

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

**PROOF OF CLAIM**



641966

Bar Date Ref # 2-NVM-109431

In re **Fleming Companies, Inc , et al** Case Number  
**03-10945 (MFW)**

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**  
  
City of Pekin Inspections Dept  
~~XXXXXX~~ 111 S Capitol St  
Pekin IL 61554  
0354653641966

Creditor Telephone Number (309) 477-2315

CREDITOR TAX I D #  
E9993-0854-04

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

Check here  replaces or  amends a previously filed claim dated \_\_\_\_\_

**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 \_\_\_\_\_  
 Between 5/14/02 & 9/6/02 (date) (date)

**2 DATE DEBT WAS INCURRED**

**3 IF COURT JUDGMENT, DATE OBTAINED**

**4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE** \$ \$191 00 (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**

DATE SIGNED  
8/15/03

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)  
Marilyn S Smith Marilyn S Smith

AUG 08 2003  
Fleming Companies Claim

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



02831

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re ) Chapter 11  
)  
Fleming Companies Inc et al )  
Debtors ) Case No 03-10945 (MFW)  
) (Jointly Administered)

**NOTICE OF DEADLINE FOR THE  
FILING OF PROOFS OF CLAIM AND PROOFS OF INTEREST**

**TO ALL CREDITORS OF THE DEBTORS**

**PLEASE TAKE NOTICE** that the above-captioned debtors and debtors-in-possession (the "Debtors") filed a voluntary petition for relief under Chapter 11 of title 11 of the United States Code (as amended from time to time, the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Court"). The Debtors are operating their businesses and managing their property as debtors in possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code.

Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 3002(c)(3), all Persons and Entities, including, without limitation, individuals, partnerships, corporations, estates, trusts, governmental units (which shall include all entities defined as such in Section 101(27) of the Bankruptcy Code, including any such entity that holds a claim arising from prepetition tax years or periods or from prepetition transactions to which a Debtor was a party), and entities asserting claims against an individual Debtor that arose out of the obligations of such entities or the Debtors under a contract for the provision of liability insurance (each a "Creditor" and collectively, "Creditors"), holding or wishing to assert a claim as defined in Section 101(5) of the Bankruptcy Code against any of the Debtors (collectively, the "Claims") or interest in any of the Debtors (collectively, the "Interests") arising on or before April 1, 2003 (the "Petition Date"), are required to file a separate, completed and executed proof of claim form conforming substantially to Official Bankruptcy Form 10) (the "Proof of Claim") on account of any Claims such Creditors hold or wish to assert against the Debtors, so that the Proof of Claim is actually received on or before 4 00 p m Pacific Daylight Time on September 15, 2003 (the "General Bar Date"), or in the case of governmental units, by October 1, 2003, the "Governmental Unit Bar Date," by the Debtors' Official Notice and Claims Agent at the following address:

Bankruptcy Management Corporation ("BMC")  
1330 East Franklin Avenue, El Segundo, CA 90245 (*for overnight mail or hand delivery*)  
P O Box 900, El Segundo, CA 90245-0900 (*for regular mail*)  
Telephone 1-888-909-0100

Notwithstanding the foregoing, AT THIS TIME, Proofs of Claim ARE NOT REQUIRED to be filed by Creditors holding or wishing to assert Claims against the Debtors of the types that are set forth in clauses (a) through (f) below (collectively, the "Excluded Claims"):

- (a) Claims listed in the Debtors' Schedules of Assets and Liabilities (the "Schedules") filed with the Court, pursuant to Bankruptcy Rule 1007, or any amendments thereto, which are not therein listed as "contingent," "unliquidated" or "disputed" and which are not disputed by the creditor holding such claim as to nature, amount, or classification,
- (b) Claims on account of which a Proof of Claim has already been properly filed with the Court,
- (c) Claims previously allowed by, or paid pursuant to, an order of the Court, including, without limitation, any claims of the Agents and/or the Lenders allowed pursuant to the Final DIP Order,<sup>2</sup>
- (d) Claims allowable under Sections 503(b) and 507(a)(1) of the Bankruptcy Code as administrative expenses of the Debtors' chapter 11 cases,
- (e) Claims made by any of the Debtors or any direct or indirect subsidiary of any of the Debtors against one or more of the other Debtors,
- (f) Claims of an entity whose claim is limited exclusively to a claim for the repayment of principal and/or interest on or under any issuance by any of the Debtors of any debt security (collectively, the "Notes") or any indenture in respect of each issue of the Notes (the "Indentures" and each such Indenture collectively with the Notes issued thereunder, the "Debt Instruments"), provided, however, that (i) the foregoing exclusion shall not apply to the indenture trustees under any of the

<sup>1</sup> The Debtors are the following entities: Core-Mark International, Inc., Fleming Companies, Inc., ABCO Food Group, Inc., ABCO Markets, Inc., ABCO Realty Corp., ASI Office Automation, Inc., C/M Products, Inc., Core-Mark Interrelated Companies, Inc., Core-Mark Mid-Continent, Inc., Dumigan Fuels, Inc., Favar Concepts, Ltd., Fleming Foods Management Co. L.L.C., Fleming Foods of Texas, L.P., Fleming International, Ltd., Fleming Supermarkets of Florida, Inc., Fleming Transportation Service, Inc., Food 4 Less Beverage Company, Inc., Fuelserv, Inc., General Acceptance Corporation, Head Distributing Company, Marquise Ventures Company, Inc., Minter-Weisman Co., Piggly Wiggly Company, Progressive Realty, Inc., Rambow Food Group, Inc., Retail Investments, Inc., Retail Supermarkets, Inc., RFS Marketing Services, Inc., and Richmar Foods, Inc.

<sup>2</sup> The term "Final DIP Order" refers to the Final Order Authorizing (I) Post-Petition Financing Pursuant to 11 U.S.C. § 364 and Bankruptcy Rule 4001(c), (II) Use of Cash Collateral Pursuant to 11 U.S.C. § 363 and Bankruptcy Rules 4001(b) and (d), (III) Grant of Adequate Protection Pursuant to 11 U.S.C. §§ 361 and 363, and (IV) Approving Secured Inventory Trade Credit Program and Granting Subordinate Liens Pursuant to 11 U.S.C. §§ 105 and 364(c)(3) and Rule 4001(c).



# *City of Pekin Inspection and Zoning*

111 South Capitol Street • Pekin, Illinois 61554 • (309) 477-2315

August 5, 2003

Re Fleming Corporation, owners of the former Thompson's Food Basket Grocery Store, 120 N Parkway Drive, Pekin, IL 61554

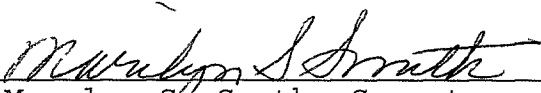
To Whom It May Concern

The two property cleanup liens filed against this property **each** have administrative charges of \$25 00 and \$33 00 for filing & release of liens

1	Lien	5/14/02	=	\$ 93 00
2	Lien	9/6/2001	=	\$ 98 00
Total Due City				\$191 00

If you have any questions, please call me at (309) 478-5364 or write me at City of Pekin Inspections Department, 111 S Capitol Street, Pekin, IL 61554

Very truly yours,

  
Marilyn S. Smith, Secretary  
Pekin Zoning & Inspections

Property is legally  
Described as:

Lot No. 98, 99, 100 & 101

Block No.

Subdivision:

Parkway Manor # 9

Situated in the City of  
Pekin, Tazewell County,  
Illinois

L.D.# 04-04-36-328-002

Return to City of Pekin  
401 Court St.  
Pekin, IL 61554

20020017324  
Filed for Record in  
TAZEWELL COUNTY, IL  
ROBERT LUTZ  
06-21-2002 At 01:50 PM

LIEN 15.0'

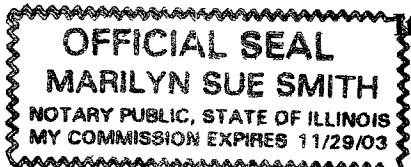
**NOTICE OF LIEN**

The UNDERSIGNED, being duly sworn upon his oath, states as follows

1. That he is the duly authorized Attorney/Agent for the City of Pekin, duly Appointed by the Mayor and City Council of the City of Pekin
2. That the City of Pekin, a municipal corporation, expended the amount of \$35 00, thirty-five Dollars, for the purpose of cleaning and/or cutting weeds/and or repairing or removing property, on the above named property located at 120 N Parkway Drive, Pekin, Illinois.
3. That the date the expense was incurred for the cleaning and/or cutting of the Weeds was 05/14/02

SEAL

*John C Kluever*  
 \_\_\_\_\_  
 JOHN C KLUEVER, BUILDING INSPECTOR  
 CITY OF PEKIN



is the duly authorized Attorney/Agent  
For the City of Pekin

Subscribed and sworn to before me this

2<sup>nd</sup> Day of June, 2001

*Marilyn Sue Smith*  
 \_\_\_\_\_  
 NOTARY PUBLIC

Property is legally  
Described as

Lot No 98 & 99

Block No

Subdivision

Parkway Manor # 9

Situated in the City of  
Pekin, Tazewell County,  
Illinois

ID # 04-04-36-328-002

Return to City of Pekin  
401 Court St  
Pekin, IL 61554

E00100060693  
Filed for Record in  
TAEWELL COUNTY, IL  
ROBERT LUTZ  
12-19-2001 At 01:53 pm.  
LIEN 15.00

NOTICE OF LIEN

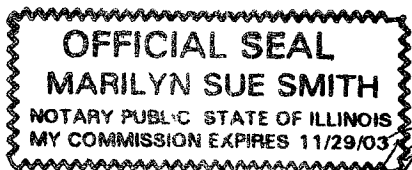
The UNDERSIGNED, being duly sworn upon his oath, states as follows.

- 1 That he is the duly authorized Attorney/Agent for the City of Pekin, duly Appointed by the Mayor and City Council of the City of Pekin
- 2 That the City of Pekin, a municipal corporation, expended the amount of \$ 40.00, Forty Dollars, for the purpose of cleaning and/or cutting weeds on the above named property located at 120 Parkway Drive Pekin, Illinois
- 3 That the date the expense was incurred for the cleaning and/or cutting of the Weeds was September 6, 2001

SEAL

*John C. Kluever*  
\_\_\_\_\_  
JOHN C. KLUEVER, BUILDING INSPECTOR  
CITY OF PEKIN

It's duly authorized Attorney/Agent  
For the City of Pekin



Subscribed and sworn to before me this  
\_\_\_\_\_  
Day of *December*, 2001

*Marilyn Sue Smith*  
\_\_\_\_\_  
NOTARY PUBLIC