

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

PROOF OF CLAIM



680079

Bar Date Ref # 21-N-51560

In re
Minter-Weisman Co

Case Number
03-10964

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

0354652680079
the Mentholatum Company
PO Box 1203
Buffalo NY 14240-1203
**707 Sterling Dr.
Orchard Park
NY 14127**

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.

Creditor Telephone Number **716 677-2500**

CREDITOR TAX ID #
16-0709461

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR
1545

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

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 **Feb. 12, 2003**

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE
\$ 518.40 (unsecured) \$ - (secured) \$ - (unsecured priority) \$ 518.40 (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.

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
Sept 3, 2003

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).
JAMES W. INGHAM UP & CFO

THIS SPACE FOR COURT
FILED

SEP 08 2003

RMC

Fleming Companies Claim



08870

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

034201
Mentholatum US

Accounts Receivable Detail

Page 1
Date 4/01/03
As of 04/01/03

Customer Number/Name		Phone Number	Balance		A G I N G					Over 999		
Co	Document Reference	Inv Date	Inv Date	Original	Open	Current	31 - 60	61 - 90	91 - 120	121 - 999	999	Over 999
	2301 Allied Merchandising Ind	(909)		272 4790								
00001	RI 84298 001 02/21/03 02/21/03			1 403 28	1 403 28		1403 28					
00001	RI 85629 001 03/12/03 03/12/03			1 732 32	1 732 32	1732 32						
	2301 Allied Merchandising In			3 135 60	3 135 60	1732 32	1403 28					
	2302 Allied Merchandising Ind			865 77	163 53			163 53				
00001	RB 31950902 001 12/27/02 12/27/02			137 60	27 52		27 52					
00001	RB 31950103 001 02/21/03 02/21/03			132 50	132 50	132 50						
00001	RB 50106850 001 03/25/03 03/25/03			-	-	-						
	2302 Allied Merchandising In			1 135 87	323 55	132 50	27 52	163 53				
	8462 Fleming Leitchfield	(270)		259 9341								
00001	RI 86101 001 03/21/03 03/21/03			327 24	327 24	327 24						
	8462 Fleming Leitchfield			327 24	327 24	327 24						
	1545 Minter Weisman Dist	(612)		545-3706								
00001	RI 83638 001 02/12/03 02/12/03			518 40	518 40		518 40					
00001	RI 86369 001 03/27/03 03/27/03			5 960 64	5 960 64	5960 64						
	1545 Minter Weisman Dist			6 479 04	6 479 04	5960 64	518 40					
00001	Mentholatum US			11 077 75	10 265 43	8152 70	1949 20	163 53				
	Grand Total			11 077 75	10 265 43	8152 70	1949 20	163 53				



The Mentholatum Co., Inc.

707 STERLING DRIVE • ORCHARD PARK NY 14127 1587
(716) 677 2500 • FAX 716 677 9525

ORIGINAL INVOICE

INVOICE DATE
02/12/03

INVOICE NUMBER
83638 RI
Page 1

REFER TO THIS NUMBER ON ALL CORRESPONDENCE

THE MENTHOLATUM COMPANY HEREBY GUARANTEES THAT NO ARTICLE LISTED HEREIN IS ADULTERATED OR MISBRANDED WITHIN THE MEANING OF THE FEDERAL FOOD DRUG AND COSMETIC ACT OR IS AN ARTICLE WHICH MAY NOT UNDER THE PROVISIONS OF SECTION 404 OR 505 OF THE ACT BE INTRODUCED INTO INTERSTATE COMMERCE

NOTE:

**NEW
REMIT
TO**

The Mentholatum Co., Inc.

P O BOX 1203
BUFFALO, NY 14240-1203

S
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D

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Minter-Weisman Dist
1035 Nathan Lane North
Plymouth MN 55441

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P

T
O

Minter-Weisman Dist
1035 Nathan Lane North
Plymouth MN 55441

Claims for shortage, error, or damages must be made within 15 days from receipt of goods. In event of loss or damage, please forward your noted freight receipt, signed by driver, to THE MENTHOLATUM CO.

TERMS		CUSTOMER CODE	PURCHASE ORDER NUMBER	ORDER DATE	SHIP POINT	SHIPPED VIA		SALESMAN
2/30, Net 31		1545	31174	02/17/03		***** See Text *****		
QUANTITY	U/M	PRODUCT CODE	PRODUCT DESCRIPTION		LIST PRICE	OFF INVOICE	NET PRICE	EXTENDED NET AMOUNT
15	CA	11480001	NATURAL ICE CHERRY 48 CT DUMP 19581				72	518 40
		Shipped Via UPS Trailer UPS Package Code 1 PRO# 1Z1226000340751067 PRO# 1 MASTER CASE SHIPPED 2/12/03						
Net Due Date 03/15/03								518 40
NO ANTICIPATION ALLOWED						NET INVOICE		



United Parcel Service

ATTN MARILYN BRANCATO
PHONE (716)677-2500

DELIVERY NOTIFICATION

FAX RESPONSE

INQUIRY FROM

**MR DAVE KEIL
MENTHOLATUM
331 LANG BLVD
GRAND ISLAND NY 14072**

SHIPMENT TO

**MINTER-WEISMAN DIST
1035 NATHAN LN N
PLYMOUTH MN 55441**

Shipper Number 122600 Shipper Reference Number 83638
Tracking Identification Number 1Z1226000340751067

According to our records 1 parcel was delivered on **02/17/03** at **9 24 A M** , and left at **DOCK** The shipment was signed for by **ULMER** as follows

SHIPPER NUMBER	PKG ID NO	TRACKING NUMBER	ADDRESS (NO/STREET CITY)	SIGNATURE
122600		1Z1226000340751067	1035 NATHAN LN N PLYMOUTH	

STRAIGHT BILL OF LADING - SHORT FORM

S Minter-Weisman Dist
O 1035 Nathan Lane North
L Plymouth MN 55441

S Minter-Weisman Dist
H 1035 Nathan Lane North
I Plymouth MN 55441
P

Page 1
 Date 2/11/03
 Order# 98001

The Mentholatum Co., Inc.

707 STERLING DRIVE
 ORCHARD PARK, NY 14127 1587
 (716) 677 2500 • FAX 716 677 9525

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REQ DATE	CUSTOMER CODE	OUR ORDER DATE	WHSE	SHIPPED VIA	DATE SHIPPED	PACKED BY
02/17/03	1546	02/03/03	10150	UPS	2/12/03	RFM

QUANTITY	UNIT OF MEASURE	CASES	PRODUCT CODE	PRODUCT DESCRIPTION	BATCH NO
15	CA	15	11480001	Cust PC- 31174 NATURAL ICE CHERRY 48 CT DUMP 031074291148 GICR	19581

122600 FEB 12, 2003 ACT WT 21 7 #PK 1
 SERVICE GNDCOM BILL WT 22
 TRACKING# 1Z1226000340751067
 BILL LADING 98001
 PURCHASE NO 31174

HANDLING CHARGE \$0 00
 REFERENCE RATE CHARGES SERVICE \$8 62
 IV \$0 00 COD \$0 00 RS \$0 00
 DC \$0 00 HZMT \$0 00 SD \$0 00
 AH \$0 00 NTFY \$0 00 SP \$0 00
 TOT REF CHG \$8 62 REF+HANDLING \$8 62

NO OF PACKAGES	DESCRIPTION OF ARTICLES SPECIAL MARKS & EXCEPTIONS	WEIGHT (SUBJ TO CORRECTION)
15	DRUGS, NOIBN ITEM 60000 CLASS 70	20 LB

SHIPPER'S NUMBER AND CUSTOMER P O NUMBER MUST APPEAR ON ALL FREIGHT BILLS

THE RELEASED VALUE OF THE PROPERTY IS HEREBY STATED BY SHIPPER TO NOT EXCEED AMOUNT AT RIGHT IN DOLLARS PER POUND FOR EACH DISTRIBUTION PACKAGE **2 25**

ORIGINAL NOT NEGOTIABLE
 must be legibly filled in in ink in indelible pencil or in carbon and retained by the agent

RECEIVED subject to the classifications and tariffs in effect on the date of the receipt by the carrier of the property described in the Original Bill of Lading

The property described hereon was received in good condition except as noted (contents and condition of packages unknown) and destined as indicated. Carrier (the word carrier being understood throughout this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry it to said destination if on its route otherwise to deliver to another carrier on the route to said destination. It is mutually agreed as to each carrier of all or any of said property over all or any portion of said route to destination and as to each party at any time interested in all or any of said property that every service to be performed hereunder shall be subject to all terms and conditions of the Uniform Domestic Straight Bill of Lading set forth (1) in Official Southern Western and Illinois Freight Classifications in effect on the date hereof if this is a rail or a rail water shipment or (2) in the applicable motor carrier classification or tariff if this is a motor carrier shipment. Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading set forth in the classification or tariff which governs the transportation of this shipment and the said terms and conditions are hereby agreed to be the shipper and accepted for him self and assigns.

Fiberboard Boxes used for this shipment conform to the specifications set forth in the box maker's certificate thereon and all other requirements of the Rules of the Consolidated Freight Classification

If charges are to be prepaid write or stamp here To be Prepaid

TO BE PREPAID

1

Shipper's imprint in lieu of stamp not a part of bill of lading approved by the Interstate Commerce Commission

Shippers, Per _____ Agent Per _____



Daily & Family
Health Care Worldwide

A ROHTO Company

The Mentholatum Co., Inc.

707 Sterling Drive Orchard Park, New York 14127 • Tel (716) 677-2500 • Fax (716) 674-3696
www.mentholatum.com

September 4, 2003

Bankruptcy Management Corporation
1330 East Franklin Avenue
El Segundo, CA 90245

RE Minter-Weisman Co
Case Number 03-10964

Dear Sir

Please find enclosed an original Proof of Claim for filing
Also included is a copy of the Proof of Claim with a stamped
return envelope Please sign and date the copy, and return it
to my attention, to show acknowledgment of receipt

In addition, please correct our mailing address listed in
your files to read

The Mentholatum Co , Inc
707 Sterling Drive
Orchard Park, New York 14127-1587

Sincerely,

Sam Alaimo
Credit Manager

RECD SEP 08 2003