

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW MEXICO

In re:

FURR'S SUPERMARKETS, INC.,

Debtor.

Case No. 11-01-10779-SA-N.M.

2001 NOV -5 PH 3:27
U.S. BANKRUPTCY COURT
ALBUQUERQUE, N.M.

**SECOND INTERIM APPLICATION BY ATTORNEYS FOR
THE UNSECURED CREDITORS' COMMITTEE FOR ALLOWANCE
AND PAYMENT OF COMPENSATION FOR JULY THROUGH OCTOBER, 2001**

The law firm of Davis & Pierce, P.C. ("Attorneys"), attorneys for the Unsecured Creditors' Committee ("UCC"), submits this application for allowance and payment of compensation pursuant to Bankruptcy Code §§330 and 503.

In support of this Motion, Attorneys state:

1. Second Application Period, Amount of Compensation Sought and Already Paid. In this Second Fee Application, the Attorneys seek allowance and payment of compensation for services rendered and costs incurred between July 1, 2001 and October 31, 2001 (the "Second Application Period") in the total amount of \$103,407.75, consisting of \$96,987.50 for fees, \$782.87 for reimbursable costs, and \$5,637.38 for gross receipts tax. The Attorneys have received no payment on these requested fees, costs and taxes.

As authorized by the Order Approving Debtor's Motion to Employ Attorneys, Debtor has paid \$132,383.21 to Attorneys' during the case. The total fees requested for the First Interim Application for the Unsecured Creditors' Committee for Allowance and Payment of Compensation for February 14, 2001 to June 30, 2001 was \$164,423.09. The total amount remaining unpaid on fees awarded in the First Application Period is \$32,039.87.

Attorneys request Court approval of all fees, costs and expenses billed in the Second Application Period; permission to retain amounts paid, and permission for the Debtor to pay the

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Attorneys the remaining balance due of \$103,407.75 for the Second Period, in addition to the amounts still owed from the First Application Period.

2. Commencement of the Bankruptcy Case. On February 8, 2001, Debtor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code. An order for relief on the petition was entered the same date as a matter of course. The Attorneys began representing interests of unsecured creditors on February 8, 2001 through February 13, 2001, totaling 37.95 hours for a fee of \$9,028.75. This was in accordance with an agreement between the U.S. Trustee and the Attorneys.

3. UCC's Employment of Attorneys. The Official Unsecured Creditors' Committee was formed on February 14, 2001, local counsel's employment was approved on April 6, 2001, effective as of February 14, 2001 (the "Order Authorizing Attorneys' Employment"). The UCC employed Attorneys to represent the UCC in all aspects of this bankruptcy case. No retainer was received by the Attorneys.

4. Prior Fee Applications by Debtor's Counsel; Prior Compensation Received. Attorneys have received \$132,383.21 from the Debtor, all of which was applied to the fees awarded in the First Application. This is Attorneys' second application for compensation in this case.

5. Services Rendered Were Actual and Necessary; Fees Charges are Reasonable. Following its employment by the UCC, Attorneys have represented the UCC during the pendency of this bankruptcy case. The services rendered and the costs and expenses incurred by Attorneys on behalf of the UCC during the First Application Period, for which compensation is sought, were actual and necessary. The amount charged for fees is reasonable based on the nature, extent and value of the services and the amount of time spent providing the services.

6. Itemization of Fees and Costs and Description of Services Rendered. The services provided by Attorneys in the Second Application Period are set forth in detail on the billing

statements attached hereto as Exhibit "A", which is incorporated herein by reference (the "Billing Statement"). The attached Billing Statement itemizes all charges for professional services, reimbursable costs and expenses and gross receipts tax; sets out the hourly rates for each attorney and legal assistant employed by Attorneys who rendered services to the UCC; separately describes the services rendered and hours worked by each individual each day for each specific task performed during the Second Application Period; itemizes all expense charges; and, at the end of the Billing Statement, summarizes the total hours and total charges per individual. The accounting services, costs and expenses as set out in the Billing Statement are true and correct to the best of Attorneys' knowledge, information and belief.

7. General Description of Services Rendered on Behalf of the Debtor. As more fully set out in the attached Billing Statement, in general, Attorneys' services rendered for the UCC during the First Application Period have included, among other things:

- A. The Attorneys have provided general case administration services for the UCC, including without limitation the initial meeting with the UCC to review records, and preparation of the Motion for Employment of Counsel, and other initial UCC formation requirements. The Attorneys also prepared for and attended the §341 Meeting of Creditors for the UCC. As the case has continued, the Attorneys have continued to provide significant case administration services, including communication with debtor, employment of other UCC professionals, and general advice concerning the duties of the UCC. The Attorneys have represented the UCC at all hearings. The Attorneys have helped numerous unsecured creditors to understand the proceedings and contributed to the successful auction and sale of assets.
- B. The Attorneys have represented the UCC with regard to the sale of the Debtor's assets, and with regard to the numerous issues arising out of the proposed sale, including negotiations with liquor license interest holders.
- C. The Attorneys have greatly reduced the expense to the estate by representing the UCC at every hearing in this case and by staying fully informed on all aspects of this case. This has reduced the need for out-of-state counsel for the UCC to travel to New Mexico for hearings.
- D. The Attorneys have participated in UCC meetings in person and by phone. The Attorneys have kept the UCC and out-of-state counsel for the UCC informed on matters

as they progressed and local procedures in the District of New Mexico.

8. Time Charged for Multiple Attorneys and Allocation of Responsibility. During the Second Application Period, Attorneys worked a total of 350.9 hours of attorney time and 14.00 hours of accountant time for professional services rendered on behalf of the UCC. In billing time for multiple attorneys and allocating responsibility, the Attorneys attempted to minimize duplication of effort and overlap of responsibilities.

9. Billing Rates, Time Billed and Rates for Other Charges. During the Second Application Period, the billing rates charged for attorneys and legal assistants were charged at Attorneys' normal and customary billing rates also charged to clients other than the UCC, as follows:

Mr. Davis' rate was approved by the Court at the time the employment Application was approved.

<u>ATTORNEYS</u>	<u>HOURS BILLED</u>	<u>BILLING RATE (PER HOUR)</u>	<u>AMOUNT BILLED</u>	<u>TOTAL</u>
William F. Davis	344.60	\$275.00	\$ 94,765.00	
Chris W. Pierce	6.30	\$175.00	\$ 1,103.00	
				\$ 95,868.00
<u>LEGAL ASSISTANTS</u>	<u>HOURS BILLED</u>	<u>BILLING RATE (PER HOUR)</u>	<u>AMOUNT BILLED</u>	<u>TOTAL</u>
Accounting Services	14.00	\$80.00	\$1,120.00	
Paralegal Assistance	0.00	\$60.00	\$ 0.00	
				\$1,120.00

Attorneys, in accordance with customary billing practices, also charged for costs and expenses, including \$.25 per page for in-house photocopying, \$.25 cents per mile for hand-deliveries, \$1.00 per page for outgoing telecopies (no charge for incoming telecopies), and actual out-of-pocket expenses for other expenses such as deposition transcripts, postage, long distance

telephone and overnight mail. The Attorneys billed the client for actual charges incurred for West Law legal research, with no mark-up.

10. Other Factors. Attorneys also support this Second Fee Application with discussion of various other factors, as follows:

(a) Expertise and experience in the area of bankruptcy of the Attorneys rendering services to the UCC. The Attorneys have extensive expertise and experience in Chapter 11 bankruptcies, and enjoy a respected reputation in the legal community for their work in both bankruptcy matters and in general commercial litigation. Mr. Davis has a Certificate of Specialization from the New Mexico Board of Legal Specialization in Bankruptcy (Business) Law and a Masters in Business Administration. The Attorneys have unique experience in the Debtor's history due to their representation of the Debtor in the Rubus Realty (f/ k/a Furr's, Inc.) bankruptcy.

(b) Method used to compute time charges. Applicant billed hourly for its services for representation of client at normal, set, hourly rates for each attorney and timekeeper in the firm. The number of hours and hourly rates for each timekeeper who worked on representation of the client in this proceeding are itemized in this application. The billing invoices reflect contemporaneous time entries which set forth the services performed, the dates on which such services were performed, the identity of the individual performing the work, and the time spent in tenth of one hour increments.

(c) Relative billing rates of Attorneys for in-court and out-of-court hours. The Attorneys bill the same rates for in-court and out-of-court hours. Travel time is billed at the normal hourly rate because Attorneys use travel time for review of pleadings, files and preparation for hearings or meetings. Layover time between flights is not billed unless specific legal work is being performed during the layover.

(d) Difficulty of case dealt with by Attorneys. This case is an unusually difficult and

complex bankruptcy compared to the normal Chapter 11 bankruptcy case filed in the District of New Mexico. At the time of filing, Debtor operated 71 retail supermarket stores with over 4,000 employees and 10,000 creditors. The case involves a corporation with a complex history and a series of banking transactions which the UCC is reviewing. The case involves dealings with sophisticated creditors and parties in interest, and has been subject to significant litigation with regard to almost every aspect of the case.

(e) Results Achieved and Benefit of the Results to the Estate. The Attorneys, as stated above, have dealt with varied aspects of this Chapter 11 proceeding. The Attorneys have assisted the UCC and other UCC professionals in the performance of the duties of the UCC including independent analysis of Debtor's plans, proposals, motions and pleadings in the case. Attorneys' participation in this case has reduced the overall administrative expenses of the estate. The Attorneys identified a possible preference in the Debtor's payments to its local and out-of-state counsel and achieved a total recovery for the estate in excess of \$100,000.

11. Services Rendered Solely for the UCC; No Fee Sharing Arrangement. All professional services for which allowance and payment of compensation is requested were performed by Attorneys for the UCC and not on behalf of the debtor or any other committee or person. Attorneys have not shared or agreed to share any compensation received or to be received by it for services rendered in or in connection with this case with any person except with employees of Attorneys in the ordinary course of business.

WHEREFORE, Attorneys respectfully request that the Court allow, as a priority, administrative expense, the sum of \$103,407.75 for the Second Application Period, consisting of fees for professional services rendered in the amount of \$96,987.50, compensation for expenses and costs in the amount of \$782.87 and gross receipts taxes in the amount of \$5,637.38, and that the

Court enter an Order requiring the Debtor to pay such fees, expenses and taxes, in addition to the sum of \$164,423.09 which is still pending and owing from the First Fee Application.

Respectfully submitted:

DAVIS & PIERCE, P.C.



William F. Davis, Esq.

Chris W. Pierce, Esq.

PO Box 6

Albuquerque, NM 87103

(505) 243-6129

The undersigned hereby certifies that a true and accurate copy of the foregoing was mailed to the following parties as indicated below this 6th day of November, 2001.

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One ConAgra Drive
Omaha, NE 68102



William F. Davis, Esq.

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**OFFICIAL COMMITTEE OF UNSECURED CREDITORS
OF FURR'S SUPERMARKETS, INC.
SECOND APPLICATION FOR FEES
JULY THROUGH OCTOBER 2001**

BILLING SUMMARY

MATTER	DATE	SERVICES	TAXES	EXPENSES	TOTAL
CASE ADMINISTRATION	31-Jul-01	2,915.00	169.43	172.30	3,256.73
	31-Aug-01	23,237.50	1,350.68	117.36	24,705.54
	30-Sep-01	8,250.00	479.53	184.67	8,914.20
	31-Oct-01	6,792.50	394.81	308.54	7,495.85
	TOTALS		41,195.00	2,394.45	782.87
DIP ADVERSARY	31-Aug-01	13,035.00	757.66	0.00	13,792.66
	30-Sep-01	550.00	31.97	0.00	581.97
	TOTALS		13,585.00	789.63	0.00
COMMITTEE WORK	31-Jul-01	605.00	35.17	0.00	640.17
	31-Aug-01	2,557.50	148.65	0.00	2,706.15
	30-Sep-01	880.00	51.15	0.00	931.15
	31-Oct-01	165.00	9.59	0.00	174.59
	TOTALS		4,207.50	244.56	0.00
MOTION PRACTICE	31-Jul-01	2,502.50	145.48	0.00	2,647.98
	31-Aug-01	770.00	44.76	0.00	814.76
	30-Sep-01	990.00	57.54	0.00	1,047.54
	31-Oct-01	1,705.00	99.10	0.00	1,804.10
	TOTALS		5,967.50	346.86	0.00
DIP FINANCING	31-Oct-01	0.00	0.00	0.00	0.00
	TOTALS		0.00	0.00	0.00
SALE ORDER/ ASSET PURCHASE	31-Jul-01	1,457.50	84.72	0.00	1,542.22
	31-Aug-01	165.00	9.59	0.00	174.59
	30-Sep-01	382.50	22.23	0.00	404.73
	31-Oct-01	0.00	0.00	0.00	0.00
	TOTALS		2,005.00	116.54	0.00
EMPLOYMENT APPLICATIONS DEBTOR	30-Sep-01	140.00	8.14	0.00	148.14
	31-Oct-01	0.00	0.00	0.00	0.00
	TOTALS		140.00	8.14	0.00
EMPLOYMENT APPLICATIONS OTHER	31-Jul-01	192.50	11.19	0.00	203.69
	30-Sep-01	110.00	6.39	0.00	116.39
	31-Oct-01	137.50	7.99	0.00	145.49
	TOTALS		440.00	25.57	0.00
FEE APPLICATIONS	31-Jul-01	1,375.00	79.92	0.00	1,454.92
	31-Aug-01	2,586.00	150.31	0.00	2,736.31
	30-Sep-01	2,035.00	118.28	0.00	2,153.28
	31-Oct-01	3,789.00	220.24	0.00	4,009.24
	TOTALS		9,785.00	568.75	0.00

**OFFICIAL COMMITTEE OF UNSECURED CREDITORS
OF FURR'S SUPERMARKETS, INC.
SECOND APPLICATION FOR FEES
JULY THROUGH OCTOBER 2001**

BILLING SUMMARY

MATTER	DATE	SERVICES	TAXES	EXPENSES	TOTAL
CASH	30-Sep-01	12,952.50	752.86	0.00	13,705.36
COLLATERAL	31-Oct-01	8,710.00	390.02	0.00	7,100.02
		19,662.50	1,142.88	0.00	20,805.38
		\$96,987.50	\$5,637.38	\$782.87	\$103,407.75

*****NOTE***** ALL PAYMENTS ARE ALLOCATED TO FIRST FEE APPLICATION PERIOD.

AMOUNT REQUESTED ON FIRST FEE APP.	164,423.09
LESS: PRIOR PERIOD PAYMENTS	(34,949.70)
LESS: SEPTEMBER 2001 PAYMENTS	(82,433.51)
LESS: OCTOBER 2001 PAYMENTS	(15,000.00)
AMOUNT DUE ON 1ST FEE APPLICATION	32,039.87
AMOUNT REQUESTED ON 2ND FEE APP.	103,407.75
TOTAL AMOUNT OUTSTANDING	135,447.62

**OFFICIAL COMMITTEE OF UNSECURED CREDITORS
OF FURR'S SUPERMARKETS, INC.
SECOND APPLICATION FOR FEES
JULY THROUGH OCTOBER 2001**

ATTORNEY AND TIMEKEEPER RATES AND TIME ALLOCATION – REVISED

MATTER	INVOICE DATE	ATTORNEY/ TIMEKEEPER	LEVEL	RATE	TIME	TOTAL	MATTER TOTAL
LOCAL COUNSEL UCC	31-Jul-01	WFD	Shareholder	275.00	10.60	2,915.00	
					10.60	2,915.00	
	31-Aug-01	WFD	Shareholder	275.00	84.50	23,237.50	
					84.50	23,237.50	
	30-Sep-01	WFD	Shareholder	275.00	30.00	8,250.00	
					30.00	8,250.00	
	31-Oct-01	WFD	Shareholder	275.00	24.70	6,792.50	
					24.70	6,792.50	41,195.00
DIP ADVERSARY	31-Aug-01	WFD	Shareholder	275.00	47.40	13,035.00	
					47.40	13,035.00	
	30-Sep-01	WFD	Shareholder	275.00	2.00	550.00	
					2.00	550.00	13,585.00
COMMITTEE WORK	31-Jul-01	WFD	Shareholder	275.00	2.20	605.00	
					2.20	605.00	
	31-Aug-01	WFD	Shareholder	275.00	9.30	2,557.50	
					9.30	2,557.50	
	30-Sep-01	WFD	Shareholder	275.00	3.20	880.00	
					3.20	880.00	
	31-Oct-01	WFD	Shareholder	275.00	0.60	165.00	
					0.60	165.00	4,207.50
MOTION PRACTICE	31-Jul-01	WFD	Shareholder	275.00	9.10	2,502.50	
					9.10	2,502.50	
	31-Aug-01	WFD	Shareholder	275.00	2.80	770.00	
					2.80	770.00	
	30-Sep-01	WFD	Shareholder	275.00	3.60	990.00	
					3.60	990.00	
	31-Oct-01	WFD	Shareholder	275.00	6.20	1,705.00	
					6.20	1,705.00	5,967.50
SALE ORDER/	31-Jul-01	WFD	Shareholder	275.00	5.30	1,457.50	
					5.30	1,457.50	
	31-Aug-01	WFD	Shareholder	275.00	0.60	165.00	
					0.60	165.00	
	30-Sep-01	WFD	Shareholder	275.00	1.20	330.00	
		CWP	Shareholder	175.00	0.30	52.50	
					1.50	382.50	2,005.00

**OFFICIAL COMMITTEE OF UNSECURED CREDITORS
OF FURR'S SUPERMARKETS, INC.
SECOND APPLICATION FOR FEES
JULY THROUGH OCTOBER 2001**

ATTORNEY AND TIMEKEEPER RATES AND TIME ALLOCATION – REVISED

MATTER	INVOICE DATE	ATTORNEY/ TIMEKEEPER	LEVEL	RATE	TIME	TOTAL	MATTER TOTAL
EMPLOYMENT APPLICATIONS DEBTOR	30-Sep-01	CWP	Shareholder	175.00	0.80	140.00	140.00
					0.80	140.00	
EMPLOYMENT APPLICATIONS OTHER	31-Jul-01	WFD	Shareholder	275.00	0.70	192.50	440.00
					0.70	192.50	
	30-Sep-01	WFD	Shareholder	275.00	0.40	110.00	
					0.40	110.00	
	31-Oct-01	WFD	Shareholder	275.00	0.50	137.50	
					0.50	137.50	
FEE APPLICATIONS	31-Jul-01	WFD	Shareholder	275.00	5.00	1,375.00	9,785.00
					5.00	1,375.00	
	31-Aug-01	WFD	Shareholder	275.00	2.40	660.00	
		CWP	Shareholder	175.00	5.20	910.00	
		DK	Accountant	80.00	12.70	1,016.00	
				20.30	2,586.00		
	30-Sep-01	WFD	Shareholder	275.00	7.40	2,035.00	
					7.40	2,035.00	
	31-Oct-01	WFD	Shareholder	275.00	13.40	3,685.00	
		DK	Accountant	80.00	1.30	104.00	
					14.70	3,789.00	
CASH COLLATERAL	30-Sep-01	WFD	Shareholder	275.00	47.10	12,952.50	19,662.50
					47.10	12,952.50	
	31-Oct-01	WFD	Shareholder	275.00	24.40	6,710.00	
					24.40	6,710.00	
TOTALS					364.90 HRS.	\$96,987.50	

TOTAL HOURS PER ATTORNEY/TIMEKEEPER:

William F. Davis – Shareholder	344.60
Chris W. Pierce – Shareholder	6.30
Diane Kazimiroff – Accountant	14.00
	<u>364.90</u>

OFFICIAL COMMITTEE OF UNSECURED CREDITORS
 OF FURR'S SUPERMARKETS, INC.
 SECOND APPLICATION FOR FEES
 JULY THROUGH OCTOBER 2001

COST ALLOCATION

MATTER	INVOICE DATE	COPY CHARGES	POSTAGE / FED EX	TELEPHONE / TELEFAX	TRAVEL TAXI / PARKING	TRAVEL AIR / HOTEL	COURT REPORTER	MISC.	EXPENSE TOTALS
LOCAL COUNSEL FOR UCC	31-Jul-01	22.50	23.80	126.00	0.00	0.00	0.00	0.00	172.30
	31-Aug-01	106.09	9.27	2.00	0.00	0.00	0.00	0.00	117.36
	30-Sep-01	4.25	0.00	148.68	0.00	0.00	31.74	0.00	184.57
	31-Oct-01	150.75	86.70	33.00	0.00	0.00	38.09	0.00	308.54
TOTAL EXPENSES		\$283.59	\$119.77	\$309.68	\$0.00	\$0.00	\$69.83	\$0.00	\$782.87

DAVIS & PIERCE, P.C.
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OFFICIAL COMMITTEE UNSECURED CREDITORS
OF FURR'S SUPERMARKET, INC.
1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 07-31-01

ACC'T NO. WFD01020735

RE: LOCAL COUNSEL FOR UCC
CASE ADMINISTRATION

PREVIOUS BALANCE			\$25,280.60
DATE	PROFESSIONAL SERVICES RENDERED	TIME	
	(SEE ATTACHED LIST)		
TOTAL FOR THE ABOVE SERVICES		10.60	\$2,915.00
RECEIPTS TAX			\$169.43
DATE	EXPENSES		
	(SEE ATTACHED LIST)		
TOTAL FOR THE ABOVE EXPENSES			\$172.30
	TOTAL FOR CURRENT PERIOD		\$3,256.73
	TOTAL		\$28,537.33
	TOTAL PAYMENTS		\$0.00
	AMOUNT DUE		\$28,537.33

Please write your account number on your check
and make your check payable to DAVIS & PIERCE, PC
P.O. Box 6, Albuquerque, NM 87103

OFFICIAL COMMITTEE UNSECURED CREDITORS
 OF FURR'S SUPERMARKET, INC.
 1 CON AGRA DR., MC KC334
 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 07-31-01

ACC'T NO. WFD01020735

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
07-02-01	Telephone conference with S. Hertzberg.	WFD	0.20	\$55.00
07-02-01	Telephone conference with D. Thuma.	WFD	0.30	\$82.50
07-03-01	Review of documents from Ogle.	WFD	0.30	\$82.50
07-03-01	Review of DIP agreement.	WFD	0.50	\$137.50
07-09-01	Telephone conference with creditor Weingarten Realty.	WFD	0.20	\$55.00
07-09-01	Legal research for for reclamation rights and preference actions and defenses.	WFD	2.50	\$687.50
07-18-01	Review of hearings schedule and Jacobvitz notices.	WFD	0.20	\$55.00
07-18-01	Telephone conference with creditor, Pilgrims Pride re: payment.	WFD	0.20	\$55.00
07-18-01	Telephone conference with Jim Jacobson re: reclamation.	WFD	0.20	\$55.00
07-19-01	Telephone conference with B. Jacobvitz re: procedures.	WFD	0.40	\$110.00
07-19-01	Review of and approve reclamation Order.	WFD	0.30	\$82.50
07-19-01	Telephone conference with creditor re: reclamation.	WFD	0.20	\$55.00
07-20-01	Conference with B. Jacobvitz, Fine, Farrow re: amendments to Orders.	WFD	0.50	\$137.50
07-20-01	Conference with Jacobvitz et al.	WFD	0.50	\$137.50
07-23-01	Telephone conference with C. Castor re: procedures hearing.	WFD	0.20	\$55.00
07-23-01	Left message with B. Cohen re: procedures hearing.	WFD	0.20	\$55.00
07-23-01	Review of pleadings memo.	WFD	0.20	\$55.00
07-24-01	Telephone conference with B. Jacobvitz re: wind down re: budget, orders.	WFD	0.30	\$82.50
07-24-01	Conference call with T. Forcum and B. Barnett.	WFD	0.30	\$82.50
07-24-01	Telephone conference with B. Barnett.	WFD	0.10	\$27.50
07-24-01	Telephone conference with B. Jacobvitz re: budget.	WFD	0.20	\$55.00
07-26-01	Review of Debtor's Brief on liquor license transfer.	WFD	0.90	\$247.50
07-26-01	Telephone conference with B. Jacobvitz re: wind down.	WFD	0.20	\$55.00
07-27-01	Telephone conference with S. Hertzberg.	WFD	0.20	\$55.00
07-27-01	Telephone conference with B. Jacobvitz.	WFD	0.40	\$110.00
07-27-01	Review of pleadings memo and minutes.	WFD	0.60	\$165.00
07-30-01	Review of third party designations.	WFD	0.30	\$82.50

DATE	EXPENSES
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OFFICIAL COMMITTEE UNSECURED CREDITORS
 OF FURR'S SUPERMARKET, INC.
 1 CON AGRA DR., MC KC334
 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 07-31-01
 ACC'T NO. WFD01020735

DATE	EXPENSES	
06-20-01	Telefax charge	\$7.00
06-21-01	Telefax charge	\$14.00
06-21-01	Telefax charge	\$14.00
06-21-01	Telefax charge	\$20.00
06-21-01	Telefax charge	\$12.00
06-25-01	Telefax charge	\$2.00
06-25-01	Telefax charge	\$7.00
06-25-01	Telefax charge	\$4.00
06-29-01	Federal Express chrg	\$23.46
06-29-01	Telefax charge	\$5.00
07-03-01	Telefax charge	\$12.00
07-09-01	Copy charge	\$11.25
07-09-01	Postage charge	\$0.34
07-10-01	Telefax charge	\$15.00
07-12-01	Copy charge	\$11.25
07-13-01	Telefax charge	\$4.00
07-18-01	Telefax charge	\$7.00
07-23-01	Telefax charge	\$3.00

PROFESSIONAL SERVICES RENDERED RECAP

<u>TIMEKEEPER</u>	<u>EFFECTIVE RATE</u>	<u>TIME</u>	<u>CHARGE</u>
WFD	\$275.00	10.60	\$2,915.00
TOTAL	\$275.00	10.60	\$2,915.00

DAVIS & PIERCE, P.C.
Attorneys and Counselors at Law
201 Broadway Blvd SE, Albuquerque, NM 87102
Post Office Box 6, Albuquerque, NM 87103
Telephone (505) 243-6129
Telefax (505) 247-3185

OFFICIAL COMMITTEE UNSECURED CREDITORS
OF FURR'S SUPERMARKET, INC.
1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 08-31-01
ACC'T NO. WFD01020035

RE: LOCAL COUNSEL FOR UCC
CASE ADMINISTRATION

PREVIOUS BALANCE \$28,537.33

DATE	PROFESSIONAL SERVICES RENDERED	TIME	
	(SEE ATTACHED LIST)		
	TOTAL FOR THE ABOVE SERVICES	84.50	\$23,237.50
	RECEIPTS TAX		\$1,350.68

DATE	EXPENSES		
08-17-01	Telefax charge	\$2.00	
08-24-01	Copy charge	\$61.75	
08-24-01	Postage charge	\$9.27	
08-27-01	Copies - Albuquerque Legal	\$44.34	
	TOTAL FOR THE ABOVE EXPENSES		\$117.36

TOTAL FOR CURRENT PERIOD	\$24,705.54
TOTAL	\$53,242.87

TOTAL PAYMENTS \$0.00

AMOUNT DUE \$53,242.87

Please write your account number on your check
and make your check payable to DAVIS & PIERCE, PC
P.O. Box 6, Albuquerque, NM 87103

OFFICIAL COMMITTEE UNSECURED CREDITORS
 OF FURR'S SUPERMARKET, INC.
 1 CON AGRA DR., MC KC334
 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 08-31-01

ACC'T NO.

WFD01020035

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
08-01-01	Review of liquor director stipulation.	WFD	0.20	\$55.00
08-01-01	Preparation for hearing on lease cure amounts and review of documents.	WFD	1.50	\$412.50
08-03-01	Telephone conference with B. Jacobvitz re: settlement and Pinnacle.	WFD	0.60	\$165.00
08-07-01	Review of cash analysis from Debtor.	WFD	0.80	\$220.00
08-07-01	Review of pleading memo.	WFD	0.30	\$82.50
08-08-01	Review of scheduling Order on liquor issues.	WFD	0.20	\$55.00
08-08-01	Telephone conference with D. Thuma re: water fall.	WFD	0.40	\$110.00
08-08-01	E-mail T. Walker with approval.	WFD	0.10	\$27.50
08-08-01	Telephone conference with S. Hertzberg re: hearing.	WFD	0.30	\$82.50
08-08-01	Telephone conference with creditor, J. Kohane, Starlight Printing re: claim.	WFD	0.20	\$55.00
08-08-01	Review of Walgreens Order, schedule.	WFD	0.40	\$110.00
08-09-01	Review of liquor wholesaler briefs on license transfer and liquor department issues.	WFD	1.90	\$522.50
08-09-01	Various E-Mail correspondence with liquor wholesaler counsel.	WFD	0.20	\$55.00
08-10-01	Telephone conference with D. Thuma re: wind down budget.	WFD	0.30	\$82.50
08-10-01	Preparation for conference call re: wind down.	WFD	0.80	\$220.00
08-10-01	Conference call re; waterfall and settlement with S. Hertzberg, B. Cohen, D. Kayes and T. Forcum.	WFD	1.80	\$495.00
08-10-01	Review of briefs in wholesaler dispute.	WFD	1.60	\$440.00
08-10-01	Review of wind down motion and exhibits.	WFD	0.90	\$247.50
08-13-01	Telephone conference with B. Jacobvitz re: water fall.	WFD	0.40	\$110.00
08-13-01	Preparation for conference call with UCC professionals re: replacement lien, marshalling, minor claims.	WFD	3.50	\$962.50
08-14-01	Telephone conference with B. Jacobvitz re: waterfall.	WFD	0.30	\$82.50
08-14-01	Attendance at hearing on lease cures.	WFD	1.50	\$412.50
08-14-01	Review of Deloitte & Touche documents on waterfall comparison.	WFD	0.60	\$165.00
08-14-01	Telephone conference with T. Forcum re: waterfall revisions.	WFD	0.60	\$165.00
08-14-01	Telephone conference with B. Jacobvitz re: waterfall and settlement.	WFD	0.50	\$137.50
08-15-01	Telephone conference with P. Fish re:			

OFFICIAL COMMITTEE UNSECURED CREDITORS
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 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 08-31-01

ACC'T NO. WFD01020035

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
	liquor wholesaler status conference.	WFD	0.20	\$55.00
08-16-01	Telephone conference with B. Jacobvitz re: waterfall settlement.	WFD	0.60	\$165.00
08-16-01	Attendance at hearing on liquor wholesaler order and schedule.	WFD	1.80	\$495.00
08-16-01	Telephone conference with K. Komall re: leases.	WFD	0.20	\$55.00
08-16-01	Review of waterfall Motion.	WFD	0.60	\$165.00
08-17-01	Telephone conference with B. Jacobvitz re: waterfall settlement.	WFD	0.30	\$82.50
08-17-01	Telephone conference with S. Bregman re: unsecured creditor recovery.	WFD	0.20	\$55.00
08-17-01	Attendance at conference call on liquor wholesaler scheduling.	WFD	1.80	\$495.00
08-20-01	Telephone conference with P. Fish re: liquor transfers.	WFD	0.30	\$82.50
08-20-01	Telephone conference with L. Price re: liquor transfers.	WFD	0.20	\$55.00
08-21-01	Telephone conference with S. Hertzberg re: waterfall.	WFD	0.20	\$55.00
08-21-01	Review of Taxation & Revenue Objection to waterfall.	WFD	0.20	\$55.00
08-21-01	Review of Premier Dist. Objection to waterfall.	WFD	0.20	\$55.00
08-21-01	Telephone conference with L. Price re: liquor license transfers.	WFD	0.40	\$110.00
08-21-01	Telephone conference with P. Fish re: liquor license transfers.	WFD	0.40	\$110.00
08-21-01	Telephone conference with Lt. Gov. W. Bradley re: liquor license tranfers.	WFD	0.30	\$82.50
08-21-01	Telephone conference with L. Aiken re: liquor license transfers.	WFD	0.50	\$137.50
08-21-01	Telephone conference with R. Schollenbarger re: liquor license transfers.	WFD	0.30	\$82.50
08-21-01	Telephone conference with D. Harris, Taxation & Revenue re: objection to waterfall.	WFD	0.40	\$110.00
08-21-01	Preparation of objection to waterfall motion.	WFD	1.80	\$495.00
08-22-01	Preparation of information for Lt. Gov. Bradley.	WFD	0.50	\$137.50
08-22-01	Telephone conference with K. Ward re: liquor license transfers.	WFD	0.40	\$110.00
08-22-01	Telephone conference with J. Farrow re: APA amendments.	WFD	0.30	\$82.50

OFFICIAL COMMITTEE UNSECURED CREDITORS
OF FURR'S SUPERMARKET, INC.

1 CON AGRA DR., MC KC334
OMAHA, NE 68102

Attn: JAMES SALVADORI

BILLING DATE 08-31-01

ACC'T NO.

WFD01020035

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
08-22-01	Review of liquor wholesalers objections to waterfall motion.	WFD	0.30	\$82.50
08-22-01	Telephone conference with P. Wolfson, UCC, re: subordination.	WFD	0.20	\$55.00
08-22-01	Telephone conference with M. Morris re: liquor license transfers.	WFD	0.30	\$82.50
08-22-01	Telephone conference with B. Jacobvitz re: settlement.	WFD	0.50	\$137.50
08-22-01	Preparation of objection to Debtor's Waterfall and wind down Motion.	WFD	6.50	\$1,787.50
08-24-01	Telephone conference with B. Jacobvitz re: secured status.	WFD	0.30	\$82.50
08-24-01	Review of MLT loan documents.	WFD	1.60	\$440.00
08-26-01	Legal research for surcharge and replacement lien.	WFD	2.60	\$715.00
08-27-01	Telephone conference with B. Barnett re: appraiser's testimony.	WFD	0.30	\$82.50
08-27-01	Review of B. Barnett resume.	WFD	0.20	\$55.00
08-27-01	Telephone conference with B. Barnett re: appraisals.	WFD	0.20	\$55.00
08-27-01	Review of Worker's Comp. revised order.	WFD	0.30	\$82.50
08-27-01	Attendance at scheduling conference and discussion with counsel.	WFD	2.20	\$605.00
08-27-01	Telephone conference with D. Harris re: wind down.	WFD	0.40	\$110.00
08-27-01	Telephone conference with B. Jacobvitz.	WFD	0.30	\$82.50
08-27-01	Preparation for hearing on wind down motion.	WFD	4.50	\$1,237.50
08-28-01	Review of wind down plan.	WFD	0.50	\$137.50
08-28-01	Legal research for surcharge and standing.	WFD	2.50	\$687.50
08-28-01	Telephone conference with creditor, Homan re: loss security.	WFD	0.30	\$82.50
08-28-01	Telephone conference with B. Jacobvitz re: documents.	WFD	0.50	\$137.50
08-28-01	Preparation for hearing on wind down.	WFD	1.60	\$440.00
08-29-01	Telephone conference with S. Hertzberg re: wind down.	WFD	0.20	\$55.00
08-29-01	Left message with B. Cohen.	WFD	0.10	\$27.50
08-29-01	Left message with T. Forcum.	WFD	0.10	\$27.50
08-29-01	Preparation for wind down hearing.	WFD	3.00	\$825.00
08-29-01	Preparation of exhibits.	WFD	0.80	\$220.00
08-29-01	Attendance at hearing on wind down.	WFD	3.50	\$962.50
08-29-01	Review of Debtor's trial brief and exhibits.	WFD	0.80	\$220.00
08-30-01	Telephone conference with B. Jacobvitz			

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 OMAHA, NE 68102
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BILLING DATE 08-31-01

ACC'T NO. WFD01020035

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
	re: liquor license transfers.	WFD	0.30	\$82.50
08-30-01	Telephone conference with B. Jacobvitz re: revised wind down.	WFD	0.40	\$110.00
08-30-01	Conference with B. Barnett, Deloitte & Touche appraiser re: testimony.	WFD	2.10	\$577.50
08-30-01	Review of SOFA 3a & 3b for preferences.	WFD	0.40	\$110.00
08-30-01	Attendance at hearing on closing liquor license issues etc.	WFD	1.50	\$412.50
08-30-01	Review of lease order and Letter to Thuma.	WFD	0.30	\$82.50
08-30-01	Review of Order/Memo on liquor.	WFD	0.60	\$165.00
08-31-01	Telephone conference with B. Jacobvitz re: waterfall.	WFD	0.30	\$82.50
08-31-01	Telephone conference with S. Hertzberg re: waterfall.	WFD	0.30	\$82.50
08-31-01	Telephone conference with B. Jacobvitz re: waterfall.	WFD	0.20	\$55.00
08-31-01	Telephone conference with C. Casten re: waterfall.	WFD	0.50	\$137.50
08-31-01	Telephone conference with D. Kayes and S. Hertzberg re: waterfall.	WFD	0.40	\$110.00
08-31-01	Telephone conference with B. Cohen and S. Hertzberg re: waterfall.	WFD	0.30	\$82.50
08-31-01	Review of documents for wind down budget hearing.	WFD	2.60	\$715.00
08-31-01	Preparation of Trial legal memo.	WFD	2.60	\$715.00
08-31-01	Telephone conference with R. White, Chamin re: closing.	WFD	0.20	\$55.00
08-31-01	Review of various draft orders.	WFD	1.50	\$412.50
08-31-01	Attendance at hearing on closing orders and Conference with various counsel.	WFD	3.00	\$825.00
08-31-01	Telephone conference with L. Livingston, Pepper Hamilton re: shareholder notes.	WFD	0.20	\$55.00
08-31-01	Telephone conference with D. Harris re: wind down.	WFD	0.20	\$55.00

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER	EFFECTIVE RATE	TIME	CHARGE
=====	=====	=====	=====
WFD	\$275.00	84.50	\$23,237.50
TOTAL	\$275.00	84.50	\$23,237.50

DAVIS & PIERCE, P.C.
Attorneys and Counselors at Law
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OFFICIAL COMMITTEE UNSECURED CREDITORS
OF FURR'S SUPERMARKET, INC.
1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 09-30-01
ACC'T NO. WFD01020035

RE: LOCAL COUNSEL FOR UCC
CASE ADMINISTRATION

PREVIOUS BALANCE \$53,242.87

DATE	PROFESSIONAL SERVICES RENDERED	TIME	
	(SEE ATTACHED LIST)		
	TOTAL FOR THE ABOVE SERVICES	30.00	\$8,250.00
	RECEIPTS TAX		\$479.53

DATE	EXPENSES		
09-06-01	Long dist. phone exp	\$27.45	
09-07-01	Long dist. phone exp	\$9.70	
09-07-01	Long dist. phone exp	\$76.31	
09-07-01	Long dist. phone exp	\$3.22	
09-07-01	Copy charge	\$4.25	
09-10-01	Transcript of Proceeding - J. Jameson	\$31.74	
09-17-01	Telefax charge	\$11.00	
09-17-01	Telefax charge	\$11.00	
09-18-01	Telefax charge	\$5.00	
09-18-01	Telefax charge	\$5.00	
	TOTAL FOR THE ABOVE EXPENSES		\$184.67

TOTAL FOR CURRENT PERIOD	\$8,914.20
TOTAL	\$62,157.07

DATE	PAYMENTS		
09-01-01		\$23,706.37	
	TOTAL PAYMENTS		\$23,706.37
	AMOUNT DUE		\$38,450.70

Please write your account number on your check
and make your check payable to DAVIS & PIERCE, PC
P.O. Box 6, Albuquerque, NM 87103

OFFICIAL COMMITTEE UNSECURED CREDITORS
 OF FURR'S SUPERMARKET, INC.
 1 CON AGRA DR., MC KC334
 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 09-30-01

ACC'T NO.

WFD01020035

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
09-04-01	Telephone conference with D. Harris re: priority claim.	WFD	0.30	\$82.50
09-04-01	Telephone conference with G. Gonzales, employee re: union severance.	WFD	0.20	\$55.00
09-04-01	Legal research for replacement loan.	WFD	1.20	\$330.00
09-04-01	Telephone conference with P. Evans, Forklift Express creditor.	WFD	0.20	\$55.00
09-04-01	Review of exhibits.	WFD	0.80	\$220.00
09-04-01	Review of Met Life loan documents.	WFD	0.60	\$165.00
09-05-01	Telephone conference with D. Harris, Tax & Rev.	WFD	0.40	\$110.00
09-05-01	Review of E-mail from J. Behles and response.	WFD	0.20	\$55.00
09-05-01	Review of proposed budget and waterfall exhibits.	WFD	0.70	\$192.50
09-05-01	Letter to S. Hertzberg and B. Cohen re: case status.	WFD	0.60	\$165.00
09-06-01	Telephone conference with D. Thuma re: lease rejection hearing.	WFD	0.20	\$55.00
09-06-01	Attendance at hearing on lease rejection.	WFD	0.80	\$220.00
09-06-01	Left message with S. Hertzberg.	WFD	0.10	\$27.50
09-06-01	Telephone conference with S. Hertzberg.	WFD	0.50	\$137.50
09-06-01	Telephone conference with M. Dalton re: Safeway leases.	WFD	0.30	\$82.50
09-07-01	Conference with L. Puccini re: lq. leases.	WFD	0.20	\$55.00
09-10-01	Review of August 30th transcript re: health payment.	WFD	0.80	\$220.00
09-10-01	Telephone conference with employee.	WFD	0.20	\$55.00
09-10-01	Review of Redline proposed order.	WFD	0.20	\$55.00
09-10-01	Review of Reclamation order and procedures.	WFD	0.30	\$82.50
09-10-01	Review of objections.	WFD	1.40	\$385.00
09-11-01	Review of E-mail from R. Feuille and respond.	WFD	0.20	\$55.00
09-12-01	Review of data request.	WFD	0.40	\$110.00
09-12-01	Telephone conference with B. Jacobvitz re: data request.	WFD	0.40	\$110.00
09-12-01	Telephone conference with D. Thuma re: equipment lease.	WFD	0.20	\$55.00
09-12-01	Telephone conference with B. Jacobvitz re: discovery.	WFD	0.30	\$82.50
09-12-01	Telephone conference with B. Jacobvitz re: rescheduling hearing.	WFD	0.20	\$55.00
09-13-01	Review of letter re: Amy Phillips.	WFD	0.30	\$82.50

OFFICIAL COMMITTEE UNSECURED CREDITORS
 OF FURR'S SUPERMARKET, INC.
 1 CON AGRA DR., MC KC334
 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 09-30-01

ACC'T NO. WFD01020035

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
09-14-01	Telephone conference with creditor, Hamilton, re: status.	WFD	0.20	\$55.00
09-14-01	Telephone conference with P. Fish re: Chapter 7.	WFD	0.30	\$82.50
09-18-01	Telephone conference with B. Barnett, Deloitte Touche, re: testimony.	WFD	0.30	\$82.50
09-18-01	Conference with D. Harris re: tax claim.	WFD	0.30	\$82.50
09-19-01	Left message with B. Barnett, Deloitte Touche re: testimony.	WFD	0.10	\$27.50
09-20-01	Review of administrative claims and DIP order and budget.	WFD	0.80	\$220.00
09-20-01	Telephone conference with B. Barnett, J. Tittle re: payment of administrative claims.	WFD	0.30	\$82.50
09-20-01	Telephone conference with L. Bloom re: landlord claim and bar date.	WFD	0.20	\$55.00
09-20-01	Telephone conference with B. Jacobvitz re: administrative claim.	WFD	0.80	\$220.00
09-20-01	Review of carve out in DIP, budget and professional fees.	WFD	1.40	\$385.00
09-20-01	Review of Union affidavits.	WFD	1.00	\$275.00
09-24-01	Telephone conference with K. Nethersole, GE Capital re: lease rejections.	WFD	0.20	\$55.00
09-24-01	Telephone conference with D. Harelson, creditor, Truclean, re: administrative claims.	WFD	0.20	\$55.00
09-24-01	Legal research for forward cross-collateralization and marshalling.	WFD	3.50	\$962.50
09-24-01	Review of Unions pleadings.	WFD	1.80	\$495.00
09-25-01	Telephone conference with B. Jacobvitz re: administrative expenses.	WFD	0.20	\$55.00
09-26-01	Telephone conference with unsecured creditor re: claims.	WFD	0.20	\$55.00
09-26-01	Telephone conference with D. Behles re: liquor licenses.	WFD	0.30	\$82.50
09-26-01	Telephone conference with B. Cohen and S. Hertzberg re: administrative claims for professional fees.	WFD	0.90	\$247.50
09-27-01	Telephone conference with B. Jacobvitz re: administrative budget and claims.	WFD	0.90	\$247.50
09-27-01	Telephone conference with Elmer Wilson, employee re: employment records.	WFD	0.20	\$55.00
09-27-01	Telephone conference with Judge's clerk re: scheduling.	WFD	0.20	\$55.00
09-27-01	Legal research for carve out.	WFD	1.60	\$440.00
09-28-01	Telephone conference with M. Craddock,			

OFFICIAL COMMITTEE UNSECURED CREDITORS
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BILLING DATE 09-30-01

ACC'T NO. WFD01020035

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
09-28-01	Desert Eagle re: warehouse.	WFD	0.30	\$82.50
09-28-01	Telephone conference with S. Hertzberg and B. Cohen re: administrative claims.	WFD	0.40	\$110.00
09-28-01	Review of Union affidavits.	WFD	1.20	\$330.00

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER	EFFECTIVE RATE	TIME	CHARGE
=====	=====	=====	=====
WFD	\$275.00	30.00	\$8,250.00
TOTAL	\$275.00	30.00	\$8,250.00

~ DAVIS & PIERCE, P.C. ~
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 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 10-31-01

ACC'T NO. WFD01020035

RE: LOCAL COUNSEL FOR UCC
 CASE ADMINISTRATION

PREVIOUS BALANCE \$38,450.70

DATE	PROFESSIONAL SERVICES RENDERED	TIME	
	(SEE ATTACHED LIST)		
	TOTAL FOR THE ABOVE SERVICES	24.70	\$6,792.50
	RECEIPTS TAX		\$394.81

DATE	EXPENSES		
10-03-01	Postage charge	\$86.70	
10-03-01	Copy charge	\$147.75	
10-23-01	Transcript - Joe Jameson Court Reporter	\$38.09	
10-25-01	Copy charge	\$3.00	
10-25-01	Telefax charge	\$13.00	
10-26-01	Telefax charge	\$10.00	
10-26-01	Telefax charge	\$10.00	
	TOTAL FOR THE ABOVE EXPENSES		\$308.54

TOTAL FOR CURRENT PERIOD	\$7,495.85
TOTAL	\$45,946.55

DATE	PAYMENTS		
10-23-01	Remainder due on 1st Fee App. (75%)	\$8,302.18	
10-23-01	Payment on July statement (75%)	\$2,485.62	
	TOTAL PAYMENTS		\$10,787.80
	AMOUNT DUE		\$35,158.75

Please write your account number on your check
 and make your check payable to DAVIS & PIERCE, P.C.
 P.O. Box 6, Albuquerque, NM 87103

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BILLING DATE 10-31-01

ACC'T NO. WFD01020035

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
10-01-01	Review of notices re: lease rejections.	WFD	0.20	\$55.00
10-01-01	Telephone conference with B. Jacobvitz and B. Cohen.	WFD	0.80	\$220.00
10-01-01	Telephone conference with B. Cohen re: administrative claims.	WFD	0.30	\$82.50
10-01-01	Telephone conference with J. Behles re: liq. update.	WFD	0.20	\$55.00
10-02-01	Telephone conference with L. Coppege, Affiliated Foods, re: Fleming.	WFD	0.20	\$55.00
10-02-01	Telephone conference with B. Jacobvitz re: liquidating chapter 11 plan.	WFD	0.40	\$110.00
10-03-01	Review of Safeway pleadings re: in store sub-leases.	WFD	0.40	\$110.00
10-03-01	Review of benefits detail.	WFD	0.30	\$82.50
10-05-01	Telephone conference with B. Jacobvitz re: liquidating plan.	WFD	0.30	\$82.50
10-05-01	Legal research for liquidating plan.	WFD	1.40	\$385.00
10-08-01	Telephone conference with B. Jacobvitz re: liquidating plan.	WFD	0.20	\$55.00
10-08-01	Review of UFCW administrative claim and legal memo.	WFD	1.80	\$495.00
10-09-01	Telephone conference with creditor re: reclamation.	WFD	0.20	\$55.00
10-10-01	Review of order on liquor license sale and exhibits.	WFD	0.40	\$110.00
10-10-01	Telephone conference with B. Jacobvitz re: liquidating plan.	WFD	0.80	\$220.00
10-10-01	Review of Union briefs and legal research re: section 1113.	WFD	1.30	\$357.50
10-12-01	Review of Union documents.	WFD	0.60	\$165.00
10-12-01	Telephone conference with J. Behles re: plan and fees.	WFD	0.40	\$110.00
10-15-01	Preparation for hearing on Union administrative claims.	WFD	1.50	\$412.50
10-16-01	Preparation for hearing on Union administrative claim.	WFD	0.60	\$165.00
10-16-01	Attendance at hearing on Union administrative claim and cash collateral order.	WFD	2.20	\$605.00
10-17-01	Review of Union order and sign.	WFD	0.20	\$55.00
10-17-01	Legal research for surcharge and liquidating plan.	WFD	1.30	\$357.50
10-18-01	Review of revised Union order.	WFD	0.20	\$55.00
10-18-01	Conference call with J. Behles, R. Silverman, B. Jacobvitz, P. Fish and D. Heller.	WFD	1.00	\$275.00

OFFICIAL COMMITTEE UNSECURED CREDITORS
 OF FURR'S SUPERMARKET, INC.
 1 CON AGRA DR., MC KC334
 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 10-31-01

ACC'T NO. WFD01020035

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
10-18-01	Telephone conference with administrative creditor, RJI Inventory.	WFD	0.20	\$55.00
10-19-01	Review of fourth UFCW order.	WFD	0.20	\$55.00
10-19-01	Review of order approving liquor license sales and exhibits.	WFD	0.60	\$165.00
10-19-01	Review of various deposition notices by UFCW and Heller.	WFD	0.30	\$82.50
10-21-01	Review of pending objections to payment of administrative claims to Furrs Partnerships.	WFD	0.40	\$110.00
10-22-01	Review of proposed severance pay, scheduling order.	WFD	0.20	\$55.00
10-23-01	Left message with B. Barnett.	WFD	0.10	\$27.50
10-23-01	Telephone conference with Howard Johnson, post-petition claimant for medical bills.	WFD	0.20	\$55.00
10-23-01	Left message with creditor, Aaron Siegman.	WFD	0.10	\$27.50
10-24-01	Review of US Trustee's objection to Solomon motion for payment.	WFD	0.40	\$110.00
10-24-01	Review of debtor's tax order re: Texas as valorem and e-mail to counsel.	WFD	0.50	\$137.50
10-24-01	Review of revised tax order.	WFD	0.20	\$55.00
10-24-01	Review of e-mail from B. Jacobvitz re: revised tax order.	WFD	0.20	\$55.00
10-24-01	Telephone conference with B. Jacobvitz re: Heller offer and November budget.	WFD	0.90	\$247.50
10-24-01	Review of Jacobvitz analysis re: Texas taxes.	WFD	0.20	\$55.00
10-24-01	Review of creditor letter.	WFD	0.20	\$55.00
10-29-01	Telephone conference with B. Jacobvitz re: notice and hearing.	WFD	0.40	\$110.00
10-29-01	Telephone conference with J. Behles re: notice.	WFD	0.20	\$55.00
10-29-01	Review notice of administrative claims and order.	WFD	0.40	\$110.00
10-30-01	Review of ordinary course order.	WFD	0.20	\$55.00
10-30-01	Review of Jacobvitz response to J. Behles re: Texas taxes.	WFD	0.40	\$110.00
10-30-01	Review of liquor sale exhibits and contract.	WFD	0.60	\$165.00
10-31-01	Letter to D. Fenstermacher re: bar dates.	WFD	0.10	\$27.50
10-31-01	Review of e-mails re: liquor license sales and taxes.	WFD	0.30	\$82.50

OFFICIAL COMMITTEE UNSECURED CREDITORS
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1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 10-31-01
ACC'T NO. WFD01020035

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER	EFFECTIVE RATE	TIME	CHARGE
=====	=====	=====	=====
WFD	\$275.00	24.70	\$6,792.50
	-----	-----	-----
TOTAL	\$275.00	24.70	\$6,792.50

DAVIS & PIERCE, P.C.
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OFFICIAL COMMITTEE UNSECURED CREDITORS
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1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 08-31-01
ACC'T NO. WFD01020036

RE: DIP ADVERSARY

PREVIOUS BALANCE \$11,019.59

DATE	PROFESSIONAL SERVICES RENDERED	TIME	
	(SEE ATTACHED LIST)		
	TOTAL FOR THE ABOVE SERVICES	47.40	\$13,035.00
	RECEIPTS TAX		\$757.66
	TOTAL FOR CURRENT PERIOD		\$13,792.66
	TOTAL		\$24,812.25
	TOTAL PAYMENTS		\$0.00
	AMOUNT DUE		\$24,812.25

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 OF FURR'S SUPERMARKET, INC.
 1 CON AGRA DR., MC KC334
 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 08-31-01

ACC'T NO. WFD01020036

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
08-01-01	Legal research for replacement lien and secured creditor claims.	WFD	2.80	\$770.00
08-02-01	Preparation of UCC adversary memo; law research; review documents.	WFD	3.50	\$962.50
08-03-01	Review of lease analysis.	WFD	0.40	\$110.00
08-03-01	Legal research on reclamation.	WFD	0.60	\$165.00
08-03-01	Legal research on replacement lien.	WFD	1.20	\$330.00
08-03-01	Review of secured debt priority, security agreement for settlement analysis.	WFD	2.50	\$687.50
08-06-01	Telephone conference with P. Fish re: settlement.	WFD	0.20	\$55.00
08-06-01	Telephone conference with T. Forcum re: lease valuation.	WFD	0.30	\$82.50
08-06-01	Review of Heller Financial's Objection to lease assignment.	WFD	0.30	\$82.50
08-06-01	Preparation for hearing in lease assignments and rejections.	WFD	1.00	\$275.00
08-06-01	Preparation for hearing on lease assignments.	WFD	1.50	\$412.50
08-07-01	Preparation for hearings on lease assignments.	WFD	0.90	\$247.50
08-07-01	Telephone conference with R. Silverman, J. Behles of Met Life re: settlement.	WFD	0.30	\$82.50
08-07-01	Attendance at hearing on lease assignments.	WFD	3.60	\$990.00
08-07-01	Legal research for marshalling.	WFD	1.20	\$330.00
08-07-01	Review of DIP Order re: marshalling; legal research.	WFD	1.20	\$330.00
08-09-01	Conference with P. Fish re: answer date for adversary.	WFD	0.10	\$27.50
08-09-01	Attendance at hearing on lease assumptions and assignment.	WFD	3.70	\$1,017.50
08-10-01	Legal research for on subordination.	WFD	1.60	\$440.00
08-14-01	Preparation for hearing on lease assignment issues for property leases.	WFD	0.50	\$137.50
08-20-01	Review of Answers and Motions.	WFD	1.80	\$495.00
08-21-01	Telephone conference with J. Behles re; Answers.	WFD	0.20	\$55.00
08-21-01	Review of Answers of Heller and Met.	WFD	2.50	\$687.50
08-21-01	Review of Met Life claims.	WFD	0.50	\$137.50
08-24-01	Telephone conference with J. Linker re; CSFB, UCC adversary.	WFD	0.20	\$55.00
08-24-01	Review of real estate appraisals.	WFD	0.80	\$220.00
08-24-01	Telephone conference with B. Jacobvitz re: Worker's Comp.	WFD	0.30	\$82.50

OFFICIAL COMMITTEE UNSECURED CREDITORS
 OF FURR'S SUPERMARKET, INC.
 1 CON AGRA DR., MC KC334
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 Attn: JAMES SALVADORI

BILLING DATE 08-31-01

ACC'T NO. WFD01020036

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
08-24-01	Review of security documents of Met Life.	WFD	1.50	\$412.50
08-24-01	Preparation of appraisal information for B. Jacobvitz.	WFD	0.50	\$137.50
08-24-01	Telephone conference with S. Hertzberg re: settlement.	WFD	0.30	\$82.50
08-24-01	Review of Met Life documents.	WFD	2.50	\$687.50
08-28-01	Preparation for settlement conference with Met Life, Ron Silverman, J. Behles.	WFD	1.50	\$412.50
08-28-01	Conference with R. Silverman, J. Behles re: Met Life.	WFD	3.50	\$962.50
08-29-01	Conference with R. Silverman, J. Behles and B. Jacobvitz.	WFD	1.00	\$275.00
08-29-01	Conference with various counsel re: settlement.	WFD	0.50	\$137.50
08-30-01	Telephone conference with R. Silverman, Met Life re: settlement.	WFD	0.40	\$110.00
08-30-01	Telephone conference with D. Harris, Tax & Rev. re: settlement.	WFD	0.30	\$82.50
08-30-01	Telephone conference with S. Hertzberg and B. Cohen re: settlement and status.	WFD	0.90	\$247.50
08-30-01	Conference with Jacobvitz et al re: settlement.	WFD	0.80	\$220.00

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER	EFFECTIVE RATE	TIME	CHARGE
=====	=====	=====	=====
WFD	\$275.00	47.40	\$13,035.00
	-----	-----	-----
TOTAL	\$275.00	47.40	\$13,035.00

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 OF FURR'S SUPERMARKET, INC.
 1 CON AGRA DR., MC KC334
 OMAHA, NE 68102
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BILLING DATE 09-30-01

ACC'T NO. WFD01020036

RE: DIP ADVERSARY

PREVIOUS BALANCE \$24,812.25

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
09-04-01	Telephone conference with P. Fish re: adversary.	WFD	0.20	\$55.00
09-07-01	Telephone conference with P. Fish re: adversary settlement.	WFD	0.20	\$55.00
09-07-01	Telephone conference with B. Jacobvitz re: Solomon order and cash collateral.	WFD	0.30	\$82.50
09-10-01	Telephone conference with B. Jacobvitz re: Solomon/Chenin.	WFD	0.20	\$55.00
09-12-01	Telephone conference with P. Fish re: settlement.	WFD	0.20	\$55.00
09-12-01	Telephone conference with R. Silverman re: settlement.	WFD	0.40	\$110.00
09-30-01	Review of P. J. Solomon Order.	WFD	0.30	\$82.50
09-30-01	Telephone conference with D. Thuma re: Solomon Order.	WFD	0.20	\$55.00
TOTAL FOR THE ABOVE SERVICES			2.00	\$550.00
RECEIPTS TAX				\$31.97

TOTAL FOR CURRENT PERIOD \$581.97
 TOTAL \$25,394.22

DATE	PAYMENTS		
09-01-01		\$8,302.19	
TOTAL PAYMENTS			\$8,302.19
		AMOUNT DUE	\$17,092.03

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OMAHA, NE 68102
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BILLING DATE 09-30-01
ACC'T NO. WFD01020036

PROFESSIONAL SERVICES RENDERED RECAP

<u>TIMEKEEPER</u>	<u>EFFECTIVE RATE</u>	<u>TIME</u>	<u>CHARGE</u>
WFD	\$275.00	2.00	\$550.00
TOTAL	\$275.00	2.00	\$550.00

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1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 10-31-01

ACC'T NO. WFD01020036

RE: DIP ADVERSARY

PREVIOUS BALANCE		\$17,092.03
	TOTAL FOR CURRENT PERIOD	\$0.00
	TOTAL	\$17,092.03
	TOTAL PAYMENTS	\$0.00
	AMOUNT DUE	\$17,092.03

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 1 CON AGRA DR., MC KC334
 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 07-31-01

ACC'T NO. WFD01020737

RE: COMMITTEE WORK

PREVIOUS BALANCE \$31,365.47

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
07-02-01	Telephone conference with T. Forcum re: conference call.	WFD	0.30	\$82.50
07-02-01	Preparation for conference call; review notes of hearing on sale.	WFD	0.30	\$82.50
07-02-01	Conference call with UCC on Sale Motion.	WFD	1.20	\$330.00
07-11-01	Telephone conference with S. Hertzberg and B. Jacobvitz re: UCC conference call agenda.	WFD	0.40	\$110.00
TOTAL FOR THE ABOVE SERVICES			2.20	\$605.00
RECEIPTS TAX				\$35.17

TOTAL FOR CURRENT PERIOD \$640.17
 TOTAL \$32,005.64

TOTAL PAYMENTS \$0.00

AMOUNT DUE \$32,005.64

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OFFICIAL COMMITTEE UNSECURED CREDITORS
OF FURR'S SUPERMARKET, INC.
1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 07-31-01
ACC'T NO. WFD01020737

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER	EFFECTIVE RATE	TIME	CHARGE
=====	=====	=====	=====
WFD	\$275.00	2.20	\$605.00
	-----	-----	-----
TOTAL	\$275.00	2.20	\$605.00

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 1 CON AGRA DR., MC KC334
 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 08-31-01

ACC'T NO. WFD01020037

RE: COMMITTEE WORK

PREVIOUS BALANCE \$32,005.64

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
08-03-01	Conference call with B. Cohen and S. Hertzberg re: UCC meeting agenda.	WFD	0.60	\$165.00
08-14-01	Telephone conference with S. Hertzberg, B. Cohen, T. Forcum and D. Kayes re: Preparation for conference call.	WFD	1.50	\$412.50
08-14-01	Preparation for UCC conference call re: settlement.	WFD	1.50	\$412.50
08-15-01	Preparation for UCC conference call.	WFD	1.50	\$412.50
08-15-01	Telephone conference with S. Hertzberg re: conference call.	WFD	0.30	\$82.50
08-15-01	UCC conference call re: settlement.	WFD	2.20	\$605.00
08-15-01	Telephone conference with B. Jacobvitz re: settlement.	WFD	0.30	\$82.50
08-20-01	Telephone conference with S. Hertzberg re: UCC call.	WFD	0.20	\$55.00
08-20-01	Attendance at UCC conference call.	WFD	0.40	\$110.00
08-20-01	Preparation for UCC conference call re: waterfall motion.	WFD	0.80	\$220.00

TOTAL FOR THE ABOVE SERVICES 9.30 \$2,557.50
 RECEIPTS TAX \$148.65

TOTAL FOR CURRENT PERIOD \$2,706.15
 TOTAL \$34,711.79

TOTAL PAYMENTS \$0.00

AMOUNT DUE \$34,711.79

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1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 08-31-01
ACC'T NO. WFD01020037

PROFESSIONAL SERVICES RENDERED RECAP

<u>TIMEKEEPER</u>	<u>EFFECTIVE RATE</u>	<u>TIME</u>	<u>CHARGE</u>
WFD	\$275.00	9.30	\$2,557.50
TOTAL	\$275.00	9.30	\$2,557.50

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 Attn: JAMES SALVADORI

BILLING DATE 09-30-01

ACC'T NO. WFD01020037

RE: COMMITTEE WORK

PREVIOUS BALANCE \$34,711.79

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
09-05-01	Review of July 2nd minutes of committee meeting.	WFD	0.20	\$55.00
09-13-01	Telephone conference with T. Forcum and C. Costen re: UCC conference call.	WFD	0.30	\$82.50
09-13-01	Preparation for UCC conference call re: cash collateral and liens.	WFD	1.20	\$330.00
09-14-01	Attendance at UCC conference call re: cash collateral.	WFD	1.20	\$330.00
09-14-01	Telephone conference with B. Cohen re: conference call.	WFD	0.30	\$82.50

TOTAL FOR THE ABOVE SERVICES 3.20 \$880.00
 RECEIPTS TAX \$51.15

TOTAL FOR CURRENT PERIOD \$931.15
 TOTAL \$35,642.94

DATE	PAYMENTS		
09-01-01		\$11,217.45	
	TOTAL PAYMENTS		\$11,217.45
		AMOUNT DUE	\$24,425.49

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OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 09-30-01
ACC'T NO. WFD01020037

PROFESSIONAL SERVICES RENDERED RECAP

<u>TIMEKEEPER</u>	<u>EFFECTIVE RATE</u>	<u>TIME</u>	<u>CHARGE</u>
WFD	\$275.00	3.20	\$880.00
TOTAL	\$275.00	3.20	\$880.00

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 OMAHA, NE 68102
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BILLING DATE 10-31-01

ACC'T NO. WFD01020037

RE: COMMITTEE WORK

PREVIOUS BALANCE \$24,425.49

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
10-31-01	Preparation of status memo for UCC.	WFD	0.40	\$110.00
10-31-01	Telephone conference with S. Hertzberg re: memo for UCC.	WFD	0.20	\$55.00
TOTAL FOR THE ABOVE SERVICES			0.60	\$165.00
RECEIPTS TAX				\$9.59

TOTAL FOR CURRENT PERIOD \$174.59
 TOTAL \$24,600.08

DATE	PAYMENTS		
10-23-01	Payment on July statement (75%)	\$480.12	
TOTAL PAYMENTS			\$480.12
		AMOUNT DUE	\$24,119.96

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OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 10-31-01
ACC'T NO. WFD01020037

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER	EFFECTIVE RATE	TIME	CHARGE
=====	=====	=====	=====
WFD	\$275.00	0.60	\$165.00
	-----	-----	-----
TOTAL	\$275.00	0.60	\$165.00

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 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 07-31-01

ACC'T NO. WFD01020738

RE: MOTION PRACTICE

PREVIOUS BALANCE				\$9,544.28
DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
07-02-01	Review of Motion to Reject Lease Agreement.	WFD	0.30	\$82.50
07-11-01	Review of pending lease rejection Motions and Objections.	WFD	1.50	\$412.50
07-13-01	Review of LSP Bassett Motion.	WFD	0.60	\$165.00
07-19-01	Review of procedure Motion and FHK Objections.	WFD	0.60	\$165.00
07-19-01	Preparation for Motion hearings (3) re: procedures on liquor licenses, leases.	WFD	1.60	\$440.00
07-20-01	Telephone conference with B. Cohen re: hearings on procedural Motions.	WFD	0.30	\$82.50
07-20-01	Attendance at hearing on procedural Motions.	WFD	3.50	\$962.50
07-24-01	Review of Motion to reject vehicle lease agreements.	WFD	0.30	\$82.50
07-24-01	Review of various rejection Motions, Pinnacle.	WFD	0.40	\$110.00
TOTAL FOR THE ABOVE SERVICES			9.10	\$2,502.50
RECEIPTS TAX				\$145.46
			TOTAL FOR CURRENT PERIOD	\$2,647.96
			TOTAL	\$12,192.24
			TOTAL PAYMENTS	\$0.00
			AMOUNT DUE	\$12,192.24

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 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 07-31-01
 ACC'T NO. WFD01020738

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER =====	EFFECTIVE RATE =====	TIME =====	CHARGE =====
WFD	\$275.00	9.10	\$2,502.50
TOTAL	\$275.00	9.10	\$2,502.50

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OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 08-31-01

ACC'T NO. WFD01020038

RE: MOTION PRACTICE

PREVIOUS BALANCE \$12,192.24

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
08-01-01	Review of Pinnacle sanctions motion.	WFD	0.20	\$55.00
08-02-01	Telephone conference with D. Thuma re: Motions.	WFD	0.20	\$55.00
08-02-01	Preparation of Notices on UCC Motions.	WFD	0.20	\$55.00
08-20-01	Review of waterfall Motion and Preparation of Objection.	WFD	1.50	\$412.50
08-20-01	Review of Dana Corp. Stay Lift Motion and telephonic approval.	WFD	0.30	\$82.50
08-24-01	Review of Worker's Comp. Motion and Order.	WFD	0.40	\$110.00

TOTAL FOR THE ABOVE SERVICES 2.80 \$770.00
RECEIPTS TAX \$44.76

TOTAL FOR CURRENT PERIOD \$814.76
TOTAL \$13,007.00

TOTAL PAYMENTS \$0.00

AMOUNT DUE \$13,007.00

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P.O. Box 6, Albuquerque, NM 87103

OFFICIAL COMMITTEE UNSECURED CREDITORS
OF FURR'S SUPERMARKET, INC.
1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 08-31-01
ACC'T NO. WFD01020038

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER	EFFECTIVE RATE	TIME	CHARGE
=====	=====	=====	=====
WFD	\$275.00	2.80	\$770.00
	-----	-----	-----
TOTAL	\$275.00	2.80	\$770.00

DAVIS & PIERCE, P.C. ~
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 OF FURR'S SUPERMARKET, INC.
 1 CON AGRA DR., MC KC334
 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 09-30-01

ACC'T NO. WFD01020038

RE: MOTION PRACTICE

PREVIOUS BALANCE \$13,007.00

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
09-04-01	Review of Tax & Rev. motions to convert and appoint a trustee.	WFD	0.70	\$192.50
09-04-01	Telephone conference with D. Harris re: Tax & Rev. motions.	WFD	0.30	\$82.50
09-11-01	Review of Doling motion and notice.	WFD	0.30	\$82.50
09-13-01	Review of Adrian Baca motion re: equipment.	WFD	0.30	\$82.50
09-14-01	Review of motion of Santa Anna Pueblo for payment.	WFD	0.40	\$110.00
09-20-01	Review of A. Baca Motion and Notice.	WFD	0.30	\$82.50
09-20-01	Review of Union motion.	WFD	0.90	\$247.50
09-24-01	Review of Adrian Baca's motion.	WFD	0.40	\$110.00
TOTAL FOR THE ABOVE SERVICES			3.60	\$990.00
RECEIPTS TAX				\$57.54

TOTAL FOR CURRENT PERIOD \$1,047.54
 TOTAL \$14,054.54

DATE	PAYMENTS		
09-01-01		\$6,918.15	
TOTAL PAYMENTS			\$6,918.15
		AMOUNT DUE	\$7,136.39

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1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 09-30-01
ACC'T NO. WFD01020038

PROFESSIONAL SERVICES RENDERED RECAP

<u>TIMEKEEPER</u>	<u>EFFECTIVE RATE</u>	<u>TIME</u>	<u>CHARGE</u>
WFD	\$275.00	3.60	\$990.00
TOTAL	\$275.00	3.60	\$990.00

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 OMAHA, NE 68102
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BILLING DATE 10-31-01

ACC'T NO. WFD01020038

RE: MOTION PRACTICE

PREVIOUS BALANCE \$7,136.39

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
10-01-01	Review of pharmacy sale motion and notice.	WFD	0.20	\$55.00
10-01-01	Review of notice and motion on sale of liquor license.	WFD	0.30	\$82.50
10-02-01	Review of liquor license sale motion and notice.	WFD	0.30	\$82.50
10-02-01	Review of Union motion and exhibits.	WFD	1.20	\$330.00
10-05-01	Review of various notices and motions on leases and equipment.	WFD	0.40	\$110.00
10-05-01	Review of UFCW motions and affidavits.	WFD	1.50	\$412.50
10-08-01	Review of notice and stay lift motions Valor and CIT.	WFD	0.30	\$82.50
10-09-01	Review of Union motion for immediate payment and affidavits.	WFD	0.60	\$165.00
10-09-01	Review of various motions re: lease rejections, auction, notices.	WFD	1.10	\$302.50
10-18-01	Telephone conference with R. Andazola re: US Trustee's motion to convert.	WFD	0.30	\$82.50
TOTAL FOR THE ABOVE SERVICES			6.20	\$1,705.00
RECEIPTS TAX				\$99.10
			TOTAL FOR CURRENT PERIOD	\$1,804.10
			TOTAL	\$8,940.49

DATE	PAYMENTS		
10-23-01	Payment on August statement (75%)	\$611.06	
TOTAL PAYMENTS			\$611.06
AMOUNT DUE			\$8,329.43

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BILLING DATE 10-31-01

ACC'T NO. WFD01020038

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER =====	EFFECTIVE RATE =====	TIME =====	CHARGE =====
WFD	\$275.00	6.20	\$1,705.00
TOTAL	----- \$275.00	----- 6.20	----- \$1,705.00

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1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 10-31-01
ACC'T NO. WFD01020039

RE: DIP FINANCING

PREVIOUS BALANCE		\$4,311.86
	TOTAL FOR CURRENT PERIOD	\$0.00
	TOTAL	\$4,311.86
	TOTAL PAYMENTS	\$0.00
	AMOUNT DUE	\$4,311.86

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 1 CON AGRA DR., MC KC334
 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 07-31-01

ACC'T NO. WFD01020740

RE: SALE ORDER / ASSET PURCHASE

PREVIOUS BALANCE \$15,173.51

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
07-02-01	Review of proposed Sale Order.	WFD	0.40	\$110.00
07-03-01	Review of transcript from ruling on Sale Motion and memo.	WFD	0.20	\$55.00
07-03-01	Review of revised Sale Order.	WFD	0.60	\$165.00
07-03-01	Telephone conference with B. Jacobvitz re: Sale Order.	WFD	0.30	\$82.50
07-03-01	Review of Sale Order.	WFD	0.60	\$165.00
07-03-01	Present hearing on Sale Order.	WFD	2.30	\$632.50
07-03-01	Conference with P. Fish re: Sale Order funds disbursement.	WFD	0.40	\$110.00
07-03-01	Telephone conference with S. Hertzberg and B. Cohen re: Sale Order.	WFD	0.50	\$137.50
TOTAL FOR THE ABOVE SERVICES			5.30	\$1,457.50
RECEIPTS TAX				\$84.72
			TOTAL FOR CURRENT PERIOD	\$1,542.22
			TOTAL	\$16,715.73
			TOTAL PAYMENTS	\$0.00
			AMOUNT DUE	\$16,715.73

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 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 07-31-01

ACC'T NO. WFD01020740

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER =====	EFFECTIVE RATE =====	TIME =====	CHARGE =====
WFD	\$275.00	5.30	\$1,457.50
TOTAL	\$275.00	5.30	\$1,457.50

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1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 08-31-01

ACC'T NO. WFD01020040

RE: SALE ORDER / ASSET PURCHASE

PREVIOUS BALANCE \$16,715.73

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
08-09-01	Review of Walgreens supporting data, schedules on pharmacy sale.	WFD	0.60	\$165.00
TOTAL FOR THE ABOVE SERVICES			0.60	\$165.00
RECEIPTS TAX				\$9.59
TOTAL FOR CURRENT PERIOD				\$174.59
TOTAL				\$16,890.32
TOTAL PAYMENTS				\$0.00
AMOUNT DUE				\$16,890.32

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OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 08-31-01
ACC'T NO. WFD01020040

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER =====	EFFECTIVE RATE =====	TIME =====	CHARGE =====
WFD	\$275.00	0.60	\$165.00
	-----	-----	-----
TOTAL	\$275.00	0.60	\$165.00

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OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 09-30-01

ACC'T NO. WFD01020040

RE: SALE ORDER / ASSET PURCHASE

PREVIOUS BALANCE \$16,890.32

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
09-06-01	Telephone conference with D. Thuma re: equipment sale order.	WFD	0.20	\$55.00
09-06-01	Review of equipment sale order.	WFD	0.20	\$55.00
09-11-01	Attendance at hearing on wind down; Review of fax from Pepper Hamilton; Conference with William Davis Esq. re: same.	CWP	0.30	\$52.50
09-19-01	Telephone conference with D. Thuma re: equipment auction.	WFD	0.30	\$82.50
09-20-01	Review of third pharmacy sale order and e-mail response to D. Thuma.	WFD	0.30	\$82.50
09-20-01	E-mail approval of equipment sale order.	WFD	0.20	\$55.00
TOTAL FOR THE ABOVE SERVICES			1.50	\$382.50
RECEIPTS TAX				\$22.23

TOTAL FOR CURRENT PERIOD \$404.73
TOTAL \$17,295.05

DATE	PAYMENTS		
09-01-01		\$11,380.13	
TOTAL PAYMENTS			\$11,380.13
		AMOUNT DUE	\$5,914.92

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 OMAHA, NE 68102
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BILLING DATE 09-30-01

ACC'T NO. WFD01020040

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER	EFFECTIVE RATE	TIME	CHARGE
=====	=====	=====	=====
CWP	\$175.00	0.30	\$52.50
WFD	\$275.00	1.20	\$330.00
	-----	-----	-----
TOTAL	\$255.00	1.50	\$382.50

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OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 10-31-01
ACC'T NO. WFD01020040

RE: SALE ORDER / ASSET PURCHASE

PREVIOUS BALANCE		\$5,914.92
	TOTAL FOR CURRENT PERIOD	\$0.00
	TOTAL	\$5,914.92
DATE	PAYMENTS	
10-23-01	Payment on July statement (75%)	\$1,156.65
10-23-01	Payment on August statement (75%)	\$130.94
	TOTAL PAYMENTS	\$1,287.59
	AMOUNT DUE	\$4,627.33

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1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 09-30-01

ACC'T NO. WFD01020041

RE: EMPLOYMENT APPLICATIONS - DEBTOR

PREVIOUS BALANCE \$20,432.39

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
09-17-01	Telephone conferences with Pepper Hamilton re: extension order; Review of order; Preparation for filing of same; Conference with judge re: signature, extension, effect.	CWP	0.80	\$140.00
TOTAL FOR THE ABOVE SERVICES			0.80	\$140.00
RECEIPTS TAX				\$8.14

TOTAL FOR CURRENT PERIOD \$148.14
TOTAL \$20,580.53

DATE	PAYMENTS		
09-01-01		\$14,191.44	
TOTAL PAYMENTS			\$14,191.44
		AMOUNT DUE	\$6,389.09

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1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 09-30-01
ACC'T NO. WFD01020041

PROFESSIONAL SERVICES RENDERED RECAP

<u>TIMEKEEPER</u>	<u>EFFECTIVE RATE</u>	<u>TIME</u>	<u>CHARGE</u>
CWP	\$175.00	0.80	\$140.00
TOTAL	\$175.00	0.80	\$140.00

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OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 10-31-01
ACC'T NO. WFD01020041

RE: EMPLOYMENT APPLICATIONS - DEBTOR

PREVIOUS BALANCE		\$6,389.09
	TOTAL FOR CURRENT PERIOD	\$0.00
	TOTAL	\$6,389.09
	TOTAL PAYMENTS	\$0.00
	AMOUNT DUE	\$6,389.09

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Attn: JAMES SALVADORI

BILLING DATE 07-31-01

ACC'T NO. WFD01020742

RE: EMPLOYMENT APPLICATION - OTHER

PREVIOUS BALANCE				\$12,345.68
DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
07-09-01	Review of Chanin Order changes.	WFD	0.30	\$82.50
07-23-01	Telephone conference with R. Andazola re: Chanin Order and case status.	WFD	0.20	\$55.00
07-24-01	Preparation of Chanin Order.	WFD	0.20	\$55.00
TOTAL FOR THE ABOVE SERVICES			0.70	\$192.50
RECEIPTS TAX				\$11.19
	TOTAL FOR CURRENT PERIOD			\$203.69
	TOTAL			\$12,549.37
	TOTAL PAYMENTS			\$0.00
	AMOUNT DUE			\$12,549.37

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BILLING DATE 07-31-01

ACC'T NO. WFD01020742

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER =====	EFFECTIVE RATE =====	TIME =====	CHARGE =====
WFD	\$275.00	0.70	\$192.50
	-----	-----	-----
TOTAL	\$275.00	0.70	\$192.50

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BILLING DATE 09-30-01
ACC'T NO. WFD01020042

RE: EMPLOYMENT APPLICATION - OTHER

PREVIOUS BALANCE \$12,549.37

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
09-26-01	Review of employment order.	WFD	0.40	\$110.00
TOTAL FOR THE ABOVE SERVICES			0.40	\$110.00
RECEIPTS TAX				\$6.39
TOTAL FOR CURRENT PERIOD				\$116.39
TOTAL				\$12,665.76

DATE	PAYMENTS		
09-01-01		\$6,717.78	
TOTAL PAYMENTS			\$6,717.78
AMOUNT DUE			\$5,947.98

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 1 CON AGRA DR., MC KC334
 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 09-30-01

ACC'T NO. WFD01020042

PROFESSIONAL SERVICES RENDERED RECAP

<u>TIMEKEEPER</u>	<u>EFFECTIVE RATE</u>	<u>TIME</u>	<u>CHARGE</u>
WFD	\$275.00	0.40	\$110.00
TOTAL	\$275.00	0.40	\$110.00

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BILLING DATE 10-31-01

ACC'T NO. WFD01020042

RE: EMPLOYMENT APPLICATION - OTHER

PREVIOUS BALANCE				\$5,947.98
DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
10-17-01	Review of motions to employ accountants and auctioneer and US Trustee's objections.	WFD	0.50	\$137.50
TOTAL FOR THE ABOVE SERVICES			0.50	\$137.50
RECEIPTS TAX				\$7.99
		TOTAL FOR CURRENT PERIOD		\$145.49
		TOTAL		\$6,093.47
DATE	PAYMENTS			
10-23-01	Payment on July statement (75%)			\$152.76
	TOTAL PAYMENTS			\$152.76
		AMOUNT DUE		\$5,940.71

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BILLING DATE 10-31-01

ACC'T NO. WFD01020042

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER	EFFECTIVE RATE	TIME	CHARGE
=====	=====	=====	=====
WFD	\$275.00	0.50	\$137.50
	-----	-----	-----
TOTAL	\$275.00	0.50	\$137.50

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 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 07-31-01

ACC'T NO. WFD01020743

RE: FEE APPLICATIONS

PREVIOUS BALANCE \$0.00

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
07-11-01	Preparation of first fee application.	WFD	1.50	\$412.50
07-11-01	Revise first fee application.	WFD	1.10	\$302.50
07-11-01	Review of bills for confidential information on fee application.	WFD	0.90	\$247.50
07-12-01	Review and revise fee application.	WFD	0.50	\$137.50
07-12-01	Preparation of Notice of Fee Application.	WFD	0.30	\$82.50
07-18-01	Telephone conference with P. Fish re: fee application.	WFD	0.30	\$82.50
07-18-01	Telephone conference with S. McKentyre at PH re: fee application.	WFD	0.20	\$55.00
07-24-01	Review of Objection to Davis fee application by P. Fish.	WFD	0.20	\$55.00
TOTAL FOR THE ABOVE SERVICES			5.00	\$1,375.00
RECEIPTS TAX				\$79.92
TOTAL FOR CURRENT PERIOD				\$1,454.92
TOTAL				\$1,454.92
TOTAL PAYMENTS				\$0.00
AMOUNT DUE				\$1,454.92

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OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 07-31-01

ACC'T NO. WFD01020743

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER =====	EFFECTIVE RATE =====	TIME =====	CHARGE =====
WFD	\$275.00	5.00	\$1,375.00
	-----	-----	-----
TOTAL	\$275.00	5.00	\$1,375.00

DAVIS & PIERCE, P.C. -
Attorneys and Counselors at Law
201 Broadway Blvd SE, Albuquerque, NM 87102
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OFFICIAL COMMITTEE UNSECURED CREDITORS
OF FURR'S SUPERMARKET, INC.
1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 08-31-01
ACC'T NO. WFD01020043

RE: FEE APPLICATIONS

PREVIOUS BALANCE		\$1,454.92
DATE	PROFESSIONAL SERVICES RENDERED	TIME
	(SEE ATTACHED LIST)	
TOTAL FOR THE ABOVE SERVICES		20.30 \$2,586.00
RECEIPTS TAX		\$150.31
	TOTAL FOR CURRENT PERIOD	\$2,736.31
	TOTAL	\$4,191.23
	TOTAL PAYMENTS	\$0.00
	AMOUNT DUE	\$4,191.23

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 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 08-31-01

ACC'T NO. WFD01020043

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
08-02-01	Telephone conference with R. Andazola re: Fee Application.	WFD	0.30	\$82.50
08-06-01	Review of Trustee's Objections to fee application and categorize entries.	WFD	0.80	\$220.00
08-06-01	Revisions to fee application.	WFD	0.80	\$220.00
08-13-01	Conference with Diane Kazimiroff re: categories, billing; Review of Feb. revised bills for fee app.	CWP	0.70	\$122.50
08-14-01	Review of revised bills for March and April; revise same; Conference with Diane re: same.	CWP	0.80	\$140.00
08-14-01	Revise fee app. exhibits.	DK	0.40	\$32.00
08-15-01	Revise fee app. exhibits.	DK	0.50	\$40.00
08-15-01	Conference with Diane Miles-Kazimiroff re: bills; Review of revised billings, categories; Revision to fee app.	CWP	0.80	\$140.00
08-16-01	Revise fee app. exhibits.	DK	1.20	\$96.00
08-16-01	Review of revised billings with categories; Revision to fee app.	CWP	1.10	\$192.50
08-17-01	Telephone conference with S. Hertzberg re: Pepper Hamilton fee application and Notice.	WFD	0.30	\$82.50
08-17-01	Telephone conference with P. Fish re: Pepper Hamilton fee application and extension of time to Answer.	WFD	0.20	\$55.00
08-17-01	Revise fee app. exhibits.	DK	1.80	\$144.00
08-17-01	Review of additional months' billings, categories; Reviewed and revised fee app.	CWP	0.90	\$157.50
08-21-01	Revise fee app. exhibits.	DK	4.40	\$352.00
08-21-01	Reviewed and revised fee app., supplement, breakdown of categories; Conference with William Davis Esq., Conference with DMK re: same.	CWP	0.90	\$157.50
08-24-01	Revise fee app. exhibits.	DK	1.90	\$152.00
08-27-01	Revise fee app. exhibits.	DK	2.50	\$200.00

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER	EFFECTIVE RATE	TIME	CHARGE
=====	=====	=====	=====
CWP	\$175.00	5.20	\$910.00
WFD	\$275.00	2.40	\$660.00
DK	\$80.00	12.70	\$1,016.00
	-----	-----	-----
TOTAL	\$127.39	20.30	\$2,586.00

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1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 09-30-01
ACC'T NO. WFD01020043

RE: FEE APPLICATIONS

PREVIOUS BALANCE		\$4,191.23
DATE	PROFESSIONAL SERVICES RENDERED	TIME
	(SEE ATTACHED LIST)	
TOTAL FOR THE ABOVE SERVICES		7.40 \$2,035.00
RECEIPTS TAX		\$118.28
	TOTAL FOR CURRENT PERIOD	\$2,153.28
	TOTAL	\$6,344.51
	TOTAL PAYMENTS	\$0.00
	AMOUNT DUE	\$6,344.51

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 OF FURR'S SUPERMARKET, INC.
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 OMAHA, NE 68102
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BILLING DATE 09-30-01

ACC'T NO. WFD01020043

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
09-05-01	Review of August bills for Fee Application.	WFD	0.30	\$82.50
09-11-01	Review of objection to Pepper Hamilton fee application filed by US Trustee.	WFD	0.20	\$55.00
09-12-01	Review of Skadden Arps fee application.	WFD	0.60	\$165.00
09-13-01	Review of US Trustee's objection to Pepper Hamilton fee application.	WFD	0.20	\$55.00
09-13-01	Review of Furr's objection to Pepper Hamilton fee application.	WFD	0.20	\$55.00
09-14-01	Telephone conference with B. Cohen, C. Costen re: Skadden fee application.	WFD	0.30	\$82.50
09-14-01	Telephone conference with R. White, Chenin re: fee application.	WFD	0.20	\$55.00
09-14-01	Review of Skadden fee application for objection.	WFD	0.60	\$165.00
09-14-01	Review of Chanin expense detail.	WFD	0.30	\$82.50
09-19-01	Review of Skadden fee application, Deloitte Touche fee application, Davis & Pierce fee application.	WFD	1.80	\$495.00
09-21-01	Telephone conference with R. White re: Chanin fee application.	WFD	0.20	\$55.00
09-21-01	Preparation of Chanin fee application.	WFD	0.80	\$220.00
09-26-01	Review of Skadden and Pepper Hamilton fee applications.	WFD	0.70	\$192.50
09-27-01	Review of J. Behles letter re: fee objection.	WFD	0.20	\$55.00
09-27-01	Telephone conference with J. Behles re: fee objection.	WFD	0.80	\$220.00

PROFESSIONAL SERVICES RENDERED RECAP

<u>TIMEKEEPER</u>	<u>EFFECTIVE RATE</u>	<u>TIME</u>	<u>CHARGE</u>
WFD	\$275.00	7.40	\$2,035.00
TOTAL	\$275.00	7.40	\$2,035.00

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 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 10-31-01
 ACC'T NO. WFD01020043

RE: FEE APPLICATIONS

PREVIOUS BALANCE \$6,344.51

DATE	PROFESSIONAL SERVICES RENDERED	TIME	
	(SEE ATTACHED LIST)		
	TOTAL FOR THE ABOVE SERVICES	14.70	\$3,789.00
	RECEIPTS TAX		\$220.24

TOTAL FOR CURRENT PERIOD \$4,009.24
 TOTAL \$10,353.75

DATE	PAYMENTS		
10-23-01	Payment on July statement (75%)	\$1,091.19	
10-23-01	Partial Pmt. on August statement	\$589.48	
	TOTAL PAYMENTS		\$1,680.67
	AMOUNT DUE		\$8,673.08

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BILLING DATE 10-31-01

ACC'T NO. WFD01020043

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
10-01-01	Review of Pepper Hamilton fee application.	WFD	0.30	\$82.50
10-01-01	Telephone conference with T. Forcum re: Deloitte Touche fee application.	WFD	0.20	\$55.00
10-02-01	Telephone conferences S. Scott, Pepper Hamilton, re: fee application notice.	WFD	0.20	\$55.00
10-02-01	Telephone conference with S. Scott re: notice matrix.	WFD	0.20	\$55.00
10-02-01	Telephone conference with B. Barnett re: Deloitte Touche fee application.	WFD	0.30	\$82.50
10-02-01	Telephone conference with S. Scott, Pepper Hamilton re: notice on second fee application.	WFD	0.20	\$55.00
10-03-01	Review of file and Chenin fee application.	WFD	0.60	\$165.00
10-03-01	Telephone conference with B. Barnett and S. Tittle re: fee application and notice.	WFD	0.30	\$82.50
10-03-01	Preparation of Notice for Deloitte Touche fee application.	WFD	0.30	\$82.50
10-09-01	Review of various fee applications, Deloitte Touche, Skadden, Pepper Hamilton for duplication.	WFD	1.30	\$357.50
10-09-01	Review of Pepper Hamilton second fee application.	WFD	0.80	\$220.00
10-09-01	Review of Pepper Hamilton response to objections to fee applications and UCC expense reimbursement.	WFD	0.50	\$137.50
10-10-01	Preparation of notice on preliminary hearing on fee applications.	WFD	0.30	\$82.50
10-10-01	Revise notice on preliminary on fee applications.	WFD	0.20	\$55.00
10-11-01	Telephone conference with B. Cohen re: fee application hearing and carve out motion.	WFD	0.30	\$82.50
10-11-01	Review of fee application objections.	WFD	0.30	\$82.50
10-11-01	Research docket for exhibits relating to fee applications, carve out and cash collateral.	WFD	1.80	\$495.00
10-12-01	Telephone conference with J. Behles re: preliminary hearings on fee applications.	WFD	0.30	\$82.50
10-12-01	Review of hearing notices and revise.	WFD	0.30	\$82.50
10-15-01	Telephone conference with B. Cohen re: preliminary on fee applications and reschedule.	WFD	0.30	\$82.50

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BILLING DATE 10-31-01

ACC'T NO. WFD01020043

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
10-15-01	Left message with D. Fenstermacher re: preliminary.	WFD	0.10	\$27.50
10-15-01	Telephone conference with P. Fish re: preliminary on fee applications.	WFD	0.20	\$55.00
10-15-01	Left message with J. Behles and R. Silverman re: fee application preliminary.	WFD	0.20	\$55.00
10-15-01	Telephone conference with B. Jacobvitz re: fee application preliminary.	WFD	0.20	\$55.00
10-15-01	Preparation for fee application preliminary.	WFD	1.20	\$330.00
10-15-01	Telephone conference with S. Hertzberg re: results of hearing on fee applications.	WFD	0.30	\$82.50
10-16-01	Telephone conference with T. Forcum re: Deloitte Touche fee application and results of preliminary hearing.	WFD	0.30	\$82.50
10-19-01	Telephone conference with M. Lee re: Deloitte Touche notice.	WFD	0.20	\$55.00
10-19-01	Telephone conference with S. Ford, Deloitte Touche, re: notice.	WFD	0.20	\$55.00
10-21-01	Review of docket for fee objections, fax to Pepper Hamilton.	WFD	0.80	\$220.00
10-23-01	Telephone conference with B. Barnett, Deloitte Touche, re: notice and fee application.	WFD	0.20	\$55.00
10-23-01	Review of transcript on fee application 10/15/01 and fax/mail to B. Cohen and S. Hertzberg.	WFD	0.50	\$137.50
10-24-01	Conference with W. Davis re: preparation of second fee application.	DK	0.10	\$8.00
10-24-01	Begin preparation of second fee application.	DK	1.20	\$96.00

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER	EFFECTIVE RATE	TIME	CHARGE
=====	=====	=====	=====
DK	\$80.00	1.30	\$104.00
WFD	\$275.00	13.40	\$3,685.00
	-----	-----	-----
TOTAL	\$257.76	14.70	\$3,789.00

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1 CON AGRA DR., MC KC334
OMAHA, NE 68102
Attn: JAMES SALVADORI

BILLING DATE 09-30-01

ACC'T NO. WFD01020044

RE: CASH COLLATERAL

PREVIOUS BALANCE \$0.00

DATE	PROFESSIONAL SERVICES RENDERED	TIME	
	(SEE ATTACHED LIST)		
	TOTAL FOR THE ABOVE SERVICES	47.10	\$12,952.50
	RECEIPTS TAX		\$752.86
	TOTAL FOR CURRENT PERIOD		\$13,705.36
	TOTAL		\$13,705.36
	TOTAL PAYMENTS		\$0.00
	AMOUNT DUE		\$13,705.36

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 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 09-30-01

ACC'T NO. WFD01020044

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
09-10-01	Telephone conference with P. Fish re: cash collateral.	WFD	0.30	\$82.50
09-10-01	Telephone conference with B. Jacobvitz re: cash collateral.	WFD	0.80	\$220.00
09-10-01	Review of orders and objections on cash collateral.	WFD	1.30	\$357.50
09-10-01	Preparation for hearing on emergency cash collateral motion.	WFD	1.40	\$385.00
09-11-01	Preparation for hearing on emergency cash collateral.	WFD	0.70	\$192.50
09-11-01	Attendance at hearing on emergency cash collateral.	WFD	4.80	\$1,320.00
09-11-01	Left message with C. Costen re: hearing.	WFD	0.10	\$27.50
09-11-01	Left message with B. Cohen re: hearing.	WFD	0.10	\$27.50
09-11-01	Review of exhibits provided at hearing.	WFD	0.40	\$110.00
09-11-01	Conference with J. Behles re: revised budget for cash collateral.	WFD	0.30	\$82.50
09-11-01	Telephone conference with B. Cohen and C. Costen re: budget and hearing.	WFD	0.30	\$82.50
09-11-01	Review of cash collateral objections.	WFD	0.60	\$165.00
09-12-01	Telephone conference with B. Jacobvitz re: cash collateral.	WFD	0.50	\$137.50
09-13-01	Telephone conference with B. Jacobvitz and D. Thuma re: lender's proposed cash collateral order.	WFD	0.30	\$82.50
09-13-01	Review of Lender's proposed cash collateral order.	WFD	0.40	\$110.00
09-14-01	Preparation for hearing on cash collateral.	WFD	1.00	\$275.00
09-14-01	Conference with B. Jacobvitz, P. Fish, et al. re: cash collateral.	WFD	0.80	\$220.00
09-14-01	Attendance at cash collateral hearing.	WFD	2.00	\$550.00
09-14-01	Telephone conference with B. Jacobvitz re: cash collateral order and conversion.	WFD	0.80	\$220.00
09-17-01	Preparation for hearing on cash collateral.	WFD	1.00	\$275.00
09-17-01	Attendance at morning cash collateral hearing.	WFD	1.00	\$275.00
09-17-01	Attendance at afternoon cash collateral hearing.	WFD	3.00	\$825.00
09-17-01	Preparation for continued cash collateral hearing.	WFD	1.50	\$412.50
09-17-01	Legal research for replacement lien and contested cash collateral for hearing.	WFD	3.50	\$962.50
09-18-01	Preparation for hearing on cash			

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BILLING DATE 09-30-01

ACC'T NO. WFD01020044

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
	collateral.	WFD	1.00	\$275.00
09-18-01	Attendance at morning hearing on cash collateral.	WFD	3.50	\$962.50
09-18-01	Attendance at afternoon hearing on cash collateral.	WFD	2.00	\$550.00
09-18-01	Left message with B. Cohen re: cash collateral hearing.	WFD	0.10	\$27.50
09-19-01	Telephone conference with S. Hertzberg re: cash collateral.	WFD	0.40	\$110.00
09-20-01	Telephone conference with J. Behles re: cash collateral order.	WFD	0.20	\$55.00
09-21-01	Review of cash collateral order. Telephone conference with S. Hertzberg re: same.	WFD	0.40	\$110.00
09-21-01	Review of October cash collateral order and notice.	WFD	0.50	\$137.50
09-21-01	Telephone conference with B. Jacobvitz re: October cash collateral.	WFD	0.30	\$82.50
09-21-01	Legal research for Furrs cash collateral.	WFD	3.60	\$990.00
09-24-01	Telephone conference with R. Andazola re: final hearing on cash collateral.	WFD	0.30	\$82.50
09-24-01	Review of proposed October budgets and cash collateral motion.	WFD	0.30	\$82.50
09-24-01	Preparation for final hearing on cash collateral order.	WFD	1.10	\$302.50
09-25-01	Review of second and third cash collateral orders and redline.	WFD	0.90	\$247.50
09-25-01	Telephone conference with B. Jacobvitz re: cash collateral hearings.	WFD	0.40	\$110.00
09-25-01	Review of US Trustee's objection to cash collateral.	WFD	0.20	\$55.00
09-25-01	Attendance at Furrs cash collateral hearings.	WFD	2.00	\$550.00
09-25-01	Preparation for cash collateral hearing.	WFD	1.20	\$330.00
09-26-01	Review of orders on cash collateral.	WFD	0.30	\$82.50
09-30-01	Preparation for cash collateral preliminary hearing.	WFD	1.50	\$412.50

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER	EFFECTIVE RATE	TIME	CHARGE
=====	=====	=====	=====
WFD	\$275.00	47.10	\$12,952.50
	-----	-----	-----
TOTAL	\$275.00	47.10	\$12,952.50

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BILLING DATE 10-31-01

ACC'T NO. WFD01020044

RE: CASH COLLATERAL

PREVIOUS BALANCE \$13,705.36

DATE	PROFESSIONAL SERVICES RENDERED	TIME	
	(SEE ATTACHED LIST)		
	TOTAL FOR THE ABOVE SERVICES	24.40	\$6,710.00
	RECEIPTS TAX		\$390.02
	TOTAL FOR CURRENT PERIOD		\$7,100.02
	TOTAL		\$20,805.38
	TOTAL PAYMENTS		\$0.00
	AMOUNT DUE		\$20,805.38

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 OMAHA, NE 68102
 Attn: JAMES SALVADORI

BILLING DATE 10-31-01

ACC'T NO. WFD01020044

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
10-01-01	Review of docket for cash collateral budget.	WFD	0.40	\$110.00
10-01-01	Telephone conference with B. Jacobvitz re: budget.	WFD	0.40	\$110.00
10-03-01	Telephone conference with B. Cohen re: cash collateral.	WFD	0.20	\$55.00
10-03-01	Telephone conference with B. Jacobvitz re: cash collateral.	WFD	0.30	\$82.50
10-03-01	Telephone conference with S. Hertzberg and B. Cohen re: cash collateral.	WFD	0.40	\$110.00
10-03-01	Preparation for hearing on cash collateral.	WFD	1.80	\$495.00
10-03-01	Telephone conference with J. Behles re: cash collateral.	WFD	0.20	\$55.00
10-03-01	Telephone conference with B. Jacobvitz re: cash collateral hearing.	WFD	0.30	\$82.50
10-03-01	Review of fee calculations for cash collateral budget.	WFD	0.30	\$82.50
10-03-01	Review of previous post closing cash collateral orders and budgets re: carve out.	WFD	1.80	\$495.00
10-04-01	Preparation for cash collateral hearing and Review of proposed orders, budget.	WFD	0.80	\$220.00
10-04-01	Attendance at hearing on cash collateral budget.	WFD	3.00	\$825.00
10-04-01	Conference with J. Behles, R. Andazola re: afternoon hearing.	WFD	0.30	\$82.50
10-04-01	Preparation of exhibits for afternoon cash collateral hearing.	WFD	0.60	\$165.00
10-04-01	Continue preparation of exhibits for cash collateral hearing.	WFD	1.10	\$302.50
10-04-01	Attendance at cash collateral hearing in afternoon.	WFD	2.00	\$550.00
10-05-01	Review of order and exhibits on emergency cash collateral and fax to Pepper Hamilton.	WFD	0.30	\$82.50
10-09-01	Telephone conference with B. Cohen re: cash collateral hearing, fee app. preliminary, liquidating plan.	WFD	0.40	\$110.00
10-09-01	Review of cash collateral budget.	WFD	0.20	\$55.00
10-10-01	Review of various Desert Eagle pleadings re: cash collateral and modifications.	WFD	0.60	\$165.00
10-12-01	Telephone conference with B. Jacobvitz re: plan and cash collateral.	WFD	0.50	\$137.50
10-12-01	Review of cash collateral order re: budget and carve out.	WFD	0.60	\$165.00

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 Attn: JAMES SALVADORI

BILLING DATE 10-31-01

ACC'T NO. WFD01020044

DATE	PROFESSIONAL SERVICES RENDERED	INDIV	TIME	
10-12-01	Conference with J. Behles, B. Jacobvitz and R. Silverman re: November cash collateral.	WFD	1.00	\$275.00
10-16-01	Review of cash collateral order.	WFD	0.30	\$82.50
10-16-01	Telephone conference with P. Fish re: conference call on November cash collateral and plan.	WFD	0.20	\$55.00
10-19-01	Telephone conference with B. Jacobvitz re: budget.	WFD	0.50	\$137.50
10-19-01	Telephone conference with R. Andazola re: November budget and plan.	WFD	0.30	\$82.50
10-19-01	Telephone conference with D. Thuma re: November budget.	WFD	0.20	\$55.00
10-19-01	Telephone conference with J. Behles re: November budget and plan.	WFD	0.20	\$55.00
10-19-01	Review of budget for November and collections.	WFD	0.40	\$110.00
10-23-01	Review of motion for November budget and exhibit.	WFD	0.30	\$82.50
10-24-01	Review of e-mail re: November budget cash collateral provisions and respond.	WFD	0.40	\$110.00
10-24-01	Telephone conference with P. Fish re: November budget and DIP lender status.	WFD	0.30	\$82.50
10-24-01	Telephone conference with P. Fish re: cash collateral.	WFD	0.30	\$82.50
10-26-01	Review of revised cash collateral order and budgets.	WFD	0.40	\$110.00
10-26-01	Attendance at hearing on cash collateral.	WFD	2.50	\$687.50
10-26-01	Conference with counsel re: order and notice.	WFD	0.60	\$165.00

PROFESSIONAL SERVICES RENDERED RECAP

TIMEKEEPER	EFFECTIVE RATE	TIME	CHARGE
=====	=====	=====	=====
WFD	\$275.00	24.40	\$6,710.00
TOTAL	\$275.00	24.40	\$6,710.00