


UNITED STATES BANKRUPTCY COURT _____ DISTRICT OF DELAWARE		PROOF OF CLAIM
Name of Debtor ABCO Markets, Inc	Case Number 03-10947-MFW	THIS SPACE IS FOR COURT USE ONLY
NOTE This claim 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 (The person or other entity to whom the debtor owes money or property) Regency Centers LP c/o Deborah Froeb Regional Officer and Vice President Regency Centers 1873 South Bellaire Street, Suite 600 Denver Colorado 80222 Telephone # 303-300-5324	<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 <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court	THIS SPACE IS FOR COURT USE ONLY
Account or other number by which creditor identifies debtor	Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim dated _____	
1 Basis for Claim <input type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input checked="" type="checkbox"/> Other Rejection Damages	<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. 1114(a) <input type="checkbox"/> Wages salaries, and compensation (fill out below) Your SS# _____ Unpaid compensation for services performed from _____ to _____ (date) (date)	THIS SPACE IS FOR COURT USE ONLY
2 Date debt was incurred September 30, 2003	3 If court judgment, date obtained	
4 Total Amount of Claim at Time Case Filed \$ 229,065.64 If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below <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		THIS SPACE IS FOR COURT USE ONLY
5 Secured Claim <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right to setoff) Brief Description of Collateral <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral \$ _____ Amount of arrearage and other charges at time case filed included in secured claim, if any \$ _____	6 Unsecured Priority Claim Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim <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 U.S.C. § 507(a)(3) <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4) <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 U.S.C. § 507(a)(6) <input type="checkbox"/> Alimony maintenance or support owed to a spouse former spouse or child - 11 U.S.C. § 507(a)(7) <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(4) Other Specify applicable paragraph of 11 U.S.C. § 507(a)(1) *Amounts are subject to adjustment on 4/1/04 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment	
7 Credits The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim	THIS SPACE IS FOR COURT USE ONLY	
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	FILED OCT 31 2003 BMC Filing Companies Claim  14766	
9 Date-Stamped Copy To receive an acknowledgment of the filing of your claim enclose a stamped, self-addressed envelope and copy of this proof of claim.		
Date 10/30/03	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) A. Rosenblatt Paralegal	
Penalty for presenting fraudulent claim Fine of up to \$500,000 or imprisonment for up to 5 years or both		

Regency Centers, L.P Rejection Damage Claim

Petition Date April 1, 2003
Rejection Date September 30, 2003
Lease Expiration Date September 30, 2005

Monthly Rent, CAM, Taxes, Ins and State Taxes \$13,493 22

I Remaining Lease Obligation from the Petition Date (See attached spreadsheet)

2003	\$121,438 98
2004	\$161,920 64
2005	\$121,436 98

Total remaining lease obligation \$404,796 60

II Critical Figures for the Calculation

1 year's rent	\$161,920 64
3 years' rent	\$485,761 92
15% remaining term	\$ 60,719 49

11 U S C § 502(b)(6) Calculation

Greater of 1 year's rent or 15% of remaining term of lease = \$161,920 64

Plus Unpaid Prepetition Rent and Other Charges

\$67 145 00

See attached documents

- a) Gorman Roofing Services, Inc - Roof Repair Estimate \$55,000
- b) Watermasters - Water Pump Repair Estimate - \$12,145 00

TOTAL PROOF OF CLAIM· \$229,065 64

1 T bills or U S. certificates, to U S Trustee and see if we an
2 arrive at something that the U.S Trustee will find acceptable
3 So we're going to pass that to the October 20th date, Your
4 Honor, and try to resolve it in the interim

5 THE COURT: All right

6 MR WYNNE Thank you, Your Honor And, Your Honor,
7 if I may be excused. I was going to go discuss the --

8 THE COURT: That's fine

9 MR WYNNE: -- the prior matter Thank you, Your
10 Honor

11 MR STANG. Your Honor, number 42, the motion of
12 Regency Centers to compel assumption and rejection We have
13 resolved this matter

14 MR KUNZ. Good afternoon, Your Honor Carl Kunz on
15 behalf of Regency Centers, LP I think we can put a statement
16 on the record that we'll resolve this if I can

17 THE COURT All right

18 MR STANG Your Honor, the debtors are going to
19 reject the lease at Regency Centers or Regency Centers' lease
20 of Sayre Drive in Scottsdale, Arizona, effective September 30,
21 a couple days ago The debtor is -- will abandon all interests
22 in anything still located on the property or in the premises,
23 and that Regency Centers will have 30 days from today, October
24 2nd, to file a rejection damage claim

25 Your Honor, in addition, C&S will have -- the

1 purchaser will have until October 31, 2003 to investigate and
2 resolve any issues regarding any items left on the premises,
3 FF&E in particular, either by abandoning or auctioning that --
4 those items, so that the facility will be empty as of October
5 31st

6 I guess the Committee had a concern that somehow the
7 debtors' abandonment of the FF&E would affect C&S's ability to
8 do that, but the agreement with C&S is they will have basically
9 a 30-day look during the month of October with the idea that
10 whatever's left in the premises on the 31st or on November 1st
11 is being abandoned.

12 THE COURT All right

13 MR KUNZ And I would just ask C&S and the Committee
14 also to confirm their agreements to that

15 MR STANG Your Honor, Mr Stang. I'd like to
16 confirm the debtors' agreement

17 MR COBB Richard Cobb on behalf of C&S Yes, Your
18 Honor, that's our agreement

19 THE COURT Committee agree?

20 MR FOURNIER Your Honor, the Committee agrees as
21 well

22 THE COURT All right

23 MR STANG Thank you, Your Honor Next, Your Honor,
24 is agenda number 42 (sic), the motion of Sante Fe Square Income
25 Investors I understand that motion has been withdrawn

ABCO Foods Store #405
Paseo Village Shopping Center
Lease #61704 Tenant #335774
Accelerated Rent Schedule
Lease Dates 9/22/75 - 9/30/05

Month	BASE	CAM	TAX	INS	MSNT	STAX	LATE	SECD	Monthly Totals	Cumulative Total
May 03					262 00			0 00	\$0 00	\$0 00
May 03	(Dock Flood)								\$262 00	\$262 00
Jul 03	(2nd Qtr 2003)	3 893 36				73 97			\$3 967 33	\$4 229 33
Aug 03		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$17 722 55
Sep 03		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$31 215 77
Oct 03		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$44 708 99
Nov-03		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$58 202 21
Dec 03		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$71 695 43
Jan 04		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$85 188 65
Feb 04		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$98 681 87
Mar 04		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$112 175 09
Apr 04		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$125 668 31
May 04		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$139 161 53
Jun 04		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$152 654 75
Jul 04		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$166 147 97
Aug 04		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$179 641 19
Sep 04		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$193 134 41
Oct-04		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$206 627 63
Nov 04		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$220 120 85
Dec 04		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$233 614 07
Jan 05		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$247 107 29
Feb 05		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$260 600 51
Mar-05		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$274 093 73
Apr 05		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$287 586 95
May 05		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$301 080 17
Jun 05		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$314 573 39
Jul 05		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$328 066 61
Aug 05		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$341 559 83
Sep 05		7 589 63	1 765 00	3 431 00	456 00	251 59			\$13 493 22	\$355 053 05
TOTALS		197,330 38	49 783 36	89 206 00	11 856 00	262 00	6 615 31		355 053 05	

612-
72, 2002



June 3, 2003

John Romero
Regency Investment Corporation
1699 S Colorado, Unit M
Denver, CO 80222

RE: Dale's Marketplace @ Pasco Village

Dear John,

Thank you for your continued consideration of Gorman Roofing Services, Inc for your roofing needs. As you know, we strive to provide the highest level of customer service in addition to providing quality roofing maintenance and installation. Per our conversations regarding the discovery of asbestos containing building materials within the roof envelope of the Dale's Marketplace during the Phase 1 inspection we submit this letter to provide a detail of options to be considered.

AVAILABLE OPTIONS

- 1) Remove the existing roofing membrane & replace with new roofing system
- 2) Install new rigid spray polyurethane foam roofing system to envelope the existing roofing materials

PROPOSED INVESTMENT VALUES (WITH BRIEF DESCRIPTION)

ORIGINAL PROPOSAL

\$33,990.00

Install nominal 1" of SPF with acrylic elastomer coating membrane. Envelope existing roofing material. Ten (10) year warranty.

ORIGINAL PROPOSAL (ADD ROOF REMOVAL)

\$55,000.00

Install nominal 1" of SPF with acrylic elastomer coating membrane. Remove and properly dispose of existing roofing materials. Ten (10) year warranty.

ENHANCED INSTALLATION

\$53,000.00

Install nominal 1.5" of SPF with silicone elastomer coating membrane. Envelope existing roofing material. Ten (10) year warranty.

DISCUSSION

The existence of asbestos containing materials in the roof membrane does not provide absolute necessity to remove the existing roofing materials (especially Category I, non-friable). However, given the same, it is advisable to install a roofing system that will prevent the eventual necessity of roofing removal.

There is significant experience within roofing construction to verify that the installation of a quality, sprayed polyurethane foam (SPF) insulation system with elastomer coating will prevent the necessity for roofing removal. The elastomer coating membrane is designed to provide lasting UV protection to the SPF insulation and largely, determines the longevity of the system. Experience has shown that silicone coatings provide the most durable and sustainable protection. These coatings do not wear or require maintenance to the extent of the other systems (including acrylic coatings). The silicone elastomer coating also provides other significant and additional benefits over other systems that make it more desirable.

RECOMMENDATION

Given the facts at hand, I recommend the "ENHANCED INSTALLATION" described above. This installation will provide a roofing system that will not only provide the envelope and waterproof characteristic desired, but should have an effective life-cycle in excess of 20 years with little-to-no maintenance. The scope of work for the installation quoted will closely mirror that submitted in my original proposal—with adjustments for the silicone coating, added SPF thickness, and the additional installation of roofing granules.

Thank you again for considering Gorman Roofing Services, Inc. We appreciate the opportunity to work with you on this project, and look forward to a highest quality experience regardless of the chosen option. Please contact me for additional information, with any questions, or to discuss scheduling. Also, I am available for a meeting with any and all affected parties to discuss this project, my recommendation, or any other subject related to this correspondence.

Best regards,



Michael A. Coultrap
Accounts Manager