

CERTIFICATE OF SERVICE

I, Michael P. Morton do hereby certify that I have on this the 29th day of July, 2003, served a copy of the foregoing Response to the Notice of Potential Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with the Sale Motion and Objection to the Cure Amount and/or Proposed Assignment mailing a copy of the same by method below indicated mail in such a manner that it shall be actually received on or before 4:00 p.m. (Prevailing Eastern Time) on July 29, 2003, by each of the following entities or persons:

Overnight

Fleming Companies, Inc.
Attn: Contracts Department
1945 Lakepointe Drive
Lewisville, TX 75057

Overnight

Shirley S. Cho
Kirkland & Ellis L.L.P.
777 South Figueroa Street
Los Angeles, California 90017

Overnight

Geoffrey Richards
Kirkland & Ellis L.L.P.
200 East Randolph Drive
Chicago, Illinois 60601

Hand Deliver

Laura Davis Jones
Pachulski, Stang, Ziehl, Young, Jones & Weintraub, P.C.
919 North Market Street, 16th Floor
Wilmington, Delaware 19801

Overnight

Lenders
C/o Andrew DeNatale
White & Case
1155 Avenue of the Americas
New York, New York 10036

Overnight

Unsecured Creditors Committee
C/o Dennis Dunne
Milbank, Tweed, Hadley & McCloy, L.L.P.
One Chase Manhattan Plaza
New York, New York 10005

Overnight

Robert S. Hertzberg
Pepper Hamilton L.L.P
36th Floor
100 Renaissance Center
Detroit, Michigan 48243-1157

/s/ Michael P. Morton
Michael P. Morton