

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

IN RE:) **Chapter 11**
)
BRUNO'S SUPERMARKETS, LLC,) **Case No. 09-00634**
)
Debtor.)

NOTICE OF AUCTION DATE AND CERTAIN RELATED DEADLINES

PLEASE BE ADVISED that, pursuant to a motion by Bruno's Supermarkets, LLC (the "Debtor") dated April 7, 2009 (the "Sale Motion"), the United States Bankruptcy Court for the Northern District of Alabama, Southern Division (the "Bankruptcy Court") entered an Order (the "Scheduling Order") approving bidding procedures (the "Bidding Procedures") in connection with the proposed sale by Debtor of all or substantially all of its assets (the "Assets") to one or more bidders. **The Bidding Procedures are available online at www.kccllc.net/brunos.**

PLEASE BE FURTHER ADVISED that, the Debtor has (a) obtained an extension of all existing insurance, including, but not limited to, workers' compensation insurance, through the end of June 2009, (b) provided proof of the extension of such insurance to Regions Bank (the "DIP Lender"), and (c) obtain written notice from the DIP Lender acknowledging the DIP Lender's satisfaction with the extension of insurance.

PLEASE BE FURTHER ADVISED that, based upon the foregoing, an auction (the "Auction") will be conducted pursuant to the Bidding Procedures at the offices of Burr & Forman LLP, 420 North 20th Street, Suite 3400, Birmingham, Alabama 35203, on **April 29, 2009, at 9:00 a.m. Central Time** (the "Auction Date"). **The Bidding Procedures contain detailed requirements for the submission of all bids and should be reviewed carefully.**



PLEASE BE FURTHER ADVISED that, on or before April 22, 2009, the Debtor shall file with the Court and make available on www.kccllc.net/brunos a listing of unexpired leases and executory contracts relating to the Assets proposed for sale (the "Contracts") and the amount of the Debtor's proposed cure obligations (the "Cure Obligations"). Objections relating solely to Cure Obligations shall be set forth in writing and state with particularity the grounds for such objection and shall be served in a manner in which they are actually received on or before April 27, 2009 at 5:00 p.m. Central Time (the "Cure Obligation Deadline") by the Bankruptcy Court at Clerk of the Court, Robert S. Vance Federal Building, 1800 5th Avenue North, Birmingham, AL 35203, and to the following parties: (i) Burr & Forman, LLP, 420 North 20th Street, Suite 3400, Birmingham, Alabama 35203, Attn: Amanda Beckett, abeckett@burr.com; (ii) National City, 445 Park Avenue, Suite 1901, Locator NY030, New York, NY 10022, Attn: Robert Smith, robert.smith3@nationalcity.com; and (iii) Regions Bank, c/o Parker, Hudson, Rainer & Dobbs, LLP, 1500 Marquis Two Tower, 285 Peachtree Center, NE, Atlanta, GA 30303, Attn: Rufus T. Dorsey, IV, rdorsey@phrd.com; and (iv) J. Tom Corbett, Bankruptcy Administrator, Robert S. Vance Federal Building, 1800 5th Avenue North, Birmingham, AL 35203, jtom_corbett@alnb.uscourts.gov. Each party that does not file an objection to a Cure Obligation by the Cure Obligation Deadline will be deemed to consent to the Cure Obligation.

PLEASE BE FURTHER ADVISED that the Court has a set hearing (the "Final Sale Hearing") for April 30, 2009, at 8:00 a.m. Central Time to consider entry for an order, pursuant to the Sale Motion, authorizing and approving (i) the sale of the Assets free and clear of all liens, claims, and encumbrances, (ii) asset purchase agreement(s) and/or agreement(s) to assign executory contract(s) and unexpired lease(s) of non-residential real property as entered into by the Debtor pursuant to the Bidding Procedures for the sale of the Assets as a whole or in part,

and (iii) the assumption and assignment of certain executory contracts and unexpired leases in connection with the sale of the Assets.

PLEASE BE FURTHER ADVISED that, pursuant to the Bidding Procedures, the Debtor may: (i) amend the Bidding Procedures or impose additional terms and conditions at or prior to the Auction; (ii) extend the deadlines set forth in the Bidding Procedures and/or adjourn the Auction by announcement at the Auction (without further notice); (iii) withdraw from sale any Assets at any time prior to or during the Auction; and (iv) reject all or all such bids if, in the Debtor's judgment, any such Bid is not for a fair and adequate price.

PLEASE BE FURTHER ADVISED that, all requests for information concerning the Assets should be in writing directed to National City, 445 Park Avenue, Suite 1901, Locator NY030, New York, NY 10022, Attn: Robert Smith.

Dated: April 16, 2009

/s/ Marc P. Solomon
Robert B. Rubin
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Marc P. Solomon

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CERTIFICATE OF SERVICE

I hereby certify that I have served a copy of the foregoing document upon the attached Master Service List by Notice of Electronic Filing, or, if the party served does not participate in Notice of Electronic Filing, by U.S. First Class Mail, hand delivery, fax or email on this the 16th day of April, 2009:

/s/ Marc P. Solomon

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