



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

In re Fleming Companies Inc Case Number 03-10945

REC'D JUN 26 2003

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: Core-Mark International
Address Line 1: 245 Telegraph Street
Address Line 2:
Address Line 3: 1
City, ST ZIP: Penn. W. 89502

- Check box if you are aware that anyone else has filed a proof of claim relating to your claim.
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.

THIS SPACE IS FOR COURT USE ONLY

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR: AR1002

Check here if this claim replaces a previously filed claim dated:
or succeeds

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

2. Date Debt Incurred: (MMDDYY)
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. 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).
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), Contributions to an employee benefit plan, Up to \$2,100 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use, Taxes or penalties of governmental units, Other - Specify applicable paragraph of 11 U.S.C. § 507(a).

5. AMOUNT OF CLAIM AT TIME CASE FILED:
(Secured) 881.10 (Unsecured Nonpriority) (Unsecured Priority)

- 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.
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.
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.

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CLERK OF DISTRICT COURT JUN 23 11 19 AM '03

Date: 6/16/03 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): Mechelle Smith General Manager

Penalty for presenting fraudulent claims: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 352 and 3571

3967 SUPER 8 BILLING STATEMENT.....DATE..06/16/03

SUPER 8 MOTEL - ELKO

1755 IDAHO ST.

ELKO, NV 89801

PH (775) 738-8488 FX (775) 738-4627

CORE-MARK INTERNATIONAL

AR CODE...AR1002

245 TELEGRAPH STREET

RENO, NV 89502

ATTN: ACCOUNTS PAYABLE

COLLO	ROOM	AMOUNT	DATE	PAID	DATE PD	NAME OF GUEST
16469	138	39.60	02/04/03	0.00	/ /	LEITNER
16513	138	39.60	02/06/03	0.00	/ /	TOURVILLE
16633	140	39.60	02/12/03	0.00	/ /	TOURVILLE
16749	140	39.60	02/18/03	0.00	/ /	LEITNER
16856	140	39.60	02/20/03	0.00	/ /	TOURVILLE
17312	140	39.60	02/27/03	0.00	/ /	TOURVILLE
17492	140	39.60	03/06/03	0.00	/ /	TOURVILLE
17463	126	79.20	03/06/03	0.00	/ /	NEVIN
17421	240	158.40	03/07/03	0.00	/ /	BURNS
17422	128	158.40	03/07/03	0.00	/ /	GERE
17646	108	39.60	03/13/03	0.00	/ /	WILLIAMSON
17639	109	49.50	03/13/03	0.00	/ /	PENNY
17719	140	39.60	03/18/03	0.00	/ /	LEITNER
17776	140	39.60	03/20/03	0.00	/ /	TOURVILLE
17920	140	39.60	03/26/03	0.00	/ /	TOURVILLE
18882	140	39.60	05/01/03	0.00	/ /	TOURVILLE
19110	140	39.60	05/08/03	0.00	/ /	TOURVILLE
19340	140	39.60	05/15/03	0.00	/ /	TOURVILLE
19607	140	39.60	05/22/03	0.00	/ /	TOURVILLE
19780	140	39.60	05/27/03	0.00	/ /	LEITNER
19895	140	39.60	05/29/03	0.00	/ /	TOURVILLE
20271	140	39.60	06/05/03	0.00	/ /	TOURVILLE
20558	140	39.60	06/10/03	0.00	/ /	LEITNER
20748	140	39.60	06/12/03	0.00	/ /	TOURVILLE

881-10

CURRENT	THIRTY	SIXTY	NINETY	120 +	TOTAL
237.60	118.80	118.80	643.50	118.80	1,237.50
TOTAL CHECK..(DUE) 1237.50 (PAID) 0.00					

TOTAL DUE NOW...1237.50