

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

In re:	)	Case No. 03-10945 (MFW)
	)	
FLEMING COMPANIES, INC., <u>et al.</u> ,	)	Jointly Administered
	)	
	)	Chapter 11
Debtors.	)	
	)	
	)	
	)	

---

**ORDER GRANTING MOTION OF BLUE RIDGE PLAZA, LLC TO MODIFY  
EXHIBIT A OF SUPPLEMENTAL ORDER APPROVING  
ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY  
CONTRACTS AND UNEXPIRED LEASES TO AWG ACQUISITION, LLC**

Upon consideration of the Motion of Blue Ridge Plaza, LLC to Modify Exhibit A of Supplemental Order Approving Assumption and Assignment of Certain Executory Contracts and Unexpired Leases to AWG Acquisition, LLC (the “Motion”); and it appearing that the Court has jurisdiction to consider the matter; and it appearing that good and sufficient notice of the Motion has been given, and sufficient cause appearing therefore at the hearing on the Motion (the “Hearing”);

THE COURT FINDS THAT:

- A. This is a core proceeding under 28 U.S.C. § § 157(b)(2).
- B. Venue is proper in this District pursuant to 28 U.S.C. § 1409.
- C. Notice of the Motion was adequate under the circumstances.
- D. The legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein.

NOW, THEREFORE, based upon the foregoing and for other good and sufficient cause, IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. Exhibit A to the Supplemental Order (as defined in the Motion) is hereby amended to list the cure amount of Blue Ridge Plaza, LLC as \$29,843.98.
3. The Debtors are hereby directed to pay Blue Ridge Plaza, LLC the full cure amount within ten (10) days of the entry of this Order.

Date: \_\_\_\_\_, 2003

\_\_\_\_\_  
CHIEF UNITED STATES BANKRUPTCY JUDGE

375754