

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF KENTUCKY
LOUISVILLE DIVISION**

In re:)	Chapter 11
Jillian's Entertainment Holdings, Inc., et al, ¹)	Case Nos. 04-33192 to 04-33239
)	
Debtors.)	(Jointly Administered)
)	

**NOTICE OF (A) COMMENCEMENT OF CHAPTER 11
BANKRUPTCY CASES AND (B) MEETING OF CREDITORS**

A. COMMENCEMENT OF CASES

On May 23, 2004 and May 24, 2004 (collectively, the "Petition Date") as indicated on Exhibit A attached hereto, each of the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "Debtors") filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 through 1330 (as amended, the "Bankruptcy Code") in the United States Bankruptcy Court for the Western District of Kentucky, 601 W. Broadway, Louisville, Kentucky 40202 (the "Bankruptcy Court"). Orders for relief have been entered in each case (collectively, the "Chapter 11 Cases").

DOCUMENTS FILED IN THESE CASES. You will not receive notice of all documents filed in these Chapter 11 Cases. All documents are available (i) on the Court's website at www.kywb.uscourts.gov, maintained by the Office of the Clerk of the U.S. Bankruptcy Court, U.S. Courthouse, 601 W. Broadway, Suite 450, Louisville, Kentucky 40202 (the "Clerk's Office"); (ii) through the internet (with a PACER password) at the internet address listed above; and (iii) on the Debtors' private website maintained by Kurtzman Carson Consultants LLC ("KCC") at <http://www.kcellc.net/jillians> (the "Debtors' Private Website"), phone: 866-381-9100. The Debtors' Private Website shall contain information, deadlines in these Chapter 11 Cases and certain other documents relating to these Chapter 11 Cases. NOTE: The staff of the Clerk's Office, the Debtors, KCC and any of the Debtors' professionals are prohibited by law from giving legal advice.

PURPOSE OF CHAPTER 11 FILING. Chapter 11 of the Bankruptcy Code enables a debtor to operate while in bankruptcy and to resolve its liabilities pursuant to a plan. A plan is not effective unless approved by a bankruptcy court at a confirmation hearing. Creditors will be given notice concerning any plan or notice in the event these Chapter 11 Cases are dismissed or converted to another chapter of the Bankruptcy Code. Each Debtor will remain in possession of its property and will continue to operate its business unless a trustee is appointed.

CREDITORS MAY NOT TAKE CERTAIN ACTIONS. A creditor is anyone to whom a debtor owes money or property. Under the Bankruptcy Code, the Debtors are granted certain protection against creditors holding claims or equity interests which arose prior to the Petition Date. Common examples of prohibited actions by creditors whose claims arose prior to the Petition Date are contacting a debtor to demand repayment, taking action against a debtor to collect money owed to creditors or to take property of a debtor and starting or continuing foreclosure actions or repossessions. If unauthorized actions are taken by a creditor against a Debtor, the Bankruptcy Court may penalize that creditor. A creditor considering taking action against a Debtor or a Debtor's property should review section 362 of the Bankruptcy Code and may wish to seek legal advice.

DISCHARGE OF DEBTS. Confirmation of a plan may result in a discharge of the Debtors' debts, which may include all or part of a creditor's claim. See Section 1141(d) of the Bankruptcy Code. A discharge means that you may never try to collect the debt from any of the Debtors, except as provided in the plan.

CASE MANAGEMENT AND ADMINISTRATIVE PROCEDURES. On May 26, 2004, the Bankruptcy Court entered an Order Establishing Certain Notice, Case Management and Administrative Procedures (the "Case Management Order"). The Case Management Order and accompanying case management procedures describe notice, service and other related procedures that apply in these Chapter 11 Cases. All parties who desire to participate in these Chapter 11 Cases must follow the procedures set

¹ The Debtors are the entities set forth on Exhibit A attached hereto and made a part hereof by reference. Exhibit A sets forth the Case Number for each Debtor assigned by the Clerk's Office to a particular Debtor's case. This Notice of (A) Commencement of Chapter 11 Bankruptcy Cases and (B) Meeting of Creditors is being filed in each of the Debtors' cases and the Debtors' names and Case Numbers are incorporated into the caption as if they were set forth in full.

forth in the Case Management Order. A copy of the Case Management Order may be obtained (a) by accessing the Debtors' Private Website at <http://www.kccllc.net/jillians> (b) by contacting KCC at the address and phone number listed herein; or (c) by contacting the Clerk's Office.

DEBTORS' SCHEDULES. The Debtors Schedules of Assets and Liabilities will be available (i) on the Court's website at www.kywb.uscourts.gov, maintained by the Clerk's Office; (ii) through the internet (with a PACER password) at the internet address listed above; and (iii) on the Debtors' Private Website.

DEBTORS' COUNSEL. The Debtors' proposed co-counsel is as follows:

KIRKLAND & ELLIS LLP

James H.M. Sprayregen, P.C.
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B. MEETING OF CREDITORS

DATE, TIME AND LOCATION OF MEETING OF CREDITORS. Pursuant to section 341 of the Bankruptcy Code, the Office of the United States Trustee - Region 8 has set June 25, 2004 at 10:30 a.m., Room 509 of the United States Courthouse, 601 W. Broadway, Louisville, Kentucky 40202, as the date, time and location for the meeting of creditors (the "341 Meeting"). All persons entering the United States Courthouse will be required to present photo identification.

MEETING OF CREDITORS. The Debtors' representative, as specified in Rule 9001(5) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), is required to appear at the 341 Meeting for the purpose of being examined under oath. Attendance by creditors at the 341 Meeting is welcomed but not required. At the 341 Meeting, the creditors may examine the Debtors' representative and transact such other business as may properly come before the 341 Meeting. The 341 Meeting may be continued or adjourned from time to time by notice at the 341 Meeting but without further written notice to the creditors.

NAME, ADDRESS AND TELEPHONE NUMBER OF U.S. TRUSTEE. Joseph J. Golden, Assistant United States Trustee, 601 West Broadway, Louisville, Kentucky 40202, Telephone: (502) 582-6000, Facsimile: (502) 582-6147.

INQUIRIES. Please direct inquiries to:
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Kurtzman Carson Consultants LLC
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Los Angeles, CA 90066
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E-mail: jilliansinfo@kccllc.com

FOR THE COURT:

May 26, 2004

DIANE S. ROBL, Clerk of Court
(502) 627-5700

**EXHIBIT A TO NOTICE OF (A) COMMENCEMENT OF
CHAPTER 11 BANKRUPTCY CASES AND (B) MEETING OF CREDITORS**

DEBTOR	FILING DATE	CASE NUMBER
Derby City Promotions, Inc.	May 23, 2004	04-33193
Jillian's America Live of Minneapolis, Inc.	May 23, 2004	04-33194
Jillian's Billiard Café of Akron, Inc.	May 23, 2004	04-33195
Jillian's Billiard Café of Columbia, South Carolina, Inc.	May 23, 2004	04-33196
Jillian's Billiard Café of Raleigh, NC, Inc.	May 23, 2004	04-33197
Jillian's Billiard Café II of Raleigh, North Carolina, Inc.	May 23, 2004	04-33198
Jillian's Billiard Club of Annapolis, Inc.	May 23, 2004	04-33199
Jillian's Billiard Club of Champaign Urbana, Inc.	May 23, 2004	04-33201
Jillian's Billiard Club of Champaign Urbana, LP	May 23, 2004	04-33202
Jillian's Billiard Club of Charlotte, NC, Inc.	May 23, 2004	04-33203
Jillian's Billiard Club of Cleveland, Inc.	May 23, 2004	04-33204
Jillian's Billiard Club of Cleveland Heights, Inc.	May 23, 2004	04-33205
Jillian's Billiard Club of Cleveland Heights, LP	May 23, 2004	04-33206
Jillian's Billiard Club of Louisville, Kentucky, Inc.	May 24, 2004	04-33208
Jillian's Billiard Club of Manchester, NH, Inc.	May 24, 2004	04-33207
Jillian's Billiard Club of Pasadena, Inc.	May 24, 2004	04-33210
Jillian's Billiard Club of Seattle, Inc.	May 24, 2004	04-33209
Jillian's Billiard Club of Tacoma, Inc.	May 24, 2004	04-33212
Jillian's Billiard Club of Worcester, Inc.	May 24, 2004	04-33211
Jillian's Billiard Club of Worcester, LP	May 24, 2004	04-33214
Jillian's Entertainment Holdings, Inc.	May 23, 2004	04-33192
Jillian's Entertainment Corporation	May 23, 2004	04-33200
Jillian's Gators of Minneapolis, Inc.	May 24, 2004	04-33213
Jillian's Inc.	May 24, 2004	04-33215
Jillian's Knuckleheads of Minneapolis, Inc.	May 24, 2004	04-33217
Jillian's Management Company, Inc.	May 24, 2004	04-33216
Jillian's of Albany, NY, Inc.	May 24, 2004	04-33218
Jillian's of Arundel, MD, Inc.	May 24, 2004	04-33219
Jillian's of Concord, NC, Inc.	May 24, 2004	04-33220
Jillian's of Covington, Kentucky, Inc.	May 24, 2004	04-33222
Jillian's of Farmingdale, NY, Inc.	May 24, 2004	04-33221
Jillian's of Franklin, PA, Inc.	May 24, 2004	04-33224
Jillian's of Gwinnett, GA, Inc.	May 24, 2004	04-33223
Jillian's of Hollywood, CA, Inc.	May 24, 2004	04-33225
Jillian's of Houston, TX, Inc.	May 24, 2004	04-33226
Jillian's of Indianapolis, IN, Inc.	May 24, 2004	04-33227
Jillian's of Katy, TX, Inc.	May 24, 2004	04-33228
Jillian's of Memphis, TN, Inc.	May 24, 2004	04-33229
Jillian's of Minneapolis, MN, Inc.	May 24, 2004	04-33230
Jillian's of Montreal, Inc.	May 24, 2004	04-33231
Jillian's of Nashville, TN, Inc.	May 24, 2004	04-33232
Jillian's of Norfolk, VA, Inc.	May 24, 2004	04-33233
Jillian's of Rochester, NY, Inc.	May 24, 2004	04-33234
Jillian's of San Francisco, CA, Inc.	May 24, 2004	04-33235
Jillian's of Scottsdale, AZ, Inc.	May 24, 2004	04-33236
Jillian's of Westbury, NY, Inc.	May 24, 2004	04-33237
Jillian's of Youngstown, OH, Inc.	May 24, 2004	04-33238
River Vending, Inc.	May 24, 2004	04-33239