

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

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In re: :
: Chapter 11
FLEMING COMPANIES, INC., et al., : Case No. 03-10945 (MFW)
: jointly administered -
: **Reclamation Claim**
: **Claim Amount: \$101,377.12**
Debtors. :
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NOTICE OF TRANSFER OF CLAIM PURSUANT TO FRBP RULE 3001(e)(1)

To: (Transferor) Score Acquisitions Corp. (d/b/a Cody Kramer Imports)
200 Corporate Drive, Suite Six
Blauvelt, New York 10913
Attention: Steven Sacchinelli
Tel: (845) 353-1251
Fax: (845) 353-5276

(Transferee) Loeb Partners Corporation
61 Broadway, 24th Floor
New York, New York 10006
Attn: Mr. Robert Grubin
Tel: (212) 483-7091
Fax: (212) 785-1877

A transfer of all right, title and interest in and to the "Maximum Valid Reclamation Claim" recognized by Debtor as currently held by Score Acquisitions Corp. (d/b/a Cody Kramer Imports) (the "Transferor") in the amount of \$101,377.12 against Fleming Companies, Inc. et al., and its affiliates, is hereby acknowledged.

This transfer is evidenced by the Evidence of Transfer attached as Exhibit "C".

FOR CLERK'S OFFICE USE ONLY:

This notice was mailed to the first named party, by first class mail, postage prepaid on _____, 200__.

INTERNAL CONTROL NO. _____

Copy (check): Claims Agent ____ Transferor ____ Transferee ____ Debtor's Attorney ____

Deputy Clerk

EXHIBIT C**NOTICE OF ASSIGNMENT OF RECLAMATION CLAIM**

SCORE ACQUISITIONS CORP. (d/b/a Cody Kramer Imports), its successors and assigns ("Seller"), for good and valuable consideration the receipt and sufficiency of which are hereby acknowledged, does hereby absolutely and unconditionally sell, transfer and assign unto LOEB PARTNERS CORPORATION, its successors and assigns ("Purchaser") all rights, title and interest in and to the transferred claim(s) of Seller in the principal amount of \$101,377.12 (proof of claim amount, defined as the "Transferred Claim") against FLEMING COMPANIES, INC. (the "Debtor") together with interest, if any, in the United States Bankruptcy Court, District of Delaware, or any other court with jurisdiction over such proceedings, administered at Case Nos. 03-10945 (MFW) (jointly administered).

Seller hereby waives any notice or hearing requirements imposed by Rule 3001 of the Bankruptcy Rules, and stipulates that an order may be entered recognizing this assignment of Transferred Claim as an unconditional assignment and the Purchaser herein as the valid owner of the Transferred Claim.

IN WITNESS WHEREOF, the undersigned has duly executed this Agreement by its duly authorized representative dated the 15th day of October, 2003.

WITNESS

(Signature)

REID CHASE, VP
(Print Name And Title Of Witness)

SCORE ACQUISITIONS CORPORATION
(d/b/a Cody Kramer Imports)

(Signature Of Corporate Officer)

Scott Semel - Pres
(Print Name And Title Of Corporate Officer)