

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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| In re: |) |) Chapter 11 |
| |) |) |
| CB HOLDING CORP., <u>et al.</u> , ¹ |) |) Case No. 10-13683 (MFW) |
| |) |) |
| |) |) Jointly Administered |
| Debtors. |) |) Obj. Deadline: November 15, 2011 at 4:00 p.m. (EST) |
| |) |) Hearing Date: November 22, 2011 at 2:00 p.m. (EST) |

**DEBTORS' MOTION FOR ORDER PURSUANT TO 28 U.S.C. § 1452
AND BANKRUPTCY RULES 9006(b) AND 9027 FURTHER
EXTENDING TIME PERIOD WITHIN WHICH DEBTORS
MAY REMOVE CLAIMS AND ACTIONS**

The above-captioned debtors and debtors-in-possession (collectively, the “Debtors”), by and through their undersigned attorneys, hereby file this motion (the “Motion”)

¹ The other Debtors, and the last four digits of each of their tax identification numbers, are: 1820 Central Park Avenue Restaurant Corp. (5151); Bugaboo Creek Acquisition, LLC (4629); Bugaboo Creek Holdings, Inc. (0966); Bugaboo Creek of Seekonk, Inc. (1669); CB Holding Corp. (8640); CB VII, Inc. (9120); CB VIII, Inc. (1468); Charlie Brown North (6721); Charlie Brown's Acquisition Corp. (8367); Charlie Brown's at Clifton, Inc. (7309); Charlie Brown's Mark Corp. (3569); Charlie Brown's Montclair, Inc. (4223); Charlie Brown's 1981, Inc. (7781); Charlie Brown's of Allentown, L.L.C. (8420); Charlie Brown's of Alpha, Inc. (9083); Charlie Brown's of Berwyn, LLC (3347); Charlie Brown's of Blackwood, L.L.C. (5698); Charlie Brown's of Bloomsburg, LLC (3326); Charlie Brown's of Brielle, Inc. (8115); Charlie Brown's of Carlstadt, Inc. (6936); Charlie Brown's of Chatham, Inc. (2452); Charlie Brown's of Commack LLC (4851); Charlie Brown's of Denville, Inc. (1422); Charlie Brown's of East Windsor, LLC (2747); Charlie Brown's of Edison, Inc. (8519); Charlie Brown's of Egg Harbor Twp, LLC (none); Charlie Brown's of Franklin, LLC (5232); Charlie Brown's of Garden City, LLC (7440); Charlie Brown's of Hackettstown, L.L.C. (7493); Charlie Brown's of Harrisburg, LLC (1085); Charlie Brown's of Hillsborough, Inc. (0344); Charlie Brown's of Holtsville, LLC (0138); Charlie Brown's of Jackson, LLC (3478); Charlie Brown's of Lacey, L.L.C. (6282); Charlie Brown's of Lakewood, Inc. (0156); Charlie Brown's of Langhorne, LLC (3392); Charlie Brown's of Lynbrook LLC (2772); Charlie Brown's of Maple Shade, Inc. (0404); Charlie Brown's of Matawan, Inc. (8337); Charlie Brown's of Middletown LLC (7565); Charlie Brown's of Oradell, Inc. (0348); Charlie Brown's of Pennsylvania, Inc. (6918); Charlie Brown's of Piscataway, LLC (8285); Charlie Brown's of Reading, LLC (1214); Charlie Brown's of Scranton, LLC (9817); Charlie Brown's of Selinsgrove, LLC (6492); Charlie Brown's of Springfield, LLC (9892); Charlie Brown's of Staten Island, LLC (1936); Charlie Brown's of Tinton Falls, Inc. (6981); Charlie Brown's of Toms River, LLC (5492); Charlie Brown's of Union Township, Inc. (8910); Charlie Brown's of Trexlertown, LLC (6582); Charlie Brown's of Wayne, Inc. (4757); Charlie Brown's of West Windsor, Inc. (0159); Charlie Brown's of Williamsport LLC (8218); Charlie Brown's of Woodbury, Inc. (0601); Charlie Brown's of York, LLC (0980); Charlie Brown's of Yorktown, LLC (7855); Charlie Brown's Restaurant Corp. (7782); Charlie Brown's Steakhouse Fishkill, Inc. (9139); Charlie Brown's Steakhouse Woodbridge, Inc. (1906); Charlie Brown's, Inc. (4776); Jonathan Seagull Property Corp. (7248); Jonathan Seagull, Inc. (9160); The Office at Bridgewater, Inc. (3132); The Office at Cranford, Inc. (3131); The Office at Keyport, Inc. (1507); The Office at Montclair, Inc. (3128); The Office at Morristown, Inc. (3127); The Office at Ridgewood, Inc. (2949); The Office at Summit, Inc. (3126); and What's Your Beef V, Inc. (4719). The Debtors' address is 1450 Route 22 West, Mountainside, NJ 07092.

for entry of an order, pursuant to 28 U.S.C. § 1452 and Bankruptcy Rules 9006(b) and 9027, further extending the time period within which the Debtors may file notices of removal with respect to claims and actions pending as of the Petition Date (as defined below), and in support of the relief requested in this Motion, they respectfully represent as follows:

JURISDICTION AND VENUE

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue of these cases and this Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). The statutory predicates for the relief requested herein are 28 U.S.C. § 1452 and Bankruptcy Rules 9006(b) and 9027.

INTRODUCTION

2. On November 17, 2010 (the “Petition Date”), the Debtors filed with this Court separate, voluntary petitions for relief under Chapter 11 of the Bankruptcy Code. On November 19, 2010, this Court entered an order directing the joint administration of the Debtors’ separate Chapter 11 cases.

3. The Debtors continue to manage their properties and operate their businesses as debtors-in-possession pursuant to Bankruptcy Code §§ 1107 and 1108. No trustee or examiner has been appointed in these cases.

4. On December 1, 2010, the United States Trustee appointed an official committee of unsecured creditors (the “Committee”) for these cases.

5. Prior to the Petition Date, and for some period of time thereafter, the Debtors owned and operated the restaurant brands known as *Charlie Brown’s Steakhouse* (“Charlie Brown’s”), *Bugaboo Creek Steak House* (“Bugaboo Creek”), and *The Office Beer Bar*

& Grill (“The Office”). During these cases, the Debtors have marketed and sold substantially all of their assets.

6. The sale of Bugaboo Creek closed on April 21, 2011, and the final closings for The Office and Charlie Brown’s occurred on June 24, 2011, and July 28, 2011, respectively. The Debtors continue to work with key parties-in-interest to wind down their estates and cases.

7. On August 1, 2011, the Debtors filed their *Joint Plan of Liquidation Pursuant to Chapter 11 of the Bankruptcy Code* (the “Plan”) [ECF No. 944] and accompanying disclosure statement (the “Disclosure Statement”) [ECF No. 945]. The hearing to consider approval of the Disclosure Statement is currently scheduled for November 22, 2011.

FACTUAL BACKGROUND

8. Pursuant to Bankruptcy Rule 9027(a), the time within which the Debtors must file motions to remove any pending civil actions (the “Removal Deadline”) was originally set to expire on February 15, 2011.

9. The Debtors previously have filed three motions to extend the Removal Deadline [ECF Nos. 463, 760, & 962] (collectively, the “Removal Motions”).

10. The Court has entered three orders approving the Removal Motions (collectively, the “Removal Orders”) extending the Removal Deadline first to May 16, 2011 [ECF No. 509], then to August 14, 2011 [ECF No. 847], and finally to November 12, 2011 [ECF No. 1017] (the “Third Removal Order”).

11. In addition to the substantial efforts required to stabilize and operate their businesses since the Petition Date, during these cases, the Debtors have concentrated their efforts on the sales of their three restaurant brands and related assets and winding down their estates following these and other sales. Following entry of the Third Removal Order, the Debtors and

their professionals also devoted significant time and energy to (i) closing any remaining liquor license sales, (ii) negotiating, drafting, and filing the Plan and Disclosure Statement and leading related negotiations among interested parties, (iii) attending to various operational and financing matters that have arisen, and (iv) furthering the wind-down of these cases.

12. The Debtors are parties to various civil actions, and they are still in the process of assessing the relevant information to make informed decisions about any such actions to determine whether removal is warranted. Key management personnel and other interested parties are actively involved in the Debtors' wind-down efforts and related negotiation, and they have not decided whether any pending actions should be removed.

13. As a result, the Debtors require additional time to consider filing notices of removal in these civil actions. Extending the Removal Deadline for an additional 120 days, through and including March 12, 2012, will permit the Debtors to review timely any pending litigation matters and to evaluate them properly within the larger context of these Chapter 11 cases and, the Debtors submit, will not unduly prejudice any counterparty to such civil actions.

RELIEF REQUESTED

14. By this Motion, the Debtors seek entry of an order, pursuant to Bankruptcy Rule 9006(b), further extending the time by which the Debtors may file notices of removal by 120 days, through and including March 12, 2012, with respect to those civil actions pending as of the Petition Date, without prejudice to the Debtors' right to seek further extensions.²

BASIS FOR RELIEF REQUESTED

15. 28 U.S.C. § 1452(a) provides, in relevant part, as follows:

² Pursuant to Local Rule 9006-2, where "a motion to extend the time to take any action is filed before the expiration of the period prescribed by the Code, the Fed. R. Bankr. P., these Local Rules, the District Court Rules, or Court order, the time shall automatically be extended until the Court acts on the motion, without the necessity for the entry of a bridge order." As such, to the extent that the Court does not act on this Motion prior to November 12, 2011, the deadline to remove civil actions shall be automatically extended until the Court acts on this Motion.

A party may remove any claim or cause of action in a civil action other than a proceeding before the United States Tax Court or a civil action by a governmental unit to enforce such governmental unit's police or regulatory power, to the district court for the district where such civil action is pending, if such district court has jurisdiction of such claim or cause of action under section 1334 of this title.

16. Bankruptcy Rule 9027(a)(2) provides, in relevant part, as follows:

If the claim or cause of action in a civil action is pending when a case under the Code is commenced, a notice of removal may be filed only within the longest of (A) 90 days after the order for relief in the case under the Code, (B) 30 days after entry of an order terminating a stay, if the claim or cause of action in a civil action has been stayed under § 362 of the Code, or (C) 30 days after a trustee qualifies in a chapter 11 reorganization case but not later than 180 days after the order for relief.

17. Bankruptcy Rule 9006(b)(1) provides, in relevant part, as follows:

[W]hen an act is required or allowed to be done at or within a specified period by these rules or by a notice given thereunder or by order of court, the court for cause shown may at any time in its discretion . . . with or without motion or notice order the period enlarged if the request therefor is made before the expiration of the period originally prescribed or as extended by a previous order

18. Accordingly, this Court is authorized to grant the relief requested herein.

See, e.g., Caperton v. A.T. Massey Coal Co., Inc., 251 B.R. 322, 325 (S.D. W. Va. 2000) (Bankruptcy Rule 9006 authorizes the enlargement of time periods for removing actions under Bankruptcy Rule 9027); In re Jandous Elec. Constr. Corp., 106 B.R. 48 (Bankr. S.D.N.Y. 1989) (a court may extend the time in which to file motions to remove civil actions pursuant to Bankruptcy Rule 9006); In re World Fin. Servs. Ctr., Inc., 81 B.R. 33, 39 (Bankr. S.D. Cal. 1987) (Bankruptcy Rule 9006 was designed to give bankruptcy judges the authority to enlarge the removal periods under Bankruptcy Rule 9027(a)); Raff v. Gordon, 58 B.R. 988, 990 (E.D. Pa. 1986) (Bankruptcy Rule 9006 authorizes the expansion of time to file notice of removal).

19. The determination as to whether to seek to remove any particular claim or action requires the evaluation of a number of legal and factual issues. The Debtors require

additional time to analyze the pending claims and actions in order to make appropriate determinations concerning removal, and without the requested extension, the Debtors could be forced to make hasty removal decisions that could be detrimental to the Debtors, their estates, and their creditors.

20. The Debtors' efforts during these cases have been properly focused elsewhere, preventing them and their professionals from thoroughly investigating removal of civil actions, and as a result, the Debtors submit that cause exists to extend the time within which the Debtors must remove claims and actions.

21. Indeed, requests by debtors for extensions of the removal period have been routinely granted by courts in this District. See, e.g., In re Premier Int'l Holdings, Inc., Case No. 09-12019 (CSS) (Aug. 15, 2011) (extending removal deadline additional 120 days); In re Mail Systems Liquidation, Inc., Case No. 11-11187 (PJW) (Bankr. D. Del. Aug. 5, 2011) (same); In re EBHI Holdings, Inc., Case No. 09-12099 (MFW) (Bankr. D. Del. Aug. 4, 2011) (same); In re Mervyn's Holdings, LLC, Case No. 08-11586 (KG) (Bankr. D. Del. May 19, 2011) (same); In re Deel, LLC, Case No. 10-11310 (BLS) (Bankr. D. Del. Feb. 18, 2011) (extending removal deadline additional 136 days).

22. The Debtors also submit that the parties to applicable civil actions will suffer no prejudice from the relief sought herein. Pre-petition causes of action against the Debtors are stayed by operation of the automatic stay contained in Bankruptcy Code § 362(a), and the relief sought herein, if granted, will not prejudice any party from seeking the remand of such action under 28 U.S.C. § 1452(b) at the appropriate time.

23. Accordingly, preserving the Debtors' ability to remove actions by granting the requested extension imposes no delay or unnecessary burdens on any counterparties to claims

or other causes of action relating to the Debtors' Chapter 11 cases, and the Debtors submit that the requested extension is appropriate and justified under the circumstances.

NOTICE

24. Notice of this Motion will be given, in accordance with the Bankruptcy Rules and the Local Rules, via first-class United States mail to the United States Trustee, counsel to the Committee, counsel to the Debtors' pre- and post-petition secured lenders, counsel to the holders of the Debtors' subordinated notes, the Debtors' equity sponsor, all known counterparties to any pending civil actions, and all parties that have requested service of notice in these cases pursuant to Bankruptcy Rule 2002. Because of the nature of the relief requested, the Debtors respectfully submit that no other or further notice of the relief requested in this Motion need be given.

WHEREFORE, the Debtors respectfully request that this Court enter an order, substantially in the form attached hereto as Exhibit A, (i) further extending the period within which the Debtors may remove claims and actions pursuant to 28 U.S.C. § 1452 by 120 days, through and including March 12, 2012, and (ii) granting such other and further relief as is just and proper under the circumstances.

Dated: November 4, 2011
Wilmington, Delaware

Respectfully submitted,

/s/ Tyler D. Semmelman

Mark D. Collins (No. 2981)
Christopher M. Samis (No. 4909)
Tyler D. Semmelman (No. 5386)
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Debtors-in-Possession*

**IN THE UNITED STATES BANKRUPTCY COURT
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| In re: |) | Chapter 11 |
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| CB HOLDING CORP., <u>et al.</u> , ¹ |) | Case No. 10-13683 (MFW) |
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| |) | Jointly Administered |
| Debtors. |) | |
| |) | Obj. Deadline: November 15, 2011 at 4:00 p.m. (EST) |
| |) | Hearing Date: November 22, 2011 at 2:00 p.m. (EST) |

NOTICE OF MOTION AND HEARING

PLEASE TAKE NOTICE that on November 4, 2011, the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) filed the **Debtors’ Motion for Order Pursuant to 28 U.S.C. § 1452 and Bankruptcy Rules 9006(b) and 9027 Further Extending**

¹ The other Debtors, and the last four digits of each of their tax identification numbers, are: 1820 Central Park Avenue Restaurant Corp. (5151); Bugaboo Creek Acquisition, LLC (4629); Bugaboo Creek Holdings, Inc. (0966); Bugaboo Creek of Seekonk, Inc. (1669); CB Holding Corp. (8640); CB VII, Inc. (9120); CB VIII, Inc. (1468); Charlie Brown North (6721); Charlie Brown’s Acquisition Corp. (8367); Charlie Brown’s at Clifton, Inc. (7309); Charlie Brown’s Mark Corp. (3569); Charlie Brown’s Montclair, Inc. (4223); Charlie Brown’s 1981, Inc. (7781); Charlie Brown’s of Allentown, L.L.C. (8420); Charlie Brown’s of Alpha, Inc. (9083); Charlie Brown’s of Berwyn, LLC (3347); Charlie Brown’s of Blackwood, L.L.C. (5698); Charlie Brown’s of Bloomsburg, LLC (3326); Charlie Brown’s of Brielle, Inc. (8115); Charlie Brown’s of Carlstadt, Inc. (6936); Charlie Brown’s of Chatham, Inc. (2452); Charlie Brown’s of Commack LLC (4851); Charlie Brown’s of Denville, Inc. (1422); Charlie Brown’s of East Windsor, LLC (2747); Charlie Brown’s of Edison, Inc. (8519); Charlie Brown’s of Egg Harbor Twp, LLC (none); Charlie Brown’s of Franklin, LLC (5232); Charlie Brown’s of Garden City, LLC (7440); Charlie Brown’s of Hackettstown, L.L.C. (7493); Charlie Brown’s of Harrisburg, LLC (1085); Charlie Brown’s of Hillsborough, Inc. (0344); Charlie Brown’s of Holtsville, LLC (0138); Charlie Brown’s of Jackson, LLC (3478); Charlie Brown’s of Lacey, L.L.C. (6282); Charlie Brown’s of Lakewood, Inc. (0156); Charlie Brown’s of Langhorne, LLC (3392); Charlie Brown’s of Lynbrook LLC (2772); Charlie Brown’s of Maple Shade, Inc. (0404); Charlie Brown’s of Matawan, Inc. (8337); Charlie Brown’s of Middletown LLC (7565); Charlie Brown’s of Oradell, Inc. (0348); Charlie Brown’s of Pennsylvania, Inc. (6918); Charlie Brown’s of Piscataway, LLC (8285); Charlie Brown’s of Reading, LLC (1214); Charlie Brown’s of Scranton, LLC (9817); Charlie Brown’s of Selinsgrove, LLC (6492); Charlie Brown’s of Springfield, LLC (9892); Charlie Brown’s of Staten Island, LLC (1936); Charlie Brown’s of Tinton Falls, Inc. (6981); Charlie Brown’s of Toms River, LLC (5492); Charlie Brown’s of Union Township, Inc. (8910); Charlie Brown’s of Trexlertown, LLC (6582); Charlie Brown’s of Wayne, Inc. (4757); Charlie Brown’s of West Windsor, Inc. (0159); Charlie Brown’s of Williamsport LLC (8218); Charlie Brown’s of Woodbury, Inc. (0601); Charlie Brown’s of York, LLC (0980); Charlie Brown’s of Yorktown, LLC (7855); Charlie Brown’s Restaurant Corp. (7782); Charlie Brown’s Steakhouse Fishkill, Inc. (9139); Charlie Brown’s Steakhouse Woodbridge, Inc. (1906); Charlie Brown’s, Inc. (4776); Jonathan Seagull Property Corp. (7248); Jonathan Seagull, Inc. (9160); The Office at Bridgewater, Inc. (3132); The Office at Cranford, Inc. (3131); The Office at Keyport, Inc. (1507); The Office at Montclair, Inc. (3128); The Office at Morristown, Inc. (3127); The Office at Ridgewood, Inc. (2949); The Office at Summit, Inc. (3126); and What’s Your Beef V, Inc. (4719). The Debtors’ address is 1450 Route 22 West, Mountainside, NJ 07092.

Time Period Within Which Debtors May Remove Claims and Actions (the “Motion”) with the United States Bankruptcy Court for the District of Delaware (the “Court”).

PLEASE TAKE FURTHER NOTICE that any responses or objections to the Motion must be in writing, filed with the Clerk of the Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon and received by the undersigned attorneys for the Debtors on or before **November 15, 2011 at 4:00 p.m. (Eastern Standard Time)**.

PLEASE TAKE FURTHER NOTICE that a hearing with respect to the Motion will be held on **November 22, 2011 at 2:00 p.m. (Eastern Standard Time)** before The Honorable Mary F. Walrath, United States Bankruptcy Judge for the District of Delaware at the Court, 824 Market Street, 5th Floor, Courtroom 4, Wilmington, Delaware 19801.

IF NO OBJECTIONS TO THE MOTION ARE TIMELY FILED, SERVED AND RECEIVED IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR HEARING.

Dated: November 4, 2011
Wilmington, Delaware

Respectfully submitted,

/s/ Tyler D. Semmelman

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*Attorneys for the Debtors and
Debtors-in-Possession*

EXHIBIT A
Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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| In re: |) | |
| |) | Chapter 11 |
| CB HOLDING CORP., <u>et al.</u> , ¹ |) | Case No. 10-13683 (MFW) |
| |) | |
| Debtors. |) | Jointly Administered |
| |) | Re: Docket No. ____ |

**ORDER PURSUANT TO 28 U.S.C. § 1452 AND BANKRUPTCY RULES
9006(b) AND 9027 FURTHER EXTENDING TIME PERIOD WITHIN
WHICH DEBTORS MAY REMOVE CLAIMS AND ACTIONS**

Upon consideration of the Motion² of the Debtors for entry of an order (“Order”), pursuant to 28 U.S.C. § 1452 and Bankruptcy Rules 9006(b) and 9027, further extending the

¹ The other Debtors, and the last four digits of each of their tax identification numbers, are: 1820 Central Park Avenue Restaurant Corp. (5151); Bugaboo Creek Acquisition, LLC (4629); Bugaboo Creek Holdings, Inc. (0966); Bugaboo Creek of Seekonk, Inc. (1669); CB Holding Corp. (8640); CB VII, Inc. (9120); CB VIII, Inc. (1468); Charlie Brown North (6721); Charlie Brown’s Acquisition Corp. (8367); Charlie Brown’s at Clifton, Inc. (7309); Charlie Brown’s Mark Corp. (3569); Charlie Brown’s Montclair, Inc. (4223); Charlie Brown’s 1981, Inc. (7781); Charlie Brown’s of Allentown, L.L.C. (8420); Charlie Brown’s of Alpha, Inc. (9083); Charlie Brown’s of Berwyn, LLC (3347); Charlie Brown’s of Blackwood, L.L.C. (5698); Charlie Brown’s of Bloomsburg, LLC (3326); Charlie Brown’s of Brielle, Inc. (8115); Charlie Brown’s of Carlstadt, Inc. (6936); Charlie Brown’s of Chatham, Inc. (2452); Charlie Brown’s of Commack LLC (4851); Charlie Brown’s of Denville, Inc. (1422); Charlie Brown’s of East Windsor, LLC (2747); Charlie Brown’s of Edison, Inc. (8519); Charlie Brown’s of Egg Harbor Twp, LLC (none); Charlie Brown’s of Franklin, LLC (5232); Charlie Brown’s of Garden City, LLC (7440); Charlie Brown’s of Hackettstown, L.L.C. (7493); Charlie Brown’s of Harrisburg, LLC (1085); Charlie Brown’s of Hillsborough, Inc. (0344); Charlie Brown’s of Holtsville, LLC (0138); Charlie Brown’s of Jackson, LLC (3478); Charlie Brown’s of Lacey, L.L.C. (6282); Charlie Brown’s of Lakewood, Inc. (0156); Charlie Brown’s of Langhorne, LLC (3392); Charlie Brown’s of Lynbrook LLC (2772); Charlie Brown’s of Maple Shade, Inc. (0404); Charlie Brown’s of Matawan, Inc. (8337); Charlie Brown’s of Middletown LLC (7565); Charlie Brown’s of Oradell, Inc. (0348); Charlie Brown’s of Pennsylvania, Inc. (6918); Charlie Brown’s of Piscataway, LLC (8285); Charlie Brown’s of Reading, LLC (1214); Charlie Brown’s of Scranton, LLC (9817); Charlie Brown’s of Selinsgrove, LLC (6492); Charlie Brown’s of Springfield, LLC (9892); Charlie Brown’s of Staten Island, LLC (1936); Charlie Brown’s of Tinton Falls, Inc. (6981); Charlie Brown’s of Toms River, LLC (5492); Charlie Brown’s of Union Township, Inc. (8910); Charlie Brown’s of Trexlertown, LLC (6582); Charlie Brown’s of Wayne, Inc. (4757); Charlie Brown’s of West Windsor, Inc. (0159); Charlie Brown’s of Williamsport LLC (8218); Charlie Brown’s of Woodbury, Inc. (0601); Charlie Brown’s of York, LLC (0980); Charlie Brown’s of Yorktown, LLC (7855); Charlie Brown’s Restaurant Corp. (7782); Charlie Brown’s Steakhouse Fishkill, Inc. (9139); Charlie Brown’s Steakhouse Woodbridge, Inc. (1906); Charlie Brown’s, Inc. (4776); Jonathan Seagull Property Corp. (7248); Jonathan Seagull, Inc. (9160); The Office at Bridgewater, Inc. (3132); The Office at Cranford, Inc. (3131); The Office at Keyport, Inc. (1507); The Office at Montclair, Inc. (3128); The Office at Morristown, Inc. (3127); The Office at Ridgewood, Inc. (2949); The Office at Summit, Inc. (3126); and What’s Your Beef V, Inc. (4719). The Debtors’ address is 1450 Route 22 West, Mountainside, NJ 07092.

² Capitalized terms not otherwise defined herein have the meanings ascribed to them in the Motion.

time period within which the Debtors may file notices of removal by 120 days, through and including March 12, 2012, with respect to civil actions pending as of the Petition Date; and the Court finding that (i) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A), and (iii) notice of the Motion was sufficient under the circumstances and that no other or further notice need be provided; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors and their estates; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The period within which the Debtors may file notices of removal of claims and actions pursuant to 28 U.S.C. § 1452 and Bankruptcy Rule 9027 is enlarged by 120 days, through and including March 12, 2012, without prejudice to the Debtors' right to seek further extensions.
3. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.
4. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
5. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).

6. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: _____, 2011
Wilmington, Delaware

THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE