

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

PROOF OF CLAIM



s138646

Scheduled Claim Ref # 2-F2-26272
YOUR CLAIM IS SCHEDULED AS

In re
Fleming Companies, Inc

Case Number
03-10945

\$3 514 68 UNSECURED

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.

The amounts reflected above constitute your claim as scheduled by the Debtor. If you agree with the amounts set forth herein and have no other claim against the Debtor, you do not need to file this proof of claim EXCEPT as stated below.

If the amounts shown above are listed as Contingent, Unliquidated or Disputed, a proof of claim must be filed.

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

0354429404822

J G VAN HOLTEN & SON INC
P O BOX 66
703 WEST MADISON ST
WATERLOO WI 535940000

Creditor Telephone Number **920-478-2144**

CREDITOR TAX ID #
39-0675270

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 \$ 7770.78 (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 of any of the creditor or other person authorized to file this claim (attach copy of power of attorney if any)
Anna Susan

Fleming Companies Claim
03177



Van Holten's, Inc
 703 West Madison Street
 P O Box 66
 Waterloo, WI 53594

INVOICE 56031

Phone (920) 478-2144
 Fax (920) 478-2316

PAGE	INVOICE DATE
1 of 1	03-17-2003

340

SOLD TO FLEMING CSD-PLYMOUTH DIVISION
 1035 NATHAN LANE
 PLYMOUTH, MN 55441

OVERDUE ACCOUNT

LATE PAYMENT WILL BE SUBJECT TO A
 SERVICE CHARGE OF 1.5% / MONTH

SHIP TO FLEMING CSD-PLYMOUTH DIVISION
 1035 NATHAN LANE
 PLYMOUTH, MN 55441

Make Check Payable to
J. G. VAN HOLTEN & SON, INC

Total US
 Dollars Due

459.20

A 1 00% DISCOUNT OF \$4 59 IF PAID BY 03-27-2003

TERMS	ORDER NO	P O NUMBER	BROKER	SHIP VIA	SHIP DATE	PRO NUMBER	
1% 10 NET 30	387914	3262B	BOB RASMUSSEN & ASSOC	ROOT RIVER FRT	03-14-2003		
ITEM	QTY ORDERED	QTY SHIPPED	DESCRIPTION	PRICE	U/M	DISCOUNT	NET
412M	28	28	412 MILD PKG PICKLES	5 6300	CS	0 0000	157 64
412H	12	12	412 HOT PKG PICKLES	5 6300	CS	0 0000	67 56
912M	18	18	912 MILD PKG PICKLE	7 8000	CS	0 0000	140 40
912H	12	12	912 HOT PKG PICKLES	7 8000	CS	0 0000	93 60
TOTAL US DOLLARS DUE							459 20



Van Holten's, Inc
 703 West Madison Street
 P O Box 66
 Waterloo, WI 53594

INVOICE 55732

Phone (920) 478-2144
 Fax (920) 478-2316

PAGE	INVOICE DATE
1 of 1	02-17-2003

5841
SOLD TO FLEMING CONVENIENCE
 PO BOX 91178
 ALBUQUERQUE, NM 871191179

OVERDUE ACCOUNT

LATE PAYMENT WILL BE SUBJECT TO A
 SERVICE CHARGE OF 1 5% / MONTH

SHIP TO FLEMING CONVENIENCE
 5600 2ND ST , NW
 ALBQUERQUE, NM 87107

Make Check Payable to
J. G VAN HOLTEN & SON, INC

Total US
 Dollars Due **1,539.39**

A 1 00% DISCOUNT OF \$15 26 IF PAID BY 02-27-2003

TERMS	ORDER NO	P.O NUMBER	BROKER	SHIP VIA	SHIP DATE	PRO NUMBER	
1% 10 NET 30	387610	48-0494450	ATKIN-CRAW	PREPAID	02-14-2003	46839288	
ITEM	QTY ORDERED	QTY SHIPPED	DESCRIPTION	PRICE	U/M	DISCOUNT	NET
316LP	14	14	316 LITTLE PEPE PKG PICKLES	6 9400	CS	0 0000	97 16
612M	52	52	612 MILD PKG PICKLES	6 8200	CS	0 0000	354 64
612K	45	45	612 KOSHER PKG PICKLES	6 8200	CS	0 0000	306 90
612H	55	55	612 HOT PKG PICKLES	6 8200	CS	0 0000	375 10
912H	19	19	912 HOT PKG PICKLES	7 7400	CS	0 0000	147 06
1012H	29	29	1012H HOT MAMA PKG PCKLS	8 4600	CS	0 0000	245 34
FUEL SURCHARGE							13 19
TOTAL US DOLLARS DUE							1,539 39



Van Holten's, Inc
 703 West Madison Street
 P O Box 66
 Waterloo, WI 53594

INVOICE 56144

Phone (920) 478-2144
 Fax (920) 478-2316

PAGE	INVOICE DATE
1 of 1	03-26-2003

444

SOLD TO HUB CITY FOODS
 FLEMING MARSHFIELD DIV
 PO BOX 490
 MARSHFIELD, WI 54449

OVERDUE ACCOUNT

LATE PAYMENT WILL BE SUBJECT TO A
 SERVICE CHARGE OF 1.5% / MONTH

SHIP TO HUB CITY FOODS
 FLEMING MARSHFIELD DIV
 1700 S LAEMLE AVE
 MARSHFIELD, WI 54449

Make Check Payable to
J. G. VAN HOLTEN & SON, INC

Total US
 Dollars Due

2,151.80

A 1.00% DISCOUNT OF \$21.52 IF PAID BY 04-05-2003

TERMS	ORDER NO	P O NUMBER	BROKER	SHIP VIA	SHIP DATE	PRO NUMBER	
1% 10 NET 30	387970	50-0063140	TRIFOR CORPORATION	PICKUP	03-25-2003		
ITEM	QTY ORDERED	QTY SHIPPED	DESCRIPTION	PRICE	U/M	DISCOUNT	NET
412K	58	58	412 KOSHER PKG PICKLES	4 5000	CS	0 0000	261 00
1012M	203	203	1012M BIG PAPA PKG PCKLS	6 5200	CS	0 0000	1 323 56
1012H	87	87	1012H HOT MAMA PKG PCKLS	6 5200	CS	0 0000	567 24
2 5 MT BBL	10	10	2 5 MT PLASTIC BARREL	0 0000	EACH	0 0000	0 00
TOTAL US DOLLARS DUE							2,151 80



Van Holten's, Inc
 703 West Madison Street
 P O Box 66
 Waterloo, WI 53594

INVOICE 56049

Phone (920) 478-2144
 Fax (920) 478-2316

PAGE	INVOICE DATE
1 of 1	03-19-2003

444

SOLD TO HUB CITY FOODS
 FLEMING MARSHFIELD DIV
 PO BOX 490
 MARSHFIELD, WI 54449

OVERDUE ACCOUNT

LATE PAYMENT WILL BE SUBJECT TO A
 SERVICE CHARGE OF 1 5% / MONTH

SHIP TO HUB CITY FOODS
 FLEMING MARSHFIELD DIV
 1700 S LAEMLE AVE
 MARSHFIELD, WI 54449

Make Check Payable to
J. G VAN HOLTEN & SON, INC

Total US Dollars Due **1,398.38**

A 1 00% DISCOUNT OF \$13 98 IF PAID BY 03-29-2003

TERMS	ORDER NO	P O NUMBER	BROKER	SHIP VIA	SHIP DATE	PRO NUMBER	
1% 10 NET 30	387788	50-0059960	TRIFOR CORPORATION	PICKUP	03-18-2003		
ITEM	QTY ORDERED	QTY SHIPPED	DESCRIPTION	PRICE	U/M	DISCOUNT	NET
412K	29	29	412 KOSHER PKG PICKLES PRICE REFLECTS LESS 24/CS AWMA SHOW DEAL	4 5000	CS	0 2400	123 54
1012M	203	203	1012M BIG PAPA PKG PCKLS	6 5200	CS	0 2400	1,274 84
MISC	1	1	MISCELLANEOUS SALES 1 CS OF 10 COOLER RACKS AT NO CHARGE	0 0000	EACH	0 0000	0 00
TOTAL US DOLLARS DUE							1,398 38



Van Holten's, Inc
 703 West Madison Street
 P O Box 66
 Waterloo, WI 53594

INVOICE 56016

Phone (920) 478-2144
 Fax (920) 478-2316

PAGE	INVOICE DATE
1 of 1	03-17-2003

917
SOLD TO ADEL GROCERY CO
 115 MAPLE ST
 P O BOX 510
 ADEL, GA 31620

OVERDUE ACCOUNT
 LATE PAYMENT WILL BE SUBJECT TO A
 SERVICE CHARGE OF 1.5% / MONTH

SHIP TO ADEL GROCERY CO
 115 MAPLE ST
 P O BOX 510
 ADEL, GA 31620

Make Check Payable to
J. G. VAN HOLTEN & SON, INC

Total US Dollars Due **516.34**

A 1.00% DISCOUNT OF \$5.11 IF PAID BY 03-27-2003

TERMS	ORDER NO	P O NUMBER	BROKER	SHIP VIA	SHIP DATE	PRO NUMBER	
1% 10 NET 30	387791	179-0012350	R CRISP	PREPAID	03-14-2003	283231606	
ITEM	QTY ORDERED	QTY SHIPPED	DESCRIPTION	PRICE	U/M	DISCOUNT	NET
612M	15	15	612 MILD PKG PICKLES	6.9400	CS	0.0000	104.10
612K	15	15	612 KOSHER PKG PICKLES	6.9400	CS	0.0000	104.10
612H	15	15	612 HOT PKG PICKLES	6.9400	CS	0.0000	104.10
1012M	20	20	1012M BIG PAPA PKG PCKLS	8.2900	CS	0.0000	165.80
1012H	4	4	1012H HOT MAMA PKG PCKLS	8.2900	CS	0.0000	33.16
FUEL SURCHARGE							5.08
TOTAL US DOLLARS DUE							516.34



Van Holten's, Inc
 703 West Madison Street
 P O Box 66
 Waterloo, WI 53594

INVOICE 56220

Phone (920) 478-2144
 Fax (920) 478-2316

PAGE	INVOICE DATE
1 of 1	03-31-2003

917
SOLD TO ADEL GROCERY CO
 115 MAPLE ST
 P O BOX 510
 ADEL, GA 31620

OVERDUE ACCOUNT

LATE PAYMENT WILL BE SUBJECT TO A
 SERVICE CHARGE OF 1 5% / MONTH

SHIP TO ADEL GROCERY CO
 115 MAPLE ST
 P O BOX 510
 ADEL, GA 31620

Make Check Payable to
J G VAN HOLTEN & SON, INC.

Total US Dollars Due **863.11**

A 1 00% DISCOUNT OF \$8 56 IF PAID BY 04-10-2003

TERMS	ORDER NO	P O NUMBER	BROKER	SHIP VIA	SHIP DATE	PRO NUMBER	
1% 10 NET 30	388059	19558	R CRISP	PREPAID	03-28-2003	283 232 420	
ITEM	QTY ORDERED	QTY SHIPPED	DESCRIPTION	PRICE	U/M	DISCOUNT	NET
612M	48	48	612 MILD PKG PICKLES	6 5000	CS	0 0000	312 00
612K	30	30	612 KOSHER PKG PICKLES	6 5000	CS	0 0000	195 00
612H	2	2	612 HOT PKG PICKLES	6 5000	CS	0 0000	13 00
1012M	37	37	1012M BIG PAPA PKG PCKLS	7 6300	CS	0 0000	282 31
1012H	7	7	1012H HOT MAMA PKG PCKLS	7 6300	CS	0 0000	53 41
FUEL SURCHARGE							7 39
TOTAL US DOLLARS DUE							863 11



Van Holten's, Inc
 703 West Madison Street
 P O Box 66
 Waterloo, WI 53594

INVOICE 56196

Phone (920) 478-2144
 Fax (920) 478-2316

PAGE	INVOICE DATE
1 of 1	03-28-2003

5841
SOLD TO FLEMING CONVENIENCE
 PO BOX 91178
 ALBUQUERQUE, NM 871191179

OVERDUE ACCOUNT
 LATE PAYMENT WILL BE SUBJECT TO A
 SERVICE CHARGE OF 1.5% / MONTH

SHIP TO FLEMING CONVENIENCE
 5600 2ND ST , NW
 ALBQUERQUE, NM 87107

Make Check Payable to
J G VAN HOLTEN & SON, INC

Total US Dollars Due **822.56**

A 1.00% DISCOUNT OF \$8.23 IF PAID BY 04-07-2003

TERMS	ORDER NO	P O NUMBER	BROKER	SHIP VIA	SHIP DATE	PRO NUMBER	
1% 10 NET 30	388026	48-0504820	ATKIN-CRAW	DAWES FRT	03-27-2003	1011620963	
ITEM	QTY ORDERED	QTY SHIPPED	DESCRIPTION	PRICE	U/M	DISCOUNT	NET
612M	25	25	612 MILD PKG PICKLES	6 5000	CS	0 0000	162 50
612K	23	23	612 KOSHER PKG PICKLES	6 5000	CS	0 0000	149 50
612H	10	10	612 HOT PKG PICKLES	6 5000	CS	0 0000	65 00
912M	12	12	912 MILD PKG PICKLE	7 1200	CS	0 0000	85 44
912H	12	12	912 HOT PKG PICKLES	7 1200	CS	0 0000	85 44
1012H	36	36	1012H HOT MAMA PKG PCKLS	7 6300	CS	0 0000	274 68
TOTAL US DOLLARS DUE							822 56

Van Holten's, Inc
703 W Madison Street
P O Box 66
Waterloo, WI 53594

Invoice No 56350

INVOICE

Customer

Fleming Convenience
PO Box 91178
Albuquerque, NM 87119- 1179

Date 4/10/03

Qty	Description		
1	NSF Charge	\$20 00	
	Total	\$20 00	