UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

PROOF OF CLAIM

615340

Bar Date Ref # 2-NVM-81359

In re FLEMING FOODS OF TEXAS, LP

Case Number 03-10955

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

035442938615
035442938616
035465267928б
035442938617
0354653615340

Conwood CO LP
PO Box PO Box 217
Memphis TN 38101

035442938619
035465366558 7
035465360882 3
035442938620
035465358072 7

Creditor Telephone Number (901) 248 1727

CREDITOR TAX I D # 62-1691028

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 SEE ATTACHED INVOICES

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE

$ 6148.89 (unsecured) $ ________ (secured) $ ________ (unsecured priority) $ 6148.89 (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 USE ONLY

FILED
SEP 10 2003
BMC

DATE SIGNED 8/29/3

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)

Way Cash, WAYNE CASH, CREDIT MANAGER

Fleming Companies Claim

09803

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

0010

INVOICE NO 127135

SHIPPING DATE	INVOICE DATE
03-20-2003	03-20-2003

EDI-3

SOLD TO
FLEMING CO INC
LUBBOCK DIVISION
PO BOX 24680
OKLAHOMA CITY
OK 73124

SHIP TO
FLEMING CO INC
5824 ELM AVE
LUBBOCK
TX 79404

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHSE
42	152	4	48	01	83	83	05	03	05				2601502	2601500	01		0010		

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO
	MEMPHIS TENN	OVERNITE - TRU		579511-LU

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE	AMOUNT

DISTRIBUTOR TAX PERMIT 92026381 MANUFACTURER TAX PERMIT 92000208

* *

42100 MANUFACTURER ID FOR FOLLOWING ITEMS

1	00200 07113	HONEST	012CTN	POCKET	CAN	207 3600	207 3600	207 36
1	01771 32309	LEVI GARRETT	012CTN	3OZ	P-40	216 0000	216 0000	216 00
1	01234 63122	KODIAK	018	1 2 OZ	5 CN	242 1000	242 1000	242 10
1	01843 96222	COUGAR NATURAL	018	1 2 OZ	5CAN	153 9000	153 9000	153 90
1	01874 97175	GRIZZLY LC WG	001	75CNT OFF	DISP	49 2000	49 2000	49 20

(DISPLAY PACK CONTAINS 6 10-CAN DISPLAYS,
60 1 2OZ CANS TOTAL)
PROMOTION # 603

5 TOTAL BOXES SHIPPED / 80 WEIGHT TOTAL 868 56

AMOUNT SUBJECT TO DISCOUNT	868 56	
3 5% DISCOUNT		30 40CR
AMOUNT DUE IF RECEIVED BY	04/04/2003	838 16
AMOUNT DUE BY 04/19/2003		868 56

**** ALL ORDERS ACCEPTED SUBJECT TO PRICES PREVAILING ON DATE OF SHIPMENT ****
* CUSTOMER SERVICE REMIT TO - CONWOOD SALES COMPANY, L P *
* TELEPHONE 1-800-238-2409 - P O BOX 11407 *
* FAX 1-800-727-0949 - BIRMINGHAM, AL 35246-0230 *
* E-MAIL CONWOOD CUSTOMERSERVICE@CWDLP COM *
************************ YOUR BUSINESS IS APPRECIATED ************************

Customer responsible for applicable state tobacco taxes

[illegible] 3/5/03 12 02 [illegible]

SPECIAL TERMS:

4 [illegible] AVE
[illegible] TX 7940[illegible]
01095905 (913)591-1814

(800)[illegible]-7400

FREIGHT BILL NUMBER 111202 [illegible]
396 174 240
ORIGIN [illegible] **DEST** [illegible]
PICK UP DATE 01/20/03

46 KEEL STREET
MEMPHIS TN 38107-[illegible]
01 [illegible] (901)741-2050
ADV CAR
00101271 35

O/R COPY: 4
[illegible] DELIVERY INFO
[illegible] TIME: 03/25 9:00 10:06

LUB-001

OVERNITE TRANSPORTATION COMPANY www.overnite.com

396 174 240

PCS	HM	PT	DESCRIPTION OF ARTICLES AND SPECIAL MARKINGS	WEIGHT (LBS)	NMFC		
			5 PIECE(S) COUNTED AND VERIFIED ON 5 [illegible] HANDLING UNIT(S) WITH THE FOLLOWING:				
1		BX	SNUFF	18	04/810-00		
4		[illegible]	CIGARS CUT OR [illegible]	62	047[illegible]-00		
			[illegible] FUEL ADJUSTMENT NOTIFICATION CHARGES ALL ACCESSORIAL CHARGES ARE TO BE PAID BY [illegible] TOBACCO CO BILL TO: 03421435 [illegible] SALES CO LP [illegible] 81344 0000001 [illegible] 01/01/93 01998		1 cs # 68684 COUGAR N. SNUFF SHORT		

5 ◀TTL PCS	PRINT NAME [illegible]	TTL WT ▶ 80	ODOM 1845	ARRIVE 842	DEPART 906
DLVRD 5	SIGNATURE X [illegible] 3-26-03	FIRM -	DATE 3-26-03	DRIVER NAME [illegible]	
INTACT? [✓ NO]	RECEIVED THE ABOVE PROPERTY IN GOOD CONDITION EXCEPT AS NOTED RECORD EXCEPTIONS & DESCRIPTIONS OF GOODS IN BODY OF FORM ABOVE				

SOLD TO
FLEMING CO INC
LUBBOCK DIVISION
PO BOX 24680
OKLAHOMA CITY
OK 73124

SHIP TO
THE FLEMING COMPANIES
LUBBOCK DIVISION
BOX 1530
LUBBOCK
TX 79408

INVOICE NO 716375

SHIPPING DATE	INVOICE DATE
	02-14-2002

RSN- PM

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHSE
42	152	4	48	01	83	83	05	03	05				2601502	2601500	01		0010	PM0202	

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE	AMOUNT
		MOIST TOBACCO PRICE CHANGE	CREDIT FOR FEB 11, 2002	
1	99999	SALES VALUE ADJ MOIST	34 7100 34 7100	34 71CR
*			CREDIT MEMORANDUM	34 71CR

CREDIT MEMO

Customer responsible for applicable state tobacco taxes

SOLD TO
FLEMING CO INC
LUBBOCK DIVISION
PO BOX 24680
OKLAHOMA CITY
OK 73124

SHIP TO
FLEMING CO INC
LUBBOCK DIVISION
BOX 1530
LUBBOCK
TX 79408

INVOICE NO 717541

SHIPPING DATE	INVOICE DATE
	10-18-2002

RSN- PL

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHSE
42	152	4	48	01	83	83	05	03	05				2601502	2601500	01		0010	PL1002	

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE	AMOUNT
PLUG & LOOSE LEAF PRICE CHANGE			CREDIT FOR OCTOBER 14, 2002	
1	99999	SALES VALUE ADJUST PLUG	2 1700 2 1700	2 17CR
1	99999	SALES VALUE ADJUST L L	21 7000 21 7000	21 70CR
*			CREDIT MEMORANDUM	23 87CR

CREDIT MEMO

Customer responsible for applicable state tobacco taxes

INVOICE cfp
(REV OCT/2002)

SOLD TO
FLEMING CO INC
LUBBOCK DIVISION
PO BOX 24680
OKLAHOMA CITY
OK 73124

SHIP TO
FLEMING CO INC
LUBBOCK DIVISION
BOX 1530
LUBBOCK
TX 79408

INVOICE NO 719093

SHIPPING DATE	INVOICE DATE
	01-17-2003

RSN- PM

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHSE
42	152	4	48	01	83	83	05	03	05				2601502	2601500	01		0010	PM0103	

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE	AMOUNT
		MOIST TOBACCO PRICE CHANGE	CREDIT FOR JANUARY 13, 2003	
1	99999	SALES VALUE ADJ MOIST	13 5300 13 5300	13 53CR
*			CREDIT MEMORANDUM	13 53CR

CREDIT MEMO

Customer responsible for applicable state tobacco taxes

INVOICE dp
(REV OCT/2002)

0010

INVOICE NO 124648

SHIPPING DATE	INVOICE DATE
03-06-2003	03-06-2003

EDI-3

SOLD TO
FLEMING CO INC
GARLAND DIVISION
PO BOX 24750
OKLAHOMA CITY
OK 73124

SHIP TO
FLEMING CO
2600 MCCREE RD
GARLAND
TX 75041

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO.	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO.	BILL OF LADING NO	SHIP WHSE
42	057	4	42	01	28	28	02	03	02				2603602	2035602	01		0010		

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO.
	MEMPHIS TENN	ABF		352977-GA

009310742

DISTRIBUTOR TAX PERMIT 94047456 MANUFACTURER TAX PERMIT 92000208

*   *

QUANTITY	U.P.C. CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE		AMOUNT
	42100	MANUFACTURER ID FOR FOLLOWING ITEMS			
1	00020 01113	GARRETT 012CTN POCKET CAN	207 3600	207 3600	207 36
1	01206 08545	TUBE ROSE 012 THRIFT TUMB	67 8000	67 8000	67 80
2	01771 32309	LEVI GARRETT 012CTN 3OZ P-40	216 0000	216 0000	432 00
1	01778 34450	TAYLOR'S PRIDE 012 3 OZ P-50	201 6000	201 6000	201 60
1	00465 39914	CANNONBALL 010BXS 1 3/4 L 12C	208 8000	208 8000	208 80
1	00312 46914	TAYLORS PRIDE 012BXS 1 3/4 L 12C	266.4000	266 4000	266 40
1	01232 62122	HAWKEN 018 1.2 OZ 5 CN	242 1000	242 1000	242 10
1	01843 96222	COUGAR NATURAL 018 1 2 OZ 5CAN	153 9000	153 9000	153 90
1	01845 96624	L C COUGAR WINT 018 1 2 OZ 5CAN	153 9000	153 9000	153 90
4	01874 97175	GRIZZLY LC WG 001 75CNT OFF DISP	49 2000	49 2000	196 80
		(DISPLAY PACK CONTAINS 6 10-CAN DISPLAYS, 60 1 2OZ CANS TOTAL) PROMOTION # 603			
2	01875 97775	GRIZZLY FC NAT 001 75CNT OFF DISP	49 2000	49 2000	98 40
		(DISPLAY PACK CONTAINS 6 10-CAN DISPLAYS, 60 1 2OZ CANS TOTAL) PROMOTION # 703			

16 TOTAL BOXES SHIPPED / 250 WEIGHT TOTAL 2,229 06

AMOUNT SUBJECT TO DISCOUNT 2,229 06
3 5% DISCOUNT 78 02CR
AMOUNT DUE IF RECEIVED BY 03/21/2003 2,151 04

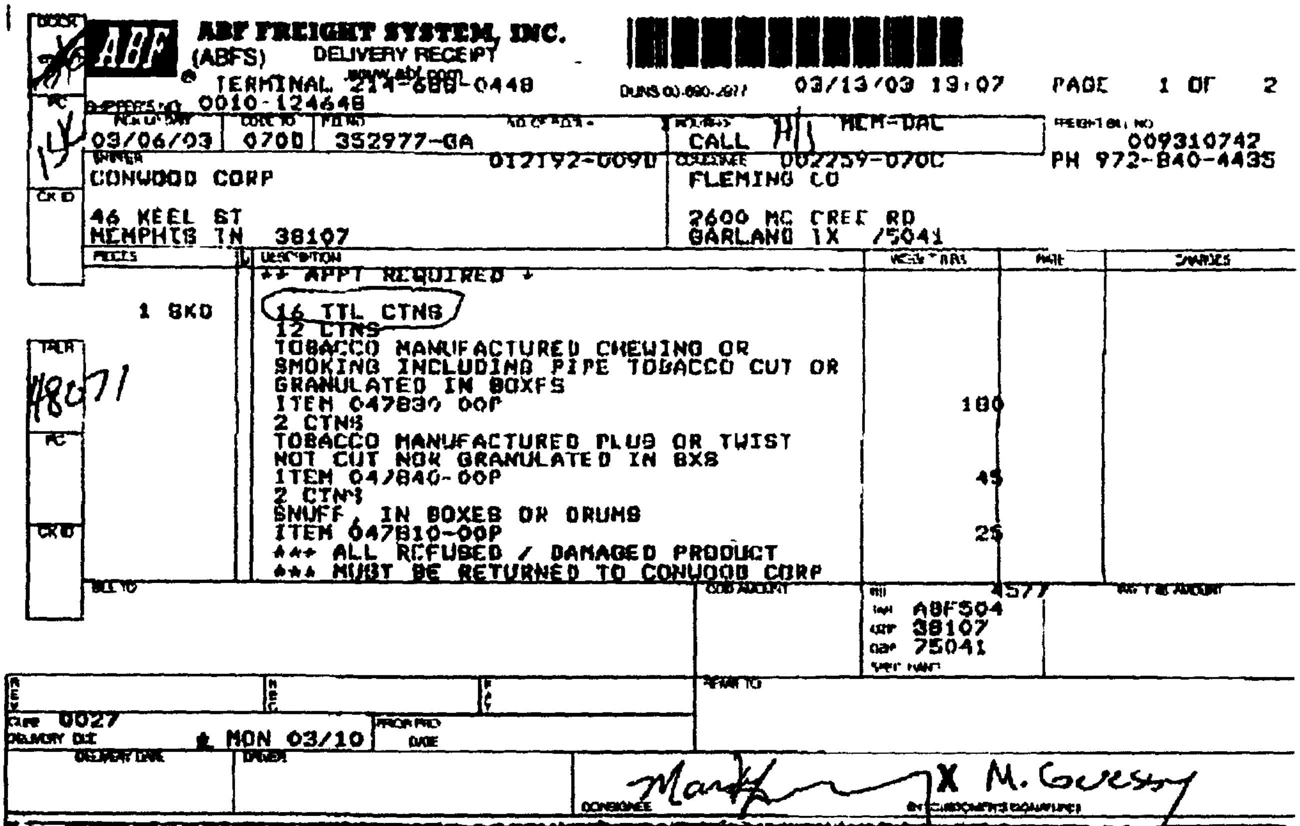
AMOUNT DUE BY 04/05/2003 2,229 06

**** ALL ORDERS ACCEPTED SUBJECT TO PRICES PREVAILING ON DATE OF SHIPMENT ****
* CUSTOMER SERVICE REMIT TO - CONWOOD SALES COMPANY, L P *
* TELEPHONE 1-800-238-2409 - P O BOX 11407 *
* FAX 1-800-727-0949 - BIRMINGHAM, AL 35246-0230 *
* E-MAIL CONWOOD CUSTOMERSERVICE@CWDLP COM *
************************* YOUR BUSINESS IS APPRECIATED *************************

NEED P.O.D.

DATE 4/11/3 wc

Customer responsible for applicable state tobacco taxes



ABF FREIGHT SYSTEM, INC.
(ABFS) DELIVERY RECEIPT
www.abf.com
TERMINAL 214-688-0448
DUNS 00-890-2877
03/13/03 19:07 PAGE 1 OF 2

SHIPPERS NO 0010-124648

PICKUP DATE 03/06/03 | CODE TO 0700 | P/O NO 352977-GA | 012192-009D

ROUTING CALL MEM-DAL

FREIGHT BILL NO 009310742
PH 972-840-4435

SHIPPER
CONWOOD CORP
46 KEEL ST
MEMPHIS TN 38107

CONSIGNEE 002259-070C
FLEMING CO
2600 MC CREE RD
GARLAND TX 75041

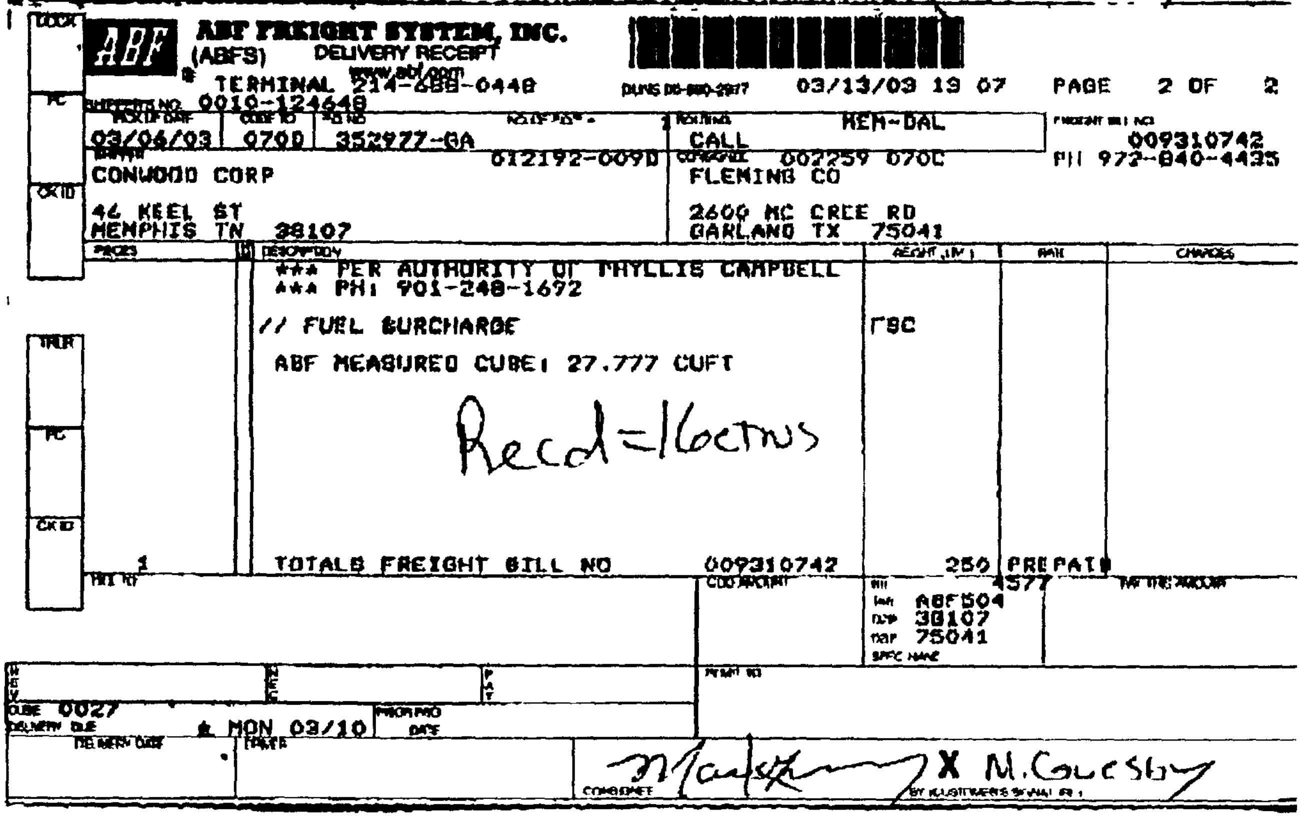
PIECES	DESCRIPTION	WEIGHT LBS	RATE	CHARGES
	** APPT REQUIRED *			
1 SKD	16 TTL CTNS			
	12 CTNS TOBACCO MANUFACTURED CHEWING OR SMOKING INCLUDING PIPE TOBACCO CUT OR GRANULATED IN BOXES ITEM 047830 00P	180		
	2 CTNS TOBACCO MANUFACTURED PLUG OR TWIST NOT CUT NOR GRANULATED IN BXS ITEM 047840-00P	45		
	2 CTNS SNUFF, IN BOXES OR DRUMS ITEM 047810-00P	25		
	*** ALL REFUSED / DAMAGED PRODUCT *** MUST BE RETURNED TO CONWOOD CORP			

4577
ABF504
38107
75041

CUBE 0027
DELIVERY DUE * MON 03/10

CONSIGNEE X M. Gresby

Door: 46
PC: 14
TRLR: 48071



ABF FREIGHT SYSTEM, INC.
(ABFS) DELIVERY RECEIPT
www.abf.com
TERMINAL 214-688-0448
DUNS 00-890-2877
03/13/03 19 07 PAGE 2 OF 2

SHIPPERS NO 0010-124648

PICKUP DATE 03/06/03 | CODE TO 0700 | P/O NO 352977-GA | 012192-009D

ROUTING CALL MEM-DAL

FREIGHT BILL NO 009310742
PH 972-840-4435

SHIPPER
CONWOOD CORP
46 KEEL ST
MEMPHIS TN 38107

CONSIGNEE 002259 070C
FLEMING CO
2600 MC CREE RD
GARLAND TX 75041

PIECES	DESCRIPTION	WEIGHT LBS	RATE	CHARGES
	*** PER AUTHORITY OF PHYLLIS CAMPBELL *** PH: 901-248-1692			
	// FUEL SURCHARGE	FSC		
	ABF MEASURED CUBE: 27.777 CUFT			
	Recd=16ctns			
1	TOTALS FREIGHT BILL NO 009310742	250	PREPAID	

4577
ABF504
38107
75041

CUBE 0027
DELIVERY DUE * MON 03/10

CONSIGNEE X M. Gresby

[Printer Friendly Version]

0010

INVOICE NO 125695

SHIPPING DATE	INVOICE DATE
03-17-2003	03-17-2003

EDI-3

SOLD TO
FLEMING CO INC
GARLAND DIVISION
PO BOX 24750
OKLAHOMA CITY
OK 73124

SHIP TO
FLEMING CO
2600 MCCREE RD
GARLAND
TX 75041

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHSE
42	057	4	42	01	28	28	02	03	02				2603602	2035602	01		0010		

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO
	MEMPHIS TENN	ABF		401825-GA

DISTRIBUTOR TAX PERMIT 94047456 MANUFACTURER TAX PERMIT 92000208

* DESIRED ARRIVAL 03/21/2003 *

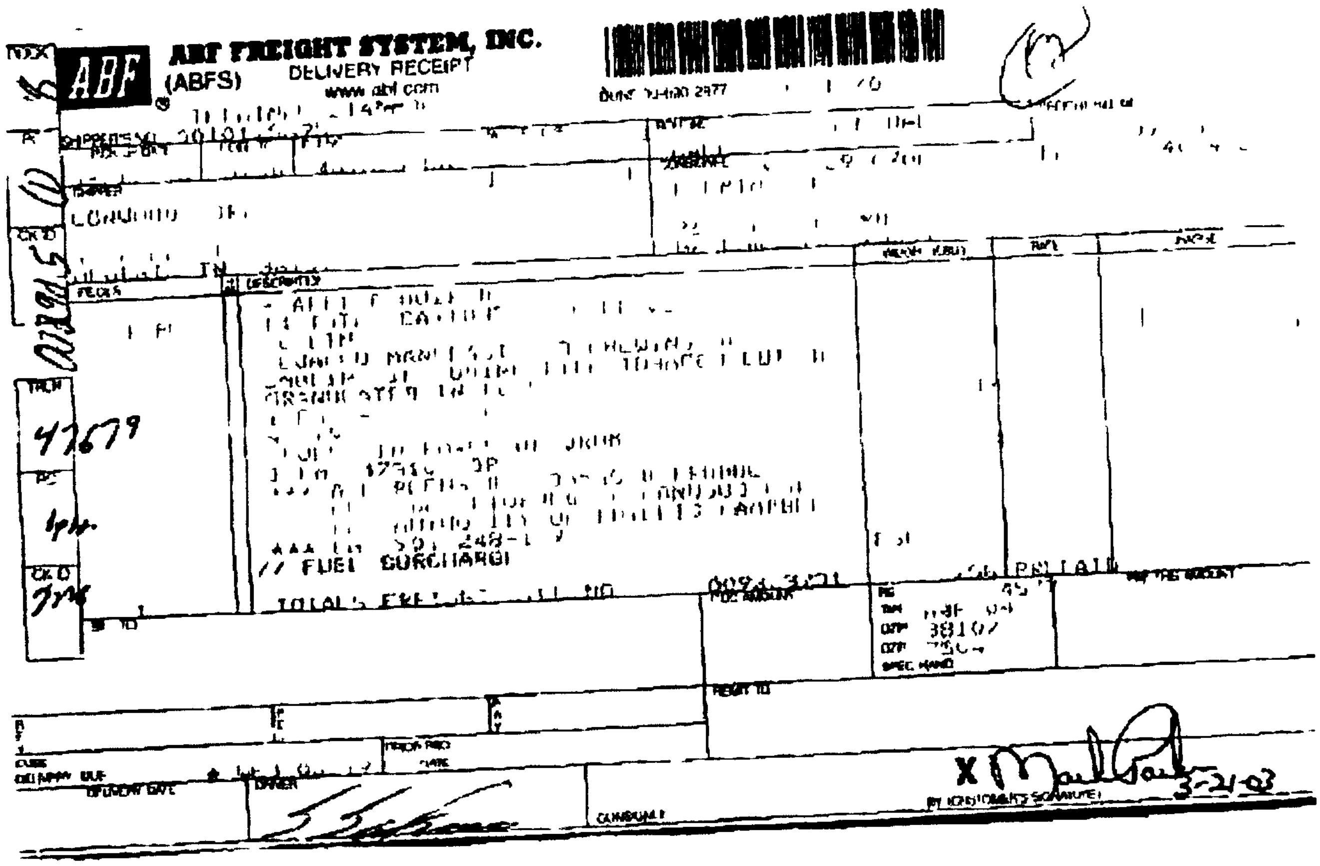
42100 MANUFACTURER ID FOR FOLLOWING ITEMS

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE				UNIT PRICE		AMOUNT
2	00070 01635	GARRETT	012	GIANT	BOT	73 2000	73 2000	146 40
1	00100 02113	GARRETT SWEET	012CTN	POCKET	CAN	207 3600	207 3600	207 36
1	00220 07645	HONEST	012	GIANT	TUMB	73 2000	73 2000	73 20
3	01771 32309	LEVI GARRETT	012CTN	3OZ	P-40	216 0000	216 0000	648 00
1	01778 34450	TAYLOR'S PRIDE	012	3 OZ	P-50	201 6000	201 6000	201 60
1	01773 95410	MORGAN'S	012	3 OZ	12P	165 6000	165 6000	165 60
1	01843 96222	COUGAR NATURAL	018	1 2 OZ	5CAN	153 9000	153 9000	153 90
1	01844 96224	L C COUGAR NAT	018	1 2 OZ	5CAN	153 9000	153 9000	153 90
2	01874 97175	GRIZZLY LC WG	001	75CNT OFF	DISP	49 2000	49 2000	98 40
		(DISPLAY PACK CONTAINS 6 10-CAN DISPLAYS, 60 1 2OZ CANS TOTAL) PROMOTION # 603						
1	01875 97775	GRIZZLY FC NAT	001	75CNT OFF	DISP	49 2000	49 2000	49 20
		(DISPLAY PACK CONTAINS 6 10-CAN DISPLAYS, 60 1 2OZ CANS TOTAL) PROMOTION # 703						

14 TOTAL BOXES SHIPPED / 258 WEIGHT	TOTAL	1,897 56
AMOUNT SUBJECT TO DISCOUNT	1,897 56	
3 5% DISCOUNT		66 41CR
AMOUNT DUE IF RECEIVED BY	04/01/2003	1,831 15
AMOUNT DUE BY 04/16/2003		1,897 56

**** ALL ORDERS ACCEPTED SUBJECT TO PRICES PREVAILING ON DATE OF SHIPMENT ****
* CUSTOMER SERVICE REMIT TO - CONWOOD SALES COMPANY, L P *
* TELEPHONE 1-800-238-2409 - P O BOX 11407 *
* FAX 1-800-727-0949 - BIRMINGHAM, AL 35246-0230 *
* E-MAIL CONWOOD CUSTOMERSERVICE@CWDLP COM *
************************* YOUR BUSINESS IS APPRECIATED *************************

Customer responsible for applicable state tobacco taxes



ABF FREIGHT SYSTEM, INC.
(ABFS)
DELIVERY RECEIPT
www.abf.com

PIECES

DESCRIPTION

// FUEL SURCHARGE

TOTALS

47679

ZIP 38107

DRIVER

CONSIGNEE

X

BY (CUSTOMER'S SIGNATURE)

3-21-03

0010

INVOICE NO 126749

SHIPPING DATE	INVOICE DATE
03-20-2003	03-20-2003

EDI-3

SOLD TO
FLEMING CO INC
GARLAND DIVISION
PO BOX 24750
OKLAHOMA CITY
OK 73124

SHIP TO
FLEMING CO
2600 MCCREE RD
GARLAND
TX 75041

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHSE
42	057	4	42	01	28	28	02	03	02				2603602	2035602	01		0010		

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO
	MEMPHIS TENN	ABF		460462-GA

DISTRIBUTOR TAX PERMIT 94047456 MANUFACTURER TAX PERMIT 92000208

* DESIRED ARRIVAL 03/26/2003 *

42100 MANUFACTURER ID FOR FOLLOWING ITEMS

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE				UNIT PRICE		AMOUNT
1	00020 01113	GARRETT	012CTN	POCKET	CAN	207 3600	207 3600	207 36
2	00070 01635	GARRETT	012	GIANT	BOT	73 2000	73 2000	146 40
1	00120 02645	GARRETT SWEET	012	GIANT	TUMB	73 2000	73 2000	73 20
1	00200 07113	HONEST	012CTN	POCKET	CAN	207 3600	207 3600	207 36
1	01771 32309	LEVI GARRETT	012CTN	3OZ	P-40	216 0000	216 0000	216 00
1	01778 34450	TAYLOR'S PRIDE	012	3 OZ	P-50	201 6000	201 6000	201 60
1	00716 48714	LEVI GARRETT PG	012	1 3/4 LB	12C	266 4000	266 4000	266 40
1	01773 95410	MORGAN'S	012	3 OZ	12P	165 6000	165 6000	165 60
1	01844 96224	L C COUGAR NAT	018	1 2 OZ	5CAN	153 9000	153 9000	153 90
1	01842 96622	COUGAR FC WGRN	018	1 2 OZ	5CAN	153 9000	153 9000	153 90
2	01874 97175	GRIZZLY LC WG	001	75CNT OFF	DISP	49 2000	49 2000	98 40
	(DISPLAY PACK CONTAINS 6 10-CAN DISPLAYS, 60 1 2OZ CANS TOTAL) PROMOTION # 603							
3	01875 97775	GRIZZLY FC NAT	001	75CNT OFF	DISP	49 2000	49 2000	147 60
	(DISPLAY PACK CONTAINS 6 10-CAN DISPLAYS, 60 1 2OZ CANS TOTAL) PROMOTION # 703							

16 TOTAL BOXES SHIPPED / 246 WEIGHT TOTAL 2,037 72

AMOUNT SUBJECT TO DISCOUNT 2,037 72
3 5% DISCOUNT 71 32CR
AMOUNT DUE IF RECEIVED BY 04/04/2003 1,966 40

AMOUNT DUE BY 04/19/2003 2,037 72

CONTINUED ON NEXT PAGE

Customer responsible for applicable state tobacco taxes

0010

INVOICE NO 126749

SHIPPING DATE	INVOICE DATE
03-20-2003	03-20-2003

EDI-3

SOLD TO
FLEMING CO INC
GARLAND DIVISION
PO BOX 24750
OKLAHOMA CITY
OK 73124

SHIP TO
FLEMING CO
2600 MCCREE RD
GARLAND
TX 75041

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHSE
42	057	4	42	01	28	28	02	03	02				2603602	2035602	01		0010		

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO
	MEMPHIS TENN	ABF		460462-GA

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE	AMOUNT

DISTRIBUTOR TAX PERMIT 94047456 MANUFACTURER TAX PERMIT 92000208

```
**** ALL ORDERS ACCEPTED SUBJECT TO PRICES PREVAILING ON DATE OF SHIPMENT ****
* CUSTOMER  SERVICE                   REMIT TO - CONWOOD SALES COMPANY, L  P   *
* TELEPHONE  1-800-238-2409                    - P O  BOX 11407                *
*       FAX  1-800-727-0949                    - BIRMINGHAM, AL 35246-0230     *
* E-MAIL CONWOOD CUSTOMERSERVICE@CWDLP COM                                     *
************************ YOUR BUSINESS IS APPRECIATED ************************
```

Customer responsible for applicable state tobacco taxes

ABF FREIGHT SYSTEM, INC.
(ABFS) DELIVERY RECEIPT
www abf com

DUNS 00-690 2977

DOCK 47

PC 5

CK ID 3[illegible]

SHIPPER S NO [illegible]

PICK UP DATE	CODE TO	PO NO	NO OF PO'S =	ROUTING	FREIGHT BILL NO
		[illegible]		MEM [illegible]	[illegible]

SHIPPER [illegible]

CONSIGNEE [illegible]

PIECES	HM	DESCRIPTION	WEIGHT (LBS.)	RATE	CHAR
		* APPT [illegible]			
		[illegible] MANUF[illegible] CHEWING OR			
		[illegible] PIPE TOBACCO [illegible]			
		[illegible] IN BX			
		[illegible] DAMAGED PRODUCT			
		[illegible] MUST BE RETURNED TO CONWOOD OR			
		[illegible] AUTHORITY OF PHYLLIS CAMPBELL			

TRLR 86545

PC 16

CK ID 3[illegible]

BILL TO

COD AMOUNT

RB [illegible]
TAR ABF 504
OZIP [illegible]
DZIP [illegible]
SPEC. HAND

PAY THIS AMOU

REV

REC

PAY

REMIT TO

CUBE

DELIVERY DUE ★ [illegible]

PRIOR PRO
DATE

DELIVERY DATE 3 28 03

DRIVER Michael P Compton

X

CONSIGNEE

BY (CUSTOMER'S SIGNATURE)

ABF FREIGHT SYSTEM, INC.
(ABFS) DELIVERY RECEIPT
www abf com

DUNS 00-690 2977

DOCK

PC

CK ID

SHIPPER S NO [illegible]

PICK UP DATE	CODE TO	PO NO	NO OF PO S =	ROUTING	FREIGHT BILL NO
[illegible]	[illegible]	[illegible]		[illegible]	[illegible]

SHIPPER
CONWOOD CORP
[illegible]

CONSIGNEE
FLEMING [illegible]
260 [illegible]

PIECES	HM	DESCRIPTION	WEIGHT (LBS)	RATE	CHAI
		[illegible]			
		[illegible]			
		TOTALS [illegible]			

TRLR

PC

CK ID

R 17
Wayne B[illegible]
3/28/0

BILL TO

COD AMOUNT

RB
TAR ABF [illegible]
OZIP [illegible]
DZIP [illegible]
SPEC HAND

PAY THIS AMO

REV

REC

PAY

REMIT TO

CUBE

DELIVERY DUE ★ [illegible]

PRIOR PRO
DATE

DELIVERY DATE

DRIVER

X

Conwood Sales Co L P

REPORT # 30401
PHASE OLCR018

CASH TRANSACTION SCAN

DATE 12/31/2002
TIME 14 22 06
PAGE 1

TRANSACTION = 00-271590
PAID DATE = 12/30/2002

CUST NO	CUST NAME		BRANCH				
INVOICE	REF #	GROSS	NET AMT	DISC AMT	PAID AMT	O/S	RS
25949-01	FLEMING CO INC		KANSAS CITY DIVISION				
108910		464 40	464 40	0 00	448 15	Need POD ~~16.25~~	~~C~~
109697		527 40	508 94	18 46	508 94	0 00	
25965-00	FLEMING CO INC		MEMPHIS DIVISION				
110376		1,768 80	1,706 89	61 91	1,706 89	0 00	
109904		5,611 32	5,414 92	196 40	5,414 92	0 00	
109404		5,622 48	5,425 69	196 79	5,425 69	0 00	
109698		6,023 64	5,812 81	210 83	5,812 81	0 00	
26039-00	FLEMING CO INC		LAFAYETTE DIV				
109952		1,893 96	1,827 67	66 29	1,827 67	0 00	
110152		2,536 68	2,447 90	88 78	2,447 90	0 00	
26036-02	FLEMING CO INC		GARLAND DIVISION				
~~108583~~		2,448 36	2,448 36	0 00	2,362 67	Need POD ~~85.69~~	~~C~~
660456	210662	12-30 0 00	0 00	0 00	290 76-	290 76	B
		2603600					
26053-00	FLEMING CO INC		WARSAW DIVISION				
109962		3,864 24	3,728 99	135 25	3,728 99	0 00	
109384		4,866 48	4,696 15	170 33	4,696 15	0 00	
110280		6,287 40	6,067 34	220 06	6,067 34	0 00	
109383		6,766 92	6,530 08	236 84	6,530 08	0 00	

CHECK AMOUNT	46,687 44
O/S AMOUNT	392 70
CONTROL AMOUNT	3,564,422 82
CONTROL POSTED AMT	2,135,986 04
CONTROL O/S AMOUNT	12,451 16

Ckt 2000 Batch 4 Seq 17 Mach# 7 12-30-2002 $46,687.44 ID: 230

THE FACE OF THIS DOCUMENT IS PRINTED IN BLUE AND RED INK

Fleming

ox 26647 Oklahoma City OK 73126

BANK OF AMERICA
WALNUT CREEK CA

90-4182/ 1211

No 25763943

FS

Date 12/26/02

Amount $*****46,687 44*

00

271590

Pay
ORTY SIX THOUSAND SIX HUNDRED EIGHTY SEVEN DOLLARS AND
44/100

Pay To The Order Of

CONWOOD COMPANY LP
PO BOX 11407
BIRMINGHAM, AL 35246

Unique Character Facsimile Signature

⑈25763943⑈ ⑆121141822⑆73139⑈01222⑈

---

leming

148565 0025

When corresponding refer to ===> **25763943**

Division		Invoice Date	Receipt Date	Inv No /Credit Request	Amount	Discount
CORPORATE CATEGORY MARKETING		12/20/02	12/20/02	GAC210662	-290 76	0 00
KANSAS CITY		11/27/02	11/28/02	108910	464 40	-16 25
KANSAS CITY		12/04/02	12/05/02	109697	527 40	-18 46
MEMPHIS	CTP	12/09/02	12/10/02	110376	1,768 80	-61 91
LAFAYETTE		12/05/02	12/06/02	109952	1,893 96	-66 29
GARLAND	CTP	11/26/02	11/26/02	108583	2,448 36	-85 69
LAFAYETTE		12/06/02	12/09/02	110152	2,536 68	-88 78
WARSAW		12/05/02	12/06/02	109962	3,864 24	-135 25
WARSAW		12/03/02	12/04/02	109384	4,866 48	-170 33
MEMPHIS	CTP	12/06/02	12/09/02	109904	5,611 32	-196 40
MEMPHIS	CTP	12/05/02	12/06/02	109404	5,622 48	-196 79
MEMPHIS	CTP	12/05/02	12/06/02	109698	6,023 64	-210 83
WARSAW		12/09/02	12/10/02	110280	6,287 40	-220 06
WARSAW		12/03/02	12/04/02	109383	6,766 92	-236 84

ATE OF CHECK 12/26/02 AMOUNT OF CHECK $46,687 44

Box 26647
ahoma City, OK 73126-0647

FLEMING COMPANIES, INC
ACCOUNTS PAYABLE DEPARTMENT / GARLAND DIVISION
770 WEST ROCK CREEK ROAD
NORMAN, OK 73071

7/10/02 CLAIM # GAC0210662

CONWOOD CO L P
FLOYD SANDERS
P O BOX 217
MEMPHIS, TN 38101-0217

VENDOR # 148565

DEPARTMENT 100 GROCERY

TO THE VENDOR–YOUR PROMPT ATTENTION IS NECESSARY THIS CHARGEBACK WILL BE PROCESSED IMMEDIATELY AND PLACED IN LINE FOR DEDUCTION IN 30 DAYS
INDICATE THE ABOVE DOCUMENT NUMBER ON ALL CORRESPONDENCE AND/OR CALLS

REASON FOR CHARGEBACK

DOCUMENTATION ATTACHED

DUE US ON TOTAL DEBIT **$290 76**

8/6/2 Disputed. Price difference related to price increase.
Conwood
Credit Manager

IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT CUSTOMER SERVICE
EMAIL PRGNorman@Hotmail com
TELEPHONE # (405) 364-4796 FAX # (405) 364-4574
PRG-SCHULTZ, 770 W ROCK CREEK RD, SUITE 111-113, NORMAN, OK 73071

Product Received on Same Day are Due Same Price

Product listed in report are only those in which the same product was received on a different invoice on the same day at a lower price

029 GARLAND

CONWOOD CO L P 148565

Invoice Number	Invoice Date	PO Number	Item Number	UPC	Net Paid	Lowest Net	Difference	Cases Received	Total
551573		340240	00629	02720000795	5 25	4 67	0 58	12	6 96
551573		340240	00663	04210000070	5 84	5 41	0 43	240	103 20
551573		340240	00665	04210000075	5 84	5 41	0 43	180	77 40
551573		340240	00651	04210000220	5 84	5 41	0 43	240	103 20
								TOTAL DUE	290 76

CONWOOD CO L P 148565 *Example Invoices* 029 GARLAND

Invoice Number	Inv Date	PO Number	PO Date	Rcv Date	UPC	Cases	PO Net	Inv Grs	InvNet	PO Adj Cst	Net Paid
551573		340240	12/3/2001	12/14/2001	04210000070	240	$5 41	$5 84	$5 84	$5 84	$5 84
551573		340240	12/3/2001	12/14/2001	04210000220	240	$5 41	$5 84	$5 84	$5 84	$5 84
551573		340240	12/3/2001	12/14/2001	04210000075	180	$5 41	$5 84	$5 84	$5 84	$5 84
545470		091466	10/22/2001	12/14/2001	04210000075	24	$5 41	$5 41	$5 41	$0 00	$5 41
545470		091466	10/22/2001	12/14/2001	04210000070	48	$5 41	$5 41	$5 41	$0 00	$5 41
545470		091466	10/22/2001	12/14/2001	04210000220	24	$5 41	$5 41	$5 41	$0 00	$5 41
551573		340240	12/3/2001	12/14/2001	02720000795	12	$5 00	$5 25	$5 25	$5 25	$5 25
545470		091466	10/22/2001	12/14/2001	02720000795	12	$4 67	$0 00	$0 00	$0 00	$4 67

Conwood Sales Co , L P
813 Ridge Lake Blvd
Memphis Tennessee 38120
Remit To Address Printed Below

FILE COPY 001U **INVOICE NO** 551573

Sold To
FLEMING CO INC
GARLAND DIVISION
PO BOX 24750
OKLAHOMA CITY
OK 73124

Ship To
FLEMING CO
2600 MCCREE RD
GARLAND
TX 75041

SHIPPING DATE	INVOICE DATE
12-11-2001	12-11-2001

EDI-3

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO.	BILL OF LADING NO	SHIP WHS
42	057	442012222020302											2603602	2603600	01		001U		

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO
	MEMPHIS TENN	UPS MEMPHIS		340240-GA

DISTRIBUTOR TAX PERMIT 94047456 MANUFACTURER TAX PERMIT 92000208

* *
* PLEASE SHIP ASAP AS CHECK IS BEING *
* CUT ON 12/5 FOR INVOICE 536950 *

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE	NET UNIT PRICE	AMOUNT
	42100	MANUFACTURER ID FOR FOLLOWING ITEMS			
15	00020 01113	GARRETT 012CTN POCKET CAN	195 8400	195 8400	2937 60
20	00070 01635	GARRETT 012 GIANT BOT	70 0800	70 0800	1401 60
15	00075 01645	GARRETT 012 GIANT TUMB	70 0800	70 0800	1051 20
2	00100 02113	GARRETT SWEET 012CTN POCKET CAN	195 8400	195 8400	391 68
10	00120 02645	GARRETT SWEET 012 GIANT TUMB	70 0800	70 0800	700 80
4	00200 07113	HONEST 012CTN POCKET CAN	195 8400	195 8400	783 36
20	00220 07645	HONEST 012 GIANT TUMB	70 0800	70 0800	1401 60
1	01206 08545	TUBE ROSE 012 THRIFT TUMB	63 0000	63 0000	63 00
30	01771 32309	LEVI GARRETT 012CTN 3OZ P-40	201 6000	201 6000	6048 00
2	01856 32320	LEVI EXTRA 012 3 OZ P-40	201 6000	201 6000	403 20
6	01778 34450	TAYLOR'S PRIDE 012 3 OZ P-50	187 2000	187 2000	1123 20
1	00465 39914	CANNONBALL 010BXS 1 3/4 L 12C	205 2000	205 2000	205 20
1	00312 46914	TAYLORS PRIDE 012BXS 1 3/4 L 12C	252 0000	252 0000	252 00
3	00716 48714	LEVI GARRETT PG 012 1 3/4 LB 12C	252 0000	252 0000	756 00
2	01232 62122	HAWKEN 018 1 2 OZ 5 CN	222 3000	222 3000	444 60
2	01234 63122	KODIAK 018 1 2 OZ 5 CN	222 3000	222 3000	444 60
4	01773 95410	MORGAN'S 012 3 OZ 12P	151 2000	151 2000	604 80
4	01843 96222	COUGAR NATURAL 018 1 2 OZ 5CAN	126 0000	126 0000	504 00
2	01844 96224	L C COUGAR NAT 018 1 2 OZ 5CAN	126 0000	126 0000	252 00
1	01842 96622	COUGAR FC WGRN 018 1 2 OZ 5CAN	126 0000	126 0000	126 00
2	01845 96624	L C COUGAR WINT 018 1 2 OZ 5CAN	126 0000	126 0000	252 00

147 TOTAL BOXES SHIPPED / 2525 WEIGHT TOTAL 20,146 44

AMOUNT SUBJECT TO DISCOUNT	20,146 44	
3 5% DISCOUNT		705 13CR
AMOUNT DUE IF RECEIVED BY	12/26/2001	19,441 31
AMOUNT DUE BY 01/10/2002		20,146 44

CONTINUED ON NEXT PAGE

Customer responsible for applicable state tobacco taxes

Conwood Sales Co , L P
813 Ridge Lake Blvd
Memphis Tennessee 38120
Remit To Address Printed Below

FILE COPY 001U **INVOICE NO** 551573

Sold To

FLEMING CO INC
GARLAND DIVISION
PO BOX 24750
OKLAHOMA CITY
OK 73124

Ship To

FLEMING CO
2600 MCCREE RD
GARLAND
TX 75041

SHIPPING DATE	INVOICE DATE
12-11-2001	12-11-2001

EDI-3

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHS
42	057	442012222020302											2603602	2603600	01		001U		

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO
	MEMPHIS TENN	UPS MEMPHIS		340240-GA

QUANTITY	U P C CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE	NET UNIT PRICE	AMOUNT	

DISTRIBUTOR TAX PERMIT 94047456 MANUFACTURER TAX PERMIT 92000208

**** ALL ORDERS ACCEPTED SUBJECT TO PRICES PREVAILING ON DATE OF SHIPMENT ****
* CUSTOMER SERVICE REMIT TO - CONWOOD SALES COMPANY, L P *
* TELEPHONE 1-800-238-2409 - P O BOX 1000 / DEPT 180 *
* - MEMPHIS, TN 38148-0002 *
* OR FAX 1-800-727-0949 *
************************ YOUR BUSINESS IS APPRECIATED ************************

Customer responsible for applicable state tobacco taxes

FORM CSINV0
DOCUMENT INVCC

Conwood Sales Company, L.P.
P O Box 217 Memphis, TN 38101

Price List No 544 Manufacturer UPC Identification No 42100 Effective Date November 26, 2001

AMERICAN SNUFF DIVISION

SNUFF PRODUCTS

BRAND NAME	PACKAGE	ITEM SIZE	CASE PRICE	CARTON PRICE	CONWOOD ITEM CODE	UPC CODES - MFR. #42100		
						CASE CODE	CARTON CODE	ITEM CODE O-SUPPD.
W E GARRETT SCOTCH 	Cans	Small	$195 84	$16 32	1013	00015	00016	420171
		Pocket	195 84	16.32	1113	00020	00021	420221
		Thrift	58 32	58 32	1517	00055	—	420561
	Packs	Economy	120 00	120 00	1820	00080	—	420811
		Family	120 00	120 00	1920	00090	—	420911
	Tumblers	Thrift	63 00	63 00	1545	00065	—	420661
		Giant	70 08	70 08	1645	00075	—	420761
LEVI GARRETT SCOTCH 	Bottles	Thrift	63 00	63 00	1535	00060	—	420611
		Giant	70 08	70 08	1635	00070	—	420711
W E. GARRETT SWEET 	Cans	Small	195 84	16.32	2013	00095	00096	420971
		Pocket	195 84	16 32	2113	00100	00101	421021
		Thrift	58.32	58.32	2517	00110	—	421111
	Tumblers	Thrift	63 00	63 00	2540	00115	—	421161
		Giant	70 08	70 08	2645	00120	—	421211
HONEST SCOTCH 	Cans	Pocket	195 84	16 32	7113	00200	00201	422021
		Thrift	58.32	58 32	7517	00210	—	422111
	Tumbler	Giant	70 08	70 08	7645	00220	—	422211
DENTAL SCOTCH	Cans	Pocket	195.84	16 32	5113	00135	00136	421371
		Thrift	58.32	58 32	5517	00160	—	421611
	Tumblers	Thrift	63 00	63 00	5545	00165	—	421661
		Giant	70 08	70 08	5645	00170	—	421711
DENTAL SWEET 	Cans	Pocket	195 84	16 32	6113	00175	00176	421771
		Thrift	58 32	58 32	6517	00185	—	421861
	Tumblers	Thrift	63 00	63 00	6540	00190	—	421911
		Giant	70 08	70 08	6640	00195	—	421961
PEACH SWEET	Cans	Pocket	195 84	16 32	4113	00125	00126	421271
		Thrift	58.32	58 32	4517	00130	—	421311
TUBE ROSE	Cans	Pocket	198 00	$16 50	8113	01203	00204	422031
		Thrift	58.92	58 92	8517	01205	—	422051
		#8	88.32	88 32	8820	01207	—	422071
	Tumbler	Thrift	63 00	63.00	8545	01206	—	422061

For your convenience, prices are shown on a carton and case basis However, all items should be ordered in case lots and will be invoiced at case prices

Customer Service Department. Call Toll Free 1-800-238-2409
Monday through Friday from 7 00 to 4 30 CST
Customer Service Fax 1-800-727-0949

Please see reverse for Conditions of Sale, Payment Terms, Freight Charges and Product Information

Conwood Sales Company, L.P.

Price List No 544
Effective Date November 26, 2001

CONDITIONS OF SALE

These prices and terms supersede all previous price lists and related notices Prices are subject to change without notice No employee has authority to change any circular, letter or price list issued by the company All orders, including those held by us for future shipments, are subject to acceptance or reduction at our Memphis office, and to prices in effect on the day of shipment

PAYMENT TERMS

3-1/2% prompt payment discount if check is received within 15 days of invoice date

Net invoice total amount due within 30 days

FREIGHT CHARGES

PREPAID on shipments of 200 pounds gross or over

We will make combination shipments of our DRY SNUFF, PLUG, LOOSE LEAF, TWIST, and MOIST SMOKELESS TOBACCO brands and will prepay the freight on shipments of 200 pounds gross or over, one or assorted brands or sizes, based on gross weight per case Freight paid to the nearest point to which we can obtain through bill of lading, our responsibility ceases when we make delivery to the carrier

PRODUCT INFORMATION
SNUFF PRODUCTS

ITEM SIZE	UNIT WEIGHT (OZ.)	UNITS PER CARTON	CARTONS PER CASE	GROSS WEIGHT PER CASE	CASE CUBE	CASE DIMENSIONS
CANS						
Small	0.50	24	12	19 lbs	0 605	15-7/8" x 10-3/4" x 6-1/8"
Pocket	1 15	12	12	20 lbs	0 727	14-3/8" x 10-3/4" x 8-1/8"
Thrift	4.65	12	1	5 lbs	0 187	9-1/4" x 7" x 5"
Tube Rose #8 Can	7 45	12	1	7 6 lbs	0.260	10-1/2" x 7-11/16" x 5-11/16"
BOTTLES						
Thrift	4 65	12	1	9 lbs	0.203	10-5/8" x 8" x 4-1/8"
Giant	5.58	12	1	10 lbs.	0.240	10-5/8" x 8" x 4-7/8"
TUMBLERS						
Thrift	4 65	12	1	6 lbs	0.263	11-3/8" x 8-5/8" x 4-5/8"
Giant	5.58	12	1	6 lbs	0 284	11-5/8" x 9-1/8" x 4-5/8"
PACKS						
Economy	7.50	16	1	10 lbs.	0 301	11-3/4" x 7-3/8" x 6"
Family	15 00	8	1	10 lbs	0.292	9-3/8" x 6-5/8" x 8-1/8"

Manufacturer UPC Identification No 42100

```
                    *********************
                    ***   TX REPORT   ***
                    *********************

TRANSMISSION OK

TX/RX NO                  3758
CONNECTION TEL                      14053644574
CONNECTION ID
ST  TIME                  08/06 15 01
USAGE T                   03 15
PGS  SENT                   7
RESULT                    OK
```

CONWOOD SALES CO., L.P
CREDIT DEPARTMENT
FAX# 901-761-2837

FACSIMILE TRANSMITTAL SHEET

TO Kim Letter

FROM Wayne Cash

COMPANY

DATE

FAX NUMBER 405-364-4574

TOTAL NO OF PAGES INCLUDING COVER 7

PHONE NUMBER

SENDER S REFERENCE NUMBER

RE

YOUR REFERENCE NUMBER

☐ **URGENT** ☐ **FOR REVIEW** ☐ **PLEASE COMMENT** ☐ **PLEASE REPLY** ☐ **PLEASE RECYCLE**

COMMENTS

Please advise.

NOTE

The documents and information submitted with this facsimile transmission contain confidential and privileged information from Conwood Sales Co. L. P. The addressee reserves its confidentiality and privilege. If you are not the intended recipient, please be advised that any disclosure, coping, distribution or use of the contents of the Fax

Conwood Sales Co L P.

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REPORT # 30401               CASH TRANSACTION SCAN              DATE  02/04/2003
PHASE  OLCR018                                                  TIME    11 10 28
                                                                PAGE           1

TRANSACTION = 00-275597
PAID DATE   = 02/03/2003

CUST NO     CUST NAME                  BRANCH
 INVOICE   REF #          GROSS        NET AMT   DISC AMT      PAID AMT          O/S  RS
----------------------------------------------------------------------------------------

25986-01    FLEMING CO INC             TULSA DIVISION

  115255                 502 80        485 20      17 60        485 20          0 00

26015-02    FLEMING CO INC             LUBBOCK DIVISION

  114799                 704 40        679 75      24 65        679 75          0 00

26036-02    FLEMING CO INC             GARLAND DIVISION

  660726 300190  2-3       0 00          0 00       0 00         46 17-        46 17 J 613

                            CHECK AMOUNT      1,118 78
                            O/S AMOUNT           46 17

                         CONTROL AMOUNT     1,918,480 41
                         CONTROL POSTED AMT   162,482 30
                         CONTROL O/S AMOUNT     2,250 05
```

Working for Conwood
agent [illegible] her office
[illegible]
[illegible]

972 446-1340

Jan-1st

David Andrew
At Fleming, [illegible]
[illegible]
[illegible]
ar product

FORM LHDCS
OVERLAY CSHDR

Tkt 1600 Batch 2 Seq 8 Mach# 9 02-03-2003 $1,118.78 ID: 230

00-225597

Fleming

Box 26647 Oklahoma City OK 73126

BANK OF AMERICA
WALNUT CREEK CA

90-4182/ 1211

No 25777750

FS

Date	Amount
01/28/03	$******1,118 78*

Pay
ONE THOUSAND ONE HUNDRED EIGHTEEN DOLLARS AND 78/100

Pay To The Order Of

CONWOOD COMPANY LP
PO BOX 11407
BIRMINGHAM, AL 35246

Unique Character Facsimile Signature

⑈25777750⑈ ⑆121141822⑆73139⑉01222⑈

Fleming

148565 0005

When corresponding refer to ===> **25777750**

Division		Invoice Date	Receipt Date	Inv No./Credit Request	Amount	Discount
GARLAND		12/28/02	01/17/03	GAW300190	-46 17	0 00
TULSA	CTP	01/10/03	01/13/03	115255	502 80	-17 60
LUBBOCK		01/08/03	01/09/03	114799	704 40	-24 65

DATE OF CHECK 01/28/03

AMOUNT OF CHECK $1,118 78

PO Box 26647
Oklahoma City, OK 73126-0647

FLEMING COMPANIES, INC DEDUCTION DOCUMENT

FLEMING	GARLAND	VEND #	148565	CONWOOD COMPANY LP

REF INV		INVC DATE	12/28/2002	DEPT	100	GROC
REF PO	0	DED DATE	01/17/2003	BROKER		
M-VNDR	0	ORD DATE	01/01/0001	MDSR		

RC	UPC	DESCRIPTION/COMMENT	WEIGHT	QTY	$ AMOUNT	EXT
L7	000	WAREHOUSE DAMAGES	0 0	1	$46 17	
L7	000	BACKUP TO FOLLOW BY MAIL	0 0	0	$0 00	
L7	000	CALL 602/269-5200	0 0	0	$0 00	
L7	000	FOR ADD'L INFO	0 0	0	$0 00	

CNTACT		CNTACT PHONE		TOTAL AMOUNT DEDUCTED	

DO NOT PAY - TOTAL AMOUNT WILL BE DEDUCTED ON

REFER TO DEDUCTION NUMBER ON ALL CORRESP

Deduction Search

Dow

360190

PRODUCT DAMAGE & RECOOP INVOICE GROCERY PAGE 1

GARLAND DIVISION
P O BOX 469012
GARLAND TX
75046-9012
972/840-4400

BILL TO 16980
CONWOOD COMPANY L P
BOX 1000, DEPT 180
*
MEMPHIS TN 38148

REGISTER NO
AP # 0148565
PRD END DATE 12/28/02
PERIOD NUMBER 13

TO BILL YOUR COMPANY FOR LOSS OF (70 0/) OUR COST DUE TO SELLING YOUR DISTRESSED MERCHANDISE TO SALVAGE DEALERS IT IS OUR INTENTION ONLY, TO RECOOP THE PERCENTAGE OF LOSS THAT WE ARE UNABLE TO RECOVER AFTER MERCHANDISE IS SOLD TO SALVAGE DEALERS

DISTRESSED MERCHANDISE IS SOLD DAILY TO INSURE PROPER SANITATION LEVEL IN OUR WAREHOUSE ANY QUESTIONS REGARDING YOUR PARTICULAR PRODUCT SHOULD BE DIRECTED TO OUR LOSS CONTROL SUPERINTENDENT, MARK HILL AT 972-840-4571

ITEM CODE	DESCRIPTION	PACK	SIZE	CASES	AMOUNT
00661	GARET SCTCH PCKT SNU	12	1CT	2	48 46
00665	GARET GIANT TMBLR 16	1	1CT	2	17 50
	TOTAL LOSS			4	65 96
					X 70 0 /
	INVOICE TOTAL				$46 17

106-640011-4617

****

Ref# 660726
2603602

By laws, tobacco
products must be accounted
for by manufacturer. Not
salvaged by wholesaler
We ~~[illegible]~~
cannot
credit charge

SOLD TO
FLEMING CO INC
GARLAND DIVISION
PO BOX 24750
OKLAHOMA CITY
OK 73124

SHIP TO
FLEMING CO
2600 MCCREE RD
GARLAND
TX 75041

INVOICE NO 716378

SHIPPING DATE	INVOICE DATE
	02-14-2002

RSN- PM

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHSE
42	057	4	42	01	22	22	02	03	02				2603602	2603600	01		0010	PM0202	

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE	AMOUNT
	MOIST TOBACCO PRICE CHANGE		CREDIT FOR FEB 11, 2002	
1	99999	SALES VALUE ADJ MOIST	52 7900 52 7900	52 79CR
*			CREDIT MEMORANDUM	52 79CR

CREDIT MEMO

Customer responsible for applicable state tobacco taxes

INVOICE cfp
(REV OCT/2002)

SOLD TO
FLEMING CO INC
GARLAND DIVISION
PO BOX 24750
OKLAHOMA CITY
OK 73124

SHIP TO
FLEMING CO
2600 MCCREE RD
GARLAND
TX 75041

INVOICE NO 717545

SHIPPING DATE	INVOICE DATE
	10-18-2002

RSN- PL

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHSE
42	057	4	42	01	22	22	02	03	02				2603602	2603600	01		0010	PL1002	

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE	AMOUNT
		PLUG & LOOSE LEAF PRICE CHANGE CREDIT FOR OCTOBER 14, 2002		
1	99999	SALES VALUE ADJUST PLUG	17 3600 17 3600	17 36CR
1	99999	SALES VALUE ADJUST L L	147 6300 147 6300	147 63CR
*		CREDIT MEMORANDUM		164 99CR

CREDIT MEMO

Customer responsible for applicable state tobacco taxes

INVOICE cfp
(REV OCT/2002)

SOLD TO
FLEMING CO INC
GARLAND DIVISION
PO BOX 24750
OKLAHOMA CITY
OK 73124

SHIP TO
FLEMING CO
2600 MCCREE RD
GARLAND
TX 75041

INVOICE NO 718276

SHIPPING DATE	INVOICE DATE
	11-15-2002

RSN- PS

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHSE
42	057	4	42	01	22	22	02	03	02				2603602	2603600	01		0010	PS1102	

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE	AMOUNT

SNUFF & TWIST PRICE CHANGE CREDIT FOR NOVEMBER 11, 2002

1 00000 99999 SALES VALUE ADJ ALW SNUF 71 1200 71 1200 71 12CR

* CREDIT MEMORANDUM 71 12CR

CREDIT MEMO

Customer responsible for applicable state tobacco taxes

SOLD TO
FLEMING CO INC
GARLAND DIVISION
PO BOX 24750
OKLAHOMA CITY
OK 73124

SHIP TO
FLEMING CO
2600 MCCREE RD
GARLAND
TX 75041

INVOICE NO 719038

SHIPPING DATE	INVOICE DATE
	01-17-2003

RSN- PM

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHSE
42	057	4	42	01	28	28	02	03	02				2603602	2035602	01		0010	PM0103	

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE		AMOUNT
		MOIST TOBACCO PRICE CHANGE CREDIT FOR JANUARY 13, 2003			
1	99999	SALES VALUE ADJ MOIST	8 8200	8 8200	8 82CR
*		CREDIT MEMORANDUM			8 82CR

CREDIT MEMO

Customer responsible for applicable state tobacco taxes

SOLD TO
FLEMING CO INC
GARLAND DIVISION
PO BOX 24750
OKLAHOMA CITY
OK 73124

SHIP TO
FLEMING CO
2600 MCCREE RD
GARLAND
TX 75041

INVOICE NO 719096

SHIPPING DATE	INVOICE DATE
	01-17-2003

RSN- PM

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHSE
42	057	4	42	01	22	22	02	03	02				2603602	2603600	01		0010	PM0103	

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE	AMOUNT
	MOIST TOBACCO PRICE CHANGE		CREDIT FOR JANUARY 13, 2003	
1	99999	SALES VALUE ADJ MOIST	94 0500 94 0500	94 05CR
*		CREDIT MEMORANDUM		94 05CR

CREDIT MEMO

Customer responsible for applicable state tobacco taxes

INVOICE cfp
(REV OCT/2002)

4-16 [illegible]
Leave open for Awhile

Conwood Sales Co L.P.

```
REPORT # 30401                 CASH TRANSACTION SCAN                 DATE  04/17/2002
PHASE  OLCR018                                                       TIME    08 11 32
                                                                     PAGE           1

TRANSACTION = 00-237028
PAID DATE   = 04/17/2002

CUST NO    CUST NAME                BRANCH
 INVOICE  REF #        GROSS        NET AMT   DISC AMT      PAID AMT            O/S  RS
-------------------------------------------------------------------------------------

26036-02   FLEMING CO INC           GARLAND DIVISION

  657936              194 99        194 99       0 00        194 99             0 00
  757404              119 76-       119 76-      0 00        119 76-            0 00
  757405              757 00-       757 00-      0 00         75 23-         681 77-  S#

                         CHECK AMOUNT          0 00
                         O/S AMOUNT          681 77-

                      CONTROL AMOUNT              0 00
                      CONTROL POSTED AMT          0 00
                      CONTROL O/S AMOUNT        681 77-
```

Additional damage credit due.

FORM LHDCS
OVERLAY CSHDR

SOLD TO
FLEMING CO INC
GARLAND DIVISION
PO BOX 24750
OKLAHOMA CITY
OK 73124

SHIP TO
FLEMING CO
2600 MCCREE RD
GARLAND
TX 75041

INVOICE NO 766034

SHIPPING DATE	INVOICE DATE
	09-23-2002

RSN- S

STATE	COUNTY	RG	DIST	MKT	SR1	SR2	SR3	SR4	SR5	SR6	SR7	SR8	CUSTOMER NO	S/A CUST NO	TYPE	BROKER MEMO NO	WHSE NO	BILL OF LADING NO	SHIP WHSE
42	057	4	42	01	22	22	02	03	02				2603602	2603600	01		0010	400044	

	SHIPPING POINT	SHIPPED VIA	CAR NO	CUSTOMERS ORDER NO

QUANTITY	UPC CASE CODE	DESCRIPTION/PACK/SIZE/STYLE	UNIT PRICE	AMOUNT
	DAMAGED 09/18/2002 4422200044			
	42100	MANUFACTURER ID FOR FOLLOWING ITEMS		
31	00020 01113	GARRETT 012CTN POCKET CAN		42 16CR
24	01778 34450	TAYLOR'S PRIDE 012 3 OZ P-50		31 20CR
2	01234 63122	KODIAK 018 1 2 OZ 5 CN		5 16CR
3	01843 96222	COUGAR NATURAL 018 1 2 OZ 5CAN		4 68CR
5	01842 96622	COUGAR FC WGRN 018 1 2 OZ 5CAN		7 80CR
			CREDIT MEMORANDUM	91 00CR

******************** DO NOT MAIL ******************

```
                        C R E D I T   M E M O
*********************************************************************
* 1  THE UNSALEABLE SNUFF AND/OR TOBACCO DESCRIBED ABOVE WERE RECEIVED BY      *
*    CONWOOD COMPANY, L P                                                       *
* 2  ALL OF THESE CARTONS OF SNUFF AND/OR TOBACCO HAVE BEEN OR WILL BE          *
*    DESTROYED                                                                  *
* 3  ALL OF THE INFORMATION CONTAINED ON THIS FORM IS TRUE AND ACCURATE AND IS *
*    PROVIDED UNDER THE PENALTY OF PERJURY                                      *
*********************************************************************
*                 " F O R   T A X   P U R P O S E S   O N L Y "                 *
*********************************************************************
```

Customer responsible for applicable state tobacco taxes

Fleming - Garland - Damage Invoice

Fleming.

Invoice Date 01/10/2003
Invoice Number GAR306313
Period Number 1
Vendor Number 16980 C
Sort Path 3207
AP Number 00148565
Bill To CONWOOD COMPANY LP

PO BOX 217
MEMPHIS, TN 38101

Remit To Fleming - Garland
P O Box 469012
Garland, TX 75046-9012
Attn Accounts Receivable

Please include invoice number with remittance

Payment Due By 01/24/2003

RA Reference Number GAR306313-3207-1 **COPT**

Item Identifier	Item Description		Item#	Quantity	Cost	Predamage DPC	Extended Totals
04210000021	00012 GARET SCTCH PC	1CT	0000661	1	1 39	0 0834	1 4734
04210000121	00001 GARRET SWT GNT	1CT	0000645	2	6 14	0 3684	13 0168
				3			14 4902

Summary of Return/Processing Costs	Expense Per Item	
Operations Thru Scan	0 2680	0 8040
Post Damage Handling	0 1280	0 3840
CENTER OPTION Processing Chute Charge	0 0100	0 0300

661121

Disputed.
Fleming deducted amnt 3/27/3

Invoice Total 15 71

This is a listing of items that were scanned between 12/09/2002 and 01/03/2003 If your policy has been to review, items will be held at our reclamation center until 01/24/2003, at which time they will be disposed of Any product not reviewed for three periods in a row will be disposed of and no longer held for review If you want to change your policy to start reviewing, and 30 day written notice is required For an appointment to review product call, John Hammermiester at 972-745-2013

Conwood Company, L.P

EDWARD J FOSTER
SECRETARY & GENERAL COUNSEL

September 9, 2003

VIA FEDEX

Bankruptcy Management Corporation
1330 East Franklin Avenue
El Segundo, CA 90245

Re Core-Mark Mid-Continent, Inc (Case No 03-10950)
Head Distributing Company (Case No 03-10963)
Fleming Foods of Texas, L P (Case No 03-10955)
Minter-Weisman Co (Case No 03-10964)
Core-Mark International, Inc (Case No 03-10944)
Fleming Companies, Inc (Case No 03-10945)

Dear Sir or Madam

I am enclosing herewith, in duplicate, Proofs of Claim submitted on behalf of Conwood Company, L P in connection with the captioned bankruptcies

Please note that we have inserted in the *name of creditors* space the several creditor numbers which were included on separate Proofs of Claim submitted to us

Please return an acknowledged copy of the claims using the enclosed Fedex airbill

Very truly yours,

Edward J Foster

Edward J Foster

cb
Enclosure

c Wayne Cash

813 Ridge Lake Boulevard • P O Box 217 • Memphis Tennessee 38101 0217 • (901) 248 1782 • Fax (901) 248 1412 • Email fostere@cwdlp com