



# Fax

*Mark &*

**To:** Peter Willmott, Fleming Companies, Inc    **From:** Diane Amero Phone 800-238-4865

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**Fax** 972-906-1198    **Pages** 12

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**Phone:**    **Date:** 4/1/2003

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**Re** Letter of Reclamation    **CC:** Kirkland and Ellis  
James Sprayregen, P C  
Richard L. Wynne, Esq

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Urgent     For Review     Please Comment     Please Reply     Please Recycle

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● **Comments:**

Please see attached





April 1, 2003

FLEMING COMPANIES, INC  
1945 Lakepointe Drive  
Lewisville, TX 75057

Attn Peter Willmott, President and CEO

Pursuant to Rule 2-702 of the Uniform Commercial Code, and Section 546 of the Bankruptcy Act, demand is hereby made for reclamation of all Gorton's products received by you within ten (10) days of receipt of this notice and per the amended Bankruptcy Act on reclamation Listed below are orders received

<u>P O #</u>	<u>Delivery Date</u>
365724-FS	3/28/03
460488-GA	3/25/03
460487-GA	3/25/03
099968-HW	3/24/03
117420-HW	3/31/03
623628-GE	3/25/03
518551-PX	3/25/03
704393-WW	3/27/03
099971-HW	3/24/03
122008-SC	3/28/03

See attached for details

Please contact me at the address below or by telephone at (800) 238-4865

Thank you

Sincerely,

GORTON'S, INC

A handwritten signature in cursive script that reads "Diane J. Amero".

Diane J Amero  
Credit Manager

Attachments



**INVOICE**

Invoice Number IN155491

Invoice Date 03/28/03

Print Date 04/01/03

Page 1 of 1

PLEASE RETURN REMITTANCE COPY WITH PAYMENT

**Remit To**  
GORTON'S OF GLOUCESTER  
P O BOX 101483  
ATLANTA GA 30392 1483  
800-225-0572

Order Date	Sales Order Number	Ship Date	Price Schedule	Market	Site
03/17/03	SO164091	03/27/03	03-NATL2	19-925	8449 - US GOLD S

**Bill To**  
10001934  
FLEMING CO INC  
GTP/FRESNO DIVISION  
P O BOX 24730  
OKLAHOMA CITY, OK 73124

**Ship To**  
10001938  
FLEMING CO INC  
GTP/FRESNO DIVISION  
HWY 99, ORANGE  
FRESNO, CA 93772

Terms	Freight
NET 10	PREPAID

Customer PO Number
365724 FS

UPC	UM	QTY	Total Weight	Description	List Price	Profit Allow	Net Price With Promotions	Extended Amount
44400 10270/ 2	CS	30	806 00	24.5 OZ VAL PK STICK	43 08		43 08	1 292 40
44400 15650/ 2	CS	24	255 60	11.4 OZ CRN STICKS	33 72		33 72	809 28
44400 16300/ 7	CS	29	145 60	8 OZ POPCORN SHRIMP	17 76		17 76	497 28

<b>Total Qty.</b>	82	<b>Total Gross Wt</b>	1007 2	<b>Total Cube</b>	61 48	<b>Total Amount of this invoice</b>	\$2,598 96
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**INVOICE**

Invoice Number IN155330

Invoice Date 03/26/03  
Print Date 04/01/03  
Page 1 of 1

PLEASE RETURN REMITTANCE COPY WITH PAYMENT

Remit To GORTONS OF GLOUCESTER  
P O BOX 101483  
ATLANTA GA 30392-1483  
800-225-0572

Order Date	Sales Order Number	Ship Date	Price Schedule	Market	Site
03/18/03	SO164172	03/24/03	03 NATL2	02-113	8596 - US COLD S

Bill To 10003256  
FLEMING, INC  
CTR/GARLAND MILITARY  
PO BOX 24710  
OKLAHOMA CITY, OK 73124

Ship To 10003257  
FLEMING, INC - GARLAND  
MILITARY DEPT  
2600 MCOREE RD  
GARLAND, TX 75041

Terms	Freight
NET 10	PREPAID

Customer PO Number
480458-GA

UPC	UM	QTY	Total Weight	Description	List Price	Promo Allow	Net Price With Promotions	Extended Amount
44400 10250/0	CS	20	364 00	22 OZ VAL P MINI STK	43 08		43 08	861 60
44400 10270/2	CS	30	606 00	24 5 OZ VAL PK STICK	43 08		43 08	1,292 40
44400 11250/6	CS	20	404 00	24 5 OZ VAL PK PORTN	43 08		43 08	861 60
44400 12230/0	CS	28	280 00	ALFREDO SHRIMP BOWL	28 80		28 80	806 40
44400 12240/0	CS	14	140 00	TERIYAKI SHRIMP BOWL	28 80		28 80	403 20
44400 12270/0	CS	14	140 00	FRIED RICE SHRIMP BOWL	28 80		28 80	403 20
44400 15270/0	CS	16	168 80	11 OZ LEM/PEP BAT FIL	33 72		33 72	539 52
44400 15450/2	CS	26	440 70	19 OZ CRUNCHY FIL	43 08		43 08	1 120 08
44400 15460/2	CS	26	440 70	19 OZ CRN STICKS	43 08		43 08	1 120 08
44400 15830/3	CS	16	158 40	EXTRA CRUNCHY TENDERS	33 72		33 72	539 52
44400 16750/5	CS	34	212 84	5 75 OZ CRUNCHY CLAM	26 40		26 40	897 60
44400 17300/7	CS	48	381 60	7 6 OZ GRILL GAR/BUTTER	25 20		25 20	1 209 60
44400 17600/7	CS	24	190 80	7 6 OZ GRILL CAJUN	25 20		25 20	604 80

Total Qty	316	Total Gross Wt	3927 84	Total Cube	227 02	Total Amount of this Invoice	\$10 659 60
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**INVOICE**

Invoice Number IN155331

Invoice Date 03/26/03

Print Date 04/01/03

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PLEASE RETURN REMITTANCE COPY WITH PAYMENT

Remit To GORTONS OF GLOUCESTER  
P O BOX 101483  
ATLANTA, GA 30392 1483  
800-225-0572

Order Date	Sales Order Number	Ship Date	Price Schedule	Market	Site
03/18/03	SO164173	03/24/03	03-NATL2	58-854	8596 - US COLD S

Bill To 10001409  
FLEMING CO INC  
GARLAND DIVISION  
P O BOX 24780  
OKLAHOMA CITY, OK 73124

Ship To 10002279  
FLEMING CO INC  
CTP/GARLAND DIVISION  
2600 MCCREE RD  
GARLAND, TX 75041

Terms	Freight
NET 10	PREPAID

Customer PO Number
460487 GA

UPC	UM	QTY	Total Weight	Description	List Price	Promo Allow	Net Price With Promotions	Extended Amount
44400 15450/2	CS	13	220 35	19 OZ CRUNCHY FIL	43 08		43 08	560 04
44400 15600/2	CS	48	506 40	11 4 OZ CRUNCHY FIL	33 72		33 72	1 618 56
44400 15650/2	CS	48	511 20	11 4 OZ CRN STICKS	33 72		33 72	1 618 56
44400 15820/3	CS	48	475 20	10 6 OZ BAT TENDERS	33 72		33 72	1,618 56
44400 15830/3	CS	16	158 40	EXTRA CRUNCHY TENDERS	33 72		33 72	539 52
44400 16300/7	CS	72	374 40	8 OZ POPCORN SHRIMP	17 76		17 76	1 278 72
44400 17200/7	CS	96	763 20	7 6 OZ GRILL LEM/PEPPER	25 20		25 20	2 419 20
44400 17300/7	CS	72	572 40	7 6 OZ GRILL GAR/BUTTER	25 20		25 20	1,814 40
44400 17600/7	CS	51	405 45	7 6 OZ GRILL CAJUN	25 20		25 20	1 285 20

<b>Total Qty</b>	464	<b>Total Gross Wt</b>	3987	<b>Total Cube</b>	225 92	<b>Total Amount of this Invoice</b>	\$12,752 76
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**INVOICE**

Invoice Number IN155607

Invoice Date 03/28/03  
Print Date 04/01/03  
Page 1 of 1

PLEASE RETURN REMITTANCE COPY WITH PAYMENT

Remit To GORTONS OF GLOUCESTER  
P O BOX 101483  
ATLANTA, GA 30392-1483  
800 225-0572

Order Date	Sales Order Number	Ship Date	Price Schedule	Market	Site
03/24/03	SO164568	03/28/03	03 NATL2	15-951	8461

Bill To 10001316  
FLEMING CO INC  
91 315 HANUA ST  
KAPOLEI HI 96707

Ship To 10002772  
HAWAIIAN EXPRESS  
14952 VALLEY VIEW AVE  
LA MIRADA CA 90638

Terms	Freight
NET 10	PREPAID

Customer PO Number
117420 HW

UPC	UM	QTY	Total Weight	Description	List Price	Promo Allow	Net Price With Promotions	Extended Amount
44400 10270/2	CS	20	404 00	24.5 OZ VAL PK STICK	43 08		43 08	861 60
44400 11250/6	CS	10	202 00	24.5 OZ VAL PK PORTN	43 08		43 08	430 80
44400 15450/2	CS	26	440 70	19 OZ CRUNCHY FIL	43 08		43 08	1 120 08
44400 15460/2	CS	52	881 40	19 OZ CRN STICKS	43 08		43 08	2,240 16

<b>Total Qty</b> 108	<b>Total Gross Wt.</b> 1928 1	<b>Total Cube</b> 117 54	<b>Total Amount of this Invoice</b> \$4,652 64
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**INVOICE**

Invoice Number IN155142

Invoice Date 03/24/03

Print Date 04/01/03

Page 1 of 1

PLEASE RETURN REMITTANCE COPY WITH PAYMENT

Remit To GORTONS OF GLOUCESTER  
P O BOX 101483  
ATLANTA, GA 30392 1483  
800-225-0572

Order Date	Sales Order Number	Ship Date	Price Schedule	Market	Site
03/17/03	SO164094	03/21/03	03-NATL2	15-951	8461 -

Bill To 10001316  
FLEMING CO INC  
97315 HANUA ST  
KAPOLEI, HI 96707

Ship To 10002772  
HAWAIIAN EXPRESS  
14952 VALLEY VIEW AVE  
LA MIRADA, CA 90638

Terms	Freight
NET 10	PREPAID

Customer PO Number
099968 HW

UPC	UM	QTY	Total Weight	Description	List Price	Promo Allow	Net Price With Promotions	Extended Amount
44400 11250/6	CS	10	202 00	24.5 OZ VAL PK PORTN	43 08		43 08	430 80
44400 15600/2	CS	144	1519 20	11.4 OZ CRUNCHY FIL	33 72		33 72	4 855 68
44400 15650/2	CS	160	1704 00	11.4 OZ CRN STICKS	33 72		33 72	5 395 20

Total Qty.	314	Total Gross Wt.	3425 2	Total Cube	240 7	Total Amount of this Invoice	\$10,681 68
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**INVOICE**

Invoice Number IN155329

Invoice Date 03/26/03

Print Date 04/01/03

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PLEASE RETURN REMITTANCE COPY WITH PAYMENT

**Remit To**  
GORTONS OF GLOUCESTER  
P O BOX 101483  
ATLANTA GA 30392-1483  
800-225-0572

Order Date	Sales Order Number	Ship Date	Price Schedule	Market	Site
03/18/03	SO164171	03/24/03	09 NATL2	02-113	8271 - URS

**Bill To** 10001176  
FLEMING CO MILITARY SALES  
P O BOX 398  
GENEVA, AL 36340

**Ship To** 10001890  
FLEMING CO MILITARY SALES  
2001 W MAGNOLIA  
GENEVA, AL 36340

Terms	Freight
NET 10	PREPAID

Customer PO Number
623628-GE

UPC	UM	QTY	Total Weight	Description	List Price	Promo Allow	Net Price With Promotions	Extended Amount
44400 10270/2	CS	24	484 80	24 5 OZ VAL PK STICK	43 08		43 08	1 033 92
44400 10350/0	CS	5	174 20	64 OZ VAL PK BD STK	49 84		49 84	249 20
44400 12230/0	CS	14	140 00	ALFREDO SHRIMP BOWL	28 80		28 80	403 20
44400 15250/2	CS	135	1417 50	11 OZ CR GARLIC + HERB	33 72		33 72	4,552 20
44400 15270/0	CS	15	158 25	11 OZ LEM/PEP BAT FIL	33 72		33 72	505 80
44400 15450/2	CS	16	271 20	19 OZ CRUNCHY FIL	43 08		43 08	689 28
44400 15460/2	CS	8	135 60	19 OZ CRN STICKS	43 08		43 08	344 64
44400 15600/2	CS	20	211 00	11 4 OZ CRUNCHY FIL	33 72		33 72	674 40
44400 15650/2	CS	60	639 00	11 4 OZ CRN STICKS	33 72		33 72	2 023 20
44400 15750/2	CS	16	276 80	19 OZ BATTER FILLETS	43 08		43 08	689 28
44400 15820/3	CS	16	158 40	10 6 OZ BAT TENDERS	33 72		33 72	539 52
44400 15830/3	CS	16	158 40	EXTRA CRUNCHY TENDERS	33 72		33 72	539 52
44400 16300/7	CS	15	78 00	8 OZ POPCORN SHRIMP	17 76		17 76	266 40
44400 16750/5	CS	11	68 86	5 75 OZ CRUNCHY CLAM	26 40		26 40	290 40
44400 17100/7	CS	17	135 15	7 6 OZ GRILL ITL HERB	25 20		25 20	428 40
44400 17200/7	CS	17	135 15	7 6 OZ GRILL LEM/PEPPER	25 20		25 20	428 40
44400 17300/7	CS	24	190 80	7 6 OZ GRILL GAR/BUTTER	25 20		25 20	604 80
44400 17400/7	CS	17	135 15	7 6 OZ GRILL CLASSIC	25 20		25 20	428 40
44400 17600/7	CS	24	190 80	7 6 OZ GRILL CAJUN	25 20		25 20	604 80

<b>Total Qty</b>	470	<b>Total Gross Wt</b>	5159 06	<b>Total Cube</b>	324 56	<b>Total Amount of this Invoice</b>	\$15,295 76
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**INVOICE**

Invoice Number IN155233

Invoice Date 03/25/03  
Print Date 04/01/03  
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PLEASE RETURN REMITTANCE COPY WITH PAYMENT

Remit To GORTON'S OF GLOUCESTER  
P O BOX 101483  
ATLANTA GA 30392-1483  
800-225-0572

Order Date	Sales Order Number	Ship Date	Price Schedule	Market	Site
03/18/03	SO164118	03/31/03	03-NATL2	15-957	8461

Bill To 10001258  
FLEMING CO INC  
GTP/PHOENIX DIVISION  
P O BOX 24900  
OKLAHOMA CITY, OK 73124

Ship To 10005133  
FLEMING PHOENIX  
C/O MESA COLD STORAGE  
9602 W BUCKEYE ROAD  
TOLLESON, AZ 85353

Terms	Freight
NET 10	PREPAID

Customer PO Number
518551 PX

UPC	UM	QTY	Total Weight	Description	List Price	Promo Allow	Net Price With Promotions	Extended Amount
44400 10270/2	CS	50	1010 00	24.5 OZ VAL PK STICK	43 08		43 08	2 154 00

<b>Total Qty</b>	50	<b>Total Gross Wt</b>	1010	<b>Total Cube</b>	58	<b>Total Amount of this Invoice</b>	\$2,154 00
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**INVOICE**

Invoice Number IN155345

Invoice Date 03/26/03  
Print Date 04/01/03  
Page 1 of 1

PLEASE RETURN REMITTANCE COPY WITH PAYMENT

**Remit To**  
GORTONS OF GLOUCESTER  
P O BOX 101483  
ATLANTA GA 30392-1483  
800-225 0572

Order Date	Sales Order Number	Ship Date	Price Schedule	Market	Site
03/19/03	SO184277	03/25/03	03-NATL2	51-626	9271 - URS

**Bill To**  
10001227  
FLEMING COMPANIES INC  
OTR WARSAW DIVISION  
PO BOX 268854  
OKLAHOMA CITY, OK 73126-8854

**Ship To**  
10001805  
FLEMING NORTH CAROLINA DIV  
BOX 565  
HWY 117 SOUTH  
WARSAW, NC 28398

Terms	Freight
NET 10	PREPAID

Customer PO Number
704393-WW

UPC	UM	QTY	Total Weight	Description	List Price	Promo Allow	Net Price With Promotions	Extended Amount
44400 15450/2	CS	39	661 05	19 OZ CRUNCHY FIL	43 08		43 08	1,680 12
44400 15750/2	CS	26	449 80	19 OZ BATTER FILLETS	43 08		43 08	1 120 08

<b>Total Qty</b>	65	<b>Total Gross Wt</b>	1110 85	<b>Total Cubs</b>	67 6	<b>Total Amount of this Invoice</b>	\$2,800 20
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**INVOICE**

Invoice Number IN155143

Invoice Date 03/24/03  
Print Date 04/01/03  
Page 1 of 1

PLEASE RETURN REMITTANCE COPY WITH PAYMENT

Remit To GORTON'S OF GLOUCESTER  
P O BOX 101483  
ATLANTA GA 30392-1483  
800-225-0572

Order Date	Sales Order Number	Ship Date	Price Schedule	Market	Site
03/17/03	SO164095	03/21/03	03 NATL2	02-113	8461 -

Bill To 10005218  
FLEMING CO -MILITARY  
81-315 HANUA STREET  
KAPOLEI HI 96707

Ship To 10005218  
HAWAIIAN EXPRESS-MILITARY  
14952 VALLEY VIEW AVE  
LA MIRADA, CA 90638

Terms	Freight
NET 30	PREPAID

Customer PO Number
099971-HW

UPC	UM	QTY	Total Weight	Description	List Price	Promo Allow	Net Price With Promotions	Extended Amount
44400 15250/2	CS	96	1008 00	11 OZ CR GARLIC + HERB	33 72		33 72	3 237 12
44400 16300/7	CS	24	124 80	8 OZ POPCORN SHRIMP	17 76		17 76	426 24
44400 17200/7	CS	24	190 80	7 6 OZ GRILL LEM/PEPPER	25 20		25 20	604 80
44400 17300/7	CS	23	182 85	12/7 6 OZ GRILL GAR/BUTTER	25 20		25 20	579 60
44400 17600/7	CS	24	190 80	7 6 OZ GRILL CAJUN	25 20		25 20	604 80

Total Qty.	191	Total Gross Wt	1697 25	Total Cube	102 16	Total Amount of this Invoice	\$5,452 56
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**INVOICE**

Invoice Number IN155344

Invoice Date 03/26/03  
Print Date 04/01/03  
Page 1 of 1

PLEASE RETURN REMITTANCE COPY WITH PAYMENT

Remit To GORTON'S OF GLOUCESTER  
P O BOX 101483  
ATLANTA, GA 30392-1483  
800-225-0572

Order Date	Sales Order Number	Ship Date	Price Schedule	Market	Site
03/19/03	SO164276	03/27/03	03-NATL2	19-925	8449 - US COLD S

Bill To 10001939  
FLEMING CO INC  
GTP NOR CAL DIVISION  
PO BOX 24840  
OKLAHOMA CITY, OK 73124

Ship To 10001939  
FLEMING CO INC  
3771 CHANNEL DR  
W SACRAMENTO, CA 95691

Terms	Freight
NET 10	PREPAID

Customer PO Number
122008-SC

UPC	UM	QTY	Total Weight	Description	List Price	Promo Allow	Net Price With Promotions	Extended Amount
44400 11250/6	CS	30	606 00	24 5 OZ VAL PK PORTN	43 08		43 08	1 292 40
44400 15450/2	CS	52	881 40	19 OZ CRUNCHY FIL	43 08		43 08	2 240 16
44400 15600/2	CS	16	168 80	11 4 OZ CRUNCHY FIL	33 72		33 72	539 52

Total Qty 98 Total Gross Wt 1656 2 Total Cube 104 18 Total Amount of this Invoice \$4 072 08