

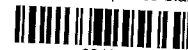
REC'D JUN 01 2003

**THIS SPACE IS FOR
COURT USE ONLY**

**THIS SPACE IS FOR
COURT USE ONLY**

8 PM12 57

Fleming Companies Claim



00406



S.E.W. FRIEL

100 Friel Place
PO Box 10
Queenstown MD 21658 0010

We support the Store Brands

Phone (410) 827 8811
Toll Free (800) 739 2676
Fax (410) 827 9472

April 23, 2003

**U S Bankruptcy Court
Attn Claims
824 Market Street, 5th Floor
Wilmington, DE 19801**

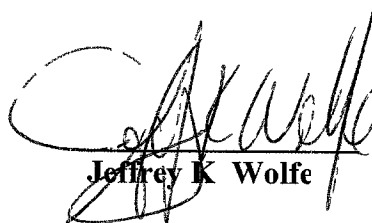
Gentlemen

**Enclosed please find Proof of Claim and supporting documents
regarding the Notice of Bankruptcy Case Filing of Fleming Companies, Inc ,
Case No 03-10945**

**Also, enclosed please find self-addressed, stamped envelope, so that
we can receive a time-stamped copy regarding the filing of our claim.**

Yours very truly,

S E W FRIEL



Jeffrey K Wolfe

**JKW/pjs
Enc**

**cc Ms Laura Davis Jones
Pachulski Stang Ziehl Young & Jones**

**cc Mr Pat Palmer
Foster, Braden, Thompson & Palmer LLP**

Aged Accounts Receivable

(Detail aged as of April 21 2003)

Aged by due date

Customer No FLEMING

Customer		Document		Invoice Date	Due Date	Balance Due	Aged Overdue Amounts			
PO Number	Typ	Number	Current				Up To 30 Days	31 60 Days	Over 60 Days	
FLEMING COMPANIES INC										
758888 NE	Inv	IN1584	03/11/03	03/22/03	12 750 00	0 00	0 00	12 750 00	0 00	
758887 NE	Inv	IN1609	03/13/03	03/24/03	12 740 74	0 00	12 740 74	0 00	0 00	
819084 NE	Inv	IN1644	03/19/03	03/30/03	12 517 41	0 00	12 517 41	0 00	0 00	
854065 NE	Inv	IN1688	03/25/03	04/05/03	12 370 90	0 00	12 370 90	0 00	0 00	
866706 NE	Inv	IN1701	03/26/03	04/06/03	12 501 12	0 00	12 501 12	0 00	0 00	
716330 WW	Inv	IN1715	03/27/03	04/07/03	13 360 30	0 00	13 360 30	0 00	0 00	
716331 WW	Inv	IN1727	03/30/03	04/10/03	13 350 10	0 00	13 350 10	0 00	0 00	
FLEMING	Total Amount Due				89 590 57	0 00	76 840 57	12 750 00	0 00	
						0 00%	85 77%	14 23%	0 00%	

Report Total Amount Due(\$)

89 590 57

0 00

76 840 57

12 750 00

0 00

0 00%

85 77%

14 23%

0 00%



S. E. W. FRIEL

P O BOX 10
 QUEENSTOWN, MARYLAND 21658 0010
 PHONE (410) 827 8811
 FAX (410) 827 9472

SOLD TO
 FLEMING COMPANIES INC
 CTP / NORTHEAST DIVISON
 PO BOX 268858
 OKLAHOMA CITY, OK 73126

SHIP TO
 FLEMING COMPANIES INC
 #4 CENTER DRIVE
 NORTHEAST, MD 21901

INVOICE NO

IN1584

SALES ORDER NO

SO1500

INVOICE DATE

03/11/03

ACCOUNT NO

FLEMING

PURCHASE ORDER NO 758888-NE	TERMS 2% 10 DAYS NET 11 DAYS	
CARRIER COWAN	F O B SHIPPING POINT QUEENSTOWN, MD	SALESMAN DAYMON

CASES	PACK/SIZE	DESCRIPTION	WEIGHT	PRICE	AMOUNT
765	24/300	BEST YET WK GOLDEN CORN 42187/40600	20,655	7 66	5,859 90
34	24/300	EXCEPTIONAL VALUE WK GOLDN CRN 74317/00983	918	7 41	251 94
510	24/300	BEST YET WK GOLDEN CORN-NS 42187/40601	13,770	7 66	3,906 60
170	24/300	BEST YET CS GOLDEN CORN 42187/40602	4,590	7 66	1,302 20
136	24/300	BEST YET WK SHOEPEG CORN 42187/40813	3,672	10 51	1,429 36
1,615			43,605		

IF PAID BY 03/22/03

DEDUCT DISCOUNT OF \$ 255 00

AFTER DISCOUNT DATE PAY GROSS \$

12,750 00

Scrt

UNIFORM STRAIGHT BILL OF LADING—ORIGINAL—NOT NEGOTIABLE

RECEIVED subject to the classifications and lawfully filed tariffs in effect on the date of issue of this Bill of Lading

From

S. E. W. FRIEL

SUBJECT TO SECTION 7 OF CONTRACT
if this shipment is to be delivered
the consignee without recourse
the consignor the consignor's
sign the following statement
The carrier shall not make delivery
of this shipment without payment
freight and all other lawful charges

SEW FRIEL
(Signature of Consignor)

The property described below in apparent good order except as noted (contents and condition of contents of packages unknown) marked, consigned and destined as indicated below which said carrier (the word carrier being understood to include
of this contract as measure of responsibility of the carrier for the property under the contract) agrees to carry to its usual place of delivery at said destination if on this route otherwise to deliver to another carrier on the route to said
destination in conformity with the classification of all articles shipped over all a route of delivery to destination as to each party at any time entered in all of said property that every service to be performed here
under shall be subject to all the terms and conditions of the Uniform Domestic Straight Bill of Lading set forth (1) Uniform Freight Classification in effect on the date hereof if this is a rail or rail-water shipment (2) the applicable motor
carrier classification of tariff if this is a motor carrier shipment Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading including those on the back hereof set forth in the classification or tariff which go
governs the transportation of this shipment and the said motor carrier's classification of tariff and the said bill of lading and his assent to the same is hereby accepted by him and he assents to the same (Mail or street address of consignee—For purposes of notification only)

DESTINATION
UNLESS OTHERWISE STATED IN SHIP TO
CONSIGNEE TO

FLEMING COMPANIES INC
CTP / NORTHEAST DIVISION
PO BOX 268858
OKLAHOMA CITY, OK 73126

SHIP TO

FLEMING COMPANIES INC
#4 CENTER DRIVE
NORTHEAST, MD 21901

SHIPPING NUMBER

SO1500

ARRIVAL DATE

03/10/03

SHIPPING INSTRUCTIONS

Ship Via THEIR TRUCK

Seal #

Pickup Date 03/10/03
Schedule to Unload At

PURCHASE ORDER NO

758888-NE

ACCOUNT NO

FLEMING

FOB SHIPPING POINT

QUEENSTOWN, MD

CASES	PACK/SIZE	DESCRIPTION	WEIGHT
765	24/300	BEST YET WK GOLDEN CORN /42187/40800 24/300 WKGCF KRAFT TRAYS 137	20,655
34	24/300	EXCEPTIONAL VALUE WK GOLDN CRN /74317/00983 24/300 WKGCSX KRAFT TRYS 181	918
510	24/300	BEST YET WK GOLDEN CORN-NS /42187/40801 24/300 WKGCSX KRAFT TRYS 138	13,770
170	24/300	BEST YET CS GOLDEN CORN /42187/40802 24/300 CSGCF KRAFT TRAYS 139	4,590
136	24/300	BEST YET WK SHOEPEG CORN /42187/40813 24/300 WKSCF KRAFT TRAYS 143	3,672
1,615			43,605

ARRIVAL TIME DEPART TIME TRAILER INSPECTED & CLEAN

CERTIFIED LOADPALLET EXCHANGE***CARRIER PROTECT FROM FREEZING***

DRIVER IS TO INSPECT LOAD ANY DAMAGED GOODS BECOME RESPONSIBILITY OF TRUCKING COMPANY ONCE IT LEAVES OUR FACILITY THE QUANTITIES AGREE WITH THOSE ON THE BILL OF LADING THIS TRAILER HAULS NO MUNICIPAL WASTE THIS LOAD HAS BEEN COUNTED BY

TRUCKLINE Cowan DRIVER J. H. Auden

WAREHOUSEMAN B. F. Anderson DATE 3-11-03

PALLETS SHIPPED 19

PALLETS RETURNED 0

This is to certify that the above articles are properly described by name and are packed and marked and are in proper condition for transportation according to the regulations prescribed by the Interstate Commerce Commission

S E W FRIEL

Shippers, Per

Agent Per

Permanent post office address of shipper QUEENSTOWN MD

Received \$
to apply in prepayment of the charges
on the property described hereon

Agent or Carrier

Per
(The signature here acknowledges only
the amount prepaid)

DATE

If charges are to be prepaid write or
stamp here To be Prepaid

Charges Advanced

\$
The fibre boxes used for this shipment
conform to the specifications set forth
in the box maker's certificate thereon
and all other requirements of Rule 41
of the Consolidated Freight Classification
If the shipment moves between two
ports by a carrier by water the law
requires that the bill of lading shall state
whether it is carriers or shipper's
weight
NOTE — Where the rate is dependent
on value shippers are required to state
specifically in writing the agreed or
declared value of the property

The agreed or declared value of the
property is hereby specifically stated by
the shipper to be not exceeding

per
This shipment is tendered and received
subject to the terms and conditions of
the carrier's Bill of Lading as shown in
the tariff and classification filed with the
Interstate Commerce Commission
naming and covering the rate or rates
lawfully applicable to this shipment
Shipper's imprint in lieu of stamp not
a part of bill of lading approved by the
Interstate Commerce Commission

DAYMON 4010UCS
PURCHASE ORDER

PO Number 758888-NE

PO Date 03/03/03

Contact Code BD

Name ZIMMERMAN, HOWARD

Comm Qual TE

Comm Number 8003440098

Contact Inquiry Reference

*Shipment Method Of Payment CC Transportation Method/Type Code H

*PP IS DELIVERY

*PB IS PICKUP

*FOB Point Code 04 FOB Point

*02 IS DEL'D

*04 IS FOB

Requested Ship/Pickup Date 10

Date 03/11/03

Free-Form Message 3/21 AD PULL

DUNNS+4 006943773NE00

BT FLEMING NORTH EAST MARYLAND DIV

DUNNS+4 006943773NE00

ST FLEMING NORTH EAST MARYLAND DIV

DUNNS+4 5900002870000
VN SEW FRIEL ANY

DUNNS+4 0476652450000
BO DAYMON ASSOCIATES

Quantity Ordered	UOM	Item List Cost	UPC Case Code
765	CA	7 66	004218740600

Description BY WK GOLD CORN 03193 00024 15 25 OZ

Quantity Ordered	UOM	Item List Cost	UPC Case Code
510	CA	7 66	004218740601

Description BY NS WK CORN GOLD 03217 00024 15 25 OZ

Quantity Ordered	UOM	Item List Cost	UPC Case Code
170	CA	7 66	004218740602

Description BY CRM STY GOLD CORN 03215 00024 14 75 OZ

Quantity Ordered	UOM	Item List Cost	UPC Case Code
136	CA	10 51	004218740813

Description BY WK WHITE CORN 03313 00024 15 25 OZ

From

S. E. W. FRIEL

the property described below in apparent good order except as noted (contents and condition of contents of packages unknown) marked consigned and displayed as indicated below which said carrier (the word carrier being understood throughout this bill of lading to mean any person or corporation in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination and on this route otherwise to deliver to another carrier on the route to said destination on it is mutually agreed as to each carrier of all or any of said property over all or any portion of said route to destination and as to each party at any time interested in all or any of said property that every service to be performed hereunder shall be subject to all the terms and conditions of the Uniform Domestic Straight Bill of Lading set forth (1) in Uniform Freight Classification I in effect on the date hereof if this is a rail or a rail water shipment or (2) in the applicable motor carrier classification or tariff if this is a motor carrier shipment. Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading including those on the back hereof set forth in the classification or tariff which govern the transportation of this shipment and the said terms and conditions are hereby agreed to by the shipper and accepted for himself and his assigns (Mail or street address of consignee—1 for purposes of notification only)

if this shipment is to be delivered to the consignee without recourse the consignor the consignor sign the following statement
The carrier shall not make delivery of this shipment without payment of freight and all other lawful charges

(Signature of Consignor)

SHIPPING NUMBER

501500

ARRIVAL DATE

03/10/03

DESTINATION
UNLESS OTHERWISE STATED IN SHIP TO
CONSIGNEE TO

FLEMING COMPANIES INC
CIT / NORTHEAST DIVISION
PO BOX 260858
OKLAHOMA CITY, OK 73128

SHIP TO

FLEMING COMPANIES INC
44 CENTER DRIVE
NORTHEAST MD 21901

SHIPPING INSTRUCTIONS

Ship Via THEIR TRUCK 11
Pickup Date 03/10/03
Schedule to Unload At

Seal #

PURCHASE ORDER NO

758888-NE

ACCOUNT NO

FLEMING

F O B SHIPPING POINT

QUEENSTOWN, MD

CASES	PACK/SIZE	DESCRIPTION	WEIGHT
185	24/300	BEST YET WK GOLDEN CORN /42187/40800 24/300 WKOCF KRAFT TRAYS 137	20,855
34	24/300	EXCEPTIONAL VALUE WK GOLDN CRN /74317/00993 24/300 WKGCYS KRFT TRYS 181	918
510	24/300	BEST YET WK GOLDEN CORN NS /42187/40801 24/300 WKGCNS KRFT TRYS 138	13,770
170	24/300	BEST YET CS GOLDEN CORN /42187/40802 24/300 CSGCF KRAFT TRAYS 139	4,590
136	24/300	BEST YET WK SHOEPEG CORN /42197/40812 24/300 WKSCF KRAFT TRAYS 143	3,572
1615			43,805

ARRIVAL TIME DEPART TIME TRAILER INSPECTED & CLEAN

CERTIFIED LOADPALLET EXCHANGE***CARRIER PROTECT FROM FREEZING***
DRIVER IS TO INSPECT LOAD ANY DAMAGED GOODS BECOME RESPONSIBILITY OF
TRUCKING COMPANY ONCE IT LEAVES OUR FACILITY THE QUANTITIES AGREE WITH
THOSE ON THE BILL OF LADING THIS TRAILER HAULS NO MUNICIPAL WASTE THIS
LOAD HAS BEEN COUNTED FY

TRUCKLINE

DRIVER

WAKEHOUSEMAN

DATE

Received \$ _____
to apply in prepayment of the charges
on the property described hereon

Agent or Carrier

Per _____
(The signature here acknowledges only
the amount prepaid)

DATE

If charges are to be prepaid write or
stamp here To be Prepaid

Charges Advanced

\$

The fibre boxes used for this shipment
conform to the specifications set forth
in the box maker's certificate thereon
and all other requirements of Rule 41
of the Consolidated Freight Classification

If the shipment moves between two
ports by a carrier by water the law
requires that the bill of lading shall state
whether it is carriers or shipper's
weight

NOTE — Where the rate is dependent
on value shippers are required to state
specifically in writing the agreed or
declared value of the property

The agreed or declared value of the
property is hereby specifically stated by
the shipper to be not exceeding

per _____
This shipment is tendered and received
subject to the terms and conditions of
the carrier's Bill of Lading as shown in
the tariff and classification filed with the
Interstate Commerce Commission
naming and covering the rate or rates
lawfully applicable to this shipment
Shipper's imprint in lieu of stamp not
a part of bill of lading approved by the
Interstate Commerce Commission

PALLET SHIPPED

PALLET RETURNED

is to certify that the above articles are properly
scribed by name and are packed and marked and are in
oper condition for transportation according to the regula
ns prescribed by the Interstate Commerce Commission

S E W FRIEL,

Shippers, Per

Agent Per



S. E. W. FRIEL

P O BOX 10
QUEENSTOWN, MARYLAND 21658 0010
PHONE (410) 827 8811
FAX (410) 827 9472

SOLD TO
FLEMING COMPANIES INC
CTP / NORTHEAST DIVISON
PO BOX 268858
OKLAHOMA CITY, OK 73126

SHIP TO
FLEMING COMPANIES INC
#4 CENTER DRIVE
NORTHEAST, MD 21901

INVOICE NO

IN1609

SALES ORDER NO

SO1499

INVOICE DATE

03/13/03

ACCOUNT NO

FLEMING

PURCHASE ORDER NO 758887-NE		TERMS 2% 10 DAYS NET 11 DAYS			
CARRIER COWAN		F O B SHIPPING POINT QUEENSTOWN, MD		SALESMAN DAYMON	
CASES	PACK/SIZE	DESCRIPTION	WEIGHT	PRICE	AMOUNT
1,530	24/300	BEST YET WK GOLDEN CORN 42187/40600	41,310	7 66	11,719 80
38	24/8 OZ	BEST YET WK GOLDEN CORN 42187/40606	627	5 86	222 68
17	24/300	BEST YET CS GOLDEN CORN 42187/40602	459	7 66	130 22
114	24/8 OZ	BEST YET CS GOLDEN CORN 42187/40608	1,881	5 86	668 04
1,699			44,277		
IF PAID BY 03/24/03		DEDUCT DISCOUNT OF \$ 254 81	AFTER DISCOUNT DATE PAY GROSS \$		12,740 74



S. E. W. FRIEL

P O BOX 10
 QUEENSTOWN, MARYLAND 21658 0010
 PHONE (410) 827-8811
 FAX (410) 827 9472

SOLD TO
 FLEMING COMPANIES INC
 CTP / NORTHEAST DIVISON
 PO BOX 268858
 OKLAHOMA CITY, OK 73126

SHIP TO
 FLEMING COMPANIES INC
 #4 CENTER DRIVE
 NORTHEAST, MD 21901

INVOICE NO

IN1609

SALES ORDER NO

SO1499

INVOICE DATE

03/13/03

ACCOUNT NO

FLEMING

PURCHASE ORDER NO 758887-NE		TERMS 2% 10 DAYS NET 11 DAYS			
CARRIER COWAN		F O B SHIPPING POINT QUEENSTOWN, MD		SALESMAN DAYMON	
CASES	PACK/SIZE	DESCRIPTION	WEIGHT	PRICE	AMOUNT
1,530	24/300	BEST YET WK GOLDEN CORN 42187/40600	41,310	7 66	11,719 80
38	24/8 OZ	BEST YET WK GOLDEN CORN 42187/40606	627	5 86	222 68
17	24/300	BEST YET CS GOLDEN CORN 42187/40602	459	7 66	130 22
114	24/8 OZ	BEST YET CS GOLDEN CORN 42187/40608	1,881	5 86	668 04
1,699			44,277		
IF PAID BY 03/24/03		DEDUCT DISCOUNT OF \$ 254 81		AFTER DISCOUNT DATE PAY GROSS \$ 12,740 74	

RECEIVED sub

the classifications and lawfully filed tariffs in effect on the date of issue of this Bill of Lading

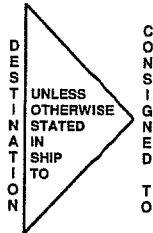
From

S. E. W. FRIEL

If this shipment is to be delivered to the consignee without receipt of the consignor, the consignor signs the following statement: The carrier shall not make delivery of this shipment without payment of freight and all other lawful charges.

SEW FRIEL
(Signature of Consignor)

The property described below is the property of the consignor and is being transported under the terms and conditions of the bill of lading. The carrier is not responsible for the loss or damage to the property unless it is caused by the negligence of the carrier. The carrier is not responsible for the loss or damage to the property unless it is caused by the negligence of the carrier. The carrier is not responsible for the loss or damage to the property unless it is caused by the negligence of the carrier.



FLEMING COMPANIES INC
CTP / NORTHEAST DIVISON
PO BOX 268858
OKLAHOMA CITY, OK 73126

SHIP TO

FLEMING COMPANIES INC
#4 CENTER DRIVE
NORTHEAST, MD 21901

SHIPPING NUMBER

SO1499

ARRIVAL DATE

03/11/03

13

SHIPPING INSTRUCTIONS

Ship Via THEIR TRUCK 13
Pickup Date 03/11/03
Schedule to Unload At

Seal #

PURCHASE ORDER NO

758887-NE

ACCOUNT NO

FLEMING

FOB SHIPPING POINT

QUEENSTOWN MD

CASES	PACK/SIZE	DESCRIPTION	WEIGHT
1,530	24/300	BEST YET WK GOLDEN CORN /42187/40600 24/300 WKGCF KRAFT TRAYS 137	41,310
38	24/8 OZ	BEST YET WK GOLDEN CORN /42187/40606 24/8 WKGCF KRAFT TRAYS 141	627
17	24/300	BEST YET CS GOLDEN CORN /42187/40602 24/300 CSGCF KRAFT TRAYS 139	459
11478	24/8 OZ	BEST YET CS GOLDEN CORN /42187/40608 24/8 CSGCF KRAFT TRAYS 142	18317.254
7,661 1699			43,650 44,277

Received \$
to apply in prepayment of the charges on the property described hereon

Agent or Carrier

Per
(The signature here acknowledges on the amount prepaid)

DATE

If charges are to be prepaid write or stamp here To be Prepaid

Charges Advanced

\$

The fibre boxes used for this shipment conform to the specifications set forth in the box maker's certificate thereon and all other requirements of Rule 4 of the Consolidated Freight Classification.

If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carrier's or shipper's weight.

NOTE — Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property.

The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding

per
This shipment is tendered and received subject to the terms and conditions of the carrier's Bill of Lading as shown in the tariff and classification filed with the Interstate Commerce Commission naming and covering the rate or rates lawfully applicable to this shipment. Shipper's imprint in lieu of stamp not a part of bill of lading approved by the Interstate Commerce Commission.

ARRIVAL TIME DEPART TIME TRAILER INSPECTED & CLEAN

CERTIFIED LOADPALLET EXCHANGE***CARRIER PROTECT FROM FREEZING***

DRIVER IS TO INSPECT LOAD ANY DAMAGED GOODS BECOME RESPONSIBILITY OF TRUCKING COMPANY ONCE IT LEAVES OUR FACILITY THE QUANTITIES AGREE WITH THOSE ON THE BILL OF LADING THIS TRAILER HAULS NO MUNICIPAL WASTE THIS LOAD HAS BEEN COUNTED BY

TRUCKLINE COWAN DRIVER L THOMAS

WAREHOUSEMAN Gorena ED DATE 3/13/03

PALLETS SHIPPED 14

PALLETS RETURNED 8

This is to certify that the above articles are properly described by name and are packed and marked and are in proper condition for transportation according to the regulations prescribed by the Interstate Commerce Commission

SEW FRIEL,

Shippers, Per

Agent Per

Permanent post office address of shipper QUEENSTOWN, MD

DAYMON 4010UCS
PURCHASE ORDER

PO Number 758887-NE

PO Date 03/03/03

Contact Code BD

Name ZIMMERMAN, HOWARD

Comm Qual TE

Comm Number 8003440098

Contact Inquiry Reference

*Shipment Method Of Payment CC Transportation Method/Type Code H

*PP IS DELIVERY

*PB IS PICKUP

*FOB Point Code 04 FOB Point

*02 IS DEL'D

*04 IS FOB

Requested Ship/Pickup Date 10

Date 03/11/03

Free-Form Message 3/21 AD PULL

DUNNS+4 006943773NE00
BT FLEMING NORTH EAST MARYLAND DIV

DUNNS+4 006943773NE00
ST FLEMING NORTH EAST MARYLAND DIV

DUNNS+4 5900002870000
VN SEW FRIEL ANY

DUNNS+4 0476652450000
BO DAYMON ASSOCIATES

Quantity Ordered	UOM	Item List Cost	UPC Case Code
1530	CA	7 66	004218740600
Description BY WK GOLD CORN 03193 00024 15 25 OZ			

Quantity Ordered	UOM	Item List Cost	UPC Case Code
17	CA	7 66	004218740602
Description BY CRM STY GOLD CORN 03215 00024 14 75 OZ			

Quantity Ordered	UOM	Item List Cost	UPC Case Code
38	CA	5 86	004218740606
Description BY WK GOLD CORN 03191 00024 8 50 OZ			

Quantity Ordered	UOM	Item List Cost	UPC Case Code
76	CA	5 86	004218740608
Description BY CRM STY GOLD CORN 03190 00024 8 50 OZ			

Quantity Ordered 1661 UN
Weight 43593 LB
Volume 910 00 CF
Amount 12518 00

***** END OF PURCHASE ORDER *****

From

S. E. W. FRIEL

the property described below in apparent good order except as noted (contents and condition of contents of packages unknown) marked, consigned, and destined as indicated below which said carrier (the word carrier being understood through out this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination, if on this route, otherwise to deliver to another carrier on the route to said destination. It is mutually agreed as to each carrier of all or any of said property over all or any portion of said route to destination, and as to each party at any time interested in all or any of said property, that any service to be performed hereunder shall be subject to all the terms and conditions of the Uniform Domestic Straight Bill of Lading set forth (1) in Uniform Freight Classification in effect on the date hereof, if this is a rail or a rail water shipment, or (2) in the applicable motor carrier classification, if it is a motor carrier shipment. Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading, including those on the back thereof, set forth in the classification tariff which governs the transportation of this shipment, and the said terms and conditions are hereby agreed to by the shipper and accepted for himself and his assigns (Mail or street address of consignee—for purposes of notification only).

is shipment is to be delivered to the consignee without recourse to the consignor, the consignor signs the following statement: The carrier shall not make delivery of this shipment without payment of freight and all other lawful charges.

SELLER
(Signature of Consignor)

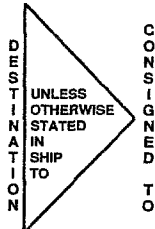
SHIPPING NUMBER

921413

ARRIVAL DATE

9/24/03

13



FLEMING COMPANIES INC
CTP / NORTHEAST DIVISION
PO BOX 28858
OKLAHOMA CITY, OK 73126

SHIP TO

FLEMING COMPANIES INC
14 CENTER DRIVE
NORTHEAST MD 21001

SHIPPING INSTRUCTIONS

Ship via TRUCK 13
Pickup Date 03/18/03
Schedule to Unload At

Seal #

PURCHASE ORDER NO

/50887-NF

ACCOUNT NO

FLEMING

F O B SHIPPING POINT

QUEENSTOWN, MD

CASES	PACK/SIZE	DESCRIPTION	WEIGHT
1530	24/300	BEST YET WK GOLDEN CORN /42187/40600 24/300 WKGCF KRAFT TRAYS 137	41,310
38	24/8 OZ	BEST YET WK GOLDEN CORN /42187/40608 24/8 WKGCF KRAFT TRAYS 111	827
17	24/300	BEST YET CS GOLDEN CORN /42187/40602 24/300 CSOCF KRAFT TRAYS 139	469
76	24/8 OZ	BEST YET CS GOLDEN CORN /42187/40608 24/8 CSOCF KRAFT TRAYS 142	1,254
1081			43,850
<p>ARRIVAL TIME _____ DEPART TIME _____ TRAILER INSPECTED & CLEAN _____</p> <p>*** CERTIFIED LOAD *** PALLET EXCHANGE *** CARRIER PROTECT FROM FREEZING ***</p> <p>DRIVER IS TO INSPECT LOAD ANY DAMAGED GOODS BECOME RESPONSIBILITY OF TRUCKING COMPANY ONCE IT LEAVES OUR FACILITY THE QUANTITIES AGREE WITH THOSE ON THE BILL OF LADING THIS TRAILER HAULS NO MUNICIPAL WASTE THIS LOAD HAS BEEN COUNTED BY</p> <p>TRUCKLINE _____ DRIVER _____</p> <p>WAREHOUSEMAN _____ DATE _____</p>			

Received \$ _____
to apply in prepayment of the charge on the property described hereon

Agent or Carrier

Per _____
(The signature here acknowledges only the amount prepaid)

DATE

If charges are to be prepaid write on stamp here "To be Prepaid"

Charges Advanced

\$

The fibre boxes used for this shipment conform to the specifications set forth in the box maker's certificate thereon and all other requirements of Rule 41 of the Consolidated Freight Classification.

If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carriers or shippers weight.

NOTE — Where the rate is dependent on value, shippers are required to state specifically in writing the agreed or declared value of the property.

The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding _____

per _____
This shipment is tendered and received subject to the terms and conditions of the carrier's Bill of Lading as shown in the tariff and classification filed with the Interstate Commerce Commission naming and covering the rate or rates lawfully applicable to this shipment. Shipper's imprint in lieu of stamp not a part of bill of lading approved by the Interstate Commerce Commission.

PALLET(S) SHIPPED

PALLET(S) RETURNED

is to certify that the above articles are properly described by name and are packed and marked and are in proper condition for transportation according to the regulations prescribed by the Interstate Commerce Commission.

S E W FRIEL,

Shippers, Per

Agent Per

Permanent post office address of shipper: QUEENSTOWN, MD



S. E. W. FRIEL

PO BOX 10
 QUEENSTOWN, MARYLAND 21658 0010
 PHONE (410) 827 8811
 FAX (410) 827 9472

SOLD TO
 FLEMING COMPANIES INC
 CTP / NORTHEAST DIVISON
 PO BOX 268858
 OKLAHOMA CITY, OK 73126

SHIP TO
 FLEMING COMPANIES INC
 #4 CENTER DRIVE
 NORTHEAST, MD 21901

INVOICE NO

IN1644

SALES ORDER NO

SO1558

INVOICE DATE

03/19/03

ACCOUNT NO

FLEMING

PURCHASE ORDER NO
 819084-NE

TERMS
 2% 10 DAYS NET 11 DAYS

CARRIER
 COWAN

FO B SHIPPING POINT
 QUEENSTOWN, MD

SALESMAN
 DAYMON

CASES	PACK/SIZE	DESCRIPTION	WEIGHT	PRICE	AMOUNT
850	24/300	BEST YET WK GOLDEN CORN 42187/40600	22,950	7 66	6,511 00
102	24/300	EXCEPTIONAL VALUE WK GOLDN CRN 74317/00983	2,754	7 41	755 82
255	24/300	BEST YET WK GOLDEN CORN-NS 42187/40601	6,885	7 66	1,953 30
95	24/8 OZ	BEST YET WK GOLDEN CORN 42187/40606	1,568	5 86	556 70
255	24/300	BEST YET CS GOLDEN CORN 42187/40602	6,885	7 66	1,953 30
19	24/8 OZ	BEST YET CS GOLDEN CORN 42187/40608	314	5 86	111 34
17	24/300	BEST YET WK SHOEPEG CORN 42187/40813	459	10 51	178 67
48	12/46 OZ	BEST YET VEGETABLE JUICE CKTL 42187/20447	2,112	10 36	497 28
1,641			43,926		

Set

IF PAID BY 03/30/03 DEDUCT DISCOUNT OF \$ 250 35 AFTER DISCOUNT DATE PAY GROSS \$ 12,517 41

From

S. E. W. FRIEL

the property described below in app r nt good o de except as oled (contle te and co d ion of o tents of packages u known) marked c ns gned and destined as dicated below which said ca rer (the word ca rer b ng unde food through out this conit act as mean ng any pers o corp al o n poss so on of the property for the co trac) ag re to carry to its u al place of delivery al said dest al on if on this o te o thew a to del e to another ca ar on the out t said dest al n it is mutually ag ed a lo sch ce re of al or a y of sa o o party over al o any port o of said oule to d al nau and as to each party at any time here led al or a y of said p oerty that e y service to be performed here under shall be subject to all th le ms and conditions f the Uni rm Dom stic Straight Bill of Lad g set forth (1) Under m F ght Classif at i effe i o the date he eot f this a a l o i r a l water shipm n o (2) In the applicable m to ca er classificat on o la f f th s l a mot i ca rer shipment. Ship hereby certifi as that he is fami ar with all the le ms and conditions of th sa d bill of lading incl d g thos on the back the sa f set forth the classifcat o la f which g or s the t nsp nst on f the shipment a d the sa d le ms a d cond s are he eoy ag sed to by the shipper and accepted to him If and h s gns (Mail or str of address f con lgned-For purposes of notification only)

to be signed without the
the consignee the consign
sign the following statement
The carrier shall not make
of this shipment without pa
freight and all other lawful

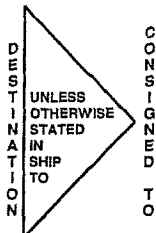
SEW
(Signature of Consignor)

SHIPPING NUMBER

SQ1558

ARRIVAL DATE

03/19/03



FLEMING COMPANIES INC
CTP / NORTHEAST DIVISON
PO BOX 268858
OKLAHOMA CITY, OK 73128

SHIP TO

FLEMING COMPANIES INC
#4 CENTER DRIVE
NORTHEAST, MD 21901

SHIPPING INSTRUCTIONS

Ship Via THEIR TRUCK 19
Pickup Date 03/19/03
Schedule to Unload At

Seal #

PURCHASE ORDER NO

819084-NE

ACCOUNT NO

FLEMING

F O B SHIPPING POINT

QUEENSTOWN, MD

Received \$ _____
to apply in prepayment of the char
on the property described hereon

Agent or Carrier

Per _____
(The signature here acknowledges c
the amount prepaid)

DATE

If charges are to be prepaid write
stamp here To be Prepaid

Charges Advanced

\$

The fibre boxes used for this shpme
conform to the specifications set for
in the box maker's certificate there
and all other requirements of Rule
of the Consolidated Freight Classific
tion

If the shipment moves between tw
ports by a carrier by water the la
requires that the bill of lading shall sta
whether it is carriers or shipper
weight

NOTE — Where the rate is dependen
on value shippers are required to stat
specifically in writing the agreed c
declared value of the property

The agreed or declared value of th
property is hereby specifically stated b
the shipper to be not exceeding

per _____
This shipment is tendered and received
subject to the terms and conditions of
the carrier's Bill of Lading as shown in
the tariff and classification filed with the
Interstate Commerce Commission
naming and covering the rate or rates
lawfully applicable to this shipment
Shipper's imprint in lieu of stamp not
a part of bill of lading approved by the
Interstate Commerce Commission

CASES	PACK/SIZE	DESCRIPTION	WEIGHT
850	24/300	BEST YET WK GOLDEN CORN /42187/40800 24/300 WKGCF KRAFT TRAYS 137	22,950
102	24/300	EXCEPTIONAL VALUE WK GOLDN CRN /74317/00983 24/300 WKGXCS KRFT TRYS 181	2,754
255	24/300	BEST YET WK GOLDEN CORN-NS /42187/40801 24/300 WKG CNS KRFT TRYS 138	6,885
95	24/8 OZ	BEST YET WK GOLDEN CORN /42187/40806 24/8 WKGCF KRAFT TRAYS 141	1,588
255	24/300	BEST YET CS GOLDEN CORN /42187/40802 24/300 CSGCF KRAFT TRAYS 139	6,885
19	24/8 OZ	BEST YET CS GOLDEN CORN /42187/40808 24/8 CSGCF KRAFT TRAYS 142	314
17	24/300	BEST YET WK SHOEPEG CORN /42187/40813 24/300 WKSCF KRAFT TRAYS 143	459
48	12/46 OZ	BEST YET VEGETABLE JUICE CKTL /42187/20447 12/46 VJC KRAFT TRAYS 136	2,112
1,841			43,926

Cowan - Pull

PALLET SHIPPED

20

PALLET RETURNED

0

his is to certify that the above articles are properly
scribed by name and are packed and marked and are in
oper condition for transportation according to the regula
ns prescribed by the Interstate Commerce Commission

S E W FRIEL,

Shippers, Per

Agent Per

manent post office address of shipper QUEENSTOWN MD

S. E. W. FRIEL

(Signature of Consignor)

[illegible]

SO1558

03/18/03

DESTINATION

UNLESS OTHERWISE STATED IN SHIP TO

CONSIGNEE TO

SHIP TO

FLEMING COMPANIES INC
#4 CENTER DRIVE
NORTHEAST, MD 21801

Ship Via THEIR TRUCK 19
Pickup Date 03/18/03
Schedule to Unload At

Seal并

819084-NE

FLEMING

QUEENSTOWN, MD

PACK/SIZE**DESCRIPTION**

WEIGHT

Received \$ _____
to apply in prepayment of the cha
on the property described hereon

Agent or Carrier

Per _____
(The signature here acknowledges
the amount prepaid)

DATE _____

If charges are to be prepaid write
stamp here 'To be Prepaid'

Charges Advanced

The fibre boxes used for this shipment conform to the specifications set forth in the box maker's certificate therefor and all other requirements of Rule 1 of the Consolidated Freight Classification.

If the shipment moves between two ports by a carrier by water the bill requires that the bill of lading shall state whether it is carriers or shipper's weight.

NOTE — Where the rate is dependent on value shippers are required to specify in writing the agreed declared value of the property.

The agreed or declared value of the property is hereby specifically stated to be not exceeding

This shipment is tendered and receive subject to the terms and conditions of the carrier's Bill of Lading as shown in the tariff and classification filed with the Interstate Commerce Commission naming and covering the rate or rate lawfully applicable to this shipment. Shipper's imprint in lieu of stamp not a part of bill of lading approved by the Interstate Commerce Commission.

ARRIVAL TIME	DEPART TIME	TRAILER INSPECTED & CLEAN
--------------	-------------	---------------------------

CERTIFIED LOADPALLET EXCHANGE***CARRIER PROTECT FROM FREEZING***

DRIVER IS TO INSPECT LOAD ANY DAMAGED GOODS BECOME RESPONSIBILITY OF TRUCKING COMPANY ONCE IT LEAVES OUR FACILITY THE QUANTITIES AGREE WITH THOSE ON THE BILL OF LADING THIS TRAILER HAULS NO MUNICIPAL WASTE THIS LOAD HAS BEEN COUNTED BY

TRUCKLINE *Canyon* DRIVER *Stall*

WAREHOUSEMAN *Dorena* (1) DATE *3/19/83*

PALLETS SHIPPED 20

PALLETS RETURNED 0

This is to certify that the above articles are properly described by name and are packed and marked and are in proper condition for transportation according to the regulations prescribed by the Interstate Commerce Commission.

SEW FRIEL.

Shippers, Per

Agent Per.

²Permanent post office address of shipper **QUEENSTOWN MD**

S. E. W. FRIEL

[illegible]

The carrier shall not make of this shipment without payment of freight and all other lawful

SHIPPING NUMBER

501558

ARRIVAL DATE

17348013

DESTINATION

UNLESS OTHERWISE STATED IN SHIP TO

CONSIGNED TO

FLEMING COMPANIES INC
CITY / NORTHEAST DIVISION
PO BOX 268858
OKLAHOMA CITY, OK 73126

SHIP
TO

FLEMING COMPANIES INC
#4 CENTER DRIVE
NORTHEAST, MD 21901

SHIPPING INSTRUCTIONS

Ship Via THEIR TRUCK 11
Pickup Date 03/18/03
Schedule to Unload At

Seal #

PURCHASE ORDER NO

819084-NE

ACCOUNT NO

FLEMING

FOR SHIPPING POINT	
--------------------	--

QUEENSTOWN, MD

Received \$ _____
to apply in prepayment of the charges
on the property described hereon.

Agent or Carrier

Per _____
(The signature here acknowledges the amount prepaid)

DATE _____

If charges are to be prepaid write stamp here To be Prepaid

Charges Advanced

The fibre boxes used for this shipment conform to the specifications set forth in the box maker's certificate thereon and all other requirements of Rule 1 of the Consolidated Freight Classification.

If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carriers or shipper weight.

NOTE — Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property

The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding

This shipment is tendered and received subject to the terms and conditions of the carrier's Bill of Lading as shown in the tariff and classification filed with the Interstate Commerce Commission naming and covering the rate or rates lawfully applicable to this shipment.

Shipper's imprint in lieu of stamp not a part of bill of lading approved by the Interstate Commerce Commission.

PALLETS SHIPPED

PALLETS RETURNED

his is to certify that the above articles are properly
scribed by name and are packed and marked and are in
roper condition for transportation according to the regula
ons prescribed by the Interstate Commerce Commission

S E W FRIEL.

Shippers, Per

Permanent post office address of shipper **QUEENSTOWN, MD**

Agent must detach and retain this Shipping Order
and must sign the Original Bill of Lading

From

S. E. W. FRIEL

The property described below in apparent good order except as noted (contents and condition of contents of packages unknown) marked, consigned and destined as indicated below which said carrier (the word carrier being understood through out this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination if on this route otherwise to deliver to another carrier on the route to said destination. It is mutually agreed as to each carrier of all or any portion of said property that every service to be performed hereunder shall be subject to all the terms and conditions of the Uniform Domestic Freight Bill of Lading set forth in the Uniform Freight Classification in effect on the date hereof. If this is a rail or water shipment or (2) if the applicable motor carrier classification or tariff if this is a motor carrier shipment. Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading including those on the back hereof set forth in the classification or tariff which governs the transportation of this shipment; and the said terms and conditions are hereby agreed to by the shipper and accepted for himself and his assigns (Mail or street address of consignee—For purposes of notification only)

the consignee without receiving the consignor the consignee shall sign the following statement:
The carrier shall not make of this shipment without payment of freight and all other lawful

[Signature]
(Signature of Consignor)

SHIPPING NUMBER

40155

ARRIVAL DATE

03/10/73

19

DESTINATION
UNLESS OTHERWISE STATED IN SHIP TO
CONSIGNEE TO

FLEMING COMPANIES INC
CTP / NORTHEAST DIVISION
PO BOX 288850
OKLAHOMA CITY OK 73128

SHIP TO

FLEMING COMPANIES INC
#4 CENTER DRIVE
NORTHEAST MD 21001

SHIPPING INSTRUCTIONS

Ship Via TRUCK 19
Pickup Date 03/10/73
Schedule to Unload At

Trail #

PURCHASE ORDER NO

810084-NE

ACCOUNT NO

FLEMING

FOB SHIPPING POINT

QUEENSTOWN, MD

CASES

PACK/SIZE

DESCRIPTION

WEIGHT

Received \$
to apply in prepayment of the charges on the property described hereon

Agent or Carrier

Per
(The signature here acknowledges the amount prepaid)

DATE

If charges are to be prepaid write stamp here "To be Prepaid"

Charges Advanced

\$

The fibre boxes used for this shipment conform to the specifications set forth in the box makers certificate thereof and all other requirements of Rule 4 of the Consolidated Freight Classification

If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carrier's or shipper weight

NOTE — Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property

The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding

per
This shipment is tendered and received subject to the terms and conditions of the carrier's Bill of Lading as shown in the tariff and classification filed with the Interstate Commerce Commission naming and covering the rate or rates lawfully applicable to this shipment. Shipper's imprint in lieu of stamp not a part of bill of lading approved by the Interstate Commerce Commission

ARRIVAL TIME _____ DEPART TIME _____ TRAILER INSPECTED & CLEAN
** CERTIFIED LOAD ** PALLETS EXCHANGED ** CARRIER PROTECT FROM FREEZING **
DRIVER IS TO INSPECT LOAD ANY DAMAGED GOODS BECOME RESPONSIBILITY OF
FLEMING COMPANY ONCE IT LEAVES OUR FACILITY THE QUANTITIES AGREE WITH
THOSE ON THE BILL OF LADING THIS TRAILER HAULS NO MUNICIPAL WASTE THIS
LOAD HAS BEEN COUNTED BY

TRUCKLINE CROWN DRIVER [Signature]
WAREHOUSEMAN [Signature] DATE 03/10/73

PALLETS SHIPPED 21

PALLETS RETURNED 0

is to certify that the above articles are properly described by name and are packed and marked and are in proper condition for transportation according to the regulations prescribed by the Interstate Commerce Commission

S E W FRIEL,
Shippers, Per _____

Agent Per _____

Permanent post office address of shipper QUEENSTOWN, MD

DAYMON 4010UCS
PURCHASE ORDER

PO Number 819084-NE

PO Date 03/12/03

Contact Code BD Name ZIMMERMAN, HOWARD

Comm Qual TE Comm Number 8003440098

Contact Inquiry Reference

*Shipment Method Of Payment CC Transportation Method/Type Code H

*PP IS DELIVERY

*PB IS PICKUP

*FOB Point Code 04 FOB Point

*02 IS DEL'D

*04 IS FOB

Requested Ship/Pickup Date 10

Date 03/19/03

Free-Form Message 3/21, 4/13 AD PULL

DUNNS+4 006943773NE00
BT FLEMING NORTH EAST MARYLAND DIV

DUNNS+4 006943773NE00
ST FLEMING NORTH EAST MARYLAND DIV

DUNNS+4 5900002870000
VN SEW FRIEL ANY

DUNNS+4 0476652450000
BO DAYMON ASSOCIATES

Quantity Ordered	UOM	Item List Cost	UPC Case Code
48	CA	10 36	004218720447
Description	BY VEG JUICE CKTL	03883	00012 46 FZ

Quantity Ordered	UOM	Item List Cost	UPC Case Code
850	CA	7 66	004218740600
Description	BY WK GOLD CORN	03193	00024 15 25 OZ

Quantity Ordered	UOM	Item List Cost	UPC Case Code
255	CA	7 66	004218740601
Description	BY NS WK CORN GOLD	03217	00024 15 25 OZ

Quantity Ordered	UOM	Item List Cost	UPC Case Code
255	CA	7 66	004218740602
Description	BY CPM STY GOLD CORN	03215	00024 14 75 OZ

Quantity Ordered	UOM	Item List Cost	UPC Case Code
-----	---	-----	-----
95	CA	5 86	004218740606
Description BY WK GOLD CORN 03191 00024 8 50 OZ			

Quantity Ordered	UOM	Item List Cost	UPC Case Code
-----	---	-----	-----
19	CA	5 86	004218740608
Description BY CRM STY GOLD CORN 03190 00024 8 50 OZ			

Quantity Ordered	UOM	Item List Cost	UPC Case Code
-----	---	-----	-----
17	CA	10 51	004218740813
Description BY WK WHITE CORN 03313 00024 15 25 OZ			

Quantity Ordered	UOM	Item List Cost	UPC Case Code
-----	---	-----	-----
102	CA	7 41	007431700983
Description EV WK CORN 12361 00024 15 25 OZ			

Quantity Ordered	1641 UN
Weight	43890 LB
Volume	917 00 CF
Amount	12517 00

***** END OF PURCHASE ORDER *****



S. E. W. FRIEL

P O BOX 10
QUEENSTOWN, MARYLAND 21658 0010
PHONE (410) 827 8811
FAX (410) 827 9472

SOLD TO
FLEMING COMPANIES INC
CTP / NORTHEAST DIVISON
PO BOX 268858
OKLAHOMA CITY, OK 73126

SHIP TO
FLEMING COMPANIES INC
#4 CENTER DRIVE
NORTHEAST, MD 21901

INVOICE NO
IN1688

SALES ORDER NO
SO1580

INVOICE DATE
03/25/03

ACCOUNT NO
FLEMING

PURCHASE ORDER NO 854065-NE		TERMS 2% 10 DAYS NET 11 DAYS			
CARRIER COWAN		F O B SHIPPING POINT QUEENSTOWN, MD		SALESMAN DAYMON	
CASES	PACK/SIZE	DESCRIPTION	WEIGHT	PRICE	AMOUNT
1,615	24/300	BEST YET WK GOLDEN CORN 42187/40600	43,605	7 66	12,370 90
1,615			43,605		
IF PAID BY 04/05/03		DEDUCT DISCOUNT OF \$ 247 42	AFTER DISCOUNT DATE PAY GROSS \$		12,370 90

Sent

From **S. E. W. FRIEL**

the consignee without recourse the consignor the consignor sign the following statement The carrier shall not make delivery of this shipment without payment of freight and all other lawful charges

SEW FRIEL
(Signature of Consignor)

the property described below appears to be in good order except as noted (contents and condition of contents of packages unknown) marked consigned and destined as indicated below which said carrier (the word carrier should be used throughout this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry to its place of delivery at said destination if on this date otherwise to deliver to the carrier of the route to said destination in its mutually agreed to carrier of all other property of said party at said destination and as to each party at any time thereafter all of said property shall every service to be performed hereon shall be subject to all the terms and conditions of the Uniform Domestic Single Bill of Lading set forth (1) Uniform Freight Classification of the date hereof if this is a rail water shipment (2) in the applicable motor carrier classification or if this is a motor carrier shipment. Shipper hereby certifies that the same comply with all the terms and conditions of the said bill of lading including those on the back hereof set forth. The classification or tariff which governs the transportation of this shipment and the said terms and conditions are hereby agreed to by the shipper and accepted to him as his agent (Mail or street address of consignee for notification only)

SHIPPING NUMBER

SO1580

ARRIVAL DATE

03/25/03

DESTINATION
UNLESS OTHERWISE STATED IN SHIP TO
CONSIGNEE TO

FLEMING COMPANIES INC
CTP / NORTHEAST DIVISON
PO BOX 268858
OKLAHOMA CITY, OK 73126

SHIP TO

FLEMING COMPANIES INC
#4 CENTER DRIVE
NORTHEAST, MD 21901

SHIPPING INSTRUCTIONS

Ship Via **THEIR TRUCK**
Pickup Date **03/25/03**
Schedule to Unload At

Seal #

PURCHASE ORDER NO
854085-NE

ACCOUNT NO
FLEMING

FOB SHIPPING POINT
QUEENSTOWN, MD

CASES	PACK/SIZE	DESCRIPTION	WEIGHT
1,615	24/300	BEST YET WK GOLDEN CORN /42187/40600 24/300 WKGCF KRAFT TRAYS 137	43,605
1,615			43,605

Received \$ _____
to apply in prepayment of the charge on the property described hereon

Agent or Carrier

Per _____
(The signature here acknowledges on the amount prepaid)

DATE

If charges are to be prepaid write or stamp here To be Prepaid

Charges Advanced

\$

The fibre boxes used for this shipment conform to the specifications set forth in the box maker's certificate thereon and all other requirements of Rule 4 of the Consolidated Freight Classification

If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carrier's or shipper's weight

NOTE — Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property

The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding

per _____
This shipment is tendered and received subject to the terms and conditions of the carrier's Bill of Lading as shown in the tariff and classification filed with the Interstate Commerce Commission naming and covering the rate or rates lawfully applicable to this shipment. Shipper's imprint in lieu of stamp not a part of bill of lading approved by the Interstate Commerce Commission

ARRIVAL TIME _____ DEPART TIME _____ TRAILER INSPECTED & CLEAN _____

CERTIFIED LOADPALLET EXCHANGE***CARRIER PROTECT FROM FREEZING***

DRIVER IS TO INSPECT LOAD ANY DAMAGED GOODS BECOME RESPONSIBILITY OF TRUCKING COMPANY ONCE IT LEAVES OUR FACILITY THE QUANTITIES AGREE WITH THOSE ON THE BILL OF LADING THIS TRAILER HAULS NO MUNICIPAL WASTE THIS LOAD HAS BEEN COUNTED BY

TRUCKLINE Cowan DRIVER LTHOMAS

WAREHOUSEMAN Gorena Edward DATE 3/25/03

PALLETS SHIPPED

19

PALLETS RETURNED

50

his is to certify that the above articles are properly described by name and are packed and marked and are in proper condition for transportation according to the regulations prescribed by the Interstate Commerce Commission

S E W FRIEL,
Shippers, Per

L Thomas

Agent Per _____

permanent post office address of shipper **QUEENSTOWN MD**

From

S. E. W. FRIEL

if this shipment is to be delivered to the consignee without receipt of the consignor the consignor shall not make delivery of this shipment without payment of freight and all other lawful charges.

SELL
(Signature of Consignor)

The property described herein is apparent and order accepted (contents and condition of contents of packages unknown) marked consigned and destined as indicated below which said carrier (the word carrier being understood throughout this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination. If on this route otherwise to deliver to another carrier on the route to said destination it is mutually agreed, as to each carrier, of all or any of said property over all or any portion of said route, destination, and as to each party at any time interested, all or any of said property that every service to be performed hereon shall be subject to all the terms and conditions of the Uniform Domestic Freight Bill of Lading set forth (1) in Uniform Freight Classification in effect on the date hereof, if this is a rail or a rail water shipment, or (2) in the applicable motor carrier classification or tariff if this is a motor carrier shipment. Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading, including those on the back hereof, set forth in the classification or tariff which govern the transportation of this shipment, and the said terms and conditions are hereby agreed to by the shipper and accepted by himself and his assigns. (Mail or street address of consignee—4 or purpose of notification only)

DESTINATION
UNLESS OTHERWISE STATED IN SHIP TO
CONSIGNEE TO

FLEMING COMPANIES INC
CTP / NORTHEAST DIVISION
PO BOX 288858
OKLAHOMA CITY, OK 73128

SHIP TO

FLEMING COMPANIES INC
441 CENTER DRIVE
NORTHEAST MD 21001

SHIPPING NUMBER

503400

ARRIVAL DATE

03/25/73

SHIPPING INSTRUCTIONS

Ship via **TRUCK**
Pickup Date **03/25/73**
Schedule to Unload At

Seal #

PURCHASE ORDER NO

854085-NE

ACCOUNT NO

FLEMING

F O B SHIPPING POINT

QUEENSTOWN, MD

CASES	PACK/SIZE	DESCRIPTION	WEIGHT
1,615	24/300	BEST YFT WK GOLDEN CORN 42187/40600 24/300 WKQCF KRAFT TRAYS 137	43,005
1615			43,005

ARRIVAL TIME _____ DEPART TIME _____ TRAILER INSPECTED & CLEAN _____
 CERTIFIED LOAD PALLET EXCHANGE ***CARRIER PROTECT FROM FREEZING***
 DRIVER IS TO INSPECT LOAD ANY DAMAGED GOODS BECOME RESPONSIBILITY OF
 TRUCKING COMPANY ONCE IT LEAVES OUR FACILITY THE QUANTITIES AGREE WITH
 THOSE ON THE BILL OF LADING THIS TRAILER HAULS NO MUNICIPAL WASTE THIS
 LOAD HAS BEEN COUNTED BY _____
 TRUCK LINE _____ DRIVER **L THOMAS**
 WAREHOUSEMAN _____ DATE **3/25/73**

Received \$ _____
to apply in prepayment of the charge on the property described hereon

Agent or Carrier

Per _____
(The signature here acknowledges only the amount prepaid)

DATE

If charges are to be prepaid write or stamp here "To be Prepaid"

Charges Advanced

\$ _____
The fibre boxes used for this shipment conform to the specifications set forth in the box maker's certificate thereon and all other requirements of Rule 41 of the Consolidated Freight Classification.
If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carrier's or shipper's weight.
NOTE — Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property.

The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding _____

per _____
This shipment is tendered and received subject to the terms and conditions of the carrier's Bill of Lading as shown in the tariff and classification filed with the Interstate Commerce Commission naming and covering the rate or rates lawfully applicable to this shipment. Shipper's imprint in lieu of stamp not a part of bill of lading approved by the Interstate Commerce Commission.

PALLETS SHIPPED **1**

PALLETS RETURNED **50**

It is to certify that the above articles are properly described by name and are packed and marked and are in proper condition for transportation according to the regulations prescribed by the Interstate Commerce Commission

S E W FRIEL,

Shippers, Per _____

Agent Per _____

Permanent post office address of shipper **QUEENSTOWN MD**

DAYMON 4010UCS
PURCHASE ORDER

PO Number 854065-NE

PO Date 03/17/03

Contact Code BD

Name ZIMMERMAN, HOWARD

Comm Qual TE

Comm Number 8003440098

Contact Inquiry Reference

*Shipment Method Of Payment CC Transportation Method/Type Code H

*PP IS DELIVERY

*PB IS PICKUP

*FOB Point Code 04 FOB Point

*02 IS DEL'D

*04 IS FOB

Requested Ship/Pickup Date 10

Date 03/25/03

Free-Form Message 4/4 AD PULL

DUNNS+4 006943773NE00

BT FLEMING NORTH EAST MARYLAND DIV

DUNNS+4 006943773NE00

ST FLEMING NORTH EAST MARYLAND DIV

DUNNS+4 5900002870000
VN SEW FRIEL ANY

DUNNS+4 0476652450000
BO DAYMON ASSOCIATES

Quantity Ordered	UOM	Item List Cost	UPC Case Code
100 165	CA	7 66	004218740600
Description	BY WK GOLD CORN	03193	00024 15 25 OZ

Quantity Ordered	UOM	Item List Cost	UPC Case Code
102	CA	7 66	004218740602
Description	BY CRM STY GOLD CORN	03215	00024 14 75 OZ

Quantity Ordered	1802 UN
Weight	48654 LB
Volume	1014 00 CF
Amount	13803 00

***** END OF PURCHASE ORDER *****



S. E. W. FRIEL

P O BOX 10
 QUEENSTOWN, MARYLAND 21658 0010
 PHONE (410) 827 8811
 FAX (410) 827 9472

SOLD TO
 FLEMING COMPANIES INC
 CTP / NORTHEAST DIVISON
 PO BOX 268858
 OKLAHOMA CITY, OK 73126

SHIP TO
 FLEMING COMPANIES INC
 #4 CENTER DRIVE
 NORTHEAST, MD 21901

INVOICE NO
 IN1701

SALES ORDER NO
 SO1603

INVOICE DATE
 03/26/03

ACCOUNT NO
 FLEMING

PURCHASE ORDER NO 866706-NE	TERMS 2% 10 DAYS NET 11 DAYS	
CARRIER COWAN	FO B SHIPPING POINT QUEENSTOWN, MD	SALESMAN DAYMON

CASES	PACK/SIZE	DESCRIPTION	WEIGHT	PRICE	AMOUNT
850	24/300	BEST YET WK GOLDEN CORN 42187/40600	22,950	7 66	6,511 00
221	24/300	BEST YET WK GOLDEN CORN NS 42187/40601	5,967	7 66	1,692 86
561	24/300	BEST YET CS GOLDEN CORN 42187/40602	15,147	7 66	4,297 26
1,632			44,064		

227

RECEIVED subject to the classifications and lawfully filed tariffs in effect on the date of issue of this Bill of Lading

S. E. W. FRIEL

[illegible]

SEW
(Signature of Consignor)

03/26/03

FLEMING COMPANIES INC
#4 CENTER DRIVE
NORTHEAST, MD 21901

This shipment is tendered and received subject to the terms and conditions of the carrier's Bill of Lading as shown on the tariff and classification filed with Interstate Commerce Commission and covering the rate or rates lawfully applicable to this shipment. Shipper's imprint in lieu of stamp a part of bill of lading approved by Interstate Commerce Commission.

Agent Per.

This Memorandum

is an acknowledgement that a Bill of Lading has been issued and is not the Original Bill of Lading nor a copy or duplicate covering property named herein and is intended solely for filing or records

RECEIVED subject to the classifications and lawfully filed tariffs in effect on the date of the receipt by the carrier of the property described in the Original Bill of Lading

From

S. E. W. FRIEL

Subject to Section 7 of c
if this shipment is to be de
the consignee without re
the consignor the consi
sign the following stateme
The carrier shall not mak
of this shipment without p
freight and all other lawful

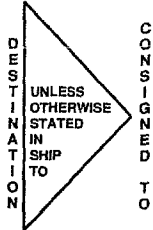
(Signature of Consignor)

SHIPPING NUMBER

501503

ARRIVAL DATE

03/26/03



FLEMING COMPANIES INC
CIF / NORTHEAST DIVISION
PO BOX 263858
OKLAHOMA CITY OK 73128

SHIP TO

FLEMING COMPANIES INC
#4 CENTER DRIVE
NORTHEAST, MD 21801

SHIPPING INSTRUCTIONS

Ship via THEIR TRUCK

Seal #

Pickup Date 03/26/03

Schedule to Unload At

Received \$
to apply in prepayment of the ch
on the property described hereon

Agent or Carrier

Per
(The signature here acknowledges
the amount prepaid)

DATE

If charges are to be prepaid with
stamp here "To be Prepaid"

Charges Advanced

\$

The fibre boxes used for this shipment
conform to the specifications set in
the box maker's certificate there
and all other requirements of Rule
of the Consolidated Freight Classi
fication

If the shipment moves between
ports by a carrier by water the
requires that the bill of lading shall s
whether it is carriers or ship
weight

NOTE — Where the rate is depend
on value shippers are required to s
specifically in writing the agreed
declared value of the property

The agreed or declared value of
property is hereby specifically state
the shipper to be not exceeding

per
This shipment is tendered and receive
subject to the terms and conditions
the carrier's Bill of Lading as shown
the tariff and classification filed with t
Interstate Commerce Commission
naming and covering the rate or rat
lawfully applicable to this shipment
Shipper's imprint in lieu of stamp
a part of bill of lading approved by t
Interstate Commerce Commission

PURCHASE ORDER NO

8887116-NEL

ACCOUNT NO

FLEMING

FOB SHIPPING POINT

QUEENSTOWN MD

CASES	PACK/SIZE	DESCRIPTION	WEIGHT
850	24/300	BEST YET WK GOLDEN CORN /42187/40800 24/300 WKOCF KRAFT TRAYS 137	22,950
221	24/300	BEST YET WK GOLDEN CORN NS /42187/40801 24/300 WKGCNS KRAFT TRAYS 138	5,967
501	24/300	BEST YET CS GOLDEN CORN /42187/40802 24/300 CSOCF KRAFT TRAYS 139	15,147
1632			44,064

ARRIVAL TIME DEPART TIME TRAILER INSPECTED & CLEAN

CERTIFIED LOAD PALLETS EXCHANGE** *CARRIER PROTECT FR/AM FREEZING**

DRIVER IS TO INSPECT LOAD ANY DAMAGED GOODS BECOME RESPONSIBILITY OF
TRUCKING COMPANY ONCE IT LEAVES OUR FACILITY THE QUANTITIES AGREE WITH
THOSE ON THE BILL OF LADING THIS TRAILER HAULS NO MUNICIPAL WASTE THIS
LOAD HAS BEEN COUNTED BY

BOOKING

1001

DRIVER

LAURENCEMAN

DATE

PALLETS SHIPPED

PALLETS RETURNED

is to certify that the above articles are properly
labeled by name and are packed and marked and are in
proper condition for transportation according to the regula
prescribed by the Interstate Commerce Commission

S E W FRIEL,

Shippers Per

Agent Per

DAYMON 4010UCS
PURCHASE ORDER

PO Number 866706-NE

PO Date 03/19/03

Contact Code BD

Name ZIMMERMAN, HOWARD

Comm Qual TE

Comm Number 8003440098

Contact Inquiry Reference

*Shipment Method Of Payment CC Transportation Method/Type Code H

*PP IS DELIVERY

*PB IS PICKUP

*FOB Point Code 04 FOB Point

*02 IS DEL'D

*04 IS FOB

Requested Ship/Pickup Date 10

Date 03/26/03

Free-Form Message 4/3 RMG AD PULL

DUNNS+4 006943773NE00

BT FLEMING NORTH EAST MARYLAND DIV

DUNNS+4 006943773NE00

ST FLEMING NORTH EAST MARYLAND DIV

DUNNS+4 5900002870000
VN SEW FRIEL ANY

DUNNS+4 0476652450000
BO DAYMON ASSOCIATES

Quantity Ordered	UOM	Item List Cost	UPC Case Code
1020	CA	7 66	004218740600

Description BY WK GOLD CORN 03193 00024 15 25 OZ

Quantity Ordered	UOM	Item List Cost	UPC Case Code
221	CA	7 66	004218740601

Description BY NS WK CORN GOLD 03217 00024 15 25 OZ

Quantity Ordered	UOM	Item List Cost	UPC Case Code
391	CA	7 66	004218740602

Description BY CRM STY GOLD CORN 03215 00024 14 75 OZ

Quantity Ordered	1632 UN
Weight	44064 LB
Volume	922 00 CF
Amount	12501 00

***** END OF PURCHASE ORDER *****



S. E. W. FRIEL

P O BOX 10
 QUEENSTOWN MARYLAND 21658 0010
 PHONE (410) 827 8811
 FAX (410) 827 9472

SOLD TO
 FLEMING COMPANIES INC
 CTP / NORTH CAROLIN DIVISION
 PO BOX 268854
 OKLAHOMA CITY, OK 73124

SHIP TO
 FLEMING COMPANIES INC
 GROCERY ALT WAREHOUSE
 1018 US 117 SOUTH
 WARSAW, NC 28398

INVOICE NO
 IN1715

SALES ORDER NO
 SO1623

INVOICE DATE
 03/27/03

ACCOUNT NO
 FLEMING

PURCHASE ORDER NO 716330-WW		TERMS 2% 10 DAYS NET 11 DAYS			
CARRIER MIKE GARNER INC		F O B SHIPPING POINT WARSAW, NC			SALESMAN DAYMON
CASES	PACK/SIZE	DESCRIPTION	WEIGHT	PRICE	AMOUNT
595	24/300	IGA WK GOLDEN CORN 41270/88000	16,065	8 26	4,914 70
510	24/300	BEST YET WK GOLDEN CORN 42187/40600	13,770	8 28	4,222 80
340	24/300	IGA CS GOLDEN CORN 41270/87952	9,180	8 28	2,815 20
170	24/300	BEST YET CS GOLDEN CORN 42187/40602	4,590	8 28	1,407 60
1,615			43,605		
IF PAID BY 04/07/03		DEDUCT DISCOUNT OF \$ 267 21		AFTER DISCOUNT DATE PAY GROSS \$ 13,360 30	

Spint

UNIFORM STRAIGHT BILL OF LADING—ORIGINAL—NOT NEGOTIABLE

RECEIVED subject to the classifications and lawfully filed tariffs in effect on the date of issue of this Bill of Lading

From

S. E. W. FRIEL

if this shipment is to be delivered to the consignee without recourse the consignor the consignor sign the following statement The carrier shall not make delivery of this shipment without payment of freight and all other lawful charges

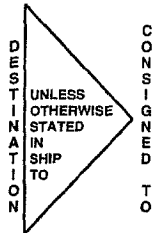
SEW FRIEL
(Signature of Consignor)

SHIPPING NUMBER

SO1623

ARRIVAL DATE

03/28/03



FLEMING COMPANIES INC
CTP / NORTH CAROLIN DIVISION
PO BOX 268854
OKLAHOMA CITY, OK 73124

SHIP TO

FLEMING COMPANIES INC
GROCERY ALT WAREHOUSE
1018 US 117 SOUTH
WARSAW, NC 28398

SHIPPING INSTRUCTIONS

Ship Via MIKE GARNER INC

Seal # 892709

Delivery Date 03/28/03

Schedule to Unload At 5 00 AM

Received \$ _____
to apply in prepayment of the charges on the property described hereon

PURCHASE ORDER NO

716330-VWW

ACCOUNT NO

FLEMING

FOB SHIPPING POINT

WARSAW, NC

CASES	PACK/SIZE	DESCRIPTION	WEIGHT
595	24/300	IGA WK GOLDEN CORN /41270/88000 24/300 WKGCF KRAFT TRAYS 126	16,065
510	24/300	BEST YET WK GOLDEN CORN /42187/40600 24/300 WKGCF KRAFT TRAYS 137	13,770
340	24/300	IGA CS GOLDEN CORN /41270/87952 24/300 CSGCF KRAFT TRAYS 125	9,180
170	24/300	BEST YET CS GOLDEN CORN /42187/40602 24/300 CSGCF KRAFT TRAYS 139	4,590
1615			43,605
ARRIVAL TIME		DEPART TIME	TRAILER INSPECTED & CLEAN
CERTIFIED LOADPALLET EXCHANGE***CARRIER PROTECT FROM FREEZING***			
DRIVER IS TO INSPECT LOAD ANY DAMAGED GOODS BECOME RESPONSIBILITY OF TRUCKING COMPANY ONCE IT LEAVES OUR FACILITY THE QUANTITIES AGREE WITH THOSE ON THE BILL OF LADING THIS TRAILER HAULS NO MUNICIPAL WASTE THIS LOAD HAS BEEN COUNTED BY			
RUCKLINE		DRIVER	
WAREHOUSEMAN		DATE	

Agent or Carrier

Per _____
(The signature here acknowledges only the amount prepaid)

DATE

If charges are to be prepaid write or stamp here To be Prepaid

Charges Advanced

\$ _____

The fibre boxes used for this shipment conform to the specifications set forth in the box maker's certificate thereon and all other requirements of Rule 41 of the Consolidated Freight Classification

If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carriers or shipper's weight

NOTE — Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property

The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding

per _____
This shipment is tendered and received subject to the terms and conditions of the carrier's Bill of Lading as shown in the tariff and classification filed with the Interstate Commerce Commission naming and covering the rate or rates lawfully applicable to this shipment Shippers imprint in lieu of stamp not a part of bill of lading approved by the Interstate Commerce Commission

PALLETS SHIPPED

12

PALLETS RETURNED

19

is to certify that the above articles are properly packed by name and are packed and marked and are in condition for transportation according to the regulations prescribed by the Interstate Commerce Commission

S E W FRIEL,

Shippers, Per

Agent Per

agent post office address of shipper

QUEENSTOWN MD

THIS Memorandum

a copy or duplicate covering property named herein and is intended solely for filing of records

RECEIVED subject to the classifications and lawfully filed tariffs in effect on the date of the receipt by the carrier of the property described in the Original Bill of Lading

From

S. E. W. FRIEL

the property described below in apparent good order except as noted (contents and condition of contents of packages unknown) marked, counted, signed and sealed as indicated below, which said carrier (the word carrier being understood throughout this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination, if on this route, otherwise to deliver to another carrier on the route to said destination. It is mutually agreed as to each case of all or any of said property over all or any portion of said route to destination, and as to each party at any time interested, all or any of said property that every service to be performed hereunder shall be subject to all the terms and conditions of the Uniform Domestic Freight Bill of Lading set forth (1) in Uniform Freight Classification in effect on the date hereof, if this is a rail or a rail-water shipment, or (2) in the applicable motor carrier classification of tariff if this is a motor carrier shipment. Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading, including those on the back hereof, set forth in the classification of tariff which governs the transportation of this shipment, and the said terms and conditions are hereby agreed to by the shipper and accepted for himself and his assigns (Mail or street address of consignee—For purposes of notification only)

Subject to Section 7 of Contract, if this shipment is to be delivered to the consignee without recourse to the consignor, the consignor signs the following statement: The carrier shall not make delivery of this shipment without payment of freight and all other lawful charges.

(Signature of Consignor)

SHIPPING NUMBER

501623

ARRIVAL DATE

03/28/03

DESTINATION
UNLESS OTHERWISE STATED IN SHIP TO
CONSIGNEE TO

FLEMING COMPANIES INC
CTP / NORTH CAROLIN DIVISION
PO BOX 260954
OKLAHOMA CITY, OK 73124

SHIP TO

FLEMING COMPANIES INC
ORDERLY ALT WAREHOUSE
1018 US 117 SOUTH
WARSAW, NC 28388

SHIPPING INSTRUCTIONS

Ship via MIKE GARRET INC

Seal # 092709

Delivery Date 03/28/03

Schedule to Unload At 5:00 AM

Received \$ _____
to apply in prepayment of the charges on the property described hereon

PURCHASE ORDER NO

ACCOUNT NO

F O B SHIPPING POINT

7 10330-WWW

FLEMING

WARSAW, NC

Agent or Carrier

CASES	PACK/SIZE	DESCRIPTION	WEIGHT
505	24/300	10A WK GOLDEN CORN /41270/08000 24/300 WK GCF KRAFT TRAYS 125	16,085
510	24/300	BEST YET WK GOLDEN CORN /42197/10600 24/300 WK GCF KRAFT TRAYS 137	13,770
340	24/300	10A CS GOLDEN CORN /41270/87952 24/300 CSGCF KRAFT TRAYS 125	9,180
170	24/300	BEST YET CS GOLDEN CORN /42187/40802 24/300 CSGCF KRAFT TRAYS 139	4,590
1615			43,605

Per _____
(The signature here acknowledges only the amount prepaid)

DATE

If charges are to be prepaid write or stamp here To be Prepaid

Charges Advanced

\$

The fibre boxes used for this shipment conform to the specifications set forth in the box maker's certificate thereon and all other requirements of Rule 41 of the Consolidated Freight Classification

If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carriers or shipper's weight

NOTE — Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property

The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding

per _____
This shipment is tendered and received subject to the terms and conditions of the carrier's Bill of Lading as shown in the tariff and classification filed with the Interstate Commerce Commission naming and covering the rate or rates lawfully applicable to this shipment. Shipper's imprint in lieu of stamp not a part of bill of lading approved by the Interstate Commerce Commission

ARRIVAL TIME _____ DEPART TIME _____ TRAILER INSPECTED & CLEAN
CERTIFIED LOADPALLET EXCHANGE***CARRIER PROTECT FROM FREEZING***
DRIVER IS TO INSPECT LOAD ANY DAMAGED GOODS BECOME RESPONSIBILITY OF
PACKING COMPANY ONCE IT LEAVES OUR FACILITY THE QUANTITIES AGREE WITH
THOSE ON THE BILL OF LADING THIS TRAILER HAULS NO MUNICIPAL WASTE THIS
LOAD HAS BEEN COUNTED BY
FUCKLINE M-I DRIVER _____
VAPEH DUSTMAN _____ DATE _____

PALLET SHIPPED _____

PALLET RETURNED _____

is to certify that the above articles are properly
marked by name and are packed and marked and are in
proper condition for transportation according to the regula
prescribed by the Interstate Commerce Commission

S E W FRIEL,

Shippers, Per _____

Agent Per _____

agent post office address of shipper QUEENSTOWN MD

F L E M I N G 4 0 1 0 U C S
P U R C H A S E O R D E R

PO Number 716330-WW

PO Date 03/21/03

Contact Code BD

Name ZIMMERMAN, HOWARD

Comm Qual TE

Comm Number 9729068000

*Shipment Method Of Payment PP Transportation Method/Type Code M

*PP IS DELIVERY

*PU IS PICKUP

*FOB Point Code 02 FOB Point

*02 IS DEL'D

*04 IS FOB

Requested Ship/Pickup Date 02

Date 03/28/03

Free-Form Message 4/9 AD PULL

DUNNS+4 006943773WW00
BT FLEMING NORTH CAROLINADUNNS+4 006943773WW00
ST FLEMING NORTH CAROLINADUNNS+4 0030668910000
VN SEW FRIFL P/L ANY

Quantity Ordered	UOM	Item List Cost	UPC Case Code
340	CA	8 28	004127087952

Description IGA CORN GOLDEN C/S 90425 00024 15Z

Quantity Ordered	UOM	Item List Cost	UPC Case Code
-----	---	-----	-----
510	CA	8 26	004127088000

Description IGA CORN GOLDEN W/K 90428 00024 15 OZ

Quantity Ordered	UOM	Item List Cost	UPC Case Code
-----	---	-----	-----
340	CA	8 28	004218740600

Description BEST YET W/K CORN 13227 00024 15Z

Quantity Ordered	UOM	Item List Cost	UPC Case Code
-----	---	-----	-----
170	CA	8 28	004218740602

Description BEST YET C/S CORN 13225 00024 15Z

Quantity Ordered	1360 UN
Weight	36718 LB
Volume	757 CF
Amount	11250 00

***** END OF PURCHASE ORDER *****



A S1.
subject to

S. E. W. FRIEL

P O BOX 10
QUFENSTOWN, MARYLAND 21658 0010
PHONE (410) 827 8811
FAX (410) 827 9472

ding

INVOICE NO IN1727
SALES ORDER NO SO1624
INVOICE DATE 03/30/03
ACCOUNT NO FLEMING

SOLD TO
FLEMING COMPANIES INC
CTP / NORTH CAROLIN DIVISION
PO BOX 268854
OKLAHOMA CITY, OK 73124

SHIP TO
FLEMING COMPANIES INC
GROCERY ALT WAREHOUSE
1018 US 117 SOUTH
WARSAW, NC 28398

PURCHASE ORDER NO 716331-WW	TERMS 2% 10 DAYS NET 11 DAYS	
CARRIER MIKE GARNER INC	FO B SHIPPING POINT WARSAW, NC	SALESMAN DAYMON

CASES	PACK/SIZE	DESCRIPTION	WEIGHT	PRICE	AMOUNT
1,105	24/300	IGA WK GOLDEN CORN 41270/88000	29,835	8 26	9,127 30
510	24/300	IGA CS GOLDEN CORN 41270/87952	13,770	8 28	4,222 80
1,615			43,605		

Sent

PAID BY 04/10/03 DEDUCT DISCOUNT OF \$ 267 00 AFTER DISCOUNT DATE PAY GROSS \$ 13,350 10

UNIFORM STRAIGHT BILL OF LADING—ORIGINAL—NOT NEGOTIABLE

RECEIVED subject to the classifications and lawfully filed tariffs in effect on the date of issue of this Bill of Lading

From

S. E. W. FRIEL

if this shipment is to be delivered the consignee without recourse the consignor the consignor shall sign the following statement The carrier shall not make delivery of this shipment without payment freight and all other lawful charges

[Signature]
(Signature of Consignor)

the property described below appears to be good except as noted (contents of packages unknown) marked, counted, sealed and delivered as indicated below which are carried by the carrier (the words carrier and delivered through out this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry it to its place of destination on this route, otherwise to deliver to another carrier on the route to said destination. It is mutually agreed as to each carrier of all or any of said property or any portion of said route to destination, and as to each party at a time hereinafter named, that every service to be performed hereunder shall be subject to all the terms and conditions of the Uniform Domestic Straight Bill of Lading set forth (1) in Uniform Freight Classification, applicable on the date of this bill of lading, and (2) in applicable motor carrier classification, if it is a motor carrier shipment. Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading and those of the backhaul classification, if applicable, in which government classification of this shipment and the aid to its terms and conditions are hereby agreed to by the shipper and accept of them if and his agent's (M or stre) duties of consignment—For purposes of notification only.

SHIPPING NUMBER

501824

ARRIVAL DATE

03/31/03

FLEMING COMPANIES INC
CTP / NORTH CAROLIN DIVISION
PO BOX 268854
OKLAHOMA CITY OK 73124

SHIP TO

FLEMING COMPANIES INC
GROCERY ALT WAREHOUSE
1018 US 117 SOUTH
WARSAW, NC 28398

HIPPING INSTRUCTIONS

Ship Via MIKE GARNER INC

Seal # 892700

Delivery Date 03/31/03

Schedule to Unload At 5 00 AM

Received \$ _____
to apply in prepayment of the charges on the property described hereon

PURCHASE ORDER NO

718331-WWW

ACCOUNT NO

FLEMING

FOB SHIPPING POINT

WARSAW, NC

CASES	PACK/SIZE	DESCRIPTION	WEIGHT
1 105	24/300	IGA WK GOLDEN CORN /41270/88000 24/300 WKGCF KRAFT TRAYS 126	29 835
5 10	24/300	IGA CS GOLDEN CORN /41270/87952 24/300 CSGCF KRAFT TRAYS 125	13,770
1 615			43 605

ARRIVAL TIME _____ DEPART TIME _____ TRAILER INSPECTED & CLEAN _____
****CERTIFIED LOAD**PALLETT EXCHANGE***CARRIER PROTECT FROM FREEZING*****
 RIVER IS TO INSPECT LOAD ANY DAMAGED GOODS BECOME RESPONSIBILITY OF RUCKING COMPANY ONCE IT LEAVES OUR FACILITY THE QUANTITIES AGREE WITH JOSE ON THE BILL OF LADING THIS TRAILER HAULS NO MUNICIPAL WASTE THIS LOAD HAS BEEN COUNTED BY _____
 RUCKLINE Mike Garner, Inc DRIVER [Signature]
 WAREHOUSEMAN Gorena (Mar) DATE 3/28/03

Agent or Carrier

Per _____
(The signature here acknowledges only the amount prepaid)

DATE

If charges are to be prepaid write or stamp here To be Prepaid

Charges Advanced

\$ _____
The fibre boxes used for this shipment conform to the specifications set forth in the box maker's certificate thereon and all other requirements of Rule 41 of the Consolidated Freight Classification. If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carriers or shipper's weight. NOTE — Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property.

The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding _____

per _____
This shipment is tendered and received subject to the terms and conditions of the carrier's Bill of Lading as shown in the tariff and classification filed with the Interstate Commerce Commission naming and covering the rate or rates lawfully applicable to this shipment. Shipper's imprint in lieu of stamp not a part of bill of lading approved by the Interstate Commerce Commission.

PALLETS SHIPPED 19

PALLETS RETURNED 24

is to certify that the above articles are properly labeled by name and are packed and marked and are in proper condition for transportation according to the regulations prescribed by the Interstate Commerce Commission

S E W FRIEL

Shippers, Per _____

Agent Per _____

nearest post office address of shipper QUEENSTOWN, MD

THIS Memorandum

a copy or duplicate covering property named herein and is intended solely for filing or records
 RECEIVED subject to the classifications and lawfully filed tariffs in effect on the date of the receipt by the carrier of the property described in the Original Bill of Lading

From

S. E. W. FRIEL

the property described below in apparent good order except as noted (contents and condition of contents of packages unknown) marked consigned and destined as indicated below which said carrier (the word carrier being understood throughout this contract as meaning a person or corporation in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination if on this route otherwise to deliver to another carrier on the route to said destination it is mutually agreed as to each carrier of all or any of said property over all or any portion of said route to destination and as to each party at any time interested in all or any of said property that every service to be performed hereon shall be subject to all the terms and conditions of the Uniform Domestic Straight Bill of Lading set forth (1) in Uniform Freight Classification in effect on the date hereof if this is a rail or a rail water shipment or (2) in the applicable motor carrier classification or tariff if this is a motor carrier shipment Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading including those on the back thereof set forth in the classification or tariff which govern the transportation of this shipment and the said terms and conditions are hereby agreed to by the shipper and accepted for himself and his assigns (Mail or street address of consignee—For purposes of notification only)

Subject to Section 7 of Contract if this shipment is to be delivered the consignee without recourse the consignor the consignor shall sign the following statement The carrier shall not make delivery of this shipment without payment freight and all other lawful charges

(Signature of Consignor)

SHIPPING NUMBER

111724

ARRIVAL DATE

05/31/03

DESTINATION
 UNLESS OTHERWISE STATED IN SHIP TO
 CONSIGNEE TO

FLEMING COMPANIES INC
 CTR / NORTH CAROLIN DIVISION
 PO BOX 288851
 OKLAHOMA CITY, OK 73121

SHIP TO

FLEMING COMPANIES INC
 GROCERY ALT WAREHOUSE
 1018 US 117 SOUTH
 WARSAW, NC 28398

SHIPPING INSTRUCTIONS

Ship Via MIKE GARNER INC

Seal # 892700

Delivery Date 03/31/03

Schedule to Unload At 5 00 AM

PURCHASE ORDER NO

710331-WW

ACCOUNT NO

FLEMING

F O B SHIPPING POINT

WARSAW, NC

CASES	PACK/SIZE	DESCRIPTION	WEIGHT
1 105	24/300	IGA WK GOLDEN CORN #1270/98000 24/300 WKGCF KRAFT TRAYS 125	29 835
510	24/300	IGA CS GOLDEN CORN #1270/97952 24/300 CSGCF KRAFT TRAYS 125	13,770
1 615			43 605

Received \$ _____ to apply in prepayment of the charges on the property described hereon

Agent or Carrier

Per _____
 (The signature here acknowledges only the amount prepaid)

DATE

If charges are to be prepaid write or stamp here To be Prepaid

Charges Advanced

\$ _____
 The fibre boxes used for this shipment conform to the specifications set forth in the box maker's certificate thereon and all other requirements of Rule 41 of the Consolidated Freight Classification
 If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carriers or shippers weight
 NOTE — Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property

The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding

per _____
 This shipment is tendered and received subject to the terms and conditions of the carrier's Bill of Lading as shown in the tariff and classification filed with the Interstate Commerce Commission naming and covering the rate or rates lawfully applicable to this shipment
 Shipper's imprint in lieu of stamp not a part of bill of lading approved by the Interstate Commerce Commission

ARRIVAL TIME DEPART TIME TRAILER INSPECTED & CLEAN
 TRAILER (PFD) LOADED PALLET EXCHANGE*** CARRIER PROTECT FROM FREEZING***
 DRIVER IS TO INSPECT LOAD ANY DAMAGED GOODS BECOME RESPONSIBILITY OF RUCKELING COMPANY ONCE IT LEAVES OUR FACILITY THE QUANTITIES AGREE WITH THOSE ON THE BILL OF LADING THIS TRAILER HAULS NO MUNICIPAL WASTE THIS CUB HAS BEEN COUNTED BY

RUCKELING Mike Garner Inc DRIVER [Signature]

WAREHOUSEMAN [Signature] (Date) DATE 5/25/03

PALLETS SHIPPED

107

PALLETS RETURNED

24

is to certify that the above articles are properly labeled by name and are packed and marked and are in condition for transportation according to the regulations prescribed by the Interstate Commerce Commission

S E W FRIEL,

Shippers, Per

Agent Per

nearest post office address of shipper QUEENSTOWN, MD

Description IGA CORN GOLDEN C/S (90425 00024 15Z

Quantity Ordered	UOM	Item List Cost	UPC Case Code
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935	CA	8 26	004127088000

Description IGA CORN GOLDEN W/K 90428 00024 15 OZ

Quantity Ordered	1275 UN
Weight	34441 LB
Volume	717 CF
Amount	10538 00

***** END OF PURCHASE ORDER *****