B10 (Official Form 10)
(Rev 12/92)

United States Bankruptcy Court District of Delaware	PROOF OF CLAIM
In re (Name of Debtor) Fleming Companies/ Food 4 Less	Case Number 03-10945(MFW) Chap 11 Cred.id

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) McKEE FOODS CORPORATION Name and Address Where Notices Should be Sent McKEE FOODS CORPORATION P O BOX 750 COLLEGEDALE, TN 37315 Telephone Number 423-238-7111 EXT 2830	☐ 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 JUN 12 2003

THIS SPACE IS FOR COURT USE ONLY

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR. 9732	Check here if this claim ☐ replaces ☐ amends a previously titled claim, dated

1. BASIS FOR CLAIM X Goods sold ☐ Services performed ☐ Money loaned ☐ Personal injury/wrongful death ☐ Taxes ☐ Other (Describe briefly)	☐ Retiree benefits as defined in 11 U.S.C. 1114(a) ☐ Wages, salaries, and compensation (Fill out below) ☐ Your social security number _____ Unpaid compensation for services performed from _____ (date) to _____ (date)
2 DATE DEBT WAS INCURRED	3. IF COURT JUDGMENT DATE OBTAINED

4 CLASSIFICATION OF CLAIM. Under the Bankruptcy Code all claims are classified as one or more of the following (1) Unsecured nonpriority, (2) Unsecured Priority, (3) Secured. It is possible for part of a claim to be in one category and part in another
CHECK THE APPROPRIATE BOX OR BOXES that best describe your claim and STATE THE AMOUNT OF THE CLAIM AT TIME CASE FILED.

SECURED CLAIM $ _____
Attach evidence of perfection of security interest
Brief Description of Collateral:
☐ Real Estate ☐ Motor Vehicle ☐ Other (Describe briefly)

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

X UNSECURED NONPRIORITY CLAIM $ 151,730 61

A claim is unsecured if there is no collateral or lien on property of the debtor securing the claim or to the extent that the value of such property is less than the amount of the claim.

UNSECURED PRIORITY CLAIM $ _____
Specify the priority of the claim.
☐ Wages, salaries, or commissions (up to $2000), earned not more than 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 $900 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use--11 U S C __ 507(a__6)
☐ Taxes or penalties of governmental units--11 U.S C __ 507(a__7)
Other--Specify applicable paragraph of 11 U S. C __ 507(a) _____

5 TOTAL AMOUNT OF CLAIM AT TIME CASE FILED $ 151,730 61 (Unsecured) (Secured) (Priority) $ 151,730 61 (Total)

☐ Check this box if claim includes charges in addition to the principal amount of the claim. Attach itemized statement of all additional charges.

6. CREDITS AND SETOFFS. The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. In filing this claim, claimant has deducted all amounts that claimant owes to debtor

7 SUPPORTING DOCUMENTS *Attach copies of supporting documents*, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, or evidence of security interests. If the documents are not available, explain. If the documents are voluminous, attach a summary

8 TIME 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

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)
June 6, 2003	Valerie H. Phillips Valerie H. Phillips, Collections Administrator

Penalty of presenting fraudulent claim Fine of up to $500 000 or imprisonment for up to 5 years or both 18

Fleming Companies Claim
00977

S T A T E M E N T

Date 06/02/03

FROM McKee Foods Corporation
Box 2118, Collegedale, TN 37315-2118
Phone 1-800-251-6346

TO FLEMING COMPANIES*
RICHMAR FOODS, INC
PO BOX 268877
OKLAHOMA CITY OK 73126 - 8877

Clerk 50
Ext 22830
Acct 9732
Phone (405)419-3384

Reference	Invoice#	Date	Store#	DSD#	Amount
Invoice	3668782	11/02/01	8846		344 00
Invoice	1594067	04/02/02	8921		478 93
Invoice	3092769	05/24/02	172	7007	235 60
Invoice	855262	06/08/02	8841		108 56
Invoice	5895608	09/10/02	8921		327 60
Invoice	3233316	10/08/02	8910		-20 48
Invoice	1981244	11/20/02	8836		-17 94
Invoice	6912736	11/21/02	8848		-16 72
Invoice	6912758	11/25/02	8848		250 52
Invoice	470239	12/02/02	8839		170 99
Invoice	70389	12/06/02	8927		15 52
Invoice	70390	12/06/02	8927		-7 46
Invoice	135138	12/20/02	8927		-4 85
Invoice	4798098	12/28/02	1216		273 36
Invoice	4798099	12/28/02	1216		272 48
Invoice	470479	12/30/02	8839		-15 00
Invoice	470480	12/30/02	8839		139 07
Invoice	3117941	01/01/03	8729		-1 17
Invoice	470753	01/30/03	8839		156 88
Invoice	6112669	02/03/03	8927		275 54
Invoice	470790	02/04/03	8839		149 60
Invoice	4583192	02/14/03	8928		15 52
Invoice	4146764	02/20/03	8844		168 88
Invoice	7112673	02/21/03	8836		398 92
Invoice	108024	02/24/03	8828		190 32
Invoice	1682651	02/24/03	8706	1	838 74
Invoice	1860917	02/24/03	8907		192 68
Invoice	2513394	02/24/03	8060		209 08
Invoice	2798474	02/24/03	8829		654 76
Invoice	2860549	02/24/03	8924		103 28
Invoice	3287860	02/24/03	8843		570 00
Invoice	3532922	02/24/03	8929		125 80
Invoice	4188879	02/24/03	8837		213 56
Invoice	4583325	02/24/03	8928		139 43
Invoice	4798698	02/24/03	1216		472 54
Invoice	4798699	02/24/03	1216		524 88
Invoice	5490268	02/24/03	8904		129 80
Invoice	550385	02/24/03	8925		204 40
Invoice	5935078	02/24/03	8842		798 16
Invoice	6112796	02/24/03	8927		134 12
Invoice	6913190	02/24/03	8848		87 72
Invoice	727743	02/24/03	8715		34 78
Invoice	820178	02/24/03	8716		52 48
Invoice	9196129	02/24/03	8827	3	198 52
Invoice	9250245	02/24/03	8951		202 24
Invoice	9543473	02/24/03	8841		229 92
Invoice	9888654	02/24/03	8926		104 40
Invoice	1860927	02/25/03	8909		151 64

Continued on Next Page

S T A T E M E N T

Date 06/02/03

FROM McKee Foods Corporation
Box 2118, Collegedale, TN 37315-2118
Phone 1-800-251-6346

TO FLEMING COMPANIES*
RICHMAR FOODS, INC
PO BOX 268877
OKLAHOMA CITY OK 73126 - 8877

Clerk 50
Ext 22830
Acct 9732
Phone (405)419-3384

Reference	Invoice#	Date	Store#	DSD#	Amount
Invoice	1860932	02/25/03	8907		226 40
Invoice	3986345	02/25/03	8911	3	169 12
Invoice	4140332	02/25/03	8921		377 52
Invoice	4140336	02/25/03	8921		333 32
Invoice	4146833	02/25/03	8845		204 20
Invoice	4146837	02/25/03	8844		425 52
Invoice	4188890	02/25/03	8837		306 92
Invoice	470953	02/25/03	8839		103 16
Invoice	4798708	02/25/03	1216		147 34
Invoice	5030688	02/25/03	8952		415 92
Invoice	5530455	02/25/03	8908		-21 10
Invoice	5530456	02/25/03	8908		309 74
Invoice	5640576	02/25/03	8823		616 00
Invoice	6805512	02/25/03	8950		477 76
Invoice	6913194	02/25/03	8848		80 00
Invoice	6932622	02/25/03	8819		365 38
Invoice	893542	02/25/03	8847		441 50
Invoice	9196140	02/25/03	8827	3	62 64
Invoice	5623136	02/26/03	8708		265 76
Invoice	5640581	02/26/03	8823		599 04
Invoice	7112704	02/26/03	8836		213 96
Invoice	727773	02/26/03	8715		263 74
Invoice	820200	02/26/03	8716		314 48
Invoice	9330001	02/26/03	8714		409 20
Invoice	108057	02/27/03	8828		429 20
Invoice	108062	02/27/03	8828		206 80
Invoice	1682666	02/27/03	8706	1	646 24
Invoice	1682667	02/27/03	8706	1	77 76
Invoice	2335440	02/27/03	8721	T	664 00
Invoice	2798496	02/27/03	8829		501 04
Invoice	3287894	02/27/03	8843		589 20
Invoice	3532940	02/27/03	8929		182 56
Invoice	3976452	02/27/03	8913		242 42
Invoice	4188913	02/27/03	8837		250 56
Invoice	4345435	02/27/03	8922		148 88
Invoice	4798735	02/27/03	1216		199 76
Invoice	5490306	02/27/03	8904		169 28
Invoice	6112813	02/27/03	8927		841 60
Invoice	6913203	02/27/03	8848		530 84
Invoice	6932638	02/27/03	8819		367 36
Invoice	820213	02/27/03	8716		136 08
Invoice	9196156	02/27/03	8827	3	280 44
Invoice	9250260	02/27/03	8951		394 56
Invoice	9250266	02/27/03	8953		353 20
Invoice	9543510	02/27/03	8841		275 60
Invoice	9683128	02/27/03	8923		432 88
Invoice	9888685	02/27/03	8926		126 40
Invoice	1860961	02/28/03	8909		113 36

Continued on Next Page

S T A T E M E N T

Date 06/02/03

FROM McKee Foods Corporation
Box 2118, Collegedale, TN 37315-2118

Phone
1-800-251-6346

TO FLEMING COMPANIES*
RICHMAR FOODS, INC
PO BOX 268877
OKLAHOMA CITY OK 73126 - 8877

Clerk 50
Ext 22830
Acct 9732
Phone (405)419-3384

Reference	Invoice#	Date	Store#	DSD#	Amount
Invoice	1860964	02/28/03	8907		190 24
Invoice	2513438	02/28/03	8060		304 16
Invoice	2798505	02/28/03	8829		302 00
Invoice	2860590	02/28/03	8924		227 76
Invoice	3986404	02/28/03	8911	3	315 36
Invoice	4345442	02/28/03	8922		413 44
Invoice	4583358	02/28/03	8928		220 00
Invoice	470997	02/28/03	8839		61 92
Invoice	550426	02/28/03	8925		206 84
Invoice	5640591	02/28/03	8823		375 84
Invoice	6932652	02/28/03	8819		208 80
Invoice	7112724	02/28/03	8836		357 08
Invoice	893582	02/28/03	8847		296 64
Invoice	9683139	02/28/03	8923		40 56
Invoice	2335464	03/01/03	8721	T	163 70
Invoice	4146870	03/01/03	8844		276 28
Invoice	4146875	03/01/03	8845		242 28
Invoice	4188934	03/01/03	8837		321 60
Invoice	4583379	03/01/03	8928		180 96
Invoice	5030729	03/01/03	8952		35 20
Invoice	5623159	03/01/03	8708		256 52
Invoice	727804	03/01/03	8715		59 72
Invoice	9196192	03/01/03	8827	3	183 20
Invoice	108075	03/03/03	8828		262 48
Invoice	1682680	03/03/03	8706	1	759 74
Invoice	1860975	03/03/03	8907		211 04
Invoice	2513447	03/03/03	8060		391 04
Invoice	2798523	03/03/03	8829		312 40
Invoice	2860603	03/03/03	8924		129 84
Invoice	3287902	03/03/03	8843		601 04
Invoice	3390099	03/03/03	8842		815 92
Invoice	3390100	03/03/03	8842		128 40
Invoice	4188940	03/03/03	8837		223 56
Invoice	4345459	03/03/03	8922		149 12
Invoice	4798762	03/03/03	1216		574 65
Invoice	5030741	03/03/03	8952		109 92
Invoice	5490318	03/03/03	8904		240 32
Invoice	550440	03/03/03	8925		121 48
Invoice	6112839	03/03/03	8927		387 52
Invoice	6913218	03/03/03	8848		119 68
Invoice	6932663	03/03/03	8819		272 04
Invoice	7112736	03/03/03	8836		401 40
Invoice	727811	03/03/03	8715		42 10
Invoice	820242	03/03/03	8716		112 84
Invoice	893597	03/03/03	8847		124 77
Invoice	9196199	03/03/03	8827	3	144 10
Invoice	9250289	03/03/03	8951		361 24
Invoice	9250292	03/03/03	8953		143 20

Continued on Next Page

S T A T E M E N T

Date 06/02/03

FROM McKee Foods Corporation
Box 2118, Collegedale, TN 37315-2118

Phone
1-800-251-6346

TO FLEMING COMPANIES*
RICHMAR FOODS, INC
PO BOX 268877
OKLAHOMA CITY OK 73126 - 8877

Clerk 50
Ext 22830
Acct 9732
Phone (405)419-3384

Reference	Invoice#	Date	Store#	DSD#	Amount
Invoice	9260148	03/03/03	8824		285 81
Invoice	9330038	03/03/03	8714		284 08
Invoice	9543538	03/03/03	8841		253 12
Invoice	9683157	03/03/03	8923		114 32
Invoice	1860988	03/04/03	8909		157 42
Invoice	1860991	03/04/03	8907		39 36
Invoice	2860611	03/04/03	8924		106 24
Invoice	3532981	03/04/03	8929		113 36
Invoice	3986432	03/04/03	8911	3	177 32
Invoice	4140416	03/04/03	8921		580 84
Invoice	4188950	03/04/03	8837		366 76
Invoice	4583412	03/04/03	8928		132 96
Invoice	4798775	03/04/03	1216		310 44
Invoice	5623175	03/04/03	8708		52 48
Invoice	6805573	03/04/03	8950		526 20
Invoice	6805574	03/04/03	8950		214 88
Invoice	6932675	03/04/03	8819		248 00
Invoice	820252	03/04/03	8716		118 08
Invoice	893601	03/04/03	8847		421 52
Invoice	2335518	03/05/03	8721	T	403 73
Invoice	4146908	03/05/03	8845		442 52
Invoice	5030760	03/05/03	8952		366 16
Invoice	5640612	03/05/03	8823		1170 00
Invoice	7112757	03/05/03	8836		407 12
Invoice	727841	03/05/03	8715		263 32
Invoice	9330053	03/05/03	8714		86 40
Invoice	108109	03/06/03	8828		393 08
Invoice	1682692	03/06/03	8706	1	257 08
Invoice	2798540	03/06/03	8829		606 16
Invoice	3287933	03/06/03	8843		646 16
Invoice	3287934	03/06/03	8843		24 00
Invoice	3533009	03/06/03	8929		75 20
Invoice	3976516	03/06/03	8913		130 28
Invoice	4146911	03/06/03	8844		453 04
Invoice	4188974	03/06/03	8837		184 32
Invoice	4798806	03/06/03	1216		166 09
Invoice	4798807	03/06/03	1216		265 76
Invoice	5030776	03/06/03	8952		137 76
Invoice	5490350	03/06/03	8904		158 32
Invoice	550476	03/06/03	8925		221 17
Invoice	5530515	03/06/03	8908		309 94
Invoice	5623193	03/06/03	8708		316 28
Invoice	5640615	03/06/03	8823		295 20
Invoice	6112863	03/06/03	8927		214 40
Invoice	6913231	03/06/03	8848		311 52
Invoice	6932689	03/06/03	8819		286 92
Invoice	820274	03/06/03	8716		243 28
Invoice	9196229	03/06/03	8827	3	215 10

Continued on Next Page

S T A T E M E N T

Date 06/02/03

FROM McKee Foods Corporation
Box 2118, Collegedale, TN 37315-2118
Phone 1-800-251-6346

TO FLEMING COMPANIES*
RICHMAR FOODS, INC
PO BOX 268877
OKLAHOMA CITY OK 73126 - 8877

Clerk 50
Ext 22830
Acct 9732
Phone (405)419-3384

Reference	Invoice#	Date	Store#	DSD#	Amount
Invoice	9250321	03/06/03	8953		301 99
Invoice	9543574	03/06/03	8841		299 68
Invoice	9683176	03/06/03	8923		287 36
Invoice	9888764	03/06/03	8926		149 60
Invoice	1861024	03/07/03	8909		27 88
Invoice	1861027	03/07/03	8907		135 50
Invoice	2860647	03/07/03	8924		130 08
Invoice	3986482	03/07/03	8911	3	159 84
Invoice	4345485	03/07/03	8922		170 64
Invoice	4583464	03/07/03	8928		51 28
Invoice	5845045	03/07/03	8839		141 06
Invoice	7112772	03/07/03	8836		567 32
Invoice	762608	03/07/03	8715		65 60
Invoice	893646	03/07/03	8847		470 84
Invoice	893647	03/07/03	8847		97 08
Invoice	9250335	03/07/03	8951		564 00
Invoice	2513510	03/08/03	8060		268 92
Invoice	4146947	03/08/03	8845		303 12
Invoice	4189001	03/08/03	8837		236 32
Invoice	4798834	03/08/03	1216		249 19
Invoice	5030801	03/08/03	8952		196 96
Invoice	5030802	03/08/03	8952		46 56
Invoice	5530539	03/08/03	8908		92 34
Invoice	9196271	03/08/03	8827	3	89 56
Invoice	9543607	03/08/03	8841		88 24
Invoice	3390185	03/09/03	8842		811 20
Invoice	1861036	03/10/03	8907		76 00
Invoice	2335574	03/10/03	8721	T	436 16
Invoice	2513520	03/10/03	8060		306 24
Invoice	2798558	03/10/03	8829		528 04
Invoice	2860661	03/10/03	8924		76 76
Invoice	3287941	03/10/03	8843		591 60
Invoice	3390204	03/10/03	8842		1028 24
Invoice	3390205	03/10/03	8842		286 80
Invoice	3986496	03/10/03	8911	3	107 04
Invoice	4189005	03/10/03	8837		306 02
Invoice	4345497	03/10/03	8922		296 72
Invoice	48253	03/10/03	8824		199 32
Invoice	5030809	03/10/03	8952		209 12
Invoice	5490360	03/10/03	8904		154 88
Invoice	550500	03/10/03	8925		123 78
Invoice	5623213	03/10/03	8708		224 36
Invoice	6112881	03/10/03	8927		446 00
Invoice	6913243	03/10/03	8848		75 16
Invoice	7112784	03/10/03	8836		370 30
Invoice	762624	03/10/03	8715		87 34
Invoice	820302	03/10/03	8716		167 60
Invoice	893663	03/10/03	8847		239 44

Continued on Next Page

S T A T E M E N T

Date 06/02/03

FROM McKee Foods Corporation
Box 2118, Collegedale, TN 37315-2118

Phone
1-800-251-6346

TO FLEMING COMPANIES*
RICHMAR FOODS, INC
PO BOX 268877
OKLAHOMA CITY OK 73126 - 8877

Clerk 50
Ext 22830
Acct 9732
Phone (405)419-3384

Reference	Invoice#	Date	Store#	DSD#	Amount
Invoice	9196282	03/10/03	8827	3	288 32
Invoice	9250347	03/10/03	8951		179 23
Invoice	9543614	03/10/03	8841		426 64
Invoice	9683206	03/10/03	8923		167 04
Invoice	9888801	03/10/03	8926		76 68
Invoice	1682708	03/11/03	8706	1	749 90
Invoice	1861047	03/11/03	8909		170 52
Invoice	1861054	03/11/03	8907		439 56
Invoice	2335590	03/11/03	8721	T	349 64
Invoice	2860670	03/11/03	8924		145 60
Invoice	3533032	03/11/03	8929		156 16
Invoice	3986513	03/11/03	8911	3	150 72
Invoice	4146990	03/11/03	8844		605 80
Invoice	4146993	03/11/03	8845		378 40
Invoice	4189015	03/11/03	8837		467 48
Invoice	4583506	03/11/03	8928		161 84
Invoice	4798849	03/11/03	1216		396 28
Invoice	5530558	03/11/03	8908		211 51
Invoice	6805627	03/11/03	8950		491 36
Invoice	6932731	03/11/03	8819		444 86
Invoice	893667	03/11/03	8847		341 04
Invoice	893668	03/11/03	8847		309 48
Invoice	9683215	03/11/03	8923		100 08
Invoice	108138	03/12/03	8828		349 80
Invoice	5030823	03/12/03	8952		211 12
Invoice	5623226	03/12/03	8708		196 72
Invoice	7112807	03/12/03	8836		423 84
Invoice	762652	03/12/03	8715		347 69
Invoice	762653	03/12/03	8715		273 72
Invoice	9330089	03/12/03	8714		377 20
Invoice	9543641	03/12/03	8841		628 00
Invoice	2335617	03/13/03	8721	T	399 06
Invoice	3287974	03/13/03	8843		508 72
Invoice	3287975	03/13/03	8843		277 52
Invoice	3533062	03/13/03	8929		82 32
Invoice	3976575	03/13/03	8913		223 64
Invoice	4147000	03/13/03	8844		161 08
Invoice	4189041	03/13/03	8837		454 24
Invoice	4798875	03/13/03	1216		179 40
Invoice	5030842	03/13/03	8952		97 16
Invoice	5490403	03/13/03	8904		275 44
Invoice	550533	03/13/03	8925		144 24
Invoice	5623235	03/13/03	8708		1300 00
Invoice	5640648	03/13/03	8823		727 44
Invoice	5640649	03/13/03	8823		16 72
Invoice	6112902	03/13/03	8927		192 38
Invoice	6913258	03/13/03	8848		292 12
Invoice	820342	03/13/03	8716		355 68

Continued on Next Page

S T A T E M E N T

Date 06/02/03

FROM McKee Foods Corporation
Box 2118, Collegedale, TN 37315-2118

Phone
1-800-251-6346

TO FLEMING COMPANIES*
RICHMAR FOODS, INC
PO BOX 268877
OKLAHOMA CITY OK 73126 - 8877

Clerk 50
Ext 22830
Acct 9732
Phone (405)419-3384

Reference	Invoice#	Date	Store#	DSD#	Amount
Invoice	893684	03/13/03	8847		280 92
Invoice	9196314	03/13/03	8827	3	112 16
Invoice	9250371	03/13/03	8951		414 44
Invoice	9250379	03/13/03	8951		336 28
Invoice	9543653	03/13/03	8841		167 48
Invoice	9683228	03/13/03	8923		84 64
Invoice	9888841	03/13/03	8926		113 28
Invoice	1682722	03/14/03	8706	1	348 99
Invoice	1861086	03/14/03	8909		68 30
Invoice	2513569	03/14/03	8060		324 48
Invoice	2798577	03/14/03	8829		423 04
Invoice	3986562	03/14/03	8911	3	181 80
Invoice	4147017	03/14/03	8845		373 76
Invoice	4583552	03/14/03	8928		203 84
Invoice	5030856	03/14/03	8952		85 92
Invoice	5845101	03/14/03	8839		224 96
Invoice	5845102	03/14/03	8839		13 12
Invoice	7112834	03/14/03	8836		540 16
Invoice	893698	03/14/03	8847		125 06
Invoice	2335652	03/15/03	8721	T	202 20
Invoice	2860693	03/15/03	8924		190 32
Invoice	4189067	03/15/03	8837		205 28
Invoice	4798898	03/15/03	1216		547 14
Invoice	5530603	03/15/03	8908		71 34
Invoice	762683	03/15/03	8715		16 12
Invoice	9196353	03/15/03	8827	3	105 00
Invoice	9543679	03/15/03	8841		435 68
Invoice	9683239	03/15/03	8923		106 08
Invoice	1861096	03/17/03	8907		268 00
Invoice	2335669	03/17/03	8721	T	274 64
Invoice	2513586	03/17/03	8060		614 24
Invoice	2798598	03/17/03	8829		265 60
Invoice	3287984	03/17/03	8843		472 40
Invoice	3287985	03/17/03	8843		271 44
Invoice	3287986	03/17/03	8843		33 44
Invoice	3390307	03/17/03	8842		811 20
Invoice	3533080	03/17/03	8929		145 68
Invoice	3986577	03/17/03	8911	3	47 92
Invoice	4189071	03/17/03	8837		418 29
Invoice	4798907	03/17/03	1216		160 14
Invoice	48300	03/17/03	8824		126 34
Invoice	5030869	03/17/03	8952		207 68
Invoice	5490416	03/17/03	8904		162 20
Invoice	6112923	03/17/03	8927		373 72
Invoice	6913281	03/17/03	8848		206 16
Invoice	7112846	03/17/03	8836		412 32
Invoice	762689	03/17/03	8715		33 72
Invoice	820371	03/17/03	8716		198 74

Continued on Next Page

S T A T E M E N T

Date 06/02/03

FROM McKee Foods Corporation
Box 2118, Collegedale, TN 37315-2118

Phone
1-800-251-6346

TO FLEMING COMPANIES*
RICHMAR FOODS, INC
PO BOX 268877
OKLAHOMA CITY OK 73126 - 8877

Clerk 50
Ext 22830
Acct 9732
Phone (405)419-3384

Reference	Invoice#	Date	Store#	DSD#	Amount
Invoice	893719	03/17/03	8847		361 04
Invoice	9196357	03/17/03	8827	3	244 46
Invoice	9196367	03/17/03	8827	3	620 00
Invoice	9250397	03/17/03	8951		600 73
Invoice	9250400	03/17/03	8953		157 79
Invoice	9543690	03/17/03	8841		332 32
Invoice	9683247	03/17/03	8923		56 00
Invoice	9888879	03/17/03	8926		87 08
Invoice	1861106	03/18/03	8909		297 78
Invoice	1861111	03/18/03	8907		129 98
Invoice	2335697	03/18/03	8721	T	387 72
Invoice	2860711	03/18/03	8924		213 44
Invoice	3390328	03/18/03	8842		735 76
Invoice	3390329	03/18/03	8842		200 24
Invoice	3986594	03/18/03	8911	3	99 68
Invoice	4147044	03/18/03	8844		500 72
Invoice	4147045	03/18/03	8845		556 92
Invoice	4189088	03/18/03	8837		404 08
Invoice	437506	03/18/03	8829		322 16
Invoice	4583600	03/18/03	8928		204 18
Invoice	550563	03/18/03	8925		147 58
Invoice	5530619	03/18/03	8908		176 35
Invoice	6805661	03/18/03	8950		347 90
Invoice	6805662	03/18/03	8950		222 16
Invoice	6932765	03/18/03	8819		281 96
Invoice	9330128	03/18/03	8714		531 76
Invoice	9683253	03/18/03	8923		57 28
Invoice	108184	03/19/03	8828		317 08
Invoice	4140593	03/19/03	8921		308 48
Invoice	5640678	03/19/03	8823		297 44
Invoice	7112871	03/19/03	8836		407 40
Invoice	762717	03/19/03	8715		218 38
Invoice	762718	03/19/03	8715		243 16
Invoice	9543708	03/19/03	8841		344 72
Invoice	1682741	03/20/03	8706	1	467 04
Invoice	2860730	03/20/03	8924		142 08
Invoice	3288022	03/20/03	8843		390 08
Invoice	3976629	03/20/03	8913		179 76
Invoice	4147071	03/20/03	8844		231 80
Invoice	4147077	03/20/03	8845		231 60
Invoice	4189105	03/20/03	8837		263 84
Invoice	4345558	03/20/03	8922		295 84
Invoice	5030897	03/20/03	8952		116 92
Invoice	5490454	03/20/03	8904		250 24
Invoice	550584	03/20/03	8925		163 20
Invoice	5640688	03/20/03	8823		330 00
Invoice	6112945	03/20/03	8927		282 32
Invoice	6913293	03/20/03	8848		366 52

Continued on Next Page

S T A T E M E N T

Date 06/02/03

FROM McKee Foods Corporation
Box 2118, Collegedale, TN 37315-2118
Phone 1-800-251-6346

TO FLEMING COMPANIES*
RICHMAR FOODS, INC
PO BOX 268877
OKLAHOMA CITY OK 73126 - 8877

Clerk 50
Ext 22830
Acct 9732
Phone (405)419-3384

Reference	Invoice#	Date	Store#	DSD#	Amount
Invoice	6932776	03/20/03	8819		287 55
Invoice	6932777	03/20/03	8819		98 90
Invoice	820396	03/20/03	8716		316 44
Invoice	893763	03/20/03	8847		272 88
Invoice	893764	03/20/03	8847		138 80
Invoice	9196389	03/20/03	8827	3	240 96
Invoice	9250426	03/20/03	8953		231 92
Invoice	9250430	03/20/03	8951		313 48
Invoice	9683266	03/20/03	8923		112 00
Invoice	9888925	03/20/03	8926		77 52
Invoice	108191	03/21/03	8828		485 36
Invoice	2335733	03/21/03	8721	T	391 06
Invoice	2513629	03/21/03	8060		271 36
Invoice	3533126	03/21/03	8929		132 36
Invoice	3986657	03/21/03	8911	3	257 08
Invoice	4345566	03/21/03	8922		191 36
Invoice	437527	03/21/03	8829		478 44
Invoice	4583656	03/21/03	8928		156 02
Invoice	5845155	03/21/03	8839		193 78
Invoice	6932794	03/21/03	8819		144 00
Invoice	7112887	03/21/03	8836		236 40
Invoice	9683273	03/21/03	8923		71 60
Invoice	108199	03/22/03	8828		292 64
Invoice	4147104	03/22/03	8845		198 00
Invoice	4189133	03/22/03	8837		301 88
Invoice	5530662	03/22/03	8908		110 30
Invoice	9196423	03/22/03	8827	3	175 96
Invoice	1682758	03/24/03	8706	1	269 57
Invoice	2513652	03/24/03	8060		360 68
Invoice	2860754	03/24/03	8924		- 90
Invoice	2860755	03/24/03	8924		118 60
Invoice	3288034	03/24/03	8843		624 40
Invoice	3390407	03/24/03	8842		837 68
Invoice	4147121	03/24/03	8845		294 32
Invoice	4189136	03/24/03	8837		121 20
Invoice	437541	03/24/03	8829		285 00
Invoice	5490469	03/24/03	8904		115 68
Invoice	550607	03/24/03	8925		130 64
Invoice	5623305	03/24/03	8708		-300 00
Invoice	6112966	03/24/03	8927		355 28
Invoice	6913320	03/24/03	8848		191 52
Invoice	7112901	03/24/03	8836		331 28
Invoice	820433	03/24/03	8716		522 17
Invoice	893797	03/24/03	8847		356 34
Invoice	9196441	03/24/03	8827	3	343 82
Invoice	9250449	03/24/03	8951		-11 75
Invoice	9250450	03/24/03	8951		213 84
Invoice	9250454	03/24/03	8953		-25 90

Continued on Next Page

S T A T E M E N T

Date 06/02/03

FROM McKee Foods Corporation
Box 2118, Collegedale, TN 37315-2118

Phone
1-800-251-6346

TO FLEMING COMPANIES*
RICHMAR FOODS, INC
PO BOX 268877
OKLAHOMA CITY OK 73126 - 8877

Clerk 50
Ext 22830
Acct 9732
Phone (405)419-3384

Reference	Invoice#	Date	Store#	DSD#		Amount
Invoice	9250455	03/24/03	8953			104 48
Invoice	9260469	03/24/03	8824			46 78
Invoice	9543755	03/24/03	8841			243 52
Invoice	9683285	03/24/03	8923			115 68
Invoice	9888960	03/24/03	8926			106 80
Invoice	1861162	03/25/03	8909			-1 20
Invoice	1861163	03/25/03	8909			195 82
Invoice	1861166	03/25/03	8907			493 16
Invoice	2335794	03/25/03	8721		T	-16 55
Invoice	2335795	03/25/03	8721		T	402 64
Invoice	2335796	03/25/03	8721		T	285 34
Invoice	3533164	03/25/03	8929			- 90
Invoice	3533165	03/25/03	8929			87 12
Invoice	3986686	03/25/03	8911		3	123 60
Invoice	4147132	03/25/03	8844			423 12
Invoice	4189152	03/25/03	8837			262 16
Invoice	5331900	03/25/03	8819			140 00
Invoice	5530683	03/25/03	8908			-41 92
Invoice	5530684	03/25/03	8908			158 12
Invoice	5640706	03/25/03	8823			253 68
Invoice	5640708	03/25/03	8823	000000000000		-124 32
Invoice	6805719	03/25/03	8950			-21 69
Invoice	6805720	03/25/03	8950			453 00
Invoice	6805721	03/25/03	8950			94 00
Invoice	7112911	03/25/03	8836			416 82
Invoice	9683291	03/25/03	8923			57 28
Invoice	1682765	03/26/03	8706		1	1128 00
Invoice	4583716	03/26/03	8928			226 42
Invoice	5623322	03/26/03	8708			186 60
Invoice	2860793	03/27/03	8924			205 12
Invoice	3288069	03/27/03	8843			430 24
Invoice	3288070	03/27/03	8843			292 32
Invoice	3533188	03/27/03	8929			-12 50
Invoice	3533189	03/27/03	8929			42 88
Invoice	3976692	03/27/03	8913			144 92
Invoice	4147151	03/27/03	8845			264 40
Invoice	4189174	03/27/03	8837			194 56
Invoice	437555	03/27/03	8829			280 32
Invoice	5030958	03/27/03	8952			190 38
Invoice	5490508	03/27/03	8904			171 12
Invoice	550639	03/27/03	8925			194 22
Invoice	6112984	03/27/03	8927			-1 79
Invoice	6112985	03/27/03	8927			209 44
Invoice	6913335	03/27/03	8848			-3 78
Invoice	6913336	03/27/03	8848			97 44
Invoice	6932816	03/27/03	8819			211 00
Invoice	820464	03/27/03	8716			523 16
Invoice	893833	03/27/03	8847			-2 24

Continued on Next Page

S T A T E M E N T

Date 06/02/03

FROM McKee Foods Corporation
Box 2118, Collegedale, TN 37315-2118

Phone
1-800-251-6346

TO FLEMING COMPANIES*
RICHMAR FOODS, INC
PO BOX 268877
OKLAHOMA CITY OK 73126 - 8877

Clerk 50
Ext 22830
Acct 9732
Phone (405)419-3384

Reference	Invoice#	Date	Store#	DSD#		Amount
Invoice	893834	03/27/03	8847			340 82
Invoice	9196464	03/27/03	8827		3	-3 88
Invoice	9196465	03/27/03	8827		3	159 52
Invoice	9250484	03/27/03	8951			-26 49
Invoice	9250485	03/27/03	8951			184 36
Invoice	9543791	03/27/03	8841			197 06
Invoice	9888997	03/27/03	8926			29 76
Invoice	108237	03/28/03	8828			572 08
Invoice	1682779	03/28/03	8706		1	94 72
Invoice	2513703	03/28/03	8060			-14 32
Invoice	2513704	03/28/03	8060			258 88
Invoice	3390483	03/28/03	8842			811 20
Invoice	3986757	03/28/03	8911		3	154 80
Invoice	437560	03/28/03	8829			318 24
Invoice	4583745	03/28/03	8928			77 52
Invoice	5640730	03/28/03	8823			346 76
Invoice	5640731	03/28/03	8823	000000000000		-119 60
Invoice	5845208	03/28/03	8839			104 44
Invoice	7112938	03/28/03	8836			330 92
Invoice	9196478	03/28/03	8827		3	-56 00
Invoice	9683325	03/28/03	8923			-1 72
Invoice	9683326	03/28/03	8923			214 40
Invoice	2335851	03/29/03	8721		T	199 12
Invoice	4147182	03/29/03	8844			-4 46
Invoice	4147183	03/29/03	8844			269 84
Invoice	4147186	03/29/03	8845			289 40
Invoice	4189190	03/29/03	8837			-15 17
Invoice	4189191	03/29/03	8837			179 68
Invoice	9196499	03/29/03	8827		3	328 84
Invoice	9543813	03/29/03	8841			112 08
Invoice	9683335	03/29/03	8923			57 28
Invoice	2513724	03/31/03	8060			423 28
Invoice	2860812	03/31/03	8924			186 16
Invoice	3288080	03/31/03	8843			403 68
Invoice	3288081	03/31/03	8843			313 20
Invoice	3390504	03/31/03	8842			-11 09
Invoice	3390505	03/31/03	8842			848 88
Invoice	3976740	03/31/03	8913			89 16
Invoice	4147204	03/31/03	8845			167 12
Invoice	4189204	03/31/03	8837			415 56
Invoice	437576	03/31/03	8829			685 84
Invoice	5030986	03/31/03	8952			127 60
Invoice	5490521	03/31/03	8904			171 68
Invoice	550658	03/31/03	8925			91 20
Invoice	6113012	03/31/03	8927			223 68
Invoice	6913358	03/31/03	8848			294 16
Invoice	6932843	03/31/03	8819			394 74
Invoice	7112952	03/31/03	8836			279 92

Continued on Next Page

S T A T E M E N T

Date 06/02/03

FROM McKee Foods Corporation
Box 2118, Collegedale, TN 37315-2118
Phone 1-800-251-6346

TO FLEMING COMPANIES*
RICHMAR FOODS, INC
PO BOX 268877
OKLAHOMA CITY OK 73126 - 8877

Clerk 50
Ext 22830
Acct 9732
Phone (405)419-3384

Reference	Invoice#	Date	Store#	DSD#		Amount
Invoice	820498	03/31/03	8716			-42 21
Invoice	820499	03/31/03	8716			93 26
Invoice	893858	03/31/03	8847			440 28
Invoice	9196505	03/31/03	8827		3	-65 39
Invoice	9196506	03/31/03	8827		3	176 60
Invoice	9250510	03/31/03	8951			-13 45
Invoice	9250511	03/31/03	8951			225 88
Invoice	9250516	03/31/03	8953			-12 09
Invoice	9250517	03/31/03	8953			284 04
Invoice	9260545	03/31/03	8824			225 92
Invoice	9543821	03/31/03	8841			317 12
Invoice	9683341	03/31/03	8923			87 12
Invoice	9889035	03/31/03	8926			- 97
Invoice	9889036	03/31/03	8926			71 76
Invoice	108269	04/01/03	8828			164 13
Invoice	1682787	04/01/03	8706		1	89 03
Invoice	1861217	04/01/03	8909			139 22
Invoice	1861221	04/01/03	8907			464 26
Invoice	4147225	04/01/03	8844			330 60
Invoice	4583780	04/01/03	8928			178 24
Invoice	5530729	04/01/03	8908			-50 24
Invoice	5530730	04/01/03	8908			276 64
Invoice	5640755	04/01/03	8823	000000000000		-188 16
Invoice	5640756	04/01/03	8823			46 08
Invoice	6805770	04/01/03	8950			-18 41
Invoice	6805771	04/01/03	8950			533 88
Invoice	7112967	04/01/03	8836			480 60
Invoice	9683347	04/01/03	8923			56 08
Invoice	2335900	04/02/03	8721		T	463 06
Invoice	3986802	04/02/03	8911		3	209 76
Adjust		01/20/03				-3,290 50
Adjust	23290	02/17/03	8841			2,600 50
Adjust	1139012	03/06/03				-254 76
Adjust	2334622	03/06/03	8060			-257 76
Adjust	3233437	03/06/03				-202 80
Adjust	1014653	03/11/03				222 20
Adjust	5530466	03/11/03				21 09
Adjust	8542862	03/18/03				-234 44
Adjust		04/14/03				11,625 62
Adjust	788754	05/01/03	8749			48 40
Adjust	9078646	05/01/03	8731			19 60

S T A T E M E N T

Date 06/02/03.

FROM McKee Foods Corporation
Box 2118, Collegedale, TN 37315-2118

Phone
1-800-251-6346

TO FLEMING COMPANIES*
RICHMAR FOODS, INC
PO BOX 268877
OKLAHOMA CITY OK 73126 - 8877

Clerk 50
Ext 22830
Acct 9732
Phone (405)419-3384

Reference	Invoice#	Date	Store#	DSD#	Amount

TOTAL AMOUNT DUE 151,730 61