

EXHIBIT “C”

**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)
Debtors.)

**AFFIDAVIT OF MICHAEL L. VILD, ESQUIRE IN SUPPORT OF
MOTION OF WESTLAKE HARDWARE, INC. PURSUANT TO FED. R.
BANKR. P. 9024 TO VACATE ORDER AUTHORIZING THE DEBTORS TO
REJECT CERTAIN UNEXPIRED LEASES OF NONRESIDENTIAL REAL
PROPERTY WITH RESPECT TO LEASE FOR NONRESIDENTIAL REAL
PROPERTY LOCATED AT 601 KASOLD DRIVE IN LAWRENCE, KANSAS
66049 ONLY [DOCKET NO. 734]**

STATE OF DELAWARE)
) SS.
COUNTY OF NEW CASTLE)

I, Michael L. Vild, Esquire do swear and affirm as follows:

1. I am an attorney at The Bayard Firm, with offices located 222 Delaware Avenue, Suite 900 in Wilmington, Delaware 19801.

2. I am counsel for Westlake Hardware, Inc. (“Westlake”) in connection with the above-captioned chapter 11 case. I submit this affidavit in support of the motion of Westlake pursuant to Fed. R. Bankr. P. 9024 seeking to vacate an order authorizing the debtors to reject certain unexpired leases of nonresidential real property with respect to lease for nonresidential real property located at 601 Kasold Drive in Lawrence, Kansas 66049 (the “Lease”).

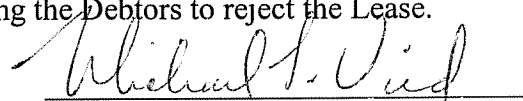
¹ The Debtors are the following entities: Core-Mark International, Inc.; Fleming Companies, Inc.; ABCO Food Group, Inc.; ABCO Markets, Inc.; ABCO Realty Corp.; ASI Office Automation, Inc.; C/M Products, Inc.; Core-Mark Interrelated Companies, Inc.; Core-Mark Mid-Continent, Inc.; Dunigan Fuels, Inc.; 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.

3. On April 21, 2003, I attended a hearing in the above-captioned chapter 11 case on behalf of Westlake in connection with the Debtors' motion seeking entry of an order pursuant to section 365(a) of the Bankruptcy Code authorizing the Debtors to reject certain unexpired leases of nonresidential real property and aviation equipment (the "Rejection Motion") [D.I. No. 13]. Westlake is the tenant under the Lease, listed on an exhibit to the Rejection Motion.

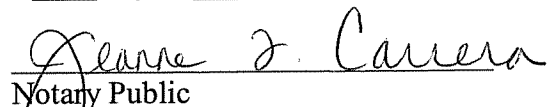
4. At the April 21, 2003 hearing, I spoke with Laura Davis Jones, counsel for the Debtors about the Rejection Motion and the Lease. I informed Ms. Davis that the Debtors did not have an interest in the Lease, and requested that the Debtors remove the Lease from the Rejection Motion. Ms. Jones stated that she would withdraw the Lease from the Rejection Motion. Ms. Jones requested that I send a stipulation to her office withdrawing the Rejection Motion with respect to the Lease.

5. After the April 21, 2003 hearing, a representative of my office sent Debtors' counsel a form of stipulation (the "Stipulation") withdrawing the Lease from the Rejection Motion. To date, counsel for the Debtors has refused to execute the Stipulation.

6. I have reviewed the docket in this case. On information and belief, this Court entered an order on May 6, 2003 authorizing the Debtors to reject the Lease.


Michael L. Vild (No. 3042)

SWORN AND SUBSCRIBED before me this 23rd day of June, 2003.


Notary Public
JEANNE T. CARRERA
NOTARY PUBLIC
STATE OF DELAWARE
My commission expires April 28, 2006