

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW MEXICO

In re: §
§
FURRS SUPERMARKETS, INC., § Case No. 11-01-10779-SA
§ Chapter 11
§
Debtor. §

**AGREED ORDER GRANTING FIRST APPLICATION FOR COMPENSATION
AND REIMBURSEMENT OF OUT OF POCKET EXPENSES
AND REQUEST FOR DISTRIBUTION OF RETAINER BY AKIN, GUMP, STRAUSS,
HAUER & FELD, L.L.P., SPECIAL COUNSEL FOR THE DEBTOR**

CAME ON for consideration the First Application for Compensation and Reimbursement of Out of Pocket Expenses and Request for Distribution of Retainer by Akin, Gump, Strauss, Hauer & Feld, L.L.P., Special Counsel for the Debtor (the "Application") and the Objection to Akin Gump's Fee Application filed on behalf of Furr's Supermarkets, Inc., as debtor-in-possession, which is now being prosecuted on behalf of the Chapter 7 Trustee (the "Trustee's Objection"); the United States Trustee's Objection to First Application for Compensation and Reimbursement of Out of Pocket Expenses by Akin, Gump, Strauss, Hauer & Feld, L.L.P., Special Counsel for the Debtor (the "U.S. Trustee's Objection"), and Metropolitan Life Insurance Company's Omnibus Objection to Professionals' Applications for Allowance of Compensation and Reimbursement of Expenses (the "Metropolitan Objection"). The parties have reached an agreement and the court has adopted the agreement as set forth in this order. Therefore, it is

ORDERED that final allowance of fees and expenses of Akin, Gump, Strauss, Hauer & Feld, L.L.P. shall be allowed pursuant to the Application in the amount of \$72,832.11 for legal services and expenses incurred from March 21, 2001 through September 30, 2001 pursuant to 11 U.S.C. § 330. It is further

ORDERED that fees and expenses in the amount of \$35,175.85 for legal services and expenses incurred from February 8, 2001 through September 30, 2001 shall be disallowed. It is further

ORDERED that the agreement of Akin, Gump, Strauss, Hauer & Feld, L.L.P. to this Order shall not, in any manner, be considered as an admission of any validity of the objections to the Applications, but it merely made to facilitate a final resolution of its fees and expenses as set forth in the Application and to avoid the cost and delay of further hearings on the Application. It is further

ORDERED that Akin, Gump, Strauss, Hauer & Feld, L.L.P., having been paid \$29,010.93 more than the amount of compensation allowed by this order, shall refund to the debtor's estate the amount of \$29,010.93 *within one week of the entry of this order. JS*

Dated: _____



THE HONORABLE JAMES S. STARZYNSKI
UNITED STATES BANKRUPTCY JUDGE

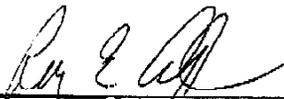
AGREED:

AKIN, GUMP, STRAUSS, HAUER & FELD, L.L.P.



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I hereby certify that a true and correct copy of the foregoing was either electronically transmitted, faxed, delivered or mailed to the listed counsel and parties on:

MAR 01 2002

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