

UNITED STATES BANKRUPTCY COURT For the District of Delaware PROOF OF CLAIM

In re Fleming Central Case Number 03-10945

NOTE: This claim should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Creditor Name (Person or entity debtor owes) Busseto Foods, INC. Address Line 1 P.O. Box 12403 Address Line 2 1351 N CRYSTAL AVE Address Line 3 City ST ZIP Fresno, CA. 93777

- Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach Copy of statement giving particulars. Check box if you have never received any notices from the bankruptcy court in this case. Check box if the address differs from the address on the envelope sent to you by the court.

REC'D JUN 19 2003

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ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR # 1588 + # 1589

Check here if this claim replaces a previously filed claim dated _____ or amends

- 1 BASIS FOR CLAIM: Goods sold, Services performed, Money loaned, Personal injury/wrongful death, Taxes, Other (Describe Briefly), Retiree benefits as defined in 11 U.S.C. § 1114(a), Wages, salaries, and compensation (Fill out below), Your social security No., Unpaid compensation for services performed from (date) to (date).

2 Date Debt Incurred (MMDDYY) 02 13 03. 3 If Court Judgment, Date Obtained

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

- SECURED CLAIM: Attach evidence of perfection of security interest. Brief Description of Collateral: Real Estate, Motor Vehicle, Other (Describe briefly). Amount of arrearage and other charges at time case filed included in secured claim above if any \$: UNSURED NONPRIORITY CLAIM: A claim is unsecured if there is no collateral or lien on property of the debtor securing the claim or to the extent that the value of such property is less than the amount of the claim.

- UNSECURED PRIORITY CLAIM: Specify the priority of the claim. Wages, salaries or commissions (up to \$4,650) earned not more than 90 days before filing of the bankruptcy petition or cessation of the debtor a business whichever is earlier 11 U.S.C. § 507(a)(3). Contributions to an employee benefit plan 11 U.S.C. § 507(a)(4). Up to \$2,100 of deposits toward purchase, lease or rental of property or services for personal family, or household use 11 U.S.C. § 507(a)(6). Taxes or penalties of governmental units 11 U.S.C. § 507(a)(7). Other: Specify applicable paragraph of 11 U.S.C. § 507(a) _____.

5 AMOUNT OF CLAIM AT TIME CASE FILED. (Secured) (Unsecured Nonpriority) 4809444 (Unsecured Priority)

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

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

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

8 TIMELY STAMPED COPY To receive an acknowledgment of the filing of your claim, enclosed a stamped, self-addressed envelope and copy of this proof of claim.

Date 6/10/03 Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any) Lisa DeKneef / LISA DEKNEEF Accty Coordinator

TOTAL CLAIM TO END Fleming Companies Claim 01073