

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE		PROOF OF CLAIM
Name of Debtor Fleming Companies Inc		Case Number 03 10945 MFW Chapter 11
<p>NOTE This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request of payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.</p>		
Name of Creditor <i>(The person or other entity to whom the debtor owes money or property)</i> Consolidated Brokerage Company Inc		<div style="text-align: center;"> <p>FILED</p> <p>SEP 11 2003</p> <p>THIS SPACE IS FOR COURT USE ONLY</p> <p>BMC</p> </div>
Name and Addresses Where Notices Should be Sent c/o James W Brewer P O Box 2800 El Paso Texas 79999 2800 Telephone No 915 533 4424		
ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR Not Applicable	Check here if this claim	<input type="checkbox"/> replaces a previously filed claim dated _____ <input type="checkbox"/> amends
1 BASIS FOR CLAIM <input checked="" type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other (Describe briefly)	<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages salaries and compensations (Fill out below) Your social security number _____ Unpaid compensation for services performed from _____ to _____ (date) (date)	
2 DATE DEBT WAS INCURRED March 2003	3 IF COURT JUDGMENT, DATE OBTAINED	
4 Total Amount of Claim at Time Case File \$210,967.82 If all or part of your claim is secured or entitled to priority also complete Item 5 or 6 below <input type="checkbox"/> 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 <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff) Brief Description of Collateral <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Value of Collateral \$ _____ Amount of arrearage and other charges <u>at time case filed</u> included in secured claim if any _____	6 UNSECURED PRIORITY CLAIM <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim <input type="checkbox"/> Wages salaries or commissions (up to \$4000) 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) <input type="checkbox"/> Contributions to an employee benefit plan U.S.C. § 507(a)(4) <input type="checkbox"/> Up to \$1 800 of deposits toward purchase lease or rental of property or services for personal family or household use - 11 U.S.C. § 507(a)(6) <input type="checkbox"/> Alimony maintenance or support owed to a spouse former spouse or child 11 U.S.C. § 507(a)(7) <input type="checkbox"/> Taxes or penalties of governmental units 11 U.S.C. § 507(a)(8) <input type="checkbox"/> Other Specify applicable paragraph of U.S.C. § 507(a)() <i>Amendments are subject to adjustments on 4/1/98 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment</i>	
7 CREDITS The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim		THIS SPACE IS FOR COURT USE ONLY <p>FILED</p> <p>SEP 11 2003</p> <p>BMC</p>
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 the filing of your claim enclose a stamped self addressed envelope and copy of this proof of claim		
Date 9-09-2003	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) <i>FIM DUKE President</i>	
Penalty for presenting fraudulent claim 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

 10369

CONSOLIDATED BROKERAGE, INC
9434 VISCOUNT BLVD , SUITE 144
EL PASO, TX 79925
PHONE 915-595-1803
FAX 915-595-1804
E-MAIL cbc sales-mrktg@prodigy net

May 5, 2003

PO #	INV DATE	INV NUMBER	INV AMOUNT
572819-LU	04/02/03	506	\$43,570 80
512291-LU	04/02/03	505	\$5,911 92
532492-LU	04/02/03	502	\$25,987 26
444519-LU	04/07/03	508	\$4,868 64
492016-LU	03/24/03	478	\$7,362 60
485267-LU	03/24/03	479	\$18,393 32
489063-LU	03/24/03	480	\$13,032 00
512296-LU	03/24/03	481	\$2,845 00
498807-LU	03/28/03	485	\$15,899 70
586233-LU	03/31/03	487	\$2,084 68
539219-LU	03/31/03	491	\$14,604 00
464933-LU	03/31/03	486	\$15,070 40
512295-LU	03/31/03	490	\$14,410 24
552649-LU	03/31/03	489	\$11,172 00
492049-LU	03/31/03	488	\$15,755 26
		TOTAL	\$210,967 82

04/02/2003 23 37 9155951804

CONSOLIDATED BROKERA

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REMIT TO CONSOLIDATED BROKERAGE CO
P O BOX 971455
EL PASO TX 79997-1455

INVOICE # 4988HEINZ

INVOICE DATE
04/02/2003

ORDER DATE	SHIP DATE	CUSTOMER PO #	TERMS	SHIP VIA	REP
03/18/2003		572819-LU	NET 10	ROGERS TRANS	

SOLD TO CTP/LUBBOCK DIVISION
FLEM FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73134

SHIP TO FLEMING-LUBBOCK DIVISION
5824 ELM AVENUE
P O BOX 1530
LUBBOCK TX 79408

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EXT
1078	8631300200	48/6 0 OZ	BIG 8 TUNA CHNK LT WTR	24 00	23 4000	25225 20
784	8631300201	48/6 0 OZ	BIG 8 TUNA CHNK LT OIL	24 00	23 4000	18345 60

1862 CASES 401 HASH 1247 CUBES 44688 LBS \$43570 80

04/02/2003 23 37 9155951004

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REMIT TO CONSOLIDATED BROKERAGE CO
P O BOX 971455
EL PASO TX 79997-1455

INVOICE # 4936UNITED

INVOICE DATE
04/02/2003

ORDER DATE 03/07/2003 SHIP DATE CUSTOMER PO # 512291-LU TERMS NET 10 SHIP VIA ROGERS TRANS REP

SOLD TO CTP/LUBBOCK DIVISION
FLEM FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

SHIP TO FLEMING-LUBBOCK DIVISION
5824 ELM AVENUE
P O BOX 1530
LUBBOCK TX 79408

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EXT
418	8631300240	24/26 OZ	BIG 8 PLAIN SALT	2426.00	6 2100	2782 08
504	8631300245	24/26 OZ	BIG 8 IODIZED SALT	43 00	6 2100	3129 84

952 CASES 485 HASH 932 CUBES 40936 LBS \$5911 92

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CONSOLIDATED BROKERA

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REMIT TO CONSOLIDATED BROKERAGE CO
 P O BOX 971455
 EL PASO TX 79997-1455

INVOICE # 4940CHIQUI

INVOICE DATE
 03/28/2003

ORDER DATE 03/05/2003 SHIP DATE CUSTOMER PO # 498807-LU TERMS NET 10 SHIP VIA REP

SOLD TO CTP/LUBBOCK DIVISION
 FLEM FLEMING COMPANIES
 P O BOX 24680
 OKLAHOMA CITY OK 73124

SHIP TO CTP/LUBBOCK DIVISION
 FLEMING COMPANIES
 P O BOX 24680
 OKLAHOMA CITY OK 73124

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EXT
68	7066722064	24/14 5 O	TENDERSWEET WLE KR CORN	27 30	13 1200	892 16
100	7067221310	24/14 5 O	TENDERSWEET MIXED VEGETAB	26 40	13 1200	1312 00
204	8631300220	21/14 5 Z	BIG 8 GREEN BEANS CUT	26 20	9 2600	1889 04
1105	8631300230	24/15 25	BIG 8 CORN WHOLE KERNZL	27 21	9 2600	10232 30
170	8631300232	24/14 6 O	BIG 8 MIXED VEGETABLES	26 70	9 2600	1574 20

1647 CASES 42532 HASH 971 CUBES 44447 LBS \$15899 70

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REMIT TO CONSOLIDATED BROKERAGE CO
P O BOX 971455
EL PASO TX 79997-1455



INVOICE DATE

ORDER DATE 03/03/2003 SHIP DATE CUSTOMER PO # TERMS NET 10 SHIP VIA REP

SOLD TO CTP/LOBBOCK DIVISION
FLEM FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

SHIP TO CTP/LOBBOCK DIVISION
FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EXT
755	7066722064	24/14 5 O	TENDERSWEET WLE KR CORN	27 30	13 1200	10036 80
85	7067221210	24/14 5 O	TENDERSWEET MIXED VEGETAB	26 40	13 1200	1115 20
102	8631300220	24/14 5 Z	BIG 8 GREEN BEANS CUT	26 20	9 2600	944 52
680	8631300230	24/15 25	BIG 8 CORN WHOLE KERNEL	27 21	9 2600	6296 80

1632 CASES 42300 HASH 962 CUBES 44304 LBS \$18393 32

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CONSOLIDATED BROKERA

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REMIT TO CONSOLIDATED BROKERAGE CO
P O BOX 971455
EL PASO TX 79997-1455

INVOICE # 4929CHIQUI

INVOICE DATE
03/31/2003

ORDER DATE 03/04/2003 SHIP DATE CUSTOMER PO # 429049-LU TERMS NET 10 SHIP VIA ROGERS TRANS REP

SOLD TO CTP/LUBBOCK DIVISION
FLEM FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

SHIP TO FLEMING-LUBBOCK DIVISION
5824 ELM AVENUE
P O BOX 1530
LUBBOCK TX 79408

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EXT
85	7067220210	24/14 5 0	TENDERSWEET GREEN BEANS	26 20	13 1200	1115 20
306	8631300220	24/14 5 2	BIG 8 GREEN BEANS CUT	26 20	9 2600	2833 56
1190	8631300230	24/15 25	BIG 8 CORN WHOLE KERNEL	27 21	9 2600	11019 40
	8631300232	24/14 6 0	BIG 8 MIXED VEGETABLES	26 70	9 2600	787 10

1666 CASES 20892 HASH 982 COBES 44894 LBS \$15755 26

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CONSOLIDATED BROKERA

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REMIT TO CONSOLIDATED BROKERAGE CO
P O BOX 971455
EL PASO TX 79997-1455



INVOICE DATE



ORDER DATE SHIP DATE CUSTOMER PO # TERMS SHIP VIA REP
03/04/2003 [REDACTED] NET 10

SOLD TO CTP/LUBBOCK DIVISION
FLEM FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

SHIP TO CTP/LUBBOCK DIVISION
FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EXT
280	8631305702	10/3#	BIG 8 LONG GRAIN RICE	30 44	5 9000	1653 00
315	8631305704	12/5#	BIG 8 LONG GRAIN RICE	60 80	10 2400	3225 60
700	8631305706	1/20#	BIG 8 LONG GRAIN RICE	20 08	3 5500	2485 00

1295 CASES 17112 HASH 847 CUBES 41731 LBS \$7362 60

04/02/2003 23 37 9155951004

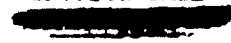
CONSOLIDATED BROKERA

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REMIT TO CONSOLIDATED BROKERAGE CO
P O BOX 971455
EL PASO TX 79997-1455



INVOICE DATE



ORDER DATE 03/04/2003 SHIP DATE CUSTOMER PO # TERMS NET 10 SHIP VIA REP

SOLD TO CTP/LUBBOCK DIVISION
FLEM FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

SHIP TO CTP/LUBBOCK DIVISION
FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EXT
1140	8631300215	48/8 OZ	BIG 8 TOMATO SAUCE	30 00	9 0500	13032 00

440 CASES 215 HASH 950 CUBES 43200 LBS \$13032 00

04/02/2003 23 37 9155951804

CONSOLIDATED BROKERA

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REMIT TO CONSOLIDATED BROKERAGE CO
P O BOX 971455
EL PASO TX 79997-1455



INVOICE DATE
03/24/2003

ORDER DATE 03/07/2003 SHIP DATE CUSTOMER PO # TERMS NET 10 SHIP VIA REP

SOLD TO CTP/LUBBOCK DIVISION
FLEM FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

SHIP TO CTP/LUBBOCK DIVISION
FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EXT
50	8631300255	12/32 OZ	BIG 8 SALAD MUSTARD	36 00	8 3000	415 00
60	8631300257	24/8 OZ	BIG 8 SQUEEZE MUSTARD	15 00	9.7000	582 00
280	8631300259	12/16 OZ	BIG 8 SQUEEZE MUSTARD	15 50	6 6000	1848 00

390 CASES 771 WASH 238 CUBES 7040 LBS \$2845 00

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REMIT TO CONSOLIDATED BROKERAGE CO
P O BOX 971455
EL PASO TX 79997-1455

Inv #502

INVOICE # 4964GOURME

INVOICE DATE
04/02/2003

ORDER DATE 03/11/2003 SHIP DATE CUSTOMER PO # 532492-LU TERMS NET 10 SHIP VIA ROGERS TRANS REP

SOLD TO CTP/LUBBOCK DIVISION
FLEM FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

SHIP TO FLEMING-LUBBOCK DIVISION
5824 ELM AVENUE
P O BOX 1530
LUBBOCK TX 79408

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EXT
180	8631364588	12/16OZ	BIG 8 GREEN PEAS FROZEN	13 00	8 8400	1591 20
300	8631364589	12/16OZ	BIG 8 CUT CORN FROZEN	13 00	8 8400	2652 00
540	8631364590	12/16OZ	BIG 8 MIXED VEGETABLE PROZ	13 00	8 8400	4773 60
150	8631364591	12/16OZ	BIG 8 CUT GREENBEANS FROZ	13 00	8 8400	1326 00
270	8631364592	12/16OZ	BIG 8 PEAS AND CARROTS	13.00	8 8400	2386 80
250	8631364600	12/32OZ	BIG 8 CUT CORN FROZEN	25 50	14 7800	3695 00
150	8631364602	12/32OZ	BIG 8 GREEN PEAS FROZEN	25 50	14 7800	2217 00
200	8631364604	12/32OZ	BIG 8 MIXED VEGE FROZEN	25 50	14 7800	2956 00
197	8631364606	12/32OZ	BIG 8 CUT GREEN BEANS FRO	25 50	14 7800	2911 66
100	8631364608	12/32OZ	BIG 8 PEAS & CARROT PFOZ	25 50	14 7800	1478 00

2337 CASES 645970 HASH 1207 CUBES 41594 LBS \$25987 26

04/02/2003 23 37 9155951804

CONSOLIDATED BROKERA

PAGE

REMIT TO CONSOLIDATED BROKERAGE CO
P O BOX 971455
EL PASO TX 79997-1455

INVOICE # 5005PREMIE

INVOICE DATE
03/31/2003

ORDER DATE SHIP DATE CUSTOMER PO # TERMS SHIP VIA REP
03/20/2003 585233-LU NET 10 ROGERS TRANS

SOLD TO CTF/LUBBOCK DIVISION
FLEM FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

SHIP TO FLEMING-LUBBOCK DIVISION
5824 ELM AVENUE
P O BOX 1530
LUBBOCK TX 79408

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EXT
76	6146510060	8/34	5 OZ MELLOWD ROAST COFFEE	25 00	27 4300	2084 68

76 CASES 10060 HASH 109 CUBES 1900 LBS \$2084 68

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REMIT TO CONSOLIDATED BROKERAGE CO
P O BOX 971455
EL PASO TX 79997-1455

INVOICE # 4968REDGOL

INVOICE DATE
03/31/2003

ORDER DATE SHIP DATE CUSTOMER PO # TERMS SHIP VIA REP
03/12/2003 539219-LU NET 10 ROGERS TRANS

SOLD TO CTF/LUBBOCK DIVISION
FLEM FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

SHIP TO FLEMING-LUBBOCK DIVISION
5824 ELM AVENUE
P O BOX 1530
LUBBOCK TX 79408

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EXT
1200	8631300215	48/9 OZ	BIG 8 TOMATO SAUCE	30 00	9 0500	10860 00
288	8631300250	16/24 OZ	BIG 8 TOMATO KETCHUP	29 00	13 0000	3744 00

1488 CASES 465 HASH 1045 CUBES 44352 LBS \$14604 00

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REMIT TO CONSOLIDATED BROKERAGE CO
 P O BOX 971455
 EL PASO TX 79997-1455

INVOICE # 4920REDGOL

INVOICE DATE
 03/31/2003

ORDER DATE	SHIP DATE	CUSTOMER PO #	TERMS	SHIP VIA	RSP
02/27/2003		464933-LU	NET 10	ROGERS TRANS	

SOLD TO CTP/LUBBOCK DIVISION	SHIP TO FLEMING-LUBBOCK DIVISION
FLEM FLEMING COMPANIES	5824 ELM AVENUE
P O BOX 24680	P O BOX 1530
OKLAHOMA CITY OK 73124	LUBBOCK TX 79408

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EYT
1040	863130021	18/8 OZ	BIG 8 TOMATO SAUCE	30 00	9 0500	9412 00
72	863130025	16/24 OZ	BIG 8 TOMATO KETCHUP	29 00	13 0000	936 00
120	863130025	12/36 OZ	BIG 8 TOMATO KETCHUP	31 00	15 0200	1802 40
200	863131112	12/29OZ	BIG 8 WHOLE PEELED TOMATO	25 00	9 0200	1804 00
48	863135556	1/6/6 OZ	BIG 8 TOMATO JUICES 6 OZ	25 00	10 7500	516 00
48	863135556	1/6/6 OZ	BIG 8 VEGGIE JUICE 6 OZ	25 00	12 5000	600 00

1528	CASES	122989	HASH	1030	CUBES	44408	LBS	\$15070	40
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CONSOLIDATED BROKERA

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REMIT TO CONSOLIDATED BROKERAGE CO
P O BOX 971455
EL PASO TX 79997-1455

INVOICE # 4958REDGOL

INVOICE DATE
03/31/2003

ORDER DATE 03/07/2003 SHIP DATE CUSTOMER PO # 512295-LU TERMS NET 10 SHIP VIA ROGERS TRANS REP

SOLD TO CTF/LUBBOCK DIVISION SHIP TO FLEMING-LUBBOCK DIVISION
FLEM FLEMING COMPANIES 5824 ELM AVENUE
P O BOX 24680 P O BOX 1530
OKLAHOMA CITY OK 73124 LUBBOCK TX 79409

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EXT
880	8631300215	48/8 OZ	BIG 8 TOMATO SAUCE	30 00	9 0500	7964 00
60	8631300254	12/36 OZ	BIG 8 TOMATO KETCHUP	31 00	15 0200	901 20
28	8631311122	24/14 5	BIG 8 DICED W/GREEN CHILE	26 00	11 2900	316 12
170	8631311125	24/15 250	BIG 8 WHOLE PEELED TOMATO	26 00	10 5400	1791 80
100	8631311127	12/29OZ	BIG 8 WHOLE PEELED TOMATO	25 00	9 0200	902 00
56	8631355562	12/46 OZ	BIG 8 TOMATO JUICE	44 00	9 7600	546 56
112	8631355583	8/6/6 OZ	BIG 8 VEGGIE JUICE 6 OZ	25 00	12 5000	1400 00
56	8631355584	12/46 OZ	BIG 8 VEGGIE JUICE	44 00	10 5100	588 56

1462 CASES 200572 HASH 983 CUBES 43636 LBS \$14410 24

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CONSOLIDATED BROKERA

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REMIT TO CONSOLIDATED BROKERAGE CO
P O BOX 971455
EL PASO TX 79997-1455

INVOICE # 4976LUDFOR

INVOICE DATE
03/31/2003

ORDER DATE 03/14/2003 SHIP DATE CUSTOMER PO # 552649-LU TERMS NET 10 SHIP VIA ROGERS TRANS REP

SOLD TO CTP/LUBBOCK DIVISION
FLEM FLEMING COMPANIES
P O BOX 24680
OKLAHOMA CITY OK 73124

SHIP TO FLEMING-LUBBOCK DIVISION
5824 ELM AVENUE
P O BOX 1530
LUBBOCK TX 79408

QTY	PRODUCT	PACK/SIZE	DESCRIPTION	GROSS WT	PRICE	EXT
448	8631355585	12/46 OZ	BIG 8 APPLE JUICE	44 00	10 7500	4816 00
112	8631355586	12/46 OZ	BIG 8 PINK GRAPEFRUIT	44 00	10 2500	1148 00
336	8631355587	12/46 OZ	BIG 8 ORANGE PINEAPPLE	44 00	11 4500	3847 20
112	8631355588	12/46 OZ	BIG 8 ORANGE JUICE	44 00	12 1500	1360 80

1008 CASES 222346 HASH 0 CUBES 44352 LBS \$11172 00

04/04/2003 03 49 9155951804

CONSOLIDATED BROKERA

PAGE 02

Consolidated Brokerage Co
P O Box 971455
El Paso, Texas 79997-1455
(915) 595-1803

April 4, 2003

BY CERTIFIED MAIL

Fleming Companies, Inc (also by facsimile)
3524 North West 56th Street
Oklahoma City, OK 73112

1945 Lake Point Drive
Lewisville, TX 75057

Re Reclamation Notice

Dear Sirs

Consolidated Brokerage Co, Inc delivered on the account of Fleming Companies, Inc various food and grocery products within ten days of Fleming Companies, Inc's bankruptcy filing. Copies of the invoices describing certain of the food and grocery products delivered by Consolidated Brokerage Co, Inc within the reclamation period are enclosed.

In light of the recent bankruptcy filing by Fleming Companies, Inc, Consolidated Brokerage Co, Inc hereby demands its right to reclaim all goods delivered to Fleming Companies, Inc within ten days of its bankruptcy filing pursuant to Section 2-702 of the Uniform Commercial Code and Section 546(c) of the United States Bankruptcy Code. Consolidated Brokerage Co, Inc demands return of all goods delivered within the reclamation period, including but not limited to the goods described in the enclosed invoices.

This notice does not effect a waiver of any other rights or remedies provided to sellers of goods as provided by applicable law.

Sincerely,

Consolidated Brokerage Co, Inc

By 

Enc

cc: Laura Davis Jones (by facsimile, w/enc)

KEMP SMITH LLP

ATTORNEYS AT LAW

221 NORTH KANSAS SUITE 1700 EL PASO TEXAS 79901 1441 | P O BOX 2800 79999 2800
915 533 4424 | FAX 915 546 5360 | www.kempsmith.com

JAMES W BREWER
BOARD CERTIFIED CONSUMER BANKRUPTCY LAW
TEXAS BOARD OF LEGAL SPECIALIZATION
jbrewer@kempsmith.com

September 10, 2003

Via FEDEX

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

Re *Fleming Companies, Inc , et al* , Chapter 11 No 03-10945

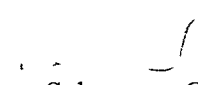
Enclosed for filing please find an original and a copy of the Proof of Claim for Consolidated Brokerage Company, Inc A self-addressed and stamped envelope is enclosed for the return of our file-stamped copy

Please contact me should you have any questions

Yours very truly,

KEMP SMITH LLP

By


Terry Schoemer Castillo, Legal Secretary to
James W Brewer

/tsc

CC Jim Duke
Mark Hurford (with enclosures)
Laura Davis Jones (with enclosures)

14639 00200/JWIT/CORR 1/818783 1