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)

AFFIDAVIT OF SERVICE

STATE OF DELAWARE)
) SS
NEW CASTLE COUNTY)

Michael V. Girello, being duly sworn according to law, deposes and says that he is employed by the law firm of Landis Rath & Cobb LLP, attorneys for Sycamore Partners, LLC in the above referenced cases, and on the 12th day of January, 2004, he caused a copy of the following:

MOTION TO CONTINUE CONTESTED HEARING, AND TO RECLASSIFY JANUARY 14, 2004 HEARING DATE TO A STATUS CONFERENCE FOR CONSIDERATION AND ENTRY OF A SCHEDULING ORDER
(Docket No. 5454)
&
MOTION OF SYCAMORE PARTNERS LLC FOR EXPEDITED TELEPHONIC HEARING ON MOTION FOR CONTINUANCE, AND APPROVING SHORTENED AND LIMITED NOTICE
(Docket No. 5456)

to be served upon the parties identified on the attached list in the manner indicated.

Michael V. Girello

SWORN TO AND SUBSCRIBED before me this 12th day of January, 2004.

Linda M. Rogers
Notary Public
My Commission Expires: _____

LINDA M. ROGERS
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires June 20, 2007

Service List

William A. Hazeltine, Esq.
Madison L. Cashman, Esq.
Potter Anderson & Corroon LLP
1313 Market Street
Wilmington, DE 19801
Hand Delivery & Facsimile (302) 658-1192

James H.M. Sprayregen, P.C.
Geoffrey Richards, Esq.
Kirkland & Ellis LLP
200 East Randolph Drive
Chicago, IL 60601
Facsimile (312) 861-2200

Shirley Cho, Esq.
Kirkland & Ellis LLP
777 South Figueroa Street, 37th Floor
Los Angeles, CA 90017
Facsimile (213) 680-8500

Andrew P. DeNatale, Esq.
White & Chase
1155 Avenue of the Americas
New York, NY 10036-2787
Facsimile (212) 354-8113

Kenneth S. Ziman, Esq.
Simpson Thacher & Bartlett LLP
425 Lexington Avenue
New York, NY 10017
Facsimile (212) 455-2502

Jeffry A. Davis, Esq.
Gray Cary Ware & Freidenrich LLP
4365 Executive Drive, Suite 1100
San Diego, CA 92121-2133
Facsimile (858) 677-1401

Laura Davis Jones, Esq.
Christopher J. Lhulier, Esq.
Pachulski, Stang, Ziehl, Young, Jones & Weintraub, P.C.
919 Market Street, 16th Floor
Wilmington, DE 19801
Facsimile (302) 652-4400

Fleming Companies, Inc.
Attn: Contracts Dept.
1945 Lakepointe Drive
Lewisville, TX 75057
Facsimile (530) 668-5582

Dennis F. Dunne, Esq.
Milbank, Tweed, Hadley & McCloy LLP
1 Chase Manhattan Plaza
New York, NY 10005
Facsimile (212) 530-5219

Robert S. Hertzberg, Esq.
Pepper Hamilton LLP
100 Renaissance Center, 36th Floor
Detroit, MI 48243
Facsimile (313) 259-7926

Mark M. Hathaway, Esq.
Slater Hathaway LLP
200 S. Los Robles Avenue, Suite 530
Pasadena, CA 91101-2432
Facsimile (626) 795-1616

Office of the United States Trustee
844 N. King Street, Room 2313
Wilmington, DE 19801
Facsimile (302) 573-6497