IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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

ORDER GRANTING FIRST QUARTERLY APPLICATION OF ERNST & YOUNG CORPORATE FINANCE LLC, FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD OCTOBER 20, 2003 THROUGH DECEMBER 31, 2003

Upon the First Quarterly Application of Ernst & Young Corporate Finance LLC ("E&Y"), Financial Advisor to the Official Committee of Unsecured Creditors in Chi-Chi's, Inc., *et al.* (the "Debtors"), for allowance of compensation and reimbursement of expenses for the period October 20, 2003 through December 31, 2003 (the "Fee Period"); and adequate notice of the First Quarterly Application, and any hearing on the First Quarterly Application, having been given, it is hereby

ORDERED, that E&Y is allowed an award of compensation for professional services rendered during the Fee Period in the amount of $91,892.00;

ORDERED, that E&Y is allowed an award for reimbursement of expenses incurred in connection with professional services rendered during the Fee Period in the amount of $6,596.00; and it is further

ORDERED, that the Debtors are authorized and directed to pay E&Y the amounts set awarded herein to the extent such compensation and expenses remain unpaid within five (5) business days after entry of this Order.

Dated: April ___, 2004

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Charles G. Case II
United States Bankruptcy Judge

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