

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

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In re :  
: **Chapter 11**  
SEARS HOLDINGS CORPORATION, *et al.*, :  
: **Case No. 18-23538 (RDD)**  
: **(Jointly Administered)**  
Debtors.<sup>1</sup> :  
-----X

**AFFIDAVIT OF SERVICE**

I, Joudeleen C. Frans, depose and say that I am employed by Prime Clerk LLC (“*Prime Clerk*”), the claims and noticing agent for the Debtors in the above-captioned chapter 11 cases.

On November 25, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following document to be served via Email (1) on the Master Email Service List attached hereto as **Exhibit A**; (2) the Lender Service List attached hereto as **Exhibit B**; (3) the DIP Objectors Email Service list attached hereto as **Exhibit C**; (4) the Term Loan FILO Contract Counterparties Service List attached hereto as **Exhibit D**; (5) the Union Email Service List attached hereto as **Exhibit E**; and on Michael Neruda, mneruda@tpg.com:

- Debtors’ Supplemental Motion for Authority to (I) Obtain Junior Postpetition Financing and (II) Schedule Final Hearing [Docket No. 872] (the “*Supplemental Junior Postpetition Finance Motion*”)

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<sup>1</sup> 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); SHC Licensed Business LLC (3718); 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); SHC Promotions LLC (9626); 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.

On November 26, 2018, at my direction and under my supervision, employees of Prime Clerk caused the Supplemental Junior Postpetition Finance Motion to be served via Overnight Mail (1) on the Master Service List attached hereto as **Exhibit F**; (2) the DIP Objectors Service List attached hereto as **Exhibit G**; (3) the Union Service List attached hereto as **Exhibit H**; and (4) the Lienholders Service List attached hereto as **Exhibit I**.

On November 26, 2018, at my direction and under my supervision, employees of Prime Clerk caused the following documents to be served by the method set forth on the Master Service List attached hereto as **Exhibit J**:

- Restructuring Subcommittee’s Response to the Motion of ESL Investments, Inc., for the Entry of an Order Authorizing Expedited Discovery of the UCC and the Subcommittee [Docket No. 873] (the “*Restructuring Subcommittee’s Response to ESL Investments*”)
- Notice of Filing of Amended Superpriority Senior Secured Debtor-in-Possession Asset-Based Credit Agreement [Docket No. 885] (the “*Amended Senior Secured Credit Agreement*”)
- Notice of Agenda of Matters Scheduled for Hearing on November 27, 2018 at 1:30 p.m. (ET) [Docket No. 886] (the “*Notice of Agenda*”)

On November 26, 2018, at my direction and under my supervision, employees of Prime Clerk caused the Supplemental Junior Postpetition Finance Motion and the Restructuring Subcommittee’s Response to ESL Investments to be served via Email on Eiseman Levine Lehrhaupt & Kakoyiannis, P.C. Attn: Laurence May, lmay@eisemanlevine.com.

On November 26, 2018, at my direction and under my supervision, employees of Prime Clerk cause the following document to be served via Email (1) on the Master Email Service List attached hereto as **Exhibit A** and (2) on Michael Neruda, mneruda@tpg.com:


- Notice of Filing of Superpriority Junior Lien Secured Debtor-in-Possession Credit Agreement [Docket No. 881] (the “*Junior DIP Credit Agreement*”)

On November 26, 2018, at my direction and under my supervision, employees of Prime Clerk cause the Junior DIP Credit Agreement and the Amended Senior Secured Credit Agreement to be served via Email (1) on the Lender Service List attached hereto as **Exhibit B**; (2) the DIP Objectors Email Service List attached hereto as **Exhibit C**; (3) the Term Loan FILO Contract Counterparties Service List attached hereto as **Exhibit D**; and (4) the Union Email Service List attached hereto as **Exhibit E**.

On November 26, 2018, at my direction and under my supervision, employees of Prime Clerk cause the Amended Senior Secured Credit Agreement to be served via Overnight Mail (1) on the DIP Objectors Service List attached hereto as **Exhibit G**; (2) on the Union Service List attached hereto as **Exhibit H**; and (3) on the Lienholders Service List attached hereto as **Exhibit I**.

On November 26, 2018, at my direction and under my supervision, employees of Prime Clerk caused the Notice of Agenda to be served (1) via Email on the DIP Objectors Email Service List attached hereto as Exhibit C and (2) via Overnight Mail on the DIP Objectors Service List as Exhibit G.

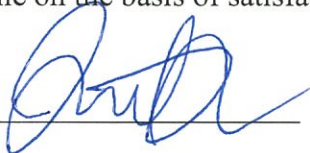
Dated: November 30, 2018

  
\_\_\_\_\_  
Joudeleen C. Frans

State of New York  
County of New York

Subscribed and sworn to (or affirmed) before me on November 30, 2018, by Joudeleen C. Frans, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: \_\_\_\_\_



**ROBERT J. RUBEL JR.**  
**NOTARY PUBLIC OF NEW JERSEY**  
**Comm. # 50070782**  
**My Commission Expires 10/25/2022**

**Exhibit A**

DESCRIPTION	NAME	ADDRESS	EMAIL
Proposed Counsel to Official Committee of Unsecured Creditors of Sears Holdings Corporation, et al.	Akin Gump Strauss Hauer & Feld LLP	Attn: Ira S. Dizengoff, Philip C. Dublin, Abid Qureshi, Sara L. Brauner One Bryant Park New York NY 10036	idizengoff@akingump.com pdublin@akingump.com aqureshi@akingump.com sbrauner@akingump.com
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As Agent Bayview Loan Servicing, LLC, the Bank of New York Mellon FKA the Bank of New York	Aldridge Pite, LLP	Attn: Jenelle C. Arnold 4375 Jutland Drive, Suite 200 P.O. Box 17933 San Diego CA 92177-0933	jarnold@aldridgepite.com
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Counsel to Twentieth Century Fox Home Entertainment LLC	Alston & Bird LLP	Attn: Leib M. Lerner 333 South Hope Street 16th Floor Los Angeles CA 90071	leib.lerner@alston.com
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Counsel to the Local Texas Tax Authorities	Ansell Grimm & Aaron, P.C.	Attn: Anthony J. D'Artiglio, Joshua S. Bauchner 365 Rifle Camp Road Woodland Park NJ 07424	ajd@ansellgrimm.com
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Counsel to City Choice Limited	ASK LLP	Attn: Edward E. Neiger, Jennifer A. Christian 151 West 46th Street 4th Floor New York NY 10036	eneiger@askllp.com jchristian@askllp.com
Counsel for AT&T and Turner Broadcasting Sales, Inc.	AT&T Services Legal Department	Attn: James W. Grudus, Esq. One AT&T Way Room 3A115 Bedminster NJ 07921	Jg5786@att.com

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Counsel to American Greetings Corporation	Baker & Hostetler LLP	Attn: Ferve Khan 45 Rockefeller Plaza New York NY 10111	fkhan@bakerlaw.com
Counsel to Brixmor Property Group, Inc. and Federal Realty Investment Trust	Ballard Spahr LLP	Attn: David L. Pollack 52nd Floor - Mellon Bank Center 1735 Market Street Philadelphia PA 19103	pollack@ballardspahr.com
Counsel to The Macerich Company, Starwood Retail Partners, LLC, Acadia Realty Limited Partnership, C.E. John Company, Inc., Centennial Real Estate Co., CenterCal Properties, LLC, GS Pacific ER, LLC, PGIM Real Estate, Vintage Real Estate, LLC, WBCMT 2007-C33 Independence Center, LLC, and White Plains Galleria Limited Partnership	Ballard Spahr LLP	Attn: Dustin P. Branch 2029 Century Park East Suite 800 Los Angeles CA 90067-2909	branchd@ballardspahr.com
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Trustee for the Second Lien PIK Notes, the Holdings Unsecured Notes (8.00%), and the Holdings Unsecured PIK Notes (8.00%), and Top Creditor	Computershare Trust Company, N.A.	Attn: Michael A. Smith, Vice President – Corporate Trust 2950 Express Drive South, Suite 210 Islandia NY 11749	Michael.smith2@computershare.com
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Top 5 Secured Creditor and Pension Benefit Guaranty Corporation ("PBGC")	The Pension Benefit Guaranty Corporation (PBGC)	Attn: Judith Starr, Kartar S. Khalsa, William McCarron, Jr., & Adi Berger, Director Office of the General Counsel 1200 K Street, N.W. Washington DC 20005-4026	Starr.Judith@pbgc.gov mccarron.william@pbgc.gov efile@pbgc.gov



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Counsel to Drayton Plains (MI), LLC	Willkie Farr & Gallagher LLP	Attn: Alan J. Lipkin, Gabriel Brunswick 787 Seventh Avenue New York NY 10019	alipkin@willkie.com gbrunswick@willkie.com
Wilmington Savings Fund Society, FSB, as Trustee of the 7.00% 12.00% PIK-Toggle Notes	Wilmington Savings Fund Society, FSB	Attn: Patrick J. Healy 501 Carr Road Suite 100 Wilmington DE 19801	phealy@wsfsbank.com

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Counsel to Fruit of the Loom, Inc., Vanity Fair Brands, LP and Russell Brands, LLC	Wyatt, Tarrant & Combs, LLP	Attn: Mary L. Fullington 250 West Main Street Suite 1600 Lexington KY 40507-1746	mfullington@wyattfirm.com

**Exhibit B**

## Exhibit B

Lenders Service List

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## Exhibit B

Lenders Service List

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Citibank, N.A.	Attn: Denise Perry	denise.perry@citigroup.com
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## Exhibit B

Lenders Service List

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## Exhibit B

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**Exhibit C**

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**Exhibit D**

## Term Loan FILO Contract Counterparties Service List

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Goldman Sachs International Bank	Attn: Lauren Cathey	lauren.cathey@gs.com
Goldman Sachs International Bank	Attn: Blair Dixon	blair.dixon@gs.com
Goldman Sachs International Bank	Attn: David Gaskell	David.Gaskell@gs.com
Goldman Sachs International Bank	Attn: Dan Hoey	Dan.Hoey@gs.com
Goldman Sachs International Bank	Attn: Yeva Huibinyao	Yeva.Huibin.Yao@gs.com
Goldman Sachs International Bank	Attn: Fahim Joarder	Fahim.Joarder@gs.com
Goldman Sachs International Bank	Attn: Chris Lam	chris.lam@gs.com
Goldman Sachs International Bank	Attn: Garrett Luk	garrett.luk@gs.com
Goldman Sachs International Bank	Attn: William Mao	William.Mao@gs.com
Goldman Sachs International Bank	Attn: Madi McVay	Madi.McVay@gs.com
Goldman Sachs International Bank	Attn: Jamie Minieri	Jamie.Minieri@gs.com
Goldman Sachs International Bank	Attn: Chinonso Okehie	Chinonso.okehie@gs.com
Great American Group	Attn: Tyler Curry	tcurry@gacapitalpartners.com
Great American Group	Attn: Mark Shields	mshields@gacapitalpartners.com
Great American Group	Attn: Jonathan Yin	jyin@gacapitalpartners.com
Guggenheim Partners Investment	Attn: Compliance Group	CHI-Compliance@guggenheimpartners.com
Guggenheim Partners Investment	Attn: Chioperations Guggenheim Partners	chioperations@guggenheimpartners.com
MidCap Financial Trust	Attn: Nathan Pratt	npratt@midcapfinancial.com
MidCap Financial Trust	Attn: Mark Rubin	mrubin@midcapfinancial.com
MidCap Financial Trust	Attn: Kevin Sullivan	ksullivan@midcapfinancial.com
MidOcean Credit Fund Management LP	Attn: Michael Apfel	mapfel@midoceanpartners.com
MidOcean Credit Fund Management LP	Attn: Julian Nemirovsky	jnemirovsky@midoceanpartners.com
MidOcean Credit Fund Management LP	Attn: Jim Wiant	jwiant@midoceanpartners.com

## Term Loan FILO Contract Counterparties Service List

Served via Email

NAME	ADDRESS 1	EMAIL
MidOcean Partners	Attn: Aasir Khan	akhan@midoceanpartners.com
MidOcean Partners	Attn: Julian Nemirovsky	jnemirovsky@midoceanpartners.com
MidOcean Partners	Attn: Jim Wiant	jwiant@midoceanpartners.com
MidOcean Partners	Attn: Michael Apfel	mapfel@midoceanpartners.com
MidOcean Partners	Attn: Ops MidOcean	ops@midoceanpartners.com
Moore Capital Management LP	Attn: S Esbin	sesbin@esbinalter.com
Moore Capital Management LP	Attn: C Welby	cwelby@esbinalter.com
Moore Capital Management LP	Attn: Colman Welby	Moorecapwall@esbinalter.com
Owl Creek Investments I LLC	Attn: Simon Brookim	simonb@owlcreeklp.com
Owl Creek Investments I LLC	Attn: Vincent Indelicato	vindelicato@proskauer.com
Owl Creek Investments I LLC	Attn: Steven Krause	stevek@owlcreeklp.com
Owl Creek Investments I LLC	Attn: Dan Krueger	dank@owlcreeklp.com
Owl Creek Investments I LLC	Attn: Chris Riley	chrisr@owlcreeklp.com
Owl Creek Investments I LLC	Attn: Brian S. Rosen	brosen@proskauer.com
Owl Creek Investments I LLC	Attn: Tom Schneider	toms@owlcreeklp.com
Owl Creek Investments I LLC	Attn: Amit Sinha	ASinha@owlcreeklp.com
Seix Investment Advisors LLC	Attn: Loans Bank	bankloans@seixadvisors.com
Sentinel Dome Partners LLC	Attn: Sentinel Dome Operations	operations@sentineldome.com
Sentinel Dome Partners LLC	Attn: Peter Becht	peter@sentineldome.com
Sentinel Dome Partners LLC	Attn: Charlene Nyberg	operations@sentineldomepartners.com
State Street Global Advisors	Attn: Matt Ashley	MPAshley@statestreet.com
TD Bank NA	Attn: Jeffrey Saperstein	jeffrey.saperstein@td.com
TD Bank NA	Attn: Shreya Shah	Shreya.Shah@td.com
TD Bank NA	Attn: Dana Wedge	dana.wedge@td.com
TD Bank NA	Attn: Bethany Buitenhuys	bethany.buitenhuys@td.com
TPG Capital L.P.	Attn: Chris Naisawald	CNaisawald@tpg.com
TPG Capital L.P.	Attn: Doug Paolillo	TICPResearch@tpg.com
TPG Opportunities Advisors Inc.	Attn: Austin Bowers	ABowers@tpg.com



## Term Loan FILO Contract Counterparties Service List

Served via Email

NAME	ADDRESS 1	EMAIL
TPG Opportunities Advisors Inc.	Attn: Sam Ditter	Sditter@TPG.com
TPG Opportunities Advisors Inc.	Attn: Craig Hamrah	chamrah@tpg.com
TPG Opportunities Advisors Inc.	Attn: Jason Hough	jhough@tpg.com
TPG Opportunities Advisors Inc.	Attn: Bill Keenan	WKeenan@tpg.com
TPG Opportunities Advisors Inc.	Attn: Adam Salter	asalter@tpg.com
TPG Opportunities Advisors Inc.	Attn: tingting turski	tturski@tpg.com
TPG Specialty Lending	Attn: Craig Hamrah	chamrah@tpg.com
TPG Specialty Lending	Attn: Bill Keenan	WKeenan@tpg.com
TPG Specialty Lending	Attn: Adam Salter	asalter@tpg.com
TPG Specialty Lending	Attn: tingting turski	tturski@tpg.com
U.S. Bank National Association	Attn: Rodd Evonsky	revonsky@birchgrovecap.com

**Exhibit E**

## Union Email Service List

Served via Email

NAME	ADDRESS 1	EMAIL
IBEW Local 8	Attn: Eric Grossweiler	egross@ibew8.org
IBT 150	Attn: Marty Crandall	mwcibt150@gmail.com
IBT 174	Attn: Pete Lamb	PLamb@teamsters174.org
IBT Local 348	Attn: Gerard Colant	gerardcolant@sbcglobal.net
IUOE Local 399	Attn: Mike Materson	mmasterson@iuoe399.com
IUOE Local 70	Attn: Drew Brodeen	d.brodeen@iuoe70.org
Steelworkers Local 5852-28	Attn: Rick Benson	rbenson@usw.org
Teamsters 705	Attn: Joe Bakes	jbakes@l705ibt.org
Teamsters Local 107	Attn: Shawn Dougherty	sdougherty@teamsters107.com
Teamsters Local 243	Attn: Jim "Cinci" Cianciola	cinci@teamsters243.org
Teamsters Local 688	Attn: Chris Tongay	ctongay@688online.com
UAW 1112	Attn: Ben Strickland	bstrickland@uaw.net
UAW 8275	Attn: Kieran Martin	mkieran7@gmail.com
UFCW Local 880	Attn: Michael Martino	mmartino@ufcwlocal880.com
UFCW Local 881	Attn: Jeffrey Collier Paul Schaefer	Jeffreycollier@local881ufcw.org; PaulSchaefer@Local881UFCW.org
Workers United SEIU Local 196	Attn: Tanita Williams	tanitawilliams40@yahoo.com
Workers United SEIU Local 512	Attn: Evely Zepeda	ezepeda@wsrjb.org

**Exhibit F**

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Counsel to Brookfield Property REIT Inc., as Agent	Brookfield Property REIT Inc.	Attn: Kristen N. Pate 350 N. Orleans St. Suite 300 Chicago IL 60654-1607		Overnight Mail
Counsel to the Bank of New York Mellon Trust Company and the Chase Manhattan Bank, N.A., Successor Trustees for the SRAC Unsecured PIK Notes (Top 20 Unsecured Creditor), SRAC Unsecured Notes, and the SRAC Medium Term Notes (Top 5 Secured Creditor)	Carter Ledyard & Milburn LLP	Attn: James Gadsden, Esq. 2 Wall Street New York NY 10005	gadsden@clm.com bankruptcy@clm.com Dennis.roemlein@bnymellon.com	Overnight Mail
United States Bankruptcy Court for the Southern District of New York	Chambers of Honorable Robert D. Drain	Sears Chambers Copy US Bankruptcy Court SDNY 300 Quarropas Street, Room 248 White Plains NY 10601		Overnight Mail
Counsel to JPP, LLC, as agent under the Second Lien Credit Facility, IP/Ground Lease Term Loan Facility, the Consolidated Secured Loan Facility, and ESL Investments, Inc. and its affiliates (including JPP, LLC and JPP II, LLC)	Cleary, Gottlieb, Steen & Hamilton LLP	Attn: Sean A. O'Neal, James L. Bromley, Andrew Weaver, Rahul Mukhi, Jennifer Kennedy Park One Liberty Plaza New York NY 10006	soneal@cgsh.com jbromley@cgsh.com aweaver@cgsh.com rmukhi@cgsh.com jpark@cgsh.com	Overnight Mail
Trustee for the Second Lien PIK Notes, the Holdings Unsecured Notes (8.00%), and the Holdings Unsecured PIK Notes (8.00%), and Top Creditor	Computershare Trust Company, N.A.	Attn: Michael A. Smith, Vice President – Corporate Trust 2950 Express Drive South, Suite 210 Islandia NY 11749	Michael.smith2@computershare.com	Overnight Mail
Counsel to Citibank, N.A., as administrative agent under the Stand-Alone L/C Facility	Davis Polk & Wardwell LLP	Attn: Marshall S. Huebner, Esq, Eli J. Vonnegut, Esq. 450 Lexington Avenue New York NY 10017	marshall.huebner@davispolk.com eli.vonnegut@davispolk.com sears.service@davispolk.com	Overnight Mail
Top 20 Unsecured Creditor	Hanesbrands Inc	Attn: Joia Johnson, Chief Administrative Officer and General Counsel 1000 East Hanes Mill Road Winston Salem NC 27105	joia.johnson@hanes.com howard.upchurch@hanes.com	Overnight Mail
Counsel to UBS AG, as lender for the Sparrow Term Loan maturing 2019, McLane Company, Inc.	Hunton Andrews Kurth LLP	Attn: Brett L. Gross, Michael S. Legge 200 Park Avenue New York NY 10166	bgross@huntonak.com mlegge@huntonak.com	Overnight Mail
IRS Insolvency Section	Internal Revenue Service	Attn: Centralized Insolvency Operation 2970 Market Street Philadelphia PA 19104-5016	Mimi.M.Wong@irsconsult.treas.gov	Overnight Mail
IRS Insolvency Section	Internal Revenue Service	Attn: Centralized Insolvency Operation P.O. Box 7346 Philadelphia PA 19101-7346	Mimi.M.Wong@irsconsult.treas.gov	Overnight Mail
Counsel to Aransas County, Bee County, Jim Wells CAD, Nueces County, City of Harlingen, Hidalgo County, Victoria County, Blanco CAD, Harlingen CISD, Cameron County	Linebarger Goggan Blair & Sampson, LLP	Attn: Diane Wade Sanders P.O. Box 17428 Austin TX 78760		Overnight Mail
United States Trustee Southern District of New York	Office of The United States Trustee for Region 2	Attn: Paul Schwartzberg, Richard Morrissey 201 Varick St. Ste. 1006 New York NY 10014	richard.morrissey@usdoj.gov paul.schwartzberg@usdoj.gov	Overnight Mail
Top 20 Unsecured Creditor	Paco (China) Garment Ltd	Attn: Lily Wang No 9 Yueyang Road, Building B Qingdao Shandong 266000 China	lily@pacogarment.com	Overnight Mail
Securities and Exchange Commission - Headquarters	Securities & Exchange Commission	Attn: Secretary of the Treasury 100 F Street, NE Washington DC 20549	secbankruptcy@sec.gov NYROBankruptcy@sec.gov	Overnight Mail

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Securities and Exchange Commission - Regional Office	Securities & Exchange Commission – NY Office	Attn: Bankruptcy Department Brookfield Place 200 Vesey Street, Suite 400 New York NY 10281-1022	bankruptcynoticeschr@sec.gov	Overnight Mail
Successor Trustee for the SRAC Unsecured PIK Notes, SRAC Unsecured Notes, and the SRAC Medium Term Notes	The Bank of New York Mellon Trust Company	Attn: Corporate Trust Administration 101 Barclay St., Floor 8W New York NY 10286		Overnight Mail
Top 5 Secured Creditor and Pension Benefit Guaranty Corporation ("PBGC")	The Pension Benefit Guaranty Corporation (PBGC)	Attn: Judith Starr, Kartar S. Khalsa, William McCarron, Jr., & Adi Berger, Director Office of the General Counsel 1200 K Street, N.W. Washington DC 20005-4026	Starr.Judith@pbgc.gov mccarron.william@pbgc.gov efile@pbgc.gov	Overnight Mail
Top 20 Unsecured Creditor	TJ Tianxing Kesheng Leather Products Co Ltd	Attn: Power Wang No. 2 Jianshe Road Baodi District Tianjin Tianjin 301200 China	powerwangtxks@vip.126.com	Overnight Mail
Indenture trustee for the KCD IP Asset Backed Notes	U.S. Bank National Association	Attn: Jose A Galarza, Vice President, Global Structured Finance 190 S. LaSalle Street, 3rd Floor MS: MK-IL-SL7M Chicago IL 60603	jose.galarza@usbank.com	Overnight Mail
United States Attorney's Office for the Southern District of New York	US Attorney for Southern District of New York	Attn: Bankruptcy Division 86 Chambers Street 3rd Floor New York NY 10007	David.Jones6@usdoj.gov Jeffrey.Oestericher@usdoj.gov Joseph.Cordaro@usdoj.gov Carina.Schoenberger@usdoj.gov Lawrence.Fogelman@usdoj.gov Peter.Aronoff@usdoj.gov Linda.Riffkin@usdoj.gov	Overnight Mail
Indenture Trustee for the Second Lien Notes	Wilmington Trust, National Association	Attn: Sears Holdings Corp. Administrator Corporate Capital Markets 50 South Sixth Street, Suite 1290 Minneapolis MN 55402		Overnight Mail
Counsel to Eastview Mall, LLC, Greece Ridge, LLC & The Marketpalce	Wilmorite Management Group LLC	Attn: Donald C. Cowan, Jr. 1265 Scottsville Road Rochester NY 14624		Overnight Mail

**Exhibit G**

## Exhibit G

DIP Objectors Service List

Served via Overnight Mail

NAME NOTICE	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE
Kelley Drye & Warren LLP	Attn: Robert L. Lehane, Scott L. Fleischer	101 Park Avenue	New York	NY	10178
Husch Blackwell LLP	Attn: Marshall C. Turner	190 Carondelet Plaza, Suite 600	St. Louis	MO	63105
Thompson Hine LLP	Attn: John C. Allerdig	3900 Key Center, 127 Public Square	Cleveland	OH	44114-1291
FARRELL FRITZ, P.C.	Attn: Patrick Collins; Veronique A. Urban	400 RXR Plaza	Uniondale	NY	11556
Cohne Kinghorn P.C.	Attn: George Hofmann	111 East Broadway, 11th Floor	Salt Lake City	UT	84111
Rogers Law Offices	Attn: Beth E. Rogers	100 Peachtree Street, Ste. 1950	Atlanta	GA	30303



**Exhibit H**

Union Service List  
Served via Overnight Mail

MMLID	NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE
4778440	IBEW Local 8	Attn: Eric Grossweiler	807 Lime City Rd	Rossford	OH	43460
4778425	IBT 150	Attn: Marty Crandall	7120 East Parkway	Sacramento	CA	95823
4778424	IBT 174	Attn: Pete Lamb	14675 Interurban Ave South, South 303	Tukwila	WA	98168
4778431	IBT Local 348	Attn: Gerard Colant	272 West Market Street	Akron	OH	44303
4778434	IUOE Local 399	Attn: Mike Materson	2260 S. Grove Street	Chicago	IL	60616
4778435	IUOE Local 70	Attn: Drew Brodeen	2272 County Road D East	White Bear Lake	MN	55110
4778438	Steelworkers Local 5852-28	Attn: Rick Benson	1945 Lincoln Hwy North	Versailles	PA	15137
4778428	Teamsters 705	Attn: Joe Bakes	1645 W. Jackson Blvd., Fl 7	Chicago	IL	60612-3227
4778437	Teamsters Local 107	Attn: Shawn Dougherty	12275 Townsend Rd	Philadelphia	PA	19154
4778436	Teamsters Local 243	Attn: Jim (Cinci) Cianciola	39420 Schoolcraft	Plymouth Twp	MI	48170
4778439	Teamsters Local 688	Attn: Chris Tongay	4349 Woodson Rd	St Louis	MI	63134
4778426	UAW 1112	Attn: Ben Strickland	298 North Lipkey Rd. North	Jackson	OH	44451
4778427	UAW 8275	Attn: Kieran Martin	1375 Virginia Dr. Suite 201	Fort Washington	PA	19034
4778432	UFCW Local 880	Attn: Michael Martino	9199 Market Place, Suite 2	Broadview Heights	OH	44147
4778430	UFCW Local 881	Attn: Jeffrey Collier	1 Sunset Hills Executive Drive, Suite 102	Edwardsville	IL	62025
4778433	UFCW Local 881	Attn: Jeffrey Collier Paul Schaefer	1 Sunset Hills Executive Drive, Suite 102	Edwardsville	IL	62025
4778423	Workers United SEIU Local 196	Attn: Tanita Williams	209 9th Street, 10th Floor	Pittsburg	PA	15222
4778422	Workers United SEIU Local 512	Attn: Evely Zepada	920 S Alvarado St	Los Angeles	CA	90006-3008

**Exhibit I**

Lienholders Service List  
Served via Overnight Mail

NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE
20TH CENTURY FOX HOME ENTERTAINMENT		2121 AVENUE OF THE STARS 14TH FLOOR		LOS ANGELES	CA	90067
ABRIM ENTERPRISES INC		3940 59TH ST		WOODSIDE	NY	11377
ACCO Brands USA LLC		4 Corporate Drive		Lake Zurich	IL	60047
ALLURE GEMS LLC		1212AVENUE OF AMERICAS	RM 1600	NEW YORK	NY	10036
AMANA COMPANY LP DBA AMANA APPLNCS		2800 220TH TRAIL		AMANA	IA	52204
AMERICAN GREETINGS CORPORATION		ONE AMERICAN RAOD		CLEVELAND	OH	44144
AMERICAN GREETINGS CORPORATION		ONE AMERICAN BOULEVARD		CLEVELAND	OH	44145
ANERI JEWELS LLC		15 WEST 47TH STREET STE 307		NEW YORK	NY	10036
APS Express Inc	c/o Figliulo & Silverman	J R Figliulo & T D Warman	10 S LaSalle St Ste 3600	Chicago	IL	60603
APS Express Inc	c/o Palter Stokley Sims Pllc	N Martinez W Stokley	8115 Preston Rd Ste 600	Dallas	TX	75225
APS Express Inc	c/o Gensburg Calandriello & KanterPC	Norman B Berger 200 W Adams St	200 W Adams St 2425	Chicago	IL	60606
APS Express Inc	c/o Husch Blackwell LLP	Michael D Hayes	120 S Riverside Plaza Ste 2200	Chicago	IL	60606-4473
AT&T MOBILITY 11 LLC		1025 LENOX PARK BLVD NE		ATLANTA	GA	30319
BANK OF NEW YORK AS NOTE TRUSTEE		101 BARCLAY 22ND FLOOR WEST		NEW YORK	NY	10286
Beauty Gem Inc		15 WEST 47TH STREET SUITE 404		NEW YORK	NY	10036
BEAUTY GEM INC		1200 Ave OF THE AMERICAS 4TH FLOOR		NEW YORK	NY	10036
BIOLAB INC		1735 NORTH BROWN ROAD		LAWRENCEVILLE	GA	30049
BOFA AS CONTROL COCOLLATERAL AGENT		100 FEDERAL STREET 9TH FLOOR		BOSTON	MA	02110
BRACKETRON INC		5624 LINCOLN DR		EDINA	MN	55439
BURWOOD GROUP INC		125 S WACKER DR	STE 2950	CHICAGO	IL	60606
CANON FINANCIAL SERVICES INC		158 GAITHER DRIVE SUITE 200		MT LAUREL	NJ	08054
CAPTIVE FINANCE SOLUTIONS LLC		120 E LAKE STREET 207		SANDPOINT	ID	83864
CARPENTER CHARLES	COONEY AND CONWAY			CHICAGO	IL	60602
CARPENTER DIANE	COONEY AND CONWAY	120 N LASALLE 30F		CHICAGO	IL	60602
CHAPAL ZENRAY INC		4435 SPRING VALLEY ROAD		DALLAS	TX	75244
CITIBANK NA AS ADMINISTRATIVE AGENT		390 GREENWICH STREET 1ST FLOOR		NEW YORK	NY	10013
CITIZENS FIRST NATIONAL BANK		606 SOUTH MAIN STREET		PRINCETON	IL	61356
CLOVER TECHNOLOGIES GROUP LLC		4200 COLUMBUS STREET		OTTAWA	IL	61350
COAInc DBA Coaster Co of America	James D Benak	Tatzlaff Law Offices LLC	227 W Monroe St Ste 3650	Chicago	IL	60606
COMBINE INTERNATIONAL INC	DBA IL MFG CO SHAN CORP	ANDOR NSM CORP	354 INDUSCO COURT	TROY	MI	48083
CROSS COUNTRY HOME SERVICES INC		1625 NW 136TH AVENUE SUITE 200		FT LAUDERDALE	FL	33323-2802
CROWN CREDIT COMPANY		40 S WASHINGTON STREET		NEW BREMEN	OH	45869
DELL FINANCIAL SVCES LTD PRTSHIP		14050 SUMMIT DR BULDNG A STE 101		AUSTIN	TX	78758
DELL FINANCIAL SERVICES LLC		MAIL STOPPS2DF23 ONE DELL WAY		ROUND ROCK	TX	78682
DIEGO GENOVEVA	MAHONEY CROWE GOLDRICK PC	77 W WASHNGTON 1515		CHICAGO	IL	60602
DISONS GEMS INC		415 MADISON AVENUE SUITE 800		NEW YORK	NY	10017
DLINK SYSTEMS INC		17595 MT HERRMANN ST		FOUNTAIN VALLEY	CA	92708
EARLY MORNING LLC		230 MARY AVENUE		GREENDALE	IN	47025
ENVISIONS LLC		529 FIFTH AVENUE 19TH FLOOR		NEW YORK	NY	10017
ET ENTERPRISES DISTRIBUTORS LLC		500 5TH AVE		NEW YORK	NY	10110
ET Enterprises Distributors LLC		243 Veterans Blvd		Carlstadt	NJ	07072
FLORIDA DEPARTMENT OF REVENUE		OUT OF STATE CTRL COLLECTIONS UNIT	5050 W TENNESSEE ST	TALLAHASSEE	FL	32399-6586
Gerald Greene	co Kaufman Coren & Ress PC	De Vito Gross et al 2001 Market St	Two Commerce Square Ste 3900	Philadelphia	PA	19103

Lienholders Service List  
Served via Overnight Mail

NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE
Gerald Greene	co Miller Law LLC	M A Miller K E Boychuck L A Fanning	115 South LaSalle Street	Chicago	IL	60603
GOLD LLC		3575 WEST CAHUENGA BLVD SUITE 680		LOS ANGELES	CA	90068
HEWLETTPACKARD FINCL SERVICES CO		200 CONNELL DRIVE		BERKELEY HEIGHTS	NJ	07922
Hilco Wholesale Solutions LLC		5 Revere Drive Suite 206		Northbrook	IL	60062
HEMOCARE LABS INC		1735 NORTH BROWN ROAD		LAWRENCEVILLE	GA	30049
Horizon Group USA Inc		76 Stirling Road		WARREN	NJ	07059
Horizon Group USA Inc		45 Technology Drive		WARREN	NJ	07059
HOUSE OF MARLEY LLC		3000 PONTIAC TRAIL		COMMERCE TWP	MI	48390
HOUSTON ROBERT	ATTN LANGENDORF ROBERT A	134 N LASALLE1515		CHICAGO	IL	60602
ILLINOIS DEP OF TRANSPORTATION	Hanley Building	2300 S Dirksen Parkway		Springfield	IL	62764
JACMEL JEWELRY INC		1385 BROADWAY 8TH FLOOR		NEW YORK	NY	10018
JOSEPH ENTERPRISES INC		425 CALIFORNIA ST SUITE 300		SAN FRANCISCO	CA	94104
JPMORGAN CHASE BANK, N. A.	P.O. BOX 33035			LOUISVILLE	KY	40202
JPMORGAN CHASE BANK, N.A. ,AS ADMINISTRATIVE AGENT	P.O. BOX 2558			HOUSTON	TX	77252
JPP 11 LLC		1170 KANE CONCOURSE SUITE 200		BAY HARBOR ISLANDS	FL	33154
JPP II LLC		1170 KANE CONCOURSE SUITE 200		BAY HARBOR ISLANDS	FL	33154
JPP II LLC AGENT BENEFIT OF LENDERS		1170 KANE CONCOURSE SUITE 200		BAY HARBOR ISLANDS	FL	33154
JPP II LLC AGENT BENEFIT OF LENDERS		1170 KANE CONCOURSE SUITE 200		BAR HARBOR ISLANDS	FL	33154
JPP LLC		1170 KANE CONCOURSE SUITE 200		BAY HARBOR ISLANDS	FL	33154
JPP LLC AS AGENT		1170 KANE CONCOURSE SUITE 200		BAY HARBOR ISLANDS	FL	33154
KAMASCHACHTER JEWELRY INC		42 WEST 48TH STREET 15TH FLOOR		NEW YORK	NY	10036
KATHY LARIMORE INDENTURE TRUSTEE	AS ASSIGNEE TO WILLIAM J JADE	CO SHAWMUT BANK CTNAT ASSC	777 MAIN ST	HARTFORD	CT	06115
KCD IP LLC	CO SEARS HOLDINGS MGMT CORP	3333 BEVERLY ROAD		HOFFMAN ESTATES	IL	60179
LANDS END INC		5 LANDS END LANE		DODGEVILLE	WI	53595
LASALLE BANK NA		210 WEST 10TH STREET		KANSAS CITY	MO	64105
LaSalle Bank National Association	Trustee for Structured	Asset Securities Corp	210 WEST 10TH ST 6TH FL	KANSAS CITY	MO	64105
LG ELECTRONICS USA INC		1000 SYLVAN AVENUE		ENGLEWOOD CLIFFS	NJ	07632
LM FARMS LLC		230 MARY AVENUE		GREENDALE	IN	47025
LUCENT JEWELERS INC		1200 AVENUE OF AMERICAS 5TH FLOOR		NEW YORK	NY	10036
MANTUA MANUFACTURING CO		31050 DIAMOND PARKWAY		OLON	OH	44139
MANTUA MANUFACTURING CO		31050 DIAMOND PARKWAY		GLENWILLOW	OH	44139
MAXCOLOR LLC		5 S WABASH AVE 1810		CHICAGO	IL	60603
MAXMARK INC		5 S WABASH AVENUE SUITE 1728		CHICAGO	IL	60603
MAYTAG APPLIANCES SALES COMPANY		403 WEST FOURTH STREET NORTH		NEWTON	IA	50208
MCPHERSON HOWARD	ANKIN HOWARD H ATTY AT LA	10 N DEARBORN 500		CHICAGO	IL	60602
Mill Creek Entertainment LLC		2445 Nevada Avenue N		Golden Valley	MN	55427
MJ HOLDING COMPANY, LLC	PO BOX 007			BEDFORD PARK	IL	60499
NAUMANN HOBBS MATERIAL HANDLING CORPORATION II IN	PO BOX 21388			PHOENIX	AZ	85036
NCR Corporation		1700 South Patterson Blvd		DAYTON	OH	45479
ND GEMS INC		1200 AVENUE OF THE AMERICAS	5TH FLOOR	NEW YORK	NY	10036
Nina Greene	co Kaufman Coren & Ress PC	De Vito Gross et al 2001 Market St	Two Commerce Square Suite 3900	Philadelphia	PA	19103
Nina Greene	co Miller Law LLC	M A Miller K E Boychuck L A Fanning	115 South LaSalle Street	Chicago	IL	60603

Lienholders Service List  
Served via Overnight Mail

NAME	NOTICE NAME	ADDRESS 1	ADDRESS 2	CITY	STATE	POSTAL CODE
NMHG FINANCIAL SERVICES, INC.	P.O. BOX 35701			BILLINGS	MT	59107-5701
PENSION BENEFIT GUARANTY CORP		1200 K STREET N W	SUITE 320	WASHINGTON	DC	20005-4026
Plus Mark LLC	One American Boulevard			CLEVELAND	OH	44145
PLYMOUTH PACKAGING INC		DBA BOX ON DEMAND	4075 W COLUMBIA AVE	BATTLE CREEK	MI	49015
RGGD INC DBA CRYSTAL ART GALLERY		4950 SOUTH SANTA FE AVENUE		VERNON	CA	90058
RICHLINE GROUP INC		1385 BROADWAY		NEW YORK	NY	10018
Riverstone USA LLC		18 Industrial A venue		Mahwah	NJ	07430
ROBERT JACOB SCOTT		225 NORTH COLUMBUS 4606		CHICAGO	IL	60601
ROSY BLUE INC		529 FIFTH AVENUE		NEW YORK	NY	10017
Royal Consumer Products LLC		108 Main Street		Norwalk	CT	06851
RX GEAR LLC		2300 CROWN COLONY DRIVE		QUINCY	MA	02169
S & J DIAMOND CORP		415 MADISON AVENUE SUITE 800		NEW YORK	NY	10017
Sakar International Inc		195 CARTER AVENUE		EDISON	NJ	08817
Scents of Worth Inc		35 Sawgrass Drive		BELLPORT	NY	11713
SEIKO CORPORATION OF AMERICA		1111 MACARTHUR BOULEVARD		MAHWAH	NJ	07430
Shaghal Ltd		2231 Colby Avenue		Los Angeles	CA	90064
SHANTI CORPORATION	DBA VIJAY GOLD DESIGNS	1212 AVENUE OF THE AMERICAS		NEW YORK	NY	10036
SHAWMUT BANK CONNECTICUT NAT ASSC	AS OWNER TRUSTEE	CORP TRUST ADMINISTRATION	777 MAIN STREET	HARTFORD	CT	06115
SHAWMUT BANK CT NAT ASSC	AS INDETURE TRUSTEE	ASSIGNEE OF WILMINGTON TRUST CO	777 MAIN STREET	HARTFORD	CT	06115
SOFT AIR USA INC		4265 TRADE CENTER DRIVE	SUITE 130	GRAPEVINE	TX	76051
STARWOOD PROP MORTGAGE SUB 9A LLC	c/o STARWOOD CAPITAL GROUP	591 W PUTNAM AVENUE		GREENWICH	CT	06830
STARWOOD PROPERTY MORTGAGE LLC		691 W PUTNAM AVENUE		GREENWICH	CT	06830
STARWOOD PROPERTY MORTGAGE LLC		591 W PUTNAM AVENUE		GREENWICH	CT	06830
STATE STREET BANK AND TRUST COMPANY		1801 Century Park East	Suite 1440	Los Angeles	CA	90067-2316
STATE STREET BK & TR CO CT NA TTEE		225 ASYLUM ST	GOODWIN SQ	HARTFORD	CT	06103
STEELCASE FINANCIAL SERVICES INC		901 44TH STREET SE		GRAND RAPIDS	MI	49508
STRUCTURED ASSET SECURITIES CORP		210 WEST 10TH STREET		KANSAS CITY	MO	64105
SUBERI BROTHERS LLC		902 BROADWAY		NEW YORK	NY	10010
SUMIT DIAMOND GROUP LLC		592 FIFTH AVENUE 4TH FLOOR		NEW YORK	NY	10036
SUN DIAMOND INC		255 WEST 36TH STREET 7TH FLOOR		NEW YORK	NY	10018
SUN DIAMOND INC DBA SUN SOURCE		255 WEST 36TH STREET 7TH FLOOR		NEW YORK	NY	10018
THE LUXE GROUP INC		304 HUDSON STREET 5 FLOOR		NEW YORK	NY	10013
THE NEWS GROUP LP		1955 LAKE PARK DR STE 400		SMYRNA	GA	30080
THOMPSON TRACTOR CO., INC.	PO BOX 10367			BIRMINGHAM	AL	35202
THREE POINT CAPITAL LLC		630 5TH AVENUE SUITE 2505		NEW YORK	NY	10111
TIGER CAPITAL GROUP LLC		99 PARK AVENUE SUITE 1930		NEW YORK	NY	10016
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US BANK NATIONAL ASSOCIATION	AS TRUSTEE CO MIDLAND LOAN SVS	A DIV OF PNC BANK NAT ASSC	10851 MASTIN STE 700	OVERLAND PARK	KS	66210
US BANK NATIONAL ASSOCIATION	PO BOX 970668			BOSTON	MA	02196
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Exhibit J

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Successor Trustee for the SRAC Unsecured PIK Notes, SRAC Unsecured Notes, and the SRAC Medium Term Notes	The Bank of New York Mellon Trust Company	Attn: Corporate Trust Administration 101 Barclay St., Floor 8W New York NY 10286		Overnight Mail

DESCRIPTION	NAME	ADDRESS	EMAIL	METHOD OF SERVICE
Top 5 Secured Creditor and Pension Benefit Guaranty Corporation ("PBGC")	The Pension Benefit Guaranty Corporation (PBGC)	Attn: Judith Starr, Kartar S. Khalsa, William McCarron, Jr., & Adi Berger, Director Office of the General Counsel 1200 K Street, N.W. Washington DC 20005-4026	Starr.Judith@pbgc.gov mccarron.william@pbgc.gov efile@pbgc.gov	Overnight Mail and Email
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Indenture trustee for the KCD IP Asset Backed Notes	U.S. Bank National Association	Attn: Jose A Galarza, Vice President, Global Structured Finance 190 S. LaSalle Street, 3rd Floor MS: MK-IL-SL7M Chicago IL 60603	jose.galarza@usbank.com	Overnight Mail and Email
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Wilmington Savings Fund Society, FSB, as Trustee of the 7.00% 12.00% PIK-Toggle Notes	Wilmington Savings Fund Society, FSB	Attn: Patrick J. Healy 501 Carr Road Suite 100 Wilmington DE 19801	phealy@wsfsbank.com	Email
Indenture Trustee for the Second Lien Notes	Wilmington Trust, National Association	Attn: Sears Holdings Corp. Administrator Corporate Capital Markets 50 South Sixth Street, Suite 1290 Minneapolis MN 55402		Overnight Mail

Exhibit J

Master Service List  
Served as set forth below

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Counsel to Fruit of the Loom, Inc., Vanity Fair Brands, LP and Russell Brands, LLC	Wyatt, Tarrant & Combs, LLP	Attn: Mary L. Fullington 250 West Main Street Suite 1600 Lexington KY 40507-1746	mfullington@wyattfirm.com	Email