

**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> , <sup>1</sup> | ) | Case No. 10-13683 (MFW)                         |
|  | ) |   |
| Debtors.                                       | ) | Jointly Administered                            |
|  | ) |   |
|  | ) | <b>Objection Deadline: 4/11/12 at 4:00 p.m.</b> |
|  | ) | <b>Hearing Date: 4/18/12 at 10:30 a.m.</b>      |
|  | ) |   |

**NOTICE OF FIFTH INTERIM FEE APPLICATION REQUEST**

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<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: Cahill Gordon & Reindel LLP

Authorized to Provide  
Professional Services to: Debtors

Date of Retention: January 20, 2011, nunc pro tunc  
to November 17, 2010

Period for which compensation and  
reimbursement is sought: November 1, 2011 through and  
including January 31, 2012

Amount of Compensation sought as  
actual, reasonable, and necessary: \$204,992.40

Amount of Expense Reimbursement sought  
as actual, reasonable, and necessary: \$837.57

This is an  X  interim   final application

Summary of Fee Applications for Compensation Period:

| Docket No.<br>Date Filed       | Period Covered           | Requested           |                 | Approved    |                 | Holdback Fees Requested |
|--------------------------------|--------------------------|---------------------|-----------------|-------------|-----------------|-------------------------|
|                                |                          | Fees                | Expenses        | Fees (80%)  | Expenses (100%) | Fees (20%)              |
| Docket No. 1171<br>(1/10/2012) | 11/1/2011-<br>11/30/2011 | \$34,001.90         | \$17.10         | \$27,201.52 | \$17.10         | \$6,800.38              |
| Docket No. 1195<br>(1/31/2012) | 12/1/2011-<br>12/31/2011 | \$84,695.00         | \$219.81        | \$67,756.00 | \$219.81        | \$16,939.00             |
| Docket No. 1243<br>(3/9/2012)  | 1/1/2012-<br>1/31/2012   | \$86,295.50         | \$600.66        | Pending     | Pending         | \$17,259.10             |
|                                |                          |                     |                 |             |                 |                         |
| <b>TOTALS:</b>                 |                          | <b>\$204,992.40</b> | <b>\$837.57</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 [ECF No. 168] (the "Administrative Order"), objections, if any, to the Interim Fee Application Request 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 Administrative Order), so as to be received by **April 11, 2012 at 4:00 p.m.** If no timely objections are filed to the Interim Fee Application Request, the Court may enter an order granting the Interim Fee Application Request without a hearing.

PLEASE TAKE FURTHER NOTICE that a hearing to consider the Interim Fee Application Request will be held before The Honorable Mary F. Walrath at the Bankruptcy Court, 824 Market Street, 5th Floor, Courtroom 4, Wilmington, Delaware 19801, on **April 18, 2012 at 10:30 a.m.**

Dated: March 16, 2012

Respectfully submitted,

/s/ Richard A. Stieglitz Jr.

Joel H. Levitin

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Attorneys for the Debtors and  
Debtors-in-Possession