

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

PROOF OF CLAIM



588642

Bar Date Ref # 2-NVM-53741

In re **Fleming Companies**

Case Number
03-10945 (MFW)

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

Maple Leaf Consumer Food
PO Box 51503
Los Angeles CA 90051-5803

0354653588642

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 **(916) 967-1633**

CREDITOR TAX ID #
22-3391799

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR
100571

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

1 BASIS FOR CLAIM

Goods sold Personal injury/wrongful death Retiree benefits as defined in 11 U.S.C. § 1114(a)

Services performed Taxes Wages, salaries, and compensation (Fill out below)

Money loaned Other (describe briefly)

Your social security number _____

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

2 DATE DEBT WAS INCURRED 3/12/03 & 3/19/03 **3 IF COURT JUDGMENT, DATE OBTAINED**

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ 5348.92 (unsecured) \$ _____ (secured) \$ 5348.92 (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 other charges.

FILED

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 \$200 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.

AUG 28 2003

BMC

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

DATE SIGNED
8/25/03

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).

John P. Gilligan John P. Gilligan

Fleming Companies Claim
 06910

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



Remit To
MAPLE LEAF CONSUMER FOODS

I N V O I C E

Page

PO Box 51503
 Los Angeles, CA 900515803

EI 25121

1

Bill To	100570	Order Date	Ship Date	Delivery Date	Order Number
FLEMING FOODS-SAC. DIV.CORP		3/03/03	3/11/03	3/12/03	26838
P O BOX 24840					
OKLAHOMA CITY					
OK USA	73124				

Ship To Customer	100571	Special Instructions
FLEMING FOODS-SAC		ZONE W/C RCL
3771 CHANNEL DR		
6AM-11 30AM		
W SACRAMENTO		
CA USA	95851	

Whse	Broker	654
S4	US Cold Storage - Tracy	

Bill of Lading	Purchase Order Number	Store No	Credit Terms
	889514-SC		NET 7 DAYS

Ord Qty	Code	Ship Qty	Weight	Price	Allowance	Net Price	Amount
4	CN 07205	4	50.80	2 040	000	2 040	103 63
	ROY SD BACON CHUNK VP		10PC				
12	CN 07359	12	144 00	2 190	.000	2 190	315 36
	ROY SLC TURKEY BREAST		12X1#				
3	CN 07364	3	36 00	2 290	000	2 290	82 44
	ROY SL SMK TURK BRST		12X1#				
24	CN 07380	24	288 00	2 340	000	2 340	673 92
	ROYALE SL CKD HAM NJ		6/2#				
5	CN 07381	5	60 00	2 340	.000	2 340	140 40
	ROYALE SL CKD HAM NJ		12/1#				

Total Quantity	Total Weight	Total Taxes	Total Amount
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48 000	578 800	00	1,315 75
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Remit To
MAPLE LEAF CONSUMER FOODS

I N V O I C E

Page

PO Box 51503
 Los Angeles, CA 900515803

EI 25207

1

Bill To	100570	Order Date	Ship Date	Delivery Date	Order Number
FLEMING FOODS-SAC DIV CORP		3/10/03	3/18/03	3/19/03	26936
P.O BOX 24840					
OKLAHOMA CITY					
OK USA	73124				

Ship To Customer	100571	Special Instructions
FLEMING FOODS-SAC		ZONE W/C RCL
3771 CHANNEL DR		
6AM-11 30AM		
W SACRAMENTO		
CA USA	95851	

Whse	Broker	654
S4 US Cold Storage - Tracy		

Bill of Lading	Purchase Order Number	Store No	Credit Terms
	051648-SC		NET 7 DAYS

Ord Qty	Code	Ship Qty	Weight	Price	Allowance	Net Price	Amount
19	CN 07027	19	205 11	2 490	000	2 490	510.72
	ROY BNL HAM 1/2 VAR PK NJ 6PC						
28	CN 07153	28	198.97	1.890	000	1 890	376 05
	ROY CURED SALT PORK RD WT 12PC						
46	CN 07359	46	552 00	2 190	000	2 190	1,208 88
	ROY SLC TURKEY BREAST 12X1#						
40	CN 07380	0	00	2 340	000	2 340	.00
	ROYALE SL CKD HAM NJ 6/2#						
69	CN 07381	69	828 00	2 340	000	2.340	1,937 52
	ROYALE SL CKD HAM NJ 12/1#						

Total Quantity	Total Weight	Total Taxes	Total Amount
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162 000	1784 080	00	4,033 17
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