

|                                                                        |                                |
|------------------------------------------------------------------------|--------------------------------|
| <b>UNITED STATES BANKRUPTCY COURT<br/>FOR THE DISTRICT OF DELAWARE</b> | <b>PROOF OF CLAIM</b>          |
| In re<br><b>Fleming Companies, Inc</b>                                 | Case Number<br><b>03-10945</b> |



s136272

Scheduled Claim Ref # 2-F2-23898

**YOUR CLAIM IS SCHEDULED AS**

\$1325.00 UNSECURED

1987.50

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**

Priority  
PRIORITY TRANSPORTATION INC  
PO BOX 1978  
CULLMAN AL 35056

0354429424127

☐ 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.

Creditor Telephone Number ( )

CREDITOR TAX ID #

63-1155589

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

Check here ☐ replaces or amends a previously filed claim dated \_\_\_\_\_

**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** 3-5-03 / 3-28-03**3 IF COURT JUDGMENT, DATE OBTAINED****4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE**

\$ 1987.50 (unsecured) \$ (secured) \$ (unsecured priority) \$ 1987.50 (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)  
☐ 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

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).

Danny F. Ray, President

Fleming Companies Claim



03365

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**

FL7764A  
03/E1/03

Invoice # FL7764A  
Invoice Date 03/21/03

| PILL TO                 |            | LOAD INFORMATION     |          |
|-------------------------|------------|----------------------|----------|
|                         |            | P.O. NUMBER.....     |          |
| GENEVA DIVISION/EXPENSE | 1106504    | BILL OF LADING.....  |          |
| FLEMING COMPANIES       |            | SHIP DATE.....       | 03/19/03 |
| P.O. BOX 268802         |            | DELIVERY DATE.....   | 03/19/03 |
| OKLAHOMA CITY, OK       | 73126-8802 | DRIVER..             | VELSC    |
|                         |            | TRACTOR NUMBER. .... | 702      |
|                         |            | TRAILER NUMBER..     |          |

| SHIPPER              |  | CONSIGNEE        |  |
|----------------------|--|------------------|--|
| SL                   |  | FLEMING FOOD     |  |
| JACKSONVILLE, FL 320 |  | GENEVA, AL 36340 |  |

|               |        |       |           |         |
|---------------|--------|-------|-----------|---------|
| -----+-----   |        |       |           |         |
| + Description | Weight | Miles | Rate      | Charges |
| -----+-----   |        |       |           |         |
| POULTRY       | 0      | 292   | 662.50    | 662.50  |
|               | Min: 0 |       | Flat Rate |         |

RETURN TO SL JAX, FL  
TPHU 509055.3

TOTAL AMOUNT DUE \$ 662.50

THANK YOU FOR YOUR BUSINESS ! ! ! !

## Shipping Instructions ( Draft )

Report Date 10-Mar-2003

|                                                                                                                                                                        |                   |                                                                                                                                                                                                                                                                                                                                      |                                                                          |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|--------------|---------------|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|--|---|
| <b>2 Consignor(Shipper)</b><br><b>HQCSK7 - CARRIBBEAN</b><br><b>1300 E AVENUE FT LEE VA 23801-1800</b><br>Vendor(Supplier)<br><b>FLEMING FOODS - DECA</b>              |                   | <b>1 Booked Carrier</b> <b>CSX LINES,LLC</b>                                                                                                                                                                                                                                                                                         |                                                                          |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
|                                                                                                                                                                        |                   | <b>3 Carrier Booking Number</b> <b>WEB445323</b>                                                                                                                                                                                                                                                                                     |                                                                          |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
|                                                                                                                                                                        |                   | <b>4 Export References</b><br>eSS Booking ID <b>DE0004455</b><br>TCN <b>HQCSK73069S006KR2</b>                                                                                                                                                                                                                                        |                                                                          |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
| <b>5 Consignee(Receiver)</b><br><b>HQCSKU - BUCHANAN</b><br><b>BUILDING 618 APO MIAMI 00934-5075</b>                                                                   |                   | <b>6 Point of Origin</b> <b>GENEVA</b>                                                                                                                                                                                                                                                                                               |                                                                          |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
|                                                                                                                                                                        |                   | <b>7 Domestic Routing/</b><br><b>Export Instructions RDD</b> <b>26-Mar-2003</b>                                                                                                                                                                                                                                                      |                                                                          |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
| <b>8 Remarks/Seal Numbers</b><br><b>SUBSISTENCE NOS 342560</b><br><b>NO SPECIAL HLDG REQUIRED, SGL HLDG CONDITION</b><br>SN1 SN2<br>SN3<br><br>Origin Stop Off Remarks |                   | <b>9 Onward Inland Routing</b><br>(Stopoffs)<br><table border="1"> <tr><td>1</td><td>-</td><td>6</td><td>-</td></tr> <tr><td>2</td><td>-</td><td>7</td><td>-</td></tr> <tr><td>3</td><td>-</td><td>8</td><td>-</td></tr> <tr><td>4</td><td>-</td><td>9</td><td>-</td></tr> <tr><td>5</td><td>-</td><td></td><td>-</td></tr> </table> |                                                                          | 1            | -             | 6 | - | 2 | - | 7 | - | 3 | - | 8 | - | 4 | - | 9 | - | 5 | - |  | - |
| 1                                                                                                                                                                      | -                 | 6                                                                                                                                                                                                                                                                                                                                    | -                                                                        |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
| 2                                                                                                                                                                      | -                 | 7                                                                                                                                                                                                                                                                                                                                    | -                                                                        |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
| 3                                                                                                                                                                      | -                 | 8                                                                                                                                                                                                                                                                                                                                    | -                                                                        |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
| 4                                                                                                                                                                      | -                 | 9                                                                                                                                                                                                                                                                                                                                    | -                                                                        |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
| 5                                                                                                                                                                      | -                 |                                                                                                                                                                                                                                                                                                                                      | -                                                                        |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
|                                                                                                                                                                        |                   | <b>10 Van Owner/Container Number/Type/Size/</b><br><b>Temperature Variance</b> <b>TPH45090553</b><br>-- -- DRY CARGO -- 40 ft Container --                                                                                                                                                                                           |                                                                          |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
| <b>11 Place of Receipt</b> <b>JACKSONVILLE,FLORIDA</b>                                                                                                                 |                   | <b>12 Port of Loading</b> <b>JACKSONVILLE</b>                                                                                                                                                                                                                                                                                        |                                                                          |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
| <b>13 Vessel Name</b> <b>CSX PRODUCER</b>                                                                                                                              |                   | <b>14 Carrier Voyage Number</b> <b>PD246S</b>                                                                                                                                                                                                                                                                                        |                                                                          |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
| <b>15 Port of Discharge</b> <b>SAN JUAN</b>                                                                                                                            |                   | <b>16 Place of Delivery</b> <b>SAN JUAN,PUERTO RICO</b>                                                                                                                                                                                                                                                                              |                                                                          |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
| <b>17 Container Remarks</b>                                                                                                                                            |                   |                                                                                                                                                                                                                                                                                                                                      |                                                                          |              |               |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
| TAC                                                                                                                                                                    | Content TCN       | Pieces                                                                                                                                                                                                                                                                                                                               | Description of Package and Goods                                         | Weight (lbs) | Volume (Cube) |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
| HSRS                                                                                                                                                                   | HQCSKU0305C090XAX | 9360                                                                                                                                                                                                                                                                                                                                 | NSN<br>PO Number<br>Content<br>Remarks <i>Can Goods,<br/>Paper Goods</i> | 21,2600      | 12610         |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |
| TOTAL                                                                                                                                                                  |                   | 9360                                                                                                                                                                                                                                                                                                                                 | TOTAL                                                                    | 21,2600      | 12610         |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |  |   |

Back

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UMS:JAX

INTERCHANGE

TICKET 6704

SLX. CSX Domestic Lines

18MAR2003 11 43

EMPTY OUT

PTY PRIORITY FREIGHT SYS

18MAR2003 11 53

DRIVER NAME

TRUCK ID 6704

CONTAINER TPUH5090553

SIZE/TYPE 40 DR 86

CHASSIS MAEC602612

SIZE/TYPE 40 CZ

VESSEL 954 246S 1 PORT JAX

RELEASE WEB445323

GENERATOR

SCALE WT

FUEL LEVEL

GROSS WT 8333 4 LB

TEMP AIR EXCH

CARGO WT 0 LB

SEPLS

\*\*\*\*\* FREIGHT INVOICE \*\*\*\*\*

PRIORITY TRANSPORTATION INC.  
P.O. BOX 1978

Invoice # FL7782A  
Invoice Date 03/28/03

CULLMAN, AL 35056  
Phone: 256-739-9155

| BILL TO                 |            | LOAD INFORMATION       |          |
|-------------------------|------------|------------------------|----------|
|                         |            | ++ P.O. NUMBER.....    |          |
| GENEVA DIVISION/EXPENSE | 110650     | ++ BILL OF LADING..... |          |
| FLEMING COMPANIES       |            | ++ SHIP DATE.....      | 03/19/03 |
| P.O. BOX 268802         |            | ++ DELIVERY DATE.....  | 03/19/03 |
| OKLAHOMA CITY, OK       | 73126-8802 | ++ DRIVER.....         | GRADT    |
|                         |            | ++ TRACTOR NUMBER..... | 713      |
|                         |            | ++ TRAILER NUMBER..... |          |

| SHIPPER              | CONSIGNEE           |
|----------------------|---------------------|
| SL                   | ++ FLEMING          |
| JACKSONVILLE, FL 320 | ++ GENEVA, AL 36340 |

| Description      | Weight | Miles | Rate      | Charges |
|------------------|--------|-------|-----------|---------|
| FREIGHT ALL KIND | 0      | 292   | 662.50    | 662.50  |
|                  | Min: 0 |       | Flat Rate |         |

RETURN TO SL JACKSONVILLE FL  
TRAILER TPXIU 539167-0

PAYMENT DUE DATE: 03/28/03

TOTAL AMOUNT DUE \$ 662.50

UMS:JAX INTERCHANGE TICKET 7195  
SLX CSX Domestic Lines 19MAR2003 09 05  
EMPTY OUT PTY PRIORITY FREIGHT SYS 19MAR2003 09 22

|                            |                    |
|----------------------------|--------------------|
| DRIVER NAME                | TRUCK ID 7195      |
| CONTAINER TPUH5391670      | SIZE/TYPE 40 DR 86 |
| CHASSIS SEAC420912         | SIZE/TYPE 40 CZ    |
| VESSEL 954 246S 1 PORT JAX | RELEASE WEB445333  |
| GENERATOR                  | SCALE WT           |
| FUEL LEVEL                 | GROSS WT 8233 4 LB |
| TEMP AIR EXCH              | CARGO WT 0 LB      |
| SEALS                      |                    |

UMS JAX INTERCHANGE TICKET 7811  
SLX CSX Domestic Lines  
LOAD IN PTY PRIORITY FREIGHT SYS 20MAR2003 10 02

|                            |                    |
|----------------------------|--------------------|
| DRIVER NAME                | TRUCK ID 7811      |
| CONTAINER TPUH5391670      | SIZE/TYPE 40 DR 86 |
| CHASSIS SEAC420912         | SIZE/TYPE 40 NA    |
| VESSEL 954 246S 1 PORT SJU | RELEASE WEB445333  |
| GENERATOR                  | SCALE WT 51400 LB  |
| FUEL LEVEL                 | GROSS WT 27201 LB  |
| TEMP AIR EXCH              | CARGO WT 18868 LB  |
| SEALS 342572               |                    |

0363 Take export container TPUH5391670 to yard position 11613  
0558 Then park chassis SEAC420912 at yard location 11613

**Shipping Instructions ( Draft )**Report Date **10-Mar 2003**

| <b>2 Consignor(Shipper)</b><br><b>HQCSK7 - CARRIBBEAN</b><br><b>1300 E AVENUE FT LEE VA 23801-1800</b><br><b>Vendor(Supplier)</b><br><b>FLEMING FOODS - DECA</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <b>1 Booked Carner</b> <b>CSX LINES,LLC</b><br><b>3 Carrier Booking Number</b> <b>WEB445333</b><br><b>4 Export References</b><br><b>eSS Booking ID</b> <b>DE0004456</b><br><b>TCN</b> <b>HQCSK73069S007KU2</b>                                                                                                                                                                                                                                                                                                                                                        |                  |                                                                         |                     |                    |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|-------------------------------------------------------------------------|---------------------|--------------------|-----|-------------|--------|----------------------------------|---------------|---------------|------|----------------------------------|------------------|----------------------------------------------------------------------|--------------------|------------------|------|---------------------------------|------------------|-------------------------------------------------------------------------|---------------------|------------------|-------|--|------|-------|---------------------|--------------------|
| <b>5 Consignee(Receiver)</b><br><b>HQCSKU - BUCHANAN</b><br><b>BUILDING 618 APO MIAMI 00934-5075</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <b>6 Point of Origin</b> <b>GENEVA</b><br><b>7 Domestic Routing/</b><br><b>Export Instructions RDD</b> <b>26-Mar-2003</b>                                                                                                                                                                                                                                                                                                                                                                                                                                             |                  |                                                                         |                     |                    |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
| <b>8 Remarks/Seal Numbers</b> <b>342572</b><br><b>SUBSISTENCE NOS</b><br><b>NO SPECIAL HLDG REQUIRED, SGL HLDG CONDITION</b><br><b>SN1</b> <b>SN2</b><br><b>SN3</b><br><br><b>Origin Stop Off Remarks</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>9 Onward Inland Routing</b><br><b>(Stopoffs)</b><br><table style="width:100%;"> <tr><td>1</td><td>95937</td><td>HQCSKT</td><td>6</td><td>-</td></tr> <tr><td>2</td><td>95936</td><td>-</td><td>7</td><td>-</td></tr> <tr><td>3</td><td></td><td>-</td><td>8</td><td>-</td></tr> <tr><td>4</td><td></td><td>-</td><td>9</td><td>-</td></tr> <tr><td>5</td><td></td><td>-</td><td></td><td>-</td></tr> </table><br><b>10 Van Owner/Container Number/Type/Size/</b><br><b>Temperature Variance</b> <b>TPH45391670</b><br><b>-- -- DRY CARGO -- 40 ft Container --</b> | 1                | 95937                                                                   | HQCSKT              | 6                  | -   | 2           | 95936  | -                                | 7             | -             | 3    |                                  | -                | 8                                                                    | -                  | 4                |      | -                               | 9                | -                                                                       | 5                   |                  | -     |  | -    |       |                     |                    |
| 1                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 95937                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | HQCSKT           | 6                                                                       | -                   |                    |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
| 2                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 95936                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | -                | 7                                                                       | -                   |                    |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
| 3                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | -                | 8                                                                       | -                   |                    |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
| 4                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | -                | 9                                                                       | -                   |                    |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
| 5                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | -                |                                                                         | -                   |                    |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
| <b>11 Place of Receipt</b> <b>JACKSONVILLE,FLORIDA</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | <b>12 Port of Loading</b> <b>JACKSONVILLE</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                  |                                                                         |                     |                    |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
| <b>13 Vessel Name</b> <b>CSX PRODUCER</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>14 Carner Voyage Number</b> <b>PD246S</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |                  |                                                                         |                     |                    |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
| <b>15 Port of Discharge</b> <b>SAN JUAN</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | <b>16 Place of Delivery</b> <b>SAN JUAN,PUERTO RICO</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                  |                                                                         |                     |                    |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
| <b>17 Container Remarks</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                  |                                                                         |                     |                    |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
| <table border="1" style="width:100%; border-collapse: collapse;"> <thead> <tr> <th>TAC</th> <th>Content TCN</th> <th>Pieces</th> <th>Description of Package and Goods</th> <th>Weight (lbs )</th> <th>Volume (Cube)</th> </tr> </thead> <tbody> <tr> <td>HSRS</td> <td>HQCSKU0305C090XB<sup>B.</sup>X</td> <td>133<sup>0</sup></td> <td>NSN<br/>PO Number<br/>Content<br/>Remarks <i>Paper Goods, Can Goods</i></td> <td>2,717<sup>0</sup></td> <td>430<sup>0</sup></td> </tr> <tr> <td>HSRS</td> <td>HQCSKT0305C100X<sup>RR</sup>A</td> <td>821<sup>0</sup></td> <td>NSN<br/>PO Number<br/>Content<br/>Remarks <i>Paper Goods<br/>Can Goods</i></td> <td>16,785<sup>0</sup></td> <td>826<sup>0</sup></td> </tr> <tr> <td colspan="2" style="text-align: right;">TOTAL</td> <td>9540</td> <td style="text-align: right;">TOTAL</td> <td>19,502<sup>0</sup></td> <td>1,256<sup>0</sup></td> </tr> </tbody> </table> |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                  |                                                                         |                     |                    | TAC | Content TCN | Pieces | Description of Package and Goods | Weight (lbs ) | Volume (Cube) | HSRS | HQCSKU0305C090XB <sup>B.</sup> X | 133 <sup>0</sup> | NSN<br>PO Number<br>Content<br>Remarks <i>Paper Goods, Can Goods</i> | 2,717 <sup>0</sup> | 430 <sup>0</sup> | HSRS | HQCSKT0305C100X <sup>RR</sup> A | 821 <sup>0</sup> | NSN<br>PO Number<br>Content<br>Remarks <i>Paper Goods<br/>Can Goods</i> | 16,785 <sup>0</sup> | 826 <sup>0</sup> | TOTAL |  | 9540 | TOTAL | 19,502 <sup>0</sup> | 1,256 <sup>0</sup> |
| TAC                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Content TCN                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Pieces           | Description of Package and Goods                                        | Weight (lbs )       | Volume (Cube)      |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
| HSRS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | HQCSKU0305C090XB <sup>B.</sup> X                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 133 <sup>0</sup> | NSN<br>PO Number<br>Content<br>Remarks <i>Paper Goods, Can Goods</i>    | 2,717 <sup>0</sup>  | 430 <sup>0</sup>   |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
| HSRS                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | HQCSKT0305C100X <sup>RR</sup> A                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 821 <sup>0</sup> | NSN<br>PO Number<br>Content<br>Remarks <i>Paper Goods<br/>Can Goods</i> | 16,785 <sup>0</sup> | 826 <sup>0</sup>   |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |
| TOTAL                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 9540             | TOTAL                                                                   | 19,502 <sup>0</sup> | 1,256 <sup>0</sup> |     |             |        |                                  |               |               |      |                                  |                  |                                                                      |                    |                  |      |                                 |                  |                                                                         |                     |                  |       |  |      |       |                     |                    |

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*Tracy A. Lusk*

\*\*\*\*\* FREIGHT INVOICE \*\*\*\*\*

PRIORITY TRANSPORTATION INC.  
P.O. BOX 1978

Invoice # FL7726A  
Invoice Date 03/14/03

CULLMAN, AL 35056  
Phone: 256-739-3155

| BILL TO                 |        | LOAD INFORMATION    |          |
|-------------------------|--------|---------------------|----------|
| FLEMING COMPANY         | 110650 | P.O. NUMBER.....    |          |
| P. O. BOX 398           |        | BILL OF LADING..... |          |
| ATTN: PAULINE UNDERWOOD |        | SHIP DATE.....      | 03/05/03 |
| GENEVA, AL 36340        |        | DELIVERY DATE.....  | 03/05/03 |
|                         |        | DRIVER .            | GRADT    |
|                         |        | TRACTOR NUMBER..... | 713      |
|                         |        | TRAILER NUMBER..... |          |

| SHIPPER              | CONSIGNEE        |
|----------------------|------------------|
| SL                   | FLEMING FOODS    |
| JACKSONVILLE, FL 320 | GENEVA, AL 36340 |

| Description                  | Weight | Miles | Rate      | Charges |
|------------------------------|--------|-------|-----------|---------|
| FREIGHT ALL KIND             | 0      | 232   | 662.50    | 662.50  |
| TRAILER TOLU 229620-7        | Min: 0 |       | Flat Rate |         |
| RETURN TO SL JACKSONVILLE FL |        |       |           |         |

PAYMENT DUE DATE: 03/14/03

TOTAL AMOUNT DUE \$ 662.50

THANK YOU FOR YOUR BUSINESS !!!

Shipping Instructions ( Draft )

Report Date 24-Feb-2003  
Emergency Reponse Tel No (800) 424 - 8802

|                                                                                                                                                    |                   |                                                                                                                  |                                                         |                               |                           |
|----------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------|-------------------------------|---------------------------|
| 2 Consignor(Shipper)<br><b>HQCSK7 - CARRIBBEAN</b><br><b>1300 E AVENUE FT LEE VA 23801-1800</b><br>Vendor(Supplier)<br><b>FLEMING FOODS - DECA</b> |                   | 1 Booked Carrier<br><b>CSX LINES,LLC</b>                                                                         |                                                         |                               |                           |
|                                                                                                                                                    |                   | 3 Carrier Booking Number<br><b>WEB441049</b>                                                                     |                                                         |                               |                           |
|                                                                                                                                                    |                   | 4 Export References<br>eSS Booking ID<br><b>DE0004217</b><br>TCN<br><b>HQCSK73055S002KR2</b>                     |                                                         |                               |                           |
| 5 Consignee(Receiver)<br><b>HQCSKU - BUCHANAN</b><br><b>BUILDING 618 APO MIAMI 00934-5075</b>                                                      |                   | 6 Point of Origin<br><b>GENEVA</b>                                                                               |                                                         |                               |                           |
|                                                                                                                                                    |                   | 7 Domestic Routing/<br>Export Instructions RDD<br><b>12-Mar-2003</b>                                             |                                                         |                               |                           |
| 8 Remarks/Seal Numbers<br><b>SUBSISTENCE NOS</b><br><b>NO SPECIAL HLDG REQUIRED, SGL HLDG CONDITION</b><br>SN1 <b>340524</b> SN2<br>SN3            |                   | 9 Onward Inland Routing<br>(Stopoffs)<br>1 - 6 -<br>2 - 7 -<br>3 - 8 -<br>4 - 9 -<br>5 - -                       |                                                         |                               |                           |
| Origin Stop Off Remarks                                                                                                                            |                   | 10 Van Owner/Container Number/Type/Size/<br>Temperature Variance<br>-- -- <b>DRY CARGO -- 40 ft Container --</b> |                                                         |                               |                           |
| 11 Place of Receipt<br><b>JACKSONVILLE,FLORIDA</b>                                                                                                 |                   | 12 Port of Loading<br><b>JACKSONVILLE</b>                                                                        |                                                         |                               |                           |
| 13 Vessel Name<br><b>CSX PRODUCER</b>                                                                                                              |                   | 14 Carrier Voyage Number<br><b>PD244S</b>                                                                        |                                                         |                               |                           |
| 15 Port of Discharge<br><b>SAN JUAN</b>                                                                                                            |                   | 16 Place of Delivery<br><b>SAN JUAN,PUERTO RICO</b>                                                              |                                                         |                               |                           |
| 17 Container Remarks                                                                                                                               |                   |                                                                                                                  |                                                         |                               |                           |
| TAC                                                                                                                                                | Content TCN       | Pieces                                                                                                           | Description of Package and Goods                        | Weight<br>(lbs)               | Volume<br>(Cube)          |
| HSRS                                                                                                                                               | HQCSKU0219C110XAX | 9030<br>+ 20                                                                                                     | NSN<br>PO Number<br>Content<br>Remarks <i>Can Goods</i> | 21735 <sup>0</sup><br>+ 1,100 | 1584 <sup>0</sup><br>+ 20 |
| TOTAL                                                                                                                                              |                   | 9230                                                                                                             | TOTAL                                                   | 22835 <sup>0</sup>            | 1604 <sup>0</sup>         |

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UMS: JAX INTERCHANGE TICKET 1028  
 SLX: CSX Domestic Lines 05MAR2003 09 49  
 EMPTY OUT PTY PRIORITY FREIGHT SYS 05MAR2003 10 14

|                            |                    |
|----------------------------|--------------------|
| DRIVER NAME                | TRUCK ID 1028      |
| CONTAINER TOLU2296207      | SIZE/TYPE 40 DR 86 |
| CHASSIS MAEC514713         | SIZE/TYPE 40 CZ    |
| VESSEL 954 244S 1 PORT JAX | RELEASE WEB441049  |
| GENERATOR                  | SCALE WT           |
| FUEL LEVEL                 | GROSS WT 8267 3 LB |
| TEMP AIR EXCH              | CARGO WT 0 LB      |
| SEALS                      |                    |

UMS: JAX INTERCHANGE TICKET 1531  
 SLX: CSX Domestic Lines 06MAR2003 00 27  
 LOAD IN DTT DDTIDITY TONSDTON I

|                            |                    |
|----------------------------|--------------------|
| DRIVER NAME                | TRUCK ID 1531      |
| CONTAINER TOLU2296207      | SIZE TYPE 40 DR 86 |
| CHASSIS MAEC514713         | SIZE/TYPE 40 NA    |
| VESSEL 954 244S 1 PORT SJU | RELEASE WEB441049  |
| GENERATOR                  | SCALE WT 54340 LB  |
| FUEL LEVEL                 | GROSS WT 30353 LB  |
| TEMP AIR EXCH              | CARGO WT 22085 LB  |
| SEALS 340524               |                    |

0555 Take export container TOLU2296207 to yard position 1215  
 0558 Then park chassis MAEC514713 at yard location 11215