

AUG 11 2003



UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

PROOF OF CLAIM

In re Fleming Companies, Inc

Case Number 03-10945

Scheduled Claim Ref # 2-F2-23149 YOUR CLAIM IS SCHEDULED AS \$49 887 83 UNSECURED

NOTE This form should not be used to make a claim for an administrative expense arising after the commencement of the case...

Check box if you are aware that anyone else has filed a proof of claim relating to your claim...

CORRECTED AMOUNT \$238,900.88

Name of Creditor and Address NAKANO FOODS INC P O BOX 75231 CHICAGO IL 60675

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...

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

Creditor Telephone Number (847) 590-0059 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 Services performed Money loaned Personal injury/wrongful death Taxes Other Retiree benefits as defined in 11 U.S.C. § 1114(a) Wages salaries and compensation Your social security number Unpaid compensation for services performed from to

2 DATE DEBT WAS INCURRED 3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ (unsecured) \$ (secured) \$ (unsecured priority) \$ 238,900.88 (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

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)

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 FILED AUG 21 2003 BMC

DATE SIGNED 15-Aug-2003 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 Chief Financial Officer

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

A/R AGING REPORT 03/31/03

PROOF OF CLAIM

FLEMING AGING REPORT

Customer Outstanding		Balance
Invoices		\$224,989.91
Invalid Deductions		\$13,910.97
	TOTAL	\$238,900.88