

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

PROOF OF CLAIM



s136014

Scheduled Claim Ref # 2 F2-23640

YOUR CLAIM IS SCHEDULED AS

\$1 899 71 UNSECURED

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

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

Name of Creditor and Address

0354429422384

PERFORMANCE SEED
PO BOX 7126
ST CLOUD MN 56302

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 Telephone Number (320) 259-9470

CREDITOR TAX ID #
41-1705941

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR
Flemsu, Flemwl

Check here 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 2/13/03 2/18/03

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ 1938.48 (unsecured) \$ _____ (secured) \$ _____ (unsecured priority) \$ 1938.48 (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

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

SEP 05 2003

Fleming Companies Claim



08366

DATE SIGNED

9-3-03

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)

Mary Hinkemeyer
Mary Hinkemeyer
Controller

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



Performance Seed

P O Box 7126
St Cloud MN 56302
(320) 259-9470 Fax (320) 259-6043

INVOICE



Performance Seed

P O Box 7126
St Cloud MN 56302
(320) 259-9470 Fax (320) 259-6043

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PAGE 1

FLEMSU
FLEMING COMPANIES--SUPERIOR
VENDOR #141794
PO BOX 26680
OKLAHOMA CITY OK 73126

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FLEMING--SUPERIOR
1 GATEWAY COURT
SUPERIOR WI 54880

FLEMING COMPANIE-
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DATE	SHIP TICKET #	ORDER NO.	ORDER DATE	SHIPPED VIA	TERMS	INVOICE NO.	INVOICE DATE	INVOICE NO.
02/15/03	00044937	959124	02/10/03	(715) 344-1729 CPU	= F0, n/61	00100439	02/17/03	00100439
ITEM/DESCRIPTION/SERIAL NO.	QUANTITIES	UNIT	UNIT PRICE	AMOUNT				
11620 20 LB SUNFLOWER SEED POLY BAG	Ordered 78.0000 Shipped 78.0000	PKG	3.9600	308.88				
NON-TAXABLE					INVOICE TOTAL			
208.88					308.88			
TAXABLE					INVOICE TOTAL			
.00					308.88			
SALES TAX					INVOICE TOTAL			
.00					308.88			
FREIGHT					INVOICE TOTAL			
.00					308.88			
MISCELLANEOUS					INVOICE TOTAL			
.00					308.88			
INVOICE TOTAL					308.88			

Performance Seed

SHIPPING TICKET



P O Box 7126
 St Cloud MN 56302
 (320) 259-9470 Fax (320) 259-6043

BATCH # SHIPPING TICKET # 44937

SHIP DATE	QUANTITY	ORDER NO	ORDER DATE	REGID SEED DATE	EXPLORE DATE	SHIP TO	PAGE #
00044937 02/10/03	1		2-13-03		059124	(715)394-1729 CPU	1

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FLEMING--SUPERIOR
1 GATEWAY COURT
SUPERIOR WI 54880

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FLEMING COMPANIES--SUPERIOR
VENDOR #141794
PO BOX 26680
OKLAHOMA CITY OK 73126

LINE	ITEM - DESCRIPTION - UOM	UN	UNITS	QUANTITY ORDERED	QUANTITY SHIPPED	QUANTITY BACKORDERED
001	11620 20 LB SUNFLOWER SEED POLY BAG		PKG	78	78	

Regulations 49 U.S.C. Part 17c

TOPS
 FORM No. 3843
 Printed in the U.S.A.

PALLETS 0 IN 1 OUT
 PALLETS PACKED BY Don RECEIVER Michael J. Warner

ALTERNATE STRAIGHT BILL OF LADING—SHORT FORM—ORIGINAL—NOT NEGOTIABLE

Name of Carrier Fleming	Carrier's No 708	Date 2-13-03	Shipper's No 44937
TO Consignee 1 Gateway Court	FROM Shipper Performance Sand		
Street	PO Box 7126		Emergency Response Pr...
Destination Superior WI	Zip Code 54880	St Cloud 56720	

Route _____ Vehicle No _____

No. Shipping Units	HT	Kind of Package	Description of Articles	Special Marks and Exceptions	* Weight (Sub to Corr)	RATE	✓	CHARGES
1		20	NO SHFLOWER		1620			

REMIT C O D TO ADDRESS	C O D AMT	C O D FEE PREPAID <input type="checkbox"/> \$ COLLECT <input type="checkbox"/>	TOTAL CHARGES \$
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<p>* If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carrier's or shipper's weight.</p>	<p>NOTE Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property. The agreed or declared value of the property is hereby specified, stated by the shipper to be not exceeding \$ _____ per _____.</p>	<p>Subject to Section 7 of conditions if this shipment is to be delivered to the consignee without recourse on the consignor the consignor shall sign the following statement: The carrier shall not make delivery of this shipment without payment of freight and all other lawful charges. <i>Carol Reuser</i> (Signature of Consignor)</p>	<p>FREIGHT CHARGES Check Appropriate Box <input type="checkbox"/> Freight prepaid <input type="checkbox"/> Collect</p>
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RECEIVED subject to the classifications and lawfully filed tariffs in effect on the date of the issue of receipt by the carrier of the property described in the Original Bill of Lading the property described above in apparent good order except as noted (contents and condition of contents of packages unknown) marked consigned and destined as indicated above which said carrier (the word carrier being understood throughout this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination; if on its route otherwise to deliver to another carrier on the route to said destination. It is mutually agreed as to each carrier of all or any of said property over all or any portion of said route to destination and as to each party at any time interested in all or any of said property that every service to be performed hereunder shall be subject to all the terms and conditions of the Uniform Domestic Straight Bill of Lading set forth (1) in Uniform Freight Classifications in effect on the date hereof (if this is a rail or a rail-water shipment) or (2) in the applicable motor carrier classification or tariff if this is a motor carrier shipment.

Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading set forth in the classification or tariff which governs the transportation of this shipment and the said terms and conditions are hereby agreed to by the shipper and accepted for himself and his assigns.

This is to certify that the above named materials are properly classified described packaged marked and labeled and are in proper condition for transportation according to the applicable regulations of the Department of Transportation.

Performance Sand Shipper Per **Don** **Fleming Co** Agent Per **[Signature]**

Permanent post office address of shipper + Mark with X to designate Hazardous Material as defined in Title 49 of Federal Regulations
For further details on TRANSPORTING HAZARDOUS MATERIALS see Federal Regulations 49 CFR Part 172

Customer Pick-up



Performance Seed

P O Box 7126
St Cloud MN 56302
(320) 259-9470 Fax (320) 259-6043

INVOICE



Performance Seed
P O Box 7126
St Cloud MN 56302
(320) 259-9470 Fax (320) 259-6043

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FLEMWL
FLEMING COMPANIES--LA CROSSE
VENDOR #141794
PO BO. 26680
OKLAHOMA CITY OK 73126

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FLEMING COMPANIES, INC
1637 ST. JAMES STREET
LACROSSE WI 54601-1957

FLEMING COMPANIES--
FLEMWL

DATE	SHIP TICKET #	ORDER NO.	ORDER DATE	SHIPPED VIA	TERMS	INVOICE NO.	INVOICE DATE	INVOICE NO.														
02/18/03	00045001	700852	02/12/03	(608)779-3543 WEDNES	2/60,n/61	00100476	02/18/03	0010047														
ITEM DESCRIPTION/SERIAL NO.	QUANTITIES	UNIT	UNIT PRICE	AMOUNT																		
11150	Ordered		120.0000																			
50 LB COUNTRY MIX BAG	Shipped	PKG	5.3000	636.00																		
17650	Ordered																					
50 LB NB-BLACK SUNFLOWER CLEAR POLY	Shipped	PKG	8.2800	997.60																		
<table border="1"> <thead> <tr> <th>NON-TAXABLE</th> <th>TAXABLE</th> <th>SALES TAX</th> <th>FREIGHT</th> <th>MISCELLANEOUS</th> <th>INVOICE TOTAL</th> <th>INVOICE TOTAL</th> </tr> </thead> <tbody> <tr> <td>1629.60</td> <td>.00</td> <td>.00</td> <td>.00</td> <td>.00</td> <td>1629.60</td> <td>1629.60</td> </tr> </tbody> </table>									NON-TAXABLE	TAXABLE	SALES TAX	FREIGHT	MISCELLANEOUS	INVOICE TOTAL	INVOICE TOTAL	1629.60	.00	.00	.00	.00	1629.60	1629.60
NON-TAXABLE	TAXABLE	SALES TAX	FREIGHT	MISCELLANEOUS	INVOICE TOTAL	INVOICE TOTAL																
1629.60	.00	.00	.00	.00	1629.60	1629.60																

Performance Seed

SHIPPING TICKET



Formal No. 3843
Printed in the U.S.A.

P O Box 7126
St Cloud MN 56302
(320) 259-9470 Fax (320)-259-6043

BATCH # SHIPPING TICKET 45001

ORDER #	ORDER DATE	WEEK ID	SHIP DATE	SHIP TO	SHIP VIA	DATE
00045001	02/12/03	1	2-17-03		3543 WEDNES	

S H I P T O
000001
FLEMING COMPANIES, INC
1637 ST. JAMES STREET
LACROSSE WI 54602-1957

S O L D T O
FLEMM
FLEMING COMPANIES—LA CROSSE
VENDOR #141794
PO BOX 26680
OKLAHOMA CITY OK 73126

LINE	DESCRIPTION	UNIT	QUANTITY ORDERED	QUANTITY SHIPPED	QUANTITY AVAILABLE
001	11150 50 LB COUNTRY MIX BAG	PKG	120	120	
002	17650 50 LB NB BLACK SUNFLOWER CLEAR POLY	PKG	120	120	

Call Gary for CPU
972-906-8303

ORIGINAL - NOT NEGOTIABLE
Invoice No

PALLETS 0 IN 6 OUT

PALLETS PACKED BY Don

RECEIVER [Signature]

ALTERNATE STRAIGHT BILL OF LADING—SHORT FORM—ORIGINAL—NOT NEGOTIABLE

Name of Carrier Fleming		Carrier's No. 139340	Date 2-17-03	Shipper's No. 45001
TO Consignee Fleming Companies		FROM Shipper Performance Seed		
Street 1637 ST James ST		PO Box 7126		
Destination Lacrosse WI		ST Cloud MN		
Zip Code 54602-1957		56320		
Route				Emergency Response Phone No
Vehicle No				

No. Shipping Units	HM	Kind of Package	Description of Articles	Special Marks and Exceptions	* Weight (Sub to Corr)	RATE	✓	CHARGES
6		Pailets	mix bilgeal		12,360			

REMIT COD TO ADDRESS	COD AMT	COD FEE PREPAID <input type="checkbox"/> \$ COLLECT <input type="checkbox"/>	TOTAL CHARGES \$
<p>If the shipment moves between two ports by a carrier by water, the bill of lading requires that the bill of lading state whether it is carrier's weight or shipper's weight.</p>		<p>NOTE: Where the rate is dependent on value, shippers are required to state specifically in writing the agreed or declared value of the property.</p> <p>The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding \$ _____ per _____.</p>	
<p>Subject to Section 7 of conditions, if this shipment is to be delivered to the consignee without recourse on the consignor, the consignor shall sign the following statement:</p> <p>The carrier shall not make delivery of this shipment without payment of freight and all other lawful charges.</p> <p><i>Carl Kerner</i> (Signature of Consignor)</p>		<p>FREIGHT CHARGES Check Appropriate Box</p> <p><input type="checkbox"/> Freight prepaid <input type="checkbox"/> Collect</p>	

RECEIVED subject to the classifications and lawfully filed tariffs in effect on the date of the issue of receipt by the carrier of the property described in the Original Bill of Lading, the property described above in apparent good order, except as noted, and in conformity with the description of contents of packages (unknown) marked consigned and destined as indicated above, which carrier (the word carrier being understood throughout this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination, if on its route, otherwise to deliver to another carrier on the route to said destination, it is mutually agreed as between each carrier and any other carrier that the property over all or any portion of said route to destination and as to each party at any time interested in all or any of said property, the carrier shall be performed hereunder and shall be subject to all the terms and conditions of the Uniform Domestic Straight Bill of Lading set forth (1) in Uniform Freight Classifications in effect on the date hereof, if this is a rail or air-water shipment, or (2) in the applicable motor carrier classification or tariff if this is a motor carrier shipment.

Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading set forth in the classification or tariff which governs the transportation of this shipment and the said terms and conditions are hereby agreed to by the shipper and accepted for himself and his assigns.

This is to certify that the above named materials are properly classified, described, packaged, marked and labeled and are in proper condition for transportation according to the applicable regulations of the Department of Transportation.

Performance Seed Shipper Per **Don** Agent Per **[Signature]**

Permanent post office address of shipper: + Mark with X to designate Hazardous Material as defined in Title 49 of Federal Regulations. For further details on TRANSPORTING HAZARDOUS MATERIALS see Federal Regulations 49 CFR Part 172.

Customer pick-up

1

