



UNITED STATES BANKRUPTCY COURT For the District of Delaware	PROOF OF CLAIM
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In re Fleming Companies, Inc , et al	Case Number 03-10945 (MFW)
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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.

Creditor Name (Person or entity debtor owes) Dykema Gossett PLLC Address Line 1 400 Renaissance Center Address Line 2 Detroit, MI. 48243 Address Line 3 Attn. Robert J. Franzinger City ST ZIP	<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.
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REC'D NOV 06 2003

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ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR Client Number 86114	<input type="checkbox"/> replaces a previously filed claim dated _____ <input type="checkbox"/> amends
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1 BASIS FOR CLAIM <input type="checkbox"/> Goods sold <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input checked="" type="checkbox"/> Services performed <input type="checkbox"/> Taxes <input type="checkbox"/> Wages, salaries, and compensation (Fill out below) <input type="checkbox"/> Money loaned <input type="checkbox"/> Other (Describe Briefly) <p style="font-size: 8pt;">Your social security No _____ Unpaid compensation for services performed from _____ to _____ (date) (date)</p>	2 Date Debt Incurred (MMDDYY) <table style="width:100%; border: 1px solid black;"> <tr> <td style="width:33%; height: 20px;"></td> <td style="width:33%; height: 20px;"></td> <td style="width:33%; height: 20px;"></td> </tr> </table> 3 If Court Judgment, Date Obtained <table style="width:100%; border: 1px solid black;"> <tr> <td style="width:33%; height: 20px;"></td> <td style="width:33%; height: 20px;"></td> <td style="width:33%; height: 20px;"></td> </tr> </table>						

4 CLASSIFICATION OF CLAIM Under the Bankruptcy Code all claims are classified as one or more of the following: (1) Unsecured nonpriority (2) Unsecured Priority, (3) Secured. It is possible for part of a claim to be in one category and part in another. CHECK THE APPROPRIATE BOX OR BOXES that best describe your claim and STATE THE AMOUNT OF THE CLAIM AT TIME CASE FILED.

<input type="checkbox"/> SECURED CLAIM Attach evidence of perfection of security interest. Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other (Describe briefly) <p style="font-size: 8pt;">Amount of arrearage and other charges at time case filed included in secured claim above if any \$ _____</p>	<input type="checkbox"/> UNSECURED PRIORITY CLAIM - Specify the priority of the claim. <input type="checkbox"/> Wages, salaries, or commissions (up to \$4,650) earned not more than 90 days before filing of the bankruptcy petition or cessation of the debtor a 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"/> Taxes or penalties of governmental units 11 U.S.C. § 507(a)(7) <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a) _____
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UNSECURED NONPRIORITY CLAIM
 A claim is unsecured if there is no collateral or lien on property of the debtor securing the claim or to the extent that the value of such property is less than the amount of the claim.

5 AMOUNT OF CLAIM AT TIME CASE FILED

<table style="width:100%; border-collapse: collapse;"> <tr> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> </tr> </table> (Secured)												<table style="width:100%; border-collapse: collapse;"> <tr> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> </tr> </table> 4 3 8 5 5 0 (Unsecured Nonpriority)												<table style="width:100%; border-collapse: collapse;"> <tr> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> <td style="width:20px; height: 20px;"></td> </tr> </table> (Unsecured Priority)											

Check this box if claim includes charges in addition to the principal amount of the claim. Attach itemized statement of all additional charges.

6 CREDITS AND SETOFFS The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. In filing this claim claimant has deducted all amounts that claimant owes to debtor.

7 SUPPORTING DOCUMENTS Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments or evidence of security interests. If the documents are not available explain. If the documents are voluminous attach a summary.

8 TIME STAMPI D COPY To receive an acknowledgment of the filing of your claim enclosed a stamped, self addressed envelope and copy of this proof of claim.

THIS SPACE IS FOR COURT USE ONLY

Date 10 27 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) DeeDee D Kennard, Controller Michelle L Kennard
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Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both 18 U.S.C. §§ 152 and 3571

Fleming Companies Claim



LAW OFFICES
DYKEMA GOSSETT PLLC
400 RENAISSANCE CENTER
DETROIT, MI 48243
EIN# 38-1446628

RJF

STATEMENT DATE 10/24/03

FLEMING COMPANIES, INC
CRAIG BIRCHETTE
1945 LAKEPOINT DRIVE
LEWISVILLE, TX 75057

CLIENT # 86114

STATEMENT OF ACCOUNT

OUR RECORDS INDICATE THAT AS OF THE ABOVE
DATE THE FOLLOWING CURRENT AND/OR PREVIOUS
MONTHS INVOICES WERE OUTSTANDING

BILL/PAYMENT DATE	BILL NUMBER	ORIGINAL AMOUNT	BALANCE DUE

1 O W D , INC LITIGATION			
10/29/02	892863	269 00	
			269 00
02/26/03	909139	1,343 20	
			1,343 20
03/27/03	913097	2,477 20	
			2,477 20
04/28/03	916327	296 10	
			296 10
		MATTER TOTAL	4,385 50

BALANCE DUE THIS STATEMENT

\$4,385 50

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AGING PERIODS	CURRENT	31 TO	90	91 TO	120	121 AND OVER
	00		00		00	4385 50

LAW OFFICES
DYKEMA GOSSETT PLLC
400 RENAISSANCE CENTER
DETROIT, MI 48243
EIN# 38-1446628

DUE UPON RECEIPT

FLEMING COMPANIES, INC
CRAIG BIRCHETTE
1945 LAKEPOINT DRIVE
LEWISVILLE, TX 75057

OCTOBER 29, 2002
BILL # 892863

RE O W D , INC LITIGATION

SERVICES

<u>DATE</u>	<u>ATTY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
09/10/02	BWJ	TELEPHONE WITH MS BUCHANAN'S OFFICE RE SETTLEMENT	10
09/13/02	BWJ	EXAMINATION OF VOICEMAIL FROM MS BUCHANAN	10
09/18/02	BWJ	PREPARATION OF CASE BUDGET AND REVISED DISCOVERY PLAN, EXAMINATION OF LETTER FROM OWD'S COUNSEL RE SETTLEMENT, CORRESPONDENCE TO MR BIRCHETTE RE SAME	90
09/19/02	BWJ	CORRESPONDENCE TO MR BIRCHETTE RE SETTLEMENT LETTER	10
09/30/02	RJF	ATTENTION TO E-MAIL FROM MR BIRCHETTE ABOUT SETTLEMENT PROCEDURES	20
		TOTAL SERVICES	<u>269 00</u>

INVOICE TOTAL

\$ 269 00

NOTE
INCURRED DISBURSEMENTS NOT APPEARING ON THIS INVOICE WILL BE
BILLED LATER

LAW OFFICES
DYKEMA GOSSETT PLLC

FLEMING COMPANIES, INC
OCTOBER 29, 2002

CLIENT NO 86114
BILL NO 892863
PAGE NO 2

REMIT TO DYKEMA GOSSETT PLLC
400 RENAISSANCE CENTER
DETROIT, MI 48243

TO INSURE PROPER CREDIT, PLEASE RETURN THIS REMITTANCE ADVICE

FLEMING COMPANIES, INC
CRAIG BIRCHETTE
1945 LAKEPOINT DRIVE
LEWISVILLE, TX 75057

CHECK NO	DATE OF CHECK	AMOUNT BILLED	269 00
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		AMOUNT OF CHECK	_____

DO NOT WRITE BELOW THIS LINE--FOR OFFICE USE ONLY

CLIENT NO 86114 FLEMING COMPANIES, INC
MATTER 1 O W D , INC LITIGATION

BILL NO 892863 OCTOBER 29, 2002 DATE RECEIVED _____

DUE UPON RECEIPT

LAW OFFICES
DYKEMA GOSSETT PLLC
400 RENAISSANCE CENTER
DETROIT, MI 48243
EIN# 38-1446628

DUE UPON RECEIPT

FLEMING COMPANIES, INC
CRAIG BIRCHETTE
1945 LAKEPOINT DRIVE
LEWISVILLE, TX 75057

FEBRUARY 26, 2003
BILL # 909139

RE O W D , INC LITIGATION
SERVICES

<u>DATE</u>	<u>ATTY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
01/16/03	BWJ	TELEPHONE WITH MR MURPHY RE COLLAPSE IN SETTLEMENT DISCUSSIONS, TELEPHONE WITH MR BIRCHETTE'S OFFICE, CONFERENCE WITH MR FRANZINGER, CORRESPONDENCE TO MR BIRCHETTE	1 30
01/21/03	BWJ	TELEPHONE WITH OWD'S COUNSEL, TELEPHONE WITH MR BIRCHETTE'S OFFICE	30
01/22/03	BWJ	TELEPHONE WITH MR BIRCHETTE	20
01/23/03	BWJ	CORRESPONDENCE TO MR FRANZINGER	20
01/24/03	BWJ	TELEPHONE WITH MR BIRCHETTE RE CASE STATUS	20
01/27/03	BWJ	EXAMINATION OF MESSAGE FROM MR BIRCHETTE, TELEPHONE WITH MR BIRCHETTE'S OFFICE, EXAMINATION OF PRIOR DISCOVERY REQUESTS FROM OWD	30
01/29/03	BWJ	TELEPHONE WITH MR BIRCHETTE RE CASE STATUS, TELEPHONE WITH MR FRANZINGER RE SAME, TELEPHONE WITH OWD'S COUNSEL, DRAFTING JOINT MOTION TO AMEND SCHEDULE	60
01/29/03	RJF	CONFERENCE WITH MR JEFFERS ABOUT SETTLEMENT STATUS AND STATUS OF MOTION TO EXTEND DISCOVERY	20
01/30/03	BWJ	CORRESPONDENCE TO MR BIRCHETTE RE SETTLEMENT, TELEPHONE WITH MS SCHWARTZ RE DISCOVERY, DRAFTING MOTION FOR EXTENSION OF TIME	1 70
01/30/03	RJF	CONFERENCE WITH MR JEFFERS ABOUT SETTLEMENT AND EXTENSION OF TIME ISSUES	30
01/31/03	BWJ	DRAFTING MOTION TO AMEND THE SCHEDULING ORDER, TELEPHONE WITH MS SCHWARTZ RE SAME, ATTENTION TO FILING SAME	1 00

LAW OFFICES
DYKEMA GOSSETT PLLC

FLEMING COMPANIES, INC
FEBRUARY 26, 2003

CLIENT NO 86114

BILL NO 909139

PAGE NO 2

SERVICES

<u>DATE</u>	<u>ATTY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
		TOTAL SERVICES	1,322 50

DISBURSEMENTS

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
01/31/03	WAYNE COUNTY CIRCUIT COURT - MOTION FEE	20 00
	TELECOMMUNICATIONS	70
	TOTAL DISBURSEMENTS	<u>20 70</u>

INVOICE TOTAL \$ 1,343 20

NOTE
INCURRED DISBURSEMENTS NOT APPEARING ON THIS INVOICE WILL BE
BILLED LATER

LAW OFFICES
DYKEMA GOSSETT PLLC

FLEMING COMPANIES, INC
FEBRUARY 26, 2003

CLIENT NO 86114
BILL NO 909139
PAGE NO 3

REMIT TO DYKEMA GOSSETT PLLC
400 RENAISSANCE CENTER
DETROIT, MI 48243

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FLEMING COMPANIES, INC
CRAIG BIRCHETTE
1945 LAKEPOINT DRIVE
LEWISVILLE, TX 75057

CHECK NO	DATE OF CHECK	AMOUNT BILLED	1,343 20
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		AMOUNT OF CHECK	_____

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CLIENT NO	86114	FLEMING COMPANIES, INC	
MATTER	1	O W D , INC LITIGATION	
BILL NO	909139	FEBRUARY 26, 2003	DATE RECEIVED _____

DUE UPON RECEIPT

LAW OFFICES
DYKEMA GOSSETT PLLC
400 RENAISSANCE CENTER
DETROIT, MI 48243
EIN# 38-1446628

DUE UPON RECEIPT

FLEMING COMPANIES, INC
CRAIG BIRCHETTE
1945 LAKEPOINT DRIVE
LEWISVILLE, TX 75057

MARCH 27, 2003
BILL # 913097

RE O W D , INC LITIGATION

SERVICES

<u>DATE</u>	<u>ATTY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
02/03/03	RJF	ATTENTION TO DEPOSITION NOTICES RECEIVED FROM OPPOSING COUNSEL AND RELATED CONFERENCE WITH MR JEFFERS	20
02/03/03	BWJ	EXAMINATION OF DEPOSITION NOTICES, CONFERENCE WITH MR FRANZINGER RE SAME, CORRESPONDENCE TO MR BIRCHETTE	60
02/04/03	BWJ	EXAMINATION OF OWD'S DOCUMENT REQUESTS AND INTERROGATORIES, DRAFTING LIST OF WITNESSES TO DEPOSE, TELEPHONE WITH MR BIRCHETTE'S OFFICE, CORRESPONDENCE TO MR FRANZINGER	2 10
02/06/03	RJF	TELEPHONE CONFERENCE WITH MESSRS BIRCHETTE AND JEFFERS RE SETTLEMENT AND CASE STRATEGY	70
02/06/03	BWJ	TELEPHONE WITH MR BIRCHETTE AND MR FRANZINGER, DRAFTING DEPOSITION NOTICES, DRAFTING TASK LIST	1 50
02/07/03	RJF	ATTENTION TO E-MAIL FROM MR JEFFERS ABOUT RESULTS OF HEARING TO EXTEND DEADLINES	20
02/07/03	BWJ	PREPARATION FOR AND ATTENDANCE AT HEARING ON MOTION TO ADJOURN DATES, CORRESPONDENCE TO MR BIRCHETTE, CONFERENCE WITH OPPOSING COUNSEL RE ADR OPTIONS	3 10
02/12/03	RJF	CONFERENCE WITH MR JEFFERS ABOUT PLAINTIFF'S PROPOSAL FOR FACILITATION OF CASE	20
02/12/03	BWJ	TELEPHONE WITH MS SCHWARTZ RE FACILITATION, CONFERENCE WITH MR FRANZINGER RE SAME	50

LAW OFFICES
DYKEMA GOSSETT PLLC

FLEMING COMPANIES, INC
MARCH 27, 2003

CLIENT NO 86114

BILL NO 913097

PAGE NO 2

SERVICES

<u>DATE</u>	<u>ATTY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
02/13/03	BWJ	TELEPHONE CONFERENCE WITH MS SCHWARTZ RE FACILITATION AND DISMISSAL OPTIONS	30
02/20/03	BWJ	MULTIPLE TELEPHONE CALLS WITH MS SCHWARTZ RE DISMISSAL OF ACTION AND POSSIBLE FACILITATION	20
02/24/03	BWJ	EXAMINATION OF CORRESPONDENCE FROM MR MURPHY AND PROPOSED STIPULATION TO DISMISS THE CASE, CONFERENCE WITH MR FRANZINGER RE SAME	50
02/26/03	BWJ	TELEPHONE WITH MR MURPHY RE FACILITATION OPTIONS, TELEPHONE WITH MR BIRCHETTE'S OFFICE	90
02/28/03	BWJ	TELEPHONE WITH MR BIRCHETTE RE SETTLEMENT STRATEGY AND OWD'S PROPOSAL TO DISMISS, CONFERENCE WITH MR FRANZINGER	50
TOTAL SERVICES			2,462 50

DISBURSEMENTS

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
01/31/03	MESSENGER FEE-DELIVERY TO WAYNE COUNTY COURT	7 00
01/31/03	MESSENGER FEE-DELIVER BACK TO DYKEMA GOSSETT FROM WAYNE COUNTY COURT	7 00
	TELECOMMUNICATIONS	70
TOTAL DISBURSEMENTS		14 70

INVOICE TOTAL

\$ 2,477 20

LAW OFFICES
DYKEMA GOSSETT PLLC

FLEMING COMPANIES, INC
MARCH 27, 2003

CLIENT NO 86114

BILL NO 913097

PAGE NO 3

NOTE

INCURRED DISBURSEMENTS NOT APPEARING ON THIS INVOICE WILL BE
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LAW OFFICES
DYKEMA GOSSETT PLLC

FLEMING COMPANIES, INC
MARCH 27, 2003

CLIENT NO 86114
BILL NO 913097
PAGE NO 4

REMIT TO DYKEMA GOSSETT PLLC
400 RENAISSANCE CENTER
DETROIT, MI 48243

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FLEMING COMPANIES, INC
CRAIG BIRCHETTE
1945 LAKEPOINT DRIVE
LEWISVILLE, TX 75057

CHECK NO	DATE OF CHECK	AMOUNT BILLED	2,477 20
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		AMOUNT OF CHECK	_____

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CLIENT NO	86114	FLEMING COMPANIES, INC	
MATTER	1	O W D , INC LITIGATION	
BILL NO	913097	MARCH 27, 2003	DATE RECEIVED _____

DUE UPON RECEIPT

LAW OFFICES
 DYKEMA GOSSETT PLLC
 400 RENAISSANCE CENTER
 DETROIT, MI 48243
 EIN# 38-1446628

DUE UPON RECEIPT

FLEMING COMPANIES, INC
 CRAIG BIRCHETTE
 1945 LAKEPOINT DRIVE
 LEWISVILLE, TX 75057

APRIL 28, 2003
 BILL # 916327

RE O W D , INC LITIGATION

SERVICES

<u>DATE</u>	<u>ATTY</u>	<u>DESCRIPTION</u>	<u>HOURS</u>
03/03/03	BWJ	TELEPHONE WITH MR BIRCHETTE RE FACILITATION, TELEPHONE WITH MR MURPHY RE SAME	40
03/05/03	BWJ	EXAMINATION OF CORRESPONDENCE FROM MR MURPHY CORRESPONDENCE TO MR BIRCHETTE RESEARCH RE FACILITATOR	30
03/12/03	BWJ	CORRESPONDENCE TO MR MURPHY RE PROPOSED FACILITATOR	20
03/25/03	BWJ	CORRESPONDENCE TO MR MURPHY RE FACILITATION, TELEPHONE WITH SAME RE SAME, CORRESPONDENCE TO MR BIRCHETTE WITH AN UPDATE ON THE CASE	50
TOTAL SERVICES			280 00

DISBURSEMENTS

<u>DATE</u>	<u>DESCRIPTION</u>	<u>AMOUNT</u>
	TELECOMMUNICATIONS	16 10
	TOTAL DISBURSEMENTS	16 10

INVOICE TOTAL \$ 296 10

LAW OFFICES
DYKEMA GOSSETT PLLC

FLEMING COMPANIES, INC
APRIL 28, 2003

CLIENT NO 86114

BILL NO 916327

PAGE NO 2

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LAW OFFICES
DYKEMA GOSSETT PLLC

FLEMING COMPANIES, INC
APRIL 28, 2003

CLIENT NO 86114

BILL NO 916327

PAGE NO 3

REMIT TO DYKEMA GOSSETT PLLC
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DETROIT, MI 48243

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FLEMING COMPANIES, INC
CRAIG BIRCHETTE
1945 LAKEPOINT DRIVE
LEWISVILLE, TX 75057

CHECK NO _____ DATE OF CHECK _____ AMOUNT BILLED 296 10

AMOUNT OF CHECK _____

DO NOT WRITE BELOW THIS LINE--FOR OFFICE USE ONLY

CLIENT NO 86114 FLEMING COMPANIES, INC
MATTER 1 O W D , INC LITIGATION

BILL NO 916327 APRIL 28, 2003 DATE RECEIVED _____

DUE UPON RECEIPT