UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE	PROOF OF CLAIM
In re **Fleming Companies, Inc**	Case Number **03-10945**

s135433

Scheduled Claim Ref # 2-F2-23059

YOUR CLAIM IS SCHEDULED AS

$10 616 01 UNSECURED

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 o an administrative expense may be filed pursuant to 11 U S C § 503

Name of Creditor and Address

0354429417365

MOREHOUSE FOODS INC
760 EPPERSON DRIVE
CITY OF INDUSTRY CA 91748

Creditor Telephone Number (626) 854-1655

☐ 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

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 TAX I D # 94-1701606

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

Check here if this claim ☐ replaces 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 _____ (date) to _____ (date)

2 DATE DEBT WAS INCURRED 03/14/03

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE $ 11,139.36 (unsecured) $ _____ (secured) $ _____ (unsecured priority) $ 10,616.01 (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

FILED

AUG 28 2003

BMC

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 28 2003

BMC

Fleming Companies Claim

06903

DATE SIGNED 8/28/03

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)

DAVID LATTER, CHAIRMAN

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

Morehouse Foods, Inc.

760 Epperson Drive
City of Industry CA 91748
PHONE (626) 854-1655
FAX (626) 854 1656
WEBSITE www.morehousefoods.com

PREPARED MUSTARD
PREPARED HORSERADISH
DISTILLED VINEGAR

CUSTOMER NO	INVOICE NO
90	98651
BILL OF LADING NO	**INVOICE DATE**
99071	3/14/03

SOLD TO
Fleming Foods, Inc
P O Box 24900
Oklahoma City, OK 73124

SHIP TO
Fleming Foods, Inc
3771 Channel Dr
W. Sacramento, CA 95691
PICK UP PCWC

SAME AS SOLD TO UNLESS NOTED

2.0 NET 30 DAYS
% 10 DAYS → THE CASH DISCOUNT ON THIS BILL IS $ 83.16 IF PAID ON OR BEFORE 3/22/03

SOLD BY	BROKERS NO	VIA	CUSTOMER ORDER NO	DELIVERY DATE
C S W	16	PCWC-BUYERS TRUCK	898158-sc	3/12

QUANTITY ORDERED	SIZE	UPC ITEM #	DESCRIPTION	QUANTITY SHIPPED	PRICE	EXTENSION	TOTAL
			11209 MFR ID FOR THE FOLLOWING ITEMS				
132	12/4	104	MOREHOUSE HORSERADISH	132	8.4000	1108.80	
48	12/6	106	MOREHOUSE CREAM HORSERADISH	48	12.0600	578.88	
240	12/20	220	MOREHOUSE SQUEEZE MUSTARD	240	10.5600	25[illegible]4.40	
			FREIGHT ALLOWANCE			[illegible]4.32	
						4,1[illegible]	

WEIGHT	TOTAL CASES SHIPPED
5,484	420

GUARANTEED Morehouse Foods Inc hereby guarantees that no article listed herein is adulterated or misbranded within the meaning of the Federal Food Drug and Cosmetic Act or within the meaning of any applicable state laws having a similar or substantially the same provisions as are contained in aforesaid Federal Act as is an article which may not under the provisions of Section 404 or 505 of the aforesaid Federal Act be introduced into interstate commerce MOREHOUSE FOODS INC OAKLAND CA

ACCOUNTING

Morehouse Foods, Inc.

760 Epperson Drive
City of Industry CA 91748
PHONE (626) 854 1655
FAX (626) 854 1656
WEBSITE www.morehousefoods.com

PREPARED MUSTARD
PREPARED HORSERADISH
DISTILLED VINEGAR

CUSTOMER NO	INVOICE NO
241	98731
BILL OF LADING NO	INVOICE DATE
99268	3/20/03

SOLD TO
Fleming Companies, Inc.
P.O. Box 24730
Oklahoma City, OK 73124

SHIP TO
Fleming Foods Fresno
2797 S. Orange Ave
Fresno, CA 93775

SAME AS SOLD TO UNLESS NOTED

2.0% NET 30 DAYS
% 10 DAYS → THE CASH DISCOUNT ON THIS BILL IS $ 58 47 IF PAID ON OR BEFORE 3/31/03

SOLD BY	BROKERS NO	VIA	CUSTOMER ORDER NO	DELIVERY DATE
C S W	16	BIFFWELL	328541-fs	3/21

QUANTITY ORDERED	SIZE	UPC ITEM #	DESCRIPTION	QUANTITY SHIPPED	PRICE	EXTENSION	TOTAL
			11209 MFR ID FOR THE FOLLOWING ITEMS				
54	12/4	104	MOREHOUSE HORSERADISH	54	8.4000	453 60	
24	12/6	106	MOREHOUSE CREAM HORSERADISH	24	11.4000	273 60	
208	12/20	220	MOREHOUSE SQUEEZE MUSTARD	208	10 5600	2196.48	
							2,923.68

WEIGHT	TOTAL CASES SHIPPED
4,154	286

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ACCOUNTING

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City of Industry CA 91748
PHONE (626) 854-1655
FAX (626) 854 1656
WEBSITE www.morehousefoods.com

PREPARED MUSTARD
PREPARED HORSERADISH
DISTILLED VINEGAR

CUSTOMER NO	INVOICE NO
90	99458
BILL OF LADING NO	INVOICE DATE
99457	3/25/03

SOLD TO
Fleming Foods, Inc
P.O. Box 24900
Oklahoma City, OK 73124

SHIP TO
Fleming Foods, Inc
3771 Channel Dr
W. Sacramento, CA 95691
PICK UP PCWC
SAME AS SOLD TO UNLESS NOTED

NET 30 DAYS
% 10 DAYS → THE CASH DISCOUNT ON THIS BILL IS $ 81.16 IF PAID ON OR BEFORE 3/31/03

SOLD BY	BROKERS NO	VIA	CUSTOMER ORDER NO	DELIVERY DATE
C S W	16	PCWC-BUYERS TRUCK	104279-GR	3/21

QUANTITY ORDERED	SIZE	UPC ITEM #	DESCRIPTION	QUANTITY SHIPPED	PRICE	EXTENSION	TOTAL
			11209 MFR ID FOR THE FOLLOWING ITEMS				
132	12/4	104	MOREHOUSE HORSERADISH	132	7.4400	982.08	
48	12/6	106	MOREHOUSE CREAM HORSERADISH	48	12.0600	578.88	
300	12/20	220	MOREHOUSE SQUEEZE MUSTARD	300	10.5600	3168.00	
			FREIGHT ALLOWANCE			0.00	
							4,728 46
		104	PROMOTION ALLOWANCE	132	1.2000	158.40-	**
		106	" "	48	1.6800	80.64-	**
		220	" "	300	1.4400	432.00-	**
							4,057 9.
			** - INDICATES PROMOTIONAL ALLOWANCE				

WEIGHT	TOTAL CASES SHIPPED
6,504	480

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ACCOUNTING