

This FINANCING STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code:

1. Debtor(s) (Last Name First) and address(es)

Hillcrest Foods, Inc.
905 Iowa Street
Lawrence, Douglas County
Kansas 66604

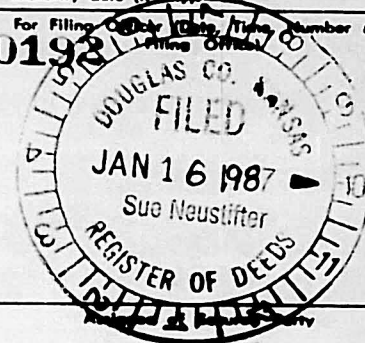
2. Secured Party(ies) and address(es)

Fleming Companies, Inc. ✓
4725 N.W. Highway 24
P.O. Box 298
Topeka, Kansas 66601 ✓

3. Maturity date (if any)

For Filing Officer (Date, Time, Number and Name Official)

000193



4. This financing statement covers the following types (or items) of property:

All accounts, contract rights, inventory, furniture, fixtures, equipment and machinery now owned and hereafter acquired and proceeds, including but not limited to those located at 905 Iowa Street, Lawrence, Douglas County, Kansas; 610 North Second, Lawrence, Douglas County, Kansas; 6th and Kasold, Lawrence, Douglas County, Kansas; and 2300 Louisiana, Lawrence, Douglas County, Kansas.

Check [X] if covered: ☒ Proceeds of Collateral are also covered ☐ Products of Collateral are also covered Number of Additional Sheets, if any _____

Filed with: Register of Deeds - Douglas County

Hillcrest Foods, Inc.

By: James F. Lewis President
Signature(s) of Debtor(s)
James F. Lewis, President

Fleming Companies, Inc.

By: Stephen G. Mangold
Signature(s) of Secured Party (List)
Stephen G. Mangold, Assistant Treasurer

Form Approved by

(1) FILING OFFICER COPY-ALPHABETICAL

FORM KBA-UCC-1-KANSAS UNIFORM COMMERCIAL CODE

Jack H. Brier, Secretary of State