

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

PROOF OF CLAIM



588008

Bar Date Ref # 2 NVM 53023

In re **FLEMING COMPANIES, INC**

Case Number **03-10945**

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

Name of Creditor and Address
Bridgford Marketing Co
Bridgford Foods Inc.
PO Box 3773
Anaheim CA 92803

0354653588008

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 **(714) 526-5533 x 5110**

CREDITOR TAX I.D. #
95-2312874

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 Personal injury/wrongful death Retiree benefits as defined in 11 U.S.C. § 1114(a)
 Services performed Taxes Wages, salaries, and compensation (Fill out below)
 Money loaned Other (describe briefly) Your social security number _____
 Unpaid compensation for services performed from _____ to _____
 (date) (date)

2 DATE DEBT WAS INCURRED **1-13-02**

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ **42,257.71** (unsecured)

\$ **0** (secured)

\$ **0** (unsecured priority) \$ **42,257.71** (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 11 2003
BMC

DATE SIGNED: **9-10-03**
 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):
John Kenzen, credit manager

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

Fleming Companies Claim
 09893

See Other Side For Instructions

Statement

| CHAIN | PARENT | CHILD | NAME | TYPE | A/R REF INVOICE | DATE | AMOUNT |
|--------|--------|--------|--------------------|-----------|--------------------|----------|---------|
| G00048 | P00441 | 062979 | BELLS | Invoice | 6633055 | 06/18/02 | 76 68 |
| G00048 | P00572 | 034898 | FESTIVAL FOODS | Deduction | A0003670 | 01/07/02 | 947 19 |
| G00048 | P00672 | 045725 | PENNSBORO IGA | Invoice | 6160111 | 01/08/02 | 204 84 |
| G00048 | P00672 | 045725 | PENNSBORO IGA | Invoice | 6160558 | 02/26/02 | 114 60 |
| G00048 | P00672 | 045725 | PENNSBORO IGA | Deduction | A0007872 | 03/12/02 | 500 00 |
| G00048 | P00672 | 045725 | PENNSBORO IGA | Invoice | 6160038 | 03/28/02 | 140 16 |
| G00048 | P00672 | 045725 | PENNSBORO IGA | Deduction | A0009597 | 04/03/02 | 500 00 |
| G00048 | P00672 | 045725 | PENNSBORO IGA | Invoice | 6162785 | 07/09/02 | 131 34 |
| G00048 | P00672 | 045725 | PENNSBORO IGA | Invoice | 6163628 | 10/04/02 | 198 48 |
| G00048 | P00672 | 045725 | PENNSBORO IGA | Invoice | 6163789 | 10/24/02 | 83 76 |
| G00048 | P00672 | 045725 | PENNSBORO IGA | Invoice | 6164628 | 01/17/03 | 144 60 |
| G00048 | P00672 | 045725 | PENNSBORO IGA | Invoice | 6164821 | 02/06/03 | 179 04 |
| G00048 | P00672 | 045725 | PENNSBORO IGA | Credit | 6164820 | 02/06/03 | (12 76) |
| G00048 | P00672 | 045725 | PENNSBORO IGA | Invoice | 6165133 | 03/07/03 | 119 34 |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Invoice | 6280109 | 01/11/02 | 330 12 |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Invoice | 6280606 | 03/16/02 | 220 32 |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Credit | 6284654 | 07/03/02 | (15 07) |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Invoice | 6284885 | 07/26/02 | 291 96 |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Invoice | 6285104 | 08/16/02 | 208 56 |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Credit | 6285105 | 08/16/02 | (6 39) |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Invoice | 6285709 | 10/22/02 | 414 24 |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Credit | 6285710 | 10/22/02 | (6 73) |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Invoice | 6286021 | 11/22/02 | 115 80 |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Invoice | 6286022 | 11/22/02 | 24 00 |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Invoice | 6286146 | 12/06/02 | 199 20 |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Invoice | 6286316 | 12/24/02 | 150 12 |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Invoice | 6286530 | 01/17/03 | 175 68 |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Invoice | 6286707 | 02/06/03 | 266 16 |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Invoice | 6287073 | 03/18/03 | 324 00 |
| G00048 | P00672 | 057551 | PORTAGE LAKE I G A | Invoice | 6287222 | 04/01/03 | 292 05 |
| G00048 | P00672 | 057569 | STACEYS IGA | Invoice | 6090068 | 01/08/02 | 626 94 |
| G00048 | P00672 | 057569 | STACEYS IGA | Invoice | 6090373 | 02/27/02 | 321 14 |
| G00048 | P00672 | 057569 | STACEYS IGA | Invoice | 6092595 | 03/27/02 | 317 28 |
| G00048 | P00672 | 057569 | STACEYS IGA | Invoice | 6093547 | 07/23/02 | 430 80 |
| G00048 | P00672 | 057569 | STACEYS IGA | Credit | 6093546 | 07/23/02 | (6 39) |
| G00048 | P00672 | 057569 | STACEYS IGA | Invoice | 6093753 | 08/15/02 | 389 16 |
| G00048 | P00672 | 057569 | STACEYS IGA | Credit | 6093752 | 08/15/02 | (6 93) |
| G00048 | P00672 | 057569 | STACEYS IGA | Invoice | 6094212 | 10/10/02 | 403 92 |
| G00048 | P00672 | 057569 | STACEYS IGA | Credit | 6094213 | 10/10/02 | (7 98) |
| G00048 | P00672 | 057569 | STACEYS IGA | Invoice | 6094499 | 11/13/02 | 772 68 |
| G00048 | P00672 | 057569 | STACEYS IGA | Invoice | 6094501 | 11/13/02 | 23 76 |
| G00048 | P00672 | 057569 | STACEYS IGA | Credit | 6094500 | 11/13/02 | (42 24) |
| G00048 | P00672 | 057569 | STACEYS IGA | Invoice | 6095291 | 02/24/03 | 485 04 |
| G00048 | P00672 | 057569 | STACEYS IGA | Invoice | 6095552 | 03/22/03 | 238 32 |
| G00048 | P00672 | 057650 | HURON IGA | Invoice | 5050231 | 01/24/02 | 366 48 |
| G00048 | P00672 | 057650 | HURON IGA | Credit | 5050232 | 01/24/02 | (16 28) |
| G00048 | P00672 | 057650 | HURON IGA | Invoice | 5052107 | 03/28/02 | 151 32 |
| G00048 | P00672 | 057650 | HURON IGA | Invoice | 5052292 | 04/27/02 | 402 00 |
| G00048 | P00672 | 057650 | HURON IGA | Invoice | 5052721 | 06/24/02 | 189 12 |
| G00048 | P00672 | 057650 | HURON IGA | Invoice | 5052910 | 07/22/02 | 177 48 |
| G00048 | P00672 | 057650 | HURON IGA | Invoice | 5053515 | 10/14/02 | 266 16 |
| G00048 | P00672 | 057650 | HURON IGA | Invoice | 5053656 | 10/30/02 | 155 16 |
| G00048 | P00672 | 057650 | HURON IGA | Invoice | 5053988 | 12/11/02 | 151 32 |
| G00048 | P00672 | 057650 | HURON IGA | Credit | 5053989 | 12/11/02 | (6 12) |

Statement

| CHAIN | PARENT | CHILD | NAME | TYPE | A/R REF INVOICE | DATE | AMOUNT |
|--------|--------|--------|-------------------|-----------|--------------------|----------|----------|
| G00048 | P00672 | 057650 | HURON IGA | Invoice | 5054267 | 01/22/03 | 368 04 |
| G00048 | P00672 | 057650 | HURON IGA | Invoice | 5054643 | 03/25/03 | 384 33 |
| G00048 | P00672 | 057650 | HURON IGA | Credit | 5054642 | 03/25/03 | (12 33) |
| G00048 | P00674 | 032946 | SENTRY | Invoice | 5580036 | 01/09/02 | 116 40 |
| G00048 | P00674 | 032946 | SENTRY | Invoice | 5582964 | 10/01/02 | 57 36 |
| G00048 | P00674 | 032946 | SENTRY | Invoice | 5583057 | 10/30/02 | 322 80 |
| G00048 | P00674 | 032946 | SENTRY | Invoice | 5583058 | 10/30/02 | 106 32 |
| G00048 | P00674 | 040114 | SENTRY SUPERSAVER | Invoice | S001952 | 11/01/02 | 73 94 |
| G00048 | P00674 | 040421 | SENTRY SUPERSAVER | Invoice | 6023564 | 07/19/02 | 252 24 |
| G00048 | P00674 | 040421 | SENTRY SUPERSAVER | Invoice | 6023773 | 08/13/02 | 193 20 |
| G00048 | P00674 | 040421 | SENTRY SUPERSAVER | Credit | C000338 | 08/16/02 | (149 28) |
| G00048 | P00674 | 040421 | SENTRY SUPERSAVER | Invoice | 6024341 | 10/22/02 | 250 80 |
| G00048 | P00674 | 040421 | SENTRY SUPERSAVER | Invoice | 6024527 | 11/22/02 | 131 88 |
| G00048 | P00674 | 044927 | SENTRY SUPERSAVER | Invoice | 5582315 | 03/21/02 | 174 96 |
| G00048 | P00674 | 044927 | SENTRY SUPERSAVER | Invoice | 5582788 | 08/16/02 | 23 94 |
| G00048 | P00674 | 044927 | SENTRY SUPERSAVER | Credit | 5582787 | 08/16/02 | (68 97) |
| G00048 | P00674 | 044927 | SENTRY SUPERSAVER | Invoice | 5583175 | 12/04/02 | 65 76 |
| G00048 | P00674 | 044927 | SENTRY SUPERSAVER | Invoice | 5583562 | 03/14/03 | 278 64 |
| G00048 | P00674 | 058912 | SENTRY SUPERSAVER | Invoice | 6020100 | 01/11/02 | 265 80 |
| G00048 | P00674 | 058912 | SENTRY SUPERSAVER | Credit | 6024064 | 09/23/02 | (209 46) |
| G00048 | P00674 | 059025 | SENTRY SUPERSAVER | Invoice | 5580064 | 01/15/02 | 279 72 |
| G00048 | P00674 | 059025 | SENTRY SUPERSAVER | Invoice | 6023583 | 07/22/02 | 207 24 |
| G00048 | P00674 | 059025 | SENTRY SUPERSAVER | Invoice | 6023833 | 08/19/02 | 76 68 |
| G00048 | P00674 | 059025 | SENTRY SUPERSAVER | Invoice | 5582908 | 09/09/02 | 81 96 |
| G00048 | P00674 | 059025 | SENTRY SUPERSAVER | Credit | 5582907 | 09/09/02 | (16 91) |
| G00048 | P00674 | 059025 | SENTRY SUPERSAVER | Invoice | 5583555 | 03/13/03 | 123 72 |
| G00048 | P00674 | 059069 | SENTRY SUPERSAVER | Invoice | 6020087 | 01/10/02 | 150 12 |
| G00048 | P00674 | 059069 | SENTRY SUPERSAVER | Invoice | 6023838 | 08/20/02 | 143 64 |
| G00048 | P00674 | 059069 | SENTRY SUPERSAVER | Invoice | 6024330 | 10/22/02 | 170 76 |
| G00048 | P00674 | 059125 | SENTRY SUPERSAVER | Invoice | 5580065 | 01/15/02 | 192 72 |
| G00048 | P00674 | 059125 | SENTRY SUPERSAVER | Invoice | 5582240 | 02/26/02 | 229 68 |
| G00048 | P00674 | 059125 | SENTRY SUPERSAVER | Invoice | 5582655 | 07/10/02 | 80 76 |
| G00048 | P00674 | 059220 | SENTRY SUPERSAVER | Invoice | 6023845 | 08/20/02 | 73 44 |
| G00048 | P00674 | 059220 | SENTRY SUPERSAVER | Credit | 6023844 | 08/20/02 | (41 95) |
| G00048 | P00674 | 060841 | SENTRY SUPERSAVER | Invoice | 5580032 | 01/08/02 | 199 08 |
| G00048 | P00674 | 060841 | SENTRY SUPERSAVER | Invoice | 5582446 | 04/30/02 | 127 80 |
| G00048 | P00674 | 060841 | SENTRY SUPERSAVER | Invoice | 5582660 | 07/10/02 | 498 72 |
| G00048 | P00674 | 060841 | SENTRY SUPERSAVER | Invoice | 5582808 | 08/20/02 | 47 88 |
| G00048 | P00674 | 060841 | SENTRY SUPERSAVER | Credit | 5582807 | 08/20/02 | (9 60) |
| G00048 | P00674 | 060841 | SENTRY SUPERSAVER | Invoice | 5583172 | 12/03/02 | 168 48 |
| G00048 | P00674 | 060841 | SENTRY SUPERSAVER | Credit | 5583173 | 12/03/02 | (8 52) |
| G00048 | P00674 | 060841 | SENTRY SUPERSAVER | Invoice | 5583382 | 01/31/03 | 263 39 |
| G00048 | P00674 | 060841 | SENTRY SUPERSAVER | Invoice | 5583597 | 03/20/03 | 86 52 |
| G00048 | P00674 | 062196 | SENTRY SUPERSAVER | Invoice | 5583368 | 01/27/03 | 114 24 |
| G00048 | P00674 | 062949 | SENTRY SUPERSAVER | Deduction | A0003954 | 01/11/02 | 500 00 |
| G00048 | P00674 | 062949 | SENTRY SUPERSAVER | Invoice | 6022501 | 03/01/02 | 174 12 |
| G00048 | P00674 | 062949 | SENTRY SUPERSAVER | Invoice | 6022676 | 03/22/02 | 82 20 |
| G00048 | P00674 | 062949 | SENTRY SUPERSAVER | Invoice | 6023597 | 07/23/02 | 197 28 |
| G00048 | P00674 | 062949 | SENTRY SUPERSAVER | Credit | 6023596 | 07/23/02 | (13 70) |
| G00048 | P00674 | 062949 | SENTRY SUPERSAVER | Invoice | 6024435 | 11/11/02 | 59 88 |
| P00978 | P00978 | D24001 | FLEMING | Deduction | A0009598 | 04/03/02 | 330 48 |
| P00978 | P00978 | D24001 | FLEMING | Deduction | A0011282 | 04/24/02 | 947 98 |
| P00978 | P00978 | D24001 | FLEMING | Deduction | A0011283 | 04/24/02 | 500 00 |
| P00978 | P00978 | D24001 | FLEMING | Deduction | A0011715 | 04/29/02 | 3,195 72 |

Statement

| CHAIN | PARENT | CHILD | NAME | | A/R REF | | | |
|--------|--------|--------|---------|--|-----------|----------|----------|-----------|
| | | | | | TYPE | INVOICE | DATE | AMOUNT |
| P00978 | P00978 | D24001 | FLEMING | | Deduction | A0014330 | 06/10/02 | 500 00 |
| P00978 | P00978 | D24001 | FLEMING | | Deduction | A0021510 | 10/24/02 | 333 00 |
| P00978 | P00978 | D24002 | FLEMING | | Deduction | A0018089 | 09/04/02 | 323 04 |
| P00978 | P00978 | D24002 | FLEMING | | Deduction | A0018090 | 09/04/02 | 313 44 |
| P00978 | P00978 | D24002 | FLEMING | | Deduction | A0023209 | 11/26/02 | 16,354 90 |
| P00978 | P00978 | D24002 | FLEMING | | Deduction | A0023238 | 11/27/02 | 500 00 |
| | | | | | | | Total | 42,257 71 |