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U.S. BANKRUPTCY COURT
DISTRICT OF NEW MEXICO

In re
FURR'S SUPERMARKETS, INC.,

Case No. 11-01-10779-SA
Chapter 11

Debtor.

LIMITED OBJECTION TO MOTION FOR
ORDER AUTHORIZING REIMBURSEMENT OF EXPENSES OF
MEMBERS OF OFFICIAL UNSECURED CREDITORS' COMMITTEE

Furr's Supermarkets, Inc., debtor and debtor-in-possession (the "Debtor"), hereby submits its limited objection to the Motion of the Official Unsecured Creditors' Committee (the "UCC") for an order authorizing reimbursement of the UCC's members' expenses.

1. The Debtor agrees that the UCC's members are entitled to reimbursement of the reasonable expenses that they incur in serving on the UCC. The Debtor does not object to the monthly submission, review, and payment of these expenses in the matter described in the UCC's Motion, subject to the following exceptions:

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2. First, the Debtor objects to reimbursement of expenses incurred by more than one representative of any UCC member in attending a UCC meeting. The Debtor is advised that the Committee's own internal policy is that no more than one Member representative should be entitled to reimbursement. But because the Motion does not so state, the Debtor makes the point in this Objection.

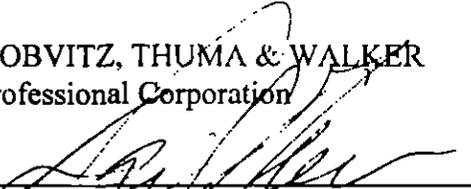
3. Second, the Debtor objects to the payment of any legal fees charged by an attorney representing an individual UCC member. A UCC member may, if it chooses, ask outside counsel to represent it in UCC matters or to sit as its representative at UCC meetings. In that case, the attorney-representative would be entitled to reimbursement for all reasonable expenses that it incurs, (*e.g.*, travel expenses, etc.), subject to the objection set forth in paragraph 2, but the Debtor objects to reimbursement of the member for an attorney-representative's attorney's fees and related costs and expenses.

WHEREFORE, the Debtor requests that any order of this Court granting the UCC's Motion provide that a member may not seek reimbursement from the Debtor for (i) expenses incurred by more than one representative in attending a

UCC meeting, or (ii) attorney's fees and related costs and expenses charged by any attorney for serving as a member's representative on the UCC or otherwise representing the member.

Dated: Albuquerque, New Mexico
March 27, 2001

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