

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

PROOF OF CLAIM



s120946

Scheduled Claim Ref # 1-F2 15210

YOUR CLAIM IS SCHEDULED AS

\$472 81 UNSECURED

In re
Core-Mark International, Inc

Case Number
03-10944

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

0354429399009

GRANTREE INN
1325 NORTH 7TH AVE
BOZEMAN MT 59715

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 (406) 587 5847

CREDITOR TAX I D #
81 0429118

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

Check here 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 \$ 75985 (unsecured) \$ _____ (secured) \$ _____ (unsecured priority) \$ 75985 (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
FILED
SEP 08 2003

DATE SIGNED
8/28/07

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)
T. M. M.

BMC
Fleming Companies Claim
08552

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).

BW GRANTREE
 1325 NORTH 7TH AVE
 BOZEMAN MT 59715 USA
 (406) 587 5261 (406) 587 9437

Account 600090
 Date 5/21/2003

COREMARK
 P O BOX 11838
 SPOKANE,WA 99211 1838

DATE	DESCRIPTION	COMMENT	BALANCE DUE
12/19/02	A/R TRANSFER	DIRECT BILL #207394, VAUGHN, L	\$71 76
12/19/02	A/R TRANSFER	DIRECT BILL #207393, VAUGHN, L	\$71 76
03/20/03	A/R TRANSFER	DIRECT BILL #213004, FRANJEVIC	\$88 66
04/01/03	A/R TRANSFER	DIRECT BILL #213531, FRANJEVIC	\$89 16
04/01/03	A/R TRANSFER	DIRECT BILL #213477, HOSS, BRA	\$151 47
04/14/03	A/R TRANSFER	DIRECT BILL #214762, FRANJEVIC	\$11 90
04/17/03	CASH	CK 81980 STOPPED 212598/212599	\$143 52
04/17/03	CASH	CK 78371 STOPPED 212155/212156	\$143 52
05/08/03	A/R TRANSFER	DIRECT BILL #215874, FRANGEVIC	\$159 47
05/13/03	A/R TRANSFER	DIRECT BILL #216587, FRANJEVIC	\$84 96
05/14/03	A/R TRANSFER	DIRECT BILL #216844, HILDE, JA	\$71 76
05/14/03	A/R TRANSFER	DIRECT BILL #216843, HANSEN, C	\$71 76
05/21/03	WRITE OFF	BANKRUPTCY WRITE OFF	759 55

Bankruptcy
 }
 759.85

CURRENT	30 DAYS	60 DAYS	90 DAYS	120 DAYS	TOTAL BALANCE DUE
(\$383 80)	\$539 57	\$88 66	\$0 00	\$143 52	\$387 95

CHECK # 904078371

CORE-MARK INTERNATIONAL INC

THE ATTACHED CHECK IS IN PAYMENT OF ITEMS DESCRIBED BELOW

IF NOT CORRECT PLEASE NOTIFY US PROMPTLY

INVOICE DATE CCYY MM DD	INVOICE NO	GROSS AMOUNT	DISCOUNT	NET AMOUNT	DIV NO
2003 03 03	212155 138	71 76	00	71 76	53
2003 03 03	212156 136	71 76	00	71 76	53
	*** Total ***	143 52	00	143 52	

payment was stopped on this check

BALANCE DUE 0 00

CHECK # 904081980

CORE-MARK INTERNATIONAL INC

THE ATTACHED CHECK IS IN PAYMENT OF ITEMS DESCRIBED BELOW

IF NOT CORRECT PLEASE NOTIFY US PROMPTLY

INVOICE DATE CCYY MM DD	INVOICE NO	GROSS AMOUNT	DISCOUNT	NET AMOUNT	DIV NO
2003 03 10	212598 210	71 76	00	71 76	53
2003 03 10	212599 104	71 76	00	71 76	53
	*** Total ***	143 52	00	143 52	

payment was stopped on this check

BALANCE DUE 0 00

BW GRANTREE
1325 NORTH 7TH AVE
BOZEMAN MT 59715

VAUGHN, LARRY
1015 N DYER
SPOKANE, WA 99211

Account 207394
Arrival 12/16/2002
Departure 12/17/2002
Rate 69 00
Room 124

DATE	DESCRIPTION	COMMENT	CHARGE/PAYMENT
12/16/2002	RM ROOM	#124 VAUGHN, LARRY	\$69 00
12/16/2002	TX BED TAX	BED TAX	\$2 76
12/17/2002	ARFO DIRECT BILL	DIRECT BILL #207394	(\$71 76)
		BALANCE DUE	<u><u>71 76-00</u></u>

BW GRANTREE
1375 NORTH 7TH AVE
BOZEMAN MT 59715

VAUGHN, LARRY
1015 N DYER
SPOKANE, WA 99211

Account 207393
Arrival 12/16/2002
Departure 12/17/2002
Rate 69 00
Room 121

DATE	DESCRIPTION	COMMENT	CHARGE/PAYMENT
12/16/2002	RM ROOM	#121 VAUGHN, LARRY	\$69 00
12/16/2002	TX BED TAX	BED TAX	\$2 76
12/17/2002	ARFO DIRECT BILL	DIRECT BILL #207393	(571 76)
		BALANCE DUE	<u>71 76</u> -000

BW GRANTREE
1325 NORTH 7TH AVE
BOZEMAN MT 59715

FRANJEVIC, JERRY
2330 5TH AVE S
GREAT FALLS, MT 59405

Account 213004
Arrival 3/17/2003
Departure 3/18/2003
Rate 69 00
Room 251

DATE	DESCRIPTION	COMMENT	CHARGE/PAYMENT
3/17/2003	RE	RESTAURANT	251/ 410/410 /4059
3/17/2003	RM	ROOM	#251 FRANJEVIC, JERRY
3/17/2003	TX	BED TAX	BED TAX
3/18/2003	ARFO	DIRECT BILL	AR#600090, COREMARK, DIRECT B
			(588 66)
		BALANCE DUE	<u>88 66 00</u>

BW GRANTREE
1325 NORTH 7TH AVE
BOZEMAN MT 59715

FRANJEVIC, JERRY
2330 5TH AVE S
GREAT FALLS, MT 59405

Account 213531
Arrival 3/25/2003
Departure 3/26/2003
Rate 69 00
Room 242

DATE	DESCRIPTION	COMMENT	CHARGE/PAYMENT
3/25/2003	RE RESTAURANT	242/ 440/440 /4042	\$17 40
3/25/2003	RM ROOM	#242 FRANJEVIC, JERRY	\$69 00
3/25/2003	TX BED TAX	BED TAX	\$2 76
3/26/2003	ARFO DIRECT BILL	AR#600090, COREMARK, DIRECT B	(\$89 16)
		BALANCE DUE	<u>89 16 00</u>

BW GRANTREE
1325 NORTH 7TH AVE
BOZEMAN MT 59715

HOSS, BRAD
1322 VON BUREN ST
MISSOULA, MT 59802

Account 213477
Arrival 3/24/2003
Departure 3/26/2003
Rate 69 00
Room 147

DATE	DESCRIPTION	COMMENT	CHARGE/PAYMENT
3/24/2003	LG LOUNGE	147/ 754/754 /3025	\$7 95
3/24/2003	RM ROOM	#147 HOSS, BRAD	\$69 00
3/24/2003	TX BED TAX	BED TAX	\$2 76
3/25/2003	RM ROOM	#147 HOSS, BRAD	\$69 00
3/25/2003	TX BED TAX	BED TAX	\$2 76
3/26/2003	ARFO DIRECT BILL	AR#600090, COREMARK, DIRECT B	<u>(\$151 47)</u>
		BALANCE DUE	<u><u>151 47 -000</u></u>

BW GRANTREE
1375 NORTH 7TH AVE
BOZEMAN MT 59715

HILDE, JAMES
1015 N DIRE
SPOKANE, WA 99206

Account 212598
Arrival 3/10/2003
Departure 3/11/2003
Rate 69 00
Room 210

DATE	DESCRIPTION	COMMENT	CHARGE/PAYMENT
3/10/2003	RM ROOM	#210 HILDE, JAMES	\$69 00
3/10/2003	TX BED TAX	BED TAX	\$2 76
3/11/2003	ARFO DIRECT BILL	AR#600090, COREMARK, DIRECT B	(\$71 76)
		BALANCE DUE	<u><u>71 7600</u></u>

BW GRANTREE
1325 NORTH 7TH AVE
BOZEMAN MT 59715

HANSEN, CARL
102 N BANNEN
SPOKANE, WA 99216

Account 212599
Arrival 3/10/2003
Departure 3/11/2003
Rate 69 00
Room 104

DATE	DESCRIPTION	COMMENT	CHARGE/PAYMENT
3/10/2003	RM ROOM	#104 HANSEN, CARL	\$69 00
3/10/2003	TX BED TAX	BED TAX	\$2 76
3/11/2003	ARFO DIRECT BILL	AR#600090, COREMARK, DIRECT B	(\$71.76)
		BALANCE DUE	<u>71.76</u> 000

BW GRANTREE
1325 NORTH 7TH AVE
BOZEMAN MT 59715

HILDE, JAMES
1015 N DIRE
SPOKANE, WA 99206

Account 212155
Arrival 3/3/2003
Departure 3/4/2003
Rate 69 00
Room 138

DATE	DESCRIPTION	COMMENT	CHARGE/PAYMENT
3/3/2003	RM ROOM	#138 HILDE, JAMES	\$69 00
3/3/2003	TX BED TAX	BED TAX	\$2 76
3/4/2003	ARFO DIRECT BILL	AR#600090, COREMARK, DIRECT B	(\$71 76)
		BALANCE DUE	<u>71 76</u> 0 00

BW GRANTREE
1375 NORTH 7TH AVE
BOZEMAN MT 59715

HANSEN, CARL
102 N BANNEN
SPOKANE, WA 99216

Account 212156
Arrival 3/3/2003
Departure 3/4/2003
Rate 69 00
Room 136

DATE	DESCRIPTION	COMMENT	CHARGE/PAYMENT
3/3/2003	RM ROOM	#136 HANSEN, CARL	\$69 00
3/3/2003	TX BED TAX	BED TAX	\$2 76
3/4/2003	ARFO DIRECT BILL	AR#600090, COREMARK, DIRECT B	(\$71 76)
		BALANCE DUE	<u>71 76</u> 000