

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

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

ENTRY OF APPEARANCE FOR WADA FARMS POTATOES, INC.

PLEASE TAKE NOTICE that Richard H. Cross, Jr., Esquire of Law Office of Richard H. Cross, Jr. LLC, Michael Keaton, Esquire of Keaton & Associates, P.C. and Mary E. Gardner of Keaton & Associates, P.C. hereby enter their appearance as counsel for Wada Farms Potatoes, Inc. pursuant to section 342(a) of title 11 of the United States Code (the "Bankruptcy Code"), 11 U.S.C. § 101 et seq., and rules 2002 and 9010 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), in the captioned case.

PLEASE TAKE FURTHER NOTICE that Wada Farms Potatoes, Inc. requests that all notices given or required to be given, and all papers served or required to be served, in this case, be given to and served on:

Richard H. Cross, Jr.
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RICHARD H. CROSS, JR. LLC
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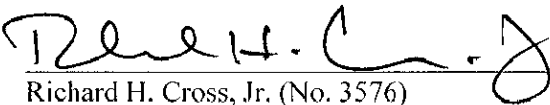
Michael Keaton
Mary E. Gardner
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1278 W. Northwest Highway, Suite 903
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PLEASE TAKE FURTHER NOTICE that this request includes not only the notices and papers referred to in the Bankruptcy Rules and Bankruptcy Code sections specified above, but also includes, without limitation, all orders and notices of any application, motions, petitions, pleadings, requests, complaints, or demands, statements of affairs, operating reports, schedules of assets and liabilities, whether formal or informal, whether written or oral, and

whether transmitted or conveyed by mail, courier service, hand delivery, telephone, facsimile transmission, telegraph, telex or otherwise that (1) affects or seeks to affect in any way the rights or interest of any creditor or party in interest in these cases, with respect to the (a) debtors, (b) property of the debtors' estates, or proceeds thereof, in which the debtors may claim an interest, or (c) property or proceeds thereof in the possession, custody, or control of others that the debtors may seek to use; or (2) requires or seeks to require any act, delivery or any property, payment or other conduct.

PLEASE TAKE FURTHER NOTICE that the party filing this document intends that neither this Notice of Appearance nor any later appearance, pleading, claim or suit shall waive (1) its right to trial by jury in any proceeding so triable in these cases or any case, controversy, or proceeding related to these cases; or (2) any other rights, claims, actions, defenses, setoffs, or recoupments to which they are or may be entitled under agreements, in law, in equity, or otherwise, all of which rights, claims, actions, defenses, setoffs, and recoupments are expressly reserved.

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Dated: July 7, 2003