

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

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

**MOTION TO WITHDRAW MOTION TO MODIFY EXHIBIT A OF
SUPPLEMENTAL ORDER APPROVING ASSUMPTION AND ASSIGNMENT OF
CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES TO AWG
ACQUISITION, LLC [RE: 4297]**

Blue Ridge Plaza, LLC ("Blue Ridge") for its Motion to Withdraw states:

1. On or about October 31, 2003, Blue Ridge filed its "Motion to Modify Exhibit A of Supplemental Order Approving Assumption and Assignment of Certain Executory Contracts and Unexpired Leases to AWG Acquisition, LLC" (the "Motion to Modify").

2. After the filing of the Motion to Modify, Associated Wholesale Grocers, Inc. paid the correct cure amount of \$29,843.98 to Blue Ridge.

WHEREFORE, because the correct cure amount has been paid to Blue Ridge, Blue Ridge hereby withdraws its Motion to Modify, currently set for hearing on November 25, 2003, at 9:30 AM at US Bankruptcy Court, 824 Market St., 6th Floor, Wilmington, DE .

Dated: Wilmington, Delaware
November 25, 2003

MORRIS, NICHOLS, ARSHT & TUNNELL

/s/Daniel B. Butz

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-and-

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