

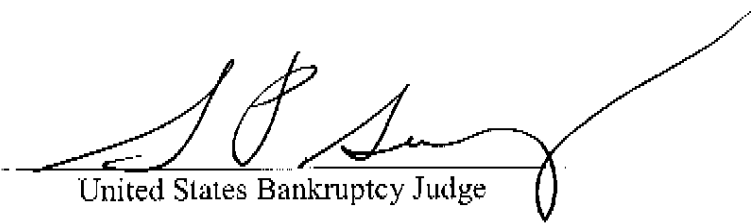
**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

In re:)	Case No. 02-02474
)	Chapter 11
KMART CORPORATION, et al.,)	Hon. Susan Pierson Sonderby
)	
Debtor)	Hearing Date: January 27, 2004
)	2:00 p.m.
)	

**ORDER AUTHORIZING PAYMENT OF COMPENSATION
TO WINSTON & STRAWN, ATTORNEYS FOR THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS**

Winston & Strawn, attorneys for the Official Committee of Unsecured Creditors, having filed a final fee application (Docket No. 15709) (the "Application"), due and proper notice having been given, and the Court having heard the statements of counsel and being otherwise fully advised in the premises, the Application is hereby allowed in the total amount of \$2,168,523.02 for services and \$251,904.88 for expenses, as recommended by the Kmart Corporation Joint Fee Review Committee.

DATED: JAN 27 2004


United States Bankruptcy Judge