

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
Fleming Companies, Inc., et al., <sup>1</sup>	)	Case No. 03-10945 (MFW)
	)	(Jointly Administered)
Debtors.	)	
	)	Re: Docket No. _____

**ORDER APPROVING THE STIPULATION REGARDING THE  
UNEXPIRED REAL PROPERTY LEASE AND SUBLEASE FOR  
4576 WILLOW ROAD, PLEASANTON, CALIFORNIA  
(LEASE NO. CA-237) AND THE REJECTION OF SAME**

Upon the Motion<sup>2</sup> of the above-captioned debtors and debtors in possession (the “Debtors”) for entry of an order pursuant to Section 365(a) of title 11 of the United States Code (the “Bankruptcy Code”) approving the rejection of the Prime Lease, the rejection and the termination of the Sublease and the Stipulation; and this Court having reviewed the Motion and any responses thereto; and sufficient cause appearing therefor; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 28 U.S.C. § 158(a); and after due deliberation and cause appearing therefor; it is hereby

ORDERED that the Motion is granted; and it is further

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<sup>1</sup> 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.

<sup>2</sup> Capitalized terms not defined herein are as defined in the Motion.

ORDERED that the Prime Lease is rejected effective December 31, 2003;  
and it is further

ORDERED that the Sublease is rejected and terminated effective  
December 31, 2003; and it is further

ORDERED that the Stipulation is approved and its terms shall have the  
same effect as an order of this Court; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine  
all matters arising from the implementation of this Order.

Dated: \_\_\_\_\_, 2003

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The Honorable Mary F. Walrath  
United States Bankruptcy Judge