FORM B10 (Official Form 10) (4/01)

UNITED STATES BANKRUPTCY COURT _____ DISTRICT OF Delaware

PROOF OF CLAIM

Name of Debtor
Fleming Companies Inc

Case Number
03-10945

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

Name of Creditor (The person or other entity to whom the debtor owes money or property)
SPIC AND SPAN, INC

☐ 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

Name and address where notices should be sent
Spic and Span, Inc
4301 N Richards Street
Milwaukee, WI 53212
Telephone number 414 964 5050

☐ 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
Crestwood Bakery 2782-2798

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

1 Basis for Claim

☐ Goods sold
☐ Services performed
☐ Money loaned
☐ Personal injury/wrongful death
☐ Taxes
☒ Other ~~Uniform/towel rental~~

☐ Retiree benefits as defined in 11 U S C § 1114(a)
☐ Wages, salaries, and compensation (fill out below)
Your SS # _____ _____ _____
Unpaid compensation for services performed
from _____ (date) to _____ (date)

2 Date debt was incurred January-March 2003

3 If court judgment, date obtained

4 Total Amount of Claim at Time Case Filed $ 4905.59

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below

☐ 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

5 Secured Claim

☐ Check this box if your claim is secured by collateral (including a right of setoff)

Brief Description of Collateral
☐ Real Estate ☐ Motor Vehicle
☐ Other_____

Value of Collateral $_____

Amount of arrearage and other charges at time case filed included in secured claim, if any $_____

6 Unsecured Priority Claim

☐ Check this box if you have an unsecured priority claim
Amount entitled to priority $_____
Specify the priority of the claim

☐ 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 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 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 owed to 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 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment

7 Credits The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim

8 Supporting Documents *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

9 Date-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 7/9/03

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)
Robert Miller
President

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FILED
JUL 14 2003
BMC

Fleming Companies Claim
01522

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 ...

SERVICE AGREEMENT

spic and span

spic and span, inc.

ESC NETWORK

4301 North Richards Street Milwaukee, WI 53212-1097 Phone 414-964-5050 Fax 414-964-5042

This Agreement made at West Allis this 01 day of June 2002 between Spic and Span Inc, hereinafter called "Company" and the undersigned hereinafter called "Customer" THE PARTIES HEREBY AGREE UPON THE TERMS SET FORTH BELOW AND UPON THE REVERSE SIDE HEREOF and on supplemental pages attached to this Agreement if any.

1 Company agrees to provide the following products on a rental basis or service basis for Customer owned goods, to Customer at the prices and conditions stated below

CUSTOMER: Crestwood Bakery PHONE: 453-4790

DELIVERY ADDRESS: 1710 So 108 St CITY: West Allis STATE: WI ZIP: 53214

BILLING ADDRESS (IF DIFFERENT) CITY STATE ZIP

INSTALLATION DATE: 07 ROUTE: 2798-00 ACCOUNT NO: 2798 et al GMT MARK SERV CODE DEL SEQ MON TUE WED THU FRI

COD ☐ CHG ☑ NEW ☐ RENEWAL ☑ ADD SERVICES ☐ DELIVERY FREQUENCY EW ☑ EOW ☐ EFW ☐ OTHER ☐ MIN CHG 75.00 CUSTOMER PO NUMBER MAKEUP CHG

STYLE NUMBER	SERVICE DESCRIPTION	QUANTITY	NUMBER OF EMPLOYEES	NUMBER OF CHANGES	PRICE	WEEKLY RATE	MIN CHG	REGULAR ITEM	SPECIAL ITEM
	Syn Shirts & Pants			5/6X @	.95				
	Syn. Shirts			5X @	.55				
	Oxford Exec Shirts			5X @	1.15				
	Executive Pants			5X @	1.20				
	Light White Aprons			@	.47				
	Colored Aprons			@	.68				
	Smocks			5X @	1.00				
	Specialized Lab Coats			@	1.50				
	C.O.M. Lockers			@	1.00				
	Maxi Laundry Lock Ups			@	1.00				
	Red Shop Towels			@	.10		40% of Inventory		
	Terry Ribbed Towels			@	.17		20% of Inventory		

REMARKS Gloves N.O.G. @ .45 per lb

24" Dust Mops @ .90

Mop Hardware @ No Chg.

2 Customer agrees to pay Company within 30 days from the date of each invoice including applicable sales or other taxes All amounts not paid when due shall be subject to a service charge of one and one half per cent (1½%) per month (18% per annum) until paid in full Failure by Customer to make payments as indicated in this agreement, if not timely cured, is a material breach of this agreement

3 Customer acknowledges that Company will be obligated to make a substantial investment in merchandise and equipment to fulfill this Agreement, accordingly the term of this Agreement shall be for a period of sixty (60) months from and after the installation date hereof Either party may cancel this Agreement by giving written notice by Certified Mail, Return Receipt Requested, to the other party at least sixty (60) days prior to the expiration date Unless terminated, this agreement shall be automatically extended from year to year, provided however that either party may cancel at the end of each extended period by giving sixty (60) days prior notice in writing

4 Company agrees to maintain the quality, service and appearance of all merchandise according to the generally accepted standards of industrial launderers Company agrees to replace promptly any merchandise that does not meet such standards

IC and SPAN, INC

M N Jerry Lovas
SALES REPRESENTATIVE

CUSTOMER SIGNATURE

EPTED BY

TITLE

CUSTOMER TITLE

F 560

AR AGING REPORT BAL FORWARD SUMMARY/OPEN ITEM DETAIL
Branch 18 in Account Number Order
Account 2782 to 2798

SPIC AND SPAN, INC Sales Through 07/02/2003 Receipts Through 07/03/2003

Report Date 07/07/2003 12 45 07 PM

Date	Transaction	Reference	Amount	Current Business	Current Balance	Past 30	Past 60	Past 90	Past 120
Branch 18 **Account**	2782 00000 CRESTWOOD BAKERY		Freq 7	**Route**	3 Open Item	Chg	Period	**Delivered**	T
Last Payment	06/30/2003	CRESTWOOD BAKERY	ATTN DENNIS SZYMANSKI		1710 S 108TH ST		WEST ALLIS	WI 53214	(414)453-4790
For	1312 44	CRESTWOOD BAKERY CREAM	PRODUCTION MEN		1710 S 108TH ST		WEST ALLIS	WI 53214	(414)453-4790
01/24/2003	S11815 -00	S	2 95						2 95
02/28/2003	17789 00	I	34 74					34 74	
03/07/2003	18677 -00	I	34 74					34 74	
03/14/2003	19605 -00	I	34 74					34 74	
03/21/2003	20548 -00	I	34 74					34 74	
06/17/2003	31675 00	I	34 74	34 74					
06/24/2003	32589 -00	I	34 74	34 74					
07/01/2003	33405 00	I	29 78	29 78					
		*	241 17	99 26				138 96	2 95
Branch 18 **Account**	2782 00002 CRESTWOOD BAKERY		Freq 7	**Route**	3 Open Item	Chg	Period	**Delivered**	T
Last Payment	06/30/2003	CRESTWOOD BAKERY	ATTN DENNIS SZYMANSKI		1710 S 108TH ST		WEST ALLIS	WI 53214	(414)453 4790
For	1312 44	CRESTWOOD BAKERY APRONS	WOMENS PRODUCTION		1710 S 108TH ST		WEST ALLIS	WI 53214	(414)453-4790
01/24/2003	S04147 -00	S	38 44						38 44
02/28/2003	17790 -00	I	80 52					80 52	
03/07/2003	18678 -00	I	80 52					80 52	
03/14/2003	19606 -00	I	78 04					78 04	
03/21/2003	20549 -00	I	78 04					78 04	
06/17/2003	31676 -00	I	78 04	78 04					
06/24/2003	32590 -00	I	78 04	78 04					
07/01/2003	33406 -00	I	75 56	75 56					
		*	587 20	231 64				317 12	38 44
Branch 18 **Account**	2782 00003 CRESTWOOD BAKERY SANIT		Freq 7	**Route**	3 Open Item	Chg	Period	**Delivered**	T
Last Payment	06/30/2003	CRESTWOOD BAKERY	ATTN DENNIS SZYMANSKI		1710 S 108TH ST		WEST ALLIS	WI 53214	(414)453-4790
For	1312 44	CRESTWOOD BAKERY SANITA	PRODUCTION WOMEN		1710 S 108TH ST		WEST ALLIS	WI 53214	(414)453 4790
02/28/2003	17791 -00	I	55 23					55 23	
03/07/2003	18679 00	I	51 64					51 64	
03/14/2003	19607 00	I	51 64					51 64	
03/21/2003	20550 00	I	51 64					51 64	
06/17/2003	31677 00	I	51 64	51 64					
06/24/2003	32591 -00	I	51 64	51 64					
07/01/2003	33407 -00	I	51 64	51.64					
		*	365 07	154 92				210 15	

A/R AGING REPORT BAL FORWARD SUMMARY/OPEN ITEM DETAIL
Branch 18 in Account Number Order
Account 2782 to 2798

SPIC AND SPAN, INC

Report Date 07/07/2003 12 45 08 PM Sales Through 07/02/2003 Receipts Through 07/03/2003

Date	Transaction	Reference	Amount	Current Business	Current Balance	Past 30	Past 60	Past 90	Past 120
Branch 18 Account 2782-00005 CRESTWOOD BAKERY									
Last Payment 06/30/2003		CRESTWOOD BAKERY	Freq 7	Route	3 Open Item	Chg	Period	Delivered	T
For 1312 44		CRESTWOOD BAKERY	ATTN DENNIS SZYMANSKI		1710 S 108TH ST		WEST ALLIS	WI 53214	(414)453-4790
		CRESTWOOD BAKERY	1710 S 108TH ST				WEST ALLIS	WI 53214	(414)453-4790
02/28/2003	17792 00	I	112 11					112 11	
03/07/2003	18680 00	I	112 11					112 11	
03/14/2003	19608 -00	I	112 11					112 11	
03/21/2003	20551 00	I	112 11					112 11	
06/17/2003	31678 -00	I	109 62	109 62				112 11	
06/24/2003	32592 -00	I	109 62	109 62					
07/01/2003	33408 00	I	109 62	109 62					
		*	777 30	328 86				448 44	
Branch 18 Account 2782-00007									
Last Payment 06/30/2003		CRESTWOOD BAKERY	Freq 7	Route	3 Open Item	Chg	Period	Delivered	T
For 1312 44		CRESTWOOD BAKERY	ATTN DENNIS SZYMANSKI		1710 S 108TH ST		WEST ALLIS	WI 53214	(414)453-4790
			1710 S 108TH ST				WEST ALLIS	WI 53214	(414)453 4790
02/28/2003	17793 00	I	54 07					54 07	
03/07/2003	18681 -00	I	54 07					54 07	
03/14/2003	19609 -00	I	54 07					54 07	
03/21/2003	20552 -00	I	54 07					54 07	
06/17/2003	31679 -00	I	54 07	54 07				54 07	
06/24/2003	32593 00	I	54 07	54 07					
07/01/2003	33409 -00	I	54 07	54 07					
		*	378 49	162 21				216 28	
Totals for Branch 18 Account 2782			2349 23	976 89				1330 95	41 39
Branch 18 Account 2790 00000 CRESTWOOD BAKERY									
Last Payment 06/30/2003		CRESTWOOD BAKERY	Freq 7	Route	3 Open Item	Chg	Period	Fin Chg	Delivered	T
For 187 37		CRESTWOOD BAKERY SUPERV	ATTN DENNIS SZYMANSKI		1710 S 108TH STREET		WEST ALLIS		WI 53214	(414)453 4790
			SUPERVISORS		1710 S 108TH STREET		WEST ALLIS		WI 53214	(414)453-4790
02/28/2003	17794 00	I	46 15						46 15	
03/07/2003	18682 00	I	46 15						46 15	
03/14/2003	19610 -00	I	46 15						46 15	
03/21/2003	20553 00	I	46 15						46 15	
06/17/2003	31680 -00	I	46 15	46 15					46 15	
06/24/2003	32594 -00	I	48 92	48 92					
07/01/2003	33410 00	I	46 15	46 15					
		*	325 82	141 22				184 60	

A/R AGING REPORT BAL FORWARD SUMMARY/OPEN ITEM DETAIL
Branch 18 in Account Number Order
Account 2782 to 2798

SPIC AND SPAN, INC

Report Date 07/07/2003 12 45 08 PM Sales Through 07/02/2003 Receipts Through 07/03/2003

Date	Transaction	Reference	Amount	Current Business	Current Balance	Past 30	Past 60	Past 90	Past 120
Totals for Branch 18 Account 2790			325 82	141 22				184 60	

Branch 18 **Account** 2791 00001 CRESTWOOD BAKERY Freq 7 **Route** 3 Open Item Chg Period
Last Payment 06/30/2003 CRESTWOOD BAKERY ATTN DENNIS SZYMANSKI 1710 S 108TH STREET WEST ALLIS WI 53214 (414)453 4790
For 1327 21 CRESTWOOD BAKERY MAINTENANCE 1710 S 108TH STREET MILWAUKEE WI 53214 (414)453-4790

02/28/2003	17795	-00	I	5 02									5 02	
03/07/2003	18683	-00	I	5 02									5 02	
03/14/2003	19611	00	I	5 02									5 02	
03/21/2003	20554	00	I	5 02									5 02	
06/17/2003	31681	-00	I	5 02	5 02								5 02	
06/24/2003	32595	00	I	5 02	5 02								5 02	
07/01/2003	33411	-00	I	5 02	5 02								5 02	
			*	35 14	15 06								20 08	

Branch 18 **Account** 2791 00002 CRESTWOOD BAKERY MAI Freq 7 **Route** 3 Open Item Chg Period
Last Payment 06/30/2003 CRESTWOOD BAKERY ATTN DENNIS SZYMANSKI 1710 S 108TH STREET WEST ALLIS WI 53214 (414)453 4790
For 1327 21 CRESTWOOD BAKERY MAIN ENGINEERING 1710 S 108TH STREET MILWAUKEE WI 53214 (414)453-4790

02/28/2003	17796	-00	I	31 10									31 10	
03/07/2003	18684	-00	I	31 10									31 10	
03/14/2003	19612	00	I	31 10									31 10	
03/21/2003	20555	-00	I	31 10									31 10	
06/17/2003	31682	-00	I	31 10	31 10								31 10	
06/24/2003	32596	00	I	31 10	31 10								31 10	
07/01/2003	33412	-00	I	31 10	31 10								31 10	
			*	217 70	93 30								124 40	

Branch 18 **Account** 2791 00003 CRESTWOOD BAKERY PROD Freq 7 **Route** 3 Open Item Chg Period
Last Payment 06/30/2003 CRESTWOOD BAKERY ATTN DENNIS SZYMANSKI 1710 S 108TH STREET WEST ALLIS WI 53214 (414)453 4790
For 1327 21 CRESTWOOD BAKERY PROD & PRODUCTION MEN AND 1710 S 108TH STREET MILWAUKEE WI 53214 (414)453 4790

02/28/2003	17797	00	I	190 98									190 98	
03/07/2003	18685	-00	I	190 98									190 98	
03/14/2003	19613	00	I	190 98									190 98	
03/21/2003	20556	00	I	190 98									190 98	
06/17/2003	31683	-00	I	190 98	183 59								190 98	
06/24/2003	32597	00	I	183 59	183 59								190 98	
06/30/2003	S33595	00	S	183 59	183 59									
07/01/2003	33413	00	I	18 00	18 00									
				183.59	183 59									
			*	1332 69	568 77								763 92	

A/R AGING REPORT BAL FORWARD SUMMARY/OPEN ITEM DETAIL
Branch 18 in Account Number Order
Account 2782 to 2798

SPIC AND SPAN, INC Sales Through 07/02/2003 Receipts Through 07/03/2003
Report Date 07/07/2003 12 45 08 PM

Date	Transaction	Reference	Amount	Current Business	Current Balance	Past 30	Past 60	Past 90	Past 120
Branch 18 **Account**		2791-00004 CRESTWOOD BAKERY PROD	Freq 7	**Route**	3 Open Item	Chg	Period	**Delivered**	T
Last Payment	06/30/2003	CRESTWOOD BAKERY	ATTN DENNIS SZYMANSKI		1710 S 108TH STREET		WEST ALLIS	WI 53214	(414)453-4790
For	1327 21	CRESTWOOD BAKERY PROD	PRODUCTION WOMEN		1710 S 108TH STREET		MILWAUKEE	WI 53214	(414)453 4790
01/24/2003	S04153 -00	S	371 67						371 67
02/28/2003	17798 00	I	72 02					72 02	
03/07/2003	18686 00	I	72 02					72 02	
03/14/2003	19614 -00	I	72 02					72 02	
03/21/2003	20557 00	I	72 02					72 02	
06/17/2003	31684 -00	I	72 02	72 02					
06/24/2003	32598 -00	I	72 02	72 02					
07/01/2003	33414 00	I	72 02	72 02					
		*	875 81	216 06				288 08	371 67
Totals for Branch 18 Account 2791			2461 34	893 19				1196 48	371 67
Branch 18 **Account**		2795-00000 CRESTWOOD BAKERY	Freq 7	**Route**	3 Open Item	Chg	Period	**Delivered**	T
Last Payment	06/30/2003	CRESTWOOD BAKERY	ATTN DENNIS SZYMANSKI		1710 S 108TH STREET		WEST ALLIS	WI 53214	(414)453-4790
For	71 00	CRESTWOOD BAKERY	1710 S 108TH ST				MILWAUKEE	WI 53214	(414)453-4790
01/24/2003	S04154 -00	S	60 77						60 77
02/28/2003	17799 00	I	17 42					17 42	
03/07/2003	18687 00	I	17 42					17 42	
03/14/2003	19615 -00	I	18 74					18 74	
03/21/2003	20558 -00	I	18 74					18 74	
06/17/2003	31685 -00	I	17 42	17 42					
06/24/2003	32599 -00	I	17 42	17 42					
07/01/2003	33415 -00	I	20 06	20 06					
		*	187 99	54 90				72 32	60 77
Totals for Branch 18 Account 2795			187 99	54 90				72 32	60 77
Branch 18 **Account**		2796 00000 CRESTWOOD BAKERY	Freq 7	**Route**	3 Open Item	Chg	Period	**Delivered**	T
Last Payment	06/30/2003	CRESTWOOD BAKERY	ATTN DENNIS SZYMANSKI		1710 S 108TH ST		WEST ALLIS	WI 53214	(414)453 4790
For	1268 88	CRESTWOOD BAKERY	1710 S 108TH ST				WEST ALLIS	WI 53214	(414)453-4790
02/25/2003	17278 -00	I	198 21					198 21	
02/28/2003	17800 00	I	188 20					188 20	
03/04/2003	18145 -00	I	199 16					199 16	
03/07/2003	18688 -00	I	166 70					166 70	
03/11/2003	19105 -00	I	227 94					227 94	

SPIC AND SPAN, INC Sales Through 07/02/2003 Receipts Through 07/03/2003 Page 5
Report Date 07/07/2003 12 45 08 PM

Date	Transaction	Reference	Amount	Current Business	Current Balance	Past 30	Past 60	Past 90	Past 120
03/14/2003	19616 00	I	166 05					166 05	
03/18/2003	20026 00	I	198 21					198 21	
03/21/2003	20559 -00	I	160 34					160 34	
03/21/2003	S20343 -00	S	95 04					95 04	
06/17/2003	31686 00	I	347 71	347 71					
06/24/2003	32600 00	I	359 38	359 38					
06/30/2003	S32370 -00	S	158 40	158 40					
07/01/2003	33416 -00	I	240 36	240 36					
		*	2705 70	1105 85				1599 85	
Totals for Branch 18 Account 2796			2705 70	1105 85				1599 85	

Branch 18 Account 2798-00000 CRESTWOOD BUDGET Freq 7 Route 3 Open Item Chg Period Delivered T
Last Payment 06/30/2003
For 39 01 CRESTWOOD BUDGET STORE 1710 S 108TH ST WEST ALLIS WI 53214 (414)453 4790

02/28/2003	17801 00	I	7 39					7 39	
03/07/2003	18689 00	I	7 39					7 39	
03/14/2003	19617 00	I	7 39					7 39	
03/14/2003	S19683 -00	S	18 00					18 00	
03/21/2003	20560 -00	I	7 39					7 39	
05/20/2003	28234 00	I	7 39		7 39				
06/24/2003	32601 -00	I	7 39	7 39					
07/01/2003	33417 -00	I	7 39	7 39					
		*	69 73	14 78	7 39			47 56	
Totals for Branch 18 Account 2798			69 73	14 78	7 39			47 56	

A/R AGING REPORT BAL FORWARD SUMMARY/OPEN ITEM DETAIL
Branch 18
Account 2782 to 2798

SPIC AND SPAN, INC
Report Date 07/07/2003 12 45 08 PM

Sales Through 07/02/2003

Receipts Through 07/03/2003

	Amount	Current Business	Current Balance	Past 30	Past 60	Past 90	Past 120
Period Totals	8099 81 100%	3186 83 39 34 %	7 39 0 09 %	0 00 0 00 %	0 00 0 00 %	4431 76 54 71 %	473 83 5 85 %
Weekly Totals	0 00 100%	0 00 0 00 %	0 00 0 00 %	0 00 0 00 %	0 00 0 00 %	0 00 0 00 %	0 00 0 00 %
No Statement Totals	0 00 100%	0 00 0 00 %	0 00 0 00 %	0 00 % 00	0 00 0 00 %	0 00 0 00 %	0 00 0 00 %
Overall Totals	8099 81 100%	3186 83 39 34 %	7 39 0 09 %	0 00 0 00 %	0 00 0 00 %	4431 76 54 71 %	473 83 5 85 %