

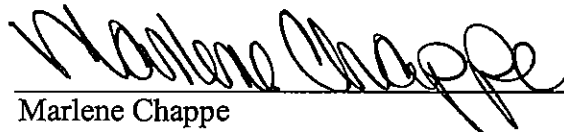
IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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

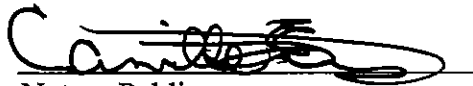
AFFIDAVIT OF SERVICE

Marlene Chappe being duly sworn according to law, deposes and says that she is employed by the law firm of Pachulski, Stang, Ziehl, Young, Jones & Weintraub P.C. and that on the 16th day of July 2003 she caused a copy of the following documents to be served upon the following service list(s) in the manner indicated.

**SECOND SUPPLEMENTAL AFFIDAVIT OF JAMES H.M.
SPRAYREGEN, P.C. UNDER 11 U.S.C. SECTION 327(A) AND RULE
2014 OF THE FEDERAL RULES OF BANKRUPTCY PROCEDURE IN
CONNECTION WITH THE KIRKLAND & ELLIS RETENTION
APPLICATION**


Marlene Chappe

Sworn to and subscribed
before me this 16th of July 2003



Notary Public

My Commission Expires: 3/13/04

**CAMILLE E. ENNIS
NOTARY PUBLIC
STATE OF DELAWARE
My commission expires May 13, 2004**

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.

Fleming Companies, Inc.

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