

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

In re:)	Chapter 11
)	
FLEMING COMPANIES, INC., et al.,¹)	
)	Case No. 03-10945 (MFW)
)	(Jointly Administered)
Debtors.)	
)	[Related to Docket No. 1975]

**ORDER APPROVING STIPULATION
BY AND BETWEEN RELIANT ENERGY SOLUTIONS, LLC AND THE DEBTORS**

Upon the Motion of Reliant Energy Solutions, LLC For An Order Pursuant To Sections 503 And 556 Of The Bankruptcy Code (I) Determining That Forward Electric Energy Sales Agreement Has Automatically Terminated, (II) Requiring Payment Of Administrative Priority Claim For Delivery Of Post-Petition Electricity, And (III) Authorizing The Transfer Of Electric Service At Debtor's Facilities From Reliant To Default Service Provider(s) (the "Motion"); and it appearing that the parties have reached agreement and that the Stipulation Re Motion For Payment Of Administrative Claim Filed By Reliant Energy Solutions, LLC (the "Stipulation") annexed hereto is in the best interest of the estates and creditors of the captioned debtors and debtors in possession: and it appearing that this Court has jurisdiction over this

¹ 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.

matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this proceeding is a core proceeding and the Motion in this district is proper under 28 U.S.C. §§ 1408 and 1409; and adequate notice of the Motion having been given; and it appearing that no other notice need be given; and after due deliberation and sufficient cause appearing therefore; it is hereby

ORDERED THAT:

1. The Stipulation annexed hereto is approved.
2. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: Wilmington, Delaware
October ~~24~~²⁴, 2003

By: 

Honorable Mary F. Walrath
United States Bankruptcy Judge