

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

THE OCEANAIRE TEXAS RESTAURANT
COMPANY, L.P., *et al.*,¹

Debtors.

Chapter 11

Case No.: 09-34262-bjh-11

Jointly Administered

**NOTICE OF (I) CONFIRMATION HEARING AND OBJECTION
DEADLINE WITH RESPECT TO DEBTORS' AND COMMITTEE'S
JOINT PLAN AND (II) SOLICITATION AND VOTING PROCEDURES**

TO ALL CREDITORS, INTEREST HOLDERS AND PARTIES IN INTEREST:

Approval of Disclosure Statement and Solicitation Procedures. On March 16, 2010, the United States Bankruptcy Court for the Northern District of Texas (the "Bankruptcy Court") entered an order (the "Disclosure Statement Order") approving the Disclosure Statement (the "Disclosure Statement") for First Amended Joint Plan of Reorganization Proposed By the Debtors and Official Committee of Unsecured Creditors under Chapter 11 of the United States Bankruptcy Code (the "Plan") as containing adequate information, as required under section 1125(a) of title 11 of the United States Code (the "Bankruptcy Code"), and authorized the above captioned debtors and debtors-in-possession (collectively, the "Debtors") and the Official Committee of Unsecured Creditors (the "Committee," and together with the Debtors the "Plan Proponents") to solicit votes with regard to the acceptance or rejection of the Plan. All capitalized terms used but not defined herein shall have the meanings given to such terms in the Plan or the Disclosure Statement, as applicable.

1. Confirmation Hearing. A hearing to confirm the Plan (the "Confirmation Hearing") will commence at 1:15 p.m. prevailing Central Time on April 26, 2010, before the before the Honorable Barbara J. Houser, United States Bankruptcy Judge, Earl Cabell Federal Building, 1100 Commerce Street, Room 1424 (Courtroom #2), Dallas, Texas 75242. The Confirmation Hearing may be continued from time to time by announcing such continuance in open court or otherwise, without further notice to parties in interest. The Bankruptcy Court, in its discretion and prior to the Confirmation Hearing, may put in place additional procedures governing the Confirmation Hearing. The Plan may be modified, if necessary, prior to, during, or as a result of the Confirmation Hearing, without further notice to interested parties.

2. Plan Supplement. The Plan Proponents will file certain portions of the supplement to the Plan (the "Plan Supplement") on or before two (2) days after the Auction is concluded. After the Plan Supplement is filed, the Plan Supplement will be available (i) for

¹ The other Debtors in these cases include The Oceanaire Restaurant Company, Inc., The Oceanaire, Inc., The Oceanaire Investment Company, Inc., The Oceanaire Minneapolis Restaurant Company, LLC, and The Oceanaire Texas Beverage Company, Inc.

those with a PACER account, at <http://ecf.txnb.uscourts.gov>; (ii) at <http://www.oceanairreorg.com>; and (iii) by contacting counsel for the Committee, Joe E. Marshall, Deborah M. Perry at Munsch Hardt Kopf & Harr, P.C., 3800 Lincoln Plaza, 500 N. Akard Street, Dallas, Texas 75201-6659, Telephone: (214) 855-7500, Facsimile: (214) 978-4365, Email: jmarshall@munsch.com, dperry@munsch.com.

3. Record Date. The Record Date for purposes of determining which Holders of Claims are entitled to vote on the Plan is March 16, 2010 at 5:00 p.m. (prevailing Eastern Time).

4. Voting Deadline. If you hold a Claim against the Debtors as of the Record Date, and are entitled to vote to accept or reject the Plan, you have received a Ballot containing voting instructions appropriate for your Claim(s). For your vote to accept or reject the Plan to be counted, you must complete all required information on the Ballot and execute and return the completed Ballot to the applicable address indicated on the Ballot so that it is received by 5:00 p.m. prevailing Eastern Time on April 19, 2010 (the "Voting Deadline"). Any failure to follow the voting instructions included with the Ballot may disqualify your Ballot and your vote.

5. Rule 3018(a) Motion Deadline. Any creditor who wishes to file a motion pursuant to Federal Rule of Bankruptcy Procedure 3018(a) for temporary allowance of a claim for voting purposes must file such motion on or before April 12, 2010 at 5:00 p.m. (prevailing Central Time), which motions shall be heard at the commencement of the Confirmation hearing. If you have not received a ballot, or if the Debtors or the Committee have filed an objection to your claim, you must file a Rule 3018(a) Motion or you will not be entitled to vote and any ballot that you may cast will not be counted.

6. Objections to the Plan. The Bankruptcy Court has established April 19, 2010, at 5:00 p.m. (prevailing Central Time), as the last date and time for filing and serving objections to Confirmation of the Plan (the "Plan Objection Deadline"). Any objection to the Plan must be (a) in writing; (b) state with particularity the grounds (including any applicable legal authority) of objection and identify the specific section and/or text of the Plan to which the objection is focused; (c) filed with the Bankruptcy Court prior to the Plan Objection Deadline; and (d) served so that it is actually received no later than the Plan Objection Deadline, by (i) counsel to the Debtors at Duane Morris LLP, 190 South LaSalle Street, Suite 3700, Chicago, Illinois 60603, Attn: John Robert Weiss; (ii) counsel to the Debtors at Bracewell & Giuliani LLP, 1445 Ross Avenue, Suite 3800, Dallas, TX 75202-2711, Attn: Samuel M. Stricklin; (iii) Office of the United States Trustee at 1100 Commerce Street, Room 976, Dallas, Texas 75242, Attn: George F. McElreath; and (iv) counsel to the Official Committee of Unsecured Creditors at Munsch Hardt Kopf & Harr, P.C., 3800 Lincoln Plaza, 500 N. Akard Street, Dallas, TX 75201-6659, Attn: Joseph E. Marshall.

7. Executory Contracts. If you hold a Claim against the Debtors as a result of an executory contract that is assumed or rejected as part of the auction and Plan, you have until April 23, 2010, 5:00 p.m. (prevailing Eastern Time) to vote to accept or reject the Plan. For your vote to accept or reject the Plan to be counted, you must complete all required information on the Ballot and execute and return the completed Ballot to the applicable address indicated on the Ballot so that it is received by 5:00 p.m. (prevailing Eastern Time) on April 23, 2010. Any failure to follow the voting instructions included with the Ballot may disqualify your Ballot and

your vote. In addition, you have until 5:00 p.m. (prevailing Central Time) on April 23, 2010 to file objections to the Plan, which objections must otherwise comply with paragraph 6 hereof.

8. **Solicitation Packages.** Holders of Claims who are entitled to vote to accept or reject the Plan shall receive a Solicitation Package, containing paper copies of this Confirmation Hearing Notice, the Cover Letter, applicable Ballot(s), the Disclosure Statement, and the order approving the Disclosure Statement. The Solicitation Package (except the Ballots) may also be obtained by contacting (a) Debtors' counsel, John Robert Weiss, Rosanne Ciambrone, Matthew A. Olins at Duane Morris LLP, 190 South LaSalle Street, Suite 3700, Chicago, IL 60603-3433, Telephone: (312) 499-6700, Facsimile: (312) 499-6701, Email: maolins@duanemorris.com or (b) counsel for the Official Committee of Unsecured Creditors, Joe E. Marshall, Deborah M. Perry at Munsch Hardt Kopf & Harr, P.C., 3800 Lincoln Plaza, 500 N. Akard Street, Dallas, Texas 75201-6659, Telephone: (214) 855-7500, Facsimile: (214) 978-4365, Email: jmarshall@munsch.com, dperry@munsch.com. Inquiries regarding voting may also be made to Debtors' counsel or Committee's counsel at the aforementioned addresses.

9. **Release, Exculpation, and Injunction Language in the Plan.** Please be advised that Article IX of the Plan contains certain release, exculpation, and injunction provisions. You are advised to carefully review and consider the Plan, including the release, exculpation, and injunction provisions, as your rights might be affected.