

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

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| In re: FLEMING COMPANIES, INC., <i>et al.</i> , Debtors. | Chapter 11 Case No. 03-10945 (MFW) (Jointly Administered) Objection Deadline: February 10, 2004 at 4:00 p.m. Hearing Date: February 17, 2004 at 3:00 p.m. |
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**NOTICE OF MOTION OF SOUTHPARK VILLAGE, L.L.C.
FOR ALLOWANCE AND IMMEDIATE
PAYMENT OF AN ADMINISTRATIVE CLAIM**

To: All Persons on the Rule 2002 Service List

PLEASE TAKE NOTICE that Southpark Village, L.L.C. (“Landlord”) has filed a Motion for Allowance and Immediate Payment of an Administrative Claim (the “Motion”), which seeks the following relief: Allowance and immediate payment of an administrative claim for lease payments totaling \$358,895.57 owed by one of the debtors, Fleming Companies, Inc. (“Fleming”), that came due and payable prior to October 31, 2003, the effective date of the rejection of the lease between Landlord and Fleming of premises located in the Southpark Village Shopping Center, Lafayette, Louisiana.

PLEASE TAKE FURTHER NOTICE that A hearing will be held on the Motion before the Honorable Mary F. Walrath on **February 17, 2004 at 3:00 p.m.** in Courtroom 1 in the United States Bankruptcy Court, 824 Market Street, 6th Floor, Wilmington, DE 19801.

PLEASE TAKE FURTHER NOTICE that if you object to the motion, you must file an objection on or before **February 10, 2004 at 4:00 p.m.** At the same time, you must also serve a copy of the response upon Landlord’s attorneys:

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**IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT
MAY GRANT THE RELIEF DEMANDED BY THE MOTION WITHOUT FURTHER
NOTICE OR HEARING.**

Dated: January 12, 2004

BALLARD SPAHR ANDREWS
& INGERSOLL, LLP

/s/ William M. Kelleher
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-and-

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