

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

In re:)	Chapter 11
)	
Forward Foods LLC,)	Case No. 09-10545 (KJC)
)	
Debtor.)	

**NOTICE OF (i) REQUIREMENT FOR FILING PROOFS OF CLAIM;
(ii) LAST DATE FOR FILING OF PROOFS OF CLAIM; AND
(iii) PROCEDURES IN CONNECTION THEREWITH**

TO: ALL CREDITORS, PARTIES IN INTEREST AND ANY OTHER PERSON OR ENTITY ASSERTING A CLAIM HEREIN.

On February 17, 2009, Forward Foods LLC (the “Debtor”) debtor and debtor in possession, filed a voluntary petition for relief under chapter 11 of title 11 (the “Bankruptcy Code”) of the United States Code.

CLAIMS FILING BAR DATE

The United States Bankruptcy Court for the District of Delaware (the “Court”) has entered an order (the “Bar Order”) setting **September 14, 2009, at 5:00 p.m. (EST) (the “General Bar Date”)** as the deadline for all persons and entities, including all individuals, former and present employees, partnerships, corporations, estates, trusts and governmental units, to file proofs of any claim against the Debtor. The General Bar Date and the procedures set forth below for filing proofs of claim apply to all claims against the Debtor that arose on or before February 17, 2009 (a “Pre-Petition Claim”).

Under section 101(5) of the Bankruptcy Code, and as used herein, the word “claim” means any: (a) right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured or (b) right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

1. WHO MUST FILE A PROOF OF CLAIM

You must file a proof of claim if you have a Pre-Petition Claim, unless your claim is of a type described in Section 2 or 3 below. Acts by or omissions of the Debtor that occurred prior to February 17, 2009, may give rise to claims against the Debtor, notwithstanding that such claims may not have matured or become fixed or liquidated prior to such date. Any person or entity having a claim or potential claim against the Debtor, no matter how remote or contingent, must file a proof of claim therefor on or before the General Bar Date.

2. WHO MAY FILE A PROOF OF CLAIM

You may file a proof of claim, but are not required to do so, if: (i) your Pre-Petition Claim is listed on the schedules of liabilities filed with the Court on the Petition Date, or any amendment thereto (the “Schedules”), **and** (ii) your Pre-Petition Claim as set forth in the Schedules is not listed as “disputed,” “contingent,” “unliquidated” “undetermined” or “unknown” **and** (iii) you agree that your Pre-Petition Claim as set forth in the Schedules has been accurately scheduled as to its classification and amount. If it is unclear from the Schedules whether your Pre-Petition Claim is disputed, contingent, unliquidated, undetermined or unknown as to amount or otherwise properly listed, you should file a proof of claim prior to the Bar Date.

3. WHO SHOULD NOT FILE A PROOF OF CLAIM

You should not file a proof of claim if: (i) the Court has already entered an order allowing your Pre-Petition Claim or (ii) you have a properly filed proof of claim on file with the Claims Agent, or (iii) your claim constitutes an administration expense allowable under sections 503(b) and 507(a)(2). **THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTOR BELIEVES THAT YOU HAVE A CLAIM.**

4. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

The holder of a Pre-Petition Claim arising from, or as a consequence of, the rejection by the Debtor of an executory contract or unexpired lease after entry of the Bar Order, but prior to the entry of an order by the Court confirming any plan of reorganization, **must** file a proof of claim on or before the later of (a) thirty (30) days after service of notice of the order approving such rejection and (b) the Bar Date.

5. WHEN AND WHERE TO FILE PROOFS OF CLAIM

Proofs of claim must be filed with the Debtor's Claims Agent, The Garden City Group, Inc. (the "Claims Agent") **so as to be received on or before the General Bar Date.** Proofs of claim sent by U.S. mail must be sent to the following address: The Garden City Group, Inc., Attn: Forward Foods LLC Claims Agent, P.O. Box 9000 #6526, Merrick, New York 11566. Proofs of claim sent by overnight courier, or by hand must be sent to the following address: The Garden City Group, Inc., Attn: Forward Foods Claims Agent, 105 Maxess Road, Melville, New York 11747. **Proofs of claim will be deemed filed only when actually received by the Claims Agent.** Proofs of Claim may not be delivered by facsimile, telecopy, or electronic mail. Do not file or send copies of the proof of claim to the Debtor or counsel for the Debtor. If you wish to receive a file-stamped copy of your proof of claim, you must provide an additional copy of the proof of claim to the Claims Agent along with a self-addressed, postage pre-paid envelope.

6. WHAT TO FILE

Your filed proof of claim must conform substantially to Official Form No. 10. The Debtor is enclosing a form proof of claim (the "Proof of Claim") for use in these cases. If your claim is scheduled by the Debtor, the Proof of Claim also sets forth the amount of your claim as scheduled by the Debtor and whether the claim is scheduled as disputed, contingent, unliquidated, undetermined or unknown. You will receive a different Proof of Claim for each claim scheduled in your name by the Debtor. You may utilize the Proof of Claim(s) provided by the Debtor to file your claim. Additional customized Proofs of Claim may be obtained at the Debtor's reorganization website maintained by the Claims Agent at <http://www.forwardfoodsreorg.com>.

All Proofs of Claim must be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. It must be written in English and be denominated in United States dollars. You should attach to your completed proof of claim any documents on which the claim is based (if voluminous, attach a summary) or an explanation as to why the documents are not available.

7. FAILURE TO FILE A PROOF OF CLAIM

Except with respect to claims of the type set forth in Sections 2 and 3 above, any creditor who fails to file a proof of claim on or before the General Bar Date for any Pre-Petition Claim against the Debtor, shall be forever barred, estopped and enjoined from asserting such Pre-Petition Claim or filing a proof of claim with respect to such Pre-Petition Claim against the Debtor and its property. In addition, such creditor shall not be permitted to vote on any plan of reorganization or participate in any distribution in this chapter 11 case on account of such Pre-Petition Claim or to receive further notices regarding such Pre-Petition Claim.

THE DEBTOR'S SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against the Debtor in the Schedules.

To determine if and how you are listed on the Schedules, please refer to the descriptions set forth on the enclosed Proof of Claim regarding the nature, amount, and classification of your claim(s).

If you rely on the Schedules (or enclosed Proof of Claim), it is your responsibility to determine that the

claim is accurately listed in the Schedules. However, you may rely on the enclosed Proof of Claim, which lists your claim as scheduled and specifies whether the claim is disputed, contingent, unliquidated, undetermined or unknown.

If you agree with the nature, amount and classification of your claim as listed in the Debtor's Schedules, and if your claim is not described as "disputed," "contingent," "unliquidated," "undetermined" or "unknown," you need not file a Proof of Claim. Otherwise, if you decide to file a Proof of Claim, you must do so before the General Bar Date in accordance with the procedures set forth in this Notice.

The Schedules may be examined and inspected by interested parties by either (i) accessing the Debtor's reorganization website maintained by the Claims Agent, which is <http://www.forwardfoodsreorg.com>, or (ii) during regular business hours at the office of the Clerk of the Bankruptcy Court, United States Bankruptcy Court, 824 North Market Street, 3rd Floor, Wilmington, Delaware 19801. A Creditor who wishes to rely on the Schedules (or on the accompanying exhibits) shall have the responsibility for determining that its Pre-Petition Claim is accurately listed therein. **ANY OTHER INQUIRIES, SUCH AS WHETHER YOU SHOULD FILE A PROOF OF CLAIM OR TAKE ANY OTHER ACTION WITH RESPECT TO YOUR PRE-PETITION CLAIM SHOULD BE DIRECTED TO YOUR OWN ATTORNEY. DO NOT CALL THE OFFICE OF THE CLERK OR THE CLAIMS AGENT WITH ANY SUCH QUESTIONS.**

Dated: Cleveland, Ohio
July 31, 2009

Respectfully submitted,

/s/ Bradford J. Sandler

Bradford J. Sandler, Esquire (No. 4142)
Jennifer R. Hoover, Esquire (No. 5111)
BENESCH, FRIEDLANDER,
COPLAN & ARONOFF LLP
222 Delaware Avenue, Suite 801
Wilmington, DE 19801
(302) 442-7010 (Telephone)
(302) 442-7012 (Facsimile)
bsandler@beneschlaw.com
jhoover@beneschlaw.com

-and-

William Kohn, Esquire (OH 0005749)
Kari Coniglio, Esquire (OH 0081463)
200 Public Square
2300 BP Tower
Cleveland, OH 44114
(216) 363-4500
(216) 363-4588
wkohn@beneschlaw.com
kconiglio@beneschlaw.com

Counsel for Forward Foods LLC,
Debtor and Debtor in Possession