

Nestlé USA

800 NORTH BRAND BLVD
GLENDALE CA 91203

TEL (818) 549-7176
FAX (818) 549-5050



JOHN E BURKE
VICE PRESIDENT
CREDIT & COLLECTIONS
CORPORATE FINANCE & CONTROL

March 31, 2003

Mr Neal Rider
Senior Vice President Procurement
Fleming Companies, Inc
1945 Lakepointe Drive
Lewisville, TX 75057

Dear Mr Rider

Under Section 2-702 of the Uniform Commercial Code and Section 546 (c) of the Bankruptcy Code, we hereby demand return of any and all goods delivered to you within the applicable reclamation period

This demand covers all deliveries by the undersigned and any of its divisions and subsidiaries to you and any of your divisions and subsidiaries

Some of the invoices are attached, the others will be provided as soon as they are available

NESTLÉ HOLDINGS, INC

By John E Burke
(Its authorized agent)

JEB/mj

Enclosure



Nestle USA, Glendale billings
Fleming Companies Inc
1945 Lake Point Dr
Lewisville, TX 75057

Acct #	inv #	Date	Amount	Ref #
302401	640995001	3/20/03	21,345 98	34520-WK
492030	632956001	3/20/03	18,416 88	881727-MM
3046944	644098001	3/20/03	2,890 32	1790014340
194381	639278001	3/20/03	6,924 00	392030-GA
194381	640461001	3/20/03	988 38	343520
194381	640461002	3/20/03	54,094 82	392474
194381	640462001	3/20/03	17,241 72	392475
264130	640717001	3/20/03	3,410 40	525715-LU
264147	641343001	3/20/03	24,897 23	495005
264147	643472001	3/20/03	24 879 27	504075
264147	646979001	3/20/03	4 941 27	518595
264147	646980001	3/20/03	4,268 25	518596
264147	647025001	3/20/03	54,693 77	518594
264160	641069001	3/20/03	6,186 23	473909
330480	646974001	3/20/03	2,227 02	366062
330480	647069001	3/20/03	39,980 87	366061
491770	640463001	3/20/03	20,562 56	513354
491907	636759001	3/20/03	4,445 43	571000-MG
491907	642362001	3/20/03	1 624 43	594180-MG
264061	639986001	3/20/03	16 383 63	582791-GE
23001939	636971001	3/20/03	5,973 84	453508-GS
3008264	642381001	3/20/03	916 56	1750005250
3015389	643746001	3/21/03	8 527 65	32743
3046945	645730001	3/21/03	5 476 80	204622
287650	645004001	3/21/03	2,077 92	1430037050
264111	641182001	3/21/03	2,613 64	190219-KG
264147	647464001	3/21/03	1,665 39	523454-PX
287755	643252001	3/21/03	39,708 78	710114
287700	643815001	3/21/03	854 80	710081
3047226	642729001	3/21/03	36,841 02	013109-TU
3047226	643184001	3/21/03	3,057 60	019827-TU
720012	633064001	3/24/03	2,527 38	058303-HW
3015389	643917001	3/24/03	6 427 20	32756
3052983	644556001	3/24/03	115,663 42	510023530
3052983	644556002	3/24/03	138 24	510023530
3052983	646657001	3/24/03	77,481 36	510024820
287650	644952001	3/24/03	108,833 76	1430037020
194381	645713001	3/24/03	14,995 55	450522-GA
194381	645714001	3/24/03	1,045 05	450521-GA
194381	646977001	3/24/03	3 902 67	450986
194381	646978001	3/24/03	2,667 67	450987
194381	647024001	3/24/03	43,028 12	450985
264130	645716001	3/24/03	3,009 84	566038-LU
264130	647283001	3/24/03	366 66	572808-LU

Nestle USA, Glendale billings
Fleming Companies Inc
1945 Lake Point Dr
Lewisville, TX 75057

Acct #	Inv #	Date	Amount	Ref #
264147	637241001	3/24/03	1,767 84	476977-PX
264147	641344001	3/24/03	24,897 23	495121
264147	641346001	3/24/03	22,036 33	495123
264147	641347001	3/24/03	22,872 10	495127
264147	641348001	3/24/03	12,150 80	495128
264147	643471001	3/24/03	24 879 27	504074
264147	643475001	3/24/03	24,879 27	504192
264147	643881001	3/24/03	783 17	508633
264147	643882001	3/24/03	2,915 03	508634
264147	643883001	3/24/03	29,281 57	508750
264147	643884001	3/24/03	334 03	508751
264147	643984001	3/24/03	4,431 23	508632
491770	643841001	3/24/03	19,347 84	534501
491770	647042001	3/24/03	560 04	555755
491770	647043001	3/24/03	20,220 80	555756
491770	647092001	3/24/03	87 631 60	555754
264061	644225001	3/24/03	18,373 82	606122-GE
287700	645659001	3/24/03	48,921 32	710490
23001931	646390001	3/24/03	20,440 80	100348-HW
23001931	647146001	3/24/03	8 525 76	100344-HW
23001931	647315001	3/24/03	65 041 28	100343-HW
23001931	647779001	3/24/03	7,284 24	105007-HW
3008264	645059001	3/24/03	3,211 92	1750005200
376366	645005001	3/24/03	7,949 28	500062540
376366	646683001	3/24/03	1 117 80	500062960
264045	647094001	3/24/03	45,064 10	711494
3047226	616861001	3/24/03	92 40	643005-TU
360006	648794001	3/25/03	2 840 40	075832-MM
3046944	645731001	3/25/03	31,577 29	1790014770
3046945	647444001	3/25/03	72,218 16	50
3046945	648611001	3/25/03	6,928 32	204971
3052983	648201001	3/25/03	42 735 84	510024820-1
287650	648233001	3/25/03	26 379 22	1430038160
264111	647029001	3/25/03	1,638 56	217604-KG
264117	644182001	3/25/03	46,154 71	508948
264117	644182002	3/25/03	840 06	508948
264127	646899001	3/25/03	2 109 90	424492
264130	647284001	3/25/03	2,858 04	572809-LU
264130	647609001	3/25/03	29,254 24	572807-LU
264147	641345001	3/25/03	23,544 23	495122
264147	643473001	3/25/03	24,879 27	504076
264147	643476001	3/25/03	25,016 35	504193
264147	649527001	3/25/03	13,053 40	533281
264147	649559001	3/25/03	44,140 02	533280

Nestle USA, Glendale billings
Fleming Companies Inc
1945 Lake Point Dr
Lewisville, TX 75057

Acct #	Inv #	Date	Amount	Ref #
491815	644629001	3/25/03	20,080 60	004576-ME
491815	647794001	3/25/03	1,946 56	019064-ME
491815	647795001	3/25/03	9,988 60	019066-ME
491815	647796001	3/25/03	32,071 92	019063-ME
491815	648017001	3/25/03	27,087 96	019065-ME
492032	648533001	3/25/03	1,658 88	824895-LF
287700	643253001	3/25/03	36,605 62	710141
302401	647148001	3/26/03	11 527 40	34932-WK
492030	643493001	3/26/03	7,707 28	045721-MM
264122	650159001	3/26/03	4 821 36	122048
264122	650160001	3/26/03	281 29	122050
264122	650579001	3/26/03	20,536 11	122049
264122	650580001	3/26/03	25,337 31	122051
264127	640938001	3/26/03	15,766 20	383772-MA
264127	646973001	3/26/03	59,196 24	424491
264061	648066001	3/26/03	23,794 84	623659-GE
23001939	642568001	3/26/03	5,815 92	478985-GS
3008264	647316001	3/26/03	47 237 02	1750006780
3008264	649358001	3/26/03	9,073 68	1750004710
3008264	649445001	3/26/03	5,480 49	175 0007700
3036086	651042001	3/26/03	3 856 36	889250-NE
3036086	651106001	3/26/03	22,100 85	889249-NE
3036086	651106002	3/26/03	405 12	889249-NE
3046945	651378001	3/27/03	851 40	204930
3052983	650858001	3/27/03	3 201 12	51-0025100
491815	644267001	3/27/03	12 490 56	004597-ME
491815	644630001	3/27/03	19,335 99	004596-ME
491815	644631001	3/27/03	17,035 97	004598-ME
9987550	637811001	3/27/03	25,775 97	888602
9987550	641633001	3/27/03	67,267 20	888609
9987550	641636001	3/27/03	67,267 20	888610
3015389	646900001	3/28/03	13,547 52	32869
3015389	647533001	3/28/03	55,522 11	32953
3015389	648204001	3/28/03	3,342 60	32960
3015389	648357001	3/28/03	68 275 20	32953-1
491770	650582001	3/28/03	18,941 60	577050
620002	647137001	3/28/03	2,846 46	710699
3008264	646655001	3/28/03	8,080 20	175-0006480
3008264	652432001	3/28/03	3 758 40	175-0008540
3008264	652598001	3/28/03	3 905 16	175-0008330
376366	645733001	3/28/03	1,473 09	50-0062840
376366	652428001	3/28/03	4,212 72	50-0064360
3036086	650000001	3/28/03	880 11	805477-NE
3046944	654783001	3/31/03	8,544 21	179-0016180

Nestle USA, Glendale billings
 Fleming Companies Inc
 1945 Lake Point Dr
 Lewisville, TX 75057

Acct #	Inv #	Date	Amount	Ref #
3046945	648610001	3/31/03	29 669 98	204879
3046945	648610002	3/31/03	267 84	204879
3046945	649836001	3/31/03	35 026 01	204906
3046945	650597001	3/31/03	46 771 49	3510
3046945	654782001	3/31/03	1,371 60	178-0003380
287700	651048001	3/31/03	9,453 60	712078
			<u>2,660,875 18</u>	

Nestle USA, Glendale billings
Core-Mark International Inc
395 Oyster Point Blvd #415
South San Francisco, CA 94080

Acct #	Invoice #	Date	Amount	Ref #
181290	637820001	3/20/03	62,258 69	71203760
181288	642082001	3/20/03	89,543 25	161521300
181289	643606001	3/20/03	7,315 92	651145050
181293	637084001	3/20/03	3,688 38	441707510
21969019	641278001	3/20/03	7 181 76	711048620
181287	641505001	3/21/03	2,077 59	21-1687790
181299	642434001	3/21/03	3,625 26	23-0738620
21969019	647334001	3/21/03	3 488 64	711051180
21969022	642511001	3/21/03	6,980 37	53-0849140
181290	636411001	3/24/03	31 927 80	7-1203330
181290	643261001	3/24/03	6,107 52	71205670
9987556	642042001	3/24/03	5,526 12	750348260
181287	644158001	3/24/03	6,336 24	211688560
181288	636966001	3/24/03	71 797 60	16-1518590
181288	643752001	3/24/03	2,368 80	161522400
181289	642782001	3/24/03	2,389 14	65-1144180
181289	643800001	3/24/03	25,957 37	651145080
181289	644211001	3/24/03	42 96	651145080
181291	644065001	3/24/03	8 082 48	352212380
181293	624444001	3/24/03	8,041 92	441703960
181293	629751001	3/24/03	3,262 50	441705440
181293	645328001	3/24/03	6,673 20	441709910
181304	643075001	3/24/03	19,636 01	450722580
21969019	642483001	3/24/03	5,398 41	71-1048880
21969019	647348001	3/24/03	13 026 99	711051170
21969019	647348002	3/24/03	69 12	711051170
182690	642038001	3/24/03	6,836 32	480501910
181299	649953001	3/25/03	85 92	230704058
21969022	649479001	3/25/03	2,547 81	53-0850310
181291	650506001	3/26/03	5 017 44	35-2214160
181293	650905001	3/26/03	3 195 70	44-1711120
181307	649951001	3/26/03	763 20	352213890
21969022	645539001	3/26/03	22 353 36	530849700
181290	649759001	3/27/03	1 188 00	7-1207240
181290	652222001	3/27/03	8 742 24	71207830
9987556	653073001	3/27/03	3,693 12	750351000
181288	638483001	3/27/03	61,656 44	22-0161156
181288	652299001	3/27/03	8,661 36	161526250
181289	651346001	3/27/03	4,476 51	65-1146880
181291	649433001	3/27/03	71,185 05	352213890
181291	652471001	3/27/03	6,042 12	35-2214860
181293	645599001	3/27/03	31,711 67	441709810
181293	646326001	3/27/03	8,415 97	44-1709820
181293	646885001	3/27/03	24 955 57	441710280

Nestle USA, Glendale billings
Core-Mark International Inc
395 Oyster Point Blvd #415
South San Francisco, CA 94080

Acct #	Invoice #	Date	Amount	Ref #
181299	650255001	3/27/03	949 80	23-0740120
181304	651899001	3/27/03	924 93	45-0723450
21969019	648393001	3/27/03	4,090 74	71-1050970
21969019	650845001	3/27/03	7,751 94	711052340
21969019	652571001	3/28/03	26,712 00	0711051450-2
21969019	652575001	3/28/03	26 266 80	0711051450-3
21969019	652767001	3/28/03	12,396 24	71-1052580
182690	646159001	3/31/03	8,322 39	48-0079564
			<u>761,746 68</u>	

Invoices billed 15 days prior to 3/31/03 "Estimated Reclamation Period"						
Cust Num	Cust Name	Doc Dt	Due Dt	Doc no	Ref Doc	Amount
0300014881	FLEMING COMPANIES INC	3/16/03	4/15/03	0002057189	882816-TU	\$7,268 76
0300014881	FLEMING COMPANIES INC	3/16/03	4/15/03	0002057188	882817-TU	\$9,253 20
0300014854	FLEMING CO INC	3/17/03	4/16/03	0002057233	899569-MM	\$1,049 22
0300014690	CORE MARK DIST INC	3/18/03	4/17/03	0002057383	35-2210710	\$3,321 00
0300016557	FLEMING CO	3/18/03	4/17/03	0002057318	051615-SC	\$1,845 00
0300016557	FLEMING CO	3/18/03	4/17/03	0002057317	051612-SC	\$3,915 36
0300046944	FLEMING CO INC	3/18/03	3/29/03	0002057431	179-0013270	\$19,870 18
0300026315	FLEMING COMPANIES	3/18/03	3/29/03	0002057299	814161-KC	\$9,903 70
0300014861	FLEMING COMPANIES INC	3/18/03	3/29/03	0002057579	362480-MA	\$57,995 74
0300014861	FLEMING COMPANIES INC	3/18/03	3/29/03	0002057627	378025-MA	\$60,896 79
0300014888	FLEMING COMPANIES INC	3/18/03	3/29/03	0002057323	890126-ME	\$53,741 38
0300026889	FLEMING FOODS	3/18/03	3/29/03	0002057287	708538	\$74,394 36
0300046014	FLEMING FOODS PHOENIX DI	3/18/03	4/17/03	0002057275	495139-PX	\$644 94
0300046014	FLEMING FOODS PHOENIX DI	3/18/03	4/17/03	0002057280	495140-PX	\$3,962 40
0300039178	CORE MARK INTERNATIONAL	3/19/03	4/18/03	0002057614	44-1707110	\$1,107 00
0300026764	FLEMING CO	3/19/03	3/30/03	0002057618	495159-PX	\$23,455 57
0300014864	FLEMING CO OF NEBRASKA IN	3/19/03	3/30/03	0002057784	698974-LI	\$72,997 73
0300004287	FLEMING COMPANIES INC	3/19/03	3/30/03	0002057668	491931-NA	\$34,850 20
0300014861	FLEMING COMPANIES INC	3/19/03	3/30/03	0002057853	378026-MA	\$51,468 84
0300014861	FLEMING COMPANIES INC	3/19/03	3/30/03	0002057849	362479-MA	\$63,678 18
0300014865	FLEMING COMPANIES INC	3/19/03	3/30/03	0002057971	495951-SL	\$37,005 34
0300014876	FLEMING COMPANIES INC	3/19/03	4/18/03	0002057748	812797-NE	\$969 32
0300014876	FLEMING COMPANIES INC	3/19/03	4/18/03	0002057747	812800-NE	\$1,551 60
0300004294	FLEMING FOODS WEST INC	3/19/03	3/30/03	0002057599	082733-HW	\$29,610 68
0300021699	CORE-MARK INTERNATIONAL	3/20/03	3/31/03	0002057856	68-0117120	\$76,352 44
0300026915	FLEMING	3/20/03	3/31/03	0002058136	656791-WW	\$20,854 80
0300014883	FLEMING CO SE	3/20/03	3/31/03	0002057919	011653-TU	\$22,720 60
0300014861	FLEMING COMPANIES INC	3/20/03	3/31/03	0002058209	378027-MA	\$42,544 32
0300014871	FLEMING COMPANIES INC	3/20/03	3/31/03	0002057855	421328-GA	\$78,783 96
0300016557	FLEMING CO	3/21/03	4/1/03	0002058517	104328-SC	\$53,400 00
0300022093	FLEMING CO	3/21/03	4/20/03	0002058299	401254-MA	\$2,214 00
0300022093	FLEMING CO	3/21/03	4/20/03	0002058298	401253-MA	\$6,531 24
0300014898	FLEMING CO INC	3/21/03	4/20/03	0002058311	34711-WK	\$2,529 00
0300014864	FLEMING CO OF NEBRASKA IN	3/21/03	4/20/03	0002058325	698983-LI	\$2,476 80
0300026315	FLEMING COMPANIES	3/21/03	4/20/03	0002058334	832665-KC	\$1,476 00
0300004282	FLEMING COMPANIES INC	3/21/03	4/1/03	0002058509	365736-FS	\$21,122 00
0300014881	FLEMING COMPANIES INC	3/21/03	4/20/03	0002058322	710316	\$1,476 00
0300014881	FLEMING COMPANIES INC	3/21/03	4/20/03	0002058321	710228	\$2,571 12
0300014881	FLEMING COMPANIES INC	3/21/03	4/20/03	0002058323	710315	\$15,442 32
0300014895	FLEMING COMPANIES INC	3/21/03	4/1/03	0002058132	525728-LU	\$22,448 88
0300026889	FLEMING FOODS	3/21/03	4/20/03	0002058265	710225	\$2,681 40
0300026889	FLEMING FOODS	3/21/03	4/1/03	0002058191	710274	\$48,351 12
0300046014	FLEMING FOODS PHOENIX DI	3/21/03	4/20/03	0002058308	508771-PX	\$292 80
0300046014	FLEMING FOODS PHOENIX DI	3/21/03	4/20/03	0002058309	508772-PX	\$1,182 60
0300014890	FLEMING-ALTOONA	3/21/03	4/1/03	0002058564	143-0035550	\$29,824 07
0300015867	SCRIVNER INC	3/21/03	4/1/03	0002058222	710612	\$22,203 96
0300052983	FLEMING	3/22/03	4/2/03	0002058586	51-0024670	\$33,440 28

0300014865	FLEMING COMPANIES INC	3/22/03	4/21/03	0002058776	528538-SL	\$369 00
0300014865	FLEMING COMPANIES INC	3/22/03	4/21/03	0002058777	528545-SL	\$1,386 18
0300014867	FLEMING COMPANIES INC	3/22/03	4/2/03	0002058621	808329-LF	\$19,410 84
0300014871	FLEMING COMPANIES INC	3/22/03	4/21/03	0002058743	450536-GA	\$6,133 98
0300014871	FLEMING COMPANIES INC	3/22/03	4/21/03	0002058742	450537-GA	\$8,292 00
0300014895	FLEMING COMPANIES INC	3/22/03	4/21/03	0002058774	537497-LU	\$506 28
0300014895	FLEMING COMPANIES INC	3/22/03	4/21/03	0002058773	537498-LU	\$1,476 00
0300014854	FLEMING CO INC	3/23/03	4/22/03	0002058809	045728-MM	\$1,251 24
0300014867	FLEMING COMPANIES INC	3/23/03	4/22/03	0002058787	791555-LF	\$4,285 80
0300014881	FLEMING COMPANIES INC	3/23/03	4/22/03	0002058792	052595-TU	\$3,610 32
0300014881	FLEMING COMPANIES INC	3/23/03	4/22/03	0002058793	052605-TU	\$4,134 60
0300016557	FLEMING CO	3/25/03	4/24/03	0002059069	104262-SC	\$3,619 80
0300016557	FLEMING CO	3/25/03	4/24/03	0002059068	104246-SC	\$18,941 76
0300026315	FLEMING COMPANIES	3/25/03	4/5/03	0002058950	841796-KC	\$4,643 94
0300004282	FLEMING COMPANIES INC	3/25/03	4/24/03	0002059001	365665-FS	\$2,214 00
0300046014	FLEMING FOODS PHOENIX DI	3/25/03	4/24/03	0002059070	523441-PX	\$862 08
0300046014	FLEMING FOODS PHOENIX DI	3/25/03	4/24/03	0002059071	523443-PX	\$3,055 80
0300004294	FLEMING FOODS WEST INC	3/25/03	4/5/03	0002059062	100223-HW	\$18,738 28
0300005247	HEAD DISTRIBUTING CO	3/25/03	4/5/03	0002058981	204497	\$22,438 08
0300016557	FLEMING CO	3/26/03	4/6/03	0002059129	122016-SC	\$53,400 68
0300016557	FLEMING CO	3/26/03	4/6/03	0002059189	122017-SC	\$58,788 91
0300026764	FLEMING CO	3/26/03	4/6/03	0002059157	523453-PX	\$31,365 16
0300014861	FLEMING COMPANIES INC	3/26/03	4/6/03	0002059464	432218-MA	\$63,381 06
0300014865	FLEMING COMPANIES INC	3/26/03	4/6/03	0002059541	535162-SL	\$21,315 92
0300014876	FLEMING COMPANIES INC	3/26/03	4/25/03	0002059364	860390-NE	\$1,622 27
0300014876	FLEMING COMPANIES INC	3/26/03	4/25/03	0002059365	860391-NE	\$3,472 20
0300014876	FLEMING COMPANIES INC	3/26/03	4/25/03	0002059366	866703-NE	\$6,499 80
0300004632	GATEWAY FOODS INC	3/26/03	4/6/03	0002059358	711500	\$70,222 94
0300016557	FLEMING CO	3/27/03	4/7/03	0002060135	122015-SC	\$72,348 24
0300014871	FLEMING COMPANIES INC	3/27/03	4/7/03	0002059514	480280-GA	\$73,987 31
0300014888	FLEMING COMPANIES INC	3/27/03	4/7/03	0002059727	018991-ME	\$31,345 21
0300014895	FLEMING COMPANIES INC	3/27/03	4/7/03	0002059555	586219-LU	\$27,335 00
0300014898	FLEMING CO INC	3/28/03	4/27/03	0002059925	35105-WK	\$2,547 00
0300014864	FLEMING CO OF NEBRASKA IN	3/28/03	4/27/03	0002059932	736314-LI	\$2,575 20
0300014883	FLEMING CO SE	3/28/03	4/8/03	0002059769	070901-TU	\$25,320 52
0300014881	FLEMING COMPANIES INC	3/28/03	4/27/03	0002059966	712141	\$2,681 40
0300014888	FLEMING COMPANIES INC	3/28/03	4/27/03	0002059928	023819-ME	\$4,428 00
0300014895	FLEMING COMPANIES INC	3/28/03	4/27/03	0002059901	576865-NA	\$4,249 92
0300026889	FLEMING FOODS	3/28/03	4/27/03	0002059904	710226	\$2,365 20
0300026889	FLEMING FOODS	3/28/03	4/8/03	0002059809	712280	\$51,393 98
						\$1,871,692 10

NESTLÉ HAND HELD GROUP

Fleming Family Reclamation Balances

March 31, 2003	Invoice Number	Invoice Date	Invoice Amount
RETAIL-Fleming*			
	420884	3/17/03	17,388 00
	421384	3/19/03	24,535 80
	421393	3/19/03	29,953 48
	421416	3/19/03	3,785 10
	421558	3/20/03	12,367 80
	421562	3/20/03	45,800 76
	421659	3/21/03	70,877 52
	422035	3/21/03	12,318 60
	422464	3/24/03	77,893 92
	422465	3/24/03	39,760 56
	422521	3/24/03	11,338 20
	422522	3/24/03	16,660 40
	422563	3/24/03	5,175 30
	422571	3/24/03	22,314 60
	422795	3/25/03	34,776 00
	422844	3/25/03	20,035 20
	422869	3/25/03	34,697 88
	423047	3/26/03	12,582 00
	423059	3/26/03	31,298 40
	423074	3/26/03	38,691 84
	423121	3/26/03	32,038 80
	423308	3/27/03	12,243 60
	423326	3/27/03	10,566 00
	423492	3/28/03	50,274 32
FOOD SERVICE			
Fleming-Plymouth	421676	3/21/03	14,070 00
Core-Mark	421554	3/20/03	3,621 12
Core-Mark	422450	3/24/03	4,833 36
Core-Mark	422991	3/25/03	66,433 18
Head Distributing	422794	3/25/03	1,985 31
Head Distributing	423362	3/27/03	4,325 02
Head Distributing	423393	3/27/03	2,658 48
TOTALS			765,300 55

* Military sales are included in the Retail invoices

Nestlé USA

P O BOX 84-448
DALLAS, TX 75284-4448

SPECIAL
INSTRUCTIONS

CUSTOMER NO	SUB	REGION	SHIP	INVOICE NO
09987550 0011		019	2	041636-001
DATE SHIPPED			INVOICE DATE	
03/26/03			03/27/03	

T 1 D 03/27

TERMS 2 & 10 DAYS, NET 11
FROM DATE OF INVOICE

SHIP TO

FLEMING/IGW LLC *RET
624 S 25TH AVE
PHOENIX, AZ 85009-5841

BILL TO
FLEMING COMPANIES INC
CTP/PHOENIX DIVISION/DSD
PO BOX 268974
OKLAHOMA CITY, OK 73126-8974

SHIPPED FROM	SHIPPED VIA	CAR NUMBER	CUSTOMER S P O NUMBER
MIRA LOMA CA 620	LDPR	TRL, 9027	888610

QUANTITY	PROD CODE	PACK	SIZE	DESCRIPTION	PRICE	AMOUNT
44	28000	26868 00		MANUFACTURER ID FOR FOLLOWING ITEMS 546/8/1 EA MODULE A PALLET	1528 8000	67,267 20

44 ◀ CASE AOC AMY DUNN X5579
ACCT MGR KATHY REED
29,876 ◀ WEIGHT MUST HAVE FLEMING AUTH #
FLEMING AUTH # PHXJ001174

INVOICE TOTAL 67,267 20
DISCOUNT 2 0008 1,345 34
AMOUNT DUE 04/06/03 65,921 86

PROMOTIONAL ALLOWANCE AND REGULATORY ACCOUNTING
AND REPORTING STATEMENTS ON REVERSE

ORDER ENTRY DATE 03/12/03 COMPARATIVE MONTH 03
4724-7 (Rev 7/98)

PAGE NO 1 ITEM NOT SUBJECT TO DISCOUNT

Nestlé USA

P O BOX 844448
DALLAS, TX 75254-4448

SPECIAL
INSTRUCTIONS

CUSTOMER NO	SUB	REGION	SHIP	INVOICE NO
00491770		019	2	047002-001
0004				
DATE SHIPPED			INVOICE DATE	
03/22/03			03/24/03	

T 1 D 03/21

TERMS 2 & 10 DAYS, NET 1-
FROM DATE OF INVOICE

BILL TO

FLEMING COMPANIES INC
CTP/NASHVILLE DIVISION
PO BOX 24830
OKLAHOMA, OK 73124-4830

SHIP TO

FLEMING *RET
EXIT 97 ON I-65
500 S CARTWRIGHT ST
GOODLETTSVILLE, TN 37072-1867

SHIPPED FROM	SHIPPED VIA	CAR NUMBER	CUSTOMER S P O NUMBER
ATLANTA, GA 410	FRZF	16925	555754

QUANTITY	PROD CODE	PACK	SIZE	DESCRIPTION	PRICE	AMOUNT
	28000			MANUFACTURER ID FOR FOLLOWING ITEMS		
420	00155	00	24/7	5 OZ BABY RUTH 10 PACK SNACK - OLD CASE	26 4000	11,088 00
8	01302	00	12/13	OZ BABY RUTH MINIATURES 13 OZ	27 3600	218 88
22	04651	00	12/7	5 OZ NESTLE PRETZEL FLIPZ MILK CHC FAMSZE	19 0800	419 76
18	06366	00	12/12	OZ TREASURES CHOCCLATE CREAM 12 X 12 0 OZ	27 3600	492 48
437	12952	00	24/10/0	5 OZ NESTLE CRUNCH 10 PK	26 4000	11,536 80
462	21000	55	24/10/0	75 OZ BUTTERFINGER 10 PACK FUN SIZE TRA	26 4000	12,196 80
13	22120	00	12/8	OZ NESTLE COCOA	16 9600	246 48
11	24305	00	4/10/6	75 OZ JUICY JUICE J-MAX BERRY LEMON POUCH 10PAK	10 3600	113 96
10	24309	00	8/64	OZ JUICY JUICE J-MAX BERRY LEMON BLAST 64Z	16 9600	169 60
10	24319	00	8/64	OZ JUICY JUICE J-MAX WILD CHERRY CRAZE 64Z	16 9600	169 60
11	24391	00	4/10/6	75 OZ JUICY JUICE J-MAX WMELON MAD POUCH 10PAK	10 3600	113 96
11	24392	00	4/10/6	75 OZ JUICY JUICE J-MAX WILD CHERRY CRAZE 10PK	10 3600	113 96
68	24460	00	12/22	OZ QUIK STRAWBERRY SYRUP	14 2800	971 04
68	24500	00	12/22	OZ QUIK CHCCOLATE SYRUP	14 2800	971 04
11	24641	00	4/10/6	75 OZ JUICY JUICE J-MAX APPLE FRENZ 10PAK	10 3600	113 96
10	26102	00	24/11	5 OZ KERNS APRICOT 24 11 5Z	12 7200	127 20
50	29880	00	12/7	OZ TASTER'S CHOICE ORIGINAL BLEND REGULAR	63 3600	3,168 00
20	30030	00	12/2	OZ TASTERS CHOICE REGULAR 12/2 OZ	28 0800	561 60
10	30100	00	12/10	OZ TASTER'S CHOICE REGULAR	32 2000	622 00

◀ CASE

INVOICE TOTAL

◀ WEIGHT

PROMOTIONAL ALLOWANCE AND REGULATORY ACCOUNTING
AND REPORTING STATEMENTS ON REVERSE

03/18/03

03

ORDER ENTRY DATE
4724-7 (Rev 7/96)

COMPARATIVE MONTH

PAGE NO

ITEM NOT SUBJECT TO DISCOUNT

Nestlé USA

P C BOX 844446
DALLAS, TX 75284-4448

SPECIAL
INSTRUCTIONS

CUSTOMER NO	SUB	REGION	SHIP	INVOICE NO
00491770		019	2	647092-001
0004				
DATE SHIPPED			INVOICE DATE	
03/22/03			03/24/03	

T 1 D 03/21

TERMS 2 8 10 DAYS, NET 11
FROM DATE OF INVOICE

SHIP TO

FLEMING *RET
EXIT 97 ON I-65
500 S CARTWRIGHT ST
GOODLETTSVILLE, TN 37072-1867

BILL TO

FLEMING COMPANIES INC
CTP/NASHVILLE DIVISION
PO BOX 24830
OKLAHOMA, OK 73124-4830

SHIPPED FROM	SHIPPED VIA	CAR NUMBER	CUSTOMER S P O NUMBER
ATLANTA, GA 410	FRZF	16923	555754

QUANTITY	PROD CODE	PACK	SIZE	DESCRIPTION	PRICE	AMOUNT
	28000			MANUFACTURER ID FOR FOLLOWING ITEMS	CONTINUED	
56	31260	00	12/8 OZ	NESCAFE CLASSIC	51 1200	2,662 72
120	32070	09	12/7 OZ	NESCAFE MOUNTAIN BLEND	37 0200	4,442 40
28	39930	00	44/4/4 225 OZ	JJUICE 11-4/4 23Z PUNCH	8 2500	231 00
28	39940	00	44/4/4 225 OZ	JJUICE 11-4/4 23Z GRAPE	8 2500	231 00
28	45708	00	12/15 OZ	NESQUIK VERY VANILLA 12/1 5 OZ	24 6000	668 80
39	50275	00	12/12 5 OZ	RAISINETS 12 5OZ DCY PACK BAG NEW CASE	25 3200	987 48
16	59595	00	8/24/1 52 OZ	CRUNCH CARAMEL SINGLE OU NET WT 18 24	67 2000	1,075 20
36	65002	00	12/12 OZ	TREASURES 12CT/12OZ CARAMEL	27 3600	984 96
539	94500	00	24,10/0 75 OZ	100 GRAND 10 PACK SNACK RAY	26 4000	14,229 00
	39000			MANUFACTURER ID FOR FOLLOWING ITEMS		
42	00805	00	12/10 OZ	ORTEGA TACO DINNER 12/12C T	22 3200	937 44
20	00821	00	12/3 75 OZ	ORTEGA TACO SEASONING 3 P ACK	14 8800	297 60
78	00890	00	12,8 OZ	ORTEGA TACO SAUCE MILD 8 OZ	12 2400	954 72
	50000			MANUFACTURER ID FOR FOLLOWING ITEMS		
70	05494	00	12/13 OZ	ALSOY CONC	26 6400	1,864 80
64	05603	00	6/14 OZ	ALSOY POWDER	47 8200	3,060 48
16	10062	00	20/9 6 LB	CARN INSTANT NONFAT MILK	44 4000	710 40
15	30042	00	12/50/3 GR	COFFEE-MATE 3GR PACKETS	14 6400	219 60
66	30060	00	12/11 OZ	CM 12/6OZ	12 3600	815 76
45	30152	00	12/11 OZ	COFFEE-MATE 12/11Z REGULA R (ORIGINAL)	18 1200	815 40
120	30212	00	12/22 OZ	COFFEE-MATE 12/22Z REGULA R (ORIGINAL)	30 4800	3,657 60
12	33122	00	12/8 OZ	FAT FREE FR VANILLA	17 8800	393 36

◀ CASE

INVOICE TOTAL

◀ WEIGHT

PROMOTIONAL ALLOWANCE AND REGULATORY ACCOUNTING
AND REPORTING STATEMENTS ON REVERSE

03/18/03

03

ORDER ENTRY DATE
4724-7 (Rev 7/98)

COMPARATIVE MONTH

PAGE NO

ITEM NOT SUBJECT TO DISCOUNT

Nestlé USA

P O BOX 844448
DALLAS, TX 75284-4448

SPECIAL
INSTRUCTIONS

CUSTOMER NO	SUB	REGION	SHIP	INVOICE NO
00491770		019	2	647092-001
0004				
DATE SHIPPED				INVOICE DATE
03/22/03				03/24/03

T 1 D 03/21

TERMS 2 & 10 DAYS, NET 11
FROM DATE OF INVOICE

SHIP TO

BILL TO
FLEMING COMPANIES INC
CTP/NASHVILLE DIVISION
PO BOX 24830
OKLAHOMA, OK 73124-4830

FLEMING *RET
EXIT 97 ON I-65
500 S CAPTWRIGHT ST
GOODLETTSVILLE, TN 37072-1867

SHIPPED FROM	SHIPPED VIA	CAR NUMBER	CUSTOMER S P O NUMBER
ATLANTA, GA 110	FREE	16923	555754

QUANTITY	PROD CODE	PACK	SIZE	DESCRIPTION	PRICE	AMOUNT
	50000	MANUFACTURER ID FOR FOLLOWING ITEMS			CONTINUED	
22	53612 00	12,8 OZ	COFFEE-MATE	IRISH CREME FLAVOR	17 8800	323 36
44	53862 00	12,8 OZ	COFFEE-MATE	FR VANILLA FLAVOR	17 8800	786 72
32	42515 00	6/12 OZ	NAN POWDER	CASE 12 OZ	43 4400	1,390 08
48	53032 00	6/10/1 26 OZ	RICH MILK	CHOCOLATE	19 8600	953 28
24	53052 00	6/10/1 26 OZ	CIB VARIETY		19 8600	476 64
12	53062 00	6/10/1 26 OZ	CIB CLASSIC	FRENCH VANILLA 10-PK PWDR	19 8600	238 32
12	54042 00	6,8/0 705 OZ	NSA RICH MILK	CHOCOLATE	26 4800	317 76

3,312	◀ CASE	S/W 647042	INVOICE TOTAL	87,631 60
		490 VICKI BURNS x 5513	DISCOUNT 2 0008	1,752 63
42,023	◀ WEIGHT		AMOUNT DUE 04/03/03	85,878 97

PROMOTIONAL ALLOWANCE AND REGULATORY ACCOUNTING
AND REPORTING STATEMENTS ON REVERSE

Nestlé USA

P O BOX 84446
DALLAS, TX 75284-4448

SPECIAL
INSTRUCTIONS

CUSTOMER NO	SUB	REGION	SHIP	INVOICE NO
00287650 0000		139	2	644952-001
DATE SHIPPED			INVOICE DATE	
03/21/03			03/24/03	

T 1 D 03/21

TERMS 2 & 10 DAYS, NET 11
FROM DATE OF INVOICE

SHIP TO

BILL TO

FLEMING-ALTOONA
3000 7TH AVE
PO BOX 470
ALTOONA, PA 16603-0470

FLEMING *RET
3000 7TH AVE
ALTOONA, PA 16602-1906

SHIPPED FROM	SHIPPED VIA	CAR NUMBER	CUSTOMER S P O NUMBER
ALLENTWN, PA 420	NSLE	23060	1430037020

QUANTITY	PROD CODE	PACK	SIZE	DESCRIPTION	PRICE	AMOUNT
	28000			MANUFACTURER ID FOR FOLLOWING ITEMS		
127	00155 00	24/7	5 OZ	BABY RUTH 10 PACK SNACK - OLD CASE	26 4000	3,352 80
76	03390 00	12/14	OZ	BUTTERFINGER FUN SIZE BAG	25 3200	1,924 32
240	03440 00	12/14	OZ	BABY RUTH FUN SIZE BAG	25 3200	6,076 80
149	05210 00	12/7	5 OZ	NESTLE PRETZEL FLIPZ WT F UDGE FAMSZE	19 0800	2,342 92
162	06366 00	12/12	OZ	TREASURES CHOCOLATE CREAM 12 X 12 0 OZ	27 3600	4,432 32
198	06378 00	12/12	OL	TREASURES TOASTED COCONUT 12 X 12 0 OZ	27 3600	5,417 28
117	13952 00	24/10/0	5 OZ	NESTLE CRUNCH 10 PK	26 4000	3,088 80
102	14196 00	12/12	OZ	TREASURES PEANUT BUTTER 12Z BAG CASE	27 3600	5,253 12
5	17500 00	12/5	5 OZ	BUTTERFINGER BB'S PEG PAC	11 7600	58 80
1	17600 00	10/24/1	7 OZ	BUTTERFINGER BB'S SINGLES	84 0000	84 00
167	20690 00	12/14	OZ	100 GRAND EVERYDAY FUN SZ	25 3200	4,734 84
100	20850 00	12/12	OZ	CRUNCH FUNSIZE EVERYDAY 1 2 OZ BAG	25 3200	2,532 00
397	50275 00	12/12	5 OZ	RAISINETS 12 5OZ BOY PACK BAG NEW CASE	25 3200	22,712 04
675	55201 00	12/21	OZ	TREASURES ASSORTED BAG	45 2400	30,537 00
577	65002 00	12/12	OZ	TREASURES 12CT/12OZ CARAMEL	27 3600	15,786 72
3,703	CASE				INVOICE TOTAL	108,833 76
42,661	WEIGHT				DISCOUNT 2 000%	2,176 68
					AMOUNT DUE 04/03/03	106,657 08

PROMOTIONAL ALLOWANCE AND REGULATORY ACCOUNTING
AND REPORTING STATEMENTS ON REVERSE

ORDER ENTRY DATE
4724-7 (Rev 7/99)

03/14/03

COMPARATIVE MONTH

03

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ITEM NOT SUBJECT TO DISCOUNT

Nestle USA

P C BC 844448
DALLAS, TX 75284-4448

SPECIAL

INSTRUCTIONS COPY #2 TO TOMMY KEENE
4704 53RD STREET
LUBBOCK, TX 79414

CUSTOMER NO	SUB	REGION	SHIP	INVOICE NO
00194381		019	0	640461-002
0000				
DATE SHIPPED				INVOICE DATE
03/19/03				03/10/03

T 1 D 03/20

TERMS 2 & 10 DAYS, NET 11
FROM DATE OF INVOICE

SHIP TO

FLEMING *RET
2600 MCCREE RD
GARLAND, TX 75041-3901

BILL TO

FLEMING COMPANIES INC
C/P GARLAND DIV
PO BOX 24750
OKLAHOMA CITY, OK 73124-4750

SHIPPED FROM		SHIPPED VIA		CAR NUMBER	CUSTOMER S P O NUMBER	
FT WORTH, TX 490 FT WORTH, TX 490		CUPU		7628	392474	
QUANTITY	PROD CODE	PACK	SIZE	DESCRIPTION	PRICE	AMOUNT
	28000	MANUFACTURER ID FOR FOLLOWING ITEMS				
100	00820 00	8/64 OZ	JJUICE	8/64Z PET PUNCH	16 9600	1,696 00
50	00821 00	8/64 OZ	JJUICE	8/64Z PET CHERRY	16 9600	848 00
50	00823 00	8/64 OZ	JJUICE	8/64Z PET BERRY	16 9600	848 00
48	18926 00	3/12/4	23 OZ JJ	4 23 OZ CHERRY 12 PK	6 3900	306 72
32	21465 00	12/46 OZ	JJ	46OZ CAN ORANGE TAN GERINE	19 6000	595 20
28	24240 00	12/8 OZ	12/8 OZ	NESQUIK CHOCOLATE NO SUGAR ADDED	33 6000	940 80
68	24460 00	12/22 OZ	QUIK	STRAWBERRY SYRUP	14 2800	971 04
68	24500 00	12/22 OZ	QUIK	CHOCOLATE SYRUP	14 2800	971 04
50	24760 00	12/15 OZ	QUIK	12/15 OZ CHOCOLATE POWDER CANISTER	24 6000	1,377 60
36	24790 00	12/30 OZ	QUIK	12/30 OZ CHOCOLATE POWDER CANISTER	38 0400	3,651 84
24	24860 00	6/30 OZ	NESQUIK	6/30 OZ STRAWBERR Y PDWR CANISTER	19 0200	456 48
20	26109 00	24/11 5	OZ	KERNS PEAR 24 11 5Z	12 7200	254 40
60	29880 00	12/7 OZ	TASTER'S	CHOICE ORIGINAL BLEND REGULAR	63 3600	3,801 60
10	30100 00	12/10 OZ	TASTER'S	CHOICE REGULAR	82 2000	822 00
40	30450 00	12/7 OZ	TASTER'S	CHOICE GOURMET ROAST JAR	63 3600	2,534 40
40	30520 00	12/7 OZ	TASTER'S	CHOICE DECAF	69 1200	2,764 80
15	32070 09	12/7 OZ	NESCAFE	MOUNTAIN BLEND	37 0200	555 30
22	33290 00	12/3 OZ	NESTEA	100% INST TEA JAR	31 6800	696 96
11	34800 00	12/3 OZ	NESTEA	DECAF TEA	31 6800	348 48
24	39600 00	12/46 OZ	JJUICE	12/46Z CAN PUNCH	18 6000	446 40
16	39700 00	12/46 OZ	JJUICE	12/46 OZ CAN BERRY	18 6000	297 60
28	45708 00	12/15 OZ	NESQUIK	VERY VANILLA 12/1 5 OZ	24 6000	688 80
10	77844 00	12/11 5	OZ	JUICY JUICE WHITE GRAPE CONCENTRATE	14 8800	297 60
34	78347 00	12/16 OZ	NESTEA	CONC LEMON	16 6800	567 12
◀ CASE					INVOICE TOTAL	
◀ WEIGHT						

PROMOTIONAL ALLOWANCE AND REGULATORY ACCOUNTING
AND REPORTING STATEMENTS ON REVERSE

03/11/03

03

ORDER ENTRY DATE
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ITEM NOT SUBJECT TO DISCOUNT

Nestlé USA

P O BOX 84448
DALLAS, TX 75284-4448

SPECIAL

INSTRUCTIONS COPY #2 TO TOMMY KEEINE
4704 63RD STREET
LUBBOCK, TX 79414

CUSTOMER NO	SUB	REGION	SHIP	INVOICE NO
00194381		019	0	640461-002
0000				
DATE SHIPPED				INVOICE DATE
03/19/03				03/20/03

T 1 D 03/20

TERMS 2 & 10 DAYS, NET 11
FROM DATE OF INVOICE

SHIP TO

FLEMING RET
2600 MCCREE RD
GARLAND, TX 75041-3901

BILL TO

FLEMING COMPANIES INC
CTP GARLAND DIV
PO BOX 24750
OKLAHOMA CITY, OK 73124-4750

SHIPPED FROM		SHIPPED VIA		CAR NUMBER	CUSTOMER'S P O NUMBER	
FT WORTH, TX 490 FT WORTH, TX 490		CUPU		7828	392474	
QUANTITY	PROD CODE	PACK	SIZE	DESCRIPTION	PRICE	AMOUNT
	39000	MANUFACTUREF ID FOR FOLLOWING ITEMS				
9	00800 00		12/5 8 OZ	ORTEGA TACO SHELLS 12/12C T	14 8800	133 92
12	00805 00		12/10 OZ	ORTEGA TACO DINNEF 12 12C T	22 3200	267 84
22	01004 00		24/4 OZ	ORTEGA WHOLE GREEN CHILES 24/4 OZ	18 2400	401 28
	50000	MANUFACTURER ID FOR FOLLOWING ITEMS				
48	01051 00		48/5 OZ	CARNATION EVAP MILK	18 7200	898 56
16	05603 00		6/14 OZ	ALSOY POWDER	47 8200	765 12
30	10012 00		6/32 LB	CARN INSTANT NONFAT MLK E	41 1000	1,233 00
24	10152 00		12/25 6 LB	CARN INSTANT NONFAT MILK	65 0400	1,560 96
84	12102 00		12/10/1 OZ	CHC MRSHMLW 12/10/1 OZ	16 0800	1,350 72
48	12111 00		6/12 OZ	FOLLOW- UP POWDER 12	35 1000	1,684 80
22	12151 00		6/32 OZ	GOOD START RPF	21 1200	464 64
56	12161 00		12/13 OZ	GOOD START CONC	28 2000	1,579 20
28	12612 00		12/8/0 52 OZ	CHC SUGAR FREE RICH 12/8/ 52 OZ	21 0000	588 00
9	14002 00		12/7 25 OZ	CHC FATFREE 12/7 25 OZ	37 0800	333 72
14	14012 00		12/8/0 44 OZ	CHC FATFREE 12/8/0 44 OZ	21 0000	294 00
32	15991 77		24/12 OZ	CARNATION EVAP LOWFAT MIL K	16 8000	537 60
40	16021 00		24/12 OZ	CARNATION FAT FREE MILK	16 8000	672 00
66	30060 00		12/6 OZ	CM 12/6OZ	12 3600	815 76
30	30152 00		12/11 OZ	COFFEE-MATE 12/11Z REGULA R (ORIGINAL)	18 1200	543 60
180	30302 00		6/35 3 OZ	COFFEE-MATE KILC CANISTER REGULAR	21 3000	3,834 00
22	33812 00		12/8 OZ	COFFEE-MATE IRISH CREME FLAVOR	17 8800	393 36
44	33882 00		12/8 OZ	COFFEE-MATE VANILLA NUT F LAVOR	17 8800	736 72
44	34862 00		12/8 OZ	COFFEE-MATE CREAMY CH OCOLATE FLAVOR	17 8800	736 72
◀ CASE					INVOICE TOTAL	
◀ WEIGHT						

PROMOTIONAL ALLOWANCE AND REGULATORY ACCOUNTING
AND REPORTING STATEMENTS ON REVERSE

03/11/03

03

ORDER ENTRY DATE
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COMPARATIVE MONTH

PAGE NO

ITEM NOT SUBJECT TO DISCOUNT

P O BOX 84448
DALLAS TX 75284-4448

SPECIAL INSTRUCTIONS COPY #2 TO TOMMY KEENE
4704 63RD STREET
LUBBOCK, TX 79414

CUSTOMER NO	SUB	REGION	SHIP	INVOICE NO
00194381 0000		019	C	640461-002
T 1 D 03/20		DATE SHIPPED		INVOICE DATE
		03/19/03		03/20/03

TERMS 2 & 10 DAYS, NET 11
FROM DATE OF INVOICE

SHIP TO

FLEMING *RET
2600 MCCREE RD
GARLAND, TX 75041-3901

BILL TO

FLEMMING COMPANIES INC
STE GARLAND DIV
PC BOX 24750
OKLAHOMA CITY, OK 73124-4750

SHIPPED FROM	SHIPPED VIA	CAR NUMBER	CUSTOMER S P O NUMBER
FT WORTH, TX 490	CUPU	7828	392474
FT WORTH, TX 490			

QUANTITY	PROD CODE	PACK	SIZE	DESCRIPTION	PRICE	AMOUNT
	50000			MANUFACTURER ID FOR FOLLOWING ITEMS	CONTINUED	
28	41589 00			12/8/1 OZ NESTLE BUTTERFINGER HOT C COCA	17 0400	477 12
16	42515 00			6/12 OZ NAN POWDER CASE 12 OZ	43 4400	595 04
96	53032 00			6/10/1 26 OZ RICH MILK CHOCOLATE	19 8600	1,906 56
10	55032 00			12/6/1 26 OZ RICH MILK CHOCOLATE	24 3600	243 60
40	90654 00			6/32 OZ GOOD START POWDER 32	102 7200	4,108 80
2,030	◀ CASE	PICK UP WITH 640462			INVOICE TOTAL	54,094 82
54,559	◀ WEIGHT				DISCOUNT 2 000%	1,081 90
					AMOUNT DUE 03/30/03	53,012 92

PROMOTIONAL ALLOWANCE AND REGULATORY ACCOUNTING
AND REPORTING STATEMENTS ON REVERSE

Nestlé USA

P O BOX 70577
CHICAGO, IL 60673-0577

SPECIAL
INSTRUCTIONS

CUSTOMER NO	SUB	REGION	SHIP	INVOICE NO
03052983 0000		139	2	644556-001
DATE SHIPPED			INVOICE DATE	
03/21/03			03/24/03	

T 1 D 03/21

TERMS 2 & 10 DAYS, NET 11
FROM DATE OF INVOICE

BILL TO

FLEMING
1251 SCHMIDT RD
ROMEONVILLE, IL 60446-1159

SHIP TO

FLEMING COMPANY *RET
CHICAGO DIVISION
1251 SCHMIDT RD
ROMEONVILLE, IL 60446-1032

SHIPPED FROM	SHIPPED VIA	CAR NUMBER	CUSTOMER S P O NUMBER
DEPT LB, IL 385	NSLE	28438	0510023530

QUANTITY	PROD CODE	PACK	SIZE	DESCRIPTION	PRICE	AMOUNT
	26000			MANUFACTURER ID FOR FOLLOWING ITEMS		
60	01159 00	8/36/2	1 OZ	BUTTERFINGER SINGLE BARS	100 8000	6,046 00
8	01325 00	6/24/3	7 OZ	BUTTERFINGER KING	89 2800	714 24
14	01588 00	12/24/2	1 OZ	BABY RUTH SINGLES OPEN STOCK	100 8000	1,411 20
21	02717 00	12/5	5 OZ	COFFEE NIPS	10 9200	229 32
21	02719 00	12/5	5 OZ	CARAMEL NIPS	10 9200	229 32
15	03011 00	12/8	OZ	BUTTERFINGER CHIPS - NEW CASE	10 6400	159 60
24	03390 00	12/14	OZ	BUTTERFINGER FUN SIZE BAG	25 3200	607 68
2	05210 00	12/7	5 OZ	NESTLE PRETZEL FLIPZ WT FUDGE FAMSZE	19 0800	36 16
1	08403 00	10/36/1	4 OZ	CHUNKY SINGLES	126 0000	126 00
3	08700 00	10/36/1	7 OZ	BIT O HONEY 1 7 OZ BAR 10-36 CT HISTO	126 0000	378 00
1	08900 00	10/36/1	8 OZ	OH HENRY	126 0000	126 00
920	10241 00	18/3	5 OZ	GOOBERS 18CT CONCESSION CASE	9 9000	9,108 00
3	11320 00	12/5	5 OZ	BUTTERFINGER PEG PACK	11 7600	35 28
500	12277 00	18/3	5 OZ	RAISINETS 18CT CONCESSION CASE	9 9000	5,544 00
30	13170 00	10/36/1	55 OZ	NESTLE CRUNCH SINGLES WT INC	126 0000	3,780 00
252	13990 00	48/3	2 OZ	BUNCH CRUNCH CONCESSION	24 7900	6,247 08
450	14267 00	36/4	OZ	BUTTERFINGER CONCESSION - NEW CASE	19 0800	8,586 00
320	15872 00	12/7	OZ	TURTLES EVERYDAY BITE SIZED	31 3200	10,022 40
13	16161 00	8/15/1	OZ	WONDERBALL CARTOON NETWORK K SINGLE UNIT	90 0000	1,170 00
2	16161 00	8/15/1	OZ	WONDERBALL CARTOON NETWORK K SINGLE UNIT	90 0000	180 00
1	17325 55	6/24/2	75 OZ	CRUNCH KING DIE FOLD BAR 2 75 OZ	89 2800	89 28
◀ CASE					INVOICE TOTAL	
◀ WEIGHT						

03/05/03

03

PROMOTIONAL ALLOWANCE AND REGULATORY ACCOUNTING
AND REPORTING STATEMENTS ON REVERSE

ORDER ENTRY DATE
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ITEM NOT SUBJECT TO DISCOUNT

Nestlé USA

E C BOX 70577
CHICAGO, IL 60673-0577

SPECIAL
INSTRUCTIONS

CUSTOMER NO	SUB	REGION	SHIP	INVOICE NO
03052983		139	2	644556-001
0000				
DATE SHIPPED			INVOICE DATE	
03/21/03			03/24/03	

T 1 D 03/21

TERMS 2 & 10 DAYS, NET 11
FROM DATE OF INVOICE

SHIP TO

BILL TO
FLEMING
1251 SCHMIDT RD
ROMEOVILLE, IL 60446-1159

FLEMING COMPANY *RET
CHICAGO DIVISION
1251 SCHMIDT RD
ROMEOVILLE, IL 60446-1032

SHIPPED FROM	SHIPPED VIA	CAR NUMBER	CUSTOMER S P O NUMBER
DEKALE, IL 585	NSLE	28438	0510023530

QUANTITY	PROD CODE	PACK	SIZE	DESCRIPTION	PRICE	AMOUNT
	28000			MANUFACTURER ID FOR FOLLOWING ITEMS	CONTINUED	
2	17600 00		10/24/1	7 OZ BUTTERFINGER BB'S SINGLES	84 0000	168 00
9	20636 00		10/36/1	5 OZ 100 GRAND UNPRICED FIN SEAL	126 0000	1,134 00
1	20660 00		6,24/1	8 OZ 100 GRAND KING SIZE	69 2800	69 28
120	25100 00		12/7	OZ TURTLES 7 OZ BOX	31 3200	3,758 40
221	25120 00		6/24/1	76 OZ TURTLES 3-PIECE BAR	89 2800	19,730 88
2	26110 00		24/11	5 OZ KERNS MANGO 24 11 5Z	12 7200	25 44
2	26111 00		24/11	5 OZ KERNS GUAVA 24 11 5Z	12 7200	25 44
4	26118 00		24/11	5 OZ KERNS STRAW BAN 24 11 5Z	12 7200	50 88
10	51234 00		264/1	EA ROCKETCASH CHOCOLATE SINGLES FLOORSTAND	92 4000	924 00
306	59400 00		12/12	OZ CRUNCH ASSORTED MINIS 12 OZ	27 3600	8,372 16
240	59595 00		8/24/1	52 OZ CRUNCH CARAMEL SINGLE OU NET WT 18 24	67 2000	16,128 00
2	67600 00		8/24/1	52 OZ CR CARAMEL FLOORSTAND SINGLES	67 2000	134 40
55	94800 00		24/10/0	75 OZ 100 GRAND 10 PACK SNACK RAY	26 4000	1,452 00
6	50000 00			MANUFACTURER ID FOR FOLLOWING ITEMS		
	30060 00		12/5	OZ CM 12/60Z	12 3600	74 16
1	79200 00			MANUFACTURER ID FOR FOLLOWING ITEMS		
	13039 00		12/6	OZ SWEETARTS 6 OZ VIDEO 99 BOX	7 8600	7 86
198	13922 00		12/5	25 OZ \$1 19 GUMMY SWEETARTS	10 4400	2,067 12
1	15120 00		10/36/1	77 OZ 50 SPREE 10-36-45	126 0000	126 00
52	15125 00		10/36/1	7 OZ 50 CHEWY SPREE 10-36-50	126 0000	6,552 00
2	77200 00		12/4	OZ CHEWY SPREE 99C 4 OZ PEG BAG	6 9200	13 84
3,955	CASE				INVOICE TOTAL	115,663 42
41,391	WEIGHT				DISCOUNT 2 000%	2,313 27
					AMOUNT DUE 04/03/03	113,350 15

PROMOTIONAL ALLOWANCE AND REGULATORY ACCOUNTING
AND REPORTING STATEMENTS ON REVERSE

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314-982-4432

From-RPCO WEST ACCOUNTS

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CREDIT DELINQUENCY DETAIL
Customer 000000613 FLEMING COMPANIES INC
As of Date 08 APR-2003

Report Date 31-MAR-2003 12 15
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To	Invoice Dt	Invoice Number	Pay Term	Purchase Order #	Amount Due	Due Date	Late	Dispute	Comment	Call Reason	Call Date
223 OKLAHOMA CITY OK	16-MAR-2003	2222802 030315	025	886210	5 387 73	27 MAR 2003	5				
	16-MAR-2003	4688392 030315	025	886211	9 627 82	27 MAR 2003	5				
	18-MAR-2003	6453949 030317	025	886212	8,570 01	29 MAR-2003	3				
	22-MAR-2003	5762107 030320	025	886213	2,070 40	02 APR-2003	-1				
	22-MAR-2003	7106431 030320	025	886214	17,153 01	02-APR 2003	1				
	26-MAR-2003	6461805 030324	025	886215	3,789 75	06-APR 2003	-5				
	26-MAR-2003	8301772 030324	025	886216	12,093 30	06 APR 2003	5				
*****					58,692 02						
303 OKLAHOMA CITY OK	16-MAR-2003	9055690 030315	025	563103	19 855 93	27 MAR 2003	5				
	21-MAR-2003	9063381 030320	025	786090	13,997 48	01 APR 2003	-0				
*****					33,853 41						
252 OKLAHOMA CITY OK	09-MAR-2003	2213400 030307	025	778585	20 131 40	20-MAR 2003	12				
	20-MAR-2003	1646159 030319	025	861257	4 749 27	31-MAR-2003	1				
	20-MAR-2003	1691716 030319	025	861258	20 108 83	31 MAR 2003	1				
	22-MAR-2003	7927908 030321	025	861259	19,004 48	02 APR-2003	-1				
	26-MAR 2003	5766187 030324	025	861260	18,563 47	06 APR 2003	-5				
	26-MAR-2003	6460479 030324	025	861261	13 217 67	06 APR-2003	-5				
	26-MAR 2003	7931619 030326	025	861262	5,582 25	06-APR-2003	-5				
*****					101 357 37						
196 OKLAHOMA CITY OK	11-FEB-2003	5712597 030213	025	999314	6,036 80	25-FEB-2003	35			RETURNED	07-MAR-2003
	15 MAR-2003	1637566 030315	025	707912	1 770 72	26-MAR-2003	6				
	15-MAR-2003	2217529 030315	025	707932	4,821 00	26-MAR-2003	6				
	15 MAR 2003	2220370 030315	025	708614	19,249 65	26 MAR-2003	6				
	15-MAR-2003	2947530 030315	025	707902	28 636 53	26-MAR 2003	6				
	15-MAR-2003	2950365 030315	025	708615	3 125 78	26 MAR-2003	6				
	19-MAR-2003	1639894 030319	025	708497	30 564 69	30 MAR-2003	2				
	24-MAR-2003	1177343 030311	025	707878	499 68	04 APR-2003	-3				
	24-MAR-2003	2960106 030324	025	711147	9 096 46	04 APR-2003	-3				
	24-MAR-2003	4695709 030324	025	711146	20,039 31	04 APR-2003	-3				
	24-MAR-2003	5329236 030322	025	711018	7,989 04	04-APR-2003	-3				
	24-MAR-2003	5764901 030324	025	711022	1,604 68	04-APR-2003	-3				
	24-MAR-2003	6459192 030324	025	711024	0,914 77	04-APR 2003	-3				
	24 MAR-2003	7109221 030324	025	711023	7,869 32	04 APR-2003	-3				
*****					150,218 43						
226 WAUKESHA WI	14 MAR 2003	7094239 030314	025	34351-WK	2 266 54	25-MAR 2003	7				
	20-MAR-2003	1645299 030319	025	34783-WK	2,263 89	31-MAR-2003	1				
	21-MAR-2003	2225265 030320	025	34784-WK	25 588 38	01-APR 2003	-0				
	24-MAR-2003	8296816 030321	025	34848-WK	8 953 70	04-APR-2003	-3				
	26 MAR-2003	8304410 030325	025	35179-WK	26 507 76	06-APR 2003	-5				
	27-MAR-2003	9068357 030327	025	35120-WK	26 933 96	07-APR-2003	-6				
*****					132 514 23						

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T-588 P 003/006

314-882-4462

From-RPCO WEST ACCOUNTS

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Mar-31-2003

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CREDIT DELINQUENCY DETAIL
Customer 000000673 FLEMING COMPANIES INC
As of Date 08-APR-2003

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Page 3

To	Invoice Dt	Invoice Number	Pay Term	Purchase Order #	Amount Due	Due Date	Late	Dispute	Comment	Call Reason	Call Date
192 OKLAHOMA CIT OK	16 MAR-2003	4688635 030315	025	454196	24,698 59	27-MAR-2003	5				
— 19-MAR-2003	1634307 030307	025	472471-EX	1 050 20	30-MAR-2003	2					
— 19 MAR-2003	2646858 030319	025	454197	4,239 73	30-MAR-2003	2					
— 19 MAR-2003	2226824 030319	025	454198	1,705 29	30-MAR-2003	2					
— 24-MAR-2003	7930487 030322	025	454199	1,253 24	04-APR-2003	-3					
— 25 MAR-2003	4699475 030325	025	454200	24 453 43	05-APR-2003	-4					
— 28-MAR-2003	005442302 030328		0632471731	-177 29	28-MAR-2003	4					
— 28-MAR-2003	005442402 030328		0632741842	-127 63	28-MAR-2003	4					
*****					84 095 56						
868 OKLAHOMA CIT OK	17-MAR-2003	5319314 030317	025	272662	12 317 51	28-MAR-2003	4				
— 20-MAR-2003	4692427 030319	025	272878	19,076 53	31 MAR-2003	1					
— 20-MAR-2003	5326750 030318	025	272877	14,801 74	31-MAR-2003	1					
— 20-MAR-2003	7106745 030319	025	272879	6,941 89	31 MAR-2003	1					
— 21 MAR-2003	5763630 030319	025	272880	3 631 70	01-APR-2003	-0					
— 21-MAR-2003	6457929 030319	025	272881	19 779 60	01-APR-2003	-0					
— 22-MAR-2003	7927911 030321	025	272882	6 638 49	02-APR-2003	-1					
— 25-MAR-2003	1191028 030324	025	272883	11 831 83	05-APR-2003	-4					
— 25-MAR-2003	1651254 030324	025	272884	0,656 51	05-APR-2003	-4					
— 28 MAR-2003	005442603 030328		0632311619	-496 57	28-MAR-2003	4					
*****					145 179 23						
652 OKLAHOMA CIT OK	17-MAR-2003	7096224 030314	025	690618	3 835 04	28-MAR-2003	4				
— 17-MAR-2003	7916171 030314	025	690617	13 235 67	28-MAR-2003	4					
— 24-MAR-2003	7926080 030321	025	690619	12 031 38	04-APR-2003	-3					
— 24-MAR-2003	8296065 030321	025	690620	17 648 11	04-APR-2003	-3					
— 26-MAR-2003	6459859 030324	025	690621	3 904 11	05-APR-2003	-5					
— 26-MAR-2003	7109881 030324	025	690622	14 206 65	05-APR-2003	5					
— 28-JAN-2003	8990167 030125	025	118098	11 976 25	03-MAR-2003	29			WD FO	18 MAR-2003	
*****					76 837 21						
815 ALTOONA PA	22-FEB-2003	2910842 030321	025	1430027000	5 347 52	05-MAR-2003	27				
— 22-MAR-2003	7097760 030321	025	1430035560	7 628 51	02-APR-2003	-1					
*****					12 976 03						
396 OKLAHOMA CIT OK	14-MAR-2003	1636567 030314	025	865943	93 16	25-MAR-2003	7				
— 14-MAR-2003	2946531 030314	025	865944	20,551 94	25-MAR-2003	7					
— 15 MAR-2003	5320264 030314	025	865946	106 40	26-MAR-2003	6					
— 15-MAR-2003	5755910 030314	025	865947	14,139 93	26-MAR-2003	6					
— 20-MAR-2003	2956013 030320	025	865948	8,294 87	31-MAR-2003	1					
— 20 MAR-2003	5761603 030320	025	865959	11 582 25	31-MAR-2003	1					
*****					54,768 50						
158 OKLAHOMA CIT OK	15 MAR-2003	8290207 030314	025	853345	8 678 12	26-MAR-2003	6				
— 19-MAR-2003	2954031 030318	025	853346	5 603 19	30 MAR-2003	2					
— 20-MAR-2003	5325926 030319	025	853347	22 207 79	31 MAR-2003	1					
— 22-MAR-2003	4695673 030322	025	853348	24 334 75	02 APR-2003	-1					

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CREDIT DELINQUENCY DETAIL
Customer 00000573 FLEMING COMPANIES INC
As of Date 08 APR-2003

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To	Invoice Dt	Invoice Number	Pay Term	Purchase Order #	Amount Due	Due Date	Late	Dispute	Comment	Call Reason	Call Date
158 OKLAHOMA CIT OK	25-MAR-2003	1651649 030324	025	853349	4 548 39	05-APR-2003	4				
	26-MAR-2003	1193877 030326	025	853351	17 021 28	06-APR-2003	-5				
	26-MAR-2003	9069424 030326	025	853350	8,350 77	06-APR-2003	-5				
	27-MAR-2003	4702126 030326	025	853402	17 202 39	07-APR-2003	-6				
					107 946 67						
511 OKLAHOMA CIT OK	12-MAR-2003	7095034 030311	025	323573	19 226 37	23-MAR-2003	9				
	15-MAR-2003	7917714 030314	025	354830	20 300 27	26-MAR-2003	6				
	15-MAR-2003	8287702 030314	025	354831	23,109 64	26-MAR-2003	6				
	17-MAR-2003	6447735 030314	025	354832	10 143 87	28-MAR-2003	4				
	18-MAR-2003	6449982 030317	025	354833	27 561 22	29-MAR-2003	3				
	18-MAR-2003	7100013 030317	025	354834	23,322 55	29-MAR-2003	3				
	18-MAR-2003	7919961 030314	025	354835	10 566 94	29-MAR-2003	3				
	19-MAR-2003	1642179 030318	025	354836	18,861 91	30-MAR-2003	2				
	19-MAR-2003	5323724 030318	025	354837	27 753 60	30-MAR-2003	2				
	19-MAR-2003	7925337 030318	025	354839	29 322 94	30-MAR-2003	2				
	20-MAR-2003	2227645 030319	025	416769	19 237 32	31-MAR-2003	1				
	20-MAR-2003	4689388 030317	025	354838	5 762 40	31-MAR-2003	1				
	21-MAR-2003	4693235 030320	025	416770	23,923 85	01-APR-2003	0				
	24-MAR-2003	1647692 030321	025	416768	33 930 20	04-APR-2003	-3				
	24-MAR-2003	2212786 030324	025	02	4 854 62	04-APR-2003	3				
	24-MAR-2003	2957630 030320	025	416771	9 220 24	04-APR-2003	3				
	25-MAR-2003	1172607 030324	025	01	6 270 32	05-APR-2003	-4				
	25-MAR-2003	1651487 030324	025	416774	22 576 09	05-APR-2003	-4				
	25-MAR-2003	2942797 030324	025	03	3 847 92	05-APR-2003	4				
	25-MAR-2003	6459448 030321	025	416773	11 914 59	05-APR-2003	-4				
	25-MAR-2003	7109470 030325	025	416772	21,729 94	05-APR-2003	-4				
	27-FEB-2003	7894293 030226	025	213809	-101 54	10-MAR-2003	22				
	27-MAR-2003	7113136 030325	025	416775	29,858 65	07-APR-2003	6				
	27-MAR-2003	7933099 030325	025	416838	8,065 72	07-APR-2003	6				
	27-MAR-2003	8303071 030326	025	416776	11,899 98	07-APR-2003	-6				
	27-MAR-2003	9068593 030326	025	416777	19,682 38	07-APR-2003	-6				
					441,851 89						
1406 OKLAHOMA CIT OK	20-MAR-2003	7923258 030319	025	539228 LU	19,553 59	31-MAR-2003	1				
					19 553 59						
135 HONOLULU HI	05-MAR-2003	8257761 030228	004	022770-HW	33 650 07	26-MAR-2003	6				
	06-MAR-2003	1147771 030228	004	022775-HW	1 332 98	27-MAR-2003	5				
	06-MAR-2003	9023334 030228	004	022775-HW	20,020 20	27-MAR-2003	5				
	07-MAR-2003	1151071 030227	004	032234-HW	19,508 01	28-MAR-2003	4				
	07-MAR-2003	6423270 030228	004	035062-HW	637 09	28-MAR-2003	4				
	07-MAR-2003	7073263 030228	004	035061-HW	12 285 59	28-MAR-2003	4				
	09-MAR-2003	2200769 030307	004	049780-HW	17 487 58	30-MAR-2003	2				
	09-MAR-2003	5730375 030225	004	037823-HW	11 473 49	30-MAR-2003	2				
	09-MAR-2003	6424680 030225	004	037824-HW	287 14	30-MAR-2003	2				
	10-MAR-2003	7074754 030304	004	037822-HW	474 74	31-MAR-2003	1				
	10-MAR-2003	9030262 030304	004	037821-HW	17,051 36	31-MAR-2003	1				
	11-MAR-2003	214501502 030311	004	074820-HW	15 930 66	01-APR-2003	-0				
	14-MAR-2003	8274391 030307	004	055366-HW	5,249 93	04-APR-2003	-3				

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CREDIT DELINQUENCY DETAIL
Customer 000000573 FLEMING COMPANIES INC
As of Date 08-APR-2003

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To	Invoice Dt	Invoice Number	Pay Term	Purchase Order #	Amount Due	Due Date	Late	Dispute	Comment	Call Reason	Call Date
					195 388 84						
427 OKLA-OMA CIT OK	20-MAR-2003	1185911 030318	025	058637	27 106 03	31-MAR-2003	1				
	22-MAR-2003	2228424 030320	025	058638	24 651 74	02-APR-2003	-1				
	24-MAR-2003	2958419 030322	025	058639	6 066 92	04-APR-2003	3				
*****					57 824 59						

314-982-4482

114 NORTH EAST MD	16-MAR-2003	7100259 030315	025	787753	29,508 92	27 MAR 2003	5				
	19-MAR-2003	5761580 030318	025	787754	27,697 74	30-MAR-2003	2				
	25-MAR-2003	6462422 030324	025	835374	31 163 03	05 APR 2003	-4				
	25-MAR-2003	7930173 030324	025	835371	5,629 92	05 APR-2003	-4				
	27-MAR-2003	5771305 030326	025	835375	28,533 31	07-APR-2003	-6				
*****					124 532 92						
629 OKLAHOMA CIT OK	25 FEB-2003	1155200 030224	025	166270-MJ	4,104 00	08-MAR-2003	24		PROOF_OF_DELIVE	19 MAR-2003	
	27 FEB-2003	2196132 030226	025	166302-MJ	1 727 06	10-MAR-2003	22		PROOF_OF_DELIVE	19-MAR-2003	
*****					1,831 06						

From-RPCO WEST ACCOUNTS

84* OKLAHOMA CIT OK	15 MAR-2003	4682576 030314	025	430555	18 398 22	26-MAR-2003	6				
	17-MAR-2003	2919713 030304	025	447842-SL	2 390 54	28 MAR-2003	4				
	17-MAR-2003	5323135 030315	025	430556	10 081 32	28-MAR-2003	4				
	19-MAR-2003	7104394 030318	025	430557	24 132 33	30 MAR-2003	2				
	24-MAR-2003	7929883 030323	025	508928	18 064 81	04-APR-2003	-3				
	27-MAR-2003	6459891 030322	025	508929	7 194 40	07-APR-2003	-6				
*****					90,261 62						
819 OKLAHOMA CIT OK	15-MAR-2003	2219938 030314	025	882873 TU	15 471 24	26 MAR-2003	6				
	16-MAR-2003	6452937 030315	025	013134-TU	12,996 36	27-MAR-2003	5				
	19 MAR-2003	1185050 030319	025	023148-TU	6 210 30	30-MAR-2003	2				
	20-MAR-2003	7926129 030319	025	032946-TU	44,896 36	31-MAR-2003	1				
	23-MAR-2003	6461041 030322	025	062457-TU	43,092 20	03-APR-2003	-2				
	23-MAR-2003	9063831 030322	025	052570-TU	15,672 97	03 APR-2003	-2				
	25-MAR-2003	5769392 030324	025	072292-TU	6,609 90	05-APR-2003	-4				
	27-MAR-2003	7112713 030326	025	072275-TU	46,406 11	07-APR-2003	-6				
*****					161,355 44						

Mar-31-2003 03 59pm

590 OKLAHOMA CIT OK	15-MAR-2003	2946638 030313	025	811449	21,789 11	26-MAR-2003	6				
	15-MAR-2003	7918535 030314	025	016988	25 680 98	26-MAR-2003	6				
	17-MAR-2003	1180686 030315	025	016989	7 282 00	28-MAR-2003	4				
	19-MAR-2003	1184132 030318	025	016991	8,719 49	30-MAR-2003	2				
	19-MAR-2003	1644355 030318	025	016990	18 514 66	30 MAR-2003	2				
	22-MAR-2003	1187838 030320	025	016992	24,502 36	02-APR-2003	-1				
	24-MAR-2003	1648063 030321	025	017067	5,868 20	04-APR-2003	-3				
	24-MAR-2003	2961930 030322	025	017070	22 907 51	04 APR-2003	-3				
	25 MAR-2003	1650666 030324	025	017069	17 747 51	05-APR-2003	4				
	25-MAR-2003	9065981 030324	025	017068	18 278 79	05 APR-2003	4				

Customer 000000673 FLEMING COMPANIES INC
As of Date 08-APR-2003

Page

6

025

T-598 P 006/006 F-030

314-882-4462

From-RPCO WEST ACCOUNTS

Mar-31-2003 03 59pm

To	Invoice Dt	Invoice Number	Pay Term	Purchase Order #	Amount Due	Due Date	Late	Dispute	Comment	Call Reason	Call Date
690 OKLAHOMA CIT OK	27-MAR-2003	1655315 030326	025	017071	11,598 02	07 APR 2003	-6				
	27-MAR-2003	2965265.030326	025	017072	14,649 46	07-APR 2003	-6				
*****					197 638 09						
					2,014 929 01						

Nestle Purina PetCare Company


 INVOICE NUMBER
7106431

 ADJ

 FLEMING - WARSAW
HWY 117 SOUTH
SHIP TO/ PICK UP WARSAW, NC 28398

#WW00

CUSTOMER CODE	DATE SHIPPED	INVOICE DATE
02822300	03/20/03	03/22/03
SHIP TO	SOLD TO	* DUPLICATE *
CUSTOMER CODE		* INVOICE * 85
028223		

SOLD TO

 FLEMING COMPANIES-WARSAW
CTP-WARSAW NC DIVISION
PO BOX 268854
OKLAHOMA CITY, OK 73126-8854

 Please Remit To
Nestle Purina Petcare Company

 CUST P.O. NO
AREA

 886214
FLEMING
ST LOUIS, MO 63164

 PO BOX 841836
DALLAS, TX 75284-1836

TERMS

DATE ORDER TAKEN

03/14/03

REQUESTED ARRIVAL DATE

03/21/03

2% 10 DAYS, NET 11 DAYS

SUPPLY POINT CITY AND...		NUMBER	FRT TERMS		CAR NUMBER	BRKST	CARRIER ROUTE	
MECHANICSBURG		0788	PICK UP		55158		BUYERS TRUCK	
LOAD ORDER NO	ORDER NUMBER	PC	SC	S/O				
5762107	7106431	10		42				
QUANTITY	UPC CASE CODE	DESCRIPTION		SIZE	PRICE	CHARGE/ ALLOWANCE	NET PRICE	AMOUNT
	11132	UPC MANUFACTURER ID FOR FOLLOWING ITEMS						
99	00360	ACD PC BEEF		24 13 20Z	12 51		12 51	1238 49
	17800	UPC MANUFACTURER ID FOR FOLLOWING ITEMS						
50	01281	SENIOR CAT CHOW		6 3 5LB	18 92		18 92	946 00
15	02023	CHEW-RIFIC BACON & CHEE		6 3 7OZ	11 72		11 72	175 80
24	02472	BENEFUL HEALTHY WEIGHT		1 35 2LB	16 78		16 78	402 72
50	40400	PUPPY CHOW		10 4 4LB	31 28		31 28	1564 00
55	40523	PUPPY CHOW		1 17 6LB	8 55		8 55	470 25
24	40549	PUPPY CHOW		1 37 5LB	15 43		15 43	370 32
200	41221	DOG CHOW LITTLE BITES		1 22LB	8 42		8 42	1684 00
300	41991	DOG CHOW		1 22LB	8 42		8 42	2526 00
55	42738	PUPPY CHOW LARGE BREED		1 17 6LB	9 73		9 73	535 15
24	42903	T-BONZ SIZZLIN' STEAK		10 100Z	19 00		19 00	456 00
25	43368	KIBBLES & CHUNKS		10 4LB	34 25		34 25	856 25
50	43384	KIBBLES & CHUNKS		1 20LB	8 68		8 68	434 00
25	45065	CAT CHOW		12 3 5LB	37 83		37 83	945 75
50	46572	CAT CHOW		5 7LB	27 81		27 81	1390 50
55	50254	MAINSTAY \$5 99 PP		1 17.6LB	4 81		4 81	264 55
25	51211	KIT N KABOODLE		12 3 5LB	32 08		32 08	802 00
	42187	UPC MANUFACTURER ID FOR FOLLOWING ITEMS						
50	50199	* BEST YET PUPPLY COMPL		10 4 4LB	13 10		13 10	655 00
	45500	UPC MANUFACTURER ID FOR FOLLOWING ITEMS						
54	00734	HUNTERS CHOICE MINI BIT		1 36LB	7 96		7 96	429 84
110	00751	HUNTERS CHOICE MINI BIT		1 18LB	4 03		4 03	443 30
	50000	UPC MANUFACTURER ID FOR FOLLOWING ITEMS						
25	08450	CHEFS BLEND 3 15 LB BAG		12 3 15LB	29 84		29 84	746 00
14	42314	FCC SLICED BEEF & GRAV		24 5 5OZ	7 70		7 70	107 80
22	42984	FANCY FEAST TURKEY & GI		24 3OZ	8 97		8 97	197 34
FREIGHT CPU PRC SPREAD								83 77-
PF-PICK UP ALLOWANCE				36426 LB		1 08-		393 36-
DIRECT SHIP ALLOWANCE								10 92-
THE NESTLE PURINA PETCARE UNSALEABLES EFFICIENCY PROGRAM INCLUDES COMPENSATION FOR SHORTAGES								

QUANTITY SHIPPED	TOTALS	POSTMARK ON REMITTANCE ENVELOPE DETERMINES DATE OF PAYMENT	GROSS AMOUNT	NEXT PAGE
WEIGHT		IF PAID BY	TOTAL ALLOWANCES/CHARGES	
CUBIC FEET	PROCESS DATE		INVOICE TOTAL AMOUNT	
			CASH DISCOUNT IF EARNED	
			AMOUNT DUE	

We hereby warrant to the purchaser of the articles above described on this invoice that they are not adulterated or misbranded within the meaning of the FEDERAL FOOD DRUG AND COSMETICS ACT and amendments thereof, and that they comply fully with the present Fair Labor Standards Act in producing the articles involved above. Any customer claim for monies due arising out of the purchase or sale of Nestle Purina Petcare Company products, of any nature whatsoever, must be made in writing to Nestle Purina Petcare Company not later than two (2) years after the date the transaction occurred. Claims received after that date are not subject to payment. Nestle Purina Petcare Company, St. Louis, Missouri 63164, U.S.A.

Nestle Purina PetCare Company



FLEMING - WARSAW #WW00
 SHIP TO: HWY 117 SOUTH
 PICK UP: WARSAW, NC 28398

SOLD TO

FLEMING COMPANIES-WARSAW
 CTP-WARSAW NC DIVISION
 PO BOX 268854
 OKLAHOMA CITY, OK 73126-8854

CUST P.O. NO
 AREA

886214
 FLEMING
 ST LOUIS, MO 63164

INVOICE NUMBER		ADJ
7106431		
CUSTOMER CODE	DATE SHIPPED	INVOICE DATE
02822300	03/20/03	03/22/03
SHIP TO	SOLD TO	* DUPLICATE *
CUSTOMER CODE		* INVOICE * 85
028223		

Please Remit To.
 Nestle Purina PetCare Company

PO BOX 841836
 DALLAS, TX 75284-1836

TERMS	DATE ORDER TAKEN	03/14/03	REQUESTED ARRIVAL DATE	03/21/03
-------	------------------	----------	------------------------	----------

2* 10 DAYS, NET 11 DAYS

SUPPLY POINT CITY AND...	NUMBER	FRT TERMS	CAR NUMBER	BRKOST	CARRIER ROUTE
MECHANICSBURG	0788	PICK UP	55158		BUYERS TRUCK
LOAD ORDER NO	ORDER NUMBER	PC	BC	S/O	
5762107	7106431	10		42	

QUANTITY	UPC CASE CODE	DESCRIPTION	SIZE	PRICE	CHARGE/ALLOWANCE	NET PRICE	AMOUNT
		DETAIL CONTINUED PAGE 2 DAMAGES, AND RECLAMATIONS, NO DEDUCTIONS OR RETURNS WILL BE ALLOWED					
		PO #886213 & 886214 POOLED TOGETHER FOR FULL TRUCK (INV #5762107 & 7106431)					
		* PRICES ON THE INDICATED ITEM(S) REFLECT LIST PRICE REDUCED BY PROMOTION AND/OR UNSALEABLES ALLOWANCES PREVIOUSLY AGREED TO.					

				GROSS AMOUNT	17641.06
				TOTAL ALLOWANCES/CHARGES	488.05-
				INVOICE TOTAL AMOUNT	17153.01
				CASH DISCOUNT IF EARNED	351.82-
				AMOUNT DUE	16,801.19
1401	QUANTITY SHIPPED	TOTALS	PROCESS DATE 03/20/03	POSTMARK ON REMITTANCE ENVELOPE DETERMINES DATE OF PAYMENT	IF PAID BY
35513	WEIGHT				
1580 31	CUBIC FEET				

We hereby guarantee to the purchaser of the articles above described on this invoice that they are not adulterated or misbranded within the meaning of the FEDERAL FOOD, DRUG AND COSMETICS ACT, and amendments hereof, and that we complied fully with the present Fair Labor Standards Act in producing the articles invoiced above. Any customer claim for monies due arising out of the purchase of one of Nestle Purina PetCare Company products of any nature whatsoever must be made in writing to Nestle Purina PetCare Company not later than two (2) years after the date the merchandise was received. Claims received after that date are not subject to payment. Nestle Purina PetCare Company, St. Louis, Mo. 63164, U.S.A.



Nestlé Purina PetCare Company



FLEMING - LA CROSSE #LC00
SHIP TO/ 1637 SAINT JAMES ST
PICK UP LA CROSSE, WI 54603-2726

SOLD TO

FLEMING COMPANIES-LACROSSE
GATEWAY - LACROSSE WI
PO BOX 26680
OKLAHOMA CITY, OK 73126-0680

INVOICE NUMBER
1639894

ADJ
1639894

CUSTOMER CODE	DATE SHIPPED	INVOICE DATE
05919600	03/18/03	03/19/03
SHIP TO	SOLD TO	* ORIGINAL *
CUSTOMER CODE		* INVOICE * 85
059196		

Please Remit To
Nestlé Purina PetCare Company

CUST P.O. NO
AREA

708497
NESTLE PURINA PETCARE
ST LOUIS, MO 63164

PO BOX 841836
DALLAS, TX 75284-1836

TERMS

DATE ORDER TAKEN 03/10/03 REQUESTED ARRIVAL DATE 03/18/03

2% 10 DAYS, NET 11 DAYS

SUPPLY POINT CITY AND...		NUMBER		PRT TERMS		CAR NUMBER		BRKST		CARRIER ROUTE	
DAVENPORT		0786		PICK UP		61337				BUYERS TRUCK	
LOAD ORDER NO	ORDER NUMBER	PC	BC	EO							
1639894	1639894	10		42							
QUANTITY	UPC CASE CODE	DESCRIPTION				SIZE		PRICE	CHARGE/ALLOWANCE	NET PRICE	AMOUNT
	17800	UPC MANUFACTURER ID FOR FOLLOWING ITEMS									
50	01398	ONE CAT HEALTHY WGT MG				6	3 5LB	24.30		24 30	1215 00
25	02473	BENEFUL HEALTHY WEIGHT				10	4LB	32.18		32.18	804 50
25	40455	PUPPY CHOW				5	8 8LB	28.23		28 23	705 75
200	45065	CAT CHOW				12	3.5LB	37.83		37.83	7566 00
25	48800	DOG CHOW SENIOR				10	4LB	32.25		32 25	806 25
50	51211	KIT N KABOODLE				12	3.5LB	32.08		32 08	1604 00
48	56643	DELI CAT				8	3 5LB	28.23		28 23	1355 04
	50000	UPC MANUFACTURER ID FOR FOLLOWING ITEMS									
250	01360	FRISKIES OCEAN FISH BB				1	22 5LB	8.29		8 29	2072.50
125	01547	FDC OCEAN FISH 3 15 LB				12	3 15LB	33.68		33 68	4210 00
30	01874	FDC OCEAN FISH 6 3 LB				5	6 3LB	24.77		24 77	743 10
275	08450	CHEFS BLEND 3 15 LB BAG				12	3 15LB	29.84		29 84	8206.00
24	25431	FRISKIES TREATS SALMON				10	3OZ	11.52		11.52	276 48
50	48450	COME N GET IT PRE-PRICE				10	4LB	28.78		28 78	1439 00
		FREIGHT CPU PRC SPREAD									111 79-
		PF-PICK UP ALLOWANCE				41411 LB			79-		327 13-
		THE NESTLE PURINA PETCARE UNSALEABLES EFFICIENCY PROGRAM INCLUDES COMPENSATION FOR SHORTAGES, DAMAGES, AND RECLAMATIONS; NO DEDUCTIONS OR RETURNS WILL BE ALLOWED									

				GROSS AMOUNT	31003.62
				TOTAL ALLOWANCES/CHARGES	438 92-
1177	QUANTITY SHIPPED	TOTALS	POSTMARK ON REMITTANCE ENVELOPE DETERMINES DATE OF PAYMENT	INVOICE TOTAL AMOUNT	30564 70
41411	WEIGHT		IF PAID BY	CASH DISCOUNT IF EARNED	620 07-
1875 3	CUBIC FEET	PROCESS DATE 03/19/03	03/29/03	AMOUNT DUE	29,944 63

We hereby guarantee to the purchaser of the articles above described on this invoice that they are not adulterated or misbranded within the meaning of the FEDERAL FOOD, DRUG AND COSMETICS ACT and amendments thereof, and that we comply fully with the present Fair Labor Standards Act in producing the articles involved above. Any customer claim for monies due arising out of the purchase or sale of Nestlé Purina PetCare Company products of any nature whatsoever, must be made in writing to Nestlé Purina PetCare Company not later than two (2) years after the date the transaction occurred. Claims received after that date are not subject to payment. Nestlé Purina PetCare Company, St. Louis, Missouri 63164, USA.



Nestlé Purina PetCare Company



FLEMING - LA CROSSE #LC00
SHIP TO/ 1637 SAINT JAMES ST
PICK UP LA CROSSE, WI 54603-2726

SOLD TO

FLEMING COMPANIES-LACROSSE
GATEWAY - LACROSSE WI
PO BOX 26680
OKLAHOMA CITY, OK 73126-0680

CUST P.O. NO
AREA

711018
NESTLE PURINA PETCARE
ST LOUIS, MO 63164

INVOICE NUMBER
5329236

ADJ

CUSTOMER CODE	DATE SHIPPED	INVOICE DATE
05919600	03/21/03	03/24/03
SHIP TO	SOLD TO	* ORIGINAL *
CUSTOMER CODE		* INVOICE * 85
059196		

Please Remit To.
Nestlé Purina PetCare Company

PO BOX 841836
DALLAS, TX 75284-1836

TERMS

DATE ORDER TAKEN

03/17/03

REQUESTED ARRIVAL DATE

03/24/03

2% 10 DAYS, NET 11 DAYS

SUPPLY POINT CITY AND...	NUMBER	FRY TERMS	CAR NUMBER	SHIP/DET	CARRIER ROUTE
CAPE GIRARDEAU	0796	PREPAID	03244		TRUCK
LOAD ORDER NO	ORDER NUMBER	PC	BC	SA	
5329236	5329236	10		42	

QUANTITY	UPC CASE CODE	DESCRIPTION	SIZE	PRICE	CHARGE/ALLOWANCE	NET PRICE	AMOUNT
50	70230	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
60	00073	TIDY CATS CAT BOX LINER	6 1.13LB	13 86		13 86	693 00
24	01604	TIDY CATS CRYSTAL BLEND	4 10LB	7 44		7 44	446 40
120	01917	TIDY CATS DISPOSABLE BO	4 5LB	8 96		8 96	215 04
480	10260	TIDY CATS AOC	4 10LB	5 84		5 84	700 80
50	10711	TIDY CATS LLOC	4 10LB	5 84		5 84	2803 20
120	10744	TIDY CATS LLOC	1 40LB	4 90		4 90	245 00
80	10761	TIDY CATS IOC	4 10LB	5 84		5 84	700 80
160	11614	TIDY CATS SCP LLOC JUG	3 14LB	12 81		12 81	1024 80
	11633	TIDY CATS SCP LLOC BOX	1 28LB	7 25		7 25	1160 00

THE NESTLE PURINA PETCARE UNSALEABLES EFFICIENCY
PROGRAM INCLUDES COMPENSATION FOR SHORTAGES,
DAMAGES, AND RECLAMATIONS, NO DEDUCTIONS OR
RETURNS WILL BE ALLOWED

1144	QUANTITY SHIPPED	TOTALS	PROCESS DATE 03/22/03	04/03/03	GROSS AMOUNT	7989 04
43115	WEIGHT				TOTAL ALLOWANCES/CHARGES	00
1050.78	CUBIC FEET				INVOICE TOTAL AMOUNT	7989 04
					CASH DISCOUNT IF EARNED	159 78-
					AMOUNT DUE	7,829 26

We hereby guarantee to the purchaser of the articles above described on this invoice that they are not adulterated or misbranded within the meaning of the FEDERAL FOOD, DRUG AND COSMETICS ACT and amendments thereof, and having complied fully with the present Fair Labor Standards Act in producing the articles involved above. Any customer claim for monies due arising out of the purchase of any of Nestlé Purina PetCare Company products, of any nature whatsoever, must be made in writing to Nestlé Purina PetCare Company not later than two (2) years after the date the transaction occurred. Claims received after this date are not subject to payment. Nestlé Purina PetCare Company, St. Louis, Missouri 63164, USA.

Nestlé

Nestlé Purina PetCare Company



FLEMING - GARLAND #GA00
2600 MCCREE RD
SHIP TO: GARLAND, TX 75041-3901
PK K UP

SOLD TO

FLEMING COMPANIES - GARLAND
CTP - GARLAND DIVISION
PO BOX 24750
OKLAHOMA CITY, OK 73124-1226

CUST P.O. NO
AREA

431287
XXXXXXXXXX
ST LOUIS, MO 63164

INVOICE NUMBER

5772906

ADJ

CUSTOMER CODE	DATE SHIPPED	INVOICE DATE
07964200	03/27/03	03/28/03
SHIP TO	SOLD TO	* DUPLICATE *
CUSTOMER CODE		* INVOICE * 85
059382		

Please Remit To
Nestlé Purina PetCare Company

PO BOX 841836
DALLAS, TX 75284-1836

TERMS	DATE ORDER TAKEN	REQUESTED ARRIVAL DATE
2% 10 DAYS, NET 11 DAYS	03/24/03	03/28/03

SUPPLY POINT CITY AND...	NUMBER	FRT TERMS	CAR NUMBER	BRKST	CARRIER ROUTE
OKLAHOMA CITY	0791	PICK UP	563T		BUYERS TRUCK

LOAD ORDER NO	ORDER NUMBER	PC	BC	S/O
5772906	5772906	10		42

QUANTITY	UPC CASE CODE	DESCRIPTION	SIZE	PRICE	CHARGE/ALLOWANCE	NET PRICE	AMOUNT
	17800	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
110	01451	BENEFUL DOG BEEF	1 17 6LB	9 92		9 92	1091 20
200	40646	KIBBLES & MINI CHUNKS	1 20LB	8 68		8 68	1736 00
24	41865	DOG CHOW	1 37 5LB	13 45		13 45	322 80
220	43481	GRRRAVY	1 17 6LB	5 89		5 89	1295 80
75	45065	CAT CHOW	12 3 5LB	37 83		37 83	2837 25
330	45573	CAT CHOW	1 18LB	8 69		8 69	2867 70
25	47568	ONE DOG CHICKEN & RICE	5 8LB	37 95		37 95	948 75
50	47571	ONE DOG CHICKEN & RICE	1 20LB	14 98		14 98	749 00
25	51211	KIT N KABOODLE	12 3 5LB	32 08		32 08	802 00
80	56601	DELI CAT	6 18OZ	7 63		7 63	610 40
24	56643	DELI CAT	8 3 5LB	28 23		28 23	677 52
25	57066	ONE DOG HEALTHY WGT MG	5 8LB	37 95		37 95	948 75
25	57312	ONE DOG LAMB & RICE	5 8LB	37 95		37 95	948 75
50	57325	ONE DOG LAMB & RICE	1 20LB	14 98		14 98	749 00
	42187	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
50	41530	* FLN BEST YET KITTY KR	12 3 5LB	16 73		16 73	836 50
24	42113	* FLNG BST YET CRUNCHY	1 44LB	9 48		9 48	227 52
100	50193	* BEST YET ADULT DOG FO	1 22LB	4 92		4 92	492 00
55	50197	* BEST YET PUPPY COMPLE	1 17 6LB	5 06		5 06	278 30
25	50199	* BEST YET PUPPLY COMPL	10 4 4LB	13 10		13 10	327 50
	50000	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
56	01489	FDC OCEAN FISH 16 2 OZ	12 16 2OZ	12 03		12 03	673 68
28	27218	FRISK WET CT POUCH OCEA	24 3OZ	8 65		8 65	242 20
66	42694	PANCY PEAST CHUNKY CHIC	24 3OZ	8 97		8 97	592 02
27	47014	FCC SLICED CHICKEN IN	24 13 5OZ	11 79		11 79	318 33
50	74123	CHEFS BLEND 22.5 LB BON	1 22 5LB	7 87		7 87	393 50
		FREIGHT CPU PRC SPREAD					84 52-
		PF-PICK UP ALLOWANCE	38917 LB		83-		322 98-
		THE NESTLE PURINA PETCARE UNSALEABLES EFFICIENCY					
		PROGRAM INCLUDES COMPENSATION FOR SHORTAGES,					
		DAMAGES, AND RECLAMATIONS, NO DEDUCTIONS OR					
		RETURNS WILL BE ALLOWED					

QUANTITY SHIPPED	WEIGHT	CUBIC FEET	PROCESS DATE	POSTMARK ON REMITTANCE ENVELOPE DETERMINES DATE OF PAYMENT	IF PAID BY	GROSS AMOUNT	TOTAL ALLOWANCES/CHARGES	INVOICE TOTAL AMOUNT	CASH DISCOUNT IF EARNED	AMOUNT DUE

We hereby guarantee to the purchaser of the articles above described on this invoice that they are not adulterated or misbranded within the meaning of the FEDERAL FOOD, DRUG AND COSMETICS ACT, and amendments thereof, and that we complied fully with the present Fair Labor Standards Act in producing the products involved above. Any customer claim for monies due arising out of the purchase or sale of Nestlé Purina PetCare Company products, of any nature whatsoever, must be made in writing to Nestlé Purina PetCare Company not later than two (2) years after the date the transaction occurred. Claims received after that date are not subject to payment. Nestlé Purina PetCare Company, St. Louis, Missouri 63164, USA.



Nestlé Purina PetCare Company



FLEMING - GARLAND #GA00
 2600 MCCREE RD
 GARLAND, TX 75041-3901

SOLD TO

FLEMING COMPANIES - GARLAND
 CTP - GARLAND DIVISION
 PO BOX 24750
 OKLAHOMA CITY, OK 73124-1226

CUST P.O. NO
 AREA

431287
 XXXXXXXXXXXX
 ST LOUIS, MO 63164

INVOICE NUMBER		ADJ
5772906		
CUSTOMER CODE	DATE SHIPPED	INVOICE DATE
07964200	03/27/03	03/28/03
SHIP TO	SOLD TO	
CUSTOMER CODE	* DUPLICATE *	
059382	* INVOICE * 85	

Please Remit To
 Nestlé Purina PetCare Company

PO BOX 841836
 DALLAS, TX 75284-1836

TERMS	DATE ORDER TAKEN	03/24/03	REQUESTED ARRIVAL DATE	03/28/03
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2% 10 DAYS, NET 11 DAYS

SUPPLY POINT CITY AND...	NUMBER	FRT TERMS	CAR NUMBER	BRK/CTY	CARRIER ROUTE
OKLAHOMA CITY	0791	PICK UP	563T		BUYERS TRUCK
LOAD ORDER NO	ORDER NUMBER	PC	SC	SA	
5772906	5772906	10		42	

QUANTITY	UPC CASE CODE	DESCRIPTION	SIZE	PRICE	CHARGE/ALLOWANCE	NET PRICE	AMOUNT
		DETAIL CONTINUED PAGE 2 * PRICES ON THE INDICATED ITEM(S) REFLECT LIST PRICE REDUCED BY PROMOTION AND/OR UNSALEABLES ALLOWANCES PREVIOUSLY AGREED TO					

				GROSS AMOUNT	20966 47
				TOTAL	407 50-
1744	QUANTITY SHIPPED		POSTMARK ON REMITTANCE ENVELOPE DETERMINES DATE OF PAYMENT	INVOICE TOTAL AMOUNT	20558 97
38917	WEIGHT		IF PAID BY:	CASH DISCOUNT IF EARNED	414.17-
1809 90	CUBIC FEET	PROCESS DATE 03/27/03	04/07/03	AMOUNT DUE	20,144 80

We hereby guarantee to the purchaser of the articles above described on this invoice that they are not adulterated or misbranded within the meaning of the FEDERAL FOOD, DRUG AND COSMETICS ACT and amendments thereof, and that we complied fully with the present Fair Labor Standards Act in producing the articles invoiced above. Any customer claim for monies due arising out of the purchase or sale of Nestlé Purina PetCare Company products, or any name whatsoever, must be made in writing to Nestlé Purina PetCare Company not later than two (2) years after the date the transaction occurred. Claims received after that date are not subject to payment. Nestlé Purina PetCare Company, St. Louis, Missouri 63164, U.S.A.



Nestlé Purina PetCare Company


 INVOICE NUMBER
1655580

 ADJ

 FLEMING - LINCOLN #LI00
1601 PIONEERS BLVD
SHIP TO/ PICK UP LINCOLN, NE 68502-5402

CUSTOMER CODE	DATE SHIPPED	INVOICE DATE
06812800	03/25/03	03/26/03
SHIP TO	SOLD TO	* DUPLICATE *
CUSTOMER CODE		* INVOICE * 85
068128		

SOLD TO

 FLEMING COMPANIES-LINCOLN
CTP-LINCOLN DIV - ROXI KRAHMER
4554 W STREET
LINCOLN, NE 68503

 Please Remit To
Nestlé Purina PetCare Company

 CUST P.O. NO
AREA

 627544
NESTLE PURINA PETCARE
ST LOUIS, MO 63164

 PO BOX 841836
DALLAS, TX 75284-1836

TERMS

DATE ORDER TAKEN 03/21/03 REQUESTED ARRIVAL DATE 03/25/03

2% 10 DAYS, NET 11 DAYS

SUPPLY POINT CITY AND...	NUMBER	FRT TERMS	CAR NUMBER	BRKOUT	CARRIER ROUTE
DAVENPORT	0786	PICK UP	739		BUYERS TRUCK

LOAD ORDER NO	ORDER NUMBER	PC	BC	SO
1195354	1655580	10		42

QUANTITY	UPC CASE CODE	DESCRIPTION	SIZE	PRICE	CHARGE/ALLOWANCE	NET PRICE	AMOUNT
54	11132	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
27	00361	ACD PC BEEF/LIVER	24 13 20Z	12 51		12.51	675 54
56	00366	ACD PC BEEF/BAC/CH	24 13 20Z	12 51		12.51	337 77
56	00463	ACD PRIME CUTS IN GRAV	12 220Z	9 27		9.27	519 12
56	00553	ACC SALMON & SHRIMP	24 5 50Z	6 74		6.74	377 44
56	00555	ACC SAVORY GRILL	24 5 50Z	6 74		6.74	377 44
56	00557	ACC CAPTAINS TABLE	24 5 50Z	6 74		6.74	377 44
56	00561	ACC FLAKED TUNA IN SAU	24 5 50Z	6 74		6.74	377 44
98	00563	ACC SLICED BEEF IN GRA	24 5 50Z	6 74		6.74	660 52
98	00564	ACC SLICED TURKEY IN G	24 5 50Z	6 74		6.74	660 52
98	00593	ACC TUNA WITH RICE	24 5 50Z	6 74		6.74	660 52
98	05913	ACC CHICKEN WITH RICE	24 5 50Z	6 74		6.74	660 52
56	23105	ALPO PRIME SLICES W/BEE	12 220Z	9 27		9.27	519 12
98	51050	ALPO CANNED CAT 5 50Z V	1 8 25LB	6 74		6.74	660 52
98	50000	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
98	34524	MIGHTY DOG PRIME CUTS P	24 5 50Z	10 94		10.94	1072 12
98	35124	MIGHTY DOG CHICKEN EGG	24 5 50Z	10 94		10.94	1072 12
98	36044	MIGHTY DOG BEEF CLUB PA	2 4 12LB	10 94		10.94	1072 12
45	47014	FCC SLICED CHICKEN IN	24 13 50Z	11 79		11.79	530 55
28	48014	FCC FLAKED TUNA	24 5 50Z	7 70		7.70	215 60
		PF-PICK UP ALLOWANCE	14825 LB		1 13-		167 56-

 THE NESTLE PURINA PETCARE UNSALEABLES EFFICIENCY
PROGRAM INCLUDES COMPENSATION FOR SHORTAGES,
DAMAGES, AND RECLAMATIONS, NO DEDUCTIONS OR
RETURNS WILL BE ALLOWED

 03/21/03 14 47 OPOKU-AMOAKU, DIANA-ST. LOUIS (CPGB) POOLING
POS 627544 & 627545 TOGETHER FOR FULL TRUCK (INV 1655580 &
1195354)

			GROSS AMOUNT	10826 42
			TOTAL ALLOWANCES/CHARGES	167 56-
1274	QUANTITY SHIPPED	TOTALS	INVOICE TOTAL AMOUNT	10658 86
14825	WEIGHT		CASH DISCOUNT IF EARNED	216.53-
396.90	CUBIC FEET	PROCESS DATE 03/26/03	AMOUNT DUE	10,442 33
		04/05/03		

We hereby guarantee to the purchaser of the articles above described on this invoice that they are not adulterated or misbranded within the meaning of the FEDERAL FOOD, DRUG AND COSMETICS ACT and amendments thereof, and that they conform fully with the present Fair Labor Standards Act in producing the articles involved herein. Any customer claim for monies due arising out of the purchase or sale of Nestlé Purina PetCare Company products, of any nature whatsoever, must be made in writing to Nestlé Purina PetCare Company not later than two (2) years after the date the transaction occurred. Claims received after this date are not subject to payment. Nestlé Purina PetCare Company, St. Louis, Missouri 63164, U.S.A.



Nestle Purina PetCare Company



FLEMING - KANSAS CIT#KC00
 5300 KANSAS AVE
 KANSAS CITY, KS 66106-1141

SHIP TO/
 PICK UP

SOLD TO

FLEMING COMPANIES-KANSAS CITY
 CTP - KANSAS CITY DIV
 PO BOX 24650
 OKLAHOMA CITY, OK 73124

CUST P.O. NO
 AREA

818764-KC
 NESTLE PURINA PETCARE
 ST LOUIS, MO 63164

INVOICE NUMBER
 5758438

ADJ

CUSTOMER CODE	DATE SHIPPED	INVOICE DATE
48943300	03/18/03	03/20/03
SHIP TO	SOLD TO	* ORIGINAL *
CUSTOMER CODE		* INVOICE *
064033		85

Please Remit To
 Nestle Purina PetCare Company

PO BOX 841836
 DALLAS, TX 75284-1836

TERMS:

DATE ORDER TAKEN

03/12/03

REQUESTED ARRIVAL DATE

03/19/03

2% 10 DAYS, NET 11 DAYS

SUPPLY POINT CITY AND...		NUMBER	PRY TERMS		CAR NUMBER	BRKST	CARRIER ROUTE		
OKLAHOMA CITY		0791	PREPAID		12417		TRUCK		
LOAD ORDER NO	ORDER NUMBER	PC	BC	S/O					
5322783	5758438	10		42					
QUANTITY	UPC CASE CODE	DESCRIPTION			SIZE	PRICE	CHARGE/ ALLOWANCE	NET PRICE	AMOUNT
	11132	UPC MANUFACTURER ID FOR FOLLOWING ITEMS							
27	00119	ALPO BEEF FLAVOR DINNER			1 40LB	11.02		11.02	297.54
18	20175	ALPO BEEF BITES TREATS			10 6OZ	11.92		11.92	214.56
18	35198	ALPO BURGER BF&BCN			10 6OZ	11.92		11.92	214.56
	17800	UPC MANUFACTURER ID FOR FOLLOWING ITEMS							
50	01263	ONE ADV HAIRBALL FORMU			6 3 5LB	22.98		22.98	1149.00
20	01280	ONE CAT SALMON & TUNA			6 3 5LB	24.30		24.30	486.00
15	01450	BENEFUL DOG BEEF			5 8LB	29.48		29.48	442.20
24	01452	BENEFUL DOG BEEF			1 35 2LB	16.78		16.78	402.72
45	02022	CHEW-RIFIC BEEF & CHEES			6 7OZ	11.72		11.72	527.40
22	02063	WL TC CHICKEN N SEAFOOD			7 6 5OZ	13.48		13.48	296.56
7	02355	PURINA ONE SENIOR PROTE			4 7LB	27.64		27.64	193.48
55	40523	PUPPY CHOW			1 17 6LB	8.55		8.55	470.25
50	41221	DOG CHOW LITTLE BITES			1 22LB	8.42		8.42	421.00
24	41483	DOG CHOW LITTLE BITES			1 37 5LB	13.45		13.45	322.80
55	41755	DOG CHOW LAMB MEAL & RI			1 17 6LB	8.41		8.41	462.55
24	41865	DOG CHOW			1 37 5LB	13.45		13.45	322.80
100	41991	DOG CHOW			1 22LB	8.42		8.42	842.00
55	42738	PUPPY CHOW LARGE BREED			1 17 6LB	9.73		9.73	535.15
25	44532	FIT & TRIM			5 9LB	32.53		32.53	813.25
5	45065	CAT CHOW			12 3.5LB	37.83		37.83	189.15
16	45324	KITTEN CHOW			12 18OZ	13.93		13.93	222.88
550	45573	CAT CHOW			1 18LB	8.69		8.69	4779.50
5	46417	ONE DOG BEEF & RICE			5 8LB	37.95		37.95	189.75
15	51211	KIT N KABOODLE			12 3 5LB	32.08		32.08	481.20
55	51216	KIT N KABOODLE			1 18LB	7.36		7.36	404.80
114	52090	WHISKER LICKINS TC TUNA			10 2 1OZ	8.52		8.52	971.28
50	52825	HI PRO			1 20LB	8.30		8.30	415.00
25	53989	CAT MENU			5 7LB	12.80		12.80	320.00
	38100	UPC MANUFACTURER ID FOR FOLLOWING ITEMS							
48	42990	MST & MTY BUTCHERS BURG			6 54OZ	15.31		15.31	734.88
	45500	UPC MANUFACTURER ID FOR FOLLOWING ITEMS							
55	00751	HUNTERS CHOICE MINI BIT			1 18LB	4.03		4.03	221.65
	50000	UPC MANUFACTURER ID FOR FOLLOWING ITEMS							
60	01259	FRISKIES OCEAN FISH			1 18LB	8.29		8.29	497.40
15	02241	FDC SENIOR 3 15 LB			12 3 15LB	33.68		33.68	505.20
15	05147	FDC GOURMET 3 15LB			12 3 15LB	33.68		33.68	505.20
330	16574	COME N GET IT			1 20LB	8.26		8.26	2725.80

					GROSS AMOUNT	NEXT PAGE
					TOTAL ALLOWANCES/CHARGES	
QUANTITY SHIPPED	TOTALS			POSTMARK ON REMITTANCE ENVELOPE DETERMINES DATE OF PAYMENT	INVOICE TOTAL AMOUNT	
WEIGHT				IF PAID BY	CASH DISCOUNT IF EARNED	
CUBIC FEET		PROCESS DATE			AMOUNT DUE	

We hereby guarantee to the purchaser of the articles above described on this invoice that they are not adulterated or misbranded within the meaning of the FEDERAL FOOD, DRUG AND COSMETICS ACT and amendments thereof, and that they comply fully with the present Fair Labor Standards Act in producing the articles invoiced above. Any customer claim for monies due arising out of the purchase or sale of Nestle Purina PetCare Company products of any nature whatsoever must be made in writing to Nestle Purina PetCare Company not later than two (2) years after the date the transaction occurred. Claims received after that date are not subject to payment. Nestle Purina PetCare Company, St. Louis, Missouri 63164, USA.

Nestle

Nestlé Purina PetCare Company



SHIP TO/
PICK UP FLEMING - KANSAS CIT#KC00
5300 KANSAS AVE
KANSAS CITY, KS 66106-1141

SOLD TO

FLEMING COMPANIES-KANSAS CITY
CTP - KANSAS CITY DIV
PO BOX 24650
OKLAHOMA CITY, OK 73124

CUST P.O. NO
AREA

818764-KC
NESTLE PURINA PETCARE
ST LOUIS, MO 63164

INVOICE NUMBER		ADJ
5758438		
CUSTOMER CODE	DATE SHIPPED	INVOICE DATE
48943300	03/18/03	03/20/03
SHIP TO	SOLD TO	* ORIGINAL *
CUSTOMER CODE		* INVOICE * 85
064033		

Please Remit To
Nestlé Purina PetCare Company

PO BOX 841836
DALLAS, TX 75284-1836

TERMS	DATE ORDER TAKEN	03/12/03	REQUESTED ARRIVAL DATE	03/19/03
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2 1/2 10 DAYS, NET 11 DAYS

SUPPLY POINT CITY AND...	NUMBER	FRT TERMS	CAR NUMBER	BRKDET	CARRIER ROUTE
OKLAHOMA CITY	0791	PREPAID	12417		TRUCK
LOAD ORDER NO	ORDER NUMBER	PC	BC	SD	
5322783	5758438	10		42	

QUANTITY	UPC CASE CODE	DESCRIPTION	SIZE	PRICE	CHARGE/ALLOWANCE	NET PRICE	AMOUNT
21	16584	DETAIL CONTINUED PAGE 2					
55	16784	COME N GET IT	1 40LB	12 32		12 32	258 72
		* COME N GET IT PRE-PRI	1 20LB	5 97		5.97	328 35
		FREIGHT CPU PRC SPREAD					117 50-
THE NESTLE PURINA PETCARE UNSALEABLES EFFICIENCY PROGRAM INCLUDES COMPENSATION FOR SHORTAGES, DAMAGES, AND RECLAMATIONS, NO DEDUCTIONS OR RETURNS WILL BE ALLOWED * PRICES ON THE INDICATED ITEM(S) REFLECT LIST PRICE REDUCED BY PROMOTION AND/OR UNSALEABLES ALLOWANCES PREVIOUSLY AGREED TO							

				GROSS AMOUNT	22164 58
				TOTAL ALLOWANCES/CHARGES	117 50-
				INVOICE TOTAL AMOUNT	22047 08
				CASH DISCOUNT IF EARNED	445 81-
				AMOUNT DUE	21,601 27
2068	QUANTITY SHIPPED	TOTALS	POSTMARK ON REMITTANCE ENVELOPE DETERMINES DATE OF PAYMENT		
42227	WEIGHT		IF PAID BY:		
1929 42	CUBIC FEET	PROCESS DATE 03/19/03	03/30/03		

We hereby warrant to the purchaser of the articles above described on this invoice that they are not adulterated or misbranded within the meaning of the FEDERAL FOOD, DRUG AND COSMETICS ACT and amendments thereof, and that we complied fully with the present Fair Labor Standards Act in producing the articles indicated above. Any customer claim for monies due arising out of the purchase or sale of Nestlé Purina PetCare Company products, of any nature whatsoever, must be made in writing to Nestlé Purina PetCare Company not later than two (2) years after the date the transaction occurred. Claims received after that date are not subject to payment. Nestlé Purina PetCare Company, St. Louis, Missouri 63164, USA.

88745-8
Nestlé

Nestle Purina PetCare Company



FLEMING - MASSILLON #MA00
4676 ERIE ST S
SHIP TO/ PICK UP MASSILLON, OH 44646

SOLD TO

FLEMING COMPANIES-MASSILLON
CTP MASSILLON DIVISION
PO BOX 24800
OKLAHOMA CITY, OK 73124

CUST P.O. NO
AREA

416768
FLEMING
ST LOUIS, MO 63164

INVOICE NUMBER	ADJ
1647682	

CUSTOMER CODE	DATE SHIPPED	INVOICE DATE
15961100	03/22/03	03/24/03
SHIP TO	SOLD TO	
CUSTOMER CODE		
159611		

* INVOICE * 85

Please Remit To
Nestle Purina PetCare Company

PO BOX 841836
DALLAS, TX 75284-1836

TERMS

DATE ORDER TAKEN	03/17/03	REQUESTED ARRIVAL DATE	03/24/03
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2% 10 DAYS, NET 11 DAYS

SUPPLY POINT CITY AND...	NUMBER	FRY TERMS	CAR NUMBER	BRKDT	CARRIER ROUTE
CRETE	0543	PREPAID	9062		TRUCK

LOAD ORDER NO.	ORDER NUMBER	PC	SC	3/0
1647682	1647682	10		42

QUANTITY	UPC CASE CODE	DESCRIPTION	SIZE	PRICE	CHARGES/ALLOWANCE	NET PRICE	AMOUNT
	11132	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
36	00024	ACD PC PUP BEEF/RICE	24 13 20Z	12.51		12 51	450.36
99	00364	ACD PC BEEF STEW	24 13.20Z	12.51		12 51	1238.49
99	00368	ACD PC LONDON GRILL	24 13.20Z	12.51		12 51	1238.49
98	00550	ACC BEEF BANQUET	24 5.50Z	6.74		6 74	660.52
98	00552	ACC TURKEY & BACON BAN	24 5.50Z	6.74		6 74	660.52
98	00555	ACC SAVORY GRILL	24 5.50Z	6.74		6 74	660.52
198	52321	ACD PRIME SLICES WITH	24 13 20Z	12.51		12 51	2476.98
112	74331	ALPO PRIME CUTS LOND GR	12 220Z	9.27		9.27	1038.24
99	87523	ACD PRIME SLICES WITH	24 13 20Z	12.51		12.51	1238.49
	50000	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
198	00334	FCC MIXED GRILL CANNED	24 30Z	7.69		7.69	1522.62
98	19811	FRSK 24 CT SLICED VARIE	1 8 25LB	7.70		7.70	754.60
112	27105	FWC POUCH CHICKEN	24 30Z	8.65		8.65	968.80
40	34517	MD PREMIUM POUCH CHCKN	24 5.30Z	12.38		12.38	495.20
396	42644	FANCY FEAST SLICED TURK	24 30Z	8.97		8.97	3552.12
198	42714	FCC BEEF & LIVER 13 OZ	24 130Z	11.79		11.79	2334.42
198	42724	FCC MIXED GRILL 13 OZ	24 130Z	11.79		11.79	2334.42
198	42794	FANCY FEAST CHICKEN AND	24 30Z	8.97		8.97	1776.06
180	42824	FANCY FST VAR PK 24 CT	1 4 5LB	8.97		8.97	1614.60
198	43464	FF CHICKEN, HEARTS, & L	24 30Z	8.97		8.97	1776.06
198	47014	FCC SLICED CHICKEN IN	24 13 50Z	11.79		11.79	2334.42
360	50000	FANCY FEAST 24CT VARIET	1 4.5LB	8.97		8.97	3229.20
198	87200	FANCY FEAST MARIN CHICK	24 30Z	8.97		8.97	1776.06

DIRECT SHIP ALLOWANCE

200 90-

THE NESTLE PURINA PETCARE UNSALEABLES EFFICIENCY
PROGRAM INCLUDES COMPENSATION FOR SHORTAGES,
DAMAGES, AND RECLAMATIONS, NO DEDUCTIONS OR
RETURNS WILL BE ALLOWED.

				GROSS AMOUNT	34131 19
				TOTAL ALLOWANCES/CHARGES	200 90-
				INVOICE TOTAL AMOUNT	33930 29
				CASH DISCOUNT IF EARNED	682 62-
				AMOUNT DUE	33,247 67
3509	QUANTITY SHIPPED	TOTALS	PROCESS DATE 03/23/03	POSTMARK ON REMITTANCE ENVELOPE DETERMINES DATE OF PAYMENT. IF PAID BY 04/03/03	
41989	WEIGHT				
1041 57	CUBIC FEET				

We hereby warrant to the purchaser of the articles above described on this invoice that they are not adulterated or misbranded within the meaning of the FEDERAL FOOD, DRUG AND COSMETICS ACT and amendments thereof, and that we complied fully with the present Fair Labor Standards Act in producing the articles involved above. Any customer claim for monies due arising out of the purchase or sale of Nestle Purina PetCare Company products of any nature whatsoever, must be made in writing to Nestle Purina PetCare Company not later than two (2) years after the date the claim is made. Claims received after that date are not subject to payment. Nestle Purina PetCare Company, St. Louis, Missouri 63164, USA.



Nestlé Purina PetCare Company



FLEMING - MASSILLON #MA00
4676 ERIE ST S
SHIP TO/ PICKUP MASSILLON, OH 44646

SOLD TO

FLEMING COMPANIES-MASSILLON
CTP MASSILLON DIVISION
PO BOX 24800
OKLAHOMA CITY, OK 73124

CUST P.O. NO
AREA

416838
FLEMING
ST LOUIS, MO 63164

INVOICE NUMBER
7933099

ADJ

CUSTOMER CODE	DATE SHIPPED	INVOICE DATE
15961100	03/25/03	03/27/03
SHIP TO	SOLD TO	* ORIGINAL *
CUSTOMER CODE		* INVOICE * 85
159611		

Please Remit To.
Nestlé Purina PetCare Company

PO BOX 841836
DALLAS, TX 75284-1836

TERMS:	DATE ORDER TAKEN	03/20/03	REQUESTED ARRIVAL DATE	03/27/03
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24 10 DAYS, NET 11 DAYS

SUPPLY POINT CITY AND	NUMBER	FRY TERMS	CAR NUMBER	BKIDST	CARRIER ROUTE
CAPE GIRARDEAU	0796	PREPAID	463910		TRUCK
LOAD ORDER NO	ORDER NUMBER	PC	BC	SQ	
7933099	7933099	10		42	

QUANTITY	UPC CASE CODE	DESCRIPTION	SIZE	PRICE	CHARGE/ALLOWANCE	NET PRICE	AMOUNT
40	47557	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
	10030	YESTERDAYS NEWS REGULAR	1 30LB	8 00		8 00	320.00
	70230	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
80	00071	TIDY CATS CAT BOX LINER	12 44LB	11.28		11 28	902 40
40	01195	SND NATURE DG LTR PAN-M	1 2.47LB	6 50		6 50	260 00
60	01604	TIDY CATS CRYSTAL BLEND	4 10LB	7 44		7 44	446 40
48	01917	TIDY CATS DISPOSABLE BO	4 5LB	8 96		8 96	430 08
60	10260	TIDY CATS AOC	4 10LB	5 84		5 84	350 40
196	10270	TIDY CATS AOC	1 20LB	2 80		2 80	548 80
120	10713	TIDY CATS LLOC	4 10LB	5 84		5 84	700 80
90	10712	TIDY CATS SCP IOC BOX	1 40LB	9 99		9 99	899 10
100	10740	TIDY CATS IOC	1 40LB	4 90		4 90	490.00
240	10761	TIDY CATS IOC	4 10LB	5 84		5 84	1401 60
90	11620	TIDY CATS SCP LLOC JUG	2 20LB	11.00		11 00	990 00
	74317	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
60	00793	EXCEPTIONAL VALUE CONVE	4 10LB	3 10		3 10	186 00
98	00822	EXCEPTIONAL VALUE CNV L	1 20LB	1 43		1 43	140 14

THE NESTLE PURINA PETCARE UNSALEABLES EFFICIENCY
PROGRAM INCLUDES COMPENSATION FOR SHORTAGES,
DAMAGES, AND RECLAMATIONS; NO DEDUCTIONS OR
RETURNS WILL BE ALLOWED

				GROSS AMOUNT	8065 72	
				TOTAL ALLOWANCES/CHARGES	00	
1322	QUANTITY SHIPPED	TOTALS	PROCESS DATE 03/25/03	POSTMARK ON REMITTANCE ENVELOPE DETERMINES DATE OF PAYMENT	INVOICE TOTAL AMOUNT	8065.72
42711	WEIGHT			IF PAID BY	CASH DISCOUNT IF EARNED	161 31-
1134.48	CUBIC FEET			04/06/03	AMOUNT DUE	7,904 41

We hereby guarantee to the purchaser of the articles above described on this invoice that they are not adulterated or misbranded within the meaning of the FEDERAL FOOD, DRUG AND COSMETICS ACT and amendments thereof, and that we comply fully with the present Fair Labor Standards Act in producing the articles invoiced above. Any customer claim for monies due arising out of the purchase or sale of Nestlé Purina PetCare Company products, of any nature whatsoever, must be made in writing to Nestlé Purina PetCare Company not later than two (2) years after the date the transaction occurred. Claims received after that date are not subject to payment. Nestlé Purina PetCare Company, St. Louis, Missouri 63164, USA.

Nestlé

Nestlé Purina PetCare Company



SHIP TO
PICKUP
FLEMING - HAWAII #HW00
CAMPBELL INDUSTRIAL PARK
91-315 HANUA ST
HONOLULU, HI 96707-1732

SOLD TO

FLEMING FOODS WEST-KAPOLIE
HAWAII DIVISION - EDI
91-315 HANUA ST
HONOLULU, HI 96707-1732

CUST P.D. NO
AREA

090462-HW
NESTLE PURINA PETCARE
ST LOUIS, MO 63164

INVOICE NUMBER		ADJ	
2953375			
CUSTOMER CODE	DATE SHIPPED	INVOICE DATE	
85069100	03/24/03	04/04/03	
SHIP TO	SOLD-TO	* ORIGINAL *	
CUSTOMER CODE		* INVOICE * 85	
265136			

Please Remit To
Nestlé Purina PetCare Company

PO BOX 841849
DALLAS, TX 75284-1849

TERMS	DATE ORDER TAKEN	03/12/03	REQUESTED ARRIVAL DATE	04/04/03
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2% 20 NET 21 DAYS

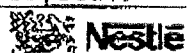
SUPPLY POINT CITY AND...	NUMBER	PRY TERMS	CAR NUMBER	BRKONT	CARRIER ROUTE
MARICOPA	0795	PREPAID	MATU-6623256		CTK-HAWAII
LOAD ORDER NO	ORDER NUMBER	PC	BC	EO	
2953375	2953375	27		42	

QUANTITY	UPC CASE CODE	DESCRIPTION	SIZE	PRICE	CHARGE/ALLOWANCE	NET PRICE	AMOUNT
294	70230	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
40	01605	TIDY CATS CRYSTL BLEND	1 20LB	4 63		4 63	1361 22
90	01606	TIDY CATS CRYSTL BLND S	3 14LB	16 80		16 80	672 00
48	01607	TIDY CATS CRSTL BLND SC	2 20LB	15 66		15 66	1409 40
48	01665	TC CRYSTL BLND SCP-PAIL	1 27LB	10 91		10 91	523 68
48	01669	TIDY CATS SCP LLOC PAIL	1 35LB	11 33		11 33	543 84
40	02051	TIDY CATS CRYSTALS	4 3 5LB	28 85		28 85	1154 00
48	02053	TIDY CATS CRYSTALS	3 8LB	36 85		36 85	1768 80
60	10711	TIDY CATS LLOC	4 10LB	7 89		7 89	473 40
196	10720	TIDY CATS LLOC	1 20LB	3 83		3 83	750 68
294	10770	TIDY CATS IOC CONV	1 20LB	3 83		3 83	1126 02
96	10785	TIDY CATS SCP IOC PAIL	1 35LB	11 33		11 33	1087 68
40	11614	TIDY CATS SCP LLOC JUG	3 14LB	15 11		15 11	604 40
40	11716	TIDY CATS SCP IOC JUG	3 14LB	15 11		15 11	604 40
45	11720	TIDY CATS SCP IOC JUG	2 20LB	13 16		13 16	592 20
		PF-FREIGHT ALLOWANCE					205.32-

THE NESTLE PURINA PETCARE UNSALEABLES EFFICIENCY PROGRAM INCLUDES COMPENSATION FOR SHORTAGES, DAMAGES, AND RECLAMATIONS, NO DEDUCTIONS OR RETURNS WILL BE ALLOWED.

GROSS AMOUNT				12671 72
TOTAL ALLOWANCES/CHARGES				205 32-
INVOICE TOTAL AMOUNT				12466 40
CASH DISCOUNT IF EARNED				253 43-
AMOUNT DUE				12,212.97
1379	QUANTITY SHIPPED	TOTAL	POSTMARK ON REMITTANCE ENVELOPE DETERMINES DATE OF PAYMENT	
38765	WEIGHT		IF PAID BY	
1077 22	CUBIC FEET	PROCESS DATE 03/24/03	04/24/03	

We hereby guarantee to the purchaser of the articles above described on this invoice that they are not adulterated or misbranded within the meaning of the FEDERAL FOOD, DRUG AND COSMETICS ACT and amendments thereof, and that we complied fully with the present Fair Labor Standards Act in producing the articles hereby sold. Any customer claim for monies due arising out of the purchase or sale of Nestlé Purina PetCare Company products, of any nature whatsoever, must be made in writing to Nestlé Purina PetCare Company no later than two (2) years after the date the transaction occurred. Claims received after this date are not subject to payment. Nestlé Purina PetCare Company St. Louis, Missouri 63164, USA.



Nestlé Purina PetCare Company



FLEMING - TULSA DIVI#TU00
420 SOUTH 145TH EAST AVE
SHIP TO/
PICK UP TULSA, OK 74108

SOLD TO

FLEMING - TULSA DIVISION
PO BOX 268959
OKLAHOMA CITY, OK 73126-8959

INVOICE NUMBER
7926129

ADJ
7926129

CUSTOMER CODE	DATE SHIPPED	INVOICE DATE
62243500	03/19/03	03/20/03
SHIP TO	SOLD TO	* ORIGINAL *
CUSTOMER CODE		* INVOICE * 85
622419		

Please Remit To
Nestlé Purina PetCare Company

PO BOX 841836
DALLAS, TX 75284-1836

CUST P.O. NO
AREA

032946-TU
XXXXXXXXXX
ST LOUIS, MO 63164

TERMS	DAYS ORDER TAKEN	03/14/03	REQUESTED ARRIVAL DATE	03/20/03
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2% 10 DAYS, NET 11 DAYS

SUPPLY POINT CITY AND...	NUMBER	PKY TERMS	CAR NUMBER	BRK/DST	CARRIER ROUTE
OKLAHOMA CITY	0791	PICK UP	2032		BUYERS TRUCK
LOAD ORDER NO	ORDER NUMBER	PC	BC	S/O	
7926129	7926129	10		42	

QUANTITY	UPC CASE CODE	DESCRIPTION	SIZE	PRICE	CHARGE/ALLOWANCE	NET PRICE	AMOUNT
	11132	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
45	00003	ACD CHOP CHICKEN	24 13 20Z	12.51		12.51	562.95
36	00006	ACD CHOPPED TRIO	24 13 20Z	12.51		12.51	450.36
63	00010	ACD CHOPPED BEEF	24 13 20Z	12.51		12.51	788.13
330	00042	ADD 20 LB	1 20LB	6.65		6.65	2194.50
54	00361	ACD PC BEEF/LIVER	24 13 20Z	12.51		12.51	675.54
45	00362	ACD PC CHICKEN	24 13 20Z	12.51		12.51	562.95
45	00363	ACD PC TURKEY/BAC	24 13 20Z	12.51		12.51	562.95
45	00366	ACD PC BEEF/BAC/CH	24 13 20Z	12.51		12.51	562.95
27	07031	ACD PRIME CUTS WITH BEE	24 13 20Z	12.51		12.51	337.77
36	88625	ALPO PRIME TREATS BEEF	10 6OZ	11.92		11.92	429.12
	17800	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
25	01450	BENEFUL DOG BEEF	5 8LB	29.48		29.48	737.00
55	01451	BENEFUL DOG BEEF	1 17 6LB	9.92		9.92	545.60
30	02022	CHEW-RIFIC BEEF & CHEES	6 7OZ	11.72		11.72	351.60
30	02023	CHEW-RIFIC BACON & CHEE	6 7OZ	11.72		11.72	351.60
20	02473	BENEFUL HEALTHY WEIGHT	10 4LB	32.18		32.18	643.60
34	02495	DOGWICHES	10 9 1OZ	23.84		23.84	810.56
20	40976	PUPPY CHOW HEALTH MORSE	10 4 4LB	31.28		31.28	625.60
55	40992	PUPPY CHOW HEALTH MORSE	1 17 6LB	8.55		8.55	470.25
25	41218	DOG CHOW LITTLE BITES	5 8.8LB	25.39		25.39	634.75
24	41399	PUPPY CHOW HEALTH MORSE	1 37 5LB	15.43		15.43	370.32
24	41483	DOG CHOW LITTLE BITES	1 37 5LB	13.45		13.45	322.80
48	41674	FIELD MASTER DOG FOOD	1 37 5LB	8.28		8.28	397.44
48	41865	DOG CHOW	1 37 5LB	13.45		13.45	645.60
24	42259	HI PRO	1 37 5LB	13.48		13.48	323.52
50	43384	KIBBLES & CHUNKS	1 20LB	8.68		8.68	434.00
55	43481	GRRRAVY	1 17.6LB	5.89		5.89	323.95
25	45337	KITTEN CHOW	12 3 5LB	39.28		39.28	982.00
55	45573	CAT CHOW	1 18LB	8.69		8.69	477.95
55	51216	KIT N KABOODLE	1 18LB	7.36		7.36	404.80
38	54001	WHISKER LICKIN SALMON	10 3OZ	8.52		8.52	323.76
24	56643	DELI CAT	8 3 5LB	28.23		28.23	677.52
	38100	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
72	00130	BEGGIN STRIPS ORIGINAL	12 3OZ	15.35		15.35	1105.20
90	33035	MST & MTY CHOPPED BURGE	1 216OZ	8.65		8.65	778.50
48	33346	MST & MTY LAMB & RICE	6 54OZ	15.31		15.31	734.88
	42187	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					

				GROSS AMOUNT	NEXT PAGE
				TOTAL ALLOWANCES/CHARGES	
				INVOICE TOTAL AMOUNT	
				CASH DISCOUNT IF EARNED	
				AMOUNT DUE	
QUANTITY SHIPPED	WEIGHT	CUBIC FEET	TOTALS	PROCESS DATE	

We hereby guarantee to the purchaser of the articles above described on this invoice that they are not adulterated or misbranded within the meaning of the FEDERAL FOOD, DRUG AND COSMETICS ACT and amendments thereof, and that they comply fully with the present Fair Labor Standards Act in producing the articles involved above. Any customer claim for monies due arising out of the purchase or sale of Nestlé Purina PetCare Company products of any nature whatsoever, must be made in writing to Nestlé Purina PetCare Company not later than two (2) years after the date the transaction occurred. Claims received after that date are not subject to payment. Nestlé Purina PetCare Company, St. Louis, Missouri 63164 USA.



Nestlé Purina PetCare Company



SHIP TO/
PICKUP FLEMING - TULSA DIVI#TU00
420 SOUTH 145TH EAST AVE
TULSA, OK 74108

SOLD TO

FLEMING TULSA DIVISION
PO BOX 268959
OKLAHOMA CITY, OK 73126-8959

INVOICE NUMBER
7926129

ADJ.

CUSTOMER CODE	DATE SHIPPED	INVOICE DATE
62243500	03/19/03	03/20/03
SHIP TO	SOLD TO	* ORIGINAL *
CUSTOMER CODE		* INVOICE * 85
622419		

Please Remit To
Nestlé Purina PetCare Company

PO BOX 841836
DALLAS, TX 75284-1836

CUST P.O. NO
AREA

032946-TU
XXXXXXXXXX
ST LOUIS, MO 63164

Terms

DATE ORDER TAKEN	03/14/03	REQUESTED ARRIVAL DATE	03/20/03
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2* 10 DAYS, NET 11 DAYS

SUPPLY POINT CITY AND...	NUMBER	FRT TERMS	CAR NUMBER	ORIGIN	CARRIER ROUTE
OKLAHOMA CITY	0791	PICK UP	2032		BUYERS TRUCK

LOAD ORDER NO	ORDER NUMBER	PC	EC	S/O
7926129	7926129	10		42

QUANTITY	UPC CASE CODE	DESCRIPTION	SIZE	PRICE	CHARGE/ALLOWANCE	NET PRICE	AMOUNT
25	50197	DETAIL CONTINUED PAGE 2					
	50000	* BEST YET PUPPY COMPLE	1 17 6LB	5 06		5.06	126 50
56	05140	UPC MANUFACTURER ID FOR FOLLOWING ITEMS					
50	08450	CHEFS BLEND 16 2 OZ BOX	12 16 2OZ	11 19		11 19	626 64
25	16734	CHEFS BLEND 3 15 LB BAG	12 3.15LB	29 84		29 84	1492 00
55	16784	* COME N GET IT PRE-PRI	5 8LB	19 48		19 48	487 00
66	43464	* COME N GET IT PRE-PRI	1 20LB	5 97		5 97	328 35
56	78447	FF CHICKEN, HEARTS, & I	24 30Z	8 97		8 97	592 02
45	81817	MD 12 PACK LOAF VARIETY	2 66OZ	10 94		10 94	612 64
		FANCY FEAST GRILLED 24C	1 72OZ	8 97		8 97	403 65
		FREIGHT CPU PRC SPREAD					119 32-
		PF-PICK UP ALLOWANCE	43652 LB		.58-		253.14-
		THE NESTLE PURINA PETCARE UNSALEABLES EFFICIENCY PROGRAM INCLUDES COMPENSATION FOR SHORTAGES, DAMAGES, AND RECLAMATIONS, NO DEDUCTIONS OR RETURNS WILL BE ALLOWED.					
		* PRICES ON THE INDICATED ITEM(S) REFLECT LIST PRICE REDUCED BY PROMOTION AND/OR UNSALEABLES ALLOWANCES PREVIOUSLY AGREED TO					

2078	QUANTITY SHIPPED	TOTALS	PROCESS DATE 03/19/03	03/30/03	GROSS AMOUNT	25268 82
43652	WEIGHT				TOTAL ALLOWANCES/CHARGES	372 46-
1815.39	CUBIC FEET				INVOICE TOTAL AMOUNT	24896 36
					CASH DISCOUNT IF EARNED	510.98-
					AMOUNT DUE	24,385 38

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Nestlé