UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

PROOF OF CLAIM

s131572

Scheduled Claim Ref # 2-F2-19198

YOUR CLAIM IS SCHEDULED AS

$141 270 16 UNSECURED

In re

Fleming Companies, Inc

Case Number

03-10945

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

☐ Check box if you are aware that anyone else has filed a proof of claim relating to your claim Attach copy of statement giving particulars

☐ Check box if you have never received any notices from the bankruptcy court in this case

☐ Check box if this address differs from the address on the envelope sent to you by the court

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

Name of Creditor and Address

0354429379322

AUTHENTIC SPECIALTY FOODS
PO BOX 30358
LOS ANGELES CA 90030

Creditor Telephone Number ( ) 909-631-2021

CREDITOR TAX I D # 75-1782453

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR PXC0001527

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

1 BASIS FOR CLAIM

- [x] Goods sold
- [ ] Services performed
- [ ] Money loaned
- [ ] Personal injury/wrongful death
- [ ] Taxes
- [ ] Other (describe briefly)
- [ ] Retiree benefits as defined in 11 U S C § 1114(a)
- [ ] Wages salaries and compensation (Fill out below)

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

$ 198 00	$	$	$ 198 00
(unsecured)	(secured)	(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

[x] Check this box if you have an unsecured priority claim

Specify the priority of the claim

- [ ] Wages salaries or commissions (up to $4 650*) earned within 90 days before filing of the bankruptcy petition or cessation of the Debtor's business whichever is earlier 11 U S C § 507(a)(3)
- [ ] Contributions to an employee benefit plan 11 U S C § 507(a)(4)
- [ ] Up to $2 100 of deposits toward purchase lease or rental of property or services for personal family or household use 11 U S C § 507(a)(6)
- [ ] Alimony maintenance or support owed to a spouse former spouse or child -11 U S C § 507(a)(7)
- [ ] Taxes or penalties owed to governmental units 11 U S C § 507(a)(8)
- [ ] Other Specify applicable paragraph of 11 U S C § 507(a) ________

Amounts are subject to adjustment on 4/1/01 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment

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

8 SUPPORTING DOCUMENTS *Attach copies of supporting documents,* such as promissory notes purchase orders invoices itemized statements of running accounts contracts court judgments mortgages security agreements and evidence of perfection of lien DO NOT SEND ORIGINAL DOCUMENTS If the documents are not available explain If the documents are voluminous attach a summary

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

The original of this completed proof of claim form must be sent by mail or hand delivered (FAXES NOT ACCEPTED) so that it is received on or before 4 00 p m , September 15, 2003, Pacific Daylight Time

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

THIS SPACE FOR COURT USE ONLY

FILED

SEP 12 2003

BMC

Fleming Companies Claim

11317

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)

Esther R King Cr Collection Supervisor

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

FLEMING COMPANIES, INC
ACCOUNTS PAYABLE DEPARTMENT / PHOENIX DIVISION
770 WEST ROCK CREEK ROAD
NORMAN, OK 73071

10/3/01

CLAIM # PXC001527
PXC0001527

AUTHENTIC FOODS
CUSTOMER SERVICE
9133 GARVEY AVE
ROSEMEAD, CA 91770

VENDOR # 151640

TO THE VENDOR–YOUR PROMPT ATTENTION IS NECESSARY THIS CHARGEBACK WILL BE PROCESSED IMMEDIATELY AND PLACED IN LINE FOR DEDUCTION IN 30 DAYS
INDICATE THE ABOVE DOCUMENT NUMBER ON ALL CORRESPONDENCE AND/OR CALLS

REASON FOR CHARGEBACK

PROTECTION DUE PER FLEMING`S POLICY OF 12 WEEKS ADVANCE NOTICE
DOCUMENTATION ATTACHED

DUE US ON TOTAL DEBIT **$198 00**

1
FEB 26 2002

IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT CUSTOMER SERVICE
EMAIL PRGNorman@Hotmail com
TELEPHONE # (405) 364-4796 FAX # (405) 364-4574
PROFIT RECOVERY GROUP, 770 W ROCK CREEK RD, SUITE 111-113, NORMAN, OK 73071

AUTHENTIC SPECIALTY FOODS, INC.

4254, 4859
1/14 - 2/21/02

March 18, 2002

Profit Recovery Group
770 West Rock Creek Road, Suite 111 – 113
Norman, Oklahoma 73071

Attention Carol Gordon

RE Authentic Specialty Foods
Vendor #151640
Claim #PXC001527
Fleming Claim #PXC0001527

A deduction in the amount of $198 00 was taken from Authentic Specialty Foods on Fleming check number 25613113, dated 1/24/02 referencing post audit #PXC001527 This deduction covers stock protection billed due per Fleming's policy of 12 weeks advance notice

This deduction is a duplicate of post audit #PXC201527 on check number 23423675, dated 12/31/01 The backup provided for claim number PXC201527 references claim number PXC001527 I have attached a copy of claim number PXC001527, and both check remittances for your review

Based upon the above, please process your approval for repayment to Authentic Specialty Foods in the amount of $198 00 Please direct any correspondence to my attention at the address below, or contact me at (909) 631-2020

Thank you,

Lisa Anderson

Lisa Anderson

4340 EUCALYPTUS AVENUE • CHINO CA 91710-9705 (909) 631 2000 • (888) 236-2272

Late Deal Protection

Division 039

Vendor 151640 AUTHENTIC SPECIALTY FOODS

First Buy Date 1/14/2000

Item	UPC	Description	Inventory	Allowance Due	Claim Amt
85031	07538604754	EMBASSA NAPLTS PADDLES	70	$2 52	$176 40
85030	07538604859	EMBASA NAPLTS GLASS	12	$1 80	$21 60

CLAIM TOTAL $198 00

VP

F Fleming Co - Phoenix Division

PROMOTION AND ADVERTISING CONTRACT

VENDOR	AUTHENTIC SPECIALTY FOODS, INC	SUBMIT OFFERS FOR ALL PROMOTIONAL CONSIDERATIONS ON THIS FORM RETURN (3) COPIES WITH MANUFACTURER TRADE LETTER ATTACHED.	
BILL TO	COLLINS, BENFORD & GRAY	ALLOWANCES PAID ON	ORDER DATE X SHIP DATE ARRIVAL DATE
	245 E Watkins St	PURCHASE FROM 1/14/00 TO 2/21/00	All Deal Information Must Be provided 12 Weeks in Advance
ADDRESS	PHOENIX, AZ 85004	SHIP FROM 1/31/00 2/25/00	
BROKER OR	COLLINS, BENFORD & GRAY	RETAIL REFLECT FROM 2/4/00 TO 3/4/00	
REP NAME	Mark Heimbach 602 253 5752	NEW PROMOTION OR REVISED New	Date Received
MANUFACTURER UPC > 7 5 3 8 6	PHONE	STOCK PROTECTION N/A FROM	
		SPECIAL TERMS 2% 10 N 30	SHADED AREA FOR FLEMING USE ONLY

ITEM NO	PACK/SIZE	<	U	P	C	>	EMBASA DESCRIPTION	Allowances to be reflected: Bracket Cost	Off Invoice	Bill Back	NET CASE COST	Future Deals: Buy Dates	Off Invoice	Bill Back	IGA / VALUE KING Performance	Min. Req Performance, Please Check: Ad	Survey	Display	Reduce Retail
85037	12/12 oz	0	4	9	6	8	Whole Jalapenos	$7 04	$0 84	N/A	$6 20					X		X	X
85043	12/12 oz	0	4	9	7	5	Sliced Jalapenos	$8 14	$0 84	N/A	$7 30					X		X	X
85015	12/12 oz	0	4	8	5	8	Chipotle Peppers	$10 89	$1 20	N/A	$9 69					X		X	X
85020	12/12 oz	0	4	9	7	9	Chiles Gueritos - glass	$13 14	$0 48	N/A	$12 66					X		X	X
85030	12/16 oz	0	4	9	6	6	Nopalitos - glass	$11 80	$1 80	N/A	$10 00					X		X	X
85058	12/32 oz	0	4	9	7	6	Nopalitos - glass	$20 40	$2 52	N/A	$17 88					X		X	X
85031	12/32 oz	0	5	1	2	4	Whole Nopalitos - glass	$22 20	$2 52	N/A	$19 68					X		X	X
85018	12/12 oz	0	4	8	5	9	Whole Tomatillos	$10 42	$0 48	N/A	$9 94					X		X	X

Entered 12/7 KH

Comments Ad/Display and/or Reduced Price

Consumer Offers (Coupons, Adv, etc)

AD MONEY OFFERS	AD DATES	C	Fleming	BUYER SIGNATURE 12/4/99
IGA	IGA	O	White, Yellow	
VALUE KING	VALUE KING	P	& Pink	This promotion is offered to all competition on proportionally equal terms
OTHER OFFERS AVAILABLE (ROTO, COOP AD, EARLY BUY, VOLUME BUY, ETC)		I		BROKER/REP SIGNATURE DATE
		E	Sales Rep	11/22/99
		S	Gold	

THE INFORMATION ON THIS FORM IS PROVIDED AS A COURTESY WE ACCEPT RESPONSIBILITY ONLY FOR INFORMATION ON THE ATTACHED BULLETIN PLEASE VERIFY ALL INFORMATION

FLEMING COMPANIES, INC
ACCOUNTS PAYABLE DEPARTMENT / PHOENIX DIVISION
770 WEST ROCK CREEK ROAD
NORMAN, OK 73071

10/3/01

CLAIM # PXC001527

AUTHENTIC FOODS
CUSTOMER SERVICE
9133 GARVEY AVE
ROSEMEAD, CA 91770

VENDOR # 151640

TO THE VENDOR--YOUR PROMPT ATTENTION IS NECESSARY THIS CHARGEBACK WILL BE PROCESSED IMMEDIATELY AND PLACED IN LINE FOR DEDUCTION IN 30 DAYS INDICATE THE ABOVE DOCUMENT NUMBER ON ALL CORRESPONDENCE AND/OR CALLS

REASON FOR CHARGEBACK

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DOCUMENTATION ATTACHED

DUE US ON TOTAL DEBIT **$198 00**

FEB 04 2002

IF YOU HAVE ANY QUESTIONS, PLEASE CONTACT CUSTOMER SERVICE
EMAIL PRGNorman@Hotmail com
TELEPHONE # (405) 364-4796 FAX # (405) 364-4574
PROFIT RECOVERY GROUP, 770 W ROCK CREEK RD, SUITE 111-113, NORMAN, OK 73071

Division	Invoice Date	Receipt Date	Inv No /Credit Request	Amount	Discount
CORPORATE CATEGORY MARKETING	01/21/02	01/21/02	PXC0001518 ASS540 541	-17 28	0 00
CORPORATE CATEGORY MARKETING	01/21/02	01/21/02	PXC0001525 ASS540-541	-13 20	0 00
CORPORATE CATEGORY MARKETING	01/21/02	01/21/02	KGC0000094 FLE520-521	-12 72	0.00
SALT LAKE CITY	01/03/02	01/03/02	SLP716434 FLE500-501	-6.36	0.00
RETAIL SERVICE (COUPONS)	12/27/01	01/22/02	CP0328258	-4 60	0.00
RETAIL SERVICE (COUPONS)	12/26/01	01/22/02	CP0324585	-4 10	0 00
PHOENIX ASS540	07/19/01	07/21/01	PXU987868PR-1 on account	1,293 60 1268.59	-25 01
NORTHERN CALIFORNIA CTP	01/07/02	01/09/02	0090052837	17,924 20	-358 48
GMD - DALLAS	12/29/01	01/02/02	0090052361	27,925.20	-587.24

DATE OF CHECK 01/24/02 AMOUNT OF CHECK $20,902.59

Fleming 151640 0056 When corresponding refer to ===> 25613113

Division	Invoice Date	Receipt Date	Inv No /Credit Request	Amount	Discount
GMD - DALLAS	01/10/02	01/20/02	DLU907070 FLE493-495	-3,152 88	0 00
CORPORATE CATEGORY MARKETING	01/21/02	01/21/02	SGC0000116 FLE441-440	-2,706 00	0 00
NORTHERN CALIFORNIA	01/10/02	01/10/02	NCP708738	-1,811.30	0.00
SALT LAKE CITY	01/10/02	01/10/02	SLP718006 FLE500-501	-1,608.92	0.00
RETAIL SERVICE (COUPONS)	12/27/01	01/22/02	CP0326063 Coupons	-1,510.05	0.00
CORPORATE CATEGORY MARKETING ASS540 541	01/21/02	01/21/02	PXC0001497 <3977 67>	-1,360 80	0 00
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001496 FLE500-501	-1,223 52	0 00
RETAIL SERVICE (COUPONS)	12/27/01	01/22/02	CP0326465	-754 19	0 00
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001522	-654.48	0.00
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001523	-515.52	0.00
CORPORATE CATEGORY MARKETING FLE441-440	01/21/02	01/21/02	SGC9900030	-509.04	0.00
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001495	-417 36	0 00
RETAIL SERVICE (COUPONS)	12/27/01	01/22/02	CP0327501	-343 82	0 00
CORPORATE CATEGORY MARKETING FLE515-517	01/21/02	01/21/02	MGC9900052	-341 04	0 00
RETAIL SERVICE (COUPONS)	12/27/01	01/22/02	CP0329016	-330.85	0.00
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001551	-325.92	0.00
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001524	-316.80	0.00
CORPORATE CATEGORY MARKETING FLE493-495	01/21/02	01/21/02	DLC0000063	-314 76	0 00
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001552	-310 80	0 00
CORPORATE CATEGORY MARKETING	01/21/02	01/21/02	PXC0001545	-303 60	0 00
CORPORATE CATEGORY MARKETING	01/21/02	01/21/02	PXC0001500	-299.04	0.00
CORPORATE CATEGORY MARKETING	01/21/02	01/21/02	PXC0001534	-296.16	0.00
CORPORATE CATEGORY MARKETING	01/21/02	01/21/02	PXC0001501	-257.76	0.00
GMD - DALLAS FLE493-495	12/29/01	01/02/02	DLU907072	-247 90	0 00
GMD - DALLAS FLE493-495	01/17/02	01/21/02	DLX077903	-229 00	0 00
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001550	-223 20	0 00
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001488	-222.00	0.00
CORPORATE CATEGORY MARKETING FLE515-517	01/21/02	01/21/02	MGC0000077	-217.32	0.00
RETAIL SERVICE (COUPONS)	12/27/01	01/22/02	CP0328380	[illegible]	0.00
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001533	-211 20	0 00
CORPORATE CATEGORY MARKETING FLE500-501	01/21/02	01/21/02	SLC0000286	-205 68	0 00
RETAIL SERVICE (COUPONS)	12/27/01	01/22/02	CP0326829	-202 32	0 00
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001527	-198.00	0.00
CORPORATE CATEGORY MARKETING	01/21/02	01/21/02	PXC0001549	-192.00	0.00
CORPORATE CATEGORY MARKETING	01/21/02	01/21/02	PXC0001503	-174.72	0 00
RETAIL SERVICE (COUPONS)	12/27/01	01/22/02	CP0325336	-161 64	0 00
CORPORATE CATEGORY MARKETING FLE500-501	01/21/02	01/21/02	SLC0000082	-154 80	0 00

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UNION BANK OF CALIFORNIA

FOOD **Fleming**

Box 26647 Oklahoma City OK 73126

BANK OF AMERICA
WALNUT CREEK, CA

90-4182/ 1211

No. 25613113
AG

Date	Amount
01/24/02	$*****20,902.59*

14-22392

Pay

PAY: TWENTY THOUSAND NINE HUNDRED TWO DOLLARS AND 59/100

PAY TO

Pay To The Order Of

AUTHENTIC SPECIALTY FOODS
PO BOX 30358
LOS ANGELES, CA 90030

Unique Character Facsimile Signature

⑈25613113⑈ ⑆121141822⑆73139⑉01222⑈

LOCKBOX		BATCH	ITEM	IMAGE	DATE	AMOUNT
30358	52	2	3	3	January 28, 2002	$ 20,902.59

Fleming 151640 0056 When corresponding refer to ===> **25613113**

Division	Invoice Date	Receipt Date	Inv No./Credit Request	Amount	Discount
CORPORATE CATEGORY MARKETING FLE500-501	01/21/02	01/21/02	SLC0000506	-153 00	0 00
CORPORATE CATEGORY MARKETING FLE493-495	01/21/02	01/21/02	DLC9900019	-151 20	0 00
[redacted]					
GMD - DALLAS FLE493-495	01/10/02	01/18/02	DLT403210	-123 84	0 00
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001536	-119 52	0 00
RETAIL SERVICE (COUPONS)	12/27/01	01/22/02	CP0328667	-117.51	0 00
[redacted]					
CORPORATE CATEGORY MARKETING FLE491-496	01/21/02	01/21/02	SGC9900079	-96 00	0 00
CORPORATE CATEGORY MARKETING FLE500-501	01/21/02	01/21/02	SLC0000080	-90 00	0 00
CORPORATE CATEGORY MARKETING FLE500-501	01/21/02	01/21/02	SLC0000662	-88 62	0 00
[redacted]					
PHOENIX ASS540-541	12/07/01	01/22/02	PXH001557	-68 08	0 00
CORPORATE CATEGORY MARKETING FLE500-501	01/21/02	01/21/02	SLC0000713	-56 55	0 00
RETAIL SERVICE (COUPONS)	12/27/01	01/22/02	CP0328594	-54 84	0 00
[redacted]					
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001498	-47 52	0 00
GMD MEMPHIS FLE 515-517	12/14/01	01/21/02	MGR130005	-45 55	0 00
CORPORATE CATEGORY MARKETING FLE500-501	01/21/02	01/21/02	SLC0000100	-42 12	0 00
[redacted]					
CORPORATE CATEGORY MARKETING FLE493-495	01/21/02	01/21/02	DLC9900020	-34 20	0 00
CORPORATE CATEGORY MARKETING FLE500-501	01/21/02	01/21/02	SLC0000102	-31 20	0 00
CORPORATE CATEGORY MARKETING	01/21/02	01/21/02	SLC0000087	-30 00	0 00
[redacted]					
CORPORATE CATEGORY MARKETING FLE500-501	01/21/02	01/21/02	SLC0000381	-21 00	0 00
CORPORATE CATEGORY MARKETING ASS540-541	01/21/02	01/21/02	PXC0001502	-18 48	0 00

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Fleming

E ... City OK 73126

TEXAS COMMERCE
SAN ANGELO TX

23423675 64-88/1113

No

LC

UNION BANK OF CALIFORNIA

Date	Amount
12/31/01	$*****23,636 52*

14-21605

THREE THOUSAND SIX HUNDRED THIRTY SIX DOLLARS AND 52/100

AUTHENTIC SPECIALTY FOODS
PO BOX 30358
LOS ANGELES, CA 90030

Unique Character Facsimile Signature

⑈23423675⑈ ⑆111300880⑆06300036160⑈

BOX	BATCH	ITEM	IMAGE	DATE	AMOUNT
42	1	11	11	January 04, 2002	$ 23,636 52

Fleming 151640 0188 When corresponding refer to ===> 23423675

Division	Invoice Date	Receipt Date	Inv No /Credit Request	Amount	Discount
CORPORATE CATEGORY MARKETING FLE441-440	12/18/01	12/19/01	CCM52159	-40 000 00	0 00
NORTHERN CALIFORNIA UNI 719-720	10/11/01	10/11/01	NCP676768	-6,667 98	0 00
CORPORATE CATEGORY MARKETING FLE441-440	12/14/01	12/26/01	GMD80996	-3,000 00	0.00
RETAIL SERVICE (COUPONS) FLE 500-501	12/04/01	12/26/01	CP0285509	-2,523.67	0.00
CORPORATE CATEGORY MARKETING FLE 441-440	12/20/01	12/20/01	FSC201396	-1,990.94	0.00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201497	-1,542 24	0 00
CORPORATE CATEGORY MARKETING	12/20/01	12/20/01	NCC201505	-1,518 58	0 00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201496	-1,223 52	0 00
SALT LAKE CITY CTP FLE500-501	12/21/01	12/27/01	SLU954186	-952.16	0.00
RETAIL SERVICE (COUPONS)	11/27/01	12/21/01	CP0278895	-884.45	0.00
CORPORATE CATEGORY MARKETING FLE441-440	12/19/01	12/19/01	PXC201532	-825.00	0.00
PHOENIX ASS 540-541 CTP	12/14/01	12/18/01	PXU993584	-787 50	0 00
CORPORATE CATEGORY MARKETING FLE 441-440	12/19/01	12/19/01	PXC201528	-713 76	0 00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201522	-654 48	0 00
CORPORATE CATEGORY MARKETING	12/20/01	12/20/01	NCC201506	-615.60	0.00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201530	-547.20	0.00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201523	-515.52	0.00
RETAIL SERVICE (COUPONS)	11/30/01	12/26/01	CP0282138	-466 97	0 00
RETAIL SERVICE (COUPONS)	12/04/01	12/26/01	CP0289970	-442 93	0 00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201535	-432 00	0 00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201495	-417.56	0.00
RETAIL SERVICE (COUPONS)	12/04/01	12/26/01	CP0285552	-348.06	0.00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201551	-325.92	0.00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201524	-316 80	0 00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201552	-310 80	0 00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201545	-303 60	0 00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201500	-299.04	0.00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201534	-296.16	0.00
RETAIL SERVICE (COUPONS)	11/20/01	12/17/01	CP0268318	-260.13	0.00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201501	-257 76	0 00
RETAIL SERVICE (COUPONS)	11/20/01	12/17/01	CP0267206	-250 96	0 00
RETAIL SERVICE (COUPONS)	11/30/01	12/26/01	CP0282339	-231 39	0 00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201550	-223.20	0.00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201488	-222.00	0.00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201533	-211.20	0.00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201527	-198 00	0 00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201549	-192 00	0 00

Fleming 151640 0188 When corresponding refer to ===> 23423675

Division	Invoice Date	Receipt Date	Inv No /Credit Request	Amount	Discount
RETAIL SERVICE (COUPONS)	11/20/01	12/17/01	CP0269637	-175 49	0 00
CORPORATE CATEGORY MARKETING FLE 441 440	12/19/01	12/19/01	PXC201503	-174 72	0 00
CORPORATE CATEGORY MARKETING	12/20/01	12/20/01	FSC201395	-173.28	0.00
RETAIL SERVICE (COUPONS)	11/21/01	12/17/01	CP0274622	-169.65	0 00
RETAIL SERVICE (COUPONS)	12/04/01	12/26/01	CP0291729	-131.80	0.00
RETAIL SERVICE (COUPONS)	12/04/01	12/26/01	CP0289572	-127 92	0 00
RETAIL SERVICE (COUPONS)	11/20/01	12/17/01	CP0267619	-126 19	0 00
RETAIL SERVICE (COUPONS)	11/20/01	12/17/01	CP0271096	-122 17	0 00
RETAIL SERVICE (COUPONS)	11/21/01	12/17/01	CP0274760	-119 99	0.00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201536	-119.52	0.00
RETAIL SERVICE (COUPONS)	11/20/01	12/17/01	CP0265723	-119.43	0.00
PHOENIX ASS540 - 541	12/20/01	12/20/01	PXP136661	-119 15	0 00
RETAIL SERVICE (COUPONS)	11/21/01	12/17/01	CP0273889	-116 61	0 00
LACROSSE FLE508 - 509	12/07/01	12/27/01	LAC120042	-115 51	0.00
RETAIL SERVICE (COUPONS)	12/04/01	12/26/01	CP0284369	-104.65	0.00
RETAIL SERVICE (COUPONS)	11/26/01	12/21/01	CP0278565	-104 44	0.00
RETAIL SERVICE (COUPONS)	11/20/01	12/17/01	CP0265088	-98.25	0.00
RETAIL SERVICE (COUPONS)	11/20/01	12/17/01	CP0265612	-92 39	0 00
RETAIL SERVICE (COUPONS)	12/05/01	12/26/01	CP0294053	-91 70	0 00
RETAIL SERVICE (COUPONS)	11/21/01	12/17/01	CP0275923	-88 60	0 00
CORPORATE CATEGORY MARKETING FLE441-440	12/19/01	12/19/01	PXC201531	-84.00	0.00
CORPORATE CATEGORY MARKETING	12/19/01	12/19/01	PXC201526	-82 32	0.00
RETAIL SERVICE (COUPONS)	11/26/01	12/21/01	CP0277706	-81.02	0.00
RETAIL SERVICE (COUPONS)	11/20/01	12/17/01	CP0269899	-80 28	0 00
SALT LAKE CITY FLE500-501	12/19/01	12/27/01	SLP207821	-79 87	0 00
RETAIL SERVICE (COUPONS)	11/20/01	12/17/01	CP0268347	-69 71	0 00
RETAIL SERVICE (COUPONS)	11/21/01	12/17/01	CP0274837	-69.00	0.00
CORPORATE CATEGORY MARKETING FLE441-440	12/19/01	12/19/01	PXC201529	-66 48	0.00
RETAIL SERVICE (COUPONS)	11/21/01	12/17/01	CP0276510	-57.35	0.00
FRESNO FLE458 - 459	12/01/01	12/26/01	FSW701667	-52 64	0 00
CORPORATE CATEGORY MARKETING FLE441-440	12/19/01	12/19/01	PXC201498	-47 52	0 00
CORPORATE CATEGORY MARKETING	12/20/01	12/20/01	FSC201403	-47 30	0 00
RETAIL SERVICE (COUPONS)	12/04/01	12/26/01	CP0285462	-46.67	0.00
RETAIL SERVICE (COUPONS)	11/20/01	12/17/01	CP0270823	-45.48	0.00
RETAIL SERVICE (COUPONS)	11/26/01	12/21/01	CP0278658	-41.48	0.00
PHOENIX ASS540 - 541	12/05/01	12/27/01	PXZ174531	-40 50	0 00
RETAIL SERVICE (COUPONS)	11/21/01	12/17/01	CP0272990	-38 88	0 00

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Division	Invoice Date	Receipt Date	Inv No /Credit Request	Amount	Discount
CORPORATE CATEGORY MARKETING FLE441	12/20/01	12/20/01	NCC201503	-34 40	0 00
RETAIL SERVICE (COUPONS)	11/21/01	12/17/01	CP0272895	-32 43	0 00
PHOENIX RSS 540-541	12/01/01	12/26/01	PXW028918	-28.43	0 00
RETAIL SERVICE (COUPONS)	11/21/01	12/17/01	CP0277110	-26.42	0 00
RETAIL SERVICE (COUPONS)	12/04/01	12/26/01	CP0288525	-24.95	0 00
RETAIL SERVICE (COUPONS)	11/21/01	12/17/01	CP0275704	-24 22	0 00
RETAIL SERVICE (COUPONS)	11/21/01	12/17/01	CP0275787	-22 56	0 00
RETAIL SERVICE (COUPONS)	11/20/01	12/17/01	CP0269274	-21 92	0 00
RETAIL SERVICE (COUPONS)	11/21/01	12/17/01	CP0271662	-20.47	0.00
CORPORATE CATEGORY MARKETING FLE441	12/19/01	12/19/01	PXC201502	-18.48	0.00
RETAIL SERVICE (COUPONS)	12/04/01	12/26/01	CP0287747	-17.85	0 00
CORPORATE CATEGORY MARKETING FLE441	12/19/01	12/19/01	PXC201518	-17 28	0 00
RETAIL SERVICE (COUPONS)	11/20/01	12/17/01	CP0271251	-17 19	0 00
RETAIL SERVICE (COUPONS)	11/21/01	12/17/01	CP0272650	-17 16	0 00
CORPORATE CATEGORY MARKETING FLE441	12/19/01	12/19/01	PXC201525	-13.20	0.00
RETAIL SERVICE (COUPONS)	12/04/01	12/26/01	CP0292185	-4.32	0.00
RETAIL SERVICE (COUPONS)	12/04/01	12/26/01	CP0284057	-0.98	0.00
RETAIL SERVICE (COUPONS)	11/20/01	12/21/01	CP0267619A	-0 49	0 00
RETAIL SERVICE (COUPONS)	12/04/01	12/26/01	CP0291732	-0 18	0 00
RETAIL SERVICE (COUPONS)	12/04/01	12/26/01	CP0290440	-0 11	0 00
RETAIL SERVICE (COUPONS)	10/19/01	11/26/01	CP0203263B	0.91	0.00
RETAIL SERVICE (COUPONS)	10/22/01	11/26/01	CP0205847A	1.08	0.00
RETAIL SERVICE (COUPONS)	10/18/01	11/26/01	CP0197906B	1.16	0 00
RETAIL SERVICE (COUPONS)	10/15/01	11/19/01	CP0187386A	1 26	0 00
RETAIL SERVICE (COUPONS)	10/22/01	11/26/01	CP0205833A	1 26	0 00
RETAIL SERVICE (COUPONS)	10/10/01	11/19/01	CP0176128B	1 66	0 00
RETAIL SERVICE (COUPONS)	10/19/01	11/26/01	CP0202786B	1.69	0.00
RETAIL SERVICE (COUPONS)	10/29/01	11/26/01	CP0217845A	1.91	0.00
RETAIL SERVICE (COUPONS)	10/18/01	11/26/01	CP0196208B	2.16	0.00
RETAIL SERVICE (COUPONS)	10/18/01	11/26/01	CP0198191B	2 17	0 00
RETAIL SERVICE (COUPONS)	10/16/01	11/19/01	CP0188963A	3 21	0 00
RETAIL SERVICE (COUPONS)	10/22/01	11/26/01	CP0205649A	3 65	0 00
RETAIL SERVICE (COUPONS)	10/19/01	11/15/01	CP0203886A	4.08	0.00
RETAIL SERVICE (COUPONS)	10/29/01	11/27/01	CP0219271A	4.08	0.00
RETAIL SERVICE (COUPONS)	10/25/01	11/21/01	CP0211708A	4 08	0.00
RETAIL SERVICE (COUPONS)	10/18/01	11/15/01	CP0195901A	4 56	0 00
RETAIL SERVICE (COUPONS)	10/29/01	11/27/01	CP0220050A	4 91	0 00

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Fleming 151640 0188 When corresponding refer to ===> **23423675**

Division		Invoice Date	Receipt Date	Inv No /Credit Request	Amount	Discount
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0228999A	4 91	0 00
RETAIL SERVICE (COUPONS)		10/25/01	11/21/01	CP0210811A	5 16	0 00
RETAIL SERVICE (COUPONS)		10/19/01	11/15/01	CP0202215A	6.24	0.00
RETAIL SERVICE (COUPONS)		10/30/01	11/27/01	CP0220919A	7 32	0 00
RETAIL SERVICE (COUPONS)		10/19/01	11/15/01	CP0202045A	9.13	0.00
RETAIL SERVICE (COUPONS)		10/25/01	11/21/01	CP0216359A	9 32	0 00
RETAIL SERVICE (COUPONS)		10/22/01	11/26/01	CP0205262A	9 63	0 00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0225128A	10 64	0 00
RETAIL SERVICE (COUPONS)		10/17/01	11/15/01	CP0194491A	12.05	0.00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0227694A	13.76	0.00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0228029A	14.96	0.00
RETAIL SERVICE (COUPONS)		10/18/01	11/15/01	CP0196208A	16 84	0 00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0227315A	17 05	0 00
RETAIL SERVICE (COUPONS)		10/18/01	11/26/01	CP0195708A	17 16	0 00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0230232A	20.86	0.00
RETAIL SERVICE (COUPONS)		10/19/01	11/15/01	CP0201846A	[illegible]	0.00
RETAIL SERVICE (COUPONS)		10/25/01	11/21/01	CP0210596A	[illegible]	0.00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0227225A	23 52	0 00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0226276A	23 77	0 00
RETAIL SERVICE (COUPONS)		10/11/01	11/26/01	CP0178651A	26 11	0 00
RETAIL SERVICE (COUPONS)		10/18/01	11/15/01	CP0200413A	27 67	0 00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0229327A	28.92	0.00
RETAIL SERVICE (COUPONS)		10/30/01	11/27/01	CP0221551A	32.16	0 00
RETAIL SERVICE (COUPONS)		10/29/01	11/27/01	CP0218311A	32 23	0 00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0229971A	32 48	0 00
RETAIL SERVICE (COUPONS)		10/25/01	11/21/01	CP0209936A	32 52	0 00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0224585A	36.00	0 00
RETAIL SERVICE (COUPONS)		10/19/01	11/15/01	CP0202786A	36.06	0 00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0226093A	36.22	0.00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0231311A	39 05	0 00
RETAIL SERVICE (COUPONS)		10/17/01	11/26/01	CP0191865A	42 91	0 00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0230886A	52 74	0 00
RETAIL SERVICE (COUPONS)		10/19/01	11/15/01	CP0203263A	54.03	0.00
PHOENIX AS 540-541	CTP	05/29/01	05/31/01	PXU985578PR 100021929	58.53	0.00
RETAIL SERVICE (COUPONS)		10/31/01	11/27/01	CP0223638A	60.68	0.00
RETAIL SERVICE (COUPONS)		10/31/01	11/27/01	CP0222913A	82 32	0 00
RETAIL SERVICE (COUPONS)		10/18/01	11/15/01	CP0198191A	94 52	0 00

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RETAIL SERVICE (COUPONS)		10/18/01	11/15/01	CP0197906A	110 74	0 00
RETAIL SERVICE (COUPONS)		11/01/01	11/27/01	CP0224360A	123 71	0 00
RETAIL SERVICE (COUPONS)		10/31/01	11/27/01	CP0222672A	154.37	0.00
RETAIL SERVICE (COUPONS)		10/18/01	11/15/01	CP0198807A	193.83	0.00
PHOENIX	CTP	08/27/01	08/29/01	PXU989233PR 100025641	197.08	0.00
PHOENIX	CTP	09/17/01	09/19/01	PXU990034PR 100025817	219 71	0 00
PHOENIX	CTP	07/31/01	08/02/01	PXU989694PR 100025638	226 83	0 00
PHOENIX	CTP	07/17/01	07/22/01	PXU987598PR 100024116	241 02	0 00
RETAIL SERVICE (COUPONS)		10/25/01	11/23/01	CP0214641A	296.49	0.00
PHOENIX	CTP	09/04/01	09/06/01	PXU989597PR 100025640	307.87	0.00
RETAIL SERVICE (COUPONS)		10/31/01	11/27/01	CP0222898A	338.43	0.00
GMD - LACROSSE		12/06/01	12/12/01	0090051007	3,191 65	-71 94
SALT LAKE CITY	CTP	12/21/01	12/27/01	0090051821	13,906 09	-279 63
NORTHERN CALIFORNIA	CTP	12/13/01	12/17/01	0090051318	16,524 00	-330 48
GMD WEST	CTP	12/03/01	12/18/01	[illegible]	17,886.20	-357.72
GMD - DALLAS	CTP	11/29/01	12/02/01	[illegible]	22,440.00	-448.80
PHOENIX	CTP	12/14/01	12/18/01	[illegible]	22,972.50	-475.52

DATE OF CHECK 12/31/01

AMOUNT OF CHECK $23,636 52