

# **EXHIBIT C**

# Fleming

1945 Lakepointe Dr.  
P.O. Box 299013  
Lewisville, TX 75029  
telephone 972.906.8000

May 13, 2002

VIA: Airborne Express: 67053834573

Jeff-City Venture  
c/o Harve Taylor  
P.O. Box 640  
125 W Central, Suite 210  
Benton, AR 72712

**RE: Lease Renewal Option**  
**Lease Name: Capital City Food 4 Less**  
**Address: 2411 Missouri Blvd., Jefferson, City MO**  
**Lease ID: MO-079**

Dear Mr. Taylor:

Fleming Companies Inc. ("Lessee") elects to exercise its option to extend the Build and Lease Agreement ("Lease"), entered into on June 23, 1982 by and between Jeff-City Venture ("Lessor"), and Lessee, to lease the Premises.

The Lease shall remain in full force and effect under the same terms and conditions of the current Lease except the term for the aforesaid Lease shall be extended Sixty Months (60) from November 17, 2002 through November 16, 2007.

Lessor and Lessee agree that all rentals and other obligations due from Lessee as of the date of this letter and under the Lease and any extensions thereof have been paid and satisfied as the same have come due.

Please acknowledge your receipt and agreement with the above by signing both copies of this letter and returning one (1) copy to Fleming Real Estate Administration in the enclosed, self-addressed stamped envelope within ten (10) days. If you should have any questions concerning this matter, please call Christine Brown at Fleming at 972-906-2241.

## Agreed and Accepted

**LESSOR:**  
JEFF-CITY VENTURE/HARVE J. TAYLOR

By: Harve J. Taylor  
Name: *Harve J. Taylor*  
Title: President  
Date: 5-16-02

**LESSEE:**  
FLEMING COMPANIES, INC.

By: Ken Dewhirst  
Name: *Ken Dewhirst*  
Title: *Mgr. Lease Admin.*  
Date: 5-13-02