

THIS MOTION SEEKS TO REJECT CERTAIN UNEXPIRED LEASES AND SUBLEASES OF NONRESIDENTIAL REAL PROPERTY. PARTIES RECEIVING THIS OMNIBUS MOTION SHOULD REVIEW THE MOTION TO SEE IF THEIR NAME(S) AND/OR LEASE(S) ARE SET FORTH IN THE MOTION AND/OR THE EXHIBITS ATTACHED THERETO TO DETERMINE WHETHER THE MOTION AFFECTS THEIR LEASE(S).

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X		
In re	:	
	:	Chapter 11
SEARS HOLDINGS CORPORATION, et al.,	:	
	:	Case No. 18-_____ (RDD)
	:	
Debtors.¹	:	(Joint Administration Requested)
-----X		

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

**OMNIBUS MOTION OF DEBTORS TO REJECT CERTAIN
UNEXPIRED LEASES AND RELATED SUBLEASES OF NONRESIDENTIAL REAL
PROPERTY AND ABANDONMENT OF PROPERTY IN CONNECTION THEREWITH**

TO THE HONORABLE ROBERT D. DRAIN,
UNITED STATES BANKRUPTCY JUDGE:

Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), respectfully represent in support of this motion (the “**Motion**”):

Background

1. On the date hereof (the “**Commencement Date**”), each of the Debtors commenced with this Court a voluntary case under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”). The Debtors are authorized to continue to operate their business and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee, examiner, or statutory committee of creditors has been appointed in these chapter 11 cases.

2. Contemporaneously herewith, the Debtors have filed a motion requesting joint administration of the chapter 11 cases pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”).

3. Additional information regarding the Debtors’ business, capital structure, and the circumstances leading to the commencement of these chapter 11 cases is set forth in the *Declaration of Robert A. Riecker Pursuant to Rule 1007-2 of Local Bankruptcy Rules for Southern District of New York*, sworn to on the date hereof (the “**Riecker Declaration**”),² which

² Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Riecker Declaration.

has been filed with the Court contemporaneously herewith and is incorporated herein by reference.

Jurisdiction

4. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334, and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.). This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Relief Requested

5. By this Motion, the Debtors request authority pursuant to sections 365 and 554(a) of the Bankruptcy Code, Bankruptcy Rule 6006, and Rules 6006-1 and 6007-1 of the Local Bankruptcy Rules for the Southern District of New York, to reject certain unexpired leases and related subleases (each, a “**Lease**” or “**Sublease**” and, collectively, the “**Leases**”) and to abandon certain property in connection therewith, effective as of the date the Debtors have surrendered the premises to the landlord via the delivery of the keys, key codes, and alarm codes to the premises, as applicable, to the applicable lease counterparty, or, if not delivering such keys or codes, providing notice that the landlord may re-let the premises (the “**Rejection Date**”). The Debtors also request that the deadline to file a proof of claim with respect to any claim for damages arising from the rejection of a Lease be the date fixed by this Court as the deadline to file other general unsecured proofs of claim.

6. A proposed form of order granting the relief requested in the Motion is attached hereto as **Exhibit A** (the “**Proposed Order**”). A schedule identifying and describing the Leases is attached to the Proposed Order as **Schedule 1**.

The Leases

7. In the months leading up to the Commencement Date, the Debtors, together with their advisors, conducted an extensive review of all of their nonresidential real property leases. As a result of that initiative, the Debtors have identified 217 Leases that are burdensome to the Debtors, nearly all of which are for “dark store” locations where the Debtors have already ceased ongoing operations. As such, the Leases are an unnecessary burden on the Debtors’ estates. In almost all instances, as indicated in **Schedule 1**, the Debtors have already physically vacated the properties and, as of the Commencement Date, have sent the keys and/or codes to the premises and a notice of surrender to the landlords.

8. In certain cases, the rent obligations are above market and, therefore, assumption and assignment of the leases in exchange for consideration is unlikely. In all cases, the Debtors have decided, in their business judgment, that the Leases are no longer advantageous assets and seek to reject the Leases in order to eliminate further financial burden and postpetition administrative costs to the estates.

Rejection of the Leases Is in The Best Interests of the Debtors, Their Estates, and Their Creditors

9. Section 365(a) of the Bankruptcy Code provides that a debtor in possession “subject to the court’s approval, may assume or reject any . . . executory contract or unexpired lease of the debtor.” 11 U.S.C. § 365(a). The standard applied to determine whether the rejection of an executory contract or unexpired lease should be authorized is the “business judgment” standard. Courts defer to a debtor’s business judgment in rejecting an executory contract, and upon finding that a debtor has exercised its sound business judgment, approve the rejection under section 365(a) of the Bankruptcy Code. *See In re Penn Traffic Co.*, 524 F.3d 373, 383 (2d Cir. 2008); *In re Old Carco LLC*, 406 B.R. 180, 188 (Bankr. S.D.N.Y. 2009);

NLRB v. Bildisco & Bildisco, 465 U.S. 513, 523 (1984) (recognizing the “business judgment” standard used to approve rejection of executory contracts or unexpired leases).

10. The “business judgment” standard is not a strict standard; it requires only a showing that either assumption or rejection of the executory contract or unexpired lease will benefit the debtor’s estate. *See In re Helm*, 335 B.R. 528, 538 (Bankr. S.D.N.Y. 2006) (“To meet the business judgment test, the debtor in possession must ‘establish that rejection will benefit the estate.’”) (citation omitted); *In re Balco Equities, Inc.*, 323 B.R. 85, 99 (Bankr. S.D.N.Y. 2005) (“In determining whether the debtor has employed reasonable business discretion, the court for the most part must only determine that the rejection will likely benefit the estate.”) (quoting *In re G Survivor Corp.*, 171 B.R. 755, 757 (Bankr. S.D.N.Y. 1994), *aff’d*, 187 B.R. 111 (S.D.N.Y. 1995)). Further, under the business judgment standard “a debtor’s decision to reject an executory contract must be summarily affirmed unless it is the product of ‘bad faith, or whim or caprice.’” *See In re Old Carco LLC*, 406 B.R. at 190 (quoting *In re Trans World Airlines, Inc.*, 261 B.R. 103, 121 (Bankr. D. Del. 2001)).

11. As set forth above, the Debtors have determined that the Leases are no longer necessary for, or beneficial to, their businesses, and create unnecessary and burdensome expenses for the Debtors’ estates. In addition, the Debtors have determined that there are no current opportunities to assume and assign the Leases and that no meaningful value would be realized by the Debtors by any such assumption or assignment. Accordingly, the Leases should be rejected.

12. Pursuant to section 365 of the Bankruptcy Code, the Debtors seek to effectuate rejection of the Leases as of the Rejection Date, which is the date that the Debtors surrender possession of the property, and which may occur before the date an order approving rejection of the Leases has been entered by the Court. An order approving rejection of the

Leases as of such date will expedite the Debtors' relief from onerous obligations, and is fair and equitable to all parties because the Debtors will surrender the premises to the landlord as of the Rejection Date. Permitting the rejection to occur as of the Rejection Date is consistent with prior rulings in this and other circuits. *See, e.g., Adelpia Bus. Sols., Inc. v. Abnos*, 482 F.3d 602 (2d Cir. 2007) (upholding a bankruptcy court ruling that a rejection of an unexpired lease was retroactive to the date of the hearing on the motion to reject, even though the order to reject was not entered until nearly 33 months later); *In re Tops Holding II Corp.*, Case No. 18-22279 (RDD) (Bankr. S.D.N.Y. Mar. 22, 2018) (ECF No. 199) (authorizing retroactive rejection of leases where the debtors had surrendered the keys to the lease counterparties); *In re The Great Atl. & Pac. Tea Co., Inc.*, Case No. 10-24549 (RDD) (Bankr. S.D.N.Y. Dec. 15, 2010) (ECF No. 18) (authorizing retroactive rejection of dark leases where the debtors had surrendered the keys to the lease counterparties); *In re The Reader's Digest Ass'n, Inc.*, Case No. 09-23529 (RDD) (Bankr. S.D.N.Y. Sept. 17, 2009) (ECF No. 94) (approving retroactive rejection of unexpired leases); *BP Energy Co. v. Bethlehem Steel Corp.*, 2002 WL 31548723, at *3 (S.D.N.Y. Nov. 15, 2002) (finding that retroactive rejection is valid when the balance of the equities favor such treatment); *In re Jamesway Corp.*, 179 B.R. 33, 36 (S.D.N.Y. 1995) (stating that section 365 does not include "restrictions as to the manner in which the court can approve rejection"); *see also Thinking Mach. Corp. v. Mellon Fin. Servs. (In re Thinking Mach. Corp.)*, 67 F.3d 1021, 1028 (1st Cir. 1995) (approving retroactive orders of rejection where the balance of the equities favors such relief); *Pac. Shores Dev., LLC v. At Home Corp. (In re At Home Corp.)*, 392 F.3d 1064 (9th Cir. 2004) (applying the *In re Thinking Mach. Corp.* ruling and approving a retroactive order to reject an unexpired lease even though the lessor has not retaken the premises).

13. In view of the foregoing, the Debtors respectfully request that the Court approve the rejection of the Leases pursuant to section 365(a) of the Bankruptcy Code in the manner requested herein.

Abandonment of Remaining Property Should Be Approved

14. The Debtors also request authority to abandon any property remaining at the leased premises on the Rejection Date that the Debtors determine is too difficult to remove or expensive to store (the “**De Minimis Assets**”) such that the economic benefits of removing or storing such De Minimis Assets would be outweighed by the attendant costs.

15. Under section 554(a) of the Bankruptcy Code, a debtor, after notice and a hearing, is authorized to “abandon any property of the estate that is burdensome to the estate or that is of inconsequential value and benefit to the estate.” 11 U.S.C. § 554(a). The right to abandon property is, except for certain exceptions inapplicable in the present case, unfettered. *Midlantic Nat’l Bank v. N.J. Dep’t of Env’tl. Prot.*, 474 U.S. 494, 506–07 (1986) (noting one such exception and holding that section 554(a) does not preempt state laws aimed at protecting the public’s health and safety).

16. Although the Debtors have, in their business judgment, chosen to remove personal property at the leased premises to the extent feasible and of value to their ongoing operations or to their estates, certain of the Debtors’ personal property may remain after the premises are surrendered. The De Minimis Assets will primarily consist of miscellaneous fixtures, furniture, advertising displays, inventory, or other store equipment that is of inconsequential value or benefit to the Debtors’ estates, or burdensome to remove. As set forth in the Proposed Order, any landlord or other designee will be free to dispose of the De Minimis Assets after the Rejection Date without notice or liability to any party. To the best of the Debtors’ knowledge, the abandonment of the De Minimis Assets would not be in violation of

any state or local statutes or regulations reasonably designed to protect the public health or safety. As such, abandonment of the De Minimis Assets as of the Rejection Date should be approved.

17. Rule 6007-1 of the Local Bankruptcy Rules requires that notice of a proposed abandonment describe the property to be abandoned, state the reason for the proposed abandonment, and identify the entity to whom the property is proposed to be abandoned, unless the Court orders otherwise. The Debtors submit that given the description of the De Minimis Assets provided herein and the *de minimis* nature of such property, which is the only property that the Debtors will seek to abandon pursuant to this Motion, the requirements of the Local Bankruptcy Rules have been satisfied. Alternatively, to the extent the Court finds such information does not meet the requirements of Local Bankruptcy Rule 6007-1, Debtors respectfully request that the Court waive such requirements with respect to this Motion.

18. Courts in this district and elsewhere have previously approved similar relief in other chapter 11 cases involving retail debtors. *See, e.g., In re Tops Holding II Corp.*, Case No. 18-22279 (RDD) (Bankr. S.D.N.Y. Mar. 22, 2018) (ECF No. 199) (authorizing debtors to abandon any remaining property on the leased premises for rejected leases, other than hazardous or toxic materials); *In re Sports Auth. Holdings, Inc.*, Case No. 16-10527 (MFW) (Bankr. D. Del. May 3, 2016) (ECF No. 1700) (authorizing the debtors to abandon any unremoved or unsold furniture, fixtures, and equipment at a closing store); *In re Great Atl. & Pac. Tea Co., Inc.*, Case No. 15-23007 (RDD) (Bankr. S.D.N.Y. Jan. 22, 2016) (ECF No. 2367) (authorizing the debtors to abandon furniture, fixtures, and equipment as of a retroactive rejection date); *In re Am. Apparel, Inc.*, Case No. 15-12055 (BLS) (Bankr. D. Del. Nov. 20, 2015) (ECF No. 364) (authorizing the debtors to dispose of or abandon property of their estates left in stores after the completion of store closing sales); *In re RadioShack Corp.*, Case No. 15-

10197 (BLS) (Bankr. D. Del. Feb. 2, 2015) (ECF No. 455) (authorizing the debtors to abandon all unsold assets located at any of the closing stores); *In re Metropark USA, Inc.*, Case No. 11-22866 (RDD) (Bankr. S.D.N.Y. May 5, 2011) (ECF No. 50) (authorizing the debtor to reject a lease and abandon certain furniture, fixtures, and equipment on the leased premises).

Reservation of Rights

19. Nothing contained herein is intended to be or shall be construed as (i) an admission as to the validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any appropriate party in interest's rights to dispute the amount of, basis for, or, validity of any claim against the Debtors; (iii) a waiver of any claims or causes of action that may exist against any creditor or interest holder; or (iv) an approval, assumption, or adoption, of any agreement, contract, program, policy, or lease between the Debtors and any third party under section 365 of the Bankruptcy Code.

Notice

20. Notice of this Motion will be provided to (i) the Office of the United States Trustee for Region 2; (ii) the holders of the twenty (20) largest unsecured claims against the Debtors (on a consolidated basis); (iii) counsel for Bank of America, N.A., as administrative agent under the First Lien Credit Facility and the DIP ABL Agent; (iv) counsel for Citibank, N.A., as administrative agent under the Stand-Alone L/C Facility; (v) counsel for JPP, LLC, as administrative agent under the Second Lien Credit Facility, the IP/Ground Lease Term Loan, and the Consolidated Secured Loan Facility; (vi) counsel for Computershare Trust Company N.A., as indenture trustee for the Second Lien PIK Notes, the Holdings Unsecured PIK Notes, and the Holdings Unsecured Notes; (vii) counsel for Wilmington Trust, National Association, as indenture trustee for the Second Lien Notes; (viii) counsel for The Bank of New York Mellon Trust Company, N.A., as successor trustee for the SRAC Unsecured PIK Notes, the SRAC

Unsecured Notes, and the SRAC Medium Term Notes; (ix) the Pension Benefit Guaranty Corporation; (x) the Unions; (xi) the Securities and Exchange Commission; (xii) the Internal Revenue Service; (xiii) the United States Attorney's Office for the Southern District of New York; and (xiv) the counterparties to the Leases. The Debtors submit that, in view of the facts and circumstances, such notice is sufficient and no other or further notice need be provided.

21. No previous request for the relief sought herein has been made by the Debtors to this or any other Court.

WHEREFORE the Debtors respectfully request entry of an order granting the relief requested herein and such other and further relief as is just.

Dated: October 15, 2018
New York, New York

/s/ Ray C. Schrock P.C.
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Exhibit A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re :
: **Chapter 11**
SEARS HOLDINGS CORPORATION, et al., :
: **Case No. 18-_____ (RDD)**
: **(Jointly Administered)**
Debtors.¹ :
-----X

**ORDER APPROVING REJECTION OF CERTAIN UNEXPIRED
LEASES AND RELATED SUBLEASES OF NONRESIDENTIAL REAL PROPERTY**

Upon the motion (the “**Motion**”)² of Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), pursuant to sections 365 and 554(a) of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 6006 of the Federal Rules of Bankruptcy Procedure, and Rules 6006-1 and 6007-1 of the Local Bankruptcy Rules for the Southern District of New York, for entry of an order (i) authorizing the Debtors to reject certain unexpired leases and related

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); Sears, Roebuck de Puerto Rico, Inc. (3626); SYW Relay LLC (1870); Wally Labs LLC (None); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Sears Brands Business Unit Corporation (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); and Sears Brands Management Corporation (5365). The location of the Debtors’ corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

² Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in the Motion.

subleases (each, a “**Lease**” and, collectively, the “**Leases**”) and abandon certain property in connection therewith (the “**De Minimis Assets**”), and (ii) granting related relief, all as more fully set forth in the Motion; and the Court having jurisdiction to decide the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157(a)-(b) and 1334(b) and the Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, C.J.); and consideration of the Motion and the requested relief being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the relief requested in the Motion having been given as provided in the Motion; such notice having been adequate and appropriate under the circumstances, and it appearing that no other or further notice need be provided; and the Court having held a hearing to consider the relief requested in the Motion on [___], 2018 (the “**Hearing**”); and upon the Riecker Declaration, filed contemporaneously with the Motion, the record of the Hearing, and upon all of the proceedings had before the Court; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and all parties in interest; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is granted to the extent set forth herein.
2. Pursuant to section 365 of the Bankruptcy Code, each of the Leases listed on **Schedule 1** attached hereto is hereby rejected by the Debtors with such rejection being effective as of the date the Debtors have surrendered the premises to the landlord via the delivery of the keys, key codes, and alarm codes to the premises, as applicable, to the landlord, other

applicable lease counterparty, or designee (the “**Landlord**”) or, if not delivering such keys or codes, providing notice that the Landlord may re-let the premises, as such estimated dates are set forth on **Schedule 1** (the “**Rejection Date**”).

3. The Debtors shall not be liable for any additional administrative expenses arising after the Rejection Date with respect to the Leases.

4. Pursuant to section 554(a) of the Bankruptcy Code, the Debtors are authorized, but not directed, in their sole discretion, to abandon the De Minimis Assets, free and clear of any interests of any party subject to notice of such abandonment being given in accordance with the Rejection Procedures; *provided* that the Debtors shall remove any hazardous or toxic materials (as such terms are defined in any applicable federal, state or local law, rule, regulation, or ordinance) from the leased premises prior to the Rejection Date. Any Landlord or other designee shall be free, notwithstanding the automatic stay, to dispose of the same without notice or liability to any party and without further notice or order of the Court, and the applicable landlord’s rights, if any, to file a claim for the costs of disposal of such property are fully reserved, as are the rights of any party in interest to object to such claims. Any personal property of the Debtors remaining at the leased premises after the Rejection Date shall be deemed abandoned as of the Rejection Date. Landlords shall not be liable to the Debtors or any third parties for the disposition of any and all such property remaining on the premises after the Rejection Date.

5. **The deadline to file a proof of claim to assert any damage claim arising from the rejection of a Lease shall be the date fixed by this Court as the deadline to file general unsecured proofs of claim in these cases.**

6. Notwithstanding anything in the Motion or this Order to the contrary, any payment made or action taken by any of the Debtors pursuant to the authority granted herein, as well as the exercise of any and all other rights and authorizations granted or approved hereunder, shall be subject in all respects to, as applicable: (i) the orders approving the Debtors' use of cash collateral and/or post-petition debtor-in-possession financing facilities (collectively, the "**DIP Orders**"); (ii) the other documentation governing the Debtors' use of cash collateral and postpetition financing facilities; and (iii) the Approved Budget (as defined in the DIP Orders).

7. To the extent there is any inconsistency between the terms of any of the DIP Orders and this Order, the terms of the DIP Order (or DIP Orders, as applicable) shall control.

8. Nothing contained in the Motion or this Order or any payment made pursuant to the authority granted by this Order is intended to be or shall be construed as (i) an admission as to the validity of any claim against the Debtors; (ii) a waiver of the Debtors' or any appropriate party in interest's rights to dispute the amount of, basis for, or validity of any claim against the Debtors; (iii) a waiver of any claims or causes of action that may exist against any creditor or interest holder; or (iv) an approval, assumption, or adoption of any agreement, contract, lease, program, or policy between the Debtors and any third party under section 365 of the Bankruptcy Code.

9. Notwithstanding entry of this Order, nothing herein shall create, nor is intended to create, any rights in favor of or enhance the status of any claim held by any party.

10. The Debtors are authorized to take all action necessary to effectuate the relief granted in this Order.

11. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this Order.

Dated: _____, 2018
White Plains, New York

THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

Schedule 1

Schedule of Unexpired Leases of Nonresidential Real Property to be Rejected

STORE ID NO.	COUNTERPARTY-LANDLORD AND ADDRESS	COUNTERPARTY-SUBTENANT/ASSIGNEE AND ADDRESS	DEBTOR	PROPERTY ADDRESS	LEASE EXPIRATION DATE	ESTIMATED REJECTION DATE
1. 4749	1670 E. 4th Ontario LLC 4260 Charter Street Vernon, CA 90058		Kmart Corporation	1670 East Fourth Ontario, CA 91764-2638	3/31/2019	10/15/2018
2. 30995	32nd St. Port Huron LLC, Attn: Arnold Schlesinger 9595 Wilshire Blvd., Suite 710 Beverly Hills, CA 90212		Kmart of Michigan, Inc.	1179 32Nd Street Port Huron, MI 48060-7304	11/30/2018	10/15/2018
3. 3719	4343 N. Rancho Drive, LLC dba Rancho Sierra 4401 South Downey Road Vernon, CA 90059	4343 N. Ranch Dr, LLC P. J. Javaheri, 4401 South Downey Road Vernon, CA 90059	Kmart Corporation	4500 North Rancho Drive Las Vegas, NV 89130-3404	10/31/2020	10/15/2018
4. 7147	5400 Busch Blvd., LLC 6499 Powerline Road, Suite 101 Fort Lauderdale, FL 33309		Kmart Corporation	5400 E Busch Blvd Tampa, FL 33617-5418	12/31/2025	10/15/2018
5. 4156	7501, LLC, c/o Signature Real Estate Services, Inc. 9500 University Avenue, Suite 2112 West Des Moines, IA 50266	AAMCO Transmissions Mark McCoy, 712 Grand Avenue New Virginia, IA 50210	Kmart Corporation	7501 Hickman Urbandale, IA 50322-4620	8/31/2019	10/15/2018
6. 7198	909 Group LP 909 Delaware Avenue Wilmington, DE 19806		Kmart Corporation	3301 Aramingo Avenue Philadelphia, PA 19134-4505	6/30/2019	10/15/2018
7. 3568	9395 CH, LLC, c/o Benderson Development Company, LLC 7978 Cooper Creek Blvd., Suite 100 University Park, FL 34201		Kmart Corporation	10500 Wichlow Way Jackson, CA 95642-9473	7/31/2021	10/15/2018
8. 3885	Acadia Realty Limited Partnership, c/o Acadia Realty Trust 411 Theodore Fremd Avenue, Suite 300 Rye, NY 10580		Kmart Corporation	650 Old Willow Ave, Ste N Honesdale, PA 18431-4219	4/30/2020	10/15/2018
9. 3975	AESTrust-Milton FLA, LLC (In Receivership), c/o Robert P. Hold, as Agent for Receiver 301 S. New York Avenue, Suite 200 Winter Park, FL 32789		Kmart Corporation	6050 Highway 90 Milton, FL 32570-1703	11/30/2018	10/15/2018
10. 4179	AFP Seventy One Corp., c/o United Capital Corp. 9 Park Place, 4th Floor, United Capital Building Great Neck, NY 11021	Pnc Bank Timothy Nienaber, 633 Anderson Ferry Road Cincinnati, OH 45238	Kmart Corporation	601 Woodman Dr Dayton, OH 45431-2731	8/31/2022	10/15/2018
11. 3924	AKMS, LP 10982 Roebbling Avenue, Suite 107 Los Angeles, CA 90024		Kmart Corporation	750 West Deuce Of Clubs Show Low, AZ 85901-5810	11/30/2020	10/15/2018
12. 4897	AKMS, LP, Attn: Alan E Robbins 10982 Roebbling Avenue, Suite 107 Los Angeles, CA 90024	Spirit Halloween Attn: Legal Department, 6826 Black Horse Pike Egg Harbor Twp, NJ 08234	Kmart Corporation	1287 Winchester Avenue Martinsburg, WV 25405-5018	11/30/2018	10/15/2018
13. 7535	Albany Road - Springfield Plaza, LLC 10 High Street, 11th Floor Boston, MA 02116		Kmart Corporation	1277 Liberty St Springfield, MA 01104-1165	11/30/2021	10/15/2018
14. 1544	Alexander's Rego Shopping Ctr Inc, Vornado Realty Trust Mangt Agent 210 Route 4 East Paramus, NJ 07652		Sears, Roebuck and Co.	9605 Queens Blvd Rego Park, NY 11374-1139	3/31/2021	10/15/2018
15. 4420	All Dreams Realty, LLC 6499 Powerline Road, Suite 101 Ft. Lauderdale, FL 33309		Kmart Corporation	3711 E Silver Spring Blvd Ocala, FL 34470-4903	6/30/2022	10/15/2018
16. 4344	Allentown Towne Center Allentown, PA, LP, c/o First Allied Corporation 270 Commerce Drive Rochester, NY 14623		Kmart Corporation	4701 Tilghman Street Ext Allentown, PA 18104-3211	1/31/2024	10/15/2018
17. 69720	AMALGAMATED BANK OF CHICAGO TRUST NO. 5738, C/O NATIONAL SHOPPING PLAZAS INC 200 WEST MADISON STREET, SUITE 4200 CHICAGO, IL 60606-3465		Sears, Roebuck and Co.	3400 W Grand Ave WAUKEGAN, IL 60031-	10/31/2018	10/15/2018
18. 4168	AMJB, LLC, c/o Greenberg Real Estate Advisors 30100 Chagrin Blvd., Suite 120 Pepper Pike, OH 44124	S & K Mow & Snow Shawn Kapfhammer, 2830 Navarre Road Oregon, OH 43616	Kmart Corporation	2830 Navarre Rd Oregon, OH 43616-3374	1/31/2022	10/15/2018
19. 7075	Arboreal Real Estate, LLC 2039 North Susquehanna Trail Hummels Wharf, PA 17831		Kmart Corporation	North Susquehanna Trail Shamokin Dam, PA 17876-	11/30/2019	10/15/2018
20. 30925	Aroostook Centre, LLC, c/o Sitt Asset Management, LLC P.O. Box 5077 New York, NY 10185		Kmart Corporation	830 Main Street Presque Isle, ME 04769-2276	11/30/2018	10/15/2018
21. 2645	Asheboro Mall LLC, c/o Hull Property Group, LLC Attn: James M. Hull, 1190 Interstate Parkway Augusta, GA 30909	Spirit Halloween Attn: Legal Department, 6826 Black Horse Pike Egg Harbor Twp, NJ 08234	Sears, Roebuck and Co.	1437 East Dixie Dr Asheboro, NC 27203-0611	3/28/2020	10/15/2018

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22. 9648	Athens Associates, LLP 2140 11Th Avenue South, Suite 405 Birmingham, AL 35205		Kmart Corporation	104 Highway 31 North Athens, AL 35611-2143	3/31/2019	10/15/2018
23. 3126	ATMF IX, LLC, c/o M.D. Gorge & Co. 380 N. Old Woodward Avenue, Suite 120 Birmingham, MI 48009		Kmart of Michigan, Inc.	7601 23 Mile Rd Shelby Twp., MI 48316-4425	7/31/2019	10/15/2018
24. 3981	BAI Rutland Mezz LLC dba BAI Rutland LLC 720 E. Palisade Avenue, Suite 201 Englewood Cliffs, NJ 07632		Kmart Corporation	2 Diamond Run Mall Rutland, VT 05701-4921	6/30/2020	10/15/2018
25. 4317	Baker And Baker Real Estate Developers, LLC 1400 Pickens St, 5Th Flr, P O Box 12397 Columbia, SC 29211-2397	Community Bankshares, Inc. Attn: CRES/994026, P O Box 29 Columbia, SC 29202	Kmart Corporation	2011 Hoffmeyer Rd Florence, SC 29501-4013	9/30/2021	10/15/2018
26. 4091	Bay Town Associates Wilder Road, c/o TLM Realty 295 Madison Avenue, 37th Floor New York, NY 10017		Kmart of Michigan, Inc.	4001 N Euclid Ave Bay City, MI 48706-2406	12/31/2020	10/15/2018
27. 7041	BB2S Bartlesville, LLC, c/o Gibraltar Capital Management, Inc. 9125 S. Toledo Avenue Tulsa, OK 74137		Kmart Corporation	501 S E Washington Blvd Bartlesville, OK 74006-8299	6/30/2021	10/15/2018
28. 9536	Bennington Square Partners, LLC, c/o Juster Development Co. 120 White Plains Road, Suite 110 Tarrytown, NY 10591-5410		Kmart Corporation	19 Kocher Drive Bennington, VT 05201-1924	3/31/2019	10/15/2018
29. 2343	Berkshire Mall Realty Holding LLC, c/o Kohan Investment Group Attn: Mike Kohan, 1010 N. Boulevard, Suite 212 Great Neck, NY 11021		Sears, Roebuck and Co.	Rr 8 Lanesboro(Pittsfd), MA 01237-	10/25/2018	10/15/2018
30. 9462	Blueberry Hill Management Corp., as agent for BHC Big V, LLC, BS Big V, LLC & BHRA Big V, LLC as Tenants in Common, c/o The Josephs Group 100 Dutch Hill Road, Suite 340 Orangeburg, NY 10962		Kmart Corporation	374 Windsor Hwy, Rte 32 New Windsor, NY 12584-	11/30/2021	10/15/2018
31. 30924	Bluefield Limited Partnership, c/o Plaza Associates, Inc. 2840 Plaza Place, Suite 100 Raleigh, NC 27612		Kmart Corporation	3977 Cumberland Road Bluefield, WV 24701-5116	11/30/2018	10/15/2018
32. 2339	BRFI Gateway, LLC, Jones Lang LaSalle Americas Attn: Sharon Gurewitz, Property Manager, 655 Redwood Highway, Suite 177 Mill Valley, CA 94941		Sears, Roebuck and Co.	3030 Gateway St Springfield, OR 97477-1027	10/31/2019	10/15/2018
33. 3773	Brixmor Operating Partnership LP dba BRE Retail Residual Greeneville Commons Owner LLC, c/o Brixmor Property Group 450 Lexington Avenue, 13th Floor New York, NY 10170		Kmart Corporation	1317 Tusculum Blvd Greeneville, TN 37745-4249	12/31/2018	10/15/2018
34. 2071	Brixmor Operating Partnership LP dba BRE Retail Residual Owner 1, LLC, c/o Brixmor Property Group 450 Lexington Avenue, 13th Floor New York, NY 10170	Spirit Halloween Attn: Legal Department, 6826 Black Horse Pike Egg Harbor Twp, NJ 08234	Sears, Roebuck and Co.	6000 Glenway Ave Cincinnati, OH 45211-6318	10/19/2019	10/15/2018
35. 7354	Brixmor Operating Partnership LP dba Brixmor GA London Marketplace, LLC, c/o Brixmor Property Group 450 Lexington Avenue, 13th Floor New York, NY 10170		Kmart Corporation	1710 West Highway 192 London, KY 40741-1675	10/31/2018	10/15/2018
36. 31930	Brixmor Operating Partnership LP dba Brixmor Miami Gardens, LLC, c/o Brixmor Property Group 450 Lexington Avenue, 13th Floor New York, NY 10170		Kmart Corporation	5750 NW 183RD ST HIALEAH, FL 33015-	11/30/2020	10/15/2018
37. 3996	Brixmor Operating Partnership LP dba KR Mabelton LLC, c/o Brixmor Property Group 450 Lexington Avenue, 13th Floor New York, NY 10170		Kmart Corporation	5590 Mableton Pkwy - #100 Mableton, GA 30126-3342	1/31/2020	10/15/2018
38. 31987	Brixmor Operating Partnership LP dba New Plan Florida Holdings LLC, c/o Brixmor Property Group 450 Lexington Avenue, 13th Floor New York, NY 10170	Spirit Halloween Attn: Legal Department, 6826 Black Horse Pike Egg Harbor Twp, NJ 08234	Kmart Corporation	12713 Tamiami Trail Naples, FL 34113-	11/17/2019	10/15/2018
39. 3278	Bross Brothers LLC 5091 Churchill Avenue Westminster, CA 92683		Kmart Corporation	12501 Rockside Garfield Heights, OH 44125-6298	11/30/2021	10/15/2018
40. 7402	Bryan Rental, Inc. 1440 S Liberty Dr Bloomington, IN 47403	Spirit Halloween Attn: Legal Department, 6826 Black Horse Pike Egg Harbor Twp, NJ 08234	Kmart Corporation	3175 West 3Rd St Bloomington, IN 47404-4830	11/30/2020	10/15/2018

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41. 7431	BT Indianapolis, LLC, c/o BET Investments, Inc. 200 Dryden Road, Suite 2000 Dresher, PA 19025	Mr. Douglas Ramsey Attn: Ramsey Automotive, 5115 S. Emerson Ave. Indianapolis, IN 46237	Kmart Corporation	5101 E Thompson Rd Indianapolis, IN 46237-2084	6/30/2019	10/15/2018
42. 3396	BVS Poughkeepsie, LLC, c/o The Stop & Shop Supermarket Company LLC 1385 Hancock Street Quincy, MA 02169	Gotrefund.Com Michael Connors, 635 Dutchess Turnpike Poughkeepsie, NY 12603	Kmart Corporation	635 Dutchess Turnpike Poughkeepsie, NY 12603-1900	1/31/2019	10/15/2018
43. 3933	Cabot Crossing, LLC, c/o Barr Investments, Inc. 2200 West Washington Avenue, P.O. Box 1697 (Zip: 72403) Jonesboro, AR 72401		Kmart Corporation	1 Kmart Plaza/State Hy 89 Cabot, AR 72023-2850	11/30/2020	10/15/2018
44. 4939	Cafaro Ross Partnership, c/o The Cafaro Company Attn: Legal Department, 5577 Youngstown-Warren Road Niles, OH 44446		Kmart Corporation	2100 Niles Cortland Rd Se Warren, OH 44484-3040	6/30/2020	10/15/2018
45. 4136	Carlisle Associates LP, c/o Rosen Associates Mgmt Corp 33 S Service Rd Jericho, NY 11753-1006		Kmart Corporation	2100 Carlisle Ave N E Albuquerque, NM 87110-3810	10/31/2026	10/15/2018
46. 9101	Casa Grande Mall, LLC, c/o Pacific Properties Group, Inc. 12100 Wilshire Boulevard, Suite 1025 Los Angeles, CA 90025		Kmart Corporation	1214 E Florence Blvd Casa Grande, AZ 85122-4250	1/31/2021	10/15/2018
47. 2152	CBL & Associates Limited Partnership, Dakota Square Mall CMBS, LLC Attn: Legal Officer, 2030 Hamilton Place Blvd., Suite 500 Chattanooga, TN 37421		Sears, Roebuck and Co.	2400 10Th St Sw Minot, ND 58701-6997	10/31/2018	10/15/2018
48. 31901	CCCF River Glen Holdings LLC (In Receivership) 197 Franklin Street Auburn, NY 13021		Kmart Corporation	2078 State - Rt 481 Fulton, NY 13069-8111	8/31/2019	10/15/2018
49. 4382	Cedar & Jolly, C/O Gershenson Realty & Investment LLC 31500 Northwestern Highway, Suite 100 Farmington Hills, MI 48334		Kmart of Michigan, Inc.	5400 S Cedar Street Lansing, MI 48911-3893	11/30/2018	10/15/2018
50. 3781	Chadco Of Duluth, LLC, c/o Oliver Management Services 5713 Grand Avenue, Suite B Duluth, MN 55807		Kmart Corporation	215 North Central Avenue Duluth, MN 55807-2473	11/30/2021	10/15/2018
51. 7044	Champlain Center South Associates, LLC, c/o G & A Group, Inc 215 W Church Rd, Suite 107 King Of Prussia, PA 19406		Kmart Corporation	57 Centre Dr Plattsburgh, NY 12901-6553	4/30/2020	10/15/2018
52. 2089	Chehalis, LLC 1807 Market Blvd., PMB 330 Hastings, MN 55033		Sears, Roebuck and Co.	121 Ne Hampe Way Chehalis, WA 98532-2401	10/31/2019	10/15/2018
53. 9642	Clarion Associates 190 Rochester Road, Suite 2 West View, PA 15229		Kmart Corporation	Clarion Mall Rd 3 Box 171 Clarion, PA 16214-4065	11/30/2020	10/15/2018
54. 3589	Cleveland, OH Center LLC, c/o TLM Realty 295 Madison Avenue, 37th Floor New York, NY 10017		Kmart Corporation	14901 Lorain Ave Cleveland, OH 44111-3196	11/30/2018	10/15/2018
55. 3990	Clifpass SPE Corp., c/o Winbrook Management, LLC 370 Seventh Avenue, Suite 1600 New York, NY 10001-3903		Sears, Roebuck and Co.	24 Barbour Ave Passaic, NJ 07055-7202	2/28/2025	10/15/2018
56. 7608	Cobblestone Victor NY LLC, c/o Schottenstein Property Group LLC 4300 E. Fifth Avenue Columbus, OH 43219	Oriental Rug Mart Inc Attn: Mr. Reza Jejad Sattari, 2 Old Brick Circle Pittsford, NY 14534	Kmart Corporation	8000 Victor Pittsford Rd Victor, NY 14564-1050	9/30/2019	10/15/2018
57. 30928	Continental 51 Fund LP, c/o Continental Properties Co, Inc W134 N8675 Executive Pkwy, Attn: Legal Dept Menomonee Falls, WI 53051-3310		Kmart Corporation	1705 State Rte 127 North Eaton, OH 45320-9276	11/30/2018	10/15/2018
58. 3715	Cookeville Commons, LP, c/o InSite Retail Real Estate P.O. Box 158276 Nashville, TN 37215		Kmart Corporation	560 South Jefferson Ave Cookeville, TN 38501-4074	11/30/2018	10/15/2018
59. 9447	Cranston / BVT Associates, LP, c/o Paolino Properties, Attn: Dominec Cappalli 100 Westminster, Suite 1700 Providence, RI 02903		Kmart Corporation	296 Garfield Ave Cranston, RI 02920-7803	5/31/2027	10/15/2018
60. 7107	Daniel G Kamin Rock Springs, LLC, c/o Kamin Realty Company P O Box 10234, 490 S. Highland Avenue, Pittsburgh, PA, 15206 (Overnight Mail) Pittsburgh, PA 15232		Kmart Corporation	2450 Foothill Blvd Rock Springs, WY 82901-5612	3/31/2019	10/15/2018
61. 7358	Daniel G Kamin Tennessee Enterprises, c/o Kamin Realty Company P O Box 10234 Pittsburgh, PA 15232	JD Eatherly 1720 West End Ave Suite 600 Nashville, TN 37203	Kmart Corporation	230 Longhollow Pike Goodlettsville, TN 37072-1826	8/31/2021	10/15/2018

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62. 4169	Daniel G. Kamin, c/o Kamin Realty Company P O Box 10234 Pittsburgh, PA 15232		Kmart Corporation	2600 Lincoln Way E Massillon, OH 44646-5098	12/31/2020	10/15/2018
63. 4809	Daniel G. Kamin, c/o Kamin Realty Company P O Box 10234, 490 S. Highland Avenue, Pittsburgh, PA, 15206 (Overnight Mail) Pittsburgh, PA 15232	Lamar Texas Limited Partnership 5543 E. Highway 359 Laredo, TX 78046	Kmart Stores of Texas, LLC	5000 San Dario Laredo, TX 78041-5777	10/31/2022	10/15/2018
64. 3894	1992 19835 Northwest Nestucca Drive Portland, OR 97229		Kmart Corporation	2450 Mountain City Hwy Elko, NV 89801-2409	11/30/2018	10/15/2018
65. 7683	David M Peters, Charles A Kekumanoc/o Queen Lil'uokalani Trust , Trustees Of The Lil'uokalani Trust 1100 Alakea St, Suite 1100 Honolulu, HI 96813		Kmart Corporation	74-5465 Kamaka'Eha Ave Kailua-Kona, HI 96740-1648	11/16/2019	10/15/2018
66. 4098	DW Properties, LLC, Attn: Daniel Wiener 99 West Hawthorne Avenue, Suite 416 Valley Stream, NY 11580		Kmart of Michigan, Inc.	1290 N Monroe St Monroe, MI 48162-3163	1/31/2019	10/15/2018
67. 3206	East End Resources Group, LLC 2927 Polo Parkway Midlothian, VA 23113		Kmart Corporation	4715 Nine Mile Rd Richmond, VA 23223-4908	10/31/2019	10/15/2018
68. 2734	Elat Properties Inc, DBA Cranberry Mall Attn: Ray Golbari, President, 1300 W Olympic Blvd, Ste 500 Los Angeles, CA 90015		Sears, Roebuck and Co.	6945 US 322 Cranberry, PA 16319-	8/31/2021	10/15/2018
69. 30922	Eleventh Bloomington Corp., c/o J & W Management Corp Attn: Glenn Howarth, General Counsel, 505 Park Ave, Ste 302 New York, NY 10022	Royal On The Eastside Craig Smith, 3333 E. Third Street, Attn: Craig Smith Bloomington, IN 47401	Kmart Corporation	3216 E Third Street Bloomington, IN 47401-5427	11/30/2018	10/15/2018
70. 3861	Elias Properties Babylon, LLC 500 N Broadway Jericho, NY 11753	Dollar Tree Stores, Inc #6147 Lease Administration, 500 Volvo Parkway Chesapeake, VA 23320	Kmart Corporation	1000 Montauk Hwy West Babylon, NY 11704-8216	12/31/2025	10/15/2018
71. 2872	Empire M+CQ1366+CR1366, c/o Simon Property Group Attn: General Counsel, 225 West Washington Street Indianapolis, IN 46204		Sears, Roebuck and Co.	3400 Empire Mall Sioux Falls, SD 57106-6504	6/30/2023	10/15/2018
72. 1330	Evansville Holdings, LLC, c/o Northeast Enterprises 1159 39th Street Brooklyn, NY 11216		Sears, Roebuck and Co.	1100 S Green River Rd Evansville/Wash Sq, IN 47715-6804	11/30/2019	10/15/2018
73. 30996	FHS Ames I, LP, c/o MGR Assets, Inc. 3160 Crow Canyon Place #135 San Ramon, CA 94583		Kmart Corporation	1405 Buckeye Avenue Ames, IA 50010-8068	4/30/2019	10/15/2018
74. 3865	First Berkshire Properties, LLC, c/o Benderson Development Company, LLC 7978 Cooper Creek Blvd., Suite 100 University Park, FL 34201		Kmart Corporation	910 North China Lake Road Ridgecrest, CA 93555-3159	7/31/2021	10/15/2018
75. 7029	Frank D. Mihelish Testamentary Trust, c/o Cedar Flats Property Management, P.O. Box 1775 Lolo, MT 59847 Alt Address: 21495 Kesa Lane, Florence, MT 59833		Kmart Corporation	1700 Cedar St Helena, MT 59601-1108	10/31/2019	10/15/2018
76. 3800	Fusco Properties, L P dba College Square III, LLC 200 Airport Road New Castle, DE 19720		Kmart Corporation	301 College Square Newark, DE 19711-5452	12/31/2021	10/15/2018
77. 3688	Gardenside Center, LLC, C/O Ershig Properties, Inc. Attn: Don R. Ershig, P O Box 1127 Henderson, KY 42419		Kmart Corporation	2606 Zion Road Henderson, KY 42420-5517	11/30/2018	10/15/2018
78. 2402	Gateway Fashion Mall LLC, c/o Primero Management, Inc., Managing Agent 23901 Calabasas Road, Suite 1084 Calabasas, CA 91302		Sears, Roebuck and Co.	2700 State St Bismarck, ND 58503-0669	10/31/2019	10/15/2018
79. 7555	Gator Coastal Shopping Centre, LLC, c/o Gator Investments 7850 NW 146th Street, 4th Floor Miami Lakes, FL 33016		Kmart Corporation	1610 U Church St Conway, SC 29526-2932	7/31/2020	10/15/2018
80. 4771	GBK Associates, c/o LG Realty Advisors, Inc., Agent Attn: Zachary Gumberg, 535 Smithfield Street, Suite 900 Pittsburgh, PA 15222		Kmart Corporation	601 Hanson Avenue Butler, PA 16001-5658	11/30/2018	10/15/2018
81. 2415	Gemini Centerville Mall LLC's, c/o Urban Retail Properties, LLC Attn: Joseph McCarthy, 111 East Wacker Drive, Suite 2400 Chicago, IL 60601		Sears, Roebuck and Co.	2930 Watson Blvd Centerville, GA 31028-1245	11/8/2019	10/15/2018
82. 30946	GFI-Craig II Investments LP, c/o Walt Gasser & Associates Attn: Ryan Gasser, 74 East 500 South, Suite 200 Bountiful, UT 84010		Kmart Corporation	1198 West Victory Craig, CO 81625-2942	11/30/2018	10/15/2018

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83. 4704	GFI-Devils Lake Investments LP, C/O Walt Gasser & Associates 74 East 500 South, Suite 200 Bountiful, UT 84010		Kmart Corporation	701 5Th Avenue SE Devils Lake, ND 58301-3600	1/31/2019	10/15/2018
84. 30938	GFI-Glendale Investments LP, c/o Walt Gasser & Associates 74 East 500 South, Suite 200 Bountiful, UT 84010	Living Spaces Maxine Lam, PO Box 2309 Buena Park, CA 90621	Kmart Corporation	6767 West Bell Road Glendale, AZ 85308-8402	4/30/2019	10/15/2018
85. 7655	GFI-Mesa Investments LP, c/o Walt Gasser & Associates 74 East 500 South, Suite 200 Bountiful, UT 84010		Kmart Corporation	1445 S Power Road Mesa, AZ 85206-3705	3/31/2019	10/15/2018
86. 2381	GG&A Central Mall Partners, LP, c/o Gregory Greenfield & Associates Attn: Asset Manager Central Mall - Lawton, 124 Johnson Ferry Road NE Atlanta, GA 30328		Sears, Roebuck and Co.	428 Sw C Ave Lawton, OK 73501-	10/31/2054	10/15/2018
87. 1695	GGP / Homart, Inc., d/b/a North Point Mall LLC Attn: Law/Lease Administration Department 350 N. Orleans Street, Suite 300 Chicago, IL 60654-1607	Ggp - Northpoint Inc 110 N. WACKER DRIVE CHICAGO, IL 60606	Sears, Roebuck and Co.	6000 N Point Cir Alpharetta, GA 30022-4862	10/19/2018	10/15/2018
88. 1040	GGP Limited Partnership, dba Oakwood Hills Mall LLC Attn: Law/Lease Administration Department 350 N. Orleans Street, Suite 300 Chicago, IL 60654-1607		Sears, Roebuck and Co.	4720 Golf Rd Eau Claire, WI 54701-8022	9/24/2046	10/15/2018
89. 2349	GGP LP, LLC d/b/a Silver Lake Mall LLC, c/o Brookfield Properties (R) LLC Attn: Legal Department, 200 Vesey Street, 25th Floor New York, NY 10281		Sears, Roebuck and Co.	200 W Hanley Ave Coeur D'Alene, ID 83815-6703	6/23/2019	10/15/2018
90. 2160	GIV Green Tree Mall Investor LLC, c/o CBL & Associates Mgmt., Inc., Attn: Asset Management Suite 500 - CBL Center, 2030 Hamilton Place Blvd., Suite 500 Chattanooga, TN 37421		Sears, Roebuck and Co.	757 Lewis And Clark Blvd Clarksville, IN 47131-	3/31/2019	10/15/2018
91. 1084	GNP Partners, c/o Kinco Realty Corporation Attn: Legal Department , 3333 New Hyde Park Road, Suite 100 New Hyde Park, NY 11042-0200		Sears, Roebuck and Co.	7300 Bustleton Ave Greater NE, PA 19152-4300	5/31/2019	10/15/2018
92. 7347	Gonzalez, Maisterrena, Attaguile, c/o T Group Properties, LLC 9434 Viscouint Blvd, Suite 155 El Paso, TX 79925		Kmart Stores of Texas, LLC	411 Zaragosa Road North El Paso, TX 79907-4745	9/30/2020	10/15/2018
93. 2354	Grand Central Parkersburg LLC, c/o Washington Prime Group, Inc. Attn: General Counsel, 180 East Broad Street Columbus, OH 43215		Sears, Roebuck and Co.	500 Grand Central Ave Parkersburg, WV 26105-2169	9/25/2022	10/15/2018
94. 4796	Greenmich, LLC / Diajeff Trust, c/o Kin Properties, Inc. 185 NW Spanish River Blvd., Suite 100 Boca Raton, FL 33431-4230		Kmart of Michigan, Inc.	205 South Greenville W Dr Greenville, MI 48838-9511	2/28/2019	10/15/2018
95. 7058	Greenwood Plaza Properties, LLC, c/o Lat Purser & Associates, Inc. 4530 Park Road, Suite 410 Charlotte, NC 28209		Kmart Corporation	254 Highway 72 By-Pass Greenwood, SC 29646-1509	6/30/2020	10/15/2018
96. 3189	H & H Investments, LLC, c/o Hawkins-Smith Jason 855 W. Broad Street, Suite 300 Boise, ID 83702		Kmart Corporation	1813 Caldwell Blvd Nampa, ID 83651-1505	4/30/2019	10/15/2018
97. 9657	Habersham Station, LLC, c/o Newmark Grubb Knight Frank 3424 Peachtree Road, Suite 800 Atlanta, GA 30326		Kmart Corporation	Highway 441 North Cornelia, GA 30531-5325	11/30/2020	10/15/2018
98. 7393	Hartman Realty Associates, Attn: Richard Agree 70 East Long Lake Road Bloomfield Hills, MI 48304		Kmart Corporation	2828 N Broadway Anderson, IN 46012-1339	10/31/2018	10/15/2018
99. 9238	Hecht & Cravatt NM LLC, c/o John Hecht 1239 Luneta Drive Del Mar, CA 92014		Kmart Corporation	1235 S 2Nd Raton, NM 87740-2299	5/31/2021	10/15/2018
100. 9542	Herkimer Management LLC 16th Squadron Blvd. Ste 106, (PO Box 268 Pomona, NY 10970) New City, NY 10956		Kmart Corporation	200 S Washington St Herkimer, NY 13350-2300	3/31/2019	10/15/2018
101. 3824	Hermitage Towne Plaza d/b/a bHickory Plaza Shopping Center, Inc., c/o JJ Gumberg Co., Agent 1051 Brinton Road Pittsburgh, PA 15221		Kmart Corporation	2235 East State Street Hermitage, PA 16148-2727	11/30/2020	10/15/2018
102. 3230	Hocker Developments, Inc., c/o David Hocker & Associates, Inc. 620 Park Plaza Drive Owensboro, KY 42301-5483		Kmart Corporation	2760 Frederica Street Owensboro, KY 42301-5442	1/31/2022	10/15/2018

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103.	7304	Iligroup, Inc. a/k/a ILIGROUP, INC., c/o Fred Chikovsky 2300 NW Corporate Blvd., Suite 141 Boca Raton, FL 33431	Aldi Inc 475 Pearl Dr O'Fallon, MO 63366	Kmart Stores of Illinois, LLC	3404 Broadway Mount Vernon, IL 62864-2234	11/30/2019 10/15/2018
104.	2922	Illinois Centre Realty LLC, c/o Namdar Realty Group, LLC 150 Great Neck Road, Suite 304 Great Neck, NY 11021		Sears, Roebuck and Co.	3000 W Deyoung Ste 500 Marion, IL 62959-5551	7/31/2021 10/15/2018
105.	30945	Imperial Realty LLC, c/o Namdar Realty Group, LLC 150 Great Neck Road, Suite 304 Great Neck, NY 11021		Kmart Corporation	3001 West 12Th - Ste 3 Hastings, NE 68901-3475	11/30/2018 10/15/2018
106.	2210	Indy Lube Investments, LLC, Attn: James M. Caplinger, Jr. 823 West 10th Street Topeka, KS 66612		Sears, Roebuck and Co.	2310 E Kansas Ave Garden City, KS 67846-6959	1/31/2020 10/15/2018
107.	4089	J & W Lacrosse, LLC, c/o J & W Management Corp 505 Park Avenue New York, NY 10022	Hardee's Restaurant Jon Munger, 3112 Golf Road Eau Claire, WI 54701	Kmart Corporation	2415 State Road La Crosse, WI 54601-6189	10/31/2018 10/15/2018
108.	4159	J & W Murray, LLC, c/o J & W Management Corp 505 Park Avenue New York, NY 10022	Meineke Robert Pueblo, 6249 South River Bluffs Road Murray, UT 84123	Kmart Corporation	4670 S 900 East Salt Lake City, UT 84117-4802	5/31/2020 10/15/2018
109.	9622	Jasper Mall Realty Holding LLC, c/o Kohen Realty Group 1010 Northern Blvd., Suite 212 Great Neck, NY 11021		Kmart Corporation	300 Highway 78 E Jasper, AL 35501-3883	8/31/2021 10/15/2018
110.	9217	Jesup Plaza, L.P., c/o Peleg Group (USA) LLC Peleg Group Building, Highway 441, 15155 NW 7th Avenue, 2nd Floor Miami, FL 33169		Kmart Corporation	950 Sunset Blvd Jesup, GA 31545-4498	10/31/2020 10/15/2018
111.	30919	JWH Joliet, LLC, c/o J & W Management Corp 505 Park Avenue New York, NY 10022	Aurora Petroleum, Llc Timothy Klein, 290 Springfield Dr., Suite 155 Bloomington, IL 60108	Kmart Stores of Illinois, LLC	1801 W Jefferson Joliet, IL 60435-6689	10/31/2018 10/15/2018
112.	6279	Kansas City Life Insurance Co., Attn: Real Estate 3520 Broadway Kansas City, MO 64111		Sears, Roebuck and Co.	1375 Woodrow St Ne SALEM, OR 97301-	10/14/2027 10/15/2018
113.	6269	Kansas City Life Insurance Co., Attn: Real Estate 3520 Broadway Kansas City, MO 64111		Sears, Roebuck and Co.	7Th & Railroad E WENATCHEE, WA 98801-	9/25/2027 10/15/2018
114.	2353	Kingston Mall, LLC, Attn: James M. Hull, Manager c/o Hull Property Group, LLC, 1190 Interstate Parkway Augusta, GA 30909		Sears, Roebuck and Co.	1300 Ulster Ave Kingston, NY 12401-1501	9/30/2019 10/15/2018
115.	3749	KM Of Butte, Montana L P, c/o Jon Brenner / Todd Menowitz 91-31 Queens Blvd, Suite 512 Elmhurst, NY 11373		Kmart Corporation	3300 Harrison Ave Butte, MT 59701-3544	1/31/2020 10/15/2018
116.	4065	KMBC, LLC, c/o Reitman & Belkin LLP 420 Lexington Avenue, Suite 626 New York, NY 10170		Kmart of Michigan, Inc.	200 Capital Ave S W Battle Creek, MI 49015-2202	12/31/2019 10/15/2018
117.	9325	KRG Sunland, LP 30 S Meridian , Suite 1100 Indianapolis, IN 46204		Kmart Stores of Texas, LLC	655 Sunland Park Dr El Paso, TX 79912-4685	2/29/2020 10/15/2018
118.	7682	Kukui Marketplace SPE, Inc., c/o L&B Realty Advisors, LLP 5910 N. Central Expressway, Suite 1200 Dallas, TX 75206		Kmart Corporation	4303 Nawiliwili Rd Lihue, HI 96766-9581	11/30/2019 10/15/2018
119.	4160	LANY DM, LLC, c/o Richard Ridloff The Richardson Company, 3592 NW 61st Circle Boca Raton, FL 33496		Kmart Corporation	2535 Hubbell Ave Des Moines, IA 50317-6101	8/31/2022 10/15/2018
120.	4369	Las Vegas Plaza Associates, c/o RD Management LLC 810 Seventh Avenue, 10th Floor New York, NY 10019		Kmart Corporation	2975 E Sahara Ave Las Vegas, NV 89104-4114	1/31/2019 10/15/2018
121.	7708	Laurel Mall LP, c/o Lexington Realty International 911 E. County Line Road, Suite 203 Lakewood, NJ 08701		Kmart Corporation	5 Laurel Mall Hazleton, PA 18202-1201	8/31/2019 10/15/2018
122.	7235	Levin Properties LP, c/o Levin Management Corporation 975 U.S. Highway 22 West, P.O. Box 326 (Zip 07061-0326) North Plainfield, NJ 07060		Kmart Corporation	970 Easton Ave Somerset, NJ 08873-1745	9/30/2019 10/15/2018
123.	7582	Lexington Trank Lewisburg, LLC, c/o LXP Manager Corp. Attn: Lease Administration, 12400 Coit Road, Suite 970 Dallas, TX 75251		Kmart Corporation	97 Seneca Trail Lewisburg, WV 24901-1574	12/31/2018 10/15/2018

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124.	4862	Lexington Trank Manteca, LP, c/o LXP Manager Corp. Attn: Lease Administration, 12400 Coit Road, Suite 970 Dallas, TX 75251		255 Nothgate Drive Manteca, CA 95336-7125	12/31/2018	10/15/2018
125.	62509	Lexington Trank San Diego LP, c/o LXP Manager Corp. Attn: Lease Administration, 12400 Coit Road, Suite 970 Dallas, TX 75251	Sears Outlet Stores, LLC (#9405) General Counsel, 5500 Trillium Blvd. Suite 501 Hoffman Estates, IL 60192	12080 Carmel Mountain San Diego Carmel Mtn, CA 92128-	12/31/2018	10/15/2018
126.	7432	Lexington Trank Watertown, LLC, c/o LXP Manager Corp. Attn: Lease Administration, 12400 Coit Road, Suite 970 Dallas, TX 75251	Spirit Halloween Attn: Legal Department, 6826 Black Horse Pike Egg Harbor Twp, NJ 08234	21082 Pioneer Plaza Dr Watertown, NY 13601-5500	12/31/2018	10/15/2018
127.	7232	Lilac Mall Associates, LLC, c/o The Kempner Corporation 257 Mamaroneck Ave White Plains, NY 10605		Milton Road Rochester, NH 03867-1396	3/31/2019	10/15/2018
128.	2577	Lufkin Investment Partners, LLC, c/o GK Development, Inc. 257 E. Main Street, Suite 100 Barrington, IL 60010		4600 S Medford Dr Lufkin, TX 75901-5613	2/28/2030	10/15/2018
129.	30974	Madison Center Owner, LLC 28454 Woodward Avenue Royal Oak, MI 48067		29101 John R Road Madison Heights, MI 48071-5403	10/31/2020	10/15/2018
130.	2109	Magic Valley Mall LLC, C/O Woodbury Corporation 2733 East Parleys Way, Suite 300 Salt Lake City, UT 84109-1662	Spirit Halloween Attn: Legal Department, 6826 Black Horse Pike Egg Harbor Twp, NJ 08234	1543 Poleline Rd E Twin Falls, ID 83301-3590	8/1/2019	10/15/2018
131.	1802	Mall at Gurnee Mills LLC, c/o Simon Property Group Attn: General Counsel, 225 West Washington Street INDIANAPOLIS, IN 46204		6136 W Grand Ave Gurnee Mills, IL 60031-	4/30/2019	10/15/2018
132.	2450	Mall at Lima LLC, c/o Washington Prime Group, Inc. Attn: General Counsel, 180 East Broad Street Columbus, OH 43215		100 Lima Mall Lima, OH 45805-1299	9/30/2020	10/15/2018
133.	3641	Manahawkin 2015, LLC, c/o MCB Property Management, LLC 2701 N. Charles Street, Suite 404 Baltimore, MD 20218		733 Route 72 West Manahawkin, NJ 08050-2846	11/30/2018	10/15/2018
134.	4339	MFBSalem Oregon, LLC, c/o RD Management LLC 810 Seventh Avenue, 10th Floor New York, NY 10019	Certified Power Systems Mr. William Emig, 1515 25th Street, SE Salem, OR 97302	2470 Mission S E Salem, OR 97302-1119	4/30/2020	10/15/2018
135.	1202	MFC Beavercreek, LLC, c/o Washington Prime Group, Inc. Attn: General Counsel, 180 East Broad Street, 21st Floor Columbus, OH 43215	Lands' End, Inc. Attn: Sr.Vice President & General Counsel, 5 Lands' End Lane Dodgeville, WI 53595	2727 Fairfield Commons Beavercreek/Dayton, OH 45431-3778	8/1/2019	10/15/2018
136.	3852	MFW Associates, c/o Aston Properties, Inc. 610 E. Morehead Street, Suite 100 Charlotte, NC 28202		115 East Innes Street Salisbury, NC 28144-4625	11/30/2020	10/15/2018
137.	7606	Midtown Square, LLC, c/o FMK Management 14039 Sherman Way, Suite 206 Los Angeles, CA 91405		16968 Main Street Hesperia, CA 92345-6032	11/3/2018	10/15/2018
138.	3912	Mountain Laurel Plaza Associates, L.P., c/o James N. Kratsa, President 1090 Freeport Road, Suite 250 Pittsburgh, PA 15238		1072 Mountain Laurel Plaza Latrobe, PA 15650-5214	7/31/2021	10/15/2018
139.	3628	New Generation Properties, LLC 340 Victory Lane Lincoln, NE 68528		8701 West Mc Dowell Tolleson, AZ 85353-9004	12/11/2018	10/15/2018
140.	1718	Newgate Mall Holdings LLC and Newgate Mall, Equities LLC, as Tenants in Common c/o The Woodmont Company, 2100 W. 7th Street Fort Worth, TX 76107		1000 Newgate Mall Ogden, UT 84405-1598	7/31/2021	10/15/2018
141.	3095	North Vegas LLC (83% Interest) & 477 Compton LLC (17% interest), C/O ELAT Properties Inc d/b/a North Las Vegas 1300 West Olympic Blvd., Suite 500 Los Angeles, CA 90015		2671 Las Vegas Blvd N North Las Vegas, NV 89030-5807	11/30/2018	10/15/2018
142.	2802	Northfield Square Mall Realty LLC, c/o Namdar Realty Group, LLC 150 Great Neck Road, Suite 304 Great Neck, NY 11021		1602 State Rd 50 Bourbonnais/Bradley, IL 60914-	7/31/2020	10/15/2018
143.	1685	Northwood Investors, dba NW Duluth LLC 575 Fifth Avenue, 23rd Floor New York, NY 10170		2100 Pleasant Hill Rd Duluth, GA 30096-4701	5/31/2022	10/15/2018
144.	2241	NW Arkansas Mall Realty LLC, c/o Namdar Realty Group, LLC 150 Great Neck Road, Suite 304 Great Neck, NY 11021		4201 N Shiloh Dr Ste 98 Fayetteville, AR 72703-5190	2/28/2019	10/15/2018

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145. 9233	Oelwein ATM, LLC, Madison Partners c/o Abby Lagunoff 12121 Wilshire Blvd., Suite 900 Los Angeles, CA 90025-1168		Kmart Corporation	2105 South Frederick Oelwein, IA 50662-3120	11/30/2018	10/15/2018
146. 4334	Pal Associates-Harrisburg, LLC, c/o Levco Management, LLC One Wayne Hills Mall Wayne, NJ 07470-3228		Kmart Corporation	4401 Buffalo Rd Erie, PA 16510-2202	11/30/2019	10/15/2018
147. 3459	Pals-Mals Venture, c/o Levco Management, LLC One Wayne Hills Mall Wayne, NJ 07470-3228		Kmart Corporation	Route 440 At Kellogg St Jersey City, NJ 07305-4896	11/30/2019	10/15/2018
148. 9389	Parkway Retail Centre, LLC, C/O Laurich Properties, Inc. 10655 Park Run Drive, Suite 160 Las Vegas, NV 89144-4590	Purrfect Auto Fadl Darwiche, 5128 Camino El Norte Las Vegas, NV 89031	Kmart Corporation	7501 W Washington Las Vegas, NV 89128-4114	12/10/2018	10/15/2018
149. 9629	Patrick J Svoboda or Kathleen D. Svoboda, Trustees of the Svoboda Trust dated June 2, 2009, c/o Patrick J. Svoboda 4791 W. 215th Street Bucyrus, KS 66013		Kmart Corporation	1806 N Jackson St Tullahoma, TN 37388-2202	11/30/2020	10/15/2018
150. 2574	Phillipsburg Mall LLC, c/o Namdar Realty Group, LLC 150 Great Neck Road, Suite 304 Great Neck, NY 11021		Sears, Roebuck and Co.	1200 Us Rt 22 - Ste 100 Phillipsburg, NJ 08865-	4/30/2019	10/15/2018
151. 3815	Piney Green, LLC, c/o Bailey and Associates, Inc. P O Box 400, 405 D. Western Blvd. (Zip 28546) Jacksonville, NC 28541-0400	Bailey Development Corporation Warren G Bailey, 405 Western Blvd. Jacksonville, NC 28541	Kmart Corporation	175 Freedom Way; Ste 20 Midway Park, NC 28544-1428	11/30/2019	10/15/2018
152. 7142	Pittston Commons Associates, LP, c/o Mark Development Corp P O Box 1389, 580 Third Avenue Kingston, PA 18704		Kmart Corporation	1874 North Twp Blvd Pittston, PA 18640-3590	7/31/2019	10/15/2018
153. 7660	Proton PRC Ltd. 4805 S. Colony The Colony, TX 75256		Kmart of Michigan, Inc.	545 West Sanilac Sandusky, MI 48471-9704	6/30/2019	10/15/2018
154. 4129	Ralston KMGIT Denver LLC 1301 Dove Street, Suite 1080 Newport Beach, CA 92660	Good Times Drive Thru Inc 8620 Wolf Court Suite 330 Westminster, CO 80030	Kmart Corporation	9881 W 58Th Ave Arvada, CO 80002-2011	8/31/2023	10/15/2018
155. 2220	RCM St. George Properties, LLC, c/o Satterfield Helm Management, Inc. 223 North 1250 West, Suite 101 Centersville, UT 84014		Sears, Roebuck and Co.	1770 E Red Cliff Dr St George, UT 84790-	10/20/2018	10/15/2018
156. 9418	Rockaway Realty Associates, LP, c/o ISJ Management Corp 110 W 34th Street, 9th Floor New York, NY 10001	M & W Spa Attn: Mei Juan Wang, 253 Rockaway Blvd. Rosedale, NY 11422	Kmart Corporation	253-01 Rockaway Blvd Rosedale, NY 11422-3146	1/31/2021	10/15/2018
157. 7127	Rural King Realty, LLC 4216 Dewitt Avenue Mattoon, IL 61938		Kmart Corporation	1460 State Road 2 La Porte, IN 46350-4672	3/31/2019	10/15/2018
158. 9674	Rural King Realty, LLC 4216 Dewitt Avenue Mattoon, IL 61938		Kmart Corporation	190 Cumberland Square Crossville, TN 38555-4095	7/31/2020	10/15/2018
159. 31916	Rural King Realty, LLC 4216 Dewitt Avenue Mattoon, IL 61938	West Virginia University Hospitals Inc. Scott Bierer, 1 Medical Center Drive Morgantown, WV 26506	Kmart Corporation	6540 Mall Rd Morgantown, WV 26501-8525	2/28/2021	10/15/2018
160. 3228	Saia Family Limited Partnership, Integrated Real Estate Services, LLC Attn: Gabriel G. Saia, 2120 East Sixth Street, Suite #16 Tempe, AZ 85281	J&R Automotive Specialists John Ersler, 2711 W. Northern Ave. Phoenix, AZ 85051	Kmart Corporation	2526 W Northern Avenue Phoenix, AZ 85051-4849	11/30/2018	10/15/2018
161. 9243	Sand Springs, LLC, c/o The Langfan Company 116 Central Park South, #3B New York, NY 10019		Kmart Corporation	2501 N Broadway R R #2 Red Oak, IA 51566-1011	8/31/2019	10/15/2018
162. 7309	Sand Springs, LLC, c/o The Langfan Company 119 West 57th Street, 9th Floor New York, NY 10019		Kmart Corporation	4520 W 7Th St Texarkana, TX 75501-6354	10/31/2020	10/15/2018
163. 9166	Sayre Valley, LLC P O Box 559 Florham Park, NJ 07932		Kmart Corporation	2900 N Elmira St Sayre, PA 18840-2696	6/30/2019	10/15/2018
164. 30959	SDG Macerich Properties LP 115 West Washington Street Indianapolis, IN 46204	Albuquerque Moving & Storage Co., Inc. Notah Howe, 5001 Paseo del Norte Blvd., NE Albuquerque, NM 87113	Sears, Roebuck and Co.	2422 F Rd GRAND JCT, CO 81505-	10/31/2029	10/15/2018
165. 9338	Sears, Roebuck and Co., c/o Sears Holdings Corporation 3333 Beverly Road Hoffman Estates, IL 60179		Kmart Corporation	3901 Lemay Ferry Rd St. Louis, MO 63125-4521	11/29/2020	10/15/2018

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166. 4874	Seneca Realty Associates, c/o Seneca Realty Company P O Box 111325, 1148 Old Freeport Rd Pittsburgh, PA 15238		Kmart Corporation	100 Sugar Creek Town Ctr Franklin, PA 16323-2975	5/31/2020	10/15/2018
167. 31940	Seven Hills Realty Associates, LP, c/o EBL&S Property Management, Inc., Attn: David Simon 200 South Broad Street, The Bellevue, Suite 415 Philadelphia, PA 19102		Kmart Corporation	200 White Horse Pike Lawnside, NJ 08045-	9/30/2025	10/15/2018
168. 61903	Shelby Hall Road, LLC, c/o Heidenberg Properties 234 Closter Dock Road Closter, NJ 07624		Sears, Roebuck and Co.	14453 Hall Rd SHELBY TWP / STERLING HTS, MI 48315-	11/30/2020	10/15/2018
169. 2412	SM Rushmore Mall, LLC, c/o Washington Prime Group, Inc. Attn: General Counsel, 180 East Broad Street Columbus, OH 43215		Sears, Roebuck and Co.	2200 N Maple Ave Rapid City, SD 57701-7856	9/30/2019	10/15/2018
170. 3957	Southern Square, LLC, c/o Hull Storey Gibson Companies, LLC 1190 Interstate Parkway Augusta, GA 30909		Kmart Corporation	715 Northside Drive East Statesboro, GA 30458-4712	6/30/2021	10/15/2018
171. 4867	Southhaven Associates 100 Main Street North, Suite 203 Southbury, CT 06488		Kmart Corporation	100 Main Street North Southbury, CT 06488-1854	12/31/2021	10/15/2018
172. 7711	Southland Mall Properties, LLC, c/o Gumberg Asset Management Corp. 3200 N. Federal Highway Fort Lauderdale, FL 33306		Kmart Corporation	20505 South Dixie Hwy Miami, FL 33189-1229	11/30/2019	10/15/2018
173. 2064	SOUTHPARK MALL CMBS LLC, C/O CBL & Associates Management, Inc. Attn: President, CBL Center, Suite 500, 2030 Hamilton Place Blvd. Chattanooga, TN 37421		Sears, Roebuck and Co.	114 Southpark Cir Colonial Hts, VA 23834-2963	2/28/2019	10/15/2018
174. 7425	Spanish Fork, UT Realty LLC, c/o TLM Realty 295 Madison Avenue, 37th Floor New York, NY 10017		Kmart Corporation	900 E Expressway Lane Spanish Fork, UT 84660-1300	11/30/2020	10/15/2018
175. 3198	St Albans Center II LLC, c/o RD Management LLC 810 Seventh Avenue, 10th Floor New York, NY 10019		Kmart Corporation	1477 Mccorkle St. Albans, WV 25177-1826	2/29/2020	10/15/2018
176. 3546	St. Augustine Holdings, LLC P.O. Box 412 Healdsburg, CA 95448		Kmart of Michigan, Inc.	41601 Garfield Clinton Twp., MI 48038-4526	11/30/2019	10/15/2018
177. 3570	Statewide Richmond LLC, c/o Statewide Management Group, LLC 48991 Jefferson Avenue Chesterfield Township, MI 48047		Kmart of Michigan, Inc.	67300 Main St Richmond, MI 48062-1920	11/30/2018	10/15/2018
178. 4245	Sterling Equities II, LLC, C/O RMC Property Group, LLC 8902 N. Dale Mabry, Suite 200 Tampa, FL 33614	Sears Outlet Stores, LLC General Counsel, 5500 Trillium Blvd. Suite 501 Hoffman Estates, IL 60192	Kmart Corporation	8245 N Florida Ave Tampa, FL 33604-3003	10/31/2018	10/15/2018
179. 9123	Summerdale Plaza Associates, C/O WRDC 123 Coulter Avenue, Suite 200 Ardmore, PA 19003		Kmart Corporation	463 N Enola Rts 11 & 15 Enola, PA 17025-2128	1/31/2019	10/15/2018
180. 61910	SUN VALLEY LTD 70 N E LOOP 410, SUITE 185 SAN ANTONIO, TX 78216	Sears Outlet Stores, LLC General Counsel, 5500 Trillium Blvd. Suite 501 Hoffman Estates, IL 60192	Sears, Roebuck and Co.	44075 W 12 Mile Rd NOVI, MI 48377-	10/31/2021	10/15/2018
181. 7254	Sung Rhee dba 2515 Horner, LLC 123 Lake Street South, Suite B-1 Kirkland, WA 98033		Kmart Corporation	2515 Horner Blvd Sanford, NC 27330-6141	5/31/2020	10/15/2018
182. 7341	SUSO 4 Ocean LP, c/o Lippes Mathias Wexler Friedman LLP 50 Fountain Plaza, Suite 1700 Buffalo, NY 14202-2216		Kmart Corporation	102 Emily Drive Clarksburg, WV 26301-5501	9/30/2020	10/15/2018
183. 31977	T & B Greeley, L.C., c/o H. James Talbot 773 Northridge Court Farmington, UT 84025	Greeley Area Habitat For Humanity Cheri Witt-Brown, 104 North 16th Ave Greeley, CO 80631	Kmart Corporation	2400 West 29th Street Greeley, CO 80631-	10/31/2019	10/15/2018
184. 7287	Taft Retail Investors, LLC, c/o Equis Capital Partners, Ltd. 3200 Centre Square West, 1500 Market Street Philadelphia, PA 19102		Kmart Corporation	301 Gardner Field Rd Taft, CA 93268-9726	5/31/2019	10/15/2018
185. 4128	TCP Ryan Street, LLC, c/o TCP Realty Services, LLC 500 N. Akard Street, Suite 3240 Dallas, TX 75201	Capital One, NA 14601 Sweitzer Lane, RE Administration 17304-0135 Laurel, MD 20707	Kmart Corporation	4070 Ryan St Lake Charles, LA 70605-2897	12/31/2021	10/15/2018
186. 30933	Teachers' Retirement System Of The State of KY, c/o Bellwether Enterprise Real Estate Capital 4938 Brownsboro Road, Suite 204 Louisville, KY 40222	Old National Bank Carrie Crawford, PO Box 718 Evansville, IN 47705	Kmart Corporation	4651 South U.S. Hwy 41 Terre Haute, IN 47802-6801	8/31/2019	10/15/2018

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187.	4062	The Daniel Group, Inc 223 Riverview Dr Danville, VA 24541		3311 Riverside Dr Danville, VA 24541-3430	12/31/2019	10/15/2018	
188.	4770	The McDowell Partnership, c/o Mosites Development Company 400 Mosites Way, Suite 100 Pittsburgh, PA 15205		4041 Washington Road McMurray, PA 15317-2520	10/31/2018	10/15/2018	
189.	7335	The Schreiber Co. - Belleview Associates, Ltd, c/o The Schreiber Company 609 Epsilon Drive Pittsburgh, PA 15238		10301 S E Us Hwy 441 Belleview, FL 34420-2807	10/31/2020	10/15/2018	
190.	1980	TIPPECANOE MALL/SPG LP, c/o Simon Property Group 6/30/203+CQ1366+CR1366, 225 West Washington Street INDIANAPOLIS, IN 46204		2415 Sagamore Pkwy S Lafayette, IN 47905-	11/3/2020	10/15/2018	
191.	2097	TMM INVESTMENTS LTD. 212 OLD GRANDE BLVD., SUITE C-100 TYLER, TX 75703		3060 Clarksville St Paris, TX 75460-7914	10/29/2018	10/15/2018	
192.	7437	Tobin Properties Ltd. f/k/a The Ben Tobin Companies Ltd. dba Whitmoore, LLC 1101 Ben Tobin Drive Hollywood, FL 33021		1203 Cleveland Road Dalton, GA 30721-8674	11/30/2020	10/15/2018	
193.	3302	Toledo Corp., c/o United Capital Corp. United Capital Building , 9 Park Place, 4th Floor Great Neck, NY 11021-5017		1801 W Alexis Rd Toledo, OH 43613-2302	3/31/2019	10/15/2018	
194.	33482	Tops Holding, LLC 1149 Harrisburg Pike Carlisle, PA 17013-0249	Sears Outlet Stores, LLC General Counsel, 5500 Trillium Blvd. Suite 501 Hoffman Estates, IL 60192		26662 Brookpark Rd North Olmsted, OH 44070	10/31/2018	10/15/2018
195.	3141	Town Real Estate Enterprises, LLC, Agent, c/o Kossman Development Company Eleven Parkway Center, Suite 300 Pittsburgh, PA 15220		1025 Washington Pike Bridgeview, PA 15017-2702	8/31/2020	10/15/2018	
196.	2030	Towne Mall, LLC, c/o The Macerich Company Attn: Legal Department, 401 Wilshire Boulevard, 700 Santa Monica, CA 90401	Spirit Halloween Attn: Legal Department, 6826 Black Horse Pike Egg Harbor Twp, NJ 08234		1704 N Towne Mall Elizabethtown, KY 42701-	10/31/2019	10/15/2018
197.	30991	Tri-Mart Corporation, c/o United Capital Corp 9 Park Place; 4th Floor, United Capital Building Great Neck, NY 11021-5017		3083 Miller Rd Flint, MI 48507-1353	1/31/2020	10/15/2018	
198.	9264	Tucumcari ATM, LLC, c/o Madison Partners 12121 Wilshire Blvd., Suite 900 Los Angeles, CA 90025		2100 E Tucumcari Blvd Tucumcari, NM 88401-4399	11/30/2019	10/15/2018	
199.	9695	Tunlaw LLC 4246 Farmington Road Gas City, IN 46933		1015 E Main St Gas City, IN 46933-1622	10/31/2018	10/15/2018	
200.	4435	U.S. Realty 86 Associates / U.S. Realty 87 Associates, c/o Garden Commercial Properties 820 Morris Turnpike, Suite 102 Short Hills, NJ 07078	High Quality Automotive Clifton Davis/Amanda, 1683 NW Eastman Pkwy Gresham, OR 97030		21830 S E Burnside Rd Gresham, OR 97030-3744	3/31/2019	10/15/2018
201.	4288	U.S. Realty 86 Associates / U.S. Realty 87 Associates, c/o Garden Commercial Properties 820 Morris Turnpike, Suite 102 Short Hills, NJ 07078	Sears Outlet Stores, LLC General Counsel, 5500 Trillium Blvd. Suite 501 Hoffman Estates, IL 60192		12350 N E Sandy Blvd Portland, OR 97230-1217	3/31/2019	10/15/2018
202.	30937	U.S. Realty 86 Associates, c/o Garden Commercial Properties 820 Morris Turnpike, Suite 102 Short Hills, NJ 07078		802 East 27Th St Scottsbluff, NE 69361-1754	11/30/2019	10/15/2018	
203.	9225	Uintah Plaza Shopping Center, LLC, c/o Arcadia Management Group, Inc. P.O. Box 10 Scottsdale, AZ 85252	Arcadia Management Group Inc. Warren Family Investment, PO Box 10 Scottsdale, AZ 85252		1153 W Highway 40 Vernal, UT 84078-2921	10/31/2018	10/15/2018
204.	7207	University City, Inc, C/O Commercial Property Management LLC P.O. Box 3145 Coeur d'Alene, ID 83814		W-201 Neider Road Coeur d'Alene, ID 83815-9302	10/31/2018	10/15/2018	
205.	7384	Viola Properties, L.L.C. 100 Blackburn Covington, LA 70433		3555 Highway 190 Mandeville, LA 70471-3187	6/30/2021	10/15/2018	
206.	3137	VTA, Ltd, Attn: Alan E Robbins 10982 Roebling Avenue, Suite 107 Los Angeles, CA 90024		3655 Nameoki Rd Granite City, IL 62040-3710	11/30/2018	10/15/2018	
207.	3233	Wal-Mart Stores, Inc. 2001 SE 10th Street Bentonville, AR 72716-0550		1321 Sandy Hollow Rd Rockford, IL 61109-2120	3/31/2019	10/15/2018	

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208.	9336	WC Independence Center, LLC, c/o World Class Capital Group, LLC 401 Congress Avenue , 33rd Floor Austin, TX 78701	Spirit Halloween Attn: Legal Department, 6826 Black Horse Pike Egg Harbor Twp, NJ 08234	Kmart Corporation	4023 S Noland Independence, MO 64055-3390	1/31/2024	10/15/2018
209.	9351	WC MRP Belleville Center, LLC, c/o World Class Capital Group, LLC 401 Congress Avenue , 33rd Floor Austin, TX 78701		Kmart Corporation	7230 Westfield Plaza Dr Belleville, IL 62223-3352	1/31/2024	10/15/2018
210.	9105	Web & Sons Inc. 1010 1/2 Thompson Blvd. Sedalia, MO 65301		Kmart Corporation	1400 S Limit Sedalia, MO 65301-5116	10/31/2018	10/15/2018
211.	30929	Wells Fargo Bank, N.A., as Trustee for CIII BACMOP-5 Orchard Plaza, c/o Farbman Group IV LLC 28400 Northwestern Highway, 4th Floor Southfield, MI 48034		Kmart of Michigan, Inc.	701 68Th Street Grand Rapids, MI 49315-8372	10/31/2019	10/15/2018
212.	9680	West Frankfort Plaza 70 East Long Lake Road Bloomfield Hills, MI 48304		Kmart Stores of Illinois, LLC	Route 149 West West Frankfort, IL 62896-4964	4/30/2021	10/15/2018
213.	62526	West Palm Realty LLC, c/o Namdar Realty Group, LLC 150 Great Neck Road, Suite 304 Great Neck, NY 11021	Sears Outlet Stores, LLC (#7450) General Counsel, 5500 Trillium Blvd. Suite 501 Hoffman Estates, IL 60192	Sears, Roebuck and Co.	4560 Forest Hill Blvd West Palm Beach, FL 33415-	4/27/2031	10/15/2018
214.	9306	West Plaza Associates, c/o Mall Properties Inc. dba Olshan Properties 5500 New Albany Road, East, Suite 200 New Albany, OH 43054		Kmart Corporation	1515 W Bell St Glendive, MT 59330-3240	11/30/2018	10/15/2018
215.	3825	Westmount Plaza Assoc, c/o Garden Commercial Properties 820 Morris Turnpike, Suite 102 Short Hills, NJ 07078		Sears, Roebuck and Co.	808 Us Hwy 46 West Parsippany , NJ 07054-3404	3/31/2022	10/15/2018
216.	7710	William J. Wade, Owner / Trustee uta #1995-4, c/o Wilmington Trust Company Corporate Trust Administration, Rodney Square North, 1100 N. Market Street Wilmington, DE 19890		Kmart Corporation	1477 State Highway 248 Branson, MO 65616-9258	6/29/2020	10/15/2018
217.	9792	Wy Plaza, LLC, c/o Woodbury Corporation 2733 East Parleys Way, Suite 300 Salt Lake City, UT 84109-1662		Kmart Corporation	750 North 3Rd St Laramie, WY 82072-2506	10/31/2018	10/15/2018