

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

PROOF OF CLAIM



559674

Bar Date Ref # 2-NVM-18229

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.

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 05 2003
BMC**

Name of Creditor and Address

0354653559674

Wolverine Packing CO
~~PO Box 7900+~~
1340 Winder St
Detroit MI 48207

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 (313) **259-7500**

CREDITOR TAX ID #
38-1901974

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR
9013 AND 8582

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

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 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE
 \$ 50,143.71 (unsecured) \$ 16,161.76 (unsecured priority) \$ 66,305.47 (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 and 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). **RECLAMATION CLAIM**
 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

**FILED
SEP 14 2003
BMC**

Filing Companies Claim

DATE SIGNED
9/14/03

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).
BRIAN E BARTES, 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

Open Accounts Receivable Display

Wolverine Packing Co , V3 0

Customer # - 9013 FLEMING COMPANIES, INC

405-951-7991

Slsmn TJ OKLAHOMA CITY,OK Terms: NT14

Credit Limit:

P.O.#	Date	Invoice \$	Prev. Paid	Balance	Legend Desc.	Days
1338934	11-15-02	315 09-		315 09-	Credit Memo	293
1345686	12-05-02	1,838 08		1,838 08	Invoice	273
1345687	12-05-02	690 53		690 53	Invoice	273
1378175	03-21-03	18,559 51		18,559 51	Invoice	167
1378176	03-21-03	90 00		90 00	Invoice	167
1380258	03-28-03	16,161 76		16,161 76	Invoice	160
7060067/	04-24-03		28,351 04-	28,351 04	NSF CK BK ON AC	133

1376137
3/14/03

7 Invoice(s) 37,024 79 28,351 04- 65,375.83
 F3=Exit F6=Show P.O.#

Bottom

Open Accounts Receivable Display

Wolverine Packing Co , V3 0

Customer # - 8582 FLEMING COMPANY - MIAMI

Slsmn. TJ MIAMI, FL

Terms: NT14

Credit Limit.

P.O.#	Date	Invoice \$	Prev. Paid	Balance	Legend Desc.	Days
1337498	11-08-02	268 93		268 93	Invoice	300
1339675	11-15-02	159 20		159 20	Invoice	293
1339676	11-15-02	171 28		171 28	Invoice	293
1346128	12-06-02	118 58		118 58	Invoice	272
1352821	12-27-02	28 45		28 45	Invoice	251
1367464	02-14-03	183 20		183 20	Invoice	202

6 Invoice(s)

929.64

.00

929.64

F3=Exit F6=Show P O #

Bottom

Wolverine
Packing Co.

Telephone (313) 259-7500



2535 Rivard
Detroit MI 48207

(313) 568 1809 Fax (Main Office)
(313) 259-7538 Fax (Distribution)

Date April 1, 2003

Fleming Company Inc
Mark C Shapiro
1945 Lakepointe
Lewisville, TX 75057

Re Reclamation Under Section 2-701
Uniform Commercial Code

Attention Mark C Shapiro

Pursuant to Section 2-702 of the Uniform Commercial Code, demand is made upon you for the return of meat products delivered to you and received by you from within (10) days of March 31, 2003 or as an alternative, demand is made for monies owed for these goods on the value thereof in exchange

Please set aside goods delivered on March 31, 2003 in the amount of \$16,161 76 in trust on behalf of Wolverine Packing Company (See enclosed copy of invoice # 1380258 - \$16,161 76)

Sincerely,

Brian Bartes
Controller

Wolverine Packing Co.

INVOICE NO 1380758

PAGE NO 1
 DATE 04-28-03
 LOAD NO 587 20
 11 52 am

P O BOX 79001, DETROIT, MI 48279-1570

(313) 259-7500 TELEPHONE
 (313) 568-1909 FAX (MAIN OFFICE)
 (313) 259-7538 FAX (DISTRIBUTION)

S
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0013
 FLEMING COMPANIES, INC
 C C M
 P O BOX 25200
 OKLAHOMA CITY OK 73125

7013A
 FLEMING COMPANIES - MIAMI
 3555 N.W. 77TH AVE
 MIAMI, FL 33142-0000

STOMER P O	SALESMAN	B/L NO	VIA	SALES ORDER(S)
095224	TJ		CIN'L BRU	75444

QUANTITY ORDERED	QUANTITY SHIPPED	PRODUCT CODE	DESCRIPTION	WEIGHT	UNIT PRICE	PER	AMOUNT
10	10	204712	CH BLK RDY LAMB RACK CRYD	243.90	8.590 LB		2,095.10
15	15	206512	CH LAMB SHOULDER BNLS SEASONE	204.50	2.890 LB		591.01
15	15	207012	CH LAMB SHOULDER BLK RDY CRYD	920.80	1.590 LB		1,464.07
10	10	232712	CH BLK RDY LAMB LOIN CRYD	168.30	4.390 LB		738.84
10	10	233012	CH LAMB LEG BLOCK READY CRYD	588.80	2.550 LB		1,524.99
5	5	233812	CH LAMB LEG BRT CRYD	170.80	3.990 LB		681.49
18	18	234512	CH SEASONED LAMB LEG CRYD	237.50	4.150 LB		985.63
7	7	264112	CH LAMB SHANKS CASE RDY CRYD	180.20	2.870 LB		520.78
40	40	313012	PREMIUM VEAL BREAST CRYD	2,509.10	.700 LB		1,756.37
15	15	332312	PREM VEAL LOINS - 3PC BOX	428.20	3.790 LB		1,622.88
15	15	337312	PREM VEAL HINDSHANKS - 6PC BU	379.70	3.990 LB		1,515.00
30	30	349012	PREM VEAL TOPS CRYD - DRUPED	510.50	4.190 LB		2,139.00
9	9	364000	VEAL INSIDE SHANKS	135.60	2.690 LB		391.88
9	9	375102	VEAL LIVER CRYD	67.70	1.590 LB		134.72

***** ALL WOLVERINE LOADS ARE FALLIT EXCHANGE *****

403	00	TOTALS	5,745.60	10,161.70
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REC'D BY

TERMS:
7 DAYS NET

IF AT TIME OF ARRIVAL ANY
DISCREPANCY EXISTS CALL
WOLVERINE PRIOR TO
RELEASING 1-800-521-1390

RECEIPT COPY