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.	)	

AFFIDAVIT OF SERVICE RE:

NOTICE OF POTENTIAL ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES

CERTIFICATION OF COUNSEL REGARDING DEBTORS' MOTION FOR ORDER: (A) SCHEDULING THE DATE, TIME AND PLACE FOR A HEARING ON THE PROPOSED RICHMAR FOOD STORES ASSET SALE MOTION; (B) APPROVING THE FORM AND MANNER OF NOTICE THEREOF; AND (C) APPROVING: (i) DEBTORS' AUCTION PROCEDURES; AND (ii) BREAK-UP FEE

NOTICE OF AUCTION AND SALE HEARING

NOTICE OF DEBTORS' MOTION FOR AN ORDER: (A) AUTHORIZING SALE OF THE RICHMAR STORES FREE AND CLEAR OF LIENS, CLAIMS AND INTERESTS; (B) AUTHORIZING ASSUMPTION AND ASSIGNMENT OF EXECUTORY CONTRACTS AND UNEXPIRED LEASES IN CONNECTION WITH SUCH SALE

MOTION FOR AN ORDER: (A) AUTHORIZING SALE OF THE RICHMAR STORES FREE AND CLEAR OF LIENS, CLAIMS AND INTERESTS; (B) AUTHORIZING ASSUMPTION AND ASSIGNMENT OF EXECUTORY CONTRACTS AND UNEXPIRED LEASES IN CONNECTION WITH SUCH SALE

[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.; Favar 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.

I, Myrtle H. John, state as follows:

1. I am over eighteen years of age and I believe the statements contained herein are true based on my personal knowledge. My business address is c/o Bankruptcy Management Corporation, 1330 East Franklin Avenue, El Segundo, California 90245.

2. At the direction of Pachulski, Stang, Ziehl, Young, Jones & Weintraub P.C., co-counsel for the Debtors and Debtors in Possession, I caused service of the above-referenced documents attached hereto as Exhibit 1 to be commenced on May 12, 2003 and completed on May 13, 2003, on the effected on the parties listed in Exhibit 2 as follows in the manner set forth below:

> The Lease Holders referenced as Service List 3395; the Lien Parties, referenced as Service List 3401; the License Parties referenced as Service List 3394; those parties who have filed requests for special notice along with the Core Group, together referenced as Service List 3392; the Prospective Bidders referenced as Service Lists 3396 and 3402 were served on May 12, 2003 via first-class mail and deposited with the United States Postal Service with postage thereon fully prepaid. Except as noted in Exhibit 2, the Taxing Agencies referenced on Service List 3412 and the aforementioned parties were also served on May 13, 2003 via Federal Express.

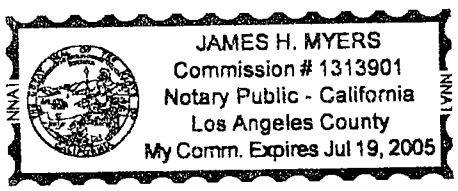
I declare under penalty of perjury that the foregoing is true and correct.

DATED: May 19, 2003
El Segundo, California

Myrtle H. John

State of California)
) ss
County of Los Angeles)

Personally appeared before me on May 27, 2003, Myrtle H. John, an individual, known to me to be the person who executed the foregoing instrument and acknowledged the same.



James H. Myers
My Commission Expires July 19, 2005