

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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

**OBJECTION OF SARA LEE BAKERY GROUP, INC.
TO DEBTORS' MOTION FOR RELIEF FROM APRIL 3, 2003
ORDER AND RELATED MAY 1, 2003 INJUNCTION ORDERS**

Plaintiff Sara Lee Bakery Group, Inc. ("Sara Lee"), by its undersigned counsel, objects to the Motion for Relief April 3, 2003 Cash Management Order and Related May 1, 2003 Injunction Orders (the "Motion") filed by Fleming Companies, Inc. and its related debtors and debtors-in-possession (collectively, the "Debtors") and incorporates herein by reference the Objection of Sara Lee Bakery Group, Inc. to Debtors' Motion for Relief from May 1, 2003 Order on Application for Temporary Restraining Order.

Dated: May 19, 2003
Wilmington, Delaware

Respectfully submitted,

/s/ Maria Ellena Chavez-Ruark
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and

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CERTIFICATE OF SERVICE

I, David L. Finger, hereby certify that on this 19th day of May, 2003, I served a copy of the Objection of Sara Lee Bakery Group, Inc. to Debtors' Motion for Relief from April 3, 2003 Cash Management Order and Related May 1, 2003 Injunction Orders on the following by first class mail.

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