UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE		PROOF OF CLAIM					
In re		Case N	Number		Bar Date Ref #		
NOTE This form should not be used to make a claim for an administrate expense arising after the commencement of the case. A "request" for pof an administrative expense may be filed pursuant to 11 U.S.C. § 503.  Name of Creditor and Address		payment  aware that anyone else has filed a proof of claim relating to your claim. Attach copy of					
Salem Technologies Inc 2580 Salem Point CT Winston Salem NC 27103 6729			statement giving particulars  Check box if you have never received any notices from the bankruptcy court in this case				
			Check box if this addres differs from the address on the envelope sent to you by the	ne	If you have already filed a proof of claim with the		
Creditor Telephone Number (3.36) 1717	-3452)		court		or BMC you do not need to file again		
56 - 1663367	ACCOUNT OR OTHER NUMBE CREDITOR IDENTIFIES DEBTO Sec Attack	OR	Check here '	eplaces or a previou amends	usly filed claim dated		
1 BASIŞ FOR CLAIM		-					
Goods sold Personned Tax	sonal injury/wrongful death es		tree benefits as defined in ges salaries and compen				
Money loaned Oth	er (describe briefly)		Your social security num	ber			
	,		Unpaid compensation for	services performe	d from to (date) (date)		
2 DATE DEBT WAS INCURRED		3 IF C	OURT JUDGMENT, DATE	OBTAINED			
If all or part of your claim is secured or  Check this box if claim includes interest of  SECURED CLAIM  Check this box if your claim is secured.	or other charges in addition to th	omplete It le principal UNSECU	em 5 or 6 below	<del></del>			
nght of setoff)	by collateral (including a	_	y the priority of the claim	soon ou priority out			
Brief description of collateral  Real Estate		Wages salanes 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)					
Motor Vehicle	<b>,</b>	Contributions to an employee benefit plan 11 U S C § 507(a)(4)					
Other				ourchase lease or re	chase lease or rental of property or services		
Included in secured claim above if any \$ Other Specify applicable paragraph of 11 U S C § S  Amounts are subject to adjustment on 4/1/01 and every 3 years.							
			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 payment 8 SUPPORTING DOCUMENTS Attaronning accounts contracts court judgment the documents are not available explair 9 DATE-STAMPED COPY To receive additional copy of this proof of claim	nch copies of supporting docu nts mortgages security agre of the documents are volun	dited and d i <u>ments,</u> s eements a ninous att	deducted for the purpose of such as promissory notes and evidence of perfection ach a summary	f making this proof purchase orders in of lien DO NOT SI	of claim voices itemized statements of END ORIGINAL DOCUMENTS		
The original of this completed proof of claim form must be sent by mail so that it is received on or before 4 00 p m , September 15, 2003, Pacific				OT ACCEPTED)	THIS SPACE FOR COURT		
BY MAIL TO  Bankruptcy Management Corporation P O BOX 900			ND OR OVERNIGHT DELIVE Uptcy Management Cor East Franklin Avenue		SEP 0 8 2003		
El Segundo, CA 90245-0900	El Seg	gundo CA 90245		Fleming Companies Claim			
DATE SIGNED  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)							

### SALEM TECHNOLOGIES, INC.

C-NO: G1PT10112

#### STATEMENT

STATEMENT NO. 13463 REFLECTS PAYMENTS RECEIVED THROUGH 08/20/2003

\*

TO

FLEMING COMPANIES
ACCOUNTS PAYABLE DEPARTMENT
P. O BOX 26680
OKLAHOMA CITY, OK 73126

\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*\*

INVOICE	DATED	CUSTOMER PO	ITEM	AMOUNT 2	AGE (DAYS)
22989	03/07/2003	706834	1	251 00	166
23198	04/25/2003	718294	1	376.50	117
23199	04/25/2003	718294	2	121.00	117
23379	05/29/2003	726423	1	502 00	83

TOTAL ... \$\$\$\$\$1,250 50

\*

SUMMARY.

TOTAL	0->30	31->60	>60
1,250.50	0 00	0.00	1,250.50

\*

REFERENCE THE INVOICE NO. OR THE STATEMENT NO ON ALL CORRESPONDENCE

#### REMIT TO:

SALEM TECHNOLOGIES, INC ACCOUNTS RECEIVABLE DEPARTMENT 2580 SALEM POINT COURT WINSTON-SALEM, NC 27103

TEL 336-777-3652, FAX 336-777-3654

2580 SALEM POINT COURT WINSTON-SALEM, NC 27103

TEL. (336) 777-3652 FAX. (336) 777-3654

INVOICE NO.: 22989

(CUSTOMER NO. 10112) DATE: March 07, 2003

> FLEMING COMPANIES ACCOUNTS PAYABLE DEPARTMENT LACROSSE P. O. BOX 26680 OKLAHOMA CITY, OK 73126

> > SHIPPED TO:

FLEMING LA CROSSE 1637 ST. JAMES STREET LA CROSSE, WI 54603

ATTN:

\_\_\_\_\_\_\_\_

PO NUMBER: 706834 ITEM NO.: 1
PO DATE: March 04, 2003
DATE SHIPPED: March 06, 2003
PACKING SLIP NO: 20616
CARRIER: UDS

CARRIER: UPS

SHIPPER NO:

QUANTITY UNITS DESCRIPTION \_\_\_\_\_

50000 PCS TAB, PLASTIC CLR-10 X 2 3/4 /250 (4 BUNDLES OF 250 PER POLYBAG)

(W = 1 7/32 IN.) C-1313

0.005020 UNIT PRICE: TOTAL PRICE: 251.00

0.00 SALES TAX: SHIPPING CHARGES: 0.00

INVOICE TOTAL: \$\$\$\$\$\$251.00

TERMS: NET 30 DAYS. PLEASE PAY ON TIME AND AVOID LATE PAYMENT CHARGES PAST DUE BALANCES ARE SUBJECT TO A FINANCE CHARGE OF 1-1/2% PER MONTH.

MAKE PAYMENT TO: SALEM TECHNOLOGIES, INC

ACCOUNTS RECEIVABLE DEPARTMENT

2580 SALEM POINT COURT WINSTON-SALEM, NC 27103 BILLED WAR T 2003

2580 SALEM POINT COURT WINSTON-SALEM, NC 27103

TEL. (336) 777-3652 FAX. (336) 777-3654

INVOICE NO.: 23198

DATE: April 25, 2003

(CUSTOMER NO. 10112)

FLEMING COMPANIES ACCOUNTS PAYABLE DEPARTMENT LACROSSE P. O. BOX 26680 OKLAHOMA CITY, OK 73126

SHIPPED TO:

FLEMING LA CROSSE 1637 ST. JAMES STREET LA CROSSE, WI 54603

ATTN:

\_

PO NUMBER: 718294 ITEM NO.: 1
PO DATE: April 22, 2003
DATE SHIPPED: April 25, 2003
PACKING SLIP NO: 20825

CARRIER.

UPS

SHIPPER NO.

QUANTITY UNITS

DESCRIPTION

----- ----75000 PCS

---------TAB, PLASTIC CLR-10 X 2 3/4 /250

(W = STANDARD) C-1313

UNIT PRICE:

0.005020

TOTAL PRICE:

376.50

SALES TAX:

0.00

SHIPPING CHARGES:

0.00

INVOICE TOTAL: \$\$\$\$\$376.50

TERMS: NET 30 DAYS. PLEASE PAY ON TIME AND AVOID LATE PAYMENT CHARGES. PAST DUE BALANCES ARE SUBJECT TO A FINANCE CHARGE OF 1-1/2% PER MONTH

MAKE PAYMENT TO:

SALEM TECHNOLOGIES, INC.

ACCOUNTS RECEIVABLE DEPARTMENT

2580 SALEM POINT COURT WINSTON-SALEM, NC 27103

2580 SALEM POINT COURT WINSTON-SALEM, NC 27103

TEL. (336) 777-3652 FAX. (336) 777-3654

INVOICE NO.: 23199

(CUSTOMER NO 10112) DATE: April 25, 2003

> FLEMING COMPANIES ACCOUNTS PAYABLE DEPARTMENT LACROSSE P. O. BOX 26680 OKLAHOMA CITY, OK 73126

> > SHIPPED TO:

FLEMING LA CROSSE 1637 ST. JAMES STREET LA CROSSE, WI 54603 ATTN:

PO NUMBER: 718294 ITEM NO.: 2
PO DATE: April 22, 2003
DATE SHIPPED: April 25, 2003
PACKING SLIP NO: 20826

CARRIER: UPS

SHIPPER NO:

QUANTITY UNITS DESCRIPTION

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TAB, PLASTIC CLR-10-2 1/4 /250 25000 PCS (W = 1 7/32 IN.) C-1184

UNIT PRICE: 0.004840

121.00 TOTAL PRICE:

SALES TAX: 0.00 SHIPPING CHARGES: 0.00

INVOICE TOTAL: \$\$\$\$\$\$121.00

TERMS: NET 30 DAYS. PLEASE PAY ON TIME AND AVOID LATE PAYMENT CHARGES. PAST DUE BALANCES ARE SUBJECT TO A FINANCE CHARGE OF 1-1/2% PER MONTH

MAKE PAYMENT TO: SALEM TECHNOLOGIES, INC.

ACCOUNTS RECEIVABLE DEPARTMENT

2580 SALEM POINT COURT WINSTON-SALEM, NC 27103

2580 SALEM POINT COURT WINSTON-SALEM, NC 27103

TEL. (336) 777-3652 FAX. (336) 777-3654

INVOICE NO.: 23379

(CUSTOMER NO. 10112)

FLEMING COMPANIES ACCOUNTS PAYABLE DEPARTMENT LACROSSE P O. BOX 26680 OKLAHOMA CITY, OK 73126

SHIPPED TO:

FLEMING LA CROSSE 1637 ST. JAMES STREET LA CROSSE, WI 54603 ATTN:

DATE: May 29, 2003

PO NUMBER: 726423 ITEM NO. 1
PO DATE: May 21, 2003
DATE SHIPPED: May 28, 2003
PACKING SLIP NO: 21006

CARRIER UPS

SHIPPER NO:

QUANTITY UNITS DESCRIPTION -----

-----100000 PCS

TAB, PLASTIC CLR-10 X 2 3/4 /250 (4 BUNDLES OF 250 PER POLYBAG)

(W = 1 7/32 IN) C-1313

UNIT PRICE: 0.005020

TOTAL PRICE: 502.00

SALES TAX: 0.00 SHIPPING CHARGES: 0.00

INVOICE TOTAL: \$\$\$\$\$502.00

TERMS: NET 30 DAYS. PLEASE PAY ON TIME AND AVOID LATE PAYMENT CHARGES PAST DUE BALANCES ARE SUBJECT TO A FINANCE CHARGE OF 1-1/2% PER MONTH

MAKE PAYMENT TO SALEM TECHNOLOGIES, INC.

ACCOUNTS RECEIVABLE DEPARTMENT

2580 SALEM POINT COURT WINSTON-SALEM, NC 27103