

UNITED STATES BANKRUPTCY COURT Southern District of New York PROOF OF CLAIM

Name of Debtor: Jennifer Convertibles, et al.

Case Number: 10-13779-ALG (Jointly Administered)

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): Warm Springs Promenade, LLC

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

Name and address where notices should be sent: c/o Morgan, Lewis & Bockius LLP 101 Park Avenue New York, New York 10178 Attn: Neil E. Herman, Esq. Telephone number: (212) 309-6000

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Court Claim Number: (If known)

Filed on:

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.

Telephone number:

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

1. Amount of Claim as of Date Case Filed: \$ 11,872.91

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.

2. Basis for Claim: Lease - see attachment (See instruction #2 on reverse side.)

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

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

Wages, salaries, or commissions (up to \$11,725\*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507 (a)(4).

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

Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5).

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:

Up to \$2,600\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507 (a)(7).

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: \$

Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8).

Other - Specify applicable paragraph of 11 U.S.C. §507 (a)( ).

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:

Amount entitled to priority: \$

\*Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

Date: 1/24/11

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.

FOR COURT USE ONLY

Jennifer Convertibles 00370

Susan L. Masone Authorized person

**In re Jennifer Convertibles, Inc. et al.**  
**Chapter 11, Case No. 10-13779 (ALG) (Jointly Administered)**

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**ATTACHMENT TO PROOF OF CLAIM**

**JENNIFER CONVERTIBLES, INC.  
WARM SPRINGS PROMENADE  
HENDERSON, NV**

**Claim of Warm Springs Promenade, LLC  
c/o Morgan, Lewis & Bockius LLP  
101 Park Avenue  
New York, NY 10178  
Attn: Neil E. Herman, Esq.  
(212) 309-6669**

1. Warm Springs Promenade, LLC (the "Claimant") is the landlord to the Debtors pursuant to that certain lease of non-residential real property located in Henderson, Nevada (the "Lease"). The Claimant's total claim for pre-petition amounts due and owing under the Lease is \$11,872.91. A copy of the Lease Summary showing the detailed break-down of the claim is attached hereto as Exhibit A.
2. In addition to the above amounts, the following additional amounts are or may become due: (a) percentage rent not yet billed, (b) year end adjustments not yet billed, (c) deferred maintenance expenses in an unliquidated amount. The Claimant reserves the right to amend this proof of claim at any time.
3. In accordance with the terms of the Lease, and the United States Supreme Court's recent decision in Travelers Cas. & Sur. Co. of Am. v. Pacific Gas & Elec. Co., 127 S.Ct. 1199 (2007), the Claimant fully reserves and preserves its right to seek all legal fees and expenses incurred in these bankruptcy cases.

EXHIBIT A

Tenant TJENNC00 Jennifer Convertibles, Inc.  
Project SNVH0508A WARM SPRINGS PROMENADE  
Lease LJENNC00 Jennifer Convertibles

From 1/01/87 To 1/19/11  
Scan Deposits All Zero

Date	Document	Description	Amount	Outstanding
4/01/10	R 1641495 001	Base Rent	2000.00	2000.00
4/02/10	R 1657981 005	CAM Reconciliation	1454.86	378.19
4/02/10	R 1657981 009	CAM Reconciliation	4445.42	4445.42
4/15/10	R 1666583 001	Late Fee	50.00	50.00
5/01/10	R 1663531 001	Base Rent	2000.00	2000.00
5/15/10	R 1685440 001	Late Fee	50.00	50.00
6/01/10	R 1696986 001	Base Rent	2000.00	200.00
6/09/10	G 0239281 001	PYC Final 1/1/10 - 6/3/10 (DSP)	2699.30	2699.30
6/15/10	R 1710355 001	Late Fee	50.00	50.00

Prior .00 Net 11872.91 End 11872.91

End of report

Morgan, Lewis & Bockius LLP  
101 Park Avenue  
New York, NY 10178-0060  
Tel: 212.309.6000  
Fax: 212.309.6001  
www.morganlewis.com

**Morgan Lewis**  
C O U N S E L O R S   A T   L A W

January 25, 2011

VIA OVERNIGHT MAIL

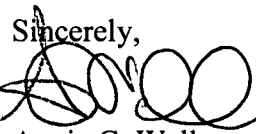
BMC Group, Inc.  
18750 Lake Drive East  
Chanhassen, MN 55317  
Attn: Jennifer Convertibles Claims Processing

Re:    In re Jennifer Convertibles, et al., Debtors  
      Chapter 11, Case No. 10-13779 (Jointly Administered)

Dear Sir/Madam:

Enclosed please find an original and two copies of a Proof of Claim being filed on behalf of Warm Springs Promenade LLC.

Please file stamp the copies and return same to me in the enclosed SASE Federal Express envelope. If you have any questions, please do not hesitate to contact me.

Sincerely,  
  
Annie C. Wells

ACW/le  
Encs.