

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

PROOF OF CLAIM



611540

Bar Date Ref # 2-NVM-77384

In re
Fleming Companies Inc

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.

Name of Creditor and Address

Belgioioso Cheese inc
5810 Hwy Nn
Denmark WI 54208

0354653611540

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.

Creditor Telephone Number ()

CREDITOR TAX ID #
39-1324847

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR
1171 * 1172

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 _____
Unpaid compensation for services performed from _____ to _____
(date) (date)

2 DATE DEBT WAS INCURRED **March 6, 2003**

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE
 (unsecured) \$ **11955.56** (secured) \$ _____ (unsecured priority) \$ _____ (total) \$ **11955.56**

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

6 UNSECURED PRIORITY 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 \$ _____

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 26 2003
BMC
Fleming Companies Claim
06682

DATE SIGNED
08-19-03

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)
Thomas J. Krueger v P

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

BelGioioso Cheese, Inc
5810 Cty Rd NN
Denmark, WI 54208

Statement of Account

Fleming/Scrivner #1172
P O Box 26680
Oklahoma City, OK 73126

Invoice #	Invoice Date	Invoice Amount	Credits	Balance Due
118883	03 14 03	2539 14		
118883			78 47	
118883			1526 82	
119266	03 20 03	4046 32		4980 17

BelGioioso Cheese, Inc
5810 Cty Rd NN
Denmark, WI 54208

Statement of Account

Fleming Company, Inc # 1171
P O Box 268858
Oklahoma City, OK 73126-8858

Invoice #	Invoice Date	Invoice Amount	Credits	Balance Due
118635	03 06 03	2460 28		
118635			48 15	
118837	03 07 03	2418 08		
119740	03 27 03	2145 18		6975 39



BEL GIOIOSO® CHEESE, INC

5810 County Road NN
Denmark, Wisconsin 54208
Telephone (920) 863-2123
Fax (920) 863-8791

1172

American Grana® Asiago Fontina Gorgonzola Mascarpone Fresh Mozzarella Romano Aurbella® Parmesan Provolone

SOLD TO
FLEMING/SCRIVNER SUPER
*** DO NOT SELL ***
PO BOX 76680
OKLAHOMA CITY, OK 73126

SHIP TO
FLEMING FD/SUPERIOR DV
#1 GATEWAY COURT
SUPERIOR, WI 54880

7/29/03	126713
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**** CREDIT MEMO --- DO NOT PAY ****

ITEM NUMBER	CASES	DESCRIPTION	POUNDS	U/M	PRICE / UM	AMOUNT
44	1	BILLBACKS/ACCRUALS BILLBACKS. INVOICES: 8182//80634/80525/79914/ /9654/78934/79022/79129/ 7897//75809/75132/78174	0.0	EA	109.42*	1109.42
9900 44	1	CHEESE SAMPLES INVOICE #79734	1.0	LR	17.40*	17.40
44	1	ADS 4 ADS INVOICES: 76604/ 77830/78408/80385 OK-FRANCISCA L'LENER	0.0	EA	400.00*	400.00
07000/01/00		SUBTOTAL	TOTAL WEIGHT		1526.82	
		1526.82	1.0		1526.82	
		FREIGHT				

INVOICE



BEL GIOIOSO CHEESE, INC

5810 County Road NN
Denmark, Wisconsin 54208
Telephone (920) 863-2123
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1172

American Grana® Asiago Fontina Gorgonzola Mascarpone Fresh Mozzarella Romano Auribella® Parmesan Provolone

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OKLAHOMA CITY, OK 73126

SHIP TO
FLEMING FD/SUPERIOR DV
#1 GATEWAY COURT
SUPERIOR, WI 54880

3/20/03	119266
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SALESMAN/BROKER	CUSTOMER ORDER	CUST ORDER DATE	SHIP DATE	SHIPPED VIA	FREIGHT	TERMS	
44	710403	3/14/03	3/19/03	VETERANS	<input checked="" type="checkbox"/> PREPAID <input type="checkbox"/> COLLECT	NET 10 DAYS	
ITEM NUMBER	CASES	DESCRIPTION		POUNDS	U/M	PRICE / U/M	AMOUNT
3470 44	10	10# RW ASIAGO WEDGE L		100.0	LB	3.43	343.00
2390 44	28	10# R/W PARMESAN WEDGE L		280.0	LB	3.58	1002.40
2690 44	4	10# RW ROMANO WEDGE L		40.0	LB	3.53	141.20
5601 44	28	12/5 OZ SHRED ASIAGO CUP		105.0	CS	16.01	448.28
5502 44	21	12/5 OZ SHRED ROMANO CUP		78.7	CS	16.01	336.21
5902 44	49	12/5 OZ SHRED FARM CUP		183.7	CS	16.01	784.49
5405 44	2	12/5OZ 4-CHSE SHRED CUPS		7.5	CS	16.01	32.02
5246 44	3	16/8OZ MILDPROV FM SHNGL		24.0	CS	21.04	63.12
1212 44	36	1/12# PROVOLONE CRY 2L		447.8	LB	2.00	895.60
		2 PALLETS					
01000/01/00			SUBTOTAL	FREIGHT	TOTAL WEIGHT	4046.32	
			4046.32		1266.8		



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American Grana® Asiago Fontina Gorgonzola Mascarpone Fresh Mozzarella Romano Auribella® Parmesan Provolone

11/1

SOLD TO
FLEMING CO INC. NE MD
*** DO NOT SELL ***
PO BOX 268858
OKLAHOMA CITY, OK 73126-8858

SHIP TO
FLEMING COMPANIES INC
NORTHEAST PERISH DIST
100 LUMS ROAD
NORTHEAST MD 21901

3/06/03	118635
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SALESMAN/BROKER	CUSTOMER ORDER	CUST ORDER DATE	SHIP DATE	SHIPPED VIA	FREIGHT		TERMS	
28	753566	3/03/03	3/07/03	A&H LTL	<input checked="" type="checkbox"/> PREPAID	<input type="checkbox"/> COLLECT	NET 10 DAYS	
ITEM NUMBER	CASES	DESCRIPTION			POUNDS	U/M	PRICE/UM	AMOUNT
0011 28	10	12/8OZ MASCARFONE			60.0	CS	18.30	183.00
0041 28	8	2/3# FR MOZZ OVOL 4OZ			48.0	LB	2.86	137.28
0390 28	20	10# R/W FARMESAN WEDGE L			200.0	LB	3.65	730.00
0264 28	20	10# RW SHARP PROV L			200.0	LB	3.50	700.00
0700 28	10	10# RW AURIBELLA WEDGE L			100.0	LB	3.50	350.00
0690 28	10	10# RW ROMANO WEDGE L			100.0	LB	3.60	360.00
		1 PALLET						
01000/04/04			SUBTOTAL	FREIGHT	TOTAL WEIGHT			
			2460.28		708.0			2460.28



BEL GIOIOSO® CHEESE, INC

5810 County Road NN
Denmark, Wisconsin 54208
Telephone (920) 863-2123
Fax (920) 863-8791

1171

American Grana® Asiago Fontina Gorgonzola Mascarpone Fresh Mozzarella Romano Auribella® Parmesan Provolone

SOLD TO
FLEMING CO INC. NE MD
*** DO NOT SELL ***
PO BOX 268858
OKLAHOMA CITY, OK 73126-8858

SHIP TO
FLEMING COMPANIES INC
NORTHEAST PERISH DIST
100 LUMS ROAD
NORTHEAST MD 21901

DATE	INVOICE NUMBER
3/07/03	118857

SALESMAN/BROKER	CUSTOMER ORDER	CUST ORDER DATE	SHIP DATE	SHIPPED VIA	FREIGHT	TERMS		
28	753566	3/06/03	3/07/03	A&H LTL LIST WGHTS/2 ORDERS	<input checked="" type="checkbox"/> PREPAID <input type="checkbox"/> COLLECT	NET 10 DAYS		
ITEM NUMBER	CASES	DESCRIPTION			POUNDS	U/M	PRICE / UM	AMOUNT
0041 28	10	2/3# FR MOZZ OVOL 40Z			60.0	LB	2.86	171.60
1212 28	25	1/12# PROVOLONE CRY 2L			311.1	LB	2.07	643.98
2390 28	15	10# R/W PARMESAN WEDGE L			150.0	LB	3.65	547.50
2690 28	5	10# RW ROMANO WEDGE L			50.0	LB	3.60	180.00
2700 28	5	10# RW AURIBELLA WEDGE L			50.0	LB	3.50	175.00
2644 28	20	10# RW SHARP PROV L			200.0	LB	3.50	700.00
		1 PALLET						
01000/04/04			SUBTOTAL	FREIGHT	TOTAL WEIGHT			
			2418.08		821.1			2418.08



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SOLD TO
FLEMING CO INC. NE MD
*** DO NOT SELL ***
PO BOX 268858
OKLAHOMA CITY, OK 73126 8858

SHIP TO
FLEMING COMPANIES INC
NORTHEAST FERISH DIST
100 LUMS ROAD
NORTHEAST MD 21901

3/27/03	119740
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SALESMAN/BROKER	CUSTOMER ORDER	CUST ORDER DATE	SHIP DATE	SHIPPED VIA	FREIGHT		TERMS	
28	896513	3/25/03	3/28/03	A&H LTL	<input checked="" type="checkbox"/> PREPAID	<input type="checkbox"/> COLLECT	NET 10 DAYS	
ITEM NUMBER	CASES	DESCRIPTION			POUNDS	U/M	PRICE / U/M	AMOUNT
0011 28	13	12/8OZ MASCARPONE			78.0	CS	18.30	237.90
0041 28	8	2/3# FK MOZZ OVOL 4OZ			48.0	LB	2.86	137.28
0390 28	20	10# R/W PARMESAN WEDGE L			200.0	LB	3.65	730.00
0262 28	10	10# RW MED PROV HALF L			100.0	LB	3.40	340.00
0264 28	20	10# RW SHARP PROV L			200.0	LB	3.50	700.00
J FALLI Y								
01000/04/04			SUBTOTAL	FREIGHT	TOTAL WEIGHT	INVOICE TOTAL		
			2145.18		626.0			2145.18



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11/2

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PO BOX 26680
OKLAHOMA CITY, OK 73126

SHIP TO
FLEMING FD/SUPERIOR DV
#1 GATEWAY COURT
SUPERIOR, WI 54880

3/14/03	118883
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LESMAN/BROKER	CUSTOMER ORDER	CUST ORDER DATE	SHIP DATE	SHIPPED VIA	FREIGHT		TERMS	
44	707788	3/07/03	3/13/03	VETERANS 3	<input checked="" type="checkbox"/> PREPAID	<input type="checkbox"/> COLLECT	NET 10 DAYS	
ITEM NUMBER	CASES	DESCRIPTION			POUNDS	U/M	PRICE /UM	AMOUNT
3601 44	14	12/5 OZ SHRED ASIAGO CUP			52.5	CS	16.01	224.14
3902 44	28	12/5 OZ SHRED FARM CUP			105.0	CS	16.01	448.28
1212 44	72	1/12# PROVOLONE CRY 2L			898.4	LB	2.00	1796.80
0700 44	4	12/5 OZ PARMESAN CUT			15.0	CS	17.48	69.92
		TOTAL NET						
01000/01/00			SUBTOTAL	FREIGHT	TOTAL WEIGHT			
			2539.14		1070.9			2539.14

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

In re)	Chapter 11
)	
Fleming Companies, Inc , et al , ¹)	Case No 03-10945 (MFW)
Debtors)	(Jointly Administered)

**NOTICE OF DEADLINE FOR THE
FILING OF PROOFS OF CLAIM AND PROOFS OF INTEREST**

TO ALL CREDITORS OF THE DEBTORS

PLEASE TAKE NOTICE that the above-captioned debtors and debtors-in-possession (the "Debtors") filed a voluntary petition for relief under Chapter 11 of title 11 of the United States Code (as amended from time to time, the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Court") The Debtors are operating their businesses and managing their property as debtors in possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code

Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 3002(c)(3), all Persons and Entities, including, without limitation, individuals, partnerships, corporations, estates, trusts, governmental units (which shall include all entities defined as such in Section 101(27) of the Bankruptcy Code, including any such entity that holds a claim arising from prepetition tax years or periods or from prepetition transactions to which a Debtor was a party), and entities asserting claims against an individual Debtor that arose out of the obligations of such entities or the Debtors under a contract for the provision of liability insurance (each a "Creditor" and collectively, "Creditors"), holding or wishing to assert a claim as defined in Section 101(5) of the Bankruptcy Code against any of the Debtors (collectively, the "Claims") or interest in any of the Debtors (collectively, the "Interests") arising on or before April 1, 2003 (the "Petition Date"), are required to file a separate, completed and executed proof of claim form conforming substantially to Official Bankruptcy Form 10) (the "Proof of Claim") on account of any Claims such Creditors hold or wish to assert against the Debtors, so that the Proof of Claim is actually received on or before 4 00 p m Pacific Daylight Time on September 15, 2003 (the "General Bar Date"), or in the case of governmental units, by October 1, 2003, the "Governmental Unit Bar Date," by the Debtors' Official Notice and Claims Agent at the following address

Bankruptcy Management Corporation ("BMC")
1330 East Franklin Avenue, El Segundo, CA 90245 *(for overnight mail or hand delivery)*
P O Box 900, El Segundo, CA 90245-0900 *(for regular mail)*
Telephone 1-888-909-0100

Notwithstanding the foregoing, AT THIS TIME, Proofs of Claim ARE NOT REQUIRED to be filed by Creditors holding or wishing to assert Claims against the Debtors of the types that are set forth in clauses (a) through (f) below (collectively, the "Excluded Claims")

- (a) Claims listed in the Debtors' Schedules of Assets and Liabilities (the "Schedules") filed with the Court, pursuant to Bankruptcy Rule 1007, or any amendments thereto, which are not therein listed as "contingent," "unliquidated" or "disputed," and which are not disputed by the creditor holding such claim as to nature, amount, or classification,
- (b) Claims on account of which a Proof of Claim has already been properly filed with the Court,
- (c) Claims previously allowed by, or paid pursuant to, an order of the Court, including, without limitation, any claims of the Agents and/or the Lenders allowed pursuant to the Final DIP Order,²
- (d) Claims allowable under Sections 503(b) and 507(a)(1) of the Bankruptcy Code as administrative expenses of the Debtors' chapter 11 cases,
- (e) Claims made by any of the Debtors or any direct or indirect subsidiary of any of the Debtors against one or more of the other Debtors,
- (f) Claims of an entity whose claim is limited exclusively to a claim for the repayment of principal and/or interest on or under any issuance by any of the Debtors of any debt security (collectively, the "Notes") or any indenture in respect of each issue of the Notes (the "Indentures" and each such Indenture collectively with the Notes issued thereunder, the "Debt Instruments"), provided, however, that (i) the foregoing exclusion shall not apply to the indenture trustees under any of the

¹ The Debtors are the following entities Core-Mark International Inc , Fleming Companies, Inc , ABCO Food Group Inc ABCO Markets, Inc , ABCO Realty Corp ASI Office Automation, Inc , C/M Products Inc Core-Mark Interrelated Companies, Inc , Core-Mark Mid-Continent Inc Dunigan Fuels, Inc , Favar Concepts, Ltd , Fleming Foods Management Co L L C Fleming Foods of Texas L P Fleming International Ltd Fleming Supermarkets of Florida, Inc , Fleming Transportation Service Inc Food 4 Less Beverage Company Inc Fuelserv Inc General Acceptance Corporation Head Distributing Company Marquise Ventures Company, Inc , Minter-Weisman Co Piggly Wiggly Company, Progressive Realty, Inc Rainbow Food Group Inc , Retail Investments Inc , Retail Supermarkets Inc , RFS Marketing Services Inc and Richmar Foods Inc

² The term Final DIP Order refers to the Final Order Authorizing (I) Post-Petition Financing Pursuant to 11 U.S.C. § 364 and Bankruptcy Rule 4001(c), (II) Use of Cash Collateral Pursuant to 11 U.S.C. § 363 and Bankruptcy Rules 4001(b) and (d), (III) Grant of Adequate Protection Pursuant to 11 U.S.C. §§ 361 and 363 and (IV) Approving Secured Inventory Trade Credit Program and Granting Subordinate Liens Pursuant to 11 U.S.C. §§ 105 and 364(c)(3) and Rule 4001(c)

Indentures (the "Indenture Trustees"), (ii) each Indenture Trustee shall be required to file a Proof of Claim on account of the applicable Debt Instruments for which it is the Indenture Trustee on or before the General Bar Date, provided further, that each Indenture Trustee may file a single Proof of Claim against all Debtors liable under such Debt Instruments, provided further, that any such Proof of Claim shall expressly designate those Debtor entities that are so liable and the bases for such liability, and provided further that each holder of Notes shall retain the exclusive right (if any) to vote individually on any chapter 11 plan of the Debtors with respect to their respective claims, and (iii) each Indenture Trustee and any holder of Notes that wishes to assert a claim against the Debtors arising out of or relating to a Debt Instrument, other than a claim for the repayment of principal and/or interest on or under a Note, shall be required to file a Proof of Claim on or before the General Bar Date, unless another exception in this paragraph applies

Should the Court fix a date in the future after the General Bar Date by which time the Excluded Claims must be filed, you will be so notified

Each Proof of Claim form must specifically set forth the full name of the Debtor and the proper case number, as set forth in the above caption of the Debtors' Chapter 11 cases, and must be filed by delivering the Proof of Claim form with the original signature so that it is actually received by Bankruptcy Management Corporation at the following address 1330 East Franklin Avenue, El Segundo, California 90245 (for overnight mail or hand delivery), or P O Box 900, El Segundo, CA 90245-0900 (for regular mail), telephone 888-909-0100 at or before 4 00 p m Pacific Daylight Time on the General Bar Date, or at or before 4 00 p m Pacific Daylight Time on the Governmental Bar Date, October 1, 2003, if such claimant is a Governmental Unit

A Proof of Claim form is enclosed with this notice and may be used to file with respect to your Claims and/or Interests

PLEASE TAKE FURTHER NOTICE THAT, EXCEPT WITH RESPECT TO CLAIMS OF THE TYPE SET FORTH IN PARAGRAPHS (a) THROUGH (g) ABOVE AND GOVERNMENTAL UNITS (WHICH MUST FILE PROOFS OF CLAIM ON OR BEFORE 4 00 P M. (PACIFIC DAYLIGHT TIME) ON OCTOBER 1, 2003), ANY CREDITOR WHO IS REQUIRED TO FILE A PROOF OF CLAIM BUT FAILS TO DO SO ON OR BEFORE 4 00 P M. (PACIFIC DAYLIGHT TIME) ON SEPTEMBER 15, 2003, SHALL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM ASSERTING SUCH CLAIM (OR FILING A PROOF OF CLAIM WITH RESPECT THERETO), AND THE DEBTORS AND THE DEBTORS' PROPERTY SHALL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO SUCH CLAIM, AND SUCH HOLDER SHALL NOT BE PERMITTED TO VOTE ON ANY PLAN OF REORGANIZATION OR PARTICIPATE IN ANY DISTRIBUTION IN THE DEBTORS' CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM(S)

In the event that the Debtors should amend their Schedules subsequent to the date hereof, the Debtors shall give notice of such amendment to the holders of the claims affected thereby, and such holders shall be afforded the later of the General Bar Date or thirty (30) days from the date on which such notice has been given to such holders (or such other time period as may be fixed by the Court) to file Proofs of Claim or forever be barred from doing so

In the event that a Claim arises with respect to the Debtors' rejection of an executory contract or unexpired lease, the holder of such Claim will be afforded the later of the General Bar Date or thirty (30) days after the effective date of any order authorizing the rejection of the executory contract or unexpired lease to file a Proof of Claim or forever be barred from doing so

The Debtors' Schedules may be examined and inspected by interested parties during regular business hours at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court, District of Delaware, 824 Market Street, 5th Floor, Wilmington, Delaware 19801 The staff of the Bankruptcy Clerk's Office is prohibited by law from giving legal advice A copy of the Debtors' Schedules may be obtained by contacting Bankruptcy Management Corporation at the following address 1330 East Franklin Avenue, El Segundo, California, 90245 (overnight mail or hand delivery), or P O Box 900, El Segundo, CA 90245-0900 (regular mail), telephone 1-888-909-0100 Creditors wishing to rely on the Schedules are responsible for determining whether their claims are accurately listed therein

THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM AGAINST THE DEBTORS YOU SHOULD CONSULT WITH YOUR OWN PROFESSIONALS TO DETERMINE WHETHER YOU HOLD A CLAIM AGAINST THE DEBTORS YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST THE DEBTORS QUESTIONS CONCERNING THIS NOTICE SHOULD BE DIRECTED TO BANKRUPTCY MANAGEMENT CORPORATION, P O BOX 900, EL SEGUNDO, CA 90245-0900 (FOR REGULAR MAIL) OR 1330 E FRANKLIN AVE , EL SEGUNDO, CA 90245 (FOR OVERNIGHT OR HAND DELIVERY), TELEPHONE 888-909-0100

Dated July 28, 2003

Fleming Companies, Inc , Core-Mark International, Inc , Fleming Companies, Inc , ABCO Food Group, Inc ABCO Markets, Inc , ABCO Realty Corp , ASI Office Automation, Inc , C/M Products, Inc , Core-Mark Interrelated Companies, Inc , Core-Mark Mid-Continent, Inc , Dungan Fuels Inc , Favar Concepts, Ltd , Fleming Foods Management Co , L L C , Fleming Foods of Texas, L P , Fleming International, Ltd , Fleming Supermarkets of Florida, Inc , Fleming Transportation Service, Inc , Food 4 Less Beverage Company, Inc , Fuelserv, Inc , General Acceptance Corporation, Head Distributing Company, Marquise Ventures Company, Inc , Minter-Weisman Co , Piggly Wiggly Company, Progressive Realty, Inc , Rainbow Food Group, Inc , Retail Investments, Inc Retail Supermarkets, Inc , RFS Marketing Services, Inc and Richmar Foods Inc

Debtors and Debtors in Possession