

**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 P
PROPERTY**

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):

08 3437612

INTERNATIONAL PAVEMENT SOLUTIONS
P O BOX 10458
SAN BERNARDINO, CA 92423

- 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.

Amount

\$80,578.38

If address differs from above, please complete the following:

Creditor Name:

Address:

City/St/Zip:

Telephone: #

11713247

This Space is for Court Use
Only

Account or other number by which creditor identifies debtor:

Check here if replaces 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:
See attached

3. If court judgment, date obtained:

4. Total Amount of Claim at Time Case Filed: \$80,578.38

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.

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TRUMBULL COURT
BANKRUPTCY
APR -9 11:49
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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.

CC 2756
4/9/02

Date
4/4/02

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).

Elias Rios, Jr., Controller



**INTERNATIONAL
PAYMENT
SOLUTIONS, INC.**

BRANCH OFFICES: - Redlands - Orange County - Nevada
 - Palm Desert - San Jose - Arizona
 CA License #A/B729226 NV License #A0041881

P.O. Box 10458, San Bernardino, CA 92423-0458 - (909) 794-2101 - Fax: (909) 794-7098

S T A T E M E N T

K-MART CORPORATION
 DUN #886-879
 3100 WEST BIG BEAVER ROAD
 TROY, MI 48084

CUST-NO: 110155

STMT-DATE: 03/31/02

PE: I = INVOICE CR = CREDIT MEMO BF = BALANCE FORWARD DA = DISCOUNT
 P = PAYMENT DR = DEBIT MEMO FC = FINANCE CHARGE

IC-DATE	TYPE	JOB NAME	IPS JOB#	INVC-NO	INVOICE-AMT	CR-AMT	BALANCE
/15/01	I	K-MART #3983 COLTON	M7M536	30675	1,300.00		1,300.00
/15/01	I	K-MART #3704 ELSINORE	M7M535	30929	1,300.00		2,600.00
/15/01	I	K-MART #3983 COLTON	M7M536	30930	1,300.00		3,900.00
/15/01	I	KMART#5936 MISSION VI	M9M016	30949	800.00		4,700.00
/11/01	I	K-MART #5936	M10201	31119	4,997.00		9,697.00
/15/01	I	KMART#5936 MISSION VI	M9M016	31226	800.00		10,497.00
/15/01	I	KMART#5936 MISSION VI	M9M016	31473	800.00		11,297.00
/15/01	I	K-MART #5932 PERRIS	M7M534	31739	1,490.00		12,787.00
/10/01	P			234426		150.00	12,637.00
/15/01	I	KMART#5936 MISSION VI	M9M016	32020	800.00		13,437.00
/15/01	I	KMART #1492, BAKERSFI	P9M003	32067	450.00		13,887.00
/10/01	P			260856		275.00	13,612.00
/15/01	I	K-MART #3983 COLTON	M7M536	32312	1,300.00		14,912.00
/15/01	I	K-MART #7529 RANCHO C	M7M358	32598	1,300.00		16,212.00
/15/01	I	K-MART #3983 COLTON	M7M536	32604	1,300.00		17,512.00
/15/01	I	K-MART #7529 RANCHO C	M7M358	32864	1,300.00		18,812.00
/15/01	I	K-MART #3983 COLTON	M7M536	32870	1,300.00		20,112.00
/15/01	I	KMART#5936 MISSION VI	M9M016	32889	800.00		20,912.00
/15/01	I	KMART #1492, BAKERSFI	P9M003	32956	450.00		21,362.00
/25/01	I	K-MART #7529 RANCHO C	M7M358	33264	1,300.00		22,662.00
/25/01	I	K-MART #5932 PERRIS	M7M534	33268	1,490.00		24,152.00
/25/01	I	K-MART #3704 ELSINORE	M7M535	33269	1,300.00		25,452.00
/25/01	I	K-MART #3983 COLTON	M7M536	33270	1,300.00		26,752.00
/25/01	I	KMART#3955 COACHELA-S	M7M827	33272	275.00		27,027.00
/25/01	I	KMART#3955 COACHELA-L	M7M828	33273	275.00		27,302.00
/25/01	I	KMART #7051, SWEEPING	M8M108	33275	790.00		28,092.00
/25/01	I	KMART #7051, LANDSCAP	M8M109	33276	490.00		28,582.00
/25/01	I	KMART #5805, HESPERA-	M8M424	33277	650.00		29,232.00
/25/01	I	KMART#5936 MISSION VI	M9M016	33287	800.00		30,032.00
/25/01	I	KMART #1492, BAKERSFI	P9M003	33338	450.00		30,482.00
2/15/01	I	K-MART #7529 RANCHO C	M7M358	33461	1,300.00		31,782.00
2/15/01	I	K-MART #5932 PERRIS	M7M534	33465	1,490.00		33,272.00
2/15/01	I	K-MART #3704 ELSINORE	M7M535	33466	1,300.00		34,572.00
2/15/01	I	K-MART #3983 COLTON	M7M536	33467	1,300.00		35,872.00
2/15/01	I	KMART#3955 COACHELA-S	M7M827	33469	275.00		36,147.00
2/15/01	I	KMART#3955 COACHELA-L	M7M828	33470	275.00		36,422.00
2/15/01	I	KMART #7051, SWEEPING	M8M108	33472	790.00		37,212.00

CONTINUED



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 3100 WEST BIG BEAVER ROAD
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CUST-NO: 110155

STMT-DATE: 03/31/02

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C-DATE	TYPE	JOB NAME	IPS JOB#	INVC-NO	INVOICE-AMT	CR-AMT	BALANCE
/15/01	I	KMART #7051, LANDSCAP	M8M109	33473	490.00		37,702.00
/15/01	I	KMART #5805, HESPERA-	M8M424	33474	650.00		38,352.00
/15/01	I	KMART#5936 MISSION VI	M9M016	33486	800.00		39,152.00
/15/01	I	KMART #1492, BAKERSFI	P9M003	33558	450.00		39,602.00
/15/02	I	K-MART #7529 RANCHO C	M7M358	33743	1,300.00		40,902.00
/15/02	I	K-MART #5932 PERRIS	M7M534	33747	1,490.00		42,392.00
/15/02	I	K-MART #3704 ELSINORE	M7M535	33748	1,300.00		43,692.00
/15/02	I	K-MART #3983 COLTON	M7M536	33749	1,300.00		44,992.00
/15/02	I	KMART #7051, SWEEPING	M8M108	33752	790.00		45,782.00
/15/02	I	KMART #7051, LANDSCAP	M8M109	33753	490.00		46,272.00
/15/02	I	KMART #5805, HESPERA-	M8M424	33754	650.00		46,922.00
/15/02	I	KMART#5936 MISSION VI	M9M016	33766	800.00		47,722.00
/15/02	I	KMART #1492, BAKERSFI	P9M003	33842	450.00		48,172.00
/25/02	I	KMART #5805, HESPERA-	M8M424	34119	650.00		48,822.00
/20/02	I	KMART #7051, SWEEPING	M8M108	34342	790.00		49,612.00
/20/02	I	KMART #5805, HESPERA-	M8M424	34343	650.00		50,262.00

If you have any questions
 call us at 909-794-2101 x127

TOTAL: 50,262.00

TERMS: 31-60 DAYS 61-90 DAYS OVER 90 DAYS



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S T A T E M E N T

K-MART CORPORATION
DUN #886-879
700 S. ORANGE
WEST COVINA, CA 91790

CUST-NO: 110145

STMT-DATE: 03/31/02

PE: I = INVOICE CR = CREDIT MEMO BF = BALANCE FORWARD DA = DISCOUNT
P = PAYMENT DR = DEBIT MEMO FC = FINANCE CHARGE

C-DATE	TYPE	JOB NAME	IPS JOB#	INVC-NO	INVOICE-AMT	CR-AMT	BALANCE
/20/01	P			242526		36.42	36.42C
/15/01	I	K-MART#3513 CATHEDRAL	M7M699	32605	550.00		513.58
/09/01	P	K-MART#3513 CATHEDRAL	M7M699	313054		275.00	238.58
/15/01	I	KMART #7609, HIGHLAND	M8M795	32882	690.00		928.58
/26/01	P			326955		30.00	898.58
/25/01	I	K-MART #3124/MAIN/COR	6M0741	33254	500.00		1,398.58
/25/01	I	KMART #3235, SWEEPING	M7M496	33266	750.00		2,148.58
/25/01	I	KMART #3235, LANDSCAP	M7M497	33267	1,245.00		3,393.58
/25/01	I	K-MART#3513 CATHEDRAL	M7M699	33271	550.00		3,943.58
/25/01	I	KMART#4829, FOUNTAIN	M8M776	33278	500.00		4,443.58
/25/01	I	KMART #4037, WESTMINI	M8M779	33279	500.00		4,943.58
/25/01	I	KMART#3363, ANAHEIM	M8M780	33280	500.00		5,443.58
/25/01	I	KMART #7609, HIGHLAND	M8M795	33281	690.00		6,133.58
/25/01	I	KMART #3483, ONTARIO	M8M796	33282	500.00		6,633.58
/25/01	I	KMART #7571, PASO ROB	M8M797	33283	1,145.00		7,778.58
/25/01	I	K-MART 3704-FENCE	P1M004	33306	1,414.00		9,192.58
/25/01	I	K-MART #4789 PERRIS	P1M005	33307	1,785.00		10,977.58
/30/01	I	K-MART #4789	M10976	33365	595.00		11,572.58
/30/01	I	K-MART #3983	M10975	33366	450.00		12,022.58
/30/01	I	K-MART #5879 FACTORY	M10973	33367	800.00		12,822.58
/12/01	I	K-MART #3983 COLTON	P10152	33384	920.00		13,742.58
/15/01	I	K-MART #3124/MAIN/COR	6M0741	33451	500.00		14,242.58
/15/01	I	KMART #3235, SWEEPING	M7M496	33463	750.00		14,992.58
/15/01	I	KMART #3235, LANDSCAP	M7M497	33464	1,245.00		16,237.58
/15/01	I	K-MART#3513 CATHEDRAL	M7M699	33468	550.00		16,787.58
/15/01	I	KMART#4829, FOUNTAIN	M8M776	33476	500.00		17,287.58
/15/01	I	KMART #4037, WESTMINI	M8M779	33477	500.00		17,787.58
/15/01	I	KMART#3363, ANAHEIM	M8M780	33478	500.00		18,287.58
/15/01	I	KMART #7609, HIGHLAND	M8M795	33479	690.00		18,977.58
/15/01	I	KMART #3483, ONTARIO	M8M796	33480	500.00		19,477.58
/15/01	I	KMART #7571, PASO ROB	M8M797	33481	1,145.00		20,622.58
/15/01	I	K-MART #4789 PERRIS	P1M005	33508	1,785.00		22,407.58
/15/02	I	K-MART #3368/REDLANDS	6M0014	33694	550.00		22,957.58
/15/02	I	K-MART #7175 RIVERSID	6M0702	33721	631.30		23,588.88
/15/02	I	K-MART #3124/MAIN/COR	6M0741	33733	500.00		24,088.88
/15/02	I	KMART #3235, SWEEPING	M7M496	33745	750.00		24,838.88
/15/02	I	KMART #3235, LANDSCAP	M7M497	33746	1,245.00		26,083.88

CONTINUED



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K-MART CORPORATION
DUN #886-879
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WEST COVINA, CA 91790

CUST-NO: 110145

STMT-DATE: 03/31/02

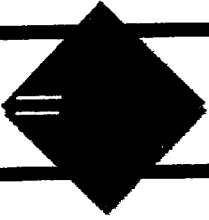
PE: I = INVOICE CR = CREDIT MEMO BF = BALANCE FORWARD DA = DISCOUNT
P = PAYMENT DR = DEBIT MEMO FC = FINANCE CHARGE

C-DATE	TYPE	JOB NAME	IPS JOB#	INVC-NO	INVOICE-AMT	CR-AMT	BALANCE
/15/02	I	K-MART#3513 CATHEDRAL	M7M699	33750	550.00		26,633.88
/15/02	I	KMART#4829, FOUNTAIN	M8M776	33756	500.00		27,133.88
/15/02	I	KMART#3363, ANAHEIM	M8M780	33758	500.00		27,633.88
/15/02	I	KMART #7609, HIGHLAND	M8M795	33759	690.00		28,323.88
/15/02	I	KMART #3483, ONTARIO	M8M796	33760	500.00		28,823.88
/15/02	I	KMART #7571, PASO ROB	M8M797	33761	1,145.00		29,968.88
/15/02	I	K-MART #4789 PERRIS	P1M005	33787	1,785.00		31,753.88
/18/02	I	K-MART LAKE ELSINORE	M20036	33862	652.50		32,406.38
/31/02	I	KMART #7785	M10377	33911	550.00		32,956.38
/31/02	I	K-MART #3363 ANAHEIM	M10696	33912	650.00		33,606.38
/15/02	I	K-MART #986FENCE/SIGN	P10159	33982	17,686.00		51,292.38
/18/02	I	K-MART	M20006	33965	840.00		52,132.38
/18/02	I	K-MART #5981	M20019	33966	1,330.00		53,462.38
/18/02	I	K-MART #9864	M11005	33967	2,760.00		56,222.38
/18/02	I	K-MART GOLETA	M10598	33969	2,390.00		58,612.38
/18/02	I	K-MART #3235	M00898	33970	2,500.00		61,112.38
/20/02	I	K-MART #7636	M20063	33983	2,500.00		63,612.38
/20/02	I	LAKE PERRIS K-MART	M20062	33984	1,010.00		64,622.38
/20/02	I	K-MART BARSTOW	M20048	33985	1,480.00		66,102.38
/25/02	I	K-MART #7175 RIVERSID	6M0702	34089	631.30		66,733.68
/25/02	I	KMART #4037, WESTMINI	M8M779	34122	500.00		67,233.68
/25/02	I	KMART #7609, HIGHLAND	M8M795	34124	690.00		67,923.68
/26/02	I	K-MART #4037	P10156	34047	750.00		68,673.68
/08/02	I	K-MART #9864 PANORAMA	M20020	34240	600.00		69,273.68
/20/02	I	KMART #3235, SWEEPING	M7M496	34340	750.00		70,023.68
/20/02	I	K-MART #9864 SWEEPING	P2M003	34410	500.00		70,523.68
/20/02	I	K-MART #3235 LANDSCAP	P2M011	34418	1,370.00		71,893.68

If you have any questions
call us at 909-794-2101 x127

TOTAL: 71,893.68

TERMS: 31-60 DAYS 61-90 DAYS OVER 90 DAYS



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April 4, 2002

K-Mart Corporation, et al.
C/O Trumbull Services, LLC
P.O. Box 426
Windsor, CT 06095

Re: International Pavement Solutions, Inc. et al. IPS Services, Inc., Proof of Claim

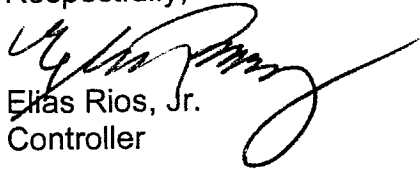
To Whom It May Concern,

International Pavement Solutions, Inc. provided the following services to K-Mart Corporation, Inc.:

- Sweeping parking lot and maintenance
- Landscaping services to open and closed facilities
- Asphalt repair and maintenance of parking lot
- Miscellaneous repairs done by vandalism

If you have any questions, please call us at 909-794-2101 ext. 133.

Respectfully,


Elias Rios, Jr.
Controller

ER/akh

"Your Complete Outdoor Maintenance Solution"