

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

PROOF OF CLAIM



610675

Bar Date Ref # 2-NVM-76505

In re **Fleming Companies, Inc.**

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

Ohio Machinery CO
PO Box 92333-n 3993 E ROYALTON RD.
Cleveland OH 44108 44147

0354653610675

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 (440) 838-7251

CREDITOR TAX ID #

34-0672363

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

CV27A00

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 _____ to _____ (date) (date)

2 DATE DEBT WAS INCURRED

4-17-03

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE

\$ 272.01 (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
SEP 03 2003
BMC

DATE SIGNED

8/28/03

SIGN and print the name and title of any of the creditor or other person authorized to file this claim (attach copy of power of attorney if any)

[Signature]

Fleming Companies Claim



07358

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

DATE 27 AUG 03 15 12 28

REPORT GENERATION CAH
OHIO MACHINERY COMPANY
REPRINTED INVOICE

AUGUST 27, 2003

SOLD TO FLEMING COMPANIES INC
PO BOX 207
MASSILLON, OH 44648

SHIP TO SAME AS ABOVE

INVOICE NUMBER 67041360a
INVOICE DATE 04/17/2003
PAYMENT DUE DATE 05/17/2003
CUSTOMER NUMBER CV27A00
YOUR PO# 11478
MODEL C10
SERIAL NUMBER 2KS81244
GARY

Thank you for your business!

PART NUMBER	DESCRIPTION	QTY	UNIT PRICE	AMOUNT
1945340	SENSOR G	1	40 80	40 80
Finance charge of 1 5% (18% Annual rate) will be charged on all past due invoices				
TERMS NET 30 DAYS			PARTS TOTAL	\$40 80
			STATE TAX	2 04
			COUNTY TAX	10
			INVOICE TOTAL	\$42 94
			BALANCE DUE	\$42 94

END REPORT

WORK ORDER INVOICE NUMBER 77044249

PAGE 1 OF 2

FLEMING COMPANIES INC
 PO BOX 207
 MASSILLON, OH 44648

Invoice Date 05/01/2003 Reprinted
 Payment Due Date 05/31/2003
 Customer# CV27A00
 Your Order#
 Release#
 Project

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| Mach# Make Model Serial Number Mls/Hrs |
| -----|-----|-----|-----|
| 970 CAT C12 2KS81244 216501 |
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Segment 01 ENGINE WILL NOT START

Part Number	Description	Qty	Price	Amount
2L8079	TERMINAL	1	0 88	0 88
6K0806	TIE	12	0 26	3 12
SUB-TOTAL PARTS				4 00
LABOR CHARGES				211 50
SUB-TOTAL 01 ENGINE WILL NOT START				\$215 50
INVOICE TOTAL				\$231 80

WORK ORDER SUMMARY

SUB-TOTAL	01 ENGINE WILL NOT START	215 50
WORK ORDER SHOP SUPPLIES		2 15

WORK ORDER SUB-TOTAL		217 65
STATE TAX		13 06
COUNTY TAX		1 09

	INVOICE TOTAL	\$231 80
		=====

***** NET DUE 30 DAYS *****

REMIT TO OHIO MACHINERY CO P O BOX 92339-N CLEVELAND, OH 44193

Thank you for allowing us the opportunity to serve you

T/S NO START T/S FOUND NO POWER TO 52 OR 53 WIRE MADE TEMPORARY BYPASS
WIRING, HOOK TO ALTERNATOR CHECKE DBATTERY AND FUSES
END REPORT