

RELIEF REQUESTED

3. Prompt entry of the relief requested in the Financing Motion is critical to maintaining Debtor's ongoing operations and the value of its bankruptcy estate. Accordingly, prompt consideration of the Financing Motion is justified because absent such emergency relief, the bankruptcy estate will be severely impacted.

4. An interim order approving the financing (as requested in the Financing Motion) must be entered for Debtor to make payroll and fund operations. Without financing, Debtor will not have sufficient cash on hand to fund the payroll and make other necessary operational payments. Obviously, Debtor cannot use the financing until this Court enters an order granting the Financing Motion. Moreover, depending upon the time of day that the Order is entered, there may be a short delay before the financing is made available to Debtor. Consequently, it is crucial that this Court conduct an interim hearing on the Financing Motion as soon as possible.

BASIS FOR RELIEF

5. Section 105(a) of the Bankruptcy Code provides the Court with the power to set an expedited hearing on the Financing Motion. Section 105(a) states that a bankruptcy court "may issue any order, process, or judgment that is necessary or appropriate to carry out the provisions of [the Bankruptcy Code]." 11 U.S.C. § 105(a).

6. The relief sought in the Financing Motion is essential to avoid substantial disruption and irreparable harm to the normal operations of Debtor's business. The Financing Motion is intended to implement the steps necessary to maintain Debtor's business as a going concern, to establish certain procedures regarding notices to creditors and other parties in interest, and to generally prevent unnecessary interruptions in the operation of Debtor's business. To ensure that Debtor is able to meet these objectives, Debtor requests that the Court schedule the hearing on the Financing Motion as soon as possible.

7. Expedited consideration of similar motions has been granted by the Court in several previous chapter 11 cases. *See, e.g., In re Bill Heard Enterprises, Inc., et al.*, Case No. 08-83029-JAC-11 (Bankr. N.D. Ala. Sept. 28, 2008); *In re Citation Corp.*, Case No. 07-1153-TOM-11 (Bankr. N.D. Ala. Mar. 12, 2007).

NOTICE AND PRIOR MOTIONS

8. Notice of this Motion has been provided to (1) the Office of the Bankruptcy Administrator for the United States Bankruptcy Court for the Northern District of Alabama, Southern Division; (2) counsel to Regions Bank, Debtor's pre-petition lender; (3) counsel to BI-LO; (4) the holders of Debtor's equity interests; (5) Debtor's twenty (20) largest unsecured creditors; and (6) the District Director of the Internal Revenue Service for the Northern District of Alabama.

9. No previous motion for the relief sought herein has been made to this or any other court.

WHEREFORE, Debtor requests that the Court enter an order (i) granting the Motion, setting an expedited hearing on the Financing Motion; and (ii) granting such other and further relief as the Court deems appropriate. A proposed order is attached hereto as Exhibit "A."

/s/ Charles L. Denaburg
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EXHIBIT A