

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
)  
Fleming Companies, Inc., et al.,<sup>1</sup> ) Case No. 03-10945 (MFW)  
) (Jointly Administered)  
Debtors. )  
)

**MOTION AND ORDER FOR ADMISSION PRO HAC VICE**

Pursuant to Local Rule 83.5 and the attached certification, counsel moves the admission pro hac vice of Daniel Ginsberg, Esquire from White & Case, LLP to represent Deutsche Bank Trust Company Americas, as Administrative Agent and JPMorgan Chase Bank, as Collateral Agent, Provider of Treasury Services and Syndication Agent in this matter.

Signed: /s/ Scott D. Cousins  
Scott D. Cousins (No. 3079)  
Greenberg Traurig, LLP  
1000 West Street, Suite 1540  
Wilmington, DE 19801  
(302) 661-7000

Date: April 3, 2003

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<sup>1</sup> The Debtors are the following entities: Core-Mark International, Inc.; Fleming Companies, Inc.; ABCO Food Group, Inc.; ABCO Markets, Inc.; ABCO Realty Corp.; ASI Office Automation, Inc.; C/M Products, Inc.; Core-Mark Interrelated Companies, Inc.; Core-Mark Mid-Continent, Inc.; Dunigan Fuels, Inc.; Favara Concepts, Ltd.; Fleming Foods Management Co., L.L.C., Fleming Foods of Texas, L.P.; Fleming International, Ltd.; Fleming Supermarkets of Florida, Inc.; Fleming Transportation Service, Inc.; Food 4 Less Beverage Company, Inc.; Fuelserv, Inc.; General Acceptance Corporation; Head Distributing Company; Marquise Ventures Company, Inc.; Minter-Weisman Co.; Piggly Wiggly Company; Progressive Realty, Inc.; Rainbow Food Group, Inc.; Retail Investments, Inc.; Retail Supermarkets, Inc.; RFS Marketing Services, Inc.; and Richmar Foods, Inc.

**ORDER GRANTING MOTION**

IT IS HEREBY ORDERED counsel's motion for admission pro hac vice is granted.

Dated: April \_\_, 2003

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The Honorable Mary F. Walrath

**CERTIFICATION BY COUNSEL TO BE ADMITTED PRO HAC VICE**

Pursuant to Local Rule 83.5, I certify that I am eligible for admission to this Court, am admitted, practicing and in good standing as a member of the Bar of the state of New York and pursuant to Local Rule 83.6 submit to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the preparation or course of this action. I also certify I am generally familiar with this Court's Local Rules.

/s/ Daniel Ginsberg  
Daniel Ginsberg, Esquire  
White & Case, LLP  
1155 Avenue of the Americas  
New York, New York 10036-2787

Dated: April 3, 2003