

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

In re Fleming Companies Inc et al Debtors 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) Fish House Dressing Inc 507 533 7786
Address Line 1 1711 2nd Avenue NW
Address Line 2 Stewartville MN 55976
Address Line 3
City
ST ZIP

- 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

THIS SPACE IS FOR COURT USE ONLY

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR FLEMLPLS
Check here if this claim replaces previously filed claim dated
or amends

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

2. Date Debt Incurred (MMDDYY)
0 2 1 2 0 3
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 mortgage and other charges at time case filed included in secured claim above, if any \$
[X] UNSECURED 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's business, whichever is earlier. 11 U.S.C. § 507(a)(3)
[] Contributions to an employer 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) (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. TIME 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 Sign and print the name and title of any other creditor or other person authorized to file this claim (attach copy of power of attorney if any)
Jeffery A. Mintz attorney for above named creditor

THIS SPACE IS FOR COURT USE ONLY
FLEMING COMPANIES CLAIM
11113

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.



1711 SECOND AVE NW
 STEWARTVILLE, MN 55976
 PH 507/533-7786
 1-800-747-3474

INVOICE 9230

INVOICE DATE 02/12/03

SOLD TO Fleming Inc - Garland TX
 Attn. Accounts Payable, P O Box 24750
 Oklahoma City OK 73124

Ship To Standard Fruit, 1400 Parker Street
 Dallas TX 75215

Attn

CUSTOMER ID	PURCHASE ORDER	PAYMENT TERMS	PAGE
FLEMGARL	998269	Net 30	1

QUANTITY	ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENSION
20 0000	COESLAWZ2-8	6/15 5 oz Cole Slaw Dressing	11 5500	231 00
20 0000	COESLAWPIN2	6/15 5 oz Pineapple Cole Slaw	12 5500	251 00
20 0000	COESLAWFFZ2	6/15 5 oz Fat Free Cole Slaw Dressing	11 5500	231 00
60 0000	TOTAL/COUNT	Total Cases	0 0000	0 00
KEEP PRODUCT AT 38 DEGREES				

TOTAL	713 00
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1711 SECOND AVE NW
 STEWARTVILLE, MN 55976
 PH 507/533-7786
 1-800-747-3474

INVOICE

8285

INVOICE DATE

03/05/03

SOLD TO Fleming, Inc./Scrivner Group
 Accounts Payable P O Box 26880
 Oklahoma City OK 73128

Ship To
 3501 Marshall St
 Minneapolis MN 55418

Attn

CUSTOMER ID	PURCHASE ORDER	PAYMENT TERMS	PAGE
FLEMMIPS	705317	2/10 N/30	1

QUANTITY	ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENSION
15 0000	DILLTUBZ1/3	12/16 oz Dill Veg Dip Tub	22 0000	330 00
13 0000	SPINTUBZ1/3	12/16 oz Spinach Dip Tub	22 0000	286 00
13 0000	DILLFF12/16	12/16 oz Fat Free Dill Dip	22 0000	286 00
13 0000	RANCHTUB/FF1	12/16 oz Fat Free Ranch Veg Dip Tub	22 0000	286 00
13 0000	DILLPARTYZ1	6/24 oz Dill Veg Dip Party Tub	14 0000	182 00
14 0000	THOUISLDZ1-6	6/15 5 oz 1000 Island Dressing	11 0000	154 00
84 0000	COESLAWZ1	12/15 5 oz Cole Slaw Dressing	21 9500	1 843 80
84 0000	COESLAWFF-6	6/15 5 oz Fat Free Cole Slaw Dressing	11 0000	924 00
84 0000	COESLAWPIN1	6/15 5 oz Pineapple Cole Slaw Dressing	12 0000	1,008 00
14 0000	BLUECHEXTRA1	6/15 5 oz Extra Chunky Blue Cheese Dres	12 1500	170 10
28 0000	FRENCHBLUEZ1	6/15 5 oz French Blue Cheese Dressing	12 1500	340 20
14 0000	PARMESAN-Z1	6/15 5 oz Parmesan Dressing	12 1500	170 10
389 0000	TOTAL/COUNT	Total Cases	0 0000	0 00

KEEP PRODUCT AT 38 DEGREES

Received payment 3-28-03

GROSS \$ 5980.20

Discount \$ 119.60

allow for sales \$ 30.00 - item slip

NET \$ 5824.60

TOTAL	5 980.20
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Check returned - no off funds

A/R Fleming Mpls

Discount \$ 119.60 on sales

TTA
11

THE FACE OF THIS DOCUMENT IS PRINTED IN BLUE AND RED INK

Fleming

TEXAS COMMERCE
SAN ANGELO, TX

Box 26647, Oklahoma City OK 73126

64-88/ 1113
23571334

No

MI

Date

Amount

03/24/03

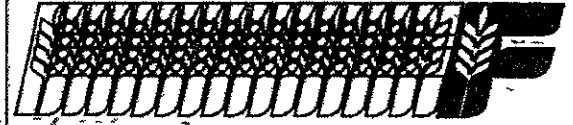
\$*****5,824.60*

DO NOT RE-DEPOSIT

Pay
FIVE THOUSAND EIGHT HUNDRED TWENTY FOUR DOLLARS AND 60/100 REFER TO MAKER

Pay
To
The
Order
Of

JIMMY'S SALAD DRESSINGS
1711 2ND AVE. N.W.
STEWARTVILLE, MN 55976



Unique Character Facsimile Signature

⑈ 23571334 ⑈ ⑆ 111300880 ⑆ 06300036160 ⑈

⑈ 0000582460 ⑈

Eastwood Bank Stewartville Office
119 East First Street
Stewartville, MN 55976
(507) 533-6400

Date 04/04/2003 *Year!*
DPN11000ewd

Fish House Dressing Inc
1711 Second Ave NW
Stewartville, MN 55976

Account CKG-91301399

Returned Item Notice

Dear Customer

A previously deposited item was returned unpaid for REFER TO MAKER Account CKG-91301399
has been debited for the amount and charged a return item fee

Please contact us at (507) 533-6400 if you have any questions

Amount	Maker	Maker Account	Check#	Maker Bank	Charge
\$5,824 60	FLEMING	06300036160	235713	111300880	\$4 00



1711 SECOND AVE NW
 STEWARTVILLE, MN 55976
 PH 507/533-7786
 1-800-747-3474

INVOICE

9316

INVOICE DATE

03/11/03

SOLD TO

Fleming, Inc./Scrivner Group
 Accounts Payable, P O Box 26680
 Oklahoma City, OK 73126

Ship To

Fleming Inc, 1637 St James St
 LaCrosse WI 54602-1957

Attn Mike

CUSTOMER ID	PURCHASE ORDER	PAYMENT TERMS	PAGE
ELEMLACR	701714	2/10 N/30	1

QUANTITY	ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENSION
5 0000	SPINTUBZ1/3	12/16 oz Spinach Dip Tub	22 0000	110 00
12 0000	DILLTUBETTE	36/3 oz Dill Veg Dip Tubette	14 3000	171 60
20 0000	THOUISLDZ1-6	6/15 5 oz 1000 Island Dressing	11 0000	220 00
12 0000	THISLDLT-Z1	6/15 5 oz 1000 Island LITE	11 0000	132 00
15 0000	COESLAWZ1	12/15 5 oz Cole Slaw Dressing	21 9500	329 25
8 0000	COESLAWFF-6	6/15 5 oz Fat Free Cole Slaw Dressing	11 0000	88 00
8 0000	RANCHDRESS/6	6/15 5 oz Ranch Dressing	11 0000	88 00
8 0000	TARTARZ1	6/15 5 oz Tartar Sauce	11 0000	88 00
88 0000	TOTAL/COUNT	Total Cases	0 0000	0 00
KEEP PRODUCT AT 38 DEGREES				

TOTAL 1 204 85



1711 SECOND AVE NW
 STEWARTVILLE, MN 55976
 PH 507/533-7786
 1-800-747-3474

INVOICE

9322

INVOICE DATE

03/12/03

SOLD TO

Fleming Inc./Schnver Group
 Accounts Payable P O Box 26680
 Oklahoma City OK 73126

Ship To

3501 Marshall St
 Minneapolis, MN 55418

Attn

CUSTOMER ID	PURCHASE ORDER	PAYMENT TERMS	PAGE
FLEMMLPS	707171	2/10 N/30	1

QUANTITY	ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENSION
15 0000	DILLTUBZ1/3	12/16 oz Dill Veg Dip Tub	22.0000	330 00
13 0000	SPINTUBZ1/3	12/16 oz Spinach Dip Tub	22 0000	286 00
56 0000	COLESLAWZ1	12/15 5 oz Cole Slaw Dressing	21 9500	1,229.20
28 0000	COLESLAWFF-6	6/15 5 oz Fat Free Cole Slaw Dressing	11 0000	308 00
14 0000	RANCHDRESS/6	6/15 5 oz Ranch Dressing	11 0000	154 00
14 0000	FRENCHBLUEZ1	6/15 5 oz French Blue Cheese Dressing	12 1500	170 10
14 0000	PARMESAN-Z1	6/15 5 oz Parmesan Dressing	12 1500	170 10
154 0000	TOTAL/COUNT	Total Cases	0 0000	0 00

KEEP PRODUCT AT 38 DEGREES

TOTAL

2 647 40



1711 SECOND AVE NW
 STEWARTVILLE, MN 55976
 PH 507/533-7786
 1-800-747-3474

INVOICE

8340

INVOICE DATE

03/19/03

SOLD TO

Fleming, Inc./Scrivner Group
 Accounts Payable, P O Box 26680
 Oklahoma City, OK 73126

Ship To

3501 Marshall St
 Minneapolis MN 55418

Attr.

CUSTOMER ID	PURCHASE ORDER	PAYMENT TERMS	PAGE
FLEMLPS	709212	2/10 N/30	1

QUANTITY	ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENSION
26 0000	RANCHTUBZ1/3	12/16 oz Ranch Veg Dip Tub	22 0000	572 00
13 0000	DILL/FF12/16	12/16 oz Fat Free Dill Dip	22 0000	286 00
28 0000	THOUISLDZ1-6	6/15 5 oz 1000 Island Dressing	11 0000	308 00
28 0000	COESLAWPIN1	6/15 5 oz Pineapple Cole Slaw Dressing	12 0000	336 00
28 0000	BLUECHEXTRA1	6/15 5 oz Extra Chunky Blue Cheese Dres	12 1500	340.20
123 0000	TOTAL/COUNT	Total Cases	0 0000	0 00

KEEP PRODUCT AT 38 DEGREES

TOTAL

1 842 20



1711 SECOND AVE NW
 STEWARTVILLE, MN 55976
 PH 507/533-7786
 1-800-747-3474

INVOICE

9350

INVOICE DATE

03/21/03

SOLD TO

Fleming Inc./Schvner Group
 Accounts Payable P O Box 26880
 Oklahoma City OK 73126

Ship To

Fleming Inc 1637 St James St
 LaCrosse, WI 54602-1957

Attn Mike

CUSTOMER ID	PURCHASE ORDER	PAYMENT TERMS	PAGE
FLEMLACR	701817	2/10 N/30	1

QUANTITY	ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENSION
50 0000	DILLTUBZ1/3	12/16 oz Dill Veg Dip Tub	22 0000	1,100 00
15 0000	DILLTUBETTE	36/3 oz Dill Veg Dip Tubette	14 3000	214 50
20 0000	CARAMELTUBZ1	12/15 oz Caramel Dip Tub	16 5000	330 00
20 0000	COESLAWZ1	12/15 5 oz Cole Slaw Dressing	21 9500	439 00
20 0000	COESLAWFF-6	6/15 5 oz Fat Free Cole Slaw Dressing	11 0000	220 00
18 0000	COESLAWPIN1	6/15 5 oz Pineapple Cole Slaw Dressing	12 0000	216 00
25 0000	THOUISLDZ1-6	6/15 5 oz 1000 Island Dressing	11 0000	275 00
8 0000	THISLDT-Z1	6/15 5 oz 1000 Island LITE	11 0000	88 00
30 0000	BLUECHEXTRA1	6/15 5 oz Extra Chunky Blue Cheese Dres	12 1500	364 50
15 0000	RANCHDRESS/6	6/15 5 oz Ranch Dressing	11 0000	165 00
10 0000	SWEETSOURZ1	6/15 5 oz Sweet&Sour Dressing	11 6500	116 50
15 0000	TARTARZ1	6/15 5 oz Tartar Sauce	11 0000	165 00
20 0000	FRENCHBLUEZ1	6/15 5 oz French Blue Cheese Dressing	12 1500	243 00
258 0000	TOTAL/COUNT	Total Cases	0 0000	0 00

KEEP PRODUCT AT 38 DEGREES

TOTAL	3,936.50
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1711 SECOND AVE NW
 STEWARTVILLE, MN 55976
 PH 507/533-7786
 1-800-747-3474

INVOICE

9347

03/26/03

INVOICE DATE

SOLD TO Fleming, Inc./Scrivner Group
 Accounts Payable, P O Box 26680
 Oklahoma Crty, OK 73126

Ship To 3501 Marshall St
 Minneapolis, MN 55418

Attn

CUSTOMER ID	PURCHASE ORDER	PAYMENT TERMS	PAGE
FLEMMILPS	709213	2/10 N/30	1

QUANTITY	ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENSION
15 0000	DILLTUBZ1/3	12/16 oz Dill Veg Dip Tub	22 0000	330 00
13 0000	RANCHTUBZ1/3	12/16 oz Ranch Veg Dip Tub	22 0000	286 00
13 0000	SPINTUBZ1/3	12/16 oz Spinach Dip Tub	22 0000	286 00
13 0000	DILL/FF12/16	12/16 oz Fat Free Dill Dip	22 0000	286 00
13 0000	RANCHTUB/FF1	12/16 oz Fat Free Ranch Veg Dip Tub	22 0000	286 00
13 0000	DILLPARTYZ1	6/24 oz Dill Veg Dip Party Tub	14 0000	182 00
28 0000	COLESLAWFF-6	6/15 5 oz Fat Free Cole Slaw Dressing	11 0000	308 00
28 0000	BLUECHEXTRA1	6/15 5 oz Extra Chunky Blue Cheese Dres	12 1500	340.20
14 0000	FRENCHBLUEZ1	6/15 5 oz French Blue Cheese Dressing	12 1500	170 10
14 0000	PARMESAN-Z1	6/15 5 oz Parmesan Dressing	12 1500	170 10
164 0000	TOTAL/COUNT	Total Cases	0 0000	0 00

KEEP PRODUCT AT 38 DEGREES

TOTAL	2 644 40
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1711 SECOND AVE NW
 STEWARTVILLE, MN 55976
 PH 507/533-7786
 1-800-747-3474

INVOICE

9367

INVOICE DATE

03/26/03

SOLD TO

Fierring, Inc./Schwmer Group
 Accounts Payable Dept , P O Box 26880
 Oklahoma City, OK 73126

Ship To

P O Box 1149, 1 Gateway Ct
 Superior, WI 54880

Attn

CUSTOMER ID	PURCHASE ORDER	PAYMENT TERMS	PAGE
FLEMTWPT	700336	Net 30	1

QUANTITY	ITEM NUMBER	DESCRIPTION	UNIT PRICE	EXTENSION
45 0000	COESLAWZ1-6	6/15 5 oz Cole Slaw Dressing	11 0000	495 00
15 0000	COESLAWFF-6	6/15 5 oz Fat Free Cole Slaw Dressing	11 0000	165 00
20 0000	BLUECHEXTRA1	6/15 5 oz Extra Chunky Blue Cheese Dres	12 1500	243 00
2 0000	TARTARZ1	6/15 5 oz Tartar Sauce	11 0000	22 00
82 0000	TOTAL/COUNT	Total Cases	0 0000	0 00
KEEP PRODUCT AT 38 DEGREES				

TOTAL	925 00
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WENDLAND AND UTZ, LTD

ATTORNEYS AT LAW

300 WELLS FARGO CENTER
P O BOX 939
ROCHESTER MN 55903
TELEPHONE (507) 288 5440
FAX (507) 281-8288

CRAIG W WENDLAND*
MARK E UTZ†
ROGER M STAHL
JEFFERY A MINTZ▲
NATE P BIRKHOLZ
DANIEL P DODA

* Also admitted in California
† Certified Real Property Specialist
▲ Also admitted in Illinois and Nevada

June 12, 2003

U S Bankruptcy Court
ATTN Claims
824 Market Street
5th Floor
Wilmington, Delaware 19801

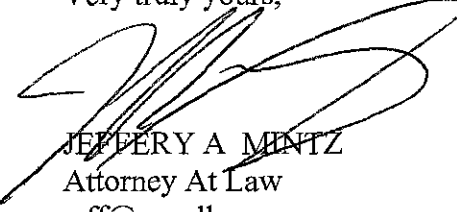
Re Fleming Companies , Inc et al, Debtors
Case No 03-10945

Dear Claims Department,

Enclosed please find a Proof of Claim form our office has prepared for our client Fish House Dressing, Inc with regard to the above referenced matter Also enclosed please find copies of the supporting invoices for this claim Please send our office an acknowledgment of the filing of the claim, as well as any additional notices regarding this matter

If you have any questions regarding the foregoing, please do not hesitate to call

Very truly yours,



JEFFERY A MINTZ
Attorney At Law
jeff@wendlaw.com

JAM/jrh
Enclosures

c Fish House Dressing, Inc
Attn Thomas Slightam