

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re FORWARD FOODS LLC,

Debtor.

Chapter 11

Case No. 09-10545-KJC

Obj. Deadline: March 11, 2009 @ 4:00 p.m.

Hearing Date: March 18, 2009 @ 4:30 p.m.

**MOTION OF CLASEN QUALITY COATINGS, INC. FOR ALLOWANCE
AND PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM
PURSUANT TO SECTION 503(b)(9)**

Clasen Quality Coatings, Inc. ("Clasen"), through its attorneys, Reinhart Boerner Van Deuren s.c. Sullivan Hazeltine Allinson LLC, hereby moves the Court (the "Motion"), pursuant to section 503(b)(9) of the United States Bankruptcy Code and Rules 9013 and 9014 of the Federal Rules of Bankruptcy Procedure, for entry of an order allowing Clasen's administrative claim in the amount of \$34,093 (the "Administrative Claim") for the value of goods sold to Forward Foods LLC ("Forward") by Clasen and received by Forward during the 20 days prior to commencement of this bankruptcy case. Clasen further requests that the Court direct payment of the Administrative Claim on the earlier of (1) the effective date of a confirmed chapter 11 plan, (2) the date that any other 11 U.S.C. § 503(b)(9) claimant is paid or (3) such other date as is ordered by the Court.

BACKGROUND

On February 2, 2009, Forward filed a petition under chapter 11 of the United States Bankruptcy Code. Clasen is a creditor in Forward's bankruptcy case with a claim of \$80,205. Prior to the commencement of this case, Clasen sold goods on credit to Forward, including various food products. Within the 20 days prior to commencement of this case, Clasen sold goods valued at \$34,093 to Forward. Those goods were sold to Forward in the ordinary course of Forward's

business. Attached hereto as Exhibit A is an invoice detailing the Administrative Claim.

**CLASEN'S RIGHT TO ALLOWANCE AND PAYMENT OF THE
ADMINISTRATIVE CLAIM**

Pursuant to 11 U.S.C. § 503(b)(9), there shall be allowed administrative expenses of the Debtor's estate including "the value of any goods received by the debtor within 20 days before the date of commencement of [the] case" as long as the goods were sold to the Debtor in the ordinary course of the Debtor's business. The Administrative Claim is allowable pursuant to this timely filed Motion, in accordance with 11 U.S.C. § 503(b)(9). The goods at issue were sold to Forward in the ordinary course of Forward's business, and received by Forward within 20 days prior to commencement of Forward's bankruptcy case.

[REMAINDER OF PAGE LEFT BLANK INTENTIONALLY]

WHEREFORE, Clasen respectfully requests that the Court grant this Motion and enter an order allowing Clasen's Administrative Claim in the amount of \$34,093. Clasen requests that the Administrative Claim be paid on the earlier of (1) the effective date of a confirmed chapter 11 plan, (2) the date that any other 11 U.S.C. § 503(b)(9) claimant is paid or (3) such other date as is ordered by the Court.

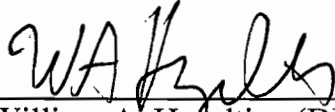
Dated this 27th day of February, 2009.

REINHART BOERNER VAN DEUREN s.c.
Peter C. Blain
Amanda M. Gibbs
1000 North Water Street, Suite 2100
Milwaukee, WI 53202
Telephone: 414-298-1000
Facsimile: 414-298-8097
pblain@reinhartlaw.com
agibbs@reinhartlaw.com

Mailing Address:
P.O. Box 2965
Milwaukee, WI 53201-2965

-and-

SULLIVAN • HAZELTINE • ALLINSON LLC



William A. Hazeltine (DE Bar I.D. 3294)
4 East 8th Street, Suite 400
Wilmington, DE 19801
302.428.8191
302.428.8195 (facsimile)
WHazeltine@SHA-LLC.com

Attorneys for Clasen Quality Coatings, Inc.

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NOTICE OF MOTION AND HEARING

PLEASE TAKE NOTICE that on February 27, 2008, Clasen Quality Coatings, In. filed the attached Motion of Clasen Quality Coatings, Inc. for Allowance and Payment of Administrative Expense Claim Pursuant to Section 503(b)(9) (the "Motion").

PLEASE TAKE FURTHER NOTICE that you are required to file an objection (the "Objection"), if any, to the Motion on or before March 11, 2009 at 4:00 p.m. prevailing Eastern Time (the "Objection Deadline") with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801. You must also serve a copy of the Objection on counsel listed below so that it is actually received by them on or before the Objection Deadline:

PLEASE TAKE FURTHER NOTICE that a hearing on the Motion will be held on March 18, 2009 at 4:30 p.m., prevailing Eastern Time. The hearing will take place before the Honorable Kevin J. Carey at the Bankruptcy Court, 824 N. Market Street, 5th Floor, Courtroom No. 5, Wilmington, Delaware.

PLEASE TAKE FURTHER NOTICE that IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF DEMANDED BY THE MOTION WITHOUT FURTHER NOTICE OR HEARING.

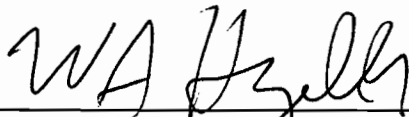
Dated this 27th day of February, 2009.

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Amanda M. Gibbs
1000 North Water Street, Suite 2100
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4 East 8th Street, Suite 400
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302.428.8191
302.428.8195 (facsimile)
WHazeltine@SHA-LLC.com

Attorneys for Clasen Quality Coatings, Inc.

EXHIBIT A



Please send remittance to:
Clasen Quality Coatings, Inc.
Box #681072
Milwaukee, WI 53268-1072

Please send all other correspondence to:
5126 West Terrace Drive, Suite 100
Madison, WI 53718-8346
Phone 608.467.1130 Fax 608.249.4573
www.clasen.us

INVOICE 18786

CUSTOMER CODE DBS10

FORWARD FOODS, LLC
2542 BUSINESS PARKWAY SUITE #2
MINDEN, NV 89423

USA

BGB WAREHOUSE
2548 BUSINESS PARKWAY
MINDEN, NV 89423

USA

INV DATE	1/27/2009	SHIP VIA	CHRobinson	FOB	COLLECT	TERMS	2% 10 Days Net 20
NOT BEFORE	1/27/2009	PROMISED	1/30/2009	SALESPERSON	CM	PO NUMBER	4603 Lines 5-6

QUANTITY	ITEM NUMBER/DESCRIPTION	LOC	UNIT PRICE	DISCOUNT	EXTENDED PRICE
10100 LB	FW102 MAJESTIC MILK WAFERS 20100083	WHWAT	1.1300 LB	0.0000	\$11,413.00
12000 LB	FR123 MALTITOL MILK CHOC FLVD RIBBON 20100171	WHWAT	1.8900 LB	0.0000	\$22,680.00

Net Amount	\$34,093.00
Freight Payment	\$0.00
Total	\$34,093.00

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

In re FORWARD FOODS LLC,

Chapter 11

Debtor.

Case No. 09-10545-KJC

**ORDER GRANTING MOTION OF CLASEN QUALITY COATINGS, INC.
FOR ALLOWANCE AND PAYMENT OF ADMINISTRATIVE EXPENSE
CLAIM PURSUANT TO SECTION 503(b)(9)**

The Court, having considered the Motion of Clasen Quality Coatings, Inc. ("Clasen") for Allowance and Payment of Administrative Expense Claim Pursuant to Section 503(b)(9) (the "Motion") and any responses thereto, and finding good cause to grant the Motion, it is hereby ordered as follows.

1. The Motion is granted.
2. Any and all objections concerning the Motion, and all reservations of rights or relief requested therein, are overruled and denied with prejudice.
3. Clasen shall have an allowed administrative expense claim in the amount of \$34,093 (the "Administrative Claim") pursuant to section 503(b)(9) of title 11 of the United States Code for the value of goods sold to Debtor Forward Foods LLC (the "Debtor") by Clasen and delivered to the Debtor during the 20 days prior to the commencement of the captioned bankruptcy case.
4. The Debtor shall pay the Administrative Claim on the earlier of (1) the effective date of a confirmed chapter 11 plan, (2) the date that any other

11 U.S.C. § 503(b)(9) claimant is paid or (3) such other date as is ordered by the Court.

Dated this ____ day of March, 2009.

The Honorable Kevin J. Carey
United States Bankruptcy Judge

CERTIFICATE OF SERVICE

I, William A. Hazeltine, do hereby certify I am not less than 18 years of age and that on this 27th day of February, 2009, I caused copies of the within *Motion of Clasen Quality Coatings, Inc. for Allowance and Payment of Administrative Expense Claim Pursuant to Section 503(b)(9)* to be served upon the parties on the attached service list via U.S. Mail, First Class, postage pre-paid.

Under penalty of perjury, I declare the foregoing to be true and correct.

February 27, 2009
Date

/s/ William A. Hazeltine
William A. Hazeltine

Forward Foods LLC
Attn: Nancy Huber
2542 Business Parkway, Unit 2
Minden, NV 89423

Bradford J. Sandler
Benesch Friedlander Coplan & Aronoff
222 Delaware Avenue
Suite 801
Wilmington, DE 19801

Gelita USA
PO Box 1796
Sioux City, IA 51102

Gelita USA Inc.
Corporate HQ
2445 Port Neal Industrial Road
Sergeant Bluff, IA 51054

Firmenich Inc.
PO Box 7247-8502
Philadelphia, PA 19170-8502

Firmenich Inc.
Corporate HQ
PO Box 5880
Princeton, NJ 08543

Firmenich Inc.
Attn: Kevin C. Dailey
250 Painsboro Road
Plainsboro, NJ 08536

Clasen Quality Coatings, Inc.
JP Morgan Chase Lockbox Processing
Box 681072
Madison, WI 53718

Clasen Quality Coatings, Inc.
Corporate HQ
5126 West Terrace Drive, Suite 100
Madison, WI 53718

U.S. Trustee
844 King Street, Suite 2207
Lockbox 35
Wilmington, DE 19801

CH Robinson Worldwide
PO Box 9121
Minneapolis, MN 55480-9121

CH Robinson Worldwide
Corporate HQ
14701 Charlson Road
Eden Prairie, MN 55347-5076

Hire Dynamics LLC
PO Box 890858
Charlotte, NC 28289-0858

Hire Dynamics LLC
Home Office
1845 Satellite Blvd., Suite 800
Duluth, GA 30097

Malnove Incorporated of Utah
13434 F. Street
Omaha, NE 68137

Fonterra USA Inc.
100 Corporate Center Drive, Suite 101
Camp Hill, PA 17011-1758

Fonterra (USA)
Attn: Kim Wallace
9525 West Bryn Mawr Avenue, Suite 700
Rosemont, IL 60018

Golden Select Foods Company
Attn: Kit Phillips
5743 Smithway Street
Suite 305
City of Commerce, CA 90040

Farbest-Tallman Foods Corp.
160 Summit Avenue
Montvale, NJ 07645

Premium Ingredients, Ltd.
285 E. Fullerton Avenue
Carol Stream, IL 60188

St. Louis Lithographing Co.
6880 Heege Road
St. Louis, MO 63123

Crossroad Ingredients LLC
271 Route 46W, Suite H206
Fairfield, NJ 07004

Osio International, Inc.
Attn: Angela A. Koscki
2550 E. Cerritos Avenue
Anaheim, CA 92806

Constantine Cannon
450 Lexington Avenue
New York, NY 10017

The CIT Group/Commercial Services, Inc.
300 South Grand Avenue
14th Floor
Los Angeles, CA 90071

Buchalter Nemer
Attn: Matthew W. Kavanaugh
1000 Wilshire Boulevard
Suite 1500
Los Angeles, CA 90017-2457

Emigrant Capital Corp.
Attn: Ed Burns and Ken Walters
6 East 43rd Street, 8th Floor
New York, NY 10017

Comerica Bank
500 Woodward Avenue
One Detroit Center, 5th Floor
Detroit, MI 48226

Law Offices of Sandor T. Boxer
Attn: Ted Boxer
12400 Wilshire Boulevard
Suite 300
Los Angeles, CA 90025-1030

The Pantry, Inc.
PO Box 601819
Charlotte, NC 28260-1819

The Pantry, Inc.
Attn: Andy Klein
1801 Douglas Drive
Sanford, NC 27330

Univar USA Inc.
File 56019
Los Angeles, CA 90074-6019

Univar USA Headquarters
17425 NE Union Hill Road
Redmond, WA 98052

Univar USA
PO Box 34325
Seattle, WA 98124-1325

Next Proteins, Inc.
5750 Fleet Street
Suite 100
Carlsbad, CA 92008

Allen Matkins Leck Gamble Mallory & Nastis
LLP
Attn: Debra A. Riley
501 West Broadway
15th Floor
San Diego, CA 92101-3541

Bodman LLP
Attn: David J. Nowaczewski
6th Floor at Ford Field
1901 St. Antoine Street
Detroit, MI 48226