

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

PROOF OF CLAIM



620078

Bar Date Ref # 2-NVM-86609

In re **FLEMINGS COMPANIES, INC.** Case Number _____

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

Intercorp Excelle Foods Inc
1880 Ormont Dr
Toronto ON M9L 2V4
Canada

0354653620078

- 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.

620078

2003

SEP 15 2003

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 **416 744-2124**

CREDITOR TAX ID # _____ ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR _____

Check here replaces if this claim 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 **JAN-MAR 2003** **3 IF COURT JUDGMENT, DATE OBTAINED** _____

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ **12,025.41** (unsecured) \$ _____ (secured) \$ _____ (unsecured priority) \$ **12,025.41** (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

FILED

AUG 25 2003

BMC

DATE SIGNED **AUG. 20, 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) **JOHN GORMALY CONTROLLER**



06260

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



A1

Intercorp Excelle Foods Inc ,
 1880 Ormont Drive, Toronto, Ontario, M9L 2V4
 Ph 416-744-2124 ext 224
 Fax 416-744-7597
www.renees.com

**INTERCORP EXCELLE FOODS INC STATEMENT FOR FLEMING COMPANIES
 PRIOR TO BANKRUPTCY DATE OF APRIL 1,2003**

LOCATION	INVOICE #	INVOICE DATE	AMOUNT	EXPLANATION
LEWISVILLE TX	50043	JAN 17,2003	\$ 350 73	BILLING OF CLOSE TO CODE GOODS AD PER RON BAJDA
LAFAYETTE	50626	FEB 19,2003	\$ 1,045 16	GOODS SOLD
LAFAYETTE	LFX893132	FEB 20,2003	\$ 620 99	FLEMING PRIVATE LABEL PRODUCT SOLD AS FINAL-NO RETURN
LEWISVILLE TX	72903	JULY 29,2003	\$ 10,008 53	PRICE DIFFERENCE IN LIQUIDATION OF GOODS IN INVENTORY AT APRIL 1 PLUS LABELS HELD FOR FLEMINGS AT APRIL 1
TOTAL AMOUNT OWING IN U S \$			\$ 12,025 41	



INTERCORP EXCELLE FOODS INC.

INVOICE / FACTURE NO

50043



1880 Ormont Drive Toronto Ontario Canada M9L 2V4
Tel (416) 744 2124 Fax (416) 744 4369
Website www.renees.com

DATE OF INVOICE DATE DE FACTURE	PACK LIST # L D EB
------------------------------------	-----------------------

1/17/2003 46231

GST REGIST NO R101712800

SV
OE
LN
DD
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OA

FLEMING COMPANY,
1945 LAKEPOINTE DRIVE,
LEWISVILLE, TX 75057
ATTN RON BAJDA
U S A

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DONATION
ONTARIO

PURCHASE ORDER NO BON DE COMMANDE NO	ORDER DATE DATE DE LA COMMANDE	CUSTOMER NO CLIENT NO	BROKER SOURTIER	SHIPPED VIA EXPEDIE PAR	DATE SHIPPED EXPEDIE LE	TERMS TERMES
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CHARMAINE 1/3/2003 2089 PICKUP 1/17/2003 1 5%/10 days, Net 15

ORDERED COMMANDEES	SHIPPED EXPEDIEES	ITEM NO ARTICLE NO	DESCRIPTION	UNIT PRICE PRIX UNITE	DISCOUNT ESCOMPTE	AMOUNT MONTANT
-----------------------	----------------------	-----------------------	-------------	--------------------------	----------------------	-------------------

11	11 CS	6097042	12/12 OZ RANCH FLEMING	12 99	0 00	\$142 89
15	14 CS	6097045	12/12 OZ HONEY RED FRENCH FLEMING	12 99	0 00	\$181 86
2	2 CS	6097046	12/12 OZ CAESAR FLEMING	12 99	0 00	\$25 98

SUB TOTAL \$350 73

COMMENTS
COMMENTAIRES

SUB TOTAL
SOUS TOTAL

THIS IS FOR PICK UP JANUARY 3 OR 6/2003

INVOICE DUE 0 2/1/2003

DISCOUNT IF ANY (see TERMS) ELIGIBLE UNTIL 1/27/2003

TOTAL

USD \$350 73

INTERCORP EXCELLE FOODS INC

1880 Ormont Drive
Toronto Ontario M9L 2V4
Tel (416) 7442124 Fax (416) 7444369
www.renees.com
G S T REGISTRATION NO R101712800

ORDER NO
46231

S V
O L FLEMING COMPANY,
L N 1945 LAKEPOINTE DRIVE,
D D LEWISVILLE, TX 75057
U ATTN RON BAJDA
T U S A
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H P ONTARIO
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PURCHASE ORDER NO	ORDER DATE	CUSTOMER NO	BROKER	SHIP VIA	DATE SHIPPED	TERMS
BOND DE COMMANDE NO	DATE DE LA COMMANDE	CLIENT NO	COURTIER	EXPEDIE PAR	EXPEDIE LE	TERMS

CHARMAINE 01/03/2003 12 2089 01/06/2003 1 5%/10 days,Net

ORDERED	SHIPPED	NOTY BACKORDERED	ITEM NUMBER	DESCRIPTION
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11 00	11		6097042	12/12 OZ RANCH FLEMING FEB 04 03
15 00	14		6097045	12/12 OZ HONEY RED FRENCH FLEMING JAN 13 03 *
2 00	2		6097046	12/12 OZ CAESAR FLEMING FEB 12 03

COMMENT THIS IS FOR PICK UP JANUARY 3 OR 6/2003

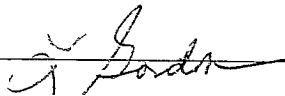
27 cases

① skip

PICKED BY

CASES ORDERED 28 00
ORDERED WEIGHT 494 45

RECEIVED BY





INTERCORP EXCELLE FOODS INC.

INVOICE / FACTURE NO

50626

1880 Ormont Drive Toronto Ontario Canada M9L 2V4
Tel (416) 744 2124 Fax (416) 744 4369
Website www.renees.com

DATE OF INVOICE	PACK LIST #
DATE DE FACTURE	L D EB

2/19/2003 46844



GST REGIST NO P101712800

S V
O E
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T
O A

THE FLEMING CO (LAFAYETTE)
P O BOX 24660
OKLAHOMA CITY, OK 73124
USA

E
S X
H P
I E
P D
I
T E
O
A

THE FLEMING CO (LAFAYETTE)
113 KOL DRIVE
337-837-8316
BROUSSARD, LA 70518
USA

PURCHASE ORDER NO BON DE-COMMANDE NO	ORDER DATE DATE DE LA-COMMANDE	CUSTOMER NO CLIENT NO	BROKER COURTIER	SHIPPED VIA EXPEDIE PAR	DATE SHIPPED EXPEDIEE	TERMS TERMES
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998256 2/10/2003 3016 DAYMON MERIDIAN 2/19/2003 1 5%/10 days, Net 15

ORDERED COMMANDEES	SHIPPED EXPEDIEES	ITEM NO ARTICLE NO	DESCRIPTION	UNIT PRICE PRX-UNITE	DISCOUNT ESCOMPTE	AMOUNT MONTANT
-----------------------	----------------------	-----------------------	-------------	-------------------------	----------------------	-------------------

34	34 CS	6097046	12/12 OZ JAR CAESAR FLEMING	15 37	0 00	\$522 58
34	34 CS	6097045	12/12 OZ HONEY RED FRENCH FLEMING	15 37	0 00	\$522 58

SUB TOTAL \$1,045 16

COMMENTS
COMMENTAIRES

SUB TOTAL
SOUS TOTAL

ELIVERY FEBRUARY 20/2003 REVISED FEBRUARY 14/2003

INVOICE DUE 0 3/6/2003

DISCOUNT IF ANY (see TERMS) ELIGIBLE UNTIL 3/1/2003

TOTAL USD \$1,045 16

INTERCORP EXCELLE FOODS INC

1880 Ormont Drive
Toronto, Ontario M9L 2V4

Tel (416) 7442124 Fax (416) 7444369

www.renees.com

G S T REGISTRATION NO R101712800

ORDER NO

46844

S V
O L THE FLEMING CO (LAFAYETTE)
L N P O BOX 24660
D D OKLAHOMA CITY, OK 73124
U USA
T
O A

E
S X THE FLEMING CO (LAFAYETTE)
H P 113 KOL DRIVE
I E 337-837-8316
P D BROUSSARD, LA 70518
I USA
T E
O
A

Kevin

PURCHASE ORDER NO	ORDER DATE	CUSTOMER NO	BROKER	SHIP VIA	DATE SHIPPED	TERMS
BOND DE COMMANDE NO	DATE DE LA COMMANDE	CLIENT NO	COURTIER	EXPEDIE PAR	EXPEDIE LE	TERMS

998256 02/10/2003 12 3016 DAYMON MERIDIAN 02/17/2003 1 5%/10 days, Net

02/18/03

ORDERED	SHIPPED	QTY BACKORDERED	ITEM NUMBER	DESCRIPTION
---------	---------	-----------------	-------------	-------------

34 00 *34* 6097046 12/12 OZ JAR CAESAR FLEMING ✓

APR 24 03

34 00 *34* 6097045 12/12 OZ HONEY RED FRENCH FLEMING

MAY 23 03

COMMENT DELIVERY FEBRUARY 20/2003
REVISED FEBRUARY 14/2003

WS

PICKED BY
CASES ORDERED 68 00
ORDERED WEIGHT 1,201 90

1156 LBS

68 JARS

1 SKID (20 JARS)

RECEIVED BY

3014 KL

89
22

Goes Enterprises Inc. International Trade & Logistics Tel. 905-670-8551	7025 Tomken Road, Units 12 & 13 Mississauga, ON L5S 1R6 CANADA E Mail goesent@sympatico.ca	WAYBILL / SHIPPER'S COPY OF INSTRUCTIONS B/L # _____ Date _____
--	---	---

NOT NEGOTIABLE

SHIPPER	CONSIGNEE
(Handwritten notes and signatures)	
PHONE () _____	

SPECIAL INSTRUCTIONS / THIRD PARTY BILLING

P/L #	Pallet Exchange	Type			
PCS / SKIDS	DESCRIPTION	WEIGHT LB / KG	LENGTH INCHES	WIDTH INCHES	HEIGHT INCHES
(Large handwritten circle containing illegible text)					
TOTAL PCS / SKIDS		TOTAL WEIGHT			

DECLARED VALUE \$ (CAN/US) _____ ALL RISK INSURANCE REQUIRED \$ (CAN/US) _____

ESSENTIAL Insurance or excess declared value will be covered only if the amount is shown in the appropriate field. Is subject to additional charges and must be pre arranged prior to the shipment being moved. Unless arranged thus the standard industry terms of \$2.00 per pound will prevail.

DANGEROUS / HAZARDOUS GOODS
 TEMP CONTROLLED (°)
 F
 C

DOC/S COMMERCIAL INVOICE/S
 PACKING LIST
 NAFTA CERTIFICATE
 MSDS
 OTHER (SPECIFY) _____

C-REF	SIGNATURE / DATE	PRINT NAME
(Handwritten)	(Handwritten)	(Handwritten)

SHIPPER	CONSIGNEE
RECEIVED IN GOOD ORDER EXCEPT AS NOTED	
SIGNATURE _____	SIGNATURE _____
DATE & TIME _____	DATE & TIME _____
PRINT NAME _____	PRINT NAME _____

Please direct all inquiries to Goes Enterprises Inc



A1

Intercorp Excelle Foods Inc
1880 Ormont Drive, Toronto Ontario, M9L 2V4
Ph 416-744-2124 ext 224
Fax 416-744-7597
e-mail lois@renees.com

Memo from the desk of Lois Miller

Date	March 26,2003
To	Donna Glaser @ Daymon
Fax Number	972 906 1485
Phone Number	972 906 8222
Re	Flemings deduction #LFX893132 for \$620 99
Total Pages	3
CC	

Donna

Flemings has deducted \$620 99 their #LFX893132 on their ck #23559809

Copy of downloaded deduction document following showing that it was for Nature's

Finest expired dressing at Lafayette

Please have Flemings repay the \$620 99

Thanks
Lois

DEDUCTION MADE FOR
OFF CODE PRIVATE LABEL
PRODUCT

PRODUCT IS SOLD FINAL
NO RETURN!

FLEMING COMPANIES, INC DEDUCTION DOCUMENT

FLEMING	LAFAYETTE	VEND #	169013	INTERCORP EXCELLE FOODS INC	DE
----------------	------------------	---------------	--------	------------------------------------	-----------

REF INV		INVC DATE	02/20/2003	DEPT	200	PRODUCE
REF PO	0	DED DATE	02/23/2003	BROKER		
M-VNDR	0	ORD DATE	02/20/2003	MDSR		

RC	UPC	DESCRIPTION/COMMENT	WEIGHT	QTY	\$ AMOUNT	EXT \$ AMO
L7	000	nature's finest dressing expired	0 0	1	\$620 99	\$6
L7	000	blue cheese-163 06,honey french 69	0 0	0	\$0 00	
L7	000	71,italian 65 09,caesar 143 64,ranc	0 0	0	\$0 00	
L7	000	h-157 16,lite blue cheese-22 33- c	0 0	0	\$0 00	
L7	000	redit written to customers	0 0	0	\$0 00	

CNTACT	kenneth reppond	CNTACT PHONE	337-839-3831	TOTAL AMOUNT DEDUCTED	
--------	-----------------	--------------	--------------	-----------------------	--

DO NOT PAY - TOTAL AMOUNT WILL BE DEDUCTED ON A REM
REFER TO DEDUCTION NUMBER ON ALL CORRESPONDE

[Deduction Search](#)

[DownloadDe](#)

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Fleming

169013

0188

When corresponding refer to ==> **23559809**

Division	Invoice Date	Receipt Date	Inv No./Credit Request	Amount	Discount
LAFAYETTE	02/20/03	02/18/03	LFX893132	-620 99	0 00
WARSAW	02/07/03	02/17/03	50420/S237565	1,578 62 ✓	0 00
LUBBOCK	02/07/03	02/17/03	50438/S238012	1,661 00 ✓	0 00
DATE OF CHECK 03/10/03			AMOUNT OF CHECK	\$2,618 63	

3001
337

3009 \$ 30.7

SEE INFORMATION ON BACK

111 111 111

INTERCORP EXCELLE FOODS INC.

1880 Ormont Drive, Toronto, Ontario, Canada M9L 2V4
 Tel (416) 7442124 Fax (416) 7444369 www.renees.com

INVOICE NO /FACTURE NO 072903

* INVOICE DATE

CUSTOMER NO /CLIENT NO 2089

DATE DE FACTURE

29-Jul-2003

ORDER NO

TERMS / TERMES

C O D

SOLD TO / VENDU A
 FLEMING COMPANY,
 1945 LAKEPOINTE DRIVE,
 ATTENTION RON BAJDA
 LEWISVILLE, TX 75057
 USA

SHIPPED TO
 FLEMING COMPANY,
 1945 LAKEPOINTE DRIVE,
 ATTENTION RON BAJDA
 LEWISVILLE, TX 75057 P O #
 USA

QUANTITY	ITEM NO		UNIT PRICE	AMOUNT
QUANTITY	ARTICLE NO	DESCRIPTION	PRIX UNITE	MONTANT

TO INVOICE FOR PRICE DIFFERENCE IN
 LIQUIDATION OF FINISHED GOODS AND
 FOR REMAINING LABEL INVENTORY

156 00	CS #6097040	BLUE CHEESE 12 OZ	6 49	\$1,012 44
169 00	CS #6097041	BLUE CHEESE LITE 12	6 49	\$1,096 81
153 00	CS #6097042	RANCH 12 OZ	4 49	\$686 97
59,591 00	LABELS #L60100	BLUE CHEESE	0 05	\$2,872 64
51,747 00	LABELS #L60101	BLUE CHEESE LITE	0 02	\$931 45
46,262 00	LABELS #L60102	RANCH	0 02	\$832 72
44,200 00	LABELS #L60104	ITALIAN GARLIC	0 02	\$663 00
46,500 00	LABELS #L60105	HONEY RED	0 02	\$697 50
67,500 00	LABELS #L60106	CAESAR	0 02	\$1,215 00
		SUB TOTAL		<u>\$10,008 53</u>

TOTAL AMOUNT DUE

\$10,008 53