

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

PROOF OF CLAIM



463878

Bar Date Ref # 1-NC-39000

In re *Fleming Companies, Inc, et al*

Case Number *03-10945 (MFU)*

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.

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 this address differs from the address on the envelope sent to you by the court.

If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.

Name of Creditor and Address

the Bottle Shop
William
58 W Sierra Madre Blvd
Sierra Madre CA 91024

0354653463878

Creditor Telephone Number *(626) 355 1262*

CREDITOR TAX ID #

95-4022929

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

147785

Check here if this claim

replaces
 or
 amends

a previously filed claim dated _____

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 *569-* _____
Unpaid compensation for services performed from _____ to _____
(date) (date)

Credit Memo never paid

2 DATE DEBT WAS INCURRED

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE

\$ *158,82* (unsecured) \$ _____ (secured) \$ _____ (unsecured priority) \$ *158,82* (total)

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 above if any \$ _____

6 UNSECURED PRIORITY CLAIM

Check this box if you have an unsecured priority claim

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.S.C. § 507(a)(6) *credit Memo*
- 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 4/1/01 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 your claim, please enclose a self-addressed stamped envelope and an additional copy of this proof of claim.

The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is received on or before 4:00 p.m., September 15, 2003, Pacific Daylight Time.

BY MAIL TO
Bankruptcy Management Corporation
P.O. BOX 900
El Segundo, CA 90245-0900

BY HAND OR OVERNIGHT DELIVERY TO
Bankruptcy Management Corporation
1330 East Franklin Avenue
El Segundo, CA 90245

DATE SIGNED

8-1-03

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)

[Signature] President

THIS SPACE FOR COURT

FILED
AUG 06 2003
BMC

Fleming Companies Claim



02022

Penalty for presenting fraudulent claim is a fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 AND 3571

See Other Side For Instructions

LOS ANGELES

CDRE-MARK IN

** ACCOUNTS

AGING DETAIL R

SALESPERSON COLLECTI

SEQUENCE: DIV/SALESPERSON/CUSTOMER NAME

SELECTION: SALES DIVSN:20 20

CONSOLIDATION = Y

DIVISION 20 SALESPERSON = 047

CUSTOMER C U S T O M E R N A M E , A D D R E S S

STORE# REF 1 REF 2 TERM DOC DATE TYP CRTNS TOTAL AMOUNT WITHIN

147785 SUPERFOOD WAREHOUSE 2650 N ROSEMEAD BLVD SOU
CONTACT - JAMIE A/R DSC#

* * * CUSTOMER 147785 TOTAL

77313 TEXACO STARMART MIKE 1955 ROSEMEAD BLVD SOU
CONTACT MIKE A/R DSC#

1393458 142003 05-19INV 124 4,756.21 4,75

*** PAYMENT HISTORY ***

(1) 20030516 5,670.93

TERMS 014

(2) 2003-04-30

CREDIT

6,918.76

* * * CUSTOMER 77313 TOTAL

4,756.21 4,75

132639 THE BOTTLE SHOP
CONTACT - WILLIAM A/R DSC#

58 W SIERRA MADRE BLVD SIE

1023066	5106156	72002	04-12CM	1.71-
1513151	4971390	72002	05-31CM	9.96-
1783111	4974974	72002	06-27CM	12.00-
2073124	4976715	72002	07-26CM	1.54-
2733592	4972063	72002-09-30	INV	24.20
3653454	14412	72002	12-31CHG	35.00
0283425	14482	72003-01-29	CHG	35.00
0423545	14501	72003-02-12	CHG	35.00
0563349	14537	72003-02-26	CHG	35.00
0593192	4907410	72003	02-28CM	35.00
0703445	14567	72003-03-12	CHG	35.00
0733107	4967411	72003	03-14CM	25.00
0843506	14595	72003	03-26CHG	35.00
0903111	4963650	72003-03-31	CM	154.82-
0983320	14613	72003-04-08	CHG	35.00
1123322	14645	72003	04-23CHG	35.00
1263360	14673	72003-05-06	CHG	25.00
1403271	14701	72003-05-21	CHG	35.00

Credit Memo

1.31-
35.00
2.69-
25.00
154.82-

*** PAYMENT HISTORY ***

(1) 20030521 885.27

TERMS 007

(2) 2003-05-06

CREDIT

945.04

* * * CUSTOMER 132639 TOTAL

170.17