

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE	PROOF OF CLAIM
In re Fleming Companies, Inc	Case Number 03-10945



s137852

Scheduled Claim Ref # 2 F2-25478
YOUR CLAIM IS SCHEDULED AS

\$9 762 26 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.

Name of Creditor and Address

0354429437933

VALS DISTRIBUTING CO
PO BOX 581583
TULSA OK 74158☐ 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.

SHOULD BE \$12,432 62

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.

Creditor Telephone Number (918) 835-9987

CREDITOR TAX ID # 73-1001605	ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR 951799	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	\$ 12,432 62 (unsecured)	\$ _____ (secured)	\$ _____ (unsecured priority)	\$ 12,432 62 (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 90245-0900BY HAND OR OVERNIGHT DELIVERY TO
Bankruptcy Management Corporation
1330 East Franklin Avenue
El Segundo, CA 90245THIS SPACE FOR COURT
USE ONLY

FILED

AUG 08 2003

DATE SIGNED

SIGN and print the name and title of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any)

August 6, 2003

Ken Grabow

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

Fleming Companies Claim



03313

INVOICE

~~Bill Van~~

 VAL'S DISTRIBUTING CO., INC.
 P O BOX 581583 TULSA OK, 74158 (918) 835-9987

=====

INVOICE

=====

SOLD TO /
 FLEMING DROP SHIPMENT PAYABLES
 P O BOX 268960
 OKLAHOMA CITY, OK 73126-8960
 (918) 835-3555

SHIPPED TO
 MARVIN'S FOOD SAVER #519
 2415 EAST ADMIRAL PLAGE
 TULSA, OK 74110

Customer No	Salesperson	Route/Stop	Order Date	Delivery Date	Terms	Invoice No
951799	KG	TUL-20	03/10/03	03/10/03	NET 7 DAYS	371363

LINE	ITEM NUMBER	QTY ORDER	QTY SHIP	UOM	DESCRIPTION	BILLING UNITS	UNIT PRICE	EXTEND AMOUNT
** FROZEN ITEMS **								
1	300	1	1	CASE	RALPHS-FZN CRACKLIN	10.00	0.89	8.90
2	48439	2	2	CASE	CHILI BOWL HOMESTYLE CHILI	2	34.16	68.32
3	7408	1	1	CASE	FZN-YAM Patties 18/1#	1	24.61	24.61
							** Sub-Total ==>	101.83
** REFRIGERATED ITEMS **								
4	1330	1	1	CASE	BEEF-BNLS LIP ON	82.00	3.75	307.50
5	109	1	1	CASE	BEEF-SEL BNLS TOP SIRLOIN BUTT	89.70	1.97	176.71
6	2001	15	15	CASE	PORK-#11201 PSF PORK LOINS	1227.80	1.06	1301.47
						82.30 77.60 83.60 82.60 83.80		
						78.50 80.20 82.70 83.60 81.50		
						79.60 82.00 84.20 83.00 82.60		
7	2031	15	15	CASE	PORK-#12004 PSF SQ CUT PORK BUTT	987.70	0.76	750.65
						63.00 63.20 71.40 68.00 65.60		
						70.70 67.20 63.90 64.60 69.50		
						67.50 63.60 62.60 64.20 62.70		
8	2062	5	5	CASE	PORK-#14005 PSF SPARERIB LIGHT 1	164.20	1.39	228.24
						33.50 31.10 33.10 32.60 33.90		
9	2283	4	4	CASE	BEEF-CENTER CUT BACK RIB NATIONA	164.50	1.56	256.62
						43.40 40.90 39.80 40.40		
10	310	1	1	CASE	RALPHS-SMOKED DRUMS COV	12.75	1.26	16.07
						12.75		
11	311	5	5	CASE	RALPHS-SMOKED WINGS COV	65.80	1.26	82.91
						13.00 12.55 14.05 12.30 13.90		
12	323	1	1	CASE	RALPHS-SMOKED CHICKEN LEG QTR	23.30	1.29	30.06
						23.30		
13	48686	1	1	CASE	CHILI SEASONING PACKETS 3/24-10Z	1	40.02	40.02
14	1840	3	3	CASE	BEEF-FRESH OXTAILS	70.70	2.59	183.11
						23.30 24.30 23.10		

VAL'S DISTRIBUTING CO., INC.
P O BOX 581583 TULSA OK, 74158 (918) 835-9987

=====
INVOICE
=====

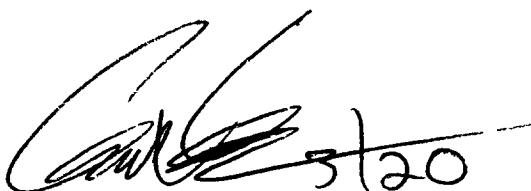
SOLD TO
FLEMING DROP SHIPMENT PAYABLES
P O BOX 268960
OKLAHOMA CITY, OK 73126-8960
(918) 446-1546

SHIPPED TO:
MARVINS FOOD WAREHOUSE #517
5616 WEST SKELLY DRIVE
TULSA, OK 74107

Customer No	Salesperson	Route/Stop	Order Date	Delivery Date	Terms	Invoice No.
951799	VF	TUL- 20	03/19/03	03/19/03	NET 7 DAYS	371718

LINE	ITEM NUMBER	QTY ORDER	QTY SHIP	UOM	DESCRIPTION	BILLING UNITS	UNIT PRICE	EXTEND AMOUNT
** REFRIGERATED ITEMS **								
1	00401	2	2	CASE	6/2# SHRED MILD CHEDDAR	2	21.60	43.20
2	00402	2	2	CASE	6/2# SHRED MOZZARELLA	2	21.60	43.20
3	00407	2	2	CASE	6/2# SHRED PIZZA LOVER	2	21.60	43.20
4	00408	2	2	CASE	6/2# SHRED COLBY-JACK	2	21.60	43.20
5	180	5	5	CASE	BEEF-73/27 COARSE GRIND	394.30	0.92	362.76
					78.00 79.20 79.20 79.50 78.40			
6	2080	1	1	CASE	FRICKS-CHUB BOLD 12/1 1/2#	18.00	1.82	32.76
7	80500	10	10	CASE	6/3# 72 SLICE AMERICAN PROCESS	180.00	1.45	261.00

**** Sub-Total ==> 829.32**



Number of PCS	24	Total WEIGHT	688.30	INVOICE TOTAL (\$)	829.32
---------------	----	--------------	--------	--------------------	--------

VAL'S DISTRIBUTING CO., INC.
P.O. BOX 581583 TULSA OK, 74158 (918) 835-9987

=====

INVOICE

=====

SOLD TO:

FLEMING DROP SHIPMENT PAYABLES
P. O. BOX 268960
OKLAHOMA CITY, OK 73126-8960
(918) 885-4574

SHIPPED TO:

MARVIN'S #173
324 NORTH EASTERN
HOMINY, OK 74035

Customer No.	Salesperson	Route/Stop	Order Date	Delivery Date	Terms	Invoice No.
951799	VF	TUL-120	03/24/03	03/24/03	NET 7 DAYS	371906

LINE	ITEM NUMBER	QTY. ORDER	QTY. SHIP	UOM	DESCRIPTION	BILLING UNITS	UNIT PRICE	EXTEND AMOUNT

** FROZEN ITEMS **								
1	12250	1	✓1	CASE	DB YELLOWFIN TUNA 12/120Z	1	37.14	37.14
2	48439	1	✓1	CASE	CHILI BOWL HOMESTYLE CHILI	1	34.16	34.16
** Sub-Total ==>								71.30
** REFRIGERATED ITEMS **								
3	1219	3	✓3	CASE	BEEF-SEL N/O CHUCK EYE ROLL	157.40	1.54	242.40
					55.80 52.00 49.60			
4	1239	2	✓2	CASE	BEEF-SEL TRIMMED SHOULDER CLOD	136.50	1.49	203.39
					69.10 67.40			
5	1281	2	✓2	CASE	BEEF-SEL BOTTOM ROUND FLAT	119.10	1.62	192.94
					60.40 58.70			
6	1283	1	✓1	CASE	BEEF-SEL EYE OF ROUND	57.50	1.66	95.45
					57.50			
7	180	4	✓4	CASE	BEEF-73/27 COARSE GRIND	304.60	0.99	301.55
					75.10 75.90 77.20 76.40			
8	2001	2	✓2	CASE	PORK-#11201 PSF PORK LOINS	165.80	1.16	192.33
					83.50 82.30			
9	56010	2	✓2	CASE	PORK-BNLS SIRLOIN-SWIFT	88.30	1.16	102.43
					42.40 45.90			
10	80137	1	✓1	CASE	PORK-CC BNLS LOINS*SB	57.20	1.59	90.95
					57.20			
11	8510	1	✓1	CASE	DOG BONE SHIPPER	1	84.00	84.00
** Sub-Total ==>								1505.44

VAL'S ALSO STOCKS CHILI BOWL SEASONING'

=====

Number of PCS.

20

=====

Total WEIGHT

1167.40

=====

INVOICE TOTAL(\$)

1576.74

Customer's Signature:

Tom McElreath

VAL'S DISTRIBUTING CO., INC.
P O BOX 581583 TULSA OK, 74158 (918) 835-9987

=====

INVOICE

=====

SOLD TO:

FLEMING DROP SHIPMENT PAYABLES
P. O BOX 268960
OKLAHOMA CITY, OK 73126-8960
(918) 682-1194

SHIPPED TO:

MARVINS #162
615 N YORK ST.
MUSKOGEE, OK 74403

Customer No	Salesperson	Route/Stop	Order Date	Delivery Date	Terms	Invoice No
951799	VF	TUL-120	03/24/03	03/24/03	NET 7 DAYS	371925

LINE	ITEM NUMBER	QTY ORDER	QTY. SHIP	UOM	DESCRIPTION	BILLING UNITS	UNIT PRICE	EXTEND AMOUNT
------	----------------	--------------	--------------	-----	-------------	------------------	---------------	------------------

1 48439 5 3 CASE ** FROZEN ITEMS ** CHILI BOWL HOMESTYLE CHILI 5 34.16 170.80

** Sub-Total ==> 170.80

2 1281 3 3 CASE ** REFRIGERATED ITEMS ** BEEF-SEL BOTTOM ROUND FLAT 164 20 1 62 266.00

3 180 5 5 CASE BEEF-73/27 COARSE GRIND 388 60 0.99 384 71

4 2015 3 3 CASE FRICKS-JUMBO BOLO- 6/3# CHUB 54.00 1 19 64 26

5 2080 3 3 CASE FRICKS-CHUB BOLO 12/1 1/2# 54.00 1 82 98.28

6 56010 2 2 CASE PORK-BNLS SIRLOIN-SWIFT 93 30 1 16 108.23

7 80137 2 2 CASE PORK-CC BNLS LOINS*SB 99.80 1.59 158.68

** Sub-Total ==> 1080.16

VAL'S ALSO STOCKS CHILI BOWL SEASONING

Number of PCS.

23

Total WEIGHT

973.90

INVOICE TOTAL (\$) 1250.96

Customer's Signature:

3/25

VAL'S DISTRIBUTING CO., INC.
P O. BOX 581583 TULSA OK, 74158 (918) 835-9987

=====

INVOICE

=====

SOLD TO:

FLEMING DROP SHIPMENT PAYABLES
P. O. BOX 268960
OKLAHOMA CITY, OK 73126-8960
(405) 372-2511

SHIPPED TO:

CONSUMER'S #827
909 WEST 6TH
STILLWATER, OK 74074

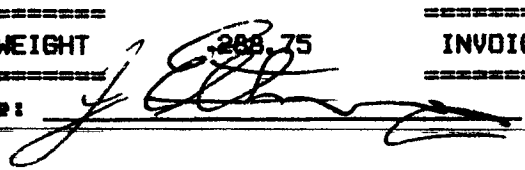
Customer No.	Salesperson	Route/Stop	Order Date	Delivery Date	Terms	Invoice No.
951799	BB	TUL- 120	03/24/03	03/24/03	NET 7 DAYS	371893

LINE	ITEM NUMBER	QTY. ORDER	QTY. SHIP	UOM	DESCRIPTION	BILLING UNITS	UNIT PRICE	EXTEND AMOUNT

					** REFRIGERATED ITEMS **			
1	1219	2	2	CASE	BEEF-SEL N/O CHUCK EYE ROLL 45.10 45.10	90.20	1.53	138.01
2	1239	1	1	CASE	BEEF-SEL TRIMMED SHOULDER CLOD 67.80	67.80	1.49	101.02
3	303	2	2	CASE	RALPHS-SLICED BACON*ARKANSAS	20.00	2.47	49.40
4	323	1	1	CASE	RALPHS-SMOKED CHICKEN LEG QTR 10.75	10.75	1.26	13.55
5	56010	1	1	CASE	PORK-BNLS SIRLOIN-SWIFT 47.80	47.80	1.09	52.10
6	80137	1	1	CASE	PORK-CC BNLS LOINS*SB 52.20	52.20	1.59	83.00

**** Sub-Total ==> 437.08**

Number of PCS.	8	Total WEIGHT	288.75	INVOICE TOTAL (\$)	437.08
----------------	---	--------------	--------	--------------------	--------

Customer's Signature: 

3/25

VAL'S DISTRIBUTING CO., INC.
P.O. BOX 581583 TULSA OK, 74158 (918) 835-9987

=====

INVOICE

=====

SOLD TO:

FLEMING DROP SHIPMENT PAYABLES
P. O. BOX 268960
OKLAHOMA CITY, OK 73126-8960
(918) 542-1824

SHIPPED TO:

MARVIN'S FOODS #349
929A NORTHWEST
MIAMI, OK 74354

Customer No.	Salesperson	Route/Stop	Order Date	Delivery Date	Terms	Invoice No.
951799	DP	TUL-120	03/25/03	03/25/03	NET 7 DAYS	371956

LINE	ITEM NUMBER	QTY. ORDER	QTY. SHIP	UOM	DESCRIPTION	BILLING UNITS	UNIT PRICE	EXTEND AMOUNT

					** FROZEN ITEMS **			
1	805	4	4	CASE	FZN #805 WHOLE FRYER BAGGED	224.30	0.58	130.09
					55.00 57.40 55.30 56.60			
								** Sub-Total ==> 130.09

					** REFRIGERATED ITEMS **			
2	2001	2	2	CASE	PORK-#11201 PSF PORK LOINS	154.90	1.16	179.68
					78.70 76.20			
3	25503	1	1	CASE	16 CT SLICED AMER FINEST 48/10.7	1	33.84	33.84
4	5070	3	3	CASE	FRICKS-B/S HAM PORTIONS	135.70	0.98	132.99
					44.10 46.90 44.70			
5	53304	1	1	CASE	4/5# SHRED "FANCY" MONTEREY-JACK	20.00	2.09	41.80
6	8500	1	1	CASE	DOG BONES COV 24 CT (HAM BONES)	1	42.00	42.00
								** Sub-Total ==> 430.31

Number of PCS.

12502
(12)

Total WEIGHT

590.90

INVOICE TOTAL (\$)

560.40

Customer's Signature:

Chris Oakley

Chris Oakley 3-25-03

VAL'S DISTRIBUTING CO., INC.
P.O BOX 581583 TULSA OK, 74158 (918) 835-9987

=====

INVOICE

=====

SOLD TO:

FLEMING DROP SHIPMENT PAYABLES
P O. BOX 268960
OKLAHOMA CITY, OK 73126-8960
(620) 331-9500

SHIPPED TO:

MARVIN'S FOOD SAVER
416 MYRTLE STREET
INDEPENDENCE, KS 67301

Customer No	Salesperson	Route/Stop	Order Date	Delivery Date	Terms	Invoice No.
951799	DP	TUL 250	03/26/03	03/26/03	NET 7 DAYS	372029

LINE	ITEM NUMBER	QTY ORDER	QTY SHIP	UOM	DESCRIPTION	BILLING UNITS	UNIT PRICE	EXTEND AMOUNT
** FROZEN ITEMS **								
1	12300	1	1	CASE	OB FLOUNDER FILLETS 12/120Z	1	30.00	30.00
2	12400	1	1	CASE	OB SOLE FILLETS 12/120Z	1	30.00	30.00
3	12500	1	1	CASE	OB SALMON FILLETS 12/120Z	1	30.00	30.00
4	12700	1	1	CASE	OB OCEAN PERCH FILLETS 12/120Z	1	30.00	30.00
** Sub-Total ==>								120.00
** REFRIGERATED ITEMS **								
5	1219	8	8	CASE	BEEF-SEL N/O CHUCK EYE ROLL	402.70	1.54	620.16
					51.80 48.40 53.60 57.80 49.40			
					49.50 46.40 45.80			
6	1229	8	8	CASE	BEEF-CH TRIMMED SHOULDER CLOD	421.40	1.49	627.89
					51.80 55.20 51.30 51.10 53.90			
					53.10 54.80 50.20			
7	180	6	6	CASE	BEEF-73/27 COARSE GRIND	463.80	0.99	459.16
					75.10 77.60 77.90 76.90 77.40			
					78.90			
8	2406	1	1	CASE	2/6# COLBY MINI HORN	12.46	1.89	23.55
					12.46			
9	2415	1	1	CASE	2/6# COLBY JACK MINI HORN	12.56	1.89	23.74
					12.56			
10	25503	1	1	CASE	16 CT SLICED AMER FINEST 48/10.7	1	33.84	33.84
11	303	4	4	CASE	RALPHS-SLICED BACON*ARKANSAS	40.00	2.47	98.80
12	56010	6	6	CASE	PORK-BNLS SIRLOIN-SWIFT	295.80	1.08	319.46
					51.10 49.20 46.30 53.30 45.50			
					50.40			
13	8500	1	1	CASE	DOG BONES COV 24 CT (HAM BONES)	1	42.00	42.00
** Sub-Total ==>								2248.60

Number of PCS.

40

Total WEIGHT

1740.72

INVOICE TOTAL (\$) 2368.60

Customer's Signature:

Jimmy Holliday

VAL'S DISTRIBUTING CO., INC.
P O BOX 581583 TULSA OK, 74158 (918) 835-9987

=====

INVOICE

=====

SOLD TO:
FLEMING DROP SHIPMENT PAYABLES
P O BOX 268960
OKLAHOMA CITY, OK 73126-8960
(918) 835-3555

SHIPPED TO:
MARVIN'S FOOD SAVER #519
2415 EAST ADMIRAL PLACE
TULSA, OK 74110

Customer No	Salesperson	Route/Stop	Order Date	Delivery Date	Terms	Invoice No
951799	KG	TUL-20	03/26/03	03/26/03	NET 7 DAYS	372002

LINE	ITEM NUMBER	QTY ORDER	QTY SHIP	UOM	DESCRIPTION	BILLING UNITS	UNIT PRICE	EXTEND AMOUNT
** FROZEN ITEMS **								
1	1571	15	15	CASE	FZN-LEG 1/4'S 4/10#	600.00	0.25	150.00
						** Sub-Total ==> 150.00		
** REFRIGERATED ITEMS **								
2	2001	10	10	CASE	PORK-#11201 PSF PORK LOINS	801.60	1.12	897.79
					80.00 81.90 78.10 83.90 82.70			
					81.20 79.50 77.20 78.70 78.40			
3	2015	5	5	CASE	FRICKS-JUMBO BOLO- 6/3# CHUB	90.00	1.19	107.10
4	2062	5	5	CASE	PORK-#14005 PSF SPARERIB LIGHT 1	162.20	1.44	233.57
					33.20 33.30 32.90 31.30 31.50			
5	2075	1	1	CASE	FRICKS-GARLIC BOLO 18/1#	18.00	1.89	34.02
6	2283	2	2	CASE	BEEF-CENTER CUT BACK RIB NATIONA	100.80	1.69	170.35
					50.50 50.30			
7	25503	5	5	CASE	16 CT SLICED AMER FINEST 48/10.7	5	33.84	169.20
8	303	1	1	CASE	RALPHS-SLICED BACON*ARKANSAS	10.00	2.47	24.70
9	70422	5	5	CASE	CAROLINA BACON 24/1#	120.00	1.23	147.60
						** Sub-Total ==> 1784.33		

=====

Number of PCS **49** Total WEIGHT 2062.60 INVOICE TOTAL (\$) 1934.33

=====

Customer's Signature: Bill Upman 03/27