

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

**PROOF OF CLAIM**



631540

Bar Date Ref # 2-NVM-98199

In re Fleming Companies Case Number 03-10945

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**  
  
DBA ROTH Graham Inc  
Thomas Design Group  
1000 Boone Ave N #500  
Plymouth MN 55441

0354653631540

Creditor Telephone Number ( )

CREDITOR TAX ID #  
41-1358027

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 \_\_\_\_\_ (date) (date)

**2 DATE DEBT WAS INCURRED** 2/11/03 - 3/26/03

**3 IF COURT JUDGMENT, DATE OBTAINED**

**4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE** \$ 5197.33 (unsecured) \$ \_\_\_\_\_ (secured) \$ 5197.33 (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**

Fleming Companies Claim



03154

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).  
Barbara Makousky

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**



INVOICE

RAINBOW FOODS  
8000 EXCELSIOR BLVD  
HOPKINS MN 55343

INVOICE NO A 10256  
DATE 3/26/03  
JOB NO 138008

ATTN MATT MENK

PO # 03-031

RG FEBRUARY MISCELLANEOUS  
138008

CURRENT  
BILLING

Miscellaneous \$ 270 00

AMOUNT DUE ON RECEIPT \$ 270 00

REMIT TO:  
ROTH GRAHAM, INC.  
1000 BOONE AVE N SUITE 500  
GOLDEN VALLEY MN 55427  
763 542 8480



INVOICE

RAINBOW FOODS  
8000 EXCELSIOR BLVD  
HOPKINS MN 55343

INVOICE NO A 10255  
DATE 3/26/03  
JOB NO 138013

ATTN MATT MENK

PO # 03-034

RG PI PRESS FULL PAGE B/W 3/10/03  
138013

CURRENT  
BILLING

Production to final PDF \$ 16 74

AMOUNT DUE ON RECEIPT \$ 16 74

REMIT TO:  
ROTH GRAHAM, INC.  
1000 BOONE AVE N SUITE 500  
GOLDEN VALLEY MN 55427  
763 542 8480



INVOICE

RAINBOW FOODS  
8000 EXCELSIOR BLVD  
HOPKINS MN 55343

INVOICE NO A 10257  
DATE 3/26/03  
JOB NO 138011

ATTN MATT MENK

PO # 03-032

RG BIG CHECK KS95  
138011

CURRENT  
BILLING

Production and materials

\$ 236 52

AMOUNT DUE ON RECEIPT

\$ 236 52

REMIT TO:  
ROTH GRAHAM, INC.  
1000 BOONE AVE N SUITE 500  
GOLDEN VALLEY MN 55427  
763 542 8480



INVOICE

RAINBOW FOODS  
8000 EXCELSIOR BLVD  
HOPKINS MN 55343

INVOICE NO A 10258  
DATE 3/26/03  
JOB NO 138012

ATTN MATT MENK

PO # 03-033

RG STARTRIBUNE IMAGE TAB AD  
138012

CURRENT  
BILLING

Design & Production to final PDF

\$ 983 12

AMOUNT DUE ON RECEIPT

\$ 983 12

REMIT TO:  
ROTH GRAHAM, INC.  
1000 BOONE AVE N SUITE 500  
GOLDEN VALLEY MN 55427  
763 542 8480



INVOICE

RAINBOW FOODS  
8000 EXCELSIOR BLVD  
HOPKINS MN 55343

INVOICE NO A 10223  
DATE 2/28/03  
JOB NO 138007

ATTN MATT MENK

PO # 03-026

RG BIG CHECK  
138007

CURRENT  
BILLING

Production and delivery

\$ 225 03

AMOUNT DUE ON RECEIPT

\$ 225 03

REMIT TO:  
ROTH GRAHAM, INC.  
1000 BOONE AVE N SUITE 500  
GOLDEN VALLEY MN 55427  
763 542 8480



INVOICE

RAINBOW FOODS  
8000 EXCELSIOR BLVD  
HOPKINS MN 55343

INVOICE NO A 10224  
DATE 2/28/03  
JOB NO 138010

ATTN MATT MENK

PO # 03-028

RG 2/20/03 BW ROP P/Press  
138010

CURRENT  
BILLING

Design & production through final PDF

\$ 1 512 73

AMOUNT DUE ON RECEIPT

\$ 1 512 73

REMIT TO:  
ROTH GRAHAM, INC.  
1000 BOONE AVE N SUITE 500  
GOLDEN VALLEY MN 55427  
763 542 8480



INVOICE

RAINBOW FOODS  
8000 EXCELSIOR BLVD  
HOPKINS MN 55343

INVOICE NO A 10226  
DATE 2/28/03  
JOB NO 138009

ATTN MATT MENK

PO # 03-027

RG PHARMACY CARD REPRINT  
138009 GENERIC

CURRENT  
BILLING

Production & Printing  
Quantity 3000

\$ 350 96

6.5% tax 22 81

Delivery 11 62

AMOUNT DUE ON RECEIPT

\$ 385 39

REMIT TO:  
ROTH GRAHAM, INC.  
1000 BOONE AVE. N. SUITE 500  
GOLDEN VALLEY MN 55427  
763 542 8480



INVOICE

RAINBOW FOODS  
8000 EXCELSIOR BLVD  
HOPKINS MN 55343

INVOICE NO A 10225  
DATE 2/28/03  
JOB NO 138006

ATTN MATT MENK

PO # 03-025

RG PHARMACY CARD REPRINT  
138006 INVER GROVE HEIGHTS

CURRENT  
BILLING

Production & Printing  
Quantity 500 3 5 x 2 Pharmacy cards

\$ 297 96

6.5% tax 19 37

AMOUNT DUE ON RECEIPT

\$ 317 33

REMIT TO:  
ROTH GRAHAM, INC.  
1000 BOONE AVE. N. SUITE 500  
GOLDEN VALLEY MN 55427  
763 542 8480



INVOICE

RAINBOW FOODS  
8000 EXCELSIOR BLVD  
HOPKINS MN 55343

INVOICE NO A 10201  
DATE 2/10/03  
JOB NO 138004

ATTN MATT MENK

PO # 03-017

RG BOBBLEHEAD FLYERS 2003  
138004

CURRENT  
BILLING

Photo correction production to final

\$ 364 12

Courier

20 60

AMOUNT DUE ON RECEIPT

\$ 384 72

REMIT TO  
ROTH GRAHAM, INC.  
1000 BOONE AVE N SUITE 500  
GOLDEN VALLEY MN 55427  
763 542 8480



INVOICE

RAINBOW FOODS  
8000 EXCELSIOR BLVD  
HOPKINS MN 55343

INVOICE NO A 10202  
DATE 2/10/03  
JOB NO 138005

ATTN MATT MENK

PO # 03-018

RG MARCH 2003 POLY BAGS  
138005

CURRENT  
BILLING

Design & Production to Final

\$ 145 63

AMOUNT DUE ON RECEIPT

\$ 145 63

REMIT TO  
ROTH GRAHAM, INC.  
1000 BOONE AVE N SUITE 500  
GOLDEN VALLEY MN 55427  
763 542 8480



INVOICE

RAINBOW FOODS  
8000 EXCELSIOR BLVD  
HOPKINS MN 55343

INVOICE NO A 10200  
DATE 2/10/03  
JOB NO 138003

ATTN MATT MENK

PO # 03-016

RG JANUARY MISCELLANEOUS  
138003

CURRENT  
BILLING

Miscellaneous production & design  
January 2003

\$ 420.12

AMOUNT DUE ON RECEIPT

\$ 420.12

REMIT TO  
ROTH GRAHAM, INC.  
1000 BOONE AVE, N SUITE 500  
GOLDEN VALLEY, MN 55427  
763 542 8480