

UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE PROOF OF CLAIM

Name of Debtor FLEMING CONVENIENCE Case Number 03-10945

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 U.S.C. § 503.

Name of Creditor (The person or other entity to whom the debtor owes money or property) NEW MEXICO FOODS, LLC

Name and address where notices should be sent. NEW MEXICO FOODS, LLC
2128 STANFORD SE
ALBUQUERQUE, NM 87106
Telephone number 505-224-2880

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.

Check box if you have never received any notices from the bankruptcy court in this case.

Check box if the address differs from the address on the envelope sent to you by the court.

REC'D MAY 23 2003

THIS SPACE IS FOR COURT USE ONLY

Account or other number by which creditor identifies debtor N/A

Check here if this claim replaces a previously filed claim, dated _____ amends _____

1. Basis for Claim

Goods sold

Services performed

Money loaned

Personal injury/wrongful death

Taxes

Other _____

Retiree benefits as defined in 11 U.S.C. § 1114(a)

Wages, salaries, and compensation (fill out below)

Your SS # _____

Unpaid compensation for services performed from _____ (date) to _____ (date)

2. Date debt was incurred: 3-17-03 & 3-31-03 3. If court judgment, date obtained: _____

4. Total Amount of Claim at Time Case Filed: \$ 15,443.36

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below

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

5. Secured Claim. N/A

Check this box if your claim is secured by collateral (including a right of setoff)

Brief Description of Collateral

Real Estate Motor Vehicle Other _____

Value of Collateral. \$ _____

Amount of arrearage and other charges at time case filed included in secured claim, if any \$ _____

6. Unsecured Priority Claim. N/A

Check this box if you have an unsecured priority claim

Amount entitled to priority \$ _____

Specify the priority of the claim

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 U.S.C. § 507(a)(3)

Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4)

Up to \$2,100* of deposits toward purchase lease or rental of property or services for personal, family or household use - 11 U.S.C. § 507(a)(6)

Alimony maintenance or support owed to a spouse former spouse or child - 11 U.S.C. § 507(a)(7)

Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).

Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____)

*Amounts are subject to adjustment on 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment

7. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim

8. Supporting Documents: 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

9. Date-Stamped Copy. 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

REC'D MAY 23 AM 10 17

UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE

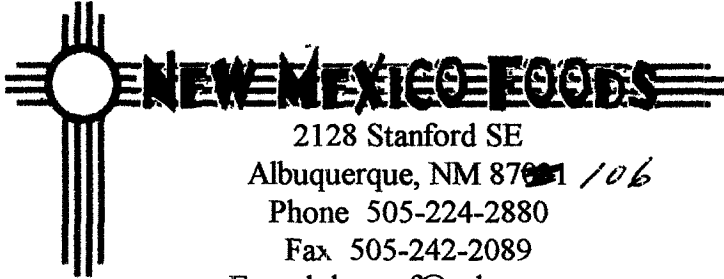
Date 4-18-03

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)

Dorothy Crawford, Dorothy Crawford, Manager

Penalty for presenting fraudulent claim. Fine of up to \$500,000 or imprisonment for up to 5 years, or both 18 U.S.C. § 152





2128 Stanford SE
 Albuquerque, NM 87101 106
 Phone 505-224-2880
 Fax 505-242-2089
 E-mail dgcnmf@yahoo.com

Invoice

Date	Invoice #
3/17/2003	3001230

Bill To
Fleming Convenience - Albuquerque 5600 2nd Street NW Albuquerque, NM 87107

Ship To
Fleming Convenience - Albuquerque 5600 2nd Street NW Albuquerque, NM 87107

P O Number	Terms	Rep	Ship	Via	FOB	Project	Vendor No
48-0501780	2% Net 10	bcg	3/17/2003	Delivered			06910

Quantity	Item Code	Your Item No	Description	Price Each	Amount
50	8014	491676	Beef Jerky-Green Chile-1 oz -cs 12 ct	13 32	666 00
48	8114	491464	Beef Jerky-Green Chile-3 oz -cs 12 ct	38 28	1,837 44
50	8038	491365	Beef Jerky-Natural 1 oz -cs 12 ct	13 32	666 00
48	8137	491431	Beef Jerky-Natural-3 oz -cs 12 ct	38 28	1,837 44
48	8144	491456	Beef Jerky-Blk Peppered-3 oz -cs 12 ct	38 28	1,837 44
50	8021	491381	Beef Jerky-Red Chile-1 oz -cs 12 ct	13 32	666 00
48	8120	491449	Beef Jerky-Red Chile-3 oz -cs 12 ct	38 28	1,837 44
50	8045	491399	Beef Jerky-Blk Peppered-1 oz cs 12 ct	13 32	666 00
11	6625	314229	Limon Gold Shakers 12x12	93 36	1,026 96
	Promotion		Discount-\$8 50 Per Case	-93 50	-93 50

*72k charges
6581*

3-17-03
[Signature]

Total	\$10,947 22
--------------	-------------

CORE • MARK INTERNATIONAL, INC.

PURCH/

REGISTER #
SHIP TO

VENDOR

ORDER DATE

PAGE

ALBUQUERQUE 0498 RYAN/ GRANT CRAWFORD
5600 2ND STREET N.W. 212E STANFORD SE
ALBUQUERQUE NM 87107
JSA

2002-05-11

505-224-2650

ARRIVAL DATE

2002-03-25 Tuesday

505-224-2990

PAYMENT TERMS

10 Days

PURCHASE ORDER #

48-0201780

THE ABOVE PURCHASE ORDER NUMBER MUST APPEAR ON BILLS OF LADING SHIPPING CONTAINERS AND PACKING SLIPS

STANDING ORDER #

CS RCVD	PURCHASED BY	VENDOR#	SUB#	BUYER#
		0498	00	483

DISCOUNT BRACKET

FOB

Total Wght

110

CU VOL

QUANTITY ORDERED	PURCH UNIT	UPC CODE	ITEM NUMBER	ITEM DESCRIPTION	PACKING DESCRIPTION	CASE PRICE	SELL UNITS (ORDERED)	OF WHICH PRICE ALLOWANCE	OTHER ALLOWANCES	UNIT COST	TOTAL PRICE
50	CS	30828 00801	491373	JERKY BEEF GREEN CHILI	12/1 Z		1 50			13.32	666.00
48	CS	30828 00811	491464	JERKY BEEF GREEN CHILI	12/3 Z		1 48			38.26	1837.44
50	CS	30828 00303	491355	JERKY BEEF NATURAL	12/1 Z		1 50			13.32	666.00
48	CS	30828 00213	491451	JERKY BEEF NATURAL	12/1 Z		1 48			38.26	1837.44
48	CS	30828 00814	491456	JERKY BEEF PEPPERED	12/2 Z		1 48			28.28	1837.44
50	CS	30828 00812	491361	JERKY BEEF RED CHILI	12/3 Z		1 50			13.32	666.00
48	CS	30828 00812	491449	JERKY BEEF RED CHILI	12/1 Z		1 48			38.26	1837.44
50	CS	30828 00204	491399	JERKY BEEF PEPPERED	12/3 Z		1 50			13.32	666.00
11	CS	30828 00522	314229	LIMON GOLD LMON/LIME SALT SHAKER	12/1 Z		12 122			7.78	1025.96
408					12/2 Z		524	.00	.00		11040.72

INSTRUCTIONS SEND ORIGINAL INVOICE AND BILL OF LADING TO THE ABOVE DISTRIBUTION CENTER

NOTICE SUBSTITUTIONS EITHER IN PACKING OR PRICE WILL NOT BE ACCEPTED WITHOUT PRIOR AUTHORITY FROM ISSUING DISTRIBUTION CENTER. WE RESERVE THE RIGHT TO REFUSE ANY OR ALL MERCHANDISE SHIPPED LATER THAN 30 DAYS FROM DATE OF ORDER

03/12/03 WED 08 35 FAX 001

CORE-MARK MID-CONTINENT INC.

Check No 904085770

50 937

213



395 Oyster Point Blvd
Suite 415
So San Francisco, CA 94080

JPMORGAN CHASE BANK
6040 TARBELL ROAD

SYRACUSE, NY 13206

DATE 2003-09-27

DO NOT REDEPOSIT
VOID 60 DAYS FROM DATE

REFER TO MAKER
AMOUNT \$ 10,726.40

2003
\$****10,726 40

Pay to the Order of

NEW MEXICO FOODS LLC
2128 STANFORD SE
ALBUQUERQUE, NM 87106

RETURNED BY
JPMORGAN CHASE BANK

107002723

TREASURER

⑈904085770⑈ ⑆ 1309379⑆ ⑆⑈8⑈09668⑈ ⑆0001072640⑆

04/01/2003 021309379 603 5 002

04/02/03 021309379

021309379

021309379

1030-0319-9

04/07/03 51

021309379

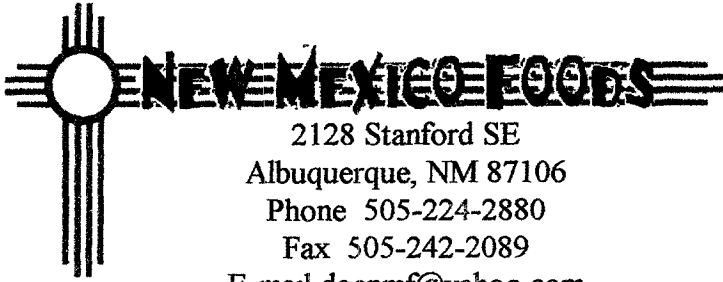
04/02/03

021309379

PK 021309379 8761 PK 5

021309379 04/04/2003

For Deposit Only
New Mexico State
010126066



2128 Stanford SE
 Albuquerque, NM 87106
 Phone 505-224-2880
 Fax 505-242-2089
 E-mail dgcnmf@yahoo.com

Invoice

Date	Invoice #
3/31/2003	3001233

Bill To
Fleming Convenience - Albuquerque 5600 2nd Street NW Albuquerque, NM 87107

Ship To
Fleming Convenience - Albuquerque 5600 2nd Street NW Albuquerque, NM 87107

P O Number	Terms	Rep	Ship	Via	F O B	Project	Vendor No
48-0505950	2% Net 10	bcg	3/31/2003	Delivered			06910

Quantity	Item Code	Your Item No	Description	Pnce Each	Amount
66	8014	491373	Beef Jerky-Green Chile-1 oz -cs 12 ct	13 32	879 12
28	8113	491464	Beef Jerky-Green Chile-3 oz -cs 12 ct	38 28	1,071 84
35	8038	491365	Beef Jerky-Original 1 oz -cs 12 ct	13 32	466 20
55	8021	491381	Beef Jerky-Red Chile-1 oz -cs 12 ct	13 32	732 60
31	8045	491399	Beef Jerky-Blk Peppered-1 oz cs 12 ct	13 32	412 92
11	6625	314229	Limon Gold Shakers 12x12	93 36	1 026 96
	Promotion		Discount - \$8 50 Per Case	-93 50	-93 50

[Handwritten Signature] 3/31

Total	\$4,496 14
--------------	-------------------

Fleming

FLMING CONVENIENCE

PURCHASE ORDER

REGISTEP #

SHIP TO		VENDOR			ORDER DATE	505-224-2880	PAGE 1 OF 1	
ALBUQUERQUE 5600 2ND STREET N W ALBUQUERQUE NM 87107 USA		048 BRYAN/ GRANT CRAWFORD 2128 STANFORD SE ALBUQUERQUE NM 87106 BRYAN GARCIA			ARRIVAL DATE 2003-04-10 Thursday	505-224-2990	PURCHASE ORDER # 48-0505950	
PURCHASED BY		VENDOR #	SUB #	BUYER #	DISCOUNT BRACKET		WEIGHT	
		06910	00	483	10 Days		601	
CS RCVD		FOB			OTHER ALLOWANCES		CASES	
							226	

QUANTITY ORDERED	PERSON SENT	SPC CODE	ITEM NUMBER	ITEM DESCRIPTION	PACKING DESCRIPTION	CASE PACK	SELL PRICE ORDERED	UNIT ALLOWANCE	OTHER ALLOWANCES	UNIT COST	EXTEND P COST	3/E	WHSF LOCATION
66	CS	30828 00801	491373	JEPKY BEEF GREEN CHILI		1	66			13 32	879 12		28-271212
28	CS	30828 00811	491464	JERKY BEEF GREEN CHILI	12/1 Z	1	28			38 28	1071 84		28-271310
35	CS	30828 00803	491365	JERKY BEEF NATURAL	12/3 Z	1	35			13 32	466 20		28-271313
55	CS	30828 00802	491381	JEPKY BEEF RED CHILI	12/1 Z	1	55			13 32	732 60		28-271613
31	CS	30828 00804	491399	JEPKY BEFF PEPPERED	12/1 Z	1	31			13 32	412 92		28-272109
11	CS	30828 00622	314229	LIMON GOLD LMN/LIME SALT	SHAKER 12/2 Z	12	132			7 78	1 026 96		24-550401
				***** ##ORDER SENT VIA FAX##									
							226	347	00	00	4500 64		

INSTRUCTIONS: SEND ORIGINAL INVOICE AND BILL OF LADING TO THE ABOVE DISTRIBUTION CENTER. NOTICE: SUBSTITUTIONS EITHER IN PACKING OR PRICE WILL NOT BE ACCEPTED WITHOUT PRIOR AUTHORITY FROM ISSUING DISTRIBUTION CENTER. WE RESERVE THE RIGHT TO RETURN ANY OR ALL MERCHANDISE SUBSTITUTED WITHOUT PRIOR AUTHORITY TO REFUSE ANY OR ALL MERCHANDISE SHIPPED LATER THAN 30 DAYS FROM DATE OF ORDER AND TO DEDUCT FROM PAYMENT A V. EVIDENCE OF COST OF ORDER FROM THE ORDER OR TO BE AT THE BUYER'S RISK.

To: 15052242990
 From: Core-Mart International Inc
 Date: 03/27/03 01:35 PM Page 2 of 2

Fleming FACSIMILE

FLEMING CONVENIENCE

Date ■ 3/27/03 Time ■ 13 16 52 Pages ■ 2 including cover

To ■ BRYAN GARCIA Fax # ■ 505 224-2990 Phone # ■ 505 224-2880

Company ■ BRYAN, GRANT CRAWFORD

Address ■ 2128 STANFORD SE ALBUQUERQUE NM 87106

From ■ BECKY CALHOUN Fax # ■ 505 343-0327 Phone # ■ 505 343-9577

Re ■ Purchase Order# 48 - 0505950

Memo ■