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WALSH J MICHAEL D

		OMB APPROVAL
		OMB Number: 3235-01 Expires: January 31, 20 Estimated average burden hours per response0
UN	ITED STATES SECURITIES AND E Washington, DC 2	
	FORM 3	
INITIA	L STATEMENT OF BENEFICIAL OW	NERSHIP OF SECURITIES
Section 17(to Section 16(a) of the Sec a) of the Public Utility Hol tion 30(h) of the Investment	
(Print of Type Res	ponses)	
1. Name and Addr	ess of Reporting Person*	
Walsh	J.	Michael
(Last)	(First)	(Middle)
Fleming Companies,	Inc., 1945 Lakepointe Drive	
	(Street)	
Lewisville	TX	75029
(City)	(State)	(Zip)
2. Date of Event	Requiring Statement (Month/	Day/Year)
11/25/02		
3. I.R.S. Identi	fication Number of Reporting	Person, if an entity (voluntary
4. Issuer Name a	nd Ticker or Trading Symbol	
Fleming Companies,	Inc. (FLM)	
5. Relationship (Check all ap	of Reporting Person(s) to Is	suer
_ Director		_ 10% Owner _ Other (specify below)

If Amendment, Date of Original (Month/Day/Year)

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7. Individual or Joint/Group Filing	g (Check Applicable line)		
X Form filed by One Reporting	g Person		
$ _ $ Form filed by More than One	e Reporting Person		
Table I Non-Derivativ	ve Securities Beneficially (Dwned	
1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature (Instr
Common Stock \$2.50 par value	0		
FORM 3 (continued)			
	ants, options, convertible s		

3. Title and Amount of Securities Underlying Derivative Security

2. Date Exercisable (Instr. 4)
and Expiration Date

4. Conve

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		itle of Derivative ecurity (Instr. 4)	(Month	n/Day/Year)		Amount	sion Exerc
			Exer-	Expira- tion Date	Title	or Number of Shares	Price Deriv Secur
		========	:=======				
Rer	minder:	Report on a	separate lin	ne for each cl	lass of securities k	peneficially	

owned directly or indirectly.

Explanation of Responses:

- J. MICHAEL WALSH 12/03/02 **Signature of Reporting Person
- If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.