

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

PROOF OF CLAIM



s120901
Scheduled Claim Ref # 1-F2-15159
YOUR CLAIM IS SCHEDULED AS.
\$5,498.18 UNSECURED

In re
Core-Mark International, Inc

Case Number
03-10944

NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Name of Creditor and Address
Attn: Kevin Gentile
0354429397899
GILLETTE CANADA INC
c/o THE GILLETTE COMPANY
800 Boylston Street, 26th FL
Boston, MA 02199

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

The amounts reflected above constitute your claim as scheduled by the Debtor. If you agree with the amounts set forth herein and have no other claim against the Debtor, you do not need to file this proof of claim EXCEPT as stated below.
If the amounts shown above are listed as Contingent, Unliquidated or Disputed, a proof of claim must be filed. If you have already filed a proof of claim with the Bankruptcy Court or BMC, you do not need to file again.

CREDITOR TELEPHONE NUMBER (617) 463-9026
CREDITOR TAX ID # _____ ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR _____
Check here replaces or amends a previously filed claim dated _____

1 BASIS FOR CLAIM
 Goods sold Personal injury/wrongful death Retiree benefits as defined in 11 U.S.C. § 1114(a)
 Services performed Taxes Wages, salaries, and compensation (Fill out below)
 Money loaned Other (describe briefly) _____
 Your social security number _____
 Unpaid compensation for services performed from _____ to _____
 (date) (date)

2 DATE DEBT WAS INCURRED _____ **3. IF COURT JUDGMENT, DATE OBTAINED** _____

4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE. \$ 69,801.72 (unsecured) \$ _____ (secured) \$ 69,801.72 (unsecured priority) (total)

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below.
 Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

5 SECURED CLAIM
 Check this box if your claim is secured by collateral (including a right of setoff).
 Brief description of collateral:
 Real Estate
 Motor Vehicle
 Other _____
 Value of collateral \$ _____
 Amount of arrearage and other charges at time case filed included in secured claim above, if any \$ _____

6. UNSECURED PRIORITY CLAIM
 Check this box if you have an unsecured priority claim.
 Specify the priority of the claim:
 Wages, salaries, or commissions (up to \$4,650*) earned within 90 days before filing of the bankruptcy petition or cessation of the Debtor's business whichever is earlier. 11 U.S.C. § 507(a)(3)
 Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4)
 Up to \$2,100* of deposits toward purchase, lease, or rental of property or services for personal, family or household use - 11 U.S.C. § 507(a)(5)
 Alimony, maintenance or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7)
 Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8)
 Other - Specify applicable paragraph of 11 U.S.C. § 507(a) _____
*Amounts are subject to adjustment on 4/1/01 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

7 CREDITS The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

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 \$63,664.29 - \$6,137.43

9 DATE-STAMPED COPY: To receive an acknowledgment of your claim, please enclose a self-addressed stamped envelope and an additional copy of this proof of claim.

The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is received on or before 4:00 p.m., September 15, 2003, Pacific Daylight Time.
 BY MAIL TO: Bankruptcy Management Corporation, P.O. BOX 900, El Segundo, CA 90245-0900
 BY HAND OR OVERNIGHT DELIVERY TO: Bankruptcy Management Corporation, 1330 East Franklin Avenue, El Segundo, CA 90245

FILED
 THIS SPACE FOR COURT USE ONLY
 SEP 12 2003
BMC
 Filing Companies Claim
 11100

DATE SIGNED: 9/11/03
 SIGN and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney if any):
 SAMUEL R. GRAFTON, Authorized Agent

Penalty for presenting fraudulent claim is a fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 AND 3571
See Other Side For Instructions

Core Mark International case #03-10944

AMI COREMARK

Assignment	Doc.no	Type	RCd	Reference	Blne date	LC amnt
0020003724	6736848	RX	B54	0920766430	02/14/2003	\$ 12,421 54
0020003724	6746786	RX	B54	0920767570	02/25/2003	\$ 9,487 87
0020003724	6749641	RX	B54	0920767570	02/27/2003	\$ 8,384 02
0020003724	6756620	RX	B54	0920767210	03/05/2003	\$ 2,491 56
0020003724	6757754	RX	B54	0920769020	03/06/2003	\$ 15,632 92
0020003724	6760243	RX	B54	0920767500	03/07/2003	\$ 2,195 76
0020003724	6765043	RX	B54	0920768080	03/12/2003	\$ 2 965 02
0020003724	6769736	RX	B54	0920768580	03/17/2003	\$ 3,077 76
0020003724	6769737	RX	B54	0920770750	03/17/2003	\$ 4,713 91
20003722	6468162	RX	b54	coremark	10/8/2002	\$ 585 93
20003722	1400062493	D93	d93	904078624	3/18/2003	\$ 1,708 00
						\$ 63,664 29

Core mark International Canada (Canadian dollars) case #03-10944

Doc.no.	RCd	Reference	Arrers	Doc date	Net due dt	LC amnt
100145239	B52		50	06/05/2003	06/05/2003	\$ 4,043 83
100157589	D27		3	07/22/2003	07/22/2003	\$ 7 24
1400014482	D93	004463712	154	02/21/2003	02/21/2003	\$ 263 00
1600006750	D07	N/A	99	04/17/2003	04/17/2003	\$ (263.00)
6753866	B54	30-0744131	114	03/03/2003	04/02/2003	\$ 3,094 07
6764094	B54	20-1229421	105	03/12/2003	04/11/2003	\$ 900 60
6768746	B54	172-1053531	103	03/14/2003	04/13/2003	\$ 535 68
						\$ 8,581 42

Conversion into U.S. dollars \$6,137.43
Exchange rate .7152

0 •
 63,664 29
 6,137 43 +

 002
 60,801 72 •

SAMUEL R GRAFTON

JOY R GRAFTON

MICHAEL J GERSTEIN
COUNSEL

WILLIAM I POPPER
RETIRED (1948 2000)

POPPER & GRAFTON
ATTORNEYS AT LAW
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TEL (212) 290-2630
FAX (212) 290-2633

NEW JERSEY OFFICE
JOY R GRAFTON
10 LYNNWOOD ROAD
EDISON, NJ 08820

VIA COURIER

September 11, 2003

BANKRUPTCY MANAGEMENT CORPORATION (BMC)
1330 East Franklin Avenue
El Segundo, CA 90245

Re: CORE-MARK INTERNATIONAL, INC

No: 03-10944 (MFW)

Dear Clerk

We enclose original and copy of General Unsecured Proof of Claim for filing in the above matter on behalf of our following client:

THE GILLETTE COMPANY - \$69,801 72

Kindly acknowledge receipt and filing by returning the file-stamped copy in the envelope provided.

Thank you for your courtesy.

Very truly yours,
POPPER & GRAFTON

By: 

SAMUEL R GRAFTON

SRG/pjs

Enclosures

cc Mr Kevin Gentile
Recovery Specialist
GILLETTE
Via Fax

PC - GEN

neword\gillette corresp 109