UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE	PROOF OF CLAIM
In re Fleming Companies, Inc	Case Number 03-10945

c131195

Scheduled Claim Ref # 2 F2-18821

YOUR CLAIM IS SCHEDULED AS

$2 368 80 UNSECURED

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 o an administrative expense may be filed pursuant to 11 U S C § 503

Name of Creditor and Address

0354429376468

AAA IMPORTS INC
PO BOX 1659
APOPKA FL 32704

Creditor Telephone Number ( )

☐ 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 TAX I D # 59-3404136

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR Fleming Companies

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

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 _____ (date) to _____ (date)

2 DATE DEBT WAS INCURRED 8-22-02

3 IF COURT JUDGMENT, DATE OBTAINED –

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE

$ 2368.80	$	$	$ 2368.80
(unsecured)	(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 0

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

FILED
AUG 19 2003
BMC

Fleming Companies Claim
05335

DATE SIGNED

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)

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

AAA Imports, Inc.

Suppliers of Innovative Horticultural Pottery

P O Box 1659
Apopka, FL 32704
407-884-0078
Federal ID

INVOICE

 # T302418

SALES ORDER #
T302418

SOLD TO
Alicia Flynn
Fleming Companies, Inc.
PO Box 268959
Oklahoma City, OK 73126-8959
USA

SHIPPED TO
Alicia Flynn
Fleming Distributing Center
420 South 145th E Ave
Tulsa, OK 74108
USA 918-439-6820

INVOICE DATE	YOUR ORDER #	PAYMENT TERMS	SALESMAN	ORDER SOURCE	SHIPPED VIA
8/22/2002	159376	Net 30	Tracy	Tracy	Yellow Freight

Qty	Shp'd	Item #	Description	Disc	Tax	Price	Amount
Qty BO	**Ship Date**	**Serial Number**	**Job Reference**	**Comments**			
47 00	47 00	AAA09150	Resin Fall Leaf Pot 4 5" [Pack12]	0 0%	☐	$50 40	$2 368 80
0 00	08/22/02						

Comments: Thursday August 22nd, 2002

SUBTOTAL.	**$2,368.80**
FREIGHT	$0 00
0.00% TAX	$0 00
OTHER TAX.	$0 00
OTHER	$0 00
TOTAL	$2,368 80
AMOUNT DUE	$2 368 80

PAYMENTS:

AAA Imports, Inc.

Suppliers of Innovative Horticultural Pottery

P O Box 1659
Apopka, FL 32704
Phone 407-884-0078
Fed Tax ID

QUOTATION

#: T302418

SOLD TO

Fleming Distributing Center
420 South 145th E Ave
Tulsa, OK 74108
USA 918-439-6820

SHIPPED TO

Fleming Distributing Center
420 South 145th E Ave
Tulsa, OK 74108
USA 918-439-6820

QUOTE DATE	YOUR ORDER #	PAYMENT TERMS	SALESMAN	ORDER SOURCE	SHIPPED VIA
8/21/02			Tracy	Tracy	Yellow Freight

Quantity	Item #	Description	Disc	Tax	Price	Amount
47 00	AAA09150	Resin Fall Leaf Pot 4 5" [Pack12]	0 0%	☐	$50 40	$2,368 80

RW
47 cases - 2 Pallets
8-21-02

958

Comments:

Thursday August 22nd, 2002

Each cases needs to be labeled - Labels Attached

I need pallet counts and weights so I can arrange shipping Thanks

SUBTOTAL	$2,368 80
FREIGHT	$0 00
0 00% TAX	$0 00
OTHER TAX	$0 00
OTHER.	$0 00
TOTAL	$2,368 80

FLEMING PURCHASE ORDER
TULSA DC

EMAIL PASSINGS TO aflynn@email.fleming com

DELIVERY DATE 8/26/2002

LOAD # _____ **P O #** 159376

FLEMING ITEM #	ALBERTSONS ITEM #	ITEM DESCRIPTION	PACK	COST $$$$$$	TOTALS ######	U P C
		AAA IMPORTS				
08082	4176087	FALL CONTAINERS	10	$44 80	47	NONE
			12	50 40	47	

Street ! Fleming ~~Albertson~~ Distrubitione Center
420 South 145th E Ave
Tulsa ! OK ~~No UPC~~
74108

Outside of Box Fleming Item #
C Albertsons Item !

Apt # 918 439 6820
24 hrs in advance
Before 11:00AM

CONFIRMATION REQUEST

22 August

Your pickup request for 08/22/2002 has been submitted We're sending a confirmation email for your records Thank you

Shipment ready 08/22/2002 08 39 AM (local time)
Dock closes 08/22/2002 03·00 PM (local time)

PICKUP LOCATION

AAA IMPORTS 2560 W HIGHWAY 441 APOPKA FL 32712-3170

PICKUP CONTACT

TRACY HANSKI 407-884-0078

STANDARD GROUND AND DEFINITE DELIVERY SHIPMENT INFORMATION

Shipment	Total Pieces	Total Weight	Destination	Contains	Service

EXACT EXPRESS SHIPMENT INFORMATION

Shipment	Total Pieces	Total Weight	Destination	Contains	Service
#1	2	958	74108, USA		Exact

We will deliver your shipment no later than **08/26/2002**

COMMENTS

DO NOT BREAK PALLETS

NEW PICKUP REQUEST

MY EXACT EXPRESS RATE QUOTE

22 August

Origin 32712 (APOPKA, FL -

Destination 74108 (TULSA, OK - Direct)

PIECES	WEIGHT	LENGTH	WIDTH	HEIGHT
2	958			
	Total 958 lb			

Total Chargeable Weight	**958 lbs**
QUOTE BASED ON YOUR CURRENT PRICING (U S DOLLARS)	
Total	**$539 32**
Service	
Requested Pickup Date	**08/22/2002**
Guaranteed Delivery Date	**08/26/2002 No later than 11 00 AM**
Miles	**1214**
CHARGE DETAIL	
Gross Charge	$436 18
100% Satisfaction Guarantee	Included
Proactive Notification	Included
Fuel Surcharge	$10 90
Value Added Services	$92 24
Notification Prior to Divy $5 00	
Deliver Bef 11 00 AM $87 24	
Quote ID (use if calling Customer Service Center 1-800-610-6500)	5258428

To book this shipment, please click on Pickup or contact us at 1-800-610-6500.

GET ANOTHER QUOTE PICKUP

Please note This quote is an estimate of charges based on the information supplied by you and rates in effect at the time of the quote Actual charges will be based on the shipment's actual weight dimensions requested transit days and additional services performed

Service days do not include the day of pickup or holidays Exact Express counts weekends as one service day

EBL Created

OLF 243 971269 9

SINGLE SHPT	MULTIPLE SHPT	FORKLIFT REQ	HOOK	TRAILER NO
PCS	CHR	PCS	STKR	

This shipment is bound by the terms and conditions of the Uniform Straight Bill of Lading included in the NMFC 100 series.

YELLOW

UNIFORM STRAIGHT BILL OF LADING - SHORT FORM
YELLOW TRANSPORTATION, INC
(800) 610-6500

BOL #
Date 08/22/2002
Carrier YFSY - Yellow Transportation, Inc.

SHIPPER	CONSIGNEE
AAA IMPORTS 2560 W HIGHWAY 441 APOPKA, FL 32712-3170 USA TRACY HANSKI 407-884-0078	FLEMING DISTRIBUTING CENTER 420 SOUTH 145TH E AVE TULSA, OK 74108 USA A. FLYNN 918-439-6820
BILL TO	**REFERENCE NUMBERS AND SPECIAL INSTRUCTIONS**
	PO# 159376 Ref# Customer Order Number T302418 DO NOT BREAK PALLETS

PIECES	HM	DESCRIPTION	WEIGHT (LB)
		STANDARD GROUND --- STANDARD GROUND --- STANDARD GROUND	
2		PALLET(S), PORCELIAN PLANT CONTAINERS NMFC #47500 CLASS 70	958
		Notify Before Delivery A FLYNN 918-439-6820	
2		**Totals**	958

REMIT C O D TO ADDRESS	C O.D AMT:	FREIGHT CHARGES ARE PREPAID UNLESS COLLECT BOX IS CHECKED CHECK BOX IF COLLECT ☐

DECLARE VALUE Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property If the value omitted, the shipment will be subject to the lowest actual or released value in ICC NMF 100 series. The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding
per

FOR FREIGHT COLLECT SHIPMENTS if this shipment is to be delivered to the consignee without recourse on the consignor the consignor shall sign the following statement: The carrier may decline to make delivery of this shipment without payment of freight and all other lawful charges
Shipper

YELLOW TRANSPORTATION INC LIABILITY Shipments valued at more than $25.00 per pound per package are of extraordinary value. Carrier's maximum liability coverage is $25 00 per pound per package subject to a $725 000 maximum total liability unless the shipper request excess coverage (at an additional charge) on the bill of lading Other liability restrictions for specific commodities may apply and are found in Yellow Rules and Conditions publications The liability on household goods and personal effects is based on value declared, not to exceed $5 per lb.

RECEIVED subject to individually determined rates or contracts that have been agreed upon in writing the carrier and shipper if applicable, otherwise to the rates classifications and rules that have been established by the carrier and are available to the shipper on request The property describe above, in apparent good order except as noted (contents and conditions of contents of package unknown), marked, consigned, and destined as shown above which said carrier agrees to carry to destination, if on its route or otherwise deliver to another carrier on the route to destination. Every service to be performed hereunder shall be subject to a bill of lading terms and conditions in the governing classification on the date the shipment Shipper hereby certifies that he is familiar with all the bill of lading terms and conditions in the governing classification and the said terms and conditions are hereby agrees to by the shipper and accepted for himself and his assigns.

This is to certify that the above named materials are properly classified, described, packaged, marked and labeled and are proper condition for transportation according to the applicable regulations of the Department of Transportation

SHIPPER AAA IMPORTS	CARRIER YELLOW TRANSPORTATION INC 840180
PER	DRIVER PCS DATE 8-22-02