

**FLEMING COMPANIES, INC., et al.,
Time Detail by Activity by Professional
April 1, 2003 through June 30, 2003**

Email Processing

Professional	Date	Hours	Activity
Coffey, Laura	4/4/2003	1.3	Perform e-mail parsing of Batch 35.
Coffey, Laura	4/4/2003	2.0	Perform e-mail parsing of Batch 34.
Coffey, Laura	4/4/2003	2.0	Perform e-mail parsing of Batch 32.
Cox, Dennis	4/4/2003	2.7	Process mailboxes of Batch 33.
Cox, Dennis	4/4/2003	2.8	Process mailboxes of Batch 34.
Coffey, Laura	4/4/2003	3.0	Perform e-mail parsing of Batch 33.
Cox, Dennis	4/4/2003	3.0	Process mailboxes of Batch 35.
Coffey, Laura	4/7/2003	0.5	Create directory listing of Batch 36.
Coffey, Laura	4/7/2003	0.5	Import new data into Batch 36.
Coffey, Laura	4/7/2003	0.6	Create a directory listing of Batch 36.
Coffey, Laura	4/7/2003	1.0	Copy files to hard drive for indexing of Batch 35.
Coffey, Laura	4/7/2003	1.0	Copy files to hard drive for indexing of Batch 36.
Coffey, Laura	4/7/2003	1.7	Perform e-mail parsing of Batch 35.
Cox, Dennis	4/7/2003	2.5	Process mailboxes of Batch 35.
Cox, Dennis	4/7/2003	2.5	Process mailboxes of Batch 36.
Coffey, Laura	4/7/2003	3.0	Perform e-mail parsing of Batch 36.
Cox, Dennis	4/7/2003	3.0	Process mailboxes of Batch 37.
Coffey, Laura	4/8/2003	0.6	Create date parsing to generate histogram.
Cox, Dennis	4/8/2003	2.5	Process mailboxes of Batch 38.
Cox, Dennis	4/8/2003	2.5	Process mailboxes of Batch 39.
Coffey, Laura	4/8/2003	2.8	Perform e-mail parsing and correct parsing errors.
Coffey, Laura	4/8/2003	2.9	QC e-mail process and results and update table received.
Coffey, Laura	4/8/2003	3.0	QC e-mail process and results and verify files received.
Coffey, Laura	4/8/2003	3.0	QC e-mail process and resulting; verify counts by users.
Cox, Dennis	4/8/2003	3.0	Process mailboxes of Batch 40.

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Coffey, Laura	4/9/2003	2.4	Create histogram.
Cox, Dennis	4/9/2003	2.5	Process mailboxes of Batch 41.
Cox, Dennis	4/9/2003	2.5	Process mailboxes of Batch 42.
Coffey, Laura	4/9/2003	3.0	Perform date parsing and programming.
Cox, Dennis	4/9/2003	3.0	Process mailboxes of Batch 43.
Coffey, Laura	4/10/2003	0.6	Perform e-mail parsing and repair parsing error batch.
Cox, Dennis	4/10/2003	2.0	Process mailboxes of Batch 56.
Cox, Dennis	4/10/2003	2.5	Process mailboxes of Batch 57.
Cox, Dennis	4/10/2003	2.5	Process mailboxes of Batch 56.
Coffey, Laura	4/10/2003	3.0	Perform e-mail parsing and repair error batch.
Cox, Dennis	4/11/2003	2.5	Process mailboxes of seven individuals.
Cox, Dennis	4/11/2003	2.5	Process mailboxes of seven individuals.
Cox, Dennis	4/11/2003	3.0	Process mailboxes of seven individuals.
Cox, Dennis	4/14/2003	3.8	Write software to export data out of a mailbox to an access database.
Cox, Dennis	4/14/2003	4.2	Continue to write software to export data from a mailbox to an access database.
Cox, Dennis	4/15/2003	8.0	Write software to export data out of a mailbox to an access database.
Cox, Dennis	4/16/2003	8.0	Train Fleming personnel on application writing of documentation.
Cox, Dennis	4/17/2003	8.0	Write documentation and debug application code.
Coffey, Laura	4/21/2003	2.3	Document e-mail extraction and deduping process.
Coffey, Laura	4/30/2003	0.5	Create directory listing of Batch 37.
Coffey, Laura	4/30/2003	0.5	Import data into Batch 37.
Coffey, Laura	4/30/2003	0.7	Copy files to hard drive for indexing of Batch 37.
Coffey, Laura	4/30/2003	1.3	Copy file of Creation files for e-mail parsing.
Coffey, Laura	4/30/2003	1.4	Copy files in preparation for parsing.

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Coffey, Laura	4/30/2003	1.5	Perform e-mail parsing of Batch 37.
Wilson, David	4/30/2003	2.8	Discussion and oversight of email extraction for additional 47 people as requested by PWC.
Coffey, Laura	4/30/2003	2.8	Perform document viewer data storage for reporting purposes.
Coffey, Laura	5/1/2003	0.5	Creation of Directory Listing - Batch 37 Error of Batch.
Coffey, Laura	5/1/2003	0.5	Import data into - Batch 37 - Error of Batch.
Coffey, Laura	5/1/2003	0.7	Copy files to hard drive for Indexing - Batch 37 - Error of Batch.
Coffey, Laura	5/1/2003	1.3	Copy files to HD for Indexing - Batch 37 - Error of Batch.
Coffey, Laura	5/1/2003	1.4	Changes to parsing database structure.
Coffey, Laura	5/1/2003	1.5	Email Parsing - Batch 37 - Error of Batch.
Coffey, Laura	5/1/2003	2.1	Determine where errors in batch 37 are coming from.
Wilson, David	5/1/2003	2.3	Prepare e-mail parsing oversight.
Coffey, Laura	5/1/2003	2.4	Email Parsing - Batch 37 - Error of Batch
Coffey, Laura	5/1/2003	2.6	Reprogramming of Email Parser to handle new structure.
Coffey, Laura	5/2/2003	0.5	Create directory listing - Batch 38.
Coffey, Laura	5/2/2003	0.5	Create Directory Listing of Batch 39.
Coffey, Laura	5/2/2003	0.5	Import data into - Batch 39.
Coffey, Laura	5/2/2003	0.5	Import data into - Batch 38.
Coffey, Laura	5/2/2003	1.0	Copy files to hard drive for indexing - Batch 38.
Coffey, Laura	5/2/2003	1.0	Copy files to hard drive for Indexing - Batch 39.
Coffey, Laura	5/2/2003	3.0	Email parsing - Batch 38.
Coffey, Laura	5/2/2003	3.0	Email parsing - Batch 39.
Coffey, Laura	5/3/2003	2.6	Create SQL files for Batches 37 - 39.
Coffey, Laura	5/4/2003	2.6	Check on files and import SQL files.
Coffey, Laura	5/5/2003	2.3	Fix SQL loading errors.
Coffey, Laura	5/9/2003	0.4	Update tables to pull out specific files needed for verification.

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Coffey, Laura	5/9/2003	0.6	Perform verification of update tables.
Coffey, Laura	5/9/2003	1.6	Create directory listing of all files on Junior to verify against PwC table.
Coffey, Laura	5/9/2003	1.9	Import directory listing of all files on Junior.
Heller, Robert	5/13/2003	2.0	Attempt to restore exchange information.
Heller, Robert	5/13/2003	2.5	Work on exchange server restoration.
Heller, Robert	5/13/2003	3.0	Work on exchange server restoration.
Heller, Robert	5/13/2003	3.0	Restore exchange data.
Ranta, Todd	5/14/2003	1.6	Review restored coremark exchange information, conduct quality control for completeness.
Wilson, David	5/14/2003	1.6	Exchange Server assistance on software acquisition and remote management of restoration process.
Glynn, Edward	5/14/2003	2.5	Extract mailboxes (PSTs) from exchange server.
Ranta, Todd	5/14/2003	2.7	Work with Ken Ontko on identification of the tapes and location of Coremark email information. Phone call with Coremark employees to identify available information.
Glynn, Edward	5/14/2003	3.0	Conduct counts of email messages for logging purposes.
Glynn, Edward	5/14/2003	3.0	Restore MS exchange email to exchange server.
Heller, Robert	5/14/2003	3.0	Continue to work on exchange restoration.
Heller, Robert	5/14/2003	3.0	Work on exchange restoration.
Ranta, Todd	5/15/2003	1.1	Assistance in the restoration of the MS Exchange email database from tape to hard disk
Glynn, Edward	5/15/2003	1.5	Prepare summary sheets for each PST restored file including email counts.
Glynn, Edward	5/15/2003	1.5	Index MS Exchange server backup tapes for Coremark employees.
Ranta, Todd	5/15/2003	1.5	Discussions with Ed Glynn regarding indexed MS Exchange server backup tapes related to QC issues identified. Review of work being completed.
Ranta, Todd	5/15/2003	1.9	Set up extracted MS Exchange database files for specific Coremark employees to PST format for initial review before providing to PwC.

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Glynn, Edward	5/15/2003	2.0	Extract MS Exchange database files for specific Coremark employees to PST format.
Glynn, Edward	5/15/2003	2.0	Load e-mail database into PowerControls software to extract email from MS Exchange databases.
Glynn, Edward	5/15/2003	2.0	Restore MS Exchange email database from tape to hard disk.
Heller, Robert	5/15/2003	2.0	Work on backup exec software issues on the restoration.
Heller, Robert	5/15/2003	3.0	Work on restored data to pull e-mail.
Heller, Robert	5/15/2003	3.0	Work on restored data to pull e-mail.
Heller, Robert	5/15/2003	3.0	Restore exchange data.
Wilson, David	5/15/2003	3.2	Exchange Server rebuild and email restore from 4mm 5-31-2002 Exchange server backup.
Ranta, Todd	5/16/2003	0.5	Planning and staffing to extract MS Exchange database files from 2002 for specific Coremark employees to PST format.
Ranta, Todd	5/16/2003	0.8	Work with Ken Ontko to identify additional archives of MS Exchange email related to Coremark.
Ranta, Todd	5/16/2003	1.8	Planning for and review of Coremark email information provided and still outstanding.
Heller, Robert	5/16/2003	2.0	Complete Exchange restoration.
Wilson, David	5/16/2003	2.7	Exchange Server restore and email extraction.
Wilson, David	5/19/2003	2.1	Meeting with FTI staff on job status and data production.
Glynn, Edward	5/19/2003	2.5	Prepare summary sheets for each PST restored file including email counts for 2002 data.
Glynn, Edward	5/19/2003	3.0	Extract MS Exchange database files from 2002 for specific Coremark employees to PST format.
Ranta, Todd	5/20/2003	1.2	Final email loads and home computer loads for PwC.
Ranta, Todd	5/20/2003	1.5	Review email documentation to be provided to PwC.
Glynn, Edward	5/23/2003	3.0	Prepare memo summarizing MS Exchange processing procedures.
Glynn, Edward	5/29/2003	2.0	Revise memo for MS Exchange processing procedures.
Glynn, Edward	5/30/2003	2.5	Revise memo for MS Exchange processing procedures.
Cox, Dennis	6/13/2003	1.0	Provide additional detail to project team in response to inquiry regarding Groupwise email extraction and conversion.

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Cox, Dennis	6/13/2003	1.0	Review documentation to respond to inquiry regarding Groupwise email extraction and conversion.
Cox, Dennis	6/13/2003	2.0	Respond to inquiry regarding Groupwise email extraction and conversion.
Subtotal		330.1	

Excess Assets Analysis and Communication

Professional	Date	Hours	Activity
Honeybone, Mark	4/23/2002	0.3	Conversation with J. Tovey(Fleming) regarding additional transport equipment and status of certain vendor payments.
Honeybone, Mark	4/23/2002	0.3	Conversation with J. Horwitz(K&E) regarding pre- and post-petition expenses related to selling equipment in retail and warehouse locations.
Honeybone, Mark	4/23/2002	0.4	Conversations with P. DiBrito (Fleming) regarding status of engaging auctioneer.
Honeybone, Mark	4/23/2002	0.6	Further drafting of bid summary worksheet.
Honeybone, Mark	4/23/2002	0.6	Review of MBC Greenhouse Motion authorizing retention of auctioneer and process to liquidate equipment.
Honeybone, Mark	4/23/2002	1.1	Meeting with A. Stiavetti and R. Jones (both DoveBid) regarding the auctioneer process and their bid.
Honeybone, Mark	4/23/2002	1.1	Follow-up of current status of auctioneer bids to ensure process is moving along.
Honeybone, Mark	4/23/2002	1.2	Research regarding cleanup costs as admin expenses on closeout stores.
Honeybone, Mark	4/23/2002	2.2	Review of Draft Real Estate Sale Motions and GOB Sales motions.
Honeybone, Mark	4/3/2003	0.4	Meeting with Jerry Rebel(Fleming), Mark Kovac(Bain), and Jeff Stegenga(FTI) re excess inventory disposal.
Stegenga, Jeff	4/3/2003	0.8	Discussion with J. Dworkin (Fleming) regarding inventory liquidation plans.
Stegenga, Jeff	4/3/2003	1.8	Discussion with Glass and Debtor representatives regarding cash management/vendor issues.
Stegenga, Jeff	4/4/2003	1.2	Follow-up discussions with Debtor representatives regarding inventory liquidation process.

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Stegenga, Jeff	4/7/2003	0.6	Discussion with Amy Manning (Bain) regarding inventory liquidation process update.
Stegenga, Jeff	4/7/2003	0.6	Development of initial information for inventory/real estate pleadings.
Stegenga, Jeff	4/7/2003	0.8	Discussion with Chuck Hall(Fleming), Bill Mee (Fleming)and G. Terrazas (FTI) regarding real estate held for sale.
Honeybone, Mark	4/8/2003	0.4	Discussions with A. Manning (Bain) re inventory disposal.
Honeybone, Mark	4/8/2003	0.4	Review of inventory disposal memorandum.
Terrazas, Gabriel	4/8/2003	0.8	Meeting with C. Hall (Fleming) and B. Mee (Fleming) to discuss asset sales.
Terrazas, Gabriel	4/8/2003	0.8	Email to R. Greenspan (FTI) to outline real estate issues.
Terrazas, Gabriel	4/8/2003	1.0	Revise asset sale memo for attorneys.
Terrazas, Gabriel	4/8/2003	2.0	Meeting with Fleming Real Estate Team, R. Buday (K&E), Tori Wales (K&E), and Jeff Stegenga (FTI)
Stegenga, Jeff	4/8/2003	2.2	Participate in real estate legal meeting with Debtor counsel.
Honeybone, Mark	4/9/2003	0.9	Drafting of fleet divestiture summary.
Terrazas, Gabriel	4/10/2003	0.3	Call to R. Greenspan (FTI) re: real estate issues.
Terrazas, Gabriel	4/10/2003	0.5	Call with B. Mee (Fleming) to discuss asset sales.
Stegenga, Jeff	4/10/2003	0.6	Discussion with G. Richards (K&E) and M. Honeybone (FTI) regarding excess inventory liquidation issues.
Honeybone, Mark	4/10/2003	0.8	Conference call with G. Richards(K&E) and J. Stegenga(FTI) regarding excess asset sales.
Terrazas, Gabriel	4/10/2003	1.0	Real estate conference call with Fleming, K&E attorneys, J. Stegenga (FTI) and M. Honeybone (FTI).
Honeybone, Mark	4/10/2003	1.3	Meeting with J.Tovey and B.Fink (both Fleming) regarding excess transportation equipment to be disposed of.
Honeybone, Mark	4/10/2003	1.7	Meeting re Excess Assets with FTI,Fleming, K&E and Pachulski.
Honeybone, Mark	4/10/2003	2.3	Research related to the sale of the Arizona liquor licenses and the contact attorney.
Stegenga, Jeff	4/11/2003	0.4	Follow-up discussions with G. Terrazas (FTI) and G. Richards (K&E) regarding real estate sale issues.
Honeybone, Mark	4/11/2003	0.4	Discussion with S. McFarland(Pachulski) regarding status of inventory information, date of filing, and the AZ liquor licenses.

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Excess Assets Analysis and Communication

Professional	Date	Hours	Activity
Honeybone, Mark	4/11/2003	0.4	Review of Hilco information request related to excess FF&E.
Stegenga, Jeff	4/11/2003	0.5	Discussion with Paul DiBrito (Fleming) regarding various real estate follow-up issues.
Honeybone, Mark	4/11/2003	0.6	Summarize Arizona liquor license and the status of the sale process pre-petition.
Honeybone, Mark	4/11/2003	0.6	Review of pharmacy file information to be addressed in sale motion.
Honeybone, Mark	4/11/2003	0.8	Drafting of pharmacy sale narrative for motion.
Terrazas, Gabriel	4/11/2003	0.8	Meeting with P. DiBrito (Fleming) to discuss equipment sale process.
Terrazas, Gabriel	4/11/2003	1.3	Asset sale meeting with Fleming, K&E attorneys, J. Stegenga (FTI) and M. Honeybone (FTI).
Stegenga, Jeff	4/11/2003	1.4	Participate in daily real estate meeting regarding excess asset sales.
Honeybone, Mark	4/11/2003	1.4	Call re excess assets with FTI, K&E, Fleming, and Pachulski.
Honeybone, Mark	4/14/2003	0.3	Discussion with Hilco regarding current status of going-out-of-business sales.
Honeybone, Mark	4/14/2003	0.4	Discussion with J.Tovey (Fleming) and D.Goudy(Fleming) regarding excess tractors and trailers.
Stegenga, Jeff	4/14/2003	0.6	Meeting with G. Richards (K&E) regarding various real estate issues.
Honeybone, Mark	4/14/2003	0.7	Finalize information necessary for the pharmacy file motion with J.Thatcher (Fleming).
Stegenga, Jeff	4/14/2003	0.8	Attendance at Rich Hawk (Fleming) meeting regarding asset store sales update.
Stegenga, Jeff	4/14/2003	0.8	Follow-up meeting with R. Greenspan (FTI) and M. Honeybone (FTI) regarding excess asset org process.
Honeybone, Mark	4/14/2003	0.8	Summarizing priority lists for Fleming personnel for purposes of gathering excess equipment information.
Honeybone, Mark	4/14/2003	1.0	Researching other motions for the sale or discontinuation of business units.
Terrazas, Gabriel	4/14/2003	1.0	Asset Sale meeting with K&E, Fleming and FTI.
Honeybone, Mark	4/14/2003	1.1	Excess asset sale meeting with Fleming, K&E, Pachulski, and FTI.

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Honeybone, Mark	4/14/2003	2.3	Real Estate meetings regarding the disposal of equipment and the status of closed stores.
Stegenga, Jeff	4/14/2003	2.8	Meeting with Fleming reps regarding framing issues on excess asset divestitures.
Honeybone, Mark	4/15/2003	0.3	Communication with B. Merrigan (Fleming) regarding excess equipment.
Stegenga, Jeff	4/15/2003	0.4	Discussion with L. Jones (Pachulski) regarding GOB sales process.
Stegenga, Jeff	4/15/2003	0.7	Initial review of real estate/excess equipment schedules and revisions thereto.
Honeybone, Mark	4/15/2003	0.7	Meeting with J.Tovey(Fleming) regarding excess transportation equipment.
Honeybone, Mark	4/15/2003	0.7	Meeting with R. Hawk(Fleming) regarding closure of retail stores.
Honeybone, Mark	4/15/2003	0.7	Review Excess Inventory Draft motion.
Stegenga, Jeff	4/15/2003	0.8	Follow-up discussion with Paul DiBrito (Fleming) regarding various real estate matters.
Honeybone, Mark	4/15/2003	0.9	Review of fixed asset schedule for wholesale and retail operations.
Terrazas, Gabriel	4/15/2003	1.0	Asset Sale meeting with K&E, Fleming and FTI.
Honeybone, Mark	4/15/2003	1.1	Excess Asset Sale Call with Fleming, K&E, Pachulski, and FTI.
Stegenga, Jeff	4/15/2003	1.2	Daily real estate meeting regarding Roundy's and SaveMart sales.
Honeybone, Mark	4/15/2003	1.5	Formation of timeline for excess asset sales going forward.
Stegenga, Jeff	4/15/2003	1.6	Meeting with Fleming real estate team regarding coordination of equipment/transportation information flow.
Honeybone, Mark	4/15/2003	2.1	Real Estate/Excess Equipment meeting with Fleming, and FTI.
Terrazas, Gabriel	4/15/2003	2.1	Retail store sale meeting.
Honeybone, Mark	4/16/2003	0.3	Conversation with J.Horwitz (K&E) regarding GOB Sales motion.
Honeybone, Mark	4/16/2003	0.4	Conversation with N.Rider(Fleming), J.Stegenga (FTI), and S.McFarland(Pachulski) regarding Draft Excess Inventory Motion.
Honeybone, Mark	4/16/2003	0.4	Conversation with S.Feldman(Great American) regarding proposal to dispose of Excess Equipment.
Terrazas, Gabriel	4/16/2003	0.7	Call with T. Small (Fleming) to discuss CoreMark excess assets.

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Honeybone, Mark	4/16/2003	0.8	Review of Sale of Excess Assets Draft Motion.
Honeybone, Mark	4/16/2003	0.8	Further Review of Excess Inventory Motion .
Honeybone, Mark	4/16/2003	0.9	Meeting with D. Plummer(Fleming) regarding warehouse information to be included in excess equipment disposal process.
Honeybone, Mark	4/16/2003	0.9	Review of Excess Transportation equipment schedule.
Stegenga, Jeff	4/16/2003	1.0	Daily real estate meeting with Fleming personnel and K&E re: divestiture updates.
Honeybone, Mark	4/16/2003	1.1	Review of Closed retail stores list to be included in excess equipment disposal process.
Honeybone, Mark	4/16/2003	1.1	Excess Asset Meeting with Fleming, K&E, Pachulski and FTI.
Stegenga, Jeff	4/16/2003	1.2	Discussion with liquidator contacts re: bid logistics.
Honeybone, Mark	4/16/2003	1.2	Real Estate/Excess Equipment meeting with Fleming, and FTI.
Terrazas, Gabriel	4/16/2003	1.2	Real sale meeting with Fleming and K&E.
Stegenga, Jeff	4/16/2003	1.4	Equipment liquidation meeting with Fleming real estate team re: liquidator plans.
Stegenga, Jeff	4/16/2003	1.6	Meetings with Neal Ryder(Fleming), Scotta McFarland (Pachulski)and Ken Weingartner (Fleming) re: inv sale motion.
Terrazas, Gabriel	4/16/2003	1.7	Research lease property and corresponding inventory for bank group.
Honeybone, Mark	4/17/2003	0.3	Conversation with T. Wool (Braun) regarding Excess Equipment sales.
Stegenga, Jeff	4/17/2003	0.4	Final revisions to to excess inventory pleading.
Honeybone, Mark	4/17/2003	0.4	Conversation with A. Stiavetti (Dovebid) regarding Excess Equipment sales.
Honeybone, Mark	4/17/2003	0.6	Review of Excess Inventory motion.
Honeybone, Mark	4/17/2003	0.7	Review going-out-of-business sales information for purposes of providing information for motion.
Honeybone, Mark	4/17/2003	0.7	Excess Equipment Meeting with Fleming and FTI.
Stegenga, Jeff	4/17/2003	0.8	Review of and revisions to excess equipment bid package.
Terrazas, Gabriel	4/17/2003	0.8	Asset sale strategy meeting with Fleming.
Honeybone, Mark	4/17/2003	0.9	Reconciliation of to-be-sold asset schedule with the closed store list from Fleming.

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Honeybone, Mark	4/17/2003	1.1	Excess Asset Meeting with Fleming, K&E, Pachulski, and FTI.
Stegenga, Jeff	4/17/2003	1.2	Daily meeting with real estate personnel re: coordination of bid package finalization.
Terrazas, Gabriel	4/17/2003	1.2	Excess asset sale meeting with Fleming, K&E and FTI.
Honeybone, Mark	4/17/2003	1.5	Distribution of bid package to Dovebid, Hilco, Great American, Gordon Brothers, Braun, and SB Capital.
Terrazas, Gabriel	4/17/2003	1.7	Calls to equipment liquidators to request bid proposal.
Honeybone, Mark	4/17/2003	2.6	Assembly of Bid Package of excess equipment information for distribution to potential auctioneer bidders.
Terrazas, Gabriel	4/18/2003	0.6	Send information to Hilco for equipment liquidation.
Terrazas, Gabriel	4/18/2003	0.7	Call with A. Stiavetti (DoveBid) to discuss equipment liquidation.
Terrazas, Gabriel	4/18/2003	0.8	Excess Asset call with Fleming, K&E and FTI.
Terrazas, Gabriel	4/18/2003	0.9	Follow-up emails to equipment liquidators.
Terrazas, Gabriel	4/18/2003	1.0	Call with J. Coelho (Gordon Brothers) to go over equipment liquidation process.
Stegenga, Jeff	4/18/2003	1.2	Discussion with Mark Shapiro (Fleming) regarding bid package distribution.
Terrazas, Gabriel	4/18/2003	1.5	Call with S. Feldman (Great American) to discuss proposal for equip liquidation.
Terrazas, Gabriel	4/18/2003	1.6	Call with T. Wool (Braun) to go over equipment liquidation process.
Terrazas, Gabriel	4/19/2003	0.5	Call with A. Stiavetti (DoveBid) to answer equipment liquidation question.
Terrazas, Gabriel	4/21/2003	0.5	Call with A. Stiavetti (DoveBid) to answer equipment liquidation question.
Terrazas, Gabriel	4/21/2003	0.6	Gather information for di minimus asset sale motion.
Terrazas, Gabriel	4/21/2003	1.0	Excess Asset sale meeting with K&E and Fleming.
Honeybone, Mark	4/22/2003	0.2	Conversation with Louis DakeI regarding possible auctioneer bid.
Terrazas, Gabriel	4/22/2003	0.2	Meeting with J. Tovey (Fleming) to gather mileage info on shipping equipment.
Honeybone, Mark	4/22/2003	0.3	Follow-up conversation with Louis DakeI concerning his potential in the auctioneer bid process.

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Honeybone, Mark	4/22/2003	0.3	Conversation with Ed Zimmer regarding possible auctioneer bid.
Honeybone, Mark	4/22/2003	0.3	Conversation with J.Horwitz (K&E) regarding environmental issues on two sale properties.
Honeybone, Mark	4/22/2003	0.3	Communication with W. Wheeler(Fleming) regarding Louis Dakel and his position in the liquidator process.
Honeybone, Mark	4/22/2003	0.4	Meeting with R. Stovall(Alix) and G. Terrazas(Fleming) regarding Excess Inventory.
Honeybone, Mark	4/22/2003	0.4	Conversation with Allan Stiavetti (Dovebid) regarding the expected form of the Dovebid proposal and the status of the auctioneer selection process.
Terrazas, Gabriel	4/22/2003	0.5	Discuss asset transfer with SB Capital and D. Plummer (Fleming).
Stegenga, Jeff	4/22/2003	0.6	Discussion with Paul DiBrito (Fleming) re: real estate liquidation process.
Terrazas, Gabriel	4/22/2003	0.6	Call with J. Horwitz (K&E) to discuss abandonment issues with rejected leases.
Honeybone, Mark	4/22/2003	0.7	Drafting of e-mail regarding environmental issues on two sale properties
Honeybone, Mark	4/22/2003	0.9	Preparation of Schedule to compare Auctioneer bids.
Terrazas, Gabriel	4/22/2003	0.9	Discussion of liquidation bid with Braun Company.
Honeybone, Mark	4/22/2003	1.0	Excess Asset Meeting with Fleming, K&E, Pachulski and FTI.
Terrazas, Gabriel	4/22/2003	1.1	Research and prepare email regarding transfer of assets between legal entities.
Terrazas, Gabriel	4/22/2003	1.1	Lease abandonment discussion with Hilco and National Retail (liquidators).
Terrazas, Gabriel	4/22/2003	1.2	Excess Asset sale meeting with K&E and Fleming.
Terrazas, Gabriel	4/23/2003	0.4	Call with R. Buday (K&E) to discussion aviation lease issue.
Terrazas, Gabriel	4/23/2003	0.5	Call with L. Myers (K&E) to discuss asset sale levels for DIP.
Stegenga, Jeff	4/23/2003	0.6	Discussion with Linda Meyers (K&E) and Gabe Terrazas (FTI) re: excess asset baskets.
Terrazas, Gabriel	4/23/2003	0.9	Call with R. Kruse (SB Capital) regarding equipment sales.
Stegenga, Jeff	4/23/2003	1.0	Meeting with K&E and Fleming personnel re: real estate pleading updates.

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Professional	Date	Hours	Activity
Terrazas, Gabriel	4/23/2003	2.9	Prepare asset sale summary for DIP lender distribution.
Honeybone, Mark	4/24/2003	0.4	Conversation with A. Stiavetti (DoveBid) regarding DoveBid's proposal to be sent today.
Honeybone, Mark	4/24/2003	0.5	Communication with J. Horwitz (K&E) regarding the Real Estate and GOB Sales motion including following up on the affiants for the motions.
Honeybone, Mark	4/24/2003	0.7	Conversation with P.DiBrito(Fleming) regarding RSG and its potential role in the upcoming auction process.
Honeybone, Mark	4/24/2003	1.0	Excess Asset call with Fleming, FTI, K&E, and Pachulski.
Terrazas, Gabriel	4/24/2003	1.0	Excess asset sale meeting with K&E and Fleming.
Honeybone, Mark	4/25/2003	0.4	Compilation of the four bids from the auctioneers for the excess equipment disposal process.
Terrazas, Gabriel	4/25/2003	0.8	Update to Real Property exhibit for pleading.
Honeybone, Mark	4/25/2003	0.9	Assist the company with developing analysis to gauge net proceeds from auctioneers to company.
Honeybone, Mark	4/25/2003	1.1	Excess Asset call with Fleming, FTI, K&E, and Pachulski.
Terrazas, Gabriel	4/25/2003	1.1	Excess Asset call with K&E and Fleming.
Honeybone, Mark	4/25/2003	1.2	Follow-up conversation with the auctioneers to communicate gameplan and coordinate next step meetings.
Terrazas, Gabriel	4/25/2003	1.2	Review of liquidator bids.
Honeybone, Mark	4/25/2003	1.4	Completion of Comparison chart for the auctioneer bids.
Honeybone, Mark	4/25/2003	1.7	Meeting with P.DiBrito (Fleming),R.Johnson (Fleming),W.Wheeler (Fleming),D.Plummer (Fleming),M.Farish (Fleming), and M.Sharp (Alix) to discuss and compare the auctioneer bids.
Honeybone, Mark	4/25/2003	2.2	Analysis of the four bids from the auctioneers for the excess equipment disposal process.
Terrazas, Gabriel	4/25/2003	2.9	Calls to final liquidators to arrange in-person meetings.
Stegenga, Jeff	4/28/2003	0.4	Discussion with Mark Honeybone (FTI)re: equipment liquidation timeline.
Terrazas, Gabriel	4/28/2003	0.4	Excess Asset sale meeting with K&E and Fleming.
Stegenga, Jeff	4/28/2003	0.5	Discussion with Paul DiBrito (Fleming) re: liquidation interview plans.

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Terrazas, Gabriel	4/28/2003	0.7	Follow-up with C. Hall (Fleming) on broker comps for real estate sale pleading.
Terrazas, Gabriel	4/28/2003	1.1	Meeting with G. Richards (K&E) and K. Weingartner (Fleming) to discuss excess inventory.
Honeybone, Mark	4/28/2003	1.3	Communication with auctioneers regarding the logistics of Tuesday's the 29th meetings.
Terrazas, Gabriel	4/28/2003	1.6	Prepare for liquidator presentations.
Honeybone, Mark	4/28/2003	3.1	Preparation for auctioneer meetings tomorrow including bid reviews, agenda formulation and revising the timeline.
Stegenga, Jeff	4/29/2003	0.5	Discussion with Chuck Hall (Fleming) re: real estate consultant interviews.
Honeybone, Mark	4/29/2003	0.7	Meeting with Hilco, Company regarding bid and process.
Stegenga, Jeff	4/29/2003	0.8	Attendance at Hilco liquidation proposal.
Honeybone, Mark	4/29/2003	0.8	Review of Motion Granting Authority to sell Arizona liquor licenses.
Terrazas, Gabriel	4/29/2003	0.8	Excess Asset Sale meeting with K&E and Fleming.
Honeybone, Mark	4/29/2003	1.2	Review of notes from the auctioneer meetings to determine additional information requests and next steps.
Honeybone, Mark	4/29/2003	1.4	Meeting with SB Capital and Company regarding bid and process.
Stegenga, Jeff	4/29/2003	1.5	Attendance at Dovebid liquidation presentation.
Honeybone, Mark	4/29/2003	1.5	Meeting with DoveBid, and Company regarding bid and process.
Terrazas, Gabriel	4/29/2003	1.5	DoveBid presentation for liquidation process.
Terrazas, Gabriel	4/29/2003	1.5	Hilco/National Retailer presentation for liquidation process.
Terrazas, Gabriel	4/29/2003	1.5	Great American/Gordon Bros presentation for liquidation process.
Honeybone, Mark	4/29/2003	1.6	Meeting with Great American, Gordon Brothers, and Company regarding bid and process.
Terrazas, Gabriel	4/29/2003	1.6	SB Capital presentation for liquidation process.
Stegenga, Jeff	4/30/2003	0.4	Discussion with Mark Honeybone (FTI) re: real estate project status update.
Honeybone, Mark	4/30/2003	0.6	Excess Asset sale call with Fleming, K&E, Pachulski, and FTI.

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Professional	Date	Hours	Activity
Honeybone, Mark	4/30/2003	0.7	Conversation with S.Feldman (Great American) regarding status of their bid and the process going forward.
Honeybone, Mark	4/30/2003	0.8	Review of anticipated form of the Auctioneer motion to be filed mid-May.
Terrazas, Gabriel	4/30/2003	1.2	Excess Asset Sale meeting with K&E and Fleming.
Terrazas, Gabriel	4/30/2003	1.5	Follow-up calls with liquidator companies: DoveBid, SB Capital, Hilco and Gordon Bros.
Honeybone, Mark	4/30/2003	3.6	Prepare Final Status Summary schedule .
Honeybone, Mark	5/1/2003	0.2	Draft of e-mail regarding the issues concerning new deadline for auctioneer proposals.
Honeybone, Mark	5/1/2003	0.3	Call with J. Horwitz (K&E),G. Terrazas (FTI) discussing possibility of guarantee structure versus fee in equipment disposal.
Terrazas, Gabriel	5/1/2003	0.5	Call with A. Stiavetti (DoveBid) regarding auctioneer selection.
Terrazas, Gabriel	5/1/2003	0.5	Call with R. Hawk (Fleming) to discuss GOB stores and store closing process.
Honeybone, Mark	5/1/2003	0.6	Draft of e-mail regarding the issues to a guarantee versus fee in the auctioneer's bids.
Terrazas, Gabriel	5/1/2003	0.8	Discussion with J. Thatcher (Fleming) to get store expense detail for GOB.
Honeybone, Mark	5/1/2003	0.9	Further analysis of guarantee versus fee structure deal in equipment disposal.
Terrazas, Gabriel	5/1/2003	1.8	Analyze costs and issues associated with store closures prior to GOB motion.
Honeybone, Mark	5/2/2003	0.2	Conversation with D. Plummer (Fleming) regarding the practicality of a guarantee bid versus fee only.
Stegenga, Jeff	5/2/2003	0.3	Discussion with G. Terrazas (FTI) regarding post-petition shipping motion results.
Stegenga, Jeff	5/2/2003	0.3	Discussion with M. Honeybone (FTI) regarding Hilco update.
Honeybone, Mark	5/2/2003	0.3	Conversation with P. DiBrito regarding status of auctioneer proposal process.
Honeybone, Mark	5/2/2003	0.3	Discuss Hilco update with J. Stegenga (FTI).
Terrazas, Gabriel	5/2/2003	0.3	Discussion with J. Stegenga (FTI) concerning post-petition shipping motion results.

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Professional	Date	Hours	Activity
Stegenga, Jeff	5/2/2003	0.4	Discussion with G. Terrazas and M. Honeybone (FTI) regarding preliminary bid results.
Honeybone, Mark	5/2/2003	0.4	Discussion with J. Stegenga (FTI) and G. Terrazas (FTI) regarding preliminary bid results.
Terrazas, Gabriel	5/2/2003	0.4	Discussion with J. Stegenga (FTI) and M. Honeybone (FTI) regarding preliminary bid results.
Honeybone, Mark	5/2/2003	0.5	Review Hilco revised bid for the auctioneer process.
Terrazas, Gabriel	5/2/2003	0.5	Meet with D. Willis (A&M) to discuss asset sale chart.
Terrazas, Gabriel	5/2/2003	0.5	Call with A. Stiavetti (DoveBid) regarding auctioneer selection.
Terrazas, Gabriel	5/2/2003	0.6	Meeting with J. Thatcher (Fleming) to discuss revised expense figures for store closures.
Honeybone, Mark	5/2/2003	0.9	Create a comparison schedule for the second round of bids for the auctioneer.
Honeybone, Mark	5/2/2003	1.1	Review Great American revised bid for the auctioneer process.
Honeybone, Mark	5/2/2003	1.2	Review SB Capital revised bid for the auctioneer process.
Honeybone, Mark	5/2/2003	1.3	Review DoveBid revised bid for the auctioneer process.
Terrazas, Gabriel	5/2/2003	2.9	Review and analyze bid submission for auctioneers.
Stegenga, Jeff	5/5/2003	0.4	Discussion with G. Terrazas (FTI) regarding logistical bid process deadlines.
Stegenga, Jeff	5/5/2003	0.4	Discussion with Ben Nortman regarding bid review process.
Terrazas, Gabriel	5/5/2003	0.4	Call to Gordon Bros/Great American to discuss bid selection loss.
Terrazas, Gabriel	5/5/2003	0.4	Discussion with J. Stegenga (FTI) regarding bid process deadlines.
Terrazas, Gabriel	5/5/2003	0.4	Call to Hilco to discuss bid selection loss.
Terrazas, Gabriel	5/5/2003	0.5	Call to SB Capital for follow-up questions regarding bid.
Terrazas, Gabriel	5/5/2003	0.5	Call to DoveBid for follow-up questions regarding bid.
Honeybone, Mark	5/5/2003	0.6	Call with DoveBid regarding follow-up questions to proposal.
Honeybone, Mark	5/5/2003	0.7	Review of auctioneer comparison analysis using revised bids by Great American.
Honeybone, Mark	5/5/2003	0.8	Call with Great American regarding status of their proposal.

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Professional	Date	Hours	Activity
Honeybone, Mark	5/5/2003	0.8	Call with SB Capital regarding follow-up questions to proposal.
Terrazas, Gabriel	5/5/2003	0.8	Call to Gordon Bros/Great American to discuss bid selection.
Stegenga, Jeff	5/5/2003	0.9	Review of liquidation bid summaries and follow-up.
Terrazas, Gabriel	5/5/2003	0.9	Revisions to asset sale schedule.
Honeybone, Mark	5/5/2003	1.2	Excess Asset sale call with Fleming, K&E, Pachulski, and FTI.
Honeybone, Mark	5/5/2003	1.3	Auctioneer selection meeting with Company, Alix Partners, and FTI.
Terrazas, Gabriel	5/5/2003	1.3	Meeting with Fleming property team and M. Honeybone (FTI) for auctioneer selection.
Honeybone, Mark	5/5/2003	2.3	Completion of Auctioneer bid comparison schedule for 1:00 meeting.
Terrazas, Gabriel	5/5/2003	2.7	Create bid summary evaluation.
Honeybone, Mark	5/6/2003	0.2	Call with F.Caruso (Hilco), G.Terrazas (FTI) and D.Plummer (Fleming) re the fact they weren't selected as auctioneer.
Honeybone, Mark	5/6/2003	0.2	Coordinate with A.Stiavetti (DoveBid) regarding production of engagement letter and working group for the letter.
Honeybone, Mark	5/6/2003	0.2	Call with R.Kruse (SB Capital), G.Terrazas (FTI) and D.Plummer (Fleming) re the fact they weren't selected as auctioneer.
Honeybone, Mark	5/6/2003	0.3	Call with S.Feldman (Great American), G.Terrazas (FTI) and D.Plummer (Fleming) re the fact they weren't selected as auctioneer.
Stegenga, Jeff	5/6/2003	0.4	Discussion with Hilco professionals regarding bid review update.
Honeybone, Mark	5/6/2003	0.4	Research an issue for D. Curtis(Fleming) regarding product in a third-party cold storage facility.
Honeybone, Mark	5/6/2003	0.4	Call with A.Stiavetti (DoveBid) and P.DiBrito (Fleming) re DoveBid's selection as auctioneer and next steps for process.
Stegenga, Jeff	5/6/2003	0.6	Discussion with G. Terrazas (FTI) and M. Honeybone (FTI) regarding bid follow-up discussions.
Honeybone, Mark	5/6/2003	0.6	Discussion with J. Stegenga (FTI) and G. Terrazas (FTI) regarding bid follow-up.
Terrazas, Gabriel	5/6/2003	0.6	Discussion with J. Stegenga (FTI) and M. Honeybone (FTI) regarding bid follow-up.
Honeybone, Mark	5/6/2003	0.9	Preparation of materials to include in a binder for purposes of documenting auctioneer selection process.

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Professional	Date	Hours	Activity
Terrazas, Gabriel	5/6/2003	1.1	Follow-up calls to losing auctioneers regarding bid process.
Terrazas, Gabriel	5/6/2003	1.2	Call to DoveBid to begin drafting of engagement letter.
Terrazas, Gabriel	5/6/2003	1.6	Auctioneer process discussion with P. DiBrito (Fleming).
Honeybone, Mark	5/6/2003	2.9	Preparation of memo and index outlining auctioneer selection process.
Honeybone, Mark	5/7/2003	0.3	Call with DoveBid, FTI, K&E and Company regarding DoveBid's ability to advertise before June 4th hearing.
Terrazas, Gabriel	5/7/2003	0.7	Collection of broker comps and discussion with B. Mee (FLM).
Terrazas, Gabriel	5/7/2003	0.8	Call with A. Stiavetti (DoveBid) regarding engagement letter.
Terrazas, Gabriel	5/7/2003	1.2	Collecting information needed for DoveBid engagement letter.
Honeybone, Mark	5/7/2003	1.5	Further drafting of memo outlining auctioneer selection process after input from company personnel.
Honeybone, Mark	5/7/2003	2.7	Aggregation and organization of binder to document auctioneer selection process.
Honeybone, Mark	5/8/2003	0.5	Call with M.Sharp (AlixPartners) and G.Terrazas(FTI) concerning why a guarantee structure wouldn't work in the equipment disposal.
Terrazas, Gabriel	5/8/2003	0.5	Call with A. Stiavetti (DoveBid) to discuss engagement letter.
Terrazas, Gabriel	5/8/2003	0.6	Discussion with J. Tovey (FLM) regarding transportation asset sale.
Terrazas, Gabriel	5/8/2003	0.8	Discussion with M. Farish (FLM) regarding available equipment list sale.
Honeybone, Mark	5/8/2003	1.2	Communication of comments to P.DiBrito Fleming) and J.Horwitz (K&E) regarding DoveBid Engagement Letter.
Terrazas, Gabriel	5/8/2003	1.8	Review and comments to DoveBid engagement letter.
Honeybone, Mark	5/8/2003	2.3	Review of Dovebid engagement letter.
Honeybone, Mark	5/9/2003	0.3	Call with J.Stegenga (FTI) regarding comments to Auctioneer Motion.
Honeybone, Mark	5/9/2003	0.5	Draft e-mail with comments to J.Horwitz (K&E) related to Auctioneer Motion.
Honeybone, Mark	5/9/2003	0.8	Call with P. DiBrito (Fleming), J.Horwitz (K&E), C.Pak (K&E) regarding comments to first draft of DoveBid engagement letter.

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Professional	Date	Hours	Activity
Honeybone, Mark	5/9/2003	1.6	Finalization of memo outlining auctioneer selection process after further input from company personnel and AlixPartners.
Honeybone, Mark	5/9/2003	1.8	Review of draft auctioneer motion.
Stegenga, Jeff	5/12/2003	0.9	Review of and revisions to auctioneer summary memorandum.
Honeybone, Mark	5/13/2003	0.5	Comments to revised auctioneer motion.
Honeybone, Mark	5/13/2003	0.8	Review of revised auctioneer motion.
Honeybone, Mark	5/13/2003	0.9	Review of the latest DoveBid auctioneer engagement letter.
Terrazas, Gabriel	5/13/2003	1.4	Review and changes to DoveBid engagement letter.
Terrazas, Gabriel	5/13/2003	3.0	Review of auctioneer motion including selection process, due diligence and terms.
Honeybone, Mark	5/14/2003	0.4	Revise Auctioneer Selection Memo to incorporate J.Stegenga's (FTI) changes.
Honeybone, Mark	5/14/2003	0.7	Review of to-be-executed engagement letter with DoveBid.
Terrazas, Gabriel	5/14/2003	2.0	Prepare revisions to auctioneer motion.
Honeybone, Mark	5/15/2003	0.9	Final Review of Auctioneer Motion.
Terrazas, Gabriel	5/15/2003	2.0	Prepare revisions to auctioneer motion.
Honeybone, Mark	5/22/2003	0.6	Communication with J. Horwitz (K&E) regarding the objection to the Auctioneer Motion by the Committee.
Honeybone, Mark	5/29/2003	0.6	Review of auctioneer motion for June 25th hearing date.
Honeybone, Mark	5/30/2003	0.4	Review of update Auctioneer motion provided by J.Horwitz (K&E).
Terrazas, Gabriel	4/7/2004	0.5	Call with R. Greenspan (FTI) to discuss his involvement with real estate group.
Terrazas, Gabriel	4/7/2004	3.0	Prepare asset sale memo to distribute to attorneys.
Subtotal		266.5	

Fee Statement and Fee Application

Professional	Date	Hours	Activity
Swain, Jennifer	4/10/2003	1.0	Create spreadsheet to track bankruptcy code required hours tracking and bring it up to date.

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Professional	Date	Hours	Activity
Swain, Jennifer	4/22/2003	0.3	Coordination of Fee App task code process via email between Mary Napoliello and Todd Ranta (FTI).
Swain, Jennifer	4/22/2003	0.5	Add task codes to T&E template; draft email to send to all project participants.
Napoliello, Mary	4/22/2003	1.1	Create Access database for April monthly fee statement.
Terrazas, Gabriel	4/23/2003	1.2	Budget preparation for 13 week cash flow.
Swain, Jennifer	4/24/2003	0.2	Draft and send email reminder about T&E to Fleming team.
Bosse, Melissa	4/28/2003	2.3	Run WIPs for pre-petition and post-petition billings and reconcile.
Swain, Jennifer	4/29/2003	0.2	Zip 7 employees' time and email to Mary Napoliello (FTI).
Swain, Jennifer	4/29/2003	0.9	Receipt of time from John Stanley, Orson Pate, Julian Ackert, Laura Coffey and Robert Heller. cursory review of time and passing on to Eric Schwarz of any that need further clarification.
Terrazas, Gabriel	4/29/2003	1.1	Budget preparation for cash flow model.
Swain, Jennifer	4/29/2003	1.3	Project management of time gathering to submit for fee app. Sending emails, filing templates, answering email questions. Sending completed templates to Mary Napoliello.
Bosse, Melissa	4/30/2003	0.2	Send e-mail to S. Spire (FTI) regarding moving Post Petition hours to Pre Petition code.
Swain, Jennifer	4/30/2003	0.3	Send emails to Fleming team members that have not submitted time.
Swain, Jennifer	4/30/2003	0.4	Send emails to Laura Coffey and Orson Pate to request clarification of time detail descriptions.
Bosse, Melissa	4/30/2003	0.5	Finalize outstanding billing issues.
Terrazas, Gabriel	4/30/2003	1.6	Budget preparation for 13 week cash flow.
Napoliello, Mary	5/1/2003	0.8	Begin creating access database for monthly fee statement.
Napoliello, Mary	5/7/2003	0.3	Review application to employ.
Honeybone, Mark	5/9/2003	0.3	Communication with J.Stegenga (FTI) and M.Napoliello (FTI) re task codes for time detail.
Honeybone, Mark	5/9/2003	0.3	Communication with M.Napoliello (FTI) re deadline expectation and requirements of time detail.
Swain, Jennifer	5/9/2003	0.3	E-mail individuals about documentation gaps and other outstanding deliverables.
Swain, Jennifer	5/9/2003	0.3	E-mail individuals about fee app time detail.

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Napoliello, Mary	5/9/2003	0.5	Several discussions with M. Honeybone (FTI) regarding procedures and task codes for monthly statement.
Napoliello, Mary	5/9/2003	0.7	Populate access database with task code information.
Napoliello, Mary	5/9/2003	0.8	Run and review case proforma; send out e-mails to staff requesting time and expense detail for April.
Napoliello, Mary	5/12/2003	0.3	Discuss revised task code listing with M. Honeybone (FTI).
Napoliello, Mary	5/12/2003	2.7	Review and edit April time detail.
Napoliello, Mary	5/13/2003	3.2	Review and edit April time detail.
Napoliello, Mary	5/19/2003	1.8	Review and format April time detail; update delinquent list and send reminder e-mails.
Napoliello, Mary	5/20/2003	2.6	Review and format April time detail.
Robbins, Erin	5/27/2003	0.2	Telephone call with M. Ghasemi (K&E) to discuss interim fee procedures.
Napoliello, Mary	5/29/2003	0.8	Review and format April time detail.
Napoliello, Mary	5/29/2003	0.8	Review and format April time detail.
Napoliello, Mary	6/3/2003	0.8	Review time entries for April application.
Napoliello, Mary	6/5/2003	2.8	Review and edit time entries for April monthly application.
Napoliello, Mary	6/6/2003	3.2	Review and edit time entries for April monthly application.
Napoliello, Mary	6/9/2003	0.3	Telephone call with J. Stanley (FTI) regarding procedures for fee application.
Honeybone, Mark	6/10/2003	0.7	Assist with preparation of monthly fee statement.
Napoliello, Mary	6/13/2003	0.2	Respond to questions from M. Cohen (FTI) regarding April application.
Napoliello, Mary	6/13/2003	0.4	Extrapolate April expense detail from Elite system and forward to J. Stanley (FTI) for review.
Barton, Gary	6/17/2003	1.0	Assist with preparation of April monthly fee statement with respect to services provided.
Barton, Gary	6/18/2003	1.0	Assist with preparation of April monthly fee statement with respect to services provided.
Robbins, Erin	6/18/2003	1.7	Draft and review of April narrative for monthly fee statement.
Schwarz, Eric	6/23/2003	1.4	Review documents and memorandum re: fee application.

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Professional	Date	Hours	Activity
Honeybone, Mark	6/24/2003	0.5	Assist with preparation of monthly fee statement.
Napoliello, Mary	6/26/2003	0.3	Telephone call with D. Little (FTI) regarding outstanding billing issues for electronic evidencing group for April monthly fee statement.
Napoliello, Mary	6/30/2003	0.9	Review EEC exhibits of time and expense in Access; send e-mail to staff requesting explanation of discrepancies.
Napoliello, Mary	6/30/2003	3.2	Format expense entries for Electronic Evidencing Group received from J. Stanley (FTI); categorize entries and incorporate into Access.
Napoliello, Mary	6/30/2003	3.3	Format and review time entries for Electronic Evidencing Group; reconcile detail received with Elite system.
Subtotal		51.5	

First and Second Day Orders

Professional	Date	Hours	Activity
Honeybone, Mark	4/1/2003	0.4	Follow up with S. McFarland and I. Kharasch (both Pachulski) regarding outstanding motions.
Bosse, Melissa	4/1/2003	0.5	Conference call hosted by Kirland & Ellis regarding status and coordination of professionals on petitions.
Bosse, Melissa	4/1/2003	0.5	Conference call with Kirland & Ellis regarding first day motions.
Honeybone, Mark	4/1/2003	0.6	Conversations with J.Stegenga (FTI) regarding current status, cash collateral and DSD.
Honeybone, Mark	4/1/2003	0.8	Calls with M.Ghasemi(K&E), B.Spiegel(K&E), E.Robbins (FTI) re necessary info for wages motion.
Terrazas, Gabriel	4/1/2003	0.8	Review Lease Rejection motion with J. Rebel (Fleming).
Barton, Gary	4/1/2003	1.0	Teleconference with K&E, PSZYJW and Fleming attorneys regarding review of first day pleadings.
Stegenga, Jeff	4/1/2003	1.0	Discussion with Debtor counsel regarding first day pleadings and timing.
Terrazas, Gabriel	4/1/2003	1.2	Review and edit cash management motion.
Barton, Gary	4/1/2003	1.4	Respond to numerous questions from employees regarding pre-versus post-petition issues.

**FLEMING COMPANIES, INC., et al.,
Time Detail by Activity by Professional
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First and Second Day Orders

Professional	Date	Hours	Activity
Barton, Gary	4/1/2003	1.5	Review Fleming HR's calculation of employee's salary \$4,650 priority claim for first day pleadings. Provide comment on same.
Barton, Gary	4/1/2003	1.5	Teleconference with K&E, PSZYJW and Fleming attorneys re: review of first day pleadings.
Robbins, Erin	4/1/2003	1.5	Review draft of wages motion and walk through comments with M. Ghasemi (K&E.)
Terrazas, Gabriel	4/1/2003	1.5	Prepare Utility Motion exhibit A.
Robbins, Erin	4/1/2003	1.6	Review calculations for wages motion.
Barton, Gary	4/1/2003	1.8	Review miscellaneous draft first day orders with respect to pre-vs. post-issues.
Honeybone, Mark	4/1/2003	3.0	Calls with D.Jerome (Fleming),G.Potter(Fleming), E. Robbins (FTI) regarding status of wage information.
Honeybone, Mark	4/1/2003	3.7	Continued drafting and finalizing of numbers for Wages motion and payroll information.
Robbins, Erin	4/1/2003	3.7	Continue drafting and finalizing of figures for wages motion and other outstanding payroll information.
Terrazas, Gabriel	4/2/2003	0.4	Prepare Sales and Use Tax Exhibit template for distribution to company contacts.
Barton, Gary	4/2/2003	0.5	Meeting with S. Honeycutt (Fleming), E. Robbins (FTI), and M. Honeybone (FTI) re: review check, direct deposit withholding issues related to the the \$4,650 priority cap.
Barton, Gary	4/2/2003	0.6	Meeting with J. Rebel (Fleming) re: review Milwaukee DSD issue concerning cash sweeps from customer accounts for pre-petition delivery of goods.
Robbins, Erin	4/2/2003	0.8	Follow-up meeting with M. Honeybone and G. Potter (Fleming), regarding to-be-paid schedule.
Terrazas, Gabriel	4/2/2003	0.8	Revise cash management exhibit A for additional bank accounts.
Barton, Gary	4/2/2003	0.9	Meeting with S. Honeycutt regarding review of employees' salary in excess of \$4,650 including miscellaneous compensation with respect to communications with those employees concerning first day orders.
Barton, Gary	4/2/2003	0.9	Several meetings with N. Ryder (Fleming) regarding responding to questions concerning the bankruptcy process and vendor relations.
Honeybone, Mark	4/2/2003	1.1	Meeting regarding notification of emnployees re payroll status with S.Northcutt (Fleming), Dee Jerome (Fleming).

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Professional	Date	Hours	Activity
Robbins, Erin	4/2/2003	1.2	Conference call with M. Ghasemi (K&E) to discuss revisions to Affidavit of Peter Willmott and process for filing Ammendment.
Robbins, Erin	4/2/2003	1.5	Revise > \$4650 payroll analysis to include K&E comments.
Terrazas, Gabriel	4/2/2003	2.0	Compile informaton for Utility Motion (list of utilities and contact information.
Robbins, Erin	4/2/2003	3.1	Revise > \$4650 payroll analysis to include pre-petition dollar amounts.
Barton, Gary	4/3/2003	0.4	Several telephone calls with S. Cho (K&E) and C. AueWerter re: response to Century on objection to cash management motion with respect to Fleming's sweep of post-petition funds for pre-petition obligations.
Honeybone, Mark	4/3/2003	0.4	Discussion with Stacy Loretz(Fleming) re tax prmts in convenience.
Robbins, Erin	4/3/2003	0.5	Draft and email tax template to E&Y and Deloitte for tax motion.
Robbins, Erin	4/3/2003	0.5	Review draft of taxes motion and distribute to appropriate parties.
Barton, Gary	4/3/2003	0.6	Review public relations releases for various informational releases to employees, vendors, etc., as requested by Fleming public relations.
Robbins, Erin	4/3/2003	0.7	Review list of associates who are to receive replacement checks.
Terrazas, Gabriel	4/3/2003	0.8	First day pleadings update meeting with K&E attorneys.
Barton, Gary	4/3/2003	0.9	Analysis of Century objection to cash management motion with respect to Fleming's sweep of post-petition funds for pre-petition obligations.
Barton, Gary	4/3/2003	0.9	Several meetings with Fleming employees re: respond to pre-versus post-petition issues.
Barton, Gary	4/3/2003	1.1	Several telephone calls with N. Ryder (Fleming) re: respond to questions from vendors concerning the bankruptcy process and vendor relations.
Stegenga, Jeff	4/3/2003	1.2	Discussion with Debtor team concerning first day hearing results and follow-up.
Barton, Gary	4/3/2003	1.5	Review and revise letter to critical vendors seeking trade support in exchange for sub-lien. Meeting with N. Ryder (Fleming) and C. AueWerter re: same.
Robbins, Erin	4/3/2003	1.5	Review Canada list of taxes and send follow-up questions to C. Wong (Fleming).
Robbins, Erin	4/3/2003	1.5	Finalize payments for employees who make over \$4650.

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Stegenga, Jeff	4/3/2003	1.6	Review of all first day pleadings filed.
Terrazas, Gabriel	4/3/2003	1.6	Update utility motion exhibit for additional utility contacts.
Terrazas, Gabriel	4/3/2003	1.9	Compile sales and use tax information for the motion.
Robbins, Erin	4/3/2003	2.5	Draft general talking points for chapter 11 and restructuring issues.
Barton, Gary	4/4/2003	0.2	Review PACA first day motion in response to employee questions.
Honeybone, Mark	4/4/2003	0.4	Assign responsibility and coordinate information flow for remaining motions.
Robbins, Erin	4/4/2003	0.4	Review Wages & Benefits Order.
Barton, Gary	4/4/2003	0.5	Teleconference with J. Stone (Glass), K&E and Pachulski regarding follow-up to first day hearing motions with respect to critical vendors.
Stegenga, Jeff	4/4/2003	0.5	Discussion with E. Robbins (FTI) regarding ordinary course professional pleading preparation.
Honeybone, Mark	4/4/2003	0.6	Review with C.Mooney of motions filed and motions heard and current status of outstanding motions.
Terrazas, Gabriel	4/4/2003	1.0	Distribution of cash management order to banks.
Stegenga, Jeff	4/4/2003	1.2	Discussion with Core-Mark personnel regarding first day pleadings.
Terrazas, Gabriel	4/4/2003	1.5	Analyze additional detail for customer accomodation programs.
Terrazas, Gabriel	4/4/2003	2.0	Compile and prepare sales and use tax information
Barton, Gary	4/7/2003	0.2	Meeting with J. Rebel (Fleming) re: initial work plan on cutting checks for ordinary course vendors.
Honeybone, Mark	4/7/2003	0.7	Review of insurance schedule provided by R.Waller (Fleming) to be provided to K&E.
Robbins, Erin	4/7/2003	1.5	Create exhibit that details pre-petition wage obligations.
Honeybone, Mark	4/8/2003	0.2	Excess inventory update meeting with Jeff Stegenga.
Honeybone, Mark	4/8/2003	0.4	Discussions with J. Tovey (Fleming) and B. Fink (Fleming) re critical shippers and disposal of fleet equipment.
Honeybone, Mark	4/8/2003	1.1	Review of Cash bridge financing order for K. Fuhrman (Fleming).
Terrazas, Gabriel	4/8/2003	1.3	Prepare top 50 Landlord exhibit for pleading.

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Terrazas, Gabriel	4/9/2003	3.5	Prepare tax motion exhibit for pleading.
Stegenga, Jeff	4/10/2003	0.5	Discussion with S. Cho (K&E) regarding FTI progress and second day pleadings discussion.
Terrazas, Gabriel	4/10/2003	2.0	Revise tax motion exhibit for pleading.
Robbins, Erin	4/10/2003	2.9	Combine various OCP templates into one master list.
Terrazas, Gabriel	4/11/2003	1.4	Review and edit draft of tax motion.
Bosse, Melissa	4/11/2003	2.4	Review Ordinary Course Professional listing.
Robbins, Erin	4/14/2003	0.5	Update master OCP list to include Core-Mark firms.
Robbins, Erin	4/14/2003	2.5	Review and format OCP master list, including removing duplicates and adding additional firms.
Robbins, Erin	4/15/2003	0.7	Compare OCP master list to environmental list.
Robbins, Erin	4/15/2003	2.6	Compile and prepare schedule detailing remaining wages and benefits items to be heard at next court hearing.
Robbins, Erin	4/16/2003	0.4	Draft and send email to G. Ward (Fleming) regarding OCP list.
Robbins, Erin	4/16/2003	1.8	Revise OCP master list to include Core-Mark dollar amounts and other formatting changes.
Robbins, Erin	4/17/2003	0.5	Add legal attorneys (securities litigation) to OCP master list.
Stegenga, Jeff	4/17/2003	0.8	Review of historical pleadings info needs re: equipment liquidator process.
Robbins, Erin	4/17/2003	1.8	Analyze A/P reports for dollar amounts paid to legal professionals, re: OCP motion.
Stegenga, Jeff	4/22/2003	0.5	Discussion with SB Capital re: liquidation process.
Stegenga, Jeff	4/23/2003	0.4	Discussion with Geoff Richards (K&E) re: prioritization of Court pleadings.
Terrazas, Gabriel	4/24/2003	0.9	Update on customer accomodation motion supplement.
Robbins, Erin	4/25/2003	2.1	Revised OCP master list to include missing items.
Robbins, Erin	4/28/2003	1.8	Update OCP list to include missing information.
Robbins, Erin	4/28/2003	2.6	Finalize OCP list and distribute to appropriate parties.
Barton, Gary	5/2/2003	0.6	Discussion with J. Stegenga (FTI) regarding results of Sara Lee hearing.

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First and Second Day Orders

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Stegenga, Jeff	5/2/2003	0.6	Discussion with G. Barton (FTI) regarding Sara Lee hearing results.
Subtotal		109.4	

General Case Strategy

Professional	Date	Hours	Activity
Behnke, Tom	4/1/2003	0.1	Telephone discussion with G. Barton (FTI) regarding claims agent issues.
Robbins, Erin	4/1/2003	0.6	Participate in conference call regarding status of bankruptcy filing.
Terrazas, Gabriel	4/1/2003	1.1	Petition update call with K&E and Pachulski attorneys.
Terrazas, Gabriel	4/1/2003	1.2	Petition update call with K&E and Pachulski attorneys.
Behnke, Tom	4/2/2003	0.2	Call with B. Daniels (BMC) regarding A/P cut-off.
Barton, Gary	4/3/2003	0.7	Teleconference with Fleming, K&E and Pachulski regarding first day hearing.
Robbins, Erin	4/3/2003	1.0	Update meeting to discuss outcome of first-day motions.
Stegenga, Jeff	4/4/2003	0.4	FTI team follow-up regarding next week's objectives and coordination.
Terrazas, Gabriel	4/4/2003	0.5	Research motions on Delaware court docket.
Honeybone, Mark	4/4/2003	0.9	Meeting on open issues with Jeff Stegenga (FTI).
Stegenga, Jeff	4/4/2003	1.0	Discussion with C. Lhulier (Pachulski) regarding various legal interpretation issues.
Stegenga, Jeff	4/7/2003	0.6	Discussion with team reps regarding case progress.
Robbins, Erin	4/7/2003	0.6	Team meeting to discuss upcoming tasks.
Robbins, Erin	4/8/2003	0.5	Discussions with team regarding taxes motion.
Barton, Gary	4/8/2003	0.6	Review proposed Sentry stipulation and order regarding pre-petition offset. Research several issues associated with. Make comments thereto.
Barton, Gary	4/9/2003	0.4	Review revised draft of proposed Sentry stipulation and order regarding pre-petition offset. Make comments thereto. Review new draft. Make comments thereto.

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General Case Strategy

Professional	Date	Hours	Activity
Stegenga, Jeff	4/9/2003	0.4	Discussion with N. Rider (Fleming) regarding Glass & Associates/Jay Alix transition.
Stegenga, Jeff	4/9/2003	0.6	Discussion with Ed Creater (D&T) regarding D&T retention pleadings.
Robbins, Erin	4/9/2003	0.7	Discussions with team regarding plan of action for KERP.
Bosse, Melissa	4/9/2003	0.7	Research issue regarding threats from El Paso Water Utilities turning off water, question from N. Sheldon (Fleming).
Bosse, Melissa	4/9/2003	0.8	Research issue regarding sales of phone cards that are being cancelled, and question from N. Sheldon (Fleming).
Stegenga, Jeff	4/10/2003	0.6	Meet with FTI team members regarding responsibility matrix and timing expectations.
Stegenga, Jeff	4/11/2003	0.5	Discussion with C. Lhulier (Pachulski) regarding OCP pleading update.
Stegenga, Jeff	4/11/2003	0.7	Discussion with Alix Partners team regarding FTI scope of work.
Stegenga, Jeff	4/11/2003	1.2	Follow-up discussions with FTI team members regarding area progress.
Stegenga, Jeff	4/15/2003	1.8	Call with K&E and G. Terrazas (FTI) regarding coordination of efforts/Court agenda for 4/21 hearing.
Robbins, Erin	4/16/2003	0.6	Conference call with M. Bosse (FTI) and D. Imhoff (FTI) to discuss status of KERP information request.
Stegenga, Jeff	4/17/2003	0.5	Discussion with Chris Lhulier (Pachulski) re: FTI affidavit/other pleading coordination matters.
Terrazas, Gabriel	4/17/2003	1.1	All Professionals call with K&E, FTI and Alix Partners.
Barton, Gary	4/18/2003	0.2	As requested by Fleming counsel and Delaware Bankruptcy counsel, review of D&T retention pleadings. Make comments thereto.
Stegenga, Jeff	4/18/2003	0.4	Discussion with Gabe Terrazas (FTI) re: pleading follow-up for 4/21 hearing.
Stegenga, Jeff	4/21/2003	0.5	Discussion with Gabe Terrazas (FTI) re: various vendor issues.
Stegenga, Jeff	4/21/2003	0.5	Discussion with Gary Barton and Gabe Terrazas (both FTI) re: hearing results.
Barton, Gary	4/22/2003	0.3	Review email from Fleming IT re: respond to questions concerning pre-petition agreements, leases, etc.
Barton, Gary	4/25/2003	0.5	Several telephone calls to/from D. Cappazola (K&E) re: develop response to Nickels and Superior adversary proceeding.