

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW MEXICO

In re:

FURR'S SUPERMARKETS, INC.,
Debtor.

Case No. 7-01-10779-SA
Chapter 7

ORDER APPROVING SETTLEMENT OF ADVERSARY PROCEEDING 02-1186-S

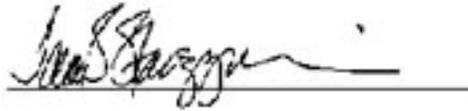
THIS MATTER came before the Court on the Chapter 7 Trustee's Motion to Approve Settlement of Adversary Proceeding 02-1186-S (BCI of Los Angeles, Inc., d/b/a Phoenix Coca-Cola Bottling Company and Coca-Cola Enterprises Inc. d/b/a Magnolia Coca-Cola Bottling Company, Coca-Cola Bottling Company of North Texas, Coca-Cola Bottling company of The Southwest, and Big Bend Coca-Cola Bottling Company). The Court, being sufficiently advised, hereby FINDS:

1. The Chapter 7 Trustee's Motion to Approve Settlement of Adversary Proceeding 02-1186-S (the "Motion") was filed on August 26, 2004.
2. Notice of the filing of the Motion was mailed by first class United States mail, postage prepaid, on August 26, 2004, to all persons listed on the limited matrix as set forth in the original Notice filed herein, and was sufficient and proper in the circumstances. The deadline to file an objection expired on September 20, 2004, which includes three days for service by mail. No objections to the Motion were filed.

3. The Settlement should be approved.

4. Upon entry of this Order, the Defendants will pay the Trustee upon the terms set out in the Motion and the Settlement Agreement between the parties. Upon payment, the Adversary Proceeding will be dismissed with prejudice. The parties have further agreed that, upon payment of the \$802,889.68 to the Trustee by the Defendants, this settlement shall resolve all claims, counterclaims and causes of action held by the Trustee against the Defendant, and by the Defendants against the Trustee, and the Trustee and the Defendants shall mutually release each other from any and all such claims, with the exception of the Defendants' pre-petition unsecured claim and 11 U.S.C. §502(h) claim in this matter. The Defendants specifically reserve their rights with regard to their pre-petition unsecured claim and 11 U.S.C. §502(h) claim in Case No. 7-01-10779-SA, including without limitation their rights to receive payment on such claims to the extent permitted by applicable bankruptcy law, and to the extent that there is a distribution to holders of allowed pre-petition unsecured claims.

IT IS THEREFORE ORDERED that the Chapter 7 Trustee's Motion to Approve Settlement of Adversary Proceeding 02-1186-S is granted, and the settlement of Adversary Proceeding 02-1186-S is approved as set forth in the Motion.



THE HONORABLE JAMES S. STARZYNSKI
UNITED STATES BANKRUPTCY JUDGE

Submitted by:

DAVIS & PIERCE, P.C.

/s/ submitted by email 9/24/04

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Approved:

Approved by fax 8/25/04

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Additional Parties Entitled to Notice:

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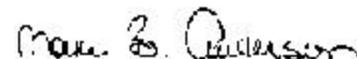
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I hereby certify that on September 29, 2004, a true and correct copy of the foregoing was electronically transmitted, faxed, delivered, or mailed to the listed counsel and/or parties.



Mary B. Anderson