

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

PROOF OF CLAIM



545308

Bar Date Ref # 2-NVM-3347

In re

Case Number

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

0354653545308

Yale Materials Handling Corp
PO Box 371639m
Pittsburgh PA 15251

Creditor Telephone Number ()

CREDITOR TAX ID #
93-0160700

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR
342926

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 _____ to _____
(date) (date)

2 DATE DEBT WAS INCURRED 8/14/02 - 3/31/03

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ 22,652.31 (unsecured) (secured) (unsecured priority) (total) \$ 22,652.31

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.

**FILED
SEP 10 2003
BMC**

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

SEP 10 2003

BMC

Fleming Companies Claim

DATE SIGNED
4-8-03

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)
Robert Schiller, Director of Credit

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

* * * I N V O I C E * * *
 HYSTER COMPANY
 P O Box 7006
 Greenville, NC 27835-7006

Order Number	SUN025	Invoice Number	336229
Bill-to PO		Invoice Date	8/14/02
Order Rcvd Date		Cancelled Invoice No	
Ship Date		Delivery Method	
Payment Method	Net	Dealer Index	011342911
Payment Due	30 Days		

S FLEMING COMPANY
 O T CENTRAL PURCHASING
 L O PO BOX 299013
 D

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LEWISVILLE TX 75029

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 R H Y S T E R C O M P A N Y
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 T P A L A T I N E , I L 6 0 0 5 5 0 2 5 4
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Bill-To 342911
 End Customer Mailbox . . . 0

Quantity	Part Number	Description	Amount (\$)

		TO INVOICE FOR SOLD ALONE - PO # COR130047 /	
		FOOD 4 LESS - PHOENIZ, AZ -- INVOICE FOR (QTY 2) MOBILE ECO	
		TRANSPALLET MODEL I-55 -- INVOICE TOTAL INCLUDES 2 PALLET	
		JACKSPPLUS FREIGHT	

REQUESTED BY PHYLLIS ZIENTARSKI

Total Net . 650.00

* * * I N V O I C E * * *
 H Y S T E R C O M P A N Y
 P O B o x 7 0 0 6
 G r e e n v i l l e , N C 2 7 8 3 5 - 7 0 0 6

Order Number	SUN025	Invoice Number	338268
Bill-to PO		Invoice Date	9/12/02
Order Rcvd Date		Cancelled Invoice No	
Ship Date		Delivery Method	
Payment Method	Net	Dealer Index	011342911
Payment Due	30 Days		

S FLEMING COMPANY	D S
O T CENTRAL PURCHASING	L H T
L O PO BOX 299013	V I O
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	Y

LEWISVILLE TX 75029

=====<Remit To>=====

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IL 60055 0254	

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Bill-To	342911	Mailbox .	0
End Customer			

Quantity	Part Number	Description	Amount (\$)
-		TO INVOICE SALES ORDER SOLD ALONE	
-		PO # COR130050/FOOD FOR LESS - SACRAMENTO, CA	
-		(QTY 2) MOBILE ECO TRANSPALLET MODEL I-55	
-		INVOICE TOTAL INCLUDES 2 PALLET JACKS PLUS FREIGHT	

Requested by Phyllis Zientarski 630-655-5277 Westmont, IL

Total Net	650 00
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* * * I N V O I C E * * *
 HYSTER COMPANY
 P O Box 7006
 Greenville, NC 27835-7006

Order Number	SUN026	Invoice Number	340561
Bill-to PO		Invoice Date	10/08/02
Order Rcvd Date		Cancelled Invoice No	
Ship Date		Delivery Method	
Payment Method	Net	Dealer Index	011342911
Payment Due	30 Days		

S FLEMING COMPANY
 O T CENTRAL PURCHASING
 L O PO BOX 299013
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LEWISVILLE TX 75029

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 R HYSTER COMPANY
 E T DEPARTMENT CH10254
 M
 I O
 T PALATINE, IL 60055 0254
 =====

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Bill-To 342911
 End Customer . Mailbox 0

 Quantity Part Number Description Amount (\$)

TO INVOICE FOR PO#COR130048/FOOD 4 LESS-UNION
 @ BAKERSFIELD, CA INVOICE FOR (QTY 2) MOBILE ECO TRANSPALLET
 MODEL I-55 INVOICE TOTAL INCLUDES 2 PALLET JACKS PLUS FREIGHT

SALES ORDER SOLD ALONE

REQUESTED BY PHYLLIS ZIENTARSKI @ 630-655-5277 - ILNA

Total Net 650 00

* * * I N V O I C E * * *
HYSTER COMPANY
P O Box 7006
Greenville, NC 27835-7006

Sales Order 002142 Bld/Clr Invoice Nbr 354374
Bill-to PO LAX012007 072 072 Invoice Date 3/26/03
Entry Date 2/03/03 F O.B. Plant GREENVILLE MFG PLANT
Ship Date 3/20/03 Nomenclature
Price Date 2/03/03
Bill To/Crd Terr 0000 / 0000 A/R Payment Net
End Customer ? Y Net Pmt Due 30 Days
Dealer Index 011342926

B FLEMING COMPANIES D S MEE MAT HANDLING-MILWAUK
I T PO BOX 1957 L H T 11721 W CARMEN AVE
L O V I O
L R P
Y

LA CROSSE WI 54602-1957 MILWAUKEE WI 53225-0289
===== <Remit To> =====

R HYSTER COMPANY S GRAY'S IGA
E T DEPARTMENT CH10254 E H T 1414 SOUTH MAIN STREET
M C I O
I O P
T PALATINE, IL 60055 0254

ROCKFORD IL 61102

Dealer Code 342926 Mailbox . 0
Req Routing Ship Via Freight Carrier
Model W30XTR

Ord Qty	Option/Dimension/Description	Shp Qty
1	05102 W30XTR	1
1	02001 CONSTRUCTION STANDAR	1
1	02701 BATTERY COMP 35 4LX1	1
1	05201 VOLTAGE 24	1
1	05601 APPROVAL UL TYPE E C	1
1	08003 BDI WITH LIFT INTERR	1
1	18001 35" O E C -- 43" BA	1
1	15302 3/STG MAST 164 MFH 7	1
1	15601 32 5" SNG REACH ATTA	1
1	16201 LOAD BACKREST EXTENS	1
1	16302 42 X1 5X4 PALLET FOR	1
1	PREP	1

Unit Serial Number A455N01799A Ship Weight 4002

Invoice Net 12925 00
Freight 375 00
Sales Tax 00
Total Net 13300 00

* PLEASE NOTE *
* THE PRINTED TERMS AND CONDITIONS ENCLOSED HEREWITH ARE *
* INCORPORATED IN AND BY THIS REFERENCE MADE A PART OF *
* THIS DOCUMENT *

* * * I N V O I C E * * *
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Sales Order	002147	Bld/Clr	Invoice Nbr	354686
Bill-to PO	LAX012007A	072 072	Invoice Date	3/27/03
Entry Date	2/03/03	F O B Plant	GREENVILLE MFG PLANT	
Ship Date	3/24/03	Nomenclature		
Price Date	2/03/03	A/R Payment	Net	
Bill To/Crd Terr	0000 / 0000	Net Pmt Due	30 Days	
End Customer ?	Y			
Dealer Index	011342926			

B FLEMING COMPANIES
 I T PO BOX 1957
 L O
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D S GRAY'S IGA
 L H T 1414 SOUTH MAIN STREET
 V I O
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LA CROSSE	WI 54602-1957	ROCKFORD	IL 61102
===== <Remit To> =====			
R H Y S T E R C O M P A N Y		S GRAY'S IGA	
E T D E P A R T M E N T C H 1 0 2 5 4		E H T 1414 SOUTH MAIN STREET	
M		C I O	
I O		P	
T P A L A T I N E ,	IL 60055 0254		
=====			

ROCKFORD IL 61102

Dealer Code	342926	Mailbox	0
Reg Routing	Ship Via Freight Carrier		
Model	W40Z		

Ord Qty	Option/Dimension/Description	Shp Qty
1	05101 BASIC MODEL W40Z	1
1	02001 CONSTRUCTION - STAND	1
1	03048 48" LONG FORK WELDME	1
1	02927 27" WIDE FORKS	1
1	01002 GNB CHAMPION PALLET	1
1	05302 BATTERY CONNECTOR -	1
1	06101 DR TIRE 9X4 MOLDED-O	1
1	08001 BDI - NO DISPLAY	1
1	PREP	1

Unit Serial Number B218N03435A Ship Weight 1040

Invoice Net	3278 00
Freight	200 00
Sales Tax	00
Total Net	3478 00

 * PLEASE NOTE *
 * THE PRINTED TERMS AND CONDITIONS ENCLOSED HERewith ARE *
 * INCORPORATED IN AND BY THIS REFERENCE MADE A PART OF *
 * THIS DOCUMENT *

* * * I N V O I C E * * *
 YALE MATERIALS HANDLING CORPORATION
 P.O. Box 7367
 Greenville, NC 27835-7367

Sales Order	682181	Bld/Clr	Invoice Nbr	477492
Bill-to PO	M134479	072 072	Invoice Date	12/17/02
Entry Date	7/16/02	F O B Plant	70	
Ship Date	11/19/02	Nomenclature	MPB040-EN24T2748	
Price Date	11/19/02	Terms	1 000 / 10	
Bill To/Crd Terr	174 / 146	A/R Payment	Net	
End Customer ?	Y	Net Pmt Due	30 Days	
Dealer Index	074517699			

B FLEMING COMPANIES, INC-WI	D S YALE EQUIPMENT & SERVICES
I T 1200 WEST SUNSET DRIVE	L H T W136 N4901 CAMPBELL DRIVE
L O	V I O
L	R P
	Y

Waukesha, WI 53186	Menomonee Falls, WI 53051
===== <Remit To> =====	
R YALE MTLs HNDLG GRP INC	S FLEMING COMPANIES, INC
E T P O BOX 371639	E H T 1200 WEST SUNSET DRIVE
M	C I O
I O	P
T PITTSBURGH PA 15251-7639	
=====	
	Waukesha, WI 53186

Dealer Code	517699	Mailbox	174
Req Routing	Ship Via Freight Carrier		
Model . . .	MPB040-E		

Ord Qty	Option/Dimension/Description	Shp Qty	
1	T01040	4000 POUND CAPACITY	1
1	T42002	158 A H @ 6 HR RATE	1
1	T78501	BATTERY MOUNTED CONV	1
1	T24301	BATTERY CONNECTOR 17	1
1	T50001	LIFT MOTOR CUT-OUT A	1
1	T52001	24 VOLT SEM TRANSIST	1
1	T70701	LOW BATTERY LIFT INT	1
1	T20301	REVERSING SWITCH	1
1	T56101	UL CLASSIFICATION TY	1
1	T54001	LUBRICATION FITTINGS	1
1	T54501	FLUSH PALLET STOP	1
1	T10003	48" (1200MM) PALLET	1
1	T11002	27" (270MM) PALLET F	1
1	T08501	PALLET EXIT ROLLERS	1
1	T12501	3 25" LOWERED FORK H	1
1	T12101	7" (170MM) INDIVIDUA	1
1	T06001	48" HIGH LOAD BACKRE	1
1	T60001	9 0" X 4 0" MOLDED-O	1
1	T64001	3 25" X 4 50" POLY L	1
1	T64201	KNOCK-OUT LOAD WHEEL	1
1	T21901	IMPACT RESISTANT, ER	1
1	T22201	BUTTERFLY TRAVEL CON	1
1	T22202	CREEP SPEED CONTROL	1
1	T52901	ELECTROMAGNETIC PARK	1
1	T79905	OPERATOR'S MANUAL	1
1	T92001	ELECTRONIC HORN	1
1		LOCAL-PREP AND DELIV	1
1		LOCAL-ADD BDI, HOUR	1
1		LIGHT OPTION L70702	1

Unit Serial Number B827N04246Z Ship Weight . . . 1115

* * * I N V O I C E * * *
 YALE MATERIALS HANDLING CORPORATION
 P O Box 7367
 Greenville, NC 27835-7367

Sales Order	682181	Bld/Clr	Invoice Nbr	477492
Bill-to PO	M134479	072 072	Invoice Date	12/17/02

Invoice Net				2905 00
Freight				64 31
Sales Tax				00
Total Net		.		2969 31

~~THIS INVOICE SUBJECT TO 1 000 % CASH DISCOUNT AMOUNTING~~
~~TO \$ 29 05 IF PAID BY 12/27/02 NO CASH DISCOUNT~~
~~GIVEN ON PARTS, FREIGHT, TAXES OR SPECIAL CHARGES~~

PURCHASE ORDER # M134479

* * * I N V O I C E * * *
 HYSTER COMPANY
 P O Box 7006
 Greenville, NC 27835-7006

Order Number	SUN029	Invoice Number	354561
Bill-to PO	.	Invoice Date	3/31/03
Order Rcvd Date		Cancelled Invoice No	
Ship Date		Delivery Method	
Payment Method	Net	Dealer Index	011342926
Payment Due	30 Days		

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LA CROSSE WI 54602-1957

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 R HYSTER COMPANY
 E T DEPARTMENT CH10254
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 T PALATINE, IL 60055 0254
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Bill-To	342926	Mailbox	0
End Customer			

Quantity	Part Number	Description	Amount (\$)
-		TO INVOICE FOR 3 MOBILE ECO TRANSPALLET MODEL I-55	
-		PER PO #LAX012011 - SHIPPED TO GRAY'S IGA - ROCKFORD, IL	
-		INVOICE TOTAL INCLUDES 3 PALLET JACKS PLUS FREIGHT	

Total Net 975 00