

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

PROOF OF CLAIM



619779

Bar Date Ref # 2-NVM-86284

In re
FLEMING COMPANIES, INC. et al

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.

- 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.

FILED
SEP 04 2003
BMC

Name of Creditor and Address

New York Style Sausage
1228 Reamwood Ave
Sunnyvale CA 94089

0354653619779

Creditor Telephone Number ()

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

CREDITOR TAX ID #
94-2903624

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR, VENDOR #
165947 / 36018

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 *Tue 03/31/03*

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ *11,698^{23/100}* (unsecured) \$ _____ (secured) \$ *11,698^{23/100}* (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

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
FILED

SEP 04 2003

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

DATE SIGNED
8/18/03

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).
[Signature] *Don D Ambrosio*
(President)

Fleming Companies Claim
 07912

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

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).



NEW YORK STYLE SAUSAGE CO

1228 REAMWOOD AVE
SUNNYVALE CA 94089
(408) 745 7675

PLEASE RETURN THIS STUB WITH YOUR
REMITTANCE TO INSURE PROPER CREDIT

NEW YORK STYLE SAUSAGE CO

1228 REAMWOOD AVE
SUNNYVALE CA 94089

STATEMENT

STATEMENT DATE	CUST NO	PAGE NO	STATEMENT DATE	CUST NO	PAGE NO
08/31/03	4FLEM	1	08/31/03	4FLEM	1

FLEMING FOODS
P O BOX 15127
SACRAMENTO, CA 95851-1127

FLEMING FOODS
P O BOX 15127
SACRAMENTO, CA 95851-1127

DATE	REF. NO.	TRANSACTION TYPE	AMOUNT	BALANCE	REF. NO.	AMOUNT
02/12/03	01878	INVOICE	1622 50	1622.50	01878	1622.50
03/21/03	65512	PAYMENT-01878	-1389 98	232.52	65512	-1389 98
02/26/03	02826	INVOICE	885 74	1118.26	02826	885.74
04/30/03	41403	PAYMENT-02826	-862 00	256.26	41403	-862 00
03/03/03	03117	INVOICE	813 92	1070.18	03117	813.92
03/05/03	03315	INVOICE	840 86	1911 04	03315	840 86
03/10/03	03590	INVOICE	375.80	2286 84	03590	375.80
03/12/03	03794	INVOICE	1301.44	3588.28	03794	1301.44
03/17/03	04077	INVOICE	1174 44	4762.72	04077	1174.44
03/19/03	04276	INVOICE	1053.60	5816 32	04276	1053 60
03/24/03	04539	INVOICE	920 26	6736.58	04539	920.26
03/26/03	04749	INVOICE	910 48	7647 06	04749	910 48
03/31/03	05019	INVOICE	928 38	8575.44	05019	928.38
07/20/99	13441	INVOICE	90.96	8666.40	13441	90.96
07/21/99	13537	INVOICE	454.08	9120.48	13537	454 08
08/04/99	14482	INVOICE	486.00	9606.48	14482	486.00
08/18/99	90895	PAYMENT-14482	-380.64	9225 84	90895	-380.64
10/10/01	69342	INVOICE	993 60	10219 44	69342	993.60
11/29/01	12654	PAYMENT-69342	-974.60	9244.84	12654	-974 60
11/26/01	72587	INVOICE	2836.18	12081 02	72587	2836.18
12/26/01	20758	PAYMENT-72587	-2342.50	9738.52	20758	-2342.50
11/28/01	72807	INVOICE	3221 70	12960 22	72807	3221 70
12/26/01	20491	PAYMENT-72807	-2977 73	9982.49	20491	-2977.73
12/31/01	74964	INVOICE	3712.80	13695 29	74964	3712 80
02/04/02	34077	PAYMENT-74964	-3045.68	10649.61	34077	-3045.68
03/06/02	79374	INVOICE	3204.46	13854 07	79374	3204 46
04/29/02	58965	PAYMENT-79374	-2448 30	11405 77	58965	-2448 30
05/22/02	84451	INVOICE	2891.62	14297.39	84451	2891 62
06/24/02	77285	PAYMENT-84451	-2874 14	11423.25	77285	-2874 14
11/20/98	98243	INVOICE	228.00	11651.25	98243	228 00
10/14/98	95370	INVOICE	113 40	11764.65	95370	113 40
10/29/98	99969	PAYMENT-95370	-162.00	11602 65	99969	-162 00
02/07/00	33131	ADJUST-95370	30.48	11633 13	33131	30 48
11/04/02	95396	INVOICE	2965.80	14598 93	95396	2965 80
12/09/02	29371	PAYMENT-95396	-2937 00	11661.93	29371	-2937 00
12/26/02	98842	INVOICE	2485.06	14146 99	98842	2485 06
01/23/03	42135	PAYMENT-98842	-2469.16	11677 83	42135	-2469.16
				BALANCE DUE		
					PLEASE PAY THIS AMOUNT	BALANCE DUE CONTINUED



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PAGE NO

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FLEMING FOODS
P O. BOX 15127
SACRAMENTO, CA 95851-1127

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P O BOX 15127
SACRAMENTO, CA 95851-1127

HERE

DATE	REF. NO.	TRANSACTION TYPE	AMOUNT	BALANCE	REF. NO.
01/02/03	99274	INVOICE	2721 92	14399.75	99274
01/31/03	45420	PAYMENT-99274	-2701 52	11698.23	45420
0 00	0 00	0 00	11698 23	BALANCE DUE	
				11698 23	

PLEASE CHECK ITEMS BEING PAID BELOW	
AMOUNT	
2721.92	
-2701.52	
BALANCE DUE	
11698 23	

PLEASE
PAY THIS
AMOUNT