UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE	PROO	F OF CLAIM	s133549
In re	Case Num	ber	Scheduled Claim Ref # 2-F2-21175
Fleming Companies, Inc	03-109	45	YOUR CLAIM IS SCHEDULED AS \$17 204 90 UNSECURED
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 an administrative expense may be filed pursuant to 11 U.S.C. § 503	payment o wifile	Check box if you are are that anyone else has d a proof of claim relating to	SEP 1 1 2003 BMC
Name of Creditor and Address		ur claim Attach copy of itement giving particulars	Divio
FRIENDSHIP DAIRIES INC C HURCH ST STATION One Jericho Plaza P-O BOX 6546 Jericho, NY 1178 NEW YORK NY-10249 Attn Douglas P Gerbos	froi 3 this 1 diff	Check box if you have ver received any notices m the bankruptcy court in s case Check box if this address ers from the address on the velope sent to you by the urt	The amounts reflected above constitute your claim as scheduled by the Debtor If you agree with the amounts set forth herein and have no other claim against the Debtor you do not need to file this proof of claim EXCEPT as stated below If the amounts shown above are listed as Contingent Unliquidated or Disputed a proof of claim must be filed If you have already filed a proof of claim with the Bankruptcy Court or BMC you do not need to file again
Creditor Telephone Number () CREDITOR TAX I D # ACCOUNT OR OTHER NUMBER	ER BY WHICH		
CREDITOR IDENTIFIES DEBT		of this claim	laces or a previously filed claim datedend ends
1 BASIS FOR CLAIM X Goods sold Personal injury/wrongful death Services performed Money loaned Other (describe briefly)	☐ Wages	be benefits as defined in 11 salaries and compensa our social security numbe inpaid compensation for s	tion (Fill out below) r ervices performed from to
2 DATE DEBT WAS INCURRED 2/18/03 - 4/1/03	la IE COLL	RT JUDGMENT, DATE ((date) (date)
4 TOTAL AMOUNT OF CLAIM	3 IF COU		\$ 35,620 80
AS OF PETITION DATE \$ 35,620 80 (unsecured)	(secu	\$(un	secured priority) (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 t			mized statement of all interest or additional charges
5 SECURED CLAIM 6	UNSECURE	D PRIORITY CLAIM	
Check this box if your claim is secured by collateral (including a right of setoff)	Check this	s box if you have an unse	cured priority claim
Brief description of collateral		e priority of the claim	As \$4.000 \ according to 00 days
Real Estate	before fi	salaries or commissions (up iling of the bankruptcy petition s whichever is earlier 11 U	
Motor Vehicle		s whichever is earlier 110	
Other			chase lease or rental of property or services
	for person	onal family or household use	11 U S C § 507(a)(6)
Value of collateral \$		n maintenance or support owe 1 U S C § 507(a)(7)	d to a spouse former spouse or
Amount of arrearage and other charges at time case filed included in secured claim above if any \$	Tayes		
	=	•	ental units 11 U S C § 507(a)(8)
	Other :	or penalties owed to government Specify applicable paragraph ts are subject to adjustment on 41 tect to cases commenced on or all	of 11 U S C § 507(a)
7 CREDITS The amount of all payments on this claim has been cre 8 SUPPORTING DOCUMENTS Attach copies of supporting doc running accounts contracts court judgments mortgages security ag If the documents are not available explain If the documents are volu 9 DATE-STAMPED COPY To receive an acknowledgment of y	Other s Amount with resp edited and ded cuments. such ireements and uminous attack	Specify applicable paragraph to are subject to adjustment on 41 sect to cases commenced on or at ducted for the purpose of a as promissory notes put levidence of perfection on a summary	of 11 USC § 507(a) ### 1701 and every 3 years thereafter ter the date of adjustment making this proof of claim rchase orders invoices itemized statements of filen DO NOT SEND ORIGINAL DOCUMENTS
8 SUPPORTING DOCUMENTS Attach copies of supporting doc running accounts contracts court judgments mortgages security ag If the documents are not available explain. If the documents are volu 9 DATE-STAMPED COPY To receive an acknowledgment of gadditional copy of this proof of claim.	Other s Amount with resp edited and ded cuments, such ireements and uminous attack your claim, pl	Specify applicable paragraph to are subject to adjustment on 4/lect to cases commenced on or all ducted for the purpose of a as promissory notes pull evidence of perfection of a summary ease enclose a self-add	of 11 USC § 507(a) ### 1010 and every 3 years thereafter ### the date of adjustment making this proof of claim rchase orders invoices itemized statements of #### Item DO NOT SEND ORIGINAL DOCUMENTS ressed stamped envelope and an OT ACCEPTED) THIS SPACE FOR COURT
8 SUPPORTING DOCUMENTS Attach copies of supporting doc running accounts contracts court judgments mortgages security ag if the documents are not available explain. If the documents are voluged by DATE-STAMPED COPY. To receive an acknowledgment of additional copy of this proof of claim. The original of this completed proof of claim form must be sent so that it is received on or before 4.00 p.m., September 15, 2003	Other s Amount with resp edited and ded cuments, such reements and uminous attack your claim, ple by mail or hat by Pacific Dayli	Specify applicable paragraph to are subject to adjustment on 4/lect to cases commenced on or all ducted for the purpose of a as promissory notes pull evidence of perfection or a summary ease enclose a self-addinal delivered (FAXES Notes).	of 11 USC § 507(a) ### STACEPTED TELL OF THE PROPERTY OF THE
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8 SUPPORTING DOCUMENTS Attach copies of supporting doc running accounts contracts court judgments mortgages security ag If the documents are not available explain. If the documents are volu 9 DATE-STAMPED COPY. To receive an acknowledgment of y additional copy of this proof of claim. The original of this completed proof of claim form must be sent so that it is received on or before 4.00 p.m., September 15, 2003 BY MAIL TO Bankruptcy Management Corporation P O BOX 900 El Segundo. CA 90245-0900	other same and ded cuments, such reements and uninous attack your claim, plots, Pacific Dayli BY HAND C Bankrupt 1330 Eas	Specify applicable paragraph to are subject to adjustment on 4/lect to cases commenced on or all ducted for the purpose of a as promissory notes pull evidence of perfection of a summary ease enclose a self-addinated (FAXES NO 19th Time DR OVERNIGHT DELIVERY toy Management Corpost Franklin Avenue and CA 90245	of 11 USC § 507(a) ### STACE STATE ### TO Paration ###
8 SUPPORTING DOCUMENTS Attach copies of supporting doc running accounts contracts court judgments mortgages security ag If the documents are not available explain. If the documents are volu 9 DATE-STAMPED COPY To receive an acknowledgment of y additional copy of this proof of claim. The original of this completed proof of claim form must be sent so that it is received on or before 4 00 p m, September 15, 2003 BY MAIL TO Bankruptcy Management Corporation P O BOX 900 El Segundo CA 90245-0900 DATE SIGNED SIGN and print the name and title if any of the	other samount with respective and deduments, such reements and uninous attack your claim, plots by mail or hair, Pacific Dayli BY HAND (Bankrupt 1330 Eas El Segun e peditor or other respective)	Specify applicable paragraph to are subject to adjustment on 4/lect to cases commenced on or all ducted for the purpose of a as promissory notes put evidence of perfection of a summary ease enclose a self-add and delivered (FAXES NO 19th Time DR OVERNIGHT DELIVERY toy Management Corpost Franklin Avenue ando CA 90245	of 11 USC § 507(a) ### State of adjustment making this proof of claim rchase orders invoices itemized statements of filen DO NOT SEND ORIGINAL DOCUMENTS ressed stamped envelope and an #### THIS SPACE FOR COURT I USE ONLY Fleming Companies Claim #### TO Oration This space for court To Oration This space for court To Oration This space for court To Oration This space for court This space for court Thi
8 SUPPORTING DOCUMENTS Attach copies of supporting doc running accounts contracts court judgments mortgages security ag If the documents are not available explain. If the documents are volu 9 DATE-STAMPED COPY To receive an acknowledgment of y additional copy of this proof of claim. The original of this completed proof of claim form must be sent so that it is received on or before 4 00 p m, September 15, 2003 BY MAIL TO Bankruptcy Management Corporation P O BOX 900 El Segundo CA 90245-0900 DATE SIGNED SIGN and print the name and title if any of the	other samount with respective and ded cuments. Such reements and uninous attack your claim, plots by mail or hard, Pacific Dayli BY HAND C Bankrupt 1330 Eas El Segun e preditor or other francy if any)	Specify applicable paragraph to are subject to adjustment on 4/lect to cases commenced on or all ducted for the purpose of a as promissory notes pull evidence of perfection of a summary ease enclose a self-add and delivered (FAXES NOTES OF COMPANIENT DELIVERY TO MANAGEMENT DELIVERY TO MANAGEMENT AVENUE TO CA 90245 The person authorized to the president, Chief Chief To Aller Chief To Chi	of 11 USC § 507(a) If

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Friendship Dairies 6 0 04 *Production* ALPHABETIC AGED A/R TRIAL BALANCE	009691 AS OF DATE	Invoice Date	7991	02/18/2003	03/04/2003	03/11/2003	03/18/2003	03/25/2003	04/01/2003	MASSILLON DIV
Friendship D ALPHAE	009691 008	Involce	- hone 405 951 7991 ct NEED P O	205012	206074	206706	207135	207707	208169	FLEMING FOODS MASS
	CUST	Tran Type	Telephone Contact	INV	INV	INV	INV	INV	INV	
DATE 8/06/03 PROG TB001R	SELECTIONS	Customer # Customer # Customer Name/Address	009691 FLEMING FOODS MASSILLON DIV PO BOX 207 MASSILLON 0 44648	197967 MA	283008 MA	339156 MA	385766 MA	432228 MA	478340 MA	SUBTOTALS FOR

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2/18/03 316836

INVOICE DATE INVOICE NO

PAGE 1

2/18/03 205012

2/18/03

FINAL

9691 SHIPMENT DATE 197967-MA DUE DATE 3/11/03

CUSTOMER PO NO **TERMS NET 21**

ORDER DATE

CUSTOMER NO

ORDER NO

9691

PO BOX 207 MASSILLON OH

P O Box 6546

Church Street Station

New York NY 10249-6546

riendship

BILL TO

REMIT TO Friendship Dairies

SHIP TO

9691

FLEMING FOODS MASSILLON DIV

44648

FLEMING FOODS

4676 ERIE STREET MASSILLON OH US 4 44648

QUANTITY ORDERED	QUANTITY SHIPPED	ITEM NO	UPC NO	DESCRIPTION	u/M	UNIT PRICE	PROMO ALLOWED	NET PRICE	AMOUNT
20 20	20 20			FRSHP COT CH NF PA 12/1602 FRSHP COT CH 1% 12/1602		15 4800 15 4800		15 4800	309 60
60	60			FRSHP SR CRM 12/160Z	cs	13 4800		15 4800 13 9200	309 60 835 20
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TOTAL UNITS SHIPPED TOTAL WEIGHT

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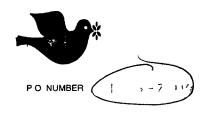
TOTAL INVOICE AMOUNT

1,732 80

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PLEASE NOTE THIS INVOICE IS TO BE PAID IN FULL BY THE ABOVE DATE PLEASE SUPPORT ANY DEDUCTIONS WITH A FULL EXPLANATION AN ANNOTATED FREIGHT BILL OR DELIVERY TICKET MUST ACCOMPANY ANY DEDUCTIONS FOR SHORT OR DAMAGED PRODUCTS

ANY CLAIMS FOR PRICE TRADE ALLOWANCES CASH DISCOUNTS OR OTHER BENEFITS PERTAINING TO THIS CONTRACT MUSTBE MADE 90 DAYS FROM THE INVOICE DATE **ORIGINAL**





FRIENDSHIP DAIRIES, INC **COUNTY ROUTE 20** FRIENDSHIP, NY 14739 (716) 973-3031

ROUTE

SHIP DATE (ORDER NO

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3/04/03

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3/04/03 ORDER DATE 317891 ORDER NO **CUSTOMER NO**

CUSTOMER P O NO

9691 283008-MA

206074 INVOICE NO SHIPMENT DATE 3/04/03 DUE DATE 3/25/03

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SHIP TO

FLEMING FOODS

4676 ERIE STREET MASSILLON OH US 44648

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FLEMING FOODS MASSILLON DIV

QUANTITY ORDERED	QUANTITY SHIPPED	ITEM NO	UPC NO	DESCRIPTION	N	U/M	UNIT PRICE	PROMO ALLOWED	NET PRICE	AMOUNT
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TOTAL UNITS SHIPPED TOTAL WEIGHT

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PLEASE NOTE THIS INVOICE IS TO BE PAID IN FULL BY THE ABOVE DATE PLEASE SUPPORT ANY DEDUCTIONS WITH A FULL EXPLANATION AN ANNOTATED FREIGHT BILL OR DELIVERY TICKET MUST ACCOMPANY ANY DEDUCTIONS FOR SHORT OR DAMAGED PRODUCTS



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FRIENDSHIP DAIRIES, INC COUNTY ROUTE 20 FRIENDSHIP, NY 14739 (716) 973-3031

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				FLEMING COMPANIES, INC	
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REMIT TO Friendship Dairies **Church Street Station** P O Box 6546 New York, NY 10249-6546

3/11/03 ORDER DATE 318430 ORDER NO

9691 **CUSTOMER NO** CUSTOMER PO NO 339156-MA

206706 INVOICE NO SHIPMENT DATE 3/11/03 DUE DATE 4/01/03

INVOICE DATE

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PO BOX 207 MASSILLON OH

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FLEMING FOODS MASSILLON DIV

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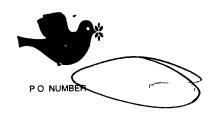
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TOTAL INVOICE AMOUNT

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PLEASE NOTE THIS INVOICE IS TO BE PAID IN FULL BY THE ABOVE DATE PLEASE SUPPORT ANY DEDUCTIONS WITH A FULL EXPLANATION AN ANNOTATED FREIGHT BILL OR DELIVERY TICKET MUST ACCOMPANY ANY DEDUCTIONS FOR SHORT OR DAMAGED PRODUCTS



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Friendship

REMIT TO Friendship Dairies **Church Street Station** P O Box 6546 New York, NY 10249-6546

3/18/03 ORDER DATE ORDER NO

319057 **CUSTOMER NO**

9691 385766-MA

207135 **INVOICE NO** SHIPMENT DATE 3/18/03

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DUE DATE 4/08/03

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FLEMING FOODS

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FLEMING FOODS MASSILLON DIV

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PLEASE NOTE THIS INVOICE IS TO BE PAID IN FULL BY THE ABOVE DATE PLEASE SUPPORT ANY DEDUCTIONS WITH A FULL EXPLANATION AN ANNOTATED FREIGHT BILL OR DELIVERY TICKET MUST ACCOMPANY ANY DEDUCTIONS FOR SHORT OR DAMAGED PRODUCTS



PO NUMBER

Friendship.

FRIENDSHIP DAIRIES, INC COUNTY ROUTE 20 FRIENDSHIP, NY 14739 (716) 973-3031

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REMIT TO Friendship Dairies
Church Street Station
P O Box 6546
New York, NY 10249-6546

ORDER DATE 3/25/03
ORDER NO 319509

CUSTOMER NO

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9691 432228-MA INVOICE DATE 3/25/03 INVOICE NO 207707

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SHIPMENT DATE 3/25/03
DUE DATE 4/15/03

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FLEMING FOODS MASSILLON DIV

QUANTITY ORDERED	QUANTITY SHIPPED	ITEM NO	UPC NO	DESCRIPTION	U/M	UNIT PRICE	PROMO ALLOWED	NET PRICE	AMOUNT
20	20			FRSHP COT CH 4% 12/160Z	cs	15 4800		15 4800	309 60
20	20			FRSHP COT CH NF PA 12/16OZ	cs	15 4800		15 4800	309 60 309 60
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TOTAL UNITS SHIPPED TOTAL WEIGHT 100 00 1200 00 TOTAL INVOICE AMOUNT

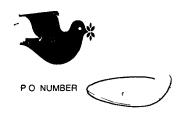
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ANY CLAIMS FOR PRICE TRADE ALLOWANCES CASH DISCOUNTS OR OTHER BENEFITS PERTAINING TO THIS CONTRACT MUSTBE MADE 90 DAYS FROM THE INVOICE DATE

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FRIENDSHIP DAIRIES, INC COUNTY ROUTE 20 FRIENDSHIP, NY 14739 (716) 973-3031

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REMIT TO Friendship Dairies **Church Street Station** P O Box 6546 New York, NY 10249-6546

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CUSTOMER PO NO

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4/01/03 INVOICE NO 208169

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FLEMING FOODS MASSILLON DIV

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QUANTITY ORDERED	QUANTITY SHIPPED	ITEM NO	UPC NO	DESCRIPTION		U/M	UNIT PRICE	PROMO ALLOWED	NET PRICE	AMOUNT
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200	200			FRSHP COT CH 1%	12/160Z	cs	15 4800		15 4800	3 096 00
440	440	420		FRSHP SR CRM	12/160Z	cs	13 9200		13 9200	6 124 80
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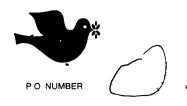
TOTAL UNITS SHIPPED **TOTAL WEIGHT**

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TOTAL INVOICE AMOUNT

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PLEASE NOTE THIS INVOICE IS TO BE PAID IN FULL BY THE ABOVE DATE PLEASE SUPPORT ANY DEDUCTIONS WITH A FULL EXPLANATION AN ANNOTATED FREIGHT BILL OR DELIVERY TICKET MUST ACCOMPANY ANY DEDUCTIONS FOR SHORT OR DAMAGED PRODUCTS





FRIENDSHIP DAIRIES, INC COUNTY ROUTE 20 FRIENDSHIP, NY 14739 (716) 973-3031

ROUTE

SHIP DATE ORDER NO

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BILL TO

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QUANTITY ITEM U/M SCC **DESCRIPTION** ORDERED | SHIPPED **NUMBER** FLEMING COMPANIES, INC DATE

TOTAL

SPECIAL INSTRUCTIONS

PHILLIPS. LYTLE HITCHCOCK. BLAINE & HUBER LLP

ATTORNEYS AT LAW

3400 HSBC CENTER BUFFALO NEW YORK 14203-2887

(716) 847 8400 FAX (716) 852 G100

www phillipslytle com

BUFFALO FREDONIA JAMESTOWN NEW YORK ROCHESTER

ANGELAZ MILLER

(716) 847 7060 amıller@phillipslytle com

September 10, 2003

Via UPS Overnight Courier

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

Re Fleming Companies, Inc ("Debtor")

United States Bankruptcy Court

District of Delaware Case No 03-10945

Dear Sır/Madam

Please file the enclosed Proof of Claim of Friendship Dairies Inc. in the above-referenced case ("Claim")

I am also enclosing a copy of the Claim to be stamped received and returned by UPS overnight courier in the enclosed envelope

If you have any questions, please call me at (716) 847-7060 Thank you

Very truly yours,

PHILLIPS, LYTLE, HITCHCOCK, BLAINE & HUBER LLP

By

AZMhj

Enclosures

BFLO Doc # 1319981 1

cc Douglas P Gerbosi

Morgan G Graham, Esq (without enclosures)

William M Hawkins, Esq (without enclosures)