

EXHIBIT “A”

DESIGNATION OF PLEADINGS AND DOCUMENTS TO BE INCLUDED

IN THE RECORD ON APPEAL

1. Motion for Order (A) Approving Bidding Procedures and Bid Protection in Connection With the Sale of the Wholesale Distribution Business, (B) Approving Assignment Procedures for Affected Executory Contracts and Unexpired Leases, (C) Approving the Form and Manner of Notice, and (D) Setting Sale Hearing Dates (D.I. 1853).
2. Affidavit/Declaration of Service regarding Notice of Motion for Order (A) Approving Bidding Procedures and Bid Protection in Connection With Sale of the Wholesale Distribution Business, (B) Approving Assignment Procedures for Affected Executory Contracts and Unexpired Leases, (C) Approving the Form and Manner of Notice, and (D) Setting Sale Hearing Dates (D.I. 1905).
3. Motion to Approve Order (A) Approving Asset Purchase Agreement By And Among Fleming Companies, Inc., C&S Wholesale Grocers, Inc., C&S Acquisition LLC And The Other Parties Named Therein, (B) Authorizing (I) Sale of Substantially All of Selling Debtors' Assets Relating To The Wholesale Distribution Business To Purchaser Or Its Designee(s), Free and Clear of All Liens, Claims, Encumbrances And Interests And (II) Process For Assumption And Assignment of Certain Executory Contracts, License Agreements And Unexpired Leases To Purchaser Or Its Designee(s) And Establishing The Maximum Cure Amount With Respect Thereto And (C) Granting Related Relief (D.I. 1906).
4. Notice of Sale Hearing and Sale of Assets (D.I. 1907).
5. Notice of Hearing/Notice re: Potential Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in connection with Sale Motion, filed by the Debtor (D.I. 1984).

6. Affidavit/Declaration of Service (Supplemental) re: Notice of Hearing/Notice re: Potential Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in connection with Sale Motion, filed by the Debtor(D.I. 1987).

7. Notice re Potential Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with Sale Motion (D.I. 2002).

8. Notice of Withdrawal on Notice re: Potential Assumption and Assignment of Certain executory Contracts and Unexpired Leases in Connection with Sale Motion filed by the Debtor (D.I. 2010).

9. Affidavit/Declaration of Service Regarding Notice of Sale Hearing and Sale of Assets (D.I. 2023).

10. Affidavit/Declaration of Service regarding Order (A) Approving Bidding Procedures and Bid Protection in Connection With the Sale of the Wholesale Distribution Business, (B) Approving Assignment Procedures for Affected Executory Contracts and Unexpired Leases, (C) Approving the Form and Manner of Notice, and (D) Setting Sale Hearing Dates (D.I. 2033).

11. Order signed by the Court (A) Approving Bidding Procedures and Bid Protection in Connection With the Sale of the Wholesale Distribution Business, (B) Approving Assignment Procedures for Affected Executory Contracts and Unexpired Leases, (C) Approving the Form and Manner of Notice, and (D) Setting Sale Hearing Dates (D.I. 2034).

12. Affidavit/Declaration of Service regarding Order signed in Court Order (A) Approving Bidding Procedures and Bid Protection in Connection With the Sale of the Wholesale Distribution Business, (B) Approving Assignment Procedures for Affected Executory Contracts and Unexpired Leases, (C) Approving the Form and Manner of Notice, and (D) Setting Sale Hearing Dates (D.I. 2055).

13. Affidavit/Declaration of Service regarding Order signed in Court Order (A)

Approving Bidding Procedures and Bid Protection in Connection With the Sale of the Wholesale Distribution Business, (B) Approving Assignment Procedures for Affected Executory Contracts and Unexpired Leases, (C) Approving the Form and Manner of Notice, and (D) Setting Sale Hearing Dates (D.I. 2056).

14. Exhibit Notice of Filing of Schedules in Connection with the Asset Purchase Agreement in Support of the Motion for Order (A) Approving Asset Purchase Agreement By And Among Fleming Companies, Inc., C&S Wholesale Grocers, Inc. C&S Acquisition LLC And The Other Parties Named Therein, (B) Authorizing (I) Sale of Substantially All of Selling Debtors' Assets Relating To The Wholesale Distribution Business To Purchaser Or Its Designee(s), Free and Clear of All Liens, Claims, Encumbrances And Interests And (II) Process For Assumption And Assignment of Certain Executory Contracts, License Agreements And Unexpired Leases To Purchaser Or Its Designee(s) And Establishing The Maximum Cure Amount With Respect Thereto And (C) Granting Related Relief (D.I. 2085).

15. Affidavits/Declaration of Service Regarding Notice of Filing of Schedules in Connection with the Asset Purchase Agreement in Support of Motion for an Order: (A) Approving Asset Purchase Agreement By And Among Fleming Companies, Inc., C&S Wholesale Grocers, Inc. C&S Acquisition LLC And The Other Parties Named Therein, (B) Authorizing (I) Sale of Substantially All of Selling Debtors' Assets Relating To The Wholesale Distribution Business To Purchaser Or Its Designee(s), Free and Clear of All Liens, Claims, Encumbrances And Interests And (II) Assumption And Assignment of Certain Executory Contracts, License Agreements And Unexpired Leases And (C) Granting Related Relief (D.I. 2088).

16. Affidavit/Declaration of Service regarding the (1) Notice of Motion for Order (A) Approving Asset Purchase Agreement By And Among Fleming Companies, Inc., C&S Wholesale Grocers, Inc. C&S Acquisition LLC And The Other Parties Named Therein, (B) Authorizing (I) Sale

of Substantially All of Selling Debtors' Assets Relating To The Wholesale Distribution Business To Purchaser Or Its Designee(s), Free and Clear of All Liens, Claims, Encumbrances And Interests And (II) Process For Assumption And Assignment of Certain Executory Contracts, License Agreements And Unexpired Leases To Purchaser Or Its Designee(s) And Establishing The Maximum Cure Amount With Respect Thereto And (C) Granting Related Relief (D.I. 2144).

17. Affidavit/Declaration of Service regarding Supplemental Notice re Potential Assumption and Assignment of Certain Executory Contracts and Unexpired Leases in Connection with Sale Motion (D.I. 2201).

18. Order (A) Approving Asset Purchase Agreement By And Among Fleming Companies, Inc., C&S Wholesale Grocers, Inc. C&S Acquisition LLC And The Other Parties Named Therein, (B) Authorizing (I) Sale of Substantially All of Selling Debtors' Assets Relating To The Wholesale Distribution Business To Purchaser Or Its Designee(s), Free and Clear of All Liens, Claims, Encumbrances And Interests And (II) Process For Assumption And Assignment of Certain Executory Contracts, License Agreements And Unexpired Leases To Purchaser Or Its Designee(s) And Establishing The Maximum Cure Amount With Respect Thereto And (C) Granting Related Relief (D.I. 3142).

19. Notice Pursuant to Sale Order Re Assumption and Assignment of Certain Executory Contracts and Unexpired Leases to C&S Acquisition LLC (Hearing Date: September 4, 2003) (D.I. 3253).

20. Supplemental Order Approving Assumption and Assignment of Certain Executory Contracts, License Agreements and Unexpired Leases to Purchaser or its Designees on Initial Closing Date (D.I. 3271).

21. Opposition of Keil's Food Stores to Debtors' Motion for Order (A) Approving Asset Purchase Agreement with C&S Wholesale Grocers, Inc. and C&S Acquisition, LLC, Etc., Potential

Assumption and Assignment of Certain Executory Contracts, Etc. on the Grounds That it Received No Notice of Motions and Additional Grounds and Reservation of Rights (D.I. 3150).

22. Declaration of Rick Keil in Support of Opposition of Keil's Food Stores to Debtors' Motion for Order (A) Approving Asset Purchase Agreement with C&S Wholesale Grocers, Inc. and C&S Acquisition, LLC, Etc., Potential Assumption and Assignment of Certain Executory Contracts, Etc. on the Grounds That it Received No Notice of Motions and Additional Grounds and Reservation of Rights (D.I. 3151).

23. Declaration of Michael E. Busch in Support of Opposition of Keil's Food Stores to Debtors' Motion for Order (A) Approving Asset Purchase Agreement with C&S Wholesale Grocers, Inc. and C&S Acquisition, LLC, Etc., Potential Assumption and Assignment of Certain Executory Contracts, Etc. on the Grounds That it Received No Notice of Motions and Additional Grounds and Reservation of Rights (D.I. 3153).

24. Notice of Appeal filed on behalf of Keil's Food Stores (D.I. 3507).

25. Certificate of Service filed on behalf of Keil's Food Stores (D.I. 3511).

26. Motion of Keil's Food Stores For an Order Granting Relief From The Court's August 15, 2003 "Order (A) Approving Asset Purchase Agreement by And Among Fleming Companies, Inc., C&S Wholesale Grocers, Inc. C&S Acquisition LLC And The Other Parties Named Therein, (B) Authorizing (1) Sale of Substantially All of Selling Debtors' Assets Relating to The Wholesale Distribution Business to Purchaser or Its Designee(s), Free And Clear of All Liens, Claims, Encumbrances And Interests And (ii) Process For Assumption And Assignment of Certain Executory Contracts, License Agreements And Unexpired Leases to Purchaser or Its Designee(s) And Establishing The Maximum Cure Amount With Respect Thereto And (C) Granting Related Relief" [Docket No. 3142]on The Grounds That it Received No Notice of Motions And Additional Grounds And Reservation of Rights (D.I. 3522).

TRANSCRIPTS

Appellant also designates the following transcripts as part of the record on appeal:

1. Transcript of the hearing conducted in this case on August 4, 2003;
2. Transcript of the hearing conducted in this case on August 7, 2003; and
3. Transcript of the hearing conducted in this case on August 11, 2003.