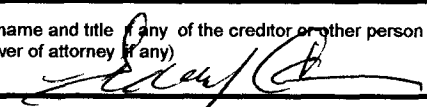


ORIGINAL

|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>United States Bankruptcy Court</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                         | <u>District of Delaware</u>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>PROOF OF CLAIM</b>                                                                                                                                                                                                                                                                                                                                                                                                                                |
| Name of Debtor<br><b>Fleming Companies, Inc</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                         | Case Number <b>03-10945</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>This space is for Court Use Only</b>                                                                                                                                                                                                                                                                                                                                                                                                              |
| <small>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.</small>                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Name of Creditor (The person or other entity to whom the debtor owes money or property)<br><br><b>Kellogg Company</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                         | <input type="checkbox"/> 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.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Name and address where notices should be sent<br><br><b>Michael Warner, Esq</b><br><b>Warner, Stevens &amp; Dobv, L L P</b><br><b>1700 City Center Tower II</b><br><b>301 Commerce St.</b><br><b>Fort Worth, TX 76102</b><br>Telephone number (817) 810 5250                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                         | <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case.<br><br><input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Account or other number by which creditor identifies debtor<br>see Exhibit "A"                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                         | Check here if this claim <input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim dated _____.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>1 Basis for Claim</b><br><input checked="" type="checkbox"/> Goods sold<br><input type="checkbox"/> Services performed<br><input type="checkbox"/> Money loaned<br><input type="checkbox"/> Personal injury/wrongful death<br><input type="checkbox"/> Taxes<br><input type="checkbox"/> Other _____                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                         | <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a)<br><input type="checkbox"/> Wages, salaries, and compensation (Fill out below)<br><br>Your SS# _____ - _____ - _____<br><br>Unpaid compensation for services performed from _____ (date) to _____ (date)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>2 Date debt was incurred</b> see Exhibit "A"                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                         | <b>3 If court judgment, date obtained</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>4 Total Amount of Claim at Time Case Filed</b> \$ 3 347 969 07 (see Exhibit A for more details)<br>If all or part of your claim is secured or entitled to priority also complete item 5 or 6 below<br><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.                                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>5 Secured Claim</b><br><input checked="" type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff)<br><br>Brief Description of Collateral<br><input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle<br><input checked="" type="checkbox"/> Other right of setoff and trade lien approved by Court Order (see Exhibit A for details)<br><br>Value of Collateral see Exhibit "A"<br><br>Amount of arrearage and other charges at time case filed included in secured claim if any \$ see Exhibit A                                                                                                                                 |                                                                                                                                                                                                                                         | <b>6 Unsecured Priority Claim</b><br><input type="checkbox"/> Check this box if you have an unsecured priority claim<br>Amount entitled to priority \$ _____<br>Specify the priority of the claim<br><input type="checkbox"/> Wages salaries or commissions (up to \$4 300) * 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)<br><input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4)<br><input type="checkbox"/> Up to \$1 950* of deposits toward purchase lease or rental of property or services for personal family or household use 11 U.S.C. § 507(a)(6)<br><input type="checkbox"/> Alimony maintenance or support owed to a spouse former spouse or child 11 U.S.C. § 507(a)(7)<br><input type="checkbox"/> Taxes or penalties owed to governmental units 11 U.S.C. § 507(a)(8)<br><input type="checkbox"/> Other Specify applicable paragraph of 11 U.S.C. § 507(a) _____.<br><small>*Amounts are subject to adjustment on 4/1/98 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</small> |                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| <b>7 CREDITS</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.<br><b>8 Supporting Documents</b> 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.<br><b>9 Date-Stamped Copy</b> To receive an acknowledgment of the filing of your claim enclose a stamped self-addressed envelope and copy of this proof of claim. |                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | This Space Is for Court Use Only<br><br><br><div style="font-size: 2em; font-weight: bold;">FILED</div><br><div style="font-size: 1.5em; font-weight: bold;">SEP 12 2003</div><br><div style="font-size: 1.5em; font-weight: bold;">BMC</div><br><div style="font-size: 0.8em;">Fleming Companies Claim</div><br><br><div style="font-size: 0.7em;">10650</div> |
| Date<br>9/11/03                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 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)<br> |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                      |
| Penalty for presenting fraudulent claim: Fine of up to \$500 000 or imprisonment for up to 5 years or both 18 U                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                                                                                                                                                                                      |

## **Exhibit “A”**

Kellogg Company (“Kellogg”) is a supplier of food products to the Debtor. The Debtor is indebted to Kellogg in the amount of \$5,621,133.10 (“Pre-Petition Purchases”) for pre-petition purchases by Debtor of Kellogg food products. Attached hereto as Exhibit “B” is a Statement of Accounts supporting the \$5,621,133.10 owed. Copies of the invoices listed on the Statement of Accounts as well as certain related documents and contracts are voluminous and not attached herein but will be provided upon request. Additionally, pre-petition, the Debtor took invalid deductions against amounts owed to Kellogg aggregating \$545,120.42 (the “Invalid Deductions”). Attached hereto as Exhibit “C” is a Statement of Invalid Deductions providing details of such invalid deductions. As of the Debtor’s petition date, the Debtor owed Kellogg the Pre-Petition Purchases plus the Invalid Deductions in the aggregate amount of \$6,166,253.52 (the “Pre-Petition Debt”).

Contained within the Pre-Petition Purchases portion of the Pre-Petition Debt of \$6,166,253.52 is \$2,570,138.78 (the “Reclamation Amount”) which Kellogg has previously asserted in these cases as a reclamation claim (the “Reclamation Claim”) pursuant to 11 U.S.C. Section 546(c). Deducting the Reclamation Amount from the Pre-Petition Debt, therefore, results in a net Pre-Petition Debt of \$3,596,114.74 (the “Non-Reclamation Debt”) which is not subject to a reclamation claim.

Post-petition, Kellogg was selected as a “critical vendor” pursuant to the “Critical Trade Vendor Program” as approved by the Court’s Order Granting Motion for Order Authorizing the Payment of Critical Trade Vendors in Exchange for Continuing Relationship Pursuant to Customary Trade Terms entered on or about May 6, 2003 (the “Critical Vendor Order”). Pursuant to the Critical Trade Vendor Program, post-petition, the Debtor has paid Kellogg \$1,550,019 (“Critical Vendor Payment”).

After applying the Critical Vendor Payment to the Non-Reclamation Debt, the net Non-Reclamation Debt is reduced to \$2,046,095.74 (\$3,596,114.74 - \$1,550,019).

In the event Kellogg is compelled by the Court, for any reason, to return any portion of the Critical Vendor Payment, Kellogg hereby reserves the right to assert any portion so returned as a general unsecured claim.

Additionally, Kellogg has exercised its right of recoupment with respect to certain volume incentives/rebates due the Debtor for products purchased pre-petition. The aggregate amount of the volume incentives/rebates due the Debtor that remained unpaid as of the Debtor’s petition date is \$1,268,265.45 (the “Pre-Petition Rebates”). Attached hereto as Exhibit “D” is a list of Pre-Petition Rebates owed to the Debtor but not paid. After exercising the right of recoupment (\$2,046,095.74 - \$1,268,265.45), Kellogg’s remaining Non-Reclamation Debt is \$777,830.29.

In the event that the Debtor objects to Kellogg’s right to recoupment, Kellogg hereby reserves its right to setoff as provided under 11 U.S.C. Section 553 with respect to such right to setoff the Pre-Petition Rebates against the Non-Reclamation Debt. For that reason, Kellogg is indicating its right to setoff on this Proof of Claim.

In the event the exercise by Kellogg of its right to recoupment respecting the Pre-Petition Rebates is held to be improper by the Court, and that Kellogg is precluded, for any reason, from exercising its right to setoff, Kellogg hereby reserves its right to assert the portion of the Non-Reclamation Debt deemed to have been improperly recouped as general unsecured claim

By filing this Proof of Claim, Kellogg is asserting a general unsecured claim in the amount of **\$3,347,969 07** (the "Asserted Pre-Petition Claim") which is the aggregate of the remaining Non-Reclamation Debt of \$777,830 29 and the Reclamation Amount of \$2,570,138 78

Kellogg's Reclamation Claim is subject to dispute by the Debtor Due to Kellogg's status as a critical vendor under the Critical Trade Vendor Program, to the extent that the Reclamation Amount is allowed (in whole or in part) by the Court as a valid reclamation claim under Section 564(c), any such allowed portion of the Reclamation Amount will be secured by a junior lien as provided in the "Trade Credit Program" approved by the Court in the Interim Order Authorizing (i) Post-Petition Financing Pursuant to 11 U S C § 363 and Bankruptcy Rules 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 of Subordinate Liens, Pursuant to 11 U S C §§ 105 and 364(c)(3) and Rule 4001(c) entered on or about April 24, 2003 (the "Trade Credit Order")

By filing this Proof of Claim, Kellogg is preserving its right to seek allowance in full of the Asserted Pre-Petition Claim as a general unsecured claim (1) in the event that the Reclamation Amount, or any portion thereof, is disallowed as a reclamation claim under Section 546(c), or (2) if the Reclamation Amount, or any portion thereof, is allowed as a valid reclamation claim but is an undersecured claim (if its junior lien is not paid in full) In the event any portion of the Reclamation Amount is allowed and paid by the Debtor as a valid reclamation claim under Section 546(c), Kellogg shall not seek the allowance as a general unsecured claim of such portion Kellogg will also amend this Proof of Claim to reduce the amount asserted herein by the amount of the Reclamation Amount allowed as a valid reclamation claim

This Proof of Claim and the Reclamation Claim are cumulative, and, therefore, the filing of the Proof of Claim herein does not in any way limit or affect whatever rights Kellogg has with respect to the Reclamation Claim, including, but not limited to, liens provided by Orders of the Court securing any allowed reclamation claim

## **Exhibit “B”**

## Kellogg Company Statement of Account- Fleming

| Assignment | Amt in loc cur | Reference  | Branch  | Bline date | Net due dt | PK | PayT |
|------------|----------------|------------|---------|------------|------------|----|------|
| 81354663   | \$ 544 32      | 595274-IN  | 8027196 | 8/15/2001  | 8/26/2001  | 1  | Z201 |
| 40142593   | \$ 178 50      | 5609627041 | 8222013 | 11/4/2002  | 11/20/2002 | 1  | Z205 |
| 81796592   | \$ 3 444 14    | 50992      | 8020466 | 11/7/2002  | 11/23/2002 | 1  | Z205 |
| 50529870   | \$ 1 935 36    | 489037     | 8020470 | 2/21/2003  | 3/9/2003   | 1  | Z205 |
| 81897516   | \$ 48,040 34   | 33472-WK   | 8023461 | 2/26/2003  | 3/14/2003  | 1  | Z205 |
| 81907999   | \$ 61 954 56   | 979159     | 8028813 | 3/6/2003   | 3/22/2003  | 1  | Z205 |
| 81910268   | \$ 19 844 88   | 10668-A    | 8028839 | 3/10/2003  | 3/26/2003  | 1  | Z205 |
| 81914367   | \$ 48 197 52   | 979162     | 8028813 | 3/12/2003  | 3/28/2003  | 1  | Z205 |
| 81913819   | \$ 46,700 28   | 979161     | 8028813 | 3/12/2003  | 3/28/2003  | 1  | Z205 |
| 81914392   | \$ 40 900 37   | 060298-HW  | 8020457 | 3/13/2003  | 3/29/2003  | 1  | Z205 |
| 81915377   | \$ 40 884 98   | 060296-HW  | 8020457 | 3/13/2003  | 3/29/2003  | 1  | Z205 |
| 81916658   | \$ 38 257 83   | 069836 HW  | 8020457 | 3/13/2003  | 3/29/2003  | 1  | Z205 |
| 81916492   | \$ 38 873 06   | 060297-HW  | 8020457 | 3/14/2003  | 3/30/2003  | 1  | Z205 |
| 81916452   | \$ 10 485 66   | 854757-SC  | 8020487 | 3/17/2003  | 4/2/2003   | 1  | Z205 |
| 81919521   | \$ 31 595 31   | 81919521   | 8020542 | 3/17/2003  | 4/2/2003   | 1  | Z205 |
| 81919518   | \$ 36 537 50   | 81919518   | 8020542 | 3/17/2003  | 4/2/2003   | 1  | Z205 |
| 81917508   | \$ 39 582 32   | 707555     | 8022767 | 3/17/2003  | 4/2/2003   | 1  | Z205 |
| 81917510   | \$ 42 033 60   | 705800     | 8022767 | 3/17/2003  | 4/2/2003   | 1  | Z205 |
| 81917405   | \$ 32 952 30   | 31703      | 8028255 | 3/17/2003  | 4/2/2003   | 1  | Z205 |
| 40158690   | \$ 3,726 62    | 5609965187 | 8222146 | 3/17/2003  | 3/28/2003  | 1  | Z201 |
| 81917431   | \$ 50 313 16   | 885279-ME  | 8036970 | 3/17/2003  | 4/2/2003   | 1  | Z205 |
| 81919369   | \$ 45 491 96   | 374664-MA  | 8020543 | 3/18/2003  | 4/3/2003   | 1  | Z205 |
| 81919370   | \$ 42 051 11   | 374663-MA  | 8020543 | 3/18/2003  | 4/3/2003   | 1  | Z205 |
| 81919658   | \$ 17 146 80   | 489393-SL  | 8200711 | 3/18/2003  | 4/3/2003   | 1  | Z205 |
| 81919635   | \$ 20 748 48   | 81919635   | 8020513 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81919634   | \$ 6 843 99    | 81919634   | 8020513 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81918578   | \$ 50 488 60   | 81918578   | 8020590 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81920903   | \$ 47,576 54   | 077923-SC  | 8020487 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81920494   | \$ 33 871 89   | 81920494   | 8020542 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81920493   | \$ 38 533 08   | 81920493   | 8020466 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81920598   | \$ 42 305 76   | 81920598   | 8020466 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81920673   | \$ 38 901 36   | 390147-MA  | 8020543 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81921115   | \$ 4 320 50    | 559457 GE  | 8200655 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81920708   | \$ 62 500 80   | 709138     | 8022766 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81920796   | \$ 10 181 52   | 81920796   | 8020603 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81920972   | \$ 9 148 61    | 708898     | 8201044 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81922452   | \$ 33 412 48   | 899767-ME  | 8036970 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81920933   | \$ 53,478 04   | 899766-ME  | 8036970 | 3/19/2003  | 4/4/2003   | 1  | Z205 |
| 81923122   | \$ 32 926 32   | 81923122   | 8020513 | 3/20/2003  | 4/5/2003   | 1  | Z205 |

Kellogg Company Statement of Account- Fleming

## Kellogg Company Statement of Account- Fleming

| Assignment |    | Amt in loc cur | Reference  | Branch  | Blne date | Net due dt | PK | PayT |
|------------|----|----------------|------------|---------|-----------|------------|----|------|
| 81923479   | \$ | 34 340 16      | 81923479   | 8020590 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81923153   | \$ | 8 692 62       | 81923153   | 8020590 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81922679   | \$ | 32 107 92      | 81922679   | 8020542 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81924967   | \$ | 34 468 45      | 81924967   | 8020542 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81923401   | \$ | 47 467 56      | 545918-LU  | 8020449 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81922680   | \$ | 31 104 48      | 81922680   | 8020466 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81922432   | \$ | 57 679 11      | 390235-MA  | 8020543 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81922431   | \$ | 50 639 76      | 390234-MA  | 8020543 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81922770   | \$ | 36,845 01      | 401854-GA  | 8201053 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81922772   | \$ | 5 747 98       | 818754 KC  | 8203488 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81922720   | \$ | 17 660 39      | 674784-LI  | 8200673 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81922713   | \$ | 28 066 68      | 082499-HW  | 8201039 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81922696   | \$ | 39 850 52      | 81922696   | 8020551 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81923441   | \$ | 37 964 03      | 81923441   | 8020551 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81923618   | \$ | 41,669 87      | 075170-HW  | 8020457 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81922342   | \$ | 35,270 28      | 087370-HW  | 8020457 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81923356   | \$ | 56 557 44      | 709139     | 8022766 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81918575   | \$ | 52 762 56      | 793900-NE  | 8020654 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 40158870   | \$ | 26 974 76      | 5609973185 | 8222034 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81922687   | \$ | 38 818 12      | 899768-ME  | 8036970 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81922435   | \$ | 48 326 72      | 534319-NA  | 8036965 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81922762   | \$ | 5 961 04       | 650649-WW  | 8202093 | 3/20/2003 | 4/5/2003   | 1  | Z205 |
| 81923489   | \$ | 30 271 84      | 81923489   | 8020513 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81923621   | \$ | 36,441 80      | 81923621   | 8020590 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81925156   | \$ | 37 977 46      | 81925156   | 8020590 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81924586   | \$ | 39 390 76      | 81924586   | 8020590 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81923460   | \$ | 31 203 81      | 81923460   | 8020542 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81923461   | \$ | 25 637 12      | 81923461   | 8020542 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81923459   | \$ | 17 710 42      | 81923459   | 8020449 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81923425   | \$ | 28 646 64      | 390233-MA  | 8020543 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81923767   | \$ | 9 378 18       | 316163-FS  | 8200649 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81923742   | \$ | 8,179 20       | 65895-A    | 8222330 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81923739   | \$ | 3 417 80       | 525731-LU  | 8200644 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81923740   | \$ | 2 555 64       | 525732-LU  | 8200644 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81923734   | \$ | 31 228 10      | 069106-SC  | 8200701 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81925159   | \$ | 38 181 44      | 090062-HW  | 8020457 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81923354   | \$ | 55 996 56      | 704295     | 8022767 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81922623   | \$ | 47 948 64      | 81922623   | 8020603 | 3/21/2003 | 4/6/2003   | 1  | Z205 |
| 81923687   | \$ | 30,206 97      | 819099-NE  | 8020654 | 3/21/2003 | 4/6/2003   | 1  | Z205 |

Kellogg Company Statement of Account- Fleming

## Kellogg Company Statement of Account- Fleming

| Assignment |    | Amt in loc cur | Reference | Branch  | Blinc date | Net due dt | PK | PayT |
|------------|----|----------------|-----------|---------|------------|------------|----|------|
| 81923688   | \$ | 57 047 52      | 831989-NE | 8020654 | 3/21/2003  | 4/6/2003   | 1  | Z205 |
| 81923684   | \$ | 51 111 84      | 812818-NE | 8020654 | 3/21/2003  | 4/6/2003   | 1  | Z205 |
| 81923686   | \$ | 35,169 12      | 819098 NE | 8020654 | 3/21/2003  | 4/6/2003   | 1  | Z205 |
| 81922454   | \$ | 37 873 68      | 81922454  | 8036947 | 3/21/2003  | 4/6/2003   | 1  | Z205 |
| 81922455   | \$ | 38 004 96      | 81922455  | 8036947 | 3/21/2003  | 4/6/2003   | 1  | Z205 |
| 81922453   | \$ | 41,077 92      | 81922453  | 8036947 | 3/21/2003  | 4/6/2003   | 1  | Z205 |
| 50535014   | \$ | 2 237 95       | 710753-ME | 8036970 | 3/21/2003  | 4/6/2003   | 1  | Z205 |
| 81923424   | \$ | 4 636 80       | 518270-NA | 8036965 | 3/21/2003  | 4/6/2003   | 1  | Z205 |
| 81925868   | \$ | 4 852 80       | 320938-WW | 8060153 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81925361   | \$ | 14 389 76      | 590527-WW | 8060153 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81925814   | \$ | 50 982 76      | 81925814  | 8020590 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81925325   | \$ | 7,414 12       | 889507-SC | 8020487 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81928434   | \$ | 18 791 61      | 81928434  | 8020542 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81928436   | \$ | 39 157 76      | 81928436  | 8020542 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81928437   | \$ | 16 786 47      | 81928437  | 8020542 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81928321   | \$ | 62 956 96      | 421165-MA | 8020543 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81925103   | \$ | 39 519 17      | 084387-HW | 8020457 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81923432   | \$ | 35 266 56      | 707591    | 8022766 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81925284   | \$ | 50 829 08      | 841537-NE | 8020654 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81925288   | \$ | 48 320 20      | 854061-NE | 8020654 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81925278   | \$ | 22 374 33      | 819100 NE | 8020654 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81924985   | \$ | 52 944 98      | 34921-WK  | 8023461 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81925104   | \$ | 26 077 27      | 32303     | 8028256 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81919143   | \$ | 31 449 60      | 1680      | 8028278 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81925886   | \$ | 46 065 24      | 81925886  | 8036947 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81925887   | \$ | 52 028 36      | 81925887  | 8036947 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81925117   | \$ | 52 193 68      | 014095-ME | 8036970 | 3/24/2003  | 4/9/2003   | 1  | Z205 |
| 81929253   | \$ | 40 148 10      | 224800    | 8020542 | 3/25/2003  | 4/10/2003  | 1  | Z205 |
| 81928539   | \$ | 5 365 24       | 899761-ME | 8200684 | 3/25/2003  | 4/10/2003  | 1  | Z205 |
| 81928422   | \$ | 50 602 20      | 81928422  | 8020603 | 3/25/2003  | 4/10/2003  | 1  | Z205 |
| 81929397   | \$ | 44 313 12      | 406649    | 8020513 | 3/26/2003  | 4/11/2003  | 1  | Z205 |
| 81930999   | \$ | 44 658 28      | 362867    | 8020590 | 3/26/2003  | 4/11/2003  | 1  | Z205 |
| 81929923   | \$ | 6 181 42       | 808330-LF | 8200669 | 3/26/2003  | 4/11/2003  | 1  | Z205 |
| 81929942   | \$ | 23 765 35      | 099989-HW | 8201039 | 3/26/2003  | 4/11/2003  | 1  | Z205 |
| 81927576   | \$ | 17 086 52      | 508924-SL | 8020503 | 3/26/2003  | 4/11/2003  | 1  | Z205 |
| 81929760   | \$ | 60 599 04      | 711587    | 8022754 | 3/26/2003  | 4/11/2003  | 1  | Z205 |
| 81929941   | \$ | 1 008 36       | 711448    | 8201044 | 3/26/2003  | 4/11/2003  | 1  | Z205 |
| 81929939   | \$ | 20 056 30      | 708897    | 8201044 | 3/26/2003  | 4/11/2003  | 1  | Z205 |
| 81929709   | \$ | 65 901 84      | 082113-TU | 8028482 | 3/26/2003  | 4/11/2003  | 1  | Z205 |

Kellogg Company Statement of Account- Fleming

## Kellogg Company Statement of Account- Fleming

| Assignment |    | Amt in loc cur | Reference  | Branch  | Blne date | Net due dt | PK | PayT |
|------------|----|----------------|------------|---------|-----------|------------|----|------|
| 81929708   | \$ | 29 293 80      | 082111-TU  | 8028482 | 3/26/2003 | 4/11/2003  | 1  | Z205 |
| 81931038   | \$ | 30 606 40      | 019060 ME  | 8036970 | 3/26/2003 | 4/11/2003  | 1  | Z205 |
| 81931040   | \$ | 36 456 04      | 019061 ME  | 8036970 | 3/26/2003 | 4/11/2003  | 1  | Z205 |
| 81931039   | \$ | 53 699 08      | 019059-ME  | 8036970 | 3/26/2003 | 4/11/2003  | 1  | Z205 |
| 81929686   | \$ | 42 033 60      | 582117 NA  | 8036965 | 3/26/2003 | 4/6/2003   | 1  | Z217 |
| 81930998   | \$ | 37 412 20      | 358210     | 8020590 | 3/27/2003 | 4/12/2003  | 1  | Z205 |
| 81931349   | \$ | 18,198 58      | 711396 LI  | 8200673 | 3/27/2003 | 4/12/2003  | 1  | Z205 |
| 81932483   | \$ | 36 827 30      | 095371-HW  | 8020457 | 3/27/2003 | 4/12/2003  | 1  | Z205 |
| 81929742   | \$ | 50 362 84      | 548284-SL  | 8020503 | 3/27/2003 | 4/12/2003  | 1  | Z205 |
| 81929649   | \$ | 49 758 24      | 827922-KC  | 8020470 | 3/27/2003 | 4/12/2003  | 1  | Z205 |
| 81929667   | \$ | 57 859 68      | 711001     | 8022766 | 3/27/2003 | 4/12/2003  | 1  | Z205 |
| 81931188   | \$ | 46,783 92      | 708535     | 8022754 | 3/27/2003 | 4/12/2003  | 1  | Z205 |
| 40159115   | \$ | 33 343 20      | 5609990679 | 8222034 | 3/27/2003 | 4/12/2003  | 1  | Z205 |
| 81932252   | \$ | 57 422 04      | 033367-ME  | 8036970 | 3/27/2003 | 4/12/2003  | 1  | Z205 |
| 81931316   | \$ | 41 099 52      | 582116-NA  | 8036965 | 3/27/2003 | 4/7/2003   | 1  | Z217 |
| 81931007   | \$ | 39 931 92      | 582119-NA  | 8036965 | 3/27/2003 | 4/12/2003  | 1  | Z205 |
| 81933626   | \$ | 38 376 63      | 358211     | 8020590 | 3/28/2003 | 4/13/2003  | 1  | Z205 |
| 81933572   | \$ | 36,977 31      | 358209     | 8020590 | 3/28/2003 | 4/13/2003  | 1  | Z205 |
| 81933595   | \$ | 47 840 76      | 122026-SC  | 8020487 | 3/28/2003 | 4/13/2003  | 1  | Z205 |
| 81932280   | \$ | 45 972 28      | 122025-SC  | 8020487 | 3/28/2003 | 4/13/2003  | 1  | Z205 |
| 81932663   | \$ | 1 231 73       | 552646-LU  | 8200644 | 3/28/2003 | 4/13/2003  | 1  | Z205 |
| 81932662   | \$ | 7 323 50       | 552641-LU  | 8200644 | 3/28/2003 | 4/13/2003  | 1  | Z205 |
| 81932657   | \$ | 15 097 03      | 680819-LI  | 8200673 | 3/28/2003 | 4/13/2003  | 1  | Z205 |
| 81933674   | \$ | 34 973 45      | 101877-HW  | 8020457 | 3/28/2003 | 4/13/2003  | 1  | Z205 |
| 81932660   | \$ | 2 124 28       | 711305     | 8201042 | 3/28/2003 | 4/13/2003  | 1  | Z205 |
| 81932659   | \$ | 12 633 00      | 711304     | 8201042 | 3/28/2003 | 4/13/2003  | 1  | Z205 |
| 81932656   | \$ | 17 870 53      | 707943     | 8201042 | 3/28/2003 | 4/13/2003  | 1  | Z205 |
| 81933647   | \$ | 22 276 32      | 406651     | 8020513 | 3/31/2003 | 4/11/2003  | 1  | Z217 |
| 81933645   | \$ | 1 400 90       | 406648     | 8020513 | 3/31/2003 | 4/16/2003  | 1  | Z205 |
| 81934173   | \$ | 47,225 30      | 362869     | 8020590 | 3/31/2003 | 4/11/2003  | 1  | Z217 |
| 81933656   | \$ | 55 439 84      | 122027-SC  | 8020487 | 3/31/2003 | 4/16/2003  | 1  | Z205 |
| 81934167   | \$ | 48 081 24      | 165850 SC  | 8020487 | 3/31/2003 | 4/11/2003  | 1  | Z217 |
| 81934000   | \$ | 7 824 60       | 371969-FS  | 8200649 | 3/31/2003 | 4/16/2003  | 1  | Z205 |
| 81933693   | \$ | 26 390 33      | 460548 GA  | 8201053 | 3/31/2003 | 4/16/2003  | 1  | Z205 |
| 40159196   | \$ | 40 303 58      | 5609987426 | 8200678 | 3/31/2003 | 4/16/2003  | 1  | Z205 |
| 81933694   | \$ | 16 078 95      | 554881-SL  | 8200711 | 3/31/2003 | 4/16/2003  | 1  | Z205 |
| 81933666   | \$ | 52 894 32      | 710162     | 8022766 | 3/31/2003 | 4/16/2003  | 1  | Z205 |
| 81934309   | \$ | 62 679 12      | 711863     | 8022766 | 3/31/2003 | 4/16/2003  | 1  | Z205 |
| 81934602   | \$ | 60 846 24      | 111664-TU  | 8028482 | 3/31/2003 | 4/11/2003  | 1  | Z217 |

Kellogg Company Statement of Account- Fleming



## Kellogg Company Statement of Account- Fleming

| Assignment |    | Amt in loc cur | Reference | Branch  | Blinc date | Net due dt | PK | PayT |
|------------|----|----------------|-----------|---------|------------|------------|----|------|
| 81933507   | \$ | 38 272 56      | 079117-TU | 8028482 | 3/31/2003  | 4/16/2003  | 1  | Z205 |
| 81937234   | \$ | 33 163 99      | 110149-HW | 8020457 | 4/1/2003   | 4/17/2003  | 1  | Z205 |
| 81936250   | \$ | 39 495 59      | 112842-HW | 8020457 | 4/1/2003   | 4/17/2003  | 1  | Z205 |
| 81937469   | \$ | 23 917 68      | 142942    | 8020466 | 4/2/2003   | 4/13/2003  | 1  | Z217 |
| 81937495   | \$ | 5 001 02       | 659073-GE | 8200655 | 4/2/2003   | 4/18/2003  | 1  | Z205 |
| 81937603   | \$ | 40 761 26      | 712072    | 8201167 | 4/2/2003   | 4/13/2003  | 1  | Z217 |
| 81871338   | \$ | 22,797 93      | 847498-GA | 2940512 | 1/29/2003  | 2/28/2003  | 1  | ZN30 |
| 81882166   | \$ | 4 305 18       | 102745-GA | 2940512 | 2/10/2003  | 3/12/2003  | 1  | ZN30 |
| 81891962   | \$ | 2 353 68       | 154000 GA | 2940512 | 2/19/2003  | 3/21/2003  | 1  | ZN30 |
| 81889467   | \$ | 31 427 43      | 133497-GA | 2940512 | 2/19/2003  | 3/21/2003  | 1  | ZN30 |
| 81896031   | \$ | 9 500 11       | 154001-GA | 2940512 | 2/24/2003  | 3/26/2003  | 1  | ZN30 |
| 81896044   | \$ | 13 343 33      | 194601-GA | 2940512 | 2/24/2003  | 3/26/2003  | 1  | ZN30 |
| 81896045   | \$ | 7,955 25       | 214575-GA | 2940512 | 2/24/2003  | 3/26/2003  | 1  | ZN30 |
| 81896741   | \$ | 690 24         | 214552-GA | 2940512 | 2/24/2003  | 3/26/2003  | 1  | ZN30 |
| 81905350   | \$ | 276 18         | 293730-GA | 2940512 | 3/4/2003   | 4/3/2003   | 1  | ZN30 |
| 81903163   | \$ | 4 720 76       | 283869-GA | 2940512 | 3/5/2003   | 4/4/2003   | 1  | ZN30 |
| 81903148   | \$ | 20 356 74      | 234404-GA | 2940512 | 3/5/2003   | 4/4/2003   | 1  | ZN30 |
| 81907559   | \$ | 9 548 41       | 313496-GA | 2940512 | 3/6/2003   | 4/5/2003   | 1  | ZN30 |
| 81913091   | \$ | 9 384 56       | 333183-GA | 2940512 | 3/12/2003  | 4/11/2003  | 1  | ZN30 |
| 81912295   | \$ | 1 228 02       | 362852-GA | 2940512 | 3/13/2003  | 4/12/2003  | 1  | ZN30 |
| 81919041   | \$ | 20 041 90      | 392115-GA | 2940512 | 3/17/2003  | 4/16/2003  | 1  | ZN30 |
| 81919095   | \$ | 895 20         | 214112-GA | 2940512 | 3/17/2003  | 4/16/2003  | 1  | ZN30 |
| 81918532   | \$ | 10 654 57      | 401934-GA | 2940512 | 3/19/2003  | 4/18/2003  | 1  | ZN30 |
| 81927546   | \$ | 8 192 76       | 431084-GA | 2940512 | 3/25/2003  | 4/24/2003  | 1  | ZN30 |
| 81932645   | \$ | 1 507 26       | 490158-GA | 2940512 | 3/27/2003  | 4/26/2003  | 1  | ZN30 |
| 81929377   | \$ | 12 544 84      | 519807-GA | 2940512 | 3/28/2003  | 4/27/2003  | 1  | ZN30 |
| 81871339   | \$ | 6 509 52       | 259298-LU | 2128433 | 1/29/2003  | 2/28/2003  | 1  | ZN30 |
| 81896043   | \$ | 21 653 04      | 383716 LU | 2128433 | 2/24/2003  | 3/26/2003  | 1  | ZN30 |
| 81907196   | \$ | 38 539 28      | 451341-LU | 2128433 | 3/7/2003   | 4/6/2003   | 1  | ZN30 |
| 81909100   | \$ | 6 158 02       | 471706-LU | 2128433 | 3/7/2003   | 4/6/2003   | 1  | ZN30 |
| 81918537   | \$ | 23 482 03      | 532504-LU | 2128433 | 3/19/2003  | 4/18/2003  | 1  | ZN30 |

**Balance \$5,621,133.10**

**Exhibit “C”**

# Kellogg Company - Statement of Invalid Deductions for Fleming Company

|          | Payer # | Deduction No       | Amount      | Age | Ref #/Chg #   | Remarks/Comments                                                                                              | Corres - Customer Level | Resn Desc   | SalesOf |
|----------|---------|--------------------|-------------|-----|---------------|---------------------------------------------------------------------------------------------------------------|-------------------------|-------------|---------|
|          | 828470  | 14004340652003004  | \$33,437.14 | 22  | 81893163A     | 300 Financial Exchange - recode to bankruptcy - customer filed 4/1/03                                         | Kristin Henning         | *Bankruptcy | Fleming |
| S        | 860128  | 1401102024RS       | \$4,303.84  | 36  | CP0703520     | 383 Coupon-05/01 recoded to Bankruptcy - cust filed 04/01/03                                                  | Heather Schieber        | *Bankruptcy | Fleming |
| S        | 860128  | 14011060972002004  | \$1,215.16  | 36  | CP0703829     | 383 Coupon-05/01 recoded to Bankruptcy - cust filed 04/01/03                                                  | Heather Schieber        | *Bankruptcy | Fleming |
| S        | 860128  | 16011241872002011  | \$8,034.15  | 36  | CPN DED/8601  | 383 Coupon-05/01 recoded to Bankruptcy - cust filed 04/01/03                                                  | Heather Schieber        | *Bankruptcy | Fleming |
| S        | 860128  | 16011241882002005  | \$11,090.57 | 36  | CPN DED/8601  | 383 Coupon-05/01 recoded to Bankruptcy - cust filed 04/01/03                                                  | Heather Schieber        | *Bankruptcy | Fleming |
| S        | 860128  | 16011370012002001  | \$5,970.10  | 36  | CPN DED/8601  | 383 Coupon-05/01 recoded to Bankruptcy - cust filed 04/01/03                                                  | Heather Schieber        | *Bankruptcy | Fleming |
| S        | 860128  | 16000080412003001A | \$23,316.93 | 35  | CPN DEDUCTIO  | 383 Coupon-05/01 recoded to Bankruptcy - cust filed 04/01/03                                                  | Heather Schieber        | *Bankruptcy | Fleming |
| S        | 860128  | 16001540132003008  | \$275.17    | 27  | CPN DED/8601  | 383 Coupon-05/01 recoded to Bankruptcy - cust filed 04/01/03                                                  | Heather Schieber        | *Bankruptcy | Fleming |
| S        | 860128  | 16001871222003004  | \$297.34    | 25  | CPN DED/8601  | 383 Coupon-05/01 recoded to Bankruptcy - cust filed 04/01/03                                                  | Heather Schieber        | *Bankruptcy | Fleming |
| S        | 860128  | 16002110032003011  | \$5,831.86  | 24  | CPN DED/8601  | 383 Coupon-05/01 recoded to Bankruptcy - cust filed 04/01/03                                                  | Heather Schieber        | *Bankruptcy | Fleming |
| S        | 860128  | 14004340892003RS   | \$26,612.22 | 22  | CPN DED CK #  | 383 Coupon-05/01 recoded to Bankruptcy - cust filed 04/01/03                                                  | Heather Schieber        | *Bankruptcy | Fleming |
| S        | 860128  | 16002640112003015  | \$2,477.88  | 22  | CPN DED CK #  | 383 Coupon-05/01 recoded to Bankruptcy - cust filed 04/01/03                                                  | Heather Schieber        | *Bankruptcy | Fleming |
| S        | 860128  | 16002640002003012  | \$274.61    | 22  | CPN DED/8601  | 383 Coupon-05/01 recoded to Bankruptcy - cust filed 04/01/03                                                  | Heather Schieber        | *Bankruptcy | Fleming |
| S        | 860128  | 16001330012003011B | \$37,625.74 | 21  | Check # 8023  | 383 Coupon-05/01 recoded to Bankruptcy - cust filed 04/01/03                                                  | Heather Schieber        | *Bankruptcy | Fleming |
| DIVISION | 820448  | 14001252602003002  | \$662.24    | 29  | 81868017      | 385 Overage - recode to bankruptcy - customer filed 4/1/03                                                    | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION | 810044  | 14009675552002004  | \$653.40    | 43  | 81780217 / GA | 333 DM Financial Exchange - recode to bankruptcy - customer filed 4/1/03                                      | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION | 810044  | 16010080972002003  | \$1,518.88  | 43  | 81787060 / G  | 333 DM Financial Exchange - recode to bankruptcy - customer filed 4/1/03                                      | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION | 810044  | 16010647002002001  | \$1,105.92  | 40  | GAU960075     | 333 DM Financial Exchange - recode to bankruptcy - customer filed 4/1/03                                      | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION | 810044  | 14010692632002004  | \$4,742.40  | 38  | 81802188 / G  | 333 DM Financial Exchange - recode to bankruptcy - customer filed 4/1/03                                      | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION | 810044  | 16010728922002001  | \$1,976.40  | 38  | 81813945 / G  | 333 DM Financial Exchange - recode to bankruptcy - customer filed 4/1/03                                      | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION | 810044  | 16000750342003001  | \$802.80    | 31  | 81858496 / G  | 333 DM Financial Exchange - recode to bankruptcy - customer filed 4/1/03                                      | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION | 810044  | 14004340952003004  | \$1,854.72  | 22  | 81923460 / G  | 388 Shortage - recode to bankruptcy - customer filed 4/1/03                                                   | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION | 810020  | 14001050192003004  | \$603.00    | 30  | GEX853880     | 333 DM Financial Exchange - recode to bankruptcy - filed 4/1/03                                               | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION | 810020  | 16001910202003002  | \$3,244.80  | 25  | 50529872 / G  | 391 Damage - code to Bankruptcy - customer filed 4/1/03                                                       | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION | 810020  | 16002110032003004  | \$1,986.72  | 24  | 81906587 / G  | 388 shortage - code to Bankruptcy - customer filed 4/1/03, r/a # 4053707598 entered in system on 03/11/03, mk | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION | 810020  | 16002640002003001B | \$916.48    | 22  | 81919635 / G  | 388 Shortage - code to Bankruptcy - customer filed 4/1/03                                                     | Lori Lemmons            | *Bankruptcy | Fleming |

# Kellogg Company - Statement of Invalid Deductions for Fleming Company

|             | Payer # | Deduction No        | Amount      | Age | Ref #/Chg #  | Remarks/Comments                                                                                                         | Corres - Customer Level | Resn Desc   | SalesO  |
|-------------|---------|---------------------|-------------|-----|--------------|--------------------------------------------------------------------------------------------------------------------------|-------------------------|-------------|---------|
| TE DIVISION | 810076  | 14009070962002004   | \$1,350 00  | 46  | 81748589/LFT | 388 Shortage - code to Bankruptcy - customer filed 4/1/03                                                                | Lori Lemmons            | *Bankruptcy | Fleming |
| TE DIVISION | 810076  | 14009070682002004   | \$4,097 57  | 46  | 81761647/LFU | 333 DM Financial Exc hange - code to Bankruptcy customer filed 4/1/03                                                    | Lori Lemmons            | *Bankruptcy | Fleming |
| TE DIVISION | 810076  | 14009291822002004   | \$862 51    | 44  | 81774472 / L | 333 DM Financial Exc hange code to Bankruptcy customer filed 4/1/03                                                      | Lori Lemmons            | *Bankruptcy | Fleming |
| TE DIVISION | 810076  | 16009980012002005B  | \$4,108 88  | 43  | LFU918892/81 | 333 DM Financial Exc hange - code to Bankruptcy customer filed 4/1/03                                                    | Lori Lemmons            | *Bankruptcy | Fleming |
| TE DIVISION | 810076  | 14000920092003004   | \$670 88    | 31  | 81858491 / L | 333 DM Financial Exc hange code to Bankruptcy customer filed 4/1/03                                                      | Lori Lemmons            | *Bankruptcy | Fleming |
| TE DIVISION | 810076  | 14001080332003004   | \$511 78    | 29  | LFW300212    | 333 DM Financial Exc hange code to Bankruptcy customer filed 4/1/03                                                      | Lori Lemmons            | *Bankruptcy | Fleming |
| TE DIVISION | 810076  | 14003040822003004   | \$2,642 52  | 26  | 81897724 / L | 388 Shortage - code to Bankruptcy - customer filed 4/1/03                                                                | Lori Lemmons            | *Bankruptcy | Fleming |
| TE DIVISION | 810076  | 16003670022003001A  | \$3,192 24  | 18  | 81914263     | 395 Return - code to Bankruptcy - customer filed 04/01/03 ~ we owe the customer this money because of entry error on 1/2 | Lori Lemmons            | *Bankruptcy | Fleming |
| K DIVISION  | 810075  | 16001540132003003   | \$2,282 88  | 27  | LUG275115    | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                  | Lori Lemmons            | *Bankruptcy | Fleming |
| ON DIVISION | 815866  | 16008891682002007   | \$17,982 72 | 49  | 81746276 / M | 333 DM Financial Exc hange - code to bankruptcy customer filed 4/1/03                                                    | Lori Lemmons            | *Bankruptcy | Fleming |
| ON DIVISION | 815866  | 14008858502002004A  | \$680 40    | 47  | 81762781 / M | 333 DM Financial Exc hange - code to bankruptcy customer filed 4/1/03                                                    | Lori Lemmons            | *Bankruptcy | Fleming |
| ON DIVISION | 815866  | 14000630432003004   | \$3,179 52  | 32  | MAG614884    | 395 Returns code to bankruptcy customer filed 4/1/03                                                                     | Lori Lemmons            | *Bankruptcy | Fleming |
| ON DIVISION | 815866  | 16001610302003006   | \$3,015 36  | 26  | 81890684 / M | 333 DM Financial Exc hange - code to bankruptcy customer filed 4/1/03                                                    | Lori Lemmons            | *Bankruptcy | Fleming |
| IVISION     | 836927  | 14009500712002004   | \$483 84    | 44  | MIU929566/81 | 388 Shortage recode to bankruptcy - customer filed 4/1/03                                                                | Lori Lemmons            | *Bankruptcy | Fleming |
| IVISION     | 836927  | 16010364762002004   | \$954 88    | 41  | MIT459904/83 | 391 Damage - recode to bankruptcy - customer filed 4/1/03                                                                | Lori Lemmons            | *Bankruptcy | Fleming |
| IVISION     | 836927  | 16000080412003001BF | \$4,901 96  | 35  | MIH000129    | 335 DM Promotion - recode to bankruptcy - customer filed 4/1 /03                                                         | Lori Lemmons            | *Bankruptcy | Fleming |
| IVISION     | 836927  | 16000750712003001   | \$469 49    | 31  | 1071196578   | 388 Shortage code to Bankruptcy - customer filed 04/01/03, credit against 1071 196578 returned August 02                 | Lori Lemmons            | *Bankruptcy | Fleming |
| IVISION     | 836927  | 14000920112003004   | \$2,810 88  | 31  | 81866745 / M | 388 Shortage - code to bankruptcy customer filed 4/1/03                                                                  | Lori Lemmons            | *Bankruptcy | Fleming |
| IVISION     | 836927  | 16000750342003007   | \$658 80    | 31  | MIU930759/83 | 388 Shortage - recode to bankruptcy - customer filed 4/1/03                                                              | Lori Lemmons            | *Bankruptcy | Fleming |
| IVISION     | 836927  | 14001310022003004B  | \$690 82    | 28  | MIP993191    | 335 DM Promotion - code to bankruptcy customer filed 4/1/0 3                                                             | Lori Lemmons            | *Bankruptcy | Fleming |
| IVISION     | 836927  | 14002390402003004   | \$1,352 34  | 27  | MIX830754    | 335 DM Promotion - recode to bankruptcy customer filed 4/1 /03                                                           | Lori Lemmons            | *Bankruptcy | Fleming |
| IVISION     | 836927  | 16001871222003003   | \$3,500 00  | 25  | MIO000270/83 | 351 Billback - recode to bankruptcy - customer filed 4/1/03                                                              | Lori Lemmons            | *Bankruptcy | Fleming |
| IVISION     | 836927  | 14004341102003004   | \$10,604 22 | 22  | MIP993644    | 351 Billback - recode to bankruptcy - customer filed 4/1/03                                                              | Lori Lemmons            | *Bankruptcy | Fleming |
| LE DIVISION | 836966  | 16008891682002009   | \$501 48    | 49  | 81743156 / N | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                  | Lori Lemmons            | *Bankruptcy | Fleming |
| LE DIVISION | 836966  | 16010362512002005   | \$711 36    | 41  | 81802277 / N | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                  | Lori Lemmons            | *Bankruptcy | Fleming |

# Kellogg Company - Statement of Invalid Deductions for Fleming Company

|               | Payer # | Deduction No      | Amount      | Age | Ref #/Chg #  | Remarks/Comments                                                                                                | Corres - Customer Level | Resn Desc   | SalesO  |
|---------------|---------|-------------------|-------------|-----|--------------|-----------------------------------------------------------------------------------------------------------------|-------------------------|-------------|---------|
| LE DIVISION   | 836966  | 14010012552002002 | \$697.13    | 40  | 81799930     | 388 Shortage recode to bankruptcy customer filed 4/1/03                                                         | Lori Lemmons            | *Bankruptcy | Fleming |
| LE DIVISION   | 836966  | 14010242712002004 | \$672.00    | 39  | NAG007227    | 422 Donation recode to bankruptcy customer filed 4/1/03                                                         | Lori Lemmons            | *Bankruptcy | Fleming |
| LE DIVISION   | 836966  | 16011241872002009 | \$1,335.60  | 36  | NAU957359/83 | 333 DM Financial Exchange - recode to bankruptcy customer filed 4/1/03                                          | Lori Lemmons            | *Bankruptcy | Fleming |
| LE DIVISION   | 836966  | 16011370012002007 | \$1,488.00  | 36  | NAU957478/83 | 388 Shortage recode to bankruptcy customer filed 4/1/03                                                         | Lori Lemmons            | *Bankruptcy | Fleming |
| RSEY DIVISION | 827428  | 16009083372002008 | \$4,699.20  | 48  | 81753400 / N | 333 DM Financial Exchange - recode to bankruptcy customer filed 4/1/03                                          | Lori Lemmons            | *Bankruptcy | Fleming |
| RSEY DIVISION | 827428  | 14009774472002004 | \$2,313.36  | 42  | NJU902549/81 | 388 Shortage recode to bankruptcy customer filed 4/1/03                                                         | Lori Lemmons            | *Bankruptcy | Fleming |
| RSEY DIVISION | 827428  | 16010530052002010 | \$1,086.64  | 40  | NJU902615/82 | 388 Shortage recode to bankruptcy customer filed 4/1/03                                                         | Lori Lemmons            | *Bankruptcy | Fleming |
| RSEY DIVISION | 827428  | 16010995622002006 | \$4,979.52  | 38  | 81821660/NJU | 333 DM Financial Exchange - recode to bankruptcy customer filed 4/1/03                                          | Lori Lemmons            | *Bankruptcy | Fleming |
| RSEY DIVISION | 827428  | 16001110362003007 | \$948.48    | 29  | 81874412 / N | 388 Shortage recode to bankruptcy customer filed 4/1/03                                                         | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION      | 810025  | 14003010252003004 | \$1,116.00  | 26  | 81894095 / N | 388 Shortage recode to bankruptcy customer filed 4/1/03                                                         | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION      | 810025  | 14003010242003004 | \$863.73    | 26  | NCG033888    | 333 DM Financial Exchange - recode to bankruptcy customer filed 4/1/03                                          | Lori Lemmons            | *Bankruptcy | Fleming |
| DIVISION      | 810025  | 14004340542003002 | \$820.46    | 22  | 81891920     | 300 Financial Exchange recode to bankruptcy customer filed 4/1/03                                               | Lori Lemmons            | *Bankruptcy | Fleming |
| X DIVISION    | 810023  | 16009980012002006 | \$5,298.96  | 43  | 81779031/PXU | 333 DM Financial Exchange recode to bankruptcy customer filed 4/1/03                                            | Lori Lemmons            | *Bankruptcy | Fleming |
| X DIVISION    | 810023  | 16002452012003012 | \$2,800.00  | 23  | PXH106229/81 | 351 Billbacks recode to bankruptcy customer filed 4/1/03                                                        | Lori Lemmons            | *Bankruptcy | Fleming |
| X DIVISION    | 810023  | 16002640112003013 | \$9,423.12  | 22  | PXH106276/81 | 351 Billbacks - recode to bankruptcy customer filed 4/1/03                                                      | Lori Lemmons            | *Bankruptcy | Fleming |
| KE CITY DIV   | 820467  | 14007240232002004 | \$1,036.80  | 55  | SLT689342    | 333 DM Financial Exchange - recode to bankruptcy customer filed 4/1/03                                          | Lori Lemmons            | *Bankruptcy | Fleming |
| KE CITY DIV   | 820467  | 14009070772002004 | \$441.56    | 46  | 81767337/SLU | 391 Damage recoded to bankruptcy customer filed 04/01/03 ~ damaged product against invoice #8176 7337           | Lori Lemmons            | *Bankruptcy | Fleming |
| KE CITY DIV   | 820467  | 16000427902003001 | \$484.39    | 32  | 81408984/820 | 391 Damage recoded to bankruptcy customer filed 04/01/03, damaged product returned against inv#8 1408984        | Lori Lemmons            | *Bankruptcy | Fleming |
| KE CITY DIV   | 820467  | 16000427912003001 | \$642.29    | 32  | 81764213/820 | 388 Shortage recoded to bankruptcy customer filed 04/01/03 Froot Loop shortage on invoice 8176 4213             | Lori Lemmons            | *Bankruptcy | Fleming |
| E GRACE)      | 826884  | 14007380332002004 | \$3,000.00  | 54  | CCM56452     | 335 DM Promotion recode to bankruptcy customer filed 4/1/03                                                     | Lori Lemmons            | *Bankruptcy | Fleming |
| E GRACE)      | 826884  | 16008710792002002 | \$1,371.22  | 50  | CCM57050/826 | 335 DM Promotion recode to bankruptcy customer filed 4/1/03                                                     | Lori Lemmons            | *Bankruptcy | Fleming |
| E GRACE)      | 826884  | 16000190542003002 | \$11,955.00 | 34  | SCG10200146/ | 351 Billbacks - recode to bankruptcy customer filed 4/1/03                                                      | Lori Lemmons            | *Bankruptcy | Fleming |
| ESHA          | 823461  | 16009403702002001 | \$945.38    | 45  | 81649270/823 | 391 Damage - recoded to bankruptcy customer filed 04/01/03 ~ damaged product returned against invoice #81649270 | Lori Lemmons            | *Bankruptcy | Fleming |

# Kellogg Company - Statement of Invalid Deductions for Fleming Company

|              | Payer # | Deduction No        | Amount     | Age | Ref #/Chg #  | Remarks/Comments                                                                                                          | Corres - Customer Level | Resn Desc   | Sales   |
|--------------|---------|---------------------|------------|-----|--------------|---------------------------------------------------------------------------------------------------------------------------|-------------------------|-------------|---------|
| ACROSSE DIV  | 820477  | 16001110362003002   | \$2,069 76 | 29  | 81874447 / L | 333 DM Financial Exc hange - recode to bankruptcy - customer filed 4/1/03                                                 | Lori Lemmons            | *Bankruptcy | Fleming |
| ACROSSE DIV  | 820477  | 16001610302003003   | \$907 20   | 26  | LAC81893185  | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                   | Lori Lemmons            | *Bankruptcy | Fleming |
| ACROSSE DIV  | 820477  | 14003261182003004   | \$6,489 60 | 24  | LAC041307BB  | 422 Donation - recod e to bankruptcy customer filed 4/1/03                                                                | Lori Lemmons            | *Bankruptcy | Fleming |
| ACROSSE DIV  | 820477  | 16002640112003005   | \$4,732 56 | 22  | 81923354 / L | 388 Shortage recod e to bankruptcy customer filed 4/1/03                                                                  | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 820540  | 16009364572002011   | \$2,000 00 | 46  | 63486RRNB    | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                   | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 820540  | 16002451992003029   | \$894 16   | 23  | 66330ARNB/82 | 351 Billbacks reco de to bankruptcy customer filed 4/1/03                                                                 | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 820540  | 16003190552003001   | \$1,058 40 | 19  | 81532342/820 | 395 Return - recoded to bankruptcy - customer filed 04/01/03 ~ this product was returned against inv oice 81532342 from F | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 820540  | 16003190572003001   | \$1,896 96 | 19  | 81857467/820 | 388 shortage - recod ed to bankruptcy - customer filed 04/01/ 03 ~ shortage return ed against invoice # 81857467          | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 820540  | 16004084652003001   | \$904 96   | 15  | 81934309/820 | 391 Damaged - recode d to bankruptcy customer filed 04/01/0 3 ~ Frosted Flakes d amaged against invoi ce 81934309         | Lori Lemmons            | *Bankruptcy | Fleming |
| AST DIVISION | 820653  | 14009070742002004   | \$500 00   | 46  | NEX812255    | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                   | Lori Lemmons            | *Bankruptcy | Fleming |
| AST DIVISION | 820653  | 16009774302002006   | \$504 00   | 44  | NEU931565/82 | 388 Shortage recod e to bankruptcy customer filed 4/1/03                                                                  | Lori Lemmons            | *Bankruptcy | Fleming |
| AST DIVISION | 820653  | 14009924962002004   | \$911 94   | 41  | NEW021729    | 335 DM Promotion - r ecode to bankruptcy customer filed 4/1/03                                                            | Lori Lemmons            | *Bankruptcy | Fleming |
| AST DIVISION | 820653  | 16000080412003001BH | \$500 00   | 35  | NEX812355    | 333 DM Financial Exc hange recode to bankruptcy customer filed 4/1/03                                                     | Lori Lemmons            | *Bankruptcy | Fleming |
| AST DIVISION | 820653  | 14000530192003004   | \$478 11   | 33  | NEU932393/81 | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                   | Lori Lemmons            | *Bankruptcy | Fleming |
| AST DIVISION | 820653  | 14000870812003004   | \$1,512 00 | 30  | 81866926 / N | 388 Shortage - recod e to bankruptcy - customer filed 4/1/03                                                              | Lori Lemmons            | *Bankruptcy | Fleming |
| AST DIVISION | 820653  | 14003010262003004   | \$998 40   | 26  | 81894289 / N | 388 Shortage - recod e to bankruptcy - customer filed 4/1/03                                                              | Lori Lemmons            | *Bankruptcy | Fleming |
| AST DIVISION | 820653  | 14002730722003004   | \$601 50   | 26  | NET402185    | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                   | Lori Lemmons            | *Bankruptcy | Fleming |
| AST DIVISION | 820653  | 14002762272003004   | \$940 80   | 25  | NEU932978 /  | 388 Shortage - recod e to bankruptcy - customer filed 4/1/03                                                              | Lori Lemmons            | *Bankruptcy | Fleming |
| AST DIVISION | 820653  | 14004341172003004   | \$972 80   | 22  | 81918575 / N | 388 Shortage recod e to bankruptcy customer filed 4/1/03                                                                  | Lori Lemmons            | *Bankruptcy | Fleming |
| DIV          | 822753  | 14000270072003004   | \$1,785 62 | 34  | SUP023255M   | 351 Billbacks - reco de to bankruptcy - customer filed 4/1/03                                                             | Lori Lemmons            | *Bankruptcy | Fleming |
| DIV          | 822753  | 14000270082003004   | \$1,150 00 | 34  | SUP023642M   | 351 Billbacks reco de to bankruptcy customer filed 4/1/03                                                                 | Lori Lemmons            | *Bankruptcy | Fleming |
| DIV          | 822753  | 14000270092003004   | \$1,150 00 | 34  | SUP023773M   | 351 Billbacks reco de to bankruptcy - customer filed 4/1/03                                                               | Lori Lemmons            | *Bankruptcy | Fleming |
| DIV          | 822753  | 16000721362003009   | \$6,814 08 | 31  | 81863940 / S | 333 DM Financial Exc hange recode to bankruptcy customer filed 4/1/03                                                     | Lori Lemmons            | *Bankruptcy | Fleming |
| DIV          | 822753  | 1600133001AD        | \$533 72   | 28  | SUP81876349/ | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                   | Lori Lemmons            | *Bankruptcy | Fleming |

# Kellogg Company - Statement of Invalid Deductions for Fleming Company

|              | Payer # | Deduction No        | Amount      | Age | Ref #/Chg #  | Remarks/Comments                                                                                                       | Corres - Customer Level | Resn Desc   | SalesO  |
|--------------|---------|---------------------|-------------|-----|--------------|------------------------------------------------------------------------------------------------------------------------|-------------------------|-------------|---------|
| DIV          | 822753  | 16001910202003014   | \$1,000 00  | 25  | SUP026046M/8 | DM Deduction 7/22/ 03 found that this d eduction is for Dole Fruit Bowls non K ellogg product inval id Add to pre petl | Lori Lemmons            | *Bankruptcy | Fleming |
| DIV          | 822753  | 16001871222003007   | \$7,974 81  | 25  | SUP026067M   | 355 Scanner Apps r ecode to bankruptcy customer filed 4/1 /03                                                          | Lori Lemmons            | *Bankruptcy | Fleming |
| DIV          | 822753  | 16001871222003017   | \$766 80    | 25  | SUP026193M   | 355 Scanner Apps - r ecode to bankruptcy customer filed 4/1 /03                                                        | Lori Lemmons            | *Bankruptcy | Fleming |
| DIV          | 822753  | 16001691792003001   | \$1,145 44  | 25  | SUP079500/82 | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                | Lori Lemmons            | *Bankruptcy | Fleming |
| DIV          | 822753  | 16002451992003040   | \$12,512 16 | 23  | 81916673 / S | 388 Shortage - recod e to bankruptcy - cu stomer filed 4/1/03                                                          | Lori Lemmons            | *Bankruptcy | Fleming |
| DIV          | 822753  | 16002640112003017   | \$511 56    | 22  | SUP080442/82 | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                | Lori Lemmons            | *Bankruptcy | Fleming |
| VISION       | 828481  | 14007610392002004   | \$1,000 00  | 53  | TUX000123    | 335 DM Promotion - r ecode to bankruptcy customer filed 4/1 /03                                                        | Lori Lemmons            | *Bankruptcy | Fleming |
| VISION       | 828481  | 14010440722002004   | \$700 56    | 38  | TUU902519/81 | 388 Shortage - recod e to bankruptcy - cu stomer filed 4/1/03                                                          | Lori Lemmons            | *Bankruptcy | Fleming |
| VISION       | 828481  | 16002110032003012   | \$1,036 80  | 24  | 81907915 / T | 388 Shortage - recod e to bankruptcy - cu stomer filed 4/1/03                                                          | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 827194  | 14009111512002004   | \$3,166 08  | 46  | 81773788/INU | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 827194  | 16009774302002003A  | \$802 80    | 44  | INU907003/82 | 333 DM Financial Exc hange recode to bankruptcy customer filed 4/1/03                                                  | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 827194  | 14010120302002004B  | \$744 00    | 41  | INU907301/81 | 388 Shortage - recod e to bankruptcy - cu stomer filed 4/1/03                                                          | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 827194  | 16010728922002002   | \$409 57    | 38  | INU907411/82 | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 827194  | 14000225102003004   | \$1,067 04  | 34  | INU907732/81 | 388 Shortage - recod e to bankruptcy - cu stomer filed 4/1/03                                                          | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 827194  | 16001390852003001   | \$2,976 00  | 28  | 81880215 / I | 388 Shortage - recod e to bankruptcy - cu stomer filed 4/1/03                                                          | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 827194  | 1601008097AA        | \$14,390 78 | 22  | 81788123/INU | 388 Shortage - recod e to bankruptcy - cu stomer filed 4/1/03                                                          | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 827194  | 16003190712003001   | \$744 00    | 19  | 81768415/827 | 388 Shortage - recod ed to bankruptcy - c ustomer filed 04/01/ 03 ~ shortage on inv oice #81768415                     | Lori Lemmons            | *Bankruptcy | Fleming |
|              | 827194  | 16003190722003001   | \$761 81    | 19  | 81788122/827 | 388 Shortage - recod ed to bankruptcy - c ustomer filed 04/01/ 03 ~ Frosted Flakes shortage against inv oice 81788122  | Lori Lemmons            | *Bankruptcy | Fleming |
| ITY DIVISION | 820479  | 16009403502002001   | \$2,224 80  | 45  | 81546542/820 | 395 returned recod ed to bankruptcy c ustomer filed 04/01/ 03 ~ ols archive ret urn against invoice #81546542          | Lori Lemmons            | *Bankruptcy | Fleming |
| ITY DIVISION | 820479  | 14010213292002004BB | \$435 18    | 40  | 81809241 / K | 333 DM Financial Exc hange recode to bankruptcy customer filed 4/1/03                                                  | Lori Lemmons            | *Bankruptcy | Fleming |
| ITY DIVISION | 820479  | 14010310332002004   | \$2,659 55  | 40  | KCP002603    | 335 DM Promotion r ecode to bankruptcy customer filed 4/1 /03                                                          | Lori Lemmons            | *Bankruptcy | Fleming |
| TY DIVISION  | 820479  | 16001550002003001A  | -\$1,935 36 | 27  | 81826010     | 388 Shortage - recod e to bankruptcy - cu stomer filed 4/1/03                                                          | Lori Lemmons            | *Bankruptcy | Fleming |
| TY DIVISION  | 820479  | 16001910202003005A  | \$1,499 23  | 25  | 81904002 / K | 388 Shortage - recod e to bankruptcy - cu stomer filed 4/1/03                                                          | Lori Lemmons            | *Bankruptcy | Fleming |
| TY DIVISION  | 820479  | 16002452012003001   | \$22,098 72 | 23  | KCG186237/82 | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                                                | Lori Lemmons            | *Bankruptcy | Fleming |

# Kellogg Company - Statement of Invalid Deductions for Fleming Company

|                | Payer # | Deduction No       | Amount      | Age | Ref #/Chg #  | Remarks/Comments                                                                              | Corres - Customer Level | Resn Desc   | SalesC     |
|----------------|---------|--------------------|-------------|-----|--------------|-----------------------------------------------------------------------------------------------|-------------------------|-------------|------------|
| CITY DIVISION  | 820479  | 16002452012003002  | \$13,674.24 | 23  | KCG186304    | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                       | Lori Lemmons            | *Bankruptcy | Fleming    |
| PRODUCT SUPPLY | 836961  | 16002640112003010  | \$15,590.24 | 22  | MEP218938/83 | 351 Billbacks recode to bankruptcy customer filed 4/1/03                                      | Lori Lemmons            | *Bankruptcy | Fleming    |
| V DIVISION     | 810019  | 16008689502002014  | \$1,513.60  | 49  | WWW021523/81 | 335 DM Promotion - recode to bankruptcy customer filed 4/1/03                                 | Lori Lemmons            | *Bankruptcy | Great L    |
| V DIVISION     | 810019  | 14009925032002004  | \$1,841.13  | 41  | WWW021758    | 335 DM Promotion - recode to bankruptcy customer filed 4/1/03                                 | Lori Lemmons            | *Bankruptcy | Great L    |
| V DIVISION     | 810019  | 14010680182002004  | \$1,138.42  | 38  | WWW021757    | 335 DM Promotion - recode to bankruptcy customer filed 4/1/03                                 | Lori Lemmons            | *Bankruptcy | Great L    |
| V DIVISION     | 810019  | 16000193382003018  | \$422.44    | 34  | WWW300037/81 | 335 DM Promotion - recode to bankruptcy customer filed 4/1/03                                 | Lori Lemmons            | *Bankruptcy | Great L    |
| V DIVISION     | 810019  | 14000810192003004  | \$11,492.40 | 31  | WWG981154    | 333 DM Financial Exc hange - recode to bankruptcy customer filed 4/1/03                       | Lori Lemmons            | *Bankruptcy | Great L    |
| V DIVISION     | 810019  | 16000941902003020  | \$530.32    | 30  | WWW300445/81 | 335 DM Promotion - recode to bankruptcy customer filed 4/1/03                                 | Lori Lemmons            | *Bankruptcy | Great L    |
| V DIVISION     | 810019  | 16002640002003017  | \$9,119.04  | 22  | WWG913743    | 321 Ded to Move to Keebler GL recode to bankruptcy customer filed 4/1/03                      | Lori Lemmons            | *Bankruptcy | Great L    |
|                | 860172  | 16010362512002003  | \$13,220.87 | 41  | HIM19939BD/8 | 299 - BANKRUPTCY - LORI LEMMONS IS SPOC                                                       | Patty Mockaitis         | *Bankruptcy | Military 1 |
|                | 860172  | 14010050382002004B | \$3,206.45  | 41  | MIM016199    | 299 - BANKRUPTCY - LORI LEMMONS IS SPOC                                                       | Patty Mockaitis         | *Bankruptcy | Military 1 |
| ION            | 817414  | 1400664303         | \$114.00    | 48  | FSF386424    | 336-DM FROZEN BROKER 4/29 recoded to Bankruptcy cust filed 04/01/03 FLOORSTOCK PROTECTION MSF | Stacey Willavize        | *Bankruptcy | NFF Gro    |
| ION            | 817414  | 14010440412002004  | \$2,770.85  | 38  | FSP998022    | 336 DM FROZEN BROKER - 4/29 recoded to Bankruptcy cust filed 04/01/03 OUTSIDE CONTRACT EGGO   | Stacey Willavize        | *Bankruptcy | NFF Gro    |
| ION            | 817414  | 14002762032003004  | \$1,456.50  | 25  | FSP999064    | 336-DM FROZEN BROKER 4/29 recoded to Bankruptcy - cust filed 04/01/03 INVALID BILLBACK EGGO   | Stacey Willavize        | *Bankruptcy | NFF Gro    |
| ION            | 817414  | 16002451992003002  | \$193.90    | 23  | FSP999244/81 | 336 DM FROZEN BROKER 4/29 recoded to Bankruptcy cust filed 04/01/03 INVALID BILLBACK EGGO     | Stacey Willavize        | *Bankruptcy | NFF Gro    |
| ION            | 820403  | 14009291732002004  | \$277.60    | 44  | GEP970305    | 336 DM FROZEN BROKER - 5/1 recoded to Bankruptcy cust filed 04/01/03 OUTSIDE CONTRACT EGGO    | Stacey Willavize        | *Bankruptcy | NFF Gro    |
| ION            | 820403  | 14010440462002004  | \$905.84    | 38  | GEP970797    | 336 DM FROZEN BROKER - 5/1 recoded to Bankruptcy cust filed 04/01/03 OUTSIDE CONTRACT EGGO    | Stacey Willavize        | *Bankruptcy | NFF Gro    |
| VISION         | 820404  | 14009291812002004  | \$218.80    | 44  | LFP920428    | 336 DM FROZEN BROKER - 5/1 recoded to Bankruptcy cust filed 04/01/03 OUTSIDE CONTRACT EGGO    | Stacey Willavize        | *Bankruptcy | NFF Gro    |
| /ISION         | 820404  | 14010440542002004  | \$1,257.26  | 38  | LFP921098    | 336 DM FROZEN BROKER 5/1 recoded to Bankruptcy cust filed 04/01/03 OUTSIDE CONTRACT EGGO      | Stacey Willavize        | *Bankruptcy | NFF Gro    |
| /ISION         | 820404  | 16001390852003002  | \$145.53    | 28  | LFW300296/82 | 336 DM FROZEN BROKER 5/1 recoded to Bankruptcy cust filed 04/01/03 DAMAGE & RECOUP NOT VALID  | Stacey Willavize        | *Bankruptcy | NFF Gro    |
| ION            | 817427  | 14010440552002004  | \$221.60    | 38  | LIP920866    | 336 DM FROZEN BROKER 5/1 recoded to Bankruptcy cust filed 04/01/03 OUTSIDE CONTRACT EGGO      | Stacey Willavize        | *Bankruptcy | NFF Gro    |



# Kellogg Company - Statement of Invalid Deductions for Fleming Company

|                 | Payer # | Deduction No       | Amount     | Age | Ref #/Chg #  | Remarks/Comments                                                                                                                  | Corres - Customer Level | Resn Desc   | SalesC  |
|-----------------|---------|--------------------|------------|-----|--------------|-----------------------------------------------------------------------------------------------------------------------------------|-------------------------|-------------|---------|
| SION            | 817427  | 14000083082003004  | \$1,179 23 | 35  | LIX992267    | 336 DM FROZEN BROKER - 5/1<br>recoded to Ba nkruptcy - cust file d<br>04/01/03 DISCTND P ROD NOT VALID                            | Stacey Willavize        | *Bankruptcy | NFF Gro |
| SION            | 817421  | 14010440592002004  | \$1,086 53 | 38  | LUP290157    | 336 DM FROZEN BROKER - 5/1<br>recoded to Ba nkruptcy - cust file d<br>04/01/03 OUTSIDE C ONTRACT EGGO                             | Stacey Willavize        | *Bankruptcy | NFF Gro |
|                 | 817422  | 14010440612002004  | \$1,910 18 | 38  | MAP941736    | 336 DM FROZEN BROKER - 5/1<br>recoded to Ba nkruptcy - cust file d<br>04/01/03 OUTSIDE C ONTRACT EGGO                             | Stacey Willavize        | *Bankruptcy | NFF Gro |
|                 | 817422  | 14010694102002004  | \$158 12   | 37  | MAP941889    | 336 DM FROZEN BROKER - 5/1<br>recoded to Ba nkruptcy - cust file d<br>04/01/03 OUTSIDE C ONTRACT EGGO                             | Stacey Willavize        | *Bankruptcy | NFF Gro |
|                 | 817422  | 14003261562003004D | \$2,692 30 | 24  | MAP943924    | 336 DM FROZEN BROKER - 5/1<br>recoded to Ba nkruptcy - cust file d<br>04/01/03 INVALID B ILLBACK EGGO                             | Stacey Willavize        | *Bankruptcy | NFF Gro |
| DUCT SUPPLY CTR | 820406  | 14010692652002004  | \$2,028 80 | 38  | MEU954067    | 388 SHORTAGE - 5/1 r ecoded to<br>Bankruptcy - cust filed 04/01/ 03<br>CUST CLAIMS SHO RTAGE REQ POD<br>5/2                       | Stacey Willavize        | *Bankruptcy | NFF Gro |
| ON              | 836822  | 14004448022003004  | \$1,500 00 | 22  | 1073223 3/11 | 351-coded to 299 Ban kruptcy<br>customer fil ed 4/1/03 Fleming<br>deduction for MSF Co rn Dog Slotting<br>TR ANSFERRED TO FLEMING | Stacey Willavize        | *Bankruptcy | NFF Gro |
| VISION          | 836626  | 14009291872002004  | \$301 20   | 44  | NAP920692    | 336 DM FROZEN BROKER - 5/1<br>recoded to Ba nkruptcy - cust file d<br>04/01/03 OUTSIDE C ONTRACT EGGO                             | Stacey Willavize        | *Bankruptcy | NFF Gro |
| VISION          | 836626  | 14009730172002004  | \$244 80   | 43  | NAP920837    | 336 DM FROZEN BROKER - 5/1<br>recoded to Ba nkruptcy - cust file d<br>04/01/03 OUTSIDE C ONTRACT EGGO                             | Stacey Willavize        | *Bankruptcy | NFF Gro |
| VISION          | 836626  | 14010440622002004  | \$2,130 60 | 38  | NAP921627    | 336 DM FROZEN BROKER - 5/1<br>recoded to Ba nkruptcy - cust file d<br>04/01/03 OUTSIDE C ONTRACT EGGO                             | Stacey Willavize        | *Bankruptcy | NFF Gro |
| VISION          | 836626  | 14010694112002004  | \$372 52   | 37  | NAP921761    | 336 DM FROZEN BROKER - 5/1<br>recoded to B ankruptcy - cust fil ed<br>04/01/03 OUTSIDE CONTRACT EGGO                              | Stacey Willavize        | *Bankruptcy | NFF Gro |
| VISION          | 836626  | 14010810302002004  | \$135 19   | 37  | NAU957460    | 336 DM FROZEN BROKER - 5/1<br>recoded to Ba nkruptcy - cust file d<br>04/01/03 NOT VALID MSF                                      | Stacey Willavize        | *Bankruptcy | NFF Gro |
| /VISION         | 836626  | 16001390802003008  | \$1,386 25 | 28  | NAU958529/83 | 333 DM NFF DED MGMT TEAM - 5/1<br>recoded t o Bankruptcy - cust filed<br>04/01/03 CUS T CLAIMS SHORTAGE<br>NO T VALID             | Stacey Willavize        | *Bankruptcy | NFF Gro |
| ION             | 817423  | 14008778212002004A | \$1,768 00 | 47  | NCP998433    | 336 DM FROZEN BROKER - 5/1<br>recoded to Ba nkruptcy - cust file d<br>04/01/03 NOT VALID EGGO                                     | Stacey Willavize        | *Bankruptcy | NFF Gro |
| ON              | 817423  | 14010440642002004  | \$7,490 07 | 38  | NCP999765    | 336 DM FROZEN BROKER - 5/1<br>recoded to Ba nkruptcy - cust file d<br>04/01/03 OUTSIDE C ONTRACT EGGO                             | Stacey Willavize        | *Bankruptcy | NFF Gro |
| ON              | 817423  | 14002762232003004  | \$696 02   | 25  | NCP984411    | 336 DM FROZEN BROKER - 5/1<br>recoded to Ba nkruptcy - cust file d<br>04/01/03 INVALID B ILLBACK EGGO                             | Stacey Willavize        | *Bankruptcy | NFF Gro |
| ON              | 817423  | 16002451992003020  | \$649 61   | 23  | NCP984667/81 | 336 DM FROZEN BROKER - 5/1<br>recoded to Ba nkruptcy - cust file d<br>04/01/03 INVALID B ILLBACK EGGO                             | Stacey Willavize        | *Bankruptcy | NFF Gro |

# Kellogg Company - Statement of Invalid Deductions for Fleming Company

|         | Payer # | Deduction No       | Amount     | Age | Ref #/Chg #  | Remarks/Comments                                                                                          | Corres - Customer Level | Resn Desc   | Sales   |
|---------|---------|--------------------|------------|-----|--------------|-----------------------------------------------------------------------------------------------------------|-------------------------|-------------|---------|
| AND     | 817418  | 16009150152002003  | \$2,718 04 | 48  | GAU958841/81 | 333 DM NFF DED MGT TEAM 5/1<br>recoded to Bankruptcy - cust filed<br>04/01/03 SHORTAGE NOT VALID          | Stacey Willavize        | *Bankruptcy | NFF Gr  |
| AND     | 817418  | 16010304132002003  | \$1,188 00 | 41  | GAU959872/81 | 333 NFF DED MGMT TEAM 5/1<br>recoded to Bankruptcy - cust filed<br>04/01/03 SHORTAGE NOT VALID            | Stacey Willavize        | *Bankruptcy | NFF Gr  |
| AND     | 817418  | 14010440452002004  | \$1,512 72 | 38  | GAP996675    | 336 DM FROZEN BROKER - 5/1<br>recoded to Bankruptcy - cust file d<br>04/01/03 OUSTIDE CONTRACT EGGO       | Stacey Willavize        | *Bankruptcy | NFF Gr  |
| AND     | 817418  | 16011241872002001  | \$1,359 10 | 36  | GAU960409/81 | 333 DM NFF DED MGMT TEAM - 5/1<br>recoded to Bankruptcy - cust filed<br>04/01/03 SHORTAGE NOT VALID       | Stacey Willavize        | *Bankruptcy | NFF Gr  |
| AND     | 817418  | 16002451992003004  | \$376 16   | 23  | GAP998514/81 | 336 DM FROZEN BROKER 5/1<br>recoded to Bankruptcy - cust file d<br>04/01/03 INVALID BILLBACK EGGO         | Stacey Willavize        | *Bankruptcy | NFF Gr  |
| AS CITY | 817420  | 14009211192002004  | \$165 40   | 45  | KCX805356    | 336 DM FROZEN BROKER - 5/1<br>recoded to Bankruptcy - cust file d<br>04/01/03 AGED INVENTORY NOT<br>VALID | Stacey Willavize        | *Bankruptcy | NFF Gro |
| AS CITY | 817420  | 14010694042002004  | \$1,974 38 | 37  | KCP981192    | 336 DM FROZEN BROKER - 5/1<br>recoded to Bankruptcy - cust file d<br>04/01/03 OUSTIDE CONTRACT EGGO       | Stacey Willavize        | *Bankruptcy | NFF Gro |
| AS CITY | 817420  | 14003860522003004  | \$172 66   | 24  | KCU962171    | 333 DM NFF DED MGMT TEAM 5/1<br>recoded to Bankruptcy - cust filed<br>04/01/03 PRICING EGGO/MSF           | Stacey Willavize        | *Bankruptcy | NFF Gro |
| AS CITY | 817420  | 16002640112003003  | \$185 01   | 22  | KCU962267/81 | 333 DM NFF DED MGMT TEAM - 5/1<br>recoded to Bankruptcy - cust filed<br>04/01/03 BRACKET PRICING          | Stacey Willavize        | *Bankruptcy | NFF Gro |
|         | 820408  | 14010440702002004  | \$755 53   | 38  | SLP998044    | 336 DM FROZEN BROKER - 5/1<br>recoded to Bankruptcy - cust file d<br>04/01/03 OUSTIDE CONTRACT EGGO       | Stacey Willavize        | *Bankruptcy | NFF Gro |
|         | 820408  | 14010694152002004  | \$453 94   | 37  | SLP998185    | 336 DM FROZEN BROKER - 5/1<br>recoded to Bankruptcy - cust file d<br>04/01/03 OUTSIDE CONTRACT EGGO       | Stacey Willavize        | *Bankruptcy | NFF Gro |
|         | 820408  | 16002451992003037  | \$119 60   | 23  | SLP039552/82 | 336 DM FROZEN BROKER 5/1<br>recoded to Bankruptcy - cust file d<br>04/01/03 INVALID BILLBACK EGGO         | Stacey Willavize        | *Bankruptcy | NFF Gro |
|         | 817417  | 14010440712002004  | \$1,925 59 | 38  | TUP993266    | 336 DM FROZEN BROKER - 5/1<br>recoded to Bankruptcy - cust file d<br>04/01/03 OUSTIDE CONTRACT EGGO       | Stacey Willavize        | *Bankruptcy | NFF Gro |
|         | 837778  | 14004340642003004  | \$5,393 80 | 22  | 401581461    | 336 DM FROZEN BROKER 5/1<br>recoded to Bankruptcy - cust file d<br>04/01/03 DUPLICATE DEDUCTION           | Stacey Willavize        | *Bankruptcy | NFF Gro |
| S INC   | 823507  | 16009206242002049B | \$180 00   | 45  | GOD021804    | 336 DM FROZEN BROKER - 5/1<br>recoded to Bankruptcy - cust file d<br>04/01/03 MSF SURVEY FEES             | Stacey Willavize        | *Bankruptcy | NFF Gro |
| NIX     | 820400  | 14010440682002004  | \$2,075 81 | 38  | PXP961487    | 336 DM FROZEN BROKER 5/1<br>recoded to Bankruptcy - cust file d<br>04/01/03 OUTSIDE CONTRACT EGGO         | Stacey Willavize        | *Bankruptcy | NFF Gro |
| ST INC  | 820407  | 14009291762002004  | \$652 60   | 44  | HWP920143    | 351 Billback code to bankruptcy - cust<br>omer file 4/1/03 MOVED TO FROZEN<br>6/20                        | Stacey Willavize        | *Bankruptcy | NFF Gro |
| ST INC  | 820407  | 16010530052002004  | \$644 60   | 40  | HWP920495/82 | 351 Billback recode to bankruptcy -<br>customer filed 4/1/03 MOVED TO<br>FROZEN 6/20                      | Stacey Willavize        | *Bankruptcy | NFF Gro |

# Kellogg Company - Statement of Invalid Deductions for Fleming Company

|               | Payer # | Deduction No       | Amount       | Age | Ref #/Chg #  | Remarks/Comments                                                                                         | Corres - Customer Level | Resn Desc   | SalesC  |
|---------------|---------|--------------------|--------------|-----|--------------|----------------------------------------------------------------------------------------------------------|-------------------------|-------------|---------|
| EST INC       | 820407  | 14002762102003004  | \$519 00     | 25  | HWP922057    | 351 BILLBACKS - 5/2 recoded to Bankruptcy cust filed 04/07/03 EGGO WAFFLES ALL OWANCE                    | Stacey Willavize        | *Bankruptcy | NFF Gr  |
| CRIVNER GROUP | 823497  | 16010728922002018  | \$1,315 44   | 38  | SUP024537M/8 | 336 DM FROZEN BROKER 5/1 recoded to Bankruptcy cust file d 04/01/03 EGGO BILL BACK                       | Stacey Willavize        | *Bankruptcy | NFF Gr  |
| CRIVNER GROUP | 823497  | 16002110052003001A | \$246 70     | 23  | SUP81900420  | 333 DM NFF DED MGMT TEAM 5/1 recoded to Bankruptcy cust filed 04/01/03 EGGO LIST COST                    | Stacey Willavize        | *Bankruptcy | NFF Gr  |
| CRIVNER GROUP | 823497  | 16002640112003004  | \$6,221 79   | 22  | LAC042132/82 | 336 DM FROZEN BROKER - 5/1 recoded to Bankruptcy cust file d 04/01/03 OUSTIDE CONTRACT EGGO              | Stacey Willavize        | *Bankruptcy | NFF Gr  |
| CRIVNER GROUP | 823497  | 16002640112003016  | \$1,361 44   | 22  | SUP080433/82 | 336 DM FROZEN BROKER 5/1 recoded to Bankruptcy cust file d 04/01/03 OUTSIDE CONTRACT EGGO                | Stacey Willavize        | *Bankruptcy | NFF Gr  |
| INCORPORATED  | 863830  | 14009291942002004  | \$108 00     | 44  | WWP920850    | 336 DM FROZEN BROKER - 5/1 recoded to Bankruptcy cust file d 04/01/03 EGGO WAFFLES                       | Stacey Willavize        | *Bankruptcy | NFF Gr  |
| INCORPORATED  | 863830  | 16010819622002005  | \$418 08     | 38  | WWP922050/86 | 336 DM FROZEN BROKER - 5/1 recoded to Bankruptcy cust file d 04/01/03 MERCHANDISE ON HAND EGGO           | Stacey Willavize        | *Bankruptcy | NFF Gr  |
| INCORPORATED  | 863830  | 14010440742002004  | \$460 96     | 38  | WWP922212    | 336 - DM FROZEN BROKER cust filed bankruptcy 4/1/03 - \$2 68/ CS EGGO WAFFLES BKR SNT REPAY LETTER 1/1 6 | Stacey Willavize        | *Bankruptcy | NFF Gr  |
|               | 820453  | 16009980012002003  | \$1,894 58   | 43  | HD115499/82  | 351 Billback - code to bankruptcy cust omer file 4/1/03                                                  | Selma Schuring          | *Bankruptcy | Western |
|               | 820453  | 14000270112003004  | \$431 40     | 34  | HWT000510    | 391 Damage - recode to bankruptcy - cust omer filed 4/1/03                                               | Selma Schuring          | *Bankruptcy | Western |
|               | 820453  | 14002762092003004  | \$4,152 28   | 25  | HWP922040    | 351 Billback - code to bankruptcy cust omer file 4/1/03                                                  | Selma Schuring          | *Bankruptcy | Western |
|               |         |                    | \$545,120 42 |     |              |                                                                                                          |                         |             |         |

## **Exhibit “D”**

| Kellogg Ck # | Check Date | Amount        | Performance Start Date | LOB                                                                     |
|--------------|------------|---------------|------------------------|-------------------------------------------------------------------------|
| 40296413     | 4/20/03    | \$ 41 259 35  | 4/1-4/15/03            | Military Kansas City MO                                                 |
| 40296414     | 4/20/03    | \$ 55 656 36  | 4/1-4/15/03            | Military Geneva AL                                                      |
| 40296415     | 4/20/03    | \$ 71 255 37  | 4/1-4/15/03            | Military Kapolei HI                                                     |
| 40296416     | 4/20/03    | \$ 33 078 19  | 4/1-4/15/03            | Military Miami FL                                                       |
| 40296417     | 4/20/03    | \$ 49 590 42  | 4/1-4/15/03            | Military Phoenix AZ                                                     |
| 40296418     | 4/20/03    | \$ 39 058 44  | 4/1-4/15/03            | Military Salt Lake City UT                                              |
| 40296434     | 4/20/03    | \$ 1 627 72   | 4/1-4/15/03            | Military Kansas City MO                                                 |
| 40296435     | 4/20/03    | \$ 15 840 30  | 4/1-4/15/03            | Military Kapolei HI                                                     |
| 40296436     | 4/20/03    | \$ 2 682 78   | 4/1-4/15/03            | Military Phoenix AZ                                                     |
| 40296437     | 4/20/03    | \$ 2,217 66   | 4/1-4/15/03            | Military Phoenix AZ                                                     |
| 40296438     | 4/20/03    | \$ 1 793 37   | 4/1-4/15/03            | Military Phoenix AZ                                                     |
| 40296439     | 4/20/03    | \$ 403 56     | 4/1-4/15/03            | Military Phoenix AZ                                                     |
| 40296440     | 4/20/03    | \$ 36 80      | 4/1-4/15/03            | Military Phoenix AZ                                                     |
| 40296877     | 4/22/03    | \$ 125 071 53 | 4/1-4/15/03            | Military Garland TX                                                     |
| 40296878     | 4/22/03    | \$ 49 947 10  | 4/1-4/15/03            | Military Fresno CA                                                      |
| 40296879     | 4/22/03    | \$ 30 965 16  | 4/1-4/15/03            | Military Lubbock TX                                                     |
| 40297262     | 4/23/03    | \$ 47 295 39  | 4/1-4/15/03            | Military Garland TX                                                     |
| 40297263     | 4/23/03    | \$ 34 013 09  | 4/1-4/15/03            | Military Lubbock TX                                                     |
| 40297269     | 4/23/03    | \$ 23 445 15  | 4/1-4/15/03            | Military Garland TX                                                     |
| 40297270     | 4/23/03    | \$ 7 054 70   | 4/1-4/15/03            | Military Lubbock TX                                                     |
| 40297513     | 4/24/03    | \$ 6 781 30   | 4/1-4/15/03            | Military Garland TX                                                     |
| 40303185     | 4/30/03    | \$ 6 831 54   | 4/1-4/15/03            | Military Salt Lake City UT                                              |
| 40305552     | 5/2/03     | \$ 5 509 05   | 4/16-4/30/03           | Military Sacramento CA                                                  |
| 40305550     | 5/2/03     | \$ 209 04     | 4/1-4/15/03            | Military Salt Lake City UT                                              |
| 40308440     | 5/7/03     | \$ 61 471 62  | 4/16-4/30/03           | Military Sacramento CA                                                  |
| 40308442     | 5/7/03     | \$ 34 898 83  | 4/16-4/30/03           | Military Lubbock TX                                                     |
| 40308443     | 5/7/03     | \$ 41 131 35  | 4/16-4/30/03           | Military Phoenix AZ                                                     |
| 40308453     | 5/7/03     | \$ 19 847 09  | 4/16-4/30/03           | Military Garland TX                                                     |
| 40308454     | 5/7/03     | \$ 4 432 80   | 4/16-4/30/03           | Military - Lubbock TX                                                   |
| 40308456     | 5/7/03     | \$ 6 354 98   | 4/16-4/30/03           | Military Phoenix AZ                                                     |
| 40306285     | 5/5/03     | \$ 4 991 14   | 4/16-4/30/03           | Military Salt Lake City UT                                              |
| 40306278     | 5/5/03     | \$ 31 169 04  | 4/16-4/30/03           | Military Salt Lake City UT                                              |
| 40305555     | 5/2/03     | \$ 37 627 05  | 4/16-4/30/03           | Military - Miami FL                                                     |
| 40308438     | 5/7/03     | \$ 149 029 03 | 4/16-4/30/03           | Military Garland TX                                                     |
| 40305553     | 5/2/03     | \$ 60 085 46  | 4/16-4/30/03           | Military Geneva AL                                                      |
| 40305554     | 5/2/03     | \$ 1 427 90   | 4/16-4/30/03           | Military Kapolei HI                                                     |
| 40306286     | 5/5/03     | \$ 435 07     | 4/16-4/30/03           | Military Kapolei HI                                                     |
| 40308455     | 5/7/03     | \$ 222 95     | 4/16-4/30/03           | Military Kapolei HI                                                     |
| 40308441     | 5/7/03     | \$ 3 288 06   | 4/16-4/30/03           | Military Kapolei HI                                                     |
| 40309329     | 5/8/03     | \$ 12 348 92  | 4/16-4/30/03           | Military Kapolei HI                                                     |
| 40309325     | 5/8/03     | \$ 55 265 33  | 4/16-4/30/03           | Military Kapolei HI                                                     |
| 40310982     | 5/12/03    | \$ 462 74     | 4/16-4/30/03           | Military Lubbock TX                                                     |
| 40312227     | 5/13/03    | \$ 30 834 29  | 4/16-4/30/03           | Military Okalahoma City OK                                              |
| 40312226     | 5/13/03    | \$ 37 826 63  | 4/16-4/30/03           | Military Okalahoma City OK                                              |
| 40315984     | 5/19/03    | \$ 777 35     | 4/16-4/30/03           | Military Kapolei HI                                                     |
| N/A          | N/A        | \$ 94 640 00  | April PVA Payment      | RTEC/PT Lon needs to input records in Siebel for check to print         |
| N/A          | N/A        | \$ 29,664 00  | April PVA Payment      | Eggo/MSF Lon needs to input records in Siebel for check to print        |
| N/A          | N/A        | \$ 94 640 00  | May PVA Payment        | RTEC/PT Do not pay per Steve Grace Need to adjust for closed divisions  |
| N/A          | N/A        | \$ 29 664 00  | May PVA Payment        | Eggo/MSF Do not pay per Steve Grace Need to adjust for closed divisions |
| 40332857     | 6/13/03    | \$ 6 726 00   | Q2 2003 Swell          | RTEC - Fort Wayne                                                       |
| 40332857     | 6/13/03    | \$ 9 810 00   | Q2 2003 Swell          | RTEC Fresno                                                             |
| 40332857     | 6/13/03    | \$ 10 555 00  | Q2 2003 Swell          | RTEC Garland                                                            |
| 40332857     | 6/13/03    | \$ 5 174 00   | Q2 2003 Swell          | RTEC Geneva                                                             |
| 40332857     | 6/13/03    | \$ 13 090 00  | Q2 2003 Swell          | RTEC Goodlettsville                                                     |
| 40332857     | 6/13/03    | \$ 4 666 00   | Q2 2003 Swell          | RTEC Kansas City                                                        |
| 40332857     | 6/13/03    | \$ 8 728 00   | Q2 2003 Swell          | RTEC Kapolei                                                            |
| 40332857     | 6/13/03    | \$ 12 003 00  | Q2 2003 Swell          | RTEC La Crosse                                                          |
| 40332857     | 6/13/03    | \$ 3 935 00   | Q2 2003 Swell          | RTEC Lafayette                                                          |
| 40332857     | 6/13/03    | \$ 6 427 00   | Q2 2003 Swell          | RTEC Lincoln                                                            |
| 40332857     | 6/13/03    | \$ 4 255 00   | Q2 2003 Swell          | RTEC - Lubbock                                                          |
| 40332857     | 6/13/03    | \$ 20 144 00  | Q2 2003 Swell          | RTEC Massillon                                                          |
| 40332857     | 6/13/03    | \$ 13 591 00  | Q2 2003 Swell          | RTEC Memphis                                                            |
| 40332857     | 6/13/03    | \$ 8 436 00   | Q2 2003 Swell          | RTEC - Miami                                                            |
| 40332857     | 6/13/03    | \$ 16 639 00  | Q2 2003 Swell          | RTEC Minneapolis                                                        |
| 40332857     | 6/13/03    | \$ 17 150 00  | Q2 2003 Swell          | RTEC Northeast                                                          |
| 40332857     | 6/13/03    | \$ 9 535 00   | Q2 2003 Swell          | RTEC Phoenix                                                            |
| 40332857     | 6/13/03    | \$ 3 012 00   | Q2 2003 Swell          | RTEC Salt Lake City                                                     |
| 40332857     | 6/13/03    | \$ 4 530 00   | Q2 2003 Swell          | RTEC - Warsaw                                                           |
| 40332857     | 6/13/03    | \$ 4 183 00   | Q2 2003 Swell          | RTEC Waukesha                                                           |
| 40332857     | 6/13/03    | \$ 11 460 00  | Q2 2003 Swell          | RTEC Sacramento/NorCal                                                  |
| 40332857     | 6/13/03    | \$ 8 271 00   | Q2 2003 Swell          | RTEC Tulsa                                                              |

| Kellogg Ck # | Check Date | Amount      | Performance Start Date | LOB                          |
|--------------|------------|-------------|------------------------|------------------------------|
| 40333716     | 6/16/03    | \$ 1 580 00 | Q2 2003 Swell          | Eggo/MSF FOOD 4 LESS         |
| 40333716     | 6/16/03    | \$ 747 00   | Q2 2003 Swell          | Eggo/MSF Fresno              |
| 40333716     | 6/16/03    | \$ 2 782 00 | Q2 2003 Swell          | Eggo/MSF Garland             |
| 40333716     | 6/16/03    | \$ 241 00   | Q2 2003 Swell          | Eggo/MSF Geneva              |
| 40333716     | 6/16/03    | \$ 657 00   | Q2 2003 Swell          | Eggo/MSF Goodletsville       |
| 40333716     | 6/16/03    | \$ 348 00   | Q2 2003 Swell          | Eggo/MSF Grand Rapids        |
| 40333716     | 6/16/03    | \$ 311 00   | Q2 2003 Swell          | Eggo/MSF Kansas City         |
| 40333716     | 6/16/03    | \$ 1 580 00 | Q2 2003 Swell          | Eggo/MSF Kapolei             |
| 40333716     | 6/16/03    | \$ 2 770 00 | Q2 2003 Swell          | Eggo/MSF La Crosse           |
| 40333716     | 6/16/03    | \$ 188 00   | Q2 2003 Swell          | Eggo/MSF Lafayette           |
| 40333716     | 6/16/03    | \$ 1 094 00 | Q2 2003 Swell          | Eggo/MSF Lincoln             |
| 40333716     | 6/16/03    | \$ 610 00   | Q2 2003 Swell          | Eggo/MSF Lubbock             |
| 40333716     | 6/16/03    | \$ 1 945 00 | Q2 2003 Swell          | Eggo/MSF Massillon           |
| 40333716     | 6/16/03    | \$ 710 00   | Q2 2003 Swell          | Eggo/MSF - Memphis           |
| 40333716     | 6/16/03    | \$ 2 360 00 | Q2 2003 Swell          | Eggo/MSF Minneapolis         |
| 40333716     | 6/16/03    | \$ -        | Q2 2003 Swell          | Eggo/MSF Northeast           |
| 40333716     | 6/16/03    | \$ 425 00   | Q2 2003 Swell          | Eggo/MSF Oklahoma City       |
| 40333716     | 6/16/03    | \$ 882 00   | Q2 2003 Swell          | Eggo/MSF Phoenix             |
| 40333716     | 6/16/03    | \$ 2 376 00 | Q2 2003 Swell          | Eggo/MSF - Sacramento/NorCal |
| 40333716     | 6/16/03    | \$ 651 00   | Q2 2003 Swell          | Eggo/MSF Salt Lake City      |
| 40333716     | 6/16/03    | \$ 1 374 00 | Q2 2003 Swell          | Eggo/MSF Tulsa               |
| 40333716     | 6/16/03    | \$ 13 00    | Q2 2003 Swell          | Eggo/MSF Warsaw              |
| 40333714     | 6/16/03    | \$ 771 36   | Q2 2003 Swell          | Eggo/MSF Miami               |