

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

PROOF OF CLAIM



656638

Bar Date Ref # 2-NVM-124739

In re **Fleming Foods Management Co.**

Case Number
03-10954 (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.

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

Consolidated Freightways
Legal Dept. 0354653656638
1115 S.E. 164th Ave.
Vancouver, WA 98683

Creditor Telephone Number () **360-448-4000**

CREDITOR TAX ID #
94-1444797

ACCOUNT OR OTHER NUMBER BY WHICH
CREDITOR IDENTIFIES DEBTOR

Check here replaces
if this claim or amends a previously filed claim dated _____

1 BASIS FOR CLAIM

- 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 _____ to _____
(date) (date)

2 DATE DEBT WAS INCURRED **2001-2002**

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ 16,565.65 (unsecured) \$ _____ (secured) \$ _____ (unsecured priority) \$ 16,565.65 (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
USE ONLY

FILED
SEP 08 2003

Fleming Companies Claim
08818

DATE SIGNED

9-4-03

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]

Pamela Covington, A/R Mgr

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

Fleming Foods - Freight Bills

Bill Date	Pro Number	PC	Open AR
03/16/2001	528922903	C	24 50
05/02/2001	704070021	C	311 40
05/04/2001	704078896	C	238 50
06/08/2001	828614920	C	24 50
07/05/2001	697536851	C	83 25
08/29/2001	724959045	P	243 66
09/14/2001	869038774	C	331 35
10/03/2001	442515356	C	25 75
11/14/2001	923473412	C	25 75
02/07/2002	588987011	P	2,694 88
02/07/2002	694503003	P	1,192 55
07/03/2001	864211250	P	563 40
09/19/2001	558896553	C	78 96
09/20/2001	746409543	C	78 96
07/05/2001	697536851	C	83 25
01/12/2001	541579765	C	129 12
09/11/2001	864416022	C	163 09
02/08/2002	750702525	C	170 14
12/26/2001	584630631	P	177 13
12/26/2001	584630642	P	177 13
01/29/2001	713014691	C	178 20
03/29/2001	697450552	C	197 45
04/03/2002	800548501	P	199 24
02/20/2001	476764761	C	203 45
08/24/2001	851285256	P	216 84
01/09/2001	416058112	P	228 40
03/09/2001	605397870	P	230 19
01/09/2001	416058101	P	232 12
05/04/2001	704078896	C	238 50
08/29/2001	724959045	P	243 66
02/01/2002	887081646	P	268 64
02/02/2001	416057132	P	271 60
07/03/2001	864211261	P	288 24
11/30/2001	887044804	P	296 56
05/02/2001	704070021	C	311 40
09/14/2001	869038774	C	331 35
01/03/2001	518931696	P	405 85
03/09/2001	605397881	P	466 49
03/06/2001	605392771	P	505 13
07/03/2001	864211250	P	563 40
02/28/2001	605399804	P	3,871 67
			16,565 65

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 Vancouver, WA 98683