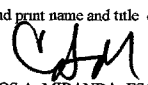


UNITED STATES BANKRUPTCY COURT For the DISTRICT OF DELAWARE		PROOF OF CLAIM
Name of Debtor Fleming Companies Inc et al Including Rambow Food Group Inc	Case Number 03 10945 (Jointly Administered)	THIS SPACE IS FOR COURT USE ONLY
NOTE This form should not be used to make a claim for an administrative expense 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 (The person or other entity to whom the debtor owes money or property) Quality Fruit & Vegetable Company, Inc	<input type="checkbox"/> 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.  <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case.  <input checked="" type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
Name and address where notices should be sent Carlos Miranda, Esq Gordon & Mott, P C P O Box 1322 El Paso, Texas 79947-1322 Telephone No (915) 545-1133 Facsimile No (915) 545-4433		
Account or other number by which creditor identifies debtor	Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim dated _____	
<b>1 Basis for claim</b> <input checked="" type="checkbox"/> Goods sold <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. §1114(a) <input type="checkbox"/> Services performed <input type="checkbox"/> Wages, salaries and compensation (fill out below) <input type="checkbox"/> Money loaned Your SS # _____ - _____ - _____ <input type="checkbox"/> Personal injury/wrongful death Unpaid compensation for services performed <input type="checkbox"/> Taxes from _____ to _____ <input type="checkbox"/> Other _____ (date) (date)		
<b>2 Date debt was incurred</b> March 24, 2003	<b>3 If court judgment, date obtained</b> N/A	
<b>4 Total amount of Claim at Time Case Filed</b> \$ 12,872.50 If all or part of your claim is secured or entitled to priority also complete Item 5 or 6 below <input checked="" type="checkbox"/> Check 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.		
<b>5 Secured Claim</b> <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff) Brief Description of Collateral <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle  <input type="checkbox"/> Other _____  Value of Collateral \$ _____  Amount of arrearage and other charges at time case filed included in secured claim, if any \$ _____	<b>6 Unsecured Priority Claim</b> <input type="checkbox"/> Check box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim <input type="checkbox"/> Wages, salaries, or commissions (up to \$4,300)* 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) <input type="checkbox"/> Contribution to an employee benefit plan - 11 U.S.C. §507(a)(4) <input type="checkbox"/> Up to \$1,950* of deposits toward purchase, lease, or rental of property or services for personal family or household use - 11 U.S.C. §507(a)(6) <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. §507(a)(7) <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. §507(a)(8) <input type="checkbox"/> 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.	
<b>7 Credits</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. <b>8 Supporting Documents</b> Attach copies of supporting documents such as promissory notes purchase orders invoices itemized statements or 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. <b>9 Date-Stamped Copy</b> To receive an acknowledgment of the filing of your claim enclosed a stamped self addressed envelope and copy of this proof of claim.	THIS SPACE IS FOR COURT USE ONLY	
Date 8/18/03	Sign and print name and title of the creditor or other person authorized to file this claim (attach copy of power of attorney if any)  CARLOS A. MIRANDA ESQ Attorney for Quality Fruit & Vegetable Company Inc	

Penalty for fraudulent claim Fine of up to \$500,000 or imprisonment for up to 5 years or both 18 U.S.C. §§ 152.



FILED  
AUG 25 2003  
BMC

APR-14-2003 08 47

QUALITY FRUIT VEG

9157811270 P 02/02

Fleming Companies  
Wichmar Foods, Inc  
DBA Food-4 Less  
P O Box 268877  
Oklahoma City, OK 73126-8877  
Void After 90 Days

*Handwritten signature and scribbles*

Number. 8747126349  
JPMORGAN CHASE BANK  
76903 SAN ANGELO

711

**REFER TO MAKER**

**DO NOT RE-DEPOSIT**

THE AMOUNT OF

\* \* \* \* \* 1 2 , 8 7 2 5 0 \*

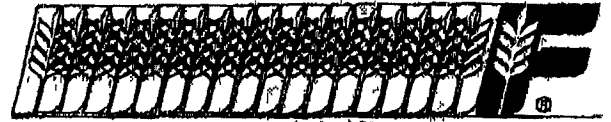
AM JAN FEB MAR APR MAY JUN JUL AUG SEP OCT NOV DEC JAN FEB MAR APR MAY JUN JUL AUG

03/24/2003

PAY TO THE  
ORDER OF

QUALITY FRUIT & VEGETABLE  
390 COLFAX STREET  
EL PASO TX 79905-1622

VOID OVER \$12,872.50



⑈8747126349⑈ ⑆111300880⑆ ⑆06300065052⑈

⑈0001287250⑈

**Gordon & Mott P C**  
ATTORNEYS AND COUNSELORS AT LAW

*A Member of the Network of Leading Law Firms  
A World-Wide Association of Independent Law Firms*

**Virginia Rust**  
CERTIFIED LEGAL ASSISTANT

Mailing Address  
Post Office Box 1322  
El Paso, Texas 79947-1322  
4695 North Mesa  
El Paso, Texas 79912  
Telephone (915) 545-1133  
Telefax (915) 545-4433  
Email [vrust@kgmpc.com](mailto:vrust@kgmpc.com)  
Web [www.kgmpc.com](http://www.kgmpc.com)

August 20, 2003

Bankruptcy Management Corporation  
P O Box 900  
El Segundo, California 90245-0900

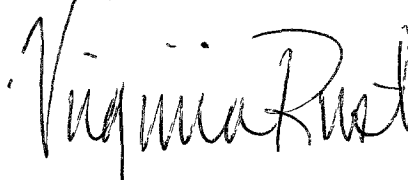
Re Fleming Companies, Inc , et al , Chapter 11 Case No 03-10945

Dear Sir or Madam

Enclosed please find an original and two (2) copies of a Proof of Claim in the above-referenced bankruptcy proceeding Please return acknowledgment of receipt in the enclosed self-addressed stamped envelope

Thank you for your attention in this regard Please do not hesitate to contact me if you have any questions regarding the enclosed

Sincerely,



Virginia Rust, CLA  
Paralegal to Carlos A Miranda

/vr  
Enclosures