

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

In re:) Chapter 11
)
) Case No. 12-10237 (MFW)
BUFFETS RESTAURANTS HOLDINGS,)
INC. *et al.*,¹) (Jointly Administered)
Debtors.)
)

**NOTICE OF AMENDMENT TO SCHEDULE F OF SCHEDULES OF ASSETS
AND LIABILITIES OF FIRE MOUNTAIN RESTAURANTS, LLC**

TO: (I) THE OFFICE OF THE UNITED STATES TRUSTEE; (II) COUNSEL TO THE COMMITTEE; (III) COUNSEL TO THE AGENT FOR THE DEBTORS' POST-PETITION LENDERS; (IV) THOSE PARTIES REQUESTING NOTICE PURSUANT TO BANKRUPTCY RULE 2002 AND (V) THE PARTIES LISTED ON EXHIBIT 1 ANNEXED HERETO

PLEASE TAKE NOTICE that pursuant to Rule 1009(a) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 1009-2 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules"), Fire Mountain Restaurants, LLC, one of the above-captioned debtors and debtors-in-possession (collectively, the "Debtors"), hereby amends Schedule F of its Schedules of Assets and Liabilities, as set forth on Exhibit 1 hereto.

PLEASE TAKE FURTHER NOTICE that, pursuant to Local Rule 1009-2, the parties listed on Exhibit 1 (collectively, the "Claimants") shall have until 4:00 p.m. (prevailing Eastern Time) on the date that is twenty-one (21) days from the date of this notice to file a proof

1 The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are Buffets Restaurants Holdings, Inc. (9569), Buffets Holdings, Inc. (4018), Buffets, Inc. (2294), HomeTown Buffet, Inc. (3002), OCB Purchasing Co. (7610), OCB Restaurant Company, LLC (7607), Buffets Franchise Holdings, LLC (8749), Buffets Leasing Company, LLC (8138), Ryan's Restaurant Group, Inc., (7895), Ryan's Restaurant Leasing Company, LLC (7405), HomeTown Leasing Company, LLC (8142), OCB Leasing Company, LLC (8147), Fire Mountain Restaurants, LLC (8003), Fire Mountain Leasing Company, LLC (7452), Tahoe Joe's, Inc. (7129) and Tahoe Joe's Leasing Company, LLC (8145). The address for all of the Debtors is 1020 Discovery Road, Suite 100, Eagan, Minnesota 55121.

of claim (the “Bar Date”).² Any Entity that is required to file a proof of claim, but fails to do so by the Bar Date shall not be treated as a creditor with respect to such claim for the purposes of voting on and distribution under any chapter 11 plan proposed and/or confirmed in these cases. Along with this Notice, the Claimants will be provided with (i) a copy of the Bar Date Notice [D.I. 396]; and (ii) a proof of claim form.

RESERVATION OF RIGHTS

The Debtors reserve the right to dispute, or to assert offsets or defenses against, any filed claim or any claim listed or set forth on Exhibit 1 as to nature, amount, liability, classification or otherwise. Nothing contained in this Notice shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any and all grounds.

Dated: Wilmington, Delaware
May 31, 2012

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ Ryan M. Bartley

Pauline K. Morgan (No. 3650)

Sean T. Greecher (No. 4484)

Ryan M. Bartley (No. 4985)

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1000 North King Street

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- and -

² On March 13, 2012, the Bankruptcy Court entered the *Order pursuant to Bankruptcy Rule 3003(c)(3) Establishing Bar Dates for Filing Proofs of Claim and Approving the Form and Manner of Notice Thereof* [D.I. 366] (the “Bar Date Order”). Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Bar Date Order. The Bar Date Order, among other things, established April 24, 2012 at 4:00 p.m. (prevailing Eastern Time) as the General Bar Date (as defined in the Bar Date Order).

PAUL, WEISS, RIFKIND, WHARTON &
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Counsel for the Debtors and Debtors in Possession

EXHIBIT 1

Schedule Amendment

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re: **Fire Mountain Restaurants, LLC**
Debtor.

Case No.: **12-10249**

Chapter: 11

SUMMARY OF AMENDING SCHEDULES – AMENDMENT #3

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

AMOUNTS SCHEDULED

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	No		\$ 11,683,293		
B - Personal Property	No		\$ 56,836,524		
C - Property Claimed as Exempt	No				
D - Creditors Holding Secured Claims	No			\$ 300,152,157	
E - Creditors Holding Unsecured Priority Claims (Total claims on Schedule E)	No			\$ 41,323	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	2		\$ 19,554,900	
G - Executory Contracts and Unexpired Leases	No				
H - Codebtors	No				
I - Current Income of Individual Debtors(s)	No				
J - Current Expenditures of Individual Debtor(s)	No				
TOTAL			\$ 68,519,817	\$ 319,748,381	

SCHEDULE F – CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.) Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data..

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME , MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See Instructions above.)	CODEBTOR	HUSBAND, WIFE, JOINT, OR COMMUNITY	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCOUNT NO.							
See Exhibit F-1		N/A	Additions to Schedule F	X	X	X	\$0.00
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
ACCOUNT NO.							
Subtotal ►							\$0.00
Total ►							\$0.00

1 continuation sheets attached

(Use only on last page of the completed Schedule F.)
(Report also on Summary of Schedules and, if applicable, on the Statistical
Summary of Certain Liabilities and Related Data.)

In re: Fire Mountain Restaurants, LLC
Debtor

Case No. 12-10249

DECLARATION CONCERNING DEBTORS' AMENDING SCHEDULES – AMENDMENT #3

I, A. Keith Wall, the Chief Finance Manager of the organization named as a debtor in this case, declare under penalty of perjury that I have read the foregoing amended summary and schedules, and that they are true and accurate to the best of my knowledge, information and belief.

Date: May 31, 2012
Greer, SC

/s/ A. Keith Wall
Chief Finance Manager
Fire Mountain Restaurants, LLC

Fire Mountain Restaurants, LLC
 Exhibit F-1 : Additions

Creditor Name	Creditor Address	Account Number	Codebtor	Date Claim was incurred	Consideration for claim	Is Claim subject to setoff	Contingent	Unliquidated	Disputed	Amount of Claim
General Liability Claims										
Crystal Agnew	Att: Ron A. Austin & Associates, LLC 400 Manhattan Blvd Harvey	70058 YKZ L 98985	LA N/A	5/22/2011	General Liability	No	x	x	x	Unknown
Jennifer Potter (Rush)	Att: James C. Robinson Ktger & Hunt McCallum Portland	04101 YFK L 01828	ME N/A	10/29/2005	General Liability	No	x	x	x	Unknown
Total										\$ -