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FLEMING COMPANIES INC /OK/

Form 3

March 21, 2003

OMB APPROVAL

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 3

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or
Section 30(h) of the Investment Company Act of 1940

(Print of Type Responses)

1. Name and Address of Reporting Person*

Joullian III	Edward	C.
(Last)	(First)	(Middle)
Mustang Fuel Corporation		
13439 North Broadway Extension		
(Street)		
Oklahoma City,	OK	73114
(City)	(State)	(Zip)

2. Date of Event Requiring Statement (Month/Day/Year)

3/15/03

3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

4. Issuer Name and Ticker or Trading Symbol

Fleming Companies, Inc. (FLM)

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
<input type="checkbox"/> Officer (give title below)	<input type="checkbox"/> Other (specify below)

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

7. Individual or Joint/Group Filing (Check Applicable line)

1 Form filed by More than One Reporting Person

[illegible]

Table II -- Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

2. Date Exercisable and Expiration Date	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conve

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[illegible]

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Explanation of Responses:

EDWARD C. JOULLIAN III

3/20/03

**Signature of Reporting Person

Date _____

* 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
 Violations.

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.