

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
Fleming Companies, Inc., et al., ¹)	Case No. 03-10945 (MFW)
)	(Jointly Administered)
Debtors.)	

Relates To Docket No.: 1906

Objection Deadline: July 28, 2003 at 4:00 p.m. prevailing Eastern time
Hearing Date: August 4, 2003 at 11:30 a.m. prevailing Eastern time

**NOTICE OF FILING OF TRANSITION SERVICES AGREEMENT AND
REFORMATTED SALE ORDER RE MOTION FOR ORDER (A) APPROVING ASSET
PURCHASE AGREEMENT with C&S WHOLESALE GROCERS, INC. AND C&S
ACQUISITION LLC, (B) AUTHORIZING (I) SALE OF SUBSTANTIALLY ALL OF
SELLING DEBTORS' ASSETS RELATING TO THE WHOLESALE DISTRIBUTION
BUSINESS TO PURCHASER OR ITS DESIGNEE(S) OR OTHER SUCCESSFUL
BIDDER(S) AT AUCTION, FREE AND CLEAR OF ALL LIENS, CLAIMS,
ENCUMBRANCES AND INTERESTS AND (II) ASSUMPTION AND ASSIGNMENT
OF CERTAIN EXECUTORY CONTRACTS, LICENSE AGREEMENTS AND
UNEXPIRED LEASES, AND (C) GRANTING RELATED RELIEF**

In connection with the Motion For Order (A) Approving Asset Purchase
Agreement with C&S Wholesale Grocers, Inc. and C&S Acquisition LLC, (B) Authorizing (I)
Sale of Substantially All of Selling Debtors' Assets Relating to the Wholesale Distribution
Business to Purchaser or Its Designee(s) or Other Successful Bidder(s) at Auction, Free and
Clear of All Liens, Claims, Encumbrances and Interests and (II) Assumption and Assignment of
Certain Executory Contracts, License Agreements and Unexpired Leases, and (C) Granting

¹ The Debtors are the following entities: Core-Mark International, Inc.; Fleming Companies, Inc.; ABCO Food Group, Inc.; ABCO Markets, Inc.; ABCO Realty Corp.; ASI Office Automation, Inc.; C/M Products, Inc.; Core-Mark Interrelated Companies, Inc.; Core-Mark Mid-Continent, Inc.; Dunigan Fuels, Inc.; Favar Concepts, Ltd.; Fleming Foods Management Co., L.L.C.; Fleming Foods of Texas, L.P.; Fleming International, Ltd.; Fleming Supermarkets of Florida, Inc.; Fleming Transportation Service, Inc.; Food 4 Less Beverage Company, Inc.; Fuelserv, Inc.; General Acceptance Corporation; Head Distributing Company; Marquise Ventures Company, Inc.; Minter-Weisman Co.; Piggly Wiggly Company; Progressive Realty, Inc.; Rainbow Food Group, Inc.; Retail Investments, Inc.; Retail Supermarkets, Inc.; RFS Marketing Services, Inc.; and Richmar Foods, Inc.

Related Relief (the "Sale Motion") filed on July 11, 2003 by Fleming Companies, Inc., Fleming Transportation Service, Inc., Piggly Wiggly Company, RFS Marketing Services, Inc., Fleming International, Ltd., Fleming Foods of Texas, L.P., and Fleming Foods Management Co., LLC (collectively, the "Selling Debtors"), the Selling Debtors file the following documents:

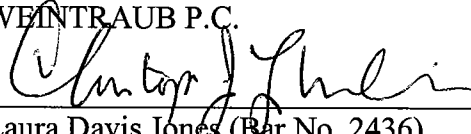
- (i) A reformatted version of the Sale Order (the text of the order has not been changed; only the formatting) (Exhibit A); and
- (ii) The Transition Services Agreement referenced in the Sale Motion (Exhibit B).

Dated: July 15, 2003

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