

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

PROOF OF CLAIM



585959

Bar Date Ref # 2-NVM-50064

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

Sac Val Disposal - Waste Management
8701 Younger Crk Dr
Sacramento CA 95828

11931 Foundation Place
Suite 200
Gold River CA 95620

0354653585959

Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Check box if you have never received any notices from the bankruptcy court in this case.

Check box if this address differs from the address on the envelope sent to you by the court.

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

Creditor Telephone Number ()

CREDITOR TAX ID #
95-2370374

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR
050-9555/050-10676/050-5492

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 11/6/00 to 4/1/03 (date) (date)

2 DATE DEBT WAS INCURRED 11/6/00

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE

\$ 3034.80 (unsecured) \$ (secured) \$ (unsecured priority) \$ 3034.80 (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

FILED

THIS SPACE FOR COURT USE ONLY
AUG 14 2003

BMC

DATE SIGNED 8/10/03

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).

Antonia Williams/colle

Fleming Companies Claim

04036

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

050-9555

12/01/2000

Invoice # 0050-232790

Billing location
CORE MARK DISTRIBUTORS H+
P O BOX 348240
SACRAMENTO CA 95834

Service location
CORE MARK DISTRIBUTORS H+
1520 NATIONAL DR
SACRAMENTO CA 95838
050-9555

Date	Service Description	Ticket	Qty	Price	Extended
050-9555	1520 NATIONAL DR	SACRAMENTO CA			
12/01/2000	FUEL SURCHARGE		3 00	9 81	9 81
11/06/2000	DISPOSAL PER TON	169900	2 65	44 80	118 72
11/15/2000	DISPOSAL PER TON	172645	2 13	44 80	95 42
11/27/2000	DISPOSAL PER TON	174632	2 44	44 80	109 31
11/06/2000	40 YD ROLLOFF	169900	1 00	136 86	136 86
11/15/2000	40 YD ROLLOFF	172645	1 00	136 86	136 86
11/27/2000	40 YD ROLLOFF	174632	1 00	136 86	136 86
	Total Due				\$743 84

*Paid \$ 583 84
balance due \$160.00*



WASTE MANAGEMENT OF SACRAMENTO
 8761 YOUNGER CREEK DR
 SACRAMENTO, CA 95828
 (916) 387-1400
 (916) 387-8224 (FAX)

INVOICE

050 0009555 0050 9
 CORE MARK DISTRIBUTORS H+
 P O BOX 348240
 SACRAMENTO CA 95834 8240

Acct No 050-0009555-0050-9
 Invoice No 0611840-0050-5
 03/01/2003
 Page 0001-0001

Want to pay this bill on line? Go to www.wm.com to learn more and make a convenient secure payment

050-9555 CORE MARK DISTRIBUTORS H+
 Service Period Description FEBRUARY 2003
 0050-0611840 03/01/2003

Service Location
 050-9555 CORE MARK DISTRIBUTORS H+
 1520 NATIONAL DR
 SACRAMENTO CA 95838

01/29/2003	LANDFILL CHARGE	303340	1 32	63 39
01/29/2003	40YD ROLLOFF BOX	303340	1 00	146 71
	Job # TRASH			
02/05/2003	LANDFILL CHARGE	304342	2 09	100 38
02/05/2003	40YD ROLLOFF BOX	304342	1 00	146 71
	Job # TRASH			
02/12/2003	LANDFILL CHARGE	305350	1 84	88 37
02/12/2003	40YD ROLLOFF BOX	305350	1 00	146 71
	Job # TRASH			
02/19/2003	LANDFILL CHARGE	306237	1 84	88 37
02/19/2003	40YD ROLLOFF BOX	306237	1 00	146 71
	Job # TRASH			
03/01/2003	FUEL SURCHARGE		4 00	12 72
	S W A FRANCHISE FEE-RO/SB			75 21

ROLL OFF LATE FEE 2 40

Total This Invoice 1,017 68
 Balance From Previous Billing 2,229 61
 Payment - Thank You \$907 50-
 Total Account Balance \$2,339 79

PAYMENTS RECEIVED AFTER FEBRUARY 27TH WILL REFLECT ONON YOUR NEXT INVOICE.

Current	Over 30	Over 60	Over 90	Over 120
1,017 68	1,162 11			160 00

DUE UPON RECEIPT WHEN MAKING PAYMENT ON MULTIPLE ACCOUNTS, PLEASE INCLUDE ALL ACCOUNT NUMBERS, AND AMOUNT OF EACH PAYMENT TERMS AFTER 60 DAYS A SERVICE CHARGE OF 1 5% PER MONTH WILL BE CHARGED ON ALL PAST DUE ACCOUNTS

TO ENSURE PROPER CREDIT PLEASE INCLUDE YOUR ACCOUNT NUMBER ON YOUR CHECK AND RETURN THE BOTTOM PORTION WITH YOUR PAYMENT IN THE ENCLOSED ENVELOPE

(916) 387 1400
 (916) 387 8224 (FAX)



WASTE MANAGEMENT OF SACRAMENTO
 8761 YOUNGER CREEK DR
 SACRAMENTO, CA 95828
 Return Service Requested

IF PAYING BY CREDIT CARD, FILL OUT BELOW		CHECK CARD USING FOR PAYMENT	
CARD NUMBER	AMOUNT PAID	<input type="checkbox"/>	<input type="checkbox"/>
SIGNATURE	EXP DATE		
ACCOUNT#	INVOICE DATE	INVOICE NUMBER	CHECK NO
050-0009555-0050-9	03/01/2003	0611840-0050-5	
CURRENT	TOTAL DUE	AMOUNT ENCLOSED	
1,017 68	2,339 79		

Plus \$25 NSF Fee

Balance Due \$1042.68

00500500009555006118400000010176800000233979 0

050-0009555-0050-9
 CORE MARK DISTRIBUTORS H+
 P O BOX 348240
 SACRAMENTO CA 95834-8240

WASTE MANAGEMENT OF SACRAMENTO
 PO BOX 79121
 PHOENIX, AZ 85062-9121





WASTE MANAGEMENT
Waste Management of Sacramento
8761 Younger Creek Drive
Sacramento Ca 95828

(916) 387 1400
(916) 294-9879

INVOICE

Customer CORE MARK DISTRIBUTORS H+
Account Number 050-0009555-0050-9
Invoice Date 04/01/2003
Invoice Number 0626517-0050-2
Terms Due Upon Receipt

Current Invoice Amount	Total Amount Due
1,269 13	2,446 81

Account Summary

Description	Amount
Previous Balance	2,339 79
Total Credits and Adjustments	0 00
Total Payments Received	1,162 11-
Total Current Charges	1,269 13
Total Amount Due	2,446 81
Total Amount Past Due	1,177 68

Service Period. MARCH 2003

Description	Amount
Roll-Off	1,269 13
Total Current Charges	1,269 13

Failure to pay this balance could necessitate further collection action. Please process your payment in full today.



PAYMENTS RECEIVED AFTER MARCH 31ST WILL REFLECT ON YOUR NEXT INVOICE

WHEN MAKING PAYMENT ON MULTIPLE ACCOUNTS PLEASE INCLUDE ALL ACCOUNT NUMBERS AND AMOUNT OF EACH PAYMENT TO ENSURE PROPER CREDIT. PLEASE INCLUDE YOUR ACCOUNT NUMBER ON YOUR CHECK AND RETURN THE BOTTOM PORTION WITH YOUR PAYMENT IN THE ENCLOSED ENVELOPE.

Want to pay this bill on line? Go to www.wm.com to learn more about WM ezPay and make a convenient secure payment.

Current Due	Over 30	Over 60	Over 90	Over 120	Total Due
1 269 13	1,017 68	0 00	0 00	160 00	2 446 81



Waste Management of Sacramento
8761 Younger Creek Drive
Sacramento Ca 95828

(916) 387 1400
(916) 294 9879

The NEW invoice format is here Easier to read and easier to pay See inside for details

Payment Coupon

Please detach and enclose this portion with your payment do not send cash

Your Account Number		Waste Management introduces WM ezPay!! Pay your WM bill on-line at www.wm.com
050 0009555 0050 9		
Invoice Date	Your Invoice Number	Paying by credit card? Please fill out the reverse side of the Payment Coupon
04/01/2003	0626517-0050 2	
Terms	Total Due	Amount Paid
Upon Receipt	2,446 81	

PAID \$119 18 TOTAL DUE \$1149 95

00500500009555006265170000012691300000244681 7

0003858 01 AT 0 292 AUTO T6 0 5190 95834 824040 CP3 I0050033



CORE MARK DISTRIBUTORS H+
P O BOX 348240
SACRAMENTO CA 95834-8240

Please make
Check
Payable To

Waste Management of Sacramento
P O Box 79121
Phoenix, AZ 85062 9121





WASTE MANAGEMENT
 Waste Management of Sacramento
 8761 Younger Creek Drive
 Sacramento Ca 95828

Customer CORE MARK DISTRIBUTORS H+
Account Number 050-0009555-0050-9
Invoice Date 04/01/2003
Invoice Number 0626517-0050-2
Terms Due Upon Receipt

Service Location* 050-9555 Core Mark Distributors H+ 1520 National Dr. Sacramento Ca 95838

Date	Ticket	Description	Quantity	U/M	Rate	Amount
02/26/03	307168	Landfill charge	2 71			130 16
02/26/03	307168	40Yd rolloff box	1 00			146 71
		Job #trash				
03/05/03	308144	Landfill charge	93			44 66
03/05/03	308144	40Yd rolloff box	1 00			146 71
		Job #trash				
03/12/03	309119	Landfill charge	1 40			67 24
03/12/03	309119	40Yd rolloff box	1 00			146 71
		Job #trash				
03/18/03	310315	Landfill charge	2 20			105 66
03/18/03	310315	40Yd rolloff box	1 00			146 71
		Job #trash				
03/26/03	310869	Landfill charge	1 43			68 68
03/26/03	310869	40Yd rolloff box	1 00			146 71
		Job #trash				
04/01/03		Fuel surcharge	5 00			22 95
		S W A Franchise fee-ro/sb				93 83
		Roll off late fee				2 40
Total Current Charges						1 269 13

Payments Received Detail

Payment - thank you	1 162 11-
Total Payments Received	1,162 11-

1149.03



WASTE MANAGEMENT
Waste Management of Sacramento
8761 Younger Creek Drive
Sacramento Ca 95828

(916) 387-1400
(916) 294-9879

INVOICE

Customer CORE MARK INTERNATIONAL
Account Number 050-0006676-0050-6
Invoice Date 04/01/2003
Invoice Number 0626480-0050-3
Terms Due Upon Receipt

Current Invoice Amount	Total Amount Due
331 91	331.91

Account Summary

Description	Amount
Previous Balance	0 00
Total Credits and Adjustments	0 00
Total Payments Received	0 00
Total Current Charges	331 91
Total Amount Due	331 91
Total Amount Past Due	0 00

Service Period. MARCH 2003

Description	Amount
Roll-Off	331 91
Total Current Charges	331 91

Please pay total amount due Thank you for your business

←

PAYMENTS RECEIVED AFTER MARCH 31ST WILL REFLECT ON YOUR NEXT INVOICE

WHEN MAKING PAYMENT ON MULTIPLE ACCOUNTS PLEASE INCLUDE ALL ACCOUNT NUMBERS AND AMOUNT OF EACH PAYMENT TO ENSURE PROPER CREDIT PLEASE INCLUDE YOUR ACCOUNT NUMBER ON YOUR CHECK AND RETURN THE BOTTOM PORTION WITH YOUR PAYMENT IN THE ENCLOSED ENVELOPE

Want to pay this bill on line? Go to www.wm.com to learn more about WM ezPay and make a convenient secure payment

Current Due	Over 30	Over 60	Over 90	Over 120	Total Due
331 91	0 00	0 00	0 00	0 00	331 91



Waste Management of Sacramento
8761 Younger Creek Drive
Sacramento Ca 95828

(916) 387 1400
(916) 294 9879

The NEW invoice format is here Easier to read and easier to pay See inside for details

Payment Coupon

Please detach and enclose this portion with your payment do not send cash

Your Account Number		Waste Management introduces WM ezPay!! Pay your WM bill on line at www.wm.com
050 0006676-0050 6		
Invoice Date	Your Invoice Number	Paying by credit card? Please fill out the reverse side of the Payment Coupon
04/01/2003	0626480 0050 3	
Terms	Total Due	Amount Paid
Upon Receipt	331 91	

credit given \$33.91 Balance \$298

0050050000667600626480000003319100000033191 1

0003886 01 AT 0 292 AUTO T6 0 5190 95838 251170 CP3 10050033



CORE MARK INTERNATIONAL
3970 PELL CIRCLE
SACRAMENTO CA 95838-2511



Please make Waste Management of Sacramento
Check P O Box 79121
Payable To Phoenix, AZ 85062-9121



WASTE MANAGEMENT
 Waste Management of Sacramento
 8761 Younger Creek Drive
 Sacramento Ca 95828

Customer CORE MARK INTERNATIONAL
Account Number 050-0006676-0050-6
Invoice Date 04/01/2003
Invoice Number 0626480-0050-3
Terms Due Upon Receipt

Service Location 050-6676 Core Mark International. 3970 Pell Circle: Sacramento Ca 95838

Date	Ticket	Description	Quantity	U/M	Rate	Amount
03/13/03	309773	Delivery	1	00		50 00
		Delivery charge				
03/13/03	309773	40Yd placement	1	00		248 00
		Job #trash				
04/01/03		Fuel surcharge	2	00		9 32
		S W A Franchise fee-ro/sb				24 59
Total Current Charges						331 91



INVOICE

Acct No 050-0005992-0050-8
Invoice No 0611791-0050-0
03/01/2003
Page 0001-0001

WASTE MANAGEMENT OF SACRAMENTO
8761 YOUNGER CREEK DR
SACRAMENTO, CA 95828
(916) 387-1400
(916) 387-8224 (FAX)

050 0005992 0050 8
CORE MARK INTERNATIONAL/COMPAC
3970 PELL CIR
SACRAMENTO CA 95838 2511

Want to pay this bill on line? Go to www.wm.com to learn more and make a convenient secure payment

050-5992 CORE MARK INTERNATIONAL/COMP AC
Service Period Description FEBRUARY 2003
0050-0611791 03/01/2003

Service Location
050-5992 CORE MARK INTERNATIONAL/COMP AC
3970 PELL CIR
SACRAMENTO CA 95838

Table with columns for date, description, quantity, unit, and amount. Includes entries for trash removal, fuel surcharge, and franchise fees.

PAYMENTS RECEIVED AFTER FEBRUARY 27TH WILL REFLECT ONON YOUR NEXT INVOICE

DUE UPON RECEIPT WHEN MAKING PAYMENT ON MULTIPLE ACCOUNTS, PLEASE INCLUDE ALL ACCOUNT NUMBERS, AND AMOUNT OF EACH PAYMENT TERMS AFTER 60 DAYS A SERVICE CHARGE OF 1 5% PER MONTH WILL BE CHARGED ON ALL PAST DUE ACCOUNTS

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(916) 387 1400
(916) 387 8224 (FAX)

WASTE MANAGEMENT OF SACRAMENTO
8761 YOUNGER CREEK DR
SACRAMENTO, CA 95828
Return Service Requested

Payment form with fields for card number, signature, amount paid, and account details.

TOTAL DUE 384 17 Paid \$753 38

00500500005992006117910000011375500000358845 6

050-0005992-0050-8
CORE MARK INTERNATIONAL/COMPAC
3970 PELL CIR
SACRAMENTO CA 95838-2511

WASTE MANAGEMENT OF SACRAMENTO
PO BOX 79121
PHOENIX, AZ 85062-9121





INVOICE

WASTE MANAGEMENT
Waste Management of Sacramento
8761 Younger Creek Drive
Sacramento Ca 95828

Customer CORE MARK INTERNATIONAL/COMPAC
Account Number 050-0005992-0050-8
Invoice Date 04/01/2003
Invoice Number 0626470-0050-4
Terms Due Upon Receipt

(916) 387 1400
(916) 294 9879

Current Invoice Amount	Total Amount Due
1,085.24	1,469.41

Account Summary

Description	Amount
Previous Balance	3,588.45
Total Credits and Adjustments	0.00
Total Payments Received	3,204.28
Total Current Charges	1,085.24
Total Amount Due	1,469.41
Total Amount Past Due	384.17

Service Period MARCH 2003

Description	Amount
Roll-Off	1,085.24
Total Current Charges	1,085.24

Please pay total amount due. Thank you for your business

PAYMENTS RECEIVED AFTER MARCH 31ST WILL REFLECT ON YOUR NEXT INVOICE

WHEN MAKING PAYMENT ON MULTIPLE ACCOUNTS PLEASE INCLUDE ALL ACCOUNT NUMBERS AND AMOUNT OF EACH PAYMENT TO ENSURE PROPER CREDIT. PLEASE INCLUDE YOUR ACCOUNT NUMBER ON YOUR CHECK AND RETURN THE BOTTOM PORTION WITH YOUR PAYMENT IN THE ENCLOSED ENVELOPE

Want to pay this bill on line? Go to www.wm.com to learn more about WM ezPay and make a convenient secure payment

Current Due	Over 30	Over 60	Over 90	Over 120	Total Due
1,085.24	384.17	0.00	0.00	0.00	1,469.41



Waste Management of Sacramento
8761 Younger Creek Drive
Sacramento Ca 95828

(916) 387 1400
(916) 294 9879

The NEW invoice format is here. Easier to read and easier to pay. See inside for details

Payment Coupon

Please detach and enclose this portion with your payment. do not send cash

Your Account Number 050-0005992-0050 8
Invoice Date 04/01/2003
Your Invoice Number 0626470-0050 4
Terms Upon Receipt
Total Due 1,469.41
Amount Paid

Waste Management introduces WM ezPay!! Pay your WM bill on-line at www.wm.com

Paying by credit card? Please fill out the reverse side of the Payment Coupon

1,007.21 paid \$462.20

00500500005992006264700000010852400000146941 4

0003885 01 AT 0 292 AUTO T6 0 5190 95838-251170 CP3 10050033



CORE MARK INTERNATIONAL/COMPAC
3970 PELL CIR
SACRAMENTO CA 95838 2511

Please make
Check
Payable To

Waste Management of Sacramento
P O Box 79121
Phoenix, AZ 85062 9121



WASTE MANAGEMENT
 Waste Management of Sacramento
 8761 Younger Creek Drive
 Sacramento Ca 95828

Customer CORE MARK INTERNATIONAL/COMPAC
Account Number 050-0005992-0050-8
Invoice Date 04/01/2003
Invoice Number 0626470-0050-4
Terms Due Upon Receipt

Service Location 050-5992 Core Mark International/Compac: 3970 Pell Cir. Sacramento Ca 95838

Date	Ticket	Description	Quantity	U/M	Rate	Amount
03/03/03	308054	Over 6 tons	1 94			93 17
03/03/03	308054	25Yd compactor Job #trash	1 00			361 91
03/17/03	309966	Over 6 tons	3 44			165 22
03/17/03	309966	25Yd compactor Job #trash	1 00			361 91
04/01/03		Fuel surcharge	2 00			22 64
		S W A Franchise fee-ro/sb				80 39
Total Current Charges						1 085 24

Payments Received Detail

	Payment - thank you					3 204 28-
Total Payments Received						3,204 28-