

**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. \*  
\*  
\_\_\_\_\_

**AFFIDAVIT OF WILLIAM WELLER, PARALEGAL**

STATE OF DELAWARE :  
: SS:  
NEW CASTLE COUNTY :

I, William Weller, certify that I am, and at all times during the service, have been an employee of Morris, James, Hitchens & Williams LLP, not less than 18 years of age and not a party to the matter concerning which service was made. I certify further that on December 29, 2003, I caused to be served:

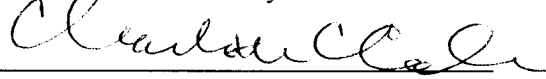
**OBJECTION OF MARIGOLD FOODS, LLC,  
MILK PRODUCTS, LP D/B/A BORDEN DAIRY, FLAV-O-RICH DAIRIES,  
LLC, VELDA FARMS, LLC, CROWLEY FOODS, LLC, KEMPS FOODS, LLC AND  
HELVA GOOD, LLC, H. MEYER DAIRY, LLC, CREAM O' WEBER DAIRIES, LLC  
AND FRANKLIN FOODS TO DEBTORS' MOTION FOR AN ORDER, INTER ALIA,  
AUTHORIZING THE DEBTORS TO OBTAIN REPLACEMENT POST-PETITION  
FINANCING (REF. D.I. 5034)**

Service was completed upon the following parties in the manner as indicated.

Date: December 29, 2003.

  
\_\_\_\_\_  
William Weller

SWORN AND SUBSCRIBED before me this 29<sup>TH</sup> day of December 2003.

  
\_\_\_\_\_  
NOTARY

My commission expires: 9/6/06

**VIA HAND DELIVERY**

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