

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW MEXICO

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ALBUQUERQUE, NM

In re:

FURR'S SUPERMARKETS, INC.
Tax I.D. No. 22-3137244

Case No. 11-01-10779 SA

Debtor.

**UNITED STATES TRUSTEE'S OBJECTION TO
MOTION FOR ORDER AUTHORIZING AND COMPELLING DEBTOR TO PAY
SUCCESS FEE TO GEORGE GOLLEHER AND GREGORY MAYS**

The United States Trustee for the District of New Mexico hereby objects to the Motion for Order Authorizing and Compelling Debtor to Pay Success Fee to George Golleher and Gregory Mays (Motion), and as her reasons therefore states the following:

1. To the extent that payments to Golleher and Mays must be made from funds available to pay administrative expenses, objection is made to disbursement on the basis that this case is currently administratively insolvent. Unless substantial recoveries are made on potential avoidance actions, there will be insufficient funds from which to pay all administrative claimants. The payment of funds to Golleher and Mays at this point, appears likely result in disgorgement actions by other administrative claimants

2. To the extent that payments to Golleher and Mays would result in additional liens on the proceeds of avoidance actions, objection is made thereto. In the likely event of conversion to a chapter 7 proceeding, increases in the amount of liens against avoidance actions will only make a trustee's collection of these previously unencumbered assets more problematic.

3. To the extent that payments to George Golleher and Gregory Mays are proposed from the carve out for professional fees set forth in the DIP order, Messrs. Golleher and Mays would

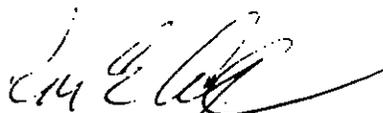
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be paid disproportionately as compared to other professionals in this case. Payment should be made pro rata to all professionals once all fees are approved by the Court.

4. To the extent that payments to Messrs. Golleher and Mays are proposed to be made from funds prior in right to the claims of secured lenders, no objection is made thereto.

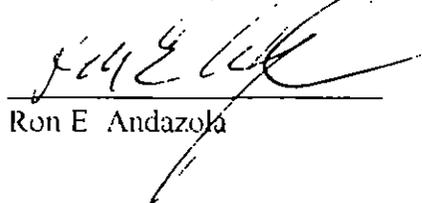
Respectfully submitted,

BRENDA MOODY WHINERY
United States Trustee



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The undersigned certifies that a true and accurate copy of the foregoing was mailed to the below listed counsel this 21st day of November, 2001.



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