

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

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

MOTION FOR ADMISSION *PRO HAC VICE*

R. Bruce Mc New, Esquire, a member of the bar of this Court, pursuant to District Court Local Rule 83.5, moves the admission pro hac vice of Ira M. Levee, Esquire of Lowenstein Sandler PC, 65 Livingston Avenue, Roseland, N.J. 07068 to represent certain securities class action plaintiffs, including, Jackson Capital Management, Massachusetts State Carpenters Pension Fund, Terry Slater, the “Colarich Plaintiffs”, “Doucet Plaintiffs”, and the “Fetterman Plaintiffs”, in this matter. Jackson Capital Management, Massachusetts State Carpenters Fund, Terry Slater, the Colarich Plaintiffs, the Doucet Plaintiffs and the Fetterman Plaintiffs are hereinafter collectively, the “Plaintiffs”. The Admittee is admitted, practicing, and in good standing in the State of New Jersey.

Respectfully Submitted,

TAYLOR & McNEW LLP

By: /s/ R. Bruce McNew

R. Bruce McNew, Esq. (Del. Bar. No. 967)
3711 Kennett Pike, Suite 210
Greenville, Delaware 19807
(302) 655-9200 (Telephone)
(302) 655-9361 (Facsimile)
Attorney for the Plaintiffs

Date: October 2, 2003

The Admittee certifies that he is eligible for admission pro hac vice to this Court, is admitted to practice and in good standing in the jurisdiction shown in the paragraph above,

submits to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the course of, or in the preparation of, this action, and has access to, or has acquired, a copy of the Local Rules of this Court and is generally familiar with such Rules.

LOWENSTEIN SANDLER PC

/s/ Ira M. Levee
Ira M. Levee, Esq.
65 Livingston Avenue
Roseland, New Jersey 07068
973-597-2500

Motion Granted.

BY THE COURT

Date: _____

United States Bankruptcy Judge