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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:	)	Case No. 03-15299 (PSH)
	)	(Jointly Administered)
EAGLE FOOD CENTERS, INC.,	)	Chapter 11
et al.,	)	Hon. Pamela S. Hollis
Debtors.	)	Hearing Date: 3:00 p.m. (Central Time)
	)	Hearing Time: April 7, 2003

ORDER PURSUANT TO 11 U.S.C. §§ 102(1) AND 105(a), BANKRUPTCY RULES 2002(m), 9007 AND 9014, AND LOCAL RULES 101, 306, 400, AND 402 ESTABLISHING OMNIBUS HEARING DATES AND CERTAIN NOTICE, CASE MANAGEMENT AND ADMINISTRATIVE PROCEDURES

This matter having come before the Court on the motion, dated April 7, 2003 (the "Motion")[1], of Eagle Food Centers, Inc. ("Eagle Foods") and four of its subsidiaries and affiliates (the "Affiliate Debtors"), debtors and debtors-in-possession in the above captioned cases (collectively, the "Debtors"), for entry of an order, pursuant to 11 U.S.C. §§ 102(1) and 105(a), Rules 2002(m), 9007 and 9014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Local Rules 101, 306, 400, and 402 (the "Local Rules") establishing omnibus hearing dates and certain notice, case management, and administrative procedures in the Debtors' chapter 11 cases; and upon the Affidavit of Robert J. Kelly in Support of Chapter 11

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[1] Unless otherwise defined herein, all capitalized terms shall have the meaning ascribed to them in the Motion.

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Petitions and First-Day Orders; the Court finds that (i) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) the relief requested in the Motion is in the best interests of the Debtors, their estates and their creditors; (iv) proper and adequate notice of the Motion and the hearing thereon has been given and that no other or further notice is necessary; and (v) upon the record herein after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED THAT,

1. The Motion is GRANTED.

A. Scheduling Matters

Omnibus Hearing Dates

2. The Court shall conduct the following omnibus hearings on a monthly basis in these cases (the "Omnibus Hearing Dates"):

April 25, 2003 at 11:00 am (Central Standard Time)

May 30, 2003 at 10:00 am (Central Standard Time)

June 27, 2003 at 10:00 am (Central Standard Time)

3. Omnibus Hearing Dates shall occur thereafter as may be scheduled by the Court. All matters requiring a hearing in these cases shall be set for

and be heard on Omnibus Hearing Dates unless alternative hearing dates are approved by the Court for good cause shown.

Filing Deadlines: Motions, Applications, Objections and Responses

4. Filing Deadline. Except as otherwise provided by the Bankruptcy Code, the Bankruptcy Rules or paragraph 6 below, in order for a Filing to be heard at the next scheduled Omnibus Hearing Date a movant or applicant must file his/her Filing with this Court at least ten (10) days prior to the next scheduled Omnibus Hearing Date (the "Filing Deadline"), and must serve same in accordance with the Notice Procedures provided below. Subject to the next paragraph, if such Filing is filed and served less than ten (10) days prior to the next scheduled Omnibus Hearing Date, the hearing with respect to such Filing shall be the Next Omnibus Hearing Date thereafter.

5. In the event a party cannot comply with the Filing Deadline and the Notice Procedures, such party may shorten the Filing Deadline and modify the Notice Procedures and have a Filing heard on the next Omnibus Hearing Date, if, and only if, (a) such movant or applicant brings such matter as an emergency motion, which matter must be of such a nature that any delay in hearing would result in serious, irreparable harm to one or more of the parties to the proceedings or, (b) for cause shown, this Court shortens such time and modifies the Notice Procedures.

6. Scheduling of Automatic Stay Motions. Unless this Court orders otherwise, for good cause shown, where the filing is a motion for relief from the automatic stay and where such motion is filed more than fourteen (14) days before the upcoming Omnibus Hearing Date, then the preliminary hearing date for such matter shall be set on such upcoming Omnibus Hearing Date. Where the filing in such matter is filed less than fourteen (14) days before the upcoming Omnibus Hearing Date then the preliminary hearing for such matter shall be set at the next Omnibus Hearing Date following the upcoming Omnibus Hearing Date. Except as specifically set forth herein, all other procedures for such motions shall otherwise conform to the Local Rules and the Bankruptcy Rules.

7. Objection Deadline. In the event that a Filing is a motion or application for relief, the objection deadline (the "Objection Deadline") shall be:

(a) no later than the seventh (7th) calendar date before the applicable Omnibus Hearing Date (or such other date upon which the Court will consider the Filing) if the Filing is served at least twenty (20) days prior to the applicable Omnibus Hearing Date; or

(b) no later than the third (3rd) calendar date or the second (2nd) business date, whichever date occurs first, before the applicable Omnibus Hearing Date (or such other date upon which the Court will consider the Filing) if the Filing is served less than twenty (20) but at least ten (10) days prior to the applicable Omnibus Hearing Date; or

(c) as otherwise ordered by the Court.

8. If no objection is timely filed, the relief requested in the filing shall be granted without a hearing. Should a timely objection be submitted, the party filing the initial motion shall be allowed, but not required, to file a reply to such objection or other responsive pleading at any time prior to the applicable Omnibus Hearing Date.

Scheduling of Evidentiary Hearings

9. Pursuant to Bankruptcy Rule 9014, in the event that an objection or other responsive pleading is filed in response to a Filing, then the hearing on such matter shall be an evidentiary hearing at which witnesses may testify, unless the Debtors' proposed agenda otherwise provides. If the objecting party intends to introduce evidence or witnesses, it must identify with reasonable particularity its proposed evidence and witnesses in its objection or other responsive pleading. The party filing the motion or application must identify its proposed evidence and witnesses within two (2) business days of a request therefor made by the objecting party. Such request may be made in the objection or other responsive pleading.

10. Any document identifying such evidence and witnesses shall be served on (i) any opposing party, (ii) the Debtors' counsel, (iii) counsel for the Committee, and (iv) the United States Trustee. Such documents need not be filed with the Court (unless the document is an objection or other responsive pleading),

but they shall be made available to the Court by the serving party in the event of a dispute. Any party that fails to identify its evidence or witnesses as provided for herein may be precluded from presenting such evidence or witnesses at the hearing on the matter. Nothing shall preclude any party from presenting proffers in connection with uncontested matters, or agreeing with an opposing party to present proffers in any contested matter in lieu of the direct testimony of any witness or otherwise stipulating to facts or documentary evidence.

11. The Debtors shall describe the status of contested evidentiary hearings on the proposed hearing agendas submitted to the Court in connection with each hearing.

B. Proposed Notice Procedures

12. Every Filing shall be subject to the following notice procedures described herein (the "Notice Procedures").

13. All Filings shall be served upon all parties with a particularized interest in the subject of the Filing and the Master Service List, as defined below. All other parties requesting notice shall simply receive a notice of the filing and an opportunity to obtain the filing itself from the Debtors or the Court's web site, at such requesting party's sole cost and expense.

Additional Notice Parties

16. All Filings for which particular notices are required by Bankruptcy Rules 2002(a)(2) and (3), 4001, 6004, 6006, 6007 or 9019, shall be served in accordance with the following procedures, unless otherwise authorized by the Court:

(a) Filings related to the use, sale, lease or abandonment of property other than in the ordinary course of business shall be served on each entity asserting an interest in the property.

(b) Filings related to relief from, or otherwise related to, the automatic stay shall be served on each entity asserting a lien or encumbrance on the affected property.

(c) Filings relating to the use of cash collateral or obtaining credit shall be served on each adversely affected entity asserting an interest in the cash collateral or each adversely affected entity asserting a lien or other interest in property on which a lien is proposed to be granted.

(d) Filings relating to approval of proposed compromises or settlements shall be served on any entity that is a party to the compromise or settlement or which may be directly adversely affected thereby.

(e) Filings relating to rights under section 365 of the Bankruptcy Code shall be served on each party to the executory contract(s) or unexpired lease(s) affected thereby.

(f) Filings relating to applications for payment of compensation or reimbursement of expenses shall be served on each professional person who is seeking payment of compensation or reimbursement of expenses and whose retention has been authorized by the Court in these cases.

(g) Notice of other matters for which the Bankruptcy Rules specifically require notice to all parties-in-interest shall be served on all creditors and equity security holders of the Debtors and parties-in-interest, except as set forth herein or as otherwise authorized by this Court.

17. Except as set forth herein or otherwise authorized by this Court, the noticing procedures set forth above shall not apply to notices of the matters or proceedings described in the following Bankruptcy Rules:

(a) Bankruptcy Rule 2002(a)(1) (meeting of creditors pursuant to section 341 of the Bankruptcy Code).

(b) Bankruptcy Rule 2002(a)(2) (any proposed use, sale or lease of property of the estate other than in the ordinary course of business, to the extent that such use, sale or lease concerns all or substantially all of the Debtors' assets).

(c) Bankruptcy Rule 2002(a)(3) (the hearing on approval of a compromise or settlement of a controversy other than approval of an agreement pursuant to Bankruptcy Rule 4001(d)(l), to the extent that such compromise or settlement either involves claims between and among the Debtors and the Committee or a plan of reorganization).

(d) Bankruptcy Rule 2002(a)(4) (a hearing on the dismissal of the case or cases, or the conversion of the case or cases to another chapter).

(e) Bankruptcy Rule 2002(a)(5) (the time fixed to accept or reject a proposed modification of a plan of reorganization).

(f) Bankruptcy Rule 2002(b)(1) (the time fixed for filing objections and any hearing to consider approval of a disclosure statement).

(g) Bankruptcy Rule 2002(b)(2) (the time fixed for filing objections and any hearing to consider confirmation of a plan of reorganization).

(h) Bankruptcy Rule 2002(d) (certain matters for which notice is to be provided to equity security holders).

(i) Bankruptcy Rule 2002(f)(1) (the entry of an order for relief).

(j) Bankruptcy Rule 2002(f)(2) (the dismissal or conversion of a case to another chapter of the Bankruptcy Code).

(k) Bankruptcy Rule 2002(f)(3) (the time allowed for filing claims pursuant to Rule 3002).

(l) Bankruptcy Rule 2002(f)(6) (the waiver, denial or revocation of a discharge as provided in Bankruptcy Rule 4006).

(m) Bankruptcy Rule 2002(f)(7) (the entry of an order confirming a chapter 11 plan or plans of reorganization).

(n) Bankruptcy Rule 2002(f)(8) (a summary of the trustee's final report and account should a case be converted to chapter 7 of the Bankruptcy Code).

Service on 2002 List Parties

18. Any entity submitting a Filing shall serve only a notice (the "Notice") of such Filing by U.S. Mail on all parties that filed a notice of appearance or request for notice in these cases (the "2002 List Parties"). The Notice shall include the title of the Filing, the time and date of any Objection Deadline, and the Omnibus Hearing Date (or other hearing date as ordered by the Court) at which the Court will consider the Filing. The Debtors shall update the 2002 List Parties on a periodic basis and provide such list upon request.

Adversary Proceedings

19. Additionally, all initial Filings, complaints and other pleadings filed in any adversary proceeding commenced in these cases (the "Adversary Pleadings") shall be served by overnight mail, on (a) the Debtors and their counsel; (b) the Office of the United States Trustee; (c) Counsel to the Committee; (d) Counsel to the agent for the Debtors' postpetition credit facility; (e) Counsel to the Debtors' prepetition lender; and (f) any parties required to be served under any applicable Bankruptcy Rule or Local Rule.

Service of Responses

20. All objections, responses or statements in support of Filings, as well as any replies thereto (collectively "Responses"), need only be served on counsel who served such Filings and (a) the Debtors and their counsel, (b) the Office

of the United States Trustee, (c) Counsel to the Committee, (d) Counsel to the agent for the Debtors' postpetition credit facility, and (e) Counsel to the Debtors' prepetition lender, provided that all such Responses shall be served so as to be actually received by such parties on or prior to the applicable filing deadline, as set forth herein or as otherwise provided by the Bankruptcy Code or Bankruptcy Rules.

Notice Requests

21. All requests for notice (the "Notice Requests"), whether now filed or filed in the future, for automatic receipt of copies of Filings, Responses, Adversary Pleadings and other documents or writings filed in these cases and any adversary proceeding will be accommodated as set forth herein.

22. Except as provided by Local Rules 603A and paragraph 14(f) herein, any party who files a Notice Request or notice of appearance will be added to the 2002 List Parties, and will receive all Notices of Filings in these cases.

23. Parties who have filed notices of appearance and who desire to be added to the Master Service List shall make a written request to that effect to the Debtors. In the written request, the requesting party shall advise the Debtors of the party's interest in the bankruptcy cases and why cause exists for the party's inclusion on the Master Service List. The Debtors shall have twenty (20) days to consider such request. If the Debtors either decline the request or fail to respond to the same within such twenty (20) day period, the requesting party may move the

Court in accordance with the Notice Procedures, for good cause shown, to be added to the Master Service List.

24. On the last day of each calendar month, or as soon thereafter as is practicable, a copy of this Order, as it may be modified or amended from time to time, shall be served by the Debtors on each party that has filed a notice of appearance or request for notice in these cases during the preceding calender month.

Failure to Comply With Notice Procedures

25. If any person makes any Filing in contravention of the Notice Procedures by, among other things, setting a hearing on such Filing for a date and time other than an Omnibus Hearing Date without an order from this Court authorizing such hearing for cause, the Debtors shall forward a copy of this Order to such person within three (3) business days after receipt.

26. Nothing shall prejudice (i) the rights of any party in interest to move the Court to further limit or expand notice of such matters and proceedings upon a showing of good cause, including, but not limited to, the right to file a motion seeking emergency ex parte consideration or consideration upon shortened time; or (ii) the rights of any party to seek an enlargement or reduction of a time period under Bankruptcy Rule 9006(b) or (c).

G. Copies of Filings

27. All Filings in these cases are available on the internet at www.ilnb.uscourts.gov and may be downloaded for viewing or printing with Adobe® Acrobat® Reader.

28. Upon request of any party, the Debtors will provide copies of any Filings in these cases at the expense of the requesting party.

29. The Court may conduct case status conferences pursuant to 11 U.S.C. § 105 to review these matters from time to time with representatives of the Debtors, the United States Trustee, and the Clerk of the Bankruptcy Court.

Dated: Chicago, Illinois
_____, 2003

UNITED STATES BANKRUPTCY JUDGE
- 7 APR 2003