

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

In re:)	Chapter 11
)	
CB HOLDING CORP., <u>et al.</u> , ¹)	Case No. 10-13683 (MFW)
)	Jointly Administered
Debtors.)	
)	Re: Docket Nos. 1157, 1204, and 1230

**NOTICE OF ENTRY OF ORDER CONFIRMING THE DEBTORS’
MODIFIED FIRST AMENDED JOINT PLAN OF LIQUIDATION
PURSUANT TO CHAPTER 11 OF THE BANKRUPTCY CODE**

PLEASE TAKE NOTICE that on February 27, 2012 (the “**Confirmation Date**”), the United States Bankruptcy Court for the District of Delaware (the “**Bankruptcy Court**”), entered an Order (the “**Confirmation Order**”) [ECF No. 1230] confirming the Modified First Amended Joint Plan of Liquidation Pursuant to Chapter 11 of the Bankruptcy Code, dated January 4, 2012 (the “**Plan**”) [ECF No. 1157],² of the above-captioned debtors and debtors-in-possession (together, the “**Debtors**”).

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 All capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Plan.

PLEASE TAKE FURTHER NOTICE that any Executory Contracts that (i) have not expired or been terminated by their own terms on or prior to the Effective Date, (ii) have not been assumed, assumed and assigned, rejected, or deemed rejected and terminated pursuant to a Sale Order, any other order of the Bankruptcy Court, or letter agreement (including the Mountainside Letter Agreement) by and between the applicable Debtor and non-Debtor party thereto prior to the Confirmation Date, or (iii) are not the subject of a motion by the Debtors to either assume and assign or to reject such Executory Contract that is pending on the Confirmation Date, shall be deemed rejected by the Debtors as of the Confirmation Date, subject to the occurrence of the Effective Date.

PLEASE TAKE FURTHER NOTICE that, in accordance with the Plan and the Confirmation Order, each Entity that is a party to an Executory Contract that is rejected as of the Confirmation Date pursuant to Article VII of the Plan and the Confirmation Order shall be entitled to file, not later than March 30, 2012 (the “**Rejected Contract Claim Bar Date**”), a Proof of Claim against the Liquidating Trust for damages alleged to have been suffered due to such rejection or in any other way relating to or arising from such Executory Contract; provided, however that the opportunity afforded an Entity whose Executory Contract is rejected as of the Confirmation Date pursuant to the Plan and the Confirmation Order to file a Proof of Claim shall in no way apply to Entities that were required to assert a claim on account of an Executory Contract that was previously or otherwise rejected by the Debtors by a prior or other bar date that was established by a separate order of the Bankruptcy Court, which such other bar date shall remain unaffected by the Plan and the Confirmation Order. *Any Entity that has a Claim for (i) damages as a result of the rejection of an Executory Contract pursuant to Article VII of the Plan or (ii) that in any way relates to, or arises from an Executory Contract being rejected by the Confirmation Order, that in either instance does not file a Proof of Claim in accordance with the terms and provisions of the Plan, the Confirmation Order, and this notice shall be forever barred from asserting that Claim against, and such Claim shall be unenforceable against, the Debtors or the Liquidating Trust, and the Debtors and Liquidating Trust shall have no obligation to pay the same.*

PLEASE TAKE FURTHER NOTICE that each holder of an Administrative Claim (except for an Administrative Claim based upon (i) Professional Fee Claims, the allowance and timing for filing of applications for Professional Fees being governed by Plan Section II.A(b), (ii) DIP Facility Claims, and (iii) fees or charges asserted against the respective Estates under 28 U.S.C. § 1930) *incurred through and including the Confirmation Date* must file a request for payment on or before 4:00 P.M. (prevailing Eastern time) on March 30, 2012, for such Administrative Claim to be eligible to be considered an Allowed Claim. If no such request for payment is timely filed against the applicable Debtor, the applicable party shall not be entitled to receive any distributions under the Plan on account thereof from the Debtors, the Liquidating Trust, or their respective Estates or Assets.

PLEASE TAKE FURTHER NOTICE that all such alleged Administrative Claims or Proofs of Claim for alleged Rejection Claims *must actually be received* by the Debtors’ Claims Agent, The Garden City Group, Inc. (“**GCG**”), at either of the following addresses, on or before the date set forth above: (i) if by mail: CB Holding Corp., c/o GCG, P.O. Box 9587, Dublin, Ohio 43017-4887, or (ii) if by messenger or overnight courier: CB Holding Corp., c/o GCG, 5151 Blazer Parkway, Suite A, Dublin Ohio 43017-9306.

PLEASE TAKE FURTHER NOTICE that copies of the Plan and the Confirmation Order are on file with the Clerk of the United States Bankruptcy Court for the District of Delaware and may be reviewed during the Bankruptcy Court's regular business hours or online or through the Bankruptcy Court's website, www.deb.uscourts.gov, or the website maintained by GCG, www.cbhinfo.com.

PLEASE TAKE FURTHER NOTICE that copies of the Plan and the Confirmation Order may also be obtained free of charge by contacting GCG at (877) 398-2187.

Dated: February 27, 2012
Wilmington, Delaware

Respectfully submitted,

/s/ Tyler D. Semmelman

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