

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.)	

**STIPULATION BETWEEN THE DEBTORS AND
MOVANTS PRICE CHOPPER FOODS, LLC, GEOFF STICKLER,
GAIL STICKLER, RICHARD GUEST AND MAGGIE BLOHM CONTINUING THE
HEARING DATE ON MOVANTS' MOTION FOR AN ORDER GRANTING RELIEF
FROM THE AUTOMATIC STAY TO COMMENCE AN ACTION BASED ON FRAUD
AGAINST THE DEBTORS AND TO DECLARE CERTAIN DEMAND NOTES AND
DOCUMENTS VOID**

The above-captioned debtors and debtors in possession (collectively, the "Debtors" or "Fleming") and Price Chopper Foods, LLC, Geoff Stickler, Gail Stickler, Richard Guest, and Maggie Blohm (collectively, "Movants"), by and through their undersigned counsel of record, hereby stipulate and agree as follows with respect to the above-referenced Motion ("Motion") of the Movants [Docket # 3040]:

Background

- A. On April 1, 2003, the Debtors filed voluntary petitions for relief under Chapter 11 of the Bankruptcy Code in this Court.
- B. On August 12, 2003, Movants filed the Motion.
- C. The hearing on the Motion was originally set for September 4, 2003 and continued by stipulation to December 3, 2003.
- D. The parties have agreed and now wish to further continue the hearing date and Debtors' filing deadline for its objection to the Motion. By doing so, the parties intend to

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allow time for reasonable discovery so that when this matter is heard they will be able to present the Court with sufficient evidence to make a final ruling regarding whether stay relief is appropriate.

NOW THEREFORE, the parties hereby stipulate and agree as follows:

1. The Debtors and Movants agree to set the motion for hearing on February 11, 2004 at 2:00 p.m. or as soon thereafter as the Court can accommodate the parties.
2. The Debtors and the Movants agree that they shall enter a further stipulation regarding further written discovery, deposition and final briefing on the Motion.
3. This Stipulation sets forth the entire agreement between the parties with respect to the Motion and fully supercedes any and all prior agreements and understandings, written or oral, between the parties pertaining to the subject matter hereof. This Stipulation may be executed in one or more counterparts, each of which shall be deemed an original, but all of which together constitute one and the same instrument. The parties agree that facsimile signatures shall be acceptable and binding as if original signatures.

Dated: November 21, 2003

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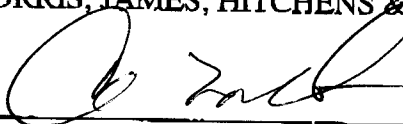


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Dated: November 24, 2003

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