

FORD & HARRISON^{LLP}

A LIMITED LIABILITY PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS AND INDIVIDUALS

November 1, 2001

PRIVILEGED AND CONFIDENTIAL

Bradley R. Johnson, Esquire
 Foley & Larder
 200 Laura Street
 Post Office Box 240
 Jacksonville, FL 32201-0240

TAX I.D. 58-1314995

Invoice #: 117594

For services rendered in connection with our file number 017756-0001:

K-MART CORPORATION - SANDRA COCHRAN V.

FEES:

<u>Date</u>	<u>Atty</u>	<u>Hours</u>	<u>Description</u>
10/01/01	NVH	2.50	Correspondence from Dr. Scott-Cox, psychologist for plaintiff, regarding her records; review same; memo to file regarding analysis and create calendar of plaintiff's psychologist appointment records and work schedule; e-mail to DAP regarding other medical records/employer records for plaintiff's deposition.
10/01/01	TMB	1.60	Continue to obtain records of plaintiffs' employment and medical history; telephone conferences to providers and former employers for updates of same.
10/02/01	DAP	0.60	Telephone conference with S. Jefferson regarding witness interview.
10/02/01	TMB	0.90	Continue to obtain records of plaintiff's medical and employment history; telephone conferences with medical providers and former employers regarding same.
10/03/01	DAP	8.00	Prepare for and conference with M. Pomeroy regarding factual analysis/deposition prep.
10/03/01	NVH	5.80	Prepare for and meet with M. Pomeroy regarding deposition preparation; correspondence from and to plaintiff's attorney regarding discovery responses and depositions; review client documents and prepare for deposition; pull exhibits for depositions.

10/04/01	DAP	8.10	Correspondence to plaintiff's attorney, K. Caraway, regarding discovery responses; correspondence to J. Ball regarding Fifth Amendment waiver and attorney client privilege cases; review documents from K-Mart for purposes of supplementing discovery; prepare documents for plaintiff's deposition; prepare calendar of events in preparation for deposition of plaintiff; telephone conference with M. Pomeroy regarding personnel files; conference with J. Ball and J. J. Juntila.
10/04/01	NVH	8.80	Prepare for and interview J. J. Juntila with his attorney; review client documents regarding deposition preparation and exhibits; correspondence from client regarding Foley & Lardner's engagement; e-mail to R. J. Foley regarding scheduled depositions.
10/05/01	DAP	1.90	Telephone conference with P. Nunnally regarding witness interview; arrange for delivery of records from Community Behavioral Hospital and Family Dollar; telephone conference with plaintiff's attorney, K. Caraway, regarding discovery responses; review correspondence from K. Caraway regarding discovery responses; telephone conference with M. Pomeroy regarding location of A. Mickel.
10/05/01	SKF	3.50	Research names of employees working on the date of the incident for discovery responses.
10/05/01	TMB	1.60	Continue to assist with preparation of plaintiff's deposition; telephone conferences (3) with A. McLean of Family Dollar Stores regarding plaintiff's employment records; telephone conferences (4) with Community Behavioral Hospital regarding subpoena and authorization for psychiatric records of plaintiff; prepare subpoena, request for records and attachment with letter to Community Behavioral Hospital; conferences (2) with DAP regarding same.
10/06/01	TMB	1.70	Telephone conference with A. McLean of Family Dollar regarding plaintiff's employment records; telephone conferences (2) with Keith, manager of Family Dollar Store, regarding copying plaintiff's personnel file; travel to and from Family Dollar to obtain plaintiff's employment records.
10/07/01	NVH	3.00	Prepare for plaintiff's deposition.
10/08/01	DAP	9.00	Deposition preparation; attendance at plaintiff's deposition; conference with K. Caraway, plaintiff's attorney.
10/08/01	NVH	12.00	Prepare for and depose plaintiff; conference with plaintiff's attorney regarding cancellation of K-Mart employee depositions.
10/08/01	TMB	1.70	Telephone conferences (6) with administrative personnel at Community Behavioral Hospital regarding plaintiff's records; travel to and from Community Behavioral Hospital to pick up plaintiff's psychiatric records.

10/09/01	DAP	0.40	Telephone conference with J. Lennon regarding rescheduling deposition; telephone conference with M. Pomeroy regarding discovery responses; e-mail to B. Szykula regarding plaintiff's amended discovery requests.
10/09/01	NVH	4.50	Prepare for deposition of S. Greer; correspondence from plaintiff's attorney regarding subpoena for J. LeJuene; correspondence from plaintiff's attorney regarding supplemental discovery responses; correspondence from plaintiff's attorney regarding amended discovery requests as to management personnel files; conference with plaintiff's attorney regarding J. J. Juntala deposition.
10/10/01	DAP	6.50	Preparation and attendance at deposition of S. Greer; conference with NVH regarding deposition of S. Greer; prepare subpoenas of phone records and 911 calls.
10/10/01	NVH	9.00	Prepare for and depose S. Greer; develop strategy regarding follow-up subpoena duces tecum and related tasks; conference with plaintiff's attorney regarding J. J. Juntala's deposition change; e-mail to B. Szykula regarding update of plaintiff's and S. Greer's depositions and follow-up items; review deposition notes regarding 911 subpoena duces tecum.
10/10/01	TMB	0.40	Telephone conferences (2) with TJX Corporation regarding plaintiff's employment application; review file.
10/11/01	DAP	2.50	Research regarding supervisory status under Title VII.
10/11/01	NVH	2.50	E-mail from B. Szykula regarding video tape search regarding recent Sixth Circuit case on sexual harassment/agent status; review correspondence from Foley & Lardner and begin response to same.
10/11/01	TMB	0.20	Telephone conference with TJX Corporation regarding plaintiffs' application.
10/12/01	DAP	3.30	Conference with NVH regarding questionnaire; prepare subpoenas; review documents for supplementation of discovery.
10/12/01	NVH	6.30	Prepare Foley & Lardner questionnaire; review pleadings and discovery regarding same.
10/15/01	DAP	2.00	Review personnel files of J. Lennon, M. Pomeroy and J. LeJuene regarding discovery responses.
10/15/01	SKF	2.00	Telephone conferences (6) with Cingular regarding service of subpoena; prepare subpoena.
10/15/01	SKF	1.80	Telephone conferences (4) with Memphis Police Department regarding service of subpoena; prepare subpoena.
10/16/01	SKF	3.00	Telephone conferences (4) with Bell South regarding service of subpoena; prepare subpoena to Bell South; telephone conferences (5) with MCI Worldcom regarding service of subpoena; prepare subpoena to MCI Worldcom.

10/16/01	SKF	0.50	Service of subpoenas on Bell South and MCI Worldcom.
10/16/01	TMB	0.60	Telephone conference with Rhodna, TJX Corporation, regarding plaintiff's application for employment; request check for Community Behavioral Hospital's records of plaintiff; conference with DAP regarding status of same.
10/17/01	SKF	2.50	Travel to and service of subpoena on Cingular Wireless and attempted service of Memphis Police Department.
10/17/01	TMB	0.40	Draft letter with check to Community Behavioral Hospital for medical records.
10/18/01	SKF	1.20	Travel to Justice Center and service of subpoena on Memphis Police Department.
10/19/01	DAP	0.80	Correspondence to K. Carraway regarding discovery response; conference with SKF regarding supplementing discovery.
10/19/01	NVH	2.50	Conference with plaintiff's attorney regarding expert's report; review same; develop strategy regarding issuance of subpoena duces tecum for phone records and cost of same; develop strategy regarding counter expert; conference with B. Johnson of Foley & Lardner regarding settlement potential and strategy and case file retention issues; e-mail to P. Szykula and Mr. Carey regarding expert witness engagement; conference with plaintiff's attorney regarding settlement potential; conference with plaintiff's attorney regarding discovery issues.
10/19/01	SKF	1.50	Review timecard reports for discovery responses.
10/21/01	DAP	0.50	Review and analyze plaintiff's expert report.
10/22/01	DAP	1.00	Research and prepare memo regarding supervisory status.
10/22/01	NVH	1.80	Develop strategy regarding settlement analysis; conference with plaintiff's attorney; correspondence from plaintiff's attorney regarding discovery issues; review correspondence from plaintiff's attorney regarding inadequacies of supplemental discovery responses; review correspondence to plaintiff's attorney regarding defendant's discovery; review legal research memo.
10/22/01	SKF	0.40	Telephone conferences (4) with K. Davis of Cingular Wireless regarding subpoenas.
10/22/01	SKF	6.10	Review timecards records; memo regarding findings and subpoenas.
10/23/01	DAP	1.60	Research regarding subpoena fees; letter to Bell South regarding subpoena; conference with SKF regarding subpoenas; review 911 tape received from Police Department.
10/23/01	NVH	0.30	Listen to 911 call tape.
10/23/01	SKF	2.20	Initial preparation of calendar of days worked and not worked by plaintiff for discovery purposes.

10/23/01	TMB	2.70	Telephone conference with Memphis Police Department regarding instructions on picking up tape of 911 calls; telephone conferences (2) with Bell South regarding subpoena for plaintiff's records; travel to and from Memphis Police Department to pick up tape of 911 calls; conference with DAP and NVH regarding same.
10/24/01	DAP	0.30	Telephone conferences (2) with Bell South regarding subpoenas.
10/24/01	NVH	0.50	Correspondence from plaintiff's attorney regarding settlement demand; develop strategy regarding analysis of same.
10/25/01	DAP	3.70	Correspondence to K. Caraway, attorney for plaintiff, regarding discovery responses; telephone conference with K. Caraway regarding discovery; research regarding jury instructions; review and prepare documents for J. J. Juntila deposition.
10/25/01	NVH	0.50	Develop strategy regarding settlement and follow-up discovery issues; scheduling order issues.
10/26/01	DAP	5.50	Attendance at J. J. Juntila deposition; conference with NVH regarding discovery; telephone conference with J. Ball at Royal Oak Chrysler Jeep, Inc.
10/26/01	NVH	6.00	Prepare for and defend deposition of J. J. Juntila, alleged harasser.
10/26/01	SKF	2.60	Prepare calendar of days worked and not worked by plaintiff for discovery purposes.
10/29/01	DAP	0.60	Review records received from Baptist Hospital and phone records received from Bell South.
10/29/01	NVH	3.00	Correspondence and e-mail to B. Szykula and Foley & Lardner regarding plaintiff's settlement offer, analysis of same and alleged harasser's deposition testimony.
10/30/01	DAP	2.00	Draft motion for admission pro hac vice, corresponding affidavit and proposed order of B. Johnson; review file in preparation for file transfer.
10/30/01	NVH	3.00	E-mails to DAP and TMB regarding transfer of file to B. Johnson at Foley & Lardner in Jacksonville; review file regarding same; e-mail to B. Johnson regarding potential motion to stay case pending criminal trial of January till a conclusion; review and prepare file for transfer; telephone conference with plaintiff's attorney regarding source documents of plaintiff's expert.
10/30/01	TMB	0.60	Conference with NVH regarding preparation of file to send to new counsel; review file to determine which documents will be copied for same.
10/31/01	DAP	3.30	Review plaintiff's responses to defendant's discovery requests and plaintiff's supplemental request for production; review documents in response to plaintiff's supplemental request for production.

10/31/01	NVH	1.50	Review file for transfer; develop strategy regarding amended discovery request from plaintiff; correspondence from plaintiff's attorney regarding request for production of documents; e-mail to B. Johnson regarding same.
10/31/01	TMB	2.30	Assist with preparation of documents to be sent to Foley & Lardner; identify and label documents to be copied; prepare cover sheets for same.

Total Fees: \$ 29,963.50

Attorney Summary

<u>Name</u>	<u>Time</u>	<u>Hourly Rate</u>	<u>Value</u>
David A. Prather	61.60	160	9,856.00
Noel Victoria Holladay	73.50	225	16,537.50
Sandra K. Fugler	27.30	85	2,320.50
Traci M. Boord	14.70	85	1,249.50

EXPENSES:

<u>Description</u>	
Photocopy	262.50
Long Distance Telephone	4.34
SKF reimbursement for mileage and parking expense - 10/17-18/01	28.22
TMB reimbursement for mileage expense to serve subpoena - 9/24/01	12.42
TMB reimbursement for mileage expense to serve subpoena - 9/26/01	14.15
TMB reimbursement for mileage expense to serve subpoena - 10/6/01	12.08
TMB reimbursement for mileage expense to serve subpoena - 10/8/01	12.42
TMB reimbursement for mileage expense to serve subpoena - 9/18/01	15.53
Noel Victoria Holladay reimbursement for parking expense - 10/26/01	5.50
Fee for Juntilla Deposition	
Court Reporter fee, Morrow Sanders & Associates - 10/24/01; Deposition of S. Cochran	1786.75
Court Reporter fee, Morrow Sanders & Associates - 10/25/01; Deposition of S. Greer	1026.20
Outside Copy Costs, Midtown Mental Health - 9/17/01; Medical Records of Sandra Cochran	15.00

Outside Copy Costs, Memphis Center for Women and Families - 9/28/01; medical records of S. Cochran	25.00
Outside Copy Costs, Community Behavioral Hospital - 10/17/01; Medical Records	55.00
Federal Express to A. Mclean - 10/11/01	5.31
Courier Service, Dynamex Inc - 9/19/01	13.15
Total Expenses:	\$ <u>3,293.57</u>

INVOICE SUMMARY

TOTAL FEES:	\$ 29,963.50
TOTAL EXPENSES:	\$ 3,293.57
TOTAL AMOUNT DUE:	\$ <u>33,257.07</u>

Payments received after date of statement may not be reflected.

LAW OFFICES

FORD & HARRISON^{LLP}

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February 1, 2002

PRIVILEGED AND CONFIDENTIAL

Kmart Corporation
Bradley R. Johnson, Esq.
Foley & Lardner
200 Laura St.
P. O. Box 240
Jacksonville, FL 32201-0240

Attention: Bradley R. Johnson

TAX I.D. 58-1314995

Invoice #: 124319
For services rendered in connection with our file number 017756-0001:

K-MART CORPORATION - SANDRA COCHRAN V.

EXPENSES:

Description

Long Distance Telephone	2.18
Court Costs, Clerk U.S.D Court Western District of Tennessee - photocopies	11.00
Federal Express to Jon DeBardelen - 12/06/01.	17.87
Dynamex, Inc. - courier service to K-Mart - 01/11/02.	13.00
Total Expenses:	\$ <u>44.05</u>

INVOICE SUMMARY

TOTAL EXPENSES:	\$ 44.05
TOTAL AMOUNT DUE:	\$ <u>44.05</u>

LAW OFFICES

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February 20, 2002

Wayne E. Nelson, Bankruptcy Clerk
U. S. Bankruptcy Court
Northern District of Illinois
United States Courthouse
219 S. Dearborn Street
Chicago, IL 60604

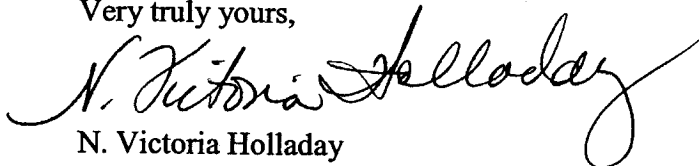
Re: Debtor: Kmart Corporation
Creditor: Ford & Harrison LLP
Case No. 02-02474

Dear Mr. Nelson:

Enclosed is an original and one copy of Proof of Claim of Ford & Harrison in the above-referenced case. Please return a file stamped copy of the claim in the enclosed self-addressed envelope.

Thank you for your attention to this matter and should you have any questions, please give me a call.

Very truly yours,



N. Victoria Holladay

NVH/jc
Encl.

Cc: John Butler, Esq., Skadden, Arps, Slate
The Debtors at Kmart Corporation
The Office of the United States Trustee
Morgan Lewis & Bockins
Simpson, Thatcher & Bartlett
William J. Szykula, Esq.
Bradley R. Johnson, Esq.

MEMPHIS:117861.1

Kmart CORPORATION

REC'D FEB 27 2002

LEGAL DEPARTMENT