

UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

IN RE:

\*

FLEMING COMPANIES, INC.

\*

Case Number: 03-10945  
Chapter 11

Debtor.

\*

\* \* \* \* \* \*\* \* \* \*

**ENTRY OF APPEARANCE AND REQUEST FOR NOTICE**

PLEASE TAKE NOTICE that the undersigned hereby enter their appearance on behalf of Sara Lee Corporation, a creditor and/or party in interest in this case. Pursuant to 11 U.S.C. §§342(a) and 1109(b), Federal Rules of Bankruptcy Procedure 2002, 9007, and 9010(b), the undersigned request that all notices given or required to be given in this case and all papers served or required to be served in this case be served on the following:

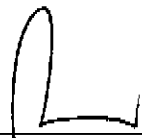
Richard M. Kremen, Esquire  
Piper Rudnick LLP  
6225 Smith Avenue  
Baltimore, Maryland 21209-3600  
Telephone: 410-580-3000  
Facsimile: 410-580-3001  
e-mail: richard.kremen@piperrudnick.com

PLEASE TAKE FURTHER NOTICE that the foregoing request includes not only the notices and papers referred to in the Bankruptcy Code provisions and Bankruptcy Rules specified above, but also includes, without limitation, all notices and/or orders relating to any application, motion, petition, pleading, request, complaint or demand, whether transmitted or conveyed by mail, delivery, telephone, telegraph, telecopy or otherwise, which may in any way affect or seek to affect any right or interest of Sara Lee Corporation.

PLEASE TAKE FURTHER NOTICE that, pursuant to Federal Rule of Bankruptcy 3017, the foregoing request includes any disclosure statement and/or plan of reorganization filed in this case.

PLEASE TAKE FURTHER NOTICE that the filing of this pleading is intended to constitute only a special appearance to the extent that a general appearance would constitute a waiver of any right. The filing of this pleading is not intended to be, nor shall it be deemed, a consent to or waiver of the right to challenge the jurisdiction of the United States Bankruptcy Court to adjudicate any matter, including, without limitation, any non-core matter, which right is hereby expressly reserved. Furthermore, the filing of this pleading is not intended to be, nor shall it be deemed, a consent to or waiver of any right to a jury trial, should such right be available at any time during the course of these proceedings, which right is hereby expressly reserved.

DATE: April 1, 2003



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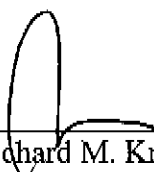
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Telephone: (410) 580-3000  
e-mail: richard.kremen@piperrudnick.com

Attorneys for Sara Lee Corporation

**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that on this 1st day of April, 2003, a copy of the foregoing Entry of Appearance and Request for Notice was sent by first class mail, postage prepaid, to:

Laura Davis Jones  
Pachulski Stang Ziehl Young & Jones  
919 N. Market Street  
16<sup>th</sup> Floor  
Wilmington, Delaware 19899-8705

  
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Richard M. Kremen, Esq.