

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

In re:)	
)	Chapter 11
FLEMING COMPANIES, INC., et al., ¹)	
)	
Debtors.)	Case No. 03-10945 (MFW)
)	(Jointly Administered)
_____)	

NOTICE OF SERVICE OF RECLAMATION DEMAND

Pursuant to Section 2-702 of the Uniform Commercial Code and Section 546(c)(1)(A) of the Federal Rules of Bankruptcy, on April 21, 2003, Werb & Sullivan, as counsel to McCain Foods USA, Inc. (“McCain”), in the above-captioned cases, served the *Notice by McCain Foods USA, Inc. of Reclamation Demand or, Alternatively, for Priority Claim or Lien* upon the following parties in the manner indicated:

VIA HAND DELIVERY

Laura Davis Jones, Esquire
Ira D. Kharasch, Esquire
Pachulski Stang Ziehl Young Jones
& Weintraub
919 North Market Street, 16th Floor
Wilmington, DE 19801

VIA OVERNIGHT DELIVERY

Fleming Companies, Inc.
Attn: Mr. Peter Wilmott
1945 Lakepointe Drive
Lewisville, TX 75057-6424

¹ 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 Com., LLC; Fleming Foods of Texas, LP; 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.; Minster-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.

WERB & SULLIVAN

/s/ Duane D. Werb

Duane D. Werb (No. 1042)

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Wilmington, Delaware 19899

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Email: ddwlaw@dca.net

Counsel for McCain Foods USA, Inc.

Dated: April 21, 2003

CERTIFICATE OF SERVICE

I, Duane D. Werb, Esquire, hereby certify that on April 21, 2003, I served one copy of the foregoing *Notice of Service of Reclamation Demand* to the following individuals in the manner indicated:

VIA HAND DELIVERY

Office of United States Trustee
844 King Street, Room 2313
Wilmington, DE 19801

VIA HAND DELIVERY

Laura Davis Jones, Esquire
Pachulski Stang Ziehl Young
Jones & Weintruab
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Wilmington, DE 19801

VIA FIRST CLASS MAIL

James H.M. Sprayregen, Esquire
Timothy Elliot, Esquire
Kirkland & Ellis
777 South Figueroa Street
Los Angeles, CA 90017

VIA FIRST CLASS MAIL

Manufacturers & Traders Trust
Corporate Trust Department
50 Broadway, 7th Floor
New York, NY 10004
Attn: Russell Whitley

VIA FIRST CLASS MAIL

Manufacturers & Traders Trust
Corporate Trust Department
One M&T Plaza, 7th Floor
Buffalo, NY 14203

VIA FIRST CLASS MAIL

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

VIA FIRST CLASS MAIL

Bankers Trust Company
Corporate Trust Department
4 Albany Street, 10th Floor
New York, NY 10006
Attn: Maria Tokarz

VIA FIRST CLASS MAIL

Conagra Foods
1 Conagra Drive
Omaha, NE 68102
Attn: Doug Knudsen

VIA FIRST CLASS MAIL

Proctor & Gamble Dist. Co.
1 P&G Plaza
Cincinnati, OH 45202
Attn: B.J. Polk

VIA FIRST CLASS MAIL

General Mills
P.O. Box 1113
Minneapolis, MN 55440
Attn: Jim Kula

VIA FIRST CLASS MAIL

Georgia Pacific/Fort James Corp.
133 Peachtree Street NE
Atlanta, GA 30303
Attn: Andre Mikhalevsky

VIA FIRST CLASS MAIL

Kraft
3 Lakes Drive
Northfield, IL 60093
Attn: Ken Adams

VIA FIRST CLASS MAIL

Nestle USA, Inc.
800 North Brand Blvd.
Glendale, CA 91203
Attn: Bruce Partridge

VIA FIRST CLASS MAIL

Kellogg Company
One Kellogg Square
P.O. Box 3599
Battle Creek, MI 49016
Attn: Brad Davidson

VIA FIRST CLASS MAIL

Johnson & Sons, Inc.
1 Johnson & Johnson Plaza
New Brunswick, NJ 08933
Attn: Paul Fiascone

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Hormel Foods Company
1 Hormel Plaza
Austin, MN 55912
Attn: Larry Aladerson

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Unilever
390 Park Avenue
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Attn: Mike O'Rourke

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Clorox Sales Company
1221 Broadway
Oakland, CA 94612
Attn: Ken Partyka

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Campbell Soup Company
Campbell Plaza
Camden, NJ 08103
Attn: Beth Monschein

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Marigold Foods, Inc.
2929 University Ave., SE
Minneapolis, MN 55414
Attn: Greg Kurr

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Kimberley Clark Company
351 Phelps Drive
Irving, TX 75038
Attn: Mark Lauderdale

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JM Smucker Company
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Attn: Donald Hurrie

VIA HAND DELIVERY

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/s/ Duane D. Werb
Duane D. Werb (No. 1042)