

<b>UNITED STATES BANKRUPTCY COURT</b> <b>NORTHERN DISTRICT OF ILLINOIS</b> <b>EASTERN DIVISION</b>	<b>PROOF OF CLAIM</b> <b>(Secured)</b>	<div style="font-size: 24pt; font-weight: bold; margin-bottom: 10px;">FILED</div> <div style="font-size: 10pt; margin-bottom: 10px;">UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF ILLINOIS</div> <div style="font-size: 18pt; font-weight: bold; margin-bottom: 10px;">MAR 12 2002</div> <div style="font-size: 10pt;">KENNETH S. GARDNER, CLERK MAILROOM - KC <small>court use only</small></div>														
In Re: <b>KMART OF TEXAS LP</b>	Case Number: <b>02-02466-11</b> Chapter: <b>11</b>															
Name of Creditor: <b>CITY OF MCALLEN</b>	<input type="checkbox"/> Check if you are aware that anyone else has filed a proof of claim relating to your claim.															
Name/Address Where Notices Should Be Sent:  Lori Robertson LINEBARGER GOGGAN BLAIR PENA & SAMPSON, LLP 1949 SOUTH IH 35 (78741) P.O. BOX 17428 AUSTIN, TX 78760-7428 Telephone No: (512)447-6675 Facsimile: (512)443-5114 Email: austin.bankruptcy@publicans.com	<input type="checkbox"/> Check if you have never received any notices from the bankruptcy court in this case.  <input type="checkbox"/> Check if the address differs from the address on the envelope sent to you by the court.															
Number by which creditor identifies debtor:  See Attached Exhibits	This claim <table border="1" style="display: inline-table; border-collapse: collapse;"> <tr> <td style="width: 20px; height: 20px;"></td> <td>replaces</td> </tr> <tr> <td style="width: 20px; height: 20px;"></td> <td>amends a previously filed claim, dated: <input style="width: 50px;" type="text"/></td> </tr> <tr> <td style="width: 20px; height: 20px;"></td> <td>supplements</td> </tr> </table>		replaces		amends a previously filed claim, dated: <input style="width: 50px;" type="text"/>		supplements									
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	supplements															
<b>1. BASIS FOR CLAIM:</b> AD VALOREM TAXES																
<b>2. DATE DEBT WAS INCURRED:</b> January 1 of each tax year, pursuant to Sections 32.01 and 32.07 of the Texas Property Tax Code.																
<b>3. CLASSIFICATION OF CLAIM:</b> Secured claim to extent of collateral value. Unsecured Priority claim [11 U.S.C. 507 (a)(8)] to extent of any shortfall in collateral value and for personal liability. Secured by Tax Lien §§ 32.01 and 32.05 of the Texas Property Tax Code.																
<b>4. TOTAL AMOUNTS OF CLAIM:</b> <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="text-align: right;">\$ <u>0.00</u></td> <td style="text-align: center;">+</td> <td style="text-align: right;">\$ <u>149,908.46</u></td> <td style="text-align: center;">+</td> <td style="text-align: right;">\$ <u>0.00</u></td> <td style="text-align: center;">=</td> <td style="text-align: right;">\$ <u>149,908.46</u></td> </tr> <tr> <td style="text-align: right;">(Unsecured)</td> <td></td> <td style="text-align: right;">(Secured)</td> <td></td> <td style="text-align: right;">(Priority)</td> <td></td> <td style="text-align: right;">(Total)</td> </tr> </table>			\$ <u>0.00</u>	+	\$ <u>149,908.46</u>	+	\$ <u>0.00</u>	=	\$ <u>149,908.46</u>	(Unsecured)		(Secured)		(Priority)		(Total)
\$ <u>0.00</u>	+	\$ <u>149,908.46</u>	+	\$ <u>0.00</u>	=	\$ <u>149,908.46</u>										
(Unsecured)		(Secured)		(Priority)		(Total)										
Plus interest accruing at 12% per annum pursuant to Texas Property Tax Code §33.01 as allowed under 11 U.S.C. §506(b)																
Make checks payable to: <b>CITY OF MCALLEN</b> Mail payments to: <b>P O BOX 52240</b> <b>MCALLEN, TX 78505-2240</b>																
<b>5. CREDITS AND SETOFFS:</b> The amount of the payments on this claim has been credited and deducted for the purpose of making this proof of claim. In filing this claim, claimant has deducted all amounts that claimant owes to debtor.																
<b>6. SUPPORTING DOCUMENTS:</b> Attached		court use only  <div style="font-size: 24pt; font-family: cursive;">3/12/02</div>  <div style="font-size: 24pt; font-family: cursive;">586 80</div>														
DATE: FEB 28, 2002  <div style="text-align: center; font-size: 24pt; font-family: cursive;">L. Robertson</div> <hr style="width: 200px; margin: 0 auto;"/> Lori Robertson TX Bar I.D. 24007283																
Penalty for presenting fraudulent claim: Fine up to \$500,000 or imprisonment up to 5 years, or both. 18 U.S.C. §§ 152, 3571																

City of McAllen Tax Office  
 Martha Guel, CTA Tax Assessor Collector  
 311 N. 15th P.O. Box 52240-2240  
 McAllen, Texas 78505  
 (956) 682-4331

FEBRUARY 28, 2002

TAX STATEMENT FOR TAXES DUE

ACCOUNT NUMBER: H255000007001002

WALTERS INVESTMENTS  
 222 SIDNEY BAKER SOUTH STE 305  
 KERRVILLE, TX 78028

PROPERTY DESCRIPTION  
 HIDALGO CANAL CO-MC N W 12.81 AC-L  
 OT 10 SEC 7 EXC 2.63 AC PLUS LTS 1  
 THRU 6 EXC W175' OF LT 1 FUNNILLE  
 S/D

YEAR	SQ	ENTITY	DESC.	BASE TAX	P&I/DISC.	COLL FEE	TOTAL
2001	0	CITY OF	MCALLEN	35540.37			35540.37
2001		TAX DUE		35540.37			35540.37

YEAR	SQ	ENTITY	DESC.	LAND VAL	IMP VAL	AG VAL	EXMCD	AMOUNT	NTV
2001	0	CITY OF	MCALLEN	6423752	2012130				8435882

GR TAX DUE	35540.37	35540.37
GR TOTAL DUE	35540.37	35540.37
TOTAL AMOUNT DUE IF PAID DURING THE MONTH OF		
FEBRUARY 2002.....		35540.37
MARCH 2002.....		35540.37
APRIL 2002.....		38028.20

EST. 2002 TAX AMOUNT:

\$ 35,540.37

TOTAL AMOUNT DUE:

\$ 71,080.74

EXHIBIT 1

Page 1 of 1

City of McAllen Tax Office  
 Martha Guel, CTA Tax Assessor Collector  
 311 N. 15th P.O. Box 52240-2240  
 McAllen, Texas 78505  
 (956) 682-4331

JANUARY 31, 2002  
 TAX STATEMENT FOR TAXES DUE

ACCOUNT NUMBER: H255099007001000

K-MART CORP #4389  
 C/O BURR WOLFF LP  
 PO BOX 6568  
 SILOAM SPRINGS, AR 72761-6568

PROPERTY DESCRIPTION  
 INVENTORY FURNITURE FIXTURES MACHI  
 NERY & EQUIPMENT 1801 SO 10TH K-MA  
 RT #4389

YEAR	SQ	ENTITY	DESC.	BASE TAX	P&I/DISC.	COLL FEE	TOTAL
2001	0	CITY OF	MCALLEN	11476.36			11476.36
2001		TAX DUE		11476.36			11476.36

YEAR	SQ	ENTITY	DESC.	LAND VAL	IMP VAL	AG VAL	EXMCD	AMOUNT	NTV
2001	0	CITY OF	MCALLEN		2724034				2724034

GR TAX DUE 11476.36 11476.36  
 GR TOTAL DUE 11476.36 11476.36

TOTAL AMOUNT DUE IF PAID DURING THE MONTH OF  
 JANUARY 2002..... 11476.36  
 FEBRUARY 2002..... 12279.71  
 MARCH 2002..... 12509.23

EST. 2002 TAX AMOUNT:

\$ 11,476.36

TOTAL AMOUNT DUE:

\$ 22,952.72

EXHIBIT 2

Page 1 of 1

City of McAllen Tax Office  
Martha Guel, CTA Tax Assessor Collector  
311 N. 15th P.O. Box 52240-2240  
McAllen, Texas 78505  
(956) 682-4331

JANUARY 31, 2002

TAX STATEMENT FOR TAXES DUE

ACCOUNT NUMBER: K020000000000100

PROPERTY DESCRIPTION  
K MART SHOPPING CENTER LOT 1

BENDERSON-MCALLEN ASSOCIATES  
570 DELAWARE AVE  
BUFFALO, NY 14202

YEAR	SQ	ENTITY	DESC.	BASE TAX	P&I/DISC.	COLL FEE	TOTAL
2001	0	CITY OF	MCALLEN	18830.32			18830.32
2001		TAX	DUE	18830.32			18830.32

YEAR	SQ	ENTITY	DESC.	LAND VAL	IMP VAL	AG VAL	EXMCD	AMOUNT	NTV
2001	0	CITY OF	MCALLEN	1943455	2526119				4469571

GR TAX DUE	18830.32			18830.32
GR TOTAL DUE	18830.32			18830.32
TOTAL AMOUNT DUE IF PAID DURING THE MONTH OF		JANUARY	2002.....	18830.32
		FEBRUARY	2002.....	18830.32
		MARCH	2002.....	18830.32

EST. 2002 TAX AMOUNT:

\$ 18,830.32

TOTAL AMOUNT DUE:

\$ 37,660.64

EXHIBIT 3

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City of McAllen Tax Office  
 Martha Guel, CTA Tax Assessor Collector  
 311 N. 15th P.O. Box 52240-2240  
 McAllen, Texas 78505  
 (956) 682-4331

JANUARY 31, 2002

TAX STATEMENT FOR TAXES DUE

ACCOUNT NUMBER: K020099000000100

K-MART #4707  
 C/O BURR WOLFF LP  
 PO BOX 6568  
 SILOAM SPRINGS, AR 72761-6568

PROPERTY DESCRIPTION  
 INVENTORY FURNITURE FIXTURES & EQUIPMENT AT 3701 NORTH TWENTY-THIRD (LITTLE CAESAR'S) / NEW ACCT 1993

YEAR	SQ	ENTITY	DESC.	BASE TAX	P&I/DISC.	COLL FEE	TOTAL
2001	0	CITY OF	MCALLEN	9107.18			9107.18
2001		TAX	DUE	9107.18			9107.18

YEAR	SQ	ENTITY	DESC.	LAND VAL	IMP VAL	AG VAL	EXMCD	AMOUNT	NTV
2001	0	CITY OF	MCALLEN		2161685				2161685
GR TAX DUE				9107.18					9107.18
GR TOTAL DUE				9107.18					9107.18
TOTAL AMOUNT DUE IF PAID DURING THE MONTH OF									
					JANUARY	2002	.....		9107.18
					FEBRUARY	2002	.....		9744.68
					MARCH	2002	.....		9926.83

EST. 2002 TAX AMOUNT:

\$ 9,107.18

TOTAL AMOUNT DUE:

\$ 18,214.36

EXHIBIT 4

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