

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

-----X		
In re:	:	Chapter 11
	:	
FLEMING COMPANIES,	:	Case No. 03-10945 (MFW)
INC., <u>et al.</u> ,	:	Jointly Administered
	:	
Debtors.	:	Objection Deadline: August 12, 2003 at 4:00 p.m.
-----X		Hearing Date: August 19, 2003 at 11:30 a.m.

**OBJECTION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS TO
MOTION OF RMS PROPERTIES II LLC TO COMPEL PAYMENT OF POST-
PETITION OBLIGATIONS PURSUANT TO 11 U.S.C. § 365(d)(3)
(Docket No. 2040)**

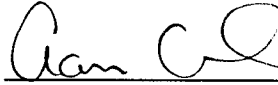
The Official Committee of Unsecured Creditors of Fleming Companies, Inc., (the “Committee”), by its attorneys, Pepper Hamilton LLP and Milbank, Tweed, Hadley & McCloy LLP, files this objection (the “Objection”) to Motion of RMS Properties II LLC (“RMS”) to Compel Payment of Post-Petition Obligations Pursuant to 11 U.S.C. § 365(d)(3) filed on July 21, 2003. In support of its Objection, the Committee respectfully states as follows:

RMS seeks payment of \$47,869.55 in rent due on June 1, 2003 on property located in Milwaukee, Wisconsin. The Debtors allegedly sent a payment of \$2,606.27 on May 31, 2003, claiming a credit due of \$45,263.28 for real estate taxes paid by the Debtors on another property leased by RMS.

As of the objection deadline, the Debtors have not provided sufficient information to the Committee for the Committee to evaluate this issue. The Committee needs an opportunity to review the relevant documentation in order to determine if RMS is entitled to additional rent. At this time, the Committee is unable to determine whether to oppose or support the Motion and therefore preserves its right to object to the substantive terms of the Motion.

WHEREFORE, the Committee respectfully requests that this Court grant the Committee's request to have additional time to review the relevant documentation related to this Motion so that it can make an appropriate determination as to the proposed terms contained therein.

Dated: August 12, 2003



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CERTIFICATE OF SERVICE

I, Aaron A. Garber, do hereby certify that on the 12th day of August, 2003, I did serve the foregoing *Objection of the Official Committee of Unsecured Creditors to Motion of RMS Properties II LLC to Compel Payment of Post-Petition Obligations Pursuant to 11 U.S.C. § 365(d)(3)* by causing a copy thereof to be served upon the following parties in the manner indicated:

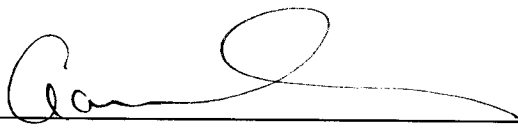
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I also hereby certify that on the 12th day of August, 2003, I did serve the foregoing *Objection of the Official Committee of Unsecured Creditors to Motion of RMS Properties II LLC to Compel Payment of Post-Petition Obligations Pursuant to 11 U.S.C. § 365(d)(3)* by causing a copy thereof to be served via United States mail, first class, postage pre-paid upon those parties listed upon the following service list.



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