

UNITED STATES BANKRUPTCY COURT <u>for the</u> DISTRICT OF <u>Delaware</u>		<b>PROOF OF CLAIM</b>
Name of Debtor <b>Fleming Companies, Inc , et al.</b>		Case Number <b>03-10944</b>
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 USC § 503		
Name of Creditor (The person or other entity to whom the debtor owes money or property) <b>Give and Go Prepared Foods Ltd.</b>		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input checked="" type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.
Name and address where notices should be sent <b>Pam Aitken P.O. Box 33217 Detroit, Michigan, 48232 Telephone number 416-675-0114</b>		
Account or other number by which creditor identifies debtor <b>CCORMARK</b>		Check here if this claim <input type="checkbox"/> replaces a previously filed claim dated _____ <input type="checkbox"/> amends
<b>1 Basis for Claim</b> <input checked="" type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____		
<input type="checkbox"/> Retiree benefits as defined in 11 USC § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Your SS # _____ Unpaid compensation for services performed from _____ (date) to _____ (date)		
<b>2 Date debt was incurred</b> <u>see attached</u>		<b>3 If court judgment, date obtained</b>
<b>4 Total Amount of Claim at Time Case Filed</b> \$ <u>3,438.86 Canadian Dollars</u>		
If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
<b>5 Secured Claim</b> <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff) Brief Description of Collateral <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral \$ _____ Amount of arrearage and other charges at time case filed included in secured claim, if any \$ _____		<b>6 Unsecured Priority Claim</b> <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim <input type="checkbox"/> Wages salaries or commissions (up to \$4 650) * earned within 90 days before filing of the bankruptcy petition or cessation of the debtor s business whichever is earlier 11 USC § 507(a)(3) <input type="checkbox"/> Contributions to an employee benefit plan 11 USC § 507(a)(4) <input type="checkbox"/> Up to \$2 100* of deposits toward purchase lease or rental of property or services for personal family or household use 11 USC § 507(a)(6) <input type="checkbox"/> Alimony maintenance or support owed to a spouse former spouse or child 11 USC § 507(a)(7) <input type="checkbox"/> Taxes or penalties owed to governmental units 11 USC § 507(a)(8) <input type="checkbox"/> Other Specify applicable paragraph of 11 USC § 507(a)(____) *Amounts are subject to adjustment on 4/3/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment
<b>7 Credits</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim <b>8 Supporting Documents</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. <b>9 Date-Stamped Copy</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		THIS SPACE IS FOR COURT USE ONLY <div style="font-size: 2em; font-weight: bold; margin-bottom: 10px;">FILED</div> <div style="font-size: 1.5em; font-weight: bold; margin-bottom: 10px;">MAY 28 2003</div> <div style="font-size: 2em; font-weight: bold; margin-bottom: 10px;">BMC</div> <div style="font-size: 0.8em; margin-top: 20px;">Fleming Companies Claim</div> <div style="font-size: 0.7em; margin-top: 5px;">00266</div>
Date <b>May 22, 2003</b>		Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney if any) <b>Pam Aitken, Controller</b>
Penalty for presenting fraudulent claim. Fine of up to \$500,000 or imprisonment for up to 5 years, or both.		

**List of attachments for Fleming Companies, Inc., et al., Case # 03-10944  
Core-Mark International Inc.**

- 1 Statement of account for Core-Mark Calgary
- 2 Copy of purchase order # 172-1053321 for Core-Mark Calgary
- 3 Copy of signed bill of lading on purchase order # 172-1053321 for Core-Mark  
Calgary
- 4 Copy of invoice # CI 10687 for product shipped and received on purchase order #  
172-1053321



**Give & Go Prepared Foods**

6650 Finch Avenue West, Unit 1  
Toronto, ON M9W 6C2 Canada  
Phone 416-675-0114  
Fax 416-675-7154  
E-Mail info@giveandgo.com

Date Printed **13/May/03**  
Customer Id **CCORMARK**  
Sales Rep **TNP**

CORE MARK INTERNATIONAL INC  
8225 - 30 STREET S E  
CALGARY, AB, T2C 1H7

INVOICE NO	Invoice Date	Due Date	P O #	Invoice Amount	Balance Due	
C110687	17/Mar/03	01/Apr/03	Your# 172-1053321	\$3,438 86	\$3,438 86	
<b>CURRENT</b>		<b>0-30</b>	<b>31-60</b>	<b>61-90</b>	<b>OVER 90</b>	<b>Statement Total</b>
\$0 00		\$0 00	\$0 00	\$0 00	\$3,438 86	\$3,438 86 <u>CDN</u>

Case # 03-10944 Attachment 1

Case # 03-10944 Attachment 2



Acosta Canada, Calgary, AB  
PH 403-236-5505 FAX 403 236-8800

EMAIL nadinen@tees-persse.com WEB SITE http://www.tees-persse.com

march 17 / 03

Uersa

<b>Purchase Order</b> 172-1053321	<b>Arrival Date</b> 3/18/03	<b>Broker Order #</b> 59482
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**Principal**  
Give and Go Prepared Foods Inc  
Unit 9 6650 Finch Ave West  
Rexdale Ontario  
Canada M9W 6C2

**BILL TO**  
Core Mark International  
8225 30 Street S E  
Calgary Alberta  
Canada, T2C 1H7

**SHIP TO**  
Core Mark International Calg  
8225 30 Street S E  
Calgary, Alberta  
Canada, T2C 1H7

Order Date 3/11/03  
Terms

Give And Go  
Unit 9 6650 Finch Ave West  
Rexdale, Ontario  
Canada, M9W 6C2

UPC	ORDER CODE	QTY	METHOD	DESCRIPTION	PACK/SIZE	LIST	O I	NET	EXTENDED
070981090017	09001RF	96 ✓	Case	Brownies	320/19	✓ 34 27	0 00	34 27	3289 92
070981090802	09080	6 ✓	Case	TwoBite Brownies 4 Pk	40/70	✓ 23 20	0 00	23 20	139 20
		102							3429 12
<b>TOTALS</b>									

\*All orders must be shipped on time and be scheduled in advance to meet the arrival date specified on this order

\*\*All short shipment details are to be faxed or emailed to Tees & Persse Brokerage Ltd upon shipping

\*\*\*Tees & Persse Brokerage Ltd requires notification of late shipment on every purchase order

\*\*\*\***SPECIAL INSTRUCTIONS**\*\*\*\*

Date 3/17/03  
 Order ID 2694  
 Qty 102  
 Order ID CO 09663  
 Pick List ID CPL10880  
 Shipped By [Signature]  
 Date [Signature]

FROM

(MON) APR 21 2003 10 57/ST 10 56/NO 6312990474 P 4

**\*13620323\***  
**\*13620323\***

DRL 03-17-03 13620323

CORE8225  
CORE-MARK INTERNATIONAL INC  
8225 30 STREET SE

TOR CAL C2138C CALDOCK C009663

CALGARY, AB T2C 1H7

Give & Go Prepared Foods  
Ste 202 2233 Argentia Rd  
Mississauga  
MISSISSAUGA, ON L5N 2X7  
Canada

GIVE6650  
GIVE & GO PREPARED FOODS INC  
6650 FINCH AVENUE WEST, #

REXDALE, ON M9W 6C2

CONSIGNEE

2TV1483V2483 1 MICSER

172-1053321 H/GIVE2233 0324 1 1

2 Pallets Frozen Product (below of) 3000

SAID TO BE 102 PCS  
2 SKIDS @ 1500 CUBED AT 3000  
Fuel Surcharge  
Goods & Services Tax  
Due Date 03-20-03

2 TOTALS for Pro 13620323 3000 PREPAID  
Pounds

Canadian Funds

Thank You for Using Versacold GST # 137290482

VERSACOLD GROUP  
DELIVER COPY  
RECEIVED IN GOOD ORDER

*Chas 45A* *90/1*

X \_\_\_\_\_

Case # 03-10944 Attachment 3



Give and Go Prepared Foods Ltd  
 6650 Finch Avenue West, Unit 1  
 Toronto, ON M9W 6C2  
 Canada  
 Phone 416-675-0114  
 Fax 416-675-0155  
 E-Mail info@giveandgo.com

INVOICE / FACTURE  
 Invoice / Facture ID C110687  
 Date 17/Mar/03  
 Order / Commande CO09663  
 F O B CUSTOMER  
 Currency CANADIAN DOLLARS

**Sold To / Facture À**  
 CORE MARK INTERNATIONAL INC  
 8225 - 30 STREET S E  
 CALGARY, AB T2C 1H7

**Ship To / Livré À**  
 CORE MARK INTERNATIONAL INC  
 8225 - 30TH STREET S E  
 CHAPTER 11 - APRIL 1, 2003  
 CALGARY, AB T2C 1H7

CUSTOMER ID	CUSTOMER PO / COMMANDE	PAYMENT TERMS / TERMES	FREIGHT TERMS / TERMES		
CCORMARK	172-1053321	1 0%/10 days,Net 15	Freight Prepaid		
SALES REP / VENDEUR ID	SHIP VIA	SHIP / DATE DE LIVRAISON	INVOICE / FACTURE DUE DATE		
TNP	VERSA PREPAID	17/Mar/03	27/Mar/03		
QUANTITY / QUANTITE		T	UNIT	EXTENDED	
ORD	SHP	ITEM CODE	DESCRIPTION	PRICE / PRIX	AMOUNT

96	96	09001	HS BROWNIES BAG 20X300G	\$34 27	\$3,289 92
6	6	09080	HS TWO-BITE BROWNIES 4PK 4X10X70G	\$23 20	\$139 20
1	1	GST7%	7% GST	\$9 74	\$9 74

ORDER SPECIFICATIONS

Total Cases 102  
 Total Pallets 2

Currency CANADIAN DOLLARS  
 TOTAL AMOUNT / MONTANT DUE \$3,438 86

We appreciate your business Nous apprecions votre confiance  
 Goods remain the property of Give and Go Prepared Foods Ltd until invoice is paid in full  
 Les marchandises demeurent la proprieite de Give and Go Prepared Foods Ltd jusqu au paiement complet de cette facture

Case # 03-10944 Attachment 4