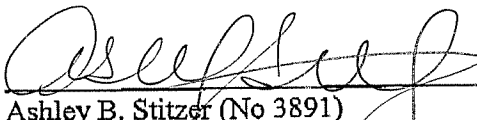


IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

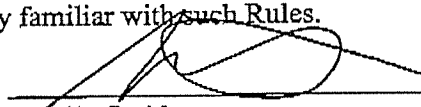
In re:) Chapter 11
)
)
FLEMING COMPANIES, INC., et al) Case No. 03-10945 (MFW)
) (Jointly Administered)
)
Debtors.)

MOTION AND ORDER FOR ADMISSION *PRO HAC VICE*

I, Ashley B. Stitzer, a member of the bar of this Court, pursuant to District Court Local Rule 83.5, move the admission *pro hac vice* of Stan D. Smith, Esquire, Mitchell, Williams, Selig, Gates & Woodyard, P.L.L.C., 425 West Capitol Ave., Ste. 1800, Little Rock, Arkansas 72201-3525, as Co-counsel to represent E-Z Mart Stores, Inc. in this action. The Admittee is a member in good standing of the Bar of Arkansas, and admitted to practice before the United States District Court for the Eastern and Western Districts of Arkansas and the United States Court of Appeals for the Eighth Circuit.


Ashley B. Stitzer (No 3891)
THE BAYARD FIRM
222 Delaware Avenue, Suite 900
Wilmington, Delaware 19899
(302) 655-5000

The Admittee certifies that he is eligible for admission *pro hac vice* to this Court, is admitted to practice and in good standing in the jurisdiction shown in the paragraph above, submits to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the course of, or in the preparation of, this action, and has access to, or has acquired, a copy of the Local Rules of this Court and is generally familiar with such Rules.


Stan D. Smith
MITCHELL, WILLIAMS, SELIG,
GATES & WOODYARD, P.L.L.C.
425 West Capitol Ave., Ste. 1800
Little Rock, Arkansas 72201-3525
Telephone: (501) 688-8800

Motion granted.

Date: _____

The Honorable Mary F. Walrath
United States Bankruptcy Judge