

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

**PROOF OF CLAIM**



581501

Bar Date Ref # 2-NVM-41782

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.

**Name of Creditor and Address**

0354653581501

Wrigley Healthcare /Wm. Wrigley Jr. Company  
410 Michigan Ave  
Chicago, IL 60611-4287

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.

Creditor Telephone Number ( )

**CREDITOR TAX ID #**  
36-1988190

**ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR**

Check here  replaces or  amends a previously filed claim dated \_\_\_\_\_

**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** \$ 6,647.40 \*see attached (unsecured) \$ \_\_\_\_\_ (secured) \$ \_\_\_\_\_ (unsecured priority) \$ \_\_\_\_\_ (total)

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below.  
 Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

**5 SECURED CLAIM**

Check this box if your claim is secured by collateral (including a right of setoff).

Brief description of collateral

- Real Estate
- Motor Vehicle
- Other

Value of collateral \$ \_\_\_\_\_

Amount of arrearage and other charges at time case filed included in secured claim above, if any \$ \_\_\_\_\_

**6 UNSECURED PRIORITY CLAIM**

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 15 2003**

**BMC**

Fleming Companies Claim



13548

DATE SIGNED  
9/12/03

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)  
[Signature] / Sr. Attorney

Penalty for presenting fraudulent claim is a fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 AND 3571

**See Other Side For Instructions**

**Fleming Companies, Inc**  
**Outstanding Invoices**  
**CASE# 03-10945 (MFW)**  
**Septemer 12, 2003**

<u>REFER #</u>	<u>TYPE</u>	<u>DATE</u>	<u>CUST REF</u>	<u>ORIG</u>	<u>CURRENT</u>
0006637	INV	3/18/02	25545-HC	\$583 20	\$583 20
0006971	INV	4/17/02	26827-HC	\$518 40	\$518 40
009420	INV	12/17/02	432699TG	\$1,279 80	\$1,279 80
0009539	INV	1/3/03	458093 TG	\$511 92	\$511 92
0009667	INV	1/17/03	533295TG	\$767 88	\$767 88
0009700	INV	1/22/03	397175 MG	\$255 96	\$255 96
0009722	INV	1/23/03	565295 TG	\$853 20	\$853 20
0009833	INV	2/5/03	596505 TG	\$511 92	\$511 92
0009841	INV	2/5/03	449680 NG	\$341 28	\$341 28
0009887	INV	2/12/03	624041 TG	\$170 64	\$170 64
0009889	INV	2/12/03	477966 MG	\$85 32	\$85 32
0009890	INV	2/12/03	346284	\$426 60	\$426 60
0009982	INV	2/21/03	641055TG	\$341 28	\$341 28

**TOTAL**                      **\$6,647 40**

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

**In re· Fleming Companies, Inc et al.  
Case No 03-10945-(MFW)-11**

**DOCUMENTS APPENDED TO CLAIM**

On August 9, 2006, document(s) were appended to Claim Number **13648** for the following reason(s)

- Stipulation/Order
- New Supporting Documents
- Change of Address
- Notice of Transfer of Claim per Docket Number 13103
- Other Docket Number ###

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

In re	)	Chapter 11
	)	Case No 03-10945(MFW)
Fleming Companies, Inc , <i>et al</i> , <sup>1</sup>	)	
	)	Jointly Administered
Debtors	)	

**NOTICE OF TRANSFER RE DOCKET 13103**

TO           WRIGLEY HEALTHCARE, WM WRIGLEY JR CO  
              410 MICHIGAN AVE  
              CHICAGO, IL 60611-4287

Pursuant to Rule 3001(e)(2) of the Federal Rules of Bankruptcy Procedure, you are advised that there has been filed with the United States Bankruptcy Court for the District of Delaware, a Transfer to **LONGACRE MASTER FUND LTD** of your **Claim No 13648** in the amount of **\$2,928,028 00**

If you do not object to this Transfer on or before twenty (20) days from the date of the mailing of this Notice (*ie*, **August 7, 2006**), by filing a written objection with the Office of the Clerk, United States Bankruptcy Court, 824 Market Street, 5th Floor, Wilmington, Delaware 19801, and serving a copy of the objection on the Official Claims and Noticing Agent listed below, **LONGACRE MASTER FUND LTD** will be substituted in your place as the original claimant

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<sup>1</sup> The Debtors are the following entities Core-Mark International, Inc , Fleming Companies, Inc , ABCO Food Group, Inc , ABCO Markets, Inc , ABCO Realty Corp , ASI Office Automation, Inc , C/M Products, Inc , Core-Mark Interrelated Companies, Inc , Core-Mark Mid-Continent, Inc , Dunigan Fuels, Inc , Favar Concepts, Ltd , Fleming Foods Management Co , L L C , Fleming Foods of Texas, L P , Fleming International, Ltd , Fleming Supermarkets of Florida, Inc , Fleming Transportation Service, Inc , Food 4 Less Beverage Company, Inc , Fuelserv, Inc , General Acceptance Corporation, Head Distributing Company, Marquise Ventures Company, Inc , Minter-Weisman Co , Piggly Wiggly Company, Progressive Realty, Inc , Rainbow Food Group, Inc , Retail Investments, Inc , Retail Supermarkets, Inc , RFS Marketing Services, Inc , and Richmar Foods, Inc

DATED July 17, 2006

**THE BMC GROUP, INC F/K/A  
BANKRUPTCY MANAGEMENT  
CORPORATION**

1330 East Franklin Avenue  
El Segundo, California 90245-4306

Official Claims and Noticing Agent for the  
Clerk of the Court in the Fleming  
Companies, Inc , et al Cases

**PROOF OF SERVICE**

I, Lisa Ruppner, am over the age of eighteen years and not a party to the within action. I am employed by The BMC Group, Inc f/k/a Bankruptcy Management Corporation, the Official Claims and Noticing Agent for the Clerk of the Court, whose business address is 1330 East Franklin Avenue, El Segundo, California 90245-4306. On July 17, 2006, I served a copy of the "Notice of Transfer re Docket 13103" upon the following parties:

WRIGLEY HEALTHCARE, WM WRIGLEY JR CO  
410 MICHIGAN AVE  
CHICAGO, IL 60611-4287

LONGACRE MASTER FUND LTD  
ATTN VLADIMIR JELISAVCIC  
810 SEVENTH AVE, 22ND FL  
NEW YORK, NY 10019

by placing a true copy thereof enclosed in a sealed envelope, with postage thereon fully pre-paid, and deposited in the mail in El Segundo, California

I declare under penalty of perjury that the foregoing is true and correct

DATED July 17, 2006

/s/Lisa Ruppner

LISA RUPPNER