FILED
2003 DEC 29 PM 2 22
US BANKRUPTCY COURT
DISTRICT OF DELAWARE

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

IN RE	§	**CASE NO 03-10945 MFW**
	§	
FLEMING COMPANIES, INC	§	
	§	
	§	
	§	
DEBTOR	§	**CHAPTER 11**

TRAVIS COUNTY'S MOTION TO WITHDRAW
TRAVIS COUNTY'S PROOF OF CLAIM

THIS PLEADING REQUESTS RELIEF THAT MAY BE ADVERSE TO YOUR INTERESTS IF NO TIMELY RESPONSE IS FILED WITHIN **TWENTY (20)** DAYS FROM THE DATE OF SERVICE, NO HEARING WILL BE HELD AND THE RELIEF REQUESTED IN THE MOTION WILL BE GRANTED PRIOR TO THE DATE SET FORTH BELOW A TIMELY FILED RESPONSE IS NECESSARY FOR A HEARING TO BE HELD

TO THE HONORABLE JUDGE OF SAID BANKRUPTCY COURT

COMES NOW, Nelda Wells Spears, Travis County Tax Collector, for and on behalf of the following taxing authorities Travis County, Texas, Northwest Municipal Utility District Number 1, and Travis County Emergency Services District #4, (hereinafter referred to as "Travis County") by and through her attorney of record, David Escamilla, Travis County Attorney, and files this Travis County's Motion to Withdraw Travis County's Proof of Claim, and in support thereof would show the court the following Travis County no longer urges this Proof of Claim

5396

WHEREFORE, PREMISES CONSIDERED, Travis County respectfully requests that this Court grant its Motion to Withdraw Travis County's Proof of Claim, which was filed on November 7, 2003

Respectfully submitted,

DAVID ESCAMILLA
County Attorney, Travis County
P O Box 1748
Austin, Texas 78767
(512) 854-9513 Telephone
(512) 854-4808 Telecopier

By _____
KARON Y. WRIGHT
Assistant County Attorney
Texas Bar No 22044700
karon wright@co travis tx us

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

IN RE	§	**CASE NO 03-10945 MFW**
FLEMING COMPANIES, INC	§	
	§	
DEBTOR	§	
	§	
	§	**CHAPTER 11**

ORDER GRANTING
TRAVIS COUNTY'S MOTION TO WITHDRAW
TRAVIS COUNTY'S PROOF OF CLAIM

Came on for consideration the Motion to Withdraw Travis County's Proof of Claim in the above entitled and numbered case The Court finds the Motion meritorious, therefore it is

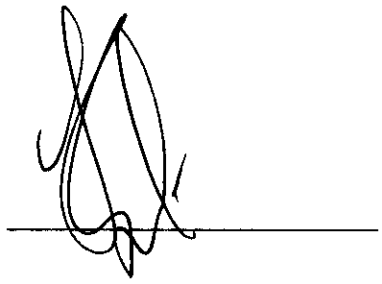
ORDERED, that the Motion to Withdraw Travis County's Proof of Claim is granted The Proof of Claim, filed on November 17, 2003, is hereby withdrawn

DATED _____

_____
UNITED STATES BANKRUPTCY JUDGE

CERTIFICATE OF SERVICE

I, Karon Y Wright, Assistant County Attorney, hereby certify that a true and correct copy of **Travis County's Motion to Withdraw Travis County's Proof of Claim** has been sent by United States First Class Mail to the parties listed below on this the 22nd day of December 2003



DEBTOR
Fleming Companies, Inc
1945 Lakepointe Drive
Lewisville, TX 75057

DEBTOR ATTORNEY
Laura Davis Jones
Pachulski, Stang, Ziehl, Young & Jones
919 N Market Street, 16th Floor
Wilmington, DE 19899

TRUSTEE
Dana Geyer
Geyer & Association
125 South Howes Street, Suite 910
Fort Collins, CO 80521

Manufacturers and Traders Trust Company
Attn Russel Whitley
50 Broadway, 7th Floor
New York, NY 10004

Manufacturers and Traders Trust Company
Corporate Trust Department
One M & T Plaza, 7th Floor
Buffalo, NY 14203

Bankers Trust Company Corporate
Attn Maria Tokarz
Trust and Agency Services
4 Albany Street, 10th Floor
New York, NY 10006

BankOne, NA
Attn David Knox
100 E Broad Street, 8th Floor
Columbus, OH 43215

Conagra Foods
1 Conagra Drive
Omaha, NE 68102

Procter & Gamble
1 P & G Plaza
Cincinnati, OH 45202

General Mills
P O Box 1113
Minneapolis, MN 55440

Georgia Pacific/Fort James
133 Peachtree Street NE
Atlanta, GA 30303

Unilever
Attn Mike O' Rourke
390 Park Avenue
New York, NY 10022

Kraft
Three Lakes Drive
Northfield, IL 60093

Clorox Sales Company
1221 Broadway
Oakland, CA 94612

Nestle USA, Inc
800 N Brand Blvd
Glendale, CA 91203

Kellog Company
One Kellog Square
P O Box 3599
Battle Creek, MI 49016

Marigold Foods, Inc
2929 University Avenue SE
Minneapolis, MN 55414

Johnson & Son, Inc
1 Johnson and Johnson Plaza
New Brunswick, NJ 08933

Kimberly Clark Corporation
351 Phelps Drive
Irving, TX 75038

Hormel Foods
1 Hormel Place
Austin, MN 55912

JM Smucker, Co
Strawberry Lane
Orrville, OH 44667

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

IN RE	§	**CASE NO 03-10945 MFW**
	§	
FLEMING COMPANIES, INC , et al	§	
	§	
	§	
DEBTORS	§	**CHAPTER 11**

RECD NOV 2 0 2003

TRAVIS COUNTY'S PROOF OF CLAIM

The Claimant, Nelda Spears, Travis County Tax Collector, for and on behalf of the following taxing authorities Travis County, Texas, NW Travis County MUD #2, and Travis County ESD #4 (hereinafter referred to as "Travis County") by and through her attorney of record, David Escamilla, Travis County Attorney, who is authorized to make this Proof of Claim on behalf of the claimant states that

1 The above named Debtors were at the time of the filing of the petition initiating this case and still are justly and truly indebted to the County of Travis and to those taxing jurisdictions represented by the Travis County Tax Collector in the amount **$24,920 53**, not including any escrow balances that may exist The claim asserted herein for tax and additional charges is secured and is entitled to consideration as much under 11 U S C §506 and Chapter 32 of the Texas Property Tax Code The Certification of this amount is attached hereto as Exhibit "A" and incorporated herein for all intent and purposes

2 Pursuant to 11 U S C §506(b) interest has accrued and continues to accrue on delinquent tax years at a rate of 1% per month from the date of filing this proof of claim through the date of confirmation

3 Said debt is for pre-petition ad valorem property taxes due under Texas Tax Code Chapter 11, being the Taxable Property and Exemptions Chapter, as follows

Fleming Companies Claim
14854

Parcel No	90411220000000
Billing No	417047
Property Description	10401Andersnmil Rd Personal Property Piggly Wiggly
Tax Year	Amount
1987	$24,920 53

4 The debt has not been paid and the same is now due and payable

5 There are no offsets or counterclaims to said debt

6 Said debt is secured by a statutory tax lien as provided by the Texas Property Tax Code §32 01

7 No judgment has been rendered on the claim

8 To the extent, if any, that Travis County's claim or any portion thereof is determined to be unsecured, the claim asserted herein is a tax claim accorded priority by 11 U S C §507 (a)(8)

9 The Claim asserted herein is secured under section 32 01 of the Texas Property Tax Code

10 The claim asserted herein takes priority over the claims and interests of any other creditor in this bankruptcy proceeding under §32 05 of the Texas Property Tax

Code

Respectfully submitted,

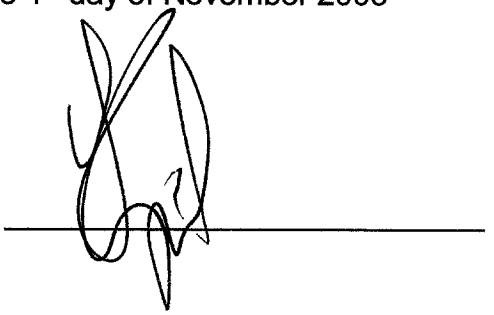
DAVID ESCAMILLA
County Attorney, Travis County
P O Box 1748
Austin, Texas 78767
(512) 854-9513 Telephone
(512) 854-4808 Telecopier

By _____

KARON K WRIGHT
Assistant County Attorney
Texas Bar No 22044700
karon wright@co travis tx us

CERTIFICATE OF SERVICE

I, Karon Y Wright, Assistant County Attorney, hereby certify that a true and correct copy of the foregoing **Travis County's Proof of Claim** has been sent by First Class United States Mail to the parties listed below on this, the 4th day of November 2003



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Hormel Foods
1 Hormel Place
Austin, MN 55912

JM Smucker, Co
Strawberry Lane
Orrville, OH 44667

CERTIFICATION

I, Nelda Wells Spears, do hereby certify that I am the Tax Assessor-Collector for Travis County, Texas, and for all taxing jurisdictions listed in the attached Delinquent Tax Notice(s) and I am the custodian of the property tax records for each taxing jurisdiction named therein I further certify that the attached Delinquent Tax Notice(s) is/are true and correct according to the entries on the tax roll and delinquent tax roll required by law to be recorded and actually recorded in the records of my office against the property described These rolls both current and delinquent, are based upon the appraisal roll created by the Travis Central Appraisal District and submitted to the office of the Travis County Tax Assessor-Collector pursuant to Chapters 25 and 26 of the Texas Tax Code These records reveal the ad valorem property taxes on the subject property to be delinquent, unpaid and due

In Testimony Whereof, I hereto set my hand and affix the seal of the Tax Assessor-Collector of Travis County, Texas

Nelda Wells Spears

EXHIBIT A

NELDA WELLS SPEARS
TRAVIS COUNTY TAX COLLECTOR
(512) 854-9473
5501 Airport Blvd
P O Box 970
Austin Texas 78767

11/03/2003

TRAVIS COUNTY
DELINQUENT TAX STATEMENT

Failure to receive the tax bill required by this section does not affect the validity of the tax, the tax penalty, or interest, the due date, the existence of a tax lien, or any procedure instituted to collect a tax (Sec 31 01 g of the Texas Property Tax Code) Penalty is imposed at the rate of 6% on the 1st day of the month of delinquency and will increase 1% each month thereafter reaching the maximum of 12% by July 1st Interest is imposed at the statutory rate of 1% on the 1st day of the month of delinquency and will increase 1% each month thereafter

CONTINUED ON BACK

EXEMPTION CODES

THIS IS YOUR 1987 **PROPERTY TAX NOTICE THE APPRAISED VALUE IS** 812,174

ESTRADP printed on 11/03/2003 @ 09 44 41

1 TAXES DUE TAXING UNIT	2 EXEMPTION AMOUNTS	3 NET TAXABLE VALUE	4 TAX RATE PER $100	5 TAX AMOUNT	6 EXEMPTIONS
TRAVIS COUNTY		812,174	2789	2,265 15	
NW TRAVIS CO MUD #2		812,174	5691	4,622 08	
TRAVIS COUNTY ESD #4		812,174	0300	243 65	7 BILLING NO 417047
					8 PROPERTY REAL / PERS
TOTAL FEES DUE				155 00	
~~PEN/INT/ATTY FEE~~				~~17,634 65~~	X

Remark LAWSUIT CAUSE-00452013

9 PROPERTY DESCRIPTION

ANDRSNMIL RD 010401 00000

PERSONAL PROPERTY

PIGGLY WIGGLY

PIGGLY WIGGLY
RA SHERMAN C STEARNS
412 W 3RD ST
MCGREGOR TX 76657-0000

10 PARCEL NUMBER	
90411220000000	
11 DUE DATE	12 TOTAL DUE
NOW(11)	24,920 53

DETACH AND RETURN THIS COUPON WITH YOUR PAYMENT

PIGGLY WIGGLY
RA SHERMAN C STEARNS
412 W 3RD ST
MCGREGOR TX 76657-0000

13 BILLING NO	14 PARCEL NUMBER	15 DUE DATE	16 TOTAL DUE
417047	90411220000000	NOW(11)	24,920 53

PAY the TOTAL DUE by the above DUE DATE to avoid added penalty & interest charges Checks MUST be in U S funds

17 AMOUNT ENCLOSED

NEW ADDRESS

Pay to NELDA WELLS SPEARS Tax Collector
PO BOX 970
AUSTIN TX 78767 0970

18

IF PAYMENT IS NOT RECEIVED BY DUE DATE PAY THIS AMOUNT IN

1987 417047 0002492053 5