UNITED STATES DISTRICT COURT
DISTRICT OF NEW MEXICO

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U.S. BANKRUPTCY COURT
ALBUQUERQUE, N.M.

In re:

FURR'S SUPERMARKETS, INC., No. 11-01-10779-SA

Debtor,

LIMITED OBJECTION OF FURRS 4, 5, 7 & 9 LLCs TO MOTION OF UNITED FOOD & COMMERCIAL WORKERS UNION 540 & 1564 FOR IMMEDIATE PAYMENT OF ADMINISTRATIVE EXPENSES

COME NOW Furrs 4 LLC, Furrs 5 LLC, Furrs 7 LLC and Furrs 9 LLC (collectively, "the Objectors"), by and through their attorneys of record, FAIRFIELD, FARROW, FLOWERS, & STROTZ, P.C. (John E. Farrow) and file this limited objection to the Motion of United Food & Commercial Workers Union 540 & 1564 For Immediate Payment of Administrative Expenses (the Unions' Motion) and as grounds would show the Court as follows:

1. As stated in their prior Motion for Payment of Administrative Expenses, the Objectors were the Lessors under separate leases for non-residential real property with the Debtor (collectively, "the Rejected Leases") at four locations in New Mexico and Texas, which leases have been rejected by the Debtor.

2. Since the filing of the petition, and up to the rejection dates of the Rejected Leases, the Debtor failed to pay post-petition rent on two of the Rejected Leases, and also failed to pay real estate property taxes that had accrued and become due and payable on each of the properties covered by the Rejected Leases, all as required pursuant to the terms of the Rejected Leases.

3. The Debtor is indebted to the Objectors for such post-

petition rent and taxes in the amount of at least $303,191.52 ("the Objector's Claim").

4. The Unions' Motion seeks to require the Debtor to immediately pay certain severance benefits of its members (all former employees of the Debtor) as well as to make certain contributions to various pension, health, welfare and vacation benefits of employees that constitute administrative expenses under 11 USC 503(B)(1).

5. The claims of the unions are of equal priority to the claim of the Objectors for post-petition rent and property taxes, which also constitute valid administrative expenses allowable under sections 503(b) and 507(a)(1) of the Code and should not be paid ahead of or to the exclusion of the other valid administrative expenses.

WHEREFORE, the Objectors pray that the Unions' Motion For Immediate Payment of Administrative Expenses be denied, or in the alternative, that the Debtor be ordered to pay all valid administrative expenses and for such other and further relief as the Court may deem just and proper.

FAIRFIELD, FARROW,
FLOWERS & STROTZ, P.C.

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I HEREBY CERTIFY that a true copy of the foregoing pleading was mailed to the following counsel this 2nd day of October, 2001:

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