

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 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

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.

\$2,530.83
- 10/1/89

STEIN INDS
ACCTS REC
7135 NORTHLAND DRIVE NORTH
BROOKLYN, MN 55428

11 2424878

10580566

This Space is for Court Use Only

If address differs from above, please complete the following:

Creditor Name: *Carlson Airflo Merchandising* Telephone: # *763 504 3500 x230*

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:

\$ *4013.89*

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.

FILED
UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
APR 12 2002
KENNETH G. GARDNER
MATT ROOM 2 MM

Date
4/8/2002

Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):

Allen Levy Allen Levy Corp Credit Manager

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.

6451 SM 4-12-02

0 • C

#82625	871 • 63 +
#80170	543 • 13 +
#80331	855 • 79 +
#80404	1,131 • 91 +
#80577	467 • 38 +
#81263	144 • 05 +
	4,013 • 89 *

0 • C

0 • C



Carlson AirFlo Merchandising Systems

A Division of Stein Industries, Inc.
7135 Northland Drive North
Brooklyn Park, MN 55428-1514

I N V O I C E

Phone: 763/504-3570 • FAX: 763/531-8291 • Toll-Free: 800/999-9399
e-mail:info@carlson-airflo.com

Invoice: 82625
Invoice Date: 01/15/02
Print Date: 04/08/02

Page: 1

Bill To : S932201

Ship To : KMAR11

SUPER K-MART
ATTN: ACCOUNTS PAYABLE
6780 W. WASHINGTON STREET
INDIANAPOLIS, IN 46241

SUPER K-MART
6780 W. WASHINGTON ST.
INDIANAPOLIS, IN 46241
USA

P.O. DARRELLE HANVOLD

Credit Terms NET 30 DAYS
TYLER N3Mg12 CASE
MARK ALL CARTONS FOR MEAT DEPT.
SHIPMENT MUST INCLUDE INSTALLATION GUIDE

Table with 7 columns: Item Number, UM, Shipped, Backorder, Tax, Price, Ext Price. Rows include items like X37329B (3/29 FLEX-ZEE ONE PIECE RACK), X3EXT36B (3.6' RACK EXTENSION), X58MB (ONE PIECE RACK MOUNTING), X42FF23B (2/3 FULL FLEX HORIZONTAL DIVIDER), and M1024B (MODIFIED 30 2/3 VERT FLEX DIV TO 29 LONG BLK).

*** CONTINUED ***



Carlson AirFlo Merchandising Systems

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7135 Northland Drive North
Brooklyn Park, MN 55428-1514

I N V O I C E

Phone: 763/504-3570 • FAX: 763/531-8291 • Toll-Free: 800/999-9399
e-mail: info@carlson-airflo.com

Invoice: 82625
Invoice Date: 01/15/02 Page: 2
Print Date: 04/08/02

Item Number	UM	Shipped	Backorder	Tax	Price	Ext Price
M1024B		***Cont***				

* * * D U P L I C A T E * * *

Sales Order: 85778 Order Date: 01/15/02 Ship Date: 01/15/02
Salesperson(s):: 99
Ship Via: AMERICAN FOB Point: SHIPPING POINT
BOL: 11899506-9 Resale:
Remarks: ATTN: MEAT DEPT

Non-Taxable: 88.00	Currency: USD	Line Total:	746.31
Taxable: 746.31	0.00%	Discount:	0.00
Tax Date: 01/15/02		SERVICE 10 :	0.00
		FREIGHT 20 :	88.00
		RESTOCKING 40 :	0.00
1 5.000%	2 0.000%	3 0.000%	Total Tax: 37.32
746.31	746.31	746.31	Total: 871.63
37.32	0.00	0.00	

PLEASE REMIT PAYMENT TO :

N W 7334
P.O. BOX 1450
MINNEAPOLIS, MN 55485-7334

TOTAL => 871.63



Carlson AirFlo Merchandising Systems

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7135 Northland Drive North
Brooklyn Park, MN 55428-1514

I N V O I C E

Phone: 763/504-3570 • FAX: 763/531-8291 • Toll-Free: 800/999-9399
e-mail: info@carlson-airflo.com

Invoice: 80170
Invoice Date: 08/24/01
Print Date: 04/08/02

Page: 1

Bill To : K205901

Ship To : KMAR4

K-MART CORP
ATTN: ACCOUNTS PAYABLE
PO BOX 5003
TROY, MI 48007
USA

SUPER K-MART
2701 HWY 75 NORTH
SHERMAN, TX 75090
USA

P.O. 1001

Credit Terms NET 30 DAYS

****TYLER****

MUST USE THE LONG ALUMINUM PINS
PIN FRONT AND BACK

Table with columns: Item Number, UM, Shipped, Backorder, Tax, Price, Ext Price. Rows include items like X37329B (3/29 FLEX-ZEE ONE PIECE RACK), X3EXT36B (3.6' RACK EXTENSION), X42FF23B (2/3 FULL FLEX HORIZONTAL DIVIDER), and X42V2F29B.

*** CONTINUED ***



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Brooklyn Park, MN 55428-1514

I N V O I C E

Phone: 763/504-3570 • FAX: 763/531-8291 • Toll-Free: 800/999-9399
e-mail: info@carlson-airflo.com

Invoice: 80170
Invoice Date: 08/24/01 Page: 2
Print Date: 04/08/02

Table with columns: Item Number, UM, Shipped, Backorder, Tax, Price, Ext Price. Row 1: X42V2F29B, 29' 2/3 VERTICAL FLEX DI, ---REVISION B 4/3/98---, BLACK.

* * * D U P L I C A T E * * *

Sales Order: 83486 Order Date: 08/23/01 Ship Date: 08/24/01
Salesperson(s)::
Ship Via: UPS FOB Point: SHIPPING POINT
BOL: 0342970383 Resale:
Remarks: ATTN: MEAT DEPT./L. LYNCH

Summary table with columns: Non-Taxable, Taxable, Tax Date, Currency, Line Total, Discount, SERVICE, FREIGHT, RESTOCKING, Total Tax, Total.

PLEASE REMIT PAYMENT TO :
N W 7334
P.O. BOX 1450
MINNEAPOLIS, MN 55485-7334

TOTAL => 543.13



Carlson AirFlo Merchandising Systems

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7135 Northland Drive North
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I N V O I C E

Phone: 763/504-3570 • FAX: 763/531-8291 • Toll-Free: 800/999-9399
e-mail: info@carlson-airflo.com

Invoice: 80331
Invoice Date: 09/05/01
Print Date: 04/08/02

Page: 1

Bill To : K205901

Ship To : 9852KM

K-MART CORP
ATTN: ACCOUNTS PAYABLE
PO BOX 5003
TROY, MI 48007
USA

SUPER KMART
597 BEASTLY RD
JACKSON, MS 39206
USA

P.O. SEA1002

Credit Terms NET 30 DAYS
K/W CASE ***PIN FRONT ONLY***
USE LONG ALUMINUM PINS

Table with columns: Item Number, UM, Shipped, Backorder, Tax, Price, Ext Price. Rows include items like X37329B (3/29 FLEX-ZEE ONE PIECE RACK), X3EXT15B (1.5' RACK EXTENSION), X58MB (ONE PIECE RACK MOUNTING), and X42FF23B (2/3 FULL FLEX HORIZONTAL DIVIDER).

*** CONTINUED ***



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I N V O I C E

Phone: 763/504-3570 • FAX: 763/531-8291 • Toll-Free: 800/999-9399
e-mail: info@carlson-airflo.com

Invoice: 80331
Invoice Date: 09/05/01 Page: 2
Print Date: 04/08/02

Table with columns: Item Number, UM, Shipped, Backorder, Tax, Price, Ext Price. Includes items X42FF23B (POWDERCOAT BLACK) and X42V2F29B (29' 2/3 VERTICAL FLEX DI).

* * * D U P L I C A T E * * *

Sales Order: 83676 Order Date: 09/05/01 Ship Date: 09/05/01
Salesperson(s):: 99
Ship Via: ACT BOL: 14774410 FOB Point: SHIPPING POINT
Remarks: ATTN: PRODUCE DEPT Resale:

Summary table with columns: Non-Taxable, Taxable, Tax Date, Currency, Line Total, Discount, SERVICE, FREIGHT, RESTOCKING, Total Tax, Total. Values include 0.00, 799.80, 09/05/01, USD, 708.28, 0.00, 0.00, 91.52, 0.00, 55.99, 855.79.

PLEASE REMIT PAYMENT TO :
N W 7334
P.O. BOX 1450
MINNEAPOLIS, MN 55485-7334

TOTAL => 855.79



Carlson AirFlo Merchandising Systems

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7135 Northland Drive North
Brooklyn Park, MN 55428-1514

I N V O I C E

Phone: 763/504-3570 • FAX: 763/531-8291 • Toll-Free: 800/999-9399
e-mail: info@carlson-airflo.com

Invoice: 80404
Invoice Date: 09/10/01
Print Date: 04/08/02

Page: 1

Bill To : K205901

K-MART CORP
ATTN: ACCOUNTS PAYABLE
PO BOX 5003
TROY, MI 48007
USA

Ship To : 4982KM

SUPER KMART #4982
33201 VAN DYKE
STERLING HEIGHTS, MI 48312
USA

P.O. STEVE CRAWFORD

Credit Terms NET 30 DAYS
PIN FRONT ONLY TYLER
USE LONG ALUM PINS ONLY

Item Number	UM	Shipped	Backorder	Tax	Price	Ext Price
X37329B 3/29 FLEX-ZEE ONE PIECE RACK --REVISION G 6/19/00-- BLACK	EA	6.0	0.0	yes	53.94	323.64
X3EXT36B 3.6' RACK EXTENSION ATTACH TO ABOVE RACK WIT 1' TRUSS BOLTS & KEPS NUTS --REVISION D 5/11/98-- BLACK	EA	6.0	0.0	yes	0.00	0.00
X42V2F29B 29' 2/3 VERTICAL FLEX DI --REVISION B 4/3/98-- BLACK	EA	8.0	0.0	yes	10.43	83.44
X42FF23B 2/3 FULL FLEX HORIZONTAL	EA	30.0	0.0	yes	10.98	329.40

*** CONTINUED ***



Carlson Airflo Merchandising Systems

A Division of Stein Industries, Inc.
7135 Northland Drive North
Brooklyn Park, MN 55428-1514

I N V O I C E

Phone: 763/504-3570 • FAX: 763/531-8291 • Toll-Free: 800/999-9399
e-mail: info@carlson-airflo.com

Invoice: 80404
Invoice Date: 09/10/01 Page: 2
Print Date: 04/08/02

Table with columns: Item Number, UM, Shipped, Backorder, Tax, Price, Ext Price. Includes items X42FF23B DIVIDER and X58MB ONE PIECE RACK MOUNTING.

* * * D U P L I C A T E * * *

Sales Order: 83730 Order Date: 09/07/01 Ship Date: 09/10/01
Salesperson(s):: 99
Ship Via: UPS RED FOB Point: SHIPPING POINT
BOL: 0142384976 Resale:
Remarks: ATTN: MEAT DEPT.

Non-Taxable: 303.00 Currency: USD Line Total: 781.99
Taxable: 781.99 0.00% Discount: 0.00
Tax Date: 09/10/01 SERVICE 10 : 0.00
FREIGHT 20 : 303.00
RESTOCKING 40 : 0.00
1 6.000% 2 0.000% 3 0.000% Total Tax: 46.92
781.99 781.99 781.99 Total: 1,131.91
46.92 0.00 0.00

PLEASE REMIT PAYMENT TO :

N W 7334
P.O. BOX 1450
MINNEAPOLIS, MN 55485-7334

TOTAL => 1,131.91



Carlson Airflo Merchandising Systems

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I N V O I C E

Phone: 763/504-3570 • FAX: 763/531-8291 • Toll-Free: 800/999-9399
e-mail: info@carlson-airflo.com

Invoice: 80577
Invoice Date: 09/18/01
Print Date: 04/08/02

Page: 1

Bill To : K205901

Ship To : 9852KM

K-MART CORP
ATTN: ACCOUNTS PAYABLE
PO BOX 5003
TROY, MI 48007
USA

SUPER KMART
597 BEASTLY RD
JACKSON, MS 39206
USA

P.O. SEA1002

Credit Terms NET 30 DAYS

Table with columns: Item Number, UM, Shipped, Backorder, Tax, Price, Ext Price. Includes items like X593M115B (11.5' MEZZANINE SHELF) and X59F0B2 (1.5' x 47.75' RS FENCE).

*** CONTINUED ***



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7135 Northland Drive North
Brooklyn Park, MN 55428-1514

I N V O I C E

Phone: 763/504-3570 • FAX: 763/531-8291 • Toll-Free: 800/999-9399
e-mail: info@carlson-airflo.com

Invoice: 80577
Invoice Date: 09/18/01
Print Date: 04/08/02

Page: 2

* * * D U P L I C A T E * * *

Sales Order: 83937 Order Date: 09/18/01 Ship Date: 09/18/01
Salesperson(s):: 99
Ship Via: UPS RED FOB Point: SHIPPING POINT
BOL: 0141266793 Resale:
Remarks: ATTN: STEVE CRAWFORD

Non-Taxable: 0.00	Currency: USD	Line Total:	294.30
Taxable: 436.80	0.00%	Discount:	0.00
Tax Date: 09/18/01		SERVICE 11 :	0.00
		FREIGHT 21 :	142.50
		RESTOCKING 41 :	0.00
1 7.000%	2 0.000%	3 0.000%	Total Tax: 30.58
436.80	436.80	436.80	Total: 467.38
30.58	0.00	0.00	

PLEASE REMIT PAYMENT TO :
N W 7334
P.O. BOX 1450
MINNEAPOLIS, MN 55485-7334

TOTAL => 467.38



Carlson AirFlo Merchandising Systems

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Brooklyn Park, MN 55428-1514

I N V O I C E

Phone: 763/504-3570 • FAX: 763/531-8291 • Toll-Free: 800/999-9399
e-mail: info@carlson-airflo.com

Invoice: 81263
Invoice Date: 10/11/01
Print Date: 04/08/02

Page: 2

* * * D U P L I C A T E * * *

Sales Order: 84541 Order Date: 10/10/01 Ship Date: 10/11/01
Salesperson(s) :: 99
Ship Via: UPS FOB Point: SHIPPING POINT
BOL: 0342765800 Resale:
Remarks: ATTN: PRODUCE DEPT

Non-Taxable: 15.47 Currency: USD Line Total: 121.30
Taxable: 121.30 0.00% Discount: 0.00
Tax Date: 10/11/01 SERVICE 10 : 0.00
FREIGHT 20 : 15.47
RESTOCKING 40 : 0.00
1 6.000% 2 0.000% 3 0.000% Total Tax: 7.28
121.30 121.30 121.30 Total: 144.05
7.28 0.00 0.00

PLEASE REMIT PAYMENT TO :
N W 7334
P.O. BOX 1450
MINNEAPOLIS, MN 55485-7334

TOTAL => 144.05



Carlson AirFlo Merchandising Systems

A Division of Stein Industries, Inc.
7135 Northland Drive North
Brooklyn Park, MN 55428-1514

I N V O I C E

Phone: 763/504-3570 • FAX: 763/531-8291 • Toll-Free: 800/999-9399
e-mail: info@carlson-airflo.com

Invoice: 81263
Invoice Date: 10/11/01
Print Date: 04/08/02

Page: 1

Bill To : K206001

Ship To : KMAR6

K-MART #4794
ATTN: ACCOUNTS PAYABLE
3500 JOSLYN ROAD
AUBURN HILLS, MI 48326

KMART
3500 JOSLYN ROAD
AUBURN HILLS, MI 48326
USA

P.O. STEVE CRAWFORD

Credit Terms NET 30 DAYS
TYLER

Item Number	UM	Shipped	Backorder	Tax	Price	Ext Price
X592CTM115B 11.5' CRITICAL TEMP MEZZ SHELF W/2 POSITION BRACK	EA	2.0	0.0	yes	60.65	121.30
X59F0B2 1.5' x 47.75' RS FENCE H AND 1.25' x 47.75' PTM	EA	2.0	0.0	yes	0.00	0.00
R10446 47.8125 PLEX FENCE NON-F W/SLOTS 3/16 X 3.5 X 47.	EA	2.0	0.0	yes	0.00	0.00

*** CONTINUED ***



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I N V O I C E

Phone: 763/504-3570 • FAX: 763/531-8291 • Toll-Free: 800/999-9399
e-mail: info@carlson-airflo.com

Invoice: 81263
Invoice Date: 10/11/01
Print Date: 04/08/02

Page: 2

* * * D U P L I C A T E * * *

Sales Order: 84541 Order Date: 10/10/01 Ship Date: 10/11/01
Salesperson(s):: 99
Ship Via: UPS BOL: 0342765800 FOB Point: SHIPPING POINT
Remarks: ATTN: PRODUCE DEPT Resale:

Non-Taxable: 15.47 Currency: USD Line Total: 121.30
Taxable: 121.30 0.00% Discount: 0.00
Tax Date: 10/11/01 SERVICE 10 : 0.00
FREIGHT 20 : 15.47
RESTOCKING 40 : 0.00
1 6.000% 2 0.000% 3 0.000% Total Tax: 7.28
121.30 121.30 121.30 Total: 144.05
7.28 0.00 0.00

PLEASE REMIT PAYMENT TO :

N W 7334
P.O. BOX 1450
MINNEAPOLIS, MN 55485-7334

TOTAL --> 144.05