

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

IN RE:

	:	Chapter 11
FLEMING COMPANIES, INC., <i>et al</i> ,	:	Case No. 03-10945(MFW)
	:	(Jointly Administered)
Debtors.	:	Hearing Date: 9/4/03 @ 2:00 p.m.
_____	:	Obj. Date: 8/28/03 @ 12:00 p.m.

**OBJECTION OF BURRUS SUPERMARKETS TO PROPOSED
ASSUMPTION AND ASSIGNMENT**

COMES NOW, Burrus Supermarkets, A Texas Corporation (“Burrus”), acting through its undersigned counsel, in response to the debtor’s Notice regarding Assumption and Assignment of Certain Executory Contracts and Unexpired Leases to the Grocers Supply Co., Inc.

Burrus does not object to the proposed assumption and assignment provided that the terms of the assumption and assignment are reflective of and entirely consistent with the terms of the agreement negotiated by Burrus with the purchaser in all respects, including the cure amounts, and that both the Facility Standby Agreement and the related forgiveness Note are assigned, together, to the purchaser and continue to be tied to one another.

LYONS, DOUGHTY & VELDHUIS, P.C.

DATED:

BY: /s/ Stephen P. Doughty
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