

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

PROOF OF CLAIM



667006

Bar Date Ref # 1-NV-38659

In re Fleming / Coremark et al

Case Number 03-10945 (MFW)

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.

Name of Creditor and Address

Spangler Candy CO
PO Box 71
Bryan OH 43506

0354653667006

- 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.

Creditor Telephone Number ()

CREDITOR TAX ID # 34 436 0680

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR Fleming

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

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ 12,827.13 (unsecured) \$ — (secured) \$ — (unsecured priority) \$ 12,827.13 (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

THIS SPACE FOR COURT

FILED

SEP 10 2003

BMC
Fleming Companies Claim

09743

DATE SIGNED 9/3/03

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):
Roger M Schwender Credit Mgr

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

Handwritten initials/signature

CUSTOMER ORDER NO AND DATE

710505

03/14/2003

Spangler
SINCE 1906

SPANGLER CANDY COMPANY 419 636 4221
400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
BRYAN OHIO 43506 419 636 3695 fax

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

130

SHIP TO

FLEMING/GATEWAY FOODS-LACROSSE
1637 ST JAMES ST
LA CROSSE, WI 54603

SOLD TO

FLEMING CO
P O BOX 268853
OKLAHOMA CITY, OK 73126-8853

TERMS

PREPAID

2% 10 DAYS NET 30 DAYS

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3% UPCHARGE
ALL BULK CANDIES FOB BRYAN OHIO
OTHER CANDIES FREIGHT ALLOWED OR PREPAID

ALWAYS REFER TO THIS NUMBER

INVOICE NO

305997

GR 9009

INVOICE DATE	INVOICE NO	BROKER	CUSTOMER NO	CARRIER	ROUTE
MAR 18 2003	305997	B L V MKTG, INC	28591/K		ROADWAY
CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT
50	177	SAF-T-POPS, 12 OZ POLY BAG P O # MUST APPEAR ON ALL DOCUMENTS PO# 710505 DRIVER REQUIRED TO UNLOAD ON DOCK PALLETIZE ON 40X48 4 WAY PALLETS STRETCHWRAP TRUCKDRIVER APPT TIME & DATE REQ ON B/L VENDOR #152045 CALL FOR DEL ART 72 HRS AHEAD 972-906-8315 SHIP WITH PO #7082435 ***** CARRIER ATTACH PACKING SLIP TO DEL RECEIPT PACKING SLIP ATTACHED TO CARTON SHIP 03/18 ARRIVE MAR. 25	B9 125	19 32	966 00
NO PACKAGES	GROSS WEIGHT	FIBRE CASES CANDY	INVOICE TOTAL		
50	500	29 00 CU FT	966 00		

Handwritten: Pw/305994

TERMS

916 LB

Spangler

SINCE 1906

SPANGLER CANDY COMPANY 419 636 4221
 400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
 BRYAN OHIO 43506 419 636 3695 fax

CUSTOMER ORDER NO AND DATE

708635

03/11/2003

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

130

SHIP TO FLEMING/GATEWAY FOODS-LACROSSE
 1637 ST JAMES ST
 LA CROSSE, WI 54603

TERMS

PREPAID 2% 10 DAYS NFT 30 DAYS

SOLD TO FLEMING CO
 P O BOX 260853
 OKLAHOMA CITY, OK 73126-8853

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3% UPCHARGE
 ALL BULK CANDIES FOB BRYAN OHIO
 OTHER CANDIES FREIGHT ALLOWED OR PREPAID

ALWAYS REFER TO THIS NUMBER

INVOICE NO

305994

SIR 9009

INVOICE DATE	INVOICE NO	BROKER	CUSTOMER NO	CARRIER	ROUTE
MAR 18 2003	305994	B L V MKTG, INC	28591/K	SIR 9009	ROADWAY
CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT
9	66	DUM DUM POPS, 120 CT BOX	89 185	54 00	484 00
3	77	SAF-T-POPS, 100 CT BOX	89 125	60 00	180 00
P O # MUST APPEAR ON ALL DOCUMENTS PO# 708635 DRIVER REQUIRED TO UNLOAD ON DOCK PALLETIZE ON 40X48 4 WAY PALLETS STRETCHWRAP TRUCKDRIVER AVAIL TIME & DATE REQ ON B/L VENDOR #152045 CALL FOR DEL ART 72 HRS AHEAD 972-906-8315 SHIP WITH PO #710505 ***** CARRIER ATTACH PACKING SLIP TO DEL RECEIPT PACKING SLIP ATTACHED TO CARTON SHIP 03/18 ARRIVE MAR 25					
NO PACKAGES	GROSS WEIGHT	FIBRE CASES CANDY	INVOICE TOTAL		
12	390	21 63 CU FT	666 00		

TERMS

652 68

Puw/305997

16 808

BR2

0
5
0

Spangler

SINCE 1906

SPANGLER CANDY COMPANY 419 636 4221
 400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
 BRYAN OHIO 43506 419 636 3695 fax

CUSTOMER ORDER NO AND DATE

704463

02/24/2003

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

SHIP TO

FILMING/GATEWAY FOODS-LACROSSE
 143/ ST JAMES ST
 LA CROSSE, WI 54603

SOLD TO

FILMING (I)
 P O BOX 268853
 OKLAHOMA CITY, OK 73126-8853

TERMS

PREPAID

2% 10 DAYS NET 30 DAYS

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3% UPCHARGE
 ALL BULK CANDIES FOB BRYAN OHIO
 OTHER CANDIES FREIGHT ALLOWED OR PREPAID

ALWAYS REFER TO THIS NUMBER

INVOICE NO

305259

31R 9009

INVOICE DATE	INVOICE NO	BROKER	CUSTOMER NO	CARRIER	ROUTE
MAR 04 2003	305259	B L V MARK, INC	285917K		ROADWAY

CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT
3	66	DUM DUM POPS, 120 CT BOX	B9 185	54 00	162 00
5	77	SAF-T-POPS, 100 CT BOX	B9 125	60 00	300 00
30	177	SAF-T-POPS, 17 OZ POLY BAG	B9 125	19 32	579 60
<p>P O # MUST APPEAR ON ALL DOCUMENTS P(III) 704463 DRIVER REQUIRED TO UNLOAD ON DOCK PALLETIZE ON 40X48 ALWAYS PALLETIS STRETCHWRAP TRUCKDRIVER APPT TIME & DATE REQ ON B/L VENDOR #152045 CALL FOR DEL APT 72 HRS AHEAD 972-906-0315 ***** CARRIER ATTACH PACKING SLIP TO DEL RECEIPT PACKING SLIP ATTACHED TO CARTON</p> <p style="text-align: center;"> SHIP 02/28 ARRIVE MAR 10 </p>					
NO PACKAGES	GROSS WEIGHT	FIBRE CASES CANDY		INVOICE TOTAL	
38	546	30 45 CU FT		1,041 60	

TERMS

1,020 77

10

BR2

Spangler

SINCE 1906

SPANGLER CANDY COMPANY 419 636 4221
 400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
 BRYAN OHIO 43506 419 636 3695 fax

CUSTOMER ORDER NO AND DATE

978989

11/22/2002

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

1 10

SHIP TO FLEMING/GATEWAY FOODS-LACROSSE
 1637 ST JAMES ST
 LA CROSSE, WI 54603

PREPAID 4-20 TERMS 4-24
 2% 10 DAYS NET 30 DAYS

SOLD TO FLEMING CO
 P O BOX 268853
 OKLAHOMA CITY, OK 73126-8853

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3% UPCHARGE
 ALL BULK CANDIES FOB BRYAN OHIO
 OTHER CANDIES FREIGHT ALLOWED OR PREPAID

ALWAYS REFER TO THIS NUMBER **INVOICE NO 304662**

INVOICE DATE FEB 05 2003	INVOICE NO 304662	BROKER D L V MK10, INC	CUSTOMER NO 28591/K	CARRIER STR 9009	ROUTE ROADWAY
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CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT
1	283	EASTER PICTURE POPS, SWIRL, 36CT DISP B9	65	\$ 33 52	33 52
14	186	EASTER SAT-1-POPS, SWIRL, 10 OZ BAG B9	245	\$ 25 85	361 70
3	127	EASTER DUM DUM POPS, 11 OZ BAG B9	245	\$ 25 85	77 55
P O # MUST APPEAR ON ALL DOCUMENTS PO # - 978989 DRIVER REQ TO UNLOAD ON DOCK PALLETIZE ON 40X48 4 WAY PALLETS STRETCHWRAP TRUCKDRIVER ARR TIME & DATE REQ ON B/L VENDOR #152045 CALL FOR DEL APT 72 HRS AHEAD 972-906-8015 ***** CARRIER ATTACH PACKING SLIP TO DEL RECEIPT PACKING SLIP ATTACHED TO CARTON SHIP FEB 05					

NO PACKAGES 18	GROSS WEIGHT 317	FIBRE CASES CANDY 2' 58 CU FT	INVOICE TOTAL	472 97
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TERMS

463 52

Pawl 304624
625

Handwritten initials and numbers: "2-27"



CUSTOMER ORDER NO AND DATE

711338-NE 02/24/2003

SPANGLER CANDY COMPANY 419 636 4221
 400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
 BRYAN OHIO 43506 419 636 3695 fax

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

130

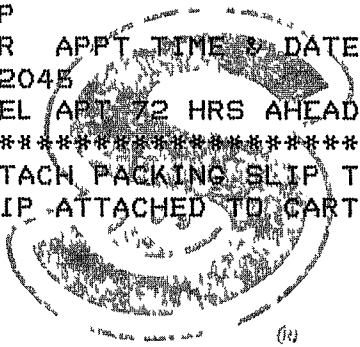
SHIP FLEMING NORTH EAST DIVISION
 #4 CENTER DRIVE
 TO NORTHEAST, MD 21901

SOLD FLEMING SHARED SERVICES CENTER
 3524 NW 56TH STREET
 TO OKLAHOMA CITY, OK 73112

PREPAID TERMS *2/10/13*
 2% 10 DAYS NET 30 DAYS

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3% UPCHARGE
 ALL BULK CANDIES FOB BRYAN OHIO
 OTHER CANDIES FREIGHT ALLOWED OR PREPAID

STR 2004 ALWAYS REFER TO THIS NUMBER INVOICE NO 305285

INVOICE DATE	INVOICE NO	BROKER	CUSTOMER NO	CARRIER	ROUTE
MAR 03 2003	305285	CHASE-GOLDENBERG	28591/K		ROADWAY
CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT
70	121	DUM DUM POPS, 7 OZ POLY BAG P O # MUST APPEAR ON ALL DOCUMENTS PO# 711338-NE DRIVER REQUIRED TO UNLOAD ON DOCK PALLETIZE ON 40X48 4 WAY PALLETS STRETCHWRAP TRUCKDRIVER APPT TIME & DATE REQ ON B/L VENDOR #152045 CALL FOR DEL APT 72 HRS AHEAD 410-642-6900 ***** CARRIER ATTACH PACKING SLIP TO DEL RECEIPT PACKING SLIP ATTACHED TO CARTON  SHIP <i>March 3</i> 02/27 ARRIVE MAR 07	C9 245	20 40	1,428 00
NO PACKAGES	GROSS WEIGHT	FIBRE CASES CANDY	INVOICE TOTAL		
70	910	62 30 CU FT	1,428 00		

TERMS 1,399 44

BR2

130 ✓

CUSTOMER ORDER NO AND DATE

674768-LI

03/10/2003



SPANGLER CANDY COMPANY 419 636 4221
 400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
 BRYAN OHIO 43506 419 636 3695 fax

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

SHIP TO
 FLEMING COMPANIES INC
 1601 PIONFER BLVD
 LINCOLN, NE 68504

SOLD TO
 FLEMING COMPANIES INC
 CTP/LINCOLN DIVISION
 P O BOX 24670
 OKLAHOMA CITY, OK 73124

PREPAID TERMS 3/12
 2% 10 DAYS NET 30 DAYS 1

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3% UPCHARGE
 ALL BULK CANDIES FOB BRYAN OHIO
 OTHER CANDIES FREIGHT ALLOWED OR PREPAID

ALWAYS REFER TO THIS NUMBER INVOICE NO 305728

INVOICE DATE MAR 13 2003	INVOICE NO 305728	BROKER HOCKENBERG-NEWBURGH	CUSTOMER NO 28591/K	CARRIER STR 2001	ROUTE ROADWAY
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CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT
23	33	SAF-T-POPS, "THANK YOU" WRAP, 200 CT DN3 P O # MUST APPEAR ON ALL DOCUMENTS PO # - 674768-LI CALL FOR DEL AP1 72 HRS AHEAD 402-423-6571 DRIVER REQUIRED TO UNLOAD ON DOCK VENDOR #152045 CARRIER APPT TIME & DATE REQ ON D/L NO FREE ASTRAY DELIVERIES ALLOWED PALLETIZE/STRETCHWRAP- 40X48 4-WAY PALLETS ***** CARRIER ATTACH PACKING SLIP TO DEL. RECEIPT PACKING SLIP ATTACHED TO CARTON SHIP 03/19 ARRIVE MAR. 17	48	39 80	915 40

NO PACKAGES 23	GROSS WEIGHT 506	FIBRE CASES CANDY 23 46 CU FT	INVOICE TOTAL	915 40
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TERMS 897 10

Spangler

SINCE 1906

SPANGLER CANDY COMPANY 419 636 4221
 400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
 BRYAN OHIO 43506 419 636 3695 fax

CUSTOMER ORDER NO AND DATE

448906-NA 07/27/2007

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

SHIP TO FLEMING GOODLETTSVILLE
 500 S CARIWRIGHT ST
 GOODLETTSVILLE, TN 37072

SOLD TO FLEMING OF NASHVILLE
 P O BOX 24830
 OKLAHOMA CITY, OK 73124

PREPAID TERMS
 7% 10 DAYS NET 30 DAYS

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3% UPCHARGE
 ALL BULK CANDIES FOB BRYAN OHIO
 OTHER CANDIES FREIGHT ALLOWED OR PREPAID

ALWAYS REFER TO THIS NUMBER **INVOICE NO 305454**

SIR 0101

INVOICE DATE MAR 05 2003	INVOICE NO 305454	BROKER BODIE-RICKETT	CUSTOMER NO 28791/K	CARRIER	ROUTE ROADWAY
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CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT
16	66	DUM DUM POPS, 120 C1 BOX P O # MUST APPEAR ON ALL DOCUMENTS FOR 448906-NA DRIVER REQUIRED TO UNLOAD ON DOCK PALLETIZE ON 40X40 4 WAY PALLETS STRETCHWRAP TRUCKDRIVER APP1 TIME & DATE REQ ON B/L VLNDOP #152045 NO FREE AS TRAY DELIVERIES ALLOWED (CALL FOR DEL APT 72 HRS AHEAD) 615-859-8294 ***** CARRIER ATTACH PACKING SLIP TO DEL RECEIPT PACKING SLIP ATTACHED TO CARTON SHIP 03/05 ARRIVE MAR 12	16 1BS	54 00	864 00

NO PACKAGES 16	GROSS WEIGHT 512	FIBRE CASES CANDY 30 40 CU FT	INVOICE TOTAL	864 00
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TERMS 846 77



SPANGLER CANDY COMPANY 419 636 4221
 400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
 BRYAN OHIO 43506 419 636 3695 fax

CUSTOMER ORDER NO. AND DATE

377928-MA

03/10/2003

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

130

SHIP TO FLEMING/MASSILLON
 4676 ERIE ST
 MASSILLON, OH 44646

SOLD TO FLEMING/MASSILLON
 P O BOX 24800
 OKLAHOMA CITY, OK 73124

TERMS

PREPAID

2% 10 DAYS NET 30 DAYS

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3/4 UPCHARGE
 ALL BULK CANDIES FOB BRYAN OHIO
 OTHER CANDIES FREIGHT ALLOWED OR PREPAID

ALWAYS REFER TO THIS NUMBER

INVOICE NO

305733

STR 0016

INVOICE DATE MAR 17 2003	INVOICE NO 305733	BROKER BATSON & ASSOC/OHIO	CUSTOMER NO 28591/K	CARRIER	ROUTE ROADWAY
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CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT
50	121	DUM DUM POPS, 7 OZ POLY BAG P O # MUST APPEAR ON ALL DOCUMENTS PO# 377928-MA DRIVER REQUIRED TO UNLOAD ON DOCK PALLETIZE ON 40X48 4 WAY PALLETS STRETCHWRAP TRUCKDRIVER APPT TIME & DATE REQ ON B/L VENDOR #152045 FAX 72 HRS AHEAD FOR DEL 330-879-3401 ARRIVAL DATE 03-21-03 DO NOT SHIP OVERNITE REC HRS 11PM-4AM ***** CARRIER ATTACH PACKING SLIP TO DEL RECEIPT PACKING SLIP ATTACHED TO CARTON SHIP 03/14 ARRIVE MAR 21	BC 245	20 40	1,020 00
NO PACKAGES 50	GROSS WEIGHT 650	FIBRE CASES CANDY 44 50 CU FT	INVOICE TOTAL		1,020 00

TERMS

999 60

Puw/305632



SPANGLER CANDY COMPANY 419 636 4221
 400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
 BRYAN OHIO 43506 419 636 3695 fax

CUSTOMER ORDER NO AND DATE

346912-MA

03/05/2003

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

TERMS

@ 3/12/3

PREPAID

2% 10 DAYS NET 30 DAYS

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3% UPCHARGE
 ALL BULK CANDIES FOB BRYAN OHIO
 OTHER CANDIES FREIGHT ALLOWED OR PREPAID

ALWAYS REFER TO THIS NUMBER

INVOICE NO

301632

STR 0016

INVOICE DATE MAR 17 2003	INVOICE NO 305432	BROKER DATSON & ASSOC/OHIO	CUSTOMER NO 28571/K	CARRIER	ROUTE ROADWAY
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CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT
60	121	DUM DUM POPS, 7 OZ POLY BAG P O # MUST APPEAR ON ALL DOCUMENTS PO# 346912-MA DRIVER REQUIRED TO UNLOAD ON DOCK PALLETIZE ON 40X48 4 WAY PALLETS STRETCHWRAP TRUCKDRIVER APPT TIME & DATE REQ ON B/L VENDOR #152045 FAX 72 HRS AHEAD FOR DEL 330-879-3401 ARRIVAL DATE 03-12-03 DO NOT SHIP OVERNITE REC HRS 11PM-7AM ***** CARRIER ATTACH PACKING SLIP TO DEL RECEIPT PACKING SLIP ATTACHED TO CARTON SHIP 03/12/03 ARRIVE MAR. 13/03	BC 245	20 40	1,224 00

NO PACKAGES 60	GROSS WEIGHT 780	FIBRE CASES CANDY 53 40 CU FT	INVOICE TOTAL	1,224 00
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TERMS

1,199 52

Paw/305732

BR2

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SPANGLER CANDY COMPANY 419 636 4221
 400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
 BRYAN OHIO 43506 419 636 3695 fax

CUSTOMER ORDER NO AND DATE

900000 WW 10/21/2007

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

SHIP TO FLEMING INC - WARSAW
 1018 HWY 117 S
 WARSAW IN 28378

PREPAID TERMS @ 12/14/2007
 2% 07/14/2008 NET 07/15/2008

SOLD TO FLEMING - WARSAW
 P O BOX 288854
 OKLAHOMA CITY, OK 73124

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3% UPCHARGE
 ALL BULK CANDIES FOB BRYAN OHIO
 OTHER CANDIES FREIGHT ALLOWED OR PREPAID

ALWAYS REFER TO THIS NUMBER **INVOICE NO 301380**

INVOICE DATE DEC 20 2007	INVOICE NO 001380	BROKER DURDETT RECKMANN	CUSTOMER NO 288854	CARRIER STR 000	ROUTE ROADWAY
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CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT
8	151	DUM DUM POPS. VALENTINE, 101 CT BAG	240 S	32 40	257 20
2	156	VAL MINI TRIALS, CHERRY/VAN 70% POLY BAGS	240 S	14 86	29 76
17	179	VALENTINE SAF-T-POPS SWIPL, 6 OZ BAG	240 S	18 00	342 00
<p>P O # MUST APPEAR ON ALL DOCUMENTS PO# 900000-WW NO FREI ASTRAY DELIVERIES ALLOWED CALL FOR DLT VLT YELPBE AHEAD 910-293-7821 PALLET/2 ON 40X40 4 WAY PALLETS STRETCHWRAP TRUCK/DRIVER APPT TIME & DATE REQ ON B/L DRIVER REQUIRED TO UNLOAD ON TRUCK VENDOR #152045 MERCHANDISE SUBJECT TO DAMAGE AT TEMPERATURES BELOW 10 DEGREES FAHRENHEIT ***** CARRIER ATTACH TAPKING SLIP TO DEL RECEIPT PACKING SLIP ATTACHED TO CARTON</p> <p>SHIP 12/30 ARRIVE DEC 30</p>					
NO PACKAGES 00	GROSS WEIGHT 507	FIBRE CASES CANDY 36 73 CU FT	INVOICE TOTAL		630 76

TERMS

618 35

BR2

2-13

Spangler

SINCE 1906

CUSTOMER ORDER NO AND DATE

31575

02/12/2003

SPANGLER CANDY COMPANY 419 636 4221
 400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
 BRYAN OHIO 43506 419 636 3695 fax

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

390

SHIP TO

FLEMING CSD PLYMOUTH DIVISION
 1035 NATHAN LANE N
 PLYMOUTH, MN 55441

SOLD TO

SAME

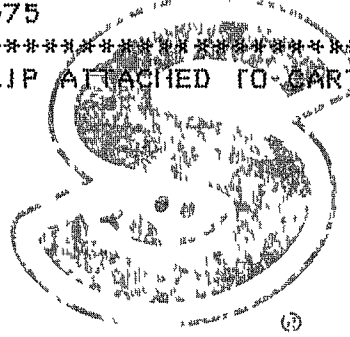
TERMS
 PREPAID
 2% 10 DAYS NET 30 DAYS

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3% UPCHARGE
 ALL BULK CANDIES FOB BRYAN OHIO
 OTHER CANDIES FREIGHT ALLOWED OR PREPAID

ALWAYS REFER TO THIS NUMBER

INVOICE NO 304915

STP 0000

INVOICE DATE	INVOICE NO	BROKER	CUSTOMER NO	CARRIER	ROUTE	UPS-CWT	CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT	
FEB 21 2003	304915	BOB RASMUSSEN ASSO	57411/AU	STP 0000									
							2	836	ASTRO POPS ORIGINAL, 36 CT DISP BOX	R1 08	46 80	93 60	
							1	40	10¢ SAF-T-POPS, SWIRL 48 CT BOX	R1 18S	57 60	57 60	
							18	33	SAF-T-POPS, "THANK YOU" WRAP, 200 CT BR1	4S	39 80	716 40	
							2	44	10¢ SAF-T-POPS 48 CT BOX	R1 18S	57 60	115 20	
P O # MUST APPEAR ON ALL DOCUMENTS PO # - 31575 ***** PACKING SLIP ATTACHED TO CARTON 													
									SHIP 02/24				
									ARRIVE FEB 26				
NO PACKAGES	GROSS WEIGHT	FIBRE CASES CANDY										INVOICE TOTAL	982 80
23	537		26 66 CU FT										

TERMS

963 15

XX
 15
 15
 31
 4
 3
 .800
 .600
 .800
 .600
 .800

201
2-7
299

CUSTOMER ORDER NO. AND DATE

53 0847310

07/06/2003

Spangler
SINCE 1906

SPANGLER CANDY COMPANY 419 636 4221
400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
BRYAN OHIO 43506 419 636 3695 fax

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

SHIP TO CORE-MARK
NORTH 1015 DYER ROAD
SPOKANE, WA 99712

SOLD TO CORE-MARK
P O BOX 11838
SPOKANE, WA 99211

PREPAID TERMS
27 10 DAYS NET 30 DAYS

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3/ UPCHARGE
ALL BULK CANDIES FOB BRYAN OHIO
OTHER CANDIES FREIGHT ALLOWED OR PREPAID

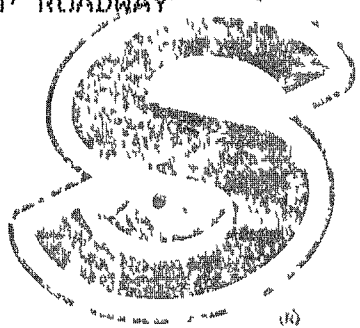
ALWAYS REFER TO THIS NUMBER

INVOICE NO

304772

FR 0042

INVOICE DATE FEB 13 2003	INVOICE NO 304772	BROKER KAHLER-BENDERS GRP	CUSTOMER NO J1582/K	CARRIER	ROUTE DAVE'S TRANSPORT INC
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CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT
16	66	DUM DUM POPS, 120 CT BOX P U # MUST APPEAR ON ALL DOCUMENTS PO # 53 0847310 CALL FOR DEL APT 72 HRS AHEAD 509-535-9738 MUST BE DELIVERED ON PALLETS DO NOT SHIP ROADWAY  SHIP 02/13 ARRIVE FEB 20	K7 185	54 00	864 00

NO PACKAGES 16	GROSS WEIGHT 712	FIBRE CASES CANDY 30 40 CU FT	INVOICE TOTAL	864 00
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71-1143

846 72

Spangler

SINCE 1906

SPANGLER CANDY COMPANY 419 636 4221
 400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
 BRYAN OHIO 43506 419 636 3695 fax

CUSTOMER ORDER NO AND DATE

51-0019900

01/29/2003

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

SHIP TO FLEMING COMPANIES, INC
 CHICAGO DIVISION
 1251 SCHMIDT ROAD
 ROMEVILLE, IL. 60446

SOLD TO

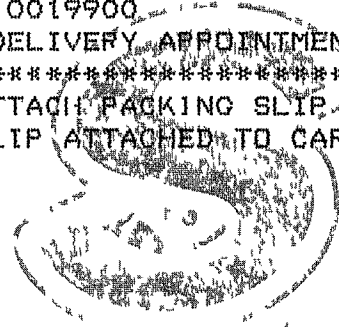
PREPAID TERMS
 2% 10 DAYS NET 30 DAYS

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3% UPCHARGE
 ALL BULK CANDIES FOB BRYAN OHIO
 OTHER CANDIES FREIGHT ALLOWED OR PREPAID

0000 ALWAYS REFER TO THIS NUMBER **INVOICE NO 304581**

28585K STR

INVOICE DATE FEB 04 2003	INVOICE NO 304581	BROKER B L V MKTG, INC	CUSTOMER NO 978404AA	CARRIER	ROUTE Roadway VITRAN EXPRESS
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CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT
16	66	DUM DUM POPS, 120 CT BOX LFSS 5% SPECIAL DISCOUNT	B9 18S	54 00	864 00
3	77	SAF-1-POPS, 100 CT BOX LFSS 5% SPECIAL DISCOUNT	B9 12S	60 00	180 00
P O # MUST APPEAR ON ALL DOCUMENTS PO # - 51-0019900 CALL FOR DELIVERY APPOINTMENT 815-372-4141 ***** CARRIER ATTACH PACKING SLIP TO DEL RECEIPT PACKING SLIP ATTACHED TO CARTON 					
		SHIP 02/04 ARRIVE FEB 10			

NO PACKAGES 19	GROSS WEIGHT 614	FIBRE CASES CANDY 34 93 CU FT	INVOICE TOTAL	971 80
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TERMS

971 97



SPANGLER CANDY COMPANY 419 636 4221
 400 NORTH PORTLAND STREET PO BOX 71 800 653 8638
 BRYAN OHIO 43506 419 636 3695 fax

CUSTOMER ORDER NO AND DATE

555574 NA

03/17/2003

LOSS OR DAMAGE DISCOVERED AFTER DELIVERY OF SHIPMENT TO CONSIGNEE SHALL BE REPORTED BY CONSIGNEE TO CARRIER IMMEDIATELY UPON DISCOVERY AND IN ANY EVENT WITHIN 15 DAYS AFTER RECEIPT

SHIP TO

WILLIAM GOODLETTSVILLE
 500 S CARPENTERS ST
 GOODLETTSVILLE, IN 47077

SOLD TO

WILLIAMS OF NASHVILLE
 PO BOX 24800
 OKLAHOMA CITY, OK 73174

TERMS

Exhibit

PREPAID

1% 10 DAYS NET 30 DAYS

DELIVERED IN 500 POUND MINIMUM 350 499 LBS 3% UPCHARGE
 ALL BULK CANDIES FOB BRYAN OHIO
 OTHER CANDIES FREIGHT ALLOWED OR PREPAID

ALWAYS REFER TO THIS NUMBER

INVOICE NO

306252

INVOICE DATE MAR 27 2003	INVOICE NO 306252	BROKER BOBBI RICKLETT	CUSTOMER NO 555574	CARRIER ETR 0101	ROUTE ROADWAY
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CASES	ITEM NO.	DESCRIPTION	PACK	UNIT PRICE	NET AMOUNT
7	66	WHEAT DUM POPS, 1.0 CT BAG	B6 105	34 00	238 00
4	50159	WHEAT DUM POPS, 1.0 OZ BAG	B6 245	25 00	100 00
13	50152	CIRCUS MM PEANUTS, 11 OZ BAG	B6 215	21 60	280 80
<p>PO # MUST APPEAR ON ALL DOCUMENTS PO# 555574-NA DRIVER REQUIRED TO UNLOAD ON DOCK PALLETIZE ON 40' AS A WAY PALLETS STRETCHWRAP TRUCK DRIVER (APPROX) DATE REQ ON B/L VENDOR #152045 NO FREE ASIRAY, DEFECTS ALLOWED CALL FOR DEL APT. 27 HRS AHEAD 615-859-0274 MERCHANDISE SUBJECT TO DAMAGE AT TEMPERATURES BELOW 32 DEGREES FAHRENHEIT ***** CARRIER ATTACH PACKING SLIP TO ALL RECEIPTS PACKING SLIP ATTACHED TO CARTON</p> <p>SHIP 03/27 ARRIVE APR 01</p>					
NO PACKAGES	GROSS WEIGHT	FIBRE CASES CANDY	INVOICE TOTAL		274 80
74	563	39 17 CT FI			

even al

BR2