Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FOOD MARKET MERCHANDISING	C/O ASSOCIATED BANK, MN PO BOX 581279 MINNEAPOLIS,	3/14/2003	23564299	$26,177
FOOD MARKET MERCHANDISING	C/O ASSOCIATED BANK, MN PO BOX 581279 MINNEAPOLIS,	3/5/2003	23556873	$4,899
FOOD MARKET MERCHANDISING	C/O ASSOCIATED BANK, MN PO BOX 581279 MINNEAPOLIS,	2/28/2003	23554494	$403
FOOD MARKET MERCHANDISING	C/O ASSOCIATED BANK, MN PO BOX 581279 MINNEAPOLIS,	3/28/2003	23572054	$27,890
FOOD MARKET MERCHANDISING	C/O ASSOCIATED BANK, MN PO BOX 581279 MINNEAPOLIS,	3/4/2003	23556064	$1,030
FOOD MARKET MERCHANDISING	C/O ASSOCIATED BANK, MN PO BOX 581279 MINNEAPOLIS,	3/12/2003	23561724	$19,424
FOOD MARKET MERCHANDISING	C/O ASSOCIATED BANK, MN PO BOX 581279 MINNEAPOLIS,	3/6/2003	23557579	$141
FOOD MARKET MERCHANDISING	C/O ASSOCIATED BANK, MN PO BOX 581279 MINNEAPOLIS,	3/10/2003	23559750	$2,364
FOOD MARKET MERCHANDISING	C/O ASSOCIATED BANK, MN PO BOX 581279 MINNEAPOLIS,	1/22/2003	23541303	$6,141
FOOD MARKET MERCHANDISING	C/O ASSOCIATED BANK, MN PO BOX 581279 MINNEAPOLIS,	1/17/2003	23540200	$1,360
FOOD MARKET MERCHANDISING	C/O ASSOCIATED BANK, MN PO BOX 581279 MINNEAPOLIS,	3/3/2003	23555075	$1,156
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/18/2003	23566895	$155,521
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/7/2003	25780845	$233,627
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/24/2003	23568383	$84,141
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/17/2003	25771656	$90,779
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/26/2003	23570416	$158,122
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/13/2003	23562379	$101,832
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/14/2003	23549920	$212,883
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/11/2003	23548152	$66,294
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/17/2003	23565237	$237,278
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/18/2003	23550107	$45,506
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/20/2003	23550267	$177,939
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/25/2003	23571908	$7,921
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/14/2003	23549921	$109,859
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/11/2003	23547978	$43,589
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/26/2003	23569275	$32,139
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/14/2003	25783925	$61,828
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/24/2003	31118077	$125,838
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/27/2003	23554281	$170,587
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/16/2003	31118001	$227,158
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/6/2003	25792499	$34,500
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/24/2003	25774102	$217,389
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/21/2003	25786843	$32,256
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/6/2003	25780307	$274,375
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/20/2003	25786278	$94,897
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/11/2003	23560867	$73,658
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/2/2003	31117896	$189,214
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/5/2003	23556761	$86,847
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/6/2003	31118153	$234,292
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/6/2003	25792498	$276,846
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/27/2003	23543459	$70,926
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/3/2003	23545809	$189,775
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/3/2003	23545649	$121,242
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/24/2003	23543458	$234,417
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/19/2003	23552110	$72,061

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/22/2003	2050124	$238,782
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/2/2003	23535693	$136,817
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/6/2003	23537626	$112,900
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/8/2003	23537937	$84,619
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/13/2003	23539395	$2,900
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/13/2003	23539582	$160,327
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/15/2003	23539741	$98,057
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/11/2003	23547977	$210,287
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/21/2003	23541058	$103,843
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/9/2003	25768741	$93,766
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/16/2003	25771278	$251,843
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/19/2003	23552109	$255,453
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/7/2003	23558258	$81,377
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/7/2003	23547787	$247,126
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/24/2003	23567818	$175,661
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/28/2003	23554448	$14,874
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/10/2003	23559482	$184,534
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/16/2003	25771279	$116,876
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/26/2003	23554134	$247,789
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/10/2003	25769158	$122,408
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/10/2003	25769157	$107,449
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/23/2003	23541472	$137,159
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/4/2003	23555900	$293,033
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/7/2003	23547788	$173,839
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/12/2003	23561586	$199,638
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/27/2003	23573572	$273,764
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/5/2003	23545980	$46,799
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/28/2003	25789965	$39,725
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/13/2003	25783375	$215,737
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/13/2003	25783374	$246,956
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/7/2003	25780846	$43,328
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/6/2003	23557479	$116,259
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/6/2003	25780308	$152,094
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/14/2003	23564169	$78,679
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/24/2003	25774732	$218,867
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/24/2003	25774103	$28,070
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/21/2003	25786842	$249,096
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/21/2003	23541269	$12,949
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/21/2003	23541057	$171,582
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/2/2003	25766146	$244,976
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	2/3/2003	23545810	$141,825
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	1/17/2003	25771655	$223,678
FOOD MARKETING GROUP	700 FAIRFIELD AVENUE STAMFORD, CT 06902	3/26/2003	23572776	$8,631
FOOD MARKETING GROUP	DIVERTING	1/15/2003	56429	$5,593
FOOD MARKETING GROUP	DIVERTING	3/24/2003	83552	$27,350

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FOOD PROTECTION SERVICES	95-715 HINALII ST. MILILANI, HI 96789	3/28/2003	23575030	$1,250
FOOD PROTECTION SERVICES	95-715 HINALII ST. MILILANI, HI 96789	2/20/2003	23548333	$1,060
FOOD PROTECTION SERVICES	95-715 HINALII ST. MILILANI, HI 96789	3/25/2003	23572557	$156
FOOD RITE #22	P O BOX 273 DYER, TN 38330	1/8/2003	3040393	$904
FOOD RITE #22	P O BOX 273 DYER, TN 38330	1/2/2003	3039536	$1,167
FOOD SAFETY & INSPECTION SVCE	USDA 21526 NETWORK PLACE CHICAGO, IL 60673	2/3/2003	25778719	$975
FOOD SAFETY & INSPECTION SVCE	USDA 21526 NETWORK PLACE CHICAGO, IL 60673	1/27/2003	23542899	$1,481
FOOD SAFETY & INSPECTION SVCE	USDA 21526 NETWORK PLACE CHICAGO, IL 60673	3/31/2003	23576455	$1,208
FOOD SOLUTIONS	94-1068 KAUKA BLVD WAIPAHU, HI 96797	3/28/2003	23567911	$3,149
FOOD STAR #3	4275 W FLAGLEY ST MIAMI, FL 33012	1/24/2003	2065173	$26,326
FOOD STAR WAREHOUSE	1380 N W 23RD ST MIAMI, FL 33142	1/24/2003	2064832	$624
FOOD STAR WAREHOUSE	1380 N W 23RD ST MIAMI, FL 33142	1/24/2003	2065034	$701
FOOD STAR WAREHOUSE	1380 N W 23RD ST MIAMI, FL 33142	3/31/2003	2065701	$542
FOOD STAR WAREHOUSE	1380 N W 23RD ST MIAMI, FL 33142	3/31/2003	2065743	$242
FOOD STAR WAREHOUSE	1380 N W 23RD ST MIAMI, FL 33142	1/24/2003	2064833	$947
FOOD STOP	7984 HW27 PO BOX 98 BURNSIDE, KY 42519	1/6/2003	3039540	$53
FOOD STOP	7984 HW27 PO BOX 98 BURNSIDE, KY 42519	3/13/2003	1000006292	$138
FOOD STOP	7984 HW27 PO BOX 98 BURNSIDE, KY 42519	3/13/2003	1000006137	$7
FOOD STOP	7984 HW27 PO BOX 98 BURNSIDE, KY 42519	1/6/2003	2067510	$56
FOOD STOP	7984 HW27 PO BOX 98 BURNSIDE, KY 42519	1/6/2003	2067115	$103
FOOD STOP	7984 HW27 PO BOX 98 BURNSIDE, KY 42519	1/10/2003	2569496	$381
FOOD STOP	7984 HW27 PO BOX 98 BURNSIDE, KY 42519	1/29/2003	2068009	$199
FOOD STOP	7984 HW27 PO BOX 98 BURNSIDE, KY 42519	1/21/2003	3040396	$73
FOOD TRADE NEWS	5537 TWIN KNOLLS RD SUITE 438 COLUMBIA, MD 21045	1/6/2003	25766609	$1,881
FOOD TRADE NEWS	5537 TWIN KNOLLS RD SUITE 438 COLUMBIA, MD 21045	3/17/2003	23566614	$1,681
FOOD TRADE NEWS	5537 TWIN KNOLLS RD SUITE 438 COLUMBIA, MD 21045	2/26/2003	25786709	$1,681
FOODCOMM INTERNATIONAL	DEPT 33057 PO BOX 39000 SAN FRANCISCO, CA 94139	3/11/2003	23560980	$1,280
FOODCOMM INTERNATIONAL	DEPT 33057 PO BOX 39000 SAN FRANCISCO, CA 94139	2/20/2003	23549955	$737
FOODCOMM INTERNATIONAL	DEPT 33057 PO BOX 39000 SAN FRANCISCO, CA 94139	3/6/2003	23557572	$6,114
FOODCOMM INTERNATIONAL	DEPT 33057 PO BOX 39000 SAN FRANCISCO, CA 94139	2/7/2003	23546641	$5,994
FOODCOMM INTERNATIONAL	DEPT 33057 PO BOX 39000 SAN FRANCISCO, CA 94139	2/14/2003	23548824	$4,810
FOODCOMM INTERNATIONAL	DEPT 33057 PO BOX 39000 SAN FRANCISCO, CA 94139	3/28/2003	23570676	$4,504
FOODCOMM INTERNATIONAL	DEPT 33057 PO BOX 39000 SAN FRANCISCO, CA 94139	3/3/2003	23555066	$7,326
FOODCOMM INTERNATIONAL	DEPT 33057 PO BOX 39000 SAN FRANCISCO, CA 94139	3/10/2003	23559739	$3,767
FOODCOMM INTERNATIONAL	DEPT 33057 PO BOX 39000 SAN FRANCISCO, CA 94139	3/17/2003	23565560	$11,799
FOODCOMM INTERNATIONAL	DEPT 33057 PO BOX 39000 SAN FRANCISCO, CA 94139	3/7/2003	23558436	$1,757
FOODLAND	2939 KAPIOLANI BLVD. HONOLULU, HI 96816	3/21/2003	1000010056	$25,074
FOODLAND	2939 KAPIOLANI BLVD. HONOLULU, HI 96816	2/28/2003	1000007563	$33,056
FOODLAND	2939 KAPIOLANI BLVD. HONOLULU, HI 96816	2/10/2003	1000005409	$84,361
FOODLAND	U S ALLIGATOR STREET CROSS CITY, FL 32628	1/21/2003	3039542	$860
FOODLAND #2	1605 SOUTH JEFFERSON ST LOUIS, MO 63104	1/6/2003	3039544	$648
FOODLAND MARKET	315 SPRINGVILLE COURT APT 'A' PORTERVILLE, CA 93	1/15/2003	3011229	$1,619
FOODLAND MARKET	315 SPRINGVILLE COURT APT 'A' PORTERVILLE, CA 93	3/17/2003	3011499	$246
FOODLAND SUPER MARKETS,LTD.	3536 HARDING AVE. STE. 10 HONOLULU, HI 96816	2/3/2003	4019726	$14,634
FOODLAND SUPER MARKETS,LTD.	3536 HARDING AVE. STE. 10 HONOLULU, HI 96816	1/27/2003	4019581	$17,982

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FOODLAND SUPER MARKETS,LTD.	3536 HARDING AVE. STE. 10 HONOLULU, HI 96816	1/27/2003	4019579	$8,031
FOODLAND SUPER MARKETS,LTD.	3536 HARDING AVE. STE. 10 HONOLULU, HI 96816	2/24/2003	1000006184	$45,646
FOODLAND SUPER MARKETS,LTD.	3536 HARDING AVE. STE. 10 HONOLULU, HI 96816	1/27/2003	3017923	$11,020
FOODLAND SUPER MARKETS,LTD.	3536 HARDING AVE. STE. 10 HONOLULU, HI 96816	3/3/2003	1000007823	$156
FOODLAND SUPER MARKETS,LTD.	3536 HARDING AVE. STE. 10 HONOLULU, HI 96816	1/27/2003	4019580	$36,043
FOODLAND SUPER MARKETS,LTD.	3536 HARDING AVE. STE. 10 HONOLULU, HI 96816	3/21/2003	1000009649	$46,705
FOODLAND SUPER MARKETS,LTD.	3536 HARDING AVE. STE. 10 HONOLULU, HI 96816	3/14/2003	1000008521	$7,205
FOODS ETC.	P.O.BOX 7127 CLEARLAKE, CA 95422	1/10/2003	4021520	$353
FOODS ETC.	P.O.BOX 7127 CLEARLAKE, CA 95422	2/14/2003	4021833	$736
FOODS ETC.	P.O.BOX 7127 CLEARLAKE, CA 95422	2/18/2003	4021899	$340
FOODS ETC.	P.O.BOX 7127 CLEARLAKE, CA 95422	2/18/2003	4021744	$19,357
FOODS ETC.	P.O.BOX 7127 CLEARLAKE, CA 95422	1/22/2003	4021604	$691
FOODS ETC.	P.O.BOX 7127 CLEARLAKE, CA 95422	3/28/2003	23574984	$963
FOODSERVICE PURCHASING COOP	PO BOX 32033 LOUISVILLE, KY 40232	2/7/2003	23546301	$6,749
FOODSERVICE PURCHASING COOP	PO BOX 32033 LOUISVILLE, KY 40232	3/25/2003	23568277	$3,890
FOODSERVICE PURCHASING COOP	PO BOX 32033 LOUISVILLE, KY 40232	3/31/2003	23575275	$4,099
FOODSERVICE PURCHASING COOP	PO BOX 32033 LOUISVILLE, KY 40232	2/20/2003	23552231	$12,365
FOODSERVICE PURCHASING COOP	PO BOX 32033 LOUISVILLE, KY 40232	2/21/2003	23552381	$13,636
FOODSERVICE PURCHASING COOP	PO BOX 32033 LOUISVILLE, KY 40232	3/24/2003	23570254	$13,845
FOODTOWN #60257	RT 37 TOMS RIVER, NJ 08753	1/15/2003	4043136	$376
FOODTOWN #60257	RT 37 TOMS RIVER, NJ 08753	1/15/2003	4042497	$160
FOODTOWN #60257	RT 37 TOMS RIVER, NJ 08753	2/5/2003	4043696	$230
FOODTOWN #60257	RT 37 TOMS RIVER, NJ 08753	3/26/2003	4044085	$47
FOODTOWN #60335	505 RICHMOND AVE POINT PLEASANT, NJ 08742	1/23/2003	4043828	$7,047
FOODTOWN #60335	505 RICHMOND AVE POINT PLEASANT, NJ 08742	1/15/2003	4043262	$1,985
FOODTOWN #60581	41-25 GREENPOINT AVE SUNNYSIDE, NY 11104	3/7/2003	4044087	$304
FOODTOWN #60581	41-25 GREENPOINT AVE SUNNYSIDE, NY 11104	1/22/2003	4043699	$281
FOODTOWN #60581	41-25 GREENPOINT AVE SUNNYSIDE, NY 11104	1/3/2003	4043139	$241
FOODVILLE MARKET	616 LAUREL SAN CARLOS, CA 94070	2/21/2003	4021900	$3,217
FOODWAY IGA SUPERMARKET	P.O. BOX 600 COLUMBIA, NC 27925	2/6/2003	1000004966	$4,840
FOODWAY IGA SUPERMARKET	P.O. BOX 600 COLUMBIA, NC 27925	2/7/2003	3040398	$315
FOODWAY IGA SUPERMARKET	P.O. BOX 600 COLUMBIA, NC 27925	1/2/2003	3039547	$250
FORBES INDUSTRIAL PARK LLC	KESSINGER/HUNTER & CO 2600 GRAND BLVD STE 700 KANS	2/12/2003	25781643	$285
FORBES INDUSTRIAL PARK LLC	KESSINGER/HUNTER & CO 2600 GRAND BLVD STE 700 KANS	1/6/2003	25764669	$932
FORBES INDUSTRIAL PARK LLC	KESSINGER/HUNTER & CO 2600 GRAND BLVD STE 700 KANS	3/10/2003	25789630	$430
FORCE ONE	504 PENNSYLVANIA FEASTERVILLE BUSINESS CAMPUS FEAS	1/31/2003	23544713	$3,593
FORCE ONE	504 PENNSYLVANIA FEASTERVILLE BUSINESS CAMPUS FEAS	1/15/2003	25768332	$739
FORD & CO <LUTHER	PO BOX 201405 BLOOMINGTON, MN. 55420	3/31/2003	23575338	$498
FORD & CO <LUTHER	PO BOX 201405 BLOOMINGTON, MN. 55420	2/24/2003	23552753	$482
FORD & CO <LUTHER	PO BOX 201405 BLOOMINGTON, MN. 55420	3/28/2003	23571841	$427
FORD & CO <LUTHER	PO BOX 201405 BLOOMINGTON, MN. 55420	1/30/2003	23541823	$863
FORD & CO <LUTHER	PO BOX 201405 BLOOMINGTON, MN. 55420	3/24/2003	23565102	$838
FORD GUM & MACHINE CO INC	PO BOX 2984 BUFFALO, NY 14240	3/5/2003	23556922	$4,606
FORD GUM & MACHINE CO INC	PO BOX 2984 BUFFALO, NY 14240	3/11/2003	23561026	$17,997
FORD GUM & MACHINE CO INC	PO BOX 2984 BUFFALO, NY 14240	2/11/2003	23547527	$1,819

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FORD GUM & MACHINE CO INC	PO BOX 2984 BUFFALO, NY 14240	2/18/2003	23549686	$53
FORD GUM & MACHINE CO INC	PO BOX 2984 BUFFALO, NY 14240	3/10/2003	23559838	$33,475
FORD GUM & MACHINE CO INC	PO BOX 2984 BUFFALO, NY 14240	3/7/2003	25792589	$10,654
FORD GUM & MACHINE CO INC	PO BOX 2984 BUFFALO, NY 14240	3/28/2003	23574517	$732
FORD GUM MACHINE CO	P O BOX 2984	3/7/2003	74966	$14,591
FORD GUM MACHINE CO	P O BOX 2984	3/3/2003	73224	$14,591
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	1/22/2003	23541038	$10,117
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	1/27/2003	23541825	$2,226
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	2/19/2003	23549908	$2,428
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	1/14/2003	23539382	$282
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	1/13/2003	23539010	$2,213
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	1/31/2003	23545321	$2,574
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	3/12/2003	23561529	$278
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	2/7/2003	23547394	$7,693
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	2/14/2003	23548540	$14,359
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	1/8/2003	23537917	$1,976
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	1/8/2003	23537606	$5,400
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	2/7/2003	23546341	$1,986
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	3/7/2003	23558172	$189
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	2/26/2003	23554125	$44
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	3/5/2003	23556701	$850
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	2/24/2003	23552756	$966
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	1/3/2003	23536119	$6,580
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	2/19/2003	23552102	$6,757
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	1/24/2003	23543075	$47,573
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	2/17/2003	23550592	$3,732
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	1/6/2003	23537121	$16,958
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	1/31/2003	23544236	$14,033
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	1/29/2003	23543823	$561
FOREIGN CANDY CO., INC	SDS 12-1920 PO BOX 86 MINNEAPOLIS, MN 55486	3/10/2003	23559351	$1,458
FOREIGN CANDY INC.	SDS 12-1920	3/6/2003	74501	$6,003
FOREIGN CANDY INC.	SDS 12-1920	2/7/2003	65022	$4,290
FOREIGN CANDY INC.	SDS 12-1920	1/24/2003	59741	$8,710
FOREIGN CANDY INC.	SDS 12-1920	2/3/2003	63155	$11,297
FOREIGN CANDY INC.	SDS 12-1920	3/21/2003	82981	$10,533
FOREIGN CANDY INC.	SDS 12-1920	3/3/2003	73209	$7,731
FOREIGN CANDY INC.	SDS 12-1920	3/12/2003	76924	$15,371
FOREIGN CANDY INC.	SDS 12-1920	3/20/2003	82155	$12,675
FOREIGN CANDY INC.	SDS 12-1920	1/23/2003	59188	$4,392
FOREIGN CANDY INC.	SDS 12-1920	1/29/2003	61448	$15,371
FOREIGN CANDY INC.	SDS 12-1920	1/27/2003	60572	$10,432
FOREIGN CANDY INC.	SDS 12-1920	1/10/2003	55165	$9,813
FOREIGN CANDY INC.	SDS 12-1920	1/17/2003	57464	$10,680
FOREIGN CANDY INC.	SDS 12-1920	1/20/2003	58016	$1,888
FOREIGN CANDY INC.	SDS 12-1920	2/17/2003	68407	$9,318

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FOREMAN SAUSAGE <GEORGE	PO BOX 23 MOULTON, TX 77975	3/24/2003	23565842	$1,380
FOREMAN, BRIAN	43 EDWARDS CEMETER	3/10/2003	75691	$816
FORESITE FOODS INC	130 DANIELS CHAPEL ROAD EVA, AL 35621	1/23/2003	25771417	$16,668
FORESITE FOODS INC	130 DANIELS CHAPEL ROAD EVA, AL 35621	3/7/2003	23558681	$15,876
FORESITE FOODS INC	130 DANIELS CHAPEL ROAD EVA, AL 35621	3/26/2003	23573066	$17,516
FORESITE FOODS INC	130 DANIELS CHAPEL ROAD EVA, AL 35621	2/6/2003	25779872	$6,552
FORESITE FOODS INC	130 DANIELS CHAPEL ROAD EVA, AL 35621	3/7/2003	25790689	$14,304
FORESITE FOODS INC	130 DANIELS CHAPEL ROAD EVA, AL 35621	3/24/2003	23571016	$9,117
FOREST FLOOR FOODS LLC	N5014 NORTHVIEW RD EDEN, WI 53019	3/7/2003	23558480	$2,738
FOREST FLOOR FOODS LLC	N5014 NORTHVIEW RD EDEN, WI 53019	2/24/2003	25776675	$2,290
FOREST FLOOR FOODS LLC	N5014 NORTHVIEW RD EDEN, WI 53019	1/27/2003	23544566	$3
FOREVER BLOSSOMS	PO BOX 526503 MIAMI, FL 33152	3/28/2003	23574703	$684
FOREVER BLOSSOMS	PO BOX 526503 MIAMI, FL 33152	3/24/2003	23571079	$664
FORKED RIVER SHOP N BAG	800 W LACEY ROAD FORKED RIVER, NJ 08731	1/1/2003	4043679	$602
FORKED RIVER SHOP N BAG	800 W LACEY ROAD FORKED RIVER, NJ 08731	1/29/2003	4043701	$150
FORKED RIVER SHOP N BAG	800 W LACEY ROAD FORKED RIVER, NJ 08731	3/5/2003	4044286	$206
FORKED RIVER SHOP N BAG	800 W LACEY ROAD FORKED RIVER, NJ 08731	3/5/2003	4044199	$602
FORKED RIVER SHOP N BAG	800 W LACEY ROAD FORKED RIVER, NJ 08731	1/2/2003	4043368	$765
FORKED RIVER SHOP N BAG	800 W LACEY ROAD FORKED RIVER, NJ 08731	1/2/2003	4042861	$674
FORKED RIVER SHOP N BAG	800 W LACEY ROAD FORKED RIVER, NJ 08731	2/12/2003	1027289	$992
FORKLIFT SPECIALTIES INC.	3711 WEST FRANKLIN AVENUE FRESNO, CA 93706	3/27/2003	23569571	$1,588
FORKLIFT SPECIALTIES INC.	3711 WEST FRANKLIN AVENUE FRESNO, CA 93706	3/7/2003	23558605	$267
FORKLIFT SPECIALTIES INC.	3711 WEST FRANKLIN AVENUE FRESNO, CA 93706	1/29/2003	23543524	$892
FORKLIFT SPECIALTIES INC.	3711 WEST FRANKLIN AVENUE FRESNO, CA 93706	2/20/2003	23550151	$380
FORKLIFTS INC	1700 E 8TH ST KANSAS CITY, MO 64106	2/18/2003	25783283	$1,050
FORKLIFTS INC	1700 E 8TH ST KANSAS CITY, MO 64106	3/18/2003	23566753	$26
FORKLIFTS OF MINNESOTA INC	PO BOX 20028 BLOOMINGTON, MN 55420	2/18/2003	23552035	$778
FORT BENNING COMMISSARY	DFAS-CO BLDG 9230 FORT BENNING, GA 31905	3/14/2003	1000008727	$663
FORT BENNING COMMISSARY	DFAS-CO BLDG 9230 FORT BENNING, GA 31905	1/27/2003	2119962	$44
FORT BENNING COMMISSARY	DFAS-CO BLDG 9230 FORT BENNING, GA 31905	2/18/2003	1000005975	$1,790
FORT BENNING COMMISSARY	DFAS-CO BLDG 9230 FORT BENNING, GA 31905	3/3/2003	1000007678	$1,440
FORT BENNING COMMISSARY	DFAS-CO BLDG 9230 FORT BENNING, GA 31905	1/27/2003	2119984	$1,707
FORT BENNING COMMISSARY	DFAS-CO BLDG 9230 FORT BENNING, GA 31905	3/27/2003	1000010314	$1,134
FORT BENNING COMMISSARY	DFAS-CO BLDG 9230 FORT BENNING, GA 31905	1/16/2003	2119899	$196
FORT GILLEM COMMISSARY	DFAS-CO BLDG 214 FOREST PARK, GA 30297	3/4/2003	1000007458	$432
FORT GILLEM COMMISSARY	DFAS-CO BLDG 214 FOREST PARK, GA 30297	2/18/2003	1000005976	$212
FORT GILLEM COMMISSARY	DFAS-CO BLDG 214 FOREST PARK, GA 30297	3/28/2003	1000010315	$235
FORT GILLEM COMMISSARY	DFAS-CO BLDG 214 FOREST PARK, GA 30297	1/6/2003	2119758	$122
FORT GILLEM COMMISSARY	DFAS-CO BLDG 214 FOREST PARK, GA 30297	1/27/2003	2119985	$264
FORT GILLEM COMMISSARY	DFAS-CO BLDG 214 FOREST PARK, GA 30297	3/21/2003	1000009372	$407
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/13/2003	31118203	$258,013
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/7/2003	25780628	$214,442
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/28/2003	25777034	$18,431
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/29/2003	25777589	$148,337
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/5/2003	25780626	$270,515

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/3/2003	25778673	$212,348
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/31/2003	25778054	$297,413
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/29/2003	25777591	$159,928
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/28/2003	31118284	$259,277
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/24/2003	31118253	$275,348
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/21/2003	31118239	$282,869
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/11/2003	25783121	$28,850
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/10/2003	31118147	$231,829
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/5/2003	31118146	$251,393
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/21/2003	31118240	$238,153
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/3/2003	31118117	$263,363
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/18/2003	25784140	$151,218
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/29/2003	31118111	$226,685
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/24/2003	31118064	$159,033
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/4/2003	25792205	$56,019
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/3/2003	25791361	$26,923
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/28/2003	25790226	$205,448
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/28/2003	25789767	$272,085
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/21/2003	31118241	$250,947
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/8/2003	25768991	$149,680
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/21/2003	31118250	$243,021
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/21/2003	25787246	$242,638
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/30/2003	23545053	$228,251
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/7/2003	25781127	$238,254
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/29/2003	25777590	$177,625
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/13/2003	25770082	$143,193
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/22/2003	25773230	$33,270
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/28/2003	25775692	$30,784
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/28/2003	25776218	$14,722
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/10/2003	25769406	$112,206
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/31/2003	23576351	$265,426
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/6/2003	31118305	$195,075
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/6/2003	25767653	$117,466
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/6/2003	25766804	$182,381
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/31/2003	23576353	$215,476
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/31/2003	23576352	$272,540
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/13/2003	25783713	$181,828
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/21/2003	25772607	$28,583
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/29/2003	31118112	$241,083
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/28/2003	23574916	$130,877
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/26/2003	23554236	$207,714
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/13/2003	25783712	$200,684
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/5/2003	25780627	$266,499
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/10/2003	23560455	$293,502
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/30/2003	23545055	$261,734

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/19/2003	23552193	$153,602
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/25/2003	23572443	$80,923
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/3/2003	23555531	$176,892
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/27/2003	23571440	$49,723
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/27/2003	23571439	$350,350
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/25/2003	23568910	$21,631
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/24/2003	23567565	$279,135
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/26/2003	23573279	$282,980
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/24/2003	23542801	$232,289
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/17/2003	23566432	$205,185
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/3/2003	23545748	$227,902
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/11/2003	23561300	$241,327
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/26/2003	23573280	$49,143
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/24/2003	23553562	$300,015
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/24/2003	23553564	$27,509
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/17/2003	23566433	$148,347
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/26/2003	23554235	$242,835
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/10/2003	23560454	$248,192
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/3/2003	23555530	$249,649
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/10/2003	23560453	$261,542
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/7/2003	23558924	$44,301
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/5/2003	23557212	$323,356
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/4/2003	23556459	$283,830
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/6/2003	23537499	$55,272
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/12/2003	23562112	$354,122
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/6/2003	23547150	$236,847
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/21/2003	25786617	$286,413
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/24/2003	25786616	$320,043
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/18/2003	25784785	$282,781
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/3/2003	31118119	$245,396
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/3/2003	23545577	$193,626
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/19/2003	23552191	$286,425
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/21/2003	23551996	$255,405
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/17/2003	23551370	$58,310
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/21/2003	23551369	$289,388
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/21/2003	23551368	$253,011
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/14/2003	23549359	$30,876
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	3/12/2003	23562113	$26,373
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/4/2003	23547713	$112,827
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/21/2003	25786618	$279,441
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/3/2003	23545749	$169,570
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/19/2003	23552192	$234,706
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/3/2003	23545578	$75,110
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/27/2003	23543361	$39,231
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/31/2003	23545054	$216,866

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/27/2003	23543599	$105,999
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/27/2003	23542802	$178,696
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/23/2003	23541569	$314,202
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/21/2003	23541194	$306,271
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/7/2003	23538073	$230,396
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	1/6/2003	23537818	$206,653
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/10/2003	23547916	$165,082
FORT JAMES CORPORATION	PO BOX 840519 DALLAS, TX 75284	2/24/2003	23553563	$219,859
FORT LEONARD WOOD	5150 KANSAS AVE KANSAS CITY, KS 66106	2/24/2003	1000006800	$2,125
FORT LEONARD WOOD	5150 KANSAS AVE KANSAS CITY, KS 66106	3/14/2003	1000008674	$1,908
FORT LEONARD WOOD	5150 KANSAS AVE KANSAS CITY, KS 66106	3/7/2003	1000006023	$1,969
FORT LEONARD WOOD	5150 KANSAS AVE KANSAS CITY, KS 66106	1/29/2003	1000004815	$979
FORT LEONARD WOOD	5150 KANSAS AVE KANSAS CITY, KS 66106	1/15/2003	1000004315	$1,964
FORT LEONARD WOOD	5150 KANSAS AVE KANSAS CITY, KS 66106	1/6/2003	1000003928	$10,033
FORT MCCLELLAN COMMISSARY	171 TOWN CENTER DR FORT MCCLELLAN, AL 36205	3/18/2003	1000008728	$94
FORT MCCLELLAN COMMISSARY	171 TOWN CENTER DR FORT MCCLELLAN, AL 36205	1/21/2003	2119900	$228
FORT MCCLELLAN COMMISSARY	171 TOWN CENTER DR FORT MCCLELLAN, AL 36205	3/4/2003	1000007679	$312
FORT MCCLELLAN COMMISSARY	171 TOWN CENTER DR FORT MCCLELLAN, AL 36205	1/30/2003	2120009	$124
FORT MCCLELLAN COMMISSARY	171 TOWN CENTER DR FORT MCCLELLAN, AL 36205	1/13/2003	2119814	$210
FORT MCCLELLAN COMMISSARY	171 TOWN CENTER DR FORT MCCLELLAN, AL 36205	2/19/2003	1000005833	$140
FORT MCPHERSON COMMISSARY	DFAS-CO BLDG. 214 FORT MCPHERSON, GA 30050	1/27/2003	2119987	$62
FORT MCPHERSON COMMISSARY	DFAS-CO BLDG. 214 FORT MCPHERSON, GA 30050	2/25/2003	1000006739	$91
FORT MCPHERSON COMMISSARY	DFAS-CO BLDG. 214 FORT MCPHERSON, GA 30050	1/27/2003	2119986	$76
FORT MCPHERSON COMMISSARY	DFAS-CO BLDG. 214 FORT MCPHERSON, GA 30050	2/25/2003	1000006588	$9
FORT MCPHERSON COMMISSARY	DFAS-CO BLDG. 214 FORT MCPHERSON, GA 30050	3/4/2003	1000007552	$63
FORT MCPHERSON COMMISSARY	DFAS-CO BLDG. 214 FORT MCPHERSON, GA 30050	3/21/2003	1000009373	$67
FORT MCPHERSON COMMISSARY	DFAS-CO BLDG. 214 FORT MCPHERSON, GA 30050	1/17/2003	2119901	$72
FORT MCPHERSON COMMISSARY	DFAS-CO BLDG. 214 FORT MCPHERSON, GA 30050	1/6/2003	2119759	$110
FORT MCPHERSON COMMISSARY	DFAS-CO BLDG. 214 FORT MCPHERSON, GA 30050	1/6/2003	2119760	$165
FORT RILEY	5150 KANSAS AVE KANSAS CITY, KS 66106	3/14/2003	1000008675	$6,091
FORT RILEY	5150 KANSAS AVE KANSAS CITY, KS 66106	1/8/2003	1000003929	$6,109
FORT RILEY	5150 KANSAS AVE KANSAS CITY, KS 66106	2/21/2003	1000006801	$6,957
FORT RILEY	5150 KANSAS AVE KANSAS CITY, KS 66106	1/15/2003	1000004316	$4,961
FORT RILEY	5150 KANSAS AVE KANSAS CITY, KS 66106	2/14/2003	1000006024	$5,742
FORT RILEY	5150 KANSAS AVE KANSAS CITY, KS 66106	1/29/2003	1000004816	$6,814
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	1/6/2003	2119762	$448
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	1/6/2003	2119761	$218
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	1/7/2003	2119815	$22
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	2/5/2003	1000005090	$86
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	2/21/2003	1000005834	$1,752
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	2/20/2003	1000006108	$46
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	3/4/2003	1000007680	$2,089
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	3/17/2003	1000008600	$71
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	3/19/2003	1000009491	$993
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	3/17/2003	1000009132	$24

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	1/28/2003	2120011	$854
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	3/27/2003	1000010316	$1,286
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	1/24/2003	2119963	$34
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	1/28/2003	2120010	$921
FORT RUCKER COMMISSARY	DFAS-CO BLDG 9213 FORT RUCKER, AL 36362	1/14/2003	2119902	$3,338
FORT SHAFTER COMMISSARY	DFSA-CO BLDG 341 FORT SHAFTER, HI 96858	1/6/2003	4019529	$2,114
FORT SHAFTER PX MART	BLDG 550 FORT SHAFTER, HI 96858	3/13/2003	1000008160	$789
FOSTER ENTERPRISES	PO BOX 2340 WEST COVINA, CA 91793	3/6/2003	25791261	$2,040
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/18/2003	23566936	$29,684
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/11/2003	23560902	$114,584
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/12/2003	23561632	$183,017
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/13/2003	23562414	$54,964
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/17/2003	23565330	$285,346
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/10/2003	23547448	$17,868
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/17/2003	23540102	$41,382
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/5/2003	23545992	$80,909
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/27/2003	23541997	$191,473
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/3/2003	23545655	$298,517
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/24/2003	23552889	$249,576
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/10/2003	23538351	$168,796
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/20/2003	23552244	$83,490
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/19/2003	23552124	$166,370
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/18/2003	23551682	$25,855
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/7/2003	23558310	$26,620
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/4/2003	23545656	$163,133
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/5/2003	23556799	$144,509
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/7/2003	23537953	$84,510
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/7/2003	23537641	$141,140
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/3/2003	23537207	$51,529
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/3/2003	23536239	$141,601
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/6/2003	23535703	$124,281
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/2/2003	23535305	$40,707
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/12/2003	23548163	$53,898
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/21/2003	23541067	$224,583
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/21/2003	23552411	$41,854
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/28/2003	23570496	$128,676
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/4/2003	23555945	$2,616
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/28/2003	23554461	$55,092
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/27/2003	23554288	$32,572
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/26/2003	23554144	$124,324
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/25/2003	23553857	$23,370
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/26/2003	23568424	$56,168
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/6/2003	23557503	$54,106
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/20/2003	23550279	$48,137
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/31/2003	23575529	$191,322

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/24/2003	23567837	$136,689
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/27/2003	23570495	$279,590
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/17/2003	23550746	$256,048
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/14/2003	23564196	$53,332
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/25/2003	23571951	$4,256
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/26/2003	23572815	$109,135
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/11/2003	23547799	$197,592
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/28/2003	23574336	$48,777
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/10/2003	23559548	$241,641
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/16/2003	25771297	$269,114
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/6/2003	25792517	$239,624
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/14/2003	23548688	$274,127
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/26/2003	23569311	$75,012
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/20/2003	23550747	$90,306
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/14/2003	23548689	$89,872
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/18/2003	23549630	$18,748
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/27/2003	23573594	$39,143
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/22/2003	23541276	$56,857
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	3/17/2003	23565331	$35,775
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/19/2003	23550111	$55,683
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/19/2003	23549930	$188,099
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/10/2003	23539070	$151,524
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/14/2003	23539401	$246,478
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/21/2003	23540781	$163,705
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/11/2003	23547987	$60,752
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/3/2003	23545379	$227
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/31/2003	23544380	$223,113
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/29/2003	23543849	$140,989
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/28/2003	23543469	$212,405
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/27/2003	23543132	$44,437
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/10/2003	23546498	$190,378
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/24/2003	23541484	$78,263
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	2/5/2003	23545819	$82,914
FOSTER FARMS	PO BOX 39000 DEPT # 33334 SAN FRANCISCO, CA 9413	1/15/2003	23539749	$61,598
FOSTER FARMS	DEPT # 33334	3/27/2003	85918	$3,674
FOSTER FARMS	DEPT # 33334	3/25/2003	84348	$2,897
FOSTER FARMS	DEPT # 33334	3/25/2003	84348	$3,142
FOSTER FOOD	AIRPORT ROAD STRAND GRAND CAYMAN, CI 00000	2/13/2003	2035445	$1,484
FOSTER FOOD	AIRPORT ROAD STRAND GRAND CAYMAN, CI 00000	3/10/2003	2065263	$5,201
FOULDS INC	DEPT 77-52122 CHICAGO, IL 60678	3/25/2003	23572306	$705
FOUR GUYS IN BRAKES INC	DBA HALL BRAKE SUPPY 214 SOUTH 11TH AVENUE PHOENIX	3/24/2003	23566153	$914
FOUR LEE'S LAWN SERVICE	5521 MAUMEE COVE MEMPHIS, TN 38125	2/21/2003	25784848	$1,507
FOUR LEE'S LAWN SERVICE	5521 MAUMEE COVE MEMPHIS, TN 38125	3/11/2003	23561382	$1,407
FOUR LEE'S LAWN SERVICE	5521 MAUMEE COVE MEMPHIS, TN 38125	1/23/2003	25773294	$1,507
FOUR OAKS FOOD STORE	PO BOX 243 FOUR OAKS, NC 27524	2/11/2003	1000004967	$8,834

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FOUR OAKS IGA	PO DRAWER 148 SMITHFIELD, NC 27577	1/14/2003	3039550	$1,120
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/26/2003	25788358	$9,484
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/4/2003	23544966	$174,085
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/14/2003	23564603	$178,332
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/3/2003	25789742	$292,936
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/5/2003	23557156	$3,117
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/7/2003	25779996	$175,437
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/6/2003	23546115	$294,230
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/12/2003	23548289	$291,526
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/15/2003	25769380	$10,649
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/21/2003	23551284	$6,036
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/28/2003	23571319	$277,930
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/13/2003	23538740	$213,619
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/28/2003	23571318	$296,462
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/10/2003	23560330	$294,447
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/10/2003	23560331	$299,165
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/10/2003	23560332	$299,740
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/14/2003	23564601	$292,732
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/14/2003	23564602	$297,417
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/14/2003	23549264	$3,894
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/28/2003	23574837	$239,926
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/17/2003	25770522	$7,954
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/9/2003	25767585	$30,155
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/31/2003	23576235	$299,893
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/31/2003	23576236	$246,687
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/2/2003	25764915	$16,954
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/28/2003	23571320	$212,229
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/7/2003	23558844	$4,111
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/8/2003	25766788	$166,624
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/24/2003	23542689	$265,224
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/9/2003	25768493	$18,795
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/23/2003	25771856	$7,397
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/13/2003	25768962	$293,896
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/15/2003	25770029	$19,425
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/17/2003	23540495	$10,638
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/16/2003	25771024	$153,753
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/16/2003	25771023	$292,000
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/8/2003	25766787	$289,896
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/5/2003	25779168	$5,773
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/24/2003	25773818	$23,282
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/27/2003	25774497	$292,986
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/7/2003	31117915	$299,203
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/30/2003	25776200	$8,097
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/21/2003	25785967	$296,179
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/5/2003	25777555	$295,811

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/31/2003	25776979	$2,574
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/5/2003	25778624	$14,596
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/12/2003	25781765	$5,945
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/20/2003	25785304	$3,729
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/10/2003	25781093	$7,303
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/29/2003	25775644	$8,637
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/3/2003	23555440	$106,981
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/12/2003	25782305	$4,400
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/23/2003	25772562	$4,663
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/20/2003	25784745	$7,924
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/5/2003	25778021	$65
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/5/2003	25790809	$7,099
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/13/2003	25783066	$140,320
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/15/2003	31117977	$280,020
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/31/2003	31118110	$276,002
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/27/2003	25789155	$10,335
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/10/2003	25792755	$296,356
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/13/2003	31117947	$284,490
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/21/2003	25785968	$173,694
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/24/2003	31118062	$291,674
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/6/2003	31118129	$279,267
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/12/2003	31118188	$291,845
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/24/2003	31118219	$284,201
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	1/23/2003	25773199	$9,994
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/3/2003	31118283	$289,510
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/24/2003	23553475	$153,279
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/7/2003	31118304	$291,304
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	3/6/2003	25792148	$4,176
FOUR SEASONS PRODUCE, INC.	1975 N. READING RD. DENVER, PA 17517	2/26/2003	25787809	$4,713
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	1/17/2003	25770198	$6,202
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	2/20/2003	25784212	$2,207
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	1/15/2003	25769458	$1,020
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	3/11/2003	23560691	$3,518
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	2/20/2003	25784895	$2,286
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	2/13/2003	25782442	$1,656
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	2/6/2003	25777685	$2,137
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	1/31/2003	23544058	$2,571
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	1/23/2003	25772734	$2,094
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	3/6/2003	25791470	$1,308
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	2/26/2003	25787327	$1,890
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	1/29/2003	25774625	$5,459
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	1/8/2003	25766623	$5,180
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	2/7/2003	25779382	$1,215
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	1/24/2003	23541603	$4,747
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	1/15/2003	25769053	$8,432

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	1/9/2003	25766826	$62,548
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	3/27/2003	23573434	$3,134
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	3/26/2003	23569046	$3,254
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	3/12/2003	23561407	$2,927
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	3/17/2003	23564839	$2,256
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	3/4/2003	23555680	$1,523
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	3/3/2003	23554649	$1,229
FOUR SEASONS TRADING CO	1975 NORTH READING ROAD DENVER, PA 17517	1/8/2003	23535944	$2,558
FOUR STAR MEATS	P.O.BOX 429 AMITE, LA 70422	3/7/2003	23558323	$1,003
FOUST, LANNY	C/O ALTOONA	3/12/2003	77047	$395
FOUST, LANNY	C/O ALTOONA	1/16/2003	57018	$734
FOUST, LANNY	C/O ALTOONA	1/23/2003	59324	$1,037
FOUST, LANNY	C/O ALTOONA	3/26/2003	85387	$849
FOUST, LANNY	C/O ALTOONA	1/3/2003	53034	$362
FOUST, LANNY	C/O ALTOONA	3/6/2003	74604	$986
FOUST, LANNY	C/O ALTOONA	1/9/2003	54759	$335
FOUST, LANNY	C/O ALTOONA	1/29/2003	61537	$400
FOUST, LANNY	C/O ALTOONA	2/13/2003	67260	$233
FOUST, LANNY	C/O ALTOONA	3/19/2003	81275	$657
FOUST, LANNY	C/O ALTOONA	2/26/2003	71460	$280
FOUST, LANNY	C/O ALTOONA	2/20/2003	69681	$426
FOUST, LANNY	C/O ALTOONA	2/6/2003	64591	$773
FOWLER'S SUPERMARKET	13564 SWAMP FOX HIGHWAY TABOR CITY, NC 28463	1/8/2003	3040245	$683
FOX & JAMES	337 OLD RT 22	2/28/2003	72607	$8,339
FOX & JAMES	337 OLD RT 22	3/28/2003	86381	$4,006
FOX & JAMES	337 OLD RT 22	1/29/2003	61499	$3,132
FOX & JAMES	337 OLD RT 22	1/29/2003	61499	$4,502
FOX & JAMES	337 OLD RT 22	1/27/2003	60695	$2,084
FOX & JAMES	337 OLD RT 22	1/27/2003	60695	$5,852
FOX & JAMES	337 OLD RT 22	1/29/2003	61499	$3,688
FOX & JAMES	337 OLD RT 22	2/28/2003	72607	$10,908
FOX & JAMES	337 OLD RT 22	1/27/2003	60695	$8,022
FOX & JAMES	337 OLD RT 22	2/28/2003	72607	$6,300
FOX & JAMES	337 OLD RT 22	3/26/2003	85303	$5,073
FOX & JAMES	337 OLD RT 22	2/28/2003	72607	$6,618
FOX & JAMES	337 OLD RT 22	3/26/2003	85303	$4,770
FOX & JAMES	337 OLD RT 22	3/26/2003	85303	$4,288
FOX & JAMES	337 OLD RT 22	1/29/2003	61499	$7,287
FOX PACKAGING CO	135 S LASALLE STREET	3/21/2003	83026	$3,701
FOX PACKAGING CO	135 S LASALLE STREET	2/17/2003	68446	$3,950
FOX PACKAGING CO	135 S LASALLE STREET	3/27/2003	85897	$3,542
FOX PACKAGING CO	135 S LASALLE STREET	3/14/2003	78684	$3,370
FOX PACKAGING CO	135 S LASALLE STREET	1/17/2003	57495	$3,370
FOX PACKAGING CO	135 S LASALLE STREET	3/11/2003	76263	$3,636
FOX PACKAGING CO	135 S LASALLE STREET	1/20/2003	58067	$3,725

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FOX PACKAGING CO	135 S LASALLE STREET	1/17/2003	57495	$3,370
FOX PACKAGING CO	135 S LASALLE STREET	2/7/2003	65052	$3,182
FOX PACKAGING CO	135 S LASALLE STREET	2/7/2003	65052	$3,370
FOX PACKAGING CO	135 S LASALLE STREET	2/13/2003	67171	$2,621
FOX PACKAGING CO	135 S LASALLE STREET	3/28/2003	86345	$3,622
FOX PACKAGING CO	135 S LASALLE STREET	3/4/2003	73547	$3,458
FOX PACKAGING CO	135 S LASALLE STREET	3/19/2003	81192	$3,660
FOX PACKAGING CO	135 S LASALLE STREET	2/21/2003	70133	$3,636
FOX PACKAGING CO	135 S LASALLE STREET	2/26/2003	71398	$3,370
FOX PACKAGING COMPANY	135 S LASALLE ST DEPT 2364 CHICAGO, IL 60674	3/31/2003	23576237	$13,949
FOX PACKAGING COMPANY	135 S LASALLE ST DEPT 2364 CHICAGO, IL 60674	1/21/2003	23540925	$650
FOX PACKAGING COMPANY	135 S LASALLE ST DEPT 2364 CHICAGO, IL 60674	2/10/2003	23547680	$180
FOX PACKAGING COMPANY	135 S LASALLE ST DEPT 2364 CHICAGO, IL 60674	2/3/2003	23544967	$1,912
FOX RUN CRAFTSMAN	PO BOX 8500-54497 PHILADELPHIA, PA 19178	1/10/2003	25768672	$3,543
FOX RUN CRAFTSMAN	PO BOX 8500-54497 PHILADELPHIA, PA 19178	1/24/2003	25773987	$3,290
FOX RUN CRAFTSMAN	PO BOX 8500-54497 PHILADELPHIA, PA 19178	3/10/2003	23559212	$1,978
FOX RUN CRAFTSMAN	PO BOX 8500-54497 PHILADELPHIA, PA 19178	1/24/2003	25773408	$3,145
FOX RUN CRAFTSMAN	PO BOX 8500-54497 PHILADELPHIA, PA 19178	1/29/2003	25776386	$2,158
FOX RUN CRAFTSMAN	PO BOX 8500-54497 PHILADELPHIA, PA 19178	3/10/2003	25792419	$60
FOX RUN CRAFTSMAN	PO BOX 8500-54497 PHILADELPHIA, PA 19178	3/3/2003	25789900	$1,700
FOX RUN CRAFTSMAN	PO BOX 8500-54497 PHILADELPHIA, PA 19178	3/5/2003	25791538	$10,277
FOX RUN CRAFTSMAN	PO BOX 8500-54497 PHILADELPHIA, PA 19178	3/3/2003	25789362	$3,679
FOXFIRE PRINTING	750 DAWSON DR NEWARK, DE 19713	3/26/2003	23573052	$1,286
FOXFIRE PRINTING	750 DAWSON DR NEWARK, DE 19713	2/18/2003	23549046	$2,622
FOXFIRE PRINTING	750 DAWSON DR NEWARK, DE 19713	3/3/2003	23555263	$1,299
FOXFIRE PRINTING	750 DAWSON DR NEWARK, DE 19713	2/24/2003	23553267	$2,606
FOXHAVEN APARTMENTS	4171 FOXHAVEN AVE NW CANTON, OH 44718	2/7/2003	4068362	$406
FOXHAVEN APARTMENTS	4171 FOXHAVEN AVE NW CANTON, OH 44718	2/25/2003	23553993	$406
FOX'S FESTIVAL MARKET #1050	3812 UNION DEPOSIT ROAD HARRISBURGH, PA 17109	2/10/2003	1027260	$6,977
FOX'S FESTIVAL MARKET #1050	3812 UNION DEPOSIT ROAD HARRISBURGH, PA 17109	1/10/2003	4043702	$348
FOX'S FESTIVAL MARKET #1050	3812 UNION DEPOSIT ROAD HARRISBURGH, PA 17109	2/5/2003	4043973	$1,862
FOX'S FESTIVAL MARKET #1050	3812 UNION DEPOSIT ROAD HARRISBURGH, PA 17109	1/29/2003	1027290	$2,675
FOX'S HERSHEY THRIFTWAY	731 CHERRY DRIVE HERSHEY, PA 17033	1/23/2003	4043703	$7,648
FOX'S HERSHEY THRIFTWAY	731 CHERRY DRIVE HERSHEY, PA 17033	2/10/2003	1027261	$6,533
FOX'S HERSHEY THRIFTWAY	731 CHERRY DRIVE HERSHEY, PA 17033	2/6/2003	4043974	$747
FOX'S HERSHEY THRIFTWAY	731 CHERRY DRIVE HERSHEY, PA 17033	2/26/2003	4044182	$472
FOX'S MKT STORE 2540	101 S UNION ST MIDDLETOWN, PA 17057	1/27/2003	4043795	$440
FOX'S MKT STORE 2540	101 S UNION ST MIDDLETOWN, PA 17057	3/26/2003	4044892	$415
FOX'S MKT STORE 2540	101 S UNION ST MIDDLETOWN, PA 17057	1/29/2003	1027291	$1,425
FOX'S MKT STORE 2540	101 S UNION ST MIDDLETOWN, PA 17057	2/5/2003	4043975	$1,289
FOX'S MKT STORE 2540	101 S UNION ST MIDDLETOWN, PA 17057	2/26/2003	4044070	$1,085
FOX'S MKT STORE 2540	101 S UNION ST MIDDLETOWN, PA 17057	2/10/2003	1027262	$4,869
FOX'S T/W MARKET-HERSHEY #731	731 CHERRY DRIVE HERSHEY, PA 17033	1/29/2003	1027292	$3,266
FP DUFFY	P O BOX 3217	3/10/2003	75637	$1,838
FP DUFFY	P O BOX 3217	2/10/2003	65629	$1,838

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FP DUFFY	P O BOX 3217	1/23/2003	59244	$1,932
FP DUFFY	P O BOX 3217	3/28/2003	86394	$1,691
FPC HOLDINGS, INC	T/A FIBER PRODUCTS P O BOX 17491 BALTIMORE, MD 2	3/10/2003	23559900	$17,215
FPC HOLDINGS, INC	T/A FIBER PRODUCTS P O BOX 17491 BALTIMORE, MD 2	3/14/2003	23564376	$7,944
FPC HOLDINGS, INC	T/A FIBER PRODUCTS P O BOX 17491 BALTIMORE, MD 2	1/10/2003	25767316	$27,402
FPC HOLDINGS, INC	T/A FIBER PRODUCTS P O BOX 17491 BALTIMORE, MD 2	2/18/2003	25782852	$33,759
FPI THERMOPLASTIC TECH	P O BOX 1907	1/3/2003	52895	$416
FPI THERMOPLASTIC TECH	P O BOX 1907	1/31/2003	62548	$1,455
FPI THERMOPLASTIC TECH	P O BOX 1907	1/17/2003	57499	$9,979
FPI THERMOPLASTIC TECH	P O BOX 1907	1/3/2003	52895	$3,119
FPI THERMOPLASTIC TECH	P O BOX 1907	1/24/2003	59765	$14,969
FPI THERMOPLASTIC TECH	P O BOX 1907	3/10/2003	75596	$4,574
FPI THERMOPLASTIC TECH	P O BOX 1907	3/5/2003	73945	$5,613
FPI THERMOPLASTIC TECH	P O BOX 1907	3/13/2003	77937	$4,366
FPI THERMOPLASTIC TECH	P O BOX 1907	1/16/2003	56965	$6,237
FPI THERMOPLASTIC TECH	P O BOX 1907	2/10/2003	65602	$9,148
FPI THERMOPLASTIC TECH	P O BOX 1907	1/3/2003	52895	$9,979
FPI THERMOPLASTIC TECH	P O BOX 1907	2/19/2003	69072	$8,524
FPI THERMOPLASTIC TECH	P O BOX 1907	2/10/2003	65602	$1,455
FPI THERMOPLASTIC TECH	P O BOX 1907	2/6/2003	64533	$7,692
FPI THERMOPLASTIC TECH	P O BOX 1907	2/21/2003	70135	$9,563
FPI THERMOPLASTIC TECH	P O BOX 1907	2/10/2003	65602	$4,366
FPI THERMOPLASTIC TECH	P O BOX 1907	2/6/2003	64533	$2,287
FPI THERMOPLASTIC TECH	P O BOX 1907	2/6/2003	64533	$2,079
FRABONI, INC.	315 EAST 13TH STREET HIBBING, MN 55746	1/31/2003	23543760	$454
FRABONI, INC.	315 EAST 13TH STREET HIBBING, MN 55746	3/24/2003	23571380	$454
FRABONI, INC.	315 EAST 13TH STREET HIBBING, MN 55746	2/21/2003	23550194	$454
FRAKES TRUCKING <RALPH	5324 S TOPEKA BLVD TOPEKA, KS 66615	3/27/2003	23567289	$325
FRAKES TRUCKING <RALPH	5324 S TOPEKA BLVD TOPEKA, KS 66615	2/24/2003	25787101	$300
FRANCISCO VEGA OTERO, INC	APARTADO 175 CAGUAS, PR 00726	3/24/2003	23562164	$272
FRANCISCO VEGA OTERO, INC	APARTADO 175 CAGUAS, PR 00726	1/6/2003	25765888	$5,844
FRANCOIS OIL	C/O DIV 51	1/6/2003	53639	$10,723
FRANCO'S COCKTAIL MIXES	121 SW 5TH COURT POMPANO BEACH, FL 33060	2/7/2003	23546867	$1,705
FRANK BOYCE	PO BOX 565 WARSAW, NC 28398	2/11/2003	1000005235	$367
FRANK BOYCE	PO BOX 565 WARSAW, NC 28398	2/14/2003	1000004636	$530
FRANK BOYCE	PO BOX 565 WARSAW, NC 28398	3/24/2003	1000008202	$395
FRANK BOYCE	PO BOX 565 WARSAW, NC 28398	1/28/2003	1000004323	$320
FRANK BOYCE	PO BOX 565 WARSAW, NC 28398	1/14/2003	1000003558	$579
FRANK BOYCE	PO BOX 565 WARSAW, NC 28398	3/10/2003	1000006690	$1,026
FRANK BOYCE	PO BOX 565 WARSAW, NC 28398	2/24/2003	1000004968	$471
FRANK BOYCE	PO BOX 565 WARSAW, NC 28398	1/15/2003	1000004049	$414
FRANK BOYCE	PO BOX 565 WARSAW, NC 28398	1/14/2003	1000003652	$457
FRANK BOYCE	PO BOX 565 WARSAW, NC 28398	3/10/2003	1000007499	$452
FRANK CHESSER	PO BOX 11336 FRESNO, CA 93772	2/28/2003	4021990	$294
FRANK CHESSER	PO BOX 11336 FRESNO, CA 93772	3/21/2003	4022164	$447

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRANK CHESSER	PO BOX 11336 FRESNO, CA 93772	1/21/2003	4021622	$324
FRANK CHESSER	PO BOX 11336 FRESNO, CA 93772	1/21/2003	4021573	$252
FRANK CHESSER	PO BOX 11336 FRESNO, CA 93772	2/28/2003	4021996	$550
FRANK CHESSER	PO BOX 11336 FRESNO, CA 93772	1/13/2003	4021540	$511
FRANK CHESSER	PO BOX 11336 FRESNO, CA 93772	2/18/2003	4021872	$349
FRANK CHESSER	PO BOX 11336 FRESNO, CA 93772	2/7/2003	4021732	$854
FRANK DOWDY	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/6/2003	2051323	$568
FRANK DOWDY	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/15/2003	2050769	$211
FRANK DOWDY	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/23/2003	2050810	$207
FRANK DOWDY	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/5/2003	2050997	$264
FRANK DOWDY	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/27/2003	2050932	$504
FRANK DOWDY	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/3/2003	2051261	$394
FRANK DOWDY	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/3/2003	2050678	$273
FRANK DOWDY	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/17/2003	2051389	$101
FRANK DOWDY	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/17/2003	2051427	$306
FRANK DOWDY	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/24/2003	2051484	$120
FRANK DOWDY	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/19/2003	2051152	$328
FRANK DOWDY	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/27/2003	2050874	$109
FRANK DOWDY	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/19/2003	2051107	$542
FRANK GALLAGHER	1232 LONGFORD ROAD WEST CHESTER, PA 19380	1/6/2003	1027131	$288
FRANK GALLAGHER	1232 LONGFORD ROAD WEST CHESTER, PA 19380	1/23/2003	1027218	$574
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	3/27/2003	4069588	$430
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	3/13/2003	4069521	$365
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	3/13/2003	4069162	$533
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	2/13/2003	4068905	$151
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	3/27/2003	4069839	$317
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	1/6/2003	4067390	$233
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	2/13/2003	4068850	$353
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	1/17/2003	4068221	$213
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	1/17/2003	4068138	$238
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	1/6/2003	4067426	$113
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	1/17/2003	4067781	$169
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	3/27/2003	4069719	$157
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	2/13/2003	4068390	$325
FRANK GUZZETTA	211 PIERCE AVENUE HAMBURG, NY 14075	3/13/2003	4069057	$237
FRANK HUFFMAN	606 FORREST ROAD WARSAW, NC 28398	3/24/2003	1000009884	$567
FRANK HUFFMAN	606 FORREST ROAD WARSAW, NC 28398	3/24/2003	1000010109	$157
FRANK HUFFMAN	606 FORREST ROAD WARSAW, NC 28398	1/17/2003	1000004227	$54
FRANK HUFFMAN	606 FORREST ROAD WARSAW, NC 28398	1/30/2003	1000004754	$93
FRANK HUFFMAN	606 FORREST ROAD WARSAW, NC 28398	2/25/2003	1000007409	$250
FRANK HUFFMAN	606 FORREST ROAD WARSAW, NC 28398	3/5/2003	1000007866	$299
FRANK HUFFMAN	606 FORREST ROAD WARSAW, NC 28398	2/21/2003	1000006691	$381
FRANK HUFFMAN	606 FORREST ROAD WARSAW, NC 28398	1/8/2003	1000004050	$244
FRANK HUFFMAN	606 FORREST ROAD WARSAW, NC 28398	2/4/2003	1000005161	$58
FRANK HUFFMAN	606 FORREST ROAD WARSAW, NC 28398	1/17/2003	1000004324	$137

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRANK HUFFMAN	606 FORREST ROAD WARSAW, NC 28398	1/30/2003	1000004969	$571
FRANK KYDD	5889 BEATTIE AVE. LOCKPORT, NY 14094	3/12/2003	4069586	$337
FRANK KYDD	5889 BEATTIE AVE. LOCKPORT, NY 14094	2/28/2003	4069161	$194
FRANK KYDD	5889 BEATTIE AVE. LOCKPORT, NY 14094	1/27/2003	4068388	$109
FRANK KYDD	5889 BEATTIE AVE. LOCKPORT, NY 14094	3/26/2003	4069836	$179
FRANK KYDD	5889 BEATTIE AVE. LOCKPORT, NY 14094	3/6/2003	4069519	$237
FRANK KYDD	5889 BEATTIE AVE. LOCKPORT, NY 14094	3/24/2003	4069717	$269
FRANK LUMPKIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/12/2003	2051197	$1,145
FRANK LUMPKIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/8/2003	2050554	$2,479
FRANK LUMPKIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/18/2003	2050998	$1,186
FRANK LUMPKIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/17/2003	2051428	$1,710
FRANK LUMPKIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/8/2003	2050594	$691
FRANK MARKS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/24/2003	2051465	$1,014
FRANK MARKS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/29/2003	2050875	$293
FRANK MARKS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/4/2003	2050999	$277
FRANK MARKS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/20/2003	2051153	$481
FRANK MARKS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/16/2003	2050770	$111
FRANK MARKS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/29/2003	2050933	$114
FRANK MARKS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/24/2003	2051405	$625
FRANK MARKS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/3/2003	2051262	$863
FRANK MARKS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/10/2003	2050730	$140
FRANK MARKS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/24/2003	2051324	$750
FRANK RISK	420 S 145 E AVE TULSA, OK 74108	2/20/2003	1000006514	$825
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	2/4/2003	25781164	$141
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	2/21/2003	25784822	$1,955
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	3/10/2003	23560569	$194
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	1/13/2003	25769436	$6,500
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	1/23/2003	25773274	$88
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	1/17/2003	25771088	$1,602
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	1/21/2003	25770128	$353
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	2/14/2003	25781857	$735
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	3/27/2003	23571568	$265
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	3/13/2003	23562837	$229
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	3/17/2003	23566548	$2,808
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	3/25/2003	23572512	$767
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	1/31/2003	25777086	$8,000
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	2/7/2003	23547231	$176
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	2/21/2003	23551447	$369
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	1/8/2003	25766543	$412
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	3/14/2003	23564734	$1,373
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	2/14/2003	23549432	$647
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	3/3/2003	23555596	$2,647
FRANK SUSSMAN CO	28 N THIRD STREET PHILADELPHIA, PA 19106	2/26/2003	25787885	$400
FRANKFORD CANDY &	CHOCOLATE CO.	1/3/2003	52930	$1,682
FRANKFORD CANDY &	CHOCOLATE CO.	2/26/2003	71415	$1,503

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRANKFORD CANDY &	CHOCOLATE CO.	3/27/2003	85915	$3,575
FRANKFORD CANDY &	CHOCOLATE CO.	3/13/2003	77950	$19,888
FRANKFORD CANDY &	CHOCOLATE CO.	1/16/2003	56982	$2,169
FRANKFORD CANDY &	CHOCOLATE CO.	1/17/2003	57520	$3,442
FRANKFORD CANDY &	CHOCOLATE CO.	1/22/2003	58707	$1,263
FRANKFORD CANDY &	CHOCOLATE CO.	1/7/2003	53933	$1,844
FRANKFORD CANDY &	CHOCOLATE CO.	3/10/2003	75615	$2,058
FRANKFORD CANDY &	CHOCOLATE CO.	2/24/2003	70737	$12,771
FRANKFORD CANDY &	CHOCOLATE CO.	2/26/2003	71415	$1,796
FRANKFORD CANDY &	CHOCOLATE CO.	2/3/2003	63251	$6,259
FRANKFORD CANDY &	CHOCOLATE CO.	2/20/2003	69648	$5,558
FRANKFORD CANDY &	CHOCOLATE CO.	1/29/2003	61490	$4,246
FRANKFORD CANDY &	CHOCOLATE CO.	2/17/2003	68471	$26,605
FRANKFORD CANDY &	CHOCOLATE CO.	3/13/2003	77950	$3,646
FRANKFORD CANDY &	CHOCOLATE CO.	2/3/2003	63251	$6,920
FRANKFORD CANDY &	CHOCOLATE CO.	2/3/2003	63251	$3,403
FRANKFORD CANDY & CHOCOLATECO	PO BOX 8500 (S-1050) PHILADELPHIA, PA 19178	1/10/2003	25768949	$2,145
FRANKFORD CANDY & CHOCOLATECO	PO BOX 8500 (S-1050) PHILADELPHIA, PA 19178	3/3/2003	25789726	$103,709
FRANKFORD CANDY & CHOCOLATECO	PO BOX 8500 (S-1050) PHILADELPHIA, PA 19178	1/8/2003	25768466	$58,433
FRANKFORD CANDY & CHOCOLATECO	PO BOX 8500 (S-1050) PHILADELPHIA, PA 19178	3/7/2003	25792742	$5,039
FRANKFORD CANDY & CHOCOLATECO	PO BOX 8500 (S-1050) PHILADELPHIA, PA 19178	3/3/2003	25790787	$47,630
FRANKFORD CANDY & CHOCOLATECO	PO BOX 8500 (S-1050) PHILADELPHIA, PA 19178	2/28/2003	25790180	$99,915
FRANKFORD CANDY & CHOCOLATECO	PO BOX 8500 (S-1050) PHILADELPHIA, PA 19178	1/8/2003	25767549	$18,061
FRANKFORD CANDY & CHOCOLATECO	PO BOX 8500 (S-1050) PHILADELPHIA, PA 19178	3/12/2003	23562026	$154,855
FRANKFORD CANDY & CHOCOLATECO	PO BOX 8500 (S-1050) PHILADELPHIA, PA 19178	3/11/2003	23561233	$30,713
FRANKFORD CANDY & CHOCOLATECO	PO BOX 8500 (S-1050) PHILADELPHIA, PA 19178	3/10/2003	23560275	$18,700
FRANKFORD CANDY & CHOCOLATECO	PO BOX 8500 (S-1050) PHILADELPHIA, PA 19178	3/4/2003	23556377	$19,980
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	1/22/2003	25773651	$2,996
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	1/15/2003	25770892	$9,180
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/4/2003	25791192	$1,989
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	2/24/2003	25788211	$3,142
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	1/14/2003	25769806	$2,782
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	1/28/2003	25775461	$2,878
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	2/19/2003	23548966	$4,452
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	1/22/2003	25772354	$2,931
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/4/2003	23556156	$230
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/7/2003	23558564	$5,879
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/10/2003	23559915	$4,548
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/12/2003	23561814	$3,667
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/13/2003	23562568	$4,069
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/17/2003	23565807	$7,557
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/5/2003	23556959	$867
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/25/2003	23568611	$3,063
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/24/2003	23567955	$1,564
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/31/2003	23575860	$8,221

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	2/11/2003	23546769	$8,017
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	1/17/2003	23540283	$8,190
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	1/10/2003	23538535	$2,486
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	2/24/2003	23553178	$8,111
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	2/4/2003	25779022	$2,566
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/3/2003	23555189	$14,890
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/24/2003	23570835	$8,377
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/26/2003	23572990	$8,668
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/26/2003	23569530	$73
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	1/28/2003	25776053	$3,133
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	2/18/2003	25784575	$1,001
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	2/24/2003	25787669	$557
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	2/3/2003	25778450	$2,246
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	1/8/2003	25768290	$9,262
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/27/2003	23573728	$647
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	3/28/2003	23574561	$4,078
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	2/18/2003	25785154	$2,854
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	2/17/2003	23551006	$6,825
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	1/31/2003	23544642	$9,731
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	1/27/2003	23542319	$6,889
FRANKLIN BAKING CO GOLDSBORO	P O BOX 751207 CHARLOTTE, NC 28275	2/10/2003	25781574	$2,766
FRANKLIN COVEY	P.O. BOX 31456 SALT LAKE CITY, UT 84131	1/14/2003	25770594	$493
FRANKLIN COVEY	P.O. BOX 31456 SALT LAKE CITY, UT 84131	3/25/2003	23570026	$187
FRANKLIN MARKET	5461 MANCHESTER RD AKRON, OH 44319	2/12/2003	4068779	$324
FRANKLIN MARKET	5461 MANCHESTER RD AKRON, OH 44319	3/21/2003	4069415	$241
FRANKLIN MARKET	5461 MANCHESTER RD AKRON, OH 44319	3/25/2003	4070070	$105
FRANKLIN MARKET	5461 MANCHESTER RD AKRON, OH 44319	1/15/2003	4068080	$262
FRANKLIN SPORTS, IND.	P.O. BOX 4808 BOSTON, MA 02212	3/10/2003	23560333	$476
FRANKLIN SPORTS, IND.	P.O. BOX 4808 BOSTON, MA 02212	3/27/2003	23573875	$358
FRANKLIN SUPERMARKET	515 MAIN ST FRANKLIN, LA 70538	2/7/2003	1000005470	$195
FRANKLIN SUPERMARKET	515 MAIN ST FRANKLIN, LA 70538	1/29/2003	1000004912	$2,846
FRANKLIN SUPERMARKET	515 MAIN ST FRANKLIN, LA 70538	1/9/2003	1000004109	$204
FRANKLIN SUPERMARKET	515 MAIN ST FRANKLIN, LA 70538	3/14/2003	1000009048	$186
FRANKLIN WHITE	105 PARKWOOD CT NOBLE, OK 73068	2/10/2003	2570813	$1,150
FRANKWICK, JIM	C/O DC# 50	2/18/2003	68838	$76
FRANKWICK, JIM	C/O DC# 50	3/19/2003	81300	$70
FRANKWICK, JIM	C/O DC# 50	3/5/2003	74118	$78
FRANKWICK, JIM	C/O DC# 50	3/12/2003	77076	$73
FRANKWICK, JIM	C/O DC# 50	2/4/2003	63579	$72
FRANKWICK, JIM	C/O DC# 50	1/22/2003	58787	$73
FRANKWICK, JIM	C/O DC# 50	2/11/2003	66151	$74
FRANKWICK, JIM	C/O DC# 50	1/7/2003	54008	$43
FRANKWICK, JIM	C/O DC# 50	1/28/2003	61072	$72
FRANKWICK, JIM	C/O DC# 50	3/26/2003	85415	$74
FRANKWICK, JIM	C/O DC# 50	1/14/2003	56079	$72

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRANKWICK, JIM	C/O DC# 50	2/26/2003	71489	$73
FRE-BAR INC	PO BOX 187 HOLLY, MI 48442	2/17/2003	23550934	$1,116
FRE-BAR INC	PO BOX 187 HOLLY, MI 48442	2/6/2003	25778394	$672
FRE-BAR INC	PO BOX 187 HOLLY, MI 48442	1/10/2003	25768241	$539
FRE-BAR INC	PO BOX 187 HOLLY, MI 48442	2/13/2003	25781529	$602
FRE-BAR INC	PO BOX 187 HOLLY, MI 48442	3/12/2003	23561760	$1,195
FRED RIBBLE	PO BOX 448 GOODLETTSVILLE, TN 37070	1/23/2003	2068240	$639
FRED RIBBLE	PO BOX 448 GOODLETTSVILLE, TN 37070	1/31/2003	1000005106	$570
FRED RIBBLE	PO BOX 448 GOODLETTSVILLE, TN 37070	1/13/2003	2067882	$789
FRED RIBBLE	PO BOX 448 GOODLETTSVILLE, TN 37070	3/18/2003	1000009625	$1,104
FRED RIBBLE	PO BOX 448 GOODLETTSVILLE, TN 37070	1/8/2003	2067795	$488
FRED RIBBLE	PO BOX 448 GOODLETTSVILLE, TN 37070	3/25/2003	1000010358	$525
FRED RIBBLE	PO BOX 448 GOODLETTSVILLE, TN 37070	3/3/2003	1000007914	$1,199
FRED RIBBLE	PO BOX 448 GOODLETTSVILLE, TN 37070	2/24/2003	1000007468	$705
FRED RIBBLE	PO BOX 448 GOODLETTSVILLE, TN 37070	2/19/2003	1000006853	$711
FRED RIBBLE	PO BOX 448 GOODLETTSVILLE, TN 37070	2/3/2003	1000005293	$1,076
FRED RIBBLE	PO BOX 448 GOODLETTSVILLE, TN 37070	3/10/2003	1000008503	$650
FRED RIBBLE	PO BOX 448 GOODLETTSVILLE, TN 37070	2/13/2003	1000006138	$665
FRED W ALBRECHT CO <THE	STORE 73000 ACME HDQTRS 2700 GILCREST ROAD AKRON,	3/17/2003	4044753	$17,684
FRED W ALBRECHT CO <THE	STORE 73000 ACME HDQTRS 2700 GILCREST ROAD AKRON,	2/19/2003	4069077	$2,200
FRED W ALBRECHT CO <THE	STORE 73000 ACME HDQTRS 2700 GILCREST ROAD AKRON,	3/26/2003	4044997	$22,430
FRED W ALBRECHT CO <THE	STORE 73000 ACME HDQTRS 2700 GILCREST ROAD AKRON,	1/13/2003	4043704	$16,311
FRED W ALBRECHT CO <THE	STORE 73000 ACME HDQTRS 2700 GILCREST ROAD AKRON,	2/11/2003	4044089	$18,130
FRED W ALBRECHT CO <THE	STORE 73000 ACME HDQTRS 2700 GILCREST ROAD AKRON,	3/28/2003	4045060	$2,964
FRED W ALBRECHT CO.<THE	STORE #73000 ACME HDQTRS 2700 GILCREST ROAD AKRON,	1/10/2003	4043658	$2,400
FRED W ALBRECHT CO.<THE	STORE #73000 ACME HDQTRS 2700 GILCREST ROAD AKRON,	2/3/2003	4043917	$41,776
FRED W ALBRECHT CO.<THE	STORE #73000 ACME HDQTRS 2700 GILCREST ROAD AKRON,	1/29/2003	25775061	$7,345
FRED W ALBRECHT CO.<THE	STORE #73000 ACME HDQTRS 2700 GILCREST ROAD AKRON,	1/23/2003	23541592	$312
FRED W ALBRECHT CO.<THE	STORE #73000 ACME HDQTRS 2700 GILCREST ROAD AKRON,	2/24/2003	23553639	$2,574
FRED W ALBRECHT CO.<THE	STORE #73000 ACME HDQTRS 2700 GILCREST ROAD AKRON,	1/6/2003	4043265	$1,193
FRED W ALBRECHT CO.<THE	STORE #73000 ACME HDQTRS 2700 GILCREST ROAD AKRON,	2/19/2003	4044183	$4,304
FRED WHEELER	4432 RANCHERO DRIVE SOQUEL, CA 95073	2/13/2003	4021814	$254
FRED WHEELER	4432 RANCHERO DRIVE SOQUEL, CA 95073	1/22/2003	4021582	$199
FRED WHEELER	4432 RANCHERO DRIVE SOQUEL, CA 95073	1/2/2003	4021455	$271
FRED WHEELER	4432 RANCHERO DRIVE SOQUEL, CA 95073	1/30/2003	4021691	$239
FRED WHEELER	4432 RANCHERO DRIVE SOQUEL, CA 95073	3/18/2003	4022142	$706
FRED WHEELER	4432 RANCHERO DRIVE SOQUEL, CA 95073	2/27/2003	4022003	$531
FRED WHEELER	4432 RANCHERO DRIVE SOQUEL, CA 95073	2/19/2003	4021855	$671
FRED WHEELER	4432 RANCHERO DRIVE SOQUEL, CA 95073	1/8/2003	4021507	$128
FRED WHEELER	4432 RANCHERO DRIVE SOQUEL, CA 95073	1/2/2003	4021466	$242
FRED WHEELER	4432 RANCHERO DRIVE SOQUEL, CA 95073	3/20/2003	4022172	$294
FREDDIES MKT	9052 BIG BEND WEBSTER GROVES, MO 63119	1/8/2003	3039552	$331
FREDDIES MKT	9052 BIG BEND WEBSTER GROVES, MO 63119	1/8/2003	3040399	$416
FREDRICKS LOCK & KEY	1022 SIXTH AVE	2/3/2003	63284	$2,384
FREDRICKS LOCK & KEY	1022 SIXTH AVE	2/13/2003	67225	$54

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FREDRICKS LOCK & KEY	1022 SIXTH AVE	2/19/2003	69207	$14
FREDRICKS LOCK & KEY	1022 SIXTH AVE	1/23/2003	59259	$17
FREEDOM DISTRIBUTORS	PO BOX 160393 CLEARFIELD, UT 84016	3/26/2003	23564522	$695
FREEDOM DISTRIBUTORS	PO BOX 160393 CLEARFIELD, UT 84016	1/23/2003	25772485	$4,820
FREEDOM DISTRIBUTORS	PO BOX 160393 CLEARFIELD, UT 84016	2/12/2003	25779114	$3,156
FREEDS BAKERY	135 S LASALLE DEPT 5208 CHICAGO, IL 60674	3/26/2003	23572904	$2,083
FREEDS BAKERY	135 S LASALLE DEPT 5208 CHICAGO, IL 60674	3/31/2003	23575718	$14,503
FREEDS BAKERY	135 S LASALLE DEPT 5208 CHICAGO, IL 60674	2/18/2003	25783468	$4,845
FREEDS BAKERY	135 S LASALLE DEPT 5208 CHICAGO, IL 60674	2/5/2003	25778374	$5,747
FREEDS BAKERY	135 S LASALLE DEPT 5208 CHICAGO, IL 60674	3/26/2003	23567901	$6,784
FREEDS BAKERY	135 S LASALLE DEPT 5208 CHICAGO, IL 60674	3/10/2003	23559760	$2,154
FREEDS BAKERY	135 S LASALLE DEPT 5208 CHICAGO, IL 60674	3/7/2003	23558450	$12,787
FREEDS BAKERY	135 S LASALLE DEPT 5208 CHICAGO, IL 60674	1/22/2003	25771719	$10,805
FREEDS BAKERY	135 S LASALLE DEPT 5208 CHICAGO, IL 60674	2/21/2003	25784502	$7,282
FREE-FREE INC	13660 REDWOOD COURT CHINO, CA 91710	1/6/2003	25764329	$1,765
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	1/28/2003	25774054	$20,813
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	3/31/2003	23575352	$8,644
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	1/22/2003	25773471	$19,656
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	3/7/2003	25792467	$5,870
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	1/2/2003	25763969	$8,097
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	3/26/2003	23572723	$16,243
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	3/5/2003	23556708	$5,059
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	2/3/2003	23545326	$13,470
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	2/18/2003	23549583	$6,286
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	1/13/2003	23539015	$8,404
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	1/9/2003	25766990	$17,065
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	1/31/2003	25777229	$3,443
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	2/10/2003	23547397	$42,155
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	3/4/2003	23555842	$9,284
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	3/10/2003	23559369	$24,922
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	3/11/2003	23560810	$29,343
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	3/17/2003	23565122	$18,683
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	2/24/2003	25786228	$713
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	3/28/2003	23570323	$5,601
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	2/28/2003	25789412	$5,470
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	2/21/2003	25783331	$9,816
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	2/7/2003	25780264	$153
FREEZER QUEEN DIV	PO BOX 8000, DEPT 350 BUFFALO, NY 14267	2/25/2003	23553811	$17,213
FREEZETONE PRODUCTS	2795 N W 105 AVENUE MIAMI, FL 33172	1/8/2003	25767696	$1,787
FREEZETONE PRODUCTS	2795 N W 105 AVENUE MIAMI, FL 33172	2/19/2003	23549404	$1,169
FREIDHOFF, JEFFREY	C/O ALTOONA DIV	3/18/2003	80355	$140
FREIDHOFF, JEFFREY	C/O ALTOONA DIV	1/14/2003	56044	$140
FREIDHOFF, JEFFREY	C/O ALTOONA DIV	1/23/2003	59323	$140
FREIDHOFF, JEFFREY	C/O ALTOONA DIV	1/28/2003	61040	$140
FREIDHOFF, JEFFREY	C/O ALTOONA DIV	1/3/2003	53033	$140

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FREIDHOFF, JEFFREY	C/O ALTOONA DIV	2/19/2003	69252	$140
FREIDHOFF, JEFFREY	C/O ALTOONA DIV	2/11/2003	66117	$140
FREIDHOFF, JEFFREY	C/O ALTOONA DIV	2/25/2003	71099	$140
FREIDHOFF, JEFFREY	C/O ALTOONA DIV	3/11/2003	76365	$140
FREIDHOFF, JEFFREY	C/O ALTOONA DIV	3/25/2003	84437	$140
FREIDHOFF, JEFFREY	C/O ALTOONA DIV	3/5/2003	74080	$140
FREIDHOFF, JEFFREY	C/O ALTOONA DIV	2/4/2003	63546	$140
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	2/14/2003	25783412	$2,400
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	3/25/2003	23565387	$13,059
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	1/27/2003	25774150	$1,600
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	3/7/2003	25792532	$16,425
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	3/27/2003	23569344	$12,575
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	1/15/2003	25770790	$2,605
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	1/10/2003	25769191	$3,200
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	3/31/2003	23575571	$6,608
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	3/25/2003	23571974	$70
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	3/25/2003	23566977	$3,855
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	1/16/2003	25771305	$10,400
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	3/28/2003	23558340	$5,375
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	3/28/2003	23574375	$5,510
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	3/4/2003	23555980	$3,400
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	1/6/2003	23537227	$3,200
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	2/27/2003	25789491	$4,325
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	1/23/2003	25772196	$5,000
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	3/5/2003	25791721	$11,050
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	1/31/2003	25777822	$3,200
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	2/21/2003	25786322	$850
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	2/18/2003	25784420	$3,162
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	1/30/2003	25777300	$8,000
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	2/6/2003	25780346	$4,800
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	2/21/2003	25786885	$7,085
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	2/12/2003	25780892	$1,600
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	3/11/2003	23560924	$1,000
FREIGHT ALL KINDS INC	P.O.BOX 5187 DENVER, CO 80217	3/10/2003	23559599	$12,075
FREIGHTLINER OF UTAH	PO BOX 70900 SALT LAKE CITY, UT 84120	2/19/2003	25784184	$924
FREIGHTLINER OF UTAH	PO BOX 70900 SALT LAKE CITY, UT 84120	1/6/2003	25766578	$3
FREIGHTLINER OF UTAH	PO BOX 70900 SALT LAKE CITY, UT 84120	3/4/2003	23556552	$58
FREIGHTLINER OF UTAH	PO BOX 70900 SALT LAKE CITY, UT 84120	3/6/2003	23557948	$104
FREIGHTLINER OF UTAH	PO BOX 70900 SALT LAKE CITY, UT 84120	1/17/2003	25771536	$884
FREIGHTLINER OF UTAH	PO BOX 70900 SALT LAKE CITY, UT 84120	2/19/2003	25783779	$158
FREIGHTLINER OF UTAH	PO BOX 70900 SALT LAKE CITY, UT 84120	2/19/2003	25785394	$181
FREIGHTLINER OF UTAH	PO BOX 70900 SALT LAKE CITY, UT 84120	3/10/2003	25792840	$73
FREIGHTLINER OF UTAH	PO BOX 70900 SALT LAKE CITY, UT 84120	3/5/2003	23557278	$137
FREIGHTLINER OF UTAH	PO BOX 70900 SALT LAKE CITY, UT 84120	1/21/2003	25772674	$167
FREMIN'S I G A	BOX 889 HWY 23 PORT SULPHUR, LA 70083	2/10/2003	1000005471	$50

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FREMIN'S I G A	BOX 889 HWY 23 PORT SULPHUR, LA 70083	3/25/2003	1000009049	$49
FREMIN'S I G A	BOX 889 HWY 23 PORT SULPHUR, LA 70083	3/25/2003	1000004913	$2,814
FREMIN'S I G A	BOX 889 HWY 23 PORT SULPHUR, LA 70083	2/13/2003	1000003583	$55
FREMIN'S I G A	BOX 889 HWY 23 PORT SULPHUR, LA 70083	2/6/2003	1000004110	$52
FREMONT BEEF COMPANY	PO BOX 908 FREMONT, NE 68025	2/13/2003	23548114	$788
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	2/19/2003	23552186	$8,585
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	2/24/2003	25787228	$2,639
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	1/6/2003	23536822	$6,847
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	1/13/2003	23538781	$7,661
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	1/13/2003	23539514	$25,439
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	1/15/2003	23539823	$23,749
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	1/28/2003	23543592	$9,476
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	1/28/2003	23542759	$3,261
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	2/5/2003	23545022	$14,222
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	2/7/2003	23545906	$356
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	2/11/2003	23548058	$3,902
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	2/19/2003	23549317	$2,600
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	2/19/2003	23550368	$12,186
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	1/24/2003	23541188	$10,903
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	2/5/2003	23545743	$6,188
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	2/26/2003	23554229	$7,846
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	1/3/2003	25765817	$12,442
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	2/10/2003	23547910	$10,548
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	3/31/2003	23576302	$9,400
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	2/27/2003	23554371	$1,798
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	3/3/2003	23555496	$11,417
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	3/6/2003	23557857	$4,212
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	3/10/2003	23560401	$1,198
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	3/14/2003	23564642	$5,357
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	1/3/2003	25764969	$10,644
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	1/28/2003	23543762	$2,988
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	3/24/2003	23567539	$2,833
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	2/24/2003	23553524	$4,300
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	3/27/2003	23573904	$6,603
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	3/28/2003	23571395	$4,901
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	3/25/2003	23568885	$2,961
FREMONT CO.	PO BOX 931495 CLEVELAND, OH 44193	3/26/2003	23573256	$17,624
FRENCH MARKET FOODS	3935 RYAN STREET LAKE CHARLES, LA 70605	1/8/2003	25769497	$2,000
FRENCHMAN VALLEY PRODUCE	P.O.BOX 879 IMPERIAL, NE 69033	2/10/2003	23542188	$150
FRENCHMAN VALLEY PRODUCE	P.O.BOX 879 IMPERIAL, NE 69033	2/10/2003	23532330	$1,009
FRESCA FARMS	PO BOX 226680 MIAMI, FL 33122	1/27/2003	23542451	$4,828
FRESCA FARMS	PO BOX 226680 MIAMI, FL 33122	2/21/2003	23551877	$940
FRESCA FARMS	PO BOX 226680 MIAMI, FL 33122	3/5/2003	25791244	$602
FRESCA FARMS	PO BOX 226680 MIAMI, FL 33122	2/24/2003	25785864	$4,632
FRESCA FARMS	PO BOX 226680 MIAMI, FL 33122	2/21/2003	25785201	$4,432

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRESCA FARMS	PO BOX 226680 MIAMI, FL 33122	3/28/2003	23574654	$60
FRESCA FARMS	PO BOX 226680 MIAMI, FL 33122	1/31/2003	23545491	$703
FRESCA FARMS	PO BOX 226680 MIAMI, FL 33122	3/24/2003	23571001	$1,045
FRESCA FARMS	PO BOX 226680 MIAMI, FL 33122	3/10/2003	23560049	$622
FRESCA FARMS	PO BOX 226680 MIAMI, FL 33122	3/27/2003	23568697	$7,665
FRESH AMERICA CORPORATION	PO BOX 925039 HOUSTON, TX 77292	1/24/2003	25773046	$99
FRESH AMERICA CORPORATION	PO BOX 925039 HOUSTON, TX 77292	2/3/2003	25777406	$13,564
FRESH AMERICA CORPORATION	PO BOX 925039 HOUSTON, TX 77292	1/30/2003	25774315	$2,820
FRESH AMERICA CORPORATION	PO BOX 925039 HOUSTON, TX 77292	1/2/2003	25763473	$1,639
FRESH AMERICA-CORPORATE	1049 AVENUE H EAST ARLINGTON, TX 76011	1/8/2003	25767492	$14,532
FRESH AMERICA-CORPORATE	1049 AVENUE H EAST ARLINGTON, TX 76011	3/6/2003	25791286	$945
FRESH AMERICA-CORPORATE	1049 AVENUE H EAST ARLINGTON, TX 76011	2/3/2003	23544841	$8,486
FRESH AMERICA-CORPORATE	1049 AVENUE H EAST ARLINGTON, TX 76011	2/28/2003	25787143	$4,930
FRESH AMERICA-CORPORATE	1049 AVENUE H EAST ARLINGTON, TX 76011	1/6/2003	23536666	$1,183
FRESH AMERICA-CORPORATE	1049 AVENUE H EAST ARLINGTON, TX 76011	1/29/2003	25774942	$260
FRESH AMERICA-CORPORATE	1049 AVENUE H EAST ARLINGTON, TX 76011	1/14/2003	23538663	$564
FRESH DIRECT	PO BOX 7184 CHARLOTTE, NC 28241	3/26/2003	23573051	$621
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	2/18/2003	23551803	$2,982
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	2/10/2003	23546772	$21,420
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	2/13/2003	25782861	$1,571
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	1/6/2003	23536479	$15,323
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	1/9/2003	23537333	$1,331
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	1/28/2003	23542322	$9,009
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	1/28/2003	23543225	$9,711
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	1/22/2003	25772357	$22,596
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	3/3/2003	23555191	$7,517
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	2/20/2003	23548969	$17,820
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	1/2/2003	25764492	$23,773
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	1/23/2003	25773653	$9,462
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	3/5/2003	25791888	$1,944
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	1/28/2003	25776742	$7,619
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	2/26/2003	25788946	$5,730
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	3/24/2003	23565819	$1,155
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	2/6/2003	25779791	$1,837
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	2/17/2003	23551009	$765
FRESH DIRECTIONS INTERNATIONAL	10195 TELEPHONE RD VENTURA, CA 93004	1/3/2003	23534618	$6,384
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	2/24/2003	25786178	$14,973
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	3/12/2003	25783860	$26,142
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	3/28/2003	23574146	$20,837
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	2/12/2003	25782529	$16,264
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	2/19/2003	25784273	$56,436
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	2/10/2003	25780768	$1,565
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	2/10/2003	25780225	$31,363
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	2/3/2003	25777729	$20,002
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	2/3/2003	25777185	$7,903

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	3/6/2003	25791553	$24,791
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	2/18/2003	25783287	$16,080
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/28/2003	25776399	$16,280
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	2/24/2003	25786763	$10,620
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	3/28/2003	23570214	$37,685
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/27/2003	25775139	$19,204
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/27/2003	25773998	$15,117
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/21/2003	25771597	$25,527
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/17/2003	25771217	$23,679
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/15/2003	25770685	$7,345
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	3/7/2003	23558107	$45,824
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/13/2003	25769511	$3,448
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/14/2003	25770241	$1,576
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/10/2003	25768681	$1,727
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/7/2003	25766911	$10,941
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	3/11/2003	23560756	$39,010
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	3/31/2003	23575243	$12,329
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	2/26/2003	25788594	$18,499
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	3/25/2003	23571781	$21,306
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/13/2003	25769091	$28,074
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	3/25/2003	23569142	$49,304
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	3/10/2003	23559234	$19,165
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/6/2003	25766064	$20,123
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/27/2003	25774672	$4,661
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	3/11/2003	25792428	$25,288
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	3/3/2003	25789906	$24,582
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	1/7/2003	25766643	$12,675
FRESH EXPRESS	ATLANTA PO BOX 932479 ATLANTA, GA 31193	3/3/2003	25789369	$22,212
FRESH EXPRESS FARMS MIDWEST	PO BOX 790440 ST LOUIS, MO 63179	3/10/2003	23559150	$11,945
FRESH EXPRESS FARMS MIDWEST	PO BOX 790440 ST LOUIS, MO 63179	3/14/2003	23563997	$5,267
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	1/21/2003	25771812	$3,994
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	1/23/2003	25773120	$4,301
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/25/2003	23572259	$2,389
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/28/2003	23574693	$4,407
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/31/2003	23576032	$19,317
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	1/3/2003	25765684	$2,532
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	1/30/2003	25776867	$4,178
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	2/10/2003	25779893	$3,005
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/24/2003	23571069	$8,485
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/5/2003	25790708	$4,601
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/5/2003	25790146	$3,639
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	2/6/2003	25777968	$3,565
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	2/20/2003	25784662	$2,990
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	2/26/2003	25787125	$6,651
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	2/12/2003	25782966	$2,557

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/6/2003	25792023	$3,953
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	1/9/2003	23536618	$2,514
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	1/14/2003	25769325	$3,376
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	1/28/2003	25774928	$2,614
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	1/21/2003	23540382	$15,692
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	2/7/2003	23546907	$3,938
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/25/2003	23567332	$13,000
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/24/2003	23566067	$15,225
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/14/2003	23564489	$2,028
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/12/2003	23561926	$3,031
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/10/2003	23560098	$15,363
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/7/2003	23558720	$4,468
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/4/2003	23556279	$3,558
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/3/2003	23555310	$2,535
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	2/24/2003	23553322	$5,771
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	2/19/2003	23549104	$4,061
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	3/26/2003	23569676	$26,146
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	1/27/2003	23542497	$7,171
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	1/13/2003	23537383	$1,691
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	2/27/2003	25789052	$3,317
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	2/21/2003	23551140	$4,006
FRESH EXPRESS INC	PO BOX 790431 ST LOUIS, MO 63179	1/31/2003	23544805	$4,509
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/26/2003	23567734	$19,802
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/26/2003	23566724	$19,681
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/24/2003	23564938	$16,708
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/14/2003	23564020	$27,990
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/13/2003	23562259	$10,005
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/7/2003	25763812	$12,382
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/20/2003	25784920	$9,469
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/14/2003	25769073	$1,360
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/31/2003	25776373	$11,309
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/6/2003	25778826	$4,174
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/21/2003	25784247	$7,357
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/11/2003	25791523	$10,956
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/12/2003	25780751	$15,508
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/10/2003	25779435	$18,792
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/12/2003	25782499	$11,915
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/20/2003	25783845	$19,762
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/15/2003	25770227	$1,815
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/5/2003	25790975	$15,956
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/5/2003	25777709	$10,285
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/9/2003	25766883	$10,847
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/14/2003	25767929	$15,956
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/15/2003	25770671	$13,353
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/27/2003	25788560	$14,780

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/21/2003	25771585	$2,625
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/22/2003	25772012	$2,414
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/23/2003	25772764	$4,937
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/26/2003	23569111	$27,362
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/24/2003	25773394	$104,253
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/29/2003	25774651	$111
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/5/2003	25789888	$26,797
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/24/2003	23552642	$17,272
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/24/2003	23570155	$28,652
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/25/2003	23571745	$24,007
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/26/2003	23572627	$3,798
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/12/2003	23561447	$11,361
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/31/2003	23575184	$20,404
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/17/2003	23550484	$11,644
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/28/2003	23574115	$10,993
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/11/2003	23560730	$6,335
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/10/2003	23559183	$32,734
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/21/2003	25785495	$16,124
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/4/2003	23555733	$26,103
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/19/2003	23548417	$13,506
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/11/2003	23546229	$17,284
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/4/2003	23544122	$3,416
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/21/2003	23539908	$6,163
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/14/2003	23537054	$23,081
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/14/2003	25781958	$30,448
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	1/7/2003	25765271	$11,995
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/3/2003	23554712	$13,715
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	2/26/2003	25786744	$11,371
FRESH EXPRESS INC	PO BOX 790440 ST LOUIS, MO 63179	3/7/2003	23558073	$48,206
FRESH FOODS CONCEPTS INC	PO BOX 51594 LOS ANGELES, CA 90051	1/2/2003	25760940	$1,373
FRESH FOODS CONCEPTS INC	PO BOX 51594 LOS ANGELES, CA 90051	1/17/2003	23538146	$495
FRESH FOODS CONCEPTS INC	PO BOX 51594 LOS ANGELES, CA 90051	2/5/2003	23544119	$2,043
FRESH FOODS CONCEPTS INC	PO BOX 51594 LOS ANGELES, CA 90051	3/28/2003	23569107	$982
FRESH FOODS CONCEPTS INC	PO BOX 51594 LOS ANGELES, CA 90051	1/6/2003	25765268	$1,158
FRESH FOODS CONCEPTS INC	PO BOX 51594 LOS ANGELES, CA 90051	1/2/2003	25763808	$1,646
FRESH FOODS CONCEPTS INC	PO BOX 51594 LOS ANGELES, CA 90051	1/27/2003	25773389	$881
FRESH FOODS CONCEPTS INC	PO BOX 51594 LOS ANGELES, CA 90051	3/26/2003	23564932	$1,704
FRESH FOODS CONCEPTS INC	PO BOX 51594 LOS ANGELES, CA 90051	1/27/2003	23541683	$1,646
FRESH FOODS CONCEPTS INC	PO BOX 51594 LOS ANGELES, CA 90051	2/18/2003	23551570	$615
FRESH FOODS CONCEPTS INC	PO BOX 51594 LOS ANGELES, CA 90051	2/18/2003	23548414	$2,891
FRESH FROZEN FOODS	PO BOX 215 JEFFERSON, GA 30549	1/21/2003	25771257	$8,353
FRESH FROZEN FOODS	PO BOX 215 JEFFERSON, GA 30549	3/5/2003	25790413	$15,126
FRESH FROZEN FOODS	PO BOX 215 JEFFERSON, GA 30549	2/18/2003	25783349	$20,722
FRESH FROZEN FOODS	PO BOX 215 JEFFERSON, GA 30549	2/12/2003	25781340	$8,119
FRESH FROZEN FOODS	PO BOX 215 JEFFERSON, GA 30549	3/31/2003	23575392	$35,428

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRESH FROZEN FOODS	PO BOX 215 JEFFERSON, GA 30549	3/28/2003	23574242	$16,113
FRESH FROZEN FOODS	PO BOX 215 JEFFERSON, GA 30549	3/28/2003	23570362	$4,865
FRESH FROZEN FOODS	PO BOX 215 JEFFERSON, GA 30549	3/25/2003	23569227	$4,599
FRESH FROZEN FOODS	PO BOX 215 JEFFERSON, GA 30549	1/30/2003	25775900	$8,254
FRESH FROZEN FOODS	PO BOX 215 JEFFERSON, GA 30549	3/14/2003	23564132	$38,040
FRESH FROZEN FOODS	PO BOX 215 JEFFERSON, GA 30549	3/5/2003	25789950	$7,756
FRESH FROZEN FOODS	PO BOX 215 JEFFERSON, GA 30549	3/7/2003	23558218	$4,676
FRESH FROZEN FOODS	PO BOX 215 JEFFERSON, GA 30549	3/3/2003	25789425	$15,400
FRESH GOURMET	DRAWER CS 198372 ATLANTA, GA 30384	1/13/2003	25769356	$3,034
FRESH GOURMET	DRAWER CS 198372 ATLANTA, GA 30384	3/24/2003	23567440	$1,560
FRESH GOURMET	DRAWER CS 198372 ATLANTA, GA 30384	1/28/2003	25776940	$1,865
FRESH GOURMET	DRAWER CS 198372 ATLANTA, GA 30384	2/10/2003	25781726	$998
FRESH GOURMET	DRAWER CS 198372 ATLANTA, GA 30384	1/2/2003	25765754	$1,008
FRESH GOURMET	DRAWER CS 198372 ATLANTA, GA 30384	3/10/2003	23560254	$1,441
FRESH MARK, INC	PO BOX 371028 PITTSBURG, PA 15251	3/28/2003	23571297	$9,689
FRESH MARK, INC	PO BOX 371028 PITTSBURG, PA 15251	1/3/2003	23536756	$37,591
FRESH MARK, INC	PO BOX 371028 PITTSBURG, PA 15251	2/24/2003	23553460	$2,287
FRESH MARK, INC	PO BOX 371028 PITTSBURG, PA 15251	1/31/2003	23544949	$25
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	1/21/2003	23539958	$1,312
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	2/18/2003	23551592	$10,006
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	3/24/2003	23570246	$12,187
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	1/24/2003	23541252	$704
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	3/31/2003	23575267	$7,200
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	3/27/2003	23569161	$6,400
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	2/21/2003	23550542	$61,940
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	2/18/2003	23548485	$14,733
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	3/24/2003	23566780	$6,400
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	1/24/2003	23541023	$3,109
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	1/8/2003	23537591	$2,435
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	1/15/2003	23539568	$5,376
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	1/13/2003	23538197	$6,527
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	1/6/2003	23536070	$3,887
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	2/10/2003	23546292	$8,000
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	2/12/2003	23548124	$4,367
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	3/25/2003	23571800	$8,124
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	1/27/2003	23543049	$7,585
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	3/10/2003	23559275	$4,792
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	3/3/2003	23554771	$2,892
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	3/24/2003	23565034	$9,971
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	2/24/2003	23552704	$2,978
FRESH QUEST PRODUCE	2350 W.SHAW AVE SUITE 144 FRESNO, CA 93711	1/2/2003	23535183	$567
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	1/7/2003	23536500	$1,369
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	1/15/2003	23538550	$3,054
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	2/5/2003	25779030	$6,338
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	2/26/2003	25788224	$58,502

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	3/24/2003	23570883	$29,667
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	3/21/2003	25788961	$1
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	2/5/2003	25779801	$9,751
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	3/6/2003	25791208	$38,127
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	2/10/2003	23546793	$20,007
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	3/26/2003	23569554	$3,858
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	3/10/2003	23559950	$11,557
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	3/18/2003	23567209	$27,304
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	2/21/2003	23551819	$64,089
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	2/24/2003	23553202	$7,746
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	3/3/2003	23555212	$13,823
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	3/6/2003	23557666	$17,123
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	3/7/2003	23558592	$30,460
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	1/27/2003	23542354	$71,241
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	2/17/2003	23551035	$64,152
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	1/31/2003	23544675	$23,179
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	3/24/2003	23565869	$35,838
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	3/6/2003	25791904	$7,459
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	2/14/2003	23548988	$14,185
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	1/15/2003	25770405	$4,566
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	2/10/2003	25778470	$463
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	1/17/2003	23540848	$8,396
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	1/9/2003	25767344	$30,859
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	1/2/2003	25765608	$20,876
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	1/23/2003	25773047	$23,310
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	2/13/2003	25782191	$20,349
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	3/27/2003	23573749	$46,334
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	1/2/2003	25764537	$24,142
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	1/29/2003	25776073	$3,937
FRESH START PRODUCE	5353 W ATLANTIC AVE 403 DELRAY BEACH, FL 33484	3/31/2003	23575904	$4,212
FRESHCO	3503 SOUTH US HW 1 # 15 FORT PIERCE, FL 34982	1/7/2003	23536385	$2,910
FRESHCO	3503 SOUTH US HW 1 # 15 FORT PIERCE, FL 34982	3/25/2003	23565591	$4,788
FRESHCO	3503 SOUTH US HW 1 # 15 FORT PIERCE, FL 34982	2/5/2003	25778377	$4,450
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/16/2003	23539777	$7,693
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/21/2003	23540250	$31,737
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/23/2003	23541107	$12,719
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/28/2003	23541315	$10,566
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/23/2003	23541512	$3,026
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/27/2003	23554318	$43,590
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/29/2003	23543502	$4,343
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/18/2003	23551782	$5,443
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/10/2003	23559860	$13,748
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/14/2003	23548921	$20,181
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/10/2003	23546733	$29,856
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/28/2003	23542277	$46,713

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/20/2003	23550134	$8,469
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/3/2003	23545452	$21,564
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/13/2003	23548013	$40,785
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/21/2003	23550969	$21,003
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/6/2003	23557628	$3,066
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/5/2003	23556935	$3,759
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/12/2003	23547843	$2,695
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/5/2003	23545847	$26,137
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/3/2003	23545684	$20,562
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/25/2003	23572114	$1,751
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/3/2003	23544609	$38,966
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/13/2003	23562542	$26,861
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/24/2003	23553142	$3,996
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/26/2003	23554169	$210
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/3/2003	23555148	$12,065
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/4/2003	23556130	$1,100
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/24/2003	23570788	$5,128
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/24/2003	23567157	$2,904
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/24/2003	23565736	$69,489
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/6/2003	23536441	$25,974
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/2/2003	23535404	$7,390
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/20/2003	23552268	$5,991
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/14/2003	23538510	$49,656
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/15/2003	23539440	$14,936
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/31/2003	23575816	$5,301
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/27/2003	23573706	$1,553
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/26/2003	23572963	$6,528
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/29/2003	23543714	$44,974
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/15/2003	23539612	$10,629
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/10/2003	23546042	$9,038
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/26/2003	23568580	$280
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	3/26/2003	23567932	$18,469
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	2/25/2003	23553931	$9,740
FRESHKIST PRODUCE LLC	PO BOX 3617 SALINAS, CA 93912	1/2/2003	23534580	$7,279
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	3/10/2003	25791939	$22,934
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	1/2/2003	25765629	$15,117
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	3/28/2003	23574621	$19,452
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	3/24/2003	23570945	$13,516
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	3/27/2003	23569587	$140
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	3/7/2003	23558625	$31,824
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	1/15/2003	25769295	$20,367
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	3/12/2003	23561862	$4,452
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	2/10/2003	25780472	$8,839
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	1/10/2003	25768336	$6,945
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	3/13/2003	25792645	$1,486

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	2/26/2003	25788987	$22,752
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	3/7/2003	25790112	$4,301
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	1/2/2003	25764597	$9,964
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	2/7/2003	25779830	$16,905
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	2/21/2003	25784048	$5,945
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	1/21/2003	25771392	$11,588
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	3/10/2003	23559993	$16,065
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	1/13/2003	25768878	$9,583
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	1/27/2003	25774335	$5,847
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	2/18/2003	25782904	$17,058
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	2/3/2003	25776791	$12,058
FRESHPOINT OF ATLANTA	16 FOREST PKWY BLDG H FOREST PARK, GA 30297	2/26/2003	25786452	$20,368
FRESNO BEE	1626 E STREET FRESNO, CA 93786	3/10/2003	23559970	$2,100
FREUDENBERG HOUSEHOLD PRODUCTS	PO BOX 73181 CHICAGO, IL 60673	1/31/2003	25778031	$717
FREUDENBERG HOUSEHOLD PRODUCTS	PO BOX 73181 CHICAGO, IL 60673	3/24/2003	23564635	$697
FREUDENBERG HOUSEHOLD PRODUCTS	PO BOX 73181 CHICAGO, IL 60673	1/8/2003	25767612	$664
FREUDENBERG HOUSEHOLD PRODUCTS	PO BOX 73181 CHICAGO, IL 60673	1/6/2003	23536813	$652
FRICK MEAT PRODUCTS, INC.	P O BOX 182 WASHINGTON, MO 63090	2/14/2003	23549408	$1,665
FRICK MEAT PRODUCTS, INC.	P O BOX 182 WASHINGTON, MO 63090	2/25/2003	25789244	$3,370
FRICK MEAT PRODUCTS, INC.	P O BOX 182 WASHINGTON, MO 63090	3/10/2003	23560546	$5,231
FRICK MEAT PRODUCTS, INC.	P O BOX 182 WASHINGTON, MO 63090	3/25/2003	23569964	$1,317
FRICK MEAT PRODUCTS, INC.	P O BOX 182 WASHINGTON, MO 63090	3/31/2003	23576434	$3,224
FRICK MEAT PRODUCTS, INC.	P O BOX 182 WASHINGTON, MO 63090	1/3/2003	23536894	$2,439
FRICK MEAT PRODUCTS, INC.	P O BOX 182 WASHINGTON, MO 63090	3/5/2003	25781152	$3,890
FRICK MEAT PRODUCTS, INC.	P O BOX 182 WASHINGTON, MO 63090	1/14/2003	25770118	$8,279
FRICK MEAT PRODUCTS, INC.	P O BOX 182 WASHINGTON, MO 63090	1/24/2003	23542865	$3,956
FRICK MEAT PRODUCTS, INC.	P O BOX 182 WASHINGTON, MO 63090	3/3/2003	23555581	$4,198
FRICK MEAT PRODUCTS, INC.	P O BOX 182 WASHINGTON, MO 63090	2/24/2003	23553608	$1,659
FRIED PROVISION	N MAIN PATTISON	2/28/2003	72557	$581
FRIED PROVISION	N MAIN PATTISON	1/27/2003	60620	$601
FRIED PROVISION	N MAIN PATTISON	1/13/2003	55678	$601
FRIED PROVISION	N MAIN PATTISON	3/27/2003	85884	$802
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	2/19/2003	25785457	$6,189
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/6/2003	23535941	$12
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	2/11/2003	25782440	$5,497
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	3/10/2003	23559093	$2,449
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	3/24/2003	23566667	$1,900
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	3/14/2003	23563970	$1,354
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/31/2003	23544054	$889
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/22/2003	25773353	$3,318
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	3/25/2003	23569043	$1,031
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	2/24/2003	23552579	$1,281
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	2/25/2003	23553738	$6,544
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	2/20/2003	23548347	$3,277
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	3/4/2003	23555677	$4,218

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	2/4/2003	25779380	$7,187
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/21/2003	23540676	$3,685
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	2/19/2003	25784210	$33
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/13/2003	23538930	$12,341
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/14/2003	25769456	$1,553
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	2/11/2003	25781204	$1,654
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	3/28/2003	23574050	$5,009
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/14/2003	25770630	$7,941
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/31/2003	23545256	$5,516
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	2/18/2003	23551531	$913
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	2/10/2003	23547316	$2,998
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	2/25/2003	25788503	$842
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/2/2003	25765221	$5,210
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	2/21/2003	23550418	$3,200
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	3/7/2003	23558009	$5,684
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/17/2003	23539859	$352
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	3/4/2003	25791468	$3,159
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	3/3/2003	23554644	$543
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/29/2003	25776318	$5,246
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/22/2003	25771971	$1,531
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/27/2003	25775080	$817
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	2/4/2003	25778802	$2,666
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	1/24/2003	23542992	$4,358
FRIEDA'S INC	4465 CORPORATE CENTER DRIVE LOS ALAMITOS, CA 907	3/31/2003	23575092	$595
FRIENDSHIP CORNERS	C/O DC 50	1/24/2003	59810	$1,000
FRIENDSHIP DAIRIES INC	CHURCH ST. STATION P.O.BOX 6546 NEW YORK, NY 10	2/5/2003	25778048	$1,841
FRIENDSHIP DAIRIES INC	CHURCH ST. STATION P.O.BOX 6546 NEW YORK, NY 10	1/15/2003	25769403	$14,147
FRIENDSHIP DAIRIES INC	CHURCH ST. STATION P.O.BOX 6546 NEW YORK, NY 10	2/10/2003	23547138	$1,619
FRIENDSHIP DAIRIES INC	CHURCH ST. STATION P.O.BOX 6546 NEW YORK, NY 10	2/19/2003	23549347	$1,868
FRIENDSHIP DAIRIES INC	CHURCH ST. STATION P.O.BOX 6546 NEW YORK, NY 10	3/3/2003	23555519	$14,983
FRIENDSHIP DAIRIES INC	CHURCH ST. STATION P.O.BOX 6546 NEW YORK, NY 10	3/4/2003	23556452	$4,457
FRIENDSHIP DAIRIES INC	CHURCH ST. STATION P.O.BOX 6546 NEW YORK, NY 10	1/2/2003	25765004	$887
FRIENDSHIP DAIRIES INC	CHURCH ST. STATION P.O.BOX 6546 NEW YORK, NY 10	1/8/2003	25766800	$6,099
FRIENDSHIP DAIRIES INC	CHURCH ST. STATION P.O.BOX 6546 NEW YORK, NY 10	3/31/2003	23576334	$1,025
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	1/22/2003	23540864	$3,050
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	1/15/2003	25769861	$1,708
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	3/4/2003	23556209	$1,138
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	3/5/2003	25791955	$1,790
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	2/5/2003	25779844	$14,987
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	3/27/2003	23573784	$22,138
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	3/7/2003	23558639	$2,620
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	3/25/2003	23565951	$24,822
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	1/2/2003	23535787	$6,832
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	3/25/2003	23561869	$5,755
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	3/25/2003	23561106	$536

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	3/10/2003	23560010	$14,571
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	3/25/2003	23567253	$2,240
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	2/12/2003	25782914	$19,786
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	3/27/2003	23569600	$9,199
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	1/2/2003	23535458	$4,818
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	3/28/2003	23570961	$13,290
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	1/7/2003	23536558	$11,963
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	1/14/2003	23538590	$16,860
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	1/27/2003	23542414	$32,026
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	1/30/2003	23543254	$15,771
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	2/3/2003	23544730	$10,102
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	2/7/2003	23546846	$75,006
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	2/18/2003	23549034	$6,430
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	2/20/2003	23551075	$39,427
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	1/8/2003	23537738	$5,698
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	2/25/2003	23553969	$4,480
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	2/24/2003	23553255	$16,423
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	2/18/2003	23551857	$4,855
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	3/3/2003	23555252	$19,050
FRIO VALLEY FARMS INC	300 PASEO ENCINAL SAN ANTONIO, TX 78212	3/28/2003	23574628	$13,393
FRITO LAY INC	P O BOX 643105	1/7/2003	53917	$1,098
FRITO LAY INC	P O BOX 643105	1/29/2003	61447	$4,191
FRITO LAY INC	P O BOX 643105	3/27/2003	85846	$2,994
FRITO LAY INC	P O BOX 643105	3/14/2003	78625	$3,427
FRITO LAY INC	P O BOX 643105	3/10/2003	75538	$998
FRITO LAY INC	P O BOX 643105	3/6/2003	74500	$7,963
FRITO LAY INC	P O BOX 643105	1/29/2003	61447	$2,994
FRITO LAY INC	P O BOX 643105	3/3/2003	73208	$2,295
FRITO LAY INC	P O BOX 643105	1/29/2003	61447	$3,692
FRITO LAY INC	P O BOX 643105	1/31/2003	62514	$3,992
FRITO LAY INC	P O BOX 643105	1/20/2003	58015	$6,653
FRITO LAY INC	P O BOX 643105	1/20/2003	58015	$5,389
FRITO LAY INC	P O BOX 643105	3/31/2003	86553	$1,597
FRITO LAY INC	P O BOX 643105	2/7/2003	65021	$1,098
FRITO LAY INC	P O BOX 643105	1/20/2003	58015	$399
FRITO LAY INC	P O BOX 643105	2/3/2003	63154	$2,528
FRITO LAY INC	P O BOX 643105	2/3/2003	63154	$3,593
FRITO LAY INC	P O BOX 643105	2/12/2003	66495	$7,784
FRITO LAY INC	P O BOX 643105	2/3/2003	63154	$4,191
FRITO LAY INC	P O BOX 643105	2/25/2003	70986	$6,087
FRITO LAY INC	P O BOX 643105	2/25/2003	70986	$1,796
FRITO LAY INC	P O BOX 643105	2/25/2003	70986	$8,682
FRITO LAY INC	P O BOX 643105	1/29/2003	61447	$1,796
FRITO LAY INC	P O BOX 643105	1/3/2003	52847	$1,597
FRITO LAY INC	P O BOX 643105	2/17/2003	68406	$1,098

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FRITO LAY INC	75 REMITTANCE DR STE 1074 CHICAGO, IL 60675	3/7/2003	23558171	$4,794
FRITO LAY, INC	Not Available	2/28/2003	88648	$1,587
FRITO LAY, INC	Not Available	2/28/2003	88620	$2,005
FRITO LAY, INC	Not Available	2/14/2003	88570	$2,499
FRITO LAY, INC	Not Available	1/10/2003	88309	$1,850
FRITO LAY, INC	Not Available	3/28/2003	88883	$3,368
FRITO LAY, INC	Not Available	2/21/2003	88586	$914
FRITO LAY, INC	Not Available	3/21/2003	88830	$2,587
FRITO LAY, INC	Not Available	3/14/2003	88783	$4,645
FRITO LAY, INC	Not Available	1/17/2003	88365	$2,006
FRITO LAY, INC	Not Available	2/14/2003	88532	$1,842
FRITO LAY, INC	Not Available	1/17/2003	88340	$228
FRITO LAY, INC	Not Available	1/24/2003	88379	$1,478
FRITO LAY, INC	Not Available	1/24/2003	88419	$2,042
FRITO LAY, INC	Not Available	1/31/2003	88441	$541
FRITO LAY, INC	Not Available	1/31/2003	88476	$3,730
FRITO LAY, INC	Not Available	2/7/2003	88502	$1,788
FRITO LAY, INC	Not Available	1/3/2003	88268	$4,939
FRITO LAY, INC	Not Available	3/7/2003	88765	$3,282
FRITO-LAY, INC	75 REMITTANCE DR-SUTIE 1074 CHICAGO, IL 60675	3/24/2003	23570857	$2,548
FRITZ COMPANY	C/O DC 50	3/26/2003	85355	$798
FRODL, MICHAEL	3127 HEARTLAND LANE	3/25/2003	84376	$157
FRODL, MICHAEL	3127 HEARTLAND LANE	2/13/2003	67228	$160
FRODL, MICHAEL	3127 HEARTLAND LANE	3/13/2003	77989	$179
FRODL, MICHAEL	3127 HEARTLAND LANE	1/22/2003	58744	$128
FRODL, MICHAEL	3127 HEARTLAND LANE	3/28/2003	86411	$139
FRODL, MICHAEL	3127 HEARTLAND LANE	1/22/2003	58744	$147
FRODL, MICHAEL	3127 HEARTLAND LANE	1/28/2003	60994	$116
FRODL, MICHAEL	3127 HEARTLAND LANE	2/20/2003	69666	$207
FRODL, MICHAEL	3127 HEARTLAND LANE	1/22/2003	58744	$298
FRODL, MICHAEL	3127 HEARTLAND LANE	3/7/2003	75052	$342
FRODL, MICHAEL	3127 HEARTLAND LANE	1/3/2003	52977	$78
FRODL, MICHAEL	3127 HEARTLAND LANE	2/5/2003	63910	$256
FRODL, MICHAEL	3127 HEARTLAND LANE	2/27/2003	72078	$139
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	2/26/2003	23554226	$6,717
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	2/3/2003	23545016	$15,760
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	1/23/2003	23541394	$11,065
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	1/13/2003	23539512	$26,593
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	1/27/2003	25774994	$14,061
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	1/6/2003	25766796	$31,033
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	1/28/2003	23542752	$24,416
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	1/28/2003	23543589	$14,167
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	1/6/2003	23536818	$10,308
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	2/5/2003	23545903	$4,434
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	2/10/2003	23547907	$6,826

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	2/18/2003	23549313	$63,778
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	2/17/2003	23551328	$70,152
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	2/3/2003	25778033	$5,793
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	3/12/2003	23562082	$24,876
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	3/10/2003	23560395	$81,506
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	2/24/2003	23553520	$33,741
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	2/10/2003	23547111	$36,455
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	2/19/2003	23550030	$17,170
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	3/28/2003	23571387	$38,439
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	3/24/2003	23567533	$21,249
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	3/17/2003	23566373	$30,271
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	2/18/2003	25784121	$7,513
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	3/27/2003	23573899	$51,908
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	3/31/2003	23576297	$68,540
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	1/3/2003	25764962	$15,795
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	1/9/2003	25768505	$81,075
FROZEN SPECIALTIES, INC	P O BOX 92400 CLEVELAND, OH 44193	3/3/2003	23555491	$44,354
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	3/31/2003	23575929	$24,173
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	3/7/2003	23558610	$10,638
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	1/22/2003	25772392	$37,550
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	1/15/2003	25770416	$22,999
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	1/28/2003	25775492	$23,319
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	3/28/2003	23574605	$22,209
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	3/24/2003	23570928	$18,552
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	3/27/2003	23569578	$4,206
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	3/26/2003	23568649	$5,919
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	3/24/2003	23567232	$48,526
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	3/10/2003	23559978	$17,459
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	1/30/2003	25776774	$20,047
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	1/13/2003	23539180	$12,784
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	3/11/2003	23561089	$27,157
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	2/20/2003	23549718	$30,016
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	2/3/2003	23544701	$6,710
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	2/26/2003	25788977	$11,287
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	1/29/2003	23543248	$50,240
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	3/3/2003	23555230	$47,506
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	2/25/2003	23553963	$27,291
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	2/17/2003	23551049	$24,595
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	2/18/2003	23549013	$4,588
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	2/10/2003	23547583	$58,356
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	2/3/2003	23545479	$51,065
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	1/21/2003	23540313	$18,304
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	2/18/2003	23551843	$14,457
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	3/25/2003	23572180	$39,213
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	2/7/2003	23546820	$18,012

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	1/13/2003	23538569	$41,575
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	3/4/2003	23556196	$48,784
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	1/6/2003	23536529	$5,351
FROZSUN FOODS INC	P O BOX 51327 LOS ANGELES, CA 90051	1/8/2003	23537354	$24,204
FRUIT OF THE EARTH INC	PO BOX 152044 IRVING, TX 75015	3/25/2003	23569919	$253
FRUIT OF THE EARTH INC	PO BOX 152044 IRVING, TX 75015	1/27/2003	25775019	$3,165
FRUIT PATCH SALES	38773 ROAD 48 DINUBA, CA 93618	3/12/2003	23561410	$1,075
FRUIT PATCH SALES	38773 ROAD 48 DINUBA, CA 93618	1/24/2003	23540680	$474
FRUIT PATCH SALES	38773 ROAD 48 DINUBA, CA 93618	1/15/2003	23539349	$826
FRUIT PATCH SALES	38773 ROAD 48 DINUBA, CA 93618	1/15/2003	23538934	$1,177
FRUIT PATCH SALES	38773 ROAD 48 DINUBA, CA 93618	1/2/2003	23535637	$527
FRUTAY INTERNATIONAL	515 ROCKAWAY AVENUE SUITE 24 VALLEY STREAM, NY 11	1/8/2003	25767322	$1,657
FRY KRISP CO.	P.O. BOX 127 JACKSON, MI 49204	3/7/2003	23558845	$861
FRY KRISP CO.	P.O. BOX 127 JACKSON, MI 49204	1/6/2003	25764916	$717
FRY KRISP CO.	P.O. BOX 127 JACKSON, MI 49204	3/27/2003	23573876	$1,240
FRY KRISP CO.	P.O. BOX 127 JACKSON, MI 49204	1/13/2003	25768963	$882
FSBF TUCKER	PO BOX 945694 ATLANTA, GA 30394	3/7/2003	23558846	$16,755
FSBF TUCKER	PO BOX 945694 ATLANTA, GA 30394	2/24/2003	25787202	$21,339
FSBF TUCKER	PO BOX 945694 ATLANTA, GA 30394	1/17/2003	25771471	$25,944
FSBF TUCKER	PO BOX 945694 ATLANTA, GA 30394	3/4/2003	25790810	$17,678
FSBF TUCKER	PO BOX 945694 ATLANTA, GA 30394	3/14/2003	23564604	$37,473
FSBF TUCKER	PO BOX 945694 ATLANTA, GA 30394	3/26/2003	23569828	$15,090
FSBF TUCKER	PO BOX 945694 ATLANTA, GA 30394	3/31/2003	23576238	$16,268
FSBF TUCKER	PO BOX 945694 ATLANTA, GA 30394	1/13/2003	25768964	$29,105
FSBF TUCKER	PO BOX 945694 ATLANTA, GA 30394	1/28/2003	25774984	$21,704
FSBF TUCKER	PO BOX 945694 ATLANTA, GA 30394	2/6/2003	25779997	$30,663
FSBF TUCKER	PO BOX 945694 ATLANTA, GA 30394	2/19/2003	25784746	$54,776
FT HUACHUCA COMMISSARY	BLDG 61610 FT HUACHUCA, AZ 85613	3/3/2003	2066318	$2,348
FT HUACHUCA COMMISSARY	BLDG 61610 FT HUACHUCA, AZ 85613	1/17/2003	2065947	$3,167
FT HUACHUCA COMMISSARY	BLDG 61610 FT HUACHUCA, AZ 85613	1/17/2003	2065946	$4,403
FT HUACHUCA COMMISSARY	BLDG 61610 FT HUACHUCA, AZ 85613	2/14/2003	2066167	$2,595
FT HUACHUCA COMMISSARY	BLDG 61610 FT HUACHUCA, AZ 85613	2/14/2003	2066145	$2,378
FT LEAVENWORTH	PO BOX 419796 KANSAS CITY, MO 64141	2/28/2003	1000006802	$3,254
FT LEAVENWORTH	PO BOX 419796 KANSAS CITY, MO 64141	2/21/2003	1000006025	$3,887
FT LEAVENWORTH	PO BOX 419796 KANSAS CITY, MO 64141	2/21/2003	1000004817	$2,350
FT LEAVENWORTH	PO BOX 419796 KANSAS CITY, MO 64141	2/21/2003	1000003930	$3,032
FT LEAVENWORTH	PO BOX 419796 KANSAS CITY, MO 64141	3/19/2003	1000008676	$408
FT LEAVENWORTH	PO BOX 419796 KANSAS CITY, MO 64141	2/21/2003	1000003233	$19,234
FUELMAN OF EASTERN OHIO	PO BOX 11407 BIRMINGHAM, AL 35246	3/7/2003	25791428	$543
FUELMAN OF EASTERN OHIO	PO BOX 11407 BIRMINGHAM, AL 35246	3/13/2003	23562859	$311
FUELMAN OF EASTERN OHIO	PO BOX 11407 BIRMINGHAM, AL 35246	1/2/2003	25765160	$318
FUELMAN OF LAFAYETTE	PO BOX 2488 LAFAYETTE, LA 70502	2/6/2003	25778535	$350
FUELMAN OF LAFAYETTE	PO BOX 2488 LAFAYETTE, LA 70502	3/7/2003	23558716	$315
FUELMAN OF LAFAYETTE	PO BOX 2488 LAFAYETTE, LA 70502	3/6/2003	25790703	$223
FUELMAN OF LAFAYETTE	PO BOX 2488 LAFAYETTE, LA 70502	1/9/2003	25766387	$310

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FUJI COLOR PHOTO SERV	514 SOUTH RIVER ST HACKENSACK, NJ 07601	1/29/2003	23543258	$2,564
FUJI COLOR PHOTO SERV	514 SOUTH RIVER ST HACKENSACK, NJ 07601	1/31/2003	25774347	$18,253
FUJI COLOR PHOTO SERV	514 SOUTH RIVER ST HACKENSACK, NJ 07601	1/27/2003	25773696	$6,472
FUJI COLOR PHOTO SERV	514 SOUTH RIVER ST HACKENSACK, NJ 07601	3/28/2003	23569609	$20,440
FUJI COLOR PHOTO SERV	514 SOUTH RIVER ST HACKENSACK, NJ 07601	2/18/2003	23551861	$26,838
FUJI FILM	PO BOX 200232	3/17/2003	79603	$62
FUJI FILM	PO BOX 200232	1/6/2003	53597	$1,292
FUJI FILM	PO BOX 200232	1/9/2003	54726	$5,119
FUJI FILM	PO BOX 200232	2/3/2003	63241	$1,658
FUJI FILM	PO BOX 200232	3/17/2003	79603	$1,508
FUJI FILM	PO BOX 200232	2/27/2003	72048	$5,186
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	3/4/2003	25785065	$276
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	1/20/2003	23542128	$4,538
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	2/28/2003	25791775	$406
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	3/4/2003	25780923	$126
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	3/4/2003	25779673	$1,100
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	3/17/2003	25783980	$11,469
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	3/11/2003	25786932	$3,067
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	2/19/2003	25787577	$1,657
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	2/18/2003	25774812	$4,636
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	3/17/2003	25785704	$11,205
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	2/3/2003	23546608	$4,323
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	2/18/2003	25770828	$931
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	3/19/2003	25782735	$1,881
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	2/12/2003	23538423	$10,017
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	2/14/2003	23540174	$1,123
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	1/27/2003	23544493	$4,468
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	3/19/2003	25781463	$628
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	2/10/2003	23548792	$2,315
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	3/10/2003	23559703	$60
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	3/14/2003	23564275	$132
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	3/17/2003	23565504	$511
FUJI MAGNETIC TAPE	PO BOX 74060 CHICAGO, IL 60690	2/18/2003	25769220	$880
FUJI NATURAL FOODS	1325 EAST GIBSON LN PHOENIX, AZ 85034	3/31/2003	23576388	$739
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	1/15/2003	25770725	$50,761
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	2/26/2003	25788640	$1,208
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	1/27/2003	25774700	$26,645
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	2/18/2003	25784322	$8,067
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	1/14/2003	25770269	$33,548
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	2/11/2003	25782581	$3,892
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	2/10/2003	25781316	$19,008
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	2/11/2003	25780809	$8,393
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	1/28/2003	25775195	$6,403
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	2/24/2003	25786804	$2,804
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	3/3/2003	4022072	$421

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	3/5/2003	25791611	$15,116
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	2/5/2003	25779500	$6,446
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	3/14/2003	23564106	$368
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	1/31/2003	23544247	$17,823
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	2/26/2003	25788022	$4,452
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	3/17/2003	23565121	$2,192
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	1/9/2003	23538240	$239,797
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	3/11/2003	23560809	$2,479
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	3/10/2003	23559367	$7,008
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	3/7/2003	23558182	$1,650
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	3/4/2003	23555840	$4,408
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	3/3/2003	23554828	$1,565
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	2/24/2003	23552765	$10,052
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	2/7/2003	23546356	$1,434
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	2/18/2003	25783896	$21,992
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	1/10/2003	23538241	$81,265
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	1/21/2003	23540005	$35,439
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	1/27/2003	23541837	$29,696
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	1/28/2003	25776448	$53,484
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	1/13/2003	25769126	$106,854
FUJI PHOTO	DEPT 0480 PO BOX 120480 DALLAS, TX 75312	2/18/2003	23548550	$19,949
FUJICOLOR PROCESSING INC	DEPT LA 22144 PASADENA, CA 91185	2/24/2003	23553064	$11,711
FUJICOLOR PROCESSING INC	DEPT LA 22144 PASADENA, CA 91185	1/28/2003	25775998	$10,552
FUJICOLOR PROCESSING INC	DEPT LA 22144 PASADENA, CA 91185	2/18/2003	25784511	$456
FUJICOLOR PROCESSING INC	DEPT LA 22144 PASADENA, CA 91185	2/18/2003	25785090	$36
FUJICOLOR PROCESSING INC	DEPT LA 22144 PASADENA, CA 91185	3/26/2003	23568536	$9,165
FUJICOLOR PROCESSING INC	DEPT LA 22144 PASADENA, CA 91185	2/18/2003	23548857	$1,776
FUJICOLOR PROCESSING INC	DEPT LA 22144 PASADENA, CA 91185	1/27/2003	25775385	$11
FUKUNAGA PRODUCTS<Y	5 SAND ISLAND ACCESS RD #906 HONOLULU, HI 96819	2/24/2003	23553658	$408
FUKUNAGA PRODUCTS<Y	5 SAND ISLAND ACCESS RD #906 HONOLULU, HI 96819	3/24/2003	23567687	$217
FULL SPECTRUM	C/O WESTFIELD EGG FARMS 165 NORTSHIRK RD NEW HOLLA	3/28/2003	23574314	$3,341
FULL SPECTRUM	C/O WESTFIELD EGG FARMS 165 NORTSHIRK RD NEW HOLLA	2/10/2003	23544354	$2,527
FULL SPECTRUM	C/O WESTFIELD EGG FARMS 165 NORTSHIRK RD NEW HOLLA	3/10/2003	23559524	$2,569
FULL SPECTRUM	C/O WESTFIELD EGG FARMS 165 NORTSHIRK RD NEW HOLLA	2/20/2003	23548656	$972
FULL SPECTRUM	C/O WESTFIELD EGG FARMS 165 NORTSHIRK RD NEW HOLLA	2/24/2003	23552858	$2,039
FULL SPECTRUM	C/O WESTFIELD EGG FARMS 165 NORTSHIRK RD NEW HOLLA	1/2/2003	25764099	$972
FULL SPECTRUM	C/O WESTFIELD EGG FARMS 165 NORTSHIRK RD NEW HOLLA	2/3/2003	25776533	$2,326
FULL SPECTRUM	C/O WESTFIELD EGG FARMS 165 NORTSHIRK RD NEW HOLLA	1/21/2003	23538327	$1,396
FULL SPECTRUM	C/O WESTFIELD EGG FARMS 165 NORTSHIRK RD NEW HOLLA	3/10/2003	25791681	$3,043
FULTON PIC PAC	450 MEARS ST FULTON, KY 42041	2/20/2003	1000006293	$135
FULTON PIC PAC	450 MEARS ST FULTON, KY 42041	1/2/2003	3039554	$900
FULTON PIC PAC	450 MEARS ST FULTON, KY 42041	2/20/2003	2068010	$175
FULTON PIC PAC	450 MEARS ST FULTON, KY 42041	1/2/2003	2067511	$1,741
FULTON PIC PAC	450 MEARS ST FULTON, KY 42041	1/2/2003	2067116	$176
FULTON PIC PAC	450 MEARS ST FULTON, KY 42041	3/31/2003	1000008798	$219

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
FULTON PIC PAC	450 MEARS ST FULTON, KY 42041	3/31/2003	1000007186	$20
FUNARI'S THRIFTWAY	401 HARMONY RD GIBBSTOWN, NJ 08027	1/23/2003	4043705	$150
FUNARI'S THRIFTWAY	401 HARMONY RD GIBBSTOWN, NJ 08027	3/13/2003	4044290	$455
FUNARIS THRIFTWAY #995	650 PENCADER DR NEWARK, DE 19702	3/13/2003	4044553	$379
FUNARIS THRIFTWAY #995	650 PENCADER DR NEWARK, DE 19702	3/13/2003	4044552	$350
FUNARIS THRIFTWAY #995	650 PENCADER DR NEWARK, DE 19702	2/18/2003	4044090	$98
FUNK & CO. <A.J.	1471 TIMBER DRIVE ELGIN IL 60123	2/12/2003	25782283	$624
FUNK & CO. <A.J.	1471 TIMBER DRIVE ELGIN IL 60123	1/24/2003	25772519	$595
FUN-TIME INTERNATIONAL INC	413 N 4TH STREET PHILADELPHIA, PA 19123	3/27/2003	23569156	$31
FUN-TIME INTERNATIONAL INC	413 N 4TH STREET PHILADELPHIA, PA 19123	3/3/2003	23554765	$1,459
FUTURE DESIGNS	P O BOX 87	3/20/2003	82234	$2,039
FUTURE FOOD INC	1420 VALWOOD PKWY SUITE 164 CARROLLTON, TX 75006	1/9/2003	25767369	$3,998
FUTURE FOOD INC	1420 VALWOOD PKWY SUITE 164 CARROLLTON, TX 75006	2/20/2003	25784608	$1,168
FUTURE FOOD INC	1420 VALWOOD PKWY SUITE 164 CARROLLTON, TX 75006	1/30/2003	25776782	$4,221
FUTURE FOOD INC	1420 VALWOOD PKWY SUITE 164 CARROLLTON, TX 75006	1/8/2003	23536540	$1,575
FUTURE FOOD INC	1420 VALWOOD PKWY SUITE 164 CARROLLTON, TX 75006	2/19/2003	23549020	$802
FUTURE FOOD INC	1420 VALWOOD PKWY SUITE 164 CARROLLTON, TX 75006	1/3/2003	25764589	$1,193
FUTURE FOOD INC	1420 VALWOOD PKWY SUITE 164 CARROLLTON, TX 75006	2/24/2003	23553235	$4,595
FUTURE FOOD INC	1420 VALWOOD PKWY SUITE 164 CARROLLTON, TX 75006	2/6/2003	25779827	$11,226
FUTURE FOOD INC	1420 VALWOOD PKWY SUITE 164 CARROLLTON, TX 75006	3/3/2003	25788238	$3,342
FUTURE FOOD INC	1420 VALWOOD PKWY SUITE 164 CARROLLTON, TX 75006	2/6/2003	25779049	$3,513
FUTURE FOOD INC	1420 VALWOOD PKWY SUITE 164 CARROLLTON, TX 75006	1/13/2003	23538579	$1,023
FUTURE FOOD INC	1420 VALWOOD PKWY SUITE 164 CARROLLTON, TX 75006	2/13/2003	25782899	$7,898
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	2/21/2003	23552428	$8,272
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	2/5/2003	23545829	$12,802
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	3/27/2003	23569381	$5,085
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	2/19/2003	23548770	$38,169
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	3/24/2003	23570609	$250
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	3/26/2003	23572856	$2,510
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	2/24/2003	23552979	$430
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	3/31/2003	23575631	$360
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	1/24/2003	23541083	$12,102
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	2/17/2003	23550825	$680
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	2/26/2003	23554155	$4,636
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	3/26/2003	23567876	$4,136
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	3/17/2003	23565457	$4,136
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	3/11/2003	23560950	$7,382
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	3/4/2003	23556015	$5,536
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	2/3/2003	23545411	$2,300
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	2/3/2003	23543877	$1,720
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	3/28/2003	23568480	$1,040
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	2/3/2003	23544467	$500
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	1/30/2003	23542095	$830
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	1/10/2003	23538405	$54,428
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	1/2/2003	23535342	$970

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
G & G TRUCKING CO	520 E. TULARE AVE VISALIA, CA 93292	1/2/2003	23534441	$1,900
G & H INTERNATIONAL TRADERS	125 SENECA TRAIL BOYERTOWN, PA 19512	1/22/2003	23540469	$3,733
G & H INTERNATIONAL TRADERS	125 SENECA TRAIL BOYERTOWN, PA 19512	2/10/2003	23547019	$6,130
G & H INTERNATIONAL TRADERS	125 SENECA TRAIL BOYERTOWN, PA 19512	3/10/2003	23560276	$311
G & H INTERNATIONAL TRADERS	125 SENECA TRAIL BOYERTOWN, PA 19512	3/31/2003	23576185	$8,275
G & H INTERNATIONAL TRADERS	125 SENECA TRAIL BOYERTOWN, PA 19512	1/2/2003	25764856	$664
G & H INTERNATIONAL TRADERS	125 SENECA TRAIL BOYERTOWN, PA 19512	1/15/2003	25769364	$1,446
G & H INTERNATIONAL TRADERS	125 SENECA TRAIL BOYERTOWN, PA 19512	2/24/2003	25787176	$321
G & H INTERNATIONAL TRADERS	125 SENECA TRAIL BOYERTOWN, PA 19512	3/6/2003	25791321	$3,334
G & H INTERNATIONAL TRADERS	125 SENECA TRAIL BOYERTOWN, PA 19512	2/21/2003	25778008	$1,208
G & H INTERNATIONAL TRADERS	125 SENECA TRAIL BOYERTOWN, PA 19512	1/2/2003	25763590	$19,468
G & H INTERNATIONAL TRADERS	125 SENECA TRAIL BOYERTOWN, PA 19512	1/29/2003	25774963	$273
G & H INTERNATIONAL TRADERS	125 SENECA TRAIL BOYERTOWN, PA 19512	3/5/2003	25790181	$4,892
G & H TRANSPORTATION CO	PO BOX 160 WIDENER, AR 72394	2/21/2003	25783494	$2,717
G & K SERVICES	3820 DELP MEMPHIS, TN 38118	2/20/2003	25785117	$108
G & K SERVICES	3820 DELP MEMPHIS, TN 38118	2/12/2003	25782154	$108
G & K SERVICES	3820 DELP MEMPHIS, TN 38118	2/28/2003	25788897	$217
G & K SERVICES	3820 DELP MEMPHIS, TN 38118	1/27/2003	25774258	$108
G & K SERVICES	3820 DELP MEMPHIS, TN 38118	1/23/2003	25772990	$108
G & K SERVICES	3820 DELP MEMPHIS, TN 38118	1/8/2003	25768253	$108
G & K SERVICES	3820 DELP MEMPHIS, TN 38118	3/24/2003	23565684	$108
G & K SERVICES	3820 DELP MEMPHIS, TN 38118	1/31/2003	25776692	$108
G & K SERVICES	3820 DELP MEMPHIS, TN 38118	2/24/2003	25786393	$105
G & S PARTS & SERVICE	1201 NORTH 54TH AVE #114 PHOENIX, AZ 85043	3/24/2003	23571066	$665
G & S PARTS & SERVICE	1201 NORTH 54TH AVE #114 PHOENIX, AZ 85043	3/26/2003	23573086	$587
G & W DISTRIBUTORS LLC	C/O QVC PO BOX 1936 WEST CHESTER, PA 19380	1/13/2003	25762876	$944
G & W DISTRIBUTORS LLC	C/O QVC PO BOX 1936 WEST CHESTER, PA 19380	2/18/2003	23542488	$307
G & W DISTRIBUTORS LLC	C/O QVC PO BOX 1936 WEST CHESTER, PA 19380	1/13/2003	23528757	$143
G & W DISTRIBUTORS LLC	C/O QVC PO BOX 1936 WEST CHESTER, PA 19380	2/28/2003	25792012	$77
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	1/24/2003	25773008	$843
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	3/5/2003	23556936	$1,952
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	1/6/2003	25766279	$915
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	2/6/2003	25779765	$381
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	3/24/2003	23570789	$254
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	3/7/2003	23558531	$254
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	1/2/2003	25764420	$381
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	2/18/2003	23551783	$254
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	1/2/2003	25763441	$1,397
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	3/28/2003	23574534	$508
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	1/29/2003	25774275	$1,524
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	2/11/2003	25780432	$2,540
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	2/26/2003	25786409	$541
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	3/5/2003	25791173	$27
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	3/26/2003	23572964	$508
G & W LABORATORIES	111 COOLIDGE ST CN 1024 SO PLAINFIELD, NJ 07080	3/26/2003	23565737	$254

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	3/31/2003	23575862	$3,248
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	3/24/2003	23570838	$2,254
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	3/18/2003	23567185	$2,120
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	3/25/2003	23565813	$2,128
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	1/30/2003	23542320	$1,025
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	2/19/2003	23546771	$1,130
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	1/10/2003	25764488	$1,025
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	2/18/2003	23551802	$3,690
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	3/7/2003	23558569	$4,870
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	1/15/2003	25768292	$500
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	1/21/2003	25769808	$1,102
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	1/29/2003	25773031	$12,890
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	2/5/2003	25776741	$1,130
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	1/2/2003	25761381	$2,155
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	3/10/2003	23559917	$15,758
G B EXPRESS INC	TC SERVICES 1000 COLFAX STREET GARY, IN 46406	2/20/2003	25779787	$4,920
G E CAPITAL	PO BOX 740441 ATLANTA, GA 30374	3/28/2003	23571121	$742
G E CAPITAL	PO BOX 740441 ATLANTA, GA 30374	3/3/2003	25789678	$680
G E CAPITAL	PO BOX 740441 ATLANTA, GA 30374	1/27/2003	25774424	$858
G E CAPITAL	PO BOX 740434 ATLANTA, GA 30374	3/4/2003	25792017	$142
G E CAPITAL	PO BOX 740434 ATLANTA, GA 30374	3/25/2003	23569671	$99
G E CAPITAL	PO BOX 740434 ATLANTA, GA 30374	1/21/2003	25771810	$127
G E CAPITAL	PO BOX 740434 ATLANTA, GA 30374	2/3/2003	25779094	$60
G E CAPITAL	PO BOX 740434 ATLANTA, GA 30374	2/25/2003	25788290	$119
G E CAPITAL	PO BOX 740434 ATLANTA, GA 30374	1/6/2003	25767462	$157
G NEIL COMPANIES	PO BOX 451179 SUNRISE, FL 33345	2/19/2003	25784835	$208
G NEIL COMPANIES	PO BOX 451179 SUNRISE, FL 33345	2/11/2003	25778737	$87
G NEIL COMPANIES	PO BOX 451179 SUNRISE, FL 33345	3/11/2003	23561367	$45
G NEIL COMPANIES	PO BOX 451179 SUNRISE, FL 33345	1/2/2003	2119733	$262
G NEIL COMPANIES	PO BOX 451179 SUNRISE, FL 33345	3/6/2003	23557951	$92
G NEIL COMPANIES	PO BOX 451179 SUNRISE, FL 33345	1/22/2003	23540978	$189
GA SERVICES	17742 MITCHELL NORTH IRVINE, CA 92614	3/24/2003	23567286	$3,756
GABBEI MEATS <HAROLD	510 SOUTH NINE MOUND RD VERONA, WI 53593	1/13/2003	23538901	$78,757
GABBEI MEATS <HAROLD	510 SOUTH NINE MOUND RD VERONA, WI 53593	2/12/2003	23547301	$46,589
GABBEI MEATS <HAROLD	510 SOUTH NINE MOUND RD VERONA, WI 53593	3/10/2003	23560660	$87,702
GABBEI MEATS <HAROLD	510 SOUTH NINE MOUND RD VERONA, WI 53593	3/31/2003	23576520	$101,335
GABBEI MEATS <HAROLD	510 SOUTH NINE MOUND RD VERONA, WI 53593	3/26/2003	23566637	$53,239
GABBEI MEATS <HAROLD	510 SOUTH NINE MOUND RD VERONA, WI 53593	2/24/2003	23553712	$107,515
GABBEI MEATS <HAROLD	510 SOUTH NINE MOUND RD VERONA, WI 53593	2/18/2003	23549498	$45,815
GABBEI MEATS <HAROLD	510 SOUTH NINE MOUND RD VERONA, WI 53593	2/5/2003	23545237	$48,658
GABBEI MEATS <HAROLD	510 SOUTH NINE MOUND RD VERONA, WI 53593	3/24/2003	23571673	$38,882
GABBEI MEATS <HAROLD	510 SOUTH NINE MOUND RD VERONA, WI 53593	1/23/2003	23540654	$37,466
GABBEI MEATS <HAROLD	510 SOUTH NINE MOUND RD VERONA, WI 53593	1/28/2003	23542970	$60,868
GABLEWOODS SUPERMARKETS	PO BOX GM580 CASTRIES ST LUCIA WEST INDES 00000	2/13/2003	2035446	$1,531
GAETA IMPORTS INC	141 JOHN ST BABYLON, NY 11702	3/31/2003	23575682	$1,527

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GAETA IMPORTS INC	141 JOHN ST BABYLON, NY 11702	2/4/2003	23544506	$1,243
GAGE <MARK	309 SPIVEY CAMP ROAD KINSTON, AL 36453	3/4/2003	23555676	$908
GAGE <MARK	309 SPIVEY CAMP ROAD KINSTON, AL 36453	1/22/2003	23539345	$907
GAGE <MARK	309 SPIVEY CAMP ROAD KINSTON, AL 36453	3/28/2003	23574049	$2,587
GAGE <MARK	309 SPIVEY CAMP ROAD KINSTON, AL 36453	1/22/2003	25771174	$1,354
GAGE <MARK	309 SPIVEY CAMP ROAD KINSTON, AL 36453	1/31/2003	25774622	$616
GAGE <MARK	309 SPIVEY CAMP ROAD KINSTON, AL 36453	2/24/2003	25786123	$2,739
GAGE <MARK	309 SPIVEY CAMP ROAD KINSTON, AL 36453	1/31/2003	23545622	$652
GAGE <MARK	309 SPIVEY CAMP ROAD KINSTON, AL 36453	3/12/2003	23561404	$1,318
GAGLIANO, PHIL	C/O DC#50	2/18/2003	68814	$170
GAGLIANO, PHIL	C/O DC#50	2/4/2003	63557	$133
GAGLIANO, PHIL	C/O DC#50	3/26/2003	85395	$66
GAGLIANO, PHIL	C/O DC#50	2/11/2003	66128	$99
GAGLIANO, PHIL	C/O DC#50	1/22/2003	58766	$247
GAGLIANO, PHIL	C/O DC#50	1/28/2003	61051	$107
GAGLIANO, PHIL	C/O DC#50	3/12/2003	77054	$129
GAGLIANO, PHIL	C/O DC#50	3/19/2003	81280	$328
GAGLIANO, PHIL	C/O DC#50	2/26/2003	71468	$92
GAGLIANO, PHIL	C/O DC#50	3/5/2003	74093	$138
GAGLIANO, PHIL	C/O DC#50	1/7/2003	53990	$93
GAGLIANO, PHIL	C/O DC#50	1/14/2003	56056	$135
GAILS BISCUITS INC	PO BOX 21423 BIRMINGHAM, AL 35216	3/10/2003	25792612	$3,692
GAILS BISCUITS INC	PO BOX 21423 BIRMINGHAM, AL 35216	2/12/2003	25780441	$2,881
GAILS BISCUITS INC	PO BOX 21423 BIRMINGHAM, AL 35216	2/7/2003	25775467	$2,461
GAINESBORO FOODTOWN	241 N GUNDY QUALLES HWY GAINESBORO, TN 38562	3/13/2003	1000008799	$261
GAINESBORO FOODTOWN	241 N GUNDY QUALLES HWY GAINESBORO, TN 38562	2/25/2003	1000007187	$28
GAINESBORO FOODTOWN	241 N GUNDY QUALLES HWY GAINESBORO, TN 38562	1/16/2003	3040401	$178
GAINESBORO FOODTOWN	241 N GUNDY QUALLES HWY GAINESBORO, TN 38562	2/18/2003	1000006294	$207
GAINESBORO FOODTOWN	241 N GUNDY QUALLES HWY GAINESBORO, TN 38562	1/24/2003	2068011	$246
GALAXY FOODS CO	DEPARTMENT 3550 PO BOX 2153 BIRMINGHAM, AL 35287	2/28/2003	25789502	$1,279
GALAXY FOODS CO	DEPARTMENT 3550 PO BOX 2153 BIRMINGHAM, AL 35287	3/31/2003	23575598	$2,822
GALAXY FOODS CO	DEPARTMENT 3550 PO BOX 2153 BIRMINGHAM, AL 35287	3/4/2003	25791737	$1,883
GALAXY FOODS CO	DEPARTMENT 3550 PO BOX 2153 BIRMINGHAM, AL 35287	1/27/2003	25774790	$3,970
GALAXY FOODS CO	DEPARTMENT 3550 PO BOX 2153 BIRMINGHAM, AL 35287	3/24/2003	23565424	$1,895
GALAXY FOODS CO	DEPARTMENT 3550 PO BOX 2153 BIRMINGHAM, AL 35287	1/27/2003	25774169	$8,037
GALAXY FOODS CO	DEPARTMENT 3550 PO BOX 2153 BIRMINGHAM, AL 35287	3/4/2003	23555996	$2,790
GALAXY FOODS CO	DEPARTMENT 3550 PO BOX 2153 BIRMINGHAM, AL 35287	1/21/2003	25771689	$2,257
GALAXY FOODS CO	DEPARTMENT 3550 PO BOX 2153 BIRMINGHAM, AL 35287	3/28/2003	23570573	$1,787
GALAXY FOODS CO	DEPARTMENT 3550 PO BOX 2153 BIRMINGHAM, AL 35287	2/25/2003	25786904	$1,644
GALAXY FOODS CO	DEPARTMENT 3550 PO BOX 2153 BIRMINGHAM, AL 35287	2/19/2003	25784438	$1,654
GALAXY FOODS CO	DEPARTMENT 3550 PO BOX 2153 BIRMINGHAM, AL 35287	1/22/2003	25772911	$2,238
GALDERMA LABORATORIES, L. P.	22113 NETWORK PLACE CHICAGO, IL 60673	1/27/2003	23541988	$6,290
GALDERMA LABORATORIES, L. P.	22113 NETWORK PLACE CHICAGO, IL 60673	1/6/2003	23536230	$31
GALDERMA LABORATORIES, L. P.	22113 NETWORK PLACE CHICAGO, IL 60673	2/10/2003	25781401	$2,282
GALDERMA LABORATORIES, L. P.	22113 NETWORK PLACE CHICAGO, IL 60673	2/24/2003	23552881	$1,238

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GALDERMA LABORATORIES, L. P.	22113 NETWORK PLACE CHICAGO, IL 60673	3/13/2003	23562407	$3,124
GALDERMA LABORATORIES, L. P.	22113 NETWORK PLACE CHICAGO, IL 60673	3/4/2003	25791696	$1,482
GALDERMA LABORATORIES, L. P.	22113 NETWORK PLACE CHICAGO, IL 60673	2/25/2003	25788723	$1,851
GALDERMA LABORATORIES, L. P.	22113 NETWORK PLACE CHICAGO, IL 60673	2/11/2003	25782660	$1,058
GALDERMA LABORATORIES, L. P.	22113 NETWORK PLACE CHICAGO, IL 60673	1/27/2003	25775287	$1,406
GALDERMA LABORATORIES, L. P.	22113 NETWORK PLACE CHICAGO, IL 60673	3/31/2003	23575523	$1,048
GALDERMA LABORATORIES, L. P.	22113 NETWORK PLACE CHICAGO, IL 60673	2/21/2003	23550738	$1,903
GALDERMA LABORATORIES, L. P.	22113 NETWORK PLACE CHICAGO, IL 60673	1/13/2003	25769653	$1,048
GALDERMA LABORATORIES, L. P.	22113 NETWORK PLACE CHICAGO, IL 60673	3/25/2003	23565319	$1,094
GALERIE AU CHOCOLATE	PO BOX 631365 CINCINNATI, OH 45263	3/10/2003	23559801	$119
GALERIE AU CHOCOLATE	PO BOX 631365 CINCINNATI, OH 45263	3/25/2003	23567113	$25
GALERIE AU CHOCOLATE	PO BOX 631365 CINCINNATI, OH 45263	3/13/2003	23562505	$416
GALERIE AU CHOCOLATE	PO BOX 631365 CINCINNATI, OH 45263	3/24/2003	23570733	$3,287
GALERIE AU CHOCOLATE	PO BOX 631365 CINCINNATI, OH 45263	3/26/2003	23572927	$273
GALERIE AU CHOCOLATE	PO BOX 631365 CINCINNATI, OH 45263	3/27/2003	23568549	$748
GALERIE AU CHOCOLATE	PO BOX 631365 CINCINNATI, OH 45263	3/14/2003	23564326	$1,547
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	2/20/2003	25783839	$6,190
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	1/29/2003	25775102	$1,490
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	1/6/2003	25766632	$3,326
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	2/5/2003	25777705	$3,114
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	2/5/2003	25778135	$6,995
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	2/12/2003	25780746	$8,328
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	2/12/2003	25781227	$3,511
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	1/17/2003	23539895	$3,072
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	3/4/2003	23555721	$3,178
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	1/16/2003	25770659	$8,259
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	1/9/2003	25766868	$7,541
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	2/26/2003	25787968	$3,375
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	1/2/2003	25763789	$18,073
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	3/26/2003	23567722	$3,200
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	1/24/2003	25772001	$3,566
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	3/31/2003	23575160	$3,410
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	3/26/2003	23572611	$5,629
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	2/26/2003	25786736	$6,036
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	1/6/2003	23535994	$3,788
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	3/12/2003	23561436	$9,480
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	2/20/2003	25784239	$3,235
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	3/24/2003	23566706	$6,164
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	1/29/2003	25774644	$3,476
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	3/5/2003	25790969	$3,131
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	3/3/2003	25789882	$5,900
GALLIKER DAIRY CO	PO BOX 159 JOHNSTOWN, PA 15907	3/5/2003	23556604	$5,822
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	3/24/2003	23567796	$27,282
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	1/27/2003	23543088	$24,079
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	3/31/2003	23575385	$27,277

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	1/31/2003	23545339	$65,733
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	3/27/2003	23573542	$14,957
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	1/17/2003	23540023	$22,558
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	1/3/2003	23536149	$38,211
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	2/14/2003	23548576	$52,960
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	1/13/2003	23538263	$19,135
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	3/3/2003	23554853	$94,755
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	3/6/2003	23557448	$41,735
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	3/14/2003	23564124	$36,884
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	1/7/2003	23537928	$61,659
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	3/10/2003	23559407	$10,843
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	3/7/2003	23558210	$28,926
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	2/19/2003	23552106	$3,510
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	3/28/2003	23570353	$22,076
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	3/11/2003	23560827	$23,047
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	1/23/2003	23541873	$32,038
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	2/18/2003	23551629	$40,492
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	2/6/2003	23546387	$40,221
GALLO FARMS <JOSEPH	#73148 P.O.BOX 60000 SAN FRANCISCO, CA 94161	3/20/2003	23568340	$70,129
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/28/2003	23571743	$1,373
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/9/2003	25768661	$3,084
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/15/2003	25770223	$2,069
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/17/2003	25771584	$22,308
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/23/2003	25772008	$2,847
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/31/2003	23575180	$478
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/7/2003	23558070	$18,155
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/15/2003	25770668	$45,001
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/28/2003	23574110	$19,238
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/8/2003	23537052	$7,997
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/5/2003	25789887	$18,094
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/6/2003	25792403	$17,908
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/6/2003	25766041	$42,807
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/27/2003	23570151	$3,196
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/23/2003	25773388	$3,393
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/6/2003	23557384	$233
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/10/2003	25780750	$1,637
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/10/2003	23559178	$11,338
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/14/2003	23564016	$11,587
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/17/2003	23564931	$6,361
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/25/2003	23566722	$946
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/25/2003	23568231	$3,099
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/25/2003	23569106	$18,793
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/5/2003	25790302	$707
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/5/2003	25777708	$6,299
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/21/2003	25786155	$10,093

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/20/2003	25785491	$6,233
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/11/2003	23560728	$12,438
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/13/2003	25769488	$2,725
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/27/2003	25787974	$841
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/5/2003	25779433	$6,272
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/13/2003	25783263	$19,774
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/8/2003	25766879	$20,868
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/12/2003	25782494	$14,363
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/24/2003	25774650	$32,169
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/6/2003	25780201	$37,078
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/5/2003	25778145	$3,579
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/27/2003	25788557	$16,825
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/5/2003	25790973	$983
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/5/2003	25778824	$7,955
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/24/2003	25773971	$1,107
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/29/2003	25775111	$3,607
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/23/2003	25772762	$1,778
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/24/2003	25787354	$422
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/20/2003	25784919	$295
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	2/24/2003	25786741	$1,360
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	1/30/2003	25777166	$32,515
GALLO PRODUCE & FOOD PRODUCTS	BOX 412221 KANSAS CITY, MO 64141	3/6/2003	25791521	$86
GALYEAN, THOMAS	2721 GAINSBORO GRADE	3/20/2003	82288	$531
GALYEAN, THOMAS	2721 GAINSBORO GRADE	3/20/2003	82288	$416
GALYEAN, THOMAS	2721 GAINSBORO GRADE	3/6/2003	74584	$332
GALYEAN, THOMAS	2721 GAINSBORO GRADE	3/25/2003	84391	$412
GAMBINO'S BAKERIES & FOODS GRP	PO BOX 857 KENNER, LA 70063	2/3/2003	25777235	$2,292
GAMBINO'S BAKERIES & FOODS GRP	PO BOX 857 KENNER, LA 70063	1/23/2003	25771634	$1,017
GAMBINO'S BAKERIES & FOODS GRP	PO BOX 857 KENNER, LA 70063	1/30/2003	25774063	$2,307
GAMBINO'S BAKERIES & FOODS GRP	PO BOX 857 KENNER, LA 70063	3/20/2003	23568332	$2,687
GAMBINO'S BAKERIES & FOODS GRP	PO BOX 857 KENNER, LA 70063	2/24/2003	25786235	$2,016
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/19/2003	25785498	$18,621
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/7/2003	25767934	$10,125
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/19/2003	25784922	$4,600
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/25/2003	25787979	$13,914
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	3/28/2003	23574121	$16,306
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/14/2003	25770674	$16,169
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/28/2003	25775847	$7,559
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/27/2003	25775116	$24,110
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/24/2003	25787360	$41,473
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	3/13/2003	23562266	$5,222
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/26/2003	25788563	$13,602
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	3/24/2003	23567737	$10,757
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/24/2003	23552654	$27,779
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/20/2003	23550490	$20,374

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/13/2003	23548428	$11,103
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/9/2003	23538157	$20,869
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	3/25/2003	23568237	$32,891
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	3/27/2003	23570171	$2,583
GAMESA USA INC	5899 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/21/2003	25772015	$7,115
GARAY & CO LLC <S	1116 AUGUSTA PLACE CHOLA VISTA, CA 91915	1/2/2003	25762870	$13,792
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	3/7/2003	23558010	$910
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	3/10/2003	25792379	$3,250
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	1/27/2003	25771184	$3,755
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	3/7/2003	25789324	$2,438
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	2/27/2003	25788504	$906
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	2/27/2003	25786717	$3,250
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	2/24/2003	25786128	$1,625
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	1/2/2003	25763156	$1,400
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	2/10/2003	25780184	$27,958
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	3/28/2003	23574052	$2,550
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	3/25/2003	23571704	$1,700
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	3/27/2003	23569044	$1,700
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	3/10/2003	23559096	$3,250
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	2/7/2003	25778803	$370
GARBER FARMS	3405 DES CANNES HWY IOTA, LA 70543	3/24/2003	23564836	$2,550
GARDEN CITY GROWERS INC	BOX 1102 LEWISTON, NY 14092	3/10/2003	25790739	$5,621
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	3/25/2003	23566638	$5,942
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	1/6/2003	23536994	$3,623
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	1/30/2003	23542971	$2,977
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	2/13/2003	23547302	$4,616
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	2/19/2003	23549499	$2,631
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	2/24/2003	23553713	$2,915
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	3/3/2003	23555656	$2,476
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	2/5/2003	23545238	$2,340
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	3/10/2003	23560661	$2,847
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	1/21/2003	25771152	$1,761
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	1/21/2003	23540655	$2,868
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	1/2/2003	23535093	$1,556
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	2/5/2003	25778775	$64
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	3/25/2003	23568171	$104
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	3/5/2003	23557329	$194
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	1/24/2003	25772709	$4,534
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	1/9/2003	25768621	$71
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	1/2/2003	25765995	$792
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	3/31/2003	23576521	$3,273
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	3/24/2003	23571674	$2,827
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	3/6/2003	25790938	$104
GARDEN FRESH FOODS INC	726 SOUTH 12TH ST MILWAUKEE, WI 53204	2/20/2003	25784868	$104
GARDEN STATE COOKIES	DEPT 828 P O BOX 8000 BUFFALO, NY 14267	2/21/2003	25788935	$1,559

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GARDEN STATE COOKIES	DEPT 828 P O BOX 8000 BUFFALO, NY 14267	3/14/2003	23564377	$1,572
GARDEN STATE COOKIES	DEPT 828 P O BOX 8000 BUFFALO, NY 14267	3/10/2003	23559901	$1,098
GARDEN STATE COOKIES	DEPT 828 P O BOX 8000 BUFFALO, NY 14267	1/2/2003	25762764	$1,437
GARDEN STATE COOKIES	DEPT 828 P O BOX 8000 BUFFALO, NY 14267	1/2/2003	25759552	$480
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	3/18/2003	23566923	$6,686
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	2/21/2003	23550719	$7,292
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	3/3/2003	23554933	$4,273
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	2/26/2003	25788715	$3,534
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	2/6/2003	23546474	$4,641
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	3/12/2003	23561617	$3,349
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	3/24/2003	23565295	$6,557
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	3/28/2003	23571933	$1,938
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	3/4/2003	23555932	$3,287
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	1/17/2003	23540082	$3,247
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	1/9/2003	23538333	$5,076
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	1/10/2003	23539062	$6,383
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	1/31/2003	23545373	$3,161
GARDENBURGER, INC	P.O.BOX 96457 CHICAGO, IL 60693	2/13/2003	23548664	$3,261
GARGIULO FOODS	PO BOX 7777 W3730 PHILADELPHIA, PA 19175	3/24/2003	23567218	$1,814
GARGIULO FOODS	PO BOX 7777 W3730 PHILADELPHIA, PA 19175	3/21/2003	23569556	$1,130
GARGIULO FOODS	PO BOX 7777 W3730 PHILADELPHIA, PA 19175	3/10/2003	23559955	$1,352
GARGIULO FOODS	PO BOX 7777 W3730 PHILADELPHIA, PA 19175	3/24/2003	23570890	$3,040
GARGIULO FOODS	PO BOX 7777 W3730 PHILADELPHIA, PA 19175	3/4/2003	23556180	$2,147
GARGIULO FOODS	PO BOX 7777 W3730 PHILADELPHIA, PA 19175	3/5/2003	25791210	$554
GARGIULO FOODS	PO BOX 7777 W3730 PHILADELPHIA, PA 19175	3/11/2003	23561069	$3,384
GARNER FOOD CO. <T.W.	PO BOX 75748 CHARLOTTE, NC 28275	3/26/2003	23573257	$30,904
GARRETT'S IGA #8	1740 W AJO WAY TUCSON, AZ 85713	1/13/2003	3017445	$2,128
GARRETT'S IGA SUPERMARKET	1060 YAUAPAI SUITE 10 RIO RICO, AZ 85648	1/2/2003	3017561	$378
GARRETT'S IGA SUPERMARKET	1060 YAUAPAI SUITE 10 RIO RICO, AZ 85648	1/13/2003	3017446	$1,095
GARRETT'S IGA SUPERMARKET	1060 YAUAPAI SUITE 10 RIO RICO, AZ 85648	2/26/2003	3018067	$458
GARRETT'S IGA SUPERMARKET #2	428 W. VALENCIA TUCSON, AZ 85706	1/13/2003	3017447	$861
GARRETT'S IGA SUPERMARKET #3	4625 E. SPEEDWAY TUCSON, AZ 85712	1/13/2003	3017448	$1,115
GARRETT'S IGA SUPERMARKET #4	3925 E. GRANT TUCSON, AZ 85712	1/13/2003	3017449	$1,086
GARRETT'S IGA SUPERMARKET #5	7877 E. BROADWAY RD TUCSON, AZ 85710	1/13/2003	3017450	$986
GARRETT'S IGA SUPERMARKET #6	5555 E. RIVER RD TUCSON, AZ 85715	1/13/2003	3017451	$1,081
GARRITY INDUSTRIES	P O BOX 845213	3/20/2003	82207	$835
GARRITY INDUSTRIES	P O BOX 845213	1/17/2003	57501	$835
GARRITY INDUSTRIES INC	PO BOX 845213 BOSTON, MA 02284	1/29/2003	25776009	$878
GARRITY INDUSTRIES INC	PO BOX 845213 BOSTON, MA 02284	3/5/2003	25791144	$752
GARRITY INDUSTRIES INC	PO BOX 845213 BOSTON, MA 02284	3/3/2003	25789540	$741
GARRITY INDUSTRIES INC	PO BOX 845213 BOSTON, MA 02284	2/12/2003	25781530	$1,419
GARY ARCHER	10401 E RAINTREE DR SCOTTSDALE, AZ 85255	3/21/2003	1000009830	$111
GARY ARCHER	10401 E RAINTREE DR SCOTTSDALE, AZ 85255	1/24/2003	2066029	$67
GARY ARCHER	10401 E RAINTREE DR SCOTTSDALE, AZ 85255	3/12/2003	1000008281	$412
GARY ARCHER	10401 E RAINTREE DR SCOTTSDALE, AZ 85255	3/18/2003	1000008620	$184

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GARY ARCHER	10401 E RAINTREE DR SCOTTSDALE, AZ 85255	1/13/2003	2065694	$169
GARY ARCHER	10401 E RAINTREE DR SCOTTSDALE, AZ 85255	2/13/2003	2066192	$175
GARY ARCHER	10401 E RAINTREE DR SCOTTSDALE, AZ 85255	2/18/2003	2066223	$259
GARY ARCHER	10401 E RAINTREE DR SCOTTSDALE, AZ 85255	2/27/2003	2066295	$243
GARY B PIERCE	5905 NINA LANE FT WORTH, TX 76117	1/21/2003	5036192	$130
GARY B PIERCE	5905 NINA LANE FT WORTH, TX 76117	2/4/2003	5036324	$118
GARY B PIERCE	5905 NINA LANE FT WORTH, TX 76117	1/9/2003	1038835	$180
GARY B PIERCE	5905 NINA LANE FT WORTH, TX 76117	3/10/2003	1039975	$60
GARY B PIERCE	5905 NINA LANE FT WORTH, TX 76117	1/28/2003	5036506	$399
GARY B PIERCE	5905 NINA LANE FT WORTH, TX 76117	3/10/2003	5036950	$810
GARY B PIERCE	5905 NINA LANE FT WORTH, TX 76117	3/25/2003	5037113	$224
GARY B PIERCE	5905 NINA LANE FT WORTH, TX 76117	1/13/2003	5035854	$353
GARY B PIERCE	5905 NINA LANE FT WORTH, TX 76117	2/5/2003	1039330	$60
GARY BLASINGAME	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/17/2003	2051325	$643
GARY BLASINGAME	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/20/2003	2051406	$1,445
GARY BLASINGAME	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/22/2003	2050811	$373
GARY BLASINGAME	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/20/2003	2051108	$325
GARY BLASINGAME	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/20/2003	2051000	$752
GARY BLASINGAME	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/4/2003	2051154	$76
GARY BLASINGAME	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/20/2003	2051390	$811
GARY BLASINGAME	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/31/2003	2050899	$350
GARY BLASINGAME	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/17/2003	2051277	$126
GARY BLASINGAME	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/7/2003	2050596	$321
GARY BLASINGAME	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/7/2003	2050622	$136
GARY BLASINGAME	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/22/2003	2050771	$252
GARY C JENNINGS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/31/2003	2050954	$599
GARY C JENNINGS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/7/2003	2050679	$425
GARY C JENNINGS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/17/2003	2051429	$322
GARY C JENNINGS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/13/2003	2051109	$860
GARY C JENNINGS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/24/2003	2050900	$560
GARY C JENNINGS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/11/2003	2051372	$1,446
GARY C JENNINGS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/15/2003	2050755	$579
GARY C JENNINGS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/15/2003	2050772	$100
GARY C JENNINGS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/24/2003	2050836	$53
GARY C JENNINGS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/18/2003	2051155	$1,061
GARY C JENNINGS	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/13/2003	2051095	$117
GARY CALISTRO	8301 FRUITRIDGE RD SACRAMENTO, CA 95826	1/23/2003	3017784	$228
GARY CALISTRO	8301 FRUITRIDGE RD SACRAMENTO, CA 95826	1/23/2003	3017894	$88
GARY CALISTRO	8301 FRUITRIDGE RD SACRAMENTO, CA 95826	1/23/2003	3017562	$57
GARY CALISTRO	8301 FRUITRIDGE RD SACRAMENTO, CA 95826	3/12/2003	3018273	$91
GARY CALISTRO	8301 FRUITRIDGE RD SACRAMENTO, CA 95826	2/24/2003	3018235	$159
GARY CALISTRO	8301 FRUITRIDGE RD SACRAMENTO, CA 95826	2/18/2003	3018025	$222
GARY CALISTRO	8301 FRUITRIDGE RD SACRAMENTO, CA 95826	1/27/2003	3017949	$98
GARY CALISTRO	8301 FRUITRIDGE RD SACRAMENTO, CA 95826	2/6/2003	3017990	$111
GARY INGRAM	PO BOX 448 GOODLETTSVILLE, TN 37070	2/10/2003	1000005402	$361

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GARY INGRAM	PO BOX 448 GOODLETTSVILLE, TN 37070	1/27/2003	2068241	$491
GARY INGRAM	PO BOX 448 GOODLETTSVILLE, TN 37070	3/10/2003	1000007705	$353
GARY INGRAM	PO BOX 448 GOODLETTSVILLE, TN 37070	3/26/2003	1000010163	$474
GARY INGRAM	PO BOX 448 GOODLETTSVILLE, TN 37070	1/13/2003	2067836	$360
GARY INGRAM	PO BOX 448 GOODLETTSVILLE, TN 37070	2/10/2003	1000005107	$355
GARY INGRAM	PO BOX 448 GOODLETTSVILLE, TN 37070	1/6/2003	2067737	$296
GARY INGRAM	PO BOX 448 GOODLETTSVILLE, TN 37070	1/27/2003	2067896	$430
GARY INGRAM	PO BOX 448 GOODLETTSVILLE, TN 37070	3/18/2003	1000009503	$505
GARY INGRAM	PO BOX 448 GOODLETTSVILLE, TN 37070	3/18/2003	1000008156	$304
GARY INGRAM	PO BOX 448 GOODLETTSVILLE, TN 37070	2/24/2003	1000006916	$250
GARY INGRAM	PO BOX 448 GOODLETTSVILLE, TN 37070	2/24/2003	1000005991	$455
GARY LUDWIG	6716 BOYERTOWN PIKE DOUGLASSVILLE, PA 19518	1/6/2003	4043596	$129
GARY LUDWIG	6716 BOYERTOWN PIKE DOUGLASSVILLE, PA 19518	2/18/2003	4044293	$45
GARY LUDWIG	6716 BOYERTOWN PIKE DOUGLASSVILLE, PA 19518	3/26/2003	4044861	$45
GARY LUDWIG	6716 BOYERTOWN PIKE DOUGLASSVILLE, PA 19518	3/26/2003	4044937	$90
GARY LUDWIG	6716 BOYERTOWN PIKE DOUGLASSVILLE, PA 19518	3/6/2003	4044701	$55
GARY LUDWIG	6716 BOYERTOWN PIKE DOUGLASSVILLE, PA 19518	2/24/2003	4044554	$45
GARY LUDWIG	6716 BOYERTOWN PIKE DOUGLASSVILLE, PA 19518	2/5/2003	4043976	$87
GARY LUDWIG	6716 BOYERTOWN PIKE DOUGLASSVILLE, PA 19518	2/12/2003	4044143	$45
GARY LUDWIG	6716 BOYERTOWN PIKE DOUGLASSVILLE, PA 19518	1/17/2003	4043829	$112
GARY LUDWIG	6716 BOYERTOWN PIKE DOUGLASSVILLE, PA 19518	1/16/2003	4043796	$206
GARY LUDWIG	6716 BOYERTOWN PIKE DOUGLASSVILLE, PA 19518	1/29/2003	4043918	$116
GARY MANSFIELD	26270 TR. 1161 CLEARVIEW WARSAW, OH 43844	3/27/2003	4069812	$308
GARY MANSFIELD	26270 TR. 1161 CLEARVIEW WARSAW, OH 43844	1/16/2003	4068208	$49
GARY MANSFIELD	26270 TR. 1161 CLEARVIEW WARSAW, OH 43844	3/18/2003	4069724	$963
GARY MANSFIELD	26270 TR. 1161 CLEARVIEW WARSAW, OH 43844	2/10/2003	4068975	$137
GARY MANSFIELD	26270 TR. 1161 CLEARVIEW WARSAW, OH 43844	1/6/2003	4067786	$90
GARY MANSFIELD	26270 TR. 1161 CLEARVIEW WARSAW, OH 43844	1/30/2003	4068444	$61
GARY MITSUYASU	91-315 HANUA STREET KAPOLEI, HI 96707	3/12/2003	1000006770	$353
GARY MITSUYASU	91-315 HANUA STREET KAPOLEI, HI 96707	1/24/2003	4019631	$72
GARY MITSUYASU	91-315 HANUA STREET KAPOLEI, HI 96707	1/30/2003	4019531	$187
GARY MITSUYASU	91-315 HANUA STREET KAPOLEI, HI 96707	1/2/2003	4019455	$215
GARY MITSUYASU	91-315 HANUA STREET KAPOLEI, HI 96707	3/10/2003	4019720	$176
GARY POLLARD	409 N. PRIDGEN STREET GENEVA, AL 36340	3/4/2003	1000007906	$562
GARY POLLARD	409 N. PRIDGEN STREET GENEVA, AL 36340	3/26/2003	1000010317	$565
GARY POLLARD	409 N. PRIDGEN STREET GENEVA, AL 36340	1/29/2003	2120023	$319
GARY POLLARD	409 N. PRIDGEN STREET GENEVA, AL 36340	1/24/2003	2119903	$92
GARY POLLARD	409 N. PRIDGEN STREET GENEVA, AL 36340	3/11/2003	1000008490	$275
GARY POLLARD	409 N. PRIDGEN STREET GENEVA, AL 36340	2/5/2003	1000005193	$388
GARY POLLARD	409 N. PRIDGEN STREET GENEVA, AL 36340	3/4/2003	1000007553	$449
GARY POLLARD	409 N. PRIDGEN STREET GENEVA, AL 36340	2/25/2003	1000006841	$840
GARY POLLARD	409 N. PRIDGEN STREET GENEVA, AL 36340	3/26/2003	1000009608	$624
GARY POLLARD	409 N. PRIDGEN STREET GENEVA, AL 36340	1/24/2003	2119950	$65
GARY POLLARD	409 N. PRIDGEN STREET GENEVA, AL 36340	3/4/2003	1000006589	$150
GARY POLLARD	409 N. PRIDGEN STREET GENEVA, AL 36340	1/2/2003	2119816	$330

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GARY WILLIAMS	4340 MELINDA AVE MEMPHIS, TN 38108	3/5/2003	3041251	$1,042
GARY WILLIAMS	4340 MELINDA AVE MEMPHIS, TN 38108	3/25/2003	2051455	$780
GARY WILLIAMS	4340 MELINDA AVE MEMPHIS, TN 38108	3/5/2003	2051198	$448
GARY WILLIAMS	4340 MELINDA AVE MEMPHIS, TN 38108	1/6/2003	2050649	$672
GARZA INDUSTRIES	1870 N GLASSELL ST ORANGE, CA 92865	2/19/2003	25785254	$310
GARZA INDUSTRIES	1870 N GLASSELL ST ORANGE, CA 92865	3/28/2003	23569738	$407
GARZA INDUSTRIES	1870 N GLASSELL ST.	2/5/2003	63917	$17,388
GAS CITY LTD	P O BOX 85	3/10/2003	75630	$8,090
GAS CITY LTD	P O BOX 85	3/19/2003	81211	$7,338
GAS CITY LTD	P O BOX 85	3/10/2003	75630	$8,206
GAS CITY LTD	P O BOX 85	2/26/2003	71420	$7,647
GAS CITY LTD	P O BOX 85	2/26/2003	71420	$9,261
GAS CITY LTD	P O BOX 85	3/27/2003	85925	$6,927
GAS 'N GRUB	865 LINDSAY BLVD., EXIT 119 IDAHO FALLS, ID 8340	2/28/2003	25788436	$81
GAS 'N GRUB	865 LINDSAY BLVD., EXIT 119 IDAHO FALLS, ID 8340	1/29/2003	25775055	$1,220
GAS 'N GRUB	865 LINDSAY BLVD., EXIT 119 IDAHO FALLS, ID 8340	1/6/2003	25763700	$904
GAS 'N GRUB	865 LINDSAY BLVD., EXIT 119 IDAHO FALLS, ID 8340	1/6/2003	25765152	$104
GASPRO	P. O. BOX 30707 HONOLULU, HI 96820	3/10/2003	23560617	$1,189
GASPRO	P. O. BOX 30707 HONOLULU, HI 96820	3/3/2003	23555610	$1,455
GASPRO	P. O. BOX 30707 HONOLULU, HI 96820	2/14/2003	23549452	$1,153
GASPRO	P. O. BOX 30707 HONOLULU, HI 96820	2/25/2003	23554092	$638
GASPRO	P. O. BOX 30707 HONOLULU, HI 96820	3/24/2003	23571613	$182
GASPRO	P. O. BOX 30707 HONOLULU, HI 96820	3/28/2003	23575031	$425
GATES & SONS BAR-B-QUE	4621 PASEO KANSAS CITY, MO 64110	1/10/2003	25767544	$2,723
GATEWAY COLD STORAGE	P.O. BOX 31095 CLEVELAND, OH 44131	3/3/2003	23555604	$1,181
GATEWAY COLD STORAGE	P.O. BOX 31095 CLEVELAND, OH 44131	2/5/2003	23545767	$1,234
GATEWAY COLD STORAGE	P.O. BOX 31095 CLEVELAND, OH 44131	2/19/2003	23552208	$1,708
GATEWAY COLD STORAGE	P.O. BOX 31095 CLEVELAND, OH 44131	3/28/2003	23575021	$1,390
GATEWAY COLD STORAGE	P.O. BOX 31095 CLEVELAND, OH 44131	3/24/2003	23564783	$1,402
GATEWAY COLD STORAGE	P.O. BOX 31095 CLEVELAND, OH 44131	1/9/2003	25768595	$1,941
GATEWAY FOOD & DRUG	900 MARKET ST OAKLAND, CA 94607	2/21/2003	4021901	$4,403
GATEWAY GROUNDS MAINTENANCE	P. O. BOX 1465 GOODLETTSVILLE, TN 37070	3/13/2003	23562878	$160
GATEWAY GROUNDS MAINTENANCE	P. O. BOX 1465 GOODLETTSVILLE, TN 37070	2/17/2003	23551481	$2,020
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	3/24/2003	23562704	$572
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	3/17/2003	23566229	$44
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	3/10/2003	25792109	$45
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	1/15/2003	23538691	$115
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	1/24/2003	23540453	$389
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	1/29/2003	23542601	$265
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	3/3/2003	23555383	$138
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	3/31/2003	23576154	$43
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	3/24/2003	25760741	$17
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	1/8/2003	25764831	$40
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	3/24/2003	25782287	$13
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	1/17/2003	25769354	$75

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	3/24/2003	23571234	$53
GATEWAY MARKET SUPPLY	PO BOX 32869 ST LOUIS MO 63130	2/24/2003	23553410	$70
GATEWAY MILLING CO.	Not Available	3/28/2003	88831	$866
GATEWAY MILLING CO.	Not Available	1/31/2003	88420	$478
GATEWAY MILLING CO.	Not Available	2/28/2003	88649	$656
GAVINS IGA	2192 MIDDLE RD FAYETTEVILLE, NC 28301	2/4/2003	1000004970	$6,921
GAVINS IGA	2192 MIDDLE RD FAYETTEVILLE, NC 28301	1/13/2003	3040403	$74
GD HUMOR BREYERS	NOTHERERN TRST BK	3/24/2003	83587	$11,721
GE CAPITAL	P O BOX 642111	1/23/2003	59258	$3,307
GE CAPITAL	P O BOX 642111	1/23/2003	59258	$3,307
GE CAPITAL	P O BOX 642111	2/21/2003	70193	$3,619
GE CAPITAL	P O BOX 642111	3/26/2003	85351	$3,307
GE CAPITAL	P O BOX 802585	3/20/2003	82236	$866
GEAR FOR SPORTS	12193 COLLECTIONS CENTER DR CHICAGO, IL 60693	3/14/2003	23564787	$909
GEDDES & CO, INC <RAY	8901 YELLOW BRICK RD BALTIMORE, MD 21237	1/13/2003	25755872	$2,263
GEDDES & CO, INC <RAY	8901 YELLOW BRICK RD BALTIMORE, MD 21237	1/2/2003	25764231	$828
GEDDES & CO, INC <RAY	8901 YELLOW BRICK RD BALTIMORE, MD 21237	1/8/2003	25767158	$1,924
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	2/5/2003	23544985	$54,392
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	2/14/2003	23549281	$19,001
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	2/4/2003	23547686	$7,941
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	2/7/2003	23547081	$13,073
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	2/5/2003	23545899	$17,094
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	2/26/2003	23554222	$19,259
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	3/17/2003	23566333	$15,999
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	3/10/2003	23560356	$2,499
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	3/12/2003	23562065	$19,956
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	3/31/2003	23576262	$53,295
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	3/13/2003	23562750	$4,251
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	2/24/2003	23553493	$13,697
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	3/11/2003	23561265	$9,348
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	3/28/2003	23571342	$29,773
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	1/10/2003	23538054	$1,933
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	2/17/2003	23551299	$31,936
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	1/27/2003	23542714	$62,634
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	1/3/2003	23536791	$5,882
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	1/8/2003	23537798	$63,373
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	1/22/2003	23541177	$16,688
GEDNEY CO.<M. A.	SDS-12-1947 PO BOX 86 MINNEAPOLIS, MN 55486	3/3/2003	23555464	$4,965
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	2/20/2003	25785147	$2,817
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	1/2/2003	25764467	$2,898
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	2/6/2003	25778442	$2,355
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	3/5/2003	25790623	$2,219
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	2/20/2003	25784567	$38
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	3/27/2003	23568606	$3,503
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	3/5/2003	25791184	$176

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	1/30/2003	25775455	$330
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	1/28/2003	23542308	$6,190
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	3/10/2003	23559902	$1,762
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	3/31/2003	23575849	$1,600
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	1/10/2003	25767317	$6,003
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	1/24/2003	25773025	$6,860
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	2/14/2003	25782178	$1,733
GEERLINGS, INC	WHOLESALE GREENHOUSE P O BOX 175 PINEVILLE, PA 1	3/3/2003	25788936	$1,225
GEHL'S GUERNSEY FARMS INC	P O BOX 1004	2/7/2003	65077	$1,208
GEHL'S GUERNSEY FARMS INC	P O BOX 1004	1/31/2003	62574	$4,009
GEHL'S GUERNSEY FARMS INC	P O BOX 1004	3/7/2003	75008	$2,179
GEHL'S GUERNSEY FARMS INC	P O BOX 1004	1/20/2003	58095	$2,693
GEHL'S GUERNSEY FARMS INC	P O BOX 1004	3/31/2003	86599	$2,841
GEL SPICE CO INC	48 HOOK RD BAYONNE, NJ 07002	3/10/2003	23560121	$3,322
GEL SPICE CO INC	48 HOOK RD BAYONNE, NJ 07002	2/21/2003	25785900	$1,693
GEL SPICE CO INC	48 HOOK RD BAYONNE, NJ 07002	3/26/2003	23573096	$1,210
GEM PACKING CORPORATION	75 WURZ AVENUE UTICA, NEW YORK 13502	3/3/2003	25790194	$28,576
GEMCO WARE INCORPORATED	135 S LASALLE DEPT 2389 CHICAGO, IL 60674	2/17/2003	25786189	$1,114
GEMCO WARE INCORPORATED	135 S LASALLE DEPT 2389 CHICAGO, IL 60674	1/14/2003	25770045	$1,240
GEMCO WARE INCORPORATED	135 S LASALLE DEPT 2389 CHICAGO, IL 60674	2/5/2003	25778634	$1,792
GEMCO WARE INCORPORATED	135 S LASALLE DEPT 2389 CHICAGO, IL 60674	2/13/2003	3040929	$81
GEMCO WARE INCORPORATED	135 S LASALLE DEPT 2389 CHICAGO, IL 60674	3/26/2003	23573243	$1,092
GEMCO WARE INCORPORATED	135 S LASALLE DEPT 2389 CHICAGO, IL 60674	3/3/2003	23555484	$676
GEMCO WARE INCORPORATED	135 S LASALLE DEPT 2389 CHICAGO, IL 60674	3/6/2003	23557850	$1,859
GEMCO WARE INCORPORATED	135 S LASALLE DEPT 2389 CHICAGO, IL 60674	1/21/2003	23540937	$1,692
GEMPKO, RICHARD	C/O DC# 143	3/12/2003	77038	$362
GEMPKO, RICHARD	C/O DC# 143	1/23/2003	59299	$297
GEMPKO, RICHARD	C/O DC# 143	3/6/2003	74597	$318
GEMPKO, RICHARD	C/O DC# 143	3/26/2003	85379	$514
GEMPKO, RICHARD	C/O DC# 143	3/6/2003	74597	$260
GEMPKO, RICHARD	C/O DC# 143	3/26/2003	85379	$733
GEMPKO, RICHARD	C/O DC# 143	2/13/2003	67249	$341
GEMPKO, RICHARD	C/O DC# 143	2/13/2003	67249	$634
GEMPKO, RICHARD	C/O DC# 143	1/3/2003	53010	$918
GEMPKO, RICHARD	C/O DC# 143	3/6/2003	74597	$407
GEMPKO, RICHARD	C/O DC# 143	1/30/2003	62142	$315
GEMPKO, RICHARD	C/O DC# 143	1/23/2003	59299	$206
GEMPKO, RICHARD	C/O DC# 143	1/3/2003	53010	$1,011
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	3/6/2003	25791898	$367
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	3/10/2003	23559933	$231
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	1/8/2003	25767335	$4,358
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	2/17/2003	23551022	$4,593
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	1/6/2003	23536488	$152
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	2/3/2003	23544660	$5,416
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	1/21/2003	23540291	$1,456

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	1/10/2003	23539156	$3,021
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	3/24/2003	23565843	$2,973
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	2/10/2003	23546784	$5,483
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	3/24/2003	23570861	$230
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	3/26/2003	23569545	$215
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	1/2/2003	25764509	$91
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	1/27/2003	23543231	$28
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	2/12/2003	25782871	$1,393
GENARO PRODUCE INC	1200 NW 22ND ST # 71-90 MIAMI, FL 33142	3/31/2003	23575883	$165
GENE MASTERSON	201 W CHURCH ROAD P O BOX 1526 KING OF PRUSSIA, P	1/23/2003	4043817	$208
GENE MASTERSON	201 W CHURCH ROAD P O BOX 1526 KING OF PRUSSIA, P	1/29/2003	4043878	$284
GENE MASTERSON	201 W CHURCH ROAD P O BOX 1526 KING OF PRUSSIA, P	2/20/2003	4044164	$78
GENE MASTERSON	201 W CHURCH ROAD P O BOX 1526 KING OF PRUSSIA, P	2/20/2003	4044184	$165
GENE MASTERSON	201 W CHURCH ROAD P O BOX 1526 KING OF PRUSSIA, P	1/23/2003	4043797	$38
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/7/2003	23546323	$11,558
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/11/2003	25782568	$122,342
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/10/2003	31118152	$204,109
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	1/2/2003	25766091	$339,897
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	1/17/2003	23539989	$22,279
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/10/2003	25781993	$81,998
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	3/13/2003	23562317	$4,873
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/20/2003	25784953	$153,096
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/20/2003	25785549	$26,958
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/24/2003	25788016	$8,178
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	3/4/2003	25791008	$1,525
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	3/4/2003	25791597	$1,652
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	1/6/2003	25766964	$159,840
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	1/10/2003	23538223	$28,178
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/10/2003	23547777	$276,741
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/24/2003	23552738	$86
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/25/2003	23553796	$4,670
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	3/3/2003	23554798	$15,700
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	3/4/2003	23555808	$8,495
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	1/22/2003	25773453	$94,788
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/18/2003	23551609	$79,148
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	1/6/2003	23537108	$10,533
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	1/21/2003	23540730	$429
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	3/5/2003	23556681	$11,182
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/18/2003	23549570	$2,315
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/21/2003	25786208	$240,982
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/14/2003	23548518	$36,253
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/10/2003	25781296	$123,984
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	1/27/2003	23541806	$142,525
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/24/2003	25787417	$32,494
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/3/2003	25778196	$109,174

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GENERAL ELECTRIC	PO BOX 846200 DALLAS, TX 75284	2/4/2003	25779487	$58,187
GENERAL ELECTRIC CO *	P O BOX 91912	2/28/2003	72539	$5,767
GENERAL ELECTRIC WIRE *	P O BOX 846200	1/10/2003	55168	$607
GENERAL ELECTRIC WIRE *	P O BOX 846200	1/10/2003	55168	$757
GENERAL ELECTRIC WIRE *	P O BOX 846200	2/26/2003	71380	$801
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/3/2003	8023066	$2,717,093
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/4/2003	8023098	$337,481
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/14/2003	8024068	$577,173
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/7/2003	8022381	$406,234
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/20/2003	8022693	$613,864
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/13/2003	8023320	$528,780
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/21/2003	8023509	$970,656
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/27/2003	8022881	$2,723,506
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/30/2003	8022996	$845,653
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/23/2003	8022797	$767,144
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/6/2003	8023158	$560,601
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/4/2003	8023751	$506,691
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/8/2003	8022426	$196,906
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/9/2003	8022461	$577,145
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/10/2003	8022492	$646,807
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/13/2003	8024007	$418,412
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/12/2003	8023967	$776,886
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/11/2003	8023937	$982,723
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/7/2003	8023854	$1,855,484
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/6/2003	8023821	$1,032,899
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/14/2003	8023349	$860,691
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/3/2003	8023714	$2,464,485
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/29/2003	8022963	$138,847
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/20/2003	8023480	$820,749
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/31/2003	8023030	$704,755
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/12/2003	8023290	$63,140
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/22/2003	8022758	$813,437
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/10/2003	8023892	$5,505,123
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/5/2003	8023132	$428,446
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/5/2003	8023781	$399,448
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/18/2003	8023412	$157,012
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/26/2003	8024322	$943,290
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/24/2003	8024275	$1,106,701
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/17/2003	8024101	$2,185,174
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/24/2003	8022837	$815,204
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/16/2003	8022623	$1,111,346
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	3/31/2003	8024405	$3,408,687
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/15/2003	8022591	$820,682
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/14/2003	8022555	$1,723,962
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/27/2003	8023639	$526,790

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/17/2003	8022662	$966,799
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/26/2003	8023613	$493,457
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/3/2003	8022329	$620,318
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/7/2003	8023187	$864,236
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/25/2003	8023583	$213,059
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/24/2003	8023551	$2,786,640
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/10/2003	8023222	$1,624,723
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/13/2003	8022522	$2,704,114
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/28/2003	8022925	$191,080
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/28/2003	8023677	$789,511
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/2/2003	8022304	$1,147,143
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	1/6/2003	8022355	$1,780,428
GENERAL MILLS	EFT USE ONLY MINNEAPOLIS, MN 55426	2/17/2003	8023381	$2,277,096
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/28/2003	23542409	$225,601
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/27/2003	25774339	$84,409
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/27/2003	25774340	$102,911
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/31/2003	25775509	$187,853
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/30/2003	25775510	$66,083
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/22/2003	25772405	$187,782
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/26/2003	23554188	$177,576
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/26/2003	23569595	$37,285
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/10/2003	23560006	$111,675
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/25/2003	23568671	$181,693
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/25/2003	31118252	$108,810
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/24/2003	23570956	$297,391
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/11/2003	23561104	$8,644
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/25/2003	23568672	$220,465
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/24/2003	25787703	$56,630
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/17/2003	23551072	$140,738
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/13/2003	25782910	$45,393
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/13/2003	25782214	$2,285
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/10/2003	25780477	$133,910
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/6/2003	25778498	$100,873
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/17/2003	31117958	$128,339
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/29/2003	23542410	$111,859
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/2/2003	23534675	$102,780
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/6/2003	31117874	$176,750
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/13/2003	31118172	$298,587
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/27/2003	31118044	$161,207
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/18/2003	25783556	$125,625
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/14/2003	23564429	$175,627
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/11/2003	23546843	$126,303
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/31/2003	31118078	$208,976
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/10/2003	31118137	$259,963
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/24/2003	23570957	$109,718

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/24/2003	23553249	$211,013
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/22/2003	23540328	$25,583
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/10/2003	23560005	$274,553
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/24/2003	25787070	$82,463
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/25/2003	23567248	$26,438
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/27/2003	25788996	$57,018
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/3/2003	25777428	$167,097
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/26/2003	23573040	$263,730
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/8/2003	23536555	$107,894
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/7/2003	23535457	$118,120
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/3/2003	25776099	$56,754
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/14/2003	23538589	$42,659
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/23/2003	25773077	$100,094
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/19/2003	23552155	$137,495
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/22/2003	23541343	$126,204
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/31/2003	23544728	$62,367
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/6/2003	23545699	$121,252
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/24/2003	23553250	$228,744
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/13/2003	23547858	$99,884
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/14/2003	23549030	$198,898
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	2/19/2003	23550327	$158,177
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/9/2003	23537737	$34,648
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/7/2003	25791950	$113,299
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/10/2003	23560004	$265,986
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/7/2003	23558634	$45,623
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/26/2003	23573041	$111,539
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/5/2003	23557002	$179,918
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/31/2003	23575953	$175,432
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/3/2003	23555249	$227,614
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/21/2003	25771781	$46,047
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/6/2003	25764610	$203,083
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/13/2003	25769300	$2,744
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/31/2003	23575952	$284,731
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/5/2003	25790663	$49,502
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/6/2003	25764609	$127,773
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/31/2003	25776796	$2,576
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/10/2003	25767394	$56,382
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/13/2003	25768339	$32,520
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/25/2003	23565944	$107,946
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	3/5/2003	23557001	$197,005
GENERAL MILLS FINANCE	PO BOX CH-10041 PALANTINE, IL 60055	1/13/2003	25769858	$113,965
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/5/2003	25790383	$1,159
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	2/10/2003	25780806	$120,407
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	2/27/2003	25788636	$29,849
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/3/2003	25789933	$749

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/4/2003	23555831	$166,117
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/26/2003	23569192	$18,764
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	2/17/2003	23550596	$3,981
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/3/2003	23554820	$17,386
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	2/24/2003	23552758	$57,415
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	2/18/2003	25783893	$139,036
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	2/14/2003	25781311	$1,376
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/24/2003	23570312	$10,467
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	2/3/2003	25777757	$97,350
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	1/6/2003	25763958	$41,379
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/31/2003	23575340	$4,350
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/27/2003	23573526	$69,211
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/26/2003	23572719	$588
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/25/2003	23571847	$1,959
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	2/24/2003	25786801	$148,788
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/7/2003	23558174	$3,481
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	2/11/2003	23546344	$8,459
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	2/14/2003	23548544	$27,164
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/11/2003	23560804	$47,129
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/12/2003	23561531	$59,688
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/5/2003	23556702	$26,869
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/25/2003	23566828	$27,377
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/25/2003	23565109	$25,821
GENERAL MILLS FINANCE	FRMLY PILLSBURY CO PO BOX CH-10041 PALATINE, IL 6	3/10/2003	23559355	$33,872
GENERAL MILLS INC.	MELLON BANK DEPT0845	1/7/2003	53915	$1,482
GENERAL MILLS INC.	MELLON BANK DEPT0845	3/19/2003	81180	$10,888
GENERAL MILLS INC.	MELLON BANK DEPT0845	1/27/2003	60569	$7,135
GENERAL MILLS INC.	MELLON BANK DEPT0845	3/3/2003	73206	$27,404
GENERAL MILLS INC.	MELLON BANK DEPT0845	2/3/2003	63152	$27,984
GENERAL MILLS INC.	MELLON BANK DEPT0845	1/7/2003	53915	$3,171
GENERAL MILLS INC.	MELLON BANK DEPT0845	1/24/2003	59740	$28,732
GENERAL MILLS INC.	MELLON BANK DEPT0845	1/8/2003	54311	$5,926
GENERAL MILLS INC.	MELLON BANK DEPT0845	1/6/2003	53538	$7,188
GENERAL MILLS INC.	MELLON BANK DEPT0845	1/30/2003	62052	$8,015
GENERAL MILLS INC.	MELLON BANK DEPT0845	3/10/2003	75535	$10,713
GENERAL MILLS INC.	MELLON BANK DEPT0845	3/10/2003	75535	$34,857
GENERAL MILLS INC.	MELLON BANK DEPT0845	1/20/2003	58014	$7,084
GENERAL MILLS INC.	MELLON BANK DEPT0845	3/20/2003	82153	$6,290
GENERAL MILLS INC.	MELLON BANK DEPT0845	1/8/2003	54311	$26,877
GENERAL MILLS INC.	MELLON BANK DEPT0845	3/3/2003	73206	$2,245
GENERAL MILLS INC.	MELLON BANK DEPT0845	3/4/2003	73536	$653
GENERAL MILLS INC.	MELLON BANK DEPT0845	3/5/2003	73926	$6,618
GENERAL MILLS INC.	MELLON BANK DEPT0845	3/26/2003	85253	$875
GENERAL MILLS INC.	MELLON BANK DEPT0845	3/24/2003	83522	$15,540
GENERAL MILLS INC.	MELLON BANK DEPT0845	3/24/2003	83522	$20,635

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GENERAL MILLS INC.	MELLON BANK DEPT0845	3/20/2003	82153	$2,572
GENERAL MILLS INC.	MELLON BANK DEPT0845	2/27/2003	71992	$7,579
GENERAL MILLS INC.	MELLON BANK DEPT0845	2/7/2003	65020	$29,935
GENERAL MILLS INC.	MELLON BANK DEPT0845	2/3/2003	63152	$6,794
GENERAL MILLS INC.	MELLON BANK DEPT0845	2/19/2003	69058	$10,165
GENERAL MILLS INC.	MELLON BANK DEPT0845	2/27/2003	71992	$10,993
GENERAL MILLS INC.	MELLON BANK DEPT0845	1/8/2003	54311	$1,836
GENERAL MILLS INC.	MELLON BANK DEPT0845	2/24/2003	70680	$30,351
GENERAL MILLS INC.	MELLON BANK DEPT0845	2/3/2003	63152	$6,224
GENERAL MILLS INC.	MELLON BANK DEPT0845	2/27/2003	71992	$21,115
GENERAL MILLS INC.	MELLON BANK DEPT0845	2/4/2003	63457	$28,401
GENERAL MILLS/VEND DIV	MELLON BANK DEPT0845	3/10/2003	75536	$4,578
GENERAL MILLS/VEND DIV	MELLON BANK DEPT0845	3/13/2003	77901	$13,940
GENERAL MILLS/VEND DIV	MELLON BANK DEPT0845	3/27/2003	85845	$12,692
GENERAL MILLS/VEND DIV	MELLON BANK DEPT0845	3/10/2003	75536	$6,397
GENERAL MILLS/VEND DIV	MELLON BANK DEPT0845	1/27/2003	60570	$5,755
GENERAL MILLS/VEND DIV	MELLON BANK DEPT0845	1/27/2003	60570	$6,189
GENERAL MILLS/VEND DIV	MELLON BANK DEPT0845	1/27/2003	60570	$4,827
GENERAL MILLS/VEND DIV	MELLON BANK DEPT0845	1/27/2003	60570	$6,060
GENERAL MILLS/VEND DIV	MELLON BANK DEPT0845	2/12/2003	66494	$5,938
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	2/14/2003	25783269	$33,488
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	3/6/2003	23557386	$30,835
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	1/6/2003	23535166	$19,837
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	2/28/2003	23554419	$30,486
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	2/26/2003	23554110	$28,259
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	2/19/2003	23552086	$24
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	2/19/2003	23550240	$30,626
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	2/20/2003	23549891	$87
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	1/29/2003	23543421	$386
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	3/25/2003	23571747	$5,278
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	1/27/2003	25773977	$54,697
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	3/7/2003	25792408	$6,121
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	1/22/2003	23541447	$37,292
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	3/28/2003	23570158	$30,268
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	1/10/2003	25768667	$1,434
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	1/21/2003	25771206	$4,714
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	1/31/2003	25777170	$31,261
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	2/11/2003	25780752	$31,365
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	1/13/2003	25769074	$26,528
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	3/27/2003	23564940	$31,093
GENERAL PRODUCE CO., LTD.	PO BOX 308 SACRAMENTO, CA 95812	1/9/2003	23537883	$30,042
GENERAL PRODUCE DIST INC	2980 N HART DR FRANKLIN PARK, IL 60131	2/17/2003	23550766	$8,417
GENERAL PRODUCE DIST INC	2980 N HART DR FRANKLIN PARK, IL 60131	2/12/2003	25780881	$10,408
GENERAL PRODUCE DIST INC	2980 N HART DR FRANKLIN PARK, IL 60131	3/17/2003	23565360	$23,112
GENERAL PRODUCE DIST INC	2980 N HART DR FRANKLIN PARK, IL 60131	3/28/2003	23574353	$24,434

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GENERAL PRODUCE DIST INC	2980 N HART DR FRANKLIN PARK, IL 60131	2/12/2003	25782067	$6,400
GENERAL PRODUCE DIST INC	2980 N HART DR FRANKLIN PARK, IL 60131	2/25/2003	25788732	$6,210
GENERAL PRODUCE DIST INC	2980 N HART DR FRANKLIN PARK, IL 60131	1/27/2003	25774768	$2,160
GENERAL PRODUCE DIST INC	2980 N HART DR FRANKLIN PARK, IL 60131	1/6/2003	23536255	$945
GENERAL PRODUCE DIST INC	2980 N HART DR FRANKLIN PARK, IL 60131	2/14/2003	23548706	$735
GENERAL PRODUCE DIST INC	2980 N HART DR FRANKLIN PARK, IL 60131	3/24/2003	23570520	$1,311
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	3/26/2003	23573039	$14,325
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	2/24/2003	23553247	$9,260
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	3/13/2003	23562608	$8,129
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	3/12/2003	23561865	$8,830
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	1/10/2003	25767390	$10,046
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	1/6/2003	25765633	$11,565
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	1/9/2003	25766336	$10,825
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	1/27/2003	25773688	$11,383
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	2/18/2003	25781619	$9,367
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	1/24/2003	25773075	$10,622
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	3/3/2003	23555248	$9,287
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	2/18/2003	1000006474	$9,424
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	2/12/2003	1000005901	$9,367
GENERAL SECURITY SYSTEMS INC	PO BOX 56309 PHILADELPHIA, PA 19130	2/10/2003	1000005007	$20,601
GENERAL THERAPEUTICS, INC	100 ROSE AVENUE HEMPSTEAD, NY 11550	3/26/2003	23568311	$265
GENERAL THERAPEUTICS, INC	100 ROSE AVENUE HEMPSTEAD, NY 11550	1/28/2003	23541827	$956
GENERAL THERAPEUTICS, INC	100 ROSE AVENUE HEMPSTEAD, NY 11550	1/29/2003	25775879	$288
GENERAL THERAPEUTICS, INC	100 ROSE AVENUE HEMPSTEAD, NY 11550	3/5/2003	25791608	$270
GENERAL THERAPEUTICS, INC	100 ROSE AVENUE HEMPSTEAD, NY 11550	2/26/2003	25788021	$398
GENERAL THERAPEUTICS, INC	100 ROSE AVENUE HEMPSTEAD, NY 11550	2/26/2003	25787435	$380
GENERAL THERAPEUTICS, INC	100 ROSE AVENUE HEMPSTEAD, NY 11550	3/24/2003	23570310	$229
GENERAL THERAPEUTICS, INC	100 ROSE AVENUE HEMPSTEAD, NY 11550	1/8/2003	23536120	$1,588
GENERAL THERAPEUTICS, INC	100 ROSE AVENUE HEMPSTEAD, NY 11550	3/24/2003	23565107	$324
GENERAL TIRE OF TOPEKA	2000 SW TOPEKA BLVD TOPEKA, KS 66612	1/23/2003	25772431	$322
GENERAL TIRE OF TOPEKA	2000 SW TOPEKA BLVD TOPEKA, KS 66612	3/10/2003	25792668	$71
GENERAL TIRE OF TOPEKA	2000 SW TOPEKA BLVD TOPEKA, KS 66612	3/6/2003	25790682	$68
GENERAL TIRE OF TOPEKA	2000 SW TOPEKA BLVD TOPEKA, KS 66612	2/7/2003	25780505	$1,658
GENERAL TIRE OF TOPEKA	2000 SW TOPEKA BLVD TOPEKA, KS 66612	3/28/2003	23574658	$68
GENERAL TIRE OF TOPEKA	2000 SW TOPEKA BLVD TOPEKA, KS 66612	3/6/2003	23557716	$694
GENERAL TIRE OF TOPEKA	2000 SW TOPEKA BLVD TOPEKA, KS 66612	2/20/2003	25784644	$235
GENERAL TIRE OF TOPEKA	2000 SW TOPEKA BLVD TOPEKA, KS 66612	1/13/2003	25768894	$1,031
GENESIS TECHNOLOGIES	650 B ANTHONY TRAIL NORTHBROOK, IL 60062	3/25/2003	23568680	$183
GENESIS TECHNOLOGIES	650 B ANTHONY TRAIL NORTHBROOK, IL 60062	3/4/2003	25791963	$99
GENESIS TECHNOLOGIES	650 B ANTHONY TRAIL NORTHBROOK, IL 60062	3/17/2003	23565959	$768
GENESIS TECHNOLOGIES	650 B ANTHONY TRAIL NORTHBROOK, IL 60062	3/4/2003	25790668	$287
GENESIS TECHNOLOGIES	650 B ANTHONY TRAIL NORTHBROOK, IL 60062	3/24/2003	23570968	$209
GENESIS TECHNOLOGIES	650 B ANTHONY TRAIL NORTHBROOK, IL 60062	3/27/2003	23573787	$110
GENEVA COUNTY GAS DISTRICT	PO BOX 280 GENEVA, AL 36340	3/19/2003	1000009548	$270
GENEVA COUNTY GAS DISTRICT	PO BOX 280 GENEVA, AL 36340	2/26/2003	1000006944	$967

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GENEVA COUNTY GAS DISTRICT	PO BOX 280 GENEVA, AL 36340	2/26/2003	1000006888	$157
GENEVA COUNTY GAS DISTRICT	PO BOX 280 GENEVA, AL 36340	1/27/2003	2120012	$770
GENEVA FLORIST GIFT SHOP	210 S COMMERCE ST GENEVA, AL 36340	3/10/2003	25781858	$1,178
GENEVA FLORIST GIFT SHOP	210 S COMMERCE ST GENEVA, AL 36340	2/6/2003	25779234	$316
GENEVA FLORIST GIFT SHOP	210 S COMMERCE ST GENEVA, AL 36340	1/21/2003	2119932	$324
GENEVA HARDWARE CO	PO BOX 538 GENEVA, AL 36340	2/18/2003	25783753	$450
GENEVA HARDWARE CO	PO BOX 538 GENEVA, AL 36340	3/31/2003	23576459	$39
GENEVA HARDWARE CO	PO BOX 538 GENEVA, AL 36340	3/10/2003	25792832	$182
GENEVA HARDWARE CO	PO BOX 538 GENEVA, AL 36340	1/24/2003	2119951	$342
GENEVA HARDWARE CO	PO BOX 538 GENEVA, AL 36340	3/14/2003	23564739	$128
GENEVA HARDWARE CO	PO BOX 538 GENEVA, AL 36340	2/27/2003	25788418	$65
GENEVA HARDWARE CO	PO BOX 538 GENEVA, AL 36340	2/26/2003	25787289	$458
GENEVA HARDWARE CO	PO BOX 538 GENEVA, AL 36340	3/10/2003	23560572	$207
GENPAK LLC	PO BOX 651765 CHARLOTTE, NC 28265	2/18/2003	25784065	$5,996
GENPAK LLC	PO BOX 651765 CHARLOTTE, NC 28265	3/24/2003	23571036	$6,559
GENPAK LLC	PO BOX 651765 CHARLOTTE, NC 28265	3/3/2003	25790140	$3,547
GENPAK LLC	PO BOX 651765 CHARLOTTE, NC 28265	3/7/2003	23558697	$6,148
GENPAK LLC	PO BOX 651765 CHARLOTTE, NC 28265	2/10/2003	25781036	$2,403
GENPAK LLC	PO BOX 651765 CHARLOTTE, NC 28265	3/25/2003	23569652	$10,909
GENPAK LLC	PO BOX 651765 CHARLOTTE, NC 28265	3/24/2003	23567313	$20,232
GENPAK LLC	PO BOX 651765 CHARLOTTE, NC 28265	3/28/2003	23574678	$5,280
GENPAK LLC	PO BOX 651765 CHARLOTTE, NC 28265	3/31/2003	23576014	$6,241
GENUINE PARTS COMPANY	NAPA AUTO PARTS PO BOX 26068 SALT LAKE CITY, UT 8	1/7/2003	25760858	$277
GENUINE PARTS COMPANY	NAPA AUTO PARTS PO BOX 26068 SALT LAKE CITY, UT 8	1/31/2003	25775743	$53
GENUINE PARTS COMPANY	NAPA AUTO PARTS PO BOX 26068 SALT LAKE CITY, UT 8	1/7/2003	25766581	$181
GENUINE PARTS COMPANY	NAPA AUTO PARTS PO BOX 26068 SALT LAKE CITY, UT 8	2/28/2003	25788434	$669
GENUINE PARTS COMPANY	NAPA AUTO PARTS PO BOX 26068 SALT LAKE CITY, UT 8	2/18/2003	25783781	$330
GENUINE PARTS COMPANY	NAPA AUTO PARTS PO BOX 26068 SALT LAKE CITY, UT 8	2/21/2003	25785396	$320
GENUINE PARTS COMPANY	NAPA AUTO PARTS PO BOX 26068 SALT LAKE CITY, UT 8	2/10/2003	25778735	$441
GENUINE PARTS COMPANY	NAPA AUTO PARTS PO BOX 26068 SALT LAKE CITY, UT 8	3/26/2003	23564768	$266
GENUINE PARTS COMPANY	NAPA AUTO PARTS PO BOX 26068 SALT LAKE CITY, UT 8	3/6/2003	23557950	$53
GENZEL, KATHERINE	8301 FRUITRIDGE RD SACRAMENTO, CA 95826	1/15/2003	2569607	$105
GENZEL, KATHERINE	8301 FRUITRIDGE RD SACRAMENTO, CA 95826	2/27/2003	2571827	$105
GENZEL, KATHERINE	8301 FRUITRIDGE RD SACRAMENTO, CA 95826	1/30/2003	2570419	$105
GENZEL, KATHERINE	8301 FRUITRIDGE RD SACRAMENTO, CA 95826	3/19/2003	2576734	$236
GENZEL, KATHERINE	8301 FRUITRIDGE RD SACRAMENTO, CA 95826	3/3/2003	2572181	$53
GEORGE A KUSKA	204 OVERLOOK DR SCHWENKSVILLE, PA 19473	1/21/2003	4043830	$82
GEORGE A KUSKA	204 OVERLOOK DR SCHWENKSVILLE, PA 19473	2/12/2003	4044165	$55
GEORGE A KUSKA	204 OVERLOOK DR SCHWENKSVILLE, PA 19473	2/24/2003	4044555	$53
GEORGE A KUSKA	204 OVERLOOK DR SCHWENKSVILLE, PA 19473	2/7/2003	4044055	$62
GEORGE A KUSKA	204 OVERLOOK DR SCHWENKSVILLE, PA 19473	3/26/2003	4044938	$115
GEORGE A KUSKA	204 OVERLOOK DR SCHWENKSVILLE, PA 19473	3/10/2003	4044796	$54
GEORGE A KUSKA	204 OVERLOOK DR SCHWENKSVILLE, PA 19473	2/26/2003	4044661	$53
GEORGE A KUSKA	204 OVERLOOK DR SCHWENKSVILLE, PA 19473	1/21/2003	4043798	$257
GEORGE A KUSKA	204 OVERLOOK DR SCHWENKSVILLE, PA 19473	1/29/2003	4043919	$73

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GEORGE A KUSKA	204 OVERLOOK DR SCHWENKSVILLE, PA 19473	2/18/2003	4044294	$42
GEORGE BATCHELOR	141 NORTHWOOD CIRCLE WEST MONROE, LA 71291	1/6/2003	1000003854	$528
GEORGE BATCHELOR	141 NORTHWOOD CIRCLE WEST MONROE, LA 71291	3/20/2003	1000009573	$559
GEORGE BATCHELOR	141 NORTHWOOD CIRCLE WEST MONROE, LA 71291	2/5/2003	1000005053	$232
GEORGE BATCHELOR	141 NORTHWOOD CIRCLE WEST MONROE, LA 71291	1/21/2003	1000004513	$437
GEORGE BATCHELOR	141 NORTHWOOD CIRCLE WEST MONROE, LA 71291	1/29/2003	1000004758	$541
GEORGE BATCHELOR	141 NORTHWOOD CIRCLE WEST MONROE, LA 71291	3/24/2003	1000009787	$966
GEORGE BATCHELOR	141 NORTHWOOD CIRCLE WEST MONROE, LA 71291	2/18/2003	1000006040	$367
GEORGE BATCHELOR	141 NORTHWOOD CIRCLE WEST MONROE, LA 71291	2/13/2003	1000005596	$696
GEORGE BATCHELOR	141 NORTHWOOD CIRCLE WEST MONROE, LA 71291	2/24/2003	1000006814	$721
GEORGE BATCHELOR	141 NORTHWOOD CIRCLE WEST MONROE, LA 71291	1/15/2003	1000004337	$572
GEORGE BROWN	PO BOX 565 WARSAW, NC 28398	1/2/2003	1000003943	$550
GEORGE BROWN	PO BOX 565 WARSAW, NC 28398	1/21/2003	1000004507	$550
GEORGE BROWN	PO BOX 565 WARSAW, NC 28398	2/13/2003	1000005791	$700
GEORGE BROWN	PO BOX 565 WARSAW, NC 28398	2/14/2003	1000006032	$700
GEORGE BROWN	PO BOX 565 WARSAW, NC 28398	2/28/2003	1000007067	$740
GEORGE BROWN	PO BOX 565 WARSAW, NC 28398	1/14/2003	1000004325	$550
GEORGE BROWN	PO BOX 565 WARSAW, NC 28398	3/5/2003	1000007867	$700
GEORGE BROWN	PO BOX 565 WARSAW, NC 28398	1/7/2003	1000004023	$550
GEORGE BROWN	PO BOX 565 WARSAW, NC 28398	3/7/2003	1000007992	$700
GEORGE BROWN	PO BOX 565 WARSAW, NC 28398	3/25/2003	1000010252	$700
GEORGE BROWN	PO BOX 565 WARSAW, NC 28398	3/14/2003	1000009338	$169
GEORGE BROWN	PO BOX 565 WARSAW, NC 28398	3/14/2003	1000009028	$700
GEORGE BROWN	PO BOX 565 WARSAW, NC 28398	2/7/2003	1000005351	$1,400
GEORGE E LION'S ASSOC	P O BOX 401	2/3/2003	63181	$3,319
GEORGE E LION'S ASSOC	P O BOX 401	3/19/2003	81185	$2,637
GEORGE MOKUAU	PO BOX 185 HOOLEHUA, HI 96729	2/10/2003	1000005320	$1,890
GEORGE MOKUAU	PO BOX 185 HOOLEHUA, HI 96729	2/27/2003	1000005996	$1,558
GEORGE MOKUAU	PO BOX 185 HOOLEHUA, HI 96729	2/27/2003	1000006186	$840
GEORGE MOKUAU	PO BOX 185 HOOLEHUA, HI 96729	1/10/2003	4019479	$1,050
GEORGE MOKUAU	PO BOX 185 HOOLEHUA, HI 96729	1/10/2003	4019511	$2,153
GEORGE MOKUAU	PO BOX 185 HOOLEHUA, HI 96729	1/24/2003	4019522	$963
GEORGE MOKUAU	PO BOX 185 HOOLEHUA, HI 96729	3/10/2003	1000007824	$1,733
GEORGE O WRENN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/27/2003	2051199	$1,333
GEORGE O WRENN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/11/2003	2051064	$837
GEORGE O WRENN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/5/2003	2051291	$432
GEORGE O WRENN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/22/2003	2050876	$649
GEORGE O WRENN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/15/2003	2050812	$820
GEORGE O WRENN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/3/2003	2050650	$489
GEORGE O WRENN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/20/2003	2051391	$436
GEORGE O WRENN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/28/2003	2050934	$561
GEORGE O WRENN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/26/2003	2051467	$862
GEORGE SKINNER	8 VILLAGE PARK DRIVE LAUREL, MS 39443	2/26/2003	1000006842	$282
GEORGE SKINNER	8 VILLAGE PARK DRIVE LAUREL, MS 39443	2/20/2003	1000005668	$92
GEORGE SKINNER	8 VILLAGE PARK DRIVE LAUREL, MS 39443	2/7/2003	1000005194	$196

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GEORGE SKINNER	8 VILLAGE PARK DRIVE LAUREL, MS 39443	3/24/2003	1000009933	$1,011
GEORGE SKINNER	8 VILLAGE PARK DRIVE LAUREL, MS 39443	3/20/2003	1000009492	$764
GEORGE SKINNER	8 VILLAGE PARK DRIVE LAUREL, MS 39443	3/5/2003	1000007554	$36
GEORGE SKINNER	8 VILLAGE PARK DRIVE LAUREL, MS 39443	1/13/2003	2119865	$305
GEORGE WESTON BAKERIES INC	Not Available	1/31/2003	88439	$678
GEORGE WESTON BAKERIES INC	Not Available	2/14/2003	88567	$354
GEORGE WESTON BAKERIES INC	Not Available	2/14/2003	88530	$607
GEORGE WESTON BAKERIES INC	Not Available	1/24/2003	88414	$217
GEORGE WESTON BAKERIES INC	Not Available	1/24/2003	88378	$1,060
GEORGE WESTON BAKERIES INC	Not Available	1/17/2003	88306	$850
GEORGE WESTON BAKERIES INC	Not Available	1/31/2003	88474	$276
GEORGE WESTON BAKERIES INC	Not Available	1/3/2003	88265	$1,356
GEORGE WESTON BAKERIES INC	Not Available	1/17/2003	88339	$804
GEORGE WESTON BAKERIES INC	Not Available	2/21/2003	88618	$171
GEORGE WESTON BAKERIES INC	Not Available	2/28/2003	88647	$986
GEORGE WESTON BAKERIES INC	Not Available	3/14/2003	88766	$343
GEORGE WESTON BAKERIES INC	Not Available	2/7/2003	88499	$1,224
GEORGE WESTON BAKERIES INC	Not Available	2/21/2003	88583	$831
GEORGE WESTON BAKERIES INC	Not Available	3/21/2003	88863	$228
GEORGE WESTON BAKERIES INC	Not Available	3/28/2003	88829	$937
GEORGE WESTON BAKERIES INC	Not Available	3/21/2003	88810	$258
GEORGE WESTON BAKERIES INC	Not Available	3/14/2003	88737	$861
GEORGE WESTON BAKERIES INC	Not Available	3/21/2003	88781	$1,195
GEORGE WESTON BAKERIES INC	Not Available	1/24/2003	88361	$300
GEORGE WESTON BAKERIES INC	Not Available	3/7/2003	88687	$1,229
GEORGE Y.SHISHIDO FARM	2533 OMAOPIO RD KULA, HI 96790	3/28/2003	23575037	$4,956
GEORGE Y.SHISHIDO FARM	2533 OMAOPIO RD KULA, HI 96790	2/24/2003	23553665	$7,839
GEORGE Y.SHISHIDO FARM	2533 OMAOPIO RD KULA, HI 96790	3/10/2003	23560621	$3,384
GEORGE Y.SHISHIDO FARM	2533 OMAOPIO RD KULA, HI 96790	3/3/2003	23555616	$4,967
GEORGES INC	P.O.BOX DRAWER G SPRINGDALE, AR 72765	3/5/2003	23556828	$5,317
GEORGES INC	P.O.BOX DRAWER G SPRINGDALE, AR 72765	3/26/2003	23572849	$33,377
GEORGES INC	P.O.BOX DRAWER G SPRINGDALE, AR 72765	3/7/2003	25792543	$10,879
GEORGES INC	P.O.BOX DRAWER G SPRINGDALE, AR 72765	3/28/2003	23574390	$16,071
GEORGES INC	P.O.BOX DRAWER G SPRINGDALE, AR 72765	3/14/2003	23564236	$17,807
GEORGES INC	P.O.BOX DRAWER G SPRINGDALE, AR 72765	3/26/2003	23569362	$10,183
GEORGES INC	P.O.BOX DRAWER G SPRINGDALE, AR 72765	3/25/2003	23568463	$25,578
GEORGES INC	P.O.BOX DRAWER G SPRINGDALE, AR 72765	3/11/2003	23560938	$12,959
GEORGES INC	P.O.BOX DRAWER G SPRINGDALE, AR 72765	3/7/2003	23558359	$15,783
GEORGES INC	P.O.BOX DRAWER G SPRINGDALE, AR 72765	3/4/2003	23555998	$27,424
GEORGES INC	P.O.BOX DRAWER G SPRINGDALE, AR 72765	3/12/2003	23561671	$5,137
GEORGIA DEPT OF REVENUE	TOB EXC, RM 4235	3/7/2003	75062	$786
GEORGIA DEPT OF REVENUE	1800 CENTURY CENTER BLVD SUITE 4235 ATLANTA, GA 3	3/3/2003	1000007120	$20,952
GEORGIA FOOD INDUSTRY	1260 WINCHESTER PARKWAY, S.216 SMYRNA, GA 30080	1/10/2003	2119727	$1,175
GEORGIA PACIFIC CORP	PO BOX 75084 CHARLOTTE, NC 28275	1/22/2003	25772057	$47,324
GEORGIA PACIFIC CORP	PO BOX 75084 CHARLOTTE, NC 28275	1/13/2003	25769532	$83,432

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GEORGIA PACIFIC CORP	PO BOX 75084 CHARLOTTE, NC 28275	3/14/2003	23564074	$136,262
GEORGIA PACIFIC CORP	PO BOX 75084 CHARLOTTE, NC 28275	1/27/2003	23543057	$18,785
GEORGIA PACIFIC CORP	PO BOX 75084 CHARLOTTE, NC 28275	1/24/2003	23541782	$39,927
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	1/21/2003	25772190	$18,310
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/26/2003	25788087	$11,226
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	3/28/2003	23574367	$6,938
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	3/25/2003	23566968	$36,925
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	3/25/2003	23568443	$17,117
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/3/2003	25777819	$35,116
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	3/25/2003	23571970	$70,154
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	3/14/2003	23564215	$159,243
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	1/27/2003	25774774	$32,790
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	1/7/2003	25767120	$92,749
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	1/8/2003	25768131	$189,162
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/18/2003	25783954	$23,633
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	1/13/2003	25769669	$58,170
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/24/2003	25786879	$27,500
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	1/2/2003	25765437	$94,667
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/3/2003	25775948	$48,689
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	1/13/2003	25769187	$101,489
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/12/2003	25782682	$23,503
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	3/26/2003	23572829	$20,780
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/3/2003	25778311	$10,869
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/4/2003	25778924	$12,403
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/5/2003	25779607	$19,564
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/12/2003	25782068	$38,834
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/19/2003	25785652	$20,213
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/14/2003	25783409	$66,554
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	3/5/2003	25790498	$17,023
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/19/2003	25785034	$86,704
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/26/2003	25787533	$37,990
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/26/2003	25788742	$36,332
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	3/3/2003	25789997	$35,667
GEORGIA PACIFIC CORPORATION	PO BOX 102487 ATLANTA, GA 30368	2/10/2003	25780888	$33,920
GEORGIA-PACIFIC CORP	P O BOX 503106	2/3/2003	63148	$15,643
GEORGIA-PACIFIC CORP	P O BOX 503106	2/24/2003	70677	$22,077
GEORGIA-PACIFIC CORP	P O BOX 503106	2/17/2003	68401	$1,094
GEORGIA-PACIFIC CORP	P O BOX 503106	2/3/2003	63148	$1,908
GEORGIA-PACIFIC CORP	P O BOX 503106	2/17/2003	68401	$787
GEORGIA-PACIFIC CORP	P O BOX 503106	2/7/2003	65018	$1,094
GEORGIA-PACIFIC CORP	P O BOX 503106	1/3/2003	52841	$23,765
GEORGIA-PACIFIC CORP	P O BOX 503106	3/17/2003	79517	$23,471
GEORGIA-PACIFIC CORP	P O BOX 503106	3/10/2003	75534	$7,461
GEORGIA-PACIFIC CORP	P O BOX 503106	2/24/2003	70677	$8,575
GEORGIA-PACIFIC CORP	P O BOX 503106	3/13/2003	77899	$8,342

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GEORGIA-PACIFIC CORP	P O BOX 503106	1/28/2003	60951	$776
GEORGIA-PACIFIC CORP	P O BOX 503106	1/28/2003	60951	$668
GEORGIA-PACIFIC CORP	P O BOX 503106	1/28/2003	60950	$9,479
GEORGIA-PACIFIC CORP	P O BOX 503106	1/28/2003	60950	$8,499
GEORGIA-PACIFIC CORP	P O BOX 503106	1/27/2003	60564	$3,332
GEORGIA-PACIFIC CORP	P O BOX 503106	1/27/2003	60564	$8,321
GEORGIA-PACIFIC CORP	P O BOX 503106	1/27/2003	60564	$3,556
GEORGIA-PACIFIC CORP	P O BOX 503106	1/27/2003	60565	$17,974
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/4/2003	23556052	$21,812
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/11/2003	23560977	$7,699
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/17/2003	23540194	$67,962
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/29/2003	23543703	$57,254
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/10/2003	23538443	$26,708
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/13/2003	25769231	$46,089
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	2/19/2003	25785723	$40,178
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	2/25/2003	25788136	$9,473
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/17/2003	23565557	$24,760
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/29/2003	23543885	$114,519
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/4/2003	25791120	$24,997
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/5/2003	23556869	$38,353
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/24/2003	23567893	$14,909
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/25/2003	23568517	$80,344
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/7/2003	25767213	$40,842
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/28/2003	23570674	$43,741
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/25/2003	23572046	$75,838
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/26/2003	23572894	$36,056
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/28/2003	23574453	$118,827
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/31/2003	23575700	$11,467
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/25/2003	23569429	$47,277
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/7/2003	25768205	$21,495
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/8/2003	25768204	$251,186
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	2/24/2003	25786948	$50,912
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	2/26/2003	25788837	$55,921
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/8/2003	25766713	$96,064
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	2/4/2003	25778367	$28,358
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/23/2003	25774218	$74,206
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/21/2003	25771712	$27,363
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/28/2003	25774822	$33,234
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	3/3/2003	25790035	$186,510
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/23/2003	25774219	$63,031
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	2/12/2003	25782759	$44,830
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	2/11/2003	25780938	$59,377
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/23/2003	31118038	$92,296
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/22/2003	25772265	$76,859
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	2/4/2003	25778967	$87,809

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	2/4/2003	25779697	$27,933
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	2/4/2003	25777863	$89,262
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	2/14/2003	25783463	$235,275
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	1/14/2003	25769731	$17,879
GEORGIA-PACIFIC CORP.	PO BOX 840519 DALLAS, TX 75284	2/19/2003	25784492	$42,382
GEORIGA DEPT OF REVENUE	ALCOHOL & TOB	1/14/2003	901	$8,185
GEORIGA DEPT OF REVENUE	ALCOHOL & TOB	1/14/2003	901	$8,185
GERALD PILLOW	205 KENNETH DRIVE NASHVILLE, TN 37207	1/21/2003	2067897	$500
GERALD PILLOW	205 KENNETH DRIVE NASHVILLE, TN 37207	3/6/2003	1000008042	$500
GERALD'S BIG STAR	20755 SEMINARY ST HOLLOW ROCK, TN 38342	2/19/2003	1000006295	$48
GERALD'S BIG STAR	20755 SEMINARY ST HOLLOW ROCK, TN 38342	1/14/2003	3040647	$805
GERALD'S BIG STAR	20755 SEMINARY ST HOLLOW ROCK, TN 38342	1/24/2003	2068014	$68
GERALD'S BIG STAR	20755 SEMINARY ST HOLLOW ROCK, TN 38342	3/21/2003	1000008800	$43
GERALD'S BIG STAR	20755 SEMINARY ST HOLLOW ROCK, TN 38342	3/6/2003	1000007188	$4
GERALD'S BIG STAR	20755 SEMINARY ST HOLLOW ROCK, TN 38342	3/21/2003	1000009172	$4
GERARD'S BAKERY LLC	DEPARTMENT 798 DENVER, CO 80291	3/10/2003	23560168	$9,146
GERAWAN CO INC <R M	15749 E VENTURA SANGER, CA 93657	2/18/2003	23548389	$30,434
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/7/2003	23558806	$82,808
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/26/2003	25789124	$101,452
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/24/2003	25787783	$83,094
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/27/2003	31118058	$253,612
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/27/2003	23542615	$241,692
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/14/2003	23564578	$23,266
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/13/2003	23562707	$208,285
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/10/2003	23560261	$171,475
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/6/2003	23557807	$49,894
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/3/2003	23555388	$279,976
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/29/2003	23543746	$217,675
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/27/2003	23542616	$106,906
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/3/2003	25778591	$49,169
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/27/2003	23542614	$224,619
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/28/2003	23542613	$223,799
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/3/2003	25777540	$171,706
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/7/2003	23537784	$150,088
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/27/2003	25774472	$139,467
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/28/2003	23543575	$167,667
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/7/2003	25766454	$122,477
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/27/2003	25774471	$173,746
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/23/2003	25773792	$50,249
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/22/2003	25772528	$139,937
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/5/2003	23557112	$144,624
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/24/2003	23566240	$262,481
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/30/2003	25775610	$231,683
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/10/2003	25792739	$160,044
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/27/2003	25774473	$210,554

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/27/2003	31118083	$247,842
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/27/2003	31118061	$221,246
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/27/2003	31118060	$203,014
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/27/2003	31118059	$183,068
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/24/2003	25788344	$111,664
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/10/2003	31117946	$266,514
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/24/2003	25786568	$134,932
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/5/2003	25792113	$77,270
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/7/2003	25791316	$90,326
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/3/2003	25779147	$82,922
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/27/2003	25774475	$64,954
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/3/2003	25790774	$87,484
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/28/2003	25789723	$252,441
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/30/2003	25776942	$92,241
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/30/2003	25776186	$56,925
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/4/2003	25781072	$441
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/18/2003	25785275	$63,740
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/20/2003	25785945	$95,244
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/14/2003	25783666	$123,704
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/11/2003	25783038	$232
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/10/2003	25781728	$49,141
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/7/2003	25780580	$143,900
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	2/3/2003	25777539	$77,540
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/27/2003	25774474	$239,187
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/23/2003	25771464	$101,881
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/26/2003	23573174	$60,539
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/3/2003	23534822	$112,885
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/28/2003	23574799	$50,757
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/31/2003	23576165	$170,337
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/24/2003	23566241	$209,360
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/14/2003	23539492	$155,134
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/26/2003	23568818	$58,860
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/26/2003	23573173	$243,384
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/27/2003	23573860	$148,656
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	1/13/2003	25768948	$152,147
GERBER PROD	75 REMITTANCE DRIVE SUITE 3302 CHICAGO, IL 60675	3/24/2003	23571245	$139,005
GERBER PROD	GMD ONLY 75 REMITTANCE DR STE 3302 CHICAGO, IL 60	3/6/2003	23557586	$7,314
GERBER PROD	GMD ONLY 75 REMITTANCE DR STE 3302 CHICAGO, IL 60	1/7/2003	25766245	$7,753
GERBER PROD	GMD ONLY 75 REMITTANCE DR STE 3302 CHICAGO, IL 60	2/14/2003	25783471	$26,721
GERBER PROD	GMD ONLY 75 REMITTANCE DR STE 3302 CHICAGO, IL 60	2/24/2003	25786369	$135
GERBER PROD	GMD ONLY 75 REMITTANCE DR STE 3302 CHICAGO, IL 60	2/3/2003	25778378	$9,352
GERBER PROD	GMD ONLY 75 REMITTANCE DR STE 3302 CHICAGO, IL 60	1/30/2003	25775382	$12,996
GERBER PROD	GMD ONLY 75 REMITTANCE DR STE 3302 CHICAGO, IL 60	1/22/2003	25769740	$7,973
GERBER PROD	GMD ONLY 75 REMITTANCE DR STE 3302 CHICAGO, IL 60	3/28/2003	23574469	$1,516
GERBER PROD	GMD ONLY 75 REMITTANCE DR STE 3302 CHICAGO, IL 60	1/13/2003	25768815	$14,396

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GERBER PROD	GMD ONLY 75 REMITTANCE DR STE 3302 CHICAGO, IL 60	2/11/2003	25782772	$59,681
GERBER PROD	GMD ONLY 75 REMITTANCE DR STE 3302 CHICAGO, IL 60	2/18/2003	25785087	$39,444
GERBER PROD	GMD ONLY 75 REMITTANCE DR STE 3302 CHICAGO, IL 60	1/27/2003	25774230	$6,827
GERBER PRODUCTS CO *	75 REMITTANCE DRIVE	2/3/2003	63151	$1,519
GERBER PRODUCTS CO *	75 REMITTANCE DRIVE	2/19/2003	69057	$869
GERBER PRODUCTS CO *	75 REMITTANCE DRIVE	2/7/2003	65019	$580
GERBER PRODUCTS CO *	75 REMITTANCE DRIVE	2/3/2003	63151	$531
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	2/10/2003	23547363	$114
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	1/2/2003	25765310	$4,064
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	1/3/2003	25763876	$4,513
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	3/31/2003	23575254	$42,309
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	3/24/2003	23570232	$38,734
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	2/3/2003	23544176	$40,134
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	1/9/2003	25766927	$7,178
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	1/6/2003	23536061	$38,433
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	3/28/2003	23574156	$6,943
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	2/10/2003	23546280	$32,836
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	1/28/2003	23541750	$46,397
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	1/10/2003	23538186	$18,031
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	3/17/2003	23565019	$50,035
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	3/10/2003	23559255	$41,602
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	1/17/2003	23539949	$32,580
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	3/6/2003	25791562	$4,473
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	2/24/2003	23552692	$36,486
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	2/18/2003	23548472	$35,363
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	2/26/2003	25779464	$5,660
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	3/7/2003	23558114	$8,218
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	3/3/2003	23554761	$47,839
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	3/25/2003	23569151	$3,254
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	2/5/2003	25778172	$1,388
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	2/13/2003	25782535	$4,617
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	1/29/2003	25776406	$5,311
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	2/17/2003	23550533	$47,533
GERBER'S POULTRY INC	PO BOX 6 ORRVILLE, OH 44667	2/26/2003	25788600	$9,094
GETRONICS	P O BOX 95561	3/14/2003	78731	$1,935
GETRONICS	P O BOX 95561	3/14/2003	78731	$1,935
GETRONICS	P O BOX 95561	3/14/2003	78731	$254
GETRONICS	P O BOX 95561	3/14/2003	78731	$254
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	2/5/2003	25778274	$9,534
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/3/2003	25789457	$8,274
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	2/26/2003	25787494	$1,738
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	1/15/2003	25769630	$2,012
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	2/21/2003	25785623	$3,035
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	2/18/2003	25783379	$13,538
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	2/26/2003	25786281	$9,253

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	2/10/2003	25780311	$3,390
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/5/2003	25790455	$7,499
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	1/29/2003	25776519	$403
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	1/23/2003	25772147	$8,008
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	1/29/2003	25774105	$12,927
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	2/3/2003	25777266	$5,246
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	1/29/2003	25775261	$4,702
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	2/12/2003	25782641	$2,772
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	1/28/2003	23543113	$1,542
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	2/18/2003	23551658	$2,380
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	1/9/2003	25767071	$11,517
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	1/8/2003	25766149	$25,565
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	1/2/2003	25764078	$20,864
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/31/2003	23575463	$12,985
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/27/2003	23573576	$3,673
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/26/2003	23572781	$10,119
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/24/2003	23570426	$7,698
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/24/2003	23566902	$1,644
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/24/2003	23565250	$10,769
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/12/2003	23561591	$9,997
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/10/2003	23559492	$10,442
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	1/9/2003	25768084	$13,459
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	2/19/2003	23549612	$4,067
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/5/2003	25791670	$2,074
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/4/2003	23555905	$3,729
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	2/20/2003	25784374	$3,844
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/25/2003	23568389	$5,120
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/10/2003	25792501	$12,552
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	3/25/2003	23571913	$3,776
GFA BRANDS	GREAT FOODS OF AMERICA PO BOX 397 CRESSKILL, NJ	2/25/2003	23553842	$5,343
GFF FOODS	1219 N. SANTA FE MOORE, OK 73160	3/17/2003	5036677	$404
GFF FOODS	1219 N. SANTA FE MOORE, OK 73160	1/29/2003	5035673	$392
GFF FOODS IGA	1219 N SANTA FE MOORE, OK 73160	3/13/2003	1000008317	$747
GHIRARDELLI CHOCOLATE	DEPT.#01602	3/3/2003	73264	$4,114
GHIRARDELLI CHOCOLATE	DEPT.#01602	3/18/2003	80284	$4,003
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/20/2003	58091	$17,121
GHIRARDELLI CHOCOLATE	DEPT.#01602	2/10/2003	65613	$10,472
GHIRARDELLI CHOCOLATE	DEPT.#01602	2/12/2003	66526	$15,724
GHIRARDELLI CHOCOLATE	DEPT.#01602	3/18/2003	80284	$35,322
GHIRARDELLI CHOCOLATE	DEPT.#01602	2/3/2003	63243	$28,924
GHIRARDELLI CHOCOLATE	DEPT.#01602	3/18/2003	80284	$28,924
GHIRARDELLI CHOCOLATE	DEPT.#01602	2/13/2003	67195	$16,120
GHIRARDELLI CHOCOLATE	DEPT.#01602	3/5/2003	73960	$37,829
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/23/2003	59227	$14,641
GHIRARDELLI CHOCOLATE	DEPT.#01602	2/21/2003	70150	$12,040

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GHIRARDELLI CHOCOLATE	DEPT.#01602	2/13/2003	67195	$26,139
GHIRARDELLI CHOCOLATE	DEPT.#01602	3/18/2003	80284	$8,019
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/20/2003	58091	$1,791
GHIRARDELLI CHOCOLATE	DEPT.#01602	3/24/2003	83608	$8,061
GHIRARDELLI CHOCOLATE	DEPT.#01602	3/13/2003	77947	$13,956
GHIRARDELLI CHOCOLATE	DEPT.#01602	2/3/2003	63243	$4,003
GHIRARDELLI CHOCOLATE	DEPT.#01602	2/3/2003	63243	$35,322
GHIRARDELLI CHOCOLATE	DEPT.#01602	2/3/2003	63243	$8,019
GHIRARDELLI CHOCOLATE	DEPT.#01602	2/7/2003	65072	$6,936
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/15/2003	56456	$3,362
GHIRARDELLI CHOCOLATE	DEPT.#01602	3/7/2003	75002	$3,750
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/15/2003	56456	$5,374
GHIRARDELLI CHOCOLATE	DEPT.#01602	3/3/2003	73264	$20,108
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/20/2003	58091	$10,084
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/15/2003	56456	$11,718
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/6/2003	53599	$13,575
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/15/2003	56456	$3,375
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/17/2003	57514	$9,781
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/20/2003	58091	$1,791
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/30/2003	62098	$18,646
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/3/2003	52923	$25,184
GHIRARDELLI CHOCOLATE	DEPT.#01602	3/3/2003	73264	$898
GHIRARDELLI CHOCOLATE	DEPT.#01602	1/31/2003	62571	$6,269
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	1/13/2003	23539295	$15,362
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	1/14/2003	23539667	$2,278
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	1/22/2003	23541197	$3,669
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	1/28/2003	23543602	$32,204
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	1/31/2003	23545063	$1,540
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	1/3/2003	23537502	$1,858
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	2/4/2003	23547714	$996
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	2/19/2003	23550038	$34,073
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	2/18/2003	23549813	$16,817
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	3/28/2003	23571451	$2,554
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	2/7/2003	23547156	$10,493
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	1/7/2003	23538074	$43,043
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	1/27/2003	23542813	$47,835
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	1/10/2003	23538812	$4,464
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	3/28/2003	23574923	$1,795
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	2/17/2003	23551378	$1,409
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	2/24/2003	23553573	$6,655
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	1/16/2003	23540562	$5,430
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	3/3/2003	23555538	$3,052
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	3/10/2003	23560468	$6,775
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	3/17/2003	23566445	$6,567
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	2/18/2003	23552001	$8,104

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	3/26/2003	23573289	$2,172
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	2/19/2003	23550200	$13,930
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	3/13/2003	23562796	$826
GHIRARDELLI CHOCOLATE	DEPT #01602 SAN FRANCISCO, CA 94139	2/27/2003	23554375	$1,756
GIANT CLEANING SYSTEMS	PO BOX 260 DUSON, LA 70529	3/24/2003	23571085	$1,045
GIANT CLEANING SYSTEMS	PO BOX 260 DUSON, LA 70529	2/14/2003	25777972	$1,188
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	3/24/2003	23566789	$1,450
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	3/10/2003	23559287	$1,960
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	1/2/2003	25765324	$3,453
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	3/7/2003	23558138	$10,584
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	2/3/2003	25777195	$2,401
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	2/5/2003	25777740	$5,950
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	1/27/2003	25774014	$5,243
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	1/9/2003	25767984	$5,586
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	1/8/2003	25766942	$8,232
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	1/8/2003	25766075	$1,960
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	3/28/2003	23574173	$9,640
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	3/25/2003	23569169	$9,965
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	3/31/2003	23575278	$2,662
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	3/11/2003	23560776	$5,558
GIBBS FARMS <PATRICK	PO BOX 518 OMEGA, GA 31775	3/28/2003	23570257	$4,936
GIBBS WILD RICE INC	PO BOX 387 LIVE OAK, CA 95953	3/3/2003	25786138	$1,787
GIBBS WILD RICE INC	PO BOX 387 LIVE OAK, CA 95953	1/14/2003	23537558	$1,352
GIBRALTAR SPRINGS	RR #2 RAVENNA ONTARIO CANADA N0H 2E0 00000	3/26/2003	23561968	$3,012
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	3/31/2003	23575249	$2,100
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	3/24/2003	23570223	$1,390
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	3/17/2003	23565006	$10,592
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	2/17/2003	23550528	$1,348
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	3/4/2003	23555767	$749
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	2/24/2003	23552686	$4,256
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	1/22/2003	25773426	$7,608
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	3/24/2003	23566765	$1,603
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	2/20/2003	25785521	$572
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	2/25/2003	25787380	$58,070
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	2/19/2003	25784275	$1,788
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	2/19/2003	25783864	$84
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	3/4/2003	25791558	$1,960
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	3/3/2003	23554757	$615
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	1/28/2003	25774674	$932
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	3/6/2003	25790336	$8,720
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	3/12/2003	23561479	$19,302
GIBSON GREETING	PO BOX 640782 PITTSBURGH, PA 15264	3/3/2003	25789909	$114,837
GIERSCH, MICHAEL	C/O DIV 143	2/19/2003	69226	$82
GIERSCH, MICHAEL	C/O DIV 143	1/23/2003	59289	$70
GIERSCH, MICHAEL	C/O DIV 143	1/14/2003	56021	$331

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GIERSCH, MICHAEL	C/O DIV 143	1/28/2003	61013	$89
GIERSCH, MICHAEL	C/O DIV 143	2/25/2003	71074	$140
GIERSCH, MICHAEL	C/O DIV 143	2/4/2003	63516	$140
GIERSCH, MICHAEL	C/O DIV 143	2/11/2003	66091	$70
GIERSCH, MICHAEL	C/O DIV 143	3/25/2003	84413	$70
GIERSCH, MICHAEL	C/O DIV 143	3/11/2003	76341	$70
GIERSCH, MICHAEL	C/O DIV 143	3/5/2003	74057	$140
GIERSCH, MICHAEL	C/O DIV 143	3/18/2003	80331	$94
GIERSCH, MICHAEL	C/O DIV 143	1/7/2003	53957	$148
GILA BEND FOOD & DRUG	112 W PIMA ST GILA BEND, AZ 85337	1/24/2003	3017830	$44
GILA BEND FOOD & DRUG	112 W PIMA ST GILA BEND, AZ 85337	3/26/2003	1000009687	$1,959
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	1/2/2003	25765122	$1,226
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	3/10/2003	23560565	$217
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	3/27/2003	23573982	$225
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	3/24/2003	23571559	$175
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	1/27/2003	23542891	$184
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	2/11/2003	25781855	$564
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	1/13/2003	23538860	$232
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	1/29/2003	25776254	$326
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	1/8/2003	25767718	$1,173
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	3/26/2003	23566541	$174
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	2/20/2003	23549424	$195
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	2/26/2003	25786671	$266
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	2/26/2003	25788416	$267
GILDA INDUSTRIES INC	2525 WEST 4TH AVE. HIALEAH, FL 33010	1/30/2003	25777084	$184
GILLETTE CO *	PO BOX 100800	2/24/2003	70679	$2,077
GILLETTE CO *	PO BOX 100800	1/15/2003	56419	$4,967
GILLETTE CO *	PO BOX 100800	2/10/2003	65563	$4,102
GILLETTE CO *	PO BOX 100800	2/3/2003	63150	$4,119
GILLETTE CO *	PO BOX 100800	2/3/2003	63150	$7,680
GILLETTE CO *	PO BOX 100800	2/5/2003	63846	$3,941
GILLETTE CO *	PO BOX 100800	2/17/2003	68404	$5,021
GILLETTE CO *	PO BOX 100800	2/13/2003	67118	$4,154
GILLETTE CO *	PO BOX 100800	2/27/2003	71991	$5,400
GILLETTE CO *	PO BOX 100800	2/26/2003	71375	$4,156
GILLETTE CO *	PO BOX 100800	1/7/2003	53914	$4,343
GILLETTE CO *	PO BOX 100800	1/13/2003	55656	$8,735
GILLETTE CO *	PO BOX 100800	2/17/2003	68404	$1,049
GILLETTE CO *	PO BOX 100800	3/14/2003	78624	$6,932
GILLETTE CO *	PO BOX 100800	1/8/2003	54310	$2,273
GILLETTE CO *	PO BOX 100800	3/26/2003	85252	$2,005
GILLETTE CO *	PO BOX 100800	3/26/2003	85252	$3,744
GILLETTE CO *	PO BOX 100800	1/7/2003	53914	$1,825
GILLETTE CO *	PO BOX 100800	1/23/2003	59186	$1,963
GILLETTE CO *	PO BOX 100800	1/3/2003	52846	$5,442

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GILLETTE CO *	PO BOX 100800	3/3/2003	73205	$4,350
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	1/3/2003	23536823	$33,430
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	1/7/2003	25767620	$27,639
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	2/3/2003	25778647	$9,728
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	1/27/2003	25775667	$15,183
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	2/12/2003	25781786	$3,624
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	2/24/2003	25787831	$13,511
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	3/3/2003	25790834	$12,864
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	1/29/2003	5036532	$8,800
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	2/24/2003	25788373	$726
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	1/21/2003	25772583	$42,496
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	1/13/2003	25770531	$8,729
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	1/13/2003	25770056	$28,254
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	3/3/2003	23555497	$29,387
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	1/6/2003	25766798	$4,543
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	3/11/2003	23561277	$20,106
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	3/6/2003	23557858	$24,579
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	3/5/2003	23557184	$3,271
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	3/4/2003	23556436	$480
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	3/12/2003	23562086	$2,499
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	3/17/2003	23566380	$15,322
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	3/26/2003	23568081	$18,049
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	1/17/2003	23540530	$28,199
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	3/3/2003	25791352	$18,653
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	1/13/2003	23538782	$31,959
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	3/25/2003	23568886	$15,589
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	1/27/2003	23542760	$8,799
GILLETTE COMPANY	GILLETTE GROOMING PRODUCTS PO BOX 100800 ATLANTA,	3/27/2003	23573905	$7,024
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	1/8/2003	23537279	$6,755
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	2/19/2003	25784499	$295
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	2/18/2003	25783992	$1,396
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	2/12/2003	25781485	$6,563
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	2/7/2003	25778971	$21,867
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	2/5/2003	25778373	$9,986
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	2/3/2003	25777870	$4,654
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	1/10/2003	25767226	$12,115
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	2/26/2003	25788137	$2,222
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	2/25/2003	25786961	$1,105
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	1/14/2003	23538451	$713
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	2/12/2003	23546651	$1,539
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	1/30/2003	23542182	$4,033
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	3/13/2003	23562481	$1,234
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	2/17/2003	23550886	$18,868
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	3/5/2003	23556874	$1,130
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	3/6/2003	23557581	$506

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	3/11/2003	23560991	$1,766
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	3/12/2003	23561728	$3,520
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	2/4/2003	23544538	$17,649
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	2/18/2003	23548840	$4,438
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	3/4/2003	25790558	$3,663
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	1/2/2003	25764324	$23,439
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	1/8/2003	23536376	$2,504
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	2/25/2003	25787596	$3,796
GILLETTE COMPANY	ORAL B / BRAUN PRODUCTS DEPT CH 10244 PALATINE, IL	3/3/2003	23555080	$11,812
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	2/18/2003	25784968	$11,293
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	2/3/2003	25777772	$2,078
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	3/3/2003	23554843	$13,127
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	1/10/2003	23538254	$51,574
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	2/21/2003	23550624	$13,672
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	1/30/2003	23544264	$20,959
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	1/27/2003	23541857	$27,153
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	1/17/2003	23540014	$14,288
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	1/8/2003	25767004	$102,213
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	2/24/2003	23552782	$20,666
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	1/22/2003	25772819	$6,637
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	1/7/2003	25768036	$44,119
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	3/5/2003	23556719	$5,400
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	2/24/2003	25787449	$26,866
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	2/18/2003	25784334	$182,475
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	2/3/2003	25778226	$4,261
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	1/27/2003	25775209	$77,713
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	1/21/2003	25772102	$25,999
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	1/15/2003	25770731	$13,968
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	1/14/2003	25770273	$25,269
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	1/13/2003	25769583	$54,458
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	2/18/2003	25785578	$17,412
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	3/12/2003	23561546	$60,316
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	3/13/2003	23562337	$4,075
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	2/18/2003	23548565	$64,559
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	3/3/2003	25790399	$2,994
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	3/10/2003	23559391	$9,793
GILLETTE/DURACELL	BANK OF AMERICA PO BOX 100800 ATLANTA, GA 30384	3/6/2003	23557442	$17,778
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/13/2003	23549175	$237,512
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/28/2003	23571208	$17,782
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/26/2003	23569766	$14,924
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/26/2003	23568801	$177,655
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/11/2003	23561212	$13,702
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/26/2003	25787767	$118,279
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/28/2003	23574775	$40,015
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/5/2003	23557093	$234,828

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/3/2003	23555367	$31,451
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	1/2/2003	25764806	$34,011
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/26/2003	23573149	$121,273
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	1/31/2003	23544874	$35,139
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/13/2003	23562689	$358
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	1/15/2003	23539487	$172,681
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/7/2003	23546973	$90,623
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	1/21/2003	25771831	$46,642
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	1/29/2003	25776173	$41
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/5/2003	25778573	$13,092
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/12/2003	25781707	$54,187
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	1/29/2003	25775593	$159,078
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/12/2003	25783020	$30,565
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/24/2003	23553389	$18,083
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/26/2003	25789110	$73,290
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	1/10/2003	23538675	$165,443
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/10/2003	23560217	$152,854
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/5/2003	25790756	$124,931
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	1/8/2003	25767512	$68,311
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/20/2003	25785932	$19,275
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/5/2003	25791303	$17,758
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/26/2003	23554208	$262,977
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/12/2003	25782277	$43,717
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/6/2003	25792097	$43,903
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/20/2003	25785260	$72,609
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/18/2003	25784092	$100,654
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/24/2003	25786556	$187,732
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	1/23/2003	25773162	$18,037
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	1/6/2003	23536689	$123,616
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	1/27/2003	25774454	$136,379
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/31/2003	23576132	$111,538
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	2/14/2003	23549176	$64,864
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	1/23/2003	25772504	$25,166
GILSTER-MARY LEE	PARENT COMPANY PO BOX 227 CHESTER, IL 62233	3/7/2003	23558783	$49,958
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	1/2/2003	25763566	$2,850
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	3/27/2003	23567407	$984
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	1/15/2003	25769345	$7,004
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	3/10/2003	23560194	$5,535
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	1/29/2003	25774443	$2,931
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	3/25/2003	23572319	$7,574
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	3/31/2003	23576114	$4,237
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	3/26/2003	23566167	$6,349
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	1/17/2003	25769968	$5,836
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	1/17/2003	25770497	$5,820
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	3/27/2003	23568787	$4,106

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	1/8/2003	25766435	$6,877
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	3/24/2003	23571190	$6,796
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	1/8/2003	25766775	$5,380
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	1/30/2003	25776916	$7,236
GILT EDGE FLOUR MILLS INC	P.O.BOX 7 RICHMOND, UT 84333	2/4/2003	25777508	$5,525
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	1/30/2003	23544256	$31,943
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	3/27/2003	23570332	$8,477
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	1/6/2003	23537132	$30,551
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	1/22/2003	25771629	$17,874
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	3/7/2003	23558190	$5,374
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	3/11/2003	23560815	$23,086
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	3/18/2003	23566839	$29,585
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	1/17/2003	23540007	$36,540
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	2/24/2003	25786809	$16,469
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	2/14/2003	23548558	$5,848
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	3/27/2003	23569207	$800
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	3/17/2003	23565131	$4,271
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	3/4/2003	23555845	$3,022
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	2/24/2003	23552773	$18,387
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	3/14/2003	23564109	$7,187
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	2/24/2003	25787444	$5,159
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	3/27/2003	23573535	$11,286
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	2/10/2003	25780814	$81,261
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	1/7/2003	25766115	$5,216
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	1/8/2003	25768030	$12,274
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	3/10/2003	23559379	$3,146
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	1/13/2003	25769131	$3,821
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	3/28/2003	23571856	$33,642
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	2/14/2003	25783901	$44,620
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	1/24/2003	25774706	$43,151
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	1/31/2003	25777768	$29,340
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	3/3/2003	25789940	$23,393
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	2/21/2003	23550613	$8,316
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	2/11/2003	25782006	$5,404
GIORGIO FOODS, INC	PO BOX 13700-1318 PHILADELPHIA, PA 19191	2/12/2003	25782587	$15,242
GIRARDS IGA	116 S FIRST ST OSBORNE, KS 67473	2/5/2003	5035942	$114
GIRARDS IGA	116 S FIRST ST OSBORNE, KS 67473	1/28/2003	5036343	$92
GIRARDS IGA	116 S FIRST ST OSBORNE, KS 67473	2/26/2003	5036918	$7
GIRARDS IGA	116 S FIRST ST OSBORNE, KS 67473	1/28/2003	5036345	$40
GIRARDS IGA	116 S FIRST ST OSBORNE, KS 67473	1/28/2003	5036342	$29
GIRARDS IGA	116 S FIRST ST OSBORNE, KS 67473	2/24/2003	5036850	$110
GIRARDS IGA	116 S FIRST ST OSBORNE, KS 67473	1/14/2003	5036130	$155
GIRARDS IGA	116 S FIRST ST OSBORNE, KS 67473	1/28/2003	5036344	$87
GIUMARRA BROS.FRUIT CO.INC.	FILE #22263 LOS ANGELES, CA 90074	3/18/2003	23566717	$9,792
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	1/31/2003	23544152	$19,488

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	3/4/2003	25791540	$14,592
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	3/27/2003	23573482	$6,720
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	3/28/2003	23574136	$2,840
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	1/21/2003	25772028	$1,584
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	2/5/2003	25779450	$624
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	2/11/2003	25782518	$870
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	2/24/2003	25788580	$4,608
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	1/3/2003	23536036	$3,604
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	1/13/2003	23538966	$24,245
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	3/3/2003	23554733	$20,622
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	3/7/2003	23558092	$8,448
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	3/6/2003	23557396	$960
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	2/24/2003	23552667	$16,128
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	2/6/2003	23546251	$14,404
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	2/3/2003	23545288	$6,720
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	1/27/2003	23539927	$10,176
GIUMARRA COMPANIES CHILE	FILE #12262 LOS ANGELES, CA 90074	3/25/2003	23569127	$2,220
GIUMARRA DISTRIBUTING	FILE 12262 LOS ANGELES, CA 90074	1/13/2003	23539108	$25,412
GIUMARRA DISTRIBUTING	FILE 12262 LOS ANGELES, CA 90074	1/21/2003	25772248	$1,744
GIUMARRA DISTRIBUTING	FILE 12262 LOS ANGELES, CA 90074	3/6/2003	23557559	$1,120
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/10/2003	23559165	$29,424
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/21/2003	23552369	$53,760
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	1/22/2003	23541241	$9,216
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	1/22/2003	23541006	$7,376
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	1/22/2003	23539898	$32,064
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	1/3/2003	23535649	$4,224
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/27/2003	23573462	$13,632
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/24/2003	23570139	$39,440
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/31/2003	23575165	$27,548
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/28/2003	23574100	$53,736
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	1/24/2003	23541671	$54,528
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/25/2003	23571734	$37,632
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	1/7/2003	23537567	$4,966
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/25/2003	23569096	$32,360
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/26/2003	23567726	$2,496
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/24/2003	23566708	$68,630
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/7/2003	23558061	$56,843
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/28/2003	23554416	$26,400
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/26/2003	23554106	$21,312
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/25/2003	23553756	$33,024
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/24/2003	23552630	$3,456
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/12/2003	23561441	$21,120
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/11/2003	23560721	$22,192
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/19/2003	23548402	$11,460
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	1/31/2003	23543805	$82,152

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/19/2003	23550077	$7,104
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/3/2003	23545275	$3,072
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/19/2003	23549534	$10,752
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	1/27/2003	23543018	$80,352
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/11/2003	23548108	$92,088
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/10/2003	23547341	$14,016
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/3/2003	23554701	$9,408
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/21/2003	23550473	$92,186
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	3/17/2003	23564913	$6,032
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/4/2003	23545950	$129,216
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/5/2003	23545786	$11,520
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	2/5/2003	23545628	$9,792
GIUMARRA INTERNATIONAL MKTG	PO BOX 2407 BAKERSFIELD, CA 93303	1/10/2003	23534127	$543
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	1/24/2003	23542124	$3,503
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/7/2003	23558408	$4,482
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/6/2003	23557558	$3,036
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/5/2003	23556852	$7,417
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/4/2003	23556029	$5,390
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/18/2003	23567037	$6,101
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/31/2003	23575663	$990
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/4/2003	25791772	$47,163
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	1/13/2003	25769716	$1,738
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	1/13/2003	25770337	$48,312
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	1/21/2003	25772247	$25,456
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	1/22/2003	25773578	$2,860
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/17/2003	23565502	$34,745
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	2/6/2003	23546606	$16,505
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/25/2003	23569401	$3,825
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/3/2003	23555040	$32,571
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	2/11/2003	25782731	$5,598
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	2/5/2003	25779668	$16,657
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	2/25/2003	25788807	$2,737
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/12/2003	23561700	$17,820
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	2/21/2003	23550848	$22,961
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/28/2003	23574428	$4,999
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	1/29/2003	25776621	$9,240
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/27/2003	23570639	$29,987
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	3/10/2003	23559700	$4,732
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	2/18/2003	23551734	$1,070
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	1/31/2003	23544490	$15,904
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	2/24/2003	23553007	$33,859
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	1/27/2003	23540172	$6,820
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	1/13/2003	23539107	$24,156
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	1/10/2003	23538422	$13,527
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	2/14/2003	23548789	$15,841

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GIUMARRA OF ESCONDIDO	FILE 12262 LOS ANGELES, CA 90074	2/25/2003	23553888	$1,914
GIUMARRA OF NOGALES	PO BOX 12262 LOS ANGELES, CA 90074	1/13/2003	23539123	$2,584
GIUMARRA OF WENATCHEE	FILE NO 12262 LOS ANGELES, CA 90074	2/14/2003	23549102	$4,459
GIUMARRA VINEYARDS CORP	PO BIN 1969 BAKERSFIELD, CA 93303	2/18/2003	23548453	$13,796
GIUMARRA VINEYARDS CORP	PO BIN 1969 BAKERSFIELD, CA 93303	2/11/2003	23545956	$10,765
GIUMARRA VINEYARDS CORP	PO BIN 1969 BAKERSFIELD, CA 93303	1/24/2003	23541725	$3,650
GIUMARRA VINEYARDS CORP	PO BIN 1969 BAKERSFIELD, CA 93303	1/3/2003	23535660	$4,934
GIUMARRA VINEYARDS CORP	PO BIN 1969 BAKERSFIELD, CA 93303	1/27/2003	23543040	$14,192
GIUMARRA VINEYARDS CORP	PO BIN 1969 BAKERSFIELD, CA 93303	3/6/2003	23557399	$18,263
GIUMARRA VINEYARDS CORP	PO BIN 1969 BAKERSFIELD, CA 93303	1/6/2003	23536043	$10,647
GIUMARRA VINEYARDS CORP	PO BIN 1969 BAKERSFIELD, CA 93303	3/25/2003	23567744	$13,236
GIUNTA'S T/W	700 DOWINGTOWN PIKE WEST CHESTER, PA 19380	2/21/2003	1027293	$5,819
GIUNTA'S T/W	700 DOWINGTOWN PIKE WEST CHESTER, PA 19380	1/13/2003	4043706	$500
GIUNTA'S T/W	700 DOWINGTOWN PIKE WEST CHESTER, PA 19380	3/31/2003	1027507	$9,450
GIUNTA'S T/W	700 DOWINGTOWN PIKE WEST CHESTER, PA 19380	1/8/2003	4042869	$317
GIUNTA'S T/W	700 DOWINGTOWN PIKE WEST CHESTER, PA 19380	1/8/2003	4043378	$360
GIUNTA'S T/W	700 DOWINGTOWN PIKE WEST CHESTER, PA 19380	3/5/2003	4044297	$840
GIUNTA'S T/W	700 DOWINGTOWN PIKE WEST CHESTER, PA 19380	3/5/2003	4044557	$437
GIUNTA'S T/W	700 DOWINGTOWN PIKE WEST CHESTER, PA 19380	3/5/2003	4044556	$423
GIUNTA'S T/W	700 DOWINGTOWN PIKE WEST CHESTER, PA 19380	2/10/2003	4044091	$202
GIVE & GO PREPARED FOODS	PO BOX 33217 DETROIT, MI 48232	1/2/2003	25764493	$9,266
GLACIER CLEAR LP	MOUNTAIN PURE LLC PO BOX 847624 DALLAS, TX 75284	2/7/2003	23546759	$2,059
GLACIER CLEAR LP	MOUNTAIN PURE LLC PO BOX 847624 DALLAS, TX 75284	1/13/2003	23539149	$1,825
GLACIER CLEAR LP	MOUNTAIN PURE LLC PO BOX 847624 DALLAS, TX 75284	1/7/2003	25768285	$1,855
GLACIER CLEAR LP	MOUNTAIN PURE LLC PO BOX 847624 DALLAS, TX 75284	1/3/2003	23536467	$2,336
GLACIER ICE COMPANY	8580 LAGUNA STATION RD ELK GROVE, CA 95758	2/14/2003	23547810	$250
GLACIER ICE COMPANY	8580 LAGUNA STATION RD ELK GROVE, CA 95758	2/6/2003	25777316	$151
GLACIER ICE COMPANY	8580 LAGUNA STATION RD ELK GROVE, CA 95758	3/14/2003	23564252	$966
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	2/3/2003	25777186	$4,431
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	3/31/2003	23575245	$953
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	1/27/2003	25773999	$5,866
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	3/24/2003	23567749	$5,411
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	3/12/2003	23561474	$118
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	3/24/2003	23565001	$574
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	2/5/2003	25779458	$1,659
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	1/13/2003	25768682	$3,059
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	1/21/2003	25771219	$6,709
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	3/10/2003	25786764	$574
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	2/18/2003	25783288	$1,410
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	2/26/2003	25787995	$5,120
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	2/10/2003	25780226	$5,590
GLACIER SALES INC	PO BOX 2646 YAKIMA, WA 98907	3/10/2003	23559236	$2,957
GLADSTONE FOOD PRODUCTS	P O BOX 28010 KANSAS CITY, MO 64188	1/29/2003	25774123	$5,498
GLADSTONE FOOD PRODUCTS	P O BOX 28010 KANSAS CITY, MO 64188	3/26/2003	23566927	$1,826
GLADSTONE FOOD PRODUCTS	P O BOX 28010 KANSAS CITY, MO 64188	2/12/2003	25780866	$10,864

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GLADSTONE FOOD PRODUCTS	P O BOX 28010 KANSAS CITY, MO 64188	3/11/2003	23560892	$4,446
GLADSTONE FOOD PRODUCTS	P O BOX 28010 KANSAS CITY, MO 64188	3/28/2003	23570472	$3,975
GLADSTONE FOOD PRODUCTS	P O BOX 28010 KANSAS CITY, MO 64188	3/28/2003	23574323	$2,138
GLADSTONE FOOD PRODUCTS	P O BOX 28010 KANSAS CITY, MO 64188	1/8/2003	25768102	$6,228
GLADSTONE FOOD PRODUCTS	P O BOX 28010 KANSAS CITY, MO 64188	1/31/2003	25777805	$3,494
GLADSTONE FOOD PRODUCTS	P O BOX 28010 KANSAS CITY, MO 64188	3/31/2003	23575509	$4,832
GLAMOUR KITTY PRODUCTS CO	PO BOX 525 BRYN MAWR, PA 19010	1/28/2003	23542363	$4,654
GLAMOUR KITTY PRODUCTS CO	PO BOX 525 BRYN MAWR, PA 19010	3/31/2003	23575914	$7,287
GLAMOUR KITTY PRODUCTS CO	PO BOX 525 BRYN MAWR, PA 19010	2/18/2003	25784039	$8,411
GLASS <BRADLEY S	4666 MCCLAYS MILLS RD SHIPPENSBURG, PA 17257	2/20/2003	4044298	$137
GLASS <BRADLEY S	4666 MCCLAYS MILLS RD SHIPPENSBURG, PA 17257	2/26/2003	4044558	$142
GLASS <BRADLEY S	4666 MCCLAYS MILLS RD SHIPPENSBURG, PA 17257	3/27/2003	4044939	$295
GLASS <BRADLEY S	4666 MCCLAYS MILLS RD SHIPPENSBURG, PA 17257	3/19/2003	4044862	$137
GLASS <BRADLEY S	4666 MCCLAYS MILLS RD SHIPPENSBURG, PA 17257	1/21/2003	4043831	$93
GLASS <BRADLEY S	4666 MCCLAYS MILLS RD SHIPPENSBURG, PA 17257	1/15/2003	4043799	$199
GLASS <BRADLEY S	4666 MCCLAYS MILLS RD SHIPPENSBURG, PA 17257	1/2/2003	4043597	$135
GLASS <BRADLEY S	4666 MCCLAYS MILLS RD SHIPPENSBURG, PA 17257	2/12/2003	4044144	$137
GLASS <BRADLEY S	4666 MCCLAYS MILLS RD SHIPPENSBURG, PA 17257	2/28/2003	4044662	$137
GLASS <BRADLEY S	4666 MCCLAYS MILLS RD SHIPPENSBURG, PA 17257	1/28/2003	4043879	$165
GLASS <BRADLEY S	4666 MCCLAYS MILLS RD SHIPPENSBURG, PA 17257	2/4/2003	4043977	$201
GLASS <BRADLEY S	4666 MCCLAYS MILLS RD SHIPPENSBURG, PA 17257	3/10/2003	4044797	$84
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	2/6/2003	8023160	$76,794
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	1/29/2003	8022965	$36,866
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	2/25/2003	8023586	$129,419
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	2/24/2003	8023554	$35,653
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	2/17/2003	8023384	$76,520
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	2/13/2003	8023322	$88,889
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	2/11/2003	8023264	$2,296
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	2/10/2003	8023225	$24,605
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	1/27/2003	8022884	$47,588
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	1/23/2003	8022800	$49,317
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	1/22/2003	8022761	$71,574
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	1/20/2003	8022696	$55,587
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	1/6/2003	8022358	$60,702
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	1/30/2003	8022999	$100,468
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/25/2003	8024305	$2,291
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/17/2003	8024104	$21,873
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/3/2003	8023717	$69,661
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/26/2003	8024325	$5,134
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/24/2003	8024277	$74,449
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/19/2003	8024174	$47,605
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/18/2003	8024139	$6,138
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/7/2003	8023856	$558
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	2/26/2003	8023616	$117,954
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/12/2003	8023970	$344

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/11/2003	8023940	$46,176
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/10/2003	8023895	$50,981
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/27/2003	8024349	$74,905
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/5/2003	8023784	$77,434
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	1/15/2003	8022594	$189,582
GLAXOSMITHKLINE	EFT ONLY PITTSBURG, PA 15230	3/13/2003	8024009	$107,687
GLAXOSMITHLKINE	CONS. HEALTHCARE	1/27/2003	7249	$11
GLAXOSMITHLKINE	CONS. HEALTHCARE	3/10/2003	7499	$2,983
GLAXOSMITHLKINE	CONS. HEALTHCARE	3/3/2003	7465	$8,355
GLAXOSMITHLKINE	CONS. HEALTHCARE	1/8/2003	7136	$5,175
GLAXOSMITHLKINE	CONS. HEALTHCARE	2/13/2003	7361	$5,548
GLAXOSMITHLKINE	CONS. HEALTHCARE	2/13/2003	7361	$5,548
GLAXOSMITHLKINE	CONS. HEALTHCARE	3/4/2003	7475	$6,062
GLAXOSMITHLKINE	CONS. HEALTHCARE	2/27/2003	7450	$7,183
GLAXOSMITHLKINE	CONS. HEALTHCARE	2/27/2003	7450	$7,183
GLAXOSMITHLKINE	CONS. HEALTHCARE	3/3/2003	7465	$5,897
GLAXOSMITHLKINE	CONS. HEALTHCARE	3/4/2003	7475	$6,062
GLAXOSMITHLKINE	CONS. HEALTHCARE	3/3/2003	7465	$5,897
GLAXOSMITHLKINE	CONS. HEALTHCARE	3/10/2003	7499	$2,983
GLAXOSMITHLKINE	CONS. HEALTHCARE	1/23/2003	7229	$3,575
GLAXOSMITHLKINE	CONS. HEALTHCARE	1/23/2003	7229	$3,575
GLAXOSMITHLKINE	CONS. HEALTHCARE	3/3/2003	7465	$8,355
GLAXOSMITHLKINE	CONS. HEALTHCARE	1/10/2003	7151	$8,428
GLAXOSMITHLKINE	CONS. HEALTHCARE	1/27/2003	7249	$11
GLAXOSMITHLKINE	CONS. HEALTHCARE	1/8/2003	7136	$5,175
GLAXOSMITHLKINE	CONS. HEALTHCARE	1/8/2003	7136	$27
GLAXOSMITHLKINE	CONS. HEALTHCARE	1/14/2003	7178	$6,024
GLAXOSMITHLKINE	CONS. HEALTHCARE	1/17/2003	7197	$5,056
GLAXOSMITHLKINE	CONS. HEALTHCARE	1/17/2003	7197	$5,056
GLAXOSMITHLKINE	CONS. HEALTHCARE	1/10/2003	7151	$8,428
GLEASON TECHNOLOGY INC	PO BOX 1503 JOHNSTOWN, PA 15907	3/10/2003	23560183	$3,320
GLENN ANDERSON	650 PENCADER DR NEWARK, DE 19702	3/27/2003	1027724	$508
GLENN ANDERSON	650 PENCADER DR NEWARK, DE 19702	3/24/2003	1027651	$168
GLENN ANDERSON	650 PENCADER DR NEWARK, DE 19702	2/21/2003	1027422	$364
GLENN ANDERSON	650 PENCADER DR NEWARK, DE 19702	3/10/2003	1027583	$41
GLENN ANDERSON	650 PENCADER DR NEWARK, DE 19702	1/27/2003	1027245	$362
GLENN ANDERSON	650 PENCADER DR NEWARK, DE 19702	1/27/2003	1027294	$31
GLENN ANDERSON	650 PENCADER DR NEWARK, DE 19702	1/13/2003	1027064	$115
GLENN ANDERSON	650 PENCADER DR NEWARK, DE 19702	2/10/2003	1027367	$158
GLENN ANDERSON	650 PENCADER DR NEWARK, DE 19702	1/13/2003	1027114	$52
GLENN ANDERSON	650 PENCADER DR NEWARK, DE 19702	3/10/2003	1027607	$281
GLENN FOODS INC	191 HANSE AVENUE FREEPORT, NY 11520	1/29/2003	25775447	$5,494
GLENN SALES CO	6640 POWERS FERRY RD SUITE 156 ATLANTA, GA 30339	1/21/2003	25771610	$1,154
GLENN SALES CO	6640 POWERS FERRY RD SUITE 156 ATLANTA, GA 30339	3/25/2003	23569164	$16,625
GLENN SALES CO	6640 POWERS FERRY RD SUITE 156 ATLANTA, GA 30339	3/24/2003	23565039	$1,760

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GLENN TRIVIETS	4 CENTER DRIVE NORTH EAST, MD 21901	3/27/2003	1027725	$1,062
GLENS KEY & SAFE INC.	1147 SOUTH STATE STREET SALT LAKE CITY, UT 84111	1/15/2003	25769035	$491
GLENS KEY & SAFE INC.	1147 SOUTH STATE STREET SALT LAKE CITY, UT 84111	2/12/2003	25782401	$114
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	3/4/2003	23556404	$1,018
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	1/31/2003	23542690	$6,768
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	3/10/2003	23560334	$1,868
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	3/28/2003	23571321	$4,433
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	2/24/2003	23553476	$2,766
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	2/28/2003	23554581	$583
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	3/3/2003	23555441	$3,838
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	3/7/2003	23558847	$4,313
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	3/26/2003	23567493	$6,655
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	3/28/2003	23574838	$1,228
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	2/18/2003	23551968	$2,004
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	2/3/2003	23544968	$3,877
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	2/13/2003	23548290	$2,791
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	3/31/2003	23576240	$1,665
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	2/5/2003	23545895	$2,576
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	3/24/2003	23566313	$6,285
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	2/18/2003	23549265	$3,601
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	1/13/2003	23539271	$970
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	1/2/2003	23535844	$3,590
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	1/8/2003	23536774	$3,435
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	1/2/2003	23535537	$4,929
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	2/18/2003	23549785	$185
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	1/13/2003	23538741	$2,771
GLENWOOD INGLEWOOD	225 THOMAS AVENUE NORTH MINNEAPOLIS, MN 55405	2/10/2003	23547062	$5,431
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/3/2003	25776746	$4,470
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/3/2003	23544654	$2,184
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/7/2003	25791892	$10,252
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/18/2003	23567189	$13,761
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/28/2003	23574568	$4,268
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/10/2003	25779796	$12,953
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/27/2003	25788948	$5,137
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/26/2003	23567961	$1,648
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/13/2003	25792614	$1,595
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/6/2003	25790633	$2,256
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/3/2003	23545464	$1,080
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/6/2003	25779026	$49
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	1/27/2003	23543227	$1,960
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	1/24/2003	25773038	$415
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	1/10/2003	25767331	$1,800
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/27/2003	23569537	$29,861
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/27/2003	25785807	$1,151
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/27/2003	23568620	$19,029

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/31/2003	23575871	$2,240
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/24/2003	23570849	$9,728
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/25/2003	23572143	$11,690
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/26/2003	23572999	$13,240
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/27/2003	23573739	$35,708
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/13/2003	25782866	$1,966
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/10/2003	23559924	$43,229
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/14/2003	23546777	$660
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/10/2003	23547547	$3,952
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/17/2003	23565828	$11,640
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	1/21/2003	23540288	$700
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/11/2003	23561053	$12,432
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/7/2003	23558576	$20,579
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/5/2003	23556964	$2,946
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/4/2003	23556162	$3,189
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/25/2003	23553943	$2,354
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	3/12/2003	23561818	$7,611
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/18/2003	23551808	$2,251
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/17/2003	23551016	$5,584
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/19/2003	23548975	$790
GLOBAL BERRY FARMS	2241 TRADE CENTER WAY SUITE A NAPLES, FL 34109	2/24/2003	23553186	$41,002
GLOBAL DOCUGRAPHIX	P O BOX 5707	3/17/2003	79624	$2,361
GLOBAL DOCUGRAPHIX	P O BOX 5707	3/28/2003	86375	$1,303
GLOBAL EQUIPMENT	PO BOX 5200 SUWANEE, GA 30024	3/24/2003	23571072	$520
GLOBAL EQUIPMENT	PO BOX 5200 SUWANEE, GA 30024	2/18/2003	25784073	$114
GLOBAL INDUSTRIAL PRODUCTS	13170 N.W. 43 AVENUE OPA-LOCKA, FL 33054	1/30/2003	25775737	$538
GLOBAL INDUSTRIAL PRODUCTS	13170 N.W. 43 AVENUE OPA-LOCKA, FL 33054	3/3/2003	25789823	$584
GLOBAL INDUSTRIAL PRODUCTS	13170 N.W. 43 AVENUE OPA-LOCKA, FL 33054	3/7/2003	23559006	$1,035
GLOBAL LINK	1100 GALENA AVE FREEPORT, IL 61032	2/12/2003	25782993	$4,375
GLOBAL PRODUCE SALES INC	1018 E OLEANDER ST LAKELAND, FL 33801	2/13/2003	25782902	$925
GLOBAL PRODUCE SALES INC	1018 E OLEANDER ST LAKELAND, FL 33801	3/3/2003	25790111	$2,866
GLOBAL PRODUCE SALES INC	1018 E OLEANDER ST LAKELAND, FL 33801	3/26/2003	23569586	$711
GLOBAL TRADING	3515 HENNEPIN AVE S STE B1 MINNEAPOLIS, MN 55408	2/18/2003	23551984	$8,839
GLOBE SEAFOOD, INC.	3267 S 1900W OGDEN, UT 84401	3/26/2003	23572763	$163
GLOBE SEAFOOD, INC.	3267 S 1900W OGDEN, UT 84401	3/28/2003	23567811	$2,417
GLOBE SEAFOOD, INC.	3267 S 1900W OGDEN, UT 84401	1/28/2003	25774091	$10,282
GLOBE SEAFOOD, INC.	3267 S 1900W OGDEN, UT 84401	1/21/2003	25771270	$54,296
GLOBE SEAFOOD, INC.	3267 S 1900W OGDEN, UT 84401	3/11/2003	23560856	$100,476
GLOBE SEAFOOD, INC.	3267 S 1900W OGDEN, UT 84401	3/28/2003	23569263	$1,699
GLOBE SEAFOOD, INC.	3267 S 1900W OGDEN, UT 84401	3/28/2003	23566883	$365
GLOBE SEAFOOD, INC.	3267 S 1900W OGDEN, UT 84401	3/31/2003	23575434	$4,037
GLOBE SEAFOOD, INC.	3267 S 1900W OGDEN, UT 84401	3/14/2003	23564156	$2,791
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	3/10/2003	23560335	$12,254
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	1/3/2003	23536775	$15,163
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	1/29/2003	23542691	$6,628

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	2/7/2003	23547063	$8,485
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	2/18/2003	23549266	$11,992
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	3/3/2003	23555442	$4,785
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	1/6/2003	23537459	$6,451
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	3/17/2003	23566314	$1,789
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	3/25/2003	23567494	$6,284
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	2/17/2003	23551285	$13,607
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	3/28/2003	23571322	$19,082
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	3/14/2003	23564605	$1,661
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	2/20/2003	25784748	$6,633
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	1/30/2003	25772564	$2,447
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	1/9/2003	25768494	$12,632
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	1/2/2003	25764917	$4,640
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	3/31/2003	23576241	$11,156
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	2/12/2003	25781767	$12,663
GLORY FOODS INC	PO BOX 633796 CINCINATTI, OH 45263	1/31/2003	23544969	$13,755
GLUNT COMPANY	RD# 4 P O BOX 174	1/27/2003	60699	$393
GLUNT COMPANY	RD# 4 P O BOX 174	1/27/2003	60699	$650
GLUNT COMPANY	RD# 4 P O BOX 174	1/27/2003	60699	$685
GLUNT COMPANY	RD# 4 P O BOX 174	1/27/2003	60699	$650
GLUNT COMPANY	RD# 4 P O BOX 174	1/27/2003	60699	$650
GLUNT COMPANY	RD# 4 P O BOX 174	2/19/2003	69181	$685
GLUNT COMPANY	RD# 4 P O BOX 174	2/19/2003	69181	$680
GLUNT COMPANY	RD# 4 P O BOX 174	2/19/2003	69181	$260
GMG COLLING INC.	1649 SOUTH WEST 41ST TOPEKA, KS 66609	2/3/2003	25757324	$83
GMG COLLING INC.	1649 SOUTH WEST 41ST TOPEKA, KS 66609	2/7/2003	25770193	$825
GMG COLLING INC.	1649 SOUTH WEST 41ST TOPEKA, KS 66609	3/14/2003	25787950	$382
GMG COLLING INC.	1649 SOUTH WEST 41ST TOPEKA, KS 66609	2/7/2003	25768635	$621
GMG FOODS INC	340 RT 24 CHESTER, NJ 07930	2/20/2003	25780389	$1,668
GMG FOODS INC	340 RT 24 CHESTER, NJ 07930	3/13/2003	23562470	$1,683
GMG FOODS INC	340 RT 24 CHESTER, NJ 07930	2/28/2003	25787585	$1,683
GODWINS IGA	PO BOX 1208 HWY 117 SOUTH ROSE HILL, NC 28458	1/22/2003	3039562	$267
GODWINS IGA	PO BOX 1208 HWY 117 SOUTH ROSE HILL, NC 28458	1/22/2003	3040405	$336
GOEHRING'S 3RD GENERATION,INC	P.O.BOX 826 VICTOR, CA 95253	1/16/2003	23539413	$1,219
GOEHRING'S 3RD GENERATION,INC	P.O.BOX 826 VICTOR, CA 95253	2/24/2003	23552949	$1,078
GOEHRING'S 3RD GENERATION,INC	P.O.BOX 826 VICTOR, CA 95253	1/6/2003	23536292	$4,640
GOEHRING'S 3RD GENERATION,INC	P.O.BOX 826 VICTOR, CA 95253	1/30/2003	23540139	$1,175
GOEHRING'S 3RD GENERATION,INC	P.O.BOX 826 VICTOR, CA 95253	2/14/2003	23546558	$1,197
GOEHRING'S 3RD GENERATION,INC	P.O.BOX 826 VICTOR, CA 95253	3/24/2003	23561674	$2,369
GOING NUTS INC	325 S PINE ST #101 MADERA, CA 93637	1/8/2003	23537350	$5,220
GOING NUTS INC	325 S PINE ST #101 MADERA, CA 93637	2/21/2003	23552467	$7,896
GOING NUTS INC	325 S PINE ST #101 MADERA, CA 93637	3/31/2003	23575917	$2,953
GOING NUTS INC	325 S PINE ST #101 MADERA, CA 93637	3/28/2003	23569563	$9,099
GOING NUTS INC	325 S PINE ST #101 MADERA, CA 93637	2/18/2003	23549001	$4,905
GOING NUTS INC	325 S PINE ST #101 MADERA, CA 93637	2/10/2003	23546056	$1,129

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOING NUTS INC	325 S PINE ST #101 MADERA, CA 93637	1/14/2003	23538559	$1,296
GOING NUTS INC	325 S PINE ST #101 MADERA, CA 93637	1/23/2003	23540305	$16,706
GOING NUTS INC	325 S PINE ST #101 MADERA, CA 93637	3/10/2003	23559966	$8,132
GOING NUTS INC	325 S PINE ST #101 MADERA, CA 93637	2/13/2003	23547565	$44,034
GOJO INDUSTRIES	DEPARTMENT 571 COLUMBUS, OH 43265	2/6/2003	25779641	$712
GOJO INDUSTRIES	DEPARTMENT 571 COLUMBUS, OH 43265	3/13/2003	23562449	$184
GOJO INDUSTRIES	DEPARTMENT 571 COLUMBUS, OH 43265	3/10/2003	23559647	$619
GOJO INDUSTRIES	DEPARTMENT 571 COLUMBUS, OH 43265	3/6/2003	25790523	$660
GOJO INDUSTRIES	DEPARTMENT 571 COLUMBUS, OH 43265	3/26/2003	23572853	$567
GOJO INDUSTRIES	DEPARTMENT 571 COLUMBUS, OH 43265	2/7/2003	23546569	$1,446
GOJO INDUSTRIES	DEPARTMENT 571 COLUMBUS, OH 43265	1/24/2003	25772225	$81
GOJO INDUSTRIES	DEPARTMENT 571 COLUMBUS, OH 43265	1/2/2003	25764223	$1,971
GOJO INDUSTRIES	DEPARTMENT 571 COLUMBUS, OH 43265	2/24/2003	23552963	$289
GOJO INDUSTRIES	DEPARTMENT 571 COLUMBUS, OH 43265	3/7/2003	23558372	$568
GOJO INDUSTRIES	DEPARTMENT 571 COLUMBUS, OH 43265	2/27/2003	25787558	$509
GOJO INDUSTRIES	DEPARTMENT 571 COLUMBUS, OH 43265	3/24/2003	23570591	$1,009
GOJO INDUSTRIES	DEPARTMENT 571 COLUMBUS, OH 43265	1/13/2003	23538397	$352
GOLCONDA FOOD MART	BOX 190 MONROE ST GOLCONDA, IL 62938	2/27/2003	3040406	$364
GOLCONDA FOOD MART	BOX 190 MONROE ST GOLCONDA, IL 62938	1/9/2003	2067119	$2
GOLCONDA FOOD MART	BOX 190 MONROE ST GOLCONDA, IL 62938	1/3/2003	2067513	$561
GOLCONDA FOOD MART	BOX 190 MONROE ST GOLCONDA, IL 62938	3/27/2003	2068015	$1
GOLCONDA FOOD MART	BOX 190 MONROE ST GOLCONDA, IL 62938	1/3/2003	3039563	$289
GOLD DIGGER APPLES	1220 IRONWOOD ST PO BOX 2550 OROVILLE, WA 98844	1/23/2003	25771825	$9,462
GOLD EAGLE	135 S LASALLE ST DEPT 1478 CHICAGO, IL 60674	2/4/2003	23545340	$698
GOLD EAGLE	135 S LASALLE ST DEPT 1478 CHICAGO, IL 60674	1/8/2003	25768048	$4,255
GOLD EAGLE	135 S LASALLE ST DEPT 1478 CHICAGO, IL 60674	1/13/2003	23539026	$1,104
GOLD EAGLE	135 S LASALLE ST DEPT 1478 CHICAGO, IL 60674	3/3/2003	23554856	$6,800
GOLD EAGLE	135 S LASALLE ST DEPT 1478 CHICAGO, IL 60674	2/17/2003	23550642	$5,410
GOLD EAGLE	135 S LASALLE ST DEPT 1478 CHICAGO, IL 60674	1/28/2003	23541874	$6,164
GOLD EAGLE	135 S LASALLE ST DEPT 1478 CHICAGO, IL 60674	2/12/2003	23544281	$4,621
GOLD EAGLE COMPANY	135 S LASALLE ST	3/6/2003	74544	$5,568
GOLD EAGLE COMPANY	135 S LASALLE ST	1/3/2003	52916	$872
GOLD EAGLE COMPANY	135 S LASALLE ST	2/14/2003	67679	$8,922
GOLD EAGLE COMPANY	135 S LASALLE ST	1/10/2003	55199	$911
GOLD EAGLE COMPANY	135 S LASALLE ST	2/27/2003	72039	$4,542
GOLD EAGLE MARKET #1	16823 WILLOW GLEN ROAD BROWNSVILLE, CA 95919	2/26/2003	4021902	$1,780
GOLD EAGLE MARKET #2	11269 LOMA RICA ROAD LOMA RICA, CA 95901	3/10/2003	2572571	$201
GOLD EAGLE MARKET #2	11269 LOMA RICA ROAD LOMA RICA, CA 95901	3/19/2003	2576918	$1,228
GOLD EAGLE MARKET #2	11269 LOMA RICA ROAD LOMA RICA, CA 95901	1/27/2003	2570031	$880
GOLD EAGLE MARKET #2	11269 LOMA RICA ROAD LOMA RICA, CA 95901	1/27/2003	2570334	$233
GOLD EAGLE MARKET #2	11269 LOMA RICA ROAD LOMA RICA, CA 95901	1/31/2003	2570717	$316
GOLD EAGLE MARKET #2	11269 LOMA RICA ROAD LOMA RICA, CA 95901	3/24/2003	2577371	$2,523
GOLD EAGLE MARKET #2	11269 LOMA RICA ROAD LOMA RICA, CA 95901	2/12/2003	2571190	$1,334
GOLD EAGLE MARKET #2	11269 LOMA RICA ROAD LOMA RICA, CA 95901	2/18/2003	2571437	$642
GOLD EAGLE MARKET #2	11269 LOMA RICA ROAD LOMA RICA, CA 95901	2/19/2003	2571543	$1,803

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOLD EAGLE MARKET #2	11269 LOMA RICA ROAD LOMA RICA, CA 95901	2/25/2003	2571865	$215
GOLD EAGLE MARKET #2	11269 LOMA RICA ROAD LOMA RICA, CA 95901	3/14/2003	2576873	$95
GOLD EAGLE MARKET #2	11269 LOMA RICA ROAD LOMA RICA, CA 95901	3/7/2003	4021903	$992
GOLD INC	PO BOX 17331 DENVER, CO 80217	1/6/2003	25766479	$288
GOLD INC	PO BOX 17331 DENVER, CO 80217	1/28/2003	25775655	$3,769
GOLD INC	PO BOX 17331 DENVER, CO 80217	2/7/2003	25780602	$288
GOLD INC	PO BOX 17331 DENVER, CO 80217	1/13/2003	25768974	$1,222
GOLD INC	PO BOX 17331 DENVER, CO 80217	2/20/2003	25786591	$1,248
GOLD INC	PO BOX 17331 DENVER, CO 80217	2/4/2003	25778636	$384
GOLD INC	PO BOX 17331 DENVER, CO 80217	1/17/2003	25771874	$2,242
GOLD INC	PO BOX 17331 DENVER, CO 80217	3/26/2003	23566363	$333
GOLD INC	PO BOX 17331 DENVER, CO 80217	2/13/2003	25783689	$1,798
GOLD INC	PO BOX 17331 DENVER, CO 80217	3/28/2003	23569871	$275
GOLD INC	PO BOX 17331 DENVER, CO 80217	3/5/2003	25790825	$556
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/17/2003	23565432	$8,784
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/28/2003	23573622	$19,245
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/19/2003	23567868	$19,895
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/20/2003	23568466	$29,528
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/25/2003	23570582	$24,779
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/4/2003	23556002	$34,119
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/13/2003	23562446	$5,473
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/12/2003	23561675	$22,119
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/11/2003	23560940	$25,289
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/7/2003	23558363	$20,756
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/6/2003	23557532	$13,069
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/5/2003	23556830	$28,734
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/28/2003	23574397	$23,112
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/24/2003	25788106	$26,649
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/10/2003	25769689	$15,132
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/29/2003	23544444	$54,918
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/14/2003	23540142	$25,013
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/31/2003	23575607	$88,926
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/6/2003	25768156	$9,215
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/24/2003	25775324	$15,208
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/3/2003	25791739	$37,518
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/13/2003	25770322	$106,448
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/13/2003	25770804	$7,579
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/17/2003	25772218	$26,525
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/21/2003	25772915	$21,199
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/21/2003	25773556	$7,656
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/27/2003	25775963	$43,688
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/3/2003	25778938	$26,656
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/7/2003	25781437	$6,756
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/10/2003	25782084	$59,525
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/10/2003	25782704	$7,656

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/18/2003	25784442	$44,616
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/18/2003	25785049	$6,667
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/22/2003	23543153	$7,042
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/24/2003	25788772	$67,130
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/29/2003	23545401	$53,077
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/9/2003	23539092	$14,152
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/3/2003	23555006	$64,136
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/26/2003	23571991	$48,461
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/24/2003	23552952	$27,147
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/19/2003	23551714	$49,338
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/21/2003	25787554	$6,379
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/11/2003	23548750	$20,866
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/14/2003	23564243	$62,879
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/22/2003	23542072	$50,967
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/3/2003	25779634	$25,265
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/5/2003	23547466	$17,001
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/18/2003	25785674	$59,225
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	1/31/2003	25778332	$23,223
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	3/28/2003	23572850	$12,546
GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368	2/19/2003	23550803	$17,170
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	3/5/2003	23557208	$4,518
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	3/5/2003	25791357	$1,590
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	1/28/2003	25775687	$1,120
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	1/23/2003	25772601	$2,081
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	3/26/2003	23573275	$2,675
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	1/8/2003	25768526	$1,893
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	2/26/2003	25787240	$4,004
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	3/12/2003	23562104	$5,353
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	3/24/2003	23571427	$650
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	3/6/2003	23557875	$1,315
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	3/25/2003	23572435	$2,533
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	2/11/2003	23547139	$2,356
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	1/28/2003	23542793	$1,730
GOLD PURE FOOD PRODUCT	#1 BROOKLYN RD HEMPSTEAD, NY 11550	3/3/2003	23555520	$3,236
GOLD STANDARD BAKING	P O BOX 95349	3/5/2003	73943	$2,141
GOLD STANDARD BAKING	P O BOX 95349	1/21/2003	58389	$2,323
GOLD STAR	PO BOX 11350 OVERLAND PARK, KS 66207	3/26/2003	23573014	$648
GOLD STAR	PO BOX 11350 OVERLAND PARK, KS 66207	3/5/2003	23556974	$1,260
GOLD STAR	PO BOX 11350 OVERLAND PARK, KS 66207	1/27/2003	25775481	$5,329
GOLD STAR	PO BOX 11350 OVERLAND PARK, KS 66207	2/5/2003	25779032	$1,226
GOLD STAR	PO BOX 11350 OVERLAND PARK, KS 66207	3/4/2003	23556184	$1,813
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	1/10/2003	23539167	$11,102
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	1/6/2003	23537343	$19,046
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	2/10/2003	23547559	$10,480
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	2/18/2003	23551823	$20,626

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	3/7/2003	23558594	$7,795
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	3/12/2003	23561835	$7,939
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	3/10/2003	23559954	$10,431
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	3/28/2003	23574584	$8,164
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	3/31/2003	23575906	$19,014
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	3/5/2003	25791906	$7,620
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	3/17/2003	23565873	$25,563
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	1/31/2003	23545472	$10,454
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	1/28/2003	23543240	$8,218
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	1/2/2003	25764544	$52,066
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	1/27/2003	25774319	$27,828
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	2/28/2003	25789584	$18,910
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	2/21/2003	25786441	$12,562
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	2/19/2003	25784595	$10,324
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	2/14/2003	25783537	$10,537
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	2/12/2003	25782879	$4,246
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	2/10/2003	25780455	$20,775
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	1/17/2003	23540851	$22,090
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	1/31/2003	25777407	$12,994
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	1/2/2003	25765611	$10,716
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	1/6/2003	25766313	$18,721
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	3/10/2003	25792630	$36,573
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	3/28/2003	23570887	$26,095
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	2/26/2003	25788964	$2,699
GOLD STAR DAIRY	TURNER-COLEMAN PO BOX 1000, DEPT 23 MEMPHIS, TN 3	2/4/2003	25779805	$6,439
GOLDEN DONUT ENTERPRISES INC	625 MANCHESTER EXPRESSWAY COLUMBUS, GA 31904	2/20/2003	25785905	$5,184
GOLDEN DONUT ENTERPRISES INC	625 MANCHESTER EXPRESSWAY COLUMBUS, GA 31904	3/7/2003	23558737	$12,230
GOLDEN DONUT ENTERPRISES INC	625 MANCHESTER EXPRESSWAY COLUMBUS, GA 31904	3/31/2003	23576069	$14,211
GOLDEN DONUT ENTERPRISES INC	625 MANCHESTER EXPRESSWAY COLUMBUS, GA 31904	3/11/2003	23561167	$8,114
GOLDEN EAGLE SYRUP MFG CO INC	P O BOX 690 FAYETTE, AL 35555	3/3/2003	25789641	$3,588
GOLDEN EAGLE SYRUP MFG CO INC	P O BOX 690 FAYETTE, AL 35555	1/27/2003	25774383	$2,251
GOLDEN HERITAGE FOODS LLC	PO BOX 408 PAULDING, OH 45879	3/25/2003	23568414	$6,497
GOLDEN HERITAGE FOODS LLC	PO BOX 408 PAULDING, OH 45879	1/13/2003	25769175	$4,805
GOLDEN HERITAGE FOODS LLC	PO BOX 408 PAULDING, OH 45879	2/18/2003	25783394	$5,190
GOLDEN HERITAGE FOODS LLC	PO BOX 408 PAULDING, OH 45879	2/3/2003	25777283	$6,561
GOLDEN SLIPPER CLUB	215 N PRESIDENTIAL BLVD 1ST FLOOR BALA CYNWYD, PA	3/20/2003	23568777	$1,050
GOLDEN STATE CONTAINER, INC.	DEPT. NO. 841347 DALLAS, TX 75284	1/9/2003	23530733	$4,593
GOLDEN STREAM FOODS	P O BOX 36670	1/31/2003	62546	$698
GOLDEN SUN FOODS LLC	PO BOX 578 DEMOPOLIS, AL 36732	3/28/2003	23574733	$21,150
GOLDEN SUN FOODS LLC	PO BOX 578 DEMOPOLIS, AL 36732	3/25/2003	23572290	$3,525
GOLDEN SUN FOODS LLC	PO BOX 578 DEMOPOLIS, AL 36732	3/28/2003	23568758	$10,575
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	3/27/2003	23567064	$1,772
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	3/31/2003	23575696	$3,213
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	2/18/2003	23548819	$10,030
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	3/25/2003	23572043	$12,602

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	2/18/2003	23548190	$3,206
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	3/24/2003	23565547	$2,449
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	3/3/2003	23555060	$3,072
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	1/13/2003	23537976	$3,618
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	3/28/2003	23574451	$961
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	1/24/2003	23540191	$26,183
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	2/21/2003	23549954	$339
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	2/18/2003	23551744	$2,327
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	2/12/2003	23547497	$20,947
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	1/6/2003	23534494	$1,517
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	1/13/2003	23535363	$14,853
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	1/8/2003	23537680	$1,323
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	1/15/2003	23539115	$7,780
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	1/27/2003	23541297	$10,773
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	1/27/2003	23542160	$2,274
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	2/6/2003	23544519	$40,038
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	2/6/2003	23545429	$5,723
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	1/6/2003	23536357	$18,834
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	2/21/2003	23552436	$1,119
GOLDEN VALLEY IND.	4221 E MARIPOSA RD. STOCKTON, CA 95205	3/10/2003	23559733	$12,804
GOLDEN VENTURES	PO BOX 781343 INDIANAPOLIS, IN 46278	1/30/2003	23542116	$1,164
GOLDEN VENTURES	PO BOX 781343 INDIANAPOLIS, IN 46278	3/10/2003	23559691	$1,124
GOLDEN VENTURES	PO BOX 781343 INDIANAPOLIS, IN 46278	2/17/2003	23550843	$1,068
GOLDENBERG CANDY CO	7701 STATE ROAD PHILADELPHIA, PA 19136	3/12/2003	23562027	$607
GOLDENBERG CANDY CO	7701 STATE ROAD PHILADELPHIA, PA 19136	2/6/2003	25778597	$1,796
GOLDENBERG CANDY CO	7701 STATE ROAD PHILADELPHIA, PA 19136	2/3/2003	25776955	$1,000
GOLDENBERG CANDY CO	7701 STATE ROAD PHILADELPHIA, PA 19136	1/2/2003	25763591	$2,641
GOLDENBERG CANDY CO	7701 STATE ROAD PHILADELPHIA, PA 19136	2/27/2003	25787789	$2,523
GOLDLANE SUPERMARKET	1300 EDDY STREET SAN FRANCISCO, CA 94115	2/21/2003	4021904	$2,037
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/3/2003	23554782	$184,223
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/21/2003	23550549	$132,648
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/17/2003	23565041	$182,993
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/14/2003	23539725	$60,599
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/17/2003	23540718	$85,267
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/24/2003	23543053	$14,429
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/27/2003	23543430	$126,131
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/7/2003	23558135	$62,418
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/31/2003	23544198	$130,217
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/24/2003	23552712	$130,029
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/17/2003	23539967	$177,226
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/7/2003	23546300	$166,481
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/31/2003	23545301	$80,391
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/7/2003	23547373	$105,324
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/19/2003	23550250	$46,866
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/19/2003	23549901	$29,245

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/21/2003	23551594	$115,723
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/14/2003	23549560	$69,671
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/26/2003	23554117	$158,455
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/11/2003	23548125	$34,312
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/14/2003	23548493	$161,527
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/4/2003	23545961	$3,904
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/28/2003	23554430	$73,033
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/3/2003	23536079	$148,891
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/8/2003	23537592	$37,280
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/8/2003	23537904	$233,847
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/10/2003	23538204	$56,829
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/10/2003	23538983	$83,322
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/14/2003	23539372	$24,196
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/24/2003	23541455	$37,004
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/27/2003	23554274	$29,179
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	1/27/2003	25774012	$226,638
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/4/2003	23555783	$238,686
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/28/2003	23574170	$13,171
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/24/2003	23568276	$35,729
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/31/2003	23575274	$80,241
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/10/2003	23559281	$101,243
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/28/2003	23571805	$105,878
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/27/2003	23570253	$121,115
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/25/2003	23569166	$44,050
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	2/5/2003	23543816	$50,750
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/24/2003	23567767	$42,931
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/14/2003	23564069	$12,176
GOLD'N PLUMP MARKETING INC	SDS 10-0049 PO BOX 86 MINNEAPOLIS, MN 55486	3/11/2003	23560773	$133,102
GONG VISIONET HEADQUARTERS	2797 S ORANGE AVE FRESNO, CA 93725	3/21/2003	3011517	$61,503
GONGS NORTHGATE	333 ACADEMY SANGER, CA 93657	3/10/2003	3011431	$5,520
GONGS SOUTHGATE	1825 ACADEMY SANGER, CA 93657	3/10/2003	3011432	$7,659
GONGS SOUTHGATE	1825 ACADEMY SANGER, CA 93657	3/10/2003	3018069	$515
GONGS SOUTHGATE	1825 ACADEMY SANGER, CA 93657	1/14/2003	3017156	$399
GONGS SOUTHGATE	1825 ACADEMY SANGER, CA 93657	3/10/2003	3011388	$810
GONGS SOUTHGATE	1825 ACADEMY SANGER, CA 93657	1/14/2003	3017564	$499
GONNELLA FROZEN PRODUCTS	DEPT 77-2583 CHICAGO, IL 60678	2/21/2003	23550654	$14,633
GONNELLA FROZEN PRODUCTS	DEPT 77-2583 CHICAGO, IL 60678	1/27/2003	23541893	$14,378
GONNELLA FROZEN PRODUCTS	DEPT 77-2583 CHICAGO, IL 60678	1/8/2003	23537931	$13,861
GONNELLA FROZEN PRODUCTS	DEPT 77-2583 CHICAGO, IL 60678	1/30/2003	23544296	$14,035
GONNELLA FROZEN PRODUCTS	DEPT 77-2583 CHICAGO, IL 60678	2/6/2003	23546407	$14,117
GONNELLA FROZEN PRODUCTS	DEPT 77-2583 CHICAGO, IL 60678	2/13/2003	23548590	$13,586
GONNELLA FROZEN PRODUCTS	DEPT 77-2583 CHICAGO, IL 60678	2/24/2003	23552810	$14,292
GONNELLA FROZEN PRODUCTS	DEPT 77-2583 CHICAGO, IL 60678	3/3/2003	23554868	$13,533
GONNELLA FROZEN PRODUCTS	DEPT 77-2583 CHICAGO, IL 60678	3/10/2003	23559435	$14,254
GONNELLA FROZEN PRODUCTS	DEPT 77-2583 CHICAGO, IL 60678	3/17/2003	23565196	$14,274

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GONNELLA FROZEN PRODUCTS	DEPT 77-2583 CHICAGO, IL 60678	3/27/2003	23570379	$13,871
GONNELLA FROZEN PRODUCTS	DEPT 77-2583 CHICAGO, IL 60678	1/3/2003	23536165	$14,085
GOOCH FOODS INC	BOX 802203 KANSAS CITY, MO 64180	1/24/2003	25774698	$16,210
GOOCH FOODS INC	BOX 802203 KANSAS CITY, MO 64180	1/31/2003	25777759	$9,773
GOOCH FOODS INC	BOX 802203 KANSAS CITY, MO 64180	2/17/2003	23550599	$17,883
GOOCH FOODS INC	BOX 802203 KANSAS CITY, MO 64180	2/21/2003	25786802	$17,796
GOOCH FOODS INC	BOX 802203 KANSAS CITY, MO 64180	1/7/2003	25768025	$13,731
GOOCH FOODS INC	BOX 802203 KANSAS CITY, MO 64180	3/10/2003	23559358	$6,251
GOOCH FOODS INC	BOX 802203 KANSAS CITY, MO 64180	3/4/2003	23555833	$3,832
GOOD EARTH TEAS	831 ALMAR AVE SANTA CRUZ, CA 95060	2/14/2003	23548577	$9,177
GOOD EARTH TEAS	831 ALMAR AVE SANTA CRUZ, CA 95060	2/21/2003	23550640	$7,308
GOOD EARTH TEAS	831 ALMAR AVE SANTA CRUZ, CA 95060	3/24/2003	23566855	$11,029
GOOD EARTH TEAS	831 ALMAR AVE SANTA CRUZ, CA 95060	2/24/2003	23552794	$5,695
GOOD EARTH TEAS	831 ALMAR AVE SANTA CRUZ, CA 95060	1/9/2003	23537929	$8,343
GOOD EARTH TEAS	831 ALMAR AVE SANTA CRUZ, CA 95060	1/15/2003	23539388	$5,082
GOOD EARTH TEAS	831 ALMAR AVE SANTA CRUZ, CA 95060	1/23/2003	23541050	$10,437
GOOD EARTH TEAS	831 ALMAR AVE SANTA CRUZ, CA 95060	3/28/2003	23570354	$5,145
GOOD EARTH TEAS	831 ALMAR AVE SANTA CRUZ, CA 95060	3/3/2003	23554855	$5,058
GOOD EARTH TEAS	831 ALMAR AVE SANTA CRUZ, CA 95060	3/5/2003	23556726	$5,006
GOOD EARTH TEAS	831 ALMAR AVE SANTA CRUZ, CA 95060	1/29/2003	23543448	$4,983
GOOD FOODS INC	4960 HORSESHOE PIKE PO BOX 160 HONEY BROOK, PA 19	3/7/2003	23558677	$3,665
GOOD FOODS INC	4960 HORSESHOE PIKE PO BOX 160 HONEY BROOK, PA 19	1/9/2003	25767430	$5,256
GOOD FOODS INC	4960 HORSESHOE PIKE PO BOX 160 HONEY BROOK, PA 19	1/9/2003	25766364	$4,168
GOOD HUMOR-BREYERS ICE CREAM	Not Available	3/3/2003	1107058845	$176
GOOD HUMOR-BREYERS ICE CREAM	Not Available	1/10/2003	1107056983	$17,961
GOOD HUMOR-BREYERS ICE CREAM	Not Available	1/30/2003	1107057724	$484
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	2/10/2003	25780819	$16,706
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	2/3/2003	25777775	$9,885
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	1/30/2003	25775216	$8,865
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	2/3/2003	25777236	$15,874
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	1/27/2003	25774710	$13,928
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	3/5/2003	25791626	$44,656
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	3/5/2003	23556723	$121,303
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	2/28/2003	25789418	$70,154
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	3/10/2003	23559403	$35,941
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	3/24/2003	23565154	$15,996
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	3/24/2003	23566851	$7,686
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	3/25/2003	23568334	$220,045
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	1/27/2003	25774064	$122,038
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	3/7/2003	23558206	$5,133
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	3/3/2003	25790403	$64,285
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	1/13/2003	25768718	$21,186
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	1/8/2003	25767010	$34,837
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	3/31/2003	23575380	$122,363
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	3/5/2003	25791023	$23,062

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	3/28/2003	23574228	$61,159
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	2/24/2003	25786815	$119,843
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	3/24/2003	23570346	$217,823
GOOD HUMOR-BREYERS ICE CREAM	PO BOX 92134 CHICAGO, IL 60675	2/14/2003	25783343	$179,002
GOODINGS #8012	12521 S.R. 535 LAKE BUENA VISTA, FL 32830	1/24/2003	3040661	$906
GOODING'S SUPERMARKET INC	8225 INTERNATIONAL DR STE 120 ORLANDA, FL 32819	1/23/2003	2065035	$174
GOODING'S SUPERMARKET INC	8225 INTERNATIONAL DR STE 120 ORLANDA, FL 32819	3/27/2003	2065871	$174
GOODING'S SUPERMARKET INC	8225 INTERNATIONAL DR STE 120 ORLANDA, FL 32819	2/13/2003	2065342	$162
GOODING'S SUPERMARKET INC	8225 INTERNATIONAL DR STE 120 ORLANDA, FL 32819	1/23/2003	2064834	$227
GOODING'S SUPERMARKET INC	8225 INTERNATIONAL DR STE 120 ORLANDA, FL 32819	3/6/2003	2065670	$174
GOODLETTSVILLE CHAMBER OF	COMMERCE 117 NORTH MAIN STREET STE A GOODLETTSVILL	3/5/2003	23557058	$1,356
GOODLETTSVILLE FOODTOWN	309 NORTH MAIN GOODLETTSVILLE, TN 37072	1/14/2003	3040407	$519
GOODLETTSVILLE FOODTOWN	309 NORTH MAIN GOODLETTSVILLE, TN 37072	1/7/2003	2067721	$4,465
GOODLETTSVILLE SELF STORAGE	307 S MAIN ST ROBERT MCCASLAND GOODLETTSVILLE, TN	3/24/2003	23571187	$1,800
GOODMAN FACTOR INC	3010 LBJ FREEWAY#140	1/29/2003	61476	$3,837
GOODMAN'S IGA	328 STATE STREET CURWENSVILLE, PA 16833	1/16/2003	4067924	$303
GOODMAN'S IGA	328 STATE STREET CURWENSVILLE, PA 16833	2/27/2003	4044299	$113
GOODMAN'S IGA	328 STATE STREET CURWENSVILLE, PA 16833	1/2/2003	4042870	$64
GOODMAN'S IGA	328 STATE STREET CURWENSVILLE, PA 16833	2/10/2003	4068631	$287
GOODMAN'S IGA	328 STATE STREET CURWENSVILLE, PA 16833	3/6/2003	4069273	$220
GOODMARK FOODS INC	P O BOX 65068	2/11/2003	66027	$1,067
GOODMARK FOODS INC	P O BOX 65068	2/14/2003	67628	$8,303
GOODMARK FOODS INC	P O BOX 65068	2/14/2003	67628	$3,298
GOODMARK FOODS INC	P O BOX 65068	2/11/2003	66027	$23,794
GOODMARK FOODS INC	P O BOX 65068	1/20/2003	58013	$5,964
GOODMARK FOODS INC	P O BOX 65068	3/11/2003	76238	$2,877
GOODMARK FOODS INC	P O BOX 65068	3/14/2003	78623	$5,706
GOODMARK FOODS INC	P O BOX 65068	3/14/2003	78623	$3,454
GOODMARK FOODS INC	P O BOX 65068	3/14/2003	78623	$2,303
GOODMARK FOODS INC	P O BOX 65068	3/12/2003	76923	$2,764
GOODMARK FOODS INC	P O BOX 65068	3/6/2003	74497	$2,441
GOODMARK FOODS INC	P O BOX 65068	3/31/2003	86550	$1,139
GOODMARK FOODS INC	P O BOX 65068	3/31/2003	86550	$5,690
GOODMARK FOODS INC	P O BOX 65068	3/6/2003	74497	$3,499
GOODMARK FOODS INC	P O BOX 65068	3/6/2003	74497	$6,781
GOODMARK FOODS INC	P O BOX 65068	3/6/2003	74497	$16,582
GOODMARK FOODS INC	P O BOX 65068	3/7/2003	74944	$1,595
GOODMARK FOODS INC	P O BOX 65068	1/20/2003	58013	$3,658
GOODMARK FOODS INC	P O BOX 65068	3/14/2003	78623	$3,402
GOODMARK FOODS INC	P O BOX 65068	3/12/2003	76923	$9,220
GOODMARK FOODS INC	P O BOX 65068	3/13/2003	77900	$912
GOODMARK FOODS INC	P O BOX 65068	3/7/2003	74944	$5,045
GOODMARK FOODS INC	P O BOX 65068	3/6/2003	74497	$1,733
GOODMARK FOODS INC	P O BOX 65068	3/6/2003	74497	$6,050
GOODMARK FOODS INC	P O BOX 65068	3/28/2003	86300	$3,114

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOODMARK FOODS INC	P O BOX 65068	3/6/2003	74497	$5,369
GOODMARK FOODS INC	P O BOX 65068	3/28/2003	86300	$920
GOODMARK FOODS INC	P O BOX 65068	3/28/2003	86300	$9,146
GOODMARK FOODS INC	P O BOX 65068	3/6/2003	74497	$19,406
GOODMARK FOODS INC	P O BOX 65068	3/28/2003	86300	$6,591
GOODMARK FOODS INC	P O BOX 65068	3/6/2003	74497	$3,870
GOODMARK FOODS INC	P O BOX 65068	3/7/2003	74944	$3,352
GOODMARK FOODS INC	P O BOX 65068	1/27/2003	60567	$3,215
GOODMARK FOODS INC	P O BOX 65068	1/20/2003	58013	$3,117
GOODMARK FOODS INC	P O BOX 65068	1/27/2003	60567	$3,306
GOODMARK FOODS INC	P O BOX 65068	1/30/2003	62050	$6,305
GOODMARK FOODS INC	P O BOX 65068	3/12/2003	76923	$4,745
GOODMARK FOODS INC	P O BOX 65068	1/20/2003	58013	$5,708
GOODMARK FOODS INC	P O BOX 65068	1/20/2003	58013	$13,712
GOODMARK FOODS INC	P O BOX 65068	1/9/2003	54702	$4,312
GOODMARK FOODS INC	P O BOX 65068	1/27/2003	60567	$528
GOODMARK FOODS INC	P O BOX 65068	2/11/2003	66027	$10,730
GOODMARK FOODS INC	P O BOX 65068	1/27/2003	60567	$7,271
GOODMARK FOODS INC	P O BOX 65068	2/11/2003	66027	$2,272
GOODMARK FOODS INC	P O BOX 65068	1/20/2003	58013	$6,706
GOODMARK FOODS INC	P O BOX 65068	1/20/2003	58013	$8,192
GOODMARK FOODS INC	P O BOX 65068	1/20/2003	58013	$1,024
GOODMARK FOODS INC	P O BOX 65068	1/20/2003	58013	$551
GOODMARK FOODS INC	P O BOX 65068	1/27/2003	60567	$2,565
GOODMARK FOODS INC	P O BOX 65068	1/20/2003	58013	$11,473
GOODMARK FOODS INC	P O BOX 65068	1/20/2003	58013	$2,635
GOODMARK FOODS INC	P O BOX 65068	1/20/2003	58013	$11,251
GOODMARK FOODS INC	P O BOX 65068	1/20/2003	58013	$898
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/31/2003	25762548	$996
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	2/10/2003	25772807	$182
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/7/2003	23530309	$2,004
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	2/24/2003	23552741	$383
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	3/31/2003	23575313	$34
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	3/25/2003	23560790	$94
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	2/11/2003	25778200	$252
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	2/10/2003	25773455	$1,163
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	2/10/2003	25772075	$571
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/31/2003	25769552	$721
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	3/6/2003	23557425	$173
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/31/2003	25765338	$1,687
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	3/6/2003	25791598	$185
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/29/2003	25761016	$1,741
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/28/2003	25770714	$318
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/9/2003	25755025	$204
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/17/2003	25758639	$226

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	3/25/2003	23562319	$4,527
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	3/25/2003	23567776	$29
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	3/28/2003	23569182	$5,692
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	3/25/2003	23571828	$133
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/31/2003	25768006	$155
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/7/2003	23528146	$2,964
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	3/5/2003	23556683	$142
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	3/3/2003	23554800	$197
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/7/2003	23529287	$948
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/16/2003	23530870	$111
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/28/2003	23532031	$1,936
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/30/2003	23538226	$4,762
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/28/2003	23533052	$135
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/30/2003	23534234	$4,698
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	1/30/2003	23536104	$3,703
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	2/11/2003	23539991	$557
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	2/10/2003	23540731	$434
GOODNER <GEORGE	ATT:ACCOUNTING DEPARTMENT P.O.BOX 5447 MARYVILLE,	2/10/2003	23544221	$247
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	3/28/2003	23574839	$1,499
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	2/10/2003	25781768	$1,204
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	1/10/2003	23538742	$3,003
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	3/25/2003	23568071	$1,440
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	3/17/2003	23566315	$1,311
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	2/24/2003	25787811	$808
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	3/5/2003	23557158	$1,939
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	1/22/2003	25773819	$1,350
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	2/24/2003	23553477	$966
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	3/12/2003	23562055	$1,338
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	3/3/2003	23555443	$1,482
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	2/19/2003	25784749	$945
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	2/3/2003	25778627	$2,192
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	1/28/2003	25775646	$2,019
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	3/3/2003	25790812	$1,732
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	1/15/2003	25771025	$294
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	1/2/2003	25764918	$1,413
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	3/31/2003	23576242	$989
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	2/19/2003	25785970	$235
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	2/3/2003	23547064	$1,355
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	1/30/2003	25776201	$695
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	2/21/2003	23551286	$912
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	1/28/2003	23542692	$488
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	1/17/2003	23540496	$1,188
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	3/10/2003	23560336	$1,107
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	3/26/2003	23573221	$1,309
GOODNESS GREENESS	135 SOUTH LASALLE DEPT 3586 CHICAGO, IL 60674	2/14/2003	23549267	$811

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOODWEST INDUSTRIES	2492 SCHUYLKILL RD	2/3/2003	63173	$9,763
GOODWEST INDUSTRIES	2492 SCHUYLKILL RD	2/18/2003	68778	$7,010
GOODWEST INDUSTRIES	2492 SCHUYLKILL RD	3/21/2003	83005	$4,015
GOODWEST INDUSTRIES	2492 SCHUYLKILL RD	2/19/2003	69064	$5,262
GOODWEST INDUSTRIES	2492 SCHUYLKILL RD	1/27/2003	60604	$2,890
GOODWEST INDUSTRIES	2492 SCHUYLKILL RD	1/20/2003	58029	$6,752
GOODWEST INDUSTRIES	2492 SCHUYLKILL RD	1/6/2003	53551	$5,262
GOODWEST INDUSTRIES	2492 SCHUYLKILL RD	3/24/2003	83551	$4,501
GOODWEST INDUSTRIES	2492 SCHUYLKILL RD	3/7/2003	74974	$4,380
GOODWEST INDUSTRIES	2492 SCHUYLKILL RD	3/4/2003	73543	$5,262
GOODY PRODUCTS, INC.	PO BOX 75173 CHICAGO, IL 60675	2/18/2003	25784126	$1,726
GOODY PRODUCTS, INC.	PO BOX 75173 CHICAGO, IL 60675	1/30/2003	25775668	$43,437
GOODY PRODUCTS, INC.	PO BOX 75173 CHICAGO, IL 60675	2/14/2003	25783696	$7,347
GOODY PRODUCTS, INC.	PO BOX 75173 CHICAGO, IL 60675	2/12/2003	25783097	$57,290
GOODY PRODUCTS, INC.	PO BOX 75173 CHICAGO, IL 60675	2/10/2003	25781787	$43,946
GOODY PRODUCTS, INC.	PO BOX 75173 CHICAGO, IL 60675	2/5/2003	25780026	$23,070
GOODY PRODUCTS, INC.	PO BOX 75173 CHICAGO, IL 60675	3/17/2003	23566381	$30,337
GOODY PRODUCTS, INC.	PO BOX 75173 CHICAGO, IL 60675	3/18/2003	23567540	$17,652
GOODY PRODUCTS, INC.	PO BOX 75173 CHICAGO, IL 60675	3/24/2003	23571396	$1,441
GOODY PRODUCTS, INC.	PO BOX 75173 CHICAGO, IL 60675	2/3/2003	25777568	$7,948
GOODY PRODUCTS, INC.	PO BOX 75173 CHICAGO, IL 60675	2/10/2003	25780608	$189,873
GOODY PRODUCTS, INC.	PO BOX 75173 CHICAGO, IL 60675	2/3/2003	25778648	$6,578
GOODYEAR TIRE & RUBBER CO.	REFERENCE #00203002 P.O. BOX 277348 ATLANTA, GA 3	3/25/2003	23568968	$344
GOODYEAR TIRE & RUBBER CO.	REFERENCE #00203002 P.O. BOX 277348 ATLANTA, GA 3	3/13/2003	23562829	$307
GOODYEAR TIRE & RUBBER CO.	REFERENCE #00203002 P.O. BOX 277348 ATLANTA, GA 3	3/3/2003	23555589	$2,384
GOODYEAR TIRE & RUBBER CO.	REFERENCE #00203002 P.O. BOX 277348 ATLANTA, GA 3	3/10/2003	23560558	$404
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/6/2003	1000005069	$160
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/6/2003	1000004773	$40
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/9/2003	1000003986	$80
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/28/2003	1000006907	$80
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/31/2003	1000010135	$40
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/17/2003	1000008700	$40
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/24/2003	1000011020	$40
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/17/2003	1000008235	$40
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/31/2003	1000009595	$40
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/20/2003	1000006552	$40
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/6/2003	1000005253	$80
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/24/2003	1000004551	$80
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/9/2003	1000003779	$40
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/9/2003	1000003380	$160
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/6/2003	1000003134	$40
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/28/2003	1000007426	$80
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/31/2003	1000010495	$80
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/17/2003	1000008010	$80
GORDON CLUFF	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/20/2003	1000006092	$160

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GORDON JENSEN TRUCKING CO	1357 MILNE LANE MIDVALE, UT 84047	2/13/2003	25781861	$546
GORDON JENSEN TRUCKING CO	1357 MILNE LANE MIDVALE, UT 84047	3/13/2003	23562845	$36
GORDON JENSEN TRUCKING CO	1357 MILNE LANE MIDVALE, UT 84047	3/22/2003	25790903	$133
GORDON JENSEN TRUCKING CO	1357 MILNE LANE MIDVALE, UT 84047	3/22/2003	25789841	$582
GORDON PARRIE	255 OOSTA RD ZWOLLE, LA 71486	3/19/2003	3041302	$160
GORDON PARRIE	255 OOSTA RD ZWOLLE, LA 71486	1/16/2003	1000004338	$73
GORDON PARRIE	255 OOSTA RD ZWOLLE, LA 71486	1/31/2003	1000003856	$87
GORDON PARRIE	255 OOSTA RD ZWOLLE, LA 71486	1/29/2003	1000004690	$147
GORDON PARRIE	255 OOSTA RD ZWOLLE, LA 71486	2/13/2003	1000005172	$73
GORDON PARRIE	255 OOSTA RD ZWOLLE, LA 71486	3/19/2003	3041279	$73
GORDON PARRIE	255 OOSTA RD ZWOLLE, LA 71486	2/13/2003	1000005054	$73
GORDON PARRIE	255 OOSTA RD ZWOLLE, LA 71486	2/13/2003	1000005363	$147
GORDON SALES CO	108 ASSOCIATED RD S SAN FRANCISCO, CA 94080	2/3/2003	23545320	$1,293
GORDON SALES CO	108 ASSOCIATED RD S SAN FRANCISCO, CA 94080	3/24/2003	23566823	$1,629
GORDON TRUCKING	PO BOX 11626 TACOMA, WA 98411	1/15/2003	25769601	$1,150
GORDON TRUCKING	PO BOX 11626 TACOMA, WA 98411	3/28/2003	23574247	$1,201
GORDON TRUCKING	PO BOX 11626 TACOMA, WA 98411	1/29/2003	25774079	$1,150
GORDON TRUCKING	PO BOX 11626 TACOMA, WA 98411	2/13/2003	25782611	$1,184
GORDON TRUCKING	PO BOX 11626 TACOMA, WA 98411	2/25/2003	25788661	$1,184
GORDON TRUCKING	PO BOX 11626 TACOMA, WA 98411	2/24/2003	25787462	$1,184
GORDON TRUCKING	PO BOX 11626 TACOMA, WA 98411	1/17/2003	25771262	$1,150
GORDON TRUCKING	PO BOX 11626 TACOMA, WA 98411	3/12/2003	23561557	$1,184
GORDON TRUCKING	PO BOX 11626 TACOMA, WA 98411	1/21/2003	25771640	$1,150
GORDON TRUCKING	PO BOX 11626 TACOMA, WA 98411	2/14/2003	25783356	$1,150
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	3/24/2003	23570267	$4,203
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	3/17/2003	23565056	$427
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	3/26/2003	23572690	$4,570
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	2/5/2003	25779478	$2,859
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	1/27/2003	25775162	$3,552
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	1/13/2003	25769535	$917
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	3/25/2003	23569176	$2,960
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	2/11/2003	25782555	$6,994
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	3/13/2003	23562309	$1,379
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	2/24/2003	23552723	$4,456
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	1/10/2003	23538212	$427
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	1/24/2003	23541785	$911
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	3/3/2003	25790357	$1,972
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	1/7/2003	25766949	$1,281
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	3/5/2003	25791587	$2,286
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	2/24/2003	25788007	$192
GORE & ASSOC INC <W L	BOX 751334 CHARLOTTE, NC 28275	1/8/2003	23536090	$2,966
GORE'S IGA	2860 LOAN OAK ROAD PADUCAH, KY 42001	1/13/2003	2067828	$4,432
GORMAN'S CORPORATE OFFICE	9265 SOUTH REDWOOD RD SUITE A WEST JORDAN, UT 840	3/19/2003	1000008701	$1,291
GORMAN'S MARKET	51 SOUTH SPRUCE STREET BLACKFOOT, ID 83221	2/3/2003	1000004612	$400
GORMAN'S MARKET	51 SOUTH SPRUCE STREET BLACKFOOT, ID 83221	2/3/2003	1000003629	$626

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GORMAN'S MARKET	51 SOUTH SPRUCE STREET BLACKFOOT, ID 83221	3/24/2003	1000009353	$462
GORMAN'S MARKET	1689 SOUTH 7TH STREET ELY, NV 89301	2/27/2003	3018071	$712
GORMAN'S MARKET	1689 SOUTH 7TH STREET ELY, NV 89301	1/6/2003	1000003780	$63
GORMAN'S MARKET	1689 SOUTH 7TH STREET ELY, NV 89301	1/16/2003	1000004267	$57
GORMAN'S MARKET	1689 SOUTH 7TH STREET ELY, NV 89301	2/24/2003	1000006553	$61
GORMAN'S MARKET	1689 SOUTH 7TH STREET ELY, NV 89301	3/13/2003	1000007767	$67
GORMAN'S MARKET	51 SOUTH SPRUCE STREET BLACKFOOT, ID 83221	1/2/2003	3017565	$162
GORMAN'S MARKET	51 SOUTH SPRUCE STREET BLACKFOOT, ID 83221	2/27/2003	3018070	$220
GORMAN'S MARKET	51 SOUTH SPRUCE STREET BLACKFOOT, ID 83221	3/24/2003	1000008575	$470
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	2/24/2003	25787115	$10,179
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	3/28/2003	23571039	$54,339
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	1/13/2003	25769322	$8,454
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	3/31/2003	23576016	$125,805
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	1/6/2003	25766377	$13,591
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	3/28/2003	23574680	$7,137
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	1/10/2003	25768900	$19,274
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	3/10/2003	23560075	$103,522
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	2/18/2003	25783588	$30,512
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	3/11/2003	25792676	$39,382
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	2/10/2003	25780520	$15,198
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	1/7/2003	25767443	$8,731
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	2/10/2003	23547872	$60,213
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	3/24/2003	23567317	$77,122
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	3/5/2003	23557028	$89,893
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	2/26/2003	23554197	$46,100
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	2/19/2003	23552159	$110,189
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	2/21/2003	25786487	$33,567
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	2/19/2003	23550337	$20,215
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	2/28/2003	25789644	$51,496
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	2/3/2003	23545708	$5,384
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	3/12/2003	23561907	$12,259
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	1/13/2003	23539470	$14,913
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	2/4/2003	23545873	$5,560
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	2/19/2003	23549996	$219
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	3/14/2003	23564476	$80,907
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	3/17/2003	23566037	$37,577
GORTON'S	PO BOX 101483 ATLANTA, GA 30392	1/28/2003	23543547	$40,230
GOSSNER FOODS	PO BOX 3247 LOGAN, UT 84321	3/4/2003	23556106	$44,739
GOSSNER FOODS	PO BOX 3247 LOGAN, UT 84321	3/5/2003	23556908	$112,383
GOSSNER FOODS	PO BOX 3247 LOGAN, UT 84321	3/31/2003	23575771	$34,340
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	3/14/2003	23564822	$2,411
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	2/5/2003	25778784	$10,610
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	1/31/2003	25775784	$14,579
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	1/23/2003	25772715	$18,019
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	1/16/2003	25771160	$4,248

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	2/19/2003	25784876	$12,902
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	1/13/2003	25768630	$15,092
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	3/10/2003	23560669	$11,239
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	3/24/2003	23571681	$773
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	3/31/2003	23576528	$160
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	3/3/2003	23555662	$10,134
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	2/24/2003	23553721	$9,179
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	2/17/2003	23551515	$10,206
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	1/2/2003	23535106	$12,016
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	3/25/2003	23566643	$10,100
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	3/28/2003	23575074	$3,469
GOURMET AWARD FDS GREAT LAKES	DBA MBC FOODS DEPT CH 10003 PALATINE, IL 60055	2/6/2003	25780169	$7,444
GOURMET AWARD FOODS	DEPARTMENT #LA 21024 PASADENA, CA 91185	1/27/2003	23541714	$3,974
GOURMET AWARD FOODS	DEPARTMENT #LA 21024 PASADENA, CA 91185	3/13/2003	23562276	$1,953
GOURMET AWARD FOODS MIDWEST	DEPT CH 10407 PALATINE, IL 60055	3/25/2003	23565880	$638
GOURMET AWARD FOODS MIDWEST	DEPT CH 10407 PALATINE, IL 60055	2/10/2003	25781003	$616
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	1/27/2003	25775290	$236
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	3/24/2003	23566937	$1,403
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	3/5/2003	25791700	$909
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	3/11/2003	23560903	$310
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	3/31/2003	23575530	$488
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	1/7/2003	25768114	$628
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	3/5/2003	23556800	$641
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	2/3/2003	25777810	$759
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	2/24/2003	25786865	$950
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	3/3/2003	25789982	$902
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	3/3/2003	23554948	$452
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	1/21/2003	23540104	$343
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	3/25/2003	23571953	$2,016
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	3/12/2003	23561633	$1,653
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	3/28/2003	23570498	$3,099
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	2/7/2003	23546500	$459
GOURMET AWARD SOUTHWEST	DEPT.0727 P.O.BOX 120001 DALLAS, TX 75312	3/17/2003	23565334	$1,264
GOURMET CHEESECAKE SHOP	1329 S. 70TH STREET WEST ALLIS, WI 53214	3/26/2003	23568172	$499
GOURMET CHEESECAKE SHOP	1329 S. 70TH STREET WEST ALLIS, WI 53214	3/7/2003	25787931	$90
GOURMET CHEESECAKE SHOP	1329 S. 70TH STREET WEST ALLIS, WI 53214	3/7/2003	25790939	$187
GOURMET CHEESECAKE SHOP	1329 S. 70TH STREET WEST ALLIS, WI 53214	2/18/2003	25781893	$171
GOURMET CHEESECAKE SHOP	1329 S. 70TH STREET WEST ALLIS, WI 53214	2/6/2003	25775776	$120
GOURMET CHEESECAKE SHOP	1329 S. 70TH STREET WEST ALLIS, WI 53214	1/23/2003	25771153	$137
GOURMET CHEESECAKE SHOP	1329 S. 70TH STREET WEST ALLIS, WI 53214	3/5/2003	23557330	$323
GOURMET CHEESECAKE SHOP	1329 S. 70TH STREET WEST ALLIS, WI 53214	2/6/2003	25778776	$35
GOURMET CHEESECAKE SHOP	1329 S. 70TH STREET WEST ALLIS, WI 53214	1/2/2003	23535094	$298
GOURMET CHEESECAKE SHOP	1329 S. 70TH STREET WEST ALLIS, WI 53214	1/21/2003	25768622	$364
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	3/4/2003	25791776	$5,269
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	3/11/2003	23560965	$3,377

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	3/14/2003	23564277	$3,640
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	3/17/2003	23565508	$4,824
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	3/28/2003	23574431	$9,870
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	3/31/2003	23575667	$21,467
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	3/10/2003	23559707	$2,969
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	2/3/2003	23545418	$2,394
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	1/6/2003	23536336	$2,704
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	2/25/2003	23553891	$3,859
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	1/6/2003	23537255	$3,672
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	1/17/2003	23540175	$25,085
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	1/27/2003	23542132	$7,560
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	2/7/2003	23546612	$23,994
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	2/25/2003	25788813	$11,249
GOURMET EXPRESS	P.O.BOX 847414 DALLAS, TX 75284	2/14/2003	23548797	$8,764
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	1/29/2003	23542892	$17,663
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	2/19/2003	23549849	$3,191
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	1/13/2003	23538861	$8,400
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	1/6/2003	25765123	$5,507
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	2/5/2003	23545125	$6,267
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	3/28/2003	23568972	$3,136
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	2/19/2003	23549425	$5,996
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	2/21/2003	23552037	$1,980
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	3/26/2003	23568128	$3,604
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	3/7/2003	23559007	$14,124
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	3/28/2003	23569986	$3,999
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	3/26/2003	23567655	$16,628
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	3/24/2003	23571560	$5,120
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	2/25/2003	23554088	$1,797
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	3/26/2003	23564732	$9,892
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	2/10/2003	25778715	$3,960
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	3/26/2003	23573345	$2,262
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	2/26/2003	25787881	$5,475
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	2/12/2003	23547219	$1,177
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	2/20/2003	25786046	$5,450
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	1/30/2003	25776255	$5,174
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	3/28/2003	23574992	$4,294
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	3/25/2003	23572511	$194
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	1/27/2003	25773881	$15,605
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	1/6/2003	25765889	$5,461
GOURMET FOODS INT. INC.	4859 PEMBROKE RD HOLLYWOOD, FL 33021	1/30/2003	25775738	$1,128
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	3/6/2003	23557638	$7,632
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	3/10/2003	23559893	$25,634
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	1/28/2003	25775451	$1,760
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	3/26/2003	23569521	$7,278
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/3/2003	23544628	$5,760

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/3/2003	23545460	$3,450
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/17/2003	23550991	$67,975
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/18/2003	23551794	$1,344
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/25/2003	23553939	$2,400
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	3/28/2003	23574551	$13,816
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	3/31/2003	23575843	$6,821
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/25/2003	25788930	$6,116
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	1/14/2003	25767313	$9,240
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	1/14/2003	25769797	$3,300
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	1/23/2003	25772338	$5,836
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/24/2003	23553164	$27,358
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	1/14/2003	25770383	$3,807
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	1/13/2003	23539147	$6,903
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/25/2003	25788200	$6,192
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	3/24/2003	23567172	$2,000
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	3/11/2003	25791181	$1,800
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	3/5/2003	25791875	$9,354
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	3/13/2003	23562554	$12,168
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	1/28/2003	23543222	$20,088
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/19/2003	25785793	$1,520
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	1/22/2003	23540268	$7,665
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	3/12/2003	23561801	$8,752
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	3/17/2003	23565782	$28,577
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	3/3/2003	23555175	$62,092
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/25/2003	25787658	$540
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	1/13/2003	23538528	$6,908
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/18/2003	23548947	$23,818
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	1/6/2003	23536464	$2,640
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	3/28/2003	23570817	$16,043
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	1/28/2003	23542301	$13,760
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/11/2003	25782174	$14
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/5/2003	25779776	$5,261
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	1/29/2003	25776726	$2,170
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	1/29/2003	25776045	$2,160
GOURMET TRADING COMPANY	PO BOX 88432 LOS ANGELES, CA 90009	2/18/2003	25782848	$1,250
GOWANDA JUBILEE #9247	10 BUFFALO ST. GOWANDA, NY 14070	3/26/2003	4069372	$828
GOWANDA JUBILEE #9247	10 BUFFALO ST. GOWANDA, NY 14070	3/25/2003	4070028	$581
GOWANDA JUBILEE #9247	10 BUFFALO ST. GOWANDA, NY 14070	2/19/2003	4068736	$820
GOWANDA JUBILEE #9247	10 BUFFALO ST. GOWANDA, NY 14070	3/27/2003	4044559	$48
GOWANDA JUBILEE #9247	10 BUFFALO ST. GOWANDA, NY 14070	3/27/2003	4044560	$172
GOWANDA JUBILEE #9247	10 BUFFALO ST. GOWANDA, NY 14070	1/15/2003	4068034	$793
GOWANDA JUBILEE #9247	10 BUFFALO ST. GOWANDA, NY 14070	2/26/2003	4044301	$364
GOWANDA JUBILEE #9247	10 BUFFALO ST. GOWANDA, NY 14070	1/2/2003	4042872	$385
GOWANDA JUBILEE #9247	10 BUFFALO ST. GOWANDA, NY 14070	2/14/2003	4044092	$197
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	2/4/2003	23544605	$52,889

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	1/13/2003	25769259	$58,577
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	1/29/2003	23542272	$1,611
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	3/28/2003	23570782	$22,387
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	2/20/2003	23548916	$43,055
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	3/5/2003	23556931	$24,583
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	2/24/2003	23553136	$37,473
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	2/4/2003	25778416	$517
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	2/17/2003	23550964	$1,066
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	3/10/2003	23559855	$592
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	2/5/2003	25779005	$6,893
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	3/6/2003	25790607	$51,036
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	2/24/2003	25785779	$704
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	2/24/2003	25785130	$28,989
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	2/10/2003	25780974	$46,651
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	3/27/2003	23569500	$8,107
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	1/24/2003	25773637	$36,703
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	1/21/2003	25772321	$17,832
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	1/21/2003	25771743	$27,747
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	1/9/2003	25767298	$33,217
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	2/18/2003	25781549	$319
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	3/31/2003	23575807	$46,808
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	3/11/2003	23561035	$56,199
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	3/12/2003	23561781	$3,219
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	1/13/2003	23538507	$837
GOYA	P O BOX 7247-7248 PHILADELPHIA, PA 19170	3/3/2003	23555143	$132
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	2/13/2003	25781632	$1,659
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	3/12/2003	25792653	$20
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	2/24/2003	25786462	$404
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	1/27/2003	25774352	$73
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	3/31/2003	23575965	$576
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	3/24/2003	23565963	$347
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	3/24/2003	23570973	$1,764
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	1/2/2003	25761471	$351
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	1/8/2003	25767411	$330
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	1/24/2003	25773701	$685
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	2/18/2003	25783562	$625
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	2/3/2003	25777434	$865
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	3/3/2003	25789612	$1,230
GOYA FOODS GREAT LAKES	ANGOLA DISTRIBUTION CENTER PO BOX 152 ANGOLA, NY	3/26/2003	23569614	$444
GOYA FOODS INC	1001 BRYN MAWR BENSENVILLE, IL 60106	3/28/2003	23575071	$1,058
GOYA FOODS INC	1001 BRYN MAWR BENSENVILLE, IL 60106	1/10/2003	25768623	$835
GOYA FOODS INC	1001 BRYN MAWR BENSENVILLE, IL 60106	3/26/2003	23568173	$1,542
GOYA FOODS INC	1001 BRYN MAWR BENSENVILLE, IL 60106	1/2/2003	25761828	$1,555
GOYA FOODS INC	1001 BRYN MAWR BENSENVILLE, IL 60106	3/5/2003	25790940	$1,980
GOYA FOODS INC	1001 BRYN MAWR BENSENVILLE, IL 60106	1/30/2003	25775777	$788

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GOYA FOODS INC	1001 BRYN MAWR BENSENVILLE, IL 60106	1/21/2003	25771958	$4,736
GOYA FOODS INC	1001 BRYN MAWR BENSENVILLE, IL 60106	2/26/2003	25788474	$1,679
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	3/26/2003	23565730	$13,447
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	3/24/2003	23570783	$1,065
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	3/7/2003	25790608	$6,424
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	3/31/2003	23575809	$16,210
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	2/19/2003	25785131	$22,140
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	3/12/2003	23561782	$15,436
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	1/30/2003	25776031	$16,838
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	3/4/2003	23556127	$3,309
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	2/24/2003	23553137	$33,685
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	2/11/2003	23549692	$3,597
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	1/23/2003	23540838	$2,257
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	1/23/2003	23540247	$3,567
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	3/6/2003	23557624	$11,595
GOYA FOODS OF CALIFORNIA	15320 SALT LAKE AVENUE CITY OF INDUSTRY, CA 9174	3/26/2003	23572957	$8,207
GOYA FOODS OF FLORIDA INC	PO BOX 226110 MIAMI, FL 33122	2/13/2003	25782822	$774
GOYA FOODS, INC.	10460 WESTPARK HOUSTON, TX 77042	2/24/2003	25786280	$18,876
GOYA FOODS, INC.	10460 WESTPARK HOUSTON, TX 77042	1/16/2003	25770294	$9,689
GOYA FOODS, INC.	10460 WESTPARK HOUSTON, TX 77042	3/24/2003	23566898	$99
GOYA FOODS, INC.	10460 WESTPARK HOUSTON, TX 77042	3/31/2003	23575456	$10,775
GOYA FOODS, INC.	10460 WESTPARK HOUSTON, TX 77042	3/7/2003	23558261	$9,324
GOYA FOODS, INC.	10460 WESTPARK HOUSTON, TX 77042	2/18/2003	25783378	$8,163
GOYA FOODS, INC.	10460 WESTPARK HOUSTON, TX 77042	3/24/2003	23570421	$8,783
GOYA FOODS, INC.	10460 WESTPARK HOUSTON, TX 77042	1/21/2003	25771281	$9,960
GRABBER	P O BOX 27561	1/13/2003	55694	$4,544
GRABBER	P O BOX 27561	1/2/2003	52424	$866
GRABEEL'S OF PENNINGTON	140 E. MORGAN ST PENNINGTON GAP, VA 24277	2/27/2003	4044663	$51
GRABEEL'S OF PENNINGTON	140 E. MORGAN ST PENNINGTON GAP, VA 24277	1/16/2003	3040409	$432
GRABEEL'S OF PENNINGTON	140 E. MORGAN ST PENNINGTON GAP, VA 24277	1/3/2003	3039569	$904
GRABEEL'S OF PENNINGTON	140 E. MORGAN ST PENNINGTON GAP, VA 24277	1/22/2003	2068017	$186
GRABEEL'S OF PENNINGTON	140 E. MORGAN ST PENNINGTON GAP, VA 24277	2/19/2003	1000006296	$188
GRABEEL'S OF PENNINGTON	140 E. MORGAN ST PENNINGTON GAP, VA 24277	3/17/2003	1000008802	$138
GRABEEL'S OF ROSE HILL	RT 1 MAIN ST ROSE HILL, VA 24281	1/3/2003	3039570	$808
GRABEEL'S OF ROSE HILL	RT 1 MAIN ST ROSE HILL, VA 24281	1/21/2003	3040410	$270
GRABELLS-JONESVILLE	HWY #58 PO BOX 416 JONESVILLE, VA 24263	3/17/2003	1000008803	$429
GRABELLS-JONESVILLE	HWY #58 PO BOX 416 JONESVILLE, VA 24263	1/3/2003	2067515	$1,291
GRABELLS-JONESVILLE	HWY #58 PO BOX 416 JONESVILLE, VA 24263	1/24/2003	2068018	$424
GRABELLS-JONESVILLE	HWY #58 PO BOX 416 JONESVILLE, VA 24263	2/28/2003	4044664	$227
GRABELLS-JONESVILLE	HWY #58 PO BOX 416 JONESVILLE, VA 24263	2/20/2003	1000006297	$521
GRABELLS-ROSE HILL	RT. 1 MAIN ST ROSE HILL, VA 24281	3/18/2003	1000008804	$268
GRABELLS-ROSE HILL	RT. 1 MAIN ST ROSE HILL, VA 24281	2/28/2003	4044665	$106
GRABELLS-ROSE HILL	RT. 1 MAIN ST ROSE HILL, VA 24281	1/3/2003	2067516	$698
GRABELLS-ROSE HILL	RT. 1 MAIN ST ROSE HILL, VA 24281	2/19/2003	1000006298	$337
GRABELLS-ROSE HILL	RT. 1 MAIN ST ROSE HILL, VA 24281	1/24/2003	2068019	$348

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GRACE BAKING COMPANY	3200 G REGATTA BLVD RICHMOND, CA 94804	3/6/2003	23557596	$3,624
GRACE BAKING COMPANY	3200 G REGATTA BLVD RICHMOND, CA 94804	2/5/2003	23547837	$607
GRACE BAKING COMPANY	3200 G REGATTA BLVD RICHMOND, CA 94804	2/3/2003	23546683	$1,123
GRACE BAKING COMPANY	3200 G REGATTA BLVD RICHMOND, CA 94804	2/12/2003	23549961	$2,052
GRACE BAKING COMPANY	3200 G REGATTA BLVD RICHMOND, CA 94804	3/25/2003	23561011	$1,200
GRACE BAKING COMPANY	3200 G REGATTA BLVD RICHMOND, CA 94804	3/26/2003	23572924	$1,344
GRACE BAKING COMPANY	3200 G REGATTA BLVD RICHMOND, CA 94804	3/28/2003	23574492	$1
GRACE BAKING COMPANY	3200 G REGATTA BLVD RICHMOND, CA 94804	3/19/2003	23567915	$3,642
GRACEWAY TRADING SHOW	PO BOX 368 LEEWARD HWY PROVIDENCIALS TURK, CA 999	1/8/2003	3040248	$5,499
GRADY MURPHY	PO BOX 448 GOODLETTSVILLE, TN 37070	3/17/2003	1000009504	$360
GRADY MURPHY	PO BOX 448 GOODLETTSVILLE, TN 37070	2/25/2003	1000005294	$382
GRADY MURPHY	PO BOX 448 GOODLETTSVILLE, TN 37070	3/3/2003	1000007804	$172
GRADY MURPHY	PO BOX 448 GOODLETTSVILLE, TN 37070	3/3/2003	1000006854	$115
GRADY MURPHY	PO BOX 448 GOODLETTSVILLE, TN 37070	2/25/2003	1000005857	$321
GRADY MURPHY	PO BOX 448 GOODLETTSVILLE, TN 37070	2/3/2003	2068277	$142
GRADY MURPHY	PO BOX 448 GOODLETTSVILLE, TN 37070	1/2/2003	2067738	$162
GRADY MURPHY	PO BOX 448 GOODLETTSVILLE, TN 37070	3/31/2003	1000008504	$55
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	3/7/2003	23558883	$45,918
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	3/3/2003	23555482	$70,945
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	3/24/2003	23571379	$44,213
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	2/12/2003	23547104	$22,982
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	2/24/2003	25787224	$25,672
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	2/3/2003	23545006	$44,850
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	1/29/2003	23542740	$162,080
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	1/13/2003	23538774	$122,692
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	3/31/2003	23576287	$51,385
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	1/6/2003	23536811	$33,485
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	1/8/2003	25767610	$53,968
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	3/10/2003	23560382	$70,984
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	2/18/2003	23549304	$21,384
GRAF CREAMERY	N4051 CREAMERY ST. P.O.BOX 49 ZACHOW, WI 54182	3/18/2003	23567528	$29,082
GRAF, BILL	231 DRAKE STREET	1/22/2003	58797	$232
GRAF, BILL	231 DRAKE STREET	1/22/2003	58797	$220
GRAF, BILL	231 DRAKE STREET	1/22/2003	58797	$162
GRAF, BILL	231 DRAKE STREET	3/26/2003	85423	$215
GRAF, BILL	231 DRAKE STREET	1/3/2003	53047	$77
GRAF, BILL	231 DRAKE STREET	2/7/2003	65128	$228
GRAF, BILL	231 DRAKE STREET	1/28/2003	61083	$238
GRAF, BILL	231 DRAKE STREET	3/19/2003	81306	$340
GRAF, BILL	231 DRAKE STREET	2/20/2003	69686	$289
GRAF, BILL	231 DRAKE STREET	2/27/2003	72089	$187
GRAF, BILL	231 DRAKE STREET	2/13/2003	67269	$192
GRAF, BILL	231 DRAKE STREET	3/7/2003	75086	$266
GRAF, BILL	231 DRAKE STREET	3/14/2003	78747	$196
GRAHAM	P O BOX 411664 KANSAS CITY, MO 64141	3/7/2003	25792852	$114

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GRAHAM	P O BOX 411664 KANSAS CITY, MO 64141	1/21/2003	25771171	$5,201
GRAHAM	P O BOX 411664 KANSAS CITY, MO 64141	3/5/2003	23557350	$195
GRAHAM	P O BOX 411664 KANSAS CITY, MO 64141	1/21/2003	25772727	$2,010
GRAHAM	P O BOX 411664 KANSAS CITY, MO 64141	1/21/2003	25773334	$48
GRAHAM	P O BOX 411664 KANSAS CITY, MO 64141	2/24/2003	25787324	$51
GRAHAM	P O BOX 411664 KANSAS CITY, MO 64141	2/24/2003	25787951	$961
GRAHAM	P O BOX 411664 KANSAS CITY, MO 64141	1/8/2003	25768636	$94
GRAHAM TIRE CO.	2121 CORNHUSKER HWY. LINCOLN, NE 68521	1/27/2003	23541600	$90
GRAHAM TIRE CO.	2121 CORNHUSKER HWY. LINCOLN, NE 68521	1/27/2003	23541230	$157
GRAHAM TIRE CO.	2121 CORNHUSKER HWY. LINCOLN, NE 68521	1/17/2003	23540669	$415
GRAHAM TIRE CO.	2121 CORNHUSKER HWY. LINCOLN, NE 68521	1/13/2003	23538926	$287
GRAHAM TIRE CO.	2121 CORNHUSKER HWY. LINCOLN, NE 68521	1/27/2003	23542990	$25
GRAINER <W.W.	DEPT 592-851985911 PALATINE, IL 60038	3/18/2003	23567391	$2,843
GRAINGER <W.W.	DEPT 637-808973812 PALATINE, IL 60038	3/13/2003	23562662	$135
GRAINGER <W.W.	PO BOX 419267 DEPT 592-823614458 KANSAS CITY, MO	2/20/2003	25786522	$150
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	1/6/2003	25766401	$247
GRAINGER <W.W.	DEPT 637-808973812 PALATINE, IL 60038	2/18/2003	25785235	$29
GRAINGER <W.W.	PO BOX 419267 DEPT 592-823614458 KANSAS CITY, MO	1/6/2003	25766406	$15
GRAINGER <W.W.	DEPT 637-808973812 PALATINE, IL 60038	3/24/2003	23571123	$628
GRAINGER <W.W.	PO BOX 419267 DEPT 592-823614458 KANSAS CITY, MO	1/13/2003	25769942	$80
GRAINGER <W.W.	PO BOX 419267 DEPT 592-823614458 KANSAS CITY, MO	3/31/2003	23576076	$1,055
GRAINGER <W.W.	PO BOX 419267 DEPT 592-823614458 KANSAS CITY, MO	1/27/2003	25776159	$608
GRAINGER <W.W.	PO BOX 419267 DEPT 592-823614458 KANSAS CITY, MO	3/27/2003	23573823	$6
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	3/5/2003	25792044	$708
GRAINGER <W.W.	PO BOX 419267 DEPT 592-854655594 KANSAS CITY, MO	1/15/2003	25770969	$143
GRAINGER <W.W.	PO BOX 419267 DEPT 592-854655594 KANSAS CITY, MO	3/4/2003	25792040	$837
GRAINGER <W.W.	PO BOX 419267 DEPT 592-854655594 KANSAS CITY, MO	2/25/2003	25789065	$445
GRAINGER <W.W.	PO BOX 419267 DEPT 592-854655594 KANSAS CITY, MO	3/24/2003	23571102	$186
GRAINGER <W.W.	PO BOX 419267 DEPT 592-854655594 KANSAS CITY, MO	1/6/2003	23536642	$374
GRAINGER <W.W.	PO BOX 419267 DEPT 592-854655594 KANSAS CITY, MO	3/4/2003	25790717	$31
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	2/3/2003	25778545	$82
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	1/7/2003	25767481	$175
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	2/3/2003	25779108	$1,200
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	3/28/2003	23571107	$5
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	2/18/2003	25785229	$83
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	1/30/2003	25777485	$60
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	1/7/2003	25768405	$123
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	1/13/2003	25770475	$308
GRAINGER <W.W.	PO BOX 419267 DEPT 592-823614458 KANSAS CITY, MO	3/28/2003	23571122	$69
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	3/26/2003	23573101	$149
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	2/18/2003	25785903	$536
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	1/9/2003	25768916	$94
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	2/13/2003	25783614	$123
GRAINGER <W.W.	PO BOX 419267 DEPT 408-816189898 KANSAS CITY, MO	1/13/2003	25769938	$107
GRAINGER <W.W.	DEPT C-PAY-28F PALATINE, IL 60038	3/31/2003	23576045	$371

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GRAINGER <W.W.	DEPT 160-822056297 PALATINE, IL 60038	2/6/2003	25780544	$130
GRAINGER <W.W.	DEPT 160-822056297 PALATINE, IL 60038	3/28/2003	23572272	$3,078
GRAINGER <W.W.	DEPT 160-822056297 PALATINE, IL 60038	3/28/2003	23574709	$428
GRAINGER <W.W.	DEPT 160-822056297 PALATINE, IL 60038	3/3/2003	25790712	$239
GRAINGER <W.W.	DEPT 160-822056297 PALATINE, IL 60038	3/13/2003	23562657	$108
GRAINGER <W.W.	DEPT 160-822056297 PALATINE, IL 60038	3/5/2003	25792036	$222
GRAINGER <W.W.	DEPT C-PAY-28F PALATINE, IL 60038	3/25/2003	23572267	$642
GRAINGER <W.W.	DEPT C-PAY-28F PALATINE, IL 60038	3/4/2003	25792031	$16
GRAINGER <W.W.	DEPT 160-822056297 PALATINE, IL 60038	1/30/2003	25777480	$95
GRAINGER <W.W.	DEPT C-PAY-28F PALATINE, IL 60038	3/24/2003	23566080	$585
GRAINGER <W.W.	DEPT 160-822056297 PALATINE, IL 60038	3/28/2003	23571089	$166
GRAINGER <W.W.	DEPT C-PAY-28F PALATINE, IL 60038	3/13/2003	23562652	$295
GRAINGER <W.W.	DEPT C-PAY-28F PALATINE, IL 60038	3/4/2003	23556286	$245
GRAINGER <W.W.	DEPT 160-822056297 PALATINE, IL 60038	3/25/2003	23568743	$4
GRAINGER <W.W.	DEPT 160-822056297 PALATINE, IL 60038	1/7/2003	23537388	$390
GRAINGER <W.W.	DEPT 160-822056297 PALATINE, IL 60038	2/3/2003	25778540	$43
GRAINGER DEPT 418<W.W.	PO BOX 419267 DEPT 418-804937464 KANSAS CITY, MO	3/4/2003	25792004	$196
GRAINGER DEPT 418<W.W.	PO BOX 419267 DEPT 418-804937464 KANSAS CITY, MO	3/7/2003	23558705	$821
GRAINGER DEPT 418<W.W.	PO BOX 419267 DEPT 418-804937464 KANSAS CITY, MO	1/6/2003	25766381	$971
GRAINGER DEPT 418<W.W.	PO BOX 419267 DEPT 418-804937464 KANSAS CITY, MO	1/30/2003	25777467	$96
GRAINGER DEPT 418<W.W.	PO BOX 419267 DEPT 418-804937464 KANSAS CITY, MO	3/24/2003	23568017	$285
GRAINGER DEPT 418<W.W.	PO BOX 419267 DEPT 418-804937464 KANSAS CITY, MO	3/12/2003	23561911	$35
GRAINGER DEPT 472<W.W.	DEPT 472-806082970 PALATINE, IL 60038	2/17/2003	23551027	$7,799
GRAINGER DEPT 472<W.W.	DEPT 472-806082970 PALATINE, IL 60038	3/24/2003	23565857	$347
GRAINGER DEPT 472<W.W.	DEPT 472-806082970 PALATINE, IL 60038	2/26/2003	25788955	$301
GRAINGER DEPT 472<W.W.	DEPT 472-806082970 PALATINE, IL 60038	3/12/2003	23561828	$417
GRAINGER DEPT 472<W.W.	828772434 PALATINE, IL 60038	3/25/2003	23572254	$93
GRAINGER DEPT 472<W.W.	828772434 PALATINE, IL 60038	1/29/2003	25775549	$487
GRAINGER DEPT 472<W.W.	828772434 PALATINE, IL 60038	1/22/2003	25772452	$63
GRAINGER DEPT 472<W.W.	828772434 PALATINE, IL 60038	1/13/2003	23538634	$8
GRAINGER DEPT 472<W.W.	828772434 PALATINE, IL 60038	1/28/2003	23542486	$376
GRAINGER DEPT 480<W.W.	825920598 PALATINE, IL 60038	2/20/2003	25786047	$1,123
GRAINGER DEPT 480<W.W.	825920598 PALATINE, IL 60038	1/28/2003	23542893	$158
GRAINGER DEPT 480<W.W.	825920598 PALATINE, IL 60038	3/7/2003	23559008	$864
GRAINGER DEPT 480<W.W.	825920598 PALATINE, IL 60038	3/5/2003	25791396	$1,262
GRAINGER DEPT 480<W.W.	825920598 PALATINE, IL 60038	2/10/2003	23547220	$159
GRAINGER DEPT 561<W.W.	822291159 PALATINE, IL 60038	3/24/2003	23565633	$100
GRAINGER DEPT 561<W.W.	822291159 PALATINE, IL 60038	2/24/2003	23553081	$545
GRAINGER DEPT 561<W.W.	822291159 PALATINE, IL 60038	3/4/2003	25791823	$648
GRAINGER DEPT 568<W.W.	DEPT 568-807674122 BOX 419267 KANSAS CITY, MO 6	2/10/2003	25780423	$28
GRAINGER DEPT 568<W.W.	DEPT 568-807674122 BOX 419267 KANSAS CITY, MO 6	2/25/2003	25788167	$683
GRAINGER DEPT 672<W.W.	P O BOX 419267 DEPT 672-809295033 KANSAS CITY, MO	1/22/2003	25773697	$229
GRAINGER DEPT 672<W.W.	P O BOX 419267 DEPT 672-809295033 KANSAS CITY, MO	1/3/2003	25765642	$237
GRAINGER DEPT 672<W.W.	P O BOX 419267 DEPT 672-809295033 KANSAS CITY, MO	3/24/2003	23567261	$15
GRAINGER DEPT 672<W.W.	P O BOX 419267 DEPT 672-809295033 KANSAS CITY, MO	2/19/2003	25785851	$218

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	1/27/2003	25775547	$51
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	1/24/2003	25774393	$311
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	2/10/2003	25781657	$512
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	2/4/2003	25779883	$1,276
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	1/10/2003	25769323	$882
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	1/7/2003	23537379	$361
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	1/6/2003	25766382	$2,997
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	1/30/2003	25777469	$120
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	3/25/2003	23568723	$41
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	3/24/2003	23568018	$363
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	3/14/2003	23564480	$9
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	3/12/2003	23561912	$321
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	1/7/2003	25767450	$94
GRAINGER DEPT 672<W.W.	PO BOX 419267 809283955 KANSAS CITY, MO 64141	2/6/2003	25780527	$1,032
GRAINGER DEPT 696<W.W.	80962310 PO BOX 419267 KANSAS CITY, MO 64141	1/7/2003	25767748	$812
GRAINGER DEPT 852<W.W.	PO BOX 419267 828772053 PALATINE, IL 60038	2/17/2003	23551100	$95
GRAINGER DEPT 852<W.W.	PO BOX 419267 828772053 PALATINE, IL 60038	2/18/2003	25784638	$137
GRAINGER DEPT 852<W.W.	PO BOX 419267 828772053 PALATINE, IL 60038	1/31/2003	23544756	$532
GRAINGER DEPT 852<W.W.	PO BOX 419267 828772053 PALATINE, IL 60038	1/14/2003	25770439	$191
GRAINGER DEPT 852<W.W.	PO BOX 419267 828772053 PALATINE, IL 60038	1/21/2003	23540348	$536
GRAINGER DEPT 852<W.W.	PO BOX 419267 828772053 PALATINE, IL 60038	1/8/2003	25768363	$295
GRAINGER DEPT 852<W.W.	PO BOX 419267 828772053 PALATINE, IL 60038	3/4/2003	23556233	$135
GRAINGER DEPT 852<W.W.	PO BOX 419267 828772053 PALATINE, IL 60038	2/10/2003	23546868	$455
GRAINGER DEPT 852<W.W.	PO BOX 419267 828772053 PALATINE, IL 60038	1/28/2003	23542443	$72
GRAINGER DEPT 852<W.W.	PO BOX 419267 828772053 PALATINE, IL 60038	3/24/2003	23565988	$668
GRAINGER DEPT 852<W.W.	PO BOX 419267 828772053 PALATINE, IL 60038	1/3/2003	25765655	$293
GRAINGER DEPT<W.W.	PO BOX 419267 DEPT 312-803574151 KANSAS CITY, MO	1/29/2003	25775487	$252
GRAINGER DEPT<W.W.	PO BOX 419267 DEPT 312-803574151 KANSAS CITY, MO	1/22/2003	25773060	$324
GRAINGER DEPT<W.W.	PO BOX 419267 DEPT 312-803574151 KANSAS CITY, MO	2/27/2003	25789587	$672
GRAINGER DEPT<W.W.	PO BOX 419267 DEPT 312-803574151 KANSAS CITY, MO	3/24/2003	23567972	$44
GRAINGER DEPT<W.W.	PO BOX 419267 DEPT 312-803574151 KANSAS CITY, MO	3/13/2003	23562596	$93
GRAINGER DEPT<W.W.	PO BOX 419267 DEPT 312-803574151 KANSAS CITY, MO	3/11/2003	23561079	$66
GRAINGER INC <W W	DEPT 696-809623101 PALATINE, IL 60038	3/14/2003	23564506	$522
GRAINGER INC <W W	DEPT 696-809623101 PALATINE, IL 60038	1/21/2003	23540405	$416
GRAINGER INC <W W	DEPT 696-809623101 PALATINE, IL 60038	3/24/2003	23571095	$825
GRAINGER INC <W W	DEPT 696-809623101 PALATINE, IL 60038	1/13/2003	23538652	$35
GRAINGER INC <W W	DEPT 696-809623101 PALATINE, IL 60038	3/26/2003	23573097	$513
GRAINGER INDUSTRIAL SUPPLY	PO BOX 419267 DEPT 864 851682807 KANSAS CITY, MO	3/25/2003	23568746	$1,303
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	1/30/2003	25777682	$368
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	3/26/2003	23573430	$62
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	3/28/2003	23575081	$340
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	1/16/2003	25771557	$250
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	2/4/2003	25780175	$41
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	2/7/2003	25780718	$606
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	2/10/2003	25781903	$526

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	2/11/2003	25783233	$177
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	2/13/2003	25783809	$213
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	2/20/2003	25786712	$36
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	2/24/2003	25788486	$70
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	2/25/2003	25789317	$172
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	3/5/2003	23557349	$29
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	3/28/2003	23571696	$441
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	3/5/2003	25792375	$312
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	1/6/2003	25766615	$513
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	1/9/2003	25769041	$88
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	1/13/2003	25770190	$236
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	1/13/2003	25770624	$477
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	3/26/2003	23562915	$386
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	1/24/2003	25774617	$332
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	1/27/2003	25776308	$11
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	2/27/2003	25789862	$452
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	3/31/2003	23576549	$384
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	1/21/2003	25773332	$60
GRAINGER<W.W.	DEPT 576 - 807831318 PO BOX 419267 KANSAS CITY, MO	3/25/2003	23570067	$218
GRAMMER ORCHARDS	144 PEACH RD CARBONDALE, IL 62901	2/18/2003	23546390	$13,325
GRAND GREETINGS, INC	PO BOX 247 BYRON CENTER, MI 49315	2/26/2003	25786172	$393
GRAND GREETINGS, INC	PO BOX 247 BYRON CENTER, MI 49315	1/23/2003	25771212	$418
GRAND GREETINGS, INC	PO BOX 247 BYRON CENTER, MI 49315	3/12/2003	25792418	$247
GRAND GREETINGS, INC	PO BOX 247 BYRON CENTER, MI 49315	2/26/2003	25786755	$371
GRAND GREETINGS, INC	PO BOX 247 BYRON CENTER, MI 49315	2/13/2003	25780217	$187
GRAND GREETINGS, INC	PO BOX 247 BYRON CENTER, MI 49315	1/9/2003	25766639	$91
GRAND GREETINGS, INC	PO BOX 247 BYRON CENTER, MI 49315	3/21/2003	23569125	$125
GRAND GREETINGS, INC	PO BOX 247 BYRON CENTER, MI 49315	1/2/2003	25763193	$302
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	2/20/2003	23550251	$2,116
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	3/24/2003	23570262	$4,378
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	3/10/2003	23559291	$1,817
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	3/7/2003	23558141	$575
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	3/4/2003	23555791	$823
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	2/25/2003	23553788	$3,029
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	2/21/2003	23552382	$658
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	2/19/2003	23549902	$579
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	3/3/2003	23554786	$5,084
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	3/31/2003	23575282	$1,692
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	1/10/2003	23538209	$7,304
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	2/28/2003	23554431	$817
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	2/18/2003	23548501	$9,459
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	3/12/2003	23561498	$1,345
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	3/18/2003	23566791	$4,930
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	2/24/2003	23552718	$2,131
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	2/11/2003	23547770	$579

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	1/2/2003	23535193	$6,250
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	1/6/2003	23536086	$1,622
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	1/7/2003	23537906	$1,622
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	1/14/2003	23539374	$4,443
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	1/22/2003	23541026	$1,386
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	1/28/2003	23541780	$3,244
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	1/28/2003	23543433	$1,374
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	1/30/2003	23543817	$1,622
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	1/31/2003	23544204	$3,244
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	2/7/2003	23545304	$3,244
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	2/7/2003	23546307	$2,433
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	2/7/2003	23547377	$811
GRAND ISLAND EXPRESS, INC	432 S STUHR RD P.O.BOX 2122 GRAND ISLAND, NE 688	1/21/2003	23539972	$3,810
GRAND MESA EGGS, INC	113321 RD GRAND JUNCTION, CO 81505	2/10/2003	25780767	$1,415
GRAND MESA EGGS, INC	113321 RD GRAND JUNCTION, CO 81505	1/9/2003	23537076	$1,397
GRAND MESA EGGS, INC	113321 RD GRAND JUNCTION, CO 81505	3/10/2003	23559233	$1,449
GRAND MESA EGGS, INC	113321 RD GRAND JUNCTION, CO 81505	1/2/2003	25763202	$1,406
GRAND MESA EGGS, INC	113321 RD GRAND JUNCTION, CO 81505	1/27/2003	25774671	$1,415
GRAND MESA EGGS, INC	113321 RD GRAND JUNCTION, CO 81505	1/6/2003	25765299	$1,451
GRAND RAPIDS CITY TREASURER	RM220 CITY HALL-WATER SEWER 300 MONROE AVENUE NW G	2/21/2003	25785234	$2,377
GRAND RAPIDS CITY TREASURER	RM220 CITY HALL-WATER SEWER 300 MONROE AVENUE NW G	3/4/2003	25790152	$144
GRAND VENTURE	250 WEST WYLIE AVE WASHINGTON, PA 15301	2/21/2003	23549035	$2,058
GRAND VENTURE	250 WEST WYLIE AVE WASHINGTON, PA 15301	2/4/2003	23544731	$7,900
GRAND VENTURE	250 WEST WYLIE AVE WASHINGTON, PA 15301	2/26/2003	25788245	$720
GRAND VENTURE	250 WEST WYLIE AVE WASHINGTON, PA 15301	2/13/2003	25782915	$1,263
GRANDE #1	APARTADO 458 CANTO, PUERTO RICO CA 00000	2/3/2003	3040249	$19,501
GRANDE #5	APARTADO 458 CATANO, PUERTO RICO CA 00000	2/3/2003	3040250	$14,091
GRANDE #5	APARTADO 458 CATANO, PUERTO RICO CA 00000	2/3/2003	3040411	$2,100
GRANDE #5	APARTADO 458 CATANO, PUERTO RICO CA 00000	2/3/2003	3040582	$23,469
GRANDMA BROWNS BEANS	PO BOX 230 MEXICO, NY 13114	2/10/2003	25780594	$6,036
GRANDMA BROWNS BEANS	PO BOX 230 MEXICO, NY 13114	1/2/2003	25765784	$6,074
GRANDMA'S BAKE SHOPPE	PO BOX 82653 LINCOLN, NE 68501	1/2/2003	23535180	$3,725
GRANDMA'S BAKE SHOPPE	PO BOX 82653 LINCOLN, NE 68501	2/19/2003	23549899	$1,873
GRANNY'S KITCHEN, LTD	178 INDUSTRIAL PARK	1/20/2003	58084	$628
GRANNY'S KITCHEN, LTD	178 INDUSTRIAL PARK	2/11/2003	66054	$442
GRANNY'S KITCHEN, LTD	178 INDUSTRIAL PARK	2/13/2003	67189	$299
GRANNY'S KITCHEN, LTD	178 INDUSTRIAL PARK	2/3/2003	63235	$2,722
GRANNY'S KITCHEN, LTD	178 INDUSTRIAL PARK	2/13/2003	67189	$617
GRANNY'S KITCHEN, LTD	178 INDUSTRIAL PARK	1/13/2003	55704	$468
GRANNY'S KITCHEN, LTD	178 INDUSTRIAL PARK	1/9/2003	54724	$150
GRANNY'S KITCHEN, LTD	178 INDUSTRIAL PARK	1/9/2003	54724	$313
GRANNY'S KITCHEN, LTD	178 INDUSTRIAL PARK	3/3/2003	73263	$939
GRANNY'S KITCHEN, LTD	178 INDUSTRIAL PARK	3/3/2003	73263	$240
GRANNY'S KITCHEN, LTD	178 INDUSTRIAL PARK	3/10/2003	75607	$277
GRANNY'S KITCHEN, LTD	178 INDUSTRIAL PARK	3/17/2003	79596	$224

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GRANT HAMACHI	41-744 KUMUHAU ST. WAIMANALO, HI 96795	3/10/2003	1000008523	$617
GRANT HAMACHI	41-744 KUMUHAU ST. WAIMANALO, HI 96795	1/24/2003	4019512	$198
GRANT HAMACHI	41-744 KUMUHAU ST. WAIMANALO, HI 96795	1/24/2003	4019569	$432
GRANT HAMACHI	41-744 KUMUHAU ST. WAIMANALO, HI 96795	3/10/2003	4019655	$396
GRANT HAMACHI	41-744 KUMUHAU ST. WAIMANALO, HI 96795	1/24/2003	4019601	$324
GRANT HAMACHI	41-744 KUMUHAU ST. WAIMANALO, HI 96795	3/10/2003	1000005997	$468
GRANT HAMACHI	41-744 KUMUHAU ST. WAIMANALO, HI 96795	1/24/2003	4019587	$414
GRANT HAMACHI	41-744 KUMUHAU ST. WAIMANALO, HI 96795	3/10/2003	1000007953	$612
GRANT HAMACHI	41-744 KUMUHAU ST. WAIMANALO, HI 96795	3/10/2003	1000006771	$540
GRANT HAMACHI	41-744 KUMUHAU ST. WAIMANALO, HI 96795	3/10/2003	1000005321	$1,170
GRANT HAMACHI	41-744 KUMUHAU ST. WAIMANALO, HI 96795	1/24/2003	4019432	$594
GRANT HAMACHI	41-744 KUMUHAU ST. WAIMANALO, HI 96795	1/24/2003	4019480	$576
GRANT HAMACHI	41-744 KUMUHAU ST. WAIMANALO, HI 96795	3/10/2003	1000007588	$540
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	2/28/2003	23554550	$46,025
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/6/2003	23537377	$27,354
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	2/11/2003	23548031	$19,865
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/10/2003	23538630	$5,385
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/7/2003	23537755	$40,651
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/13/2003	23539469	$21,744
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	3/14/2003	23564475	$66,483
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	2/24/2003	23553297	$118,965
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	2/21/2003	23552496	$17,608
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	2/19/2003	23550171	$17,274
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	3/26/2003	23573071	$3,838
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	2/18/2003	23549735	$84,510
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	3/24/2003	23571037	$110,442
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	2/18/2003	23549084	$8,065
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	2/19/2003	23549995	$1,750
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	3/4/2003	23556256	$36,098
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	3/7/2003	23558698	$41,764
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	3/10/2003	23560074	$36,343
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	2/12/2003	23548254	$74,670
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/31/2003	23545501	$11,513
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	3/31/2003	23576015	$14,081
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	3/24/2003	23566033	$50,570
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	3/25/2003	23572246	$62,618
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	2/19/2003	23550336	$39,055
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/15/2003	23539796	$31,961
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	2/6/2003	23546893	$101,890
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/22/2003	23541358	$4,170
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	2/10/2003	23547608	$41,881
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/31/2003	23543957	$116,557
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/22/2003	23541538	$65,923
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/31/2003	23544783	$1,470
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/17/2003	23540368	$99,966

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/16/2003	23539629	$3,190
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/10/2003	23539195	$3,061
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	2/4/2003	23545707	$3,471
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/3/2003	23535802	$59,148
GRANT HUNT CO	PO BOX 45615 SAN FRANCISCO, CA 94145	1/7/2003	23538029	$4,800
GRANT L SORENSON	343 WEST 1200 NORTH CENTERVILLE, UT 84014	2/3/2003	1000005023	$1,529
GRANT LABORATORIES INC	14688 WASHINGTON AVE SAN LEANDRO, CA 94579	1/30/2003	23543452	$2,424
GRANT LABORATORIES INC	14688 WASHINGTON AVE SAN LEANDRO, CA 94579	2/14/2003	23547416	$2,424
GRANVILLE IGA #793	484 S MAIN ST BOX 377 GRANVILLE, OH 43023	3/7/2003	4069339	$1,427
GRANVILLE IGA #793	484 S MAIN ST BOX 377 GRANVILLE, OH 43023	1/13/2003	4042873	$284
GRANVILLE IGA #793	484 S MAIN ST BOX 377 GRANVILLE, OH 43023	2/28/2003	4044302	$260
GRANVILLE IGA #793	484 S MAIN ST BOX 377 GRANVILLE, OH 43023	1/16/2003	4067996	$1,799
GRANVILLE IGA #793	484 S MAIN ST BOX 377 GRANVILLE, OH 43023	2/21/2003	4068702	$1,518
GRANVILLE IGA #793	484 S MAIN ST BOX 377 GRANVILLE, OH 43023	3/25/2003	4069997	$886
GRAPHIC TECHNOLOGY INC	P O BOX 410211	1/10/2003	55240	$7,980
GRAUL'S #243	650 PENCADER DR NEWARK, DE 19702	1/29/2003	1027295	$3,385
GRAUL'S #3636	650 PENCADER DR NEWARK, DE 19702	2/7/2003	1027296	$639
GRAUL'S MARKET #21235	1388 CAPE ST CLAIRE RD ANNAPOLIS, MD 21401	3/3/2003	4044303	$345
GRAUL'S MARKET #21235	1388 CAPE ST CLAIRE RD ANNAPOLIS, MD 21401	3/3/2003	4044563	$148
GRAUL'S MARKET #21235	1388 CAPE ST CLAIRE RD ANNAPOLIS, MD 21401	1/6/2003	4043383	$273
GRAUL'S MARKET #21235	1388 CAPE ST CLAIRE RD ANNAPOLIS, MD 21401	3/19/2003	4044094	$101
GRAUL'S MARKET #21235	1388 CAPE ST CLAIRE RD ANNAPOLIS, MD 21401	3/3/2003	4044564	$229
GRAUL'S MARKET #21235	1388 CAPE ST CLAIRE RD ANNAPOLIS, MD 21401	1/6/2003	4042874	$225
GRAUL'S MARKET #22968	7713 BELLONA AVE RUXTON, MD 21204	3/17/2003	4044304	$211
GRAUL'S MARKET #22968	7713 BELLONA AVE RUXTON, MD 21204	2/26/2003	4044185	$407
GRAUL'S MARKET #22971	12200 TULLAMORE ROAD TIMONIUM, MD 21093	3/17/2003	4044685	$172
GRAUL'S MARKET #22971	12200 TULLAMORE ROAD TIMONIUM, MD 21093	3/17/2003	4044305	$319
GRAUL'S MARKET #22971	12200 TULLAMORE ROAD TIMONIUM, MD 21093	2/10/2003	4043920	$150
GRAUL'S MARKET #22971	12200 TULLAMORE ROAD TIMONIUM, MD 21093	1/21/2003	4043659	$150
GRAUL'S MARKET #22971	12200 TULLAMORE ROAD TIMONIUM, MD 21093	2/26/2003	4044565	$990
GRAUL'S MARKET #22971	12200 TULLAMORE ROAD TIMONIUM, MD 21093	1/21/2003	4043812	$300
GRAUL'S SUPERTHRIFT	220 MT CARMEL RD PARKTON, MD 21120	3/27/2003	4044306	$257
GRAUL'S SUPERTHRIFT	220 MT CARMEL RD PARKTON, MD 21120	1/16/2003	4043385	$279
GRAUL'S SUPERTHRIFT	220 MT CARMEL RD PARKTON, MD 21120	1/16/2003	4042876	$184
GRAVYMASTER CO INC	16 BUSINESS PARK DR BRANFORD, CT 06405	1/8/2003	25766782	$1,666
GRAVYMASTER CO INC	16 BUSINESS PARK DR BRANFORD, CT 06405	3/5/2003	23557122	$924
GRAWIEN, DAN	1026 FORREST AVE	3/13/2003	77986	$50
GRAWIEN, DAN	1026 FORREST AVE	2/5/2003	63906	$261
GRAWIEN, DAN	1026 FORREST AVE	3/25/2003	84375	$219
GRAWIEN, DAN	1026 FORREST AVE	1/3/2003	52974	$50
GRAWIEN, DAN	1026 FORREST AVE	1/22/2003	58742	$148
GRAWIEN, DAN	1026 FORREST AVE	3/26/2003	85350	$142
GRAWIEN, DAN	1026 FORREST AVE	3/7/2003	75048	$266
GRAWIEN, DAN	1026 FORREST AVE	1/30/2003	62131	$50
GRAWIEN, DAN	1026 FORREST AVE	1/22/2003	58742	$172

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GRAWIEN, DAN	1026 FORREST AVE	1/28/2003	60992	$218
GRAWIEN, DAN	1026 FORREST AVE	1/22/2003	58742	$254
GRAWIEN, DAN	1026 FORREST AVE	2/27/2003	72077	$242
GRAWIEN, DAN	1026 FORREST AVE	2/20/2003	69664	$184
GRAWIEN, DAN	1026 FORREST AVE	2/13/2003	67224	$184
GRAWIEN, DAN	1026 FORREST AVE	3/13/2003	77986	$242
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	2/14/2003	23549319	$3,807
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	2/11/2003	23547701	$2,557
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	1/10/2003	23538785	$4,181
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	3/13/2003	23562767	$2,627
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	3/27/2003	23571398	$8,163
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	2/13/2003	25783099	$4,181
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	2/10/2003	25782325	$2,438
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	2/5/2003	25780029	$2,077
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	2/24/2003	23553525	$8,421
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	1/31/2003	25777004	$3,356
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	3/10/2003	23560404	$8,540
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	3/28/2003	23574885	$2,278
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	1/22/2003	25773833	$2,454
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	3/31/2003	23576305	$9,612
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	1/13/2003	25770059	$8,454
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	2/18/2003	25785989	$2,145
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	1/22/2003	25773217	$4,836
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	3/5/2003	25792183	$33
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	1/17/2003	23540532	$13,800
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	3/6/2003	23557859	$2,553
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	3/17/2003	23566382	$1,889
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	2/17/2003	23551334	$6,568
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	1/14/2003	25770532	$4,967
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	1/8/2003	25767621	$2,345
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	2/3/2003	23545025	$4,393
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	2/19/2003	25784767	$405
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	1/6/2003	23536825	$9,812
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	3/26/2003	23569879	$1,822
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	1/28/2003	25776210	$5,825
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	1/27/2003	23542762	$25,318
GRAY & CO	135 S LASALLE DEPT 4234 CHICAGO, IL 60674	2/10/2003	23547117	$3,810
GRAYBAR ELECTRIC COMPANY, INC.	PO BOX 27010 PHOENIX, AZ 85061	1/23/2003	23541418	$672
GREAT AMERICAN APPETIZERS	11808 W CENTER RD OMAHA, NE 68144	3/31/2003	23576027	$3,171
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	3/24/2003	23570865	$781
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	2/18/2003	23551814	$2,777
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	3/27/2003	23573743	$1,435
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	1/6/2003	23535776	$22,539
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	2/10/2003	23548981	$2,377
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	1/28/2003	23541114	$3,543

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	1/9/2003	23537722	$1,644
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	3/13/2003	23562576	$2,444
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	2/14/2003	23547554	$29
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	2/7/2003	23536490	$949
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	1/27/2003	23544663	$9,734
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	2/20/2003	23549976	$1,535
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	3/28/2003	23568624	$5,600
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	3/28/2003	23565847	$2,100
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	1/9/2003	23538009	$3,411
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	2/7/2003	23545690	$4,890
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	1/6/2003	23535422	$1,903
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	2/19/2003	23552150	$2,997
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	2/24/2003	23553193	$567
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	2/28/2003	23554524	$1,487
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	3/4/2003	23556167	$3,701
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	3/6/2003	23557658	$18,931
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	1/14/2003	23539160	$4,451
GREAT AMERICAN FOODS INC	DBA PIK-NIK FOODS USA 5820 STONERIDGE MALL RD #202	1/28/2003	23542339	$1,395
GREAT AMERICAN LINES INC	PO BOX 360483 PITTSBURGH, PA 15251	1/27/2003	23542420	$1,632
GREAT AMERICAN LINES INC	PO BOX 360483 PITTSBURGH, PA 15251	1/13/2003	23538595	$586
GREAT AMERICAN LINES INC	PO BOX 360483 PITTSBURGH, PA 15251	1/2/2003	25764623	$630
GREAT AMERICAN LINES INC	PO BOX 360483 PITTSBURGH, PA 15251	1/27/2003	25774901	$604
GREAT DANE	DRAWER CS 198006 ATLANTA, GA 30384	1/7/2003	25767727	$184
GREAT DANE	DRAWER CS 198006 ATLANTA, GA 30384	3/4/2003	25792283	$177
GREAT DANE	DRAWER CS 198006 ATLANTA, GA 30384	2/3/2003	25779236	$294
GREAT DANE	DRAWER CS 198006 ATLANTA, GA 30384	3/4/2003	23556538	$717
GREAT DANE	DRAWER CS 198006 ATLANTA, GA 30384	2/20/2003	23551451	$20
GREAT DANE	DRAWER CS 198006 ATLANTA, GA 30384	2/19/2003	25786059	$389
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	3/4/2003	23556138	$663
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	3/10/2003	23559879	$1,908
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	2/4/2003	23547537	$4,177
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	1/23/2003	25773017	$4,628
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	3/27/2003	23569516	$2,524
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	1/6/2003	23537322	$2,570
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	1/23/2003	25772332	$1,046
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	2/17/2003	23550981	$816
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	3/24/2003	23565764	$3,132
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	2/24/2003	23553152	$911
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	1/15/2003	25770883	$620
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	1/6/2003	23536453	$3,759
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	2/18/2003	23548934	$3,335
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	1/15/2003	25769790	$744
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	1/2/2003	25764442	$921
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	3/31/2003	23575831	$4,040
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	3/28/2003	23574546	$2,010

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	2/27/2003	25788923	$594
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	2/18/2003	23551792	$1,669
GREAT EARTH PRODUCE	PO BOX 911490 LOS ANGELES, CA 90091	2/3/2003	23544618	$5,025
GREAT LAKES CHEESE D/WIS	PO BOX 73266N CLEVELAND, OH 44193	1/6/2003	23536843	$7,836
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	3/14/2003	23564256	$1,880
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	1/13/2003	25770327	$1,957
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	2/17/2003	23550824	$3,526
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	2/13/2003	23548769	$2,373
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	1/7/2003	25767161	$17,430
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	1/31/2003	23544466	$4,956
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	3/27/2003	23573631	$2,069
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	1/17/2003	23540153	$540
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	2/6/2003	23546579	$5,259
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	3/31/2003	23575630	$3,672
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	3/17/2003	23565456	$6,421
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	1/27/2003	23542094	$1,141
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	3/5/2003	25791753	$3,605
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	3/4/2003	25791100	$1,692
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	2/26/2003	25788115	$608
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	2/20/2003	25785053	$4,223
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	1/22/2003	25772922	$1,199
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	2/12/2003	25782714	$2,655
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	2/24/2003	23552978	$6,350
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	2/11/2003	25782096	$3,761
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	3/10/2003	23559660	$1,178
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	3/27/2003	23570608	$7,062
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	1/14/2003	25770811	$4,961
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	2/20/2003	25785686	$639
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	1/22/2003	25773564	$3,694
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	1/29/2003	25776603	$2,362
GREAT LAKES KRAUT COMPANY	C/O BANK OF AMERICA ILLINOIS PO BOX 98222 CHICAGO,	2/5/2003	25779648	$1,115
GREAT PLAINS COCA COLA	PO BOX 96-0150 OKLAHOMA CTIY, OK 73196	3/14/2003	23564322	$7,531
GREAT PLAINS COCA COLA	PO BOX 96-0150 OKLAHOMA CTIY, OK 73196	3/13/2003	23562499	$21,740
GREAT PLAINS COCA COLA	PO BOX 96-0150 OKLAHOMA CTIY, OK 73196	3/10/2003	23559793	$86,719
GREAT PLATTE DISTR LLC	PO BOX 73 HASTINGS, NE 68901	2/21/2003	23550176	$419
GREAT PLATTE DISTR LLC	PO BOX 73 HASTINGS, NE 68901	3/25/2003	23566083	$565
GREAT PLATTE DISTR LLC	PO BOX 73 HASTINGS, NE 68901	1/28/2003	23542510	$774
GREAT PLATTE DISTR LLC	PO BOX 73 HASTINGS, NE 68901	2/14/2003	23550340	$201
GREAT SCOT MARKET #1733	1733 SPRUCE STREET PHILADELPHIA, PA 19103	1/8/2003	4042877	$317
GREAT SCOT MARKET #1733	1733 SPRUCE STREET PHILADELPHIA, PA 19103	1/8/2003	4043386	$360
GREAT SCOT MARKET #1733	1733 SPRUCE STREET PHILADELPHIA, PA 19103	3/3/2003	4044307	$47
GREAT SOUTHERN CORP.	P.O. BOX 1000	3/17/2003	79585	$605
GREAT SOUTHERN CORP.	P.O. BOX 1000	3/24/2003	83591	$636
GREATER LAFAYETTE CHAMBER OF	COMMERCE PO BOX 51307 LAFAYETTE, LA 70505	3/26/2003	23573125	$975
GRECIAN DELIGHT FOODS INC	135 S LASALLE, DEPT 6389 CHICAGO, IL 60674	1/10/2003	23538818	$2,607

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GRECIAN DELIGHT FOODS INC	135 S LASALLE, DEPT 6389 CHICAGO, IL 60674	2/14/2003	23549378	$2,672
GRECIAN DELIGHT FOODS INC	135 S LASALLE, DEPT 6389 CHICAGO, IL 60674	1/27/2003	23542826	$3,678
GRECIAN DELIGHT FOODS INC	135 S LASALLE, DEPT 6389 CHICAGO, IL 60674	2/3/2003	23545077	$2,695
GRECIAN DELIGHT FOODS INC	135 S LASALLE, DEPT 6389 CHICAGO, IL 60674	2/18/2003	23552005	$2,574
GRECIAN DELIGHT FOODS INC	135 S LASALLE, DEPT 6389 CHICAGO, IL 60674	3/10/2003	23560485	$5,138
GRECIAN DELIGHT FOODS INC	135 S LASALLE, DEPT 6389 CHICAGO, IL 60674	3/31/2003	23576379	$3,161
GRECIAN DELIGHT FOODS INC	135 S LASALLE, DEPT 6389 CHICAGO, IL 60674	3/3/2003	23555553	$3,104
GRECIAN DELIGHT FOODS INC	135 S LASALLE, DEPT 6389 CHICAGO, IL 60674	3/27/2003	23573934	$2,198
GREEN BAY PRESS GAZETTE	PO BOX 19430 GREEN BAY, WI 54307	1/28/2003	25775760	$1,461
GREEN BAY PRESS GAZETTE	PO BOX 19430 GREEN BAY, WI 54307	2/27/2003	25787914	$1,346
GREEN BAY PRESS GAZETTE	PO BOX 19430 GREEN BAY, WI 54307	3/27/2003	23568154	$1,329
GREEN COUNTRY SOILS	8500 S 620 ROAD MIAMI, OK 74354	3/31/2003	23575589	$2,852
GREEN COUNTRY SOILS	8500 S 620 ROAD MIAMI, OK 74354	3/26/2003	23567863	$1,794
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	1/16/2003	4019556	$989
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	3/6/2003	1000007954	$998
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	3/6/2003	1000007589	$2,083
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	2/13/2003	1000005410	$428
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	2/21/2003	1000006864	$1,492
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	1/22/2003	4019712	$619
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	1/6/2003	4019439	$586
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	1/24/2003	4019673	$821
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	1/16/2003	4019538	$903
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	3/26/2003	1000009944	$947
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	2/21/2003	1000006187	$1,890
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	3/12/2003	1000008615	$1,196
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	3/19/2003	1000009288	$803
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	2/6/2003	1000005322	$1,504
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	1/24/2003	4019618	$747
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	3/12/2003	1000008161	$806
GREEN GROCERS	87-945 PAAKEA RD WAIANAE, HI 96792	1/6/2003	4019478	$1,022
GREEN POINT NURSERIES INC	PO BOX 4400 HILO, HI 96720	1/3/2003	4019489	$13,908
GREEN POINT NURSERIES INC	PO BOX 4400 HILO, HI 96720	1/21/2003	4019641	$5,201
GREEN VALLEY GREENHOUSE	6530 GREEN VALLEY RD ANOKA, MN 55303	2/21/2003	23550290	$206
GREEN VALLEY GREENHOUSE	6530 GREEN VALLEY RD ANOKA, MN 55303	2/13/2003	23546574	$244
GREEN VALLEY GREENHOUSE	6530 GREEN VALLEY RD ANOKA, MN 55303	2/3/2003	23543874	$372
GREEN VALLEY GREENHOUSE	6530 GREEN VALLEY RD ANOKA, MN 55303	1/8/2003	23537664	$179
GREEN VALLEY GREENHOUSE	6530 GREEN VALLEY RD ANOKA, MN 55303	1/29/2003	23543698	$443
GREEN VALLEY GREENHOUSE	6530 GREEN VALLEY RD ANOKA, MN 55303	3/12/2003	23561686	$319
GREENBELT COOP #22977	121 CENTERWAY RD GREENBELT, MD 20770	1/2/2003	4043387	$792
GREENBELT COOP #22977	121 CENTERWAY RD GREENBELT, MD 20770	2/28/2003	4044308	$43
GREENBELT COOP #22977	121 CENTERWAY RD GREENBELT, MD 20770	1/2/2003	4042878	$698
GREENBERG FRUIT COMPANY	9705 I STREET OMAHA, NE 68127	3/14/2003	23564102	$718
GREENBERG FRUIT COMPANY	9705 I STREET OMAHA, NE 68127	1/7/2003	23537919	$4,332
GREENBERG FRUIT COMPANY	9705 I STREET OMAHA, NE 68127	1/15/2003	23539574	$3,700
GREENBERG FRUIT COMPANY	9705 I STREET OMAHA, NE 68127	2/25/2003	23553808	$5,510

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GREENBERG FRUIT COMPANY	9705 I STREET OMAHA, NE 68127	3/12/2003	23561532	$1,557
GREENBRIER SUPER CENTER	HWY 65 SOUTH GREENBRIER, AR 72058	2/24/2003	2051039	$875
GREENBRIER SUPER CENTER	HWY 65 SOUTH GREENBRIER, AR 72058	3/17/2003	2051352	$635
GREENBRIER SUPER CENTER	HWY 65 SOUTH GREENBRIER, AR 72058	1/21/2003	2050794	$739
GREENBRIER SUPER CENTER	HWY 65 SOUTH GREENBRIER, AR 72058	1/6/2003	3039575	$710
GREENE, MARTIN 175	C/O LEITCHFIELD DIV	3/20/2003	82306	$306
GREENE, MARTIN 175	C/O LEITCHFIELD DIV	3/18/2003	80320	$474
GREENE, MARTIN 175	C/O LEITCHFIELD DIV	3/10/2003	75694	$361
GREENE'S SUPERMARKET	P.O. BOX 304 JAIL ST. SNEEDVILLE, TN 37869	2/19/2003	1000006300	$125
GREENE'S SUPERMARKET	P.O. BOX 304 JAIL ST. SNEEDVILLE, TN 37869	1/29/2003	2068021	$28
GREENE'S SUPERMARKET	P.O. BOX 304 JAIL ST. SNEEDVILLE, TN 37869	1/2/2003	2067518	$264
GREENE'S SUPERMARKET	P.O. BOX 304 JAIL ST. SNEEDVILLE, TN 37869	3/24/2003	1000008806	$475
GREENFIELD COMRCL CRDT	GATEWAY CANDY CO	3/5/2003	73942	$485
GREENFIELD COMRCL CRDT	GATEWAY CANDY CO	1/31/2003	62537	$384
GREENFIELD COMRCL CRDT	GATEWAY CANDY CO	1/6/2003	53571	$288
GREENFIELD COMRCL CRDT	GATEWAY CANDY CO	1/10/2003	55187	$1,358
GREENFIELD COMRCL CRDT	GATEWAY CANDY CO	1/31/2003	62537	$384
GREENLEAF COMPACTION, INC	7150 EAST CAMELBACK RD,STE 275 SCOTTSDALE, AZ 8	1/21/2003	23540829	$298
GREENLEAF COMPACTION, INC	7150 EAST CAMELBACK RD,STE 275 SCOTTSDALE, AZ 8	1/30/2003	23543903	$596
GREENLEAF COMPACTION, INC	7150 EAST CAMELBACK RD,STE 275 SCOTTSDALE, AZ 8	3/11/2003	23561020	$1,297
GREENLEAF COMPACTION, INC	7150 EAST CAMELBACK RD,STE 275 SCOTTSDALE, AZ 8	3/27/2003	23573689	$2,594
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	2/20/2003	25784453	$250
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	2/27/2003	25788784	$303
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	3/12/2003	23561685	$286
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	1/6/2003	25765468	$133
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	2/14/2003	25782711	$250
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	3/7/2003	23558374	$161
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	1/16/2003	23539097	$167
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	2/10/2003	25779643	$250
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	1/24/2003	25772919	$233
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	1/3/2003	25764226	$366
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	3/28/2003	23574401	$214
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	3/25/2003	23571998	$339
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	3/27/2003	23569373	$321
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	3/7/2003	25791747	$321
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	1/31/2003	25776599	$214
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	3/24/2003	23567003	$393
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	2/18/2003	23551720	$268
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	3/24/2003	23565448	$321
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	1/21/2003	23540793	$167
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	1/29/2003	23542086	$333
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	1/28/2003	23543159	$321
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	2/3/2003	23545408	$268
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	2/17/2003	23550816	$286
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	2/25/2003	23553878	$393

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	3/4/2003	23556009	$321
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	1/6/2003	23537242	$300
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	2/10/2003	23547471	$286
GREENLINE PRODUCE CO	12700 SOUTH DIXIE HIGHWAY BOWLING GREEN, OHIO 4	1/13/2003	23538400	$500
GREENSBURG MARKET	14511 HWY 37 GREENSBURG, LA 70441	2/12/2003	1000005472	$105
GREENSBURG MARKET	14511 HWY 37 GREENSBURG, LA 70441	1/13/2003	3039217	$350
GREENSBURG MARKET	14511 HWY 37 GREENSBURG, LA 70441	3/20/2003	1000009050	$128
GREENSBURG MARKET	14511 HWY 37 GREENSBURG, LA 70441	3/12/2003	1000006041	$300
GREENSBURG MARKET	14511 HWY 37 GREENSBURG, LA 70441	2/4/2003	1000005014	$1,200
GREENSBURG MARKET	14511 HWY 37 GREENSBURG, LA 70441	1/13/2003	1000004111	$113
GREENSBURG MARKET	14511 HWY 37 GREENSBURG, LA 70441	1/2/2003	1000003432	$24
GREENSTIDHAM, INC	D/B/A CAMDEN FOODS 200 COTTAGE STREET CAMDEN, OH	1/8/2003	2067767	$2,861
GREENSTIDHAM, INC	D/B/A CAMDEN FOODS 200 COTTAGE STREET CAMDEN, OH	1/24/2003	2068022	$612
GREENSTIDHAM, INC	D/B/A CAMDEN FOODS 200 COTTAGE STREET CAMDEN, OH	3/26/2003	1000010359	$2,185
GREENSTIDHAM, INC	D/B/A CAMDEN FOODS 200 COTTAGE STREET CAMDEN, OH	3/14/2003	1000008807	$736
GREENSTIDHAM, INC	D/B/A CAMDEN FOODS 200 COTTAGE STREET CAMDEN, OH	2/19/2003	1000006301	$620
GREENSTIDHAM, INC	D/B/A CAMDEN FOODS 200 COTTAGE STREET CAMDEN, OH	1/2/2003	2067519	$883
GREENSTIDHAM, INC	D/B/A CAMDEN FOODS 200 COTTAGE STREET CAMDEN, OH	2/5/2003	1000005295	$2,861
GREENSTREAT	8272 SO 300E SANDY, UT 84070	1/27/2003	25771225	$104
GREENSTREAT	8272 SO 300E SANDY, UT 84070	1/14/2003	25768693	$778
GREENSTREAT	8272 SO 300E SANDY, UT 84070	3/4/2003	25789378	$692
GREENSTREAT	8272 SO 300E SANDY, UT 84070	3/12/2003	23561501	$94
GREENSTREAT	8272 SO 300E SANDY, UT 84070	3/26/2003	23567771	$805
GREENSTREAT	8272 SO 300E SANDY, UT 84070	3/7/2003	23558146	$85
GREENSTREAT	8272 SO 300E SANDY, UT 84070	3/26/2003	23572689	$48
GREENSTREAT	8272 SO 300E SANDY, UT 84070	2/3/2003	25776428	$416
GREENSTREAT	8272 SO 300E SANDY, UT 84070	3/7/2003	25791585	$572
GREENSTREAT	8272 SO 300E SANDY, UT 84070	2/12/2003	25781283	$932
GREENSTREAT	8272 SO 300E SANDY, UT 84070	2/20/2003	25784291	$245
GREENTEX CO	42 BRECKENRIDGE ST BUFFALO, NY 14213	2/18/2003	23551850	$8,532
GREENTEX CO	42 BRECKENRIDGE ST BUFFALO, NY 14213	3/17/2003	25790656	$393
GREENTEX CO	42 BRECKENRIDGE ST BUFFALO, NY 14213	1/29/2003	25774334	$197
GREENTEX CO	42 BRECKENRIDGE ST BUFFALO, NY 14213	1/15/2003	25765628	$394
GREENWICH MILLS CO	23018 NETWORK PLACE CHICAGO, IL 60673	1/14/2003	25770781	$1,657
GREENWICH MILLS CO	23018 NETWORK PLACE CHICAGO, IL 60673	1/27/2003	23541985	$69
GREENWICH MILLS CO	23018 NETWORK PLACE CHICAGO, IL 60673	2/21/2003	23550736	$2,277
GREENWICH MILLS CO	23018 NETWORK PLACE CHICAGO, IL 60673	2/21/2003	23546490	$1,464
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/25/2003	23571769	$51,979
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/20/2003	25784264	$127,713
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/21/2003	23550510	$66,267
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/13/2003	25782520	$67,860
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/10/2003	23559216	$992
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	1/10/2003	23538170	$3,360
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/17/2003	23564979	$6,133
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/24/2003	23566747	$16,864

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/3/2003	23544156	$38,892
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/26/2003	23569130	$51,566
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/10/2003	23546255	$5,184
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/31/2003	23575225	$58,220
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	1/6/2003	25763849	$83,964
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	1/6/2003	25765290	$22,690
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/7/2003	23558094	$85,539
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/7/2003	25778835	$61,361
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	1/31/2003	25776390	$4,970
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	1/29/2003	25775134	$20,576
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/26/2003	23568254	$1,059
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/13/2003	25781970	$71,338
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/21/2003	25784930	$34,572
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/24/2003	25786756	$61,645
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/27/2003	25787371	$35,569
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/3/2003	25788583	$117,462
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/4/2003	23555752	$49,748
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/6/2003	25790985	$9,458
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	1/28/2003	23541723	$1,585
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	1/29/2003	25774666	$64,657
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	1/10/2003	25766901	$50,362
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	1/22/2003	23539929	$19,662
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	1/21/2003	25771593	$24,905
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/21/2003	25783856	$47,982
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/13/2003	25781250	$3,320
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/14/2003	23564036	$23,039
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/5/2003	25790321	$17,621
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	3/6/2003	25791543	$51,144
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/10/2003	25779452	$7,411
GREENWOOD PACKING PLANT	PO BOX 188 GREENWOOD, SC 29648	2/12/2003	25780761	$31,310
GREENWOODS COLLECTION	P.O. BOX 2945 HARTFORD, CT 06104	1/27/2003	25773899	$225
GREENWOODS COLLECTION	P.O. BOX 2945 HARTFORD, CT 06104	1/7/2003	2064954	$606
GREERS	PO BOX 98 PRYOR, OK 74362	3/28/2003	23574533	$1,245
GREERS SUPERMARKET	2850 WEST MAIN STREET MOBILE, AL 36612	3/17/2003	3041324	$193
GREERS SUPERMARKET	2850 WEST MAIN STREET MOBILE, AL 36612	1/10/2003	3040710	$7,942
GREERS SUPERMARKET	2850 WEST MAIN STREET MOBILE, AL 36612	3/3/2003	3041241	$13,000
GREERS SUPERMARKET	2850 WEST MAIN STREET MOBILE, AL 36612	1/10/2003	3040623	$258
GREERS SUPERMARKET	2850 WEST MAIN STREET MOBILE, AL 36612	2/20/2003	3040871	$325
GREG MOODY	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	2/18/2003	4021815	$749
GREG MOODY	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	3/24/2003	4022028	$610
GREG MOODY	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	1/23/2003	4021551	$91
GREG MOODY	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	3/24/2003	4022143	$357
GREG MOODY	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	3/24/2003	4022173	$180
GREG MOODY	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	1/23/2003	4021583	$388
GREG MOODY	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	1/23/2003	4021541	$376

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GREG MOODY	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	1/23/2003	4021447	$228
GREG MOODY	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	2/18/2003	4021856	$401
GREG WARY	17 COUNTRY LANE MILLERSVILLE, PA 17551	3/5/2003	1027510	$92
GREG WARY	17 COUNTRY LANE MILLERSVILLE, PA 17551	1/15/2003	1027155	$112
GREG WARY	17 COUNTRY LANE MILLERSVILLE, PA 17551	2/20/2003	1027423	$104
GREG WARY	17 COUNTRY LANE MILLERSVILLE, PA 17551	1/23/2003	1027193	$102
GREG WARY	17 COUNTRY LANE MILLERSVILLE, PA 17551	1/8/2003	1027089	$178
GREG WARY	17 COUNTRY LANE MILLERSVILLE, PA 17551	1/29/2003	1027246	$135
GREG WARY	17 COUNTRY LANE MILLERSVILLE, PA 17551	2/12/2003	1027378	$107
GREG WARY	17 COUNTRY LANE MILLERSVILLE, PA 17551	3/5/2003	1027584	$170
GREG WARY	17 COUNTRY LANE MILLERSVILLE, PA 17551	1/8/2003	1027132	$128
GREG WARY	17 COUNTRY LANE MILLERSVILLE, PA 17551	3/26/2003	1027658	$82
GREG WARY	17 COUNTRY LANE MILLERSVILLE, PA 17551	2/26/2003	1027446	$103
GREG WARY	17 COUNTRY LANE MILLERSVILLE, PA 17551	3/26/2003	1027677	$185
GREG WARY	17 COUNTRY LANE MILLERSVILLE, PA 17551	1/29/2003	1027343	$86
GREGORY P. UPPERMAN	1201 N. CHAPEL STREET LOUISVILLE, OH 44641	2/24/2003	4069137	$284
GREGORY P. UPPERMAN	1201 N. CHAPEL STREET LOUISVILLE, OH 44641	3/7/2003	4069544	$429
GREGORY P. UPPERMAN	1201 N. CHAPEL STREET LOUISVILLE, OH 44641	3/11/2003	4069584	$264
GREGORY P. UPPERMAN	1201 N. CHAPEL STREET LOUISVILLE, OH 44641	3/18/2003	4069715	$223
GREGORY P. UPPERMAN	1201 N. CHAPEL STREET LOUISVILLE, OH 44641	3/26/2003	4069803	$205
GREGORY P. UPPERMAN	1201 N. CHAPEL STREET LOUISVILLE, OH 44641	2/18/2003	4069056	$415
GREGORY P. UPPERMAN	1201 N. CHAPEL STREET LOUISVILLE, OH 44641	2/3/2003	4068878	$166
GREGORY P. UPPERMAN	1201 N. CHAPEL STREET LOUISVILLE, OH 44641	1/21/2003	4068282	$276
GREGORY P. UPPERMAN	1201 N. CHAPEL STREET LOUISVILLE, OH 44641	1/6/2003	4067852	$193
GREGORY P. UPPERMAN	1201 N. CHAPEL STREET LOUISVILLE, OH 44641	2/10/2003	4068962	$317
GREGORY P. UPPERMAN	1201 N. CHAPEL STREET LOUISVILLE, OH 44641	1/13/2003	4068204	$47
GREGORY P. UPPERMAN	1201 N. CHAPEL STREET LOUISVILLE, OH 44641	1/28/2003	4068428	$143
GREGORY PAVELKA	1707 ROSS ROAD FOREST HILL, MD 21050	1/23/2003	4043860	$230
GREGORY PAVELKA	1707 ROSS ROAD FOREST HILL, MD 21050	1/7/2003	4043669	$353
GREGORY PAVELKA	1707 ROSS ROAD FOREST HILL, MD 21050	2/6/2003	4044056	$262
GREGORY PAVELKA	1707 ROSS ROAD FOREST HILL, MD 21050	3/18/2003	4044831	$164
GREGORY PAVELKA	1707 ROSS ROAD FOREST HILL, MD 21050	3/6/2003	4044702	$406
GREGORY PAVELKA	1707 ROSS ROAD FOREST HILL, MD 21050	2/21/2003	4044504	$221
GREGORY POOLE INDUSTRIAL DIV.	PO BOX 601506 CHARLOTTE, NC 28260	2/11/2003	25782412	$45
GREGORY POOLE INDUSTRIAL DIV.	PO BOX 601506 CHARLOTTE, NC 28260	3/3/2003	23555629	$261
GREGORY POOLE INDUSTRIAL DIV.	PO BOX 601506 CHARLOTTE, NC 28260	3/25/2003	23570044	$477
GREGORY POOLE INDUSTRIAL DIV.	PO BOX 601506 CHARLOTTE, NC 28260	2/18/2003	23549470	$295
GREGORY POOLE INDUSTRIAL DIV.	PO BOX 601506 CHARLOTTE, NC 28260	1/15/2003	25771130	$1,589
GREGORY POOLE INDUSTRIAL DIV.	PO BOX 601506 CHARLOTTE, NC 28260	2/24/2003	25787304	$2,220
GREGORY POOLE INDUSTRIAL DIV.	PO BOX 601506 CHARLOTTE, NC 28260	2/4/2003	25781173	$219
GREGORY POOLE INDUSTRIAL DIV.	PO BOX 601506 CHARLOTTE, NC 28260	2/24/2003	25786085	$480
GREGORY POOLE INDUSTRIAL DIV.	PO BOX 601506 CHARLOTTE, NC 28260	2/4/2003	25779270	$3,053
GREGORY POOLE INDUSTRIAL DIV.	PO BOX 601506 CHARLOTTE, NC 28260	1/8/2003	23536962	$183
GREGORY POOLE INDUSTRIAL DIV.	PO BOX 601506 CHARLOTTE, NC 28260	3/25/2003	23569006	$27
GREGORY SALISBURY POWER PROD.	PO BOX 18007 MEMPHIS, TN 38181	1/6/2003	25766555	$233

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GREGORY SALISBURY POWER PROD.	PO BOX 18007 MEMPHIS, TN 38181	3/26/2003	23573355	$316
GREGORY SALISBURY POWER PROD.	PO BOX 18007 MEMPHIS, TN 38181	1/15/2003	25771100	$336
GREGORY SALISBURY POWER PROD.	PO BOX 18007 MEMPHIS, TN 38181	3/24/2003	23571577	$153
GREGORY SALISBURY POWER PROD.	PO BOX 18007 MEMPHIS, TN 38181	3/24/2003	23566554	$1,035
GREGORY SALISBURY POWER PROD.	PO BOX 18007 MEMPHIS, TN 38181	3/25/2003	23572518	$348
GREGORY SALISBURY POWER PROD.	PO BOX 18007 MEMPHIS, TN 38181	1/15/2003	25769026	$738
GREGORY SALISBURY POWER PROD.	PO BOX 18007 MEMPHIS, TN 38181	2/6/2003	25779238	$82
GREGORY SALISBURY POWER PROD.	PO BOX 18007 MEMPHIS, TN 38181	2/20/2003	25786060	$348
GREGORY SALISBURY POWER PROD.	PO BOX 18007 MEMPHIS, TN 38181	2/20/2003	25785376	$1,081
GREGORY SALISBURY POWER PROD.	PO BOX 18007 MEMPHIS, TN 38181	3/6/2003	25792286	$2,687
GREGORY SALISBURY POWER PROD.	PO BOX 18007 MEMPHIS, TN 38181	3/3/2003	25789832	$101
GREGORY SALISBURY POWER PROD.	PO BOX 18007 MEMPHIS, TN 38181	3/5/2003	25791406	$121
GREY OWL FOODS	PO BOX 27626 GOLDEN VALLEY, MN 55427	1/13/2003	23538127	$9,072
GREY OWL FOODS	PO BOX 27626 GOLDEN VALLEY, MN 55427	3/3/2003	23554686	$5,389
GREY OWL FOODS	PO BOX 27626 GOLDEN VALLEY, MN 55427	1/8/2003	23535153	$5,803
GRIBBLE IGA #77092	430 N. JEFFERSON LOUDONVILLE, OH 44842	3/7/2003	4069441	$1,078
GRIBBLE IGA #77092	430 N. JEFFERSON LOUDONVILLE, OH 44842	3/25/2003	4070093	$1,071
GRIBBLE IGA #77092	430 N. JEFFERSON LOUDONVILLE, OH 44842	2/10/2003	4068803	$1,242
GRIBBLE IGA #77092	430 N. JEFFERSON LOUDONVILLE, OH 44842	1/2/2003	4042879	$630
GRIBBLE IGA #77092	430 N. JEFFERSON LOUDONVILLE, OH 44842	1/23/2003	4068105	$1,354
GRIBBLE IGA #77092	430 N. JEFFERSON LOUDONVILLE, OH 44842	2/25/2003	4044309	$737
GRIDER'S FOOD	2701 S W 29TH OKLAHOMA CITY, OK 73119	3/19/2003	1000008318	$1,193
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	3/10/2003	23559359	$17,947
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	1/7/2003	23537124	$8,217
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	1/28/2003	23541832	$166
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	1/31/2003	23544243	$9,579
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	2/6/2003	23546350	$1,192
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	2/10/2003	23547396	$115
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	2/21/2003	23550600	$8,372
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	3/27/2003	23572720	$31,895
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	3/3/2003	23554824	$2,537
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	3/24/2003	23566829	$21,538
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	1/2/2003	25763960	$2,945
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	1/8/2003	25768026	$7,603
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	2/5/2003	25778868	$50
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	2/11/2003	25781313	$8,584
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	2/27/2003	25788638	$22
GRIFFIN FOOD CO.	GRIFFIN HOLDINGS DEPT 1836 TULSA, OK 74182	3/31/2003	23575345	$22,325
GRIFFIN HOLDER	P.O.BOX 511 ROCKY FORD, CO 81067	1/13/2003	25768800	$7,487
GRIFFIN HOLDER	P.O.BOX 511 ROCKY FORD, CO 81067	1/3/2003	25766230	$6,557
GRIFFIN HOLDER	P.O.BOX 511 ROCKY FORD, CO 81067	1/8/2003	25768193	$16,257
GRIFFIN HOLDER	P.O.BOX 511 ROCKY FORD, CO 81067	1/29/2003	25775356	$5,556
GRIFFIN HOLDER	P.O.BOX 511 ROCKY FORD, CO 81067	1/31/2003	25777337	$7,023
GRIFFIN HOLDER	P.O.BOX 511 ROCKY FORD, CO 81067	2/21/2003	25786356	$8,196
GRIFFIN HOLDER	P.O.BOX 511 ROCKY FORD, CO 81067	1/23/2003	25772947	$8,711

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GRIFFIN HOLDER	P.O.BOX 511 ROCKY FORD, CO 81067	3/25/2003	23565525	$13,155
GRIFFIN HOLDER	P.O.BOX 511 ROCKY FORD, CO 81067	3/25/2003	23572034	$9,019
GRIFFIN'S COMMUNICATIONS, INC.	P.O. BOX 2010 DENNIS, MA 02638	3/28/2003	4070168	$1,000
GRIFFIN'S COMMUNICATIONS, INC.	P.O. BOX 2010 DENNIS, MA 02638	1/2/2003	4067772	$1,000
GRIFFIN'S COMMUNICATIONS, INC.	P.O. BOX 2010 DENNIS, MA 02638	3/3/2003	4069179	$1,000
GRIFFIN'S COMMUNICATIONS, INC.	P.O. BOX 2010 DENNIS, MA 02638	2/11/2003	4068944	$1,000
GRIMES PRODUCE CO	PO BOX 2367 3137 PAUL BUCHMAN HWY PLANT CITY, FL	3/24/2003	23571160	$1,021
GRIMES PRODUCE CO	PO BOX 2367 3137 PAUL BUCHMAN HWY PLANT CITY, FL	3/28/2003	23574744	$3,245
GRIMES PRODUCE CO	PO BOX 2367 3137 PAUL BUCHMAN HWY PLANT CITY, FL	3/10/2003	23560165	$2,574
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/20/2003	23549547	$37,994
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/4/2003	23555753	$32,330
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/3/2003	23554737	$40,059
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/28/2003	23554423	$38,402
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/27/2003	23554273	$3,185
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/24/2003	23552670	$71,811
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/18/2003	23551581	$17,411
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/10/2003	23547353	$21,322
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/6/2003	23536041	$81,599
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/6/2003	23537069	$9,331
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/7/2003	23537580	$21,851
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/7/2003	23537890	$9,151
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/10/2003	23538171	$36,354
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/14/2003	23538969	$46,815
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/14/2003	23539564	$3,057
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/14/2003	23539716	$37,066
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/23/2003	23539930	$90,924
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/4/2003	23545955	$18,718
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/8/2003	23534163	$57,913
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/7/2003	23535173	$11,336
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/3/2003	23531965	$37,448
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/11/2003	23547965	$24,791
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/20/2003	23552226	$15,681
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/4/2003	23545793	$4,941
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/25/2003	23553770	$33,242
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/22/2003	23541451	$46,022
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/23/2003	23541016	$2,209
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/22/2003	23541248	$9,343
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/30/2003	23544157	$61,655
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/24/2003	23541724	$60,246
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/27/2003	23543038	$86,129
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/28/2003	23543426	$8,984
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/30/2003	23543811	$23,411
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/23/2003	23540708	$15,503
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/6/2003	23546256	$57,233
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/3/2003	23545289	$10,408

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/3/2003	23533869	$29,360
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/21/2003	23550246	$26,245
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/20/2003	23550085	$4,026
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/18/2003	23566748	$19,321
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/18/2003	23548451	$65,206
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/31/2003	23575226	$63,435
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/27/2003	23573483	$14,619
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/25/2003	23571770	$23,922
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/26/2003	23572649	$6,243
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/25/2003	23569132	$26,914
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/17/2003	23550511	$92,195
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/28/2003	23574138	$36,651
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/5/2003	23556636	$779
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/3/2003	23535659	$16,895
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/3/2003	23533659	$29,019
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	1/3/2003	23533031	$34,609
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/21/2003	23552376	$40,388
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/6/2003	23557397	$4,630
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	2/11/2003	23548117	$35,169
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/28/2003	23570198	$69,409
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/7/2003	23558095	$34,673
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/12/2003	23561465	$4,421
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/11/2003	23560748	$29,823
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/17/2003	23564980	$69,702
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/14/2003	23564037	$26,366
GRIMMWAY FARMS	P.O.BOX 81498 BAKERSFIELD, CA 93380	3/10/2003	23559217	$80,377
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	3/31/2003	1000009688	$2,816
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	3/21/2003	2576979	$164
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	2/27/2003	2571903	$103
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	1/17/2003	2569770	$293
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	3/17/2003	2576846	$95
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	3/7/2003	2572270	$254
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	1/9/2003	2569422	$253
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	2/11/2003	2571003	$101
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	1/3/2003	2569119	$74
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	2/6/2003	2570821	$85
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	2/3/2003	2570652	$89
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	1/30/2003	2570485	$176
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	2/13/2003	2571146	$102
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	1/21/2003	2569930	$55
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	3/19/2003	2577195	$12
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	3/13/2003	2576726	$285
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	3/3/2003	2572080	$23
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	1/23/2003	2570069	$117
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	3/24/2003	2577335	$248

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	2/24/2003	2571718	$112
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	2/21/2003	2571501	$263
GRINGO PASS INC	PO BOX 266 LUKEVILLE, AZ 85341	3/31/2003	2577714	$236
GRINNEL FIRE PROTECTION	859 BUTLER DR MOBILE, AL 36693	3/31/2003	23575947	$1,118
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	3/7/2003	23558417	$2,255
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	3/11/2003	23560969	$2,747
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	2/26/2003	25788816	$4,503
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	3/25/2003	23572028	$5,301
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	3/26/2003	23569408	$3,487
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	3/24/2003	23567046	$3,396
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	3/17/2003	23565513	$3,013
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	2/25/2003	23553892	$3,563
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	2/20/2003	23550856	$3,492
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	3/28/2003	23574435	$1,363
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	2/11/2003	23547489	$4,877
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	3/4/2003	23556037	$3,798
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	3/6/2003	25791779	$4,219
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	2/18/2003	23549655	$3,032
GRISSOMS SALADS <MRS	2500 BRANSFORD AVE P.O.BOX 40231 NASHVILLE, TN 3	2/18/2003	23551737	$3,812
GROCERY MARKETING INC	DEPT 77-6074 CHICAGO, IL 60678	1/22/2003	23541014	$20,253
GROCERY MARKETING INC	DEPT 77-6074 CHICAGO, IL 60678	3/7/2003	23558081	$500
GROCERY MARKETING INC	DEPT 77-6074 CHICAGO, IL 60678	1/14/2003	23539361	$2,344
GROCERY MARKETING INC	DEPT 77-6074 CHICAGO, IL 60678	1/13/2003	25769076	$131,416
GROCERY MARKETING INC	DEPT 77-6074 CHICAGO, IL 60678	2/12/2003	23547964	$60
GROCERY MARKETING INC	DEPT 77-6074 CHICAGO, IL 60678	1/17/2003	23539918	$22,025
GROCERY MARKETING INC	DEPT 77-6074 CHICAGO, IL 60678	1/27/2003	23541697	$25,228
GROCERY STORE	11720 FOOTHILLS YUMA, AZ 85364	3/26/2003	1000009831	$4,642
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	1/2/2003	25763681	$4,340
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	2/18/2003	23549838	$5,305
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	2/12/2003	25783164	$155
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	1/2/2003	25765102	$1,173
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	1/6/2003	25766538	$7,226
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	3/27/2003	23573963	$13,425
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	3/14/2003	23564715	$7,354
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	3/26/2003	23573329	$2,891
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	2/24/2003	25786662	$1,414
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	1/30/2003	25775727	$3,184
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	1/30/2003	25777074	$5,083
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	2/3/2003	25777637	$2,487
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	1/8/2003	25767704	$877
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	2/5/2003	25778709	$15,407
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	3/12/2003	23562149	$13,775
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	3/11/2003	23561344	$2,519
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	2/12/2003	25781847	$1,857
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	1/9/2003	25768573	$21,857

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	2/25/2003	23554083	$7,635
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	2/4/2003	23547739	$11,982
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	1/27/2003	25774572	$12,451
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	3/10/2003	25792820	$14,110
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	1/6/2003	23537531	$1,647
GROSVENOR MARKETING LTD	P O BOX 23183 NEWARK, NJ 07189	2/10/2003	25780664	$1,754
GROTZKE CATHY	127 CHURCH ST.	2/4/2003	63498	$301
GROTZKE CATHY	127 CHURCH ST.	1/22/2003	58741	$242
GROTZKE CATHY	127 CHURCH ST.	1/22/2003	58741	$204
GROTZKE CATHY	127 CHURCH ST.	1/9/2003	54746	$186
GROTZKE CATHY	127 CHURCH ST.	1/9/2003	54746	$105
GROTZKE CATHY	127 CHURCH ST.	2/13/2003	67223	$234
GROTZKE CATHY	127 CHURCH ST.	2/27/2003	72076	$264
GROTZKE CATHY	127 CHURCH ST.	3/7/2003	75047	$229
GROTZKE CATHY	127 CHURCH ST.	2/13/2003	67223	$162
GROTZKE CATHY	127 CHURCH ST.	2/27/2003	72076	$247
GROTZKE CATHY	127 CHURCH ST.	3/13/2003	77985	$237
GROTZKE CATHY	127 CHURCH ST.	3/25/2003	84374	$276
GROVER SNB #50194	2914 S 70TH ST PHILADELPHIA, PA 19142	3/17/2003	4044311	$177
GROVER SNB #50194	2914 S 70TH ST PHILADELPHIA, PA 19142	1/8/2003	4042881	$292
GROVER SNB #50194	2914 S 70TH ST PHILADELPHIA, PA 19142	1/8/2003	4043390	$331
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/18/2003	23552025	$10,468
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/24/2003	23541404	$22,317
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/26/2003	23573324	$4,640
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/6/2003	23535881	$6,000
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/5/2003	23545916	$4,075
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/12/2003	23548073	$2,360
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/6/2003	23535605	$11,536
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/6/2003	23536893	$8,694
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/6/2003	23537528	$1,034
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/8/2003	23537837	$9,248
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/10/2003	23538084	$892
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/10/2003	23538849	$1,647
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/15/2003	23539533	$5,722
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/16/2003	23539832	$4,214
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/3/2003	23545103	$9,850
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/24/2003	23541209	$10,030
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/15/2003	23539317	$4,253
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/24/2003	23541582	$1,434
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/24/2003	23542864	$15,663
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/27/2003	23543389	$5,551
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/29/2003	23543620	$6,931
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/31/2003	23543778	$3,435
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/30/2003	23544028	$13,834
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/7/2003	23546144	$17,823

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/21/2003	23540592	$11,762
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/6/2003	23535005	$6,154
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/4/2003	23547737	$9,746
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/7/2003	23547195	$1,778
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/21/2003	23552561	$18,982
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/31/2003	23545607	$15,739
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/10/2003	23560542	$8,949
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/25/2003	23554082	$5,086
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/24/2003	23553607	$24,851
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/19/2003	23552203	$1,580
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	1/15/2003	23539680	$1,946
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/21/2003	23551424	$23,747
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/19/2003	23550051	$1,358
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/20/2003	23550210	$8,978
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/4/2003	23556508	$11,192
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/14/2003	23549407	$9,283
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/11/2003	23548319	$7,950
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	2/28/2003	23554616	$11,999
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/31/2003	23576428	$19,723
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/7/2003	23558980	$26,685
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/11/2003	23561340	$723
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/12/2003	23562146	$1,679
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/13/2003	23562823	$6,258
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/24/2003	23564708	$8,022
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/28/2003	23566509	$40,877
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/24/2003	23567620	$902
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/27/2003	23569959	$13,185
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/24/2003	23571516	$21,966
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/25/2003	23572496	$5,426
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/28/2003	23574970	$21,925
GROWERS EXPRESS	PO BOX 948 SALINAS, CA 93902	3/3/2003	23555580	$26,021
GS ENTERPRISES	13421 W 78 ST LENEXA, KS 66216	3/31/2003	23575918	$1,950
GS ENTERPRISES	13421 W 78 ST LENEXA, KS 66216	2/6/2003	25776079	$1,924
GS ENTERPRISES	13421 W 78 ST LENEXA, KS 66216	1/15/2003	25768316	$2,600
GS ENTERPRISES	13421 W 78 ST LENEXA, KS 66216	2/14/2003	25781005	$3,840
GS ENTERPRISES	13421 W 78 ST LENEXA, KS 66216	3/24/2003	23570905	$3,080
GS ENTERPRISES	13421 W 78 ST LENEXA, KS 66216	3/27/2003	23565885	$3,217
GS ENTERPRISES	13421 W 78 ST LENEXA, KS 66216	3/12/2003	25792633	$950
GS ENTERPRISES	13421 W 78 ST LENEXA, KS 66216	3/10/2003	23559967	$8,285
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	2/25/2003	23553754	$3,221
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	2/6/2003	25778818	$400
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	2/10/2003	25780192	$5,963
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	2/13/2003	25782483	$27,237
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	2/18/2003	25783257	$7,529
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	2/21/2003	25784238	$40,026

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	2/28/2003	25788546	$17,452
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	3/7/2003	25791509	$1,131
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	3/10/2003	25792395	$7,791
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	1/13/2003	25768655	$7,427
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	2/24/2003	25786146	$13,776
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	1/27/2003	25773964	$13,050
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	1/9/2003	25766867	$6,400
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	2/3/2003	25777158	$10,548
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	2/18/2003	23551561	$2,247
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	1/23/2003	25772000	$12,410
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	3/7/2003	23558058	$17,851
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	3/10/2003	23559161	$1,861
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	3/24/2003	23564907	$12,985
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	3/25/2003	23569092	$9,752
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	3/24/2003	23570135	$6,554
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	3/28/2003	23574098	$286
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	3/31/2003	23575159	$5,157
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	1/6/2003	25765258	$4,554
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	1/10/2003	23538950	$29,195
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	1/6/2003	25766033	$7,421
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	3/24/2003	23566705	$4,671
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	1/2/2003	25763788	$19,044
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	1/29/2003	23543017	$1,334
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	3/3/2003	25789340	$13,802
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	1/31/2003	23545272	$13,522
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	1/31/2003	25776362	$14,152
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	1/23/2003	25772757	$6,917
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	2/6/2003	25779424	$487
GST CORPORATION	PO BOX 2121 MEMPHIS, TN 38159	1/22/2003	25771199	$23,875
GTI-DDS	P O BOX 410211 KANSAS CITY, MO 64141	3/28/2003	23575008	$1,836
GTI-DDS	P O BOX 410211 KANSAS CITY, MO 64141	2/14/2003	25783786	$292
GTI-DDS	P O BOX 410211 KANSAS CITY, MO 64141	3/24/2003	23568138	$208
GTS PREPAID	10 STOW ROAD #200	1/15/2003	56431	$2,460
GUARDIAN FUELING TECHNOLOGIES	PO BOX 58120 JACKSONVILLE, FL 32241	3/11/2003	23561198	$1,952
GUARDIAN FUELING TECHNOLOGIES	PO BOX 58120 JACKSONVILLE, FL 32241	3/26/2003	23573124	$197
GUARDSMARK	FILE 6498 LOS ANGELES, CA 90074	3/10/2003	1000008388	$2,268
GUARDSMARK	FILE 6498 LOS ANGELES, CA 90074	3/7/2003	1000008068	$2,268
GUARDSMARK	PO BOX 11407 BIRMONGHAM, AL 35246	3/5/2003	23557277	$5,240
GUARDSMARK	FILE 6498 LOS ANGELES, CA 90074	1/22/2003	25773732	$2,557
GUARDSMARK	FILE 6498 LOS ANGELES, CA 90074	3/14/2003	23564483	$2,268
GUARDSMARK	FILE 6498 LOS ANGELES, CA 90074	1/21/2003	23540377	$2,557
GUARDSMARK	FILE 6498 LOS ANGELES, CA 90074	1/24/2003	23542487	$2,412
GUARDSMARK	FILE 6498 LOS ANGELES, CA 90074	1/13/2003	25769912	$2,412
GUARDSMARK	FILE 6498 LOS ANGELES, CA 90074	3/26/2003	23573082	$2,602
GUARDSMARK	FILE 6498 LOS ANGELES, CA 90074	1/31/2003	23544797	$2,026

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GUARDSMARK	FILE 6498 LOS ANGELES, CA 90074	2/18/2003	25785216	$4,536
GUARDSMARK	FILE 6498 LOS ANGELES, CA 90074	3/6/2003	23557738	$2,268
GUENTHER & SON INC<C.H.	WHITE LILY FOODS PO BOX 840441 DALLAS, TX 75284	3/31/2003	23576317	$16,980
GUENTHER & SON INC<C.H.	WHITE LILY FOODS PO BOX 840441 DALLAS, TX 75284	3/4/2003	25790843	$25,599
GUENTHER & SON INC<C.H.	WHITE LILY FOODS PO BOX 840441 DALLAS, TX 75284	3/26/2003	23573266	$17,881
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	2/3/2003	25778259	$5,221
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	2/10/2003	25781367	$3,853
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	2/21/2003	25784995	$5,988
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	2/24/2003	23552824	$2,996
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	1/21/2003	23540756	$3,525
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	3/17/2003	23565217	$15,282
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	1/27/2003	25775249	$1,217
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	3/3/2003	23554891	$8,820
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	2/11/2003	25782030	$3,500
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	3/25/2003	23569265	$915
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	1/3/2003	23536180	$3,034
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	1/27/2003	23541916	$7,154
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	2/7/2003	23546430	$4,410
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	2/17/2003	23550669	$4,294
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	3/10/2003	23559461	$3,610
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	3/31/2003	23575439	$3,863
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	3/26/2003	23572765	$8,774
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	2/24/2003	25788053	$163
GUENTHER & SONS INC<C.H.	PIONEER FLOUR MILLS PO BOX 840441 DALLAS, TX 7528	1/8/2003	25755104	$6,214
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	1/21/2003	25768814	$3,544
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	1/10/2003	25766242	$1,661
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	1/23/2003	25772272	$4,621
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	1/23/2003	25771339	$1,572
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	1/6/2003	25764330	$4,264
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	3/10/2003	25789532	$866
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	3/26/2003	23565584	$5,968
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	3/24/2003	23570692	$5,674
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	3/12/2003	25788845	$3,636
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	3/21/2003	23569438	$1,892
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	2/3/2003	25776655	$3,192
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	3/24/2003	23559761	$866
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	3/31/2003	23575719	$1,633
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	1/6/2003	25762074	$2,999
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	2/24/2003	25784503	$513
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	2/21/2003	25783469	$6,130
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	2/3/2003	25777353	$976
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	1/31/2003	25774228	$5,521
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	2/27/2003	25786963	$6,076
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	3/24/2003	23558452	$5,337
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	1/6/2003	25763394	$1,471

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	3/25/2003	23572060	$433
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	1/23/2003	25772957	$1,288
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	1/6/2003	25761273	$544
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	2/24/2003	25785082	$1,115
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	3/24/2003	23562484	$775
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	3/12/2003	25786366	$1,281
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	2/12/2003	25780949	$974
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	2/12/2003	25780406	$1,576
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	2/10/2003	25779707	$3,248
GUIDRY PRODUCE MARKET <KEVIN	3619 MOSS STREET LAFAYETTE, LA 70507	3/13/2003	25792575	$1,205
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	2/25/2003	23553921	$1,709
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	1/7/2003	23537992	$4,717
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	1/22/2003	23541101	$1,793
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	1/24/2003	23542244	$7,398
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	1/28/2003	23543495	$6,687
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	3/26/2003	23572938	$1,572
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	1/3/2003	23536420	$3,844
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	3/31/2003	23575772	$1,752
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	1/27/2003	23543203	$3,144
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	3/3/2003	23555119	$1,679
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	3/11/2003	23561017	$1,291
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	3/17/2003	23565668	$3,570
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	3/28/2003	23570749	$7,036
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	3/25/2003	23572091	$1,572
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	2/24/2003	23553101	$1,161
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	1/7/2003	23537696	$3,504
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	1/31/2003	23545444	$298
GUITTARD CHOCOLATE	FILE NUMBER: 73033 P.O.BOX 60000 SAN FRANCISCO, C	2/20/2003	23550941	$1,715
GULF-GREAT LAKES	PACKAGING CORP	1/24/2003	59856	$1,153
GULF-GREAT LAKES	PACKAGING CORP	2/17/2003	68495	$469
GULF-GREAT LAKES	PACKAGING CORP	1/2/2003	52449	$1,050
GULFPORT SEAFOOD INC	8016 N.MAY AVE OKLAHOMA CITY, OK 73120	3/31/2003	23575189	$4,238
GULFPORT SEAFOOD INC	8016 N.MAY AVE OKLAHOMA CITY, OK 73120	3/26/2003	23572632	$11,805
GULFPORT SEAFOOD INC	8016 N.MAY AVE OKLAHOMA CITY, OK 73120	3/5/2003	25790309	$14,468
GULFPORT SEAFOOD INC	8016 N.MAY AVE OKLAHOMA CITY, OK 73120	3/5/2003	23556619	$8,086
GULFPORT SEAFOOD INC	8016 N.MAY AVE OKLAHOMA CITY, OK 73120	3/28/2003	23564026	$11,267
GULFPORT SEAFOOD INC	8016 N.MAY AVE OKLAHOMA CITY, OK 73120	3/7/2003	23558077	$4,771
GULFPORT SEAFOOD INC	8016 N.MAY AVE OKLAHOMA CITY, OK 73120	3/6/2003	23557388	$188
GULFPORT SEAFOOD INC	8016 N.MAY AVE OKLAHOMA CITY, OK 73120	3/28/2003	23574118	$14,922
GULFPORT SEAFOOD INC	8016 N.MAY AVE OKLAHOMA CITY, OK 73120	3/20/2003	23568235	$9,202
GULFPORT SEAFOOD INC	8016 N.MAY AVE OKLAHOMA CITY, OK 73120	3/28/2003	23570163	$3,313
GUNNETT, GORDON E	C/O ALTOONA DIV	3/18/2003	80354	$151
GUNNETT, GORDON E	C/O ALTOONA DIV	3/25/2003	84436	$151
GUNNETT, GORDON E	C/O ALTOONA DIV	2/11/2003	66116	$151
GUNNETT, GORDON E	C/O ALTOONA DIV	1/23/2003	59322	$152

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GUNNETT, GORDON E	C/O ALTOONA DIV	1/14/2003	56043	$155
GUNNETT, GORDON E	C/O ALTOONA DIV	3/11/2003	76364	$154
GUNNETT, GORDON E	C/O ALTOONA DIV	1/7/2003	53981	$156
GUNNETT, GORDON E	C/O ALTOONA DIV	3/5/2003	74079	$164
GUNNETT, GORDON E	C/O ALTOONA DIV	2/25/2003	71098	$151
GUNNETT, GORDON E	C/O ALTOONA DIV	2/4/2003	63545	$151
GUNNETT, GORDON E	C/O ALTOONA DIV	2/19/2003	69251	$151
GUNNETT, GORDON E	C/O ALTOONA DIV	1/28/2003	61039	$155
GUNNOE FARMS INC <R G	2115 OAKRIDGE DR CHARLESTON, WV 25311	3/24/2003	23571283	$2,712
GUNNOE FARMS INC <R G	2115 OAKRIDGE DR CHARLESTON, WV 25311	3/17/2003	23566276	$1,675
GUNNOE FARMS INC <R G	2115 OAKRIDGE DR CHARLESTON, WV 25311	3/10/2003	23560297	$3,176
GUNNOE FARMS INC <R G	2115 OAKRIDGE DR CHARLESTON, WV 25311	3/3/2003	23555416	$2,278
GUNNOE FARMS INC <R G	2115 OAKRIDGE DR CHARLESTON, WV 25311	2/24/2003	23553450	$1,424
GUNNOE FARMS INC <R G	2115 OAKRIDGE DR CHARLESTON, WV 25311	2/10/2003	23544937	$3,509
GUNNOE FARMS INC <R G	2115 OAKRIDGE DR CHARLESTON, WV 25311	2/3/2003	23542651	$1,618
GUNNOE FARMS INC <R G	2115 OAKRIDGE DR CHARLESTON, WV 25311	1/21/2003	23538716	$3,250
GUNNOE FARMS INC <R G	2115 OAKRIDGE DR CHARLESTON, WV 25311	1/29/2003	23540478	$2,531
GUNNOE FARMS INC <R G	2115 OAKRIDGE DR CHARLESTON, WV 25311	2/10/2003	23549237	$4,239
GUNNOE FARMS INC <R G	2115 OAKRIDGE DR CHARLESTON, WV 25311	3/31/2003	23576204	$1,491
GUNNOE FARMS INC <R G	2115 OAKRIDGE DR CHARLESTON, WV 25311	2/18/2003	23547031	$2,670
GUNNOE FARMS INC <R G	2115 OAKRIDGE DR CHARLESTON, WV 25311	2/17/2003	23551257	$3,628
GUNTER AFB COMMISSARY	DFAS-CO BLDG 811 GUNTER AFB, AL 36114	1/29/2003	2120024	$78
GUNTER AFB COMMISSARY	DFAS-CO BLDG 811 GUNTER AFB, AL 36114	3/28/2003	1000010318	$224
GUNTER AFB COMMISSARY	DFAS-CO BLDG 811 GUNTER AFB, AL 36114	1/29/2003	2120025	$86
GUNTER AFB COMMISSARY	DFAS-CO BLDG 811 GUNTER AFB, AL 36114	1/17/2003	2119878	$148
GUNTER AFB COMMISSARY	DFAS-CO BLDG 811 GUNTER AFB, AL 36114	3/19/2003	1000009375	$269
GUNTER AFB COMMISSARY	DFAS-CO BLDG 811 GUNTER AFB, AL 36114	2/19/2003	1000005977	$266
GUNTER AFB COMMISSARY	DFAS-CO BLDG 811 GUNTER AFB, AL 36114	3/3/2003	1000007682	$201
GUS GENT	1236 PENNSYLVANIA AVE. OAKMONT, PA 15139	1/8/2003	4067751	$399
GUS GENT	1236 PENNSYLVANIA AVE. OAKMONT, PA 15139	1/23/2003	4068243	$255
GUS GENT	1236 PENNSYLVANIA AVE. OAKMONT, PA 15139	1/29/2003	4068386	$389
GUS GENT	1236 PENNSYLVANIA AVE. OAKMONT, PA 15139	2/7/2003	4068848	$408
GUS GENT	1236 PENNSYLVANIA AVE. OAKMONT, PA 15139	2/20/2003	4069083	$310
GUS GENT	1236 PENNSYLVANIA AVE. OAKMONT, PA 15139	3/3/2003	4069213	$307
GUTTENPLAN'S BAKERY	100 HIGHWAY 36 MIDDLETOWN, NJ 07748	1/2/2003	25763897	$18,878
GUTTILLA & MURPHEY PC	4150 W NORTHERN AVE PHOENIX, AZ 85051	3/24/2003	23566031	$1,170
GUYER, LEE R	C/O ALTOONA DIV	2/25/2003	71097	$140
GUYER, LEE R	C/O ALTOONA DIV	1/7/2003	53980	$140
GUYER, LEE R	C/O ALTOONA DIV	1/3/2003	53032	$140
GUYER, LEE R	C/O ALTOONA DIV	1/28/2003	61038	$70
GUYER, LEE R	C/O ALTOONA DIV	1/14/2003	56042	$117
GUYER, LEE R	C/O ALTOONA DIV	1/23/2003	59321	$140
GUYER, LEE R	C/O ALTOONA DIV	3/11/2003	76363	$70
GUYER, LEE R	C/O ALTOONA DIV	3/18/2003	80353	$142
GUYER, LEE R	C/O ALTOONA DIV	3/5/2003	74078	$140

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GUYER, LEE R	C/O ALTOONA DIV	2/19/2003	69250	$140
GUYER, LEE R	C/O ALTOONA DIV	2/11/2003	66115	$140
GUYER, LEE R	C/O ALTOONA DIV	2/4/2003	63544	$70
GUYER, LEE R	C/O ALTOONA DIV	3/25/2003	84435	$210
GUYLIAN USA INC	560 SYLVAN AVE ENGLEWOOD CLIFFS, NJ 07632	1/10/2003	25767207	$2,074
GUY'S TOWING SERVICE INC	PO BOX 60816 LAFAYETTE, LA 70596	3/10/2003	25792282	$494
GUY'S TOWING SERVICE INC	PO BOX 60816 LAFAYETTE, LA 70596	2/13/2003	25782375	$798
GWALTNEY	P.O.BOX 489 SMITHFIELD VA 23431	2/28/2003	25789999	$1,599
GWALTNEY	P.O.BOX 489 SMITHFIELD VA 23431	3/31/2003	23575569	$980
GWALTNEY	P.O.BOX 489 SMITHFIELD VA 23431	3/28/2003	23570544	$1,260
GWALTNEY	P.O.BOX 489 SMITHFIELD VA 23431	2/18/2003	25783410	$3,118
GWALTNEY	P.O.BOX 489 SMITHFIELD VA 23431	3/17/2003	23565385	$739
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	3/31/2003	23575147	$30,841
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	3/17/2003	23564895	$29,333
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	3/10/2003	23559148	$93,665
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	3/24/2003	23566698	$7,712
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	3/24/2003	23568213	$1,411
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	3/28/2003	23570122	$31,286
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	3/25/2003	23571728	$25,281
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	3/14/2003	23563996	$10,173
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	2/28/2003	23554410	$18,318
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	2/14/2003	23548387	$36,330
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/31/2003	23544095	$61,653
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	2/4/2003	23545945	$2,892
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	2/11/2003	23547755	$62,003
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	2/11/2003	23548102	$29,684
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/27/2003	23541651	$22,336
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/2/2003	25765254	$603
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/13/2003	23539706	$20,777
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	3/28/2003	23574087	$7,424
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	2/24/2003	23552617	$72,791
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/13/2003	23539352	$1,242
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	2/21/2003	23550457	$44,330
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	3/3/2003	23554682	$27,037
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	2/19/2003	23550234	$28,029
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	2/7/2003	23546203	$91,705
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/31/2003	25777699	$2,889
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/7/2003	25766629	$8,115
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/8/2003	25766860	$7,464
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/7/2003	25767915	$25,194
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/27/2003	25774639	$28,353
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	2/24/2003	25786732	$2,441
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/28/2003	23543798	$17,277
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	3/7/2003	23558049	$51,284
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/21/2003	23539882	$52,192

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	3/4/2003	23555714	$7,112
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/7/2003	23535980	$73,471
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	1/10/2003	23538123	$3,946
GWALTNEY OF SMITHFIELD	PO BOX 403225 ATLANTA, GA 30384	2/10/2003	25780742	$20,565
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	2/26/2003	25787084	$9,046
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	1/21/2003	25771401	$3,750
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	1/31/2003	25776813	$8,195
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	3/28/2003	23572210	$2,583
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	1/31/2003	25776109	$5,295
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	2/18/2003	25783563	$11,986
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	1/13/2003	25767414	$46
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	3/7/2003	23558652	$2,438
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	1/29/2003	25774353	$2,900
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	1/6/2003	25766349	$10,412
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	1/2/2003	25764641	$2,733
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	3/17/2003	23565965	$2,552
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	2/6/2003	25779852	$2,650
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	1/2/2003	25763499	$3,398
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	1/8/2003	25766756	$1,546
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	2/3/2003	25777435	$6,974
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	3/3/2003	25789614	$2,587
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	2/5/2003	25777942	$9,254
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	2/10/2003	25780488	$7,050
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	2/14/2003	25782926	$2,707
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	3/31/2003	23575967	$2,492
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	3/26/2003	23569617	$7,076
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	3/10/2003	23560024	$1,936
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	3/3/2003	25789005	$87
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	3/3/2003	25790121	$2,417
H & H BROKERAGE INC	PO BOX 725 BRINKLEY, AR 72021	3/10/2003	25792654	$9,868
H & H FIRE SERVICE	110 SOUTHGATE ROAD DOTHAN, AL 36302	2/21/2003	25786051	$373
H & H FIRE SERVICE	110 SOUTHGATE ROAD DOTHAN, AL 36302	3/14/2003	23564740	$373
H & J TRADING CO	PO BOX 1367 SAN RAMON, CA 94583	1/8/2003	23537647	$4,551
H & J TRADING CO	PO BOX 1367 SAN RAMON, CA 94583	2/3/2003	23544387	$10,340
H & J TRADING CO	PO BOX 1367 SAN RAMON, CA 94583	3/12/2003	23561641	$1,420
H & J TRADING CO	PO BOX 1367 SAN RAMON, CA 94583	2/12/2003	23545383	$486
H & J TRADING CO	PO BOX 1367 SAN RAMON, CA 94583	1/24/2003	23541489	$5,658
H & J TRADING CO	PO BOX 1367 SAN RAMON, CA 94583	3/24/2003	23565346	$2,910
H & J TRADING CO	PO BOX 1367 SAN RAMON, CA 94583	1/3/2003	23535312	$8,551
H & J TRADING CO	PO BOX 1367 SAN RAMON, CA 94583	3/4/2003	23555957	$3,655
H & K PRODUCTS INC	10246 ROAD P COLUMBUS GROVE, OH 45830	3/18/2003	23567627	$734
H & K PRODUCTS INC	10246 ROAD P COLUMBUS GROVE, OH 45830	3/7/2003	23558986	$329
H & K PRODUCTS INC	10246 ROAD P COLUMBUS GROVE, OH 45830	1/6/2003	23535882	$387
H & K PRODUCTS INC	10246 ROAD P COLUMBUS GROVE, OH 45830	1/6/2003	23535606	$2,132
H & R DISTRIBUTING	DBA PEPE PRODUCE 1221 NW 22ND ST MIAMI, FL 33142	3/10/2003	23559934	$1,400

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
H & R DISTRIBUTING	DBA PEPE PRODUCE 1221 NW 22ND ST MIAMI, FL 33142	1/6/2003	23537338	$3,350
H & R DISTRIBUTING	DBA PEPE PRODUCE 1221 NW 22ND ST MIAMI, FL 33142	3/10/2003	25792619	$4,924
H & R DISTRIBUTING	DBA PEPE PRODUCE 1221 NW 22ND ST MIAMI, FL 33142	1/30/2003	25776749	$3,056
H & R DISTRIBUTING	DBA PEPE PRODUCE 1221 NW 22ND ST MIAMI, FL 33142	3/7/2003	23558582	$4,100
H & R DISTRIBUTING	DBA PEPE PRODUCE 1221 NW 22ND ST MIAMI, FL 33142	3/25/2003	23565844	$3,032
H & R PAVEMENT	1851 TRAM ROAD MOUNT OLIVE, NC 28365	2/19/2003	25784698	$1,340
H G HILLS # 05	201 EDDINGS LN NASHVILLE, TN 37214	3/19/2003	1000009175	$42
H G HILLS # 05	201 EDDINGS LN NASHVILLE, TN 37214	2/3/2003	2068023	$1,095
H G HILLS # 05	201 EDDINGS LN NASHVILLE, TN 37214	2/26/2003	1000007191	$46
H G HILLS # 05	201 EDDINGS LN NASHVILLE, TN 37214	1/2/2003	3039579	$188
H G HILLS # 05	201 EDDINGS LN NASHVILLE, TN 37214	2/26/2003	1000006600	$531
H G HILLS # 05	201 EDDINGS LN NASHVILLE, TN 37214	2/20/2003	1000006302	$440
H G HILLS # 05	201 EDDINGS LN NASHVILLE, TN 37214	1/2/2003	2067520	$596
H G HILLS # 05	201 EDDINGS LN NASHVILLE, TN 37214	3/19/2003	1000008808	$261
H G HILLS # 05	201 EDDINGS LN NASHVILLE, TN 37214	3/31/2003	1000010360	$687
H G HILLS # 05	201 EDDINGS LN NASHVILLE, TN 37214	2/3/2003	3040711	$192
H G HILLS # 08	4039 HILLSBORO RD NASHVILLE, TN 37215	1/22/2003	2068024	$4,004
H G HILLS # 08	4039 HILLSBORO RD NASHVILLE, TN 37215	3/31/2003	1000009176	$154
H G HILLS # 08	4039 HILLSBORO RD NASHVILLE, TN 37215	2/28/2003	1000006601	$1,329
H G HILLS # 08	4039 HILLSBORO RD NASHVILLE, TN 37215	2/28/2003	1000006303	$2,277
H G HILLS # 08	4039 HILLSBORO RD NASHVILLE, TN 37215	2/28/2003	1000007192	$236
H G HILLS # 08	4039 HILLSBORO RD NASHVILLE, TN 37215	3/31/2003	1000008809	$422
H G HILLS # 08	4039 HILLSBORO RD NASHVILLE, TN 37215	3/31/2003	1000010361	$2,326
H G HILLS # 08	4039 HILLSBORO RD NASHVILLE, TN 37215	1/22/2003	3040663	$798
H G HILLS # 08	4039 HILLSBORO RD NASHVILLE, TN 37215	1/9/2003	2067521	$619
H G HILLS # 09	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	3/25/2003	1000010362	$643
H G HILLS # 09	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	2/11/2003	2068025	$1,036
H G HILLS # 09	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	3/5/2003	1000007193	$103
H G HILLS # 09	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	3/5/2003	1000006304	$206
H G HILLS # 09	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	3/20/2003	1000008810	$315
H G HILLS # 09	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	3/4/2003	1000006602	$711
H G HILLS # 09	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	1/10/2003	2067522	$777
H G HILLS # 09	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	1/24/2003	3040712	$259
H G HILLS # 10	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006603	$1,111
H G HILLS # 10	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3040664	$347
H G HILLS # 10	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006305	$1,494
H G HILLS # 10	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3039582	$1,555
H G HILLS # 10	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	2068026	$4,250
H G HILLS # 10	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	2067523	$1,244
H G HILLS # 10	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000008811	$1,507
H G HILLS # 10	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/3/2003	1000007194	$57
H G HILLS # 10	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007915	$1,527
H G HILLS # 11	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	2068027	$5,393
H G HILLS # 11	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006306	$1,268
H G HILLS # 11	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000008812	$1,220

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
H G HILLS # 11	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3040665	$427
H G HILLS # 11	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007916	$2,064
H G HILLS # 11	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/3/2003	1000007195	$118
H G HILLS # 11	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006604	$1,844
H G HILLS # 11	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	2067524	$1,590
H G HILLS # 11	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3039583	$1,094
H G HILLS # 14	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	1/9/2003	2067525	$542
H G HILLS # 14	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	3/20/2003	1000008813	$469
H G HILLS # 14	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	3/4/2003	1000006605	$496
H G HILLS # 14	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	3/5/2003	1000007196	$49
H G HILLS # 14	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	1/24/2003	3040666	$328
H G HILLS # 14	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	2/11/2003	2068028	$810
H G HILLS # 14	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	3/25/2003	1000010365	$448
H G HILLS # 14	212 DICKERSON RD GOODLETTSVILLE PLAZA GOODLETTSVIL	3/4/2003	1000006307	$446
H G HILLS # 19	201 EDDINGS LN NASHVILLE, TN 37214	3/19/2003	1000009179	$35
H G HILLS # 19	201 EDDINGS LN NASHVILLE, TN 37214	1/2/2003	2067526	$714
H G HILLS # 19	201 EDDINGS LN NASHVILLE, TN 37214	2/19/2003	1000006308	$515
H G HILLS # 19	201 EDDINGS LN NASHVILLE, TN 37214	2/26/2003	1000006606	$647
H G HILLS # 19	201 EDDINGS LN NASHVILLE, TN 37214	2/26/2003	1000007197	$47
H G HILLS # 19	201 EDDINGS LN NASHVILLE, TN 37214	3/19/2003	1000008814	$383
H G HILLS # 19	201 EDDINGS LN NASHVILLE, TN 37214	3/31/2003	1000010366	$747
H G HILLS # 19	201 EDDINGS LN NASHVILLE, TN 37214	2/3/2003	2068029	$1,219
H G HILLS # 19	201 EDDINGS LN NASHVILLE, TN 37214	1/2/2003	3039585	$332
H G HILLS # 19	201 EDDINGS LN NASHVILLE, TN 37214	2/3/2003	3040713	$274
H G HILLS # 20	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006309	$851
H G HILLS # 20	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	2068030	$3,200
H G HILLS # 20	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000008815	$718
H G HILLS # 20	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007917	$1,289
H G HILLS # 20	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006607	$968
H G HILLS # 20	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3039586	$1,075
H G HILLS # 20	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	2067527	$968
H G HILLS # 20	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3040667	$334
H G HILLS # 20	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007198	$60
H G HILLS # 21	235 FRANKLIN RD BRENTWOOD, TN 37027	3/25/2003	1000010368	$1,265
H G HILLS # 21	235 FRANKLIN RD BRENTWOOD, TN 37027	2/4/2003	3040668	$456
H G HILLS # 21	235 FRANKLIN RD BRENTWOOD, TN 37027	3/3/2003	3041181	$1,415
H G HILLS # 21	235 FRANKLIN RD BRENTWOOD, TN 37027	3/14/2003	1000008816	$456
H G HILLS # 21	235 FRANKLIN RD BRENTWOOD, TN 37027	2/26/2003	1000007199	$102
H G HILLS # 21	235 FRANKLIN RD BRENTWOOD, TN 37027	1/23/2003	2068031	$2,073
H G HILLS # 21	235 FRANKLIN RD BRENTWOOD, TN 37027	2/19/2003	1000006608	$623
H G HILLS # 21	235 FRANKLIN RD BRENTWOOD, TN 37027	2/18/2003	1000006310	$1,308
H G HILLS # 22	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	2067529	$993
H G HILLS # 22	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3039588	$1,040
H G HILLS # 22	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007918	$1,154
H G HILLS # 22	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000008817	$964

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
H G HILLS # 22	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3040669	$192
H G HILLS # 22	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007200	$36
H G HILLS # 22	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006311	$898
H G HILLS # 22	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	2068032	$2,874
H G HILLS # 22	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006609	$788
H G HILLS # 31	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006312	$732
H G HILLS # 31	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007201	$34
H G HILLS # 31	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	2068033	$1,985
H G HILLS # 31	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	2067530	$563
H G HILLS # 31	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006610	$591
H G HILLS # 31	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000008818	$636
H G HILLS # 31	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007919	$746
H G HILLS # 31	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3039589	$1,069
H G HILLS # 34	201 EDDINGS LN NASHVILLE, TN 37214	3/19/2003	1000009183	$48
H G HILLS # 34	201 EDDINGS LN NASHVILLE, TN 37214	1/2/2003	2067531	$1,109
H G HILLS # 34	201 EDDINGS LN NASHVILLE, TN 37214	2/3/2003	2068034	$1,354
H G HILLS # 34	201 EDDINGS LN NASHVILLE, TN 37214	1/2/2003	3039590	$592
H G HILLS # 34	201 EDDINGS LN NASHVILLE, TN 37214	3/19/2003	1000008819	$246
H G HILLS # 34	201 EDDINGS LN NASHVILLE, TN 37214	2/19/2003	1000006313	$607
H G HILLS # 34	201 EDDINGS LN NASHVILLE, TN 37214	2/26/2003	1000007202	$54
H G HILLS # 34	201 EDDINGS LN NASHVILLE, TN 37214	2/26/2003	1000006611	$617
H G HILLS # 34	201 EDDINGS LN NASHVILLE, TN 37214	3/31/2003	1000010371	$750
H G HILLS # 34	201 EDDINGS LN NASHVILLE, TN 37214	2/3/2003	3040714	$201
H G HILLS # 38	212 GOODLETTSVILLE PLAZA GOODLETTSVILLE, TN 3707	3/20/2003	1000008820	$520
H G HILLS # 38	212 GOODLETTSVILLE PLAZA GOODLETTSVILLE, TN 3707	2/11/2003	2068035	$1,301
H G HILLS # 38	212 GOODLETTSVILLE PLAZA GOODLETTSVILLE, TN 3707	1/24/2003	3040715	$183
H G HILLS # 38	212 GOODLETTSVILLE PLAZA GOODLETTSVILLE, TN 3707	3/4/2003	1000006612	$597
H G HILLS # 38	212 GOODLETTSVILLE PLAZA GOODLETTSVILLE, TN 3707	3/25/2003	1000010372	$512
H G HILLS # 38	212 GOODLETTSVILLE PLAZA GOODLETTSVILLE, TN 3707	3/4/2003	1000006314	$605
H G HILLS # 38	212 GOODLETTSVILLE PLAZA GOODLETTSVILLE, TN 3707	1/9/2003	2067532	$811
H G HILLS # 38	212 GOODLETTSVILLE PLAZA GOODLETTSVILLE, TN 3707	3/5/2003	1000007203	$42
H G HILLS # 42	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	2068036	$2,686
H G HILLS # 42	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000008821	$814
H G HILLS # 42	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006613	$715
H G HILLS # 42	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006315	$821
H G HILLS # 42	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007920	$1,078
H G HILLS # 42	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3039592	$1,099
H G HILLS # 42	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3040671	$155
H G HILLS # 42	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	2067533	$776
H G HILLS # 42	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/3/2003	1000007204	$18
H G HILLS # 45	135 S. GALLATIN RD MADISON, TN 37115	3/28/2003	1000008822	$544
H G HILLS # 45	135 S. GALLATIN RD MADISON, TN 37115	2/19/2003	1000006316	$1,285
H G HILLS # 45	135 S. GALLATIN RD MADISON, TN 37115	3/14/2003	1000007205	$72
H G HILLS # 45	135 S. GALLATIN RD MADISON, TN 37115	3/14/2003	1000006614	$978
H G HILLS # 45	135 S. GALLATIN RD MADISON, TN 37115	1/28/2003	2068037	$2,402

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
H G HILLS # 45	135 S. GALLATIN RD MADISON, TN 37115	2/19/2003	3040672	$335
H G HILLS # 54	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006615	$628
H G HILLS # 54	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/3/2003	1000007206	$25
H G HILLS # 54	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3040673	$337
H G HILLS # 54	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3039594	$1,092
H G HILLS # 54	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	2068038	$2,574
H G HILLS # 54	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007921	$1,095
H G HILLS # 54	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006317	$760
H G HILLS # 54	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000008823	$790
H G HILLS # 54	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	2067535	$822
H G HILLS # 56	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3039595	$1,051
H G HILLS # 56	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/3/2003	1000007207	$55
H G HILLS # 56	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006616	$954
H G HILLS # 56	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3040674	$244
H G HILLS # 56	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006318	$1,084
H G HILLS # 56	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007922	$1,121
H G HILLS # 56	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000008824	$923
H G HILLS # 56	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	2067536	$679
H G HILLS # 56	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	2068039	$2,900
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	2/11/2003	1000005560	$1,000
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	3/17/2003	1000009187	$1,051
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	2/24/2003	1000007026	$1,000
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	2/18/2003	1000006319	$1,301
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	3/5/2003	1000007208	$29
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	2/6/2003	1000005296	$1,000
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	3/4/2003	1000007923	$1,000
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	1/28/2003	2068224	$1,000
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	1/8/2003	2067776	$1,000
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	3/17/2003	1000008825	$1,195
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	2/18/2003	1000006617	$414
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	3/27/2003	1000010377	$454
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	1/3/2003	2067703	$1,000
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	3/25/2003	1000009937	$1,000
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	1/14/2003	2067829	$1,000
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	1/22/2003	2067913	$1,000
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	1/22/2003	2068040	$916
H G HILLS # 61	P O BOX 1389 NOLENSVILLE, TN 37135	1/3/2003	2067537	$529
H G HILLS # 90	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	2067538	$926
H G HILLS # 90	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000008826	$1,267
H G HILLS # 90	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006618	$1,273
H G HILLS # 90	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/3/2003	1000007209	$45
H G HILLS # 90	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007924	$1,358
H G HILLS # 90	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	2068041	$4,258
H G HILLS # 90	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3039596	$1,145
H G HILLS # 90	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	3040675	$452

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
H G HILLS # 90	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006320	$1,235
H G HILLS # 93	4340 HARDING ROAD BELLE MEAD, TN 37205	2/28/2003	1000006619	$995
H G HILLS # 93	4340 HARDING ROAD BELLE MEAD, TN 37205	2/28/2003	1000006321	$1,833
H G HILLS # 93	4340 HARDING ROAD BELLE MEAD, TN 37205	3/31/2003	1000009189	$153
H G HILLS # 93	4340 HARDING ROAD BELLE MEAD, TN 37205	3/31/2003	1000008827	$265
H G HILLS # 93	4340 HARDING ROAD BELLE MEAD, TN 37205	2/28/2003	1000007210	$160
H G HILLS # 93	4340 HARDING ROAD BELLE MEAD, TN 37205	3/31/2003	1000010379	$1,945
H G HILLS # 93	4340 HARDING ROAD BELLE MEAD, TN 37205	2/18/2003	2068042	$3,245
H G HILLS # 93	4340 HARDING ROAD BELLE MEAD, TN 37205	1/22/2003	3040676	$590
H G HILLS # 93	4340 HARDING ROAD BELLE MEAD, TN 37205	1/10/2003	2067539	$419
H G HILLS # 95	P O BOX 1389 NOLENSVILLE, TN 37135	2/18/2003	1000006620	$376
H G HILLS # 95	P O BOX 1389 NOLENSVILLE, TN 37135	3/5/2003	1000007211	$38
H G HILLS # 95	P O BOX 1389 NOLENSVILLE, TN 37135	2/18/2003	1000006322	$377
H G HILLS # 95	P O BOX 1389 NOLENSVILLE, TN 37135	1/17/2003	2068043	$699
H G HILLS # 95	P O BOX 1389 NOLENSVILLE, TN 37135	3/17/2003	1000009190	$29
H G HILLS # 95	P O BOX 1389 NOLENSVILLE, TN 37135	3/17/2003	1000008828	$177
H G HILLS # 95	P O BOX 1389 NOLENSVILLE, TN 37135	1/3/2003	2067540	$968
H G HILLS #75	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006621	$1,510
H G HILLS #75	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/3/2003	1000007212	$146
H G HILLS #75	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000008829	$2,746
H G HILLS #75	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006323	$3,166
H G HILLS #75	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	3040746	$245
H G HILLS #75	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	2068044	$7,306
H G HILLS #75	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	2067541	$1,021
H G HILLS #75	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007925	$1,476
H G HILLS #86	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	1/15/2003	2067542	$1,239
H G HILLS #86	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000007926	$1,674
H G HILLS #86	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	2068045	$5,159
H G HILLS #86	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	1000008830	$2,717
H G HILLS #86	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/3/2003	1000007213	$114
H G HILLS #86	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006622	$1,507
H G HILLS #86	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	1000006324	$3,067
H G HILLS #86	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	3/20/2003	3040747	$414
H G HILLS #86	S & C FOODS 3323 OLD HICKORY BLVD OLD HICKORY, TN	2/19/2003	2068225	$898
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	3/10/2003	1000008261	$64,829
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	3/3/2003	1000007805	$17,361
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	3/4/2003	1000007706	$32,896
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	2/21/2003	1000006623	$90
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	2/18/2003	1000006325	$68,387
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	2/11/2003	1000005561	$48,761
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	2/18/2003	1000005992	$26,430
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	3/21/2003	1000009817	$40,367
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	1/30/2003	2068278	$50,240
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	1/6/2003	2067739	$2,803
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	3/28/2003	1000010383	$10,111

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	1/27/2003	2068242	$36,029
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	1/27/2003	2068046	$5,463
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	3/17/2003	1000008831	$39,703
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	3/25/2003	1000010164	$18,000
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	1/14/2003	2067884	$43,074
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	1/8/2003	2067818	$11,616
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	1/8/2003	2067777	$1,149
H G HILLS GROUP STORES	P O BOX 1023 GOODLETTSVILLE, TN 37070	3/28/2003	1000010527	$49,932
H P HOOD INC	P O BOX 4066	3/27/2003	85870	$492
H P HOOD INC	P O BOX 4066	3/20/2003	82174	$694
H P HOOD INC	P O BOX 4066	1/3/2003	52863	$5,550
H WALLACE HURRY	6413 LAVANO DR FORT WORTH, TX 76134	1/10/2003	5035855	$218
H WALLACE HURRY	6413 LAVANO DR FORT WORTH, TX 76134	1/2/2003	5035792	$338
H WALLACE HURRY	6413 LAVANO DR FORT WORTH, TX 76134	2/4/2003	5036346	$225
H WALLACE HURRY	6413 LAVANO DR FORT WORTH, TX 76134	2/14/2003	5036594	$283
H WALLACE HURRY	6413 LAVANO DR FORT WORTH, TX 76134	2/25/2003	5036778	$221
H WALLACE HURRY	6413 LAVANO DR FORT WORTH, TX 76134	1/27/2003	5036068	$71
H WALLACE HURRY	6413 LAVANO DR FORT WORTH, TX 76134	1/27/2003	5036193	$96
H WALLACE HURRY	6413 LAVANO DR FORT WORTH, TX 76134	3/25/2003	5037114	$379
H WALLACE HURRY	6413 LAVANO DR FORT WORTH, TX 76134	3/12/2003	5036951	$672
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	1/9/2003	23538503	$63,090
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	2/19/2003	25784542	$25,955
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	2/5/2003	25779758	$25,035
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	1/24/2003	23542266	$26,264
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	1/2/2003	25765575	$26,648
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	3/3/2003	23555139	$26,771
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	3/28/2003	23574526	$17,828
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	1/17/2003	23540246	$26,476
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	1/27/2003	23543208	$52,059
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	3/11/2003	23561031	$25,866
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	3/26/2003	23567930	$25,773
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	3/31/2003	23575800	$19,210
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	2/26/2003	25788180	$25,513
H&H DISTRIBUTING	5949 JACKSON ROAD ANN ARBOR, MI 48103	3/27/2003	23573698	$41,992
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	2/18/2003	23548332	$326
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	2/11/2003	23549861	$8,000
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	2/14/2003	23550404	$211
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	2/17/2003	23551466	$12,456
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	2/20/2003	23552350	$1,140
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	2/24/2003	23553645	$1,231
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	3/5/2003	23557288	$6,155
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	3/28/2003	23575029	$11,172
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	2/28/2003	23554629	$24,661
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	3/24/2003	23562192	$12,378
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	2/10/2003	23547256	$977

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	3/17/2003	23566586	$37,215
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	3/20/2003	23569001	$90,034
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	3/24/2003	23571611	$13,580
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	3/27/2003	23574008	$25,507
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	2/27/2003	23554394	$24,624
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	3/10/2003	23560615	$6,456
H.E.S. TRANSPORTATION, INC.	P. O. BOX 57136 HAYWARD, CA 94545	3/7/2003	23559054	$10,531
H.FOX & COMPANY	416 THATFORD AVE. BROOKLYN, NY 11212	3/31/2003	23575735	$17,589
H.FOX & COMPANY	416 THATFORD AVE. BROOKLYN, NY 11212	2/12/2003	25781492	$3,609
H.FOX & COMPANY	416 THATFORD AVE. BROOKLYN, NY 11212	1/24/2003	25772966	$3,916
H.FOX & COMPANY	416 THATFORD AVE. BROOKLYN, NY 11212	3/26/2003	23568537	$19,091
H.FOX & COMPANY	416 THATFORD AVE. BROOKLYN, NY 11212	2/26/2003	25787604	$5,188
H.FOX & COMPANY	416 THATFORD AVE. BROOKLYN, NY 11212	1/2/2003	23534528	$3,331
H.FOX & COMPANY	416 THATFORD AVE. BROOKLYN, NY 11212	2/6/2003	25779715	$24,354
H.P.I. INTERNATIONAL INC	186 21ST STREET BROOKLYN, NY 11232	1/23/2003	25771800	$151
H.P.I. INTERNATIONAL INC	186 21ST STREET BROOKLYN, NY 11232	1/28/2003	23542469	$7,044
HABCO PRODUCTS INC	PO BOX 696 BOUND BROOK, NJ 08805	3/6/2003	25790328	$4,254
HABCO PRODUCTS INC	PO BOX 696 BOUND BROOK, NJ 08805	1/30/2003	25773994	$1,670
HABCO PRODUCTS INC	PO BOX 696 BOUND BROOK, NJ 08805	2/18/2003	25781258	$794
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	3/28/2003	23570862	$2,247
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	3/31/2003	23575885	$4,100
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	1/2/2003	25764512	$11,610
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	2/21/2003	25782872	$2,231
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	3/10/2003	23559936	$5,307
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	3/12/2003	23561824	$372
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	3/28/2003	23565845	$1,200
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	1/24/2003	25771765	$2,390
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	3/28/2003	23569546	$3,060
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	2/3/2003	25776751	$7,140
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	3/12/2003	25792620	$8,577
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	2/13/2003	25780446	$7,625
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	2/27/2003	25787034	$1,610
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	3/7/2003	25788953	$4,462
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	3/3/2003	25789577	$4,426
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	1/9/2003	25766741	$3,100
HABECK TRUCKING	19449 RMC LN ST ONGE, SD 57779	3/28/2003	23567200	$2,289
HADDON HOUSE FOOD PROD INC	PO BOX 907 MEDFORD, NJ 08055	3/5/2003	25790890	$10,210
HADDON HOUSE FOOD PROD INC	PO BOX 907 MEDFORD, NJ 08055	2/10/2003	25780665	$6,167
HADDON HOUSE FOOD PROD INC	PO BOX 907 MEDFORD, NJ 08055	3/28/2003	23571521	$428
HADDON HOUSE FOOD PROD INC	PO BOX 907 MEDFORD, NJ 08055	3/25/2003	23572500	$12,258
HADDON HOUSE FOOD PROD INC	PO BOX 907 MEDFORD, NJ 08055	1/9/2003	25768574	$3,070
HADDON HOUSE FOOD PROD INC	PO BOX 907 MEDFORD, NJ 08055	1/15/2003	25770120	$144
HADDON HOUSE FOOD PROD INC	PO BOX 907 MEDFORD, NJ 08055	1/15/2003	25770562	$500
HADDON HOUSE FOOD PROD INC	PO BOX 907 MEDFORD, NJ 08055	3/3/2003	25789811	$8,999
HADDON HOUSE FOOD PROD INC	PO BOX 907 MEDFORD, NJ 08055	1/24/2003	25773873	$4,447

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HADDON HOUSE FOOD PROD INC	PO BOX 907 MEDFORD, NJ 08055	3/13/2003	23562825	$5,567
HADLEYS OFFICE PROD	P O BOX 1326	1/30/2003	62130	$961
HADLEYS OFFICE PROD	P O BOX 1326	3/10/2003	75661	$461
HADLEYS OFFICE PROD	P O BOX 1326	3/12/2003	77013	$597
HADLEYS OFFICE PROD	P O BOX 1326	3/12/2003	77013	$844
HADLEYS OFFICE PROD	P O BOX 1326	3/12/2003	77013	$263
HADLEYS OFFICE PROD	P O BOX 1326	3/24/2003	83642	$605
HADLEYS OFFICE PROD	P O BOX 1326	3/17/2003	79726	$81
HADLEYS OFFICE PROD	P O BOX 1326	3/17/2003	79726	$184
HADLEYS OFFICE PROD	P O BOX 1326	1/20/2003	58124	$263
HADLEYS OFFICE PROD	P O BOX 1326	1/30/2003	62130	$335
HADLEYS OFFICE PROD	P O BOX 1326	1/20/2003	58124	$485
HADLEYS OFFICE PROD	P O BOX 1326	1/30/2003	62130	$525
HADLEYS OFFICE PROD	P O BOX 1326	1/30/2003	62130	$263
HADLEYS OFFICE PROD	P O BOX 1326	1/20/2003	58124	$987
HAGAN, LISA	202 WEST ST	3/28/2003	86424	$540
HAGAN, LISA	202 WEST ST	3/20/2003	82287	$160
HAGAN, LISA	202 WEST ST	3/20/2003	82287	$254
HAGAN, LISA	202 WEST ST	3/20/2003	82287	$237
HAGAN, LISA	202 WEST ST	3/20/2003	82287	$319
HAGAN, LISA	202 WEST ST	3/20/2003	82287	$287
HAHLBECK GREENHOUSES <DON	4569 SOUTH 20TH ST MILWAUKEE, WI 53221	3/10/2003	25790941	$310
HAHLBECK GREENHOUSES <DON	4569 SOUTH 20TH ST MILWAUKEE, WI 53221	3/3/2003	25787932	$1,876
HAHLBECK GREENHOUSES <DON	4569 SOUTH 20TH ST MILWAUKEE, WI 53221	2/24/2003	25784869	$796
HAHLBECK GREENHOUSES <DON	4569 SOUTH 20TH ST MILWAUKEE, WI 53221	2/10/2003	25778777	$278
HAHLBECK GREENHOUSES <DON	4569 SOUTH 20TH ST MILWAUKEE, WI 53221	1/27/2003	25772710	$260
HAHLBECK GREENHOUSES <DON	4569 SOUTH 20TH ST MILWAUKEE, WI 53221	2/3/2003	25775778	$226
HAHLBECK GREENHOUSES <DON	4569 SOUTH 20TH ST MILWAUKEE, WI 53221	1/21/2003	25771154	$1,140
HAHLBECK GREENHOUSES <DON	4569 SOUTH 20TH ST MILWAUKEE, WI 53221	1/13/2003	25768624	$1,035
HAHLBECK GREENHOUSES <DON	4569 SOUTH 20TH ST MILWAUKEE, WI 53221	3/26/2003	23573413	$696
HAHLBECK GREENHOUSES <DON	4569 SOUTH 20TH ST MILWAUKEE, WI 53221	3/19/2003	23568174	$588
HAHLBECK GREENHOUSES <DON	4569 SOUTH 20TH ST MILWAUKEE, WI 53221	3/5/2003	23557331	$361
HAHLBECK GREENHOUSES <DON	4569 SOUTH 20TH ST MILWAUKEE, WI 53221	2/4/2003	25781193	$39
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	3/26/2003	23573000	$42,806
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	1/29/2003	25775470	$15,281
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	2/6/2003	25779797	$2,573
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	2/10/2003	25780443	$7,709
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	2/18/2003	25783523	$902
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	2/26/2003	25786429	$20,355
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	3/13/2003	25792615	$1,580
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	2/3/2003	25777401	$1,199
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	3/31/2003	23575872	$8,480
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	2/7/2003	25779027	$1,128
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	1/30/2003	25776063	$3,611
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	2/20/2003	25785808	$15,346

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	1/29/2003	25774307	$3,947
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	1/23/2003	25773039	$3,711
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	1/23/2003	25771763	$16,554
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	1/21/2003	25771371	$2,997
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	1/2/2003	25763464	$5,557
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	3/10/2003	23559925	$8,569
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	1/6/2003	25764502	$9,745
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	1/13/2003	25768861	$21,505
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	3/7/2003	25791200	$4,158
HAIN CELESTIAL GROUP <THE	PO BOX 32028 HARTFORD, CT 06150	2/26/2003	25787031	$19,975
HALBEN FOODS	8543 PAGE AVE	3/10/2003	75554	$2,010
HALF MOON FRUIT & PRODUCE	PO BOX 428 YOLO, CA 95697	1/8/2003	23535822	$2,970
HALIFAX GROUP	3264 NCCALL DRIVE DORAVILLE, GA 30340	1/2/2003	25763973	$1,125
HALIFAX GROUP	3264 NCCALL DRIVE DORAVILLE, GA 30340	2/18/2003	25783334	$256
HALIFAX GROUP	3264 NCCALL DRIVE DORAVILLE, GA 30340	2/6/2003	25778219	$1,069
HALIFAX GROUP	3264 NCCALL DRIVE DORAVILLE, GA 30340	2/28/2003	25787439	$919
HALIFAX GROUP	3264 NCCALL DRIVE DORAVILLE, GA 30340	3/12/2003	25792469	$497
HALL, JAMES F	308 WOODSBEND DR	3/20/2003	82286	$1,099
HALL, JAMES F	308 WOODSBEND DR	3/11/2003	76319	$476
HALL, JAMES F	308 WOODSBEND DR	3/28/2003	86423	$881
HALLMARK MARKETING CORP	POST OFFICE BOX 13070 NEWARK, NJ 07188	1/22/2003	23540706	$524
HALLMARK MARKETING CORP	POST OFFICE BOX 13070 NEWARK, NJ 07188	3/6/2003	25791535	$57
HALLMARK MARKETING CORP	POST OFFICE BOX 13070 NEWARK, NJ 07188	2/10/2003	25780218	$1,070
HALLMARK MARKETING CORP	POST OFFICE BOX 13070 NEWARK, NJ 07188	2/19/2003	25784260	$234
HALLMARK MARKETING CORP	POST OFFICE BOX 13070 NEWARK, NJ 07188	3/4/2003	23555747	$132
HALLMARK MARKETING CORP.	PO BOX 730501 DALLAS, TX 75373	1/6/2003	25766983	$22,680
HALLMARK MARKETING CORP.	PO BOX 730501 DALLAS, TX 75373	1/15/2003	25770720	$157,320
HALLMARK MARKETING CORP.	PO BOX 730501 DALLAS, TX 75373	3/10/2003	23559354	$114,649
HALLMARK MARKETING CORP.	PO BOX 730501 DALLAS, TX 75373	2/19/2003	25784316	$1,577
HALLMARK MARKETING CORP.	PO BOX 730501 DALLAS, TX 75373	2/19/2003	25783891	$1,302
HALLMARK MARKETING CORP.	PO BOX 730501 DALLAS, TX 75373	2/19/2003	25785563	$146
HALLMARK MARKETING CORP.	PO BOX 730501 DALLAS, TX 75373	3/6/2003	23557431	$12,245
HALLMARK MARKETING CORP.	PO BOX 730501 DALLAS, TX 75373	2/21/2003	23550595	$2,127
HALLMARK MARKETING CORP.	PO BOX 730501 DALLAS, TX 75373	2/18/2003	23548543	$40,288
HALL'S IGA #5038	491 E SYCAMORE RD BOX 295 SNOW SHOE, PA 16874	2/25/2003	4043922	$187
HALL'S IGA #5038	491 E SYCAMORE RD BOX 295 SNOW SHOE, PA 16874	3/10/2003	4069275	$253
HALL'S IGA #5038	491 E SYCAMORE RD BOX 295 SNOW SHOE, PA 16874	1/6/2003	4042882	$123
HALL'S IGA #5038	491 E SYCAMORE RD BOX 295 SNOW SHOE, PA 16874	2/25/2003	4068633	$197
HALL'S IGA #5038	491 E SYCAMORE RD BOX 295 SNOW SHOE, PA 16874	2/3/2003	4067665	$195
HALL'S IGA #5038	491 E SYCAMORE RD BOX 295 SNOW SHOE, PA 16874	1/23/2003	4067926	$352
HALL'S MOTOR FREIGHT	PO BOX 378 SOUTH PLAINFIELD, NJ 07080	1/6/2003	25764720	$780
HALPERN IMPORT CO., INC.	2890 AMWILER ROAD	1/6/2003	53587	$880
HALRON OIL COMPANY INC	P O BOX 2188	2/3/2003	63204	$742
HALRON OIL COMPANY INC	P O BOX 2188	1/13/2003	55685	$6,212
HALRON OIL COMPANY INC	P O BOX 2188	2/3/2003	63204	$42

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HALRON OIL COMPANY INC	P O BOX 2188	1/20/2003	58057	$914
HALRON OIL COMPANY INC	P O BOX 2188	1/20/2003	58057	$14,026
HALRON OIL COMPANY INC	P O BOX 2188	1/13/2003	55685	$8,026
HALRON OIL COMPANY INC	P O BOX 2188	1/13/2003	55685	$16,550
HALRON OIL COMPANY INC	P O BOX 2188	1/13/2003	55685	$766
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/7/2003	23547066	$23,530
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/14/2003	23539502	$3,015
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/23/2003	23541386	$9,462
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/21/2003	23551288	$16,161
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/24/2003	23543343	$12,224
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/28/2003	23543584	$2,574
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/28/2003	23543995	$6,322
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/31/2003	23544970	$18,491
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/5/2003	23546117	$3,785
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/4/2003	23547682	$17,132
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/11/2003	23548292	$8,569
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/19/2003	23550024	$18,746
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/17/2003	23540497	$27,786
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/10/2003	23539273	$18,340
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/3/2003	23535846	$3,210
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/31/2003	23545557	$9,510
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/12/2003	23562057	$19,243
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/13/2003	23549269	$28,191
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/21/2003	23552528	$3,134
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/27/2003	23571325	$25,977
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/6/2003	23557832	$3,200
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/25/2003	23554039	$20,696
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/27/2003	23554363	$3,879
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/28/2003	23554583	$7,578
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/20/2003	23552312	$3,187
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/3/2003	23555445	$23,746
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/4/2003	23556407	$17,166
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/5/2003	23557160	$859
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/24/2003	23553478	$15,448
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/6/2003	23537460	$16,728
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/10/2003	23560339	$20,174
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/8/2003	23538053	$19,712
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/17/2003	23566318	$16,229
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/25/2003	23569832	$11,430
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/28/2003	23572392	$29,115
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/26/2003	23573222	$17,132
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/28/2003	23574841	$8,475
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/31/2003	23576244	$23,778
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	2/21/2003	23551970	$16,343
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/10/2003	23538744	$2,508

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/18/2003	23567496	$14,512
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/27/2003	23542694	$21,922
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/3/2003	23536777	$9,399
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	1/7/2003	23537796	$8,424
HALVOR LINES INC	PO BOX 16087 DULUTH, MN 55816	3/7/2003	23558850	$4,674
HAM PRODUCE AND SEAFOOD	918 BANNISTER ST HONOLULU, HI 96819	3/7/2003	23559070	$1,055
HAM PRODUCE AND SEAFOOD	918 BANNISTER ST HONOLULU, HI 96819	2/20/2003	23550228	$735
HAM PRODUCE AND SEAFOOD	918 BANNISTER ST HONOLULU, HI 96819	2/10/2003	23547274	$528
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	1/8/2003	25767407	$7,860
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	1/29/2003	23542423	$13,000
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	1/10/2003	23538598	$11,000
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	3/24/2003	23570969	$2,044
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	3/27/2003	23573788	$1,232
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	1/8/2003	23536567	$31,835
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	1/3/2003	25764627	$1,875
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	2/24/2003	25787082	$812
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	3/3/2003	23555259	$1,176
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	3/10/2003	23560018	$364
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	1/6/2003	25765644	$26,368
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	3/24/2003	23565960	$1,204
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	1/29/2003	25776810	$4,400
HAM PRODUCE CO INC	90 HAM PRODUCE RD SNOWHILL, NC 28580	2/12/2003	25782218	$1,624
HAMBURG DISTRIBUTING CO	Not Available	2/21/2003	88587	$545
HAMBURG DISTRIBUTING CO	Not Available	1/24/2003	88380	$534
HAMBURG DISTRIBUTING CO	Not Available	1/31/2003	88442	$454
HAMBURG DISTRIBUTING CO	Not Available	3/21/2003	88784	$380
HAMBURG DISTRIBUTING CO	Not Available	2/14/2003	88533	$426
HAMBURG DISTRIBUTING CO	Not Available	1/3/2003	88269	$1,340
HAMBURG DISTRIBUTING CO	Not Available	3/7/2003	88691	$1,260
HAMBURG DISTRIBUTING CO	Not Available	2/28/2003	88650	$1,988
HAMBURG DISTRIBUTING CO	Not Available	2/7/2003	88503	$1,562
HAMBURG DISTRIBUTING CO	Not Available	1/17/2003	88310	$853
HAMBURG DISTRIBUTING CO	Not Available	3/14/2003	88739	$599
HAMCO BUSINESS SYSTEMS	P O BOX 292919	3/20/2003	82171	$5,814
HAMEL MAPLE SYRUP CO	3312 RED FOX DRIVE HAMEL, MN 55340	3/3/2003	23555345	$3,764
HAMILTON BEACH-PROCTOR SILEX	PO BOX 70620 CHICAGO, IL 60673	2/17/2003	23551062	$6,457
HAMILTON BEACH-PROCTOR SILEX	PO BOX 70620 CHICAGO, IL 60673	1/3/2003	25764594	$2,544
HAMILTON BEACH-PROCTOR SILEX	PO BOX 70620 CHICAGO, IL 60673	1/6/2003	23536544	$3,000
HAMILTON BEACH-PROCTOR SILEX	PO BOX 70620 CHICAGO, IL 60673	2/3/2003	23544718	$239
HAMILTON BEACH-PROCTOR SILEX	PO BOX 70620 CHICAGO, IL 60673	1/27/2003	25776786	$7,675
HAMILTON BEACH-PROCTOR SILEX	PO BOX 70620 CHICAGO, IL 60673	1/27/2003	23542397	$1,455
HAMILTON BEACH-PROCTOR SILEX	PO BOX 70620 CHICAGO, IL 60673	1/21/2003	25773067	$16,013
HAMILTON BEACH-PROCTOR SILEX	PO BOX 70620 CHICAGO, IL 60673	1/7/2003	25767377	$1,678
HAMMER CORP.	4215 WENDELL DRIVE	1/3/2003	52914	$2,450
HAMMER CORP.	4215 WENDELL DRIVE	2/21/2003	70145	$5,600

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HAMMER CORP.	4215 WENDELL DRIVE	3/10/2003	75606	$3,850
HAMMER CORP.	4215 WENDELL DRIVE	3/24/2003	83599	$5,600
HAMMER CORP.	4215 WENDELL DRIVE	1/17/2003	57511	$5,950
HAMMER CORP.	4215 WENDELL DRIVE	1/31/2003	62561	$11,724
HAMMER CORP.	4215 WENDELL DRIVE	1/22/2003	58702	$8,749
HAMMER CORP.	4215 WENDELL DRIVE	2/17/2003	68461	$14,174
HAMMER CORP.	4215 WENDELL DRIVE	2/3/2003	63233	$3,675
HAMMER CORP.	4215 WENDELL DRIVE	1/20/2003	58082	$5,714
HAMMER CORP.	4215 WENDELL DRIVE	1/30/2003	62095	$11,899
HAMMONS <THOMAS G.	3045 E. BLOOMFIELD ROAD PHOENIX, AZ. 85032	2/5/2003	23545942	$1,400
HAMMONS <THOMAS G.	3045 E. BLOOMFIELD ROAD PHOENIX, AZ. 85032	2/10/2003	23546172	$1,200
HAMMONS <THOMAS G.	3045 E. BLOOMFIELD ROAD PHOENIX, AZ. 85032	2/17/2003	23550427	$1,200
HAMMONS <THOMAS G.	3045 E. BLOOMFIELD ROAD PHOENIX, AZ. 85032	2/21/2003	23552359	$1,400
HAMMONS <THOMAS G.	3045 E. BLOOMFIELD ROAD PHOENIX, AZ. 85032	2/28/2003	23554406	$1,400
HAMMONS <THOMAS G.	3045 E. BLOOMFIELD ROAD PHOENIX, AZ. 85032	3/31/2003	23575108	$4,200
HAMMONS <THOMAS G.	3045 E. BLOOMFIELD ROAD PHOENIX, AZ. 85032	1/23/2003	23541234	$1,200
HAMMONS <THOMAS G.	3045 E. BLOOMFIELD ROAD PHOENIX, AZ. 85032	3/28/2003	23574062	$1,400
HAMMONS <THOMAS G.	3045 E. BLOOMFIELD ROAD PHOENIX, AZ. 85032	1/29/2003	23543793	$1,200
HAMMONS <THOMAS G.	3045 E. BLOOMFIELD ROAD PHOENIX, AZ. 85032	2/18/2003	23551544	$1,400
HAMNER MEXICAN FOOD PRODUCTS	2015 NOGALITOS SAN ANTONIO, TX 78225	3/14/2003	23564348	$7,421
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	1/21/2003	23539924	$4,106
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	3/12/2003	23561459	$5,969
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	3/13/2003	23562274	$7,001
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	3/24/2003	23564971	$6,697
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	2/25/2003	25787986	$2,155
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	3/3/2003	23554729	$2,459
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	3/31/2003	23575215	$9,290
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	1/3/2003	23536031	$23,263
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	1/28/2003	23541711	$3,150
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	3/4/2003	23555745	$4,414
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	2/10/2003	23546246	$5,440
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	2/14/2003	23548442	$15,464
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	2/17/2003	23550501	$9,094
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	3/5/2003	25791533	$2,925
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	1/27/2003	25774663	$18,704
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	1/10/2003	23538162	$6,062
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	3/26/2003	23569124	$4,252
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	2/12/2003	25782514	$19,023
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	2/11/2003	25781965	$14,557
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	2/5/2003	25779447	$21,913
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	2/4/2003	25778834	$8,085
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	3/10/2003	23559208	$4,555
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	2/24/2003	25786752	$9,032
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	1/22/2003	25772775	$7,588
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	1/8/2003	25767942	$6,858

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	1/2/2003	25765284	$10,468
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	1/2/2003	25763841	$21,648
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	3/24/2003	23570188	$4,469
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	2/24/2003	23552663	$9,412
HAMPTON FARMS	P.O.BOX 149 SEVERN, NC 27877	1/28/2003	25775129	$896
HAMPTON INN	1500 W 4TH STREET	3/27/2003	85924	$843
HAMPTON INN	1500 W 4TH STREET	3/27/2003	85924	$304
HANCOCK <MARVIN	HWY 41 WATSON LANE HENDERSON, KY 42420	2/20/2003	2051080	$800
HAND HELD FOODS GRP	PREPARED FOODS DIV	3/31/2003	86552	$3,549
HAND HELD FOODS GRP	PREPARED FOODS DIV	3/20/2003	82154	$3,255
HAND HELD FOODS GRP	PREPARED FOODS DIV	3/17/2003	79522	$3,740
HAND HELD FOODS GRP	PREPARED FOODS DIV	3/20/2003	82154	$4,808
HAND HELD FOODS GRP	PREPARED FOODS DIV	3/3/2003	73207	$4,954
HAND HELD FOODS GRP	PREPARED FOODS DIV	3/17/2003	79522	$11,869
HAND HELD FOODS GRP	PREPARED FOODS DIV	2/27/2003	71993	$8,162
HAND HELD FOODS GRP	PREPARED FOODS DIV	3/13/2003	77902	$5,494
HAND HELD FOODS GRP	PREPARED FOODS DIV	1/30/2003	62053	$8,597
HAND HELD FOODS GRP	PREPARED FOODS DIV	2/27/2003	71993	$4,169
HAND HELD FOODS GRP	PREPARED FOODS DIV	2/24/2003	70681	$3,467
HAND HELD FOODS GRP	PREPARED FOODS DIV	2/24/2003	70681	$4,613
HAND HELD FOODS GRP	PREPARED FOODS DIV	2/17/2003	68405	$3,873
HAND HELD FOODS GRP	PREPARED FOODS DIV	2/14/2003	67630	$5,983
HAND HELD FOODS GRP	PREPARED FOODS DIV	2/5/2003	63847	$4,786
HAND HELD FOODS GRP	PREPARED FOODS DIV	3/24/2003	83523	$3,776
HAND HELD FOODS GRP	PREPARED FOODS DIV	1/8/2003	54312	$5,609
HAND HELD FOODS GRP	PREPARED FOODS DIV	3/7/2003	74946	$4,516
HAND HELD FOODS GRP	PREPARED FOODS DIV	1/22/2003	58680	$5,911
HAND HELD FOODS GRP	PREPARED FOODS DIV	1/21/2003	58369	$4,154
HAND HELD FOODS GRP	PREPARED FOODS DIV	1/7/2003	53916	$3,378
HAND HELD FOODS GRP	PREPARED FOODS DIV	1/23/2003	59187	$4,939
HAND HELD FOODS GRP	PREPARED FOODS DIV	1/23/2003	59187	$3,208
HAND HELD FOODS GRP	PREPARED FOODS DIV	1/8/2003	54312	$11,459
HAND HELD FOODS GRP	PREPARED FOODS DIV	3/3/2003	73207	$4,796
HAND HELD FOODS GRP	PREPARED FOODS DIV	2/10/2003	65564	$5,025
HAND HELD FOODS GRP	PREPARED FOODS DIV	2/10/2003	65564	$4,442
HANDGARDS	PO BOX 95139	1/13/2003	55709	$2,507
HANDGARDS	PO BOX 95139	2/13/2003	67201	$2,492
HANDGARDS	PO BOX 95139	1/20/2003	58098	$4,365
HANDGARDS	PO BOX 95139	3/10/2003	75616	$3,052
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/10/2003	23559386	$205,912
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/12/2003	23561543	$18,656
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/3/2003	23554839	$46,121
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/26/2003	23572730	$67,950
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/28/2003	23571860	$45,321
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/24/2003	23570337	$156,116

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/25/2003	23568327	$162,472
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	2/24/2003	23552778	$164,611
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/17/2003	23565139	$186,096
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/5/2003	23556716	$24,799
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/11/2003	23560817	$120,890
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/4/2003	23555847	$15,918
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	2/17/2003	23550620	$86,310
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	1/6/2003	23536136	$37,843
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	1/27/2003	23541852	$159,855
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	2/7/2003	23546370	$84,111
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/18/2003	23566842	$17,347
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	2/3/2003	25777231	$138,735
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	2/21/2003	25786813	$29,581
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	1/8/2003	25768033	$25,302
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/3/2003	25790394	$11,169
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	2/10/2003	25780270	$165,774
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	1/8/2003	25767000	$62,697
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	1/13/2003	25769134	$15,781
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/31/2003	23575367	$156,943
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	1/27/2003	25775206	$49,798
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	2/3/2003	25777770	$37,532
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	2/10/2003	25781325	$108,713
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	2/14/2003	25783336	$217,690
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	2/14/2003	25783903	$17,235
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	2/18/2003	25784330	$97,684
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	2/25/2003	25786231	$136,430
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	3/31/2003	23575368	$79,393
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	1/22/2003	23541044	$84,757
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	2/24/2003	25787447	$72,271
HAND-HELD FOODS GROUP	21775 NETWORK PLACE CHICAGO, IL 60673	1/13/2003	25769580	$67,568
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	3/4/2003	23555862	$2,700
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	2/10/2003	25781336	$1,906
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	2/5/2003	25779519	$8,055
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	1/28/2003	25775220	$1,581
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	3/25/2003	23571871	$1,454
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	3/7/2003	23558215	$13,734
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	3/6/2003	23557452	$1,003
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	3/26/2003	23572736	$140
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	3/18/2003	23566857	$13,791
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	3/28/2003	23574237	$3,850
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	1/10/2003	23538265	$8,272
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	3/25/2003	23568345	$4,347
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	3/5/2003	25791632	$3,509
HANDI FOIL CORP	DEPT 3150 135 S LASALLE CHICAGO, IL 60674	2/18/2003	25782604	$1,548
HANDLING SYSTEMS, INC.	2659 E. MAGNOLIA STREET PHOENIX, AZ 85034	3/27/2003	23574001	$1,294

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HANDLING SYSTEMS, INC.	2659 E. MAGNOLIA STREET PHOENIX, AZ 85034	2/28/2003	23554627	$253
HANDLING SYSTEMS, INC.	2659 E. MAGNOLIA STREET PHOENIX, AZ 85034	3/6/2003	23557958	$42
HANDLING SYSTEMS, INC.	2659 E. MAGNOLIA STREET PHOENIX, AZ 85034	3/26/2003	23570028	$248
HANDLING SYSTEMS, INC.	2659 E. MAGNOLIA STREET PHOENIX, AZ 85034	3/14/2003	23564788	$731
HANDMADE BOW COMPANY<THE	PO BOX 847438 BOSTON, MA 02284	1/27/2003	25774188	$10,477
HANDMADE BOW COMPANY<THE	PO BOX 847438 BOSTON, MA 02284	2/18/2003	25783437	$1,226
HANDMADE BOW COMPANY<THE	PO BOX 847438 BOSTON, MA 02284	1/29/2003	25776608	$3,385
HANDRICK, TOM	C/O DC# 50	2/26/2003	71484	$21
HANDRICK, TOM	C/O DC# 50	2/18/2003	68834	$29
HANDRICK, TOM	C/O DC# 50	2/4/2003	63575	$37
HANDRICK, TOM	C/O DC# 50	1/14/2003	56075	$47
HANDRICK, TOM	C/O DC# 50	1/22/2003	58783	$78
HANDRICK, TOM	C/O DC# 50	2/11/2003	66146	$92
HANDRICK, TOM	C/O DC# 50	3/12/2003	77072	$19
HANDRICK, TOM	C/O DC# 50	3/5/2003	74114	$20
HANDRICK, TOM	C/O DC# 50	3/19/2003	81296	$25
HANDRICK, TOM	C/O DC# 50	1/28/2003	61068	$103
HANDVISION	10938 SCHMIDT RD #A	3/25/2003	84323	$4,946
HANDY WACKS CORPORATION	P O BOX 129	2/14/2003	67682	$1,835
HANK'S MARKET	2749 MARICOPA AVE LAKE HAVASU, AZ 86406	3/27/2003	1000009689	$614
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	1/28/2003	25775669	$20,124
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	3/7/2003	23558895	$25,303
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	3/4/2003	25790835	$5,475
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	1/14/2003	25770057	$20,684
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	1/21/2003	25771879	$6,399
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	1/27/2003	23542761	$64,446
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	1/10/2003	23538783	$9,070
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	3/25/2003	23568887	$25,428
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	3/10/2003	23560402	$12,661
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	1/3/2003	23536824	$6,668
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	3/5/2003	23557185	$4,252
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	1/31/2003	23545023	$3,940
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	2/7/2003	23547115	$28,340
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	2/4/2003	25778649	$704
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	3/26/2003	23573258	$65,735
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	2/20/2003	25785320	$44,209
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	3/31/2003	23576303	$3,909
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	2/17/2003	23551333	$50,442
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	2/21/2003	25785987	$19,254
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	2/12/2003	25781788	$40,733
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	2/5/2003	25780027	$7,395
HANOVER FOODS CORP	PARENT COMPANY PO BOX 644037 PITTSBURGH, PA 15264	2/14/2003	23549318	$7,194
HANSEN BEVERAGE CO	P.O.BOX #512968 LOS ANGELES, CA 90051	3/10/2003	23560220	$10,407
HANSEN BEVERAGE CO	P.O.BOX #512968 LOS ANGELES, CA 90051	1/13/2003	23539239	$4,883
HANSEN'S CORNER STORE	C/O DC 50	1/24/2003	59807	$1,000

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HANSON COLD STORAGE	CONSTRUCTION 2038 EAST 45TH STREET LOS ANGELES, CA	1/9/2003	25770567	$2,452
HANSON COLD STORAGE	2875 S PIPESTONE RD BENTON HARBOR, MI 49022	3/28/2003	23571163	$295
HANSON COLD STORAGE	2875 S PIPESTONE RD BENTON HARBOR, MI 49022	3/10/2003	25792712	$295
HANSON COLD STORAGE	2875 S PIPESTONE RD BENTON HARBOR, MI 49022	2/20/2003	25785248	$3,312
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	1/10/2003	25767253	$531
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	2/14/2003	23548871	$19,197
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	3/28/2003	23569462	$14,525
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	1/10/2003	23538471	$984
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	2/11/2003	25781520	$19,570
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	2/5/2003	23544567	$3,196
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	1/29/2003	25776004	$12,835
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	2/28/2003	25788874	$31,898
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	1/29/2003	23542220	$26,391
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	3/24/2003	23570725	$5,214
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	2/20/2003	25785097	$16,330
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	1/24/2003	25773608	$22,530
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	2/14/2003	23549675	$2,252
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	3/7/2003	23558481	$28,733
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	3/11/2003	23561009	$14,070
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	3/18/2003	23567104	$7,869
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	1/6/2003	25765545	$16,809
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	1/6/2003	25764364	$31,805
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	3/28/2003	23567912	$13,453
HAPCOR SALES ASSIST	14900 E FALCOONS LEA DR DAVIE, FL 33331	1/30/2003	25776676	$20,970
HARBOR GRAPHICS CORPORATION	NW 7593 PO BOX 1450 MINNEAPOLIS, MN 55485	1/22/2003	23541213	$388
HARBOR GRAPHICS CORPORATION	NW 7593 PO BOX 1450 MINNEAPOLIS, MN 55485	1/24/2003	23543397	$755
HARGIS<MAHAWTA	8232 WILSHIRE RIDGE DR OKLA CITY, OK 73132	3/5/2003	23557256	$816
HARLAN BAKERIES INC	135 S LASALLE DEPT 2952 CHICAGO, IL 60674	2/19/2003	25785739	$11,531
HARLAN BAKERIES INC	135 S LASALLE DEPT 2952 CHICAGO, IL 60674	3/5/2003	23556883	$4,599
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	1/8/2003	4042615	$2,786
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	1/8/2003	4067249	$1,023
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	1/8/2003	4066502	$1,080
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	3/21/2003	4069348	$1,119
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	1/9/2003	4067684	$567
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	3/24/2003	4044568	$126
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	3/24/2003	4044315	$132
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	2/21/2003	4044097	$51
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	2/21/2003	4042886	$75
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	3/24/2003	4044569	$135
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	2/21/2003	4068005	$1,016
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	3/25/2003	4070005	$730
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	2/24/2003	4043394	$113
HARLEM ROAD JUBILEE	3870 HARLEM ROAD CHEEKTOWAGA, NY 14215	2/21/2003	4068711	$951
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	1/27/2003	1000002822	$70,803
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	1/13/2003	3017454	$21,626

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	3/7/2003	3017974	$13,450
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	1/21/2003	3017834	$471
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	1/27/2003	3017833	$13,330
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	1/27/2003	3017832	$26,954
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	1/27/2003	3017831	$22,095
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	2/24/2003	3016897	$1,200
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	3/21/2003	1000009354	$24,000
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	3/21/2003	1000008112	$600
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	3/24/2003	1000007570	$106,649
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	1/24/2003	1000004656	$174,626
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	1/13/2003	3017418	$2,865
HARMON'S CORPORATE OFFICE	3540 SOUTH 4000 WEST SALT LAKE CITY, UT 84120	2/27/2003	1000006908	$17,131
HARMON'S COUGAR VILLAGE	4874 WEST 6200 SOUTH KEARNS, UT 84118	3/3/2003	1000005814	$340
HARMON'S COUGAR VILLAGE	4874 WEST 6200 SOUTH KEARNS, UT 84118	1/9/2003	1000003822	$203
HARMON'S COUGAR VILLAGE	4874 WEST 6200 SOUTH KEARNS, UT 84118	1/16/2003	1000003500	$297
HARMON'S COUGAR VILLAGE	4874 WEST 6200 SOUTH KEARNS, UT 84118	3/11/2003	1000006992	$8
HARMON'S OFFICE	3540 SOUTH 4000 WEST WEST VALLEY CITY, UT 84120	1/13/2003	3016708	$8,023
HARMON'S OFFICE	3540 SOUTH 4000 WEST WEST VALLEY CITY, UT 84120	1/27/2003	1000004268	$820
HARMON'S OFFICE	3540 SOUTH 4000 WEST WEST VALLEY CITY, UT 84120	2/20/2003	1000006093	$437,572
HARMON'S OFFICE	3540 SO 4000 W SUITE 500 WEST VALLEY CITY, UT 841	1/13/2003	3016898	$4,900
HARMON'S OGDEN	37 HARRISVILLE ROAD OGDEN, UT 84404	3/24/2003	1000009472	$641
HARMON'S OGDEN	37 HARRISVILLE ROAD OGDEN, UT 84404	2/3/2003	1000003502	$68
HARMON'S OGDEN	37 HARRISVILLE ROAD OGDEN, UT 84404	3/17/2003	1000008423	$97
HARMONY CO-OP	C/O DC 50	1/24/2003	59801	$2,500
HARMONY CO-OP	C/O DC 50	3/3/2003	73280	$500
HARMONY COOP # 21162	C/O DC# 50	1/27/2003	60688	$1,000
HARMONY COOP # 21162	C/O DC# 50	3/26/2003	85289	$500
HARMONY FOODS CORP	PO BOX 72445 DEPT 2445 LOS ANGELES, CA 90084	3/11/2003	23560936	$3,453
HARMONY FOODS CORP	PO BOX 72445 DEPT 2445 LOS ANGELES, CA 90084	1/6/2003	23536287	$777
HARMONY FOODS CORP	PO BOX 72445 DEPT 2445 LOS ANGELES, CA 90084	3/4/2003	23555994	$947
HARPER OIL	C/O DC# 50	1/6/2003	53623	$6,940
HARPER OIL	C/O DC# 50	2/3/2003	63274	$6,881
HARPER OIL	C/O DC# 50	1/9/2003	54736	$390
HARPER OIL	C/O DC# 50	1/29/2003	61512	$5,068
HARPER OIL	C/O DC# 50	1/6/2003	53623	$13,000
HARPERS COUNTRY HAMS	BOX 122 CLINTON, KY 42031	3/26/2003	23573317	$3,038
HARPERS COUNTRY HAMS	BOX 122 CLINTON, KY 42031	2/20/2003	23550048	$2,938
HARPERS COUNTRY HAMS	BOX 122 CLINTON, KY 42031	3/26/2003	23568111	$2,151
HARPERS COUNTRY HAMS	BOX 122 CLINTON, KY 42031	3/14/2003	23564697	$1,742
HARPERS COUNTRY HAMS	BOX 122 CLINTON, KY 42031	2/19/2003	23552201	$2,636
HARPERS COUNTRY HAMS	BOX 122 CLINTON, KY 42031	2/5/2003	23545756	$2,375
HARPERS COUNTRY HAMS	BOX 122 CLINTON, KY 42031	1/30/2003	23543385	$10,249
HARPERS COUNTRY HAMS	BOX 122 CLINTON, KY 42031	1/30/2003	23543615	$2,596
HARPERS COUNTRY HAMS	BOX 122 CLINTON, KY 42031	2/26/2003	23554241	$763
HARPERS COUNTRY HAMS	BOX 122 CLINTON, KY 42031	2/12/2003	23548070	$2,684

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HARPERS COUNTRY HAMS	BOX 122 CLINTON, KY 42031	3/7/2003	23558970	$2,077
HARPERS COUNTRY HAMS	BOX 122 CLINTON, KY 42031	1/8/2003	23537836	$8,109
HARPERS HAM	P O BOX 122	3/27/2003	85869	$3,306
HARPERS HAM	P O BOX 122	3/14/2003	78646	$3,471
HARRAH BESTYET	P.O. BOX 420 19655 N.E. 23RD HARRAH, OK 73045	3/24/2003	5035675	$266
HARRAH BESTYET	P.O. BOX 420 19655 N.E. 23RD HARRAH, OK 73045	3/24/2003	5036680	$275
HARRAH BESTYET	P.O. BOX 420 19655 N.E. 23RD HARRAH, OK 73045	3/24/2003	5035946	$93
HARRELL TRANSPORTATION INC	COMDATA NETWORK ST PO BOX 910360 DALLAS, TX 75391	1/30/2003	25776878	$3,258
HARRIS BAKING	PO BOX 129 ROGERS, AR 72757	3/13/2003	23562500	$10,702
HARRIS BAKING	PO BOX 129 ROGERS, AR 72757	3/27/2003	23573677	$6,520
HARRIS BAKING	PO BOX 129 ROGERS, AR 72757	3/26/2003	23572925	$12,173
HARRIS BAKING	PO BOX 129 ROGERS, AR 72757	3/28/2003	23574493	$49
HARRIS BAKING	PO BOX 129 ROGERS, AR 72757	3/27/2003	23567105	$2,071
HARRIS BAKING	PO BOX 129 ROGERS, AR 72757	3/6/2003	23557597	$8,336
HARRIS BAKING	PO BOX 129 ROGERS, AR 72757	3/7/2003	23558482	$4,147
HARRIS BAKING	PO BOX 129 ROGERS, AR 72757	3/14/2003	23564323	$2,332
HARRIS BAKING	PO BOX 129 ROGERS, AR 72757	3/27/2003	23568547	$16,162
HARRIS BAKING	PO BOX 129 ROGERS, AR 72757	3/6/2003	25791139	$17,606
HARRIS BAKING	PO BOX 129 ROGERS, AR 72757	3/27/2003	23569464	$1,686
HARRIS BAKING	PO BOX 129 ROGERS, AR 72757	3/6/2003	25790572	$18,727
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	3/28/2003	23570917	$3,614
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	1/2/2003	23534652	$4,638
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	1/10/2003	23538014	$15,156
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	1/15/2003	23539447	$17,239
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	1/21/2003	23540308	$4,120
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	1/27/2003	23542376	$3,349
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	2/14/2003	23549007	$4,711
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	2/10/2003	23546810	$6,180
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	2/14/2003	23548019	$1,834
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	2/21/2003	23552470	$4,369
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	2/21/2003	23551046	$4,061
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	3/3/2003	23555223	$5,495
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	3/10/2003	23559971	$3,906
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	3/17/2003	23565893	$4,371
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	2/3/2003	23544694	$5,124
HARRIS RANCH BEEF COMPANY	PO BOX 130 SELMA, CA 93662	2/24/2003	23553219	$4,493
HARRIS SALES CO., INC	PO BOX 698 ALLIANCE, NE 69301	3/24/2003	23570315	$434
HARRIS SALES CO., INC	PO BOX 698 ALLIANCE, NE 69301	3/24/2003	23565112	$397
HARRIS SALES CO., INC	PO BOX 698 ALLIANCE, NE 69301	3/28/2003	23574205	$394
HARRIS SALES CO., INC	PO BOX 698 ALLIANCE, NE 69301	2/28/2003	23554437	$492
HARRIS SALES CO., INC	PO BOX 698 ALLIANCE, NE 69301	2/3/2003	23544241	$366
HARRIS SALES CO., INC	PO BOX 698 ALLIANCE, NE 69301	1/30/2003	23541830	$676
HARRIS SALES CO., INC	PO BOX 698 ALLIANCE, NE 69301	1/22/2003	23540002	$1,003
HARRIS SALES CO., INC	PO BOX 698 ALLIANCE, NE 69301	1/2/2003	23535679	$788
HARRIS SALES CO., INC	PO BOX 698 ALLIANCE, NE 69301	3/7/2003	23558176	$816

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HARRIS SALES CO., INC	PO BOX 698 ALLIANCE, NE 69301	2/10/2003	23546347	$617
HARRIS SALES CO., INC	PO BOX 698 ALLIANCE, NE 69301	2/17/2003	23550598	$1,232
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	2/28/2003	25786341	$5,212
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/18/2003	23567019	$2,720
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	1/30/2003	25777322	$13,562
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	2/14/2003	25783974	$14,803
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	2/3/2003	25777845	$2,778
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/5/2003	25790017	$3,792
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	1/15/2003	25769707	$2,653
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/11/2003	23560955	$10,028
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/10/2003	23559676	$8,248
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/17/2003	23565474	$19,199
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/7/2003	25792554	$7,385
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	1/23/2003	25772237	$70
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/3/2003	25789515	$39,342
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	1/24/2003	25774803	$8,972
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/5/2003	23556844	$6,402
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	2/19/2003	25784462	$11,386
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	1/23/2003	25772931	$5,356
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	2/14/2003	25783440	$9,807
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	2/13/2003	25781454	$15,004
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	2/10/2003	25780916	$4,701
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/3/2003	25790532	$16,385
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/31/2003	23575645	$13,519
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	2/10/2003	25780374	$16,183
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/12/2003	23561692	$6,522
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/26/2003	23572862	$8,135
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	2/4/2003	25778343	$7,611
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/25/2003	23572010	$2,918
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/26/2003	23568486	$4,471
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	1/6/2003	25766214	$8,986
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	1/6/2003	25766704	$6,463
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	1/8/2003	25767171	$7,094
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	1/24/2003	25774192	$16,984
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	1/13/2003	25769210	$7,314
HARRIS TEA CO.	PO BOX 8500-54348 PHILADELPHIA, PA 19178	3/28/2003	23570622	$3,673
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	1/13/2003	2569579	$654
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	3/24/2003	2577360	$1,975
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	3/19/2003	2577236	$37
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	3/20/2003	2577021	$3,314
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	3/17/2003	2576863	$316
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	3/13/2003	2576754	$2,430
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	3/10/2003	2572524	$115
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	3/6/2003	2572305	$1,825
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	3/3/2003	2572131	$157

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	2/27/2003	2571941	$2,952
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	2/20/2003	2571531	$4,400
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	2/24/2003	2571775	$111
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	2/13/2003	2571177	$2,710
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	3/31/2003	2577747	$4,747
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	2/10/2003	2571032	$11
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	2/18/2003	2571374	$79
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	1/2/2003	2569142	$4,377
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	1/9/2003	2569462	$10,824
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	1/16/2003	2569799	$4,416
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	1/21/2003	2569963	$197
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	1/21/2003	2570008	$115
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	1/23/2003	2570105	$3,331
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	1/27/2003	2570315	$23
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	1/31/2003	2570518	$2,439
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	2/5/2003	2570860	$3,017
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	1/6/2003	2569211	$295
HARRISON SUPERMARKET	1900 W. WASHINGTON STREET PETERSBURG, VA 23803	2/3/2003	2570699	$264
HARRISVILLE IGA #843	1205 E MAIN ST HARRISVILLE, WV 26362	1/2/2003	4042887	$720
HARRISVILLE IGA #843	1205 E MAIN ST HARRISVILLE, WV 26362	3/25/2003	4070024	$375
HARRISVILLE IGA #843	1205 E MAIN ST HARRISVILLE, WV 26362	3/17/2003	4069368	$537
HARRISVILLE IGA #843	1205 E MAIN ST HARRISVILLE, WV 26362	2/12/2003	4068732	$576
HARRISVILLE IGA #843	1205 E MAIN ST HARRISVILLE, WV 26362	1/15/2003	4068030	$478
HARRISVILLE IGA #843	1205 E MAIN ST HARRISVILLE, WV 26362	2/26/2003	4044316	$171
HARRISVILLE IGA #843	1205 E MAIN ST HARRISVILLE, WV 26362	1/13/2003	4042616	$124
HARROWS LLC	5362 COMMERICAL DRIVE HUNTINGTON BEACH, CA 92649	1/6/2003	23534671	$1,806
HARROWS LLC	5362 COMMERICAL DRIVE HUNTINGTON BEACH, CA 92649	1/6/2003	25762202	$6,314
HARRY L MARTIN	1051 GOSHEN MILL RD PEACH BOTTOM, PA 17563	3/28/2003	4044940	$433
HARRY L MARTIN	1051 GOSHEN MILL RD PEACH BOTTOM, PA 17563	2/5/2003	4044057	$772
HARRY L MARTIN	1051 GOSHEN MILL RD PEACH BOTTOM, PA 17563	3/14/2003	4044843	$338
HARRY L MARTIN	1051 GOSHEN MILL RD PEACH BOTTOM, PA 17563	2/21/2003	4044505	$576
HARRY'S FRESH FOODS	11735 NE SUMNER PORTLAND, OR 97220	3/31/2003	23575559	$1,904
HARRY'S FRESH FOODS	11735 NE SUMNER PORTLAND, OR 97220	3/27/2003	23566966	$1,430
HARRY'S FRESH FOODS	11735 NE SUMNER PORTLAND, OR 97220	3/10/2003	23559583	$977
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	3/7/2003	23558818	$10,144
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	1/29/2003	25774480	$53,147
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	3/5/2003	25790788	$52,561
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	3/13/2003	23562714	$5,894
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	3/5/2003	23557123	$7,061
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	3/26/2003	23573182	$130,633
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	2/12/2003	25781739	$102,966
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	2/27/2003	25787790	$28,190
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	2/21/2003	25785281	$58,227
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	1/2/2003	25764857	$50,554
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	3/25/2003	23566256	$19,992

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	2/12/2003	25783047	$3,622
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	2/12/2003	25780583	$1,716
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	2/5/2003	25779975	$2,469
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	2/5/2003	25778598	$183,861
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	2/27/2003	25786572	$29,322
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	1/30/2003	25776956	$16,771
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	3/10/2003	25792743	$50,372
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	2/18/2003	25783669	$56,551
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	2/3/2003	25777544	$10,043
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	2/5/2003	25779152	$24,726
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	1/15/2003	25770005	$24,522
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	1/13/2003	25768950	$28,073
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	1/8/2003	25767550	$14,107
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	1/6/2003	25766458	$12,040
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	3/3/2003	25789727	$4,585
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	3/10/2003	23560277	$49,109
HARTZ MOUNTAIN CORP	PARENT COMPANY PO BOX 18429 NEWARK, NJ 07191	1/29/2003	25775624	$61,016
HARVATH, HARRY	C/O ALTOONA DIV	3/25/2003	84434	$140
HARVATH, HARRY	C/O ALTOONA DIV	1/28/2003	61037	$140
HARVATH, HARRY	C/O ALTOONA DIV	3/11/2003	76362	$140
HARVATH, HARRY	C/O ALTOONA DIV	3/18/2003	80352	$140
HARVATH, HARRY	C/O ALTOONA DIV	2/25/2003	71096	$140
HARVATH, HARRY	C/O ALTOONA DIV	1/7/2003	53979	$140
HARVATH, HARRY	C/O ALTOONA DIV	2/19/2003	69249	$140
HARVATH, HARRY	C/O ALTOONA DIV	2/4/2003	63543	$140
HARVATH, HARRY	C/O ALTOONA DIV	1/3/2003	53031	$140
HARVATH, HARRY	C/O ALTOONA DIV	2/11/2003	66114	$140
HARVATH, HARRY	C/O ALTOONA DIV	1/14/2003	56041	$144
HARVATH, HARRY	C/O ALTOONA DIV	3/5/2003	74077	$140
HARVATH, HARRY	C/O ALTOONA DIV	1/23/2003	59320	$140
HARVEST FOOD PRODUCTS CO., INC	1381 FRANQUETTE AVE SUITE B1 CONCORD, CA 94520	2/25/2003	23553853	$1,646
HARVEST FOOD PRODUCTS CO., INC	1381 FRANQUETTE AVE SUITE B1 CONCORD, CA 94520	3/25/2003	23571945	$2,028
HARVEST FOOD PRODUCTS CO., INC	1381 FRANQUETTE AVE SUITE B1 CONCORD, CA 94520	1/2/2003	23534364	$1,835
HARVEST FOOD PRODUCTS CO., INC	1381 FRANQUETTE AVE SUITE B1 CONCORD, CA 94520	1/27/2003	23541983	$2,752
HARVEST FOOD PRODUCTS CO., INC	1381 FRANQUETTE AVE SUITE B1 CONCORD, CA 94520	1/8/2003	23537205	$2,064
HARVEST FOOD PRODUCTS CO., INC	1381 FRANQUETTE AVE SUITE B1 CONCORD, CA 94520	3/10/2003	23559542	$2,049
HARVEST MARKET	171 BOATYARD DRIVE FORT BRAGG, CA 95437	2/21/2003	4021745	$30,930
HARVEST MARKET	171 BOATYARD DRIVE FORT BRAGG, CA 95437	1/22/2003	4021521	$191
HARVEST MARKET	171 BOATYARD DRIVE FORT BRAGG, CA 95437	3/21/2003	3018072	$528
HARVEST MARKET	171 BOATYARD DRIVE FORT BRAGG, CA 95437	1/22/2003	4021605	$306
HARVEST MARKET	171 BOATYARD DRIVE FORT BRAGG, CA 95437	2/21/2003	4021835	$190
HARVEST MEAT COMPANY INC	1022 W 24TH STREET SUITE 106 NATIONAL CITY, CA 91	3/13/2003	23562502	$2,432
HARVEST MEAT COMPANY INC	1022 W 24TH STREET SUITE 106 NATIONAL CITY, CA 91	3/4/2003	23556092	$819
HARVEST MEAT COMPANY INC	1022 W 24TH STREET SUITE 106 NATIONAL CITY, CA 91	3/25/2003	23572082	$1,018
HARVEST MEAT COMPANY INC	1022 W 24TH STREET SUITE 106 NATIONAL CITY, CA 91	1/24/2003	23542222	$119

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HARVEST MEAT COMPANY INC	1301 ARGENTINE BLVD KANSAS CITY, KS 66105	1/21/2003	25771218	$119
HARVEST MEAT COMPANY INC	1301 ARGENTINE BLVD KANSAS CITY, KS 66105	3/17/2003	23564999	$6,513
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	1/23/2003	2570037	$256
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	2/24/2003	2571640	$1,200
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	3/24/2003	2577296	$20
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	3/21/2003	2577036	$27,293
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	2/7/2003	2570882	$18,889
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	3/25/2003	2577376	$31,267
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	2/21/2003	2571550	$15,585
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	1/6/2003	2569158	$23,945
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	1/17/2003	2569821	$50,046
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	1/28/2003	2570119	$54,169
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	1/31/2003	2570535	$37,004
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	2/5/2003	2570783	$320
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	3/14/2003	2576769	$27,742
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	2/13/2003	2571110	$42
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	2/14/2003	2571195	$20,682
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	2/28/2003	2571960	$24,507
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	3/7/2003	2572233	$190
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	3/7/2003	2572321	$18,725
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	3/13/2003	2576692	$333
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	1/13/2003	2569480	$23,933
HARVEST RANCH #1	759 JAMACHA ROAD EL CAJON, CA 92019	3/21/2003	2576943	$62
HARVEST SELECT CATFISH	PO BOX 769 UNIONTOWN, AL 36786	3/24/2003	23570181	$785
HARVEST SELECT CATFISH	PO BOX 769 UNIONTOWN, AL 36786	3/3/2003	25789357	$468
HARVEST SELECT CATFISH	PO BOX 769 UNIONTOWN, AL 36786	3/6/2003	25791529	$1,718
HARVEST SELECT CATFISH	PO BOX 769 UNIONTOWN, AL 36786	3/3/2003	25787365	$725
HARVEST SELECT CATFISH	PO BOX 769 UNIONTOWN, AL 36786	3/28/2003	23574125	$1,931
HARVEST SELECT CATFISH	PO BOX 769 UNIONTOWN, AL 36786	3/10/2003	23559198	$1,280
HARVEST SELECT CATFISH	PO BOX 769 UNIONTOWN, AL 36786	2/26/2003	25786166	$1,256
HARVEST SELECT CATFISH	PO BOX 769 UNIONTOWN, AL 36786	3/25/2003	23566734	$1,268
HARVEST TIME FOODS	PO BOX 98 AYDEN, NC 28513	1/6/2003	25764919	$15,292
HARVEST TIME FOODS	PO BOX 98 AYDEN, NC 28513	3/5/2003	23557161	$6,984
HARVEST TIME FOODS	PO BOX 98 AYDEN, NC 28513	2/10/2003	23547067	$4,010
HARVEST TIME FOODS	PO BOX 98 AYDEN, NC 28513	2/27/2003	25787812	$4,965
HARVEST TIME FOODS	PO BOX 98 AYDEN, NC 28513	1/29/2003	23542695	$4,216
HARVEST TIME FOODS	PO BOX 98 AYDEN, NC 28513	3/26/2003	23573223	$3,669
HARVEST TIME FOODS	PO BOX 98 AYDEN, NC 28513	3/24/2003	23571326	$9,712
HARVEY & HARVEY INC	PO BOX 3495 300 HARVEY DRIVE WILMINGTON, DE 19804	1/30/2003	25776285	$2,355
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	2/18/2003	23548476	$2,838
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	2/7/2003	23546284	$1,275
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	3/3/2003	23554764	$858
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	3/13/2003	23562294	$654
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	1/3/2003	23536064	$56
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	1/31/2003	23544180	$280

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	1/17/2003	23539953	$624
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	2/24/2003	23552695	$481
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	3/5/2003	23556654	$5,760
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	3/6/2003	23557411	$367
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	3/7/2003	23558118	$846
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	3/12/2003	23561485	$56
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	1/2/2003	25761917	$478
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	2/20/2003	23550536	$124
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	1/13/2003	23538190	$107
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	1/22/2003	25772046	$358
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	3/10/2003	23559262	$800
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	2/24/2003	25787388	$2,806
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	2/19/2003	25785527	$119
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	1/13/2003	25767974	$101
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	1/14/2003	25769099	$98
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	1/13/2003	25770247	$1,068
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	2/11/2003	25782538	$967
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	1/28/2003	25775859	$555
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	2/11/2003	25781977	$91
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	2/24/2003	25788000	$426
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	2/25/2003	25788603	$8
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	3/3/2003	25790344	$561
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	3/3/2003	25790996	$36
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	1/7/2003	25766930	$120
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	2/3/2003	25778175	$249
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	2/10/2003	25781268	$582
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	1/2/2003	25765314	$108
HASBRO INC	PO BOX 281480 ATLANTA, GA 30384	1/15/2003	25770695	$777
HASLER MAILING SYSTEM	19 FOREST PARKWAY SHELTON, CT 06484	2/3/2003	25774945	$229
HASLER MAILING SYSTEM	19 FOREST PARKWAY SHELTON, CT 06484	3/11/2003	23561185	$242
HASLER MAILING SYSTEM	19 FOREST PARKWAY SHELTON, CT 06484	2/10/2003	25779939	$244
HASLER MAILING SYSTEM	19 FOREST PARKWAY SHELTON, CT 06484	3/21/2003	23569734	$436
HASLER, INC	PO BOX 895 SHELTON, CT 06484	3/26/2003	23573114	$236
HASLER, INC	PO BOX 895 SHELTON, CT 06484	1/10/2003	25766420	$229
HASLER, INC	PO BOX 895 SHELTON, CT 06484	2/18/2003	25781684	$228
HASLER, INC	PO BOX 895 SHELTON, CT 06484	1/23/2003	4019607	$207
HASLER, INC	PO BOX 895 SHELTON, CT 06484	1/16/2003	25769961	$487
HASLER, INC	PO BOX 895 SHELTON, CT 06484	2/20/2003	25783630	$480
HASLER, INC	PO BOX 895 SHELTON, CT 06484	1/2/2003	25762282	$198
HASLER, INC	PO BOX 895 SHELTON, CT 06484	1/21/2003	25770982	$190
HASLER, INC	PO BOX 895 SHELTON, CT 06484	3/10/2003	23560159	$235
HASLER, INC	PO BOX 895 SHELTON, CT 06484	3/31/2003	23576091	$224
HASLER, INC	PO BOX 895 SHELTON, CT 06484	3/26/2003	23568762	$249
HASLER, INC	PO BOX 895 SHELTON, CT 06484	3/24/2003	23571149	$486
HASSAN CHAABAN	PO BOX 900 BROUSSARD, LA 70518	3/26/2003	1000010118	$187,206

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HATCH CHILE CO	4065 J STREET SE DEMING, NM 88030	3/6/2003	23557771	$2,087
HATCHER POULTRY & EGG CO.	610 WASHINGTON WICHITA FALLS, TX 76304	3/6/2003	25791843	$97
HATCHER POULTRY & EGG CO.	610 WASHINGTON WICHITA FALLS, TX 76304	3/20/2003	23568562	$439
HATCHER POULTRY & EGG CO.	610 WASHINGTON WICHITA FALLS, TX 76304	3/26/2003	23572946	$470
HATCHER POULTRY & EGG CO.	610 WASHINGTON WICHITA FALLS, TX 76304	3/28/2003	23574514	$45
HATCHER POULTRY & EGG CO.	610 WASHINGTON WICHITA FALLS, TX 76304	3/6/2003	25790594	$114
HATCHER POULTRY & EGG CO.	610 WASHINGTON WICHITA FALLS, TX 76304	3/7/2003	23558505	$418
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	2/14/2003	23549353	$92,379
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	2/20/2003	25784782	$5,309
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	2/18/2003	25784138	$19,091
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/4/2003	23556455	$5,788
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	2/6/2003	25780052	$109,193
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/7/2003	25792202	$25,920
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/6/2003	25790851	$16,703
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/24/2003	23542796	$92,131
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	2/24/2003	25786004	$46,303
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	2/10/2003	23547143	$29,734
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/28/2003	23571435	$19,383
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	2/13/2003	25783119	$24,175
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/8/2003	25766496	$88,247
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	2/5/2003	25778668	$21,195
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	2/3/2003	25777031	$80,894
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/31/2003	23545047	$69,362
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	2/27/2003	25789199	$46,291
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/12/2003	23562108	$9,175
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	2/24/2003	23553556	$22,763
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/31/2003	23576341	$134,941
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/10/2003	23538802	$9,381
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/25/2003	23572440	$1,244
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/25/2003	23569901	$14,863
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/22/2003	23540554	$30,241
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/14/2003	23564661	$60,360
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/9/2003	25767645	$1,280
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/10/2003	23560443	$37,742
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/7/2003	23558919	$91,861
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/2/2003	25765834	$102,832
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/3/2003	23555526	$28,137
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/28/2003	23574909	$2,698
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	2/21/2003	23551362	$32,305
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	3/17/2003	23566424	$43,449
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/27/2003	25775009	$1,412
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/13/2003	25769404	$2,838
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/16/2003	25770080	$69,748
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/16/2003	25770538	$53,885
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/16/2003	25771051	$44,636

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/24/2003	25773842	$35,660
HATFIELD QUALITY MEATS INC	PO BOX 800 HATFIELD, PA 19440	1/9/2003	25768530	$8,151
HATZLACHH SUPPLY INC	935 BROADWAY 6TH FLOOR NEW YORK, NY 10010	1/28/2003	23542518	$4,775
HAUKE HONEY CORPORATION	9316 KLONDIKE DRIVE MARSHFIELD, WI 54404	2/10/2003	23544554	$3,625
HAUKE HONEY CORPORATION	9316 KLONDIKE DRIVE MARSHFIELD, WI 54404	2/26/2003	25790567	$4,645
HAUTLY CHEESE CO	1221 OZARK ST KANSAS CITY, MO 64116	2/24/2003	25787173	$547
HAUTLY CHEESE CO	1221 OZARK ST KANSAS CITY, MO 64116	3/4/2003	23556375	$819
HAUTLY CHEESE CO	1221 OZARK ST KANSAS CITY, MO 64116	3/6/2003	23557812	$589
HAUTLY CHEESE CO	1221 OZARK ST KANSAS CITY, MO 64116	3/25/2003	23568062	$575
HAUTLY CHEESE CO	1221 OZARK ST KANSAS CITY, MO 64116	3/24/2003	23571258	$751
HAUTLY CHEESE CO	1221 OZARK ST KANSAS CITY, MO 64116	1/2/2003	25764849	$535
HAUTLY CHEESE CO	1221 OZARK ST KANSAS CITY, MO 64116	2/26/2003	25789131	$554
HAUTLY CHEESE CO	1221 OZARK ST KANSAS CITY, MO 64116	1/27/2003	25775620	$681
HAUTLY CHEESE CO	1221 OZARK ST KANSAS CITY, MO 64116	1/29/2003	25776951	$333
HAUTLY CHEESE CO	1221 OZARK ST KANSAS CITY, MO 64116	2/20/2003	25785277	$499
HAUTLY CHEESE CO	1221 OZARK ST KANSAS CITY, MO 64116	1/21/2003	25771843	$320
HAUTLY CHEESE CO	1221 OZARK ST KANSAS CITY, MO 64116	2/5/2003	25779972	$571
HAUTLY CHEESE CO	1221 OZARK ST KANSAS CITY, MO 64116	1/10/2003	25769362	$498
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	2/3/2003	25774096	$1,135
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	2/3/2003	25777262	$518
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	2/10/2003	25779550	$1,404
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	1/13/2003	25766675	$4,262
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	1/13/2003	25764064	$1,470
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	1/6/2003	25760531	$2,803
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	2/10/2003	25780303	$1,091
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	3/7/2003	25791656	$2,807
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	3/24/2003	23565231	$1,276
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	3/28/2003	23569270	$1,840
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	3/28/2003	23574277	$2,634
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	2/3/2003	25776506	$1,661
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	3/31/2003	23575450	$594
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	3/3/2003	25792495	$1,238
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	2/26/2003	25786272	$1,183
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	2/19/2003	25783371	$1,587
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	3/10/2003	23559475	$1,960
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	1/29/2003	25771274	$1,587
HAVATAMPA/PHILLIES CIGARS	PO BOX 1487 MANGO, FL 33550	1/17/2003	25768738	$2,281
HAVEL BROS	PO BOX 1287 FORT WAYNE, IN 46801	3/14/2003	23564509	$2,492
HAWAII DENTAL SERVICE	700 BISHOP ST SUITE 700 HONOLULU, HI 96813	2/10/2003	1000005747	$2,958
HAWAII DENTAL SERVICE	700 BISHOP ST SUITE 700 HONOLULU, HI 96813	3/10/2003	1000008524	$3,469
HAWAII DENTAL SERVICE	700 BISHOP ST SUITE 700 HONOLULU, HI 96813	1/16/2003	4019577	$2,958
HAWAII LOGISTIC SERVICE	91-315 HANUA STREET KAPOLEI, HI 96707	2/24/2003	23553647	$36,529
HAWAII LOGISTIC SERVICE	91-315 HANUA STREET KAPOLEI, HI 96707	3/3/2003	23555612	$35,675
HAWAII LOGISTIC SERVICE	91-315 HANUA STREET KAPOLEI, HI 96707	2/6/2003	23545929	$35,839
HAWAII LOGISTIC SERVICE	91-315 HANUA STREET KAPOLEI, HI 96707	2/18/2003	23552060	$37,055

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HAWAII LOGISTIC SERVICE	91-315 HANUA STREET KAPOLEI, HI 96707	2/21/2003	23549862	$35,542
HAWAII LOGISTIC SERVICE	91-315 HANUA STREET KAPOLEI, HI 96707	3/10/2003	23560618	$33,796
HAWAII LOGISTIC SERVICE	91-315 HANUA STREET KAPOLEI, HI 96707	3/26/2003	23566587	$32,011
HAWAII LOGISTIC SERVICE	91-315 HANUA STREET KAPOLEI, HI 96707	3/26/2003	23570034	$30,708
HAWAII LOGISTIC SERVICE	91-315 HANUA STREET KAPOLEI, HI 96707	1/3/2003	4019499	$29,301
HAWAII LOGISTIC SERVICE	91-315 HANUA STREET KAPOLEI, HI 96707	1/10/2003	4019544	$25,708
HAWAII LOGISTIC SERVICE	91-315 HANUA STREET KAPOLEI, HI 96707	1/21/2003	4019637	$33,337
HAWAII LOGISTIC SERVICE	91-315 HANUA STREET KAPOLEI, HI 96707	2/12/2003	23547943	$36,580
HAWAII STATE TAX COLLECTOR	P BOX 1425 HONOLULU, HI 96806	2/14/2003	1000006460	$291,744
HAWAII STATE TAX COLLECTOR	P BOX 1425 HONOLULU, HI 96806	3/10/2003	1000007955	$1,920
HAWAII STATE TAX COLLECTOR	P BOX 1425 HONOLULU, HI 96806	1/17/2003	4019612	$291,744
HAWAII STATE TAX COLLECTOR	P BOX 1425 HONOLULU, HI 96806	3/13/2003	1000008982	$291,744
HAWAII STATE TAX COLLECTOR	P BOX 1425 HONOLULU, HI 96806	2/10/2003	1000005411	$4,286
HAWAII STATE TAX COLLECTOR	P BOX 1425 HONOLULU, HI 96806	2/3/2003	1000005199	$291,744
HAWAII STATE TAX COLLECTOR	P BOX 1425 HONOLULU, HI 96806	1/6/2003	4019505	$291,744
HAWAII STATE TAX COLLECTOR	P BOX 1425 HONOLULU, HI 96806	2/28/2003	1000007837	$291,744
HAWAII TRANSFER CO., LTD.	WEEKLY TRANSPORT CHARGES P.O. BOX 665 PEARL CITY,	3/14/2003	23564800	$66,528
HAWAII TRANSFER CO., LTD.	WEEKLY TRANSPORT CHARGES P.O. BOX 665 PEARL CITY,	2/10/2003	23547261	$210,039
HAWAII TRANSFER CO., LTD.	WEEKLY TRANSPORT CHARGES P.O. BOX 665 PEARL CITY,	2/24/2003	23553668	$75,151
HAWAII TRANSFER CO., LTD.	WEEKLY TRANSPORT CHARGES P.O. BOX 665 PEARL CITY,	3/28/2003	23575039	$69,498
HAWAII TRANSFER CO., LTD.	WEEKLY TRANSPORT CHARGES P.O. BOX 665 PEARL CITY,	3/27/2003	23569003	$66,485
HAWAII TRANSFER CO., LTD.	WEEKLY TRANSPORT CHARGES P.O. BOX 665 PEARL CITY,	2/11/2003	23549869	$233
HAWAII TRANSFER CO., LTD.	WEEKLY TRANSPORT CHARGES P.O. BOX 665 PEARL CITY,	3/10/2003	23560623	$65,499
HAWAII TRANSFER CO., LTD.	WEEKLY TRANSPORT CHARGES P.O. BOX 665 PEARL CITY,	3/3/2003	23555619	$66,572
HAWAII TRANSFER CO., LTD.	WEEKLY TRANSPORT CHARGES P.O. BOX 665 PEARL CITY,	2/18/2003	23552068	$62,136
HAWAII TRANSFER CO., LTD.	WEEKLY TRANSPORT CHARGES P.O. BOX 665 PEARL CITY,	2/12/2003	23547948	$68,300
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	2/17/2003	23550607	$2,153
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	3/10/2003	23559374	$364
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	2/28/2003	23554439	$2,063
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	2/10/2003	23546362	$3,684
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	2/18/2003	23548554	$226
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	2/24/2003	23552767	$530
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	2/27/2003	23554279	$2,333
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	2/13/2003	23548138	$3,117
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	3/6/2003	23557435	$11,437
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	3/24/2003	23565126	$2,910
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	3/24/2003	23566836	$560
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	3/27/2003	23567786	$49
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	3/24/2003	23570327	$7,330
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	3/27/2003	23573533	$5,327
HAWAIIAN AGENTS, INC	91-314 KOMOHANA ST KAPOLEI, HI 96707	2/25/2003	23553812	$916
HAWAIIAN EATERIES INC	46-168 MALINA PL KANEOHE, HI 96744	2/24/2003	23552647	$231
HAWAIIAN EATERIES INC	46-168 MALINA PL KANEOHE, HI 96744	3/14/2003	23564025	$231
HAWAIIAN EATERIES INC	46-168 MALINA PL KANEOHE, HI 96744	3/24/2003	23570162	$231
HAWAIIAN ELECTRIC CO.LTD.	P.O.BOX 3978 HONOLULU, HI 96813	3/24/2003	23571631	$57,102

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HAWAIIAN ELECTRIC CO.LTD.	P.O.BOX 3978 HONOLULU, HI 96813	2/18/2003	23552067	$55,127
HAWAIIAN PA'AKAI	1718 HOE STREET HONOLULU, HI 96819	2/11/2003	23549618	$1,272
HAWAIIAN PA'AKAI	1718 HOE STREET HONOLULU, HI 96819	3/4/2003	23555922	$920
HAWAIIAN PA'AKAI	1718 HOE STREET HONOLULU, HI 96819	3/25/2003	23571923	$1,237
HAWAIIAN PA'AKAI	1718 HOE STREET HONOLULU, HI 96819	3/26/2003	23560883	$1,289
HAWAIIAN PA'AKAI	1718 HOE STREET HONOLULU, HI 96819	2/18/2003	23551665	$2,119
HAWAII'S OWN CORPORATION	MAIL CODE 47914 PO BOX 1300 HONOLULU, HI 96807	2/24/2003	23552859	$3,635
HAWAII'S OWN CORPORATION	MAIL CODE 47914 PO BOX 1300 HONOLULU, HI 96807	3/17/2003	23565284	$3,306
HAWAII'S OWN CORPORATION	MAIL CODE 47914 PO BOX 1300 HONOLULU, HI 96807	3/12/2003	23561609	$3,487
HAWAII'S OWN CORPORATION	MAIL CODE 47914 PO BOX 1300 HONOLULU, HI 96807	3/4/2003	23555927	$5,290
HAWAII'S OWN CORPORATION	MAIL CODE 47914 PO BOX 1300 HONOLULU, HI 96807	2/26/2003	23554138	$7,120
HAWAII'S OWN CORPORATION	MAIL CODE 47914 PO BOX 1300 HONOLULU, HI 96807	1/3/2003	23535291	$6,850
HAWAII'S OWN CORPORATION	MAIL CODE 47914 PO BOX 1300 HONOLULU, HI 96807	1/24/2003	23541063	$6,678
HAWAII'S OWN CORPORATION	MAIL CODE 47914 PO BOX 1300 HONOLULU, HI 96807	1/27/2003	23543119	$12,982
HAWAII'S OWN CORPORATION	MAIL CODE 47914 PO BOX 1300 HONOLULU, HI 96807	2/14/2003	23548657	$3,150
HAWAII'S OWN CORPORATION	MAIL CODE 47914 PO BOX 1300 HONOLULU, HI 96807	2/20/2003	23549621	$7,701
HAYDEN THOMAS / HAYDEN SM	37 GOODWILL RD POTTERSVILLE ROSEAU DOMINICA 00000	1/21/2003	2064347	$4,952
HAYFORK DISCOUNT	HWY 3 AND FOREST AVE HAYFORK, CA 96041	2/24/2003	4021905	$2,374
HAYS # 2062	809 W 13TH ST CARUTHERSVILLE, MO 63830	1/3/2003	3039605	$603
HAYS # 39	6TH ST. AND MOULTREE BLYTHEVILLE, AR 72315	1/3/2003	3039607	$730
HAZEL FOOD	4121 SPAULDING STREET ANTIOCH, CA 94509	2/14/2003	23550304	$2,993
HBA NATIONAL SALES	PO BOX 18314 NEWARK, NJ 07191	3/24/2003	23570159	$55,924
HBA NATIONAL SALES	PO BOX 18314 NEWARK, NJ 07191	2/26/2003	25787359	$1,985
HBA NATIONAL SALES	PO BOX 18314 NEWARK, NJ 07191	2/26/2003	25787976	$59,719
HBA NATIONAL SALES	PO BOX 18314 NEWARK, NJ 07191	3/5/2003	25790976	$118,740
HBA NATIONAL SALES	PO BOX 18314 NEWARK, NJ 07191	3/27/2003	23573473	$63,550
HBA NATIONAL SALES	PO BOX 18314 NEWARK, NJ 07191	3/5/2003	23556616	$40,699
HBA NATIONAL SALES	PO BOX 18314 NEWARK, NJ 07191	3/11/2003	23560732	$4,411
HBA NATIONAL SALES	PO BOX 18314 NEWARK, NJ 07191	3/25/2003	23564941	$42,943
HBA NATIONAL SALES	PO BOX 18314 NEWARK, NJ 07191	3/26/2003	23572630	$7,092
HBA NATIONAL SALES	PO BOX 18314 NEWARK, NJ 07191	3/26/2003	23569113	$5,664
HBA NATIONAL SALES	PO BOX 18314 NEWARK, NJ 07191	1/9/2003	25766045	$256,412
HBA NATIONAL SALES	PO BOX 18314 NEWARK, NJ 07191	3/5/2003	25790306	$34,512
HEAD COUNTRY FOODS	P.O. BOX 2324 PONCA CITY, OKLA. 74602	3/24/2003	23570348	$6,696
HEAD COUNTRY FOODS	P.O. BOX 2324 PONCA CITY, OKLA. 74602	3/4/2003	23555855	$8,418
HEADLAND'S IGA #77544	4701 CORDUROY RD MENTOR, OH 44060	2/25/2003	4044318	$197
HEADLAND'S IGA #77544	4701 CORDUROY RD MENTOR, OH 44060	3/18/2003	4044570	$105
HEADLAND'S IGA #77544	4701 CORDUROY RD MENTOR, OH 44060	3/25/2003	4070019	$50
HEADLAND'S IGA #77544	4701 CORDUROY RD MENTOR, OH 44060	1/2/2003	4043598	$151
HEADLAND'S IGA #77544	4701 CORDUROY RD MENTOR, OH 44060	1/2/2003	4042889	$304
HEADLAND'S IGA #77544	4701 CORDUROY RD MENTOR, OH 44060	2/18/2003	4043707	$150
HEADLAND'S IGA #77544	4701 CORDUROY RD MENTOR, OH 44060	2/12/2003	4044098	$105
HEADLAND'S IGA #77544	4701 CORDUROY RD MENTOR, OH 44060	3/18/2003	4044571	$116
HEADLAND'S IGA #77544	4701 CORDUROY RD MENTOR, OH 44060	1/16/2003	4068019	$111
HEADLAND'S IGA #77544	4701 CORDUROY RD MENTOR, OH 44060	2/7/2003	4068725	$172

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HEADLAND'S IGA #77544	4701 CORDUROY RD MENTOR, OH 44060	3/6/2003	4069362	$150
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	2/12/2003	23546165	$1,668
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	3/7/2003	23558014	$3,650
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	3/3/2003	23554651	$482
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	2/12/2003	23547318	$639
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	1/30/2003	23542996	$900
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	1/9/2003	23537872	$900
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	1/6/2003	23535945	$5,309
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	3/10/2003	23559099	$3,365
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	1/2/2003	23535126	$2,739
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	2/18/2003	23548351	$3,900
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	1/8/2003	23537017	$1,235
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	1/6/2003	23535635	$8,875
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	3/12/2003	23561408	$3,672
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	1/27/2003	23541605	$1,499
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	2/18/2003	25782443	$1,782
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	2/3/2003	25776321	$2,006
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	1/27/2003	25773357	$9,800
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	3/31/2003	23575097	$1,899
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	3/24/2003	23570074	$714
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	3/26/2003	23566672	$2,115
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	3/27/2003	23569047	$1,887
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	3/7/2003	25790958	$630
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	3/28/2003	23574055	$3,510
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	2/28/2003	25788507	$1,481
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	2/10/2003	25779384	$459
HEALD'S VALLEY FARMS INC	6715 W. MONTE CRISTO ROAD EDINBURG, TX 78539	1/8/2003	23537550	$11,060
HEALTH & NUTRITION SYSTEMS	3750 INVESTMENT LANE SUITE 5 WEST PALM BEACH, FL	3/3/2003	25789609	$212
HEALTH & NUTRITION SYSTEMS	3750 INVESTMENT LANE SUITE 5 WEST PALM BEACH, FL	2/6/2003	23544740	$212
HEALTH & NUTRITION SYSTEMS	3750 INVESTMENT LANE SUITE 5 WEST PALM BEACH, FL	3/20/2003	23568682	$212
HEALTH & NUTRITION SYSTEMS	3750 INVESTMENT LANE SUITE 5 WEST PALM BEACH, FL	3/24/2003	23570970	$106
HEALTH & NUTRITION SYSTEMS	3750 INVESTMENT LANE SUITE 5 WEST PALM BEACH, FL	1/2/2003	23534692	$212
HEALTH TECH INC	15 JACKSON ROAD	2/3/2003	63242	$60,215
HEALTH TECH INC	PO BOX 345 TOTOWA, NJ 07512	2/12/2003	25781356	$1,404
HEALTH TECH INC	PO BOX 345 TOTOWA, NJ 07512	1/17/2003	25769610	$342
HEALTH TECH INC	PO BOX 345 TOTOWA, NJ 07512	1/13/2003	25768730	$8,438
HEALTH TECH INC	PO BOX 345 TOTOWA, NJ 07512	1/9/2003	25767039	$10,320
HEALTH WORKS	PO BOX 190 ELKTON, MD 21922	1/13/2003	25768885	$1,885
HEALTH WORKS	PO BOX 190 ELKTON, MD 21922	1/16/2003	25769868	$210
HEALTHWORKS INTRNTL LLC	204 FAIR AVE	3/17/2003	79541	$5,322
HEART-FELT GREETINGS	1367 FAIRVIEW BLVD. FAIRVIEW, TN 37062	2/4/2003	23542253	$77
HEART-FELT GREETINGS	1367 FAIRVIEW BLVD. FAIRVIEW, TN 37062	3/10/2003	23559828	$173
HEART-FELT GREETINGS	1367 FAIRVIEW BLVD. FAIRVIEW, TN 37062	2/19/2003	25787633	$58
HEART-FELT GREETINGS	1367 FAIRVIEW BLVD. FAIRVIEW, TN 37062	3/10/2003	25791840	$32
HEART-FELT GREETINGS	1367 FAIRVIEW BLVD. FAIRVIEW, TN 37062	2/25/2003	23553923	$428

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HEART-FELT GREETINGS	1367 FAIRVIEW BLVD. FAIRVIEW, TN 37062	2/4/2003	23544589	$176
HEART-FELT GREETINGS	1367 FAIRVIEW BLVD. FAIRVIEW, TN 37062	3/7/2003	23558503	$479
HEARTLAND BRANDS	P.O.BOX 2158 COLLEGEDALE, TN 37315	2/24/2003	23553046	$3,695
HEARTLAND BRANDS	P.O.BOX 2158 COLLEGEDALE, TN 37315	1/31/2003	25776650	$618
HEARTLAND BRANDS	P.O.BOX 2158 COLLEGEDALE, TN 37315	1/29/2003	25775372	$1,976
HEARTLAND BRANDS	P.O.BOX 2158 COLLEGEDALE, TN 37315	3/12/2003	23561726	$606
HEARTLAND BRANDS	P.O.BOX 2158 COLLEGEDALE, TN 37315	3/3/2003	23555077	$13,822
HEARTLAND CO-OP	DORCHESTER	1/24/2003	59828	$1,000
HEARTLAND CO-OP ATHENS	C/O DC 50	1/24/2003	59793	$1,000
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	3/28/2003	23567173	$103
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	2/18/2003	23551795	$832
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	3/24/2003	23565784	$1,228
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	1/15/2003	25767314	$2,047
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	3/28/2003	23574552	$1,024
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	3/26/2003	23572983	$1,024
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	3/24/2003	23564374	$859
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	3/24/2003	23561802	$2,303
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	3/10/2003	23559894	$1,228
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	2/26/2003	23554176	$1,024
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	1/24/2003	25773022	$1,024
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	2/17/2003	23550993	$2,252
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	3/6/2003	23557639	$1,024
HEARTLAND PACKAGING CORP	16707 SOUTHPARK DRIVE WESTFIELD, IN 46074	3/27/2003	23573721	$2,047
HEARTLAND PRODUCE CO	4550 70TH AVE KENOSHA, WI 53144	2/18/2003	23551817	$9,744
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/19/2003	23550411	$35,439
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/11/2003	23548090	$490
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/21/2003	23551489	$6,288
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	3/17/2003	23566619	$2,314
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/10/2003	23547951	$2,999
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/22/2003	23541433	$2,087
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/29/2003	23544051	$37,934
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/10/2003	23547282	$15,718
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/5/2003	23545935	$1,334
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/3/2003	23545775	$2,342
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/4/2003	23545223	$9,914
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/18/2003	23550067	$9,787
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	3/11/2003	23561393	$3,410
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/21/2003	25771952	$21,536
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/28/2003	23543785	$1,926
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/5/2003	23546159	$4,548
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/21/2003	25787312	$3,448
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	3/5/2003	23557312	$12,526
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/26/2003	23554256	$6,170
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/13/2003	25769445	$89,441
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	3/25/2003	23569018	$7,752

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/24/2003	23553690	$19,977
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	3/27/2003	23574025	$45,980
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	3/18/2003	23567698	$2,907
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	3/6/2003	23557983	$10,195
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	3/7/2003	23559074	$3,158
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	3/10/2003	23560639	$18,764
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	3/13/2003	23562894	$1,070
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/14/2003	25784199	$21,454
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/31/2003	25778101	$8,487
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/22/2003	23541597	$11,964
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/24/2003	25788463	$526
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	3/3/2003	25791451	$828
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	3/26/2003	23573392	$3,077
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/27/2003	23542949	$10,719
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/19/2003	23552213	$15,505
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	3/4/2003	25792352	$2,402
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/2/2003	23535932	$4,829
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/14/2003	23539550	$63
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/14/2003	23539699	$22,072
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/15/2003	23539857	$12,039
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/17/2003	23540641	$5,175
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	1/21/2003	23541227	$4,247
HEARTLAND PRODUCE CO	DEPT 77-5160 CHICAGO, IL 60678	2/25/2003	25789293	$2,388
HEARTLINE FOODS INC	PO BOX 454 WESTPORT, CT 06881	1/6/2003	25766157	$4,378
HEARTLINE FOODS INC	PO BOX 454 WESTPORT, CT 06881	1/27/2003	25774117	$1,172
HEARTLINE FOODS INC	PO BOX 454 WESTPORT, CT 06881	2/10/2003	25780319	$2,259
HEARTLINE FOODS INC	PO BOX 454 WESTPORT, CT 06881	1/2/2003	25764092	$3,951
HEARTLINE FOODS INC	PO BOX 454 WESTPORT, CT 06881	3/11/2003	23560880	$1,769
HEARTLINE FOODS INC	PO BOX 454 WESTPORT, CT 06881	2/24/2003	25784385	$2,540
HEARTLINE FOODS INC	PO BOX 454 WESTPORT, CT 06881	3/3/2003	25789971	$579
HEATH FESTIVAL FOODS #419	963 HEBRON RD HEATH, OH 43056	3/5/2003	4069332	$3,888
HEATH FESTIVAL FOODS #419	963 HEBRON RD HEATH, OH 43056	1/24/2003	4067989	$4,664
HEATH FESTIVAL FOODS #419	963 HEBRON RD HEATH, OH 43056	2/20/2003	4068695	$3,904
HEATH FESTIVAL FOODS #419	963 HEBRON RD HEATH, OH 43056	1/9/2003	4067676	$5,100
HEATH FESTIVAL FOODS #419	963 HEBRON RD HEATH, OH 43056	1/15/2003	4043599	$320
HEATH FESTIVAL FOODS #419	963 HEBRON RD HEATH, OH 43056	3/25/2003	4069990	$4,606
HEATH FESTIVAL FOODS #419	963 HEBRON RD HEATH, OH 43056	2/20/2003	4043923	$363
HEATH FESTIVAL FOODS #419	963 HEBRON RD HEATH, OH 43056	2/3/2003	4068451	$1,788
HEATH'S CEE BEE	401 MAIN ST LOBELVILLE, TN 37097	3/21/2003	1000009193	$29
HEATH'S CEE BEE	401 MAIN ST LOBELVILLE, TN 37097	2/28/2003	1000007214	$13
HEATH'S CEE BEE	401 MAIN ST LOBELVILLE, TN 37097	1/17/2003	2068047	$1,077
HEATH'S CEE BEE	401 MAIN ST LOBELVILLE, TN 37097	2/25/2003	1000006139	$971
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	3/7/2003	23558432	$42,366
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	3/4/2003	25791118	$8,033
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	3/13/2003	23562477	$15,613

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	3/4/2003	25791795	$4,020
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	2/24/2003	25787593	$16,080
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	3/28/2003	23572045	$13,977
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	2/26/2003	25788834	$4,015
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	3/6/2003	23557570	$14,829
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	3/10/2003	23559736	$18,510
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	3/11/2003	23560976	$3,779
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	3/12/2003	23561717	$4,730
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	3/17/2003	23565551	$3,887
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	3/3/2003	23555063	$4,020
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	3/26/2003	23572891	$1
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	2/21/2003	25786947	$3,417
HEDSTROM / ASHLAND DIVISION	21200 NETWORK PLACE CHICAGO, IL 60673	3/4/2003	23556051	$5,519
HEGEDORN IGA	964 E RIDGE AVE WEBSTER, NY 14580	2/21/2003	4068058	$177
HEGEDORN IGA	964 E RIDGE AVE WEBSTER, NY 14580	2/11/2003	4068758	$213
HEGEDORN IGA	964 E RIDGE AVE WEBSTER, NY 14580	2/3/2003	4043861	$125
HEGEDORN IGA	964 E RIDGE AVE WEBSTER, NY 14580	3/10/2003	4069393	$154
HEGEDORN IGA	964 E RIDGE AVE WEBSTER, NY 14580	2/11/2003	4043978	$60
HEGEDORN IGA	964 E RIDGE AVE WEBSTER, NY 14580	3/25/2003	4070049	$77
HEIM'S SNB # 811	650 PENCADER DR NEWARK, DE 19702	1/30/2003	1027298	$742
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/3/2003	25777347	$172,441
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/6/2003	25764315	$16,334
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/18/2003	25783465	$262,016
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/10/2003	25768209	$76,428
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/6/2003	25779701	$106,846
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/22/2003	25771334	$214,772
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/22/2003	25772267	$57,054
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/30/2003	25775988	$82,933
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/3/2003	25777864	$40,694
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/4/2003	25778368	$95,292
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/19/2003	23567894	$232,887
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/22/2003	25773596	$176,010
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/10/2003	23559744	$182,171
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/29/2003	23542172	$76,117
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/18/2003	25784495	$808
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/27/2003	23572896	$188,413
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/19/2003	23567895	$52,589
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/27/2003	23572897	$71,636
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/25/2003	23565565	$163,601
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/25/2003	23565564	$195,359
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/13/2003	25782123	$62,319
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/13/2003	23562480	$178,995
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/7/2003	23536363	$178,215
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/10/2003	23559743	$241,204
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/7/2003	23558439	$183,593

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/5/2003	23556872	$195,974
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/20/2003	25785074	$16,072
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/20/2003	25785724	$65,295
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/11/2003	25780399	$189,804
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/3/2003	25790036	$14,156
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/14/2003	23564296	$145,747
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/28/2003	23542171	$111,128
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/16/2003	25770345	$142,201
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/24/2003	23553039	$105,441
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/17/2003	23550876	$125,223
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/17/2003	23550875	$136,789
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/14/2003	23548827	$266,994
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/14/2003	23548826	$206,932
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/3/2003	23555069	$215,640
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/6/2003	25765521	$45,839
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/12/2003	23546644	$182,653
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/28/2003	23573658	$201,025
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/28/2003	23542170	$207,502
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/22/2003	23540198	$114,248
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/10/2003	23538445	$98,063
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/7/2003	23536364	$117,323
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/6/2003	25791121	$110,877
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/28/2003	23574456	$8,611
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/13/2003	25782762	$114,794
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/24/2003	23570679	$190,793
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/11/2003	23545836	$201,193
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/28/2003	31118039	$270,547
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/6/2003	31117899	$188,830
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/5/2003	25791798	$13,879
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/6/2003	23557575	$6,870
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/31/2003	23575705	$121,633
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/31/2003	23575704	$296,392
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	1/15/2003	25770842	$23,190
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/24/2003	25786952	$18,983
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/3/2003	23555070	$106,589
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	3/10/2003	31118300	$190,692
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/14/2003	31118197	$240,265
HEINZ FROZEN FOOD CO	DEPT. CH 10429 PALATINE, IL 60055	2/14/2003	31118196	$253,664
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	2/3/2003	63142	$6,018
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	1/3/2003	52838	$13,944
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	3/5/2003	73921	$10,688
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	3/5/2003	73921	$13,097
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	3/5/2003	73921	$12,838
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	3/11/2003	76232	$13,964
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	3/20/2003	82145	$6,567

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	3/3/2003	73193	$15,743
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	3/26/2003	85245	$5,417
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	3/21/2003	82975	$7,923
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	2/21/2003	70091	$20,295
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	1/30/2003	62044	$6,685
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	2/18/2003	68771	$4,080
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	1/2/2003	52412	$3,942
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	1/2/2003	52412	$5,863
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	1/2/2003	52412	$4,232
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	1/31/2003	62504	$22,743
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	1/10/2003	55157	$14,552
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	1/20/2003	58004	$6,126
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	2/5/2003	63840	$9,825
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	2/5/2003	63841	$3,105
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	2/4/2003	63453	$7,426
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	2/3/2003	63142	$7,596
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	2/17/2003	68394	$12,208
HEINZ FROZEN FOOD COMPANY	DEPT. AT 40076	1/2/2003	52412	$6,543
HEINZ FROZEN FOODS	DEPT CH 10429 PALATINE, IL 60055	3/27/2003	23573803	$323
HEINZ FROZEN FOODS	DEPT CH 10429 PALATINE, IL 60055	2/20/2003	25786485	$2,777
HEINZ FROZEN FOODS	DEPT CH 10429 PALATINE, IL 60055	1/13/2003	25769900	$2,262
HEINZ FROZEN FOODS	DEPT CH 10429 PALATINE, IL 60055	3/19/2003	23568013	$6,175
HEINZ FROZEN FOODS	DEPT CH 10429 PALATINE, IL 60055	3/31/2003	23576013	$1,852
HEINZ FROZEN FOODS	DEPT CH 10429 PALATINE, IL 60055	2/3/2003	25777461	$4,378
HEINZ FROZEN FOODS	DEPT CH 10429 PALATINE, IL 60055	3/28/2003	23574677	$1,175
HEINZ FROZEN FOODS	DEPT CH 10429 PALATINE, IL 60055	2/14/2003	25783585	$4,054
HEINZ FROZEN FOODS	DEPT CH 10429 PALATINE, IL 60055	2/6/2003	25780517	$1,314
HEINZ FROZEN FOODS	DEPT CH 10429 PALATINE, IL 60055	3/10/2003	25792673	$7,397
HEINZ FROZEN FOODS	DEPT CH 10429 PALATINE, IL 60055	3/17/2003	23566028	$2,532
HEINZ NORTH AMERICA	DEPT. LA 2111	2/21/2003	70095	$4,842
HEINZ NORTH AMERICA	DEPT. LA 2111	1/10/2003	55163	$15,482
HEINZ NORTH AMERICA	DEPT. LA 2111	1/10/2003	55163	$4,567
HEINZ NORTH AMERICA	DEPT. LA 2111	1/3/2003	52844	$5,763
HEINZ NORTH AMERICA	DEPT. LA 2111	1/24/2003	59739	$13,267
HEINZ NORTH AMERICA	DEPT. LA 2111	1/24/2003	59739	$7,401
HEINZ NORTH AMERICA	DEPT. LA 2111	1/29/2003	61444	$6,608
HEINZ NORTH AMERICA	DEPT. LA 2111	1/10/2003	55163	$6,595
HEINZ NORTH AMERICA	DEPT. LA 2111	2/5/2003	63844	$6,237
HEINZ NORTH AMERICA	DEPT. LA 2111	1/29/2003	61444	$14,240
HEINZ NORTH AMERICA	DEPT. LA 2111	2/21/2003	70095	$11,604
HEINZ NORTH AMERICA	DEPT. LA 2111	1/15/2003	56418	$566
HEINZ NORTH AMERICA	DEPT. LA 2111	1/29/2003	61444	$5,477
HEINZ NORTH AMERICA	DEPT. LA 2111	1/29/2003	61444	$35,014
HEINZ NORTH AMERICA	DEPT. LA 2111	1/29/2003	61444	$6,391
HEINZ NORTH AMERICA	DEPT. LA 2111	2/21/2003	70095	$339

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HEINZ NORTH AMERICA	DEPT. LA 2111	1/3/2003	52844	$522
HEINZ NORTH AMERICA	DEPT. LA 2111	3/19/2003	81179	$1,201
HEINZ NORTH AMERICA	DEPT. LA 2111	3/31/2003	86549	$3,475
HEINZ NORTH AMERICA	DEPT. LA 2111	3/21/2003	82980	$4,403
HEINZ NORTH AMERICA	DEPT. LA 2111	3/19/2003	81179	$3,717
HEINZ NORTH AMERICA	DEPT. LA 2111	3/28/2003	86299	$3,676
HEINZ NORTH AMERICA	DEPT. LA 2111	3/28/2003	86299	$1,298
HEINZ NORTH AMERICA	DEPT. LA 2111	1/15/2003	56418	$1,693
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/27/2003	25774647	$31,094
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/28/2003	25775840	$187,732
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/29/2003	25776365	$22,782
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/3/2003	25777161	$147,139
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/27/2003	25773968	$123,503
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/21/2003	25771582	$59,807
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/27/2003	25772004	$47,369
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/27/2003	25775107	$64,214
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/6/2003	23557379	$293,718
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/14/2003	25770665	$63,222
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/8/2003	25767926	$15,873
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/3/2003	23554704	$191,169
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/28/2003	23573465	$154,950
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/4/2003	23555727	$55,279
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/5/2003	23556610	$171,128
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/6/2003	23557377	$299,272
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/6/2003	23557378	$299,776
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/19/2003	23567731	$238,156
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/5/2003	23545787	$209,514
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/14/2003	23548406	$141,744
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/7/2003	23546222	$153,616
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/28/2003	23571737	$13,336
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/6/2003	23557380	$28,210
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/7/2003	23558065	$52,302
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/10/2003	23559167	$199,971
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/12/2003	23561442	$30,106
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/13/2003	23562252	$61,615
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/17/2003	23564920	$251,180
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/19/2003	23567730	$278,012
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/27/2003	23572618	$221,436
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/28/2003	23570143	$166,329
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/25/2003	25787970	$82,910
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/4/2003	25778141	$60,489
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/2/2003	25763799	$197,690
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/24/2003	25786150	$180,172
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/14/2003	25770220	$104,385
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/10/2003	25780748	$37,506

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/10/2003	25781232	$27,274
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/12/2003	25781952	$62,174
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/12/2003	25782489	$82,707
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/28/2003	23574103	$434
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/19/2003	25785487	$7,678
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/19/2003	23550079	$205,023
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/24/2003	25787349	$158,181
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/24/2003	23541675	$42,442
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/5/2003	25791516	$11,460
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/4/2003	25790297	$56,551
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/5/2003	25790971	$70,438
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/21/2003	23541242	$25,564
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/25/2003	25788549	$32,355
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/17/2003	23539903	$84,278
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	3/31/2003	23575170	$42,624
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/18/2003	25784243	$78,858
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	2/24/2003	23552634	$118,101
HEINZ NORTH AMERICA	PO BOX 371702 PITTSBURGH, PA 15251	1/10/2003	23538141	$26,299
HEINZEN PRINTING	550 S CENTRAL AVE	1/30/2003	62129	$533
HEINZEN PRINTING	550 S CENTRAL AVE	1/30/2003	62129	$4,385
HEINZEN PRINTING	550 S CENTRAL AVE	1/6/2003	53633	$1,134
HEINZEN PRINTING	550 S CENTRAL AVE	3/3/2003	73331	$1,723
HEINZEN PRINTING	550 S CENTRAL AVE	3/3/2003	73331	$579
HEINZEN PRINTING	550 S CENTRAL AVE	3/3/2003	73331	$1,231
HEINZEN PROMOTIONAL	550 S CENTRAL AVE	1/3/2003	52973	$699
HEINZEN PROMOTIONAL	550 S CENTRAL AVE	3/20/2003	82265	$380
HELEN OF TROY CORP	PO BOX 910352 DALLAS, TX 75391	2/24/2003	25786633	$7,963
HELEN OF TROY CORP	PO BOX 910352 DALLAS, TX 75391	3/3/2003	25789787	$1,944
HELL ON THE RED INC	RT #1 BOX 8K TELEPHONE, TX 75488	3/24/2003	23566518	$3,332
HELL ON THE RED INC	RT #1 BOX 8K TELEPHONE, TX 75488	1/2/2003	25765103	$3,318
HELL ON THE RED INC	RT #1 BOX 8K TELEPHONE, TX 75488	1/28/2003	23542869	$4,459
HELL ON THE RED INC	RT #1 BOX 8K TELEPHONE, TX 75488	3/14/2003	23564716	$3,398
HELLAS IMPORTS	515 NORTH 21ST AVE HOLLYWOOD, FL 33020	2/6/2003	23544193	$531
HELLAS IMPORTS	515 NORTH 21ST AVE HOLLYWOOD, FL 33020	1/17/2003	23539963	$649
HELLAS IMPORTS	515 NORTH 21ST AVE HOLLYWOOD, FL 33020	1/2/2003	23534198	$512
HELPING HANDS	500 S CARTWRIGHT GOODLETTSVILLE, TN 37072	1/14/2003	2067898	$2,309
HELPING HANDS	500 S CARTWRIGHT GOODLETTSVILLE, TN 37072	1/27/2003	2068279	$2,150
HELPING HANDS	500 S CARTWRIGHT GOODLETTSVILLE, TN 37072	1/23/2003	2068243	$3,695
HELPING HANDS	500 S CARTWRIGHT GOODLETTSVILLE, TN 37072	1/17/2003	2067914	$18,830
HELPING HANDS	500 S CARTWRIGHT GOODLETTSVILLE, TN 37072	1/9/2003	2067837	$4,990
HELPING HANDS	500 S CARTWRIGHT GOODLETTSVILLE, TN 37072	1/3/2003	2067778	$12,015
HELPING HANDS	500 S CARTWRIGHT GOODLETTSVILLE, TN 37072	1/21/2003	2068049	$2,100
HELUVA GOOD CHEESE INC	PO BOX 8500-52893 PHILADELPHIA, PA 19178	3/18/2003	23566886	$3,221
HELUVA GOOD CHEESE INC	PO BOX 8500-52893 PHILADELPHIA, PA 19178	2/13/2003	25781365	$56,584
HELUVA GOOD CHEESE INC	PO BOX 8500-52893 PHILADELPHIA, PA 19178	1/28/2003	25775247	$7,235

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Fleming Companies, Inc. **Attachment 3a**

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3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HELUVA GOOD CHEESE INC	PO BOX 8500-52893 PHILADELPHIA, PA 19178	3/10/2003	25792493	$3,831
HELUVA GOOD CHEESE INC	PO BOX 8500-52893 PHILADELPHIA, PA 19178	3/3/2003	25790438	$35,161
HELUVA GOOD CHEESE INC	PO BOX 8500-52893 PHILADELPHIA, PA 19178	2/18/2003	25783368	$3,163
HELUVA GOOD CHEESE INC	PO BOX 8500-52893 PHILADELPHIA, PA 19178	1/14/2003	25769616	$32,086
HELUVA GOOD CHEESE INC	PO BOX 8500-52893 PHILADELPHIA, PA 19178	3/31/2003	23575437	$9,249
HELUVA GOOD CHEESE INC	PO BOX 8500-52893 PHILADELPHIA, PA 19178	3/27/2003	23573562	$13,925
HELUVA GOOD CHEESE INC	PO BOX 8500-52893 PHILADELPHIA, PA 19178	2/24/2003	25786836	$1,861
HELUVA GOOD CHEESE INC	PO BOX 8500-52893 PHILADELPHIA, PA 19178	1/24/2003	25774092	$19,315
HEMISPHERE ENTERPRISES CORP	4100 NW 72ND AVE MIAMI, FL 33166	1/21/2003	23540413	$73
HEMISPHERE ENTERPRISES CORP	4100 NW 72ND AVE MIAMI, FL 33166	1/10/2003	2064704	$1,376
HENDRICKSON TRUCKING	PO BOX 292219 SACRAMENTO, CA 95829	2/3/2003	25777824	$2,876
HENDRICKSON TRUCKING	PO BOX 292219 SACRAMENTO, CA 95829	3/10/2003	23559604	$679
HENDRICKSON TRUCKING	PO BOX 292219 SACRAMENTO, CA 95829	2/21/2003	23552422	$553
HENDRICKSON TRUCKING	PO BOX 292219 SACRAMENTO, CA 95829	2/14/2003	25783414	$628
HENDRICKSON TRUCKING	PO BOX 292219 SACRAMENTO, CA 95829	2/6/2003	23546004	$1,191
HENNESSEY, BOB	1615 KELLNER ST.	3/14/2003	78730	$268
HENNESSEY, BOB	1615 KELLNER ST.	3/28/2003	86410	$166
HENNESSEY, BOB	1615 KELLNER ST.	1/8/2003	54373	$83
HENNESSEY, BOB	1615 KELLNER ST.	2/13/2003	67222	$32
HENNESSEY, BOB	1615 KELLNER ST.	3/3/2003	73330	$237
HENNESSEY, BOB	1615 KELLNER ST.	3/25/2003	84373	$214
HENNESSEY, BOB	1615 KELLNER ST.	3/7/2003	75046	$249
HENNING'S WISC CHEESE	20201 UCKER POINT CREEK KIEL, WI 53042	2/7/2003	25778778	$7,446
HENNING'S WISC CHEESE	20201 UCKER POINT CREEK KIEL, WI 53042	2/12/2003	25781894	$4,044
HENNING'S WISC CHEESE	20201 UCKER POINT CREEK KIEL, WI 53042	2/26/2003	25787933	$5,463
HENNING'S WISC CHEESE	20201 UCKER POINT CREEK KIEL, WI 53042	2/20/2003	25784870	$2,341
HENNING'S WISC CHEESE	20201 UCKER POINT CREEK KIEL, WI 53042	3/27/2003	23568175	$6,702
HENNING'S WISC CHEESE	20201 UCKER POINT CREEK KIEL, WI 53042	1/2/2003	23535095	$178
HENNING'S WISC CHEESE	20201 UCKER POINT CREEK KIEL, WI 53042	2/17/2003	23551510	$38
HENNING'S WISC CHEESE	20201 UCKER POINT CREEK KIEL, WI 53042	1/21/2003	25771155	$16,163
HENNING'S WISC CHEESE	20201 UCKER POINT CREEK KIEL, WI 53042	3/5/2003	23557332	$5,837
HENNING'S WISC CHEESE	20201 UCKER POINT CREEK KIEL, WI 53042	2/12/2003	23547303	$36
HENNING'S WISC CHEESE	20201 UCKER POINT CREEK KIEL, WI 53042	2/5/2003	23545239	$85
HENNING'S WISC CHEESE	20201 UCKER POINT CREEK KIEL, WI 53042	1/16/2003	23538902	$140
HENRY COMPANY <JOHN	PO BOX 17099 LANSING, MI 48901	3/14/2003	23564670	$510
HENRY COMPANY <JOHN	PO BOX 17099 LANSING, MI 48901	3/4/2003	25790861	$26
HENRY COMPANY <JOHN	PO BOX 17099 LANSING, MI 48901	1/22/2003	25773235	$84
HENRY COMPANY <JOHN	PO BOX 17099 LANSING, MI 48901	3/27/2003	23573929	$105
HENRY'S HICKORY HOUSE	PO BOX 2823 JACKSONVILLE, FL 32203	3/14/2003	23564688	$7,789
HENRY'S HICKORY HOUSE	PO BOX 2823 JACKSONVILLE, FL 32203	2/28/2003	23554611	$7,973
HENRY'S HICKORY HOUSE	PO BOX 2823 JACKSONVILLE, FL 32203	3/31/2003	23576406	$7,733
HENRY'S HICKORY HOUSE	PO BOX 2823 JACKSONVILLE, FL 32203	3/10/2003	23560516	$7,049
HENRY'S HICKORY HOUSE	PO BOX 2823 JACKSONVILLE, FL 32203	2/21/2003	25786640	$14,009
HENRY'S HICKORY HOUSE	PO BOX 2823 JACKSONVILLE, FL 32203	2/21/2003	23552018	$10,606
HENRY'S HICKORY HOUSE	PO BOX 2823 JACKSONVILLE, FL 32203	3/7/2003	23558958	$8,838

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HENRY'S HICKORY HOUSE	PO BOX 2823 JACKSONVILLE, FL 32203	2/20/2003	23550206	$14,070
HENRY'S PACKAGED FIREWOOD	3631 FAIRFIELD RD GETTYSBERG, PA 17325	3/10/2003	23559991	$3,430
HENRY'S PACKAGED FIREWOOD	3631 FAIRFIELD RD GETTYSBERG, PA 17325	1/15/2003	25769294	$10,290
HENRY'S PACKAGED FIREWOOD	3631 FAIRFIELD RD GETTYSBERG, PA 17325	2/18/2003	25781609	$6,860
HENRY'S PACKAGED FIREWOOD	3631 FAIRFIELD RD GETTYSBERG, PA 17325	2/3/2003	25775500	$3,361
HENRY'S PACKAGED FIREWOOD	3631 FAIRFIELD RD GETTYSBERG, PA 17325	1/29/2003	25774894	$3,430
HENRY'S PACKAGED FIREWOOD	3631 FAIRFIELD RD GETTYSBERG, PA 17325	1/9/2003	25764593	$3,430
HENRY'S PACKAGED FIREWOOD	3631 FAIRFIELD RD GETTYSBERG, PA 17325	3/6/2003	23557690	$3,430
HENRY'S PACKAGED FIREWOOD	3631 FAIRFIELD RD GETTYSBERG, PA 17325	2/12/2003	23546834	$3,430
HENRY'S PACKAGED FIREWOOD	3631 FAIRFIELD RD GETTYSBERG, PA 17325	1/28/2003	23542396	$3,430
HENRY'S PACKAGED FIREWOOD	3631 FAIRFIELD RD GETTYSBERG, PA 17325	1/21/2003	25767373	$6,826
HENRY'S PACKAGED FIREWOOD	3631 FAIRFIELD RD GETTYSBERG, PA 17325	2/10/2003	25777933	$3,361
HENRY'S PACKAGED FIREWOOD	3631 FAIRFIELD RD GETTYSBERG, PA 17325	3/3/2003	25788239	$3,430
HEPBURNS BCM INDUSTRIAL	PO BOX 5406 VALLEJO, CA 94591	2/21/2003	23552500	$270
HEPBURNS BCM INDUSTRIAL	PO BOX 5406 VALLEJO, CA 94591	1/6/2003	23535807	$448
HEPBURNS BCM INDUSTRIAL	PO BOX 5406 VALLEJO, CA 94591	2/14/2003	23548258	$1,350
HERALD TIME REPORTER	PO BOX 790 MANITOWOC, WI 54221	3/26/2003	23568176	$269
HERALD TIME REPORTER	PO BOX 790 MANITOWOC, WI 54221	1/30/2003	25775779	$653
HERALD TIME REPORTER	PO BOX 790 MANITOWOC, WI 54221	2/27/2003	25787934	$248
HERALD TIME REPORTER	PO BOX 790 MANITOWOC, WI 54221	3/5/2003	23557333	$417
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/31/2003	23544748	$364
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	3/3/2003	23555265	$170
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	3/26/2003	23569622	$406
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/29/2003	25774907	$485
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/28/2003	25772418	$325
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/28/2003	25771789	$497
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/23/2003	25769310	$377
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/21/2003	25768355	$285
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/6/2003	25765649	$95
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	2/20/2003	25784629	$358
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/16/2003	25762222	$206
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	2/21/2003	25787086	$893
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/13/2003	25761476	$1,248
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/3/2003	25754780	$545
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	2/28/2003	25790124	$412
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/13/2003	25760688	$212
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/8/2003	25758216	$170
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/21/2003	25764647	$48
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	2/3/2003	25777944	$382
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/22/2003	23538609	$145
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/8/2003	25757566	$164
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/28/2003	23542437	$1,248
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	2/17/2003	23551094	$545
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	2/24/2003	23553271	$333
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	3/4/2003	23556224	$497

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	3/12/2003	23561879	$213
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	3/18/2003	23567271	$158
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	2/10/2003	23546861	$673
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	3/24/2003	23570981	$954
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	2/10/2003	25781025	$273
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	3/17/2003	23565973	$236
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	2/14/2003	23549051	$636
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/24/2003	23540343	$800
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/7/2003	23536576	$497
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/7/2003	23530563	$152
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	3/10/2003	23560033	$321
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	3/28/2003	23572214	$467
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/7/2003	23537363	$261
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/28/2003	25773092	$133
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	3/31/2003	23575972	$691
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/15/2003	23534698	$1,178
HERBAL GARDEN <THE	27373 HIGHWAY 176 WAUCONDA, IL 60084	1/13/2003	23532530	$368
HERBERT DELATTE	PO BOX 900 BROUSSARD, LA 70518	3/25/2003	1000008408	$1,596
HERBERT DELATTE	PO BOX 900 BROUSSARD, LA 70518	3/25/2003	1000009456	$929
HERBERT DELATTE	PO BOX 900 BROUSSARD, LA 70518	2/4/2003	1000003665	$713
HERBERT DELATTE	PO BOX 900 BROUSSARD, LA 70518	2/19/2003	1000005364	$769
HERBERT DELATTE	PO BOX 900 BROUSSARD, LA 70518	2/19/2003	1000005702	$240
HERBERT DELATTE	PO BOX 900 BROUSSARD, LA 70518	3/25/2003	1000007070	$408
HERBERT DELATTE	PO BOX 900 BROUSSARD, LA 70518	2/4/2003	1000004339	$572
HERBERT DELATTE	PO BOX 900 BROUSSARD, LA 70518	2/19/2003	1000006815	$529
HERBERT DELATTE	PO BOX 900 BROUSSARD, LA 70518	2/4/2003	1000004727	$723
HERBTHYME FARMS INC	FILE 30111 PO BOX 60000 SAN FRANCISCO, CA 94160	3/17/2003	23565861	$154
HERBTHYME FARMS INC	FILE 30111 PO BOX 60000 SAN FRANCISCO, CA 94160	3/26/2003	23573007	$630
HERBTHYME FARMS INC	FILE 30111 PO BOX 60000 SAN FRANCISCO, CA 94160	3/31/2003	23575894	$248
HERITAGE BAG CO	2321 HIGH HILL ROAD	2/25/2003	71010	$3,404
HERITAGE BAG CO	2321 HIGH HILL ROAD	3/7/2003	74976	$3,076
HERITAGE BAG CO	2321 HIGH HILL ROAD	1/3/2003	52876	$3,277
HERITAGE BAG CO	2321 HIGH HILL ROAD	3/24/2003	83570	$3,497
HERITAGE BAG CO	2321 HIGH HILL ROAD	1/20/2003	58051	$3,844
HERITAGE BAG CO	2321 HIGH HILL ROAD	2/3/2003	63194	$3,012
HERITAGE BRANDS	PO BOX 3943	2/3/2003	63218	$704
HERITAGE BRANDS	PO BOX 3943	3/25/2003	84341	$44
HERITAGE BRANDS	PO BOX 3943	3/25/2003	84341	$222
HERITAGE BRANDS	PO BOX 3943	3/25/2003	84341	$239
HERITAGE BRANDS	PO BOX 3943	2/7/2003	65058	$997
HERITAGE BRANDS	PO BOX 3943	2/19/2003	69074	$246
HERITAGE BRANDS	PO BOX 3943	3/25/2003	84341	$331
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	3/17/2003	23565471	$1,420
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	2/28/2003	25788795	$779
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	3/28/2003	23574414	$3,341

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	2/20/2003	25785060	$1,667
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	2/18/2003	25783438	$5,094
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	2/12/2003	25782720	$1,044
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	1/14/2003	25768787	$4,473
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	3/31/2003	23575644	$675
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	1/6/2003	25766213	$10,284
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	2/10/2003	25780373	$6,019
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	3/24/2003	23567018	$387
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	3/10/2003	23559675	$806
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	3/13/2003	23562458	$5,542
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	3/11/2003	23560954	$29
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	3/7/2003	23558389	$3,392
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	3/27/2003	23573635	$1,775
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	3/28/2003	23570621	$1,384
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	3/6/2003	23557546	$1,586
HERITAGE BRANDS/INSIGHT PHARM	PO BOX 3943 BOSTON, MA 02241	3/25/2003	23567883	$1,500
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	2/5/2003	25779474	$15,765
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	2/25/2003	25788004	$12,320
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/14/2003	25769529	$5,636
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/28/2003	23571810	$1,284
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/26/2003	23572684	$18,876
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/8/2003	25767985	$23,316
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/28/2003	23574174	$45,747
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/14/2003	23564072	$74,227
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	2/6/2003	23546304	$8,835
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/24/2003	23570258	$5,696
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/27/2003	23573505	$26,597
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/25/2003	23569170	$52,430
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	2/18/2003	25784941	$30,605
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	2/12/2003	25782551	$64,089
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	2/11/2003	25781983	$13,840
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	2/11/2003	25781279	$15,373
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	2/5/2003	25778851	$7,554
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/29/2003	25776423	$14,468
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/28/2003	25775864	$6,119
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/28/2003	25775159	$20,570
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/5/2003	25790353	$6,365
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/5/2003	23556666	$35,189
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	2/18/2003	25784287	$8,494
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/4/2003	23555787	$30,652
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/31/2003	23575279	$25,286
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/10/2003	23538986	$10,568
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/21/2003	23540720	$3,089
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/24/2003	23541778	$10,602
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/31/2003	23544202	$64,967

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/7/2003	25766943	$31,458
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/3/2003	23554783	$5,362
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	2/24/2003	25787400	$16,572
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/6/2003	23557415	$36,286
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/7/2003	23558139	$37,058
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/10/2003	23559289	$4,998
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/13/2003	23562304	$24,164
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/6/2003	25766076	$28,890
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/17/2003	23565048	$51,096
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/18/2003	23566790	$9,512
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/25/2003	23567769	$9,769
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	3/5/2003	25791579	$31,269
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	2/19/2003	25785537	$47,102
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/23/2003	25772055	$35,049
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/17/2003	25771224	$9,614
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/15/2003	25770704	$42,068
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/15/2003	25770254	$6,776
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	2/4/2003	25778183	$24,766
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	2/26/2003	25788614	$33,930
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/9/2003	25768691	$16,532
HERITAGE FOODS LLC	PO BOX 54720 LOS ANGELES, CA 90054	1/22/2003	25773439	$83,896
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	2/24/2003	23553479	$9,033
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	1/6/2003	23537461	$30,804
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	3/28/2003	23571328	$258,429
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	1/29/2003	23543754	$141,451
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	1/29/2003	23543996	$69,387
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	1/27/2003	23542697	$4,591
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	2/18/2003	23551972	$35,701
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	2/28/2003	23554584	$40,145
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	3/3/2003	23555447	$77,250
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	1/2/2003	23535540	$606
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	2/25/2003	23554040	$129,645
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	3/31/2003	23576245	$35,501
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	3/27/2003	23573878	$85,423
HERITAGE MINT LTD.	PO BOX 13750 SCOTTSDALE, AZ 85267	2/3/2003	23544971	$22,069
HERITAGE PRODUCTS	333 W MERRICK ROAD VALLEY STREAM, NY 11580	2/4/2003	23545131	$588
HERITAGE PRODUCTS	333 W MERRICK ROAD VALLEY STREAM, NY 11580	3/10/2003	23560582	$431
HERITAGE PRODUCTS	333 W MERRICK ROAD VALLEY STREAM, NY 11580	1/2/2003	23535027	$593
HERITAGE SUPPLY	HERITAGE PACKAGING INC 10 JULIANA PLACE BROOKLYN,	3/17/2003	23565810	$5,398
HERLOCHER FOODS	415 EAST CALDER WAY STATE COLLEGE, PA 16801	2/4/2003	23544106	$436
HERLOCHER FOODS	415 EAST CALDER WAY STATE COLLEGE, PA 16801	2/6/2003	25778132	$1,395
HERLOCHER FOODS	415 EAST CALDER WAY STATE COLLEGE, PA 16801	2/18/2003	25783838	$1,395
HERMAN PICKLE FARMS	PO BOX 347 GARRETTSVILLE, OH 44231	1/10/2003	23538435	$660
HERMAN PICKLE FARMS	PO BOX 347 GARRETTSVILLE, OH 44231	3/25/2003	23568507	$388
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	1/3/2003	23535731	$372

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	2/3/2003	23544488	$2,298
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	3/14/2003	23564269	$1,335
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	1/8/2003	23537674	$630
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	1/2/2003	23534462	$709
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	2/13/2003	23548186	$69
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	1/29/2003	23543702	$122
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	3/7/2003	23558400	$198
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	3/10/2003	23559693	$823
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	3/6/2003	23557555	$247
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	2/28/2003	23554485	$129
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	2/21/2003	23552430	$4,847
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	2/6/2003	23545667	$16
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	3/27/2003	23573641	$586
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	3/17/2003	23565492	$649
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	1/24/2003	23541293	$42
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	2/26/2003	23554158	$6,146
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	1/13/2003	23538417	$867
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	1/28/2003	23542119	$92
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	3/13/2003	23562463	$501
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	1/21/2003	23540167	$1,514
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	1/15/2003	23539420	$232
HERMES FLORAL	1790 W LARPENTEUR AVE ST PAUL, MN 55113	3/28/2003	23568494	$201
HERREMA'S IGA	125 PATTONWOOD DR. ROCHESTER, NY 14617	2/26/2003	4044320	$710
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/20/2003	7209	$115,264
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/17/2003	7196	$94,299
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/21/2003	7416	$3,592
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/11/2003	7345	$98,006
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/29/2003	7264	$2,476
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/25/2003	7576	$110,757
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/25/2003	7576	$2,099
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/31/2003	7604	$4,721
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/11/2003	7345	$11,072
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/20/2003	7209	$115,264
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/27/2003	7248	$82,657
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/20/2003	7209	$104,007
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/20/2003	7209	$104,007
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/18/2003	7393	$6,196
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/18/2003	7393	$6,196
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/19/2003	7401	$100,554
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/20/2003	7555	$17,190
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/7/2003	7126	$111,855
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/18/2003	7541	$67
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/17/2003	7536	$118,028
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/17/2003	7536	$95,754
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/24/2003	7571	$14,818

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/31/2003	7604	$15,960
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/31/2003	7604	$105,178
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/24/2003	7571	$5,702
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/18/2003	7541	$67
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/27/2003	7248	$93,747
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/18/2003	7541	$82,404
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/30/2003	7272	$15,239
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/25/2003	7576	$2,099
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/28/2003	7256	$7,809
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/28/2003	7256	$7,809
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/27/2003	7248	$112,512
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/27/2003	7248	$112,512
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/29/2003	7264	$1,342
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/4/2003	7304	$14,161
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/3/2003	7464	$92,977
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/29/2003	7264	$94,598
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/4/2003	7304	$16,387
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/25/2003	7435	$7,083
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/13/2003	7360	$4,009
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/26/2003	7443	$107,584
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/24/2003	7424	$2,925
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/21/2003	7416	$3,592
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/14/2003	7368	$108,519
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/14/2003	7368	$108,519
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/29/2003	7264	$2,476
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/14/2003	7368	$92,158
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/29/2003	7264	$94,598
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/29/2003	7264	$4,470
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/27/2003	7248	$109,050
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/29/2003	7264	$1,342
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/27/2003	7248	$82,657
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/26/2003	7443	$107,584
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/25/2003	7435	$7,083
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/20/2003	7209	$2,817
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/12/2003	7354	$21,907
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/11/2003	7345	$98,006
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/4/2003	7304	$5,436
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/4/2003	7304	$5,436
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/3/2003	7296	$70,298
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/4/2003	7304	$5,288
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/19/2003	7401	$109,551
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/11/2003	7345	$11,072
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/10/2003	7336	$32,199
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/4/2003	7304	$22,505
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/6/2003	7119	$62,409

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/13/2003	7360	$1,610
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/3/2003	7296	$70,298
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/14/2003	7368	$92,158
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/24/2003	7424	$117,553
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/18/2003	7393	$120,343
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/10/2003	7336	$75,844
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/10/2003	7336	$75,844
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/10/2003	7336	$7,000
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/10/2003	7150	$91,001
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/17/2003	7196	$101,238
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/28/2003	7256	$458
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/6/2003	7119	$62,409
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/7/2003	7126	$107,793
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/7/2003	7126	$107,793
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/6/2003	7119	$38,504
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/6/2003	7119	$38,504
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/31/2003	7604	$4,721
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/10/2003	7150	$91,001
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/27/2003	7248	$93,747
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/10/2003	7150	$122,881
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/7/2003	7126	$111,855
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/17/2003	7196	$94,299
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/20/2003	7555	$102,850
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/20/2003	7555	$17,190
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/20/2003	7209	$2,390
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/17/2003	7536	$118,028
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/10/2003	7150	$122,881
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/24/2003	7571	$111,792
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/28/2003	7256	$96,915
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/28/2003	7256	$10,194
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/28/2003	7256	$10,194
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/17/2003	7382	$32,557
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/19/2003	7401	$100,554
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/6/2003	7119	$88,322
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/20/2003	7209	$2,390
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/20/2003	7555	$102,850
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/24/2003	7571	$111,792
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/14/2003	7177	$534
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/24/2003	7571	$122,324
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/24/2003	7571	$122,324
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/5/2003	7481	$5,250
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/5/2003	7481	$5,250
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/12/2003	7513	$93,288
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/12/2003	7513	$93,288
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/3/2003	7464	$92,977

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/20/2003	7209	$103,365
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/24/2003	7571	$14,818
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/20/2003	7209	$103,365
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/27/2003	7248	$5,631
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/24/2003	7237	$105,793
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/30/2003	7272	$99,843
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/24/2003	7237	$97,230
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/21/2003	7216	$100,940
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/21/2003	7216	$100,940
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/27/2003	7248	$5,631
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/21/2003	7216	$3,263
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/30/2003	7272	$82,775
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/24/2003	7571	$5,702
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/6/2003	7119	$88,322
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/6/2003	7119	$10,391
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/6/2003	7119	$10,391
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/31/2003	7282	$101,371
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/19/2003	7401	$109,551
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/24/2003	7424	$112,033
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/21/2003	7216	$3,263
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/31/2003	7282	$81,447
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/14/2003	7177	$534
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/20/2003	7209	$105,612
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/31/2003	7282	$81,447
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/20/2003	7209	$105,612
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/31/2003	7282	$101,371
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/28/2003	7256	$458
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/17/2003	7536	$95,754
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/30/2003	7272	$15,239
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/17/2003	7196	$101,238
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/28/2003	7256	$96,915
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/31/2003	7282	$23,091
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/2/2003	7103	$98,151
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/27/2003	7248	$109,050
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/29/2003	7264	$4,470
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/24/2003	7237	$105,793
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/30/2003	7272	$82,775
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/27/2003	7248	$11,696
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/2/2003	7103	$98,151
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/24/2003	7424	$117,553
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/6/2003	7318	$107,741
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/11/2003	7345	$104,977
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/6/2003	7318	$6,952
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/4/2003	7304	$29,980
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/4/2003	7304	$16,387

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/10/2003	7336	$7,000
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/4/2003	7304	$22,505
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/18/2003	7393	$76,838
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/30/2003	7272	$99,843
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/25/2003	7576	$110,757
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/10/2003	7336	$32,199
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/25/2003	7576	$1,860
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/3/2003	7296	$1,482
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/24/2003	7424	$112,033
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/4/2003	7304	$29,980
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/11/2003	7345	$104,977
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/6/2003	7318	$107,741
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/3/2003	7296	$1,482
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/13/2003	7360	$1,610
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/18/2003	7393	$76,838
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/4/2003	7304	$14,161
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/18/2003	7393	$120,343
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	1/24/2003	7237	$97,230
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/13/2003	7360	$4,009
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/7/2003	7324	$89,356
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/31/2003	7604	$81,403
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/7/2003	7324	$89,356
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/24/2003	7571	$2,447
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/31/2003	7604	$4,721
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/31/2003	7604	$7,754
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	3/24/2003	7571	$2,447
HERSHEY CHOCOLATE EFTS	19 E. CHOCOLATE AVE	2/17/2003	7382	$32,557
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/7/2003	31118307	$297,490
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/24/2003	31118243	$299,608
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/7/2003	25792807	$224,849
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/24/2003	31118257	$97,039
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/31/2003	31118114	$109,507
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/27/2003	31118285	$240,873
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/27/2003	31118286	$296,688
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/27/2003	31118287	$204,000
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/21/2003	31118016	$68,972
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/4/2003	31118295	$199,699
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/3/2003	31117909	$220,239
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/6/2003	25766526	$203,354
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/24/2003	31118244	$209,821
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/24/2003	31118242	$275,687
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/26/2003	31118266	$245,109
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/14/2003	25770553	$52,287
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/3/2003	31117907	$75,984
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/3/2003	31117908	$296,843

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/27/2003	25789796	$200,759
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/28/2003	31118290	$202,006
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/24/2003	25774562	$94,570
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/24/2003	25786641	$284,308
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/19/2003	25786025	$128,151
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/19/2003	25786024	$210,726
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/18/2003	25786023	$260,795
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/19/2003	25785358	$135,235
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/18/2003	25785357	$210,863
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/18/2003	25785356	$283,945
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/18/2003	25785355	$149,768
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/18/2003	25784798	$236,909
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/24/2003	25787267	$43,319
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/14/2003	25783733	$287,380
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/18/2003	31118220	$143,469
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/11/2003	25783146	$102,040
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/19/2003	31118222	$215,305
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/27/2003	25775029	$188,414
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/28/2003	25777059	$83,062
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/31/2003	25777618	$96,888
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/3/2003	25778068	$241,413
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/3/2003	25778693	$101,625
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/3/2003	25779213	$91,401
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/3/2003	31117906	$293,705
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/21/2003	25773251	$265,464
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/27/2003	23573951	$118,164
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/18/2003	31118213	$295,645
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/6/2003	31117916	$186,246
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/22/2003	25773859	$76,883
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/31/2003	31118113	$190,794
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/29/2003	23543614	$155,910
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/19/2003	23550207	$206,510
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/24/2003	23553595	$367,524
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/18/2003	23549397	$241,470
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/18/2003	23549396	$178,283
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/18/2003	23549395	$283,799
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/11/2003	23548315	$269,818
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/7/2003	23547181	$64,423
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/4/2003	23546142	$174,030
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/31/2003	23545094	$271,112
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/19/2003	23550208	$211,065
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/17/2003	23566487	$193,637
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/7/2003	25792808	$210,870
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/17/2003	23551410	$248,259
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/29/2003	31118090	$277,042

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/27/2003	31118085	$197,263
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/27/2003	31118073	$247,670
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/24/2003	31118067	$202,457
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/27/2003	31118066	$109,302
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/22/2003	31118025	$77,805
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/14/2003	31118204	$214,814
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/17/2003	31117998	$190,113
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/18/2003	31118205	$206,854
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/9/2003	31117950	$298,949
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/9/2003	31117949	$289,663
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/7/2003	31117927	$229,923
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/10/2003	31117951	$245,287
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/6/2003	23536879	$131,385
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/18/2003	31118214	$210,707
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/9/2003	23538835	$183,903
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/17/2003	23551409	$236,500
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/29/2003	23543378	$206,220
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/27/2003	23542851	$62,703
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/27/2003	23542850	$190,289
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/22/2003	23541403	$60,362
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/21/2003	23540959	$139,920
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/17/2003	23540582	$415,561
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/15/2003	23539831	$180,325
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/29/2003	23543774	$239,700
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/10/2003	23538836	$226,354
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/19/2003	23550383	$306,472
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/7/2003	23537834	$86,476
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/19/2003	23550385	$210,894
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/6/2003	23536878	$199,893
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/6/2003	23536877	$254,427
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/6/2003	23536876	$237,330
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/6/2003	25766815	$123,003
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/7/2003	25767684	$189,397
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/10/2003	23538837	$211,551
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/18/2003	23549828	$281,238
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/21/2003	23552557	$200,354
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/20/2003	23552331	$209,243
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/17/2003	23551412	$210,875
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/17/2003	23551411	$204,663
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/14/2003	23564689	$10,137
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/31/2003	23545093	$216,313
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/6/2003	23557908	$25,668
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/24/2003	23553599	$115,162
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/24/2003	25786643	$249,347
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/9/2003	25769006	$111,399

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/13/2003	25769420	$117,767
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/11/2003	23561328	$133,797
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/27/2003	23554381	$228,795
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/3/2003	23555571	$299,750
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/3/2003	23555572	$256,855
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/13/2003	25770105	$322,288
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/3/2003	23555573	$295,646
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/24/2003	23553597	$200,138
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/11/2003	23561327	$228,038
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/28/2003	23571493	$224,308
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/7/2003	23558959	$97,187
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/10/2003	23560517	$139,374
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/10/2003	23560518	$253,330
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/10/2003	23560519	$293,702
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/10/2003	23560520	$109,960
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/24/2003	23553598	$216,348
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/4/2003	23556495	$5,390
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/19/2003	31118221	$210,590
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/17/2003	23566488	$289,695
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/21/2003	25772632	$26,120
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/4/2003	25780080	$86,433
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/5/2003	23557240	$105,734
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/2/2003	25765074	$140,782
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/17/2003	23566489	$194,115
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/24/2003	23553596	$211,008
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/28/2003	23571492	$569,231
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/19/2003	23550384	$290,470
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/28/2003	23572479	$255,261
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/12/2003	23562137	$243,690
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/26/2003	23573310	$83,608
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/17/2003	23566490	$111,909
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/28/2003	23574952	$161,374
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/9/2003	25769005	$177,225
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/31/2003	23576408	$105,865
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/25/2003	23554076	$152,223
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/2/2003	25765859	$264,996
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/7/2003	31118308	$269,744
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/3/2003	25790879	$126,064
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/3/2003	25791377	$110,242
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/4/2003	25792230	$215,771
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/4/2003	25792231	$220,606
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/24/2003	25786642	$207,576
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/22/2003	25773860	$197,201
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	2/27/2003	25789795	$278,112
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/3/2003	25766523	$186,017

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/26/2003	23573309	$229,632
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	3/31/2003	23576407	$294,237
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/3/2003	25766524	$264,996
HERSHEY CHOCOLATE U.S.A.	P.O.BOX 198628 ATLANTA, GA 30384	1/3/2003	25766525	$274,294
HERSHEY CHOCOLATE USA	100 CRYSTAL DR PO BOX 810 HERSHEY, PA 17033	1/9/2003	25766755	$1,424
HERSHEY CHOC-SEASONAL	P.O.BOX 198628 ATLANTA, GA 30384	1/28/2003	25775991	$3,288
HERSHEY PAYBACKS	00000	1/6/2003	25761215	$22,759
HETTINGER	PO BOX 1429 KULPSVILLE, PA 19443	1/9/2003	25767391	$283
HETTINGER	PO BOX 1429 KULPSVILLE, PA 19443	2/18/2003	23549029	$253
HETTINGER	PO BOX 1429 KULPSVILLE, PA 19443	1/21/2003	23540327	$253
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	2/19/2003	25786120	$304
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	3/31/2003	23576544	$10,213
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	3/28/2003	23575079	$1,904
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	3/27/2003	23574045	$6,284
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	3/26/2003	23573428	$815
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	3/25/2003	23572577	$874
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	3/14/2003	23564828	$374
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	3/5/2003	23557348	$5,080
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	1/14/2003	25770623	$9
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	2/4/2003	25779293	$586
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	1/6/2003	25766614	$1,042
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	2/25/2003	25789316	$44
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	2/19/2003	25784887	$111
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	2/19/2003	25785439	$3,000
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	1/7/2003	25767794	$1,619
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	2/4/2003	25778795	$526
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	1/31/2003	25777681	$259
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	1/23/2003	25774616	$737
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	1/16/2003	25771556	$1,032
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	3/4/2003	23556582	$4,703
HEUBEL MATERIAL HANDLING INC	P O BOX 870975 KANSAS CITY, MO 64187	3/7/2003	23559089	$473
HEUCK CO <M E	PO BOX 23036 CINCINNATI, OH 45223	1/27/2003	25774488	$1,967
HEUCK CO <M E	PO BOX 23036 CINCINNATI, OH 45223	2/5/2003	25777550	$3,406
HEUCK CO <M E	PO BOX 23036 CINCINNATI, OH 45223	1/14/2003	23539497	$2,771
HFIA	677 ALA MOANA BLVD SUITE 815 HONOLULU, HI 96813	3/24/2003	23571609	$1,000
HFIA	677 ALA MOANA BLVD SUITE 815 HONOLULU, HI 96813	1/17/2003	4019527	$800
HFIA	677 ALA MOANA BLVD SUITE 815 HONOLULU, HI 96813	2/18/2003	23552057	$150
HI COUNTRY CORONA	PO BOX 1630 CORONA, CA 92879	3/28/2003	23570727	$8,193
HI COUNTRY CORONA	PO BOX 1630 CORONA, CA 92879	3/26/2003	23567107	$30,147
HI COUNTRY CORONA	PO BOX 1630 CORONA, CA 92879	3/24/2003	23565637	$9,178
HI COUNTRY CORONA	PO BOX 1630 CORONA, CA 92879	3/27/2003	23569466	$652
HI GRADE OIL	C/O DC# 175	3/28/2003	86367	$716
HI WAY GROCERY	C/O DC# 50	1/3/2003	52937	$750
HICKAM COMMISSARY	DFSA-CO BLDG 2093 HICKMAN AFB, HI 96853	1/13/2003	4019519	$5,573
HICKAM COMMISSARY	DFSA-CO BLDG 2093 HICKMAN AFB, HI 96853	3/3/2003	1000006923	$3,957

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HICKAM COMMISSARY	DFSA-CO BLDG 2093 HICKMAN AFB, HI 96853	1/23/2003	4019609	$3,738
HICKAM COMMISSARY	DFSA-CO BLDG 2093 HICKMAN AFB, HI 96853	1/27/2003	4019664	$2,862
HICKAM COMMISSARY	DFSA-CO BLDG 2093 HICKMAN AFB, HI 96853	1/6/2003	4019348	$5,293
HICKMAN'S EGG RANCH INC.	PO BOX 22055 TEMPE, AZ 85282	3/17/2003	23565297	$16,442
HICKMAN'S EGG RANCH INC.	PO BOX 22055 TEMPE, AZ 85282	2/27/2003	23554285	$533
HICKMAN'S EGG RANCH INC.	PO BOX 22055 TEMPE, AZ 85282	3/25/2003	23571935	$18,744
HICKMAN'S EGG RANCH INC.	PO BOX 22055 TEMPE, AZ 85282	3/24/2003	23570468	$60,464
HICKMAN'S EGG RANCH INC.	PO BOX 22055 TEMPE, AZ 85282	3/4/2003	23555933	$14,611
HICKMAN'S EGG RANCH INC.	PO BOX 22055 TEMPE, AZ 85282	3/5/2003	23556785	$42,144
HICKMAN'S EGG RANCH INC.	PO BOX 22055 TEMPE, AZ 85282	3/13/2003	23562398	$8,977
HICKMAN'S EGG RANCH INC.	PO BOX 22055 TEMPE, AZ 85282	3/26/2003	23568409	$426
HICKMAN'S EGG RANCH INC.	PO BOX 22055 TEMPE, AZ 85282	3/27/2003	23573588	$16,362
HICKMAN'S EGG RANCH INC.	PO BOX 22055 TEMPE, AZ 85282	3/28/2003	23574320	$12,724
HICKMAN'S EGG RANCH INC.	PO BOX 22055 TEMPE, AZ 85282	3/26/2003	23567832	$2,737
HICKORY FARMS	PO BOX 72328 CLEVELAND, OH 44192	1/28/2003	23543679	$15,643
HICKORY FARMS	PO BOX 72328 CLEVELAND, OH 44192	1/24/2003	25774748	$6,183
HICKORY FARMS	PO BOX 72328 CLEVELAND, OH 44192	1/22/2003	25772865	$1,462
HICKORY FARMS	PO BOX 72328 CLEVELAND, OH 44192	2/5/2003	23545815	$1,440
HICKORY FARMS	PO BOX 72328 CLEVELAND, OH 44192	1/14/2003	25770302	$1,462
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	2/18/2003	23548637	$270
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	3/14/2003	23564178	$863
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	3/10/2003	23559501	$1,357
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	1/8/2003	23536201	$1,524
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	1/29/2003	23541939	$1,526
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	2/21/2003	25783929	$783
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	3/5/2003	23556770	$1,979
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	3/27/2003	23567823	$747
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	3/24/2003	23570432	$538
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	3/25/2003	23571916	$213
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	1/24/2003	25771659	$925
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	2/10/2003	23546454	$450
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	2/13/2003	25780853	$718
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	2/6/2003	23545812	$244
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	2/27/2003	25786849	$1,180
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	3/13/2003	23562385	$326
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	3/4/2003	23555911	$729
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	2/24/2003	23552848	$687
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	1/30/2003	25774742	$853
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	2/6/2003	23544340	$555
HICKORY HARVEST FOODS	DIV OF OHIO HICKORY HARVEST IN 900A KILLIAN RD AKR	1/16/2003	25769164	$1,484
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	2/20/2003	25785995	$24,761
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/10/2003	23560426	$53,316
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	2/20/2003	25785329	$6,100
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/11/2003	23561288	$15,516
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/23/2003	25773221	$14,531

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/10/2003	25792773	$14,754
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/5/2003	25792193	$14,767
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/27/2003	25774526	$38,830
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/3/2003	25789759	$24,901
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/9/2003	23537488	$7,377
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	2/20/2003	25784776	$6,930
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	2/18/2003	25783705	$30,492
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	2/12/2003	25781802	$6,678
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	2/4/2003	25781117	$915
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	2/3/2003	25778044	$7,888
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/15/2003	25770071	$21,052
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	2/24/2003	25786604	$52,318
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/5/2003	25791354	$14,669
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/26/2003	23569887	$38,210
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/15/2003	25770535	$22,901
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/24/2003	23571415	$8,887
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/13/2003	25768983	$82,929
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/4/2003	23556447	$7,589
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/21/2003	25771884	$37,137
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/6/2003	25766490	$45,044
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/31/2003	23576322	$46,634
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/24/2003	23566405	$3,327
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/25/2003	23572428	$7,542
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/2/2003	23535860	$22,132
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/24/2003	23568085	$7,589
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/24/2003	23567555	$7,720
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/6/2003	23535569	$115,139
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/13/2003	23562778	$14,508
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/7/2003	23558909	$16,033
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/23/2003	25772591	$40,164
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	2/10/2003	25780617	$24,326
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	3/26/2003	23573268	$7,770
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/29/2003	25775679	$15,790
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	2/5/2003	25778659	$58,631
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	2/5/2003	25779188	$27,523
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	2/5/2003	25780037	$7,599
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/30/2003	25777017	$61,941
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/28/2003	25775005	$15,366
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/27/2003	25777577	$15,206
HI-COUNTRY FOODS CORP	BOX 338 SELAH, WA 98942	1/16/2003	25771044	$30,831
HIGDONS FOODTOWN INC	507 W MAIN STREET LEBANON, KY 40033	2/26/2003	1000007216	$24
HIGDONS FOODTOWN INC	507 W MAIN STREET LEBANON, KY 40033	1/16/2003	3040415	$236
HIGDONS FOODTOWN INC	507 W MAIN STREET LEBANON, KY 40033	3/14/2003	1000008833	$397
HIGDONS FOODTOWN INC	507 W MAIN STREET LEBANON, KY 40033	1/24/2003	2068051	$363
HIGDONS FOODTOWN INC	507 W MAIN STREET LEBANON, KY 40033	2/18/2003	1000006326	$322

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HIGDONS FOODTOWN INC	507 W MAIN STREET LEBANON, KY 40033	3/17/2003	1000009195	$17
HIGDONS FOODTOWN INC	507 W MAIN STREET LEBANON, KY 40033	1/2/2003	2067545	$1,035
HIGGINS ELECTRIC INC.	PO BOX 447 1310 COLUMBIA HIGHWAY DOTHAN, AL 36302	3/7/2003	23559019	$1,146
HIGGINS ELECTRIC INC.	PO BOX 447 1310 COLUMBIA HIGHWAY DOTHAN, AL 36302	3/27/2003	23569997	$39
HIGGINS ELECTRIC INC.	PO BOX 447 1310 COLUMBIA HIGHWAY DOTHAN, AL 36302	2/21/2003	25786052	$1,012
HIGGINS TRUCKING INC <BRENT	PO BOX 1414 NCB-40 MINNEAPOLIS, MN 55480	3/13/2003	23562487	$121
HIGGINS TRUCKING INC <BRENT	PO BOX 1414 NCB-40 MINNEAPOLIS, MN 55480	3/24/2003	23565589	$2,365
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	2/12/2003	23548303	$13,811
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	1/24/2003	23541189	$5,082
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	1/24/2003	23541566	$5,395
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	1/29/2003	23543594	$1,064
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	3/3/2003	23555501	$11,367
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	3/7/2003	23558899	$49,548
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	1/7/2003	23537811	$6,821
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	1/29/2003	23544011	$3,158
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	1/8/2003	23538064	$4,866
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	2/7/2003	23546129	$4,789
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	3/28/2003	23574889	$35,833
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	3/24/2003	23571403	$64,625
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	1/27/2003	25774518	$20,122
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	2/19/2003	23552188	$2,200
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	2/20/2003	23552325	$4,961
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	2/5/2003	23545744	$5,778
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	3/4/2003	25790215	$41,512
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	1/24/2003	25771882	$1,678
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	3/31/2003	23576311	$16,788
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	1/3/2003	25763631	$1,137
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	3/24/2003	23567544	$9,879
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	2/3/2003	25777571	$14,978
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	2/10/2003	25780612	$20,976
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	1/16/2003	23539824	$517
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	2/18/2003	25784130	$1,213
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	1/6/2003	23537479	$5,335
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	2/24/2003	25787231	$14,337
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	3/24/2003	23566387	$47,156
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	2/21/2003	23552541	$85,626
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	2/26/2003	25786599	$8,596
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	3/4/2003	23556440	$12,617
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	3/10/2003	23560409	$42,585
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	2/14/2003	25783700	$15,725
HIGH LINER FOODS (USA) INC.	P.O.BOX 711067 CINCINNATI, OH 45271	1/27/2003	25774999	$14,370
HIGH TOP PRODUCTS	1034 NW 23ST MIAMI, FL 33127	1/2/2003	25763031	$2,225
HIGH TOP PRODUCTS	1034 NW 23ST MIAMI, FL 33127	3/7/2003	25789803	$2,193
HIGH TOP PRODUCTS	1034 NW 23ST MIAMI, FL 33127	3/28/2003	23574965	$442
HIGH TOP PRODUCTS	1034 NW 23ST MIAMI, FL 33127	1/2/2003	23535001	$294

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HIGH TOP PRODUCTS	1034 NW 23ST MIAMI, FL 33127	1/31/2003	23542859	$442
HIGH TOP PRODUCTS	1034 NW 23ST MIAMI, FL 33127	3/7/2003	23558974	$1,022
HIGHPOINT MARKET	469 HIGHPOINT TERR MEMPHIS, TN 38122	3/13/2003	1000008834	$334
HIGHPOINT MARKET	469 HIGHPOINT TERR MEMPHIS, TN 38122	3/14/2003	1000009196	$31
HIGHPOINT MARKET	469 HIGHPOINT TERR MEMPHIS, TN 38122	1/24/2003	2068052	$428
HIGHPOINT MARKET	469 HIGHPOINT TERR MEMPHIS, TN 38122	2/18/2003	1000006327	$368
HIGHPOINT MARKET	469 HIGHPOINT TERR MEMPHIS, TN 38122	2/25/2003	1000007217	$45
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/26/2003	23572698	$150
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/28/2003	23570281	$221
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	2/25/2003	25786204	$340
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	2/3/2003	25777204	$437
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	1/2/2003	25765331	$784
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	2/3/2003	25777747	$310
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	1/28/2003	25776439	$1,116
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	1/27/2003	25774027	$3,228
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	2/12/2003	25780244	$761
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	1/21/2003	25771230	$3,740
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	1/27/2003	25774689	$1,383
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	1/6/2003	25766087	$927
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	1/6/2003	25766651	$804
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	1/13/2003	25769112	$3,233
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	1/14/2003	25769545	$1,363
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/28/2003	23574186	$300
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/31/2003	23575306	$1,191
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/5/2003	25791594	$252
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/10/2003	25792448	$517
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	2/12/2003	25780799	$181
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	2/18/2003	25783305	$382
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/27/2003	23569179	$488
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/27/2003	23566804	$243
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/12/2003	23561511	$554
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/4/2003	23555803	$243
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/24/2003	23565072	$414
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	1/2/2003	25763924	$1,959
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/3/2003	25789922	$274
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/3/2003	25789385	$243
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	2/25/2003	25788623	$278
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	2/25/2003	25786787	$307
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	1/14/2003	25770259	$1,653
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	2/18/2003	25784301	$66
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/10/2003	23559309	$261
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	2/12/2003	25782563	$466
HI-GRADE MEATS	2160 S. WEST TEMPLE SALT LAKE CITY, UT 84115	3/7/2003	23558159	$380
HILAND DAIRY	PO BOX 500166 ST LOUIS, MO 63150	2/3/2003	23544617	$1,231
HILAND DAIRY	PO BOX 500166 ST LOUIS, MO 63150	2/14/2003	23548933	$387

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HILAND DAIRY	PO BOX 500166 ST LOUIS, MO 63150	1/6/2003	23537321	$253
HILAND DAIRY	PO BOX 500166 ST LOUIS, MO 63150	3/10/2003	23559876	$966
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	1/28/2003	23542229	$11,630
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	3/5/2003	25790578	$80
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	2/28/2003	25788883	$1,073
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	1/23/2003	25772980	$1,788
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	3/5/2003	23556894	$3,240
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	3/12/2003	23561754	$6,252
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	3/17/2003	23565642	$10,859
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	3/26/2003	23567111	$1,611
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	3/26/2003	23569468	$10,630
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	3/28/2003	23570732	$5,500
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	1/29/2003	25776008	$19,276
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	2/26/2003	25788157	$5,685
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	1/24/2003	25773615	$9,539
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	3/26/2003	23567916	$500
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	1/29/2003	25775405	$17,487
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	3/31/2003	23575758	$22,051
HILCO CORPORATION	EQUIVEST INDUSTRIAL CENTER 500 E WASHINGTON ST NOR	3/25/2003	23572084	$25,918
HILL AIR FORCE BASE	7451 6TH ST BLGD 400 HILL AIR FORCE BASE, UT 840	1/9/2003	1000003183	$1,731
HILL AIR FORCE BASE	7451 6TH ST BLGD 400 HILL AIR FORCE BASE, UT 840	1/13/2003	1000004269	$184
HILL AIR FORCE BASE	7451 6TH ST BLGD 400 HILL AIR FORCE BASE, UT 840	1/9/2003	1000002787	$3,683
HILL AIR FORCE BASE	7451 6TH ST BLGD 400 HILL AIR FORCE BASE, UT 840	1/9/2003	1000003630	$1,243
HILL AIR FORCE BASE	7451 6TH ST BLGD 400 HILL AIR FORCE BASE, UT 840	1/9/2003	1000004032	$305
HILL AIR FORCE BASE	7451 6TH ST BLGD 400 HILL AIR FORCE BASE, UT 840	2/3/2003	1000004552	$784
HILL AIR FORCE BASE	7451 6TH ST BLGD 400 HILL AIR FORCE BASE, UT 840	2/3/2003	1000004997	$1,982
HILL AIR FORCE BASE	7451 6TH ST BLGD 400 HILL AIR FORCE BASE, UT 840	3/3/2003	1000007534	$3,728
HILL AIR FORCE BASE	7451 6TH ST BLGD 400 HILL AIR FORCE BASE, UT 840	2/18/2003	1000005816	$2,324
HILL AIR FORCE BASE	7451 6TH ST BLGD 400 HILL AIR FORCE BASE, UT 840	2/3/2003	1000004391	$1,062
HILL AIR FORCE BASE	7451 6TH ST BLGD 400 HILL AIR FORCE BASE, UT 840	3/3/2003	1000007571	$3,285
HILL AIR FORCE BASE	7451 6TH ST BLGD 400 HILL AIR FORCE BASE, UT 840	1/13/2003	1000003987	$764
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	3/4/2003	23556216	$2,614
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	3/31/2003	23575961	$3,384
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	2/27/2003	23554339	$25,773
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	1/28/2003	23542421	$470
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	3/10/2003	23560015	$553
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	3/11/2003	23561114	$54,370
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	3/28/2003	23574637	$72,052
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	1/2/2003	23535463	$466
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	3/24/2003	23570967	$1,517
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	3/18/2003	23567263	$1,369
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	3/3/2003	23555258	$33,073
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	3/12/2003	23561874	$61,317
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	2/3/2003	23544737	$470
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	3/17/2003	23565957	$1,553

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	2/10/2003	23546853	$12,319
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	2/28/2003	23554536	$46,177
HILL BROS TRANSPORTATION	7850 I STREET OMAHA, NE 68127	3/25/2003	23572204	$67,625
HILL,RYAN	C/O DC# 50	1/20/2003	58136	$65
HILLANDALE FARMS	PO BOX 493 IRWIN, PA 15642	3/17/2003	23565829	$34,610
HILLANDALE FARMS	PO BOX 493 IRWIN, PA 15642	3/31/2003	23575873	$55,756
HILLANDALE FARMS	PO BOX 493 IRWIN, PA 15642	2/7/2003	23546778	$141,737
HILLANDALE FARMS	PO BOX 493 IRWIN, PA 15642	3/3/2003	23555199	$78,448
HILLANDALE FARMS	PO BOX 493 IRWIN, PA 15642	3/14/2003	23564388	$8,170
HILLANDALE FARMS	PO BOX 493 IRWIN, PA 15642	1/2/2003	25764503	$17,548
HILLANDALE FARMS	PO BOX 493 IRWIN, PA 15642	1/8/2003	25767332	$16,919
HILLANDALE FARMS	PO BOX 493 IRWIN, PA 15642	3/5/2003	25791893	$14,205
HILLANDALE FARMS	PO BOX 493 IRWIN, PA 15642	2/10/2003	25780998	$427
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	2/10/2003	25780818	$5,865
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	1/27/2003	25774709	$197
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	1/8/2003	25766665	$13,001
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	3/25/2003	23569218	$11,139
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	1/23/2003	23541464	$15,770
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	2/28/2003	23554442	$12,244
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	2/21/2003	23552394	$12,027
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	2/17/2003	23550631	$2,386
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	2/19/2003	23550260	$6,267
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	2/7/2003	23546377	$7,574
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	3/24/2003	23565152	$518
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	2/18/2003	25783905	$4,384
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	3/28/2003	23574226	$5,929
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	3/31/2003	23575378	$1,923
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	1/3/2003	25765358	$14,499
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	3/10/2003	25789943	$1,315
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	1/13/2003	25769138	$5,357
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	2/5/2003	23545971	$7,088
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	2/11/2003	23548142	$7,388
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	3/14/2003	23564120	$13,646
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	2/3/2003	23544268	$3,974
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	3/10/2003	23559401	$11,118
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	1/28/2003	23543830	$9,364
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	1/21/2003	23540016	$20,276
HILLANDALE FARMS	1330 AUSTIN AVE AKRON, OH 44306	1/21/2003	25771635	$2,578
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	2/10/2003	23549045	$673
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	1/6/2003	25764631	$1,184
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	1/16/2003	25769305	$548
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	3/25/2003	23572207	$439
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	3/14/2003	23564439	$1,047
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	2/24/2003	23553264	$432
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	1/31/2003	23543940	$415

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	1/23/2003	23541530	$1,242
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	1/24/2003	23540336	$559
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	1/10/2003	23536568	$648
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	1/6/2003	23534693	$81
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	2/21/2003	23550329	$4,235
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	2/7/2003	23546068	$372
HILLANDALE FARMS INC	PO BOX 42 FLUSHING, OH 43977	3/10/2003	23560019	$335
HILLANDALE FARMS INC	RT 6 BOX 296 CORRY, PA 16407	2/5/2003	23544972	$8,754
HILLANDALE FARMS INC	RT 6 BOX 296 CORRY, PA 16407	3/10/2003	23560340	$7,674
HILLANDALE FARMS INC	RT 6 BOX 296 CORRY, PA 16407	1/15/2003	25769382	$6,113
HILLANDALE FARMS INC	RT 6 BOX 296 CORRY, PA 16407	2/28/2003	25789157	$12,514
HILLANDALE FARMS INC	RT 6 BOX 296 CORRY, PA 16407	2/6/2003	25779998	$5,017
HILLANDALE FARMS INC	RT 6 BOX 296 CORRY, PA 16407	2/13/2003	25781094	$8,538
HILLANDALE FARMS INC	RT 6 BOX 296 CORRY, PA 16407	3/7/2003	25792151	$6,136
HILLANDALE FARMS INC	RT 6 BOX 296 CORRY, PA 16407	1/16/2003	25771026	$7,224
HILLANDALE FARMS INC	RT 6 BOX 296 CORRY, PA 16407	1/3/2003	25762973	$8,272
HILLANDALE FARMS INC	RT 6 BOX 296 CORRY, PA 16407	3/28/2003	23574842	$6,355
HILLANDALE FARMS INC	RT 6 BOX 296 CORRY, PA 16407	3/27/2003	23569833	$4,504
HILLANDALE FARMS INC	RT 6 BOX 296 CORRY, PA 16407	1/6/2003	25765786	$4,303
HILLANDALE FARMS INC	RT 6 BOX 296 CORRY, PA 16407	2/24/2003	25785971	$5,262
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	1/13/2003	25768755	$18,877
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	2/21/2003	23551680	$31,782
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	2/12/2003	23547986	$17,189
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	2/4/2003	23545818	$7,313
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	1/31/2003	23545378	$11,104
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	1/24/2003	23543131	$12,327
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	1/6/2003	25766175	$10,150
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	1/7/2003	23537640	$1,733
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	3/25/2003	23568423	$59,914
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	1/22/2003	23541483	$6,510
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	2/10/2003	25780336	$675
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	3/28/2003	23571950	$28,454
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	3/24/2003	23566935	$16,657
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	3/24/2003	23565328	$14,499
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	3/26/2003	23572813	$25,547
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	3/3/2003	25789473	$42,369
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	2/25/2003	23553856	$24,991
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	1/27/2003	25774132	$17,102
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	3/14/2003	23564195	$34,527
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	2/20/2003	23550110	$11,324
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	3/13/2003	23562413	$190
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	3/4/2003	23555944	$43,586
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	3/5/2003	23556798	$17,375
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	2/19/2003	23552123	$2,106
HILLANDALE FARMS OF FL	PO BOX 2109 LAKE CITY, FL 32056	3/28/2003	23574335	$94,611

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	3/31/2003	23576246	$41,078
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	1/2/2003	25764920	$15,843
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	1/2/2003	25765787	$29,740
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	1/29/2003	25776983	$37,450
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	3/10/2003	23560341	$9,372
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	2/12/2003	25783068	$22,679
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	2/19/2003	25784751	$28,586
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	2/20/2003	25785972	$15,092
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	3/5/2003	25792152	$15,346
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	1/23/2003	25773820	$25,341
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	3/28/2003	23574843	$11,665
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	1/17/2003	23540498	$1,722
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	1/21/2003	23540927	$85,658
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	3/5/2003	23557162	$10,958
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	1/23/2003	23542698	$13,520
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	1/27/2003	23543344	$13,838
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	2/3/2003	23545558	$11,641
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	2/7/2003	23547069	$41,841
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	2/4/2003	23547683	$10,958
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	2/18/2003	23551973	$16,182
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	2/24/2003	23553480	$44,892
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	3/3/2003	23555448	$12,688
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	3/4/2003	23556408	$58,229
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	1/8/2003	23537462	$29,260
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	1/6/2003	23536779	$28,756
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	3/25/2003	23569834	$28,051
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	3/14/2003	23564606	$25,160
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	2/6/2003	25779999	$25,644
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	3/17/2003	23566320	$39,616
HILLANDALE FARMS OF IOWA	PO BOX 106 NEW HAMPTON, IA 50659	3/28/2003	23571329	$59,007
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	2/26/2003	25785694	$4,858
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	1/28/2003	23543168	$4,497
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	3/3/2003	25788799	$7,569
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	2/12/2003	25779662	$3,550
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	1/30/2003	25773574	$4,888
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	1/6/2003	25762676	$6,572
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	3/21/2003	23569392	$4,172
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	2/10/2003	25776615	$4,296
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	3/28/2003	23574420	$4,543
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	1/9/2003	25765484	$3,632
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	3/27/2003	23565481	$3,983
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	3/10/2003	23559685	$4,947
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	3/3/2003	23555035	$5,947
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	1/15/2003	23539103	$6,658
HILLANDALE FARMS OF W.VA.,INC	ROUTE1 BOX 284 CHARLESTON, WV 25312	2/18/2003	25782725	$3,380

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HILLBILLY JOE'S	PO BOX 91 VAN BUREN, MO 63965	2/5/2003	25779602	$1,095
HILLBILLY JOE'S	PO BOX 91 VAN BUREN, MO 63965	1/21/2003	23540119	$1,095
HILLBILLY JOE'S	PO BOX 91 VAN BUREN, MO 63965	2/24/2003	25784413	$1,095
HILLBILLY JOE'S	PO BOX 91 VAN BUREN, MO 63965	3/24/2003	23570530	$1,095
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	1/30/2003	23544489	$73,529
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	3/26/2003	23572873	$39,953
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	3/4/2003	25790540	$70,730
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	3/25/2003	23569399	$34,309
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	3/25/2003	23568495	$38,195
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	1/9/2003	23538421	$72,852
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	3/11/2003	23560964	$39,170
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	3/5/2003	23556850	$59,445
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	2/24/2003	25787574	$62,320
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	1/7/2003	25767181	$63,543
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	2/25/2003	25788806	$21,329
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	1/15/2003	23540170	$39,438
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	3/17/2003	23565498	$31,423
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	3/27/2003	23573642	$118,760
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	2/3/2003	25778352	$76,031
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	2/20/2003	25785699	$30,128
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	2/18/2003	25784473	$30,009
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	1/22/2003	25772940	$74,036
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	3/7/2003	23558404	$39,259
HILL'S PET NUTRITION	P O BOX 805055 KANSAS CITY, MO 64180	1/21/2003	25772245	$31,622
HILLSIDE CANDY	35 HILLSIDE AVENUE HILLSIDE, NJ 07205	1/16/2003	25770908	$5,210
HILLSIDE CANDY	35 HILLSIDE AVENUE HILLSIDE, NJ 07205	1/15/2003	25770408	$8,996
HILLSIDE CANDY	35 HILLSIDE AVENUE HILLSIDE, NJ 07205	2/18/2003	23549710	$126
HILLSIDE CANDY	35 HILLSIDE AVENUE HILLSIDE, NJ 07205	1/14/2003	23539171	$6,055
HILLSIDE CANDY	35 HILLSIDE AVENUE HILLSIDE, NJ 07205	1/8/2003	25767350	$15,619
HILLSIDE CANDY	35 HILLSIDE AVENUE HILLSIDE, NJ 07205	1/15/2003	25769829	$3,468
HILLSIDE CANDY	35 HILLSIDE AVENUE HILLSIDE, NJ 07205	1/22/2003	25772386	$33,304
HILLSIDE CANDY	35 HILLSIDE AVENUE HILLSIDE, NJ 07205	1/29/2003	25776766	$300
HILLSIDE CANDY	35 HILLSIDE AVENUE HILLSIDE, NJ 07205	2/4/2003	25779035	$10,465
HILLSIDE CANDY	35 HILLSIDE AVENUE HILLSIDE, NJ 07205	1/28/2003	25774323	$11,032
HILLSIDE CANDY	35 HILLSIDE AVE HILLSIDE, NJ 07205	1/13/2003	23539224	$26,152
HILLSIDE CANDY	35 HILLSIDE AVE HILLSIDE, NJ 07205	1/8/2003	25767491	$5,505
HILLTOP CEE BEE	HWY 149 CLARKSVILLE, TN 37040	1/27/2003	2068053	$1,802
HILLTOP CEE BEE	HWY 149 CLARKSVILLE, TN 37040	2/18/2003	1000006140	$1,001
HILLTOP CEE BEE	HWY 149 CLARKSVILLE, TN 37040	3/14/2003	1000009197	$26
HILLTOP CEE BEE	HWY 149 CLARKSVILLE, TN 37040	3/13/2003	1000008835	$8,332
HILLTOP CEE BEE	HWY 149 CLARKSVILLE, TN 37040	2/18/2003	1000006328	$652
HILLTOP CEE BEE	HWY 149 CLARKSVILLE, TN 37040	2/26/2003	1000007218	$44
HILO PRODUCTS, INC.	41 MAKAALA ST. HILO, HI 96720	2/24/2003	23553664	$1,085
HILO PRODUCTS, INC.	41 MAKAALA ST. HILO, HI 96720	2/28/2003	23554633	$1,266
HILO PRODUCTS, INC.	41 MAKAALA ST. HILO, HI 96720	3/24/2003	23571628	$1,452

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HILO PRODUCTS, INC.	41 MAKAALA ST. HILO, HI 96720	2/17/2003	23551471	$2,089
HILO PRODUCTS, INC.	41 MAKAALA ST. HILO, HI 96720	2/18/2003	23547260	$1,085
HILO PRODUCTS, INC.	41 MAKAALA ST. HILO, HI 96720	2/27/2003	23554398	$1,719
HILO PRODUCTS, INC.	41 MAKAALA ST. HILO, HI 96720	3/6/2003	23557967	$1,756
HILO PRODUCTS, INC.	41 MAKAALA ST. HILO, HI 96720	3/10/2003	23560620	$1,749
HILO PRODUCTS, INC.	41 MAKAALA ST. HILO, HI 96720	3/28/2003	23567688	$1,621
HILO PRODUCTS, INC.	41 MAKAALA ST. HILO, HI 96720	3/13/2003	23562867	$1,393
HIMMEL HAIR CARE PRODUCTS LLC	LOCK BOX 846095 BOSTON, MA 02284	2/26/2003	25787754	$616
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/5/2003	25790325	$2,756
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	1/27/2003	25773991	$27,338
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	1/15/2003	25769508	$13,555
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	1/6/2003	25766058	$6,994
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/28/2003	23570203	$4,203
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/27/2003	23573485	$1,898
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	2/3/2003	25777181	$32,066
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/31/2003	23575231	$6,626
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/14/2003	23564041	$1,875
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	2/26/2003	25786758	$3,550
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	2/18/2003	25783281	$7,472
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	2/10/2003	25780763	$23,767
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/12/2003	23561469	$2,528
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	1/23/2003	25772033	$4,695
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/3/2003	25789903	$385
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	2/10/2003	25780220	$3,812
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	1/27/2003	25774667	$12,824
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	2/24/2003	25786173	$13,541
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/7/2003	23558099	$2,101
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/3/2003	25789364	$12,274
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/4/2003	23555758	$3,523
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	1/15/2003	25770237	$3,050
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	1/13/2003	25769088	$3,353
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/6/2003	23557400	$4,361
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/10/2003	23559221	$7,746
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	1/8/2003	23537892	$7,666
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/24/2003	23566752	$4,045
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/17/2003	23564985	$28,749
HIMMEL NUTRITION INC	LOCKBOX 845449 BOSTON, MA 02284	3/10/2003	25792421	$7,389
HINES COLOR	621 E MAPLE AVE PO BOX 68 NEWARK, NY 14513	1/29/2003	25774866	$116
HINES COLOR	621 E MAPLE AVE PO BOX 68 NEWARK, NY 14513	1/15/2003	25768850	$3,890
HINES COLOR	621 E MAPLE AVE PO BOX 68 NEWARK, NY 14513	3/25/2003	23572124	$149
HINES COLOR	621 E MAPLE AVE PO BOX 68 NEWARK, NY 14513	2/5/2003	25777906	$27
HINES COLOR	621 E MAPLE AVE PO BOX 68 NEWARK, NY 14513	3/4/2003	23556145	$82
HINSDALE FARMS LTD	DEPT 77-6533 CHICAGO, IL 60678	3/17/2003	23565851	$2,060
HINSDALE FARMS LTD	DEPT 77-6533 CHICAGO, IL 60678	2/18/2003	23549977	$1,818
HINSDALE FARMS LTD	DEPT 77-6533 CHICAGO, IL 60678	3/26/2003	23569549	$12,722

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HIRRI FOODS	27091 BAELEY RD OLMSTED, OH 44138	2/21/2003	4044099	$111
HIRRI FOODS	27091 BAELEY RD OLMSTED, OH 44138	3/24/2003	4044572	$307
HIRRI FOODS	27091 BAELEY RD OLMSTED, OH 44138	3/24/2003	4044573	$189
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	1/28/2003	23541762	$27,604
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	2/3/2003	23544188	$32,512
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	1/2/2003	25763888	$9,819
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	3/6/2003	25791571	$392
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	1/29/2003	25775155	$10,213
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	1/10/2003	25767979	$15,354
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	3/31/2003	23575265	$33,249
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	2/7/2003	23546291	$15,522
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	3/24/2003	23565033	$8,790
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	3/10/2003	23559273	$16,922
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	1/15/2003	25769525	$730
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	3/12/2003	23561491	$5,413
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	2/14/2003	23548484	$22,979
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	2/24/2003	23552703	$14,286
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	3/4/2003	23555779	$2,365
HIRZEL CANNING CO	PO BOX 732 TOLEDO, OH 43697	3/25/2003	23568272	$4,867
HISDAHL INC.	Not Available	1/9/2003	1107056915	$1,720
HISDAHL INC.	Not Available	1/20/2003	1107057229	$43
HISDAHL INC.	Not Available	1/30/2003	1107057697	$1,234
HISDAHL INC.	Not Available	2/6/2003	1107057942	$220
HISDAHL INC.	Not Available	2/20/2003	1107058512	$60
HISDAHL INC.	Not Available	3/6/2003	1107058996	$846
HISDAHL INC.	Not Available	3/13/2003	1107059279	$624
HISDAHL INC.	Not Available	3/20/2003	1107059541	$321
HISDAHL INC.	Not Available	3/3/2003	1107058816	$69
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	3/24/2003	23566564	$287
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	1/27/2003	25775059	$233
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	1/23/2003	25771934	$732
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	3/26/2003	23567670	$120
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	1/23/2003	23541589	$252
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	3/26/2003	23570020	$247
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	3/26/2003	23568987	$9
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	1/2/2003	25765944	$856
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	1/2/2003	25765156	$8
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	3/31/2003	23576476	$70
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	1/9/2003	25768589	$215
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	2/3/2003	23545137	$970
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	2/7/2003	23547236	$2,255
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	3/7/2003	23559038	$49
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	3/3/2003	23555599	$62
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	2/27/2003	23554390	$99
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	2/24/2003	23553630	$453

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	2/21/2003	23552571	$235
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	2/20/2003	23550394	$344
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	2/20/2003	23550218	$645
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	1/16/2003	23539689	$512
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	3/10/2003	23560588	$217
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	2/18/2003	25784187	$234
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	1/29/2003	23543630	$71
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	3/12/2003	23562180	$280
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	1/21/2003	23540617	$321
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	3/14/2003	23564777	$114
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	1/6/2003	23536924	$1,244
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	2/12/2003	23548077	$588
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	1/9/2003	25767756	$103
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	2/24/2003	25787299	$57
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	2/12/2003	23547933	$499
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	1/13/2003	25769439	$24
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	3/5/2003	23557281	$47
HISSONG-KENWORTH	P O BOX 457 RICHFIELD, OH 44286	3/13/2003	23562851	$73
HJP INCORPORATED	5205 W HUME ROAD LIMA, OH 45806	2/5/2003	25777727	$14,522
HJP INCORPORATED	5205 W HUME ROAD LIMA, OH 45806	2/21/2003	25783858	$9,568
HJP INCORPORATED	5205 W HUME ROAD LIMA, OH 45806	1/29/2003	25773995	$4,543
HJP INCORPORATED	5205 W HUME ROAD LIMA, OH 45806	3/10/2003	23559228	$4,389
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	3/3/2003	23555085	$14,644
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	1/6/2003	23535750	$1,786
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	1/28/2003	23543194	$6,476
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	1/29/2003	23543898	$16,654
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	1/9/2003	23537986	$38,767
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	1/22/2003	23541094	$30,223
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	1/8/2003	23537690	$3,238
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	1/24/2003	23542198	$12,953
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	3/25/2003	23572065	$446
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	1/3/2003	23536388	$15,698
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	3/28/2003	23574472	$6,237
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	3/26/2003	23569445	$370
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	3/10/2003	23559768	$972
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	2/28/2003	23554500	$562
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	2/21/2003	23552442	$4,580
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	1/21/2003	23540210	$18,350
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	3/17/2003	23565597	$805
HMC GROUP MARKETING INC<THE	13138 SOUTH BETHEL AVENUE KINGSBURG, CA 93631	2/3/2003	23544546	$2,776
HMR/INNOTECH SALES&SERVICE	3675 COPELY RD AKRON, OH 44321	3/24/2003	23567467	$5,170
HMR/INNOTECH SALES&SERVICE	3675 COPELY RD AKRON, OH 44321	1/22/2003	23541381	$4,040
HMR/INNOTECH SALES&SERVICE	3675 COPELY RD AKRON, OH 44321	2/11/2003	23548282	$5,170
HMR/INNOTECH SALES&SERVICE	3675 COPELY RD AKRON, OH 44321	2/24/2003	23553451	$5,495
HMS MFG. CO	1230 EAST BIG BEAVER ROAD TROY, MI 48083	1/15/2003	25769737	$7,837

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HNA INC	524 FRONT STREET EVANSTON, WY 82930	3/21/2003	1000005953	$17,524
HNA INC	524 FRONT STREET EVANSTON, WY 82930	2/3/2003	1000004740	$350,000
HOC INDUSTRIES INC	PO BOX 2609 WICHITA, KS 67201	2/12/2003	25782230	$7,923
HOC INDUSTRIES INC	PO BOX 2609 WICHITA, KS 67201	1/21/2003	25771795	$3,942
HOC INDUSTRIES INC	PO BOX 2609 WICHITA, KS 67201	1/2/2003	25764683	$3,942
HOCKER SUPER THRIFT #23810	RT 26 & 17 CLARKSVILLE, DE 19970	3/17/2003	4044321	$294
HOCKER SUPER THRIFT #23810	RT 26 & 17 CLARKSVILLE, DE 19970	3/17/2003	4043601	$60
HOCKER SUPER THRIFT #23810	RT 26 & 17 CLARKSVILLE, DE 19970	1/2/2003	4043401	$396
HOCKER SUPER THRIFT #23810	RT 26 & 17 CLARKSVILLE, DE 19970	1/2/2003	4042892	$261
HOCKER SUPER THRIFT #23810	RT 26 & 17 CLARKSVILLE, DE 19970	1/30/2003	1027194	$908
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	2/4/2003	25778078	$13,289
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	3/28/2003	23571522	$9,012
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	3/19/2003	25781156	$29
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	3/25/2003	23568957	$12,060
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	3/12/2003	23562150	$15,733
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	1/8/2003	23537532	$10,095
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	3/31/2003	23576438	$7,986
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	1/22/2003	25772648	$9,613
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	1/24/2003	23542870	$5,025
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	2/3/2003	23545109	$14,092
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	2/7/2003	23547199	$13,154
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	2/11/2003	25782362	$223
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	3/25/2003	23569967	$12,784
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	2/24/2003	23553611	$15,056
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	2/21/2003	23551428	$14,223
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	3/3/2003	23555584	$17,032
HODGSON MILL	PO BOX 1048 EFFINGHAM, IL 62401	3/4/2003	25790251	$2,510
HODGSON, RUSS, ANDREWS,	WOODS & GOODYEAR LLP ONE M&T PLAZA SUITE 2000 BUFF	2/18/2003	23552051	$5,121
HODGSON, RUSS, ANDREWS,	WOODS & GOODYEAR LLP ONE M&T PLAZA SUITE 2000 BUFF	2/10/2003	25780704	$471
HODGSON, RUSS, ANDREWS,	WOODS & GOODYEAR LLP ONE M&T PLAZA SUITE 2000 BUFF	2/5/2003	25780133	$5,793
HODGSON, RUSS, ANDREWS,	WOODS & GOODYEAR LLP ONE M&T PLAZA SUITE 2000 BUFF	1/2/2003	25765162	$12,875
HODGSON, RUSS, ANDREWS,	WOODS & GOODYEAR LLP ONE M&T PLAZA SUITE 2000 BUFF	3/28/2003	23575023	$20,584
HOFFMAN, MAUREEN	C/O ALTOONA DIV	1/23/2003	59319	$528
HOFFMAN, MAUREEN	C/O ALTOONA DIV	3/12/2003	77046	$156
HOFFMAN, MAUREEN	C/O ALTOONA DIV	3/12/2003	77046	$117
HOFFMAN, MAUREEN	C/O ALTOONA DIV	3/12/2003	77046	$192
HOFFMAN, MAUREEN	C/O ALTOONA DIV	3/12/2003	77046	$267
HOFFMAN, MAUREEN	C/O ALTOONA DIV	1/23/2003	59319	$358
HOFFMAN, MAUREEN	C/O ALTOONA DIV	1/23/2003	59319	$924
HOFFMASTER	DIVISION OF THE FONDA GROUP PO BOX 500990 ST LOUIS	3/10/2003	23560367	$12,916
HOFFMASTER	DIVISION OF THE FONDA GROUP PO BOX 500990 ST LOUIS	3/5/2003	23557171	$234
HOFFMASTER	DIVISION OF THE FONDA GROUP PO BOX 500990 ST LOUIS	1/13/2003	23538765	$1,379
HOFFMASTER	DIVISION OF THE FONDA GROUP PO BOX 500990 ST LOUIS	2/17/2003	23551308	$2,044
HOFFMASTER	DIVISION OF THE FONDA GROUP PO BOX 500990 ST LOUIS	2/24/2003	25787818	$943
HOFFMASTER	DIVISION OF THE FONDA GROUP PO BOX 500990 ST LOUIS	3/7/2003	23558871	$1,589

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOFFMASTER	DIVISION OF THE FONDA GROUP PO BOX 500990 ST LOUIS	3/13/2003	23562754	$620
HOFFMASTER	DIVISION OF THE FONDA GROUP PO BOX 500990 ST LOUIS	3/24/2003	23566346	$586
HOLBERT, BRODERICK	C/O DC# 175	3/20/2003	82280	$432
HOLBERT, BRODERICK	C/O DC# 175	3/5/2003	74040	$356
HOLBERT, BRODERICK	C/O DC# 175	3/27/2003	85948	$222
HOLBERT, BRODERICK	C/O DC# 175	3/27/2003	85948	$400
HOLIDAY CANDY CO	2455 MARIONDALE AVE LOS ANGELES, CA 90032	3/26/2003	23572750	$1,347
HOLIDAY CANDY CO	2455 MARIONDALE AVE LOS ANGELES, CA 90032	2/5/2003	25779528	$17,148
HOLIDAY CANDY CO	2455 MARIONDALE AVE LOS ANGELES, CA 90032	2/12/2003	25782617	$16,337
HOLIDAY CANDY CO	2455 MARIONDALE AVE LOS ANGELES, CA 90032	2/24/2003	23552809	$10,314
HOLIDAY HOUSEWARES	BOX 414860 BOSTON, MA 02241	3/27/2003	23568519	$6,674
HOLIDAY HOUSEWARES	BOX 414860 BOSTON, MA 02241	3/24/2003	23567066	$11,693
HOLIDAY HOUSEWARES	BOX 414860 BOSTON, MA 02241	2/26/2003	25786950	$970
HOLIDAY INN - CAMBRIDGE	ST RTE 209 & I-70 P O BOX 1270 CAMBRIDGE, OH 4372	1/24/2003	4068322	$360
HOLIDAY INN - CAMBRIDGE	ST RTE 209 & I-70 P O BOX 1270 CAMBRIDGE, OH 4372	3/26/2003	4069738	$90
HOLIDAY INN - CAMBRIDGE	ST RTE 209 & I-70 P O BOX 1270 CAMBRIDGE, OH 4372	3/19/2003	4069641	$90
HOLIDAY INN - CAMBRIDGE	ST RTE 209 & I-70 P O BOX 1270 CAMBRIDGE, OH 4372	3/17/2003	4069618	$147
HOLIDAY INN - CAMBRIDGE	ST RTE 209 & I-70 P O BOX 1270 CAMBRIDGE, OH 4372	3/17/2003	4069560	$90
HOLIDAY INN - CAMBRIDGE	ST RTE 209 & I-70 P O BOX 1270 CAMBRIDGE, OH 4372	3/27/2003	4070119	$90
HOLIDAY INN - CAMBRIDGE	ST RTE 209 & I-70 P O BOX 1270 CAMBRIDGE, OH 4372	1/2/2003	4067765	$180
HOLIDAY INN - CAMBRIDGE	ST RTE 209 & I-70 P O BOX 1270 CAMBRIDGE, OH 4372	3/6/2003	4069473	$270
HOLIDAY INN - CAMBRIDGE	ST RTE 209 & I-70 P O BOX 1270 CAMBRIDGE, OH 4372	2/5/2003	4068829	$135
HOLIDAY INN - CAMBRIDGE	ST RTE 209 & I-70 P O BOX 1270 CAMBRIDGE, OH 4372	2/28/2003	4069121	$270
HOLIDAY INN - DU BOIS	ROUTE 219 DU BOIS, PA 15801	3/7/2003	4069482	$293
HOLIDAY INN - DU BOIS	ROUTE 219 DU BOIS, PA 15801	3/21/2003	4069668	$219
HOLIDAY INN - DU BOIS	ROUTE 219 DU BOIS, PA 15801	2/7/2003	4068835	$293
HOLIDAY INN - DU BOIS	ROUTE 219 DU BOIS, PA 15801	1/29/2003	4068345	$146
HOLIDAY INN - DU BOIS	ROUTE 219 DU BOIS, PA 15801	1/2/2003	4067548	$805
HOLIDAY INN - DU BOIS	ROUTE 219 DU BOIS, PA 15801	3/7/2003	23559046	$293
HOLIDAY INN - FAYETTEVILLE	1944 CEDAR CREEK ROAD FAYETTEVILLE, NC 28302	2/21/2003	25780150	$4,576
HOLIDAY INN - WALLACE	131 RIVER VILLAGE PLACE WALLACE, NC 28466	2/27/2003	25786089	$75
HOLIDAY INN - WALLACE	131 RIVER VILLAGE PLACE WALLACE, NC 28466	3/21/2003	23570048	$144
HOLIDAY INN - WALLACE	131 RIVER VILLAGE PLACE WALLACE, NC 28466	1/27/2003	25771941	$748
HOLIDAY INN - WALLACE	131 RIVER VILLAGE PLACE WALLACE, NC 28466	1/8/2003	23536968	$167
HOLIDAY INN - WARSAW	2676 WEST NC 24 WARSAW, NC 28398	3/4/2003	25790264	$4,576
HOLIDAY INN - WARSAW	2676 WEST NC 24 WARSAW, NC 28398	1/3/2003	23535060	$375
HOLIDAY INN - WARSAW	2676 WEST NC 24 WARSAW, NC 28398	2/4/2003	25781174	$70
HOLIDAY MARKET	6412 CASTOR AVENUE PHILADELPHIA, PA 19149	2/4/2003	4042893	$1,459
HOLIDAY MARKET	6412 CASTOR AVENUE PHILADELPHIA, PA 19149	2/4/2003	4043402	$1,657
HOLIDAY MARKET	7938 DUNGAN RDR PHILADELPHIA, PA 19111	2/4/2003	4043403	$720
HOLIDAY MARKET	7938 DUNGAN RDR PHILADELPHIA, PA 19111	2/4/2003	4042894	$634
HOLIDAY MARKET	7938 DUNGAN RDR PHILADELPHIA, PA 19111	3/31/2003	1027299	$21
HOLIDAY MARKET	7938 DUNGAN RDR PHILADELPHIA, PA 19111	3/31/2003	1027511	$4,209
HOLIDAY MKT-CASTOR AVE #1990	650 PENCADER DR NEWARK, DE 19702	3/31/2003	1027512	$2,070
HOLIDAY SHOP N BAG #1993	6499 SACKETT STREET PHILADELPHIA, PA 19149	3/31/2003	1027300	$189

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOLIDAY SHOP N BAG #1993	6499 SACKETT STREET PHILADELPHIA, PA 19149	3/31/2003	1027379	$3,285
HOLIDAY SHOP N BAG #1993	6499 SACKETT STREET PHILADELPHIA, PA 19149	2/4/2003	4043602	$500
HOLIDAY SHOP N BAG #1996	FRANKFORD & PRATT STS. PHILADELPHIA, PA 19124	3/31/2003	1027302	$53
HOLIDAY SHOP N BAG #1996	FRANKFORD & PRATT STS. PHILADELPHIA, PA 19124	2/4/2003	4043709	$2,297
HOLIDAY SHOP N BAG #1996	FRANKFORD & PRATT STS. PHILADELPHIA, PA 19124	3/31/2003	1027514	$5,113
HOLIDAY SHOP N BAG #2872	6413 WOODLAND AVE. PHILADELPHIA, PA 19142	3/31/2003	1027515	$2,365
HOLIDAY THRIFTWAY	5147 FRANKFORD AVE PHILADELPHIA, PA 19124	2/4/2003	4043404	$1,441
HOLIDAY THRIFTWAY	5147 FRANKFORD AVE PHILADELPHIA, PA 19124	2/4/2003	4042895	$1,269
HOLLAND DAIRY	PO BOX 70 HOLLAND, IN 47541	2/10/2003	23546900	$1,481
HOLLAND DAIRY	PO BOX 70 HOLLAND, IN 47541	2/12/2003	23547616	$9,739
HOLLAND DAIRY	PO BOX 70 HOLLAND, IN 47541	2/25/2003	23553989	$7,861
HOLLAND DAIRY	PO BOX 70 HOLLAND, IN 47541	3/26/2003	23573081	$7,587
HOLLAND DAIRY	PO BOX 70 HOLLAND, IN 47541	2/20/2003	25785215	$8,215
HOLLAND DAIRY	PO BOX 70 HOLLAND, IN 47541	3/24/2003	23567323	$7,799
HOLLAND DAIRY	PO BOX 70 HOLLAND, IN 47541	3/11/2003	23561151	$15,551
HOLLAND DAIRY	PO BOX 70 HOLLAND, IN 47541	2/26/2003	25788287	$8,091
HOLLANDIA FLOWERS INC	P.O.BOX 1327 CARPINTERIA, CA 93014	2/17/2003	23550860	$14
HOLLANDIA FLOWERS INC	P.O.BOX 1327 CARPINTERIA, CA 93014	3/26/2003	23572883	$554
HOLLANDIA FLOWERS INC	P.O.BOX 1327 CARPINTERIA, CA 93014	3/12/2003	23561708	$461
HOLLANDIA FLOWERS INC	P.O.BOX 1327 CARPINTERIA, CA 93014	3/24/2003	23565522	$448
HOLLANDIA FLOWERS INC	P.O.BOX 1327 CARPINTERIA, CA 93014	3/27/2003	23568503	$580
HOLLANDIA FLOWERS INC	P.O.BOX 1327 CARPINTERIA, CA 93014	3/31/2003	23575678	$605
HOLLANDIA FLOWERS INC	P.O.BOX 1327 CARPINTERIA, CA 93014	3/24/2003	23567054	$461
HOLLANDIA FLOWERS INC	P.O.BOX 1327 CARPINTERIA, CA 93014	1/29/2003	25776634	$27
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	1/28/2003	23541932	$6,767
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	1/28/2003	25774737	$7,255
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	1/23/2003	25772145	$9,008
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	2/27/2003	25788695	$4,248
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	3/24/2003	23565247	$3,114
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	3/28/2003	23574291	$1,585
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	3/7/2003	23558265	$5,703
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	1/30/2003	25776517	$6,407
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	2/10/2003	23546448	$1,380
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	2/3/2003	25777797	$5,288
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	1/17/2003	23540064	$6,650
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	1/14/2003	23538311	$1,523
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	1/6/2003	25766678	$4,369
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	3/25/2003	23568388	$2,721
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	2/19/2003	23548630	$1,276
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	2/24/2003	25786846	$3,082
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	2/17/2003	23550692	$1,881
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	2/13/2003	25782639	$6,784
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	2/20/2003	25784373	$1,303
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	3/28/2003	23569280	$4,118
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	3/5/2003	25791668	$6,420

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	3/3/2003	23554908	$3,070
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	2/10/2003	25780850	$864
HOLLAR & GREENE PRODUCE CO	PO BOX 3500 BOONE, NC 28607	3/10/2003	23559490	$1,475
HOLLEY JUBILEE FOOD IGA	P.O. BOX 197 HOLLEY, NY 14470	1/2/2003	4042896	$320
HOLLEY JUBILEE FOOD IGA	P.O. BOX 197 HOLLEY, NY 14470	2/6/2003	4043924	$363
HOLLEY JUBILEE FOOD IGA	P.O. BOX 197 HOLLEY, NY 14470	1/17/2003	4068035	$243
HOLLEY JUBILEE FOOD IGA	P.O. BOX 197 HOLLEY, NY 14470	1/29/2003	4068459	$978
HOLLEY JUBILEE FOOD IGA	P.O. BOX 197 HOLLEY, NY 14470	2/10/2003	4068737	$302
HOLLEY JUBILEE FOOD IGA	P.O. BOX 197 HOLLEY, NY 14470	3/6/2003	4069373	$298
HOLLEY JUBILEE FOOD IGA	P.O. BOX 197 HOLLEY, NY 14470	3/25/2003	4070029	$122
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	3/12/2003	23561789	$1,901
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	1/6/2003	25765588	$12,094
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	1/13/2003	25769264	$8,504
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	1/21/2003	25771746	$2,618
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	2/27/2003	25788921	$15,525
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	1/24/2003	25773013	$3,045
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	1/27/2003	25774285	$6,303
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	1/28/2003	25774862	$3,045
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	1/2/2003	25764435	$6,303
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	3/24/2003	23565756	$5,738
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	1/21/2003	25772329	$3,258
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	1/30/2003	25776720	$17,598
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	3/31/2003	23575826	$5,759
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	3/10/2003	25792600	$6,174
HOLLOMON TRANSPORTATION	27957 SOUTH SATSUMA ROAD LIVINGSTON, LA 70754	3/28/2003	23570801	$6,091
HOLLOWAY HOUSE INC	P.O.BOX 50126 INDIANAPOLIS, IN 46250	3/28/2003	23565521	$90
HOLLOWAY HOUSE INC	P.O.BOX 50126 INDIANAPOLIS, IN 46250	2/24/2003	23553018	$921
HOLLOWAY HOUSE INC	P.O.BOX 50126 INDIANAPOLIS, IN 46250	2/25/2003	23553896	$956
HOLLOWAY HOUSE INC	P.O.BOX 50126 INDIANAPOLIS, IN 46250	1/30/2003	23542142	$2,439
HOLLOWAY HOUSE INC	P.O.BOX 50126 INDIANAPOLIS, IN 46250	1/13/2003	23536345	$821
HOLLY CUSTOM PRINT	263 MILLIKEN DRIVE	1/20/2003	58043	$3,128
HOLLY CUSTOM PRINT	263 MILLIKEN DRIVE	3/21/2003	83009	$2,953
HOLLY CUSTOM PRINT	263 MILLIKEN DRIVE	3/10/2003	75576	$3,029
HOLLY CUSTOM PRINT	263 MILLIKEN DRIVE	1/13/2003	55682	$2,978
HOLLY CUSTOM PRINT	263 MILLIKEN DRIVE	2/13/2003	67154	$3,466
HOLMES GROUP	PO BOX 538123 ATLANTA, GA 30353	3/11/2003	23561154	$745
HOLMES ROAD ASSOCIATES	C/O JOHN T PITTS 4711 POPLAR AVE #213 MEMPHIS, TN	2/14/2003	25783574	$2,000
HOLMES ROAD ASSOCIATES	C/O JOHN T PITTS 4711 POPLAR AVE #213 MEMPHIS, TN	1/15/2003	25769884	$2,000
HOLMES ROAD ASSOCIATES	C/O JOHN T PITTS 4711 POPLAR AVE #213 MEMPHIS, TN	3/7/2003	23558670	$2,000
HOLSTEIN, CHARLES	C/O DC# 175	3/6/2003	74581	$355
HOLSTEIN, CHARLES	C/O DC# 175	3/27/2003	85947	$373
HOLSTEIN, CHARLES	C/O DC# 175	3/20/2003	82279	$332
HOLSTEIN, CHARLES	C/O DC# 175	3/12/2003	77028	$83
HOLT OF CALIFORNIA	P.O. BOX X SACRAMENTO, CA 95813	3/31/2003	23576448	$256
HOLT OF CALIFORNIA	P.O. BOX X SACRAMENTO, CA 95813	3/26/2003	23573338	$222

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOLT OF CALIFORNIA	P.O. BOX X SACRAMENTO, CA 95813	1/24/2003	23541407	$222
HOLT OF CALIFORNIA	P.O. BOX X SACRAMENTO, CA 95813	1/15/2003	23539835	$222
HOLTEN MEAT CO	PO BOX 958614 ST LOUIS, MO 63195	3/28/2003	23571254	$3,048
HOLTEN MEAT CO	PO BOX 958614 ST LOUIS, MO 63195	1/21/2003	25771841	$5,128
HOLTEN MEAT CO	PO BOX 958614 ST LOUIS, MO 63195	3/11/2003	23561232	$9,992
HOLTEN MEAT CO	PO BOX 958614 ST LOUIS, MO 63195	2/26/2003	25787171	$7,974
HOLTEN MEAT CO	PO BOX 958614 ST LOUIS, MO 63195	1/7/2003	25767543	$7,734
HOLTEN MEAT CO	PO BOX 958614 ST LOUIS, MO 63195	3/25/2003	23567450	$4,244
HOLTEN MEAT CO	PO BOX 958614 ST LOUIS, MO 63195	3/10/2003	23560268	$3,450
HOLTEN MEAT CO	PO BOX 958614 ST LOUIS, MO 63195	3/7/2003	23558813	$8,227
HOLTEN MEAT CO	PO BOX 958614 ST LOUIS, MO 63195	2/21/2003	23551235	$2,062
HOLTEN MEAT CO	PO BOX 958614 ST LOUIS, MO 63195	2/12/2003	25782294	$7,771
HOLTEN MEAT CO	PO BOX 958614 ST LOUIS, MO 63195	1/21/2003	23540464	$4,433
HOLTEN MEAT CO	PO BOX 958614 ST LOUIS, MO 63195	1/9/2003	25768461	$1,752
HOLTEN MEAT CO	PO BOX 958614 ST LOUIS, MO 63195	2/19/2003	25784719	$2,812
HOLTZINGER FRUIT CO.<C.M.	PO BOX 169 YAKIMA, WA. 98907	1/13/2003	25768960	$10,441
HOLTZINGER FRUIT CO.<C.M.	PO BOX 169 YAKIMA, WA. 98907	3/24/2003	23566304	$2,058
HOLTZINGER FRUIT CO.<C.M.	PO BOX 169 YAKIMA, WA. 98907	3/10/2003	25792752	$19,974
HOLTZINGER FRUIT CO.<C.M.	PO BOX 169 YAKIMA, WA. 98907	1/6/2003	23535842	$1,035
HOLTZINGER FRUIT CO.<C.M.	PO BOX 169 YAKIMA, WA. 98907	1/3/2003	23535534	$1,622
HOLTZINGER FRUIT CO.<C.M.	PO BOX 169 YAKIMA, WA. 98907	3/6/2003	25792144	$4,116
HOLTZINGER FRUIT CO.<C.M.	PO BOX 169 YAKIMA, WA. 98907	2/24/2003	25786582	$2,058
HOLTZINGER FRUIT CO.<C.M.	PO BOX 169 YAKIMA, WA. 98907	3/3/2003	25789739	$19,380
HOLTZINGER FRUIT CO.<C.M.	PO BOX 169 YAKIMA, WA. 98907	3/25/2003	23572387	$8,928
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	3/17/2003	23564991	$2,874
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	3/10/2003	25792424	$1,704
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	2/26/2003	23554112	$7,477
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	2/25/2003	23553776	$3,176
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	2/11/2003	23547766	$1,905
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	2/4/2003	23545633	$7,723
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	1/8/2003	23537894	$7,145
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	3/10/2003	23559225	$18,688
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	3/28/2003	23570207	$13,557
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	1/9/2003	25766060	$3,971
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	2/3/2003	25777183	$9,176
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	2/10/2003	25780222	$10,577
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	2/18/2003	25783284	$9,198
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	2/26/2003	25786175	$7,959
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	3/3/2003	25789366	$3,978
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	1/9/2003	23537581	$5,917
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	3/31/2003	23575237	$10,878
HOM/ADE FOOD'S INC	PO BOX 505 BAGDAD, FL 32530	1/14/2003	23539365	$4,765
HOME DEPOT	P O BOX 9903	2/27/2003	72075	$20
HOME DEPOT	P O BOX 9903	3/31/2003	86629	$192
HOME DEPOT	P O BOX 9903	3/31/2003	86629	$52

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOME DEPOT	P O BOX 9903	3/31/2003	86629	$136
HOME DEPOT	P O BOX 9903	3/31/2003	86629	$35
HOME DEPOT	P O BOX 9903	3/31/2003	86629	$80
HOME DEPOT	P O BOX 9903	3/31/2003	86629	$35
HOME DEPOT	P O BOX 9903	1/28/2003	60991	$49
HOME DEPOT	P O BOX 9903	2/27/2003	72075	$90
HOME DEPOT	P O BOX 9903	2/27/2003	72075	$120
HOME DEPOT	P O BOX 9903	2/27/2003	72075	$83
HOME DEPOT	P O BOX 9903	2/27/2003	72075	$50
HOME DEPOT	P O BOX 9903	2/27/2003	72075	$22
HOME DEPOT	P O BOX 9903	1/28/2003	60991	$81
HOME DEPOT / GECF	PO BOX 9903 MACON, GA 31297	1/22/2003	25764618	$134
HOME DEPOT / GECF	PO BOX 9903 MACON, GA 31297	3/24/2003	23561871	$462
HOME DEPOT / GECF	PO BOX 9903 MACON, GA 31297	2/28/2003	25786458	$3,710
HOME DEPOT / GECF	PO BOX 9903 MACON, GA 31297	3/27/2003	23564434	$1,305
HOME DEPOT / GECF	PO BOX 9903 MACON, GA 31297	3/18/2003	23567257	$39
HOME DEPOT / GECF	PO BOX 9903 MACON, GA 31297	1/13/2003	25767401	$3,321
HOME DEPOT / GECF	PO BOX 9903 MACON, GA 31297	1/23/2003	25769865	$2,016
HOME DEPOT / GECF	PO BOX 9903 MACON, GA 31297	2/20/2003	25784052	$77
HOME DEPOT / GECF	PO BOX 9903 MACON, GA 31297	2/18/2003	25780482	$1,199
HOME DEPOT / GECF	PO BOX 9903 MACON, GA 31297	1/8/2003	25765638	$1,139
HOME DEPOT / GECF	PO BOX 9903 MACON, GA 31297	3/11/2003	23561109	$321
HOME DEPOT CRC <THE	PO BOX 4534 DEPT 24 CAROL STREAM, IL 60197	3/24/2003	23570858	$486
HOME DEPOT CRC <THE	PO BOX 4534 DEPT 24 CAROL STREAM, IL 60197	3/24/2003	23567196	$148
HOME DEPOT CRC <THE	PO BOX 4534 DEPT 24 CAROL STREAM, IL 60197	3/6/2003	23557655	$505
HOME DEPOT CREDIT SERVICES	PO BOX 9903 MACON, GA 31297	1/23/2003	25771084	$109
HOME DEPOT CREDIT SERVICES	PO BOX 9903 MACON, GA 31297	3/24/2003	23571561	$692
HOME DEPOT CREDIT SERVICES	PO BOX 9903 MACON, GA 31297	3/3/2003	25788417	$477
HOME DEPOT CREDIT SERVICES	PO BOX 9903 MACON, GA 31297	3/5/2003	25789824	$207
HOME DEPOT CREDIT SERVICES	PO BOX 9903 MACON, GA 31297	1/2/2003	25762397	$32
HOME DEPOT CREDIT SERVICES	PO BOX 9903 MACON, GA 31297	3/11/2003	23561357	$32
HOME DEPOT CREDIT SERVICES	PO BOX 9903 MACON, GA 31297	2/18/2003	25780679	$302
HOME DEPOT CREDIT SERVICES	PO BOX 9903 MACON, GA 31297	3/26/2003	23573346	$206
HOME DEPOT CREDIT SERVICES	PO BOX 9903 MACON, GA 31297	3/10/2003	23560566	$448
HOME DEPOT CREDIT SERVICES	PO BOX 9903 MACON, GA 31297	3/7/2003	23559009	$419
HOME FURNITURE COMPANY	1351 SURREY ST LAFAYETTE, LA 70501	1/21/2003	25771451	$2,064
HOME FURNITURE COMPANY	1351 SURREY ST LAFAYETTE, LA 70501	1/30/2003	25776910	$292
HOME MARKET FOODS INC	P O BOX 12010	1/6/2003	53589	$4,131
HOME MARKET FOODS INC	P O BOX 12010	2/3/2003	63231	$5,385
HOME MARKET FOODS INC	11 WIDETT CIRCLE BOSTON, MA 02118	1/31/2003	25776903	$24,750
HOME-CITY ICE	Not Available	1/31/2003	88497	$446
HOME-CITY ICE	Not Available	1/3/2003	88262	$345
HOME-CITY ICE	Not Available	3/31/2003	88880	$226
HOME-CITY ICE	Not Available	3/7/2003	88732	$290
HOMERUN DIGITAL	DBA THE ELECTRIC PAGE 1915 21ST STREET SACRAMENTO,	2/28/2003	25789703	$10,062

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOMESTAT FARM LTD	6065 FRANTZ RD SUITE 206 DUBLIN, OH 43017	1/28/2003	23542465	$5,012
HOMESTAT FARM LTD	6065 FRANTZ RD SUITE 206 DUBLIN, OH 43017	2/24/2003	23553290	$3,344
HOMESTAT FARM LTD	6065 FRANTZ RD SUITE 206 DUBLIN, OH 43017	3/25/2003	23568708	$1,586
HOMESTAT FARM LTD	6065 FRANTZ RD SUITE 206 DUBLIN, OH 43017	2/20/2003	25785875	$5,315
HOMESTEAD AFB	DFAS-CO BOUGANVILLE BLVD HOMESTEAD AFB, FL 33039	3/19/2003	2065779	$723
HOMESTEAD AFB	DFAS-CO BOUGANVILLE BLVD HOMESTEAD AFB, FL 33039	3/19/2003	2065780	$265
HOMESTEAD AFB	DFAS-CO BOUGANVILLE BLVD HOMESTEAD AFB, FL 33039	2/3/2003	2065219	$1,941
HOMESTEAD AFB	DFAS-CO BOUGANVILLE BLVD HOMESTEAD AFB, FL 33039	2/12/2003	2065310	$236
HOMESTEAD AFB	DFAS-CO BOUGANVILLE BLVD HOMESTEAD AFB, FL 33039	1/2/2003	2063895	$1,103
HOMESTEAD AFB	DFAS-CO BOUGANVILLE BLVD HOMESTEAD AFB, FL 33039	2/12/2003	2065309	$62
HOMESTEAD AFB	DFAS-CO BOUGANVILLE BLVD HOMESTEAD AFB, FL 33039	3/19/2003	2065778	$626
HOMESTEAD POLE BEAN CO-OP	PO BOX 322248 HOMESTEAD, FL 33032	1/9/2003	23539312	$1,726
HOMESTEAD POLE BEAN CO-OP	PO BOX 322248 HOMESTEAD, FL 33032	2/20/2003	25785359	$2,020
HOMESTEAD POLE BEAN CO-OP	PO BOX 322248 HOMESTEAD, FL 33032	1/29/2003	25776234	$1,885
HOMESTEAD POLE BEAN CO-OP	PO BOX 322248 HOMESTEAD, FL 33032	1/29/2003	25775715	$2,673
HOMESTEAD POLE BEAN CO-OP	PO BOX 322248 HOMESTEAD, FL 33032	3/10/2003	23560521	$4,381
HOMESTEAD RAVIOLI CO	315 S. MAPLE AVE #106 SOUTH SAN FRANCISCO, CA	1/28/2003	23541072	$2,679
HOMETOWN GROCERY	608 S. JEFFERSON ST. ATHENS, AL 35611	1/17/2003	3040677	$372
HOMETOWN GROCERY	608 S. JEFFERSON ST. ATHENS, AL 35611	1/3/2003	3039621	$1,574
HOMETOWN GROCERY	PO BOX 1008 CULLMAN, AL 35056	1/24/2003	2068054	$1,171
HOMETOWN GROCERY	PO BOX 1008 CULLMAN, AL 35056	2/20/2003	1000006329	$120
HOMETOWN GROCERY	PO BOX 1008 CULLMAN, AL 35056	1/24/2003	3040416	$774
HOMETOWN GROCERY	PO BOX 1008 CULLMAN, AL 35056	2/20/2003	1000006624	$959
HOMETOWN GROCERY	PO BOX 1008 CULLMAN, AL 35056	3/20/2003	1000008836	$152
HOMETOWN GROCERY	PO BOX 1008 CULLMAN, AL 35056	3/6/2003	1000007219	$50
HOMETOWN GROCERY	PO BOX 1008 CULLMAN, AL 35056	3/27/2003	1000010384	$1,371
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	3/14/2003	1000008837	$543
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	3/27/2003	1000010385	$774
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	1/10/2003	2067158	$416
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	3/6/2003	1000007927	$233
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	1/15/2003	2569609	$300
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	1/10/2003	2067548	$391
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	2/3/2003	2068055	$996
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	3/6/2003	1000007220	$38
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	2/3/2003	2570360	$25
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	2/3/2003	2570676	$365
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	2/3/2003	2570736	$417
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	2/11/2003	2571061	$303
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	1/21/2003	2570004	$357
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	2/18/2003	2571425	$264
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	2/26/2003	2571828	$324
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	2/19/2003	1000006330	$601
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	3/11/2003	2572564	$386
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	1/8/2003	2569348	$185
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	3/13/2003	2576797	$246

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOMETOWN GROCERY HARTSELLE	405 SPARKMAN ST HARTSELLE, AL 35640	3/4/2003	2572184	$347
HOMETOWN GROCERY HARTSELLE	P O BOX 1008 CULLMAN, AL 35056	1/2/2003	2067549	$748
HOMETOWN IGA	1410 N BROAD STREET TAZEWELL, TN 37879	1/17/2003	3039623	$312
HOMETOWN IGA	1410 N BROAD STREET TAZEWELL, TN 37879	1/17/2003	3040417	$392
HOMETOWN IGA # 2	646 E STREET CHULA VISTA, CA 91910	1/21/2003	3017455	$72
HOMETOWN IGA # 2	646 E STREET CHULA VISTA, CA 91910	3/26/2003	3018074	$206
HOMETOWN IGA # 2	646 E STREET CHULA VISTA, CA 91910	1/21/2003	3017173	$159
HOMETOWN IGA # 2	646 E STREET CHULA VISTA, CA 91910	1/6/2003	3017569	$200
HOMETOWN INC	BOX 684022 MILWAUKEE, WI 53268	3/17/2003	23566620	$1,455
HOMETOWN INC	BOX 684022 MILWAUKEE, WI 53268	1/16/2003	25771138	$927
HOMETOWN INC	BOX 684022 MILWAUKEE, WI 53268	1/28/2003	25775761	$1,863
HOMETOWN INC	BOX 684022 MILWAUKEE, WI 53268	2/5/2003	25778764	$12
HOMETOWN INC	BOX 684022 MILWAUKEE, WI 53268	2/17/2003	23551490	$1,317
HOMETOWN INC	BOX 684022 MILWAUKEE, WI 53268	2/18/2003	25784860	$13,529
HOMETOWN INC	BOX 684022 MILWAUKEE, WI 53268	1/6/2003	23536981	$1,589
HOMETOWN INC	BOX 684022 MILWAUKEE, WI 53268	3/5/2003	23557313	$2,046
HOMETOWN INC	BOX 684022 MILWAUKEE, WI 53268	1/27/2003	23542950	$2,457
HOMETOWN INC	BOX 684022 MILWAUKEE, WI 53268	2/26/2003	25787915	$281
HOMETOWN INC	BOX 684022 MILWAUKEE, WI 53268	3/25/2003	23568155	$471
HOMETOWN INC	BOX 684022 MILWAUKEE, WI 53268	2/12/2003	25781888	$229
HOMETOWN INC	BOX 684022 MILWAUKEE, WI 53268	3/26/2003	23573393	$1,317
HOMETOWN MARKET-FLORENCE	PO BOX 1008 CULLMAN, AL 35056	1/16/2003	2067885	$54,579
HOMETOWN MARKET-FLORENCE	PO BOX 1008 CULLMAN, AL 35056	2/20/2003	1000006331	$62
HOMETOWN MARKET-FLORENCE	PO BOX 1008 CULLMAN, AL 35056	1/24/2003	2068056	$697
HOMETOWN MARKET-FLORENCE	PO BOX 1008 CULLMAN, AL 35056	3/21/2003	1000008838	$113
HOMETOWN MARKET-FLORENCE	PO BOX 1008 CULLMAN, AL 35056	2/20/2003	1000006625	$661
HOMETOWN MARKET-FLORENCE	PO BOX 1008 CULLMAN, AL 35056	3/6/2003	1000007221	$34
HOMETOWN MARKET-FLORENCE	PO BOX 1008 CULLMAN, AL 35056	3/27/2003	1000010386	$919
HOMETOWN MARKET-ONEONTA	PO BOX 1008 CULLMAN, AL 35056	3/6/2003	1000007222	$26
HOMETOWN MARKET-ONEONTA	PO BOX 1008 CULLMAN, AL 35056	3/27/2003	1000010387	$837
HOMETOWN MARKET-ONEONTA	PO BOX 1008 CULLMAN, AL 35056	1/16/2003	2067886	$53,837
HOMETOWN MARKET-ONEONTA	PO BOX 1008 CULLMAN, AL 35056	1/24/2003	2068057	$762
HOMETOWN MARKET-ONEONTA	PO BOX 1008 CULLMAN, AL 35056	2/20/2003	1000006332	$188
HOMETOWN MARKET-ONEONTA	PO BOX 1008 CULLMAN, AL 35056	3/20/2003	1000008839	$197
HOMETOWN MARKET-ONEONTA	PO BOX 1008 CULLMAN, AL 35056	1/3/2003	3039624	$467
HOMETOWN MARKET-ONEONTA	PO BOX 1008 CULLMAN, AL 35056	2/20/2003	1000006626	$583
HOMETOWN MERCHANTS ASSOC	5533 SOUTH 27THE ST STE 104 LINCOLN, NE 68512	3/14/2003	23564527	$5,000
HOMETOWN MERCHANTS ASSOC	5533 SOUTH 27THE ST STE 104 LINCOLN, NE 68512	1/31/2003	23540430	$5,000
HONEOYE FALLS MARKET PLACE	166 W. MAIN ST. HONEOYE FALLS, NY 14472	2/14/2003	4068043	$80
HONEOYE FALLS MARKET PLACE	166 W. MAIN ST. HONEOYE FALLS, NY 14472	3/25/2003	4070036	$34
HONEOYE FALLS MARKET PLACE	166 W. MAIN ST. HONEOYE FALLS, NY 14472	3/12/2003	4069380	$49
HONEOYE FALLS MARKET PLACE	166 W. MAIN ST. HONEOYE FALLS, NY 14472	2/14/2003	4068745	$51
HONEOYE FALLS MARKET PLACE	166 W. MAIN ST. HONEOYE FALLS, NY 14472	1/16/2003	4067290	$90
HONEOYE FALLS MARKET PLACE	166 W. MAIN ST. HONEOYE FALLS, NY 14472	1/21/2003	4043406	$618
HONEOYE FALLS MARKET PLACE	166 W. MAIN ST. HONEOYE FALLS, NY 14472	1/14/2003	4042898	$544

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HONEOYE FALLS MARKET PLACE	166 W. MAIN ST. HONEOYE FALLS, NY 14472	2/27/2003	4044326	$636
HONEY HOUSE <THE	PO BOX 270667 VADNAIS HEIGHTS, MN 55127	2/24/2003	23553056	$2,586
HONEY HOUSE <THE	PO BOX 270667 VADNAIS HEIGHTS, MN 55127	3/10/2003	23559763	$2,257
HONEY HOUSE <THE	PO BOX 270667 VADNAIS HEIGHTS, MN 55127	1/9/2003	23537985	$8,447
HONEY HOUSE <THE	PO BOX 270667 VADNAIS HEIGHTS, MN 55127	3/26/2003	23572906	$7,429
HONEY HOUSE <THE	PO BOX 270667 VADNAIS HEIGHTS, MN 55127	3/24/2003	23565587	$2,992
HONEY HOUSE <THE	PO BOX 270667 VADNAIS HEIGHTS, MN 55127	1/6/2003	23536382	$2,269
HONEYS IGA	260 EAST 300 SOUTH KANAB, UT 84741	1/9/2003	1000003782	$26
HONEYS IGA	260 EAST 300 SOUTH KANAB, UT 84741	1/2/2003	1000003824	$15
HONEYS IGA	260 EAST 300 SOUTH KANAB, UT 84741	1/15/2003	1000003999	$1,949
HONEYS IGA	260 EAST 300 SOUTH KANAB, UT 84741	2/26/2003	1000006994	$1
HONEYS IGA	260 EAST 300 SOUTH KANAB, UT 84741	1/15/2003	3017676	$882
HONEYS IGA	260 EAST 300 SOUTH KANAB, UT 84741	2/26/2003	3018075	$445
HONEYS IGA	260 EAST 300 SOUTH KANAB, UT 84741	2/3/2003	3017501	$130
HONEYS IGA	260 EAST 300 SOUTH KANAB, UT 84741	1/29/2003	1000004775	$6
HONEYS IGA	260 EAST 300 SOUTH KANAB, UT 84741	2/20/2003	1000006094	$581
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	2/21/2003	23551189	$25,072
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	3/17/2003	23566171	$40,811
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	2/24/2003	23553379	$8,743
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	3/3/2003	23555363	$15,554
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	3/5/2003	23557085	$12,322
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	3/25/2003	23568042	$5,532
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	3/14/2003	23564551	$2,445
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	2/14/2003	23549166	$42,460
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	2/18/2003	23551935	$8,500
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	3/10/2003	23560197	$12,827
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	3/11/2003	23561205	$4,597
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	1/27/2003	23542567	$45,280
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	3/5/2003	25790746	$6,827
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	1/8/2003	25767500	$6,329
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	1/15/2003	25769969	$6,053
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	1/23/2003	25772491	$33,979
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	1/23/2003	25773773	$7,171
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	2/10/2003	25778564	$5,158
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	1/6/2003	25766436	$50,527
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	1/2/2003	25764788	$19,973
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	3/31/2003	23576117	$61,125
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	1/8/2003	25768428	$25,490
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	2/10/2003	23546965	$30,527
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	2/12/2003	25781695	$10,738
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	2/4/2003	23547648	$4,191
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	2/26/2003	25787756	$28,022
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	2/20/2003	25785926	$8,391
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	3/28/2003	23571194	$18,084
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	1/29/2003	25775584	$3,740

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	3/26/2003	23573133	$4,138
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	3/25/2003	23568788	$17,570
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	2/26/2003	25788329	$8,198
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	1/6/2003	23537405	$15,584
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	1/13/2003	23539233	$5,951
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	2/12/2003	23544864	$40,743
HONEYTREE INC	BOX 32565 0565 DETROIT, MI 48232	3/28/2003	23574768	$1,418
HONEYWELL	PO BOX 10336 DES MOINES, IA 50306	1/21/2003	25770450	$749
HONEYWELL	PO BOX 10336 DES MOINES, IA 50306	3/28/2003	23571023	$9,184
HONEYWELL	PO BOX 10336 DES MOINES, IA 50306	3/6/2003	25791994	$9,184
HONEYWELL	PO BOX 10336 DES MOINES, IA 50306	1/3/2003	23536596	$19,401
HONEYWELL	PO BOX 10336 DES MOINES, IA 50306	2/5/2003	25779081	$27,971
HONEYWELL CONSUMER PRODUCTS	PO BOX 198467 ATLANTA, GA 30384	1/31/2003	23544213	$11,146
HONEYWELL CONSUMER PRODUCTS	PO BOX 198467 ATLANTA, GA 30384	2/21/2003	23550564	$2,879
HONEYWELL CONSUMER PRODUCTS	PO BOX 198467 ATLANTA, GA 30384	2/7/2003	23546317	$15,413
HONEYWELL CONSUMER PRODUCTS	PO BOX 198467 ATLANTA, GA 30384	1/24/2003	23541792	$18,064
HONEYWELL CONSUMER PRODUCTS	PO BOX 198467 ATLANTA, GA 30384	3/24/2003	23565065	$94
HONEYWELL CONSUMER PRODUCTS	PO BOX 198467 ATLANTA, GA 30384	2/24/2003	23552728	$3,315
HONEYWELL CONSUMER PRODUCTS	PO BOX 198467 ATLANTA, GA 30384	2/25/2003	25787410	$8,738
HONEYWELL CONSUMER PRODUCTS	PO BOX 198467 ATLANTA, GA 30384	2/3/2003	25778191	$3,943
HONEYWELL CONSUMER PRODUCTS	PO BOX 198467 ATLANTA, GA 30384	1/6/2003	25766957	$3,320
HONEYWELL INC	PO BOX 5114 CAROL STREAM, IL 60197	3/5/2003	1000007979	$584
HONEYWELL INC	PO BOX 5114 CAROL STREAM, IL 60197	1/7/2003	5035833	$1,555
HONEYWELL INC	PO BOX 5114 CAROL STREAM, IL 60197	3/20/2003	5037005	$461
HONEYWELL INC	PO BOX 5114 CAROL STREAM, IL 60197	3/4/2003	3041232	$271
HONEYWELL INC	PO BOX 5114 CAROL STREAM, IL 60197	3/24/2003	23571551	$375
HONEYWELL INC	PO BOX 5114 CAROL STREAM, IL 60197	2/4/2003	25778714	$6,750
HONEYWELL INC	PO BOX 5114 CAROL STREAM, IL 60197	3/11/2003	25791393	$1,114
HONEYWELL INC	PO BOX 5114 CAROL STREAM, IL 60197	3/26/2003	23573342	$11,214
HONEYWELL INC	PO BOX 5114 CAROL STREAM, IL 60197	3/6/2003	23557930	$1,320
HONEYWELL INC	PO BOX 5114 CAROL STREAM, IL 60197	2/4/2003	25778080	$49
HONEYWELL INC	PO BOX 5114 CAROL STREAM, IL 60197	3/5/2003	23557269	$350
HONEYWELL INC	P O BOX 5114	3/3/2003	73329	$7,668
HONOLULU BROOM FACTORY, INC	1017 N. KING ST HONOLULU, HI 96817	2/27/2003	23554269	$363
HONOLULU BROOM FACTORY, INC	1017 N. KING ST HONOLULU, HI 96817	3/31/2003	23575191	$380
HONOLULU FREIGHT SERVICE	P.O. BOX 169 HONOLULU, HI 96810	3/27/2003	23568997	$4,206
HONOLULU FREIGHT SERVICE	P.O. BOX 169 HONOLULU, HI 96810	3/10/2003	23560608	$1,825
HONOLULU FREIGHT SERVICE	P.O. BOX 169 HONOLULU, HI 96810	2/10/2003	23547253	$1,032
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	1/31/2003	23544405	$4,257
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	3/26/2003	23568442	$6,865
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	3/6/2003	23557518	$26,845
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	3/4/2003	23555973	$39,220
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	3/24/2003	23565374	$32,558
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	2/24/2003	23552917	$11,192
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	1/28/2003	23542028	$64,655

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	2/14/2003	23548715	$23,918
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	3/13/2003	23562425	$6,474
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	1/13/2003	23538369	$2,873
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	1/6/2003	23536263	$30,219
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	3/24/2003	23570534	$21,982
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	2/7/2003	23546522	$16,664
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	2/12/2003	25782679	$23,803
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	3/27/2003	23573605	$8,216
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	2/17/2003	23550775	$17,279
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	1/7/2003	25767117	$81,720
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	3/3/2003	23554973	$43,290
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	1/14/2003	25770311	$4,436
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	3/10/2003	23559582	$12,597
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	3/28/2003	23574364	$4,282
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	3/4/2003	25791074	$4,613
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	3/31/2003	23575557	$11,365
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	1/22/2003	25772187	$13,075
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	1/23/2003	25772890	$33,704
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	1/31/2003	25776565	$21,720
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	2/5/2003	25778922	$7,173
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	2/26/2003	25788738	$35,111
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	2/6/2003	25779604	$29,304
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	2/26/2003	25788086	$10,696
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	2/24/2003	25786878	$15,713
HOOD INC <H P	PO BOX 99893 CHICAGO, IL 60696	1/28/2003	25775947	$16,771
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	1/14/2003	25768998	$34,844
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	1/6/2003	25766512	$82,458
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/5/2003	25791371	$18,199
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/3/2003	25789780	$45,885
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	2/27/2003	25789211	$25,787
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	2/26/2003	25787855	$24,787
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	2/24/2003	25786627	$39,425
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	2/18/2003	25783723	$82,906
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	2/12/2003	25783133	$18,352
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/25/2003	23568094	$23,156
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	2/26/2003	25787260	$64,574
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	2/5/2003	25780067	$40,670
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	2/10/2003	25780637	$68,532
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/28/2003	23574936	$90,348
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/13/2003	23562803	$3,454
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/10/2003	25792794	$73,559
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/26/2003	23572459	$7,968
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	2/3/2003	25777603	$115,903
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	2/20/2003	25786015	$1,902
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/10/2003	23560486	$89,208

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/25/2003	23571467	$223,416
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/28/2003	23573935	$28,029
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/17/2003	23566458	$84,708
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/31/2003	23576380	$119,370
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/7/2003	23558938	$61,054
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	2/12/2003	25781825	$497
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	1/8/2003	25765051	$164,021
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/5/2003	23557231	$26,791
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	2/3/2003	23542827	$169,505
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	1/7/2003	23537825	$57,844
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/4/2003	23556475	$123,571
HOOD INC <H P	PO BOX 4069 BOSTON, MA 02211	3/28/2003	23569920	$4,379
HOOK, JOE	25 SOUTH PORTE DR	2/13/2003	67221	$154
HOOK, JOE	25 SOUTH PORTE DR	2/13/2003	67221	$405
HOOK, JOE	25 SOUTH PORTE DR	3/5/2003	74020	$353
HOOK, JOE	25 SOUTH PORTE DR	2/19/2003	69204	$185
HOOK, JOE	25 SOUTH PORTE DR	2/13/2003	67221	$141
HOOK, JOE	25 SOUTH PORTE DR	1/8/2003	54372	$166
HOOK, JOE	25 SOUTH PORTE DR	2/13/2003	67221	$355
HOOK, JOE	25 SOUTH PORTE DR	2/13/2003	67221	$238
HOOPER, JAMES R	108 SKYLINE DRIVE	3/5/2003	74042	$167
HOOPER, JAMES R	108 SKYLINE DRIVE	3/20/2003	82285	$278
HOOPER, JAMES R	108 SKYLINE DRIVE	3/11/2003	76318	$198
HOOPER, JAMES R	108 SKYLINE DRIVE	3/25/2003	84390	$296
HOOTERS FOODS	26133 U.S. HIGHWAY 19,N STE #100 CLEARWATER, FL	3/31/2003	23575302	$5,686
HOOTERS FOODS	26133 U.S. HIGHWAY 19,N STE #100 CLEARWATER, FL	2/3/2003	25776437	$2,300
HOOTERS FOODS	26133 U.S. HIGHWAY 19,N STE #100 CLEARWATER, FL	2/3/2003	23541796	$4,224
HOOTERS FOODS	26133 U.S. HIGHWAY 19,N STE #100 CLEARWATER, FL	1/13/2003	23536096	$2,226
HOOTERS FOODS	26133 U.S. HIGHWAY 19,N STE #100 CLEARWATER, FL	3/27/2003	23565067	$4,597
HOOTERS FOODS	26133 U.S. HIGHWAY 19,N STE #100 CLEARWATER, FL	3/24/2003	23570276	$2,074
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	2/14/2003	25784127	$5,741
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	3/11/2003	23561278	$2,299
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	2/11/2003	23547116	$3,462
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	1/13/2003	23538784	$2,981
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	3/27/2003	23573906	$4,295
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	3/14/2003	23564643	$6,005
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	3/24/2003	23567541	$956
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	3/25/2003	23568888	$2,976
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	2/3/2003	25777003	$2,237
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	1/17/2003	23540531	$1,080
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	1/21/2003	25771880	$3,658
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	2/3/2003	25778037	$1,035
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	3/12/2003	23562087	$8,970
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	2/11/2003	25781789	$2,553
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	1/13/2003	25769397	$162

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	2/21/2003	25785988	$2,189
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	3/28/2003	23574884	$21,245
HOOVER CO	PO BOX 95541 CHICAGO, IL 60694	2/7/2003	25780028	$704
HOOVER EGG COMPANY	33700 WILDWOOD CANYON YUCAIPA, CA 92399	3/26/2003	23567991	$1,674
HOOVER EGG COMPANY	33700 WILDWOOD CANYON YUCAIPA, CA 92399	3/25/2003	23572203	$6,472
HOOVER EGG COMPANY	33700 WILDWOOD CANYON YUCAIPA, CA 92399	3/4/2003	23556213	$4,628
HOOVER EGG COMPANY	33700 WILDWOOD CANYON YUCAIPA, CA 92399	2/27/2003	23554338	$1,179
HOOVER EGG COMPANY	33700 WILDWOOD CANYON YUCAIPA, CA 92399	3/13/2003	23562618	$2,735
HOOVER EGG COMPANY	33700 WILDWOOD CANYON YUCAIPA, CA 92399	3/3/2003	23555256	$6,407
HOOVER EGG COMPANY	33700 WILDWOOD CANYON YUCAIPA, CA 92399	3/28/2003	23574634	$356
HOOVER'S CB FOODS #1	112 WEST GALLATIN STREET ADAIRVILLE, KY 42202	2/20/2003	1000006333	$346
HOOVER'S CB FOODS #1	112 WEST GALLATIN STREET ADAIRVILLE, KY 42202	2/26/2003	1000007223	$8
HOOVER'S CB FOODS #1	112 WEST GALLATIN STREET ADAIRVILLE, KY 42202	3/19/2003	1000008840	$232
HOOVER'S CB FOODS #1	112 WEST GALLATIN STREET ADAIRVILLE, KY 42202	3/19/2003	1000009198	$6
HOOVER'S CB FOODS #1	112 WEST GALLATIN STREET ADAIRVILLE, KY 42202	1/29/2003	2068058	$385
HOP INDUSTRIES CORPORATION	P O BOX 463 174 PASSIC ST. GARFIELD, NJ 07026	1/17/2003	25770868	$925
HOP INDUSTRIES CORPORATION	P O BOX 463 174 PASSIC ST. GARFIELD, NJ 07026	3/28/2003	23568559	$1,510
HOP INDUSTRIES CORPORATION	P O BOX 463 174 PASSIC ST. GARFIELD, NJ 07026	3/24/2003	23565673	$226
HOPE COOKIES	221 KING MANOR DRIVE	2/3/2003	63182	$5,298
HOPE COOKIES	221 KING MANOR DRIVE	1/29/2003	61461	$1,575
HOPE COOKIES	221 KING MANOR DRIVE	2/3/2003	63182	$1,313
HOPE COOKIES	221 KING MANOR DRIVE	2/12/2003	66511	$4,935
HOPE COOKIES	221 KING MANOR DRIVE	3/17/2003	79561	$1,800
HOPE COOKIES	221 KING MANOR DRIVE	3/10/2003	75571	$3,216
HOPE COOKIES	221 KING MANOR DRIVE	2/27/2003	72015	$4,116
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	1/30/2003	4043925	$59
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	3/27/2003	4044925	$60
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	3/10/2003	2572530	$1,803
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	2/26/2003	2571783	$329
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	2/18/2003	4044058	$76
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	2/24/2003	4044200	$55
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	2/27/2003	4044523	$149
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	3/6/2003	4044703	$60
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	3/11/2003	4044798	$74
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	1/14/2003	4043603	$47
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	3/24/2003	4044885	$74
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	1/15/2003	2569721	$646
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	2/19/2003	2571379	$2,623
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	2/3/2003	2570703	$760
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	1/28/2003	2570321	$718
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	1/7/2003	2569367	$924
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	2/18/2003	4044145	$67
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	3/3/2003	2572139	$138
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	1/23/2003	4043832	$61
HOPE ORAVEC	332 HILLMAN RD AKRON, OH 44312	1/1/2003	4043680	$55

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOPE PLAZA THIRFTWAY #285	22ND & LEHIGH AVE PHILADELPHIA, PA 19132	3/5/2003	4044575	$424
HOPE PLAZA THIRFTWAY #285	22ND & LEHIGH AVE PHILADELPHIA, PA 19132	3/5/2003	4044574	$216
HOPE PLAZA THRIFTWAY #122	22ND & LEHIGH AVE PHILADELPHIA, PA 19132	1/14/2003	4043407	$648
HOPE PLAZA THRIFTWAY #122	22ND & LEHIGH AVE PHILADELPHIA, PA 19132	2/13/2003	1027303	$1,989
HOPE PLAZA THRIFTWAY #122	22ND & LEHIGH AVE PHILADELPHIA, PA 19132	3/5/2003	4044327	$307
HOPE PLAZA THRIFTWAY #122	22ND & LEHIGH AVE PHILADELPHIA, PA 19132	1/14/2003	4042899	$571
HOPKINS MANUFACTURING	CORPORATION	1/24/2003	59780	$1,838
HOPKINS MANUFACTURING	CORPORATION	1/6/2003	53603	$6,088
HOPKINS MANUFACTURING	CORPORATION	1/6/2003	53603	$6,088
HOPKINS MANUFACTURING	CORPORATION	3/12/2003	76969	$1,674
HOPKINSVILLE MILLING COMPANY	P O BOX 669 HOPKINSVILLE, KY 42241	3/25/2003	23572248	$4,810
HOPKINSVILLE MILLING COMPANY	P O BOX 669 HOPKINSVILLE, KY 42241	3/24/2003	23571040	$3,907
HOPKINSVILLE MILLING COMPANY	P O BOX 669 HOPKINSVILLE, KY 42241	2/24/2003	23553299	$13,605
HOPKINSVILLE MILLING COMPANY	P O BOX 669 HOPKINSVILLE, KY 42241	3/31/2003	23576017	$24,406
HOPKINSVILLE MILLING COMPANY	P O BOX 669 HOPKINSVILLE, KY 42241	2/12/2003	23549997	$15,973
HOPKINSVILLE MILLING COMPANY	P O BOX 669 HOPKINSVILLE, KY 42241	2/21/2003	23552497	$24,797
HOPKINSVILLE MILLING COMPANY	P O BOX 669 HOPKINSVILLE, KY 42241	3/3/2003	23555298	$18,968
HOPKINSVILLE MILLING COMPANY	P O BOX 669 HOPKINSVILLE, KY 42241	2/5/2003	23545709	$29,625
HOPKINSVILLE MILLING COMPANY	P O BOX 669 HOPKINSVILLE, KY 42241	2/13/2003	23547873	$10,673
HOPKINSVILLE MILLING COMPANY	P O BOX 669 HOPKINSVILLE, KY 42241	3/26/2003	23566038	$3,503
HOPKINSVILLE MILLING COMPANY	P O BOX 669 HOPKINSVILLE, KY 42241	2/17/2003	23551125	$31,931
HOPKINSVILLE MILLING COMPANY	P O BOX 669 HOPKINSVILLE, KY 42241	2/19/2003	23552160	$4,522
HOPKINSVILLE MILLING COMPANY	P O BOX 669 HOPKINSVILLE, KY 42241	1/30/2003	23543548	$6,084
HOPP COMPANIES	815 SECOND AVE NEW HYDE PARK, NY 11040	2/11/2003	23544910	$86
HOPP COMPANIES	815 SECOND AVE NEW HYDE PARK, NY 11040	3/3/2003	23555395	$425
HOPP COMPANIES	815 SECOND AVE NEW HYDE PARK, NY 11040	3/20/2003	23568822	$255
HOPP COMPANIES	815 SECOND AVE NEW HYDE PARK, NY 11040	3/31/2003	23576173	$93
HOPP COMPANIES	815 SECOND AVE NEW HYDE PARK, NY 11040	2/12/2003	25778003	$304
HOPP COMPANIES	815 2ND AVE.	2/26/2003	71395	$1,360
HOPP COMPANIES	815 2ND AVE.	1/16/2003	56959	$835
HOPP COMPANIES	815 2ND AVE.	1/16/2003	56959	$325
HOPP COMPANIES	815 2ND AVE.	3/26/2003	85269	$276
HORIZON MARKETING INC	PO BOX 2738 VISALIA, CA 93279	3/24/2003	23571172	$759
HORIZON MARKETING INC	PO BOX 2738 VISALIA, CA 93279	3/26/2003	23567396	$413
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	1/9/2003	23538694	$6,657
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	3/27/2003	23571237	$15,315
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	3/26/2003	23573167	$11,507
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	3/28/2003	23574793	$387
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	1/28/2003	25775606	$7,080
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	1/28/2003	25776938	$6,042
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	2/18/2003	25785273	$6,948
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	2/24/2003	25788342	$914
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	2/6/2003	23546998	$7,202
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	3/25/2003	23568814	$8,687
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	1/30/2003	23544897	$7,296

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	2/24/2003	25787782	$8,502
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	3/17/2003	23566232	$5,604
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	3/12/2003	23562011	$3,864
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	3/10/2003	23560251	$16,188
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	2/24/2003	23553413	$8,283
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	2/19/2003	23551221	$23,485
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	2/13/2003	23549199	$7,612
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	1/24/2003	23542604	$25,213
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	1/6/2003	23536710	$112
HORIZON MILLING LLC	PO BOX 802210 KANSAS CITY, MO 64180	3/3/2003	25791313	$5,580
HORIZON OF MEMPHIS INC	PO BOX 180 BRUNSWICK, TN 38014	2/3/2003	25777500	$525
HORIZON OF MEMPHIS INC	PO BOX 180 BRUNSWICK, TN 38014	3/28/2003	23572300	$350
HORIZON OF MEMPHIS INC	PO BOX 180 BRUNSWICK, TN 38014	3/7/2003	23558762	$350
HORIZON ORGANIC DAIRY INC	DPET 0306 DENVER, CO 80256	3/25/2003	23566009	$2,328
HORIZON ORGANIC DAIRY INC	DPET 0306 DENVER, CO 80256	3/31/2003	23575998	$5,908
HORIZON ORGANIC DAIRY INC	DPET 0306 DENVER, CO 80256	3/27/2003	23571015	$3,622
HORIZON ORGANIC DAIRY INC	DPET 0306 DENVER, CO 80256	3/25/2003	23572233	$12,794
HORIZON ORGANIC DAIRY INC	DPET 0306 DENVER, CO 80256	1/27/2003	25774373	$814
HORIZON SNACK FOODS	135 S LASALLE DEPT 4308 CHICAGO, IL 60674	3/25/2003	23572225	$2,029
HORIZON WASTE SERVICES OF	OF HAWAII, INC. P O BOX 29150 HONOLULU, HI 96820	3/10/2003	23560614	$5,202
HORIZON WASTE SERVICES OF	OF HAWAII, INC. P O BOX 29150 HONOLULU, HI 96820	2/18/2003	23552058	$2,848
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	3/20/2003	82184	$2,213
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	2/19/2003	69065	$1,436
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	2/19/2003	69065	$915
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	3/13/2003	77922	$1,529
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	2/19/2003	69065	$1,343
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	3/10/2003	75564	$2,332
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	2/19/2003	69065	$5,227
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	2/19/2003	69065	$1,087
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	2/19/2003	69065	$1,474
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	3/3/2003	73236	$25,111
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	3/3/2003	73236	$785
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	3/28/2003	86334	$1,201
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	2/19/2003	69065	$901
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	1/17/2003	57479	$3,495
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	1/20/2003	58034	$1,547
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	1/20/2003	58034	$1,575
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	1/3/2003	52868	$2,188
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	1/20/2003	58034	$1,067
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	1/3/2003	52868	$1,040
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	1/8/2003	54322	$1,545
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	2/28/2003	72554	$582
HORMEL FINANCIAL SERVICES	P O BOX SDS 12-0719	2/19/2003	69065	$1,493
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/4/2003	23546101	$124,273
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/4/2003	23545885	$93,360

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/6/2003	31117902	$132,813
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/11/2003	23561203	$230,826
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/3/2003	31118294	$275,755
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/28/2003	31118280	$155,010
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/11/2003	31118185	$249,354
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/31/2003	31118105	$202,550
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/27/2003	31118072	$231,332
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/24/2003	31118052	$103,294
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/10/2003	25781061	$157,028
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/10/2003	31118150	$174,695
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/14/2003	31118200	$202,293
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/10/2003	25780559	$170,706
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/3/2003	25792094	$296,547
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/3/2003	25790164	$200,964
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/28/2003	25789706	$204,854
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/24/2003	25786547	$211,774
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/14/2003	23539485	$79,885
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/14/2003	25783642	$153,057
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/19/2003	23550347	$203,630
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/21/2003	31118006	$221,298
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/17/2003	23566169	$193,589
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/14/2003	23564550	$275,920
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/17/2003	23566168	$227,932
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/11/2003	23561204	$109,056
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/17/2003	23566170	$86,336
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/24/2003	23567409	$209,061
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/24/2003	23568041	$202,356
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/25/2003	23569757	$205,157
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/31/2003	23576115	$269,523
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/10/2003	25792721	$203,729
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/10/2003	25768934	$195,790
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/24/2003	23567408	$225,585
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/31/2003	23576116	$217,227
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/28/2003	23571191	$224,150
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/28/2003	23574767	$307,482
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/25/2003	23572320	$204,797
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/28/2003	23571193	$105,996
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/28/2003	23571192	$210,367
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/31/2003	23545532	$140,203
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/11/2003	25783014	$245,548
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/21/2003	25771826	$192,167
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/4/2003	23545716	$4,819
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/14/2003	31117974	$208,436
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/14/2003	23549165	$115,256
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/18/2003	25784088	$224,242

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/7/2003	23546964	$87,785
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/28/2003	23554568	$96,746
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/10/2003	23560195	$299,066
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/7/2003	23558774	$215,215
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/17/2003	23551188	$164,050
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/4/2003	23556338	$218,679
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/10/2003	23560196	$256,041
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/27/2003	23554353	$44,063
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/26/2003	23554204	$94,925
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/21/2003	23552513	$172,996
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/19/2003	23552169	$30,842
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/18/2003	23551934	$176,905
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/18/2003	23551933	$226,722
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/13/2003	23548042	$82,173
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/4/2003	23556339	$102,733
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/14/2003	23539811	$96,314
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/22/2003	23541545	$102,456
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/13/2003	23539231	$208,966
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/31/2003	23544862	$210,264
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/28/2003	23543979	$157,842
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/27/2003	23543305	$172,898
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/27/2003	23543304	$161,755
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/24/2003	23542565	$53,234
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/17/2003	23540432	$112,447
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/15/2003	23539810	$228,527
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/18/2003	23549756	$201,870
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/10/2003	23539232	$85,368
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/19/2003	23550182	$135,208
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/8/2003	23538038	$147,552
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/8/2003	23537770	$94,970
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/3/2003	23537404	$67,379
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/6/2003	23537403	$212,094
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/3/2003	23536681	$114,027
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	1/3/2003	23536680	$187,602
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	3/12/2003	23561980	$4,287
HORMEL FOODS CO	PO BOX SDS 12-0719 MINNEAPOLIS, MN 55486	2/4/2003	23545531	$164,680
HORMEL FOODS CORP.	P.O. BOX 93624	3/21/2003	82979	$3,999
HORMEL FOODS CORP.	P.O. BOX 100352	3/11/2003	76237	$26,156
HORMEL FOODS CORP.	P.O. BOX 100352	3/28/2003	86298	$534
HORMEL FOODS CORP.	P.O. BOX 93624	1/31/2003	62512	$7,128
HORMEL FOODS CORP.	P.O. BOX 100352	2/24/2003	70678	$9,043
HORMEL FOODS CORP.	P.O. BOX 100352	3/14/2003	78622	$2,153
HORSEHEADS JUBILEE	T.J. MARKET INC. 2898 WESTINGHOUSE ROAD HORSEHEADS	2/20/2003	4068680	$672
HORSEHEADS JUBILEE	T.J. MARKET INC. 2898 WESTINGHOUSE ROAD HORSEHEADS	3/14/2003	4069022	$4,327
HORSEHEADS JUBILEE	T.J. MARKET INC. 2898 WESTINGHOUSE ROAD HORSEHEADS	2/20/2003	4067976	$604

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HORSEHEADS JUBILEE	T.J. MARKET INC. 2898 WESTINGHOUSE ROAD HORSEHEADS	3/12/2003	4069320	$714
HORTON CO INC	PO BOX 920438 NEEDHAM, MA 02492	3/28/2003	23564033	$150
HORTON CO INC	PO BOX 920438 NEEDHAM, MA 02492	1/27/2003	25773988	$1,762
HORTON CO INC	PO BOX 920438 NEEDHAM, MA 02492	3/5/2003	25791539	$979
HORTON CO INC	PO BOX 920438 NEEDHAM, MA 02492	3/28/2003	23566744	$1,225
HORTON CO INC	PO BOX 920438 NEEDHAM, MA 02492	2/26/2003	25787370	$1,351
HORTON CO INC	PO BOX 920438 NEEDHAM, MA 02492	2/6/2003	25778156	$444
HOSA INTERNATIONAL	1617 NW 84TH AVE MIAMI, FL 33126	3/24/2003	23571108	$169
HOSA INTERNATIONAL	1617 NW 84TH AVE MIAMI, FL 33126	3/31/2003	23576068	$170
HOSA INTERNATIONAL	1617 NW 84TH AVE MIAMI, FL 33126	3/28/2003	23574715	$106
HOSA INTERNATIONAL	1617 NW 84TH AVE MIAMI, FL 33126	3/26/2003	23569703	$126
HOSA INTERNATIONAL	1617 NW 84TH AVE MIAMI, FL 33126	3/26/2003	23566098	$201
HOSA INTERNATIONAL	1617 NW 84TH AVE MIAMI, FL 33126	3/12/2003	25792695	$551
HOSEY, RICHARD	C/O 143	2/26/2003	71458	$435
HOSEY, RICHARD	C/O 143	1/29/2003	61536	$347
HOSEY, RICHARD	C/O 143	1/23/2003	59318	$632
HOSEY, RICHARD	C/O 143	1/16/2003	57017	$489
HOSEY, RICHARD	C/O 143	1/9/2003	54758	$76
HOSEY, RICHARD	C/O 143	2/6/2003	64590	$386
HOSEY, RICHARD	C/O 143	3/31/2003	86649	$529
HOSEY, RICHARD	C/O 143	2/13/2003	67259	$270
HOSEY, RICHARD	C/O 143	2/20/2003	69680	$471
HOSEY, RICHARD	C/O 143	3/19/2003	81274	$581
HOSEY, RICHARD	C/O 143	3/6/2003	74603	$450
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	1/13/2003	23538533	$1,852
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	3/3/2003	23555185	$13,771
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	2/26/2003	23554177	$3,309
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	1/6/2003	23536469	$9,920
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	3/10/2003	23559909	$17,223
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	2/24/2003	23553174	$2,477
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	1/24/2003	23541320	$877
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	2/3/2003	23544637	$8,224
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	3/14/2003	23564380	$10,851
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	3/25/2003	23568607	$49,763
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	3/28/2003	23570830	$7,660
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	1/9/2003	25767321	$7,423
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	2/10/2003	23547845	$6,833
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	2/10/2003	23546764	$9,102
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	2/19/2003	23552149	$9,338
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	2/5/2003	23545854	$13,119
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	2/19/2003	23550317	$8,239
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	1/28/2003	23543507	$14,594
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	1/13/2003	23528609	$19,877
HOSPITAL SPECIALTY	PO BOX 92232 CLEVELAND, OH 44193	1/28/2003	23542313	$8,835
HOT & SPICEY INC *	SUITE #200	1/13/2003	55659	$3,723

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOT & SPICEY INC *	SUITE #200	2/7/2003	65026	$3,696
HOT SPRINGS MUNICIPAL	UTILITIES P.O. BOX 6300 HOT SPRINGS NATIONAL, AR	2/13/2003	25781882	$579
HOT SPRINGS MUNICIPAL	UTILITIES P.O. BOX 6300 HOT SPRINGS NATIONAL, AR	1/16/2003	25770598	$636
HOT SPRINGS MUNICIPAL	UTILITIES P.O. BOX 6300 HOT SPRINGS NATIONAL, AR	3/5/2003	23557300	$636
HOTPIE INC	1821 SW 31ST AVE PEMBROKE PARK, FL 33009	3/4/2003	23556090	$1,127
HOTPIE INC	1821 SW 31ST AVE PEMBROKE PARK, FL 33009	1/8/2003	25767255	$1,288
HOTPIE INC	1821 SW 31ST AVE PEMBROKE PARK, FL 33009	2/10/2003	23547519	$1,288
HOUCHENS IND INC	AND/OR HOUCHENS MKTS P.O. BOX 90009 BOWLING GREEN,	2/19/2003	1000006334	$16,620
HOUCHENS IND INC	AND/OR HOUCHENS MKTS P.O. BOX 90009 BOWLING GREEN,	3/18/2003	1000008841	$15,521
HOUCHENS IND INC	AND/OR HOUCHENS MKTS P.O. BOX 90009 BOWLING GREEN,	1/6/2003	2067553	$54,509
HOUCHENS IND INC	AND/OR HOUCHENS MKTS P.O. BOX 90009 BOWLING GREEN,	1/27/2003	2068059	$14,233
HOUSE AUTRY INC	PO BOX 460 FOUR OAKS, NC 27524	3/12/2003	23562058	$369
HOUSE AUTRY INC	PO BOX 460 FOUR OAKS, NC 27524	1/28/2003	23542700	$9,850
HOUSE AUTRY INC	PO BOX 460 FOUR OAKS, NC 27524	1/2/2003	25764922	$11,021
HOUSE AUTRY INC	PO BOX 460 FOUR OAKS, NC 27524	2/25/2003	25787204	$10,585
HOUSE AUTRY INC	PO BOX 460 FOUR OAKS, NC 27524	3/13/2003	23562744	$8,990
HOUSE AUTRY INC	PO BOX 460 FOUR OAKS, NC 27524	2/12/2003	25783070	$8,865
HOUSE OF RAEFORD FARMS	(TURKEY ONLY) PO BOX 1070 CHARLOTTE, NC 28201	1/31/2003	25776924	$5,323
HOUSE OF RAEFORD FARMS	(TURKEY ONLY) PO BOX 1070 CHARLOTTE, NC 28201	1/14/2003	23538677	$13,782
HOUSE OF RAEFORD FARMS	(TURKEY ONLY) PO BOX 1070 CHARLOTTE, NC 28201	2/7/2003	25779138	$40,320
HOUSE OF RAEFORD FARMS	(TURKEY ONLY) PO BOX 1070 CHARLOTTE, NC 28201	1/28/2003	25772505	$1,884
HOUSE OF RAEFORD FARMS	(TURKEY ONLY) PO BOX 1070 CHARLOTTE, NC 28201	3/3/2003	25789111	$7,554
HOUSE OF RAEFORD FARMS	(TURKEY ONLY) PO BOX 1070 CHARLOTTE, NC 28201	3/25/2003	23566191	$4,031
HOUSE OF RAEFORD FARMS	(TURKEY ONLY) PO BOX 1070 CHARLOTTE, NC 28201	2/24/2003	23553392	$13,086
HOUSE OF RAEFORD FARMS	(TURKEY ONLY) PO BOX 1070 CHARLOTTE, NC 28201	1/10/2003	25767514	$15,748
HOUSE OF RAEFORD FARMS	(TURKEY ONLY) PO BOX 1070 CHARLOTTE, NC 28201	3/28/2003	23574776	$10,830
HOUSE OF RAEFORD FARMS	(TURKEY ONLY) PO BOX 1070 CHARLOTTE, NC 28201	1/31/2003	23542578	$3,013
HOUSE OF RAEFORD FARMS	(TURKEY ONLY) PO BOX 1070 CHARLOTTE, NC 28201	2/14/2003	25782278	$657
HOUSE OF RAEFORD FARMS	(TURKEY ONLY) PO BOX 1070 CHARLOTTE, NC 28201	3/10/2003	23560221	$4,808
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/17/2003	23551290	$31,279
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/3/2003	25766789	$84,310
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/18/2003	25784116	$14,154
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/24/2003	23541560	$2,318
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/21/2003	25771857	$24,523
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/14/2003	23539657	$4,768
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/27/2003	23539818	$40,481
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/21/2003	23540499	$105,404
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/27/2003	23541175	$397
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/24/2003	23553481	$28,904
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/22/2003	23541387	$10,267
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/7/2003	23536780	$27,697
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/28/2003	23543997	$32,805
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/3/2003	23545730	$9,492
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/21/2003	23552529	$29,958
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/11/2003	23548293	$11,532

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/18/2003	23549271	$18,691
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/19/2003	23550358	$8,832
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/7/2003	23547071	$17,927
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/3/2003	23544974	$57,744
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/4/2003	23546118	$13,436
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/20/2003	23552313	$21,942
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/24/2003	25787205	$9,951
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/4/2003	23545897	$8,939
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	3/24/2003	23566322	$7,602
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/24/2003	23542701	$8,326
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	3/10/2003	23560342	$37,261
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	3/3/2003	25790195	$33,440
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	3/24/2003	23571330	$25,876
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	3/3/2003	23555450	$35,182
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	3/7/2003	23558851	$53,515
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	3/11/2003	23561259	$6,180
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	3/14/2003	23564607	$20,727
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	3/25/2003	23572393	$38,888
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/27/2003	25774986	$6,187
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	3/4/2003	23556409	$2,751
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/4/2003	25781095	$10,923
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	3/25/2003	23569835	$25,106
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/13/2003	25769383	$14,944
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	1/2/2003	25765788	$10,247
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	3/28/2003	23574845	$30,884
HOUSE OF RAEFORD FARMS INC	(CHICKEN ONLY) PO BOX 65720 CHARLOTTE, NC 28265	2/28/2003	23554585	$17,427
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	3/25/2003	23571749	$1,567
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	1/13/2003	23538959	$9,457
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	1/15/2003	25769494	$4,623
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	2/27/2003	25787362	$94
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	1/23/2003	25772018	$5,164
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	1/29/2003	25773981	$14,860
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	2/25/2003	23553764	$2,211
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	3/5/2003	23556624	$5,278
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	3/24/2003	23564953	$28,986
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	3/24/2003	23566731	$17,361
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	2/3/2003	25777174	$16,381
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	1/6/2003	25763823	$12,042
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	1/8/2003	25767937	$16,643
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	3/10/2003	25792413	$6,348
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	2/18/2003	23549542	$2,214
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	2/12/2003	25781243	$8,574
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	3/31/2003	23575199	$5,296
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	1/8/2003	25766886	$1,876
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	2/18/2003	25783273	$8,202

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	3/26/2003	23572635	$2,173
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	1/31/2003	23545283	$2,362
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	1/27/2003	23543028	$2,116
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	2/10/2003	23547349	$2,866
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	2/5/2003	25778150	$9,230
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	3/3/2003	25789355	$8,049
HOUSECHEM, INC	21-25 INDUSTRIAL PARK WALDWICK, NJ 07463	2/26/2003	25786162	$20,022
HOUSTON'S INC	PO BOX 4300 PORTLAND, OR 97208	2/19/2003	23549941	$4,427
HOUSTON'S INC	PO BOX 4300 PORTLAND, OR 97208	2/19/2003	23552129	$759
HOUSTON'S INC	PO BOX 4300 PORTLAND, OR 97208	3/4/2003	23555972	$5,161
HOWARD BAER INC.	P.O. BOX 101029 NASHVILLE, TN 37224	1/22/2003	23540991	$1,482
HOWARD BAER INC.	P.O. BOX 101029 NASHVILLE, TN 37224	1/6/2003	25765176	$480
HOWARD SALES & SVC INC	1015 BRIDGETON HILL ROAD UPPER BLACK EDDY, PA 1	1/24/2003	23540274	$549
HOWARD SALES & SVC INC	1015 BRIDGETON HILL ROAD UPPER BLACK EDDY, PA 1	1/30/2003	23542309	$385
HOWARD SALES & SVC INC	1015 BRIDGETON HILL ROAD UPPER BLACK EDDY, PA 1	2/21/2003	23548954	$334
HOWARD SALES & SVC INC	1015 BRIDGETON HILL ROAD UPPER BLACK EDDY, PA 1	1/2/2003	25762145	$544
HOWARD'S GENERAL OFFICE	2139 E MAIN STREET SPRINGFIELD, OH 45506	1/27/2003	4068350	$5,352
HOWARDS IGA - ENON #116	7581 DAYTON RD P.O. BOX 307 ENON, OH 45323	3/12/2003	4069386	$515
HOWARDS IGA - ENON #116	7581 DAYTON RD P.O. BOX 307 ENON, OH 45323	2/20/2003	4044101	$48
HOWARDS IGA - ENON #116	7581 DAYTON RD P.O. BOX 307 ENON, OH 45323	2/12/2003	4068751	$560
HOWARDS IGA - ENON #116	7581 DAYTON RD P.O. BOX 307 ENON, OH 45323	3/18/2003	4044578	$147
HOWARDS IGA - ENON #116	7581 DAYTON RD P.O. BOX 307 ENON, OH 45323	1/8/2003	4042624	$1,092
HOWARDS IGA - ENON #116	7581 DAYTON RD P.O. BOX 307 ENON, OH 45323	3/4/2003	4044329	$254
HOWARDS IGA - ENON #116	7581 DAYTON RD P.O. BOX 307 ENON, OH 45323	3/25/2003	4070042	$395
HOWARDS IGA - ENON #116	7581 DAYTON RD P.O. BOX 307 ENON, OH 45323	3/18/2003	4044579	$128
HOWARDS IGA - ENON #116	7581 DAYTON RD P.O. BOX 307 ENON, OH 45323	1/27/2003	4068050	$605
HOWARDS IGA - ENON #116	7581 DAYTON RD P.O. BOX 307 ENON, OH 45323	1/2/2003	4042901	$144
HOWARD'S IGA - NORTHRIDGE	4851 SECURITY DRIVE SPRINGFIELD, OH 45503	3/13/2003	4069225	$216
HOWARD'S IGA - NORTHRIDGE	4851 SECURITY DRIVE SPRINGFIELD, OH 45503	1/2/2003	4043408	$371
HOWARD'S IGA - NORTHRIDGE	4851 SECURITY DRIVE SPRINGFIELD, OH 45503	2/18/2003	4044100	$51
HOWARD'S IGA - NORTHRIDGE	4851 SECURITY DRIVE SPRINGFIELD, OH 45503	2/27/2003	4044328	$353
HOWARD'S IGA - NORTHRIDGE	4851 SECURITY DRIVE SPRINGFIELD, OH 45503	3/13/2003	4044576	$124
HOWARD'S IGA - NORTHRIDGE	4851 SECURITY DRIVE SPRINGFIELD, OH 45503	3/13/2003	4044577	$130
HOWARD'S IGA - NORTHRIDGE	4851 SECURITY DRIVE SPRINGFIELD, OH 45503	2/20/2003	4068583	$305
HOWARD'S IGA - NORTHRIDGE	4851 SECURITY DRIVE SPRINGFIELD, OH 45503	1/27/2003	4067871	$301
HOWARD'S IGA - NORTHRIDGE	4851 SECURITY DRIVE SPRINGFIELD, OH 45503	1/8/2003	4042900	$273
HOWARDS IGA NEW CARLISLE	534 N MAIN STREET NEW CARLISLE, OH 45344	1/13/2003	4043605	$12
HOWARDS IGA NEW CARLISLE	534 N MAIN STREET NEW CARLISLE, OH 45344	3/4/2003	4044330	$753
HOWARDS IGA NEW CARLISLE	534 N MAIN STREET NEW CARLISLE, OH 45344	3/25/2003	4069998	$626
HOWARDS IGA NEW CARLISLE	534 N MAIN STREET NEW CARLISLE, OH 45344	3/12/2003	4069340	$780
HOWARDS IGA NEW CARLISLE	534 N MAIN STREET NEW CARLISLE, OH 45344	3/4/2003	4068703	$841
HOWARDS IGA NEW CARLISLE	534 N MAIN STREET NEW CARLISLE, OH 45344	1/27/2003	4067997	$868
HOWARDS IGA NEW CARLISLE	534 N MAIN STREET NEW CARLISLE, OH 45344	3/13/2003	4044580	$212
HOWARDS IGA NEW CARLISLE	534 N MAIN STREET NEW CARLISLE, OH 45344	1/2/2003	4042902	$643
HOWARDS IGA NEW CARLISLE	534 N MAIN STREET NEW CARLISLE, OH 45344	1/8/2003	4042625	$1,174

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HOWARDS IGA NEW CARLISLE	534 N MAIN STREET NEW CARLISLE, OH 45344	3/13/2003	4044581	$201
HOWARDS IGA NEW CARLISLE	534 N MAIN STREET NEW CARLISLE, OH 45344	1/8/2003	4067680	$619
HOWARDS IGA ST PARIS #187	311 W MAIN STREET ST PARIS, OH 43072	1/8/2003	4042626	$680
HOWARDS IGA ST PARIS #187	311 W MAIN STREET ST PARIS, OH 43072	2/10/2003	4068757	$221
HOWARDS IGA ST PARIS #187	311 W MAIN STREET ST PARIS, OH 43072	1/6/2003	4042903	$79
HOWARDS IGA ST PARIS #187	311 W MAIN STREET ST PARIS, OH 43072	1/27/2003	4068057	$237
HOWARDS IGA ST PARIS #187	311 W MAIN STREET ST PARIS, OH 43072	3/25/2003	4070048	$124
HOWARDS IGA ST PARIS #187	311 W MAIN STREET ST PARIS, OH 43072	3/13/2003	4069392	$281
HOWARDS IGA ST PARIS #187	311 W MAIN STREET ST PARIS, OH 43072	2/28/2003	4044331	$139
HOWARDS SAV-A-LOT #194	251 LAFAYETTE STREET LONDON, OH 43140	1/6/2003	4042905	$285
HOWARDS SAV-A-LOT #194	251 LAFAYETTE STREET LONDON, OH 43140	2/27/2003	4044333	$333
HOWARDS SUPER DUPER #77136	1325 MOOREFIELD RD SPRINGFIELD, OH 45503	1/8/2003	4042627	$739
HOWE<GEORGE J	PO BOX 269 GROVE CITY, PA 16127	1/21/2003	25771754	$1,764
HOWE<GEORGE J	PO BOX 269 GROVE CITY, PA 16127	3/25/2003	23572136	$64
HOWE<GEORGE J	PO BOX 269 GROVE CITY, PA 16127	2/21/2003	25785801	$43
HOWE<GEORGE J	PO BOX 269 GROVE CITY, PA 16127	2/13/2003	25781571	$603
HOWE<GEORGE J	PO BOX 269 GROVE CITY, PA 16127	2/6/2003	25778448	$1,341
HOWE<GEORGE J	PO BOX 269 GROVE CITY, PA 16127	1/30/2003	25774871	$61
HOWE<GEORGE J	PO BOX 269 GROVE CITY, PA 16127	2/6/2003	25777911	$1,252
HOWE<GEORGE J	PO BOX 269 GROVE CITY, PA 16127	1/28/2003	23542315	$1,694
HOWE<GEORGE J	PO BOX 269 GROVE CITY, PA 16127	3/12/2003	23561811	$192
HOWE<GEORGE J	PO BOX 269 GROVE CITY, PA 16127	3/24/2003	23567181	$1,179
HOWE<GEORGE J	PO BOX 269 GROVE CITY, PA 16127	3/3/2003	25790086	$478
HUB CITY DOORS INC	P O BOX 10	3/13/2003	77984	$630
HUB CITY DOORS INC	P O BOX 10	1/10/2003	55239	$397
HUBER, LIZ	1407 N PEACH	2/7/2003	65125	$38
HUBER, LIZ	1407 N PEACH	1/3/2003	53024	$37
HUBER, LIZ	1407 N PEACH	3/10/2003	75696	$35
HUBERT COMPANY	P.O.BOX 631642 CINCINNATI OH 45263	2/27/2003	2051246	$92
HUBERT COMPANY	P.O.BOX 631642 CINCINNATI OH 45263	3/10/2003	23560498	$451
HUBERT COMPANY	P.O.BOX 631642 CINCINNATI OH 45263	2/21/2003	23550377	$216
HUBERT COMPANY	P.O.BOX 631642 CINCINNATI OH 45263	1/17/2003	23539673	$622
HUBERT COMPANY	P.O.BOX 631642 CINCINNATI OH 45263	3/28/2003	23568097	$136
HUDSON TRANSPORTATION	PO BOX 847 TROY, AL 36081	2/24/2003	25785580	$300
HUDSON TRANSPORTATION	PO BOX 847 TROY, AL 36081	2/10/2003	25779511	$300
HUDSON TRANSPORTATION	PO BOX 847 TROY, AL 36081	2/13/2003	25780817	$983
HUDSON TRANSPORTATION	PO BOX 847 TROY, AL 36081	2/13/2003	25782593	$600
HUDSON TRANSPORTATION	PO BOX 847 TROY, AL 36081	2/27/2003	25786233	$600
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	1/8/2003	25766110	$1,972
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	3/3/2003	25789409	$50
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	2/19/2003	25783328	$1,164
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	2/12/2003	25777763	$382
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	2/12/2003	25781315	$377
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	2/6/2003	25778216	$168
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	2/21/2003	25785567	$86

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	1/29/2003	25775194	$274
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	1/24/2003	25772092	$145
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	2/21/2003	25786226	$137
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	3/25/2003	23571851	$327
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	1/21/2003	25771249	$230
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	3/10/2003	25792465	$439
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	3/28/2003	23574208	$2,490
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	3/31/2003	23575348	$195
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	1/16/2003	25769568	$297
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	1/23/2003	25771625	$525
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	1/15/2003	25769125	$1,774
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	3/10/2003	23559363	$626
HUEBSCH WHOLESALE	605 E 70TH AVENUE #4 DENVER, CO 80229	3/28/2003	23570320	$1,011
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	3/12/2003	1000008262	$731
HUGH QUALLS	500 S CARTWRIGHT ST PO BOX 448 GOODLETTSVILLE, TN	1/24/2003	2068217	$410
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	3/24/2003	1000009939	$516
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	1/8/2003	2067796	$731
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	1/13/2003	2067853	$731
HUGH QUALLS	500 S CARTWRIGHT ST PO BOX 448 GOODLETTSVILLE, TN	1/30/2003	2068280	$308
HUGH QUALLS	500 S CARTWRIGHT ST PO BOX 448 GOODLETTSVILLE, TN	1/2/2003	2067740	$463
HUGH QUALLS	500 S CARTWRIGHT ST PO BOX 448 GOODLETTSVILLE, TN	2/4/2003	1000005297	$374
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	3/4/2003	1000007707	$365
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	1/13/2003	2067854	$2,192
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	1/23/2003	2067933	$731
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	2/19/2003	1000006753	$731
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	3/18/2003	1000009505	$497
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	1/29/2003	2068261	$731
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	2/4/2003	1000005298	$731
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	3/18/2003	1000009626	$731
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	2/10/2003	1000005858	$1,201
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	2/26/2003	1000007224	$1,092
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	3/4/2003	1000007806	$731
HUGH QUALLS	505 ROCKWELL DRIVE COOKEVILLE, TN 38506	3/10/2003	1000008043	$552
HUGH QUALLS	500 S CARTWRIGHT ST PO BOX 448 GOODLETTSVILLE, TN	1/13/2003	2067852	$606
HUGHES MEETINGS & INCENTIVE	5009 N PENNSYLVANIA STE 114 OKLAHOMA CITY, OK 73	3/7/2003	23558766	$2,609
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	2/10/2003	23546373	$14,292
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	3/10/2003	23559396	$3,455
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	3/11/2003	23560819	$16,037
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	3/3/2003	25790400	$324
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	1/13/2003	23539021	$15,854
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	3/5/2003	23556720	$8,680
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	1/27/2003	23541859	$38,160
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	2/18/2003	25784336	$568
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	1/7/2003	23537139	$15,403
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	1/3/2003	23536139	$67,183

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	2/10/2003	23547403	$9,049
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	2/13/2003	23548567	$5,902
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	2/14/2003	23549589	$5,006
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	2/21/2003	23550626	$32,248
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	2/24/2003	23552783	$17,633
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	2/25/2003	23553817	$5,870
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	3/3/2003	23554845	$7,526
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	1/24/2003	23543082	$31,573
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	1/31/2003	23544266	$131,309
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	1/28/2003	25775212	$18,660
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	3/27/2003	23570341	$8,990
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	3/12/2003	23561547	$22,347
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	1/8/2003	25768038	$31,491
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	3/31/2003	23575373	$10,778
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	1/6/2003	25763991	$146,500
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	1/7/2003	25767005	$50,414
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	1/31/2003	23545332	$8,840
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	1/21/2003	25772104	$17,490
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	2/4/2003	25778227	$29,197
HUHTAMAKI RETAIL BUSINESS UNIT	5639 COLLECTIONS CENTER DDR CHICAGO, IL 60693	2/10/2003	25781328	$9,203
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	1/27/2003	25774456	$161,131
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	3/4/2003	25790757	$65,363
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	2/28/2003	25789714	$34,937
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	2/21/2003	25786557	$35,019
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	3/4/2003	25792098	$29,462
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	3/26/2003	23573151	$43,822
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	1/22/2003	25772506	$3,123
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	3/28/2003	23574777	$12,475
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	1/21/2003	25771832	$38,456
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	1/9/2003	25768942	$83,020
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	1/7/2003	25768437	$16,217
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	1/7/2003	25767515	$87,274
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	3/25/2003	23569768	$19,556
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	3/27/2003	23571210	$60,230
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	2/19/2003	25785261	$59,241
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	3/25/2003	23568802	$66,875
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	3/24/2003	23566192	$9,519
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	3/13/2003	23562691	$226,968
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	3/5/2003	23557095	$40,625
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	3/10/2003	23560222	$105,112
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	2/10/2003	25781708	$51,833
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	3/31/2003	23576133	$17,686
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	2/10/2003	25780569	$51,482
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	2/3/2003	25778574	$27,559
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	1/31/2003	25777521	$86,711

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	1/28/2003	25775594	$6,569
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	2/24/2003	25787768	$11,794
HUISH DETERGENTS INC	PO BOX 25057 SALT LAKE CITY, UT 84125	2/14/2003	25783652	$26,962
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	3/25/2003	23568727	$1,040
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	3/7/2003	23558717	$3,104
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	3/18/2003	23567326	$3,019
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	3/25/2003	23569672	$3,950
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	3/28/2003	23571064	$2,768
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	3/31/2003	23576029	$4,748
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	1/14/2003	23539473	$3,009
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	2/17/2003	23551138	$4,613
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	1/3/2003	23536617	$1,374
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	2/14/2003	23549101	$6,646
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	2/7/2003	23546904	$6,927
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	1/27/2003	23543553	$2,546
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	1/27/2003	23542493	$2,885
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	3/17/2003	23566061	$6,120
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	3/4/2003	23556275	$1,381
HUISKEN MEAT CENTER	SDS 12-2277 PO BOX 86 MINNEAPOLIS, MN 55486	2/25/2003	23553990	$3,120
HUME SPECIALTIES INC	291 PLEASANT ST CHESTER, VT 05143	2/21/2003	25783568	$2,912
HUNGENBERG PRODUCE	976 NORTH BALSAM AVE GREELEY, CO 80631	1/13/2003	25768685	$750
HUNGENBERG PRODUCE	976 NORTH BALSAM AVE GREELEY, CO 80631	2/13/2003	25780776	$1,238
HUNT TRANSPORT INC <J B	PO BOX 98545 CHICAGO, IL 60693	3/5/2003	23557226	$263,473
HUNT TRANSPORT INC <J B	PO BOX 98545 CHICAGO, IL 60693	3/5/2003	23557228	$280,189
HUNT TRANSPORT INC <J B	PO BOX 98545 CHICAGO, IL 60693	1/6/2003	23536858	$284,142
HUNT TRANSPORT INC <J B	PO BOX 98545 CHICAGO, IL 60693	1/21/2003	23540566	$287,774
HUNT TRANSPORT INC <J B	PO BOX 98545 CHICAGO, IL 60693	2/21/2003	23552547	$261,481
HUNT TRANSPORT INC <J B	PO BOX 98545 CHICAGO, IL 60693	2/27/2003	23554376	$276,590
HUNT TRANSPORT INC <J B	PO BOX 98545 CHICAGO, IL 60693	3/25/2003	23572454	$270,513
HUNT TRANSPORT INC <J B	PO BOX 98545 CHICAGO, IL 60693	3/11/2003	23561306	$339,001
HUNT TRANSPORT INC <J B	PO BOX 98545 CHICAGO, IL 60693	3/7/2003	25792791	$299,067
HUNT TRANSPORT INC <J B	PO BOX 98545 CHICAGO, IL 60693	2/26/2003	31118264	$277,628
HUNT TRANSPORT INC <J B	PO BOX 98545 CHICAGO, IL 60693	3/5/2003	23557227	$263,974
HUNT TRANSPORT INC <J B	PO BOX 98545 CHICAGO, IL 60693	1/17/2003	31117997	$297,670
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	2/3/2003	25778815	$6,726
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	3/24/2003	23568215	$3,019
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	3/12/2003	23561432	$579
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	1/27/2003	23543013	$646
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	3/27/2003	23570127	$1,284
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	2/11/2003	25782478	$3,331
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	1/21/2003	25772755	$1,419
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	2/18/2003	25784235	$922
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	2/3/2003	25778130	$1,020
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	2/10/2003	25781223	$609
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	2/10/2003	25779420	$609

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	2/10/2003	25781944	$614
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	3/31/2003	23575151	$1,093
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	2/13/2003	25783256	$295,032
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	3/5/2003	25791503	$604
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	3/27/2003	23573457	$926
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	1/27/2003	25775099	$1,281
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	3/24/2003	23567718	$2,584
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	1/23/2003	25773962	$284,697
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	3/25/2003	23571729	$1,229
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	1/10/2003	23538128	$1,007
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	1/13/2003	23538948	$1,020
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	1/30/2003	23544100	$2,308
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	2/10/2003	23547336	$1,646
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	2/18/2003	23551557	$461
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	3/11/2003	23560715	$1,332
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	3/14/2003	23564000	$674
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	2/7/2003	23546208	$125
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	3/24/2003	23566699	$604
HUNT TRANSPORT INC<JB	FILE 98545 PO BOX 847977 DALLAS, TX 75284	2/25/2003	25788541	$1,295
HUNTERS CEE BEE	3910 CLARKSVILLE HWY NASHVILLE, TN 37218	1/13/2003	2067830	$838
HUNZICKER BROTHERS, INC.	PO BOX 25248 OKLAHOMA CITY, OK 73125	3/13/2003	23562887	$1,312
HURLBURT FIELD COMMISSARY	DFAS-CO BLDG 90020 HURLBURT FIELD, FL 32544	1/2/2003	2119766	$411
HURLBURT FIELD COMMISSARY	DFAS-CO BLDG 90020 HURLBURT FIELD, FL 32544	1/17/2003	2119904	$406
HURLBURT FIELD COMMISSARY	DFAS-CO BLDG 90020 HURLBURT FIELD, FL 32544	1/31/2003	2120042	$370
HURLBURT FIELD COMMISSARY	DFAS-CO BLDG 90020 HURLBURT FIELD, FL 32544	3/27/2003	1000010319	$194
HURLBURT FIELD COMMISSARY	DFAS-CO BLDG 90020 HURLBURT FIELD, FL 32544	3/17/2003	1000009133	$465
HURLBURT FIELD COMMISSARY	DFAS-CO BLDG 90020 HURLBURT FIELD, FL 32544	3/5/2003	1000007683	$635
HURLBURT FIELD COMMISSARY	DFAS-CO BLDG 90020 HURLBURT FIELD, FL 32544	2/18/2003	1000005835	$406
HURLBURT FIELD COMMISSARY	DFAS-CO BLDG 90020 HURLBURT FIELD, FL 32544	1/2/2003	2119765	$245
HURLBURT FIELD COMMISSARY	DFAS-CO BLDG 90020 HURLBURT FIELD, FL 32544	1/29/2003	2120013	$36
HURON IGA	408 E. CLEVELAND AVENUE HURON, OH 44839	1/15/2003	4068116	$741
HURON IGA	408 E. CLEVELAND AVENUE HURON, OH 44839	1/2/2003	4042907	$301
HURON IGA	408 E. CLEVELAND AVENUE HURON, OH 44839	1/8/2003	4067719	$115
HURON IGA	408 E. CLEVELAND AVENUE HURON, OH 44839	2/10/2003	4043926	$105
HURON IGA	408 E. CLEVELAND AVENUE HURON, OH 44839	3/25/2003	4070104	$548
HURON IGA	408 E. CLEVELAND AVENUE HURON, OH 44839	2/25/2003	4044335	$619
HURON IGA	408 E. CLEVELAND AVENUE HURON, OH 44839	3/17/2003	4069452	$749
HURON IGA	408 E. CLEVELAND AVENUE HURON, OH 44839	2/20/2003	4068814	$898
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	3/31/2003	23576134	$204
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	2/26/2003	25787769	$4,250
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	2/21/2003	23551205	$1,769
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	2/18/2003	23551942	$8,005
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	2/18/2003	23549181	$16,768
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	2/7/2003	23546978	$4,426
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	1/31/2003	23544877	$2,760

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	3/14/2003	23564560	$263
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	3/12/2003	23561994	$1,879
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	1/2/2003	25764811	$10,935
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	3/26/2003	23569769	$4,045
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	1/28/2003	23543313	$3,796
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	1/27/2003	23542582	$12,607
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	2/24/2003	23553394	$25,797
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	2/25/2003	23554015	$3,745
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	3/17/2003	23566202	$23,949
HURST CO.<N. K.	230 W.MCCARTY STREET P.O.BOX 985 INDIANAPOLIS, IN	1/8/2003	25767517	$12,648
HUSSMAN RS & D MFLD	2423 COLLECTION CTR	3/14/2003	78729	$418
HUSSMAN RS & D MFLD	2423 COLLECTION CTR	1/29/2003	61520	$564
HUSSMAN RS & D MFLD	2423 COLLECTION CTR	1/14/2003	56004	$121
HUSSMAN RS & D MFLD	2423 COLLECTION CTR	3/14/2003	78729	$2,043
HUTCHINS DISTRIBUTING CO	DEPT 77-3457 CHICAGO, IL 60678	3/17/2003	23565745	$2,190
HUTCHINS DISTRIBUTING CO	DEPT 77-3457 CHICAGO, IL 60678	3/10/2003	23559866	$730
HUTCHINS DISTRIBUTING CO	DEPT 77-3457 CHICAGO, IL 60678	3/31/2003	23575819	$720
HUTCHINS DISTRIBUTING CO	DEPT 77-3457 CHICAGO, IL 60678	3/18/2003	23567159	$1,080
HUTCHINS DISTRIBUTING CO	DEPT 77-3457 CHICAGO, IL 60678	3/7/2003	23558535	$303
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	2/3/2003	25778320	$190
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/24/2003	23570555	$296
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/17/2003	23565397	$454
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	1/28/2003	25775956	$1,990
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	1/28/2003	25775310	$940
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	1/13/2003	25769675	$54
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/3/2003	23554987	$411
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/25/2003	23568452	$101
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/24/2003	23567857	$177
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	1/6/2003	25768140	$587
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	2/19/2003	25785661	$7
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	2/24/2003	23552933	$292
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	2/21/2003	23550788	$414
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	2/14/2003	23548731	$572
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	2/7/2003	23546542	$346
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/26/2003	23572836	$176
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/5/2003	23556817	$167
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	2/18/2003	25784425	$158
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/7/2003	23558347	$209
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/4/2003	25791082	$246
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/4/2003	25790505	$155
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	2/24/2003	25788096	$81
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	2/24/2003	25787541	$146
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	2/3/2003	25778931	$117
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	2/11/2003	25782074	$102
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	2/18/2003	25785038	$252

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/13/2003	23562437	$150
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/31/2003	23575581	$347
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	1/31/2003	23544425	$172
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	2/10/2003	25781422	$148
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/12/2003	23561658	$141
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/27/2003	23573612	$125
HUVAL BAKERY INC	PO BOX 951577 DALLAS, TX 75395	3/10/2003	23559611	$178
HVAC TECHNOLOGIES	6831 SUMMER AVE BARTLETT, TN 38134	3/13/2003	23562526	$575
HVAC TECHNOLOGIES	6831 SUMMER AVE BARTLETT, TN 38134	3/10/2003	25791839	$565
HVAC TECHNOLOGIES	6831 SUMMER AVE BARTLETT, TN 38134	1/30/2003	25775423	$671
HVAC TECHNOLOGIES	6831 SUMMER AVE BARTLETT, TN 38134	1/6/2003	25763427	$575
HYDE SHIPPING	10025 N. W. 116TH WAY SUITE 2 MEDLEY, FL 33178	3/26/2003	23566542	$1,680
HYDE SHIPPING	10025 N. W. 116TH WAY SUITE 2 MEDLEY, FL 33178	2/18/2003	23549426	$2,240
HYDE SHIPPING	10025 N. W. 116TH WAY SUITE 2 MEDLEY, FL 33178	1/2/2003	25765125	$3,175
HYSTER SALES COMPANY	P O BOX 987 EUGENE, OR 97440	3/12/2003	23561843	$136
HYSTER SALES COMPANY	P O BOX 987 EUGENE, OR 97440	3/11/2003	23561080	$164
HYSTER SALES COMPANY	P O BOX 987 EUGENE, OR 97440	2/10/2003	23547570	$324
HYSTER SALES COMPANY	P O BOX 987 EUGENE, OR 97440	1/23/2003	23541331	$89
HYSTER SALES COMPANY	P O BOX 987 EUGENE, OR 97440	2/12/2003	23547851	$1,351
HYSTER SALES COMPANY	P O BOX 987 EUGENE, OR 97440	1/29/2003	23543520	$255
HYSTER SALES COMPANY	P O BOX 987 EUGENE, OR 97440	1/2/2003	23535438	$78
HYSTER SALES COMPANY	P O BOX 987 EUGENE, OR 97440	2/20/2003	23552278	$427
HYSTER SALES COMPANY	P O BOX 987 EUGENE, OR 97440	2/20/2003	23550148	$544
HYSTER SALES COMPANY	P O BOX 987 EUGENE, OR 97440	2/18/2003	23549716	$1,244
HYSTER SALES COMPANY	P O BOX 987 EUGENE, OR 97440	1/29/2003	23543929	$231
HYSTER SALES COMPANY	P O BOX 987 EUGENE, OR 97440	3/25/2003	23572172	$213
I & K DISTRIBUTING	PO BOX 711016 CINCINNATI, OH 45271	2/28/2003	23554617	$1,237
I & K DISTRIBUTING	PO BOX 711016 CINCINNATI, OH 45271	1/14/2003	23539681	$1,362
I & K DISTRIBUTING	PO BOX 711016 CINCINNATI, OH 45271	3/10/2003	23560548	$1,432
I & K DISTRIBUTING	PO BOX 711016 CINCINNATI, OH 45271	1/17/2003	25771517	$2,743
I & K DISTRIBUTING	PO BOX 711016 CINCINNATI, OH 45271	3/17/2003	23566513	$1,515
I & K DISTRIBUTING	PO BOX 711016 CINCINNATI, OH 45271	2/10/2003	25780662	$787
I C INDUSTRIES	PO BOX 139075 HIALEAH, FL 33013	3/7/2003	25791961	$3,111
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/21/2003	2066270	$29,203
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/21/2003	2066278	$52,780
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/24/2003	2066296	$153,249
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/24/2003	2066297	$94,640
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/24/2003	2066298	$92,886
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/27/2003	2066306	$35,098
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/27/2003	2066307	$40,488
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/12/2003	1000008621	$12,744
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/11/2003	2066215	$29,628
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/28/2003	2066320	$38,386
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/11/2003	2066233	$37,315
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	1/30/2003	2066114	$52,915

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/11/2003	2066232	$83,102
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/11/2003	2066230	$89,612
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/19/2003	1000009692	$244,031
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/11/2003	2066195	$14,710
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/7/2003	2066194	$15,191
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/7/2003	2066193	$58,404
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/7/2003	2066169	$2,900
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/12/2003	1000008990	$101,548
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/11/2003	2066231	$22,500
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	1/29/2003	2066084	$21,095
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	1/30/2003	2064558	$57,100
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	1/8/2003	2065864	$4,189
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	1/8/2003	2065966	$161,229
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	1/8/2003	2065967	$50,874
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	1/10/2003	2066010	$138,636
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	1/16/2003	2066023	$177,990
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	1/16/2003	2066024	$72,790
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	1/29/2003	2064557	$39,054
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/10/2003	1000008282	$103,547
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/24/2003	1000009832	$54,064
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/24/2003	1000010063	$57,950
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/27/2003	1000010544	$124,875
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/27/2003	1000010437	$40,998
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/24/2003	1000010186	$33,000
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/24/2003	1000009951	$17,405
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	1/29/2003	2066103	$14,783
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/10/2003	1000008053	$31,716
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/19/2003	1000009517	$8,350
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/24/2003	2066253	$82,486
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/19/2003	1000009297	$31,900
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	1/30/2003	2066102	$113,092
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/6/2003	1000007829	$66,116
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/3/2003	1000007717	$67,980
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	3/3/2003	1000007965	$192,896
I.G.W.,L.L.C.	624 S 25TH AVENUE PHOENIX, AZ 85009	2/7/2003	2066159	$117,552
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	1/31/2003	25777348	$6,262
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	2/19/2003	25785725	$739
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	3/4/2003	23556059	$4,611
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	3/5/2003	25789529	$5,081
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	1/22/2003	25771335	$4,036
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	2/28/2003	25788840	$35,061
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	2/26/2003	25786953	$36,579
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	2/26/2003	25786362	$6,028
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	2/19/2003	25785075	$26
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	2/19/2003	25783989	$4,632

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	2/12/2003	25782124	$37,140
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	1/22/2003	25771714	$3,964
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	2/3/2003	25777865	$40,435
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	3/25/2003	23572050	$4,945
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	1/30/2003	25774825	$4,000
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	3/7/2003	25792571	$35,962
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	2/10/2003	25780400	$37,229
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	3/31/2003	23575706	$5,041
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	3/6/2003	23557576	$37,009
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	3/11/2003	23560982	$4,375
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	2/19/2003	25783466	$5,054
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	3/28/2003	23570680	$4,765
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	3/28/2003	23574457	$39,066
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	3/26/2003	23572898	$38,063
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	1/22/2003	25773597	$35,475
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	1/17/2003	25770843	$35,040
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	3/24/2003	23565566	$37,106
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	1/6/2003	25766236	$40,833
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	1/9/2003	25768210	$41,068
IBC COTTON BAKERY ALEXANDRIA	P.O.BOX 5405 ALEXANDRIA, LA 71307	1/13/2003	25769233	$296
IBC/MARIE CALLENDER'S CROUTONS	1325 SO.PEERLES WAY MONTEBELLO, CA 90640	2/4/2003	25778116	$2,075
IBC/MARIE CALLENDER'S CROUTONS	1325 SO.PEERLES WAY MONTEBELLO, CA 90640	2/10/2003	25781206	$12,348
IBC/MARIE CALLENDER'S CROUTONS	1325 SO.PEERLES WAY MONTEBELLO, CA 90640	3/28/2003	23570076	$364
IBC/MARIE CALLENDER'S CROUTONS	1325 SO.PEERLES WAY MONTEBELLO, CA 90640	2/18/2003	23551537	$1,907
IBC/MARIE CALLENDER'S CROUTONS	1325 SO.PEERLES WAY MONTEBELLO, CA 90640	3/26/2003	23572583	$2,022
IBM	DEPT 6ZC PO BOX 841593 DALLAS, TX 75284	1/3/2003	23536521	$2,235
IBM	DEPT 6ZC PO BOX 841593 DALLAS, TX 75284	2/14/2003	23549008	$1,812
IBM	DEPT 6ZC PO BOX 841593 DALLAS, TX 75284	1/6/2003	25767358	$402
IBM	P.O. BOX 61000 DEPT 1896 SAN FRANCISCO, CA 94161	1/29/2003	23544033	$1,593
IBM	P.O. BOX 61000 DEPT 1896 SAN FRANCISCO, CA 94161	1/23/2003	23542879	$1,679
IBM	P.O. BOX 61000 DEPT 1896 SAN FRANCISCO, CA 94161	1/17/2003	3017895	$4,083
IBM	P.O. BOX 61000 DEPT 1896 SAN FRANCISCO, CA 94161	1/9/2003	3017813	$575
IBM	P.O. BOX 61000 DEPT 1896 SAN FRANCISCO, CA 94161	2/19/2003	23552206	$317
IBM	P.O. BOX 61000 DEPT 1896 SAN FRANCISCO, CA 94161	2/6/2003	23547204	$4,833
IBM	P.O. BOX 61000 DEPT 1896 SAN FRANCISCO, CA 94161	1/28/2003	23543623	$70
IBM	P.O. BOX 61000 DEPT 1896 SAN FRANCISCO, CA 94161	1/10/2003	23539321	$4,724
IBM CORP	P. O. BOX 841593 DALLAS, TX 75284	3/6/2003	23557932	$1,832
IBM CORP	P. O. BOX 841593 DALLAS, TX 75284	2/3/2003	25779232	$2,267
IBM CORP	P. O. BOX 841593 DALLAS, TX 75284	3/12/2003	23562167	$406
IBM CORP	P. O. BOX 841593 DALLAS, TX 75284	3/25/2003	23572513	$694
IBM CORP	P. O. BOX 841593 DALLAS, TX 75284	3/7/2003	23559015	$512
IBM CORP	P. O. BOX 841593 DALLAS, TX 75284	1/30/2003	23545127	$238
IBM CORP	P. O. BOX 841593 DALLAS, TX 75284	1/27/2003	23542901	$6,238
IBM CORP	P. O. BOX 841593 DALLAS, TX 75284	3/10/2003	23560570	$1,273
IBM CORP	P. O. BOX 841593 DALLAS, TX 75284	3/27/2003	23571569	$988

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IBM CORP	P. O. BOX 841593 DALLAS, TX 75284	3/25/2003	23568131	$1,089
IBM CORP	P. O. BOX 841593 DALLAS, TX 75284	3/17/2003	23566549	$2,768
IBM CORP	91222 COLLECTION DR	3/31/2003	86650	$610
IBM CORP	DEPT. 1896	2/21/2003	70207	$454
IBM CORP	DEPT. 1896	1/17/2003	57544	$473
IBM CORP	DEPT. 1896	1/13/2003	55736	$113
IBM CORP	DEPT. 1896	1/13/2003	55736	$147
IBM CORP	DEPT. 1896	1/17/2003	57544	$364
IBM CORPORATION	PO BOX 7247-0276 PHILADELPHIA, PA 19170	1/30/2003	23545170	$480
IBM CORPORATION	PO BOX 7247-0276 PHILADELPHIA, PA 19170	2/6/2003	25780135	$2,009
IBM CORPORATION	PO BOX 7247-0276 PHILADELPHIA, PA 19170	2/13/2003	25782406	$1,093
IBM CORPORATION	PO BOX 7247-0276 PHILADELPHIA, PA 19170	2/4/2003	25779261	$6,551
IBM CORPORATION	PO BOX 7247-0276 PHILADELPHIA, PA 19170	2/4/2003	25781169	$1,689
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	3/31/2003	23575621	$20,717
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	2/24/2003	23552974	$177
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	3/18/2003	23567006	$515
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	1/15/2003	25770810	$84
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	3/27/2003	23569378	$381
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	3/25/2003	23572002	$640
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	1/14/2003	25769698	$4,327
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	1/17/2003	23540151	$6,079
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	3/28/2003	23570600	$328
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	3/4/2003	25791099	$1,799
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	1/23/2003	25772920	$1,705
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	2/13/2003	25782091	$12,070
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	1/23/2003	25772227	$812
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	1/28/2003	25775329	$1,108
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	2/11/2003	25781445	$74
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	3/6/2003	25791749	$292
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	1/21/2003	4068229	$1,198
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	1/21/2003	4068230	$4,195
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	1/28/2003	4068359	$1,677
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	2/4/2003	23545409	$3,417
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	1/24/2003	4068299	$842
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	2/10/2003	23547473	$1,593
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	2/5/2003	25778946	$6,866
IBM CORPORATION	P.O.BOX 91222 CHICAGO, IL 60693	2/7/2003	23546575	$761
IBP	PO BOX 910167 DALLAS, TX 75391	2/7/2003	25780598	$3,572
IBP	PO BOX 910167 DALLAS, TX 75391	2/10/2003	23547692	$28,374
IBP	PO BOX 910167 DALLAS, TX 75391	2/3/2003	25779178	$16,485
IBP INC	EFT ONLY DALLAS, TX 75391	1/16/2003	8022641	$2,918,390
IBP INC	EFT ONLY DALLAS, TX 75391	1/10/2003	8022506	$771,000
IBP INC	EFT ONLY DALLAS, TX 75391	3/21/2003	8024261	$2,726,711
IBP INC	EFT ONLY DALLAS, TX 75391	3/20/2003	8024221	$308,264
IBP INC	EFT ONLY DALLAS, TX 75391	3/19/2003	8024191	$1,224,124

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IBP INC	EFT ONLY DALLAS, TX 75391	3/18/2003	8024149	$368,463
IBP INC	EFT ONLY DALLAS, TX 75391	1/13/2003	8022538	$1,613,029
IBP INC	EFT ONLY DALLAS, TX 75391	1/7/2003	8022398	$347,001
IBP INC	EFT ONLY DALLAS, TX 75391	1/17/2003	8022677	$495,057
IBP INC	EFT ONLY DALLAS, TX 75391	1/20/2003	8022709	$495,626
IBP INC	EFT ONLY DALLAS, TX 75391	2/5/2003	8023143	$1,474,985
IBP INC	EFT ONLY DALLAS, TX 75391	3/17/2003	8024118	$3,056,469
IBP INC	EFT ONLY DALLAS, TX 75391	1/8/2003	8022441	$690,403
IBP INC	EFT ONLY DALLAS, TX 75391	1/27/2003	8022897	$754,433
IBP INC	EFT ONLY DALLAS, TX 75391	1/24/2003	8022852	$2,602,017
IBP INC	EFT ONLY DALLAS, TX 75391	2/13/2003	8023330	$844,040
IBP INC	EFT ONLY DALLAS, TX 75391	3/11/2003	8023951	$1,248,273
IBP INC	EFT ONLY DALLAS, TX 75391	3/27/2003	8024360	$970,993
IBP INC	EFT ONLY DALLAS, TX 75391	2/19/2003	8023461	$650,663
IBP INC	EFT ONLY DALLAS, TX 75391	2/12/2003	8023308	$1,755,477
IBP INC	EFT ONLY DALLAS, TX 75391	1/6/2003	8022368	$988,801
IBP INC	EFT ONLY DALLAS, TX 75391	1/30/2003	8023009	$3,284,321
IBP INC	EFT ONLY DALLAS, TX 75391	3/31/2003	8024417	$2,110,915
IBP INC	EFT ONLY DALLAS, TX 75391	3/26/2003	8024336	$1,213,874
IBP INC	EFT ONLY DALLAS, TX 75391	1/9/2003	8022475	$974,986
IBP INC	EFT ONLY DALLAS, TX 75391	2/28/2003	8023693	$1,126,091
IBP INC	EFT ONLY DALLAS, TX 75391	2/17/2003	8023396	$519,973
IBP INC	EFT ONLY DALLAS, TX 75391	2/7/2003	8023205	$1,282,256
IBP INC	EFT ONLY DALLAS, TX 75391	2/24/2003	8023564	$1,005,357
IBP INC	EFT ONLY DALLAS, TX 75391	3/13/2003	8024021	$808,212
IBP INC	EFT ONLY DALLAS, TX 75391	2/10/2003	8023240	$2,739,691
IBP INC	EFT ONLY DALLAS, TX 75391	1/2/2003	8022318	$1,537,896
IBP INC	EFT ONLY DALLAS, TX 75391	2/11/2003	8023275	$509,473
IBP INC	EFT ONLY DALLAS, TX 75391	3/14/2003	8024081	$703,452
IBP INC	EFT ONLY DALLAS, TX 75391	3/24/2003	8024287	$451,308
IBP INC	EFT ONLY DALLAS, TX 75391	2/18/2003	8023427	$979,995
IBP INC	EFT ONLY DALLAS, TX 75391	1/23/2003	8022815	$688,251
IBP INC	EFT ONLY DALLAS, TX 75391	2/27/2003	8023654	$1,533,262
IBP INC	EFT ONLY DALLAS, TX 75391	1/22/2003	8022775	$1,521,783
IBP INC	EFT ONLY DALLAS, TX 75391	3/12/2003	8023983	$1,191,111
IBP INC	EFT ONLY DALLAS, TX 75391	3/3/2003	8023731	$1,096,066
IBP INC	EFT ONLY DALLAS, TX 75391	3/5/2003	8023800	$1,961,655
IBP INC	EFT ONLY DALLAS, TX 75391	3/6/2003	8023838	$547,632
IBP INC	EFT ONLY DALLAS, TX 75391	3/7/2003	8023869	$1,050,869
IBP INC	EFT ONLY DALLAS, TX 75391	3/10/2003	8023910	$813,079
IBP INC	EFT ONLY DALLAS, TX 75391	2/6/2003	8023171	$1,237,453
IBP INC	EFT ONLY DALLAS, TX 75391	2/3/2003	8023081	$3,575,026
IBP INC	EFT ONLY DALLAS, TX 75391	1/31/2003	8023047	$184,585
IBP INC	EFT ONLY DALLAS, TX 75391	1/3/2003	8022342	$2,128,110
IBP INC	EFT ONLY DALLAS, TX 75391	2/14/2003	8023365	$1,923,369

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IBP INC	EFT ONLY DALLAS, TX 75391	2/21/2003	8023523	$1,651,314
IBP INC	EFT ONLY DALLAS, TX 75391	2/20/2003	8023494	$434,667
ICCO CHEESE INC	ONE OLYMPIC DRIVE ORANGEBURG, NY 10962	2/20/2003	25784780	$1,053
ICE BOX COMPANY	P O BOX 6704	2/27/2003	72030	$2,723
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	3/3/2003	23554875	$19,403
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	3/27/2003	23573555	$25,964
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	2/13/2003	23548597	$18,589
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	3/7/2003	23558236	$16,808
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	3/4/2003	23555882	$500
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	1/2/2003	23534304	$2,681
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	3/10/2003	23559440	$24,650
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	2/6/2003	23546413	$21,102
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	3/4/2003	25791037	$9,327
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	3/14/2003	23564145	$42,872
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	3/28/2003	23574260	$17,585
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	1/31/2003	25776487	$46,251
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	2/21/2003	25786828	$89,022
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	3/4/2003	25790427	$22,627
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	3/25/2003	23568359	$21,665
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	2/25/2003	25788673	$33,249
ICE CREAM SPECIALTIES	PO BOX 801669 KANSAS CITY, MO 64180	2/6/2003	23544301	$26,941
ICE TECHNOLOGIES, INC.	2619 LIOHOLO PL KIHEI, HI 96753	3/24/2003	23564795	$583
ICE TECHNOLOGIES, INC.	2619 LIOHOLO PL KIHEI, HI 96753	2/28/2003	23554631	$617
ICICLE SEAFOODS INC	P.O.BOX 79003 SEATTLE, WA 98119	3/24/2003	23564935	$4,775
ICICLE SEAFOODS INC	P.O.BOX 79003 SEATTLE, WA 98119	2/11/2003	25782498	$2,518
IDAHO CANDY CO	PO BOX 1217 BOISE, ID 83701	2/10/2003	25780618	$826
IDAHO CANDY CO	PO BOX 1217 BOISE, ID 83701	1/2/2003	25764994	$826
IDAHO FRESH PACK, INC.	#1 POTATO PLACE PO BOX 130 LEWISVILLE, ID 83431	1/30/2003	25777975	$3,908
IDAHO FRESH PACK, INC.	#1 POTATO PLACE PO BOX 130 LEWISVILLE, ID 83431	2/18/2003	25785231	$1,551
IDAHO FRESH PACK, INC.	#1 POTATO PLACE PO BOX 130 LEWISVILLE, ID 83431	3/27/2003	23571111	$1,954
IDAHO FRESH PACK, INC.	#1 POTATO PLACE PO BOX 130 LEWISVILLE, ID 83431	3/4/2003	23556298	$1,273
IDAHO FRESH PACK, INC.	#1 POTATO PLACE PO BOX 130 LEWISVILLE, ID 83431	3/12/2003	23561944	$3,734
IDAHO FRESH PACK, INC.	#1 POTATO PLACE PO BOX 130 LEWISVILLE, ID 83431	3/19/2003	23568027	$1,954
IDAHO FRESH PACK, INC.	#1 POTATO PLACE PO BOX 130 LEWISVILLE, ID 83431	2/3/2003	25778546	$2,757
IDAHO FRESH PACK, INC.	#1 POTATO PLACE PO BOX 130 LEWISVILLE, ID 83431	1/23/2003	4019661	$977
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	3/4/2003	23556387	$2,619
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	3/3/2003	25789736	$4,155
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	2/14/2003	25781080	$4,924
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	3/24/2003	23561243	$994
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	3/27/2003	23566277	$898
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	1/9/2003	25766785	$2,044
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	1/6/2003	25765770	$2,457
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	1/15/2003	25769373	$994
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	1/24/2003	25772549	$1,936
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	2/24/2003	25785960	$1,026

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	3/25/2003	23572373	$4,533
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	2/7/2003	25778011	$1,678
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	3/6/2003	25790186	$5,289
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	2/27/2003	25787187	$2,357
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	2/20/2003	25784110	$3,489
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	3/10/2003	25792130	$562
IDAHO SUPREME INC	PO BOX #246 FIRTH, ID 83236	3/26/2003	23567468	$7,700
IDEAL MEAT J & L INC	1900 CHURCHMAN AVE BEECH GROVE, IN 46107	2/19/2003	23549712	$15,801
IDEAL MEAT J & L INC	1900 CHURCHMAN AVE BEECH GROVE, IN 46107	3/26/2003	23573020	$20,252
IDEAL MEAT J & L INC	1900 CHURCHMAN AVE BEECH GROVE, IN 46107	3/27/2003	23569565	$20
IDEAL MEAT J & L INC	1900 CHURCHMAN AVE BEECH GROVE, IN 46107	3/25/2003	23567224	$23,590
IDEAL MEAT J & L INC	1900 CHURCHMAN AVE BEECH GROVE, IN 46107	2/27/2003	23554325	$137
IDEAL MEAT J & L INC	1900 CHURCHMAN AVE BEECH GROVE, IN 46107	2/25/2003	23553959	$21,431
IDEAL MEAT J & L INC	1900 CHURCHMAN AVE BEECH GROVE, IN 46107	2/11/2003	23547566	$12,117
IDEAL MEAT J & L INC	1900 CHURCHMAN AVE BEECH GROVE, IN 46107	3/11/2003	23561071	$15,517
IDEAL MEAT J & L INC	1900 CHURCHMAN AVE BEECH GROVE, IN 46107	3/4/2003	23556189	$16,831
IDEAL MEAT J & L INC	1900 CHURCHMAN AVE BEECH GROVE, IN 46107	2/26/2003	25787687	$30,715
IDEALEASE OF ACADIANA	PO BOX 90503 LAFAYETTE, LA 70509	1/30/2003	25777123	$1,243
IDEALEASE OF ACADIANA	PO BOX 90503 LAFAYETTE, LA 70509	1/8/2003	25767775	$1,164
IDEALEASE OF ACADIANA	PO BOX 90503 LAFAYETTE, LA 70509	1/6/2003	25766601	$776
IDEALEASE OF ACADIANA	PO BOX 90503 LAFAYETTE, LA 70509	1/15/2003	25770606	$1,236
IDEALEASE OF ACADIANA	PO BOX 90503 LAFAYETTE, LA 70509	1/6/2003	25765969	$776
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	2/20/2003	25786121	$3,491
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	2/4/2003	25780177	$972
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	1/10/2003	25769043	$148
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	3/28/2003	23575088	$380
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	1/28/2003	25776311	$257
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	1/21/2003	25772728	$2,125
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	1/21/2003	25771961	$33
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	3/6/2003	23558008	$1,528
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	2/19/2003	25785443	$1,588
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	3/28/2003	23572579	$2,415
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	3/7/2003	23559092	$2,658
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	2/6/2003	25779294	$203
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	2/11/2003	25781907	$589
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	2/13/2003	25783810	$2,541
IDEALEASE OF MO-KAN INC	PO BOX 709 LIBERTY, MO 64069	2/25/2003	25789318	$1,695
IDEALEASE SERVICES, INC.	PO BOX 499	3/7/2003	75058	$31,261
IDEALEASE SERVICES, INC.	PO BOX 499	3/12/2003	77021	$35,302
IFCO SYSTEMS NORTH AMERICA INC	PO BOX 972954 DALLAS, TX 75397	1/8/2003	25767378	$1,509
IFCO SYSTEMS NORTH AMERICA INC	PO BOX 972954 DALLAS, TX 75397	1/29/2003	25776787	$4,284
IFCO SYSTEMS NORTH AMERICA INC	PO BOX 972954 DALLAS, TX 75397	2/18/2003	23549720	$1,509
IFCO SYSTEMS NORTH AMERICA INC	PO BOX 972954 DALLAS, TX 75397	1/22/2003	25772398	$5,793
IGA FOOD CITY SUPERMARKET	11800 NW 10TH AVE MIAMI, FL 33168	2/3/2003	2065220	$143
IGA FOOD CITY SUPERMARKET	11800 NW 10TH AVE MIAMI, FL 33168	1/25/2003	2046774	$10,000

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IGA FOOD CITY SUPERMARKET	11800 NW 10TH AVE MIAMI, FL 33168	2/3/2003	2065174	$2,415
IGA FOOD CITY SUPERMARKET	11800 NW 10TH AVE MIAMI, FL 33168	1/17/2003	2065066	$17
IGA FOOD CITY SUPERMARKET	11800 NW 10TH AVE MIAMI, FL 33168	2/3/2003	2064924	$2,029
IGA FOOD CITY SUPERMARKET	11800 NW 10TH AVE MIAMI, FL 33168	2/3/2003	2064965	$170
IGA FOOD CITY SUPERMARKET	11800 NW 10TH AVE MIAMI, FL 33168	3/28/2003	2065781	$381
IGA FOOD CITY SUPERMARKET	11800 NW 10TH AVE MIAMI, FL 33168	3/28/2003	2065811	$1,776
IGA FOOD CITY SUPERMARKET	11800 NW 10TH AVE MIAMI, FL 33168	3/4/2003	2065491	$1,467
IGA FOOD CITY SUPERMARKET	11800 NW 10TH AVE MIAMI, FL 33168	2/3/2003	2065119	$125
IGA FOODLINER	1014 RICHLAND HWY JACKSONVILLE, NC 28540	2/5/2003	2570825	$2,299
IGA FOODLINER	1014 RICHLAND HWY JACKSONVILLE, NC 28540	3/24/2003	2577338	$784
IGA FOODLINER	1014 RICHLAND HWY JACKSONVILLE, NC 28540	3/19/2003	2576984	$1,246
IGA FOODLINER	1014 RICHLAND HWY JACKSONVILLE, NC 28540	2/19/2003	2571503	$2,654
IGA FOODLINER	1014 RICHLAND HWY JACKSONVILLE, NC 28540	3/14/2003	2576729	$517
IGA FOODLINER	1014 RICHLAND HWY JACKSONVILLE, NC 28540	3/5/2003	2572273	$605
IGA FOODLINER	1014 RICHLAND HWY JACKSONVILLE, NC 28540	2/27/2003	2571906	$6,761
IGA FOODLINER	1014 RICHLAND HWY JACKSONVILLE, NC 28540	1/8/2003	2569426	$4,606
IGA FOODLINER	1014 RICHLAND HWY JACKSONVILLE, NC 28540	1/15/2003	2569774	$6,287
IGA FOODLINER	1014 RICHLAND HWY JACKSONVILLE, NC 28540	2/12/2003	2571148	$2,015
IGA FOODLINER	HWY 17 MAYSVILLE, NC 28555	1/6/2003	3039631	$618
IGA FOODLINER	HWY 17 MAYSVILLE, NC 28555	1/22/2003	3040420	$54
IGA FOODLINER	1014 RICHLAND HWY JACKSONVILLE, NC 28540	1/22/2003	2570072	$1,205
IGA FOODLINER	1014 RICHLAND HWY JACKSONVILLE, NC 28540	1/29/2003	2570488	$2,038
IGA FOODLINER #275	PO BOX 1610 2910 W WILSON AVE WENDELL, NC 27591	1/31/2003	1000004971	$6,383
IGA FOODLINER-FAYETTEVILLE	2496 HOPE MILLS ROAD FAYETTEVILLE, NC 28304	2/4/2003	1000004972	$1,473
IGA FOODLINES	2960 RICHLANDS HWY JACKSONVILLE, NC 28540	1/6/2003	3039634	$940
IGA GROCERGRAM	P O BOX 95259 PALATINE, IL 60095	1/16/2003	1000004443	$3,123
IGA J&J	8370 N.W. 27TH AVENUE MIAMI, FL 33147	3/31/2003	2065872	$7,000
IGA J&J	8370 N.W. 27TH AVENUE MIAMI, FL 33147	2/26/2003	2065258	$2,356
IGA J&J	8370 N.W. 27TH AVENUE MIAMI, FL 33147	1/29/2003	2065221	$405
IGA J&J	8370 N.W. 27TH AVENUE MIAMI, FL 33147	1/23/2003	2065175	$11,379
IGA J&J	8370 N.W. 27TH AVENUE MIAMI, FL 33147	3/26/2003	2065812	$3,756
IGA J&J	8370 N.W. 27TH AVENUE MIAMI, FL 33147	2/27/2003	2065515	$300
IGA J&J	8370 N.W. 27TH AVENUE MIAMI, FL 33147	1/30/2003	2065120	$314
IGA J&J	8370 N.W. 27TH AVENUE MIAMI, FL 33147	1/21/2003	2065067	$146
IGA J&J	8370 N.W. 27TH AVENUE MIAMI, FL 33147	1/29/2003	2064925	$4,449
IGA J&J	8370 N.W. 27TH AVENUE MIAMI, FL 33147	2/27/2003	2065492	$135
IGA J&J	8370 N.W. 27TH AVENUE MIAMI, FL 33147	3/26/2003	2065782	$947
IGA KING'S FOOD & MEAT	1000 36TH STREET WEST PALM BEACH, FL 33407	1/31/2003	23545126	$522
IGA KING'S FOOD & MEAT	1000 36TH STREET WEST PALM BEACH, FL 33407	3/7/2003	2065257	$600
IGA LA MIA #1 SUPERMARKET	3001 N.W. 17 AVENUE MIAMI, FL 33142	2/6/2003	2065176	$8,003
IGA LA MIA #1 SUPERMARKET	3001 N.W. 17 AVENUE MIAMI, FL 33142	2/5/2003	2065222	$674
IGA LA MIA #1 SUPERMARKET	3001 N.W. 17 AVENUE MIAMI, FL 33142	3/5/2003	2065493	$4,235
IGA LA MIA #1 SUPERMARKET	3001 N.W. 17 AVENUE MIAMI, FL 33142	2/5/2003	2064926	$5,295
IGA LA MIA #1 SUPERMARKET	3001 N.W. 17 AVENUE MIAMI, FL 33142	2/6/2003	2064966	$361
IGA LA MIA #1 SUPERMARKET	3001 N.W. 17 AVENUE MIAMI, FL 33142	2/6/2003	2065121	$204

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IGA LA MIA #1 SUPERMARKET	3001 N.W. 17 AVENUE MIAMI, FL 33142	3/31/2003	2065813	$6,169
IGA LA MIA #1 SUPERMARKET	3001 N.W. 17 AVENUE MIAMI, FL 33142	1/28/2003	2065201	$5,700
IGA LA MIA #1 SUPERMARKET	3001 N.W. 17 AVENUE MIAMI, FL 33142	1/24/2003	2065068	$126
IGA LA MIA #1 SUPERMARKET	3001 N.W. 17 AVENUE MIAMI, FL 33142	3/31/2003	2065783	$1,020
IGA LA MIA #2 SUPERMARKET	45 S.W 8TH AVENUE MIAMI, FL 33130	2/3/2003	2065223	$118
IGA LA MIA #2 SUPERMARKET	45 S.W 8TH AVENUE MIAMI, FL 33130	2/3/2003	2065122	$172
IGA LA MIA #2 SUPERMARKET	45 S.W 8TH AVENUE MIAMI, FL 33130	3/31/2003	2065784	$55
IGA LA MIA #2 SUPERMARKET	45 S.W 8TH AVENUE MIAMI, FL 33130	3/10/2003	2065494	$1,536
IGA LA MIA #2 SUPERMARKET	45 S.W 8TH AVENUE MIAMI, FL 33130	3/31/2003	2065814	$1,790
IGA LA MIA #2 SUPERMARKET	45 S.W 8TH AVENUE MIAMI, FL 33130	1/21/2003	2065069	$47
IGA LA MIA #2 SUPERMARKET	45 S.W 8TH AVENUE MIAMI, FL 33130	2/3/2003	2065177	$2,714
IGA LA MIA #2 SUPERMARKET	45 S.W 8TH AVENUE MIAMI, FL 33130	2/3/2003	2064927	$2,430
IGA MILAMS	5767 SW 40TH ST MIAMI, FL 33155	3/31/2003	2065624	$24,976
IGA NATIONAL	5400 PALM AVE HIALEAH, FL 33012	3/27/2003	2065785	$506
IGA NATIONAL	5400 PALM AVE HIALEAH, FL 33012	1/30/2003	2064928	$2,598
IGA NATIONAL	5400 PALM AVE HIALEAH, FL 33012	1/31/2003	2065123	$85
IGA NATIONAL	5400 PALM AVE HIALEAH, FL 33012	1/31/2003	2065224	$72
IGA NATIONAL	5400 PALM AVE HIALEAH, FL 33012	2/28/2003	2065516	$300
IGA NATIONAL	5400 PALM AVE HIALEAH, FL 33012	3/27/2003	2065815	$2,433
IGA NATIONAL	5400 PALM AVE HIALEAH, FL 33012	1/31/2003	2064967	$312
IGA NATIONAL	5400 PALM AVE HIALEAH, FL 33012	1/30/2003	2065178	$2,970
IGA NATIONAL	5400 PALM AVE HIALEAH, FL 33012	2/27/2003	2065495	$1,829
IGA NEIGHBORS	9723 E. HIBISCUS STREET PERRINE, FL 33157	3/6/2003	2065225	$255
IGA NEIGHBORS	9723 E. HIBISCUS STREET PERRINE, FL 33157	2/10/2003	2064539	$2,470
IGA NEIGHBORS	9723 E. HIBISCUS STREET PERRINE, FL 33157	3/20/2003	2065517	$300
IGA NEIGHBORS	9723 E. HIBISCUS STREET PERRINE, FL 33157	3/20/2003	2065816	$2,080
IGA NEIGHBORS	9723 E. HIBISCUS STREET PERRINE, FL 33157	3/6/2003	2065124	$111
IGA NEIGHBORS	9723 E. HIBISCUS STREET PERRINE, FL 33157	3/24/2003	2065179	$3,019
IGA NEIGHBORS	9723 E. HIBISCUS STREET PERRINE, FL 33157	1/2/2003	2064369	$2,115
IGA NEIGHBORS	9723 E. HIBISCUS STREET PERRINE, FL 33157	3/6/2003	2064968	$233
IGA NEIGHBORS	9723 E. HIBISCUS STREET PERRINE, FL 33157	3/3/2003	2064929	$2,484
IGA NEIGHBORS # 2	6041 W SUNRISE BLVD SUNRISE, FL 33313	3/6/2003	2064969	$338
IGA NEIGHBORS # 2	6041 W SUNRISE BLVD SUNRISE, FL 33313	3/20/2003	2065817	$2,977
IGA NEIGHBORS # 2	6041 W SUNRISE BLVD SUNRISE, FL 33313	2/10/2003	2064370	$2,532
IGA NEIGHBORS # 2	6041 W SUNRISE BLVD SUNRISE, FL 33313	2/18/2003	2065497	$2,407
IGA NEIGHBORS # 2	6041 W SUNRISE BLVD SUNRISE, FL 33313	3/6/2003	2065226	$373
IGA NEIGHBORS # 2	6041 W SUNRISE BLVD SUNRISE, FL 33313	2/10/2003	2064540	$3,595
IGA NEIGHBORS # 2	6041 W SUNRISE BLVD SUNRISE, FL 33313	3/24/2003	2064930	$2,777
IGA NEIGHBORS # 2	6041 W SUNRISE BLVD SUNRISE, FL 33313	1/2/2003	2064156	$3,390
IGA NEIGHBORS # 2	6041 W SUNRISE BLVD SUNRISE, FL 33313	3/24/2003	2065180	$3,901
IGA NEIGHBORS # 2	6041 W SUNRISE BLVD SUNRISE, FL 33313	3/6/2003	2065125	$186
IGA STUART FINE FOODS	2300 EAST OCEAN BLVD. STUART, FL 34996	3/27/2003	2065645	$12,000
IGA STUART FINE FOODS	2300 EAST OCEAN BLVD. STUART, FL 34996	1/30/2003	2065126	$963
IGA STUART FINE FOODS	2300 EAST OCEAN BLVD. STUART, FL 34996	1/30/2003	2064931	$9,342
IGA STUART FINE FOODS	2300 EAST OCEAN BLVD. STUART, FL 34996	3/27/2003	2065818	$9,276

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IGA STUART FINE FOODS	2300 EAST OCEAN BLVD. STUART, FL 34996	3/27/2003	2065788	$1,020
IGA STUART FINE FOODS	2300 EAST OCEAN BLVD. STUART, FL 34996	2/28/2003	2065518	$300
IGA STUART FINE FOODS	2300 EAST OCEAN BLVD. STUART, FL 34996	1/31/2003	2065227	$108
IGA STUART FINE FOODS	2300 EAST OCEAN BLVD. STUART, FL 34996	2/27/2003	2065498	$6,446
IGA STUART FINE FOODS	2300 EAST OCEAN BLVD. STUART, FL 34996	1/17/2003	2065070	$412
IGA STUART FINE FOODS	2300 EAST OCEAN BLVD. STUART, FL 34996	1/30/2003	2065181	$10,883
IGA SUPERCENTER	PO BOX 189 SILOAM SPRINGS, AR 72761	3/18/2003	1000008625	$40
IGA SUPERCENTER	PO BOX 189 SILOAM SPRINGS, AR 72761	3/26/2003	1000009845	$2,369
IGA SUPERCENTER	PO BOX 189 SILOAM SPRINGS, AR 72761	3/18/2003	1000009303	$25
IGA SUPERMARKET	126 CLARKE ST BRENTWOOD, NY 11717	1/24/2003	4043710	$18
IGA SUPERMARKET	126 CLARKE ST BRENTWOOD, NY 11717	3/14/2003	4044014	$21
IGA SUPERMARKET	126 CLARKE ST BRENTWOOD, NY 11717	1/22/2003	4043768	$752
IGA SUPERSTORE 171	380 NORTH COLLEGE FAYETTEVILLE, AR 72701	3/24/2003	1000009747	$1,714
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	2/6/2003	5036355	$15
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	2/6/2003	5036358	$34
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	1/2/2003	3039635	$136
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	1/2/2003	5035232	$249
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	1/2/2003	5035406	$62
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	2/6/2003	5036252	$119
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	1/2/2003	5035686	$43
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	3/19/2003	5036919	$8
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	2/6/2003	5036357	$12
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	2/6/2003	5036356	$49
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	2/6/2003	5035952	$176
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	3/5/2003	5036853	$69
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	2/6/2003	5036134	$51
IGA THRIFTWAY	416 S COMMERCIAL BRANSON, MO 65616	3/5/2003	5036691	$45
IGA THRIFTWAY 3 152	1620 S SCHOOL FAYETTEVILLE, AR 72701	3/14/2003	1000008322	$1,172
IGA TOP VALUE # 2	4500 NW 183 ST MIAMI, FL 33055	1/17/2003	2065103	$74
IGA TOP VALUE # 2	4500 NW 183 ST MIAMI, FL 33055	2/3/2003	2064970	$361
IGA TOP VALUE # 2	4500 NW 183 ST MIAMI, FL 33055	3/12/2003	2065499	$1,904
IGA TOP VALUE # 2	4500 NW 183 ST MIAMI, FL 33055	1/17/2003	2065071	$65
IGA TOP VALUE # 2	4500 NW 183 ST MIAMI, FL 33055	2/3/2003	2065127	$171
IGA TOP VALUE # 2	4500 NW 183 ST MIAMI, FL 33055	2/3/2003	2065182	$3,157
IGA TOP VALUE # 2	4500 NW 183 ST MIAMI, FL 33055	3/19/2003	2065789	$720
IGA TOP VALUE # 2	4500 NW 183 ST MIAMI, FL 33055	3/20/2003	2065819	$1,992
IGA TOP VALUE # 2	4500 NW 183 ST MIAMI, FL 33055	2/3/2003	2065228	$294
IGA TOP VALUE # 2	4500 NW 183 ST MIAMI, FL 33055	2/3/2003	2064932	$1,912
IGA TOP VALUE # 3	1851 NE 2 AVENUE MIAMI, FL 33132	2/13/2003	2065229	$263
IGA TOP VALUE # 3	1851 NE 2 AVENUE MIAMI, FL 33132	2/13/2003	2065183	$2,272
IGA TOP VALUE # 3	1851 NE 2 AVENUE MIAMI, FL 33132	2/13/2003	2064933	$1,035
IGA TOP VALUE # 3	1851 NE 2 AVENUE MIAMI, FL 33132	2/13/2003	2064971	$320
IGA TOP VALUE # 3	1851 NE 2 AVENUE MIAMI, FL 33132	2/13/2003	2065128	$163
IGA TOP VALUE # 3	1851 NE 2 AVENUE MIAMI, FL 33132	3/5/2003	2065500	$964
IGA TOP VALUE # 3	1851 NE 2 AVENUE MIAMI, FL 33132	1/24/2003	2065072	$333

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IGA VARADERO #1	6190 S W 8TH STREET MIAMI, FL 33134	2/6/2003	2064972	$338
IGA VARADERO #1	6190 S W 8TH STREET MIAMI, FL 33134	3/31/2003	2065791	$679
IGA VARADERO #1	6190 S W 8TH STREET MIAMI, FL 33134	2/6/2003	2064934	$1,054
IGA VARADERO #1	6190 S W 8TH STREET MIAMI, FL 33134	2/6/2003	2065129	$65
IGA VARADERO #1	6190 S W 8TH STREET MIAMI, FL 33134	3/31/2003	2065821	$769
IGA VARADERO #1	6190 S W 8TH STREET MIAMI, FL 33134	2/6/2003	2065184	$1,175
IGA VARADERO #1	6190 S W 8TH STREET MIAMI, FL 33134	3/12/2003	2065501	$870
IGA VARADERO #1	6190 S W 8TH STREET MIAMI, FL 33134	2/6/2003	2065230	$197
IGA VARADERO #6	5715 N W 7TH STREET MIAMI, FL 33126	3/21/2003	2065643	$2,809
IGA VARADERO #6	5715 N W 7TH STREET MIAMI, FL 33126	2/4/2003	2065185	$3,566
IGA VARADERO #6	5715 N W 7TH STREET MIAMI, FL 33126	2/4/2003	2064973	$361
IGA VARADERO #6	5715 N W 7TH STREET MIAMI, FL 33126	2/4/2003	2065231	$286
IGA VARADERO #6	5715 N W 7TH STREET MIAMI, FL 33126	2/4/2003	2065130	$319
IGA VARADERO #6	5715 N W 7TH STREET MIAMI, FL 33126	3/27/2003	2065792	$1,019
IGA VARADERO #6	5715 N W 7TH STREET MIAMI, FL 33126	2/4/2003	2064935	$3,165
IGA VARADERO #6	5715 N W 7TH STREET MIAMI, FL 33126	3/4/2003	2065502	$2,130
IGA, INC.	PO BOX 95259 PALATINE, IL 60095	2/7/2003	4068894	$1,824
IGA, INC.	PO BOX 95259 PALATINE, IL 60095	2/18/2003	1039609	$3,456
IGLOO CORP	PO BOX 93158 CHICAGO, IL 60673	3/10/2003	23560499	$10,697
IGLOO CORP	PO BOX 93158 CHICAGO, IL 60673	3/28/2003	23574940	$3,525
IGLOO CORP	PO BOX 93158 CHICAGO, IL 60673	3/17/2003	23566470	$21,888
IGLOO CORP	PO BOX 93158 CHICAGO, IL 60673	3/18/2003	23567591	$28,264
IKON OFFICE SOLUTIONS	NORTHWEST DISTRICT P O BOX 7414 PASADENA, CA 9110	3/12/2003	23562191	$122
IKON OFFICE SOLUTIONS	NORTHWEST DISTRICT P O BOX 7414 PASADENA, CA 9110	2/10/2003	25781879	$959
IKON OFFICE SOLUTIONS	NORTHWEST DISTRICT P O BOX 7414 PASADENA, CA 9110	3/26/2003	23570033	$130
IKON OFFICE SOLUTIONS	NORTHWEST DISTRICT P O BOX 7414 PASADENA, CA 9110	3/10/2003	23560612	$354
IKON OFFICE SOLUTIONS	NORTHWEST DISTRICT P O BOX 7414 PASADENA, CA 9110	2/17/2003	23551465	$2,549
IKON OFFICE SOLUTIONS	NORTHWEST DISTRICT P O BOX 7414 PASADENA, CA 9110	3/5/2003	23557287	$266
IKON OFFICE SOLUTIONS	NORTHWEST DISTRICT P O BOX 7414 PASADENA, CA 9110	3/17/2003	23566585	$1,912
ILLINOIS DEPARTMENT OF	REVENUE	2/10/2003	65592	$579,187
ILLINOIS DEPARTMENT OF	REVENUE	2/13/2003	108199	$1,449,517
ILLINOIS DEPARTMENT OF	REVENUE	3/18/2003	108347	$10,622
ILLINOIS DEPARTMENT OF	REVENUE	3/17/2003	108348	$8,526
ILLINOIS DEPARTMENT OF	REVENUE	3/12/2003	108299	$724,012
ILLINOIS DEPARTMENT OF	REVENUE	1/7/2003	51754	$3,982
ILLINOIS DEPARTMENT OF	REVENUE	3/18/2003	108352	$578,744
ILLINOIS DEPT OF REV	P O BOX 19019	3/13/2003	78000	$2,840
ILLINOIS DEPT. OF REVENUE	P O BOX 19019	1/15/2003	108099	$9,809
ILLINOIS DEPT. OF REVENUE	P O BOX 19019	3/26/2003	108368	$10,622
ILLINOIS DEPT. OF REVENUE	P O BOX 19019	1/15/2003	108100	$14,809
ILLINOIS DEPT. OF REVENUE	P O BOX 19019	1/15/2003	108100	$14,809
ILLINOIS DEPT. OF REVENUE	P O BOX 19019	1/15/2003	108099	$9,809
ILLINOIS DEPT. OF REVENUE	P O BOX 19019	2/18/2003	108228	$10,651
ILLINOIS DEPT. OF REVENUE	P O BOX 19019	3/26/2003	108368	$10,622
ILLINOIS DEPT. OF REVENUE	P O BOX 19019	2/18/2003	108227	$11,661

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
ILLINOIS STATE TOLL HWY	AUTHORITY	3/25/2003	84371	$233
ILLINOIS STATE TOLL HWY	AUTHORITY	1/3/2003	52972	$236
ILLINOIS STATE TOLL HWY	AUTHORITY	2/5/2003	63905	$238
ILLINOIS STATE TOLL HWY	AUTHORITY	2/19/2003	69203	$267
ILLINOIS STATE TOLL HWY	AUTHORITY	1/22/2003	58739	$277
ILLINOIS STATE TOLL HWY	AUTHORITY	3/28/2003	86409	$787
ILLINOIS STATE TOLL HWY	AUTHORITY	3/12/2003	77011	$624
ILLINOIS STATE TOLL HWY	AUTHORITY	3/6/2003	74576	$227
ILLINOIS STATE TOLL HWY	AUTHORITY	3/10/2003	75659	$598
ILLINOIS STATE TOLL HWY	AUTHORITY	3/21/2003	83100	$621
ILLINOIS STATE TOLL HWY	AUTHORITY	2/21/2003	70192	$737
ILTACO FOODS	1378 W HUBBARD ST	2/24/2003	70715	$4,169
ILTACO FOODS	1378 W HUBBARD ST	2/7/2003	65049	$4,099
ILTACO FOODS	1378 W HUBBARD ST	1/17/2003	57493	$3,898
ILTACO FOODS	1378 W HUBBARD ST	3/14/2003	78682	$7,448
ILWU (HAWAII)	EMPLOYERS GEN'L PENSION 615 PIIKOI STREET HONOLULU	2/24/2003	1000005998	$6,549
ILWU (HAWAII)	EMPLOYERS GEN'L PENSION 615 PIIKOI STREET HONOLULU	3/17/2003	1000007564	$7,294
IMAGE MARKETING INC	5 WARNER RD ELKTON, MD 21921	3/10/2003	25792639	$4,604
IMAGE MARKETING INC	5 WARNER RD ELKTON, MD 21921	3/5/2003	23556992	$17
IMAGEMAX OF ARIZONAINC	PO BOX 48024 NEWARK, NJ 07101	3/24/2003	23571059	$2,497
IMAGINE FOODS INC	PO BOX 31001-1812 PASADENA, CA 91110	2/10/2003	25781968	$3,394
IMAGINE FOODS INC	PO BOX 31001-1812 PASADENA, CA 91110	1/27/2003	23541719	$6,942
IMAGINE FOODS INC	PO BOX 31001-1812 PASADENA, CA 91110	3/3/2003	23554735	$6,766
IMAGINE FOODS INC	PO BOX 31001-1812 PASADENA, CA 91110	2/3/2003	23544154	$5,828
IMAGININGS 3	6401 GROSS POINT RD.	2/13/2003	67191	$1,451
IMAGININGS 3	6401 GROSS POINT RD.	2/21/2003	70147	$6,195
IMAGININGS 3	6401 GROSS POINT RD.	2/20/2003	69646	$3,791
IMAGININGS 3	6401 GROSS POINT RD.	2/12/2003	66522	$1,685
IMAGININGS 3	6401 GROSS POINT RD.	1/20/2003	58086	$1,310
IMAGININGS 3	6401 GROSS POINT RD.	2/13/2003	67191	$5,573
IMAGININGS 3	6401 GROSS POINT RD.	1/31/2003	62568	$2,106
IMAGININGS 3	6401 GROSS POINT RD.	2/13/2003	67191	$4,041
IMAGININGS 3	6401 GROSS POINT RD.	2/27/2003	72041	$2,197
IMAGININGS 3	6401 GROSS POINT ROAD NILES, IL 60714	2/26/2003	25788032	$72
IMAGININGS 3	6401 GROSS POINT ROAD NILES, IL 60714	3/11/2003	23560821	$30
IMAGININGS 3	6401 GROSS POINT ROAD NILES, IL 60714	3/10/2003	23559399	$3,000
IMAGININGS 3	6401 GROSS POINT ROAD NILES, IL 60714	1/2/2003	25763994	$3,499
IMAGININGS 3	6401 GROSS POINT ROAD NILES, IL 60714	2/18/2003	23548569	$3,974
IMAGININGS 3	6401 GROSS POINT ROAD NILES, IL 60714	2/7/2003	23546375	$7,720
IMAGININGS 3	6401 GROSS POINT ROAD NILES, IL 60714	1/15/2003	25770275	$500
IMAGININGS 3	6401 GROSS POINT ROAD NILES, IL 60714	2/18/2003	25783904	$500
IMAGININGS 3	6401 GROSS POINT ROAD NILES, IL 60714	2/19/2003	25785583	$900
IMAGININGS 3	6401 GROSS POINT ROAD NILES, IL 60714	3/6/2003	25791623	$6,864
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	1/29/2003	25774987	$262
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	1/24/2003	23542702	$17,848

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	2/24/2003	23553482	$10,915
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	3/11/2003	23561260	$1,539
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	1/6/2003	23536781	$16,707
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	1/10/2003	23538747	$16,131
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	1/17/2003	23540500	$10,379
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	1/6/2003	25766790	$794
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	3/3/2003	23555451	$11,929
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	2/5/2003	25778022	$485
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	2/14/2003	23549272	$11,862
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	1/21/2003	25771858	$1,037
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	1/31/2003	23544975	$18,212
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	3/31/2003	23576248	$16,536
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	3/24/2003	23571331	$13,153
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	3/17/2003	23566323	$11,718
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	3/14/2003	23564608	$1,021
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	3/10/2003	23560343	$13,238
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	2/21/2003	23551291	$12,899
IMLERS POULTRY	3421-51 BEALE AVE ALTOONA, PA 16601	2/10/2003	23547072	$14,920
IMLERS POULTRY	3421 BEALE AVE	1/6/2003	53561	$700
IMLERS POULTRY	3421 BEALE AVE	1/27/2003	60619	$1,047
IMLERS POULTRY	3421 BEALE AVE	2/10/2003	65583	$275
IMLERS POULTRY	3421 BEALE AVE	2/17/2003	68427	$401
IMLERS POULTRY	3421 BEALE AVE	1/16/2003	56950	$194
IMLERS POULTRY	3421 BEALE AVE	1/20/2003	58039	$524
IMLERS POULTRY	3421 BEALE AVE	3/24/2003	83561	$559
IMLERS POULTRY	3421 BEALE AVE	1/20/2003	58039	$275
IMLERS POULTRY	3421 BEALE AVE	3/10/2003	75570	$167
IMLERS POULTRY	3421 BEALE AVE	3/10/2003	75570	$275
IMLERS POULTRY	3421 BEALE AVE	3/3/2003	73239	$250
IMMACULATE LAWNCARE&LANDSCAPE	8016 NW MACE RD KANSAS CITY, MO 64152	1/15/2003	25767451	$700
IMPACT SIGNS INC	3270 W 2200 S SALT LAKE CITY, UT 84119	3/28/2003	23575002	$730
IMPACT WHOLESALE INC	1290 OSBORNE RD NE #C FRIDLEY, MN 55432	2/17/2003	23550859	$182
IMPACT WHOLESALE INC	1290 OSBORNE RD NE #C FRIDLEY, MN 55432	2/10/2003	23546618	$91
IMPACT WHOLESALE INC	1290 OSBORNE RD NE #C FRIDLEY, MN 55432	2/6/2003	23544504	$88
IMPACT WHOLESALE INC	1290 OSBORNE RD NE #C FRIDLEY, MN 55432	2/21/2003	23550122	$182
IMPACT WHOLESALE INC	1290 OSBORNE RD NE #C FRIDLEY, MN 55432	3/5/2003	23556858	$348
IMPACT WHOLESALE INC	1290 OSBORNE RD NE #C FRIDLEY, MN 55432	1/29/2003	23543177	$91
IMPACT WHOLESALE INC	1290 OSBORNE RD NE #C FRIDLEY, MN 55432	3/27/2003	23569413	$371
IMPACT WHOLESALE INC	1290 OSBORNE RD NE #C FRIDLEY, MN 55432	3/27/2003	23565519	$605
IMPACT WHOLESALE INC	1290 OSBORNE RD NE #C FRIDLEY, MN 55432	3/10/2003	23559713	$192
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	3/24/2003	23568333	$49,482
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	3/25/2003	23569215	$52,918
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	1/24/2003	23541860	$20,342
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	3/3/2003	25791022	$15,139
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	3/27/2003	23571864	$58,191

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	1/27/2003	25775213	$3,568
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	3/27/2003	23573539	$3,528
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	2/24/2003	25787452	$168
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	3/12/2003	23561548	$16,278
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	3/5/2003	23556722	$15,327
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	1/7/2003	25768040	$2,553
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	3/31/2003	23575375	$32,825
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	3/10/2003	23559398	$12,975
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	1/28/2003	25775894	$7,818
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	1/28/2003	25776461	$24,015
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	1/13/2003	25769137	$10,951
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	2/3/2003	25778875	$27,251
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	3/18/2003	23566848	$14,939
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	2/6/2003	25779514	$932
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	2/10/2003	25780274	$14,280
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	2/18/2003	25784337	$17,719
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	2/28/2003	25788648	$35,487
IMPERIAL DISTRIBUTING INC	DEPT.0868 P.O.BOX 120001 DALLAS, TX 75312	3/26/2003	23572732	$17,171
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	2/5/2003	25776907	$1,344
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	1/16/2003	25768930	$4,927
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	3/19/2003	25792065	$1,577
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	3/6/2003	25789693	$730
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	2/26/2003	25786536	$1,609
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	2/4/2003	25774943	$2,699
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	1/8/2003	25766428	$8,119
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	2/21/2003	25779936	$1,617
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	1/6/2003	25765727	$57
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	1/6/2003	25764785	$2,158
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	1/3/2003	25763563	$12,692
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	3/18/2003	23567389	$1,017
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	3/10/2003	23560162	$1,346
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	3/7/2003	23558760	$804
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	1/17/2003	25768422	$2,195
IMPERIAL OCEANS SEAFOOD INC	PO BOX 849 HAYES, VA 23072	2/21/2003	25783003	$1,976
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	1/2/2003	25763428	$4,586
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	1/24/2003	25770370	$4,586
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	3/13/2003	25791841	$4,582
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	1/30/2003	25773622	$10,058
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	2/6/2003	25777373	$5,032
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	2/13/2003	25779752	$9,543
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	2/21/2003	25784532	$4,622
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	3/13/2003	25791154	$9,679
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	3/6/2003	25788898	$4,586
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	2/21/2003	25783492	$5,499
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	3/24/2003	23570760	$5,458

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	1/10/2003	25764399	$2,293
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	1/17/2003	25768832	$5,448
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	2/5/2003	23545445	$2,321
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	2/12/2003	23547524	$15,476
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	3/5/2003	23556916	$10,924
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	3/27/2003	23562527	$4,657
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	3/27/2003	23564340	$5,704
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	3/27/2003	23567925	$2,293
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	3/25/2003	23572098	$5,458
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	2/20/2003	3041194	$4,586
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	1/23/2003	2050813	$5,458
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	1/10/2003	2050708	$4,377
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	3/19/2003	3041335	$2,321
IMPERIAL SECURITY SERVICE	2555 POPLAR AVE. MEMPHIS, TN 38112	2/27/2003	2051178	$5,458
IMPERIAL SUGAR	DEPT CH10323 PALENTINE, IL 60055	1/24/2003	25775459	$80,878
IMPERIAL SUGAR	DEPT CH10323 PALENTINE, IL 60055	1/8/2003	25767323	$26,241
IMPERIAL SUGAR	DEPT CH10323 PALENTINE, IL 60055	1/2/2003	23534611	$15,359
IMPERIAL SUGAR	DEPT CH10323 PALENTINE, IL 60055	1/22/2003	23540281	$14,506
IMPERIAL SUGAR	DEPT CH10323 PALENTINE, IL 60055	3/6/2003	23557645	$1,945
IMPERIAL SUGAR	DEPT CH10323 PALENTINE, IL 60055	3/3/2003	25791189	$18,188
IMPERIAL SUGAR	DEPT CH10323 PALENTINE, IL 60055	2/3/2003	25779020	$5,024
IMPERIAL SUGAR	DEPT CH10323 PALENTINE, IL 60055	1/31/2003	25778449	$3,089
IMPERIAL SUGAR	DEPT CH10323 PALENTINE, IL 60055	3/3/2003	25788209	$877
IMPERIAL SUGAR	DEPT CH10323 PALENTINE, IL 60055	2/28/2003	25788940	$3,000
IMPERIAL SUGAR	DEPT CH10323 PALENTINE, IL 60055	2/18/2003	23551799	$5,494
IN STORE SERVICES	1506 DANSFORTH COURT MARIETTA, GA 30062	2/28/2003	25785243	$268
IN STORE SERVICES	1506 DANSFORTH COURT MARIETTA, GA 30062	3/20/2003	3041359	$1,200
IN STORE SERVICES	1506 DANSFORTH COURT MARIETTA, GA 30062	3/20/2003	23568765	$1,421
IN STORE SERVICES	1506 DANSFORTH COURT MARIETTA, GA 30062	2/24/2003	3041171	$1,377
IN STORE SERVICES	1506 DANSFORTH COURT MARIETTA, GA 30062	3/12/2003	3041237	$1,209
IN STORE SERVICES	1506 DANSFORTH COURT MARIETTA, GA 30062	2/14/2003	25779935	$189
IN STORE SERVICES	1506 DANSFORTH COURT MARIETTA, GA 30062	3/27/2003	23573833	$628
IN STORE SERVICES	1506 DANSFORTH COURT MARIETTA, GA 30062	3/3/2003	3041214	$1,841
IN STORE SERVICES	1506 DANSFORTH COURT MARIETTA, GA 30062	3/20/2003	3041303	$1,605
IN ZONE INC	PO BOX 532874 ATLANTA, GA 30353	3/25/2003	23569626	$5,451
IN ZONE INC	PO BOX 532874 ATLANTA, GA 30353	3/28/2003	23574648	$12,405
IN ZONE INC	PO BOX 532874 ATLANTA, GA 30353	3/10/2003	25792661	$4,129
INDEPENDENT BUSINESS RESOURCES	2202 STATELINE ROAD SOUTHAVEN, MS 38671	2/20/2003	25785233	$1,500
INDEPENDENT BUSINESS RESOURCES	2202 STATELINE ROAD SOUTHAVEN, MS 38671	1/6/2003	25765708	$500
INDEPENDENT BUSINESS RESOURCES	2202 STATELINE ROAD SOUTHAVEN, MS 38671	1/6/2003	25766403	$500
INDEPENDENT BUSINESS RESOURCES	2202 STATELINE ROAD SOUTHAVEN, MS 38671	1/13/2003	25768409	$500
INDEPENDENT RETAILERS GROUP	PO BOX 878 ATTN PAUL MESSINA ELMER, NJ 08310	1/9/2003	1027043	$5,326
INDEPENDENT RETAILERS GROUP	PO BOX 878 ATTN PAUL MESSINA ELMER, NJ 08310	3/17/2003	25788284	$8,020
INDEPENDENT RETAILERS GROUP	PO BOX 878 ATTN PAUL MESSINA ELMER, NJ 08310	2/20/2003	1027399	$2,212
INDEPENDENT RETAILERS GROUP	PO BOX 878 ATTN PAUL MESSINA ELMER, NJ 08310	1/21/2003	23539198	$1,055

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	1/23/2003	23540715	$1,005
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	1/13/2003	23538975	$3,524
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	2/20/2003	23549554	$14,938
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	2/3/2003	23544173	$3,349
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	1/6/2003	23535662	$46,489
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	1/6/2003	23536059	$1,340
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	1/13/2003	23538185	$2,144
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	3/7/2003	23558113	$2,990
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	1/21/2003	23539947	$4,664
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	1/29/2003	23543813	$2,652
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	1/28/2003	23541748	$1,675
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	1/29/2003	23543659	$2,425
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	1/8/2003	23537586	$18,788
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	1/15/2003	23539720	$1,725
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	2/17/2003	23550532	$2,712
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	2/12/2003	23546277	$43,648
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	2/12/2003	23548120	$50,534
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	2/19/2003	23552092	$19,206
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	2/21/2003	23552379	$43,520
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	3/4/2003	23555771	$1,474
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	3/24/2003	23566770	$2,707
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	3/25/2003	23571789	$820
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	3/31/2003	23575253	$1,760
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	2/5/2003	23545958	$11,998
INDEX FRESH	PO BOX 250 BLOOMINGTON, CA 92316	3/24/2003	23570228	$789
INDIANA CARTON	PO BOX 68 BREMEN, IN 46506	1/2/2003	25763908	$9,122
INDIANA CIGARETTE TAX	WALLY STRANGE	3/21/2003	82993	$329,004
INDIANA CIGARETTE TAX	WALLY STRANGE	3/5/2003	73932	$329,004
INDIANA CIGARETTE TAX	WALLY STRANGE	3/14/2003	78641	$329,004
INDIANA DEPT OF REVENUE	SPECIAL TAX DIVISION	3/13/2003	78001	$56,214
INDIANA DEPT OF REVENUE	C/O DC 50	1/13/2003	55729	$1,876
INDIANA DEPT OF REVENUE	C/O DC 50	1/13/2003	55729	$836
INDIANA DEPT OF REVENUE	C/O DC# 51	3/5/2003	74019	$759
INDIANA DEPT OF REVENUE	C/O DC 50	2/6/2003	64570	$2,040
INDIANA DEPT OF REVENUE	C/O DC 50	2/10/2003	65653	$819
INDIANA DEPT OF REVENUE	C/O DC 50	3/10/2003	75658	$783
INDIANA DEPT OF REVENUE	CHICAGO DIV	3/12/2003	76946	$32,900
INDULGENT FOODS	1756 SOUTH 4250 WEST SALT LAKE CITY, UT 84104	1/9/2003	25766292	$1,487
INDULGENT FOODS	1756 SOUTH 4250 WEST SALT LAKE CITY, UT 84104	1/27/2003	25772356	$1,177
INDULGENT FOODS	1756 SOUTH 4250 WEST SALT LAKE CITY, UT 84104	1/2/2003	25763458	$12,574
INDULGENT FOODS	1756 SOUTH 4250 WEST SALT LAKE CITY, UT 84104	1/2/2003	25764491	$36,030
INDULGENT FOODS	1756 SOUTH 4250 WEST SALT LAKE CITY, UT 84104	1/9/2003	25767327	$4,611
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	1/8/2003	23531554	$1,053
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	2/3/2003	23543930	$741
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	2/18/2003	23546811	$972

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	1/13/2003	23537728	$553
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	2/3/2003	23543522	$791
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	2/3/2003	23541332	$744
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	2/18/2003	23547571	$633
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	3/5/2003	23556985	$537
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	3/3/2003	23555224	$1,492
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	2/13/2003	23550149	$248
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	3/7/2003	23558604	$830
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	3/10/2003	23559972	$156
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	3/24/2003	23561844	$135
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	3/24/2003	23562597	$377
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	3/20/2003	23568645	$787
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	3/24/2003	23570918	$1,041
INDUSTRIAL CASTER	& WHEEL CO. INC. 2200 CARDEN STREET SAN LEANDRO, C	1/8/2003	23535782	$687
INDUSTRIAL CHEMICAL EQUIP CO	PO BOX 50131 NASHVILLE, TN 37205	3/6/2003	25791190	$237
INDUSTRIAL CHEMICAL EQUIP CO	PO BOX 50131 NASHVILLE, TN 37205	2/20/2003	25785151	$237
INDUSTRIAL CHEMICAL EQUIP CO	PO BOX 50131 NASHVILLE, TN 37205	2/20/2003	25784574	$225
INDUSTRIAL CHEMICAL EQUIP CO	PO BOX 50131 NASHVILLE, TN 37205	3/25/2003	23572137	$612
INDUSTRIAL CHEMTEX	7474 CREEDMOOR ROAD #320 RALEIGH, NC 27613	3/24/2003	23571050	$500
INDUSTRIAL CHEMTEX	7474 CREEDMOOR ROAD #320 RALEIGH, NC 27613	3/31/2003	23576021	$250
INDUSTRIAL CHEMTEX	7474 CREEDMOOR ROAD #320 RALEIGH, NC 27613	1/17/2003	25770959	$250
INDUSTRIAL DOCK & DOOR INC	7575 TYLER BLVD-UNIT A-8 MENTOR, OH 44060	2/3/2003	23545156	$8,377
INDUSTRIAL FUMIGANT CO	PO 410057 KANSAS CITY, MO 64141	3/25/2003	23568705	$8,901
INDUSTRIAL FUMIGANT CO	PO 410057 KANSAS CITY, MO 64141	1/22/2003	25773106	$9,369
INDUSTRIAL FUMIGANT CO	PO 410057 KANSAS CITY, MO 64141	2/7/2003	25780511	$8,988
INDUSTRIAL INJECTION SERVICE	1201 SOUTH 700 WEST SALT LAKE CITY, UT 84104	1/31/2003	25775740	$603
INDUSTRIAL OILS UNLIMITED	PO BOX 3066 TULSA, OK 74101	3/6/2003	23557742	$1,122
INDUSTRIAL PARTS	ELEC MOTORS INC 5693 E SHELBY DR MEMPHIS, TN 3814	3/24/2003	23571026	$541
INDUSTRIAL PARTS	ELEC MOTORS INC 5693 E SHELBY DR MEMPHIS, TN 3814	1/27/2003	25774379	$513
INDUSTRIAL SAFETY SUPPLY	P.O. BOX 8686 EMERYVILLE, CA 94662	1/31/2003	23545119	$280
INDUSTRIAL SAFETY SUPPLY	P.O. BOX 8686 EMERYVILLE, CA 94662	2/21/2003	23549842	$363
INDUSTRIAL SAFETY SUPPLY	P.O. BOX 8686 EMERYVILLE, CA 94662	1/24/2003	23541408	$420
INDUSTRIAL SAFETY SUPPLY	P.O. BOX 8686 EMERYVILLE, CA 94662	1/6/2003	23536905	$263
INDUSTRIAL SAFETY SUPPLY	P.O. BOX 8686 EMERYVILLE, CA 94662	1/30/2003	23544034	$196
INDUSTRIAL SAFETY SUPPLY	P.O. BOX 8686 EMERYVILLE, CA 94662	3/24/2003	23571537	$149
INDUSTRIAL SAFETY SUPPLY	P.O. BOX 8686 EMERYVILLE, CA 94662	1/6/2003	23535890	$207
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	1/24/2003	25772798	$50
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	3/14/2003	23564066	$330
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	1/6/2003	23537094	$144
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	1/13/2003	23538201	$95
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	2/3/2003	23544194	$50
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	3/3/2003	23554778	$90
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	3/11/2003	23560770	$50
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	3/28/2003	23571804	$52
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	2/18/2003	25783870	$380

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	2/24/2003	23552709	$380
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	2/24/2003	25786777	$50
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	1/17/2003	23539964	$50
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	2/10/2003	25780783	$90
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	3/18/2003	23566783	$91
INDUSTRIAL TOWEL & UNIFORM INC	2700 S 160TH ST NEW BERLIN, WI 53151	1/2/2003	25763891	$100
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	1/27/2003	60698	$87
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	1/27/2003	60698	$39
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	2/28/2003	72612	$85
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	3/24/2003	83631	$86
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	3/24/2003	83631	$40
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	3/25/2003	84354	$85
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	3/25/2003	84354	$32
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	3/10/2003	75636	$39
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	3/10/2003	75636	$85
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	3/18/2003	80292	$85
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	2/10/2003	65623	$39
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	1/13/2003	55716	$39
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	2/28/2003	72612	$39
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	1/13/2003	55716	$85
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	2/19/2003	69177	$39
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	2/19/2003	69177	$39
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	2/3/2003	63263	$85
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	2/19/2003	69177	$85
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	2/3/2003	63263	$39
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	2/19/2003	69177	$85
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	1/27/2003	60698	$40
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	1/27/2003	60698	$85
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	1/13/2003	55716	$85
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	2/10/2003	65623	$85
INDUSTRIAL UNIFORM	10 PARK AVE ROAD	1/13/2003	55716	$39
INDUSTRIAL WASTE & SALVAGE	PO BOX 446 FRESNO, CA 93709	2/24/2003	23553220	$2,680
INDUSTRIAL WASTE & SALVAGE	PO BOX 446 FRESNO, CA 93709	1/29/2003	23543521	$1,981
INDUSTRIAL WASTE & SALVAGE	PO BOX 446 FRESNO, CA 93709	1/2/2003	23535781	$2,788
INDUSTRIAL WATER SERVICES INC	PO BOX 127 SOUTHAVEN, MS 38671	1/6/2003	25762908	$1,699
INFO SOL INC.	1831 W ROSE GARDEN	3/21/2003	83099	$172
INFO SOL INC.	1831 W ROSE GARDEN	2/28/2003	72633	$315
INFO SOL INC.	1831 W ROSE GARDEN	2/27/2003	72074	$172
INFO SOL INC.	1831 W ROSE GARDEN	3/3/2003	73328	$172
INFOIMAGE	423 GRANDVIEW DRIVE SOUTH SAN FRANCISCO, CA 9408	1/6/2003	23536520	$978
INFOIMAGE	423 GRANDVIEW DRIVE SOUTH SAN FRANCISCO, CA 9408	1/8/2003	23537729	$2,182
INFOIMAGE	423 GRANDVIEW DRIVE SOUTH SAN FRANCISCO, CA 9408	2/24/2003	3018211	$2,266
INFOIMAGE	423 GRANDVIEW DRIVE SOUTH SAN FRANCISCO, CA 9408	2/18/2003	23551839	$6,476
INFOIMAGE	423 GRANDVIEW DRIVE SOUTH SAN FRANCISCO, CA 9408	2/5/2003	3017982	$8,906
INFOIMAGE	423 GRANDVIEW DRIVE SOUTH SAN FRANCISCO, CA 9408	1/15/2003	23539784	$972

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INFOIMAGE	423 GRANDVIEW DRIVE SOUTH SAN FRANCISCO, CA 9408	3/27/2003	23569570	$454
INFOIMAGE	423 GRANDVIEW DRIVE SOUTH SAN FRANCISCO, CA 9408	3/6/2003	23557675	$1,180
INFOIMAGE	423 GRANDVIEW DRIVE SOUTH SAN FRANCISCO, CA 9408	3/13/2003	23562598	$3,985
INFORMATION & LOGISTICS	6070 SADDLEBACK WAY SACRAMENTO, CA 95823	3/10/2003	25792827	$9,760
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/6/2003	25767088	$2,186
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/13/2003	23539059	$2,760
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	3/4/2003	25791683	$191
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/17/2003	23540077	$3,396
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	3/25/2003	23568403	$3,618
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/13/2003	23538328	$17,784
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	3/31/2003	23575498	$56,276
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	3/24/2003	23566919	$117
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/13/2003	25769644	$255
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/14/2003	25770773	$1,616
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	3/24/2003	23567830	$210
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/30/2003	23544357	$28,998
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/7/2003	23546470	$13,036
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/10/2003	23547439	$10,298
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	3/28/2003	23570462	$16,346
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/21/2003	23540771	$3,532
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	3/3/2003	25791057	$2,477
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	3/3/2003	25790471	$1,974
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/25/2003	25788713	$1,490
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	3/17/2003	23565289	$5,448
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/25/2003	25788067	$28,452
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/24/2003	25787508	$189
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/3/2003	23536214	$61,942
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/4/2003	25779578	$3,570
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/6/2003	23537191	$10,634
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/3/2003	23545369	$686
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/10/2003	25781392	$3,702
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/3/2003	25778290	$401
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/28/2003	25776537	$1,839
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/27/2003	25775275	$10,216
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	3/25/2003	23569299	$19,130
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/3/2003	23534349	$5,207
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/21/2003	25772162	$4,800
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/17/2003	23550715	$7,437
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/10/2003	25782053	$5,612
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	1/27/2003	23543121	$21,660
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	3/6/2003	23557493	$1,422
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	3/3/2003	23554929	$79
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/18/2003	23551672	$486
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/18/2003	23549623	$1,413
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/18/2003	23548660	$1,023

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INGRAM ENTERTAINMENT	PO BOX 841354 DALLAS, TX 75284	2/25/2003	23553847	$277
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/14/2003	23549273	$13,268
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/7/2003	23537463	$9,484
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/10/2003	23538748	$109,617
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/10/2003	23539274	$65,288
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	3/7/2003	23558852	$44,494
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	3/6/2003	23557833	$5,910
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/6/2003	23536782	$116,576
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/17/2003	23540501	$31,447
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/21/2003	23540928	$26,865
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/21/2003	23551974	$12,005
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/6/2003	23547073	$22,480
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	3/3/2003	23555452	$6,081
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/14/2003	23549787	$33,232
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/21/2003	23551292	$16,136
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/29/2003	25775647	$23,000
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	3/5/2003	23557163	$2,051
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/24/2003	23553483	$19,433
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	3/4/2003	23556410	$3,941
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/25/2003	23554041	$17,381
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/28/2003	23542703	$51,083
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/11/2003	25781769	$137,460
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/27/2003	23544976	$108,143
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/18/2003	25784752	$27,553
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/7/2003	25767589	$2,915
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/3/2003	25776985	$29,743
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/22/2003	25773821	$2,287
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/14/2003	25771027	$3,530
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/13/2003	25770523	$1,601
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/3/2003	25778628	$1,302
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/8/2003	25768495	$6,817
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/19/2003	25785305	$18,850
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/22/2003	25772565	$1,225
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/4/2003	25780000	$4,638
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/31/2003	23545559	$196
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/11/2003	25782307	$15,783
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/20/2003	25785973	$4,134
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/24/2003	25788361	$66,435
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/26/2003	25789158	$8,926
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	3/3/2003	25790815	$9,212
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	3/5/2003	25791337	$50,171
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	3/31/2003	23576249	$21,905
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/29/2003	23543345	$61,776
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	2/4/2003	23547684	$38,336
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	3/10/2003	23560344	$41,368

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	1/13/2003	25770032	$9,765
INGRAM VIDEO	PO BOX 91407 CHICAGO, IL 60693	3/5/2003	25792154	$3,727
INGRAM'S FOODTOWN	108 W. ARMORY ST. TRENTON, TN 38382	2/20/2003	1000006335	$624
INGRAM'S FOODTOWN	108 W. ARMORY ST. TRENTON, TN 38382	3/20/2003	1000008842	$533
INGRAM'S FOODTOWN	108 W. ARMORY ST. TRENTON, TN 38382	1/10/2003	3039636	$123
INGRAM'S FOODTOWN	108 W. ARMORY ST. TRENTON, TN 38382	2/27/2003	1000007225	$45
INGRAM'S FOODTOWN	108 W. ARMORY ST. TRENTON, TN 38382	1/31/2003	2068061	$668
INGREDIENTS CORP OF AMERICA	PO BOX 240597 MEMPHIS, TN 38124	1/21/2003	25771323	$1,311
INGREDIENTS CORP OF AMERICA	PO BOX 240597 MEMPHIS, TN 38124	3/7/2003	23558409	$1,018
INGREDIENTS CORP OF AMERICA	PO BOX 240597 MEMPHIS, TN 38124	2/20/2003	25784474	$1,749
INITIAL SECURITY	PO BOX 4653 OAK BROOK, IL 60522	3/4/2003	25791936	$3,659
INITIAL SECURITY	PO BOX 4653 OAK BROOK, IL 60522	2/7/2003	25781016	$21,074
INITIAL SECURITY	PO BOX 4653 OAK BROOK, IL 60522	3/7/2003	23558622	$3,418
INITIAL SECURITY	PO BOX 4653 OAK BROOK, IL 60522	3/24/2003	23570942	$2,783
INITIAL SECURITY	PO BOX 4653 OAK BROOK, IL 60522	2/24/2003	23553236	$3,618
INITIAL SECURITY	PO BOX 4653 OAK BROOK, IL 60522	3/25/2003	23568662	$6,482
INITIAL SECURITY	PO BOX 4653 OAK BROOK, IL 60522	3/11/2003	23561098	$12,435
INITIAL SECURITY	PO BOX 4653 OAK BROOK, IL 60522	1/22/2003	25773679	$7,509
INITIAL SECURITY	PO BOX 4653 OAK BROOK, IL 60522	1/8/2003	1027103	$23,023
INITIAL SECURITY	PO BOX 4653 OAK BROOK, IL 60522	3/4/2003	1027468	$6,401
INITIAL SECURITY	PO BOX 4653 OAK BROOK, IL 60522	1/8/2003	1027133	$7,406
INITIAL SECURITY	PO BOX 4653 OAK BROOK, IL 60522	2/25/2003	1027439	$6,454
INLAND / JOSEPH CO	PO BOX 158 WAPATO, WA 98951	1/15/2003	25769071	$12,002
INLAND / JOSEPH CO	PO BOX 158 WAPATO, WA 98951	3/14/2003	23564009	$6,459
INLAND / JOSEPH CO	PO BOX 158 WAPATO, WA 98951	3/26/2003	23569094	$2,800
INLAND / JOSEPH CO	PO BOX 158 WAPATO, WA 98951	3/24/2003	23564910	$4,381
INLAND / JOSEPH CO	PO BOX 158 WAPATO, WA 98951	3/5/2003	25791512	$5,480
INLAND FRUIT & PRODUCE INC	PO BOX 158 WAPATO, WA 98951	1/3/2003	23535746	$1,110
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	1/21/2003	23540186	$4,475
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	1/6/2003	25765509	$8,650
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	1/8/2003	25766712	$8,700
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	1/15/2003	25769227	$4,500
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	1/29/2003	25775983	$4,070
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	2/12/2003	25781473	$3,977
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	2/12/2003	25780931	$5,400
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	2/14/2003	25782750	$8,282
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	3/25/2003	23567058	$12,731
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	1/31/2003	25776640	$12,550
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	3/10/2003	23559722	$16,450
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	1/13/2003	23538434	$8,650
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	2/24/2003	23553021	$7,421
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	3/3/2003	23555053	$4,150
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	2/12/2003	23546625	$4,119
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	2/4/2003	23544508	$4,150
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	2/20/2003	23548809	$4,000

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	3/31/2003	23575686	$12,950
INMAN TRUCKING INC.	125-1 GREGORY RD. NE LELAND, NC 28451	3/27/2003	23570660	$4,675
INMANS	PO BOX 410 DUBLIN, NC 28332	1/30/2003	1000004973	$3,748
INNO-PAK INC	PO BOX 632800 CINCINNATI, OH 45263	3/24/2003	23571156	$1,517
INNO-PAK INC	PO BOX 632800 CINCINNATI, OH 45263	3/28/2003	23574742	$982
INNO-PAK INC	PO BOX 632800 CINCINNATI, OH 45263	2/26/2003	23554200	$296
INSCO, JACK	C/O DC# 175	3/12/2003	77030	$246
INSCO, JACK	C/O DC# 175	3/20/2003	82293	$341
INSCO, JACK	C/O DC# 175	3/5/2003	74044	$285
INSCO, JACK	C/O DC# 175	3/20/2003	82293	$205
INSCO, JACK	C/O DC# 175	3/28/2003	86426	$380
INSTANTWHIP/TIP TOP FOODS INC	475 LESSER STREET OAKLAND, CA 94601	3/5/2003	23556847	$4,360
INTEGRITY CONSULTING	1070 LAKESHORE DR GALLATIN, TN 37066	3/5/2003	23557005	$300
INTEGRITY CONSULTING	1070 LAKESHORE DR GALLATIN, TN 37066	2/28/2003	25788997	$121
INTEGRITY CONSULTING	1070 LAKESHORE DR GALLATIN, TN 37066	2/6/2003	25779058	$380
INTEGRITY CONSULTING	1070 LAKESHORE DR GALLATIN, TN 37066	3/13/2003	23562614	$342
INTEGRITY CONSULTING	1070 LAKESHORE DR GALLATIN, TN 37066	2/12/2003	23547591	$423
INTEGRITY CONSULTING	1070 LAKESHORE DR GALLATIN, TN 37066	1/6/2003	23536559	$1,649
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/10/2003	23559509	$204,671
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/9/2003	31117931	$250,854
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/13/2003	25780858	$1,069
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/8/2003	23537942	$158,013
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/8/2003	23537631	$7,865
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/8/2003	23537185	$8,448
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/3/2003	31118276	$247,105
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/7/2003	31117897	$150,592
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/22/2003	23541271	$16,764
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/11/2003	25780317	$54,073
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/9/2003	23537944	$154,040
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/12/2003	23547790	$42,611
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/24/2003	23565265	$243,778
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/13/2003	23562388	$72,748
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/12/2003	23561597	$4,761
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/19/2003	25783385	$147,886
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/24/2003	23565266	$190,427
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/25/2003	23568396	$29,466
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/27/2003	25786289	$72,564
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/28/2003	23543461	$21,545
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/22/2003	23541477	$9,344
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/12/2003	23546458	$227,855
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/22/2003	23541061	$148,984
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/16/2003	23539745	$73,527
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/15/2003	23539396	$62,922
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/8/2003	23537943	$284,027
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/12/2003	31118134	$209,445

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/27/2003	25786288	$182,570
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/30/2003	23543678	$78,475
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/5/2003	23545650	$18,656
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/4/2003	25789462	$217,755
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/6/2003	23545813	$33,990
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/21/2003	23550273	$22,792
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/10/2003	23546457	$122,941
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/24/2003	23565267	$149,967
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/22/2003	23541060	$188,799
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/20/2003	25783931	$79,240
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/5/2003	25777799	$10,087
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/14/2003	25768745	$30,112
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/31/2003	23575478	$273,516
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/24/2003	23570438	$253,655
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/31/2003	23575476	$236,993
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/27/2003	23573581	$34,697
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/26/2003	23572789	$44,544
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/24/2003	23570441	$70,627
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/17/2003	23550700	$273,230
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/24/2003	23570439	$236,947
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/11/2003	23560877	$20,728
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/31/2003	23575477	$221,300
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/5/2003	25789970	$13,040
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/19/2003	31118195	$254,980
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/26/2003	31118231	$159,737
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/26/2003	23569288	$33,610
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/27/2003	31118009	$140,526
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/5/2003	31118100	$288,209
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/24/2003	23570440	$259,551
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/21/2003	25771286	$18,884
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/24/2003	23552850	$164,014
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/17/2003	23550699	$261,806
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/28/2003	31118037	$205,579
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/21/2003	23549924	$45,173
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/18/2003	23548640	$189,819
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/28/2003	23574302	$83,522
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/5/2003	25777273	$162,366
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/19/2003	25783386	$78,383
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	1/16/2003	25769167	$148,882
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/12/2003	23548158	$11,708
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/12/2003	23547981	$23,363
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	3/10/2003	23559508	$130,536
INTER-AMERICAN FOODS INC	PO BOX 641274 CINCINNATI, OH 45264	2/5/2003	25777274	$66,221
INTERBAKE FOODS INC	ELIZABETH DIVISION PO BOX 23133 NEWARK, NJ 07189	3/3/2003	25789375	$8,925
INTERCON	PO BOX 101445 NASHVILLE, TN 37224	3/12/2003	23561961	$300

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INTERCON	PO BOX 101445 NASHVILLE, TN 37224	2/25/2003	23554001	$645
INTERCON	PO BOX 101445 NASHVILLE, TN 37224	2/10/2003	23546948	$600
INTERCON	PO BOX 101445 NASHVILLE, TN 37224	2/24/2003	23553364	$300
INTERCON	PO BOX 101445 NASHVILLE, TN 37224	2/20/2003	23551171	$645
INTER-CONTINENTAL CIGAR	CORPORATION	3/21/2003	83034	$1,176
INTER-CONTINENTAL CIGAR	CORPORATION	3/21/2003	83034	$2,352
INTER-CONTINENTAL CIGAR	CORPORATION	1/22/2003	58701	$580
INTER-CONTINENTAL CIGAR	CORPORATION	1/22/2003	58701	$580
INTER-CONTINENTAL CIGAR	CORPORATION	1/22/2003	58701	$580
INTER-CONTINENTAL CIGAR	CORPORATION	1/22/2003	58701	$568
INTER-CONTINENTAL CIGAR	CORPORATION	1/22/2003	58701	$568
INTER-CONTINENTAL CIGAR	CORPORATION	3/21/2003	83034	$1,176
INTER-CONTINENTAL CIGAR	CORPORATION	3/21/2003	83034	$9,015
INTER-CONTINENTAL CIGAR	CORPORATION	3/21/2003	83034	$1,176
INTER-CONTINENTAL CIGAR	CORPORATION	3/21/2003	83034	$1,176
INTERCORP EXCELLE FOODS INC.	1880 ORMONT DRIVE TORONTO, OR CANADA M9L2V4 0000	1/10/2003	25766257	$2,884
INTERCORP EXCELLE FOODS INC.	1880 ORMONT DRIVE TORONTO, OR CANADA M9L2V4 0000	3/10/2003	23559809	$958
INTERCORP EXCELLE FOODS INC.	1880 ORMONT DRIVE TORONTO, OR CANADA M9L2V4 0000	3/17/2003	23565651	$1,045
INTERCORP EXCELLE FOODS INC.	1880 ORMONT DRIVE TORONTO, OR CANADA M9L2V4 0000	2/24/2003	23553093	$1,879
INTERCORP EXCELLE FOODS INC.	1880 ORMONT DRIVE TORONTO, OR CANADA M9L2V4 0000	2/26/2003	25786382	$2,479
INTERCRAFT INDUSTRIES	PO BOX 92026 CHICAGO, IL 60675	1/27/2003	25774248	$15
INTERCRAFT INDUSTRIES	PO BOX 92026 CHICAGO, IL 60675	3/24/2003	23567122	$1,352
INTERCRAFT INDUSTRIES	PO BOX 92026 CHICAGO, IL 60675	1/21/2003	25771343	$336
INTERCRAFT INDUSTRIES	PO BOX 92026 CHICAGO, IL 60675	1/13/2003	25768825	$222
INTERCRAFT INDUSTRIES	PO BOX 92026 CHICAGO, IL 60675	2/18/2003	25783484	$905
INTERCRAFT INDUSTRIES	PO BOX 92026 CHICAGO, IL 60675	1/3/2003	25765557	$356
INTERCRAFT INDUSTRIES	PO BOX 92026 CHICAGO, IL 60675	1/3/2003	25764383	$213
INTERCRAFT INDUSTRIES	PO BOX 92026 CHICAGO, IL 60675	3/24/2003	23565659	$893
INTERCRAFT INDUSTRIES	PO BOX 92026 CHICAGO, IL 60675	1/8/2003	25767267	$1,182
INTERCRAFT INDUSTRIES	PO BOX 92026 CHICAGO, IL 60675	3/24/2003	23570743	$893
INTERCRAFT INDUSTRIES	PO BOX 92026 CHICAGO, IL 60675	3/4/2003	25789541	$327
INTERCRAFT INDUSTRIES	PO BOX 92026 CHICAGO, IL 60675	3/7/2003	23558493	$85
INTERCRAFT INDUSTRIES	PO BOX 92026 CHICAGO, IL 60675	3/10/2003	23559815	$1,773
INTERIOR FOCUS INC	7740 TRINITY ROAD STE 109 CORDOVA, TN 38018	3/10/2003	25792717	$6,290
INTERMETRO INDUSTRIES CORP	PO BOX 93730 CHICAGO, IL 60673	1/6/2003	23536677	$1,051
INTERMETRO INDUSTRIES CORP	PO BOX 93730 CHICAGO, IL 60673	2/18/2003	25785245	$2,604
INTERMEX PRODUCTS	PO BOX 5392 CHULA VISTA, CA 92012	3/3/2003	23554940	$9,417
INTERMEX PRODUCTS	PO BOX 5392 CHULA VISTA, CA 92012	3/31/2003	23575517	$7,411
INTERMEX PRODUCTS	PO BOX 5392 CHULA VISTA, CA 92012	1/13/2003	23537950	$7,905
INTERMEX PRODUCTS	PO BOX 5392 CHULA VISTA, CA 92012	1/13/2003	23537203	$9,030
INTERMEX PRODUCTS	PO BOX 5392 CHULA VISTA, CA 92012	1/23/2003	23541065	$10,334
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	2/25/2003	25787490	$945
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	2/19/2003	25783927	$2,229
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	2/11/2003	25780309	$165
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	2/11/2003	25781379	$325

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	3/5/2003	25791666	$1,683
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	3/10/2003	23559485	$65
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	1/14/2003	25769160	$9,063
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	1/2/2003	25765394	$3,901
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	3/26/2003	23572778	$968
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	3/28/2003	23570419	$357
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	3/12/2003	23561587	$2,457
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	2/5/2003	25778903	$1,235
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	2/19/2003	25783376	$315
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	2/21/2003	25785004	$163
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	2/5/2003	25779560	$120
INTERMOUNTAIN GREETING CARDS	6505 SO COTTONWOOD ST MURRAY, UT 84107	3/13/2003	23562380	$812
INTERNAL REVENUE SERVICE	CINCINNATI OFFICE CINCINNATI, OH 45999	1/6/2003	4067630	$862
INTERNATIONAL BAKING CO	FILE 54316 LOS ANGELES, CA 90074	2/27/2003	25791338	$3,039
INTERNATIONAL BUSINESS	C/O DC# 143	1/20/2003	58113	$3,303
INTERNATIONAL CASINGS GRP INC	33467 TREASURY CENTER CHICAGO, IL 60694	1/13/2003	23538312	$510
INTERNATIONAL CASINGS GRP INC	33467 TREASURY CENTER CHICAGO, IL 60694	1/15/2003	25769629	$460
INTERNATIONAL CASINGS GRP INC	33467 TREASURY CENTER CHICAGO, IL 60694	3/31/2003	23575462	$510
INTERNATIONAL COMMISSARY CORP	C/O HENRY J DOWN JR 491 WEST SAN CARLOS ST SAN JOS	2/25/2003	23553848	$3,837
INTERNATIONAL COMMISSARY CORP	C/O HENRY J DOWN JR 491 WEST SAN CARLOS ST SAN JOS	3/25/2003	23571930	$1,674
INTERNATIONAL COMMISSARY CORP	C/O HENRY J DOWN JR 491 WEST SAN CARLOS ST SAN JOS	1/13/2003	23540078	$13,734
INTERNATIONAL COMMISSARY CORP	C/O HENRY J DOWN JR 491 WEST SAN CARLOS ST SAN JOS	3/31/2003	23575499	$18,355
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	3/5/2003	25790443	$8,056
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	1/21/2003	25772138	$2,876
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	2/4/2003	25779543	$6,098
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	2/20/2003	25784362	$4,299
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	2/26/2003	25787484	$4,421
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	2/26/2003	25788054	$1,858
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	2/12/2003	25781369	$4,417
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	3/31/2003	23575443	$9,692
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	3/28/2003	23570403	$4,475
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	3/24/2003	23566889	$4,801
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	3/14/2003	23564158	$3,483
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	1/21/2003	23540051	$6,297
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	1/10/2003	23538299	$6,078
INTERNATIONAL DIST CORP	PO BOX 17402 ST LOUIS, MO 63178	2/24/2003	25786839	$1,738
INTERNATIONAL FOOD GROUP INC	2401 WILLAMETTE DRIVE SUITE 240 PLANT CITY, FL 33	3/3/2003	25790097	$3,035
INTERNATIONAL FOOD GROUP INC	2401 WILLAMETTE DRIVE SUITE 240 PLANT CITY, FL 33	3/12/2003	23561823	$1,441
INTERNATIONAL FOOD GROUP INC	2401 WILLAMETTE DRIVE SUITE 240 PLANT CITY, FL 33	3/5/2003	23556967	$6,669
INTERNATIONAL FOOD GROUP INC	2401 WILLAMETTE DRIVE SUITE 240 PLANT CITY, FL 33	2/27/2003	25788952	$378
INTERNATIONAL FOOD GROUP INC	2401 WILLAMETTE DRIVE SUITE 240 PLANT CITY, FL 33	2/26/2003	25787675	$9,676
INTERNATIONAL FOOD GROUP INC	2401 WILLAMETTE DRIVE SUITE 240 PLANT CITY, FL 33	3/24/2003	23567199	$10,033
INTERNATIONAL FOOD GROUP INC	2401 WILLAMETTE DRIVE SUITE 240 PLANT CITY, FL 33	2/21/2003	25785810	$2,283
INTERNATIONAL FOOD GROUP INC	2401 WILLAMETTE DRIVE SUITE 240 PLANT CITY, FL 33	2/20/2003	25784032	$11,887
INTERNATIONAL FOOD GROUP INC	2401 WILLAMETTE DRIVE SUITE 240 PLANT CITY, FL 33	2/13/2003	25781583	$3,701

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INTERNATIONAL FROZEN FOODS	PO BOX 1217 CASTROVILLE, CA 95012	3/25/2003	23572212	$7,872
INTERNATIONAL HOBBY CORP	Not Available	1/30/2003	1107057699	$1,016
INTERNATIONAL HOBBY CORP	Not Available	2/3/2003	1107057797	$691
INTERNATIONAL HOBBY CORP	Not Available	2/4/2003	1107057857	$239
INTERNATIONAL HOBBY CORP	Not Available	1/3/2003	1107056717	$466
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	1/7/2003	23535374	$184,842
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	1/14/2003	23538448	$9,325
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/4/2003	23542176	$225,709
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/4/2003	23544533	$64,513
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/21/2003	23548834	$137,601
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/17/2003	23550880	$214,157
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	3/3/2003	23555076	$205,528
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	1/14/2003	23537278	$32,625
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	1/14/2003	23536370	$117,282
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	3/10/2003	23559751	$220,198
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	3/31/2003	23575711	$80,089
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/24/2003	23553044	$151,562
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	1/7/2003	23532321	$45,864
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	3/25/2003	23572055	$70,588
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	3/27/2003	23568523	$14,726
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	3/24/2003	23565572	$225,925
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	3/12/2003	23561725	$201,060
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	3/11/2003	23560986	$16,234
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	1/6/2003	25761265	$184,615
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	3/4/2003	23556065	$39,987
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/6/2003	25777867	$34,404
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	1/8/2003	25767222	$16,278
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	1/14/2003	25768212	$87,343
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	3/5/2003	25790557	$36,065
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/3/2003	25775371	$72,201
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	1/13/2003	25769235	$7,600
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	1/15/2003	25769734	$60,178
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	1/6/2003	25760103	$180,789
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	1/6/2003	25764319	$152,375
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/26/2003	25786956	$39,897
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/6/2003	25778370	$98,123
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/11/2003	25780404	$162,715
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/10/2003	25780942	$53,836
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/12/2003	25781483	$90,630
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/13/2003	25782126	$11,181
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/21/2003	25784497	$101,046
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	3/5/2003	25790039	$31,682
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	3/24/2003	23570686	$50,245
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	3/6/2003	25791122	$22,432
INTERNATIONAL MULTIFOODS	FRMLY PILLSBURY DEPT CH 14073 PALATINE, IL 60055	2/4/2003	25774826	$48,221

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	1/31/2003	23544414	$10,231
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	1/14/2003	25769671	$14,047
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	3/24/2003	23566971	$36,820
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	3/27/2003	23570541	$1,786
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	3/17/2003	23565382	$11,482
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	2/5/2003	25779610	$37,560
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	1/27/2003	23542036	$16,743
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	2/24/2003	23552923	$10,984
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	1/8/2003	25767127	$100,793
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	1/31/2003	25776570	$9,712
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	2/25/2003	25788091	$9,403
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	3/10/2003	23559591	$19,251
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	3/6/2003	23557521	$15,248
INTERNATIONAL MULTIFOODS	MULTIFOODS 135 S LASALLE DEPT 1913 CHICAGO, IL 6	1/10/2003	23538375	$5,602
INTERNATIONAL PAPER	1689 SOLUTIONS CENTER CHICAGO, IL 60677	2/20/2003	25786449	$9,972
INTERNATIONAL PAPER	PO BOX 905251 CHARLOTTE, NC 28290	3/24/2003	23571594	$907
INTERNATIONAL RIPENING CORP	1185 PINERIDGE RD NORFOLK, VA 23502	3/26/2003	2065641	$364
INTERNATIONAL RIPENING CORP	1185 PINERIDGE RD NORFOLK, VA 23502	1/24/2003	2065187	$574
INTERNATIONAL SPECIALTY SUPPLY	820 EAST 20TH COOKEVILLE, TN 38501	3/5/2003	23557246	$228
INTERNATIONAL SPECIALTY SUPPLY	820 EAST 20TH COOKEVILLE, TN 38501	3/14/2003	23564698	$159
INTERNATIONAL SPECIALTY SUPPLY	820 EAST 20TH COOKEVILLE, TN 38501	3/26/2003	23573319	$281
INTERNATIONAL SPECIALTY SUPPLY	820 EAST 20TH COOKEVILLE, TN 38501	3/27/2003	23573956	$324
INTERNATIONAL SPECIALTY SUPPLY	820 EAST 20TH COOKEVILLE, TN 38501	3/27/2003	23568949	$94
INTERNATURAL FOODS	15 PROSPECT STREET PARAMUS, NJ 07652	1/30/2003	25774182	$1,009
INTERSTATE BATTERY SYSTEM	OF SOUTHWEST LOUISIANA PO BOX 62227 LAFAYETTE, LA	1/17/2003	25770577	$289
INTERSTATE BATTERY SYSTEM	OF SOUTHWEST LOUISIANA PO BOX 62227 LAFAYETTE, LA	2/10/2003	25779237	$289
INTERSTATE BATTERY SYSTEM	OF SOUTHWEST LOUISIANA PO BOX 62227 LAFAYETTE, LA	3/10/2003	23560580	$405
INTERSTATE BATTERY SYSTEM	OF SOUTHWEST LOUISIANA PO BOX 62227 LAFAYETTE, LA	3/26/2003	25765912	$1,146
INTERSTATE BATTERY SYSTEM	OF SOUTHWEST LOUISIANA PO BOX 62227 LAFAYETTE, LA	3/14/2003	23564754	$216
INTERSTATE BATTERY SYSTEM	OF SOUTHWEST LOUISIANA PO BOX 62227 LAFAYETTE, LA	2/6/2003	25778723	$479
INTERSTATE BATTERY SYSTEM	OF SOUTHWEST LOUISIANA PO BOX 62227 LAFAYETTE, LA	3/21/2003	23570005	$235
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	2/20/2003	25785859	$2,526
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	2/13/2003	25782930	$2,947
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	2/12/2003	25781636	$2
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	2/7/2003	25780493	$446
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	2/5/2003	25779855	$2,751
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/30/2003	25777441	$507
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/30/2003	25776113	$54
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	2/20/2003	25785197	$96
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/22/2003	25773094	$212
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/29/2003	25776819	$1,891
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/7/2003	25768358	$70
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/26/2003	23565982	$1,039
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/26/2003	23567996	$2,566
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/27/2003	23568686	$1,201

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/29/2003	25775521	$24
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/31/2003	23575976	$1,196
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/14/2003	23564446	$6,960
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/7/2003	25767417	$37
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/28/2003	23570984	$895
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/10/2003	25768889	$2,880
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/14/2003	25769877	$754
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/16/2003	25771407	$686
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/22/2003	25772420	$2,481
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/26/2003	23569624	$102
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/23/2003	25773706	$2,003
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/7/2003	25766354	$3,317
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	2/26/2003	25789008	$2,644
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	2/20/2003	25786470	$1,025
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	1/2/2003	25765651	$145
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	2/25/2003	25788256	$109
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/12/2003	23561881	$4,523
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	2/27/2003	25789622	$3,899
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	2/28/2003	25790126	$885
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/4/2003	25790674	$296
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/4/2003	25791972	$3,908
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	2/18/2003	25784059	$199
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/11/2003	23561118	$1,370
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/25/2003	23572215	$5,210
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/10/2003	23560037	$7,208
INTERSTATE BRANDS	DOLLY MADISON P.O.BOX 412494 KANSAS CITY, MO 641	3/6/2003	25792658	$5,698
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	1/13/2003	25769736	$1,022
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	3/4/2003	23556068	$206
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	2/24/2003	25786958	$169
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	2/18/2003	25783991	$399
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	2/3/2003	25776652	$269
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	1/13/2003	25769237	$755
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	2/18/2003	23548839	$1,333
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	1/23/2003	25771718	$452
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	1/6/2003	23536374	$1,033
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	3/14/2003	23564301	$445
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	3/17/2003	23565577	$998
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	1/21/2003	23540204	$1,829
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	1/24/2003	23542179	$942
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	2/10/2003	23546649	$1,036
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	2/21/2003	23550884	$973
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	2/24/2003	23553047	$921
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	3/3/2003	23555078	$846
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	3/10/2003	23559754	$826
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	3/26/2003	23569436	$283

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	2/28/2003	25790041	$301
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	3/24/2003	23570687	$980
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	3/25/2003	23572058	$564
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	3/31/2003	23575713	$992
INTERSTATE BRANDS	P.O.BOX 60223 ST.LOUIS, MO 63160	2/3/2003	23544536	$1,110
INTERSTATE BRANDS	P.O.BOX 412655 KANSAS CITY, MO 64141	1/8/2003	23537222	$6,026
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	1/17/2003	23540025	$21,194
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	3/3/2003	25789946	$24,804
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	3/17/2003	23565161	$29,991
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	1/7/2003	25766667	$21,692
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	1/13/2003	25769141	$27,847
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	3/31/2003	23575387	$32,275
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	2/10/2003	25780821	$32,527
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	3/11/2003	23560829	$28,686
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	3/4/2003	23555861	$28,622
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	2/17/2003	23550641	$30,073
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	2/3/2003	23544280	$31,931
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	3/28/2003	23574235	$25,003
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	1/30/2003	25774713	$25,089
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	2/18/2003	25783909	$29,529
INTERSTATE BRANDS	CONTINENTAL BAKING PO BOX 368 AKRON, OH 44309	3/13/2003	23562344	$286
INTERSTATE BRANDS	1325 SO PEERLESS WAY MONTEBELLO, CA 90640	1/28/2003	25775123	$1,078
INTERSTATE BRANDS	1325 SO PEERLESS WAY MONTEBELLO, CA 90640	1/7/2003	25766893	$1,818
INTERSTATE BRANDS CORP	HOSTESS CAKE FILE 55263 LOS ANGELES, CA 90074	3/24/2003	23565874	$96
INTERSTATE BRANDS CORP	HOSTESS CAKE FILE 55263 LOS ANGELES, CA 90074	3/18/2003	23567216	$1,591
INTERSTATE BRANDS CORP	HOSTESS CAKE FILE 55263 LOS ANGELES, CA 90074	3/27/2003	23570889	$104
INTERSTATE BRANDS CORP	HOSTESS CAKE FILE 55263 LOS ANGELES, CA 90074	3/27/2003	23573750	$1,116
INTERSTATE BRANDS CORP	HOSTESS CAKE FILE 55263 LOS ANGELES, CA 90074	3/13/2003	23562584	$362
INTERSTATE BRANDS CORP	8071 WALES ROAD NORTHWOOD, OH 43619	3/27/2003	23568573	$4,601
INTERSTATE BRANDS CORP	8071 WALES ROAD NORTHWOOD, OH 43619	1/9/2003	25767291	$4,558
INTERSTATE BRANDS CORP	8071 WALES ROAD NORTHWOOD, OH 43619	3/7/2003	25791166	$98
INTERSTATE BRANDS CORP	8071 WALES ROAD NORTHWOOD, OH 43619	2/27/2003	25788179	$4,692
INTERSTATE BRANDS CORP	8071 WALES ROAD NORTHWOOD, OH 43619	2/7/2003	25779004	$4,742
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	3/25/2003	23567487	$4,268
INTERSTATE BRANDS CORP	PO BOX 100435 ATLANTA, GA 30384	2/24/2003	25787206	$4,125
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	3/25/2003	23572388	$4,251
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	3/5/2003	25789740	$4,023
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	1/6/2003	25764912	$4,683
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	1/24/2003	23540923	$7,637
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	1/28/2003	23543339	$3,581
INTERSTATE BRANDS CORP	PO BOX 100435 ATLANTA, GA 30384	3/3/2003	25791339	$2,097
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	3/10/2003	23560325	$4,442
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	3/26/2003	23573217	$184
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	3/19/2003	23568068	$63
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	3/11/2003	25792753	$4,427

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	1/15/2003	25768961	$4,228
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	2/3/2003	25777553	$5,452
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	2/11/2003	25780593	$4,271
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	2/14/2003	25781764	$2,280
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	2/20/2003	25783680	$4,044
INTERSTATE BRANDS CORP	PO BOX 470 BUFFALO, NY 14212	2/18/2003	23551965	$4,057
INTERSTATE BRANDS CORP	PO BOX 100435 ATLANTA, GA 30384	3/25/2003	23568858	$14,343
INTERSTATE BRANDS CORP	PO BOX 100435 ATLANTA, GA 30384	3/27/2003	23573879	$1,870
INTERSTATE BRANDS CORP	PO BOX 100435 ATLANTA, GA 30384	3/25/2003	23569836	$10,921
INTERSTATE BRANDS CORP	80 E 62 AVE DENVER, CO 80216	1/27/2003	25773734	$202
INTERSTATE BRANDS CORP	80 E 62 AVE DENVER, CO 80216	2/3/2003	25777473	$5
INTERSTATE BRANDS CORP	80 E 62 AVE DENVER, CO 80216	3/11/2003	25792681	$73
INTERSTATE BRANDS CORP	80 E 62 AVE DENVER, CO 80216	3/3/2003	25789652	$35
INTERSTATE BRANDS CORP	80 E 62 AVE DENVER, CO 80216	2/28/2003	25789045	$113
INTERSTATE BRANDS CORP	80 E 62 AVE DENVER, CO 80216	1/21/2003	25771807	$889
INTERSTATE BRANDS CORP	80 E 62 AVE DENVER, CO 80216	2/3/2003	25777965	$330
INTERSTATE BRANDS CORP	80 E 62 AVE DENVER, CO 80216	3/25/2003	23564484	$163
INTERSTATE BRANDS CORP	80 E 62 AVE DENVER, CO 80216	2/10/2003	25780531	$190
INTERSTATE BRANDS CORP	80 E 62 AVE DENVER, CO 80216	3/28/2003	23574690	$114
INTERSTATE BRANDS CORP	80 E 62 AVE DENVER, CO 80216	3/10/2003	23560090	$25
INTERSTATE BRANDS CORP	80 E 62 AVE DENVER, CO 80216	3/21/2003	23569666	$61
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	2/27/2003	25789430	$27,771
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	2/11/2003	25780283	$27,516
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	3/28/2003	23570363	$23,932
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/29/2003	25775903	$5
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/30/2003	25777245	$25,466
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/31/2003	25777780	$10,605
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/23/2003	25774075	$12,558
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	2/10/2003	25781343	$291
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	2/13/2003	25783353	$24,148
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/23/2003	25773486	$12,675
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	3/17/2003	23565180	$38,278
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	3/6/2003	25792481	$20,034
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	2/20/2003	25785591	$1,244
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	3/24/2003	23567801	$370
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/24/2003	25774719	$12,212
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	3/31/2003	23575395	$27,387
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	2/24/2003	25787460	$384
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/6/2003	25766129	$24,937
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/7/2003	25768055	$24,973
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	2/20/2003	25786246	$24,070
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/10/2003	25769145	$11,841
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/27/2003	25775223	$9,976
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	3/10/2003	23559423	$13,116
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/13/2003	25769599	$15,972

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/16/2003	25771259	$1,136
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/9/2003	25768725	$1,626
INTERSTATE BRANDS CORP	KC WONDER/HOSTESS BAKERY PO BOX 410559 KANSAS CITY	1/22/2003	25772835	$99
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	1/6/2003	25763662	$14,859
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	1/13/2003	25769000	$15,400
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	1/8/2003	25766517	$13,653
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	1/6/2003	25765063	$995
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	2/3/2003	25777610	$15,566
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	2/7/2003	25779206	$162
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	1/29/2003	25774554	$11,537
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	2/7/2003	25780072	$498
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	2/18/2003	25783729	$8,953
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	3/24/2003	23571476	$10,397
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	2/24/2003	25786634	$9,189
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	2/10/2003	25780642	$11,152
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	3/5/2003	23557235	$409
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	3/31/2003	23576390	$12,727
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	3/24/2003	23566471	$7,951
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	3/10/2003	23560500	$9,119
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	1/21/2003	25771504	$13,595
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	3/10/2003	25792800	$12,927
INTERSTATE BRANDS CORP	215 S. GRANT SPRINGFIELD, MO 65801	3/3/2003	25789788	$8,949
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	3/24/2003	23571505	$30,432
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	3/25/2003	23572483	$26,461
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	1/24/2003	25773863	$26,977
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	3/6/2003	25792239	$29,629
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	2/26/2003	25789231	$27,071
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	3/14/2003	23564695	$25,152
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	2/7/2003	25780085	$31,304
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	1/24/2003	25771510	$30,792
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	1/8/2003	25768561	$29,189
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	2/24/2003	25786653	$30,389
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	3/10/2003	23560528	$28,153
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	2/18/2003	25783740	$201
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	1/28/2003	23543383	$25,762
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	2/10/2003	23547733	$31,795
INTERSTATE BRANDS CORP	P.O.BOX 1000 DEPT. 546 MEMPHIS, TN 38148	1/2/2003	25765863	$26,285
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	2/25/2003	23553760	$6,795
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	2/13/2003	23547345	$8,093
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	1/8/2003	23537053	$7,293
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	2/17/2003	23550482	$6,525
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	2/24/2003	25785492	$6,279
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	3/14/2003	23564017	$6,159
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	1/24/2003	25773391	$4,390
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	1/6/2003	25765269	$7,053

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	3/4/2003	23555732	$7,320
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	3/28/2003	23574113	$7,518
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	3/27/2003	23569108	$8,226
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	1/29/2003	23543025	$5,489
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	2/4/2003	23545280	$7,866
INTERSTATE BRANDS CORP	WONDERBREAD/HOSTESS CAKES PO BOX 8369 STATION A C	1/14/2003	23538953	$7,006
INTERSTATE BRANDS CORPORATION	PO BOX 3989 DAVENPORT, IA 52808	3/24/2003	23566533	$1,674
INTERSTATE BRANDS CORPORATION	PO BOX 3989 DAVENPORT, IA 52808	3/10/2003	25792260	$553
INTERSTATE BRANDS CORPORATION	PO BOX 3989 DAVENPORT, IA 52808	3/7/2003	23559000	$591
INTERSTATE BRANDS CORPORATION	PO BOX 3989 DAVENPORT, IA 52808	1/27/2003	23542884	$645
INTERSTATE BRANDS CORPORATION	PO BOX 3989 DAVENPORT, IA 52808	2/10/2003	23547208	$694
INTERSTATE BRANDS CORPORATION	PO BOX 3989 DAVENPORT, IA 52808	2/24/2003	23553622	$597
INTERSTATE BRANDS CORPORATION	PO BOX 3989 DAVENPORT, IA 52808	1/6/2003	25765885	$813
INTERSTATE BRANDS CORPORATION	PO BOX 3989 DAVENPORT, IA 52808	2/3/2003	23545120	$1,828
INTERSTATE BRANDS CORPORATION	PO BOX 3989 DAVENPORT, IA 52808	3/28/2003	23574989	$511
INTERSTATE BRANDS CORPORATION	PO BOX 3989 DAVENPORT, IA 52808	2/17/2003	23551438	$1,275
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	2/20/2003	25784309	$49,905
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	2/21/2003	25786215	$1,245
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	1/27/2003	25775183	$58
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	3/25/2003	23567779	$18,034
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	3/24/2003	23564091	$23,057
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	3/5/2003	23556691	$18,859
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	1/28/2003	25775874	$36,443
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	1/9/2003	25768703	$17,006
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	1/27/2003	25774038	$42,395
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	2/6/2003	25778204	$40,182
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	2/11/2003	25781997	$487
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	2/24/2003	25787425	$1,446
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	3/26/2003	23572709	$23,197
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	3/31/2003	23575324	$532
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	1/6/2003	25765340	$42,193
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	1/9/2003	25768011	$28,757
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	3/5/2003	25790376	$24,856
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	2/26/2003	25788631	$21,827
INTERSTATE BRANDS CORPORATION	PO BOX 108 OGDEN, UTAH 84402	1/21/2003	25771243	$42,281
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	2/19/2003	23552145	$7,582
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	3/5/2003	23556937	$5,050
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	2/26/2003	23554170	$8,454
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	2/24/2003	23553144	$256
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	1/2/2003	23535762	$7,763
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	2/11/2003	23548207	$4,361
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	1/27/2003	23543503	$7,088
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	1/22/2003	23541316	$6,280
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	2/13/2003	23548923	$8,808
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	1/8/2003	23538001	$7,717

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	2/21/2003	23550970	$8,436
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	3/12/2003	23561785	$10,748
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	3/31/2003	23575817	$7,452
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	3/10/2003	23559863	$226
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	3/27/2003	23570790	$10,769
INTERSTATE BRANDS HOSTESS CAKE	34081 EAGLE WAY CHICAGO, IL 60678	1/15/2003	23539778	$4,110
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	2/18/2003	23548924	$847
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	2/20/2003	25785784	$1,370
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/14/2003	23564359	$944
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	2/5/2003	25778420	$370
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	1/30/2003	25776716	$1,473
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	1/30/2003	25776035	$1,670
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	2/5/2003	25779008	$878
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	1/16/2003	25770382	$108
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	2/27/2003	25788919	$759
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	1/15/2003	25769783	$2,807
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	1/22/2003	25773009	$1,382
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	2/6/2003	25779766	$1,821
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	2/13/2003	25782164	$1,761
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/5/2003	25791175	$1,124
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	2/17/2003	23550971	$511
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/26/2003	23567933	$379
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	2/19/2003	25785134	$909
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/10/2003	23559864	$387
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/3/2003	23555149	$526
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	1/6/2003	25765583	$2,467
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	2/24/2003	23553145	$642
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	1/21/2003	23540251	$850
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/6/2003	23557630	$690
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/7/2003	23558533	$854
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/13/2003	23562543	$648
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/24/2003	23565741	$965
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/26/2003	23568581	$977
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/27/2003	23569507	$633
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/27/2003	23573707	$1,204
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/28/2003	23574537	$710
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	1/9/2003	25767300	$1,018
INTERSTATE BRANDS WONDRHOSTESS	PO BOX 3989 DAVENPORT, IA 52808	3/10/2003	25791863	$638
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	2/19/2003	23552090	$39,348
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	1/28/2003	23543658	$23,614
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	1/8/2003	23537897	$48,838
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	2/13/2003	23548466	$108,983
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	3/5/2003	23556646	$63,228
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	3/10/2003	23559245	$576
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	1/28/2003	23543428	$25,055

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	2/26/2003	23554114	$52,547
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	1/2/2003	23535661	$53,563
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	2/21/2003	23550527	$56,882
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	3/3/2003	23554756	$335
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	1/15/2003	23539719	$61,672
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	3/12/2003	23561478	$51,837
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	3/27/2003	23570222	$51,585
INTERSTATE BRANDS(WONDER BRD)	34007 EAGLE WAY CHICAGO, IL 60678	1/22/2003	23541250	$53,441
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	2/24/2003	23552717	$1,366
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	1/16/2003	23539971	$1,563
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	1/3/2003	23536084	$2,043
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	3/11/2003	23560777	$1,247
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	1/28/2003	23541779	$1,254
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	2/21/2003	23550556	$1,558
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	2/25/2003	23553787	$2,610
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	1/31/2003	23544203	$1,216
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	3/10/2003	23559290	$6,251
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	3/17/2003	23565049	$6,784
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	3/25/2003	23568281	$1,305
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	3/27/2003	23570260	$1,806
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	3/25/2003	23571811	$1,468
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	3/31/2003	23575280	$1,445
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	1/15/2003	25769530	$1,709
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	3/4/2003	23555788	$5,748
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	3/3/2003	23554784	$1,641
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	2/14/2003	23548500	$1,841
INTERSTATE BRAND-WONDER HOST.	DEPT 1564 TULSA, OK 74182	2/6/2003	23546306	$1,858
INTERSTATE OIL COMPANY	8221 ALPINE AVENUE SACRAMENTO, CA 95826	3/6/2003	23557366	$9,109
INTERSTATE OIL COMPANY	8221 ALPINE AVENUE SACRAMENTO, CA 95826	2/26/2003	23554101	$10,986
INTERSTATE OIL COMPANY	8221 ALPINE AVENUE SACRAMENTO, CA 95826	2/14/2003	23548100	$14,036
INTERSTATE OIL COMPANY	8221 ALPINE AVENUE SACRAMENTO, CA 95826	3/31/2003	23575145	$6,713
INTERSTATE OIL COMPANY	8221 ALPINE AVENUE SACRAMENTO, CA 95826	1/7/2003	23535151	$5,303
INTERSTATE OIL COMPANY	8221 ALPINE AVENUE SACRAMENTO, CA 95826	1/24/2003	23541239	$12,092
INTERSTATE POTATO PACKERS	P.O.BOX 26762 SALT LAKE CITY, UTAH 84126	3/27/2003	23571284	$11,791
INTERSTATE PUMP & TANK	901 NIAGARA ST.	2/24/2003	70707	$646
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	1/6/2003	25766362	$6,661
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	1/28/2003	25775531	$3,785
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	1/28/2003	25774366	$855
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	1/23/2003	25773098	$3,098
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	3/25/2003	23568004	$923
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	1/14/2003	25770940	$979
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	3/14/2003	23564454	$1,143
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	1/13/2003	25769886	$10,588
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	3/24/2003	23571003	$445
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	3/31/2003	23575990	$4,147

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	3/10/2003	23560050	$9,023
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	1/10/2003	25768893	$938
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	3/10/2003	25792667	$1,153
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	2/3/2003	25777451	$1,778
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	3/25/2003	23568699	$4,554
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	2/7/2003	25780502	$11,274
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	3/4/2003	25790680	$948
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	1/21/2003	25772429	$1,179
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	3/26/2003	23573064	$4,471
INTERTAPE POLYMER GROUP	PO BOX 102581 ATLANTA, GA 30368	2/10/2003	25781642	$5,245
INT'L. PAPER FOODSERVICE*	P.O. BOX 31001-0780	2/12/2003	66499	$3,957
INT'L. PAPER FOODSERVICE*	P.O. BOX 31001-0780	1/17/2003	57466	$4,929
INT'L. PAPER FOODSERVICE*	P.O. BOX 31001-0780	3/21/2003	82983	$4,472
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	2/27/2003	25788739	$2,734
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	3/28/2003	23574365	$1,485
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	3/26/2003	23572828	$790
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	2/5/2003	25778310	$629
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	3/5/2003	25791711	$1,229
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	2/26/2003	25787531	$952
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	3/28/2003	23570535	$1,418
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	2/12/2003	25781412	$1,189
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	2/5/2003	25779605	$2,032
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	1/27/2003	25774147	$5,257
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	1/29/2003	25775298	$3,191
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	3/27/2003	23569337	$3,041
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	1/21/2003	25771676	$2,961
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	1/29/2003	25776566	$381
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	3/31/2003	23575558	$4,237
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	2/10/2003	25780344	$5,176
INVERNESS MEDICAL, INC	P O BOX 846047 GPO BOSTON, MA 02284	2/24/2003	25786318	$491
IONIAN FOODS LLC	PO BOX 32770 PHOENIX, AZ 85064	1/13/2003	23537339	$10,000
IONIAN FOODS LLC	PO BOX 32770 PHOENIX, AZ 85064	1/13/2003	23536489	$5,389
IOWA DEPT OF REVENUE	C/O DC 50	1/8/2003	54371	$547
IOWA DEPT OF REVENUE	C/O DC 50	3/6/2003	74575	$133
IOWA DEPT OF REVENUE	C/O DC 50	2/6/2003	64569	$766
IOWA DEPT OF REVENUE	C/O DC 50	2/14/2003	67714	$777
IOWA DEPT OF REVENUE	C/O DC 50	1/16/2003	56997	$271
IOWA DEPT OF REVENUE	C/O CHICAGO DIV	3/12/2003	76945	$10,584
IOWA DEPT OF REVENUE & FINANCE	CIGARETTE STAMP ORDER PROCESS PO BOX 10472 DES MOI	3/21/2003	1000009876	$42,336
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	2/14/2003	23548722	$2,445
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	2/7/2003	23546531	$2,262
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	3/28/2003	23570543	$1,851
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	2/24/2003	23552925	$1,744
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	1/6/2003	23537224	$754
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	3/28/2003	23574373	$2,396

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	1/2/2003	25764166	$8,260
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	1/2/2003	25765442	$8,263
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	1/22/2003	25772895	$1,219
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	1/31/2003	23544416	$1,626
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	3/5/2003	25791719	$1,566
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	1/13/2003	23539085	$6,047
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	2/26/2003	25788745	$1,529
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	2/18/2003	23551699	$1,104
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	3/17/2003	23565384	$1,829
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	1/17/2003	23540127	$2,056
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	2/5/2003	25779611	$1,448
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	1/10/2003	23538377	$2,035
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	3/10/2003	23559593	$2,011
IOWA LAMB PROCESSING	PO BOX 3601 SIOUX CITY, IA 51102	1/24/2003	23542038	$1,426
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	3/6/2003	23557621	$11,816
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	3/17/2003	23565717	$1,757
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	3/14/2003	23564352	$11,181
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	2/12/2003	23542265	$4,617
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	2/13/2003	23544600	$2,186
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	2/20/2003	23546724	$24,325
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	2/11/2003	23549688	$1,553
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	2/18/2003	23551776	$11,107
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	1/2/2003	23530988	$12,716
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	3/3/2003	23555138	$11,373
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	1/24/2003	23536436	$952
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	3/7/2003	23558520	$2,912
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	1/24/2003	23537312	$10,579
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	2/27/2003	25782825	$931
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	2/24/2003	23553131	$11,690
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	3/18/2003	23567148	$2,809
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	2/20/2003	25781547	$702
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	3/11/2003	23561030	$204
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	2/12/2003	25775431	$10,140
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	2/7/2003	25772999	$238
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	1/24/2003	25767292	$952
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	1/24/2003	25765574	$3,207
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	1/24/2003	23538502	$702
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	2/13/2003	25776706	$12,653
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	1/2/2003	23528567	$394
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	1/24/2003	25764412	$11,153
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	3/28/2003	23572110	$50,730
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	3/27/2003	23573697	$204
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	3/31/2003	23575799	$12,039
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	1/17/2003	25761337	$23,460
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	3/31/2003	25788909	$952

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	2/7/2003	25773635	$952
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	1/24/2003	23539133	$7,754
IREMA FLEXIBLE PLASTICS LTD	C/O JBC 9341 PO BOX 028508 MIAMI, FL 33102	3/24/2003	23570776	$13,362
IRION <LISA	416 DOUCET RD#2H LAFAYETTE, LA 70503	3/26/2003	23557071	$1,500
IRIS COMPANIES	901 PARK RD FLEETWOOD, PA 19522	2/3/2003	23544722	$661
IRON MOUNTAIN RECORDS MNGMNT	PO BOX 27128 NEW YORK, NY 10087	3/12/2003	25792268	$305
IRON MOUNTAIN RECORDS MNGMNT	PO BOX 27128 NEW YORK, NY 10087	3/6/2003	25789256	$2,630
IRON MOUNTAIN RECORDS MNGMNT	PO BOX 27128 NEW YORK, NY 10087	2/14/2003	23549428	$315
IRON MOUNTAIN RECORDS MNGMNT	PO BOX 27128 NEW YORK, NY 10087	3/27/2003	2065758	$3,951
IRON MOUNTAIN RECORDS MNGMNT	PO BOX 27128 NEW YORK, NY 10087	2/18/2003	2065430	$996
IRON MOUNTAIN RECORDS MNGMNT	PO BOX 27128 NEW YORK, NY 10087	2/3/2003	2065311	$3,030
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	1/8/2003	25767622	$468
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	2/20/2003	25785322	$6,074
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	3/13/2003	23562768	$1,002
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	1/10/2003	23538786	$2,413
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	2/7/2003	23547118	$2,583
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	1/21/2003	23540533	$1,330
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	1/17/2003	23540940	$4,374
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	1/27/2003	23542763	$5,189
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	2/11/2003	25781790	$3,762
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	1/28/2003	25775671	$5,246
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	2/26/2003	23554230	$2,309
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	2/5/2003	25780030	$1,040
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	2/12/2003	25782326	$1,292
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	1/2/2003	25764975	$9,192
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	2/14/2003	23549320	$1,665
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	2/21/2003	23551335	$3,432
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	3/5/2003	23557187	$955
IRON OUT INC	PO BOX 5233 INDIANAPOLIS, IN 46255	2/5/2003	25778651	$8,013
IRONHEAD STUFF CO	P O BOX 96203 OKLAHOMA CITY, OK 73143	3/31/2003	23575808	$2,151
IRONHEAD STUFF CO	P O BOX 96203 OKLAHOMA CITY, OK 73143	3/14/2003	23564356	$4,057
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	1/3/2003	25764219	$41,224
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	3/28/2003	23571994	$9,625
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	1/10/2003	23538394	$29,288
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	1/7/2003	23537239	$50,755
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	3/31/2003	23575611	$9,417
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	1/15/2003	25769693	$8,240
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	3/28/2003	23574399	$20,037
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	1/28/2003	23542076	$107,970
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	1/10/2003	25769203	$44,331
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	1/7/2003	23536298	$3,743
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	1/22/2003	25772221	$51,128
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	1/30/2003	23544450	$59,971
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	3/4/2003	25790520	$58,497
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	2/13/2003	23548756	$41,729

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Fleming Companies, Inc. **Attachment 3a**

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3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	3/25/2003	23568468	$71,005
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	3/25/2003	23565437	$20,066
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	1/23/2003	25773561	$37,377
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	3/27/2003	23566998	$86,461
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	2/24/2003	23552957	$27,283
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	3/12/2003	23561679	$24,398
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	3/10/2003	23559640	$27,066
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	3/4/2003	23556004	$9,457
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	3/3/2003	23555010	$100,757
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	3/25/2003	23567870	$1,950
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	2/21/2003	23550808	$55,751
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	2/10/2003	23546563	$96,047
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	1/27/2003	25774795	$10,824
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	2/10/2003	25780907	$26,173
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	2/4/2003	25777839	$11,458
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	2/11/2003	25781443	$14,832
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	2/24/2003	25784448	$36,445
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	2/19/2003	25783970	$9,992
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	3/27/2003	23570587	$125,482
IRVING TISSUE INC	PO BOX 71568 CHICAGO, IL 60694	1/23/2003	25772917	$11,240
ISERNIO'S	GOURMET ITALIAN SYLE SAUSAGE 5600 SEVENTH AVE SO S	3/31/2003	23575198	$3,440
ISERNIO'S	GOURMET ITALIAN SYLE SAUSAGE 5600 SEVENTH AVE SO S	3/10/2003	25792412	$3,251
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	3/31/2003	23575622	$1,043
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	2/7/2003	23546576	$1,465
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	3/24/2003	23567007	$1,043
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	3/10/2003	25792548	$886
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	1/2/2003	25764227	$1,385
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	3/28/2003	23570601	$1,043
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	2/21/2003	23551721	$1,465
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	3/3/2003	25789509	$886
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	1/6/2003	23536304	$1,385
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	3/10/2003	23559655	$913
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	1/10/2003	23538402	$822
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	1/30/2003	23542088	$2,691
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	1/31/2003	23544462	$1,508
ISLAND DAIRY DISTRIBUTORS INC	240 N.E.71 ST MIAMI, FL 33138	2/18/2003	23548765	$1,465
ISLAND DELIVERY SERVICE	2109 COMPANY STREET SUITE 103 CHRISTIANSTED, VI	2/10/2003	23549427	$360
ISLAND DELIVERY SERVICE	2109 COMPANY STREET SUITE 103 CHRISTIANSTED, VI	3/28/2003	23566543	$540
ISLAND DELIVERY SERVICE	2109 COMPANY STREET SUITE 103 CHRISTIANSTED, VI	3/3/2003	25787882	$180
ISLAND DELIVERY SERVICE	2109 COMPANY STREET SUITE 103 CHRISTIANSTED, VI	2/11/2003	23549850	$180
ISLAND DELIVERY SERVICE	2109 COMPANY STREET SUITE 103 CHRISTIANSTED, VI	1/31/2003	23542894	$480
ISLAND DELIVERY SERVICE	2109 COMPANY STREET SUITE 103 CHRISTIANSTED, VI	2/10/2003	25778716	$320
ISLAND DELIVERY SERVICE	2109 COMPANY STREET SUITE 103 CHRISTIANSTED, VI	1/2/2003	25763052	$480
ISLAND SUPERMARKET	COCONUT DRIVE SAN REDRO, BELIZE CENTRAL AMERICA 0	2/24/2003	2065249	$4,967
ISLE OF PALMS & WHITE	1513 PALM BLVD ISLE OF PALMS, SC 29451	3/24/2003	1000004228	$1,887

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
ISLE OF PALMS & WHITE	1513 PALM BLVD ISLE OF PALMS, SC 29451	1/2/2003	3039125	$500
ISOM IGA	HWY 15 JUNCTION 7 ISOM, KY 41824	1/17/2003	3040421	$36
ISOM IGA	HWY 15 JUNCTION 7 ISOM, KY 41824	3/19/2003	1000008843	$450
ISOM IGA	HWY 15 JUNCTION 7 ISOM, KY 41824	1/28/2003	2068062	$1,531
ISOM IGA	HWY 15 JUNCTION 7 ISOM, KY 41824	1/2/2003	2067558	$900
ISOM IGA	HWY 15 JUNCTION 7 ISOM, KY 41824	2/19/2003	1000006336	$53
ITALIAN ROSE GARLIC	1748-5 AUSTRALIAN AVE RIVIERA BEACH, FL 33404	1/22/2003	25773226	$1,014
ITALIAN ROSE GARLIC	1748-5 AUSTRALIAN AVE RIVIERA BEACH, FL 33404	2/21/2003	23551360	$1,521
ITALIAN ROSE GARLIC	1748-5 AUSTRALIAN AVE RIVIERA BEACH, FL 33404	1/7/2003	25768528	$1,352
ITALIAN ROSE GARLIC	1748-5 AUSTRALIAN AVE RIVIERA BEACH, FL 33404	3/24/2003	23566418	$1,352
ITALIAN VILLAGE FOODS	DIV OF HIGH LINER FOODS (USA) PO BOX 711246 CINCIN	1/6/2003	25766080	$2,500
ITALIAN VILLAGE FOODS	DIV OF HIGH LINER FOODS (USA) PO BOX 711246 CINCIN	1/8/2003	25763216	$7,076
ITALICA IMPORTS	P.O. BOX 239 SCARSDALE, NY 10583	1/28/2003	23542704	$4,807
ITALICA IMPORTS	P.O. BOX 239 SCARSDALE, NY 10583	3/31/2003	23576250	$3,554
ITALICA IMPORTS	P.O. BOX 239 SCARSDALE, NY 10583	3/3/2003	23555453	$3,000
ITL INDUSTRIAL TIRES	P O BOX 827247	1/30/2003	62132	$209
ITL INDUSTRIAL TIRES	P O BOX 827247	2/12/2003	66566	$289
ITL INDUSTRIAL TIRES	P O BOX 827247	1/7/2003	53943	$209
ITL MEMPHIS INC	4436 MALONE RD. MEMPHIS, TN 38118	2/3/2003	25777115	$115
ITL MEMPHIS INC	4436 MALONE RD. MEMPHIS, TN 38118	1/30/2003	25774610	$702
ITL MEMPHIS INC	4436 MALONE RD. MEMPHIS, TN 38118	2/28/2003	25789284	$514
ITL MEMPHIS INC	4436 MALONE RD. MEMPHIS, TN 38118	2/18/2003	23552071	$476
ITL MEMPHIS INC	4436 MALONE RD. MEMPHIS, TN 38118	1/22/2003	25770599	$723
ITL MEMPHIS INC	4436 MALONE RD. MEMPHIS, TN 38118	2/3/2003	25777675	$1,321
ITL MEMPHIS INC	4436 MALONE RD. MEMPHIS, TN 38118	2/21/2003	25783798	$500
ITL MEMPHIS INC	4436 MALONE RD. MEMPHIS, TN 38118	2/28/2003	25788446	$714
ITL MEMPHIS INC	4436 MALONE RD. MEMPHIS, TN 38118	3/26/2003	23566597	$651
ITO CARIANI SAUSAGE CO.INC	3190 CORPORTE PLACE HAYWARD, CA 94545	3/31/2003	23575618	$56,392
ITO CARIANI SAUSAGE CO.INC	3190 CORPORTE PLACE HAYWARD, CA 94545	2/24/2003	23552970	$804
ITO CARIANI SAUSAGE CO.INC	3190 CORPORTE PLACE HAYWARD, CA 94545	3/28/2003	23567004	$7,381
ITO CARIANI SAUSAGE CO.INC	3190 CORPORTE PLACE HAYWARD, CA 94545	3/24/2003	23564251	$964
ITO CARIANI SAUSAGE CO.INC	3190 CORPORTE PLACE HAYWARD, CA 94545	3/24/2003	23570598	$722
ITO CARIANI SAUSAGE CO.INC	3190 CORPORTE PLACE HAYWARD, CA 94545	3/28/2003	23569375	$24,796
ITO PACKING CO.,INC	PO BOX 707 REEDLEY, CA 93654	1/2/2003	23534540	$4,139
ITOEN (USA) INC	125 PUUHALE RD HONOLULU, HI 96819	2/10/2003	23546465	$802
ITOEN (USA) INC	125 PUUHALE RD HONOLULU, HI 96819	2/18/2003	23548650	$1,320
ITOEN (USA) INC	125 PUUHALE RD HONOLULU, HI 96819	3/10/2003	23559520	$2,312
ITOEN (USA) INC	125 PUUHALE RD HONOLULU, HI 96819	3/24/2003	23570452	$1,357
ITOEN (USA) INC	125 PUUHALE RD HONOLULU, HI 96819	2/17/2003	23550708	$1,703
ITOEN (USA) INC	125 PUUHALE RD HONOLULU, HI 96819	3/24/2003	23565280	$1,531
ITOEN (USA) INC	125 PUUHALE RD HONOLULU, HI 96819	3/31/2003	23575489	$1,586
IVONNE COHEN	3400 N W 74TH AVE MIAMI, FL 33122	1/13/2003	2064892	$348
IVONNE COHEN	3400 N W 74TH AVE MIAMI, FL 33122	1/27/2003	2065145	$259
IVONNE COHEN	3400 N W 74TH AVE MIAMI, FL 33122	3/24/2003	2065822	$49
J & B CUSTOM DISTRIBUTION CO	PO BOX 1789 AUBURNDALE, FL 33823	2/25/2003	25787119	$3,308

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
J & B CUSTOM DISTRIBUTION CO	PO BOX 1789 AUBURNDALE, FL 33823	2/7/2003	25780532	$3,140
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	1/29/2003	23543815	$21,628
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	1/9/2003	23534197	$5,766
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	3/7/2003	23558129	$8,613
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	1/28/2003	23541766	$11,016
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	1/13/2003	23538979	$17,978
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	1/6/2003	23536074	$54,743
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	2/6/2003	23545960	$12,842
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	1/8/2003	23537903	$7,553
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	3/3/2003	23554776	$2,478
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	2/3/2003	23544192	$63,380
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	1/21/2003	23539961	$4,859
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	2/24/2003	23552708	$60
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	2/21/2003	23551593	$3,337
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	2/19/2003	23549900	$10,791
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	3/28/2003	23574168	$14,420
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	2/14/2003	23548488	$21,615
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	1/22/2003	23541024	$20,182
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	1/23/2003	23541253	$39,376
J & B GROUP	M&I 41 PO BOX 1150 MINNEAPOLIS, MN 55480	2/3/2003	23545299	$18,994
J & D PRODUCE INC	PO BOX 200677 HOUSTON, TX 77216	3/27/2003	23573810	$5,150
J & H TRUCKING	PO BOX 503399 ST LOUIS, MO 63150	1/27/2003	23542026	$2,200
J & J MARKET #1	916A LAFAYETTE RD ROSSVILLE, GA 30741	3/17/2003	1000008844	$1,496
J & J MARKET #1	916A LAFAYETTE RD ROSSVILLE, GA 30741	2/18/2003	1000006141	$867
J & J MARKET #1	916A LAFAYETTE RD ROSSVILLE, GA 30741	3/18/2003	1000009199	$738
J & J MARKET #1	916A LAFAYETTE RD ROSSVILLE, GA 30741	1/24/2003	2068063	$1,369
J & J MARKET #1	916A LAFAYETTE RD ROSSVILLE, GA 30741	3/4/2003	1000007226	$20
J & J MARKET #1	916A LAFAYETTE RD ROSSVILLE, GA 30741	2/21/2003	1000006627	$273
J & J MARKET #1	916A LAFAYETTE RD ROSSVILLE, GA 30741	2/19/2003	1000006337	$469
J & J MERCHANDISING	120 LEWIS STREET AUBURN, CA 95603	3/25/2003	23567402	$13,374
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	1/9/2003	25768095	$52
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	1/16/2003	25770771	$385
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	1/13/2003	25768749	$2,088
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	2/5/2003	25778289	$938
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	3/18/2003	25792509	$28
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	1/30/2003	25776535	$4,264
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	2/10/2003	25780325	$520
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	2/20/2003	25784393	$1,692
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	2/24/2003	25786295	$2,233
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	3/3/2003	25789466	$2,510
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	3/26/2003	23567829	$378
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	3/6/2003	25791682	$928
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	1/9/2003	25766163	$1,099
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	3/6/2003	25790469	$186
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	3/24/2003	23564187	$2,716

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	2/13/2003	25782052	$806
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	1/24/2003	25772160	$1,048
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	3/7/2003	23558288	$4,526
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	3/28/2003	23569297	$3,223
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	3/31/2003	23575495	$2,043
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	1/6/2003	25765408	$145
J & J NURSERY	1815 W. GENTILE LAYTON, UT 84041	1/29/2003	25774750	$31
J & J PIKEVILLE	916A LAFAYETTE RD ROSSVILLE, GA 30741	2/25/2003	1000007227	$39
J & J PIKEVILLE	916A LAFAYETTE RD ROSSVILLE, GA 30741	2/19/2003	1000006338	$144
J & J PIKEVILLE	916A LAFAYETTE RD ROSSVILLE, GA 30741	2/19/2003	1000006628	$414
J & J PIKEVILLE	916A LAFAYETTE RD ROSSVILLE, GA 30741	1/24/2003	2068064	$545
J & J PIKEVILLE	916A LAFAYETTE RD ROSSVILLE, GA 30741	2/18/2003	1000006142	$1,398
J & J PIKEVILLE	916A LAFAYETTE RD ROSSVILLE, GA 30741	1/29/2003	2068281	$1,213
J & J PIKEVILLE	916A LAFAYETTE RD ROSSVILLE, GA 30741	3/13/2003	1000008845	$1,590
J & J PIKEVILLE	916A LAFAYETTE RD ROSSVILLE, GA 30741	3/17/2003	1000009200	$1,411
J & J PRODUCE	6796 LANTANA ROAD LAKE WORTH, FL 33467	3/27/2003	23573665	$3,410
J & J PRODUCE	6796 LANTANA ROAD LAKE WORTH, FL 33467	3/27/2003	23572064	$1,309
J & J PRODUCE	6796 LANTANA ROAD LAKE WORTH, FL 33467	3/24/2003	23567083	$234
J & J PRODUCE	6796 LANTANA ROAD LAKE WORTH, FL 33467	3/28/2003	23574468	$3,915
J & J PRODUCE	6796 LANTANA ROAD LAKE WORTH, FL 33467	3/31/2003	23575727	$8,014
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	1/2/2003	25765053	$7,702
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	3/11/2003	23561310	$11,621
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	2/17/2003	23551388	$9,686
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	2/4/2003	25778683	$12,926
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	2/20/2003	25784791	$6,861
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	3/4/2003	25790869	$9,754
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	3/3/2003	25790236	$2,380
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	3/4/2003	23556476	$27,175
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	1/9/2003	25767669	$12,941
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	3/17/2003	23566459	$8,216
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	3/25/2003	23568930	$6,373
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	3/31/2003	23576381	$10,011
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	1/9/2003	25768547	$9,949
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	1/27/2003	25775020	$2,007
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	1/15/2003	25770095	$21,786
J & J SNACK FOODS CORP	PO BOX 7777-W2855 PHILADELPHIA, PA 19175	1/28/2003	25775707	$10,123
J & L INDUSTRIAL TIRE CO.	PO BOX 633 321 N. MAIN ST. CORSICANA, TX 75151	1/7/2003	25744298	$1,577
J & L MARKETING	PO BOX 1131 NEEDLES, CA 92363	3/7/2003	23558772	$10,213
J & L MARKETING	1600 W STRUCK #84 ORANGE, CA 92867	1/10/2003	2065961	$1,000
J & L MARKETING	1600 W STRUCK #84 ORANGE, CA 92867	1/2/2003	2065911	$653
J & P MARKET	2750 OLD SONOMA ROAD NAPA, CA 94558	2/21/2003	2571593	$2,418
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	3/3/2003	23554971	$525
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	2/17/2003	23550774	$13,963
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	2/18/2003	23551696	$1,575
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	2/14/2003	23548173	$270

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	1/16/2003	23539083	$2,275
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	2/18/2003	23548713	$2,175
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	2/5/2003	23544402	$575
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	3/4/2003	23555971	$450
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	2/10/2003	23546519	$2,873
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	1/23/2003	23540121	$565
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	2/10/2003	23546002	$1,675
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	1/3/2003	23534390	$15,818
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	1/6/2003	23536262	$875
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	2/5/2003	23545660	$270
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	2/21/2003	23549939	$300
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	1/9/2003	23537218	$865
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	2/21/2003	23552419	$633
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	1/28/2003	23542024	$17,003
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	2/24/2003	23552914	$7,425
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	1/3/2003	23535320	$4,675
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	2/3/2003	23545390	$14,238
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	2/28/2003	23554470	$1,200
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	1/30/2003	23543689	$575
J & R FARMS	1638 W JENSEN AVE FRESNO, CA 93706	1/31/2003	23543860	$225
J & S DISTRIBUTORS	12920 FENWICK CTR	3/18/2003	80263	$19,617
J & S DISTRIBUTORS	12920 FENWICK CTR	3/12/2003	76936	$7,948
J & S DISTRIBUTORS	12920 FENWICK CTR	3/12/2003	76936	$700
J & S DISTRIBUTORS	12920 FENWICK CTR	3/17/2003	79544	$1,872
J & S DISTRIBUTORS	12920 FENWICK CTR	3/28/2003	86322	$6,045
J & S DISTRIBUTORS	12920 FENWICK CTR	3/17/2003	79544	$425
J & S DISTRIBUTORS	12920 FENWICK CTR	3/20/2003	82170	$8,732
J AND D COMPANY	5825 AUSTER ROAD WAKEMAN, OH 44889	1/21/2003	23540353	$686
J BAR B FOODS	PO BOX 658 MOULTON, TX 77975	3/14/2003	23564135	$1,106
J BAR B FOODS	PO BOX 658 MOULTON, TX 77975	3/25/2003	23571877	$6,376
J BAR B FOODS	PO BOX 658 MOULTON, TX 77975	3/28/2003	23574246	$7,443
J F C INTERNATIONAL	GMD WEST DIVISION 540 FORBES BLVD SO SAN FRANCISCO	2/24/2003	23553541	$32,078
J F C INTERNATIONAL	GMD WEST DIVISION 540 FORBES BLVD SO SAN FRANCISCO	2/18/2003	23549336	$26,425
J F C INTERNATIONAL	GMD WEST DIVISION 540 FORBES BLVD SO SAN FRANCISCO	3/10/2003	23560428	$2,859
J F C INTERNATIONAL	GMD WEST DIVISION 540 FORBES BLVD SO SAN FRANCISCO	3/6/2003	23557869	$21,739
J F C INTERNATIONAL	GMD WEST DIVISION 540 FORBES BLVD SO SAN FRANCISCO	3/24/2003	23571416	$1,114
J F C INTERNATIONAL	GMD WEST DIVISION 540 FORBES BLVD SO SAN FRANCISCO	1/6/2003	23537489	$14,620
J F C INTERNATIONAL	GMD WEST DIVISION 540 FORBES BLVD SO SAN FRANCISCO	1/23/2003	23542782	$30,450
J F C INTERNATIONAL	GMD KOP DIVISION 40 VARICK AVENUE BROOKLYN, NY 11	3/10/2003	23560502	$4,247
J F C INTERNATIONAL	GMD KOP DIVISION 40 VARICK AVENUE BROOKLYN, NY 11	2/17/2003	23551395	$4,620
J G VAN HOLTEN & SON INC	P O BOX 66	3/28/2003	86281	$1,384
J G VAN HOLTEN & SON INC	P O BOX 66	1/31/2003	62498	$1,498
J G VAN HOLTEN & SON INC	P O BOX 66	1/23/2003	59175	$257
J G VAN HOLTEN & SON INC	P O BOX 66	2/28/2003	72521	$1,498
J GRAPHICS	105 E MAIN ST. SAMSON, AL 36477	2/7/2003	25780108	$500

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
J GRAPHICS	203 W. MAIN ST. SAMSON, AL 36477	3/28/2003	23575013	$500
J GRAPHICS	203 W. MAIN ST. SAMSON, AL 36477	3/14/2003	23564775	$500
J GRAPHICS	203 W. MAIN ST. SAMSON, AL 36477	3/31/2003	23576474	$500
J GRAPHICS	203 W. MAIN ST. SAMSON, AL 36477	2/18/2003	25782395	$500
J GRAPHICS	203 W. MAIN ST. SAMSON, AL 36477	2/27/2003	25788440	$500
J GRAPHICS	203 W. MAIN ST. SAMSON, AL 36477	1/27/2003	2120026	$500
J GRAPHICS	203 W. MAIN ST. SAMSON, AL 36477	1/13/2003	2119871	$1,000
J GRAPHICS	203 W. MAIN ST. SAMSON, AL 36477	1/2/2003	2119817	$500
J GRAPHICS	105 E MAIN ST. SAMSON, AL 36477	3/7/2003	25790899	$500
J GRAPHICS	203 W. MAIN ST. SAMSON, AL 36477	1/23/2003	2119952	$500
J GRAPHICS	105 E MAIN ST. SAMSON, AL 36477	2/21/2003	25786053	$500
J GRAPHICS	105 E MAIN ST. SAMSON, AL 36477	3/7/2003	23559020	$500
J HARGRAVES	9435 BEECHCREST WHITE LAKE, MI 48386	1/14/2003	4068165	$572
J HARGRAVES	9435 BEECHCREST WHITE LAKE, MI 48386	3/5/2003	4069504	$267
J HARGRAVES	9435 BEECHCREST WHITE LAKE, MI 48386	1/7/2003	4067833	$393
J HARGRAVES	9435 BEECHCREST WHITE LAKE, MI 48386	2/21/2003	4069078	$361
J HARGRAVES	9435 BEECHCREST WHITE LAKE, MI 48386	3/19/2003	4069704	$393
J I T FORMS, LLC	3073 NORBROOK MEMPHIS, TN 38116	1/15/2003	25769770	$1,162
J J KELLER & ASSOCIATES	BOX 548 NEENAH, WI 54956	1/22/2003	25775739	$47
J J KELLER & ASSOCIATES	BOX 548 NEENAH, WI 54956	2/19/2003	23549436	$754
J J KELLER & ASSOCIATES	BOX 548 NEENAH, WI 54956	2/18/2003	25783185	$532
J J KELLER & ASSOCIATES	BOX 548 NEENAH, WI 54956	1/6/2003	25765139	$281
J J KELLER & ASSOCIATES	BOX 548 NEENAH, WI 54956	1/21/2003	25771925	$54
J J KELLER & ASSOCIATES	BOX 548 NEENAH, WI 54956	3/6/2003	23557936	$86
J M SMUCKER LLC *	135 S LASALLE	2/17/2003	68389	$1,273
J M SMUCKER LLC *	135 S LASALLE	1/24/2003	59735	$7,065
J M SMUCKER LLC *	135 S LASALLE	3/3/2003	73188	$5,313
J M SMUCKER LLC *	135 S LASALLE	1/15/2003	56412	$533
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/27/2003	23573880	$4,403
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/31/2003	23576251	$5,134
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	1/10/2003	25767590	$23,751
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	1/16/2003	25770033	$2,884
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	1/22/2003	25771859	$10,844
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	2/5/2003	25780001	$8,805
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/5/2003	25792155	$4,714
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	2/24/2003	23553484	$2,124
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	2/26/2003	25789159	$3,959
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	2/25/2003	25787207	$35,058
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/5/2003	25790816	$6,098
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/28/2003	23571332	$8,578
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	1/24/2003	25772566	$286
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/7/2003	23558853	$3,712
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	1/28/2003	23542705	$20,706
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/4/2003	23556411	$2
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	1/23/2003	23540502	$12,565

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	2/26/2003	25788362	$9,827
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/3/2003	23555454	$7,022
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/11/2003	23561261	$564
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/10/2003	23560345	$4,426
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/12/2003	23562059	$89
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/13/2003	23562745	$6,255
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/14/2003	23564609	$5,393
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/25/2003	23566324	$20,223
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/25/2003	23567498	$2,280
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/26/2003	23568859	$6,296
J T M FOODS, INC.	2126 E. 33RD. ST. ERIE, PA 16510	3/26/2003	23569837	$4,629
J T M PROUISIONS CO	P 0 BOX 7	3/26/2003	85263	$3,792
J T M PROUISIONS CO	P 0 BOX 7	3/26/2003	85263	$4,487
J T M PROUISIONS CO	P 0 BOX 7	3/12/2003	76937	$7,890
J T M PROVISIONS CO	PO BOX 711134 HARRISON, OH 45271	3/24/2003	23571518	$801
J T M PROVISIONS CO	PO BOX 711134 HARRISON, OH 45271	2/10/2003	25780661	$1,223
J T M PROVISIONS CO	PO BOX 711134 HARRISON, OH 45271	3/24/2003	23567624	$1,276
J T M PROVISIONS CO	PO BOX 711134 HARRISON, OH 45271	3/12/2003	23562147	$2,845
J W FLEMING INC	625 PUZZLETOWN RD	3/13/2003	77967	$4,646
J W FLEMING INC	625 PUZZLETOWN RD	2/13/2003	67207	$4,780
J W FLEMING INC	625 PUZZLETOWN RD	2/21/2003	70163	$2,982
J.J. KELLER & ASSOC., INC	P.O. BOX 548	2/7/2003	65061	$267
J.J. KELLER & ASSOC., INC	P.O. BOX 548	2/19/2003	69075	$267
J.J. KELLER & ASSOC., INC	P.O. BOX 548	2/19/2003	69075	$143
J.J. KELLER & ASSOC., INC	P.O. BOX 548	3/17/2003	79586	$119
J.J. KELLER & ASSOC., INC	P.O. BOX 548	1/29/2003	61479	$267
J.J. KELLER & ASSOC., INC	P.O. BOX 548	1/17/2003	57503	$267
J.J. KELLER & ASSOC., INC	SERVICES DIV.	2/19/2003	69214	$5
J.J. KELLER & ASSOC., INC	PUBLICATIONS DIV.	1/13/2003	55738	$428
J.J. KELLER & ASSOC., INC	SERVICES DIV.	2/19/2003	69214	$737
J.J. KELLER & ASSOC., INC	PUBLICATIONS DIV.	1/17/2003	57550	$779
J.J. KELLER & ASSOCIATES, INC.	P.O. BOX 548 NEENAH, WI 54957	2/6/2003	25777927	$200
J.J. KELLER & ASSOCIATES, INC.	P.O. BOX 548 NEENAH, WI 54957	3/28/2003	23574602	$591
J.J. KELLER & ASSOCIATES, INC.	P.O. BOX 548 NEENAH, WI 54957	1/30/2003	25775490	$754
J.J. KELLER & ASSOCIATES, INC.	P.O. BOX 548 NEENAH, WI 54957	3/6/2003	23557677	$211
J.J. KELLER & ASSOCIATES, INC.	P.O. BOX 548 NEENAH, WI 54957	1/27/2003	4068303	$285
J.J. KELLER & ASSOCIATES, INC.	P.O. BOX 548 NEENAH, WI 54957	1/22/2003	23540311	$1,977
J.J. KELLER & ASSOCIATES, INC.	P.O. BOX 548 NEENAH, WI 54957	2/5/2003	23544699	$975
J.J. KELLER & ASSOCIATES, INC.	P.O. BOX 548 NEENAH, WI 54957	3/24/2003	23564410	$485
J.J. KELLER & ASSOCIATES, INC.	P.O. BOX 548 NEENAH, WI 54957	1/17/2003	25769842	$152
J.J. KELLER & ASSOCIATES, INC.	P.O. BOX 548 NEENAH, WI 54957	3/28/2003	4069756	$826
J.J. KELLER & ASSOCIATES, INC.	P.O. BOX 548 NEENAH, WI 54957	2/18/2003	25782892	$340
J.J. KELLER & ASSOCIATES, INC.	P.O. BOX 548 NEENAH, WI 54957	2/24/2003	25787051	$61
J.M. EQUIPMENT CO, INC.	FILE #73299 P.O. BOX 60000 SAN FRANCISCO, CA 9416	3/26/2003	23573024	$1,349
J.M. EQUIPMENT CO, INC.	FILE #73299 P.O. BOX 60000 SAN FRANCISCO, CA 9416	3/3/2003	23555225	$797

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
J.M. EQUIPMENT CO, INC.	FILE #73299 P.O. BOX 60000 SAN FRANCISCO, CA 9416	2/12/2003	23548230	$1,463
J.M. EQUIPMENT CO, INC.	FILE #73299 P.O. BOX 60000 SAN FRANCISCO, CA 9416	1/23/2003	23541333	$713
J.M. EQUIPMENT CO, INC.	FILE #73299 P.O. BOX 60000 SAN FRANCISCO, CA 9416	1/7/2003	23537730	$1,202
J.M. EQUIPMENT CO, INC.	FILE #73299 P.O. BOX 60000 SAN FRANCISCO, CA 9416	2/10/2003	23547573	$1,459
J.M. EQUIPMENT CO, INC.	FILE #73299 P.O. BOX 60000 SAN FRANCISCO, CA 9416	3/11/2003	23561082	$296
J.R. SIMPLOT CO.	P.O. BOX 8390	2/3/2003	63135	$4,652
J.R. SIMPLOT CO.	P.O. BOX 8390	2/6/2003	64495	$6,145
JA RU INC *	P O BOX 5970	3/17/2003	79518	$1,401
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	2/7/2003	23546499	$265
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	3/4/2003	25791068	$83
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	1/3/2003	25765424	$1,437
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	2/26/2003	25788074	$260
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	2/11/2003	25781405	$1,500
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	1/17/2003	23540103	$461
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	2/19/2003	25785027	$2,971
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	2/19/2003	25785640	$1,525
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	3/7/2003	23558311	$153
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	2/10/2003	25780873	$733
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	2/6/2003	25778918	$201
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	1/30/2003	25776549	$2,983
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	1/8/2003	25768113	$3,776
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	2/28/2003	25789981	$223
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	3/28/2003	23574337	$62
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	1/8/2003	23537208	$4,905
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	3/25/2003	23567838	$436
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	3/13/2003	23562415	$609
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	3/4/2003	23555946	$148
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	2/17/2003	23550748	$54
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	3/28/2003	23571952	$2,148
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	3/25/2003	23568425	$2,116
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	3/24/2003	23570497	$581
JACK GUTTMAN INC,	BAKERY CRAFT DIVISION 1445 SOLUTIONS CENTER CHICAG	2/14/2003	23548690	$9,544
JACK LEGGETT	8095 AVON LAKE RD. LODI, OH 44254	3/20/2003	4069677	$302
JACK LEGGETT	8095 AVON LAKE RD. LODI, OH 44254	3/24/2003	4069799	$314
JACK LEGGETT	8095 AVON LAKE RD. LODI, OH 44254	3/18/2003	4069580	$377
JACK LINK SSNACKS	P.O.BOX 397 MINONG, WI 54859	2/26/2003	25787553	$2,888
JACK LINK SSNACKS	P.O.BOX 397 MINONG, WI 54859	1/30/2003	25775323	$4,329
JACK LINK SSNACKS	P.O.BOX 397 MINONG, WI 54859	2/3/2003	23544443	$4,238
JACK LINK SSNACKS	P.O.BOX 397 MINONG, WI 54859	2/18/2003	23548747	$325
JACK VAN KLAVEREN	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/10/2003	1000007666	$86
JACK VAN KLAVEREN	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/10/2003	1000008113	$227
JACK VAN KLAVEREN	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/24/2003	1000010282	$535
JACK VAN KLAVEREN	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/24/2003	1000009355	$108
JACK VAN KLAVEREN	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/3/2003	1000004854	$111
JACK VAN KLAVEREN	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/10/2003	1000005539	$302

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JACK VAN KLAVEREN	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/6/2003	1000004033	$435
JACK VAN KLAVEREN	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/18/2003	1000006554	$283
JACK VAN KLAVEREN	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/21/2003	1000004553	$143
JACK VAN KLAVEREN	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/23/2003	1000004657	$420
JACKIE HOLDAWAY	4719 POPPY DR EAST FT WORTH, TX 76137	3/5/2003	5036952	$306
JACKIE HOLDAWAY	4719 POPPY DR EAST FT WORTH, TX 76137	1/8/2003	5035856	$147
JACKIE HOLDAWAY	4719 POPPY DR EAST FT WORTH, TX 76137	2/12/2003	5036595	$444
JACKIE HOLDAWAY	4719 POPPY DR EAST FT WORTH, TX 76137	1/28/2003	5036507	$149
JACKIE HOLDAWAY	4719 POPPY DR EAST FT WORTH, TX 76137	1/14/2003	5036069	$103
JACKIE HOLDAWAY	4719 POPPY DR EAST FT WORTH, TX 76137	1/28/2003	5036363	$123
JACKIE HOLDAWAY	4719 POPPY DR EAST FT WORTH, TX 76137	3/25/2003	5037115	$291
JACK'S IGA	PO BOX 947 BEATTYVILLE, KY 41311	3/24/2003	1000008847	$450
JACK'S IGA	PO BOX 947 BEATTYVILLE, KY 41311	1/21/2003	3040422	$187
JACK'S IGA	PO BOX 947 BEATTYVILLE, KY 41311	1/6/2003	3039641	$149
JACK'S IGA	PO BOX 947 BEATTYVILLE, KY 41311	3/31/2003	1000010165	$184
JACKS MERCH & DISTRIBUTING	135 SOUTH LASALLE DEPT 3625 CHICAGO, IL 60674	1/8/2003	25768279	$3,187
JACKS MERCH & DISTRIBUTING	135 SOUTH LASALLE DEPT 3625 CHICAGO, IL 60674	1/28/2003	23542302	$548
JACKS MERCH & DISTRIBUTING	135 SOUTH LASALLE DEPT 3625 CHICAGO, IL 60674	2/12/2003	25782175	$496
JACKSON FARMING CO	OF AUTRYVILLE 3171 ERNEST WILLIAMS ROAD AUTRYVILLE	2/18/2003	25784058	$5,130
JACKSON FARMING CO	OF AUTRYVILLE 3171 ERNEST WILLIAMS ROAD AUTRYVILLE	3/24/2003	23567276	$1,963
JACKSON FARMS INC <GENE	FILE#54597 LOS ANGELES, CA 90074	3/28/2003	23572466	$1,963
JACKSON TRUCK & TRAILER	REPAIR OF LOUISIANA INC BOX 10215 JEFFERSON, LA 7	1/6/2003	25760398	$81
JACKSON TRUCK & TRAILER	REPAIR OF LOUISIANA INC BOX 10215 JEFFERSON, LA 7	2/24/2003	25786680	$2,729
JACKSON TRUCK & TRAILER	REPAIR OF LOUISIANA INC BOX 10215 JEFFERSON, LA 7	2/3/2003	25778085	$99
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	3/25/2003	23571858	$1,044
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	1/6/2003	23535254	$2,843
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	2/17/2003	23550615	$1,517
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	2/19/2003	23552104	$361
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	2/24/2003	23552775	$698
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	2/26/2003	23554127	$580
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	2/28/2003	23554440	$2,403
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	3/26/2003	23568323	$2,837
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	2/21/2003	23550101	$742
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	2/13/2003	23548139	$1,477
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	3/10/2003	23559382	$2,862
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	3/13/2003	23562332	$827
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	3/5/2003	23556712	$730
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	2/18/2003	23548559	$1,402
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	1/8/2003	23537612	$730
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	1/23/2003	23541042	$365
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	1/29/2003	23543446	$365
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	1/29/2003	23543826	$910
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	2/21/2003	23550257	$730
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	2/5/2003	23545804	$365
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	1/27/2003	23541849	$2,755

General Notes

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Fleming Companies, Inc. **Attachment 3a**

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3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	2/4/2003	23545327	$807
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	3/31/2003	23575360	$2,225
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	1/13/2003	23538246	$811
JACKSON-MITCHELL INC	MEYENBERG ULTRA/LOW FAT MILK PO BOX 934 TURLOCK, C	1/21/2003	23540009	$2,403
JACKSON'S IGA	304 S. MAIN ST. KENANSVILLE, NC 28349	3/28/2003	1000010254	$101
JACKSON'S IGA	304 S. MAIN ST. KENANSVILLE, NC 28349	1/8/2003	3040423	$90
JACKSON'S IGA	304 S. MAIN ST. KENANSVILLE, NC 28349	2/3/2003	1000004974	$4,659
JACKSON'S IGA #2	PO BOX 889 KENANSVILLE, NC 28349	1/6/2003	1000003287	$1,797
JACKSON'S IGA #2	PO BOX 889 KENANSVILLE, NC 28349	1/23/2003	1000004051	$42
JACKSON'S IGA #2	PO BOX 889 KENANSVILLE, NC 28349	2/5/2003	1000004975	$4,506
JACKSON'S IGA #3 WEST MAIN ST	PO BOX 890 KENANSVILLE, NC 28349	2/5/2003	1000004976	$6,398
JACKSON'S IGA #840	614 W. MAIN ST. BEULAVILLE, NC 28518	1/8/2003	3040424	$108
JACKSON'S IGA #840	614 W. MAIN ST. BEULAVILLE, NC 28518	1/8/2003	3039644	$716
JACKSONVILLE IGA	2960 RICHLANDS HWY JACKSONVILLE, NC 28540	2/3/2003	1000004977	$5,155
JACKSONVILLE NAS COMM.	DFAS-CO BLDG 951 JACKSONVILLE, FL 32212	1/17/2003	2119879	$585
JACKSONVILLE NAS COMM.	DFAS-CO BLDG 951 JACKSONVILLE, FL 32212	2/19/2003	1000005836	$812
JACKSONVILLE NAS COMM.	DFAS-CO BLDG 951 JACKSONVILLE, FL 32212	3/3/2003	1000007459	$1,365
JACKSONVILLE NAS COMM.	DFAS-CO BLDG 951 JACKSONVILLE, FL 32212	3/18/2003	1000008729	$788
JACKSONVILLE NAS COMM.	DFAS-CO BLDG 951 JACKSONVILLE, FL 32212	3/31/2003	1000010320	$1,218
JACKSONVILLE NAS COMM.	DFAS-CO BLDG 951 JACKSONVILLE, FL 32212	1/28/2003	2119988	$236
JACKSONVILLE NAS COMM.	DFAS-CO BLDG 951 JACKSONVILLE, FL 32212	1/28/2003	2119989	$698
JACOBS MALCOLM & BURTT, INC	PO BOX 885464 SAN FRANCISCO, CA 94188	2/25/2003	23554067	$1,510
JACOBS MALCOLM & BURTT, INC	PO BOX 885464 SAN FRANCISCO, CA 94188	3/31/2003	23576391	$4,176
JACOBS MALCOLM & BURTT, INC	PO BOX 885464 SAN FRANCISCO, CA 94188	3/10/2003	23560501	$11,880
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	1/2/2003	25763412	$3,366
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	1/2/2003	25764373	$1,952
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	1/10/2003	25768823	$3,914
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	3/17/2003	23565644	$5,923
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	2/20/2003	25785750	$1,366
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	1/8/2003	25767260	$4,473
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	1/2/2003	25765553	$12,451
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	2/19/2003	25784523	$4,425
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	3/25/2003	23567112	$4,491
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	1/15/2003	25770361	$8,692
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	2/18/2003	25782796	$10,778
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	2/20/2003	25786380	$4,102
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	2/27/2003	25788884	$1,265
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	3/6/2003	25791827	$2,213
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	2/3/2003	25777884	$10,414
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	2/4/2003	25778984	$2,306
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	3/25/2003	23558485	$6,074
JAC-PAC, LLC	210 W JEFFERSON ST YAZOO CITY, MS 39194	3/12/2003	23561755	$3,614
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	3/6/2003	23557835	$46,268
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	1/23/2003	25771028	$104,367
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	1/13/2003	25766791	$11,856

General Notes

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Fleming Companies, Inc. **Attachment 3a**

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3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	1/9/2003	25766467	$136,449
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	1/9/2003	25763613	$47,661
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	2/11/2003	25783071	$40,953
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	3/7/2003	23558854	$8,396
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	3/31/2003	23576252	$30,500
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	3/27/2003	23573881	$19,976
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	2/18/2003	25783682	$48,785
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	1/23/2003	25771474	$6,705
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	1/2/2003	25761645	$93,883
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	3/24/2003	23566325	$11,004
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	3/26/2003	23569838	$20,609
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	2/20/2003	25782308	$54,198
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	2/13/2003	25780595	$13,638
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	2/12/2003	25780002	$76,191
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	2/4/2003	25777557	$82,813
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	2/5/2003	25776986	$19,031
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	3/7/2003	25792756	$11,158
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	2/20/2003	25785306	$18,324
JADE COMPANY	PO BOX 4291 HOUSTON, TX 77210	3/28/2003	23574847	$28,819
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	2/13/2003	2571217	$993
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	1/3/2003	2569192	$2,699
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	1/9/2003	2569511	$823
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	1/16/2003	2569850	$5,634
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	1/31/2003	2570147	$236
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	1/31/2003	2570560	$3,229
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	2/6/2003	2570911	$725
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	2/21/2003	2571586	$1,149
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	2/27/2003	2571975	$871
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	3/7/2003	2572343	$256
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	3/25/2003	2577399	$1,340
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	3/21/2003	2577056	$711
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	1/24/2003	3040624	$438
JADE SUPER FOODS #1	HWY 2 OAK GROVE, LA 71263	3/14/2003	2576790	$1,713
JADES #1	P O BOX 1205 OAK GROVE, LA 71263	1/14/2003	2050732	$2,715
JADES #1	P O BOX 1205 OAK GROVE, LA 71263	2/12/2003	2051040	$2,715
JADES #1	P O BOX 1205 OAK GROVE, LA 71263	1/14/2003	3040428	$303
JADES #1	P O BOX 1205 OAK GROVE, LA 71263	3/11/2003	2051337	$2,021
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	2/21/2003	25783594	$1,700
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	1/15/2003	25768390	$781
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	1/6/2003	25761514	$950
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	3/28/2003	23567324	$1,339
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	3/4/2003	23556272	$946
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	2/5/2003	25776857	$5,364
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	3/3/2003	25787118	$768
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	3/13/2003	25792682	$1,154

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Fleming Companies, Inc. **Attachment 3a**

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3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	1/6/2003	25763534	$2,150
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	1/6/2003	25764711	$1,220
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	2/27/2003	25786494	$1,364
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	2/21/2003	25781043	$1,762
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	3/10/2003	25792011	$1,621
JAG TRANSPORT	551 OLD MILL ROAD MONTPELIER, ID 83254	2/10/2003	25779886	$768
JAGUAR INTERNATIONAL	PO BOX 1868 CYPRESS, TX 77410	3/5/2003	25783604	$14,523
JAGUAR INTERNATIONAL	PO BOX 1868 CYPRESS, TX 77410	3/14/2003	23564495	$18,146
JAGUAR INTERNATIONAL	PO BOX 1868 CYPRESS, TX 77410	3/17/2003	23566081	$18,199
JAGUAR INTERNATIONAL	PO BOX 1868 CYPRESS, TX 77410	2/18/2003	23551907	$33,246
JAINDL INC	3150 COFFEETOWN RD OREFIELD, PA 18069	1/15/2003	25769461	$4,474
JAINDL INC	3150 COFFEETOWN RD OREFIELD, PA 18069	1/2/2003	25763736	$41,601
JAIRO FERIA	3400 N W 74 AVE MIAMI, FL 33122	3/25/2003	2064873	$454
JAIRO FERIA	3400 N W 74 AVE MIAMI, FL 33122	1/23/2003	2064238	$614
JAIRO FERIA	3400 N W 74 AVE MIAMI, FL 33122	1/17/2003	2064016	$198
JAIRO FERIA	3400 N W 74 AVE MIAMI, FL 33122	3/11/2003	2064636	$988
JAIRO FERIA	3400 N W 74 AVE MIAMI, FL 33122	2/25/2003	2064547	$1,073
JAIRO FERIA	3400 N W 74 AVE MIAMI, FL 33122	1/17/2003	2064086	$680
JAIRO FERIA	3400 N W 74 AVE MIAMI, FL 33122	2/14/2003	2064255	$239
JAIRO FERIA	3400 N W 74 AVE MIAMI, FL 33122	3/25/2003	2064755	$178
JAMBOREE FOODS	P.O. BOX 465 NORTON, KS 67654	1/29/2003	5036365	$18
JAMBOREE FOODS	P.O. BOX 465 NORTON, KS 67654	2/26/2003	5035954	$182
JAMBOREE FOODS	P.O. BOX 465 NORTON, KS 67654	1/29/2003	5036364	$17
JAMBOREE FOODS	P.O. BOX 465 NORTON, KS 67654	1/29/2003	5036367	$104
JAMBOREE FOODS	P.O. BOX 465 NORTON, KS 67654	2/24/2003	5036855	$120
JAMBOREE FOODS	P.O. BOX 465 NORTON, KS 67654	2/27/2003	5036920	$7
JAMBOREE FOODS	P.O. BOX 465 NORTON, KS 67654	1/29/2003	5036366	$19
JAMBOREE FOODS	P.O. BOX 465 NORTON, KS 67654	2/27/2003	5036693	$311
JAMBOREE FOODS	P.O. BOX 465 NORTON, KS 67654	1/21/2003	5036207	$119
JAMBOREE FOODS	P.O. BOX 465 NORTON, KS 67654	1/17/2003	5036136	$228
JAMBOREE IGA	349 E. MAIN STREET NEWARK, OH 43055	3/25/2003	4069999	$719
JAMBOREE IGA	349 E. MAIN STREET NEWARK, OH 43055	2/5/2003	4067999	$1,023
JAMBOREE IGA	349 E. MAIN STREET NEWARK, OH 43055	3/4/2003	4043927	$26
JAMBOREE IGA	349 E. MAIN STREET NEWARK, OH 43055	3/24/2003	4069342	$807
JAMBOREE IGA	349 E. MAIN STREET NEWARK, OH 43055	2/18/2003	4068705	$985
JAMBOREE IGA	349 E MAIN ST BLADENSBURG, OH 43055	1/10/2003	4042908	$298
JAMBOREE IGA	349 E MAIN ST BLADENSBURG, OH 43055	1/10/2003	4043417	$339
JAMBOREE IGA	349 E MAIN ST BLADENSBURG, OH 43055	3/3/2003	4044336	$349
JAMES DIMATTEO	699 MISTY HOLLOW DRIVE MAPLE GLEN, PA 19002	1/8/2003	1027134	$693
JAMES DIMATTEO	699 MISTY HOLLOW DRIVE MAPLE GLEN, PA 19002	1/21/2003	1027219	$170
JAMES DIMATTEO	699 MISTY HOLLOW DRIVE MAPLE GLEN, PA 19002	1/27/2003	1027345	$420
JAMES DIMATTEO	699 MISTY HOLLOW DRIVE MAPLE GLEN, PA 19002	2/24/2003	1027424	$250
JAMES DIMATTEO	699 MISTY HOLLOW DRIVE MAPLE GLEN, PA 19002	3/19/2003	1027634	$528
JAMES DIMATTEO	699 MISTY HOLLOW DRIVE MAPLE GLEN, PA 19002	3/24/2003	1027678	$354
JAMES DIMATTEO	699 MISTY HOLLOW DRIVE MAPLE GLEN, PA 19002	2/10/2003	1027380	$526

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Payee	Address	Date of Payment	Payment Number	Payment Amount
JAMES DIMATTEO	699 MISTY HOLLOW DRIVE MAPLE GLEN, PA 19002	2/24/2003	1027447	$340
JAMES DOUGHERTY	PO BOX 15127 SACRAMENTO, CA 95851	3/12/2003	4022144	$111
JAMES DOUGHERTY	PO BOX 15127 SACRAMENTO, CA 95851	3/5/2003	4022029	$208
JAMES DOUGHERTY	PO BOX 15127 SACRAMENTO, CA 95851	2/20/2003	4021857	$158
JAMES DOUGHERTY	PO BOX 15127 SACRAMENTO, CA 95851	3/19/2003	4022174	$174
JAMES DOUGHERTY	PO BOX 15127 SACRAMENTO, CA 95851	1/27/2003	4021692	$227
JAMES DOUGHERTY	PO BOX 15127 SACRAMENTO, CA 95851	2/12/2003	4021816	$458
JAMES DOUGHERTY	PO BOX 15127 SACRAMENTO, CA 95851	1/9/2003	4021522	$304
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	2/10/2003	25778086	$40
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	1/23/2003	25771529	$1,004
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	3/13/2003	25792835	$251
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	3/7/2003	25792287	$716
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	3/7/2003	25791407	$376
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	1/24/2003	25771927	$1,372
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	2/10/2003	25778724	$150
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	3/28/2003	23575000	$100
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	3/25/2003	23572519	$148
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	3/27/2003	23566555	$166
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	3/11/2003	23561364	$40
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	1/23/2003	25769027	$160
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	3/26/2003	23573356	$284
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	1/13/2003	25765712	$156
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	3/11/2003	23561172	$1,277
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	3/25/2003	23572283	$402
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	3/13/2003	25792700	$2,543
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	1/23/2003	25768918	$446
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	2/10/2003	25779921	$907
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	2/21/2003	25781678	$156
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	1/13/2003	25766408	$936
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	2/27/2003	25789074	$160
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	3/12/2003	23561948	$160
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	3/3/2003	25789680	$845
JAMES DUCOTE	1404 CATHERINE ST. FRANKLIN, LA 70538	2/10/2003	25780550	$1,675
JAMES E MANLEY	P.O. BOX 469012 GARLANDDD, TX 75046	3/17/2003	2576941	$1,410
JAMES E MANLEY	P.O. BOX 469012 GARLANDDD, TX 75046	3/14/2003	2576690	$1,545
JAMES E MANLEY	P.O. BOX 469012 GARLANDDD, TX 75046	3/7/2003	2572230	$1,080
JAMES E MANLEY	P.O. BOX 469012 GARLANDDD, TX 75046	3/5/2003	2572153	$1,470
JAMES E MANLEY	P.O. BOX 469012 GARLANDDD, TX 75046	2/21/2003	2571466	$690
JAMES E MANLEY	P.O. BOX 469012 GARLANDDD, TX 75046	3/19/2003	2576877	$705
JAMES E MANLEY	P.O. BOX 469012 GARLANDDD, TX 75046	3/24/2003	2577293	$993
JAMES E MANLEY	P.O. BOX 469012 GARLANDDD, TX 75046	2/7/2003	2570780	$5,141
JAMES GALSTAD	PO BOX 1957 LACROSSE, WI 54602	3/4/2003	2571731	$257
JAMES GALSTAD	PO BOX 1957 LACROSSE, WI 54602	2/7/2003	2570663	$531
JAMES HILDEBRAND	7215 S TOPEKA AVE TOPEKA, KS 66619	3/24/2003	5037136	$289
JAMES HILDEBRAND	7215 S TOPEKA AVE TOPEKA, KS 66619	3/17/2003	5037029	$285

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JAMES HILDEBRAND	7215 S TOPEKA AVE TOPEKA, KS 66619	1/28/2003	5036508	$266
JAMES HILDEBRAND	7215 S TOPEKA AVE TOPEKA, KS 66619	1/21/2003	5036241	$273
JAMES HILDEBRAND	7215 S TOPEKA AVE TOPEKA, KS 66619	1/13/2003	5036137	$241
JAMES HILDEBRAND	7215 S TOPEKA AVE TOPEKA, KS 66619	2/18/2003	5036795	$293
JAMES HILDEBRAND	7215 S TOPEKA AVE TOPEKA, KS 66619	2/10/2003	5036596	$250
JAMES HILDEBRAND	7215 S TOPEKA AVE TOPEKA, KS 66619	1/6/2003	5035834	$246
JAMES HILDEBRAND	7215 S TOPEKA AVE TOPEKA, KS 66619	1/6/2003	5035857	$276
JAMES HILDEBRAND	7215 S TOPEKA AVE TOPEKA, KS 66619	3/10/2003	5036988	$299
JAMES HILDEBRAND	7215 S TOPEKA AVE TOPEKA, KS 66619	3/3/2003	5036962	$284
JAMES HILDEBRAND	7215 S TOPEKA AVE TOPEKA, KS 66619	2/3/2003	5036554	$257
JAMES HILDEBRAND	7215 S TOPEKA AVE TOPEKA, KS 66619	2/24/2003	5036898	$275
JAMES IGA COUNTRY STORE	STATE ROUTE 68 S ROUTE 892 WASHINGTON, WV 26181	3/7/2003	4069207	$219
JAMES IGA COUNTRY STORE	STATE ROUTE 68 S ROUTE 892 WASHINGTON, WV 26181	1/13/2003	4067838	$29
JAMES IGA COUNTRY STORE	STATE ROUTE 68 S ROUTE 892 WASHINGTON, WV 26181	2/5/2003	4068841	$36
JAMES IGA COUNTRY STORE	STATE ROUTE 68 S ROUTE 892 WASHINGTON, WV 26181	3/7/2003	4069486	$35
JAMES IGA COUNTRY STORE	STATE ROUTE 68 S ROUTE 892 WASHINGTON, WV 26181	3/27/2003	4070127	$34
JAMES IGA COUNTRY STORE	STATE ROUTE 68 S ROUTE 892 WASHINGTON, WV 26181	1/21/2003	4067837	$216
JAMES IGA COUNTRY STORE	STATE ROUTE 68 S ROUTE 892 WASHINGTON, WV 26181	2/12/2003	4068558	$230
JAMES INDUSTRIES INC	P O BOX 701394 PLYMOUTH, MI 48170	3/28/2003	23570243	$1,198
JAMES INDUSTRIES INC	P O BOX 701394 PLYMOUTH, MI 48170	3/24/2003	23566778	$5,437
JAMES INDUSTRIES INC	P O BOX 701394 PLYMOUTH, MI 48170	3/17/2003	23565032	$21,252
JAMES M KIRBY	847 PARK STREET STERLING, CO 80751	3/24/2003	1000009329	$440
JAMES M KIRBY	847 PARK STREET STERLING, CO 80751	2/5/2003	1000005149	$495
JAMES M KIRBY	847 PARK STREET STERLING, CO 80751	3/26/2003	1000009971	$436
JAMES M KIRBY	847 PARK STREET STERLING, CO 80751	1/28/2003	1000004743	$680
JAMES M KIRBY	847 PARK STREET STERLING, CO 80751	1/14/2003	1000004301	$838
JAMES M KIRBY	847 PARK STREET STERLING, CO 80751	1/7/2003	1000003907	$705
JAMES M KIRBY	847 PARK STREET STERLING, CO 80751	2/25/2003	1000006953	$752
JAMES M KIRBY	847 PARK STREET STERLING, CO 80751	3/13/2003	1000007621	$500
JAMES M KIRBY	847 PARK STREET STERLING, CO 80751	2/14/2003	1000005773	$300
JAMES O HARGRAVES	9435 BEECHCREST ST WHITE LAKE, MI 48386	3/28/2003	4069790	$437
JAMES O HARGRAVES	9435 BEECHCREST ST WHITE LAKE, MI 48386	2/4/2003	4068564	$979
JAMES O HARGRAVES	9435 BEECHCREST ST WHITE LAKE, MI 48386	2/12/2003	4068901	$230
JAMES O HARGRAVES	9435 BEECHCREST ST WHITE LAKE, MI 48386	3/13/2003	4069542	$293
JAMES PAYNE	91-315 HANUA STREET KAPOLEI, HI 96707	2/21/2003	4019666	$30
JAMES PAYNE	91-315 HANUA STREET KAPOLEI, HI 96707	1/9/2003	4019453	$197
JAMES PAYNE	91-315 HANUA STREET KAPOLEI, HI 96707	1/10/2003	4019413	$338
JAMES PAYNE	91-315 HANUA STREET KAPOLEI, HI 96707	2/21/2003	4019719	$224
JAMES R ANDERSON	7420 WALNUT CREEK DRIVE OKLAHOMA CITY, OK 73142	3/25/2003	1000009525	$1,095
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	1/13/2003	4068209	$68
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	2/18/2003	4069066	$375
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	3/18/2003	4069725	$314
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	1/28/2003	4068445	$330
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	3/10/2003	4069547	$225
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	2/10/2003	4068976	$188

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	2/25/2003	4069139	$273
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	3/24/2003	4069813	$364
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	1/8/2003	2569196	$250
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	3/5/2003	2572345	$250
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	1/21/2003	4068289	$284
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	3/11/2003	4069600	$338
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	1/24/2003	2570417	$250
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	1/30/2003	2570563	$500
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	3/27/2003	2577625	$250
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	2/21/2003	2571823	$250
JAMES SCHAUB	3945 MESA CIRCLE N.W. MASSILLON, OH 44646	2/3/2003	4068885	$211
JAMES VICKERY	122 CHOCTAW DR. WEST MONROE, LA 71291	1/6/2003	1000003433	$721
JAMES VICKERY	122 CHOCTAW DR. WEST MONROE, LA 71291	2/10/2003	1000005473	$766
JAMES VICKERY	122 CHOCTAW DR. WEST MONROE, LA 71291	1/29/2003	1000004691	$844
JAMES VICKERY	122 CHOCTAW DR. WEST MONROE, LA 71291	3/12/2003	1000007513	$831
JAMES VICKERY	122 CHOCTAW DR. WEST MONROE, LA 71291	3/18/2003	3041406	$1,470
JAMES VICKERY	122 CHOCTAW DR. WEST MONROE, LA 71291	2/28/2003	3041202	$1,641
JAMES VICKERY	122 CHOCTAW DR. WEST MONROE, LA 71291	3/12/2003	1000007997	$989
JAMES VICKERY	122 CHOCTAW DR. WEST MONROE, LA 71291	1/29/2003	1000004834	$966
JAMES VICKERY	122 CHOCTAW DR. WEST MONROE, LA 71291	1/21/2003	1000004514	$808
JAMES VICKERY	122 CHOCTAW DR. WEST MONROE, LA 71291	1/6/2003	1000003857	$614
JAMESTOWN MARKET FRESH	204 EAST CENTRAL JAMESTOWN, TN 38556	1/2/2003	2067562	$730
JAMESTOWN MARKET FRESH	204 EAST CENTRAL JAMESTOWN, TN 38556	2/5/2003	2068066	$1,386
JAMESTOWN MARKET FRESH	204 EAST CENTRAL JAMESTOWN, TN 38556	2/25/2003	1000006143	$882
JAMESTOWN MARKET FRESH	204 EAST CENTRAL JAMESTOWN, TN 38556	3/14/2003	1000008848	$1,499
JAMESTOWN MARKET FRESH	204 EAST CENTRAL JAMESTOWN, TN 38556	1/28/2003	3039655	$663
JAMESTOWN MARKET FRESH	204 EAST CENTRAL JAMESTOWN, TN 38556	2/20/2003	1000006340	$543
JAN STEWART	1169 WHIPPOORWILL ROAD MICHIGAN CITY, MS 38647	1/27/2003	2050935	$403
JAN STEWART	1169 WHIPPOORWILL ROAD MICHIGAN CITY, MS 38647	3/5/2003	2051292	$777
JAN STEWART	1169 WHIPPOORWILL ROAD MICHIGAN CITY, MS 38647	3/12/2003	2051373	$207
JAN STEWART	1169 WHIPPOORWILL ROAD MICHIGAN CITY, MS 38647	1/3/2003	2050681	$378
JAN STEWART	1169 WHIPPOORWILL ROAD MICHIGAN CITY, MS 38647	1/24/2003	2050864	$494
JAN STEWART	1169 WHIPPOORWILL ROAD MICHIGAN CITY, MS 38647	2/11/2003	2051041	$1,208
JAN STEWART	1169 WHIPPOORWILL ROAD MICHIGAN CITY, MS 38647	3/19/2003	2051430	$922
JAN STEWART	1169 WHIPPOORWILL ROAD MICHIGAN CITY, MS 38647	3/27/2003	2051494	$499
JAN STEWART	1169 WHIPPOORWILL ROAD MICHIGAN CITY, MS 38647	2/26/2003	2051228	$495
JAN STEWART	1169 WHIPPOORWILL ROAD MICHIGAN CITY, MS 38647	1/24/2003	2050852	$365
JAN STEWART	1169 WHIPPOORWILL ROAD MICHIGAN CITY, MS 38647	1/10/2003	2050713	$169
JAN STEWART	1169 WHIPPOORWILL ROAD MICHIGAN CITY, MS 38647	2/26/2003	2051200	$1,102
JANANNA FOODS INC	PO BOX 1309 KILGORE, TX 75663	3/7/2003	23558929	$2,384
JANE GESELBRACHT	21985 PARK HOLLOW RD	3/26/2003	85354	$380
JANE GESELBRACHT	21985 PARK HOLLOW RD	3/13/2003	77988	$252
JANE GESELBRACHT	21985 PARK HOLLOW RD	1/28/2003	60993	$420
JANE GESELBRACHT	21985 PARK HOLLOW RD	3/7/2003	75051	$527
JANE GESELBRACHT	21985 PARK HOLLOW RD	2/17/2003	68498	$326

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JANE GESELBRACHT	21985 PARK HOLLOW RD	2/5/2003	63909	$395
JANE GESELBRACHT	21985 PARK HOLLOW RD	1/22/2003	58743	$59
JANE GESELBRACHT	21985 PARK HOLLOW RD	2/20/2003	69665	$470
JANE GESELBRACHT	21985 PARK HOLLOW RD	1/31/2003	62616	$328
JANE GESELBRACHT	21985 PARK HOLLOW RD	1/22/2003	58743	$235
JANE GESELBRACHT	21985 PARK HOLLOW RD	3/26/2003	85354	$297
JANE GESELBRACHT	21985 PARK HOLLOW RD	3/3/2003	73332	$471
JANE GESELBRACHT	21985 PARK HOLLOW RD	1/22/2003	58743	$528
JANE LUDLOW	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/3/2003	1000007768	$280
JANE LUDLOW	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/5/2003	1000004658	$98
JANE LUDLOW	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/28/2003	1000009474	$74
JANE LUDLOW	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/5/2003	1000004065	$113
JANE LUDLOW	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/5/2003	1000004855	$214
JANE LUDLOW	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/3/2003	1000005720	$134
JANE LUDLOW	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/3/2003	1000006555	$96
JANE LUDLOW	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/28/2003	1000010137	$621
JANE LUDLOW	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/3/2003	1000007427	$80
JANE LUDLOW	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/5/2003	1000005387	$206
JANET DEANGELIS	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	2/13/2003	4021858	$2,903
JANET DEANGELIS	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	3/11/2003	4022145	$757
JANI-KING HAWAII	866 IWILEI ROAD STE 201 HONOLULU, HI 96817	3/24/2003	23571105	$2,016
JANI-KING HAWAII	866 IWILEI ROAD STE 201 HONOLULU, HI 96817	2/24/2003	23553342	$2,016
JANI-KING HAWAII	866 IWILEI ROAD STE 201 HONOLULU, HI 96817	3/12/2003	23561943	$109
JANI-KING TULSA REGION	5810 E SKELLY DR SUITE 600 TULSA, OK 74135	3/24/2003	23571164	$2,321
JANTECH BUILDING SERVICES	4963 SCHAAF LANE FRONT BROOKYLN HTS, OH 44131	2/3/2003	23544788	$4,415
JANTECH BUILDING SERVICES	4963 SCHAAF LANE FRONT BROOKYLN HTS, OH 44131	1/2/2003	25762871	$6,106
JANTECH BUILDING SERVICES	4963 SCHAAF LANE FRONT BROOKYLN HTS, OH 44131	2/27/2003	23554345	$4,111
JANTECH BUILDING SERVICES	4963 SCHAAF LANE FRONT BROOKYLN HTS, OH 44131	3/25/2003	23572251	$4,415
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	2/21/2003	23550494	$4,277
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	1/22/2003	25772022	$1,426
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	1/8/2003	23537062	$1,069
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	1/8/2003	23536027	$6,807
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	1/24/2003	23541703	$23,596
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	2/7/2003	23546242	$7,520
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	1/27/2003	25775124	$2,084
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	1/7/2003	25767940	$7,484
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	3/24/2003	23570184	$1,563
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	3/3/2003	23554725	$4,521
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	2/19/2003	23548436	$26,267
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	1/31/2003	23544141	$3,005
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	2/25/2003	23553766	$287
JARET INTERNATIONAL INC	PO BOX 752077 CHARLOTTE, NC 28275	2/19/2003	25784255	$1,069
JARET INTERNATIONAL INC.	P.O. BOX 752077	2/20/2003	69612	$593
JARET INTERNATIONAL INC.	P.O. BOX 752077	2/24/2003	70676	$1,853
JARET INTERNATIONAL INC.	P.O. BOX 752077	2/10/2003	65560	$719

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JARET INTERNATIONAL INC.	P.O. BOX 752077	2/10/2003	65560	$1,421
JARET INTERNATIONAL INC.	P.O. BOX 752077	3/7/2003	74943	$346
JARET INTERNATIONAL INC.	P.O. BOX 752077	2/7/2003	65017	$1,853
JARET INTERNATIONAL INC.	P.O. BOX 752077	1/13/2003	55655	$2,043
JARET INTERNATIONAL INC.	P.O. BOX 752077	1/20/2003	58011	$1,900
JARET INTERNATIONAL INC.	P.O. BOX 752077	3/20/2003	82151	$2,059
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	1/14/2003	23539515	$5,877
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	2/12/2003	23548059	$18,839
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	2/11/2003	23547911	$3,716
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	2/7/2003	23547702	$615
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	3/7/2003	23558896	$2,385
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	2/5/2003	23545907	$413
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	2/21/2003	23552540	$1,451
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	2/20/2003	23552324	$10,610
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	1/6/2003	25766487	$10,585
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	1/24/2003	23543352	$1,974
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	1/7/2003	23538063	$3,763
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	2/19/2003	23552187	$9,051
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	1/28/2003	23543593	$11,086
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	1/7/2003	23537810	$29,800
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	2/14/2003	25783698	$6,247
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	3/5/2003	23557188	$9,430
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	2/10/2003	25780610	$2,138
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	1/24/2003	25774516	$4,430
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	1/17/2003	25771483	$8,868
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	3/13/2003	23562769	$8,623
JA-RU INC	PO BOX 5970 JACKSONVILLE, FL 32247	3/6/2003	23557860	$4,267
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	3/5/2003	1000007807	$920
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	3/12/2003	1000008044	$446
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	1/24/2003	2067915	$199
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	1/15/2003	2067856	$2,019
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	2/26/2003	1000007229	$951
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	3/26/2003	1000010388	$258
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	2/5/2003	1000005299	$673
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	3/12/2003	1000008263	$673
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	1/15/2003	2067855	$1,057
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	1/15/2003	2067797	$673
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	1/9/2003	2067742	$926
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	1/30/2003	2068282	$422
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	2/19/2003	1000006629	$329
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	3/19/2003	1000009506	$183
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	2/19/2003	1000006754	$673
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	1/29/2003	2068226	$673
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	3/19/2003	1000009627	$673
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	2/12/2003	1000005859	$673

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JASON MORRIS	300 ROCKY FORD RD CLARKSVIILE, TN 37040	1/23/2003	2067934	$673
JAY FENHAUS	Not Available	2/20/2003	1107058542	$1,593
JAY FENHAUS	Not Available	2/13/2003	1107058226	$233
JAY FENHAUS	Not Available	2/4/2003	1107057866	$18,469
JAY FENHAUS	Not Available	2/3/2003	1107057815	$776
JAY FENHAUS	Not Available	1/17/2003	1107057169	$221
JAY FENHAUS	Not Available	1/9/2003	1107056928	$60,197
JAY FENHAUS	Not Available	3/13/2003	1107059294	$65,805
JAY FENHAUS	Not Available	1/2/2003	1107056670	$2,849
JAY GROFF	248 STONEY HILL ROAD QUARRYVILLE, PA 17566	2/20/2003	4044338	$153
JAY GROFF	248 STONEY HILL ROAD QUARRYVILLE, PA 17566	3/19/2003	4044873	$158
JAY GROFF	248 STONEY HILL ROAD QUARRYVILLE, PA 17566	1/29/2003	4043818	$82
JAY GROFF	248 STONEY HILL ROAD QUARRYVILLE, PA 17566	1/8/2003	4043670	$217
JAY'S FOODS LLC	135 S.S LASALLE ST DEPT.4717 CHICAGO, IL 60674	3/24/2003	23567773	$17,880
JAY'S FOODS LLC	135 S.S LASALLE ST DEPT.4717 CHICAGO, IL 60674	3/3/2003	25790362	$18,610
JAY'S FOODS LLC	135 S.S LASALLE ST DEPT.4717 CHICAGO, IL 60674	2/18/2003	25784297	$23,319
JAY'S FOODS LLC	135 S.S LASALLE ST DEPT.4717 CHICAGO, IL 60674	1/28/2003	25775165	$14,257
JAY'S FOODS LLC	135 S.S LASALLE ST DEPT.4717 CHICAGO, IL 60674	1/21/2003	25772064	$30,250
JAY'S FOODS LLC	135 S.S LASALLE ST DEPT.4717 CHICAGO, IL 60674	1/8/2003	25766953	$15,938
JAY'S FOODS LLC	135 S.S LASALLE ST DEPT.4717 CHICAGO, IL 60674	2/26/2003	25787407	$22,223
JAY'S FOODS LLC	135 S.S LASALLE ST DEPT.4717 CHICAGO, IL 60674	3/12/2003	23561505	$20,099
JAY'S FOODS LLC	135 S.S LASALLE ST DEPT.4717 CHICAGO, IL 60674	1/15/2003	25769539	$18,505
JAY'S FOODS LLC	135 S.S LASALLE ST DEPT.4717 CHICAGO, IL 60674	3/5/2003	23556671	$20,180
JAY'S FOODS LLC	135 S.S LASALLE ST DEPT.4717 CHICAGO, IL 60674	2/10/2003	25781286	$14,535
JAY'S FOODS LLC	135 S.S LASALLE ST DEPT.4717 CHICAGO, IL 60674	2/18/2003	23551600	$24,946
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	2/26/2003	25788847	$213
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	2/26/2003	25786965	$386
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	3/26/2003	23572908	$1,310
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	3/7/2003	25791126	$532
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	3/5/2003	25790043	$233
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	2/3/2003	25775378	$2,800
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	3/5/2003	25790561	$180
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	2/13/2003	25782770	$1,975
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	2/19/2003	25783993	$412
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	3/27/2003	23573663	$579
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	1/8/2003	25768218	$3,305
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	2/26/2003	25788141	$306
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	2/17/2003	23550892	$512
JBS AQUACULTURE INC	PO BOX 510038 NEW BERLIN, WI 53151	1/30/2003	25775995	$765
JC EHRLICH CO INC	P O BOX 13848	2/28/2003	72635	$725
JC EHRLICH CO INC	P O BOX 13848	1/23/2003	59260	$725
JC EHRLICH CO INC	P O BOX 13848	1/23/2003	59260	$725
JCP&L	PO BOX 3687 AKRON, OH 44309	3/18/2003	1000009318	$35,033
JCP&L	PO BOX 3687 AKRON, OH 44309	1/14/2003	1000004205	$40,450
JCP&L	PO BOX 3687 AKRON, OH 44309	2/13/2003	1000005902	$735

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JCP&L	PO BOX 3687 AKRON, OH 44309	2/19/2003	1000006007	$34,416
JCP&L	PO BOX 3687 AKRON, OH 44309	1/6/2003	25765721	$38,993
JEANNERET TRAILER SALES & SERV	11679 BLOUGH ROAD RITTMAN, OH 44270	2/10/2003	23544667	$2,033
JEFF BOEHMKE	1413 8TH AVE NORTH	1/22/2003	58752	$501
JEFF BOEHMKE	1413 8TH AVE NORTH	3/3/2003	73341	$643
JEFF BOEHMKE	1413 8TH AVE NORTH	3/10/2003	75671	$362
JEFF BOEHMKE	1413 8TH AVE NORTH	1/27/2003	60736	$772
JEFF BOEHMKE	1413 8TH AVE NORTH	1/22/2003	58752	$227
JEFF BOEHMKE	1413 8TH AVE NORTH	1/3/2003	52982	$196
JEFF BOEHMKE	1413 8TH AVE NORTH	1/3/2003	52982	$162
JEFF BOEHMKE	1413 8TH AVE NORTH	2/7/2003	65111	$395
JEFF BOEHMKE	1413 8TH AVE NORTH	2/4/2003	63502	$381
JEFF BOEHMKE	1413 8TH AVE NORTH	2/27/2003	72083	$295
JEFF BOEHMKE	1413 8TH AVE NORTH	3/19/2003	81248	$390
JEFF BOEHMKE	1413 8TH AVE NORTH	2/27/2003	72083	$571
JEFF OSBORNE	4676 ERIE ST SOUTH MASSILLON, OH 44648	2/10/2003	4068971	$2,302
JEFF OSBORNE	4676 ERIE ST SOUTH MASSILLON, OH 44648	3/27/2003	4070146	$126
JEFF OSBORNE	4676 ERIE ST SOUTH MASSILLON, OH 44648	1/29/2003	4068287	$119
JEFF OSBORNE	4676 ERIE ST SOUTH MASSILLON, OH 44648	3/12/2003	4069595	$563
JEFF OSBORNE	4676 ERIE ST SOUTH MASSILLON, OH 44648	3/12/2003	4069529	$107
JEFF OSBORNE	4676 ERIE ST SOUTH MASSILLON, OH 44648	3/18/2003	4069721	$1,343
JEFF OSBORNE	4676 ERIE ST SOUTH MASSILLON, OH 44648	2/26/2003	4069138	$195
JEFF OSBORNE	4676 ERIE ST SOUTH MASSILLON, OH 44648	2/26/2003	4069064	$382
JEFF OSBORNE	4676 ERIE ST SOUTH MASSILLON, OH 44648	1/2/2003	4067753	$187
JEFF OSBORNE	4676 ERIE ST SOUTH MASSILLON, OH 44648	1/8/2003	4068143	$984
JEFF SCHROEDER	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	3/5/2003	4021782	$1,062
JEFF SCHROEDER	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	1/14/2003	4021542	$299
JEFF SCHROEDER	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	3/24/2003	4022175	$387
JEFF SCHROEDER	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95691	3/24/2003	4022146	$872
JEFFERSON PILOT FINANCIAL	INSURANCE	3/3/2003	73327	$889
JEFFERSON PILOT FINANCIAL	INSURANCE	1/29/2003	61519	$889
JEFFERSON PILOT FINANCIAL	INSURANCE	3/25/2003	84370	$1,111
JEFFREY MOOK	624 S 25 AVE PHOENIX, AZ 85009	1/8/2003	2065925	$274
JEFFREY MOOK	624 S 25 AVE PHOENIX, AZ 85009	1/24/2003	2066060	$432
JEFFREY MOOK	624 S 25 AVE PHOENIX, AZ 85009	1/8/2003	2065903	$858
JEFFREY MOOK	624 S 25 AVE PHOENIX, AZ 85009	2/12/2003	2066197	$554
JEFFREY MOOK	624 S 25 AVE PHOENIX, AZ 85009	2/27/2003	2066308	$740
JEFFREY MOOK	624 S 25 AVE PHOENIX, AZ 85009	2/5/2003	2066136	$294
JEFFREY MOOK	624 S 25 AVE PHOENIX, AZ 85009	2/21/2003	2066260	$997
JEFFREY MOOK	624 S 25 AVE PHOENIX, AZ 85009	1/16/2003	2066031	$152
JEFFRIE JONES	224 KUUHALI STREET KAILUA, HI 96734	2/6/2003	2570831	$2,334
JEFFRIE JONES	224 KUUHALI STREET KAILUA, HI 96734	1/21/2003	2569938	$200
JEFF'S ELECTRIC MOTOR	PO BOX 92028 LAFAYETTE, LA 70509	1/6/2003	25765902	$247
JEFF'S ELECTRIC MOTOR	PO BOX 92028 LAFAYETTE, LA 70509	1/9/2003	25766550	$608
JEFF'S ELECTRIC MOTOR	PO BOX 92028 LAFAYETTE, LA 70509	2/27/2003	25786678	$254

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/20/2003	25784965	$11,567
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/18/2003	23549585	$2,742
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/14/2003	23548561	$18,820
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	3/3/2003	23554836	$108,256
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/24/2003	23552777	$6,167
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/18/2003	25784328	$20,300
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/17/2003	23550617	$102,384
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/10/2003	23547400	$2,540
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/3/2003	23544258	$15,039
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/10/2003	23546367	$3,645
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/27/2003	23541850	$21,512
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	3/5/2003	23556714	$2,082
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/6/2003	23537136	$11,683
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/25/2003	25787446	$6,833
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/10/2003	25781322	$4,516
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/31/2003	25776455	$1,874
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/28/2003	25775203	$4,584
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/21/2003	25772100	$16,205
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/7/2003	25768031	$52,906
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/7/2003	25766997	$29,751
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	3/31/2003	23575362	$16,773
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/22/2003	25772817	$3,386
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	3/6/2003	23557439	$2,494
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	2/18/2003	23551620	$21,547
JEL SERT<THE	3739 COLLECTIONS CENTER DR CHICAGO, IL 60693	1/27/2003	23543079	$41,809
JELLY BELLY CANDY CO.	FILE # 21471	1/30/2003	62051	$9,588
JELLY BELLY CANDY CO.	FILE # 21471	1/30/2003	62051	$3,392
JELLY BELLY CANDY CO.	FILE # 21471	3/20/2003	82152	$3,506
JELLY BELLY CANDY CO.	FILE # 21471	1/30/2003	62051	$8,853
JELLY BELLY CANDY CO.	FILE # 21471	1/30/2003	62051	$10,195
JELLY BELLY CANDY CO.	FILE # 21471	1/30/2003	62051	$7,875
JELLY BELLY CANDY CO.	FILE # 21471	3/18/2003	80253	$39,062
JELLY BELLY CANDY CO.	FILE # 21471	3/18/2003	80253	$9,952
JELLY BELLY CANDY CO.	FILE # 21471	2/10/2003	65562	$32,525
JELLY BELLY CANDY CO.	FILE # 21471	2/10/2003	65562	$15,693
JELLY BELLY CANDY CO.	FILE # 21471	2/10/2003	65562	$9,830
JELLY BELLY CANDY CO.	FILE # 21471	2/13/2003	67117	$41,564
JELLY BELLY CANDY CO.	FILE # 21471	1/30/2003	62051	$9,588
JELLY BELLY CANDY CO.	FILE # 21471	1/10/2003	55164	$4,541
JELLY BELLY CANDY CO.	FILE # 21471	2/21/2003	70096	$15,049
JELLY BELLY CANDY CO.	FILE # 21471	3/20/2003	82152	$15,241
JELLY BELLY CANDY CO.	FILE # 21471	3/18/2003	80253	$7,564
JELLY BELLY CANDY CO.	FILE # 21471	3/27/2003	85843	$3,641
JELLY BELLY CANDY CO.	FILE # 21471	3/3/2003	73204	$4,356
JELLY BELLY CANDY CO.	FILE # 21471	3/6/2003	74498	$1,664

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JELLY BELLY CANDY CO.	FILE # 21471	3/20/2003	82152	$6,640
JELLY BELLY CANDY CO.	FILE # 21471	3/20/2003	82152	$10,923
JELLY BELLY CANDY CO.	FILE # 21471	2/10/2003	65562	$61,046
JELLY BELLY CANDY COMPANY	DEPT 77-6677 CHICAGO, IL 60678	2/18/2003	23550052	$722
JELLY BELLY CANDY COMPANY	DEPT 77-6677 CHICAGO, IL 60678	3/24/2003	23568119	$546
JELLY BELLY CANDY COMPANY	DEPT 77-6677 CHICAGO, IL 60678	2/6/2003	23547198	$1,882
JELLY BELLY CANDY COMPANY	DEPT 77-6677 CHICAGO, IL 60678	1/27/2003	23543621	$653
JELLY BELLY CANDY COMPANY	DEPT 77-6677 CHICAGO, IL 60678	1/15/2003	23539833	$357
JELLY BELLY CANDY COMPANY	DEPT 77-6677 CHICAGO, IL 60678	1/31/2003	25778077	$287
JELLY BELLY CANDY COMPANY	DEPT 77-6677 CHICAGO, IL 60678	3/3/2003	25790889	$2,294
JELLY BELLY CANDY COMPANY	DEPT 77-6677 CHICAGO, IL 60678	2/19/2003	23552204	$2,913
JELLY BELLY CANDY COMPANY	DEPT 77-6677 CHICAGO, IL 60678	1/22/2003	23541210	$116
JELLY BELLY CANDY COMPANY	DEPT 77-6677 CHICAGO, IL 60678	2/19/2003	23550389	$2,500
JELLY BELLY CANDY COMPANY	DEPT 77-6677 CHICAGO, IL 60678	3/5/2003	23557252	$1,633
JELLY BELLY CANDY COMPANY	DEPT 77-6677 CHICAGO, IL 60678	1/7/2003	23538085	$2,839
JELLY BELLY CANDY COMPANY	DEPT 77-6677 CHICAGO, IL 60678	2/5/2003	23545760	$3,648
JELLY BELLY CANDY COMPANY	FILE #21471 PO BOX 60000 SAN FRANCISCO, CA 94160	2/10/2003	23547781	$6,397
JELLY BELLY CANDY COMPANY	FILE #21471 PO BOX 60000 SAN FRANCISCO, CA 94160	1/10/2003	23539012	$6,397
JELLY BELLY CANDY COMPANY	FILE #21471 PO BOX 60000 SAN FRANCISCO, CA 94160	1/28/2003	23543441	$2,634
JELLY BELLY CANDY COMPANY	FILE #21471 PO BOX 60000 SAN FRANCISCO, CA 94160	2/20/2003	23550601	$1,882
JELLY BELLY CANDY COMPANY	FILE #21471 PO BOX 60000 SAN FRANCISCO, CA 94160	1/3/2003	23536126	$609
JELLY BELLY CANDY COMPANY	FILE #21471 PO BOX 60000 SAN FRANCISCO, CA 94160	3/4/2003	23555835	$1,598
JELLY BELLY CANDY COMPANY	FILE #21471 PO BOX 60000 SAN FRANCISCO, CA 94160	1/16/2003	23539734	$1,882
JELLY BELLY CANDY COMPANY	FILE #21471 PO BOX 60000 SAN FRANCISCO, CA 94160	2/24/2003	23552761	$885
JELLY BELLY CANDY COMPANY	FILE #21471 PO BOX 60000 SAN FRANCISCO, CA 94160	1/3/2003	23537125	$1,882
JELLY BELLY CANDY COMPANY	FILE #21471 PO BOX 60000 SAN FRANCISCO, CA 94160	2/6/2003	23546351	$4,888
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	1/21/2003	23540052	$1,859
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	2/18/2003	23551650	$4,697
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	2/14/2003	23548615	$10,876
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	2/3/2003	23545357	$4,974
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	2/3/2003	23544317	$13,187
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	2/26/2003	25788683	$10,083
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	1/6/2003	23536182	$2,850
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	2/19/2003	25785613	$3,110
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	3/4/2003	25791044	$954
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	2/19/2003	25784363	$1,875
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	3/7/2003	23558249	$14,116
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	1/27/2003	23543107	$7,182
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	1/10/2003	23538302	$24,000
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	3/27/2003	23570404	$25,084
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	1/31/2003	25776502	$18,392
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	1/7/2003	25767051	$26,203
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	1/27/2003	23541922	$16,846
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	3/3/2003	23554896	$3,587
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	2/24/2003	23552828	$24,951

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	3/10/2003	23559469	$24,039
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	3/5/2003	25791654	$14,185
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	3/11/2003	23560861	$1,944
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	3/14/2003	23564159	$16,105
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	2/6/2003	25779544	$47,946
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	3/17/2003	23565225	$7,776
JELMAR INDUSTRIES	135 S LASALLE, DEPT 1108 CHICAGO, IL 60674	2/17/2003	23550675	$32,783
JENKINS FOODS LL	14245 BIRWOOD STREET	1/3/2003	52901	$6,720
JENKINS FOODS LL	14245 BIRWOOD STREET	3/3/2003	73257	$4,924
JENKINS FOODS, LLC	14245 BIRWOOD ST DETROIT, MI 48238	2/18/2003	23551717	$14,774
JENKINS FOODS, LLC	14245 BIRWOOD ST DETROIT, MI 48238	3/26/2003	23569367	$11
JENNICO 2 INC	4044 ANDERSON DRIVE EAU CLAIRE, WI 54703	3/6/2003	25791299	$3,621
JENNICO 2 INC	4044 ANDERSON DRIVE EAU CLAIRE, WI 54703	3/6/2003	25790741	$47,881
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/18/2003	23567415	$69,047
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/11/2003	23561209	$40,294
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/31/2003	23576123	$122,024
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/10/2003	23560204	$67,114
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	2/4/2003	23547650	$8,091
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	2/26/2003	23554206	$10,639
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	2/21/2003	23551193	$166,589
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/4/2003	23556341	$15,869
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	2/21/2003	23551937	$13,126
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/24/2003	23568044	$9,823
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/29/2003	23543981	$62,384
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/24/2003	23543308	$19,299
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/2/2003	23535511	$20,667
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	2/25/2003	23554011	$3,467
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/3/2003	23555366	$117,211
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	2/28/2003	23554569	$4,270
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/27/2003	23542572	$98,573
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/31/2003	23545534	$17,602
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/10/2003	23539234	$4,601
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/8/2003	23537771	$21,823
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/3/2003	23537407	$4,218
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/15/2003	23539645	$2,745
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/17/2003	23540434	$106,379
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/17/2003	23540901	$48,335
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/3/2003	23536683	$164,307
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	2/6/2003	23546102	$3,947
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	2/13/2003	23548273	$5,259
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/10/2003	23538671	$96,744
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	2/7/2003	23546969	$103,568
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	2/14/2003	23549170	$140,019
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	2/4/2003	23545886	$18,439
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/24/2003	23568793	$3,679

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/31/2003	23544871	$156,804
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/2/2003	23535830	$9,308
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/6/2003	23557788	$3,822
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/17/2003	23566178	$127,336
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/14/2003	23539486	$7,181
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/14/2003	23564553	$26,734
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	2/14/2003	23549758	$29,263
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/28/2003	23574772	$16,678
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/28/2003	23572323	$2,540
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/27/2003	23571199	$146,272
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/25/2003	23569759	$2,513
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	1/22/2003	23541156	$504
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	3/5/2003	23557088	$549
JENNIE-O FOODS INC.	HORMEL FINANCIAL SERVICES CORP PO BOX CM 3809 ST P	2/24/2003	23553385	$93,910
JENNIE-O TURKEY STORE	PO BOX 778 WILLMAR, MN 56201	3/24/2003	23567386	$3,320
JEROME HILL	704 ST PAUL LN JEANERETT, LA 70544	1/8/2003	2569404	$926
JERRY BAXTER	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/24/2003	1000004196	$565
JERRY BAXTER	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/14/2003	1000005721	$2,006
JERRY BAXTER	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/2/2003	1000003692	$1,358
JERRY BETZ	1601 PIONEERS BLVD LINCOLN, NE 68502	3/5/2003	1000007055	$14
JERRY BETZ	1601 PIONEERS BLVD LINCOLN, NE 68502	3/12/2003	1000008394	$548
JERRY BETZ	1601 PIONEERS BLVD LINCOLN, NE 68502	1/23/2003	1000004576	$228
JERRY BETZ	1601 PIONEERS BLVD LINCOLN, NE 68502	2/26/2003	1000005341	$27
JERRY BETZ	1601 PIONEERS BLVD LINCOLN, NE 68502	1/13/2003	1000003908	$686
JERRY D KELLER	8483 PRIESTLEY DRIVE REYNOLDSBURG, OH 43068	3/24/2003	4069581	$484
JERRY D KELLER	8483 PRIESTLEY DRIVE REYNOLDSBURG, OH 43068	3/3/2003	4069133	$538
JERRY D KELLER	8483 PRIESTLEY DRIVE REYNOLDSBURG, OH 43068	2/12/2003	4068903	$855
JERRY D KELLER	8483 PRIESTLEY DRIVE REYNOLDSBURG, OH 43068	2/3/2003	4068567	$530
JERRY D KELLER	8483 PRIESTLEY DRIVE REYNOLDSBURG, OH 43068	1/16/2003	4068219	$254
JERRY D KELLER	8483 PRIESTLEY DRIVE REYNOLDSBURG, OH 43068	1/2/2003	4067778	$294
JERRY D KELLER	8483 PRIESTLEY DRIVE REYNOLDSBURG, OH 43068	3/28/2003	4070176	$582
JERRY D KELLER	8483 PRIESTLEY DRIVE REYNOLDSBURG, OH 43068	3/10/2003	4069516	$510
JERRY D KELLER	8483 PRIESTLEY DRIVE REYNOLDSBURG, OH 43068	1/16/2003	4068169	$30
JERRY D KELLER	8483 PRIESTLEY DRIVE REYNOLDSBURG, OH 43068	2/26/2003	4069054	$395
JERRY D KELLER	8483 PRIESTLEY DRIVE REYNOLDSBURG, OH 43068	1/10/2003	4067850	$410
JERRY D KELLER	8483 PRIESTLEY DRIVE REYNOLDSBURG, OH 43068	3/27/2003	4070137	$582
JERRY D KELLER	8483 PRIESTLEY DRIVE REYNOLDSBURG, OH 43068	3/24/2003	4069711	$252
JERRY LEE'S	2525 HWY 90 WEST GAUTIER, MS 39553	1/2/2003	3039656	$554
JERRY LEE'S	2525 HWY 90 WEST GAUTIER, MS 39553	3/13/2003	3041281	$10,400
JERRY LEE'S #1	1804 INGALLS AVE PASCAGOULA, MS 39567	1/2/2003	3039657	$665
JERRY'S 99 CENT STORE	800 OVERTON PLAZA LIVINGSTON, TN 38570	1/9/2003	2067171	$838
JERRY'S 99 CENT STORE	800 OVERTON PLAZA LIVINGSTON, TN 38570	1/9/2003	2066961	$2,742
JERRY'S 99 CENT STORE	800 OVERTON PLAZA LIVINGSTON, TN 38570	3/27/2003	1000008849	$527
JERRY'S 99 CENT STORE	800 OVERTON PLAZA LIVINGSTON, TN 38570	2/21/2003	1000006341	$549
JERRY'S 99 CENT STORE	800 OVERTON PLAZA LIVINGSTON, TN 38570	2/21/2003	2068068	$742

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JERRY'S IGA	800 OVERTON PLAZA LIVINGSTON, TN 38570	1/9/2003	2067170	$4,940
JERRY'S IGA	800 OVERTON PLAZA LIVINGSTON, TN 38570	1/9/2003	2067429	$1,783
JERRY'S IGA	800 OVERTON PLAZA LIVINGSTON, TN 38570	2/19/2003	1000006144	$4,711
JERRY'S IGA	800 OVERTON PLAZA LIVINGSTON, TN 38570	1/9/2003	2066602	$6,599
JERRY'S IGA	800 OVERTON PLAZA LIVINGSTON, TN 38570	2/19/2003	1000006342	$3,036
JERRY'S IGA	800 OVERTON PLAZA LIVINGSTON, TN 38570	3/3/2003	1000007230	$70
JERRY'S IGA	800 OVERTON PLAZA LIVINGSTON, TN 38570	1/9/2003	3039659	$524
JERRY'S IGA	800 OVERTON PLAZA LIVINGSTON, TN 38570	3/27/2003	1000008850	$6,718
JERRY'S IGA	800 OVERTON PLAZA LIVINGSTON, TN 38570	3/27/2003	3040432	$481
JERRY'S IGA	800 OVERTON PLAZA LIVINGSTON, TN 38570	2/19/2003	2068067	$7,782
JERSEY <A.J.	PO BOX 23431 NEWARK, NJ 07189	2/3/2003	25778497	$1,818
JERSEY <A.J.	PO BOX 23431 NEWARK, NJ 07189	3/28/2003	23574623	$262
JERSEY <A.J.	PO BOX 23431 NEWARK, NJ 07189	2/3/2003	25777427	$159
JERSEY <A.J.	PO BOX 23431 NEWARK, NJ 07189	3/25/2003	23567983	$246
JERSEY <A.J.	PO BOX 23431 NEWARK, NJ 07189	2/18/2003	25783555	$2,137
JERSEY <A.J.	PO BOX 23431 NEWARK, NJ 07189	2/21/2003	25784611	$252
JERSEY <A.J.	PO BOX 23431 NEWARK, NJ 07189	1/21/2003	25771396	$5,129
JERUE TRUCK BROKER INC	PO BOX 9007 BARTOW, FL 33831	2/6/2003	25780395	$800
JERUE TRUCK BROKER INC	PO BOX 9007 BARTOW, FL 33831	2/13/2003	25783461	$1,155
JERUE TRUCK BROKER INC	PO BOX 9007 BARTOW, FL 33831	2/25/2003	25788827	$898
JERUE TRUCK BROKER INC	PO BOX 9007 BARTOW, FL 33831	1/24/2003	25774213	$300
JERUE TRUCK BROKER INC	PO BOX 9007 BARTOW, FL 33831	2/19/2003	25784483	$975
JERUE TRUCK BROKER INC	PO BOX 9007 BARTOW, FL 33831	3/6/2003	25792567	$375
JERUE TRUCK BROKER INC	PO BOX 9007 BARTOW, FL 33831	2/21/2003	25786359	$1,375
JERUE TRUCK BROKER INC	PO BOX 9007 BARTOW, FL 33831	2/27/2003	25789526	$625
JERUE TRUCK BROKER INC	PO BOX 9007 BARTOW, FL 33831	2/11/2003	25782753	$1,125
JERUE TRUCK BROKER INC	PO BOX 9007 BARTOW, FL 33831	3/10/2003	23559725	$1,320
JERUE TRUCK BROKER INC	PO BOX 9007 BARTOW, FL 33831	3/17/2003	23565536	$2,200
JETT MAR INC	3516 RIDGE ROAD WEATHERFORD, TX 76087	2/21/2003	25777966	$395
JETT MAR INC	3516 RIDGE ROAD WEATHERFORD, TX 76087	3/3/2003	25788289	$125
JETT MAR INC	3516 RIDGE ROAD WEATHERFORD, TX 76087	2/21/2003	25785885	$219
JETT MAR INC	3516 RIDGE ROAD WEATHERFORD, TX 76087	3/6/2003	25792015	$510
JETT MAR INC	3516 RIDGE ROAD WEATHERFORD, TX 76087	2/18/2003	23549100	$128
JETT MAR INC	3516 RIDGE ROAD WEATHERFORD, TX 76087	3/6/2003	23557740	$840
JETT MAR INC	3516 RIDGE ROAD WEATHERFORD, TX 76087	3/24/2003	23571060	$103
JETT MAR INC	3516 RIDGE ROAD WEATHERFORD, TX 76087	3/7/2003	23558715	$206
JEVALTAS, ROBERTA	9398 HWY CC	3/25/2003	84369	$40
JEVALTAS, ROBERTA	9398 HWY CC	3/13/2003	77983	$1,003
JGF PRODUCTS INC	110 PINE AVE STE 310 LONG BEACH, CA 90802	3/24/2003	23566766	$681
JGF PRODUCTS INC	110 PINE AVE STE 310 LONG BEACH, CA 90802	1/6/2003	25765307	$565
JHJ INC.	5151 PLANK ROAD BATON ROUGE, LA 70805	2/14/2003	25778090	$3,082
JHJ INC.	5151 PLANK ROAD BATON ROUGE, LA 70805	1/13/2003	25767740	$4,620
JHJ INC.	5151 PLANK ROAD BATON ROUGE, LA 70805	1/27/2003	25770134	$4,620
JIM ACKERMAN	3801 CANTERBURY DR BLOOMINGTON, MN 55431	3/21/2003	1000007629	$51
JIM ACKERMAN	3801 CANTERBURY DR BLOOMINGTON, MN 55431	2/26/2003	1000006500	$882

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JIM ACKERMAN	3801 CANTERBURY DR BLOOMINGTON, MN 55431	1/15/2003	1000003931	$231
JIM ACKERMAN	3801 CANTERBURY DR BLOOMINGTON, MN 55431	1/29/2003	1000004679	$233
JIM CLEMENTS	8000 SW 22ND TERRACE TOPEKA, KS 66614	2/10/2003	5036598	$56
JIM CLEMENTS	8000 SW 22ND TERRACE TOPEKA, KS 66614	1/28/2003	5036510	$85
JIM CLEMENTS	8000 SW 22ND TERRACE TOPEKA, KS 66614	1/28/2003	5036242	$56
JIM CLEMENTS	8000 SW 22ND TERRACE TOPEKA, KS 66614	1/13/2003	5036138	$48
JIM CLEMENTS	8000 SW 22ND TERRACE TOPEKA, KS 66614	1/2/2003	5035835	$30
JIM CLEMENTS	8000 SW 22ND TERRACE TOPEKA, KS 66614	1/6/2003	5035859	$42
JIM CLEMENTS	8000 SW 22ND TERRACE TOPEKA, KS 66614	2/3/2003	5036555	$56
JIM CLEMENTS	8000 SW 22ND TERRACE TOPEKA, KS 66614	3/6/2003	5036963	$49
JIM CLEMENTS	8000 SW 22ND TERRACE TOPEKA, KS 66614	3/24/2003	5037137	$98
JIM CLEMENTS	8000 SW 22ND TERRACE TOPEKA, KS 66614	2/20/2003	5036796	$76
JIM CLEMENTS	8000 SW 22ND TERRACE TOPEKA, KS 66614	2/24/2003	5036899	$56
JIM CREELY	5013 CLUB DR READING, PA 19606	2/26/2003	4044651	$461
JIM CREELY	5013 CLUB DR READING, PA 19606	1/13/2003	1027195	$299
JIM CREELY	5013 CLUB DR READING, PA 19606	1/8/2003	1027104	$490
JIM CREELY	5013 CLUB DR READING, PA 19606	1/28/2003	4043928	$625
JIM CREELY	5013 CLUB DR READING, PA 19606	3/3/2003	4044704	$413
JIM CREELY	5013 CLUB DR READING, PA 19606	3/10/2003	4044799	$435
JIM CREELY	5013 CLUB DR READING, PA 19606	3/19/2003	4044874	$611
JIM CREELY	5013 CLUB DR READING, PA 19606	1/24/2003	4043880	$1,598
JIM CREELY	5013 CLUB DR READING, PA 19606	1/10/2003	4043819	$127
JIM CREELY	5013 CLUB DR READING, PA 19606	1/24/2003	4043862	$73
JIM FENZEL	5150 KANSAS AVE KANSAS CITY, KS 66106	3/12/2003	1000008194	$2,551
JIM FENZEL	5150 KANSAS AVE KANSAS CITY, KS 66106	1/14/2003	1000004184	$2,205
JIM FENZEL	5150 KANSAS AVE KANSAS CITY, KS 66106	2/4/2003	1000005227	$698
JIM FENZEL	5150 KANSAS AVE KANSAS CITY, KS 66106	3/4/2003	1000007630	$814
JIM FENZEL	5150 KANSAS AVE KANSAS CITY, KS 66106	3/4/2003	1000007861	$278
JIM GRIFFIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/21/2003	2051096	$112
JIM GRIFFIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/11/2003	2050936	$777
JIM GRIFFIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/15/2003	2050682	$364
JIM GRIFFIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/21/2003	2051157	$173
JIM GRIFFIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/11/2003	2051229	$111
JIM GRIFFIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/11/2003	2051326	$578
JIM GRIFFIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/20/2003	2051392	$502
JIM GRIFFIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/20/2003	2051431	$985
JIM GRIFFIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	1/15/2003	2050597	$241
JIM GRIFFIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/19/2003	2051001	$99
JIM GRIFFIN	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/19/2003	2050837	$96
JIM HALFORD	PO BOX 565 WARSAW, NC 28398	3/6/2003	1000006693	$549
JIM HALFORD	PO BOX 565 WARSAW, NC 28398	1/14/2003	1000003944	$588
JIM HALFORD	PO BOX 565 WARSAW, NC 28398	2/11/2003	1000005589	$1,207
JIM HALFORD	PO BOX 565 WARSAW, NC 28398	2/3/2003	1000004637	$199
JIM HALFORD	PO BOX 565 WARSAW, NC 28398	1/14/2003	1000004230	$385
JIM HALFORD	PO BOX 565 WARSAW, NC 28398	3/6/2003	1000007869	$1,324

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JIM HALFORD	PO BOX 565 WARSAW, NC 28398	3/25/2003	1000009886	$877
JIM HENDRICKSON	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/21/2003	1000004554	$236
JIM HENDRICKSON	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/3/2003	1000005254	$190
JIM HENDRICKSON	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/10/2003	1000004270	$189
JIM JONES	2895 NE 39TH ST TOPEKA, KS 66617	1/3/2003	2119818	$164
JIM JONES	2895 NE 39TH ST TOPEKA, KS 66617	1/15/2003	2119906	$86
JIM JONES	2895 NE 39TH ST TOPEKA, KS 66617	1/16/2003	2119937	$6,500
JIM LAMPE	12234 BRIDGEMONT AVE UNIONTOWN, OH 44685	2/18/2003	4068562	$229
JIM LAMPE	12234 BRIDGEMONT AVE UNIONTOWN, OH 44685	1/8/2003	4068128	$603
JIM LAMPE	12234 BRIDGEMONT AVE UNIONTOWN, OH 44685	1/14/2003	4068195	$2,707
JIM LAMPE	12234 BRIDGEMONT AVE UNIONTOWN, OH 44685	2/18/2003	4069009	$101
JIM LAMPE	12234 BRIDGEMONT AVE UNIONTOWN, OH 44685	3/18/2003	4069571	$200
JIM LAMPE	12234 BRIDGEMONT AVE UNIONTOWN, OH 44685	2/25/2003	4069049	$253
JIM LAMPE	12234 BRIDGEMONT AVE UNIONTOWN, OH 44685	3/19/2003	4069705	$150
JIM LAMPE	12234 BRIDGEMONT AVE UNIONTOWN, OH 44685	2/18/2003	4068949	$279
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	3/21/2003	1000009945	$1,069
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	3/10/2003	1000008162	$1,260
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	3/3/2003	1000007590	$2,281
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	2/24/2003	1000006924	$1,324
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	2/24/2003	1000006772	$920
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	2/18/2003	1000006461	$950
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	2/18/2003	1000005882	$1,148
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	2/10/2003	1000005681	$1,279
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	3/17/2003	1000009289	$1,178
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	2/3/2003	1000005323	$2,097
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	3/10/2003	1000008527	$920
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	1/10/2003	4019537	$2,904
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	1/23/2003	4019654	$626
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	1/6/2003	4019430	$770
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	3/7/2003	1000007956	$1,071
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	1/6/2003	4019477	$1,572
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	1/10/2003	4019510	$1,706
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	1/10/2003	4019521	$1,349
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	1/16/2003	4019600	$1,284
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	2/3/2003	4019617	$1,200
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	3/21/2003	1000009651	$984
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	1/6/2003	4019446	$912
JIM LIAO	87-797 HAKIMO RD. WAIANAE, HI 96792	2/10/2003	1000005565	$1,315
JIM PERKO	104 WEYBRIDGE RD GIBSONIA, PA 15044	3/24/2003	4044917	$471
JIM PERKO	104 WEYBRIDGE RD GIBSONIA, PA 15044	2/21/2003	4044506	$487
JIMBO'S JUMBOS PEANUTS	PO BOX 848168 DALLAS, TX 75284	2/24/2003	25788029	$1,702
JIMBO'S JUMBOS PEANUTS	PO BOX 848168 DALLAS, TX 75284	1/27/2003	23541856	$990
JIMBO'S JUMBOS PEANUTS	PO BOX 848168 DALLAS, TX 75284	2/10/2003	25782009	$6,725
JIMBO'S JUMBOS PEANUTS	PO BOX 848168 DALLAS, TX 75284	3/10/2003	23559390	$901
JIMBO'S JUMBOS PEANUTS	PO BOX 848168 DALLAS, TX 75284	2/14/2003	23548564	$621

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JIMBO'S JUMBOS PEANUTS	PO BOX 848168 DALLAS, TX 75284	2/17/2003	23550623	$1,206
JIMBO'S JUMBOS PEANUTS	PO BOX 848168 DALLAS, TX 75284	3/3/2003	23554842	$12,930
JIMBO'S JUMBOS PEANUTS	PO BOX 848168 DALLAS, TX 75284	1/6/2003	25767003	$3,157
JIMBO'S JUMBOS PEANUTS	PO BOX 848168 DALLAS, TX 75284	3/3/2003	25790398	$2,260
JIMBO'S JUMBOS PEANUTS	PO BOX 848168 DALLAS, TX 75284	3/31/2003	23575369	$740
JIMBO'S JUMBOS PEANUTS	PO BOX 848168 DALLAS, TX 75284	3/14/2003	23564115	$2,930
JIMMY D. CHATWELL	8522 GULF BLVD #43 NAVARRE BEACH, FL 32566	2/11/2003	1000005837	$894
JIMMY D. CHATWELL	8522 GULF BLVD #43 NAVARRE BEACH, FL 32566	1/15/2003	2119907	$633
JIMMY D. CHATWELL	8522 GULF BLVD #43 NAVARRE BEACH, FL 32566	3/10/2003	1000007684	$403
JIMMY D. CHATWELL	8522 GULF BLVD #43 NAVARRE BEACH, FL 32566	1/27/2003	2120014	$395
JIMMY D. CHATWELL	8522 GULF BLVD #43 NAVARRE BEACH, FL 32566	3/25/2003	1000010153	$1,838
JIMMY D. CHATWELL	8522 GULF BLVD #43 NAVARRE BEACH, FL 32566	1/27/2003	2119964	$532
JIMMY D. CHATWELL	8522 GULF BLVD #43 NAVARRE BEACH, FL 32566	3/10/2003	1000007789	$576
JIMMY D. CHATWELL	8522 GULF BLVD #43 NAVARRE BEACH, FL 32566	2/28/2003	1000006843	$387
JIMMY D. CHATWELL	8522 GULF BLVD #43 NAVARRE BEACH, FL 32566	2/19/2003	1000006237	$444
JIMMY D. CHATWELL	8522 GULF BLVD #43 NAVARRE BEACH, FL 32566	3/28/2003	1000010511	$677
JIMMY D. CHATWELL	8522 GULF BLVD #43 NAVARRE BEACH, FL 32566	1/8/2003	2119819	$627
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	1/27/2003	23541847	$39,643
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/14/2003	25783335	$139,103
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/10/2003	25780815	$5,595
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/3/2003	23554834	$80,879
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	1/21/2003	25771630	$3,508
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/3/2003	25790392	$7,786
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/27/2003	25788643	$26,616
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/24/2003	25786810	$7,223
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/19/2003	25785573	$49,061
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/24/2003	23567788	$16,114
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/19/2003	25783902	$1,081
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	1/6/2003	23537133	$32,684
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/12/2003	25782588	$49,301
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	1/29/2003	25776454	$21,540
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/10/2003	25780268	$198,922
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/5/2003	25779504	$34,424
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/6/2003	25778870	$14,304
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/3/2003	25777230	$98,476
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	1/21/2003	25772098	$4,916
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/5/2003	25791615	$18,056
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/19/2003	25784327	$54,445
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/28/2003	23570333	$54,234
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	1/10/2003	23538245	$68,505
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	1/14/2003	25770727	$18,538
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	1/13/2003	25769132	$5,396
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	1/6/2003	25766995	$32,662
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	1/6/2003	25766116	$126,831
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	1/3/2003	25765351	$6,037

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/31/2003	23575359	$164,812
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/3/2003	25789941	$15,332
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/25/2003	23571857	$32,766
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	1/23/2003	25773474	$78,075
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/26/2003	23569208	$17,791
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/25/2003	23568322	$16,639
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/7/2003	23558191	$43,419
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/17/2003	23565132	$95,691
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/10/2003	23559380	$81,715
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/24/2003	23552774	$77,216
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	2/21/2003	23550614	$86,878
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	1/17/2003	23540008	$76,880
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/26/2003	23572728	$40,136
JIMMY DEAN	PO BOX 730134 DALLAS, TX 75373	3/11/2003	25778222	$25,749
JIMMY DEAN MEAT CO *	P O BOX 73101	3/25/2003	84349	$2,184
JIMMY NICHOLS	2865 CARRINGTON ST NW NORTH CANTON, OH 44720	2/27/2003	4069067	$215
JIMMY NICHOLS	2865 CARRINGTON ST NW NORTH CANTON, OH 44720	3/28/2003	4069680	$587
JIMMY NICHOLS	2865 CARRINGTON ST NW NORTH CANTON, OH 44720	2/25/2003	4069140	$326
JIMMY NICHOLS	2865 CARRINGTON ST NW NORTH CANTON, OH 44720	3/12/2003	4069610	$688
JIMMY NICHOLS	2865 CARRINGTON ST NW NORTH CANTON, OH 44720	1/29/2003	4068399	$764
JIMMY NICHOLS	2865 CARRINGTON ST NW NORTH CANTON, OH 44720	1/13/2003	4068210	$692
JIMMY NICHOLS	2865 CARRINGTON ST NW NORTH CANTON, OH 44720	3/11/2003	4069632	$1,441
JIMMY NICHOLS	2865 CARRINGTON ST NW NORTH CANTON, OH 44720	3/21/2003	2065840	$142
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	3/24/2003	23571334	$5,825
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	2/10/2003	23544979	$9,465
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	2/10/2003	23547076	$2,754
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	3/24/2003	23567500	$2,081
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	3/12/2003	23562061	$1,722
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	3/31/2003	23576254	$2,594
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	3/10/2003	23560347	$1,404
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	3/28/2003	23574848	$1,181
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	1/6/2003	23536784	$10,474
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	3/3/2003	23555456	$2,648
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	2/21/2003	23551975	$389
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	1/27/2003	23542707	$7,452
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	1/14/2003	23538750	$7,968
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	1/3/2003	23535541	$11,319
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	2/24/2003	23553486	$2,383
JIMMY'S SALAD DRESSINGS	1711 2ND AVE. N.W. STEWARTVILLE, MN 55976	2/13/2003	23549275	$6,405
JIMS IGA	205 S NOBLE WATONGA, OK 73772	3/19/2003	2576911	$717
JIMS IGA	205 S NOBLE WATONGA, OK 73772	2/24/2003	2571622	$717
JIMS IGA	205 S NOBLE WATONGA, OK 73772	1/24/2003	2569866	$4,014
JIM'S IGA	1577 S ODELL MARSHALL, MO 65340	2/21/2003	1000006501	$598
JIM'S IGA	1577 S ODELL MARSHALL, MO 65340	3/19/2003	1000009443	$346
JIM'S IGA	16101 MCMULLEN HWY SE CUMBERLAND, MD 21502	1/21/2003	4042911	$190

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JIM'S IGA	16101 MCMULLEN HWY SE CUMBERLAND, MD 21502	2/5/2003	2570465	$18,011
JIM'S IGA	16101 MCMULLEN HWY SE CUMBERLAND, MD 21502	1/21/2003	4043420	$216
JIM'S IGA	16101 MCMULLEN HWY SE CUMBERLAND, MD 21502	3/19/2003	2576824	$52,244
JIM'S IGA	201 S NOBLE ST WATONGA, OK 73772	3/19/2003	5035690	$581
JIM'S IGA	201 S NOBLE ST WATONGA, OK 73772	3/19/2003	5036694	$606
JIM'S IGA	201 S NOBLE ST WATONGA, OK 73772	3/19/2003	5035075	$466
JM EQUIPMENT CO INC	PO BOX 6000 FILE 73299 SAN FRANCISCO, CA 94160	2/10/2003	23547885	$632
JM EQUIPMENT CO INC	PO BOX 6000 FILE 73299 SAN FRANCISCO, CA 94160	1/31/2003	23544860	$796
JM EQUIPMENT CO INC	PO BOX 6000 FILE 73299 SAN FRANCISCO, CA 94160	3/26/2003	23573116	$1,083
JM EQUIPMENT CO INC	PO BOX 6000 FILE 73299 SAN FRANCISCO, CA 94160	3/14/2003	23564531	$635
JM EQUIPMENT CO INC	PO BOX 6000 FILE 73299 SAN FRANCISCO, CA 94160	3/6/2003	23557780	$236
JMC IMPACT INC	FORMERLY JEANMARIE CREATIONS PO BOX 98913 CHICAGO,	2/12/2003	25782799	$2,371
JMC IMPACT INC	FORMERLY JEANMARIE CREATIONS PO BOX 98913 CHICAGO,	1/10/2003	23538482	$437
JMC IMPACT INC	FORMERLY JEANMARIE CREATIONS PO BOX 98913 CHICAGO,	3/25/2003	23567917	$134
JMC IMPACT INC	FORMERLY JEANMARIE CREATIONS PO BOX 98913 CHICAGO,	3/14/2003	23564331	$2,955
JMM ENTERPRISES	6 WEST MAIN YUKON, OK 73099	1/13/2003	2569600	$249
JMM ENTERPRISES	6 WEST MAIN YUKON, OK 73099	3/13/2003	2576786	$100
JMM ENTERPRISES	6 WEST MAIN YUKON, OK 73099	3/11/2003	2576665	$1,399
JMM ENTERPRISES	6 WEST MAIN YUKON, OK 73099	2/12/2003	2571138	$225
JMM ENTERPRISES	6 WEST MAIN YUKON, OK 73099	2/11/2003	2571091	$546
JMM ENTERPRISES	6 WEST MAIN YUKON, OK 73099	1/9/2003	2569502	$2,208
JOE ARENA	202 BRANDYWINE RD COLLEGEVILLE, PA 19426	1/2/2003	1027078	$106
JOE ARENA	202 BRANDYWINE RD COLLEGEVILLE, PA 19426	1/2/2003	1027090	$181
JOE ARENA	202 BRANDYWINE RD COLLEGEVILLE, PA 19426	1/29/2003	1027220	$245
JOE ARENA	202 BRANDYWINE RD COLLEGEVILLE, PA 19426	2/21/2003	1027381	$322
JOE ARENA	202 BRANDYWINE RD COLLEGEVILLE, PA 19426	2/21/2003	1027432	$135
JOE BIEDERMAN	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95851	3/24/2003	4022176	$930
JOE BIEDERMAN	3771 CHANNEL DRIVE WEST SACRAMENTO, CA 95851	2/18/2003	4021783	$133
JOE BURNS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/31/2003	1000004924	$70
JOE BURNS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/20/2003	1000006556	$706
JOE BURNS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/27/2003	1000004659	$25
JOE BURNS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/18/2003	1000005722	$80
JOE BURNS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/24/2003	1000009915	$243
JOE BURNS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/14/2003	1000009126	$58
JOE BURNS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/12/2003	1000008429	$1,218
JOE BURNS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/5/2003	1000007084	$56
JOE BURNS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/10/2003	1000005255	$46
JOE BURNS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/17/2003	1000004476	$62
JOE BURNS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/3/2003	1000007769	$145
JOE MUTCHLER	1975 CASE WESTERN DR S.E. MASSILLON, OH 44646	2/10/2003	4068956	$293
JOE MUTCHLER	1975 CASE WESTERN DR S.E. MASSILLON, OH 44646	1/15/2003	4068200	$113
JOE MUTCHLER	1975 CASE WESTERN DR S.E. MASSILLON, OH 44646	3/12/2003	4069543	$226
JOE MUTCHLER	1975 CASE WESTERN DR S.E. MASSILLON, OH 44646	1/30/2003	4068277	$95
JOE MUTCHLER	1975 CASE WESTERN DR S.E. MASSILLON, OH 44646	1/15/2003	4067847	$193
JOE MUTCHLER	1975 CASE WESTERN DR S.E. MASSILLON, OH 44646	2/3/2003	4068421	$209

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JOE MUTCHLER	1975 CASE WESTERN DR S.E. MASSILLON, OH 44646	3/24/2003	4069831	$131
JOE PANTALONE	157 44 1435 44 JUPITER DRIVE SEWELL, NJ 08080	2/11/2003	4044166	$1,430
JOE PANTALONE	157 44 1435 44 JUPITER DRIVE SEWELL, NJ 08080	1/7/2003	4043671	$393
JOE PANTALONE	157 44 1435 44 JUPITER DRIVE SEWELL, NJ 08080	3/11/2003	4044705	$587
JOE PANTALONE	157 44 1435 44 JUPITER DRIVE SEWELL, NJ 08080	3/18/2003	4044875	$514
JOE SCHULDT	Not Available	2/14/2003	1107058292	$12,093
JOE SCHULDT	Not Available	3/10/2003	1107059140	$5,966
JOE SCHULDT	Not Available	1/22/2003	1107057342	$304
JOE SCHULDT	Not Available	3/3/2003	1107058813	$33,379
JOE SCHULDT	Not Available	1/30/2003	1107057691	$449
JOE SEXTON	11005 INDIAN OAKS DR TAMPA, FL 33625	1/27/2003	2065131	$157
JOE SEXTON	11005 INDIAN OAKS DR TAMPA, FL 33625	2/7/2003	2065313	$368
JOE SEXTON	11005 INDIAN OAKS DR TAMPA, FL 33625	3/18/2003	2065729	$738
JOE SEXTON	11005 INDIAN OAKS DR TAMPA, FL 33625	1/23/2003	2065073	$169
JOE SEXTON	11005 INDIAN OAKS DR TAMPA, FL 33625	1/15/2003	2065024	$168
JOE SEXTON	11005 INDIAN OAKS DR TAMPA, FL 33625	2/20/2003	2065460	$365
JOE SEXTON	11005 INDIAN OAKS DR TAMPA, FL 33625	3/12/2003	2065590	$120
JOE SEXTON	11005 INDIAN OAKS DR TAMPA, FL 33625	3/12/2003	2065671	$165
JOE SEXTON	11005 INDIAN OAKS DR TAMPA, FL 33625	1/29/2003	2065232	$217
JOEL BOOTH INC	C/O DC# 50	1/24/2003	59838	$1,300
JOEL BOOTH INC	C/O DC# 50	3/26/2003	85320	$558
JOEL HARRIS	236 BASS DRIVE MT JULIET, TN 37122	1/6/2003	2067798	$947
JOEL HARRIS	236 BASS DRIVE MT JULIET, TN 37122	1/2/2003	2067743	$916
JOEL INC	PO BOX 488 ELIZABETHTOWN, PA 17022	3/14/2003	23564369	$1,764
JOEL INC	PO BOX 488 ELIZABETHTOWN, PA 17022	1/2/2003	25764450	$3,250
JOEL INC	PO BOX 488 ELIZABETHTOWN, PA 17022	2/18/2003	25781563	$2,715
JOEL INC	PO BOX 488 ELIZABETHTOWN, PA 17022	2/6/2003	25779772	$7,687
JOEL INC	PO BOX 488 ELIZABETHTOWN, PA 17022	1/23/2003	25772336	$5,360
JOEL INC	PO BOX 488 ELIZABETHTOWN, PA 17022	1/8/2003	23536459	$731
JOEL INC	PO BOX 488 ELIZABETHTOWN, PA 17022	3/17/2003	23565776	$7,276
JOEL INC	PO BOX 488 ELIZABETHTOWN, PA 17022	3/3/2003	23555172	$10,240
JOEL INC	PO BOX 488 ELIZABETHTOWN, PA 17022	1/30/2003	25776722	$10,254
JOEL INC	PO BOX 488 ELIZABETHTOWN, PA 17022	1/10/2003	23538524	$23,079
JOEL KIRBY	4038 WORTHINGTON AVE. LINCOLN, NE 68502	2/6/2003	1000005218	$180
JOEL KIRBY	4038 WORTHINGTON AVE. LINCOLN, NE 68502	3/21/2003	1000009431	$186
JOEL KIRBY	4038 WORTHINGTON AVE. LINCOLN, NE 68502	3/5/2003	1000007057	$75
JOEL KIRBY	4038 WORTHINGTON AVE. LINCOLN, NE 68502	1/9/2003	1000003367	$76
JOEL KIRBY	4038 WORTHINGTON AVE. LINCOLN, NE 68502	1/23/2003	1000004577	$152
JOEL KIRBY	4038 WORTHINGTON AVE. LINCOLN, NE 68502	2/14/2003	1000005775	$142
JOEL KIRBY	4038 WORTHINGTON AVE. LINCOLN, NE 68502	3/4/2003	1000007850	$703
JOEL KIRBY	4038 WORTHINGTON AVE. LINCOLN, NE 68502	3/21/2003	1000008189	$492
JOEL KIRBY	4038 WORTHINGTON AVE. LINCOLN, NE 68502	1/9/2003	1000003909	$231
JOEL KIRBY	4038 WORTHINGTON AVE. LINCOLN, NE 68502	2/21/2003	1000006672	$121
JOEL KIRBY	4038 WORTHINGTON AVE. LINCOLN, NE 68502	2/3/2003	1000004879	$203
JOELSON INDUSTRIES INC	2248 TOWNSGATE RD #6 WESTLAKE VILLAGE, CA 91361	3/3/2003	23554880	$7,570

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JOELTON VALU-PLUS	P O BOX 1344 BRENTWOOD, TN 37024	2/21/2003	1000006343	$496
JOELTON VALU-PLUS	P O BOX 1344 BRENTWOOD, TN 37024	3/14/2003	1000009203	$15
JOELTON VALU-PLUS	P O BOX 1344 BRENTWOOD, TN 37024	3/12/2003	1000007232	$28
JOELTON VALU-PLUS	P O BOX 1344 BRENTWOOD, TN 37024	2/21/2003	1000006145	$355
JOELTON VALU-PLUS	P O BOX 1344 BRENTWOOD, TN 37024	3/13/2003	1000008851	$2,181
JOELTON VALU-PLUS	P O BOX 1344 BRENTWOOD, TN 37024	1/28/2003	2068070	$621
JOELTON VALU-PLUS	P O BOX 1344 BRENTWOOD, TN 37024	1/21/2003	2067565	$184
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	1/27/2003	25774762	$1,982
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	1/10/2003	25768756	$5,359
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	2/18/2003	25783399	$1,804
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	2/18/2003	25782665	$6,260
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	1/8/2003	25767104	$7,676
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	2/10/2003	25780337	$1,804
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	2/6/2003	25778919	$9,127
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	1/6/2003	25765425	$4,471
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	1/2/2003	25764136	$8,406
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	3/10/2003	25792518	$1,259
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	3/17/2003	23565336	$1,804
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	3/3/2003	25789475	$1,081
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	3/14/2003	23564198	$1,625
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	3/28/2003	23570499	$1,259
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	1/31/2003	25777286	$536
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	3/31/2003	23575531	$715
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	1/17/2003	25771298	$1,287
JOEY OYSTERS INC	PO BOX 904 AMITE, LA 70422	2/24/2003	25786304	$2,161
JOEY WOODWARD	PO BOX 1530 LUBBOCK, TX 79408	3/18/2003	3081844	$19,956
JOEY WOODWARD	PO BOX 1530 LUBBOCK, TX 79408	1/14/2003	3080722	$8,383
JOEY WOODWARD	PO BOX 1530 LUBBOCK, TX 79408	2/11/2003	3081231	$1,694
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	1/6/2003	25764858	$34,295
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	3/6/2003	23557816	$3,760
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	3/14/2003	23564586	$3,872
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	1/15/2003	25770006	$6,168
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	3/10/2003	25790789	$27,633
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	1/13/2003	25768951	$5,993
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	3/5/2003	25789728	$4,628
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	3/5/2003	23557124	$30,985
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	3/12/2003	25792744	$12,033
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	3/12/2003	23562028	$65,080
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	1/8/2003	25767551	$8,980
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	1/6/2003	25766459	$32,754
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	3/24/2003	23569797	$15,422
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	3/24/2003	23567457	$13,393
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	3/10/2003	23560278	$9,782
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	3/13/2003	23562715	$40,080
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	3/28/2003	23574810	$2,399

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	2/28/2003	25789134	$6,597
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	1/29/2003	25776191	$23,565
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	1/23/2003	25772539	$21,098
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	2/24/2003	25785282	$13,504
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	1/30/2003	25774481	$29,542
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	2/27/2003	25788349	$7,799
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	2/10/2003	25779153	$31,768
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	2/12/2003	25781740	$9,477
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	2/21/2003	25785950	$12,771
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	1/2/2003	25763592	$15,703
JOHANNA FARMS INC	SUB OF JOHN LABATT LTD PO BOX 32175 HARTFORD, CT	2/26/2003	25787177	$40,142
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/14/2003	1000009357	$80
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/3/2003	1000005071	$80
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/27/2003	1000007429	$40
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/15/2003	1000004477	$40
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/18/2003	1000006096	$120
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/10/2003	1000005388	$40
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/10/2003	1000005257	$40
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	1/21/2003	1000004555	$80
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/3/2003	1000004776	$40
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/20/2003	1000006558	$40
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/3/2003	1000007667	$40
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/10/2003	1000008237	$40
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	2/24/2003	1000006909	$40
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/14/2003	1000008703	$40
JOHN ANDREWS	2455 WEST 1500 SOUTH SALT LAKE CITY, UT 84104	3/10/2003	1000008012	$40
JOHN B SANFILIPPO & SON INC	135 S. LASALLE DEPT 2533 CHICAGO IL 60674 2533	3/7/2003	88703	$530
JOHN B SANFILIPPO & SON INC	135 S. LASALLE DEPT 2533 CHICAGO IL 60674 2533	2/7/2003	88508	$292
JOHN B SANFILIPPO & SON INC	135 S. LASALLE DEPT 2533 CHICAGO IL 60674 2533	2/21/2003	88592	$470
JOHN B. SANFILIPPO & SON	DEPT #2533	2/14/2003	67681	$6,050
JOHN B. SANFILIPPO & SON	DEPT #2533	1/29/2003	61484	$212
JOHN B. SANFILIPPO & SON	DEPT #2533	1/22/2003	58703	$5,724
JOHN B. SANFILIPPO & SON	DEPT #2533	3/7/2003	74998	$2,897
JOHN B. SANFILIPPO & SON	DEPT #2533	3/7/2003	74998	$5,484
JOHN BUCK	532 ROUTE 100 NORTH BECHTELSVILLE, PA 19505	3/4/2003	4044706	$46
JOHN BUCK	532 ROUTE 100 NORTH BECHTELSVILLE, PA 19505	2/4/2003	4043979	$100
JOHN BUCK	532 ROUTE 100 NORTH BECHTELSVILLE, PA 19505	1/14/2003	4043800	$227
JOHN BUCK	532 ROUTE 100 NORTH BECHTELSVILLE, PA 19505	3/4/2003	4044582	$63
JOHN BUCK	532 ROUTE 100 NORTH BECHTELSVILLE, PA 19505	2/18/2003	4044341	$53
JOHN BUCK	532 ROUTE 100 NORTH BECHTELSVILLE, PA 19505	1/21/2003	4043845	$51
JOHN BUCK	532 ROUTE 100 NORTH BECHTELSVILLE, PA 19505	1/27/2003	4043881	$80
JOHN BUCK	532 ROUTE 100 NORTH BECHTELSVILLE, PA 19505	2/11/2003	4044146	$50
JOHN BUCK	532 ROUTE 100 NORTH BECHTELSVILLE, PA 19505	3/18/2003	4044800	$62
JOHN BUCK	532 ROUTE 100 NORTH BECHTELSVILLE, PA 19505	3/18/2003	4044863	$65
JOHN CARNAHAN	1085 HAWK LANE FAIRFIELD, CA 94533	2/6/2003	4021784	$679

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JOHN CARNAHAN	1085 HAWK LANE FAIRFIELD, CA 94533	3/19/2003	4022177	$853
JOHN CARNAHAN	1085 HAWK LANE FAIRFIELD, CA 94533	1/13/2003	4021543	$505
JOHN CARNAHAN	1085 HAWK LANE FAIRFIELD, CA 94533	1/24/2003	4021642	$588
JOHN CARNAHAN	1085 HAWK LANE FAIRFIELD, CA 94533	3/5/2003	4022030	$545
JOHN CARNAHAN	1085 HAWK LANE FAIRFIELD, CA 94533	2/20/2003	4021907	$404
JOHN CARNAHAN	1085 HAWK LANE FAIRFIELD, CA 94533	2/18/2003	4021859	$337
JOHN CLEMENS	P.O. BOX 15127 SACRAMENTO, CA 95851	2/24/2003	4021785	$33
JOHN CLEMENS	P.O. BOX 15127 SACRAMENTO, CA 95851	1/29/2003	4021693	$304
JOHN CLEMENS	P.O. BOX 15127 SACRAMENTO, CA 95851	1/6/2003	4021456	$112
JOHN CLEMENS	P.O. BOX 15127 SACRAMENTO, CA 95851	1/6/2003	4021477	$81
JOHN CLEMENS	P.O. BOX 15127 SACRAMENTO, CA 95851	3/12/2003	4022073	$183
JOHN CLEMENS	P.O. BOX 15127 SACRAMENTO, CA 95851	3/12/2003	4022147	$112
JOHN CLEMENS	P.O. BOX 15127 SACRAMENTO, CA 95851	3/14/2003	4022178	$1,090
JOHN CLEMENS	P.O. BOX 15127 SACRAMENTO, CA 95851	1/29/2003	4021559	$35
JOHN H LIPPS	26 ACADEMY DR ELKTON, MD 21921	3/17/2003	1027659	$305
JOHN H LIPPS	26 ACADEMY DR ELKTON, MD 21921	3/28/2003	1027702	$126
JOHN H LIPPS	26 ACADEMY DR ELKTON, MD 21921	3/12/2003	1027635	$425
JOHN H LIPPS	26 ACADEMY DR ELKTON, MD 21921	2/10/2003	1027264	$50
JOHN H LIPPS	26 ACADEMY DR ELKTON, MD 21921	1/6/2003	1027091	$144
JOHN H LIPPS	26 ACADEMY DR ELKTON, MD 21921	1/6/2003	1027135	$360
JOHN H LIPPS	26 ACADEMY DR ELKTON, MD 21921	2/10/2003	1027382	$59
JOHN H LIPPS	26 ACADEMY DR ELKTON, MD 21921	3/12/2003	1027585	$47
JOHN HANSON	624 S 25 AVE PHOENIX, AZ 85009	1/8/2003	1027092	$427
JOHN HANSON	624 S 25 AVE PHOENIX, AZ 85009	3/21/2003	1027598	$2,607
JOHN LANE	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/4/2003	2051002	$2,265
JOHN LANE	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/27/2003	2051110	$206
JOHN LANE	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	3/18/2003	2051414	$283
JOHN LANE	2929 STATE LINE ROAD SOUTHAVEN, MS 38671	2/27/2003	2051230	$262
JOHN M KING	206 WEBSTER ROAD LAPINE, AL 36046	3/19/2003	1000009134	$373
JOHN M KING	206 WEBSTER ROAD LAPINE, AL 36046	1/17/2003	2119737	$30
JOHN M KING	206 WEBSTER ROAD LAPINE, AL 36046	2/12/2003	1000005838	$552
JOHN M KING	206 WEBSTER ROAD LAPINE, AL 36046	3/24/2003	1000010154	$393
JOHN M KING	206 WEBSTER ROAD LAPINE, AL 36046	3/11/2003	1000007685	$76
JOHN M KING	206 WEBSTER ROAD LAPINE, AL 36046	1/29/2003	2120043	$117
JOHN M KING	206 WEBSTER ROAD LAPINE, AL 36046	3/5/2003	1000007790	$553
JOHN M KING	206 WEBSTER ROAD LAPINE, AL 36046	2/10/2003	1000005279	$239
JOHN M KING	206 WEBSTER ROAD LAPINE, AL 36046	1/29/2003	2119965	$73
JOHN M KING	206 WEBSTER ROAD LAPINE, AL 36046	1/14/2003	2119849	$163
JOHN M KING	206 WEBSTER ROAD LAPINE, AL 36046	2/24/2003	1000006740	$59
JOHN M KING	206 WEBSTER ROAD LAPINE, AL 36046	1/22/2003	2119941	$32
JOHN M KING	206 WEBSTER ROAD LAPINE, AL 36046	3/26/2003	1000009609	$310
JOHN MCDUFF	389 N CORSICA PLACE CHANDLER, AZ 85226	2/18/2003	2066244	$113
JOHN MCDUFF	389 N CORSICA PLACE CHANDLER, AZ 85226	1/15/2003	2065989	$104
JOHN MCDUFF	389 N CORSICA PLACE CHANDLER, AZ 85226	3/12/2003	1000008991	$539
JOHN MCDUFF	389 N CORSICA PLACE CHANDLER, AZ 85226	3/12/2003	1000008543	$1,706

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JOHN MCDUFF	389 N CORSICA PLACE CHANDLER, AZ 85226	3/12/2003	1000008283	$329
JOHN MCDUFF	389 N CORSICA PLACE CHANDLER, AZ 85226	1/8/2003	2065926	$548
JOHN MCDUFF	389 N CORSICA PLACE CHANDLER, AZ 85226	1/8/2003	2065904	$1,037
JOHN MCDUFF	389 N CORSICA PLACE CHANDLER, AZ 85226	3/31/2003	1000009833	$595
JOHN MCDUFF	389 N CORSICA PLACE CHANDLER, AZ 85226	2/13/2003	2066216	$37
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	1/15/2003	56417	$1,527
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	2/6/2003	64498	$3,454
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	2/6/2003	64498	$2,900
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	3/20/2003	82147	$37,926
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	2/6/2003	64498	$2,737
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	1/27/2003	60560	$4,557
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	1/27/2003	60560	$2,476
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	3/12/2003	76920	$5,493
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	3/24/2003	83519	$2,277
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	1/27/2003	60559	$1,518
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	2/26/2003	71369	$546
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	2/26/2003	71368	$2,856
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	2/24/2003	70673	$2,611
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	2/13/2003	67111	$1,742
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	1/27/2003	60560	$1,637
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	3/19/2003	81174	$2,488
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	1/27/2003	60560	$2,029
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	2/11/2003	66025	$2,878
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	3/3/2003	73197	$3,261
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	3/18/2003	80252	$7,301
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	3/4/2003	73534	$3,025
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	3/18/2003	80251	$2,136
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	2/6/2003	64498	$2,392
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	2/6/2003	64498	$3,056
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	3/4/2003	73534	$1,572
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	1/27/2003	60560	$4,466
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	1/6/2003	53534	$6,046
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	1/16/2003	56927	$3,708
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	1/16/2003	56927	$3,726
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	1/16/2003	56927	$4,284
JOHN MIDDLETON INC 8 *	P O BOX 7777-W7900	3/10/2003	75529	$4,642
JOHN PALLOTTINI	186 OAK STREET BECHTELSVILLE, PA 19505	1/29/2003	4043929	$329
JOHN PALLOTTINI	186 OAK STREET BECHTELSVILLE, PA 19505	1/6/2003	1027136	$5
JOHN PALLOTTINI	186 OAK STREET BECHTELSVILLE, PA 19505	1/6/2003	1027065	$18
JOHN PALLOTTINI	186 OAK STREET BECHTELSVILLE, PA 19505	1/6/2003	1027079	$197
JOHN PALLOTTINI	186 OAK STREET BECHTELSVILLE, PA 19505	2/20/2003	4044507	$220
JOHN PALLOTTINI	186 OAK STREET BECHTELSVILLE, PA 19505	3/3/2003	4044707	$170
JOHN PALLOTTINI	186 OAK STREET BECHTELSVILLE, PA 19505	3/13/2003	4044844	$115
JOHN PALLOTTINI	186 OAK STREET BECHTELSVILLE, PA 19505	3/26/2003	4044876	$59
JOHN PALLOTTINI	186 OAK STREET BECHTELSVILLE, PA 19505	2/12/2003	4044167	$180

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JOHN S TUBERA	811E LAKIMELA LANE HONOLULU, HI 96817	2/28/2003	1000007591	$315
JOHN S TUBERA	811E LAKIMELA LANE HONOLULU, HI 96817	2/7/2003	1000005566	$350
JOHN S TUBERA	811E LAKIMELA LANE HONOLULU, HI 96817	1/13/2003	4019597	$280
JOHN S TUBERA	811E LAKIMELA LANE HONOLULU, HI 96817	1/13/2003	4019565	$385
JOHN S TUBERA	811E LAKIMELA LANE HONOLULU, HI 96817	2/18/2003	1000006865	$350
JOHN S TUBERA	811E LAKIMELA LANE HONOLULU, HI 96817	1/24/2003	4019686	$315
JOHN S TUBERA	811E LAKIMELA LANE HONOLULU, HI 96817	1/27/2003	4019711	$315
JOHN S TUBERA	811E LAKIMELA LANE HONOLULU, HI 96817	3/13/2003	1000008983	$455
JOHN S TUBERA	811E LAKIMELA LANE HONOLULU, HI 96817	2/11/2003	1000005999	$210
JOHN S TUBERA	811E LAKIMELA LANE HONOLULU, HI 96817	3/17/2003	1000009821	$385
JOHN S TUBERA	811E LAKIMELA LANE HONOLULU, HI 96817	3/24/2003	1000010174	$280
JOHN SNEED	PO BOX 565 WARSAW, NC 28398	2/7/2003	2570905	$1,144
JOHN THOMPSON	P O BOX 233859 SACRAMENTO, CA 95823	2/19/2003	4021908	$1,306
JOHN THOMPSON	P O BOX 233859 SACRAMENTO, CA 95823	1/16/2003	4021584	$516
JOHN THOMPSON	P O BOX 233859 SACRAMENTO, CA 95823	1/22/2003	4021606	$188
JOHN THOMPSON	P O BOX 233859 SACRAMENTO, CA 95823	1/22/2003	4021643	$601
JOHN THOMPSON	P O BOX 233859 SACRAMENTO, CA 95823	2/11/2003	4021817	$367
JOHN THOMPSON	P O BOX 233859 SACRAMENTO, CA 95823	2/19/2003	4021860	$322
JOHN THOMPSON	P O BOX 233859 SACRAMENTO, CA 95823	3/25/2003	4022226	$212
JOHN THOMPSON	P O BOX 233859 SACRAMENTO, CA 95823	1/28/2003	4021694	$188
JOHN THOMPSON	P O BOX 233859 SACRAMENTO, CA 95823	1/14/2003	4021552	$260
JOHN THOMPSON	P O BOX 233859 SACRAMENTO, CA 95823	3/25/2003	4022179	$241
JOHN THOMPSON	P O BOX 233859 SACRAMENTO, CA 95823	3/12/2003	4022148	$393
JOHN W. COX INC	WHOLESALE FLORIST 1725 STOUT DRIVE WARMINSTER, PA	3/24/2003	23570823	$30,171
JOHN W. COX INC	WHOLESALE FLORIST 1725 STOUT DRIVE WARMINSTER, PA	1/23/2003	25771750	$23,974
JOHN W. COX INC	WHOLESALE FLORIST 1725 STOUT DRIVE WARMINSTER, PA	2/6/2003	25778441	$26,630
JOHN W. COX INC	WHOLESALE FLORIST 1725 STOUT DRIVE WARMINSTER, PA	2/20/2003	25784020	$7,862
JOHN W. COX INC	WHOLESALE FLORIST 1725 STOUT DRIVE WARMINSTER, PA	3/4/2003	23556151	$11,893
JOHN WILLENBERG	C/O RAINBOW FOODS 8000 EXCELSIOR BLVD HOPKINS MN 5	1/22/2003	1107057326	$806
JOHN WILLENBERG	C/O RAINBOW FOODS 8000 EXCELSIOR BLVD HOPKINS MN 5	3/20/2003	1107059526	$138
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	2/27/2003	23554364	$9,012
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	1/27/2003	25774988	$27,544
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	3/25/2003	23572395	$8,211
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	3/28/2003	23571335	$3,799
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	3/25/2003	23568860	$2,525
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	3/24/2003	23567501	$15,793
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	2/20/2003	25784118	$12,686
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	2/19/2003	23550192	$21,332
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	1/28/2003	23543755	$10,482
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	2/26/2003	23554220	$8,689
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	2/5/2003	23546120	$13,632
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	1/6/2003	23536785	$17,543
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	3/10/2003	23560348	$27,314
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	2/5/2003	23545731	$7,875
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	3/11/2003	23561262	$561

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	3/4/2003	23556412	$4,790
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	1/13/2003	23538751	$30,425
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	2/11/2003	23547900	$15,026
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	1/23/2003	23541176	$1,752
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	1/28/2003	23543998	$1,784
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	2/20/2003	23552314	$5,460
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	1/21/2003	25771861	$41,237
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	3/13/2003	23562746	$23,431
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	3/31/2003	23576255	$18,586
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	2/3/2003	25778024	$5,323
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	1/10/2003	25767592	$13,698
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	1/3/2003	25764926	$40,073
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	3/28/2003	23574849	$17,479
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	3/26/2003	23573225	$37,004
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	1/3/2003	25765791	$2,413
JOHN ZIDIAN CO	PO BOX 951322 CLEVELAND, OH 44193	2/24/2003	25787209	$7,530
JOHNATHAN'S	7611 FAY AVE LA JOLLA, CA 92037	2/3/2003	3017950	$2,334
JOHNNIES MARKET	P.O. BOX 933 BOULDER CREEK, CA 95006	2/27/2003	4021910	$4,702
JOHNNY'S ENTERPRISES INC	319 EAST 25TH ST TACOMA, WA 98421	2/10/2003	25780259	$3,027
JOHNNY'S ENTERPRISES INC	319 EAST 25TH ST TACOMA, WA 98421	1/2/2003	23535246	$2,384
JOHNNY'S ENTERPRISES INC	319 EAST 25TH ST TACOMA, WA 98421	3/10/2003	25792460	$4,323
JOHN'S VALLEY FOODS	4420 ALPINE ROAD PORTOLA VALLEY, CA 94028	2/21/2003	4021909	$2,279
JOHNSON & JOHNSON	DEPT. 1854	2/10/2003	7337	$7,058
JOHNSON & JOHNSON	DEPT. 1854	2/19/2003	7402	$10,822
JOHNSON & JOHNSON	DEPT. 1854	2/3/2003	7297	$7,863
JOHNSON & JOHNSON	DEPT. 1854	2/3/2003	7297	$7,863
JOHNSON & JOHNSON	DEPT. 1854	2/17/2003	7383	$4,698
JOHNSON & JOHNSON	DEPT. 1854	2/3/2003	7297	$4,853
JOHNSON & JOHNSON	DEPT. 1854	1/30/2003	7273	$5,023
JOHNSON & JOHNSON	DEPT. 1854	2/10/2003	7337	$7,058
JOHNSON & JOHNSON	DEPT. 1854	2/19/2003	7402	$10,822
JOHNSON & JOHNSON	DEPT. 1854	2/19/2003	7402	$4,398
JOHNSON & JOHNSON	DEPT. 1854	2/3/2003	7297	$4,853
JOHNSON & JOHNSON	DEPT. 1854	3/31/2003	7605	$6,235
JOHNSON & JOHNSON	DEPT. 1854	2/19/2003	7402	$4,398
JOHNSON & JOHNSON	DEPT. 1854	3/18/2003	7542	$5,984
JOHNSON & JOHNSON	DEPT. 1854	3/26/2003	7586	$3,902
JOHNSON & JOHNSON	DEPT. 1854	3/18/2003	7542	$5,984
JOHNSON & JOHNSON	DEPT. 1854	3/6/2003	7486	$4,812
JOHNSON & JOHNSON	DEPT. 1854	3/31/2003	7605	$5,086
JOHNSON & JOHNSON	DEPT. 1854	3/26/2003	7586	$3,902
JOHNSON & JOHNSON	DEPT. 1854	3/31/2003	7605	$5,070
JOHNSON & JOHNSON	DEPT. 1854	3/6/2003	7486	$4,812
JOHNSON & JOHNSON	DEPT. 1854	3/31/2003	7605	$4,881
JOHNSON & JOHNSON	DEPT. 1854	3/31/2003	7605	$5,086

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JOHNSON & JOHNSON	DEPT. 1854	2/10/2003	7337	$7,109
JOHNSON & JOHNSON	DEPT. 1854	3/31/2003	7605	$4,881
JOHNSON & JOHNSON	DEPT. 1854	2/6/2003	7319	$7,109
JOHNSON & JOHNSON	DEPT. 1854	1/2/2003	52411	$6,011
JOHNSON & JOHNSON	DEPT. 1854	1/24/2003	7238	$5,613
JOHNSON & JOHNSON	DEPT. 1854	1/30/2003	7273	$5,023
JOHNSON & JOHNSON	DEPT. 1854	1/24/2003	7238	$5,613
JOHNSON & JOHNSON	DEPT. 1854	2/10/2003	7337	$7,109
JOHNSON & JOHNSON	DEPT. 1854	2/10/2003	7337	$5,013
JOHNSON & JOHNSON	DEPT. 1854	2/17/2003	7383	$4,698
JOHNSON & JOHNSON	DEPT. 1854	2/10/2003	7337	$5,013
JOHNSON & JOHNSON	DEPT. 1854	2/3/2003	7297	$5,274
JOHNSON & JOHNSON	DEPT. 1854	2/6/2003	7319	$5,013
JOHNSON & JOHNSON	DEPT. 1854	2/17/2003	7383	$4,698
JOHNSON & JOHNSON	DEPT. 1854	2/3/2003	7297	$5,274
JOHNSON & JOHNSON	DEPT. 1854	3/31/2003	7605	$5,070
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/25/2003	8024304	$93,884
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/18/2003	8023413	$176,449
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/31/2003	8024406	$283,897
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/27/2003	8024347	$402,689
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/26/2003	8024323	$181,930
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/24/2003	8024276	$305,319
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/19/2003	8024172	$36,801
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/17/2003	8024102	$134,615
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/13/2003	8024008	$136,730
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/12/2003	8023968	$79,307
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/11/2003	8023938	$19,286
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/19/2003	8023449	$8,550
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/8/2003	8022427	$30,360
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/10/2003	8023893	$352,131
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/25/2003	8023584	$458,397
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/20/2003	8023481	$369,632
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/27/2003	8023640	$273,174
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/28/2003	8023678	$15,846
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/3/2003	8023715	$871,733
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/5/2003	8023782	$77,180
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/6/2003	8023822	$460,015
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/24/2003	8023552	$606,083
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/14/2003	8023350	$15,343
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/26/2003	8023614	$89,189
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/16/2003	8022624	$31,714
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/23/2003	8022798	$71,191
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/7/2003	8023188	$7,313
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/4/2003	8023099	$88,081
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/3/2003	8023067	$806,988

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/31/2003	8023031	$103,173
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/30/2003	8022997	$3,516
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/28/2003	8022926	$307,364
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/27/2003	8022882	$978,570
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/24/2003	8022838	$304,979
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/14/2003	8022556	$1,144,270
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/13/2003	8023321	$27,008
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	3/20/2003	8024208	$106,454
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/7/2003	8022382	$241,669
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/6/2003	8022356	$1,089,450
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/17/2003	8023382	$786,748
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/22/2003	8022759	$60,146
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/21/2003	8022726	$337,407
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/20/2003	8022694	$904,499
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/17/2003	8022663	$520,889
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/15/2003	8022592	$44,556
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/13/2003	8022523	$497,685
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	1/10/2003	8022493	$521,536
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/11/2003	8023262	$240,056
JOHNSON & SON INC <SC	EFT ONLY DALLAS, TX .01 TEST SENT 6/20 75284	2/10/2003	8023223	$922,693
JOHNSON BROTHERS BAKERY SUPPLY	1225 E CROSBY STE B24 CARROLLTON, TX 75006	3/27/2003	23573827	$1,434
JOHNSON BROTHERS LIQUOR CO.	Not Available	3/14/2003	88702	$391
JOHNSON BROTHERS LIQUOR CO.	Not Available	2/21/2003	88576	$1,284
JOHNSON BROTHERS LIQUOR CO.	Not Available	3/28/2003	88817	$22
JOHNSON BROTHERS LIQUOR CO.	Not Available	1/3/2003	88254	$802
JOHNSON BROTHERS LIQUOR CO.	Not Available	3/14/2003	88774	$244
JOHNSON BROTHERS LIQUOR CO.	Not Available	3/21/2003	88872	$2,493
JOHNSON BROTHERS LIQUOR CO.	Not Available	1/17/2003	88317	$4,174
JOHNSON BROTHERS LIQUOR CO.	Not Available	1/31/2003	88429	$379
JOHNSON BROTHERS LIQUOR CO.	Not Available	1/17/2003	88371	$402
JOHNSON BROTHERS LIQUOR CO.	Not Available	1/10/2003	88278	$494
JOHNSON BROTHERS LIQUOR CO.	Not Available	2/7/2003	88483	$1,009
JOHNSON BROTHERS LIQUOR CO.	Not Available	2/28/2003	88627	$302
JOHNSON BROTHERS LIQUOR CO.	Not Available	1/3/2003	88225	$463
JOHNSON EQUIPMENT CO INC	PO BOX 802009 DALLAS, TX 75380	3/5/2003	25787287	$1,852
JOHNSON EQUIPMENT CO INC	PO BOX 802009 DALLAS, TX 75380	3/25/2003	23572514	$89
JOHNSON EQUIPMENT CO INC	PO BOX 802009 DALLAS, TX 75380	2/4/2003	25780106	$238
JOHNSON EQUIPMENT CO INC	PO BOX 802009 DALLAS, TX 75380	1/21/2003	25772656	$105,025
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	3/5/2003	25789687	$1,000
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	3/12/2003	23561957	$2,000
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	2/27/2003	25788308	$6,400
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	2/21/2003	25781682	$4,700
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	2/6/2003	25779927	$3,750
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	2/10/2003	25780554	$700
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	2/21/2003	25785240	$5,700

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	1/9/2003	25768417	$2,000
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	1/9/2003	25766417	$3,700
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	3/25/2003	23566121	$6,400
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	1/24/2003	25773758	$9,100
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	3/28/2003	23569724	$2,000
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	3/7/2003	23558754	$700
JOHNSON TRUCKING	23167 S DAVIS RD OSAGE CITY, KS 66523	1/16/2003	25770485	$3,779
JOHNSON WAX PROFESSIONAL	LB DRAWER 440 MILWAUKEE, WI 53278	3/24/2003	23567387	$8,543
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	3/4/2003	8023755	$2,463
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	1/29/2003	8022972	$108,603
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	1/16/2003	8022632	$65,731
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	2/17/2003	8023388	$88,137
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	2/25/2003	8023591	$165,046
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	1/2/2003	8022308	$100,359
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	1/6/2003	8022361	$4,727
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	1/7/2003	8022390	$191,041
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	1/8/2003	8022433	$29,455
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	3/10/2003	8023902	$893,222
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	1/23/2003	8022805	$233,405
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	1/20/2003	8022700	$351,138
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	2/3/2003	8023072	$68,613
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	2/4/2003	8023105	$259,282
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	2/7/2003	8023195	$125,202
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	2/10/2003	8023231	$77,404
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	2/11/2003	8023269	$122,983
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	2/12/2003	8023298	$287,636
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	1/13/2003	8022529	$285,577
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	2/28/2003	8023685	$614,338
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	1/14/2003	8022563	$114,025
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	1/28/2003	8022930	$105,703
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	3/26/2003	8024328	$21,456
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	3/25/2003	8024308	$4,607
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	3/24/2003	8024280	$71,340
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	3/21/2003	8024256	$98,828
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	3/20/2003	8024213	$139,231
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	3/19/2003	8024181	$154,507
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	3/28/2003	8024376	$18,136
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	3/17/2003	8024111	$122,097
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	2/24/2003	8023558	$330,778
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	2/26/2003	8023622	$72,583
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	3/14/2003	8024075	$20,534
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	3/27/2003	8024351	$200,283
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	3/3/2003	8023723	$1,764
JOHNSON&JOHNSONSALES&LOGISTICS	EFT ONLY CHICAGO, IL 60693	2/18/2003	8023419	$191,776
JOHNSON, DUANE	P O BOX 741	3/18/2003	80314	$311

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JOHNSON, DUANE	P O BOX 741	3/24/2003	83659	$205
JOHNSON, DUANE	P O BOX 741	3/10/2003	75690	$236
JOHNSON, DUANE	P O BOX 741	3/28/2003	86422	$154
JOHNSON, MARK	C/O DC# 175	3/25/2003	84398	$357
JOHNSON, MARK	C/O DC# 175	3/12/2003	77034	$593
JOHNSON, MARK	C/O DC# 175	3/7/2003	75075	$574
JOHNSON, MARK	C/O DC# 175	3/20/2003	82299	$670
JOHNSON, STEVE	1020 MAY FLOWER RD	3/17/2003	79748	$364
JOHNSON, STEVE	1020 MAY FLOWER RD	3/31/2003	86644	$408
JOHNSON, STEVE	1020 MAY FLOWER RD	3/31/2003	86644	$404
JOHNSON, STEVE	1020 MAY FLOWER RD	3/17/2003	79748	$644
JOHNSON'S FOOD #1	422 S. 4TH ATTALLA, AL 35954	2/3/2003	3039662	$645
JOHNSON'S FOOD #1	422 S. 4TH ATTALLA, AL 35954	2/3/2003	3040434	$810
JOHNSON'S GIANT FOOD #4	1720 EAST MEIGHAN BLVD GADSDEN, AL 35903	2/3/2003	3039664	$1,352
JOHNSON'S GIANT FOOD #4	1720 EAST MEIGHAN BLVD GADSDEN, AL 35903	2/3/2003	3040436	$1,700
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	2/24/2003	23552905	$11,909
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	2/24/2003	25784409	$9,538
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	1/29/2003	25776559	$10,376
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	1/27/2003	25774767	$8,250
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	1/8/2003	25767110	$7,052
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	3/31/2003	23575543	$18,163
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	3/24/2003	23570516	$42,801
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	2/24/2003	25786873	$4,817
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	3/24/2003	23565356	$37,181
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	2/17/2003	23550763	$46,394
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	2/12/2003	23546510	$14,638
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	3/10/2003	23559566	$18,555
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	2/3/2003	23544393	$19,232
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	1/28/2003	23542015	$11,895
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	1/21/2003	23540114	$6,960
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	1/2/2003	25764144	$7,675
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	2/12/2003	25782674	$7,902
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	1/2/2003	23534383	$8,764
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	3/3/2003	23554962	$26,572
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	3/27/2003	23569324	$6,001
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	1/6/2003	23536252	$12,152
JOHNSONVILLE FOODS	DEPT 3864 PO BOX 2088 MILWAUKEE, WI 53201	2/21/2003	23548703	$4,502
JOHNSONVILLE SAUSAGE	DEPT 3864	1/30/2003	62085	$2,169
JOHNSONVILLE SAUSAGE	DEPT 3864	1/22/2003	58698	$4,640
JOHNSONVILLE SAUSAGE	DEPT 3864	2/24/2003	70713	$3,253
JOHNSONVILLE SAUSAGE	DEPT 3864	3/24/2003	83584	$3,237
JOHNSONVILLE SAUSAGE	DEPT 3864	3/3/2003	73255	$5,863
JOHNSONVILLE SAUSAGE	DEPT 3864	3/28/2003	86343	$2,453
JOHNSONVILLE SAUSAGE	DEPT 3864	2/10/2003	65598	$2,230
JOHNSONVILLE SAUSAGE	DEPT 3864	2/3/2003	63213	$2,701

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JOHNSONVILLE SAUSAGE	DEPT 3864	3/17/2003	79578	$3,023
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/3/2003	23554926	$42,857
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	1/29/2003	25776532	$24,317
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	2/12/2003	23546467	$39,444
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	2/24/2003	25786858	$1,051
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/5/2003	25790468	$7,721
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/7/2003	23558286	$9,394
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	2/26/2003	25788709	$10,809
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/24/2003	23570456	$47,551
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	2/26/2003	25784391	$645
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	2/18/2003	25783937	$11,155
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	1/2/2003	23534348	$8,360
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	2/5/2003	25779576	$22,092
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	1/6/2003	23536211	$26,964
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	1/23/2003	25772158	$5,113
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/28/2003	23574313	$24,869
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/3/2003	25789973	$9,186
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	1/8/2003	25768093	$14,469
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/25/2003	23571927	$20,153
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/31/2003	23575494	$75,250
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	1/2/2003	25764098	$48,202
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	1/2/2003	25765407	$6,076
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	1/8/2003	25767087	$17,100
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	2/10/2003	25780862	$9,872
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/10/2003	23559523	$25,046
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	2/17/2003	23550712	$57,061
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	1/28/2003	23541956	$75,760
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/24/2003	23566916	$94,451
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/24/2003	23565283	$26,452
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/7/2003	25791680	$14,578
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/12/2003	23561608	$20,374
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	1/13/2003	23538326	$37,382
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/4/2003	23555926	$26,146
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	1/21/2003	23540075	$25,318
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	2/21/2003	23548655	$41,523
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/27/2003	23569296	$5,348
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	2/3/2003	23544353	$127,852
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/11/2003	23560886	$7,021
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	2/24/2003	23552857	$42,985
JOHNSONVILLE SAUSAGE INC	DEPT 3864 P.O.BOX 2088 MILWAUKEE, WI 53201	3/14/2003	23564186	$9,551
JOINER & HAYES	2420 PERSHING ROAD SUITE 400 KANSAS CITY, MO 6410	3/6/2003	23557668	$902
JOINER & HAYES	2420 PERSHING ROAD SUITE 400 KANSAS CITY, MO 6410	3/28/2003	23574586	$5,353
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	3/4/2003	23555782	$3,145
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	1/24/2003	25773437	$2,033
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	1/31/2003	25776417	$3,654

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	3/14/2003	23564065	$2,562
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	2/27/2003	25788610	$2,788
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	3/31/2003	23575271	$2,127
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	3/26/2003	23569163	$2,620
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	1/22/2003	23539962	$1,467
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	2/14/2003	23548489	$3,060
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	2/13/2003	23547372	$6,844
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	2/21/2003	25785535	$3,767
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	3/10/2003	23559278	$2,954
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	1/8/2003	23537093	$3,202
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	1/15/2003	23538980	$6,240
JOINT VIDEO VENTURES, INC	5242 EXCHANGE DR FLINT, MI 48507	3/25/2003	23571803	$5,093
JOLIET DISPOSAL	P O BOX 3716	1/30/2003	62128	$1,066
JOLIET DISPOSAL	P O BOX 3716	3/25/2003	84368	$220
JOLIET DISPOSAL	P O BOX 3716	3/3/2003	73326	$694
JOLO FLOWERS	13661 DEERING BAY DRIVE MIAMI, FL 33158	3/24/2003	23567342	$913
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	2/10/2003	25781478	$9,232
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	2/24/2003	25784490	$4,352
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	2/11/2003	25782121	$1,461
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	1/28/2003	25775986	$4,681
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	1/7/2003	25767209	$5,866
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	3/27/2003	23570669	$15,260
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	3/26/2003	23569427	$2,557
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	3/4/2003	23556048	$2,423
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	1/3/2003	23536358	$1,476
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	2/28/2003	25788832	$3,255
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	3/5/2003	25791792	$5,745
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	1/27/2003	23542161	$4,468
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	3/10/2003	23559734	$2,603
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	2/13/2003	23548820	$3,738
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	2/21/2003	23551745	$1,745
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	2/24/2003	23553030	$9
JON DONAIRE COMPANY	PO BOX 98333 CHICAGO, IL 60693	3/3/2003	23555061	$3,265
JON LAMP	209 AIR PARK DR	1/22/2003	58735	$341
JON LAMP	209 AIR PARK DR	1/31/2003	62615	$214
JON LAMP	209 AIR PARK DR	1/22/2003	58735	$104
JON LAMP	209 AIR PARK DR	1/22/2003	58735	$87
JON LAMP	209 AIR PARK DR	1/22/2003	58735	$89
JON LAMP	209 AIR PARK DR	3/13/2003	77982	$279
JON LAMP	209 AIR PARK DR	1/22/2003	58735	$257
JON LAMP	209 AIR PARK DR	2/27/2003	72071	$260
JON LAMP	209 AIR PARK DR	3/13/2003	77982	$90
JON LAMP	209 AIR PARK DR	3/7/2003	75043	$233
JON LAMP	209 AIR PARK DR	2/20/2003	69663	$85
JON LAMP	209 AIR PARK DR	2/27/2003	72071	$249

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JON LAMP	209 AIR PARK DR	2/5/2003	63904	$294
JON LAMP	209 AIR PARK DR	2/13/2003	67219	$190
JON TISCH	1206 WOODS CREEK DR DELANO, MN 55328	1/29/2003	1000004427	$220
JON TISCH	1206 WOODS CREEK DR DELANO, MN 55328	2/7/2003	1000005346	$436
JON TISCH	1206 WOODS CREEK DR DELANO, MN 55328	2/19/2003	1000006502	$2,282
JON TISCH	1206 WOODS CREEK DR DELANO, MN 55328	1/29/2003	1000004680	$612
JON TISCH	1206 WOODS CREEK DR DELANO, MN 55328	2/6/2003	1000005228	$15
JONAS, MARK	1471 W ASHLAND AVE	1/22/2003	58738	$175
JONAS, MARK	1471 W ASHLAND AVE	2/6/2003	64568	$77
JONAS, MARK	1471 W ASHLAND AVE	1/9/2003	54744	$153
JONAS, MARK	1471 W ASHLAND AVE	1/22/2003	58738	$205
JONES & CO <SM	PO BOX 7 CANAL POINT, FL 33438	2/6/2003	25779525	$259
JONES & CO <SM	PO BOX 7 CANAL POINT, FL 33438	1/30/2003	25776477	$565
JONES & CO <SM	PO BOX 7 CANAL POINT, FL 33438	3/3/2003	25789436	$796
JONES & CO <SM	PO BOX 7 CANAL POINT, FL 33438	3/28/2003	23570370	$770
JONES & CO <SM	PO BOX 7 CANAL POINT, FL 33438	2/13/2003	23548585	$642
JONES & CO <SM	PO BOX 7 CANAL POINT, FL 33438	1/10/2003	23538273	$314
JONES & CO <SM	PO BOX 7 CANAL POINT, FL 33438	1/2/2003	25764024	$308
JONES & CO <SM	PO BOX 7 CANAL POINT, FL 33438	3/31/2003	23575405	$2,344
JONES & CO <SM	PO BOX 7 CANAL POINT, FL 33438	3/28/2003	23574249	$244
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	1/9/2003	25768353	$4,304
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	2/5/2003	23544746	$16,723
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	3/3/2003	25790123	$1,837
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	3/24/2003	23570978	$10,957
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	3/5/2003	25791970	$1,596
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	2/26/2003	25788254	$566
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	1/31/2003	25776816	$1,514
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	1/24/2003	25772416	$2,722
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	3/31/2003	23575968	$10,586
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	1/6/2003	23537362	$458
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	1/2/2003	25765648	$1,082
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	1/2/2003	25764646	$880
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	1/24/2003	25773705	$4,988
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	3/3/2003	23555264	$31,918
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	3/12/2003	23561877	$8,107
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	3/24/2003	23565968	$9,395
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	1/13/2003	23538607	$1,158
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	3/6/2003	23557702	$2,966
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	3/28/2003	23569619	$19,318
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	2/24/2003	23553269	$8,407
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	2/17/2003	23551090	$9,111
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	2/18/2003	23549048	$6,383
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	1/21/2003	23540340	$13,469
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	3/28/2003	23574641	$723
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	1/27/2003	23542434	$27,088

General Notes

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Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JONES DAIRY FARM	PO BOX 808 FORT ATKINSON, WI 53538	3/10/2003	23560029	$18,665
JONES DAIRY FARM	P O BOX 808	1/6/2003	53563	$770
JONES LLC<JESSE	PO BOX 7067 FREDERICKSBURG, VA 22404	2/20/2003	25784548	$3,060
JONES LLC<JESSE	PO BOX 7067 FREDERICKSBURG, VA 22404	2/6/2003	25779763	$2,773
JONES LLC<JESSE	PO BOX 7067 FREDERICKSBURG, VA 22404	1/23/2003	25772323	$6,067
JONES LLC<JESSE	PO BOX 7067 FREDERICKSBURG, VA 22404	1/2/2003	25765581	$3,471
JONES LLC<JESSE	PO BOX 7067 FREDERICKSBURG, VA 22404	3/26/2003	23569505	$1,207
JONES LLC<JESSE	PO BOX 7067 FREDERICKSBURG, VA 22404	3/25/2003	23567156	$2,564
JONES LLC<JESSE	PO BOX 7067 FREDERICKSBURG, VA 22404	3/7/2003	23558529	$2,658
JONES LLC<JESSE	PO BOX 7067 FREDERICKSBURG, VA 22404	2/14/2003	25782833	$4,665
JONES LLC<JESSE	PO BOX 7067 FREDERICKSBURG, VA 22404	3/6/2003	25791860	$4,326
JONES LLC<JESSE	PO BOX 7067 FREDERICKSBURG, VA 22404	2/24/2003	25787004	$2,813
JONES LLC<JESSE	PO BOX 7067 FREDERICKSBURG, VA 22404	3/19/2003	25788917	$839
JONES LLC<JESSE	PO BOX 7067 FREDERICKSBURG, VA 22404	1/13/2003	23538509	$4,243
JONES LLC<JESSE	PO BOX 7067 FREDERICKSBURG, VA 22404	1/31/2003	25776712	$2,240
JONES O'BRIEN	1201 S BEACH BLVD #108 LA HABRA, CA 90631	3/14/2003	23564063	$27,361
JONES O'BRIEN	1201 S BEACH BLVD #108 LA HABRA, CA 90631	2/24/2003	25778848	$750
JONES O'BRIEN	1201 S BEACH BLVD #108 LA HABRA, CA 90631	3/28/2003	23574167	$9,974
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	1/8/2003	25766624	$2,414
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	3/28/2003	23569055	$19,887
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	3/31/2003	23575109	$4,877
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	1/2/2003	25763158	$9,685
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	1/2/2003	25763740	$2,485
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	1/2/2003	25765228	$2,884
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	1/23/2003	25771187	$2,854
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	3/7/2003	23558023	$9,657
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	3/17/2003	23564851	$2,403
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	3/3/2003	25789869	$3,675
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	2/3/2003	25776327	$3,045
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	2/3/2003	25775825	$2,413
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	1/6/2003	25766023	$2,456
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	2/7/2003	25779392	$22,712
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	3/10/2003	25791478	$7,809
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	3/3/2003	25789327	$4,729
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	2/10/2003	25780728	$4,729
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	2/18/2003	25782451	$6,851
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	2/24/2003	25786132	$5,970
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	3/26/2003	23566679	$3,789
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	2/18/2003	25783247	$2,280
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	1/13/2003	25768644	$5,869
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	3/3/2003	25788515	$5,065
JONES PRODUCE TRUCKING<C.C.	P.O. BOX 714 NORTH LITTLE ROCK, AR. 72115	2/26/2003	25786719	$2,384
JONES, RANDY	C/O DC# 50	3/5/2003	74113	$184
JONES, RANDY	C/O DC# 50	2/4/2003	63574	$119
JONES, RANDY	C/O DC# 50	2/18/2003	68833	$120

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.

Fleming Companies, Inc. **Attachment 3a**

Case Number: 03-10945 (MFW)

3a. Payments made to creditors within the period Jnauary 1, 2003 - March 31, 2003

Payee	Address	Date of Payment	Payment Number	Payment Amount
JONES, RANDY	C/O DC# 50	2/11/2003	66145	$122
JONES, RANDY	C/O DC# 50	1/7/2003	54004	$111
JONES, RANDY	C/O DC# 50	1/14/2003	56074	$108
JONES, RANDY	C/O DC# 50	1/22/2003	58782	$109
JONES, RANDY	C/O DC# 50	3/19/2003	81295	$110
JONES, RANDY	C/O DC# 50	2/26/2003	71483	$128
JONES, RANDY	C/O DC# 50	3/26/2003	85412	$113
JONES, RANDY	C/O DC# 50	3/12/2003	77071	$120
JONES, RANDY	C/O DC# 50	1/28/2003	61067	$103
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	1/2/2003	25765783	$5,076
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	1/8/2003	25767583	$23,514
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	3/6/2003	25791336	$1,769
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	3/6/2003	25792147	$3,736
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	2/26/2003	25789154	$5,716
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	2/24/2003	25787200	$98
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	2/5/2003	25779995	$3,549
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	2/3/2003	25778019	$1,724
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	1/29/2003	25776978	$7,967
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	1/27/2003	25774983	$1,210
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	1/13/2003	25769379	$8,148
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	3/28/2003	23574836	$6,662
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	1/17/2003	23540494	$4,880
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	1/6/2003	23537458	$5,898
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	3/24/2003	23566310	$6,677
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	3/7/2003	23558843	$5,953
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	3/18/2003	23567492	$2,977
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	3/20/2003	23568857	$92
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	3/25/2003	23569827	$4,509
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	1/2/2003	25764914	$1,531
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	1/23/2003	25773198	$5,000
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	1/27/2003	23542688	$3,375
JONGQUIST FAMILY KITCHEN	1030 6TH AVE. P.O.BOX 618 BALDWIN, WI 54002	2/17/2003	23551283	$6,593
JORDAN MEATS	CHASE BANK OF TEXAS PO BOX 910180 DALLAS, TX 7539	2/26/2003	25788553	$2,785
JORDAN VALLEY	CONSERVANCY DISTRICT 8215 SOUTH 1300 WEST WEST JOR	2/3/2003	25774603	$431
JORDAN VALLEY	CONSERVANCY DISTRICT 8215 SOUTH 1300 WEST WEST JOR	1/6/2003	25761784	$232
JORGENSEN & CO.	2691 SO EAST AVENUE FRESNO, CA 93706	1/24/2003	23541334	$90
JORGENSEN & CO.	2691 SO EAST AVENUE FRESNO, CA 93706	3/24/2003	23570919	$1,509
JOSE FOODS <DON	PO BOX 6276 SCOTTSDALE, AZ 85261	3/3/2003	23554821	$139
JOSE FOODS <DON	PO BOX 6276 SCOTTSDALE, AZ 85261	1/8/2003	23537918	$249
JOSE FOODS <DON	PO BOX 6276 SCOTTSDALE, AZ 85261	2/3/2003	23544240	$249
JOSE FOODS <DON	PO BOX 6276 SCOTTSDALE, AZ 85261	1/23/2003	23541039	$373
JOSE FOODS <DON	PO BOX 6276 SCOTTSDALE, AZ 85261	1/27/2003	23541829	$249
JOSE FOODS <DON	PO BOX 6276 SCOTTSDALE, AZ 85261	2/17/2003	23550597	$497
JOSE FOODS <DON	PO BOX 6276 SCOTTSDALE, AZ 85261	3/10/2003	23559357	$242
JOSE FOODS <DON	PO BOX 6276 SCOTTSDALE, AZ 85261	3/17/2003	23565111	$1,692

General Notes

The debtor is in the process of reconciling its disbursement records to its bank statements. The debtor expects that material enhancements to this schedule will be necessary.