ORIGINAL

FORM B10 (Official Form 10) (4/01)

United States Bankruptcy Court for the District of Delaware

PROOF OF CLAIM

Name of Debtor
Core-Mark Interrelated Companies, Inc

Case Number
03-10951-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" of payment of an administrative expense may be filed pursuant to 11 U S C § 503

Name of Creditor *(The person or entity to whom the debtor owes money or property)*
Sara Lee Sock Company

Name and Addresses Where Notices Should be Sent
Richard M Kremen Esquire
Piper Rudnick LLP
6225 Smith Avenue
Baltimore, Maryland 21209
Telephone Number (410) 580-3000

☐ 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

THIS SPACE IS FOR COURT USE ONLY

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR

Check here if this claim ☐ replaces ☒ amends a previously filed claim dated 6/21/03

1 BASIS FOR CLAIM

☒ Goods sold
☐ Services performed
☐ Money loaned
☐ Personal injury/wrongful death
☐ Taxes
☐ Other _____

☐ Retiree benefits as defined in 11 U S C § 1114(a)
☐ Wages salaries and compensations (Fill out below)
Your social security number_____
Unpaid Compensations for services performed
from _____ (date) to _____ (date)

2 DATE DEBT WAS INCURRED

3 IF COURT JUDGMENT, DATE OBTAINED

4 TOTAL AMOUNT OF CLAIM AT TIME CASE FILED $2,137 14

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 if any $_____

6 UNSECURED PRIORITY CLAIM

☐ Check this box if you have an unsecured priority claim
Amount entitled to priority $_____
Specify the priority of the claim

☐ Wages salaries or commissions (up to $4 650) earned not more than 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 — 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 of 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 4/1/04 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

THIS SPACE IS FOR COURT USE ONLY

FILED
SEP 1 2 2003
BMC

Fleming Companies Claim
11917

Date
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)

Richard M Kremen Attorney and Authorized Agent

Penalty for presenting fraudulent claim Fine of up to $500 000 or imprisonment for up to 5 years or both 18 U S C §§ 152 and 3571

ATTACHMENT TO PROOF OF CLAIM OF SARA LEE SOCK COMPANY

Core-Mark Interrelated Companies, Inc and/or certain of its related Chapter 11 debtors (collectively, the "Debtor") is indebted to Sara Lee Sock Company ("Sara Lee") for goods sold on an open account Prior to the date of filing, Sara Lee shipped merchandise to the Debtor from time to time and, as of the date of the Debtor's bankruptcy filing, $2,137 14 was due and payable Attached hereto as EXHIBIT A is a copy of the unpaid invoice for which the amounts owed are due and payable

Sara Lee reserves the right to amend and supplement this Proof of Claim and/or to file additional proofs of claim for additional claims Sara Lee also reserves its setoff and recoupment rights to the extent any such rights exist Sara Lee further reserves the right accruing to it and the filing of this Proof of Claim is not intended to be, and shall not be construed as, (a) an election of remedy, (b) a waiver of limitation of any rights of Sara Lee, (c) a consent to the determination of the Debtor's liability to Sara Lee by any particular court, including, without limitation, the Bankruptcy Court, and (d) a consent to the jurisdiction or venue of any particular court, including, but not limited to, the Bankruptcy Court

Sara Lee asserts the following additional claims, to the extent that any such claims exist, as to all of which Sara Lee expressly reserves all rights, not withstanding anything contained in this Proof of Claim (a) contingent claims, and (b) claims which may be presently in amounts not fully ascertainable but to be later provided if such claims are estimated and/or liquidated

No judgment has been rendered on this claim to date No payments have been made on this claim to date The amount of all payments, if any, received or confirmed after this Proof of Claim is filed will be deducted from the amount claimed

EXHIBIT A

Original Page 1

Sara Lee Sock Company

DIVISION OF SARA LEE CORPORATION

1823 EASTCHESTER DRIVE
HIGH POINT NORTH CAROLINA 27261
D-U-N-S 321-9367

Bill To	Ship To
13736	13736

Invoice No	Invoice Date
2448790	02 19 03
Order Received	**Ship Date**
02-05-03	02 19 03

BILL TO
AMI COREMARK
COREMARK
311 REED CIRCLE
CORONA CA 91719

SHIP TO
AMI COREMARK
COREMARK
311 REED CIRCLE
CORONA CA 91719

REMIT TO: P O BOX 75173 CHARLOTTE NC 28275

Cases	Weight
79	391 7152

CARRIER YELLOW FREIGHT SYSTEMS

Sold To	Customer Purchase Order	Sales Order	Department	Salesman	WH	ST	Frt	Terms
13736	92 0765800	859819-00		R0016 WEST DWAYNE	10	CA	PWP	NET 30

Customer Style	Size		Color	Prs/Unit	Qual	Product No	Total Units	Price	Amount
161984	7 8 1/2	HM	WHITE/GREY (9	6	1	8655LSA	36	3 40	122 40
304/6	9 11	HM	WHITE/GREY (9	6	1	8648LSA	102	3 79	386 58
305/6	9 11	HM	WHITE/GREY (9	6	1	8652LSA	36	3 61	129 96
184/3	10-13	HM	WHITE W/GREY H	3	1	8017LSA	396	2 55	1009 80
162354	10-13	HM	WHITE W/GREY H	3	1	8162LSA	144	2 35	338 40
180/3	22 IN TUBE	HM	WHITE W/GREY H	3	1	8123LSA	60	2 50	150 00
	SHIP TO ARRIVE 2/26/03								
SHIPMENT MUST BE TENDERED TO CARRIER SORTED &									
DELIVERED LIKEWISE									
**CARRIER MUST CALL FOR DELIVERY APPOINTMENT									
VENDOR # 94283									
						SUB TOTAL			2137 14
						TOTAL	774		2137 14

Continuing Guarantee under the Flammable Fabrics act filed with the U S Consumer Product Safety Commission

We hereby certify that the goods and services covered by this invoice were produced and furnished in compliance with the requirements of the Fair Labor Standards Act of 1938 as amended and any regulations and orders issued there under

No Returns Accepted Without Authorization And Shipping Instructions

All Claims For Lost Shipments Must Be Filed Within 60 Days From Date Of Shipment

Please Pay Last Amount in This Column

INVOICE