

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: Chapter 11
Fleming Companies, Inc., et al.,) Case No. 03-10945(MFW)
Debtors.) (Jointly Administered)

**NOTICE OF APPEARANCE, DEMAND FOR SERVICE OF PAPERS
AND RESERVATION OF RIGHTS PURSUANT TO SECTION 1109(b) OF THE
BANKRUPTCY CODE AND BANKRUPTCY RULES 9010 AND 2002**

TO THE PERSONS ON THE ANNEXED SERVICE LIST:

NOTICE IS HEREBY GIVEN pursuant to section 1109(b) of Title 11 of the United States Code and Rules 9010 and 2002 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") that Neal J. Levitsky, Esquire and L. Jason Cornell, Esquire hereby appear for creditor, William Trankle in the above-captioned case.

NOTICE IS FURTHER GIVEN that Neal J. Levitsky, Esquire and L. Jason Cornell, Esquire request that all notices given or required to be given in the above-captioned case (including, but not limited to, all papers filed and served in all adversary proceedings in this case, and all notices mailed only to the statutory committees or their authorized agents and to creditors and equity security holders who file with the Court a request that all notices be mailed to them) be given to and served upon them at the following address and telephone number:

Neal J. Levitsky, Esquire
L. Jason Cornell, Esquire
Fox, Rothschild, LLP
919 N. Market Street, Suite 1300
P.O. Box 2323
Wilmington, DE 19899-2323

NOTICE IS FURTHER GIVEN that the foregoing requests include not only notices and papers referred to in Bankruptcy Rule 2002, but also includes, without limitations, orders and notices of any application, motion, petition, pleading, request, complaint or demand, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, hand delivery, telecopy, telephone, telegraph, telex or otherwise, that affect the above-captioned debtor-in-possession or the property of such debtor-in-possession's estate.

Neither this Entry of Appearance nor any subsequent appearance, pleading, claim or suit is intended to waive (i) the right to have final orders in non-core matters entered only after *de novo* review by a district court judge; (ii) the right to a jury trial in any proceedings so triable herein, or in any case, controversy or proceeding related hereto; (iii) the right to have the reference withdrawn by the District Court in any matter subject to mandatory or discretionary withdrawal; or (iv) any other rights, claims, actions, defenses, setoffs or recoupments to which the above-named entity is or may be entitled under agreements, in law or equity, all of which rights, claims, actions, defenses, setoffs and recoupments are expressly reserved.

FOX ROTHSCHILD LLP



Neal J. Levitsky, Esquire (#2092)
L. Jason Cornell, Esquire (#3821)
919 North Market Street, Suite 1300
P.O. Box 2323
Wilmington, DE 19899-2323
302/654-7444; 302/656-8920 (fax)

CERTIFICATE OF SERVICE

The undersigned hereby certifies that one (1) copy of the attached Entry of Appearance was served upon the following individuals this 3rd day of July, 2003 by

First Class Mail postage prepaid:

James H. M. Sprayregen, Esquire
Kirkland & Ellis
777 S. Figueroa Street
Los Angeles, CA 90017

Laura Davis-Jones, Esquire
Pachulski Stang Ziehl Young Jones & Weintraub, P.C.
919 N. Market Street, 16th Floor
Wilmington, DE 19801



NEAL J. LEVITSKY, ESQUIRE