

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

**PROOF OF CLAIM**



614535

Bar Date Ref # 2-NVM-80408

In re **FLEMING COMPANIES**

Case Number **03-10945**

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.

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.

If you have already filed a proof of claim with the Bankruptcy Court or BMC you do not need to file again.

**Name of Creditor and Address**  
  
Mr Dees Inc  
117 W Lake Street Ste 17  
Libertyville IL 60048

0354653614535

Creditor Telephone Number ( ) **847 680 9120**

CREDITOR TAX ID #  
**36-3320090**

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
  - 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 \_\_\_\_\_ to \_\_\_\_\_  
(date) (date)

**2 DATE DEBT WAS INCURRED** **3-11-03**

**3 IF COURT JUDGMENT, DATE OBTAINED**

**4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE** \$ **9240.00** (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.

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 26 2003**

**BMC**

Fleming Companies Claim  
  
06591

DATE SIGNED

**8-20-03**

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)

**Patrick J Conway** Patrick J Conway President

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**

CHARGE BACK



**LIBERTYVILLE  
BANK & TRUST**  
C O M P A N Y

507 NORTH MILWAUKEE AVENUE  
LIBERTYVILLE ILLINOIS 60048  
847/367 6800

DATE  
4-8-03

APPROVED BY  
MO

We CHARGE Your Account And  Hold  Return Unpaid  Sent For Collection  Redeposited The Following Items Endorsed By You

Reason For Return	Key	Drawn By	Drawn On	Amount
1 INSUFFICIENT FUNDS 2 PAYMENT STOPPED 3 ACCOUNT CLOSED 4 SIGNATURE 5 DATED AHEAD 6 UNCOLLECTED 7 NO ACCOUNT 8	8	Heming	Texas Commerce	

Mr. Dees Inc  
117 W Lake St  
Libertyville, IL 60048

Checking  
 Savings

↓ TOTAL AMOUNT ↓  
1310420

TRAN CODE

ACCOUNT NUMBER

918

6850000327

THE FACE OF THIS DOCUMENT IS PRINTED IN BLUE AND RED INK

**Fleming**

Box 26647, Oklahoma City, OK 73126

TEXAS COMMERCE  
SAN ANGELO, TX

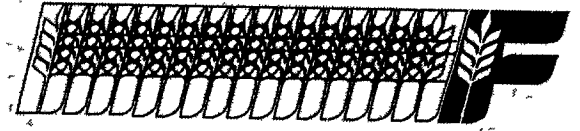
REFER TO MAKER

No 23570700 64-88/ 1113  
AG

Date 03/24/03 Amount \$\*\*\*\*\*13,104.20\*

Pay **DO NOT RE-DEPOSIT**  
THIRTEEN THOUSAND ONE HUNDRED FOUR DOLLARS AND 20/100

MR DEES INC  
117 W LAKE STREET  
SUITE 17  
LIBERTYVILLE, IL 60048



Unique Character Facsimile Signature

⑈ 23570700 ⑈ ⑆ 111300880 ⑆ 06300036160 ⑈

⑈ 0001310420 ⑈

CUSTOMER COPY

Remit to  
 Mr Dees  
 117 W Lake St  
 Suite 17  
 Libertyville IL 60048

Invoice number **F** 3178  
 Invoice date 03/11/03  
 Order number 1234  
 Entered date 03/05/03  
 Shipped date 03/11/03

Page 1

Sold FLEMING COMPANY  
 To P O BOX 26680  
 OKLAHOMA CITY OK 73126

Ship FLEMING COMPANY  
 To. #1 GATEWAY COURT  
 SUPERIOR WI 54880

Customer  
 Purchase order Freight method / FOB

Terms

2900 / 4 BEST WAY 2% 10 NET 30  
 707276 PREPAID

Quantity	Item code		Unit price	U/M	Amount
30 00	81321	MR. DEES 26OZ CRINKLE CUTS	19 70	CS	591 00
180 00	81043	MR DEES 24OZ GOLDEN ROUNDS	14 82	CS	2,667 60
120 00	81017	MR DEES 15CT HASH BROWNS	25 52	CS	3,062 40
100 00	81302	MR DEES 24OZ SHREDDED HASH BRN	19 46	CS	1,946 00
50 00	81335	MR DEES 24OZ SOUTHERN STYLE	19 46	CS	973 00

480

INVOICE TOTAL

9,240 00

Discount date 04/10/03  
 Discount amount: 184 80



## Fleming Invoice Report

<b>Invoice Number</b> F3178	<b>Invoice Date</b> 03-13-2003
<b>PO Number</b> 707276	<b>PO Date</b> 03-05-2003
<b>Ship Date</b>	
<b>Bill To</b> FLEMING COMPANIES	<b>DUNS</b> 006943773SU00
<b>Ship To</b> FLEMING SUPERIOR	<b>DUNS</b> 006943773SU00
<b>Remit To</b> MR DEES	<b>DUNS</b> 0917726320000
117 W LAKE ST STE 17 LIBERTYVILLE IL 60048	
<b>Transport Type</b> Motor(Common Carrier)	<b>SCAC</b> Default
<b>Routing</b> HUDSON	<b>FOB Point</b> DESTINATION
<b>Ship Method of Paymt</b> Freight Prepaid by Seller	<b>FOB Point Code</b> Point of Origin

**Terms of Invoice**

<b>Type</b> Basic or Usual Terms	<b>Basis</b> Invoice Date
<b>Start Date</b> 03-13-2003	<b>Due Date Qual</b>
<b>Due Date</b> 03-23-2003	<b>Amt Subj to Discount</b> \$9,240 00
<b>Days Due</b> 10	<b>Percent</b> 2
<b>Net Due Date</b> 04-12-2003	<b>Discount Amt</b> \$184 80
<b>Net Days Due</b> 30	<b>Discount Amt Due</b> \$9,055 20

UPC Code	Qty Ordered	UofM	Qty Invoiced	UofM	List Cost
003272981017	120	Case	120	Case	\$25 52

**Description** MRDEES MINI HASHBRN PTY

UPC Code	Qty Ordered	UofM	Qty Invoiced	UofM	List Cost
003272981043	180	Case	180	Case	\$14 82

**Description** MR DEES GOLDEN ROUNDS

UPC Code	Qty Ordered	UofM	Qty Invoiced	UofM	List Cost
003272981302	100	Case	100	Case	\$19 46

**Description** MR DEE'S SHRD HASHBROWN

UPC Code	Qty Ordered	UofM	Qty Invoiced	UofM	List Cost
003272981321	30	Case	30	Case	\$19 7

**Description** MR DEE'S CRINKLE CUT FRIES

UPC Code	Qty Ordered	UofM	Qty Invoiced	UofM	List Cost
003272981335	50	Case	50	Case	\$19 46

**Description** MR DEE SOUTHERN HASHBRWN

**Totals**

<b>Units Shipped</b>	480 Units
<b>Weight</b>	9885 Pound
<b>Volume</b>	1 Cubic Feet
<b>Invoice Total</b>	\$9,240 00

**PURCHASE ORDER NO. 707276**

**FLEMING**

**SUPERIOR**

PAGE NO **1** OF **1**

THE PURCHASE ORDER NUMBER MUST APPEAR ON ALL INVOICES  
BILLS OF LADING LOADING SHEETS AND ALL OTHER  
CORRESPONDENCE

ORDER DATE **03/05/03** CANCEL DATE **00/00/00**  
**SCHEDULE SHIPMENT TO ARRIVE ON 03/14/03**

**006006 EDI VENDOR**

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**MR DEES**  
**117 W LAKE**  
**SUITE 117**  
**LIBERTYVILLE IL 60048**  
**800-837-3337**

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**FLEMING COMPANIES**  
A/P VENDOR NUMBER **167566**  
**SUPERIOR**  
**P O BOX 26680**  
**OKLAHOMA CITY OK 73126**  
**405-951-7991**

FREIGHT EXPENSE  PREPAID  COLLECT

FO B POINT  OUR DOCK  VENDOR'S DOCK

SHIPPING POINT  
**CHICAGO IL 00001**

HOW TO SHIP  
**CHERYL AT CUST SERVICE**  
**1-800-837-3337**  
**HUDSON TRUCK - STANDING APPT**

PLEASE CONTACT IF UNABLE TO SHIP AS SPECIFIED

X  
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**RETAIL SPECIALISTS**  
**117 W LAKE ST**  
**SUITE 7**  
**LIBERTYVILLE IL 60048**  
**847-680-9144**

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**FLEMING SUPERIOR**  
**1 GATEWAY CT**  
**SUPERIOR WI 54880**  
**715-392-8880 EXCHANGE**

BUYER **138 I X SHUMAKER**  
 PHONE  MAIL  CONFIRMED  FAX  EDI  
PER CONTRACT  TERMS

SPECIAL ALLOWANCES/MESSAGES

**BACKORDER NOT ALLOWED**

1  
2

3  
4

VENDOR			MASTER PACK/SIZE	COLOR	OUR ITEM	COSTS EXPRESSED IN TERMS OF ORDER UNIT					
ORDER QTY	ORDER UNIT	MFG NO				DESCRIPTION	LIST COST	OFF INVOICE	NET COST	DISCOUNT	OTHER UP/DN
120	CASES	81017	12/15CT		900859	25 520	000	25 520	000	000	000
			MR DEES MINI HASHBRN PTY								
180	CASES	81043	12/24OZ		900861	14 820	000	14 820	000	000	000
			MR DEES GOLDEN ROUNDS								
100	CASES	81302	12/24OZ		900862	19 460	000	19 460	000	000	000
			MR DEE'S SHRD HASHBROWN								
30	CASES	81321	12/26OZ		900864	19 700	000	19 700	000	000	000
			MR DEE'S CRINKLE CUT FRIES								
50	CASES	81335	12/24OZ		900866	19 460	000	19 460	000	000	000
			MR DEE SOUTHERN HASHBRWN								

**TOTALS** UNITS **480** WEIGHT **9885** CUB **392**

NOTE **RECEIVING BY APPOINTMENT ONLY !!!!!**

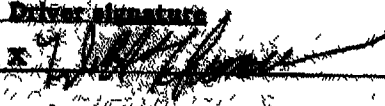
TAX EXEMPT PURCHASE This purchase is not subject to sales tax use because it is intended for resale. A blanket exemption certificate from us should be in your file

Fleming Companies 3/5/2003 2 14 PAGE 1/1 RightFax

# Mr. Dee's Cold Storage

33498 Highway K Oconomowoc, WI 53055 Phone (262) 866-9774 Fax (262) 866-9835

## Bill of Lading

SHIP TO		ITEM NO.	QTY	DESCRIPTION	WEIGHT EACH	TOTAL
Name	<u>Fleming</u>	81008		20 Count Hashbrowns	36.00	
Address	<u>#1 Gateway Crt</u>	81017	120	15 Count Hashbrowns	26.00	3,120.00
City, State	<u>Superior, WI</u>	81043	180	24 Ounce Rounds	20.00	3,600.00
Postal code		81044		32 Ounce Dee-Lites	25.00	
Phone		81302	100	Shredded Hashbrowns	18.00	1,800.00
Fax		81321	30	Crinkle Cut French Fries	19.00	570.00
		81335	50	Southern Style HB	18.00	900.00
		81009		50 cs Shredd Fallet	900.00	
Trucking PO	<u>800</u>					
Today's date	<u>3/6/03</u>					
Delivery date	<u>3/14/03</u>					
Customer (PO)	<u>707276</u>					
Date shipped	<u>3/10/03</u>					
Ship via	<u>Hudson</u>					
Pallets In	<u>5</u>					
Pallets Out	<u>5</u>					
Must Maintain O F						
Driver signature						
Customer signature						
		# Cts	<u>480</u>		Weight	<u>9,290.00</u>