E.B. LaRue, Jr.
25 HIGHLAND PARK VILLAGE #100-280
DALLAS, TEXAS 75205-2726
TELEPHONE (214) 521-7600
FAX 1-214-521-7606

June 12, 2003

To: United States Bankruptcy Court
District of Delaware
Marine Midland Plaza
824 Market Street, 5th Floor
Wilmington, Delaware 19801

Re: Fleming Companies, Inc. et al, Debtors
Case No. 03-10945 (MFW)

I am responding to the Notice of Motion delivered to me by DHL on June 11, 2003. I am the owner and lessor of the property listed as Item 8 under Exhibit I, Lease No. TX-348.

It is my understanding that an itemized statement is to be filed with the Court for unpaid real estate taxes, common area maintenance charges and insurance charges payable by Seller, prorated to the date of closing. The statement is enclosed herewith.

Sincerely,

E.B. LaRue, Jr.

E.B.LaRue, Jr., Owner and Lessor

cc:
Kirland & Ellis
777 South Figueroa St.
Los Angeles, CA 90017
Attn: Richard Wynne
Esquire and Pachulski, Stang, Ziehl, Young & Weintraub P.C.
919 North Market St. 16th Floor
P.O. Box 8705
Wilmington, Delaware 19899-8705
(Courier 19801), Attn: Laura Davis Jones, Esquire

White & Case
1155 Avenue of the Americas
New York, NY 10036-2787
Attn: Andrew P. DeNatale
Esquire and Greenberg Traurig LLP
The Brandywine Bldg.
1000 West St., Suite 1540
Wilmington Delaware 19801
Attn: Scott D. Cousins, Esquire

Office of the U.S. Trustee
844 King St. Room 2313
Wilmington, Delaware 19801
Attn: Joseph McMahon, Esquire

C:\My Documents\BILL\Fleming bankruptcy court.doc

E.B. LaRue, Jr.
25 HIGHLAND PARK VILLAGE #100-280
DALLAS, TEXAS 75205-2726
Telephone (214) 521-7600
FAX 1-214-521-7606

June 12, 2003

Statement of Favar Concepts, Ltd. (Fleming Companies)
Unpaid Share of Real Estate Taxes, Common Area Maintenance and Insurance

	Gross	Fleming Share
Real Estate Taxes -		
October 1, 2002 to date of closing, based on		
1972 taxes Fleming's share – 33.18% of $11,781.23	$ 3,909.01	
(15,504 sq ft of 46,726 sq ft total)		
less advance payments	2,700.00	
		$1,209.01
plus proration after June 30,2003		10.70 per day
Common Area Maintenance -		
TXU Electric – Nov. 21, 2002 thru	$ 363.74	
May 27, 2003, 33.18%, plus proration from		
plus proration fromMay 28,2003 to date of closing		$ 1.97 per day
Insurance –	$ 3,439.00	
Prorated from May 7, 2003 to date of closing		
The policy insures only three buildings totaling		
29,539 sq ft of which Fleming's 15,504 sq ft		
equals 52.48%		4.94 per day

As an *estimate only*, assuming a date of closing of July 15, 2003, the total amount due to E.B. LaRue, Jr would be $1,920.00.

C:\My Documents\BILL\fleming companies 6-13-03.doc

ACCT # 2050-0651-0020-010 RECEIPT YEAR 2002 54469
DATE 10/31/2002
CTR DP# 1

MILBURN CHANEY TAX A/C
101 E TYLER
ATHENS TX 75751
(903) 675-6134

PROPERTY DESCRIPTION

AB 782 THOMAS PARMER SUR ATHENS O T BLK 65A LT 2 PROP TYPE-F1
YES-LESS FOOD & MORE

LOCATION- 505 S PALESTINE ACRS-
TOWN-

VALUES

LAND- 148,200 IMP- 334,860 AG- NON AG- 148,200 TAXBL- 483,060

MONIES

EXEMPTIONS GRANTED: NONE

TAXING ENTITY	TAX RATE	TAX LEVY
COUNTY	.40518	1,957.31
ROAD & BRIDGE	.01263	61.02
RIGHT OF WAY	.00582	28.11
ATHENS ISD	1.48000	7,149.29
CITY OF ATHENS	.31685	1,530.59
FARM TO MKT/FLD CONT	.05800	280.21
COLLEGE	.06150	297.08
ATHENS WATER	.12467	602.25

PEN-INT OR DISCNT 124.63-
CHECK # 14681
PAID 11,781.23 **

≈ 2.44% of taxable M.C.

LARUE E B JR
25 HIGHLAND PARK VILLAGE
100-280

DALLAS TX 75205

** THIS IS A PAID RECEIPT **

PARK HIGHLAND
505 S PALESTINE ST
ATHENS TX
ACCOUNT NUMBER: 151-6433-95-8

MESSAGES

Your Service Period was from November 21, 2002 to December 20, 2002.

* Your "Current Bill" amount of **$60.89** is due by **January 13, 2003.** If paid after **January 17, 2003** the "Current Bill" amount due will be **$63.70.**

Please see reverse side for a quick reference to important information.

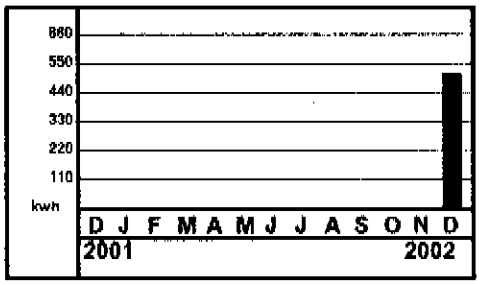
BILLING SUMMARY

Current Meter Reading (12/20/02)	18749
Previous Meter Reading (11/21/02)	-18237
Kilowatt-hours Used	512
Energy Charge (512 kwh)	$56.25
Sales Tax	$4.64
Current Bill	$60.89*

1-20-03
Requested bank draft form

#14787

Your electricity use



The average daily high temperature during this billing period was 58°; average daily high temperature during the same billing period last year was 63°.

The average price you paid for electric service this month was 10.98 cents per kWh.
S0002850 122302 00000000000

Total Amount Due

$60.89

ESI ID: 10443720001516433
Statement Date: 12/23/02
Meter Number: 069124401
Rate: General Service
Energy Charge Also Includes:
Cogeneration Power Cost Factor: $0.000372 per Metered kwh

e-mail address: custinfo@txu.com
For information call us at: (800) 242-9113
SE HABLA ESPANOL

TXU

TXU Energy
P.O. Box 100001
Dallas, TX 75310-0001

Public Utility Commission License #10004

Keep this portion for your records

PARK HIGHLAND
505 S PALESTINE ST
ATHENS TX
ACCOUNT NUMBER: 151-6433-95-8

MESSAGES

Your Service Period was from December 20, 2002 to January 23, 2003.

* Your "Current Bill" amount and current charges totalling **$68.73** are due by **February 12, 2003.** If paid after **February 17, 2003** the "Current Bill" amount and current charges will be **$71.78.**

Please see reverse side for a quick reference to important information.

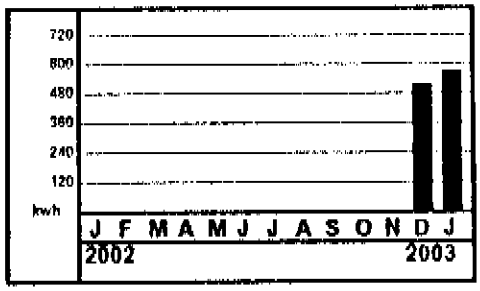
BILLING SUMMARY

Previous Bill	$60.89
Payment Received 01/23/03 **Thank You**	$60.89-
Balance	$0.00
Current Meter Reading (01/23/03)	19316
Previous Meter Reading (12/20/02)	-18749
Kilowatt-hours Used	567
Energy Charge (567 kwh)	$60.90
Sales Tax	$5.02
Current Bill	$65.92*
Late Payment Charge of 5% x $56.20 for Bill Not Paid by 01/13/03	$2.81

#14840

Total Amount Due **$68.73**

Your electricity use



The average daily high temperature during this billing period was 57°; average daily high temperature during the same billing period last year was 55°.

The average price you paid for electric service this month was 10.74 cents per kWh.

P0087807 012403 00000000000

ESI ID: 10443720001516433
Statement Date: 01/24/03
Meter Number: 069124401
Rate: General Service
Energy Charge Also Includes:
Cogeneration Power Cost Factor: $0.000372 per Metered kwh

e-mail address: custinfo@txu.com
For information call us at: (800) 242-9113
SE HABLA ESPANOL

TXU

TXU Energy
P.O. Box 100001
Dallas, TX 75310-0001

Public Utility Commission License #10004

Keep this portion for your records

PARK HIGHLAND
505 S PALESTINE ST
ATHENS TX
ACCOUNT NUMBER: 151-6433-95-8

MESSAGES

Your Service Period was from January 23, 2003 to February 21, 2003.

Your "Balance" from previous billing of **$68.73** was past due as of **February 12, 2003.**

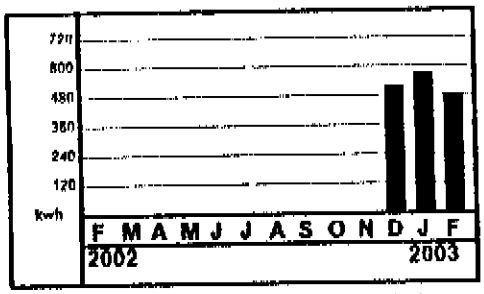
* Your "Current Bill" amount and current charges totalling **$60.92** are due by **March 12, 2003.** If paid after **March 17, 2003** the "Current Bill" amount and current charges will be **$63.59.**

Please see reverse side for a quick reference to important information.

BILLING SUMMARY

Previous Bill	$68.73
Payment Received	$0.00
Balance	$68.73
Current Meter Reading (02/21/03)	19795
Previous Meter Reading (01/23/03)	-19316
Kilowatt-hours Used	479
Energy Charge (479 kwh)	$53.46
Sales Tax	$4.41
Current Bill	$57.87*
Late Payment Charge of 5% x $61.00 for Bill Not Paid by 02/12/03	$3.05

Your electricity use



The average daily high temperature during this billing period was 57°; average daily high temperature during the same billing period last year was 62°.

The average price you paid for electric service this month was 11.16 cents per kWh.

P0081855 022403 00000000000

Total Amount Due

$129.65

14840

ESI ID: 10443720001516433
Statement Date: 02/24/03
Meter Number: 069124401
Rate: General Service
Energy Charge Also Includes:
Cogeneration Power Cost Factor: $0.000372 per Metered kwh

For assistance: Business Support Center
1-877-290-3722 bsupport@txu.com
SE HABLA ESPANOL

TXU

TXU Energy
PO Box 100001
Dallas, TX 75310-0001

Public Utility Commission License #10001

Keep this portion for your records

PARK HIGHLAND
505 S PALESTINE ST
ATHENS TX
ACCOUNT NUMBER: 151-6433-95-8

MESSAGES

Your Service Period was from February 21, 2003 to March 25, 2003.

* Your "Current Bill" amount and current charges totalling **$58.45** are due by **April 11, 2003.** If paid after **April 15, 2003** the "Current Bill" amount and current charges will be **$61.42.**

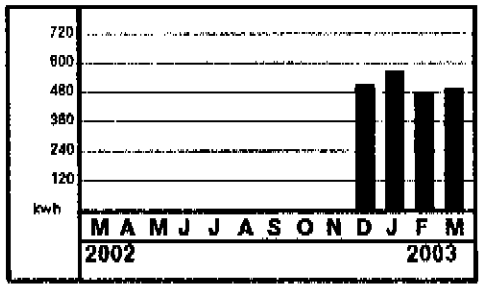
Please see reverse side for a quick reference to important information.

BILLING SUMMARY

Previous Bill	$129.65
Payment Received 03/06/03 **Thank You**	$129.65-
Balance	$0.00
Current Meter Reading (03/25/03)	20288
Previous Meter Reading (02/21/03)	-19795
Kilowatt-hours Used	493
Energy Charge (493 kwh)	$59.41
Sales Tax	$4.90
Current Bill	$64.31*
Late Payment Charge Reversal	$5.86-

AT 14572

Your electricity use



The average daily high temperature during this billing period was 64°; average daily high temperature during the same billing period last year was 64°.

The average price you paid for electric service this month was 12.05 cents per kWh.

P0087470 032603 00000000000

Total Amount Due

$58.45

ESI ID: 10443720001516433
Statement Date: 03/26/03
Meter Number: 069124401
Rate: General Service
Energy Charge Also Includes:
Cogeneration Power Cost Factor: $0.000372 per Metered kwh

For assistance: Business Support Center
1-877-290-3722 bsupport@txu.com
SE HABLA ESPANOL

TXU

TXU Energy
PO Box 100001
Dallas, TX 75310-0001

Public Utility Commission License #10004

Keep this portion for your records

PARK HIGHLAND
505 S PALESTINE ST
ATHENS TX
ACCOUNT NUMBER: 151-6433-95-8

MESSAGES

Your Service Period was from March 25, 2003 to April 24, 2003.

* Your "Current Bill" amount and current charges totalling **$59.45** are due by **May 13, 2003**. If paid after **May 19, 2003** the "Current Bill" amount and current charges will be **$62.07.**

Please see reverse side for a quick reference to important information.

BILLING SUMMARY

Previous Bill	$58.45
Payment Received 04/16/03 **Thank You**	$58.45-
Balance	$0.00

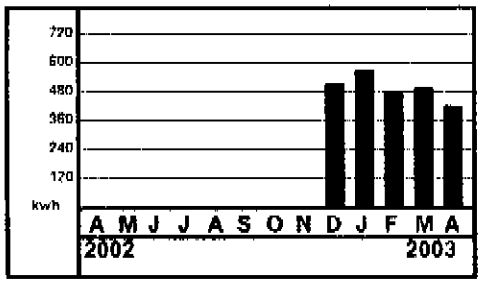
Current Meter Reading (04/24/03)	20707
Previous Meter Reading (03/25/03)	-20288
Kilowatt-hours Used	419

Energy Charge (419 kwh)	$52.44
Sales Tax	$4.33
Current Bill	$56.77*

Late Payment Charge of 5% x $53.60
for Bill Not Paid by 04/11/03 . . . . . $2.68

Received

Your electricity use



The average daily high temperature during this billing period was 75°; average daily high temperature during the same billing period last year was 76°.

The average price you paid for electric service this month was 12.51 cents per kWh.
P0087388 042003 00000000000

Total Amount Due

$59.45

ESI ID: 10443720001516433
Statement Date: 04/25/03
Meter Number: 069124401
Rate: General Service
Energy Charge Also Includes:
Cogeneration Power Cost Factor: $0.000372 per Metered kwh

For assistance: Business Support Center
1-877-290-3722 bsupport@txu.com
SE HABLA ESPANOL

TXU

TXU Energy
P.O. Box 100001
Dallas, TX 75310-0001

Public Utility Commission License #10004

Keep this portion for your records

PARK HIGHLAND
505 S PALESTINE ST
ATHENS TX
ACCOUNT NUMBER: 151-6433-95-8

MESSAGES

Your Service Period was from April 24, 2003 to May 27, 2003.

* Your "Current Bill" amount of **$57.98** is due by **June 13, 2003.** If paid after **June 17, 2003** the "Current Bill" amount due will be **$60.66.**

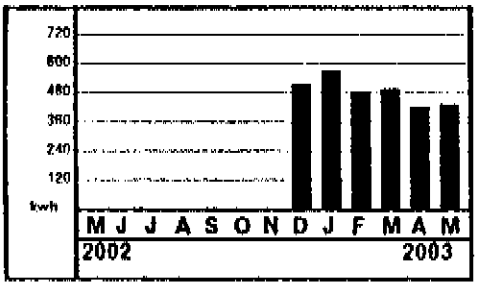
Please see reverse side for a quick reference to important information.

BILLING SUMMARY

Previous Bill	$59.45
Payment Received 05/09/03 **Thank You**	$59.45-
Balance	$0.00
Current Meter Reading (05/27/03)	21138
Previous Meter Reading (04/24/03)	-20707
Kilowatt-hours Used	431
Energy Charge (431 kwh)	$53.56
Sales Tax	$4.42
Current Bill	$57.98*

(0-6-03) Again 2KU has not received draft form & it again requested blank forms.

Your electricity use



The average daily high temperature during this billing period was 85°; average daily high temperature during the same billing period last year was 84°.

The average price you paid for electric service this month was 12.42 cents per kWh.
P0087790 052803 00000000000

Total Amount Due

$57.98

#14950

ESI ID: 10443720001516433
Statement Date: 05/28/03
Meter Number: 069124401
Rate: General Service
Energy Charge Also Includes:
Cogeneration Power Cost Factor: $0.000372 per Metered kwh

For assistance: Business Support Center
1-877-290-3722 bsupport@txu.com
SE HABLA ESPANOL

TXU

TXU Energy
P.O. Box 100001
Dallas, TX 75310 0001

Public Utility Commission License #10004

Keep this portion for your records

COMMERCIAL PROPERTY COVERAGE PART
DECLARATIONS

RFP205166 – 0
Policy Number

Republic -- Vanguard Insurance Company
PHOENIX, ARIZONA
ADMINISTRATIVE OFFICES:
P.O. Box 40600--7411 John Smith Dr., Suite 1400
San Antonio, Texas 78229

Previous Policy Number

Named Insured and Mailing Address (No., Street, Town or City, County, State, Zip Code)

E B LARUE

25 HIGHLAND PARK VILLAGE, #100
DALLAS, TX 75205

TEXAS COMMERCIAL INSURANCE
FACILITIES
P O BOX 7250
TYLER, TX 75711

Policy Period:
From 10/23/2002 to 10/23/2003 at 12:01 A.M. Standard Time at your mailing address shown above. 42

☐ Supplemental Declaration is attached.

BUSINESS DESCRIPTION
STRIP SHOPPING CENTER

DESCRIPTION OF PREMISES

PREM. NO.	BLDG. NO.	CONSTRUCTION	LOCATION AND OCCUPANCY	CC:
1	1	FRAME MJ	505 S PALESTINE, ATHENS, HENDERSON, TX	0213

COVERAGES PROVIDED — INSURANCE AT THE DESCRIBED PREMISES APPLIES ONLY FOR COVERAGES FOR WHICH A LIMIT OF INSURANCE IS SHOWN.

PREM. NO.	BLDG. NO.	COVERAGE	LIMIT OF INSURANCE	COVERED CAUSES OF LOSS	COINSURANCE	RATES†
1	1	BUILDING	$400,000	SPECIAL EXCLUDE THEFT	80%	$0.769

*Business Personal Property

DEDUCTIBLE $ 500

MORTGAGEHOLDER(S)
PREM. NO. BLDG. NO. MORTGAGE HOLDER NAME AND MAILING ADDRESS

FORMS AND ENDORSEMENTS
(other than applicable Forms and Endorsements shown elsewhere in the policy)
Forms and Endorsements applying to this Coverage Form and made part of this policy at time of issue: RVCP01 (1/95)
PROPERTY JACKET, RVCP100(09/98), GCCG0219(6/86), SL-01(04/98), CP0010(10/91), CP0090(07/88), MOLDEX_02(08/01), IL0941(01/02), CP1030(10/91), CP1033(11/85)

POLICY FEE	$	200.00
SURPLUS LINES TAX	$	158.89
STAMPING OFFICE TAX	$	4.91
TOTAL PREMIUM	$	3,439.80

Countersigned: 12/04/2002

By: TEXAS COMMERCIAL INSURANCE FACILITIES
TYLER, TEXAS Don Etheredge

6/12/03
BILLY, IF The Building is Vacant we need To Put Vacancy Clause On This Policy I have Identified. The Cause in The Policy Thank you Bob Jones

This insurance contract is with an insurer not licensed to transact insurance in this State and is issued and delivered as a surplus line coverage pursuant to the Texas Insurance Statutes. The State Board of Insurance does not audit the finances or review the solvency of the unauthorized insurer providing this coverage, and this insurer is not a member of the property and casualty insurance guaranty association created under Article 21.28C. Insurance Code. Article 1.14-2, Insurance Code, requires payment of a 4 percent tax on gross premium.