



UNITED STATES BANKRUPTCY COURT
For the District of Delaware

PROOF OF CLAIM

In re FLEMING COMPANIES ET AL Case Number 03-10945 (MFW)

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.

REC'D JUL 17 2003

Creditor Name (Person or entity debtor owes) C.C. SOLUTIONS INC
 Address Line 1 6405 NW 123RD ST
 Address Line 2 _____
 Address Line 3 _____
 City, ST ZIP OKLAHOMA CITY, OK 73142

- 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.

THIS SPACE IS FOR COURT USE ONLY

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR _____

replaces amends previously filed claim dated _____

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

2 Date Debt Incurred (MMDDYY)
03 / 31 / 03

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 THIS 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
 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 a 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.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) |
| [] [] [] [] [] [] [] [] [] [] | [] [] [] [] [] [] [] [] [] [] | 4491.20 |

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 07/03/2003 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) CURTIS C. SCOTT CEO/CTO
Curtis C. Scott for CEO/CTO

THIS SPACE IS FOR COURT USE ONLY

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

Prepared by CScott 7/9/2003

Account FRGAS
 Customer Fleming Companies, Inc
 3524 N W 56th Street
 Oklahoma City, Oklahoma
 73112

Fed ID 73-1584186
 Remittance C C Solutions Inc
 6405 NW 123rd Street
 Oklahoma City, Oklahoma
 73142

Week Ending 3/22/2003 Invoice 20030329

| Project | Task | 3/16/2003 | 3/17/2003 | 3/18/2003 | 3/19/2003 | 3/20/2003 | 3/21/2003 | 3/22/2003 | Total |
|-------------|------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-------|
| XFR1 | 0032 | 0 00 | 7 20 | 7 60 | 7 30 | 7 70 | 9 40 | 0 00 | 39 20 |
| Daily Total | | 0 00 | 7 20 | 7 60 | 7 30 | 7 70 | 9 40 | 0 00 | 39 20 |

Week Ending 3/29/2003

| Project | Task | 3/23/2003 | 3/24/2003 | 3/25/2003 | 3/26/2003 | 3/27/2003 | 3/28/2003 | 3/29/2003 | Project Total |
|-------------|------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|---------------|
| XFR1 | 0032 | 0 00 | 8 80 | 9 70 | 7 70 | 7 30 | 7 50 | 0 00 | 41 00 |
| Daily Total | | 0 00 | 8 80 | 9 70 | 7 70 | 7 30 | 7 50 | 0 00 | 41 00 |

Total Hours 80 20

Grand Total Hours **80 20**
 Bill Rate **\$56 00**
 Total Bill Amount **\$4,491 20**

Curtis C Scott
C C Solutions

Rita Jones
Fleming I T Services