

United States Bankruptcy Court  
District of **Delaware**

**PROOF OF CLAIM**

In re (Name of Debtor)  
**Fleming International, Ltd**

Case Number  
**03-10956**

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 U.S.C. 503

REC'D JUL 10 2003

Name of Creditor  
(The person or other entity to whom the debtor owes money or property)  
**FEDERAL EXPRESS CORPORATION**

- Check box if you are aware that any one 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

THIS SPACE IS FOR COURT USE ONLY

Name and Address Where Notices Should be Sent  
**FEDERAL EXPRESS CORPORATION  
ATTN REVENUE RECOVERY/BANKRUPTCY  
2005 CORPORATE AVENUE, 2<sup>nd</sup> FLOOR  
MEMPHIS, TN 38132**

Telephone No **901-395-7350**

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

**169911053**

Check here if this claim  replaces a previously filed claim, dated \_\_\_\_\_  
 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 number \_\_\_\_\_  
Unpaid compensation for services performed from \_\_\_\_\_ (date) to \_\_\_\_\_ (date)

**2 DATE DEBT WAS INCURRED  
SEE ATTACHED**

**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 \$ \_\_\_\_\_

**UNSECURED NONPRIORITY CLAIM \$2,658.11**  
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 \$4000) \* 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 employee benefit plan 11 U.S.C. 507(a)(4)
- Up to \$1,800\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use 11 U.S.C. 507(a)(6)
- Alimony, maintenance, or support owed to a spouse, former spouse, or child 11 U.S.C. 507(a)(7)
- Taxes or penalties of governmental units 11 U.S.C. 507(a)(8)
- Other. Specify applicable paragraph of 11 U.S.C. 507(a) \_\_\_\_\_  
\*Amounts are subject to adjustment on 4/11/98 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment

**5 TOTAL AMOUNT OF CLAIM AT THE TIME CASE FILED**

**\$2,658.11** (Unsecured)      \$ \_\_\_\_\_ (Secured)      \$ \_\_\_\_\_ (Priority)

**\$2,658.11** (Total)

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.

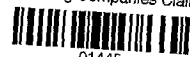
**8 TIME STAMPED COPY** To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

Date  
**6/18/03**

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)

*Angela Fleming*  
Angela D Fleming, Treasury Agent, FEDERAL EXPRESS

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<b>Federal Express Corporation</b>		<b>STATEMENT OF ACCOUNT</b>	
<b>FILE NAME:</b>	<b>Fleming International, Ltd.</b>	<b>6/18/03</b>	
<b>CASE #</b>	<b>03-10956</b>	<b>FILE DATE</b>	<b>4/1/03</b>
<b>CHAPTER.</b>	<b>11</b>	<b>STATE/DIST</b>	<b>Delaware /</b>

<b>Master Account</b>	<b>Account Number</b>	<b>Invoice Number</b>	<b>Invoice Date</b>	<b>Invoice Amount</b>
<b>169911053</b>				
	169911053	4-481-32849	12/10/02	\$4 95
	169911053	4-481-72793	12/17/02	\$10 39
	169911053	2-714 62369	12/20/02	\$17 16
	169911053	4-528 84426	1/7/03	\$10 39
	169911053	4-529-20663	1/14/03	\$10 39
	169911053	2-714-62387	1/20/03	\$21 65
	169911053	4-529-62198	1/21/03	\$24 24
	169911053	2-714-62388	1/22/03	\$17 00
	169911053	2-714-62389	1/22/03	\$72 27
	169911053	4-576-38792	2/4/03	\$12 12
	169911053	4-576-80007	2/12/03	\$12 12
	169911053	4-577-19488	2/18/03	\$11 35
	169911053	2-714-62410	2/21/03	\$631 67
	169911053	2-714-62408	2/21/03	\$160 52
	169911053	9-714-62409	2/21/03	\$19 51
	169911053	2-714-62412	2/25/03	\$45 24
	169911053	4-577-71911	2/25/03	\$19 26
	169911053	4-624-00939	3/5/03	\$12 24
	169911053	2-714-62416	3/5/03	\$92 32
	169911053	2-714-62417	3/6/03	\$51 72
	169911053	2-714-62418	3/6/03	\$17 24
	169911053	2-714-62419	3/7/03	\$137 92
	169911053	2-714-62422	3/11/03	\$100 07
	169911053	2-714 62420	3/11/03	\$17 24
	169911053	9-714-62421	3/11/03	\$19 60
	169911053	2-714-62423	3/12/03	\$51 72
	169911053	4 624-41546	3/12/03	\$30 38
	169911053	9-714-62424	3/13/03	\$39 20
	169911053	2-714-62425	3/17/03	\$155 16
	169911053	4-624-96709	3/18/03	\$20 90
	169911053	2-714-62426	3/18/03	\$57 47
	169911053	2-714-62427	3/20/03	\$109 56

<b>Federal Express Corporation</b>		<b>STATEMENT OF ACCOUNT</b>	
<b>FILE NAME</b>	<b>Fleming International, Ltd.</b>	<b>6/18/03</b>	
<b>CASE #</b>	<b>03-10956</b>	<b>FILE DATE</b>	<b>4/1/03</b>
<b>CHAPTER</b>	<b>11</b>	<b>STATE/DIST.</b>	<b>Delaware /</b>

<u>Master Account</u>	<u>Account Number</u>	<u>Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amount</u>
	169911053	2-714-62429	3/21/03	\$231 62
	169911053	9-714-62428	3/21/03	\$21 05
	169911053	2-714-62430	3/25/03	\$51 72
	169911053	2-714-62431	3/26/03	\$104 61
	169911053	2-714-62432	3/27/03	\$162 45
	169911053	2-714-62433	3/28/03	\$73 69
		<b>Account Total</b>		<b>\$2,658 11</b>
		<b>Grand Total</b>		<b>\$2,658 11</b>
		<b>GRAND TOTAL:</b>		<b>\$2,658.11</b>