

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

PROOF OF CLAIM



s161196

In re
Fleming Foods of Texas, LP

Case Number
03-10955
(See Attached)

Scheduled Claim Ref # 12-F2-13511
YOUR CLAIM IS SCHEDULED AS

\$315.00 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

0354429394151

EXEMPLAR INTERNATIONAL INC
PO BOX 802734
KANSAS CITY MO 64180

Creditor Telephone Number ()

CREDITOR TAX I D #

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

Check here replaces or amends a previously filed claim dated 8/4/04

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

\$ _____ (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 08 2003
BMC
Fleming Companies Claim
03309

DATE SIGNED

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).

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

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

PROOF OF CLAIM



590872

Bar Date Ref # 2 NVM-56179

In re

Case Number

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Name of Creditor and Address

Exemplar INTERNATIONAL, INC 03546535908-2
~~Healthcare Evaluation Services~~
1600 Genessee Ste 700
Kansas City MO 64102

Creditor Telephone Number (303) 940-2005 X236

CREDITOR TAX ID =

88-0395372

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

(see attached listing)

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

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE

\$ 6,775.50 (unsecured) \$ (secured) \$ (unsecured priority) \$ 6,775.50 (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)
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THIS SPACE FOR COURT USE ONLY

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

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)

Linda L MacNevin Collection Mgr
LINDA L MacNEVIN Collection Mgr

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

W/O Bad Debt Chapter 11 4/1/03

Apr 10 2003 12:51 PM

Adved Ltd

Page 1

ACCOUNTS RECEIVABLE DETAIL AGED TRIAL BALANCE

Print Only as of Apr 10 2003

Sort by Customer Name Range FLEMING to FLEM \GZZZZZZZZZZZZZZZZZZ

DOCUMENT TYPES 1 INVOICE 2 SCHEDULED 3 CREDIT MEMO RETURN 4 FINANCE CHARGE 5 WAIVED FINANCE CHARGE 6 DEBIT MEMO
7 SERVICE 8 WARRANTY 9 PAYMENT 10 BALANCE 11 DISCOUNT TAKEN 12 WRITEOFF

CUST NO	CUSTOMER NAME	DOCUMENT	DATE	ACCOUNT TYPE		STATUS	AGED DOCUMENT AMOUNT							
				SALE AMOUNT/ CASH RECEIVED/ NON CURRENT	ORDER AMOUNT/ SALES DISCOUNT		CURRENT	30 DAYS	60 DAYS	90+ DAYS				
56403	FLEMING COMPANIES	ALTOONA		OPEN ITEM		Active								
1	710452	710452	01/31/03	38 00		00						38 00		
			199 50											
1	710758	710758	02/18/03	68 00		00			68 00					
	GREG KIRK		182 60											
1	711366	711366	02/28/03	102 00		00			102 00					
	ROWLAND MICHAEL		101 74 5											
1	711706	711706	03/17/03	34 00		00	34 00							
	EDWARD K		171 44											
1	711957	711957	03/17/03	106 50		00	106 50							
	JOHN MCCULLER		165 64											
1	712206	712206	03/22/03	71 00		00	71 00							
	CRAIG CHESNUTWOOD		201 92											
1	712415	712415	03/31/03	71 00		00	71 00							
	SHAUN MCCAULLLY		209 58											
1	712748	712748	03/31/03	422 00		00	422 00							
	NELSON STAHL		158 43											
			Credit Limit	No Limit					Normal Terms	Net 10 Days				
8	ENTRIES	CUSTOMER TOTAL		912 50	AGED SUBTOTALS		704 50		170 00	38 00				00
56357	FLEMING COMPANIES	TRESNO		OPEN ITEM		Active								
1	708363	708363	12/02/02	34 00		00								34 00
	Pre 557 11 3494	868560	FLEM											
1	708899	708899	12/16/02	34 00		00								34 00
	Pre 549 57 7668	868560	FLEM											
1	709354	709354	12/31/02	34 00		00								34 00
	Pre 552 85 5102	868560	FLEM											
			Credit Limit	No Limit					Normal Terms	Net 10 Days				
3	ENTRIES	CUSTOMER TOTAL		102 00	AGED SUBTOTALS		00		00	00				102 00
56398	FLEMING COMPANIES	GARLAND		OPEN ITEM		Active								
1	711956	711956	03/17/03	94 50		00	94 50							
	WHITE DAVID L		434 67 2											
1	712205	712205	03/22/03	189 00		00	189 00							
	RICHARDSON LARRY		000 00 0											
1	712414	712414	03/31/03	31 50		00	31 50							
	GLENN TERRY D		449 24 6											
			Credit Limit	No Limit					Normal Terms	Net 10 Days				
3	ENTRIES	CUSTOMER TOTAL		315 00	AGED SUBTOTALS		315 00		00	00				00

Print Order as of Apr 10 2003

Sort by Customer Name Range FLEMING to FLEMINGZZZZZZZZZZZZZZZZZZZZ

DOCUMENT TYPES 1 INVOICE 2 SCHEDULED 3 CREDIT MEMO/RETURN 4 FINANCE CHARGE 5 WAIVED FINANCE CHARGE 6 DEBIT MEMO
7 SERVICE 8 WARRANTY 9 PAYMENT 10 BALANCE 11 DISCOUNT TAKEN 12 WRITEOFF

CUST NO	CUSTOMER NAME	ACCOUNT TYPE	STATUS	AGED DOCUMENT AMOUNT				
				CURRENT	30 DAYS	60 DAYS	90+ DAYS	
TYPE NUMBER	APPLY TO	DATE	CASH RECEIVED/ NON CURRENT	SALES DISCOUNT				
56394	FLEMING COMPANIES	MASSILLON	OPEN ITEM	Active	(Continued)			
1	712203	03/22/03	205 00	00	205 00			
	ALLEN HOSTETLER	294 54						
1	712412	03/31/03	35 50	00	35 50			
	ROBERT YOUNG	300 68						
1	712746	03/31/03	106 50	00	106 50			
	RICHARD ARCHER JR	291 62						
		Credit Limit	No Limit			Normal Terms	Net 10 Days	
8	ENTRIES	CUSTOMER TOTAL	1 229 50	AGED SUBTOTALS	719 50	510 00	00	
56420	FLEMING COMPANIES	MEMPHIS	OPEN ITEM	Active				
1	711113	02/24/03	668 00	00	668 00			
	COOK CHRISTOPHER	430 35 2						
1	711378	02/28/03	102 00	00	102 00			
	LANE JOHN	409 47 8						
1	712218	03/22/03	33 50	00	33 50			
	WILLIAMS CHRISTOPHE	414 35 8						
1	712759	03/31/03	603 00	00	600 00			
	Roche Instant Result Cups /bx/							
		Credit Limit	No Limit			Normal Terms	Net 10 Days	
4	ENTRIES	CUSTOMER TOTAL	1 403 50	AGED SUBTOTALS	633 50	770 00	00	
56387	FLEMING COMPANIES	MILWAUKEE	OPEN ITEM	Active				
1	710224	01/31/03	34 00	00		34 00		
	GARY SZUSLIK	391 66-						
1	711364	02/28/03	102 00	00	102 00			
	JEROME TOPEL	390 56						
1	711704	03/17/03	34 00	00	34 00			
	DANIEL MAYNARD	389 66						
		Credit Limit	No Limit			Normal Terms	Net 10 Days	
3	ENTRIES	CUSTOMER TOTAL	170 00	AGED SUBTOTALS	34 00	102 00	34 00	
56396	FLEMING COMPANIES	MINNEAPOLI	OPEN ITEM	Active				
1	712413	03/31/03	71 00	00	71 00			
	SCOTT MASICA	472 80						
1	712747	03/31/03	71 00	00	71 00			
	THOMAS LASSER	475 82						
		Credit Limit	No Limit			Normal Terms	Net 10 Days	
2	ENTRIES	CUSTOMER TOTAL	142 00	AGED SUBTOTALS	142 00	00	00	
56361	FLEMING COMPANIES	NASHVILLE	OPEN ITEM	Active				

Print Only as of 04/10/2003

Sort by Customer Name Range FLEMING to FLEM NGZZZZZZZZZZZZZZZZ

DOCUMENT TYPES 1 INVOICE 2 SCHEDULED 3 CREDIT MEMO/RETURN 4 FINANCE CHARGE 5 WAIVED FINANCE CHARGE 6 DEBIT MEMO
7 SERVICE 8 WARRANTY 9 PAYMENT 0 BALANCE 11 DISCOUNT TAKEN 12 WRITEOFF

TRUST NO	CUSTOMER NAME	ACCT TYPE	STATUS	AGED DOCUMENT AMOUNT				
				CURRENT	30 DAYS	60 DAYS	90+ DAYS	
TYPE NUMBER	APPLY TO	DATE	SALE AMOUNT CASH RECEIVED NON CURRENT	OTHER AMOUNT/ SALES DISCOUNT				
56361	FLEMING COMPANIES	NASHVILLE	OPEN ITEM	Active	(Continued)			
1	711951	711951	03/17/03	220 50	00	220 50		
	AUSTIN LEE WATSLER			413 88				
1	712198	712198	03/22/03	63 00	00	63 00		
	CHASTON NIX			425 37				
		Credit Limit	No Limit				Normal Terms	Net 10 Days
2 ENTRIES	CUSTOMER TOTAL			283 50	AGED SUBTOTALS	283 50	00	00
56395	FLEMING COMPANIES	NE MARYLAN	OPEN ITEM	Active				
1	711955	711955	03/17/03	100 50	00	100 50		
	OLVERA JOSE			771 52 6				
1	712204	712204	03/22/03	100 50	00	100 50		
	DOWELL JUSTIN			218 15 7				
		Credit Limit	No Limit				Normal Terms	Net 10 Days
2 ENTRIES	CUSTOMER TOTAL			201 00	AGED SUBTOTALS	201 00	00	00
56362	FLEMING COMPANIES	PLYMOUTH	OPEN ITEM	Active				
1	711701	711701	03/17/03	34 00	00	34 00		
	MEYERS LINDA			558 47 4				
1	711952	711952	03/17/03	33 50	00	33 50		
	ARNESON MIKE			501 62 0				
1	712199	712199	03/22/03	33 50	00	33 50		
	NELSON RICKY			122 58 7				
		Credit Limit	No Limit				Normal Terms	Net 10 Days
3 ENTRIES	CUSTOMER TOTAL			101 00	AGED SUBTOTALS	101 00	00	00
56358	FLEMING COMPANIES	SACRAMENTO	OPEN ITEM	Active				
1	711360	711360	02/28/03	34 00	00		34 00	
	LITTLEJOHN CALVIN			555 71 9				
1	711950	711950	03/17/03	63 00	00	63 00		
	MANUEL MEDEANO			566 43				
		Credit Limit	No Limit				Normal Terms	Net 10 Days
2 ENTRIES	CUSTOMER TOTAL			97 00	AGED SUBTOTALS	63 00	34 00	00
56372	FLEMING COMPANIES	SOUTH BRUN	OPEN ITEM	Active				
1	709355	709355	12/31/02	34 00	00			34 00
	Pre 151 70 0712 369983 FLEM							
		Credit Limit	No Limit				Normal Terms	Net 10 Days
1 ENTRY	CUSTOMER TOTAL			34 00	AGED SUBTOTALS	00	00	34 00
56392	FLEMING COMPANIES	SUPERIOR	OPEN ITEM	Active				

