

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

**PROOF OF CLAIM**



666563

Bar Date Ref # 1-NV-37020

In re HEAD DISTRIBUTING CO Case Number 03-10963

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.

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

**Name of Creditor and Address**

M & M Mars  
800 High St  
Hackettstown NJ 07840

0354653666563

Creditor Telephone Number (770) 429-4453

CREDITOR TAX ID #

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

VEN# 2280

Check here if this claim

replaces or amends

a previously filed claim dated \_\_\_\_\_

**1 BASIS FOR CLAIM**

- Goods sold
- Personal injury/wrongful death
- Services performed
- Taxes
- Money loaned
- 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 \_\_\_\_\_ to \_\_\_\_\_ (date) (date)

**2 DATE DEBT WAS INCURRED** MARCH 2003

**3 IF COURT JUDGMENT, DATE OBTAINED**

**4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE** \$ 282,777.40 (unsecured)

\$ \_\_\_\_\_ (secured) \$ \_\_\_\_\_ (unsecured priority)

\$ 282,777.40 (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.

THIS CASE FOR COURT FILED

SEP 08 2003

BMC

Fleming Companies Claim



08762

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

DATE SIGNED

9-2-03

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).

Nancy A. Harrah Customer Finance

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

**Head Distributing**

**M&M/Mars**

<b>Customer</b>	<b>Invoice</b>	<b>PO Ref</b>	<b>Balance</b>	<b>Acctg Date</b>	<b>Due</b>
01501900	288794	2500	\$92,903 04	3/26/2003	4/25/2003
01501900	287825	204862	\$97,944 12	3/25/2003	4/24/2003
01501900	288795	2540	\$91,930 24	3/27/2003	4/26/2003
<b>Total</b>			<b>\$282,777 40</b>		

# NMLS

NORTH AMERICAN LOGISTIC SERVICES

a division of Mars, Incorporated

P O Box 731 / 800 High Street, Hackettstown NJ 07840

Telephone 908-852-8699 / Fax 908-852-6518

106NAL01501900

-TO COLONIAL CARTAGE CO #303  
TERR N026  
ATTN JUDY  
1325 A COBB INT BLVD  
KENNESAW  
GA 30144

(ORIGINAL)

APR 07, 2003



-FROM BARBARA CAFASSO  
SUPPLY LOGISTICS OP  
PHONE (908) 850-2459  
FAX (908) 852-6518

SUBJ 40000-01501900  
HEAD TOBACCO CO  
ATTN KARLA HOWE  
P O BOX 1666  
SMYRNA, GA 30081-1666

0TO OUR VALUED CARRIER  
0MAY WE PLEASE HAVE PROOF OF DELIVERY ON THE FOLLOWING  
PLEASE PROVIDE INFORMATION ON THIS SHIPMENT INCLUDING ALL FREE ASTRAY,  
REFUSED, AND RETURN INFORMATION IF NO INFORMATION IS PROVIDED AND THERE  
IS A DISCREPANCY A CLAIM WILL FOLLOW.

0FLEMING CO , SMYRNA, GA

SHIP FROM LOCATION 495  
BILL OF LADING # K3032643/1ST  
INVOICE NUMBER 288794  
INVOICE DATE MAR 26, 2003  
SHIP TO LOC ID # 2508600  
FLD TRANS  
DEDUCTION ID 288794  
DEDUCTION DATE APR 03, 2003  
CORRESPONDENT ID K22

92403

0JUST A REMINDER PROOF OF DELIVERY SHOULD BE PROVIDED WITHIN 24 HOURS  
PLEASE RETURN THIS FORM TO THE FAX NUMBER OR ADDRESS INDICATED ABOVE

Clear POD

To COLONIAL CARTAGE CO #303

From Mars Unit - M & M's

4-8-2003 2:46am p 1 of 1



NORTH AMERICAN LOGISTIC SERVICES

a division of Mars, Incorporated

P O Box 781 / 800 High Street, Hackettstown NJ 07840  
Telephone 908-852-8000 / Fax: 908-852-8618

06NAL01501900

TO COLONIAL CARTAGE CO. #303  
TERR N026  
ATTN: JUDY  
1325 A COBB INT. BLVD.  
KENNESAW  
GA 30144

(ORIGINAL)

APR 07, 2003

FROM: BARBARA CAFASSO  
SUPPLY LOGISTICS OP.  
PHONE (908) 850-2459  
FAX: (908) 852-6518

SUBJ. 40000-01501900  
HEAD TOBACCO CO  
ATTN KARLA HOWE  
P O BOX 1666  
SMYRNA, GA 30081-1666

TO. OUR VALUED CARRIER

MAY WE PLEASE HAVE PROOF OF DELIVERY ON THE FOLLOWING,  
PLEASE PROVIDE INFORMATION ON THIS SHIPMENT INCLUDING ALL FREE ASTRAY,  
REFUSED, AND RETURN INFORMATION IF NO INFORMATION IS PROVIDED AND THERE  
IS A DISCREPANCY, A CLAIM WILL FOLLOW

FLEMING CO , SMYRNA, GA.

SHIP FROM LOCATION: 495  
BILL OF LADING #: K3032643/1ST  
INVOICE NUMBER: 288794  
INVOICE DATE: MAR 26, 2003  
SHIP TO LOC ID #: 2508600  
FLD TRANS:  
DEDUCTION ID: 288794  
DEDUCTION DATE: APR 03, 2003  
CORRESPONDENT ID: K22

JUST A REMINDER: PROOF OF DELIVERY SHOULD BE PROVIDED WITHIN 24 HOURS.  
PLEASE RETURN THIS FORM TO THE FAX NUMBER OR ADDRESS INDICATED ABOVE

91534  
8360452

RAIGHT BILL OF LADING-SHORT FORM - MARC

ROUTE

ISSUED subject to the classification in effect on the date of the issue of this Bill of Lading

495 • DC PENNESAW GA

T-5388

TOM MASTERFOODS USA A Mars Incorporated Company  
M34 MARS

44

S-45212

Intact

Every described below in apparent good order amount as stated (contents and condition of contents of packages unknown) marked, numbered and checked as indicated below which said carrier (the word carrier being understood throughout this contract as to any person or organization in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination, if on its route, otherwise to deliver to another carrier on the route to said destination, if it mutually agrees, on its reach of all or any of said property over all or any portion of said route to destination and as to each party if any item is damaged in all or any of said property the carrier service to be performed hereunder shall be subject to all terms and conditions of the Uniform Code of Lading and form (1) in Uniform Freight Classification in effect on the date hereof, if this is a rail or a rail-water shipment, or (2) in the applicable motor carrier classification if this is a motor carrier shipment; and the carrier hereby certifies that he is familiar with all the terms and conditions of this bill of lading set forth in the classification which governs the transportation of the shipment, and the said terms and conditions are hereby agreed to by the shipper and accepted by the carrier.

MASTER BILL OF LADING K3032643

SHIPPER  
FLEMING CONVENIENCE 178 (PH) 4047924333  
4820 N CHURCH LN

CONSIGNEE  
FLEMING CONVENIENCE 178  
SMYRNA GA 300807210

8360452

TO BE PREPAID  
SEND INVOICES TO  
MASTERFOODS USA  
CASE INFORMATION SYSTEM  
P.O. BOX 12445  
ST. LOUIS MO 63142

ATTACH RED COPY OF B/L TO ORIGINAL FREIGHT BILL

CUST NO	PURCHASE ORDER NO	SHIPPER'S NO.	DELIVER DATE
025086000000	2500	01288794	03-24-03

QUANTITY	UPC ITEM CODE	WEIGHT (SUB TO CAR)	DESCRIPTION OF ARTICLES SPECIAL MARKS & EXCEPTIONS
28	4000001101	1466	MW SNGL 100
12	4000001105	454	SNGL SNGL 200
34	4000001202	1144	SN SNGL 100
42	4000001231	1946	MMMC SNGL 1
50	4000001231	2462	MMFN SNGL 1
39	4000004402	1466	SN PMSZ 3
32	4000004431	1027	MMMC KNIF 2
31	4000004432	1043	MMFN KNIF 2
405	4000005501	9339	MW FNSZ 10
816	4000005502	18817	SN FNSZ 10

DETENTION TIME  
ARRIVAL 0700

EXPIRE 1515

FREIGHT CLASSIFICATION	CASES	WEIGHT
CANDY	1489	39844

55/58

The Fibre Boxes used for this shipment conform to the classifications set forth in the box maker's certificate thereon, and all other requirements of the Uniform Freight Classification.

If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is "carriers or shippers" weight.

NOTE: Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property.

DATE DELIVERED

CONSIGNEE SIGNATURE

REC'D BY

Maintain temperature at 60 F +/- 10 F  
Recommended trailer setpoint is 60 F

SHIPMENT RECEIVED  
IN GOOD CONDITION  
EXCEPT AS NOTED  
ON THIS STRAIGHT  
BILL OF LADING.

THIS IS TO CERTIFY THAT THE ABOVE MATERIALS ARE PROPERLY CLASSIFIED DESCRIBED PACKAGED MARKED AND LABELED AND ARE IN PROPER CONDITION FOR TRANSPORTATION TO THE APPLICABLE REGULATIONS OF THE DEPARTMENT OF TRANSPORTATION

CALL 404 792 4333 X 340 FOR DELIVERY  
T MUST PLTZ  
NO WED DELIV AT ANY TIME  
ER NO TOUCH" CRP CUSTOMER

34 pallets returned

Head Unloaded & Sorted

RECEIVED  
MAR 28 2003  
BY: R. Ellis  
Printed date

X William J.

R. Ellis

TOTAL CASES 1489 TOTAL WEIGHT 39844 TOTAL CUBE 200

PERMANENT POST-OFFICES  
MASTERFOODS USA  
800 HIGH STREET  
HACKETTSTOWN NJ  
07840-1500  
MASTERFOODS USA  
P O BOX 58953  
VERNON CA  
90058-0853

SHIPPER PER	DATE
CARRIER NAME	PER PIECES
LICENSE PLATE NO	STATE

>>>>ACCOUNTING COPY<<<<

1A 000MUMY 10

M&M/MARS  
800 HIGH STREET  
HACKETTSTOWN, NJ 07840

INVOICE DATE  
03/26/03

INVOICE NBR  
288794

When responding or remitting please refer to this number ▲

Questions? Please call  
1-800-541-3061

PLEASE MAIL YOUR CHECK  
PAYABLE TO  
M&M/MARS  
ACC#122890 ABA#071000152  
CHICAGO, IL 60675-2006

FOB POINT ATLANTA BONDED W 495  
CARRIER COLONIAL CARTAGE  
\* FREIGHT PREPAID  
SHIP TO FLEMING CONVENIENCE 178  
4820 N CHURCH LN  
SMYRNA GA 30080

DUNS NBR 0030017570000  
UPC MANUF NBR 40000

MAIL TO HEAD DISTRIBUTING CO  
PO BOX 1666  
SMYRNA GA 30081-1666

BILL TO HEAD DISTRIBUTING CO  
PO BOX 1666  
SMYRNA CA 30081-1666

PAYMENT TERMS  
2 50 & 5 DAYS, NET 30  
From Invoice Date On  
Invoice Total Amount

CUST NBR	PURCHASE ORDER NBR	ORDER DATE	A/R NBR	SHIP DATE	TOTAL UNITS	LBS SHIP	QTY ADJ	OFF INVOICE	PROMO	ALWNC
2508600	2500	03/24/03	01501900	03/26/03	1489	39888 99	\$1938 24			0 00

QUANTITY SHIPPED	UNIT OF MEASURE	UPC CASE CODE	ITEM DESCRIPTION	PER UNIT PRICE	PROMO NBR/REF	PROMOTION ALLOWANCE	NET UNIT PRICE	EXTENDED NET AMOUNT
28	CASES	01101	MILKY WAY SINGLES 2 05OZ 36CT 10/CA	126 0000			126 00	3528 00
12	CASES	01105	SNICKERS ALMOND SINGLES 1 76OZ 12/24CT	100 8000			100 80	1209 60
34	CASES	01202	SNICKERS SINGLES 2 07OZ 48CT 8/CA	134 4000			134 40	4569 60
42	CASES	01231	M&M'S MILK CHOC SINGLES 1 69OZ 48CT 8/CA	134 4000			134 40	5644 80
50	CASES	01232	M&M'S PEANUT SINGLES 1 74OZ 48CT 8/CA	134 4000			134 40	6720 00
39	CASES	04402	SNICKERS KING SIZE 3 7OZ 24CT 6/CA	89 2800			89 28	3481 92
32	CASES	04431	M&M'S MILK CHOC KINGSIZE 3 14OZ 24CT 6/CA	89 2800			89 28	2856 96
31	CASES	04432	M&M'S PEANUT KING SIZE 3 21OZ 24CT 6/CA	89 2800			89 28	2761 68
405	CASES	05901	MILKY WAY FUN SIZE 13 3OZ 24/CA	50 8800			50 88	20606 40
816	CASES	05902	SNICKERS FUN SIZE 13 3OZ 24/CA	50 8800			50 88	41518 08

PROMO	DESCRIPTION	PROMO	DESCRIPTION	TOTAL NET AMOUNT =====>	\$92,903.04
				ALLOWANCES/CHARGES	
				TOTAL ALLOWANCES/CHARGES =====>	

Notice of all claims for discounts adjustments and allowances must be given in writing to the above address within TWO YEARS after the invoice date

CASH DISCOUNT EARNED IF CHECK MAILED BY  
03/31/03 IS \$7,322.58

INVOICE TOTAL AMOUNT =====> \$92,903.04  
(ALL ALLOWANCES HAVE BEEN APPLIED)

\*We prepay freight within the US unless otherwise indicated. Determine manner and routing of shipments and file all claims - Please send to us within 30 days of receipt of merchandise all supporting papers required in connection with loss and damage or shortage or overage claims. In case of damage, concealed or otherwise or shortage have full report written by agent on freight bill within fifteen days after receipt of merchandise. Railroad steamship lines express and motor truck companies will not accept claims unless such damage or loss is reported on freight bill or inspection report.

DO NOT RETURN GOODS WITHOUT INSTRUCTIONS FROM US

# NMILS

**NORTH AMERICAN LOGISTIC SERVICES**

a division of Mars, Incorporated

P O Box 731 / 800 High Street, Hackettstown NJ 07840

Telephone 908-852-8609 / Fax 908-852-6518

106NAL01501900

-TO COLONIAL CARTAGE CO #303  
TERR N026  
ATTN JUDY  
1325 A COBB INT BLVD  
KENNESAW  
GA 30144

(ORIGINAL)

APR 07, 2003

-FROM BARBARA CAFASSO  
SUPPLY LOGISTICS OP  
PHONE (908) 850-2459  
FAX (908) 852-6518

SUBJ 40000-01501900  
HEAD TOBACCO CO  
ATTN KARLA HOWE  
P O BOX 1666  
SMYRNA, GA 30081-1666

0TO OUR VALUED CARRIER  
0MAY WE PLEASE HAVE PROOF OF DELIVERY ON THE FOLLOWING  
PLEASE PROVIDE INFORMATION ON THIS SHIPMENT INCLUDING ALL FREE ASTRAY,  
REFUSED, AND RETURN INFORMATION IF NO INFORMATION IS PROVIDED AND THERE  
IS A DISCREPANCY, A CLAIM WILL FOLLOW

0FLEMING CO , SMYRNA, GA

0 SHIP FROM LOCATION 495  
BILL OF LADING # K3032541/1ST  
INVOICE NUMBER 287825  
INVOICE DATE MAR 25, 2003  
SHIP TO LOC ID # 2508600  
FLD TRANS  
DEDUCTION ID 287825  
DEDUCTION DATE APR 03, 2003  
CORRESPONDENT ID K22

*4794*

0JUST A REMINDER PROOF OF DELIVERY SHOULD BE PROVIDED WITHIN 24 HOURS  
PLEASE RETURN THIS FORM TO THE FAX NUMBER OR ADDRESS INDICATED ABOVE

*RTS*  
*Credit issued*  
*4/9/03 - C983984*  
*w/R 919830*

To COLONIAL CARTAGE CO #303

From: Mars Unit - M & M's

4-8-2003 5.22am p 1 of 1

# NALS

**NORTH AMERICAN LOGISTIC SERVICES**

a division of Mars, Incorporated

P O Box 781 / 800 High Street, Hackettstown, NJ 07840  
Telephone 908-852-8000 / Fax: 908-852-8518

06NAL01501900

TO: COLONIAL CARTAGE CO. #303  
TERR: N026  
ATTN: JUDY  
1325 A COBB INT. BLVD.  
KENNESAW  
GA 30144

(ORIGINAL)

APR 07, 2003

FROM: BARBARA CAFASSO  
SUPPLY LOGISTICS OP.  
PHONE: (908) 850-2459  
FAX (908) 852-6518

SUBJ. 40000-01501900  
HEAD TOBACCO CO  
ATTN KARLA HOWE  
P O BOX 1666  
SMYRNA, GA 30081-1666

TO: OUR VALUED CARRIER

MAY WE PLEASE HAVE PROOF OF DELIVERY ON THE FOLLOWING.  
PLEASE PROVIDE INFORMATION ON THIS SHIPMENT INCLUDING ALL FREE ASTRAY,  
REFUSED, AND RETURN INFORMATION. IF NO INFORMATION IS PROVIDED AND THERE  
IS A DISCREPANCY, A CLAIM WILL FOLLOW.

FLEMING CO., SMYRNA, GA

SHIP FROM LOCATION: 495  
BILL OF LADING #: K3032541/1ST  
INVOICE NUMBER: 287825  
INVOICE DATE: MAR 25, 2003  
SHIP TO LOC ID #: 2508600  
FLD TRANS:  
DEDUCTION ID: 287825  
DEDUCTION DATE: APR 03, 2003  
CORRESPONDENT ID: K22

JUST A REMINDER PROOF OF DELIVERY SHOULD BE PROVIDED WITHIN 24 HOURS  
PLEASE RETURN THIS FORM TO THE FAX NUMBER OR ADDRESS INDICATED ABOVE.

*This order  
canceled  
revised as  
K 3040748  
01-295445*

*TM  
4000  
Mason Thomas*



>>>>ACCOUNTING COPY<<<<<

1A 00CMUMY 09

M&M/MARS  
800 HIGH STREET  
HACKETTSTOWN NJ 07840

FC

INVOICE DATE: 03/25/03  
INVOICE NBR: 287825

When corresponding or remitting please refer to this number

Questions? Please call  
1-800-541-3061

PLEASE MAIL YOUR CHECK  
PAYABLE TO  
M&M/MARS  
ACC#122890 ABA#071000152  
CHICAGO IL 60675-2006

FOB POINT: ATLANTA BONDED W 495  
CARRIER: COLONIAL CARTAGE  
\* FREIGHT PREPAID  
SHIP TO: FLEMING CONVENIENCE 178  
4820 N CHURCH LN  
SMYRNA GA 30080

DUNS NBR 0030017570000  
UPC MANUF NBR 40000

MAIL TO: HEAD DISTRIBUTING CO  
PO BOX 1666  
SMYRNA GA 30081-1666

BILL TO: HEAD DISTRIBUTING CO  
PO BOX 1666  
SMYRNA GA 30081-1666

PAYMENT TERMS  
2 50 % 5 DAYS NET 30  
From Invoice Date On  
Invoice Total Amount

CUST NBR	PURCHASE ORDER NBR	ORDER DATE	A/R NBR	SHIP DATE	TOTAL UNITS	LBS SHIP	QTY ADJ	OFF INVOICE	PROMO ALWNC
2508600	204862	03/19/03	01501900	03/25/03	1877	40989 61	\$2280 00-		0 00

QUANTITY SHIPPED	UNIT OF MEASURE	UPC CASE CODE	ITEM DESCRIPTION	PER UNIT PRICE	PROMO NBR/ REF	PROMOTION ALLOWANCE	NET UNIT PRICE	EXTENDED NET AMOUNT
14	CASES	01101	MILKY WAY SINGLES 2 05OZ 36CT 10/CA	126 0000			126 00	1764 00
28	CASES	01103	3 MUSKETEERS SINGLES 2 13OZ 36CT 10/CA	126 0000			126 00	3528 00
8	CASES	01104	MILKY WAY MIDNIGHT SINGLE 1 76OZ 12/24CT	100 8000			100 80	806 40
72	CASES	01105	SNICKERS ALMOND SINGLES 1 76OZ 12/24CT	100 8000			100 80	7257 60
24	CASES	01123	TWIX CARAMEL SINGLES 2OZ 36CT 10/CA	126 0000			126 00	3024 00
18	CASES	01151	STARBURST ORIGINAL SINGLES 36CT 10/CA	126 0000			126 00	2268 00
9	CASES	01155	STARBURST CALIFORNIA FRT SNGL 36CT 10/CA	126 0000			126 00	1134 00
24	CASES	01160	SKITTLES ORIGINAL SINGLES 36CT 10/CA	126 0000			126 00	3024 00
6	CASES	01163	SKITTLES TROPICAL SINGLES 36CT 10/CA	126 0000			126 00	756 00
36	CASES	01231	M&M'S MILK CHOC SINGLES 1 69OZ 48CT 8/CA	134 4000			134 40	4838 40
24	CASES	01232	M&M'S PEANUT SINGLES 1 74OZ 48CT 8/CA	134 4000			134 40	3225 60
12	CASES	01266	SKITTLE SOURS SINGLES 1 8OZ 24CT 12/CA	100 8000			100 80	1209 60
23	CASES	01731	M&M'S MILK CHOC PEG PACK 5 3OZ 12/CA	12 0000			12 00	276 00
46	CASES	01732	M&M'S PEANUT PEG PACK 5 3OZ 12/CA	12 0000			12 00	552 00
90	CASES	02102	SNICKERS FUN SIZE 10-PK 6 96OZ 24/CA	22 8000			22 80	2052 00
120	CASES	02128	M&M'S ALMOND 11OZ 12/CA	23 7600			23 76	2851 20
39	CASES	02131	M&M'S MILK CHOCOLATE CANDIES 14OZ 24/CA	47 5200			47 52	1853 28
100	CASES	02132	M&M'S PEANUT 14OZ 24/CA	47 5200			47 52	4752 00
60	CASES	02140	M&M'S CRISPY 12 7OZ 12/CA	23 7600			23 76	1425 60
100	CASES	02144	M&M'S PEANUT BUTTER 12 7OZ 24/CA	47 5200			47 52	4752 00
80	CASES	02937	M&M'S MILK MINIS 12OZ 12/CA	21 9600			21 96	1756 80
27	CASES	03237	M&M'S MILK MINIS TUBES 1 08OZ 24CT 12/CA	100 8000			100 80	2721 60
20	CASES	04401	MILKY WAY KING SIZE 3 63OZ 24CT 6/CA	89 2800			89 28	1785 60
48	CASES	04402	SNICKERS KING SIZE 3 7OZ 24CT 6/CA	89 2800			89 28	4285 44

PROMO	DESCRIPTION	PROMO	DESCRIPTION	TOTAL NET AMOUNT =====>
				ALLOWANCES/CHARGES
				TOTAL ALLOWANCES/CHARGES =====>

Notice of all claims for discounts adjustments and allowances must be given in writing to the above address within TWO YEARS after the invoice date

CASH DISCOUNT EARNED IF CHECK MAILED BY

INVOICE TOTAL AMOUNT =====>  
(ALL ALLOWANCES HAVE BEEN APPLIED)

\*We prepay freight within the US unless otherwise indicated. Determine manner and routing of shipments and file all claims - Please send to us within 30 days of receipt of merchandise all supporting papers required in connection with loss and damage or shortage or overage claims. In case of damage concealed or otherwise or shortage have full report written by agent on freight bill within fifteen days after receipt of merchandise. Railroad steamship lines express and motor truck companies will not accept claims unless such damage or loss is reported on freight bill or inspection report.

DO NOT RETURN GOODS WITHOUT INSTRUCTIONS FROM US

>>>>ACCOUNTING COPY<<<<

1A 000MUMY 09  
M&M/MARS  
800 HIGH STREET FC  
HACKETTSTOWN NJ 07840

INVOICE DATE 03/25/03 INVOICE NBR 287825

When corresponding or remitting please refer to this number

FOB POINT ATLANTA BONDED W 495  
CARRIER COLOONIAL CARTAGE  
\* FREIGHT PREPAID  
SHIP TO FLEMING CONVENIENCE 178 DUNS NBR 0030017570000  
4820 N CHURCH LN UPC MANUF NBR 40000  
SMYRNA GA 30080

MAIL TO HEAD DISTRIBUTING CO BILL TO HEAD DISTRIBUTING CO  
PO BOX 1666 PO BOX 1666  
SMYRNA GA 30081-1666 SMYRNA GA 30081 1666

Questions? Please call 1-800-541-3061  
PLEASE MAIL YOUR CHECK PAYABLE TO M&M/MARS  
ACC#122890 ABA#071000152 CHICAGO IL 60675-2006

PAYMENT TERMS 2 50 % 5 DAYS NET 30  
From Invoice Date On Invoice Total Amount

CUST NBR	PURCHASE ORDER NBR	ORDER DATE	A/R NBR	SHIP DATE	TOTAL UNITS	LBS SHIP	QTY ADJ	OFF INVOICE	PROMO ALWNC
2508600	204862	03/19/03	01501900	03/25/03	1877	40989 61	\$2280 00-		0 00

QUANTITY SHIPPED	UNIT OF MEASURE	UPC CASE CODE	ITEM DESCRIPTION	PER UNIT PRICE	PROMO NBR/REF	PROMOTION ALLOWANCE	NET UNIT PRICE	EXTENDED NET AMOUNT
28	CASES	04423	TWIX CARAMEL KING SIZE 3 35OZ 24CT 6/CA	89 2800			89 28	2499 84
42	CASES	04432	M&MS PEANUT KING SIZE 3 27OZ 24CT 6/CA	89 2800			89 28	3749 76
11	CASES	04437	M&MS MILK MINIS MEGA TUBES 1 94OZ 144/CA	89 2800			89 28	982 08
30	CASES	05751	STARBURST ORIGINAL 16OZ 24/CA	42 4800			42 48	1274 40
20	CASES	05755	STARBURST CALIFORNIA FRUIT 16OZ 24/CA	42 4800			42 48	849 60
10	CASES	05756	STARBURST TROPICAL FRUIT 16OZ 24/CA	42 4800			42 48	424 80
98	CASES	05851	STARBURST ORIGINAL JELLYBEANS 14OZ 12/CA	16 3200			16 32	1599 36
16	CASES	05901	MILKY WAY FUN SIZE 13 3OZ 24/CA	50 8800			50 88	814 08
40	CASES	05903	3 MUSKETEERS FUN SIZE 13 3OZ 24/CA	50 8800			50 88	2035 20
36	CASES	06171	COMBOS CHEDDAR PRETZEL FAMILY 8 8OZ 18/CA	20 8800			20 88	751 68
20	CASES	06172	COMBOS NACHO PRETZEL FAMILY 8 8OZ 18/CA	20 8800			20 88	417 60
30	CASES	06175	COMBOS PIZZA PRETZEL FAMILY 8 8OZ 18/CA	20 8800			20 88	626 40
33	CASES	06802	SNICKERS MINIATURES 13OZ 24/CA	54 4800			54 48	1797 84
12	CASES	11107	SNICKERS CRUNCHER SINGLES 24CT 12/CA	100 8000			100 80	1209 60
7	CASES	11121	TWIX PEANUT BUTTER SINGLES 24CT 12/CA	100 8000			100 80	705 60
24	CASES	11140	M&MS CRISPY SINGLES 1 5OZ 24CT 12/CA	100 8000			100 80	2419 20
8	CASES	11154	STARBURST SOUR SINGLES 24CT 12/CA	100 8000			100 80	806 40
10	CASES	11226	DOVE MILK CHOC SNGL 24CT 12/CA	100 8000			100 80	1008 00
11	CASES	11667	MINT SKITTLES SPEARMINT 3-PACK 12/CA	19 5600			19 56	215 16
7	CASES	14407	SNICKERS CRUNCHER KINGSIZE 2 54OZ 6/24CT	89 2800			89 28	624 96
18	CASES	14451	STARBURST ORIGINAL MEGA STICK 6/24CT	89 2800			89 28	1607 04
23	CASES	15566	SKITTLES SOURS PEG PACK 5 35OZ 12/CA	10 6800			10 68	245 64
70	CASES	15754	STARBURST SOUR 16OZ 12/CA	21 2400			21 24	1486 80
54	CASES	17519	CFLPBRATIONS 9 5OZ CARTON 12/CA	31 4400			31 44	1697 76

PROMO	DESCRIPTION	PROMO	DESCRIPTION	TOTAL NET AMOUNT ==>
				ALLOWANCES/CHARGES
				TOTAL ALLOWANCES/CHARGES ==>

CASH DISCOUNT EARNED IF CHECK MAILED BY

Notice of all claims for discounts adjustments and allowances must be given in writing to the above address within TWO YEARS after the invoice date

INVOICE TOTAL AMOUNT ==>  
(ALL ALLOWANCES HAVE BEEN APPLIED)

\*We prepay freight within the US unless otherwise indicated. Determine manner and routing of shipments and file all claims - Please send to us within 30 days of receipt of merchandise all supporting papers required in connection with loss and damage or shortage or overage claims. In case of damage concealed or otherwise or shortage have full report written by agent on freight bill within fifteen days after receipt of merchandise. Railroad steamship lines express and motor truck companies will not accept claims unless such damage or loss is reported on freight bill or inspection report.


DO NOT RETURN GOODS WITHOUT INSTRUCTIONS FROM US

>>>>ACCOUNTING COPY<<<<

1A 000MUMY 09

INVOICE DATE	INVOICE NBR
03/25/03	287825

M&M/MARS  
800 HIGH STREET  
HACKETTSTOWN NJ 07840

When corresponding or remitting  
please refer to this number 

FOB POINT ATLANTA BONDED W 495  
CARRIER COIONIAL CARTAGF  
\* FREIGHT PREPAID  
SHIP TO FLEMING CONVENIENCE 178  
4820 N CHURCH IN  
SMYRNA GA 30080

DUNS NBR 0030017570000  
UPC MANUF NBR 40000

Questions? Please call  
1-800-541-3061  
PLEASE MAIL YOUR CHECK  
PAYABLE TO  
M&M/MARS  
ACC#122890 ABA#071000152  
CHICAGO, IL 60675-2006

MAIL TO HEAD DISTRIBUTING CO  
PO BOX 1666  
SMYRNA GA 30081-1666

BILL TO  
HEAD DISTRIBUTING CO

PO BOX 1666  
SMYRNA GA 30081-1666

PAYMENT TERMS  
2 50 % 5 DAYS NET 30  
From Invoice Date On  
Invoice Total Amount

CUST NBR	PURCHASE ORDER NBR	ORDER DATE	A/R NBR	SHIP DATE	TOTAL UNITS	LBS SHIP	QTY ADJ	OFF INVOICE	PROMO ALWNC
2508600	204862	03/19/03	01501900	03/25/03	1877	40989 61	\$2280 00-		0 00

QUANTITY SHIPPED	UNIT OF MEASURE	UPC CASE CODE	ITEM DESCRIPTION	PER UNIT PRICE	PROMO NBR/ REF	PROMOTION ALLOWANCE	NET UNIT PRICE	EXTENDED NET AMOUNT
100	CASES	21114	POP ABLES MILKY WAY 12OZ 12/CA	25 4400			25 44	2544 00
8	CASES	24603	3 MUSKETEERS MULTI-PIECE KINGSIZE 6/24CT	89 2800			89 28	714 24
9	CASES	46803	3 MUSKETEERS MINIAIURES 13OZ 12/CA	27 2400			27 24	245 16
60	CASES	46804	MILKY WAY MIDNIGHT MINIATURES 12OZ 12/CA	27 2400			27 24	1634 40
7	CASES	71471	COMBOS CHEDDAR PRETZEL SNGL 18CT 12/CA	75 6000			75 60	529 20
7	CASES	71475	COMBOS PIZZA PRETZEL SINGLES 18CT 12/CA	75 6000			75 60	529 20

PROMO	DESCRIPTION	PROMO	DESCRIPTION	TOTAL NET AMOUNT =====>	\$97 944 12
				ALLOWANCES/CHARGES	
				TOTAL ALLOWANCES/CHARGES =====>	

Notice of all claims for discounts adjustments and allowances must be given in writing to the above address within TWO YEARS after the invoice date

CASH DISCOUNT EARNED IF CHECK MAILED BY  
03/30/03 1S \$2 448 60

INVOICE TOTAL AMOUNT =====> \$97 944 12  
(ALL ALLOWANCES HAVE BEEN APPLIED)

\*We prepay freight within the US unless otherwise indicated. Determine manner and routing of shipments and file all claims - Please send to us within 30 days of receipt of merchandise all supporting papers required in connection with loss and damage or shortage or overage claims. In case of damage concealed or otherwise or shortage have full report written by agent on freight bill within fifteen days after receipt of merchandise. Railroad steamship lines express and motor truck companies will not accept claims unless such damage or loss is reported on freight bill or inspection report.

DO NOT RETURN GOODS WITHOUT INSTRUCTIONS FROM US

# NMIS

NORTH AMERICAN LOGISTIC SERVICES

a division of Mars, Incorporated

P O Box 731 / 800 High Street, Hackettstown, NJ 07840

Telephone 908-852-8699 / Fax 908-852-8518

106NAL01501900

-TO COLONIAL CARTAGE CO #303  
TERR N026  
ATTN JUDY  
1325 A COBB INT BLVD  
KENNESAW  
GA 30144

(ORIGINAL)

APR 07, 2003



-FROM BARBARA CAFASSO  
SUPPLY LOGISTICS OP  
PHONE (908) 850-2459  
FAX (908) 852-6518

SUBJ 40000-01501900  
HEAD TOBACCO CO  
ATTN KARLA HOWE  
P O BOX 1666  
SMYRNA, GA 30081-1666

0TO OUR VALUED CARRIER  
0MAY WE PLEASE HAVE PROOF OF DELIVERY ON THE FOLLOWING  
PLEASE PROVIDE INFORMATION ON THIS SHIPMENT INCLUDING ALL FREE ASTRAY,  
REFUSED, AND RETURN INFORMATION IF NO INFORMATION IS PROVIDED AND THERE  
IS A DISCREPANCY, A CLAIM WILL FOLLOW

0FLEMING CO , SMYRNA, GA

0 SHIP FROM LOCATION 495  
BILL OF LADING # K3032746/1ST  
INVOICE NUMBER 288795  
INVOICE DATE MAR 27, 2003  
SHIP TO LOC ID # 2508600  
FLD TRANS  
DEDUCTION ID 288795  
DEDUCTION DATE APR 03, 2003  
CORRESPONDENT ID K22

89632  
/

0JUST A REMINDER PROOF OF DELIVERY SHOULD BE PROVIDED WITHIN 24 HOURS  
PLEASE RETURN THIS FORM TO THE FAX NUMBER OR ADDRESS INDICATED ABOVE

4/9 w/2 919828

815

To COLONIAL CARTAGE CO #303

From Mars Unit - M & M's

4-8-2003 5 24am p 1 of 1

# NMLS

**NORTH AMERICAN LOGISTIC SERVICES**

a division of Mars, Incorporated

P.O. Box 731 / 800 High Street, Hackensack, NJ 07640  
Telephone: 908-852-8000 / Fax: 908-852-8518

06NAL01501900

TO: COLONIAL CARTAGE CO #303  
TERR. N026  
ATTN. JUDY  
1325 A COBB INT. BLVD.  
KENNESAW  
GA 30144

(ORIGINAL)

APR 07, 2003

FROM: BARBARA CAFASSO  
SUPPLY LOGISTICS DP  
PHONE: (908) 850-2459  
FAX: (908) 852-6518

SUBJ: 40000-01501900  
HEAD TOBACCO CO  
ATTN KARLA HOWE  
P O BOX 1666  
SMYRNA, GA 30081-1666

TO OUR VALUED CARRIER

MAY WE PLEASE HAVE PROOF OF DELIVERY ON THE FOLLOWING:  
PLEASE PROVIDE INFORMATION ON THIS SHIPMENT INCLUDING ALL FREE ASTRAY,  
REFUSED, AND RETURN INFORMATION. IF NO INFORMATION IS PROVIDED AND THERE  
IS A DISCREPANCY, A CLAIM WILL FOLLOW.

FLEMING CO , SMYRNA, GA

SHIP FROM LOCATION: 495  
BILL OF LADING #: K3032746/1ST  
INVOICE NUMBER: 288795  
INVOICE DATE: MAR 27, 2003  
SHIP TO LOC ID #: 2508600  
FLD TRANS:  
DEDUCTION ID: 288795  
DEDUCTION DATE: APR 03, 2003  
CORRESPONDENT ID: K22

JUST A REMINDER. PROOF OF DELIVERY SHOULD BE PROVIDED WITHIN 24 HOURS  
PLEASE RETURN THIS FORM TO THE FAX NUMBER OR ADDRESS INDICATED ABOVE.

*due to delivery*

*MF date 4.9.03  
D m  
Pm Swanson*

>>>>ACCOUNTING COPY<<<<

1A 000MUMY 10

INVOICE DATE


INVOICE NBR

03/27/03

288795

M&M/MARS  
800 HIGH STREET  
HACKETTSTOWN NJ 07840

FC

When corresponding or remitting  
please refer to this number 

FOB POINT ATLANTA BONDED W 495  
CARRIER COLONIAL CARGAGE  
\* FREIGHT PREPAID  
SHIP TO FLEMING CONVENIENCE 178  
4820 N CHURCH LN  
SMYRNA GA 30080

DUNS NBR 0030017570000  
UPC MANUF NBR 40000

Questions? Please call  
1-800-541-3061  
PLEASE MAIL YOUR CHECK  
PAYABLE TO  
M&M/MARS  
ACC#122890 ABA#071000152  
CHICAGO IL 60675-2006

MAIL TO HEAD DISTRIBUTING CO  
PO BOX 1666  
SMYRNA GA 30081-1666

BILL TO  
HEAD DISTRIBUTING CO  
PO BOX 1666  
SMYRNA GA 30081 1666

PAYMENT TERMS  
2 50 % 5 DAYS NET 30  
From Invoice Date On  
Invoice Total Amount

CUST NBR	PURCHASE ORDER NBR	ORDER DATE	A/R NBR	SHIP DATE	TOTAL UNITS	LBS SHIP	QTY ADJ	OFF INVOICE	PROMO ALWNC
2508600	2540	03/24/03	01501900	03/27/03	1833	40227 07	\$1965 56		0 00

QUANTITY SHIPPED	UNIT OF MEASURE	UPC CASE CODE	ITEM DESCRIPTION	PER UNIT PRICE	PROMO NBR/ REF	PROMOTION ALLOWANCE	NET UNIT PRICE	EXTENDED NET AMOUNT
32	CASES	01103	3 MUSKETEERS SINGLES 2 13OZ 36CT 10/CA	126 0000			126 00	4032 00
26	CASES	01123	TWIX CARAMEL SINGLES 2OZ 36CT 10/CA	126 0000			126 00	3276 00
23	CASES	01151	STARBURST ORIGINAL SINGLES 36CT 10/CA	126 0000			126 00	2898 00
52	CASES	01602	SNICKERS 6-PACK 12 42OZ 24/CA	50 4000			50 40	2620 80
73	CASES	02128	M&MS ALMOND 11OZ 12/CA	23 7600			23 76	1734 48
167	CASES	02131	M&MS MILK CHOCOLATE CANDIES 14OZ 24/CA	47 5200			47 52	7935 84
235	CASES	02132	M&MS PEANUT 14OZ 24/CA	47 5200			47 52	11167 20
110	CASES	02140	M&MS CRISPY 12 7OZ 12/CA	23 7600			23 76	2613 60
70	CASES	02144	M&MS PEANUT BUTTER 12 7OZ 24/CA	47 5200			47 52	3326 40
42	CASES	02937	M&MS MILK MINIS 12OZ 12/CA	21 9600			21 96	922 32
32	CASES	03237	M&MS MILK MINIS TUBES 1 08OZ 24CT 12/CA	100 8000			100 80	3225 60
36	CASES	04437	M&MS MILK MINIS MEGA TUBES 1 94OZ 144/CA	89 2800			89 28	3214 08
49	CASES	05751	STARBURST ORIGINAL 16OZ 24/CA	42 4800			42 48	2081 52
62	CASES	05756	STARBURST TROPICAL FRUIT 16OZ 24/CA	42 4800			42 48	2633 76
386	CASES	05903	3 MUSKETEERS FUN SIZE 13 3OZ 24/CA	50 8800			50 88	19639 68
3	CASES	05907	SNICKERS CRUNCHER FUNSIZE 11OZ 12/CA	25 4400			25 44	76 32
114	CASES	05931	M&MS MILK CHOCOLATE FUNSIZE 13 3OZ 24/CA	50 8800			50 88	5800 32
79	CASES	05932	M&MS PEANUT FUNSIZE 13 3OZ 24/CA	50 8800			50 88	4019 52
26	CASES	11107	SNICKERS CRUNCHER SINGLES 24CT 12/CA	100 8000			100 80	2620 80
8	CASES	11137	M&MS MILK MINIS TOY & POGO SINGLES	124 1900			124 19	993 52
51	CASES	15623	TWIX CARAMEL FUNSIZE 13 3OZ 20/CA	42 4000			42 40	2162 40
157	CASES	17519	CELEBRATIONS 9 5OZ CARTON 12/CA	31 4400			31 44	4936 08

PROMO	DESCRIPTION	PROMO	DESCRIPTION	TOTAL NET AMOUNT ==>	\$91 930 24
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ALLOWANCES/CHARGES			
TOTAL ALLOWANCES/CHARGES ==>			

Notice of all claims for discounts adjustments and allowances must be given in writing to the above address within TWO YEARS after the invoice date

CASH DISCOUNT EARNED IF CHECK MAILED BY  
04/01/03 IS \$2 298 26

INVOICE TOTAL AMOUNT ==> \$91 930 24  
(ALL ALLOWANCES HAVE BEEN APPLIED)

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