

creditors, and all other parties in interest; and the Debtors having provided appropriate notice of the Motion and the opportunity for a hearing on the Motion under the circumstances and no other or further notice need be provided; and the Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before the Court (the "Hearing"); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The Debtors are authorized to reject the Leases set forth on Exhibit 1 attached hereto.
3. Each of the Leases set forth on Exhibit 1 attached hereto is rejected effective as of the date the Debtors relinquish (or already have relinquished) control of the applicable premises by delivering keys and/or security codes to the affected landlord (such date the "Rejection Date").
4. As soon as reasonably practicable on or after the Rejection Date, the Debtors shall file on the docket a notice, in substantially the form set forth on Exhibit 2 attached hereto (the "Rejection Date Notice") and serve such Rejection Date Notice on the applicable Lease counterparty and their counsel, if known, and all known parties asserting or holding a lien or interest in any Abandoned Property (as defined below). In no event shall the effectiveness of the rejection of any Lease be dependent on the time or manner of service of the Rejection Date Notice, nor shall the time and manner of service of any Rejection Date Notice have any effect of

the effectiveness of the rejection of any Lease, such rejection having been approved in its entirety hereby.

5. The Debtors will use commercially reasonable efforts to remove any remaining food products from the Premises prior to relinquishing the Premises.

6. The Debtors are authorized in their sole discretion, to abandon any personal property that may be located on the Premises (collectively "Abandoned Property"). Any Abandoned Property remaining at the premises following the Rejection Date may be disposed of by the applicable landlord free and clear of any claims, liens or interests of the Debtors or third parties, and the applicable landlord may immediately thereafter dispose of such Abandoned Property in its sole discretion without liability to the Debtors or any third party. All rights of the landlords to assert claims against the Debtors' estates related to the Abandoned Property, including without limitation its disposal, are fully reserved, and the rights of the Debtors to dispute any such claims are fully reserved.

7. Landlords for leases rejected pursuant to this Order must file proofs of claim relating to the rejection of their leases, if any, by the later of (a) the claims bar date established in these chapter 11 cases, and (b) forty-five (45) days after the Rejection Date.

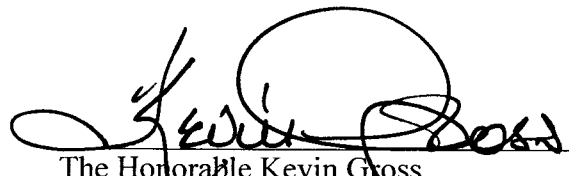
8. Notwithstanding the relief granted in this Order and any actions taken pursuant to such relief, nothing in this Order shall be deemed: (a) an admission as to the validity of any claim against a Debtor entity; (b) a waiver of the Debtors' right to dispute any claim on any grounds; (c) a promise or requirement to pay any claim; (d) an implication or admission that any particular claim is of a type specified of defined in this Order of the Motion; (e) a request or authorization to assume any agreement, contract, or lease pursuant to section 365 of the Bankruptcy Code or any other applicable law.

9. Notice of the Motion as provided therein shall be deemed good and sufficient and the requirements of Bankruptcy Rule 6004(a) and the Local Bankruptcy Rules are satisfied by such notice.

10. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

11. The Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

Dated: OCT. 24, 2011
Wilmington, Delaware


The Honorable Kevin Gross
Chief United States Bankruptcy Judge