

**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
SGR001691

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

1 BASIS FOR CLAIM

- 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 \$ 185 76 (unsecured) \$ _____ (secured) \$ _____ (unsecured priority) \$ 185 76 (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.

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



12853

DATE SIGNED

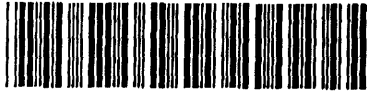
SIGN and print the name and title of any of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any).

9 11-03

[Signature]
E. W. ...

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



5/10/03 Bill

RETURNED GOODS INVOICE

FLEMING COMPANIES

MAIL INQUIRIES TO AUDIT CENTER 9555 JAMES AVE S, SUITE 255, BLOOMINGTON, MN 55431
PHONE 952 881 3322 XT251 E-MAIL dick.peacha@prgx.com

VENDOR NO 151640
BILL TO AUTHENTIC SPECIALTY FOODS DEBIT NO SGR001691
PO BOX 30358
LOS ANGELES CA DEBIT DATE 12/17/02
90030 0

DESCRIPTION	Location Name	Amount Due
Unsaleable Product Policy	GMD WEST	\$185.76
<i>Charge to 2003 Fleming BDF J Salas</i>		<i>5/27/03</i>

SEE SCHEDULE OF DETAIL ATTACHED

This invoice is a result of an audit of FLEMING'S Unsaleable Product Policy. The scope of this audit was from February 25, 2001 to February 23, 2002 and included a review of all unit list costs in FLEMING'S system along with the charges to suppliers for the pre-damage Direct Product Cost (DPC's), Post Damage Costs (PDC's) and Reclamation Center Costs (RCC's). Our auditors have determined that some invoices, for the dates above, were never deducted by FLEMING through the normal process. The attached Returned Goods Schedule of invoices and the related copies attached represent the charges that were not deducted. These invoices may be for both retail and warehouse unsaleable product. For additional information please contact our auditors directly at Audit Center, 9555 James Ave South, Suite 255, Bloomington, MN 55431 Thank you

*6/10/03 Re Datti - include in bankruptcy recovery.
Original deduction 1/22/00 - duplicate*

5

MAY 06 2003

05/06/03 Jo Thi Chey for removal

5

MAR 06 2003

** INVOICE ** INVOICE ** INVOICE ** INVOICE ** INVOICE ** INVOICE ** INVOICE **

FLEMING - NOR CAL - GMD DIVISION - PERIOD 12

INVOICE DATE 10/27/00
 CONTROL NUMBER # 12-1GVJ020240
 WILL DEDUCT 20 DAYS FROM INVOICE DATE

CORRESPONDENCE TO
 FLEMING GMD WEST
 8301 FRUIT RIDGE ROAD
 SACRAMENTO CA 95826

=====

PLEASE REFERENCE OUR INVOICE
 NUMBER WHEN CORRESPONDING

INVOICE NUMBER R120042

BILL TO

AUTHENTIC SPECIALTY FOODS UAl51640
 ACOSTA SALES & MARKETING
 6870 KOLL CENTER PARKWAY
 PLEASANTON, CA 94566

-----* UNSALEABLES *-----

UPC	ITEM DESCRIPTION	QTY	COST	EXTENDED COST TOTAL
07538604854	00012 EMBASA NOPALIT 32 OZ 0095133	2	1 71	3 42
07538604858	00012 EMBASA CHIPOTL 7 OZ 0095623	13	83	10 79
07538604933	00012 EMBASA JALAPEN 26 OZ 0095624	2	1 43	2 86
07538604965	00006 EMBASA JALAPEN 92 OZ 0095650	2	2 71	5 42
07538604966	01200 PLT EMBASA WHL 26 OZ 0058412	20	99	19 80
07538604967	00012 EMBASA JALAPEN 12 OZ 0095649	2	61	1 22
07538604968	00012 EMBASA JALAPEN 7 OZ 0095648	1	40	40
07538604973	00006 EMBASA SLI JAL 98 OZ 0077133	2	3 43	6 86
07538604974	00012 EMBASA JALAPEN 12 OZ 0095646	5	73	3 65
07538604975	00012 EMBASA SLICED 7 OZ 0077134	2	45	90
07538604976	00012 EMBASA JALAPEN 26 OZ 0095645	4	1 43	5 72
07538604978	00006 EMBASA JALAPEN 98 OZ 0055510	2	3 43	6 86
07538604979	00012 EMBASA SERRANO 7 OZ 0095644	9	44	3 96
07538604987	00012 EMBASA GRN SAL 7 OZ 0095675	1	53	53
07538604988	00012 EMBASA RED SAL 7 OZ 0095676	4	53	2 12
DIVISION TOTALS FOR FRESNO		QTY-	71	COST \$ 74 51
07538604701	00012 EMBASA JALAPEN 11 OZ 0095626	1	1 01	1 01
07538604858	00012 EMBASA CHIPOTL 7 OZ 0095623	2	83	1 66
07538604965	00006 EMBASA JALAPEN 92 OZ 0095650	3	2 71	8 13
07538604966	01200 PLT EMBASA WHL 26 OZ 0058412	14	99	13 86
07538604967	00012 EMBASA JALAPEN 12 OZ 0095649	1	61	61
07538604968	00012 EMBASA JALAPEN 7 OZ 0095648	3	40	1 20
07538604973	00006 EMBASA SLI JAL 98 OZ 0077133	1	3 43	3 43
07538604974	00012 EMBASA JALAPEN 12 OZ 0095646	6	73	4 38
07538604975	00012 EMBASA SLICED 7 OZ 0077134	1	45	45
07538604976	00012 EMBASA JALAPEN 26 OZ 0095645	3	1 43	4 29
07538604979	00012 EMBASA SERRANO 7 OZ 0095644	6	44	2 64
07538604986	00012 EMBASA WHOLE T 12 OZ 0095652	3	89	2 67
07538604987	00012 EMBASA GRN SAL 7 OZ 0095675	5	53	2 65
07538604988	00012 EMBASA RED SAL 7 OZ 0095676	2	53	1 06
07538605643	00012 EMBASA CHILES 12 OZ 0095618	2	1 10	2 20
DIVISION TOTALS FOR SACRAMENTO		QTY-	53	COST \$ 50 24
07538604003	00012 EMBASA MOLE AD 8 5 OZ 0077101	1	1 28	1 28
07538604933	00012 EMBASA JALAPEN 26 OZ 0095624	1	1 43	1 43
07538604973	00006 EMBASA SLI JAL 98 OZ 0077133	1	3 43	3 43
07538604978	00006 EMBASA JALAPEN 98 OZ 0055510	1	3 43	3 43
07538604986	00012 EMBASA WHOLE T 12 OZ 0095652	2	89	1 78
07538605111	00012 EMBASA DICED G 7 OZ 0033127	1	1 06	1 06
DIVISION TOTALS FOR PHOENIX		QTY-	7	COST \$ 12 41
07538604965	00006 EMBASA JALAPEN 92 OZ 0095650	2	2 71	5 42
07538604966	01200 PLT EMBASA WHL 26 OZ 0058412	3	99	2 97
07538604967	00012 EMBASA JALAPEN 12 OZ 0095649	5	61	3 05

- CONTINUED ON NEXT PAGE -

** INVOICE ** INVOICE ** INVOICE ** INVOICE ** INVOICE ** INVOICE ** INVOICE **

FLEMING GMD WEST CONTROL NUMBER 12-1GVJ020240 INV # 120042 PAGE # 2

UPC	ITEM DESCRIPTION	QTY	COST	EXTENDED COST TOTAL
07538604968	00012 EMBASA JALAPEN 7 OZ 0095648	4	40	1 60
07538604974	00012 EMBASA JALAPEN 12 OZ 0095646	2	73	1 46
07538604975	00012 EMBASA SLICED 7 OZ 0077134	1	45	45
07538604988	00012 EMBASA RED SAL 7 OZ 0095676	3	53	1 59
07538605643	00012 EMBASA CHILES 12 OZ 0095618	1	1 10	1 10
DIVISION TOTALS FOR SALT LAKE CITY		QTY-	21 COST \$	17 64
			152	154 80
DIVISION TOTALS FOR FRESNO		QTY-	71 COST \$	74 51
DIVISION TOTALS FOR SACRAMENTO		QTY-	53 COST \$	50 24
DIVISION TOTALS FOR PHOENIX		QTY-	7 COST \$	12 41
DIVISION TOTALS FOR SALT LAKE CITY		QTY-	21 COST \$	17 64
YOU HAVE AGREED TO PAY FLEMING GMD WEST THE COST OF THE ABOVE TOTAL				154 80
20 PERCENT SERVICE CHARGE FOR THE ABOVE UNSALEABLE PRODUCT				30 96
TOTAL AMOUNT DUE				185 76

THESE ARE THE PRODUCTS DEEMED UNSALEABLE FORM OUR STORES BETWEEN 09/25/00 & 10/20/00 THAT ARE AT OUT W SACRAMENTO, CA RECLAMATION CENTER IF YOU WISH TO REVIEW YOUR PRODUCT OR ARRANGE DISPOSITION DO SO NO LATER THAN 11/17/00, WHICH IS THE FINAL DISPOSITION DATE FOR A REVIEW APPOINTMENT CALL REGGIE ZERTUCHE AT 916-373-9039 DEDUCTION FROM INVOICE WILL BE MADE 20 DAYS FROM INVOICE DATE

***ANY QUESTIONS TO BE MADE CONCERNING INVOICE WILL TAKE 20 DAYS TO TAKE AFFECT



Line layout Additional field Additional field off Check information

FLE441 / ASF Selection Clearing document 100015484
 FLEMING SACRAMENTO GMD 42 of 912
 73124 OKLAHOMA CITY

Doc	Date	Invoice	DT	Amount	Curr	Net_dug_dt	Reference	Claim No	Alto	Alto	Clas	
01/07/2003	1400030933	DZ		83 11	USD	01/07/2003	25766993	S6R002514	FLE440		TO RESEARCH	25766993
01/07/2003	1400030933	DZ		295 93	USD	01/07/2003	25766993	S6R002665	FLE440		TO RESEARCH	25766993
01/07/2003	1400030933	DZ		416 50	USD	01/07/2003	25766993	S6R002935	FLE440		TO RESEARCH	25766993
01/07/2003	1400030933	DZ		342 32	USD	01/07/2003	25766993	S6R003243	FLE440		TO RESEARCH	25766993
01/07/2003	1400030933	DZ		402 44	USD	01/07/2003	25766993	S6R003541	FLE440		TO RESEARCH	25766993
01/07/2003	1400030933	DZ		83 25	USD	01/07/2003	25766993	S6R003713	FLE440		TO RESEARCH	25766993
01/24/2003	1400031316	DZ		307 95	USD	01/24/2003	23541843	S6R010024	FLE440		TO RESEARCH	23541843
01/24/2003	1400031316	DZ		234 91	USD	01/24/2003	23541843	S6R010304	FLE440		TO RESEARCH	23541843
01/24/2003	1400031316	DZ		256 94	USD	01/24/2003	23541843	S6R010540	FLE440		TO RESEARCH	23541843
01/24/2003	1400031316	DZ		134 86	USD	01/24/2003	23541843	S6R010805	FLE440		TO RESEARCH	23541843
01/24/2003	1400031316	DZ		169 09	USD	01/24/2003	23541843	S6R011046	FLE440		TO RESEARCH	23541843
01/24/2003	1400031316	DZ		271 86	USD	01/24/2003	23541843	S6R011284	FLE440		TO RESEARCH	23541843
01/24/2003	1400031316	DZ		223 92	USD	01/24/2003	23541843	S6R011562	FLE440		TO RESEARCH	23541843
01/24/2003	1400031316	DZ		238 32	USD	01/24/2003	23541843	S6R011823	FLE440		TO RESEARCH	23541843
01/24/2003	1400031316	DZ		129 08	USD	01/24/2003	23541843	S6R012022	FLE440		TO RESEARCH	23541843
01/24/2003	1400031316	DZ		175 77	USD	01/24/2003	23541843	S6R012219	FLE440		TO RESEARCH	23541843
01/24/2003	1400031316	DZ		183 21	USD	01/24/2003	23541843	S6R012436	FLE440		TO RESEARCH	23541843
01/24/2003	1400031316	DZ		340 47	USD	01/24/2003	23541843	S6R012585	FLE440		TO RESEARCH	23541843
01/24/2003	1400031316	DZ		280 53	USD	01/24/2003	23541843	S6R012758	FLE440		TO RESEARCH	23541843
03/18/2003	1400032758	DZ		58 27	USD	03/18/2003	23561539	S6W300329	FLE440		XED CLAIM R	23561539
08/16/2002	1400027422	DZ		59 99	USD	08/16/2002	23492860	S6X866509	FLE440		NT E/MAIL R	23492860

Cleared items

11/30/2000	100015484	AB		185 76	USD	11/30/2000				100015484		
11/30/2000	100015484	AB		60 28	USD	11/30/2000				100015484		
11/28/2000	90026091	ZC		60 28	USD	11/28/2000	R120042	2000 SPOIL		100015484	*	
11/22/2000	1400011640	DZ		185 76	USD	11/22/2000	25416418	S6R120042	FLE440	100015484		25416418

*not the
in y#*

Selected 50 173 01 USD

**AUTHENTIC
SPECIALTY
FOODS, INC.**



4340 EUCALYPTUS AVE
CHINO, CA 91710

TEL (909) 631-2000
FAX (909) 631-2100

SOLD TO FLE440
FLEM SACRAMENTO CA
GMD Division
8371/200 ROVANA
SACRAMENTO CA 95826

SHIP TO FLE440
FLEM SACRAMENTO CA
GMD Division
8371/200 ROVANA
SACRAMENTO CA 95826

CREDIT MEMO
CR MEMO # 90026091
DATE 11/28/2000

BROKER RE06 DeCredico & Assoc

REGION RE0002 RE Northwest

REMIT TO
P O BOX 30358
LOS ANGELES,
CA 90030-0358,USA

CUSTOMER P O #	R120042
SALES ORDER #	60010280
SALES ORDER DATE	11/28/2000
SHIPPING DATE	
PRICING DATE	11/28/2000
ADDITIONAL	2000 SPOILS

Repeat printout

WAREHOUSE	
B/L NUMBER	
FREIGHT	PICK UP(BRACKET PRICE) RETAIL
SHIP VIA	

BILL TO FLE441
FLEMING SACRAMENTO GMD
P O BOX 268864
OKLAHOMA CITY OK 73124
USA

QTY	ORD	QTY	SHIP	CODE#	PK	SIZE	DESCRIPTION	UNITS	GR	WT	GR	PRICE	NET PRICE	TOTAL NET
1				SPOIL			SPOILS MATIAL		0	0		60 28	60 28	60 28

TTL ORD	TTL SHIP	TTL WEIGHT SHIPPED	TTL INVOICE AMOUNT NET OF ALLOWANCES(USD)	60 28
1 000		0		
TTL GROSS AMOUNT	60 28			

 *** TX REPORT ***

TRANSMISSION OK

TX/RX NO 1904
 CONNECTION TEL 914058414976
 SUBADDRESS
 CONNECTION ID
 ST TIME 03/03 15 02
 USAGE T 10'11
 PGS SENT 6
 RESULT OK

**AUTHENTIC
 SPECIALTY
 FOODS, INC.**



Date 03/03/03

To ODESSA CHUNN
 PRG/SCHULTZ

Phone.
 Fax: 405-841-4976

RE CLAIM REQUESTS

NO OF PAGES 6

DATE	DOCUMENT NUMBER	CHECK NUMBER	CLAIM NUMBER	DEDUCTION AMOUNT	FIRST REQUEST	SECOND REQUEST	THIRD REQUEST	COMMENTS
FLE441/FLE440								
01/07/03	1400030933	25766993	SGR003713	\$83 25	01/17/03	03/03/03		BACK-UP NEEDED
01/07/03	1400030933	25766993	SGR002395	\$209 95	01/17/03	03/03/03		BACK-UP NEEDED
01/07/03	1400030933	25766993	SGR002514	\$83 11	01/17/03	03/03/03		BACK-UP NEEDED
01/07/03	1400030933	25766993	SGR002665	\$295 93	01/17/03	03/03/03		BACK-UP NEEDED
01/07/03	1400030933	25766993	SGR002935	\$416 50	01/17/03	03/03/03		BACK-UP NEEDED
01/07/03	1400030933	25766993	SGR003243	\$342 32	01/17/03	03/03/03		BACK-UP NEEDED
01/07/03	1400030933	25766993	SGR003541	\$402 44	01/17/03	03/03/03		BACK-UP NEEDED
12/27/03	1400030685	23534257	SGR001362	\$221 90	01/17/03	03/03/03		BACK-UP NEEDED
12/27/03	1400030685	23534257	SGR001691	\$185 76	01/17/03	03/03/03		BACK-UP NEEDED

TOTAL \$2,241 16

We are unable to adjust your account accordingly for deduction taken on the above-mentioned claim
 Please forward a copy of your claim to

AUTHENTIC SPECIALTY FOODS, INC.
 Accounts Receivable Department
 4340 Eucalyptus
 Chino, CA 91710-9705

REF INV R120042 INV DATE 10/27/2000 DEPT
REF PO DED DATE 12/17/2002 BROKER
M-VEND ORD DATE 10/27/2000 MDSR

RC	UPC	ITEM	DESCRIPTION/COMMENT	WEIGHT	QTY	AMOUNT	EXT AMOUNT
L1			RECLAMATION-BACKUP TO BE MAILED OUT		1	185 760	185 76 AUDIT
		CONTACT DICK PEACHA				** TOTAL AMOUNT DEDUCTED ** \$	185 76
			DO NOT PAY - TOTAL AMOUNT WILL BE DEDUCTED ON A REMITTANCE REFER TO DEDUCTION NUMBER ON ALL CORRESPONDENCE				

nigntrax

PAGE 10/12

12/18/2002 8 24

Fleming Companies

Allocation number	Pstg date	Do ty	Document number	Doc date	BusA Lin	PK D P	Cash disc base	PPBD date	Dsc dyl	Disc perc	Net 1 due	G Curr- L ency	Amount document curr
Sort	CC Acct no	Allocation no	Posting date	Currency	Business area								
SGR000677		122702	DZ 1400030685	122702		005 06 0	327 80	122702			122702	USD	327 80
			Ref no 23534257			FLE440							
SGR001005		122702	DZ 1400030685	122702		007 06 0	282 93	122702			122702	USD	282 93
			Ref no 23534257			FLE440							
SGR001362		122702	DZ 1400030685	122702		008 06 0	221 90	122702			122702	USD	221 90
			Ref no 23534257			FLE440							
SGR001691		122702	DZ 1400030685	122702		009 06 0	185 76	122702			122702	USD	185 76
			Ref no 23534257			FLE440							
SGR001951		122702	DZ 1400030685	122702		010 06 0	59 70	122702			122702	USD	59 70
			Ref no 23534257			FLE440							
SGR002058		122702	DZ 1400030685	122702		003 06 0	745 20	122702			122702	USD	745 20
			Ref no 23534257			FLE440							
ASF		FLE441	**					USD			2,437 56	D	
											0 00	C	
											Total receivables:		2,437 56
											Per currency:		2,437 56
ASF		FLE458	CTP/FRESNO DIVISION									Key date	12/27/02
			FLEMING INC										
			P O BOX 24730										
			US 73124 OKLAHOMA CITY OK										
FSB000236		122702	DZ 1400030685	122702		015 06 0	750 00	122702			122702	USD	750 00
			Ref no 23534257			FLE459							
FSB000246		122702	DZ 1400030685	122702		023 06 0	219 36	122702			122702	USD	219 36
			Ref no 23534257			FLE459							
FSB000247		122702	DZ 1400030685	122702		024 06 0	215 28	122702			122702	USD	215 28
			Ref no 23534257			FLE459							
FSB000248		122702	DZ 1400030685	122702		027 06 0	141 36	122702			122702	USD	141 36
			Ref no 23534257			FLE459							
FSB000249		122702	DZ 1400030685	122702		026 06 0	166 56	122702			122702	USD	166 56
			Ref no 23534257			FLE459							
FSB000250		122702	DZ 1400030685	122702		016 06 0	518 42	122702			122702	USD	518 42
			Ref no 23534257			FLE459							
FSC212925		122702	DZ 1400030685	122702		025 06 0	200 00	122702			122702	USD	200 00
			Ref no 23534257			FLE459							
FSC213102		122702	DZ 1400030685	122702		014 06 0	889 20	122702			122702	USD	889 20
			Ref no 23534257			FLE459							
FSC213103		122702	DZ 1400030685	122702		020 06 0	285 92	122702			122702	USD	285 92
			Ref no 23534257			FLE459							
ASF		FLE458	**					USD			3,386 10	D	
											0 00	C	
											Total receivables		3 386 10
											Per currency:		3,386 10
ASF		FIE500	CTP/SALT LAKE CITY DI									Key date	12/27/02
			FLEMING COMPANIES INC										
			P O BOX 24930										
			US 73124 OKLAHOMA CITY OK										
COUPONS		122702	DZ 1400030685	122702		012 06 0	524 57	122702			122702	USD	524 57
			Ref no 23534257			FLE501							
SLC213098		122702	DZ 1400030685	122702		033 06 0	81 60	122702			122702	USD	81 60

 *** TX REPORT ***

TRANSMISSION OK

TX/RX NO 1174
 CONNECTION TEL 919163819287
 SUBADDRESS
 CONNECTION ID
 ST TIME 01/17 13 42
 USAGE T 00'43
 PGS SENT 1
 RESULT OK

**AUTHENTIC
 SPECIALTY
 FOODS, INC.**



Date 01/17/03

To FLEMING-SACRAMENTO

Phone 916-381-9200
 Fax 916-381-9287

RE CLAIM REQUESTS

Pages

DATE	DOCUMENT NUMBER	CHECK NUMBER	CLAIM NUMBER	DEDUCTION AMOUNT	FIRST REQUEST	SECOND REQUEST	THIRD REQUEST	COMMENTS
01/07/03	1400030933	25766993	SGR003713	\$83 25	01/17/03			BACKUP NEEDED
01/07/03	1400030933	25766993	SGR002395	\$209 95	01/17/03			BACKUP NEEDED
01/07/03	1400030933	25766993	SGR002514	\$83 11	01/17/03			BACKUP NEEDED
01/07/03	1400030933	25766993	SGR002665	\$295 93	01/17/03			BACKUP NEEDED
01/07/03	1400030933	25766993	SGR002935	\$416 50	01/17/03			BACKUP NEEDED
01/07/03	1400030933	25766993	SGR003243	\$342 32	01/17/03			BACKUP NEEDED
01/07/03	1400030933	25766993	SGR003541	\$402 44	01/17/03			BACKUP NEEDED
12/27/03	1400030685	23534257	SGR001362	\$221 90	01/17/03			BACKUP NEEDED
12/27/03	1400030685	23534257	SGR001691	\$185 76	01/17/03			BACKUP NEEDED

TOTAL \$2,241 16

We are unable to adjust your account accordingly for deduction taken on the above-mentioned claim
 Please forward a copy of your claim to

AUTHENTIC SPECIALTY FOODS, INC.
 Accounts Receivable Department
 4340 Eucalyptus
 Chino, CA 91710-9705

**AUTHENTIC
SPECIALTY
FOODS, INC.**



Date 03/03/03

To ODESSA CHUNN
PRG/SCHULTZ

Phone
Fax 405-841-4976

RE CLAIM REQUESTS

NO OF PAGES 6

DATE	DOCUMENT NUMBER	CHECK NUMBER	CLAIM NUMBER	DEDUCTION AMOUNT	FIRST REQUEST	SECOND REQUEST	THIRD REQUEST	COMMENTS
FLE441/FLE440								
01/07/03	1400030933	25766993	SGR003713	\$83 25	01/17/03	03/03/03		BACK-UP NEEDED
01/07/03	1400030933	25766993	SGR002395	\$209 95	01/17/03	03/03/03		BACK-UP NEEDED
01/07/03	1400030933	25766993	SGR002514	\$83 11	01/17/03	03/03/03		BACK-UP NEEDED
01/07/03	1400030933	25766993	SGR002665	\$295 93	01/17/03	03/03/03		BACK-UP NEEDED
01/07/03	1400030933	25766993	SGR002935	\$416 50	01/17/03	03/03/03		BACK-UP NEEDED
01/07/03	1400030933	25766993	SGR003243	\$342 32	01/17/03	03/03/03		BACK-UP NEEDED
01/07/03	1400030933	25766993	SGR003541	\$402 44	01/17/03	03/03/03		BACK-UP NEEDED
12/27/03	1400030685	23534257	SGR001362	\$221 90	01/17/03	03/03/03		BACK-UP NEEDED
12/27/03	1400030685	23534257	SGR001691	\$185 76	01/17/03	03/03/03		BACK-UP NEEDED

TOTAL \$2,241 16

We are unable to adjust your account accordingly for deduction taken on the above-mentioned claim
Please forward a copy of your claim to

AUTHENTIC SPECIALTY FOODS, INC
Accounts Receivable Department
4340 Eucalyptus
Chino, CA 91710-9705

or you may fax the information to (909) 590-0968
If you need further information I can be reached at (909) 631-2019, Monday thru Friday, 8 30 - 5 00 (PST)
Please return this memo along with your response
Thank you for your assistance in resolving this matter

Loreta Blanco
Accounts Receivable
ASF

Fleming

Box 26647 Oklahoma City OK 73126

TEXAS COMMERCE
SAN ANGELO TX

No **23534257**
64-88/ 1113
HI

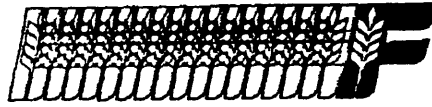
UNION
BANK OF
CALIFORNIA

Date **12/23/02** Amount **\$*****22,922 20***

Pay
TWENTY TWO THOUSAND NINE HUNDRED TWENTY TWO DOLLARS AND
20/100

Pay
To
The
Order
Of

AUTHENTIC SPECIALTY FOODS
PO BOX 30358
LOS ANGELES, CA 90030



Unique Character Facsimile Signature

⑆ 23534257 ⑆ ⑆ 111300880 ⑆ 06300036160 ⑆

Handwritten: 14-30685
30

LOCKBOX 30358 BATCH 1 ITEM 15 IMAGE 15 DATE December 27, 2002 AMOUNT \$ 22,922.20

Fleming

151640

0100

When corresponding refer to ===> 23534257

Division	Invoice Date	Receipt Date	Inv No /Credit Request	Amount	Discount
SALT LAKE CITY	12/17/02	12/17/02	SLP998312	-981 17	0 00
GMD WEST - <i>File 441-440</i>	11/30/00	12/17/02	SGR002058	-745 20	0 00
GMD WEST	07/07/00	12/17/02	SGR000363	-331.17	0.00
GMD WEST	08/04/00	12/17/02	SGR000677	-327.80	0.00
GMD WEST	06/09/00	12/17/02	SGR000021	-283.10	0.00
GMD WEST	09/01/00	12/17/02	SGR001005	282 93	0 00
GMD WEST	09/28/00	12/17/02	SGR001362	-221 90	0 00
GMD WEST	10/27/00	12/17/02	SGR001691	-185 76	0 00
GMD WEST	10/27/00	12/17/02	SGR001951	-59 70	0.00
GMD WEST	09/01/00	12/17/02	SGR001234	-25.89	0.00
CORPORATE CATEGORY MARKETING	12/19/02	12/19/02	SLC210883PB	243.36	0.00
GMD MEMPHIS CTP	10/31/02	12/18/02	MGU909211	-3,681 60	0 00
CORPORATE CATEGORY MARKETING - <i>FK455-45</i>	12/19/02	12/19/02	FSC213102	-889 20	0 00
CORPORATE CATEGORY MARKETING	12/18/02	12/18/02	FSB000236	-750 00	0 00
CORPORATE CATEGORY MARKETING	12/18/02	12/18/02	FSB000250	-518.42	0.00
CORPORATE CATEGORY MARKETING	12/18/02	12/18/02	NCB000311	-461.28	0.00
CORPORATE CATEGORY MARKETING	12/18/02	12/18/02	NCB000309	-414.32	0.00
CORPORATE CATEGORY MARKETING	12/19/02	12/19/02	SLC213104	-287 04	0 00
CORPORATE CATEGORY MARKETING	12/19/02	12/19/02	FSC213103	-285 92	0 00
RETAIL SERVICE (COUPONS)	11/25/02	12/18/02	CP0706666	-273 51	0 00
CORPORATE CATEGORY MARKETING	12/18/02	12/18/02	NCB000310	-243.84	0.00
CORPORATE CATEGORY MARKETING	12/19/02	12/19/02	SLC213100	-234.00	0.00
CORPORATE CATEGORY MARKETING	12/18/02	12/18/02	FSB000246	-219.36	0.00
RETAIL SERVICE (COUPONS)	11/25/02	12/18/02	CP0706554	-216 86	0 00
CORPORATE CATEGORY MARKETING	12/18/02	12/18/02	FSB000247	-215 28	0 00
CORPORATE CATEGORY MARKETING	12/19/02	12/19/02	FSC212925	-200 00	0 00
CORPORATE CATEGORY MARKETING	12/18/02	12/18/02	FSB000249	-166.56	0.00
CORPORATE CATEGORY MARKETING	12/18/02	12/18/02	FSB000248	-141.36	0.00
CORPORATE CATEGORY MARKETING	12/16/02	12/16/02	KGX804635	-133.20	0.00
CORPORATE CATEGORY MARKETING	12/19/02	12/19/02	SLC213103	-97 92	0 00
CORPORATE CATEGORY MARKETING	12/19/02	12/19/02	SLC213099	-95 76	0 00
CORPORATE CATEGORY MARKETING	12/19/02	12/19/02	SLC213105	-92 79	0 00
CORPORATE CATEGORY MARKETING	12/18/02	12/18/02	NCB000308	-84.00	0.00
CORPORATE CATEGORY MARKETING	12/19/02	12/19/02	SLC213098	-81.60	0.00
CORPORATE CATEGORY MARKETING	12/19/02	12/19/02	SLC213101	-55.44	0.00
CORPORATE CATEGORY MARKETING	12/19/02	12/19/02	SLC213102	-40 56	0 00
RETAIL SERVICE (COUPONS)	11/19/02	12/17/02	CP0702649	-31 43	0 00

Handwritten: Coupons 52457