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August 13, 2002

**VIA FEDERAL EXPRESS**

Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, D.C. 20549

Attention: Jonathan G. Katz, Secretary

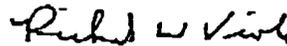
Re: Statements of Principal Executive Officer and Principal Financial Officer of  
Ruddick Corporation

Ladies and Gentlemen:

Enclosed are the written statements, under oath, of the Principal Executive Officer and Principal Financial Officer of Ruddick Corporation in response to the order of the Securities and Exchange Commission pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934 (SEC Order No. 4-460). If you have any questions regarding the enclosures, please call the undersigned at 704.343.2149.

Please acknowledge receipt of this letter and the attached statements by date stamping and returning the enclosed copy of this letter in the enclosed pre-addressed stamped envelope.

Very truly yours,



Richard W. Viola

Enclosures

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OFFICE OF THE SECRETARY

AUG 13 2002

**STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER OF  
RUDDICK CORPORATION REGARDING FACTS AND CIRCUMSTANCES  
RELATING TO EXCHANGE ACT FILINGS**

I, John B. Woodlief, state and attest that:

1. To the best of my knowledge, based upon a review of the covered reports of Ruddick Corporation, and, except as corrected or supplemented in a subsequent covered report:
  - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
2. I have reviewed the contents of this statement with the company's Audit Committee.
3. In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - Annual Report on Form 10-K for the period ended September 30, 2001 of Ruddick Corporation filed on December 17, 2001 with the Commission;
  - All reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Ruddick Corporation filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - Any amendments to any of the foregoing.

John B. Woodlief  
John B. Woodlief  
August 13, 2002

Subscribed and sworn to  
before me this 13th day of  
August, 2002

Kathryn Russell  
Notary Public  
My Commission Expires: 9-12-2006

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