

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

PROOF OF CLAIM



557000

Bar Date Ref # 2-NVM-15413

In re **Fleming Companies, Inc** 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

Name of Creditor and Address

0354653557000

Mcelroy Electric Inc
3205 ~~3205~~ S Topeka
Topeka KS 66611

Creditor Telephone Number (785) 266-7111

If you have already filed a proof of claim with the Bankruptcy Court or BMC you do not need to file again

CREDITOR TAX ID # **48-0991730** ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR **5991** Check here replaces or amends a previously filed claim dated _____ if this claim

1 BASIS FOR CLAIM

- Goods sold
 - Services performed
 - Money loaned
 - Personal injury/wrongful death
 - Taxes
 - Other (describe briefly)
 - Retiree benefits as defined in 11 U.S.C. § 1114(a)
 - Wages, salaries, and compensation (Fill out below)
- Your social security number _____
Unpaid compensation for services performed from _____ to _____ (date) (date)

2 DATE DEBT WAS INCURRED January 8, 2003 **3 IF COURT JUDGMENT, DATE OBTAINED**

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ 10,258.86 (unsecured) \$ _____ (secured) \$ _____ (unsecured priority) \$ 10,258.86 (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)
William Welchans
President

Fleming Companies Claim
 03245

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

McELROY ELECTRIC INC

PAGE

~~3205~~ ~~3200~~ S TOPEKA
PO BOX 5005
TOPEKA, KS 66605
(785) 266-7111

INVOICE NUMBER 0007862-IN
INVOICE DATE 1/08/03
ORDER NUMBER 02-795
ORDER DATE
SALESPERSON
CUSTOMER NO

BOLD TO: **SHIP TO:**

Fleming Companies
1945 Lakepointe Drive
Lewisville TX 75029
ONFIRM TO
Danny Apodaca

Fleming Companies, Inc
7215 S Topeka Blvd
Topeka, KS 66601
Attn. Steve Thomas

CUSTOMER P.O.	SHIP VIA	F.O.B.	TERMS
02-035-1072			30 Days

LABOR & MATERIAL FOR FLEMING - GMD BLDG #5 BREAKROOM & RESTROOM MODIFICATIONS

ORIGINAL CONTRACT AMOUNT
LABOR & MATERIAL \$9570.00
TAX 688.86
TOTAL AMOUNT DUE. \$10,258.86

NET INVOICE	
SALES TAX	
INVOICE TOTAL	
LESS DEPOSIT	

PURCHASE ORDERPurchase Order No 02-035-1072**Fleming Companies**Operating Location Topeka GMD

P.O. Box 299013, Lewisville, TX 75029

Date 10/23/2002

Phone (972) 906-2410

VENDOR	McElroy Electric, Inc Attn: Gary Smith 3205 S Topeka Topeka, KS 66611	SHIP TO	Fleming Companies, Inc Attn Steve Thomas 7215 S Topeka Boulevard Topeka, KS 66601
	Phone (785) 266-7111 Fax (785) 267-2007	INVOICE TO	Fleming Companies, Inc ATTN Daniel M Apodaca P O Box 299013 Lewisville, TX 75029

QTY	DESCRIPTION	UNIT PRICE	TOTAL PRICE
Lot	Provide all necessary labor materials equipment & supplies to complete the following Electrical work for the Breakroom and restroom modifications in Building #5 Copy of proposal attached		\$9,570 00

Terms Net 30 days	Insurance Certificates referring to Purchase Order are required prior to starting work	Subtotal	\$9,570 00
	Fleming's lock-out/tag-out procedures will be strictly adhered to	Tax Rate	\$688 86
		Freight	Included
		TOTAL AMOUNT	\$10,258 86

FLEMING CONTACT INFORMATION	FACILITIES USE ONLY
All accounting inquires must be addressed to the following	
Casey Bailey, Facilities Clerk Phone (972) 906-2410	CER Blanket # Topeka Project
All work and/or deliveries must be coordinated with the following	
Terry McDowell, On-Site Project Manager Phone (865) 250-4160	Internal Order # 606326

ADDITIONAL TERMS AND CONDITIONS
Purchase Order Number Must be Shown On All Invoices, Shipping Papers, and Freight Bill
Bill of lading must be itemized as to quantity size, and description Shipment must be tendered to carrier sorted segregated as to quantity size and description and the bill of lading must carry certification of the same signed by carrier representative Delivery terms of sale require driver unloading at our dock Failure to comply with the above may result in refusal of this shipment This PO is issued in compliance with Executive Order 11246 the Rehabilitation Act of 1973 & the Vietnam Era Veterans Readjustment Assistance Act

Buyer _____

Project Completed 10/24/02



McElroy Electric, Inc.

3205 S Topeka
Topeka, Kansas 66611

Ph (785)-266-7111
Fax (785) 267-2007
www.mcelroys.com

Project Proposal Sheet

October 10, 2002

To Danny Apodaca
Terry McDowell
Fleming
1945 Lakepointe Dr
Lewisville, Texas 75029

Phone 972-906-2329
Fax 972-906-2303

Number of pages including this page 1

Re GMD Building # 5 Breakroom Proposal

Dear Gentlemen

We are please to provide this letter as our proposed estimate for the electrical work required for the breakroom and restroom modifications in Building # 5 in Topeka. The work will consist of the following:

- Each restroom will have four - 2 x 4 lay-in fluorescent light fixtures, two GFI duplex receptacles, and a light switch. We will also provide a new exhaust fan in each restroom.
- In the existing breakroom, we will relocate one light switch, modify the vending machine receptacles, and add a receptacle at the new counter.
- In the new breakroom, we will install fourteen - 2 x 4 lay-in fluorescent light fixtures, five duplex receptacles, a light switch, one exit / emergency light, and one exterior 150 watt HPS wall pack.

The estimated amount required for this project should be no more than \$9,570.00 plus tax.

If you have any questions, please contact us at 785-266-7111.

Sincerely,

Gary Smith
GMD 5 breakroom.wpd