

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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

ORDER

COMES NOW, to wit, this ____ day of October, 2003, having considered George Perry & Sons, Inc., General Produce Co., Ltd., and The Produce Exchange, Inc.'s Motion for Turnover and Payment of Perishable Agricultural Commodities Act Trust Proceeds Pursuant to Section 554(b) of the Bankruptcy Code, and any responses/objections thereto,

IT IS HEREBY ORDERED that:

1. The Motion is GRANTED.
2. The Debtors shall, within five (5) business days of the date of this Order, pay the following claims in the following amounts:
 - a. George Perry & Sons, Inc. \$8,683.40
 - b. The Produce Exchange, Inc. \$362,014.80
 - c. General Produce Co., LTD \$44,318.00
3. This Court retains jurisdiction to interpret, implement and enforce the provisions of this Order.

The Honorable Mary F. Walrath
United States Bankruptcy Date