

*unbounced
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April 1, 2003

VIA FACSIMILE AND OVERNIGHT DELIVERY

Mr Mark D Shapiro
Chief Financial Officer
Fleming Companies, Inc
1945 Lakepointe Dr
Lewisville, Texas 75057

Re Fleming, Case Number 03-10945
Reclamation Claim

Dear Mark

This letter constitutes a notice of demand for the return of certain goods purchased by Fleming ("Debtor") from the T Marzetti Company ("Seller") Please take notice that pursuant to UCC Code 2702, 11 U S C section 546(c), and by virtue of the Debtor's insolvency, the Seller hereby demands reclamation and accounting for all of its products currently in your possession and received by you on or after March 12, 2003, including but not limited to any product that is covered by the invoices on the attached list

Please contact the undersigned immediately to make the necessary arrangements

Sincerely,

Douglas A. Fell
Vice President of Finance and Administration

Attachment



Fleming Companies, Inc.
Reclamation Claim

Company	Customer Number	Customer Name	Invoice Date	Inv Due Date	Customer PO #	Invoice Number	Invoice Amount
T Marzetti	825800	FLEMING OKLAHOMA CITY OK	03/18/03	03/24/03	990447	810177	\$ 549 80
T Marzetti	825800	FLEMING OKLAHOMA CITY OK	03/18/03	03/24/03	990448	810178	\$ 1,560 00
T Marzetti	62800	FLEMING CO -MINNEAPOLIS	03/18/03	03/24/03	707742	810192	\$ 3,701 10
T Marzetti	38200	FLEMING CO -MASSILLON DIVISION	03/19/03	03/25/03	351771-MA	810628	\$ 6,496 00
T Marzetti	38200	FLEMING CO -MASSILLON DIVISION	03/19/03	03/25/03	995922	810649	\$ 2,958 00
T Marzetti	146700	FLEMING - TULSA DIVISION	03/19/03	03/25/03	996903	810803	\$ 3,431 43
T Marzetti	38200	FLEMING CO -MASSILLON DIVISION	03/21/03	03/27/03	328406-MA	811544	\$ 14,644 80
T Marzetti	38200	FLEMING CO -MASSILLON DIVISION	03/25/03	03/31/03	393502-MA	812587	\$ 2,882 88
T Marzetti	56000	FLEMING CO -KAPOLEI	03/25/03	03/31/03	91005	812602	\$ 1,462 50
T Marzetti	499400	FLEMING CO -WARSAW DIVISION	03/25/03	03/31/03	674892-WW	812616	\$ 2,202 24
T Marzetti	61900	FLEMING CO -GARLAND DIVISION	03/25/03	03/31/03	999081	812657	\$ 15,682 86
T Marzetti	666500	FLEMING CO -LINCOLN	03/26/03	04/01/03	999233	813077	\$ 5,725 80
T Marzetti	63400	FLEMING CO WAUKESHA	03/26/03	04/01/03	995978	813080	\$ 3,586 80
T Marzetti	63400	FLEMING CO WAUKESHA	03/26/03	04/01/03	996865	813081	\$ 585 00
T Marzetti	58800	FLEMING CO -SUPERIOR	03/26/03	04/01/03	703314	813085	\$ 2,718 75
T Marzetti	62400	FLEMING CO -LACROSSE	03/27/03	04/02/03	708256	813544	\$ 10,352 68
T Marzetti	62800	FLEMING CO -MINNEAPOLIS	03/27/03	04/02/03	710331	813557	\$ 1,263 60
T Marzetti	62400	FLEMING CO -LACROSSE	03/27/03	04/02/03	701827	813566	\$ 9,178 80
T Marzetti	62400	FLEMING CO -LACROSSE	03/27/03	04/02/03	701828	813567	\$ 585 00
T Marzetti	62800	FLEMING CO -MINNEAPOLIS	03/27/03	04/02/03	710332	813568	\$ 13,415 10
T Marzetti	638400	FLEMING CO -SOUTHAVEN DIVISION	03/27/03	04/02/03	995581	813655	\$ 5,484 42
T Marzetti	494600	FLEMING CO -NASHVILLE (GLTSVIL	03/27/03	04/02/03	997930	813663	\$ 3,401 40
T Marzetti	494600	FLEMING CO -NASHVILLE (GLTSVIL	03/27/03	04/02/03	997931	813664	\$ 780 00
T Marzetti	613500	FLEMING CO -SACRRMENTO DIVISIO	03/28/03	04/03/03	484030-GS	814021	\$ 2,228 70
T Marzetti	38200	FLEMING CO -MASSILLON DIVISION	03/28/03	04/03/03	424417-MA	814039	\$ 23,355 36
T Marzetti	38200	FLEMING CO -MASSILLON DIVISION	03/28/03	04/03/03	429328-MA	814075	\$ 5,424 00
T Marzetti	146700	FLEMING - TULSA DIVISION	03/28/03	04/03/03	997105	814126	\$ 4,639 74
T Marzetti	666500	FLEMING CO -LINCOLN	03/28/03	04/03/03	999377	814147	\$ 5,424 06
T Marzetti	666500	FLEMING CO -LINCOLN	03/28/03	04/03/03	999378	814148	\$ 128 25
T Marzetti	825800	FLEMING OKLAHOMA CITY OK	03/28/03	04/03/03	991037	814159	\$ 648 00
T Marzetti	825800	FLEMING OKLAHOMA CITY OK	03/28/03	04/03/03	991038	814160	\$ 2,137 50
T Marzetti	63400	FLEMING CO WAUKESHA	03/28/03	04/03/03	996960	814165	\$ 1,645 80
T Marzetti	63400	FLEMING CO WAUKESHA	03/28/03	04/03/03	996341	814166	\$ 1,923 75
T Marzetti	38200	FLEMING CO -MASSILLON DIVISION	03/28/03	04/03/03	996048	814187	\$ 3,023 58
T Marzetti	49200	FLEMING CO -KING OF PRUSSIA DI	03/31/03	04/06/03	184764-KG	814613	\$ 5,779 92
T Marzetti	38200	FLEMING CO -MASSILLON DIVISION	03/31/03	04/06/03	421545-MA	814637	\$ 9,944 00
T Marzetti	38200	FLEMING CO -MASSILLON DIVISION	03/31/03	04/06/03	421546-MA	814638	\$ 9,040 00
T Marzetti	62400	FLEMING CO -LACROSSE	03/31/03	04/06/03	710683	814640	\$ 7,389 53
T Marzetti	19000	FLEMING CO OKLAHOMA CITY OK	03/31/03	04/06/03	74376	814690	\$ 2,137 50

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T MARZETTI

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**Fleming Companies, Inc.
Reclamation Claim**

Company	Customer Number	Customer Name	Invoice Date	Inv Due Date	Customer PO #	Invoice Number	Invoice Amount
T Marzetti	62400	FLEMING CO -LACROSSE	03/31/03	04/06/03	709553	814730	\$ 6,029 10
T Marzetti	62400	FLEMING CO -LACROSSE	03/31/03	04/06/03	709554	814731	\$ 641 25
T Marzetti	62800	FLEMING CO -MINNEAPOLIS	03/31/03	04/06/03	710333	814737	\$ 15,593 40
T Marzetti	58800	FLEMING CO -SUPERIOR	03/31/03	04/06/03	709362	814738	\$ 6,675 60
T Marzetti	832700	FLEMING CO -SALT LAKE CITY DIV	03/31/03	04/06/03	998933	815062	\$ 969 00
T Marzetti	38200	FLEMING CO -MASSILLON DIVISION	03/31/03	04/06/03	467750-MA	815155	\$ 4,704 00
T Marzetti	8700	FLEMING CO -OKLAHOMA CITY DIVI	03/31/03	04/06/03	992334	815218	\$ 894 00
T Marzetti	8700	FLEMING CO -OKLAHOMA CITY DIVI	03/31/03	04/06/03	992335	815219	\$ 940 50
T Marzetti	873800	FLEMING CO MIAMI	03/31/03	04/06/03	995900	815221	\$ 1,923 75
T. Marzetti Total							\$235,889 05

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