

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)
) (Jointly Administered)
)
Debtors.)

MOTION AND ORDER FOR ADMISSION *PRO HAC VICE*

Gregory W. Werkheiser, Esquire, a member of the bar of this Court, pursuant to District Court Local Rule 83.5, moves for admission *pro hac vice* of Mark S. Lichtenstein, Esquire, of Bryan Cave LLP, 1290 Avenue of the Americas, New York, New York 10104-3300, to represent Food Giant, Inc. and GES, Inc. in connection with the bankruptcy cases of the above-captioned debtors. The Admittee is admitted, practicing and in good standing before the bar of the State of New York and its admitted to practice in the United States Court of Appeals for the Second Circuit, the United States District Court for the Southern District of New York, the United States District Court for the Eastern District of New York, the United States District Court for the District of New Jersey, the United States Bankruptcy Court for the Southern District of New York, the United States Bankruptcy Court for the Eastern District of New York and the United States Bankruptcy Court for the District of New Jersey.

Dated: August 1, 2003

MORRIS, NICHOLS, ARSHT & TUNNELL



Gregory Werkheiser (No. 3553)
Chase Manhattan Centre, 18th Floor
1201 North Market Street
P.O. Box 1347
Wilmington, Delaware 19899-1347
(302) 658-9200

The Admittee certifies that he is eligible for admission *pro hac vice* to this Court, is admitted to practice and in good standing in the jurisdiction shown in the paragraph above, submits to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the course of, or in the preparation of, this action, and has access to, or has acquired, a copy of the Local Rules of this Court and is generally familiar with such Rules.

Dated: July 30, 2003

By: Mark S. Lichtenstein

Mark S. Lichtenstein, Esquire
Bryan Cave LLP
1290 Avenue of the Americas
New York, New York 10104-3300
Tel: (212) 541-2000
Fax: (212) 541-4630

MOTION GRANTED.

BY THE COURT:

Date: 8/1/03

Mary Waldoff
UNITED STATES BANKRUPTCY JUDGE

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