

UNITED STATES BANKRUPTCY COURT _____ DISTRICT OF <u>Delaware</u>		PROOF OF CLAIM
Name of Debtor Fleming Companies, Inc et al.		Case Number 03-10945 (MFW)
NOTE This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 USC § 503.		
Name of Creditor (The person or other entity to whom the debtor owes money or property) B Rosen & Sons, Inc		<div style="font-size: 2em; font-weight: bold; transform: rotate(-15deg);">FILED</div> <div style="font-size: 1.5em; font-weight: bold; transform: rotate(-15deg);">SEP 12 2003</div> <div style="font-size: 2em; font-weight: bold; transform: rotate(-15deg);">BMC</div> <p style="font-size: 0.8em; margin-top: 10px;">THIS SPACE IS FOR COURT USE ONLY</p>
Name and address where notices should be sent Kevin J Nash, Esq Finkel Goldstein Berzow Rosenbloom Nash LLP 26 Broadway, Suite 711 New York, New York 10004 (212)344-2929		
Telephone number _____		
Account or other number by which creditor identifies debtor _____		Check here if this claim <input type="checkbox"/> replaces a previously filed claim dated _____ <input type="checkbox"/> amends _____
1 Basis for Claim <input checked="" type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____		<input type="checkbox"/> Retiree benefits as defined in 11 USC § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Your SS # _____ Unpaid compensation for services performed from _____ to _____ (date) (date)
2 Date debt was incurred <u>3/25/03-3/31/03</u>		3 If court judgment, date obtained
4 Total Amount of Claim at Time Case Filed \$ <u>23,438.94</u>		
If all or part of your claim is secured or entitled to priority also complete Item 5 or 6 below <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.		
5 Secured Claim <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff) Brief Description of Collateral <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral \$ _____ Amount of arrearage and other charges at time case filed included in secured claim if any \$ _____		6 Unsecured Priority Claim <input checked="" type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim <input type="checkbox"/> Wages, salaries, or commissions (up to \$4,650) * earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier. 11 USC § 507(a)(3) <input type="checkbox"/> Contributions to an employee benefit plan. 11 USC § 507(a)(4) <input type="checkbox"/> Up to \$2,100* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use. 11 USC § 507(a)(6) <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child. 11 USC § 507(a)(7) <input type="checkbox"/> Taxes or penalties owed to governmental units. 11 USC § 507(a)(8) <input checked="" type="checkbox"/> Other. Specify applicable paragraph of 11 USC § 507(a)(____) *Amounts are subject to adjustment on 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.
7 Credits The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. 8 Supporting Documents Attach copies of supporting documents such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available explain. If the documents are voluminous attach a summary. 9 Date-Stamped Copy To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		<p>THIS SPACE IS FOR COURT USE ONLY</p> <div style="font-size: 2em; font-weight: bold; transform: rotate(-15deg);">FILED</div> <div style="font-size: 1.5em; font-weight: bold; transform: rotate(-15deg);">SEP 12 2003</div> <div style="font-size: 2em; font-weight: bold; transform: rotate(-15deg);">BMC</div> <p style="font-size: 0.8em; margin-top: 10px;">Fleming Companies Claim 10773</p>
Date 9/11/2003	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). Finkel Goldstein Berzow Rosenbloom & Nash, LLP By <u>Peter L. Reilly Esq.</u>	
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years or both. 18 USC §§ 152 and 3571.		

DEMAND FOR RECLAMATION

TO FLEMING COMPANIES, INC together with all affiliates (collectively, "Fleming")
1945 Lakepointe Drive
Lewisville, Texas 75057-6424

VIA FACSIMILE and FEDERAL EXPRESS

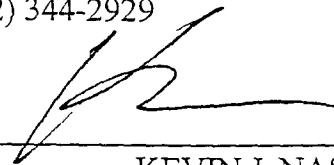
B ROSEN & SONS INC by its attorneys, FINKEL GOLDSTEIN BERZOW ROSENBLOOM & NASH, LLP, (hereinafter referred to as the "Reclaiming Creditor") hereby exercises its rights under applicable law including but not limited to, §2-702 of the Uniform Commercial Code and §546(c) of the United States Bankruptcy Code, and hereby demands reclamation of all goods and merchandise of whatever character and type sold and delivered to Fleming as itemized on the attached statement of outstanding invoices within ten (10) days of the filing of a petition in bankruptcy by Fleming on April 1, 2003

The goods subject to this reclamation demand are not to be processed or sold and are to be immediately segregated and marked as property of the Reclaiming Creditor. Immediate access is hereby demanded to arrange for redelivery of the goods and to identify all of Reclaiming Creditor's goods if necessary.

Dated New York, New York
April 2, 2003

FINKEL GOLDSTEIN BERZOW
ROSENBLOOM & NASH, LLP,
Attorneys for B ROSEN & SONS, INC
26 Broadway, Suite 711
New York, New York 10004
(212) 344-2929

By



KEVIN J NASH

TO Laura Davis Jones, Esq
Pachulski Stang Ziehl Young & Jones
919 N Market Street, 16th Floor
Wilmington Delaware 19899-8705

James H M Sprayregen, P C
Kirkland & Ellis
777 South Figueroa Street
Los Angeles, California 90017

B. ROSEN



UNRIVALLED SELECTION... UNCOMPARABLE QUALITY

1 800 USA LAMB
WWW.ROSENLAMB.COM

REMIT TO.

Building C-16 Hunts Point Market
Bronx, New York 10474
(718) 842-4447 Fax (718) 617 4096

INVOICE DATE	INVOICE NUMBER	PAGE
03/25/03	0077398	1

ORIGINAL INVOICE

S
O
L
D

T
O

A/P/NE PERISHABLES
MARYLAND DIV./FLEMING
P.O. BOX 268858
OKLAHOMA CITY OK 73126-8858

S
H
I
P

T
O

A/P/NE PERISHABLES
MARYLAND DIV./FLEMING
P.O. BOX 268858
OKLAHOMA CITY OK 73126-8858

SPECIAL INSTRUCTIONS

CUSTOMER NO	ORDER NO	CUSTOMER P O	WAREHOUSE	SALESPERSON	SHIPPED VIA	VENDOR	TERMS
10544	77166.00	754106	001	J	RT Star		NET 7 DAYS

QUANTITY ORDERED		PRODUCT CODE	DESCRIPTION	WEIGHT	UNIT PRICE	EXTENDED PRICE
BOXES	PIECES					
2		63303	SEASONED R/R LEGS OF LAMB HALVES	54.5	5.09	277.41
13		65225	SR CHUX OF LAMB (4)	503.5	1.79	901.27
SUB-TOTAL				558.0		1178.68
						1178.68

This sale made pursuant to agreement between B. Rosen & Sons and purchaser that purchaser will pay to B. Rosen & Sons Inc. all costs and expenses, including attorney's fees, which are incurred in attempting to collect from the purchaser the amount of the invoice by reason of non-payment when due. Said attorney's fee to be computed on the basis of 20% of the amount sued for and recoverable with the amount of the invoice.

OFFICE

ALL CLAIMS FOR SHORT WEIGHT MUST BE MADE IMMEDIATELY ON RECEIPT OF GOODS

P. 02

FAX NO. 718-617-4096

MAY-13-2003 TUE 01 50 PM B ROSEN & SONS

B. ROSEN



UNEQUALLED SELECTION... UNCOMPARABLE QUALITY

1-800 USA LAMB

WWW.ROSENLAMB.COM

REMIT TO:

Building C-16 Hunts Point Market
Bronx, New York 10474
(718) 842 4447 • Fax (718) 617 4096

INVOICE DATE	INVOICE NUMBER	PAGE
03/26/03	0077565	1

ORIGINAL INVOICE

S
O
L
D

T
O

A/P/NE FERTISHABLES
MARYLAND DIV./FLEMING
P.O. BOX 268958
OKLAHOMA CITY OK 73126-8858

S
H
I
P

T
O

A/P/NE FERTISHABLES
MARYLAND DIV./FLEMING
P.O. BOX 268958
OKLAHOMA CITY OK 73126-8858

SPECIAL INSTRUCTIONS

CUSTOMER NO.	ORDER NO.	CUSTOMER PO	WAREHOUSE	SALESPERSON	SHIPPED VIA	VENDOR	TERMS
10544	77334.00	754123	001	J	RT <i>Star</i>		NET 7 DAYS

QUANTITY ORDERED		PRODUCT CODE	DESCRIPTION	WEIGHT	UNIT PRICE	EXTENDED PRICE
BOXES	PIECES					
3		63330	R/R RT LEGS OF LAMB 1/2's B	62.4	4.99	311.38
3		63261	2FC CASE READY LEGS LAMB (4) PACK	45.1	3.99	179.95
2		65700	LAMB B/R S	103.9	2.45	254.56
10		65225	SR CHUX OF LAMB (4)	381.0	1.79	681.99
20		63202	LEGS T/O SPLIT LAMB (3)	640.1	2.70	1728.27
5		64115	RACKS OF LAMB (6)	186.0	7.39	1374.54
10		63609	TR LOINS OF LAMB (4) CRYO BOXED	390.3	4.89	1899.67
2		63390	TOP ROUNDS LAMB (6)	23.2	4.65	107.88
SUB-TOTAL				1822.0		6498.24
						6498.24

This sale made pursuant to agreement between B. Rosen & Sons and purchaser that purchaser will pay to B. Rosen & Sons, Inc. all costs and expenses including attorney's fees, which are incurred in attempting to collect from the purchaser the amount of the invoice by reason of non-payment when due. Said attorney's fee to be computed on the basis of 20% of the amount sued for and recoverable with the amount of the invoice.

OFFICE

03

ALL CLAIMS FOR SHORT WEIGHT MUST BE MADE IMMEDIATELY ON RECEIPT OF GOODS

FAX NO. 718-617-4096

MAY-13-2003 TUE 01 50 PM B. ROSEN & SONS

B. ROSEN

SPECIALTY LAMBS
 SPECIALTY SELECTION... UNUSUAL PRODUCE QUALITY

1-800 USA LAMB
 WWW.ROSENLAMB.COM



REMIT TO:

Building C 16 Hunts Point Market
 Bronx, New York 10474
 (718) 842 4447 Fax (718) 617 4096

INVOICE DATE	INVOICE NUMBER	PAGE
03/31/03	0078003	1

ORIGINAL INVOICE

S
O
L
D
T
O
A/P/NE FERTISHABLES
 MARYLAND DIV./FLEMING
 P.O. BOX 268858
 OKLOHOMA CITY OK 73126-8858

S
H
I
P
T
O
A/P/NE FERTISHABLES
 MARYLAND DIV./FLEMING
 P.O. BOX 268858
 OKLOHOMA CITY OK 73126-8858

SPECIAL INSTRUCTIONS

CUSTOMER NO.	ORDER NO	CUSTOMER P O	WAREHOUSE	SALESPERSON	SHIPPED VIA	VENDOR	TERMS
10544	77772.00	861898	001	3	RT Star		NET 7 DAYS

QUANTITY ORDERED		PRODUCT CODE	DESCRIPTION	WEIGHT	UNIT PRICE	EXTENDED PRICE
BOXES	PIECES					
2		65712	LOINS B/R 1X1 LAMB	58.7	6.99	410.31
2		63303	SEASONED R/R LEGS OF LAMB HALVES	43.1	5.09	219.38
3		63261	PFC CASE READY LEGS LAMB (4) PACK	48.7	3.99	194.31
4		65700	LAMB R/R S	217.5	2.45	532.88
5		65225	SO CHUX OF LAMB (4)	169.6	1.79	303.58
2		64115	RACKS OF LAMB (6)	72.7	7.39	537.25
SUB-TOTAL				610.3		2197.71

This sale made pursuant to agreement between B. Rosen & Sons and purchaser that purchaser will pay to B. Rosen & Sons Inc. all costs and expenses, including attorney's fees, which are incurred in attempting to collect from the purchaser the amount of the invoice by reason of non-payment when due. Said attorney's fees to be computed on the basis of 20% of the amount sued for and recoverable with the amount of the invoice.

OFFICE

04 P

CLAIMS FOR UNPAID RECEIPT OF GOODS MUST BE MADE IMMEDIATELY UPON RECEIPT OF GOODS
 FAX NO. 718-617-4096

MAY-13-2003 TUE 01:50 PM B. ROSEN & SONS

B. ROSEN



UNRIVALED SELECTION... UNCOMPARABLE QUALITY

1-800-USA LAMB
WWW.ROSENLAMB.COM

REMIT TO

Building C 16 Hunts Point Market
Bronx, New York 10474
(718) 842 4447 Fax (718) 617 4096

INVOICE DATE	INVOICE NUMBER	PAGE
03/25/03	0077415	1

ORIGINAL INVOICE

S
O
L
D

T
O

FLEMING CO.-TULSA
P.O. BOX 24670
OKLAHOMA CITY OK 73124-4670

S
H
I
P

T
O

FLEMING CO.-TULSA
P.O. BOX 24670
OKLAHOMA CITY OK 73124-4670

SPECIAL INSTRUCTIONS

CUSTOMER NO	ORDER NO	CUSTOMER P O	WAREHOUSE	SALESPERSON	SHIPPED VIA	VENDOR	TERMS
062500	77183.00	045403	001	S	RT		NET 7 DAYS

QUANTITY ORDERED		PRODUCT CODE	DESCRIPTION	WEIGHT	UNIT PRICE	EXTENDED PRICE
BOXES	PIECES					
15		65730	CHUCKS OF LAMB E/R (4)	499.9	1.94	969.81
25		65712	LOJNS E/R 1X1 LAMB	785.3	6.98	5481.39
29		65700	LAMB E/R S	1426.0	3.99	5689.74
10		63261	2PC CASE READY LEGS LAMB (4) PACK	381.6	3.73	1423.37
SUB TOTAL				3092.8		13564.31

This sale made pursuant to agreement between B. Rosen & Sons and purchaser, that purchaser will pay to B. Rosen & Sons Inc. all costs and expenses, including attorney's fees, which are incurred in attempting to collect from the purchaser the amount of the invoice by reason of non payment when due. Said attorney's fee to be computed on the basis of 20% of the amount sued for and recoverable with the amount of the invoice.

OFFICE

05 P.

ALL CLAIMS FOR SHORT WEIGHT MUST BE MADE IMMEDIATELY ON RECEIPT OF GOODS

FAX NO 718-617-4096

MAY-13-2003 TUE 01 51 PM B. ROSEN & SONS

Law Offices of
FINKEL GOLDSTEIN BERZOW ROSENBLUM & NASH, LLP
26 Broadway, New York, NY 10004

(212) 344-2929 ☐
TELECOPIER (212) 422-6836
E-MAIL FINK@FINKGOLD.COM

PReilly@FinkGold.com

September 11, 2003

BMC Corporation
Att Fleming Bankruptcy
1330 East Franklin Avenue
El Segundo, Ca 90245

Re Fleming Companies, Inc
Case Nos 03-10945 (MFW)

Dear Sir or Madam

Enclosed please find an original and copy of proof of claim of B Rosen & Sons, Inc Please return a stamped copy in the enclosed self-addressed envelope

Thank your for your courtesies in this matter

Very truly yours,



PETER L REILLY

Encls

Benjamin Finkel (1905-1986)

Harvey L Goldstein

Harold S Berzow

Veal M Rosenbloom

Kevin J Vask

Charles Fischer

J Ted Donovan

Counsel

Arthur A Hirschler

Peter L Reilly
