

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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| In re: |) | Chapter 11 |
| |) | |
| FLEMING COMPANIES, INC., et al., |) | Case No. 03-10945 (MFW) |
| |) | (Jointly Administered) |
| Debtors. |) | Related to Docket No. 2124 |
| |) | |

**ORDER APPROVING STIPULATION BETWEEN THE DEBTORS AND
MOVANTS B.H.B. GROCERY AND V&B ENTERPRISES CONTINUING THE
HEARING DATE AND DEBTORS' FILING DEADLINE ON MOVANTS' MOTION
FOR RELIEF FROM AUTOMATIC STAY, OR IN THE ALTERNATIVE TO COMPEL
REJECTION OF CERTAIN EXECUTORY CONTRACTS**

The Court, having considered the Stipulation between the Debtors and Movants B.H.B. Grocery and V&B Enterprises Continuing the Hearing Date and Debtors' Filing Deadline on Movant's Motion for Relief from Automatic Stay, or in the Alternative Compel Rejection of Certain Executory Contracts (the "Stipulation"), and good cause appearing therefore,

IT IS HEREBY ORDERED THAT the Stipulation, and all of the terms of the Stipulation, are approved and ordered to have the force of an order of this Court.

Dated: _____, 2003

THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY COURT JUDGE