

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

In Re:

**FLEMING COMPANIES, INC., et al.,

Debtors,**

Chapter 11

Case No.: 03-10945 (MFW)

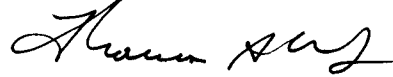
(Jointly Administered)

MOTION AND ORDER FOR ADMISSION PRO HAC VICE

Thomas G. Whalen, Jr., a member of the bar of this Court, pursuant to Local Rule 9010-1(b) of the United States Bankruptcy Court for the District of Delaware and Local Rule 83.5 of the United States District Court for the District of Delaware, and upon the attached certification, moves the admission pro hac vice of Daniel J. Flanigan, Esquire of Polsinelli Shalton & Welte, P.C., 700 West 47th Street, Suite 1000, Kansas City, Missouri 64112 to represent Chouteau Development Company L.L.C. in this action. Mr. Flanigan is admitted, practicing, and in good standing in the courts of the State of Missouri and United States Bankruptcy Court for the Western District of Missouri.

Respectfully submitted,

STEVENS & LEE, P.C.



/s/ Thomas G. Whalen, Jr.

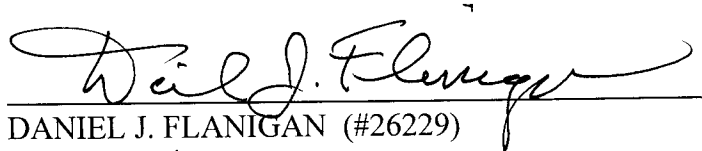
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Email: tgw@stevenslee.com

Motion Granted.

Dated: December __, 2003

CERTIFICATION OF DANIEL J. FLANIGAN

The undersigned hereby certifies that he is eligible for admission *pro hac vice* to the Court is admitted to practice and in good standing before the bars of the jurisdictions set forth above; that he submits to the disciplinary jurisdiction of the Court for any alleged misconduct which occurs in the course of, or in the preparation of, this action as provided in District Court Rule 83.6; and that he has access to, and has acquired a copy of, the Local Rules of the Court and is generally familiar with such rules. The undersigned certifies that the foregoing statements are true and that he is aware that he is subject to punishment if any of the foregoing statements are willfully false.



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