

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE		ADMINISTRATIVE CLAIM
In re Fleming Companies, Inc , et al † Debtors	Chapter 11 Case Number Case No 03 10945 (MFW) (Jointly Administered)	
NOTE This form should only be used to make a claim for an administrative expense arising on or after April 1 2003 through and including October 31 2003 IT SHOULD NOT BE USED FOR CLAIMS ARISING PRIOR TO APRIL 1, 2003		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim Attach a copy of statement given 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 this address differs from the address on the envelope sent to you by the court
Name of Creditor and Address ABBILAND FOODS INC PO Box 64 ABBEYSTOED WI 54405		
Creditor Telephone Number (715) 223 6386 x 7213		
CREDITOR TAX ID # 34-1618426	ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR 16500 / 16501 / 16700 / 16702	Check here If this claim <input type="checkbox"/> replaces or <input type="checkbox"/> amends a previously filed claim dated _____
1 BASIS FOR ADMINISTRATIVE CLAIM		
<input checked="" type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Contractual or lease obligations <input type="checkbox"/> Personal injury/wrongful death/property damage <input type="checkbox"/> Taxes <input type="checkbox"/> Other (describe briefly) <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 social security number _____ Unpaid compensation for services performed from _____ to _____ (date) (date)		
2 DATE DEBT WAS INCURRED 4/8/03 - 5/1/03	3 IF COURT JUDGMENT DATE OBTAINED	
4 TOTAL AMOUNT OF ADMINISTRATIVE CLAIM		\$ 9183.56 (Total)
If all or part of your claim is secured, also complete Item 5 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		
5 SECURED CLAIM <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of set off) Brief description of collateral _____ <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Equipment <input type="checkbox"/> Other _____ Value of collateral \$ _____		7 Offsets, Credits and Setoffs <input type="checkbox"/> All payments made on this claim by the Debtors have been credited and deducted from the amount claimed herein <input type="checkbox"/> This claim is not subject to any setoff or counterclaim <input type="checkbox"/> This claim is subject to setoff or counterclaim as follows _____
6 Please identify the Debtor against whom your claim is asserted † FLEMING COMPANIES INC		8 This Administrative Proof of Claim <input checked="" type="checkbox"/> is the first filed proof of claim evidencing the claim asserted herein <input type="checkbox"/> amends/supplements a proof of claim filed on _____ or <input type="checkbox"/> replaces/suspends a proof of claim filed on _____
9 Assignment <input type="checkbox"/> If the claimant has obtained this claim by Assignment a copy is attached hereto		THIS SPACE FOR COURT USE ONLY
DATE SIGNED 12-18-03	SIGN and print the name and title, if any, of the creditor or other person authorized to file this claim (attach power of attorney if any) PAUL HESS COMPTROLLER <i>Paul Hess</i>	FILED DEC 22 2003

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 157

BMC

† Please refer to instructions on reverse side for a complete list of debtors

Fleming Companies Claim



15369



ABBYLAND FOODS, INC

508 E Linden Street, P O Box 69

Abbotsford, Wisconsin 54405

Telephone 715/223-6386

INVOICE	
DATE	NUMBER
05/06/03	0127469

REMIT TO

ABBYLAND FOODS, INC
BOX 88839
MILWAUKEE WI 53288-0839

1½% PER MONTH 18% PER ANNUM
WILL BE APPLIED TO ALL PAST DUE
ACCOUNTS

16700 FLEMING FOODS
MINNEAPOLIS
P O BOX 26680
OKLAHOMA CITY

OK 73126

SHIP TO

16702 FLEMING FOODS
3501 MARSHALL STREET
MINNEAPOLIS MN 55440

ORDER DATE	ORDER NO.	P.O. NO.	SM	TRN	SHIP VIA	TERMS	RTE-SEQ	PAGE
04/30/03	127946	722195	16	INV		NET 7 DAYS	39/001	1
SPECIAL INSTRUCTIONS					SHIPPING COMMENTS			
					612-781-8051			

ITEM NUMBER	QUANTITY	UNIT	DESCRIPTION	PACK/SIZE	WEIGHT	PRICE	EXTENSION
			SEAL #11149/TRLR 251				
301008	30	CS	NATURAL CASING WIENERS	10/14 OZ	262.50	2.6900	706.13
302018	20	CS	OLD FASHION WIENERS	9/2#	360.00	2.4900	896.40
341010	20	CS	SUMMER SAUSAGE	10/1#	200.00	2.1900	438.00
343010	10	CS	BEEF SUMMER SAUSAGE	10/1#	100.00	2.1900	219.00
			SUBTOTAL: 03 RETAIL				2,259.53

IN PALLET REPORT OUT DRIVER

	TOTAL CASES	80	TOTAL WEIGHT	922.50	INVOICE TOTAL	2259.53
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TERMS OF SALE All invoices are due and payable following Monday after date of purchase All goods are sold at weight when packed No allowance for natural shrinkage Please check weight items prices and return if not satisfactory No claims will be allowed after shipment has been accepted Customer must have credit memo for all goods returned

ORIGINAL

DATE 05-MAY-03
TIME 11 24 28

251
ABBYLAND FOODS
CUSTOMER PICKING LIST

PAGE 1
CUELIST

CUST # 16702

TRUCK 39 STOP 1

ORDER# 127946

FLEMING FOODS
3501 MARSHALL STREET

MESSAGES
FO722195

DELIV 04/30/03
ENTRY 04/30/03

MINNEAPOLIS MN 55440
612-781-8051

SLOT WHS	CITY SHP	CITY * ORD	STA	PROD# MANUF #	UNIT SIZE	BRAND	DESCRIPTION	SEQ	OVER
FG003	30			301008	Q 10/14 OZ	ABBY	NATURAL CASING WIENERS	015	6-29
FG003	20			302018	Q 9/2#	ABBY	OLD FASHION WIENERS	020	7-20
FG003	20			341010	Q 10/1#	ABBY	SUMMER SAUSAGE	005	10-27
FG003	10			343010	Q 10/1#	ABBY	BEEF SUMMER SAUSAGE	010	10-5

ORDER # 127946 PIECES 80 CUBES 2 0010 JANE

GRP1 GRP2 GRP3 GRP4 GRP5 GRP6 GRP7 GRP8 GRP9
80

04 30/03
PRINCIPAL ABBYLAND FOODS INC
ACOSTA MINNEAPOLIS

BILL TO FLEMING - MINNEAPOLIS (SP)
P O BOX 26680

OKLAHOMA CITY OK 731260000

SHIP TO FLEMING (MINNEAPOLIS)
3501 MARSHALL STREET N E

MINNEAPOLIS MN 554180000

177946

CUSTOMER# 16702
OUR ORDER NUMBER 6033295

CUSTOMER PO# 722195

SHIP VIA DELIVER 05/06/03

QTY	CODE	DESCRIPTION	PACKED	PRICE	PROMO\$	DEAL#
20	341010	SUMMER SAUSAGE CHUB	10/1 LB	2 19	✓	
10	343010	BEEF SUMMER CHUB	10/1 LB	2 19	✓	
30	301008	NATL CASING WIENERS-	10/14 OZ	2 69	✓	
20	302018	OLD FASH WIENER - CO	9/2 LB	2 49	✓	

TOTAL CASES 80
TOTAL WEIGHT 923
TOTAL DOLLARS 2259 53

SPECIAL INSTRUCTIONS
CFA 612-781-8051

LLLL



ABBYLAND FOODS, INC

508 E Linden Street P O Box 69
Abbotsford Wisconsin 54405

Telephone 715/223-6386

STRAIGHT BILL OF LADING

DATE	NUMBER

RECEIVED subject to the classifications and lawfully filed tariffs in effect on the date of the issue of this Bill of Lading the property described below in apparent good order except as noted (contents and condition of contents of packages unknown) marked consigned and destined as indicated below which said carrier (the word carrier being understood throughout this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination if on its route otherwise to deliver to another carrier on the route to said destination. It is mutually agreed as to each carrier of all or any of said property over all or any portion of said route to destination and as to each party at any time interested in all or any of said property that every service to be performed hereunder shall be subject to all the terms and conditions of the Uniform Domestic Straight Bill of Lading set forth (1) in Uniform Freight Classification in effect on the date hereof if this is a rail or a rail water shipment or (2) in the applicable motor carrier classification or tariff if this is a motor carrier shipment.

Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading including those on the back thereof set forth in the classification or tariff which governs the transportation of this shipment and the said terms and conditions are hereby agreed to by the shipper and accepted for himself and his assigns.

On collect on Delivery shipments the letters COD must appear before consignee's name or as otherwise provided in item 430 Sec 1 Mail or street address of consignee-For purposes of notification only

SOLD TO

SHIP TO

ORDER DATE	ORDER NO.	P.O. NO.	SM	TRN	SHIP VIA	TERMS	RTE-SEQ	PAGE
SPECIAL INSTRUCTIONS					SHIPPING COMMENTS			

ITEM NUMBER	QUANTITY	UNIT	DESCRIPTION	PACK/SIZE	WEIGHT

[Handwritten signature]

Subject to Section 7 of conditions of applicable bill of lading if this shipment is to be delivered to the consignee without recourse on the consignor the consignor shall sign the following statement
The carrier shall not make delivery on this shipment without payment of freight and all other lawful charges

Per _____
(Signature of Consignor)

If charges are to be prepaid write or stamp here To be Prepaid

Received \$ _____
to apply in prepayment of the charges on the property described hereon

Agent or Cashier

Per _____
(The signature here acknowledges only the amount prepaid)

Charges Advanced

\$ _____

		TOTAL CASES ▶		TOTAL WEIGHT ▶	
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SHIPPER COPY

*If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carriers or shipper's weight NOTE Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property
The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding \$ _____ per _____

This is to certify that the above named materials are properly classified described packaged marked and labeled and are in proper condition for transportation according to the applicable regulations of the Department of Transportation
Signature _____

*Mark with X to designate Hazardous Material as defined in the Department of Transportation Regulations Governing Transportation of Hazardous materials The use of this column is an optional method of designating hazardous materials on bills of lading per Section 172.201 and 172.202(b) of the regulations governing the transportation of such materials



ABBYLAND FOODS, INC

508 E Linden Street P O Box 69
 Abbotsford Wisconsin 54405
 Telephone 715/223-6386

INVOICE	
DATE	NUMBER
05/06/03	0127468

REMIT TO

ABBYLAND FOODS, INC
 BOX 88839
 MILWAUKEE WI 53288-0839

1½% PER MONTH 18% PER ANNUM
 WILL BE APPLIED TO ALL PAST DUE
 ACCOUNTS

16700 FLEMING FOODS
 SOLD TO MINNEAPOLIS
 P O BOX 26680
 OKLAHOMA CITY

OK 73126

SHIP TO

16702 FLEMING FOODS
 3501 MARSHALL STREET
 MINNEAPOLIS MN 55440

ORDER DATE	ORDER NO.	P.O. NO.	SM	TRN	SHIP VIA	TERMS	RTE-SEQ	PAGE
05/01/03	127949	722349	16	INV		NET 7 DAYS	39/001	1
SPECIAL INSTRUCTIONS					SHIPPING COMMENTS			
					612-781-8051			

ITEM NUMBER	QUANTITY	UNIT	DESCRIPTION	PACK/SIZE	WEIGHT	PRICE	EXTENSION
			SEAL #11149/TRLR 251				
341010	75	CS	SUMMER SAUSAGE	10/1#	750.00	2.1900	1,642.50
343010	75	CS	BEEF SUMMER SAUSAGE	10/1#	750.00	2.1900	1,642.50
			SUBTOTAL: 03 RETAIL				3,285.00

IN PALLET REPORT OUT DRIVER

<i>[Signature]</i>	TOTAL CASES ▶	150	TOTAL WEIGHT ▶	1,500.00	INVOICE TOTAL ▶	3285.00

TERMS OF SALE All invoices are due and payable following Monday after date of purchase All goods are sold at weight when packed No allowance for natural shrinkage Please check weight items prices and return if not satisfactory No claims will be allowed after shipment has been accepted Customer must have credit memo for all goods returned

ORIGINAL

251

DATE 05-MAY-03
TIME 11 24 28

ABBYLAND FOODS
CUSTOMER PICKING LIST

PAGE 1
CUPLST

CUST # 16702

TRUCK 39 STOP 1

ORDER# 127949

FLEMING FOODS
3501 MARSHALL STREET

MESSAGES
FO722349

DELIV 05/01/03
ENTRY 05/01/03

MINNEAPOLIS MN 55440
612-781-8051

SLOT	QTY	QTY	* STA	PROD#	UNIT	SIZE	BRAND	DESCRIPTION	SEQ	OVER
WHS	SHR	ORD		MANUF #						
FG003	75			341010	CS	10/1#	ABBY	SUMMER SAUSAGE	005	10-27
FG003	75			343010	CS	10/1#	ABBY	BEEF SUMMER SAUSAGE	010	10-5

ORDER # 127949 PIECES 150 CUBES 10 0050 JANE

GRP1 GRP2 GRP3 GRP4 GRP5 GRP6 GRP7 GRP8 GRP9
150

34/30/03
PRINCIPAL ABBYLAND FOODS INC
ACOSTA MINNEAPOLIS

BILL TO FLEMING - MINNEAPOLIS (SP)
P O BOX 26680
OKLAHOMA CITY OK 731260000

SHIP TO FLEMING (MINNEAPOLIS)
3501 MARSHALL STREET N E
MINNEAPOLIS MN 554180000

127919

CUSTOMER# 16702
OUR ORDER NUMBER 6035478
CUSTOMER PO# 722349

SHIP VIA DELIVER 05/06/03

QTY	CODE	DESCRIPTION	PACKED	PRICE	PROMO\$	DEAL#
75	341010	SUMMER SAUSAGE CHUB	10/1 LB	2 19		
75	343010	BEEF SUMMER CHUB	10/1 LB	2 19		

TOTAL CASES 150
TOTAL WEIGHT 1500
TOTAL DOLLARS 3285 00

SPECIAL INSTRUCTIONS
CFA 612-781-8051

LLLL



ABBYLAND FOODS, INC.

508 E Linden Street, P O Box 69
Abbotsford Wisconsin 54405

Telephone 715/223-6386

STRAIGHT BILL OF LADING

DATE	NUMBER

RECEIVED subject to the classifications and lawfully filed tariffs in effect on the date of the issue of this Bill of Lading the property described below in apparent good order except as noted (contents and condition of contents of packages unknown) marked consigned and destined as indicated below which said carrier (the word carrier being understood throughout this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination if on its route otherwise to deliver to another carrier on the route to said destination It is mutually agreed as to each carrier of all or any of said property over all or any portion of said route to destination and as to each party at any time interested in all or any of said property that every service to be performed hereunder shall be subject to all the terms and conditions of the Uniform Domestic Straight Bill of Lading set forth (1) in Uniform Freight Classification in effect on the date hereof if this is a rail or a rail water shipment or (2) in the applicable motor carrier classification or tariff if this is a motor carrier shipment

Shipper hereby certifies that he is familiar with all the terms and conditions of the said bill of lading including those on the back thereof set forth in the classification or tariff which governs the transportation of this shipment and the said terms and conditions are hereby agreed to by the shipper and accepted for himself and his assigns

On collect on Delivery shipments the letters COD must appear before consignee's name or as otherwise provided in item 430 Sec 1 Mail or street address of consignee For purposes of notification only

SOLD TO

SHIP TO

ORDER DATE	ORDER NO.	P.O. NO.	SM	TRN	SHIP VIA	TERMS	RTE-SEQ	PAGE
SPECIAL INSTRUCTIONS					SHIPPING COMMENTS			

ITEM NUMBER	QUANTITY	UNIT	DESCRIPTION	PACK/SIZE	WEIGHT

Subject to Section 7 of conditions of applicable bill of lading if this shipment is to be delivered to the consignee without recourse on the consignor the consignor shall sign the following statement
The carrier shall not make delivery on this shipment without payment of freight and all other lawful charges

Per _____
(Signature of Consignor)

If charges are to be prepaid write or stamp here To be Prepaid

Received \$ _____
to apply in prepayment of the charges on the property described hereon

Agent or Cashier

Per _____
(The signature here acknowledges only the amount prepaid)

Charges Advanced

\$ _____

		TOTAL CASES ▶		TOTAL WEIGHT ▶	
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SHIPPER COPY

★If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carrier's or shipper's weight NOTE Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property

The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding

\$ _____

per _____

Signature _____

This is to certify that the above named materials are properly classified described packaged marked and labeled and are in proper condition for transportation according to the applicable regulations of the Department of Transportation

★Mark with X to designate Hazardous Material as defined in the Department of Transportation Regulations Governing Transportation of Hazardous materials The use of this column is an optional method of designating hazardous materials on bills of lading per Section 172.201 and 172.202(b) of the regulations governing the transportation of such materials



ABBYLAND FOODS, INC

508 E Linden Street, P O Box 69
 Abbotsford, Wisconsin 54405
 Telephone 715/223-6386

INVOICE	
DATE	NUMBER
05/01/03	0127378

REMIT TO

ABBYLAND FOODS INC
 BOX 88839
 MILWAUKEE, WI 53288-0839

1½% PER MONTH 18% PER ANNUM
 WILL BE APPLIED TO ALL PAST DUE
 ACCOUNTS

16700 FLEMING FOODS
 SOLD TO MINNEAPOLIS
 P O BOX 26680
 OKLAHOMA CITY

OK 73126

16702 FLEMING FOODS
 SHIP TO 3501 MARSHALL STREET
 MINNEAPOLIS MN 55440

ORDER DATE	ORDER NO.	P.O. NO.	SM	TRN	SHIP VIA	TERMS	RTE-SEQ	PAGE
04/08/03	127424	716509	16	INV		NET 7 DAYS	18/001	1
SPECIAL INSTRUCTIONS					SHIPPING COMMENTS			
					612-781-8051			

ITEM NUMBER	QUANTITY	UNIT	DESCRIPTION	PACK/SIZE	WEIGHT	PRICE	EXTENSION
			TRLR#228/SEAL#11081				
301008	10	CS	NATURAL CASING WIENERS	10/14 OZ	87.50	2.6900	235.38
302008	60	CS	OLD FASHION WIENERS	10/14 OZ	525.00	2.6900	1,412.25
302018	20	CS	OLD FASHION WIENERS	9/2#	360.00	2.4900	896.40
341010	20	CS	SUMMER SAUSAGE	10/1#	200.00	2.1900	438.00
343010	30	CS	BEEF SUMMER SAUSAGE	10/1#	300.00	2.1900	657.00
			SUBTOTAL: 03 RETAIL				3,639.03

IN PALLET REPORT OUT DRIVER

TOTAL CASES	140	TOTAL WEIGHT	1,472.50	INVOICE TOTAL	3639.03
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TERMS OF SALE All invoices are due and payable following Monday after date of purchase All goods are sold at weight when packed No allowance for natural shrinkage Please check weight items prices and return if not satisfactory No claims will be allowed after shipment has been accepted Customer must have credit memo for all goods returned

ORIGINAL

DATE 30-APR-03
TIME 09 42 05

ABBYLAND FOODS
CUSTOMER PICKING LIST

PAGE 1
CUPLST

CUST # 16702

TRUCK ~~15~~ STOP 1

ORDER# 127424

FLEMING FOODS
3501 MARSHALL STREET

MESSAGES
PO716509

DELIV 04/08/03
ENTRY 04/08/03

MINNEAPOLIS MN 55440
612-781-8051

SLOT	QTY	QTY	* STA	PROD#	UNT	SIZE	BRAND	DESCRIPTION	SEQ	OVER
WHS	SHR	ORD		MANUF #						
FG003	10			301008	CS	10/14 OZ	ABBY	NATURAL CASING WIENERS	015	6-25 6-28
FG003	60			302008	CS	10/14 OZ	ABBY	OLD FASHION WIENERS	025	6-15
FG003	20			302018	CS	9/2#	ABBY	OLD FASHION WIENERS	020	2-15 / 7-21
FG003	20			341010	CS	10/1#	ABBY	SUMMER SAUSAGE	005	10-27
FG003	30			343010	CS	10/1#	ABBY	BEEF SUMMER SAUSAGE	010	10-5

ORDER # 127424 PIECES 140 CUBES 3 3350 JANE

GRP1 GRP2 GRP3 GRP4 GRP5 GRP6 GRP7 GRP8 GRP9
140

04/08/03
PRINCIPAL ABBYLAND FOODS INC
ACOSTA MINNEAPOLIS

BILL TO FLEMING - MINNEAPOLIS (SP)
P O BOX 26680

OKLAHOMA CITY OK 731260000

SHIP TO FLEMING (MINNEAPOLIS)
3501 MARSHALL STREET N E

MINNEAPOLIS MN 554180000

CUSTOMER# 16702
OUR ORDER NUMBER 5945624
CUSTOMER PO# 716509

SHIP VIA DELIVER 04/15/03

QTY	CODE	DESCRIPTION	PACKED	PRICE	PROMO\$	DEAL#
20	341010	SUMMER SAUSAGE CHUB	10/1 LB	2 19		
30	343010	BEEF SUMMER CHUB	10/1 LB	2 19		
10	301008	NATL CASING WIENERS-	10/14 OZ	2 69		
20	302018	OLD FASH WIENER - CO	9/2 LB	2 49		
60	302008	OLD FASH WIENER - CO	10/14 OZ	2 69		

TOTAL CASES 140
TOTAL WEIGHT 1473
TOTAL DOLLARS 3639 03

SPECIAL INSTRUCTIONS
CFA 612-781-8051

LLLL

27424

A



ABBYLAND FOODS, INC

508 E Linden Street, P O Box 69
 Abbotsford, Wisconsin 54405
 Telephone 715/223-6386

STRAIGHT BILL OF LADING

DATE	NUMBER

RECEIVED subject to the classifications and lawfully filed tariffs in effect on the date of the issue of this Bill of Lading the property described below in apparent good order except as noted (contents and condition of contents of packages unknown) marked consigned and destined as indicated below which said carrier (the word carrier being understood throughout this contract as meaning any person or corporation in possession of the property under the contract) agrees to carry to its usual place of delivery at said destination if on its route otherwise to deliver to another carrier on the route to said destination It is mutually agreed as to each carrier of all or any of said property over all or any portion of said route to destination and as to each party at any time interested in all or any of said property that every service to be performed hereunder shall be subject to all the terms and conditions of the Uniform Domestic Straight Bill of Lading set forth (1) in Uniform Freight Classification in effect on the date hereof if this is a rail or a rail water shipment or (2) in the applicable motor carrier classification or tariff if this is a motor carrier shipment

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On collect on Delivery shipments the letters COD must appear before consignee's name or as otherwise provided in item 430 Sec 1 Mail or street address of consignee For purposes of notification only

SOLD TO

SHIP TO

ORDER DATE	ORDER NO.	P.O. NO.	SM	TRN	SHIP VIA	TERMS	RTE-SEQ	PAGE
SPECIAL INSTRUCTIONS					SHIPPING COMMENTS			

ITEM NUMBER	QUANTITY	UNIT	DESCRIPTION	PACK/SIZE	WEIGHT

*Rec By's
 M.E.M.
 4/30/03*

*Ken Miller M.E.M.
 2 - Pallets - Rec
 2 - Pallets - Return.*

Subject to Section 7 of conditions of applicable bill of lading if this shipment is to be delivered to the consignee without recourse on the consignor the consignor shall sign the following statement
 The carrier shall not make delivery on this shipment without payment of freight and all other lawful charges

Per _____
 (Signature of Consignor)

If charges are to be prepaid write or stamp here "To be Prepaid"

Received \$ _____
 to apply in prepayment of the charges on the property described hereon

Agent or Cashier

Per _____
 (The signature here acknowledges only the amount prepaid)

Charges Advanced

\$ _____

TOTAL CASES ▶	TOTAL WEIGHT ▶
---------------	----------------

SHIPPER COPY

*If the shipment moves between two ports by a carrier by water the law requires that the bill of lading shall state whether it is carrier's or shipper's weight NOTE Where the rate is dependent on value shippers are required to state specifically in writing the agreed or declared value of the property

The agreed or declared value of the property is hereby specifically stated by the shipper to be not exceeding \$ _____ per _____

This is to certify that the above named materials are properly classified described packaged marked and labeled and are in proper condition for transportation according to the applicable regulations of the Department of Transportation

*Mark with X to designate Hazardous Material as defined in the Department of Transportation Regulations Governing Transportation of Hazardous materials The use of this column is an optional method of designating hazardous materials on bills of lading per Section 172.201 and 172.202(b) of the regulations governing the transportation of such materials

**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 September 1, 2005, document(s) were appended to Claim Number **15369** for the following reason(s)

- Stipulation and Settlement Agreement
- New Supporting Documents
- Change of Address Request dated ###
- Proof of payment dated 8/31/05
- Other Docket Number ###

Fleming Companies, Inc - Estate

34647

REFERENCE NO / DESCRIPTION		INVOICE DATE	INVOICE AMOUNT	DISCOUNT TAKEN	AMOUNT PAID
Account Payables - CAP					9,183.56
CHECK DATE	CHECK NUMBER	PAYEE		DISCOUNTS TAKEN	CHECK AMOUNT
8/31/05	34647	ABBYLAND FOODS			\$9,183.56

THE BACKGROUND OF THIS DOCUMENT IS PRINTED IN COLORED INK

Fleming Companies, Inc - Estate

Phone: 405 841.5780
5701 North Shattel
Oklahoma City OK 73118

JPMorgan Chase Bank
New York Controlled Disbursements

34647

1-2
210


CHECK #	DATE	AMOUNT
34647	Aug 31, 2005	*****\$9,183.56

Nine Thousand One Hundred Eighty-Three and 56/100 Dollars

Memo

PAY
TO THE
ORDER
OF

ABBYLAND FOODS
BOX 68639
MILWAUKEE, WI 53288


Authorized Signature