

UNITED STATES BANKRUPTCY COURT <u>Northern (Eastern) DISTRICT OF Illinois</u>		PROOF OF CLAIM
Name of Debtor K - Mart Corp	Case Number 02-B02474	<p style="text-align: center;">FILED UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF ILLINOIS MAR 22 2002 KENNETH S. GARDNER, CLERK MAILROOM - LL</p> <p style="text-align: center;">THIS SPACE IS FOR COURT USE ONLY</p>
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.	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving the particulars.	
Name of Creditor (The person or entity to whom the debtor owes money or property): Rosenthal & Rosenthal, Inc.	<input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case.	
Name and address where notices should be sent: Donald S. Leonard 1370 Broadway New York NY 10018 Telephone Number: 1-212-356-1418	<input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.	
Account or other number by which creditor identifies debtor: K-MAMIT01	Check here <input type="checkbox"/> replaces if this claim <input type="checkbox"/> amends a previously filed claim, dated:	
1. Basis for Claim <input checked="" type="checkbox"/> Goods sold Assignee for Triboro quilt Mfg Corp <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____		<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Your SS#: _____ Unpaid compensation for services performed from _____ to _____ (date) (date)
2. Date debt was incurred: 8/01 - 12/01	3. If court judgement, date obtained: \$ <u>284,858.30</u> See Attached	
4. Total Amount of Claim at Time Case Filed: If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest of additional charges.		
5. Secured Claim <input type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral: \$ _____ Amount of arrearage and other charges at time case filed included in secured claim above, if any \$ _____	6. Unsecured Priority Claim <input type="checkbox"/> Check this box if you have an unsecured priority claim Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Wages, salaries, or commissions (up to \$4300),* earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507(a)(3) <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507(a)(4) <input type="checkbox"/> Up to \$1950* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507(a)(6) <input type="checkbox"/> Alimony, maintenance, or support owed to a spouse, former spouse, or child- 11 U.S.C. §507(a)(7) <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. §507(a)(8) <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. §507(a)(_____) <small>*Amounts are subject to adjustment on 4/1/98 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.</small>	
7. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. 8. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security, agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary. 9. Date-Stamped Copy: To receive an acknowledgement of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.		THIS SPACE IS FOR COURT USE ONLY <p style="font-size: 2em; text-align: center;">KP 973</p> <p style="font-size: 2em; text-align: center;">3/22/02</p>
Date March 13, 2002	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any). Donald S. Leonard / Sr Vice President	
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.		

K-MAMITOI K-MART CORP
 3100 W BIG BEAVER
 TROY MI
 248-463-1180

TRIBORO QUILT MFG CORP
 48084

TRANS	INV NO	INV DT	FOLIO	TERMS	AMOUNT
INV	051987	8/30/01	0831	060	57.60
INV	051988	8/30/01	0831	060	27.30
INV	055333	10/16/01	1019	060	1,272.80
INV	055795	10/26/01	1031	060	1,326.80
INV	055796	10/26/01	1031	060	422.50
INV	055811	10/26/01	1031	060	823.80
INV	055812	10/26/01	1031	060	279.00
INV	056194	11/01/01	1106	060	433.50
INV	056204	11/01/01	1106	060	62.00
INV	056205	11/01/01	1106	060	740.80
INV	056206	11/01/01	1106	060	139.50
INV	056208	11/01/01	1106	060	139.50
INV	056646	11/08/01	1109	060	665.40
INV	056647	11/08/01	1109	060	372.00
INV	056648	11/08/01	1109	060	552.80
INV	056649	11/08/01	1109	060	546.50
INV	056650	11/08/01	1109	060	589.60
INV	056651	11/08/01	1109	060	62.00
INV	056652	11/08/01	1109	060	694.40
INV	056653	11/08/01	1109	060	686.00
INV	056654	11/08/01	1109	060	1,714.80
INV	056655	11/08/01	1109	060	2,093.00
INV	056656	11/08/01	1109	060	689.20
INV	056657	11/08/01	1109	060	1,089.00
INV	056658	11/08/01	1109	060	394.60
INV	056659	11/08/01	1109	060	159.00
INV	056660	11/08/01	1109	060	931.80
INV	056661	11/08/01	1109	060	971.50
INV	056662	11/08/01	1109	060	355.60
INV	056663	11/08/01	1109	060	325.50
INV	056664	11/08/01	1109	060	1,426.40
INV	056665	11/08/01	1109	060	77.50
INV	056666	11/08/01	1109	060	1,033.40
INV	056667	11/08/01	1109	060	124.00
INV	056668	11/08/01	1109	060	624.80
INV	056669	11/08/01	1109	060	159.00
INV	056670	11/08/01	1109	060	1,583.80
INV	056671	11/08/01	1109	060	626.00
INV	056672	11/08/01	1109	060	887.20
INV	056673	11/08/01	1109	060	434.00
INV	056960	11/15/01	1116	060	350.00
INV	056961	11/15/01	1116	060	508.00
INV	056962	11/15/01	1116	060	247.80
INV	056963	11/15/01	1116	060	15.50
INV	056964	11/15/01	1116	060	558.80
INV	056965	11/15/01	1116	060	982.20
INV	056966	11/15/01	1116	060	2,058.80
INV	056967	11/15/01	1116	060	710.20
INV	056968	11/15/01	1116	060	108.50

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INV	056969	11/15/01	1116	060	735.40
INV	056970	11/15/01	1116	060	772.00
INV	056971	11/15/01	1116	060	1,041.00
INV	056972	11/15/01	1116	060	318.50
INV	056973	11/15/01	1116	060	717.00
INV	056974	11/15/01	1116	060	427.60
INV	056975	11/15/01	1116	060	139.50
INV	056976	11/15/01	1116	060	1,037.40
INV	056977	11/15/01	1116	060	706.20
INV	057413	11/21/01	1126	060	163.80
INV	057414	11/21/01	1126	060	1,254.80
INV	057415	11/21/01	1126	060	594.80
INV	057416	11/21/01	1126	060	62.00
INV	057417	11/21/01	1126	060	506.20
INV	057418	11/21/01	1126	060	1,256.80
INV	057419	11/21/01	1126	060	1,579.80
INV	057420	11/21/01	1126	060	672.20
INV	057421	11/21/01	1126	060	108.50
INV	057422	11/21/01	1126	060	1,194.60
INV	057423	11/21/01	1126	060	565.80
INV	057424	11/21/01	1126	060	1,867.80
INV	057425	11/21/01	1126	060	791.50
INV	057426	11/21/01	1126	060	1,155.80
INV	057427	11/21/01	1126	060	62.00
INV	057428	11/21/01	1126	060	408.60
INV	057429	11/21/01	1126	060	93.00
INV	057430	11/21/01	1126	060	1,226.60
INV	057431	11/21/01	1126	060	53.00
INV	057432	11/21/01	1126	060	1,086.00
INV	057816	11/29/01	1130	060	269.20
INV	057817	11/29/01	1130	060	159.00
INV	057818	11/29/01	1130	060	486.60
INV	057819	11/29/01	1130	060	274.00
INV	057820	11/29/01	1130	060	538.00
INV	057821	11/29/01	1130	060	484.50
INV	057822	11/29/01	1130	060	366.60
INV	057823	11/29/01	1130	060	159.00
INV	057824	11/29/01	1130	060	1,040.40
INV	057825	11/29/01	1130	060	1,818.50
INV	057826	11/29/01	1130	060	1,563.00
INV	057827	11/29/01	1130	060	344.50
INV	057829	11/29/01	1130	060	469.00
INV	057830	11/29/01	1130	060	701.20
INV	057831	11/29/01	1130	060	706.80
INV	057832	11/29/01	1130	060	431.50
INV	057833	11/29/01	1130	060	1,594.40
INV	057834	11/29/01	1130	060	836.00
INV	057835	11/29/01	1130	060	743.80
INV	057836	11/29/01	1130	060	418.50
INV	057837	11/29/01	1130	060	483.80
INV	057838	11/29/01	1130	060	155.00

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INV	057839	11/29/01	1130	060	752.60
INV	057840	11/29/01	1130	060	818.50
INV	057841	11/29/01	1130	060	899.00
INV	057842	11/29/01	1130	060	263.50
INV	058227	12/06/01	1207	0100060	1,271.40
INV	058228	12/06/01	1207	0100060	221.00
INV	058229	12/06/01	1207	0100060	1,832.00
INV	058230	12/06/01	1207	0100060	436.00
INV	058231	12/06/01	1207	0100060	329.20
INV	058232	12/06/01	1207	0100060	745.80
INV	058233	12/06/01	1207	0100060	108.50
INV	058234	12/06/01	1207	0100060	1,737.60
INV	058235	12/06/01	1207	0100060	601.50
INV	058236	12/06/01	1207	0100060	2,562.20
INV	058237	12/06/01	1207	0100060	1,356.00
INV	058238	12/06/01	1207	0100060	322.80
INV	058239	12/06/01	1207	0100060	170.50
INV	058240	12/06/01	1207	0100060	1,137.80
INV	058241	12/06/01	1207	0100060	639.20
INV	058242	12/06/01	1207	0100060	1,165.20
INV	058243	12/06/01	1207	0100060	566.00
INV	058244	12/06/01	1207	0100060	878.60
INV	058245	12/06/01	1207	0100060	93.00
INV	058246	12/06/01	1207	0100060	317.20
INV	058247	12/06/01	1207	0100060	1,151.80
INV	058248	12/06/01	1207	0100060	77.50
INV	058249	12/06/01	1207	0100060	512.80
INV	058250	12/06/01	1207	0100060	108.50
INV	058620	12/13/01	1214	0100060	734.60
INV	058621	12/13/01	1214	0100060	3,381.50
INV	058622	12/13/01	1214	0100060	1,394.40
INV	058623	12/13/01	1214	0100060	3,443.50
INV	058624	12/13/01	1214	0100060	1,666.20
INV	058625	12/13/01	1214	0100060	4,307.00
INV	058626	12/13/01	1214	0100060	1,223.00
INV	058627	12/13/01	1214	0100060	3,339.50
INV	058628	12/13/01	1214	0100060	1,455.40
INV	058629	12/13/01	1214	0100060	4,053.00
INV	058667	12/18/01	1219	010	1,029.60
INV	058668	12/18/01	1219	010	4,976.00
INV	058669	12/18/01	1219	010	1,375.60
INV	058670	12/18/01	1219	010	3,195.50
INV	058671	12/18/01	1219	010	1,358.00
INV	058672	12/18/01	1219	010	6,308.00
INV	058673	12/18/01	1219	010	1,079.00
INV	058674	12/18/01	1219	010	3,048.00
INV	058675	12/18/01	1219	010	1,708.40
INV	058676	12/18/01	1219	010	4,103.50
INV	058677	12/18/01	1219	010	2,349.80
INV	058678	12/18/01	1219	010	4,592.50
INV	058679	12/18/01	1219	010	1,706.20

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INV	058680	12/18/01	1219	010	4,719.50
INV	058681	12/18/01	1219	010	1,543.20
INV	058682	12/18/01	1219	010	1,935.00
INV	058683	12/18/01	1219	010	1,782.00
INV	058684	12/18/01	1219	010	5,433.00
INV	058686	12/14/01	1217	0100060	9,540.00
INV	058687	12/14/01	1217	0100060	11,448.00
INV	058706	12/17/01	1218	0100060	6,360.00
INV	058707	12/17/01	1218	0100060	5,724.00
INV	058708	12/17/01	1218	0100060	5,724.00
INV	058709	12/17/01	1218	0100060	14,628.00
INV	058710	12/17/01	1218	0100060	6,042.00
INV	058711	12/17/01	1218	0100060	9,434.00
INV	058712	12/17/01	1218	0100060	7,738.00
INV	058713	12/17/01	1218	0100060	11,766.00
INV	058714	12/17/01	1218	0100060	8,268.00
INV	058715	12/17/01	1218	0100060	3,816.00
INV	058716	12/17/01	1218	0100060	10,176.00
INV	058717	12/17/01	1218	0100060	9,010.00
INV	056201	11/01/01	1106	060	602.00
INV	056202	11/01/01	1106	060	490.50

TOTAL DEBITS 284,858.30
 TOTAL CREDITS 0.00
 CLIENT TOTAL 284,858.30