FORM B10 (Official Form 10) (4/01)

UNITED STATES BANKRUPTCY COURT _____ DISTRICT OF DELAWARE	PROOF OF CLAIM

Name of Debtor	Case Number
Fleming Companies	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)	☐ 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
5 STAR LOGISTICS	☒ Check box if you have never received any notices from the bankruptcy court in this case
Name and address where notices should be sent 5 STAR LOGISTICS 1324 Central Avenue West #4 Great Falls MT 59404	☐ Check box if the address differs from the address on the envelope sent to you by the court
Telephone number 406-454-7729	

REC'D MAY 15 2003

THIS SPACE IS FOR COURT USE ONLY

Account or other number by which creditor identifies debtor	Check here if this claim ☐ replaces ☐ amends a previously filed claim, dated _____

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 MARCH 11, 2003

3 If court judgment, date obtained

4 Total Amount of Claim at Time Case Filed $ 180.00

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

☐ 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

☐ 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.

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FILED
IN THE U.S. BANKRUPTCY COURT
DISTRICT OF DELAWARE
03 APR 22 PM 2:00

Date	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)
4/16/2003	Patricia Dawes, Bookkeeper

Penalty for presenting fraudulent claim: Fine of up to $500,000 or imprisonment for up to 5 years, or both.

Fleming Companies Claim

00582

General Info

Re: Fleming Companies, Inc.

Download [illegible] Print this information [illegible]

Chapter	Chapter 11
Filing Date	April 1, 2003
Primary Case Docket #	03-10945
Total Related Debtors	2[illegible] Click here to [illegible] Debtors/Petitions/20 Largest Lists
Court	United States Bankruptcy Court, District of Delaware
Judge	Judge Mary F Walrath
Bar Date	Not yet set
Admin Bar Date	Not yet set
Ballot Deadline	Not yet set
Attorneys for Debtors:	KIPKLAND & [illegible] James [illegible] 777 South Figueroa Street Los Angeles, California 90017-5800 T) 213-680-8400 F) 213-680-8500 PACHULSKI STANG [illegible] & JONES Laura Davis Jones [illegible] 919 N Market St , 16th Floor Wilmington DE 19899-8705 T) 302 652.4100 F) 302 652 4400
Court Docket	The court docket may now be viewed from the CaseInfo Finder navigation interface at the top of your page
Press Releases	• 04/04/[illegible] [illegible] Receives Approval of First Day Orders • 04/[illegible] Fleming Common Stock Suspended From Ex[illegible] Trading [illegible] Market • 04/[illegible] [illegible] Receives $50 Million Interim Funding [illegible] Bridge to $[illegible] Financing Package • 04/[illegible] - Fleming Files Voluntary Chapter 11 Petition • 03/[illegible] - Fleming Provides Update on Financing Discussions [illegible] Extension of Time to File Form 10-K • 03/[illegible] [illegible] Declines to Comment on Bankruptcy [illegible]

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5 Star Logistics
1324 Central Ave West #4
Great Falls, MT 59404
406-454-7729
Fax 406-454-7725

Invoice

Date	Invoice #
3/24/2003	1005

Bill To	Ship To
Fleming Companies P O BOX 26828 ATTEN JO ANN STANTON Salt Lake City,UT 84126	FLEMING / SLC

P O Number	Terms	Rep	Ship	Via	F O B
0998624	Net 15		3/11/2003		45567

Item Code	Description	Price Each	Amount
Produce	LOAD OF BEANS	180 00	180 00

PLEASE REMIT PAYMENT TO 5 STAR
LOGISTICS
1324 CENTRAL AVE W #4
GREAT FALLS,MT 59404

Thank you for your business

Total $180 00

CPJC014-01

LOAD SHEET

DATE 03/06/03 TIME 14 05 PAGE 2

LOAD 5249

DIVISION SALT LAKE CITY DIVISION
ADDRESS 2455 WEST 1500 SOUTH
SALT LAKE CITY UT 84126
DIV PHONE (801) 973-5653
APPOINTMENT REQUIRED YES
RECEIVING HOURS 20 00-0500
CLOSED SAT NIGHT

TRUCK FLEMING SLC
TRUCK CONTACT RICHARD KING
TRUCK PHONE (801) 973-5616
TRUCK 24 HR PHONE (801) 973-5617

INBOUND ANALYST RICHARD KING
ANALYST OFFICE PHONE 801-973-5616
ANALYST CELL PHONE 801-673-3103

LOG SHPT NO 1258387
SHIPMENT NO S245116
DUE DATE ~~03/10/2003~~ 3-12
STOPS

- LOAD TOTALS -
QTY 205
PALLETS 2 9
FEET 5 1
WEIGHT 6215

SHIPPER SORANCO BEAN PRODUCTS

COOLER SOUTH SIDE BEAN CO
150 SOUTH PARK AVE W
TWIN FALLS ID 83303

SHED PHONE (208) 733-4024
SALES OFFICE PHONE (208) 733-4024

MESSAGE

PICK-UP NBRS	PO NBRS	LOAD DATE
998624	0998624	~~03/07/2003~~ 3-11

QTY	VARIETY	PACK/WGT	COUNT/SIZE	CATEGORY
35	PINTO BEAN	25 LBS	25 LBS	BEANS DRIED
40	RICE	3/10 LBS	3/10 LBS	BEANS DRIED
120	PINTO BEAN	3/10 LBS	3/10 LBS	BEANS DRIED
10	RICE	3/10 LBS	3/10 LBS	BEANS DRIED

PICKUP TOTALS QTY 205 PALLETS 2 9 FEET 5 1 WEIGHT 6215

END OF REPORT

FCFS - 0730 to 1500

RATE $180 ⊗

START @ MIDNIGHT — 0500

No PLT
No Lumper

STRAIGHT BILL OF LADING - ORIGINAL - NOT NEGOTIABLE

SORANCO
BEAN PRODUCTS
"The Idaho Pinto Bean People"
150 South Park Ave. W
Twin Falls, ID 83303-0963
Ph 208.733.4024
Fx 208.734.4024

Bill of Lading #	2241476	Order # 2229804
Date	03/11/2003	
Date Ordered	03/06/2003	
Customer P/O No.	998624	
Terms	NET 20 DAYS	
Ship VIA	FLEMING/ 5 STAR	
Salesman	ROBINS BROKERAGE	

Sold To:
CTP/SALT LAKE CITY DIVISION
FLEMING COMPANIES INC.
P.O. BOX 24930
OKLAHOMA CITY OK 73124-4930
Phone: 405 840-7200

Ship To:
FLEMING FOODS
2205 W 1500 S
SALT LAKE CITY UT 84126
Phone: 801-973-5500

		Description		Pounds
35	25 LB	PINTO	25# AA WHITE PAPER	875
120	30 LB	PINTO	3/10# AA CARTON	3,600
40	30 LB	LONG GRAIN RICE	3/10# AA CARTON	1,200
10	30 LB	BROWN RICE	3/10# AA CARTON	300

Notes: Total Net Weight: 5975 Total Units 205
Total Pallets: 3 Exchanged:
COUNT CORRECT AND VERIFIED BY DRIVER. ANY SHORTAGE WILL BE DEDUCTED FROM FREIGHT BILL

205

3/12/03

NOTE: WHERE THE RATE IS DEPENDENT ON VALUE, SHIPPERS ARE REQUIRED TO STATE SPECIFICALLY IN WRITING THE AGREED OR DECLARED VALUE OF PROPERTY. THE AGREED OR DECLARED VALUE OF THE PROPERTY IS HEREBY SPECIFICALLY STATED BY THE SHIPPER TO BE NOT EXCEEDING

$ _____ PER _____

SUBJECT TO SECTION 7 OF THE CONDITIONS, IF THIS SHIPMENT IS TO BE DELIVERED TO THE CONSIGNEE WITHOUT RECOURSE ON THE CONSIGNOR, THE CONSIGNOR SHALL 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)

TOTAL CHARGES $ _____

FREIGHT CHARGES
FREIGHT PREPAID — CHECK BOX
EXCEPT WHEN — IF CHARGE
BOX AT RIGHT — ARE TO BE
IS CHECKED — COLLECT

RECEIVED, subject to the classifications and tariffs in effect on the date of the issue of the bill of lading, the property described above in apparent good order, except as noted (contents and condition of contents of packages unknown) marked, consigned and destined as indicated above which said carrier (the word being understood throughout this contract as meaning any person or corporation in possession of the property under the contract) 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 bill of lading terms and conditions in the governing classification on the date of shipment. Shipper hereby certifies that he is familiar with all the bill of lading terms and conditions in the governing classification and the said terms and conditions are hereby agreed to by the shipper and accepted for himself and his assigns.

SHIPPER: SORANCO BEAN PRODUCTS TWIN FALLS, IDAHO 83303 CARRIER _____

PER _____ PER _____ DATE _____