UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

PROOF OF CLAIM

538327
Bar Date Ref # 2 NC 16224351

In re
Fleming Companies, Inc, et al

Case Number
03-10945 (MFW)

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

Name of Creditor and Address

0354653538327

BURNETTE FOODS
87171 COUNTY Rd 687
HARTFORD MI 49057

Creditor Telephone Number 231 264 8116

If you have already filed a proof of claim with the Bankruptcy Court or BMC you do not need to file again

CREDITOR TAX I D #	ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR	Check here if this claim ☐ replaces or ☐ amends a previously filed claim dated ______
38 1891327		

1 BASIS FOR CLAIM

- [x] 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 ______ (date) to ______ (date)

2 DATE DEBT WAS INCURRED

3 IF COURT JUDGMENT DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE

$ 2,575.60	$ ______	$ ______	$ 2,575.60
(unsecured)	(secured)	(unsecured priority)	(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 enclosed

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 08 2003
BMC
Fleming Companies Claim
08704

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)

[signature] - Controller (Trudy E Stibbs)

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

BURNETTE FOODS, INC.
ACCOUNTS RECEIVABLE AGED INVOICE REPORT
ALL OPEN INVOICES - AGED AS OF 09/02/03

CUSTOMER/ INV DATE	INVOICE NO	INVOICE DUE DATE	DISCOUNT DUE DATE	DISCOUNT AMOUNT	BALANCE	CURRENT	30 DAYS	60 DAYS	90 DAYS	120 DAYS	DAYS DELQ
FLEKANS FLEMING COMPANIES INC				CONTACT BARB ROLEN			PHONE (405) 951-7991		EXT		
08/31/99	0137536-PP	08/31/99		00	349 86					349 86	
10/09/00	0942566-PP	10/09/00		00	315 20					315 20	
***** ON CREDIT HOLD *****											
CUSTOMER FLEKANS TOTALS				00	665 06	00	00	00	00	665 06	
FLELACR FLEMING COMPANIES INC				CONTACT			PHONE		EXT		
10/22/01	0251718-PP	10/22/01		00	809 38					809 38	
***** ON CREDIT HOLD *****											
CUSTOMER FLELACR TOTALS				00	809 38	00	00	00	00	809 38	
FLEOKLA FLEMING COMPANIES INC				CONTACT			PHONE (405) 951-7800		EXT		
01/23/01	0073877-IN	02/03/01	02/02/01	00	1,101 16					1 101 16	941
***** ON CREDIT HOLD *****											
CUSTOMER FLEOKLA TOTALS				00	1,101 16	00	00	00	00	1,101 16	
REPORT TOTALS				00	2 575 60	00	00	00	00	2,575 60	
NUMBER OF CUSTOMERS 3											

SYSTEM DATE 09/02/2003 / 10 48 am
User JS

Fleming 156452 0310 When corresponding refer to ===> **25218805**

Division	Invoice Date	Receipt Date	Inv No /Credit Request	Amount	Discount
KANSAS CITY	08/17/99	08/17/99	KCR137536	-349 86	0 00
LINCOLN	06/04/99	06/04/99	LIN434911	-10 50	0 00
KANSAS CITY CTP	07/02/99	08/23/99	0068093	12,459 37	-249 19

DATE OF CHECK 08/27/99 AMOUNT OF CHECK $11,849.82

No documentation for this deduction!

Fleming 156452 0310 When corresponding refer to ===> 25390535

Division		Invoice Date	Receipt Date	Inv No./Credit Request	Amount	Discount
CORPORATE CATEGORY MARKETING		09/01/00	09/27/00	CCM47530	-4 869 90	0 00
CORPORATE CATEGORY MARKETING		09/18/00	09/18/00	CCM93971-9	-2,676 96	0 00
KANSAS CITY	CTP	08/24/00	08/28/00	KCU942566-8	-315.20	0 00
GMD LACROSSE		09/18/00	09/20/00	LAG00241688	-200.00	0 00
LINCOLN		08/09/00	09/21/00	LIB090014	-89 60	0 00
KANSAS CITY	CTP	09/15/00	09/22/00	0072247	5,614 84	-112 30
KANSAS CITY	CTP	08/24/00	08/28/00	0072012	6 181 11	-123 62
LINCOLN	CTP	09/15/00	09/22/00	0072246-IN	10 080 91	-201 62

DATE OF CHECK 10/05/00 AMOUNT OF CHECK $13,287.66

FLEKANS 3408 37

FLELINC 9879 29

This was NOT a shortage per bill of lading

BURNETTE FOODS, INC
P O Box 128
Elk Rapids, MI 49629
(231) 264-8116

INVOICE NUMBER	0072012-IN
INVOICE DATE	08/24/00
PRIMARY P O	061510-KC
CUSTOMER NO	FLEKANS
SALESPERSON	SMC1

FLEMING COMPANIES INC
CTP/Kansas City Division
P O Box 24650
Oklahoma City OK 73124

Fleming - Grocery Warehouse
5300 Kansas Avenue
Kansas City KS 66106

SHIP VIA	SHIPPING POINT	SHIP DATE	TERMS
CARGO MASTER	KEELER, MI	08/24/00	2% 10 NET 11

ITEM NO	PKG SIZE	UPC CODE	UNIT	SHIPPED	PRICE	AMOUNT
ASR025RAINBOW	12/25	1120502030	CASE	80	7 88	630 40
RAINBOW APPLESAUCE 25OZ		WHSE	020			
ASN025IGA	12/25	4127002879	CASE	230	7 88	1,812 40
IGA UNSW APPLESAUCE 25 OZ		WHSE	020			
CTW300/24IGA	24/300	4127087906	CASE	8	19 42	155 36
IGA RTP CHERRIES/W #300		WHSE	020			
ASR025IGA	12/25	4127089344	CASE	320	7 88	2,521 60
IGA APPLESAUCE 25 OZ		WHSE	020			
ASR035IGA	12/35	4127089376	CASE	18	11 91	214 38
IGA APPLESAUCE 35 OZ		WHSE	020			
AFF002BESTYET	12/2	4218720373	CASE	28	10 25	287 00
BEST YET APPLE PIE FILLING #2		WHSE	020			
ASR300BESTYET	24/300	4218741688	CASE	15	10 35	155 25
BEST YET APPLESAUCE #300		WHSE	020			
ASR025BESTYET	12/25	4218740532	CASE	40	7 88	315 20
BEST YET APPLESAUCE 25 OZ		WHSE	020			
ASR050BESTYET	6/50	4218740534	CASE	12	7 46	89 52
BEST YET APPLESAUCE 50 OZ		WHSE	020			

SECONDARY P O

NET INVOICE	6,181 11
FREIGHT	00
DISCOUNT	123 62
INVOICE TOTAL	6,057 49

BURNETTE FOODS, INC

STRAIGHT BILL OF LADING – SHORT FORM – ORIGINAL – NOT NEGOTIABLE

RECEIVED, subject to the classifications and tariffs in effect on the date of issue of the Original Bill of Lading, [illegible]

INVOICE NUMBER	0072012-IN
INVOICE DATE	08/24/00
CUSTOMER P O	061510-KC
CUSTOMER P O	
ORDER DATE	08/17/00
CUSTOMER NO	FLEKANS

SOLD TO
FLEMING COMPANIES INC.
CTP/Kansas City Division
P O Box 24650
Oklahoma City OK 73124

SHIP TO
Fleming - Grocery Warehouse
5300 Kansas Avenue
Kansas City KS 66106

SHIP VIA	SHIPPING POINT	SHIP DATE	TERMS
CARGO MASTER	KEELER, MI	08/24/00	2% 10 NET 11

ITEM NO.	PKG. SIZE	UPC CODE	UNIT	SHIPPED	PRODUCTION CODE
ASR025RAINBOW	12/25	1120502030	CASE	80	
RAINBOW APPLESAUCE 25OZ			WHSE: 020		H240
ASN025IGA	12/25	4127002879	CASE	230	
IGA UNSW APPLESAUCE 25 OZ			WHSE: 020		H230N
CTW300/24IGA	24/300	4127087906	CASE	8	
IGA RTP CHERRIES/W #300			WHSE: 020		072111
ASR025IGA	12/25	4127089344	CASE	320	(30)H230 (20)H110 (30)G270
IGA APPLESAUCE 25 OZ			WHSE 020		(240)H220 (10)H240
ASR035IGA	12/35	4127089376	CASE	18	
IGA APPLESAUCE 35 OZ			WHSE: 020		D040
AFF002BESTYET	12/2	4218720373	CASE	28	
BEST YET APPLE PIE FILLING #2			WHSE 020		34392
ASR300BESTYET	24/300	4218741688	CASE	15	
BEST YET APPLESAUCE #300			WHSE: 020		H090
ASR025BESTYET	12/25	4218740532	CASE	40	
BEST YET APPLESAUCE 25 OZ			WHSE: 020		H240
ASR050BESTYET	6/50	4218740534	CASE	12	
BEST YET APPLESAUCE 50 OZ			WHSE: 020		G240

IF CHARGES ARE TO BE PREPAID WRITE OR STAMP HERE TO BE PREPAID *To be Prepaid*

SIGNATURE OF DRIVER *[signature]* DATE *8 24 00*

PALLETS IN *0* OUT *10* TRAILER NO ______ SEAL NO ______

TOTAL UNITS 751
NET WEIGHT 21316

FLEMING KANSAS CITY 156452 BURNETTE FOODS DEDUCT # KCU942566
09132818200 2312649597

REF INV 0072012 INV DATE 08/24/2000 DEPT 100 GROCERY
REF PO 061510 00 DED DATE 09/25/2000 BROKER A70 DAYMON ASSOCIATES INC
M-VEND 50722 ORD DATE 08/15/2000 MDSR BL WEATHERSBEE BILL

RC	UPC	ITEM	DESCRIPTION/COMMENT	WEIGHT	QTY	AMOUNT	EXT AMOUNT	
75	04218740532	46855	BYT REG APPLESAUCE		40	7 880	315 20	SHORTAGES/NOT RECEIVED

** TOTAL AMOUNT DEDUCTED ** $ 315 20

DO NOT PAY - TOTAL AMOUNT WILL BE DEDUCTED ON A REMITTANCE
REFER TO DEDUCTION NUMBER ON ALL CORRESPONDENCE

Fleming 156452 0111 When corresponding refer to ===> **25566066**

Division	Invoice Date	Receipt Date	Inv No/Credit Request	Amount	Discount
CORPORATE CATEGORY MARKETING	02/12/01	02/13/01	CCM94859-1	-5,065 80	0 00
CORPORATE CATEGORY MARKETING	01/27/01	02/28/01	CCM48912	-4 935 70	0 00
[redacted]					
CORPORATE CATEGORY MARKETING	04/10/01	04/12/01	CCM95134-3	-148 80	0.00
LACROSSE	04/27/01	05/16/01	LAC040065	-34 03	0 00
LACROSSE	03/30/01	04/18/01	LAC030064	-27.59	0 00
[redacted]					

DATE OF CHECK 10/17/01 AMOUNT OF CHECK $1,302.44

[redacted]

[redacted]

[redacted]

[redacted]

SEE INFORMATION ON BACK

PAID OCT 22 2001

TLELACK

We dont even produce military brands - this was deducted in error!!!

FLEMING
A MARKETING & DISTRIBUTION COMPANY

01090

FLEMING - MIAMI DIVISION
MIAMI DIVISION
3400 NORTHWEST 74TH AVE
MIAMI FL
33122
305-591-8970

BILL
162 24337

GROUP ONE FOOD MARKETING
605 WEST CHICAGO
COLDWATER MI 49036

SHIP TO 24-230 MAC DILL AFB - HQCSJN
RUN 6202-11 2908 N BOUNDARY BLVD
BLDG 925
MAC DILL AFB FL 33608-6290

INV DTE INV NO PGE
07/03/0 0251718 1

C U S T O M E R I N V O I C E

COMMISSARY OFFICER
****
****

CALL NO K138 P O NO 98G0056 CONTRACT NO PIIN#HQCSJN 98G0056
PULL# 0630SJP02 DELIVRY 000630
****
****

SEQ NUMBER	ITEM CODE	MFG CODE	DESCRIPTION	PACK	SIZE	UNITS	UNIT PRICE	UNIT AMOUNT	INVOICE CASES	INVOICE PRICE	INVOICE AMOUNT
00001	83635-3	23027	MLTY R&J REG APPLE SAU	6	50 OZ	144			24	14 14	339 36
00002	83635-3	23027	MLTY R&J REG APPLE SAU	6	50 OZ	18			3	14 14	42 42
00003	83636-1	23028	MLTY R&J UNSW APPLE SA	6	50 OZ	144			24	14 14	339 36
00004	83636-1	23028	MLTY R&J UNSW APPLE SA	6	50 OZ	18			3	14 14	42 42
				CUBE	WEIGHT						
			PAGE 1 TOTAL	32	1 512#	324		00	54		763 56
								PLUS UPCHARGE			45 82
			INVOICE TOTAL	32	1 512#	324			54		809 38

*** PLEASE RETURN ORIGINAL AND ONE SIGNED COPY OF THIS INVOICE TO THE WAREHOUSE ***
*** PLEASE RETURN ORIGINAL AND ONE SIGNED COPY OF THIS INVOICE TO THE WAREHOUSE ***

W/47

Phoenix Division
AP Vendor # 156452
Military Deduction
039-000-0090-907 809.38
039-102-4180-000
039-100-0090-225

ENTERED

7/20

[illegible]	PHOENIX	[illegible]	156452	BURNETTE FOODS	DEDUCT #	PXM251718

[illegible]	K138	[illegible]	06/01/2001	[illegible]	0
[illegible]	0	[illegible]	06/05/2001	[illegible]	
[illegible]	0	[illegible]	01/01/0001	[illegible]	

[illegible]	UPC	DESCRIPTION/COMMENT	WEIGHT	QTY	$ AMOUNT	EXT $ AMOUNT
L7	000	MILITARY CREDIT MEMO	0 0	1	$809 38	$809 38
L7	000	ORIG BY TERESA HILL	0 0	0	$0 00	$0 00
L7	000	CONTACT 405-951-7907	0 0	0	$0 00	$0 00

CNTACT	-	TOTAL AMOUNT DEDUCTED	$809 38

DO NOT PAY - TOTAL AMOUNT WILL BE DEDUCTED ON A REMITTANCE
REFER TO DEDUCTION NUMBER ON ALL CORRESPONDENCE

Deduction Search

Download De

106-1117

Fax 405-951-7801

** Transmit Conf.Report **

Apr 4 2002 11 29

P 1
Line Number 2

Fax 405-951-7801

Telephone Number	Mode	Start	Time	Page	Result	Note
919524311091	NORMAL	04,11 29	0'00"	0	D 0 7	

↑ Check condition of remote fax

Fax:405-951-7801

** Transmit Conf.Report **

Apr 1 2002 8:38

P.1
Line Number·2

Fax·405-951-7801

Telephone Number	Mode	Start	Time	Page	Result	Note
919524311091	NORMAL	01,08:38	0'00"	0	D.0 7	

↑ Check condition of remote fax.

Fleming

DEDUCTION REQUEST ATTACHED

3524 Northwest 56th St.
Suite 300
Oklahoma City, OK 73112
P.O. Box 24710
Oklahoma City, OK 73124
telephone 405.951.7991

Vendor Burnett Foods Attn: Mark Snyder

Fax # (952) 431-1091 Date 3-29-02

# of Pages, Including Cover 3 Faxed By Dme

Add'l Comments

Fleming 156452 0292 When corresponding refer to ===> 25448213

Division	Invoice Date	Receipt Date	Inv No/Credit Request	Amount	Discount
CORPORATE CATEGORY MARKETING	01/15/01	01/15/01	CCM94673 13	-5 577 96	0 00
CORPORATE CATEGORY MARKETING	01/11/01	01/25/01	CCM48623	-2 661 90	0 00
OKLAHOMA CITY NORTH CTP	01/23/01	01/25/01	OKU942006	-1,101.16	0 00
LINCOLN CTP	01/16/01	01/17/01	LI1403390	-170.10	0 00
KANSAS CITY	01/10/01	01/18/01	KCR167986	-28.34	0 00
LACROSSE	01/05/01	01/23/01	LAC130124	-27 26	0 00
LINCOLN CTP	01/11/01	01/15/01	0073487	11 279 52	-225 59

DATE OF CHECK 01/30/01 AMOUNT OF CHECK $1,487.21

FLEOKLA

ALLOWANCE Deductions were Never authorized.

CWAP396-01 01/29/2001-06 32 DEDUCTION DOCUMENT
FLEMING OKLAHOMA CITY 136452 BURNETTE FOODS DEDUCT # OKU942006 PAGE 1
04057552420 2312649597

REF INV 0073877 INV DATE 01/23/2001 DEPT 100 GROCERY
REF PO 805926 00 DED DATE 01/29/2001 BROKER BD2 DAYMON ASSOCIATES
M-VEND 53210 ORD DATE 01/11/2001 MDSR BL SUDDETH ROGER

RC	UPC	ITEM	DESCRIPTION/COMMENT	WEIGHT	QTY	AMOUNT	EXT AMOUNT	
02	04127002452	15719	IGA CHERRY PIE FILLINC		70	1 030	72 10	ALLOWANCE
02	04127089344	15103	IGA APPLESAUCE GLASS		10	1 630	16 30	ALLOWANCE
02	04127089384	15106	IGA APPLESAUCE		72	1 690	121 68	ALLOWANCE
02	04218720590	15491	BY LITE CHERRY PIE FILLNG		70	1 060	74 20	ALLOWANCE
02	04218740532	62252	BY APPLESAUCE		160	1 750	280 00	ALLOWANCE
02	07431700627	23064	EV APPLESAUCE		80	2 070	165 60	ALLOWANCE
02	07431700628	20006	EV APPLESAUCE		168	2 210	371 28	ALLOWANCE

** TOTAL AMOUNT DEDUCTED ** $ 1 101 16

DO NOT PAY - TOTAL AMOUNT WILL BE DEDUCTED ON A REMITTANCE
REFER TO DEDUCTION NUMBER ON ALL CORRESPONDENCE

BURNETTE FOODS, INC
P O Box 128
Elk Rapids, MI 49629
(231) 264-8116

INVOICE NUMBER 0073877-IN
INVOICE DATE 01/23/01
PRIMARY P O 805926-OK

CUSTOMER NO FLEOKLA
SALESPERSON SMC1

FLEMING COMPANIES INC
CTP/Oklahoma City Division
P O Box 24850
Oklahoma City OK 73124

Fleming - Primary Warehouse
10 East Memorial Road
Oklahoma City OK 73126

SHIP VIA	SHIPPING POINT	SHIP DATE	TERMS
CARGO MASTER	KEELER, MI	01/23/01	2% 10 NET 11

ITEM NO	PKG SIZE	UPC CODE	UNIT	SHIPPED	PRICE	AMOUNT
CFF002IGA	12/2	4127002452	CASE	70	12 31	861 70
IGA CHERRY PIE FILLING #2			WHSE	020		
ASR025IGA	12/25	4127089344	CASE	10	9 42	94 20
IGA APPLESAUCE 25 OZ			WHSE	020		
ASR050IGA	6/50	4127089384	CASE	72	8 98	646 56
IGA APPLESAUCE 50 OZ			WHSE	020		
CFFL002BESTYET	12/2	4218720590	CASE	70	12 31	861 70
BEST YET LITE CHERRY PF #2			WHSE	020		
ASR025BESTYET	12/25	4218740532	CASE	160	9 42	1,507 20
BEST YET APPLESAUCE 25 OZ			WHSE	020		
ASR050BESTYET	6/50	4218740534	CASE	72	8 98	646 56
BEST YET APPLESAUCE 50 OZ			WHSE	020		
ASCH025BESTYET	12/25	4218740541	CASE	80	9 42	753 60
BEST YET CHUNKY APPLESAUCE25OZ			WHSE	020		
ASR050EXCEPTION	6/50	7431700628	CASE	168	8 98	1,508 64
EXCEPTIONL VAL APPLESAUCE 50			WHSE	020		
ASR025EXCEPTION	12/25	7431700627	CASE	80	9 42	753 60
EXCEPTION VALU APPLESAUCE 25			WHSE	020		

SECONDARY P O

NET INVOICE	7,633 76
FREIGHT	00
DISCOUNT	152 68
INVOICE TOTAL	7,481 08