

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

**PROOF OF CLAIM**



677312

Bar Date Ref # 1 NV-77721

In re **Fleming Companies, Inc. ETAL**

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.

**Name of Creditor and Address**

0354653677312

Carson Parkrose Shell  
98558  
9920 NE Sandy Blvd  
Portland OR 97220

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.

Creditor Telephone Number ( )

CREDITOR TAX ID # **93-0465110**

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR **01-16845**

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** **03-31-03**

**3 IF COURT JUDGMENT, DATE OBTAINED**

**4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE** **\$9,897.83** \$ (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**

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).  
**SIM L. SERGEANT CREDIT MANAGER**

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



03337

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re ) Chapter 11  
)  
Fleming Companies Inc et al,<sup>1</sup> ) Case No 03-10945 (MFW)  
) Debtors ) (Jointly Administered)

**NOTICE OF DEADLINE FOR THE  
FILING OF PROOFS OF CLAIM AND PROOFS OF INTEREST**

**TO ALL CREDITORS OF THE DEBTORS**

**PLEASE TAKE NOTICE** that the above-captioned debtors and debtors-in-possession (the ‘Debtors’) filed a voluntary petition for relief under Chapter 11 of title 11 of the United States Code (as amended from time to time, the ‘Bankruptcy Code’) in the United States Bankruptcy Court for the District of Delaware (the ‘Court’). The Debtors are operating their businesses and managing their property as debtors in possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code.

Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 3002(c)(3), all Persons and Entities, including, without limitation, individuals, partnerships, corporations estates, trusts governmental units (which shall include all entities defined as such in Section 101(27) of the Bankruptcy Code, including any such entity that holds a claim arising from prepetition tax years or periods or from prepetition transactions to which a Debtor was a party), and entities asserting claims against an individual Debtor that arose out of the obligations of such entities or the Debtors under a contract for the provision of liability insurance (each a ‘Creditor’ and collectively, ‘Creditors’) holding or wishing to assert a claim as defined in Section 101(5) of the Bankruptcy Code against any of the Debtors (collectively, the ‘Claims’) or interest in any of the Debtors (collectively, the ‘Interests’) arising on or before April 1, 2003 (the ‘Petition Date’), are required to file a separate, completed and executed proof of claim form conforming substantially to Official Bankruptcy Form 10) (the ‘Proof of Claim’) on account of any Claims such Creditors hold or wish to assert against the Debtors, so that the Proof of Claim is actually received on or before 4 00 p m Pacific Daylight Time on September 15 2003 (the ‘General Bar Date’), or in the case of governmental units, by October 1, 2003, the ‘Governmental Unit Bar Date,’ by the Debtors’ Official Notice and Claims Agent at the following address:

Bankruptcy Management Corporation (“BMC”)  
1330 East Franklin Avenue, El Segundo, CA 90245 (for overnight mail or hand delivery)  
P O Box 900, El Segundo, CA 90245-0900 (for regular mail)  
Telephone 1-888-909-0100

Notwithstanding the foregoing, AT THIS TIME, Proofs of Claim ARE NOT REQUIRED to be filed by Creditors holding or wishing to assert Claims against the Debtors of the types that are set forth in clauses (a) through (f) below (collectively, the ‘Excluded Claims’)

- (a) Claims listed in the Debtors’ Schedules of Assets and Liabilities (the ‘Schedules’) filed with the Court, pursuant to Bankruptcy Rule 1007, or any amendments thereto, which are not therein listed as ‘contingent,’ ‘unliquidated’ or ‘disputed,’ and which are not disputed by the creditor holding such claim as to nature, amount or classification,
- (b) Claims on account of which a Proof of Claim has already been properly filed with the Court,
- (c) Claims previously allowed by, or paid pursuant to, an order of the Court, including without limitation, any claims of the Agents and/or the Lenders allowed pursuant to the Final DIP Order,<sup>2</sup>
- (d) Claims allowable under Sections 503(b) and 507(a)(1) of the Bankruptcy Code as administrative expenses of the Debtors’ chapter 11 cases,
- (e) Claims made by any of the Debtors or any direct or indirect subsidiary of any of the Debtors against one or more of the other Debtors,
- (f) Claims of an entity whose claim is limited exclusively to a claim for the repayment of principal and/or interest on or under any issuance by any of the Debtors of any debt security (collectively the ‘Notes’) or any indenture in respect of each issue of the Notes (the ‘Indentures’ and each such Indenture collectively with the Notes issued thereunder, the ‘Debt Instruments’) provided, however, that (i) the foregoing exclusion shall not apply to the indenture trustees under any of the

<sup>1</sup> The Debtors are the following entities: Core Mark International Inc, Fleming Companies Inc, ABCO Food Group, Inc, ABCO Markets, Inc, ABCO Realty Corp, ASI Office Automation, Inc, C/M Products, Inc, Core Mark Interrelated Companies, Inc, Core-Mark Mid Continent, Inc, Dunigan Fuels Inc, Favar Concepts Ltd, Fleming Foods Management Co L L C, Fleming Foods of Texas L P, Fleming International, Ltd, Fleming Supermarkets of Florida, Inc, Fleming Transportation Service Inc, Food 4 Less Beverage Company, Inc, Fuelserv, Inc, General Acceptance Corporation, Head Distributing Company, Marquise Ventures Company, Inc, Minter-Weisman Co, Piggly Wiggly Company, Progressive Realty Inc, Rainbow Food Group, Inc, Retail Investments, Inc, Retail Supermarkets, Inc, RFS Marketing Services, Inc, and Richmar Foods Inc.

<sup>2</sup> The term ‘Final DIP Order’ refers to the Final Order Authorizing (I) Post Petition Financing Pursuant to 11 U S C § 364 and Bankruptcy Rule 4001(c), (II) Use of Cash Collateral Pursuant to 11 U S C § 363 and Bankruptcy Rules 4001(b) and (d), (III) Grant of Adequate Protection Pursuant to 11 U S C §§ 361 and 363, and (IV) Approving Secured Inventory Trade Credit Program and Granting Subordinate Liens Pursuant to 11 U S C §§ 105 and 364(c)(3) and Rule 4001(c).

INVOICE CL40871  
 INVOICE DATE 03/31/03  
 PAGE 1  
 ACCOUNT NO 01-0016845

TOTAL CHARGES 9,897 83  
 PAYMENT DUE BY 04/15/03

CORE MARK  
 13551 SE JOHNSON  
 PORTLAND, OR 97222

NET AMOUNT DUE 9,897 83

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 ACCOUNT 01-0016845 INVOICE CL40871 DATE 03/31/03  
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FUELING LOCATION DATE TIME ODOM MPG PROD QUANTITY PRICE AMOUNT CARD IDENTIFICATION

-----  
 VEHICLE# 1370 0 = Beginning odometer  
 ON SITE FUELING 03/30/03 06 43P 0 \*\*\*\*\* LSD 7 80 1 33614 10 42  
 -----  
 VEHICLE TOTALS 7 80 10 42

VEHICLE# 2083025 0 = Beginning odometer  
 ON SITE FUELING 03/16/03 06 42P 0 \*\*\*\*\* LSD 102 30 1 71392 175 33  
 ON SITE FUELING 03/18/03 08 39P 0 \*\*\*\*\* LSD 97 00 1 65434 160 47  
 ON SITE FUELING 03/19/03 07 02P 0 \*\*\*\*\* LSD 19 80 1 61455 31 97  
 ON SITE FUELING 03/23/03 06 10P 0 \*\*\*\*\* LSD 88 60 1 47195 130 41  
 ON SITE FUELING 03/25/03 07 44P 0 \*\*\*\*\* LSD 87 70 1 40496 123 21  
 -----  
 VEHICLE TOTALS 395 40 621 39

VEHICLE# 2083026 0 = Beginning odometer  
 ON SITE FUELING 03/18/03 08 16P 0 \*\*\*\*\* LSD 29 50 1 65434 48 80  
 ON SITE FUELING 03/20/03 08 17P 0 \*\*\*\*\* LSD 68 30 1 61455 110 27  
 -----  
 VEHICLE TOTALS 97 80 159 07

VEHICLE# 229980 0 = Beginning odometer  
 ON SITE FUELING 03/16/03 07 44P 0 \*\*\*\*\* LSD 89 40 1 71392 153 22  
 ON SITE FUELING 03/19/03 07 56P 0 \*\*\*\*\* LSD 77 20 1 61455 124 64  
 ON SITE FUELING 03/23/03 06 10P 0 \*\*\*\*\* LSD 93 70 1 47195 137 92  
 -----  
 VEHICLE TOTALS 260 30 415 78

VEHICLE# 233111 0 = Beginning odometer  
 ON SITE FUELING 03/16/03 06 42P 0 \*\*\*\*\* LSD 9 30 1 71392 15 94  
 ON SITE FUELING 03/18/03 08 44P 0 \*\*\*\*\* LSD 1 20 1 65434 1 99  
 ON SITE FUELING 03/20/03 08 17P 0 \*\*\*\*\* LSD 90 00 1 61455 145 31  
 ON SITE FUELING 03/25/03 07 39P 0 \*\*\*\*\* LSD 95 40 1 40496 134 03  
 ON SITE FUELING 03/27/03 09 01P 0 \*\*\*\*\* LSD 107 50 1 3468 144 78

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CORE MARK  
 13551 SE JOHNSON  
 PORTLAND, OR 97222

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 ACCOUNT 01-0016845 INVOICE CL40871 DATE 03/31/03  
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FUELING LOCATION	DATE	TIME	ODOM	MPG	PROD	QUANTITY	PRICE	AMOUNT	CARD IDENTIFICATION
VEHICLE# 233111			Continued						
VEHICLE TOTALS						303 40		442 05	
VEHICLE# 287916			0 = Beginning odometer						
ON SITE FUELING	03/16/03	08 03P	0	*****	LSD	60 60	1 71392	103 86	
ON SITE FUELING	03/18/03	07 53P	0	*****	LSD	72 20	1 65434	119 44	
ON SITE FUELING	03/20/03	08 17P	0	*****	LSD	108 20	1 61455	174 69	
ON SITE FUELING	03/23/03	06 10P	0	*****	LSD	72 20	1 47195	106 27	
ON SITE FUELING	03/25/03	08 35P	0	*****	LSD	69 20	1 40496	97 22	
ON SITE FUELING	03/27/03	08 28P	0	*****	LSD	112 90	1 3468	152 05	
ON SITE FUELING	03/30/03	06 28P	0	*****	LSD	3 30	1 33614	4 41	
VEHICLE TOTALS						498 60		757 94	
VEHICLE# 287917			0 = Beginning odometer						
ON SITE FUELING	03/16/03	06 42P	0	*****	LSD	83 80	1 71392	143 63	
ON SITE FUELING	03/18/03	08 22P	0	*****	LSD	75 00	1 65434	124 08	
ON SITE FUELING	03/19/03	07 40P	0	*****	LSD	66 30	1 61455	107 04	
ON SITE FUELING	03/25/03	09 07P	0	*****	LSD	56 20	1 40496	78 96	
ON SITE FUELING	03/26/03	07 28P	0	*****	LSD	67 10	1 38659	93 04	
ON SITE FUELING	03/30/03	06 48P	0	*****	LSD	5 60	1 33614	7 48	
VEHICLE TOTALS						354 00		554 23	
VEHICLE# 287918			0 = Beginning odometer						
ON SITE FUELING	03/16/03	06 42P	0	*****	LSD	64 80	1 71392	111 06	
ON SITE FUELING	03/18/03	07 06P	0	*****	LSD	74 70	1 65434	123 58	
ON SITE FUELING	03/19/03	07 19P	0	*****	LSD	21 30	1 61455	34 39	
ON SITE FUELING	03/23/03	06 10P	0	*****	LSD	86 40	1 47195	127 18	
ON SITE FUELING	03/25/03	08 28P	0	*****	LSD	15 80	1 40496	22 20	
ON SITE FUELING	03/26/03	06 47P	0	*****	LSD	5 80	1 38659	8 04	
ON SITE FUELING	03/30/03	05 54P	0	*****	LSD	70 60	1 33614	94 33	

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CORE MARK  
 13551 SE JOHNSON  
 PORTLAND, OR 97222

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FUELING LOCATION DATE TIME ODOM MPG PROD QUANTITY PRICE AMOUNT CARD IDENTIFICATION  
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VEHICLE# 287918

Continued

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 VEHICLE TOTALS 339 40 520 78

VEHICLE# 296207

0 = Beginning odometer

ON SITE FUELING 03/18/03 08 08P 0 \*\*\*\*\* LSD 90 10 1 65434 149 06  
 ON SITE FUELING 03/19/03 07 05P 0 \*\*\*\*\* LSD 20 90 1 61455 33 74  
 ON SITE FUELING 03/23/03 06 10P 0 \*\*\*\*\* LSD 97 30 1 47195 143 22  
 ON SITE FUELING 03/25/03 07 33P 0 \*\*\*\*\* LSD 11 10 1 40496 15 60  
 ON SITE FUELING 03/26/03 06 57P 0 \*\*\*\*\* LSD 28 10 1 38659 38 96

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 VEHICLE TOTALS 247 50 380 58

VEHICLE# 299486

0 = Beginning odometer

ON SITE FUELING 03/26/03 07 07P 0 \*\*\*\*\* LSD 7 50 1 38659 10 40  
 ON SITE FUELING 03/30/03 07 01P 0 \*\*\*\*\* LSD 85 50 1 33614 114 24

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 VEHICLE TOTALS 93 00 124 64

VEHICLE# 299487

0 = Beginning odometer

ON SITE FUELING 03/30/03 05 54P 0 \*\*\*\*\* LSD 74 80 1 33614 99 94

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 VEHICLE TOTALS 74 80 99 94

VEHICLE# 299488

0 = Beginning odometer

ON SITE FUELING 03/30/03 05 54P 0 \*\*\*\*\* LSD 88 70 1 33614 118 52

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 VEHICLE TOTALS 88 70 118 52

VEHICLE# 299489

0 = Beginning odometer

ON SITE FUELING 03/30/03 06 23P 0 \*\*\*\*\* LSD 60 10 1 33614 80 30

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 VEHICLE TOTALS 60 10 80 30

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CORE MARK  
 13551 SE JOHNSON  
 PORTLAND, OR 97222

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FUELING LOCATION	DATE	TIME	ODOM	MPG	PROD	QUANTITY	PRICE	AMOUNT	CARD IDENTIFICATION
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VEHICLE# 299490			0 = Beginning odometer						
ON SITE FUELING	03/30/03	05 54P	0	*****	LSD	9 30	1 33614	12 43	
VEHICLE TOTALS						9 30		12 43	

VEHICLE# 299492			0 = Beginning odometer						
ON SITE FUELING	03/30/03	06 45P	0	*****	LSD	2 30	1 33614	3 07	
VEHICLE TOTALS						2 30		3 07	

VEHICLE# 330492			0 = Beginning odometer						
ON SITE FUELING	03/20/03	08 17P	0	*****	LSD	1 70	1 61455	2 74	
VEHICLE TOTALS						1 70		2 74	

VEHICLE# 330499			0 = Beginning odometer						
ON SITE FUELING	03/18/03	07 49P	0	*****	LSD	1 30	1 65434	2 15	
VEHICLE TOTALS						1 30		2 15	

VEHICLE# 330500			0 = Beginning odometer						
ON SITE FUELING	03/18/03	07 55P	0	*****	LSD	1 60	1 65434	2 65	
ON SITE FUELING	03/25/03	08 11P	0	*****	LSD	0 60	1 40496	0 84	
ON SITE FUELING	03/26/03	06 33P	0	*****	LSD	0 30	1 38659	0 42	
VEHICLE TOTALS						2 50		3 91	

VEHICLE# 331015			0 = Beginning odometer						
ON SITE FUELING	03/18/03	07 16P	0	*****	LSD	0 10	1 65434	0 17	
ON SITE FUELING	03/19/03	07 34P	0	*****	LSD	0 10	1 61455	0 16	
VEHICLE TOTALS						0 20		0 33	

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CORE MARK  
 13551 SE JOHNSON  
 PORTLAND, OR 97222

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FUELING LOCATION	DATE	TIME	ODOM	MPG	PROD	QUANTITY	PRICE	AMOUNT	CARD IDENTIFICATION
VEHICLE# 331016			0 = Beginning odometer						
ON SITE FUELING	03/19/03	06 55P	0	*****	LSD	4 20	1 61455	6 78	
VEHICLE TOTALS						4 20		6 78	
VEHICLE# 331078			0 = Beginning odometer						
ON SITE FUELING	03/16/03	07 20P	0	*****	LSD	4 60	1 71392	7 88	
ON SITE FUELING	03/18/03	07 20P	0	*****	LSD	5 90	1 65434	9 76	
ON SITE FUELING	03/19/03	06 46P	0	*****	LSD	2 60	1 61455	4 20	
ON SITE FUELING	03/23/03	06 34P	0	*****	LSD	4 00	1 47195	5 89	
ON SITE FUELING	03/25/03	09 01P	0	*****	LSD	5 80	1 40496	8 15	
ON SITE FUELING	03/27/03	08 53P	0	*****	LSD	24 40	1 3468	32 86	
VEHICLE TOTALS						47 30		68 74	
VEHICLE# 331079			0 = Beginning odometer						
ON SITE FUELING	03/16/03	07 54P	0	*****	LSD	4 70	1 71392	8 06	
ON SITE FUELING	03/20/03	08 46P	0	*****	LSD	19 70	1 61455	31 81	
ON SITE FUELING	03/26/03	07 30P	0	*****	LSD	23 00	1 38659	31 89	
ON SITE FUELING	03/27/03	08 46P	0	*****	LSD	4 30	1 3468	5 79	
ON SITE FUELING	03/30/03	05 54P	0	*****	LSD	3 00	1 33614	4 01	
VEHICLE TOTALS						54 70		81 56	
VEHICLE# 331080			0 = Beginning odometer						
ON SITE FUELING	03/16/03	06 42P	0	*****	LSD	2 80	1 71392	4 80	
ON SITE FUELING	03/18/03	07 56P	0	*****	LSD	2 70	1 65434	4 47	
ON SITE FUELING	03/25/03	08 55P	0	*****	LSD	3 30	1 40496	4 64	
ON SITE FUELING	03/26/03	06 54P	0	*****	LSD	2 40	1 38659	3 33	
ON SITE FUELING	03/27/03	08 35P	0	*****	LSD	1 90	1 3468	2 56	
ON SITE FUELING	03/30/03	05 54P	0	*****	LSD	4 40	1 33614	5 88	
VEHICLE TOTALS						17 50		25 68	

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CORE MARK  
 13551 SE JOHNSON  
 PORTLAND, OR 97222

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 ACCOUNT 01-0016845 INVOICE CL40871 DATE 03/31/03  
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FUELING LOCATION DATE TIME ODOM MPG PROD QUANTITY PRICE AMOUNT CARD IDENTIFICATION

-----  
 VEHICLE# 331081 0 = Beginning odometer  
 ON SITE FUELING 03/16/03 07 04P 0 \*\*\*\*\* LSD 6 80 1 71392 11 65  
 ON SITE FUELING 03/18/03 08 11P 0 \*\*\*\*\* LSD 4 40 1 65434 7 28  
 ON SITE FUELING 03/20/03 08 17P 0 \*\*\*\*\* LSD 7 70 1 61455 12 43  
 ON SITE FUELING 03/23/03 06 10P 0 \*\*\*\*\* LSD 6 60 1 47195 9 71  
 ON SITE FUELING 03/25/03 08 39P 0 \*\*\*\*\* LSD 16 30 1 40496 22 90  
 ON SITE FUELING 03/26/03 06 53P 0 \*\*\*\*\* LSD 0 70 1 38659 0 97  
 ON SITE FUELING 03/30/03 05 55P 0 \*\*\*\*\* LSD 7 40 1 33614 9 89

-----  
 VEHICLE TOTALS 49 90 74 83

-----  
 VEHICLE# 331222 0 = Beginning odometer  
 ON SITE FUELING 03/18/03 08 00P 0 \*\*\*\*\* LSD 6 30 1 65434 10 42  
 ON SITE FUELING 03/19/03 07 20P 0 \*\*\*\*\* LSD 0 40 1 61455 0 65  
 ON SITE FUELING 03/23/03 06 10P 0 \*\*\*\*\* LSD 4 70 1 47195 6 92  
 ON SITE FUELING 03/27/03 08 34P 0 \*\*\*\*\* LSD 7 40 1 3468 9 97  
 ON SITE FUELING 03/30/03 05 54P 0 \*\*\*\*\* LSD 5 90 1 33614 7 88

-----  
 VEHICLE TOTALS 24 70 35 84

-----  
 VEHICLE# 331223 0 = Beginning odometer  
 ON SITE FUELING 03/16/03 07 08P 0 \*\*\*\*\* LSD 10 30 1 71392 17 65  
 ON SITE FUELING 03/18/03 07 17P 0 \*\*\*\*\* LSD 3 90 1 65434 6 45  
 ON SITE FUELING 03/19/03 07 44P 0 \*\*\*\*\* LSD 1 40 1 61455 2 26  
 ON SITE FUELING 03/23/03 06 10P 0 \*\*\*\*\* LSD 4 10 1 47195 6 03

-----  
 VEHICLE TOTALS 19 70 32 39

-----  
 VEHICLE# 331224 0 = Beginning odometer  
 ON SITE FUELING 03/16/03 07 12P 0 \*\*\*\*\* LSD 35 00 1 71392 59 99  
 ON SITE FUELING 03/18/03 08 14P 0 \*\*\*\*\* LSD 3 50 1 65434 5 79  
 ON SITE FUELING 03/20/03 08 48P 0 \*\*\*\*\* LSD 7 50 1 61455 12 11  
 ON SITE FUELING 03/23/03 06 51P 0 \*\*\*\*\* LSD 1 90 1 47195 2 80  
 ON SITE FUELING 03/25/03 08 53P 0 \*\*\*\*\* LSD 8 50 1 40496 11 94

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CORE MARK  
 13551 SE JOHNSON  
 PORTLAND, OR 97222

-----  
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 -----

FUELING LOCATION DATE TIME ODOM MPG PROD QUANTITY PRICE AMOUNT CARD IDENTIFICATION  
 -----

VEHICLE# 331224 Continued

ON SITE FUELING	03/27/03	08 21P	0	*****	LSD	4 40	1 3468	5 93	
						-----		-----	
VEHICLE TOTALS						60 80		98 56	

VEHICLE# 331225

0 = Beginning odometer

ON SITE FUELING	03/16/03	07 19P	0	*****	LSD	9 20	1 71392	15 77	
ON SITE FUELING	03/18/03	07 01P	0	*****	LSD	2 50	1 65434	4 14	
ON SITE FUELING	03/20/03	08 45P	0	*****	LSD	6 90	1 61455	11 14	
ON SITE FUELING	03/27/03	08 55P	0	*****	LSD	9 50	1 3468	12 79	
						-----		-----	
VEHICLE TOTALS						28 10		43 84	

VEHICLE# 331686

0 = Beginning odometer

ON SITE FUELING	03/19/03	07 41P	0	*****	LSD	3 80	1 61455	6 14	
ON SITE FUELING	03/23/03	06 10P	0	*****	LSD	3 10	1 47195	4 56	
ON SITE FUELING	03/25/03	08 14P	0	*****	LSD	3 40	1 40496	4 78	
ON SITE FUELING	03/27/03	08 34P	0	*****	LSD	6 60	1 3468	8 89	
ON SITE FUELING	03/30/03	06 45P	0	*****	LSD	3 70	1 33614	4 94	
						--		-----	
VEHICLE TOTALS						20 60		29 31	

VEHICLE# 331842

0 = Beginning odometer

ON SITE FUELING	03/23/03	06 12P	0	*****	LSD	3 60	1 47195	5 30	
ON SITE FUELING	03/30/03	06 11P	0	*****	LSD	0 10	1 33614	0 13	
						-----		-----	
VEHICLE TOTALS						3 70		5 43	

VEHICLE# 331843

0 = Beginning odometer

ON SITE FUELING	03/16/03	07 48P	0	*****	LSD	3 90	1 71392	6 68	
ON SITE FUELING	03/20/03	08 32P	0	*****	LSD	15 20	1 61455	24 54	
ON SITE FUELING	03/23/03	06 42P	0	*****	LSD	1 90	1 47195	2 80	
ON SITE FUELING	03/25/03	08 05P	0	*****	LSD	3 10	1 40496	4 36	
ON SITE FUELING	03/27/03	08 29P	0	*****	LSD	7 00	1 3468	9 43	

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VEHICLE# 331843

Continued

VEHICLE TOTALS

31 10

47 81

VEHICLE# 332141

0 = Beginning odometer

ON SITE FUELING 03/16/03 07 05P

0

\*\*\*\*\* LSD

5 00

1 71392

8 57

ON SITE FUELING 03/18/03 08 28P

0

\*\*\*\*\* LSD

1 70

1 65434

2 81

ON SITE FUELING 03/20/03 08 17P

0

\*\*\*\*\* LSD

3 90

1 61455

6 30

ON SITE FUELING 03/25/03 08 56P

0

\*\*\*\*\* LSD

7 00

1 40496

9 83

ON SITE FUELING 03/26/03 06 14P

0

\*\*\*\*\* LSD

2 30

1 38659

3 19

VEHICLE TOTALS

19 90

30 70

VEHICLE# 332142

0 = Beginning odometer

ON SITE FUELING 03/16/03 06 42P

0

\*\*\*\*\* LSD

4 00

1 71392

6 86

ON SITE FUELING 03/18/03 07 54P

0

\*\*\*\*\* LSD

3 50

1 65434

5 79

ON SITE FUELING 03/20/03 08 17P

0

\*\*\*\*\* LSD

5 20

1 61455

8 40

ON SITE FUELING 03/23/03 06 10P

0

\*\*\*\*\* LSD

2 70

1 47195

3 97

ON SITE FUELING 03/25/03 08 02P

0

\*\*\*\*\* LSD

3 20

1 40496

4 50

ON SITE FUELING 03/27/03 08 56P

0

\*\*\*\*\* LSD

1 90

1 3468

2 56

VEHICLE TOTALS

20 50

32 08

VEHICLE# 334329

0 = Beginning odometer

ON SITE FUELING 03/16/03 07 15P

0

\*\*\*\*\* LSD

8 60

1 71392

14 74

ON SITE FUELING 03/18/03 07 59P

0

\*\*\*\*\* LSD

4 40

1 65434

7 28

ON SITE FUELING 03/19/03 07 35P

0

\*\*\*\*\* LSD

1 30

1 61455

2 10

ON SITE FUELING 03/25/03 08 46P

0

\*\*\*\*\* LSD

5 80

1 40496

8 15

ON SITE FUELING 03/26/03 06 52P

0

\*\*\*\*\* LSD

3 50

1 38659

4 85

ON SITE FUELING 03/30/03 06 04P

0

\*\*\*\*\* LSD

2 60

1 33614

3 47

VEHICLE TOTALS

26 20

40 59

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VEHICLE# 334330 0 = Beginning odometer

ON SITE FUELING	03/23/03	06 10P	0	*****	LSD	11 70	1 47195	17 22	
ON SITE FUELING	03/30/03	06 02P	0	*****	LSD	7 00	1 33614	9 35	

VEHICLE TOTALS						18 70		26 57	
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VEHICLE# 404614 0 = Beginning odometer

ON SITE FUELING	03/16/03	06 42P	0	*****	LSD	0 30	1 71392	0 51	
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VEHICLE TOTALS						0 30		0 51	
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VEHICLE# 405950 0 = Beginning odometer

ON SITE FUELING	03/18/03	06 57P	0	*****	LSD	3 10	1 65434	5 13	
ON SITE FUELING	03/19/03	07 13P	0	*****	LSD	17 00	1 61455	27 45	
ON SITE FUELING	03/23/03	06 10P	0	*****	LSD	21 50	1 47195	31 65	
ON SITE FUELING	03/26/03	06 49P	0	*****	LSD	20 50	1 38659	28 43	
ON SITE FUELING	03/27/03	09 22P	0	*****	LSD	23 10	1 3468	31 11	

VEHICLE TOTALS						85 20		123 77	
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VEHICLE# 405951 0 = Beginning odometer

ON SITE FUELING	03/16/03	08 15P	0	*****	LSD	8 80	1 71392	15 08	
ON SITE FUELING	03/18/03	08 13P	0	*****	LSD	43 40	1 65434	71 80	
ON SITE FUELING	03/20/03	08 17P	0	*****	LSD	27 30	1 61455	44 08	
ON SITE FUELING	03/23/03	06 10P	0	*****	LSD	11 20	1 47195	16 49	
ON SITE FUELING	03/25/03	08 09P	0	*****	LSD	46 60	1 40496	65 47	
ON SITE FUELING	03/26/03	06 16P	0	*****	LSD	19 40	1 38659	26 90	
ON SITE FUELING	03/27/03	08 22P	0	*****	LSD	22 10	1 3468	29 76	
ON SITE FUELING	03/30/03	06 25P	0	*****	LSD	9 30	1 33614	12 43	

VEHICLE TOTALS						188 10		282 01	
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VEHICLE# 405979

0 = Beginning odometer

ON SITE FUELING	03/16/03	06 42P	0	*****	LSD	19 00	1 71392	32 56	
ON SITE FUELING	03/18/03	07 45P	0	*****	LSD	49 20	1 65434	81 39	
ON SITE FUELING	03/19/03	07 00P	0	*****	LSD	35 20	1 61455	56 83	
ON SITE FUELING	03/20/03	08 17P	0	*****	LSD	26 20	1 61455	42 30	
ON SITE FUELING	03/23/03	06 10P	0	*****	LSD	22 80	1 47195	33 56	
ON SITE FUELING	03/25/03	08 13P	0	*****	LSD	33 30	1 40496	46 79	
ON SITE FUELING	03/26/03	06 38P	0	*****	LSD	36 10	1 38659	50 06	
ON SITE FUELING	03/27/03	08 38P	0	*****	LSD	21 70	1 3468	29 23	

VEHICLE TOTALS

243 50

372 72

VEHICLE# 405980

0 = Beginning odometer

ON SITE FUELING	03/16/03	06 42P	0	*****	LSD	25 00	1 71392	42 85	
ON SITE FUELING	03/18/03	07 28P	0	*****	LSD	60 50	1 65434	100 09	
ON SITE FUELING	03/19/03	07 49P	0	*****	LSD	13 50	1 61455	21 80	
ON SITE FUELING	03/20/03	08 22P	0	*****	LSD	16 50	1 61455	26 64	
ON SITE FUELING	03/23/03	06 44P	0	*****	LSD	31 10	1 47195	45 78	
ON SITE FUELING	03/25/03	08 59P	0	*****	LSD	62 80	1 40496	88 23	
ON SITE FUELING	03/26/03	06 32P	0	*****	LSD	13 20	1 38659	18 30	
ON SITE FUELING	03/27/03	08 42P	0	*****	LSD	15 10	1 3468	20 34	
ON SITE FUELING	03/30/03	06 38P	0	*****	LSD	31 10	1 33614	41 55	

VEHICLE TOTALS

268 80

405 58

VEHICLE# 405981

0 = Beginning odometer

ON SITE FUELING	03/16/03	08 09P	0	*****	LSD	9 60	1 71392	16 45	
ON SITE FUELING	03/18/03	07 38P	0	*****	LSD	29 80	1 65434	49 30	
ON SITE FUELING	03/19/03	06 48P	0	*****	LSD	9 10	1 61455	14 69	
ON SITE FUELING	03/20/03	08 17P	0	*****	LSD	32 80	1 61455	52 96	
ON SITE FUELING	03/25/03	08 04P	0	*****	LSD	15 40	1 40496	21 64	
ON SITE FUELING	03/26/03	06 30P	0	*****	LSD	8 10	1 38659	11 23	
ON SITE FUELING	03/27/03	08 44P	0	*****	LSD	28 80	1 3468	38 79	
ON SITE FUELING	03/30/03	05 54P	0	*****	LSD	11 10	1 33614	14 83	

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VEHICLE# 405981

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VEHICLE TOTALS

144 70

219 89

VEHICLE# 409831

0 = Beginning odometer

FUELING LOCATION	DATE	TIME	ODOM	MPG	PROD	QUANTITY	PRICE	AMOUNT	CARD IDENTIFICATION
ON SITE FUELING	03/16/03	07 24P	0	*****	LSD	51 00	1 71392	87 41	
ON SITE FUELING	03/20/03	08 42P	0	*****	LSD	173 60	1 61455	280 29	
ON SITE FUELING	03/23/03	06 20P	0	*****	LSD	77 20	1 47195	113 63	
ON SITE FUELING	03/25/03	08 44P	0	*****	LSD	80 50	1 40496	113 10	
ON SITE FUELING	03/27/03	08 19P	0	*****	LSD	105 60	1 3468	142 22	
ON SITE FUELING	03/30/03	05 54P	0	*****	LSD	46 20	1 33614	61 73	

VEHICLE TOTALS

534 10

798 38

VEHICLE# 491

0 = Beginning odometer

FUELING LOCATION	DATE	TIME	ODOM	MPG	PROD	QUANTITY	PRICE	AMOUNT	CARD IDENTIFICATION
ON SITE FUELING	03/23/03	06 33P	0	*****	LSD	2 60	1 47195	3 83	
ON SITE FUELING	03/25/03	08 19P	0	*****	LSD	36 50	1 40496	51 28	

VEHICLE TOTALS

39 10

55 11

VEHICLE# 505348

0 = Beginning odometer

FUELING LOCATION	DATE	TIME	ODOM	MPG	PROD	QUANTITY	PRICE	AMOUNT	CARD IDENTIFICATION
ON SITE FUELING	03/19/03	06 54P	0	*****	LSD	105 00	1 61455	169 53	
ON SITE FUELING	03/26/03	06 28P	0	*****	LSD	113 50	1 38659	157 38	
ON SITE FUELING	03/30/03	05 54P	0	*****	LSD	58 40	1 33614	78 03	

VEHICLE TOTALS

276 90

404 94

VEHICLE# 5404614

0 = Beginning odometer

FUELING LOCATION	DATE	TIME	ODOM	MPG	PROD	QUANTITY	PRICE	AMOUNT	CARD IDENTIFICATION
ON SITE FUELING	03/18/03	08 33P	0	*****	LSD	27 50	1 65434	45 49	
ON SITE FUELING	03/19/03	07 25P	0	*****	LSD	2 10	1 61455	3 39	
ON SITE FUELING	03/20/03	08 17P	0	*****	LSD	12 00	1 61455	19 37	
ON SITE FUELING	03/23/03	06 21P	0	*****	LSD	3 80	1 47195	5 59	
ON SITE FUELING	03/25/03	08 24P	0	*****	LSD	23 80	1 40496	33 44	
ON SITE FUELING	03/26/03	06 36P	0	*****	LSD	15 60	1 38659	21 63	

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FUELING LOCATION	DATE	TIME	ODOM	MPG	PROD	QUANTITY	PRICE	AMOUNT	CARD IDENTIFICATION
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 VEHICLE# 5404614 Continued

ON SITE FUELING	03/27/03	09 20P	0	*****	LSD	12 60	1 3468	16 97	
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VEHICLE TOTALS						97 40		145 88	
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VEHICLE# 5506607 0 = Beginning odometer

ON SITE FUELING	03/16/03	07 28P	0	*****	LSD	53 80	1 71392	92 21	
ON SITE FUELING	03/23/03	06 28P	0	*****	LSD	76 70	1 47195	112 90	
ON SITE FUELING	03/25/03	08 02P	0	*****	LSD	82 70	1 40496	116 19	
ON SITE FUELING	03/26/03	06 59P	0	*****	LSD	9 00	1 38659	12 48	

VEHICLE TOTALS						222 20		333 78	
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VEHICLE# 5507579 0 = Beginning odometer

ON SITE FUELING	03/16/03	07 33P	0	*****	LSD	82 40	1 71392	141 23	
ON SITE FUELING	03/19/03	07 30P	0	*****	LSD	107 40	1 61455	173 40	
ON SITE FUELING	03/23/03	06 49P	0	*****	LSD	89 80	1 47195	132 18	
ON SITE FUELING	03/26/03	07 16P	0	*****	LSD	97 90	1 38659	135 75	

VEHICLE TOTALS						377 50		582 56	
----------------	--	--	--	--	--	--------	--	--------	--

VEHICLE# 5508056 0 = Beginning odometer

ON SITE FUELING	03/16/03	07 51P	0	*****	LSD	11 60	1 71392	19 88	
ON SITE FUELING	03/18/03	07 35P	0	*****	LSD	77 30	1 65434	127 88	
ON SITE FUELING	03/20/03	08 27P	0	*****	LSD	79 60	1 61455	128 52	
ON SITE FUELING	03/23/03	06 57P	0	*****	LSD	20 00	1 47195	29 44	
ON SITE FUELING	03/25/03	08 25P	0	*****	LSD	1 10	1 40496	1 55	
ON SITE FUELING	03/27/03	09 18P	0	*****	LSD	70 60	1 3468	95 08	

VEHICLE TOTALS						260 20		402 35	
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VEHICLE# 5508062			0 = Beginning odometer						
ON SITE FUELING	03/18/03	08 40P	0	*****	LSD	1 00	1 65434	1 65	
ON SITE FUELING	03/20/03	08 53P	0	*****	LSD	98 30	1 61455	158 71	
ON SITE FUELING	03/27/03	09 08P	0	*****	LSD	102 90	1 3468	138 59	
VEHICLE TOTALS						202 20		298 95	
VEHICLE# 614789			0 = Beginning odometer						
ON SITE FUELING	03/16/03	07 35P	0	*****	LSD	2 10	1 71392	3 60	
ON SITE FUELING	03/18/03	08 10P	0	*****	LSD	18 00	1 65434	29 78	
ON SITE FUELING	03/19/03	07 09P	0	*****	LSD	18 60	1 61455	30 03	
ON SITE FUELING	03/20/03	08 17P	0	*****	LSD	3 10	1 61455	5 01	
ON SITE FUELING	03/23/03	06 38P	0	*****	LSD	11 70	1 47195	17 22	
ON SITE FUELING	03/25/03	08 11P	0	*****	LSD	15 80	1 40496	22 20	
ON SITE FUELING	03/26/03	06 33P	0	*****	LSD	19 40	1 38659	26 90	
ON SITE FUELING	03/27/03	08 40P	0	*****	LSD	2 20	1 3468	2 96	
ON SITE FUELING	03/30/03	05 59P	0	*****	LSD	9 30	1 33614	12 43	
VEHICLE TOTALS						100 20		150 13	
VEHICLE# 868223			0 = Beginning odometer						
ON SITE FUELING	03/16/03	06 42P	0	*****	LSD	1 20	1 71392	2 06	
ON SITE FUELING	03/18/03	08 27P	0	*****	LSD	5 60	1 65434	9 26	
ON SITE FUELING	03/19/03	07 04P	0	*****	LSD	1 20	1 61455	1 94	
ON SITE FUELING	03/23/03	06 41P	0	*****	LSD	6 20	1 47195	9 13	
ON SITE FUELING	03/25/03	08 51P	0	*****	LSD	5 20	1 40496	7 31	
ON SITE FUELING	03/30/03	06 06P	0	*****	LSD	3 50	1 33614	4 68	
VEHICLE TOTALS						22 90		34 38	
VEHICLE# 868224			0 = Beginning odometer						
ON SITE FUELING	03/19/03	07 51P	0	*****	LSD	8 70	1 61455	14 05	
ON SITE FUELING	03/23/03	06 10P	0	*****	LSD	3 60	1 47195	5 30	
ON SITE FUELING	03/27/03	08 20P	0	*****	LSD	5 20	1 3468	7 00	

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VEHICLE# 868224			Continued						
VEHICLE TOTALS						17 50		26 35	
VEHICLE# 868225			0 = Beginning odometer						
ON SITE FUELING	03/19/03	07 33P	0	*****	LSD	2 20	1 61455	3 55	
ON SITE FUELING	03/20/03	08 17P	0	*****	LSD	2 60	1 61455	4 20	
ON SITE FUELING	03/25/03	07 31P	0	*****	LSD	5 10	1 40496	7 17	
ON SITE FUELING	03/26/03	07 04P	0	*****	LSD	4 40	1 38659	6 10	
ON SITE FUELING	03/27/03	08 39P	0	*****	LSD	0 70	1 3468	0 94	
VEHICLE TOTALS						15 00		21 96	
VEHICLE# 868226			0 = Beginning odometer						
ON SITE FUELING	03/16/03	08 07P	0	*****	LSD	15 50	1 71392	26 57	
ON SITE FUELING	03/19/03	06 47P	0	*****	LSD	9 40	1 61455	15 18	
ON SITE FUELING	03/23/03	06 59P	0	*****	LSD	13 20	1 47195	19 43	
ON SITE FUELING	03/27/03	09 10P	0	*****	LSD	10 70	1 3468	14 41	
ON SITE FUELING	03/30/03	05 54P	0	*****	LSD	2 60	1 33614	3 47	
VEHICLE TOTALS						51 40		79 06	
VEHICLE# 868227			0 = Beginning odometer						
ON SITE FUELING	03/27/03	08 13P	0	*****	LSD	13 40	1 3468	18 05	
VEHICLE TOTALS						13 40		18 05	
VEHICLE# 871623			0 = Beginning odometer						
ON SITE FUELING	03/16/03	06 42P	0	*****	LSD	1 80	1 71392	3 09	
ON SITE FUELING	03/20/03	08 17P	0	*****	LSD	9 00	1 61455	14 53	
ON SITE FUELING	03/26/03	06 17P	0	*****	LSD	2 10	1 38659	2 91	
ON SITE FUELING	03/30/03	05 54P	0	*****	LSD	6 90	1 33614	9 22	

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VEHICLE# 871623

Continued

VEHICLE TOTALS

19 80

29 75

VEHICLE# 871624

0 = Beginning odometer

ON SITE FUELING	03/16/03	07 01P	0	*****	LSD	23 90	1 71392	40 96
ON SITE FUELING	03/18/03	07 17P	0	*****	LSD	2 70	1 65434	4 47
ON SITE FUELING	03/20/03	08 17P	0	*****	LSD	4 10	1 61455	6 62
ON SITE FUELING	03/23/03	07 06P	0	*****	LSD	1 40	1 47195	2 06
ON SITE FUELING	03/27/03	08 10P	0	*****	LSD	7 70	1 3468	10 37
ON SITE FUELING	03/30/03	06 41P	0	*****	LSD	3 70	1 33614	4 94

VEHICLE TOTALS

43 50

69 42

VEHICLE# 871625

0 = Beginning odometer

ON SITE FUELING	03/18/03	07 09P	0	*****	LSD	2 40	1 65434	3 97
ON SITE FUELING	03/19/03	07 01P	0	*****	LSD	5 30	1 61455	8 56
ON SITE FUELING	03/20/03	08 17P	0	*****	LSD	2 60	1 61455	4 20
ON SITE FUELING	03/23/03	06 10P	0	*****	LSD	2 70	1 47195	3 97
ON SITE FUELING	03/25/03	07 27P	0	*****	LSD	0 80	1 40496	1 12
ON SITE FUELING	03/30/03	06 18P	0	*****	LSD	7 00	1 33614	9 35

VEHICLE TOTALS

20 80

31 17

VEHICLE# 871626

0 = Beginning odometer

ON SITE FUELING	03/19/03	07 31P	0	*****	LSD	6 00	1 61455	9 69
ON SITE FUELING	03/23/03	06 35P	0	*****	LSD	0 70	1 47195	1 03
ON SITE FUELING	03/26/03	07 07P	0	*****	LSD	3 10	1 38659	4 30
ON SITE FUELING	03/27/03	09 09P	0	*****	LSD	3 80	1 3468	5 12

VEHICLE TOTALS

13 60

20 14

CONTINUED

INVOICE CL40871  
 INVOICE DATE 03/31/03  
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 ACCOUNT NO 01-0016845

CORE MARK  
 13551 SE JOHNSON  
 PORTLAND, OR 97222

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 ACCOUNT 01-0016845 INVOICE CL40871 DATE 03/31/03  
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FUELING LOCATION DATE TIME ODOM MPG PROD QUANTITY PRICE AMOUNT CARD IDENTIFICATION  
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PRODUCT	TOTAL QUANTITY	AVERAGE PRICE	SALE AMOUNT	FEDERAL TAX	STATE TAX	LOCAL TAX	SALES TAX	TOTAL
OR - OREGON								
LSD #2	6 544 0	1 2685	8 301 12	1 596 71	0 00	0 00	0 00	9 897 83
	6544 0			** TOTAL PURCHASES THIS INVOICE				9 897 83