IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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

MOTION FOR ADMISSION *PRO HAC VICE* OF
FRANK C. SABATINO TO REPRESENT
TEAMSTERS PENSION TRUST FUND OF PHILADELPHIA & VICINITY AND
TEAMSTERS HEALTH AND WELFARE FUND OF PHILADELPHIA & VICINITY

Thomas G. Whalen, Jr. (the "**Movant**"), a member of the bar of this Court, pursuant to Local Rule 9010-1(b) of the United States Bankruptcy Court for the District of Delaware and Local Rule 83.5(c) of the United States District Court for the District of Delaware, and upon the Certification annexed hereto, hereby moves the admission *pro hac vice* of Frank C. Sabatino, Esquire, Stevens & Lee, P.C., 1818 Market Street, 29th Floor, Philadelphia, PA 19103 to represent the Teamsters Pension Trust Fund of Philadelphia & Vicinity and the Teamsters Health and Welfare Fund of Philadelphia & Vicinity in the captioned case. Mr. Sabatino is admitted, practicing and in good standing before the bars of the Commonwealth of Pennsylvania, the State of New Jersey, the United States District Courts for the Eastern and Middle Districts of Pennsylvania, the United States District Court for the District of New Jersey, and the United States Courts of Appeal for the Third Circuit and the D.C. Circuit.

WHEREFORE, Movant respectfully requests that this motion be granted and requests such other and further relief as the Court deems just and proper.

STEVENS & LEE, P.C.

Dated: August 5, 2003

/s/ Thomas G. Whalen, Jr.
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ATTORNEYS FOR TEAMSTERS PENSION TRUST FUND OF PHILADELPHIA & VICINITY AND TEAMSTERS HEALTH AND WELFARE FUND OF PHILADELPHIA & VICINITY

SO ORDERED.

BY THE COURT:

Dated: August ___, 2003

The Honorable Mary F. Walrath
United States Bankruptcy Court Judge

CERTIFICATION OF FRANK C. SABATINO, ESQUIRE

Frank C. Sabatino hereby certifies that he is eligible for admission to the Court for the purposes of the captioned case, that he is admitted to practice and in good standing before the bars of the jurisdictions identified in the foregoing motion, that he submits to the disciplinary jurisdiction of the Court for any alleged misconduct which occurs in the course of, or in the preparation of, this action as provided in Local Rule 83.6 of the United States District Court for the District of Delaware and that he has access to, or has acquired a copy of, the Delaware District Court Local Rules and the Delaware Bankruptcy Court Local Rules (hereinafter, collectively, the "**Rules**") and is generally familiar with the Rules. The undersigned certifies that the foregoing statements are true and that he is aware that he is subject to punishment if any of the foregoing statements are willfully false.

FRANK C. SABATINO