UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE	PRO	OF OF CLAIM	D) F 5/36/79
In re Case N		lumber	Scheduled Claim Ref #/2-F2-723405
Fleming Companies Inc	03-1	0945	YOUR CLAIM IS SCHEDULED AS
NOTE This form should not be used to make a claim for an administrexpense arising after the commencement of the case. A "request for an administrative expense may be filed pursuant to 11 U.S.C. § 503 Name of Creditor and Address		filed a proof of claim relating to your claim Attach copy of	By
03544294	20406	statement giving particulars	
ORALABS INC 2901 S TEJON STREET ENGLEWOOD CO 80110	204 90	Check box if you have never received any notices from the bankruptcy court in this case	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
Creditor Telephone Number 603) 783-9499 X Z O 6		Check box if this address differs from the address on the envelope sent to you by the court	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
CREDITOR TAX I D # ACCOUNT OR OTHER NUMBE	R BY WHI	CH	Bankruptcy Court or BMC_you do not need to file again
84-115 2477 CREDITOR IDENTIFIES DEBTO	OR		or a previously filed claim datedends
1 BASIS FOR CLAIM Goods sold Personal injury/wrongful death	Ref	tiree benefits as defined in 11	U.S.C.8. 1114(a)
Services performed Taxes		ges salaries and compensa	- , ,
Money loaned Other (describe briefly)		Your social security number	,
		Unpaid compensation for s	- VALUE - CONTROL - CONTRO
			(date) (date)
2 DATE DEBT WAS INCURRED	3 IF C	OURT JUDGMENT, DATE O	DBTAINED
4 TOTAL AMOUNT OF CLAIM \$ 79532 as \$		\$	\$ 7953225
(unsecured)	,	,	secured priority) (total)
If all or part of your claim is secured or entitled to priority, also c			
Check this box if claim includes interest or other charges in addition to the	e principal	amount of the claim Attach ite	mized statement of all interest or additional charges
5 SECURED CLAIM 6	UNSECU	RED PRIORITY CLAIM	
Check this box if your claim is secured by collateral (including a right of setoff)	Check	this box if you have an unsec	cured priority claim
Brief description of collateral	Specify	the priority of the claim	
Real Estate		ges salaries or commissions (up ore filing of the bankruptcy petition	to \$4 650) earned within 90 days
Motor Vehicle		ness whichever is earlier 11 US	
Other	Con	tributions to an employee benefit	plan 11 U S C § 507(a)(4)
		to \$2 100 of deposits toward purd personal family or household use	thase lease or rental of property or services 11 U S C § 507(a)(6)
Value of collateral \$	child	iony maintenance or support owe d 11 U S C § 507(a)(7)	·
Amount of arrearage and other charges at time case filed included in secured claim above if any \$		es or penalties owed to governme	
moraded in secured claim above in any \$	Am	er Specify applicable paragraph of counts are subject to adjustment on 4/1	101 and every 3 years thereafter
7 CREDITS The amount of all payments on this claim has been cree	with.	respect to cases commenced on or aft	er the date of adjustment
8 SUPPORTING DOCUMENTS Attach copies of supporting docu			
running accounts contracts court judgments mortgages security agre if the documents are not available explain. If the documents are volur	eements a	and evidence of perfection of	lien DO NOT SEND ORIGINAL DOCUMENTS
9 DATE-STAMPED COPY To receive an acknowledgment of your	our claim	iach a summary , please enclose a self-addi	ressed stamped envelope and an
additional copy of this proof of claim	····		-
The original of this completed proof of claim form must be sent b so that it is received on or before 4 00 p m, September 15, 2003,	y mail or Pacific Da	hand delivered (FAXES NO aylight Time	T ACCEPTED) THIS SPECT OF COURT
BY MAIL TO BY HAND OR OVERNIGHT DELIVERY TO			ro Auc 1 1 0000
Bankruptcy Management Corporation Bankruptcy Management Corporation			ration AUG 1 1 2003
P O BOX 900 1330 East Franklin Avenue El Segundo, CA 90245-0900 El Segundo, CA 90245			D110
DATE SIGNED SIGN and print the name and the if any of the	BMC		
file this claim (attach copy of power of atto	rney if any)	Emil	e Fleming Companies Claim
8/4/03 but Smoken	C00.	(10 (Red) Jo	rdan IIIIIIIIII
Penalty for presenting fraudulent claim is a fine of up to \$500 000 or imprisonment	for up to 5	years or both 18 USC §§ 152	2 AND 3571 03383

RUN DATE 08/07/03 RUN TIME_d 1 45 PNI

Oralabs, Inc PAGE 1 Accounts Receivable

Detailed Aged Receivables Report

ustID	Custo	mer Name		Phone/E-mail	/Contact	1 - 30	31 - 60	Over 60	
			Salesman	Comment	Current	Past Due	Past Due	Past Due	
				2-906-8957		WALERCVZYK			
061025	11/14/02	12/14/02	DP YMON	Involcing				4199 76	4199
061116	11/13/02	12/13/02	NOMY AU	Invoicing				2465 85	2465
				Invoicing				11016 96	11016
		02/05/03		Invoicing				875 52	875
		12/±3/02		Invoicing				2480 64	2480
		01/04/03		Invo_cing				J893 44	5893
		12/13/02		Involcing				3203 52	3203
		01/16/03		Invoicing				5160 00	5160
		12/25/02		Invoicing				492 48	492
		01/16/03		Involcing				410 40	410
		01/16/03		Involcing				2407 68	2407
		01/16/03		Involcing				574 56	574
		01/16/03		Involcing				410 40	
		01/04/03		In roicing					410
		02/05/03		Involcing				410 40	410
		02/05/03		-				574 56	574
		02/05/03		Involcing				1313 28	1313
				In molcing				3078 72	3078
		02/12/03		Involcing				1730 16	1730
		02/12/03		Invoicing				1395 36	1395
		02/12/03		Involcing				1969 92	1969
		02/12/03		In olding				285 12	285
		02/12/03		Invoicing				656 64	656
		02/19/03		Involcing				909 12	909
		02/15/03		Involcing				410 40	410
		02/15/03		In molcing				2626 56	2626
		02/16/03		Involcing				2553 60	2553
		02/15/03		Invoicing				410 40	410
063455	01/17/03	02/16/03	NOMYFC	Involcing				1094 40	1094
063500	01/16/03	02/15/03	DAYMON	Invoicing				492 48	492
063597	01/17/03	02/16/03	DAYMON	Involcing				246_ 40	2462
063623	01/16/03	02/15/03	DAYMON	Involcing				410 40	410
063624	01/16/03	02/15/03	DAYMON	Involcina				164 16	164
u63821	01/16/03	02/15/03	DAYMON	Invorcing				574 56	574
063895	01/22/03	02/21/03	DA (MON	Involcing				410 40	410
3ر0400	01/22/03	02/21/03	DAYMON	Involcing				388 80	388
064139	01/29/03	02/28/03	DAYMON	Involcing				1723 68	1723
064153	01/01/03	03/02/03	DAYMON	Involcing				492 48	492
064236	02/12/03	03/14/03	DAYMON	Involcing				3365 28	3365
064348	02/12/03	03/14/00	DAY™ ON	Involcing				145∀ 20	1459 :
064269	02/13/03	03/15/00	NOMY AC	Involcing				329 32	328
064286	02/11/03	03/13/03	DAYMON	Involc_ng				574 5€	574
		03/19/03		Involcing				4±0 40	410
		03/26/03		Involcing				820 80	820
		03/26/03		Involcing				145 92	145
		03/27/03		Involcing				492 48	
		03/27/03		Involcing				2790 72	492
		04/02/03		In voicing				410 40	2790
		03/26/03		Involcing					410
		04/16/03						574 56	574
		04/16/03		Involcing				984 96	984
		04/16/03		Involcing				656 64	656
		06/05/03		Involcing Involcing				388 80	 388

(303)783-9499 phone (303)783-5759 fax

Invoice Number 061025

Invoice Date 11/14/02

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE
To DUNS#006943773TG00
7215 SOUTH TOPEKA BLVD
TOPEKA, KS
66619

Ship Via UPSG Ship Date 11/14/02 Due Date 12/14/02 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 990036-TG
P O Date 09/09/02
Job/Order No 091002
Salesperson DAYMON

Subtotal	4199	76
Tax	0	00
Payments	0	00
Total	4199	76

(303)783-9499 phone (303)783-5759 fax

Invoice Number 061116

Invoice Date 11/13/02

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/KOP
To DUNS#006943773KG00
201 WEST CHURCH ROAD
KING OF PRUSSIA, PA
19406

Ship Via YELLOW Ship Date 11/13/02 Due Date 12/13/02 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 725907-KG
P O Date 09/11/02
Job/Order No 091102
Salesperson DAYMON

 Item I D /Desc
 Ordered
 Shipped
 Unit
 Price
 Net

 FLEM-6
 50 00
 50 00 DISP
 72 96
 3648 00

BEST YET BOGO FLOOR DISPLAY-2 PACK 32

REG, 32 CHE, 32 STR, 32 MOI

 Subtotal
 3648 00

 Tax
 0 00

 Payments
 0 00

 Total
 3648 00

 2465.85

A credit was applied to this invoice to Reduce the amount of the tot

(303)783-9499 phone (303)783-5759 fax

Invoice Number 061412

Invoice Date 11/13/02

Page 1

Sold FLEMING CO, INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WARESHOUSE/MEMPH
To 006943773MG00
4688 HUNGERFORD
MEMPHIS, TN

38118

Ship Via ABF - DEL BY 10/19 Ship Date 11/13/02

 Ship Date
 11/13/02

 Due Date
 12/13/02

 Terms
 2%10 NET 30

Cust I D FLEMIN
P O Number 092459-MG
P O Date 09/24/02
Job/Order No 092402
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unit	Price	Net
FLEM-6 BEST YET BOGO FLOOREG, 32 CHE, 32 S	OR DISPLAY-2	133 00 PACK 32	DISP	72 96	9703 68
FLEMIN-5	192 00	192 00	CLIP	6 84	1313 28

Subtotal	11016	96
Tax	0	00
Payments	0	00
Total	11016	96

(303)783-9499 phone (303)783-5759 fax

Invoice Number 061615

Invoice Date 01/06/03

Page 1

Sold FLEMING CO, INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship FLEMING LACROSSE
TO DUNS #006943773LG00
322 CAUSEWAY BLVD
LACROSSE, WI
54601

Ship Via UPSG - DEL 1/2/03 Ship Date 01/06/03 Due Date 02/05/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 962778
P O Date 10/01/02
Job/Order No 100202
Salesperson DAYMON

Item I D /Desc Ordered Shipped Unit Price Net

FLEM-6 12 00 12 00 DISP 72 96 875 52

BEST YET BOGO FLOOR DISPLAY-2 PACK 32 REG, 32 CHE, 32 STR, 32 MOI

Subtotal	875	52
Tax	0	00
Payments	0	00
Total	875	52

(303)783-9499 phone (303)783-5759 fax

Invoice Number 061617

Invoice Date 11/13/02

Page 1

Sold FLEMING CO , INC To 1945 LAKEPOINT DR LOUISVILLE, TX 75057

Ship FLEMING LACROSSE To DUNS #006943773LG00 322 CAUSEWAY BLVD LACROSSE, WI 54601

Ship Via YELLOW Ship Date 11/13/02 Due Date 12/13/02 Terms 2%10 NET 30

Cust I D FLEMIN
P O Number 962776
P O Date 10/01/02
Job/Order No 100202
Salesperson DAYMON

Item I D /Desc Ordered Shipped Unit Price Net FLEM-6 34 00 34 00 DISP 72 96 2480 64

BEST YET BOGO FLOOR DISPLAY-2 PACK 32

REG, 32 CHE, 32 STR, 32 MOI

Subtotal	2480	64
Tax	0	00
Payments	0	00
Total	2480	64

(303)783-9499 phone (303)783-5759 fax

Invoice Number 061700

Invoice Date 12/05/02

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE
To DUNS#006943773TG00
7215 SOUTH TOPEKA BLVD
TOPEKA, KS
66619

Ship Via ABF - DEL 11/20 Ship Date 12/05/02 Due Date 01/04/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 990204-TG
P O Date 10/07/02
Job/Order No 100702
Salesperson DAYMON

Subtotal	5893	44
Tax	0	00
Payments	0	00
Total	5893	44

(303) 783-9499 phone (303)783-5759 fax

Invoice Number 061701

Invoice Date 11/13/02

Page 1

Sold FLEMING CO , INC TO 1945 LAKEPOINT DR LOUISVILLE, TX 75057

Ship PRIMARY WAREHOUSE/GM SACO To DUNS #006943773GS00 8301 FRUITRIDGE RD SACRAMENTO, CA 95826

Cust I D FLEMIN
Ship Via FEDX FREIGHT - DEL 11/4 P O Number 670329-GS
Ship Date 11/13/02 P O Date 10/07/02
Due Date 12/13/02 Job/Order No 100702
Terms 2%10 NET 30 Salesperson DAYMON

 Ship Date
 11/13/02

 Due Date
 12/13/02

 Terms
 2%10 NET 30

Item I D /Desc Ordered Shipped Unit Price Net ______ FLEM-6 40 00 40 00 DISP 72 96 2918 40 BEST YET BOGO FLOOR DISPLAY-2 PACK 32 REG, 32 CHE, 32 STR, 32 MOI 44 00 44 00 CLIP 6 48 285 12 FLEMIN-5

Subtotal	3203	52
Tax	0	00
Payments	0	00
Total	3203	52

(303)783-9499 phone (303)783-5759 fax

Invoice Number 061838

Invoice Date 12/17/02

Page 1

Sold FLEMING CO , INC
TO 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WARESHOUSE/MEMPH
To 4688 HUNGERFORD
MEMPHIS, TN
38118

Ship Via ABF - DEL 12/2 Ship Date 12/17/02 Due Date 01/16/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 800161-MG
P O Date 10/14/02
Job/Order No 101402
Salesperson DAYMON

Subtotal	5160	00
Tax	0	00
Payments	0	00
Total	5160	00

Orala	abs	, Inc	
2901	S	Tejon	Street
Engle	ewo	od, CO	80110

Invoice Number 062402

Invoice Date 11/25/02

Page 1

Sold FLEMING CO , INC 1945 LAKEPOINT DR To LOUISVILLE, TX 75057

Ship PRIMARY WAREHOUSE/GM SACO To DUNS #006943773GS00 8301 FRUITRIDGE RD SACRAMENTO, CA 95826

Cust I D FLEMIN
P O Number 796594-GS
P O Date 11/05/02
Job/Order No 110602 Ship Via UPSG - DEL 11/26 Ship Date 11/25/02 Due Date 12/25/02 Terms 2%10 NET Salesperson DAYMON 2%10 NET 30 Terms

Item I D /Desc	Ordered	Shipped	Unit	Price	Net
FLEMIN-1 BEST YET REGULAR	12 00 LIP BALM STICK	12 00 1 1 PK	DOZ	6 84	82 08
FLEMIN-3 BEST YET STRAWBER	36 00 RY LIP BALM ST	36 00 ICK 1PK	DOZ	6 84	246 24
FLEMIN-4 BEST YET SPF15 MO	24 00 ISTURIZER LIP	24 00 BALM	DOZ	6 84	164 16

STICK 1PK

Subtotal	492	48
Tax	0	00
Payments	0	00
Total	492	48

Orala	abs	, Inc	
2901	S	Tejon	Street
Engle	ewo	od, CO	80110

Invoice Number 062533

Invoice Date 12/17/02

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WARESHOUSE/MEMPH
TO 006943773MG00
4688 HUNGERFORD
MEMPHIS, TN
38118

Ship Via UPSG - DEL 12/2 Ship Date 12/17/02 Due Date 01/16/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 100711-MG
P O Date 11/11/02
Job/Order No 111202
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unit	Price	Net
FLEMIN-1 BEST YET REGULAR	24 00 LIP BALM STICK		DOZ	6 84	164 16
FLEMIN-2 BEST YET CHERRY	24 00 LIP BALM STICK	2.00	DOZ	6 84	164 16
FLEMIN-4 BEST YET SPF15 M STICK 1PK	12 00 DISTURIZER LIP	12 00 BALM	DOZ	6 84	82 08

 Subtotal
 410 40

 Tax
 0 00

 Payments
 0 00

 Total
 410 40

(303)783-9499 phone (303)783-5759 fax

Invoice Number 062609

Invoice Date 12/17/02

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE
To DUNS#006943773TG00
7215 SOUTH TOPEKA BLVD
TOPEKA, KS
66619

 Ship Via
 ABF

 Ship Date
 12/17/02

 Due Date
 01/16/03

 Terms
 2%10 NET 30

Cust I D FLEMIN
P O Number 990036-TG
P O Date 09/09/02
Job/Order No 091002
Salesperson DAYMON

Item I D /Desc Ordered Shipped Unit Price Net

FLEM-6 33 00 33 00 DISP 72 96 2407 68

BEST VET BOGO FLOOR DISPLAY-2 PACK 32

BEST YET BOGO FLOOR DISPLAY-2 PACK 32 REG, 32 CHE, 32 STR, 32 MOI

Subtotal	2407	68
Tax	0	00
Payments	0	00
Total	2407	68

Orala	abs	, In	1C	
2901	S	Te	on	Street
Engle	ewo	od,	СО	80110

Invoice Number 062659

Invoice Date 12/17/02

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WARESHOUSE/MEMPH
To 006943773MG00
4688 HUNGERFORD
MEMPHIS, TN
38118

Ship Via UPSG - DEL 12/6 Ship Date 12/17/02 Due Date 01/16/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 125232-MG
P O Date 11/15/02
Job/Order No 111502
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR	12 00 LIP BALM STICE	12 00 K 1PK	DOZ	6 84	82 08
FLEMIN-2 BEST YET CHERRY L	12 00 IP BALM STICK	12 00 1PK	DOZ	6 84	82 08
FLEMIN-3 BEST YET STRAWBER	48 00 RY LIP BALM ST	48 00 CICK 1PK	DOZ	6 84	328 32
FLEMIN-4 BEST YET SPF15 MC STICK 1PK	12 00 DISTURIZER LIP	12 00 BALM	DOZ	6 84	82 08

 Subtotal
 574 56

 Tax
 0 00

 Payments
 0 00

 Total
 574 56

(303)783-9499 phone (303)783-5759 fax

Invoice Number 062673

Invoice Date 12/17/02

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/GM SACO
To DUNS #006943773GS00
8301 FRUITRIDGE RD
SACRAMENTO, CA
95826

Ship Via UPSG - DEL 12/6 Ship Date 12/17/02 Due Date 01/16/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 847464-GS
P O Date 11/15/02
Job/Order No 111502
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR	12 00 LIP BALM STICK	12 00 1PK	DOZ	6	84 82 08
FLEMIN-3 BEST YET STRAWBER	12 00 RRY LIP BALM ST	12 00 ICK 1PK	DOZ	6	84 82 08
FLEMIN-4 BEST YET SPF15 MC	36 00 DISTURIZER LIP	36 00 BALM	DOZ	6	84 246 24

STICK 1PK

Subtotal	410	40
Tax	0	00
Payments	0	00
Total	410	40

(303)783-9499 phone (303)783-5759 fax

Invoice Number 062735

Invoice Date 12/05/02

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship FLEMING LACROSSE
To DUNS #006943773LG00
322 CAUSEWAY BLVD
LACROSSE, WI
54601

Ship Via Ship Date Due Date	UPSG- DEL BY 12/03 12/05/02 01/04/03	Cust I D P O Number P O Date Job/Order No	FLEMIN 978090 11/19/02 112002
Terms	2%10 NET 30	Salesperson	DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-3 BEST YET STRAWBERR		24 00 ICK 1PK	DOZ	6 84	164 16
FLEMIN-2 BEST YET CHERRY LI		36 00 1PK	DOZ	6 84	246 24

^{***}SEE CUSTOM PACKAGING FORM***

Subtotal	410	40
Tax	0	00
Payments	0	00
Total	410	40

(303)783-9499 phone (303)783-5759 fax

Invoice Number 062783

Invoice Date 01/06/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE
To DUNS#006943773TG00
7215 SOUTH TOPEKA BLVD
TOPEKA, KS
66619

 Ship Via
 UPSG - DEL 12/11

 Ship Date
 01/06/03

 Due Date
 02/05/03

 Terms
 2%10 NET 30

Cust I D FLEMIN
P O Number 370766-TG
P O Date 11/20/02
Job/Order No 112102
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price		Net
FLEMIN-2 BEST YET CHERRY LI	12 00 P BALM STICK	12 00 1PK	DOZ	6	84	82 08
FLEMIN-3 BEST YET STRAWBERF	60 00 RY LIP BALM ST	60 00 CICK 1PK	DOZ	6	84	410 40
FLEMIN-4 BEST YET SPF15 MOI STICK 1PK	12 00 STURIZER LIP	12 00 BALM	DOZ	6	84	82 08

Subtotal	574	56
Tax	0	00
Payments	0	00
Total	574	56

(303)783-9499 phone (303)783-5759 fax

Invoice Number 062806

Invoice Date 01/06/03

Page 1

Sold FLEMING CO, INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WARESHOUSE/MEMPH
To 006943773MG00
4688 HUNGERFORD
MEMPHIS, TN
38118

Ship Via ABF - DEL BY 12/12 Ship Date 01/06/03 Due Date 02/05/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 144953-MG
P O Date 11/21/02
Job/Order No 112202
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR	48 00 LIP BALM STICK	48 00 1 1 P K	DOZ	6 84	328 32
FLEMIN-2 BEST YET CHERRY I	60 00 LIP BALM STICK	60 00 1PK	DOZ	6 84	410 40
FLEMIN-3 BEST YET STRAWBER	48 00 RRY LIP BALM SI	48 00 CICK 1PK	DOZ	6 84	328 32
FLEMIN-4 BEST YET SPF15 MC STICK 1PK	36 00 DISTURIZER LIP	36 00 BALM	DOZ	6 84	246 24

Subtotal	1313	28
Tax	0	00
Payments	0	00
Total	1313	28

Oralabs,	Inc	
2901 S		Street
Englewood	od, CO	80110

Invoice Number 062821

Invoice Date 01/06/03

Page 1

Sold FLEMING CO , INC
TO 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/KOP
To DUNS#006943773KG00
201 WEST CHURCH ROAD
KING OF PRUSSIA, PA
19406

Ship Via ABF - DEL BY 12/16 Ship Date 01/06/03 Due Date 02/05/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 385399-KG
P O Date 11/25/02
Job/Order No 112502
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEM-6 BEST YET BOGO FL REG, 32 CHE, 32		• • • •	DISP	72 9	2845 44
FLEMIN-5	36 00	36 00	CLIP	6	18 233 28

Subtotal	3078	72
Tax	0	00
Payments	0	00
Total	3078	72

(303)783-9499 phone (303)783-5759 fax

Invoice Number 062923

Invoice Date 01/13/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE
To DUNS#006943773TG00
7215 SOUTH TOPEKA BLVD
TOPEKA, KS
66619

Ship Via ABF DEL BY 1/15/03 Ship Date 01/13/03 Due Date 02/12/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 990304-TG
P O Date 11/29/02
Job/Order No 120202
Salesperson DAYMON

 Item I D /Desc
 Ordered
 Shipped
 Unit
 Price
 Net

 FLEMIN-5
 267 00
 267 00
 CLIP
 6 48
 1730 16

Subtotal	1730	16
Tax	0	00
Payments	0	00
Total	1730	16

(303)783-9499 phone (303)783-5759 fax

Invoice Number 062924

Invoice Date 01/13/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE
TO DUNS#006943773TG00
7215 SOUTH TOPEKA BLVD
TOPEKA, KS
66619

Cust I D FLEMIN
Ship Via ABF - DEL BY 12/23 P O Number 407233-TG
Ship Date 01/13/03 P O Date 12/02/02
Due Date 02/12/03 Job/Order No 120202
Terms 2%10 NET 30 Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR I	36 00 LIP BALM STICK	36 00 1PK	DOZ	6 84	246 24
FLEMIN-2 BEST YET CHERRY L	60 00 IP BALM STICK	60 00 1PK	DOZ	6 84	410 40
FLEMIN-3 BEST YET STRAWBER	84 00 RY LIP BALM ST	84 00 CICK 1PK	DOZ	6 84	574 56
FLEMIN-4 BEST YET SPF15 MOS STICK 1PK	24 00 ISTURIZER LIP	24 00 BALM	DOZ	6 84	164 16

 Subtotal
 1395
 36

 Tax
 0 00

 Payments
 0 00

 Total
 1395
 36

(303)783-9499 phone (303)783-5759 fax

Invoice Number 062925

Invoice Date 01/13/03

Page 1

Sold FLEMING CO , INC
TO 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship FLEMING CO , INC To 1945 LAKEPOINT DR LOUISVILLE, TX 75057

Cust I D FLEMIN
Ship Via ABF - DEL BY 12/23 P O Number 189186-MG
Ship Date 01/13/03 P O Date 12/02/02
Due Date 02/12/03 Job/Order No 120202
Terms 2%10 NET 30 Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR	108 00 LIP BALM STICK	108 00 1 1 PK	DOZ	6 84	738 72
FLEMIN-2 BEST YET CHERRY	84 00 LIP BALM STICK	84 00 1PK	DOZ	6 84	574 56
FLEMIN-3 BEST YET STRAWBE	48 00 RRY LIP BALM ST	48 00 ICK 1PK	DOZ	6 84	328 32
FLEMIN-4 BEST YET SPF15 MG STICK 1PK	48 00 DISTURIZER LIP	48 00 BALM	DOZ	6 84	328 32

 Subtotal
 1969 92

 Tax
 0 00

 Payments
 0 00

 Total
 1969 92

(303)783-9499 phone (303)783-5759 fax

Invoice Number 062941

Invoice Date 01/13/03

Page 1

Sold FLEMING CO , INC To 1945 LAKEPOINT DR LOUISVILLE, TX 75057

Ship PRIMARY WAREHOUSE/GM SACO To DUNS #006943773GS00 8301 FRUITRIDGE RD SACRAMENTO, CA 95826

Cust I D FLEMIN
Ship Via UPSG - DEL BY 01/03/03 P O Number 670330-GS
Ship Date 01/13/03 P O Date 12/03/02
Due Date 02/12/03 Job/Order No 120302
Terms 2%10 NET 30 Salesperson DAYMON

Item I D /Desc Ordered Shipped Unit Price Net FLEMIN-5 44 00 44 00 CLIP 6 48 285 12

Subtotal	285	12
Tax	0	00
Payments	0	00
Total	285	12

Orala	abs	, In	С	
2901	S	Tej	on	Street
Engle	owe	od,	CO	80110

Invoice Number 063000

Invoice Date 01/13/03

Page 1

Sold FLEMING CO , INC
TO 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship FLEMING LACROSSE
To DUNS #006943773LG00
322 CAUSEWAY BLVD
LACROSSE, WI
54601

Ship Via UPSG - DEL 12/17 Ship Date 01/13/03 Due Date 02/12/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 981518
P O Date 12/03/02
Job/Order No 120402
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR	36 00 LIP BALM STICK	36 00 1PK	DOZ	6 84	246 24
FLEMIN-3 BEST YET STRAWBER	24 00 RY LIP BALM ST		DOZ	6 84	164 16
FLEMIN-2 BEST YET CHERRY L	36 00 IP BALM STICK		DOZ	6 84	246 24

^{***}SEE CUSTOM PACKAGING FORM***

Subtotal	656	64
Tax	0	00
Payments	0	00
Total	656	64

Orala	abs	, Inc	
2901	S	Tejor	n Street
Engle	owe	od, Co	80110

Invoice Number 063123

Invoice Date 01/20/03

Page 1

Sold FLEMING CO , INC
TO 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/KOP
To DUNS#006943773KG00
201 WEST CHURCH ROAD
KING OF PRUSSIA, PA
19406

Ship Via UPSG - DEL 1/6 Ship Date 01/20/03 Due Date 02/19/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 642024-KG
P O Date 12/09/02
Job/Order No 121002
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unit	Price	Net
FLEM-6 BEST YET BOGO FLO REG, 32 CHE, 32 S	OR DISPLAY-2	5 00 PACK 32	DISP	72 96	364 80
FLEMIN-5	84 00	84 00	CLIP	6 48	544 32

Subtotal	909	12
Tax	0	00
Payments	0	00
Total	909	12

Oralabs,	Inc	
290'1 S	Tejon'	Street
Englewoo		

Invoice Number 063153

Invoice Date 01/16/03

Page 1

Sold FLEMING CO , INC
TO 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/KOP
To DUNS#006943773KG00
201 WEST CHURCH ROAD
KING OF PRUSSIA, PA
19406

Ship Via UPSG - CXL 12/13 Ship Date 01/16/03 Due Date 02/15/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 647182-KG
P O Date 12/10/02
Job/Order No 121102
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped		Unıt	Price		Net	
FLEMIN-3 BEST YET STRAWBERR	12 00 Y LIP BALM ST		00	DOZ	6	84	82	08
FLEMIN-4 BEST YET SPF15 MOI	48 00 STURIZER LIP		00	DOZ	6	84	328	32

STICK 1PK

Subtotal	410	40
Tax	0	00
Payments	0	00
Total	410	40

(303)783-9499 phone (303)783-5759 fax

Invoice Number 063158

Invoice Date 01/16/03

Page 1

Sold FLEMING CO, INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE
To DUNS#006943773TG00
7215 SOUTH TOPEKA BLVD
TOPEKA, KS
66619

Ship Via ABF - DEL 12/31 Ship Date 01/16/03 Due Date 02/15/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 436179-TG
P O Date 12/11/02
Job/Order No 121202
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unit	Price	Net
FLEMIN-1 BEST YET REGULAR	108 00 LIP BALM STICK	108 00 1PK	DOZ	6 84	738 72
FLEMIN-2 BEST YET CHERRY I	120 00 LIP BALM STICK	120 00 1PK	DOZ	6 84	820 80
FLEMIN-3 BEST YET STRAWBER	120 00 RRY LIP BALM ST	120 00 CICK 1PK	DOZ	6 84	820 80
FLEMIN-4 BEST YET SPF15 MO STICK 1PK	36 00 DISTURIZER LIP	36 00 BALM	DOZ	6 84	246 24

 Subtotal
 2626 56

 Tax
 0 00

 Payments
 0 00

 Total
 2626 56

(303)783-9499 phone (303)783-5759 fax

Invoice Number 063273

Invoice Date 01/17/03

Page 1

Sold FLEMING CO, INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/KOP
To DUNS#006943773KG00
201 WEST CHURCH ROAD
KING OF PRUSSIA, PA
19406

Ship Via ABF - DEL 1/6 Ship Date 01/17/03 Due Date 02/16/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 657638-KG
P O Date 12/12/02
Job/Order No 121302
Salesperson DAYMON

 Item I D /Desc
 Ordered
 Shipped
 Unit
 Price
 Net

 FLEM-6
 35 00
 35 00 DISP
 72 96
 2553 60

BEST YET BOGO FLOOR DISPLAY-2 PACK 32 REG, 32 CHE, 32 STR, 32 MOI

Subtotal	2553	60
Tax	0	00
Payments	0	00
Total	2553	60

Orala	abs	, Ir	1C	
2901	S	Te	on	Street
Engle	ewo	od,	CO	80110

Invoice Number 063295

Invoice Date 01/16/03

Page 1

Sold FLEMING CO, INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/GM SACO
To DUNS #006943773GS00
8301 FRUITRIDGE RD
SACRAMENTO, CA
95826

Ship Via	UPSG - DEL 1/6
Ship Date	01/16/03
Due Date	02/15/03
Terms	2%10 NET 30

Cust I D FLEMIN
P O Number 094783-GS
P O Date 12/16/02
Job/Order No 121602
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR	12 00 LIP BALM STICK		DOZ	6 84	82 08
FLEMIN-2 BEST YET CHERRY I	12 00 LIP BALM STICK	12 00 1PK	DOZ	6 8	82 08
FLEMIN-3 BEST YET STRAWBER	36 00 RRY LIP BALM ST	36 00 CICK 1PK	DOZ	6 8	246 24

Subtotal	410	40
Tax	0	00
Payments	0	00
Total	410	40

(303)783-9499 phone (303)783-5759 fax

Invoice Number 063455

Invoice Date 01/17/03

Page 1

Sold FLEMING CO , INC To 1945 LAKEPOINT DR
LOUISVILLE, TX 75057

Ship PRIMARY WAREHOUSE/KOP To DUNS#006943773KG00 201 WEST CHURCH ROAD KING OF PRUSSIA, PA 19406

Ship Via ABF - DEL 1/6 Ship Date 01/17/03 Due Date 02/16/03 Terms 2%10 NET 30

Cust I D FLEMIN
P O Number 694721-KG
P O Date 12/19/02
Job/Order No 122002
Salesperson DAYMON

Item I D /Desc Ordered Shipped Unit Price Net ______ FLEM-6 15 00 15 00 DISP 72 96 1094 40

BEST YET BOGO FLOOR DISPLAY-2 PACK 32

REG, 32 CHE, 32 STR, 32 MOI

Subtotal	1094	40
Tax	0	00
Payments	0	00
Total	1094	40

Oralabs	, Inc	
2901 S	Tejon	Street
Englewo	od, CO	80110

Invoice Number 063500

Invoice Date 01/16/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship FLEMING LACROSSE
To DUNS #006943773LG00
322 CAUSEWAY BLVD
LACROSSE, WI
54601

		Cust I D	FLEMIN
Ship Via	UPSG - DEL BY 01/06	P O Number	988213
Ship Date	01/16/03	P O Date	12/23/02
Due Date	02/15/03	Job/Order No	122602
Terms	2%10 NET 30	Salesperson	DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR	12 00 LIP BALM STICK	12 00 1PK	DOZ	6 84	82 08
FLEMIN-3 BEST YET STRAWBER	24 00 RY LIP BALM ST	24 00 ICK 1PK	DOZ	6 84	164 16
FLEMIN-2 BEST YET CHERRY I	12 00 IP BALM STICK	12 00 1PK	DOZ	6 84	82 08
FLEMIN-4 BEST YET SPF15 MC	24 00 DISTURIZER LIP	24 00 BALM	DOZ	6 84	164 16

^{***}SEE CUSTOM PACKAGING FORM***

Subtotal	492	48
Tax	0	00
Payments	0	00
Total	492	48

Orala	abs	, Inc	
2901	S	Tejon	Street
Engle	owe	od, CC	80110

Invoice Number 063597

Invoice Date 01/17/03

Page 1

Sold FLEMING CO , INC
TO 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WARESHOUSE/MEMPH To 006943773MG00 4688 HUNGERFORD MEMPHIS, TN 38118

Ship Via ABF - DEL 1/20 Ship Date 01/17/03 Due Date 02/16/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 306151-MG
P O Date 12/30/02
Job/Order No 123002
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net	
FLEMIN-1 BEST YET REGULAR	48 00 LIP BALM STICK	48 (1 1 P K	00 DOZ	6	84 328	32
FLEMIN-2 BEST YET CHERRY I	72 00 JIP BALM STICK	72 (1PK	00 DOZ	6	84 492	48
FLEMIN-3 BEST YET STRAWBER	180 00 RRY LIP BALM ST	180 (CICK 1PK	00 DOZ	6	84 1231	20
FLEMIN-4 BEST YET SPF15 MC STICK 1PK	60 00 DISTURIZER LIP	60 (BALM	00 DOZ	6	84 410	40

 Subtotal
 2462 40

 Tax
 0 00

 Payments
 0 00

 Total
 2462 40

(303)783-9499 phone (303)783-5759 fax

Invoice Number 063623

Invoice Date 01/16/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship FLEMING LACROSSE
To DUNS #006943773LG00
322 CAUSEWAY BLVD
LACROSSE, WI
54601

Ship Via UPSG - DEL 1/14 Ship Date 01/16/03 Due Date 02/15/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 989528
P O Date 12/31/02
Job/Order No 123102
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unit	Price	Net
FLEMIN-1 BEST YET REGULAR	24 00 LIP BALM STICK	24 00 1 1PK	DOZ	6 84	164 16
FLEMIN-3 BEST YET STRAWBER	12 00 RY LIP BALM ST	12 00 ICK 1PK	DOZ	6 84	82 08
FLEMIN-2 BEST YET CHERRY L	24 00 IP BALM STICK	24 00 1PK	DOZ	6 84	164 16

 Subtotal
 410 40

 Tax
 0 00

 Payments
 0 00

 Total
 410 40

(303)783-9499 phone (303)783-5759 fax

Invoice Number 063624

Invoice Date 01/16/03

Page 1

Sold FLEMING CO , INC To 1945 LAKEPOINT DR LOUISVILLE, TX 75057

Ship PRIMARY WARESHOUSE/MEMPH To 006943773MG00 4688 HUNGERFORD MEMPHIS, TN 38118

Ship Via UPSG - DEL 1/13 Ship Date 01/16/03 Due Date 02/15/03 Terms 2%10 NET 30

Cust I D FLEMIN
P O Number 125233-MG
P O Date 12/30/02
Job/Order No 123102
Salesperson DAYMON

Item I D /Desc Ordered Shipped Unit Price Net FLEMIN-3 24 00 24 00 DOZ 6 84 164 16

BEST YET STRAWBERRY LIP BALM STICK 1PK

Subtotal	164	16
Tax	0	00
Payments	0	00
Total	164	16

Oralab	s, Inc	
2901 S	Tejon	Street
Englew	ood, CO	80110

Invoice Number 063821

Invoice Date 01/16/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/GM SACO
TO DUNS #006943773GS00
8301 FRUITRIDGE RD
SACRAMENTO, CA
95826

Ship Via UPSG - DEL 1/28 Ship Date 01/16/03 Due Date 02/15/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 198358-GS
P O Date 01/08/03
Job/Order No 010903
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unit	Price	Net
FLEMIN-1 BEST YET REGULAR	12 00 LIP BALM STICK	12 00 1PK	DOZ	6 84	82 08
FLEMIN-2 BEST YET CHERRY I	48 00 LIP BALM STICK	48 00 1PK	DOZ	6 84	328 32
FLEMIN-3 BEST YET STRAWBE	24 00 RRY LIP BALM ST	24 00 ICK 1PK	DOZ	6 84	164 16

Subtotal	574	56
Tax	0	00
Payments	0	00
Total	574	56

(303)783-9499 phone (303)783-5759 fax

Invoice Number 063895

Invoice Date 01/22/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE
To DUNS#006943773TG00
7215 SOUTH TOPEKA BLVD
TOPEKA, KS
66619

Ship Via UPSG - DEL 1/27 Ship Date 01/22/03 Due Date 02/21/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 370767-TG
P O Date 01/13/03
Job/Order No 011403
Salesperson DAYMON

Item I D /De	sc Ordered	Shipped	Unıt	Price	Net
FLEMIN-3 BEST YET S	60 00 TRAWBERRY LIP BALM	00 00	DOZ	6 84	410 40

^{***}SEE CUSTOM PACKAGING FORM***

Subtotal 410	0	40
Tax	Э	00
Payments	Э	00
Total 410	Э	40

(303)783-9499 phone (303)783-5759 fax

Invoice Number 064053

Invoice Date 01/22/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship FLEMING LACROSSE
To DUNS #006943773LG00
322 CAUSEWAY BLVD
LACROSSE, WI
54601

Ship Via UPSG
Ship Date 01/22/03
Due Date 02/21/03
Terms 2%10 NET 30

Cust I D FLEMIN
P O Number 986490
P O Date 12/20/02
Job/Order No 012103
Salesperson DAYMON

 Item I D /Desc
 Ordered
 Shipped
 Unit
 Price
 Net

 FLEMIN-5
 60 00
 60 00
 CLIP
 6 48
 388 80

BEST YET ASST LIP BALM STK 1PK CLIPSTRIP
12PC - 3 CHE/3 MOI/3 REG/3 STR
PACKED 4 CLIPSTRIPS PER CARTON

Subtotal	388	80
Tax	0	00
Payments	0	00
Total	388	80

(303)783-9499 phone (303)783-5759 fax

Invoice Number 064139

Invoice Date 01/29/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WARESHOUSE/MEMPH
To 006943773MG00
4688 HUNGERFORD
MEMPHIS, TN
38118

Ship Via ABF-ASAP Ship Date 01/29/03 Due Date 02/28/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 189186-MG
P O Date 12/02/02
Job/Order No 012303
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR	108 00 LIP BALM STICK	108 00 1 1 PK	DOZ	6 84	738 72
FLEMIN-2 BEST YET CHERRY I	48 00 LIP BALM STICK	48 00 1PK	DOZ	6 84	328 32
FLEMIN-3 BEST YET STRAWBER	48 00 RRY LIP BALM ST	48 00 ICK 1PK	DOZ	6 84	328 32
FLEMIN-4 BEST YET SPF15 MC STICK 1PK	48 00 DISTURIZER LIP	48 00 BALM	DOZ	6 84	328 32

 Subtotal
 1723 68

 Tax
 0 00

 Payments
 0 00

 Total
 1723 68

Orala	abs	, In	.C	
2901	S	Теј	on	Street
Engle	ewo	od,	CO	80110

Invoice Number 064153

Invoice Date 01/31/03

Page 1

Sold FLEMING CO , INC
TO 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship FLEMING LACROSSE
To DUNS #006943773LG00
322 CAUSEWAY BLVD
LACROSSE, WI
54601

Ship Via UPSG - DEL 2/7 Ship Date 01/31/03 Due Date 03/02/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 995883
P O Date 02/07/03
Job/Order No 012403
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net	
FLEMIN-1 BEST YET REGULAR	24 00 LIP BALM STICK	24 0	O DOZ	6	84 164 1	L 6
FLEMIN-3 BEST YET STRAWBER	12 00 RY LIP BALM ST	12 0 ICK 1PK	0 DOZ	6	84 82 0	8
FLEMIN-2 BEST YET CHERRY L	24 00 IP BALM STICK	24 0 1PK	0 DOZ	6	84 164 1	16
FLEMIN-4 BEST YET SPF15 MO STICK 1PK	12 00 ISTURIZER LIP	12 0 BALM	0 DOZ	6	84 82 (08

SEE CUSTOM PACKAGING FORM

Subtotal	492	48
Tax	0	00
Payments	0	00
Total	492	48

Oralabs,	, Inc	
2901 S	Tejon	Street
Englewoo	od, CO	80110

Invoice Number 064236

Invoice Date 02/12/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE
To DUNS#006943773TG00
7215 SOUTH TOPEKA BLVD
TOPEKA, KS
66619

		Cust I D	FLEMIN
Ship Via	ABF-DEL 2/18	P O Number	582594 - TG
Ship Date	02/12/03	P O Date	01/28/03
Due Date	03/14/03	Job/Order No	012903
Terms	2%10 NET 30	Salesperson	DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR	144 00 LIP BALM STICK	144 00 1PK	DOZ	6 84	984 96
FLEMIN-2 BEST YET CHERRY I	180 00 JIP BALM STICK	180 00 1PK	DOZ	6 84	1231 20
FLEMIN-3 BEST YET STRAWBEF	36 00 RRY LIP BALM ST	36 00 ICK 1PK	DOZ	6 84	246 24
FLEMIN-4 BEST YET SPF15 MC STICK 1PK	132 00 DISTURIZER LIP	132 00 BALM	DOZ	6 84	902 88

^{***}SEE CUSTOM PACKAGING FORM***

Subtotal	3365	28
Tax	0	00
Payments	0	00
Total	3365	28

(303)783-9499 phone (303)783-5759 fax

Invoice Number 064248

Invoice Date 02/12/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE
To DUNS#006943773TG00
7215 SOUTH TOPEKA BLVD
TOPEKA, KS
66619

Ship Via ABF - DEL 2/5 Ship Date 02/12/03 Due Date 03/14/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 990305-TG
P O Date 01/29/03
Job/Order No 013003
Salesperson DAYMON

BEST YET ASST LIP BALM STK 1PK CLIPSTRIP 12PC - 3 CHE/3 MOI/3 REG/3 STR PACKED 4 CLIPSTRIPS PER CARTON

Subtotal	1459	20
Tax	0	00
Payments	0	00
Total	1459	20

(303)783-9499 phone (303)783-5759 fax

Invoice Number 064269

Invoice Date 02/13/03

Page 1

Sold FLEMING CO, INC
To 1945 LAKEPOINT DR LOUISVILLE, TX 75057

Ship PRIMARY WARESHOUSE/MEMPH To 006943773MG00 4688 HUNGERFORD

MEMPHIS, TN

38118

Ship Via UPSG - ASAP Ship Date 02/13/03 Due Date 03/15/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 189186-MG
P O Date 12/02/02
Job/Order No 012303
Salesperson DAYMON

Item I D /Desc Ordered Shipped Unit Price Net ______. FLEMIN-2 48 00 48 00 DOZ 6 84 328 32 BEST YET CHERRY LIP BALM STICK 1PK

Subtotal	328	32
Tax	0	00
Payments	0	00
Total	328	32

Orala	ıbs	, Inc	
2901	S	Tejon	Street
Engle	ewo	od, CO	80110

Invoice Number 064286

Invoice Date 02/11/03

Page 1

Sold FLEMING CO, INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship FLEMING LACROSSE
To DUNS #006943773LG00
322 CAUSEWAY BLVD
LACROSSE, WI
54601

Cust I D FLEMIN
Ship Via UPSG - DEL 2/13 P O Number 997921
Ship Date 02/11/03 P O Date 01/30/03
Due Date 03/13/03 Job/Order No 013103
Terms 2%10 NET 30 Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR	24 00 LIP BALM STICK	24 00 K 1PK) DOZ	6 84	164 16
FLEMIN-3 BEST YET STRAWBER	24 00 RY LIP BALM ST	24 00 FICK 1PK) DOZ	6 84	164 16
FLEMIN-2 BEST YET CHERRY L	24 00 IP BALM STICK	24 00 1PK) DOZ	6 84	164 16
FLEMIN-4 BEST YET SPF15 MC STICK 1PK	12 00 ISTURIZER LIP	12 00 BALM) DOZ	6 84	82 08

 Subtotal
 574
 56

 Tax
 0
 00

 Payments
 0
 00

 Total
 574
 56

(303) 783-9499 phone (303)783-5759 fax

Invoice Number 064432

Invoice Date 02/17/03

Page 1

Sold FLEMING CO , INC To 1945 LAKEPOINT DR LOUISVILLE, TX 75057

Ship PRIMARY WARESHOUSE/MEMPH To 006943773MG00 4688 HUNGERFORD MEMPHIS, TN 38118

Ship Via UPSG - DEL 2/20 Ship Date 02/17/03 Due Date 03/19/03 Terms 2%10 NET 30

Cust I D FLEMIN
P O Number 189187-MG
P O Date 02/06/03
Job/Order No 020703
Salesperson DAYMON

Item I D /Desc Ordered Shipped Unit Price Net FLEMIN-2 60 00 60 00 DOZ 6 84 410 40

BEST YET CHERRY LIP BALM STICK 1PK

Subtotal	410	40
Tax	0	00
Payments	0	00
Total	410	40

(303)783-9499 phone (303)783-5759 fax

Invoice Number 064502

Invoice Date 02/24/03

Page 1

Sold FLEMING CO , INC
TO 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/KOP
To DUNS#006943773KG00
201 WEST CHURCH ROAD
KING OF PRUSSIA, PA
19406

Ship Via UPSG - DEL 2/26 Ship Date 02/24/03 Due Date 03/26/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 050006-KG
P O Date 02/10/03
Job/Order No 021103
Salesperson DAYMON

Item I D /Desc Ordered Shipped Unit Price Net

FLEMIN-3 48 00 48 00 DOZ 6 84 328 32
 BEST YET STRAWBERRY LIP BALM STICK 1PK

FLEMIN-4 72 00 72 00 DOZ 6 84 492 48
 BEST YET SPF15 MOISTURIZER LIP BALM
 STICK 1PK

Subtotal	820	80
Tax	0	00
Payments	0	00
Total	820	80

(303) 783-9499 phone (303) 783-5759 fax

Invoice Number 064503

Invoice Date 02/24/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/KOP
To DUNS#006943773KG00
201 WEST CHURCH ROAD
KING OF PRUSSIA, PA
19406

Ship Via UPSG - DEL 2/26 Ship Date 02/24/03 Due Date 03/26/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 058615-KG
P O Date 02/11/03
Job/Order No 021103
Salesperson DAYMON

Item I D /Desc Ordered Shipped Unit Price Net

FLEM-6 2 00 2 00 DISP 72 96 145 92

BEST YET BOGO FLOOR DISPLAY-2 PACK 32 REG, 32 CHE, 32 STR, 32 MOI

 Subtotal
 145 92

 Tax
 0 00

 Payments
 0 00

 Total
 145 92

(303)783-9499 phone (303)783-5759 fax

Invoice Number 064504

Invoice Date 02/25/03

Page 1

Sold FLEMING CO, INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/GM SACO
TO DUNS #006943773GS00
8301 FRUITRIDGE RD
SACRAMENTO, CA
95826

Ship Via UPSG - DEL 3/3 Ship Date 02/25/03 Due Date 03/27/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 343285-GS
P O Date 02/10/03
Job/Order No 021103
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR	12 00 LIP BALM STICK		DOZ	6 84	82 08
FLEMIN-2 BEST YET CHERRY L	48 00 IP BALM STICK	48 00 1PK	DOZ	6 84	328 32
FLEMIN-3 BEST YET STRAWBER	12 00 RY LIP BALM ST	12 00 CICK 1PK	DOZ	6 84	82 08

Subtotal	492	48
Tax	0	00
Payments	0	00
Total	492	48

(303)783-9499 phone (303)783-5759 fax

Invoice Number 064530

Invoice Date 02/25/03

Page 1

Sold FLEMING CO, INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WARESHOUSE/MEMPH To 006943773MG00 4688 HUNGERFORD MEMPHIS, TN 38118

Ship Via ABF - DEL 3/4
Ship Date 02/25/03
Due Date 03/27/03
Terms 2%10 NET 30

Cust I D FLEMIN
P O Number 482458-MG
P O Date 02/11/03
Job/Order No 021203
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped		Unit	Price		Net	
FLEMIN-1 BEST YET REGULAR	96 00 LIP BALM STICK	96 1PK	00	DOZ	6	84	656	64
FLEMIN-2 BEST YET CHERRY	156 00 LIP BALM STICK	156 1PK	00	DOZ	6	84	1067	04
FLEMIN-3 BEST YET STRAWBE	120 00 RRY LIP BALM ST	120 TICK 1PK	00	DOZ	6	84	820	80
FLEMIN-4 BEST YET SPF15 M STICK 1PK	36 00 OISTURIZER LIP	36 BALM	00	DOZ	6	84	246	24

 Subtotal
 2790 72

 Tax
 0 00

 Payments
 0 00

 Total
 2790 72

Oraļa	bs,	Inc	
			Street
			80110

Invoice Number 064606

Invoice Date 03/03/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/GM SACO
To DUNS #006943773GS00
8301 FRUITRIDGE RD
SACRAMENTO, CA
95826

Ship Via UPSG - DEL 3/10 Ship Date 03/03/03 Due Date 04/02/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 373873-GS
P O Date 02/17/03
Job/Order No 021703
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unit	Prıce	Net
FLEMIN-1 BEST YET REGULAR	12 00 LIP BALM STICK	12 00 1PK	DOZ	6 84	82 08
FLEMIN-2 BEST YET CHERRY L	12 00 IP BALM STICK	12 00 1PK	DOZ	6 84	82 08
FLEMIN-3 BEST YET STRAWBER	24 00 RY LIP BALM ST	24 00 'ICK 1PK	DOZ	6 84	164 16
FLEMIN-4 BEST YET SPF15 MC STICK 1PK	12 00 ISTURIZER LIP	12 00 BALM	DOZ	6 84	82 08

Subtotal	410	40
Tax	0	00
Payments	0	00
Total	410	40

Orala	ıbs	, Inc	
2901	S	Tejon	Street
Engle	ows	od, CO	80110

Invoice Number 064607

Invoice Date 02/24/03

Page 1

Sold FLEMING CO, INC
TO 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship FLEMING LACROSSE
To DUNS #006943773LG00
322 CAUSEWAY BLVD
LACROSSE, WI
54601

Ship Via UPSG - DEL 3/3 Ship Date 02/24/03 Due Date 03/26/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 702428
P O Date 02/17/03
Job/Order No 021703
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unit	Price	Net
FLEMIN-1 BEST YET REGULAR	24 00 LIP BALM STICK	24 00 1PK	DOZ	6 84	164 16
FLEMIN-3 BEST YET STRAWBER	24 00 RY LIP BALM ST	24 00 ICK 1PK	DOZ	6 84	164 16
FLEMIN-2 BEST YET CHERRY L	24 00 IP BALM STICK	24 00 1PK	DOZ	6 84	164 16
FLEMIN-4 BEST YET SPF15 MO STICK 1PK	12 00 ISTURIZER LIP	12 00 BALM	DOZ	6 84	82 08

 Subtotal
 574 56

 Tax
 0 00

 Payments
 0 00

 Total
 574 56

Oralal	os,	Inc	
2901	ST	ejon	Street
Engle	wood	, co	80110

Invoice Number 064817

Invoice Date 03/17/03

Page 1

Sold FLEMING CO, INC
TO 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/GM SACO
To DUNS #006943773GS00
8301 FRUITRIDGE RD
SACRAMENTO, CA
95826

Ship Via UPSG- DEL 3/21 Ship Date 03/17/03 Due Date 04/16/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 429780-GS
P O Date 02/28/03
Job/Order No 022803
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR	36 00 LIP BALM STICE	36 00 K 1PK	DOZ	6 84	246 24
FLEMIN-2 BEST YET CHERRY I	48 00 LIP BALM STICK	48 00 1PK	DOZ	6 84	328 32
FLEMIN-3 BEST YET STRAWBE	60 00 Rry Lip balm st	60 00 TTCK 1PK	DOZ	6 84	410 40

Subtotal	984	96
Tax	0	00
Payments	0	00
Total	984	96

4		
Oralabs	, Inc	
2901 S	Tejon	Street
Englewo	od, CO	80110

Invoice Number 064937

Invoice Date 03/17/03

Page 1

Sold FLEMING CO , INC
TO 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship FLEMING LACROSSE
To DUNS #006943773LG00
322 CAUSEWAY BLVD
LACROSSE, WI
54601

Ship Via UPSG - DEL 3/21 Ship Date 03/17/03 Due Date 04/16/03 Terms 2%10 NET 30 Cust I D FLEMIN
P O Number 707604
P O Date 03/07/03
Job/Order No 030703
Salesperson DAYMON

Item I D /Desc	Ordered	Shipped	Unıt	Price	Net
FLEMIN-1 BEST YET REGULAR	48 00 LIP BALM STICK	48 00 1PK	DOZ	6 84	328 32
FLEMIN-3 BEST YET STRAWBER	24 00 RY LIP BALM ST	24 00 ICK 1PK	DOZ	6 84	164 16
FLEMIN-2 BEST YET CHERRY I	24 00 IP BALM STICK		DOZ	6 84	164 16

^{***}SEE CUSTOM PACKAGING FORM***

Subtotal	656	64
Tax	0	00
Payments	0	00
Total	656	64

(303)783-9499 phone (303)783-5759 fax

Invoice Number 065113

Invoice Date 03/24/03

Page 1

Sold FLEMING CO , INC
To 1945 LAKEPOINT DR
LOUISVILLE, TX
75057

Ship PRIMARY WAREHOUSE/kOP To DUNS#006943773KG00 201 WEST CHURCH ROAD KING OF PRUSSIA, PA 19406

Ship Via TBD - DEL 3/28
Ship Date 03/24/03
Due Date 04/23/03
Terms 2%10 NET 30

Cust I D FLEMIN
P O Number 200903-KG
P O Date 03/13/03
Job/Order No 031303
Salesperson DAYMON

BEST YET ASST LIP BALM STK 1PK CLIPSTRIP 12PC - 3 CHE/3 MOI/3 REG/3 STR PACKED 4 CLIPSTRIPS PER CARTON

 Subtotal
 388 80

 Tax
 0 00

 Payments
 0 00

 Total
 388 80