

EXHIBIT 1

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

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

**DEBTORS' FIFTH SUPPLEMENTAL REPORT OF CLAIMS
UNDER THE PERISHABLE AGRICULTURAL COMMODITIES ACT,
7 U.S.C. § 499a ET SEQ., THE PACKERS AND STOCKYARDS ACT,
7 U.S.C. § 181 ET SEQ., AND SIMILAR STATE STATUTES**

The Debtors² hereby submit their Fifth Supplemental Report of Claims under the Perishable Agricultural Commodities Act, 7 U.S.C. § 499a et seq., the Packers and Stockyards Act, 7 U.S.C. § 181 et seq., and similar state statutes (the "Fifth Supplemental PACA Report") pursuant to the Order Requiring Segregation of Funds to Cover Certain PACA Claims and Authorizing Procedures for Reconciliation and Payment of Valid Claims Under the Perishable Agricultural Commodities Act and the Packers and Stockyard Act (the "PACA Order").

Jurisdiction and Procedural History

1. The Court has jurisdiction over this matter under 28 U.S.C. § 1334. This is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2)(N). Venue of these chapter 11 cases in this district is proper under 28 U.S.C. §§ 1408 and 1409.

Background

2. On April 1, 2003 (the "Petition Date"), the Debtors filed their respective voluntary petitions for relief under chapter 11 of the Bankruptcy Code (the "Chapter 11 Cases"). The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these cases. An official committee of unsecured creditors (the "Committee") was appointed on April 14, 2003.

3. On May 6, 2003, the Court entered the PACA Order.

4. On June 16, 2003, the Debtors filed their PACA Report. The Debtors have made all payments required under the PACA Report.

¹ 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.

² Capitalized terms used but not defined herein are as defined in the PACA Order.

5. On July 16, 2003, the Debtors filed their First Supplemental PACA Report. The Debtors have made all payments required under the First Supplemental PACA Report.

6. On August 18, 2003³, the Debtors filed their Second Supplemental PACA Report. The Debtors have made all payments required under the Second Supplemental PACA Report.

7. On September 16, 2003, the Debtors filed their Third Supplemental PACA Report. The Debtors have made all payments required under the Third Supplemental PACA Report.

8. On October 16, 2003, the Debtors filed their Fourth Supplemental PACA Report. The Debtors have made all payments required under the Fourth Supplemental PACA Report.

The Report

9. Pursuant to the procedures established by the PACA Order, the Debtors file their Fifth Supplemental PACA Report, a copy of which is attached hereto as Exhibit 1.

10. Consistent with the PACA Order, the Fifth Supplemental PACA Report includes (a) PACA Claims, if any, and the amount thereof which, after good faith review and evaluation, are deemed valid and entitled to payment in accordance with applicable law, (b) PACA Claims, or any portion thereof, deemed disputed or invalid according to applicable law and stating in detail the legal or factual basis for the such listing,⁴ (c) PACA Claims that have not been reconciled by the Debtors, and (d) PACA Claims, if any, that have been paid prior to the filing of the PACA Report as well as (i) PACA Claims that remain unpaid, (ii) PACA Claims subject to a previous Objection that have not been resolved, (iii) Objections resolved since the previous Report, (iv) PACA Claims asserted since the filing of the previous Report ("New PACA Claims") and the status of the Debtors' review of those Claims,⁵ and (v) Objections, if any, to New PACA Claims.

11. Since the filing of the PACA Report, the Debtors have received numerous responses to the PACA Report and to Supplemental Reports (the "Responses").⁶

12. The Debtors have exchanged correspondence and held discussions with the responding parties in attempts to resolve the issues raised in the Responses and continue to do so. The status of the resolution of any Responses has been incorporated into in this Fifth Supplemental PACA Report.⁷

³ August 16th fell on a Saturday.

⁴ Given that the Debtors are nearing the end of the reconciliation process, following the filing of this Report, the Debtors will continue their process of contacting each Claimant with either a disputed or unreconciled amount in an attempt to fully and finally resolve such Claim. If attempts at resolution are unsuccessful, the Debtors will generate a detailed Report setting forth the basis for their objection and the objection deadline for such Claimants will be 10 calendar days from the date on which such the PACA-ineligible Report is received by such Claimant. The PACA-ineligible Report will be deemed "received" as of the next business day following the date on which the PACA-ineligible Report is sent if submission is by facsimile, email or overnight mail and three business days following the date on which the PACA-ineligible Report is sent if submission is by regular mail. Any Vendor desiring to further discuss the PACA-ineligible Report following receipt and review will be asked to contact Charles Cipione at 972-906-8108 or by email at ccipione@alixpartners.com.

⁵ All newly filed Claims since the filing of the PACA Report (including the status of the Debtors' reconciliation of such claims) are listed on this Fifth Supplemental PACA Report.

⁶ To the extent any party has filed a Response and wishes to rely on such Response as and for its response to this Fifth Supplemental PACA Report, such party may do so, and need not file a separate objection, by sending an email to pmyers@kirkland.com referencing the Fourth Supplemental PACA Report, stating the name of the objecting party and stating the docket number of such objection that will be relied upon.

⁷ Any responding party wishing to discuss their Response in greater detail may contact Steven R. Kotarba at 312-861-2193, or by email at skotarba@kirkland.com

(Continued...)

13. The Fifth Supplemental PACA Report is based on the Debtors' books and records and information provided by the Vendors as of the date hereof. The Debtors reserve the right to modify the Report and/or interpose new objections upon the receipt of new or corrected information.

Notice

14. Notice of this Report has been given to (a) the United States Trustee, (b) counsel to the Lenders, (c) the Vendors, (d) counsel to the Committee, and (e) all entities who have filed a notice of appearance and request for service in these cases pursuant to Bankruptcy Rule 2002. The Debtors submit such notice is adequate and appropriate under the circumstances and is in compliance with the PACA Order.

Wilmington, Delaware

Dated: November 25, 2003

Respectfully submitted,

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EXHIBIT 1

**Fleming Companies
PACA/PASA Summary
November 17, 2003**

Claimant	Assertion	PACA Eligible	PACA Ineligible	Unreconciled	Payments To Date	Proposed Payment	Disallowed
A & Z Produce	\$50,413.15	\$46,559.65	\$3,853.50	\$0.00	\$46,559.65		\$3,853.50
A Duda & Sons Inc	\$68,785.31	\$60,507.90	\$8,277.41	\$0.00	\$60,507.90		\$8,277.41
A. V. Thomas Produce	\$68,109.61	\$66,122.40	\$1,987.21	\$0.00	\$66,122.40		\$1,987.21
AG Transportation Marketing Co Inc	\$1,350.76	\$1,350.76	\$0.00	\$0.00	\$1,350.76		\$0.00
Akea Farms Inc	\$20,829.85	\$19,454.91	\$1,374.94	\$0.00	\$19,454.91		\$1,374.94
All State Packers Inc	\$48,059.50	\$48,059.50	\$0.00	\$0.00	\$48,059.50		\$0.00
Altar Produce LLC	\$2,934.79	\$2,769.95	\$164.84	\$0.00	\$2,769.95		\$164.84
American Farms Produce Inc	\$106,493.60	\$0.00	\$106,493.60	\$0.00	\$0.00		\$106,493.60
An Hua Chen	\$3,171.25	\$3,171.25	\$0.00	\$0.00	\$3,171.25		\$0.00
Andes River Marketing Corp	\$232,871.20	\$230,355.20	\$2,516.00	\$0.00	\$230,355.20		\$2,516.00
Andrew & Williamson	\$246,693.90	\$220,277.60	\$23,576.30	\$2,840.00	\$220,277.60		\$2,840.00
APB Inc dba Tavilla Sales Co of Los Angeles	\$31,990.60	\$31,500.60	\$490.00	\$0.00	\$31,500.60		\$490.00
Apio Inc	\$36,565.90	\$33,991.04	\$2,574.86	\$0.00	\$33,991.04		\$2,574.86
Apple A Day Fruits Inc	\$13,750.13	\$3,800.00	\$9,950.13	\$0.00	\$3,800.00		\$9,950.13
Avomex Inc	\$27,434.00	\$0.00	\$27,434.00	\$0.00	\$0.00		\$27,434.00
B Cataloni	\$7,332.50	\$7,332.50	\$0.00	\$0.00	\$7,332.50		\$0.00
Bailey Farm	\$23,976.00	\$15,480.00	\$8,496.00	\$0.00	\$15,480.00		\$8,496.00
Banacol Marketing Corp	\$150,102.45	\$150,102.45	\$0.00	\$0.00	\$142,517.45	\$7,585.00	\$0.00
Banner Mountain Sprouts	\$8,994.24	\$7,473.24	\$1,521.00	\$0.00	\$7,473.24		\$1,521.00
Barber Produce, Inc	\$33,900.00	\$30,300.00	\$3,600.00	\$0.00	\$30,300.00		\$3,600.00
Bay Area Produce Incorporated	\$174,288.91	\$165,906.75	\$8,382.16	\$0.00	\$165,906.75		\$8,382.16
Bee Sweet Citrus Inc	\$55,875.85	\$47,065.87	\$8,809.98	\$0.00	\$47,065.87		\$8,809.98
Bengard Marketing Inc	\$18,832.95	\$18,832.95	\$0.00	\$0.00	\$18,832.95		\$0.00
Birds Eye Foods	\$763,160.48	\$723,225.04	\$39,935.44	\$0.00	\$723,225.04		\$39,935.44
Blazer Wilkinson, LLC	\$42,827.97	\$42,545.79	\$282.18	\$0.00	\$42,545.79		\$282.18
Bonita Pacific Fruit Inc	\$71,188.60	\$68,981.35	\$2,207.25	\$0.00	\$68,167.45	\$813.90	\$2,207.25
Borg Produce/Pacific Trellis	\$636,511.39	\$589,717.73	\$46,793.66	\$0.00	\$589,717.73		\$46,793.66
Borton & Sons Inc	\$10,131.89	\$10,097.08	\$34.81	\$0.00	\$10,097.08		\$34.81
Boskovich Farms	\$84,177.75	\$79,648.35	\$4,529.40	\$0.00	\$79,648.35		\$4,529.40

**Fleming Companies
PACA/PASA Summary
November 17, 2003**

Claimant	Assertion	PACA Eligible	PACA Ineligible	Unreconciled	Payments To Date	Proposed Payment	Disallowed
Brings Co Inc	\$149,107.31	\$141,755.75	\$7,351.56	\$0.00	\$141,755.75		\$7,351.56
Brown & Loe Inc	\$5,538.00	\$5,388.00	\$150.00	\$0.00	\$5,388.00		\$150.00
Buono Foods	\$4,471.89	\$4,323.53	\$148.36	\$0.00	\$4,323.53		\$148.36
Bushel Boy Farms	\$84,309.25	\$84,219.25	\$90.00	\$0.00	\$84,219.25		
BVE Produce Inc	\$5,374.75	\$5,308.75	\$66.00	\$0.00	\$0.00	\$5,308.75	\$66.00
C & C Produce Co Inc	\$448,803.11	\$434,792.97	\$14,010.14	\$0.00	\$434,792.97		\$14,010.14
Caito Foods Service Inc	\$880,175.77	\$835,616.52	\$44,559.25	\$0.00	\$835,616.52		
Cal Fresco LLC	\$7,679.25	\$7,679.25	\$0.00	\$0.00	\$7,679.25		\$0.00
Calavo Growers Inc	\$60,572.00	\$52,771.30	\$7,800.70	\$0.00	\$52,771.30		\$7,800.70
Caldwell Enterprises	\$92,060.32	\$0.00	\$88,620.32	\$3,440.00	\$0.00		
Calfflo Produce Inc	\$21,205.32	\$19,832.94	\$1,372.38	\$0.00	\$19,832.94		\$1,372.38
California Sprouts LLC	\$1,582.00	\$1,582.00	\$0.00	\$0.00	\$1,582.00		\$0.00
Capurro Marketing LLC	\$85,374.09	\$82,044.79	\$3,329.30	\$0.00	\$82,044.79		\$3,329.30
Caribbean Gold Inc	\$1,559.00	\$1,559.00	\$0.00	\$0.00	\$1,559.00		\$0.00
Castellini Company	\$23,139.65	\$15,655.00	\$7,484.65	\$0.00	\$15,655.00		
Cavendish Farms Inc	\$271,950.51	\$0.00	\$271,950.51	\$0.00	\$0.00		
CDS Distributing Inc	\$238,668.16	\$235,356.87	\$3,311.29	\$0.00	\$235,356.87		\$3,311.29
Central American Produce Inc	\$92,402.85	\$92,284.18	\$118.67	\$0.00	\$81,011.25	\$11,272.93	\$118.67
Central Boeki Calif Lt	\$10,560.00	\$10,560.00	\$0.00	\$0.00	\$10,560.00		\$0.00
CH Robinson Co	\$26,806.00	\$4,743.50	\$0.00	\$22,062.50	\$4,743.50		
Chiquita	\$548,326.94	\$548,326.94	\$0.00	\$0.00	\$548,326.94		\$0.00
Christopher Ranch LLC	\$68,511.68	\$66,217.97	\$2,293.71	\$0.00	\$66,217.97		\$2,293.71
Citrus Management Services Inc	\$7,972.41	\$7,972.41	\$0.00	\$0.00	\$7,972.41		\$0.00
Cleugh's Rhubarb Co	\$13,710.45	\$13,710.45	\$0.00	\$0.00	\$13,710.45		\$0.00
Club Fresh	\$795.40	\$0.00	\$0.00	\$795.40	\$0.00		
ColimanPacific Corp	\$54,570.31	\$50,861.55	\$3,708.76	\$0.00	\$50,861.55		\$3,708.76
Collins Brothers Produce Co	\$7,646.00	\$7,646.00	\$0.00	\$0.00	\$0.00	\$7,646.00	\$0.00
Colombia Marketing Corp Inc	\$396,832.90	\$153,499.20	\$82,460.50	\$160,873.20	\$153,499.20		
Concides Foods Inc	\$37,886.67	\$35,475.63	\$2,411.04	\$0.00	\$35,475.63		\$2,411.04

**Fleming Companies
PACA/PASA Summary
November 17, 2003**

Claimant	Assertion	PACA Eligible	PACA Ineligible	Unreconciled	Payments To Date	Proposed Payment	Disallowed
Continental Tomato Packers	\$97,238.50	\$97,238.50	\$0.00	\$0.00	\$97,238.50	\$0.00	\$0.00
Corey Brothers Inc	\$21,371.93	\$21,199.39	\$172.54	\$0.00	\$21,199.39	\$0.00	\$172.54
Corona College Heights	\$50,511.29	\$47,480.11	\$3,031.18	\$0.00	\$47,480.11	\$0.00	\$3,031.18
Cozzini Inc	\$3,333.12	\$0.00	\$3,333.12	\$0.00	\$0.00	\$0.00	\$3,333.12
Crosset Company	\$181,654.96	\$172,770.79	\$8,884.17	\$0.00	\$172,770.79	\$0.00	\$8,884.17
Crown Jewels Marketing	\$59,429.30	\$59,429.30	\$0.00	\$0.00	\$59,429.30	\$0.00	\$0.00
Cruisin' On Inc	\$220,769.75	\$214,252.03	\$6,517.72	\$0.00	\$214,252.03	\$0.00	\$6,517.72
Crystal Farms Refrigerated Distribution Co	\$1,899,870.91	\$1,065,000.00	\$834,870.91	\$0.00	\$1,065,000.00	\$0.00	\$834,870.91
CTB Truck Brokerage	\$940.00	\$0.00	\$940.00	\$0.00	\$0.00	\$0.00	\$0.00
Custom Food Products Inc	\$7,596.00	\$0.00	\$7,596.00	\$0.00	\$0.00	\$0.00	\$7,596.00
Custom Produce Sales	\$14,893.34	\$13,762.88	\$1,130.46	\$0.00	\$13,762.88	\$0.00	\$1,130.46
Dahn Brothers Fresh Herbs	\$25,190.24	\$24,670.18	\$520.06	\$0.00	\$24,670.18	\$0.00	\$520.06
D'Arrigo Brothers Co of California	\$95,358.11	\$87,947.02	\$7,411.09	\$0.00	\$87,947.02	\$0.00	\$7,411.09
Davaian Sales Inc	\$14,782.62	\$6,726.47	\$8,056.15	\$0.00	\$6,726.47	\$0.00	\$8,056.15
Del Monte Corp	\$2,385,068.17	\$5,037.06	\$2,380,031.11	\$0.00	\$5,037.06	\$0.00	\$0.00
Del Monte Fresh Produce Co	\$594,298.83	\$342,538.05	\$0.00	\$251,760.78	\$342,538.05	\$0.00	\$0.00
Del Rey Avocado Co Inc	\$141,001.82	\$136,119.83	\$4,881.99	\$0.00	\$136,119.83	\$0.00	\$4,881.99
Delano Farms	\$98,806.00	\$96,566.00	\$2,240.00	\$0.00	\$96,566.00	\$0.00	\$2,240.00
Denice & Filice Packing	\$18,498.46	\$18,341.92	\$156.54	\$0.00	\$18,341.92	\$0.00	\$156.54
DFI Gold Rush	\$10,415.55	\$9,309.98	\$1,105.57	\$0.00	\$9,309.98	\$0.00	\$1,105.57
Diamond Fruit Growers	\$80,343.67	\$80,343.67	\$0.00	\$0.00	\$80,343.67	\$0.00	\$0.00
Diazteco Co	\$25,790.77	\$25,784.80	\$5.97	\$0.00	\$25,784.80	\$0.00	\$5.97
DiMare Fresh, Inc.	\$377,071.97	\$365,871.59	\$11,200.38	\$0.00	\$365,871.59	\$0.00	\$0.00
Dimetri Gardikas Produce	\$2,360.00	\$0.00	\$2,360.00	\$0.00	\$0.00	\$0.00	\$0.00
Direct Ethnic Marketers	\$7,808.05	\$7,557.73	\$250.32	\$0.00	\$7,557.73	\$0.00	\$250.32
Diversified Citrus Marketing Inc	\$73,015.20	\$70,989.91	\$2,025.29	\$0.00	\$70,989.91	\$0.00	\$2,025.29
Dixie Produce & Packaging Inc	\$62,201.75	\$62,054.75	\$147.00	\$0.00	\$62,054.75	\$0.00	\$147.00
DNE World Fruit Sales	\$263,037.66	\$261,546.90	\$1,490.76	\$0.00	\$261,546.90	\$0.00	\$1,490.76
Dole Food Co Hawaii	\$32,729.87	\$30,955.42	\$1,774.45	\$0.00	\$30,955.42	\$0.00	\$0.00

**Fleming Companies
PACA/PASA Summary
November 17, 2003**

Claimant	Assertion	PACA Eligible	PACA Ineligible	Unreconciled	Payments To Date	Proposed Payment	Disallowed
Dole Fresh Flowers Inc	\$5,983.67	\$0.00	\$5,983.67	\$0.00	\$0.00	\$0.00	\$0.00
Dole Fresh Fruit	\$2,315,976.29	\$2,263,105.76	\$52,870.53	\$0.00	\$2,263,105.76		
Dole Fresh Vegetables Co	\$698,641.99	\$656,451.73	\$42,190.26	\$0.00	\$656,451.73		
Dole Packaged Foods Inc	\$534,052.85	\$0.00	\$534,052.85	\$0.00	\$0.00		
Doreva Produce Co Inc	\$21,894.00	\$21,894.00	\$0.00	\$0.00	\$21,894.00		\$0.00
Dovex Marketing Company	\$221,322.74	\$220,412.26	\$910.48	\$0.00	\$220,412.26		\$910.48
Driscoll Strawberries Associates Inc	\$126,962.43	\$120,992.19	\$5,970.24	\$0.00	\$120,992.19		\$5,970.24
Eclipse Berry Farms LLC	\$586,657.65	\$582,404.65	\$4,253.00	\$0.00	\$582,404.65		
Eco Farms Corp	\$139,912.50	\$139,912.50	\$0.00	\$0.00	\$139,912.50		\$0.00
Eggs Hawaii Inc	\$178,272.41	\$0.00	\$178,272.41	\$0.00	\$0.00		\$178,272.41
Evans Fruit Co Inc	\$522,784.76	\$520,036.38	\$2,748.38	\$0.00	\$520,036.38		\$2,748.38
Evertkrisp Vegetables Inc	\$304,828.20	\$293,898.43	\$10,929.77	\$0.00	\$293,898.43		\$10,929.77
Exeter Produce	\$32,485.00	\$28,825.00	\$3,660.00	\$0.00	\$28,825.00		\$3,660.00
Farm Fresh Direct	\$432,759.52	\$420,118.24	\$12,641.28	\$0.00	\$420,118.24		\$12,641.28
Farm Wey Produce	\$57,404.00	\$57,404.00	\$0.00	\$0.00	\$57,404.00		\$0.00
Farris Produce Inc	\$123,257.44	\$0.00	\$0.00	\$123,257.44	\$0.00		
FC Bloxom Co	\$38,585.47	\$36,153.47	\$2,432.00	\$0.00	\$36,153.47		\$2,432.00
Finlandia Cheese In	\$11,461.75	\$0.00	\$11,461.75	\$0.00	\$0.00		
Fish House Foods Inc	\$28,270.41	\$0.00	\$28,270.41	\$0.00	\$0.00		\$28,270.41
Florida Fruit Co dba Kromer & Assoc	\$7,886.00	\$7,686.50	\$199.50	\$0.00	\$7,686.50		\$199.50
Florida Mushroom	\$31,853.65	\$29,609.35	\$2,244.30	\$0.00	\$29,609.35		
Four Seasons	\$878,988.28	\$852,510.72	\$0.00	\$26,477.56	\$852,510.72		
Franklin Connections dba Sunrise Confections	\$5,210.00	\$0.00	\$5,210.00	\$0.00	\$0.00		
Fresh America Corp	\$30,061.28	\$29,844.78	\$216.50	\$0.00	\$29,844.78		\$216.50
Fresh Directions	\$16,990.80	\$16,990.80	\$0.00	\$0.00	\$16,990.80		\$0.00
Fresh Express Inc	\$1,192,741.60	\$1,192,741.60	\$0.00	\$0.00	\$1,192,741.60		\$0.00
Fresh Frozen Foods	\$119,473.80	\$79,355.43	\$40,118.37	\$0.00	\$79,355.43		\$40,118.37
Fresh Kist Produce LLC	\$190,783.45	\$189,805.75	\$977.70	\$0.00	\$189,805.75		\$977.70
Fresh Quest Produce	\$160,600.50	\$111,796.00	\$0.00	\$48,804.50	\$111,796.00		

**Fleming Companies
PACA/PASA Summary
November 17, 2003**

Exhibit 1

Claimant	Assertion	PACA Eligible	PACA Ineligible	Unreconciled	Payments To Date	Proposed Payment	Disallowed
Fresh Start Produce Sales Inc	\$323,182.13	\$317,605.26	\$5,576.87	\$0.00	\$317,605.26		\$5,576.87
Freshpoint of Atlanta	\$82,555.00	\$72,239.25	\$6,212.75	\$4,103.00	\$72,239.25		
Frieda's Inc	\$7,983.60	\$5,219.15	\$2,764.45	\$0.00	\$5,219.15		\$2,764.45
Frio Valley Farms Inc	\$251,498.50	\$218,400.50	\$33,098.00	\$0.00	\$218,400.50		\$33,098.00
Frontera Produce Ltd	\$74,720.05	\$74,720.05	\$0.00	\$0.00	\$74,720.05		\$0.00
Frozsun Foods	\$382,955.95	\$357,617.59	\$25,338.36	\$0.00	\$357,617.59		\$25,338.36
Gable Enterprises	\$28,483.54	\$0.00	\$28,483.54	\$0.00	\$0.00		\$28,483.54
Gallo Fresh Produce	\$147,500.85	\$118,828.05	\$0.00	\$28,672.80	\$118,828.05		\$0.00
Garber Farms	\$7,960.00	\$7,960.00	\$0.00	\$0.00	\$7,960.00		\$0.00
General Mills	\$793,258.04	\$557,812.16	\$235,445.88	\$0.00	\$557,812.16		\$0.00
General Produce Co Ltd	\$135,171.24	\$76,468.88	\$58,702.36	\$0.00	\$76,468.88		\$58,702.36
General Produce Distributors Inc	\$30,410.89	\$30,332.23	\$78.66	\$0.00	\$30,332.23		\$78.66
George Perry & Sons	\$35,633.20	\$35,042.10	\$991.10	\$0.00	\$35,042.10		\$991.10
Gibbs Patrick Farms Inc	\$31,938.50	\$31,938.50	\$0.00	\$0.00	\$31,938.50		\$0.00
Giumarra International Marketing Inc	\$626,526.27	\$626,526.27	\$0.00	\$0.00	\$626,526.27		\$0.00
Global Berry Farms LLC	\$528,285.84	\$522,731.54	\$5,554.30	\$0.00	\$522,731.54		\$5,554.30
Gold'n Pump Farms LP LLP	\$1,016,158.33	\$803,284.59	\$186,990.97	\$25,882.77	\$803,284.59		\$0.00
Goodness Greenness dba Seamcorp Inc	\$20,618.43	\$9,801.94	\$10,816.49	\$0.00	\$9,801.94		\$0.00
Gourmet Trading Company	\$105,992.18	\$99,833.75	\$6,158.43	\$0.00	\$99,833.75		\$6,158.43
Grant J Hunt Co	\$693,307.12	\$685,294.31	\$8,012.81	\$0.00	\$685,294.31		\$8,012.81
Great Earth Produce LLC	\$26,985.49	\$26,014.77	\$970.72	\$0.00	\$26,014.77		\$970.72
Great Lakes Kraut Co	\$3,233.16	\$0.00	\$3,233.16	\$0.00	\$0.00		\$3,233.16
Green Grocers	\$3,303.75	\$3,303.75	\$0.00	\$0.00	\$3,303.75		\$0.00
Greenberg Fruit Co	\$3,954.00	\$3,954.00	\$0.00	\$0.00	\$3,954.00		\$0.00
Greenline Produce Co	\$12,665.64	\$12,665.64	\$0.00	\$0.00	\$12,665.64		\$0.00
Griffin Holder Company	\$9,019.00	\$9,019.00	\$0.00	\$0.00	\$9,019.00		\$0.00
Grimes Produce Co	\$13,716.60	\$13,716.60	\$0.00	\$0.00	\$13,716.60		\$0.00
Grimmway Enterprises Inc d/b/a Grimmway Farms	\$670,224.05	\$666,875.55	\$3,348.50	\$0.00	\$666,875.55		\$3,348.50
Growers Express	\$319,313.83	\$303,636.22	\$15,677.61	\$0.00	\$303,636.22		\$15,677.61

**Fleming Companies
PACA/PASA Summary
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Claimant	Assertion	PACA Eligible	PACA Ineligible	Unreconciled	Payments To Date	Proposed Payment	Disallowed
H Brooks	\$3,611,584.30	\$3,448,432.00	\$163,152.30	\$0.00	\$3,448,432.00		\$163,152.30
H P Nemenz Food Stores	\$39,396.91	\$0.00	\$39,396.91	\$0.00	\$0.00		\$39,396.91
Ham Produce Co Inc	\$31,938.50	\$7,952.00	\$0.00	\$23,986.50	\$7,952.00		
Harold Crawford Companies	\$3,449.16	\$3,449.16	\$0.00	\$0.00	\$3,449.16		\$0.00
Hartley's Wholesale Produce	\$112,202.30	\$71,872.85	\$40,329.45	\$0.00	\$71,067.85	\$805.00	\$40,329.45
HC Schmieding Produce Co Inc	\$15,901.75	\$15,736.75	\$165.00	\$0.00	\$15,736.75		\$165.00
Healds Valley Farms Ltd	\$26,780.50	\$19,005.20	\$7,775.30	\$0.00	\$19,005.20		
Heartland Produce Co	\$139,654.30	\$139,326.80	\$327.50	\$0.00	\$139,326.80		\$327.50
Heinz Frozen Food Co	\$1,116,291.73	\$144.00	\$1,116,147.73	\$0.00	\$144.00		
HH Dobbins Inc	\$13,370.00	\$10,370.00	\$3,000.00	\$0.00	\$10,370.00		
Hilo Products Inc	\$6,782.99	\$0.00	\$6,782.99	\$0.00	\$0.00		\$6,782.99
HMC	\$42,925.92	\$40,609.26	\$2,316.66	\$0.00	\$40,609.26		\$2,316.66
Hollar & Greene Produce Co Inc	\$18,042.24	\$18,042.24	\$0.00	\$0.00	\$18,042.24		\$0.00
Holtzinger Fruit	\$25,273.58	\$21,864.14	\$3,409.44	\$0.00	\$21,864.14		\$3,409.44
Homestead Pole Bean Cooperative Inc	\$24,712.50	\$24,712.50	\$0.00	\$0.00	\$24,712.50		\$0.00
Horizon	\$32,097.87	\$30,993.44	\$1,104.43	\$0.00	\$30,993.44		\$1,104.43
Index Fresh	\$10,132.25	\$10,132.25	\$0.00	\$0.00	\$10,132.25		\$0.00
Inland Joseph Fruit Co	\$8,250.56	\$6,680.54	\$1,570.02	\$0.00	\$6,680.54		\$1,570.02
J & D Produce Inc	\$29,239.60	\$29,239.60	\$0.00	\$0.00	\$29,239.60		\$0.00
J & J Produce Inc	\$44,971.75	\$41,510.80	\$3,460.95	\$0.00	\$41,510.80		\$3,460.95
Jac Vandenberg Inc	\$6,298.87	\$6,193.12	\$105.75	\$0.00	\$6,193.12		\$105.75
Jacobs Malcolm & Burt	\$4,554.93	\$4,270.73	\$284.20	\$0.00	\$4,270.73		\$284.20
Jakes Produce	\$8,391.50	\$7,664.00	\$727.50	\$0.00	\$7,664.00		\$727.50
Jim H Liao Farms	\$7,202.88	\$7,202.88	\$0.00	\$0.00	\$7,202.88		\$0.00
JR Simplot Co	\$193,844.61	\$0.00	\$3,912.88	\$189,931.73	\$0.00		
JR Wood Inc DBA Big Valley Marketing	\$41,156.27	\$40,604.55	\$551.72	\$0.00	\$40,604.55		\$551.72
Kahili Family Farm	\$1,805.00	\$1,805.00	\$0.00	\$0.00	\$1,805.00		\$0.00
Kahuku Farmers Inc	\$502.50	\$502.50	\$0.00	\$0.00	\$502.50		\$0.00
Kamiya Gold	\$14,638.02	\$12,290.00	\$2,348.02	\$0.00	\$12,290.00		\$2,348.02

**Fleming Companies
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Exhibit 1

Claimant	Assertion	PACA Eligible	PACA Ineligible	Unreconciled	Payments To Date	Proposed Payment	Disallowed
Kawamata Farms LLC	\$15,124.48	\$13,933.50	\$1,190.98	\$0.00	\$13,933.50		\$1,190.98
Keber Distributing Inc	\$57,076.12	\$54,770.01	\$2,306.11	\$0.00	\$54,770.01		\$2,306.11
Keith Connell Inc	\$39,737.62	\$39,737.62	\$0.00	\$0.00	\$39,737.62		\$0.00
Kenneth Milner	\$1,932.00	\$1,932.00	\$0.00	\$0.00	\$1,932.00		\$0.00
Kingsburg Apple Sales	\$1,599.00	\$1,599.00	\$0.00	\$0.00	\$1,599.00		\$0.00
Klement Sausage Co Inc	\$143,610.76	\$0.00	\$143,610.76	\$0.00	\$0.00		\$143,610.76
L & M Companies Inc	\$185,537.19	\$161,448.39	\$24,088.80	\$0.00	\$161,448.39		
Lakeside Foods Inc	\$199,265.03	\$190,048.98	\$9,216.05	\$0.00	\$190,048.98		
Larsen Farms Inc	\$255,256.55	\$161,332.72	\$0.00	\$93,923.83	\$161,332.72		
Lawrence Distributing Co Inc	\$132,853.04	\$127,193.77	\$5,659.27	\$0.00	\$127,193.77		\$5,659.27
LGS Specialty Sales Ltd	\$6,216.59	\$6,176.07	\$40.52	\$0.00	\$6,176.07		\$40.52
M & L Produce	\$27,913.55	\$27,913.55	\$0.00	\$0.00	\$26,643.70	\$1,269.85	\$0.00
M & R Co	\$15,505.39	\$14,406.35	\$1,099.04	\$0.00	\$14,406.35		\$1,099.04
M. Palazola Produce	\$66,355.50	\$63,941.20	\$2,414.30	\$0.00	\$63,941.20		\$0.00
Maglio & Co	\$112,637.30	\$107,008.30	\$5,629.00	\$0.00	\$107,008.30		\$5,629.00
MAL Enterprises	\$40,465.20	\$40,465.20	\$0.00	\$0.00	\$0.00	\$40,465.20	\$0.00
Malat Produce Inc	\$19,515.32	\$19,502.98	\$12.34	\$0.00	\$19,502.98		\$12.34
Mann Packing	\$231,616.65	\$223,738.21	\$7,878.44	\$0.00	\$223,738.21		\$7,878.44
Manny Lawrence Sales Co Inc dba Red Blossom Farms	\$79,068.75	\$28,405.10	\$50,663.65	\$0.00	\$28,405.10		\$50,663.65
Marcho Farms	\$5,228.51	\$0.00	\$5,228.51	\$0.00	\$0.00		\$0.00
Margold Foods LLC	\$1,757,227.01	\$0.00	\$0.00	\$1,757,227.01	\$0.00		\$0.00
Mario Macias & Co Inc	\$32,464.21	\$31,377.30	\$1,086.91	\$0.00	\$31,377.30		\$1,086.91
Marjon Specialty Foods Inc	\$6,132.80	\$4,111.44	\$0.00	\$2,021.36	\$4,111.44		
Martin Produce Co	\$5,428.00	\$4,120.00	\$0.00	\$1,308.00	\$4,120.00		
Martori Farms	\$22,026.63	\$20,292.16	\$1,734.47	\$0.00	\$20,292.16		\$1,734.47
Matrana's Produce	\$78,384.05	\$77,295.80	\$1,088.25	\$0.00	\$77,295.80		\$1,088.25
Matsuda Fukuyama Farms Inc	\$6,344.56	\$6,344.56	\$0.00	\$0.00	\$4,445.11	\$1,899.45	\$0.00
Mauti Farmers Cooperative Exchange	\$19,162.10	\$0.00	\$19,162.10	\$0.00	\$0.00		\$19,162.10
Mazzei Franconi Co LLC	\$14,897.22	\$14,762.63	\$134.59	\$0.00	\$14,762.63		\$134.59

**Fleming Companies
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Claimant	Assertion	PACA Eligible	PACA Ineligible	Unreconciled	Payments To Date	Proposed Payment	Disallowed
MBM Corp	\$5,038.60	\$0.00	\$5,038.60	\$0.00	\$0.00		\$5,038.60
McCain Foods	\$46,634.70	\$13,273.94	\$33,360.76	\$0.00	\$13,273.94		
McDaniel Fruit Co Inc	\$129,360.00	\$129,360.00	\$0.00	\$0.00	\$129,360.00		\$0.00
MCL Distributing Inc	\$14,063.75	\$14,063.75	\$0.00	\$0.00	\$14,063.75		\$0.00
Melissa's World Variety Produce Inc	\$275,857.90	\$239,000.00	\$36,857.90	\$0.00	\$239,000.00		\$36,857.90
Merex Food Corp	\$49,760.70	\$47,606.21	\$2,154.49	\$0.00	\$47,606.21		\$2,154.49
Mesa Produce Inc	\$9,399.00	\$9,399.00	\$0.00	\$0.00	\$9,399.00		\$0.00
Michael Foods Inc	\$33,315.68	\$33,315.68	\$0.00	\$0.00	\$33,315.68		\$0.00
Miedema Produce, Inc.	\$42,940.96	\$42,730.93	\$210.03	\$0.00	\$42,730.93		\$210.03
Miles Farmers' Market	\$187,493.89	\$0.00	\$0.00	\$187,493.89	\$0.00		
Milton Fukumitsu	\$3,024.00	\$3,024.00	\$0.00	\$0.00	\$3,024.00		\$0.00
Mission	\$39,675.25	\$39,675.25	\$0.00	\$0.00	\$39,675.25		\$0.00
Moneys Foods US	\$106,805.90	\$106,133.50	\$672.40	\$0.00	\$21,483.40	\$84,650.10	\$672.40
Monterey Mushrooms	\$397,844.32	\$396,551.26	\$1,293.06	\$0.00	\$396,551.26		\$1,293.06
Mountain Sprouts	\$1,945.00	\$1,945.00	\$0.00	\$0.00	\$1,945.00		\$0.00
Mountainland Apples Inc	\$38,683.25	\$38,683.25	\$0.00	\$0.00	\$38,683.25		\$0.00
Mr Dell Foods Inc	\$68,017.40	\$63,301.44	\$4,715.96	\$0.00	\$63,301.44		\$4,715.96
Mrs Gerry's Kitchen Inc	\$121,772.80	\$0.00	\$121,772.80	\$0.00	\$0.00		\$121,772.80
Mucci International Marketing Inc	\$208,904.50	\$125,401.60	\$0.00	\$83,502.90	\$125,401.60		
Myrone Murakami	\$1,292.50	\$1,292.50	\$0.00	\$0.00	\$1,292.50		\$0.00
Nashville Tomato LLC	\$263,957.03	\$255,387.09	\$8,569.94	\$0.00	\$255,387.09		\$8,569.94
Natural Selection Foods	\$115,940.05	\$111,094.23	\$4,845.82	\$0.00	\$111,094.23		\$4,845.82
Nature's Way Farms Inc	\$47,958.75	\$45,064.95	\$2,893.80	\$0.00	\$45,064.95		\$2,893.80
Nestle USA	\$2,229,428.72	\$8,505.36	\$2,220,923.36	\$0.00	\$8,505.36		
New LimeCo LLC	\$70,176.91	\$63,944.41	\$6,232.50	\$0.00	\$63,944.41		\$6,232.50
New York Apple Sales	\$13,711.59	\$13,591.80	\$119.79	\$0.00	\$13,591.80		\$119.79
Newstar Ceres Fresh Foods LLC	\$142,824.69	\$134,337.77	\$8,486.92	\$0.00	\$134,337.77		\$8,486.92
Noble Florida Citrus Sales Worldwide	\$4,622.60	\$4,622.60	\$0.00	\$0.00	\$0.00	\$4,622.60	\$0.00
Nonpareil Corp	\$57,125.20	\$44,323.36	\$0.00	\$12,801.84	\$44,323.36		

**Fleming Companies
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Claimant	Assertion	PACA Eligible	PACA Ineligible	Unreconciled	Payments To Date	Proposed Payment	Disallowed
NORPAC Foods Inc	\$660,339.81	\$399,898.92	\$12,290.01	\$248,150.88	\$399,898.92		
North Side Banana Co	\$26,689.24	\$0.00	\$26,689.24	\$0.00	\$0.00		\$26,689.24
Northampton	\$38,764.00	\$38,754.00	\$10.00	\$0.00	\$38,754.00		\$10.00
Northern Fruit Co	\$1,014.30	\$1,014.30	\$0.00	\$0.00	\$0.00	\$1,014.30	\$0.00
Nuto Farm Supply Inc	\$131,221.80	\$131,221.80	\$0.00	\$0.00	\$131,221.80		\$0.00
Ocean Mist Farms	\$119,136.87	\$115,059.73	\$4,077.14	\$0.00	\$115,059.73		\$4,077.14
Oneonta Trading Corp	\$16,196.58	\$14,053.84	\$2,142.74	\$0.00	\$14,053.84		\$2,142.74
Onions Etc Inc	\$5,012.50	\$5,012.50	\$0.00	\$0.00	\$5,012.50		\$0.00
Oppenheimer Companies Inc	\$5,672.20	\$0.00	\$5,672.20	\$0.00	\$0.00		\$5,672.20
Oppenheimer Group	\$36,322.19	\$36,223.39	\$98.80	\$0.00	\$36,223.39		\$98.80
Ortiz Products	\$197,908.00	\$192,966.00	\$4,942.00	\$0.00	\$192,966.00		
Owen Kaneshiro	\$13,165.60	\$9,090.05	\$4,075.55	\$0.00	\$9,090.05		\$4,075.55
Packers Food Products Inc	\$3,903.36	\$3,903.36	\$0.00	\$0.00	\$3,903.36		\$0.00
Pandol Bros Inc	\$122,998.57	\$118,873.52	\$4,125.05	\$0.00	\$118,873.52		\$4,125.05
Paramount Export Co	\$509,862.33	\$491,288.94	\$18,573.39	\$0.00	\$491,288.94		\$18,573.39
Patterson Frozen Foods Inc	\$41,029.59	\$41,009.56	\$20.03	\$0.00	\$41,009.56		\$20.03
Pepe Produce	\$9,922.50	\$4,370.50	\$5,552.00	\$0.00	\$4,370.50		
Pero Packing & Sales Inc	\$34,336.27	\$33,047.00	\$1,289.27	\$0.00	\$33,047.00		\$1,289.27
Petaluma Mushroom Farm Inc	\$60,597.00	\$60,597.00	\$0.00	\$0.00	\$60,597.00		\$0.00
Peter Rabbit Farms	\$5,001.70	\$4,603.06	\$398.64	\$0.00	\$4,603.06		\$398.64
Pexco Produce Sales	\$162,216.30	\$153,745.70	\$8,470.60	\$0.00	\$153,745.70		\$8,470.60
Pictsweet Frozen Foods	\$646,560.34	\$612,693.39	\$33,866.95	\$0.00	\$612,693.39		\$33,866.95
Pioneer Growers Cooperative	\$23,963.92	\$23,900.41	\$63.51	\$0.00	\$23,900.41		\$63.51
Platinum Produce	\$4,883.70	\$0.00	\$4,883.70	\$0.00	\$0.00		\$4,883.70
Potandon Produce LLC	\$294,008.71	\$282,909.12	\$11,099.59	\$0.00	\$282,909.12		\$11,099.59
Prima Bella Produce Inc	\$9,900.80	\$3,080.00	\$6,820.80	\$0.00	\$3,080.00		\$6,820.80
Primavera Marketing	\$119,716.42	\$118,504.32	\$1,212.10	\$0.00	\$118,504.32		\$1,212.10
Produce Exchange Inc	\$1,784,106.56	\$1,706,747.85	\$77,358.71	\$0.00	\$1,706,747.85		\$77,358.71
Produce Unlimited Inc	\$21,014.75	\$20,080.75	\$934.00	\$0.00	\$20,080.75		\$934.00

**Fleming Companies
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Claimant	Assertion	PACA Eligible	PACA Ineligible	Unreconciled	Payments To Date	Proposed Payment	Disallowed
Puna Hawaii King Papaya Cooperative	\$7,970.91	\$7,931.25	\$39.66	\$0.00	\$7,931.25		\$39.66
Ratto Bros Inc	\$92,759.48	\$87,825.81	\$4,933.67	\$0.00	\$87,825.81		\$4,933.67
Reichel Foods LLC	\$12,074.40	\$9,812.40	\$2,262.00	\$0.00	\$9,812.40		
Reynold S Taira Farm	\$2,357.75	\$2,347.75	\$10.00	\$0.00	\$2,347.75		\$10.00
Rigby Produce	\$167,781.50	\$164,281.50	\$3,500.00	\$0.00	\$164,281.50		
Rite Foods	\$3,954.01	\$0.00	\$3,954.01	\$0.00	\$0.00		
River City Produce	\$33,736.18	\$33,736.18	\$0.00	\$0.00	\$33,736.18		\$0.00
River Mark	\$36,110.00	\$36,110.00	\$0.00	\$0.00	\$36,110.00		\$0.00
River Ranch Fresh Foods LLC	\$114,357.20	\$108,903.65	\$5,453.55	\$0.00	\$108,903.65		\$5,453.55
River Valley Sprouts	\$4,842.05	\$4,842.05	\$0.00	\$0.00	\$4,842.05		\$0.00
Riveridge Produce Marketing Inc	\$55,046.80	\$55,046.80	\$0.00	\$0.00	\$55,046.80		\$0.00
RJ Distributing Co Inc	\$259,908.73	\$249,177.82	\$10,730.91	\$0.00	\$249,177.82		\$10,730.91
Rock Garden South	\$14,962.77	\$13,866.07	\$1,096.70	\$0.00	\$13,866.07		\$1,096.70
Roger's Produce Inc	\$55,433.90	\$41,994.00	\$13,439.60	\$0.00	\$41,994.00		\$13,439.60
Roland Marketing	\$40,209.59	\$39,618.71	\$590.88	\$0.00	\$39,618.71		\$590.88
Rosemont Farms Inc	\$148,562.55	\$136,494.30	\$12,068.25	\$0.00	\$136,494.30		\$12,068.25
Rouse & Teachey	\$9,592.00	\$3,737.50	\$4,646.00	\$1,208.50	\$3,737.50		
Russet Potato Exchange	\$152,160.75	\$152,160.75	\$0.00	\$0.00	\$152,160.75		\$0.00
Sage Marketing, LLC	\$569,155.58	\$552,437.60	\$16,717.98	\$0.00	\$552,437.60		\$16,717.98
Salad Cosmo USA	\$12,570.00	\$12,570.00	\$0.00	\$0.00	\$12,570.00		\$0.00
Sandy Ridge Farm	\$20,604.65	\$20,418.32	\$186.33	\$0.00	\$20,418.32		\$186.33
Saven Corp	\$26,496.00	\$26,496.00	\$0.00	\$0.00	\$26,496.00		\$0.00
Schoenmann Produce Co	\$4,477.38	\$4,187.60	\$289.78	\$0.00	\$4,187.60		\$289.78
Scott Street Tomato House Inc	\$43,389.15	\$43,022.42	\$366.73	\$0.00	\$43,022.42		\$366.73
Seald Sweet LLC	\$32,979.22	\$31,900.70	\$1,078.52	\$0.00	\$31,900.70		\$1,078.52
Seminole Produce Distributing Co, Inc	\$17,210.70	\$13,768.56	\$3,442.14	\$0.00	\$13,768.56		\$3,442.14
Seneca Foods Corp	\$14,121.65	\$13,321.65	\$800.00	\$0.00	\$13,321.65		\$800.00
Sequoia Enterprises Inc	\$5,926.50	\$0.00	\$5,926.50	\$0.00	\$0.00		\$5,926.50
Sierra Produce	\$478,407.51	\$454,152.33	\$24,255.18	\$0.00	\$454,152.33		\$24,255.18

**Fleming Companies
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November 17, 2003**

Exhibit 1

Claimant	Assertion	PACA Eligible	PACA Ineligible	Unreconciled	Payments To Date	Proposed Payment	Disallowed
Silver Springs Citrus Inc	\$65,857.75	\$0.00	\$65,857.75	\$0.00	\$0.00		
SMP Marketing	\$73,113.78	\$72,241.00	\$872.78	\$0.00	\$37,047.05	\$35,193.95	\$872.78
Southern Specialties	\$2,590.43	\$2,590.43	\$0.00	\$0.00	\$2,590.43		\$0.00
SPARBOE Agricultural Corp	\$243,991.30	\$56,223.15	\$167,718.74	\$20,049.41	\$56,223.15		
Spice World Inc	\$57,188.95	\$55,226.16	\$1,962.79	\$0.00	\$55,226.16		\$1,962.79
Stamoules Produce Co	\$18,124.30	\$18,124.30	\$0.00	\$0.00	\$18,124.30		\$0.00
Standard Fruit & Vegetable Co Inc	\$849,636.40	\$768,893.51	\$0.00	\$80,742.89	\$768,893.51		
Stanley Orchards Sales Inc	\$54,458.50	\$43,566.80	\$0.00	\$10,891.70	\$43,566.80		
Steinbeck Country Produce	\$173,343.38	\$167,035.03	\$6,308.35	\$0.00	\$167,035.03		\$6,308.35
Sugar Plum Foods	\$2,464.00	\$0.00	\$2,464.00	\$0.00	\$0.00		\$2,464.00
Sugarland Distribution Inc	\$182,702.14	\$169,114.60	\$13,587.54	\$0.00	\$169,114.60		\$13,587.54
Sun Belle fka Honigberg	\$111,787.09	\$109,533.40	\$2,253.69	\$0.00	\$109,533.40		\$2,253.69
Sun Pacific Marketing Cooperative Inc	\$103,020.69	\$103,020.69	\$0.00	\$0.00	\$103,020.69		\$0.00
Sun Valley Packing	\$4,488.00	\$4,488.00	\$0.00	\$0.00	\$4,488.00		\$0.00
Sunkist Growers Inc	\$385,208.54	\$347,378.52	\$37,830.02	\$0.00	\$347,378.52	\$3,739.50	\$37,830.02
Sunsprout	\$3,739.50	\$3,739.50	\$0.00	\$0.00	\$0.00		\$0.00
Sunwest Fruit Company	\$7,307.60	\$7,307.60	\$0.00	\$0.00	\$7,307.60		\$0.00
Superior Tomato-Avocado Co Inc	\$88,676.36	\$84,451.61	\$4,224.75	\$0.00	\$84,451.61		\$4,224.75
Sutton Fruit & Vegetable Co Inc	\$98,684.00	\$97,004.00	\$1,680.00	\$0.00	\$97,004.00		\$1,680.00
Sweet Adelaide Enterprises Inc	\$2,779.08	\$0.00	\$2,779.08	\$0.00	\$0.00		\$2,779.08
Tanimura & Antle Inc	\$5,063.31	\$4,889.83	\$173.48	\$0.00	\$4,889.83		\$173.48
Taylor Farms	\$437,445.20	\$415,105.82	\$22,339.38	\$0.00	\$415,105.82		\$22,339.38
TC Marketing Inc	\$13,164.00	\$9,917.20	\$0.00	\$3,246.80	\$9,917.20		
The Herbal Garden	\$5,270.10	\$5,184.94	\$85.16	\$0.00	\$5,184.94		\$85.16
The Honey House	\$7,580.50	\$0.00	\$7,580.50	\$0.00	\$0.00		\$7,580.50
The Nunes Co Inc	\$35,427.36	\$34,336.89	\$1,090.47	\$0.00	\$34,336.89		\$1,090.47
The Sanson Co	\$198,728.43	\$197,990.67	\$737.76	\$0.00	\$197,990.67		\$737.76
Tom & Shirley Watanabe Farms LLC	\$2,344.16	\$1,906.98	\$437.18	\$0.00	\$1,906.98		\$437.18
Treasure Valley Sales & Marketing Inc	\$66,492.15	\$0.00	\$66,492.15	\$0.00	\$0.00		\$66,492.15

**Fleming Companies
PACA/PASA Summary
November 17, 2003**

Claimant	Assertion	PACA Eligible	PACA Ineligible	Unreconciled	Payments To Date	Proposed Payment	Disallowed
Trinity Fruit Sales Co	\$72,686.35	\$69,209.09	\$3,477.26	\$0.00	\$69,209.09		\$3,477.26
Tropic Banana II	\$31,371.10	\$23,387.60	\$7,983.50	\$0.00	\$23,387.60		\$7,983.50
Trout-Blue Chelan	\$147,830.25	\$143,065.62	\$4,764.63	\$0.00	\$143,065.62		\$4,764.63
Turbana Corp	\$4,823.50	\$4,823.50	\$0.00	\$0.00	\$4,823.50		\$0.00
Twin City Foods Inc	\$186,360.65	\$80,832.14	\$105,528.51	\$0.00	\$80,832.14		\$0.00
Twin Garden Sales Inc	\$10,871.00	\$10,871.00	\$0.00	\$0.00	\$10,871.00		\$0.00
United Fruit & Produce Co	\$267,919.35	\$257,914.20	\$10,005.15	\$0.00	\$241,279.60	\$16,634.60	\$10,005.15
US Foodservice	\$21,986.77	\$21,986.77	\$0.00	\$0.00	\$21,986.77		\$0.00
Village Farms LP	\$169,864.75	\$167,524.50	\$2,340.25	\$0.00	\$167,524.50		\$2,340.25
Vogt Distributing	\$6,849.73	\$0.00	\$6,849.73	\$0.00	\$0.00		\$6,849.73
Wada Farms Marketing Group LLC	\$94,381.60	\$72,796.80	\$21,584.80	\$0.00	\$72,796.80		\$240.35
Walden Sparkman Inc	\$6,624.47	\$6,384.12	\$240.35	\$0.00	\$6,384.12		\$370.78
Weis-Buy Services, Inc.	\$29,475.57	\$29,104.79	\$370.78	\$0.00	\$29,104.79		\$2,400.19
Well Pict Berries	\$67,854.75	\$65,454.56	\$2,400.19	\$0.00	\$65,454.56		\$4,322.74
West Pak Avocado Inc	\$67,043.66	\$62,720.92	\$4,322.74	\$0.00	\$62,720.92		\$77.23
Westlake-Miller Brooks & Sims	\$26,863.05	\$26,785.82	\$77.23	\$0.00	\$26,785.82		\$2,378.43
Wholesale Produce Supply	\$433,534.10	\$431,155.67	\$2,378.43	\$0.00	\$431,155.67		\$11,820.80
Wilkinson Cooper Produce Inc	\$25,505.10	\$13,684.30	\$11,820.80	\$0.00	\$13,684.30		\$1,980.22
William H Kopke Jr Inc	\$42,204.22	\$40,224.00	\$1,980.22	\$0.00	\$40,224.00		\$10,932.93
William Roe & Sons	\$305,011.52	\$294,078.59	\$10,932.93	\$0.00	\$294,078.59		\$0.00
Winter Garden Produce	\$28,377.80	\$28,377.80	\$0.00	\$0.00	\$28,377.80		\$0.00
Wisco Farm Cooperative	\$21,101.94	\$21,101.94	\$0.00	\$0.00	\$21,101.94		\$239.81
Wisnatzki Farms	\$6,667.74	\$6,427.93	\$239.81	\$0.00	\$6,427.93		\$12,926.97
WM Bolthouse Farms Inc	\$171,023.85	\$158,096.88	\$12,926.97	\$0.00	\$158,096.88		\$20.00
XO Produce Inc	\$207,823.10	\$207,803.10	\$20.00	\$0.00	\$207,803.10		\$4,544.90
You Produce Inc	\$16,874.50	\$12,329.60	\$4,544.90	\$0.00	\$12,329.60		\$0.00
Z & S Distributing	\$45,143.95	\$45,143.95	\$0.00	\$0.00	\$45,143.95		\$0.00

**Fleming Companies
PACA/PASA Summary
November 17, 2003**

Exhibit I

Claimant	Assertion	PACA Eligible	PACA Ineligible	Unreconciled	Payments To Date	Proposed Payment	Disallowed
346	\$56,253,318.23	\$42,001,557.66	\$10,836,703.08	\$3,415,457.19	\$41,778,636.53	\$222,921.13	\$2,902,493.50