

**IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

In re:	Case No. 03-10945 (MFW)
FLEMING COMPANIES, INC., <u>et al.</u> , ¹	Chapter 11
Debtors	Jointly Administered
	Hearing Date: October 2, 2003 at 2:00 p.m. Objection Deadline: September 25, 2003 Related Docket Nos.: 1016, 1727, 3055

NOTICE OF MOTION

TO: Counsel to the Debtors, all Notice Parties appearing on Debtors' Notice of Sale, and all parties appearing on the service list maintained by the Debtors pursuant to Federal Rule of Bankruptcy Procedure 2002.

Kinsley Equities II Limited Partnership (the "Movant"), has filed a *Motion to Enforce Order Establishing Procedures for the Sale of Real Estate and Personal Property Located Therein* (the "Motion"), which seeks entry of an order (1) compelling the Debtors to comply with a prior order establishing procedures for the sale of certain real property to the Movant, (2) overruling a certain late-filed objection to that sale and (3) requiring the Debtors to immediately cancel a proposed auction of the property at issue.

You are required to file a response to the Motion, if any, on or before **September 25, 2003**. At the same time, you must also serve a copy of the response upon the Movant's attorneys:

James E. Huggett, Esquire
Klehr, Harrison, Harvey,
Branzburg & Ellers, LLP
919 Market Street, Suite 1000
Wilmington, DE 19801-3062

Rees Griffiths, Esquire
James D. Lobach, Esquire
Jeremy D. Frey, Esquire
100 East Market Street
P.O. Box 15012
York, PA 17405-7012

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.; Favar 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.

A HEARING ON THE MOTION WILL BE HELD ON **OCTOBER 2, 2003 AT 2:00 P.M.** THEN-PREVAILING EASTERN STANDARD TIME.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED WITHOUT FURTHER NOTICE OR HEARING.

KLEHR, HARRISON, HARVEY,
BRANZBURG & ELLERS

Dated: September 12, 2003

By: James E. Huggett /s/
James E. Huggett, Esquire (#3956)
919 Market Street, Suite 1000
Wilmington, DE 19801-3062
(302) 552-5509 (Phone)
(302) 426-9193 (Fax)
jhuggett@Klehr.com

and

BARLEY, SNYDER, SENFT & COHEN, LLC
Rees Griffiths, Esquire
Jeffrey D. Lobach, Esquire
Jeremy D. Frey, Esquire
100 East Market Street
P.O. Box 15012
York, PA 17405-7012
(717) 846-8888 (Phone)
(717) 843-8492 (FAX)