| FOR | M B10 (Official Form 10) (4/01) | | | | |
|------|---|-----------------------------------|---|--|---|
| Uni | TED STATES BANKRUPTCY COURT | OR THE | DISTRICT OF | DELAWARE | ROOF OF CLAIM |
| Nan | ne of Debtor | | Case Number | • | |
| | Fleming Foods Management Co, L L C | | 03-10954 (N | , | |
| com | E This form should not be used to make a claim for ai mencement of the case A "request for payment of an C § 503 | n administrativ administrative | e expense arising a expense may be f | after the filed pursuant to 11 | |
| | ne of Creditor (The person or other entity to whom the ey or property) | debtor owes | anyone else h claım relatıng | you are aware that has filed a proof of to your claim Attach | |
| | Pop Rocks, Inc | | copy of stater particulars | you have never | |
| Nan | ne and address where notices should be sent | | | notices from the ourt in this case | |
| | Walter B Loeffler, Jr | | | | |
| | drews & Kurth L L P | | | the address differs | |
| | Travis Street, Suite 4200 | | sent to you by | ress on the envelope | |
| | nston, Texas 77002-3090 | | | , | |
| | ephone 713-220-4200, Telecopter 713-220-42 | | | | This Space For Court Use Only |
| Acc | ount or other number by which creditor identifies d | lebtor | Check here if this amends | | de file de la come de trad |
| | | | | • • | sly filed claim dated |
| 1 | BASIS FOR CLAIM | | | fits as defined in 11 U | • • • • |
| | Goods sold | | | ries and compensatio | on (fill out below) |
| | Services performed | | | Security Number | |
| | Money loaned Personal injury/wrongful death | | Unpaid comp from | ensation for services | |
| | Taxes | | 1011 | (date) | to(date) |
| | Other | | | · · · | () |
| 2 | Date debt was incurred See Attachme | ent | 3 If court juc | lgment, date obt | ained |
| 4 | Total Amount of Claim at Time Case F | iled | \$ 122,250 2 | 24 | |
| | If all or part of your claim is secured or ei | ntitled to pr | | | below |
| | Check this box if claim includes intere | | | | |
| | itemized statement of all interest or a | | | | |
| 5 | Secured Claim | e | Unsecured I | Priority Claim | |
| | Check this box if your claim is secured by co | ollateral | Check this be | ox if you have an unseci | ured priority claim |
| | (including a right of setoff) | | Amount entit | led to priority \$ | |
| | Brief Description of Collateral | | | riority of the claim | p to \$4 650) * earned within 90 |
| | ∐ Real Estate □ Motor Vehicle | | days before f | iling of the bankruptcy p | betition or cessation of the debtor s |
| | | | | nchever is earlier 11 U | , |
| | | _ | | | tplan 11 U S C § 507(a)(4) |
| | Value of collateral | | | | rchase lease or rental of property ousehold use 11 U S C § 507(a)(6) |
| | Amount or arrearage and other charges at time case f | iled | 🔲 Alimony mai | ntenance or support ov | wed to a spouse former spouse or |
| | included in secured claim above if any \$ | · | | S C § 507(a)(7) | ental units 11 U S C § 507(a)(8) |
| | | | | | of 11 U S C § 507(a)(|
| | | | | | |
| | | | | | on 4/1/04 and every 3 years thereafter of on or after the date of adjustment |
| 7 | Credits The amount of all payments on this clair | m has been c | | cted for the | |
| 8 | purpose of making this proof of clam Supporting Documents Attach copies of supp | orting docum | ents such as pro | omissory notes | This Space For Court Use Only |
| | purchase orders invoices itemized statements or mortgages security agreements and evidence of DO NOT SEND ORIGINAL DOCUMENTS If the | f perfection o | flien | | FILED |
| | documents are voluminous attach a summary S | See Attachme | ent | | |
| 9 | Date-Stamped Copy To receive an acknowle | | | | SEP 1 5 2003 |
| Date | enclose a stamped self-addressed envelope Sign and print the name a | | • | | |
| | authorized to file this claim | | | | |
| | 11 , 14 | 600 | | | |
| Sont | ember 12, 2003 Walter B Loeffler, | Z | Rot. | a Inc | Fleming Companies Claim |
| Peh | Penalty for presenting fraudulent claim Fine of | | for Pop Rock | | |
| L | | . up to 3000 | | nicion up to 5 years o | |

ATTACHMENT TO POP ROCKS INC PROOF OF CLAIM

Andrews & Kurth L L P has recently been engaged to represent Pop Rocks Inc in the Fleming Companies, Inc and related cases in the United States Bankruptcy Court, District of Delaware, Case No 03-10945-MFW, and received the master invoice list and actual invoices contained in this Attachment on September 12, 2003 from Pop Rocks Inc parent company, which is located in Barcelona, Spain

Based on the invoices, we are unable to determine which entity is the correct debtor with respect to each invoice Therefore, we have filed the same Proof of Claim with respect to each debtor We will work with the debtors and their counsel to attempt to determine the correct debtor for each invoice, with the intention of then filing amended Proofs of Claim covering only the correct debtor or debtors

Due to the fact that we have to send the Proofs of Claim for filing on the same day that we received the master invoice list and actual invoices, neither Pop Rocks Inc nor parent company personnel were able to review the Proofs of Claim prior to filing It is intended that such review will take place subsequent to filing and that any error found will be corrected by amended Proofs of Claim

Each invoice referred to on the master invoice list is contained in this Attachment, except Invoice No 737 dated March 20, 2003 in the amount of \$1,664 64 Upon receipt of such invoice, such invoice will be filed

Pop Rocks Inc hereby reserves all of its rights with respect to the debtors, including without limitation the right to amend this Proof of Claim

| Date | Invoice No | Amount | Party Billed |
|-----------|------------|----------|---|
| 1/28/2003 | 582 | 1,428 48 | Fleming CSD Plymouth Division |
| 1/30/2003 | 591 | 1,229 76 | Core Mark - Sacramento |
| 2/24/2003 | 720 | 552 96 | Core Mark - Fleming Convenience - South Salt Lake |
| 2/21/2003 | 721 | 4,377 47 | Fleming Convenience Corona |
| 2/21/2003 | 723 | 1,325 16 | Core Mark - Fleming Convenience - Fort Worth |
| 2/21/2003 | 736 | 2,780 19 | Fleming Convenience Los Angeles |
| 2/21/2003 | 740 | 1,383 84 | Fleming Convenience South Salt Lake |
| 2/21/2003 | 750 | 4,377 47 | Fleming Convenience Corona |
| 2/21/2003 | 752 | 4,239 23 | Fleming Convenience Corona |
| 1/17/2003 | 753 | 226 20 | Core Mark - Portland |
| 2/25/2003 | 758 | 3,369 60 | Core Mark - Fleming Convenience - Alburquerque |
| 2/26/2003 | 767 | 842 40 | Fleming CSD Plymouth Division |
| 2/26/2003 | 769 | 1,136 88 | Core Mark - Spokane |
| 2/26/2003 | 772 | 1,317 24 | Core Mark - Spokane |
| 2/27/2003 | 788 | 6,661 20 | Fleming Convenience - IL |
| 2/28/2003 | 793 | 778 92 | Core Mark - Fleming Convenience - Fort Worth |
| 2/27/2003 | 797 | 1,353 72 | Fleming Convenience - Sacramento |
| 2/27/2003 | 799 | 1,254 84 | Core Mark - Fleming Convenience - South Salt Lake |
| 2/27/2003 | 807 | 2,531 52 | Fleming Convenience - Bakersfield |
| 2/27/2003 | 808 | 1,889 64 | Fleming Convenience - Alburquerque |
| 2/27/2003 | 809 | 5,428 80 | Fleming Convenience - IL |
| 2/27/2003 | 814 | 2,926 08 | Fleming Convenience - Las Vegas |
| 3/3/2003 | 823 | 543 12 | Core Mark - Fleming Convenience - Fort Worth |
| 3/3/2003 | 829 | 979 80 | Adel Grocery |
| 3/4/2003 | 837 | 9,427 32 | Fleming Altoona Division |
| 3/4/2003 | 839 | 1,216 80 | Fleming CSD Plymouth Division |
| 3/5/2003 | 842 | 887 04 | Fleming CSD Plymouth Division |
| 3/7/2003 | 843 | 4,370 04 | Core Mark - Fleming Convenience - Fort Worth |
| 3/6/2003 | 847 | 2,024 28 | Fleming Convenience - Hayward |
| 3/10/2003 | 851 | 3,340 44 | Fleming Convenience - Sacramento |
| 3/11/2003 | 866 | 2,810 88 | Core Mark - Fleming Convenience - Alburquerque |
| 3/11/2003 | 869 | 8,960 52 | Fleming Altoona Division |
| 3/10/2003 | 873 | 936 00 | Core Mark - Fleming Convenience - South Salt Lake |
| 3/12/2003 | 878 | 4,501 80 | Core Mark - Fleming Convenience - Fort Worth |
| 3/12/2003 | 879 | 2,527 20 | Head Distributing Co |
| 3/12/2003 | 886 | 1,705 44 | Core Mark - Fleming Convenience - South Salt Lake |
| 3/13/2003 | 891 | 1,170 00 | Fleming CSD Plymouth Division |
| 3/17/2003 | 910 | 1,535 76 | Fleming Convenience Corona |
| 3/17/2003 | 913 | 780 00 | Adel Grocery |
| 3/18/2003 | 926 | 2,831 40 | Fleming Convenience - IL |
| 3/20/2003 | 933 | 1,483 20 | Fleming Convenience Los Angeles |
| 3/20/2003 | 937 | 1,664 64 | Core Mark - Fleming Convenience - South Salt Lake |
| 3/20/2003 | 938 | 1,848 96 | Fleming Convenience - Hayward |
| 3/24/2003 | 970 | 3,051 36 | Fleming Altoona Division |
| 3/24/2003 | 973 | 1,310 40 | Fleming Kentucky Division |
| 3/24/2003 | 974 | 804 48 | Fleming CSD Plymouth Division |
| 3/26/2003 | 987 | 1,036 80 | Core Mark - Sacramento |
| 3/26/2003 | 996 | 2 073 60 | Core Mark - Fleming Convenience - Alburquerque |

| 3/31/2003 | 1034 | 1,585 44 | Core Mark - Fleming Convenience - Fort Worth |
|-----------|------|----------|--|
| 3/28/2003 | 1357 | 2,910 60 | Core Mark - Fleming Convenience - Fort Worth |
| 4/1/2003 | 1365 | 898 56 | Fleming Candy Co Inc |
| 3/28/2003 | 1372 | 1,622 76 | Fleming Convenience - Hayward |
| | | | |

TOTAL 122,250 24

2010 Corporate Ridge Suite 700 McLean, VA 22102



ΙΝΥΟΙCΕ

Invoice Number 582

Invoice Date 01-28-2003

BILL TO Fleming CSD Plymouth Division 1035 Nathan Lane North Minneapolis MN 55441

SHIP TO Fleming CSD Plymouth Division 1035 Nathan Lane North Minneapolis MN 55441

| PO No 30839 | | Terms 1/15 Net 30 | CSR JEM Manufacturer's Representative | Ship Via Best way | FOB Destination | Shipped 01/28/03 |
|-----------------------|--------------|-----------------------------|--|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 7 | 00411 | Pop Rocks D | ual (Straw/Wtrm) | | \$184 32 | \$1,290 24 |
| 2 | 00370 | | ps Sour Strawberry | | \$69 12 | \$138 24 |

Sub-Total

\$1,428 48

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 591

Invoice Date 01-30-2003

BILL TO Core Mark - Sacramento P o Box 348240 Sacramento CA 95834 SHIP TO Core Mark - Sacramento 3970 Pell Circle Sacramento, CA 95838

| PO No 16-1500780 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Ship Via Best way | FOB Destination | Shipped 01/30/03 |
|----------------------------|------|-----------------------------|-------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item | Description | | | Price Each | Amount |

| | Code | | | |
|----|-------|-----------------------------|----------|----------|
| 1 | 00392 | Pop Rocks Strawberry | \$184 32 | \$184 32 |
| 1 | 00413 | Pop Rocks Straw Slim Box | \$115 20 | \$115 20 |
| 2 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$368 64 |
| 12 | 00401 | Pop Rocks Triple Pack | \$46 80 | \$561 60 |
| | | | | |

Sub-Total

\$1,229 76

Invoice Total

\$1,229 76

2010 Corporate Ridge Suite 700 McLean, VA 22102



ΙΝVΟΙCΕ

Invoice Number 720

Invoice Date 02-24-2003

BILL TO Core-Mark/Fleming Convenience - South Salt Lake P O Box 26547 South Salt Lake UT 84119 SHIP TO Core Mark/fleming Convenience - South Salt Lake 3130 South 1030 West South Salt Lake, Ut 84119

| PO No 71-1043150 | | Terms 1/15 Net 30 | CSR Concept Marketing Inc | Ship Via Best way | FOB Destination | Shipped 02/24/03 |
|----------------------------|--------------|-----------------------------|---------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 3 | 00411 | Pop Rocks D | ual (Straw/Wtrm) | | \$184 32 | \$552 96 |

Sub-Total

\$552 96

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 721

Invoice Date 02-21-2003

BILL TO Fleming Convenience Corona 353 Meyer Circle Corona CA 92879

SHIP TO Fleming Convenience Corona 353 Meyer Circle Corona CA 92879

| PO No 35-2203730 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Ship Via Best way | FOB Destination | Shipped 02/21/03 |
|-------------------------|------|-----------------------------|-------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item | Description | | | Price Each | Amount |

| - | Code | - | | |
|-----|-------|--------------------------------|----------|------------|
| 25 | 00370 | Pop Rocks Dips Sour Strawberry | \$62 21 | \$1,555 25 |
| 297 | 00424 | Pop Rocks Dips Triple Pack | \$7 02 | \$2,084 94 |
| 2 | 00392 | Pop Rocks Strawberry | \$184 32 | \$368 64 |
| 2 | 00413 | Pop Rocks Straw Slim Box | \$184 32 | \$368 64 |

Sub-Total

\$4,377 47

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 723

Invoice Date 02-21-2003

BILL TO Core Mark/Fleming Convenience - Fort Worth 6401 Will Rogers Blvd Suite 200 Fort Worth TX 76134 SHIP TO Core Mark/Fleming Convenience - Fort Worth 6401 Will Rogers Blvd Suite 200 Fort Worth TX 76134

| PO No 75-0343190 | Terms 1/15 Net 30 | CSR Ed Baxter Sales Company | Ship Via Yellow | FOB Destination | Shipped 02/21/03 |
|----------------------------|-----------------------------|-----------------------------------|--------------------|--------------------|----------------------------|
| | | | | | |

| Quantity | Item Code | Description | Price Each | Amount |
|----------|--------------|----------------------------|------------|----------|
| 99 | 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$772 20 |
| 3 | 00392 | Pop Rocks Strawberry | \$184 32 | \$552 96 |

Sub-Total

\$1,325 16

Invoice Total

\$1,325 16

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 736

Invoice Date 02-21-2003

BILL TO Fleming Convenience Los Angeles 2311 East 48Th Street Los Angeles CA 90058 SHIP TO Flemmg Convenience Los Angeles 2311 East 48Th Street Los Angeles CA 90058

| PO No 21-1682420 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Ship Via Best way | FOB Destination | Shipped 02/21/03 |
|----------------------------|--------------|-----------------------------|-------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |

| | Code | | | |
|----|-------|--------------------------------|----------|------------|
| 27 | 00370 | Pop Rocks Dips Sour Strawberry | \$62 21 | \$1,679 67 |
| 78 | 00424 | Pop Rocks Dips Triple Pack | \$7 02 | \$547 56 |
| 3 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$552 96 |

Sub-Total

\$2,780 19

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 740

Invoice Date 02-21-2003

BILL TO Fleming Convenience South Salt Lake P O Box 26547 South Salt Lake UT 84119 SHIP TO Fleming Convenience 3130 South 1030 West South Salt Lake, UT 84119

| PO No 71-1042550 | | Terms 1/15 Net 30 | CSR Concept Marketing, Inc | Ship Via Best way | FOB Destination | Shipped 02/21/03 |
|----------------------------|--------------|-----------------------------|----------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 7 | 00411 | Pop Rocks Du | al (Straw/Wtrm) | | \$184 32 | \$1,290 24 |
| 12 | 00424 | Pop Rocks Di | ps Triple Pack | | \$7 80 | \$93 60 |

Sub-Total

\$1,383 84

Invoice Total

\$1,383 84

2010 Corporate Ridge Suite 700 McLean, VA 22102



CREDIT

Credit Number 750

Credit Date 02-21-2003

BILL TO Fleming Convenience Corona 353 Meyer Circle Corona CA 92879 SHIP TO Fleming Convenience Corona 353 Meyer Circle Corona CA 92879

| PO No 35-2203730 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Ship Via Best way | FOB Destination | Shipped 02/21/03 | |
|-------------------------|------|--------------------------|-------------------------------|----------------------|--------------------|----------------------------|--------|
| Quantity | Item | Description | | | Price Fach | | Amount |

| Item | Description | Price Each | Amount |
|-------|--------------------------------|---|--|
| Code | | | |
| 00370 | Pop Rocks Dips Sour Strawberry | \$62 21 | \$1,555 25 |
| 00424 | Pop Rocks Dips Triple Pack | \$7 02 | \$2,084 94 |
| 00392 | Pop Rocks Strawberry | \$184 32 | \$368 64 |
| 00413 | Pop Rocks Straw Slim Box | \$184 32 | \$368 64 |
| | 00370 00424 00392 | Code00370Pop Rocks Dips Sour Strawberry00424Pop Rocks Dips Triple Pack00392Pop Rocks Strawberry | Code562 2100370Pop Rocks Dips Sour Strawberry\$62 2100424Pop Rocks Dips Triple Pack\$7 0200392Pop Rocks Strawberry\$184 32 |

Sub-Total

\$4,377 47

Credit Total

\$4,377 47

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 752

Invoice Date 02-21-2003

BILL TO Fleming Convenience Corona 353 Meyer Circle Corona CA 92879 SHIP TO Fleming Convenience Corona 353 Meyer Circle Corona CA 92879

| PO No 35-2203730 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Ship Via Best way | FOB Destination | Shipped 02/21/03 |
|----------------------------|--------------|-----------------------------|-------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |

| | Cour | | | |
|-----|-------|--------------------------------|----------|------------|
| 25 | 00370 | Pop Rocks Dips Sour Strawberry | \$62 21 | \$1,555 25 |
| 297 | 00424 | Pop Rocks Dips Triple Pack | \$7 02 | \$2,084 94 |
| 2 | 00392 | Pop Rocks Strawberry | \$184 32 | \$368 64 |
| 2 | 00413 | Pop Rocks Straw Slim Box | \$115 20 | \$230 40 |
| | | | | |

Sub-Total

\$4,239 23

2010 Corporate Ridge Suite 700 McLean, VA 22102



C R E D I T

Credit Number 753

Credit Date 01-17-2003

BILL TO Core Mark - Portland P o Box 99 Clackamas OR 97015 SHIP TO Core Mark Inc 13551 S E Johnson Road Portland, OR 97222

| PO No 44-1691520 | | Terms 1/15 Net 30 | CSR Strong & Associates | Ship Via Yellow | FOB Destination | Shipped 01/17/03 | |
|----------------------------|------|--------------------------|-------------------------------|---------------------------|--------------------|----------------------------|--------|
| Quantity | Itom | Description | | | Price Fach | | Amount |

| nem | Description | Frice Laci | Amouni |
|-------|---------------------------------|---|---|
| Code | | | |
| 00370 | Pop Rocks Dips Sour Strawberry | \$69 12 | \$ 00 |
| 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$226 20 |
| 00413 | Pop Rocks Straw Slim Box | \$115 20 | \$ 00 |
| 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$ 00 |
| | Code 00370 00424 00413 | Code00370Pop Rocks Dips Sour Strawberry00424Pop Rocks Dips Triple Pack00413Pop Rocks Straw Slim Box | Code\$69 1200370Pop Rocks Dips Sour Strawberry\$69 1200424Pop Rocks Dips Triple Pack\$7 8000413Pop Rocks Straw Slim Box\$115 20 |

Sub-Total

\$226 20

2010 Corporate Ridge Suite 700 McLean, VA 22102

72 00401



Pop Rocks Triple Pack

INVOICE

Invoice Number 758

Invoice Date 02-25-2003

BILL TO Core Mark-Fleming Convenience - Albuquerque 5600 2Nd Street Nw Albuquerque, NM 67107 SHIP TO Core Mark-Fleming Convenience - Albuquerque 5600 2Nd Street Nw Albuquerque NM 67107

\$46 80

| PO No 48-0497410 | | Terms 1/15 Net 30 | CSR Ed Baxter Sales Company | Ship Via Best way | FOB Destination | Shipped 02/25/03 |
|----------------------------|--------------|-----------------------------|-----------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |

\$3,369 60

\$3,369 60

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 767

Invoice Date 02-26-2003

BILL TO Fleming CSD Plymouth Division 1035 Nathan Lane North Minneapolis MN 55441 SHIP TO Fleming CSD Plymouth Division 1035 Nathan Lane North Minneapolis MN 55441

| PO No 31950 | | Terms 1/15 Net 30 | CSR JEM Manufacturer's Representative | Ship Via Best way | FOB Destination | Shipped 02/26/03 |
|-----------------------|----------------|----------------------------------|--|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 36 12 | 00424 00401 | Pop Rocks Dips Pop Rocks Trip | | | \$7 80 \$46 80 | \$280 80 \$561 60 |

Sub-Total

\$842 40

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 769

Invoice Date 02-26-2003

BILL TO Core Mark - Spokane North 1015 Dyer Road Spokane WA 99211

SHIP TO Core Mark - Spokane North 1015 Dyer Road Spokane WA 99211

| PO No 53-0845630 | Terms 1/15 Net 30 | CSR Strong & Associates | Ship Via Yellow | FOB Destination | Shipped 02/26/03 | |
|----------------------------|-----------------------------|-------------------------------|--------------------|--------------------|----------------------------|--|
| | | | | | | |

| Quantity | Item Code | Description | Price Each | Amount |
|----------|--------------|--------------------------------|------------|----------|
| 1 | 00370 | Pop Rocks Dips Sour Strawberry | \$69 12 | \$69 12 |
| 6 | 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$46 80 |
| 1 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$184 32 |
| 1 | 00392 | Pop Rocks Strawberry | \$184 32 | \$184 32 |
| 1 | 00395 | Pop Rocks Watermelon | \$184 32 | \$184 32 |
| 10 | 00401 | Pop Rocks Triple Pack | \$46 80 | \$468 00 |

Sub-Total

\$1,136 88

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 772

Invoice Date 02-26-2003

BILL TO Core Mark - Spokane North 1015 Dyer Road Spokane WA 99211

SHIP TO Core Mark - Spokane North 1015 Dyer Road Spokane WA 99211

| PO No 53-0844200 | | Terms 1/15 Net 30 | CSR Strong & Associates | Ship Via Yellow | FOB Destination | Shipped 02/26/03 |
|----------------------------|--------------|--------------------------|-------------------------------|--------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 2 | 00370 | Pop Rocks Dips | Sour Strawberry | | \$69.12 | \$138.24 |

| 2 | 00370 | rop Rocks Dips Sour Strawberry | \$69.12 | \$138 24 |
|----|-------|--------------------------------|----------|----------|
| 33 | 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$257 40 |
| 2 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$368 64 |
| 2 | 00392 | Pop Rocks Strawberry | \$184 32 | \$368 64 |
| 1 | 00395 | Pop Rocks Watermelon | \$184 32 | \$184 32 |

Sub-Total

\$1,317 24

2010 Corporate Ridge Suite 700 McLean, VA 22102



ΙΝΥΟΙCΕ

Invoice Number 788

Invoice Date 02-27-2003

BILL TO Fleming Convenience - IL 1251 Schmidt Road Romeoville IL 60446

SHIP TO Fleming Convenience - IL 1251 Schmidt Road Romeoville IL 60446

| PO No 51-0020480 | | Terms 1/15 Net 30 | CSR J E M Manufacturer's Representative | Ship Via Best way | FOB Destination | Shipped 02/27/03 |
|----------------------------|--------------|-----------------------------|--|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 9 | 00370 | Pop Rocks D | ips Sour Strawberry | | \$69 12 | \$622.08 |
| 278 | 00424 | Pop Rocks D | ips Triple Pack | | \$7 80 | \$2,168 40 |
| 21 | 00411 | Pop Rocks D | ual (Straw/Wtrm) | | \$184 32 | \$3,870 72 |

Sub-Total

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 793

Invoice Date 02-28-2003

BILL TO Core Mark/Fleming Convenience - Fort Worth 6401 Will Rogers Blvd Suite 200 Fort Worth TX 76134 SHIP TO Core Mark/Fleming Convenience - Fort Worth 6401 Will Rogers Blvd Suite 200 Fort Worth TX 76134

| PO No 75-0343550 | | Terms 1/15 Net 30 | CSR Ed Baxter Sales Company | Ship Via Best way | FOB Destination | Shipped 02/28/03 |
|----------------------------|-------|--------------------------|-----------------------------------|----------------------|--------------------|----------------------------|
| | Térre | Description | | | | |

| Quantity | ltem Code | Description | Price Each | Amount |
|----------|--------------|--------------------------------|------------|----------|
| 1 | 00370 | Pop Rocks Dips Sour Strawberry | \$69 12 | \$69 12 |
| 13 | 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$101 40 |
| 13 | 00401 | Pop Rocks Triple Pack | \$46 80 | \$608 40 |

Sub-Total

\$778 92

2010 Corporate Ridge Suite 700 McLean, VA 22102



ΙΝVΟΙCΕ

Invoice Number 797

Invoice Date 02-27-2003

BILL TO Fleming Convenience P O Box 348240 Sacramento CA 95834

SHIP TO Core Mark - Sacramento 3970 Pell Circle Sacramento, CA 95838

| PO No 16-1512870 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Ship Via Best way | FOB Destination | Shipped 02/27/03 |
|----------------------------|------|--------------------------|-------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Itom | Description | | | Druce Foot | A |

| Quantity | пеш | Description | Price Each | Amount |
|----------|-------|-----------------------------|------------|----------|
| | Code | | | |
| 17 | 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$132 60 |
| 2 | 00392 | Pop Rocks Strawberry | \$184 32 | \$368 64 |
| 1 | 00413 | Pop Rocks Straw Slim Box | \$115 20 | \$115 20 |
| 2 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$368 64 |
| 1 | 00398 | Pop Rocks Fruit Punch | \$184 32 | \$184 32 |
| 1 | 00395 | Pop Rocks Watermelon | \$184 32 | \$184 32 |

Sub-Total

\$1,353 72

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 799

Invoice Date 02-27-2003

BILL TO Core-Mark/Fleming Convenience - South Salt Lake P O Box 26547 South Salt Lake UT 84119

SHIP TO

Core Mark/fleming Convenience - South Salt Lake 3130 South 1030 West South Salt Lake, Ut 84119

| PO No 71-1040940 | | Terms 1/15 Net 30 | CSR Concept Marketing, Inc | Ship Via Best way | FOB Destination | Shipped 02/27/03 |
|----------------------------|------|-----------------------------|----------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item | Description | | | Price Each | Amount |

| Zumminy | | 200000000000 | | |
|---------|-------|--------------------------------|----------|----------|
| | Code | | | |
| 2 | 00370 | Pop Rocks Dips Sour Strawberry | \$69 12 | \$138 24 |
| 1 | 00392 | Pop Rocks Strawberry | \$184 32 | \$184 32 |
| 1 | 00395 | Pop Rocks Watermelon | \$184 32 | \$184 32 |
| 1 | 00398 | Pop Rocks Fruit Punch | \$184 32 | \$184 32 |
| 2 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$368 64 |
| 25 | 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$195 00 |
| | | | | |

Sub-Total

\$1,254 84

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 807

Invoice Date 02-27-2003

BILL TO Fleming Convenience - Bakersfield P O Box 70458 Bakersfield, CA 93307

SHIP TO Coremark 8333 Edison Hwy Bakersfield, Ca 93307

| PO No 23-0734980 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Ship Via Best way | FOB Destination | Shipped 02/27/03 |
|-------------------------|------|-----------------------------|-------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item | Description | | | Price Each | Amount |

| C | | | I IICE Each | Amount |
|----------|-------|-----------------------------|-------------|------------|
| | Code | | | |
| 2 | 00392 | Pop Rocks Strawberry | \$184 32 | \$368 64 |
| 2 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$368 64 |
| 28 | 00401 | Pop Rocks Triple Pack | \$46 80 | \$1,310 40 |
| 1 | 00413 | Pop Rocks Straw Slim Box | \$115 20 | \$115 20 |
| 2 | 00395 | Pop Rocks Watermelon | \$184 32 | \$368 64 |
| | | | | |

Sub-Total

\$2,531 52

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 808

Invoice Date 02-27-2003

BILL TO Fleming Convenience Albuquerque 5600 2Nd Street NW Albuquerque NM 87107 SHIP TO Fleming Convenience Albuquerque 5600 2Nd Street NW Albuquerque NM 87107

| PO No 48-0496500 | Terms 1/15 Net 30 | CSR Ed Baxter Sales Company | Ship Via Best way | FOB Destination | Shipped |
|----------------------------|-----------------------------|-----------------------------------|----------------------|--------------------|---------|
| | | | | | |

| Quantity | Item Code | Description | Price Each | Amount |
|----------|--------------|----------------------------|------------|----------|
| 99 | 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$772 20 |
| 1 | 00392 | Pop Rocks Strawberry | \$184 32 | \$184 32 |
| 16 | 00401 | Pop Rocks Triple Pack | \$46 80 | \$748 80 |
| 1 | 00395 | Pop Rocks Watermelon | \$184 32 | \$184 32 |

Sub-Total

\$1,889 64

Invoice Total

\$1,889 64

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 809

Invoice Date 02-27-2003

BILL TO Fleming Convenience - IL 1251 Schmidt Road Romeoville IL 60446

SHIP TO Fleming Convenience - IL 1251 Schmidt Road Romeoville IL 60446

| PO No 51-0022270 | | Terms 1/15 Net 30 | CSR JEM Manufacturer's Representative | Ship Via Best way | FOB Destination | Shipped 02/27/03 |
|----------------------------|--------------|-----------------------------|--|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 116 | 00401 | Pop Rocks Tru | ple Pack | | \$46 80 | \$5,428 80 |

Sub-Total

\$5,428 80

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 814

Invoice Date 02-27-2003

BILL TO Fleming Convenience - Las Vegas 3950 West Harmon Las Vegas NV 89103

SHIP TO Fleming Convenience - Las Vegas 3950 West Harmon Las Vegas NV 89103

| PO No 65-1139120 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Ship Via Best way | FOB Destination | Shipped 02/27/03 |
|----------------------------|------|-----------------------------|-------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item | Description | | | Price Each | Amount |

| | Code | | | |
|----|-------|--------------------------------|----------|------------|
| 3 | 00370 | Pop Rocks Dips Sour Strawberry | \$69 12 | \$207 36 |
| 1 | 00413 | Pop Rocks Straw Slim Box | \$115 20 | \$115 20 |
| 5 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$921 60 |
| 32 | 00401 | Pop Rocks Triple Pack | \$46 80 | \$1,497 60 |
| 1 | 00395 | Pop Rocks Watermelon | \$184 32 | \$184 32 |

Sub-Total

\$2,926 08

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 823

Invoice Date 03-03-2003

BILL TO Core Mark/Fleming Convenience - Fort Worth 6401 Will Rogers Blvd Suite 200 Fort Worth TX 76134 SHIP TO Core Mark/Fleming Convenience - Fort Worth 6401 Will Rogers Blvd Suite 200 Fort Worth TX 76134

| PO No 75-0339030 | Terms 1/15 Net 30 | CSR Ed Baxter Sales Company | Ship Via Best way | FOB Destination | Shipped 03/03/03 |
|----------------------------|-----------------------------|-----------------------------------|----------------------|--------------------|----------------------------|
| | | | | | |

| Quantity | Item Code | Description | Price Each | Amount |
|----------|--------------|----------------------------|------------|----------|
| 1 | 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$7 80 |
| 1 | 00392 | Pop Rocks Strawberry | \$184 32 | \$184 32 |
| 9 | 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$70 20 |
| 36 | 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$280 80 |

Sub-Total

\$543 12

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 829

Invoice Date 03-03-2003

\$7 80

\$7 80

BILL TO Adel Grocery P O Box 510 Adel GA 31620

SHIP TO Adel Grocery 115 Maple Street Adel, GA 31620

| PO No 179-0011560 | | Terms 1/15 Net 30 | CSR Providence Brokerage | Ship Via Best way | FOB Destination | Shipped 03/03/03 |
|-----------------------------|--------------|-----------------------------|--------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 1 | 00424 | Pop Rocks Di | ps Triple Pack | | \$7 80 | \$7 80 |
| 5 | 00487 | Combo buy 3 | get 1 free | | \$138 24 | \$691 20 |

| 1 | 00424 | Pop Rocks Dips Triple Pack | |
|----|-------|----------------------------|--|
| 5 | 00487 | Combo buy 3 get 1 free | |
| 2 | 00424 | Pop Rocks Dips Triple Pack | |
| 34 | 00424 | Pop Rocks Dips Triple Pack | |

Sub-Total

\$979 80

\$15 60

\$265 20

2010 Corporate Ridge Suite 700 McLean, VA 22102



Invoice Number 837

Invoice Date 03-04-2003

BILL TO Fleming-Altoona Division P O Box 470 Altoona PA 166021906

SHIP TO Fleming-Altoona Division 3010 Seventh Avenue Altoona, PA 16602-1906

| PO No 143-0033000 | 1 | Terms 1/15 Net 30 | CSR JEM Manufacturer's Representative | Ship Via Best way | FOB Destination | Shipped 03/04/03 |
|-----------------------------|--------------|-----------------------------|--|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 51 | 00424 | Pop Rocks D | ps Triple Pack | | \$7 80 | \$397 80 |
| 189 | 00401 | Pop Rocks Tr | uple Pack | | \$46 80 | \$8,845 20 |
| 1 | 00411 | Pop Rocks D | ual (Straw/Wtrm) | | \$184 32 | \$184 32 |

Sub-Total

\$9,427 32

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 839

Invoice Date 03-04-2003

BILL TO Fleming CSD Plymouth Division 1035 Nathan Lane North Minneapolis MN 55441

SHIP TO Fleming CSD Plymouth Division 1035 Nathan Lane North Minneapolis MN 55441

| PO No 32247 | | Terms 1/15 Net 30 | CSR JEM Manufacturer's Representative | Shıp Vıa Best way | FOB Destination | Shipped 03/04/03 | |
|-----------------------|----------------|---------------------------------|--|----------------------|--------------------|----------------------------|----------------------|
| Quantity | Item Code | Description | | | Price Each | | Amount |
| 36 20 | 00424 00401 | Pop Rocks Dıp Pop Rocks Trıj | | | \$7 80 \$46 80 | | \$280 80 \$936 00 |

Sub-Total

2010 Corporate Ridge Suite 700 McLean, VA 22102



Invoice Number 842

Invoice Date 03-05-2003

BILL TO Fleming CSD Plymouth Division 1035 Nathan Lane North Minneapolis MN 55441

SHIP TO Fleming CSD Plymouth Division 1035 Nathan Lane North Minneapolis MN 55441

| PO No 32321 | | Terms 1/15 Net 30 | CSR JEM Manufacturer's Representative | Ship Via Best way | FOB Destination | Shipped 03/05/03 | |
|-----------------------|----------------|--------------------------------|--|----------------------|--------------------|----------------------------|----------------------|
| Quantity | Item Code | Description | | | Price Each | | Amount |
| 2 16 | 00370 00401 | Pop Rocks Dıp Pop Rocks Tri | os Sour Strawberry ple Pack | | \$69 12 \$46 80 | | \$138 24 \$748 80 |

Sub-Total

2010 Corporate Ridge Suite 700 McLean, VA 22102



Invoice Number 843

Invoice Date 03-07-2003

BILL TO Core Mark/Fleming Convenience - Fort Worth 6401 Will Rogers Blvd Suite 200 Fort Worth TX 76134 SHIP TO Core Mark/Fleming Convenience - Fort Worth 6401 Will Rogers Blvd Suite 200 Fort Worth TX 76134

| PO No 75-0345350 | | Terms 1/15 Net 30 | CSR Ed Baxter Sales Company | Ship Via Yellow | FOB Destination | Shipped 03/07/03 | |
|----------------------------|------|--------------------------|--|---------------------------|--------------------|----------------------------|--------|
| Quantity | Itom | Description | | | Druce Fach | | Amount |

| Quantity | ltem Code | Description | Price Each | Amount |
|----------|--------------|----------------------------|------------|------------|
| 33 | 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$257 40 |
| 2 | 00392 | Pop Rocks Strawberry | \$184 32 | \$368 64 |
| 80 | 00401 | Pop Rocks Triple Pack | \$46 80 | \$3,744 00 |

Sub-Total

\$4,370 04

2010 Corporate Ridge Suite 700 McLean, VA 22102



ΙΝΥΟΙCΕ

Invoice Number 847

Invoice Date 03-06-2003

BILL TO Flemmg Convenience - Hayward 31300 Medalhon Drive Hayward CA 94544 SHIP TO Fleming Convenience - Hayward 31300 Medallion Drive Hayward CA 94544

| PO No 7-1202300 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Ship Via Best way | FOB Destination | Shipped 03/06/03 |
|---------------------------|--------------|-----------------------------|-------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |

| | Code | | | |
|----|-------|-----------------------------|----------|------------|
| 33 | 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$257 40 |
| 4 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$737 28 |
| 22 | 00401 | Pop Rocks Triple Pack | \$46 80 | \$1,029 60 |

Sub-Total

\$2,024 28

Invoice Total

\$2,024 28

2010 Corporate Ridge Suite 700 McLean, VA 22102



Invoice Number 851

Invoice Date 03-10-2003

BILL TO Fleming Convenience P O Box 348240 Sacramento CA 95834

SHIP TO Core Mark - Sacramento 3970 Pell Circle Sacramento CA 95838

| PO No 16-1519500 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Shıp Vıa Yellow | FOB Destination | Shipped 03/10/03 |
|----------------------------|--------------|-----------------------------|-------------------------------|--------------------|--------------------|----------------------------|
| Quantity | ltem Code | Description | | | Price Each | Amount |
| 33 | 00424 | Pop Rocks Dig | s Triple Pack | | \$7 80 | \$257 40 |
| 2 | 00411 | Pop Rocks Du | al (Straw/Wtrm) | | \$184 32 | \$368 64 |
| 58 | 00401 | Pop Rocks Tri | ple Pack | | \$46 80 | \$2,714 40 |

Sub-Total

\$3,340 44

Invoice Total

\$3,340 44

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 866

Invoice Date 03-11-2003

BILL TO Core Mark-Fleming Convenience - Albuquerque 5600 2Nd Street Nw Albuquerque, NM 67107

SHIP TO

Core Mark-Fleming Convenience - Albuquerque 5600 2Nd Street Nw Albuquerque, NM 67107

| PO No 48-0500370 | Terms 1/15 Net 30 | CSR Ed Baxter Sales Company | Ship Via Best way | FOB Destination | Shipped 03/11/03 | |
|----------------------------|-----------------------------|-----------------------------------|----------------------|--------------------|----------------------------|--|
| | | | | | | |

| Quantity | Item Code | Description | Price Each | Amount |
|----------|--------------|-----------------------------|------------|------------|
| 2 | 00392 | Pop Rocks Strawberry | \$184 32 | \$368 64 |
| 2 | 00413 | Pop Rocks Straw Slim Box | \$115 20 | \$230 40 |
| 10 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$1 843 20 |
| 1 | 00398 | Pop Rocks Fruit Punch | \$184 32 | \$184 32 |
| 1 | 00395 | Pop Rocks Watermelon | \$184 32 | \$184 32 |

Sub-Total

\$2,810 88

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 869

Invoice Date 03-11-2003

BILL TO Fleming-Altoona Division P O Box 470 Altoona PA 166021906

SHIP TO Fleming-Altoona Division 3010 Seventh Avenue Altoona, PA 16602-1906

| PO No 143-0034340 | | Terms 1/15 Net 30 | CSR JEM Manufacturer's Representative | Ship Via Best way | FOB Destination | Shipped 03/11/03 |
|-----------------------------|--------------|-----------------------------|--|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 71 | 00424 | Pop Rocks D | ips Triple Pack | | \$7 80 | \$553 80 |
| 6 | 00411 | Pop Rocks D | ual (Straw/Wtrm) | | \$184 32 | \$1,105 92 |
| 156 | 00401 | Pop Rocks Ti | uple Pack | | \$46 80 | \$7,300 80 |

Sub-Total

\$8,960 52

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 873

Invoice Date 03-10-2003

BILL TO Core-Mark/Fleming Convenience - South Salt Lake P O Box 26547 South Salt Lake UT 84119

SHIP TO

Core Mark/fleming Convenience - South Salt Lake 3130 South 1030 West South Salt Lake, Ut 84119

| PO No 71-1043150 | | Terms 1/15 Net 30 | CSR Concept Marketing, Inc | Ship Via Best way | FOB Destination | Shipped 03/10/03 |
|----------------------------|--------------|-----------------------------|----------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 20 | 00401 | Den Deeles Tru | la Da ala | | 0 46.00 | * • • • • • • • |

| | Coue | | | |
|----|-------|-----------------------------|----------|----------|
| 20 | 00401 | Pop Rocks Triple Pack | \$46 80 | \$936 00 |
| 0 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$ 00 |

Sub-Total

\$936 00

2010 Corporate Ridge Suite 700 McLean, VA 22102



ΙΝVΟΙCΕ

Invoice Number 878

Invoice Date 03-12-2003

BILL TO Core Mark/Fleming Convenience - Fort Worth 6401 Will Rogers Blvd Suite 200 Fort Worth TX 76134 SHIP TO Core Mark/Fleming Convenience - Fort Worth 6401 Will Rogers Blvd Suite 200 Fort Worth TX 76134

| 75-034726031/15 Net 30Ed Baxter SalesYellowDestination03/12/03Company | PO No 75-03472603 | Terms 1/15 Net 30 | - | Shıp Vıa Yellow | FOB Destination | Shipped 03/12/03 | |
|---|-----------------------------|-----------------------------|---|---------------------------|--------------------|-------------------------|--|
|---|-----------------------------|-----------------------------|---|---------------------------|--------------------|-------------------------|--|

| Quantity | Item Code | Description | Price Each | Amount |
|----------|--------------|----------------------------|------------|------------|
| 165 | 00424 | Pop Rocks Dips Triple Pack | \$7 80 | \$1,287 00 |
| 5 | 00392 | Pop Rocks Strawberry | \$184 32 | \$921 60 |
| 39 | 00401 | Pop Rocks Triple Pack | \$46 80 | \$1,825 20 |
| 10 | 00401 | Pop Rocks Triple Pack | \$46 80 | \$468 00 |

Sub-Total

\$4,501 80

\$4,501 80

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 879

Invoice Date 03-12-2003

BILL TO Head Distributing Co P o Box 1666 Smyrna GA 30080 SHIP TO Head Distributing Co 4820 North Church Street Smyrna, GA 30080

| PO No 204227 | | Terms 1/15 Net 30 | CSR Providence Brokerage | Ship Via Best way | FOB Destination | Shipped 03/12/03 |
|------------------------|--------------|--------------------------|--------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 54 | 00401 | Pop Rocks Trij | ple Pack | | \$46 80 | \$2,527 20 |

Sub-Total

\$2,527 20

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 886

Invoice Date 03-13-2003

BILL TO Core-Mark/Fleming Convenience - South Salt Lake P O Box 26547 South Salt Lake UT 84119

SHIP ТО

Core Mark/Fleming Convenience - South Salt Lake 3130 South 1030 West South Salt Lake, UT 84119

\$184 32

\$7 80

| PO No 71-1046960 | | Terms 1/15 Net 30 | CSR Concept Marketing, Inc | Ship Via Best way | FOB Destination | Shipped 03/13/03 |
|----------------------------|--------------|-----------------------------|----------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 1 | 00370 | Pop Rocks D | Pop Rocks Dips Sour Strawberry | | | \$69 12 |
| 1 | 00395 | Pop Rocks W | Pop Rocks Watermelon | | | \$184 32 |
| 1 | 00398 | Pop Rocks Fr | uit Punch | | \$184 32 | \$184 32 |
| 8 | 00401 | Pop Rocks Triple Pack | | \$46 80 | \$374 40 | |

| - | 00570 | |
|----|-------|-----------------------------|
| 8 | 00401 | Pop Rocks Triple Pack |
| 4 | 00411 | Pop Rocks Dual (Straw/Wtrm) |
| 20 | 00424 | Pop Rocks Dips Triple Pack |
| | | |

Sub-Total

\$1,705 44

\$737 28

\$156 00

2010 Corporate Ridge Suite 700 McLean, VA 22102



ΙΝΥΟΙCΕ

Invoice Number 891

Invoice Date 03-13-2003

BILL TO Fleming CSD Plymouth Division 1035 Nathan Lane North Minneapolis MN 55441

SHIP TO Fleming CSD Plymouth Division 1035 Nathan Lane North Minneapolis MN 55441

| PO No 32551 | | Terms 1/15 Net 30 | CSR JEM Manufacturer's Representative | Shıp Vıa Best way | FOB Destination | Shipped 03/13/03 |
|-----------------------|----------------|-----------------------------|---|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 60 15 | 00424 00401 | | Pop Rocks Dips Triple Pack Pop Rocks Triple Pack | | \$7 80 \$46 80 | \$468 00 \$702 00 |
| 15 | 00401 | TOP ROCKS II | ipic i ack | | \$40 ov | \$702.00 |

Sub-Total

\$1,170 00

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 910

Invoice Date 03-17-2003

BILL TO Fleming Convenience Corona 353 Meyer Circle Corona CA 92879

SHIP TO Fleming Convenience Corona 353 Meyer Circle Corona CA 92879

| PO No 35-2211620 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Shıp Vıa Yellow | FOB Destination | Shipped 03/17/03 |
|----------------------------|--------------|-----------------------------|-------------------------------|--------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 21 | 00401 | Pop Rocks Tr | ple Pack | | \$46 80 | \$982 80 |
| 3 | 00395 | Pop Rocks W | atermelon | | \$184 32 | \$552 96 |

Sub-Total

\$1,535 76

Invoice Total

\$1,535 76

2010 Corporate Ridge Suite 700 McLean, VA 22102



Invoice Number 913

Invoice Date 03-17-2003

BILL TO Adel Grocery P O Box 510 Adel GA 31620 SHIP TO Adel Grocery 115 Maple Street Adel, GA 31620

| PO No 179-0012520 | | Terms 1/15 Net 30 | CSR Providence Brokerage | Shıp Vıa Best way | FOB Destination | Shipped 03/17/03 |
|-----------------------------|----------------|-----------------------------|----------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 29 71 | 00424 00424 | | ps Triple Pack ps Triple Pack | | \$7 80 \$7 80 | \$226 20 \$553 80 |

Sub-Total

\$780.00

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 926

Invoice Date 03-18-2003

BILL TO Fleming Convenience - IL 1251 Schmidt Road Romeoville IL 60446 SHIP TO Fleming Convenience - IL 1251 Schmidt Road Romeoville IL 60446

| PO No 51-0024330 | | Terms 1/15 Net 30 | CSR JEM Manufacturer's Representative | Ship Via Best way | FOB Destination | Shipped 03/18/03 |
|----------------------------|--------------|-----------------------------|--|----------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |
| 363 | 00424 | Pop Rocks Di | ps Triple Pack | | \$7 80 | \$2,831 40 |

Sub-Total

\$2,831 40

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 933

Invoice Date 03-20-2003

BILL TO Fleming Convenience Los Angeles 2311 East 48Th Street Los Angeles CA 90058 SHIP TO Fleming Convenience Los Angeles 2311 East 48Th Street Los Angeles CA 90058

| PO No 21-1688490 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Ship Via Conway Express | FOB Destination | Shipped 03/20/03 | |
|----------------------------|----------------------|--------------------------|-------------------------------|----------------------------|--------------------|----------------------------|--|
| Quantity | Item | Description | | | Price Each | Amount | |
| 5 | Code 00411 | Pop Rocks Dua | l (Straw/Wtrm) | | \$184 32 | \$921 60 | |

| | Cour | | | |
|----|-------|-----------------------------|----------|----------|
| 5 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$921 60 |
| 12 | 00401 | Pop Rocks Triple Pack | \$46 80 | \$561 60 |

Sub-Total

\$1,483 20

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 938

Invoice Date 03-20-2003

BILL TO Fleming Convenience - Hayward 31300 Medallion Drive Hayward CA 94544 SHIP TO Fleming Convenience - Hayward 31300 Medallion Drive Hayward CA 94544

| PO No 7-1205530 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Ship Via Best way | FOB Destination | Shipped 03/20/03 | |
|---------------------------|------|-----------------------------|-------------------------------|----------------------|--------------------|----------------------------|--------|
| Quantity | Item | Description | | | Price Each | | Amount |

| Code | | | |
|---------|-----------------------------|----------|------------|
| 1 00392 | Pop Rocks Strawberry | \$184 32 | \$184 32 |
| 7 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$1 290 24 |
| 8 00401 | Pop Rocks Triple Pack | \$46 80 | \$374 40 |

Sub-Total

\$1,848 96

2010 Corporate Ridge Suite 700 McLean, VA 22102



ΙΝΥΟΙCΕ

Invoice Number 970

Invoice Date 03-24-2003

BILL TO Fleming-Altoona Division P O Box 470 Altoona PA 166021906

SHIP TO Fleming-Altoona Division 3010 Seventh Avenue Altoona PA 16602-1906

| PO No 143-0037550 | | Terms 1/15 Net 30 | CSR JEM Manufacturer's Representative | Ship Via Best way | FOB Destination | Shipped 03/24/03 | |
|-----------------------------|--------------|-----------------------------|--|----------------------|--------------------|----------------------------|--|
| Quantity | Item Code | Description | | | Price Each | Amount | |
| 84 | 00424 | Pop Rocks Di | ps Triple Pack | | \$7 80 | \$655 20 | |
| 13 | 00411 | | ial (Straw/Wtrm) | | \$184 32 | \$2,396 16 | |

Sub-Total

\$3,051 36

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 973

Invoice Date 03-24-2003

BILL TO Fleming Kentucky Division P O Box 4609 Leitchfield KY 42754 SHIP TO Fleming Kentucky Division 1055 Salt River Road Leitchfield KY 42754

| PO No 175-0007730 | | Terms 1/15 Net 30 | CSR Anderson Brokerage, Inc | Ship Via Best way | FOB Destination | Shipped 03/24/03 |
|-----------------------------|----------------------|-----------------------------|-----------------------------------|----------------------|--------------------|----------------------------|
| Quantity | Item | Description | | | Price Each | Amount |
| 28 | Code 00401 | Pop Rocks Trip | ble Pack | | \$46 80 | \$1,310 40 |

Sub-Total

\$1,310 40

Invoice Total

\$1,310 40

2010 Corporate Ridge Suite 700 McLean, VA 22102



ΙΝVΟΙCΕ

Invoice Number 974

Invoice Date 03-24-2003

BILL TO Fleming CSD Plymouth Division 1035 Nathan Lane North Minneapolis MN 55441

SHIP TO Fleming CSD Plymouth Division 1035 Nathan Lane North Minneapolis MN 55441

| PO No 33084 | | Terms 1/15 Net 30 | CSR JEM Manufacturer's Representative | Ship Via Best way | FOB Destination | Shipped 03/24/03 | |
|-----------------------|----------------|--------------------------------|--|----------------------|--------------------|----------------------------|----------------------|
| Quantity | Item Code | Description | | | Price Each | | Amount |
| 48 7 | 00424 00480 | Pop Rocks Dip Pop Rocks Shi | os Triple Pack pper /Pwr Wing | | \$7 80 \$61 44 | | \$374 40 \$430 08 |

Sub-Total

\$804 48

2010 Corporate Ridge Suite 700 McLean, VA 22102



INVOICE

Invoice Number 987

Invoice Date 03-26-2003

BILL TO Core Mark - Sacramento P o Box 348240 Sacramento CA 95834 SHIP TO Core Mark - Sacramento 3970 Pell Circle Sacramento, CA 95838

| PO No 16-1523050 | | Terms 1/15 Net 30 | CSR L & S Sales Company | Ship Via Conway Express | FOB Destination | Shipped 03/26/03 |
|----------------------------|--------------|-----------------------------|-------------------------------|----------------------------|--------------------|----------------------------|
| Quantity | Item Code | Description | | | Price Each | Amount |

| | Coue | | | |
|---|-------|-----------------------------|----------|----------|
| 1 | 00392 | Pop Rocks Strawberry | \$184 32 | \$184 32 |
| 3 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$552 96 |
| 1 | 00413 | Pop Rocks Straw Slim Box | \$115 20 | \$115 20 |
| 1 | 00398 | Pop Rocks Fruit Punch | \$184 32 | \$184 32 |
| | | | | |

Sub-Total

\$1,036 80

\$1,036 80

2010 Corporate Ridge Suite 700 McLean, VA 22102



ΙΝΥΟΙCΕ

Invoice Number 996

Invoice Date 03-26-2003

BILL TO Core Mark-Fleming Convenience - Albuquerque 5600 2Nd Street NE Albuquerque, NM 67107 **SHIP TO** Core Mark-Fleming Convenience - Albuquerque 5600 2Nd Street NE Albuquerque, NM 67107

| PO No 48-0504850 | | Terms 1/15 Net 30 | CSR Ed Baxter Sales Company | Ship Via Best way | FOB Destination | Shipped 03/26/03 | |
|----------------------------|------|-----------------------------|-----------------------------------|----------------------|--------------------|----------------------------|--------|
| Quantity | Item | Description | | | Price Each | | Amount |

| Zuantity | IIC III | Description | Frice Each | Amount |
|----------|---------|-----------------------------|------------|------------|
| | Code | | | |
| 2 | 00413 | Pop Rocks Straw Slim Box | \$115 20 | \$230 40 |
| 10 | 00411 | Pop Rocks Dual (Straw/Wtrm) | \$184 32 | \$1,843 20 |

Sub-Total

\$2,073 60