

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW MEXICO

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U.S. BANKRUPTCY COURT
ALBUQUERQUE, NM

In Re:

FURR' SUPERMARKETS, INC.,
a Delaware corporation,

Debtor.

No. 11-01-10779 SA

**INTERNATIONAL FOOD SERVICE HOLDING, LTD., OBJECTION TO DEBTOR'S
MOTION FOR ORDER APPROVING SALE OF ASSETS**

COMES NOW International Food Service Holding, Ltd. ("IFSH"), by counsel, and objects in part to the motion of Debtor for authority to auction its assets, free and clear of liens, and as grounds would show:

1. IFSH is a lessor of non-residential real property to Debtor, pursuant to a lease which has neither been assumed nor rejected as of this time;

2. Debtor is in default, post-petition, of its obligations to IFSH under the lease, in that it has not paid the full amount of the June, 2001, rental, and in that it has not paid when due the May, 2001, installment of real property taxes due pursuant to the lease;

3. Debtor is also in default of the lease in that it still owes a portion of the February, 2001, rental payment, and the December, 2000, installment of real property taxes;

4. To the extent that Debtor seeks to liquidate any amounts owed to IFSH, or to limit the amounts which must be paid in order to assume the lease with IFSH, IFSH objects to the motion because it does not accurately state the amounts due to IFSH under the lease, and because it disagrees with the amounts that must be paid to assume the lease;

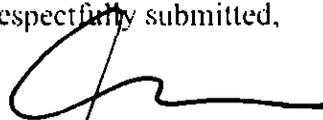
5. IFSH objects to the "determination", as set out in Paragraph iv of the motion, that the purchaser at auction "will have" purchased in good faith, in that there is no way to determine that

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fact in advance of a sale, and, if a purchaser acts in bad faith, or in ways described in §363(n), it is not likely that anyone would be able to discover that fact until after the sale is approved. The provisions of §§363(m) and (n) refer to relief from a sale that has been authorized, not to a factual matter that must be determined by the Court prior to authorizing a sale, and it is neither necessary nor appropriate for the Court to make such a determination at this point in the proceeding.

WHEREFORE, IFSII prays that the Court enter such order as is warranted by the Debtor's motion and present circumstances, so long as such order does not bind IFSH with respect to amounts owed to it by Debtor, unless such amounts are agreed to by IFSH in advance, and for such other relief as the Court deems appropriate.

Respectfully submitted,



George M. Moore
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The undersigned hereby certifies that he served true copies of the foregoing on:

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by first class mail, postage prepaid,
or by fax if a fax number is shown,
on the 15 day of June, 2001.



George M. Moore