

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

In re:	)	Chapter 11
	)	
CB HOLDING CORP., <u>et al.</u> , <sup>1</sup>	)	Case No. 10-13683 (MFW)
	)	
Debtors.	)	Jointly Administered
	)	
	)	<b>Objection Deadline: 1/13/12 at 4:00 p.m.</b>
	)	<b>Hearing Date: 1/23/12 at 3:00 p.m.</b>

**NOTICE OF FOURTH INTERIM FEE APPLICATION REQUEST**

<sup>1</sup> 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.

Name of Applicant: Richards, Layton & Finger, P.A.

Authorized to Provide Professional Services to: the above-captioned debtors and debtors in possession

Date of Retention: December 13, 2010, *nunc pro tunc* to November 17, 2010

Period for which compensation and reimbursement is sought: August 1, 2011 through October 31, 2011<sup>2</sup>

Amount of Compensation sought as actual, reasonable and necessary: \$75,477.00

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$4,248.63

This is (a)n:  interim  final application

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<sup>2</sup> Richards, Layton & Finger, P.A.'s August, September and October 2011 monthly fee applications are incorporated herein by reference.

Summary of Fee Applications for Compensation Period:

Docket No. Date Filed	Period Covered	Requested		Approved/ Pending Approval		Holdback Fees Requested
		Fees	Expenses	Fees (80%)	Expenses (100%)	Fees (20%)
Docket No. 1035 Date Filed: 9/26/11	8/1/11 - 8/31/11	\$31,184.50	\$908.96	\$24,947.60	\$908.96	\$6,236.90
Docket No. 1068 Date Filed: 10/20/11	9/1/11 - 9/30/11	\$18,864.00	\$767.67	\$15,091.20	\$767.67	\$3,772.80
Docket No. 1110 <sup>3</sup> Date Filed: 11/23/11	10/1/11 - 10/31/11	\$25,428.50	\$2,572.00	\$20,342.80	\$2,572.00	\$5,085.70
<b>TOTALS:</b>		<b>\$75,477.00</b>	<b>\$4,248.63</b>	<b>\$60,381.60</b>	<b>\$4,248.63</b>	<b>\$15,095.40</b>

Summary of Any Objections to Fee Applications: None.

PLEASE TAKE NOTICE that, pursuant to the Court's *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals*, dated December 13, 2010 [Docket No. 168] (the "Interim Compensation Order"), objections, if any, to the Interim Fee Application must be filed with the Court and served on the Applicant at the address set forth below and the Notice Parties (as defined in the Interim Compensation Order) so as to be received by **January 13, 2012 at 4:00 p.m.** If no timely objections are filed to the Interim Fee Application, the Court may enter an order granting the Interim Fee Application without a hearing.

PLEASE TAKE FURTHER NOTICE that a hearing to consider the Interim Fee Application will be held before The Honorable Mary F. Walrath at the Bankruptcy Court, 824 Market Street, 5th Floor, Courtroom 4, Wilmington, Delaware 19801 on **January 23, 2012 at 3:00 p.m.**

<sup>3</sup> The objection deadline for the October 2011 fee application expired on December 13, 2011. As of the date of this filing, RL&F has not been paid any fees or expenses for the October 2011 fee application.

Dated: December 15, 2011  
Wilmington, Delaware

Respectfully submitted,



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