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)
	)	
Debtors.	)	
	)	
In re:	)	Chapter 11
	)	
THE HAMLET GROUP, INC.,	)	Case No. 03-13237 (CGC)
	)	
Debtor.	)	
	)	
In re:	)	Chapter 11
	)	
H.H. OF MARYLAND, INC.,	)	Case No. 03-13239 (CGC)
	)	
Debtor.	)	
	)	
In re:	)	Chapter 11
	)	
H.H.K. OF VIRGINIA, INC.,	)	Case No. 03-13238 (CGC)
	)	
Debtor.	)	
	)	

[1] The Debtors whose chapter 11 cases being jointly administered under the Chi-Chi's, Inc., et al. (Case No. 03-13063 (CGC)) caption 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., and Koo Koo Roo Licensing Systems, Inc. By this Motion, those initial Debtors, defined in this Motion as the Initial Debtors, and the additional Debtors listed above (The Hamlet Group, Inc., H.H. of Maryland, Inc. and H.H.K. of Virginia, Inc., defined in this Motion as the Hamlet Debtors) seek to have their chapter 11 cases jointly administered under the Chi Chi's, Inc., et al. case.

ORDER DIRECTING
JOINT ADMINISTRATION OF CHAPTER 11 CASES

Upon the motion seeking entry of an order directing joint administration of chapter 11 cases (the "Motion") filed by the Debtors[2] in the above captioned cases; and it appearing that the relief requested is in the best interests of the Debtors' estates, their creditors and other parties in interest; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 157(b); and due and adequate notice of the Motion having been given under the circumstances; and after due deliberation and cause appearing therefore; it is hereby

ORDERED, that the Motion is granted; and it is further

ORDERED, that the above-captioned cases be, and they hereby are, consolidated for procedural purposes only and shall be jointly administered by the Court; and it is further

ORDERED, that nothing contained in this Order shall be deemed or construed as directing or otherwise effecting the substantive consolidation of any of the Debtors' cases; and it is further

ORDERED, that the caption of the jointly administered cases shall read as follows:

[2] Capitalized terms used but not defined herein shall have the same meaning as in the Motion.

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.	)	

[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.

ORDERED, that a docket entry shall be made in each one of the Debtors' cases substantially as follows:

> An order has been entered in accordance with Rule 1015(b) of the Federal Rules of Bankruptcy Procedure directing the joint administration of Chi-Chi's, Inc.'s chapter 11 case and the chapter 11 cases of 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. and that all further pleadings and other paper are filed in and all further docket entries are made in Case No. 03-13063 (CGC).

ORDERED, that the following motions and orders (defined herein and in the Motion as the Specified Motions and Orders) hereby are made fully applicable to the Hamlet Debtors with the modification that, with respect to the Utilities Motion and the Bridge Order entered on that Motion, the subject utility companies and accounts for the Hamlet Debtors are those listed on Exhibit A attached to this Order:

?? Motion of Bruce Grohsgal for an Order Admitting Attorneys for the Debtors Pursuant to Local District Court Rule 83.5(c) (Docket No. 6) (Order entered at Docket No. 26)

?? Motion of Debtors for an Order: (A) Authorizing Debtors to Maintain Existing Cash Management System, Bank Accounts, and Business Forms; (B) Authorizing the Use of Bank Accounts Without the Need for a Bond Pursuant to 11 U.S.C. § 345; (C) Authorizing Certain Intercompany Transactions With Nondebtor Affiliates; and (D) Providing Other Related Relief (Docket No. 8) (Order entered at Docket No. 22)

?? Motion for Interim and Final Orders: (1) Authorizing Secured Postpetition Financing on a Superpriority Basis Pursuant to 11 U.S.C. §§ 105, 364(C) and 364(D) of the Bankruptcy Code; (2) Authorizing Use of Cash Collateral Pursuant to 11 U.S.C. § 363; and (3) Scheduling a Final Hearing Pursuant to Bankrutpcy Rule 4001(C) (Docket No. 11) (Interim Order entered at Docket No. 19)

?? Motion for Order Under 11 U.S.C. §§ 105(a) and 366, (A) Prohibiting Utilities From Discontinuing, Altering, or Refusing Services, and (B) Establishing Procedures for Determining Adequate Assurance of Payment (the "Utilities Motion) (Docket No. 18) (Bridge Order entered at Docket No. 23)

Dated: _____, 2003

_____
UNITED STATES BANKRUPTCY JUDGE