

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

PROOF OF CLAIM



611257

Bar Date Ref # 2-NVM-77095

In re
FLEMING COMPANIES INC

Case Number
03-10945 (MFN)

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

Central Foliage Exchange
PO Box PO Box 41480
Dallas TX 75241

0354653611257

☐ 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.

Creditor Telephone Number **972 225-7394**

If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.

CREDITOR TAX ID #

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

Check here if this claim

☐ 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 **5/9/02 - 5/10/02 - 8/13/02**

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE

\$ **2,073.00**

\$ _____ (secured) \$ _____ (unsecured priority) \$ _____ (total)

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below.

☐ Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

5 SECURED CLAIM

☐ Check this box if your claim is secured by collateral (including a right of setoff).

Brief description of collateral

- ☐ Real Estate
☐ Motor Vehicle
☐ Other _____

Value of collateral \$ _____

Amount of arrearage and other charges at time case filed included in secured claim above, if any \$ _____

6 UNSECURED PRIORITY CLAIM

☐ Check this box if you have an unsecured priority claim.

Specify the priority of the claim

- ☐ Wages, salaries, or commissions (up to \$4,650*) earned within 90 days before filing of the bankruptcy petition or cessation of the Debtor's business, whichever is earlier. 11 U.S.C. § 507(a)(3)
☐ Contributions to an employee benefit plan. 11 U.S.C. § 507(a)(4)
☐ Up to \$2,100* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 U.S.C. § 507(a)(6)
☐ Alimony, maintenance, or support owed to a spouse, former spouse, or child. 11 U.S.C. § 507(a)(7)
☐ Taxes or penalties owed to governmental units. 11 U.S.C. § 507(a)(8)
☐ Other. Specify applicable paragraph of 11 U.S.C. § 507(a) _____

Amounts are subject to adjustment on 4/1/01 and every 3 years thereafter, with respect to cases commenced on or after the date of adjustment.

7 CREDITS The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

8 SUPPORTING DOCUMENTS Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.

9 DATE-STAMPED COPY To receive an acknowledgment of your claim, please enclose a self-addressed stamped envelope and an additional copy of this proof of claim.

The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is received on or before 4:00 p.m., September 15, 2003, Pacific Daylight Time.

BY MAIL TO
Bankruptcy Management Corporation
P.O. BOX 900
El Segundo, CA 90245-0900

BY HAND OR OVERNIGHT DELIVERY TO
Bankruptcy Management Corporation
1330 East Franklin Avenue
El Segundo, CA 90245

THIS SPACE FOR COURT
USE ONLY

AUG 12 2003

BMC

DATE SIGNED

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

8-6-03 *[Signature]*

Fleming Companies Claim



03542

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

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

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

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

TO ALL CREDITORS OF THE DEBTORS

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

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

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

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

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

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

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

CENTRAL FOLIAGE

P O BOX 41480
DALLAS, TEXAS 75241
972-225-7394

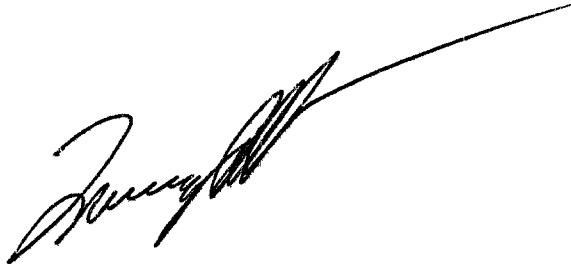
Invoice

DATE	INVOICE #
5/9/2002	45908

BILL TO
FLEMING FOODS 2600 McCREE DALLAS, TEXAS 75041

SHIP TO
LEVELS FOOD STORE 1524 HIGHWAY 59 N BOWIE 940-872-3261

P O NUMBER	TERMS	REP	SHIP	VIA	F O B	PROJECT
061309	NET60		5/9/2002	OUR TRUCK		
QUANTITY	ITEM CODE	DESCRIPTION			PRICE EACH	AMOUNT
5	AR10	ARBORICOLA 10"				
5	DTS10TC	DIEF TROPIC SNOW 10" TERRA COTTA				
5	MP10	MAJESTY PALM 10"				
5	FST10	FICUS STANDARD 10"				
5	SPM10	SPATH MACHO 10"				
4 5	PS10	SELLOUM 10"				
2	CRM10TC	CROTON MAMEY 10" TERRA COTTA				



PLEASE COUNT YOUR ORDER ON DELIVERY
NO CREDIT ISSUED FOR SHORTAGES AFTER DELIVERY

CENTRAL FOLIAGE

P O BOX 41480
DALLAS, TEXAS 75241
972-225-7394

Invoice

Date	Invoice #
5/9/2002	45908

Bill To
FLEMING FOODS 2600 McCREE DALLAS TEXAS 75041

Ship To
LEVELS FOOD STORE 1524 HIGHWAY 59 N BOWIE 940-872 3261

P O Number	Terms	Rep	Ship	Via	F O B	Project
061309	NET30		5/9/2002	OUR TRUCK		
Quantity	Item Code	Description			Price Each	Amount
5	AR10	ARBORICOLA 10"			9 00	45 00
5	DTS10TC	DIEF TROPIC SNOW 10" TERRA COTTA			10 00	50 00
5	MP10	MAJESTY PALM 10"			12 90	64 50
5	FST10	FICUS STANDARD 10"			10 00	50 00
5	SPM10	SPATH MACHO 10"			12 90	64 50
5	PS10	SELLOUM 10"			9 00	45 00
2	CRM10TC	CROTON MAMEY 10" TERRA COTTA			9 00	18 00
PLEASE COUNT YOUR ORDER ON DELIVERY NO CREDIT ISSUED FOR SHORTAGES AFTER DELIVERY					Total	\$337 00

CENTRAL FOLIAGE

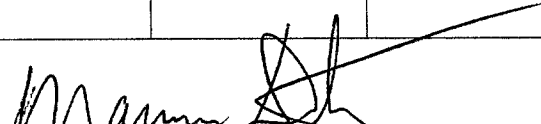
P O BOX 41480
DALLAS, TEXAS 75241
972-225-7394

Invoice

DATE	INVOICE #
5/10/2002	45921

BILL TO
FLEMING FOODS 2600 McCREE DALLAS, TEXAS 75041

SHIP TO
GARLAND WAREHOUSE

P O NUMBER	TERMS	REP	SHIP	VIA	F O B	PROJECT
	NET60		5/10/2002	OUR TRUCK		
QUANTITY	ITEM CODE	DESCRIPTION			PRICE EACH	AMOUNT
9	MP10	MAJESTY PALM 10"			10 00	90 00
9	SVG10TC	SANSEVIERIA GREEN 10" TERRA COTTA			9 00	81 00
9	MG10	MARGINATA GREEN 10"			9 00	81 00
9	DTS10TC	DIEF TROPIC SNOW 10" TERRA COTTA			10 00	90 00
9	AR10	ARBORICOLA 10"			9 00	81 00
10	SPM10	SPATH MACHO 10"			10 00	100 00
9	FST10	FICUS STANDARD 10"			9 00	81 00
					Total	\$604 00

CENTRAL FOLIAGE

P O BOX 41480
DALLAS, TEXAS 75241
972-225-7394

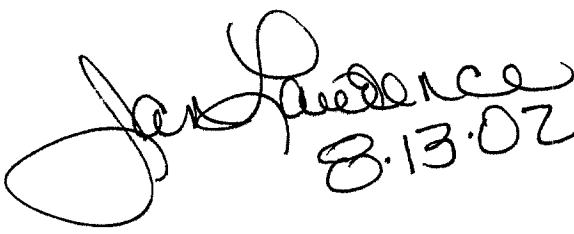
Invoice

DATE	INVOICE #
8/13/2002	46714

BILL TO
FLEMING PO BOX 268959 OKLAHOMA CITY, OK 73126-8959

SHIP TO
PRIMARY WAREHOUSE 420 S 145TH EAST AVE TULSA, OK 95376

P O NUMBER	TERMS	REP	SHIP	VIA	F O B	PROJECT
159301	NET30		8/13/2002	OUR TRUCK		

QUANTITY	ITEM CODE	DESCRIPTION	PRICE EACH	AMOUNT
14	SPP6	SPATH PATRICE 6" ITEM #08628-0	24 00	336 00
10	ASS6	ASSORTED TROPICALS 6" ITEM #08776-7	28 80	288 00
1	ASS4	ASSORTED TROPICALS 4" ITEM #50658-4	24 00	24 00
11	ASSD6	ASSORTED DIEFFENBACHIA 6" ITEM #08076-2	24 00	264 00
4	ASSDG	ASSORTED DISH GARDENS ITEM #08675-1	55 00	220 00
				

PLEASE COUNT YOUR ORDER ON DELIVERY
NO CREDIT ISSUED FOR SHORTAGES AFTER DELIVERY

Total \$1,132 00

6820