

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
Fleming Companies, Inc., et al.,¹) Case No. 03-10945 (MFW)
) (Jointly Administered)
Debtors.)

**NOTICE OF AGENDA OF MATTERS SCHEDULED
FOR HEARING ON MAY 27, 2003 AT 9:30 A.M.**

MAIN CASE MATTERS:

1. Debtors' Motion for Relief from April 3, 2003 Cash Management Order and Related May 1, 2003 Injunction Orders (Docket No. 867, Filed May 14, 2003)

Related Documents:

- a. [Signed] Order Under 11 U.S.C. §§ 105, 363, 1107 and 1108 Authorizing (i) Maintenance of Existing Bank Accounts, (ii) Continued Use of Existing Business Forms, (iii) Continued Use of Existing Cash Management System and (iv) Continued Use of Existing Investment Practices (Docket No. 62, Filed April 3, 2003)
- b. [Signed] Temporary Restraining Order (Adv. Pro. No. 03-53033, Docket No. 16, Filed May 12, 2003)
- c. [Signed] Temporary Restraining Order (Adv. Pro. No. 03-53034, Docket No. 15, Filed May 12, 2003)
- d. [Signed] Temporary Restraining Order (Adv. Pro. No. 03-53027, Docket No. 19, Filed May 12, 2003)

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 Co., L.L.C.; Fleming Foods of Texas, L.P.; 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.; Minter-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.

- e. Notice of Debtors' Motion for Relief from April 3, 2003 Cash Management Order and Related May 1, 2003 Injunction Orders (Docket No. 867, Filed May 14, 2003)
- f. Debtors' Motion for Relief from May 1, 2003 Order on Application for Temporary Restraining Order (Adv. Pro. No. 03-53027, Docket No. 20, Filed May 14, 2003)
- g. Debtors' Motion for Relief from May 1, 2003 Order on Application for Temporary Restraining Order (Adv. Pro. No. 03-53033, Docket No. 18, Filed May 14, 2003)
- h. Debtors' Motion for Relief from May 1, 2003 Order on Application for Temporary Restraining Order (Adv. Pro. No. 03-53034, Docket No. 17, Filed May 14, 2003)

Response Deadline: May 22, 2003 at 4:00 p.m.

Responses Received:

- a. Objection of the Sara Lee Bakery Group to Shorten Time and to Approve Form of Notice Regarding Debtors' Motion for Relief from April 3, 2003 Cash Management Order and Related May 1, 2003 Injunction Orders (Docket No. 914, Filed May 15, 2003)
- b. Objection of Alfred Nickles Bakery, Inc. to Shorten Time and to Approve Form of Notice Regarding Debtors' Motion for Relief from April 3, 2003 Cash Management Order and Related May 1, 2003 Injunction Orders (Docket No. 922, Filed May 16, 2003)
- c. Objection of Superior Dairy, Inc. to Shorten Time and to Approve Form of Notice Regarding Debtors' Motion for Relief from April 3, 2003 Cash Management Order and Related May 1, 2003 Injunction Orders (Docket No. 923, Filed May 16, 2003)
- d. Affidavit of Stephen M. Miller in Opposition to Assertions Set Forth in Debtors' Motion for Relief from April 3, 2003 Cash Management Order and Related May 1, 2003 Injunction Orders (Docket No. 950, filed May 19, 2003)
- e. Objection to Sara Lee Bakery Group, Inc. to Debtors' Motion for Relief from April 3, 2003 Order and Related May 1, 2003 Injunction Orders (Docket No. 955, Filed May 19, 2003)
- f. Joinder of Alfred Nickles Bakery, Inc. and Superior Dairy, Inc. to Sara Lee Bakery Group, Inc.'s Objection to Debtors' Motion for Relief from April 3, 2003 Order and Related May 1, 2003 Injunction Orders (Docket No. 957, Filed May 19, 2003)

- g. Objection and Joinder of Schwan Food Company, Schwan's Consumer Brands North America, Inc., Edwards Fine Foods, Inc. and Schwan's Food Service, Inc. to Debtors' Motion for Relief from April 3, 2003 Order and Related May 1, 2003 Injunction Orders (Docket No. 958, Filed May 19, 2003)
- h. Objection of American Greeting Corporation and Gibson Greeting, Inc. to Debtors' Motion for Relief from April 3, 2003 Order and Related May 1, 2003 Injunction Orders (Docket No. 961, Filed May 19, 2003)

Status: This matter is going forward.

ADVERSARY PROCEEDING MATTERS

- 2. Farris Produce, Inc.'s Motion for Temporary Restraining Order and Preliminary Injunction (Adv. Pro. No. 03-53069, Docket No. 3, Filed May 5, 2003)

Related Documents:

- a. Complaint by Farris Produce, Inc., Miles Farmers' Market against Fleming Companies, Inc. (Adv. Pro. No. 03-53069, Docket No. 1, Filed May 1, 2003)
- b. Plaintiffs' First Amended Adversary Complaint Seeking Class Action Certification and for Declaratory Relief, Injunctive Relief and Accounting [Related Docket No. 1] (Adv. Pro. No. 03-53069, Docket No. 4, Filed May 15, 2003)
- c. Notice of Plaintiffs' Motion for Temporary Restraining Order and Preliminary Injunction (Adv. Pro. No. 03-53069, Docket No. 5, Filed May 15, 2003)
- d. Plaintiffs' Memorandum in Support of Motion for Temporary Restraining Order and Preliminary Injunction (Adv. Pro. No. 03-53069, Docket No. 6, Filed May 16, 2003)
- e. Motion of Official Committee of Unsecured Creditors for Entry of Order Pursuant to 11 U.S.C. § 1109(b), Granting Right to Intervene in Adversary Proceeding Commenced by Plaintiff Farris Produce, Inc. (Adv. Pro. No. 03-53069, Docket No. 16, Filed May 20, 2003)

Response Deadline: May 22, 2003 at 4:00 p.m.

Responses Received:

- a. Debtors' Request for Continuance of Hearing on Plaintiffs' Request for a Temporary Restraining Order and Preliminary Injunction (Adv. Pro. No. 03-53069, Docket No. 9, Filed May 16, 2003)

- b. Debtors' Opposition to Plaintiffs' Request for a Temporary Restraining Order and Preliminary Injunction (Adv. Pro. No. 03-53069, Docket No. 10, Filed May 19, 2003)
 - 1. Affidavit of Michael Scott in Support of Debtors' Opposition to Plaintiffs' Request for a Temporary Restraining Order and Preliminary Injunction (Adv. Pro. No. 03-53069, Docket No. 12, Filed May 19, 2003)
 - 2. Affidavit of Debbie Alexander-Burklow in Support of Debtors' Opposition to Plaintiffs' Request for a Temporary Restraining Order and Preliminary Injunction (Adv. Pro. No. 03-53069, Docket No. 11, Filed May 19, 2003)
 - 3. Executed Affidavit of Debbie Alexander-Burklow in Support of Debtors' Opposition to Plaintiffs' Request for a Temporary Restraining Order and Preliminary Injunction (Adv. Pro. No. 03-53069, Docket No. 15, Filed May 19, 2003)
- c. Debtors' Evidentiary Objections in Opposition to Plaintiffs' Evidence in Support of Request for a Temporary Restraining Order and Preliminary Injunction (Adv. Pro. No. 03-53069, Docket No. 13, Filed May 19, 2003)
- d. Joinder of Official Committee of Unsecured Creditors to (1) Debtors' Request for Continuance of Hearing on Plaintiffs' Motion for a Temporary Restraining Order and Preliminary Injunction and (2) Debtors' Opposition to Plaintiffs' Motion for a Temporary Restraining Order and Preliminary Injunction and Plaintiffs' Motion for Class Certification (Adv. Pro. No. 03-53069, Docket No. 14, Filed May 19, 2003)

Status: This matter is going forward.

- 3. American Greetings Corporation and Gibson Greetings, Inc.'s Motion for Temporary Restraining Order and Preliminary Injunction (Adv. Pro. No. 03-53346, Docket No. 3, Filed May 15, 2003)

Related Documents:

- a. Complaint (Docket No. 1, Filed May 15, 2003)
- b. Summons and Notice (Docket No. 2, Filed May 15, 2003)
- c. Memorandum in Support of Plaintiffs' Motion for Temporary Restraining Order and Preliminary Injunction (Docket No. 3, Filed May 15, 2003)
- d. Declaration in Support of Motion for Temporary Restraining Order and Preliminary Injunction (Docket No. 4, Filed May 15, 2003)
- e. Notice of Hearing (Docket No. 6, Filed May 20, 2003)

Response Deadline: May 22, 2003 at 4:00 p.m.

Responses Received: None received to date.

Status: This matter is going forward.

4. Motion of Official Committee of Unsecured Creditors for Entry of Order Pursuant to 11 U.S.C. § 1109(b), Granting Right to Intervene in Adversary Proceeding Commenced by Plaintiff Alfred Nickles' Bakery, Inc. (Adv. Pro. No. 03-53033, Docket No. 20, Filed May 20, 2003)

Related Documents:

- a. Notice of Motion (Docket No. 16, Filed May 20, 2003)
- b. Motion to Shorten Time and Approve Notice of Motion of Official Committee of Unsecured Creditors for Entry of Order Pursuant to 11 U.S.C. § 1109(b), Granting Right to Intervene in Adversary Proceeding Commenced by Plaintiff Alfred Nickles' Bakery, Inc. (Docket No. 21, Filed May 20, 2003)
- c. [Proposed] Order Approving Motion of Official Committee of Unsecured Creditors for Entry of Order Pursuant to 11 U.S.C. § 1109(b), Granting Right to Intervene in Adversary Proceeding Commenced by Plaintiff Alfred Nickles' Bakery, Inc. (Docket No. 21, Filed May 20, 2003)

[Proposed] Response Deadline: May 26, 2003 at 12:00 noon

Responses Received: None received to date.

Status: If the Court grants the Motion to Shorten Time, this matter will go forward.

5. Motion of Official Committee of Unsecured Creditors for Entry of Order Pursuant to 11 U.S.C. § 1109(b), Granting Right to Intervene in Adversary Proceeding Commenced by Plaintiff Superior Dairy, Inc. (Adv. Pro. No. 03-53034, Docket No. 18, Filed May 20, 2003)

Related Documents:

- a. Notice of Motion (Docket No. 18, Filed May 20, 2003)
- b. Motion to Shorten Time and Approve Notice of Motion of Official Committee of Unsecured Creditors for Entry of Order Pursuant to 11 U.S.C. § 1109(b), Granting Right to Intervene in Adversary Proceeding Commenced by Plaintiff Superior Dairy, Inc. (Docket No. 19, Filed May 20, 2003)
- c. [Proposed] Order Approving Motion of Official Committee of Unsecured Creditors for Entry of Order Pursuant to 11 U.S.C. § 1109(b), Granting

Right to Intervene in Adversary Proceeding Commenced by Plaintiff
Superior Dairy, Inc. (Docket No. 19, Filed May 20, 2003)

[Proposed] Response Deadline: May 26, 2003 at 12:00 noon

Responses Received: None received to date.

Status: If the Court grants the Motion to Shorten Time, this matter will go forward.

6. Motion of Official Committee of Unsecured Creditors for Entry of Order Pursuant to 11 U.S.C. § 1109(b), Granting Right to Intervene in Adversary Proceeding Commenced by Plaintiff Farris Produce, Inc. (Adv. Pro. No. 03-53069, Docket No. 16, Filed May 20, 2003)

Related Documents:

- a. Notice of Motion (Docket No. 20, Filed May 20, 2003)
- b. Motion to Shorten Time and Approve Notice of Motion of Official Committee of Unsecured Creditors for Entry of Order Pursuant to 11 U.S.C. § 1109(b), Granting Right to Intervene in Adversary Proceeding Commenced by Plaintiff Farris Produce, Inc. (Docket No. 17, Filed May 20, 2003)
- c. [Proposed] Order Approving Motion of Official Committee of Unsecured Creditors for Entry of Order Pursuant to 11 U.S.C. § 1109(b), Granting Right to Intervene in Adversary Proceeding Commenced by Plaintiff Farris Produce, Inc. (Docket No. 16, Filed May 20, 2003)

[Proposed] Response Deadline: May 26, 2003 at 12:00 noon

Responses Received: None received to date.

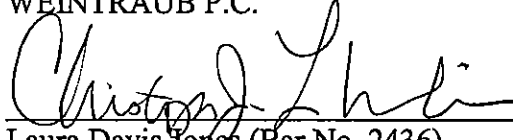
Status: If the Court grants the Motion to Shorten Time, this matter will go forward.

Dated: May 22, 2003

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