

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

PROOF OF CLAIM



503161
Bar Date Ref # 2 NC-420900

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

Name of Creditor and Address

BELFONTE DAIRY FOODS
1625 CLEVELAND
KANSAS CITY MO 64127

0354653503161

- 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 (816) 231-2000

CREDITOR TAX I D #
43-0969351

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

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

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 \$ 13,880.32 \$ _____ \$ _____ \$ _____
(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 11 2003

BMC

DATE SIGNED 8-5-03

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)

Sally Zapier Director of office operations

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

Fleming Companies Claim

03057

See Other Side For Instructions



Belfonte Ice Cream & Dairy Foods Company

1625 CLF AND
KANSAS CITY JURI 64127

FAX 816 231 2001

816-231-2000

www.belfonteicecream.com

IMPORTANT!

TO INSURE PROPER CREDIT TO YOUR ACCOUNT - - PLEASE DETACH AND RETURN THIS STUB WITH YOUR REMITTANCE.

STATEMENT DATE

05/14/03

STATEMENT DATE

05/14/03

QUEEN - S

QUEEN'S MARKET #7511
1447 INDEPENDENCE AVE

QUEEN - S

KANSAS CITY MO 64106

REFER NO.	DUE DATE	TRANSACTION DATE	TYPE	NOW DUE	PAST DUE	REFERENCE NO.	AMOUNT
1406665	12/14/02	12/09/02	INV		49 47	691880	49 47
0708893	02/27/03	02/21/03	INV		120 33	720154	120 33
0709274	03/17/03	03/11/03	INV		180 65		
		04/16/03	PMT		333 13	726607	513 78
0709369	03/20/03	03/14/03	INV		133 67	728175	133 67
0709439	03/24/03	03/18/03	INV		166 19	729337	166 19
0709505	03/27/03	03/21/03	INV		211 49	730899	211 49
0710425	05/05/03	04/29/03	INV		118 56		
		05/12/03	PMT		118 56	745185	00
0710526	05/08/03	05/02/03	INV		137 05		
		05/12/03	PMT		137 05	746700	00
0710603	05/12/03	05/06/03	INV		189 24	747878	189 24
0710689	05/15/03	05/09/03	INV		129 17	749423	129 17
				TOTAL NOW DUE	TOTAL PAST DUE	TOTAL DUE →	CONTINUED

STATEMENT

TOTAL NOW DUE

TOTAL PAST DUE

TOTAL DUE →

total = 1,19493



Belfonte Ice Cream & Dairy Foods Company

1625 CLF AND
 KANSAS CITY I JURI 64127
 FAX 816 231 2001

816-231-2000

www.belfonteicecream.com

IMPORTANT!

TO INSURE PROPER CREDIT TO YOUR ACCOUNT - - - PLEASE DETACH AND RETURN THIS STUB WITH YOUR REMITTANCE.

STATEMENT DATE

STATEMENT DATE

FEST -20985

05/14/03

05/14/03

FESTIVAL FOODS #20785
 4057 NE CHOUTEAU TRFWY

FEST 20985

KANSAS CITY MO 64117

REFER NO.	DUE DATE	TRANSACTION DATE	TYPE	NOW DUE	PAST DUE	REFERENCE NO.	AMOUNT
2006796	03/17/03	03/11/03	INV		1,056 23		
		04/16/03	PMT		4,436 83	755810	5,495 06
3106421	03/19/03	03/13/03	INV		1,224 58	727072	1,224 58
727807	03/19/03	03/13/03	INV		18 22	727807	18 22
0611690	03/21/03	03/15/03	INV		1,629 28	727979	1,629 28
2006918	03/24/03	03/19/03	INV		1,311 84	728401	1,311 84
2002963	03/22/03	03/17/03	INV		91 97	729107	91 97
729418	03/24/03	03/18/03	INV		4 73	729418	4 73
2206558	03/26/03	02/20/03	INV		1,250 12	729802	1,250 12
3106726	03/26/03	03/20/03	INV		7 71	730490	7 71
730653	03/28/03	03/22/03	INV		1,713 24	730653	1,713 24
0404226	04/28/03	04/22/03	INV		1,128 77		
		05/05/03	PMT		1,125 99	/41744	2

STATEMENT

TOTAL DUE → CONTINUED

TOTAL NOW DUE

TOTAL PAST DUE

TOTAL DUE →

total = \$12,685.39

Fleming

152957

0053

When corresponding refer to ==>

23573546

Check returned in bond

Division	Invoice Date	Receipt Date	Inv No /Credit Request	Amount	Discount
KANSAS CITY	03/08/03	03/19/03	726104 F	-6 21	0 00
KANSAS CITY	03/05/03	03/19/03	5221141	-6 12 /	0 00
KANSAS CITY	03/07/03	03/19/03	5322807	-3.53 /	0 00
KANSAS CITY	03/05/03	03/19/03	5711737	-3.00 /	0.00
KANSAS CITY	03/05/03	03/19/03	5711736	29 31 /	0.00
KANSAS CITY	03/03/03	03/19/03	723737 F	97 79	0 00
KANSAS CITY	03/05/03	03/19/03	1011954	104 22 /	0 00
KANSAS CITY	03/04/03	03/19/03	709124 Q	161 32	0 00
KANSAS CITY	03/07/03	03/19/03	709204 Q	171.81	0.00
KANSAS CITY	03/05/03	03/19/03	5221139	358.39 /	0.00
KANSAS CITY	03/03/03	03/19/03	825805	422.28 /	0.00
KANSAS CITY	03/06/03	03/19/03	325867	718 09 /	0 00
KANSAS CITY	03/01/03	03/19/03	723161 F	1 103 74	0 00
KANSAS CITY	03/04/03	03/19/03	5322765	1,116 33 /	0 00
KANSAS CITY	03/07/03	03/19/03	5322806	1,203 87 /	0 00
KANSAS CITY	03/06/03	03/19/03	724374 F	1,372.60	0.00
KANSAS CITY	03/08/03	03/19/03	725331 F	1,870.91	0.00

DATE OF CHECK 03/27/03

AMOUNT OF CHECK \$8,711 80

FLEM KC

Dana

(\$ 3,939.84)

\$ 4,771.96

Q-
F-

Q-
F-

THE FACE OF THIS DOCUMENT IS PRINTED IN BLUE AND RED INK

Fleming

Box 26647, Oklahoma City, OK 73126

TEXAS COMMERCE
SAN ANGELO, TX

64-88/ 1113
23573546

No

LC

REFER TO MAKER

Date

Amount

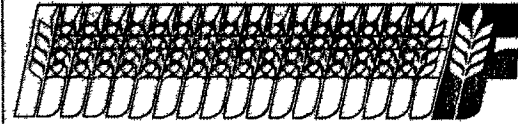
03/27/03 \$*****8,711 8

Pay

EIGHT THOUSAND SEVEN HUNDRED ELEVEN DOLLARS AND 80/100

Pay
To
The
Order
Of

**BELFONTE ICE CREAM COMPANY
1511 BROOKLYN AVENUE
KANSAS CITY, MO 64127**



Unique Character Facsimile Signature

⑈ 23573546 ⑆ 111300880 ⑆ 06300036 160 ⑆

⑈00008711⑈

NOTICE OF RETURNED DEPOSITED ITEMS

Account 611565

Date (4/07/03)

The deposited items listed were returned to us and debited to your account

PAYOR
FLEMING

RETURN REASON
REFER TO MAKER

AMOUNT
8,711 80

Total items charged back to your account

8,711 80

BELFONTE ICE CREAM CO
1625 CLEVELAND
KANSAS CITY MO 64127

APR 09 REC'D

HILLCREST BANK
11111 WEST 95TH STREET
OVERLAND PARK KANSAS 662
913-492-7500
316-681-1776