

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

PROOF OF CLAIM



s165869

Scheduled Claim Ref # 24-F2-14453

YOUR CLAIM IS SCHEDULED AS

\$89 959 26 UNSECURED

In re
Rainbow Food Group, Inc

Case Number
03-10967

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

MID-WISCONSIN BEVERAGE, INC.
PO BOX 89
WAUSAU WI 54402-0089

0354429415963

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.

The amounts reflected above constitute your claim as scheduled by the Debtor. If you agree with the amounts set forth herein and have no other claim against the Debtor, you do not need to file this proof of claim EXCEPT as stated below.

If the amounts shown above are listed as Contingent, Unliquidated or Disputed, a proof of claim must be filed. 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 **(715) 842-0833**

CREDITOR TAX ID #
39-0986035

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR
SEHOFIELD STORE #306 (2408) WAUSAU STORE # 303 (2232)

Check here replaces or amends a previously filed claim dated _____

1 BASIS FOR CLAIM

Goods sold Personal injury/wrongful death Retiree benefits as defined in 11 U.S.C. § 1114(a)

Services performed Taxes Wages, salaries, and compensation (Fill out below)

Money loaned Other (describe briefly) _____

Your social security number _____

Unpaid compensation for services performed from _____ to _____ (date) (date)

2 DATE DEBT WAS INCURRED 1/4/03 through 3/31/03 **3 IF COURT JUDGMENT, DATE OBTAINED**

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE

\$ 60,398.95 (unsecured) \$ 31,573.47 (secured) \$ 91,972.42 (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) 1

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 CASE OR COURT FILED

SEP 08 2003

BMC

Fleming Companies Claim



08948

DATE SIGNED
Sept 5, 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)

Alan Carlucci General Manager
Alan Carlucci

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

Electronic Reclamation Claims For Flemming

Date

5/5/2003

29 Super Foods #303

110 S 17th Ave

Wausau, WI 54401

PO #	Invoice Number	Invoice Date	Invoice Amount
NA	159406	3/22/2003	\$ 930 16
NA	833557	3/22/2003	\$ 5,176 00
NA	160704	3/25/2003	\$ 2,114 42
NA	163901	3/28/2003	\$ 1,339 05
Total			\$ 9,559 63

29 Super Foods #306

2806 Schofield Ave

Schofield, WI 54476

PO #	Invoice Number	Invoice Date	Invoice Amount
NA	159504	3/22/2003	\$ 1,211 59
NA	159505	3/22/2003	\$ 156 20
NA	833558	3/22/2003	\$ 7,764 00
NA	160601	3/25/2003	\$ 2,951 60
NA	160602	3/25/2003	\$ 232 14
NA	160603	3/25/2003	\$ 44 00
NA	161803	3/26/2003	\$ 3,316 64
NA	162904	3/27/2003	\$ 2,348 42
NA	162905	3/27/2003	\$ 107 25
NA	833595	3/28/2003	\$ 3,882 00
Total			\$ 22,013 84
Grand Total			\$ 31,573 47

Submitted By

Scott K Campbell

Mid-Wisconsin Beverage

PO Box 89

Wausau, WI 54402-0089

Phone 715-842-0833

Fax 715-845-1107

E-Mail scott.campbell@cool-drinks.com

1. THE FOLLOWING IS A SUMMARY OF THE
 ACCOUNTS RECEIVABLE AS OF
 THE DATE HEREIN SET FORTH - ALL ACCOUNTS

DATE 1-2-54
 TIME 11:54
 PAGE 1

DEBIT	INVOICE	INVOICE	DISCOUNT	INVOICE	CUMULATIVE	DEBIT OF	NET DUE
AMOUNT	NUMBER	DATE	PERCENT	AMOUNT	RECEIVED	CASH	
2400	1000	01/01/54		2400.00	2400.00		2400.00
	1001	01/01/54		2400.00	4800.00		4800.00
	1002	01/01/54		2400.00	7200.00		7200.00
	1003	01/01/54		2400.00	9600.00		9600.00
	1004	01/01/54		2400.00	12000.00		12000.00
	1005	01/01/54		2400.00	14400.00		14400.00
	1006	01/01/54		2400.00	16800.00		16800.00
	1007	01/01/54		2400.00	19200.00		19200.00
	1008	01/01/54		2400.00	21600.00		21600.00
	1009	01/01/54		2400.00	24000.00		24000.00
	1010	01/01/54		2400.00	26400.00		26400.00
	1011	01/01/54		2400.00	28800.00		28800.00
	1012	01/01/54		2400.00	31200.00		31200.00
	1013	01/01/54		2400.00	33600.00		33600.00
	1014	01/01/54		2400.00	36000.00		36000.00
	1015	01/01/54		2400.00	38400.00		38400.00
	1016	01/01/54		2400.00	40800.00		40800.00
	1017	01/01/54		2400.00	43200.00		43200.00
	1018	01/01/54		2400.00	45600.00		45600.00
	1019	01/01/54		2400.00	48000.00		48000.00
	1020	01/01/54		2400.00	50400.00		50400.00
	1021	01/01/54		2400.00	52800.00		52800.00
	1022	01/01/54		2400.00	55200.00		55200.00
	1023	01/01/54		2400.00	57600.00		57600.00
	1024	01/01/54		2400.00	60000.00		60000.00
	1025	01/01/54		2400.00	62400.00		62400.00
	1026	01/01/54		2400.00	64800.00		64800.00
	1027	01/01/54		2400.00	67200.00		67200.00
	1028	01/01/54		2400.00	69600.00		69600.00
	1029	01/01/54		2400.00	72000.00		72000.00
	1030	01/01/54		2400.00	74400.00		74400.00
	1031	01/01/54		2400.00	76800.00		76800.00
	1032	01/01/54		2400.00	79200.00		79200.00
	1033	01/01/54		2400.00	81600.00		81600.00
	1034	01/01/54		2400.00	84000.00		84000.00
	1035	01/01/54		2400.00	86400.00		86400.00
	1036	01/01/54		2400.00	88800.00		88800.00
	1037	01/01/54		2400.00	91200.00		91200.00
	1038	01/01/54		2400.00	93600.00		93600.00
	1039	01/01/54		2400.00	96000.00		96000.00
	1040	01/01/54		2400.00	98400.00		98400.00
	1041	01/01/54		2400.00	100800.00		100800.00
	1042	01/01/54		2400.00	103200.00		103200.00
	1043	01/01/54		2400.00	105600.00		105600.00
	1044	01/01/54		2400.00	108000.00		108000.00
	1045	01/01/54		2400.00	110400.00		110400.00
	1046	01/01/54		2400.00	112800.00		112800.00
	1047	01/01/54		2400.00	115200.00		115200.00
	1048	01/01/54		2400.00	117600.00		117600.00
	1049	01/01/54		2400.00	120000.00		120000.00
	1050	01/01/54		2400.00	122400.00		122400.00
	1051	01/01/54		2400.00	124800.00		124800.00
	1052	01/01/54		2400.00	127200.00		127200.00
	1053	01/01/54		2400.00	129600.00		129600.00
	1054	01/01/54		2400.00	132000.00		132000.00
	1055	01/01/54		2400.00	134400.00		134400.00
	1056	01/01/54		2400.00	136800.00		136800.00
	1057	01/01/54		2400.00	139200.00		139200.00
	1058	01/01/54		2400.00	141600.00		141600.00
	1059	01/01/54		2400.00	144000.00		144000.00
	1060	01/01/54		2400.00	146400.00		146400.00
	1061	01/01/54		2400.00	148800.00		148800.00
	1062	01/01/54		2400.00	151200.00		151200.00
	1063	01/01/54		2400.00	153600.00		153600.00
	1064	01/01/54		2400.00	156000.00		156000.00
	1065	01/01/54		2400.00	158400.00		158400.00
	1066	01/01/54		2400.00	160800.00		160800.00
	1067	01/01/54		2400.00	163200.00		163200.00
	1068	01/01/54		2400.00	165600.00		165600.00
	1069	01/01/54		2400.00	168000.00		168000.00
	1070	01/01/54		2400.00	170400.00		170400.00
	1071	01/01/54		2400.00	172800.00		172800.00
	1072	01/01/54		2400.00	175200.00		175200.00
	1073	01/01/54		2400.00	177600.00		177600.00
	1074	01/01/54		2400.00	180000.00		180000.00
	1075	01/01/54		2400.00	182400.00		182400.00
	1076	01/01/54		2400.00	184800.00		184800.00
	1077	01/01/54		2400.00	187200.00		187200.00
	1078	01/01/54		2400.00	189600.00		189600.00
	1079	01/01/54		2400.00	192000.00		192000.00
	1080	01/01/54		2400.00	194400.00		194400.00
	1081	01/01/54		2400.00	196800.00		196800.00
	1082	01/01/54		2400.00	199200.00		199200.00
	1083	01/01/54		2400.00	201600.00		201600.00
	1084	01/01/54		2400.00	204000.00		204000.00
	1085	01/01/54		2400.00	206400.00		206400.00
	1086	01/01/54		2400.00	208800.00		208800.00
	1087	01/01/54		2400.00	211200.00		211200.00
	1088	01/01/54		2400.00	213600.00		213600.00
	1089	01/01/54		2400.00	216000.00		216000.00
	1090	01/01/54		2400.00	218400.00		218400.00
	1091	01/01/54		2400.00	220800.00		220800.00
	1092	01/01/54		2400.00	223200.00		223200.00
	1093	01/01/54		2400.00	225600.00		225600.00
	1094	01/01/54		2400.00	228000.00		228000.00
	1095	01/01/54		2400.00	230400.00		230400.00
	1096	01/01/54		2400.00	232800.00		232800.00
	1097	01/01/54		2400.00	235200.00		235200.00
	1098	01/01/54		2400.00	237600.00		237600.00
	1099	01/01/54		2400.00	240000.00		240000.00
	1100	01/01/54		2400.00	242400.00		242400.00
	1101	01/01/54		2400.00	244800.00		244800.00
	1102	01/01/54		2400.00	247200.00		247200.00
	1103	01/01/54		2400.00	249600.00		249600.00
	1104	01/01/54		2400.00	252000.00		252000.00
	1105	01/01/54		2400.00	254400.00		254400.00
	1106	01/01/54		2400.00	256800.00		256800.00
	1107	01/01/54		2400.00	259200.00		259200.00
	1108	01/01/54		2400.00	261600.00		261600.00
	1109	01/01/54		2400.00	264000.00		264000.00
	1110	01/01/54		2400.00	266400.00		266400.00
	1111	01/01/54		2400.00	268800.00		268800.00
	1112	01/01/54		2400.00	271200.00		271200.00
	1113	01/01/54		2400.00	273600.00		273600.00
	1114	01/01/54		2400.00	276000.00		276000.00
	1115	01/01/54		2400.00	278400.00		278400.00
	1116	01/01/54		2400.00	280800.00		280800.00
	1117	01/01/54		2400.00	283200.00		283200.00
	1118	01/01/54		2400.00	285600.00		285600.00
	1119	01/01/54		2400.00	288000.00		288000.00
	1120	01/01/54		2400.00	290400.00		290400.00
	1121	01/01/54		2400.00	292800.00		292800.00
	1122	01/01/54		2400.00	295200.00		295200.00
	1123	01/01/54		2400.00	297600.00		297600.00
	1124	01/01/54		2400.00	300000.00		300000.00
	1125	01/01/54		2400.00	302400.00		302400.00
	1126	01/01/54		2400.00	304800.00		304800.00
	1127	01/01/54		2400.00	307200.00		307200.00
	1128	01/01/54		2400.00	309600.00		309600.00
	1129	01/01/54		2400.00	312000.00		312000.00
	1130	01/01/54		2400.00	314400.00		314400.00
	1131	01/01/54		2400.00	316800.00		316800.00
	1132	01/01/54		2400.00	319200.00		319200.00
	1133	01/01/54		2400.00	321600.00		321600.00
	1134	01/01/54		2400.00	324000.00		324000.00
	1135	01/01/54		2400.00	326400.00		326400.00
	1136	01/01/54					

J. J. JOHNSON SERVICE INC
 ACCOUNT RECEIVABLE SYSTEM
 ACCOUNT RECEIVABLE DETAIL REPORT - ALL ACCOUNTS

DATE 01-01-05
 TIME 15:21:11
 PAGE 1

OBJ	INVOICE	INVOICE	INVOICE	INVOICE	INVOICE	INVOICE	CREDIT OF	NET DUE
NUMBER NAME	NUMBER	DATE	DATE	DATE	AMOUNT	RECEIVED	CASH DED	
2202 2P SUPER FIDERS -UNUSAL #302	107104	01 07 03			1100 00	1100 00		28 00
110 P 17TH AVE	107105	01 07 03			580 00	580 00		30 00
UNUSAL LI 54401	107115	01 11 03				(0)	20 00	20 00
	107116	01 11 03			2 30 00	2 30 00		77 00
	110000	01 22 03			2770 00	2770 00		95 00
	110001	01 22 03			700 00	700 00		10 00
	110500	01 25 03			1100 00	1100 00		12 00
	110501	01 25 03			1100 00	1100 00		12 00
	107102	02 10 03			3020 00	3020 00		7 00
0104005	1074005	02 20 03			500 00			500 00
104004	1074004	02 20 03			0 00		20 00	20 00
104005	1074005	02 20 03			50 00	50 00		0 00
104006	1074006	02 20 03			0 00			0 00
104007	1074007	02 20 03			0 00			0 00
104008	1074008	02 20 03			0 00			0 00
104009	1074009	02 20 03			0 00			0 00
104010	1074010	02 20 03			0 00			0 00
104011	1074011	02 20 03			0 00			0 00
104012	1074012	02 20 03			0 00			0 00
104013	1074013	02 20 03			0 00			0 00
104014	1074014	02 20 03			0 00			0 00
104015	1074015	02 20 03			0 00			0 00
104016	1074016	02 20 03			0 00			0 00
104017	1074017	02 20 03			0 00			0 00
104018	1074018	02 20 03			0 00			0 00
104019	1074019	02 20 03			0 00			0 00
104020	1074020	02 20 03			0 00			0 00
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104025	1074025	02 20 03			0 00			0 00
104026	1074026	02 20 03			0 00			0 00
104027	1074027	02 20 03			0 00			0 00
104028	1074028	02 20 03			0 00			0 00
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104050	1074050	02 20 03			0 00			0 00
104051	1074051	02 20 03			0 00			0 00
104052	1074052	02 20 03			0 00			0 00
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104056	1074056	02 20 03			0 00			0 00
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104065	1074065	02 20 03			0 00			0 00
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104068	1074068	02 20 03			0 00			0 00
104069	1074069	02 20 03			0 00			0 00
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104071	1074071	02 20 03			0 00			0 00
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104088	1074088	02 20 03			0 00			0 00
104089	1074089	02 20 03			0 00			0 00
104090	1074090	02 20 03			0 00			0 00
104091	1074091	02 20 03			0 00			0 00
104092	1074092	02 20 03			0 00			0 00
104093	1074093	02 20 03			0 00			0 00
104094	1074094	02 20 03			0 00			0 00
104095	1074095	02 20 03			0 00			0 00
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104100	1074100	02 20 03			0 00			0 00
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104103	1074103	02 20 03			0 00			0 00
104104	1074104	02 20 03			0 00			0 00
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104128	1074128	02 20 03			0 00			0 00
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104131	1074131	02 20 03			0 00			0 00
104132	1074132	02 20 03			0 00			0 00