

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

PROOF OF CLAIM



In re
Core-Mark Interrelated Companies

Case Number
03-10951

Bar Date Ref #

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

J M SMUCKER LLC
135 S LASALLE
DEPT 4601
CHICAGO IL 60674

0354653000000

Creditor Telephone Number **(312) 1084-3305**

CREDITOR TAX ID #

03-0434070

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

Check here 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 _____ 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 \$ **7,429.41** (unsecured) \$ _____ (secured) \$ **14,378.21** (unsecured priority) \$ **21,807.62** (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) **Reclamation Claim (see attached)**
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 SPACE FOR COURT USE ONLY

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

SEP 08 2003

BMC

Filing Companies Claim



08957

DATE SIGNED
09-04-03

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).

Bruce Jones - Customer Service Manager

Penalty for presenting fraudulent claim is a fine of up to \$500,000 or imprisonment for up to 5 years, or both. 11 U.S.C. §§ 152 AND 3571

See Other Side For Instructions

TRANSACTION REPORT

Transmission
Transaction(*) completed

NO	TX DATE/TIME	DESTINATION	DURATION	PGS	RESULT	MODE
673	APR 1 15 38	16508723658	0 02 11	006	OK	N ECM

The J.M. Smucker Company Customer Service

Strawberry Lane
Orrville, Ohio 44667

TO: Mr Michael Walsh
 FAX: (650) 872-3658
 PHONE: _____
 PAGES: 6
 (Including Cover Sheet)

FROM: Bruce Jones
 FAX: (330) 684-3069
 PHONE: (330) 684-3305
 DATE: 4-1-03

Reclamation Claims - please process.

Shark
Bruce

The J.M. Smucker Company
Customer Service

Strawberry Lane
Orrville, Ohio 44667

TO Mr Michael Walsh FROM Bure Jm
FAX: (650) 872-3658 FAX. (330) 684-3069
PHONE: _____ PHONE (330) 684-3305
PAGES: 6 DATE. 4-1-03
(Including Cover Sheet)

Reclamation claim - please process.

Shank

Bure

This Transmission Contains Confidential Information Intended For Use Only By The Above Named Recipient Reading, Discussion, Distribution, Or Copying Of This Message Is Strictly Prohibited By Anyone Other Than The Named Recipient, Or His Or Her Employees Or Agents If You Have Received This Fax In Error, Please Immediately Notify Me By Telephoning (330) 682-3000, And Return The Original Message To The Sender At The Above Address Via The Mail.



Since 1897

April 1, 2003

Mr Michael Walsh
Core-Mark International
Fax (650) 872-3658

Dear Mr Walsh

Please consider this letter the formal demand for reclamation of products received by Core-Mark International on or after March 21, 2003

In addition, this document shall serve as a written demand for either the segregation and immediate return of product (or pick up of product by Smucker's) issued on various invoices dated from March 20th to March 31st, or payment in full in the amount of \$14,378 21

Please be aware that this claim is based on Section 2-702 of the Uniform Commercial Code Thus, we ask that primary consideration be directed toward resolving this matter using the above stated options

It has been indicated that the above-mentioned product, jellies, jams, oils, peanut butter and toppings were shipped from one of our several distribution centers

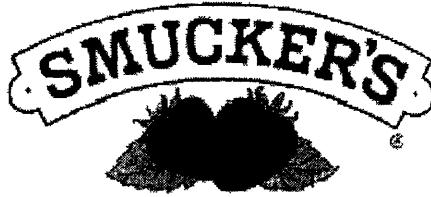
Sincerely,

THE J M SMUCKER COMPANY

Bruce Jones
Customer Service Manager

cc Rob Fox

SALES OFFICES
 ORRVILLE OHIO
 (330) 684 3000
 MEMPHIS TENNESSEE
 (901) 362 3550
 SALINAS CALIFORNIA
 (831) 424 2761



INVOICE

THE J M SMUCKER COMPANY
 CORPORATE OFFICES
 ORRVILLE OHIO 44667
 Phone (330) 684 3000

Invoice Number	Invoice Date
1364223	03/21/03
Terms of Sale	
2/17 NET 30 CASH IN BANK	
Customer P O	
7-1205940	
Requested Del Date	Order Date
03/24/03	03/17/03

SOLD TO
 CORE-MARK
 31300 MEDALLION STREET
 HAYWARD CA 94540

SHIPPED TO
 CORE-MARK
 31300 MEDALLION STREET
 HAYWARD CA 94540

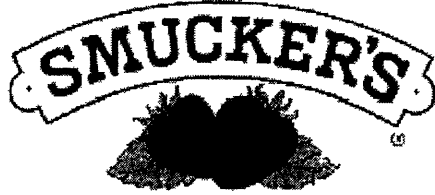
REMIT TO Page 1 of 1
 J M SMUCKER LLC
 135 S LASALLE, DEPT 4601
 CHICAGO IL 60674-4601

CUSTOMER NO	SHIPPED FROM	SHIPPED VIA	SHIPDATE	FOB	DSM	SHIPMENT METHOD				
3037500	2 SALINAS D	Viking - Salinas Ter	03/20/03	FOB ORIGIN	91999	TRUCK				
ORDERED	SHIPPED	DESCRIPTION	BROKER	UNIT PRICE	DEDUCTION/ CHARGE	NET PRICE	TOTAL AMOUNT			
15	15	5150025162 CRISCO 32 OZ VEGETABLE OIL	9025300	17 09		17 09	256 35			
36	36	5150024392 CRISCO 16 OZ VEGETABLE OIL	9025300	27 89		27 89	1004 04			
15	15	5150024128 JIF 18 OZ CREAMY PEANUT BUTTER	9025300	20 49		20 49	307 35			
57	57	5150000935 MARY ELLEN 10 OZ STRAWBERRY JAM	9025300	16 17		16 17	921 69			
3	3	CHEP CHEP PALLET					0 00			
UNITS ORDERED		UNITS SHIPPED	BILLWEIGHT	SHIP WEIGHT	INVOICE GROSS	SALES DEDUCTION	FREIGHT	NET AMOUNT	INV TOTAL	TOTAL
126		126	05000	2222 25	2489 43			2489 43		2489 43

CASH DISCOUNT ALLOWED ONLY IF PAYMENT IS RECEIVED WITHIN PERIOD SPECIFIED OTHER DEDUCTIONS NOT ALLOWED
 UNLESS COVERED BY OUR WRITTEN AUTHORITY ALL CLAIMS MUST BE MADE WITHIN 10 DAYS OF RECEIPT OF GOODS AND

THE PERISHABLE AGRICULTURAL COMMODITIES LISTED ON THIS INVOICE ARE SOLD SUBJECT TO THE STATUTORY TRUST
 AUTHORIZED BY SECTION 5(C) OF THE PERISHABLE AGRICULTURAL COMMODITIES ACT 1930 (7 U S C 499E(C)) THE SELLER

SALES OFFICES
 ORRVILLE OHIO
 (330) 684 3000
 MEMPHIS TENNESSEE
 (901) 362 3550
 SALINAS, CALIFORNIA
 (831) 424 2761



INVOICE

THE J M SMUCKER COMPANY
 CORPORATE OFFICES
 ORRVILLE OHIO 44667
 Phone (330) 684 3000

Invoice Number	Invoice Date
1363006	03/19/03
Terms of Sale	
2/17 NET 30 CASH IN BANK	
Customer P O	
35-2209960	
Requested Del Date	Order Date
03/20/03	03/07/03

SOLD TO
 CORE-MARK/CORONA
 353 MEYERS CIRCLE
 CORONA CA 91720

SHIPPED TO
 CORE-MARK/CORONA
 353 MEYERS CIRCLE
 CORONA CA 91720

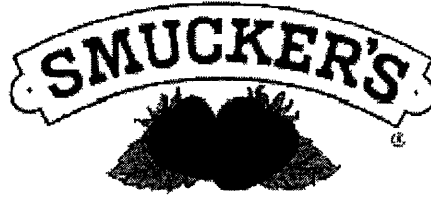
REMIT TO Page 1 of 1
 J M SMUCKER LLC
 135 S LASALLE, DEPT 4601
 CHICAGO IL 60674-4601

CUSTOMER NO	SHIPPED FROM	SHIPPED VIA	SHIPDATE	FOB	DSM	SHIPMENT METHOD				
2257700	2 SALINAS D	Viking - Salinas Ter	03/18/03	FOB ORIGIN	91999	TRUCK				
ORDERED	SHIPPED	DESCRIPTION	BROKER	UNIT PRICE	DEDUCTION/ CHARGE	NET PRICE	TOTAL AMOUNT			
120	120	5150025162 CRISCO 32 OZ VEGETABLE OIL	9025300	17 09		17 09	2050 80			
9	9	5150023913 CRISCO 1 LB REGULAR SHORTENING	9025300	30 29		30 29	272 61			
18	18	5150024392 CRISCO 16 OZ VEGETABLE OIL	9025300	27 89		27 89	502 02			
45	45	5150024128 JIF 18 OZ CREAMY PEANUT BUTTER	9025300	20 49		20 49	922 05			
110	110	5150000095 SMUCKER 12 OZ STRAWBERRY PRESERVES	9025300	18 31		18 31	2014 10			
4	4	CHEP CHEP PALLET					0 00			
UNITS ORDERED		UNITS SHIPPED	BILLWEIGHT	SHIP WEIGHT	INVOICE GROSS	SALES DEDUCTION	FREIGHT	NET AMOUNT	INV TOTAL	
306		306	05000	5342 55	5761 58			5761 58		5761 58

CASH DISCOUNT ALLOWED ONLY IF PAYMENT IS RECEIVED WITHIN PERIOD SPECIFIED OTHER DEDUCTIONS NOT ALLOWED
 UNLESS COVERED BY OUR WRITTEN AUTHORITY ALL CLAIMS MUST BE MADE WITHIN 10 DAYS OF RECEIPT OF GOODS AND

THE PERISHABLE AGRICULTURAL COMMODITIES LISTED ON THIS INVOICE ARE SOLD SUBJECT TO THE STATUTORY TRUST
 AUTHORIZED BY SECTION 5(C) OF THE PERISHABLE AGRICULTURAL COMMODITIES ACT 1930 (7 U S C 499E(C)) THE SELLER

SALES OFFICES
 ORRVILLE OHIO
 (330) 684 3000
 MEMPHIS TENNESSEE
 (901) 362 3550
 SALINAS, CALIFORNIA
 (831) 424 2761



INVOICE

THE J M SMUCKER COMPANY
 CORPORATE OFFICES
 ORRVILLE, OHIO 44667
 Phone (330) 684 3000

Invoice Number	Invoice Date
1363005	03/19/03
Terms of Sale	
2/17 NET 30 CASH IN BANK	
Customer P O	
75-0346790	
Requested Del Date	Order Date
03/20/03	03/07/03

SOLD TO

COREMARK INT L INC
 PO BOX 2547
 FORT WORTH TX 76113 2547

SHIPPED TO

CORE MARK FT WORTH
 6401 WILL ROGERS BLV
 FORT WORTH TX 76134 4207

REMIT TO

Page 1 of 1

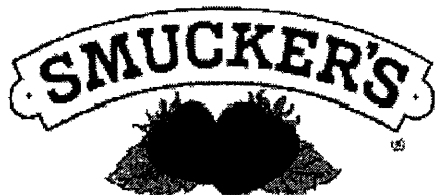
J M SMUCKER LLC
 135 S LASALLE, DEPT 4601
 CHICAGO IL 60674-4601

CUSTOMER NO	SHIPPED FROM	SHIPPED VIA	SHIPDATE	F O,B	DSM	SHIPMENT METHOD				
2670500	6 MEMPHIS D	Con-Way Southern Exp	03/18/03	FOB ORIGIN	91999	TRUCK				
ORDERED	SHIPPED	DESCRIPTION			BROKER	UNIT PRICE	DEDUCTION/ CHARGE	NET PRICE	TOTAL AMOUNT	
9	9	5150023913	CRISCO	1 LB REGULAR SHORTENING	9025300	30 29		30 29	272 61	
54	54	5150024392	CRISCO	16 OZ VEGETABLE OIL	9025300	27 89		27 89	1506 06	
30	30	5150024191	JIF	12 OZ CREAMY PEANUT BUTTER	9025300	17 01		17 01	510 30	
15	15	5150024135	JIF	18 OZ CRUNCHY PEANUT BUTTER	9025300	20 49		20 49	307 35	
2	2	CHEP							0 00	
UNITS ORDERED		UNITS SHIPPED	BILLWEIGHT	SHIP WEIGHT	INVOICE GROSS	SALES DEDUCTION	FREIGHT	NET AMOUNT	INV TOTAL	
110		110	05000	2255 55	2596 32			2596 32		2596 32

CASH DISCOUNT ALLOWED ONLY IF PAYMENT IS RECEIVED WITHIN PERIOD SPECIFIED OTHER DEDUCTIONS NOT ALLOWED
 UNLESS COVERED BY OUR WRITTEN AUTHORITY ALL CLAIMS MUST BE MADE WITHIN 10 DAYS OF RECEIPT OF GOODS AND

THE PERISHABLE AGRICULTURAL COMMODITIES LISTED ON THIS INVOICE ARE SOLD SUBJECT TO THE STATUTORY TRUST
 AUTHORIZED BY SECTION 5(C) OF THE PERISHABLE AGRICULTURAL COMMODITIES ACT 1930 (7 U S C 499E(C)) THE SELLER

SALES OFFICES
 ORRVILLE, OHIO
 (330) 684 3000
 MEMPHIS TENNESSEE
 (901) 362 3550
 SALINAS CALIFORNIA
 (831) 424 2761



INVOICE

THE J M SMUCKER COMPANY
 CORPORATE OFFICES
 ORRVILLE OHIO 44667
 Phone (330) 684 3000

Invoice Number	Invoice Date
1364699	03/23/03
Terms of Sale	
2/17 NET 30 CASH IN BANK	
Customer P O	
44-1710130	
Requested Del Date	Order Date
03/26/03	03/17/03

SOLD TO
 CORE-MARK DISTRIBUTORS
 P O BOX 99
 CLACKAMAS OR 97015

SHIPPED TO
 CORE-MARK DISTRIBUTORS
 13551 S E JOHNSON ROAD
 MILWAUKIE OR 97222

REMIT TO Page 1 of 1
 J M SMUCKER LLC
 135 S LASALLE, DEPT 4601
 CHICAGO IL 60674-4601

CUSTOMER NO	SHIPPED FROM	SHIPPED VIA	SHIPDATE	FOB	DSM	SHIPMENT METHOD				
2181000	2 SALINAS D	Viking - Salinas Ter	03/21/03	FOB ORIGIN	91999	TRUCK				
ORDERED	SHIPPED	DESCRIPTION	BROKER	UNIT PRICE	DEDUCTION/ CHARGE	NET PRICE	TOTAL AMOUNT			
30	30	5150025162 CRISCO 32 OZ VEGETABLE OIL	9025300	17 09		17 09	512 70			
9	9	5150023913 CRISCO 1 LB REGULAR SHORTENING	9025300	30 29		30 29	272 61			
54	54	5150024392 CRISCO 16 OZ VEGETABLE OIL	9025300	27 89		27 89	1506 06			
45	45	5150024128 JIF 18 OZ CREAMY PEANUT BUTTER	9025300	20 49		20 49	922 05			
22	22	5150002208 SMUCKER 12 OZ GRAPE JELLY	9025300	14 43		14 43	317 46			
3	3	CHEP CHEP PALLET					0 00			
UNITS ORDERED		UNITS SHIPPED	BILLWEIGHT	SHIP WEIGHT	INVOICE GROSS	SALES DEDUCTION	FREIGHT	NET AMOUNT	INV TOTAL	3530 88
163		163	05000	3284 55	3530 88			3530 88		

CASH DISCOUNT ALLOWED ONLY IF PAYMENT IS RECEIVED WITHIN PERIOD SPECIFIED OTHER DEDUCTIONS NOT ALLOWED
 UNLESS COVERED BY OUR WRITTEN AUTHORITY ALL CLAIMS MUST BE MADE WITHIN 10 DAYS OF RECEIPT OF GOODS AND

THE PERISHABLE AGRICULTURAL COMMODITIES LISTED ON THIS INVOICE ARE SOLD SUBJECT TO THE STATUTORY TRUST
 AUTHORIZED BY SECTION 5(C) OF THE PERISHABLE AGRICULTURAL COMMODITIES ACT 1930 (7 U S C 499E(C)) THE SELLER

Customer #	Fleming Division	Invoice/Credit #	Invoice/Credit Date	Invoice/Credit Amount	Division Total
30375	Core-Mark Hayward	1364223	March 24, 2003	\$ 2,489 43 R	\$ 2,489 43
21810	Core-Mark Clackamas	1364699	March 24, 2003	\$ 3,530 88 R	\$ 3,530 88
22577	Core-Mark Corona	1358045	March 5, 2003	\$ 7,032 23	
		1363006	March 19, 2003	\$ 5,761 58 R	\$ 12,793 81
26705	Core-Mark Int Fort Worth	1361505	March 19, 2003	\$ 397 18	
		1363005	March 19, 2003	\$ 2,596 32 R	\$ 2,993 50

RECLAMATION = \$14,378 21
 UNSECURED = \$ 7,429 41

 TOTAL = \$ 21,807 62