

**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)
)	
Debtors.)	(Jointly Administered)
)	
)	Hearing Date: December 12, 2003 at 11:30 a.m.
)	Related to Docket Nos. 4812, 4846

**RESPONSE AND JOINDER OF SWIFT & COMPANY IN SUPPORT OF
MOTION TO DEFER RESPONSE DATE, DIRECT THAT BANKRUPTCY RULE 7016
SHALL APPLY TO THIS MATTER, RE-DESIGNATE PROPOSED HEARING DATE
AS SCHEDULING CONFERENCE, AND FOR OTHER RELIEF ON DEBTORS'
MOTION TO DETERMINE THAT RECLAMATION CLAIMS ARE VALUELESS**

Swift & Company, and related entities (collectively, "Swift") hereby Join in Support of the Motion ("Motion") to Defer Response Date, Direct That Bankruptcy Rule 7016 Shall Apply to This Matter, Re-Designate Proposed Hearing Date as Scheduling Conference, and for Other Relief on the Debtor's Motion to Determine That Reclamation Claims are Valueless [D.I. 4812] (the "Debtors' Motion"), filed in the captioned bankruptcy cases, and respectfully state as follows:

BACKGROUND

1. Swift collectively holds a reclamation claim in these cases in the amount of not less than \$3.4 million.

2. The Debtors' Motion was filed on or about November 25, 2003 [Docket No. 4596]. The Motion was filed in response thereto, on or about December 8, 2003 [Docket No. 4812], together with a Motion to Expedite a Hearing on the Motion ("Motion to Expedite") [Docket No. 4815].

3. This Court granted the Motion to Expedite by Order entered on December 9, 2003 [Docket No. 4846], thereby setting a hearing on the Motion for December 12, 2003 at 11:30 a.m. (Eastern).

RELIEF REQUESTED

4. Swift hereby joins support of the Motion in response to the Debtors' Motion.

5. WHEREFORE, Swift respectfully requests that the Court enter an Order Granting the Motion, and granting Swift such other and further relief as may be due and proper.

Dated: December 11, 2003

CAMPBELL & LEVINE, LLC

/s/ Mark T. Hurford

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