


UNITED STATES BANKRUPTCY COURT _____ DISTRICT OF <u>DELAWARE</u>		<b>PROOF OF CLAIM</b>
Name of Debtor <b>FLEMING COMPANIES, INC.</b>	Case Number <b>03-10945</b>	THIS SPACE IS FOR COURT USE ONLY
NOTE This form 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 USC § 503		
Name of Creditor (The person or other entity to whom the debtor owes money or property) <b>HERKIMER FOODS</b>	<input type="checkbox"/> 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 <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court	
Name and address where notices should be sent <b>Michael Basloe, Herkimer Foods P.O. Box 310 Herkimer, NY 13350</b>		
Telephone number <b>315-895-7428</b>		
Account or other number by which creditor identifies debtor <b>VENDOR # 54960</b>		Check here if this claim <input type="checkbox"/> replaces a previously filed claim, dated _____ <input type="checkbox"/> amends
<b>1 Basis for Claim</b> <input checked="" type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____		
<input type="checkbox"/> Retiree benefits as defined in 11 USC § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Your SS # _____ Unpaid compensation for services performed from _____ to _____ (date) (date)		
<b>2 Date debt was incurred</b> <u>03/06/2003</u>		<b>3 If court judgment, date obtained</b>
<b>4 Total Amount of Claim at Time Case Filed</b> <u>\$ 2,398.62</u>		
If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges		
<b>5 Secured Claim</b> <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff) Brief Description of Collateral <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____  Value of Collateral \$ _____  Amount of arrearage and other charges at time case filed included in secured claim, if any \$ _____	<b>6 Unsecured Priority Claim.</b> <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim <input type="checkbox"/> Wages, salaries, or commissions (up to \$4 650) * earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier. 11 USC § 507(a)(3) <input type="checkbox"/> Contributions to an employee benefit plan. 11 USC § 507(a)(4) <input type="checkbox"/> Up to \$2 100* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 USC § 507(a)(6) <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child. 11 USC § 507(a)(7) <input type="checkbox"/> Taxes or penalties owed to governmental units. 11 USC § 507(a)(8) <input type="checkbox"/> Other. Specify applicable paragraph of 11 USC § 507(a)(____) *Amounts are subject to adjustment on 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.	
<b>7 Credits</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim  <b>8 Supporting Documents</b> Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.  <b>9 Date-Stamped Copy</b> To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		THIS SPACE IS FOR COURT USE ONLY  <b>FILED</b> <b>JUL 07 2003</b> <b>BMC</b>  Fleming Companies Claim  01436
Date <b>7/1/03</b>	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) <b>Michael Basloe VICE PRESIDENT</b>	

ORIGINAL HERKIMER CHEESE

(315) 895-7428

*Ida Mae® Salads*

(315) 895-7512

INVOICE

NO

25363

INVOICE DATE 03/06/03

SOLD TO

SHIP TO

PLEMING ORIGINAL DROP PAYABLES  
RE MAPLELAND DROP SHIPMENTS  
PO BOX 269942  
OKLAHOMA OK 73126-2999

NORTHEAST PERISHABLE DIST  
100 LUMS ROADS  
NORTHEAST, MD 21901

CUSTOMER ORDER NO	DATE SHIPPED	TERMS	SHIPPED VIA	SALESMAN	FREIGHT
723681	03/05/03	Net 21 Days	LEM MOORE	HOU	Prepaid
QTY ORDERED	QTY SHIPPED	ITEM CODE	DESCRIPTION	UNIT PRICE	AMOUNT
26 00	26 00	00042	12/16 OZ GELATINE-ASSORTED	10 32 CS	268 32
78 00	78 00	00012	6/34 OZ GELATINE-FRUIT MIX	9 18 CS	716 04
14 00	14 00	00072	6/24 OZ GELATINE-ASSORTED	8 04 CS	112 56
28 00	28 00	00062	6/20 OZ PARFAIT-ASSORTED	8.04 CS	225 12

Seller represents that with respect to the production of the articles covered by this invoice it has fully complied with the provisions of the Fair Labor Standards Act of 1938 as amended

REMIT TO Original Herkimer County Cheese Co Inc Ida Mae Salads  
P O Box 310  
Herkimer New York 13350-0310

INVOICE TOTAL \$1,322.04

OFFICE COPY

LTL REFRIGERATION

LEM MOORE TRANSPORTATION

Driver Copy

P O Box 307  
Douglassville, PA 19518  
(800) 648-5009

MANIFEST	FREIGHT BILL NO	DATE
	027499	03/05/2003

TRACTOR \_\_\_\_\_

DRIVER \_\_\_\_\_

SHIPPER 1999 (315) 895-7428  
HERKIMER CHEESE  
P O BOX 310  
ROUTE #51 SOUTH  
HERKIMER, NY 13350

SHIPPER B/L NO \_\_\_\_\_

CONSIGNEE 3245 (410) 287-4004  
NORTHEAST FOODS  
100 LUMS ROAD  
NORTHEAST, MD 21901

Monday 3/10 4:30AM

NO PIECES	DESCRIPTION OF ARTICLES	WEIGHT	RATE	PREPAID	COLLECT
146	CASES FOOD PRODUCTS MARYLAND DIVISION CASES RECEIVED <u>146</u> CASES REFUSED <u>0</u> CASES SHORT <u>0</u> CASES OVER <u>0</u> PO# 723881 RECEIVED BY <u>Chapman</u> DRIVER _____ DATE <u>3/10/03</u> CHEP RECEIVED _____	1,801			

RECEIVED IN GOOD CONDITION EXCEPT AS NOTED CHEP REFUSED

TERMS PAYMENT REQUIRED WITHIN 7 TO 14 DAYS BY LAW

NO PIECES \_\_\_\_\_ SIGNATURE \_\_\_\_\_ SEAL # \_\_\_\_\_

ORIGINAL HERKIMER CHEESE

(315) 895-7428

*Ida Mae® Salads*

(315) 895-7512

INVOICE

NO 16504

INVOICE DATE 03/28/03

SOLD TO

SHIP TO

FLEMING CENTRAL DPOP PAYABLES  
NE MARYLAND DROP SHIPMENTS  
PC BOX 26899  
OKLAHOMA, OK 73126-8999

NORTHEAST PERISHABLE DIST  
100 LUMS ROADS  
NORTHEAST, MD 21901

CUSTOMER ORDER NO	DATE SHIPPED	TERMS	SHIPPED VIA	SALESMAN	FREIGHT
354060	03/28/03	Net 21 Days	LEM MOOPE	HOU	Prepaid
QTY ORDERED	QTY SHIPPED	ITEM CODE	DESCRIPTION	UNIT PRICE	AMOUNT
26 00	26 00	00042	12/16 OZ GELATINE-ASSORTED	10 32 CS	268 32
59 00	59 00	00012	6/34 OZ GELATINE-FRUIT MIX	9 18 CS	358 02
28 00	28 00	00072	6/24 OZ GELATINE-ASSORTED	8 04 CS	225 12
23 00	23 00	00062	6/20 OZ FURFAIT-ASSORTED	8 04 CS	225 12

Seller represents that with respect to the production of the articles covered by this invoice it has fully complied with the provisions of the Fair Labor Standards Act of 1938 as amended \*

OFFICE COPY

REMIT TO Original Herkimer County Cheese Co Inc, Ida Mae Salads  
P O Box 310  
Herkimer New York 13350-0310

INVOICE TOTAL \$1,076.58

P O Box 307  
Douglassville, PA 19518  
(800) 648-5009

MANIFEST	FREIGHT BILL NO	DATE
	028038	03/27/2003

TRACTOR

DRIVER	SHIPPER B/L NO <b>9257</b>
SHIPPER 1999 (315) 895-7428 HERKIMER CHEESE P O BOX 310 ROUTE #51 SOUTH HERKIMER, NY 13350	CONSIGNEE 3245 (410) 287-4004 NORTHEAST FOODS 100 LUMS ROAD NORTHEAST, MD 21901

NO PIECES	DESCRIPTION OF ARTICLES	FLEMINGS COMPANIES, INC	WEIGHT	RATE	PREPAID	COLLECT
121	CASES FOOD PRODUCTS PO# 854060	MARYLAND DIVISION CASES RECEIVED <u>121</u> CASES REFUSED <u>0</u> CASES SHORT <u>0</u> CASES OVER <u>0</u> RECEIVED BY <u>Ch...</u> DRIVER _____ DATE <u>3/31/03</u> CHEP RECEIVED _____	1,402			
RECEIVED IN GOOD CONDITION EXCEPT AS NOTED		CHEP REFUSED _____	TERMS PAYMENT REQUIRED WITHIN 7 TO 14 DAYS BY LAW			
NO PIECES	SIGNATURE	SEAL # _____				

4/30/03  
3/31/03  
W. W. W.

# **Herkimer<sup>®</sup> Foods**

*since 1949*

**HERKIMER CHEESE • IDA MAE SALADS • TREASURE HOUSE • GIFTING**

Bankruptcy Management Corporation  
P O Box 900  
El Segundo, CA 90245-0900

Attached please find our claim form for Case #03-10945 regarding Fleming Corporation

If you have any questions please feel free to contact us Thank you

Herkimer Foods