

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

PROOF OF CLAIM



554223

Bar Date Ref # 2-NVM-12499

In re
FLEMING COMPANIES, INC ETAL.

Case Number
03-10945 (MFW)

NOTE This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A 'request' for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

- 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.

Name of Creditor and Address

0354653554223

Oliver Sprinkler Co Inc
501 Feheley Dr
King of Prussia PA 19406-2690

RECEIVED
AUG 04 2003
OLIVER SPRINKLER CO, INC

Creditor Telephone Number **(610) 277-1331**

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 #
23-1711827

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR
10289

Check here replaces or amends a previously filed claim dated _____ if this claim

1 BASIS FOR CLAIM

- Goods sold
 - Services performed
 - Money loaned
 - Personal injury/wrongful death
 - Taxes
 - Other (describe briefly)
 - Retiree benefits as defined in 11 U.S.C. § 1114(a)
 - Wages salaries and compensation (Fill out below)
- Your social security number _____
Unpaid compensation for services performed from _____ to _____ (date) (date)

2 DATE DEBT WAS INCURRED **10/5/2002**

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ **20,960.00** (unsecured) \$ _____ (secured) \$ **20,960.00** (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

6 UNSECURED PRIORITY 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 \$ _____

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

FILED
THIS SPACE FOR COURT USE ONLY
AUG 12 2003

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

BMC

DATE SIGNED
8/8/03

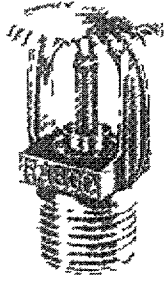
SIGN and print the name and title if any of the creditor or other person authorized to file this claim (attach copy of power of attorney if any)
Michael E. Slegak Director of accounting



03758

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



Oliver Sprinkler Co., Inc.

501 FEHELEY DRIVE
KING OF PRUSSIA, PA 19406 2690
610/277-1331 • FAX 610/277-2837

Invoice # 028377-1

Date 10/31/02

Bill to:

FLEMING FOODS
ATTN JIMMY VENEZIA
201 W CHURCH ROAD
KING OF PRUSSIA, PA 19406

Job: 028377

FLEMING CO
UNDERGROUND LEAK
201 W CHURCH ROAD
KING OF PRUSSIA, PA

Customer Code	Purchase Order No.	Salesperson	Terms
10289			NET 30 DAYS
Remarks:			

Quantity	Description	U/M	Unit Price	Extension
				20,960 00
	PROVIDE LABOR & MATERIAL TO RESPOND TO A SERVICE CALL - TICKET #15299			
			Total	20,960 00

OLIVER SPRINKLER CO

501 FEHELEY DRIVE
610 277-1331

KING OF PRUSSIA, PA 19406

The OLIVER SPRINKLER CO., Inc.

DAY WORK ORDER

15299

The Oliver Sprinkler Co, Inc,
for and in consideration of the
price hereinafter named, hereby
proposes to furnish the work or
materials as hereinafter de-
scribed, subject to the conditions
printed on the back of this order

Our No 028377
Purchaser's
Order No

Description of Work or Material to be furnished and location of property

Began excavation for underground
leaking pipe and followed water
found abandoned pit full of water
pumped out. Found sink hole
between pit and end of excavation
uncovered. For 8" sharp break
cut out bad pipe replaced with
new pipe over sleeve.
Retained and rodled.

Re-energized Underground OK.
1-8" mech joint sleeve 3-8" retaining
1-8" x 3-4" with Mech. joint Bell
4-8" Under Clamps 2-3/4" ATR 6" 0"

If more space needed for description of order use additional sheets
All material and labor furnished on this order will be billed at market
prices prevailing when furnished, said bills being payable 30 days from date
of invoice 4-4x4x 1/8 fish Plates.

THE OLIVER SPRINKLER CO., Inc

Under. in service. By Gary Mayagna Foreman
ACCEPTED Date Oct. 5 2002

Fleming General Merchandise
Firm Name
Per Jim Parko

Bill above to
Address

WHITE - OFFICE YELLOW - CUSTOMER PINK - FOREMAN GOLD - SUPERINTENDENT