

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW MEXICO

**ORIGINAL**

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In Re:

FURR'S SUPERMARKETS, INC.

Chapter 11

Case No. 01-10779-SA

U.S. BANKRUPTCY COURT  
ALBUQUERQUE, N.M.

Debtor.

**SUPPLEMENT AFFIDAVIT OF STUART E. HERTZBERG PURSUANT TO F.R.B.P. 2014 IN  
SUPPORT OF APPLICATION TO RETAIN PEPPER HAMILTON  
LLP AS COUNSEL TO THE OFFICIAL UNSECURED CREDITORS' COMMITTEE**

STATE OF MICHIGAN )  
 )SS:  
COUNTY OF WAYNE )

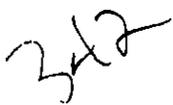
STUART E.HERTZBERG, being duly sworn, deposes and says:

1. This Supplemental Affidavit is being submitted in support of the Application of the Chairperson of the Official Unsecured Creditors' Committee for an Order Pursuant to 11 USC §327(a) Authorizing the Retention and Employment of Pepper Hamilton LLP as Counsel to the Committee (the "Application"). The Application was filed with the Court on February 20, 2001.

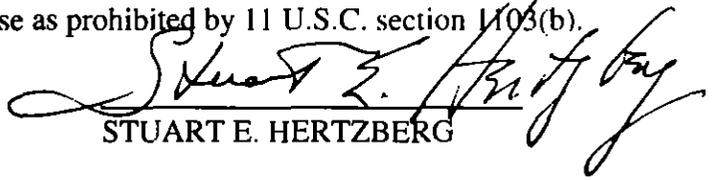
2. I am a partner in the law firm of Pepper Hamilton LLP (the "Firm").

3. Except as disclosed in the Affidavit filed on February 20, 2001 in support of the Application (the "First Affidavit"), and further supplemented by the disclosures as set forth in ¶¶ 4 through 7 *infra*, to the best of my knowledge, the Firm has no connection with the Debtors, any other party in interest, their respective attorneys or accountants, the United States Trustee, or any person employed in the office of the United States Trustee.

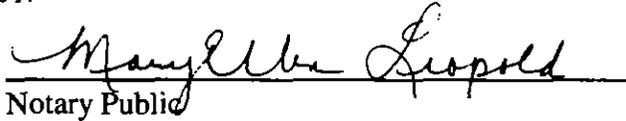
4. As is set forth in more detail in ¶5 *infra*, the Firm, and certain of its partners and associates may in the past have represented and retained, and may presently or in the future represent and retain, certain professionals employed by the Debtor and certain professionals employed by the Committee.



12. Based on the foregoing, I believe that the Firm is a "disinterested person" within the meaning of 11 U.S.C. sections 101(14) and 327, and does not represent any entity having an adverse interest in connection with the case as prohibited by 11 U.S.C. section 1103(b).

  
STUART E. HERTZBERG

SWORN TO AND SUBSCRIBED before me, a Notary Public for the State and County aforesaid on this 2d day of April, 2001.

  
Notary Public

My Commission Expires:

~~MARYELLEN LEOPOLD~~  
Notary Public, Oakland County, MI  
Acting in Wayne County  
My Commission Expires April 3, 2005