

Page 2 for Lockbox CHI-099429 Transaction ID G-0220236

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE PROOF OF CLAIM



Bar Date Ref # 2-NVM-13591

In re Case Number

NOTE This form should not be used to make a claim for an administrative expense arising after the commencement of the case.

Check box if you are aware that anyone else has filed a proof of claim relating to your claim.

Name of Creditor and Address: Toshiba America, PO Box 99429, Chicago IL 60683-9429

Check box if you have never received any notices from the bankruptcy court in this case.

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

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 (date) to (date)

2 DATE DEBT WAS INCURRED 3. IF COURT JUDGMENT DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ (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.

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 \$ 23,955.00

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

BMC

Fleming Companies Claim



DATE SIGNED 9/04/03 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) Christine MARCEAU

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

**Page 1 for Lockbox CHI-099429 Transaction ID G-0220236**

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

In re	)	Chapter 11
	)	
Fleming Companies Inc et al <sup>1</sup>	)	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 1109 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;<sup>2</sup>
- (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

<sup>1</sup> 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 RTS Marketing Services Inc and Richmar Foods Inc

<sup>2</sup> 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)

# TOSHIBA

TOSHIBA AMERICA INFORMATION SYSTEMS INC

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STATEMENT

TELECOMMUNICATION SYSTEMS DIVISION  
9740 IRVINE BLVD  
IRVINE CA 92618

PAGE 1  
STATEMENT DATE 8/31/03

BILL-TO CUSTOMER		07365500	CUSTOMER NAME		FLEMING COMPANIES, INC				
DOCUMENT NUMBER	DOCUMENT DATE	DUE DATE	PURCHASE ORDER NUMBER/ REFERENCE NUMBER	DOC CLASS	ORIGINAL DOCUMENT AMOUNT	FUTURE/CURRENT AMOUNT	PAST DUE 1 TO 60	PAST DUE OVER 60	
IN 70556974	3/20/03	04/19/03	IO607400		2 638 00			2 638 00	
IN 70556975	3/20/03	04/19/03	IO607400		10,794 50			10,794 50	
IN 70558284	3/27/03	04/26/03	IO607481		480 00			480 00	
IN 70558500	3/28/03	04/27/03	IO607481		10,042 50			10,042 50	

PLEASE REMIT TO TSD  
FILE # 99429  
P O BOX 99429  
CHICAGO  
(949)583-3885

IL 60693-9429

TOTALS	00	00	23 955 00
ACCOUNT BALANCE	23,955 00		
FUTURE DUE PAYMENTS	00		
ON-ACCOUNT AMOUNT	00		
TOTAL AMOUNT DUE	23 955 00		



TOSHIBA AMERICA INFORMATION SYSTEMS INC

INVOICE  
 INVOICE NUMBER 70558500  
 PAGE 1  
 DOCUMENT DATE 3/28/03

TELECOMMUNICATION SYSTEMS DIVISION  
 9740 IRVINE BLVD  
 IRVINE CA 92618

BILL TO 07365500  
 FLEMING COMPANIES, INC  
 ATN CAROLYN MCHENRY-VOICE COMM  
 5701 N SHARTEL  
 OKLAHOMA CITY OK 73118  
 UNITED STATES

SHIP TO 00274400  
 OLYMPIC SYSTEMS, INC  
 2417 27TH STREET  
 ATTN KATHI DARVILLE  
 SACRAMENTO CA 95818  
 UNITED STATES

PURCHASE ORDER NUMBER IO607481 ORDER NUMBER 667848-00 ORDER DATE 2/27/03 SHIP DATE 3/28/03 PAYMENT TERMS 2<sup>nd</sup> 20 NET 30 DAYS OC /AC NAT /25

FOB CIF - DESTINATION CUSTOMER MSGS FREIGHT TERMS FREIGHT PREPAID SHIP VIA FEDEX 2 DAY AIR BILL OF LADING SRCWHS SLSP TIN RCW

PART NUMBER	DESCRIPTION	ORDER QTY	SHIP QTY	B O	UM	UNIT LIST PRICE	DISC %	NET UNIT PRICE	EXTENDED AMOUNT
FLEMING COMPANIES INC									
FOOD 4 LESS #8808									
3860 FLORIN ROAD									
SACRAMENTO CA 95818									
INSTALL	INSTALL	1	1	N	EA	450 00	0	450 00	450 00
INSTALL	INSTALL	2	2	N	EA	180 00	0	180 00	360 00
INSTALL	INSTALL	15	15	N	EA	155 00	0	155 00	2325 00
INSTALL	INSTALL	8	8	N	EA	115 00	0	115 00	920 00
INSTALL	INSTALL	1	1	N	EA	350 00	0	350 00	350 00
INSTALL	INSTALL	15	15	N	EA	262 50	0	262 50	3937 50
PERIPHERALS	PERIPHERALS	2	2	N	EA	79 00	0	79 00	158 00
PERIPHERALS	PERIPHERALS	3	3	N	EA	28 25	0	28 25	84 75
PERIPHERALS	PERIPHERALS	3	3	N	EA	37 75	0	37 75	113 25
INSTALL	INSTALL	8	8	N	EA	67 50	0	67 50	540 00
PERIPHERALS	PERIPHERALS	1	1	N	EA	230 00	0	230 00	230 00
PERIPHERALS	PERIPHERALS	1	1	N	EA	139 00	0	139 00	139 00
INSTALL	INSTALL	1	1	N	EA	300 00	0	300 00	300 00
INSTALL	INSTALL	1	1	N	EA	135 00	0	135 00	135 00

IF PAID BY 4/17/03 2 00 % PROMPT PAY DISCOUNT IS 200 85

TOTAL SALES 10042 50 DISCOUNT APPLIED 00 TAX AMOUNT 00 FREIGHT 00 TOTAL DUE 10042 50

PLEASE RETURN THIS PORTION WITH REMITTANCE

PLEASE REMIT TO FILE # 99429  
 P O BOX 99429  
 CHICAGO IL 60693-9429  
 (949)583-3798

INVOICE NUMBER 70558500 BILL TO 07365500  
 DOCUMENT DATE 3/28/03 FLEMING COMPANIES INC

IF PAID BY 04/17/03 NET AMOUNT 9841 65 PAY TERM DISCOUNT 200 85 TOTAL DUE 10042 50  
 2 00 - PROMPT PAY DISCOUNT IS 200 85

AMOUNT ENCLOSED \_\_\_\_\_



TOSHIBA AMERICA INFORMATION SYSTEMS INC

INVOICE  
INVOICE NUMBER 70558284  
PAGE 1  
DOCUMENT DATE 3/27/03

TELECOMMUNICATION SYSTEMS DIVISION  
9740 IRVINE BLVD  
IRVINE CA 92618

BILL TO 07365500  
FLEMING COMPANIES INC  
ATN CAROLYN MCHENRY-VOICE COMM  
5701 N SHARTEL  
OKLAHOMA CITY OK 73118  
UNITED STATES

SHIP TO 00274400  
OLYMPIC SYSTEMS INC  
2417 27TH STREET  
ATTN KATHI DARVILLE  
SACRAMENTO, CA 95818  
UNITED STATES

PURCHASE ORDER NUMBER      ORDER NUMBER      ORDER DATE      SHIP DATE      PAYMENT TERMS      OC /AC  
IO607481      667850-00      2/27/03      3/27/03      2\* 20 NET 30 DAYS      NAT /25

FOB      FREIGHT TERMS      SHIP VIA      BILL OF LADING      SRCWHS      SLSP  
CIF - DESTINATION      FREIGHT PREPAID      FEDEX 2 DAY AIR           TIN      RCW  
CUSTOMER MSGS

PART NUMBER	DESCRIPTION	ORDER QTY	SHIP QTY	B O	UM	UNIT LIST PRICE	DISC -	NET UNIT PRICE	EXTENDED AMOUNT
FLEMING COMPANIES INC FOOD 4 LESS #8808 3860 FLORIN ROAD SACRAMENTO, CA 95818									
PERIPHERALS	PERIPHERALS	1	1	N	EA	455 00	0	455 00	455 00
INSTALL	INSTALL	1	1	N	EA	25 00	0	25 00	25 00

IF PAID BY 4/16/03 2 00 \* PROMPT PAY DISCOUNT IS 9 60

TOTAL SALES      DISCOUNT APPLIED      TAX AMOUNT      FREIGHT      TOTAL DUE  
480 00      00      00      00      480 00

PLEASE RETURN THIS PORTION WITH REMITTANCE

PLEASE REMIT TO FILE # 99429  
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CHICAGO IL 60693-9429  
(949)583-3798

INVOICE NUMBER 70558284      BILL TO 07365500  
DOCUMENT DATE 3/27/03      FLEMING COMPANIES INC

IF PAID BY 04/16/03      NET AMOUNT      PAY TERM DISCOUNT      TOTAL DUE  
2 00 - PROMPT PAY DISCOUNT IS      470 40      9 60      480 00

AMOUNT ENCLOSED \_\_\_\_\_



TELECOMMUNICATION SYSTEMS DIVISION  
 9740 IRVINE BLVD  
 IRVINE CA 92618

INVOICE  
 INVOICE NUMBER 70556975  
 PAGE 1  
 DOCUMENT DATE 3/20/03

BILL TO 07365500  
 FLEMING COMPANIES INC  
 ATN CAROLYN MCHENRY-VOICE COMM  
 5701 N SHARTEL  
 OKLAHOMA CITY OK 73118  
 UNITED STATES

SHIP TO 00382200  
 COMMORLD OF KERN COUNTY INC  
 5401 WOODMERE  
 ATTN MELISSA  
 BAKERSFIELD, CA 93313  
 UNITED STATES

PURCHASE ORDER NUMBER IO607400	ORDER NUMBER 667844-00	ORDER DATE 2/27/03	SHIP DATE 3/20/03	PAYMENT TERMS 2- 20 NET 30 DAYS	OC /AC NAT /25
FOB CIF - DESTINATION CUSTOMER MSGS	FREIGHT TERMS FREIGHT PREPAID	SHIP VIA FEDEX 2 DAY AIR	BILL OF LADING	SRCWHS TIN	SLSP RCW

PART NUMBER	DESCRIPTION	ORDER QTY	SHIP QTY	B O	UM	UNIT LIST PRICE	DISC	NET UNIT PRICE	EXTENDED AMOUNT
FLEMING COMPANIES INC									
FOOD 4 LESS #8807									
1115 UNION AVENUE									
BAKERSFIELD CA 93313									
CTX100-0X8PKG	CTX100 BASE+PROCESR+BDKU	1	1	N	EA	764 00	0	764 00	764 00
ACTU1A	CTX100 PROCESSOR UNIT	1	1	N	EA	00	0	00	00
CHSUB112A	CTX100 BASE CAB &PWR SUP	1	1	N	EA	00	0	00	00
BDKU1A	CTX&DK DKT STATION INTFCE	1	1	N	EA	00	0	00	00
SM0032MB	SMARTMEDIA 32MB PACKAGE	1	1	N	EA	00	0	00	00
CTX-DP-ALLR1-VD	CTX-ALL-DOCUMENT-PACK--VD	1	1	N	EA	00	0	00	00
CHSUE112A	CTX100EXPAN CAB & PWR SUP	1	1	N	EA	545 00	0	545 00	545 00
LIC100-4 PORTS	LICENSE-EA 4 STA/CO PORTS	7	7	N	EA	71 00	0	71 00	497 00
RCOS3A	CO LS (ADD 4 CO TO RCOU3)	1	1	N	EA	214 00	0	214 00	214 00
RCOU3A	CO LOOP START (BASE 4 CO)	1	1	N	EA	249 00	0	249 00	249 00
RSTU3A	SLT INTF MW NO CLICK	1	1	N	EA	559 00	0	559 00	559 00
BDKU1A	CTX&DK DKT STATION INTFCE	1	1	N	EA	343 00	0	343 00	343 00
BDKS1A	CTX DKT STATION SUBASSBLY	2	2	N	EA	334 00	0	334 00	668 00
AETS1A	CTX100 NIC SUBASSEMBLY	1	1	N	EA	89 00	0	89 00	89 00
AMDS1A	CTX100 MODEM SUBASSEMBLY	1	1	N	EA	141 00	0	141 00	141 00
ARCS1A	CTX100 4-DTMF REC SUBASY	1	1	N	EA	132 00	0	132 00	132 00
DKT3001	SINGLE LINE DKT-CHARCOAL	14	14	N	EA	71 00	0	71 00	994 00
DKT3010-S	10 KEY DKT SPKRPH-CHARCL	13	13	N	EA	127 00	0	127 00	1651 00
DKT3010-SD	10 KEY DKT LCD SPK-CHAR	3	3	N	EA	174 00	0	174 00	522 00
DKT3020-SD	20 KEY DKT LCD SPKR-CHAR	2	2	N	EA	212 00	0	212 00	424 00
DKA-QR-DKTEL-VD	DK-ALL-QUICK-DKTEL-10PKVD	3	3	N	EA	00	0	00	00
INSTALL	INSTALL	1	1	N	EA	350 00	0	350 00	350 00
KSU INSTALL	KSU INSTALL	1	1	N	EA	350 00	0	350 00	350 00
INSTALL	INSTALL	1	1	N	EA	67 50	0	67 50	67 50
INSTALL	INSTALL	32	32	N	EA	67 50	0	67 50	2160 00
INSTALL	INSTALL	1	1	N	EA	75 00	0	75 00	75 00
ACTU1A	SR# T0661CFE								
CHSUB112A	SR# R23413								
CHSUE112A	SR# S13236								
DKT3001	SR# LC211481	LC211483			LC211484			LC211485	LC211491

\* CONTINUED \*



INVOICE  
INVOICE NUMBER 70556975  
PAGE 2  
DOCUMENT DATE 3/20/03

TELECOMMUNICATION SYSTEMS DIVISION  
9740 IRVINE BLVD  
IRVINE CA 92618

BILL TO 07365500  
FLEMING COMPANIES, INC  
ATTN CAROLYN MCHENRY-VOICE COMM  
5701 N SHARTEL  
OKLAHOMA CITY, OK 73118  
UNITED STATES

SHIP TO 00382200  
COMMWORLD OF KERN COUNTY INC  
5401 WOODMERE  
ATTN MELISSA  
BAKERSFIELD CA 93313  
UNITED STATES

PURCHASE ORDER NUMBER IO607400    ORDER NUMBER 667844-00    ORDER DATE 2/27/03    SHIP DATE 3/20/03    PAYMENT TERMS 2<sup>nd</sup> 20 NET 30 DAYS    OC /AC NAT /25

FOB CIF - DESTINATION CUSTOMER MSGS    FREIGHT TERMS FREIGHT PREPAID    SHIP VIA FEDEX 2 DAY AIR    BILL OF LADING    SRCWHS TIN    SLSP RCW

PART NUMBER	DESCRIPTION	ORDER QTY	SHIP QTY	B O	UM	UNIT LIST PRICE	DISC -	NET UNIT PRICE	EXTENDED AMOUNT
DKT3001	SR# LC211492	LC211493		LC211494		LC211495		LC211506	
	SR# LC211507	LC211508		LC211509		LC211510			
DKT3010-S	SR# LC112316	LC112317		LC112318		LC112761		LC112762	
	SR# LC112763	LC112764		LC112765		LC112866		LC112867	
	SR# LC112868	LC112869		LC112870					
DKT3020-SD	SR# LBX14374	LBX14375							

IF PAID BY 4/09/03 2 00 % PROMPT PAY DISCOUNT IS 215 89

TOTAL SALES 10794 50    DISCOUNT APPLIED 00    TAX AMOUNT 00    FREIGHT 00    TOTAL DUE 10794 50

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P O BOX 99429  
CHICAGO IL 60693-9429  
(949)583-3798

INVOICE NUMBER 70556975    BILL TO 07365500  
DOCUMENT DATE 3/20/03    FLEMING COMPANIES INC

IF PAID BY 04/09/03    NET AMOUNT 10578 61    PAY TERM DISCOUNT 215 89    TOTAL DUE 10794 50  
2 00 - PROMPT PAY DISCOUNT IS 215 89

AMOUNT ENCLOSED \_\_\_\_\_

# TOSHIBA

TOSHIBA AMERICA INFORMATION SYSTEMS INC

TELECOMMUNICATION SYSTEMS DIVISION  
 9740 IRVINE BLVD  
 IRVINE CA 92618

INVOICE  
 INVOICE NUMBER 70556974  
 PAGE 1  
 DOCUMENT DATE 3/20/03

BILL TO 07365500  
 FLEMING COMPANIES INC  
 ATN CAROLYN MCHENRY-VOICE COMM  
 5701 N SHARTEL  
 OKLAHOMA CITY OK 73118  
 UNITED STATES

SHIP TO 00382200  
 COMMWORLD OF KERN COUNTY INC  
 5401 WOODMERE  
 ATTN MELISSA  
 BAKERSFIELD CA 93313  
 UNITED STATES

PURCHASE ORDER NUMBER IO607400	ORDER NUMBER 667847-00	ORDER DATE 2/27/03	SHIP DATE 3/20/03	PAYMENT TERMS 2- 20 NET 30 DAYS	OC /AC NAT /25
FOB CIF - DESTINATION CUSTOMER MSGS	FREIGHT TERMS FREIGHT PREPAID	SHIP VIA FEDEX 2 DAY AIR	BILL OF LADING	SRCWHS TIN	SLSP RCW

PART NUMBER	DESCRIPTION	ORDER QTY	SHIP QTY	B O	UM	UNIT LIST PRICE	DISC	NET UNIT PRICE	EXTENDED AMOUNT
FLEMING COMPANIES INC FOOD 4 LESS #8807 1115 UNION AVENUE BAKERSFIELD CA 93313									
INSTALL	INSTALL	1	1	N	EA	67 50	0	67 50	67 50
INSTALL	INSTALL	5	5	N	EA	75 00	0	75 00	375 00
PERIPHERALS	PERIPHERALS	2	2	N	EA	99 00	0	99 00	198 00
INSTALL	INSTALL	1	1	N	EA	220 00	0	220 00	220 00
INSTALL	INSTALL	7	7	N	EA	180 00	0	180 00	1260 00
INSTALL	INSTALL	6	6	N	EA	75 00	0	75 00	450 00
INSTALL	INSTALL	1	1	N	EA	67 50	0	67 50	67 50

IF PAID BY 4/09/03 2 00 - PROMPT PAY DISCOUNT IS 52 76

TOTAL SALES 2638 00	DISCOUNT APPLIED 00	TAX AMOUNT 00	FREIGHT 00	TOTAL DUE 2638 00
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PLEASE RETURN THIS PORTION WITH REMITTANCE

PLEASE REMIT TO FILE # 99429  
 P O BOX 99429  
 CHICAGO IL 60693-9429  
 (949)583-3798

INVOICE NUMBER 70556974 BILL TO 07365500  
 DOCUMENT DATE 3/20/03 FLEMING COMPANIES INC

IF PAID BY 04/09/03 2 00 - PPOMPT PAY DISCOUNT IS 52 76	NET AMOUNT 2585 24	PAY TERM DISCOUNT 52 76	TOTAL DUE 2638 00
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AMOUNT ENCLOSED \_\_\_\_\_