
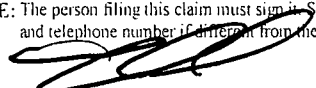


UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE		ADMINISTRATIVE CLAIM FORM
In re: Quantum Foods, LLC	Case No. 14-10318 (Jointly Administered)	PLEASE NOTE: <i>This form should only be used to assert an unpaid administrative expense claim arising on or after February 18, 2014 through and including September 30, 2014.</i> <div style="text-align: center;">Claim # 367</div>
Debtor against which claim is asserted: (Check One) <input type="checkbox"/> Quantum Foods, LLC Case No. 14-10318 <input type="checkbox"/> Quantum Foods 213-D, LLC Case No. 14-10319 <input type="checkbox"/> Quantum Culinary, LLC Case No. 14-10320 <input type="checkbox"/> GDC Logistics, LLC Case No. 14-10321 <input checked="" type="checkbox"/> Choice One Foods, LLC Case No. 14-10322	<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.	<div style="text-align: right;">THIS SPACE IS FOR COURT USE ONLY</div>
Name of Creditor and Address: the person or other entity to whom the debtor owes money or property UFCW Local 1546 c/o Thomas J. Angell Jacobs, Burns, Orlove & Hernandez 150 N. Michigan Avenue, Suite 1000 Chicago, Illinois 60601 tangell@jbosh.com	Creditor Telephone Number (312) 327 -3437	
Name and address where notices should be sent (if different from above): Creditor Telephone Number ()	<div style="font-size: 24pt; font-weight: bold;">RECEIVED</div> <div style="font-size: 24pt; font-weight: bold;">NOV 06 2014</div> <div style="font-size: 24pt; font-weight: bold;">BMC GROUP</div>	
Account or other number by which creditor identifies debtor:	Check here if this claim: <input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim, dated:	
1. Basis for Claim: <div style="text-align: center;">See attached</div>		
2. Date debt was incurred: See attached		
3. Brief description of claim, including the basis for the priority nature of the claim (if any) (attach additional information): <div style="text-align: center;">See attached</div>		
4. Total Amount of Administrative Claim: \$ <u>unliquidated</u> <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. CREDITS: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.		
6. SUPPORTING DOCUMENTS: <u>Attach copies of supporting documents</u> , 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.		
7. 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.		
The original of this completed proof of claim form must be sent by mail or hand delivered (no electronic submissions or facsimiles will be accepted) so that it is actually received on or before 4:00 pm prevailing Eastern Time on November 7, 2014.		THIS SPACE FOR COURT USE ONLY
BY MAIL TO: BMC Group, Inc. Attn: Quantum Foods, LLC Claims Processing P.O. Box 3020 Chanhassen, MN 55317-3020	BY HAND OR OVERNIGHT DELIVERY TO: BMC Group, Inc. Attn: Quantum Foods, LLC Claims Processing 18675 Lake Drive East Chanhassen, MN 55317	Quantum Foods POC  90156
DATE 11/5/14	SIGNATURE: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. <div style="text-align: center;">  THOMAS J. ANGELL ATTORNEY </div>	

ATTACHMENT TO PROOF OF CLAIM FOR CLAIMS ARISING ON OR AFTER
FEBRUARY 18, 2014 THROUGH SEPTEMBER 30, 2014

United Food and Commercial Workers International Union Local 1546 ("Local 1546"), is the exclusive collective bargaining representative of the employees in various categories employed by two or more of the debtors: Quantum Foods, LLC (9437); Quantum Foods 213-D, LLC (1862); Quantum Culinary, LLC (1302); GDC Logistics, LLC (1997); Choice One Foods, LLC (9512) (collectively the "Debtors"). Local 1546 is a party to collective bargaining agreements in effect as of the date of the filing of the petition and thereafter (collectively the "CBA"). Claimant files this proof of claim on behalf of itself and all Local 1546 members formerly employed and/or covered by the CBA with the Debtors for wages, vacation pay, WARN Act damages, benefits and other obligations. As to the WARN ACT, Claimant also states an unliquidated claim for wages and benefits without, due to the failure to provide proper notice under the Worker Adjustment and Retraining Act, 29 U.S.C. § 2101 et seq. ("WARN Act") in relation to a plant closing and/or mass layoff or termination. WARN Act claims are asserted against all the above Debtors. The claims arose on or after February 18, 2014 through September 30, 2014.

1. Supporting Documents. Claims are based on agreements between Claimant and the Debtors which are in the possession of the Debtors. Claimant will make these documents available to the Debtor upon request.
2. Amendments. Claimant reserves its right to amend or supplement this proof of claim, including any contingent or unliquidated claim set forth herein.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)
)
Quantum Foods, LLC *et al.*,) Chapter 11
) Bk. No. 14-10318 (KJC)
) Jointly Administered
Debtors. ¹)

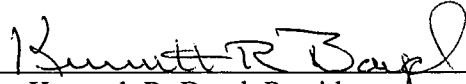
GENERAL POWER OF ATTORNEY

STATE OF ILLINOIS)
COUNTY OF COOK)

To: Thomas J. Angell, Esquire
Jacobs, Burns, Orlove & Hernandez
150 North Michigan Avenue, Suite 1000
Chicago, IL 6060
(312) 327-3437 / (312) 580-7175 Fax

The United Food and Commercial Workers International Union Local 1546 (the "Claimant") hereby authorizes you as attorney in fact for the Claimant, and with full power of substitution, to vote on any question that may be lawfully submitted to creditors of the debtor in the above-entitled case; to vote for a trustee or trustees of the estate of the debtor and for a committee of creditors; to file or amend proofs of claim; to accept satisfaction of any debt, with like powers to attend and vote at any other meeting or meetings of creditors; and further to settle, compromise or otherwise dispose of all of the Claimant's claims as he deem just and prudent.

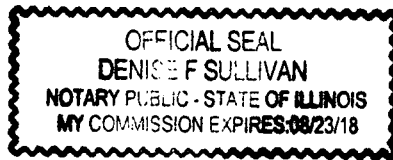
IN WITNESS THEREOF, I hereby subscribe my name this 29th day of October 2014.



Kenneth R. Boyd, President

Acknowledged before me this 29th day of October 2014, said subscriber being know to me to be the person described herein who, being properly authorized, signed the above power of attorney.


NOTARY PUBLIC



My commission expires: 8/23/18

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Quantum Foods, LLC (9437); Quantum Foods 213-D, LLC (1862); Quantum Culinary, LLC (1302); GDC Logistics, LLC (1997); Choice One Foods, LLC (9512) (collectively the "Debtors"). The Debtors' mailing address is c/o Quantum Foods, LLC, 750 South Schmidt Road, Bolingbrook, Illinois 60440.

LAW OFFICES
JACOBS, BURNS, ORLOVE & HERNANDEZ

150 NORTH MICHIGAN AVENUE, SUITE 1000
CHICAGO, ILLINOIS 60601
(312) 372-1646
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THOMAS J. ANGELL
(312) 327-3437
TANGELL@JBOSH.COM

OF COUNSEL:
GERALD BARRETT*
IAN J. ELFENBAUM
CHARLES ORLOVE

JOSEPH M. JACOBS 1931-1995
ALBERT GORE 1956-1974
MARTIN J. BURNS 1960-1999
ROBERT S. BATES, JR. 1983-1996

*LICENSED IN ARIZONA

November 5, 2014

Next Day Delivery

BMC Group, Inc.
Attn: Quantum Foods, LLC Claims Processing
18675 Lake Drive East
Chanhassen, MN 55317 R

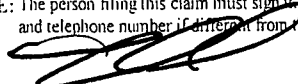
Dear Sir or Madam:

Enclosed are our claims. Please return a stamped copy in the enclosed envelope. Feel free to call me if you have any questions.

Very truly yours,



Thomas J. Angell

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE		ADMINISTRATIVE CLAIM FORM
In re: Quantum Foods, LLC		PLEASE NOTE: <i>This form should only be used to assert an unpaid administrative expense claim arising on or after February 18, 2014 through and including September 30, 2014.</i>
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Name of Creditor and Address: the person or other entity to whom the debtor owes money or property UFCW Local 1546 c/o Thomas J. Angell Jacobs, Burns, Orlove & Hernandez 150 N. Michigan Avenue, Suite 1000 Chicago, Illinois 60601 tangell@jbosh.com		
Creditor Telephone Number (312) 337 -3437		THIS SPACE IS FOR COURT USE ONLY
Name and address where notices should be sent (if different from above):		RECEIVED NOV 06 2014 BMC GROUP
Creditor Telephone Number ()		
Account or other number by which creditor identifies debtor:		Check here if this claim: <input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim, dated:
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3. Brief description of claim, including the basis for the priority nature of the claim (if any) (attach additional information): <p style="text-align: center;">See attached</p>		
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BY MAIL TO: BMC Group, Inc. Attn: Quantum Foods, LLC Claims Processing P.O. Box 3020 Chanhassen, MN 55317-3020		Quantum Foods POC 90156
BY HAND OR OVERNIGHT DELIVERY TO: BMC Group, Inc. Attn: Quantum Foods, LLC Claims Processing 18675 Lake Drive East Chanhassen, MN 55317		
DATE 11/5/14	SIGNATURE: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.  THOMAS J. ANGELL ATTORNEY	

ATTACHMENT TO PROOF OF CLAIM FOR CLAIMS ARISING ON OR AFTER
FEBRUARY 18, 2014 THROUGH SEPTEMBER 30, 2014

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IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)
) Chapter 11
Quantum Foods, LLC et al.,) Bk. No. 14-10318 (KJC)
) Jointly Administered
Debtors. ¹)

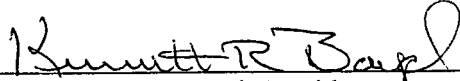
GENERAL POWER OF ATTORNEY

STATE OF ILLINOIS)
COUNTY OF COOK)

To: Thomas J. Angell, Esquire
Jacobs, Burns, Orlove & Hernandez
150 North Michigan Avenue, Suite 1000
Chicago, IL 6060
(312) 327-3437 / (312) 580-7175 Fax

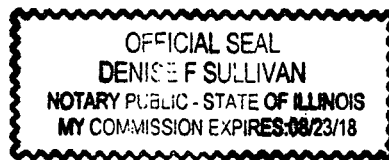
The United Food and Commercial Workers International Union Local 1546 (the "Claimant") hereby authorizes you as attorney in fact for the Claimant, and with full power of substitution, to vote on any question that may be lawfully submitted to creditors of the debtor in the above-entitled case; to vote for a trustee or trustees of the estate of the debtor and for a committee of creditors; to file or amend proofs of claim; to accept satisfaction of any debt, with like powers to attend and vote at any other meeting or meetings of creditors; and further to settle, compromise or otherwise dispose of all of the Claimant's claims as he deem just and prudent.

IN WITNESS THEREOF, I hereby subscribe my name this 29th day of October 2014.


Kenneth R. Boyd, President

Acknowledged before me this 29th day of October 2014, said subscriber being know to me to be the person described herein who, being properly authorized, signed the above power of attorney.


NOTARY PUBLIC



My commission expires: 8/23/18

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: Quantum Foods, LLC (9437); Quantum Foods 213-D, LLC (1862); Quantum Culinary, LLC (1302); GDC Logistics, LLC (1997); Choice One Foods, LLC (9512) (collectively the "Debtors"). The Debtors' mailing address is c/o Quantum Foods, LLC, 750 South Schmidt Road, Bolingbrook, Illinois 60440.



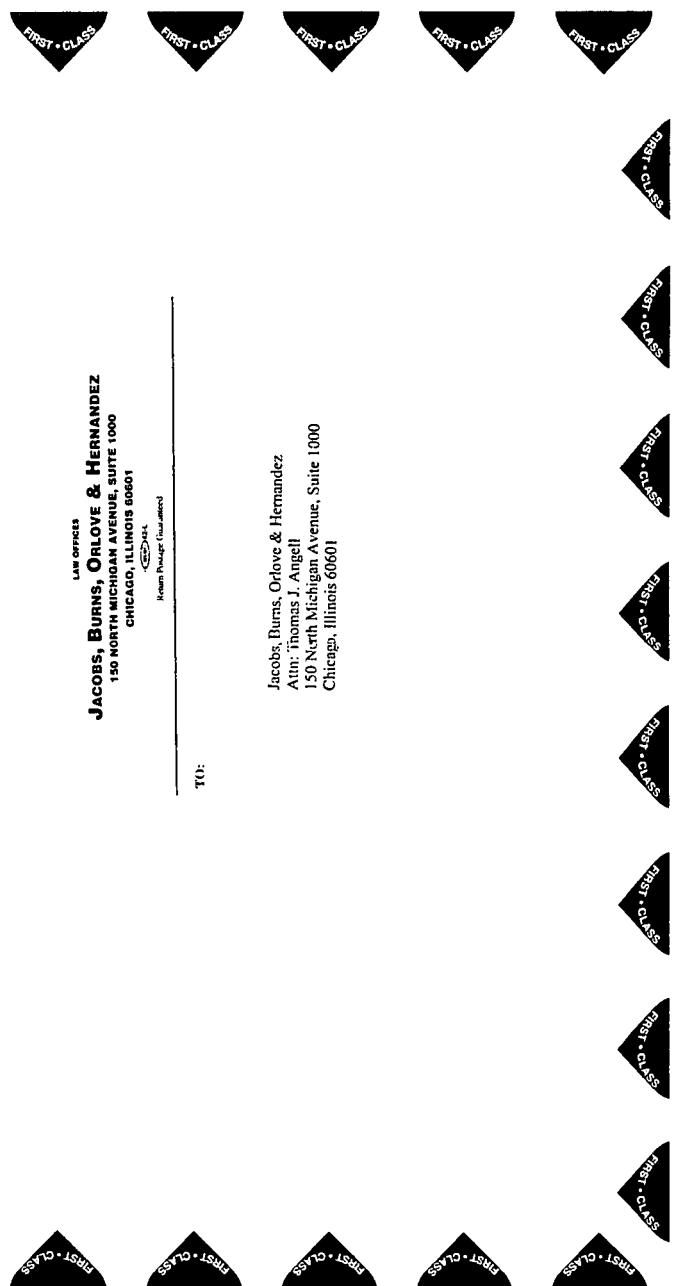
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CHICAGO, ILLINOIS 60601

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Jacobs, Burns, Orlove & Hernandez
Attn: Thomas J. Angell
150 North Michigan Avenue, Suite 1000
Chicago, Illinois 60601



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BELINDA HARRIS
312-372-1646
JACOB BURMS ORLOVE & HERNAN
150 N. MICHIGAN AVENUE,
CHICAGO IL 60601

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BMC GROUP

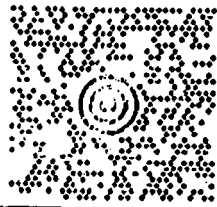
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QUANTUM FOODS, CLAIM PROCESSING
000-000-0000
BMC GROUP, INC.
18675 LAKE DRIVE EAST
CHANHASSEN MN 55317-9383

ORIGIN: 6060

DATE BY
11/5/14 AC



MN 559 9-03



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Reference#1: UFCW 1546 - 9268 Quantum

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