

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

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

**ADDITIONAL OBJECTION OF FWR PARTNERS, L.P., TO CURE AMOUNT
REGARDING ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY
CONTRACTS AND UNEXPIRED LEASES, SPECIFICALLY LEASE #6575**

FWR Partners, L.P. (“FWR”), by and through its counsel, Spector Gadon & Rosen, P.C., hereby files this additional Objection (“Additional Objection”) to its prior Objection filed on or about July 24, 2003, to Cure Amount concerning Lease #6575 as follows:

1. On or about July 11, 2003, Fleming Companies, Inc. (“Fleming” or “Debtor”) filed a Notice Concerning Potential Assumption and Assignment of Certain Executory Contracts and Unexpired Leases with a Cure Amount Schedule attached thereto (“Cure Schedule”). The Cure Schedule listed Contract #6575 as one to which the Debtor intended to assume.
2. On or about July 24, 2003, FWR filed its Objection to the Cure Amount (“Objection”) listed on the Cure Schedule for contract #6575, whereby the Objection listed the proper Cure Amount (pre-petition and post-petition) of \$84,641.08.
3. On or about September 29, 2003, FWR filed a Praecipe to Substitute Exhibit “A” to its Proof of Claim whereby its claim concerning contract #6575 was increased to \$85,297.98.

4. Since the filing of the Objection, FWR has received certain payments from the Debtor, incurred other expenses, including CAM charges, sewer charges and attorneys' fees as reflected below which mandate the filing of this Additional Objection:

Pre-Petition

a.	2001 Real Estate Tax	\$13,160.88
b.	March 2003 Rent and CAM	\$10,093.75
c.	12/01 Credit Balance	(\$1.10)
d.	1/02 Overpayment	(\$.10)
e.	2/02 Overpayment	(\$.10)
f.	Credit for payment in error	<u>(\$5,617.52)</u>
	Sub-Total	\$17,635.81

Post-Petition

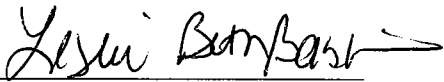
a.	3 rd Quarter 2003 CAM Reconciliation	\$17,308.68
b.	Attorneys Fees	\$ 6,594.53 ¹
c.	2003 Sewer Charges	\$ 4,102.04
d.	October and November 2003CAM	<u>\$11,913.90</u>
	Sub-Total	<u>\$39,919.15</u>
	Total Pre and Post-Petition	<u>\$57,554.96</u>

5. The proper amount claimed by FWR for cure of contact #6575 is \$57,554.96.

¹ FWR reserves the right to amend the attorney fee/cost or other post-petition figures.

WHEREFORE, FWP Partners, L.P., objects to the Cure Amount as previously listed and files this Additional Objection to indicate that the proper Cure Amount concerning Lease #6575 is \$57,554.96.

SPECTOR GADON & ROSEN, P.C.

By: 

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Dated: November 25, 2003

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

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

CERTIFICATION OF SERVICE

I, Leslie Beth Baskin, do hereby certify that I caused to have served a copy of the foregoing Objection of FWR Partners, L.P., to Cure Amount Regarding Assumption and Assignment of Certain Executory Contracts and Unexpired Leases, on this 25th day of November on all parties as set forth on the attached Service List, via Federal Express.

SPECTOR GADON & ROSEN, P.C.

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Counsel to FWR Partners, L.P.

Dated: November 25, 2003

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