CHRISTIAN L. RAISNER, State Bar No. 133839
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VAN BOURG, WEINBERG, ROGER & ROSENFELD
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Attorneys for Creditor
Teamsters Union Local 150

UNITED STATES BANKRUPTCY COURT

DISTRICT OF DELAWARE

In re	Chapter 11
FLEMING COMPANIES, INC., *et al.*,	Case No. 03-10945 (MFW) (Jointly Administered)
Debtor.	**NOTICE OF APPEARANCE AND REQUEST FOR SPECIAL NOTICE AND INCLUSION ON MAILING LIST**

PLEASE TAKE NOTICE that the undersigned attorneys enter their notice of appearance in the above-entitled case on behalf of creditor Teamster Union Local 150, and give this notice of appearance and request notice of all matters that must be noticed to creditors, the Trustee, the Debtors, or other parties in interest, and further request notice of Limited Notice Proceedings. For purposes of notice and service, the following address shall be used:

Teamster Union Local 150
c/o Christian L. Raisner
Van Bourg, Weinberg, Roger & Rosenfeld
180 Grand Avenue, Suite 1400
Oakland, CA 94612

This request includes the type of notice referred to in Bankruptcy Rules 2002(i) and 3017(a), 4001, 9007 and Section 1109 of the Bankruptcy Code., and also includes without limitation, all schedules, notices of any orders, applications, complaints, answers, demands, replies, hearings, motions, petitions, pleadings, disclosure statements, plans, requests, memoranda or briefs in support of any of the foregoing, and any other documents brought before the court in this case,

whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, delivery, telephone, telegraph, telex, facsimile transmission or otherwise.

Dated: April 8, 2003.

VAN BOURG, WEINBERG, ROGER & ROSENFELD
A Professional Corporation

By: Christian L Raisner
CHRISTIAN L. RAISNER
Attorneys for Creditors
Teamsters Union Local 150

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VAN BOURG, WEINBERG, ROGER & ROSENFELD
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(510) 839-6600

PROOF OF SERVICE
(CCP 1013)

I am a citizen of the United States and an employee in the County of Oakland, State of California. I am over the age of eighteen years and not a party to the within action; my business address is 180 Grand Avenue, Suite 1400, Oakland, California 94612. On April 8, 2003, I served upon the following parties in this action:

SEE ATTACHED MAILING LIST

copies of the document(s) described as:

Notice of Appearance and Request for Special Notice and Inclusion on Mailing List

[X] **BY MAIL** I placed a true copy of each document listed herein in a sealed envelope, addressed as indicated herein, and caused each such envelope, with postage thereon fully prepaid, to be placed in the United States mail at Oakland, California. I am readily familiar with the practice of Van Bourg, Weinberg, Roger & Rosenfeld for collection and processing of correspondence for mailing, said practice being that in the ordinary course of business, mail is deposited in the United States Postal Service the same day as it is placed for collection.

[ ] **BY PERSONAL SERVICE** I placed a true copy of each document listed herein in a sealed envelope, addressed as indicated herein, and caused the same to be delivered by hand to the offices of each addressee.

[ ] **BY OVERNIGHT DELIVERY SERVICE** I placed a true copy of each document listed herein in a sealed envelope, addressed as indicated herein, and placed the same for collection by Overnight Delivery Service by following the ordinary business practices of Van Bourg, Weinberg, Roger & Rosenfeld, Oakland, California. I am readily familiar with the practice of Van Bourg, Weinberg, Roger & Rosenfeld for collection and processing of Overnight Delivery Service correspondence, said practice being that in the ordinary course of business, Overnight Delivery Service correspondence is deposited at the Overnight Delivery Service offices for next day delivery the same day as Overnight Delivery Service correspondence is placed for collection.

[ ] **BY FACSIMILE** I caused to be transmitted each document listed herein via the fax number(s) listed above or on the attached service list.

I certify under penalty of perjury that the above is true and correct. Executed at Oakland, California, on April 8, 2003.

Eva Miron

Eva Miron

VAN BOURG, WEINBERG, ROGER & ROSENFELD
A Professional Corporation
180 Grand Ave. Ste. 1400
Oakland, CA 94612
(510) 839-6600

DEBTOR:
Fleming Foods Management Co., LLC
1945 Lakepointe Drive
Lewisville, TX 75057-6424
Tax ID: 73-1577381

DEBTOR'S ATTORNEY:
Laura Davis Jones
Pachulski Stang Ziehl Young & Jones
919 N. Market Street, 16th Floor
Wilmington, DE 19899-8705
Tel: (302) 652-4100
Fax: (302) 652-4400
Email: ljones@pszyj.com

UNITED STATES TRUSTEE:
Office of the United States Trustee
844 King Street
Room 2313
Wilmington, DE 19801
Tel: (302) 573-6491

TWENTY LARGEST UNSECURED CREDITORS

Manufacturers and Traders Trust Company
Corporate Trust Dept.
Attn: Russell Whitley
50 Broadway – 7th Floor
New York, NY 10004
Fax: (716) 842-5601

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

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

Bank One, N.A.
Corporate Trust Services
Attn: David Knox
100 East Broad Street, 8th Floor
Columbus, OH 43215