

FILED
SEP 15 2003
BMC



09570

P 03

Kristin Shaffer

From Tom Clough
Sent Tuesday, May 27, 2003 2:31 PM
To 'ccipione@alixpartners.com'
Cc Kristin Shaffer; Larry Lipschultz
Subject FlemingPACAClaimSummary.doc

Importance High



FlemingPACAClaimS
ummary.doc

Mr. Charles A. Cipione

Attached is the Oppenheimer Companies, Inc., Interstate Potato Packers
Division's PACA Claim Summary for debts owed by Fleming
Companies

Thanks,

Tom Clough
Assistant Credit Manager
Oppenheimer Companies, Inc.

O.P. ENHEIMER COMPANIES, INC.

Wells Fargo Center

877 West Main Street, Suite 700 • Boise Idaho 83702 • Phone (208) 343 4883

May 27, 2003

Charles A. Cipione
Alix Partners, LLC
Via e-mail

Dear Mr. Cipione

Subject: Fleming Companies PACA Claim Summary For License Number 780342

This PACA claim summary is submitted by Oppenheimer Companies, Inc. on behalf of its Interstate Potato Packers Division. The total amount owed is \$ 5,672.20.

Fleming Kansas City Division Invoice # 7052(Exhibit A-1&2)	\$ 6,133.62
	\$ -122.67 Cash Discount
	\$ -626.50 Allowed Deduct
	\$ -3,914.30 Ck# 25572045

Balance Due	\$ 1,470.15
Fleming Kansas City Division Invoice # 1117(Exhibit B-1,2,&3)	\$ 2,546.05 Not Paid
Fleming Geneva Division Invoice # IPP0000596 (Exhibit C-1&2)	\$ 8,961.60
	\$ -179.23 Cash Discount
	\$ -366.56 Allowed Deduct
	\$ -6759.81 Ck# 25774489

Balance Due	\$ 1,656.00

If further information is needed, please advise us by return e-mail to tom_clough@oppcos.com

• Page 2

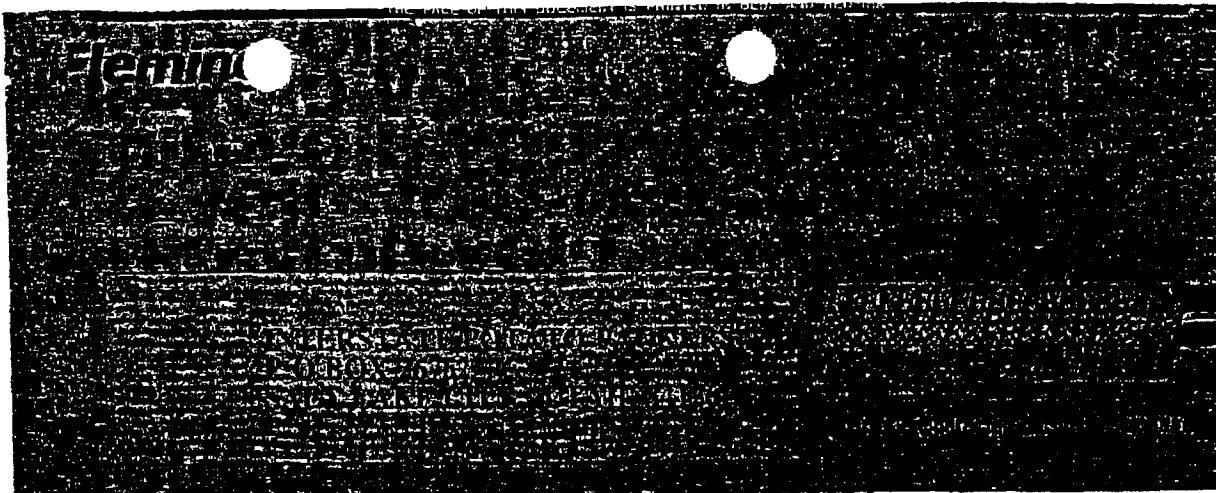
May 27, 2003

Sincerely

A handwritten signature in black ink that reads "Tom Clough". The signature is fluid and cursive, with the first name "Tom" and last name "Clough" clearly distinguishable.

Tom Clough
Assistant Credit Manager
OCI

TC
cc Kristin Shaffer, Larry Lipschultz



25572045 11211482257334-01222

Fleming

210531

0419

When corresponding refer to ---> 25572045

Fleming

210531

0419

When corresponding refer to ---> 25572045

Division		Invoice #Date	Invoice #Date	Pay No/Credit Ref	Amount	Discount
KANSAS CITY	CTP	10/08/01	10/15/01	KCU952841	-1 320 15	0 00
CORPORATE CATEGORY MARKETING		10/24/01	10/25/01	CCM96483-10	-626 50	0 00
PROPERTY		09/21/01	10/16/01	PX102533	3150 80	
KANSAS CITY	CTP	10/08/01	10/15/01	7052	1055 22	
DATE OF CHECK 10/29/01		AMOUNT OF CHECK		\$3,914 30		

Exhibit A-1

Interstate Potato Packers**Invoice
7052**Remit To P.O. BOX 26762
SALT LAKE CITY UT 84126**Bill To**FLEMING - KC DIVISION**
CTP/KANSAS CITY DIVISION
PO BOX 24650
OKLAHOMA CITY, OK 73124**Ship To**FLEMING - KC DIVISION**
FLEMING ALTERNATE WAREHO
KANSAS CITY, KS 66106Purchase Order No 726717-KC
Customer ID FLE002
Broker ID DAYM01
SI Number 16121Shipping Method PICKUP
Payment Terms 2% 10/NET 11
Ship Date 10/5/2001
Invoice Date 10/8/2001

Qty	Item ID	Description	Unit Price	Promo	Ext Price
97	900-7243 6/5	Rainbow Str (30A34505)	9 06000	0 00000	\$878 82
580	900-1243 6/5	Interstate Str (30134472)	9 06000	0 00000	\$5,254 80

Subtotal \$6,133 62

Payment Terms

Freight Allowance

Cash Discount of \$122 67 will be allowed making the total payment
amount \$6,010 95 if the total invoice is paid by 10/18/2001
and all prior indebtedness has been paid in full**Total \$6,133 62***Amounts unpaid pursuant to the payment terms above are past due and incur a
Service Charge of 1 5% per month (an annual percentage rate of 18%)**Service charges are compounded monthly**"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 of these
commodities retains a trust claim over these commodities, all inventories
of food or other products derived from these commodities and any receivables
or proceeds from the sale of these commodities until full payment is received "***Exhibit A-2**



Interstate Potato Packers

Featuring Affordable Brands of Products

INVOICE # 1117

December 7, 2001

**TO: Jon Kobayashi
Fleming Foods
CTP / Kansas City Division
P.O. Box 24650
Oklahoma City, OK 73124**

**Freight to return product that was ordered and then
refused. Refer to PO #756420-KC.**

Total Due \$2,546.05

Exhibit B-1

-
Pages 1 (Including cover page)

6/2601

Interstate Potato Packers
877 W. Main St., Suite 750
Boise, ID 83702

FAX

**To: Jon Kobayashi
Fleming**

**From: Bob Barfuss
Interstate Potato
Boise, ID 83702**

Phone:
Fax: 972-906-1525

**Phone: 800-727-9939
Fax: 208-343-4490**

Jon,

Purchase order #756420-KC was refused delivery today, 6/26/01. This order was refused because the product was Rainbow label and not Exceptional Value label. We, at Interstate Potato, received authorization to ship the Rainbow label from Bonnie, who was given authorization from you.

Per our conversation, Interstate will return the product to the plant and Fleming will pay the cost of the freight to ship and return the product. At the present time, I do not know what the freight costs will be because the load is still in transit. Once I know what the freight cost will be, I will send you an invoice.

Thanks for your help in working through this situation. Fleming has been a long-time customer of Interstate's and we do look forward to working with you in the future.

Thank you again,

Exhibit B-2

Bob Barfuss

Tom Clough

From Cindy Lindenberg
Sent Friday, March 28, 2003 9 30 AM
To 'JD Brous'
Subject RE Short Payment

Good afternoon JD, would you have a check number? As of today we haven't received any payment Please advise, thank you

-----Original Message-----
From JD Brous [mailto:jbrous@email.fleming.com]
Sent Thursday, February 27, 2003 8 19 AM
To Cindy Lindenberg
Subject RE Short Payment

Cindy -

Should be approved this week

JD

Exhibit B-3

>>> "Cindy Lindenberg" <cindy-lindenberg@oppcos.com> 02/27/03 09 17AM >>>
<<Fwd Re Interstate>>

Any word on when this will be re-paid to Interstate? Please advise, thank you
Cindy Lindenberg
Direct Line 208-287-0130
Fax 208-343-4490

> -----Original Message-----

> From Cindy Lindenberg
> Sent Tuesday, February 18, 2003 3 42 PM
> To 'JD Brous'
> Subject Short Payment

>
> Good morning JD, on 2/3/03 we followed up faxing you the information on the open freight bill for Kansas City that Esther was helping me with Where do we stand on payment? If you'd let me know so I can inform our accounting department it would be appreciated

>
> Thank you,
> Cindy Lindenberg
> Direct Line 208-287-0130
> Fax 208-343-4490
>

25774489 12114182217313901222

Fleming

210531

0335

When corresponding refer to ---> 25774489

CORPORATE CATEGORY MARKETING	12/18/02	12/18/02	MAB000872	-1,656 00	0 00
CORPORATE CATEGORY MARKETING	12/20/02	12/20/02	SLC212326	-366 56	0 00

Amount of check \$6,759.81

02-1110 1/21

JAN 24 2003

Exhibit C-1

SEE INFORMATION ON BACK

Interstate Potato Packers**Invoice**
IPP0000596Remit To P O BOX 26762
SALT LAKE CITY UT 84126**Bill To**FLEMING - GENEVA**
CTP / GENEVA DIVISION
PO BOX 24760
OKLAHOMA CITY OK 73124**Ship To**FLEMING - GENEVA**
2001 W MAGNOLIA
GENEVA, AL 36340Purchase Order No 180025-GE
Customer ID FLE008
Broker ID DAYM01
SI Number 18310Shipping Method PICKUP
Payment Terms 2% 10/NET 11
Ship Date 12/27/2002
Invoice Date 12/31/2002

Qty	Item ID	Description	Unit Price	Promo	Ext. Price
560	326-1244	12/2 Interstate CC (84968)	7 44000	0 00000	\$4,166 40
240	326-1245	6/5 Interstate Crinkle Cut (849699)	8 64000	0 00000	\$2,073 60
648	900-1248	12/20 Interstate Shoe(30568472)	4 20000	0 00000	\$2,721 60

	Subtotal	\$8,961 60
Payment Terms	Freight Allowance	
Cash Discount of \$179.23 will be allowed making the total payment amount \$8,782 37 if the total invoice is paid by 1/10/2003 and all prior indebtedness has been paid in full	Total	\$8,961 60

Amounts unpaid pursuant to the payment terms above are past due and incur a Service Charge of 1 5% per month (an annual percentage rate of 18%)
Service charges are compounded monthly

"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 of these commodities retains a trust claim over these commodities, all inventories of food or other products derived from these commodities and any receivables or proceeds from the sale of these commodities until full payment is received "

Exhibit C-2