
EXHIBIT A

From: <pmyers@kirkland.com>
To: <jchebot@wbc-lawyers.com>
Date: Fri, Aug 22, 2003 5:09 PM
Subject: Fleming Companies, Inc., Case No. 03-10945—PACA Claim Status at8/18/03

Mr. Chebot:

Please review the attached letter and Report regarding Sunkist Growers. Thank you.

(See attached file: letter.doc) (See attached file: Sunkist - Aug 18 Ineligible Report.rtf)

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CC: <cms@fleming.com>

KIRKLAND & ELLIS LLP

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August 25, 2003

Re: Fleming Companies, Inc., Case No. 03-10945, PACA Claim Status Report

Dear PACA Claimant/Counsel:

Attached is a copy of the Claim Status Detail Report as of August 18, 2003. The Report contains a description of the basis for amounts listed as invalid.¹ Charles Cipione can be reached at 972-906-8108 should you wish to discuss any ineligible component of your claim in advance of filing an Objection.

For those amounts listed as Unreconciled, the Debtors have either not had the opportunity to review the information that has been provided, or no such information has been provided. To the extent that information is provided to the Debtors on or before September 1, 2003, such information will be reviewed and listed on the September 16, 2003, Third Supplemental PACA Report (the "September 16th Report"). To the extent that information is not provided to the Debtors at all, the Debtors will seek, in the September 16th Report, to have such Claim expunged. To the extent applicable detail is provided between September 1 and September 16, the Debtors will work in good faith to review all such information and will reflect the information reviewed in the September 16th Report to the extent possible and will list the remainder as unreconciled.

KIRKLAND & ELLIS LLP
Counsel for the Debtors and Debtors in
Possession

Attachment (1)

¹ Please note that, in the course of data conversion, explanatory notes associated with the ineligible categories "Products Not Eligible for PACA Trust Coverage" and "Portions Not Eligible for PACA Trust Coverage" were inadvertently truncated. These notes read as follows:

"Products Not Eligible for PACA Trust Coverage"--Asserted amounts wholly relate to items that the Debtors believe are not eligible for PACA Trust protection. In general, assertions wholly relate to modified and/or non-perishable or otherwise "Ineligible" products.

"Portions Not Eligible for PACA Trust Coverage"--Asserted amounts include claims for items that the Debtors believe are not eligible for PACA Trust coverage. In general, assertions include certain amounts related to modified and/or non-perishable or otherwise ineligible products in addition to PACA eligible items. The Debtors have reduced the total claim amount to exclude amounts associated with items deemed not eligible for PACA Trust coverage.

Fleming Companies - PACA/PASA
Detail of Amounts Deemed Ineligible in August 18, 2003 Report
Sunkist Growers Inc

ID	Invoice Number	Org	Invoice Date	PO Number	Asserted Amount	Eligible Portion	Ineligible Portion	Unreconciled
766	55517201PR		2/10/2003	108089	\$486.00	\$0.00	\$486.00	\$0.00
883	598728-01		4/1/2003	995691	\$1,717.53	\$0.00	\$1,717.53	\$0.00
884	598886-01		4/1/2003	995689	\$1,919.70	\$0.00	\$1,919.70	\$0.00
					Subtotal - Disputed Amount - PACA Eligible Claim:		\$4,123.23	\$0.00

Disputed Amount - PACA Eligible Claim

The Debtors' financial records reflect different open payable amounts from those included in claimant's assertion. In general, these amounts relate to valid deductions included in the Debtors' records not reflected in the asserted claims; asserted claims for goods received in excess of amounts recorded in the Debtors' receiving records; and pricing discrepancies between the Debtors' records and claim assertions. Amounts claimed in excess of the Debtors' financial records are deemed ineligible.

Amounts listed in the 'Ineligible Portion' are for line items or invoices, as applicable, that the Debtors assert are not eligible for PACA coverage. The Debtors are available to discuss these 'Ineligible Portions' should any claimant wish to do so and will be available to discuss the same prior to the objection deadline. All inquiries should be directed to Charles Cipione at 972-906-8108.

Fleming Companies - PACA/PASA
Detail of Amounts Deemed Ineligible in August 18, 2003 Report
Sunkist Growers Inc

ID	Invoice Number	Org	Invoice Date	PO Number	Asserted Amount	Eligible Portion	Ineligible Portion	Unreconciled
<i>Products Not Eligible for PACA Trust Coverage</i>								
<i>Asserted amounts wholly relate to items that the Debtors believe are not eligible for PACA Trust protection. In general, assertions wholly relate to modified and/or non-perishable or otherwise</i>								
624	548334-01		1/17/2003	997661	\$1,267.70	\$0.00	\$1,267.70	\$0.00
780	563317-01		3/6/2003	996375	\$8,176.55	\$0.00	\$8,176.55	\$0.00
770	572049-01		2/24/2003	996528	\$4,042.90	\$0.00	\$4,042.90	\$0.00
843	593567-01		3/24/2003	996904	\$4,751.13	\$0.00	\$4,751.13	\$0.00
860	595992-01		3/28/2003	996931	\$8,543.00	\$0.00	\$8,543.00	\$0.00
746	PISTACHIOS FD		10/18/2002		\$525.00	\$0.00	\$525.00	\$0.00
Subtotal - Products Not Eligible for PACA Trust Coverage:							\$27,306.28	\$0.00

Amounts listed in the 'Ineligible Portion' are for line items or invoices, as applicable, that the Debtors assert are not eligible for PACA coverage. The Debtors are available to discuss these 'Ineligible Portions' should any claimant wish to do so and will be available to discuss the same prior to the objection deadline. All inquiries should be directed to Charles Cipione at 972-906-8108.

Fleming Companies - PACA/PASA
Detail of Amounts Deemed Ineligible in August 18, 2003 Report
Sunkist Growers Inc

ID	Invoice Number	Org	Invoice Date	PO Number	Asserted Amount	Eligible Portion	Ineligible Portion	Unreconciled
<i>Paid Invoice</i>								
<i>The Debtors' financial records indicate that associated amounts claimed have been paid in the normal course of the Debtors' business.</i>								
745	50241501QT		10/14/2002	993683	\$484.84	\$0.00	\$484.84	\$0.00
626	542729-01		1/7/2003	994049	\$891.33	\$0.00	\$891.33	\$0.00
795	571993 UK		3/12/2003	998820	\$652.52	\$0.00	\$652.52	\$0.00
886	598717-01		4/2/2003	996974	\$2,595.78	\$0.00	\$2,595.78	\$0.00
888	600073-01		4/4/2003	999394	\$1,739.88	\$0.00	\$1,739.88	\$0.00
893	600777-01		4/4/2003	997016	\$1,913.76	\$0.00	\$1,913.76	\$0.00
896	600818-01		4/4/2003	997329	\$1,188.09	\$0.00	\$1,188.09	\$0.00
898	600878-01		4/7/2003	998087	\$1,042.78	\$0.00	\$1,042.78	\$0.00
Subtotal - Paid Invoice:							\$10,508.98	\$0.00

Amounts listed in the 'Ineligible Portion' are for line items or invoices, as applicable, that the Debtors assert are not eligible for PACA coverage. The Debtors are available to discuss these 'Ineligible Portions' should any claimant wish to do so and will be available to discuss the same prior to the objection deadline. All inquiries should be directed to Charles Cipione at 972-906-8108.

Fleming Companies - PACA/PASA
Detail of Amounts Deemed Ineligible in August 18, 2003 Report
Sunkist Growers Inc

ID	Invoice Number	Org	Invoice Date	PO Number	Asserted Amount	Eligible Portion	Ineligible Portion	Unreconciled
Disallowed by CTP								
<i>The Debtors' Central Trade Payables group has researched asserted claims and wholly disputes the claimed items. In general, the Debtors have determined that the asserted items were paid in the normal course of the Debtors' business; represent claims for valid deductions; or relate to goods not received by the Debtors.</i>								
764	543997 FD		2/3/2003	995926	\$740.00	\$0.00	\$740.00	\$0.00
765	544086 FD		2/3/2003	995934	\$840.00	\$0.00	\$840.00	\$0.00
889	600166-01		4/4/2003	999395	\$721.44	\$0.00	\$721.44	\$0.00
759	PHX105179FD		1/16/2003		\$510.00	\$0.00	\$510.00	\$0.00
749	PHY104410 FD		11/27/2002		\$510.00	\$0.00	\$510.00	\$0.00
753	PX0104774 FD		1/7/2003		\$510.00	\$0.00	\$510.00	\$0.00
782	PXH105919FD		3/10/2003		\$510.00	\$0.00	\$510.00	\$0.00
750	PXR000270FD		12/24/2002		\$318.92	\$0.00	\$318.92	\$0.00
751	PXR000371FD		12/24/2002		\$203.92	\$0.00	\$203.92	\$0.00
752	PXR000463FD		12/24/2002		\$213.09	\$0.00	\$213.09	\$0.00
748	PXY104044 FD		11/7/2002		\$510.00	\$0.00	\$510.00	\$0.00
					Subtotal - Disallowed by CTP:		\$5,587.37	\$0.00

Amounts listed in the 'Ineligible Portion' are for line items or invoices, as applicable, that the Debtors assert are not eligible for PACA coverage. The Debtors are available to discuss these 'Ineligible Portions' should any claimant wish to do so and will be available to discuss the same prior to the objection deadline. All inquiries should be directed to Charles Cipione at 972-906-8108.

Fleming Companies - PACA/PASA
Detail of Amounts Deemed Ineligible in August 18, 2003 Report
Sunkist Growers Inc

ID	Invoice Number	Org	Invoice Date	PO Number	Asserted Amount	Eligible Portion	Ineligible Portion	Unreconciled
							\$47,525.86	\$0.00
					GRAND TOTAL:			

NOTE: Asserted Amount represents product invoice detail claimed and may differ from claimant's total asserted claim. Non-product related claim amounts included in claim assertions (e.g., collection costs, penalties, interest, and other fees) have been deemed ineligible.

Amounts listed in the 'Ineligible Portion' are for line items or invoices, as applicable, that the Debtors assert are not eligible for PACA coverage. The Debtors are available to discuss these 'Ineligible Portions' should any claimant wish to do so and will be available to discuss the same prior to the objection deadline. All inquiries should be directed to Charles Cipione at 972-906-8108.