

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

**PROOF OF CLAIM**



557070

Bar Date Ref # 2-NVM 15491

In re **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 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.

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**

**James P. Cook &  
De Ann M. Cook  
3500 W. Potvin  
Tucson, AZ 85742-8816**

Creditor Telephone Number ( )

CREDITOR TAX I.D. #

**515-54-5426**

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

**635-069511**

Check here  replaces  
if this claim  amends

a previously filed claim dated \_\_\_\_\_

**1 BASIS FOR CLAIM**

- Goods sold
- Services performed
- Money loaned
- Personal injury/wrongful death
- Taxes
- Other (describe briefly)  
**Purchased 1,000 Shares  
Fleming Companies, Inc.**
- 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**

**1-31-2002**

**3 IF COURT JUDGMENT, DATE OBTAINED**

**4 TOTAL AMOUNT OF CLAIM AS OF PETITION DATE**

\$ \_\_\_\_\_ (unsecured)    \$ \_\_\_\_\_ (secured)    \$ \_\_\_\_\_ (unsecured priority)    \$ **20,500.00** (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)(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.

THIS SPACE FOR COURT

**FILED**

SEP 12 2003

**BMC**

Fleming Companies Claim



11770

DATE SIGNED

**9-10-2003**

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)

*[Signatures]*

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**

FOR THE PERIOD *July 26, 2003 - August 29, 2003*

Primary Investment Objective *Growth Aggressive*

**CASH FLOW SUMMARY**

	This Period	Year to Date
<b>Beginning Balance</b>	<b>\$1,440 10</b>	
Income	1 10	403 22
Other		625 00
<b>Ending Balance</b>	<b>\$1,441 20</b>	
Net Change	\$1 10	

**INCOME SUMMARY**

	This Period	Year to Date
<b>Taxable</b>		
Dividends		393 60
Money Fund	1 10	9 62
<b>Total Income</b>	<b>\$1 10</b>	<b>\$403 22</b>

**ULTRAASSET PORTFOLIO HOLDINGS**

Quantity	Description / Symbol	% of Account	Opening Price	Opening Value	Current Price	Current Value	Unrealized Gain/Loss	Estimated Annual Income	% Yield	Type
<b>CASH &amp; MONEY FUND</b>										
1 441 20	CENTENNIAL MONEY MKT TR	3 48		1 441 20	1	1 441 20		12 0 83		M
	<b>TOTAL CASH &amp; MONEY FUND</b>	<b>3 48</b>		<b>\$1,441 20</b>		<b>\$1,441 20</b>		<b>\$12 0 83</b>		
<b>EQUITIES</b>										
◆	ARCHER DANIELS MIDLAND CO IN YOUR NAME									
1 000	05/16/00 <b>ADM</b>	33 48	10 5625	10 754 19	13 87	13 870 00	3 115 81	240 1 73		C
◆	CONOCOPHILLIPS									
467	06/13/01 <b>COP</b>	62 94	64 99893188	30 354 50	55 84	26 077 28	4 277 22	747 2 86		C
	FLEMING COMPANIES INC									
1,000	01/31/02 <b>FLMIQ</b>	0 10	20 50	20 500 00	042	42 00	20 458 00			C
	<b>TOTAL EQUITIES</b>	<b>96 52</b>		<b>\$61,608 69</b>		<b>\$39,989 28</b>	<b>\$21,619 41</b>	<b>\$987 2 47</b>		
	<b>TOTAL ACCOUNT VALUE</b>			<b>\$63,049 89</b>		<b>\$41,430 48</b>	<b>\$21,619 41</b>	<b>\$999 2 41</b>		

◆ Research Report Available

**ACTIVITY DETAIL**

Date	Transaction Type	Quantity	Description	Price	Amount
08/22	Dividend	1 10	CENTENNIAL MONEY MKT TR 00 85% 35 DAY AVERAGE YIELD FOR PERIOD ENDING 08/21/03 AUTOMATICALLY REINVESTED		