

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. ) Related Docket No. 17

Objection Deadline: April 14, 2003 at 4:00 p.m. prevailing Eastern time  
Hearing Date: April 21, 2003 at 12:30 p.m. prevailing Eastern time

**NOTICE OF ENTRY OF ORDER ON MOTION FOR ORDER UNDER  
11 U.S.C. §§ 105, 363, 1107 AND 1108 AUTHORIZING (i) MAINTENANCE  
OF EXISTING BANK ACCOUNTS, (ii) CONTINUED USE OF EXISTING  
BUSINESS FORMS, (iii) CONTINUED USE OF EXISTING CASH MANAGEMENT  
SYSTEM AND (iv) CONTINUED USE OF EXISTING INVESTMENT PRACTICES**

To: (a) the Office of the United States Trustee, (b) counsel to the Senior Secured Lenders,  
(c) counsel to the Indenture Trustees; (d) counsel to the ad hoc trade committee;  
(e) counsel to certain PACA claimants; (f) the banks listed on Exhibit A to the Motion,  
(g) each of the Debtors' twenty (20) largest unsecured creditors, and (h) those persons  
who have requested notice pursuant to Rule 2002 of the Federal Rules of Bankruptcy  
Procedure

The above-captioned debtors and debtors in possession (collectively, the  
"Debtors") have filed with the United States Bankruptcy Court for the District of Delaware the  
*Motion for Order Under 11 U.S.C. §§ 105, 363, 1107 and 1108 Authorizing (i) Maintenance of  
Existing Bank Accounts, (ii) Continued Use of Existing Business Forms, (iii) Continued Use of  
Existing Cash Management System and (iv) Continued Use of Existing Investment Practices* (the

<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.

“Cash Management Motion”), a copy of which is attached hereto as Exhibit A. On April 4, 2003, the Court signed an order on the Cash Management Motion (the “Order”). A copy of the Order is attached hereto as Exhibit B.

As stated in the Order, the Court approved the request for relief in section D of the Cash Management Motion on an interim basis only. Any objection or response to the continued use of current investment policies must be filed in writing with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, 5<sup>th</sup> Floor, Wilmington, Delaware 19801 **no later than April 14, 2003 at 4:00 p.m. prevailing Eastern time.**

At the same time, you must also serve a copy of the objection or response upon: (1) proposed counsel to the Debtors, Kirkland & Ellis, 777 South Figueroa Street, Los Angeles, California 90017, Attn: Richard Wynne, Esquire and Pachulski, Stang, Ziehl, Young, Jones & Weintraub P.C., 919 North Market Street, 16th Floor, P.O. Box 8705, Wilmington, Delaware 19899-8705 (Courier 19801), Attn: Laura Davis Jones, Esquire; (2) counsel to Senior Secured Lenders, White & Case, 1155 Avenue of the Americas, New York, New York 10036-2787, Attn: Andrew P. DeNatale, Esquire and Greenberg Traurig LLP, The Brandywine Building, 1000 West Street, Suite 1540, Wilmington, Delaware 19801, Attn: Scott D. Cousins, Esquire; and (3) Office of the U. S. Trustee, 844 King Street, Room 2313, Wilmington, Delaware 19801, Attn: Julie Compton, Esquire.

**IF OBJECTIONS OR RESPONSES ARE TIMELY FILED AND SERVED IN ACCORDANCE WITH THIS NOTICE. A HEARING ON THE ABOVE DESCRIBED**

PROVISION OF THE CASH MANAGEMENT MOTION WILL BE HELD ON **APRIL 21, 2003 AT 4:00 P.M. PREVAILING EASTERN TIME**, BEFORE THE HONORABLE MARY F. WALRATH, UNITED STATES BANKRUPTCY COURT, MARINE MIDLAND PLAZA, 824 MARKET STREET, 6<sup>TH</sup> FLOOR, WILMINGTON, DE 19801.

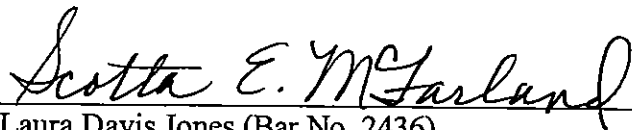
IF NO OBJECTIONS OR RESPONSES ARE TIMELY FILED AND SERVED  
IN ACCORDANCE WITH THIS NOTICE, THE INTERIM ORDER WILL BECOME  
EFFECTIVE ON A FINAL BASIS WITHOUT FURTHER NOTICE OR HEARING.

Dated: April 4, 2003

KIRKLAND & ELLIS  
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and

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[Proposed] Counsel for the Debtors and Debtors in  
Possession