

In re:

AMICUS WIND DOWN CORPORATION, *et al.*,¹

Debtors.

Chapter 11
Case No. 11-13167 (KG)
Jointly Administered

X

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, include: Amicus Wind Down Corporation f/k/a Friendly Ice Cream Corporation (3130); Amicus Restaurants Franchise Wind Down, LLC f/k/a Friendly's Restaurants Franchise, LLC (3693); Amicus Realty I Wind Down, LLC f/k/a Friendly's Realty I, LLC (2580); Amicus Realty II Wind Down, LLC f/k/a Friendly's Realty II, LLC (2581); and Amicus Realty III Wind Down, LLC f/k/a Friendly's Realty III, LLC (2583). The location of the Debtors' corporate headquarters and the Debtors' service address is: 1855 Boston Road, Wilbraham, Massachusetts 01095.

- **Second Monthly Fee Application of Blank Rome LLP, Co-Counsel to the Official Committee of Unsecured Creditors for Amicus Wind Down Corporation, et al., for Compensation and Reimbursement of Expenses for the Period From December 1, 2011 Through December 31, 2011 [Docket No. 694]**

On January 31, 2012, at my direction and under my supervision, employees of KCC caused to be served the following documents via First Class Mail upon the service list attached hereto as **Exhibit B:**

- **Notice of Second Monthly Application of Akin Gump Strauss Hauer & Feld LLP, Co-Counsel to the Official Committee of Unsecured Creditors of Amicus Wind Down Corporation, et al., for Interim Allowance of Compensation and for Reimbursement of Expenses for Services Rendered from December 1, 2011 Through December 31, 2011 [Docket No. 691]**
- **Notice of Second Monthly Fee Application of FTI Consulting, Inc., Financial Advisor to the Official Committee of Unsecured Creditors of Amicus Wind Down Corporation, et al., for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred for the Period November 1, 2011 Through November 30, 2011 [Docket No. 693]**
- **Notice of Second Monthly Fee Application of Blank Rome LLP, Co-Counsel to the Official Committee of Unsecured Creditors for Amicus Wind Down Corporation, et al., for Compensation and Reimbursement of Expenses for the Period From December 1, 2011 Through December 31, 2011 [Docket No. 694]**

Dated: February 1, 2012


Luis N. Valdivia

State of California
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 1st day of February, 2012, by Luis N. Valdivia, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

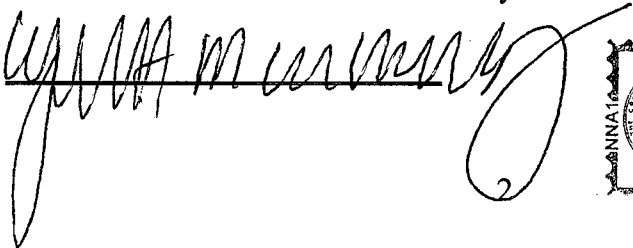
Signature: 



EXHIBIT A

Exhibit A

COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP
FRIENDLY ICE CREAM CORPORATION	ATTN ROBERT K SAWYER	1855 BOSTON ROAD		WILBRAHAM	MA	01095
KIRKLAND & ELLIS LLP	ROSS M KWASTENIET & JEFFREY D PAWLITZ	300 N LASALLE ST		CHICAGO	IL	60654
OFFICE OF THE US TRUSTEE FOR THE DISTRICT OF DELAWARE	RICHARD L SCHEPACARTER	J CALEB BOGGS FEDERAL BUILDING	844 KING ST STE 2207 LOCKBOX 35	WILMINGTON	DE	19801
PACHULSKI STANG ZIEHL & JONES LLP	LAURA DAVIS JONES	919 N MARKET ST 17TH FL		WILMINGTON	DE	19899-8705
PAUL HASTINGS LLP	JESSE J AUSTIN III	600 PEACHTREE ST NE STE 2400		ATLANTA	GA	30308

EXHIBIT B

**Exhibit B
Core and 2002 List**

COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP
ADVANTAGE IQ INC	ATTN ACCOUNTS RECEIVABLE	1313 N ATLANTIC 5TH FL		SPOKANE	WA	99201
AIRGAS INC	ATTN MR DAVID BOYLE	259 RADNOR CHESTER RD STE 100	PO BOX 6675	RADNOR	PA	19087-8675
ALL STAR DAIRY ASSOCIATION		PO BOX 911050		LEXINGTON	KY	40591
ANN BRENNAN LAW OFFICES	ANN BRENNAN	800 HINGHAM ST STE 200N		ROCKLAND	MA	02370
ASHBY & GEDDES PA	RICARDO PALACIO ESQ & AMANDA M WINFREE ESQ & LEIGH-ANNE M RAPORT ESQ	500 DELAWARE AVE 8TH FL	PO BOX 1150	WILMINGTON	DE	19899
BALLARD SPAHR LLP	ATTN DAVID L POLLACK ESQ AND JEFFREY MEYERS ESQ	51ST FL MELLON BANK CTR	1735 MARKET ST	PHILADELPHIA	PA	19103
BALLARD SPAHR LLP	ATTN TOBEY M DALUZ ESQ AND LESLIE HEILMAN ESQ AND MATTHEW SUMMER ESQ	919 MARKET ST 11TH FL		WILMINGTON	DE	19801
BANK OF NEW YORK MELLON	ATTN CORPORATE TRUST ADMINISTRATION	101 BARCLAY ST FL 8 W		NEW YORK	NY	10286
BARTLETT HACKETT FEINBERG PC		155 FEDERAL ST 9TH FL		BOSTON	MA	02110
BEGLEY CARLIN & MANDIO LLP	THOMAS J PROFY IV ESQ	680 MIDDLETOWN BLVD		LANGHORNE	PA	19047-0308
BERGERON PARADIS & FITZPATRICK LLP	EDWARD D FITZPATRICK ESQ	PO BOX 174		ESSEX JUNCTION	VT	05453
BIFFERATO LLC	IAN CONNOR BIFFERATO ESQ & THOMAS F DRISCOLL III ESQ	800 N KING ST PLZ LEVEL		WILMINGTON	DE	19801
BORGES AND ASSOCIATES LLC	ATTN WANDA BORGES ESQ	575 UNDERHILL BLVD STE 118		SYOSSET	NY	11791
BRYAN CAVE LLP	MICHELLE MCMAHON ESQ & STEPHANIE WICKOUSKI ESQ	1290 AVE OF THE AMERICAS		NEW YORK	NY	10104
BUCHALTER NEMER	SHAWN M CHRISTIANSON ESQ	333 MARKET ST 25TH FL		SAN FRANCISCO	CA	94105-2126
CARGILL INC		1729 SYLVAN LN		GLADWYNE	PA	19035
COCA COLA COMPANY		PO BOX 102190	68 ANNEX	ATLANTA	GA	30368
COHN AND DUSSI LLC	ATTN MICHAEL H THEODORE ESQ	300 TRADE CTR STE 3700		WOBBURN	MA	01801
COMMONWEALTH OF PENNSYLVANIA	READING BANKRUPTCY & COMPLIANCE UNIT	625 CHERRY ST ROOM 203		READING	PA	19602-1152
DEPARTMENT OF LABOR AND INDUSTRY		1000 W ST 10TH FL	THE BRANDYWINE BUILDING	WILMINGTON	DE	19899
COOCH AND TAYLOR PA	ATTN SUSAN E KAUFMAN ESQ	FEDERAL RESERVE PLZ	600 ATLANTIC AVE	BOSTON	MA	02210
CRAIG AND MACAULEY	ATTN WILLIAM R MOORMAN JR ESQ	913 N MARKET ST 11TH FL	PO BOX 1380	WILMINGTON	DE	19899-1380
CROSS AND SIMON LLC	ATTN JOSEPH GREY ESQ	45 HARTFORD TURNPIKE	PO BOX 2421	VERNON	CT	06066
DAVID SHAIKEN LLC	DAVID M S SHAIKEN ESQ	ONE LEWIS WHARF		BOSTON	MA	02110
DEMEO & ASSOCIATES PC	ALEX F MATTERA					
DEUTSCH WILLIAMS BROOKS DERENSIS AND HOLLAND PC	ATTN RODNEY G HOFFMAN	ONE DESIGN CTR PL STE 600		BOSTON	MA	02210
DICKIE MCCAMEY & CHILCOTE PC	SAMUEL R GREGO ESQ	TWO PPG PL STE 400		PITTSBURGH	PA	15222
DUANE MORRIS LLP	ATTN RICHARD W RILEY ESQ	222 DELAWARE AVE STE 1600		WILMINGTON	DE	19801-1649
ECOLAB INC		27 MAYFIELD AVE		EDISON	NJ	08837-3820
FM FACILITY MAINTENANCE LLC	IPT HOLDING COMPANY LLC	DBA FM FACILITY MAINTENANCE	10 COLUMBUS BLVD 4TH FL	HARTFORD	CT	06106
FOX ROTHSCHILD LLP	ATTN PRINCE ALTEE THOMAS	2000 MARKET ST TWENTIETH FL		PHILADELPHIA	PA	19103-3222
FOX ROTHSCHILD LLP	L JASON CORNELL ESQ	222 LAKEVIEW AVE STE 700		WEST PALM BEACH	FL	33401
FOX ROTHSCHILD LLP	L JOHN BIRD ESQ	919 N MARKET ST STE 1300	PO BOX 2323	WILMINGTON	DE	19899-2323
GARELICK FARMS	DEAN NORTHEAST LLC	BOX 3926	PO BOX 8500	PHILADELPHIA	PA	19178-3192
GGP LIMITED PARTNERSHIP AS AGENT	KRISTEN N PATE	110 N WACKER DR		CHICAGO	IL	60606
GOULSTON AND STORRS PC	ATTN CHRISTINE D LYNCH AND VANESSA V PECK ESQS	400 ATLANTIC AVE		BOSTON	MA	02110-3333
GREAT ATLANTIC AND PACIFIC TEA CO INC	ATTN CHRIS MCGARRY	2 PARAGON DR		MONTVALE	NJ	07645
HAYNES AND BOONE LLP	LAWRENCE MITTMAN ESQ & JONATHAN HOOK ESQ & DAVID LIEBENSTEIN ESQ	30 ROCKEFELLER PLZ 26TH FL		NEW YORK	NY	10112
HEINZ NORTH AMERICA		PO BOX 371605		PITTSBURGH	PA	15251
HUDSON JONES JAYROK & FISHER	RONALD D SMITH	225 S STATE ST		DOVER	DE	19901
IBM CORPORATION	BEVERLY H SHIDELER	ONE LINCOLN CENTRE STE 1600	18W 140 BUTTERFIELD RD	OAKBROOK TERRACE	IL	60181
JOSEPH & TERRACCIANO LLP	PETER J TERRACCIANO ESQ	2 ROOSEVELT AVE STE 200		SYOSSET	NY	11791

**Exhibit B
Core and 2002 List**

COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP
KANDEL KLITENIC KOTZ AND BETTEN LLP	ATTN ALAN BETTEN ESQ	502 WASHINGTON AVE STE 610		TOWSON	MD	21204
KATTEN MUCHIN ROSENMAN LLP	ATTN THOMAS J LEANSE AND DUSTIN P BRANCH ESQS	2029 CENTURY PARK E STE 2600		LOS ANGELES	CA	90067-3012
KELLEY DRYE AND WARREN LLP	ATTN JAMES S CARR ESQ AND ROBERT L LEHANE ESQ AND GILBERT R SAYDAH JR ESQ	101 PARK AVE		NEW YORK	NY	10178
KEN BURTON JR MANATEE COUNTY TAX COLLECTOR	ATTN SUSAN D PROFANT CFCA CLA FRP PARALEGAL	4333 US 301 N		ELLENTON	FL	34222
KLEHR HARRISON HARVEY BRANZBURG LLP	ATTN DOMENIC PACITTI ESQ	919 N MARKET ST STE 1000		WILMINGTON	DE	19801
KLEHR HARRISON HARVEY BRANZBURG LLP	ATTN JEFFREY KURTZMAN ESQ	1835 MARKET ST STE 1400		PHILADELPHIA	PA	19103
KOCH MEAT COMPANY		PO BOX 71176		CHICAGO	IL	60694-1176
KOHNER MANN & KAILAS SC	SAMUEL C WISOTZKEY	WASHINGTON BUILDING, BARNABAS BUSINESS CENTER	4650 N PORT WASHINGTON RD	MILWAUKEE	WI	53212-1059
KRAFT FOODS GLOBAL INC	SANDRA SCHIRMANG	THREE LAKES DR	MAIL STATION NF 463	WINNETKA	IL	60093
KROKIDAS AND BLUESTEIN LLP	ATTN VINCENT J PISEGNA AND JILL BRENNER MEIXEL	600 ATLANTIC AVE		BOSTON	MA	02210
KROLL MCNAMARA EVANS & DELEHANTY LLP	DOUGLAS M EVANS ESQ	65 MEMORIAL RD STE 300		WEST HARTFORD	CT	06107
KSL MEDIA INC		387 PARK AVE S 4TH FL		NEW YORK	NY	10016
LANDIS ROTH & COBB LLP	ADAM G LANDIS	919 MARK ST STE 600	PO BOX 2087	WILMINGTON	DE	19899
LECLAIRRYAN A PROFESSIONAL CORPORATION	GREGORY J MASCITTI ESQ	70 LINDEN OAKS STE 210		ROCHESTER	NY	14625
LEMERY GREISLER LLC	PAUL A LEVINE ESQ	50 BEAVER ST		ALBANY	NY	12207
LEWIS AND ROCA LLP	MARVIN C RUTH	40 N CENTRAL AVE 19TH FL		PHOENIX	AZ	85004
LEWIS AND ROCA LLP	SCOTT K BROWN	40 N CENTRAL AVE 19TH FL		PHOENIX	AZ	85004
M BROWN PLLC	MELITHA LYNN BROWN ESQ	11629 MIRAGE LN		FRISCO	TX	75033
MACAULEY LLC	ATTN THOMAS G MACAULEY	300 DELAWARE AVE STE 760		WILMINGTON	DE	19801
MAGNOZZI & KYE LLP	AMISH R DOSHI ESQ	23 GREEN ST STE 302		HUNTINGTON	NY	11743
MCCAIN FOODS INC		PO BOX 2464		CAROL STREAM	IL	60132
MCELROY DEUTSCH MULVANEY & CARPENTER LLP	JEFFREY BERNSTEIN ESQ & NICOLE LEONARD ESQ	THREE GATEWAY CENTER	100 MULBERRY ST	NEWARK	NJ	07102-4079
MENTER RUDIN AND TRIVELPIECE PC	ATTN KEVIN M NEWMAN ESQ	308 MALTBIE ST STE 200		SYRACUSE	NY	13204-1439
MERCURY WERKS	VALENCE PRINT MANAGEMENT LLC	DBA MERCURY WERKS TOLL WAY PLZ II	15950 N DALLAS PKWY STE 730	DALLAS	TX	75248
MIRICK OCONNELL DEMAILLE AND LOUGEE LLP	ATTN GINA M BARBIERI	1800 W PARK DR STE 400		WESTBOROUGH	MA	01581
MIRICK OCONNELL DEMALLIE AND LOUGEE LLP	ATTN PAUL W CAREY ESQ	100 FRONT ST		WORCESTER	MA	01608-1477
MONZACK MERSKY MCLAUGHLIN AND BROWDER PA	ATTN RACHEL B MERSKY ESQ	1201 N ORANGE ST STE 400		WILMINGTON	DE	19801
MORGAN LEWIS & BOCKIUS LLP	ATTN NEIL E HERMAN ESQ	101 PARK AVE		NEW YORK	NY	10178
MORGAN LEWIS AND BOCKIUS LLP	ATTN NEIL E HERMAN AND ANNIE C WELLS AND PATRICK D FLEMING ESQS	101 PARK AVE		NEW YORK	NY	10178-0060
MORRIS NICHOLS ARSHT AND TUNNELL LLP	ATTN ERID D SCHWARTZ AND ANDREW R REMMING	1201 N MARKET ST		WILMINGTON	DE	19801
OFFICE OF THE ATTORNEY GENERAL	LINDA L KELLY & CAROL E MOMJIAN	21 S 12TH ST 3RD FL		PHILADELPHIA	PA	19107-3603
PARKER IBRAHIM AND BERG LLC	ATTN JOSEPH L LEMKIN ESQ	991 ROUTE 22 WET STE 201		BRIDGEWATER	NJ	08807
PAUL HASTINGS LLP	ATTN BRYAN R KAPLAN ESQ	75 EAST 55TH ST		NEW YORK	NY	10022-3205
PENSION BENEFIT GUARANTY CORPORATION	ATTN MICHAEL I BAIRD	OFFICE OF THE CHIEF COUNSEL	1200 K ST NW STE 340	WASHINGTON	DC	20005-4026
PEPPER HAMILTON LLP	HENRY JAFFE ESQ & JOHN H SCHANNE ESQ	HERCULES PLZ STE 5100	1313 MARKET ST PO BOX 1709	WILMINGTON	DE	19899
REED SMITH LLP	ATTN AMY M TONTI ESQ	225 FIFTH AVE		PITTSBURGH	PA	15222-2716

**Exhibit B
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COMPANY	CONTACT	ADDRESS 1	ADDRESS 2	CITY	STATE	ZIP
REED SMITH LLP	ATTN J CORY FALGOWSKI ESQ	1201 MARKET ST STE 1500		WILMINGTON	DE	19801
REED SMITH LLP	ATTN KIMBERLY E LAWSON ESQ	1201 N MARKET ST STE 1500		WILMINGTON	DE	19801
RICHARDS LAYTON & FINGER PA	RUSSELL C SILBERGLIED ESQ & ZACHARY I SHAPIRO ESQ	ONE RODNEY SQUARE	920 N KING ST	WILMINGTON	DE	19801
ROBERT A DEFRINO ESQ		241 ASYLUM ST 5TH FL		HARTFORD	CT	06103
ROCHESTER MEAT COMPANY		PO BOX 954793		ST LOUIS	MO	63195-4793
ROCK TENN CO CHICOPEE FOLDING		PO BOX 102064		ATLANTA	GA	30363-0064
RUDMAN WINCHELL	ATTN CURTIS E KIMBALL	84 HARLOW STPO BOX 1401		BANGOR	ME	04402-1401
SARDILLI PRODUCE AND DAIRY CO INC		212 LOCUST ST		HARTFORD	CT	06114
SAUL EWING LLP	ATTN JEFREY C HAMPTON ESQ AND MELISSA W RAND ESQ	CENTRE SQUARE W	1500 MARKET ST 38TH FL	PHILADELPHIA	PA	19102
SAUL EWING LLP	MARK MINUTI ESQ	222 DELAWARE AVE STE 1200	PO BOX 1266	WILMINGTON	DE	19899
SCHULTE ROTH & ZABEL LLP	MICHAEL L COOK & KAREN S PARK	919 THIRD AVE		NEW YORK	NY	10022
SFERRAZZA & KEENAN PLLC	SARAH M KEENAN ESQ	532 BROADHOLLOW RD STE 111		MELVILLE	NY	11747
SHEPPARD MULLIN RICHTER AND HAMPTON LLP	ATTN EDWARD H TILLINGHAST III AND MALANI J CADEMARTORI AND GISELLE RIVERS	30 ROCKEFELLER PLZ		NEW YORK	NY	10112
SHIPMAN AND GOODWIN LLP	ATTN JULIE A MANNING ESQ AND ERIC S GOLDSTEIN ESQ	ONE CONSTITUTION PLZ		HARTFORD	CT	06103-1919
SIMON PROPERTY GROUP	ATTN RONALD M TUCKER ESQ	225 W WASHINGTON ST		INDIANAPOLIS	IN	46204
SMITH KATZENSTEIN AND JENKINS LLP	ATTN KATHLEEN M MILLER ESQ	THE CORPORATE PLZ	800 DELAWARE AVE STE 1000	WILMINGTON	DE	19899
STEVEN BRACCO ESQ		5122 AVE N	PO BOX 410	BROOKLYN	NY	11234
STEVENS & LEE PC	LEONARD P GOLDBERGER ESQ & JOHN C KILGANNON ESQ	1818 MARKET ST 29TH FL		PHILADELPHIA	PA	19103
STEVENS & LEE PC	MARIA APRILE SAWCZUK ESQ	1105 N MARKET ST STE 700		WILMINGTON	DE	19801
STINSON MORRISON HECKER LLP	SHARON L STOLTE	1201 WALNUT STE 2900		KANSAS CITY	MO	64106
SULLIVAN HAZELTINE ALLINSON LLC	ATTN WILLIAM A HAZELTINE ESQ AND SETH S BROSTOFF ESQ	901 N MARKET ST STE 1300		WILMINGTON	DE	19801
TENACITY GROUP LLC	ATTN ERIK D BOLOG ESQ	4800 MONTGOMERY AVE 10TH FL		BETHESDA	MD	20814
THE BANK OF NEW YORK MELLON	ROBERT H MAJOR VP	6525 WEST CAMPUS OVAL		NEW ALBANY	OH	43054
THE HUNTINGTON NATIONAL BANK	ATTN JODY MICHELLE OSTER ESQ AND LARISSA OSBORN ESQ	41 S HIGH ST 3RD FL		COLUMBUS	OH	43215
THE LAW OFFICES OF MARKIAN R SLOBODIAN	T A MADASONS AND COMPANY	801 N SECOND ST		HARRISBURG	PA	17102
THE VIA GROUP LLC DBA THE VIA AGENCY		619 CONGRESS ST		PORTLAND	ME	04101
THOMPSON OBRIEN KEMP AND NASUTI PC	ATTN TED W HIGHT III ESQ	40 TECHNOLOGY PKWY S STE 300		NORCROSS	GA	30092
VENABLE LLP	CATHERINE M GUASTELLO ESQ	750 E PRATT ST STE 900		BALTIMORE	MD	21202
WEISS AND ZARETT PC	ATTN MICHAEL D BROFMAN ESQ	3333 NEW HYDE PARK RD STE 211		NEW HYDE PARK	NY	11042
WHITEFORD TAYLOR AND PRESTON LLC	ATTN THOMAS J FRANCELLA JR ESQ	1220 N MARKET ST STE 608		WILMINGTON	DE	19801-2535
WHITEFORD TAYLOR AND PRESTON LLP	ATTN KEVIN G HROBLAK ESQ AND AARON L CASAGRANDE ESQ	SEVEN SAINT PAUL ST		BALTIMORE	MD	21202-1636
WINTHROP & WEINSTINE PA	CHRISTOPHER A CAMARDELLO	225 S SIXTH ST STE 3500		MINNEAPOLIS	MN	55402
YOUNG CONAWAY STARGATT & TAYLOR LLP	ATTN MICHAEL NESTOR ESQ	RODNEY SQUARE	1000 N KING ST	WILMINGTON	DE	19801
YOUNG CONAWAY STARGATT AND TAYLOR LLP	ATTN MICHAEL R NESTOR AND EDMON L MORTON AND KENNETH J ENOS ESQS	RODNEY SQUARE	1000 N KING ST	WILMINGTON	DE	19801
ZIMMERMAN AND PARTNERS ADVERTISING INC		2200 W COMMERCIAL BLVD STE 300		FT LAUDERDALE	FL	33309