# EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF INDIANA
INDIANAPOLIS DIVISION

| | | |
|---|---|---|
| In re: | ) | Chapter 11 |
| | ) | |
| Kiel Bros. Oil Company, Inc., and | ) | Case No. 04-11121-BHL-11 |
| KP Oil, Inc. | ) | Case No. 04-11167-FJO-11 |
| | ) | |
| Debtors. | ) | Jointly Administered under |
| | ) | Case No. 04-11121-BHL-11[1] |

NOTICE OF CURE AMOUNT (AUCTION PROPERTIES)

Kiel Bros. Oil Company, Inc. ("Kiel"), and KP Oil, Inc. ("KP"), the above-captioned debtors and debtors in possession (collectively, the "Debtors"), pursuant to that certain Motion To Approve Sale Of Properties Upon Accepted Bids and that certain Motion To Approve Sale Of "Open Properties" Upon Accepted Bids (the "Sale Motions"), do hereby file this Notice of Cure Amount (Auction Properties), which the Debtors are serving upon the counterparties to certain executory contracts and unexpired leases (the "Section 365 Contracts") which a Winning Bidder (as defined in the respective Sale Motions) may ask the Debtors to assume, and assign to the Winning Bidder.

This Notice of Cure Amount is served upon all counterparties to the Section 365 Contracts. **If the recipient of this Notice is a party to a Section 365 Contract, its rights may**

[1] On June 15, 2004, the Court entered an Order Granting Motion for Joint Administration of Kiel Bros. Oil Company, Inc. ("Kiel Bros.") (Case No. 04-92128-BHL-11) and KP Oil, Inc. ("KP") (Case No. 04-92129-BHL-11) under Case No. 04-92128-BHL-11. The Kiel Bros. and KP bankruptcy cases (the "Cases") were filed in the New Albany Division of the United States Bankruptcy Court for the Southern District of Indiana. On June 17, 2004, by order of the Court, the Cases were transferred to the Indianapolis Division. Kiel Bros. has been assigned a new case number of 04-11121-BHL-11 and KP has been assigned a new case number of 04-11167-FJO-11 and the Cases are jointly administered under 04-11121-BHL-11.

**be affected, and the recipient should carefully review the contents of this Notice and the Exhibit attached hereto.**

Exhibit A to this Notice identifies each Section 365 Contract which may potentially be assumed by the Debtors and assigned to a Winning Bidder. Not every Section 365 Contract on Exhibit A may ultimately be assumed by the Debtors and assigned to A Winning Bidder.

Exhibit A sets forth the amounts which the Debtors believe have not been paid as of the date of this Notice and which, when paid, will bring the Debtors current with respect to their monetary obligations under the Section 365 Contracts (the "Cure Amount"). The Debtors expect to pay when due all amounts owing under the Section 365 Contracts from the date of this Notice through the date of a closing of the transaction contemplated with a Winning Bidder.

If a party listed on Exhibit A objects to the assumption or assignment of its Section 365 Contract, or to the Cure Amount set forth on the Exhibit A, that party must file and serve upon the Service Parties (as defined and identified below) an objection on or before November 2, 2004 (the "Cure Objection Deadline"). Any objection to the Cure Amount must state with specificity what cure the party to the Section 365 Contract believes is required, with appropriate documentation in support thereof. If no objection is timely received, the Cure Amount set forth on Exhibit A shall be controlling notwithstanding anything to the contrary in any Section 365 Contract or other document, subject to the obligation of the Debtors to pay such additional amounts that may become due between the date of this Notice and the date of assumption and assignment, the non-debtor party to the Section 365 Contract shall be forever barred from asserting any other claim against the Debtors, A Winning Bidder or any other party that may submit a higher or better bid, as to the Section 365 Contract, and the non-debtor party

shall be deemed to have consented to the assumption and assignment of the Section 365 Contract.

Any objection filed by a non-debtor party to a Section 365 Contract must be served, so as to be received no later than 1:00 p.m. Eastern Standard Time on November 2, 2004, on the following (collectively, the "Service Parties"): (i) counsel for the Debtors, Baker & Daniels, Attn: Jay Jaffe, 600 East 96th Street, Suite 600, Indianapolis, Indiana 46240; (ii) the Office of the United States Trustee; (iii) counsel for the official unsecured creditors committee, Jeff Hokanson, Ice Miller, One American Square, Box 82001, Indianapolis, Indiana 46282-0002; and (iv) counsel to National City Bank, George Hopper, Hopper & Blackwell, P.C., Bank One Center, 111 Monument Circle, Suite 452, Indianapolis, Indiana 46204.

Any party with questions regarding this Notice should feel free to contact one of the following attorneys for the Debtors at the phone number indicated:

Jay Jaffe, 317-569-9600;
John Fleming, 317-569-9600;
Terry Hall, 317-237-0300

Respectfully submitted,

BAKER & DANIELS

By: _____

Attorneys for the Debtor

Jay Jaffe (#5037-98)
John F. W. Fleming (#24182-49)
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Indianapolis, Indiana 46240
Telephone: (317) 569-9600
Facsimile: (317) 569-4800

Terry E. Hall (#22041-49)
300 North Meridian Street, Suite 2700
Indianapolis, Indiana 46204
Telephone: (317) 237-0300
Facsimile: (317) 237-1000

## CERTIFICATE OF SERVICE

The undersigned hereby certifies that the foregoing was served this 29th day of October, 2004 by facsimile and/or overnight delivery on the following:

Lessors under equipment leases and real property leases identified on Exhibit A

Counsel of record

U.S. Trustee

Counsel to National City Bank

Counsel to Unsecured Creditors Committee

**Kiel Bros. Oil Company, Inc. and KP Oil, Inc.**
Cure Amounts of Auction Locations
(in $s)

| Store # | Lessor | Contact | Address | Cure Amount As of 11/24/04 (1) |
|---|---|---|---|---|
| C-204 | Country Fancy, Inc. | Earl Hanson | 103 Angla Crt Salem IN 47165 | $ - |
| C-148 | Elizabeth Development Co., Inc. | Mr. Brandy | 7346 Beechmont Ave Cincinnati OH 45230 | $ 714 |
| C-48 | Hilger Fox and Hilger | Hilger Fox and Hilger | PO Box 1017 Columbus IN 47202 | $ 1,811 |
| C-179 | John Padgett | John Padgett | Box 295 Paoli IN 47454 | $ 828 |
| C-294 | Joseph & Rita Goldstein | Joseph Goldstein | 105 Laurel Dr Bardstown, KY 40004 | $ 3,380 |
| C-261 | Marathon-Ashland LLC | Trisha | 539 South Main St. Findlay OH 45840 | $ 907 |
| C-64 | Russell Craig Dunn | Russell Craig Dunn | 1208 Taborlake Dr. Lexington Ky 40502 | $ - |
| C-284 | Senninger Bros. Inc. | Robert Fagan | 7920 Feganbush Lane Louisville KY 40228 | $ - |
| | | | Total Cure Amounts | $ 7,640 |

(1) Assumes November, 2004 rent payments having been made.



Exhibit A