

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

PROOF OF CLAIM



590872

Bar Date Ref # 2-NVM-56179

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 and Address

Exemplar International, INC
0354653590872
~~Healthcorp Evaluation Services~~
1600 Genessee Ste 700
Kansas City MO 64102

- 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.

Creditor Telephone Number *(800) 946-1227 x236*

CREDITOR TAX ID #
88-0395372

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR
(see attached listing)

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

1 BASIS FOR CLAIM

Goods sold Personal injury/wrongful death Retiree benefits as defined in 11 U.S.C. § 1114(a)
 Services performed Taxes Wages salaries and compensation (Fill out below)
 Money loaned Other (describe briefly)

Your social security number _____
 Unpaid compensation for services performed from _____ to _____
 (date) (date)

2 DATE DEBT WAS INCURRED

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ *6,775.50* \$ _____ \$ *6,775.50*
 (unsecured) (secured) (unsecured priority) (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)
- 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

THIS SPACE FOR COURT USE ONLY

FILED
AUG 08 2003
BMC
 Fleming Companies Claim
 02760

DATE SIGNED
8/4/03

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)

Linda L. MacNevin Collection Mgr
 LINDA L. MacNEVIN Collection Mgr

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

W/O Bad Debt Chapter 11 4/1/03

Apr 10 2003 12 51 PM

AdMed Ltd

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ACCOUNTS RECEIVABLE DETAIL AGED TRIAL BALANCE

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Sort by Customer Name Range FLEMING to FLEMINGZZZZZZZZZZZZZZZZZZZZ

DOCUMENT TYPES 1 INVOICE 2 SCHEDULED 3 CREDIT MEMO/RETURN 4 FINANCE CHARGE 5 WAIVED FINANCE CHARGE 6 DEBIT MEMO
7 SERVICE 8 WARRANTY 9 PAYMENT 10-BALANCE 11 DISCOUNT TAKEN 12 WRITEOFF)

CUST NO	CUSTOMER NAME	ACCOUNT TYPE	STATUS						
-	DOCUMENT	SALE AMOUNT/	OTHER AMOUNT/			AGED DOCUMENT AMOUNT	-	-	-
TYPE NUMBER	APPLY TO	DATE	CASH RECEIVED/	SALES DISCOUNT	CURRENT	30 DAYS	60 DAYS	90+ DAYS	
			NON CURRENT						
56403	FLEMING COMPANIES ALTOONA	OPEN ITEM	Active						
1 710452	710452 01/31/03	38 00	00				38 00		
	199-50								
1 710758	710758 02/18/03	68 00	00			68 00			
GREG KIRK	182 60								
1 711366	711366 02/28/03	102 00	00			102 00			
ROWLAND MICHAEL	101 74 5								
1 711706	711706 03/17/03	34 00	00		34 00				
EDWARD K	171-44								
1 711957	711957 03/17/03	106 50	00		106 50				
JOHN MCCULLEY	165 64								
1 712206	712206 03/22/03	71 00	00		71 00				
CRAIG CHESNUTWOOD	201-62-								
1 712415	712415 03/31/03	71 00	00		71 00				
SHAUN MCCAULLEY	209-58-								
1 712748	712748 03/31/03	422 00	00		422 00				
NELSON STAHL	168 48								
	Credit Limit No Limit					Normal Terms	Net 10 Days		
8 ENTRIES	CUSTOMER TOTAL	912 50	AGED SUBTOTALS		704 50	170 00	38 00		00
56357	FLEMING COMPANIES - FRESNO	OPEN ITEM	Active						
1 708363	708363 12/02/02	34 00	00						34 00
Pre 557-11 3494 868560	FLEM								
1 708899	708899 12/16/02	34 00	00						34 00
Pre 549-57 7668 868560	FLEM								
1 709354	709354 12/31/02	34 00	00						34 00
Pre 552-85 5102 868560	FLEM								
	Credit Limit No Limit					Normal Terms	Net 10 Days		
3 ENTRIES	CUSTOMER TOTAL	102 00	AGED SUBTOTALS		00	00	00		102 00
56398	FLEMING COMPANIES - GARLAND	OPEN ITEM	Active						
1 711956	711956 03/17/03	94 50	00		94 50				
WHITE DAVID L	434-67-2								
1 712205	712205 03/22/03	189 00	00		189 00				
RICHARDSON LARRY	000 00 0								
1 712414	712414 03/31/03	31 50	00		31 50				
GLENN TERRY E	449 21 6								
	Credit Limit No Limit					Normal Terms	Net 10 Days		
3 ENTRIES	CUSTOMER TOTAL	315 00	AGED SUBTOTALS		315 00	00	00		00

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Sort by Customer Name Range FLEMING to FLEMINGZZZZZZZZZZZZZZZZZZZZ

DOCUMENT TYPES 1 INVOICE 2 SCHEDULED 3 CREDIT MEMO/RETURN 4 FINANCE CHARGE 5 WA VED FINANCE CHARGE 6 DEBIT MEMO 7 SERVICE 8 WARRANTY 9 PAYMENT 10 BALANCE 11 DISCOUNT TAKEN 12 VR TEOFF)

CUST NO	CUSTOMER NAME	ACCOUNT TYPE	STATUS	AGED DOCUMENT AMOUNT					
				CURRENT	30 DAYS	60 DAYS	90+ DAYS		
56375	FLEMING COMPANIES	GMD KOP	OPEN ITEM	Active					
1	711703	711703	03/17/03	34 00	00				
	ADAMS SHARON		160 48 2						
1	712201	712201	03/22/03	33 50	00				
	WATTS MARGARET		204 58 8						
		Credit Limit	No Limit			Normal Terms	Net 10 Days		
2	ENTRIES	CUSTOMER TOTAL		67 50	AGED SUBTOTALS	67 50	00	00	00
56359	FLEMING COMPANIES	GMD TOPEKA	OPEN ITEM	Active					
1	712197	712197	03/22/03	33 50	00				
	HAGEMANN MICHELE		514 88 1						
		Credit Limit	No Limit			Normal Terms	Net 10 Days		
1	ENTRY	CUSTOMER TOTAL		33 50	AGED SUBTOTALS	33 50	00	00	00
56421	FLEMING COMPANIES	HAWAII	OPEN ITEM	Active					
1	711969	711969	03/17/03	134 00	00				
	SERNA LEONARD		575-65 2						
1	712219	712219	03/22/03	268 00	00				
	MARINAS BRIAN		576 15 4						
1	712424	712424	03/31/03	67 00	00				
	PAULO ANGELINE		575 06 4						
1	712760	712760	03/31/03	67 00	00				
	ISUILANI KENNET-		575 06 7						
		Credit Limit	No Limit			Normal Terms	Net 10 Days		
4	ENTRIES	CUSTOMER TOTAL		536 00	AGED SUBTOTALS	536 00	00	00	00
56434	FLEMING COMPANIES	LINCOLN	OPEN ITEM	Active					
1	711719	711719	03/17/03	34 00	00				
	OCAMPO XAVIER		000 00 0						
		Credit Limit	No Limit			Normal Terms	Net 10 Days		
1	ENTRY	CUSTOMER TOTAL		34 00	AGED SUBTOTALS	34 00	00	00	00
56394	FLEMING COMPANIES	MASSILLON	OPEN ITEM	Active					
1	710969	710969	02/19/03	442 00	00		442 00		
	WINDOWS THOMAS		298 66 1						
9	23557968	710969	03/10/03	408 00-			408 00-		
1	711365	711365	02/28/03	476 00	00		476 00		
	BROWN MICHAEL		274 60 9						
1	711705	711705	03/17/03	136 00	00		136 00		
	STANFORD EVAN		269 60 6						
1	711954	711954	03/17/03	236 50	00		236 50		
	MICHAEL BERBARI		301 52						

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Sort by Customer Name Range FLEMING to FLEMINGZZZZZZZZZZZZZZZZZZZZ

DOCUMENT TYPES 1 INVOICE 2 SCHEDULED 3 CREDIT MEMO/RETURN 4 FINANCE CHARGE 5 WAITED FINANCE CHARGE 6 DEBIT MEMO
7 SERVICE 8 WARRANTY 9 PAYMENT 10 BALANCE 11 DISCOUNT TAKEN 12 WRITEOFF

CUSTOMER NO	CUSTOMER NAME	ACCOUNT TYPE	STATUS	AGED DOCUMENT AMOUNT			
				CURRENT	30 DAYS	60 DAYS	
TYPE NUMBER	APPLY TO	DATE	SALE AMOUNT/ CASH RECEIVED/ NON CURRENT	OTHER AMOUNT/ SALES DISCOUNT			90+ DAYS

56394	FLEMING COMPANIES	MASSILLON	OPEN ITEM	Active	(Continued)				
1	712203	712203	03/22/03	205 00	00	205 00			
	ALLEN HOSTETLER	294 54							
1	712412	712412	03/31/03	35 50	00	35 50			
	ROBERT YOUNG	300 68							
1	712746	712746	03/31/03	106 50	00	106 50			
	RICHARD ARCHER JR	291 62							
		Credit Limit	No Limit				Normal Terms	Net 10 Days	
8	ENTRIES	CUSTOMER TOTAL		229 50	AGED SUBTOTALS	719 50	510 00	00	00

56420	FLEMING COMPANIES	MEMPHIS	OPEN ITEM	Active					
1	711113	711113	02/24/03	668 00	00	668 00			
	COOK CHRISTOPHER	430 35-2							
1	711378	711378	02/28/03	102 00	00	102 00			
	LANE JOHN	409-47 8							
1	712218	712218	03/22/03	33 50	00	33 50			
	WILLIAMS CHRISTOPHE	414 35 8							
1	712759	712759	03/31/03	600 00	00	600 00			
	Roche Instant Result Cups (bx/								
		Credit Limit	No Limit				Normal Terms	Net 10 Days	
4	ENTRIES	CUSTOMER TOTAL		1 403 50	AGED SUBTOTALS	633 50	770 00	00	00

56387	FLEMING COMPANIES	MILWAUKEE	OPEN ITEM	Active					
1	710224	710224	01/31/03	34 00	00			34 00	
	GARY SZUSLIK	391 66							
1	711364	711364	02/28/03	102 00	00	102 00			
	JEROME TOPEL	390-56-							
1	711704	711704	03/17/03	34 00	00	34 00			
	DANIEL MAYNARD	389 66-							
		Credit Limit	No Limit				Normal Terms	Net 10 Days	
3	ENTRIES	CUSTOMER TOTAL		170 00	AGED SUBTOTALS	34 00	102 00	34 00	00

56396	FLEMING COMPANIES	MINNEAPOLI	OPEN ITEM	Active					
1	712413	712413	03/31/03	71 00	00	71 00			
	SCOTT MASICA	472-80							
1	712747	712747	03/31/03	71 00	00	71 00			
	THOMAS LASSER	475-82							
		Credit Limit	No Limit				Normal Terms	Net 10 Days	
2	ENTRIES	CUSTOMER TOTAL		142 00	AGED SUBTOTALS	142 00	00	00	00

56361	FLEMING COMPANIES	NASHVILLE	OPEN ITEM	Active				
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Sort by Customer Name Range FLEMING to FLEMINGZZZZZZZZZZZZZZZZZZ

DOCUMENT TYPES (1 INVOICE 2 SCHEDULED 3 CREDIT MEMO/RETURN 4 FINANCE CHARGE 5 VOIDED FINANCE CHARGE 6 DEBIT MEMO 7 SERVICE 8 WARRANTY 9 PAYMENT 10 BALANCE 11 DISCOUNT TAKEN 12 WRITEOFF)

JUST NO	CUSTOMER NAME	ACCOUNT TYPE	STATUS	AGED DOCUMENT AMOUNT				
				CURRENT	30 DAYS	60 DAYS	90+ DAYS	
TYPE NUMBER	APPLY-TO	DATE	CASH RECEIVED/ NON CURRENT	OTHER AMOUNT/ SALES DISCOUNT				
56361	FLEMING COMPANIES NASHVILLE	OPEN ITEM	Active	(Continued)				
1	711951 711951	03/17/03	220 50	00	220 50			
	AUSTIN LEE WATTSIER	413 88						
1	712198 712198	03/22/03	63 00	00	63 00			
	CHASTON NIX	425 37-						
	Credit Limit	No Limit				Normal Terms	Net 10 Days	
2 ENTRIES	CUSTOMER TOTAL		283 50	AGED SUBTOTALS	283 50	00	00	00
56395	FLEMING COMPANIES - NE MARYLAN	OPEN ITEM	Active					
1	711955 711955	03/17/03	100 50	00	100 50			
	OLVERA JOSE	771 52-6						
1	712204 712204	03/22/03	100 50	00	100 50			
	DOWELL JUSTIN	218-15-7						
	Credit Limit	No Limit				Normal Terms	Net 10 Days	
2 ENTRIES	CUSTOMER TOTAL		201 00	AGED SUBTOTALS	201 00	00	00	00
56362	FLEMING COMPANIES - PLIMMOUTH	OPEN ITEM	Active					
1	711701 711701	03/17/03	34 00	00	34 00			
	MEYERS LINDA	558 47 4						
1	711952 711952	03/17/03	33 50	00	33 50			
	ARNESON MIKE	501 62-0						
1	712199 712199	03/22/03	33 50	00	33 50			
	NELSON RICKY	122 58-7						
	Credit Limit	No Limit				Normal Terms	Net 10 Days	
3 ENTRIES	CUSTOMER TOTAL		101 00	AGED SUBTOTALS	101 00	00	00	00
56358	FLEMING COMPANIES - SACRAMENTO	OPEN ITEM	Active					
1	711360 711360	02/28/03	34 00	00	34 00			
	LITTLEJOHN CALVIN	555 71 9						
1	711950 711950	03/17/03	63 00	00	63 00			
	MANUEL MEDEANO	566 43						
	Credit Limit	No Limit				Normal Terms	Net 10 Days	
2 ENTRIES	CUSTOMER TOTAL		97 00	AGED SUBTOTALS	63 00	34 00	00	00
56372	FLEMING COMPANIES SOUTH BRUN	OPEN ITEM	Active					
1	709355 709355	12/31/02	34 00	00				34 00
	Pre 151 70 0712 869983 FLEM							
	Credit Limit	No Limit				Normal Terms	Net 10 Days	
1 ENTRY	CUSTOMER TOTAL		34 00	AGED SUBTOTALS	00	00	00	34 00
56392	FLEMING COMPANIES - SUPERIOR	OPEN ITEM	Active					

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ACCOUNTS RECEIVABLE DETAIL AGED TRIAL BALANCE

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DOCUMENT TYPES (1 INVOICE 2 SCHEDULED 3 CREDIT MEMO/RETURN 4 FINANCE CHARGE 5 WAIVED FINANCE CHARGE 6 DEBIT MEMO 7 SERVICE 8 WARRANTY 9 PAYMENT 10 BALANCE 11 DISCOUNT TAKEN 12 WRITEOFF)

CUST NO	CUSTOMER NAME	ACCOUNT TYPE	STATUS	AGED DOCUMENT AMOUNT					
				CURRENT	30 DAYS	60 DAYS	90+ DAYS		
TYPE NUMBER	DOCUMENT	DATE	SALE AMOUNT/ CASH RECEIVED/ NON CURRENT	OTHER AMOUNT/ SALES DISCOUNT					
56392	FLEMING COMPANIES	SUPERIOR	OPEN ITEM	Active	(Continued)				
1	712202	03/22/03	33 50	00	33 50				
	DWIRE RUTH	471 82 4							
1	712411	03/31/03	31 50	00	31 50				
	DEGRUO DONALD	469 86 7							
		Credit Limit	No Limit			Normal Terms	Net 10 Days		
2 ENTRIES	CUSTOMER TOTAL		65 00	AGED SUBTOTALS	65 00	00	00		00
56364	FLEMING COMPANIES	TULSA	OPEN ITEM	Active					
1	711702	03/17/03	68 00	00	68 00				
	HINKLE PAUL	448 74 1							
1	711953	03/17/03	535 50	00	535 50				
	JAMES K PICKEL	553 33							
1	712200	03/22/03	159 50	00	159 50				
	KEVIN M RUSSELL	447 92							
1	712410	03/31/03	222 50	00	222 50				
	ROGER D JOHNSON	253 90							
1	712745	03/31/03	63 00	00	63 00				
	LEWIS WOODSON	234 94							
		Credit Limit	No Limit			Normal Terms	Net 10 Days		
5 ENTRIES	CUSTOMER TOTAL		1 048 50	AGED SUBTOTALS	1 048 50	00	00		00
56 ENTRIES	<u>GRAND TOTAL</u>		<u>6 775 50</u>	<u>GRAND AGED TOTALS</u>	<u>4 981 50</u>	<u>1 586 00</u>	<u>72 00</u>		<u>136 00</u>