

| | |
|--|-----------------------|
| UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE | PROOF OF CLAIM |
|--|-----------------------|



506914

Bar Date Ref # 2-NC-2102820

| | |
|---|----------------------------------|
| In re <u>Fleming Companies, Inc. et al.</u> | Case Number <u>03-10945(MFW)</u> |
|---|----------------------------------|

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

0354653506914

MAIN STREET QUALITY MEATS
PO BOX 651502
2685 SO MAIN St
SALT LAKE CITY UT 84165

☐ 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 (801) 484-5295

| | | |
|---------------------------------|---|---|
| CREDITOR TAX ID # <u>E01065</u> | ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR <u>Food-4-Less stores</u> | Check here <input type="checkbox"/> replaces or amends a previously filed claim dated _____ if this claim |
|---------------------------------|---|---|

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 | 3 IF COURT JUDGMENT, DATE OBTAINED |
|---------------------------------|---|

| | |
|---|---|
| 4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE \$ <u>5,954.80</u> (unsecured) | \$ _____ (secured) \$ _____ (unsecured priority) \$ <u>5,954.80</u> (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

| | |
|---------------------------|---|
| DATE SIGNED <u>9-4-03</u> | 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) <u>Richard FADDIS owner</u> |
|---------------------------|---|

Fleming Companies Claim

10040

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

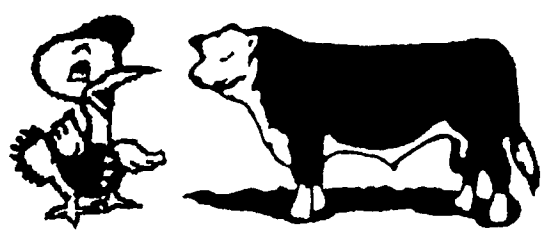
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/11/2003 | 130610 |



Send Payment To
P.O. Box 651502
Salt Lake City, Utah 84165
801-484-5295

| |
|-----------------------|
| SHIP TO |
| FOOD 4 LESS ROSE PARK |

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|-----------|--|-----|------|----------|
| F-4-L BNL | 3 CASES [#8YELLOW TRAYED BONELESS SKINLESS BREAST] | 80 | 1 69 | 135 20 |
| F-4-L BNL | 1 CASE [#4YELLOW TRAYED BONELESS SKINLESS BREAST] | 40 | 1 69 | 67 60 |
| TOTAL | | | | \$202 80 |

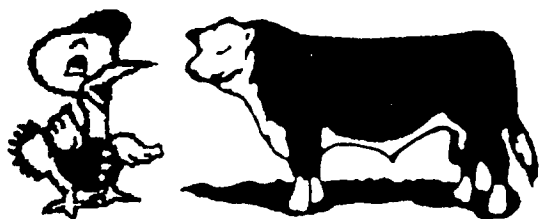
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/12/2003 | 130691 |



Send Payment To
PO Box 651502
Salt Lake City, Utah 84165
801-484-5295

| |
|-----------------------|
| SHIP TO |
| FOOD 4 LESS ROSE PARK |

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|-----------|--|-------|--------------|-----------------|
| F-4-L BNL | 3 CASES [YELLOW TRAYED BONELESS SKINLESS BREAST] | 120 | 1.69 | 202 80 |
| F-4-L R | 2 CASES [TRAYED ROASTER] | 151 4 | 0 98 | 148 37 |
| | | | TOTAL | \$351 17 |

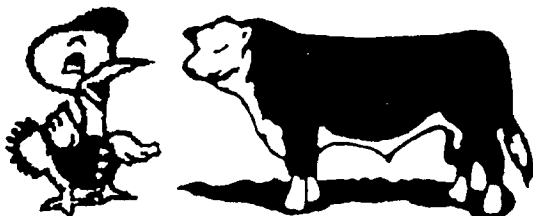
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/13/2003 | 130750 |

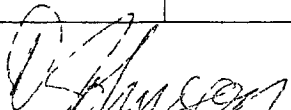


Send Payment To
P O Box 651502
Salt Lake City, Utah 84165
801-484-5295

SHIP TO

FOOD 4 LESS ROSE PARK

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|---|---|-----|--------------|-----------------|
| F-4-L BNL | 3 CASES [#8 YELLOW TRAYED BONELESS SKINLESS BREAST] | 120 | 1 66 | 199 20 |
| F-4-L BNL | 1 CASE [#4 YELLOW TRAYED BONELESS SKINLESS BREAST] | 40 | 1 66 | 66 40 |
|  | | | TOTAL | \$265 60 |

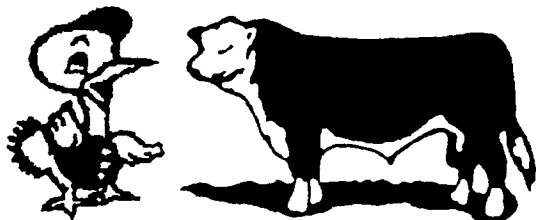
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/14/2003 | 130815 |



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Salt Lake City, Utah 84165
801-484-5295

| |
|-----------------------|
| SHIP TO |
| FOOD 4 LESS ROSE PARK |

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|-----------|--|-----|--------------|-----------------|
| F-4-L M | 2 CASES [30# CASES 4-1 FROZEN] | 60 | 1 47 | 88.20 |
| F-4-L BNL | 4 CASES [#8 YELLOW TRAYED BONELESS SKINLESS BREAST] | 120 | 1 66 | 199 20 |
| F-4-L BNL | 2 CASE [#4 YELLOW TRAYED BONELESS SKINLESS BREAST] | 80 | 1 66 | 132 80 |
| | | | | |
| | | | TOTAL | \$420 20 |

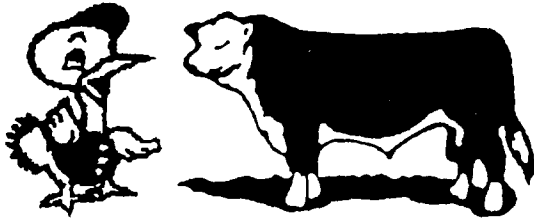
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/17/2003 | 130927 |



Send Payment To
PO Box 651502
Salt Lake City, Utah 84165
801-484-5295

SHIP TO

FOOD 4 LESS ROSE PARK

| Salt Lake City, Utah 84165 801-484-5295 | | | NUMBER | SHIP VIA |
|--|--|------|--------|----------|
| | | | | |
| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
| F-4-L BNL | 3 CASES [#6YELLOW TRAYED BONELESS SKINLESS BREAST] | 120 | 1 66 | 199 20 |
| F-4-L BNL | 2 CASES [#4YELLOW TRAYED BONELESS SKINLESS BREAST] | 80 | 1 66 | 132 80 |
| F-4-L R | 2 CASES [TRAYED ROASTER] | 97 8 | 0 98 | 95 84 |
| | | | TOTAL | \$427 84 |

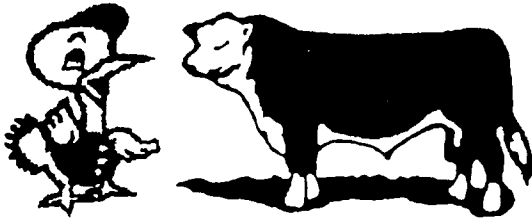
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/21/2003 | 131204 |



Send Payment To
PO Box 651502
Salt Lake City, Utah 84165
801-484-5295

SHIP TO

FOOD 4 LESS ROSE PARK

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|-----------|--|--------|------|----------|
| F-4-L BNL | 4 CASE [#4 YELLOW TRAYED BONELESS SKINLESS BREAST] | 120 | 1 66 | 199 20 |
| F-4-L R | 2 CASES [TRAYED ROASTER] | 109 75 | 0 98 | 107 56 |
| F4L 310a | | | | |
| TOTAL | | | | \$306 76 |

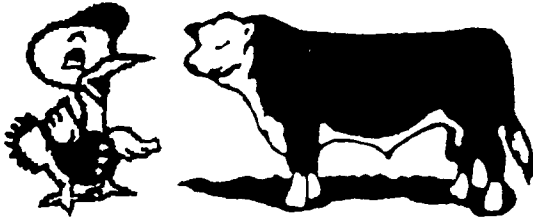
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|----------|------------|
| 4/3/2003 | 131862 |



Send Payment To
PO Box 651502
Salt Lake City, Utah 84165
801-484-5295

SHIP TO

FOOD 4 LESS ROSE PARK
#310

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|-----------|--|-----|------|---------|
| F-4-L 4-1 | 2 CASES [18# CASES 4-1 85/15 PATTIES] | 36 | 1 60 | 57 60 |
| F4L 310a | | | | |
| TOTAL | | | | \$57 60 |

MAIN STREET QUALITY MEATS, INC.

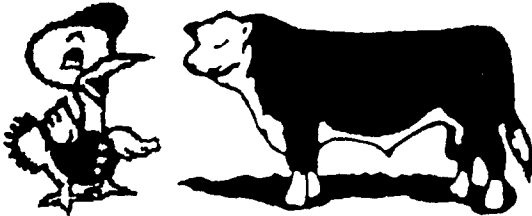
Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

~~\$595.80~~

Invoice

| DATE | INVOICE NO |
|----------|------------|
| 3/4/2003 | 130245 |



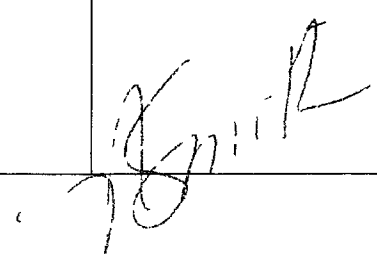
Send Payment To
P O Box 651502
Salt Lake City, Utah 84165
801-484-5295

SHIP TO

FOOD 4 LESS
5504 SOUTH VAN WINKLE EXPRESS
HOLLIDAY, UTAH

84117

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|---|---|-----|------|--------------|
| F-4-L 4-1 | 1 case [18# CASES 4-1 85/15 PATTIES] | 18 | 1 60 | 28 80 |
|  | | | | TOTAL |
| | | | | \$28 80 |

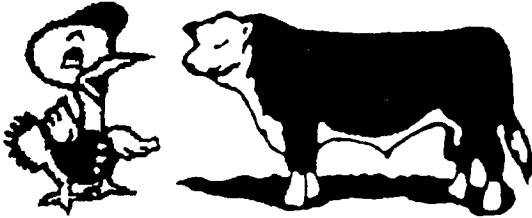
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/11/2003 | 130600 |



Send Payment To
PO Box 651502
Salt Lake City, Utah 84165
801-484-5295

SHIP TO

FOOD 4 LESS
5504 SOUTH VAN WINKLE EXPRESS
HOLLIDAY UTAH

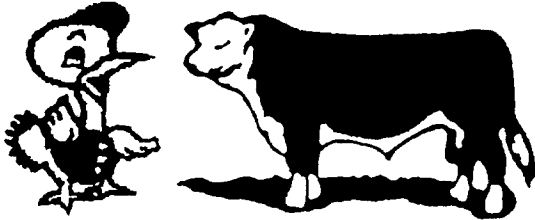
84117

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|---------|----------------------------------|--------------|------|--------|
| F-4-L M | 2 CASE [30# CASES 4-1 FROZEN] | 60 | 1 47 | 88 20 |
| | | TOTAL | | |
| | | \$88 20 | | |

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah



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P.O. Box 651502
Salt Lake City, Utah 84165
801-484-5295**

Invoice

| | |
|-----------|------------|
| DATE | INVOICE NO |
| 3/11/2003 | 130601 |

SHIP TO

FOOD 4 LESS
5345 SOUTH 4015 WEST
KEARNS, UTAH

84118

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|-----------|---|-----|--------------|-----------------|
| F-4-L 4-1 | 2 CASE [18# CASES 4-1 85/15 PATTIES] | 36 | 1 60 | 57 60 |
| F-4-L M | 1 CASE [30# CASES 4-1 FROZEN] | 30 | + 1 47 | 44 10 |
| | | | TOTAL | \$101 70 |

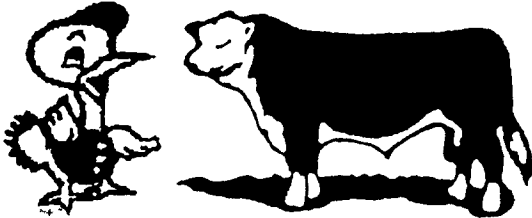
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/14/2003 | 130790 |



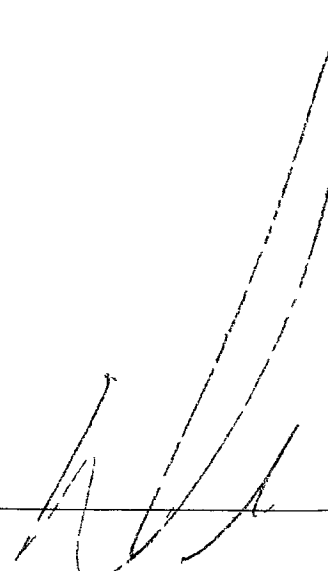
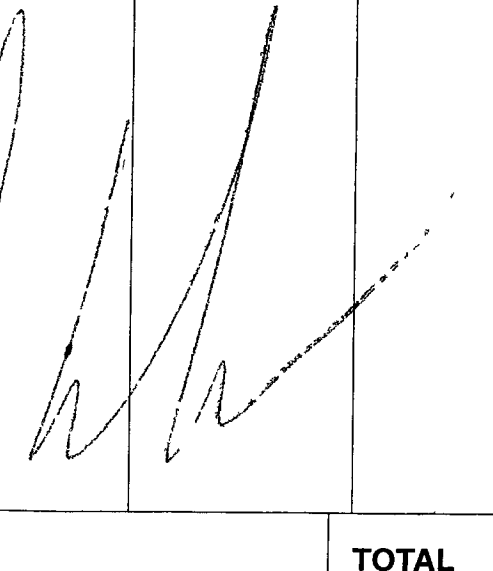
Send Payment To
P O Box 651502
Salt Lake City, Utah 84165
801-484-5295

SHIP TO

FOOD 4 LESS
5345 SOUTH 4015 WEST
KEARNS, UTAH

84118

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|---|--|--|--------------|-----------------|
| F-4-L 4-1 | 4 cases [18# CASES 4-1 85/15 PATTIES] | 72 | 1 49 | 107.28 |
|  | |  | | |
| | | | | |
| | | | TOTAL | \$107 28 |

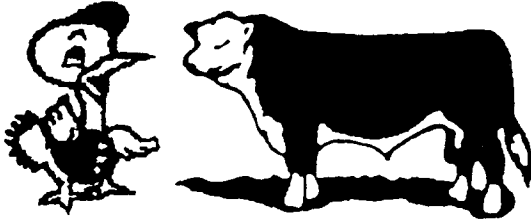
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/18/2003 | 130982 |



Send Payment To
P O Box 651502
Salt Lake City, Utah 84165
801-484-5295

SHIP TO

FOOD 4 LESS
5345 SOUTH 4015 WEST
KEARNS, UTAH

84118

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|-----------|---|-----|--------------|----------------|
| F-4-L M | 1 CASE [30# CASES 4-1 FROZEN] | 30 | 1 47 | 44 10 |
| F-4-L 4-1 | 1 CASE [18# CASES 4-1 85/15 PATTIES] | 18 | 1 60 | 28 80 |
| | | | TOTAL | \$72 90 |

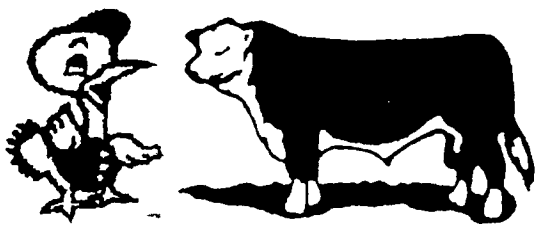
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/18/2003 | 131018 |



Send Payment To
P.O. Box 651502
Salt Lake City, Utah 84165
801-484-5295

| |
|--|
| SHIP TO |
| FOOD 4 LESS 5345 SOUTH 4015 WEST KEARNS, UTAH 84118 |

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|---------|---|-----|--------|----------|
| MIS POU | 2 PALLETS OF ODD AND END CHICKEN AND PATTIES | 2 | 150 00 | 300 00 |
| + | 2 Pallets Best Yet Butter (Mrs. (Doris Johnson) D. Gause | | | |
| TOTAL | | | | \$300 00 |

MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/20/2003 | 131096 |



Send Payment To
PO Box 651502
Salt Lake City, Utah 84165
801-484-5295

| |
|---|
| SHIP TO |
| FOOD 4 LESS 5345 SOUTH 4015 WEST KEARNS, UTAH |
| 84118 |

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|----------------------|--|---------|------|--------|
| F-4-1 4-1 | 2 CASES [18# CASES 4-1 85/15 PATTIES] | 36 | 1 60 | 57 60 |
| | | TOTAL | | |
| | | \$57 60 | | |

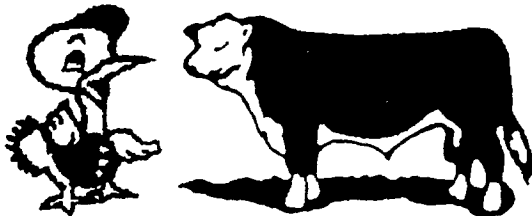
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/21/2003 | 131158 |



| |
|----------------------|
| SHIP TO |
| FOOD 4 LESS |
| 5345 SOUTH 4015 WEST |
| KEARNS UTAH |
| 84113 |

Send Payment To
P O Box 651502
Salt Lake City, Utah 84165
801-484-5295

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|----------------------|-------------------------------|-----|-------|----------|
| F-4-L-4-1 | 4 CASES | 72 | 1.59 | 114.48 |
| | [18# CASES 4 1 85/15 PATTIES] | | | |
| | | | TOTAL | \$114.48 |

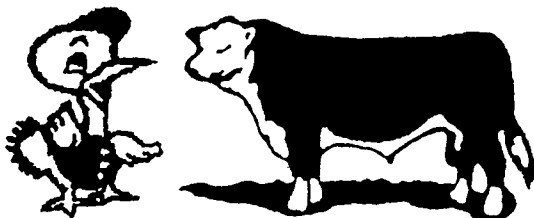
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/25/2003 | 131344 |



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Salt Lake City, Utah 84165
801-484-5295

SHIP TO

FOOD 4 LESS
5345 SOUTH 4015 WEST
KEARNS, UTAH

84118

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|-----------|--|--------------|------|--------|
| F-4-L 4-1 | 2 CASES [18# CASES 4-1 85/15 PATTIES] | 36 | 1 60 | 57 60 |
| | | TOTAL | | |
| | | \$57 60 | | |

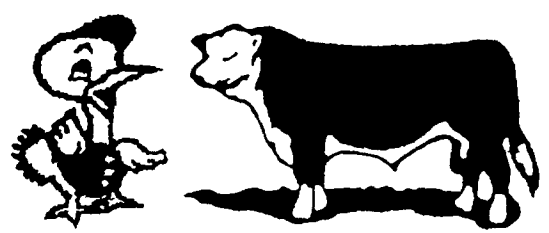
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/28/2003 | 131552 |



| |
|----------------------|
| SHIP TO |
| FOOD 4 LESS |
| 5345 SOUTH 4015 WEST |
| KEARNS, UTAH |
| 84118 |

Send Payment To
P.O. Box 651502
Salt Lake City, Utah 84165
801-484-5295

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|----------------------|--|----------------|-----------------|-------------------|
| F-4-L BNL | 5 CASES | 160 | 1 66 | 265 60 |
| | [YELLOW TRAYED BONELESS SKINLESS BREAST] | | | |
| F-4-L 4-1 | 3 CASES | 54 | 1 60 | 86 40 |
| | [18# CASES 4-1 85/15 PARTIES] | | | |
| F-4-L M | 2 CASES | 60 | 1 47 | 88 20 |
| | [30# CASES 4-1 FROZEN] | | | |
| | | | TOTAL | \$400 20 |

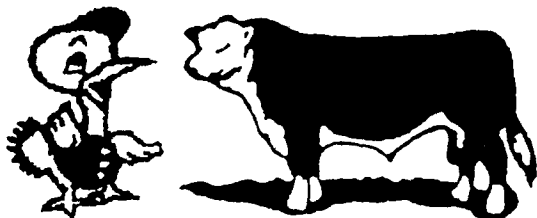
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|----------|------------|
| 5/8/2003 | 133776 |



Send Payment To
PO Box 651502
Salt Lake City, Utah 84165
801-484-5295

SHIP TO

FOOD 4 LESS
5345 SOUTH 4015 WEST
KEARNS, UTAH

84118

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|------------|---|-----|-------|----------|
| F-4-L BULK | 2 CASES [BULK BONELESS SKINLESS BREAST] | 80 | 1 70 | 136 00 |
| F-4-L 4-1 | 2 CASES [18# CASES 4-1 85/15 PATTIES] | 36 | 1 60 | 57 60 |
| | | | TOTAL | \$193 60 |

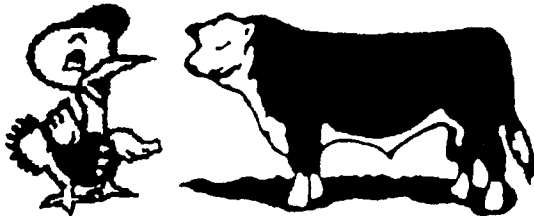
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|----------|------------|
| 5/9/2003 | 133857 |



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801-484-5295

SHIP TO

FOOD 4 LESS
5345 SOUTH 4015 WEST
KEARNS, UTAH

84118

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|-----------|---|-----|------|--------|
| F-4-L BNL | 4 CASES [BULK BONELESS SKINLESS BREAST] | 160 | 1 69 | 270 40 |
| F-4-L M | 2 CASES [30# CASES 4-1 FROZEN] | 60 | 1 47 | 88 20 |
| F 4-L 4-1 | 4 CASES [18# CASES 4-1 85/15 PAT[IES] | 72 | 1 60 | 115 20 |

David Kearns

TOTAL

\$473 80

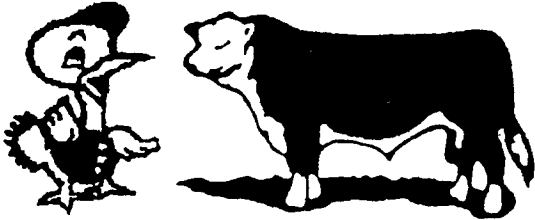
MAIN STREET QUALITY MEATS, INC.

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2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 5/13/2003 | 134031 |



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| |
|---|
| SHIP TO |
| FOOD 4 LESS 5345 SOUTH 4015 WEST KEARNS, UTAH |
| 84118 |

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|-----------|-------------------------------|-----|--------------|-----------------|
| F-4-L BNL | 2 cases | 80 | 1 76 | 140 80 |
| F-4-L 4-1 | [BONELESS SKINLESS BREAST] | | | |
| | 1 case | 18 | 1 60 | 28 80 |
| | [18# CASES 4-1 85/15 PARTIES] | | | |
| | | | TOTAL | \$169 60 |

MAIN STREET QUALITY MEATS, INC.

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Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/10/2003 | 130571 |



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801-484-5295

SHIP TO

FOOD 4 LESS
1500 WEST 3500 SOUTH
WEST VALLEY CITY UTAH

84119

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|-----------------------|--|-----|------|----------|
| F-4-L BNL | 3 CASES [#2 TRAY YELLOW TRAYED BONELESS SKINLESS BREAST] | 80 | 1 66 | 132 80 |
| F-4-L BNL | 4 CASES [#8 TRAY YELLOW TRAYED BONELESS SKINLESS BREAST] | 120 | 1 66 | 199 20 |
| <p><i>Bessy N</i></p> | | | | |
| TOTAL | | | | \$332 00 |

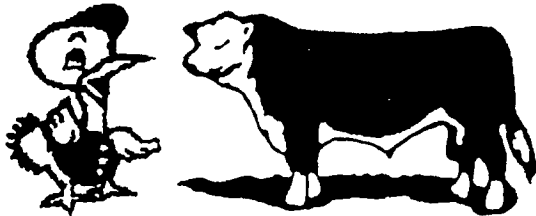
MAIN STREET QUALITY MEATS, INC.

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Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/13/2003 | 130766 |



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Salt Lake City, Utah 84165
801-484-5295

SHIP TO

FOOD 4 LESS
1500 WEST 3500 SOUTH
WEST VALLEY CITY, UTAH

84119

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|----------------------|---|-----|------|--------|
| F-4-L BNL | 4 CASES [#2 YELLOW TRAYED BONELESS SKINLESS BREAST] | 160 | 1 66 | 265 60 |
| F-4-L BNL | 4 CASES [#8 YELLOW TRAYED BONELESS SKINLESS BREAST] | 160 | 1 66 | 265 60 |

TOTAL

\$531 20

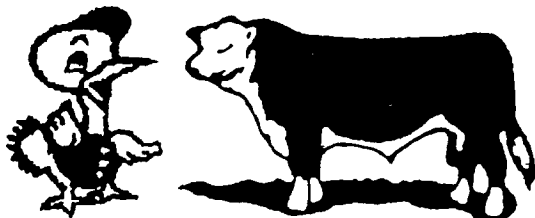
MAIN STREET QUALITY MEATS, INC.

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Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/18/2003 | 130985 |



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801-484-5295

SHIP TO

FOOD 4 LESS
1500 WEST 3500 SOUTH
WEST VALLEY CITY, UTAH

84119

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|-----------|---|-----|--------------|-----------------|
| F-4-L BNL | 4 CASES [#8 YELLOW TRAYED BONELESS SKINLESS BREAST] | 120 | 1 66 | 199 20 |
| F-4-L BNL | 4 CASES #2 [YELLOW TRAYED BONELESS SKINLESS BREAST] | 120 | 1 66 | 199 20 |
| | | | TOTAL | \$398 40 |

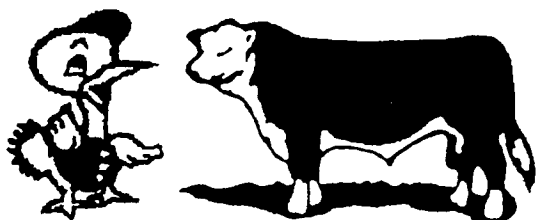
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 3/19/2003 | 131039 |



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801-484-5295

SHIP TO

FOOD 4 LESS
1500 WEST 3500 SOUTH
WEST VALLEY CITY, UTAH

84119

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|-----------|---|-------|--------------|-----------------|
| F-4-L BNL | 2 CASES [200PC CRY O VAC BONFI ESS SKINLESS BREAST] | 110 5 | 1 62 | 179 01 |
| F-4-L M | 2 CASES [30# CASES 4-1 FROZEN] | 60 | 1 47 | 88 20 |
| | | | TOTAL | \$267 21 |

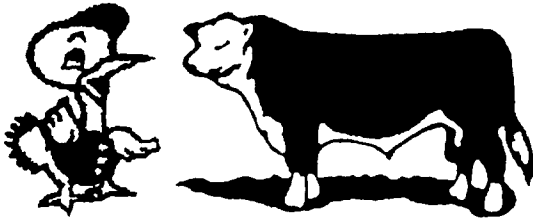
MAIN STREET QUALITY MEATS, INC.

Quality and Service at its finest

2685 South Main Street
Salt Lake City, Utah

Invoice

| DATE | INVOICE NO |
|-----------|------------|
| 5/12/2003 | 133979 |



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801-484-5295

SHIP TO

FOOD 4 LESS
1500 WEST 3500 SOUTH
WEST VALLEY CITY, UTAH

84119

| NUMBER | SHIP VIA |
|--------|----------|
| | |

| ITEM | DESCRIPTION | QTY | RATE | AMOUNT |
|---------------------|--|-------|--------------|-----------------|
| F-4-L M | 2 CASES [30# CASES 4-1 FROZEN] | 60 | 1 47 | 88 20 |
| F-4-L R | 4 CASES [TRAYED ROASTER] | 182 1 | 0 98 | 178 46 |
| F-4-L 4-1 | 2 CASES [18# CASES 4-1 85/15 PATTIES] | 36 | 1 60 | 57 60 |
| <p>120112 Tjeda</p> | | | | |
| | | | TOTAL | \$324 26 |

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

| | | |
|--|---|------------------------|
| In re |) | Chapter 11 |
| |) | |
| Fleming Companies Inc et al ¹ |) | Case No 03-10945 (MFW) |
| Debtors |) | (Jointly Administered) |

**NOTICE OF DEADLINE FOR THE
FILING OF PROOFS OF CLAIM AND PROOFS OF INTEREST**

TO ALL CREDITORS OF THE DEBTORS

PLEASE TAKE NOTICE that the above-captioned debtors and debtors-in-possession (the Debtors) filed a voluntary petition for relief under Chapter 11 of title 11 of the United States Code (as amended from time to time the Bankruptcy Code) in the United States Bankruptcy Court for the District of Delaware (the Court) The Debtors are operating their businesses and managing their property as debtors in possession pursuant to Sections 1107(a) and 1108 of the Bankruptcy Code

Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 3002(c)(3) all Persons and Entities including without limitation individuals partnerships corporations estates trusts governmental units (which shall include all entities defined as such in Section 101(27) of the Bankruptcy Code including any such entity that holds a claim arising from prepetition tax years or periods or from prepetition transactions to which a Debtor was a party) and entities asserting claims against an individual Debtor that arose out of the obligations of such entities or the Debtors under a contract for the provision of liability insurance (each a Creditor and collectively

Creditors) holding or wishing to assert a claim as defined in Section 101(5) of the Bankruptcy Code against any of the Debtors (collectively the Claims) or interest in any of the Debtors (collectively the Interests) arising on or before April 1 2003 (the 'Petition Date) are required to file a separate completed and executed proof of claim form conforming substantially to Official Bankruptcy Form 10) (the Proof of Claim) on account of any Claims such Creditors hold or wish to assert against the Debtors so that the Proof of Claim is actually received on or before 4 00 p m Pacific Daylight Time on September 15 2003 (the General Bar Date) or in the case of governmental units by October 1 2003 the Governmental Unit Bar Date," by the Debtors Official Notice and Claims Agent at the following address

Bankruptcy Management Corporation ('BMC')
1330 East Franklin Avenue El Segundo CA 90245 *(for overnight mail or hand delivery)*
P O Box 900 El Segundo CA 90245-0900 *(for regular mail)*
Telephone 1-888-909-0100

Notwithstanding the foregoing AT THIS TIME Proofs of Claim ARE NOT REQUIRED to be filed by Creditors holding or wishing to assert Claims against the Debtors of the types that are set forth in clauses (a) through (f) below (collectively the Excluded Claims)

- (a) Claims listed in the Debtors Schedules of Assets and Liabilities (the Schedules) filed with the Court pursuant to Bankruptcy Rule 1007 or any amendments thereto which are not therein listed as contingent unliquidated or disputed and which are not disputed by the creditor holding such claim as to nature amount or classification
- (b) Claims on account of which a Proof of Claim has already been properly filed with the Court
- (c) Claims previously allowed by or paid pursuant to an order of the Court including without limitation any claims of the Agents and/or the Lenders allowed pursuant to the Final DIP Order ²
- (d) Claims allowable under Sections 503(b) and 507(a)(1) of the Bankruptcy Code as administrative expenses of the Debtors chapter 11 cases
- (e) Claims made by any of the Debtors or an direct or direct subsidiary of any of the Debtors against one or more of the other Debtors
- (f) Claims of an entity whose claim is limited exclusively to a claim for the repayment of principal and/or interest on or under any issuance by any of the Debtors of any debt security (collectively the 'Notes) or any indenture in respect of each issue of the Notes (the Indentures and each such Indenture collectively with the Notes issued thereunder the 'Debt Instruments) provided however, that (i) the foregoing exclusion shall not apply to the indenture trustees under any of the

¹ The Debtors are the following entities Core-Mark International Inc Fleming Companies Inc ABCO Food Group Inc ABCO Markets Inc ABCO Realty Corp ASI Office Automation Inc C/M Products Inc Core-Mark Interrelated Companies Inc Core Mark Mid Continent Inc Dunigan Fuels Inc Favar Concepts Ltd Fleming Foods Management Co L L C Fleming Foods of Texas L P Fleming International Ltd Fleming Supermarkets of Florida Inc Fleming Transportation Service Inc Food 4 Less Beverage Company Inc Fuelserv Inc General Acceptance Corporation Head Distributing Company Marquise Ventures Company Inc Minter Weisman Co Piggly Wiggly Company Progressive Realty Inc Rainbow Food Group Inc Retail Investments Inc Retail Supermarkets Inc RFS Marketing Services Inc and Richmar Foods Inc

² The term Final DIP Order refers to the Final Order Authorizing (I) Post-Petition Financing Pursuant to 11 U.S.C. § 364 and Bankruptcy Rule 4001(c) (II) Use of Cash Collateral Pursuant to 11 U.S.C. § 363 and Bankruptcy Rules 4001(b) and (d) (III) Grant of Adequate Protection Pursuant to 11 U.S.C. §§ 361 and 363 and (IV) Approving Secured Inventory Trade Credit Program and Granting Subordinate Liens Pursuant to 11 U.S.C. §§ 109 and 364(c)(3) and Rule 4001(c)