

EXHIBIT 1
PAGE 1

EXHIBIT 1
PAGE 2

[illegible]

L & L FOOD CENTERS
AMOUNTS OWED TO US
BY FLEMING
'JUNE 2, 2002

DESCRIPTION	CUT OFF DATE	TOTAL	OWED BEFORE 1-Apr-03	OWED AFTER 1-Apr-03	X FOOT
COUPONS:					-
CEDAR	6/2/2003	(32.23)	(71.17)	38.94	-
COL. VILL.	6/2/2003	683.45	398.48	284.97	-
DEWITT	6/2/2003	701.07	558.39	142.68	-
KING	6/2/2003	330.12	171.71	158.41	-
ROCHESTER	6/2/2003	100.55	(126.61)	227.16	-
W. SAG.	6/2/2003	1,177.88	209.14	968.74	-
					-
CARR. HILLS	6/2/2003	721.02	173.99	547.03	-
HASLETT	6/2/2003	125.20	(8.44)	133.64	-
HOLT	6/2/2003	(1,202.91)	(1,333.77)	130.86	-
OKEMOS	6/2/2003	164.97	59.01	105.96	-
ST. JOHNS	6/2/2003	248.07	29.97	218.10	-
		<u>3,017.19</u>	<u>60.70</u>	<u>2,956.49</u>	-
CREDITS:					
GM	6/2/2003	1,586.96	587.66	999.30	-
CIGARETTES	6/2/2003	3,042.88	269.24	2,773.64	-
DELI	6/2/2003	355.64	236.14	119.50	-
MEAT	6/2/2003	6,005.96	4,057.15	1,948.81	-
FROZEN FOOD	6/2/2003	40.83	40.83		-
HBC	6/2/2003	5,983.93	2,803.19	3,180.74	-
GROCERY	6/2/2003	2,290.09	1,425.95	864.14	-
DAIRY	6/2/2003	1,600.00	1,600.00		-
					-
CEDAR		-			-
COL. VILL.		-			-
DEWITT		-			-
KING		-			-
ROCHESTER		-			-
W. SAG.		-			-
					-
CARR. HILLS		-			-
HASLETT		-			-
HOLT		-			-
OKEMOS		-			-
ST. JOHNS		-			-
		<u>20,906.29</u>	<u>11,020.16</u>	<u>9,886.13</u>	-
MARKETING / AR	6/2/2003	<u>32,527.47</u>	<u>10,871.04</u>	<u>21,656.43</u>	-
REBATE - 1.19%	5/8/2003	<u>137,755.00</u>	<u>75,867.00</u>	<u>61,888.00</u>	-

REBATE - STORE HIGH VOLUME					
FEB & MAR ACTUAL AVERAGE					
PER WEEK = 1,104.51	5/16/2003	9,940.59	1,104.51	8,836.08	-
THEY PD THRU MAR 20					
THEY OWE NINE WEEKS					
REBATE - PRIVATE LABEL					
ACTUAL QTR ENDED 1-14-03					
WAS 22,478.56+576.40					
OR 1,773.46 PER WEEK					
JAN 2WKS FEB - MAY 25	5/16/2003	31,922.28	17,734.60	14,187.68	-
REBATE - ANNUAL HIGH VOLUME	2002				
WE DEPOSITED YEAR 2002					
ON MARCH 17, 2003					
CHECKS BEING RE-ISSUED BY FLEMING	5/16/2003	10,036.07	10,036.07		-
FEB & MAR STORE HIGH					
VOL. REBATES					
AND \$1,200 BANQUET FROZEN					
RECLAMATION:					
CEDAR	22-May	1,125.00		1,125.00	-
COL. VILL.	22-May	1,500.00		1,500.00	-
DEWITT	22-May	1,000.00		1,000.00	-
KING	22-May	1,200.00		1,200.00	-
ROCHESTER	22-May	1,500.00		1,500.00	-
W. SAG.	22-May	1,250.00		1,250.00	-
					-
					-
CARR. HILLS	22-May	1,075.00		1,075.00	-
HASLETT	22-May	1,500.00		1,500.00	-
HOLT	22-May	1,250.00		1,250.00	-
OKEMOS	22-May	1,500.00		1,500.00	-
ST. JOHNS	22-May	600.00		600.00	-
		13,500.00	-	13,500.00	-
SHOW CREDITS					
GM - STEPHANIE GETTING		-			-
GROCERY		2,746.24		2,746.24	-
TELXON EST BEFORE & AFTER APRIL 1		34,466.50	31,146.50	3,320.00	-
ESTIMATE FOR UNKNOWN CREDITS ETC.		46,035.69		46,035.69	-
		342,853.32	157,840.58	185,012.74	-

C:\Program Files\Adobe\Acrobat 4.0\Acrobat\plug_ins\OpenAll\Transform\temp\[00105251.xls]RECOUPED BY COMPANY

L & L FOOD CENTERS
AMOUNTS OWED TO US
BY FLEMING
'MAY 26, 2002

DESCRIPTION	CUT OFF DATE	TOTAL	OWED BEFORE 1-Apr-03	OWED AFTER 1-Apr-03
COUPONS:				
CEDAR	5/15/2003	(27.53)	(66.47)	38.94
COL. VILL.	5/15/2003	1,067.66	427.42	640.24
DEWITT	5/15/2003	723.96	581.28	142.68
KING	5/15/2003	2,199.93	945.89	1,254.04
ROCHESTER	5/15/2003	134.56	(92.60)	227.16
W. SAG.	5/15/2003	(1,256.19)	(2,224.93)	968.74
CARR. HILLS	5/15/2003	522.48	(24.55)	547.03
HASLETT	5/15/2003	198.88	65.24	133.64
HOLT	5/15/2003	(1,202.91)	(1,333.77)	130.86
OKEMOS	5/15/2003	188.71	82.75	105.96
ST. JOHNS	5/15/2003	1,134.98	73.53	1,061.45
		<u>3,684.53</u>	<u>(1,566.21)</u>	<u>5,250.74</u>
CREDITS:				
GM		969.39	671.87	297.52
CIGARETTES		3,042.88	-	3,042.88
DELI		221.48	85.68	135.80
MEAT		7,866.97	3,397.21	4,469.76
FROZEN FOOD / DAIRY		40.83		40.83
HBC		5,807.83	2,755.28	3,052.55
GROCERY		1,133.75	831.34	302.41
CEDAR		-		
COL. VILL.		-		
DEWITT		-		
KING		-		
ROCHESTER		-		
W. SAG.		-		
CARR. HILLS		-		
HASLETT		-		
HOLT		-		
OKEMOS		-		
ST. JOHNS		-		
		<u>19,083.13</u>	<u>7,741.38</u>	<u>11,341.75</u>
MARKETING / AR	5/15/2003	<u>32,527.47</u>	<u>10,871.04</u>	<u>21,656.43</u>

REBATE - 1.19%	5/8/2003	137,755.00	75,867.00	61,888.00
----------------	----------	------------	-----------	-----------

REBATE - STORE HIGH VOLUME FEB & MAR ACTUAL AVERAGE PER WEEK = 1,104.51 THEY PD THRU MAR 20 THEY OWE NINE WEEKS	5/16/2003	9,940.59	1,104.51	8,836.08
---	-----------	----------	----------	----------

REBATE - PRIVATE LABEL ACTUAL QTR ENDED 1-14-03 WAS 22,478.56+576.40 OR 1,773.46 PER WEEK JAN 2WKS FEB - MAY 25	5/16/2003	31,922.28	17,734.60	14,187.68
---	-----------	-----------	-----------	-----------

REBATE - ANNUAL HIGH VOLUME WE DEPOSITED YEAR 2002 ON MARCH 17, 2003	2002			
--	------	--	--	--

CHECKS BEING RE-ISSUED BY FLEMING FEB & MAR STORE HIGH VOL. REBATES AND \$1,200 BANQUET FROZEN	5/16/2003	10,036.07	10,036.07	
---	-----------	-----------	-----------	--

RECLAMATION:				
CEDAR	22-May	1,125.00		1,125.00
COL. VILL.	22-May	1,500.00		1,500.00
DEWITT	22-May	1,000.00		1,000.00
KING	22-May	1,200.00		1,200.00
ROCHESTER	22-May	1,500.00		1,500.00
W. SAG.	22-May	1,250.00		1,250.00
 CARR. HILLS	22-May	1,075.00		1,075.00
HASLETT	22-May	1,500.00		1,500.00
HOLT	22-May	1,250.00		1,250.00
OKEMOS	22-May	1,500.00		1,500.00
ST. JOHNS	22-May	600.00		600.00
		13,500.00	-	13,500.00

TELXON EST BEFORE & AFTER APRIL 1		34,404.25	31,084.25	3,320.00
ESTIMATE FOR UNKNOWN CREDITS ETC.		50,000.00		50,000.00
		342,853.32	152,872.64	189,980.68

C:\Program Files\Adobe\Acrobat 4.0\Acrobat\plug_ins\OpenAll\Transform\temp\[00105251.xls]RECOUPED B

FLEMING QUARTERLY VOLUME INCENTIVE REBATE														
EARNED V.S. RECEIVED														
		CO. ONE	CO. TWO								PURCH.	1.19%		
		PD TO	PD TO	RX	RX	RX	RX	RX	RX	RX	NET OF	OF	ACCUM	REBATE
WK	DATE	FLEMING	FLEMING	DEWITT	HASLET	HOLT	KING	OKEMOS	ST JOHNS	RX	PURCH.	EARNED	RECD	PAID
1	8/23/2001	101,180.60	137,329.66							238,510.26	2,838.27	2,838.27		2,838.27
2	8/30/2001	230,492.82	414,700.18							645,193.00	7,677.80	10,516.07		10,516.07
3	9/6/2001	395,101.45	237,825.52							632,926.97	7,531.83	18,047.90		18,047.90
4	9/13/2001	464,404.85	344,065.19							808,470.04	9,620.79	27,668.69		27,668.69
5	9/20/2001	471,495.34	333,921.53							805,416.87	9,584.46	37,253.15		37,253.15
6	9/27/2001	511,184.58	370,750.76							881,935.34	10,495.03	47,748.18		47,748.18
7	10/4/2001	552,149.24	372,063.90							924,213.14	10,998.14	58,746.32		58,746.32
8	10/11/2001	632,895.68	467,833.85	66,586.67	73,918.80		56,472.10	33,245.48	47,560.05	822,946.43	9,793.06	68,539.38		68,539.38
9	10/18/2001	593,144.98	440,484.68	35,915.96	44,428.92		31,870.63	24,057.36	32,154.58	865,202.21	10,295.91	78,835.29		78,835.29
10	10/25/2001	678,471.00	510,637.24	80,156.17	95,469.09		70,895.82	38,264.45	50,518.56	853,804.15	10,160.27	88,995.56		88,995.56
11	11/1/2001	574,832.97	427,968.90	42,877.76	25,105.65		25,182.53	15,751.11	23,389.39	870,495.43	10,358.90	99,354.45		99,354.45
12	11/8/2001	664,423.12	468,230.01	31,112.31	37,261.34		34,396.80	18,678.53	25,651.69	985,552.46	11,728.07	111,082.53		111,082.53
13	11/15/2001	799,993.17	604,449.35	49,497.62	41,978.81		33,081.75	21,885.71	28,240.39	1,229,758.24	14,634.12	125,716.65		125,716.65
14	11/22/2001	793,719.06	575,058.59	42,951.59	49,929.85		36,200.75	17,853.86	24,005.94	1,197,835.66	14,254.24	139,970.90		139,970.90
	11/27/2001												98,714.62	41,256.28
15	11/29/2001	529,951.13	468,512.21	37,456.52	38,342.82		27,300.47	19,231.88	26,202.29	849,929.36	10,114.16	150,085.06		51,370.44
16	12/6/2001	626,528.29	496,851.28	42,362.35	44,613.19		27,007.73	19,545.63	23,025.96	966,824.71	11,505.21	161,590.27		62,875.65
17	12/13/2001	618,941.72	468,429.99	39,747.40	45,848.78		37,277.73	25,899.56	25,077.08	913,521.16	10,870.90	172,461.17		73,746.55
18	12/20/2001	703,170.85	515,839.25							1,219,010.10	14,506.22	186,967.39		88,252.77
19	12/27/2001	682,656.02	542,353.35	94,367.33	75,082.43		70,447.70	47,304.04	43,895.15	893,912.72	10,637.56	197,604.95		98,890.33
20	1/3/2002	540,914.64	451,600.69	38,663.77	39,453.57		26,961.68	16,978.45	24,633.55	845,824.31	10,065.31	207,670.26		108,955.64
21	1/10/2002	556,404.68	508,747.71	35,191.38	38,574.42		29,586.19	17,229.38	19,455.74	925,115.28	11,008.87	218,679.13		119,964.51
22	1/17/2002	586,319.52	486,754.86	43,857.65	42,242.17		47,405.45	23,503.77	28,631.04	887,434.30	10,560.47	229,239.60		130,524.98
23	1/24/2002	633,415.58	557,760.16	26,541.55	53,886.78		35,841.36	18,452.12	30,664.34	1,025,789.59	12,206.90	241,446.50		142,731.88
	1/25/2002												89,919.21	52,812.67
24	1/31/2002	676,941.69	485,681.21	43,603.81	52,646.52		32,410.70	19,883.07	27,288.33	986,790.47	11,742.81	253,189.31		64,555.48
25	2/7/2002	608,323.19	499,672.20	23,730.22	46,061.32		34,178.08	18,724.44	22,103.36	963,197.97	11,462.06	264,651.36		76,017.53
26	2/14/2002	667,974.48	590,225.82	45,169.81	83,415.57		30,946.47	15,638.74	25,081.03	1,057,948.68	12,589.59	277,240.95		88,607.12
27	2/21/2002	625,811.68	541,670.07	47,280.93	47,238.04		27,317.85	35,495.48	26,418.56	983,730.89	11,706.40	288,947.35		100,313.52
28	2/28/2002	598,776.36	419,116.40	42,434.95	48,075.63		32,736.11	5,385.90	26,407.19	862,852.98	10,267.95	299,215.30		110,581.47
29	3/7/2002	623,035.69	472,899.65	35,636.10	38,885.61		49,033.70	20,947.91	27,714.89	923,717.13	10,992.23	310,207.53		121,573.70
30	3/14/2002	604,678.88	484,394.39	45,572.79	48,481.90		26,551.74	15,198.72	33,240.33	920,027.79	10,948.33	321,155.86		132,522.03
31	3/21/2002	615,224.49	477,080.14	45,327.67	42,722.00		37,996.48	17,947.69	22,144.46	926,166.33	11,021.38	332,177.24		143,543.41
32	3/28/2002	627,941.31	519,772.80	41,463.38	54,598.33		6,505.91	24,589.93	26,685.48	993,871.08	11,827.07	344,004.31		155,370.48
33	4/4/2002	542,359.05	414,001.95	47,960.35	43,165.59		41,582.57	24,154.10	33,903.18	765,595.21	9,110.58	353,114.89		164,481.06
34	4/11/2002	548,423.38	404,886.26	40,408.13	38,899.93		32,520.50	20,554.84	14,475.93	806,450.31	9,596.76	362,711.65		174,077.82
35	4/18/2002	526,921.96	388,706.18	41,401.27	45,325.48		33,798.80	16,822.48	24,251.60	754,028.51	8,972.94	371,684.59		183,050.76
36	4/25/2002	552,025.63	409,960.11	41,788.74	38,180.92		31,455.04	21,272.65	29,603.84	799,684.55	9,516.25	381,200.84		192,567.01
37	5/2/2002	666,655.52	519,261.95	37,026.44	48,226.09		37,049.00	29,282.93	31,132.59	1,003,200.42	11,938.08	393,138.92		204,505.09
	5/2/2002												180,261.53	24,243.56
38	5/9/2002	594,388.13	597,799.67	44,856.13	50,251.21		38,026.62	21,484.50	29,202.25	1,008,367.09	11,999.57	405,138.49		36,243.13
39	5/16/2002	596,057.94	492,816.74	48,037.03	43,568.85		35,431.30	16,016.13	27,409.97	918,411.40	10,929.10	416,067.58		47,172.22
40	5/23/2002	700,559.52	529,023.09	44,539.84	43,416.37		32,670.06	26,178.57	27,283.09	1,055,494.68	12,560.39	428,627.97		59,732.61
41	5/30/2002	504,071.27	415,984.03				38,082.75	21,405.20	35,457.66	825,109.69	9,818.81	438,446.78		69,551.42
42	6/6/2002	580,860.74	431,302.48	84,133.81	85,553.30		33,324.84	21,138.64	24,135.89	763,876.74	9,090.13	447,536.91		78,641.55
43	6/13/2002	574,752.95	660,686.11	45,061.36	49,371.95	63,185.09	40,575.66		25,877.35	1,011,367.65	12,035.28	459,572.18		90,676.82
44	6/20/2002	535,387.98	510,984.74	39,267.71	64,712.44	4,679.06	35,562.28	42,416.85	29,784.08	829,950.30	9,876.41	469,448.59		100,553.23

