

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS, EASTERN DIVISION

PROOF OF CLAIM
Chapter 11

In Re **Kmart Corporation, et al.**

Case Numbers **02-02462 through 02-02499**

Your claim is scheduled as follows:

Name of Debtor: (see attached for complete list of debtors)

Case Number:

Class

UNSECURED NON PRIORITY

NOTE: This form should not be used to create 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.

Amount

Name of Creditor (The person or other entity to whom the debtor owes money or property):

- Check 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 box if you have never received any notices from the bankruptcy court in this case.
- Check box if the address differs from the address on the envelope sent to you by the court.

\$425.55

11 2423494

BFC ENTERPRISES INC
1055 RIDGECREST DR
MILLERSVILLE, TN 37072

10579974

This Space is for Court Use Only

If address differs from above, please complete the following:

Creditor Name:

Telephone: #

Address:

City/St/Zip:

Account or other number by which creditor identifies debtor:

KMAR

Check here if replaces this claim amends a previously filed claim, dated _____

1. Basis for Claim

- Goods sold
- Services performed
- Money loaned
- Personal injury/wrongful death
- Taxes
- Other

- Retiree benefits as defined in 11 U.S.C. §1114(a)
- Wages, salaries, and compensation (fill out below)
Your SS #: _____
Unpaid compensation for services performed from _____ to _____
(date) (date)

2. Date debt was incurred:

5-17-00 - 01-18-01

3. If court judgment, date obtained:

4. Total Amount of Claim at Time Case Filed:

\$ 6,562.32

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below.

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 or additional charges.

5. Secured Claim.

Check this box if your claim is secured by collateral (including a right of setoff).

Brief Description of Collateral:

- Real Estate Motor Vehicle
- Other _____

Value of Collateral: \$ _____

Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____

6. Unsecured Priority Claim.

Check this box if you have an unsecured priority claim.

Amount entitled to priority \$ _____

Specify the priority of the claim:

- Wages, salaries, or commissions (up to \$4,650), 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).
- Contributions to an employee benefit plan - 11 U.S.C. §507(a)(4).
- Up to \$ 2,100 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(6).
- Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7).
- 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)(_____).

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 acknowledgment 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

RECEIVED
TRUMBULL SERVICES
COMPANY

APR 09 2002

BANKRUPTCY

#2385 4-9-02

Date 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):

4-4-02 *Wanda McClendon / Office Manager*

Invoice 85361

Customer KMAR02

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4933
 4855 SUMMIT ROAD
 RENO, NV 89503
 USA

Ship To:

SUPER K-MART #4933
 4855 SUMMIT ROAD
 RENO, NV 89503
 USA

Date		Ship Via		F.O.B.		Terms		
11/30/01		UPS				NET 60 DAYS		
Purchase Order Number			Order Date		Salesperson		Our Order Number	
FR949330180			11/30/01		RH0B		48919	
Req.	Quantity		Item Number	Description	Tax	Unit Price	Amount	
	Ship	B.O.						
1	1	0	SET444PT	6 EACH 1920-1991 PLUS EXTRAS	N	999.00	999.00	
1	1	0	SPECINS	SPECIAL HEADER	N	0.00	0.00	
1	1	0	SHIPPINGCOST	UPS Trk 1Z3120010342333425	N	26.74	26.74	
0	0	0	SHIPPINGCOST	UPS Trk 1Z3120010341923030	N	0.00	0.00	
0	0	0	SHIPPINGCOST	UPS Trk 1Z3120010342172644	N	0.00	0.00	

WE OFFER A 120 DAY MONEY BACK GUARANTEE ON ALL OF OUR PRODUCTS TO THE ORIGINAL PURCHASER WHO HAS PAID INVOICES WITHIN STATED TERMS AND HAS NOT ALTERED THE PRODUCT. AFTER 120 DAYS WE OFFER EXCHANGE ONLY.
 WE ACCEPT AMERICAN EXPRESS, DISCOVER, MASTERCARD, AND VISA
 SEE THE FULL PROGRAM OF PRODUCTS - SUCH AS KEYRINGS, MAGNETS, MEMORY CARDS, ETC. CALL CUSTOMER ASSURANCE FOR CURRENT CATALOG.

NonTaxable Subtotal	1025.74
Taxable Subtotal	0.00
Tax	0.00
Total Invoice	1025.74

Invoice 68080

Customer KMAR04

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4891
 4080 WEST SHAW AVENUE
 FRESNO, CA 93722-6220
 USA

Ship To:

K-MART #4891
 2761 JENSEN AVE.
 SANGER, CA 93657
 USA

Date		Ship Via		F.O.B.		Terms				
05/17/00		UPS				2% 10 Days Net 30				
Purchase Order Number			Order Date		Salesperson		Our Order Number			
ROGER			05/17/00		RH0A		24530			
Quantity				Item Number		Description		Tax	Unit Price	Amount
Req.	Ship	B.O.								
1	1	0		DI72PKTSPIN		72 PKTSPINNER		N	0.00	0.00
1	1	0		SET288M		288 Pages of Time Millenium		N	648.00	648.00
288	288	0		ENVN		ENVELOPES FOR NASCAR AND MILLENIUM KARDLETS		N	0.00	0.00
1	1	0		SHIPPINGCOST		UPS Trk 1Z3120010363706019		N	38.55	38.55
0	0	0		SHIPPINGCOST		UPS Trk 1Z3120010364789625		N	0.00	0.00

WE OFFER A 120 DAY MONEY BACK GUARANTEE ON ALL OF OUR PRODUCTS TO THE ORIGINAL PURCHASER WHO HAS PAID INVOICES WITHIN STATED TERMS AND HAS NOT ALTERED THE PRODUCT. AFTER 120 DAYS WE OFFER EXCHANGE ONLY.

WE ACCEPT AMERICAN EXPRESS, DISCOVER, MASTERCARD, AND VISA

SEE THE FULL PROGRAM OF PRODUCTS - SUCH AS KEYRINGS, MAGNETS, MEMORY CARDS, ETC. CALL CUSTOMER ASSURANCE FOR CURRENT CATALOG.

NonTaxable Subtotal	686.55
Taxable Subtotal	0.00
Tax	0.00
Total Invoice	686.55

Invoice 85071

Customer KMAR06

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #3974
 4080 WEST SHAW
 FRESNO, CA 93722
 USA

Ship To:

SUPER KMART #3974
 4080 WEST SHAW AVENUE
 FRESNO, CA 93722
 USA

Date		Ship Via		F.O.B.		Terms		
11/26/01		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date		Salesperson		Our Order Number	
FR39740113			11/26/01		RH0B		48613	
Req.	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount	
1	1	0	SET444PT	6 EACH 1920-1991 PLUS EXTRAS	N	999.00	999.00	
1	1	0	SPECINS	ONE SPECIAL HEADER	N	0.00	0.00	
1	1	0	SHIPPINGCOST	UPS Trk 1Z3120010342548113	N	27.09	27.09	
0	0	0	SHIPPINGCOST	UPS Trk 1Z3120010343277726	N	0.00	0.00	

WE OFFER A 120 DAY MONEY BACK GUARANTEE ON ALL OF OUR PRODUCTS TO THE ORIGINAL PURCHASER WHO HAS PAID INVOICES WITHIN STATED TERMS AND HAS NOT ALTERED THE PRODUCT. AFTER 120 DAYS WE OFFER EXCHANGE ONLY.

WE ACCEPT AMERICAN EXPRESS, DISCOVER, MASTERCARD, AND VISA

SEE THE FULL PROGRAM OF PRODUCTS - SUCH AS KEYRINGS, MAGNETS, MEMORY CARDS, ETC. CALL CUSTOMER ASSURANCE FOR CURRENT CATALOG.

NonTaxable Subtotal	1026.09
Taxable Subtotal	0.00
Tax	0.00
Total Invoice	1026.09

Invoice 72752

Customer KMAR11

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4191
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4191
 902 W SEPULVEDA
 HARBOR CITY, CA 90710
 USA

Date		Ship Via		F.O.B.		Terms		
10/25/00		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date		Salesperson		Our Order Number	
FR1024			10/25/00		RH0A		29234	
Req.	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount	
8	8	0	MPT19	Millenium Pages of Time 1919	N	2.25	18.00	
8	8	0	MPT20	Millenium Pages of Time 1920	N	2.25	18.00	
8	8	0	MPT21	Millenium Pages of Time 1921	N	2.25	18.00	
8	8	0	MPT22	Millenium Pages of Time 1922	N	2.25	18.00	
8	8	0	MPT23	Millenium Pages of Time 1923	N	2.25	18.00	
8	8	0	MPT24	Millenium Pages of Time 1924	N	2.25	18.00	
8	8	0	MPT25	Millenium Pages of Time 1925	N	2.25	18.00	
8	8	0	MPT26	Millenium Pages of Time 1926	N	2.25	18.00	
8	8	0	MPT27	Millenium Pages of Time 1927	N	2.25	18.00	
8	8	0	MPT28	Millenium Pages of Time 1928	N	2.25	18.00	
8	8	0	MPT29	Millenium Pages of Time 1929	N	2.25	18.00	
8	8	0	MPT30	Millenium Pages of Time 1930	N	2.25	18.00	
8	8	0	MPT31	Millenium Pages of Time 1931	N	2.25	18.00	
8	8	0	MPT32	Millenium Pages of Time 1932	N	2.25	18.00	
8	8	0	MPT33	Millenium Pages of Time 1933	N	2.25	18.00	
8	8	0	MPT34	Millenium Pages of Time 1934	N	2.25	18.00	
8	8	0	MPT35	Millenium Pages of Time 1935	N	2.25	18.00	

Invoice 72752

Customer KMAR11

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4191
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4191
 902 W SEPULVEDA
 HARBOR CITY, CA 90710
 USA

Date		Ship Via		F.O.B.		Terms		
10/25/00		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date		Salesperson		Our Order Number	
FR1024			10/25/00		RH0A		29234	
Req.	Quantity	B.O.	Item Number	Description	Tax	Unit Price	Amount	
	Ship							
8	8	0	MPT36	Millenium Pages of Time 1936	N	2.25	18.00	
8	8	0	MPT37	Millenium Pages of Time 1937	N	2.25	18.00	
8	8	0	MPT38	Millenium Pages of Time 1938	N	2.25	18.00	
8	8	0	MPT39	Millenium Pages of Time 1939	N	2.25	18.00	
8	8	0	MPT40	Millenium Pages of Time 1940	N	2.25	18.00	
8	8	0	MPT41	Millenium Pages of Time 1941	N	2.25	18.00	
8	8	0	MPT42	Millenium Pages of Time 1942	N	2.25	18.00	
8	8	0	MPT43	Millenium Pages of Time 1943	N	2.25	18.00	
8	8	0	MPT44	Millenium Pages of Time 1944	N	2.25	18.00	
8	8	0	MPT45	Millenium Pages of Time 1945	N	2.25	18.00	
8	8	0	MPT46	Millenium Pages of Time 1946	N	2.25	18.00	
8	8	0	MPT47	Millenium Pages of Time 1947	N	2.25	18.00	
8	8	0	MPT48	Millenium Pages of Time 1948	N	2.25	18.00	
8	8	0	MPT49	Millenium Pages of Time 1949	N	2.25	18.00	
8	8	0	MPT50	Millenium Pages of Time 1950	N	2.25	18.00	
8	8	0	MPT51	Millenium Pages of Time 1951	N	2.25	18.00	
8	8	0	MPT52	Millenium Pages of Time 1952	N	2.25	18.00	

Invoice 72752

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 1055 Ridgecrest Drive
 Millersville, TN 37072
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Telephone: 800/826-4929

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 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4191
 902 W SEPULVEDA
 HARBOR CITY, CA 90710
 USA

Date		Ship Via		F.O.B.		Terms		
10/25/00		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
FR1024			10/25/00	RHOA		29234		
Reg.	Quantity	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
8	8	8	0	MPT53	Millenium Pages of Time 1953	N	2.25	18.00
8	8	8	0	MPT54	Millenium Pages of Time 1954	N	2.25	18.00
8	8	8	0	MPT55	Millenium Pages of Time 1955	N	2.25	18.00
8	8	8	0	MPT56	Millenium Pages of Time 1956	N	2.25	18.00
8	8	8	0	MPT57	Millenium Pages of Time 1957	N	2.25	18.00
8	8	8	0	MPT58	Millenium Pages of Time 1958	N	2.25	18.00
8	8	8	0	MPT59	Millenium Pages of Time 1959	N	2.25	18.00
8	8	8	0	MPT60	Millenium Pages of Time 1960	N	2.25	18.00
8	8	8	0	MPT61	Millenium Pages of Time 1961	N	2.25	18.00
8	8	8	0	MPT62	Millenium Pages of Time 1962	N	2.25	18.00
8	8	8	0	MPT63	Millenium Pages of Time 1963	N	2.25	18.00
8	8	8	0	MPT64	Millenium Pages of Time 1964	N	2.25	18.00
8	8	8	0	MPT65	Millenium Pages of Time 1965	N	2.25	18.00
8	8	8	0	MPT66	Millenium Pages of Time 1966	N	2.25	18.00
8	8	8	0	MPT67	Millenium Pages of Time 1967	N	2.25	18.00
8	8	8	0	MPT68	Millenium Pages of Time 1968	N	2.25	18.00
8	8	8	0	MPT69	Millenium Pages of Time 1969	N	2.25	18.00

Invoice 72752

Customer KMAR11

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4191
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4191
 902 W SEPULVEDA
 HARBOR CITY, CA 90710
 USA

Date		Ship Via		F.O.B.		Terms		
10/25/00		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
FR1024			10/25/00	RHOA		29234		
Req.	Quantity	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
8	8	8	0	MPT70	Millenium Pages of Time 1970	N	2.25	18.00
8	8	8	0	MPT71	Millenium Pages of Time 1971	N	2.25	18.00
8	8	8	0	MPT72	Millenium Pages of Time 1972	N	2.25	18.00
8	8	8	0	MPT73	Millenium Pages of Time 1973	N	2.25	18.00
8	8	8	0	MPT74	Millenium Pages of Time 1974	N	2.25	18.00
8	8	8	0	MPT75	Millenium Pages of Time 1975	N	2.25	18.00
8	8	8	0	MPT76	Millenium Pages of Time 1976	N	2.25	18.00
8	8	8	0	MPT77	Millenium Pages of Time 1977	N	2.25	18.00
8	8	8	0	MPT78	Millenium Pages of Time 1978	N	2.25	18.00
8	8	8	0	MPT79	Millenium Pages of Time 1979	N	2.25	18.00
8	8	8	0	MPT80	Millenium Pages of Time 1980	N	2.25	18.00
8	8	8	0	MPT81	Millenium Pages of Time 1981	N	2.25	18.00
8	8	8	0	MPT82	Millenium Pages of Time 1982	N	2.25	18.00
8	8	8	0	MPT83	Millenium Pages of Time 1983	N	2.25	18.00
8	8	8	0	MPT84	Millenium Pages of Time 1984	N	2.25	18.00
8	8	8	0	MPT85	Millenium Pages of Time 1985	N	2.25	18.00
8	8	8	0	MPT86	Millenium Pages of Time 1986	N	2.25	18.00

Invoice 72752

Customer KMAR11

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4191
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4191
 902 W SEPULVEDA
 HARBOR CITY, CA 90710
 USA

Date		Ship Via		F.O.B.		Terms	
10/25/00		UPS				2% 10 Days Net 30	
Purchase Order Number			Order Date		Salesperson		Our Order Number
FR1024			10/25/00		RHOA		29234
Req.	Quantity	B.O.	Item Number	Description	Tax	Unit Price	Amount
	Ship						
8	8	0	MPT87	Millenium Pages of Time 1987	N	2.25	18.00
8	8	0	MPT88	Millenium Pages of Time 1988	N	2.25	18.00
8	8	0	MPT89	Millenium Pages of Time 1989	N	2.25	18.00
8	8	0	MPT90	Millenium Pages of Time 1990	N	2.25	18.00
1	1	0	DI72PKTSPIN	72 PKTSPINNER	N	0.00	0.00
216	216	0	ENVN	ENVELOPES FOR NASCAR AND MILLENIUM KARDLETS	N	0.00	0.00
1	1	0	SHIPPINGCOST	UPS Trk 1Z3120010343562391	N	46.14	46.14
0	0	0	SHIPPINGCOST	UPS Trk 1Z3120010342972002	N	0.00	0.00
0	0	0	SHIPPINGCOST	UPS Trk 1Z3120010343041613	N	0.00	0.00

WE OFFER A 120 DAY MONEY BACK GUARANTEE ON ALL OF OUR PRODUCTS TO THE ORIGINAL PURCHASER WHO HAS PAID INVOICES WITHIN STATED TERMS AND HAS NOT ALTERED THE PRODUCT. AFTER 120 DAYS WE OFFER EXCHANGE ONLY.

WE ACCEPT AMERICAN EXPRESS, DISCOVER, MASTERCARD, AND VISA

SEE THE FULL PROGRAM OF PRODUCTS - SUCH AS KEYRINGS, MAGNETS, MEMORY CARDS, ETC. CALL CUSTOMER ASSURANCE FOR CURRENT CATALOG.

NonTaxable Subtotal	1342.14
Taxable Subtotal	0.00
Tax	0.00
Total Invoice	1342.14

Invoice 73561

Customer KMAR11

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4191
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4191
 ATTN STELLA
 902 W SEPULVEDA
 HARBOR CITY, CA 90710
 USA

Date		Ship Via		F.O.B.		Terms		
11/28/00		UPS		D		2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
PC1128			11/28/00	RHOA		30113		
Req.	Quantity	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
1	1	1	0	DI72PKTSPIN	72 PKTSPINNER	N	29.70	29.70
1	1	1	0	SPECINS	SHIP 2ND DAY AIR	N	0.00	0.00

WE OFFER A 120 DAY MONEY BACK GUARANTEE ON ALL OF OUR PRODUCTS TO THE ORIGINAL PURCHASER WHO HAS PAID INVOICES WITHIN STATED TERMS AND HAS NOT ALTERED THE PRODUCT. AFTER 120 DAYS WE OFFER EXCHANGE ONLY.

WE ACCEPT AMERICAN EXPRESS, DISCOVER, MASTERCARD, AND VISA

SEE THE FULL PROGRAM OF PRODUCTS - SUCH AS KEYRINGS, MAGNETS, MEMORY CARDS, ETC. CALL CUSTOMER ASSURANCE FOR CURRENT CATALOG.

NonTaxable Subtotal	29.70
Taxable Subtotal	0.00
Tax	0.00
Total Invoice	29.70

Invoice 74155

Customer KMAR12

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4047
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4047
 ATTN: SANTIAGO
 2200 HARBOR BLVD
 COSTA MESA, CA 92627
 USA

Date		Ship Via		F.O.B.		Terms		
12/19/00		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date		Salesperson		Our Order Number	
FR121800			12/18/00		GD0A		30663	
Req.	Quantity	B.O.	Item Number	Description	Tax	Unit Price	Amount	
Ship								
2	2	0	MPT19	Millenium Pages of Time 1919	N	2.25	4.50	
1	1	0	MPT20	Millenium Pages of Time 1920	N	2.25	2.25	
3	3	0	MPT22	Millenium Pages of Time 1922	N	2.25	6.75	
1	1	0	MPT24	Millenium Pages of Time 1924	N	2.25	2.25	
1	1	0	MPT25	Millenium Pages of Time 1925	N	2.25	2.25	
2	2	0	MPT26	Millenium Pages of Time 1926	N	2.25	4.50	
2	2	0	MPT27	Millenium Pages of Time 1927	N	2.25	4.50	
3	3	0	MPT28	Millenium Pages of Time 1928	N	2.25	6.75	
2	2	0	MPT29	Millenium Pages of Time 1929	N	2.25	4.50	
3	3	0	MPT30	Millenium Pages of Time 1930	N	2.25	6.75	
3	3	0	MPT31	Millenium Pages of Time 1931	N	2.25	6.75	
2	2	0	MPT32	Millenium Pages of Time 1932	N	2.25	4.50	
2	2	0	MPT33	Millenium Pages of Time 1933	N	2.25	4.50	
3	3	0	MPT34	Millenium Pages of Time 1934	N	2.25	6.75	
2	2	0	MPT35	Millenium Pages of Time 1935	N	2.25	4.50	
3	3	0	MPT36	Millenium Pages of Time 1936	N	2.25	6.75	
7	7	0	MPT37	Millenium Pages of Time 1937	N	2.25	15.75	

(Continued)

Customer Original (Reprinted)

Invoice 74155

Customer KMAR12

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4047
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4047
 ATTN: SANTIAGO
 2200 HARBOR BLVD
 COSTA MESA, CA 92627
 USA

Date		Ship Via		F.O.B.		Terms		
12/19/00		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date		Salesperson		Our Order Number	
FR121800			12/18/00		GD0A		30663	
Req.	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount	
6	6	0	MPT38	Millenium Pages of Time 1938	N	2.25	13.50	
3	3	0	MPT39	Millenium Pages of Time 1939	N	2.25	6.75	
6	6	0	MPT40	Millenium Pages of Time 1940	N	2.25	13.50	
4	4	0	MPT41	Millenium Pages of Time 1941	N	2.25	9.00	
2	2	0	MPT42	Millenium Pages of Time 1942	N	2.25	4.50	
1	1	0	MPT43	Millenium Pages of Time 1943	N	2.25	2.25	
6	6	0	MPT44	Millenium Pages of Time 1944	N	2.25	13.50	
1	1	0	MPT45	Millenium Pages of Time 1945	N	2.25	2.25	
3	3	0	MPT46	Millenium Pages of Time 1946	N	2.25	6.75	
1	1	0	MPT47	Millenium Pages of Time 1947	N	2.25	2.25	
5	5	0	MPT48	Millenium Pages of Time 1948	N	2.25	11.25	
1	1	0	MPT49	Millenium Pages of Time 1949	N	2.25	2.25	
6	6	0	MPT50	Millenium Pages of Time 1950	N	2.25	13.50	
5	5	0	MPT51	Millenium Pages of Time 1951	N	2.25	11.25	
3	3	0	MPT52	Millenium Pages of Time 1952	N	2.25	6.75	
2	2	0	MPT53	Millenium Pages of Time 1953	N	2.25	4.50	
5	5	0	MPT54	Millenium Pages of Time 1954	N	2.25	11.25	

Invoice 74155

Customer KMAR12

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4047
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4047
 ATTN: SANTIAGO
 2200 HARBOR BLVD
 COSTA MESA, CA 92627
 USA

Date		Ship Via		F.O.B.		Terms		
12/19/00		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date		Salesperson		Our Order Number	
FR121800			12/18/00		GDOA		30663	
Req.	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount	
3	3	0	MPT55	Millenium Pages of Time 1955	N	2.25	6.75	
3	3	0	MPT57	Millenium Pages of Time 1957	N	2.25	6.75	
3	3	0	MPT58	Millenium Pages of Time 1958	N	2.25	6.75	
1	1	0	MPT59	Millenium Pages of Time 1959	N	2.25	2.25	
5	5	0	MPT60	Millenium Pages of Time 1960	N	2.25	11.25	
8	8	0	MPT61	Millenium Pages of Time 1961	N	2.25	18.00	
2	2	0	MPT62	Millenium Pages of Time 1962	N	2.25	4.50	
4	4	0	MPT63	Millenium Pages of Time 1963	N	2.25	9.00	
3	3	0	MPT64	Millenium Pages of Time 1964	N	2.25	6.75	
2	2	0	MPT65	Millenium Pages of Time 1965	N	2.25	4.50	
5	5	0	MPT66	Millenium Pages of Time 1966	N	2.25	11.25	
3	3	0	MPT67	Millenium Pages of Time 1967	N	2.25	6.75	
3	3	0	MPT68	Millenium Pages of Time 1968	N	2.25	6.75	
4	4	0	MPT69	Millenium Pages of Time 1969	N	2.25	9.00	
3	3	0	MPT70	Millenium Pages of Time 1970	N	2.25	6.75	
3	3	0	MPT71	Millenium Pages of Time 1971	N	2.25	6.75	
5	5	0	MPT72	Millenium Pages of Time 1972	N	2.25	11.25	

Invoice 74155

Customer KMAR12

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4047
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4047
 ATTN: SANTIAGO
 2200 HARBOR BLVD
 COSTA MESA, CA 92627
 USA

Date		Ship Via		F.O.B.		Terms		
12/19/00		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
FR121800			12/18/00	GD0A		30663		
Req.	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount	
2	2	0	MPT73	Millenium Pages of Time 1973	N	2.25	4.50	
4	4	0	MPT74	Millenium Pages of Time 1974	N	2.25	9.00	
3	3	0	MPT75	Millenium Pages of Time 1975	N	2.25	6.75	
4	4	0	MPT76	Millenium Pages of Time 1976	N	2.25	9.00	
3	3	0	MPT77	Millenium Pages of Time 1977	N	2.25	6.75	
2	2	0	MPT78	Millenium Pages of Time 1978	N	2.25	4.50	
2	2	0	MPT79	Millenium Pages of Time 1979	N	2.25	4.50	
4	4	0	MPT80	Millenium Pages of Time 1980	N	2.25	9.00	
1	1	0	MPT81	Millenium Pages of Time 1981	N	2.25	2.25	
4	4	0	MPT82	Millenium Pages of Time 1982	N	2.25	9.00	
3	3	0	MPT85	Millenium Pages of Time 1985	N	2.25	6.75	
1	1	0	MPT87	Millenium Pages of Time 1987	N	2.25	2.25	
3	3	0	MPT88	Millenium Pages of Time 1988	N	2.25	6.75	
3	3	0	MPT89	Millenium Pages of Time 1989	N	2.25	6.75	
1	1	0	MPT90	Millenium Pages of Time 1990	N	2.25	2.25	
3	3	0	MPT23	Millenium Pages of Time 1923	N	2.25	6.75	
205	205	0	ENVN	ENVELOPES FOR NASCAR AND MILLENIUM	N	0.00	0.00	

(Continued)

Customer Original (Reprinted)

Invoice 74155

Customer KMAR12

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4047
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4047
 ATTN: SANTIAGO
 2200 HARBOR BLVD
 COSTA MESA, CA 92627
 USA

Date		Ship Via		F.O.B.		Terms	
12/19/00		UPS				2% 10 Days Net 30	
Purchase Order Number			Order Date	Salesperson		Our Order Number	
FR121800			12/18/00	GD0A		30663	
Req.	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
1	1	0	SPECINS	KARDLETS PLEASE MAKE SURE THEY HAVE THE BIG PAGES STICKERS.	N	0.00	0.00

WE OFFER A 120 DAY MONEY BACK GUARANTEE ON ALL OF OUR PRODUCTS TO THE ORIGINAL PURCHASER WHO HAS PAID INVOICES WITHIN STATED TERMS AND HAS NOT ALTERED THE PRODUCT. AFTER 120 DAYS WE OFFER EXCHANGE ONLY.
****WE ACCEPT AMERICAN EXPRESS, DISCOVER, MASTERCARD, AND VISA****
 SEE THE FULL PROGRAM OF PRODUCTS - SUCH AS KEYRINGS, MAGNETS, MEMORY CARDS, ETC. CALL CUSTOMER ASSURANCE FOR CURRENT CATALOG.

NonTaxable Subtotal	461.25
Taxable Subtotal	0.00
Tax	0.00
Total Invoice	461.25

Invoice 74746

Customer KMAR12

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4047
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4047
 ATTN: SANTIAGO
 2200 HARBOR BLVD
 COSTA MESA, CA 92627
 USA

Date		Ship Via		F.O.B.		Terms		
01/18/01		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
FR011801			01/18/01	GDOA		31272		
Req.	Quantity	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
2	2	2	0	MPT20	Millenium Pages of Time 1920	N	2.25	4.50
6	6	6	0	MPT23	Millenium Pages of Time 1923	N	2.25	13.50
2	2	2	0	MPT38	Millenium Pages of Time 1938	N	2.25	4.50
3	3	3	0	MPT39	Millenium Pages of Time 1939	N	2.25	6.75
2	2	2	0	MPT40	Millenium Pages of Time 1940	N	2.25	4.50
4	4	4	0	MPT41	Millenium Pages of Time 1941	N	2.25	9.00
2	2	2	0	MPT42	Millenium Pages of Time 1942	N	2.25	4.50
2	2	2	0	MPT43	Millenium Pages of Time 1943	N	2.25	4.50
7	7	7	0	MPT47	Millenium Pages of Time 1947	N	2.25	15.75
1	1	1	0	MPT48	Millenium Pages of Time 1948	N	2.25	2.25
4	4	4	0	MPT49	Millenium Pages of Time 1949	N	2.25	9.00
2	2	2	0	MPT50	Millenium Pages of Time 1950	N	2.25	4.50
4	4	4	0	MPT51	Millenium Pages of Time 1951	N	2.25	9.00
4	4	4	0	MPT52	Millenium Pages of Time 1952	N	2.25	9.00
4	4	4	0	MPT53	Millenium Pages of Time 1953	N	2.25	9.00
4	4	4	0	MPT54	Millenium Pages of Time 1954	N	2.25	9.00
4	4	4	0	MPT55	Millenium Pages of Time 1955	N	2.25	9.00

Invoice 74746

Customer KMAR12

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4047
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4047
 ATTN: SANTIAGO
 2200 HARBOR BLVD
 COSTA MESA, CA 92627
 USA

Date		Ship Via		F.O.B.		Terms		
01/18/01		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date		Salesperson		Our Order Number	
FR011801			01/18/01		GD0A		31272	
Req.	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount	
5	5	0	MPT57	Millenium Pages of Time 1957	N	2.25	11.25	
4	4	0	MPT58	Millenium Pages of Time 1958	N	2.25	9.00	
6	6	0	MPT59	Millenium Pages of Time 1959	N	2.25	13.50	
4	4	0	MPT60	Millenium Pages of Time 1960	N	2.25	9.00	
5	5	0	MPT61	Millenium Pages of Time 1961	N	2.25	11.25	
5	5	0	MPT62	Millenium Pages of Time 1962	N	2.25	11.25	
3	3	0	MPT63	Millenium Pages of Time 1963	N	2.25	6.75	
4	4	0	MPT64	Millenium Pages of Time 1964	N	2.25	9.00	
4	4	0	MPT65	Millenium Pages of Time 1965	N	2.25	9.00	
4	4	0	MPT67	Millenium Pages of Time 1967	N	2.25	9.00	
6	6	0	MPT68	Millenium Pages of Time 1968	N	2.25	13.50	
6	6	0	MPT69	Millenium Pages of Time 1969	N	2.25	13.50	
8	8	0	MPT71	Millenium Pages of Time 1971	N	2.25	18.00	
2	2	0	MPT72	Millenium Pages of Time 1972	N	2.25	4.50	
2	2	0	MPT75	Millenium Pages of Time 1975	N	2.25	4.50	
4	4	0	MPT80	Millenium Pages of Time 1980	N	2.25	9.00	
2	2	0	MPT82	Millenium Pages of Time 1982	N	2.25	4.50	

Invoice 74746

Customer KMAR12

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4047
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #4047
 ATTN: SANTIAGO
 2200 HARBOR BLVD
 COSTA MESA, CA 92627
 USA

Date		Ship Via		F.O.B.		Terms		
01/18/01		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
FR011801			01/18/01	GD0A		31272		
Quantity		B.O.	Item Number	Description	Tax	Unit Price	Amount	
Req.	Ship							
4	4	0	MPT83	Millenium Pages of Time 1983	N	2.25	9.00	
135	135	0	ENVN	ENVELOPES FOR NASCAR AND MILLENIUM KARDLETS	N	0.00	0.00	
1	1	0	SHIPPINGCOST	UPS Trk 1Z3120010342808556	N	8.68	8.68	

WE OFFER A 120 DAY MONEY BACK GUARANTEE ON ALL OF OUR PRODUCTS TO THE ORIGINAL PURCHASER WHO HAS PAID INVOICES WITHIN STATED TERMS AND HAS NOT ALTERED THE PRODUCT. AFTER 120 DAYS WE OFFER EXCHANGE ONLY.
 WE ACCEPT AMERICAN EXPRESS, DISCOVER, MASTERCARD, AND VISA
 SEE THE FULL PROGRAM OF PRODUCTS - SUCH AS KEYRINGS, MAGNETS, MEMORY CARDS, ETC. CALL CUSTOMER ASSURANCE FOR CURRENT CATALOG.

NonTaxable Subtotal	312.43
Taxable Subtotal	0.00
Tax	0.00
Total Invoice	312.43

Invoice 72754

Customer KMAR13

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #9328
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #9328
 2900 BELLFLOWER BLVD
 LONG BEACH, CA 90815
 USA

Date		Ship Via		F.O.B.		Terms		
10/25/00		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date		Salesperson		Our Order Number	
FR1024			10/25/00		RH0A		29236	
Req.	Quantity	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
8	8	8	0	MPT19	Millenium Pages of Time 1919	N	2.25	18.00
8	8	8	0	MPT20	Millenium Pages of Time 1920	N	2.25	18.00
8	8	8	0	MPT21	Millenium Pages of Time 1921	N	2.25	18.00
8	8	8	0	MPT22	Millenium Pages of Time 1922	N	2.25	18.00
8	8	8	0	MPT23	Millenium Pages of Time 1923	N	2.25	18.00
8	8	8	0	MPT24	Millenium Pages of Time 1924	N	2.25	18.00
8	8	8	0	MPT25	Millenium Pages of Time 1925	N	2.25	18.00
8	8	8	0	MPT26	Millenium Pages of Time 1926	N	2.25	18.00
8	8	8	0	MPT27	Millenium Pages of Time 1927	N	2.25	18.00
8	8	8	0	MPT28	Millenium Pages of Time 1928	N	2.25	18.00
8	8	8	0	MPT29	Millenium Pages of Time 1929	N	2.25	18.00
8	8	8	0	MPT30	Millenium Pages of Time 1930	N	2.25	18.00
8	8	8	0	MPT31	Millenium Pages of Time 1931	N	2.25	18.00
8	8	8	0	MPT32	Millenium Pages of Time 1932	N	2.25	18.00
8	8	8	0	MPT33	Millenium Pages of Time 1933	N	2.25	18.00
8	8	8	0	MPT34	Millenium Pages of Time 1934	N	2.25	18.00
8	8	8	0	MPT35	Millenium Pages of Time 1935	N	2.25	18.00

Invoice 72754

Customer KMAR13

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #9328
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #9328
 2900 BELLFLOWER BLVD
 LONG BEACH, CA 90815
 USA

Date		Ship Via		F.O.B.		Terms	
10/25/00		UPS				2% 10 Days Net 30	
Purchase Order Number			Order Date	Salesperson		Our Order Number	
FR1024			10/25/00	RHOA		29236	
Req.	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
8	8	0	MPT36	Millenium Pages of Time 1936	N	2.25	18.00
8	8	0	MPT37	Millenium Pages of Time 1937	N	2.25	18.00
8	8	0	MPT38	Millenium Pages of Time 1938	N	2.25	18.00
8	8	0	MPT39	Millenium Pages of Time 1939	N	2.25	18.00
8	8	0	MPT40	Millenium Pages of Time 1940	N	2.25	18.00
8	8	0	MPT41	Millenium Pages of Time 1941	N	2.25	18.00
8	8	0	MPT42	Millenium Pages of Time 1942	N	2.25	18.00
8	8	0	MPT43	Millenium Pages of Time 1943	N	2.25	18.00
8	8	0	MPT44	Millenium Pages of Time 1944	N	2.25	18.00
8	8	0	MPT45	Millenium Pages of Time 1945	N	2.25	18.00
8	8	0	MPT46	Millenium Pages of Time 1946	N	2.25	18.00
8	8	0	MPT47	Millenium Pages of Time 1947	N	2.25	18.00
8	8	0	MPT48	Millenium Pages of Time 1948	N	2.25	18.00
8	8	0	MPT49	Millenium Pages of Time 1949	N	2.25	18.00
8	8	0	MPT50	Millenium Pages of Time 1950	N	2.25	18.00
8	8	0	MPT51	Millenium Pages of Time 1951	N	2.25	18.00
8	8	0	MPT52	Millenium Pages of Time 1952	N	2.25	18.00

Invoice 72754

Customer KMAR13

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 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

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 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #9328
 2900 BELLFLOWER BLVD
 LONG BEACH, CA 90815
 USA

Date		Ship Via		F.O.B.		Terms		
10/25/00		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
FR1024			10/25/00	RHOA		29236		
Req.	Quantity	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
8	8	8	0	MPT53	Millenium Pages of Time 1953	N	2.25	18.00
8	8	8	0	MPT54	Millenium Pages of Time 1954	N	2.25	18.00
8	8	8	0	MPT55	Millenium Pages of Time 1955	N	2.25	18.00
8	8	8	0	MPT56	Millenium Pages of Time 1956	N	2.25	18.00
8	8	8	0	MPT57	Millenium Pages of Time 1957	N	2.25	18.00
8	8	8	0	MPT58	Millenium Pages of Time 1958	N	2.25	18.00
8	8	8	0	MPT59	Millenium Pages of Time 1959	N	2.25	18.00
8	8	8	0	MPT60	Millenium Pages of Time 1960	N	2.25	18.00
8	8	8	0	MPT61	Millenium Pages of Time 1961	N	2.25	18.00
8	8	8	0	MPT62	Millenium Pages of Time 1962	N	2.25	18.00
8	8	8	0	MPT63	Millenium Pages of Time 1963	N	2.25	18.00
8	8	8	0	MPT64	Millenium Pages of Time 1964	N	2.25	18.00
8	8	8	0	MPT65	Millenium Pages of Time 1965	N	2.25	18.00
8	8	8	0	MPT66	Millenium Pages of Time 1966	N	2.25	18.00
8	8	8	0	MPT67	Millenium Pages of Time 1967	N	2.25	18.00
8	8	8	0	MPT68	Millenium Pages of Time 1968	N	2.25	18.00
8	8	8	0	MPT69	Millenium Pages of Time 1969	N	2.25	18.00

Invoice 72754

Customer KMAR13

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 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

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Bill To:

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 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #9328
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 LONG BEACH, CA 90815
 USA

Date		Ship Via		F.O.B.		Terms		
10/25/00		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
FR1024			10/25/00	RH0A		29236		
Req.	Quantity	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
8	8	8	0	MPT70	Millenium Pages of Time 1970	N	2.25	18.00
8	8	8	0	MPT71	Millenium Pages of Time 1971	N	2.25	18.00
8	8	8	0	MPT72	Millenium Pages of Time 1972	N	2.25	18.00
8	8	8	0	MPT73	Millenium Pages of Time 1973	N	2.25	18.00
8	8	8	0	MPT74	Millenium Pages of Time 1974	N	2.25	18.00
8	8	8	0	MPT75	Millenium Pages of Time 1975	N	2.25	18.00
8	8	8	0	MPT76	Millenium Pages of Time 1976	N	2.25	18.00
8	8	8	0	MPT77	Millenium Pages of Time 1977	N	2.25	18.00
8	8	8	0	MPT78	Millenium Pages of Time 1978	N	2.25	18.00
8	8	8	0	MPT79	Millenium Pages of Time 1979	N	2.25	18.00
8	8	8	0	MPT80	Millenium Pages of Time 1980	N	2.25	18.00
8	8	8	0	MPT81	Millenium Pages of Time 1981	N	2.25	18.00
8	8	8	0	MPT82	Millenium Pages of Time 1982	N	2.25	18.00
8	8	8	0	MPT83	Millenium Pages of Time 1983	N	2.25	18.00
8	8	8	0	MPT84	Millenium Pages of Time 1984	N	2.25	18.00
8	8	8	0	MPT85	Millenium Pages of Time 1985	N	2.25	18.00
8	8	8	0	MPT86	Millenium Pages of Time 1986	N	2.25	18.00

Invoice 72754

Customer KMAR13

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #9328
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #9328
 2900 BELLFLOWER BLVD
 LONG BEACH, CA 90815
 USA

Date	Ship Via	F.O.B.	Terms				
10/25/00	UPS		2% 10 Days Net 30				
Purchase Order Number	Order Date	Salesperson	Our Order Number				
FR1024	10/25/00	RHOA	29236				
Req.	Quantity	B.O.	Item Number	Description	Tax	Unit Price	Amount
	Ship						
8	8	0	MPT87	Millenium Pages of Time 1987	N	2.25	18.00
8	8	0	MPT88	Millenium Pages of Time 1988	N	2.25	18.00
8	8	0	MPT89	Millenium Pages of Time 1989	N	2.25	18.00
8	8	0	MPT90	Millenium Pages of Time 1990	N	2.25	18.00
1	1	0	DI72PKTSPIN	72 PKTSPINNER	N	0.00	0.00
216	216	0	ENVN	ENVELOPES FOR NASCAR AND MILLENIUM KARDLETS	N	0.00	0.00
1	1	0	SHIPPINGCOST	UPS Trk 1Z3120010343920057	N	46.14	46.14
0	0	0	SHIPPINGCOST	UPS Trk 1Z3120010341289664	N	0.00	0.00
0	0	0	SHIPPINGCOST	UPS Trk 1Z3120010342319272	N	0.00	0.00

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NonTaxable Subtotal	1342.14
Taxable Subtotal	0.00
Tax	0.00
Total Invoice	1342.14

Invoice 74126

Customer KMAR13

BFC Enterprises, Inc.
 1055 Ridgcrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #9328
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #9328
 ATTN: DAVID TORRES
 2900 BELLFLOWER BLVD
 LONG BEACH, CA 90815
 USA

Date		Ship Via		F.O.B.		Terms		
12/15/00		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
FR121400			12/15/00	GDOA		30642		
Req.	Quantity	B.O.	Item Number	Description	Tax	Unit Price	Amount	
	Ship							
4	4	0	MPT28	Millenium Pages of Time 1928	N	2.25	9.00	
2	2	0	MPT33	Millenium Pages of Time 1933	N	2.25	4.50	
2	2	0	MPT36	Millenium Pages of Time 1936	N	2.25	4.50	
4	4	0	MPT45	Millenium Pages of Time 1945	N	2.25	9.00	
4	4	0	MPT46	Millenium Pages of Time 1946	N	2.25	9.00	
4	4	0	MPT47	Millenium Pages of Time 1947	N	2.25	9.00	
6	6	0	MPT49	Millenium Pages of Time 1949	N	2.25	13.50	
5	5	0	MPT50	Millenium Pages of Time 1950	N	2.25	11.25	
5	5	0	MPT52	Millenium Pages of Time 1952	N	2.25	11.25	
4	4	0	MPT53	Millenium Pages of Time 1953	N	2.25	9.00	
5	5	0	MPT54	Millenium Pages of Time 1954	N	2.25	11.25	
8	8	0	MPT69	Millenium Pages of Time 1969	N	2.25	18.00	
6	6	0	MPT72	Millenium Pages of Time 1972	N	2.25	13.50	
6	6	0	MPT75	Millenium Pages of Time 1975	N	2.25	13.50	
4	4	0	MPT77	Millenium Pages of Time 1977	N	2.25	9.00	
4	4	0	MPT82	Millenium Pages of Time 1982	N	2.25	9.00	
73	73	0	ENVN	ENVELOPES FOR NASCAR AND MILLENIUM	N	0.00	0.00	

Invoice 74126

Customer KMAR13

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #9328
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

BIG KMART #9328
 ATTN: DAVID TORRES
 2900 BELLFLOWER BLVD
 LONG BEACH, CA 90815
 USA

Date		Ship Via		F.O.B.		Terms	
12/15/00		UPS				2% 10 Days Net 30	
Purchase Order Number			Order Date	Salesperson		Our Order Number	
FR121400			12/15/00	GD0A		30642	
Req.	Quantity Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
1	1	0	SHIPPINGCOST	KARDLETS UPS Trk 1Z3120010343463980	N	5.95	5.95

WE OFFER A 120 DAY MONEY BACK GUARANTEE ON ALL OF OUR PRODUCTS TO THE ORIGINAL PURCHASER WHO HAS PAID INVOICES WITHIN STATED TERMS AND HAS NOT ALTERED THE PRODUCT. AFTER 120 DAYS WE OFFER EXCHANGE ONLY.
****WE ACCEPT AMERICAN EXPRESS, DISCOVER, MASTERCARD, AND VISA****
 SEE THE FULL PROGRAM OF PRODUCTS - SUCH AS KEYRINGS, MAGNETS, MEMORY CARDS, ETC. CALL CUSTOMER ASSURANCE FOR CURRENT CATALOG.

NonTaxable Subtotal	170.20
Taxable Subtotal	0.00
Tax	0.00
Total Invoice	170.20

Invoice 85070

Customer KMAR14

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4934
 2400 WEST 29TH STREET
 GREELEY, CO 80631-8525
 USA

Ship To:

SUPER KMART #4934
 2400 WEST 29TH STREET
 GREELEY, CO 80631-8525
 USA

Date		Ship Via		F.O.B.		Terms		
11/26/01		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date		Salesperson		Our Order Number	
FR949340446			11/26/01		RHOB		48611	
Quantity		Item Number		Description		Tax	Unit Price	Amount
Req.	Ship	B.O.						
1	1	0	SET444PT	6 EACH 1920-1991 PLUS EXTRAS	N	999.00	999.00	
1	1	0	DI72PKTSPIN	72 PKTSPINNER	N	0.00	0.00	
1	1	0	SPECINS	ONE SPECIAL HEADER	N	0.00	0.00	
1	1	0	SHIPPINGCOST	UPS Trk 1Z3120010341667335	N	25.68	25.68	
0	0	0	SHIPPINGCOST	UPS Trk 1Z3120010343716948	N	0.00	0.00	
0	0	0	SHIPPINGCOST	UPS Trk 1Z3120010343426556	N	0.00	0.00	

WE OFFER A 120 DAY MONEY BACK GUARANTEE ON ALL OF OUR PRODUCTS TO THE ORIGINAL PURCHASER WHO HAS PAID INVOICES WITHIN STATED TERMS AND HAS NOT ALTERED THE PRODUCT. AFTER 120 DAYS WE OFFER EXCHANGE ONLY.

WE ACCEPT AMERICAN EXPRESS, DISCOVER, MASTERCARD, AND VISA

SEE THE FULL PROGRAM OF PRODUCTS - SUCH AS KEYRINGS, MAGNETS, MEMORY CARDS, ETC. CALL CUSTOMER ASSURANCE FOR CURRENT CATALOG.

NonTaxable Subtotal	1024.68
Taxable Subtotal	0.00
Tax	0.00
Total Invoice	1024.68

Invoice 85069

Customer KMAR15

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4918
 9401 EAST ARAPANOE ROAD
 GREENWOOD VILLAGE, CO 80112-3632
 USA

Ship To:

SUPER KMART #4918
 9401 EAST ARAPANOE ROAD
 GREENWOOD VILLAGE, CO 80112-3632
 USA

Date		Ship Via		F.O.B.		Terms		
11/26/01		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
FR94918644			11/26/01	RH0B		48609		
Req.	Quantity	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
1	1	1	0	SET444PT	6 EACH 1920-1991 PLUS EXTRAS	N	999.00	999.00
1	1	1	0	DI72PKTSPIN	72 PKTSPINNER	N	0.00	0.00
1	1	1	0	SPECINS	SPECIAL HEADER (ONE)	N	0.00	0.00
1	1	1	0	SHIPPINGCOST	UPS Trk 1Z3120010343796166	N	25.68	25.68
0	0	0	0	SHIPPINGCOST	UPS Trk 1Z3120010341825771	N	0.00	0.00
0	0	0	0	SHIPPINGCOST	UPS Trk 1Z3120010343515389	N	0.00	0.00

WE OFFER A 120 DAY MONEY BACK GUARANTEE ON ALL OF OUR PRODUCTS TO THE ORIGINAL PURCHASER WHO HAS PAID INVOICES WITHIN STATED TERMS AND HAS NOT ALTERED THE PRODUCT. AFTER 120 DAYS WE OFFER EXCHANGE ONLY.

WE ACCEPT AMERICAN EXPRESS, DISCOVER, MASTERCARD, AND VISA

SEE THE FULL PROGRAM OF PRODUCTS - SUCH AS KEYRINGS, MAGNETS, MEMORY CARDS, ETC. CALL CUSTOMER ASSURANCE FOR CURRENT CATALOG.

NonTaxable Subtotal	1024.68
Taxable Subtotal	0.00
Tax	0.00
Total Invoice	1024.68

Invoice C81850

Customer KMAR08

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4987
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

KMART #4987
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

THIS IS A CREDIT MEMO

Date		Ship Via		F.O.B.		Terms		
08/27/01		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
SENDING BACK MERCH			08/27/01	GDOE		45424		
Quantity			Item Number	Description	Tax	Unit Price	Amount	
Req.	Ship	B.O.						
	-6	0	PT1919	PAGES OF TIME 1919	N	2.25		-13.50
	-7	0	PT1920	PAGES OF TIME 1920	N	2.25		-15.75
	-5	0	PT1921	PAGES OF TIME 1921	N	2.25		-11.25
	-4	0	PT1922	PAGES OF TIME 1922	N	2.25		-9.00
	-6	0	PT1923	PAGES OF TIME 1923	N	2.25		-13.50
	-8	0	PT1924	PAGES OF TIME 1924	N	2.25		-18.00
	-9	0	PT1925	PAGES OF TIME 1925	N	2.25		-20.25
	-9	0	PT1926	PAGES OF TIME 1926	N	2.25		-20.25
	-6	0	PT1927	PAGES OF TIME 1927	N	2.25		-13.50
	-9	0	PT1928	PAGES OF TIME 1928	N	2.25		-20.25
	-5	0	PT1929	PAGES OF TIME 1929	N	2.25		-11.25
	-11	0	PT1930	PAGES OF TIME 1930	N	2.25		-24.75
	-8	0	PT1931	PAGES OF TIME 1931	N	2.25		-18.00
	-7	0	PT1932	PAGES OF TIME 1932	N	2.25		-15.75
	-8	0	PT1933	PAGES OF TIME 1933	N	2.25		-18.00
	-8	0	PT1934	PAGES OF TIME 1934	N	2.25		-18.00
	-10	0	PT1935	PAGES OF TIME 1935	N	2.25		-22.50

Invoice C81850

Customer KMAR08

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4987
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

KMART #4987
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

THIS IS A CREDIT MEMO

Date		Ship Via		F.O.B.		Terms		
08/27/01		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
SENDING BACK MERCH			08/27/01	GD0E		45424		
Req.	Quantity	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
	-6		0	PT1936	PAGES OF TIME 1936	N	2.25	-13.50
	-7		0	PT1937	PAGES OF TIME 1937	N	2.25	-15.75
	-9		0	PT1938	PAGES OF TIME 1938	N	2.25	-20.25
	-6		0	PT1939	PAGES OF TIME 1939	N	2.25	-13.50
	-11		0	PT1940	PAGES OF TIME 1940	N	2.25	-24.75
	-10		0	PT1941	PAGES OF TIME 1941	N	2.25	-22.50
	-8		0	PT1942	PAGES OF TIME 1942	N	2.25	-18.00
	-8		0	PT1943	PAGES OF TIME 1943	N	2.25	-18.00
	-4		0	PT1944	PAGES OF TIME 1944	N	2.25	-9.00
	-11		0	PT1945	PAGES OF TIME 1945	N	2.25	-24.75
	-7		0	PT1946	PAGES OF TIME 1946	N	2.25	-15.75
	-13		0	PT1947	PAGES OF TIME 1947	N	2.25	-29.25
	-8		0	PT1948	PAGES OF TIME 1948	N	2.25	-18.00
	-11		0	PT1949	PAGES OF TIME 1949	N	2.25	-24.75
	-14		0	PT1950	PAGES OF TIME 1950	N	2.25	-31.50
	-14		0	PT1951	PAGES OF TIME 1951	N	2.25	-31.50
	-9		0	PT1952	PAGES OF TIME 1952	N	2.25	-20.25

(Continued)

Customer Original (Reprinted)

Invoice C81850

Customer **KMAR08**

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4987
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

KMART #4987
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

THIS IS A CREDIT MEMO

Date		Ship Via		F.O.B.		Terms		
08/27/01		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
SENDING BACK MERCH			08/27/01	GD0E		45424		
Req.	Quantity	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
	-11		0	PT1953	PAGES OF TIME 1953	N	2.25	-24.75
	-11		0	PT1954	PAGES OF TIME 1954	N	2.25	-24.75
	-11		0	PT1955	PAGES OF TIME 1955	N	2.25	-24.75
	-8		0	PT1956	PAGES OF TIME 1956	N	2.25	-18.00
	-8		0	PT1957	PAGES OF TIME 1957	N	2.25	-18.00
	-9		0	PT1958	PAGES OF TIME 1958	N	2.25	-20.25
	-12		0	PT1959	PAGES OF TIME 1959	N	2.25	-27.00
	-13		0	PT1960	PAGES OF TIME 1960	N	2.25	-29.25
	-13		0	PT1961	PAGES OF TIME 1961	N	2.25	-29.25
	-16		0	PT1962	PAGES OF TIME 1962	N	2.25	-36.00
	-13		0	PT1963	PAGES OF TIME 1963	N	2.25	-29.25
	-13		0	PT1964	PAGES OF TIME 1964	N	2.25	-29.25
	-13		0	PT1965	PAGES OF TIME 1965	N	2.25	-29.25
	-11		0	PT1966	PAGES OF TIME 1966	N	2.25	-24.75
	-10		0	PT1967	PAGES OF TIME 1967	N	2.25	-22.50
	-11		0	PT1968	PAGES OF TIME 1968	N	2.25	-24.75
	-9		0	PT1969	PAGES OF TIME 1969	N	2.25	-20.25

Invoice C81850

Customer KMAR08

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4987
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

KMART #4987
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

THIS IS A CREDIT MEMO

Date		Ship Via		F.O.B.		Terms		
08/27/01		UPS				2% 10 Days Net 30		
Purchase Order Number			Order Date	Salesperson		Our Order Number		
SENDING BACK MERCH			08/27/01	GDOE		45424		
Reg.	Quantity	Ship	B.O.	Item Number	Description	Tax	Unit Price	Amount
	-11		0	PT1970	PAGES OF TIME 1970	N	2.25	-24.75
	-13		0	PT1971	PAGES OF TIME 1971	N	2.25	-29.25
	-8		0	PT1972	PAGES OF TIME 1972	N	2.25	-18.00
	-14		0	PT1973	PAGES OF TIME 1973	N	2.25	-31.50
	-16		0	PT1974	PAGES OF TIME 1974	N	2.25	-36.00
	-15		0	PT1975	PAGES OF TIME 1975	N	2.25	-33.75
	-15		0	PT1976	PAGES OF TIME 1976	N	2.25	-33.75
	-14		0	PT1977	PAGES OF TIME 1977	N	2.25	-31.50
	-15		0	PT1978	PAGES OF TIME 1978	N	2.25	-33.75
	-15		0	PT1979	PAGES OF TIME 1979	N	2.25	-33.75
	-13		0	PT1980	PAGES OF TIME 1980	N	2.25	-29.25
	-15		0	PT1981	PAGES OF TIME 1981	N	2.25	-33.75
	-16		0	PT1982	PAGES OF TIME 1982	N	2.25	-36.00
	-14		0	PT1983	PAGES OF TIME 1983	N	2.25	-31.50
	-13		0	PT1984	PAGES OF TIME 1984	N	2.25	-29.25
	-10		0	PT1985	PAGES OF TIME 1985	N	2.25	-22.50
	-12		0	PT1986	PAGES OF TIME 1986	N	2.25	-27.00

Invoice C81850

Customer KMAR08

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Telephone: 800/826-4929

Bill To:

KMART #4987
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Ship To:

KMART #4987
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

THIS IS A CREDIT MEMO

Date		Ship Via		F.O.B.		Terms	
08/27/01		UPS				2% 10 Days Net 30	
Purchase Order Number			Order Date		Salesperson		Our Order Number
SENDING BACK MERCH			08/27/01		GD0E		45424
Req.	Quantity	B.O.	Item Number	Description	Tax	Unit Price	Amount
Ship							
	-15	0	PT1987	PAGES OF TIME 1987	N	2.25	-33.75
	-9	0	PT1988	PAGES OF TIME 1988	N	2.25	-20.25
	-11	0	PT1989	PAGES OF TIME 1989	N	2.25	-24.75
	-7	0	PT1990	PAGES OF TIME 1990	N	2.25	-15.75
	-8	0	DAMAGEDMERCH	DAMAGED MERCHANDISE	N	2.25	-18.00
						NonTaxable Subtotal	-1694.25
						Taxable Subtotal	0.00
						Tax	0.00
						Total Invoice	-1694.25

STATEMENT OF ACCOUNT

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Statement Date	Account No.
04/04/02	KMAR03

Telephone 800/826-4929

Bill To :

KMART #4943
 3456 NORTH CARSON STREET
 CARSON CITY, NV 89706
 USA

Check No. _____
 Date Paid _____
 Amount _____

Transaction Date	Invoice Number	Description	Amount	Balance
01/01/02	_RECEIPT		-182.40	-182.40
Current	Over 0	Over 30	Over 60	Over 90
0.00	0.00	0.00	0.00	-182.40
				Total
				-182.40

Please detach and return with payment

KMART #4943
 3456 NORTH CARSON STREET
 CARSON CITY, NV 89706
 USA

Amount Enclosed

Remit To:

Pages of Time
 1055 Ridgecrest Drive
 Millersville, TN 37072 USA

Statement Date	Account No.	
04/04/02	KMAR03	
Invoice No.	Balance	X
_RECEIPT	-182.40	

STATEMENT OF ACCOUNT

BFC Enterprises, Inc.
 1055 Ridgecrest Drive
 Millersville, TN 37072
 Duns #034643346

Statement Date	Account No.
04/04/02	KMAR10

Telephone 800/826-4929

Bill To :

KMART #4424
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Check No. _____
 Date Paid _____
 Amount _____

Transaction Date	Invoice Number	Description	Amount	Balance
01/01/02	_RECEIPT		-6.63	-6.63
Current	Over 30	Over 60	Over 90	Total
0.00	0.00	0.00	0.00	-6.63

Please detach and return with payment

KMART #4424
 500 CARSON TOWN CENTER
 CARSON, CA 90745
 USA

Amount Enclosed

Remit To:

Pages of Time
 1055 Ridgecrest Drive
 Millersville, TN 37072 USA

Statement Date	Account No.	
04/04/02	KMAR10	
Invoice No.	Balance	X
_RECEIPT	-6.63	