

**EXHIBIT B**



**Unilever**

April 28, 2003

Mr. Michael Dawson  
Director of Military  
Fleming Companies, Inc.  
1945 Lakepointe Drive  
Lewisville, TX 75029

Dear Mike:

As we are both only too well aware, the Fill Rates on Unilever products shipped to DeCA stores from the Fleming operations in Garland, TX and Lincoln, NE have fallen significantly below the 95% level required in the DeCA Memorandum Of Understanding with Fleming.

This has been causing widespread retail out-of-stocks in the stores involved, translating into serious losses in sales for both Unilever and Fleming, and for our very important mutual customer, DeCA.

It is in both our best interests that this situation not be allowed to further deteriorate and that fill/service levels be improved so as to comply with the standards set out in our contract. Please call me upon receipt of this letter so that we can discuss in detail Fleming's plans to bring fill/service levels up to what is required by contract without further delay.

Sincerely,

Sharen C. Shipley  
Director Military/New Customers-New Channels