

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

In re:)
) Chapter 11
Fleming Companies, Inc., et al.,¹)
) Case No. 03-10945 (MFW)
Debtors.) (Jointly Administered)
)
) [Related Docket No.:]

**ORDER TERMINATING LETTER OF CREDIT NO. P-292028 ISSUED BY JP
MORGAN/CHASE MANHATTAN BANK**

Upon consideration of the motion (the “Motion”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”), for entry of an order terminating Letter of Credit No. P-292028 issued by JP Morgan/Chase Manhattan Bank; and it appearing that the relief requested is in the best interest of the Debtors’ estates and it appearing that notice is proper and that no further notice of the relief requested in the Motion is required; and after due deliberation; and sufficient cause appearing therefor; it is

ORDERED that:

1. The Motion is granted.
2. Letter of Credit No. P-292028, issued by JP Morgan/Chase Manhattan

Bank, is hereby terminated.

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.; Favara 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.

² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Motion.

3. This Court shall retain jurisdiction with respect to all matters arising from or relating to the implementation of this Order.

4. Notwithstanding the possible applicability of Fed. R. Bankr. P. 6004(g), 7062, 9014 or otherwise, the terms and conditions of this order shall be immediately effective and enforceable upon its entry.

Dated: _____, 2003

The Honorable Mary F. Walrath,
Chief United States Bankruptcy
Judge