



**ATTACHMENT TO PROOF OF CLAIM**  
**FORM OF PFRS OAK GROVE CORPORATION**

Fleming Companies, Inc  
Case No 03-10945-MFW

Pursuant to a Build and Lease Agreement dated January 30, 1991 ("Lease"), as modified by a First Modification to Build and Lease Agreement dated February 15, 1996, PFRS Oak Grove Corporation ("PFRS") has a claim against Fleming Companies, Inc ("Debtor"), for the pre-petition sum of \$455,142 00, plus insurance and common area maintenance fees, estimated to be \$50,910 60. These amounts are subject to reduction as and when Safeway, Inc makes rental payments under the Lease, as modified.

PFRS also has a claim against the Debtor if the Debtor rejects a certain Agreement ("Agreement") dated February 19, 1996, and a certain Assignment and Assumption of Lease and Agreement of Landlord ("Assignment") dated February 19, 1996. If the Agreement is rejected, the rejection damages are estimated to be \$1,708,807 98.

PFRS also has an administrative expense claim against the Debtor for any amounts due but unpaid under the Agreement and the Assignment from and after April 1, 2003, until the Agreement and Assignment are rejected.

Copies of the Lease, Agreement and Assignment are within the possession of the Debtor, but are also available upon request.

**SILVERMAN & MORRIS, P L L C**  
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September 12, 2003

Via Airborne Express

Bankruptcy Management Corporation  
1330 East Franklin Avenue  
El Segundo, CA 90245

Re Fleming Companies, Inc  
Case No 03-10945-MFW

Dear Sir/Madam

Enclosed please find an original and two (2) copies of a Proof of Claim in regards to the above-referenced matter

Please return a file-stamped copy in the enclosed self-addressed stamped envelope  
Thank you

Very truly yours,

**SILVERMAN & MORRIS, P.L L C**



Karin F Avery

KFA/sah  
Enclosures

cc Lawrence Flaggman, Esq (w/encl )  
Geoffrey L Silverman, Esq (w/encl )



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