

UNITED STATES BANKRUPTCY COURT District of Arizona

PROOF OF CLAIM

Name of Debtor: Nutracea, a California corporation

Case Number: 09-28817

NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Name of Creditor (the person or other entity to whom the debtor owes money or property):
NOLIN MILLING, INC.

Check this box to indicate that this claim amends a previously filed claim.

Name and address where notices should be sent:
NOLIN MILLING, INC.
101 PINE STREET
P.O. BOX 156
DICKENS, IA 51333-0156

Court Claim Number: _____
(If known)

Filed on: _____

Telephone number:

Name and address where payment should be sent (if different from above):

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Check this box if you are the debtor or trustee in this case.

Telephone number:

1. Amount of Claim as of Date Case Filed: \$ 2,153.63

5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.

If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4.

If all or part of your claim is entitled to priority, complete item 5.

Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.

Specify the priority of the claim.

Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).

2. Basis for Claim: Sale of Materials - Goods
(See instruction #2 on reverse side.)

3. Last four digits of any number by which creditor identifies debtor: 8300

3a. Debtor may have scheduled account as: _____
(See instruction #3a on reverse side.)

4. Secured Claim (See instruction #4 on reverse side.)
Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.

Nature of property or right of setoff: Real Estate Motor Vehicle Other
Describe:

Value of Property: \$ _____ Annual Interest Rate: _____ %

Amount of arrearage and other charges as of time case filed included in secured claim,

If any: \$ _____ Basis for perfection: _____

Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____

6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.

7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.)

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain:

Date: 12/3/09

Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.
Carol M. Nolin, Carol M Nolin Corporate Secy - Treas

FOR COURT USE ONLY

DEC 07 2009

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

*Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

FILED

UNITED STATES
BANKRUPTCY COURT
FOR THE DISTRICT OF ARIZONA

INVOICE

NOLIN MILLING, INC
 101 PINE ST
 P.O. BOX 156
 DICKENS, IA 51333

(800) 356-0328

INVOICE NUMBER:: 0160052-IN

INVOICE DATE:: 09/14/2009

ORDER NUMBER:: 0154150

ORDER DATE:: 09/09/2009

DEPT:: 0001

CUSTOMER NO:: 85-018300N

PRO NO. 27400444116

SHIP TO:
 NUTRACEA
 170 SOUTH 13TH ST
 ATTN: JAMIE OR PHILLIP
 MERMENTAU, LA 70556

NUTRACEA
 5090 N 40TH ST
 SUITE 400
 PHOENIX, AZ 85018

CUSTOMER P.O. 1435	SHIP VIA OLD DOMINION 9/11/2009	PPA/COL PPA	F.O.B. DICKENS, IA	APPROX WEIGHT 00775	TERMS 2% 10 DAYS; NET 30	
SHIPPED	ITEM NO.	DESCRIPTION			PRICE	AMOUNT
2	041220P	4" 12 GAUGE CARBON STEEL SPOUT, 20 FOOT LENGTH PRIMED WITH SHERWIN WILLIAMS SHOP COAT GRAY PRIMER \$6.89 PER FOOT			137.80	275.60
1	121020G	12" 10 GAUGE GALVANIZED SPOUT, 20 FOOT LENGTH \$20.69 PER FOOT			413.80	413.80
4	12ARG	12" ANGLE RING, GALVANIZED			23.49	93.96
2	12-12SQR	12" SQUARE TO 12" ROUND, 10 GAUGE, PRIMED GRAY			87.90	175.80
4	12CB	12" CLAMP BAND			13.79	55.16
1	/SP	12" SQUARE TO 12" ROUND, 10 GAUGE, 8" TALL, PUNCHED FLAT FLANGE SQUARE END AS PER SHEET MAC AIR LOCK, STANDARD PUNCHED FLAT FLANGE ROUND END, CENTERED, PRIMED GRAY.			159.00	159.00
1	/SP	13" SQUARE TO 12" ROUND, 10 GAUGE, 8" TALL, PUNCHED FLAT FLANGE SQUARE END AS PER SHEET - MARTIN FLANGE PATTERN, STANDARD PUNCHED FLAT FLANGE ROUND END, CENTERED, PRIMED GRAY.			159.00	159.00

INVOICE

NOLIN MILLING, INC
101 PINE ST
P.O. BOX 156
DICKENS, IA 51333

(800) 356-0328

INVOICE NUMBER:: 0160052-IN

INVOICE DATE:: 09/14/2009

ORDER NUMBER:: 0154150

ORDER DATE:: 09/09/2009

DEPT:: 0001

CUSTOMER NO:: 85-018300N

PRO NO. 27400444116

SHIP TO:
NUTRACEA
170 SOUTH 13TH ST
ATTN: JAMIE OR PHILLIP
MERMENAU, LA 70556

NUTRACEA
5090 N 40TH ST
SUITE 400
PHOENIX, AZ 85018

CUSTOMER P.O.	SHIP VIA	PPA/COL	F.O.B.	APPROX WEIGHT	TERMS
1435	OLD DOMINION 9/11/2009	PPA	DICKENS, IA	00775	2% 10 DAYS; NET 30
SHIPPED	ITEM NO.	DESCRIPTION	PRICE	AMOUNT	
	1	/SP 12" WELDED SEAM SQUARE SPOUT, 30" LONG, FLANGED, 12 GAUGE 304 STAINLESS STEEL.	439.00	439.00	

IF THERE IS ANY SALES TAX OR USE TAX PAYABLE,
PLEASE PAY IT IN THE STATE NECESSARY.

DEDUCT 35.43 IF PAID BY 9/24/2009

Net Invoice: 1.771.32

Freight: 350.48

Sales Tax: 0.00

ACCOUNTS 30 DAYS PAST DUE ARE

SUBJECT TO OUR 28% FINANCE CHARGE

Claim 33-1 Filed 12/07/09 of 6

Desc Main Document Invoice Total Page 32,121.80

STATEMENT

NOLIN MILLING, INC.
101 PINE ST
P.O. BOX 156
DICKENS, IA 51333

(800) 356-0328

STATEMENT DATE: 11/3/2009

NUTRACEA
5090 N 40TH ST
SUITE 400
PHOENIX, AZ 85018

CUSTOMER NO: 85-018300N

DATE	REFERENCE	DESCRIPTION	CHARGE	CREDIT	BALANCE
09/14/2009	0160052-IN		2,121.80		2,121.80
11/03/2009	NOV0166-FC		31.83		31.83

CURRENT	30 DAYS	60 DAYS	90 DAYS	120 DAYS	BALANCE DUE
31.83	2,121.80	0.00	0.00	0.00	2,153.63



PURCHASE ORDER

5090 N. 40th St. Ste. 400
 Phoenix, AZ 85018
 sholloman@ricex.com

P.O. #
 DATE: SEPT 8, 2009

VENDOR Nolin Milling, Inc.
 P.O. Box 156
 Dickens, IA 51333
 1-800-356-0328 Contact: Pam or Linda
 Send PO to: sales@nolinmilling.com

SHIP TO NutraCea
 170 South 13 st.
 Mermentau, LA 70556
 Attn: Jamie or Philipp

PAYMENT TERMS	SHIPPING TERMS	DELIVERY DATE
Net 30 days	Prepay and Add	ASAP

QTY	ITEM #	DESCRIPTION	JOB	UNIT PRICE	LINE TOTAL
40 Ft	1	4" OD Tubing 12 ga carbon steel		\$6.89	\$275.60
20 Ft	2	12" OD Spouting galvanized 10 ga carbon steel		\$20.69	\$413.00
4	3	12" angle iron rings galvanized		\$23.49	\$93.96
3	4	12" sq to 12" rd transition carbon steel		\$87.90	\$175.80
4	5	12" two piece band clamp		\$13.79	\$55.16
1	6	12" sq to 12" rd transition special bolt pattern <i>15 1/2 12 1</i>			\$159.00
1	7	12" sq stainless spout 30" long flanged			\$439.00
Plus tax and freight					
TOTAL					\$1,611.52

- Please send two copies of your invoice.
- Enter this order in accordance with the prices, terms, delivery method, and specifications listed above.
- Please notify us immediately if you are unable to ship as specified.
- Send all correspondence to:
 Steve Holloman
 1755 Enterprise Blvd.
 West Sacramento, CA 95691
 Phone 916 416 8388 Fax 916 372 1215

Approved by *Steve Holloman by E mail*

Date *Sept 8, 2009*

Approved by _____

Date _____

Approved by _____

Date _____

Approved by _____

Date _____

sales@nolinmilling.com

From: Steve Holloman [sholloman@nutracea.com]
Sent: Tuesday, September 08, 2009 4:14 PM
To: sales@nolinmilling.com
Subject: NutraCea PO.doc
Attachments: Nolin 2 PO.doc

Linda

Can you email me a ship date. I need delivery about the 1st of October. You will get an approved PO from Corporate.

Steve Holloman
Project Manager
NutraCea, Inc
sholloman@nutracea.com