

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

IN RE:	)	Chapter 11
	)	
FLEMING COMPANIES, INC., <u>et al.</u> ,	)	Case No. 03-10945 (MFW)
	)	
	)	Jointly Administered
Debtors.	)	

**Objection Deadline: April 14, 2003 @ 4:00 p.m.  
Hearing Date: April 21, 2003 @ 12:30 p.m.**

**OBJECTION OF MARIGOLD FOODS, LLC, CREAM O’WEBER DAIRY,  
LLC, H. MEYER DAIRY, LLC, MILK PRODUCTS, LP D/B/A BORDEN DAIRY, FLAV-  
O-RICH DAIRIES, LLC, VELDA FARMS, LLC, FRANKLIN FOODS, CROWLEY  
FOODS, LLC, KEMPS FOODS, LLC AND HELUVA GOOD, LLC  
TO MOTION OF DEBTORS FOR AN ORDER, UNDER 11 U.S.C. §§ 105(a), 503(b), AND  
546(c): (A) ESTABLISHING PROCEDURE FOR TREATMENT OF RECLAMATION  
CLAIMS AND (b) PROHIBITING THIRD PARTIES FROM INTERFERING  
WITH DELIVERY OF DEBTORS’ GOODS (DOCKET NO. 8)**

Marigold Foods, LLC (“Marigold”), Cream O’ Weber Dairy, LLC (“COW”), H. Meyer Dairy, LLC (“Meyer”), Milk Products, LP, doing business under the licensed name of Borden Dairy (“Milk Products”), Flav-O-Rich Dairies, LLC, Velda Farms, LLC (“Velda”), Franklin Foods, Crowley Foods, LLC (“Crowley”), Kemps Foods, LLC (“Kemps”), and Heluva Good, LLC (“Heluva”) (collectively, the “Dairy Entities”) by and through the undersigned counsel, hereby object to Debtors’ Motion for An Order Under 11 U.S.C. §§ 105(a), 503(b), and 546(c): (A) Establishing Procedure for Treatment of Reclamation Claims and (B) Prohibiting Third Parties from Interfering with Delivery of Debtors’ Goods (the “Reclamation Motion”) as follows:

1. The Dairy Entities hereby join in the objection of Dawn Food Products, Inc. to the Reclamation Motion.

2. The bases for challenging the Reclamation Motion is hereby adopted and reasserted by the Dairy Entities as if set forth herein.

WHEREFORE, PREMISES CONSIDERED, the Dairy Entities respectfully request that this Court deny the Reclamation Motion.

Date: April 14, 2003

**MORRIS, JAMES, HITCHENS & WILLIAMS LLP**

  
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