

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

In re:)	Chapter 11 Reorganization
)	
KMART CORPORATION, et al.,)	Case No. 02 B 02474
)	(Jointly Administered)
Debtors.)	
)	The Honorable Susan Pierson Sonderby,
)	Presiding.
)	
)	Hearing: July 15, 2009, at 10:30 a.m. CST

AGREED ORDER

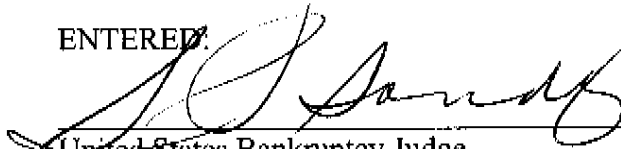
Upon consideration of the Joint Motion for Entry of Agreed Order (the "Motion"),¹ it appearing that this Court has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 157 and 1134; it appearing that this Motion is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); due and sufficient notice of the Motion having been given to the parties in interest; the relief requested being warranted under the circumstances; and after due deliberation and sufficient cause appearing therefor;

IT IS HEREBY ORDERED THAT:

1. Any future distributions under the Plan to be made on account of the Claims shall be made to CAPCO.

Dated: July 20, 2009

ENTERED:



United States Bankruptcy Judge

¹ All capitalized terms not otherwise defined herein shall herein have those meanings as are ascribed to them in the Motion and are intended to be understood as therein defined.

JENNER & BLOCK LLP

By: /s/ Ronald R. Peterson

Ronald R. Peterson
Jenner & Block LLP
330 N. Wabash Avenue
Chicago, Illinois 60611
Phone: (312) 222-9350
Fax: (312) 840-7381

COUNSEL FOR LENNAR PARTNERS, INC.

ARNSTEIN & LEHR LLP

By: /s/ David A. Golin

David A. Golin
Michael L. Gecas
Arnstein & Lehr LLP
120 S. Riverside Plaza, Suite 1200
Chicago, Illinois 60606-3910
Phone: (312) 876-7100
Fax: (312) 876-0288

Gerald B. Mullin
GERALD B. MULLIN, PC
55 East Monroe Street, Suite 3420
Chicago, Illinois 60603
Phone: (312) 229-6800
Fax: (312) 229-5999

COUNSEL FOR MILTON VENTURES
LIMITED PARTNERSHIP, MOSHE
SHALTIEL, and SIMONE SARAGOSI

WILLIAM L. KABAKER & ASSOCIATES
PC

By: /s/ William L. Kabaker

William L. Kabaker
William L. Kabaker & Associates PC
180 N. LaSalle St., Suite 2420
Chicago, Illinois 60601
Phone: (312) 994-8886
Fax: (312) 327-7611

COUNSEL FOR RICHARD KUSHNIR