

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

**PROOF OF CLAIM**



502244

Bar Date Ref # 2-NC-302980

In re **Core-Mark Mid-Continent, Inc.** Case Number **03-10950 (MFW)**

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**

CAMPBELL SALES CO  
CAMPBELL PI - Box SW4  
CAMDEN NJ 08103  
ATTN Linda Ellis

0354653502244

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 (856) 317-3117

CREDITOR TAX ID # **21-0419850** ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR **21-561-00094340** Check here  replaces or  amends a previously filed claim dated \_\_\_\_\_ if this claim  replaces or  amends

**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 \_\_\_\_\_  
 \* See Exhibit A attached Unpaid compensation for services performed from \_\_\_\_\_ to \_\_\_\_\_ (date) (date)

**2 DATE DEBT WAS INCURRED** 3/11/03 - 3/17/03 **3 IF COURT JUDGMENT, DATE OBTAINED**

**4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE** \$ 59,233.31 (unsecured) \$ (secured) \$ (unsecured priority) \$ 59,233.31 \* See Exhibit A (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 \$ unknown  
 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. \* Exhibit A

**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.

THIS SPACE FOR COURT USE ONLY

**FILED**

SEP 12 2003

**BMC**

Filing Companies Claim



10628

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

DATE SIGNED **9/10/03** SIGN and print the name and title of any of the creditor or other person authorized to file this claim (attach copy of power of attorney if any) **Linda Ellis** Director - Credit Operations

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

## EXHIBIT "A"

This Proof of Claim is subject to a final accounting (and possible reduction) relating to the payments received by creditor under the court approved Critical Vendor Program (CTV), and any other payments the creditor may potentially owe debtor. Upon completion of said accounting, creditor reserves the right to amend this Proof of Claim.



INVOICE  
Campbell Soup Company

Invoice No.. 1900579  
Invoice Date 03/11/03

Invoice to  
CORE-MARK MID-CONTINENT, INC 94342  
ATTN ACCOUNTS PAYABLE  
P O BOX 2547  
FORT WORTH, TX 76113

Ship Date 03/11/03  
Requested Delivery Date 03/11/03  
Order Date 02/28/03

Customer P O	22-0751149
Shipping Warehouse	C S S C -L L C /PARIS (006),TX
Routing	1123112
Trailer Number	1322/200658
Bill of Lading	1123112
Carrier	CUSTOMER PICK UP
Total Weight	44158 5 LBS
Total Cu ft	953 1 CUB

Remit to  
CAMPBELL SALES COMPANY  
P O BOX 31001 0029  
PASADENA, CA 911100029

Terms of Sale  
2% CASH DISC 10 DAYS FRM INV  
DATE, 30 DAYS NET FRM SHIP DATE

Ship to  
CORE-MARK MID-CONTINENT, INC 242391  
6401 WILL ROGERS BLVD  
FORT WORTH, TX 76134

Terms of Delivery  
FOB Origin

Shipped Via  
Customer Pickup

Ship Status	Quantity Ordered	Quantity Shipped	Unit of Measure	Pack	Size	Customer Code	Manufacturers U P C	Product Description	Price/Unit Allowance	Gross Amount	Net Item Amount
CC	150	150	CA	12	18 8OZ		5100003813	CHUNKY CHICKN CORN CHOWDER-EZO 18 80 OZ/12	19 92	2988 00	2988 00
CC	450	450	CA	12	18 6OZ		5100003885	CHUNKY CLASSIC CHICKEN NDL-EZO 18 60 OZ/12	19 92	8964 00	8964 00
CC	150	150	CA	12	18 8OZ		5100004312	CHUNKY SAVORY CHICKEN RICE-EZO 18 80 OZ/12	19 92	2988 00	2988 00
CC	150	150	CA	12	18 8OZ		5100006332	CHUNKY PEPPER STEAK-EZO 18 80 OZ/12	19 92	2988 00	2988 00
CC	150	150	CA	12	18 8OZ		5100006799	CHUNKY STEAK & POTATO-EZO 18 80 OZ/12	19 92	2988 00	2988 00
CC	150	150	CA	12	18 8OZ		5100006959	CHUNKY CHICKN BROCCOLI CHS-EZO 18 80 OZ/12	19 92	2988 00	2988 00
CC	150	150	CA	12	18 8OZ		5100010246	CHUNKY CHICKN MSHR CHOWDER-EZO 18 80 OZ/12	19 92	2988 00	2988 00
CC	150	150	CA	12	18 8OZ		5100010656	CHUNKY BEEF W/COUNTRY VEG-EZO 18 80 OZ/12	19 92	2988 00	2988 00
CC	300	300	CA	12	18 8OZ		5100010662	CHUNKY SIRLOIN BURGER-EZO 18 80 OZ/12	19 92	5976 00	5976 00
CC	150	150	CA	12	18 8OZ		5100012042	CHUNKY CHEESE TORTELLINI-EZO 18 80 OZ/12	19 92	2988 00	2988 00
CC	150	150	CA	12	18 8OZ		5100013271	CHUNKY BEEF W/WHT&WLD RICE-EZO 18 80 OZ/12	19 92	2988 00	2988 00
CC	150	150	CA	12	18 8OZ		5100013809	CHUNKY GRL SRLN STEAK&VEG-EZO 18 80 OZ/12	19 92	2988 00	2988 00
CC	150	150	CA	12	18 8OZ		5100014193	CHUNKY RIB ROAST W/POTATO-EZO 18 80 OZ/12	19 92	2988 00	2988 00

Total Ordered
Total Shipped
Shipped Difference
Pallets

Shipment Status Codes	
CC	Shipped Complete
CM	Added by Customer
CP	Shipped Partial
CS	Shipped Complete with Substitution
IS	Item Substituted
IC	Item Cancelled

Total Amount Subject to Discount
Cash Discount Due By
Net Amount Due By

Gross Amount
Total Allowances
Net Total Amount
Discount Amount
Amount Due by Discount Date
Amount Due after Discount Date

Any claims relating to this invoice must be communicated in writing to a Campbell Sales representative within 12 months of the invoice date. All claims must be accompanied by adequate substantiation. The parties agree that any disputes between parties shall be heard in the courts of New Jersey and Purchaser consents to the jurisdiction of such courts for said purpose.



INVOICE  
**Campbell Soup Company**

**Invoice No.** 1900579  
**Invoice Date** 03/11/03

**Invoice to**  
 CORE-MARK MID-CONTINENT, INC 94342  
 ATTN ACCOUNTS PAYABLE  
 P O BOX 2547  
 FORT WORTH, TX 76113

**Ship Date** 03/11/03  
**Requested Delivery Date** 03/11/03  
**Order Date** 02/28/03

**Remit to**  
 CAMPBELL SALES COMPANY  
 P O BOX 31001 0029  
 PASADENA, CA 911100029

**Terms of Sale**  
 2% CASH DISC 10 DAYS FRM INV  
 DATE, 30 DAYS NET FRM SHIP DATE

**Ship to**  
 CORE-MARK MID-CONTINENT, INC 242391  
 6401 WILL ROGERS BLVD  
 FORT WORTH, TX 76134

**Terms of Delivery**  
 FOB Origin

**Shipped Via**  
 Customer Pickup

<b>Customer P O</b>	22-0751149
<b>Shipping Warehouse</b>	C S S C -L L C /PARIS (006), TX
<b>Routing</b>	1123112
<b>Trailer Number</b>	1322/200658
<b>Bill of Lading</b>	1123112
<b>Carrier</b>	CUSTOMER PICK UP
<b>Total Weight</b>	44158 5 LBS
<b>Total Cu ft</b>	953 1 CUB

Ship Status	Quantity Ordered	Quantity Shipped	Unit of Measure	Pack	Size	Customer Code	Manufacturers UPC	Product Description	Price/Unit Allowance	Gross Amount	Net Item Amount
CC	150	150	CA	12	18 8OZ		5100014199	CHUNKY SLBRY STK W/ONS&MUS-EZO 18 80 OZ/12	19 92	2988 00	2988 00
CC	150	150	CA	12	18 8OZ		5100014293	CHUNKY CREAMY CHICKN&DMPLG-EZO 18 80 OZ/12	19 92	2988 00	2988 00
							18	Freight Chep Pallet			-317 94

<b>Total Ordered</b>	2700
<b>Total Shipped</b>	2700
<b>Shipped Difference</b>	
<b>Pallets</b>	18

<b>Shipment Status Codes</b>	
CC	Shipped Complete
CM	Added by Customer
CP	Shipped Partial
CS	Shipped Complete with Substitution
IS	Item Substituted
IC	Item Cancelled

<b>Total Amount Subject to Discount</b>	53784 00
<b>Cash Discount Due By</b>	03/21/03
<b>Net Amount Due By</b>	04/10/03

<b>Gross Amount</b>	53466 06
<b>Total Allowances</b>	0 00
<b>Net Total Amount</b>	53466 06
<b>Discount Amount</b>	-1075 68
<b>Amount Due by Discount Date</b>	52390 38
<b>Amount Due after Discount Date</b>	53466 06

*Any claims relating to this invoice must be communicated in writing to a Campbell Sales representative within 12 months of the invoice date. All claims must be accompanied by adequate substantiation. The parties agree that any disputes between parties shall be heard in the courts of New Jersey and Purchaser consents to the jurisdiction of such courts for said purpose.*

**SHIPPING ORDER - F O B SHIPPER DOCK RECEIPT**

SHIP TO  
ORE-MARK MID-CONTINENT, INC  
401 WILL ROGERS BLVD

SPECIAL INSTRUCTIONS

SHIPPER'S NUMBER

006 - 1123112  
E&E# 1026718

MAR 11 2003

1123112

ORIGINATOR TX 76134

PERMANENT P O ADDRESS OF SHIPPER

CAMPBELL SOUP SUPPLY CO LLC  
CS -CUSTOMER SHIPMENT

Order No 006 - 1123112

VEHICLE NUMBER 1322

Seal#

DATE SHIPPED

3/11/2003

CUSTOMER CODE	DATE OF ORDER	CUSTOMER ORDER NUMBER	
242391	3/10/2003	22-0751149	3/11/03

QUANTITY	CASES ORD	CASES SHPD	PIA	WGT/CS	SIZE	QUANTITY	DESCRIPTION
000							
3813	150	150		16 38	18 80 OZ	CKY CHN CORN CHW-EZ	
3885	450	450		16 33	18 60 OZ	CKY CLS CHN NDL-EZO	
4312	150	150		16 38	18 80 OZ	CKY SAV CHN/RIC-EZO	
6332	150	150		16 38	18 80 OZ	CKY PEPPER STEAK-EZ	
6799	150	150		16 38	18 80 OZ	CKY STEAK & POT-EZO	
6959	150	150		16 38	18 80 OZ	CKY CHN BROC CHS-EZ	
0246	150	150		16 38	18 80 OZ	CKY CHN MSHR CHW-EZ	
0656	150	150		16 38	18 80 OZ	CKY BF/CTRY VEG-EZO	
0662	300	300		16 38	18 80 OZ	CKY SRLN BURGER-EZO	
2042	150	150		16 38	18 80 OZ	CKY TORTELLINI-EZ	
3271	150	150		16 38	18 80 OZ	CKY BF W/WH&WLD RC	
3809	150	150		16 38	18 80 OZ	CKY GR STEAK&VEG-EZ	
4193	150	150		16 38	18 80 OZ	CKY RIB RST/POT-EZO	
4199	150	150		16 38	18 80 OZ	CKY SLB STK/ONS&MSH	
4293	150	150		16 38	18 80 OZ	CKY CRMY CHN&DMPLG	

DO NOT FREEZE  
OVER/SHORT/DAMAGE CALL MARSHA 9037372263  
DISREGARD PRE-PAID STATUS  
FREIGHT MOVES COLLECT

TOTAL CASES	2700	2700	CORRECT WEIGHT IS	44159	LB	CUBIC FEET
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Shipper 2700 2700 Campbell Cases

*Billy Wolf*

Per *[Signature]*

Pallets In: Accepted Out 18 1,224 # Balance



INVOICE  
Campbell Soup Company

Invoice No 1902856  
Invoice Date 03/17/03

Page 1 of 1

Invoice to  
CORE-MARK MID-CONTINENT, INC 94342  
ATTN ACCOUNTS PAYABLE  
P O BOX 2547  
FORT WORTH, TX 76113

Ship Date 03/14/03  
Requested Delivery Date 03/17/03  
Order Date 03/06/03

Remit to  
CAMPBELL SALES COMPANY  
P O BOX 31001 0029  
PASADENA, CA 911100029

Terms of Sale  
2% CASH DISC 10 DAYS FRM INV  
DATE, 30 DAYS NET FRM SHIP DATE

Ship to  
CORE-MARK MID-CONTINENT, INC 242391  
6401 WILL ROGERS BLVD  
FORT WORTH, TX 76134

Terms of Delivery  
FOB Destination

Shipped Via  
Delivered - Truck

Customer P O	75-0346460
Shipping Warehouse	C F D C TLC (390), IL
Routing	1126791
Trailer Number	/
Bill of Lading	1126791
Carrier	TOTAL LOGISTIC CONTROL LLC IN
Total Weight	3738 7 LBS
Total Cu ft	151 399 CUB

Ship Status	Quantity Ordered	Quantity Shipped	Unit of Measure	Pack	Size	Customer Code	Manufacturers U P C	Product Description	Price/Unit Allowance	Gross Amount	Net Item Amount
CC	36	36	CA	3	4LB		5100008163	FS FRZ VEGETABLE BEEF SOUP 4 00 LB/3	21 10	759 60	759 60
CC	54	54	CA	3	4LB		5100008166	FS FRZ CREAM OF POTATO 4 00 LB/3	16 05	866 70	866 70
CC	54	54	CA	3	4LB		5100008187	FS FRZ BROCCOLI CHEESE 4 00 LB/3	20 20	1090 80	1090 80
CC	27	27	CA	3	4LB		5100010431	FS FRZ MEXICALI TORTILLA 4 00 LB/3	22 25	600 75	600 75
CC	40	40	CA	8	11 2OZ		5100011830	FS PF GARLIC TOAST SLICES 11 20 OZ/8	7 05	282 00	282 00
CC	36	36	CA	3	4LB		5100011836	FS FRZ RESTAURANT CHICKEN NDLE 4 00 LB/3	21 00	756 00	756 00
CC	27	27	CA	3	4LB		5100011927	FS FRZ BRWN&WILD RICE W/CHICK 4 00 LB/3	24 70	666 90	666 90
CC	10	10	CA	3	4LB		5100012538	FS CUSTOM CHAIN PACK CHILI 4 00 LB/3	17 75	177 50	177 50
CC	21	21	CA	48	4 5OZ		5100012643	FS PF LARGE CINNAMON ROLL ICED 4 50 OZ/48 3 Chep Pallet	27 00	567 00	567 00

Total Ordered	305
Total Shipped	305
Shipped Difference	
Pallets	3

Shipment Status Codes	
CC	Shipped Complete
CM	Added by Customer
CP	Shipped Partial
CS	Shipped Complete with Substitution
IS	Item Substituted
IC	Item Cancelled

Total Amount Subject to Discount	5767 25
Cash Discount Due By	03/27/03
Net Amount Due By	04/13/03

Gross Amount	5767 25
Total Allowances	0 00
Net Total Amount	5767 25
Discount Amount	-115 35
Amount Due by Discount Date	5651 90
Amount Due after Discount Date	5767 25

*Any claims relating to this invoice must be communicated in writing to a Campbell Sales representative within 12 months of the invoice date. All claims must be accompanied by adequate substantiation. The parties agree that any disputes between parties shall be heard in the courts of New Jersey and Purchaser consents to the jurisdiction of such courts for said purpose.*

ATTENTION DRIVER  
 MAINTAIN TEMPERATURE IF 0° F AT ALL TIMES UNLESS OTHERWISE NOTED

**THIS SHIPPING ORDER**

RECEIVED, subject to the classifications and tariffs in effect on the date of issue of this Original Bill of Lading.  
 The property described below, in apparent good order, except as noted (contents and conditions of packages unknown), analyzed, consigned, and destined as indicated below, which said carrier (the word carrier being understood throughout this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry to the place of delivery at said destination, if on the route otherwise to deliver to another carrier on the route to said destination, it is mutually agreed as to each carrier of all or any of said property over all or any portion of said route to destination, and as to each party at any time interested in all or any of said property that every service to be performed hereunder shall be subject to all the terms and conditions of the Uniform Domestic Bill of Lading and Form (1) or Uniform Freight Classification as in effect on the date hereof, if this is a rail or rail-water shipment or (2) in the applicable rate carrier with all the terms and conditions of the said Bill of Lading, (including those on the back thereof, set forth in the classification or tariff which governs the transportation of this shipment, and the said terms and conditions are hereby agreed to by the shipper and accepted for himself and his assigns.

Printed: 2003 NOV-14 08.46:01  
 3219E

**NOTICE OF DELIVERY**

SHIPPING WAREHOUSE  
 Total Logistic Control, LLC  
 975 South Caron Road  
 Rochelle, IL 61068

PAGE 1

BROKER

ORDER DATE	SHIP DATE
2003-03-11	2003-03-13
POOL #	FREIGHT
1020105	PREPAID
CARRIER	
TLC	

Subject to Section 7 of conditions of applicable bill of lading if this shipment is to be delivered to the consignee without recourse on the consignor the consignor shall sign the following statement: The carrier shall not make delivery of this shipment without payment of freight and all other lawful charges.

SHIPPER

CAMPBELL SOUP COMPANY (390)  
 STATE ROUTE 110  
 ATTN: MARK HERS  
 NAPOLEON, OH 43545

SHIP TO

CORE-HART MID-CONTINENT, INC.  
 5401 WILL ROGERS BLVD.  
 FORT WORTH, TX 76134

Agent for Shipper

If charges are to be prepaid, write or stamp here "To be Prepaid"

Received \$

to apply in prepayment of the charges on the property described herein.

Agent or Cashier

Per (The signature here acknowledges on the amount prepaid.)

Charges Advanced: 5

SALES ORDER NO. 1126791 B.L. NUMBER B6607 PURCHASE ORDER NO. 75-0346460

LOT NUMBER	UNITS ORDERED	S.K.U.	PRODUCT CODE	SAID TO CONTAIN	WEIGHT SUBJECT TO CORREC
021103-022803	36	CA	008163	005100008163 FS VEGETABLE BEEF SOUP-FROZEN	468.0
00303-021205	18	CA	008166	005100008166 FS CREAM OF POTATO 4.00 LB/3	174.0
081602-031305	36	CA	008166	005100008166 FS CREAM OF POTATO 4.00 LB/3	468.0
011605-021703	54	CA	008187	005100008187 FD SERV FRZ BROCCOLI CHEESE 4.	745.2
012603-021303	27	CA	010431	005100010431 FS MEXICALI TORTILLA 4.00 LB/3	351.0
011504-012203	40	CA	011830	005100011830 PF GARLIC TOAST SLICES	140.0
002003-030603	36	CA	011836	005100011836 RESTAURANT CHICKEN NOODLE 4 00	468.0
001403-030703	27	CA	011927	005100011927 FROZ BROWN & WILD RICE W/CHICK	351.0

Continued on Page 2

PICKED/SEL BY	TOTAL UNITS	TOTAL CUBICS	TARE	TOTAL WEIGHT
	CHECKED BY	TRAILER CONDITION	PALLETS IN	OUT
AD 01 REV 10/97	GOOD - FAIR - POOR	DIVIDERS	IN	OUT
CARRIER SIGNATURE		<i>[Signature]</i>		

ATTENTION DRIVER  
 MAINTAIN TEMPERATURE  
 F 0° F AT ALL TIMES UNLESS OTHERWISE NOTED

**THIS SHIPPING ORDER**

must be tightly closed in, in fact, in suitable Pallet, or in Carton, and received by the Agent RECEIVED, subject to the classifications and tariffs in effect on the date of issue of this Original Bill of Lading.  
 The property described below in apparent good order, except as noted (contents and conditions of packages unknown), packed, weighed, and delivered as indicated below which said carrier (the third carrier being understood throughout this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination, if on its route otherwise to deliver to another carrier on the route to said destination. It is mutually agreed as to each carrier of all or any of said property over all or any portion of said route to destination and as to each party at any time interested in all or any of said property that every service to be performed hereunder shall be subject to all the terms and conditions of the Uniform Domestic Through Bill of Lading and Form (1) in Uniform Freight Classification in effect on the date hereof if this is a roll or a re-warehouse shipment or (2) in the applicable motor carrier classification or tariff if this is a motor carrier shipment. Shipper hereby certifies that he is familiar with all the terms and conditions of the said Bill of Lading, including those on the back thereof set forth in the classification or tariff which governs the transportation of this shipment, and the said terms and conditions are hereby agreed to by the shipper and accepted for him, off and his assigns.

**NOTICE OF DELIVERY**

Printed: 2003-03-14 09:46:01  
 12198

**SHIPPING WAREHOUSE**  
 Total Logistic Control, LLC  
 975 South Caron Road  
 Rochelle, IL 61068

**BROKER**

PAGE 2

<b>ORDER DATE</b>	<b>SHIP DATE</b>
2003-03-11	2003 03 13
<b>POOL #</b>	<b>FREIGHT</b>
1020105	PREPAID
<b>CARRIER</b>	
TLC	

Subject to Section 7 of conditions or applicable bill of lading: If the shipment is to be delivered to the consignee without recourse on the consignor the consignor shall sign the following statement: The carrier shall not make delivery of this shipment without payment of freight and all other lawful charges.

Agent for Shipper

If charges are to be prepaid write or stamp here "To be Prepaid"

Received \$

to apply in prepayment of the charges on the property described hereon

Agent or Cashier

Per

(The signature here acknowledges only the amount prepaid)

Charges Advanced: \$

SHIPPER

CAMPBELL SOUP COMPANY (390)  
 STATE ROUTE 110  
 AITN: MARK HESS  
 NAPOLEON, OH 43545

SHIP TO

FORE-MARK MID-CONTINENT, INC.  
 6401 WILL ROGERS BLVD.  
 FORT WORTH, TX 76134

1126791	BOL NUMBER 86607	PURCHASE ORDER NO. 75-0346160
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LOT NUMBER	UNITS ORDERED	S.K.U.	PRODUCT CODE	SAID TO CONTAIN	WEIGHT SUBJECT TO CORRECT
012007 012B03	10	CA	012538	005100012538 CUSTOM CHAIN PACK CHILLI	130.0
100903-011703	21	CA	012643	005100012643 PF LARGE CINNAMON ROLL ICED 4.	283.5

5 - SHIP ON CHEP PALLETS

J. Batawick, X3162  
 TRIP # 30157  
 Jerrulinda  
 3-17-03  
 Fax # 231-864-3204  
 \*\*\* ATTENTION \*\*\*

TLC  
 (IS ACTING AS "SHIPPER'S AGENT")  
 ALL PREPAID FREIGHT BILLS MUST BE SENT TO: TOTAL LOGISTIC CONTROL  
 975 S CARON RD  
 P.O. BOX 4  
 ROCHELLE, IL 61068

PICKED/SEL BY	TOTAL UNITS	TOTAL CUBICS	TARE	TOTAL WEIGHT
	205	150.3		2733.7
CHECKED BY	TRAILER CONDITION	PALLETS	IN	OUT
	GOOD - FAIR - POOR	DIVIDERS	IN	OUT
CARRIER SIGNATURE				

01 REV 10/97 2