

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW MEXICO

FILED
12:00 MIDNIGHT
OCT 01 2001

IN RE:)
)
FURR'S SUPERMARKETS, INC.)
a Delaware Corporation,)
)
Debtor.)
)

DROP BOX
United States Bankruptcy Court
Albuquerque, New Mexico
Case No.01-10779-SA
Chapter 11

**DESERT EAGLE'S MOTION FOR RECONSIDERATION AND/OR MODIFICATION
OF FINAL FIRST POST-CLOSING ORDER ARISING FROM
EMERGENCY HEARING SUPPLEMENTING FINAL ORDER
(1) AUTHORIZING DEBTOR TO OBTAIN SECURED FINANCING,
(2) GRANTING ADEQUATE PROTECTION AND
(3) GRANTING OTHER RELIEF, TO PERMIT SHORT-TERM FINANCING
AND USE OF CASH COLLATERAL**

TO THE HONORABLE JAMES C. STARZYNSKI, CHIEF UNITED STATES BANKRUPTCY JUDGE:

DESERT EAGLE DISTRIBUTING COMPANY OF NEW MEXICO, L.L.C. ("Desert Eagle"), as a secured creditor in this case, moves for reconsideration and/or modification of the "Final First Post-Closing Orders Supplementing Final Order (1) Authorizing Debtor to Obtain Secured Financing, (2) Granting Adequate Protection and (3) Granting Other Relief, to Permit Short-Term Financing and Use of Cash Collateral" ("the Order"), entered on or about September 26, 2001.

1. Debtor seeks reconsideration of the decretal provisions appearing on page 6 of the Order, which specifically provide that the replacement lien granted to the Lenders shall be "junior to any Prior Claims and junior to any other claims of Premier Distributing Company, Inc., New Mexico Beverage Company, Southern Wine and Spirits of New Mexico, and National Distributing

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Company if and to the extent that such claims attach to specific collateral and are ultimately determined to be prior to the liens of the Lenders against such collateral". Specifically, Desert Eagle seeks to be included among the liquor wholesalers who are specifically listed in the quoted portion of the Order.

2. Desert Eagle objects to the inclusion of some liquor license wholesalers, but not others, in the quoted provision on the grounds that the quoted provision, as currently drafted, may have the effect of artificially elevating the priority of the claims of the specifically-listed liquor wholesalers over those of non-listed liquor wholesalers, although all of the liquor wholesalers fall within the same class and the same priority, without any form of adequate protection to the potentially subordinated liquor wholesalers.

3. The Debtor's motion indicated that the claims of all of the liquor wholesalers would not be affected and would be preserved. Thus, the Order granted does not comport with the relief requested in the Debtor's motion, in that the quoted provision of the Order appears to preserve the claims of the specifically-listed liquor wholesalers to a greater degree than those of unlisted liquor wholesalers.

FOR THESE REASONS, Desert Eagle Distributing Company of New Mexico, L.L.P., respectfully prays that the Court will grant this Motion and enter an amended order including Desert Eagle Distributing Company of New Mexico, L.L.P. among those liquor wholesalers listed in the quoted provision. Desert Eagle prays for such other and further relief to which it may show itself justly entitled.

Respectfully submitted,

**SCOTT, HULSE, MARSHALL, FEUILLE,
FINGER & THURMOND, P.C.**

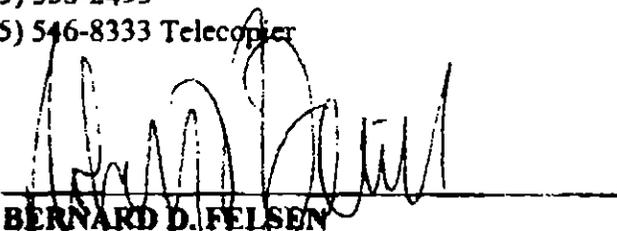
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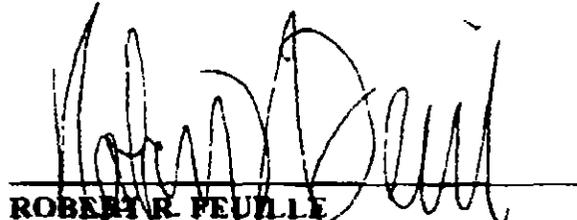
ROBERT R. FEUILLE

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Attorneys for Desert Eagle Distributing

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing instrument was mailed to the following persons on this 1st day October, 2001: **Robert H. Jacobvitz** and **David T. Thuma**, Jacobvitz Thuma & Walker P.C., 500 Marquette N.W., Suite 650, Albuquerque, NM 87102, **Ronald J. Silverman**, 399 Park Avenue, New York, NY, 10022; **Paul Fish**, Modrall, Sperling, Roehl, Harris & Sisk, 500 Fourth Street NW, Suite 1000, Albuquerque, NM 87102; **William F. Davis**, 201 Broadway Blvd. SE, Albuquerque, NM 87102; **Jennie Deden Behles**, J.D. Behles & Associates, 400 Gold Ave. SW, Suite 400 Albuquerque, NM 87102; **David S. Heller**, Lathan & Watkins, 233 South Wacker Drive, 58th Floor, Chicago, IL 60606; **Michael J. Cadigan**, Hiscy & Cadigan, 6300 Riverside Plaza Ln., Ste. 250, NW, Albuquerque, NM, 87120; **Gail Gottlieb**, P.O. Box 1945, Albuquerque, NM 87103; **Kimberly A. Middlebrooks**, Marchiondo Vigil & Associates, P. O. Box 568, Albuquerque, NM 87103; and **Ronald E. Andazola**, Assistant United States Trustee, P. O. Box 608, Albuquerque, NM 87103.



ROBERT R. FEUILLE