UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW MEXICO

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

In re:

FURR'S SUPERMARKETS, INC.,

Case No. 11-01-10779 SA
Chapter 11

Debtor.

NOTICE OF CLAIM OF HELLER FINANCIAL, INC. ON ITS OWN BEHALF AND AS AGENT FOR BANK OF AMERICA, N.A. AND FLEET CAPITAL CORPORATION PURSUANT TO THE AMENDED MOTION FOR APPROVAL OF WIND-DOWN BUDGET, SETTLEMENT, AND RELATED MATTERS, FILED 8-10-01, AS MODIFIED BY THE ADDENDUM TO AMENDED MOTION FOR APPROVAL OF WIND-DOWN BUDGET, SETTLEMENT, AND RELATED MATTERS, AND AMENDED NOTICE OF DEADLINE TO OBJECT TO ALLOWANCE OF CLAIMS OF SECURED LENDERS, FILED 8-16-01

This Notice is served pursuant to paragraph 22 of the Amended Motion for Approval of (i) Wind-Down Budget (ii) Approval of Cash Collateral Stipulation, (iii) Authority to Apply Funds and Operate in Accordance With the Wind-Down Budget Without Further Court Order, (iv) Approval of Employee Retention Plan, (v) an Order Directing Disbursement of Fleming Sale Proceeds and Other Debtor Property, (vi), Approving the Settlement of All Estate Claims Against the Secured Lenders, and (vii) Allowing Claims of Secured Lenders, filed August 10, 2001, as modified by an Addendum and amended Notice filed August 16, 2001(the "Amended Motion").

Please take notice that on August 17, 2001, Heller Financial, Inc. on its own behalf and as Agent for Bank of America, N.A. and Fleet Capital Corporation filed with the Clerk of Court a proof of claim (the "Claim"), and lodged with counsel for the Debtor, Jacobvitz, Thuma & Walker P.C., documents supporting the Claim. The amount of the Claim as of February 8, 2001 is at least $48,107,674.94 in principal amount (which includes a Letter of Credit), plus accrued interest, attorneys' fees and expenses and other costs as set forth in the Claim. The basis of the Claim is money loaned, secured by collateral as set forth in the Claim and documentation lodged with Debtor's counsel.

The deadline to object to the relief requested in the Amended Motion that the Claim be allowed as set forth in the above referenced proof of claim, subject to the terms and conditions set forth in the Amended Motion, is as set forth in the "Addendum to Amended Motion for Approval of Wind-Down Budget, Settlement, and Related Matters, filed 8-10-01; and Amended Notice of Deadline to Object to Allowance of Claims of Secured Lenders," which Addendum and Amended Notice was filed on August 16, 2001.

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The Amended Motion provides that to obtain a copy of the documentation supporting the Claim that was lodged with Debtor's counsel, an interested party must make payment arrangements with Albuquerque Legal, 500 Copper Avenue, NW, Albuquerque, NM 87102, tel. (505) 766-9500, satisfactory to Albuquerque Legal for copying and/or shipping charges. Neither Debtor nor JTW will pay any such charges. A copy of the proof of claim (without the documentation) may be obtained from the Clerk of Court or Albuquerque Legal (upon payment of copying charges).

The Amended Motion further provides that no formal bar date is being set for Secured Lenders or any other party to file claims, and that the Secured Lenders may modify, supplement, or amend any proofs of claim filed pursuant to the above procedure (although the objection deadline specified in the Addendum and Amended Notice shall not apply to any such modification, supplement, or amendment).

August 17, 2001

MODRALL, SPERLING, ROEHL, HARRIS & SISK, P.A.

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