



UNITED STATES BANKRUPTCY COURT For the District of Delaware	PROOF OF CLAIM
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In re Fleming Companies, Inc.	Case Number 03-10945
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NOTE: This claim 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.

Creditor Name (Person or entity debtor owes) Leahy Inc.	<input type="checkbox"/> 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. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.
Address Line 1 5307 NW 35th Terrace	
Address Line 2	
Address Line 3	
City ST ZIP Ft Lauderdale, FL 33309	

THIS SPACE IS FOR COURT USE ONLY

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR	<input type="checkbox"/> replaces a previously filed claim dated _____ <input type="checkbox"/> amends
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1 BASIS FOR CLAIM <input type="checkbox"/> Goods sold <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input checked="" type="checkbox"/> Services performed <input type="checkbox"/> Taxes <input type="checkbox"/> Wages, salaries, and compensation (Fill out below) <input type="checkbox"/> Money loaned <input type="checkbox"/> Other (Describe Briefly)		
Your social security No _____ Unpaid compensation for services performed from _____ to _____ (date)		

2. Date Debt Incurred (MMDDYY)

03	31	03
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3 If Court Judgment, Date Obtained

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4 CLASSIFICATION OF CLAIM Under the Bankruptcy Code all claims are classified as one or more of the following: (1) Unsecured nonpriority, (2) Unsecured Priority, (3) Secured. It is possible for part of a claim to be in one category and part in another. CHECK THE APPROPRIATE BOX OR BOXES that best describe your claim and STATE THE AMOUNT OF THE CLAIM AT TIME CASE FILED.

SECURED CLAIM
 Attach evidence of perfection of security interest.
 Brief Description of Collateral:
 Real Estate Motor Vehicle Other (Describe briefly)

Amount of arrearage and other charges at time case filed included in secured claim above, if any \$ _____

UNSECURED NONPRIORITY CLAIM
 A claim is unsecured if there is no collateral or lien on property of the debtor securing the claim or to the extent that the value of such property is less than the amount of the claim.

UNSECURED PRIORITY CLAIM Specify the priority of the claim.

Wages, salaries or commissions (up to \$4,650), earned not more than 90 days before filing of the bankruptcy petition or cessation of the debtor a 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)

Taxes or penalties of governmental units 11 U.S.C. § 507(a)(7)

Other - Specify applicable paragraph of 11 U.S.C. § 507(a) _____

5 AMOUNT OF CLAIM AT TIME CASE FILED

<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:10%; height: 20px;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td> </tr> </table> (Secured)											<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:10%;"> </td><td style="width:10%;">4</td><td style="width:10%;">5</td><td style="width:10%;">7</td><td style="width:10%;">4</td><td style="width:10%;">.</td><td style="width:10%;">7</td><td style="width:10%;">3</td><td style="width:10%;"> </td><td style="width:10%;"> </td> </tr> </table> (Unsecured Nonpriority)		4	5	7	4	.	7	3			<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td><td style="width:10%;"> </td> </tr> </table> (Unsecured Priority)										
	4	5	7	4	.	7	3																									

Check this box if claim includes charges in addition to the principal amount of the claim. Attach itemized statement of all additional charges.

6 CREDITS AND SETOFFS The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. In filing this claim, claimant has deducted all amounts that claimant owes to debtor.

7 SUPPORTING DOCUMENTS Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments or evidence of security interests. If the documents are not available, explain. If the documents are voluminous, attach a summary.

8 TIME STAMPED COPY To receive an acknowledgment of the filing of your claim enclosed a stamped, self-addressed envelope and copy of this proof of claim.

Date 8/26/03	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) <div style="text-align: right;">George Glasser, Pres</div>
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SEP 08 2003

BMC

Fleming Companies Claim



08508

Penalty for presenting fraudulent claim Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571

**Addendum To Proof of Claim
Creditor: Leahy, Inc.
Debtor: Fleming Companies, Inc.
Case Number 03-10945**

The claim filed herein consists of the annexed unpaid invoice for \$922 08 plus the additional sum of \$3,652 65 resulting from nonpayment of Debtor's check No 02-065897. Copies of the check and related documentation are likewise annexed.



Document Management Excellence

The Fleming Company
Attn Lydia Lopez
3400 NW 74th Avenue
Miami, FL 33122

Invoice

Leahy Incorporated

5307 NW 35th Terrace
Ft Lauderdale, FL 33309

Phone 954-485-7788
FAX 954-485-6968
www.leahyinc.com

Invoice No	0303035
Invoice Date	3/31/2003

Customer No FLEM013
Customer PO
Terms Net 30 Days

Services	Quantity	\$ Amount
16mm microfilming of Credit Requests Roll #'s 3705 to 3707		
Filming @ \$41 per 1000 images	5,288	216 81
Data entry @ \$ 18 each	3,583	644 94

Never was paid

Sub Total	861 75
Sales Tax	60 33
Invoice Total:	\$922 08

Micrographic and Scanning Services ♦ Imaging System Design and Integration





Document Management Excellence

The Fleming Company
Attn Lydia Lopez
3400 NW 74th Avenue
Miami, FL 33122

Invoice

Leahy Incorporated

5307 NW 35th Terrace
Ft Lauderdale, FL 33309

Phone 954-485-7788
FAX 954-485-6968
www.leahyinc.com

Invoice No	0302024
Invoice Date	2/28/2003

Customer No FLEM013
Customer PO
Terms Net 30 Days

Services	Quantity	\$ Amount
16mm microfilming of Credit Requests Roll #'s 3697 to 3704		
Filming @ \$41 per 1000 images	22,693	930 41
Data entry @ \$ 18 each	13 796	2,483 28

Check Returned

Sub Total	3,413 69
Sales Tax	238 96
Invoice Total	\$3,652.65

Micrographic and Scanning Services ♦ Imaging System Design and Integration

④

4182993 066

1210-0037-4

04/15/03 26555

066000109 LANDMARK BANK
050176990 FT LAUDERDALE FL
050176990 04-15-03

066000109 REFS
050176990
050176990 04-15-03

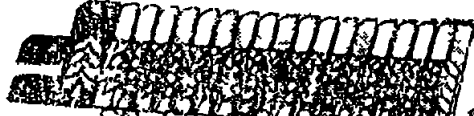
04/14/03
0040-0002-6

0202 6333U

PAY TO THE ORDER OF
LANDMARK BANK
FOR DEPOSIT ONLY
LEAHY INCORPORATED
012000887

000036525

02065897 121118226 733301235



LEAHY DOCUMENTS & COMMUNICATIONS
5311 NW 35 TERRACE
FT LAUDERDALE FL 33309-0000
MARCH 28, 2003
VOID AFTER 90 DAYS
RETURN TO MAKER

Bank of America
Community Development Bank
80-4182
1211

No. 02-065897

POSTAL CHECKS - MONDAY

470-4874

3400 NW 74TH AVE MIAMI, FL 33152

Fleming

THE FACE OF THIS DOCUMENT IS PRINTED IN BLUE AND RED INK

7

LANDMARK BANK
2600 EAST COMMERCIAL BLVD
FORT LAUDERDALE, FL 33308

RECEIVED LEAHY
03 APR 21 AM 7:25

PHONE 954-771-5525

LEAHY INCORPORATED
5307 NW 35 TERR
FT LAUDERDALE FL 33309

ACCOUNT 120005657

AS OF 04/16/03

PAGE 1



* NOTICE OF CHECKS CHARGED BACK *
* TO YOUR ACCOUNT *

THE FOLLOWING ITEMS HAVE BEEN CHARGED BACK TO YOUR ACCOUNT
PLEASE REFER CHARGE BACK QUESTIONS TO (954) 771-5525

PAYOR	REASON	AMOUNT
FLEMING	REFER TO MAKER	3,652 65

TOTAL ITEMS CHARGED BACK TO YOUR ACCOUNT	3,652 65
PLEASE DEDUCT A HANDLING FEE OF	7 50
YOUR ACCOUNT BALANCE AFTER THIS ACTIVITY IS	13,437 14

CALL (954) 771-5525 WITH CHARGE BACK QUESTIONS

Call center # 888-909-0100

6



LEAHY INCORPORATED

August 26, 2003

Bankruptcy Management Corporation
PO Box 900
El Segundo, CA 90245-0900

In re Fleming Companies, Inc
Case number 03-10945

To Whom It May Concern

Enclosed are two copies of our Proof of claim with regard to the above referenced matter
Please acknowledge receipt of such Proof of claim by stamping the extra copy and
returning to my attention as follows

George Glasser
President
Leahy Incorporated
5307 NW 35th Terrace
Ft Lauderdale, FL 33309

Thank you for your assistance in this matter

Sincerely

A handwritten signature in black ink, appearing to read "G. Glasser", with a long horizontal line extending to the right.

George Glasser