

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ALABAMA
SOUTHERN DIVISION**

In re:)	
)	Case No. 09-00634
BRUNO'S SUPERMARKETS, LLC,)	
)	In Proceedings Under
)	Chapter 11 of the United
Debtor.)	States Bankruptcy Code
_____)	
BRUNO'S SUPERMARKETS, LLC,)	Judge Benjamin G. Cohen
)	
)	
Movant,)	
)	
v.)	Contested Matter
)	
REGIONS BANK,)	
)	
Respondent.)	
_____)	

**OBJECTION OF REGIONS BANK TO DEBTOR'S MOTION FOR
POST-PETITION FINANCING AND USE OF CASH COLLATERAL**

Regions Bank ("Lender"), a secured creditor of the Debtor Bruno's Supermarkets, LLC ("Debtor"), objects to the motion (the "Motion") filed today by Debtor seeking Court approval of proposed post-petition financing to be provided by BI-LO LLC secured by a senior priming lien on all of the collateral securing Debtor's indebtedness to Lender and for use of Lender's cash collateral. Lender does not object to Debtor's use of cash collateral during the interim period prior to the final hearing on the Motion, provided that Lender's interest in such cash collateral is adequately protected, such cash collateral is not used in an amount greater than necessary to avoid immediate and

irreparable harm to Debtor's estate pending the final hearing on the Motion, and other appropriate safeguards are implemented. Lender, however, objects to Debtor's use of cash collateral as proposed in the Motion. Lender also objects to the Motion to the extent that Debtor seeks Court approval of any post-petition financing secured by a senior priming lien on any of Lender's collateral.

Respectfully submitted, this 5th day of February, 2009.

PARKER, HUDSON, RAINER & DOBBS

By: /s/ Rufus T. Dorsey, IV
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CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing **OBJECTION OF REGIONS BANK TO DEBTOR'S MOTION FOR POST-PETITION FINANCING AND USE OF CASH COLLATERAL** was served upon the following parties by e-mailing a copy of same to the following:

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This 5th day of February, 2009.

/s/ Rufus T. Dorsey, IV
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