UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW MEXICO

FILED
12:00 MIDNIGHT
SEP 14 2001
United States Bankruptcy Court
Albuquerque, New Mexico

In re:

FURR'S SUPERMARKETS, INC.,

Debtor

11-01-10279

OBJECTION TO FIRST APPLICATION FOR ORDER APPROVING REIMBURSEMENT OF EXPENSES OF THE MEMBERS OF THE UNSECURED CREDITORS' COMMITTEE OF FURR'S SUPERMARKETS, INC., SUBMITTED THROUGH JUNE 30, 2001

Heller Financial, Inc., as agent for itself, Bank of America, N.A., Fleet Capital Corporation and Metropolitan Life Insurance Company ("Heller") objects to the First Interim Application By Attorneys For The Unsecured Creditors' Committee (the "UCC Members") For Allowance And Payment Of Compensation For February 14, 2001 To June 30, 2001 ("Expense Application") and states:

1. The UCC Members did not reasonably and necessarily incur the expenses for which they seek reimbursement. This Estate has been known from the beginning to be close to administratively insolvent. The UCC Members should not have scheduled travel for all the meetings. Those meetings should have been held telephonically because of the inability of the Estate to be able to afford lavish travel around the country.

2. The UCC Members should be barred from any recovery for expenseces because of their breaches of their fiduciary duties in incurring expenses in the amounts requested.

3. The UCC Members should be barred from any recovery for expenses because of their even more egregious breaches of their fiduciary duties by reason of the failures of the UCC Members to control the fees and expenses sought by their

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professionals. The UCC Members had an obligation to reasonably control those costs and expenses. They utterly failed to do so in this case.

Respectfully submitted,

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

By: _____

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WE HEREBY CERTIFY that a true and correct copy of the foregoing pleading was mailed to the following counsel of record this 14th day of September, 2001.

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