

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

In Re:)	
)	Bk. No. 03-10945 (MFW)
Fleming Companies, Inc., et al.)	Chapter 11
Debtors.)	Objection Deadline: November 18, 2003 @ 4:00 p.m.
)	Hearing Date: November 25, 2003 @ 9:30 a.m.

**LOCAL 881 UNITED FOOD AND COMMERCIAL WORKERS UNION-S
REQUEST FOR PAYMENT OF ADMINISTRATIVE EXPENSES**

Now comes Creditor, Local 881 United Food and Commercial Workers Union ("Local 881"), through counsel and, pursuant to 11 U.S.C. § 503, hereby files its Request for Payment of Administrative Expenses. In support thereof, Local 881 states:

1. At all relevant times, Local 881 acted as the collective bargaining representative for a bargaining unit of employees at a retail grocery store operated by Debtor, Fleming Companies, Inc. ("Fleming") in Bourbonnais, Illinois.
2. The bargaining unit of employees represented by Local 881 was covered by a collective bargaining agreement ("CBA"), a copy of which is attached hereto as Exhibit 1.
3. Fleming filed bankruptcy in this matter on or about April 1, 2003.
4. The Fleming store in Bourbonnais, Illinois remained open until approximately June 22, 2003.
5. During the time that Fleming continued to operate the Bourbonnais, Illinois store after the filing of the petition in this matter, Fleming incurred certain obligations in the form of vacation pay benefits owed to employees pursuant to the CBA with Local 881. Those obligations remain unsatisfied.
6. Upon the closing of the Bourbonnais, Illinois store, Fleming became obligated pursuant to Article XX of the CBA to continue to make sufficient contributions to the health insurance plan covering its

employees to insure coverage for one month following the closing. Fleming did not make these contributions.

7. Due to the failure to continue to make contributions to the health insurance plan which covered employees represented by Local 881 for one month after the store closing, Local 881 and the employees it represents were damaged in the amount of at least \$9,213.75 as reflected on the schedule attached as Exhibit 2 hereto, together with the costs of any unreimbursed medical expenses which otherwise would have been covered under the employees' health insurance plan.

8. Local 881 and the employees which it represents were damaged by the failure to pay vacation pay earned on and after April 1, 2003 in the amount of at least \$6,283.13, as reflected on the schedule attached as Exhibit 3 to this Motion. All of these amounts accrued during the period between April 1, 2003 and June 22, 2003.

9. The obligations owed to Local 881 and owed to and on behalf of the employees represented by Local 881 constitute actual and necessary costs and expenses of preserving the estate pursuant to 11 U.S.C. § 503(b)(1)(A).

WHEREFORE, pursuant to 11 U.S.C. § 503, Local 881 respectfully requests that appropriate payments be made to satisfy this administrative claim.

Respectfully submitted,

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Date: November 3, 2003