - 70	5.40
Internal Photocopy Costs	Term - 70	1.05
Internal Photocopy Costs	Term - 70	2.85

Description		Amount
Internal Photocopy Costs	Term - 70	10.80
Internal Photocopy Costs	Term - 70	0.60
Internal Photocopy Costs	Term - 24	0.15
Filing Fees	PAYEE: GOALEN, JENNIFER; REQUEST#: 11057553; DATE: 10/10/2003.	250.00
Telecopier Charges	Term - 84	13.20
Telecopier Charges	Term - 63	4.95
Internal Long Distance Phone	5232 - 00:27:06 Tuesday, October 28, 2003 7:18:00 PM	6.68
Internal Long Distance Phone	5107 - 00:07:24 Wednesday, October 29, 2003 10:43:00 AM	1.98
Internal Long Distance Phone	5130 - 00:08:42 Monday, October 27, 2003 4:13:00 PM	2.23
Internal Long Distance Phone	5107 - 00:29:30 Thursday, October 30, 2003 1:33:00 PM	7.42
Internal Long Distance Phone	5232 - 00:10:24 Wednesday, October 29, 2003 12:25:00 PM	2.72
Internal Long Distance Phone	5232 - 00:04:30 Wednesday, October 29, 2003 1:02:00 PM	1.24
Internal Long Distance Phone	5124 - 00:19:12 Wednesday, October 29, 2003 2:51:00 PM	4.70
Internal Long Distance Phone	5124 - 00:10:12 Wednesday, October 29, 2003 3:03:00 PM	2.48
Internal Long Distance Phone	5237 - 00:28:24 Friday, October 31, 2003 3:39:00 PM	7.18
Internal Long Distance Phone	5237 - 00:32:18 Friday, October 31, 2003 3:39:00 PM	1.39
Internal Long Distance Phone	5107 - 00:07:42 Thursday, October 30, 2003 3:00:00 PM	1.98
Internal Long Distance Phone	5124 - 00:36:42 Friday, October 31, 2003 10:49:00 AM	9.16
Internal Long Distance Phone	5437 - 00:18:12 Wednesday, October 15, 2003 11:45:00 AM	4.46
Internal Long Distance Phone	5107 - 00:12:48 Friday, October 17, 2003 1:51:00 PM	3.22
Internal Long Distance Phone	5124 - 00:19:48 Friday, October 17, 2003 4:01:00 PM	4.95
Internal Long Distance Phone	5124 - 00:08:42 Monday, October 20, 2003 6:47:00 PM	2.23
Internal Long Distance Phone	5124 - 00:12:42 Monday, October 20, 2003 9:31:00 PM	3.22
Internal Long Distance Phone	5237 - 00:13:06 Monday, October 20, 2003 3:59:00 PM	3.22

Description		Amount
Internal Long Distance Phone	5124 - 00:11:42 Tuesday, October 21, 2003 7:16:00 AM	2.97
Internal Long Distance Phone	5237 - 00:23:54 Tuesday, October 21, 2003 3:39:00 PM	1.01
Internal Long Distance Phone	5237 - 00:08:24 Tuesday, October 21, 2003 12:23:00 PM	2.23
Internal Long Distance Phone	5107 - 00:07:36 Tuesday, October 21, 2003 9:46:00 AM	1.98
Internal Long Distance Phone	5237 - 00:24:06 Wednesday, October 22, 2003 2:04:00 PM	1.01
Internal Long Distance Phone	5237 - 00:04:36 Wednesday, October 22, 2003 2:14:00 PM	1.24
Internal Long Distance Phone	5237 - 00:04:18 Wednesday, October 22, 2003 11:26:00 AM	1.24
Internal Long Distance Phone	5237 - 00:16:48 Wednesday, October 22, 2003 3:15:00 PM	4.21
Internal Long Distance Phone	5107 - 00:09:18 Friday, October 24, 2003 2:10:00 PM	2.48
Internal Long Distance Phone	5124 - 00:06:18 Monday, October 27, 2003 11:44:00 AM	1.73
Internal Long Distance Phone	5124 - 00:15:42 Sunday, October 05, 2003 6:04:00 PM	3.96
Internal Long Distance Phone	5124 - 00:05:18 Tuesday, October 07, 2003 2:43:00 PM	1.48
Internal Long Distance Phone	5237 - 00:10:00 Tuesday, October 07, 2003 2:53:00 PM	2.48
Internal Long Distance Phone	5237 - 00:09:06 Tuesday, October 07, 2003 3:34:00 PM	2.23
Internal Long Distance Phone	5124 - 00:09:12 Tuesday, October 07, 2003 3:42:00 PM	2.23
Internal Long Distance Phone	5107 - 00:12:12 Tuesday, October 07, 2003 4:48:00 PM	2.97
Internal Long Distance Phone	5124 - 00:05:54 Tuesday, October 07, 2003 5:08:00 PM	1.48
Internal Long Distance Phone	5124 - 00:12:06 Friday, October 03, 2003 5:17:00 PM	2.97
Internal Long Distance Phone	5299 - 00:16:48 Friday, October 03, 2003 11:07:00 AM	4.21
Internal Long Distance Phone	5299 - 00:13:54 Friday, October 03, 2003 3:08:00 PM	3.46
Internal Long Distance Phone	5237 - 00:09:24 Tuesday, October 07, 2003 8:09:00 PM	2.48
Internal Long Distance Phone	5237 - 00:05:54 Tuesday, October 07, 2003 8:16:00 PM	1.48

Description		Amount
Internal Long Distance Phone	5124 - 00:10:48 Tuesday, October 07, 2003 8:56:00 PM	2.72
Internal Long Distance Phone	5124 - 00:05:06 Wednesday, October 08, 2003 6:14:00 AM	1.24
Internal Long Distance Phone	5237 - 00:09:12 Wednesday, October 08, 2003 10:38:00 AM	2.23
Internal Long Distance Phone	5237 - 00:06:24 Wednesday, October 08, 2003 10:55:00 AM	1.73
Internal Long Distance Phone	5232 - 00:10:48 Wednesday, October 08, 2003 4:35:00 PM	2.72
Internal Long Distance Phone	5232 - 00:05:48 Wednesday, October 08, 2003 6:00:00 PM	1.48
Internal Long Distance Phone	5232 - 00:04:42 Wednesday, October 08, 2003 7:15:00 PM	1.24
Internal Long Distance Phone	5107 - 00:07:00 Friday, October 10, 2003 2:19:00 PM	1.73
Internal Long Distance Phone	5237 - 01:41:42 Monday, October 13, 2003 11:12:00 AM	25.24
Internal Long Distance Phone	5232 - 00:05:30 Wednesday, October 15, 2003 11:30:00 AM	1.48
Internal Long Distance Phone	5124 - 00:10:00 Sunday, October 05, 2003 4:17:00 PM	2.48
Internal Long Distance Phone	5237 - 00:46:00 Tuesday, October 07, 2003 6:45:00 PM	11.38
Internal Long Distance Phone	5237 - 00:16:24 Wednesday, October 01, 2003 3:58:00 PM	4.21
Postage	POSTAGE	0.74
Overtime - Secretarial	Stevenson, Anthony D.	490.00
Overtime - Secretarial	Bickers, Russel	20.00
Overtime - Secretarial	Wolchuck, Leslie R.	40.00
Overtime - Secretarial	Bickers, Russel	160.00
Overtime - Secretarial	Bickers, Russel	20.00
Overtime - Secretarial	Stevenson, Anthony D.	110.00
Overtime - Secretarial	Wolchuck, Leslie R.	40.00
Overtime - Secretarial	Bacha, Pamela J.	260.00
Overtime - Secretarial	Bickers, Russel	100.00
Overtime - Secretarial	Wolchuck, Leslie R.	160.00
Overtime - Secretarial	Bickers, Russel	60.00
Overtime - Secretarial	Wolchuck, Leslie R.	30.00
Overtime - Secretarial	Bickers, Russel	50.00
Overtime - Secretarial	Stevenson, Anthony D.	70.00
Overtime - Secretarial	Wolchuck, Leslie R.	170.00
Overtime - Secretarial	Bickers, Russel	160.00
Overtime - Secretarial	Heedley, John C.	60.00

Description		Amount
Overtime - Secretarial	Stevenson, Anthony D.	50.00
Overtime - Secretarial	Wolchuck, Leslie R.	180.00
Overtime - Secretarial	Kim, Syun Hee	120.00
Overtime - Secretarial	McCarter, Marvis A.	220.00
Overtime - Secretarial	Bickers, Russel	80.00
Overtime - Secretarial	Grant, Kathleen A.	100.00
Overtime - Secretarial	Heedley, John C.	120.00
Overtime - Secretarial	McCarter, Marvis A.	240.00
Overtime - Secretarial	Kim, Syun Hee	560.00
Overtime - Secretarial	Prasithpramote, Prida	480.00
Overtime - Secretarial	Kim, Syun Hee	380.00
Overtime - Secretarial	L'Heureux, Michele A.	180.00
Overtime - Secretarial	Prasithpramote, Prida	80.00
Overtime - Secretarial	Grant, Kathleen A.	180.00
Overtime - Secretarial	Kim, Syun Hee	120.00
Overtime - Secretarial	Kono, Setsuko D	290.00
Overtime - Secretarial	Prasithpramote, Prida	160.00
Overtime - Secretarial	Walker-James, Sheryl E.	110.00
Overtime - Secretarial	Watanakeeree, Thamrong	40.00
Overtime - Secretarial	Wolchuck, Leslie R.	40.00
Lodging	VENDOR: Friedman, Alan J.; INVOICE#: 1013031527; DATE: 10/13/2003 Hotel-Delaware	251.90
Air/Train/Bus Fares	VENDOR: Friedman, Alan J.; INVOICE#: 1013031527; DATE: 10/13/2003 Airfare Delaware	2,598.54
Word Processing - Typing Charges	Affidavit of Anthony Baril [1047107	80.00
Word Processing - Typing Charges	1047381 - Hamlet: Company Background Info.	30.00
Word Processing - Typing Charges	1047529 - AFFIDAFIT OF ANTHONY BARIL	10.00
Word Processing - Typing Charges	Input into Records' Conflict Check System	60.00
Word Processing - Typing Charges	Input into Records' Conflict Check System	110.00
Word Processing - Typing Charges	Input into Records' Conflict Check System	70.00
Word Processing - Typing Charges	Input into Records' Conflict Check System	40.00
Word Processing - Typing Charges	Input into Records' Conflict Check System] See attached examples. [Request 58519	40.00
Word Processing - Typing Charges	1042483 - Notice of Debtors	40.00
Word Processing - Typing Charges	1042677	180.00
Word Processing - Typing Charges	1042694	320.00
Word Processing - Typing Charges	1042702 - Second Amended Motion for Order	60.00
Word Processing - Typing Charges	1042702	180.00
Word Processing - Typing Charges	1042558 - Motion of Debtors for order with Authorization	280.00

Description		Amount
Word Processing - Typing Charges	1042558 - Motion of Debtors for order with Authorization	280.00
Word Processing - Typing Charges	1042671	240.00
Word Processing - Typing Charges	Paste special, unformatted. clean up & format. This is a PDF. doc on the Imanage system. (doc No. 1042419- 1042650	30.00
Word Processing - Typing Charges	Clean up doc # 1042406 /lots of exhibits[1042666	160.00
Word Processing - Typing Charges	Paste special, unformatted. Clean up and format. This is a PDF. doc on the Imanage system (doc no.1042415- 1042649	50.00
Word Processing - Typing Charges	Motion of debtors for order fr: 1042279[1042412	260.00
Word Processing - Typing Charges	Brief (old pdf doc. 1042358) new # 1042431	160.00
Word Processing - Typing Charges	Paste special, unformatted. 1042429) 1042652	60.00
Word Processing - Typing Charges	Order Authorizing Debtors to pay prepetition sales- 1042606	10.00
Word Processing - Typing Charges	1042408 - Order Authorizing Payment and Honoring of Prepetiton Employee Obligations	50.00
Word Processing - Typing Charges	1042466 - Order Authorizing Debtors to (1) Maintain Existing Cash Management; etc.	70.00
Word Processing - Typing Charges	1042563 - Order Admitting Certain Attorneys for the Debtor Pursuant to Local Court Rule	10.00
Word Processing - Typing Charges	1042585 - Notice of Motion of Debtors for Order Approving (i) Retention, etc.	50.00
Word Processing - Typing Charges	1042603 - Order re: Management Incentive Compensation Plan	20.00
Word Processing - Typing Charges	1042613 - Application for Order	200.00
Word Processing - Typing Charges	1042431 - Brief Motion of Debtors for an Order	100.00
Word Processing - Typing Charges	1042457 - Bridge Order Pursuant to Section 366	20.00
Word Processing - Typing Charges	1042430 - Order Authorizing Debtors to Continue PrePetition-Related Practices	50.00
Word Processing - Typing Charges	Paste Special, unformatted [1042414/ 1042648	60.00
Word Processing - Typing Charges	1042647	40.00
Word Processing - Typing Charges	1042494 - Motion of Laura Davis Jones for an Order	80.00
Word Processing - Typing Charges	1042602 - Motion of Debtors	80.00
Word Processing - Typing Charges	1043224 - Debtors' Motion for Order	60.00
Word Processing - Typing Charges	1043236 - Motion fo Debtors for (1) Interim and Final Orders (A) Approving Postpetition	80.00
Word Processing - Typing Charges	1043231 - Part 2 of 1043229	100.00
Word Processing - Typing Charges	1043237 - Notice of Filing Revised Order Authorizing: (A) Sale of Assets Free and Clear	80.00
Word Processing - Typing Charges	1043224 - Debtors' Motion for Order	120.00
Word Processing - Typing Charges	1043229	200.00

Description		Amount
Word Processing - Typing Charges	1042702	50.00
Word Processing - Typing Charges	1042703	60.00
Word Processing - Typing Charges	1042704	120.00
Word Processing - Typing Charges	1042666 - Paste special, unformatted. Please clean up and format	160.00
Word Processing - Typing Charges	Input into Records' Conflict Check System	180.00
Word Processing - Typing Charges	Input	180.00
Word Processing - Typing Charges	INPUT INTO RECORDS' CONFLICIT CHECK SYSTEM	100.00
Word Processing - Typing Charges	1042613, 1042707 - VARIOUS PLEADING DOCS	40.00
Word Processing - Typing Charges	INPUT INTO RECORDS' CONFLICIT CHECK SYSTEM	50.00
Word Processing - Typing Charges	1042704 - CONFORM DOCUMENT TO COURT RULES	60.00
Word Processing - Typing Charges	INPUT INTO RECORDS' CONFLICIT CHECK SYSTEM	80.00
Word Processing - Typing Charges	INPUT INTO RECORDS' CONFLICIT CHECK SYSTEM	120.00
Word Processing - Typing Charges	Input into Records' Conflict Check System	40.00
Word Processing - Typing Charges	Input into Records' Conflict Check system	30.00
Word Processing - Typing Charges	1042703 - Copy caption	80.00
Word Processing - Typing Charges	1050360 - Motion for Entry of an Order Authorizing Debtors to Honor Prepetition Obligations	30.00
Word Processing - Typing Charges	1050354 - Motion for Entry of an Order	70.00
Word Processing - Typing Charges	Hamlet Critical Vendors Motion [1047621	10.00
	Total Costs:	**$ 15,929.16**

MATTER TOTALS

Current Costs:	15,929.16
Total Current Amount Due:	**$ 15,929.16**

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

November 13, 2003

Client Number: 158653
Invoice Number: 8309147

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: 8309147
Attorney Name: WLOB

Please return this page with your payments

INVOICE SUMMARY
through October 31, 2003

Current Fees:	$ 201,964.50
Current Costs:	15,929.16
Total Current Amount Due:	**$ 217,893.66**

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.	)	

AFFIDAVIT OF SERVICE

Maria Kenion, being duly sworn according to law, deposes and says that she is employed by the law firm of Pachulski, Stang, Ziehl, Young, Jones & Weintraub P.C., and that on the 9th day of January 2004, she caused a copy of the following document(s) to be served upon the attached service lists in the manner indicated:

FIRST 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 OCTOBER 8, 2003 THROUGH OCTOBER 31, 2003

Maria Kenion

Sworn to and subscribed before
me this 9th day of January 2004

Notary Public
My Commission Expires: 2-20-04

DIANE K. POTTS
NOTARY PUBLIC
STATE OF DELAWARE
My commission expires Feb. 20, 2004

[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.

Chi-Chi's 2002 List
Case No. 03-13063
January 6, 2004
Document No. 81322
018 – Hand Delivery
000 – Overnight Delivery
053 – First Class Mail

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Ambridge, MA 15003

File a Motion:
03-13063-CGC Chi-Chi's, Inc.

ORIGINAL

U.S. Bankruptcy Court

District of Delaware

Notice of Electronic Filing

The following transaction was received from McLamb, Sandra G entered on 1/9/2004 at 9:12 PM EST and filed on 1/9/2004

Case Name: Chi-Chi's, Inc.
Case Number: 03-13063-CGC
Document Number: 390

Docket Text:
Application for Compensation */First 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 October 8, 2003 Through October 31, 2003* Filed by Irell & Manella, LLP Objections due by 1/29/2004. (Attachments: # (1) Notice # (2) Exhibit A# (3) Affidavit Of Service And Service List) (McLamb, Sandra)

The following document(s) are associated with this transaction:

Document description: Main Document
Original filename:\\PSZY1_DE\Data\EFileDocuments\CHI-CHI'S\1-9-04\SML\Irell Fee App\main.pdf
Electronic document Stamp:
[STAMP bkecfStamp_ID=983460418 [Date=1/9/2004] [FileNumber=2219112-0]
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Document description: Notice
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Document description: Exhibit A
Original filename:\\PSZY1_DE\Data\EFileDocuments\CHI-CHI'S\1-9-04\SML\Irell Fee App\ex a.pdf
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Document description: Affidavit Of Service And Service List
Original filename:\\PSZY1_DE\Data\EFileDocuments\CHI-CHI'S\1-9-04\SML\Irell Fee App\aos sl.pdf
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Application Period, and $15,929.16 for reimbursement of actual necessary costs and expenses incurred by Irell during the Application Period, for a total allowed amount of $217,893.66; and that, pursuant to the Compensation Order, the Debtors be authorized to pay Irell $161,571.60, which represents 80% of the fees allowed, and $15,929.16, which represents 100% of the expenses allowed, for a total of $177,500.76; and that the Court grant such other and further relief as the Court may deem just and proper.

Dated: January 9, 2004

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information and belief. Moreover, I have reviewed the requirements of Del. Bankr. L.R. 2016-2, and submit that the Application substantially complies with the provisions thereof.

John P. Schafer

SWORN TO AND SUBSCRIBED before me this 9th day of January, 2004

Janet E. Ahmed
Notary Public
My Commission Expires: 12/3/2006

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