

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**

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

Case Number:

Your claim is scheduled as follows
Class
NOT SCHEDULED

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.

Amount
NOT SCHEDULED

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

T ROWE PRICE RETIREMENT CUST
FBO BRUCE D JONES IRA
PO BOX 17215
OWINGS MILLS, MD 21297

12 3506841

11767263

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.

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:

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

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

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)

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS

FILED

APR 15 2002

KENNETH S. GARDNER
MAILROOM - MAIL

4-15-02

604

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
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
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 <i>received</i> 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 23 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
KMART CORPORATION, et al

Case No 02-02474
(Jointly Administered)
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
PMB, INC	Case No 02-02496
SOURCING & TECHNICAL SERVICES INC	Case No 02-02491
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

DEFINITION OF A CLAIM

For purposes of this Bar Date Notice, a "Claim" shall mean, as to or against any of the Debtors (1) any right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured, or (2) any right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured

RESERVATION OF RIGHTS

The Debtors reserve the right to (1) dispute, or to assert offsets or defenses against, any filed Claim or any Claim listed or reflected in the Schedules as to nature, amount, liability, nature, classification or otherwise, or (2) subsequently designate any Claim as disputed, contingent or unliquidated. Nothing set forth in this Bar Date Notice shall preclude the Debtors from objecting to any Claim, whether scheduled or filed, on any grounds.

ADDITIONAL INFORMATION

Additional proof of claim forms may be obtained by contacting the Claims Agent at Trumbull Services, LLC, at 4 Griffin Road North, Windsor, CT 06095, (877) 876-2705 (domestic calls), and (860) 687-7580 (international calls). The Claims Agent's website is www.trumbullbankruptcy.com. Further inquiries regarding filing a proof of claim against any of the Debtors may be directed to the Claims Agent.

Dated Chicago, Illinois
April 1, 2002

By Order of the Court

SKADDEN, ARPS, SLATE, MEAGHER & FLOM (ILLINOIS)
Attorneys for Debtors and Debtors-in-Possession
John Wm Butler, Jr (ARDC No 06209373)
J Eric Ivester (ARDC No 06215581)
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606-1285
(312) 407-0700