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| UNITED STATES BANKRUPTCY COURT _____ DISTRICT OF <u>Delaware</u>  |   | <b>PROOF OF CLAIM</b>   |
| Name of Debtor<br><u>CORE-MARK Mid-Content, Inc</u>   |   | Case Number<br><u>03-10950-MFW</u>  |
| 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 USC § 503   |   |   |
| Name of Creditor (The person or other entity to whom the debtor owes money or property)<br><u>The Procter &amp; Gamble Distributing Co</u>  |   | <input type="checkbox"/> 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<br><input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case<br><input checked="" type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court  |
| Name and address where notices should be sent<br><u>G M Jones<br/>8500 Governors Hill Dr<br/>Cuyah, OH 45249<br/>Telephone number 513-774-1782</u>  |   |   |
| Account or other number by which creditor identifies debtor   |   | Check here<br>if this claim <input type="checkbox"/> replaces a previously filed claim dated _____<br><input type="checkbox"/> amends   |
| <b>1 Basis for Claim</b><br><input checked="" type="checkbox"/> Goods sold<br><input type="checkbox"/> Services performed<br><input type="checkbox"/> Money loaned<br><input type="checkbox"/> Personal injury/wrongful death<br><input type="checkbox"/> Taxes<br><input type="checkbox"/> Other _____   |   |   |
| <input type="checkbox"/> Retiree benefits as defined in 11 USC § 1114(a)<br><input type="checkbox"/> Wages, salaries, and compensation (fill out below)<br>Your SS # _____<br>Unpaid compensation for services performed<br>from _____ to _____<br>(date) (date)  |   |   |
| <b>2 Date debt was incurred</b> <u>Prior to 4-1-03</u>  |   | <b>3 If court judgment, date obtained</b>   |
| <b>4 Total Amount of Claim at Time Case Filed</b> \$ <u>3,132.00</u><br>If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below<br><input type="checkbox"/> 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  |   |   |
| <b>5 Secured Claim</b><br><input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff)<br>Brief Description of Collateral<br><input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle<br><input type="checkbox"/> Other _____<br>Value of Collateral \$ _____<br>Amount of arrearage and other charges at time case filed included in secured claim, if any \$ _____   |   | <b>6 Unsecured Priority Claim</b><br><input type="checkbox"/> Check this box if you have an unsecured priority claim<br>Amount entitled to priority \$ _____<br>Specify the priority of the claim<br><input type="checkbox"/> 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 USC § 507(a)(3)<br><input type="checkbox"/> Contributions to an employee benefit plan 11 USC § 507(a)(4)<br><input type="checkbox"/> Up to \$2 100* of deposits toward purchase, lease or rental of property or services for personal, family, or household use 11 USC § 507(a)(6)<br><input type="checkbox"/> Alimony, maintenance, or support owed to a spouse former spouse or child 11 USC § 507(a)(7)<br><input type="checkbox"/> Taxes or penalties owed to governmental units 11 USC § 507(a)(8)<br><input type="checkbox"/> Other - Specify applicable paragraph of 11 USC § 507(a)(____)<br>*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 |
| <b>7 Credits</b> The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim<br><b>8 Supporting Documents</b> 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<br><b>9 Date-Stamped Copy</b> 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  |
| Date<br><u>4-12-03</u>  | 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)<br><u>G M Jones, Credit Manager</u> |   |
| Penalty for presenting fraudulent claim Fine of up to \$500,000 or imprisonment for up to 5 years, or both 18 USC §§ 152 and 3571   |   |   |

FILED

SEP 15 2003

BMC

Fleming Companies Claim



13866

The Procter & Gamble Distributing Company  
Fleming Millstone

Pre-Bankruptcy Account  
Invoices

CORE-MARK MID-CONTINENT, INC  
CASE # 03-10950 MFW

| ARNO                  | NAME            | CITY   | ST | TT | RS | EX | RECNO    | RECLIN | AMT BAL           | DTPOST   | SCCN       |
|-----------------------|-----------------|--------|----|----|----|----|----------|--------|-------------------|----------|------------|
| 2799674               | CORE MARK AUROF | AURORA | CO | IN |    |    | 75262400 |        | \$3,132.00        | 12/16/02 | 4337111007 |
| <b>Division Total</b> |                 |        |    |    |    |    |          |        | <b>\$3,132.00</b> |          |            |