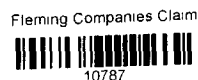


<b>United States Bankruptcy Court for the District of Delaware</b>		<b>PROOF OF CLAIM</b>	
In Re <b>FLEMING COMPANIES, INC</b>		Chapter 11 Case No <b>03-10945(MFW)</b>	
NOTE This form should not be used to make a claim for an administrative expense arising after the commencement of the case A request* for payment of an administrative expense may be filed pursuant to 11 U S C § 503			
Name of Creditor <b>Stowsan Limited Partnership</b>		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim Attach copy of statement giving particulars	
Name and address where notices should be sent <b>Daniel M Litt, Esq Jeffrey Rhodes, Esq Dickstein Shapiro Morin &amp; Oshinsky, LLP 2101 L Street, N W Washington, D C 20037-1526 Telephone No 202-785-9700</b>		<input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case  <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court	
Account or other number by which creditor identifies debtor <b>KIN # 3515/Kearney, NE</b>		Check here if this claim <input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim dated _____	
<b>1 Basis for Claim</b> <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input checked="" type="checkbox"/> <b>Other Real Property Lease</b>		<input type="checkbox"/> Retiree benefits as defined in 11 U S C § 1114(a) <input type="checkbox"/> Wages salaries and compensation (Fill out below) Your SS# _____ - _____ - _____ Unpaid compensation for services performed from _____ to _____ (date) (date)	
<b>2 Date debt was incurred See Attached</b>		<b>3 If court judgment, date obtained</b>	
<b>4 Total Amount of Claim at Time Case Filed \$ \$650 00</b> If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim Attach itemized statement of all interest or additional charges			
<b>5 Secured Claim</b> <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff)  Brief Description of Collateral <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____  Value of Collateral \$ _____  Amount of arrearage and other charges <u>at time case filed</u> included in secured claim if any \$ _____		<b>6 Unsecured Priority Claim</b> <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim <input type="checkbox"/> Wages salaries or commissions (up to \$4 300) * earned within 90 days before filing of the bankruptcy petition or cessation of the debtor s business whichever is earlier 11 U S C § 507(a)(3) <input type="checkbox"/> Contributions to an employee benefit plan 11 U S C § 507(a)(4) <input type="checkbox"/> Up to \$1 950* of deposits toward purchase lease or rental of property or services for personal family or household use 11 U S C § 507(a)(6) <input type="checkbox"/> Alimony maintenance or support owed to a spouse former spouse or child - 11 U S C § 507(a)(7) <input type="checkbox"/> Taxes or penalties owed to governmental units 11 U S C § 507(a)(8) <input type="checkbox"/> Other Specify applicable paragraph of 11 U S C § 507(a-1_) *Amounts are subject to adjustment on 4/1/98 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment	
<b>7 CREDITS</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim <b>8 Supporting Documents</b> Attach copies of supporting documents such as promissory notes purchase orders invoices itemized statements of running accounts contracts court judgments mortgages security agreements and evidence of perfection of lien DO NOT SEND ORIGINAL DOCUMENTS If the documents are not available explain If the documents are voluminous attach a summary <b>9 Date-Stamped Copy</b> To receive an acknowledgment of the filing of your claim enclose a stamped self addressed envelope and copy of this proof of claim		This Space Is for Court Use Only <b>FILED</b> SEP 12 2003 <b>BMC</b>	
Date <b>09/11/03</b>		Sign and print the name and title if any of the creditor or other person authorized to file this claim (attach copy of power of attorney if any)  <b>Jeffrey Rhodes, Esq</b>	



**UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re	)	
	)	Case No 03-10945 (MFW)
Fleming Companies, Inc , et al ,	)	(Jointly Administered)
	)	Chapter 11
Debtors	)	
	)	

**ATTACHMENT TO PROOF OF CLAIM OF  
STOWSAN LIMITED PARTNERSHIP  
ARISING FROM LEASE RELATING TO REAL PROPERTY  
LOCATED IN KEARNEY, NE**

The claim of STOWSAN LIMITED PARTNERSHIP (the "Claimant") against FLEMING COMPANIES, INC , a debtor and debtor-in-possession in the above-captioned jointly administered Chapter 11 bankruptcy cases (the "Debtor"), in an amount of no less than \$650 00, arises out of a certain lease agreement (the "Lease"), relating to certain improved real property leased to the Debtor located at 7 West 25th Street, Kearney, Nebraska (Debtors' Contract Assignment No 7145 and Field Identification No NE-027) Copies of the Lease and related documents will be furnished upon request

As of April 1, 2003, the Petition Date, the Debtor is obligated to the Claimant for unpaid real property taxes owing under the Lease in an amount that has not yet been determined The Debtor is also obligated to the Claimant for unpaid roof repair charges owing under the Lease in an amount of no less than \$650 00 and for any further repair, maintenance or similar charges owing under the Lease that remain undetermined as of the date of filing this Proof of Claim

The Claimant reserves the right to revise this Proof of Claim as necessary or appropriate under the circumstances Further, portions of the claims set forth herein may constitute unpaid postpetition obligations The Claimant shall file a separate application for payment of administrative expenses for all such postpetition amounts and amend this Proof of Claim accordingly