

UNITED STATES BANKRUPTCY COURT NORTHERN DISTRICT OF ILLINOIS, EASTERN DIVISION		PROOF OF CLAIM Chapter 11
In Re <i>Kmart Corporation, et al.</i>		Case Numbers 02-02462 through 02-02499
Name of Debtor: (see attached for complete list of debtors) <i>Kmart Corporation</i>		Case Number: <i>02-02474</i>
<small>NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A claim for an administrative expense may be filed pursuant to 11 U.S.C. § 502.</small>		Your claim is scheduled as follows: Class <p style="text-align: center;">NOT SCHEDULED</p> Amount <p style="text-align: center;">NOT SCHEDULED</p>
Name of Creditor (The person or other entity to whom the debtor owes money or property): <div style="text-align: right;">09 3467701</div> LEONARD, CARRIE PO BOX 192 BOUSE, AZ 85325		<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 particulars. <input checked="" type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.
If address differs from above, please complete the following: Creditor Name: _____ Telephone: # _____ Address: _____ City/St/Zip: _____		11741502 This Space is for Court Use Only
Account or other number by which creditor identifies debtor: _____		Check here if <input type="checkbox"/> replaces a previously filed claim, dated _____ <input type="checkbox"/> amends
1. Basis for Claim <input type="checkbox"/> Goods sold <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 checked="" 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: _____		3. If court judgment, date obtained: _____
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 or 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, 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 \$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). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. §507(a)(4). <input type="checkbox"/> 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). <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)(____).
7. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.		RECEIVED TRUMBULL SERVICES This Space is for Court Use Only APR -9 AM 11:22 At 2855 4/9/02
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.		
Date <i>4-3-02</i>	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): <i>Carric J. Leonard</i>	
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.		

CARRIE J LEONARD

526-84-8560



Kmart Corporation

PENSION ADVICES: Beginning with your January 1, 2001 pension payment, if your check is mailed directly to your financial institution, you will receive a pension notice. **PLEASE NOTE THIS IS NOT A CHECK AND CANNOT BE CASHED OR DEPOSITED.**

IF YOUR PENSION CHECK IS LOST: Please do not call to report a missing pension check until at least the 7th of the month. Report a lost check on or after the 7th by calling 1-800-33KMART.

ADDRESS CHANGE: See other side. Please use the Address Change portion of your check if your address changes. In general, an address change must reach our office by the 15th of the month to be changed for your next check.



Payee
CARRIE J LEONARD

Soc. Sec. No.
526-84-8560

Advice Date
04/01/02

Advice No.
0000021996

Payment For Month of	Gross Amount	Federal Deduction	State Deduction	Total Deduction	Net Payment
04/01/02	48.81	0.00	0.00	0.00	48.81

PENSION BENEFIT PAYMENT
CARRIE J LEONARD
PO BOX 192
BOUSE AZ 85325

Withholding Exemptions Claimed

Federal 000
State 000

NOT NEGOTIABLE



Kmart Corporation

NON-NEGOTIABLE

ROLLOVER AMT \$ 0.00

0000021996

DATE
04/01/02

THIS IS NOT A CHECK

PENSION BENEFIT PAYMENT

DEPOSITED TO THE ACCOUNT OF

AMOUNT
*****48.81

0000113681 UTO** ALL FOR AADC 852
CARRIE J LEONARD
PO BOX 192
BOUSE AZ 85325-0192

LIST OF DEBTORS, CASE NUMBERS AND TAX IDENTIFICATION NUMBERS:

DEBTOR	CASE NUMBER	TAX ID NUMBER
KMART CORPORATION OF ILLINOIS, INC.	02-02462	37-0916029
KMART OF INDIANA	02-02463	38-3413374
KMART OF PENNSYLVANIA LP	02-02464	38-3469157
KMART OF NORTH CAROLINA LLC	02-02465	38-3469154
KMART OF TEXAS L.P.	02-02466	38-3469160
BLUELIGHT.COM LLC	02-02467	77-0529022
BIG BEAVER OF FLORIDA DEVELOPMENT, LLC	02-02468	38-0729500
THE COOLIDGE GROUP, LLC N/K/A TC GROUP I LLC	02-02469	38-2332504
KMART MICHIGAN PROPERTY SERVICES, L.L.C.	02-02470	38-3384536
KMART FINANCING I	02-02471	38-6667809
TROY CMBS PROPERTY, L.L.C.	02-02472	38-3334610
BIG BEAVER DEVELOPMENT CORPORATION	02-02473	38-2834722
KMART CORPORATION	02-02474	38-0729500
BIG BEAVER OF GUAYNABO DEVELOPMENT CORPORATION	02-02475	38-3225644
BIG BEAVER OF CAUGUS DEVELOPMENT CORPORATION	02-02476	38-3053789
BLUELIGHT.COM, INC.	02-02477	77-0527034
KMART HOLDINGS, INC.	02-02478	38-3293882
KMART OF AMSTERDAM, NY DISTRIBUTION CENTER INC.	02-02479	38-3626487
KMART STORES OF INDIANA, INC.	02-02480	38-2831604
KMART OF MICHIGAN, INC.	02-02481	38-3551696
KMART STORES OF TNCP, INC.	02-02482	38-2305127
KMART OVERSEAS CORPORATION	02-02483	31-0972999
JAF, INC.	02-02484	38-2970528
VTA, INC.	02-02485	51-0331035
BIG BEAVER OF CAGUAS DEVELOPMENT CORP II	02-02486	38-3175257
BIG BEAVER OF CAROLINA DEVELOPMENT CORPORATION	02-02487	38-3175256
K MART PHARMACIES, INC.	02-02488	38-1978255
BUILDERS SQUARE, INC.	02-02489	74-2259917
K MART INTERNATIONAL SERVICES, INC.	02-02490	38-2331210
SOURCING & TECHNICAL SERVICES INC.	02-02491	22-3004708
KMART PHARMACIES OF MINNESOTA, INC.	02-02492	38-3351987
STI MERCHANDISING, INC.	02-02493	38-2760188
KMART CMBS FINANCING, INC.	02-02494	38-3334553
KLC, INC.	02-02495	75-2490839
PMB, INC.	02-02496	75-1371063
ILJ, INC.	02-02497	92-0132179
KBL HOLDING INC.	02-02498	26-0031295
S.F.P.R., INC.	02-02499	N/A

**UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

Notice of Chapter 11 Bankruptcy Case, Meeting of Creditors, & Deadlines

A Chapter 11 bankruptcy case concerning Kmart Corporation ("Kmart") and thirty-seven of its subsidiaries, all of which are listed on Exhibit A hereto (collectively, the "Debtors"), was filed on January 22, 2002. You may be a creditor of the Debtors. **This notice lists important deadlines.** You may want to consult an attorney to protect your rights. All documents filed in the case may be inspected at the bankruptcy clerk's office at the address listed below. NOTE: The staff of the bankruptcy clerk's office cannot give legal advice.

See Next Page For Important Explanations

Debtor: Kmart Corporation 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02474 Taxpayer ID No.: 38-0729500
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Attorney for Debtors (name and address): John Wm. Butler, Jr. J. Eric Ivester Skadden, Arps, Slate, Meagher & Flom (Illinois) 333 West Wacker Drive, Suite 2100 Chicago, IL 60606-1285	Telephone Number: (312) 407-0501
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Meeting of Creditors

Date: May 2, 2002 Time: 1:00 p.m. Location: Sheraton Chicago Hotel & Towers
 301 East North Water Street, Chicago, Illinois 60611

Deadline to File a Proof of Claim

Proofs of Claim must be *received* by the Debtors' Claims Agent, Trumbull Services, LLC, by:
July 31, 2002, 4:00 p.m. Eastern Time
 Further information concerning the filing of Proofs of Claim, including the address for the Claims Agent, is contained in the Notice of Last Date and Procedures for Filing Proofs of Claim enclosed herewith.

Creditors May Not Take Certain Actions:

The filing of the bankruptcy case automatically stays certain collection and other actions against the Debtors and the Debtors' property. If you attempt to collect a debt or take other action in violation of the Bankruptcy Code, you may be penalized.

Address of the Bankruptcy Clerk's Office:

Everett McKinley Dirksen Courthouse
 219 South Dearborn Street
 Seventh Floor
 Chicago, Illinois 60604
 Telephone number: (312) 435-5694
 Website: www.ilnb.uscourts.gov

For the Court:

Clerk of the Bankruptcy Court:
 Kenneth Gardner

Hours Open:
 9:00 am to 4:30 p.m.

Date:
 April 1, 2002

Exhibit A

Kmart Corporation 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02474 Taxpayer ID No.: 38-0729500
Kmart Corporation of Illinois, Inc. f/k/a Huck Fixture Company 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02462 Taxpayer ID No.: 37-0916029
Kmart of Indiana 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02463 Taxpayer ID No.: 38-3413374
Kmart of Pennsylvania LP 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02464 Taxpayer ID No.: 38-3469157
Kmart of North Carolina LLC 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02465 Taxpayer ID No.: 38-3469154
Kmart of Texas L.P. 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02466 Taxpayer ID No.: 38-3469160
Bluelight.com LLC 150 Post Street, Suite 670 San Francisco, CA 94108	Case Number: 02-02467 Taxpayer ID No.: 77-0529022
Big Beaver of Florida Development, LLC 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02468 Taxpayer ID No.: 38-0729500
The Coolidge Group, n/k/a, TC Group I LLC 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02469 Taxpayer ID No.: 38-2332504
Kmart Michigan Property Services, L.L.C. 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02470 Taxpayer ID No.: 38-3384536
Kmart Financing I Bank of New York (Delaware), Trustee 33 White Clay Center Newark, DE 19711	Case Number: 02-02471 Taxpayer ID No.: 38-6667809
Troy CMBS Property, L.L.C. 3100 West Big Beaver Road, Suite 132 (Tax Library) Troy, MI 48084	Case Number: 02-02472 Taxpayer ID No.: 38-3334610
Big Beaver Development Corporation 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02473 Taxpayer ID No.: 38-2834722
Big Beaver of Guaynabo Development Corporation 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02475 Taxpayer ID No.: 38-3225644
Big Beaver of Caguas Development Corporation 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02476 Taxpayer ID No.: 38-3053789
Bluelight.com, Inc. f/k/a Shop Us, Inc. 3100 West Big Beaver Road Troy, MI 48084	Case Number: 02-02477 Taxpayer ID No.: 77-0527034
Kmart Holdings, Inc. Kmart #7100 195 and Naamans Road Claymont, DE 19703	Case Number: 02-02478 Taxpayer ID No.: 38-3293882
Kmart of Amsterdam, NY Distribution Center, Inc. 30600 Telegraph Road Suite 3275 Bingham Farms, MI 48025	Case Number: 02-02479 Taxpayer ID No.: 38-3626487
Kmart Stores of Indiana, Inc. f/k/a Kmart Logistics Services, Inc. 3100 West Big Beaver Road Troy, Michigan 48084	Case Number: 02-02480 Taxpayer ID No.: 38-2831604
Kmart of Michigan, Inc. 3250 West Big Beaver Road Suite 329 Troy, MI 48084	Case Number: 02-02481 Taxpayer ID No.: 38-3551696

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

-----X
In re: : Case No. 02-02474
: (Jointly Administered)
KMART CORPORATION, et al. : Chapter 11
: Chief Judge Susan Pierson Sonderby
: Debtors :
-----X

NOTICE OF LAST DATE AND PROCEDURES FOR FILING PROOFS OF CLAIM

TO ALL PERSONS ASSERTING A CLAIM AGAINST ANY OF THE ABOVE ENTITIES :

On March 6, 2002, the United States Bankruptcy Court for the Northern District of Illinois, Eastern Division (the "Bankruptcy Court"), entered an Order in the Kmart Chapter 11 cases (the "Bar Date Order") establishing **July 31, 2002**, as the general claims bar date (the "General Bar Date"). Except as described below, the Bar Date Order requires that any Claims (as defined herein) against any of the Debtors listed on Exhibit A attached to this Bar Date Notice be filed with the claims agent appointed by the Bankruptcy Court, Trumbull Services, LLC (the "Claims Agent") by submitting a proof of claim to either of the following addresses:

If by U.S. Mail:

Kmart Corporation, et al.
c/o Trumbull Services, LLC
P.O. Box 426
Windsor, CT 06095

If by Overnight Courier or Hand Delivery:

Kmart Corporation, et al.
c/o Trumbull Services, LLC
Griffin Center
4 Griffin Road North
Windsor, CT 06095

Proofs of claim must be actually received on or before 4:00 p.m., prevailing Eastern Time, on the General Bar Date, **July 31, 2002**. Proofs of claim are deemed filed only when they are actually received by the Claims Agent, and facsimile submissions will not be accepted.

For your convenience, a proof of claim form is enclosed with this Bar Date Notice, which sets forth the amount, nature and classification of your Claim(s) as set forth in the Debtors' schedules of assets and liabilities to be filed with the Bankruptcy Court on before April 15, 2002 (the "Schedules").

ENTITIES REQUIRED TO FILE A PROOF OF CLAIM

Pursuant to the Bar Date Order, all persons or entities, including, without limitation, individuals, partnerships, corporations, estates, trusts, unions, indenture trustees, the U.S. Trustee and governmental units (individually, an "Entity"¹) holding claims against the Debtors (whether secured,

¹ Entities include, but are not limited to, the following Entities: (1) creditors whose Claims against a Debtor arose out of the rejection of executory contracts or unexpired leases by the Debtors prior to the entry of the order establishing the General Bar Date; (2) governmental units holding claims against a Debtor for unpaid taxes, whether arising from prepetition tax years or periods or

Exhibit A

KMART CORPORATION OF ILLINOIS, INC.	Case No. 02-02462
KMART OF INDIANA	Case No. 02-02463
KMART OF PENNSYLVANIA LP	Case No. 02-02464
KMART OF TEXAS L.P.	Case No. 02-02466
KMART OF NORTH CAROLINA LLC	Case No. 02-02465
BIG BEAVER OF FLORIDA DEVELOPMENT, LLC	Case No. 02-02468
BLUELIGHT.COM LLC	Case No. 02-02467
KMART MICHIGAN PROPERTY SERVICES, L.L.C.	Case No. 02-02470
THE COOLIDGE GROUP, n/k/a, TC GROUP I LLC	Case No. 02-02469
TROY CMBS PROPERTY, L.L.C.	Case No. 02-02472
KMART FINANCING I	Case No. 02-02471
KMART CORPORATION	Case No. 02-02474
BIG BEAVER DEVELOPMENT CORPORATION	Case No. 02-02473
BIG BEAVER OF CAGUAS DEVELOPMENT CORPORATION	Case No. 02-02476
BIG BEAVER OF GUAYNABO DEVELOPMENT CORPORATION	Case No. 02-02475
BLUELIGHT.COM, INC.	Case No. 02-02477
KMART HOLDINGS, INC.	Case No. 02-02478
KMART OF AMSTERDAM, NY DISTRIBUTION CENTER, INC.	Case No. 02-02479
KMART STORES OF INDIANA, INC.	Case No. 02-02480
KMART OF MICHIGAN, INC.	Case No. 02-02481
KMART STORES OF TNCP, INC.	Case No. 02-02482
KMART OVERSEAS CORPORATION	Case No. 02-02483
JAF, INC.	Case No. 02-02484
VTA, INC.	Case No. 02-02485
BIG BEAVER OF CAGUAS DEVELOPMENT CORPORATION II	Case No. 02-02486
BIG BEAVER OF CAROLINA DEVELOPMENT CORPORATION	Case No. 02-02487
K MART PHARMACIES, INC.	Case No. 02-02488
KMART PHARMACIES OF MINNESOTA, INC.	Case No. 02-02492
BUILDERS SQUARE, INC.	Case No. 02-02489
KMART CMBS FINANCING, INC.	Case No. 02-02494
K MART INTERNATIONAL SERVICES, INC.	Case No. 02-02490
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ILJ, INC.	Case No. 02-02497
STI MERCHANDISING, INC.	Case No. 02-02493
KBL HOLDING INC.	Case No. 02-02498
KLC, INC.	Case No. 02-02495
S.F.P.R., INC.	Case No. 02-02499

not limited to, claims for damages or rescission based on the purchase or sale of any such securities must file a proof of claim on or prior to the General Bar Date unless another exception set forth herein applies.

CLAIMS RELATED TO REJECTION OF EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Any Entity whose Claims arose out of the rejection of an executory contract or an unexpired lease must file a proof of claim on or before the later of: (1) the date set by the Court in the Order authorizing the rejection of such contract or lease; and (2) the General Bar Date (the "Rejection Bar Date").

CLAIMS RELATED TO AMENDMENTS TO SCHEDULES

If the Debtors amend their Schedules subsequent to the mailing and publication of this Bar Date Notice to reduce the undisputed, noncontingent and liquidated amount or to change the nature or classification of a Claim against a Debtor reflected therein, then the affected claimant shall have until the later of (1) 30 days after such claimant is served with notice that the Debtors have amended their Schedules or (2) the General Bar Date to file a proof of claim or to amend any previously filed proof of claim (the "Amended Schedule Bar Date").

CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM

Any Entity that is required to file a proof of claim, but that fails to do so in a timely manner, will be forever barred, estopped and enjoined from:

- i. asserting any Claim against any of the Debtors that such entity has that (i) is in an amount that exceeds the amount, if any, that is set forth in the Schedules, or (ii) is of a different nature or in a different classification (in either case, an "Unscheduled Claim"); and
- j. voting upon, or receiving distributions under, any plan or plans of reorganization in these chapter 11 cases in respect of an Unscheduled Claim.

If it is unclear from the Schedules whether your Claim is disputed, contingent or unliquidated as to amount or is otherwise properly listed and classified, you must file a proof of claim on or before the General Bar Date. Any Entity that relies on the Schedules bears responsibility for determining that its Claim is accurately listed therein.

FILING PROOFS OF CLAIM AGAINST OTHER DEBTORS

Any Entity asserting Claims against more than one Debtor must file a separate proof of claim with respect to each such Debtor. If more than one Debtor is listed on a form, the Debtors will treat such claim as filed against the first listed Debtor. All Entities must identify on their proof of claim the holder or holders of the Claim and the particular Debtor against which their Claim is asserted. A list of Debtors, together with their respective case numbers, is attached to this Bar Date Notice as Exhibit A. Any Claims filed in the Joint Administration Case Number (Kmart Corporation, Case No. 02-02474) shall be deemed filed only against Kmart Corporation.