

United States Bankruptcy Court
District of Delaware

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle):
The Penn Traffic Company

Name of Joint Debtor (Spouse) (Last, First, Middle):

All Other Names used by the Debtor in the last 8 years
(include married, maiden, and trade names):
DBA P&C Foods; DBA Bi-Lo Foods; DBA Quality Markets

All Other Names used by the Joint Debtor in the last 8 years
(include married, maiden, and trade names):

Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN
(if more than one, state all)
25-0716800

Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN
(if more than one, state all)

Street Address of Debtor (No. and Street, City, and State):
1200 State Fair Blvd
Syracuse, NY
ZIP Code
13221-4734

Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code

County of Residence or of the Principal Place of Business:
Onondaga

County of Residence or of the Principal Place of Business:

Mailing Address of Debtor (if different from street address):
ZIP Code

Mailing Address of Joint Debtor (if different from street address):
ZIP Code

Location of Principal Assets of Business Debtor
(if different from street address above):

Type of Debtor
(Form of Organization)
(Check one box)
Individual (includes Joint Debtors)
See Exhibit D on page 2 of this form.
Corporation (includes LLC and LLP)
Partnership
Other (If debtor is not one of the above entities,
check this box and state type of entity below.)

Nature of Business
(Check one box)
Health Care Business
Single Asset Real Estate as defined
in 11 U.S.C. § 101 (51B)
Railroad
Stockbroker
Commodity Broker
Clearing Bank
Other
Tax-Exempt Entity
(Check box, if applicable)
Debtor is a tax-exempt organization
under Title 26 of the United States
Code (the Internal Revenue Code).

Chapter of Bankruptcy Code Under Which
the Petition is Filed (Check one box)
Chapter 7
Chapter 9
Chapter 11
Chapter 12
Chapter 13
Chapter 15 Petition for Recognition
of a Foreign Main Proceeding
Chapter 15 Petition for Recognition
of a Foreign Nonmain Proceeding

Nature of Debts
(Check one box)
Debts are primarily consumer debts,
defined in 11 U.S.C. § 101(8) as
"incurred by an individual primarily for
a personal, family, or household purpose."
Debts are primarily
business debts.

Filing Fee (Check one box)
Full Filing Fee attached
Filing Fee to be paid in installments (applicable to individuals only). Must
attach signed application for the court's consideration certifying that the debtor
is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.
Filing Fee waiver requested (applicable to chapter 7 individuals only). Must
attach signed application for the court's consideration. See Official Form 3B.

Chapter 11 Debtors
Check one box:
Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D).
Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).
Check if:
Debtor's aggregate noncontingent liquidated debts (excluding debts owed
to insiders or affiliates) are less than \$2,190,000.
Check all applicable boxes:
A plan is being filed with this petition.
Acceptances of the plan were solicited prepetition from one or more
classes of creditors, in accordance with 11 U.S.C. § 1126(b).

Statistical/Administrative Information
Debtor estimates that funds will be available for distribution to unsecured creditors.
Debtor estimates that, after any exempt property is excluded and administrative expenses paid,
there will be no funds available for distribution to unsecured creditors.
Estimated Number of Creditors
Estimated Assets
Estimated Liabilities

THIS SPACE IS FOR COURT USE ONLY

# Voluntary Petition

(This page must be completed and filed in every case)

Name of Debtor(s):  
**The Penn Traffic Company**

### All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)

Location Where Filed: <b>Southern District of New York</b>	Case Number: <b>03-22945</b>	Date Filed: <b>5/30/03</b>
Location Where Filed:	Case Number:	Date Filed:

### Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor: <b>See Attachment</b>	Case Number:	Date Filed:
District:	Relationship:	Judge:

#### Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

Exhibit A is attached and made a part of this petition.

#### Exhibit B

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

\_\_\_\_\_  
Signature of Attorney for Debtor(s) (Date)

#### Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

- Yes, and Exhibit C is attached and made a part of this petition.
- No.

#### Exhibit D

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

- Exhibit D completed and signed by the debtor is attached and made a part of this petition.
- If this is a joint petition:
- Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.

#### Information Regarding the Debtor - Venue

(Check any applicable box)

- Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

#### Certification by a Debtor Who Resides as a Tenant of Residential Property

(Check all applicable boxes)

- Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

\_\_\_\_\_  
(Name of landlord that obtained judgment)

\_\_\_\_\_  
(Address of landlord)

- Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition**

*(This page must be completed and filed in every case)*

Name of Debtor(s):

**The Penn Traffic Company**

**Signatures**

**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.  
 [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.  
 [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X \_\_\_\_\_  
 Signature of Debtor

X \_\_\_\_\_  
 Signature of Joint Debtor

\_\_\_\_\_  
 Telephone Number (If not represented by attorney)

\_\_\_\_\_  
 Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X \_\_\_\_\_  
 Signature of Foreign Representative

\_\_\_\_\_  
 Printed Name of Foreign Representative

\_\_\_\_\_  
 Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
 Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
 Address

X \_\_\_\_\_  
 Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.*

**Signature of Attorney\***

X   
 Signature of Attorney for Debtor(s)

**Gregory W. Werkheiser (3553)**  
 Printed Name of Attorney for Debtor(s)

**Morris, Nichols, Arsht & Tunnell LLP**  
 Firm Name  
**1201 North Market Street, P.O. Box 1347**  
**Wilmington, DE 19899-1347**

\_\_\_\_\_  
 Address

**302.658.9200 Fax: 302.658.3989**  
 Telephone Number

\_\_\_\_\_  
 Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X   
 Signature of Authorized Individual

**Gregory J. Young**  
 Printed Name of Authorized Individual

**President & Chief Executive Officer**  
 Title of Authorized Individual

**11/18/09**  
 Date

\_\_\_\_\_  
 Date

In re The Penn Traffic Company

Case No. \_\_\_\_\_

Debtor

**FORM 1. VOLUNTARY PETITION**  
**Pending Bankruptcy Cases Filed Attachment**

<u>Name of Debtor / District</u>	<u>Case No. / Relationship</u>	<u>Date Filed / Judge</u>
<b>Big M Supermarkets, Inc. District of Delaware</b>	<b>Affiliate</b>	<b>11/18/09 TBD</b>
<b>Commander Foods Inc. District of Delaware</b>	<b>Affiliate</b>	<b>11/18/09 TBD</b>
<b>P and C Food Markets Inc. of Vermont District of Delaware</b>	<b>Affiliate</b>	<b>11/18/09 TBD</b>
<b>P.T. Development, LLC District of Delaware</b>	<b>Affiliate</b>	<b>11/18/09 TBD</b>
<b>P.T. Fayetteville/Utica, LLC District of Delaware</b>	<b>Affiliate</b>	<b>11/18/09 TBD</b>
<b>Pennway Express, Inc. District of Delaware</b>	<b>Affiliate</b>	<b>11/18/09 TBD</b>
<b>Penny Curtiss Baking Company, Inc. District of Delaware</b>	<b>Affiliate</b>	<b>11/18/09 TBD</b>
<b>Sunrise Properties, Inc. District of Delaware</b>	<b>Affiliate</b>	<b>11/18/09 TBD</b>

**United States Bankruptcy Court  
 District of Delaware**

In re **The Penn Traffic Company**,  
 Debtor

Case No. \_\_\_\_\_  
 Chapter **11**

**Exhibit "A" to Voluntary Petition**

- If any of debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is **77155**.
- The following financial data is the latest available information and refers to debtor's condition on **5/4/2009**.

a. Total assets	\$	<u><b>150,374,730.00</b></u>	
b. Total debts (including debts listed in 2.c., below)	\$	<u><b>136,874,394.00</b></u>	
c. Debt securities held by more than 500 holders.			Approximate number of holders
secured / / unsecured / / subordinated / /	\$	<u><b>0.00</b></u>	<u><b>0</b></u>
secured / / unsecured / / subordinated / /	\$	<u><b>0.00</b></u>	<u><b>0</b></u>
secured / / unsecured / / subordinated / /	\$	<u><b>0.00</b></u>	<u><b>0</b></u>
secured / / unsecured / / subordinated / /	\$	<u><b>0.00</b></u>	<u><b>0</b></u>
secured / / unsecured / / subordinated / /	\$	<u><b>0.00</b></u>	<u><b>0</b></u>
d. Number of shares of preferred stock		<u><b>8,000</b></u>	<u><b>2</b></u>
e. Number of shares of common stock		<u><b>14,467,331</b></u>	<u><b>593</b></u>

Comments, if any:

- Brief description of debtor's business:  
**The Penn Traffic Company operates supermarkets in Pennsylvania, upstate New York, Vermont, and New Hampshire under the BiLo, P&C and Quality trade names.**
- List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:  
**Bay Harbour Management, LLC - 23.7%**  
**Pension Benefit Guaranty Corporation - 21.7%**  
**King Street Capital Management, LP - 15.6%**  
**Soundpost Partners, LP - 9.8%**

**CERTIFIED RESOLUTIONS OF THE  
BOARD OF DIRECTORS OF  
THE PENN TRAFFIC COMPANY**

WHEREAS, that in the judgment of the Board of Directors of The Penn Traffic Company (the “Company”), it is desirable and in the best interest of the Company to authorize officers of the Company to cause to be filed a petition by the Company seeking relief under the provisions of chapter 11 of title 11, United States Code (the “Bankruptcy Code”) on or after November 17, 2009.

NOW, THEREFORE, BE IT

**Filing and Prosecution of Bankruptcy Case**

RESOLVED, that it is desirable and in the best interest of the Company to authorize the Chief Executive Officer, the President, the Chief Restructuring Officer, the Vice President, the Secretary, or any of them, to cause to be filed petitions in the name of the Company (the “Chapter 11 Petition”) seeking relief under the provisions of chapter 11 of the Bankruptcy Code; and it is further

RESOLVED, that the Chief Executive Officer, the President, the Chief Restructuring Officer, the Vice President, and the Secretary (each, an “Authorized Officer”) be, and each hereby is, authorized and directed to execute and verify the Chapter 11 Petition and to cause the same to be filed in the United States Bankruptcy Court for the District of Delaware, (the “Bankruptcy Court”), in such form and at such time as such Authorized Officer(s) shall determine; and it is further

RESOLVED, that the Authorized Officers be, and each hereby is, authorized to execute and file (or direct others to do so on behalf of the Company as provided herein) all necessary documents, including, without limitation, all petitions, affidavits, schedules, motions, lists,

applications, pleadings, and other papers, and in connection therewith, to employ and retain all assistance by legal counsel, accountants, or other professionals and to take any and all action which they deem necessary and proper in connection with the chapter 11 case; and is further

RESOLVED, that the Authorized Officers be, and each hereby is, authorized to take all actions and execute all documents necessary to obtain debtor-in-possession financing under such terms as the Authorized Officers deem acceptable and appropriate.

### **Employment of Professionals**

RESOLVED, that the law firm of Haynes and Boone, LLP be, and hereby is, employed under general retainer as bankruptcy counsel for the Company in the chapter 11 case, and the Authorized Officers of the Company are hereby authorized and directed to execute appropriate retention agreements substantially in the form previously submitted to the Board of Directors, pay appropriate retainers in substantially the amounts previously discussed by the Board of Directors prior to and immediately upon the filing of a chapter 11 case, and cause to be filed appropriate applications for authority to retain the services of Haynes and Boone, LLP; and it is further

RESOLVED, that the law firm of Fulbright & Jaworski, LLP be, and hereby is, employed under general retainer as special counsel for the Company in the chapter 11 case, and the Authorized Officers of the Company are hereby authorized and directed to execute appropriate retention agreements substantially in the form previously submitted to the Board of Directors, pay appropriate retainers in substantially the amounts previously discussed by the Board of Directors prior to and immediately upon the filing of a chapter 11 case, and cause to be filed appropriate applications for authority to retain the services of Fulbright & Jaworski, LLP; and it is further

RESOLVED, that the prior appointment of Ronald F. Stengel as CRO of the Company effective November 3, 2009 is hereby acknowledged and ratified in all respects, and all acts lawfully done or actions lawfully taken by him in the capacity as CRO from and after November 3, 2009 through the date hereof are hereby adopted, ratified, confirmed, and approved in all respects as the acts and deeds of the Company; and it is further

RESOLVED, that the firm of Donlin Recano & Company, Inc. (“Donlin”) be, and hereby is, employed as claims, noticing, and balloting agent for the Company in the chapter 11 case, and the Authorized Officers of the Company are hereby authorized and directed to execute appropriate retention agreements substantially in the form previously submitted to the Board of Directors, pay appropriate retainers in substantially the amounts previously discussed by the Board of Directors prior to and immediately upon the filing of a chapter 11 case, and cause to be filed appropriate applications for authority to retain the services of Donlin; and it is further

RESOLVED, that the Authorized Officers of the Company be, and they hereby are, authorized and directed to seek the approval of the Bankruptcy Court to employ any other firm as professionals or consultants to the Company as are deemed necessary to represent and assist the Company in carrying out its duties under the Bankruptcy Code and, in connection therewith, the Authorized Officers of the Company are hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers prior to and after the filing of a chapter 11 case, and cause to be filed appropriate applications for authority to retain the services of such firm; and it is further

RESOLVED, that all acts lawfully done or actions lawfully taken by any Authorized Officer to seek relief under chapter 11 of the Bankruptcy Code or in connection with the chapter



11 case, or any matter related thereto, be, and hereby are, adopted, ratified, confirmed, and approved in all respects as the acts and deeds of the Company.

### **Consent to Cash Collateral Order and Execution of Supporting Documents**

WHEREAS, in connection with the Company's chapter 11 case described herein, the Company deems it to be advisable and in the Company's best interest to consent to, and seek Bankruptcy Court approval of, that certain Interim Order Pursuant to Bankruptcy code Sections 105, 361, 362, 363 and 364 (A) Authorizing the Debtors' Use of Cash Collateral By Consent, [(B) Authorizing Postpetition Letter of Credit Financing,] (C) Granting Adequate Protection and (D) Scheduling a Final Hearing Pursuant to Bankruptcy Rule 4001 and any other interim or final orders and other agreements related thereto substantially in the form presented to the Board of Directors, with such changes thereto as agreed to by the Authorized Officers (as amended, supplemented, restated, or otherwise modified from time to time, the "Cash Collateral Order"), which has been provided to the Company in connection with that certain first lien credit agreement dated as of April 13, 2005 (as amended, supplemented, amended and restated or otherwise modified, the "First Lien Credit Agreement"), among The Penn Traffic Company, Penny Curtiss Baking Company Inc. and Big M Supermarkets, Inc., as borrowers, Sunrise Properties, Inc., Pennway Express, Inc., Commander Foods Inc., P and C Food Markets Inc. of Vermont, P.T. Development, LLC, and P.T. Fayetteville/Utica, LLC, as guarantors, the lenders party from time to time thereto, (collectively, the "First Lien Secured Lenders"), General Electric Capital Corporation, for itself as a lender, and as agent to the First Lien Secured Lenders, and other parties thereto; and

WHEREAS, in connection with the Cash Collateral Order, the Company may be required to enter into one or more security agreements, mortgages or other documents in order to grant

any security interests in and liens upon substantially all of its existing and after-acquired assets and to otherwise effectuate the terms and provisions of the Cash Collateral Order (collectively, the “Supporting Documents”); and

WHEREAS, the directors of the Company have determined that the consent to the Cash Collateral Order and the execution of the Supporting Documents are incidental to and in furtherance of the business of the Company, will benefit directly or indirectly the Company, and are in the best interest of the Company;

NOW, THEREFORE, BE IT RESOLVED, that the Authorized Officers, or any of them, be, and they hereby are, authorized for and on behalf of the Company to execute and deliver for and on behalf of the Company the Cash Collateral Order, the Supporting Documents and any such agreements, documents, instruments, or certificates, in each case in the form and substance deemed acceptable or agreeable to said officers, in order to consummate the transactions contemplated by these resolutions or in connection with the Cash Collateral Order and such Supporting Documents, and containing such terms and conditions as may be acceptable or agreeable to said officers (provided such terms and conditions are consistent with the foregoing Cash Collateral Order and Supporting Documents and are authorized by the interim and final Cash Collateral Orders to be entered by the Bankruptcy Court), such determination, acceptance, and agreement to be conclusively evidenced by such Authorized Officer’s execution and delivery thereof; and it is further

RESOLVED, that the Authorized Officers be, and each hereby is, authorized and empowered to do or cause to be done all such acts or things and to sign and deliver or cause to be signed and delivered any agreements, documents, instruments, and certificates necessary, advisable, or appropriate to effectuate or carry out the purposes and intent of the foregoing

resolutions in connection with the Cash Collateral Order and Supporting Documents and it is further;

RESOLVED, that the Authorized Officers may, and each hereby may, execute, make, and deliver any guaranty, pledge agreement, security agreement, mortgage, stock power, financing statement, agreement, document, consent, or instrument in connection with the foregoing the Cash Collateral Order and Supporting Documents; and it is further

RESOLVED, that the execution by the Authorized Officers, or any of them, of any document authorized by the foregoing resolutions or any document executed in the accomplishment of any action or actions so authorized, is (or shall become upon delivery) the enforceable and binding act and obligation of the Company, without the necessity of the signature or attestation of any other officer of this Company or the affixing of the corporate seal; and it is further

RESOLVED, that all acts and deeds of the Authorized Officers of the Company to date, be, and the same hereby are, in all respects ratified, approved, and adopted as the acts and deeds of the Company.

### **General Authorizing Resolutions**

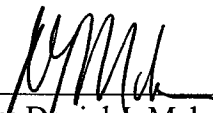
RESOLVED, that the Authorized Officers be, and each of them, with full authority to act without the others, hereby is authorized and directed, in the name of and on behalf of the Company, under the Company's corporate seal or otherwise, to make, enter into, execute, deliver, and file any and all other or further agreements, documents, certificates, materials, and instruments, to disburse funds of the Company, to take or cause to be taken any and all other actions, and to incur all such fees and expenses as any such officer deems to be necessary, appropriate, or advisable to carry out the purposes of the foregoing resolutions and the

transactions contemplated thereunder and/or to successfully complete the chapter 11 case, the taking of any such action to constitute conclusive evidence of the exercise of such discretionary authority; and it is further

RESOLVED, that all authorized acts, transactions, or agreements undertaken prior to the adoption of these resolutions by any officer of the Company on behalf of the Company in connection with the foregoing matters are hereby authorized, approved, ratified, confirmed, and adopted as the acts of the Company; and it is further

RESOLVED, that the Authorized Officers be, and each of them hereby is, authorized, empowered, and directed to certify and attest any documents or materials which they deem necessary, desirable, or appropriate to consummate the transactions contemplated by the foregoing resolutions, without the necessity of the signature or attestation of any other officer or the affixing of any seal of the Company.

I, Daniel J. Mahoney, Esq., as secretary of the Company, certify that the above resolutions were adopted by the Board of Directors of the Penn Traffic Company at the meeting held on November 17, 2009.

  
Name: Daniel J. Mahoney, Esq.

Title: Secretary

**United States Bankruptcy Court**  
**District of Delaware**

In re **The Penn Traffic Company**

Debtor(s)

Case No. \_\_\_\_\_

Chapter **11**

**CONSOLIDATED LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 30 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 30 largest unsecured claims. If a minor child is one of the creditors holding the 30 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
ABC REFRIGERATION + AC INC 6619 JOY ROAD EAST SYRACUSE, NY 13057	ABC REFRIGERATION + AC INC 6619 JOY ROAD EAST SYRACUSE, NY 13057 315-455-7083	TRADE PAYABLE		\$ 405,216.79
AIGCS AMERICAN INTERNATIONAL GROUP P.O.BOX 35656 NEWARK, NJ 07193-5657	JAMES CUFFE AIGCS AMERICAN INTERNATIONAL GROUP P.O.BOX 35656 NEWARK, NJ 07193-5657 877-640-2450	TRADE PAYABLE		\$ 95,914.24
AMERICAN GREETINGS DEPT I PO BOX 640782 PITTSBURGH, PA 15264-0782	VIOLET RAPACZ AMERICAN GREETINGS DEPT I PO BOX 640782 PITTSBURGH, PA 15264-0782 1-800-321-3040	TRADE PAYABLE		\$ 133,856.00
AMERISOURCE / TOPCO P.O.BOX 96002 (PHARMACY ONLY) CHICAGO, IL 60693-6002	LJ ALLEN AMERISOURCE / TOPCO P.O.BOX 96002 (PHARMACY ONLY) CHICAGO, IL 60693-6002	TRADE PAYABLE		\$ 81,522.07
BERGENSONS PROPERTY SERVICES PO BOX 201307 DALLAS, TX 75320-1307	BERGENSONS PROPERTY SERVICES PO BOX 201307 DALLAS, TX 75320-1307 760-631-5111	TRADE PAYABLE		\$ 137,244.57
COCA COLA BOTTLING CO OF EGL PO BOX 4108 BOSTON, MA 02211-4108	COCA COLA BOTTLING CO OF EGL PO BOX 4108 BOSTON, MA 02211-4108 888-361-9074	TRADE PAYABLE		\$ 343,102.09
CROWN EQUIPMENT CORPORATION PO BOX 641173 CINCINNATI, OH 45264-1173	CROWN EQUIPMENT CORPORATION PO BOX 641173 CINCINNATI, OH 45264-1173 724-696-3533	TRADE PAYABLE		\$ 70,455.02
DELI BOY PROVISION CO 100 MATHEWS AVE SYRACUSE, NY 13209	DELI BOY PROVISION CO 100 MATHEWS AVE SYRACUSE, NY 13209 315-488-4411	TRADE PAYABLE		\$ 326,623.65

B4 (Official Form 4) (12/07) - Cont.

In re **The Penn Traffic Company**

Case No. \_\_\_\_\_

Debtor(s) \_\_\_\_\_

**LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
EMC 1550 LAFOLLETTE FENNIMORE, WI 53809	STEVE BARRY EMC 1550 LAFOLLETTE FENNIMORE, WI 53809 608-822-3550	TRADE PAYABLE		\$ 183,846.97
FIRST ENERGY SOLUTIONS, CORP. P.O. BOX 3687 AKRON, OH 44308-1890	K. KEMP FIRST ENERGY SOLUTIONS, CORP. P.O. BOX 3687 AKRON, OH 44308-1890 1-888-254-6359	TRADE PAYABLE		\$ 172,208.54
FRITO-LAY INC PO BOX 643104 PITTSBURGH, PA 15264-3104	TONI MAYER FRITO-LAY INC PO BOX 643104 PITTSBURGH, PA 15264-3104 315-437-2138	TRADE PAYABLE		\$ 138,759.56
GALLIKER DAIRY CO P O BOX 159 JOHNSTOWN, PA 15907-0159	K. MIZAK GALLIKER DAIRY CO P O BOX 159 JOHNSTOWN, PA 15907-0159 -814-266-8702	TRADE PAYABLE		\$ 109,954.06
GEORGE WESTON BAKERIES, INC. P O BOX 644254 PITTSBURGH, PA 15264-4254	A. HEBERT GEORGE WESTON BAKERIES, INC. P O BOX 644254 PITTSBURGH, PA 15264-4254 800-631-0284	TRADE PAYABLE		\$ 315,213.16
HESS CORPORATION P.O.BOX 905216 CHARLOTTE, NC 28290-5216	HESS CORPORATION P.O.BOX 905216 CHARLOTTE, NC 28290-5216 800-437-7265	TRADE PAYABLE		\$ 132,401.43
HUDSON RPM DIST LLC ATLAS NEWS DIVISION 150 BLACKSTONE RIVER DR WORCESTER, MA 01607-1482	S. POLK HUDSON RPM DIST LLC ATLAS NEWS DIVISION 150 BLACKSTONE RIVER DR WORCESTER, MA 01607-1482 800-343-2340	TRADE PAYABLE		\$ 124,394.54
KARABUS MANAGEMENT INC 145 KING STREET WEST TORONTO, ON M5H1V8	B. FLETCHER KARABUS MANAGEMENT INC 145 KING STREET WEST TORONTO, ON M5H1V8 416-222-6408	TRADE PAYABLE		\$ 437,328.11
LOCAL 23 HEALTH FUND 345 SOUTHPOINTE BOULEVARD SUITE 200 CANONSBURG, PA 15317	CHRIS MCMAHON LOCAL 23 HEALTH FUND 345 SOUTHPOINTE BOULEVARD SUITE 200 CANONSBURG, PA 15317	TRADE PAYABLE		\$ 518,996.75

B4 (Official Form 4) (12/07) - Cont.

In re **The Penn Traffic Company**

Case No. \_\_\_\_\_

Debtor(s) \_\_\_\_\_

**LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
MEADOW BROOK DAIRY PO BOX 90265 CHICAGO, IL 60696-0265	MONICA DODDATO MEADOW BROOK DAIRY PO BOX 90265 CHICAGO, IL 60696-0265 800-942-8096	TRADE PAYABLE		\$ 116,734.95
MEIER SUPPLY CO INC 123 BROWN STREET JOHNSON CITY, NY 13790	MEIER SUPPLY CO INC 123 BROWN STREET JOHNSON CITY, NY 13790 607-797-7700	TRADE PAYABLE		\$ 69,658.20
NABISCO BRANDS-DSD ONLY PO BOX 13475 NEWARK, NJ 07188-0475	TRACEY WILLIAMS NABISCO BRANDS-DSD ONLY PO BOX 13475 NEWARK, NJ 07188-0475 570-820-1495	TRADE PAYABLE		\$ 152,879.77
NATIONAL INDUSTRIAL PORTFOLIO BORROWER, LLC PO BOX 842574 BOSTON, MA 02284-2574	K. HOFFMAN NATIONAL INDUSTRIAL PORTFOLIO BORROWER, LLC PO BOX 842574 BOSTON, MA 02284-2574	TRADE PAYABLE		\$ 344,183.33
NEW YORK STATE FAIR NEW YORK STATE FAIRGROUNDS 581 STATE FAIR BLVD SYRACUSE, NY 13209	NEW YORK STATE FAIR NEW YORK STATE FAIRGROUNDS 581 STATE FAIR BLVD SYRACUSE, NY 13209	TRADE PAYABLE		\$ 333,160.80
PEPPERIDGE FARMS INC. PO BOX 644398 PITTSBURGH, PA 15264	MICHAEL COLLETTI PEPPERIDGE FARMS INC. PO BOX 644398 PITTSBURGH, PA 15264 203-846-7044	TRADE PAYABLE		\$ 97,275.51
PERRY'S ICE CREAM PO BOX 842581 BOSTON, MA 02284-2581	MATT GIBBONS PERRY'S ICE CREAM PO BOX 842581 BOSTON, MA 02284-2581 716-542-5492	TRADE PAYABLE		\$ 102,531.58
RUBIN BROWN PO BOX 790379 ST LOUIS, MO 63179	KRISTIN PARSHAY RUBIN BROWN PO BOX 790379 ST LOUIS, MO 63179 314-290-3300	TRADE PAYABLE		\$ 114,806.06
SOURCE INTERLINK DISTRIBUTION 75 REMITTANCE DR., SUITE 6427 CHICAGO, IL 60675-6427	SOURCE INTERLINK DISTRIBUTION 75 REMITTANCE DR., SUITE 6427 CHICAGO, IL 60675-6427 866-888-5389	TRADE PAYABLE		\$ 114,484.71
STROEHMANN BAKERIES PO BOX 644254 PITTSBURGH, PA 15264-4254	A. HEBERT STROEHMANN BAKERIES PO BOX 644254 PITTSBURGH, PA 15264-4254 800-922-0611	TRADE PAYABLE		\$ 213,105.50

B4 (Official Form 4) (12/07) - Cont.

In re The Penn Traffic Company

Case No. \_\_\_\_\_

Debtor(s) \_\_\_\_\_

**LIST OF CREDITORS HOLDING 30 LARGEST UNSECURED CLAIMS**  
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
SYRACUSE CRUNCH HOCKEY CLUB WAR MEMORIAL AT ONCENTER 800 SOUTH STATE STREET SYRACUSE, NY 13202	V. LEDERMAN SYRACUSE CRUNCH HOCKEY CLUB WAR MEMORIAL AT ONCENTER 800 SOUTH STATE STREET SYRACUSE, NY 13202 315-473-4444	TRADE PAYABLE		\$ 63,445.00
VERTIS, INC. P.O. BOX 404555 ATLANTA, GA 30384-4555	K. GLETNER VERTIS, INC. P.O. BOX 404555 ATLANTA, GA 30384-4555	TRADE PAYABLE		\$ 80,047.03
WESTVALE PLAZA MANAGEMENT 2102 WEST GENESEE ST SYRACUSE, NY 13219	WESTVALE PLAZA MANAGEMENT 2102 WEST GENESEE ST SYRACUSE, NY 13219	TRADE PAYABLE		\$ 99,167.49

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the President & Chief Executive Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date 11/18/09

Signature \_\_\_\_\_

**Gregory J. Young**  
President & Chief Executive Officer

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.



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

**In re:**

**THE PENN TRAFFIC COMPANY**

**Debtors.**

§  
§  
§  
§  
§

**Chapter 11**

**Case No. 09- \_\_\_\_ ( )**

**Joint Administration Requested**

**LIST OF CREDITORS**

The debtor in this chapter 11 case and certain affiliated entities (collectively, the “Debtors”) each filed a petition in this Court on the date hereof for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”). Contemporaneously with the filing of their petitions, the Debtors filed a single consolidated list of creditors (the “Consolidated Creditors List”), in lieu of separate lists. Due to its voluminous nature, the Consolidated Creditors List is being submitted to the Court electronically under separate notice.

Dated: November 18, 2009  
Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

By: 

Eric D. Schwartz (Del. No. 3134)  
Gregory W. Werkheiser (Del. No. 3553)  
Ann C. Cordo (Del. No. 4817)  
1201 North Market Street, P.O. Box 1347  
Wilmington, Delaware 19899-1347  
Telephone: 302.351.9308  
Facsimile: 302.498.6208  
eschwartz@mnat.com  
gwerkheiser@mnat.com  
acordo@mnat.com

-and-

HAYNES AND BOONE, LLP  
Lenard M. Parkins (NY 4579124)  
Michael E. Foreman (NY 2043248)  
Abigail Ottmers (TX 24037225)  
1221 Avenue of the Americas, 26th Floor  
New York, NY 10020  
Telephone: 212.659.7300  
Facsimile: 212.918.8989  
lenard.parkins@haynesboone.com  
michael.foreman@haynesboone.com  
abigail.ottmers@haynesboone.com

***Proposed Counsel for the Debtors and Debtors in Possession***

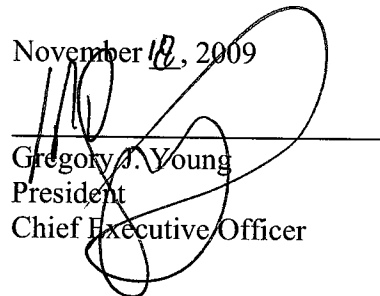
## LIST OF CREDITORS

### DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, Gregory J. Young, President and Chief Executive Officer of The Penn Traffic Company, declare under penalty of perjury that I have read the foregoing List of Creditors and that it is true and correct to the best of my knowledge, information and belief.

Date: November 18, 2009

Signature:

  
\_\_\_\_\_  
Gregory J. Young  
President  
Chief Executive Officer

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

**In re:** § **Chapter 11**  
§  
**THE PENN TRAFFIC COMPANY, ET AL.**<sup>1</sup> § **Case No. 09-\_\_\_\_\_ ( )**  
§  
**Debtors.** § **Joint Administration Requested**

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

In accordance with Federal Rule of Bankruptcy Procedure 7007.1 the undersigned certifies that the following entities are corporations that directly or indirectly own 10% or more of any class of The Penn Traffic Company's equity interests:

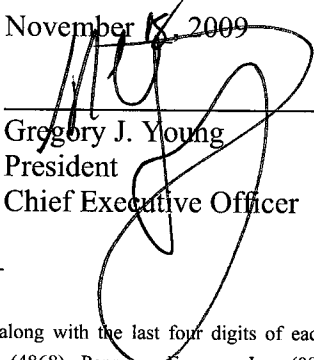
Bay Harbour Management, LLC  
885 Third Avenue  
New York, NY 10022

King Street Capital Management, LP  
65 East 55<sup>th</sup> Street, 30<sup>th</sup> Floor  
New York, NY 10022

Pension Benefit Guaranty Corporation  
c/o JP Morgan Investment Management, Inc.  
522 Fifth Avenue  
New York, NY 10036

Soundpost Partners, LP  
405 Park Avenue, 6<sup>th</sup> Floor  
New York, NY 10022

Date: November 18, 2009

Signature:   
\_\_\_\_\_  
Gregory J. Young  
President  
Chief Executive Officer

<sup>1</sup> The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor's tax identification number, are: The Penn Traffic Company (6800), Sunrise Properties, Inc. (4868), Pennway Express, Inc. (0863), Penny Curtiss Baking Company, Inc. (6750), Big M Supermarkets, Inc. (8022), Commander Foods Inc. (8023), P and C Food Markets Inc. of Vermont (5531), P.T. Development, LLC (8594), and P.T. Fayetteville/Utica, LLC (8582). The mailing address for all Debtors is: P.O. Box 4737, Syracuse, NY 13221-4737.

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

<b>In re:</b>	§	<b>Chapter 11</b>
	§	
<b>THE PENN TRAFFIC COMPANY, ET AL.<sup>1</sup></b>	§	<b>Case No. 09-_____ (____)</b>
	§	
<b>Debtors.</b>	§	<b>Joint Administration Requested</b>

**LIST OF EQUITY SECURITY HOLDERS**

The debtor in this chapter 11 case and certain affiliated entities each filed a petition in this Court on the date hereof for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”). Following is the list of The Penn Traffic Company’s equity security holders which was prepared in accordance with Rule 1007(a) of the Federal Rules of Bankruptcy Procedure for filing in this chapter 11 case.

Equity Holder	Address of Equity Holder	Security Class	Number of Securities
3M (MINNESOTA MINING & MANUFACTURING)	C/O RECEIVABLES CONTROL CORP ATTN: JEFFREY N PIERSON PO BOX 9658 MINNEAPOLIS, MN 55440-0000	Common	303
3M MINNESOTA MINING & MANUFACTURING	C/O RECEIVABLES CONTROL CORP ATTN: JEFFREY N PIERSON PO BOX 9658 MINNEAPOLIS, MN 55440-0000	Common	294
4C FOODS CORP	ATTN SALLY MC CRAKER VP 580 FOUNTAIN AVE BROOKLYN, NY 11208-0000	Common	1,324
A C LISTER & COMPANY INC	8992 COTTER ST LEWIS CENTER, OH 43035-0000	Common	426
ABBOTT FOODS	L 0015 PO BOX 182393 COLUMBUS, OH 43218-2393	Common	547
ACME MARKETS INC	C/O SAUL EWING LLP ATTN MARK MINUTI ESQ 222 DELAWARE AVE STE #1200 WILMINGTON, DE 19899-0000	Common	6,637

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<sup>1</sup> The Debtors in these Chapter 11 cases, along with the last four digits of each Debtor’s tax identification number, are: The Penn Traffic Company (6800), Sunrise Properties, Inc. (4868), Pennway Express, Inc. (0863), Penny Curtiss Baking Company, Inc. (6750), Big M Supermarkets, Inc. (8022), Commander Foods Inc. (8023), P and C Food Markets Inc. of Vermont (5531), P.T. Development, LLC (8594), and P.T. Fayetteville/Utica, LLC (8582). The mailing address for all Debtors is: P.O. Box 4737, Syracuse, NY 13221-4737.

Equity Holder	Address of Equity Holder	Security Class	Number of Securities
ACME NORTHEAST INC	UNITS 5-6 10-12 DELAWARE DR SALEM, NH 03079-0000	Common	160
AGWAY ENERGY PRODUCTS LLC	5790 WIDE WATERS PARKWAY SYRACUSE, NY 13214-0000	Common	224
ALBERTO CULVER USA INC	ATTN JAMES W VAREY CRDT MGR 2525 ARMITAGE AVENUE MELROSE PARK, IL 60160-1163	Common	192
ALEX ICE SERVICE	30 GEORGE ST MASSENA, NY 13662-0000	Common	162
ALL-WAYS DEMOWORKS INC	ATTN FRANCIS LOUGHLIN 1442 BROAD STREET BLOOMFIELD, NJ 07003-0000	Common	602
ALLEGHENY POWER	1310 FAIRMONT AVENUE FAIRMONT, WV 26555-1392	Common	3,053
ALLEN CANNING CO	ATTN GARY MICKEL CRDT MGR PO BOX 250 SILOAM SPRINGS, AR 72761-0000	Common	257
ALLIED SPRING & SERVICES	ATTN LONNIE LAROCHELLE VP PO BOX 117 EAST SYRACUSE, NY 13057-0000	Common	190
ALLTEL	PO BOX 9001908 LOUISVILLE, KY 40290-1908	Common	384
ALLTRISTA CONSUMER PROD CO	2205 RELIABLE PARKWAY CHICAGO, IL 60686-0022	Common	6,374
ALOHA HOUSEWARES INC	PO BOX 5627 ARLINGTON, TX 76005-5627	Common	1,375
ALTADIS USA INC	ATTN MIRIAM PIEDRA 5900 N ANDREWS AVE FT LAUDERDALE, FL 33309-0000	Common	244
ALTERI BAKERY	PO BOX 6192 WATERTOWN, NY 13601-6192	Common	195
ALTOONA MIRROR	PO BOX 2008 ALTOONA, PA 16603-0000	Common	1,037
AMCOR TWINPAK - NEWPORT NEWS	ATTN: CYNTHIA SILLJER 270 PICKETTS LINE NEWPORT NEWS, VA 23603-0000	Common	159
AMERICAN DAIRY BRANDS	ATTN: KEN ORF CREDIT MANAGER DIV/DAIRY FARMERS OF AMER INC 12252 COLLECTION CENTER DRIVE CHICAGO, IL 60693-0000	Common	165
AMERICAN INGREDIENTS COMPANY	7905 QUIVIRA RD LENEXA, KS 66215-2732	Common	645
AMERICAN ITALIAN PASTA CO	PO BOX 503680 ST LOUIS, MO 63150-3680	Common	3,182
AMERITECH	BILL PAYMENT CENTER PO BOX 392 SAGINAW, MI 48663-0003	Common	1,417
AMY KIMBALL AS PNG OF	DUSTIN KIMBALL 23 CHESTNUT STREET - APT #6 PHOENIX, NY 13135-0000	Common	625

Equity Holder	Address of Equity Holder	Security Class	Number of Securities
ANDA INC	PO BOX 8500-6375 PHILADELPHIA, PA 19178-6375	Common	3,584
ANDERSON BAKERY CO INC	2060 OLD PHILEADALPHIA PIKE LANCASTER, PA 17602-0000	Common	474
ANGELO PACIFICO & SONS INC	1208 5TH AVE ALTOONA, PA 16602-0000	Common	424
AP CLEANING INC	849 CALKINS RD WELLSBORO, PA 16901-0000	Common	206
APPLIED BEHAVIORAL DYNAMICS	7 MONTEREY COURT HOLMDEL, NJ 07733-0000	Common	405
ARAMARK UNIFORM SERVICES INC	1900 PROGRESS AVE COLUMBUS, OH 43207-0000	Common	318
ARESCO INC	P O BOX 609 ELKHORN, NE 68022-0000	Common	235
ARMKELL LLC	ATTN GERALD STEPIEN CRDT MGR 469 NORTH HARRISON ST PRINCETON, NJ 08543-0000	Common	765
ASSOCIATED MILK	PRODUCERS INC DAVE HANSON 315 N BROADWAY PO BOX 458 NEW ULM, MN 56073-0000	Common	297
AT&T CORP	C/O LOWENSTEIN SANDLER PC ATTN: VINCENT A D'AGOSTINO ESQ 65 LIVINGSTON AVENUE ROSELAND, NJ 07068-0000	Common	1,307
ATLANTA SHARPTECH	ATTN: CAROLYN WOODS CASH RECEIPTS PO BOX 406716 ATLANTA, GA 30384-6716	Common	427
ATLAS NEWS	ATTN JAY G MARSHALL VP PO BOX 145 HARTFORD, CT 06141-0145	Common	259
AUDIO VIDEO RACK SERVICES	ATTN: MARY C SHERWOOD-CPA PO BOX 2255 SANDUSKY, OH 44871-2255	Common	239
AW SISK & SON INC	3601 CHOPTANK ROAD PO BOX 70 PRESTON, MD 21655-0000	Common	378
BAKE-RITE ROLLS INC	PO BOX 15402 BALTIMORE, MD 21263-0000	Common	227
BAKELINE GROUP LLC	17W220 22ND ST STE 300 OAKBROOK TER, IL 60181-4478	Common	321
BAKEMARK	PO BOX 87557 CAROL STREAM, IL 60188-0000	Common	1,039
BAKEMARK	120 VICTORIA ROAD YOUNGSTOWN, OH 44515-0000	Common	220
BALLARD FARM SAUSAGE INC	PO BOX 699 WAYNE, WV 25570-0000	Common	763
BARNES GROUP INC	DEPT CH 14079 PALATINE, IL 60055-4079	Common	224

Equity Holder	Address of Equity Holder	Security Class	Number of Securities
BATH ELECT&GAS&WATER SYST	7-11 SOUTH AVE PO BOX 310 BATH, NY 14810-0000	Common	301
BAY HARBOUR MANAGEMENT, LLC	885 THIRD AVENUE NEW YORK, NY 10022-0000	Common	1,788,457
BAY HARBOUR MANAGEMENT, LLC	885 THIRD AVENUE NEW YORK, NY 10022-0000	Preferred	5,000
BEAK AND SKIFF CIDER MILL	4472 CHERRY VALLEY TPK LAFAYETTE, NY 13084-0000	Common	362
BEAVER STREET FISHERIES INC	ATTN: JOHN R WEBER-CR MGR 1741 WEST BEAVER STREET JACKSONVILLE, FL 32203-1430	Common	896
BEER & WINE WAREHOUSE	ATTN TERRI ANN LOWERY ESQ GWENDOLYN KING 75 GREEN STR CUMBERLAND, MD 21502-0000	Common	264
BERNS & KOPPSTEIN FOODS DIV	ATTN CAROL SCHILLING ACCOUNTING MANAGER 17 BATTERY PLACE 6TH FLOOR NEW YORK, NY 10004-1204	Common	1,238
BEST BRANDS CORP	PO BOX 99730 CHICAGO, IL 60690-0000	Common	1,007
BIC USA INC	ATTN: JOAN EVARTS CREDIT MANAGER 500 BIC DRIVE MILFORD, CT 06460-0000	Common	682
BILINSKI SAUSAGE	41 LARK ST COHOES, NY 12047-0000	Common	325
BLACK RIVER VALLEY FARMS	36537 NY STATE RT 26 CARTHAGE, NY 13619-0000	Common	164
BLOOMER CANDY CO	ATTN: TERESA M YOUNG-SEC/TREAS PO BOX 3450 ZANESVILLE, OH 43702-3450	Common	380
BLUE DIAMOND GROWERS	PO BOX 96269 CHICAGO, IL 60693-0000	Common	391
BLUE RHINO CORP	PO BOX 281956 ATLANTA, GA 30384-1956	Common	260
BMK LP	ATTN TERRY ARNOLD A/R MGR 2051 MCKENZIE DR CARROLLTON, TX 75006-0000	Common	5,206
BOROUGH OF WATSONTOWN	BOX 273 FOURTH & MAIN ST WATSONTOWN, PA 17777-0000	Common	405
BP OIL COMPANY	4850 E 49 ST MBC 3 CLEVELAND, OH 44125-0000	Common	1,550
BREMNER INC	A SUBSIDIARY OF RALCORP HLDGS INC ATTN:TERESA A BEARD PO BOX 618 SAINT LOUIS, MO 63188-0000	Common	1,929

Equity Holder	Address of Equity Holder	Security Class	Number of Securities
BRINKS INC	ATTN GAILENE JAQUES A/R SUPV 555 DIVIDEND DR SUITE 100 COPPELL, TX 75019-0000	Common	494
BRISTOL-MYERS PRODUCTS COMPANY	ATTN DAVE YAUDO CREDIT MGR PO BOX 945548 ATLANTA, GA 30394-5548	Common	687
BROAD STREET RETAIL LLC	150 E BROAD ST STE 800 ATTN ACCOUNTING DEPT COLUMBUS, OH 43215-0000	Common	1,543
BROWN PAPER GOODS COMPANY	DEPT77-6524 CHICAGO, IL 60678-6524	Common	402
BROWN PUBLISHING COMPANY INC	ATTN CHARLES C DAKER-CR MGR 3085 WOODMAN DR SUITE 170 KETTERING, OH 45420-0000	Common	610
BRYAN MECHANICAL	3401 GRAND AVENUE PITTSBURGH, PA 15225-0000	Common	479
BUCKEYE DISTRIBUTING	215 KEN MAR INDUSTRIAL PARK WAY BROADVIEW HTS, OH 44147-0000	Common	428
BUFFALO NEWS	ATTN ARTHUR BEUACQUA ONE NEWS PLAZA PO BOX 100 BUFFALO, NY 14240-0000	Common	1,039
BUNZL DISTRIBUTION USA INC	ATTN DANIEL J LETT GENERAL COUNSEL 701 EMERSON ROAD STE500 ST LOUIS, MO 63141-0000	Common	2,918
BUSH BROTHERS & CO	PO BOX 52330 KNOXVILLE, TN 37950-0000	Common	8,438
BUTTER KRUST BAKING CO	249 11TH STREET SUNBURY, PA 17801-0249	Common	1,517
BVJ LTD	ATTN: BETSY PAUL DIRECTOR OF CORPORATE CREDIT 111 CHESHIRE LANE MINNETONKA, MN 55305-0000	Common	347
C & D TECHNOLOGIES INC	1400 UNION MEETING RD BLUE BELL, PA 19422-0000	Common	190
C UNGER & C UNGER TR UA 04/24/01 UNGER R	C UNGER UNGER REV LIVING TRUST 13984 RUSSEL VALLEY RD TRUCKEE, CA 96161-2656	Common	23
CA SHORT COMPANY	4205 EAST DIXON BLVD SHELBY, NC 28152-0000	Common	373
CAMINO REAL FOODS	PO BOX 30729 LOS ANGELES, CA 90030-0729	Common	243
CANADA DRY/ROYAL CROWN COMPANY OF SCRANT	COMPANY OF SCRANTON ATTN TRACEY M SMITH PO BOX 112 SCRANTON, PA 18501-0000	Common	335



Equity Holder	Address of Equity Holder	Security Class	Number of Securities
CAPPIONE A INC	PO BOX 580 MASSENA, NY 13662-0000	Common	1,322
CARAVAN PRODUCTS CO INC	ATTN MIKE SAGAT- ACCT DIRECTOR PO BOX 1108 PASSAIC, NJ 07055-1108	Common	1,332
CARGILL INC-POULTRY DIVISION	D/B/A EXCEL CORP ATTN: RONALD J HOLLOWAY- CREDIT REP PO BOX 2519 WICHITA, KS 67201-0000	Common	816
CAROLINA LOGISTICS SERVICES	ATTN DAWN T ROWE 2601 PILGRIM COURT WINSTON-SALEM, NC 27106-0000	Common	1,483
CARRIER NORTHEAST	PO BOX 33133 NEWARK, NJ 07188-0133	Common	244
CARTHAGE CUP LP	C/O DRINKER BIDDLE & REATH LLP ATTN: FRANK F VELOCCI ESQ 500 CAMPUS DRIVE FLORHAM PARK, NJ 07932-0000	Common	571
CARVEL CORPORATION	PO BOX 40000 DEPT 437 HARTFORD, CT 06151-0437	Common	1,069
CASA IMPORTS INC	PO BOX 4429 UTICA, NY 13504-0000	Common	584
CASTLEBERRY FOOD COMPANY	ATTN: DAVID J CARMANY VP FINANCE 1621 - 15TH STREET PO BOX 1010 AUGUSTA, GA 30903-0000	Common	162
CCA INDUSTRIES	200 MURRAY HILL PARKWAY E RUTHERFORD, NJ 07073-0000	Common	323
CEDE & CO	PO BOX 20 BOWLING GREEN STN NEW YORK, NY 10274-0000	Common	8,037,420
CENTER CITY INTL TRUCKS INC	ATTN NICK WAHOFF 4200 CURRENCY DRIVE COLUMBUS, OH 43228-0000	Common	191
CENTRAL COCA-COLA BOTTLING COMPANY INC	BOTTLING COMPANY INC C/O LAW OFFICES OF JAMES J BURNS PLC 2611 CROMWELL ROAD RICHMOND, VA 23235-0000	Common	1,549
CENTRAL INVESTMENT CORPORATION D/B/A PEP	D/B/A PEPSI COLA BOTTLING ATTN: WILLIAM P MARTIN II 10560 ASHVIEW PLACE STE 250 CINCINNATI, OH 45247-0670	Common	1,436
CENTRAL SOYA COMPANY INC	ATTN BEVERLY D GARNER 11720 BORMAN DRIVE ST LOUIS, MO 63146-0000	Common	864
CH ROBINSON WORLDWIDE INC	ATTN WILLIAM A GLAD 8100 MITCHELL ROAD EDEN PRAIRIE, MN 55344-0000	Common	353

Equity Holder	Address of Equity Holder	Security Class	Number of Securities
CHARLESTON NEWSPAPERS	ATTN ELIZABETH CANTERBERRY PO BOX 2993 CHARLESTON, WV 25330-0000	Common	809
CHATTEM INC	1715 WEST 38TH STREET CHATTANOOGA CHATTANOOGA, TN 37409-0000	Common	1,290
CHAUTAUQUA DOOR CONTROL INC	10589 WILBUR RD DUNKIRK, NY 14048-9615	Common	237
CHECK FREE RECOVERY INC	6100 CHANNINGWAY BLVD SUITE 306 COLUMBUS, OH 43232-0000	Common	554
CHEP EQUIPMENT POOLING SYS	PO BOX 101475 ATLANTA, GA 30392-1475	Common	385
CHIAVETTA'S CATERING SERVICE INC	ATTN PETER A CHIAVETTA PO BOX 216 BRANT, NY 14027-0000	Common	227
CHICKEN OF THE SEA	9330 SCANTON RD SUITE 500 SAN DIEGO, CA 92121-0000	Common	252
CHR HANSEN INC	6940 EAGLE WAY CHICAGO, IL 60678-0000	Common	545
CIBA VISION CORP	ATTN SYLVIA FREEMAN 11460 JOHNS CREEK PKWY DULUTH, GA 30097-0000	Common	378
CIC ENTERPRISES LLC	9025 RIVER RD #300 INDIANAPOLIS, IN 46240-0000	Common	252
CINTAS CORPORATION # 333	1300 BOLTONFIELD ST PO BOX 28246 COLUMBUS, OH 43228-0000	Common	273
CITICAPITAL (SM)	PO BOX 6229 CAROL STREAM, IL 60197-6229	Common	198
CITIZEN'S VOICE NEWSPAPER	75 NORTH WASHINGTON ST WILKES-BARRE, PA 18711-0525	Common	482
CITY OF CELINA UTILITIES	ATTN JEFF HAZEL 426 WEST MARKET ST CELINA, OH 45822-2127	Common	899
CITY OF SHERRILL	C/O CAMPANIE & WAYLAND-SMITH PLLC ATTN:TINA M WAYLAND-SMITH ESQ 60 EAST STATE STREET - PO BOX 70 SHERRILL, NY 13461-0000	Common	337
CITY OF WAPAKONETA	ATTN DIANA BLACKBURN-OFFIC MGR DSD MISC GROC B PO BOX 269 WAPAKONETA, OH 45895-0269	Common	355
CITY OF WESTERVILLE	C/O DEPARTMENT OF FINANCE ATTN: MARGARET M DOONE 21 SOUTH STATE STREET WESTERVILLE, OH 43081-0000	Common	332

Equity Holder	Address of Equity Holder	Security Class	Number of Securities
CITY OF WILKES-BARRE	40 EAST MARKET ST FINANCE OFFICE ROOM 10 WILKES-BARRE WILKES BARRE, PA 18711-0000	Common	182
CITY TREASURER-ELECTRICITY	90 W BROAD ST CITY HALL ROOM 111 COLUMBUS, OH 43215-0000	Common	1,878
CLEANSERV BUILDING MAINTENANCE	24 VILLAGE POINTE DRIVE POWELL, OH 43065-0000	Common	222
CLEARFIELD DEVELOPMENT CO	C/O KAHN KLEINMAN ATTN PETER NEALIS ESQ 2600 ERIEVIEW TOWER CLEVELAND, OH 44114-0000	Common	313
CLIFF WEIL INC	ATTN EARLE D KELCHNER-CRDT MGR PO BOX 427 MECHANICSVILLE, VA 23111-0000	Common	1,239
CLINTON NURSERIES INC	ATTN: JAMES N GALVIN CHIEF FINANCIAL OFFICER 517 POND MEADOW ROAD WESTBROOK, CT 06498-0000	Common	1,379
CM PRODUCTS	ATTN: KAY E NEFF CREDIT MANAGER 800 ELA ROAD LAKE ZURICH, IL 60047-2390	Common	1,014
COCA COLA BOTTLING CO OF NNE	LAKES REGION #200 COCA COLA OF BURLINGTON ATTN:BRYAN RIDDELL 1 EXECUTIVE PARK DRIVE BEDFORD, NH 03110-0000	Common	2,835
COCA COLA BOTTLING OF BUFFALO	ATTN: THOMAS P MCFADDEN MGR SHARED FINANCIAL SERVICES 1000 RIDC PLAZA SUITE 504 PITTSBURGH, PA 15238-0000	Common	954
COCA-COLA NORTH AMERICA	2150 TOWN SQUARE PL # 400 SUGAR LAND, TX 77479-1278	Common	4,382
COLUMBUS FOODS COMPANY	30 E OAKTON ST DES PLAINES, IL 60018-1945	Common	180
COLUMBUS SPORTS PUBLICATIONS	1350 W 5TH AVE SUITE 30 PO BOX 12453 COLUMBUS, OH 43212-0000	Common	234
COMBE INCORPORATED	ATTN CAROL PIRONE 1101 WESTCHESTER AVENUE WHITE PLAINS, NY 10604-0000	Common	450
COMMERCIAL MARKETING ASSOC INC	8425 PROGRESS DRIVE SUITE BB FREDERICK, MD 21701-0000	Common	288
COMPUTER GROUP INC	ATTN NANCY WILLIAMS CNTRL 4455 REYNOLDS DR HILLIARD, OH 43026-1261	Common	756

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CONAIR CORPORATION	ATTN JATINDER DEOL VP 150 MILFORD RD E WINDSOR, NJ 08520-0000	Common	387
CONCORD EFS INC	C/O BAKER DONELSON BEARMAN CALDWELL & BERKOWITZ PC 165 MADISON AVENUE, SUITE 2000 MEMPHIS, TN 38103-0000	Common	2,643
CONSUMER GUILD FOODS INC	5035 ENTERPRISE BOULEVARD TOLEDO, OH 43612-0000	Common	771
CONTINENTAL BAKING CO	DSD BREAD B 178 SOUTH FORGE ST AKRON, OH 44308-0000	Common	253
CORTLAND STANDARD	PO BOX 5548 CORTLAND, NY 13045-5548	Common	380
COTT BEVERAGES WYOMISSING INC	ATTN: MARIE F SKAVINSKY AR MGR DEPT 1968 135 S LASALLE CHICAGO, IL 60674-1968	Common	434
COURIER-EXPRESS	ATTN ROBIN M DUTTRY ACCT MGR PO BOX 407 DUBOIS, PA 15801-0407	Common	586
COVERALL OF COLUMBUS INC	PO BOX 1450 NW 784305 MINNEAPOLIS, MN 55485-7843	Common	309
CROGHAN MEAT MARKET INC	MAIN ST CROGHAN, NY 13327-0000	Common	193
CRYSTAL ART GALLERY	ATTN ELENA MENDEZ 3359 EAST 50TH STREET VERNON, CA 90058-0000	Common	267
CURTIS MYLES & ASSOCIATES INC	WILLIAM RATZER 333 W PETERSON RD LIBERTYVILLE, IL 60048-0000	Common	1,266
CVPS	C/O CAROLE L GRENIER PO BOX 827 RUTLAND, VT 05702-0000	Common	970
D-A LUBRICANT COMPANY INC	ATTN: GISELA M MILLER CFO PO BOX 692011 CINCINNATI, OH 45269-2011	Common	290
DAILY AMERICAN	334 W MAIN ST PO BOX 638 SOMERSET, PA 15501-0638	Common	379
DAILY INDEPENDENT	PO BOX 311 ASHLAND, KY 41105-0311	Common	203
DAILY NEWS	325 PENN STREET HUNTINGDON, PA 16652-0000	Common	241
DAILY STANDARD	NEWS VENDOR B 123 E MARKET ST CELINA, OH 45822-0000	Common	173
DAILY STAR	ATTN: TANYA SHALOR COMPTROLLER PO BOX 250 ONEONTA, NY 13820-0000	Common	383

Equity Holder	Address of Equity Holder	Security Class	Number of Securities
DAKOTA PORK INDUSTRIES	544 ACME ST GREEN BAY, WI 54302-0000	Common	982
DANITE ELECTRONIC SIGNS INC	ATTN PATRICIA J WOODS 1640 HARMON AVE COLUMBUS, OH 43223-3300	Common	254
DART CONTAINER CORP	ATTN LEGAL DEPT 500 HOGSBACK ROAD MASON, MI 48854-0000	Common	259
DATAWORKS/DOCUMENT SUPPORTCOM	4550 S WINDERMERE ENGLEWOOD, CO 80110-5541	Common	242
DAVIS BEVERAGE GROUP	2172 CITY LINE RD BETHLEHEM, PA 18017-0000	Common	160
DAVIS COOKIE CO INC	PO BOX 430 RIMERSBURG, PA 16248-0000	Common	835
DAYTON POWER AND LIGHT COMPANY	ATTN PAULINE M OLON PARALEGAL 1065 WOODMAN DRIVE DAYTON, OH 45432-0000	Common	1,286
DEAN D STRICKLER & SON INC	PO BOX 256 HUNTINGDON, PA 16652-0000	Common	856
DEL GROSSO FOOD INC	PO BOX 337 TIPTON, PA 16684-0000	Common	1,327
DELL INC	ONE DELL WAY RR1 MS 8052 ROUND ROCK, TX 78682-0000	Common	276
DEREK FERGUSON	131 MAIN ST WINTERSVILLE, OH 43953-0000	Common	10,884
DOMINION HOPE	PO BOX 26783 RICHMOND, VA 23261-6783	Common	174
DOMINION PEOPLES	C/O DOMINION TAX DEPT DOMINION TOWER 625 LIBERTY AVENUE PITTSBURGH, PA 15222-3197	Common	692
DOWLING'S INC	ATTN: EDWARD D FITZPATRICK PO BOX 1002 91 CATAMOUNT DR MILTON, VT 05468-0000	Common	3,012
DREYER'S GRAND ICE CREAM CO INC	C/O COOK PERKISS & LEW PLC ATTN: DAVID J COOK ESQ SBC 060859 333 PINE ST THIRD FLR SAN FRANCISCO, CA 94104-0000	Common	1,449
DREYER'S GRAND ICE CREAM CO INC	C/O COOK PERKISS & LEW PLC ATTN: DAVID J COOK ESQ SBC 060859 333 PINE STREET THIRD FLOOR SAN FRANCISCO, CA 94104-0000	Common	2,331
DURO BAG MFG CO	PO BOX 630115 CINCINNATI, OH 45263-0115	Common	1,241
DURREST AMIGOS LTD	600 CARSWELL SAN ANTONIO, TX 78226-0000	Common	516
DUTCH MAID BAKERY INC	50 PARK STREET DORCHESTER, MA 02122-0000	Common	1,193

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DYNAMITE DISPOSAL INC	3435 COLO STORAGE RD NEW BLOOMFLD, PA 17068-0000	Common	267
EAGLE FAMILY FOODS INC	ATTN: KEVIN P LEWIS 735 TAYLOR ROAD SUITE 200 GAHANNA COLUMBUS, OH 43232-0000	Common	307
EARTHGRAINS	ATTN JOYCE CURRY 111 CORPORATE OFFICE DR # 200 EARTH CITY, MO 63045-0000	Common	2,189
EASTERN GREAT LAKES COCA-COLA BOTTLING C	COCA-COLA BOTTLING CO ATTN: MILT BARNES 621 WILMER AVE CINCINNATI, OH 45226-0000	Common	10,439
EASTERN OHIO NEWSPAPERS INC	700 CHANNEL LANE PO BOX 635 MARIETTA, OH 45750-0000	Common	403
ECCE PANIS	3B BRICK PLANT RD EAST BRUNSWICK, NJ 08816-1649	Common	2,372
ECKERT SEAMANS CHERIN & MELLOTT LLC	44TH FLOOR 600 GRANT STREET PITTSBURGH, PA 15219-0000	Common	362
ECONOMY LOCKER STORAGE CO INC	324 WORTHINGTON LANE PENNSDALE, PA 17756-0000	Common	256
EDWARD FREEMER	2417 BEECHTON RD BROCKWAY, PA 15824-6613	Common	199
ELEANOR M DIEHL CRT	C/O GOTTLIEB & GOTTLIEB PA ATTN: JERRY GOTTLIEB ATTORNEY 2475 ENTERPRISE ROAD SUITE 100 CLEARWATER, FL 33763-0000	Common	1,406
ELK REGIONAL HEALTH SYS	ATTN RICHARD J PARKS-ATTORNEY 7633 JOHNSONBURG RD ST MARY'S, PA 15857-0000	Common	7,994
ELLIOTT*JOHN E	PO BOX 248 OSCEOLA, PA 16942-0000	Common	180
ELWOOD W HARPER DISTIBUTION	ATTN: KENNETH C HARPER JR 520 PRINCETON ST LEWISTOWN, PA 17044-0000	Common	179
ENGLEWOOD APPLIANCE COINC	BOX 689788 MILWAUKEE, WI 53268-9788	Common	748
EURO FOOD CONCEPTS INC	C/O CAMMI R JONES ATTORNEY 400 INTERSTATE N PKWY SUITE 890 ATLANTA, GA 30339-0000	Common	1,152
EURO USA	386 DUBLIN AVENUE COLUMBUS CLEVELAND, OH 44109-0000	Common	358
EVENING TIMES	201 NORTH LEHIGH AVE SAYRE, PA 18840-0000	Common	279
EVERSON SPICE CO INC	2667 GUNDRY AVENUE PO BOX 6311 LONG BEACH, CA 90806-0000	Common	369

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EXCEL CORP	D/B/A TAYLOR PACKING INC ATTN: RONALD J HOLLOWAY- CREDIT REP PO BOX 2519 WICHITA, KS 67201-0000	Common	3,949
FANSHOT PRODUCTS L DBA THE COMPUTER GROU	DBA THE COMPUTER GROUP INC ATTN NANCY WILLIAMS - CONTROLLER 4455 REYNOLDS DRIVE HILLIARD, OH 43026-1261	Common	2,288
FELT EVANS LLP	4-6 N PARK ROW HALLACK CLINTON, NY 13323-0000	Common	270
FIELDCREST CANNON INC	PO BOX 8500 (S-1410) PHILADELPHIA, PA 19178-1410	Common	1,330
FINGER LAKES TIMES	218 GENESEE STREET PO BOX 393 GENEVA, NY 14456-0000	Common	358
FINKE / PHARM-O-SPOT	DSD TOYS BKS & MAGS B 2226 SPRINGBORO RD DAYTON OH, OH 45439-0000	Common	483
FIRST & MAIN INC	SLOT 303130 PO BOX 66973 CHICAGO, IL 60666-0973	Common	763
FLANAGAN BROTHERS TRUCKING	PO BOX 217 BEAR CREEK, WI 54922-0000	Common	921
FLOOR WIZZARDS	209 COVE STREET BELLEFONTE, PA 16823-0000	Common	280
FLORENCE STELLATO	C/O OFFICE OF WATTS & PEPICELLI ATTN: ALAN L PEPICELLI 916 DIAMOND PARK MEADVILLE, PA 16335-0000	Common	2,186
FLORIDA'S NATURAL GROWERS	DIV OF CITRUS WORLD INC ATTN: FAYE HARRIS PO BOX 1111 LAKE WALES, FL 33859-1111	Common	2,958
FLOWERS BAKING CO OF WV LLC	ATTN SARA BOOTHE CONTROLLER PO DRAWER 308 BLUEFIELD, WV 24701-0000	Common	515
FLOWERS INC BALLOONS	ATTN ROY DRINKARD CFO 325 CLEVELAND RD BOGART, GA 30622-0000	Common	1,683
FLOWERS SNACK LLC	PO BOX 532012 ATLANTA, GA 30353-2012	Common	2,751
FONDA GROUP INC/HOFFMASTER	ATTN ROY L STEELE CR ANALYST PO BOX 2038 OSHKOSH, WI 54903-2038	Common	1,425
FOUR-S DEVELOPMENT	ATTN AL SUMMERS POST OFFICE BOX 2388 CHARLESTON, WV 25328-0000	Common	804

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FOX RUN CRAFTSMEN	PO BOX 8500-54497 PHILADELPHIA, PA 19178-4497	Common	312
FRESHMARK INC SUPERIOR BRAND MEATS	SUPERIOR BRAND MEATS SUGARDALE FOODS PO BOX 571 MASSILLON, OH 44648-0571	Common	972
FRISCH RUBBER STAMPS & ENGRAV	ATTN: PETER R FRISCH 6655 KENNERDOWN ST COLUMBUS, OH 43229-0000	Common	183
FRITO-LAY INC	ATTN SCOTT JOHNSON PO BOX 660059 DALLAS, TX 75266-0059	Common	29,272
FUJI PHOTO FILM USA INC	PO BOX 200232 PITTSBURGH, PA 15251-0232	Common	767
G E SUPPLY	ATTN OL ANDERSON/CASSANDRA JONES 400 TECHNOLOGY COURT STE R SMYRNA, GA 30082-0000	Common	254
GARDNER PIE COMPANY	ATTN ROBERT J GOFF PRESIDENT 191 LOGAN PARKWAY AKRON, OH 44319-0000	Common	920
GENERAL ELECTRIC COMPANY	2256 COLLECTIONS CENTER DRIVE CHICAGO, IL 60693-0000	Common	4,808
GENESIS EQUIP SALES & SERVICES	505 8TH AVE ALTOONA, PA 16602-0000	Common	220
GENESIS JANITORIAL SERVICES	PMB #256 36 FOUR SEASONS CENTER CHESTERFIELD, MO 63017-0000	Common	278
GEORGE WESTON BAKERIES INC	ENTENMANN'S BOBOLI ARNOLDS FREIHOFFER'S BOUYEA FASSETTS 930 N RIVERSIDE DRIVE TOTOWA, NJ 07512-0000	Common	25,855
GEORGIA LEE	C/O OFFICE OF EMILY ATTN: EMILY FREEMAN WASHINGTON 55 NORWAY PARK BUFFALO, NY 14208-2520	Common	547
GEOTECH SERVICES INC	ATTN: DENNIS J KASELAK ESQ 350 GOLDEN OAK PARKWAY OAKWOOD VLG, OH 44146-0000	Common	2,343
GILSTER MARY LEE CORP	ATTN MICHAEL W WELGE EXE VICE PO BOX 227 CHESTER, IL 62233-0000	Common	2,822
GLAZIER PACKING CO INC	ATTN JOHN A GLAZIER PRESIDENT 3140 STATE ROUTE 11 MALONE, NY 12953-0000	Common	579
GLEASON CHEMICALS INC	ATTN ROBERT S CLARK 130 HEADSON DR SYRACUSE, NY 13214-0000	Common	163
GOLD CUP FARMS	PO BOX 116 CLAYTON, NY 13624-0000	Common	323



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GOLD KIST INC	PO BOX 116223 ATLANTA, GA 30368-0000	Common	1,351
GRACE ZETH	C/O ROBERT LIEBERS OFFICE OF BURGETT & ROBBINS 15 E 5TH STREET JAMESTOWN, NY 14702-3090	Common	312
GRANDMA BROWN'S BEANS INC	PO BOX 230 MEXICO, NY 13114-0230	Common	929
GRANITE STATE ELE	ATTN MICHAEL J LARSON PO BOX 960 NORTHBOROUGH, MA 01532-0000	Common	777
GREATER FOURTH STREET	ASSOCIATES LP C/O MCGUIRE WOODS LLP ATTN: DAVID SWAN DOMINION TOWER 23RD PITTSBURGH, PA 15222-0000	Common	12,283
GREEN MOUNTAIN COFFEE ROASTERS	PO BOX 30988 HARTFORD, CT 06150-0988	Common	252
GREEN MOUNTAIN POWER CORP	163 ACORN LANE COLCHESTER, VT 05446-0000	Common	938
GREGORY'S FOOD INC	1301 TRAPP RD SAINT PAUL, MN 55121-0000	Common	291
GREYHOUND PKG EXPRESS	FILE #1056440 ATTN PATRICIA CEZAR SR COLLECTOR PO BOX 650662 DALLAS, TX 75265-0662	Common	443
GUERTIN DISTRIBUTORS INC	5 TECHNOLOGY PLACE EAST SYRACUSE, NY 13057-0000	Common	1,152
H C BRILL CO INC	PO BOX 920077 ATLANTA, GA 30392-0000	Common	2,262
H L LIBBY	803 COMMONWEALTH DR WARRENDALE, PA 15086-0000	Common	4,195
H&T SEAFOOD INC	5598 LINDBERGH LANE BELL, CA 90201-0000	Common	13,991
HAFIZ M ELLAHI	72 WEST HILL RD WAVERLY, NY 14892-0000	Common	2,545
HAMPTON FARMS	ATTN JEFFREY T VINSON CR MGR PO BOX 149 SEVERN, NC 27877-0000	Common	1,325
HANDI-FOIL CORPORATION	ATTN MARY ANN PRADD CR MGR 135 E HINTZ ROAD WHEELING, IL 60090-0000	Common	1,158
HANOVER FOODS CORPORATION	PO BOX 644037 PITTSBURGH, PA 15264-4037	Common	811
HARRISBURG DAIRIES INC	P O BOX 2001 HARRISBURG, PA 17105-2001	Common	212
HARTLEY'S POTATO CHIPS	ATTN KELLIE S JOHNSON 2157 BACK MAITLAND ROAD LEWISTOWN, PA 17044-0000	Common	218

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HARVARD DRUG GROUP	MAJOR PHARMACEUTICALS 28400 NORTHWESTERN HWY 3RD FLOOR ATTN: NATHANIEL H SIMPSON ESQ SOUTHFIELD, MI 48034-0000	Common	9,066
HARVEST FRESH CATFISH CO INC	5598 LINDBERGH LANE BELL, CA 90201-0000	Common	2,712
HCBRILL COMPANY INC	ATTN: ANGELA CORBIN 1912 MONTREAL ROAD TUCKER, GA 30084-0000	Common	4,425
HEALTH-TECH INC	PO BOX 345 TOTOWA, NJ 07511-0345	Common	851
HEBERT CANDIES	575 HARTFORD PIKE SHREWSBURG SHREWSBURY, MA 01545-0000	Common	300
HEDSTROM	ASHLAND DIVISION 21160 NETWORK PLACE CHICAGO, IL 60673-1211	Common	891
HEIL-BRICE RETAIL ADVERTISING	9840 IRVINE CENTER DR IRVINE, CA 92618-4353	Common	1,209
HEINERS BAKERY	DSD BREAD B PO BOX 9247 HUNTINGTON, WV 25704-0000	Common	2,394
HEINZ USA	PO BOX 371605 PITTSBURGH, PA 15251-0000	Common	2,715
HENKEL CONSUMER ADHESIVES INC	32150 JUT IMAGINES DR AVON, OH 44011-0000	Common	299
HERALD DISPATCH	PO BOX 2017 HUNTINGTON, WV 25720-0000	Common	1,361
HERALD STAR	401 HERALD SQUARE STEUBENVILLE, OH 43952-0000	Common	565
HESS EXPRESS	1920 BLACK RIVER BLVD ROME, NY 13440-0000	Common	245
HILL & MARKES	ATTN BARBARA BURSTIN A/RECV EDSON ST PO BOX 7 AMSTERDAM, NY 12010-0000	Common	2,146
HILLANDALE FARMS	ORLAND R BETHEL PRES THIRD STREET AND CROOKED RUN ROAD N VERSAILLES, PA 15137-0000	Common	9,199
HITE COMPANY	PO BOX 1807 ALTOONA, PA 16603-1807	Common	506
HOBART CORP	ATTN CATHY BICE CR MGR 70 S RIDGE AVE TROY, OH 45374-0000	Common	659
HOBART CORP	701 RIDGE AVE TROY, OH 45374-0000	Common	379
HOLSUM OF FT WAYNE INC	P O BOX 11468 DSD BREAD B FORT WAYNE, IN 46858-1468	Common	227

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HOME STYLES	101 BULLITT LN #205 LOUISVILLE, KY 40222-0000	Common	657
HUBERT COMPANY	PO BOX 631642 CINCINNATI, OH 45263-1642	Common	549
HUISH DETERGENTS	ATTN HEIDI OSHEA A/R SUPERVISOR PO BOX 25057 SALT LAKE CITY, UT 84125-0000	Common	364
HUNTER'S TRUCK SALES & SERVICE INC	101 EAST MAIN STREET EAU CLAIRE, PA 16030-0000	Common	202
HUSSMAN CORPORATION	ATTN: ERNEST CHRISTY CREDIT REP 12999 ST CHARLES ROCK RD BRIDGETON, MO 63044-0000	Common	638
HUSSMAN CORPORATION	ATTN: ERNEST CHRISTY CREDIT REP 12999 ST CHARLES ROCK RD BRIDGETON, MO 63044-0000	Common	232
IBC DBA JJ NISSEN DSD BREAD PC	DSD BREAD PC PO BOX 8001 BIDDEFORD, ME 04005-0000	Common	208
IBI-INGLE BARR INC	ATTN: TIMOTHY G CROWLEY 150 WEST WILSON BRIDGE ROAD SUITE 101 COLUMBUS, OH 43085-0000	Common	759
IBM	3016 MARYLAND AVENUE COLUMBUS, OH 43204-0000	Common	2,697
ICCO CHEESE COMPANY INC	C/O REICH REICH & REICH PC 175 MAIN STREET SUITE 300 WHITE PLAINS, NY 10601-0000	Common	456
ICICLE SEAFOOD	ATTN LES REIDEL CREDIT MGR PO BOX 79003 SEATTLE, WA 98119-0000	Common	1,310
IDAHO FRESH PAK	PO BOX 130 POTATO PLACE LEWISVILLE ID, ID 83431-0000	Common	278
IGLOO PRODUCTS CORP	PO BOX 99912 CHICAGO, IL 60696-7712	Common	275
IMMEDIATE MAILING SERVICES	PO BOX 399 SYRACUSE, NY 13206-0399	Common	513
INDIANA GAZETTE	PO BOX 10 INDIANA, PA 15701-0000	Common	193
INDUSTRIAL MEDICAL CONSULTANTS	2740 SMALLMAN ST SUITE 300 PITTSBURGH, PA 15222-0000	Common	219
INTERNATIONAL MULTIFOODS	ATTN BETSY PAUL DIR OF CORP CRDT 111 CHESHIRE LANE MINNETONKA, MN 55305-1060	Common	588
INTERNATIONAL PAPER	PO BOX 644095 PITTSBURGH, PA 15264-4095	Common	983
INTERSTATE BRANDS COMPANIES	ATTN PAUL E YARICK SR PO BOX 419672 KANSAS CITY, MO 64141-6627	Common	16,605

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INVERNESS MEDICAL INC	51 SAWYER RD SUITE 200 WALTHAM, MA 02453-0000	Common	355
IRENEBARDICK	C/O CHARLE RADO OFFICE OF CHARLES RADO ESQ 120 SOUTH FRANKLIN STR WILKES BARRE, PA 18701-1188	Common	206
ITHACA JOURNAL	PO BOX 1627 BINGHAMTON, NY 13902-0000	Common	700
J MILLS DISTRIBUTING CO	3360 BENZING RD ORCHARD PARK, NY 14127-0000	Common	452
J P BYRNE CO	1005 W FAYETTE ST ROCKWEST CTR 1 SUITE L-A SYRACUSE, NY 13204-0000	Common	365
J&N PACE INCORPORATED	ATTN TERRI ANN LOWERY ESQ 75 GREENE STR CUMBERLAND, MD 21502-0000	Common	607
JAMES A MEYER & THOMAS G WAGNER JT TEN	THOMAS G WAGNER JT TEN 115 LAFAYETTE STREET SAINT MARYS, PA 15857-0000	Common	234
JAMES AUSTIN COMPANY	ATTN ROBERT C DOWNIE PO BOX 827 MARS, PA 16046-0827	Common	561
JAMES Q JOHNSON & MARION M JOHNSON JT TE	MARION M JOHNSON JT TEN 1415 HERMITS WAY W THE DALLES, OR 97058-3807	Common	487
JAMESTOWN CITY TREASURER	ATTN: WALTER W HAASE GEN MGR PO BOX 700 JAMESTOWN, NY 14702-0700	Common	2,037
JASPER PRODUCTS LLC	ATTN KENNETH D HAUBEIN PRES PO BOX 503776 STLOUIS, MO 63150-3776	Common	282
JOHN A MCCARNEY & E MAX WEISS	911 DIAMOND PARK MEADVILLE, PA 16335-2693	Common	343
JOHN W TURNER	1781 SANDALWOOD PLACE COLUMBUS, OH 43229-0000	Common	312
JOHN ZIDIAN CO INC	PO BOX 951322 CLEVELAND, OH 44193-0000	Common	1,069
JOHNSON DIVERSEY INC T/A JOHNSON WAX	T/A JOHNSON WAX ATTN: GARY S LEWIS 425 EAGLE ROCK AVE ROSELAND, NJ 07068-0000	Common	2,513
JOSE LUIS ARIAS	310 W 99TH STREET APT 502 NEW YORK, NY 10025-0000	Common	625
JTM FOODS INC	C/O MACDONALD ILLIG JONES ATTN: RICHARD J PARKS-ESQ 100 STATE STREET-SUITE 700 ERIE, PA 16507-0000	Common	1,766

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JUNE WEBER	C/O ROBERT MORANTO JR ESQ 69 DELAWARE AVENUE SUITE 1200 BUFFALO, NY 14202-0000	Common	937
JUST BORN INC	ATTN: SUSAN M SZILAGYI PO BOX 642214 PITTSBURGH, PA 15264-2214	Common	183
KAY HOME PRODUCTS INC	ATTN KM BORRE CONTROLLER 90 MC MILLEN ROAD ANTIOCH, IL 60002-0000	Common	220
KAYSER ROTH CORP	102 CORPORATE CENTER BLVD ATTN TODD HOWARD CFO GREENSBORO, NC 27408-0000	Common	295
KEEBLER COMPANY	C/O WARNER STEVENS & DOBY LLP ATTN: MICHAEL D WARNER 301 COMMERCE ST FORT WORTH, TX 76102-0000	Common	3,226
KEEBLER COMPANY	C/O WARNER STEVENS & DOBY LLP ATTN: MICHAEL D WARNER 301 COMMERCE ST FORT WORTH, TX 76102-0000	Common	1,060
KELLOGG SALES COMPANY	C/O WARNER STEVENS & DOBY LLP ATTN: MICHAEL D WARNER 301 COMMERCE ST FORT WORTH, TX 76102-0000	Common	9,605
KENNETH DOYLE DRESSLER	D & D ELECTRIC PO BOX 764 DU BOIS, PA 15801-0000	Common	343
KEYSTONE BUILDERS UNLIMITED	ATTN HARRY MANEY OWNER 502 MEADOW STREET CURWENSVILLE, PA 16833-0000	Common	1,037
KING ARTHUR FLOUR CO INC	PO BOX 4508 BOSTON, MA 02212-4508	Common	159
KING STREET CAPITAL MANAGEMENT, LP	65 EAST 55TH STREET 30TH FLOOR NEW YORK, NY 10022-0000	Common	1,174,908
KING STREET CAPITAL MANAGEMENT, LP	65 EAST 55TH STREET 30TH FLOOR NEW YORK, NY 10022-0000	Preferred	3,000
KNAUSS DRIED BEEF COMPANY	PO BOX 7777 W510072 PHILADELPHIA, PA 19175-0072	Common	160
KOFFEE KUP BAKERY INC	DSD BREAD P&C 436 RIVERSIDE AVENUE BURLINGTON, VT 05401-0000	Common	394
KRAFT FOODS GLOBAL INC	THREE LAKES DRIVE NORTHFIELD, IL 60093-0000	Common	48,874
KYGER BAKERY PRODUCTS INC	135 SLASALLE DEPT 6462 CHICAGO, IL 60603-0000	Common	374

Equity Holder	Address of Equity Holder	Security Class	Number of Securities
L & N SALES AND MARKETING INC	ATTN JOSEPH C MILLER CFO PO BOX 828594 PHILADELPHIA, PA 19182-8594	Common	162
L BOMBARDIER & SONS INC	REFRIGERATION AIR CONDITIONING 508 DURAND ROAD PLATTSBURGH, NY 12901-5182	Common	170
L W STRAW & CO	143 JAYCEE DR JOHNSTOWN, PA 15904-3627	Common	279
LA FRANCAISE BAKERY	135 S LASALLE ST DEPT 4132 CHICAGO, IL 60674-4132	Common	246
LAKE SHORE PAVING INC	7 OSMER ST JAMESTOWN, NY 14701-0000	Common	185
LANE ALTON & HORST LLC	2 MIRANOVA PL STE 500 COLUMBUS, OH 43215-7052	Common	455
LANOVARA DESSERTS INC	23 STONE BRIDGE CRESENT FAIR PORT FAIRPORT, NY 14450-0000	Common	161
LEADER DISTRIBUTION SYSTEMS	1566 PUTNEY ROAD PO BOX 8285 BRATTLEBORO, VT 05304-0000	Common	179
LEDBETTER PACKING CO	PO BOX 13408 MEMPHIS, TN 38113-0000	Common	552
LEGO SYSTEMS INC	ATTN NELSON DELROSARIO 555 TAYLOR RD ENFIELD, CT 06083-0000	Common	181
LEPAGE BAKERIES	ATTN: RHONDA PELLETIER PO BOX 1900 COUNTRY KITCHEN AUBURN, ME 04211-1900	Common	340
LEVER BROTHERS COMPANY	ATTN FELICIA CAMPOS 920 SYLVAN AVENUE ENGLEWOOD CLIFFS, NJ 07632-0000	Common	3,420
LIBERTY GOLD FRUIT CO INC	PO BOX 200110 DALLAS, TX 75320-0110	Common	535
LIFE-LIKE PRODUCTS INC	ATTN: BARRY T FINN CREDIT MGR 1600 UNION AVENUE BALTIMORE, MD 21211-0000	Common	520
LIFTECH HANDLING INC	PO BOX 2556 BUFFALO, NY 14240-0000	Common	472
LIME-O-SOL COMPANY	PO BOX 3058 CAROL STREAM, IL 60132-3058	Common	191
LINDSEY REFRIGERATION INC	ATTN DANIEL N LINDSEY 6 LOOMIS STREET NORTH EAST, PA 16428-0000	Common	497
LIUZZO*JOSEPH & JOHN	311 W 4TH STREET #B JAMESTOWN, NY 14701-0000	Common	238
LOBSTER TRAP COMPANY	PO BOX 3007 290 SHORE ROAD BOURNE, MA 02532-0000	Common	286

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MACK DODERY	2554 HOMECROFT DR COLUMBUS, OH 43211-0000	Common	281
MAGNETIC SPRINGS WATER CO	ATTN BEVERLY ALLISON-EXEC PO BOX 182076 COLUMBUS, OH 43218-2076	Common	453
MAHLER SHAFFER PUGLIESE	ATTN CHARLES A SHAFFER PRES 575 PIERCE ST STE 500 RIVERSIDE COMMONS KINGSTON, PA 18704-0000	Common	187
MALDEN INTERNATIONAL	20 KENDRICK ROAD WAREHAM, MA 02571-0000	Common	392
MAPLE GROVE FLORAL WHOLESALE	6810 LAUR ROAD LA NIAGARA FALLS, NY 14304-0000	Common	289
MARCAL PAPER MILLS INC	ATTN BARBARA A MAHONEY MGR CREDIT & COLLECTIONS 1 MARKET STREET ELMWOOD PK, NJ 07407-0000	Common	3,302
MARIE & FRED FIDI	ATTN: VINCENT BARBERA C/O OFFICE OF BARBERA CLAPPER 146 WEST MAIN STREET SOMERSET, PA 15501-0000	Common	297
MARTINS POTATO CHIPS	P O BOX 28 THOMASVILLE, PA 17364-0028	Common	310
MARY PINKLEY	C/O RAY DREXEL OFFICE OF RAY DREXEL ESQ 10 WEST BROAD STR, SUITE 1300 COLUMBUS, OH 43215-0000	Common	781
MATSON INTERMODEL SYSTEM	PO BOX 99074 CHICAGO, IL 60693-0001	Common	315
MATTEL	ATTN: ROGER MACINNESS PO BOX 100125 ATLANTA, GA 30384-0125	Common	2,526
MAURICE SPORTING GOODS	1910 TECHNY ROAD DSD SPORT GOODS B NORTHBROOK, IL 60065-0000	Common	260
MAXELL CORPORATION OF AMERICA	DRAWER CS 100773 ATLANTA, GA 30384-0773	Common	218
MAYER BROS	3300 TRANSIT ROAD WEST SENECA, NY 14224-0000	Common	1,472
MCCULLOCH MOTORS INC	ATTN: VICE PRESIDENT 12802 LEFFINGWELL ROAD SANTE FE SPRINGS SANTA FE SPGS, CA 90670-0000	Common	580
MCILHENNY CO	GENERAL DELIVERY AVERY ISLAND, LA 70513-0000	Common	249
MCKENZIE OF VERMONT	ATTN KEN PAULORU 75 ARLINGTON ST CHELSEA, MA 02150-0000	Common	544

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MEAD CORPORATION	MEADWESTVACO FINANCIAL SVS CTR ATTN D VON DEYLEN-SR 9080 SPRINGBORO PIKE MIAMISBURG, OH 45342-0000	Common	1,146
MERRILL CORPORATION	CM-9638 ST PAUL, MN 55170-0000	Common	263
METRO GROUP INC	PO BOX 790 BUFFALO, NY 14225-0790	Common	217
MEYER'S BAKERIES	DEPT 07-020 PO BOX 1798 MEMPHIS, TN 38101-9715	Common	508
MIDDLE EAST BAKERY	MILLDAM BAKERY DIVISION 30 INTERNATIONAL WAY LAWRENCE, MA 01843-1054	Common	179
MIDSTATE BAKERY DISTRIBUTORS INC	ATTN CHARLES T LAZIO III PRES 17 CHETTEN RISE FAIRPORT, NY 14450-0000	Common	217
MILBERG FACTORS INC	ATTN BARRY MACHOWSKY SR 99 PARK AVENUE NEW YORK, NY 10016-0000	Common	779
MILDRED BOOKER	C/O E CAROLYN SCOTT ESQ OFFICE OF E CAROLYN SCOTT ESQ 627 MWIGS STREET ROCHESTER, NY 14620-0000	Common	1,406
MISSERT A J INC	PO BOX 516 OGDENSBURG, NY 13669-0000	Common	855
MOHAWK AUTOMATIC DOOR INC	8013 ROUTE 13 BLOSSVALE, NY 13308-0000	Common	254
MONG DAIRY COMPANY	ATTN DAVID SCHNEIDER 726 FRANK STREET PITTSBURGH, PA 15227-0000	Common	1,006
MORGAN SERVICES INC	325 LOUISIANA ST BUFFALO, NY 14204-0000	Common	432
MORTON MANUFACTURING	ATTN: ED BIDANSET 1440 E CEDAR ST ONTARIO, CA 91761-8300	Common	450
MOTT'S INC	PO BOX 75414 CHARLOTTE, NC 28275-0414	Common	2,442
MOTTER*CHARLES	D/B/A MOTTER REFRIGERATIO ATTN: MARK T AARON ESQUIRE 502 LIBERTY STREET CLARION, PA 16214-0000	Common	271
MOUNTAIN STATES ROSEN LLC	HUNTS POINT CO-OP MKT BLDG C16 BRONX, NY 10474-0000	Common	201
MOYER*RICHARD	AUCTION BARN ROAD PO BOX 417 FALLS CREEK, PA 15840-0000	Common	163



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MR TIRE OF COLUMBUS	ATTN: JILL STEMEN TANGEMAN ESQ 600 SOUTH HIGH STREET COLUMBUS, OH 43215-0000	Common	344
MRS CUBBISON'S FOODS	7240 E GAGE AVE LOS ANGELES, CA 90040-3813	Common	223
MRS SMITH'S BAKERIES LLC	C/O LINDQUIST & VENNUM PLLP ATTN: JAMES A LODOEN ESQ 80 SOUTH EIGHTH STREET, 400 IDS CENTER MINNEAPOLIS, MN 55402-0000	Common	838
MRS SMITHS BAKERIES	PO BOX 532066 ATLANTA, GA 30353-2066	Common	297
MT OLIVE PICKLE COMPANY INC	PO BOX 609 MT OLIVE MOUNT OLIVE, NC 28365-0000	Common	1,381
MULLIGAN PRINTING INC	312 MILE ROAD TUNKHANNOCK, PA 18657-0669	Common	436
MURRAY'S FORD	3001 BLINKER PKWY DU BOIS, PA 15801-0000	Common	445
MURRY'S INC	8300 PENNSYLVANIA AVE UPPR MARLBORO, MD 20772-0000	Common	304
MUSKINGUM VALLEY REVIEW	EASTERN OHIO NEWSPAPERS PO BOX 761 PARKERSBURG, WV 26102-0761	Common	203
MW POLAR FOODS	ATTN: JERRY LUAN CFO PO BOX 469 NORWALK, CA 90651-0000	Common	2,364
NARDONE BROS BAKING CO INC	420 NEW COMMERCE BOULEVARD WILKES-BARRE, PA 18706-0000	Common	179
NATIONAL FUEL	ATTN LEGAL DEPT PO BOX 2081 ERIE, PA 16512-0000	Common	499
NATIONAL TOBACCO COMPANY LP	PO BOX 32980 LOUISVILLE, KY 40232-0000	Common	224
NECCO	135 AMERICAN LEGION HIGHWAY REVERE, MA 02151-0000	Common	379
NESTLE ICE CREAM COMPANY LLC	ATTN: RICHARD L PLACE JR SUITE 200 10000 STOCKDALE HWY BAKERSFIELD, CA 93311-0000	Common	2,057
NESTLE WATERS CANADA	101 BROCK ROAD SOUTH GUELPH CANADA,	Common	3,444
NESTLE WATERS NORTH AMERICA INC	ATTN DWIGHT ANDERSON 1322 CRESTSIDE DRIVE SUITE 100 COPPELL, TX 75019-0000	Common	1,975
NEW HAMPSHIRE ELECTRIC COOPERA	579 TENNEY MOUNTAIN HIGHWAY PLYMOUTH, NH 03264-3154	Common	617
NEW HOPE MILLS INC	ATTN DALE E WEED-PRESIDENT 5983 GLEN HAVEN ROAD MORAVIA, NY 13118-0000	Common	199

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NEW WORLD PASTA	ATTN DA CALLAHAN DIR CASH MGMT 12596 COLLECTIONS CENTER DR CHICAGO, IL 60693-0000	Common	1,009
NEWMAN'S OWN INC	ATTN JOAN M WILLIAMS VP-TREAS PO BOX 31005 NEWARK NJ, NJ 07101-0130	Common	323
NEWSPAPER NETWORK CENTRAL OHIO	PO BOX 3007 NEWARK, OH 43058-3007	Common	777
NK HURST	ATTN JOYCE HARMON PO BOX 985 INDIANAPOLIS, IN 46206-0000	Common	203
NK LAWN & GARDEN	ATTN: JOYCE JONES-CREDIT MANAGER PO BOX 24028 CHATTANOOGA, TN 37422-0000	Common	1,801
NORA ROBERTO	1207 DELAWARE AVE #203 BUFFALO, NY 14209-0000	Common	469
NORSEMAN PLASTICS	39 WESTMORE DR REXDALE ON M9V 3Y6 CANADA,	Common	244
NVE PHARMACEUTICALS INC	15 WHITEHALL RD ANDOVER, NJ 07821-2115	Common	211
NY NOTION & CRAFT SUPPLY	ATTN TERRY FRANTZ CR MGR BREWER SEWING SUPPLY 3800 WEST 42ND STREET CHICAGO, IL 60632-0000	Common	168
OFF LOADING & LOADING SERVICE LLC	ATTN ROBIN TAYLOR 7201 EDENBOROUGH CT NW LANCASTER, OH 43130-0000	Common	479
OHIO PACKING CO	PO BOX 30961 COLUMBUS, OH 43230-0961	Common	259
OIL CITY CHEMICAL & SUPPLY CO	9 MAIN ST OIL CITY, PA 16301-0000	Common	424
OIL-DRI	PO BOX 95980 CHICAGO, IL 60694-0000	Common	1,225
OKI SYSTEMS LIMITED	10685 MEDALLION DR CINCINNATI, OH 45241-0000	Common	161
OLEAN TIMES HERALD CORP	639 NORTON DRIVE OLEAN, NY 14760-0000	Common	234
ONYX WASTE SERVICES INC	C/O D&B/RMS BANKRUPTCY SERVICES ATTN: WENDY BECK AGENT FOR CREDITOR PO BOX 5126 TIMONIUM, MD 21094-0000	Common	202
OWD INC	2205 RELIABLE PKWY CHICAGO, IL 60686-0001	Common	1,394

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PA- DEPARTMENT OF REVENUE COMMONWEALTH O	COMMONWEALTH OF PENNSYLVANIA ATTN MICHELLE B JENKINS CHIEF DEPARTMENT 280946 HARRISBURG, PA 17128-0496	Common	1,469
PACTIV CORP	PO BOX 905863 CHARLOTTE, NC 28290-5863	Common	292
PAN GLO II INC	PO BOX 633696 CINCINNATI, OH 45263-3696	Common	345
PARKERSBURG SENTINEL	519 JULIANA STREET PARKERSBURG, WV 26101-0000	Common	673
PAUL WILLIAM BELTZ PC	36 CHURCH ST BUFFALO, NY 14202-0000	Common	14,993
PBS BRAKE & SUPPLY	6044 CORPORATE DRIVE EAST SYRACUSE, NY 13057-0000	Common	506
PBS CONSULTANTS	PO BOX 388 LACKAWANNA, NY 14218-0000	Common	863
PEGGY CASTO	C/O ERICA HARICH ESQ HUNT AND LEES L C 2306 KANAWHA BLVD EAST CHARLESTON, WV 25329-0000	Common	312
PENN YANN MUNICIPAL UTILITIES	ATTN J DWIGHT ROGERS TREASURER 5 MAIDEN LANE PENN YAN, NY 14527-0000	Common	183
PENNSYLVANIA ELECTRIC COMPANY A FIRSTENE	A FIRSTENERGY COMPANY 1001 BROAD STREET JOHNSTOWN, PA 15907-0000	Common	6,382
Pension Benefit Guaranty	JP Morgan Investment Management, Inc. 522 Fifth Avenue New York, NY 10036-0000	Common	1,874,134
PEPSI BOTTLING GROUP LLC	1 PEPSI WAY SOMERS, NY 10589-0000	Common	5,924
PERFECTION BAKERIES INC	2100 ENTERPRISE DR JACKSON, MI 49203-0000	Common	419
PETERSON REFRIGERATION & AC	64 TWIN LAKES RD WILCOX, PA 15870-0000	Common	466
PETTERS GROUP WORLDWIDE LLC	4400 BAKER RD MINNETONKA, MN 55343-0000	Common	8,901
PFIZER CONSUMER GROUP	ATTN EVE MIHALJERIC ACCOUNT ANALYST 201 TABOR ROAD MORRIS PLAINS, NJ 07950-0000	Common	2,248
PHILLIP D MURPHY	C/O NUDELMAN NUDELMAN & ZIERING 425 EAGLE ROCK AVE ROSELAND, NJ 07068-0000	Common	451
PHILLIPS INTERNATIONAL FGP INTERNATIONAL	FGP INTERNATIONAL ATTN: VICKI PEEK - BUSINESS MGR 150 EXECUTIVE CENTER DRIVE GREENVILLE, SC 29615-0000	Common	515

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PHILLIPS*BRENT W	10900 STAGE ROAD CLARENCE, NY 14031-0000	Common	175
PICK UP PAN INC	PO BOX 6510 ELIZABETH, NJ 07206-0000	Common	264
PLAYTEX PRODUCTS	50 N DUPONT HIGHWAY PO BOX 7016 DOVER, DE 19903-0000	Common	3,802
POINT SPRING & DRIVESHAFT CO	7307 GRAND AVE PITTSBURGH, PA 15225-0000	Common	219
POLAR BEVERAGE 68637	ATTN WILLIAM E ALDEN IV 1001 SOUTHBRIDGE ST WORCESTER, MA 01610-2259	Common	3,555
POLARIOD CORPORATION	ATTN: MARGARET M PREBENSEN 1265 MAIN ST WALTHAM, MA 02451-0000	Common	375
PORTSMOUTH DAILY TIMES	ATTN:BARBARA J HOGAN- 637 6TH STR PORTSMOUTH, OH 45662-0581	Common	156
POST JOURNAL	ATTN BRENDA MASACCHIO BUS MGR PO BOX 3386 JAMESTOWN, NY 14702-3386	Common	736
POSTMASTER PITTSBURGH	PITTSBURGH MAILING 170 BILMAR DR PITTSBURGH, PA 15205-4603	Common	303
PRING PLUMBING AND HEATING INC	PO BOX 1022 TAUNTON, MA 02780-0000	Common	344
PROGRESS	PO BOX 291 CLEARFIELD, PA 16830-0000	Common	157
PROGRESS SUPPLY INC	PO BOX 710181 CINCINNATI, OH 45271-0181	Common	279
PROMOTION IN MOTION	3 REUTEN DRIVE PO BOX 558 CLOSTER, NJ 07624-0558	Common	735
PULSE NUTRITION SOLUTIONS INC	26308 NETWORK PLACE CHICAGO, IL 60673-0000	Common	589
PURATOS CORPORATION	PO BOX 8500-41585 PHILADELPHIA, PA 19178-0000	Common	224
PURCELL TIRE CO	P O BOX 503649 ST LOUIS SAINT LOUIS, MO 63150-3649	Common	489
PURITY ICE CREAM CO	ATTN HEATHER G LANE 700 CASCADILLA STREET ITHACA, NY 14850-0000	Common	164
QUALEX INC	ATTN: GLENDA RUDDER CREDIT ANALYST 3404 NORTH DUKE ST DURHAM, NC 27704-0000	Common	1,094
QUIGLEY CORPORATION	621 NORTH SHADY RETREAT ROAD DOYLESTOWN, PA 18901-0000	Common	260

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RANDALL FOOD PRODUCTS INC	ATTN: LORI M BOUSTER A/R MANAGER LOCATION 00355 CINCINNATI, OH 45264-0355	Common	274
RCL MECHANICAL CORP	ATTN LELAND L LEWIS-PRESIDENT PO BOX 120 SANDY CREEK, NY 13145-0000	Common	801
RECYCLED PAPER GREETINGS	ATTN LINDA MAPLES CREDIT MGR 3636 N BROADWAY CHICAGO, IL 60613-0000	Common	176
REDOX BRANDS INC	PO BOX 1715 WEST CHESTER, OH 45071-1715	Common	277
REFRIGERATION SALES CORP INC	PO BOX 951391 CLEVELAND, OH 44193-0000	Common	160
REFRIGERATION SYSTEMS COMPANY	ACCOUNTS PAYABLE 1770 GENESSE AVENUE COLUMBUS, OH 43211-0000	Common	558
REGENT PRODUCTS CORP	ATTN PATRICIA BRATEK CRDT MGR DEPT 77-2688 CHICAGO, IL 60678-2688	Common	338
REILY FOODS COMPANY	PO BOX 60263 CHARLOTTE, NC 28260-0000	Common	420
RELIABLE ADVT & DIST INC	PO BOX 8027 COLUMBUS, OH 43201-0000	Common	270
RELIN GOLDSTEIN & CRANE	ATTN JOSEPH M SHUR ESQ 1800 FIRST FEDERAL PLAZA ROCHESTER, NY 14614-0000	Common	1,050
REPUBLIC TOBACCO	2301 RAVINE WAY GLENVIEW, IL 60025-0000	Common	181
REVLON CONSUMER PRODUCTS CORP	ATTN PAUL H LANDES JR PO BOX 6118 OXFORD, NC 27565-0000	Common	227
REYNOLDS FOOD PACKAGING FORMERLY IREX PA	FORMERLY IREX PACKAGING ATTN KATHY GILLILAND 100 TRI-STATE INT'L #200 LINCOLNSHIRE, IL 60069-0000	Common	277
RICHARD M AMATO	BOX 2227 BRATTLEBORO, VT 05303-0000	Common	300
RIDGWAY RECORD	325 MAIN ST STE A RIDGWAY, PA 15853-8019	Common	366
RIM & WHEEL SERV	ATTN CONNIE SMITH OFFICE MANAGER PO BOX 713878 COLUMBUS, OH 43271-3878	Common	160
RITTBERGER MEAT	DSD DELI B 1900 LUTZ LANE ZANESVILLE, OH 43701-0000	Common	197

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ROARING SPRING WATER	ATTN: NANCY A MELON CREDIT MANAGER ACCTS REC DEPT 55 EXCHANGE BOULEVARD ROCHESTER, NY 14614-0000	Common	206
ROCHESTER GAS & ELECTRIC	89 EAST AVE ROCHESTER, NY 14649-0001	Common	744
ROYAL OAK SALES INC	PO BOX 116672 ATLANTA, GA 30368-6672	Common	347
ROYCE UNION BICYCL	HUNTINGTON NATIONAL BANK DEPT L 2091 COLUMBUS, OH 43260-0000	Common	256
RUG DOCTOR LP	4701 OLD SHEPARD PLACE PLANO, TX 75093-0000	Common	1,961
RUIZ FOOD PRODUCTS INC	33887 TREASURY CENTER CHICAGO, IL 60694-3800	Common	782
RUMPKE OF OHIO INC	10795 HUGHES RD CINCINNATI, OH 45251-0000	Common	1,519
RUSSELL STOVER CANDY	ATTN MICHAEL RUBLE 4900 OAK STREET KANSAS CITY, MO 64112-0000	Common	1,042
RUTH A RICHARDSON	ATTN SHERRI K RUTHERFORD 10 OAKWOOD DR CHILLICOTHE, OH 45601-0000	Common	1,093
RUTLAND HERALD	DSD NEWS PC ATTN: JANET SANTWIRE CR MGR P O BOX 668 RUTLAND, VT 05702-0668	Common	290
SAHLEN PACKING CO INC	PO BOX 280 BUFFALO, NY 14240-0000	Common	2,035
SALAMANCA PRESS/PENNYSAVER	36-42 RIVER ST PO BOX 111 SALAMANCA, NY 14779-0000	Common	246
SALARINO'S ITALIAN FOODS INC	PO BOX 565 CANASTOTA, NY 13032-0000	Common	526
SALIX LLC	1265 SW 4TH AVE DELRAY BEACH, FL 33444-0000	Common	229
SAM A LUPO & SONS INC	PO BOX 5721 ENDICOTT, NY 13763-0000	Common	232
SARA LEE FOODS	PO BOX 730739 DALLAS, TX 75373-0739	Common	160
SARA LEE HOUSEHOLD & BODY CARE	PO BOX 7777-W4390 PHILADELPHIA, PA 19175-4390	Common	256
SCHNEIDER VALLEY FARMS	1860 EAST THIRD ST WILLIAMSPORT, PA 17701-3992	Common	2,321
SCS INC	5788 WIDEWATERS PARKWAY SYRACUSE, NY 13214-0000	Common	422
SENECA BEVERAGE CORP	PO BOX 148 ELMIRA, NY 14902-0000	Common	1,260

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SERGEANTS PET PRODUCTS	C/O CONTINENTAL CASUALTY CO ATTN: DENISE FIRELLI PO BOX 905 MONMOUTH JCT, NJ 08852-2224	Common	244
SHAW MACK SALES	PO BOX 1258 SOMERSET, PA 15501-0000	Common	197
SHEARER'S FOODS INC	DSD SNACK B 692 WABASH AVE N BREWSTER, OH 44613-1020	Common	506
SHEETZ ADV CARD	PO BOX 64876 BALTIMORE, MD 21264-4876	Common	414
SHERIDAN DEVELOPMENT ASSOCIATES	C/O THE BENCHMARK GROUP 4053 MAPLE ROAD AMHERST, NY 14226-0000	Common	13,130
SHERWOOD MAINTENANCE INC	ATTN BRENDA MINNICH 501 ONO ROAD ANNVILLE, PA 17003-8905	Common	204
SMG INC	ATTN DAVID R PRILL DEPT 2378 135 SOUTH LASALLE CHICAGO, IL 60674-2378	Common	180
SMITH DAIRY PRODUCTS CO	1381 DAIRY LANE ORRVILLE, OH 44667-0000	Common	451
SNOW BALL FOODS LLC	ATTN: MICHAEL S DEVINE 1051 SYKES LANE WILLIAMSTOWN, NJ 08094-0000	Common	727
SNYDER OF BERLIN	ATTN MARGARET A TINLEY PO BOX 640723 PITTSBURGH, PA 15264-0723	Common	1,216
SNYDER OF BERLIN	ATTN MARGARET A TINLEY-CR MGR 1313 STADIUM DR, SNACK B BERLIN, PA 15530-0000	Common	1,430
SOLO CUP OPERATING CORPORATION	1700 OLD DEERFIELD RD HIGHLAND PARK, IL 60035-0000	Common	331
Soundpost Partners, LP	405 Park Avenue 6th Floor New York, NY 10022-0000	Common	850,000
SOUTHERN TIER NEWS CO	PO BOX 2128 ELMIRA HTS, NY 14903-0000	Common	193
SOUTHLAND MOWER CORPORATION	PO BOX 1850 FOLEY, AL 36536-1850	Common	432
SPECIALTY PRINTING LLC	ATTN WILLIAM BAILEY PRESIDENT 4 THOMPSON ROAD E WINDSOR, CT 06088-0000	Common	2,182
SPIRIT SERVICES CO	BOX 28506 COLUMBUS, OH 43228-0000	Common	253
STANDARD DISTIBUTING INC	ATTN MAY CHROMEY 10 NEW MAPLE UNIT 301A PINE BROOK, NJ 07058-0898	Common	264

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STAPLES BUSINESS ADVANTAGE	ATTN: JEREMY DENZER SENIOR ANALYST 500 STAPLES DRIVE 5TH FLR W FRAMINGHAM, MA 01702-0000	Common	1,907
STAR-GAZETTE	ATTN: RONALD B TRYON PO BOX 1796 BINGHAMTON, NY 13902-1796	Common	1,319
STEAK-UMM COMPANY LLC	PO BOX 400444 PITTSBURGH, PA 15268-0444	Common	844
STERLING COMMERCE (AMERICA) INC	COMMERCE SERVICES GROUP PO BOX 73199 CHICAGO, IL 60673-0000	Common	286
STERLING COMMERCE AMERICAS INC	ATTN: YVONNE POCZA BLDG 4 2ND FLOOR 4600 LAKEHURST CT DUBLIN, OH 43016-0000	Common	277
STEBEN COUNTY DEPT PUBLIC WKS	3 EAST PULTENEY SQUARE SOLID WASTE DIVISION BATH, NY 14810-1563	Common	173
STORCK USA LP	ATTN: ROBERT ENGLE DIRECTOR OF SUPPLY PO BOX #70198 CHICAGO, IL 60673-0000	Common	543
STORFLEX FIXTURE CORP	ATTN: SHARON S GRASSO 392 WEST PULTENEY ST CORNING, NY 14830-0000	Common	275
STRATTON GREENHOUSES	9915 LINCOLN HIGHWAY DSD LWN & GRD B BLUFFTON, OH 45817-0000	Common	216
STROM PRODUCTS LTD	PO BOX 5940 DEPT #20-1020 CAROL STREAM, IL 60197-5940	Common	348
SUNBURY DAILY ITEM	200 MARKET ST PO BOX 607 SUNBURY, PA 17801-0000	Common	175
SUNKIST GROWERS INC	5818 COLLECTION CENTER DRIVE CHICAGO, IL 60693-0000	Common	346
SUNSWEET GROWER	PO BOX 402236 ATLANTA, GA 30384-2236	Common	781
SUPER-MAX CORPORATION	ATTN LEELA ABRAHAM FINANCIAL MGR 4395 DIPLOMACY ROAD FORT WORTH, TX 76155-0000	Common	584
SUPERIORS BRAND MEATS	PO BOX 571 MASSILLEN MASSILLON, OH 44648-0000	Common	249
SURE WINNER	DSD FROZEN PACC PO BOX 430 SACO, ME 04072-0000	Common	690



Equity Holder	Address of Equity Holder	Security Class	Number of Securities
SWEETENERS PLUS	ATTN SHEILA RESCH 5768 SWEETENERS BLVD PO BOX 520 LAKEVILLE, NY 14480-0520	Common	782
SWISHER INTERNATIONAL INC	ATTN KEVIN WOLFE CR MGR PO BOX 2230 JACKSONVILLE, FL 32203-0000	Common	538
SYRACUSE SUPPLY COMPANY	ATTN ED DUBIEL CREDIT MGR PO BOX 3851 BOSTON, MA 02104-3851	Common	839
TASTLE EXECUTIVE SEARCH INC	3836 WALDEN WAY DALLAS, TX 75287-0000	Common	612
TDH REFRIGERATION INC	55 BOXWOOD LANE CHEEKTOWAGA, NY 14227-0000	Common	888
TERRELL'S POTATO CHIP CO INC	218 MIDLER PARK DRIVE SYRACUSE, NY 13206-0000	Common	318
THE BAYSON COMPANY	PO BOX 929 HANOVER, NH 03755-0000	Common	556
THE BURLINGTON FREE PRESS	ATTN: MARY THELEN 191 COLLEGE STREET BURLINGTON, VT 05402-0010	Common	298
THE CITY OF LEBANON OHIO	C/O STEWART H CUPPS DINSMORE & SHOHL LLP 255 EAST FIFTH 1900 CHEMED CENTER CINCINNATI, OH 45202-0000	Common	1,824
THE GREAT FISH COMPANY LLC	302 PROGRESS RD AUBURNDALE, FL 33823-0000	Common	459
THE HOOVER COMPANY	PO BOX 95541 A DIVISION OF MAYTAG CHICAGO, IL 60694-5541	Common	308
THE KRAFT PIZZA COMPANY	ATTN: JOHN MARLIN NF463 THREE LAKES DR WINNETKA, IL 60093-0000	Common	4,872
THE NEW YORK STATE TEAMSTERS CONFERENCE	C/O PARAVATI KARL GREEN & DEBELLA 12 STEUBEN PARK ATTN: VINCENT M DEBELLA ESQ UTICA, NY 13501-0000	Common	480
THE NEW YORK STATE TEAMSTERS COUNCIL HEA	COUNCIL HEALTH & HOSPITAL FUND ATTN: VINCENT M DEBELLA ESQ 12 STEUBEN PARK UTICA, NY 13501-0000	Common	441
THE NEWS GROUP	ATTN KIM CORNISH PO BOX 908 JACKSON, MI 49204-0000	Common	4,162
THE QUAKER OATS COMPANY	C/O PIPER RUDNICK LLP ATTN: DAVID M NEFF 203 N LASALLE ST- STE 1800 CHICAGO, IL 60601-1293	Common	824

Equity Holder	Address of Equity Holder	Security Class	Number of Securities
THE QUAKER OATS COMPANY	C/O PIPER RUDNICK LLP ATTN: DAVID M NEFF 203 N LASALLE ST- STE 1800 CHICAGO, IL 60601-1293	Common	1,626
THE QUAKER OATS COMPANY	C/O PIPER RUDNICK LLP ATTN: DAVID M NEFF 203 N LASALLE ST-STE 1800 CHICAGO, IL 60601-1293	Common	4,047
THE TRIBUNE DEMOCRAT	ATTN LOUIS M GJURICH CONTRLR 425 LOCUST STREET JOHNSTOWN, PA 15907-0340	Common	1,634
THORNE'S BI-LO	4 MARKET ST WARREN, PA 16365-0000	Common	226
THREE RIVERS ICE CREAM SERVICE INC	SERVICE INC ATTN KEVIN C HANSEN ESQUIRE 1300 OLIVER BUILDING PITTSBURGH, PA 15222-0000	Common	957
TIMES LEADER	PO BOX 730 15 NORTH MAIN STREET WILKES-BARRE, PA 18703-0000	Common	584
TIMES OBSERVER	205 PENNSYLVANIA AVE W WARREN, PA 16365-0000	Common	174
TIMES-SHAMROCK WEEKLY GROUP	24 S MAIN ST MONTROSE, PA 18801-0000	Common	501
TIOGA PUBLISHING COMPANY	25 EAST AVE PO BOX 118 WELLSBORO, PA 16901-0000	Common	436
TITUSVILLE HERALD INC	209 W SPRING ST PO BOX 328 TITUSVILLE, PA 16354-0000	Common	158
TONYA BAILLARGEON	82 US HIGHWAY 11 ANTWERP, NY 13608-0000	Common	312
TRACEY ROAD EQUIPMENT	6803 MANLIUS CENTER RD EAST SYRACUSE, NY 13057-0000	Common	647
TRADERS BANK	C/O JACKSON KELLY PLLC ATTN: WILLIAM F DOBBS JR PO BOX 553 CHARLESTON, WV 25322-0000	Common	913
TRANSPORT INTERNATIONAL POOL INC D/B/A G	D/B/A GE CAPITAL MODULAR ATTN BANKRUPTCY RISK MANAGEMENT 530 SWEDESFORD RD WAYNE, PA 19087-0000	Common	306
TRAVELERS CLUB LUGGAGE	13003 SOUTH FIGUEROA ST LOS ANGELES, CA 90061-0000	Common	260
TRI-STATE COCA-COLA BOTTLING COMP	ATTN: MILT BARNES 621 WILMER AVE CINCINNATI, OH 45226-0000	Common	11,347
TROPICAL NUT & FRUIT	3150 URBANCREST INDUSTRIAL DR GROVE CITY, OH 43123-1767	Common	1,705
TROYER POTATO PRODUCTS INC	ATTN: STEVE TROYER CONTROLLER PO BOX 676 WATERFORD, PA 16441-0000	Common	2,175

Equity Holder	Address of Equity Holder	Security Class	Number of Securities
TRUPAR AMERICA INC	160 WILSON RD BENTLEYVILLE, PA 15314-0000	Common	197
TYSON FOODS INC	ATTN: CREDIT MANAGER P O BOX 2020 SPRINGDALE, AR 72765-0000	Common	1,243
TYSON FOODS INC	ATTN CREDIT MANAGER PO BOX 2020 SPRINGDALE, AR 72765-0000	Common	9,199
UNCLE CHARLEY'S SAUSAGE CO	1135 INDUSTRIAL PARK MEAT VENDOR VANDERGRITT VANDERGRIFT, PA 15690-0000	Common	829
UNILEVER BEST FOODS	88069 EXPEDITE WAY CHICAGO, IL 60695-0000	Common	12,356
UNITED DAIRY FARMERS	DSD FROZEN B 3955 MONTGOMERY RD NORWOOD, OH 45212-0000	Common	1,336
UNITED DISTRIBUTORS INC	PO BOX 21469 1230 E 6TH ST LOS ANGELES, CA 90021-0000	Common	196
UNITED REALTY DEVELOPMENT ASSOC	C/O LAW OFFICES OF EUGENE C LAMANNA ATTN: JOE WILLIAMS 2650 WESTVIEW DRIVE READING, PA 19610-0000	Common	226
UNITED REFRIGERATION INC	PO BOX 82-0100 PHILADELPHIA, PA 19182-0100	Common	161
UNIVERSAL GROUP	6031 MALBURG WAY LOS ANGELES, CA 90058-0000	Common	275
US FOODSERVICE INC	PO BOX 642573 PITTSBURGH, PA 15264-2573	Common	252
USF PROCESSORS INC	ATTN DONNIE VENHAUS CFO 4055 VALLEY VIEW LN 5TH FLR DALLAS, TX 75244-5048	Common	932
VALLEY FORGE FLAG COMPANY	1700 CONRAD WEISER PARKWAY WOMELSDORF, PA 19567-0000	Common	1,706
VARSITY BEVERAGE COMPANY	ATTN DAVID M DOHERTY PO BOX 2227 CONWAY, NH 03818-0000	Common	180
VELVET ICE CREAM CO	ATTN DAVID B ELWELL CONTROLLER PO BOX 588 UTICA, OH 43080-0000	Common	254
VENICE ENTERPRISE INC	2832 LONG HILL ROAD VENICE CENTER, NY 13147-0000	Common	818
VERIZON NORTH INC	ATTN MICHELLE PERRY BNKRPTY ADMIN AFNI/VERIZON 404 BROCK DRIVE BLOOMINGTON, IL 61701-0000	Common	168

Equity Holder	Address of Equity Holder	Security Class	Number of Securities
VERMONT FINEST DISTRIBUTORS	DSD FROZEN B DEPT 5363 PO BOX 30 000 HARTFORD, CT 06150-5363	Common	366
VESTCOM RETAIL SOLUTIONS	PO BOX 34120 NEWARK, NJ 07189-0000	Common	1,464
VIASAT INC	PO BOX 512860 LOS ANGELES, CA 90051-2860	Common	833
VICKIE JAMISON	C/O E RAY CRITCHETT OFFICE OF THE PLYMALE PRTRNSHIP LLP 495 S HIGH STREET, SUITE 400 COLUMBUS, OH 43215-4510	Common	1,093
VIEIRA'S BREADS INC	34-48 AVENUE K NEWARK, NJ 07105-0000	Common	593
VIKING SEAFOODS INC	PO BOX 843028 BOSTON, MA 02284-3028	Common	175
VINCE REFUSE SERV	301 NEOSHA AVE SPRINGFIELD, OH 45505-0000	Common	311
VITASOY USA INC	ATTN STEPHEN RIDGE ACCOUNTING MGR ONE NEW ENGLAND WAY AYER, MA 01432-0000	Common	622
W & H VOORTMAN LTD	PO BOX 4562 BUFFALO, NY 14240-4562	Common	1,151
WALKER SIGN COMPANY	ATTN J SCOTT WALKER PO BOX 6824 CHARLESTON, WV 25362-0000	Common	216
WAPAKONETA DAILY NEWS	PO BOX 389 EXEC VICE PRES WAPAKONETA, OH 45895-0000	Common	564
WAPAKONETA MUNICIPAL UTILITIES	ATTN DIANA BLACKBURN OFFICE MANAGER 701 PARLETTE CT WAPAKONETA, OH 45895-0269	Common	582
WARNER LAMBERT COMPANY	PO BOX 641053 PITTSBURGH, PA 15264-1053	Common	3,955
WARREN COUNTY GUIDE INC	315 SECOND AVE SUITE 312 NAT'L CITY BANK BLDG WARREN, PA 16365-0000	Common	186
WASHINGTON CENTERS INC	2000 WEST HENDERSON ROAD SUITE 500 COLUMBUS, OH 43220-0000	Common	515
WASTE MANAGEMENT INC	ATTN BETTY FISHER 1006 WALNUT STREET CANAL WINCHESTER, OH 43110-0000	Common	1,081
WASTE MANAGEMENT OF OHIO LIMA	DSD MISC GROC B 1550 EAST 4TH ST LIMA, OH 45804-0000	Common	647
WASTE MANAGEMENT-KOOGLER	1700 CN BROAD ST DSD MISC GROC B FAIRBORN, OH 45324-1799	Common	377

Equity Holder	Address of Equity Holder	Security Class	Number of Securities
WAXWORKS-VIDEO WORKS	325 E 3RD ST OWENSBORO, KY 42303-0000	Common	1,114
WD-40 COMPANY	PO BOX 30638 LOS ANGELES, CA 90030-0000	Common	414
WELLSBORO ELECTRIC COMPANY	ATTN: DANETTE KERESTES CREDIT MGR 33 AUSTIN ST PO BOX 138 WELLSBORO, PA 16901-0138	Common	354
WESCO DISTRIBUTION INC	PO BOX 7780-5089 PHILADELPHIA, PA 19182-5089	Common	162
WEST VIRGINIA BAKING CO INC	DSD BREAD B PO BOX DRAWER 308 BLUEFIELD, WV 24701-0000	Common	512
WHITE WAVE INC	12002 AIRPORT WAY BROOMFIELD, CO 80021-2546	Common	734
WILLERT HOME PRODUCTS INC	4044 PARK AVE ST LOUIS SAINT LOUIS, MO 63110-0000	Common	211
WILLIAM B ALTMAN INC	2916 E OLD RT 422 FENELTON, PA 16034-0000	Common	396
WILLIAM G SATTERLEE AND SONS	12475 ROUTE 119 HIGHWAY NORTH ROCHESTER MILLS, PA 15771-0000	Common	2,472
WILLIAM R KASHNER	LICKING COUNTY TREASURER PO BOX 830 NEWARK, OH 43058-0830	Common	335
WILLIAMSPORT SUN-GAZETTE	PO BOX 728 WILLIAMSPORT, PA 17703-0000	Common	258
WINTER GARDENS SALAD CO	COMMERCE ST PO BOX 339 NEW OXFORD, PA 17350-0000	Common	438
WSP INTERNATIONAL LLC	C/O JOHN H CHILDERS 2100 RIVERCHASE CENTER STE 110 BIRMINGHAM, AL 35244-0000	Common	514
WW GRAINGER INC	ATTN: WF ALLEN REFERRAL MANAGER 7300 N MELVINA AVE M530 NILES, IL 60714-3998	Common	545
YERECIC LABEL CO INC	701 HUNT VALLEY RD NEW KENSINGTON, PA 15068-0000	Common	201
YMF CARPET INC	ATTN: FREIDA SHEMESH 5 TRUMAN DRIVE SOUTH EDISON, NJ 08817-0000	Common	281
YODER ELECTRIC INC	1046 PENN AVE HOLLSOPPLE, PA 15935-0000	Common	1,269
ZAPF CREATION (US) INC	ATTN: MAGGIE FENSTERER PO BOX 918826 ORLANDO, FL 32891-8826	Common	174
ZATARAINS	PO BOX 6190 NEW ORLEANS, LA 70114-0000	Common	340

<b>Equity Holder</b>	<b>Address of Equity Holder</b>	<b>Security Class</b>	<b>Number of Securities</b>
ZELENKA EVERGREEN NURSERY INC	DEPT 63201 PO BOX 67000 DETROIT, MI 48267-0632	Common	631
ZONE PERFECT	625 CLEVELAND AVENUE COLUMBUS, OH 43215-0000	Common	203
ZWEIGLES INC	651 PLYMOUTH AVE N ROCHESTER, NY 14608-0000	Common	733

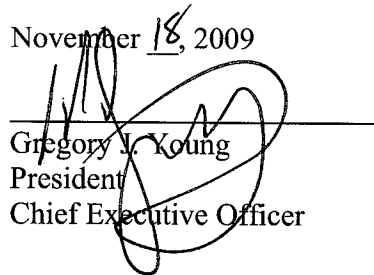
## LIST OF EQUITY SECURITY HOLDERS

### DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, Gregory J. Young, President and Chief Executive Officer of The Penn Traffic Company, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my knowledge, information and belief.

Date: November 18, 2009

Signature:

  
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Gregory J. Young  
President  
Chief Executive Officer