

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

PROOF OF CLAIM



s160969

Scheduled Claim Ref # 12-F2-13284
YOUR CLAIM IS SCHEDULED AS

\$1 567 41 UNSECURED

In re
Fleming Foods of Texas, LP

Case Number
03-10955

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.

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.

Name of Creditor and Address

BALCONES MINERALS CORP
P O BOX DRAWER B
FLATONIA TX 78941

0354429379835

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 Telephone Number ()

CREDITOR TAX I D #

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

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

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 94-1385036
Unpaid compensation for services performed from 01/21/06 to 9/17/06
(date) (date)

2 DATE DEBT WAS INCURRED 01/21/01

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ 5908.33 (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.

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.

THIS SPACE FOR COURT USE ONLY

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

AUG 25 2003

RMC

Fleming Companies Claim



06479

DATE SIGNED

8/21/03

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).

Adrienne Brunier (Adrienne Brunier) office mgr.

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

BALCONES MINERALS CORP
 Customer Ledger
 F-618 Fleming Foods/Garland Div
 P O Box 24750
 Oklahoma City, OK 73124

Terms 2%/10Net 30 Credit Limit 0
 Beginning Date 01/01/01 Ending Date 08/18/03

Date 08/18/03 Time 11 23 50

Ref#	Date	Po#	Shp Date	Inv Amt	Amt Paid	Dr/Cr	Amount Due
9770	01/31/01	621229-GA	01/31/01	2461 76	0 00	0 00	2461 76
1021	10/17/01	860945-GA	10/15/01	2461 76	-2412 52	-49 24	0 00
0284	12/28/01	346310-GA	12/20/01	2669 76	-2633 38	-36 38	0 00
0479	02/08/02	638925-GA	02/07/02	2669 76	-2616 36	-53 40	0 00
0687	04/23/02	211409GA	04/22/02	2538 69	-2487 92	-50 77	0 00
0944	06/28/02	652820-GA	06/21/02	2615 62	-2563 31	-52 31	0 00
1205	08/22/02	222477-GA	08/19/02	2753 19	-2487 92	-50 77	214 50
1394	10/09/02	700031-GA	10/08/02	2836 62	-2784 31	-52 31	0 00
1493	12/05/02	322916GA	12/02/02	2648 94	-2117 08	-52 98	478 88
1570	01/15/03	712188-GA	01/13/03	2836 62	-2779 89	-56 73	0 00
1871	03/21/03	333228-GA	03/18/03	2753 19	0 00	0 00	2753 19
0875	07/17/03	154417-GA	07/17/03	2615 62	-2610 62	-5 00	0 00
Total listed				31861 53	-25493 31	-459 89	5908 33
Customer Balance as of 08/18/03							5908 33