

UNITED STATES BANKRUPTCY COURT
For the District of Delaware

PROOF OF CLAIM

In re (Name of Debtor)
Core-Mark Interrelated Companies, Inc

Case Number
03 10951

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

Name of Creditor
(The person or entity to whom the debtor owes money or property)
Hasbro Inc and its subsidiary OddzOn Inc

- Check box if you are aware that anyone else has filed a proof of claim relating to your claim
Check box if you have never received any notices from the bankruptcy court in this case
Check box if the address differs from the address on the envelope sent to you by the court

Name and Addresses Where Notices Should be Sent
Hasbro Inc
200 Narragansett Park Drive
Pawtucket RI 02862
Attn: Frada Salo

Telephone No 401 431 8102

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Account or other number by which creditor identifies debtor
233764

Check here if this claim replaces or amends a previously filed claim dated

1 BASIS FOR CLAIM

- X Goods sold
Services performed
Money Loaned
Personal injury/wrongful death
Taxes
Other

- Retiree benefits as defined in 11 U.S.C. § 1114(a)
Wages salaries and compensations (Fill out below)
Your SS#
Unpaid compensation for services performed from to

2 Date debt was incurred
March 2003

3 If court judgment date obtained

4 Total Amount of Claim at Time Case Filed \$ 14 158 65
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 as 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
Amount entitled to priority \$
Specify the priority of the claim
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
Contributions to an employee benefit plan
Up to \$1 800 of deposits toward purchase lease or rental of property or services for personal family or household use
Alimony maintenance as support owed to a spouse former spouse or child
Taxes or penalties of governmental units
Other Specify applicable paragraph of 11 U.S.C. §§ 507(a)(1)-(9)

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 (see attached)

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
9/11/03

Sign and print the name and title if any of the creditor or other person authorized to file this claim (attach copy of power of attorney if any)
Frada Salo Director Domestic Collections

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FILED
SEP 12 2003
BMC

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



ATTACHMENT TO PROOF OF CLAIM OF HASBRO, INC , ET AL

1 Hasbro, Inc and all of its subsidiaries, divisions and affiliates, having an address at 200 Narragansett Park Drive, Pawtucket, Rhode Island 02862-0200, hereby assert the following claims against Core-Mark Interrelated Companies Inc ,(the "Debtor"), as more fully set forth below

2 The claims asserted herein relate to the business relationship between Claimant (on the one hand) and the Debtor (on the other hand), pursuant to which, inter alia, Claimant provided various goods and merchandise to the Debtor for which payment was not made to Claimant. Such relationship has existed since prior to [April 1, 2003] (the "Petition Date")

3 As more fully set forth on Schedule "A" annexed hereto, Claimant is owed \$14,158.65 with respect to outstanding invoices which were due to Claimant prior to the Petition Date

4 Claimant hereby asserts the following claims against the Debtor: (a) a liquidated unsecured claim in the amount of \$14,158.65 for unpaid and outstanding amounts due to claimant in respect of amounts due prior to the Petition Date and (b) any administrative claims with respect to amounts due from the Debtor to Claimant for the period subsequent to the Petition Date. Claimant also asserts unliquidated claims against the Debtor for any other amounts which may be or become due and owing to Claimant, whether prior to or subsequent to the Petition Date. In addition, Claimant asserts unliquidated claims against the Debtor in respect of Claimant's reclamation claims, which claims have been consensually resolved with the Debtor subject to the Debtor's reservation of rights to raise certain limited and specific defenses thereto. In the event that any such defenses are raised by the Debtor, Claimant hereby asserts reclamation claims against the Debtor for any such contested amounts.

5 Claimant also asserts a secured claim to the extent that Claimant holds any cash or other collateral to secure its claims against the Debtor

6 Claimant specifically reserves its right to amend and supplement this proof of claim and/or to file additional proofs of claim for additional claims in any manner and for any purpose, including to liquidate amounts which are presently unliquidated or estimated Claimant further reserves all rights accruing to it and the filing of this proof of claim is not intended to be and shall not be construed as (a) an election of remedy, (b) a waiver of any past, present or future defaults or (c) a waiver or limitation of any rights, remedies, claims or interests of Claimant In addition, Claimant has identified and/or attached hereto the documents which it believes are relevant to the claims asserted herein, however, Claimant reserves the right to supplement this proof of claim with such additional documents as may be necessary or appropriate

7 No judgment has been rendered with respect to all or any portion of Claimant's claims in any court of record

8 To the best of Claimant's knowledge, the amount of all payments made on account of its claims to date have been credited and deducted for the purpose of filing this proof of claim

9 Upon information and belief, Claimant's claims are not subject to any offset or counterclaim In the event that any such offset or counterclaim is asserted against Claimant, Claimant hereby asserts a claim for any such amounts

10 All notices to Claimant should be sent as follows Ms Frada Salo, Hasbro, Inc , 200 Narragansett Park Drive, Pawtucket, Rhode Island 02862-0200

Core-Mark Interrelated Companies, Inc.

233764

Open Balance, (Allied Merchandising)

as of August 18, 2003

		OddzOn Total
Invoices	\$	14 158 65
Chargebacks	\$	-
Open Deductions	\$	-
SUB TOTALS	\$	14,158 65

233764

Core-Mark Interrelated Companies, Inc

OddzOn Inc

Open Balance (Allied Merchandising)

as of August 18 2003

Doc no	Itm	PK	Typ	Doc date	Net due dt	RCd	OddzOn Amount	Ref key 1	Ref key 2	Reference	Div	Company	Text
INVOICE													
3124378	1	1	RV	2/24/2003	3/26/2003	PC	\$ 8 224 95			92 0767300	OddzOn	Allied Merch	POD Partial Credit
3126377	1	1	RV	2/26/2003	3/28/2003	NC	\$ 3 524 97			92 0766760	OddzOn	Allied Merch	POD No Credit
3128478	1	1	RV	2/27/2003	3/29/2003	NC	\$ 2 408 73			92 0767290	OddzOn	Allied Merch	POD No Credit
				Invoice Total			\$ 14 158 65						
				ODDZON TOTAL			\$ 14 158 65						



September 11, 2003

Bankruptcy Management Corporation
1330 East Franklin Avenue
P O Box 900
El Segundo, CA 90245-0900

Re Core-Mark Interrelated Companies, Inc
Case No 03-10951

Dear Sir or Madam

Enclosed for processing in the referenced case, is the Proof of Claim of Hasbro, Inc

Hasbro Inc
And its subsidiary OddzOn Inc

\$ 14,158 65

Please return the second copy of this claim, date stamped by your office, in the envelope provided All correspondence relating to this Hasbro claim may be directed to my attention at the address shown below

Sincerely,

A handwritten signature in black ink, appearing to read "Frada Salo", is written over the word "Sincerely,".

Frada Salo
Director Domestic Collections

Enclosure