

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
Fleming Companies, Inc., et al.,¹) Case No. 03-10945 (MFW)
) (Jointly Administered)
Debtors.) **Related Docket No.: 2389**

**CERTIFICATION OF COUNSEL REGARDING ORDER ON STIPULATION
BETWEEN THE DEBTORS AND MOVANTS JAMES E. SPENCER, NEWCASTLE
GROCERY, L.L.C. AND BLANCHARD GROCERY, L.L.C. CONTINUING THE
HEARING DATE AND DEBTORS' FILING DEADLINE ON MOVANTS' MOTION
FOR RELIEF FROM AUTOMATIC STAY PURSUANT TO 11 U.S.C. § 362**

The undersigned hereby certifies that:

1. On July 28, 2003, James E. Spencer, Newcastle Grocery, L.L.C. and Blanchard Grocery, L.L.C. filed their *Motion for Relief from the Automatic Stay, or, in the Alternative, to Compel Rejection of Certain Executory Contracts and Brief in Support Thereof* (Docket No. 2389) (the "Motion") with the Court.

2. The hearing on the Motion was originally set for August 19, 2003 with an objection deadline of August 12, 2003. The parties reached agreement on the continuance of the hearing date and the objection deadline as well as a discovery schedule. They have entered into the attached *Stipulation between the Debtors and Movants James E. Spencer, Newcastle*

¹ The Debtors are the following entities: Core-Mark International, Inc.; Fleming Companies, Inc.; ABCO Food Group, Inc.; ABCO Markets, Inc.; ABCO Realty Corp.; ASI Office Automation, Inc.; C/M Products, Inc.; Core-Mark Interrelated Companies, Inc.; Core-Mark Mid-Continent, Inc.; Dunigan Fuels, Inc.; Favara Concepts, Ltd.; Fleming Foods Management Co., L.L.C.; Fleming Foods of Texas, L.P.; Fleming International, Ltd.; Fleming Supermarkets of Florida, Inc.; Fleming Transportation Service, Inc.; Food 4 Less Beverage Company, Inc.; Fuelserv, Inc.; General Acceptance Corporation; Head Distributing Company; Marquise Ventures Company, Inc.; Minter-Weisman Co.; Piggly Wiggly Company; Progressive Realty, Inc.; Rainbow Food Group, Inc.; Retail Investments, Inc.; Retail Supermarkets, Inc.; RFS Marketing Services, Inc.; and Richmar Foods, Inc.

Grocery, L.L.C. and Blanchard Grocery, L.L.C. Continuing the Hearing Date and Debtors' Filing Deadline on Movants' Motion for Relief from Automatic Stay, or in the Alternative Compel Rejection of Certain Executory Contracts (the "Stipulation").

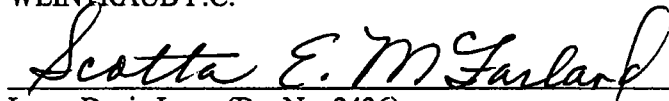
3. The Debtors respectfully request that the Court sign the attached Order approving the Stipulation and have the Order entered at the Court's earliest convenience.

Dated: August 26, 2003

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