United States Bankruptcy Court
District of Maryland

In re: Mattress Discounters Corporation

Case No. 02-22330
Chapter 11

Summary of Schedules-AMENDED

Name of Schedule	Attached (Yes / No)	No. of Sheets	Amounts Scheduled Assets	Amounts Scheduled Liabilities
A - Real Property	Yes	1	$ 412,323	
B - Personal Property	Yes	32	$ 32,526,553	
C - Property Claimed as Exempt	No	-	$ -	
D - Creditors Holding Secured Claims	Yes	1		$ 30,243,331
E - Creditors Holding Unsecured Priority Claims	Yes	12		$ 7,278,290
F - Creditors Holding Unsecured Non-Priority Clain	Yes	66		$ 170,200,946
G - Executory Contracts and Unexpired Leases	Yes	15		
H - Codebtors	Yes			
I - Current Income of Individual Debtors	No		$ -	
J - Current expenditures of Individual Debtors	No		$ -	
Total number of sheets of ALL schedules		127		
Total Assets			$ 32,938,876	
Total Liabilities				$ 207,722,567

FILED
JAN 27 2003
DISTRICT OF MARYLAND
GREENBELT
DOCKET BOX

507

#138104v1<Boston>

SCHEDULE B – AMENDED

United States Bankruptcy Court
District of Maryland

In re: Mattress Discounters Corporation

Case No. 02-22330
Chapter 11

Index Page - Schedule B - Personal Property-AMENDED

Item No.	Description of Item	NONE	Description and Location of Property	HWJC	Current market value without deducting any secured interest
1	Cash on hand		See Attached	n/a	$ 34,854
2	Checking, savings or all other financial accounts		See Attached	n/a	5,247,391
3	Security deposits		See Attached	n/a	577,699
4	Household goods and furnishings, including audio, video and computer equipment	X		n/a	-
5	Books, pictures and other art objects and similar assets	X		n/a	-
6	Wearing apparel	X		n/a	-
7	Furs and jewelry	X		n/a	-
8	Firearms and sports, photographic, and other hobby equipment.	X		n/a	-
9	Interests in insurance policies.	X		n/a	-
10	Annuities.	X		n/a	-
11	Interests in IRA, ERISA, Keogh or other pension or profit sharing plans.	X		n/a	-
12	Stock and interests in incorporated and unincorporated businesses.		T.J.B., Inc. stock (not publicly traded)		0.00

ATTACHMENT B-1

In re: Mattress Discounters Corporation **Case No. 02-22330**
Support for Schedule B. Personal Property - Item # 1

Type of Property	Description and Location of Property		Husband, Wife, Joint, or Community	Current Market Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
Cash On Hand	Petty Cash Corporate	9822 Fallard Court Upper Marlboro, MD 20772		3,130.00
	Petty Cash Boston	1245 Boston - Providence Hwy. Sharon, MA 02067		620.00
	Petty Cash San Francisco	26511 Danti Court Hayward, CA 94545		767.60
	Petty Cash Southern California	900 East Vermont Ave. Anaheim, CA 92805		1,050.00
	Petty Cash Pittsburgh	251 Clairton Boulevard Pittsburgh, PA 15236		550.00
	Petty Cash Detroit	21150 Trolley Ind. Road Taylor, MI 48180		200.00
	Petty Cash Tampa	5001 Gateway Boulevard Lakeland, FL 33811		250.00
	Petty Cash Miami	2955 W. Corp. Lakes Boulevard Weston, FL 33331		400.00
	Petty Cash Comfort Source MD	9821 Fallard Court Upper Marlboro, MD 20772		600.00
	Petty Cash Comfort Source CA	13170 Marlay Ave. Fontana, CA 92335		300.00
	Cash in Store WBR	9822 Fallard Court Upper Marlboro, MD 20772		8,341.33
	Cash in Store Boston	1245 Boston - Providence Hwy. Sharon, MA 02067		2,700.00
	Cash in Store Northern California	26511 Danti Court Hayward, CA 94545		5,367.00
	Cash in Store Southern California	900 East Vermont Ave. Anaheim, CA 92805		5,800.00
	Cash in Store Pittsburgh	251 Clairton Boulevard Pittsburgh, PA 15236		1,000.00
	Cash in Store Michigan	21150 Trolley Ind. Road Taylor, MI 48180		1,500.00
	Cash in Store San Diego	8604 Miramar Road San Diego, CA 92126		300.00
	Cash in Store Miami	2955 W. Corp. Lakes Boulevard Weston, FL 33331		1,978.00
				34,853.93

ATTACHMENT B-2

In re: Mattress Discounters Corporation
Support for Schedule B. Personal Property - Item # 2

Case No. 02-22330

Type of Property	Description and Location of Property		Husband, Wife, Joint, or Community	Current Market Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
Cash In Financial Accounts	Cash First Union Master	PO Box 563966 Charlotte, NC 28262		2,046,667.35
	First Union Cash Escrow	PO Box 563966 Charlotte, NC 28262		1,863,682.74
	First Union Denver Escrow	1525 West Harris Boulevard Charlotte, NC 28288		354,766.65
	First Union CDA	PO Box 563966 Charlotte, NC 28262		0.00
	Certificates of Deposit	PO Box 25118 Tampa FL, 33622		87,156.27
	Wells Fargo Operating	PO Box 63020 San Francisco, CA 94163		281,907.72
	Wells Fargo Southern California	PO Box 63020 San Francisco, CA 94163		0.00
	Wells Fargo Northern California	PO Box 63020 San Francisco, CA 94163		0.00
	First Union Payroll	PO Box 563966 Charlotte, NC 28262		0.00
	First Union Visa	PO Box 563966 Charlotte, NC 28262		0.00
	First Union American Express	PO Box 563966 Charlotte, NC 28262		0.00
	First Union Discover	PO Box 563966 Charlotte, NC 28262		0.00
	JP Morgan Collateral	770 Park Ave. New York, NY 10017		351,142.34
	Bowie	PO Box 25118 Tampa FL, 33622		111,111.63
	Hagerstown	PO Box 518 Fredrick, MD 21705		2,433.79
	Brookline	PO Box 2197 Boston, MA 02106		81,315.06
	Daly City	PO Box 37176 San Francisco, CA 94137		19,509.01
	McKnight Road	116 Allegheny Center Mall Pittsburgh, PA 15212		33,080.00
	Southfield	2600 West Big Beaver Road Troy, MI 48084		31,839.50
	Hialeah	PO Box 25118 Tampa FL, 33622		9,778.68
				5,274,390.74

ATTACHMENT B-3

In re: Mattress Discounters Corporation **Case No. 02-22330**

Support for Schedule B. Item # 3 -Security Deposits

Holder of Security Deposit	Relationship to Debtor	Address of Security Holder	Amount
Theodore F. Bodnar, Jr.	Landlord	117 East Franklin Street Hagerstown, MD 21740	$4,000.00
O.J.B. Investment Group	Landlord	7819 Norfolk Avenue Bethesda, MD 20814	$18,472.92
Bhuller Enterprises, Inc.	Landlord	6205 Old Keene Mill Court Springfield, VA 22152	$3,541.66
Somers, LLC	Landlord	124 South Arch Road Richmond, VA 23236	$4,446.67
G.B. Mall Limited Partnership	Landlord	4912 Del Ray Avenue Bethesda, MD 20814	$4,050.00
Shelbourne Properties I L.P.	Landlord	7 Bulfinch Place, Suite 500 Boston, MA 02114	$1,706.67
Herman Lubcher Properties, LLC	Landlord	2 Meadow Road Baltimore, MD 21212	$8,000.00
Super Lawns, Inc.	Service	P.O. Box 236 Burtonsville, MD 20866	$85.00
Public Storage Institutional Fund III	Landlord	1015 Grandview Avenue Glendale, CA 91201	$9,479.16
Sugar Oak Realty	Landlord	481 Carlisle Drive Herndon, VA 22070	$5,000.00
McCuan Development Group, Inc.	Landlord	5550 Sterett Place, Suite 312 Columbia, MD 21044	$9,000.00
Douglas Development Corp.	Landlord	702 H Street, NW Washington, DC 20001	$25,000.00
Pepco	Utility	P.O. Box 97275 Washington, DC 20090	$2,530.00
Town of Leesburg	Utility	25 West Market Street Leesburg, VA 20178	$150.00
City of Richmond	Utility	P.O. Box 26060 Richmond, VA 23274	$500.00
Dominion Virginia Power	Utility	P.O. Box 26543 Richmond, VA 23290	$100.00
The Granite Street Realty Corp.	Landlord	845 Washington Street Braintree, MA 02184	$7,398.00
Paul Garabedian, Jr Trustee	Landlord	179 Main Street Salem, NH 03079	$21,675.00
Nash Family Investments Prop.	Landlord	40 Temple Street Nashua, NH 03060	$493.00
Boylston 425 Limited Partnership	Landlord	425 Boylston Street, Suite 9 Boston, MA 20116	$7,539.88
385 Providence Highway Real Estate LLC	Landlord	180 LaGrange Street West Roxbury, MA 02132	$8,026.00
TMLP	Utility	55 Weir Street Taunton, MA 02780	$1,800.00
Marx Realty & Improvement Co., Inc.	Landlord	708 Third Avenue, 15 Floor New York, NY 10017	$50,000.00
Dimitrios Papagiannakis & Maria Papagiannakis	Landlord	2100 Sound Drive Greenport, NY 11944	$30,000.00
POP Realty Corp.	Landlord	275 Route 22 E Springfield, NJ 07081	$21,083.34
Robert Ciardullo	Landlord	170 Maple Avenue, #305 White Plains, NY 10601	$7,500.00
William Battaglia, Et.al	Landlord	1575 Grace Avenue San Jose, CA 95125	$5,000.00
Anna Garibotti	Landlord	1931 San Miguel Drive, Suite 100 Walnut Creek, CA 94596	$8,840.00
Biagini Properties, Inc.	Landlord	333 W. El Camino Real, Suite 240 Sunnyvale, CA 94087	$5,534.00
T & E Malone Trust	Landlord	1794 View Drive San Leandro, CA 94577	$5,000.00
Chieh Hsin Liu and Katherine Liu	Landlord	298 4th Avenue, PMB 398 San Francisco, CA 94118	$20,000.00

In re: Mattress Discounters Corporation **Case No. 02-22330**

Support for Schedule B. Item # 3 -Security Deposits

Holder of Security Deposit	Relationship to Debtor	Address of Security Holder	Amount
Sacramento Municipal Utility District	Utility		$515.00
Modesto Irrigation District	Utility	P.O. Box 5355 Modesto, CA 95352	$750.00
T.I.D.	Utility	P.O. Box 819007 Turlock, CA 95381	$300.00
Delivery Solutions, Inc.	Delivery	14241 E. Firestone Blvd., #300 La Mirada, CA 90638	$90,000.00
San Diego Gas & Electric	Utility	P.O. Box 25111 Santa Ana, CA 92799	$6,245.00
Sports Arena Shopping Center, LLC	Landlord	3235 Hancock Street, Suite 5 San Diego, CA 92110	$8,918.25
Irvine Retail Properties Company	Landlord	5 Jenner, Suite 100 Irvine, CA 92618	$9,800.00
North Tustin Plaza, Inc.	Landlord	17542 E. 17th Street, Suite 420 Tustin, CA 92780	$5,607.30
City of Huntington Beach	Utility	2000 Main Street Huntington Beach, CA 92648	$75.00
Watt/Craig Associates	Landlord	2716 Ocean Park Blvd., Suite 3040 Santa Monica, CA 90405	$6,545.00
D.E.K.K. Associates	Landlord	640 Tigertail Road Los Angeles, CA 90049	$12,259.72
Monte Vista Water District	Utility	10575 Central Montclair, CA 91763	$50.00
Trustees of the George E. Trotter	Landlord	2032 La Colina Drive Santa Ana, CA 92705	$7,150.00
City Treasurer	Utility	1222 First Avenue San Diego, CA 92101	$14,098.00
Los Angeles Department of Water & Power	Utility		$250.00
Southern California Edison	Utility	P.O. Box 600 Rosemead, CA 91771	$56,420.00
Water Department	Utility		$45.00
Monroeville Water Authority	Utility	4185 Old Wm. Penn Hwy Monroeville, PA 15146	$75.00
Municipal Auth. of the Township of Robinson	Utility		$99.00
Dominion Peoples	Utility	P.O. Box 26784 Richmond, VA 23261	$573.00
Ramco Novi II Co.	Landlord	27600 Northwestern Highway, Suite 200 Southfield, MI 48034	$4,279.17
ASN, Inc.	Landlord	20320 W. Eight Mile Road Southfield, MI 48075	$3,958.33
Song USA, Inc.	Landlord	23600 Eureka Taylor, MI 48180	$4,306.25
Trolley Industrial L.L.C.	Landlord	28777 Northwestern Highway, Suite 100 Southfield, MI 48034	$13,394.88
City of Tampa Uitilities	Utility	P.O. Box 30191 Tampa, FL 33630	$89.28
City of Lakeland	Utility	228 S. Massachusetts Avenue Lakeland, FL 33801	$600.00
Florida Power Corporation	Utility	908 Cleveland Street Clearwater, FL 33755	$3,458.15
Lakeland Electric	Utility	P.O. Box 32006 Lakeland, FL 33802	$651.75
Hialeah Sewer & Water	Utility		$160.00
Florida Power & Light Co.	Utility	810 Charlottee Avenue West Palm Beach, FL 33401	$28,290.41

In re: Mattress Discounters Corporation **Case No. 02-22330**

Support for Schedule B. Item # 3 -Security Deposits

Holder of Security Deposit	Relationship to Debtor	Address of Security Holder	Amount
City of North Miami Florida	Utility	P.O. Box 600427 N. Miami Beach, FL 33160	$230.00
City of Boynton Beach	Utility	P.O. Box 190 Boynton Beach, FL 33425	$250.00
City of Deerfield Beach	Utility	150 N.E. 2nd Avenue Deerfield Beach, FL 33441	$50.00
City of Hollywood Utility Department	Utility	2600 Hollywood Blvd., Rm 103 Hollywood, FL 33020	$120.00
City of Plantation	Utility	P.O. Box 189044 Plantation, FL 33318	$390.00
City of West Palm	Utility	200 Second Street West Palm Beach, FL 33402	$510.00
City of Boca Raton	Utility	P.O. Box 862236 Orlando, FL 32886	$80.00
Utilities Processing Center	Utility	P.O. Box 628247 City of Boca Raton, FL 32862	$160.00
Orlando Utilities Commission	Utility	500 S. Orange Avenue Orlando, FL 32801	$936.66
City of Sanford	Utility	P.O. Box 2847 Sanford, FL 32772	$57.86
		Total of ALL Security Deposits	$577,699.31

United States Bankruptcy Court
District of Maryland

In re: Mattress Discounters Corporation

Case No. 02-22330
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Index Page - Schedule B - Personal Property

Item No.	Description of Item	NONE	Description and Location of Property	HWJC	Current market value without deducting any secured interest
13	Interests in partnerships or joint ventures	X		n/a	-
14	Governmental and corporate bonds and other negotiable and nonnegotiable instruments.	X		n/a	-
15	Accounts receivable.		See Attached	n/a	752,942
16	Alimony, maintenance, support and property settlements to which the debtor is or may be entitled.	X		n/a	-
17	Other liquidated debts owing debtor including tax refunds.	X		n/a	-
18	Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in	X		n/a	-
19	Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy or trust.	X		n/a	-

ATTACHMENT B-15

In re: Mattress Discounters Corporation
Support for Schedule B. Personal Property - Item # 15

Case No. 02-22330

Type of Property	Description and Location of Property		Husband, Wife, Joint, or Community	Current Market Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
Accounts receivable	Form 941 payroll tax claim	9822 Fallard Ct. Upper Marlboro, MD 20772		$ 288,125
	A/R Comfort Source (3rd. Party Factory Sales)	9822 Fallard Ct. Upper Marlboro, MD 20772		108,162
	Employee Advance	9822 Fallard Ct. Upper Marlboro, MD 20772		2,555
	A/R Subl/Lease Property	9822 Fallard Ct. Upper Marlboro, MD 20772		138,128
	Wells Fargo National Bank (credit card proceeds receivable)	9822 Fallard Ct. Upper Marlboro, MD 20772		215,972
				$ 752,942

United States Bankruptcy Court
District of Maryland

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Index Page - Schedule B - Personal Property

Item No.	Description of Item	NONE	Description and Location of Property	HWJC	Current market value without deducting any secured interest
20	Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims.	X		n/a	-
21	Patents, copyrights and other intellectual property.		See Attached	n/a	245,000
22	Licenses, franchises and other general intangibles.		See Attached	n/a	-
23	Automobiles, trucks, trailers and other vehicles and accessories.		See Attached	n/a	221,671
24	Boats, motors and accessories.	X		n/a	-
25	Aircraft and accessories.	X		n/a	-
26	Office equipment, furnishings and supplies.	X		n/a	-
27	Machinery, fixtures, equipment and supplies used in business.		See Attached	n/a	6,326,172
28	Inventory.		See Attached	n/a	17,089,231
29	Animals.	X		n/a	-
30	Crops - growing or harvested.	X		n/a	-

ATTACHMENT B-21

In re: Mattress Discounters Corporation **Case No. 02-22330**

Support for Schedule B

Item # 21 - Patents, Copyrights and other Intellectual Property

Type of Property	Description and Location of Property	Husband, Wife, Joint or Community Property	Current Market Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
Trademarks	See attached	n/a	$ 245,000

In re: Mattress Discounters Corporation **Case No. 02-22330**
Support for Schedule B
Item # 21 - Patents, Copyrights and other Intellectual Property

TRADEMARKS

1(800) BUY-A-BED
1-800-BED-TIME
ALLEVIARE
AMERICA'S VALUE LEADER
COMFORT SOURCE
AMERICA'S VALUE LEADER
MATTRESS DISCOUNTERS
AMERICA'S VALUE LEADER
MATTRESS DISCOUNTERS, ETC.
BELLAMENTE
CHANCELLOR
CHIRO-PROTECTOR and Design
CLASSIC ELEGANCE
CLASSIC ELEGANCE II
COMFORT SOURCE
COMFORT SOURCE (Diamond Shaped Logo Design)
COMFORTSOURCE
CROWN PRINCE
CUSHIONTON
DENSI-FLEX
DESIGNED FOR YOUR BODY, FIT FOR YOUR LIFE
DISCOVER YOUR COMFORT
DISCOVER YOUR COMFORT HAVE A GOOD NIGHT'S SLEEP ON US
ECSTASY
EMISSARY
ETERNITY
FIRMINGHAM
GENTLEFIELD
GRAND DUKE
GWENIVERE
HAVE A GOOD NIGHT'S SLEEP ON US

In re: Mattress Discounters Corporation **Case No. 02-22330**
Support for Schedule B
Item # 21 - Patents, Copyrights and other Intellectual Property

TRADE MARKS

HAVE A GOOD NIGHT'S SLEEP ON US and Jingle
HAVE A GOOD NIGHT'S SLEEP ON US. Stylized and Design
IMAGING FOAM
LA SALUTE COLLEZIONE
Logo with Dynamic Design Across the T
LORDSHIP
LUXURY WOOL DIMENSION
MAGNA-FLEX
MATRIARCH
MATTRESS DISCOUNTERS
MATTRESS DISCOUNTERS and Dynamic Design
MATTRESS DISCOUNTERS and Dynamic Design (Color)
MATTRESS DISCOUNTERS HAVE A GOOD NIGHT'S SLEEP ON US and Design
MATTRESS DISCOUNTERS HAVE A GOOD NIGHT'S SLEEP ON US. and Design
MATTRESS DISCOUNTERS HAVE A GOOD NIGHT'S SLEEP ON US and Design
MATTRESSES TO GO
MDC
MDC and design
MIRAGGIO
MISCELLANEOUS DESIGN (Dynamic Design)
NURTURE
PIACENTE
PILLOW SILK DIMENSION
PLUSHMORE

In re: Mattress Discounters Corporation **Case No. 02-22330**
Support for Schedule B
Item # 21 - Patents, Copyrights and other Intellectual Property

TRADEMARKS

PROTECTOR EDGE
RAISING COMFORT TO A NEW
DIMENSION
REGAL LADY
REGALIA
ROMANTICA
ROYAL COMFORT COLLECTION
ROYAL LADY
ROYAL SCEPTER
ROYALIST
SALUTARE
SCRIBE
SCULPTURESQUE
SENSI-FLEX
SERENITY
SERENITY II
SLEEP DIMENSIONS
SLUMBERCARE
SPINE DIMENSION
SQUIRE
SULTRESS
THE BODY & SPIRIT COLLECTION
TOCCARE
TORSO-ALIGNMENT ZONE
WE PUT AMERICA TO BED

ATTACHMENT B-22

In re: Mattress Discounters Corporation **Case No. 02-22330**

Support for Schedule B

Item # 22 - Licenses and other Intangibles

Type of Property	Description of Property	H,W,J, C	Current Market Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
Various Licenses	see attached	N/A	$ -

In re: Mattress Discounters Corporation **Case No. 02-22330**

Support for Schedule B

Item # 22 - Licenses and other Intangibles

Type of Property	Description of Property	H,W,J, C	Current Market Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
License Agreement dated March 22, 1999 granting a license in the following marks from T.B.J., Inc. to Mattress Discounters Corporation:	1-(800) BUY-A-BED; 1-800-BED-TIME; AMERICA'S VALUE LEADER MATTRESS DISCOUNTERS and Design; HAVE A GOOD NIGHT'S SLEEP ON US; HAVE A GOOD NIGHT'S SLEEP ON US, MATTRESS DISCOUNTERS and Jingle; MATTRESS DISCOUNTERS; MATTRESS DISCOUNTERS HAVE A GOOD NIGHT" SLEEP ON US and design; SLEEPCARE; SLUMBERCARE		
License Agreement dated June 21, 2002 granting a license in the following marks from The Bedding Experts, Inc. to Mattress Discounters Corporation:	BEDDING EXPERTS; THE BEDDING EXPERTS; WHERE DREAMS COME TRUE; THE BEDDING EXPERTS INC. WHERE DREAMS COME TRUE and design		
License Agreement dated June 11, 1986 granting a license in the following marks from T.J.B., Inc. (Licensor) to Maggie's Enterprises, Inc., Lytell Industries, Inc., Roger Magowitz; Warren S. Teitelbaum; Jerry Lytell an Steven Lytell (Licensee):	Trade Name and all trademarks and service marks		

ATTACHMENT B-23

In re: Mattress Discounters Corporation **Case No. 02-22330**

Support for Schedule B. Personal Property - Item # 23

Type of Property	Description and Location of Property	Husband, Wife, Joint, or Community	Current Market Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
Vehicles	Washington D.C., Maryland, Virginia		$ 71,586
	Boston		15,201
	San Francisco		13,410
	Los Angeles		46,729
	Pittsburgh		16,391
	Detroit		23,631
	Miami		7,455
	Comfort Source - Upper Marlboro, MD		10,863
	Comfort Source - Fontana, CA		10,800
	Comfort Source - Montgomery, AL		5,605
			$ 221,671

Note: Detailed schedules listing asset by asset are attached to this schedule.

ATTACHMENT B-27

In re: Mattress Discounters Corporation
Support for Schedule B. Personal Property - Item # 27

Type of Property	Description and Location of Property	Husband, Wife, Joint,	Current Market Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
Furniture and Fixtures	Washington D.C., Maryland, Virginia		286,389
	Boston		100,564
	San Francisco		168,853
	Los Angeles		346,598
	Pittsburgh		44,686
	Detroit		58,458
	Miami		228,690
	Comfort Source - Upper Marlboro, MD		37,931
	Comfort Source - Fontana, CA		6,304
	Comfort Source - Montgomery, AL		13,198
		A	1,291,672
Machinery and Equipment	Washington D.C., Maryland, Virginia		45,912
	Boston		8,315
	San Francisco		43,277
	Los Angeles		15,651
	Pittsburgh		1,717
	Detroit		5,944
	Miami		17,951
	Comfort Source - Upper Marlboro, MD		80,336
	Comfort Source - Fontana, CA		102,949
	Comfort Source - Montgomery, AL		31,629
		B	353,682

Computer Equipment	Washington D.C., Maryland, Virginia		767,059
	Boston		2,151
	San Francisco		1,486
	Los Angeles		18,154
	Pittsburgh		-
	Detroit		1,767
	Miami		2,693
	Comfort Source - Upper Marlboro, MD		777
	Comfort Source - Fontana, CA		-
	Comfort Source - Montgomery, AL		1,735
		C	795,822

Computer Software	Washington D.C., Maryland, Virginia		1,241,055
	Boston		1,839
	San Francisco		2,248
	Los Angeles		10,467
	Pittsburgh		1,944
	Detroit		2,248
	Miami		5,849
	Comfort Source - Upper Marlboro, MD		-
	Comfort Source - Fontana, CA		69
	Comfort Source - Montgomery, AL		52
		D	1,265,770

Leasehould Improvements	Washington D.C., Maryland, Virginia		543,235
	Boston		277,215
	San Francisco		165,215
	Los Angeles		366,005
	Pittsburgh		222,910
	Detroit		292,616
	Miami		410,439
	Comfort Source - Upper Marlboro, MD		150,372
	Comfort Source - Fontana, CA		31,793
	Comfort Source - Montgomery, AL		159,425
		E	2,619,226

Total of A + B + C + D + E $ 6,326,172

Note: Detailed schedules listing asset by asset are attached to this schedule.

ATTACHMENT B-28

In re: Mattress Discounters Corporation
Support for Schedule B. Personal Property - ITEM # 28

Case No. 02-22330

Type of Property		Description and Location of Property	Husband, Wife, Joint,or Community	Current Market Value of Debtor's Interest in Property,without Deducting any Secured Claim or Exemption
Inventory	WBR	9822 Fallard Court Upper Marlboro, MD 20772		4,634,244
	Boston	1245 Boston - Providence Hwy. Sharon, MA 02067		1,864,954
	San Francisco	26511 Danti Court Hayward, CA 94545		2,724,247
	Southern California	900 East Vermont Ave. Anaheim, CA 92805		3,047,722
	Pittsburgh	251 Clairton Boulevard Pittsburgh, PA 15236		807,668
	Detroit	21150 Trolley Ind. Road Taylor, MI 48180		1,093,456
	San Diego	8604 Miramar Road San Diego, CA 92126		1,265,940
	Miami	2955 W. Corp. Lakes Boulevard Weston, FL 33331		694,415
	Comfort Source MD	9821 Fallard Court Upper Marlboro, MD 20772		611,801
	Comfort Source CA	13170 Marlay Ave. Fontana, CA 92335		344,785
				$ 17,089,231

United States Bankruptcy Court
District of Maryland

In re: Mattress Discounters Corporation

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Item No.	Description of Item	NONE	Description and Location of Property	HWJC	Current market value without deducting any secured interest
31	Farming equipment and implements	X		n/a	-
32	Farm supplies, chemicals and feed.	X		n/a	-
33	Other personal property of any kind not already listed.		See Attached	n/a	2,031,593
			Total of all Schedule B claims		$ 32,526,553

ATTACHMENT B-33

In re: Mattress Discounters Corporation **Case No. 02-22330**
Support for Schedule B - Item # 33

Type of Property	Description and Location of Property	Husband, Wife, Joint, or Community	Current Market Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
Other personal property of any kind not already listed	Prepaid Expenses		$ 104,401
	Prepaid Insurance		910,520
	Prepaid Advertising		112,901
	Note Receivable - Mattress World		790,274
	Prepaid Corporate Income Taxes		113,497
			$ 2,031,593

SCHEDULE D – AMENDED

United States Bankruptcy Court
District of Maryland

In re: Mattress Discounters Corporation

Case No. 02-22330
Chapter 11

Schedule D - Creditors Holding Secured Claims - AMENDED

Creditor's Name And Mailing Address Including Zip Code	Codebtor	HWJC	Date Claim Was Incurred And Consideration For Claim. If Claim Is Subject To Setoff, So State.	Contingent	Unliquidated	Disputed	Amount of Claim without deducting value of collateral	Unsecured Portion, if any
JPMorgan Chase Bank 270 Park Avenue, 20th Fl New York, NY 10017 Attn: Mr. Mike Lancia Tel # - 212-270-0416	X		Claim represents amounts borrowed by Debtor under a credit facility issued by the the Creditor in August 1999. Borrowings occurred at various times beginning in April 2001.				$ 12,579,993	n/a
ARK II CLO 2001-1, Ltd. C/o Patriache Partners, LLC 112 South Tyron St Suite 700 Charlotte, NC 28284 Attn: Mr. William Enszer Tel # - 704-375-0355	X		Claim represents amounts borrowed by Debtor under a credit facility issued by the the Creditor in August 1999. Borrowings occurred at various times beginning in April 2001.				$ 4,747,495	n/a
Fleet National Bank 777 Main Street Hartford, CT 06115 Attn: Mr. George Duestin Tel # - 860-952-6770	X		Claim represents amounts borrowed by Debtor under a credit facility issued by the the Creditor in August 1999. Borrowings occurred at various times beginning in April 2001.				$ 10,997,495	n/a
Potomac Industrial Trucks, Inc. 800 Richie Road Capitol Heights, MD 20743							$ -	n/a
Copelco Capital, Inc. PO Box 728 Park Ridge, NJ 07656	X						$ -	n/a

United States Bankruptcy Court
District of Maryland

In re: Mattress Discounters Corporation

Case No. 02-22330
Chapter 11

Schedule D - Creditors Holding Secured Claims - AMENDED

Wachovia Bank c/o First Union National Bank 1970 Chain Bridge Road, 3rd Floor McLean, VA 22102			Letters of Credit				$	**1,855,993**	n/a
Bank of America 333 S Beaudy Ave Credit Dept. CA9-703-19-9 Los Angeles, CA 90017-1486			Letters of Credit				$	**62,355**	n/a
			Total of ALL Secured Creditors				$	30,243,331	

Note: Sealy Mattress Company has a $12.5 million participation interest in 100% of the Tranche B Claims of JPMorgan and Fleet Bank ($6.25 million each)

SCHEDULE F – AMENDED

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS - AMENDED

*The Debtors have used an entry for State Street Bank and Trust Company to represent their obligations under the Indenture dated as of August 6, 1999 among Mattress Discoutners Corporation, as Issuer, the Guarantors named therein and State Street Bank and Trust Company, as Trustee. The Debtors owe $140,000,000 in principal plus interest to various holders of their 12 5/8% Series A and Series B Senior Notes due 2007.

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*** Pursuant to separate Court Orders dated 10/23/02 and 12/4/02, the Debtors have been authorized to pay amounts owed to employees for pre-petition employee compensation.

A/C NO.	CODEBTOR	HWJC	CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE				DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
24305			140 WORCESTER ROAD, LLC	P.O. BOX 1967		MASHPEE MA 02649	10/23/01 to 10/22/02 - rent				13,945
LSE	X		1633 N. Milwaukee, LLC	c/o CMK Development Corp.	1637 N. Milwaukee Avenue	Chicago, IL 60647	Lease by and between Bedding Experts and 1633 N. Milwaukee, LLC	X	X		Unknown
24426			17TH & NEWPORT, LLC	1706B NEWPORT BOULEVARD		COSTA MESA CA 92627	10/23/01 to 10/22/02 - rent				10,162
LSE	X		300 Elden St. LP	c/o Sugar Oak Reality	481 Carlisle Drive	Herndon, VA 22070	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and 300 Elden Street, LP Dated 9/13/89	X	X		Unknown
24225			300 ELDEN STREET L.P.	481 CARLISLE DRIVE	C/O SUGAR OAK C	HERNDON VA 22070	10/23/01 to 10/22/02 - rent				9,948
24306			32-54 FERRY STREET ASSOC.	300 COMMERCIAL STREET	C/O COMBINED PROPERTIES	MALDEN MA 02148	10/23/01 to 10/22/02 - rent				8,598
26870			355 FREDERICK L.L.C.	PO BOX 518 ATTN:TAMER RICH	C/O FARMERS & MECHANICS BANK	FREDERICK MD 21705	10/23/01 to 10/22/02 - rent				9,441
24219			809 ASSOC. LTD PARTNERSHIP	11299 OWINGS MILLS BLVD	SUITE 200	OWINGS MILLS MD 21117	10/23/01 to 10/22/02 - rent				9,950
24372			8600 ASSOCIATES L.P.	6735 TELEGRAPH ROAD SUITE 110		BLOOMFIELD MI 483013143	10/23/01 to 10/22/02 - rent				7,328
28012			A & R SEALCOATING, INC.	4882 PONTIAC LAKE ROAD		WATERFORD MI 48328	10/23/01 to 10/22/02 - misc. expenses				4,090
21678			A SHARP LANDSCAPE & DESIGN	622 SOUTH WEST 5TH COURT		HALLANDALE FL 33009	10/23/01 to 10/22/02 - misc. expenses				450
28001			A&N LAWN SERVICE	334 CRESTNOL DRIVE		PITTSBURGH PA 15237	10/23/01 to 10/22/02 - misc. expenses				251
27017			A.S.L.S LIMOUSINE SERVICE	PO BOX 4621		ARLINGTON VA 22204	10/23/01 to 10/22/02 - misc. expenses				69
21025			AA ADVANCE AIR, INC.	1920 NW 32ND STREET		POMPANO BEACH FL 33064	10/23/01 to 10/22/02 - misc. expenses				74
28107			AARON PLUMBING	21 COMMERCE PL SUITE D		VACAVILLE CA 95687	10/23/01 to 10/22/02 - misc. expenses				284
EMP-LTG			ABADIR, MEREILLE M.	39763 CLEMENTS WAY	MURRIETA, CA	92563	class action suit	X	X	X	Unknown
23158			ABC FIRE EXTINGUISHER CO.	4641 PEOPLES ROAD.		PITTSBURGH PA 15237	10/23/01 to 10/22/02 - misc. expenses				12
23426			ABC FIRE PROTECTION, INC	44777 S. GRIMMER BLVD. #C	P. O. BOX 951	FREMONT CA 94537	10/23/01 to 10/22/02 - misc. expenses				64
EMP-LTG			ABDELFATTAH, RASEM M.	1151 RAYMOND AVENUE	#103	GLENDALE, CA 91201	class action suit	X	X	X	Unknown
EMP-LTG			ABERNETHY, ADAM E.	2270 FOUNTAIN WAY	WEST	COSTA MESA, CA 92627	class action suit	X	X	X	Unknown
28048			ABLE LOCKSMITHS	321-A W. PATRICK ST.		FREDERICK MD 21701	10/23/01 to 10/22/02 - misc. expenses				50
EMP-LTG			ABOLAFIA, KATHY A.	P.O. BOX 217	HIGHWAY POWAY,	CA 92074	class action suit	X	X	X	Unknown
EMP			ABTAHI, MEHRAN	6855 FRIARS RD	APT #14	SAN DIEGO, CA 92108	10/23/01 to 10/22/02 - non priority payroll				6,654
20381			ACE FIRE EXTINGUISHER SVC.	5117 COLLEGE AVE.		COLLEGE PARK MD 207403833	10/23/01 to 10/22/02 - misc. expenses				94
EMP-LTG			ACHARI, RAJENDRAN G.	953 HELEN AVE	#8	SUNNYVALE, CA 94086	class action suit	X	X	X	Unknown
EMP-LTG			ACKOUREY, PETER P.	17100 S. PARK LN.	#236	GARDENA, CA 90247	class action suit	X	X	X	Unknown
23255			ACME SECURITY SYSTEMS	1922 REPUBLIC AVENUE		SAN LEANDRO CA 945774220	10/23/01 to 10/22/02 - misc. expenses				359
21303			ACOLITE CLAUDE UNITED SIGN	P.O. BOX 522517		MIAMI FL 33152	10/23/01 to 10/22/02 - misc. expenses				477
26349			AD CLUB	1304 WEST ROSEBURG AVENUE		MODESTO CA 95350-4855	10/23/01 to 10/22/02 - misc. expenses				6,602
LSE	X		Adam Investments, Ltd.	c/o Michael Handler Carpets	780 S. Santa Fe Drive	Denver, CO 80223	Lease by and between Mattress Discounters and Adam Investments, LTD	X	X		Unknown
EMP-LTG			ADAMS, MARK J.	3476 JULIAN AVE.	LONG BEACH, CA	90808	class action suit	X	X	X	Unknown
EMP-LTG			ADAMS, RYAN	24569 SOQUEL ROAD	LOS GATOS, CA	95030	class action suit	X	X	X	Unknown
EMP-LTG			ADANU, CHARLES K	5983 FRANKLIN AVE	APT #4	LOS ANGELES, CA 90028	class action suit	X	X	X	Unknown
EMP			ADELSTEIN, GARY	68 TREMONT ST. #3	NORWOOD, MA.	2062	10/23/01 to 10/22/02 - non priority payroll				5,178
EMP-LTG			ADESIDA, SOJI	2205 SUMMERTIME LN.		CULVER CITY, CA 90230	class action suit	X	X	X	Unknown
20667			ADJUDICATION SERVICES	P O BOX 37135		WASHINGTON DC 20013	10/23/01 to 10/22/02 - misc. expenses				50
24843			ADT SECURITY (371956)	P.O. BOX 371956		PITTSBURGH PA 15250	10/23/01 to 10/22/02 - misc. expenses				977
23036			ADT SECURITY (PO 371994)	P.O. BOX 371994		PITTSBURGH PA 15250-7994	10/23/01 to 10/22/02 - misc. expenses				1,430

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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A/C NO.	CODEBTOR	HWJC	CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE				DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
23209			ADT SECURITY CONSOLIDATED BILL	PO BOX 371994		PITTSBURGH PA 152507994	10/23/01 to 10/22/02 - misc. expenses				12,656
20637			ADT SECURITY SERVICE	P.O. BOX 371967M		PITTSBURGH PA 152507967	10/23/01 to 10/22/02 - misc. expenses				57
1042			ADT SECURITY SYSTEMS	P.O. BOX 371956M		PITTSBURGH PA 15250	10/23/01 to 10/22/02 - factory expenses				468
1045			ADVANCE FIBER TECHNOLOGIE CORP	344 LODI STREET		HACKENSACK NJ 07601	10/23/01 to 10/22/02 - factory expenses				24,358
1043			ADVANCED COPY SYSTEMS	571 E. REDLANDS BLVD.		SAN BERNARDINO CA 92408	10/23/01 to 10/22/02 - factory expenses				411
1047			AEP INDUSTRIES, INC.	P.O. BOX 8500-50590		PHILADELPHIA PA 191788500	10/23/01 to 10/22/02 - factory expenses				19,005
22962			AFFORDABLE AIR & HEAT	515 N.E. 190TH STREET		MIAMI FL 33179	10/23/01 to 10/22/02 - misc. expenses				2,595
EMP			AGUILERA, CARMEN	4701 MILLBROOK AVE.	RIVERSIDE, CA	92509	10/23/01 to 10/22/02 - non priority payroll				584
EMP-LTG			AGUIRRE, ART	10326 WESTERN AVE.	DOWNEY, CA.	90241	class action suit	X	X	X	Unknown
EMP-LTG			AGUIRRE, SERGIO	2701 N. HARTFORD AVE	FULLERTON, CA 92635		class action suit	X	X	X	Unknown
EMP-LTG			AHMADPOUR, PANY	201 BRIGHTSTONE CIR	FOLSOM, CA	95630	class action suit	X	X	X	Unknown
EMP-LTG			AHMADPOUR, PEGAH	3134 OCCIDENTAL D.	#78	SACRAMENTO, CA 95826	class action suit	X	X	X	Unknown
EMP			AHMED, MAGDI	7160 BELDEN ST	SAN DIEGO, CA	92111	10/23/01 to 10/22/02 - non priority payroll				4,406
EMP			AHMED, TAQUI	P.O. BOX 564	RANCHO CORDOVA, CA.	95741	10/23/01 to 10/22/02 - non priority payroll				1,793
EMP-LTG			AHRENS, LISA A.	155 MONTE VISTA	IRVINE, CA	92602	class action suit	X	X	X	Unknown
EMP-LTG			AINSWORTH, MICHAEL D.	19433 SE 266TH ST	COVINGTON, WA	98042	class action suit	X	X	X	Unknown
20699			AIRBORNE EXPRESS	P.O. BOX 91001		SEATTLE WA 98111	10/23/01 to 10/22/02 - misc. expenses				1,973
23037			AIRBORNE EXPRESS	ATTN: CHECK RESEARCH RDI/L-I	P.O. BOX 662	SEATTLE WA 98111	10/23/01 to 10/22/02 - misc. expenses				10,979
23159			AIRCO GAS & WELDING SUPPLY	4300 WALNUT STREET		MCKEESPORT PA 15132	10/23/01 to 10/22/02 - misc. expenses				54
20540			AIR-MASTER HEATING & A/C CO.	2870 COOLIDGE HIGHWAY		BERKLEY MI 48072	10/23/01 to 10/22/02 - misc. expenses				565
EMP-LTG			AIZEN, JAY H.	940 EAST EVELYN AVE	SUNNYVALE, CA	94086	class action suit	X	X	X	Unknown
EMP-LTG			AKOPIAN, ARMAN	465 E. TUJUNGA AVE	#29	BURBANK, CA 91501	class action suit	X	X	X	Unknown
21124			ALABAMA GAS CORPORATION	PO BOX 11407		BIRMINGHAM AL 35246-0022	10/23/01 to 10/22/02 - factory expenses				22
21152			ALABAMA POWER	P.O. BOX 242		BIRMINGHAM AL 35292	10/23/01 to 10/22/02 - factory expenses				1,111
EMP-LTG			ALAIMO, MATTHEW D.	5390 SILVER CANYON	RD. APT. #G	YORBA LINDA, CA 92887	class action suit	X	X	X	Unknown
23254			ALAMEDA COUNTY WATER DISTRICT	P.O. BOX 5110		FREEMONT CA 94537	10/23/01 to 10/22/02 - misc. expenses				153
LSE	X		Alan Katz		137 South Warwic Ave.	Baltimore, MD 21223	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Alan Katz Dated 11/25/91	X	X		Unknown
EMP-LTG			ALBANO, GLENDON	260 E 10TH STREET	APT B	PITTSBURGH, CA 94565	class action suit	X	X	X	Unknown
EMP-LTG			ALBANO, THOMAS	219 RAVINE DR	PITTSBURG, CA	94565	class action suit	X	X	X	Unknown
1049			ALBERONI SEWING MACHINE INC.	1610 S. MAIN STREET		LOS ANGELES CA 90015	10/23/01 to 10/22/02 - factory expenses				279
23515			ALBERT PLUMBING-HEATING-AIR	820 W. LOS VALLECITOS BLVD, #K		SAN MARCOS CA 92069	10/23/01 to 10/22/02 - misc. expenses				550
EMP-LTG			ALBIN, DEREK L.	6827 HIGH SUN CT	CITRUS HEIGHTS, CA	95610	class action suit	X	X	X	Unknown
EMP			ALDRETE, SUSAN	1226 S. CYPRESS AVE	UNIT E	ONTARIO, CA 91762	10/23/01 to 10/22/02 - non priority payroll				668
EMP-LTG			ALEMAZKOUR, DAVID N.	3106 MACE AVE	UNIT A	COSTA MESA, CA 92626	class action suit	X	X	X	Unknown
20709			ALERT FIRE SAFETY EQUIP. CO.	2401 EXECUTIVE RD. W.		WINTER HAVEN FL 33384	10/23/01 to 10/22/02 - misc. expenses				272
EMP-LTG			ALEXANDER, JOHNNY L.	10161 CRAWFORD WAY	SACRAMENTO, CA	95827	class action suit	X	X	X	Unknown
EMP-LTG			ALEXANDER, WALTER E.	630 EL CAMINO REAL	BELMONT, CA	94002	class action suit	X	X	X	Unknown
20772			ALLAN AUTOMATIC SPRINKLER CORP	3233 ENTERPRISE ST.		BREA CA 92821	10/23/01 to 10/22/02 - misc. expenses				620
20283			ALLEGHENY POWER	P.O. BOX 1458		HAGERSTOWN MD 217411458	10/23/01 to 10/22/02 - misc. expenses				1,409
20374			ALLEGHENY POWER	800 CABIN HILL DRIVE		GREENSBURG PA 156060001	10/23/01 to 10/22/02 - misc. expenses				2,053

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EMP			ALLEN, MARYJO	474 BEAULIEU COURT	BAY POINT, CA	94565	10/23/01 to 10/22/02 - non priority payroll				5,458
27117			ALLIANCE MATERIAL HANDLING INC	PO BOX 62050		BALTIMORE MD 21264-2050	10/23/01 to 10/22/02 - misc. expenses				400
LSE	X		Allied District Properties, LC	c/o Klaff Realty, LP	122 South Michigan Avenue, Suite 1000	Chicago, IL 60603	Lease by and between Bedding Experts and Allied District Properties, LP	X	X		Unknown
24498			ALLISON-PARKWAY, LP	419 WAVERLY STREET	MCNELLIS PARTNERS	PALO ALTO CA 94301	10/23/01 to 10/22/02 - rent				9,167
EMP-LTG			ALONZO, JODY A.	2745 WINCHESTER DR.	HAYWARD, CA	94541	class action suit	X	X	X	Unknown
EMP-LTG			ALSDORF, GERALD A.	1753 BURGANDY CT		PETALUMA, CA 94928	class action suit	X	X	X	Unknown
24276			ALTA ENTERPRISES	C/O PROPERTY MANAGEMENT	P.O. BOX 2168	FALLS CHURCH VA 22042	10/23/01 to 10/22/02 - rent				9,959
EMP-LTG			ALVAREZ, HENRY	3620 BARCKOFT TERR	APT. #304	FALLS CHURCH VA 22041	class action suit	X	X	X	Unknown
EMP			ALVAREZ, JOSE V.	3620 BARCKOFT TERR	APT. #304	FALLS CHURCH VA 22041	10/23/01 to 10/22/02 - non priority payroll				3,418
EMP-LTG			ALVEY, VICKI A.	618 HAYES AVENUE	SACRAMENTO, CA.	95838	class action suit	X	X	X	Unknown
EMP-LTG			AMADOR, KATHLEEN M.	10961 DESERT LAWN DR	SPACE 168	CALIMESA, CA 92320	class action suit	X	X	X	Unknown
24293			AMALGAMATED FINANCIAL GRP VIII	1414 ATWOOD AVENUE	C/O CARPIONATO PROPERTIES	JOHNSTON RI 02919	10/23/01 to 10/22/02 - rent				6,367
23381			AMERICAN FIRE PROTECTION	3525 OLD CONEJO ROAD	UNIT 106	NEWBURY PARK CA 91320	10/23/01 to 10/22/02 - misc. expenses				225
22721			AMERICAN FIRST AID(4306 STATE)	4306 STATE ROUTE 51S AT 170		BELLE VERNON PA 15012	10/23/01 to 10/22/02 - misc. expenses				74
LSE	X		American National Bank	c/o Maria Karas	732 Hunter Road	Glenview, IL 60025	Lease by and between Bedding Experts and American National Bank	X	X		Unknown
LSE	X		American National Bank & Trust Co.	Trust Number 106890-08	33 North LaSalle Street	Chicago, IL 60690	Lease by and between Bedding Experts and American National Bank & Trust Co	X	X		Unknown
LSE	X		American National Bank & Trust Co. of Chicago	Trust #63501	3100 Dundee Road, Suite 304	Northbrook, IL 60062	Lease by and between Bedding Experts and American National Bank & Trust Co	X	X		Unknown
20558			AMERIFIRST FLOORS INC.	9391 DAVIS AVENUE		LAUREL MD 20723	10/23/01 to 10/22/02 - misc. expenses				1,967
20365			AMERITECH	BILL PAYMENT CENTER		SAGINAW MI 486630003	10/23/01 to 10/22/02 - misc. expenses				1,611
23495			AMTECH LIGHTING SERVICES	FILE #53124		LOS ANGLES CA 900743124	10/23/01 to 10/22/02 - misc. expenses				365
20836			ANAHEIM DISPOSAL	P.O. BOX 309 GUM STREET		ANAHEIM CA 92815	10/23/01 to 10/22/02 - misc. expenses				3,332
EMP-LTG			ANDERSON, CHARLES W	1138 MASON DRIVE		PACIFICA, CA 94044	class action suit	X	X	X	Unknown
EMP-LTG			ANDERSON, RICHARD N.	16796 REDWINS LANE	HUNTINGTON BEACH,	CA 92649	class action suit	X	X	X	Unknown
EMP-LTG			ANDRADE, MARLENE	6380 DENTON WAY #19	CITRUS HGTS, CA	95610	class action suit	X	X	X	Unknown
EMP-LTG			ANDREI, MIHAELA	200 BICENTENNIAL CIR	#281	SACRAMENTO, CA 95826	class action suit	X	X	X	Unknown
20121			ANG NEWSPAPERS - ADV.	401 13TH STREET		OAKLAND CA 94512	10/23/01 to 10/22/02 - advertising				6,199
EMP-LTG			ANIKO, HAPEMAN	REPASY M. UTCA 3.	6/49 BUDAPEST 1149	HUNGARY	class action suit	X	X	X	Unknown
24467			ANNA GARIBOTTI	1931 SAN MIGUEL DRIVE, STE 100	C/O PLOURDE & MCDONALD	WALNUT CREEK CA 94596	10/23/01 to 10/22/02 - rent				11,691
21079			ANNE ARUNDEL COUNTY, MD	OFFICE OF BUDGET AND FINANCE	P.O. BOX 427	ANNAPOLIS MD 21404	10/23/01 to 10/22/02 - misc. expenses				130
23040			ANNEX REALTY COMPANY	P.O. BOX 610302		NEWTON HIGHLAND MA 02161302	10/23/01 to 10/22/02 - rent				14,557
27496			ANTEBI, DAVID	10179 BAYWOOD CT		LOS ANGELES CA 90077	10/23/01 to 10/22/02 - rent				7,438
EMP-LTG			ANTHONY, MICHAEL W.	8614 WILTON PL	LOS ANGELES,	CA 90047	class action suit	X	X	X	Unknown
EMP-LTG			ANTOINE, GERARD F.	3643 DUNN DR	LOS ANGELES, CA	90034	class action suit	X	X	X	Unknown
EMP-LTG			ANTONIO, MIKE A.	426 RICHMOND AVE	#B	SAN JOSE, CA 95128	class action suit	X	X	X	Unknown
EMP-LTG			ANUGWOM, GIBSON O.	427 W. QUEEN STREET	APT. #4	INGLEWOOD, CA 90301	class action suit	X	X	X	Unknown
1063			APCO FREIGHT SYSTEMS	303-B SWING ROAD	P.O. BOX 49147	GREENSBORO NC 27419	10/23/01 to 10/22/02 - factory expenses				1,750
EMP			APPELSTEIN, MARTIN S	72 HARRISON AVE	PEABODY MA	1960	10/23/01 to 10/22/02 - non priority payroll				1,933
20821			APPLE SIGN & AWNING, INC	1640 LAND O'LAKES BLVD		LUTZ FL 33549	10/23/01 to 10/22/02 - misc. expenses				2,220

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS - AMENDED

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1364			APPLIED IND. TECHNOLOGIES	22510 NETWORK PL		CHICAGO IL 60673-1225	10/23/01 to 10/22/02 - factory expenses				49
1058			ARAMARK UNIFORM SERVICES, INC.	P.O. BOX 2760		SAN BERNARDINO CA 92406	10/23/01 to 10/22/02 - factory expenses				190
EMP-LTG			ARAMI, DANIEL	3026 MAGLIOCCO DR#12	SAN JOSE, CA 95128		class action suit	X	X	X	Unknown
26470			ARCADIA LANDMARK	411 E HUNTINGTON DRUNIT304-305	C/O KAM SAN COMPANY	ARCADIA CA 91006	10/23/01 to 10/22/02 - rent				8,091
EMP-LTG			ARCHULETA, ALAN	560 W 17TH ST		SAN PEDRO, CA 90731	class action suit	X	X	X	Unknown
EMP-LTG			ARCHULETA, MIKE	4889 HINCGMAN WAY		SACRAMENTO, CA 95823	class action suit	X	X	X	Unknown
EMP			ARDILA, JAIME	13390 S.W. 91 TER.	UNIT D	MIAMI FL, 33186	10/23/01 to 10/22/02 - non priority payroll				586
EMP			AREVALO, JOSE F.	8918 SOUTH CHERRY LN	UPPER MARLBORO, MD.	20772	10/23/01 to 10/22/02 - non priority payroll				115
EMP-LTG			AREVALO, JULIE M.	3030 MERRILL DRIVE	#6	TORRANCE, CA 90503	class action suit	X	X	X	Unknown
LSE	X		Arlington Annex Ltd. Partnership	c/o M&J Wilkow, Ltd.	180 North Michigan Avenue, Suite 200	Chicago, IL 60601	Lease by and between Bedding Experts and Arlington Annex Ltd Partnership	X	X		Unknown
EMP			ARMAS, JULIO A.	7069 W. 30 COURT	HIALEAH GARDENS, FL.	33016	10/23/01 to 10/22/02 - non priority payroll				600
EMP-LTG			ARP, CAROL E.	540 NOTEWARE DR.	BEN LOMOND, CA	95005	class action suit	X	X	X	Unknown
EMP-LTG			ARP, RANDY M.	540 NOTEWARE DR.	BENLOMOND, CA	95005	class action suit	X	X	X	Unknown
24256			ARRINGTON PROPERTIES	115 PERSIMMON HIL TRAIL	ATTN: TOM ARRINGTON	PITTSBORO NC 27312	10/23/01 to 10/22/02 - rent				6,685
23341			ARROW FIRE PROTECTION CO.	3330 SELDON COURT	SUITE ONE	FREMONT CA 94539	10/23/01 to 10/22/02 - misc. expenses				64
20575			ARROW GLASS WEST	771 NORTHPORT DR	S-A	WEST SACRAMENTO CA 95691	10/23/01 to 10/22/02 - misc. expenses				160
27734			ARROWHEAD MOUNTAIN	PO BOX 52237	SPRING WATER	PHOENIX AZ 85072-2237	10/23/01 to 10/22/02 - misc. expenses				501
EMP-LTG			ARTHUR, ROGER K.	555 ALTA CAMINO CT	ESCONDIDO, CA	92021	class action suit	X	X	X	Unknown
EMP			ARTIS, ADRIAN	11172 MT HOPE	CHURCH ROAD	DOSWELL, VA 23047	10/23/01 to 10/22/02 - non priority payroll				670
EMP-LTG			ASHLEY, DEBORAH A.	2118 SILVEROCK RD.	RIVERBANK, CA	95367	class action suit	X	X	X	Unknown
24370			ASN, INC, A MICHIGAN CORP.	20320 W. EIGHT MILE RD.		SOUTHFIELD MI 48075	10/23/01 to 10/22/02 - rent				4,479
LSE	X		Aspen Hill Venture	c/o The Tower Companies	11501 Huff Court	Bethesda, MD 20895	Retail Lease by and between TJB, Inc t/a Mattress Discounters and Aspen Hill Venture Dated 2/22/90	X	X		Unknown
EMP-LTG			ASSAMAD, RASHEED	2346 PALOMA CT	#6	PINOLE, CA 94564	class action suit	X	X	X	Unknown
EMP			AS-SAMAD, RASHEED	PO BOX 568	PINOLE, CA	94564	10/23/01 to 10/22/02 - non priority payroll				1,010
1061			ASSOCIATED GLOBAL SYSTEMS	P.O. BOX 71318		CHICAGO IL 606941318	10/23/01 to 10/22/02 - factory expenses				773
22629			AT&T (2971)	P.O. BOX 2971		OMAHA NE 68103	10/23/01 to 10/22/02 - misc. expenses				4
27102			ATHENS SERVICES	14048 VALLEY BLVD.	PO BOX 60009	CITY OF INDUSTRY CA 9171	10/23/01 to 10/22/02 - misc. expenses				121
EMP			ATKINS, THOMAS E.	7137 LAKE ISLAND DR.	LAKE WORTH, FL	33467	10/23/01 to 10/22/02 - non priority payroll				794
20290			ATLANTIC WASTE SYSTEMS 79	P.O. BOX 3797		PEABODY MA 01961	10/23/01 to 10/22/02 - misc. expenses				64
22666			ATLAS VAN LINES, INC.	P.O. BOX 75004		CHARLOTTE NC 28275	10/23/01 to 10/22/02 - misc. expenses				1,869
26821			AUBURN PLACER DISPOSAL SERVICE	PO BOX 60818		LOS ANGELES CA 90060-0818	10/23/01 to 10/22/02 - misc. expenses				455
EMP-LTG			AUNG, RICHARD	299 STARLING WAY	HERCULES, CA	94547	class action suit	X	X	X	Unknown
EMP-LTG			AUSBORN, LYNNETTE M.	633 WATER ST #2	WEST SACRAMENTO, CA	95605	class action suit	X	X	X	Unknown
EMP			AVEDISSIAN, ARTIN E.	17938 BURBANK BLVD	APT. #4	ENCINO, CA 91316	10/23/01 to 10/22/02 - non priority payroll				439
EMP-LTG			AVILA, FAVIOLA	2205 SAN MARINO ST	#B	OXNARD, CA 93033	class action suit	X	X	X	Unknown
EMP			AYALA, SANTOS	3407 PEARL DRIVE	#203	SUITLAND, MD. 20746	10/23/01 to 10/22/02 - non priority payroll				633
28139			A-Z STAFFING	371 MAIN ST		BROCKTON MA 02301	10/23/01 to 10/22/02 - misc. expenses				540
EMP-LTG			AZBILL, RONALD D.	36918 57TH STREET	#E	PALMDALE, CA 93552	class action suit	X	X	X	Unknown
EMP			AZEVEDO, KEVIN S.	9176 SCHMUCLEY DR.	#APT 5	SACRAMENTO, CA. 95826	10/23/01 to 10/22/02 - non priority payroll				790

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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EMP-LTG			AZNOFF, JULIUS	13507 MAR VISTA	#121	WHITTIER, CA 90606	class action suit	X	X	X	Unknown
28062			B&L GLASS CO.	3175 CLEVELAND AVE		SANTA ROSA CA 95403	10/23/01 to 10/22/02 - misc. expenses				862
EMP-LTG			BABINO, RONALD K.	2925 MONUMENT	#108	CONCORD, CA 94520	class action suit	X	X	X	Unknown
EMP-LTG			BADGER, ROBERT C.	22691 SPRINGDALE DR.		MORENO VALLEY, CA 92557	class action suit	X	X	X	Unknown
EMP-LTG			BAGWELL, BRYAN C.	11741 STAMY RD.		LAMIRADA, CA 90638	class action suit	X	X	X	Unknown
EMP-LTG			BAILEY, BRIAN C.	1532 NEPTUNE AVE	WILMINGTON, CA	90744	class action suit	X	X	X	Unknown
EMP-LTG			BAILEY, CYNTHIA S.	220 E. HIGHLAND CT.	LA HABRA, CA 90631		class action suit	X	X	X	Unknown
21902			BAIN CAPITAL PARTNERS VI, LP	111 HUNTINGTON AVENUE		BOSTON MA 02199	10/23/01 to 10/22/02 - misc. expenses				342,179
EMP-LTG			BAIN-QUALLS, BRYAN A.	13162 OLDE HWY 8 #90	EL CAJON, CA	92021	class action suit	X	X	X	Unknown
EMP-LTG			BAIR, STEPHEN D.	116 MELROSE AVE	LUCADIA, CA	92024	class action suit	X	X	X	Unknown
EMP-LTG			BAJIC, RICHARD M.	8703 SUMMERCREST LA.		SANTEE, CA 92071	class action suit	X	X	X	Unknown
EMP			BAKER, SHAWN D.	922 HOLGATE DRIVE	APT. F	BALTIMORE, MD 21221	10/23/01 to 10/22/02 - non priority payroll				1,003
EMP			BAKRI, RAMI	152 MILL GREEN AVE	#200	GAITHERSBURG, MD 20878	10/23/01 to 10/22/02 - non priority payroll				3,310
EMP-LTG			BALDWIN, SOMER J.	1725 ROSS CR	#1	SAN JOSE, CA 95124	class action suit	X	X	X	Unknown
EMP-LTG			BALICE, FRANK N.	2401 LONESTAR DRIVE	NORCO, CA 91760		class action suit	X	X	X	Unknown
28121			BALLOON TOP PROMOTIONS	PO BOX 492		CARDIFF CA 92007	10/23/01 to 10/22/02 - misc. expenses				800
20253			BALTIMORE GAS & ELECTRIC CO	P.O. BOX 1431		BALTIMORE MD 212031431	10/23/01 to 10/22/02 - misc. expenses				10,194
21672			BANK OF AMERICA	333 S BEAUDY AVE	CREDIT DEPT CA9-703-19-9	LOS ANGELES CA 900171486	10/23/01 to 10/22/02 - misc. expenses				797
24471			BANK OF AMERICA, NA	PO BOX 60000 FILE# 72898	C/O BK AMER-JONES LANGLASALLE	SAN FRANCISCO CA 941602898	10/23/01 to 10/22/02 - rent				6,949
20055			BANK OF AMERICA/WRC-NBC	P.O. BOX 402492		ATLANTA GA 303842492	10/23/01 to 10/22/02 - advertising				45,815
EMP-LTG			BANTA, DAVID J.	130 W. HUNTINGTON DR	#256	ARCADIA, CA 91007	class action suit	X	X	X	Unknown
EMP			BARAJAS, FABIAN	1849 DARBY	SAN BERNADINO, CA	92407	10/23/01 to 10/22/02 - non priority payroll				406
EMP-LTG			BARBARI, MOE	4901 N TRYON ST	CHARLOTTE, NC 28213		class action suit	X	X	X	Unknown
EMP			BARBU, EUGEN	190 BELFLORA WAY	OCEANSIDE, CA	92057	10/23/01 to 10/22/02 - non priority payroll				1,036
EMP-LTG			BARBU, EUGENE	5440 BALTIMORE DR	#131	LA MESA, CA 91942	class action suit	X	X	X	Unknown
23043			BARLO SIGNS	158 GREELY STREET		HUDSON NH 03051	10/23/01 to 10/22/02 - misc. expenses				680
EMP-LTG			BARONE, PHILIP K.	1834 20TH STREET	B	SANTA MONICA, CA 90404	class action suit	X	X	X	Unknown
EMP			BARRERA, ARTURO	306 E WILHELMINA ST	ANAHEIM, CA	92805	10/23/01 to 10/22/02 - non priority payroll				1,455
LTG			BARRERA, EDUARADO	914 SOUTH CITRON STREET	APT. 8, ANAHEIM, CA	92805	Litigation	X	X	X	Unknown
EMP-LTG			BARRETT, WESLEY E	1223 KOLBETA DR	HARBOR CITY, CA	90710	class action suit	X	X	X	Unknown
EMP-LTG			BARRIOS, LUIS A.	9759 ORRAND DAY RD.	SANTE FE SPRINGS, CA	90607	class action suit	X	X	X	Unknown
EMP			BARROS, LETICIA R.	136 ROMA STREET	E. PROVIDENCE RI	2914	10/23/01 to 10/22/02 - non priority payroll				1,050
EMP-LTG			BASULTO, JOSEPH	740 MONTEREY BLVD	#111	SAN FRANCISCO, CA 94127	class action suit	X	X	X	Unknown
EMP			BAUER, AMANDA C.	9228 MAPLEVIEW WAY	ELK GROVE, CA	95758	10/23/01 to 10/22/02 - non priority payroll				362
EMP-LTG			BAUER, AMANDA C.	9228 MAPLEVIEW WAY	ELK GROVE, CA	95758	class action suit	X	X	X	Unknown
EMP			BAUER, LOUIS W.	325 CIRCLE DR	WHITE OAK, PA	15131	10/23/01 to 10/22/02 - non priority payroll				506
EMP-LTG			BAUER, THEODORE	108 LOS ROBLES ST	OXNARD, CA	93035	class action suit	X	X	X	Unknown
EMP			BAXTER, KENNY W	480 ELLIS ST.	#347	SAN FRANCISCO, CA 94102	10/23/01 to 10/22/02 - non priority payroll				2,208
EMP-LTG			BAXTER, KENNY W	480 ELLIS ST.	#347	SAN FRANCISCO, CA 94102	class action suit	X	X	X	Unknown
EMP-LTG			BAXTER, PAUL D.	1002 12TH STREET	#306	SANTA MONICA, CA 90403	class action suit	X	X	X	Unknown
24443			BAY SHORE OIL COMPANY INC.	16897 ALGONQUIN STREET	SUITE A	HUNINGTON BEACH CA 92649	10/23/01 to 10/22/02 - rent				5,975
20313			BAY STATE GAS	PO BOX 830014		BALTIMORE MD 21283-0014	10/23/01 to 10/22/02 - misc. expenses				830

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23266			BCM CUSTOMER SERVICE	12150 FLINT PLACE		POWAY CA 92064	10/23/01 to 10/22/02 - misc. expenses				88
EMP-LTG			BECHELIAN, ALEX A.	205 E. HOOVER AVE	ORANGE, CA	92867	class action suit	X	X	X	Unknown
1067			BECHIK PRODUCTS, INC.	1140 HOMER STREET		ST. PAUL MN 55116	10/23/01 to 10/22/02 - factory expenses				22,866
EMP			BECK, DAVID M.	1935 STONES GATE	WESTLAKE VILLAGE	CA 91316	10/23/01 to 10/22/02 - non priority payroll				1,084
EMP-LTG			BECK, MICHAEL M.	551 MACARTHUR AVE	SAN PEDRO, CA	90731	class action suit	X	X	X	Unknown
EMP-LTG			BECKFORD, LINDEN P.	955 CALLE HERMOSA	SAN DIMAS, CA	91773	class action suit	X	X	X	Unknown
EMP-LTG			BECKINGER, RICHARD F	148 CRUICKSHANK DR	FOLSOM, CA	95630	class action suit	X	X	X	Unknown
EMP-LTG			BEHEN, MARIA S.	1360 ALBRIGHT	UPLAND, CA	91786	class action suit	X	X	X	Unknown
EMP-LTG			BEHIZADEH, BEHROUZ B	5809 RESEDA BLVD	#108	TARZANA, CA 91356	class action suit	X	X	X	Unknown
EMP			BEISIEGEL, HENRY D.	1223 HOFFMAN	ROYAL OAK, MI	48067	10/23/01 to 10/22/02 - non priority payroll				605
27236			BELL PRODUCTS	722 SOSCOL AVENUE	PO BOX 396	NAPA CA 94559	10/23/01 to 10/22/02 - misc. expenses				1,455
21904			BELL SOUTH	P.O. BOX 740144		ATLANTA GA 303740144	10/23/01 to 10/22/02 - factory expenses				31
23140			BELL SOUTH	P.O. BOX 33009		CHARLOTTE NC 28243	10/23/01 to 10/22/02 - misc. expenses				4,177
EMP			BELL, BRANDON C.	2090 FINCH LN.	SAN DIEGO, CA	92123	10/23/01 to 10/22/02 - non priority payroll				743
EMP-LTG			BELL, JOSEPH E.	101 BALCARO WAY	APT#93	SACRAMENTO, CA 95834	class action suit	X	X	X	Unknown
EMP-LTG			BELL, JOSEPH E.	6821 BLUE DUCK	SACRAMENTO, CA	95842	class action suit	X	X	X	Unknown
EMP-LTG			BELLIARDO, JOHN	1517 MANZINITA LANE	DAVIS, CA 95616		class action suit	X	X	X	Unknown
EMP-LTG			BELYEU, LISA A.	17200 NEW HOPE 4B	FOUNTIAN VALLEY, CA	92708	class action suit	X	X	X	Unknown
EMP-LTG			BENEDETTO, KEVIN	1341 58TH AVE	#13	OAKLAND, CA 94578	class action suit	X	X	X	Unknown
EMP-LTG			BENNETT, DANA P.	2425-13 CRANSTON DR.	ESCONDIDO, CA	92025	class action suit	X	X	X	Unknown
EMP-LTG			BERGER, PHIL	4209 VIA ARBOCADA	#236	LOS ANGELES, CA 90042	class action suit	X	X	X	Unknown
EMP-LTG			BERKOW, BRADLEY	313 S. ALMONT DR.	BEVERLY HILLS,	CA 90211	class action suit	X	X	X	Unknown
EMP-LTG			BERMUDEZ, CESAR	61 BREAKER DR.	BAY POINT, CA	94565	class action suit	X	X	X	Unknown
EMP-LTG			BERMUDEZ, FRANCISCO	196 A STREET	HAYWARD, CA	94541	class action suit	X	X	X	Unknown
25590			BERRY NETWORK	3170 KETTERING BLVD.	ATTN: KAREN MYERS	DAYTON OH 45439	10/23/01 to 10/22/02 - advertising				66,629
EMP-LTG			BESEMER, DAVID V.	41901 DRIVER LN.	TEMECULA, CA	92591	class action suit	X	X	X	Unknown
22884			BFI #0436	PO BOX 9001495	SOUTHEAST FL. DIST	LOUISVILLE KY 40290	10/23/01 to 10/22/02 - misc. expenses				510
20321			BFI #0448	PO BOX 830107	TYNGSBORO DIVISION	BALTIMORE MD 21283-0107	10/23/01 to 10/22/02 - misc. expenses				441
20274			BFI #1251	P.O. BOX 78816	NAT'L ACCTS	PHOENIX AZ 850628816	10/23/01 to 10/22/02 - misc. expenses				210
20287			BFI #1723	FREDERICKSBURG VA.	PO BOX 830134	BALTIMORE MD 21283-0134	10/23/01 to 10/22/02 - misc. expenses				99
27345			BFI #1782	PO BOX 830147	GREENRIDGE WASTE SERVICES	BALTIMORE MD 21283-0147	10/23/01 to 10/22/02 - misc. expenses				89
20255			BFI #343	RICHMOND COMMERCIAL DIST. #343	P.O. BOX 830129	BALTIMORE MD 21283-0129	10/23/01 to 10/22/02 - misc. expenses				520
20256			BFI #358	BALTIMORE DISTRICT 358	PO BOX 830135	BALTIMORE MD 21283-0135	10/23/01 to 10/22/02 - misc. expenses				202
20257			BFI #543	PO BOX 830138		BALTIMORE MD 21283-0138	10/23/01 to 10/22/02 - misc. expenses				1,998
20254			BFI #551	N VA DISTRICT 551	PO BOX 830139	BALTIMORE MD 21283-0139	10/23/01 to 10/22/02 - misc. expenses				574
23309			BFI# 0153	PO BOX 78017	SANTA CLARA DIST	PHOENIX AZ 85062	10/23/01 to 10/22/02 - misc. expenses				263
23246			BFI# 0156	SAN MATEO DISTRICT	PO BOX 78024	PHOENIX AZ 85062	10/23/01 to 10/22/02 - misc. expenses				385
20317			BFI# 0175	AUBURN DISTRICT	PO BOX 830102	BALTIMORE MD 21283-0102	10/23/01 to 10/22/02 - misc. expenses				391
23524			BFI# 0316	SACRAMENTO DISTRICT	P.O. BOX 78030	PHOENIX AZ 850628030	10/23/01 to 10/22/02 - misc. expenses				80
20320			BFI# 0717	FALL RIVER COLLECTION DISTRICT	PO BOX 830113	BALTIMORE MD 21283	10/23/01 to 10/22/02 - misc. expenses				403
26991			BFI# 1787	PO BOX 830146	QUINCY DIVISION	BALTIMORE MD 21283-0146	10/23/01 to 10/22/02 - misc. expenses				92
20318			BFI# 420	BOSTON METRO DISTRICT	PO BOX 830106	BALTIMORE MD 21283-0106	10/23/01 to 10/22/02 - misc. expenses				222

In re: Mattress Discounters Corporation and T.J.B. Inc.

Case No. 02-22330

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20352			BFI# 441	PITTSBURGH DISTRICT #441	PO BOX 830124	BALTIMORE MD 21283	10/23/01 to 10/22/02 - misc. expenses				1,085
20319			BFI(PO BOX 9001612)	PO BOX 9001612		LOUISVILLE KY 40290-1612	10/23/01 to 10/22/02 - misc. expenses				49
23987			BFI-PLEASANT HILL	P.O. BOX 78440	BAYSHORE DISPOSAL	PHOENIX AZ 85062-8440	10/23/01 to 10/22/02 - misc. expenses				260
EMP			BHALRHU, KASHMIR K.	7 ROCKSTREAM CT	PITTSBURG, CA.	94565	10/23/01 to 10/22/02 - non priority payroll				1,637
EMP-LTG			BHALRHU, KASHMIR K.	7 ROCKSTREAM COURT	PITTSBURG, CA.	94565	class action suit	X	X	X	Unknown
EMP-LTG			BHALRHU, KASHMIR K.	4345 HILLVIEW DR.	PITTSBURG, CA.	94565	class action suit	X	X	X	Unknown
EMP			BHATIA, KISHORI L.	5682 CABELLS MILL CT	CENTREVILLE, VA	20120	10/23/01 to 10/22/02 - non priority payroll				1,478
LSE	X		Bhuller Enterprises, Inc.	c/o HFI Commercial Real Estate	6205 Old Keene Mill Ct.	Springfield, VA 22152	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Bhuller Enterprises, Inc. Dated 8/19/87	X	X		Unknown
EMP-LTG			BIANCHI, BARRY	1751 FIRST AVE	WALNUT CREEK, CA	94596	class action suit	X	X	X	Unknown
EMP-LTG			BICE, JAMES J.	8331 LAMPSON AVE	APT. #5	GARDEN GROVE, CA 92841	class action suit	X	X	X	Unknown
EMP-LTG			BING, GARY C.	356 CORONADO AVE	#102	LONG BEACH, CA 90814	class action suit	X	X	X	Unknown
EMP-LTG			BIRDWELL, PATRICK L.	245 W. SCENIC DR.	MONROVIA, CA	91016	class action suit	X	X	X	Unknown
EMP-LTG			BIRRITTIER, LYNDA C.	2404 DESRYS BLVD.	ANTIOCH, CA 94509		class action suit	X	X	X	Unknown
EMP-LTG			BISHOP, GEORGE T	P.O. BOX 5212		WALNUT CREEK, CA 94596	class action suit	X	X	X	Unknown
EMP			BLAINO, LAMONT R	5802 JUSTINA DR	SEABROOK, MD	20706	10/23/01 to 10/22/02 - non priority payroll				2,687
EMP			BLAKNEY, DONTE	9 CHARLES WOOD CT.	WOODLAWN, MD	21207	10/23/01 to 10/22/02 - non priority payroll				1,855
EMP			BLASENSTEIN, DAVID	P.O. BOX 12453	BERKELY, CA	94711	10/23/01 to 10/22/02 - non priority payroll				318
EMP-LTG			BLASENSTEIN, DAVID	1609 6TH ST.	BERKELY, CA	94711	class action suit	X	X	X	Unknown
24862			BLAYDES INDUSTRIES INC.	2335 18TH STREET NE		WASHINGTON DC 20018	10/23/01 to 10/22/02 - misc. expenses				501
20806			BOARD OF WATER AND LIGHT	P.O. BOX 13007		LANSING MI 48901	10/23/01 to 10/22/02 - misc. expenses				918
27101			BOISE CASCADE OFFICE PRODUCTS	PO BOX 360755		PITTSBURGH PA 15250-6755	10/23/01 to 10/22/02 - misc. expenses				1,441
EMP			BOLANOS, RONY O	1223 S. TAYLOR ST.	#22	ARLINGTON, VA 22204	10/23/01 to 10/22/02 - non priority payroll				277
EMP-LTG			BONDS, DONNA	540 NOTEWARE DR.	BEN LOMOND, CA	95005	class action suit	X	X	X	Unknown
EMP-LTG			BONGIORNO, ELMER	681 MASSON AVE	SAN BRUNO, CA	94066	class action suit	X	X	X	Unknown
EMP-LTG			BOOKER, CRAIG A.	301 S. ST.ANDREWS	#302	LOS ANGELES, CA 90020	class action suit	X	X	X	Unknown
EMP			BOOKER, GORDON E. III	6306 ABILENE STREET	SPRINGFIELD, VA	22150	10/23/01 to 10/22/02 - non priority payroll				448
EMP-LTG			BOOMHOWER, DON R.	1520 S. HAYWORTH AVE	#203	LOS ANGELES, CA 90035	class action suit	X	X	X	Unknown
EMP-LTG			BOREN, DAVID M	2904 GRAND CANAL	VENICE BEACH, CA	90291	class action suit	X	X	X	Unknown
20004			BOSTON GLOBE	PO BOX 4074		WOBURN MA 01888	10/23/01 to 10/22/02 - advertising				32,704
23045			BOSTON LOCK & SAFE COMPANY	30 LINCOLN STREET		BOSTON MA 02135	10/23/01 to 10/22/02 - misc. expenses				36
EMP-LTG			BOTA, ANDREW M.	785/E2 OAK GROVE RD	#112	CONCORD, CA 94518	class action suit	X	X	X	Unknown
EMP-LTG			BOURDEAU, JOSEPH R.	22027 S. VERMON AVE	#42	TORRANCE, CA 90502	class action suit	X	X	X	Unknown
EMP			BOURNE, JASON S.	1275 S.W. 46TH AVE.	#1714	POMPANO BEACH, FL.33069	10/23/01 to 10/22/02 - non priority payroll				109
EMP			BOURSALIAN, PETER	10109 F. WOODLAKE	DRIVE	COCKEYSVILLE, MD 21030	10/23/01 to 10/22/02 - non priority payroll				881
27418			BOYLSTON 425 LMTD PARTNERSHIP	425 BOYLSTON ST, SUITE 9	C/OCENTREMARK PROP/BRIANMURRAY	BOSTON MA 20116	10/23/01 to 10/22/02 - rent				7,766
21602			BP FLEET MANAGER	P.O. BOX 9076		DES MOINES IA 503689076	10/23/01 to 10/22/02 - misc. expenses				4,213
25510			BPP/MARIN,L.P.	FILE 73304-1-01	P.O. BOX 60000	SAN FRANCISCO CA 94160	10/23/01 to 10/22/02 - rent				7,723
24452			BPP/SIMI VALLEY, L.P.	2651 HOTEL TERRACE	C/O ROBERT C. WARREN, RECEIVER	SANTA ANA CA 92705	10/23/01 to 10/22/02 - rent				8,153
EMP-LTG			BRACERO, HASSAN	725 S.WESTLAKE AVE	#327	LOS ANGELES, CA 90046	class action suit	X	X	X	Unknown

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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LSE	X		Bradley Operating Limited Partnership	c/o Bradley Real Estate	1400 East Gold Rd., Suite 1000	Rolling Meadows, IL 60008	Lease by and between Bedding Experts and Bradley Operating LP	X	X		Unknown
20316			BRAINTREE ELECTRIC LIGHT DEPT	150 POTTER ROAD		BRAINTREE MA 02184	10/23/01 to 10/22/02 - misc. expenses				636
EMP			BRANCH, CLARENCE P JR	833 TRIPOLI STREET	PITTSBURGH, PA	15212	10/23/01 to 10/22/02 - non priority payroll				1,215
EMP-LTG			BRANHAM, DON	23740 VIA CANON	#203	NEWHALL, CA 91321	class action suit	X	X	X	Unknown
EMP-LTG			BRASSEY, STEVE W	175 AIRPORT BLVD E	SANTA ROSA, CA	95403	class action suit	X	X	X	Unknown
EMP-LTG			BRAXTON, KELA	1236 ANDALUSIA	SACRAMENTO, CA.	95833	class action suit	X	X	X	Unknown
EMP-LTG			BRAXTON, KISHA L.	3337 DRYBRANCH CT.	#56	SACRAMENTO, CA 95834	class action suit	X	X	X	Unknown
EMP-LTG			BRECHTER, CLAY E	35111 CHARMWOOD CT	NEWARK, CA 94560		class action suit	X	X	X	Unknown
EMP			BREEDLOVE, KENDALL H	2831 GALLOWS ROAD	#244	FALLS CHURCH, VA 22042	10/23/01 to 10/22/02 - non priority payroll				794
EMP-LTG			BREUNER, MICHAEL S	112 VIA FLOREADO		ORINDA, CA 94563	class action suit	X	X	X	Unknown
EMP-LTG			BREWER, DELON R.	2618 VIRGINIA RD.		LOS ANGELES, CA 90016	class action suit	X	X	X	Unknown
28145			BRINCO MECHANICAL SERVICES	111 PLAINFIELD AVE		FLORAL PARK NY 11001	10/23/01 to 10/22/02 - misc. expenses				191
EMP			BRISSON, ROBERT A.	126 CHESTER ROAD	DERRY, NH.	3038	10/23/01 to 10/22/02 - non priority payroll				2,014
EMP-LTG			BROADUS, RENEE L.	8875 LEMON AVENUE	LA MESA, CA	91941	class action suit	X	X	X	Unknown
EMP			BROCKMAN, LOWELL H.	19209 DIMONA DRIVE	BROOKEVILLE, MD	20833	10/23/01 to 10/22/02 - non priority payroll				822
EMP-LTG			BRODRICK, NAOMI R.	134 LA FORTUNA	NEWBURY PARK, CA	91320	class action suit	X	X	X	Unknown
EMP-LTG			BROOKER, JEFFREY	7610 BOGEY CT	SACRAMENTO, CA	95528	class action suit	X	X	X	Unknown
EMP-LTG			BROOKS, JOSHUA	4011 LAMONT ST 2E	SAN DIEGO, CA	92109	class action suit	X	X	X	Unknown
22028			BROWN & BAIN	POST OFFICE BOX 400		PHOENIX AZ 850010400	10/23/01 to 10/22/02 - misc. expenses				42
EMP			BROWN, JAMES	8020 WALERGA RD	UNIT #1158	ANTELOPE, CA 95843	10/23/01 to 10/22/02 - non priority payroll				1,135
EMP			BROWN, MICHAEL B	151 RIDGEWOOD DRIVE	NORWOOD MA	2062	10/23/01 to 10/22/02 - non priority payroll				4,617
EMP			BROWN, PEGGY L.	P.O. BOX 1516	VIENNA, VA	22183	10/23/01 to 10/22/02 - non priority payroll				755
EMP-LTG			BROWN, RICK D.	226 ARANA DR	#A	MARTINEZ, CA 94553	class action suit	X	X	X	Unknown
EMP-LTG			BROWN, SHARON Y.	300 E. PACIFIC COAST	HWY. #267	NEWPORT BEACH, CA 92660	class action suit	X	X	X	Unknown
EMP-LTG			BROWN, SHERRY L.	6143 MADISON AVE.	CARMICHAEL, CA	95608	class action suit	X	X	X	Unknown
EMP-LTG			BROWN, TIMOTHY J.	1930 LOBELIA DR	#2	OXNARD, CA 93030	class action suit	X	X	X	Unknown
EMP			BROWNSTEIN, BARRY	940 E. EVELYN AVE	SUNNYVALE, CA	94086	10/23/01 to 10/22/02 - non priority payroll				88
EMP-LTG			BRUDER, GLENDA G.	39395 CALLE SAN	CLEMENTE	MURRIETA, CA 92562	class action suit	X	X	X	Unknown
EMP-LTG			BRUGMAN, DARRELL R.	101 HOWE	ANACONDA, MT,	59711	class action suit	X	X	X	Unknown
EMP-LTG			BRYANT, CHRISTINA A	3535 EL PORTAL DR.	D104	EL SOBRANTE, CA 94803	class action suit	X	X	X	Unknown
EMP-LTG			BRYANT, JAYSON F.	880 9TH ST.	RICHMOND, CA	94804	class action suit	X	X	X	Unknown
EMP			BRYANT, WILLIAM M.	3118 MT. CAROL DR.	SAN DIEGO, CA	92111	10/23/01 to 10/22/02 - non priority payroll				406
EMP			BRYCE-HANSELL, ROBERT O	1056 E. VILLA	PASADENA, CA	91106	10/23/01 to 10/22/02 - non priority payroll				246
LSE	X		BTC Retail Developers, LLC	c/o Dierman Realty Corp.	1320 Old Chain Bridge Road, Suite 430	McLean, VA 22101	Lease by and between Mattress Discounters and BTC Retail Developers, LLC	X	X		Unknown
EMP-LTG			BUCKLEY, SHERRI L.	13356 RACQUET COURT		POWAY CA 92064	class action suit	X	X	X	Unknown
EMP-LTG			BUDAI, IVAN	6553 WHITMANAV	VAN NUYS, CA	91406	class action suit	X	X	X	Unknown
27366			BUDGET WINDOW CLEANING	1705 SW 101 TERR.		MIRAMAR FL 33025	10/23/01 to 10/22/02 - misc. expenses				129
24405			BUIE AREA M LIMITED IV	P.O. BOX 19068		IRVINE CA 926239068	10/23/01 to 10/22/02 - rent				9,938
EMP			BUNCH, ROBERT L	6121 HILMAR DR	FORESTVILLE MD	20747	10/23/01 to 10/22/02 - non priority payroll				840

In re: Mattress Discounters Corporation and T.J.B. Inc.

Case No. 02-22330

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27088			BURBANK WATER AND POWER	PO BOX 631		BURBANK CA 91503-0631	10/23/01 to 10/22/02 - misc. expenses				949
EMP			BURGO, ANTONIO D.	22 MADISON AVENUE	CENTRAL FALLS RI	2863	10/23/01 to 10/22/02 - non priority payroll				1,280
LSE	X		Burke Town Plaza		PO Box 5678	Lutherville, MD 21094	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Burke Town Plaza Dated	X	X		Unknown
24229			BURKE TOWN PLAZA, INC.	P.O. BOX 5678		LUTHERVILLE MD 210945678	10/23/01 to 10/22/02 - rent				3,952
EMP			BURKE, ELAINE L.	14 TORY LANE	HAMPSTEAD, NH.	3841	10/23/01 to 10/22/02 - non priority payroll				1,058
1144			BURRTEC WASTE INDUSTRIES, INC.	P.O. BOX 6826		BUENA VISTA CA 90622	10/23/01 to 10/22/02 - factory expenses				987
EMP-LTG			BURSTINER, MARK	11466 UPPER MEADOW	GOLD RIVER, CA 95670		class action suit	X	X	X	Unknown
EMP			BURTON, STEPHEN C.	9911 BROADVIEW DRIVE	FAIRFAX, VA	22030	10/23/01 to 10/22/02 - non priority payroll				1,001
EMP			BUTLER, ALTHAIA M.	7704 KITTREDGE DRIVE	FORESTVILLE, MD	20747	10/23/01 to 10/22/02 - non priority payroll				969
EMP-LTG			BUTLER, DAVID E.	3367 ESTERO DR	SAN RAMON, CA 94583		class action suit	X	X	X	Unknown
EMP-LTG			BYALL, ANDREW W.	4141 PALM AVE	#455	SACRAMENTO, CA 95842	class action suit	X	X	X	Unknown
EMP-LTG			BYERS, CHRISTOPHER S.	9545 DAPPLE CT	ELKGROVE, CA 95624		class action suit	X	X	X	Unknown
EMP			BYNUM, CARL A.	4138 CANDY APPLE LN	SUITLAND, MD	20746	10/23/01 to 10/22/02 - non priority payroll				1,808
25474			BYZANTINE, INC.	PO BOX 75775		CLEVELAND OH 44101	10/23/01 to 10/22/02 - rent				5,721
23380			BZ DISPOSAL SERVICES,INC.	P.O. BOX 116		LAKEWOOD CA 90714	10/23/01 to 10/22/02 - misc. expenses				112
1079			C.C. BECK & SON, INC.	11410 NORTH CLUB DRIVE		FREDERICKSBURG VA 22408	10/23/01 to 10/22/02 - raw materials				78,775
25578			C.N.E.	P O BOX 65014		PHILADELPHIA PA 19155	10/23/01 to 10/22/02 - misc. expenses				197
25806			C.T.W.& S.A.	224 CENTER GRANGE ROAD		ALIQUIPPA PA 15001-1498	10/23/01 to 10/22/02 - misc. expenses				116
20244			C2 MEDIA INC.	PO BOX 6247		NEW YORK NY 10249-6247	10/23/01 to 10/22/02 - advertising				21,540
LSE	X		Caar Enterprises, Inc.		1675 Peninsula Circle	Castle Rock, CO 80104	Lease by and between Mattress Discounters and Carr Enterprises, Inc.	X	X		Unknown
EMP			CABRERA, DAVID	7000 N.W. 173RD DR.	MIAMI, FL.	33015	10/23/01 to 10/22/02 - non priority payroll				110
EMP			CABUS, JOSE L.	11327 MITONY AVE	WHITTIER, CA	90605	10/23/01 to 10/22/02 - non priority payroll				745
EMP			CAGNONI, GEORGE	5294 CRIBARI HEIGHTS	SAN JOSE, CA	95135	10/23/01 to 10/22/02 - non priority payroll				1,468
EMP-LTG			CAIN, DAVID M.	8707 RUMSON DR.	SANTEE, CA	92071	class action suit	X	X	X	Unknown
EMP-LTG			CAIN, ROBERT L.	2521 83RD AVE	OAKLAND, CA	94605	class action suit	X	X	X	Unknown
26063			CALAC INVESTMENTS	3709 CONVOY STREET SUITE 300	C/O S. LEW & ASSOCIATES, INC	SAN DIEGO CA 92111	10/23/01 to 10/22/02 - rent				8,780
25543			CALARESE DEVELOPMENT CORP	1000 FRANKLIN VILLAGE DR	SUITE 301	FRANKLIN MA 02038	10/23/01 to 10/22/02 - rent				7,382
EMP			CALHOUN, ANTHONY L. II	4998 LOGAN AVE	#12	SAN DIEGO, CA 92113	10/23/01 to 10/22/02 - non priority payroll				680
23227			CALIFORNIA WATER SERVICE CO.	P O BOX 940001		SAN JOSE CA 951940001	10/23/01 to 10/22/02 - misc. expenses				66
EMP-LTG			CALLAWAY, BARTON W.	PO BOX 360123	MILPITAS, CA 95036		class action suit	X	X	X	Unknown
EMP-LTG			CALLEJAS, FERNANDO A.	12450 MARSHALL AVE	CHINO, CA	91710	class action suit	X	X	X	Unknown
24432			CAMARILLO TOWN CENTER	200 E. CARRILLO STREET	SUITE 200	SANTA BARBARA CA 93101	10/23/01 to 10/22/02 - rent				6,106
EMP-LTG			CAMPBELL, JAMES M	1336 W. SUMMERLAND	AVE	SAN PEDRO, CA 90732	class action suit	X	X	X	Unknown
EMP-LTG			CAMPBELL, KIMBERLY R.	1426 150TH AVE. #C	SAN LEANDRO, CA.	94578	class action suit	X	X	X	Unknown
EMP-LTG			CAMPBELL, SHAWN M.	16274 VASQUEZ	CYN RD. #93	CANYON CITY, CA 91357	class action suit	X	X	X	Unknown
EMP-LTG			CAMPILLO, ALEJO M.	5386 CRIBARI CREST	SAN JOSE, CA	95135	class action suit	X	X	X	Unknown
EMP-LTG			CANCHOLA, JOHN	1233 EVERGREEN DR.	CARDIFF, CA 92007		class action suit	X	X	X	Unknown
EMP-LTG			CANTE, CHERYL B	859 N. HOLLYWOOD WAY	BURBANK, CA	91505	class action suit	X	X	X	Unknown
EMP-LTG			CANTU, MARIA	4502 67TH ST	SACRAMENTO, CA	95820	class action suit	X	X	X	Unknown

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27530			CAPS	PO BOX 371522		PITTSBURGH PA 15251-7522	10/23/01 to 10/22/02 - misc. expenses				1,381
EMP-LTG			CAPTAIN, MARVIN	507 HARRISON DR	RICHMOND, CA	94806	class action suit	X	X	X	Unknown
EMP-LTG			CARBERRY, FREDERICK E.	912 CALIFORNIA AVE	VENICE, CA	90291	class action suit	X	X	X	Unknown
EMP-LTG			CARCAMO, MAURICE	1521 ALCAZAR AVE	HAYWARD, CA	94544	class action suit	X	X	X	Unknown
23975			CARGO CATS	3401 ETIWANDA AVE.	BLDG. 811-A	MIRA LOMA CA 91752-1130	10/23/01 to 10/22/02 - misc. expenses				1,232
EMP-LTG			CARLSON, RAYMOND J	BOX 568		OCCIDENTAL, CA 95465	class action suit	X	X	X	Unknown
EMP-LTG			CARLTON, LINDA J.	29481 RANCHO CALIF.	RD.	TEMECULA, CA 92591	class action suit	X	X	X	Unknown
24255			CAROL H. ROOP	1513 KING STREET	C/O JERALD CENTER	ALEXANDRIA VA 22014	10/23/01 to 10/22/02 - rent				6,709
LSE	X		Carol H. Roop		810 Vicar Ln	Alexandria, VA 223301	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Carol H. Roop Dated 10/7/93	X	X		Unknown
EMP-LTG			CARR, MARVIN M.	2620 KIRKWOOD CT.	SIMI VALLEY, CA	93063	class action suit	X	X	X	Unknown
EMP-LTG			CARROLL, MICHAEL A.	18575 VALLARTA	HUNTINGTON BEACH, CA	92646	class action suit	X	X	X	Unknown
EMP-LTG			CARTER, CHARLES R.	31341 VALLEY CENTER	ROAD	VALLEY CENTER, CA 92082	class action suit	X	X	X	Unknown
EMP-LTG			CARTER, NEIL	20672 TILLER CIRCLE	HUNTINGTON BEACH, CA	92646	class action suit	X	X	X	Unknown
EMP			CARTER, WENDIE K.	1008 SPA ROAD #102	ANNAPOLIS, MD	21403	10/23/01 to 10/22/02 - non priority payroll				692
EMP-LTG			CARVER, BRYAN	5209 CROWNRIDGE CT	ANTELOPE, CA	95843	class action suit	X	X	X	Unknown
EMP-LTG			CASEY, ROBERT D.	801 MUIRFIELD DR.	NEWPORT BEACH, CA	92660	class action suit	X	X	X	Unknown
EMP-LTG			CASTANON, ADRIAN G.	5316 58TH ST	SACRAMENTO, CA	95820	class action suit	X	X	X	Unknown
EMP-LTG			CASTANON, DAVID J.	8220 MALVEN AVENUE	R. CUCAMONGA, CA	91730	class action suit	X	X	X	Unknown
EMP			CASTILLO, ROBERT J.	901 E. WASHINGTON ST	APT. #416	COLTON, CA 92324	10/23/01 to 10/22/02 - non priority payroll				1,239
EMP-LTG			CASTRO, CARLOS	1678 ORO VISTA ROAD		SAN DIEGO, CA 92154	class action suit	X	X	X	Unknown
EMP-LTG			CATANZARO, JOHN S	3819 1/2 IVAR AVENUE		ROSEMEAD, CA 91770	class action suit	X	X	X	Unknown
EMP			CATU, WALTER J.	1281 BROAD STREET	CENTRAL FALLS, RI.	2863	10/23/01 to 10/22/02 - non priority payroll				76
EMP-LTG			CAVALLUCCI, BERNIE	20261 CLEAR RIVER	YORBA LINDA, CA	92886	class action suit	X	X	X	Unknown
25484			CD&L NORTHEAST DIVISION	PO BOX 34494		NEWARK NJ 07189-4494	10/23/01 to 10/22/02 - misc. expenses				7,348
EMP			CEILEY, JOSEPH	26511 DANTI COURT	HAYWARD, CA	94545	10/23/01 to 10/22/02 - non priority payroll				8,243
EMP-LTG			CEILEY, JOSEPH	26511 DANTI COURT	HAYWARD, CA	94545	class action suit	X	X	X	Unknown
20400			CENTRAL DELIVERY SVC. OF WASH	PO BOX 277628		ATLANTA GA 30384	10/23/01 to 10/22/02 - misc. expenses				4,728
23265			CENTRAL SECURITY SVC, INC.	PO BOX 2527		TEMECULA CA 92593-2527	10/23/01 to 10/22/02 - misc. expenses				656
27141			CENTRAL SUPPLIES	219 COUNTY ROAD	PO BOX 669	TENAFLY NJ 07670	10/23/01 to 10/22/02 - misc. expenses				1,742
23047			CERIDIAN EMPLOYER SERVICES	P.O. BOX 10989		NEWARK NJ 071930989	10/23/01 to 10/22/02 - misc. expenses				9,101
EMP-LTG			CHAMBERS, DENNIS D.	2514 W. DAKOTA	FRESNO, CA 93705		class action suit	X	X	X	Unknown
EMP			CHAMBERS, EMANUEL	3505 TERRACE DRIVE	SUITLAND, MD	20746	10/23/01 to 10/22/02 - non priority payroll				1,632
EMP-LTG			CHAMBERS, RODERICK B.	3517 MEADOW ST.	OAKLAND, CA	94601	class action suit	X	X	X	Unknown
1135			CHAMLIAN ENTERPRISES, INC.	2360 SOUTH ORANGE AVE,		FRESNO CA 93725	10/23/01 to 10/22/02 - factory expenses				33,261
EMP-LTG			CHAN, HON MING	1323 SUNNYVALE	SARATOGA RD	SUNNYVALE, CA 94087	class action suit	X	X	X	Unknown
24401			CHANDLER	501 E LAS OLAS BLVD	C/O DEBRA VOGEL 1STVP SUNTRUST	FT. LAUDERDALE FL 33301	10/23/01 to 10/22/02 - rent				7,256
EMP			CHANDLER, RACHEL	15140 LAHSER	DETROIT, MI	48223	10/23/01 to 10/22/02 - non priority payroll				148
EMP-LTG			CHAPMAN, TRINICE L.	25671 UNION STREET	HIGHLAND, CA	92354	class action suit	X	X	X	Unknown
24347			CHARLES C. SPERA	21170 CHUBB ROAD		NORTHVILLE MI 48147	10/23/01 to 10/22/02 - rent				7,365
EMP			CHARLES, CHAZ B.	YOUNG RIDGE DR.	PITTSBURGH, PA	15236	10/23/01 to 10/22/02 - non priority payroll				440

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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EMP-LTG			CHARLES, ROBERT J.	23341 LAGLORIELA	APT. B	MISSION VIEJO, CA 92691	class action suit	X	X	X	Unknown
20885			CHARLIE & SON TRASH SERVICE	3665 ELM FARM ROAD		WOODBRIDGE VA 221924599	10/23/01 to 10/22/02 - misc. expenses				74
20310			CHARTER TOWNSHIP OF MERIDIAN	P.O. BOX 1400		OKEMOS MI 48805	10/23/01 to 10/22/02 - misc. expenses				22
EMP			CHAVEZ, ALEJANDRO	8890 JAMACHA RD	#C301	SPRING VALLEY, CA 91977	10/23/01 to 10/22/02 - non priority payroll				164
26222			CHECKMATE STAFFING INC	PO BOX 1568		ORANGE CA 92856	10/23/01 to 10/22/02 - misc. expenses				364
EMP-LTG			CHEIFER, BURTON	5982 PARADISE CIRCLE	CYPRESS, CA	90630	class action suit	X	X	X	Unknown
EMP-LTG			CHERRY, RICHARD	11-A PARK CREST	NOVATO, CA	94947	class action suit	X	X	X	Unknown
EMP-LTG			CHESSER, PAUL A.	30975 CORTE DE LOS	SANTOS	TEMECULA, CA 92592	class action suit	X	X	X	Unknown
27422			CHESTERFIELD CROSSING LLC	2030 HAMILTON PLACE STE. 500	CBL & ASSOC. MGMT., INC.	CHATTANOOGA TN 37421-6000	10/23/01 to 10/22/02 - rent				7,740
EMP-LTG			CHILCOAT, TIMOTHY A.	3236 VANCOUVER AVE	SAN DIEGO, CA	92104	class action suit	X	X	X	Unknown
26701			CHILD SUPPORT COLLECTIONS	PO BOX 460		RANCHO CORDOVA CA 95741-460	10/23/01 to 10/22/02 - misc. expenses				37
27379			CHILD SUPPORT COLLECTIONS	PO BOX 460		RANCHO CORDOVA CA 95741-460	10/23/01 to 10/22/02 - misc. expenses				35
EMP-LTG			CHILES, ELIJAH S.	15333 CASIMIR AVE		GARDENA CA,90249	class action suit	X	X	X	Unknown
23577			CHINO VALLEY FUEL, CO.	14923 TELEPHONE AVE.		CHINO CA 917109607	10/23/01 to 10/22/02 - misc. expenses				270
EMP-LTG			CHIPMAN, WILLIAM F.	824 PEPPERWOOD ST	COLTON, CA	92324	class action suit	X	X	X	Unknown
27015			CHIPPENHAM SOUTH ASSOCIATESLLC	8003 FRANKLIN FARMS SUITE 220	C/O THE SHOPPING CNTR GROUP VA	RICHMOND VA 23229	10/23/01 to 10/22/02 - rent				5,320
EMP			CHIQUIRIN, HECTOR	3620 BARCROFT VIEW	#102	FALLS CHURCH, VA 22041	10/23/01 to 10/22/02 - non priority payroll				445
24658			CHRINA FALLS, INC.	22 E. CHICAGO AVENUE	SUITE 119-223	NAPERVILLE IL 60540	10/23/01 to 10/22/02 - misc. expenses				27
23048			CHRIS GRANT & ASSOCIATES INC.	71 ELM STREET UNIT #7		FOXBORO MA 02035	10/23/01 to 10/22/02 - misc. expenses				160
27621			CHRISTOPOULOS PROPERTIES	43 PANORAMIC WAY	C/O C-H DEVELOPMENT CO.	WALNUT CREEK CA 94595	10/23/01 to 10/22/02 - rent				9,818
EMP-LTG			CHUKWU, KENNIS I.	259 MACARTHUR BLVD	#301	OAKLAND, CA 94610	class action suit	X	X	X	Unknown
28132			CINGULAR INTERACTIVE	PO BOX 828435		PHILADELPHIA PA 19182-8435	10/23/01 to 10/22/02 - misc. expenses				380
21640			CINTAS CORP #296	111 NW 209 AVE		PEMBROKE PINES FL 33029	10/23/01 to 10/22/02 - misc. expenses				18
25901			CINTAS CORP. #013	40 ABELE ROAD		BRIDGEVILLE PA 15017	10/23/01 to 10/22/02 - misc. expenses				684
26449			CINTAS CORP. #055	PO BOX 686		VISTA CA 92085	10/23/01 to 10/22/02 - misc. expenses				803
23109			CINTAS CORPORATION # 300	39145 WEBB DRIVE		WESTLAND MI 48185	10/23/01 to 10/22/02 - misc. expenses				336
21616			CINTAS CORPORATION #017	1111 N.W. 209 AVENUE		PEMBROKE PINES FL 330292110	10/23/01 to 10/22/02 - misc. expenses				791
21712			CINTAS CORPORATION #074	7101 PARKE EAST BLVD.		TAMPA FL 33610	10/23/01 to 10/22/02 - misc. expenses				96
24710			CINTAS CORPORATION #344	1150 WINDHAM PARKWAY		ROMEOVILLE IL 60446	10/23/01 to 10/22/02 - misc. expenses				625
23223			CINTAS CORPORATION #54	777 139TH AVE.		SAN LEANDRO CA 94578	10/23/01 to 10/22/02 - misc. expenses				83
23224			CINTAS CORPORATION #640	830 N. BATAVIA STREET		ORANGE CA 92868	10/23/01 to 10/22/02 - misc. expenses				70
23064			CINTAS CORPORATION #756	125 JOHN HANCOCK ROAD		TAUNTON MA 02780	10/23/01 to 10/22/02 - misc. expenses				2,024
1377			CINTAS FIRST AID & SAFETY	7247 NATIONAL DRIVE		HANOVER MD 21076	10/23/01 to 10/22/02 - factory expenses				712
28089			CINTAS FIRST AID & SAFETY	7247 NATIONAL DRIVE		HANOVER MD 21076	10/23/01 to 10/22/02 - misc. expenses				184
EMP-LTG			CIRIC, PETE	8838 WEST PICO BLVD.	LOS ANGELES, CA	90035	class action suit	X	X	X	Unknown
25710			CITICORP VENDOR FINANCE	PO BOX 8500-6075		PHILADELPHISA PA 19178	10/23/01 to 10/22/02 - misc. expenses				2,190
23258			CITRUS HEIGHTS WATER DISTRICT	6230 SYLVAN RD		CITRUS HEIGHTS CA 956105610	10/23/01 to 10/22/02 - misc. expenses				24
20613			CITY OF ALEXANDRIA	P.O. BOX 178	ACCOUNTING DEPT OF FIN.	ALEXANDRIA VA 22313	10/23/01 to 10/22/02 - misc. expenses				400
23351			CITY OF ANAHEIM	P.O. BOX 3069	201 SOUTH ANAHEIM BLVD.	ANAHEIM CA 92803	10/23/01 to 10/22/02 - misc. expenses				1,691
20763			CITY OF ANN ARBOR WATER	100 N. FIFTH AVE.	P.O. BOX 7014	ANN ARBOR MI 481077014	10/23/01 to 10/22/02 - misc. expenses				234
23084			CITY OF ATTLEBORO	CITY COLLECTOR'S OFFICE	P.O. BOX 4127	ATTLEBORO MA 02703	10/23/01 to 10/22/02 - misc. expenses				22
21680			CITY OF BOYNTON BEACH	UTILITIES DEPT.	P.O. BOX 190	BOYNTON BEACH FL 33425-0190	10/23/01 to 10/22/02 - misc. expenses				31

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23240			CITY OF BREA	PO BOX 2237		BREA CA 92822	10/23/01 to 10/22/02 - misc. expenses				32
23411			CITY OF CAMARILLO	P.O. BOX 37.601 CARMEN DR.		CAMARILLO CA 930110037	10/23/01 to 10/22/02 - misc. expenses				256
20477			CITY OF COLONIAL HEIGHTS	REBECCA S. WILSON, TREASURER	P.O. BOX 3401	COLONIAL HEIGHT VA 23834	10/23/01 to 10/22/02 - misc. expenses				34
20376			CITY OF DEARBORN	WATER AND SEWERAGE BILL	P.O. BOX 4000	DEARBORN MI 48126	10/23/01 to 10/22/02 - misc. expenses				71
21010			CITY OF DEERFIELD BEACH	150 N.E. 2ND AVENUE		DEERFIELD BEACH FL 33441-3598	10/23/01 to 10/22/02 - misc. expenses				225
27643			CITY OF DELRAY BEACH	100 NW 1ST AVENUE		DEKRAY BEACH FL 33444	10/23/01 to 10/22/02 - misc. expenses				136
20366			CITY OF EASTPOINTE	23200 GRATIOT AVE		EASTPOINTE MI 48021	10/23/01 to 10/22/02 - misc. expenses				428
20263			CITY OF FALLS CHURCH	DEPARTMENT OF PUBLIC UTILITIES	P.O. BOX 16035	FALLS CHURCH VA 220401635	10/23/01 to 10/22/02 - misc. expenses				31
23281			CITY OF GLENDALE	141 NORTH GLENDALE AVENUE	LEVEL 2	GLENDALE CA 91206	10/23/01 to 10/22/02 - misc. expenses				1,120
25877			CITY OF HIALEAH FLORIDA	PO BOX 9106		HIALEAH FL 33012-9106	10/23/01 to 10/22/02 - misc. expenses				57
22679			CITY OF HOLLYWOOD UTILITY DEPT	2600 HOLLYWOOD BLVD; ROOM 103	ATTN: D.M.A.	HOLLYWOOD FL 33020	10/23/01 to 10/22/02 - misc. expenses				15
23329			CITY OF HUNTINGTON BEACH	2000 MAIN STREET	P O BOX 711	HUNTINGTON BEAC CA 92648	10/23/01 to 10/22/02 - misc. expenses				51
20962			CITY OF LA MESA	PO BOX 502578		SAN DIEGO CA 921502578	10/23/01 to 10/22/02 - misc. expenses				39
23430			CITY OF LAKEWOOD	FINANCE DEPARTMENT	P.O. BOX 220/5050 N. CLARK AVE	LAKEWOOD CA 90714	10/23/01 to 10/22/02 - misc. expenses				15
23697			CITY OF LONG BEACH	P.O. BOX 630		LONG BEACH CA 908420001	10/23/01 to 10/22/02 - misc. expenses				224
23377			CITY OF MONTCLAIR	5115 BENITO STREET	P O BOX 2308	MONTCLAIR CA 91763	10/23/01 to 10/22/02 - misc. expenses				63
21855			CITY OF NORTH MIAMI BEACH FL	PO BOX 600427		N. MIAM BEACH FL 33160	10/23/01 to 10/22/02 - misc. expenses				724
23187			CITY OF NOVI	P.O. BOX 79001		DETROIT MI 48279	10/23/01 to 10/22/02 - misc. expenses				49
23278			CITY OF OCEANSIDE	.	300 NORTH COAST HWY.	OCEANSIDE CA 920542802	10/23/01 to 10/22/02 - misc. expenses				189
1090			CITY OF ONTARIO	303 E. B STREET		ONTARIO CA 91764	10/23/01 to 10/22/02 - factory expenses				142
24169			CITY OF ORANGE	P.O. BOX 11024		ORANGE CA 928568124	10/23/01 to 10/22/02 - misc. expenses				52
26873			CITY OF OXNARD	305 W. THIRD STREET		OXNARD CA 93030	10/23/01 to 10/22/02 - misc. expenses				23
23529			CITY OF PASADENA	MUNICIPAL SERVICES	PO BOX 7120	PASADENA CA 91109-7220	10/23/01 to 10/22/02 - misc. expenses				1,662
23512			CITY OF PITTSBURG	UTILITY SERVICES BILLING	P. O. BOX 1149	PITTSBURG CA 94565	10/23/01 to 10/22/02 - misc. expenses				790
22773			CITY OF PLANTATION	PO BOX 189044		PLANTATION FL 333189044	10/23/01 to 10/22/02 - misc. expenses				1,479
20264			CITY OF RICHMOND	PO BOX 26060	DEPARTMENT OF PUBLIC UTILITIES	RICHMOND VA 23274-0001	10/23/01 to 10/22/02 - misc. expenses				363
23982			CITY OF RIVERSIDE	3900 MAIN STREET		RIVERSIDE CA 92522	10/23/01 to 10/22/02 - misc. expenses				755
23403			CITY OF ROHNERT PARK	6800 HUNTER DRIVE	SUITE#C P.O. BOX 1489	ROHNERT PARK CA 94927	10/23/01 to 10/22/02 - misc. expenses				406
23660			CITY OF ROSEVILLE (ELEC)	P.O. BOX 998	-	ROSEVILLE CA 956780998	10/23/01 to 10/22/02 - misc. expenses				1,340
23237			CITY OF SANTA CLARA MUNICIPAL	1500 WARBURTON AVENUE		SANTA CLARA CA 95050	10/23/01 to 10/22/02 - misc. expenses				2,386
23244			CITY OF SUNNYVALE	PO BOX 4000		SUNNYVALE CA 94088-4000	10/23/01 to 10/22/02 - misc. expenses				1,977
22335			CITY OF TAMARAC	P.O. BOX 209000		TAMARAC FL 333209000	10/23/01 to 10/22/02 - misc. expenses				50
20270			CITY OF TAYLOR WATER DEPT.	P.O. BOX 298		TAYLOR MI 48180	10/23/01 to 10/22/02 - misc. expenses				64
23280			CITY OF TORRANCE WATER RUBBISH	18234-36 PRAIRIE AVENUE		TORRANCE CA 90504	10/23/01 to 10/22/02 - misc. expenses				85
27148			CITY OF TURLOCK FINANCE OFFICE	156 S BROADWAY SUITE 114		TURLOCK CA 95380-5454	10/23/01 to 10/22/02 - misc. expenses				55
23794			CITY OF VACAVILLE	FINANCE OFFICE AT CITY HALL	650 MERCHANT ST.	VACAVILLE CA 95688	10/23/01 to 10/22/02 - misc. expenses				388
23296			CITY OF VALLEJO	555 SANTA CLARA ST.	ATTN: BUSINESS LICENSE DEPT	VALLEJO CA 945905934	10/23/01 to 10/22/02 - misc. expenses				158
26513			CITY OF WEST PALM BEACH	PO BOX 3506		WEST PALM BEACH FL 33402-3506	10/23/01 to 10/22/02 - misc. expenses				454
23195			CITY OF WESTLAND	P.O. BOX 55000		DETROIT MI 48255	10/23/01 to 10/22/02 - misc. expenses				212
23177			CITY TRANSFER COMPANY,INC.	P.O. BOX 441903		DETROIT MI 482441903	10/23/01 to 10/22/02 - misc. expenses				768
23070			CITYWIDE INC.	PLUMBING & HEATING	P. O. BOX 129	FRIENDSHIP MD 20758	10/23/01 to 10/22/02 - misc. expenses				145
EMP			CLARK, FRANKLIN R.	4129 FALLON AVE	LONG BEACH, CA	90807	10/23/01 to 10/22/02 - non priority payroll				1,119

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EMP-LTG			CLARK, KENNETH A.	206 CABRILLO	COSTA MESA,	CA 92627	class action suit	X	X	X	Unknown
EMP-LTG			CLARK, SHIRLEY A.	855 NEWGATE WAY	DIXON, CA	95620	class action suit	X	X	X	Unknown
EMP			CLARKE, SCOTT W.	12312 STONY BOTTOM	ROAD	GERMANTOWN, MD 20874	10/23/01 to 10/22/02 - non priority payroll				1,172
24127			CLARKLIFT OF CALIFORNIA, INC.	10620 SPRINGDALE AVE		SANTE FE CA 90640	10/23/01 to 10/22/02 - misc. expenses				1,456
EMP			CLAROS, LUIS A.	6712 NEWPORT ROAD	HYATTSVILLE, MD.	20784	10/23/01 to 10/22/02 - non priority payroll				79
EMP			CLAROS, MARIA C	11811 MENTONE RD.	SILVER SPRING, MD.	20906	10/23/01 to 10/22/02 - non priority payroll				8,549
EMP			CLAROS, MARIA S.	12938 PINNACLE DRIVE	GERMANTOWN, MD.	20874	10/23/01 to 10/22/02 - non priority payroll				17
EMP-LTG			CLAYBOURNE, OLA N.	3370 AMORUSO WAY	ROSEVILLE, CA	95747	class action suit	X	X	X	Unknown
23185			CLEAN CUT, INC.	6223 N. HIX ROAD		WESTLAND MI 48185	10/23/01 to 10/22/02 - misc. expenses				585
27546			CLEAR CHANNEL (KOGO/CIA)	FILE 56492		LOS ANGELES CA 90074-6492	10/23/01 to 10/22/02 - advertising				27,706
26171			CLEAR CHANNEL COMM WMZQ-FM	5638 COLLECTIONS CENTER DRIVE		CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				70,343
26709			CLEAR CHANNEL TRAFFIC	FILE NO. 56489		LOS ANGELES CA 90074-6489	10/23/01 to 10/22/02 - advertising				63,065
EMP-LTG			CLEAR, VINCENT T.	1905 PALM AVE	SAN MATEO, CA	94401	class action suit	X	X	X	Unknown
27915			CLEARONE COMMUNICATIONS SERV.	1825 RESEARCH WAY		SALT LAKE CITY UT 84119-2302	10/23/01 to 10/22/02 - misc. expenses				1,146
21129			CLERK OF FAMILY COURT	C/O THE BOOKEEPING DEPT.	ONE DORRANCE PLAZA	PROVIDENCE RI 02903	10/23/01 to 10/22/02 - misc. expenses				114
23018			CLERK OF FAMILY COURT	RI FAMILY COURT	ONE DORRANCE PLAZA	PROVIDENCE RI 02903	10/23/01 to 10/22/02 - misc. expenses				356
25916			CLERK OF FAMILY COURT	ONE DORRANCE PLAZA		PROVIDENCE RI 02903	10/23/01 to 10/22/02 - misc. expenses				115
27359			CLERK OF FAMILY COURT	ONE DORRANCE PLAZA	RI FAMILY COURT C/O BKK DEPT	PROVIDENCE RI 02903	10/23/01 to 10/22/02 - misc. expenses				200
26833			CLERK, DC SUPERIOR COURT	500 INDIANA AVENUE NW	RM# 4201	WASHINGTON DC 20001	10/23/01 to 10/22/02 - misc. expenses				150
23118			CLIMATECH INC	P.O. BOX 367		BRIDGEVILLE PA 15017	10/23/01 to 10/22/02 - misc. expenses				1,518
23319			COAST FIRE EQUIPMENT	2127 RESEARCH DR. UNIT#13		LIVERMORE CA 94550	10/23/01 to 10/22/02 - misc. expenses				324
EMP-LTG			COBB, DELLA	941 WILLOW ST	OAKLAND, CA	94607	class action suit	X	X	X	Unknown
21482			COBRASERV	POST OFFICE BOX 402610		ATLANTA GA 30384-2610	10/23/01 to 10/22/02 - misc. expenses				758
EMP-LTG			COCHRAN, CURTIS W.	1192 71ST AVE	#A	OAKLAND, CA 94621	class action suit	X	X	X	Unknown
24474			CODDING ENTERPRISES	P O BOX 6655		SANTA ROSA CA 95406	10/23/01 to 10/22/02 - rent				7,999
EMP			COELHO, MARIA F.	PO BOX 3101	TURLOCK, CA	95381-3101	10/23/01 to 10/22/02 - non priority payroll				436
EMP-LTG			COFER, BRUCE G.	552 EAST 5TH STREET	LA CENTER, WA	98629	class action suit	X	X	X	Unknown
EMP-LTG			COGSWELL, RONALD	8661 WINTER GARDENS	BLVD. UNIT 44	LAKESIDE, CA 92040	class action suit	X	X	X	Unknown
LTG			COLAHAR, JANE	2604 BELLE CREST LANE	SILVER SPRING, MD	20906	Litigation	X	X	X	Unknown
27901			COLE BOULVEVARD HOLDINGS LLC	300 S.E. 2ND ST 8TH FL ACCTING	C/O STILES PROPERTY MANAGEMENT	FT LAUDERDALE FL 33301	10/23/01 to 10/22/02 - rent				12,084
21601			COLE SERVICES	P.O. BOX 310		WESTMINISTER CA 926840310	10/23/01 to 10/22/02 - misc. expenses				333
EMP-LTG			COLE, K.C	3086 TAUSSIG ST.	SAN DIEGO, CA	92124	class action suit	X	X	X	Unknown
EMP-LTG			COLEMAN, DENNIS S.	2613 BALL WAY	SACRAMENTO, CA	95821	class action suit	X	X	X	Unknown
EMP			COLEY, EDNA J.	2510 QUAIL OAK DRIVE	RUTHER GLEN, VA	22546	10/23/01 to 10/22/02 - non priority payroll				826
EMP-LTG			COLLIER, CHARLES	51515 CHABLIS CT.	SARATOGA, CA.	95070	class action suit	X	X	X	Unknown
EMP			COLLINS, BEVERLY J.	3720 YONGE STREET	#7	SAN DIEGO, CA 92106	10/23/01 to 10/22/02 - non priority payroll				1,300
EMP-LTG			COLLINS, LAWRENCE	1910 CAMINO DE LA	CASTA, APT. E	REDONDO BEACH, CA 90277	class action suit	X	X	X	Unknown
25966			COLONIAL PARKING	1050 THOMAS JEFFERSON ST. NW.	SUITE 100	WASHINGTON DC 20007	10/23/01 to 10/22/02 - misc. expenses				920
20307			COLUMBIA GAS OF MARYLAND	PO BOX 830009		BALTIMORE MD 21283	10/23/01 to 10/22/02 - misc. expenses				24
20339			COLUMBIA GAS OF PA.	PO BOX 830012		BALTIMORE MD 21283-0012	10/23/01 to 10/22/02 - misc. expenses				468
20281			COLUMBIA GAS OF VIRGINIA	P.O. BOX 830005		BALTIMORE MD 21283-0005	10/23/01 to 10/22/02 - misc. expenses				317
26766			COMAR MANAGEMENT INC.	2900 LINDEN LANE SUITE300	ATTN: PAULA WILKINS	SILVER SPRING MD 20910	10/23/01 to 10/22/02 - rent				9,604

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS - AMENDED

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24557			COMED	BILL PAYMENT CENTER		CHICAGO IL 606680001	10/23/01 to 10/22/02 - misc. expenses				392
26385			COMMANDO K-9 DETECTIVES, INC.	7701 WOODYARD ROAD		CLINTON MD 20735	10/23/01 to 10/22/02 - misc. expenses				6,483
23383			COMMERCIAL DETAILING SYSTEMS	P O BOX 24678.		SAN JOSE CA 951544678	10/23/01 to 10/22/02 - misc. expenses				205
20407			COMMONWEALTH COPY PRODUCT	21205 RIDGETOP CIRCLE		STERLING VA 20166	10/23/01 to 10/22/02 - misc. expenses				4,467
LSE	X		Community Centers One, LLC	c/o Developers Diversified Realty	3300 Enterprise Parkway, PO Box 228042	Beachwood, OH 44122	Lease by and between Mattress Discounters and Community Centers One	X	X		Unknown
23408			CONCORD DISPOSAL SERVICE	P O BOX 5397		CONCORD CA 94524	10/23/01 to 10/22/02 - misc. expenses				477
EMP-LTG			CONDRON, LEE L.	P.O. BOX 996	AGOURA, CA	91301	class action suit	X	X	X	Unknown
EMP-LTG			CONSE, SERGIO	214 ALLHN AVE		ROHNERT PARK, CA 94928	class action suit	X	X	X	Unknown
20408			CONSOLIDATED ELECTRICAL DIST.	P.O. BOX 307260		GAHANNA OH 43230	10/23/01 to 10/22/02 - misc. expenses				2,281
20363			CONSUMERS ENERGY	.	.	LANSING MI 489370001	10/23/01 to 10/22/02 - misc. expenses				1,030
23330			CONTRA COSTA WATER DISTRICT	1331 CONCORD AVENUE	P.O. BOX H20	CONCORD CA 94524	10/23/01 to 10/22/02 - misc. expenses				153
EMP-LTG			CONTRERAS, RICK	10715 LA REINA AVE	APT. E	DOWNEY, CA 90241	class action suit	X	X	X	Unknown
1102			CONTROL CONCEPTS	6925 ARAGON CIRCLE, SUITE 2		BUENA PARK CA 90620	10/23/01 to 10/22/02 - factory expenses				7
EMP-LTG			COOKSON, EARL J.	834 NORTH H STREET	OXNARD, CA 93030		class action suit	X	X	X	Unknown
EMP-LTG			COOLEY, KEVIN W.	1764 N. SYCAMORE AVE	#109	HOLLYWOOD, CA 90028	class action suit	X	X	X	Unknown
EMP-LTG			COOPER, EARNEST V.	28170 BAVARIA DR.	SUN CITY, CA	92585	class action suit	X	X	X	Unknown
EMP-LTG			COPE, LEONARD E.	25414 BAYSIDE PL.	HARBOR CITY, CA	90710	class action suit	X	X	X	Unknown
20629			CORE SOLUTIONS GROUP, INC.	12504 BURNING TREE LANE		CORAL SPRINGS FL 33071	10/23/01 to 10/22/02 - misc. expenses				895
EMP			COREA, CARLOS J.	1350 LANGLEY WAY #1	HYATTSVILLE, MD.	20783	10/23/01 to 10/22/02 - non priority payroll				138
EMP-LTG			CORNEJO, LOUIS	834 26 AVE. #2	SAN FRANCISCO, CA	94121	class action suit	X	X	X	Unknown
LTG			CORONA, HILDA	14023 DICKY STREET, #F	WHITTIER, CA	90605	Litigation	X	X	X	Unknown
20406			CORPORATE EXPRESS	P.O. BOX 71217		CHICAGO IL 606941217	10/23/01 to 10/22/02 - misc. expenses				22,239
EMP			CORREIA, MANUEL A.	5 WASHINGTON STREET	PAWTUCKET, RI.	2860	10/23/01 to 10/22/02 - non priority payroll				400
EMP-LTG			CORTEZ, ARMANDO J.	3652 ERMINE DR.	CHINO HILLS, CA	91709	class action suit	X	X	X	Unknown
EMP-LTG			CORTEZ, STEVEN L.	15644 THREE PALMS ST	HACIENDA HEIGHTS, CA	91745	class action suit	X	X	X	Unknown
EMP-LTG			COTTON, ANTHONY W.	1001 63RD ST	#4	OAKLAND, CA 94608	class action suit	X	X	X	Unknown
24230			COUNCIL OF UNIT OWNERS OF THE	DOWER EMPLOYMENT CENTER	15005 FARM CREEK DRIVE STE 215	WOODBRIDGE VA 22191	10/23/01 to 10/22/02 - rent				38,687
20411			COUNTY OF HENRICO	.	PO BOX 85526	RICHMOND VA 232855526	10/23/01 to 10/22/02 - misc. expenses				81
27913			COUNTY OF SAN DIEGO DN48626	PO BOX 122808		SAN DIEGO CA 92112	10/23/01 to 10/22/02 - misc. expenses				23
27705			COUNTY OF SAN MATEO	PO BOX 8020		REDWOOD CITY CA 94063	10/23/01 to 10/22/02 - misc. expenses				150
23268			COURT TRUSTEE	P.O. BOX 513544		LOS ANGELES CA 900511544	10/23/01 to 10/22/02 - misc. expenses				325
27249			COURT TRUSTEE NED0048957	PO BOX 513544		LOS ANGELES CA 90051	10/23/01 to 10/22/02 - misc. expenses				48
EMP			COURTNEY, LAMONT A.	11512 OLD FORT ROAD	FT. WASHINGTON, MD	20744	10/23/01 to 10/22/02 - non priority payroll				812
EMP-LTG			COWEN, DANIEL M.	2220 CAMPBELL DR	SANTA ROSA, CA	95407	class action suit	X	X	X	Unknown
26030			COX RADIO RICHMOND	PO BOX 752042	WKHK/WKLR/WMXB/WVBB	CHARLOTTE NC 28275	10/23/01 to 10/22/02 - advertising				56,597
EMP-LTG			COX, TIMOTHY W.	26561 VIA CUERVO	MISSION VIEJO, CA	92691	class action suit	X	X	X	Unknown
LSE	X		CPI Limited, Inc.	c/o Cartrer & Associates	4905 W. Laurel Street, Suite 200	Tampa, FL 33607	Lease by and between Mattress Discounters and CPI Limited	X	X		Unknown
23659			CR&R INC.	P.O. BOX 125		STANTON CA 90680	10/23/01 to 10/22/02 - misc. expenses				69
EMP			CRANFORD, RAY	24 EDGEHILL LANE	BELLINGHAM, MA.	2019	10/23/01 to 10/22/02 - non priority payroll				1,035

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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EMP-LTG			CRAWFORD, CHRISTOPHER	2320 GLYNTON AVE.		VENICE, CA 90291	class action suit	X	X	X	Unknown
EMP-LTG			CRAWFORD, MICHAEL	8017 HOOPES DR	CITRUS HEIGHTS, CA	95610	class action suit	X	X	X	Unknown
EMP			CRENSHAW, KIRBY	54 ROCKY WAY DR	STAFFORD, VA	22554	10/23/01 to 10/22/02 - non priority payroll				469
EMP-LTG			CRISSEY, PAUL W.	33522 VALLEY VIEW CT	DANA POINT, CA 92629		class action suit	X	X	X	Unknown
EMP			CRISTIANO, CHRISTOPHER	804 HOWARD AVENUE	BURLINGAME, CA.	94010	10/23/01 to 10/22/02 - non priority payroll				2,133
27994			CROSBY CORPORATION	835 BONIFANT	T/A AMERICA'S LABOR	SILVER SPRING MD 20910	10/23/01 to 10/22/02 - misc. expenses				25,312
EMP-LTG			CROSBY, GREGORY W.	210 ELIZABETH DRIVE	CHERAW, CA	29520	class action suit	X	X	X	Unknown
28105			CROWDER BACKFLOW SERVICES	PO BOX 772		VENTURA CA 93002-0772	10/23/01 to 10/22/02 - misc. expenses				35
EMP-LTG			CROWLEY, DEBORAH A.	12850 SUMMERFIELD LN	POWAY, CA	92064	class action suit	X	X	X	Unknown
20764			CROWN EQUIPMET CORPORATION	P.O. BOX 641173		CINCINNATI OH 45264	10/23/01 to 10/22/02 - misc. expenses				59
EMP			CRUZ-PINTO, RUDY A.	118 EVERGREEN DR	#17	E. PROVIDENCE, RI 02914	10/23/01 to 10/22/02 - non priority payroll				1,280
26858			CRYSTAL CLEAR WINDOW CLEANING	PO BOX 970370		COCONUT CREEK FL 33097	10/23/01 to 10/22/02 - misc. expenses				68
20743			CRYSTAL SPRINGS WATER COMPANY	P.O. BOX 4115		CAROL STREAM IL 601974115	10/23/01 to 10/22/02 - misc. expenses				316
1104			CT-NASSAU CORPORATION	P.O. BOX 39		ALAMANCE NC 27201	10/23/01 to 10/22/02 - factory expenses				24,115
EMP			CUBILLO, CASTO R.	8141 15TH AVE #T-3	HYATTSVILLE, MD	20783	10/23/01 to 10/22/02 - non priority payroll				155
EMP-LTG			CUDICH, GERARDO	1443 LAKE SHORE AVE	#2	LOS ANGELES, CA 90026	class action suit	X	X	X	Unknown
EMP-LTG			CUEVAS, IGNASCIO	11920 PEACH ST.	LYNWOOD, CA 90262		class action suit	X	X	X	Unknown
21941			CULLIGAN	5510 COOLEY LAKE ROAD		WATERFORD MI 48327	10/23/01 to 10/22/02 - misc. expenses				74
1103			CULP, INC	P.O. BOX 751007		CHARLOTTE NC 28275	10/23/01 to 10/22/02 - raw materials				73,081
EMP-LTG			CUMMINGS, MICHELLE	8944 MESA OAK DR.		RIVERSIDE, CA 92508	class action suit	X	X	X	Unknown
EMP			CUMMINS, ROBERT A. JR	3932 GAVIOTA AVE	LONG BEACH, CA	90807	10/23/01 to 10/22/02 - non priority payroll				1,306
EMP-LTG			CUNNINGHAM, BARNEST	943 IRON DRIVE	VACAVILLE, CA	95687	class action suit	X	X	X	Unknown
EMP-LTG			CUNNINGHAM, FRANK	6079 WINDBREAKER WAY	SACRAMENTO, CA 95823		class action suit	X	X	X	Unknown
23384			CURIALE DELLAVERSON HIRSCHFELD	KELLY & KRAEMER,LLP	727 SANSOME STREET	SAN FRANCISCO CA 94111	10/23/01 to 10/22/02 - misc. expenses				281
EMP-LTG			CURRIE, ROBERT R	1053 ORCHARD AVE		VALLEJO, CA 94591	class action suit	X	X	X	Unknown
EMP-LTG			CURTIS, SHARON M	8550 FLORIN ROAD	# 44	SACRAMENTO, CA 95828	class action suit	X	X	X	Unknown
EMP			CUSMANO, SAMUEL J	20912 BEECHWOOD	EASTPOINTE, MI	48021	10/23/01 to 10/22/02 - non priority payroll				1,620
MISC			CUSTOMER DEPOSIT LIABILITY	NORTHERN CA - MARKET		VARIOUS	10/23/01 to 10/22/02 - customer deposits				29,097
MISC			CUSTOMER DEPOSIT LIABILITY	ANAHEIM CA - MARKET		VARIOUS	10/23/01 to 10/22/02 - customer deposits				16,229
MISC			CUSTOMER DEPOSIT LIABILITY	SAN DIEGO - MARKET		VARIOUS	10/23/01 to 10/22/02 - customer deposits				12,642
MISC			CUSTOMER DEPOSIT LIABILITY	BOSTON - MARKET		VARIOUS	10/23/01 to 10/22/02 - customer deposits				13,945
MISC			CUSTOMER DEPOSIT LIABILITY	PITTSBURGH - MARKET		VARIOUS	10/23/01 to 10/22/02 - customer deposits				5,924
MISC			CUSTOMER DEPOSIT LIABILITY	WBR - MARKET		VARIOUS	10/23/01 to 10/22/02 - customer deposits				60,520
22154			CUTTING EDGE LAWN CARE	6716 BICKETT		LANSING MI 48911	10/23/01 to 10/22/02 - misc. expenses				400
24400			D & C SUNRISE FLAMINGO, LTD.	501 E OLAS BLVD C/O D. VOGEL	1ST VP PRIVATE BANKING	FT LAUDERDALE FL 33301	10/23/01 to 10/22/02 - rent				5,756
24424			D.E.K.K. ASSOCIATES	640 TIGERTAIL ROAD		LOS ANGELES CA 90049	10/23/01 to 10/22/02 - rent				13,307
EMP-LTG			DABROWSKI, PIERRE B.	300 E. BELLEUE DR	#316	PASSADENA, CA 91101	class action suit	X	X	X	Unknown
20414			DAC SERVICES	DEPT. NO. 130	P.O. BOX 21228	TULSA OK 741211228	10/23/01 to 10/22/02 - misc. expenses				557
EMP-LTG			DAFFERN, KRISTINA L.	5017 HOOPES DR	CITRUS HTGS, CA	95628	class action suit	X	X	X	Unknown
EMP-LTG			DAGESYAN, ANAHIT A.	7746 AMPERE AVENUE	N. HOLLYWOOD, CA	91605	class action suit	X	X	X	Unknown
EMP-LTG			DAGRACA, ALBERT T.	4680 HAWLEY BLVD.	SAN DIEGO, CA	92116	class action suit	X	X	X	Unknown

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LSE	X		Dalan/Rubloff Gurnee, LLC	c/o Rubloff Development	20 North Wacker Dr., Suite 1500	Chicago, IL 60606	Lease by and between Bedding Experts and Dallan/Rubloff Gurnee, LLC	X	X		Unknown
EMP			DANIELS, CHARLES L.	PO BOX 395	MENLO PARK, CA	94026	10/23/01 to 10/22/02 - non priority payroll				229
EMP-LTG			DATTAGUPTA, SHANTANU	930 FIGUEROA TERR.	#530	LOS ANGELES, CA 90012	class action suit	X	X	X	Unknown
EMP-LTG			DAURIA, NEAL S.	1564 ANACAPA DR.	CAMARILLO, CA	93010	class action suit	X	X	X	Unknown
EMP			DA-VEIGA, JOAO P.	79 WARREN AVENUE	2ND FL.	PAWTUCKET, RI. 02860	10/23/01 to 10/22/02 - non priority payroll				960
EMP-LTG			DAVENPORT, ANGELA M.	5657 BRUSH CREEK DR.	STOCKTON, CA	95207	class action suit	X	X	X	Unknown
EMP-LTG			DAVIGO, GIAN M.	1311 CANYON TERR LN	FOLSOM, CA	95630	class action suit	X	X	X	Unknown
EMP-LTG			DAVIS, DEWAYNE F. JR.	13801 PARAMOUNT BLVD	BLDG. #3 APT. 401	PARAMOUNT, CA 90723	class action suit	X	X	X	Unknown
EMP-LTG			DAVIS, DONNIE	1490 SACRAMENTO ST	#1 A	SAN FRANCISCO, CA 94109	class action suit	X	X	X	Unknown
EMP-LTG			DAVIS, MICHAEL	7102 SO. LACIENEGA	BL.	INGLEWOOD, CA 90302	class action suit	X	X	X	Unknown
EMP-LTG			DAVIS, RICK E.	1764 N. SYCAMORE AVE	#109	HOLLYWOOD, CA 90028	class action suit	X	X	X	Unknown
EMP			DAVIS, VIRGINIA R.	9803 AMBLER LANE	LARGO, MD	20774	10/23/01 to 10/22/02 - non priority payroll				1,312
EMP			DAVIS-HARRIS, TRACY M	9710 TUCKERMAN	STREET	LANHAM, MD 20706	10/23/01 to 10/22/02 - non priority payroll				763
1109			DAWES TRANSPORT INC.	MB UNIT #9469		MILWAUKEE WI 53268	10/23/01 to 10/22/02 - factory expenses				669
EMP-LTG			DAY, JOHN S.	P.O. BOX 3993	TORRANCE, CA	90510	class action suit	X	X	X	Unknown
20596			DC WATER AND SEWER AUTHORITY	P.O. BOX 97200	BILLING AND COLLECTION	WASHINGTON DC 200907200	10/23/01 to 10/22/02 - misc. expenses				305
EMP			DE ALBA, JORGE JR	1744 REGENCY WAY	APT #C	CHULA VISTA, CA 91911	10/23/01 to 10/22/02 - non priority payroll				234
EMP			DEABREU, PETER A.	8904 EDISON LANE	CLINTON, MD	20735	10/23/01 to 10/22/02 - non priority payroll				2,706
23241			DEAN'S WINDOW & TILE	CLEANING SERVICE	P O BOX 460061	ESCONDIDO CA 92046	10/23/01 to 10/22/02 - misc. expenses				865
24376			DEARBORN NEWMAN COMPANY LLC	2900 WEST MAPLE SUITE 321	GEORGE NYMAN	TROY MI 48084	10/23/01 to 10/22/02 - rent				4,785
EMP			DEBAUN, JACKIE L.	105 BRYAN AVE	ROSEVILLE, CA	95661	10/23/01 to 10/22/02 - non priority payroll				171
20325			DEDHAM-WESTWOOD WATER DISTRICT	50 ELM STREET		DEDHAM MA 02027	10/23/01 to 10/22/02 - misc. expenses				15
1112			DEER PARK SPRING WATER	PROCESSING CENTER	P.O. BOX 52271	PHOENIX AZ 85072-2271	10/23/01 to 10/22/02 - factory expenses				1,720
20416			DEER PARK SPRING WATER	PROCESSING CENTER	P.O. BOX 52271	PHOENIX AZ 850722271	10/23/01 to 10/22/02 - misc. expenses				1,484
24385			DEERFIELD RETAIL, LLC	DEPT. 918560	C/O GUMBERG ASSET MANAGEMENT	ORLANDO FL 32891-8560	10/23/01 to 10/22/02 - rent				9,020
EMP			DEETER, RODGER A	8667 TRENTON CHAPEL	WAY	MANASSA, VA 20109	10/23/01 to 10/22/02 - non priority payroll				521
EMP-LTG			DEGONIA, CHRISTOPHER A.	4410 LINWOOD PL.	RIVERSIDE, CA	92506	class action suit	X	X	X	Unknown
EMP			DEJESUS, ELLEN M.	26588 SUNVALE CT.	HAYWARD, CA	94544	10/23/01 to 10/22/02 - non priority payroll				1,879
EMP-LTG			DELABRIANDAIS, TRISHA L	3211 ROCKHAMPTON DR	SACRAMENTO, CA	95833	class action suit	X	X	X	Unknown
EMP-LTG			DELACRUZ, GABRIEL F.	2401 SEASIDE STREET, #212		SAN DIEGO, CA 92107	class action suit	X	X	X	Unknown
22940			DEL-AIR HEATING AIR COND	PO BOX 520522		LONGWOOD FL 32752-0522	10/23/01 to 10/22/02 - misc. expenses				613
26706			DELGADO MARIA	10639 RABBIT RIDGE CT.		LAS VEGAS NV 89123	10/23/01 to 10/22/02 - misc. expenses				150
EMP			DELGADO, JOJOE	2512 COFFEY LANE	SANTA ROSA, CA.	95403	10/23/01 to 10/22/02 - non priority payroll				434
27504			DELIVERY SOLUTIONS INC.	14241 E. FIRESTONE BLVD.#300		LA MIRADA CA 90638	10/23/01 to 10/22/02 - misc. expenses				96,746
20825			DELTA CHARTER TOWNSHIP	TREASURER'S OFFICE	7710 W. SAGINAW HWY	LANSING MI 489179712	10/23/01 to 10/22/02 - misc. expenses				23
23631			DELTA CONTAINER SERVICES	P.O. BOX 78829		PHOENIX AZ 850628829	10/23/01 to 10/22/02 - misc. expenses				114
LTG			DEMARCO, PETER	C/O DAVID B. NORRIS, ESQ.	750 "B" STREET, SUITE 2500	SAN DIEGO, CA 92101-8106	Litigation	X	X	X	Unknown
EMP-LTG			DEMATTOS, SCOTT R	890 HAYES ST		SAN FRANCISCO, CA 94117	class action suit	X	X	X	Unknown
1111			DENMAR PLASTICS	448 LONG POINT ROAD		NORTH FERRISBUR VT 05473	10/23/01 to 10/22/02 - factory expenses				3,264
24470			DENNIS McGILL	22832 NE 58TH PLACE		REDMOND WA 98053	10/23/01 to 10/22/02 - rent				1,300
20302			DEPARTMENT OF PUBLIC WORKS	SHELBY TOWNSHIP	52700 VAN DYKE AVE	SHELBY TOWNSHIP MI 48316-3572	10/23/01 to 10/22/02 - misc. expenses				53

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23401			DEPARTMENT OF TRANSPORTATION	P.O. BOX 23660		OAKLAND CA 94623	10/23/01 to 10/22/02 - misc. expenses				169
EMP-LTG			DEPASQUALE, FRANK G.	4212 NELSON BARK AVE	LAKEWOOD, CA 90712		class action suit	X	X	X	Unknown
27443			DEPT OF CHILD SUPPORT SVC.	PO BOX 697	COUNTY OF SANTA BARBARA	SANTA BARBARA CA 93102	10/23/01 to 10/22/02 - misc. expenses				184
EMP-LTG			DEROCCO, DENNIS B.	315 S. BELAIR	ANAHEIM, CA	92804	class action suit	X	X	X	Unknown
27919			DERRICK NELSON	PO BOX 5721		CAPITAL HEIGHTS MD 20791-5721	10/23/01 to 10/22/02 - advertising				26
EMP-LTG			DESCHAMP, BRENDA A.	3500 CALANDRIA AVE	OAKLAND, CA	94621	class action suit	X	X	X	Unknown
LSE	X		Desco Property Management		1832 Bayonne Street	Sarasota, FL 342321	Lease by and between Mattress Discounters and Desco Property Management	X	X		Unknown
EMP-LTG			DESPRES, JOANNE	2613 BOREN DR	SAN JOSE, CA 95121		class action suit	X	X	X	Unknown
26417			DESTINATION MARKETING	6808 220TH STREET S.W.	SUITE 300	MTLAKE TERRACE WA 98043	10/23/01 to 10/22/02 - advertising				143,200
20364			DETROIT EDISON/DTE ENERGY	BOX 2859		DETROIT MI 48260	10/23/01 to 10/22/02 - misc. expenses				11,892
EMP-LTG			DEVASQUEZ, FRANCISCO	11131 CHANNING	#7K	RIVERSIDE, CA 92505	class action suit	X	X	X	Unknown
EMP-LTG			DIAS, CLYDE F.	PO BOX 803	BEN LOMOND, CA	95005	class action suit	X	X	X	Unknown
EMP-LTG			DIAZ, ROGER R.	10348 S. PARAMOUNT	BLVD, APT.#205	DOWNEY, CA 90241	class action suit	X	X	X	Unknown
EMP			DIAZ-RESTO, CLEMENTINA	4766 SHEFFIELD CIR.	WALDORF, MD.	20602	10/23/01 to 10/22/02 - non priority payroll				113
EMP-LTG			DICKSON, SUPRENA E.	1290 FORESTWOOD DR.	#10	YUBA CITY, CA 95991	class action suit	X	X	X	Unknown
21611			DIMITRIOS PAPAS	2100 SOUND DRIVE		GREENPORT NY 11944-2040	10/23/01 to 10/22/02 - rent				1,535
LSE	X		DiMucci Development Corp.	c/o DiMucci Co.	285 West Dundee Rd.	Palantine, IL 60074	Lease by and between Bedding Experts and DiMucci Development Corp	X	X		Unknown
20266			DIRECTOR OF FINANCE	BUREAU OF TREASURY MANAGEMENT	200 N. HOLLIDAY ST	BALTIMORE MD 21202	10/23/01 to 10/22/02 - misc. expenses				34
EMP-LTG			DITTO, DAN	21000 BAKER RD #5	CASTRO VALLEY, CA	94546	class action suit	X	X	X	Unknown
EMP-LTG			DIXON, WILLIAM	61 BRADLEY		WALLNUT CREEK, CA 94598	class action suit	X	X	X	Unknown
LSE	X		Dobbin Square LLP	McCuan Development Group Inc.	5550 Sterett Pl, Ste 312	Columbia, MD 21044	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Dobbin Square LLP Dated 5/7/1988	X	X		Unknown
EMP			DOBRANSKI, MARK E.G.	3695 STEVENSON BLVD.	APT#206	FREMONT, CA. 94538	10/23/01 to 10/22/02 - non priority payroll				252
EMP-LTG			DODGE, CHERIE	1217 #2 MCKINLY DR	ROSEVILLE, CA 95661		class action suit	X	X	X	Unknown
24415			DOLLINGER CENTRAL ASSOCIATES	555 TWIN DOLPHIN DRIVE STE 600		REDWOOD CITY CA 94065	10/23/01 to 10/22/02 - rent				8,761
EMP-LTG			DOMASH, SARI	2578 GLEN GREEN		LOS ANGELES, CA 90068	class action suit	X	X	X	Unknown
23122			DOMINION PEOPLES	PO BOX 26784		RICHMOND VA 232616784	10/23/01 to 10/22/02 - misc. expenses				528
20419			DOMINION SERVICE CO - RICHMOND	2630 GOODES BRIDGE		RICHMOND VA 232242526	10/23/01 to 10/22/02 - misc. expenses				656
20276			DOMINION VIRGINIA POWER	P. O. BOX 26543		RICHMOND VA 232900001	10/23/01 to 10/22/02 - misc. expenses				15,234
EMP			DOMITO, MARY	912 SUMMERBREEZE CT.	VACAVILLE, CA	95687	10/23/01 to 10/22/02 - non priority payroll				2,428
24489			DONAHUE SCHRIBER REALTY GROUP	P.O. BOX C-19525	DSRG-LAGUNA CROSSROADS	IRVINE CA 92623	10/23/01 to 10/22/02 - rent				9,201
EMP			DONALDSON, DANIEL	2204 SAINT JOAN PL.	ACCOKEEK, MD	20607	10/23/01 to 10/22/02 - non priority payroll				1,836
EMP			DONALDSON, JOHN F	15123 S BROOKHURST	#275	WESTMINISTER, CA 92683	10/23/01 to 10/22/02 - non priority payroll				55
EMP			DONOHUE, THOMAS D.	2512 FLINT HILL RD	VIENNA, VA	22181	10/23/01 to 10/22/02 - non priority payroll				1,709
1114			DOOR SYSTEMS, INC.	1030 HIGHAMS COURT		WOODBRIDGE VA 22191	10/23/01 to 10/22/02 - factory expenses				1,827
EMP-LTG			DORIAN, ARA	1726 CAMULOS AVE	GLENDALE, CA 91208		class action suit	X	X	X	Unknown
28065			DOUBLETREE CLUB HOTEL	9100 BASIL COURT		LARGO MD 20774	10/23/01 to 10/22/02 - misc. expenses				482
EMP-LTG			DOUGLAS, ANTHONY	1901 MT HAMILTON DR.	ANTIOCH, CA	94531	class action suit	X	X	X	Unknown

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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EMP			DOUGLAS, WILLIAM H. III	P. O. BOX 1606	TAPPAHANNOCK, VA	22560	10/23/01 to 10/22/02 - non priority payroll				798
EMP			DOUGLASS, FRANK R.	831 EXCELSIOR STREET	PITTSBURGH, PA	15210	10/23/01 to 10/22/02 - non priority payroll				1,101
LSE	X		Downers Grove Limited Partnership		27750 Stansbury, Suite 200	Farmington Hills, MI 48334	Lease by and between Bedding Experts and Downers Grove LP	X	X		Unknown
EMP-LTG			DOYLE, KEVIN M.	376 ELLIS ST	SAN FRANCISCO, CA	94102	class action suit	X	X	X	Unknown
EMP-LTG			DREW, JILL E.	4916 JOAN WAY	OXNARD, CA	93030	class action suit	X	X	X	Unknown
EMP-LTG			DROUILLARD, SAYRA N.	933 BASALT CT	ANTIOCH, CA	94565	class action suit	X	X	X	Unknown
EMP			DRWILA, WIOLETTE K	96 COLUMBINE AVE.	PAWTUCKET, RI	2861	10/23/01 to 10/22/02 - non priority payroll				3,669
24494			DSRG-NATOMAS	P.O. BOX C19525		IRVINE CA 92623	10/23/01 to 10/22/02 - rent				7,701
EMP-LTG			DU, ALMA L.	11272 1/2 OSBORNE ST	LAKEVIEW TERRACE,	CA 91342	class action suit	X	X	X	Unknown
EMP-LTG			DUJARDIN, DONALD G.	4401 SANSIMEON DR.		OXNARD, CA 93033	class action suit	X	X	X	Unknown
EMP-LTG			DUNCAN, ROBERT W.	7946 ALDRICH	#8	HUNTINGTON BCH CA 92647	class action suit	X	X	X	Unknown
EMP-LTG			DUNNE, MARK A	2275 S BASCOM		CAMPBELL, CA 95008	class action suit	X	X	X	Unknown
20354			DUQUESNE LIGHT COMPANY	P.O. BOX 10		PITTSBURGH PA 152300010	10/23/01 to 10/22/02 - misc. expenses				6,354
EMP-LTG			DURKEE, BONNIE S.	3015 SOUTH J. STREET	OXNARD, CA	93033	class action suit	X	X	X	Unknown
27718			DUTCHSHIP, LLC	504 TULIP ROAD	C/O ED WILSON	ANNAPOLIS MD 21403	10/23/01 to 10/22/02 - rent				8,605
EMP-LTG			DWYER, PAUL E.	441 SYCAMORE ROAD	SANTA MONICA, CA	90402	class action suit	X	X	X	Unknown
27429			E & A ACQUISITION II, LP	PO BOX 528	C/O TOWNE CROSSINGS	COLUMBIA SC 29202	10/23/01 to 10/22/02 - rent				9,436
27398			EARTHLINK INC.	PO BOX 530530		ATLANTA GA 30353-0530	10/23/01 to 10/22/02 - misc. expenses				52
1123			EAST/WEST CONSOLIDATORS	P.O. BOX 870		PLAISTOW NH 03865	10/23/01 to 10/22/02 - factory expenses				5,336
24359			EASTGATE SHOPPING CENTER,INC	CTR-1051 BRINTON ROAD	J.J GUMBERG CO 256-2015	PITTSBURG PA 15221	10/23/01 to 10/22/02 - rent				6,647
23915			EASY FUEL,INC	1346 E. TAYLOR ST		SAN JOSE CA 95133	10/23/01 to 10/22/02 - misc. expenses				8,029
23229			EBMUD	PAYMENT CENTER		OAKLAND CA 946490001	10/23/01 to 10/22/02 - misc. expenses				177
EMP			EBONG, INIOBONG O.	9415 PRESLEY PLACE	LANHAM, MD	20706	10/23/01 to 10/22/02 - non priority payroll				688
EMP			EBRIK, NAZ A.	8310 REGENTS ROAD	#2F	SAN DIEGO, CA 92122	10/23/01 to 10/22/02 - non priority payroll				552
EMP-LTG			ECKERD, SHAWN D.	15567 ASHGROVE DR.	LA MIRADA, CA 90638		class action suit	X	X	X	Unknown
26911			ED HURTADO CONSULTING	250 CHAUMONT CIRCLE		FOOTHILL RANCH CA 92610	10/23/01 to 10/22/02 - misc. expenses				740
23571			EDCO DISPOSAL CORPORATION	P.O. BOX 6887		BUENA PARK CA 906226887	10/23/01 to 10/22/02 - misc. expenses				140
23572			EDCO DISPOSAL CORPORATION	P.O. BOX 6208		BUENA PARK CA 906226208	10/23/01 to 10/22/02 - misc. expenses				141
21825			EDCO WASTE & RECYCLING SERVICE	P.O BOX 5488		BUENA PARK CA 906225488	10/23/01 to 10/22/02 - misc. expenses				246
EMP-LTG			EDELMAN, LAURA S.	7082 E. VIEW PT LANE	ANAHEIM, CA	92807	class action suit	X	X	X	Unknown
24472			EDITH MARIDON	76 PASATIEMPO DR	TRUSTEE OF MARIDON FAM	SANTA CRUZ CA 95060	10/23/01 to 10/22/02 - rent				6,796
EMP-LTG			EDMUNDS, JACK	109 WHITE OAK #10	SCHAUMBURG, IL	60195	class action suit	X	X	X	Unknown
23429			EDRINGTON,SCHIRMER & MURPHY	2300 CONTRA COSTA BLVD STE 450		PLEASANT HILL CA 94523-3936	10/23/01 to 10/22/02 - misc. expenses				1,014
EMP-LTG			EDWARDS, HERBERT L.	1461 S. PALMETTO AVE	ONTARIO, CA	91762	class action suit	X	X	X	Unknown
EMP-LTG			EDWARDS, JEFFREY J.	1343 LONGWOOD PINES	LANE	CORONA, CA 91719	class action suit	X	X	X	Unknown
20816			EFS NATIONAL BANK	P.O. BOX 134		MEMPHIS TN 38101-0134	10/23/01 to 10/22/02 - misc. expenses				3,508
EMP			EHERENMAN, DEBORAH	998 CLAUSEN LANE	ARNOLD,MD	21012	10/23/01 to 10/22/02 - non priority payroll				5,219
EMP			ELIAV, MIRIAM	19501 OXNARD STREET	TARZANA, CA	91356	10/23/01 to 10/22/02 - non priority payroll				1,267
EMP-LTG			ELIE, DUKE T.	1469 KIRK AVENUE	THOUSAND OAKS, CA	91360	class action suit	X	X	X	Unknown
LSE	X		Elizabeth H. Phillips		24 Devonshire Lane	Oak Brook, IL 60521	Lease by and between Bedding Experts and Elizabeth H. Phillips	X	X		Unknown

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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LSE	X		Elk Crossing Limited Partnership	c/o Mid-America Asset Mgmt.	Two Mid-America Plaza, Suite 330	Oakbrook Terrace, IL 60181	Lease by and between Bedding Experts and Elk Crossing LP	X	X		Unknown
EMP			ELLIOTT, JOHN F.	636 SHASTA PLACE	FERNDALE, MI	48220	10/23/01 to 10/22/02 - non priority payroll				2,792
EMP-LTG			ELLIOTT, RICHARD N.	114 PASEO DE LA	PLAYA # A	REDONDO BEACH, CA 90277	class action suit	X	X	X	Unknown
1030			ELLIOTT'S DESIGNS, INC	18201 S. SANTA FE AVE		RANCHO DOMINGUE CA 90221	10/23/01 to 10/22/02 - Inventory				76,004
EMP-LTG			ELLIS, WALTON F.R.	1615 W. ALAMEDA AVE	#212	BURBANK, CA 91506	class action suit	X	X	X	Unknown
EMP-LTG			ELMASHALY, REMOON R.	4558 FRUIT STREET	LAVERNE, CA	91750	class action suit	X	X	X	Unknown
EMP-LTG			ELOCHUKWU, CHUKWUKA	8272 KILMER CIRCLE	SACRAMENTO, CA.	95828	class action suit	X	X	X	Unknown
EMP-LTG			ELOCHUKWU, CHUKWUKA P.	6009 STANLEY AVE	CARMICHAEL, CA	95608	class action suit	X	X	X	Unknown
EMP-LTG			ELSOKARY, YOSRI A.	1290 BROOKFIELD ST	#4	SUNNYVALE, CA 94087	class action suit	X	X	X	Unknown
24422			EMANUEL M. RIDER	11801 WASHINGTON BLVD		LOS ANGELES CA 90066	10/23/01 to 10/22/02 - rent				9,536
22894			EMES BEDDING MANUFACTURER &	FURNITURE DISTRIBUTOR	620 E. ERIE AVE; BLDG 6 - REAR	PHILADELPHIA PA 19134	10/23/01 to 10/22/02 - misc. expenses				1,380
24456			ENCINO VALLEY SHP CNTR LTD	P O BOX 7055		NEWPORT BEACH CA 92658	10/23/01 to 10/22/02 - rent				10,875
27999			ENERGEN TECHNOLOGIES, INC	3116 OLD BROOKEWOOD WAY		RICHMOND VA 23233	10/23/01 to 10/22/02 - misc. expenses				3,587
20350			ENVIRONMENTAL PROTECTION	P.O. BOX 4600	CITY OF MANCHESTER	MANCHESTER NH 03108	10/23/01 to 10/22/02 - misc. expenses				18
20355			EQUITABLE GAS	P.O. BOX 747052		PITTSBURGH PA 15274	10/23/01 to 10/22/02 - misc. expenses				703
EMP			ERES, GLORIA P.	21931 VALLEGJO ST.	HAYWARD, CA	94541	10/23/01 to 10/22/02 - non priority payroll				231
LTG			ERFAN, MASSOUD	155 SHARENE LANE #113	WALNUT CREEK, CA	94596	Litigation	X	X	X	Unknown
EMP-LTG			ESCALANTE, TRAVIS C.	2804 LOS NOGALES AVE		CAMARILLO, CA 93010	class action suit	X	X	X	Unknown
EMP-LTG			ESPARZA, ROBERT M.	9442 FILAGO CRT.	SAN DIEGO, CA	92129	class action suit	X	X	X	Unknown
EMP-LTG			ESPINO, SANTIAGO	557 ANENIDA AGUILA	SAN MARCOS, CA	92069	class action suit	X	X	X	Unknown
24473			ESTATE OF JAMES CAMPBELL	P.O. BOX 61000 FILE 72690		SAN FRANCISCO CA 941612690	10/23/01 to 10/22/02 - rent				17,484
EMP-LTG			ESTES, JOSHUA A.	209 E. THORNTON	#G205	HEMET, CA 92543	class action suit	X	X	X	Unknown
26029			ETHERIDGE KEVIN	2711 ICEHOUSE ROAD	# 104	ALEXANDRIA VA 22314	10/23/01 to 10/22/02 - misc. expenses				119
EMP-LTG			ETHINGTON, MARY E.	11231 CHURCHILL DR.	RIVERSIDE, CA	92503	class action suit	X	X	X	Unknown
EMP-LTG			EVANS, ROBERT L.	23350 CANYON LAKE DR	NORTH	CANYOIN LAKE, CA 92587	class action suit	X	X	X	Unknown
EMP-LTG			EVANSON, RYAN E.	165-EL PAJARO		NEWBURY PARK, CA 91320	class action suit	X	X	X	Unknown
20617			EXCELLENT SERVICES	16 POTOMAC AVENUE		PITTSBURGH PA 15220	10/23/01 to 10/22/02 - misc. expenses				589
25857			EXXONMOBIL	PO BOX 4575		CAROL STREAM IL 60197-4575	10/23/01 to 10/22/02 - misc. expenses				127
26517			F & L PARTNERS	234 E 17TH STREET STE 209	ATTN: W. CRAIG DOOTSON	COSTA MESA CA 92627	10/23/01 to 10/22/02 - rent				14,581
EMP-LTG			FAGIN, STEVEN	1607 GOLDENPOPPY CT	ORLANDO, FL	32824	class action suit	X	X	X	Unknown
EMP-LTG			FAHL, NICK F.	9125 ARMLEY AVE		WHITTIER, CA 90603	class action suit	X	X	X	Unknown
EMP-LTG			FAIN, GAVIN	3918 MESA DR. #102	OCEANSIDE, CA	92056	class action suit	X	X	X	Unknown
27560			FAIRFAX COUNTY	12055 GOVERNMENT CENTER PKWY	ZONING PERMIT BRANCH SUITE 250	FAIRFAX VA 22035-5508	10/23/01 to 10/22/02 - misc. expenses				10
20267			FAIRFAX COUNTY WATER AUTHORITY	P. O. BOX 699		MERRIFIELD VA 22116	10/23/01 to 10/22/02 - misc. expenses				76
EMP-LTG			FAIZYAR, SAYED	1880 CAMINO ESTRADA	CONCORD, CA	94521	class action suit	X	X	X	Unknown
EMP-LTG			FALETOESE, IOANE G	3932 GALBRATH DRIVE		N. HIGHLANDS, CA 95660	class action suit	X	X	X	Unknown
EMP-LTG			FALL, OLIVER M.	2801 ADAMS STREET	RIVERSIDE, CA 92504		class action suit	X	X	X	Unknown
EMP-LTG			FALLON, JOSEPH H.	4900 E.GLICKMAN AVE.		TEMPLE CITY, CA 91780	class action suit	X	X	X	Unknown
27907			FALSE ALARM REDUCTION UNIT	3911 WOODBURN ROAD		ANNANDALE VA 22003	10/23/01 to 10/22/02 - misc. expenses				120
21008			FARRELL LOCKSMITHS	5510 CENTER AVENUE		PITTSBURGH PA 15232	10/23/01 to 10/22/02 - misc. expenses				194
EMP			FARRELL, CHRISTINE R.	31 COTTAGE ST. #3	WOONSOCKET, RI.	2895	10/23/01 to 10/22/02 - non priority payroll				1,362

In re: Mattress Discounters Corporation and T.J.B. Inc.

Case No. 02-22330

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EMP			FARRELL, WILLIAM	31 COTTAGE ST.	WOONSOCKETT, RI	2895	10/23/01 to 10/22/02 - non priority payroll				550
1001			FASHION BED GROUP	DRAWER CS198747		ATLANTA GA 30384	10/23/01 to 10/22/02 - Inventory				307,608
EMP			FASSEL, MAXINE M.	12795 PINEBROOK CT	MORENO VALLEY, CA	92553	10/23/01 to 10/22/02 - non priority payroll				2,233
EMP			FATOURECHI, YAGHOOB	4635 ANTELOPE RD	#214	ANTELOPE, CA 95843	10/23/01 to 10/22/02 - non priority payroll				1,636
EMP			FAULKNER, RICHARD A	6620 CORNELL DRIVE	ALEXANDRIA, VA	22307	10/23/01 to 10/22/02 - non priority payroll				3,030
LSE	X		Federal Realty Investment Trust		1626 East Jefferson St.	Rockville, MD 20852	Lease by and between Bedding Experts and Federal Realty Investment Trust	X	X		Unknown
27075			FEDERATED MATTRESS CO.	60 KELLY ROAD		CANONSBURG PA 15317	10/23/01 to 10/22/02 - misc. expenses				690
23113			FEDEX	PO BOX 1140		MEMPHIS TN 381011140	10/23/01 to 10/22/02 - misc. expenses				894
EMP-LTG			FEENEY, MICHAEL M	518 1/2 WEST ST.		VACAVILLE, CA 95688	class action suit	X	X	X	Unknown
1141			FELIX MANUFACTURING COMPANY	P.O. BOX 4758		COMPTON CA 90224	10/23/01 to 10/22/02 - raw materials				31,886
EMP-LTG			FERGUSON, DEMETRIUS	451 S. HARVARD	#331	LOS ANGELES, CA 90020	class action suit	X	X	X	Unknown
EMP-LTG			FERNANDEZ, JON A.	14430 MAGNOLIA BLVD.	#10	SHERMAN OAKS, CA 91423	class action suit	X	X	X	Unknown
23591			FERNANDO MEDINA JR.	4251 SCENIC AVE	.	PITTSBURG, PA 94565	10/23/01 to 10/22/02 - misc. expenses				41
1142			FERRELLGAS #0543 BR#065	15559 FOOTHILL BLVD		FONTANA CA 92335	10/23/01 to 10/22/02 - factory expenses				710
EMP			FERRY, JEFFERY D.	412 DELANO DR.	PLEASANT HILLS, PA	15236	10/23/01 to 10/22/02 - non priority payroll				440
LSE	X		Festival At Pasadena LTD Partnership		23 Walker Ave	Baltimore, MD 21208	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Festival At Pasadena LTD Partnership Dated 8/2/89	X	X		Unknown
EMP-LTG			FIELIS, SHONN M.	6143 MADISON AVE.	CARMICHAEL, CA 95608		class action suit	X	X	X	Unknown
EMP-LTG			FIEWEGER, PHILLIP J.	1618 STANNAGE AVE	BERKELEY, CA	94702	class action suit	X	X	X	Unknown
23677			FIRE CHIEF PROTECTION	289 S. ROBERTSON BLVD	SUIT 320	BEVERLY HILLS CA 90211	10/23/01 to 10/22/02 - misc. expenses				29
28085			FIRE EXTINGUISHER SERVICE CO.	17 HAYDEN DRIVE		FOXBORO MA 02035	10/23/01 to 10/22/02 - misc. expenses				65
20424			FIRE PROTECTION EQUIPMENT CO.	7206 IMPALA DRIVE		RICHMOND VA 23228	10/23/01 to 10/22/02 - misc. expenses				67
23520			FIRE SAFETY FIRST	1015 N. LOGAN		SANTA ANA CA 92701	10/23/01 to 10/22/02 - misc. expenses				509
24076			FIRECODE SAFETY EQUIPMENT INC.	3747 W. PACIFIC AVE. #H		SACRAMENTO CA 95820	10/23/01 to 10/22/02 - misc. expenses				35
EMP			FISCHER, VICTORIA	9200 MILLIKEN AVE.	#7111	RO.CUCAMONGA, CA 91730	10/23/01 to 10/22/02 - non priority payroll				109
EMP-LTG			FISHBAUGH, ARON M.	4663 BERMUDA AVE	SAN DIEGO, CA	92107	class action suit	X	X	X	Unknown
21247			FLAGLER & DOUGLAS CORP	1501 VERNERA AVE STE 217	C/O BOUNT COMMERCIAL REALTY	CORAL GABLES FL 33146	10/23/01 to 10/22/02 - rent				9,574
22361			FLAMINGO PLUMBING	3676 COLLIN DRIVE STE#21		WEST PALM BEACH FL 33406	10/23/01 to 10/22/02 - misc. expenses				437
EMP			FLANAGAN, THOMAS J.	55 LEEDHAM ST. 2-6	SO. ATTLEBORO, MA	2703	10/23/01 to 10/22/02 - non priority payroll				1,322
EMP-LTG			FLETCHER, HAROLD D	HCR3 BOX 40B	DEL RIO, TX 78840		class action suit	X	X	X	Unknown
EMP-LTG			FLINT, YOLANDA M.	11819 CENTRAL	#40	CHINO, CA 91710	class action suit	X	X	X	Unknown
EMP			FLORES, FRANCISCO	11010 HARDE ST	SILVER SPRING, MD	20901	10/23/01 to 10/22/02 - non priority payroll				471
EMP			FLORES, WILLIAM H.	2319 BUSH AVE	RICHMOND, CA	94806	10/23/01 to 10/22/02 - non priority payroll				353
21140			FLORIDA POWER & LIGHT COMPANY	GENERAL MAIL FACILITY		MIAMI FL 33188-0001	10/23/01 to 10/22/02 - misc. expenses				15,355
EMP			FLORY, EDWARD L.	4317 ST. JONES CT	ELK GROVE, CA	95758	10/23/01 to 10/22/02 - non priority payroll				2,777
EMP-LTG			FLOYD, CRAIG	2126 HIGH ST #7	OAKLAND, CA 94601		class action suit	X	X	X	Unknown
1029			FLS COMPANY, INC.	P.O. BOX 1585		CAMDEN NJ 08105	10/23/01 to 10/22/02 - Inventory				311
1143			FOAMEX L.P. - CALIF.	PO BOX 7247-7991		PHILADELPHIA PA 19170-7991	10/23/01 to 10/22/02 - raw materials				153,104
EMP			FONTECHA, FARLEY F.	961 BARRETT AVE	CHULA VISTA, CA	91911	10/23/01 to 10/22/02 - non priority payroll				966

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EMP-LTG			FONTECHA, FARLEY F.	961 BARRETT AVE	CHULA VISTA, CA	91911	class action suit	X	X	X	Unknown
EMP-LTG			FONVILLE, JAMES	14528 FLALLON AVE.	#4	NORWALK, CA 90650	class action suit	X	X	X	Unknown
1158			FOOTHILLS, INC.	210 SECTION HOUSE ROAD		HICKORY, NC 28603	10/23/01 to 10/22/02 - raw materials				15,631
1334			FORESTVILLE WELDING & IRON	8335 OLD MARLBORO PIKE		UPPER MARLBORO MD 20772	10/23/01 to 10/22/02 - factory expenses				667
26273			FORT EVANS PLAZA	C/O UNIWEST JEFFERSON, INC.	2900 TELESTAR COURT SUITE 300	FALLSCHURCH VA 22042	10/23/01 to 10/22/02 - rent				11,091
25999			FOSS, CRAIG	2301 MANOMET COURT		CROFTON MD 21114	10/23/01 to 10/22/02 - misc. expenses				103
26010			FOSTER CHARLOTTE	28063 DOBBEL AVENUE		HAYWARD CA 94542	10/23/01 to 10/22/02 - misc. expenses				500
EMP			FOWLER, RICHARD	654 OAKDALE AVE	CORTE MADERA, CA	94925	10/23/01 to 10/22/02 - non priority payroll				229
24332			FOX HILL II, INC.	3333 NEW HYDE PARK ROAD #100		NEW HYDE NY 110420020	10/23/01 to 10/22/02 - rent				15,248
20059			FOX TELEVISION STATIONS WTTG	P.O. BOX 198085		ATLANTA GA 30384	10/23/01 to 10/22/02 - advertising				93,925
EMP-LTG			FOX, JAMES L.	7410 S. VERMONT	#16	LOS ANGELES, CA 90044	class action suit	X	X	X	Unknown
EMP-LTG			FOX, KATHRYN L	240 18TH AVE		SAN FRANCISCO CA 94121	class action suit	X	X	X	Unknown
24485			FP MANAGMENT	4125 BLACKFORD AVENUE STE 215		SAN JOSE CA 95117	10/23/01 to 10/22/02 - rent				9,885
EMP			FRAITES, CONSTANTINE	4117 BREMNER BLVD	RICHMOND, VA	23228	10/23/01 to 10/22/02 - non priority payroll				925
20551			FRANCHISE TAX BOARD	P.O. BOX 942867		SACRAMENTO CA 94267	10/23/01 to 10/22/02 - misc. expenses				277
23935			FRANCHISE TAX BOARD	P O BOX 942867		SACRAMENTO CA 94267	10/23/01 to 10/22/02 - misc. expenses				294
24021			FRANCHISE TAX BOARD	PO BOX 942867		SACRAMENTO CA 94267	10/23/01 to 10/22/02 - misc. expenses				220
27033			FRANCHISE TAX BOARD	PO BOX 942867		SACRAMENTO CA 94267-0011	10/23/01 to 10/22/02 - misc. expenses				27
27337			FRANCHISE TAX BOARD	PO BOX 942867		SACRAMENTO CA 94267-0011	10/23/01 to 10/22/02 - misc. expenses				55
EMP			FRANK, MICHAEL A.	3464 IDLEWILD WAY	SAN DIEGO, CA	92117	10/23/01 to 10/22/02 - non priority payroll				2,931
EMP-LTG			FRANK, MICHAEL A.	1818 REED AVE.	SAN DIEGO, CA	92109	class action suit	X	X	X	Unknown
23519			FRANKLIN A/C & HEATING CO,INC.	4891 CAMP STREET		CYPRESS CA 90630	10/23/01 to 10/22/02 - misc. expenses				140
EMP			FRANKLIN, ETHEL M.	6013 CROWN STREET	SEAT PLEASANT, MD.	20743	10/23/01 to 10/22/02 - non priority payroll				183
1146			FRED HAINES TRANSPORTATION	P.O. BOX 3769		PINEDALE CA 93650	10/23/01 to 10/22/02 - factory expenses				37,500
20097			FREE LANCE STAR	616 AMELIA STREET		FREDERICKSBURG VA 22401	10/23/01 to 10/22/02 - advertising				2,120
20080			FREEDOM MEDIA ENTERPRISES	P.O. BOX 11626		SANTA ANA CA 92711	10/23/01 to 10/22/02 - advertising				35,161
EMP-LTG			FREEMAN, MICHAEL	707 CONTINENTAL CIR.	#1939	MT. VIEW, CA. 94040	class action suit	X	X	X	Unknown
EMP			FRENCH, RICHARD H. JR.	376 OXFORD AVENUE	ABERDEEN, MD	21001	10/23/01 to 10/22/02 - non priority payroll				1,356
EMP-LTG			FRENCH, ROBERT H.	308 40TH STREET #C	MANHATTAN BEACH	CA 90266	class action suit	X	X	X	Unknown
EMP-LTG			FRENCH, ROBERT H.	224 9TH STREET	MANHATTAN BEACH, CA	90260	class action suit	X	X	X	Unknown
24299			FRESH POND MALL L.P.	186 ALEWIFE BROOK PKWY		CAMBRIDGE MA 01238	10/23/01 to 10/22/02 - rent				11,189
EMP-LTG			FRIEDENBERG, GERALD I.	16772 BLANTON #1	HUNTINGTON BEACH, CA	92649	class action suit	X	X	X	Unknown
24141			FRONTIER	PO BOX 79146	CITIZENS COMMUNICATION	PHOENIX AZ 85062-9146	10/23/01 to 10/22/02 - misc. expenses				224
EMP-LTG			FRUTH, JOANNE T.	915 PORTOLA AVE.		TORRANCE, CA 90501	class action suit	X	X	X	Unknown
EMP-LTG			FRY, ROBERT M.	1014 W. ORANGE		SANTA ANA, CA 92706	class action suit	X	X	X	Unknown
EMP-LTG			FRY, SEAN T.	1701 NICHOLS	CANYON RD	LOS ANGELES, CA 90046	class action suit	X	X	X	Unknown
EMP			FUENTES, WILIAN A.	6704 JAMES LEE ST.	#346	FALLS CHURCH, VA.22042	10/23/01 to 10/22/02 - non priority payroll				347
EMP-LTG			FULLER, JAMIE A.	113 COOL SPRINGS CT	SACRAMENTO, CA.	95630	class action suit	X	X	X	Unknown
EMP			FULLER, VIJON	3711 ARNOLD AVE	#E	SAN DIEGO, CA 92104	10/23/01 to 10/22/02 - non priority payroll				1,163
EMP-LTG			GAGE, DAVID A.	2125 REED AVENUE	#106	SAN DIEGO, CA 92109	class action suit	X	X	X	Unknown
EMP			GALLOWAY, ROBIN D	4004 21ST PLACE	TEMPLE HILLS, MD	20748	10/23/01 to 10/22/02 - non priority payroll				660
EMP-LTG			GARCIA, ALBERT	9904 LOFTUS DR	APT. #B	ELMONTE, CA 91713	class action suit	X	X	X	Unknown

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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EMP-LTG			GARCIA, ALEXANDER R.	343 1/2 MADRONA	BREA, CA	92821	class action suit	X	X	X	Unknown
EMP			GARCIA, GERMAN	1309 MERRIMAC DR. #2	HYATTSVILLE, MD	20783	10/23/01 to 10/22/02 - non priority payroll				90
EMP-LTG			GARCIA, NATALIE	100 SAGE FLAT COURT	FOLSOM, CA.	95630	class action suit	X	X	X	Unknown
EMP-LTG			GARCIA, REYNALDO U.	1450 FIRST STREET	OXNARD, CA	93030	class action suit	X	X	X	Unknown
EMP-LTG			GARCIA, SHARON	3106 MACE AVE	UNIT A	COSTA MESA, CA 92626	class action suit	X	X	X	Unknown
EMP-LTG			GARDELLA, STEPHEN J. JR	PO BOX 293078	SACRAMENTO, CA 94829		class action suit	X	X	X	Unknown
20549			GARDINER PETROLEUM	82 MAIN STREET		KINGSTON MA 02364	10/23/01 to 10/22/02 - misc. expenses				9,109
EMP-LTG			GARRIDO, PABLO A.	4115 EUCLID AVENUE	#7	SAN DIEGO, CA 92105	class action suit	X	X	X	Unknown
27340			GATEWAY CENTER ASSOC, LTD.	PO BOX 945932	C/O WACHOVIA BANK, N.A.	ATLANTA GA 30394-5932	10/23/01 to 10/22/02 - rent				11,667
28114			GATEWAY STAR PUBLICATIONS	PO BOX 400385		PITTSBURGH PA 15268-0385	10/23/01 to 10/22/02 - advertising				716
24408			GATEWAY/BREA CENTER, L.P.	2716 OCEAN PARK BLVD	SUITE 3040	SANTA MONICA CA 904055218	10/23/01 to 10/22/02 - rent				10,129
22422			GATOR LEASING INC.	6700 POWERLINE ROAD		FT LAUDERDALE FL 33309	10/23/01 to 10/22/02 - misc. expenses				4,121
LSE	X		GB Mall LP	c/o Quantum Mgmt Co.	4912 Del Ray Ave.	Bethesda, MD 20814	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and G.B. Mall LP	X	X		Unknown
27893			GE CAPITAL	PO BOX 642111		PITTSBURGH PA 15264-2111	10/23/01 to 10/22/02 - misc. expenses				517
EMP			GEBREHIWAT, YOSEPH	5000 SURREY LANE	HYATTSVILLE, MD	20784	10/23/01 to 10/22/02 - non priority payroll				600
EMP-LTG			GEE, PATRICK	708 N. CURTIS AVE	ALHAMBRA, CA	91801	class action suit	X	X	X	Unknown
EMP-LTG			GELMAN, DAVID B.	1557 ROYAL AVE	SAN MATEO, CA	94401	class action suit	X	X	X	Unknown
27173			GENTNER SERVICES DIVISION	1825 RESEARCH WAY		SALT LAKE CITY UT 84119-2302	10/23/01 to 10/22/02 - misc. expenses				1,148
EMP-LTG			GENTRY, ALFRED F.	3243 ARLINGTON AVE	#320	RIVERSIDE, CA 92506	class action suit	X	X	X	Unknown
24209			GEORGE & MARY SANSOUCIE	61 SOUTH MAMMOTH ROAD		MANCHESTER NH 03109	10/23/01 to 10/22/02 - rent				3,200
25858			GEORGE ANGELILLO	8 MOCKINGBIRD LANE		OAKBROOK IL 60521	10/23/01 to 10/22/02 - misc. expenses				450
EMP-LTG			GEORGE, JOHN	6980 FACULTY CIR #1	BUENA PARK, CA 90621		class action suit	X	X	X	Unknown
EMP			GEPNER, RICHARD A.	26066 BARRINGTON ST.	MADISON HEIGHTS, MI	48071	10/23/01 to 10/22/02 - non priority payroll				1,302
24360			GERALDINE L. MATHEWS, TRUSTEE	5900 N. ADAMS ROAD		TROY MI 48084	10/23/01 to 10/22/02 - rent				3,309
EMP			GERANEN, JON	1200 W WINTON AVE	TRLR. #138	HAYWARD, CA 94545	10/23/01 to 10/22/02 - non priority payroll				1,052
EMP-LTG			GERTZ, DEBORAH L.	12216 HARTLAND ST.		N. HOLLYWOOD, CA 91605	class action suit	X	X	X	Unknown
EMP-LTG			GESSNER, JOE D.	10929 VALLDEMOSA LN	SAN DIEGO, CA	92124	class action suit	X	X	X	Unknown
27003			GIBSON, DUNN & CRUTCHER LLP	DEPARTMENT 0723		LOS ANGELES CA 90084-0723	10/23/01 to 10/22/02 - misc. expenses				60,242
EMP			GIDJUNIS, NANNETTE M.	6 VIEWPOINT PL.	LAGUNA NIGUEL, CA	92677	10/23/01 to 10/22/02 - non priority payroll				2,472
EMP-LTG			GILARDY, MARK R.	2401 WARREN ROAD	WALNUT CREEK, CA	94595	class action suit	X	X	X	Unknown
EMP			GILLESPIE, TRAVIS L	1738 LINKWOOD LANE	CROFTON MD	21114	10/23/01 to 10/22/02 - non priority payroll				1,787
EMP-LTG			GILLIAM, DIALLO K.	320 E. TABOR AVE	#29	FAIRFIELD, CA 94533	class action suit	X	X	X	Unknown
EMP-LTG			GIVLER, ROBERT H.	320 PENINSULA AVE	#416	SAN MATEO, CA 94401	class action suit	X	X	X	Unknown
EMP			GLASER, LANCE A.	10 LONDON ROAD	SALEM, NH.	3079	10/23/01 to 10/22/02 - non priority payroll				1,655
EMP-LTG			GLASPIE, JAMES D.	335 HIGHLANDER DRIVE	RIVERSIDE, CA 92507		class action suit	X	X	X	Unknown
27549			GLENDORA MARKETPLACE, LLC	18756 ERWIN STREET	C/O CLASSIC MANAGEMENT SERVICE	TARZANA CA 91335	10/23/01 to 10/22/02 - rent				7,933
25639			GMS FIVE, LLC	DEPARTMENT 0128		LOS ANGELES CA 90084-0128	10/23/01 to 10/22/02 - rent				8,664
24382			GOA PROPERTIES MGMT.	120 SOUTH UNIVERSITY DR.	SUITE C	PLANTATION FL 33324	10/23/01 to 10/22/02 - rent				9,375
EMP-LTG			GODDARD, RICKIE A.	1549 BELL ST.	SACRAMENTO, CA.	95875	class action suit	X	X	X	Unknown
EMP			GODOY, JUAN	5728 SEMINARY ROAD	#A2	FALLS CHURCH, VA 22041	10/23/01 to 10/22/02 - non priority payroll				366

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EMP			GOINS, BEVERLY	9004 CHEVAL LAND	UPPER MARLBORO, MD	20772	10/23/01 to 10/22/02 - non priority payroll				387
27278			GOLD CREST, LLC	5006 MONUMENT AVENUE	C/O HARDING & ASSOCIATES, INC.	RICHMOND VA 23230	10/23/01 to 10/22/02 - rent				8,788
25940			GOLDEN GATE BRIDGE FASTRAK	PO BOX 8900	CUSTOMER SERVICE CENTER	MILL VALLEY CA 94942-8900	10/23/01 to 10/22/02 - misc. expenses				23
20812			GOLDEN GATE BRIDGE, HIGHWAY,	AND TRANS. DISTRICT	P.O. BOX 9000 PRESIDIO STATION	SAN FRANCISCO CA 94129	10/23/01 to 10/22/02 - misc. expenses				13
23243			GOLDEN GATE DISPOSAL	PO BOX 60846		LOS ANGELES CA 90060-0846	10/23/01 to 10/22/02 - misc. expenses				184
EMP-LTG			GOLISANO, RUSSELL L.	#6 ARIES CT.	NEWPORT BEACH, CA	92663	class action suit	X	X	X	Unknown
EMP			GOLSON, MICHAEL T.	77 BANK STREET	APT #7	HARWICHPORT, MA. 02645	10/23/01 to 10/22/02 - non priority payroll				1,375
EMP			GOMEZ, JAVIER S.	4130 MERCURY AVE.	LOS ANGELES, CA.	90031	10/23/01 to 10/22/02 - non priority payroll				349
EMP-LTG			GOMEZ, JIMMY A.	105 DONNER AVE	ROSEVILLE, CA 95678		class action suit	X	X	X	Unknown
EMP-LTG			GONZALES, REBECCA	2183 IMOGENE AVE	SAN DIEGO, CA	92154	class action suit	X	X	X	Unknown
EMP-LTG			GONZALEZ, LUZ E.	5568 MARGARET AVENUE		CULVER CITY, CA 90230	class action suit	X	X	X	Unknown
EMP			GONZALEZ, RAUL	1776 N. MOUNTAIN AVE	POMONA, CA	91767	10/23/01 to 10/22/02 - non priority payroll				658
EMP-LTG			GONZALEZ, ROBERT E.	5033 LAJARA CT.		LAKEWOOD, CA 90712	class action suit	X	X	X	Unknown
EMP			GONZALEZ, STEVEN	54 N. 5TH ST	#6	SAN JOSE, CA 95112	10/23/01 to 10/22/02 - non priority payroll				1,352
EMP-LTG			GONZALEZ, STEVEN	1731 43RD AVENUE		CAPITOLA, CA 95010	class action suit	X	X	X	Unknown
EMP-LTG			GONZALEZ, WALTER A.	85 CLIFF WALK DR.	VALLEJO, CA	94591	class action suit	X	X	X	Unknown
EMP-LTG			GORDON, BARBARA S.	8786 SANTA ROSA RD	CAMARILLO, CA	93012	class action suit	X	X	X	Unknown
EMP			GORDON, DARIUS	9506 ROYERTON DRIVE	RICHMOND, VA	23228	10/23/01 to 10/22/02 - non priority payroll				1,458
EMP-LTG			GORDON, GREGORY D.	115 E. 45TH ST.	LOS ANGELOS, CA	90011	class action suit	X	X	X	Unknown
EMP-LTG			GORDON, MICHAEL J	5308 W 138TH PL	HAWTHORNE, CA	90250	class action suit	X	X	X	Unknown
EMP			GOUKER, FRANCIS R	5812 WYNGATE DR	BETHESDA, MD	20817	10/23/01 to 10/22/02 - non priority payroll				1,541
EMP			GRAHAM, LARRY D	8813 SHANNON DR	CLINTON, MD	20735	10/23/01 to 10/22/02 - non priority payroll				1,808
EMP			GRANILLO, SAUL	1283 BROAD STREET	CENTRAL FALLS, RI	2863	10/23/01 to 10/22/02 - non priority payroll				360
20327			GRANITE STATE ELECTRIC	PROCESSING CENTER		WOBURN MA 01807	10/23/01 to 10/22/02 - misc. expenses				2,081
24289			GRANITE STREET REALTY TRUST	845 WASHINGTON STREET		BRAINTREE MA 02184	10/23/01 to 10/22/02 - rent				10,491
EMP-LTG			GRANTHAM, AMY J.	36723 BIRCH ST	NEWARK, CA	94560	class action suit	X	X	X	Unknown
EMP-LTG			GRANTHAM, EMMETT L.	36723 BIRCH ST	NEWARK, CA	94560	class action suit	X	X	X	Unknown
20010			GRAPHIC VISIONS	800 PORT 14 PLACE		ATLANTA GA 30349	10/23/01 to 10/22/02 - advertising				226
EMP			GRAY, ALAN R.	11550 SANTA	GERTRUDES #114	WHITTIER, CA 90604	10/23/01 to 10/22/02 - non priority payroll				2,211
EMP-LTG			GRAY, LULA	6455 RESEDA BLVD.	#218	RESEDA, CA 91335	class action suit	X	X	X	Unknown
LTG			GREEN, MILLER	5541 SOUTH PAULINA STREET	CHICAGO, IL	60636	Litigation	X	X	X	Unknown
LTG			GREEN, ROOSEVELT	14432 BENSLEY	BURNHAM, IL	60633	Litigation	X	X	X	Unknown
EMP			GREENFIELD, HOWARD J.	3K BASS ST	NEW MARKET, NH	3857	10/23/01 to 10/22/02 - non priority payroll				2,933
27485			GREENLAND FARMS LLC	33 HOBBS ROAD		NORTH HAMPTON NH 03862	10/23/01 to 10/22/02 - rent				6,200
EMP			GREENMAN, WILLIAM C.	4254 SAMPLE CT	ALLISON PARK, PA	15101	10/23/01 to 10/22/02 - non priority payroll				3,694
26655			GREENSCAPE DESIGN	5558 3RD ROAD		LAKE WORTH FL 33467	10/23/01 to 10/22/02 - misc. expenses				250
22528			GREGORY LANDSCAPING INC.	3023 BUCKINGHAM		BERKLEY MI 48072	10/23/01 to 10/22/02 - misc. expenses				180
EMP-LTG			GRIFFIN, ROY D.	7641 B CHURCH ST	SAN FRANCISCO, CA	94121	class action suit	X	X	X	Unknown
EMP			GRIMES, KEVIN D.	4045 MESSINA DR	#A	SAN DIEGO, CA 92113	10/23/01 to 10/22/02 - non priority payroll				634
26137			GROSS HARVEY	6345 DOUGLAS STREET		PITTSBURGH PA 15217	10/23/01 to 10/22/02 - misc. expenses				1,715
EMP-LTG			GROWER-ANDERSON, LESLIE	27 WEST DELTA GREEN	PORT HUENEME CA	93041	class action suit	X	X	X	Unknown
EMP-LTG			GRUBE, JEFFREY J.	1856 N. PERSHING AVE	SAN BERNANDINO, CA	92405	class action suit	X	X	X	Unknown

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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EMP-LTG			GRUMBINE, AVE MARIA	10822 COLIMA RD.	WHITTIER, CA	90603	class action suit	X	X	X	Unknown
21007			GUARDIAN PROTECTION SERVICES	650 RIDGE ROAD		PITTSBURGH PA 152059511	10/23/01 to 10/22/02 - misc. expenses				75
EMP-LTG			GUERRA, DAVID	3351 INLAND IMPIRE	BL.12-I	ONTARIO, CA 91764	class action suit	X	X	X	Unknown
EMP-LTG			GUERRA, EDWARD J.	874 SANTA DOROTEA		RHONERT PARK, CA 94928	class action suit	X	X	X	Unknown
EMP-LTG			GUERRA, ROSEMARY L.	14006 LA SALLE CT	FONTANA, CA	92336	class action suit	X	X	X	Unknown
EMP-LTG			GUERRERO, ADRIAN A.	519 S. SHAMROCK AVE	MONROVIA, CA	91016	class action suit	X	X	X	Unknown
EMP			GUERRERO, ALEXIS A.	519 SHAMROCK AVE	MONROVIA, CA	91016	10/23/01 to 10/22/02 - non priority payroll				1,836
EMP			GUERRERO, MARY	1023 WHISTLE STOP DR	COLTON, CA	92324	10/23/01 to 10/22/02 - non priority payroll				642
EMP-LTG			GUILLEN, MARIE N.	13515 DOTY AVENUE, #51	HAWTHORNE, CA	90250	litigation	X	X	X	Unknown
LSE	X		Gus Demas Building Corp.		655 Forest Hill Rd.	Lake Forest, IL 60045	Lease by and between Bedding Experts and Gus Demas Building Corp	X	X		Unknown
EMP-LTG			GUSTA, JASON H.	331 LAPALA DR	SAN JOSE, CA	95127	class action suit	X	X	X	Unknown
20859			GUSTINE WASHINGTON ASSOC. LTD.	P.O. BOX 23206	C/O THE GUSITNE COMPANY	PITTSBURGH PA 15222	10/23/01 to 10/22/02 - rent				5,268
23165			GUTTMAN OIL COMPANY	P.O. BOX 640847		PITTSBURGH PA 152640847	10/23/01 to 10/22/02 - misc. expenses				12,491
EMP-LTG			GUZMAN, ADRIAN	638 W-168TH STREET	GARDENA, CA	90247	class action suit	X	X	X	Unknown
EMP			GUZMAN, GERARDO	209 S. CITRON	ANAHEIM, CA	92805	10/23/01 to 10/22/02 - non priority payroll				1,022
EMP			GUZMAN, JUAN F.	209 S. CITRON STREET	ANAHEIM, CA	92805	10/23/01 to 10/22/02 - non priority payroll				873
EMP			GUZMAN, SONIA	6326 BREN MAR DRIVE	ALEXANDRIA, VA	22312	10/23/01 to 10/22/02 - non priority payroll				459
EMP-LTG			GWEN, JAMES W.	241 N. CLAREMONT	#B	SAN MATEO, CA 94401	class action suit	X	X	X	Unknown
LSE	X		H.J. Mohr & Sons Co.		915 South Maple Ave.	Oak Park, IL 60304	Lease by and between Bedding Experts and HJ Mohr & Sons Co	X	X		Unknown
EMP-LTG			HACKER, RONALD K.	11480 COPPER PASS CT	ALTALOMA, CA	91737	class action suit	X	X	X	Unknown
EMP-LTG			HACKETT, MARENE D.	233 W. JACKSON	VIRDEM, IL	62690	class action suit	X	X	X	Unknown
EMP-LTG			HADLEY, EDNA J.	11248 S. MARIPOSA	AVE #1	LOS ANGELES, CA 90044	class action suit	X	X	X	Unknown
EMP-LTG			HAERING, RODNEY E.	263 BLACKFOOT LANE	VENTURA, CA 93001		class action suit	X	X	X	Unknown
EMP			HAFERA, JAMES E.	400 HOCHBERG RD.	MONROEVILLE, PA	15146	10/23/01 to 10/22/02 - non priority payroll				856
EMP			HAIRSTON, FREDERICK	609 PRINCETON PL NW	WASHINGTON, DC	20010	10/23/01 to 10/22/02 - non priority payroll				481
EMP			HALBASCH, JOHN H.	12145 E. 176TH ST	ARTESIA, CA	90701	10/23/01 to 10/22/02 - non priority payroll				488
EMP			HALEY, GEORGE L.	5707 ARWHEM RD	BALTIMORE, MD	21206	10/23/01 to 10/22/02 - non priority payroll				874
EMP			HALL, MARTELL C.	15343 HUNSAKER AVE	#A	PARAMOUNT, CA 90723	10/23/01 to 10/22/02 - non priority payroll				1,719
EMP			HALL, MICHAEL S.	14176 ROCKINGHORSE	DRIVE	DALE CITY, VA 22193	10/23/01 to 10/22/02 - non priority payroll				3,162
28094			HALLMARK INVESTIGATION SERVICE	309 BURNHAMTHORPE ROAD		ONTARIO CA 20772	10/23/01 to 10/22/02 - misc. expenses				231
EMP-LTG			HAMADA, ISSA M	405 PALMCREST DR	# 47	DALY CITY, CA 94015	class action suit	X	X	X	Unknown
LSE	X		Hampton Mercury Investment Co.		27300 West Eleven Mile Road, Suite 806	Southfield, MI 48034	Lease by and between Bedding Experts and Hampton Mercury Investment Co. Ltd	X	X		Unknown
LSE	X		Hampton Mercury Investment Co. Ltd. Partnership		27750 Stansbury, Suite 200	Farmington Hills, MI 48334	Lease by and between Bedding Experts and Inch & Barry Properties, Ltd.	X	X		Unknown
LSE	X		Hampton Mercury Investment Co. Ltd. Partnership		27750 Stansbury, Suite 200	Farmington Hills, MI 48334	Lease by and between Bedding Experts and Hampton Mercury Investment Co. Ltd	X	X		Unknown
EMP			HAMRICK, NEIL G	31 BEAVER OAK CT	BALTIMORE, MD	21236	10/23/01 to 10/22/02 - non priority payroll				865

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EMP-LTG			HAN, JAMES K.	122 S. ST.ANDREWS PL	#333	LOS ANGELES, CA 90004	class action suit	X	X	X	Unknown
EMP-LTG			HANEY, FRED G.	2399 E. 14TH	#159	SAN LEANDRO, CA 94577	class action suit	X	X	X	Unknown
EMP-LTG			HARB, GHASSAN A.	32009 CAMINO NUNEZ	TEMECULA, CA	92592	class action suit	X	X	X	Unknown
EMP-LTG			HARDING, STEVEN M.	17327 HAWKIN ST.	VAN NUYS, CA	91406	class action suit	X	X	X	Unknown
EMP-LTG			HARDY, WAYNE	3730 W KETCH	OXNARD, CA	93035	class action suit	X	X	X	Unknown
LSE	X		Harlem Realty Partnership	c/o Malet Realty Ltd.	14 East Jackson Blvd.	Chicago, IL 60604	Lease by and between Bedding Experts and Harlem Realty Partnership	X	X		Unknown
EMP-LTG			HARO, CARLOS	6809 CEDAR STREET	HUNTINGTON PARK, CA	90255	class action suit	X	X	X	Unknown
EMP-LTG			HARRIS, FRED JR.	6327 ALMOND AVE.	ORANGEVALE, CA.	95662	class action suit	X	X	X	Unknown
EMP			HARRIS, RODERIC K.	2302 ARROW WOOD TR.	ANNA ARBOR, MI	48105	10/23/01 to 10/22/02 - non priority payroll				450
24234			HARRISON & BATES, INC.	PO BOX 490		RICHMOND VA 23204	10/23/01 to 10/22/02 - rent				90
EMP-LTG			HARRISON, WILLIAM H.	9004 WILLIS AVE #9	PANORAMA CITY, CA	91402	class action suit	X	X	X	Unknown
EMP-LTG			HART, SCOTT	5140 W. 190TH	#141	TORRANCE, CA 90503	class action suit	X	X	X	Unknown
EMP-LTG			HARYONO, TEDJO	380 LAKE MERCED BLVD	#23	DALY CITY, CA 94015	class action suit	X	X	X	Unknown
EMP-LTG			HATCH, JASON C.	811 W CALIFORNIA AV	UNIT P	SUNNYVILLE, CA 94086	class action suit	X	X	X	Unknown
EMP			HAWA, FARDOS A.	1035 VIA CANADA AVE	SANDINAS, CA	91773	10/23/01 to 10/22/02 - non priority payroll				2,874
EMP			HAWA, IMAD A.	1035 VIA CANADA AVE	SAN DIMAS, CA	91773	10/23/01 to 10/22/02 - non priority payroll				343
EMP-LTG			HAWKINS, BONNIE L.	13319 MAGNOLIA BLVD	SHERMAN OAKS, CA	91423	class action suit	X	X	X	Unknown
EMP-LTG			HAWKINS, HOWARD L. JR.	947 SO. HOOVER ST.	#208	LOS ANGELES, CA 90006	class action suit	X	X	X	Unknown
EMP-LTG			HAXTON, BRADLEY J.	1610 W. OAK	FULLERTON, CA	92833	class action suit	X	X	X	Unknown
EMP-LTG			HAYES, MATTHEW G	4200 POTERO AVE		RICHMOND, CA 94804	class action suit	X	X	X	Unknown
23228			HAYWARD WATER SYSTEM	PO BOX 515147		LOS ANGELES CA 90051-5147	10/23/01 to 10/22/02 - misc. expenses				47
EMP			HEATH, ALAN M	222 TAYLOR ST.	FALMOUTH, VA	22405	10/23/01 to 10/22/02 - non priority payroll				1,401
EMP-LTG			HEINIG, PAMELA N.	639 WOODLAND AVE	HAYWARD, CA	94544	class action suit	X	X	X	Unknown
EMP			HEIZENRADER, GEORGE	1272 MARIAN WAY	PETALUMA CA,	94954	10/23/01 to 10/22/02 - non priority payroll				2,082
24208			HELAYNE ADELSTIEN	28 CHERRYWOOD DRIVE		STOUGHTON MA 02072	10/23/01 to 10/22/02 - misc. expenses				1,040
23328			HELIX WATER DISTRICT	P O BOX 501848		SAN DIEGO CA 921501848	10/23/01 to 10/22/02 - misc. expenses				30
24201			HENDERSON GLASS	2420 CEDAR STREET		HOLT MI 48842	10/23/01 to 10/22/02 - misc. expenses				85
EMP-LTG			HENDERSON, BOBBY J.	6821 BLUE DUCK WAY	SACRAMENTO, CA 95842		class action suit	X	X	X	Unknown
EMP-LTG			HENRICHS, MATTHEW R.	P.O. BOX 2044	NEWPORT BEACH, CA	92659	class action suit	X	X	X	Unknown
EMP			HENRIQUEZ, ANA M.	3402 PEARL DRIVE	#204	SUITLAND, MD. 20746	10/23/01 to 10/22/02 - non priority payroll				664
EMP			HERMAN, BENJIMAN L.	8934 GITTINS	COMMERSE, MI	48382	10/23/01 to 10/22/02 - non priority payroll				2,111
EMP			HERNANDEZ, JESUS	7783 ASPEN AVENUE	FONTANA, CA.	92336	10/23/01 to 10/22/02 - non priority payroll				480
EMP			HERNANDEZ, JOHN	9250 GEORGE STREET	MANASSAS, VA	20110	10/23/01 to 10/22/02 - non priority payroll				622
EMP			HERNANDEZ, JUAN	8934 ISLAY AVENUE	FONTANA, CA	92335	10/23/01 to 10/22/02 - non priority payroll				269
EMP			HEROLD, ALYSIA	211 COLUMBIA ST.	BUTLER, PA	16001	10/23/01 to 10/22/02 - non priority payroll				219
EMP-LTG			HERPIN, GEOFFERY S.	3345 CHAPARRAL DR.	ST. GEORGE	UTAH, 84790	class action suit	X	X	X	Unknown
EMP-LTG			HERRERA, ALEX	3510 TOWNE CENTER DR	LA VERNE, CA	91750	class action suit	X	X	X	Unknown
EMP-LTG			HETHERINGTON, JAMES M.	10281 SLATER AVE 108	FOUNTAIN VALLEY, CA	92708	class action suit	X	X	X	Unknown
EMP-LTG			HEYMAN, NORMAN J.	129 MAIN STREET	DOBBS FERRY, NY	10522	class action suit	X	X	X	Unknown
24246			HHH LANDMARK, LLC	PO BOX 15949	URBAN RETAIL PROPERTIES	WILMINGTON DE 198505949	10/23/01 to 10/22/02 - rent				7,073
EMP-LTG			HIBBEN, LEWIS	10888 CALLE VERDE	#228	LA MESA, CA 91941	class action suit	X	X	X	Unknown

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1344			HICKORY SPRINGS OF CALIF. INC	P O BOX 9237		HICKORY NC 28603-9237	10/23/01 to 10/22/02 - factory expenses				33,781
EMP-LTG			HICKS, HAROLD W	1735 N.DILLON ST	LOS ANGELES, CA	90026	class action suit	X	X	X	Unknown
EMP-LTG			HIGAREDA, ALEX	4537 ARTERIA BLVD.	LAWNDALE, CA	90260	class action suit	X	X	X	Unknown
EMP			HIGBE, CLIFTON M.	700-4 WOODSIDE LN E	SACRAMENTO, CA	95825	10/23/01 to 10/22/02 - non priority payroll				1,347
LSE	X		Highland Grove Ltd. Partnership	c/o Developers Diversified Realty Corp.	3300 Enterprise Parkway, PO Box 228042	Beachwood, OH 44122	Lease by and between Bedding Experts and Highland Grove Ltd Partnership	X	X		Unknown
EMP-LTG			HIGHTOWER, LANCET	15150 GRAND AVENUE	#7	LAKE ELISNORE, CA 92530	class action suit	X	X	X	Unknown
EMP-LTG			HILLMAN, JOEL A	300 MERRYDALE ROAD	# 28	SAN RAFAEL, CA 94903	class action suit	X	X	X	Unknown
EMP-LTG			HINMAN, JOSEPH J.	1456 E. PHILADEPHIA	#161	ONTARIO, CA 91761	class action suit	X	X	X	Unknown
EMP			HINSHAW, BARBARA J.	1975 SMOKY ROAD	HUNTINGTOWN, MD	20639	10/23/01 to 10/22/02 - non priority payroll				471
22876			HIRSCHEL, SAVITZ, PARKER	& HOLLMAN, PA	481 N FREDERICK AVE; SUITE 200	GAITHERSBURG MD 20877	10/23/01 to 10/22/02 - misc. expenses				5,929
26640			HI-TECH REALTY, LLC	8230 WEST FLAGER STREET		MIAMI FL 33144	10/23/01 to 10/22/02 - rent				5,510
EMP			HODGE-HOUSTON, PHYLLIS	410 71ST STREET	CAPITAL HEIGHTS, MD	20743	10/23/01 to 10/22/02 - non priority payroll				228
EMP-LTG			HODGMAN, JEFFREY S.	24511 STATE STREET	570	HEMET, CA 92543	class action suit	X	X	X	Unknown
EMP-LTG			HOEVEL, DANIEL	142 E 20TH STREET	COSTA MESA, CA	92627	class action suit	X	X	X	Unknown
EMP			HOFFMAN, DAVID N.	105 JEFFERSON DR	CLAIRTON, PA	15025	10/23/01 to 10/22/02 - non priority payroll				379
EMP-LTG			HOFFMAN, GARY L.	25 E. FLOWER STREET	#189	CHULA VISTA, CA 91910	class action suit	X	X	X	Unknown
EMP			HOFFMAN, ROBERT K	800 ROUNDTOP COURT	APT 1D	LUTHERVILLE, MD 21093	10/23/01 to 10/22/02 - non priority payroll				768
EMP-LTG			HOLBERT, BERNARD	101 OLYMPIC DRIVE	VALLEJO, CA	94589	class action suit	X	X	X	Unknown
EMP			HOLDER, JOHN E JR	17116 FOUNDERS MILL	DRIVE	DERWOOD, MD 20855	10/23/01 to 10/22/02 - non priority payroll				4,989
LTG			HOLDER, STACY	17925 ARCHWOOD WAY	OLNEY, MD	20832	Litigation	X	X	X	Unknown
EMP-LTG			HOLLAWAY, DAVID A.	555 ELMIRA RD	#83	VACAVILLE, CA 95688	class action suit	X	X	X	Unknown
EMP-LTG			HOLM, RICHARD	2095 HOLDEN LANE	TRACY, CA 95376		class action suit	X	X	X	Unknown
EMP-LTG			HOLMES, CLAUDIA M.	1250 NORTH H. STREET	#103	OXNARD, CA 93030	class action suit	X	X	X	Unknown
EMP			HOLSTEIN, VALERIE L.	111 3RD AVENUE SE	GLEN BURNIE, MD	21061	10/23/01 to 10/22/02 - non priority payroll				3,840
EMP-LTG			HOLZRICHTER, DONALD F.	1424 JEFFERSON ST	#508	OAKLAND, CA 94612	class action suit	X	X	X	Unknown
1259			HOME DEPOT/GECF	P.O. BOX 9903		MACON GA 312979903	10/23/01 to 10/22/02 - factory expenses				15
EMP			HONG, CINDY	955 WILLIAM DR.	SAN LORENZO, CA	94580	10/23/01 to 10/22/02 - non priority payroll				2,284
EMP-LTG			HOOKS, KIMBERLEY	2428 8TH ST.	#B	BERKELEY, CA 94710	class action suit	X	X	X	Unknown
EMP			HOOVER, THOMAS JR.	13821 BRIAR WOOD	DRIVE #932	LAUREL, MD 20708	10/23/01 to 10/22/02 - non priority payroll				1,154
EMP-LTG			HOPKINS, MICHAEL	5737 PONTIAC DR.	SAN JOSE, CA	95123	class action suit	X	X	X	Unknown
EMP			HORNBUCKLE, PHILLIP	9181 DAWES	DETROIT, MI	48204	10/23/01 to 10/22/02 - non priority payroll				730
EMP-LTG			HOUK, EDWARD W.	445 S.OLIVE #C	ORANGE, CA	92866	class action suit	X	X	X	Unknown
EMP-LTG			HOWARD, NIGEL D.	2120 W. 102ND STREET	LOS ANGELES, CA	90047	class action suit	X	X	X	Unknown
EMP-LTG			HOWARD, ROBERT J	624 HARDIN DRIVE	INGLEWOOD, CA	90302	class action suit	X	X	X	Unknown
EMP-LTG			HUA, JOHN D.	428 GATEWAT DR	#2	PACIFICA, CA 94044	class action suit	X	X	X	Unknown
EMP			HUFFMAN, JEFFERY A	5406 WEDDING COURT	WALDORF, MD	20602	10/23/01 to 10/22/02 - non priority payroll				1,578
EMP-LTG			HUGHES, RONALD	116 E 124TH STREET	LOS ANGELES, CA	90061	class action suit	X	X	X	Unknown
24483			HULME TRUST	2573 TOPAZ DRIVE		NOVATO CA 94945-1564	10/23/01 to 10/22/02 - rent				5,179
EMP-LTG			HUNN, JOHN T.	1921 OLIVER ST	SAN DIEGO, CA 92109		class action suit	X	X	X	Unknown
EMP-LTG			HUNTER, BROVIEL L.	P.O. BOX 1282	MORENO VALLEY,	CA 92556	class action suit	X	X	X	Unknown
EMP-LTG			HUSTED, KEITH D.	920 WEST 2275 NORTH	LAYTON, UT	84041	class action suit	X	X	X	Unknown

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EMP-LTG			HYYTINEN, NEIL S.	845 VAN NUYS ST.		SAN DIEGO, CA 92109	class action suit	X	X	X	Unknown
LSE	X		I.C.I. Real Estate (Florida), Inc.		3641 West Kennedy Blvd, Suite A	Tampa, FL 33609	Lease by and between Mattress Discounters and I.C.I. Real Estate (Florida)	X	X		Unknown
EMP			IAKOVOU, IAKOVOS V.	10 VILLAGE CIRCLE	LEXINGTON, MA.	2173	10/23/01 to 10/22/02 - non priority payroll				6,234
20440			IBM CORPORATION - JNX	P.O. BOX 7247-0276		PHILADELPHIA, PA 191700276	10/23/01 to 10/22/02 - misc. expenses				5,646
28090			ICE CREAM CATERING	54 PORT ROYAL ROAD UNIT N		SPRINGFIELD VA 22151	10/23/01 to 10/22/02 - misc. expenses				170
EMP-LTG			ICZKOWSKI, BARBARA	5460 WHITE OAK F101	ENCINO, CA 91316		class action suit	X	X	X	Unknown
26127			IEA INDUSTRIES INC	3940 PYRITE STREET		RIVERSIDE CA 92509	10/23/01 to 10/22/02 - misc. expenses				13,769
EMP-LTG			IGBOKWE, CHARLES C.	8749 HOPEDALE CT	ELKGROVE, CA	95624	class action suit	X	X	X	Unknown
EMP			IHM, FLOYD T.	10109 VIA RITA	SANTEE, CA	92071	10/23/01 to 10/22/02 - non priority payroll				5,832
23562			IKON OFFICE SOLUTIONS	PO BOX 7420		PASADENA CA 91109-7420	10/23/01 to 10/22/02 - misc. expenses				848
LTG			ILLINOIS STUDENT ASSISTANCE COMMISSION	C/O PEKAY & GLISTEIN, P.C.	77 WEST WASHINGTON ST., SUITE 719	CHICAGO, IL 60602	Litigation	X	X	X	Unknown
20451			IMPRESSIONS	7951 ANGLETON COURT		LORTON VA 22079	10/23/01 to 10/22/02 - misc. expenses				2,081
LSE	X		Inch & Barry Properties, Ltd.		1261 Wiley Road, Unit L	Schaumburg, IL 60173	Lease by and between Bedding Experts and Inch & Barry Properties, Ltd.	X	X		Unknown
23835			INDIAN CHIEF FIRE CO.	P.O. BOX 2004		GLENDALE CA 91209	10/23/01 to 10/22/02 - misc. expenses				82
25467			INDIANA CASH DRAWER COMPANY	P.O. BOX 236		SHELBY IN 46176	10/23/01 to 10/22/02 - misc. expenses				11
22796			INDUSTRIAL BUILDING SERVICES	3511 NE 22 AVENUE SUITE 300		FT LAUDERDALE FL 333086226	10/23/01 to 10/22/02 - misc. expenses				1,433
24388			INDUSTRIAL PROPERTY FUND III	PO BOX 945631		ATLANTA GA 30394-5631	10/23/01 to 10/22/02 - rent				17,922
EMP-LTG			INGRAM, JEFFREY S.	10809 GLEN HAVEN WAY	RANCHO CORDOVA, CA	95670	class action suit	X	X	X	Unknown
LSE	X		Inland Real Estate Corp.		2901 Butterfield Road	Oak Brook, IL 60523	Lease by and between Bedding Experts and Inland Real Estate Corp	X	X		Unknown
LSE	X		Inland Real Estate Corp.		2901 Butterfield Road	Oak Brook, IL 60523	Lease by and between Bedding Experts and Inland Realty Estate Corp	X	X		Unknown
LSE	X		Inland Real Estate Corp.		2901 Butterfield Road	Oak Brook, IL 60523	Lease by and between Bedding Experts and Inland Realty Estate Corp	X	X		Unknown
20105			INLAND VALLEY DAILY BULLETIN	P.O. BOX 4438		WOODLAND HILLS CA 91365	10/23/01 to 10/22/02 - advertising				20,433
23150			INSIGHT DIRECT INC.	P.O. BOX 78825		PHOENIX AZ 850628825	10/23/01 to 10/22/02 - misc. expenses				304
27529			INTEGRATED BEDDING GROUP	PO BOX 3218		RIVERSIDE CA 92519	10/23/01 to 10/22/02 - misc. expenses				12,271
27739			INTERNAL REVENUE SERVICE	PO BOX 8669		PHILADELPHIA PA 19162	10/23/01 to 10/22/02 - misc. expenses				100
27952			INTERNAL REVENUE SERVICES			FRESNO CA 93888	10/23/01 to 10/22/02 - misc. expenses				135
28066			IRADI, RAZA	5813 COVELANDING ROAD, #303		BURKE, VA 22015	10/23/01 to 10/22/02 - misc. expenses				27
26992			IRON MOUNTAIN OFF-SITE	PO BOX 911862		DALLAS TX 75391-1862	10/23/01 to 10/22/02 - misc. expenses				489
24410			IRVINE RETAIL PROPERTIES CO.	622701 3881H 000014 DEPT0379	C/O MADISON MARQUETTE RETAIL	LOS ANGELES CA 90084	10/23/01 to 10/22/02 - rent				16,474
EMP-LTG			ISLES, JIMMY D.	1250 NORTH H. STREET	#212	OXNARD, CA 90303	class action suit	X	X	X	Unknown
EMP-LTG			ISRAEL, RUBEN R.	2222 ST. ANDREWS DR.	RIO VISTA, CA	94571	class action suit	X	X	X	Unknown
EMP-LTG			ISSAC, MIKE A.	3718 FERRY LANE	FREMONT, CA 94555		class action suit	X	X	X	Unknown
26637			J&M ENTERPRISES OF BROWARD CO,	9868 SW 14TH STREET	STE L-180	BOCA RATON FL 33428	10/23/01 to 10/22/02 - misc. expenses				210
27505			JACK STRAW, LP	PO BOX 409088	C/O CONTINENTAL REAL ESTATE CO	ATLANTA GA 30384-9088	10/23/01 to 10/22/02 - rent				6,371
24441			JACK TARR DEVELOPMENT COMPANY	P. O. BOX 30818	C/O DIVERSIFIED INVESTMENT CO.	LOS ANGELES CA 900300818	10/23/01 to 10/22/02 - rent				3,991

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EMP-LTG			JACKMAN, CATHY L.	2349 CYPRESS ST.	ANTIOCH, CA	94509	class action suit	X	X	X	Unknown
EMP-LTG			JACKSON, JOSH	1530 ADELAIDE ST	# 15	CONCORD, CA 94520	class action suit	X	X	X	Unknown
EMP			JACKSON, KIRK A.	718 KAHN DRIVE	BALTIMORE, MD	21208	10/23/01 to 10/22/02 - non priority payroll				1,158
EMP			JACKSON, RALPH M JR.	1806 WAESCHE COURT	MITCHELLVILLE, MD	20721	10/23/01 to 10/22/02 - non priority payroll				1,184
EMP			JACOBS, DAVID	240 E. LARKSPUR ST.	MUNHALL, PA	15120	10/23/01 to 10/22/02 - non priority payroll				2,249
EMP-LTG			JAMERSON, MIKE E.	18825 LASSEN STREET	NORTHRIDGE, CA	91324	class action suit	X	X	X	Unknown
24373			JAMES C./MARY E TAYLOR, TRUST	BANK ONE 3118 E. SAGINAW		LANSING MI 48912	10/23/01 to 10/22/02 - rent				6,154
1167			JAMES CASH MACHINE CO., INC.	100 OUTER LOOP		LOUISVILLE KY 40214	10/23/01 to 10/22/02 - factory expenses				428
LSE	X		James William Baros, Jr./Even E. Baros		18917 NE 5th Avenue	Miami, FL 33179	Lease by and between Mattress Discounters and James William Baros	X	X		Unknown
EMP			JAMES, ROBERT	2448 CORNING AVENUE	FT. WASHINGTON, MD	20744	10/23/01 to 10/22/02 - non priority payroll				800
EMP			JANIFER, RONALD E.	15721 EBONY COURT	BOWIE, MD.	20716	10/23/01 to 10/22/02 - non priority payroll				816
EMP			JANULEWICZ, WILLIAM C.	9758 WINTHROP CR.	FOUNTAIN VALLEY, CA	92708	10/23/01 to 10/22/02 - non priority payroll				942
EMP-LTG			JASTREM, EDWARD R.	5439 FRESNO AVE	RICHMOND, CA	94804	class action suit	X	X	X	Unknown
EMP-LTG			JASWAL, SUNIL K.	421 KAINS AVE	#5	ALBANY, CA 94706	class action suit	X	X	X	Unknown
22222			JBT PRECISION YARD SERVICES	25 OLDE LANTERN RD.		BEDFORD NH 03110	10/23/01 to 10/22/02 - misc. expenses				105
20442			JDA SOFTWARE, INC.	14400 NO. 87TH STREET		SCOTTSDALE AZ 85260	10/23/01 to 10/22/02 - misc. expenses				1,547
26156			JEFFERSON-PILOT COMM. KBZT	PO BOX 889004		SAN DIEGO CA 92168-9004	10/23/01 to 10/22/02 - advertising				27,965
26155			JEFFERSON-PILOT COMM. KIFM-FM	PO BOX 889004		SAN DIEGO CA 92168-9004	10/23/01 to 10/22/02 - advertising				34,285
26154			JEFFERSON-PILOT COMM. KSON-FM	PO BOX 889004		SAN DIEGO CA 92168-9004	10/23/01 to 10/22/02 - advertising				38,059
LSE	X		Jemal Jefferson LP	c/o Douglas Development Corp.	702 H Street NW	Washington, DC 20036	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Jemal Jefferson LP Dated 3/30/90	X	X		Unknown
EMP			JENKINS, HUGH III	4310 JUDITH STREET	ROCKVILLE, MD	20853	10/23/01 to 10/22/02 - non priority payroll				654
EMP-LTG			JENNINGS, KEVIN M.	10602 CORDOBA CT	WHITTIER, CA	90601	class action suit	X	X	X	Unknown
EMP-LTG			JENNINGS, MACKEY	4283 SQUOYAH RD	OAKLAND, CA	94605	class action suit	X	X	X	Unknown
EMP-LTG			JESTADT, EASTER	1036 OAK GROVE RD	# 94	CONCORD, CA 94518	class action suit	X	X	X	Unknown
EMP			JETER, GERALD F.	5891 VANCOURT	DETROIT, MI	48210	10/23/01 to 10/22/02 - non priority payroll				919
EMP-LTG			JIMENEZ, KENNETH J.	1731 VIA	ENCANTADORAS	SAN YSIDRO, CA 92173	class action suit	X	X	X	Unknown
EMP-LTG			JIMENEZ, MIREYA	4450 SAN SABASTIAN	SACRAMENTO, CA	95823	class action suit	X	X	X	Unknown
EMP-LTG			JIMENEZ, STANLEY J.	1222 N. OLIVE DR.	#102	W.HOLLYWOOD, CA 90069	class action suit	X	X	X	Unknown
1169			JIM'S AIR COMPRESSOR, INC.	5815 ARBOR STREET		TUXEDO MD 20781	10/23/01 to 10/22/02 - factory expenses				373
24430			JOFFE PROPERTIES	10580 WILSHIRE BLVD STE 55		LOS ANGELES CA 90024	10/23/01 to 10/22/02 - rent				8,267
EMP-LTG			JOHANNSEN, RICHARD G	167 VALLEY OAK DR		ROSEVILLE, CA 95678	class action suit	X	X	X	Unknown
24294			JOHN D MURPHY	7 WEST STREET		WALPOLE MA 02081	10/23/01 to 10/22/02 - rent				19,875
EMP-LTG			JOHNSON, BRYAN K.	201 W. VINEYARD AVENUE, #16	OXNARD, CA	93036	class action suit	X	X	X	Unknown
EMP-LTG			JOHNSON, CARY T.	9772 STONYBROOK DR.	ANAHEIM, CA	92804	class action suit	X	X	X	Unknown
EMP-LTG			JOHNSON, DAVID A.	1754 BACON STREET	SAN DIEGO, CA	92107	class action suit	X	X	X	Unknown
LTG			JOHNSON, GARY	3501 MINNESOTA AVENUE, S.E. #3	WASHINGTON, DC	20019	Litigation	X	X	X	Unknown
EMP-LTG			JOHNSON, JARED R.	9107 BENNY GOODMAN	WINDSOR, CA.	95492	class action suit	X	X	X	Unknown
EMP-LTG			JOHNSON, KENNETH P.	6432 MILES LANE	CARMICHAEL, CA.	95608	class action suit	X	X	X	Unknown
EMP-LTG			JOHNSON, LEO	P.O. BOX 74297	LOS ANGELES, CA	90004	class action suit	X	X	X	Unknown

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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EMP-LTG			JOHNSON, MARY A.	P.O. BOX 292231	PHELAN, CA	92329	class action suit	X	X	X	Unknown
EMP-LTG			JOHNSON, RICHARD W.	4623 RULA CT	SACRAMENTO, CA	95660	class action suit	X	X	X	Unknown
25152			JOHNSTON ELECTRIC SIGN COMPANY	3627 MT. VERNON RD		SEBASTOPOL CA 954726070	10/23/01 to 10/22/02 - misc. expenses				1,153
EMP-LTG			JONES, BRYANT	7206 ORRAL ST	OAKLAND, CA	94621	class action suit	X	X	X	Unknown
EMP			JONES, CEDRIC D	235 E HOLLY STREET	APT. #112	PASADENA, CA 91101	10/23/01 to 10/22/02 - non priority payroll				373
EMP-LTG			JONES, DENISE G.	222 LAKEVILLE CIR.	PETALUMA, CA	94954	class action suit	X	X	X	Unknown
EMP-LTG			JONES, EDWARD L.	22832 HILTON HEAD DR	#97	DIAMOND BAR, CA 91765	class action suit	X	X	X	Unknown
EMP-LTG			JONES, IHSAN Z	2291 CUADRA COURT	APT # 8	PINOLE, CA 94564	class action suit	X	X	X	Unknown
EMP-LTG			JONES, JOHN	5803 FANWOOD AVE	LAKEWOOD, CA	90713	class action suit	X	X	X	Unknown
EMP-LTG			JONES, LISA A	24822 HIDDEN HILLS	#B	LAGUNA NIGUEL, CA 92677	class action suit	X	X	X	Unknown
EMP			JONES, RONALD T	7019 GEORGIA AVE	#401	WASHINGTON, DC 20012	10/23/01 to 10/22/02 - non priority payroll				1,370
EMP-LTG			JONES, STEVEN	820 MARSH CREEK DR		SACRAMENTO, CA 95838	class action suit	X	X	X	Unknown
21099			JORDAN TAX SVC. INC.	7100 BAPTIST ROAD	TOWNSHIP OF ROSS	BETHEL PARK PA 151023908	10/23/01 to 10/22/02 - misc. expenses				38
EMP-LTG			JORDAN, GENTILE	2308 BALME DR.	SAN JOSE, CA	95122	class action suit	X	X	X	Unknown
LSE	X		Jordon Perlmutter & Co.-JP North Glenn, LLC		1601 Blake Street, Suite 600	Denver, CO 80202	Lease by and between Mattress Discounters and Jordon Perlmutter & Co	X	X		Unknown
27118			JP MORGAN CHASE BANK	10420 HIGHLAND MANOR DRIVE	C/O JP MORGAN TREASURY SVC.	TAMPA FL 33610	10/23/01 to 10/22/02 - misc. expenses				1,111
25677			JUAREZ CHIQUIRIN	1223 S TAYLOR STREET	#22	ARLINGTON VA 22204	10/23/01 to 10/22/02 - misc. expenses				28
EMP-LTG			JUAREZ, JASON B.	9532 EMERALD PARK DR	ELK GROVE, CA 95624		class action suit	X	X	X	Unknown
LSE	X		Jubilee Limited Partnership		1798 Frebis Ave.	Columbus, OH 43206	Lease by and between Bedding Experts and Jubilee LP	X	X		Unknown
EMP			JUSTINIANO, ARMANDO R.	8900 57TH AVENUE	BERWYN HEIGHTS, MD	20740	10/23/01 to 10/22/02 - non priority payroll				760
20083			K F M B	MIDWEST TELEVISION, INC.	P.O. BOX 85888	SAN DIEGO CA 921865888	10/23/01 to 10/22/02 - advertising				58,931
1352			K.C.B. ENTERPRISES, INC.	P.O. BOX 7007		TUPELO MS 38802	10/23/01 to 10/22/02 - Inventory				102,335
20447			K.W. SMITH AND SON, INC.	P.O. BOX 5534		SPRINGFIELD VA 22150	10/23/01 to 10/22/02 - misc. expenses				10,381
EMP			KABBA, FODAY	33 WYOMING STREET	APT.# 15	DORCHESTER MA 02121	10/23/01 to 10/22/02 - non priority payroll				2,359
27926			KABL	FILE 30063;PO BOX 60000		SAN FRANCISCO CA 94160	10/23/01 to 10/22/02 - advertising				7,829
EMP-LTG			KADISCHE, BARRY M.	2250 VANGUARD WAY	H 147	COSTA MESA, CA 92626	class action suit	X	X	X	Unknown
EMP-LTG			KAGABINES, JUDE	2604 POOR FARM RD	EFFINGHAM, SC	29541	class action suit	X	X	X	Unknown
EMP-LTG			KAHARLANI, ALIREZA	1787 SWALLOTAIL RD	ENCINITAS,	CA 92024	class action suit	X	X	X	Unknown
24477			KAHN FAMILY TRUST	80 SCENIC WAY		SAN FRANCISCO CA 94121	10/23/01 to 10/22/02 - rent				12,103
21041			KAISER FOUNDATION (FILE5915)	FILE NUMBER 5915		LOS ANGELES CA 90074-5915	10/23/01 to 10/22/02 - misc. expenses				16,494
EMP-LTG			KALRA, JOGINDER P.	1751 ELLIS ST.	#206	CONCORD, CA 94520	class action suit	X	X	X	Unknown
LSE	X		Kancov Investment Ltd. Partnership		27750 Stansbury, Suite 200	Farmington Hills, MI 48334	Lease by and between Bedding Experts and Kancov Investment Ltd Partnership	X	X		Unknown
22493			KARENS OF CALVERT FLORIST	AND GIFT	15114 MARLBORO PIKE	UPPER MARLBORO MD 20772	10/23/01 to 10/22/02 - misc. expenses				54
EMP-LTG			KASH, SAM	2144 GREENWICK RD.	ELCAJON, CA	92019	class action suit	X	X	X	Unknown
EMP-LTG			KASHANI, MAHSA M.	390 BEACH PARK BLVD	FOSTER CITY, CA	94404	class action suit	X	X	X	Unknown
EMP			KASHAT, WALLY	2144 GREENWICK RD	ELCAJON, CA	92019	10/23/01 to 10/22/02 - non priority payroll				1,299
28099			KATM-FM CITADEL COMMUNICATIONS	PO BOX 27628		ALBUQUERQUE NM 87125	10/23/01 to 10/22/02 - advertising				28,122
EMP-LTG			KAUHANE, ROSE	6764 VALLEY DR.	RIVERSIDE, CA. 92505		class action suit	X	X	X	Unknown
EMP			KAUR, KAMALJEET	5330 WONG DR	#115	SAN JOSE, CA 95123	10/23/01 to 10/22/02 - non priority payroll				850

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EMP-LTG			KAUR, KAMALJEET	5330 WONG DR	#115	SAN JOSE, CA 95123	class action suit	X	X	X	Unknown
EMP-LTG			KAUR, SIMRANJIT	7 MONTE VERANO CT		SAN JOSE, CA 95116	class action suit	X	X	X	Unknown
27930			KBAY	PO BOX 100240		PASADENA CA 91189-0240	10/23/01 to 10/22/02 - advertising				39,389
20068			KBLX-FM	55 HAWTHORNE ST	SUITE 900	SAN FRANCISCO CA 94105	10/23/01 to 10/22/02 - advertising				56,058
28100			KCBS-AM / CBS RADIO	PO BOX 100499		PASADENA CA 91189-0499	10/23/01 to 10/22/02 - advertising				21,760
20108			KCBS-FM / CBS RADIO	P.O. BOX 100653		PASADENA CA 91189-0653	10/23/01 to 10/22/02 - advertising				64,307
25977			KDFC	455 MARKET STREET	SUITE 2300	SAN FRANCISCO CA 94105-2446	10/23/01 to 10/22/02 - advertising				50,482
28138			KDKA	21251 NETWORK PLACE		CHICAGO IL 60673-1212	10/23/01 to 10/22/02 - advertising				17,459
26711			KDKA-AM	21245 NETWORK PLACE		CHICAGO IL 60673-1212	10/23/01 to 10/22/02 - advertising				33,278
28159			KDKA-TV	21251 NETWORK PLACE		CHICAGO IL 60673-1212	10/23/01 to 10/22/02 - advertising				13634
EMP-LTG			KEAKZOUKIAN, OHANES B.	1131 N. SIEZZA	BONITA	PASADENA, CA 91104	class action suit	X	X	X	Unknown
EMP			KEAYS, EMMETT	563 SAGAMORE AVENUE	UNIT #23	PORTSMOUTH, NH. 03801	10/23/01 to 10/22/02 - non priority payroll				954
28142			KEITH MONROE & COMPANY	P.O. BOX 16010		SAN DIEGO CA 92176	10/23/01 to 10/22/02 - misc. expenses				250
EMP-LTG			KELLY, SONEE K.	49 SHOWERS DRIVE	#E243	MTN. VIEW, CA 94040	class action suit	X	X	X	Unknown
EMP			KELLY, VINTRIES D.	3999 11TH STREET	ECORSE, MI	48229	10/23/01 to 10/22/02 - non priority payroll				2,668
EMP-LTG			KENNARD, VALERIE C.	513 SOUTH CHESTER	AVENUE	COMPTON, CA 90221	class action suit	X	X	X	Unknown
20328			KENT COUNTY WATER AUTHORITY	P.O. BOX 192		WEST WARWICK RI 028930192	10/23/01 to 10/22/02 - misc. expenses				23
26474			KENTLANDS LP	6824 ELM STREET SUITE 200	C/O BEATTY DEVELOPMENT CORP	MCLEAN VA 22101	10/23/01 to 10/22/02 - rent				8,150
EMP			KEPHART, VERNON J.	259 MARYELLEN DR.	NORTH VERSAILLES	PA, 15137	10/23/01 to 10/22/02 - non priority payroll				396
EMP-LTG			KERN, CHRISTOPHER M.	1101 JUNIPER ST. NE	APT. #402	GA, 30309	class action suit	X	X	X	Unknown
EMP-LTG			KERNES, JASON A.	4507 CAMELOOP AVE	SAN DIEGO, CA	92117	class action suit	X	X	X	Unknown
EMP			KESLER, JAMES E. JR	7021 NIMROD DRIVE	HUNTINGTON BEACH,	CA 92647	10/23/01 to 10/22/02 - non priority payroll				1,629
EMP			KETTLES, DAVID B.	6353 MARSEILLES	DETROIT, MI	48224	10/23/01 to 10/22/02 - non priority payroll				728
LSE	X		Kew Realty Corp.		720 South Colorado Blvd, Suite 740 S	Denver, CO 80246	Lease by and between Mattress Discounters and Kew Realty Corp	X	X		Unknown
25592			KEYSPAN ENERGY DELIVERY	P.O. BOX 4300		WOBURN MA 01888-4300	10/23/01 to 10/22/02 - misc. expenses				699
27928			KEZR	PO BOX 100240		PASADENA CA 91189-0240	10/23/01 to 10/22/02 - advertising				40,906
27653			KFBK,KGBY,KHYL,KSTE	CLEAR CHANNEL COMMUNICATIONS	PO BOX 60000 FILE# 30070	SAN FRANCISCO CA 94160	10/23/01 to 10/22/02 - advertising				49,517
26690			KFOG FM	PO BOX 64688		BALTIMORE MD 21264-4688	10/23/01 to 10/22/02 - advertising				118,278
20067			KFRC	PO BOX 100645		PASADENA CA 91189-0645	10/23/01 to 10/22/02 - advertising				65,195
26901			KGO NEWSTALK	PO BOX 61000 DEPT 1439		SAN FRANCISCO CA 94161-01	10/23/01 to 10/22/02 - advertising				69,190
EMP			KHAN, MOEEN I.	5906 S. 3RD STREET	ARLINGTON, VA	22204	10/23/01 to 10/22/02 - non priority payroll				4,070
EMP-LTG			KHATAPOUSH, JUDITH L.	952 CARISSA CT	CAMARILLO, CA	93012	class action suit	X	X	X	Unknown
EMP-LTG			KHONG, LAWRENCE	2675 FLETCHER PKWY.	#118	ELCAJON, CA 92020	class action suit	X	X	X	Unknown
EMP			KHOTYANOV, IGOR	17 HAMLET DRIVE	OWINGS MILLS, MD	21117	10/23/01 to 10/22/02 - non priority payroll				1,126
25980			KHTS-FM	FILE 91020		LOS ANGELES CA 90074-1020	10/23/01 to 10/22/02 - advertising				46,376
EMP			KILLMAN, CRAIG F.	4165 PORTILLA PL.	SAN DIEGO, CA	92130	10/23/01 to 10/22/02 - non priority payroll				11,357
EMP-LTG			KIM, TED D.	435 S. PALM DR. #8	BEVERLY HILLS, CA	90212	class action suit	X	X	X	Unknown
EMP-LTG			KIM, THOMAS	21804 STONEPINE DR	DIAMOND BAR, CA	91765	class action suit	X	X	X	Unknown
EMP-LTG			KIMBROUGH, LUCENA	24200 CARLOS BEE	# 556	HAYWARD, CA 94542	class action suit	X	X	X	Unknown
24427			KIMCO REALTY CORPORATION	3333 NEW HYDE PARK RD STE# 100	LEASE#3194SCAC546/LMATTDI00	NEW HYDE PARK NY 110420020	10/23/01 to 10/22/02 - rent				8,011
27776			KIN PROPERTIES, INC	185 N.W. SPANISH RIVER BLVD	BOX 500	BOCA RATON FL 33431-4230	10/23/01 to 10/22/02 - rent				10,417

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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24278			KIN PROPERTIES, INC.	185 NW SPANISH RIVER BLVD	BOX 500 TENANT#100001184	BOCA RATON FL 33431-4230	10/23/01 to 10/22/02 - rent				11,465
EMP			KING, ROBERT G.	1265 GLORIA DR.	PITTSBURG, CA	94565	10/23/01 to 10/22/02 - non priority payroll				1,753
20071			KIOI	340 TOWNSEND STREET	SUITE 5-101	SAN FRANCISCO CA 94107	10/23/01 to 10/22/02 - advertising				77,524
EMP			KIRK, HARALD H.	P.O. BOX 701	TORRANCE, CA	90508	10/23/01 to 10/22/02 - non priority payroll				1,273
EMP-LTG			KIRK, HARALD H.	P.O. BOX 701	TORRANCE, CA	90508	class action suit	X	X	X	Unknown
EMP-LTG			KIRKER, SHEILA A.	2012 HILLDALE DR.		LA CANADA, CA 91011	class action suit	X	X	X	Unknown
EMP-LTG			KIRKHAM, DAVID M.	3131 ROYAL CT.	CHINO HILLS, CA	91709	class action suit	X	X	X	Unknown
22730			KIRKLAND & ELLIS	CITICORP CENTER	153 EAST 53RD STREET	NEW YORK NY 100224675	10/23/01 to 10/22/02 - misc. expenses				16,671
EMP-LTG			KIRKLEY, JOSEPH D	22 LOS CABOS	DANA POINT, CA 92629		class action suit	X	X	X	Unknown
EMP-LTG			KIRLEY, DENISE M.	5709 PEARL DR.	ROCKLIN, CA	95677	class action suit	X	X	X	Unknown
EMP			KIRUBI, DAVID M.	10215 COMPTON BLVD	BELLFLOWER, CA	90706	10/23/01 to 10/22/02 - non priority payroll				1,478
EMP-LTG			KIRUBI, DAVID M.	10215 COMPTON BLVD	BELLFLOWER, CA	90706	class action suit	X	X	X	Unknown
EMP-LTG			KISH, ANTHONY J.	12403 MCCUNE		MAR VISTA, CA 90066	class action suit	X	X	X	Unknown
25976			KISS 98.1/KISQ-FM	FILE 30063	PO BOX 60000	SAN FRANCISCO CA 94160	10/23/01 to 10/22/02 - advertising				65,280
27651			KJSN FM	PO BOX 847482		DALLAS TX 75284-7482	10/23/01 to 10/22/02 - advertising				12,512
20248			KKDV 95.7 RADIO	400 SECOND STREET	SUITE 300	SAN FRANCISCO CA 94107-1402	10/23/01 to 10/22/02 - advertising				46,754
20066			KKSF	FILE 30063	PO BOX 60000	SAN FRANCISCO CA 94160	10/23/01 to 10/22/02 - advertising				63,308
EMP			KLINE, BRIAN E.	758 HAIGHT ST.	#5	SAN FRANCISCO, CA 94109	10/23/01 to 10/22/02 - non priority payroll				1,021
20247			KLLC-FM	FILE # 73364	P.O. BOX 60000	SAN FRANCISCO CA 94160-3364	10/23/01 to 10/22/02 - advertising				56,959
28029			KLM TRANSPORTATION	547 BEATTY ROAD		MONROEVILLE PA 15146	10/23/01 to 10/22/02 - misc. expenses				1,440
EMP-LTG			KLOPPING, DOLORES A.	P.O. BOX 642	LA VERNE,	CA 91750	class action suit	X	X	X	Unknown
26826			K-LOVE 102.9 FM/KLQV/KLNV	600 WEST BROADWAY	SUITE 2150	SAN DIEGO CA 92101	10/23/01 to 10/22/02 - advertising				47,386
24238			KMART CORPORATION	3100 WEST BIG BEAVER RD	REAL ESTATE DEPT JOAN PAPPAS	TROY MI 480843163	10/23/01 to 10/22/02 - rent				3,552
LSE	X		K-Mart Corporation		3100 West Big Beaver Rd.	Troy, MI 48084	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and K-Mart Corporation	X	X		Unknown
27401			KMYI-FM	FILE #056492		LOS ANGELES CA 90074-6492	10/23/01 to 10/22/02 - advertising				23,361
1002			KNICKERBOCKER BED COMPANY	POST OFFICE BOX 55		LITTLE FERRY NJ 07643	10/23/01 to 10/22/02 - Inventory				123,418
EMP-LTG			KNIFFEN, EDWIN R.	166 LIRIOS AVENUE	SACRAMENTO, CA.	95828	class action suit	X	X	X	Unknown
EMP-LTG			KNIGHT, RAY E	1840 ELKWOOD DRIVE	CONCORD, CA.	94519	class action suit	X	X	X	Unknown
EMP-LTG			KNITTEL, CHRIS L.	5086 CHESTNUT RD.	#115	OLIVEHURST, CA 95961	class action suit	X	X	X	Unknown
26214			KOCL-FM	FILE# 056492		LOS ANGELES CA 90074-6492	10/23/01 to 10/22/02 - advertising				28,648
20069			KOIT	455 MARKET STREET	SUITE 2300	SAN FRANCISCO CA 94105	10/23/01 to 10/22/02 - advertising				86,139
EMP-LTG			KONAR, ROBERT	7740 REDLANDS ST	#M-2077	PLAYA DEL REY CA 90293	class action suit	X	X	X	Unknown
EMP-LTG			KONIG, ROBERT F.	1415 BROADWAY	#201	SAN FRANCISCO, CA 94501	class action suit	X	X	X	Unknown
EMP-LTG			KORBUT, RYAN M.	760 EARLHAM ST APT 6	PASADENA, CA	91101	class action suit	X	X	X	Unknown
EMP-LTG			KORNAKER, BRYAN K.	1255 N. LOS ROBLES AVENUE, APT. 2	PASADENA, CA	91104	class action suit	X	X	X	Unknown
EMP-LTG			KORSAK, ROGER W.	114 GREENFIELD	IRVINE, CA	92614	class action suit	X	X	X	Unknown
27650			KOSO FM	PO BOX 847482		DALLAS TX 75284-7482	10/23/01 to 10/22/02 - advertising				14,157
EMP			KOTSIOPOULOS, PHILIP	51 MARY ANN WAY	TAUNTON, MA	2780	10/23/01 to 10/22/02 - non priority payroll				2,176
27933			KPLN FM	8033 LINDA VISTA RD		SAN DIEGO CA 92111	10/23/01 to 10/22/02 - advertising				3,000
26256			KPLN-FM	P.O. BOX 100876		PASADENA CA 91189	10/23/01 to 10/22/02 - advertising				19,550

In re: Mattress Discounters Corporation and T.J.B. Inc.

Case No. 02-22330

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27652			KQOD FM	PO BOX 847482		DALLAS TX 75284-7482	10/23/01 to 10/22/02 - advertising				11,981
EMP			KRAMER, DAVID W.	908 WRIGHT ST.	SANTA ROSA, CA	95404	10/23/01 to 10/22/02 - non priority payroll				176
EMP-LTG			KRISCHER, TANNI L.	622 OAK DRIVE	CAPITOLA, CA.	95010	class action suit	X	X	X	Unknown
EMP-LTG			KROLAK, TONY L.	4438 APRICOT RD.	UNIT. B	SIMI VALLEY, CA 93063	class action suit	X	X	X	Unknown
27927			KRTY-FM RADIO	PO BOX 995		SAN JOSE CA 95108	10/23/01 to 10/22/02 - advertising				18,717
27648			KRXQ,KSEG,KDND,KSSJ,KCTC	5345 MADISON AVENUE		SACRAMENTO CA 95841	10/23/01 to 10/22/02 - advertising				89,324
27649			KSFM,KXOA,KNCI,KZZO,KYMX,KHTK	PO BOX 100182		PASADENA CA 91189-0182	10/23/01 to 10/22/02 - advertising				135,644
26691			KSFO AM	PO BOX 61000	DEPT 1439	SAN FRANCISCO CA 94161-01	10/23/01 to 10/22/02 - advertising				40,575
EMP-LTG			KUAR, SHALBINDARJIT	7101 GERBER RD	#129	SACRAMENTO, CA 95828	class action suit	X	X	X	Unknown
27929			KUFX	FILE 30063: PO BOX 6000		SAN FRANCISCO CA 94160	10/23/01 to 10/22/02 - advertising				26,240
EMP-LTG			KUHLE, RONALD J.	81 VIA CRESTA	RANCHO SANTA	MARGARITA, CA 92688	class action suit	X	X	X	Unknown
EMP			KUMADA, LARRY T.	5865 CAHALAN AVE	SAN JOSE, CA	95123	10/23/01 to 10/22/02 - non priority payroll				1,603
EMP-LTG			KUMADA, LARRY T.	5865 CAHALAN AVE	SAN JOSE, CA	95123	class action suit	X	X	X	Unknown
EMP			KUPELIAN, PEROUZ M.	17938 BURBANK BLVD.	#4	ENCINO, CA 91316	10/23/01 to 10/22/02 - non priority payroll				1,158
26215			KYXY-FM	P.O. BOX 100878		PASADENA CA 91189-0878	10/23/01 to 10/22/02 - advertising				61,548
1228			L&P FINIANCIAL SERVICES	RE: PORTER INTERNATIONAL	PO BOX 198747	ATLANTA GA 303848747	10/23/01 to 10/22/02 - factory expenses				1,901
28147			L. W. MILLER ROOFING, INC	100 HAMILTON ST.		WASHINGTON PA 15301	10/23/01 to 10/22/02 - misc. expenses				100
20429			L.A. FRITTER & SON, INC.	4908 CRESTON STREET		HYATTSVILLE MD 20781	10/23/01 to 10/22/02 - misc. expenses				217
LSE	X		L.P. Morgan Investment Mgmt., Inc.	c/o Mid-America Asset Mgmt. Inc.	Two Mid-America Plaza, 3rd Floor	Oakbrook Terrace, IL 60181	Lease by and between Bedding Experts and LP Morgan Investment Mgmt, Inc.	X	X		Unknown
28092			LA COUNTY COURT TRUSTEE	PO BOX 513544		LOS ANGELES CA 90051	10/23/01 to 10/22/02 - misc. expenses				242
23245			LA DWP	WATER & POWER	P O BOX 10324	VAN NUYS CA 91410-0324	10/23/01 to 10/22/02 - misc. expenses				2,388
EMP-LTG			LAACK, JOHN	4187 WILSON AVE		SAN DIEGO, CA 92104	class action suit	X	X	X	Unknown
20713			LAB CORP OTS, INC-RTP	P.O. BOX 65891		CHARLOTTE NC 282650891	10/23/01 to 10/22/02 - misc. expenses				3,578
25224			LAB SAFETY SUPPLY INC		P.O. BOX 5004	JANESVILLE WI 535475004	10/23/01 to 10/22/02 - misc. expenses				300
1181			LABELTRONIX	1097 N. BATAVIA STREET		ORANGE CA 92867	10/23/01 to 10/22/02 - factory expenses				383
25272			LABOR READY(CHICAGO)	1002 SOLUTIONS CENTER		CHICAGO IL 60677	10/23/01 to 10/22/02 - misc. expenses				8,874
21231			LABOR READY(TJB)	P O BOX 820145		PHILADELPHIA PA 191820145	10/23/01 to 10/22/02 - misc. expenses				99
EMP-LTG			LABOSCO, JED C.	26541 MERIENDA	APT. #1	LAGUNA HILLS, CA 92656	class action suit	X	X	X	Unknown
EMP			LADD, RALPH J.	358 S. MAIN STREET	#151	ORANGE, CA 92868	10/23/01 to 10/22/02 - non priority payroll				1,199
20690			LAKELAND ELECTRIC	P.O. BOX 32006		LAKELAND FL 33802	10/23/01 to 10/22/02 - misc. expenses				640
EMP-LTG			LAKES, WILLIAM T.	3101 CLAIREMONT DR.	#3	SAN DIEGO, CA 92117	class action suit	X	X	X	Unknown
24402			LAKESIDE DEVELOPMENT CORP	1100 LINTON BOULEVARD	SUITE C-9	DELRAY BEACH FL 33444	10/23/01 to 10/22/02 - rent				8,552
EMP-LTG			LAMB, DAVID	7419 S. LAND PARK DR	#41	SACRAMENTO, CA 95831	class action suit	X	X	X	Unknown
EMP-LTG			LANCASTER, CRAIG S.	229 N BLUEROCK	ANAHEIM, CA 92807		class action suit	X	X	X	Unknown
EMP			LANDRY, MARY	3 HALLAM DR	HOLBROOK MA	2343	10/23/01 to 10/22/02 - non priority payroll				627
EMP			LANE, GERALD L.	6515 SHIRLEY AVENUE	APT. #6	RESEDA, CA 91335	10/23/01 to 10/22/02 - non priority payroll				1,506
EMP			LANGLEY, JOHNNIE	4 GREENFIELD CT #3	SAN ANSELMO, CA	94960	10/23/01 to 10/22/02 - non priority payroll				3,226
EMP			LANHAM, MELISSA	4429 MISSION AVE	#C-103	OCEANSIDE, CA 92057	10/23/01 to 10/22/02 - non priority payroll				2,017
28116			LANSING SAFE & LOCK, INC	6158 W. SAGINAW SUITE C		LANSING MI 48917	10/23/01 to 10/22/02 - misc. expenses				119
25657			LANSING STATE JOURNAL	120 E LENAWEE ST		LANSING MI 48919	10/23/01 to 10/22/02 - advertising				16,128
EMP			LANTAGNE, HENRY M.	73 WASHBURN AVE	RUMFORD, RI	2916	10/23/01 to 10/22/02 - non priority payroll				1,650

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EMP-LTG			LARGUSA, LAYNE	22053 YOUNG AVE	CASTRO VALLEY, CA	94546	class action suit	X	X	X	Unknown
EMP			LARIOS, ROBERTO	1354 LANGLAY WAY #2	HYATTSVILLE, MD	20783	10/23/01 to 10/22/02 - non priority payroll				623
EMP			LARKIN, JASON N.	840 JOYCE DR	WESTMIFFLIN, PA	15122	10/23/01 to 10/22/02 - non priority payroll				638
20685			LARRY T. WEISS CO., INC.	7011 TROY HILL DRIVE		ELKRIDGE MD 210757036	10/23/01 to 10/22/02 - misc. expenses				606
LSE	X		LaSalle National Bank	c/o Diane Rosenberg	832 S. Central Avenue	Chicago, IL 60644	Lease by and between Bedding Experts and LaSalle National Bank	X	X		Unknown
LSE	X		LaSalle National Bank		135 South LaSalle Street	Chicago, IL 60603	Lease by and between Bedding Experts and LaSalle National Bank	X	X		Unknown
LSE	X		LaSalle National Trust	c/o Irving-Harlem Mgmt. Co.	P.O. Box 407	Deerfield, IL 60015	Lease by and between Bedding Experts and LaSalle National Trust	X	X		Unknown
EMP-LTG			LASSNER, RANDY S.	1079 HEWITT DR.	SAN CARLOS, CA	94070	class action suit	X	X	X	Unknown
EMP			LAUTERBACH, GINGER	9392 WIND HAVEN CT	#403	GLEN ALLEN, VA 23060	10/23/01 to 10/22/02 - non priority payroll				314
EMP-LTG			LAUX, WILLIAM J	#5 MARCIA WAY, #157		ROSEVILLE, CA 95747	class action suit	X	X	X	Unknown
EMP-LTG			LAVELLE, WINFRED JR.	369 DARRIEN AVE	OAKLAND, CA	94603	class action suit	X	X	X	Unknown
EMP-LTG			LAWSON, MEAGAN C.	1146 GRANGER STREET	IMPERIAL BEACH, CA	91932	class action suit	X	X	X	Unknown
EMP			LEAF, DAVID C.	3027 GOLDEN OAK WAY	SPRING VALLEY, CA	91978	10/23/01 to 10/22/02 - non priority payroll				2,880
23166			LEASE LINE INC.	ROUTE 130	P.O. BOX 6014	NORTH BRUNSWICK NJ 08902	10/23/01 to 10/22/02 - misc. expenses				16,860
EMP-LTG			LEDESMA, ART	11924 COURTLEIGH DR.	#6	LOS ANGLES, CA 90066	class action suit	X	X	X	Unknown
EMP-LTG			LEDUC, ALBERTO	162 SEAWARD AVENUE	APT. 1	SAN YSIDRO, CA 92173	class action suit	X	X	X	Unknown
24239			LEE HIGHWAY ASSOCIATES	4 RESERVOIR CIRCLE, SUITE 100		BALTIMORE MD 21208	10/23/01 to 10/22/02 - rent				6,498
EMP			LEE, NORMAN	582 PARK WAY SOUTH	SAN FRANCISCO CA,	94080	10/23/01 to 10/22/02 - non priority payroll				2,764
EMP-LTG			LEGEER, DANIEL J.	457 DURANZO	AISLE	IRVINE, CA 92606	class action suit	X	X	X	Unknown
1180			LEGGETT & PLATT, INC.	DRAWER CS 198747		ATLANTA GA 303848747	10/23/01 to 10/22/02 - raw materials				616,917
1151			LEGGETT & PLATT, INC.-GRIBETZ	DRAWER CS198747		ATLANTA GA 30384	10/23/01 to 10/22/02 - factory expenses				3,556
1003			LEGGETT & PLATT, INCORPORATED	DRAWER CS198747		ATLANTA GA 303848747	10/23/01 to 10/22/02 - Inventory				231,980
EMP-LTG			LEININGER, MATTHEW R.	561 WEST FRANKLIN ST	#103, MOUNT PROSPECT	ILLINOIS, 60056	class action suit	X	X	X	Unknown
EMP-LTG			LEMKAN, JOHN K.	852 CHAKEDONY STREET	#8	SAN DIEGO, CA 92109	class action suit	X	X	X	Unknown
EMP			LEON, MANUEL J.	28066 VERNAL WAY	SAUGUS, CA	91350	10/23/01 to 10/22/02 - non priority payroll				480
EMP-LTG			LEONARD, ALLEN D.	175 N. CATALINA	#4	PASADENA, CA 91106	class action suit	X	X	X	Unknown
EMP-LTG			LEONG, RICHARD W.	5644 RAVENSPUR #202	RANCHO PALOS VERDES,	CA, 90275	class action suit	X	X	X	Unknown
25483			LEO'S CUSTOM SPRINKLER SVC	8844 RIVER VALLEY RD		BRIGHTON MI 48116	10/23/01 to 10/22/02 - misc. expenses				55
EMP-LTG			LESNICK, BRUCE R.	39 MANN IRVINE		IRVINE, CA 92612	class action suit	X	X	X	Unknown
EMP-LTG			LESUEUR-SIEBERT, JUDITH	P.O. BOX 5946	CONCORD, CA	94524	class action suit	X	X	X	Unknown
EMP-LTG			LEVINE, NOAH A.	PO BOX 765	LARKSPUR, CA	94939	class action suit	X	X	X	Unknown
EMP			LEVY, EDWARD L	2837 MADIERA CT	WOODBRIDGE, VA	22192	10/23/01 to 10/22/02 - non priority payroll				1,159
EMP-LTG			LEW, WILLIAM G.	17428 ASH STREET	FOUNTAIN VALLEY, CA	92708	class action suit	X	X	X	Unknown
24444			LEWIS OPERATING CORP	1156 MOUNNTAIN AVE.	PO BOX 670 PROPERTY MGMT	UPLAND CA 917850670	10/23/01 to 10/22/02 - rent				8,282
EMP-LTG			LEWIS, EASA L	1291 GOLDENGATE	# 601	SAN FRANCISCO CA 94115	class action suit	X	X	X	Unknown
EMP-LTG			LEWIS, HILBERT C.	136 EASTWOOD DR.	SAN FRANCISCO, CA.	94112	class action suit	X	X	X	Unknown
EMP			LEWIS, JERALD	1200 SHELL DUCK CT	UPPER MARLBORO, MD	20774	10/23/01 to 10/22/02 - non priority payroll				2,599
EMP			LEWY, SHAUN E.	5 CALGARY COURT	RANDALLSTOWN, MD	21133	10/23/01 to 10/22/02 - non priority payroll				1,114
EMP			LEWY, TERRILL G.	5 CALGARY COURT	RANDALLSTOWN, MD	21133	10/23/01 to 10/22/02 - non priority payroll				1,275

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EMP-LTG			LI, DAVID C.	2527 DWIGHT WAY	#8	BERKELEY, CA 94704	class action suit	X	X	X	Unknown
27395			LIBERTY FIRE PROTECTION CO.	26012 MARGUERITE PKWY.	# H-339	MISSION VIEJO CA 92692	10/23/01 to 10/22/02 - misc. expenses				25
EMP			LIEBERMAN, DARRYL O.	17020 BURBANK BLVD.	#302	ENCINO, CA 91316	10/23/01 to 10/22/02 - non priority payroll				2,419
27659			LIFT TRUCK CONNECTION INC.	PO BOX 1665		BYRON CA 94514	10/23/01 to 10/22/02 - misc. expenses				809
EMP-LTG			LIKOVER, JOSHUA L	1500 W. EL CAMINO AV	# 375	SACRAMENTO, CA 95833	class action suit	X	X	X	Unknown
LSE	X		Lillian Kramer & Helene Rubin	c/o Polinger Shannon & Luchs	5530 Wisconsin Avenue, Suite 1000	Chevy, Chase MD 20815	Retail Lease Agreement between TJB, Inc t/a Mattress Discounters and Lillian Kramer & Helene Rubin Dated 7/1/82	X	X		Unknown
EMP			LINTAG, GEORGE M.	2131 MENDOCINO DR.	PITTSBURG, CA	94565	10/23/01 to 10/22/02 - non priority payroll				515
EMP-LTG			LOBROVICH, MARK C.	989 COMMERICIAL ST	PALO ALTO, CA 94303		class action suit	X	X	X	Unknown
EMP-LTG			LOCATELLI, MICHAEL	1602 VALLEJO AVE	NOVATO, CA	94945	class action suit	X	X	X	Unknown
EMP-LTG			LOETZ, BRADLEY A.	18521 DEANBORN AVE.	APT #216	NORTH RIDGE, CA 91325	class action suit	X	X	X	Unknown
26455			LOGAN'S LAWN & LANDSCAPING	1207 VALLEY DRIVE		HYATTSVILLE MD 20782	10/23/01 to 10/22/02 - misc. expenses				1,242
EMP-LTG			LOMBROZO, MICHAEL	5540 LINDO PASCO	#14	SAN DIEGO, CA 92115	class action suit	X	X	X	Unknown
26643			LONG BEACH TOWNE CENTER, LP	PO BOX 16281		PHOENIX AZ 85011-6281	10/23/01 to 10/22/02 - rent				11,450
EMP			LONG, WALTER C.	878 DARRELL ST.	COSTA MESA, CA	92627	10/23/01 to 10/22/02 - non priority payroll				1,953
EMP			LOPEZ, ANGELES	7031 JURUPA ROAD	RIVERSIDE, CA.	92509	10/23/01 to 10/22/02 - non priority payroll				330
EMP-LTG			LOPEZ, ANTHONY S.	10550 DUNLAP	CROSSING RD. #34	WHITTIER, CA 90606	class action suit	X	X	X	Unknown
EMP-LTG			LOPEZ, FRANK L.	717 CALLE VISTA	VERDE	OXNARD, CA 93030	class action suit	X	X	X	Unknown
EMP			LOPEZ, MAURICIO E.	8905 60TH AVENUE	BERWYN HEIGHTS MD	20740	10/23/01 to 10/22/02 - non priority payroll				410
EMP			LOPEZ, ROGELIO	2191 KERN STREET	SAN BERNANDINO, CA.	92407	10/23/01 to 10/22/02 - non priority payroll				1,001
20013			LOS ANGELES TIMES	C/O CITIBANK	PO BOX 7247-8415	PHILADELPHIA PA 19170-8415	10/23/01 to 10/22/02 - advertising				407,743
EMP			LOUDER, DAVID F.	1841 TULIP ST	SAN DIEGO, CA	92105	10/23/01 to 10/22/02 - non priority payroll				1,028
EMP			LOVELY, CHARLES	1077 53RD ST	#B	OAKLAND, CA 94608	10/23/01 to 10/22/02 - non priority payroll				551
EMP-LTG			LOWE, MICAH A.	1905 HOMEWORTH DR.	RANCHO PALOS VERDES,	CA 90274	class action suit	X	X	X	Unknown
EMP-LTG			LOYD, CRAIG	3066 PEPPERMILL CIR.	PITTSBURG, CA	94565	class action suit	X	X	X	Unknown
EMP-LTG			LOZANO, MARYANN C.	36814 CHERRY ST	#112	NEWARK, CA 94560	class action suit	X	X	X	Unknown
EMP-LTG			LUCID, MARY M	P.O. BOX 6532	OXNARD, CA	93031	class action suit	X	X	X	Unknown
EMP-LTG			LUKE, DONALD D.	6133 RITA LOU WAY	CITRUS HEIGHTS, CA	95610	class action suit	X	X	X	Unknown
EMP-LTG			LUONG, THIEN X.	4168 51 ST.		SAN DIEGO, CA 92105	class action suit	X	X	X	Unknown
24366			LWM-ELIZABETH L.L.C	5657 W. MAPLE		W. BLOOMFIELD MI 48322	10/23/01 to 10/22/02 - rent				8,034
24361			LWM-WARREN LLC	29100 NORTHWESTERN HWY #240		SOUTHFIELD MI 48034	10/23/01 to 10/22/02 - rent				6,000
EMP			LY, SEN Q.	123 W. SAXON AVENUE	APT. #A	SAN GABRIEL, CA 91776	10/23/01 to 10/22/02 - non priority payroll				415
EMP			LYNCH, JOHN P.	27 COLTS WAY	ATTLEBORO MA	2703	10/23/01 to 10/22/02 - non priority payroll				883
EMP			LYONS, THOMAS	24 HIGH STREET	DERRY, NH	3038	10/23/01 to 10/22/02 - non priority payroll				1,574
28019			M & H REALTY PARTNERS III, LP	353 SACRAMENTO STREET 21ST FL	ATTN:PROJECT MANAGER UNIT62-72	SAN FRANCISCO CA 94111	10/23/01 to 10/22/02 - rent				2,899
27115			M & H REALTY PARTNERS IV L.P.	353 SACRAMENTO STREET	21ST FLOOR	SAN FRANCISCO CA 94111	10/23/01 to 10/22/02 - rent				7,723
20838			M.A.T.R.	P.O. BOX 642715		PITTSBURGH PA 15264	10/23/01 to 10/22/02 - misc. expenses				62
21043			M.A.W.C.	WESTMORELAND COUNTY	P O BOX 800	GREENBURG PA 15601-0800	10/23/01 to 10/22/02 - misc. expenses				24
24411			M.H.PROPERTIES	P O BOX 19068		IRVINE CA 926239068	10/23/01 to 10/22/02 - rent				17,680
LSE	X		M.P. Associates Ltd. Partnership	c/o O'Lany Inc., Agent	400 North State Street, Suite 220	Chicago, IL 60610	Lease by and between Bedding Experts and MP Associates Ltd Partnership	X	X		Unknown

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EMP-LTG			MA, HUNG-KWOK	1441 DETROIT AVE	#366	CONCORD, CA 94520	class action suit	X	X	X	Unknown
EMP			MABIN, AUREA	5219 MORRIS AVE. #3	CAMP SPRINGS, MD.	20746	10/23/01 to 10/22/02 - non priority payroll				545
EMP			MABRY, JASON R.	2011 WYDA WAY #23	SACRAMENTO, CA	95825	10/23/01 to 10/22/02 - non priority payroll				710
EMP			MACDONALD, STEVE W.	11902 WINTERTHUR LN	APT#105	RESTON, VA 20191	10/23/01 to 10/22/02 - non priority payroll				1,076
EMP-LTG			MACHADO, DANIEL F.	20705 THUNDERBIRD RD	APPLE VALLEY, CA	92307	class action suit	X	X	X	Unknown
EMP			MACINTYRE, DANIEL J.	17 B. HILL STREET	NASHUA, NH	2051	10/23/01 to 10/22/02 - non priority payroll				884
20452			MACKE WATER SYSTEMS, INC.	P.O. BOX 545		WHEELING IL 600900545	10/23/01 to 10/22/02 - misc. expenses				205
EMP-LTG			MADDEN, PAUL J.	206 SOUTH PIERCE ST.	EL CAJON,	CA 92020	class action suit	X	X	X	Unknown
EMP			MADISON, MARCUS S.	10212 PRINCE PLACE	LARGO, MD	20774	10/23/01 to 10/22/02 - non priority payroll				1,559
EMP			MADOO, PENLYN	12826 EPPINS TERRACE	SILVER SPRING, MD	20906	10/23/01 to 10/22/02 - non priority payroll				2,275
EMP-LTG			MAHABIR, MULCHAN	1620 PARK LANE #17	FAIRFIELD, CA 94533		class action suit	X	X	X	Unknown
EMP			MAIRENA, ARNOLDO X	1502 QUINWOOD ST.	HYATTSVILLE, MD	20783	10/23/01 to 10/22/02 - non priority payroll				1,950
EMP			MAJKUT, KRIS J.	104 CROSS STREET	CENTRAL FALLS, RI.	2863	10/23/01 to 10/22/02 - non priority payroll				892
EMP-LTG			MAKADIA, ANIL B.	2626 W. BAYLOR CIR.	#210	ANAHEIM, CA 92801	class action suit	X	X	X	Unknown
EMP			MALINOWSKI, MIREK	358 IMPERIAL DRIVE	PACIFICA, CA	94044	10/23/01 to 10/22/02 - non priority payroll				1,504
EMP			MALONE, JAMES M.	10 FAIRHOPE CT.	ANNAPOLIS, MD	21403	10/23/01 to 10/22/02 - non priority payroll				5,993
EMP-LTG			MALVEAUX, LANCE P	410 COVE COURT		SAN LEANDRO, CA 94578	class action suit	X	X	X	Unknown
LSE	X		Manassas United Management LP		4 Reservoir Circle, Ste 100	Baltimore, MD 21208	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Manassas United Management LP Dated 5/17/84	X	X		Unknown
24241			MANASSAS UNITED MANAGEMENT LTD	4 RESERVOIR CIRCLE, SUITE 100		BALTIMORE MD 21208	10/23/01 to 10/22/02 - rent				5,962
24204			MANCHESTER WATER WORKS	P.O. BOX 278		MANCHESTER NH 031050278	10/23/01 to 10/22/02 - misc. expenses				16
EMP-LTG			MANSOURI, AMIR H.	21011 LILAC RD.	BOX 1029	ADELANTO, CA 92301	class action suit	X	X	X	Unknown
EMP			MANUNJI,ABDULAZIZ	113 AURORA PLAZA	UNION CITY, CA	94587	10/23/01 to 10/22/02 - non priority payroll				2,810
EMP-LTG			MARCELENO, ARTURO A.	3430 ANDREWS DR #311	PLEASANTON, CA	94566	class action suit	X	X	X	Unknown
EMP			MARES, CARLOS	1949 S. MANCHESTER	AVE, #58	ANAHEIM, CA 92802	10/23/01 to 10/22/02 - non priority payroll				803
EMP			MARES, GERARDO R.	1844 S. HASTER ST	SP.47	ANAHEIM, CA 92802	10/23/01 to 10/22/02 - non priority payroll				1,107
EMP-LTG			MARGARITA, LEYVA	1135 SEAPORT DR.	OXNARD, CA	93030	class action suit	X	X	X	Unknown
23374			MARIN COUNTY FSD	PO BOX 6145		NOVATO CA 94948-6145	10/23/01 to 10/22/02 - misc. expenses				33
23517			MARIN SANITARY SERVICE	P.O. BOX 10067		SAN RAFAEL CA 94912	10/23/01 to 10/22/02 - misc. expenses				381
EMP-LTG			MARINO, CARL E	1604 NORFOLK AVE		W. SACRAMENTO, CA 95691	class action suit	X	X	X	Unknown
24809			MARIO ANEMONE INC.	1914 N. LECLAIRE		CHICAGO IL 60639	10/23/01 to 10/22/02 - misc. expenses				495
24242			MARLOW HEIGHTS SHOPPING CENTER	2120 L STREET N.W. SUITE 800		WASHINGTON DC 20037	10/23/01 to 10/22/02 - rent				44
LSE	X		Marlow Heights Shopping Center LLP		2120 L St. NW, Suite 800	Washington, DC 20037	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Marlow Heights Shopping Center LLP Dated 11/30/88	X	X		Unknown
EMP			MARNEY-RHEAUME, MILES	43482 MODENA DR	TEMECULA, CA	92592	10/23/01 to 10/22/02 - non priority payroll				2,251
EMP			MAROS, JOSEPH	11806 BIRCHWOOD CT.	LOCUST GROVE, VA	22508	10/23/01 to 10/22/02 - non priority payroll				971
EMP-LTG			MARSH, BRENT S.	5 HAWTHORN	IRVINE, CA 92612		class action suit	X	X	X	Unknown
EMP-LTG			MARSH, PHILLIP J.	322 S. PHILADELPHIA	#C	ANAHEIM, CA 92805	class action suit	X	X	X	Unknown

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EMP			MARSHALL, SAMUEL	9304 EDMONSTON RD	#103	GREENBELT, MD 20770	10/23/01 to 10/22/02 - non priority payroll				230
EMP-LTG			MARTIN, BRANDON A.	1530 PARK AVE	APT.#12	LONG BEACH, CA 92805	class action suit	X	X	X	Unknown
EMP-LTG			MARTIN, FLORA	1000 S. WESTGATE AVE	#201	BRENTWOOD, CA 90049	class action suit	X	X	X	Unknown
EMP			MARTIN, KENNETH S.	2215 ALTON PLACE	LEMON GROVE, CA	91945	10/23/01 to 10/22/02 - non priority payroll				1,213
EMP			MARTIN, LINDA M.	227 FREDERICK AVE.	ROCKVILLE, MD	20850	10/23/01 to 10/22/02 - non priority payroll				807
EMP-LTG			MARTIN, RONALD R.	855 E. LEXINGTON AVE	#D	EL CAJON, CA 92020	class action suit	X	X	X	Unknown
EMP			MARTIN, TERRY L.	145 HAMILTON AVE	WHITAKER, PA	15120	10/23/01 to 10/22/02 - non priority payroll				291
EMP-LTG			MARTIN, VIVIAN	4021 CONRAD AVE	SAN DIEGO, CA 92117		class action suit	X	X	X	Unknown
EMP-LTG			MARTINEZ, ABEL	3096 SANTA MARGARITA	AVENUE	SAN JOSE, CA. 95118	class action suit	X	X	X	Unknown
EMP			MARTINEZ, EDDIE R.	3174 MAYFAIR LN.	RIVERSIDE, CA	92506	10/23/01 to 10/22/02 - non priority payroll				493
EMP-LTG			MARTINEZ, HERB C.	480 ARCADE AVENUE		VENTURA, CA 93003	class action suit	X	X	X	Unknown
EMP			MARTINEZ, MIGUEL	16335 SEQUOIA AVE.	FONTANA, CA	92335	10/23/01 to 10/22/02 - non priority payroll				581
EMP			MARTINEZ, OSCAR	1050 PURPLE HEART	COLTON, CA.	92324	10/23/01 to 10/22/02 - non priority payroll				1,269
EMP			MARTINEZ, RAFAEL	17711 DORSEY STREET	FONTANA, CA.	91764	10/23/01 to 10/22/02 - non priority payroll				819
EMP-LTG			MARTINEZ, VICTOR M.	2520 SALVIO ST.	CONCORD, CA	94519	class action suit	X	X	X	Unknown
23443			MARTIN'S SWEEPING SERVICE	P.O. BOX 23314		PLEASANT HILL CA 94523	10/23/01 to 10/22/02 - misc. expenses				53
24336			MARX REALTY & IMPROVEMENT CO.	708 3RD AVENUE; 15TH FLOOR		NEW YORK NY 10017	10/23/01 to 10/22/02 - rent				25,414
1186			MARYLAND INDUSTRIAL TRUCKS INC	P.O. BOX 64716		BALTIMORE MD 21264	10/23/01 to 10/22/02 - factory expenses				2,849
EMP-LTG			MARZVANIAN, MIKE M.	5807 NORWALK BLVD	WHITTIER, CA	90606	class action suit	X	X	X	Unknown
EMP			MASENHEIMER, RALPH E.	1327 MEDFIELD AVENUE	BALTIMORE, MD	21211	10/23/01 to 10/22/02 - non priority payroll				730
EMP-LTG			MASIS, LISA S.	614 CORRAL CT.	BRANSON, MO	65616	class action suit	X	X	X	Unknown
EMP-LTG			MASODY, STEPHANIE C	5146 WINSTON CT		FREMONT, CA 94536	class action suit	X	X	X	Unknown
EMP-LTG			MASON, DERRICK	P.O. BOX 4912		WEST COVINA, CA 91791	class action suit	X	X	X	Unknown
23058			MASSACHUSETTS ELECTRIC	PROCESSING CENTER		WOBURN MA 018070005	10/23/01 to 10/22/02 - misc. expenses				6,371
EMP-LTG			MASSARA, ANTHONY M	124 CANYON RIM DR.		FOLSOM, CA 95630	class action suit	X	X	X	Unknown
EMP-LTG			MASSARA, GINO R.	701 NEW COMBE COURT	ROSEVILLE, CA	95661	class action suit	X	X	X	Unknown
EMP-LTG			MASSEY, MONTRE' D.	5085 SUMMERBROOK WAY	SACRAMENTO, CA 95823		class action suit	X	X	X	Unknown
27224			MASTER DISPOSAL CO., INC.	2852 DURFEE AVE.	RECYCLING SERVICES	EL MONTE CA 91732-3516	10/23/01 to 10/22/02 - misc. expenses				45
1139			MASTERMAN'S, LLP	11 C ST., BLDG 10		AUBURN INDUSTRI MA 01501	10/23/01 to 10/22/02 - factory expenses				159
EMP			MASTERS, JAMES W.	235 AVE SERRA	#A	SAN CLEMENTE, CA 92672	10/23/01 to 10/22/02 - non priority payroll				3,937
EMP			MASTRO, DAVID	6424 HELEN ST.	SOUTH PARK, PA	15129	10/23/01 to 10/22/02 - non priority payroll				136
27950			MASTROENI, DENISE	3127 MOUNTAINVIEW DRIVE		Greensburg PA 15601	10/23/01 to 10/22/02 - misc. expenses				600
EMP-LTG			MATA, EVERARDO	2007 S. SECOND ST	ALHAMBRA, CA	91803	class action suit	X	X	X	Unknown
EMP-LTG			MATSELBOBA, KAREN A.	156 MARWOOD LANE	OCEANSIDE, CA	92054	class action suit	X	X	X	Unknown
LSE	X		Matteson Lincoln, LLC	c/o Locations Finders International, Inc.	533 Ashland Ave.	Chicago Heights, IL 60411	Lease by and between Bedding Experts and Matteson Lincoln, LLC	X	X		Unknown
EMP			MATTOS, CHRISTINE	210 SYCAMORE ROAD	BALTIMORE, MD	21226	10/23/01 to 10/22/02 - non priority payroll				2,743
EMP-LTG			MATTU, HARINDER K.	2505 MIRAMAR AVE	#126	CASTRO VALLEY, CA 94546	class action suit	X	X	X	Unknown
EMP-LTG			MAUN, MARK E.	4990 DEL MONTE	#29	SAN DIEGO, CA 92107	class action suit	X	X	X	Unknown
EMP-LTG			MAUN, MARK E.	1462 WOOSTER	#1	LOS ANGELES, CA 90035	class action suit	X	X	X	Unknown
24445			MAURINE E. RICE FAMILY TRUST	13428 MAXELLA AVENUE #468	C/O MAURINE E. RICE. TRUSTEE	MARINA DEL REY CA 90292	10/23/01 to 10/22/02 - rent				5,000
1032			MAXWELL PRODUCTS INC.	13151 MIDWAY PLACE	PO BOX 2067	CERRITOS CA 90702	10/23/01 to 10/22/02 - Inventory				13,815

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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EMP-LTG			MAXWELL, THOMAS E.	628 62ND ST	OAKLAND, CA	94609	class action suit	X	X	X	Unknown
EMP			MAY, MICHAEL J.	9528 PERRY HALL BLVD	#104	BALTIMORE, MD 21236	10/23/01 to 10/22/02 - non priority payroll				784
EMP-LTG			MAYANK, KUMAR	27495 MANNON AVE	#2	SOUTH HAYWARD, CA 94544	class action suit	X	X	X	Unknown
EMP-LTG			MAYES, JAMES A.	2033 N. SERRANO		LOS ANGELES, CA 90027	class action suit	X	X	X	Unknown
1196			MC MASTER-CARR SUPPLY COMPANY	P.O. BOX 7690		CHICAGO IL 606807690	10/23/01 to 10/22/02 - factory expenses				61
EMP-LTG			MCARTHUR DANE R	8321 VALLEY VIEW CT	SEBASTOPAL, CA	95472	class action suit	X	X	X	Unknown
EMP-LTG			MCBRIDE, JENIFER A.	3895 MIDWAY	#119	SAN DIEGO, CA 92110	class action suit	X	X	X	Unknown
EMP			MCCOLLUM, BRIAN A.	3919 MISSISSIPPI ST	#1	SAN DIEGO, CA 92104	10/23/01 to 10/22/02 - non priority payroll				338
EMP-LTG			MCCOWN, BARRY S.	2237 LEVANTE STREET	CARLSBAD, CA	92009	class action suit	X	X	X	Unknown
EMP-LTG			MCCOWN, SHARON A.	2237 LEVANTE	CARLSBAD, CA 92009		class action suit	X	X	X	Unknown
EMP-LTG			MCCRAY, JOEL	3831 ANNADALE LN	#8	SACRAMENTO, CA 95821	class action suit	X	X	X	Unknown
EMP-LTG			MCDEVITT, COLLEEN A.	1780 SOUTH HUTCHINS	LODI, CA	95240	class action suit	X	X	X	Unknown
EMP-LTG			MCELROY, THOMAS C.	17610 BEACH BLVD.#42	HUNTINGTON BEACH,	CA 92647	class action suit	X	X	X	Unknown
EMP			MCFARLAND, MICHAEL D.	7841 BARRIE STREET	DEARBORN, MI	48126	10/23/01 to 10/22/02 - non priority payroll				1,252
EMP			MCFARLIN, WILLIAM F.	5026 LAUREL PARK DR	CAMARILLO, CA	93012	10/23/01 to 10/22/02 - non priority payroll				1,178
EMP			MCGEE, MICHAEL R.	3417 TUCKAHOE CT	DUMFRIES, VA	22026	10/23/01 to 10/22/02 - non priority payroll				2,077
24244			MCGILL DEVELOPMENT L.P. #3	P O BOX 508 BATC 707-07990		ANAPOLIS MD 21404	10/23/01 to 10/22/02 - rent				8,470
EMP			MCGUANE, KATHLEEN L.	P.O. BOX 7723	LAGUNA NIGUEL, CA	92607	10/23/01 to 10/22/02 - non priority payroll				5,652
22672			MCGUIRE WOODS BATTLE & BOOTHE	ONE JAMES CENTER	901 EAST CARY STREET	RICHMOND VA 23219	10/23/01 to 10/22/02 - misc. expenses				13,493
EMP-LTG			MCHANEY, KEITH S.	11105 CAMELLIA AVE	FOUNTAIN VALLEY,	CA 92708	class action suit	X	X	X	Unknown
EMP-LTG			MCHRANE, MATTHEW	9442 FILAHO CT.	SAN DIEGO, CA	92129	class action suit	X	X	X	Unknown
27767			MCI	PO BOX 856053		LOUISVILLE KY 40285-6053	10/23/01 to 10/22/02 - misc. expenses				597
21844			MCI TELECOMMUNICATIONS	P.O. BOX 73881		CHICAGO IL 606737881	10/23/01 to 10/22/02 - misc. expenses				3,068
EMP			MCKAY, NANCY A.	25800 INDUSTRIAL BLV	#P2212	HAYWARD, CA. 94545	10/23/01 to 10/22/02 - non priority payroll				414
EMP-LTG			MCKELVY, ROBERT A. JR.	5343 ADOBE FALLS RD	#228	SAN DIEGO, CA 92120	class action suit	X	X	X	Unknown
EMP-LTG			MCKENDRICK, J P.	14647 FIR AVE		IRVINE, CA 92606	class action suit	X	X	X	Unknown
EMP			MCKENZIE, TERENCE	8732 CASTLEROCK CT.L	LAUREL, MD	20723	10/23/01 to 10/22/02 - non priority payroll				923
EMP-LTG			MCKINNON, BRUCE A.	4323 MISSION BAY DR.	SAN DIEGO, CA	92109	class action suit	X	X	X	Unknown
EMP			MCMAHON, JOHN P	1944 ANZA STREET #3	SAN FRANCISCO, CA	94118	10/23/01 to 10/22/02 - non priority payroll				2,785
28146			MCMURTREY ELECTRIC, INC	267 EAST POMONA BLVD		MONTEREY PARK CA 91755-7293	10/23/01 to 10/22/02 - misc. expenses				488
EMP-LTG			MCQUADE, PAUL	306 OLIVE AVE.	CARLSBAD, CA	92008	class action suit	X	X	X	Unknown
EMP-LTG			MCQUOWN, RYAN C.	1951 N. TOPAZ		ORANGE CA 92867	class action suit	X	X	X	Unknown
EMP-LTG			MCVETY, DANIEL H.	262 GREENMOOR		IRVINE, CA 92614	class action suit	X	X	X	Unknown
21415			MDG COMPANIES	5550 STERRETT PLACE	STE 312 N-BLDG	COLUMBIA MD 21044	10/23/01 to 10/22/02 - misc. expenses				405
1197			MDL FABRICATING, INC.	7 JAY GOULD COURT		WALDORF MD 20602	10/23/01 to 10/22/02 - factory expenses				3,787
EMP-LTG			MEADOWS, DONALD	1155 BLAZEWOOD ST.	RIVERSIDE, CA 92507		class action suit	X	X	X	Unknown
EMP			MECHE, BYRON	4433 CASA GRANDE CIR	APT. #187	CYPRESS, CA 90630	10/23/01 to 10/22/02 - non priority payroll				2,113
LSE	X		Media Play, Inc.		7500 Flying Cloud Drive	Eden Prairie, MN 55344	Lease by and between Mattress Discounters and Media Play, Inc.	X	X		Unknown
EMP			MEDINA, FERNANDO D. JR.	4251 SCENIC AVE	PITTSBURG, CA	94565	10/23/01 to 10/22/02 - non priority payroll				2,068
EMP			MEDINA, JUAN	1460 IRVING STREET	N.W. #508	WASHINGTON, DC 20010	10/23/01 to 10/22/02 - non priority payroll				795
EMP-LTG			MEHRABIAN, KATAYOUN	1406 SALTAIR AVENUE	APT. #1	LOS ANGELES, CA 90025	class action suit	X	X	X	Unknown

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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EMP			MEJIA, JESUS, J.	10337 SLATER #103	FOUNTAIN VALLEY, CA	92708	10/23/01 to 10/22/02 - non priority payroll				314
EMP			MELENDEZ, JUAN	4506 CLEARFIELD RD	SILVER SPRING, MD	20906	10/23/01 to 10/22/02 - non priority payroll				816
EMP-LTG			MENDEZ, GEORGE	1230 W. PUENTE AVE	W. COVINA, CA	91790	class action suit	X	X	X	Unknown
EMP			MENDOZA, JOE JR.	1513 INYO AVE	MODESTO, CA	95358	10/23/01 to 10/22/02 - non priority payroll				1,113
EMP			MENDOZA, JOSE D.	16751 VILLAGE, LN #E	FONTANA, CA	92336	10/23/01 to 10/22/02 - non priority payroll				386
EMP			MERCIER, JOSEPH A.	5911-2 TAMAR DR.	COLUMBIA, MD	21045	10/23/01 to 10/22/02 - non priority payroll				1,985
EMP-LTG			MERTZ, ROBERT C.	20810 ARLINE AVE	#2	LAKEWOOD, CA 90715	class action suit	X	X	X	Unknown
23264			MESA CONSOLIDATED WATER DIST.	PAYMENT PROCESSING CENTER	PO BOX 30929	LOS ANGELES CA 90030-0929	10/23/01 to 10/22/02 - misc. expenses				34
EMP-LTG			MESAROS, STEVE	9274 FRANKLIN BLVD.	#170	ELK GROVE, CA 95758	class action suit	X	X	X	Unknown
EMP			MESMER, DOUGLAS T.	7420 N.W. 4TH ST.	#311	PLANTATION, FL 33317	10/23/01 to 10/22/02 - non priority payroll				2,308
26710			METRO NETWORKS, INC.	4098 COLLECTIONS CENTER DRIVE	BANK OF AMERICA LOCKBOX SVCS.	CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				237,114
20456			METRO TRUCK LEASING	6730 INDUSTRIAL DRIVE		BELTSVILLE MD 20705	10/23/01 to 10/22/02 - misc. expenses				33,498
23349			METROFIRE	P.O. BOX 177016		SAN DIEGO CA 92117	10/23/01 to 10/22/02 - misc. expenses				183
EMP-LTG			METTER, RICHARD A.	3305 FONTANA AVE	SAN DIEGO, CA	92117	class action suit	X	X	X	Unknown
EMP			MEYERS, KENNETH J.	2141 EAST 15TH	OAKLAND, CA	94606	10/23/01 to 10/22/02 - non priority payroll				1,184
21854			MIAMI-DADE COUNTYTAX COLLECTOR	140 W. FLAGLER STREET	COUNTY OFFICE	MIAMI FL 33130	10/23/01 to 10/22/02 - misc. expenses				45
22875			MIAMI-DADE WATER & SEWER DEPT.	PO BOX 026055		MIAMI FL 33102-6055	10/23/01 to 10/22/02 - misc. expenses				297
24206			MICHAEL DEVELOPMENT, LLC	31455 NORTHWESTERN HWY SUITE C		FARMINGTON HILLS MI 48334	10/23/01 to 10/22/02 - rent				6,333
27086			MICHAEL E. DYER FAMILY LTD	PO BOX 740396		DALLAS TX 75374	10/23/01 to 10/22/02 - rent				14,752
EMP-LTG			MICHAEL, TIONA D.	14941 BURBANK BLVD.	#14	VAN NUYS, CA 91411	class action suit	X	X	X	Unknown
LTG			MICHAEL, TIONA; CAMPBELL, SHAWN; SIMPKINS, CRAIG	C/O WILLIAM REHWALD, ESQ.	Rehwald, Tameson, Lewis & Glasner, 5855 Topanga Canyon Blvd., Suite 400	WOODLAND HILLS, CA 91367	Litigation	X	X	X	Unknown
27306			MID-ATLANTIC REALTY	7819 NORFOLK AVE SECOND FLOOR	C/O RECYCLAND, LLC	BETHESDA MD 20814	10/23/01 to 10/22/02 - rent				51,733
EMP			MIHELICH, ROBERT J.	5 CORD ST.	PITTSBURGH, PA	15235	10/23/01 to 10/22/02 - non priority payroll				687
26568			MIKWAUKEE PROPERTIES	1415 N. DAYTON	C/O STAMMICH MANAGEMENT	CHICAGO IL 60622	10/23/01 to 10/22/02 - rent				50
EMP-LTG			MILLBANK, PAUL	600 N. WHITNALL HWY	#207	BURBANK, CA 91505	class action suit	X	X	X	Unknown
EMP			MILLER, RONALD P.	6912 ALLVIEW DRIVE	COLUMBIA, MD	21046	10/23/01 to 10/22/02 - non priority payroll				1,992
EMP-LTG			MILLER, WILBER L.	309 E.HILLCREST BLVD	#247	INGLEWOOD, CA 90301	class action suit	X	X	X	Unknown
LTG			MILNER, DAVID	4427 MURIETTA AVENUE, #23	SHERMAN OAKS, CA	91423	Litigation	X	X	X	Unknown
EMP-LTG			MINAMI, TONY T	222 STONEGATE CIR.		SAN JOSE, CA 95110	class action suit	X	X	X	Unknown
EMP-LTG			MINJAREZ, ART	309 S. FRANKLIN	SANTA ANA, CA	92703	class action suit	X	X	X	Unknown
EMP-LTG			MINKLER, NICHOLAS	1250 KINGSWOOD DR	#283	ROSEVILLE, CA 95678	class action suit	X	X	X	Unknown
EMP			MINOR, HERBERT	3301 WALTERS LANE	APT#1	FORESTVILLE, MD 20747	10/23/01 to 10/22/02 - non priority payroll				683
EMP-LTG			MINTMIER, THOMAS	8025 CAROL AVENUE	CITRUS HEIGHTS, CA.	95610	class action suit	X	X	X	Unknown
EMP-LTG			MIOZZA, ROGER S.	155 HYDE ST	#601	SAN FRANCISO, CA 94102	class action suit	X	X	X	Unknown
28043			MISDU	P.O. BOX 30350		LANSING MI 48909-7850	10/23/01 to 10/22/02 - misc. expenses				230
EMP-LTG			MITCHELL, THOMAS S.	1000 CHINQUAPIN AVE.	C-16	CARLSBAD, CA 92008	class action suit	X	X	X	Unknown
EMP			MITOULIS, MENELAOS D.	91 CANDYLANE	BROCKTON, MA.	2301	10/23/01 to 10/22/02 - non priority payroll				1,259
EMP-LTG			MITTMAN, ARTHUR M.	21425 S. AVALON BLVD	#35	CARSON, CA 90745	class action suit	X	X	X	Unknown
28021			MJS COMMUNICATIONS	358 CHESTNUT HILL AVE SUITE201		BRIGHTON MA 02135	10/23/01 to 10/22/02 - advertising				24,096
1192			ML TRANSPORT COMPANY	11849 LUCCA DRIVE		RANCHO CUCAMONGA CA 91701	10/23/01 to 10/22/02 - factory expenses				13,557
EMP-LTG			MOATAMER, MEHRAN	5149 VERA LN	SAN JOSE, CA	95111	class action suit	X	X	X	Unknown

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25191			MODESTO IRRIGATION DISTRICT	P O BOX 5355		MODESTO CA 95352	10/23/01 to 10/22/02 - misc. expenses				757
EMP-LTG			MOHTES, KEN A.	2594 39TH AVE.	SAN FRANCISCO, CA	94116	class action suit	X	X	X	Unknown
EMP			MOLINA, CARLOS	8142 15TH AVE	#102	HYATTSVILLE MD 20783	10/23/01 to 10/22/02 - non priority payroll				295
EMP-LTG			MOLINA, JOSE C.	421 MARINA RD.	BAY POINT, CA	94565	class action suit	X	X	X	Unknown
EMP			MOLINA, PEDRO A.	704 CHILLUM RD #102	HYATTSVILLE, MD.	20783	10/23/01 to 10/22/02 - non priority payroll				1,518
21461			MONROEVILLE WATER AUTHORITY	4185 OLD WM. PENN HIGHWAY		MONROEVILLE PA 15146	10/23/01 to 10/22/02 - misc. expenses				110
EMP			MONSEN, MIKAEL	322 MAIN STREET	BLACKSTONE MA	1504	10/23/01 to 10/22/02 - non priority payroll				1,152
28055			MONSTERTRAK.COM	1964 WESTWOOD BLVD. 3RD FLOOR		LOS ANGELES CA 90025	10/23/01 to 10/22/02 - misc. expenses				25
27413			MONTE VISTA CROSSINGS, LLC	1855 OLYMPIC BLVD SUITE 250		WALNUT CREEK CA 94596	10/23/01 to 10/22/02 - rent				7,261
23398			MONTE VISTA DISPOSAL, INC.	P.O. BOX 5518		BUENA PARK CA 906225518	10/23/01 to 10/22/02 - misc. expenses				135
21155			MONTGOMERY C/O G&K SERVICES	1141 EMORY FOLMAR BLVD.		MONTGOMERY AL 361040000	10/23/01 to 10/22/02 - factory expenses				1,723
21883			MONTGOMERY WATER WORKS	P.O. BOX 1631		MONTGOMERY AL 361021631	10/23/01 to 10/22/02 - factory expenses				1,443
EMP-LTG			MONTGOMERY, SAJII L	1140 TERMINO AVE	LONG BEACH, CA	90804	class action suit	X	X	X	Unknown
EMP-LTG			MONTGOMERY, STAN K.	5 HAWTHORN ST.		IRVINE, CA 92612	class action suit	X	X	X	Unknown
LSE	X		Moon S. Song		720 West Creekside, Unit 208	Mount Prospect, IL 60056	Lease by and between Bedding Experts and Moon S. Song	X	X		Unknown
27954			MOON TOWNSHIP MUNICIPAL AUTH.	1700 BEAVER GRADE ROAD, STE200		MOON TOWNSHIP PA 15108-3193	10/23/01 to 10/22/02 - misc. expenses				43
EMP-LTG			MOORE, LOREN M.	108 LOS ANGELES		OXNARD, CA 93035	class action suit	X	X	X	Unknown
EMP			MOORE, SAMUEL L	23421 ROANOKE	OAK PARK, MI	48237	10/23/01 to 10/22/02 - non priority payroll				941
EMP-LTG			MOORE, SANTEE T	2908 W 137TH ST	GARDENA, CA	90249	class action suit	X	X	X	Unknown
EMP-LTG			MOORE, STEPHEN A.	69 VIA SERENA	RANCHO SANTA	MARGARITA, CA 92688	class action suit	X	X	X	Unknown
EMP-LTG			MOOREWOOD, TED L.	8043 ROSECRANS #8	PARAMOUNT, CA 90723		class action suit	X	X	X	Unknown
EMP			MORALES, JOSE A.	3402 PEARL DR. #101	SUITLAND, MD.	20746	10/23/01 to 10/22/02 - non priority payroll				79
EMP			MORALES, JOSE R.	13801 URBANA LANE	BOWIE, MD	20720	10/23/01 to 10/22/02 - non priority payroll				981
EMP			MORALES, JUAN A.	7401 NEW HAMPSHIRE	AVE #215	HYATTSVILLE, MD 20783	10/23/01 to 10/22/02 - non priority payroll				593
EMP			MORALES, MARCOS	202 WHITCLIFF CT.	GAITHERSBURG, MD	20878	10/23/01 to 10/22/02 - non priority payroll				134
EMP			MORALES, MIGUEL A.	461 SOUTHAMPTON DR.	SILVER SPRING, MD.	20903	10/23/01 to 10/22/02 - non priority payroll				679
EMP-LTG			MORALES, YEREL S.	21165 SANDIA RD	APPLE VALLEY, CA	92308	class action suit	X	X	X	Unknown
EMP-LTG			MORAN, HENRY A.	P.O. BOX 572441	TARZANA, CA	91357	class action suit	X	X	X	Unknown
EMP-LTG			MORAN, JOE A.	P.O. BOX 572441	TARZANNA, CA	91357	class action suit	X	X	X	Unknown
27777			MORANT SHELDON	17180 S.W. 49 PLACE		MIRAMAR FL 33027	10/23/01 to 10/22/02 - misc. expenses				170
EMP			MORENO, HENRY M	5181 REUERE ST	APT. #1	CHINO, CA 91710	10/23/01 to 10/22/02 - non priority payroll				256
EMP-LTG			MORENO, ROMAN	940 LYNN COURT	SAN LORENZO, CA.	94580	class action suit	X	X	X	Unknown
EMP-LTG			MORENO, TIM O	1567 MINARDI AVE		SAN JOSE, CA 95125	class action suit	X	X	X	Unknown
EMP			MORGAN, DAWN	25336 SHIAWASSEE	SOUTHFIELD, MI	48034	10/23/01 to 10/22/02 - non priority payroll				1,603
EMP			MORGAN, DONALD A	29611 FINCH	MERCHANICSVILLE MD	20659	10/23/01 to 10/22/02 - non priority payroll				1,336
EMP-LTG			MORTON, ROHTER I.	627 AMIGOS RD.		RAMONA, CA 92065	class action suit	X	X	X	Unknown
EMP-LTG			MOSKO, PAVEL	121 WHALEBONE GULCH	RD	BOULDER CREEK, CA 95006	class action suit	X	X	X	Unknown
EMP-LTG			MOULSON, NICHOLAS	23814 MICHIGAN AVE	#197	DEARBORN, MI 48124	class action suit	X	X	X	Unknown
20462			MOYERS	P.O. BOX 1218		ROCKVILLE MD 208491218	10/23/01 to 10/22/02 - misc. expenses				691
EMP-LTG			MOZAINI, ABDULLAH	11398 MAGNOLIA AVE	APT. C	RIVERSIDE, CA 92505	class action suit	X	X	X	Unknown
24272			MRO MID-ATLANTIC CORP	2 BLUE HILL PLAZA	BOX 1588	PEARL RIVER, NY 109658588	10/23/01 to 10/22/02 - rent				2,608

In re: Mattress Discounters Corporation and T.J.B. Inc.

Case No. 02-22330

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LSE	X		MRO Mid-Atlantic Corp.		800 Tiffany Blvd., Ste 201	Rocky Mount, NC 27804	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and MRO Mid-Atlantic Corp Dated 1/31/92	X	X		Unknown
EMP-LTG			MUBARAKI, YOUHAN A	1922 CORDOOVA STREET	#66	LIVERMORE, CA 94550	class action suit	X	X	X	Unknown
EMP-LTG			MUENZER, DEAN M.	4001 YELLOWSTONE ST	IRVING, TEXAS	75062	class action suit	X	X	X	Unknown
EMP			MULLANEY, JAMES P.	937 WINCHESTER AVE	LINCOLN PARK, MI	48146	10/23/01 to 10/22/02 - non priority payroll				571
EMP			MULLANEY, THOMAS F.	1579 PHILOMENE	LINCOLN PARK, MI	48146	10/23/01 to 10/22/02 - non priority payroll				788
EMP-LTG			MULLEN, CHRISTOPHER	840 WILLOW LAKE ROAD		DISCOVERY BAY, CA 94514	class action suit	X	X	X	Unknown
EMP-LTG			MURGEL, MEL W.	4879 SANTA CRUZ AVE	SAN DIEGO, CA	92107	class action suit	X	X	X	Unknown
28086			MURPHY, JAMES	1159 BLOSSOM HILL DR.		CORONA CA 92880	10/23/01 to 10/22/02 - misc. expenses				65
26346			MURRY'S INC	9906 FALLARD CT	ATTENTION: HERBERT CONTEE	UPPER MARLBORO MD 20772	10/23/01 to 10/22/02 - misc. expenses				200
27984			MUZAK LLC	PO BOX 402107		ATLANTA GA 30384-2107	10/23/01 to 10/22/02 - advertising				158
EMP-LTG			MYERS, ROBERT	374 19TH AVE. #1	SAN FRANCISCO, CA	94104	class action suit	X	X	X	Unknown
EMP-LTG			MYERS, ROBERT	146 SKYLINE DR.	DALE CITY, CA	94015	class action suit	X	X	X	Unknown
EMP-LTG			NADER, THOMAS J.	427 1/2 WALNUT	MONROVIA, CA	91016	class action suit	X	X	X	Unknown
EMP			NAGLE, EUGENE W	13006 THUNDERHEAD DR	GERMANTOWN, MD	20874	10/23/01 to 10/22/02 - non priority payroll				748
EMP-LTG			NAIK, DEVANG C	255 FALCATO DR		MILIPITAS, CA 95035	class action suit	X	X	X	Unknown
EMP-LTG			NAIM, OMAR	5404 SHAMROCK COMMON	FREMONT CA	94555	class action suit	X	X	X	Unknown
EMP-LTG			NARANJO, RUBEN	16326 ELCENTRO ST.	HESPERIS, CA	92345	class action suit	X	X	X	Unknown
20330			NARRAGANSETT ELECTRIC	PROCESSING CENTER		WOBURN MA 01807	10/23/01 to 10/22/02 - misc. expenses				591
24297			NASH FAMILY INVESTMENTS PROP.	40 TEMPLE STREET		NASHUA NH 03060	10/23/01 to 10/22/02 - rent				674
EMP			NASIRI, ALI A.	4820 WINTON WAY	SAN JOSE, CA	95124	10/23/01 to 10/22/02 - non priority payroll				5,493
26908			NAUMANN'S LANDSCAPING	2668 STEEL COURT		HOWELL MI 48843	10/23/01 to 10/22/02 - misc. expenses				120
EMP			NAVALTA, CHRISTOPHER A.	45 ELTON	ECORSE, MI	48229	10/23/01 to 10/22/02 - non priority payroll				931
EMP			NAVALTA, GRACIELA	45 ELTON	ECORSE, MI	48229	10/23/01 to 10/22/02 - non priority payroll				1,358
EMP-LTG			NAVE, JAMES K.	5718 SHETLAND CT	OCEANSIDE, CA	92057	class action suit	X	X	X	Unknown
EMP-LTG			NAVE, JAMES K.	4021 CONRAD AVE	SAN DIEGO, CA 92117		class action suit	X	X	X	Unknown
EMP-LTG			NAY, CHARLES	111 AVENIDA MESITA	SAN CLEMENTE, CA	92673	class action suit	X	X	X	Unknown
EMP-LTG			NAZARETA, GABRIEL	219 RAVINE DRIVE		PITTSBURG, CA 94565	class action suit	X	X	X	Unknown
EMP-LTG			NELSON, BRADLEY	9652 MARILLA #69	LAKESIDE, CA. 92040		class action suit	X	X	X	Unknown
EMP-LTG			NELSON, BRADLEY P.	12250 VISTA DEL	CAJON #24	EL CAJON, CA 92021	class action suit	X	X	X	Unknown
EMP-LTG			NELSON, DONALD P.	2616 MAYRIS COURT	SACRAMENTO, CA.	95821	class action suit	X	X	X	Unknown
EMP			NELSON, DOUGLAS K.	7627 RIVER OTTER WAY	ELK GROVE, CA	95758	10/23/01 to 10/22/02 - non priority payroll				408
EMP			NELSON, ERIC H.	755 N. RESH STREET	ANAHEIM, CA	92805	10/23/01 to 10/22/02 - non priority payroll				117
EMP			NELSON, JO M.	2616 MAYRIS CT	SACRAMENTO, CA	95821	10/23/01 to 10/22/02 - non priority payroll				458
EMP			NELSON, MARK D.	10255 WALLWOOD DRIVE	MANASSAS, VA	20111	10/23/01 to 10/22/02 - non priority payroll				4,904
EMP			NEMECEK, JENNIFER T.	3442 A SOUTH UTAH	STREET	ARLINGTON, VA 22206	10/23/01 to 10/22/02 - non priority payroll				2,154
EMP-LTG			NETHERLAND, ELLIOTT R.	238 RANCHO DEL ORO	#35	OCEANSIDE, CA 92057	class action suit	X	X	X	Unknown
20332			NEW ENGLAND GAS COMPANY	PO BOX 9681		MANCHESTER NH 03108-9681	10/23/01 to 10/22/02 - misc. expenses				180
1204			NEW ENGLAND NEEDLES, INC.	41 CONVEY ROAD		BURLINGTON CT 06013	10/23/01 to 10/22/02 - factory expenses				2,646
25579			NEW HAVEN CONSULTING GROUP	ONE RESEARCH DRIVE		SHELTON CT 06484	10/23/01 to 10/22/02 - misc. expenses				3,560

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS - AMENDED

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A/C NO.	CODEBTOR	HWJC	CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE				DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
LSE	X		New Plan Realty Trust		1120 Avenue of the Americas, 12th Floor	New York, NY 10036	Lease by and between Bedding Experts and New Plan Realty Trust	X	X		Unknown
26218			NEW YORK SCU	PO BOX 15361		ALBANY NY 12212-5361	10/23/01 to 10/22/02 - misc. expenses				100
LSE	X		NewCastle Properties, LLC		333 Skokie Blvd., Suite 101	Northbrook, IL 60062	Lease by and between Bedding Experts and NewCastle Properties, LLC	X	X		Unknown
27020			NEWMARKET PLACE LP	297 NORTH STREET	C/O HOLLY MGMT & SUPPLY CORP	HYANNIS MA 02601	10/23/01 to 10/22/02 - rent				8,220
23213			NEWPORT HARBOR LOCKSMITH	711 WEST 17TH STREET UNIT J-3		COSTA MESA CA 92627	10/23/01 to 10/22/02 - misc. expenses				352
EMP			NEWSOME, MICHELE	7403 REMOOR ROAD	BALTIMORE, MD	21207	10/23/01 to 10/22/02 - non priority payroll				1,985
21280			NEWTON STEVE	3732 BACCURATE WAY		MARIETTA GA 30062	10/23/01 to 10/22/02 - misc. expenses				9
27018			NEXTEL (75 REMITTANCE DR)	75 REMITTANCE DRIVE	SUITE 93117	CHICAGO IL 60675-3117	10/23/01 to 10/22/02 - misc. expenses				9,735
20298			NEXTEL COMMUNICATIONS	PO BOX 17621		BALTIMORE MD 21297-1621	10/23/01 to 10/22/02 - misc. expenses				4,336
23141			NEXTEL COMMUNICATIONS	P.O. BOX 6220		CAROL STREAM IL 60197	10/23/01 to 10/22/02 - misc. expenses				3,437
EMP-LTG			NGUGEN, MINH V.	2985 WALL ST.	SAN JOSE, CA	95111	class action suit	X	X	X	Unknown
EMP-LTG			NGUYEN, DINH V.	17631 MANCHESTER		IRVINE, CA 92614	class action suit	X	X	X	Unknown
26571			NH ZELZAH, LLC	11828 LAGRANGE AVENUE SUITE200	C/O SYMPHONY DEVELOPMENT	LOS ANGELES CA 90025	10/23/01 to 10/22/02 - rent				7,950
EMP			NICHOLLS, HEATHER E.	1259 LILLIAN AVE	SAN LEANDRO, CA	94578	10/23/01 to 10/22/02 - non priority payroll				1,538
27319			NICOR ENERGY, LLC	75 REMITTANCE DRIVE	SUITE 1164	CHICAGO IL 60675-1164	10/23/01 to 10/22/02 - misc. expenses				24
EMP			NIELSEN, PHILLIP A.	200 BICENTENNIAL CIR	#281	SACRAMENTO, CA 95826	10/23/01 to 10/22/02 - non priority payroll				1,102
EMP-LTG			NILSSON, ROBERT N.	159 SEAFAIR	BLDG. #61	LAGUNA NIGUEL, CA 92677	class action suit	X	X	X	Unknown
EMP-LTG			NIMMO, ROBERT L. JR.	32484 LAKE MASK PL	FREMONT, CA	94555	class action suit	X	X	X	Unknown
20820			NITRAM INC.	12485 LOMA RICA DRIVE		GRASS VALLEY CA 95945	10/23/01 to 10/22/02 - misc. expenses				51
20773			NL PROPERTIES, INC.	1610 ARDEN WAY #242	C/O RAY CORNELIUS COLLIERS	SACRAMENTO CA 95815	10/23/01 to 10/22/02 - rent				14,021
27462			NO VOWEL DEVELOPMENT L.P.	606 LIBERTY AVENUE SUITE 300	C/O TRIGATE, INC	PITTSBURGH PA 15222-2721	10/23/01 to 10/22/02 - rent				9,145
EMP-LTG			NORDMANN, JOHN T	2199 BANCROFT AVE		SAN LEANDRO, CA 94577	class action suit	X	X	X	Unknown
24283			NORMAN JEMAL	DOUGLAS DEVELOPMENT CORP	701 H ST NW SUITE 401	WASHINGTON DC 20001	10/23/01 to 10/22/02 - rent				13,748
LSE	X		North Academy III, LLC	c/o Dial Reality Co.	11506 Nicholas Street, Suite 200	Omaha, NE 658135	Lease by and between Mattress Discounters and North Academy III, LLC	X	X		Unknown
20802			NORTH AMERICAN VAN LINES	33901 TREASURY CENTER		CHICAGO IL 60694-3900	10/23/01 to 10/22/02 - misc. expenses				8,057
27890			NORTH HUNTINGTON SQUARE LLC	223 FOURTH AVENUE SUITE 1800	C/O COLLIERS PENN	PITTSBURGH PA 15222	10/23/01 to 10/22/02 - rent				6,431
26398			NORTH PALM PROPERTIES LTD	300 SOUTH EAST SECOND STREET	C/O STILES ACCOUNTING DEPT.	FT.LAUDERDALE FL 33301	10/23/01 to 10/22/02 - rent				11,649
20369			NORTH PITTSBURGH TELEPHONE CO.	PO BOX 747057		PITTSBURGH PA 15274-7057	10/23/01 to 10/22/02 - misc. expenses				29
LSE	X		North Riverside Associates Ltd. Partnership	c/o SM Property Mgmt. Co., Inc.	One Northfield Plaza, Suite 210	Northfield, IL 60093	Lease by and between Bedding Experts and North Riverside Associates Ltd Partnership	X	X		Unknown
24450			NORTH TUSTIN PLAZA, INC.	P O. BOX 807	ARJA KORHONEN CORELAND CARLS	TUSTIN CA 927810807	10/23/01 to 10/22/02 - rent				6,058
21688			NORTH WINDS HEATING & COOLING	2861 W. JOLLY ROAD		OKEMOS MI 48864	10/23/01 to 10/22/02 - misc. expenses				94
23063			NORTHEAST CARPET CLEANING	501 PLANTATION STREET	BOX 11	WORCESTER, MA 01605	10/23/01 to 10/22/02 - misc. expenses				3,760
1205			NORTHERN SAFETY CO., INC.	P.O. BOX 4250		UTICA NY 13504	10/23/01 to 10/22/02 - factory expenses				30
20271			NORTHERN VIRGINIA ELECTRIC COP	DEPARTMENT#795		ALEXANDRIA VA 22334-0795	10/23/01 to 10/22/02 - misc. expenses				885
23191			NORTHWEST LAWN SERVICE, INC.	40350 SEVEN MILE ROAD		NORTHVILLE MI 48167	10/23/01 to 10/22/02 - misc. expenses				226
EMP-LTG			NORTON, DAVID	208 TANGELO	IRVINE, CA	92618	class action suit	X	X	X	Unknown
26365			NSTAR ELECTRIC	PO BOX 4508		WOBURN MA 01888-4508	10/23/01 to 10/22/02 - misc. expenses				12,565

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20324			NSTAR GAS	P.O. BOX 4508		WOBURN MA 018884507	10/23/01 to 10/22/02 - misc. expenses				271
26306			NU WAY DISPOSAL SERVICE, INC	19012 S. WOLF ROAD	PO BOX 9	MOKENA IL 60448	10/23/01 to 10/22/02 - misc. expenses				1
1077			NU-FOAM PRODUCTS, INC.	L-1512		COLUMBUS OH 432601512	10/23/01 to 10/22/02 - factory expenses				305,178
EMP-LTG			NUNEZ, YESENIA	17229 ARDATH AVE	TORRANCE, CA	90504	class action suit	X	X	X	Unknown
EMP			NUTAKKI, SUNEETA K.	635 ATHERTON PLACE	HAYWARD, CA	94541	10/23/01 to 10/22/02 - non priority payroll				2,073
21012			NUTECH PEST ELIMINATION	P.O. BOX 1063		RIVERDALE MD 20737	10/23/01 to 10/22/02 - misc. expenses				180
23181			NUTRI-TURF	28505 LORNA		WARREN MI 48092	10/23/01 to 10/22/02 - misc. expenses				187
24220			O.J.B./101 N. FREDERICK AVE LC	7819 NORFOLK AVE 2ND FLOOR	C/O RECYCLAND, LLC	BETHESDA MD 20814	10/23/01 to 10/22/02 - rent				11,917
24245			O.J.B./12260 ROCKVILLE PIKE,LC	C/O RECYCLAND, LLC	7819 NORFOLK AVE SECOND FLOOR	BETHESDA MD 20814	10/23/01 to 10/22/02 - rent				32,163
1004			OAK STREET FURNITURE	825 NORTH CASS AVE.		WESTMONT IL 60559	10/23/01 to 10/22/02 - Inventory				2,081
24362			OAKLAND MALL LTD. PARTNERSHIP	412 W. 14 MILE ROAD		TROY MI 48083	10/23/01 to 10/22/02 - rent				10,108
EMP-LTG			OBASI, IKECHUKWU C.	14115 KORNBLUM AVE.	APT. #3	HAWTHORNE, CA 90250	class action suit	X	X	X	Unknown
EMP-LTG			O'BRIEN, CLEAT	16711 CRANBROOKE AVE	TORRANCE, CA	90504	class action suit	X	X	X	Unknown
EMP-LTG			O'BRIEN, MICHAEL D.	24822 HIDDEN HILL RD	#B	LAGUNA NIGUEL, CA 92677	class action suit	X	X	X	Unknown
EMP-LTG			OCAMPO, ALEX	1538 EAST ADAMS STREET, APT. S	ORANGE, CA	92867	class action suit	X	X	X	Unknown
25990			OCEAN PETROLEUM DISTRIBUTORS	PO BOX 129		NEWARK MD 21841	10/23/01 to 10/22/02 - misc. expenses				11,709
EMP-LTG			OCHOA, STEVEN M.	930 S. HENDRICKS AVE	LOS ANGELES, CA	90022	class action suit	X	X	X	Unknown
EMP-LTG			O'CONNELL-DAILEY, GARTH	4388 LERIDA DR.		SAN DIEGO, CA 92115	class action suit	X	X	X	Unknown
EMP-LTG			O'DELL, RICK	2420 PACIFIC DR	#29	SANTA CLARA, CA 95051	class action suit	X	X	X	Unknown
EMP-LTG			O'DONNELL, JACK	5800 ALAMEDA LANE	SACRAMENTO, CA	95842	class action suit	X	X	X	Unknown
EMP			OEFFNER, GARY	1972 BUCKSKIN GLEN	ESCONDIDO, CA	92027	10/23/01 to 10/22/02 - non priority payroll				163
28026			OFFICE OFTHE SECRETARY OFSTATE	628 HOWLETT BUILDING	IN TITLE AUDIT SECTION	SPRINGFIELD IL 62756-7000	10/23/01 to 10/22/02 - misc. expenses				65
26689			OFFIX IMAGE SMART	PO BOX 1010		HAYMARKET VA 20168	10/23/01 to 10/22/02 - advertising				8
24250			OJB INVESTMENT	7819 NORFOLK AVENUE 2ND FLOOR	C/O RECYCLAND, LLC	BETHESDA MD 20814	10/23/01 to 10/22/02 - rent				13,459
LSE	X		OJB Investment Group LC	c/o Recycland LLC	7819 Norfolk Ave., 2nd Floor	Bethesda, MD 20814	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and OJB Investment Group LC	X	X		Unknown
LSE	X		OJB/12260 Rockville Pike, LC	c/o Recycland LLC	7819 Norfolk Ave., 2nd Floor	Bethesda, MD 20814	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and OJB/12260 Rockville Pike LLP Dated 4/1/83	X	X		Unknown
LSE	X		OJB/1600 University Blvd. LC	c/o Recycland LLC	7819 Norfolk Ave., 2nd Floor	Bethesda, MA 20814	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and OJB/1600 University Blvd, LC	X	X		Unknown
27307			OJB/AJRE JV LC	7819 NORFOLK AVENUE 2ND FLOOR	C/O RECYCLAND, LLC	BETHESDA MD 20814	10/23/01 to 10/22/02 - rent				13,377
28020			OJB/AJRE JV LC	7819 NORFOLK AVE 2ND FLOOR		BETHESDA MD 20814	10/23/01 to 10/22/02 - rent				7,155
24296			OJB/MID ATLANTIC	7819 NORFOLK AVENUE SECOND FL	C/O RECYCLAND, LLC	BETHESDA MD 20814	10/23/01 to 10/22/02 - rent				4,434
EMP			OJEDA, OCTAVIO	9402 DOROTHY AVE	SO. GATE, CA	90280	10/23/01 to 10/22/02 - non priority payroll				109
EMP-LTG			OKHOWAT, MANOOCEHR	11615 NEBRASKA AVENUE	#3	LOS ANGELES, CA 90025	class action suit	X	X	X	Unknown
EMP-LTG			OLDENBERG, JEFFREY L.	1154 GROVE CIR	BENICIA, CA	94510	class action suit	X	X	X	Unknown
23239			OLIVENHAIN MUNICIPAL WATER	PO BOX 507415		SAN DIEGO CA 92150-7415	10/23/01 to 10/22/02 - misc. expenses				83

In re: Mattress Discounters Corporation and T.J.B. Inc.

Case No. 02-22330

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EMP-LTG			OLIVER, STEVEN A.	8237 SCOTTSDALE DR	SACRAMENTO, CA	95828	class action suit	X	X	X	Unknown
EMP-LTG			OLSON, KENNY W	4988 UNION AVE		SAN JOSE, CA 95124	class action suit	X	X	X	Unknown
24454			OLYMPIC BARRINGTON PARTNERSHIP	9229 SUNSET BLVD.		WEST HOLLYWOOD CA 90069	10/23/01 to 10/22/02 - rent				7,409
EMP-LTG			OMCARA, MATTHEW J.	2216 ARMITAGE WAY	ELVERTA, CA	95626	class action suit	X	X	X	Unknown
EMP-LTG			ONOFRIO, CHRIS L.	8522 DEEP CREEK RD.	APPLE VALLEY, CA	92308	class action suit	X	X	X	Unknown
25222			ONSITE COMMERCIAL STAFFING	P.O. BOX 198531		ATLANTA GA 303848531	10/23/01 to 10/22/02 - misc. expenses				51,113
27074			ONTARIO POLICE DEPARTMENT	200 NORTH CHERRY AVENUE		ONTARIO CA 91764	10/23/01 to 10/22/02 - misc. expenses				50
1157			ONTARIO REFRIGERATION	635 S. MOUNTAIN AVE.		ONTARIO CA 91762	10/23/01 to 10/22/02 - factory expenses				166
20311			ONYX WASTE SVC, INC MICH	135 S LASALLE DEPT 8198		CHICAGO IL 60674-8173	10/23/01 to 10/22/02 - misc. expenses				57
27373			ORANGE COUNTY DCSS	PO BOX 448		SANTA ANA CA 92702-0448	10/23/01 to 10/22/02 - misc. expenses				302
26359			ORANGE COUNTY SHERIFF	1275 NORTH BERKELEY RM 360	NORTH DIVISION	FULLERTON CA 92832	10/23/01 to 10/22/02 - misc. expenses				385
23396			ORANGE COUNTY TAX COLLECTOR	P.O. BOX 1980		SANTA ANA CA 927021980	10/23/01 to 10/22/02 - misc. expenses				2,975
EMP			ORELLANA, JOSE R.	1512 FEATHERSTONE RD	WOODBRIDGE, VA	22191	10/23/01 to 10/22/02 - non priority payroll				1,044
EMP-LTG			ORELLANA, JULIO E.	201 N. CHAPEL AVE.	#9	ALHAMBRA, CA 91801	class action suit	X	X	X	Unknown
LSE	X		Orix Greeley, Inc.	c/o Woodmont Property Management	2100 West Seventh Street	Fort Worth, TX 76107	Lease by and between Mattress Discounters and Orix Greeley Inc.	X	X		Unknown
23116			ORKIN (SUMMARY BILL)	P.O. BOX 1504		ATLANTA GA 30301	10/23/01 to 10/22/02 - misc. expenses				14,234
24386			ORLANDO-COLONIAL LP	400 ARTHUR GODFREY RD SUITE200	C/O WSG DEVELOPMENT COMPANY	MIAMI BEACH FL 33140	10/23/01 to 10/22/02 - rent				7,649
EMP-LTG			OSBORNE, NATHANIEL E.	1215 102ND AVE	OAKLAND, CA	94603	class action suit	X	X	X	Unknown
20671			OSCAR ALVARENGA	4513 APEX LANE		BELTSVILLE MD 20705	10/23/01 to 10/22/02 - misc. expenses				440
EMP-LTG			OSUCH, STEPHANIE F	100 BICENTENNIAL CIR	# 211	SACRAMENTO, CA 95826	class action suit	X	X	X	Unknown
EMP			OSUNA, JEREMY	1441 PASO REAL	#27	RAWLAND HGT, CA 91748	10/23/01 to 10/22/02 - non priority payroll				796
EMP			OSWALL, RICHARD A.	36723 BIRCH ST.	NEWARK, CA	94560	10/23/01 to 10/22/02 - non priority payroll				1,881
EMP-LTG			OSWALL, RICHARD A.	36723 BIRCH ST.	NEWARK, CA	94560	class action suit	X	X	X	Unknown
1209			OVERNITE TRANSPORTATION CO.	P.O. BOX 79755		BALTIMORE MD 212790755	10/23/01 to 10/22/02 - factory expenses				10,687
EMP			OWENS, LARRY M.	59 WINDSTONE DRIVE	SAN RAFAEL, CA	94903	10/23/01 to 10/22/02 - non priority payroll				1,408
20619			P W C S A	P.O. BOX 2306		WOODBRIDGE VA 221930306	10/23/01 to 10/22/02 - misc. expenses				68
LSE	X		P&A Properties, LLC	c/o Philip Pappas	3654 N. Lincoln Hwy	Chicago, IL 60613	Lease by and between Bedding Experts and P & A Properties, LLC	X	X		Unknown
LSE	X		P.S.J., Inc.	c/o Horizon Mgmt., Inc.	3715 Ventura Dr., Suite 200	Arlington Heights, IL 60004	Lease by and between Bedding Experts and PSJ, Inc.	X	X		Unknown
28050			PACHECO DRYWALL & PAINT	5535 COLUMBIA PIKE #406		ARLINGTON VA 22204	10/23/01 to 10/22/02 - misc. expenses				150
1215			PACIFIC BELL	PAYMENT CENTER		VAN NUYS CA 91388	10/23/01 to 10/22/02 - factory expenses				113
23215			PACIFIC BELL	PAYMENT CENTER		VAN NUYS CA 91388	10/23/01 to 10/22/02 - misc. expenses				5,749
23216			PACIFIC BELL	PAYMENT CENTER		SAC CA 95887	10/23/01 to 10/22/02 - misc. expenses				4,227
1023			PACIFIC COAST FEATHER COMPANY	P.O. BOX 3801		SEATTLE WA 981243801	10/23/01 to 10/22/02 - Inventory				95,695
24134			PACIFIC NORTHSTAR MECHANICAL	10381 N. PORTAL AVE.		CUPERTINO CA 95014	10/23/01 to 10/22/02 - misc. expenses				590
23261			PACIFIC WASTE SERVICE	C/O AWI REMITTANCE PROCESSING	P.O. BOX 78829	PHOENIX AZ 850628829	10/23/01 to 10/22/02 - misc. expenses				158
26196			PADGETT-THOMPSON	PO BOX 410		SARANAC LAKE NY 12983-0410	10/23/01 to 10/22/02 - misc. expenses				179
EMP			PADILLA, ADRIAN	4240 E. KINGSLEY #P	MONTCLAIR, CA.	91764	10/23/01 to 10/22/02 - non priority payroll				989
EMP-LTG			PADILLA, MANUEL	14360 FONTAINE WAY	VICTORVILLE, CA	92394	class action suit	X	X	X	Unknown
EMP-LTG			PAGE, PETER W.	2116 JUNE PLACE	ANAHEIM, CA 92802		class action suit	X	X	X	Unknown

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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EMP-LTG			PAGUAGA, ADRIAN	2330 VEHICLE DR	#120	GOLD RIVER, CA 95670	class action suit	X	X	X	Unknown
EMP-LTG			PAIGE, CAMERON J.	915 E. RENWICK RD.	GLENDORN, CA	91740	class action suit	X	X	X	Unknown
EMP			PAIGE, ELDRIDGE W.	9571 FORT FOOTE ROAD	FT WASHINGTON, MD	20744	10/23/01 to 10/22/02 - non priority payroll				708
21679			PALM BEACH COUNTY WATER	WATER UTILITIES DEPT.	P.O. BOX 24740	WEST PALM BEACH FL 33416	10/23/01 to 10/22/02 - misc. expenses				23
24368			PALM SPRINGS MILE ASSOCIATES	417 FIFTH AVENUE 3RD FLOOR	C/O PHILLIPS INTERNATIONAL HLD	NEW YORK NY 10016	10/23/01 to 10/22/02 - rent				10,335
EMP			PALMA, MAURICIO	3237 BALDWIN PARK	BLV. #1	BALDWIN PARK CA, 91706	10/23/01 to 10/22/02 - non priority payroll				1,238
27261			PANAGAKOS MICHAEL	PO BOX 51327		NEW BEDFORD MA 02745	10/23/01 to 10/22/02 - rent				7,800
EMP-LTG			PANJABI, SAJAN T.	12415 IMPERIAL HWY	#31	NORWALK, CA 90650	class action suit	X	X	X	Unknown
EMP-LTG			PAQUIN, MICHAEL R.	2647 PRATHER STREET	APT C	SIMI VALLEY, CA 93065	class action suit	X	X	X	Unknown
EMP-LTG			PARHAM, CONRAD M.	346 NORTH FOURTH	BANNING, CA 92220		class action suit	X	X	X	Unknown
LSE	X		Park & Tyrone Associates	c/o Sembler Company	5858 Central Avenue	St. Petersburgh, FL 33707	Lease by and between Mattress Discounters and Park & Tryone Associates	X	X		Unknown
EMP-LTG			PARKER, JAYMES	P.O. BOX 1167		EL CERRITO, CA 94530	class action suit	X	X	X	Unknown
EMP-LTG			PARKER, LAWRENCE N.	6958 RAMONA AVE	ALTALOMA, CA	91701	class action suit	X	X	X	Unknown
EMP-LTG			PARKER, PETER P.	1535 SUPERIOR	#11	NEWPORT BEACH, CA 92663	class action suit	X	X	X	Unknown
EMP-LTG			PARRISH, SEAN L.	4200 IRVINGTON AVE	#209	FREMONT, CA 94538	class action suit	X	X	X	Unknown
EMP-LTG			PARSONS, HEATHER C.	3889 CAMINITO	AGUILAR, APT. C	SAN DIEGO, CA 92111	class action suit	X	X	X	Unknown
EMP			PASCACIO, ENRIQUE R.	4847 W. SLAMSON AVE	#2	LOS ANGELES, CA 90056	10/23/01 to 10/22/02 - non priority payroll				569
EMP-LTG			PASCACIO, ENRIQUE R.	4847 W. SLAMSON AVE	#2	LOS ANGELES, CA 90056	class action suit	X	X	X	Unknown
EMP			PASSATTA, FREDRICK G.	14865 FRAZLO	WARREN, MI	48089	10/23/01 to 10/22/02 - non priority payroll				1,507
28096			PASSCO PROPERTY MANAGEMENTINC	PO BOX 515387		LOS ANGELES CA 90051-6687	10/23/01 to 10/22/02 - rent				5,453
EMP-LTG			PATANE, THOMAS S	737 POST STREET	#1113	SANFRANCISCO, CA 94109	class action suit	X	X	X	Unknown
EMP-LTG			PATE, CHARLES L	7273 POCKET ROAD	SACRAMENTO, CA	95831	class action suit	X	X	X	Unknown
EMP			PATEL, PRASHANT R.	6152 STANTON AVE	#G108	BUENA PARK, CA 90621	10/23/01 to 10/22/02 - non priority payroll				331
EMP-LTG			PATEL, SAMIR P.	39655 TRINITY WAY	#8106	FREMONT, CA 94538	class action suit	X	X	X	Unknown
EMP			PATEL, TRUSHAR	38825 FREMONT BLVD.	#20	FREMONT, CA 94536	10/23/01 to 10/22/02 - non priority payroll				658
EMP			PATTAMMADY, MANOJ J.	11113 CHERRYVALE	TERR.	BELTSVILLE, MD 20705	10/23/01 to 10/22/02 - non priority payroll				962
EMP-LTG			PATULOT, LINO G.	126 S. RAMPART AVE.	APT. 3	LOS ANGELES, CA 90057	class action suit	X	X	X	Unknown
23066			PAUL R. CAHN	687 HIGHALND AVENUE		NEEDHAM MA 02494	10/23/01 to 10/22/02 - rent				9,075
EMP-LTG			PAUL, JERRY R.	695 QUANDT RANCH RD.	SAN JACINTO, CA	92583	class action suit	X	X	X	Unknown
27771			PAWC	PO BOX 371412		PITTSBURGH PA 15250-7412	10/23/01 to 10/22/02 - misc. expenses				34
EMP-LTG			PAYAN, MARVIN J.	1629 N. VERDE AVE	RIALTO, CA	92376	class action suit	X	X	X	Unknown
EMP-LTG			PAYNE, DONNIE	3580 KEVINBERG DR.	SACRAMENTO, CA 95823		class action suit	X	X	X	Unknown
1211			PAYNE, INC.	500 HUDGINS ROAD		FREDERICKSBURG VA 22408	10/23/01 to 10/22/02 - factory expenses				111,665
22804			PAYNE, INC.	500 HUDGINS ROAD		FREDERICKSBURG VA 22408	10/23/01 to 10/22/02 - misc. expenses				17,603
EMP-LTG			PAYNE, PATRICIA	1150 OAKVIEW ROAD		SAN JOSE, CA 95119	class action suit	X	X	X	Unknown
21311			PCL LEASING CORPORATION	P O BOX 1186		RENTON WA 98057	10/23/01 to 10/22/02 - misc. expenses				3,675
21598			PD INVESTMENTS, A CA CORP.	8575 HELMS	C/O PNEUDRAULICS, INC	RANCHO CUCAMONG CA 91730	10/23/01 to 10/22/02 - rent				8,550
EMP-LTG			PEARSON, LARRY	5300 HACKBERRY LN	#204	SACRAMENTO, CA 95841	class action suit	X	X	X	Unknown
LTG			PEASE, KAY	2851 NORTH ALBANY	CHICAGO, IL	60618	Litigation				
EMP			PEAVY, LEWIS	5 OAK DRIVE	PLAINVILLE MA	2762	10/23/01 to 10/22/02 - non priority payroll				3,236

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LSE	X		Pedas Family LP	c/o Circle Mgmt Co.	3023 Normandstone Terrace NW	Washington, DC 20016	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Pedas Family LP Dated 8/26/91	X	X		Unknown
25476			PEDAS FAMILY, L.P.	P.O. BOX 9996	C/O CIRCLE MANAGEMENT CO.	WASHINGTON DC 20016	10/23/01 to 10/22/02 - rent				9,765
EMP			PEGUS, LEWIS	5177 W 58 PL	LOS ANGELES, CA	90056	10/23/01 to 10/22/02 - non priority payroll				246
EMP-LTG			PELLERITO, SAL M.	10522 STRATHMORE DR.		SANTEE, CA 92071	class action suit	X	X	X	Unknown
EMP			PELLETIER, EDWARD	12 COUNTRY CLUB DR.	#13	MANCHESTER, NH 03102	10/23/01 to 10/22/02 - non priority payroll				1,821
EMP			PENA, ALIDA	1731 43RD AVE	CAPITOLA, CA	95010	10/23/01 to 10/22/02 - non priority payroll				594
EMP-LTG			PENDLEBURY, PAUL	797 SUSSEX RD		SAN JACINTO, CA 92583	class action suit	X	X	X	Unknown
20359			PENN POWER	P.O. BOX 891		NEW CASTLE PA 16103	10/23/01 to 10/22/02 - misc. expenses				896
EMP-LTG			PENNAK, RICHARD D.	4112 AMARGOSA DR.	ANTIOCH, CA	94509	class action suit	X	X	X	Unknown
23156			PENSKE (PO BOX 1045)	PO BOX 802577		CHICAGO IL 60680-2577	10/23/01 to 10/22/02 - misc. expenses				12,874
23212			PENSKE (PO BOX1297) (NC/SC/DEN	P.O. BOX 1297		BREA CA 92822	10/23/01 to 10/22/02 - misc. expenses				91,834
20465			PENSKE(PO BOX 532658)	PO BOX 532658		ATLANTA GA 30353-2658	10/23/01 to 10/22/02 - misc. expenses				17,406
23167			PENSKE(PO BOX 827380)	PO BOX 827380		PHILADELPHIA PA 19182-7380	10/23/01 to 10/22/02 - misc. expenses				14,139
20272			PEPCO	PO BOX 97275		WASHINGTON DC 20090-7275	10/23/01 to 10/22/02 - misc. expenses				24,278
EMP-LTG			PEPPENGER, STEPHEN	7650 LILY MAR LANE		ANTELOPE, CA 95843	class action suit	X	X	X	Unknown
27667			PEPPER LANE-NE SQUARE LOOP LLC	1770 TECHNOLOGY DR.	C/O BORELLI INVESTMENT CO.	SAN JOSE CA 95110	10/23/01 to 10/22/02 - rent				9,450
EMP-LTG			PEREZ, MARIO J.	2425 DEL MAR WAY	#201	CORONA, CA 91720	class action suit	X	X	X	Unknown
EMP-LTG			PERKINS, LISA M.	500 RANCHEROS DR.	#36	SAN MARCOS, CA 92069	class action suit	X	X	X	Unknown
EMP			PERRY, MARK E	2115 HIGH POINTE DR	#106	CORONA, CA 92879	10/23/01 to 10/22/02 - non priority payroll				325
27990			PERRY, SAMUEL	2386 EAST DEL MAR		PASADENA, CA 91117	10/23/01 to 10/22/02 - misc. expenses				10
EMP-LTG			PERRY, SAMUEL D	P.O. BOX 51031	PASADENA, CA	91115	class action suit	X	X	X	Unknown
20556			PERSONNEL CONCEPTS LIMITED	P. O. BOX 1183	DBA STATE COMPLIANCE & SAFETY	COVINA CA 91722	10/23/01 to 10/22/02 - misc. expenses				100
EMP-LTG			PETERS, DONALD J	2381 ETHAN WAY	#5	SACRAMENTO, CA 95825	class action suit	X	X	X	Unknown
23480			PETE'S ROTOTILLING & LAWN SRVC	214 BRENTWOOD DRIVE		SOUTH SAN FRANC CA 94080	10/23/01 to 10/22/02 - misc. expenses				120
EMP-LTG			PETITTA, LARRY J.	16016 WOODVALE RD.	ENCINO, CA	91436	class action suit	X	X	X	Unknown
EMP			PETTET, JOHN M	761 TOLEDO WALK	LONG BEACH, CA	90813	10/23/01 to 10/22/02 - non priority payroll				353
EMP-LTG			PETTWAY, RYAN O.	735 W. LACONIA BLVD	APT. #3	LOS ANGELES, CA 90044	class action suit	X	X	X	Unknown
EMP-LTG			PEYMANDOUST, JALIL	5618 STEVENS CREEK	BLVD	CUPETINO, CA 95014	class action suit	X	X	X	Unknown
23219			PG & E	PO BOX 997300		SACRAMENTO CA 95899	10/23/01 to 10/22/02 - misc. expenses				44,650
EMP-LTG			PHAM, TU	9986 OSGOOD WAY	SAN DIEGO, CA	92126	class action suit	X	X	X	Unknown
EMP			PHAM, TU Q.	4291 UNIVERSITY AVE	APT. #6	SAN DIEGO, CA 92105	10/23/01 to 10/22/02 - non priority payroll				530
EMP-LTG			PHILLIPS, JIM L.	216 GIDDINGS CT.	SAN JOSE, CA	95139	class action suit	X	X	X	Unknown
EMP			PICKETT, BRUCE A.	999 MARSHALL RD.	#APT 16	VACAVILLE, CA 95681	10/23/01 to 10/22/02 - non priority payroll				669
EMP-LTG			PIERCE, MARK A.	88 PERRY ST	#611	SAN FRANCISCO, CA 94107	class action suit	X	X	X	Unknown
EMP-LTG			PIERCE, THOMAS	966 BORDEN VILLA DR	#203	SANTA ROSA CA 95401	class action suit	X	X	X	Unknown
23628			PINNACLE DOCUMENT SYSTEMS	470 BOULDER COURT	SUITE 100	PLEASANTON CA 94566	10/23/01 to 10/22/02 - misc. expenses				769
EMP-LTG			PINTO, NEVILLE C.	12166 VIA SERRANO	EL CAJON, CA	92019	class action suit	X	X	X	Unknown
EMP-LTG			PINTO, ORLANDO	11128 S. TRURO AVE	LENNOX, CA	90304	class action suit	X	X	X	Unknown
23320			PITNEY BOWES CREDIT CORP	PO BOX 856460		LOUISVILLE KY 40285-6460	10/23/01 to 10/22/02 - misc. expenses				494
23067			PITNEY BOWES, INC	P.O. BOX 856390		LOUISVILLE KY 402856390	10/23/01 to 10/22/02 - misc. expenses				699

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23238			PITTSBURG DISPOSAL SERVICE	PO BOX 5397		CONCORD CA 94524	10/23/01 to 10/22/02 - misc. expenses				276
23170			PITTSBURGH MAILING	170 BILMAR DRIVE		PITTSBURGH PA 152054603	10/23/01 to 10/22/02 - misc. expenses				1,305
20093			PITTSBURGH POST GAZETTE	CREDIT DEPARTMENT	P.O. BOX 566	PITTSBURGH, PA 15230	10/23/01 to 10/22/02 - advertising				9,831
23169			PITTSBURGH WATER COOLER SERV.	307 TAYLOR STREET		PITTSBURGH PA 15224	10/23/01 to 10/22/02 - misc. expenses				334
EMP			PIZANO, ALEJANDRA	2308 MARQUETTE AVE.	POMONA CA	91766	10/23/01 to 10/22/02 - non priority payroll				326
EMP			PLATA, EMILIA	839 W ALRU ST	RIALTO CA	92376	10/23/01 to 10/22/02 - non priority payroll				482
27068			PLAZA ONE, LLC	1470 MARIA LANE	SUITE 101	WALNUT CREEK CA 94596	10/23/01 to 10/22/02 - rent				7,146
25743			PLAZA WEST COVINA LP	FILE#55882		LOS ANGELES CA 90074-5882	10/23/01 to 10/22/02 - rent				11,452
EMP-LTG			PLEASANT, JOHN T.	P.O. BOX 16987	JACKSON, MS	39236	class action suit	X	X	X	Unknown
24163			POLAND SPRING WATER	PROCESSING CENTER	P.O. BOX 52271	PHOENIX AZ 850722271	10/23/01 to 10/22/02 - misc. expenses				478
EMP-LTG			POLAPINK, TERENCE J.	5920 CARELL AVE	AGUORA HILLS, CA	91301	class action suit	X	X	X	Unknown
EMP			POMERANTZ, JAMES L.	316 PATTERSON RD	ETHEL PARK, PA	15102	10/23/01 to 10/22/02 - non priority payroll				1,475
EMP-LTG			POMEROY, TANJA	6823 MARSHALL RD	LOTUS, CA 95651		class action suit	X	X	X	Unknown
EMP			PONCE, VIRGINIA B.	2808 W. HAMMER LN.	STOCKTON, CALIFORNIA	95209	10/23/01 to 10/22/02 - non priority payroll				2,203
EMP			PORTAL, VICTOR H.	7069 W. 30 COURT	HIALEAH, FL.	33018	10/23/01 to 10/22/02 - non priority payroll				18
EMP			PORTER, DILLION C.	3223 VAN COUVER, AVE	SAN DIEGO, CA	92104	10/23/01 to 10/22/02 - non priority payroll				29
EMP-LTG			PORTER, RICHMOND L	2909 STONE CREEK DR.	SACRAMENTO, CA	95833	class action suit	X	X	X	Unknown
EMP			POSADA, RAUL E	3405 TOLEDO TERRACE	APT. H-1	HYATTSVILLE MD 20782	10/23/01 to 10/22/02 - non priority payroll				439
EMP-LTG			POSEY, GORDON L.	5 VASSAR AISLE	IRVINE, CA	92612	class action suit	X	X	X	Unknown
EMP-LTG			POTEET, MARISKA	P.O. BOX 84478	LOS ANGELES, CA	90073	class action suit	X	X	X	Unknown
1218			POTOMAC ELECTRIC POWER COMPANY	P.O. BOX 97274		WASHINGTON DC 20067	10/23/01 to 10/22/02 - factory expenses				9,819
EMP-LTG			POWERS, WILLIAM H.	1202 LAUREL ST.	APT. # 3	SAN CARLOS, CA 94070	class action suit	X	X	X	Unknown
24458			PPR LAKEWOOD ADJACENT, LLC	500 LAKEWOOD CENTER MALL	PO BOX 578	LAKEWOOD CA 907140578	10/23/01 to 10/22/02 - rent				7,672
EMP-LTG			PREEPER, ALLEN J.	1129 WEST CAPITOL DR	UNIT 10	SAN PEDRO, CA 90732	class action suit	X	X	X	Unknown
25131			PREMIER INSPECTION, INC	1236 LAUREL LANE		NAPERVILLE IL 60540	10/23/01 to 10/22/02 - misc. expenses				1,120
22571			PREMIERE CONFERENCING	P.O. BOX 875450		KANSAS CITY MO 641875450	10/23/01 to 10/22/02 - misc. expenses				46
EMP			PRENGER, JAMES D.	8 BARBIE CT.	BALTIMORE, MD	21220	10/23/01 to 10/22/02 - non priority payroll				1,365
20184			PRESS ENTERPRISE	PO BOX 12009		RIVERSIDE CA 92502-2209	10/23/01 to 10/22/02 - advertising				49,698
21732			PRICEWATERHOUSECOOPERS LLP	PO BOX 7247-8001		PHILADELPHIA PA 19170-801	10/23/01 to 10/22/02 - misc. expenses				27,114
27551			PRIMA II LLC	PO BOX 414822		BOSTON MA 02241-4822	10/23/01 to 10/22/02 - rent				6,501
21122			PRINCE GEORGE'S (RM3151)	ACCOUNTING DIVISION	COUNTY,ADMIN,BUILDING ROOM3151	3151 UPPER MARL MD 20772	10/23/01 to 10/22/02 - misc. expenses				7,098
1357			PRINTWORKS 21	11912 RIVERA ROAD	BLDG. G	SANTA FE SPR CA 90670	10/23/01 to 10/22/02 - factory expenses				475
24380			PROMENADE PROPERTY ASSOC.	111 S. 17TH AVE.		HOLLYWOOD FL 33020-6801	10/23/01 to 10/22/02 - rent				4,780
28120			PROMEVARA LANDSCAPING	14 NORMAN DR.		FRAMINGHAM MA 01701	10/23/01 to 10/22/02 - misc. expenses				2,370
EMP-LTG			PRYOR, ROLAND RR	5142 SCHUYLER DR.	CARMICHAEL, CA 95608		class action suit	X	X	X	Unknown
24253			PS BUSINESS PARKS, LOC#20	PO BOX 406945		ATLANTA GA 30384-6945	10/23/01 to 10/22/02 - rent				14,721
20635			PTM TRUCKING	51 POND STREET	SUITE 20	WALTHAM MA 02451	10/23/01 to 10/22/02 - misc. expenses				48,591
20333			PUBLIC SERVICE OF NH	PO BOX 360		MANCHESTER NH 03105	10/23/01 to 10/22/02 - misc. expenses				2,978
LSE	X		Public Storage Institutional Fund III		1015 Grandview Ave.	Glendale, CA 91201	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Public Storage Institutional Fund III Dated 3/8/01	X	X		Unknown

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23086			PURCHASE POWER	P.O. BOX 856042		LOUISVILLE KY 402856042	10/23/01 to 10/22/02 - misc. expenses				5,204
EMP-LTG			PURIFOY, CATHY L.	4705 CAREYBACK AVE	ELK GROVE, CA	95758	class action suit	X	X	X	Unknown
24285			PW LIMITED PARTNERSHIP	C/O THE NELLIS CORPORATION	P O BOX 80103	BALTIMORE MD 218200103	10/23/01 to 10/22/02 - rent				8,787
26968			QUALISYS	4501 CIRCLE 75 PARKWAY	SUITE B-2190	ATLANTA GA 30339	10/23/01 to 10/22/02 - misc. expenses				2,862
26188			QUALITY MOBILE WASH	PO BOX 4188		DEARBORN MI 48126	10/23/01 to 10/22/02 - misc. expenses				340
EMP-LTG			QUICK, ADAM M.	4226 W. BROADWAY	APT. C	HAWTHORNE, CA 90250	class action suit	X	X	X	Unknown
EMP-LTG			QUINN, JAMES R.	120 LIBERTY LN	BRENTWOOD, CA	94513	class action suit	X	X	X	Unknown
27742			QUINTCO TRUCKING INC.	252 ROGER WILLIAMS AVENUE		RUMFORD RI 02916	10/23/01 to 10/22/02 - misc. expenses				8,400
26424			QWEST	PO BOX 856169		LOUISVILLE KY 40285-6169	10/23/01 to 10/22/02 - misc. expenses				97,050
1330			R. S. HUGHES COMPANY, INC.	P.O. BOX 14940		RALEIGH NC 27620	10/23/01 to 10/22/02 - factory expenses				395
20470			R.D. BEAN, INC.	5105 POWDER MILL ROAD		BELTSVILLE MD 20705	10/23/01 to 10/22/02 - misc. expenses				2,090
25798			R.E. HARRINGTON DIV. OF	SHEAKLEY UNISERVICE INC.	1245 SOLUTIONS CENTER	CHICAGO IL 60677-1002	10/23/01 to 10/22/02 - misc. expenses				650
23068			R.E. LYONS & SON	FIRE EQUIPMENT CORP.	197 V.F.W. DRIVE	ROCKLAND MA 02370	10/23/01 to 10/22/02 - misc. expenses				58
EMP-LTG			RABER, TIMOTHY M.	P.O BOX 788	DECANSO, CA	91916	class action suit	X	X	X	Unknown
26031			RADIO ONE RICHMOND	PO BOX 402019	C/O WCDX-FM	ATLANTA GA 30384-2019	10/23/01 to 10/22/02 - advertising				16,044
26032			RADIO ONE RICHMOND	PO BOX 402019		ATLANTA GA 30384	10/23/01 to 10/22/02 - advertising				12,984
27434			RADIO ONE RICHMOND WJMO-FM	PO BOX 402019		ATLANTA GA 30384-2019	10/23/01 to 10/22/02 - advertising				8,917
EMP-LTG			RAE, RANDIE M.	24 SO.VENICE BLVD	VENICE, CA	90219	class action suit	X	X	X	Unknown
EMP-LTG			RAGAN, ROBERT M.	401 W ORANGEWOOD AVE	F201	ANAHEIM, CA 92802	class action suit	X	X	X	Unknown
EMP-LTG			RAGSDALE, KIMBERLY	4009 DUNHILL DR	SALIDA, CA	95368	class action suit	X	X	X	Unknown
23207			RAINBOW DISPOSAL CO., INC	PO BOX 1026		HUNTINGTON BEAC CA 92647-1026	10/23/01 to 10/22/02 - misc. expenses				146
28067			RAINDANCE COMMUNICATIONS, INC.	DEPT. CH 10818		PALATINE IL 60055-0818	10/23/01 to 10/22/02 - misc. expenses				1,975
EMP-LTG			RAMBO, JAMES	1943 28TH AVE	SAN FRANCISCO, CA	94116	class action suit	X	X	X	Unknown
EMP-LTG			RAMBO, JAMES P	75 PONCETTA DR	# 227	DALY CITY, CA 94015	class action suit	X	X	X	Unknown
24363			RAMCO-GERSHENSON PROPERTIES,LP	PO BOX 350018		BOSTON MA 022410518	10/23/01 to 10/22/02 - rent				6,911
24446			RAMIN YOUABIAN	P.O. BOX 2090	C/O A.S.K. PRO MANA	BEVERLY HILLS CA 902132090	10/23/01 to 10/22/02 - rent				9,802
EMP			RAMIREZ, FIDEL A.	5353 BERKELEY ST	MONTCLAIR, CA	91763	10/23/01 to 10/22/02 - non priority payroll				1,158
EMP			RAMIREZ, JAVIER	824 S DAKOTA ST 201	ANAHEIM, CA	92805	10/23/01 to 10/22/02 - non priority payroll				1,323
LTG			RAMIREZ, MARGARITA	8663 BENNETT AVENUE	FONTANA, CA	92335	Litigation	X	X	X	Unknown
EMP-LTG			RAMIREZ, NOEL P.	3053 TEQUILA WAY	SAN YSIDRO, CA	92173	class action suit	X	X	X	Unknown
EMP			RAMIREZ, RUBEN	1712 EDGFIGL ST	PERRIS, CA	92571	10/23/01 to 10/22/02 - non priority payroll				1,477
EMP-LTG			RAMOS, AMALITSA	904 W. HUNTINGTON DR	APT. #4	ARCADIA, CA 91007	class action suit	X	X	X	Unknown
EMP			RAMSEY, FRED L.	424 5TH STREET	CLAIRTON, PA	15025	10/23/01 to 10/22/02 - non priority payroll				948
23655			RANCHO CA WATER DISTRICT	P.O. BOX 9030	42135 WINCHESTER ROAD	TEMECULA CA 925899030	10/23/01 to 10/22/02 - misc. expenses				133
20474			RANDS LAWN SERVICE, INC.	P.O. BOX 35414		DUNDALK MD 21222	10/23/01 to 10/22/02 - misc. expenses				90
EMP-LTG			RANKIN, TODD	24371 1/2	PENNSYLVANIA AVE	LOMITA, CA 90717	class action suit	X	X	X	Unknown
24334			RAPHAN CORPORATION	PO BOX 382		GREENVALE NY 11548	10/23/01 to 10/22/02 - rent				12,424
24277			RAPPAPORT MANAGEMENT CO/SPR	8405 GREENSBORO DRIVE SUITE830	DEPARTMENT #SPR-6418	MCLEAN VA 22102-5118	10/23/01 to 10/22/02 - rent				8,106
LSE	X		Rappaport Mgmt Co.		8405 Greensboro Drive, Ste 830	McLean, VA 22102	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Rappaport Management Co Dated 5/25/88	X	X		Unknown

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LSE	X		Rappaport Mgmt Co.		8405 Greensboro Drive, Ste 830	McLean, VA 22102	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Rappaport Management Co Dated 2/18/93	X	X		Unknown
EMP-LTG			RATHZ, MARK D	1365 MARSELLA DR	OXNARD, CA	93030	class action suit	X	X	X	Unknown
EMP-LTG			RATLIFF, GLENN L.	801 BANKS DR.	RICHMOND, CA	94806	class action suit	X	X	X	Unknown
EMP-LTG			RATNAVICHYALERT, IMEE	1069 CHELSEA COURT	VISTA,	CA 92084	class action suit	X	X	X	Unknown
EMP			RAUTA, MIRCEA	8491 GREENBELT ROAD	GREENBELT, MD	20770	10/23/01 to 10/22/02 - non priority payroll				392
23388			RAY L. HELLWIG SERVICES CO	1323 LAURELWOOD RD.		SANTA CLARA CA 95054	10/23/01 to 10/22/02 - misc. expenses				142
EMP			RAYMOND, JACK A.	1602 MONTEREY RD.	13-K	SEAL BEACH, CA 90740	10/23/01 to 10/22/02 - non priority payroll				1,699
EMP-LTG			RAZMI, FARHAD K.	24631 OVERLAKE DR.		LAKEFOREST, CA 92630	class action suit	X	X	X	Unknown
EMP			REA, DAVID E.	1226 WAREMAN AVENUE	PITTSBURGH, PA	15226	10/23/01 to 10/22/02 - non priority payroll				1,223
LSE	X		Realty & Mortgage Co.		928 W. Diversey Pkwy	Chicago, IL 60614	Lease by and between Bedding Experts and Realty & Mortgage Co.	X	X		Unknown
26406			REALTY INCOME CORPORATION	PO BOX 51758	BUILDING ID#1045	LOS ANGELES CA 90051-6058	10/23/01 to 10/22/02 - rent				11,277
EMP-LTG			REASONER, BRUCE	448 VALUERDE DR	SO. SAN FRANCISCO,	CA, 94080	class action suit	X	X	X	Unknown
EMP			RECHT, JAMES C.	216 SHADY RIDGE DR.	MONROEVILLE, PA	15146	10/23/01 to 10/22/02 - non priority payroll				563
20472			RECORDS MANAGEMENT INC.	7726 SOUTHERN DRIVE		SPRINGFIELD VA 22150	10/23/01 to 10/22/02 - misc. expenses				1,148
22349			RECYCLING SOLUTIONS, INC.	1301 RITCHIE ROAD		CAPITOL HEIGHTS MD 20743	10/23/01 to 10/22/02 - misc. expenses				4,791
27396			REDFORD LOCK COMPANY, INC.	26515 GRAND RIVER		REFORD MI 48240-1596	10/23/01 to 10/22/02 - misc. expenses				356
EMP-LTG			REDON, MICHAEL C.	4140 OCEANSIDE BLVD	SUITE 159 PMB-385	OCEANSIDE, CA 92056	class action suit	X	X	X	Unknown
EMP-LTG			REED, WESLEY D.	757 TENNYSON LANE	VENTURA, CA 93003		class action suit	X	X	X	Unknown
EMP			REESE, JULIA R.	P. O. BOX 741	FAIRFAX, VA	22030	10/23/01 to 10/22/02 - non priority payroll				3,268
LSE	X		Regency Centers L.P.	c/o Regency Realty Corporation	121 West Forsyth Street, Suite 200	Jacksonville, FL 33202	Lease by and between Mattress Discounters and Regency Centers LP	X	X		Unknown
LSE	X		Regency Centers L.P.		2488 Brandon Blvd.	Tampa, FL 33609	Lease by and between Mattress Discounters and Regency Centers LP	X	X		Unknown
EMP-LTG			REIDINGER, RUTH A	297 REDWOOD AVE		SACRAMENTO, CA 95815	class action suit	X	X	X	Unknown
EMP-LTG			REINHARD, WILLIAM G.	11317 RED CEDAR WAY		SAN DIEGO, CA 92131	class action suit	X	X	X	Unknown
EMP-LTG			REINKE, TRACEY A.	20697 SANTIAGO	CYN RD.	ORANGE, CA 92869	class action suit	X	X	X	Unknown
24463			REIS - GORDON	1029 BLOSSOM HILL ROAD STE 5-I	C/O BATTAGLIA BROTHERS	SAN JOSE CA 95123	10/23/01 to 10/22/02 - rent				11,727
24371			RENKEN ASSOCIATES XVI L.P.	109 MILLER AVE		ANN ARBOR MI 48104	10/23/01 to 10/22/02 - rent				12,750
23916			REO MECHANICAL	PO BOX 1051		WEST SACRAMENTO CA 95691	10/23/01 to 10/22/02 - misc. expenses				123
22317			REPUBLIC WASTE SVC MICH	PO BOX 9001782		LOUISVILLE KY 40290-1782	10/23/01 to 10/22/02 - misc. expenses				444
20478			RHODE ISLAND DIV. OF TAXATION	COMPLIANCE &COLLECTION SECTION	ONE CAPITAL HILL	PROVIDENCE RI 02908-5812	10/23/01 to 10/22/02 - misc. expenses				10,447
EMP			RHODES, CHARLES W	13586 CASTELBRIDGE	LANE	WOODBRIDGE, VA 22193	10/23/01 to 10/22/02 - non priority payroll				3,963
EMP-LTG			RICE, NANCY S.	7347 FOX HILLS DR.	CITRUS HEIGHTS, CA	95610	class action suit	X	X	X	Unknown
LSE	X		Richard Bennett		PO Box 99	Long Green, MD 21092	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Richard Bennett Dated 11/12/89	X	X		Unknown
24227			RICHARD S. BENNETT	PO BOX 99		LONG GREEN MD 21092	10/23/01 to 10/22/02 - rent				5,826
EMP-LTG			RICHARDSON, DAVID J.	618 1/2 CLUB HOUSE	AVE	NEWPORT BEACH, CA 92663	class action suit	X	X	X	Unknown

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EMP-LTG			RICHARDSON, DEWAYNE	2151 OAKLAND RD	SAN JOSE, CA	95131	class action suit	X	X	X	Unknown
EMP			RICHARDSON, JOHN	9700 VIKING LANE	SOUTH LYON, MI	48178	10/23/01 to 10/22/02 - non priority payroll				3,290
EMP-LTG			RICHARDSON, JOHN	9700 VIKING LANE	SOUTH LYON, MI	48178	class action suit	X	X	X	Unknown
EMP			RICHARDSON, JOSEPHINE	12420 TIERRA BONITA	DR.	VICTORVILLE, CA 92392	10/23/01 to 10/22/02 - non priority payroll				721
27188			RICHMOND DEVELOPERS, LLC	433 S MAIN ST #310 CORP CTRW	C/O DEVELOPERS REALTY, CORP	WEST HARTFORD CT 06110	10/23/01 to 10/22/02 - rent				6,102
EMP			RICO, JOSE	7619 NEY AVE	OAKLAND, CA	94605	10/23/01 to 10/22/02 - non priority payroll				1,558
EMP-LTG			RILEY, RICHARD L.	14118 1/2 BURBANK BL	VAN NUYS, CA	91401	class action suit	X	X	X	Unknown
EMP			RISATTI, RODOLFO	6701 MALLARDS COVE	RD #B16	JUPITER, FL. 33458	10/23/01 to 10/22/02 - non priority payroll				1,100
EMP-LTG			RITCHIE, FREDERICK D.	10770 NORTHGATE ST.		CULVER CITY, CA 90230	class action suit	X	X	X	Unknown
EMP			RIVERA, ROBERTO A	2218 CHEVERLY AVE.	HYATTSVILLE, MD.	20785	10/23/01 to 10/22/02 - non priority payroll				387
EMP-LTG			RIVERS, JACQUELIN J.	451 CLIFF DR	APTOS, CA	95003	class action suit	X	X	X	Unknown
27245			RIVERSIDE HAMNER PROP. LLC	5225 CANYON CREST DR #71-219	C/O D.K. PATTERSON INC.	RIVERSIDE CA 92507	10/23/01 to 10/22/02 - rent				7,314
24396			RM HOLLYWOOD HILLS PLZA SHPCNT	3325 S UNIVERSITY DR SUITE210	ATTN: ACCOUNTS RECEIVABLE	DAVIE FL 33328	10/23/01 to 10/22/02 - rent				8,273
26616			ROAD INC.	DEPT. 33209	P.O. BOX 39000	SAN FRANCISCO CA 94139-3209	10/23/01 to 10/22/02 - misc. expenses				235
21607			ROADWAY EXPRESS	P.O. BOX 905587		CHARLOTTE NC 28290	10/23/01 to 10/22/02 - misc. expenses				720
24333			ROBERT CIARDULLO, M.D	170 MAPLE AVE #305		WHITE PLAINS NY 10601	10/23/01 to 10/22/02 - rent				8,813
EMP-LTG			ROBERTS, KARYNN D.	4465 SHERRAWAY #B	SAN BERNARDINO,	CA 92407	class action suit	X	X	X	Unknown
EMP			ROBERTSON, JOCELYN Y.	111 XENIA STREET SE	WASHINGTON, DC	20032	10/23/01 to 10/22/02 - non priority payroll				202
EMP-LTG			ROBERTSON, JOHN R	28071 VERNAL WAY	SAUGUS, CA	91350	class action suit	X	X	X	Unknown
EMP-LTG			ROBERTSON, KIRK A.	518 OAK STREET	FULLERTON, CA	92833	class action suit	X	X	X	Unknown
EMP-LTG			ROBERTSON, KIRK A.	1518 OAK STREET	FULLERTON, CA	92833	class action suit	X	X	X	Unknown
EMP-LTG			ROBICHAUX, MICHELE K.	1633 DIAMOND STREET	#34	SAN DIEGO, CA 92109	class action suit	X	X	X	Unknown
EMP-LTG			ROBINSON, KAREN D.	22628 WATERS DRIVE	CRESTLINE, CA	92325	class action suit	X	X	X	Unknown
EMP-LTG			ROBINSON, KEVIN	446 W SILVER EAGLE	ROAD	SACRAMENTO, CA 95834	class action suit	X	X	X	Unknown
EMP-LTG			ROBINSON, PATRICIA	588 N. 15TH ST	SAN JOSE, CA	95112	class action suit	X	X	X	Unknown
EMP-LTG			ROBINSON, RAYE E.	25365 THEDA STREET	PERRIS, CA	92570	class action suit	X	X	X	Unknown
EMP-LTG			ROBINSON, ROBERT F.	P.O. BOX 191811	LOS ANGELES, CA	90019	class action suit	X	X	X	Unknown
EMP			ROBINSON, THOMAS N.	13206 FIRESIDE CT	WOODBRIDGE, VA	22191	10/23/01 to 10/22/02 - non priority payroll				3,969
EMP-LTG			ROCHA, ROBERT B.	P.O. BOX 196	SAN JUAN CAPISTRANO,	CA 92675	class action suit	X	X	X	Unknown
26797			ROCKLIN PAD LLC	9707 ROSS STATION		SEBASTOPOL CA 95472	10/23/01 to 10/22/02 - rent				10,080
EMP-LTG			RODRIGUEZ, RACHEL L.	16796 MULODY WAY	SAN LEANDRO, CA	94578	class action suit	X	X	X	Unknown
EMP-LTG			ROE, JEREMY G.	1475 CARLETON DR.	CONCORD, CA	94518	class action suit	X	X	X	Unknown
EMP			ROEGNER, WILLIAM	9058 LORELEIGH WAY	FAIRFAX, VA	22031	10/23/01 to 10/22/02 - non priority payroll				2,070
24460			ROGER F. & MICHAEL E. JEWETT	871 VIA ONDULANDO		VENTURA CA 93003	10/23/01 to 10/22/02 - rent				7,022
23647			ROGER LARSEN	7521 HEATHERPACE LN.		SACRAMENTO CA 95029	10/23/01 to 10/22/02 - misc. expenses				150
EMP-LTG			ROGERS, DOUGLAS R.	10060 SCOTT AVENUE	APT. #B	WHITTIER, CA 90603	class action suit	X	X	X	Unknown
EMP-LTG			ROISS, MICHAEL G.	238 HAMES RD.	WATSONVILE, CA	95076	class action suit	X	X	X	Unknown
EMP-LTG			ROJO, SAMSON	3068 ANELLA RD	SAN DIEGO, CA	92173	class action suit	X	X	X	Unknown
EMP-LTG			ROLLINS, CHARLES E.	1136 OAKDALE ST.	SAN FRANCISCO, CA	94124	class action suit	X	X	X	Unknown
EMP-LTG			ROMAN, RAYMOND M.	13578 WINGO STREET	ARLETA, CA 91331		class action suit	X	X	X	Unknown
EMP			ROMAN, SIMONE S	6010 MELBOURNE AVE.	DEALE, MD	20751	10/23/01 to 10/22/02 - non priority payroll				2,084
EMP			ROMANELLO, LOUIS F.	15130 BROOKHURST ST	#100	WESTMINSTER, CA 92683	10/23/01 to 10/22/02 - non priority payroll				744

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EMP			RON, JAIME	7783 ASPEN AVENUE	FONTANA, CA	92336	10/23/01 to 10/22/02 - non priority payroll				1,619
24414			RONALD P. BEARD	5120 BIRCH ST 1ST FLOOR		NEWPORT BEACH CA 92660	10/23/01 to 10/22/02 - rent				7,000
EMP-LTG			ROSARIO, VICENTE	PO BOX 255	WATSONVILLE, CA	95077	class action suit	X	X	X	Unknown
EMP			ROSAS, LUIS	3411 CARLIN SPRING	RD. #302	FALLS CHURCH, VA 22041	10/23/01 to 10/22/02 - non priority payroll				358
EMP-LTG			ROSEBERRY, CHRISTOPHER	7245 HILLSIDE AVE	APT #114	LOS ANGELES, CA 90046	class action suit	X	X	X	Unknown
27507			ROSECRANS PARTNERS LLC	150 PAULARINO, SUITE 285	C/O PACIFIC WEST	COSTA MESA CA 92626	10/23/01 to 10/22/02 - rent				10,853
EMP-LTG			ROSEMEYER, MARK B.	1135 AVON AVE.	SAN LEANDRO, CA	94579	class action suit	X	X	X	Unknown
EMP-LTG			ROSEN, KEVIN B.	7043 SARANAC STREET	SAN DIEGO, CA	92115	class action suit	X	X	X	Unknown
27387			ROSENDORF, MARC E.	1914 BISHOP'S CASTLE DRIVE		OLNEY MD 20832	10/23/01 to 10/22/02 - misc. expenses				16,923
LSE	X		Round Lake Beach Associates, LLC	c/o Mid-Northern Equities Mgmt., Ltd.	3100 Dundee Road, Suite 304	Northbrook, IL 60062	Lease by and between Bedding Experts and Round Lake Beach Assoicates, LLC	X	X		Unknown
LSE	X		Round Lake Beach Associates, LLC	c/o Mid-Northern Equities Mgmt., Ltd.	3100 Dundee Road, Suite 304	Northbrook, IL 60062	Lease by and between Bedding Experts and Round Lake Beach Assoicates, LLC	X	X		Unknown
26839			ROWE ELECTRIC, INC.	33920 VAN BORN		WAYNE MI 48184	10/23/01 to 10/22/02 - misc. expenses				249
EMP-LTG			ROWE, ANTHONY G	3722 S CARMONA AVE	APT. 1	LOS ANGELES, CA 90016	class action suit	X	X	X	Unknown
EMP			ROWE, JAMES T. JR	1344 WENATCHEE AVE	EL CAJON, CA	92021	10/23/01 to 10/22/02 - non priority payroll				3,004
20725			ROYAL & SUNALLIANCE	P.O. BOX 60219		CHARLOTTE NC 282600219	10/23/01 to 10/22/02 - misc. expenses				2,882
20891			ROYAL & SUNALLIANCE	FINANCIAL SECURITY	P.O. BOX 60010	CHARLOTTE NC 28260	10/23/01 to 10/22/02 - misc. expenses				131,290
26737			ROYAL WINDOW CLEANING	PO BOX 690		BOYNTON BEACH FL 33435	10/23/01 to 10/22/02 - misc. expenses				353
26408			RPM MATERIAL HANDLING CO.	8530 AVENIDA COSTA NORTE		SAN DIEGO CA 92154-6249	10/23/01 to 10/22/02 - misc. expenses				572
1235			RUAN LEASING COMPANY	135 S. LASALLE, DEPT. 4636		CHICAGO IL 60674-4636	10/23/01 to 10/22/02 - factory expenses				2,596
EMP			RUBIO, RODOLFO A.	1084 W 10TH STREET	SAN BERNADINO, CA	92411	10/23/01 to 10/22/02 - non priority payroll				325
EMP-LTG			RUBIO, SALVADOR	3160 LOMA VERDE WAY	SACRAMENTO, CA.	95822	class action suit	X	X	X	Unknown
24502			RUE-ELL ENTERPRISES, INC.	2437 DURANT AVENUE SUITE 204	C/O DAVID RUEGG	BERKELEY CA 947041610	10/23/01 to 10/22/02 - rent				188
EMP			RUSSELL, FRANKLIN	906 N. SHAMROCK RD	BELAIR, MD	21014	10/23/01 to 10/22/02 - non priority payroll				573
25838			RUTHVEN FAMILY L.P.#2	PO BOX 2420		LAKELAND FL 33806-2420	10/23/01 to 10/22/02 - rent				33,380
27951			RVIP CA/WA/OR PORTFOLIO LLC	3300 ENTERPRISE PARKWAY	C/O DEVELOPERS DIVERSIFIEDPKWY	BEACHWOOD OH 44122	10/23/01 to 10/22/02 - rent				2,500
24416			RVIP PUENTE HILLS LLC	FILE#55139-01		LOS ANGELES CA 90074-5139	10/23/01 to 10/22/02 - rent				8,610
27738			RYCON CONSTRUCTION	2525 LIBERTY AVENUE		PITTSBURGH PA 15222	10/23/01 to 10/22/02 - misc. expenses				409
LSE	X		S&W Partners, LLC		834 Northwoods Ct.	Deerfield, IL 60015	Lease by and between Bedding Experts and S & W Partners, LLC	X	X		Unknown
27427			S.L. NUSBAUM REALTY COMPANY	PO BOX 3580		NORFOLK VA 23514	10/23/01 to 10/22/02 - rent				7,508
EMP			SACK, JAMES	72 CLAIRE ST.	MANCHESTER, NH	3103	10/23/01 to 10/22/02 - non priority payroll				2,187
27186			SACRAMENTO COUNTY DCSS	PO BOX 419058		RANCHO CORDOVA CA 95741-9058	10/23/01 to 10/22/02 - misc. expenses				669
27491			SAFEWARE INCORPORATED	9475 LOTTSFORD ROAD	SUITE 150	LARGO MD 20774	10/23/01 to 10/22/02 - misc. expenses				1,554
EMP-LTG			SALAZAR, HECTOR J.	3616 GRAND AVE	HUNTINGTON PARK, CA	90255	class action suit	X	X	X	Unknown
24851			SALE SIGNS	439 SOUTH DARTMOOR DRIVE		CRYSTAL LAKE IL 60014	10/23/01 to 10/22/02 - misc. expenses				642
EMP			SALGADO, BENITO	1054 FLORENCE ST	IMPERIAL BEACH, CA	91932	10/23/01 to 10/22/02 - non priority payroll				166
EMP-LTG			SALLES, RICHARD R.	3519 WALNUT AVE	CONCORD, CA	94519	class action suit	X	X	X	Unknown
EMP-LTG			SAMERA, ERIC R.	2437 ARTESIA BLVD	TORRANCE, CA	90504	class action suit	X	X	X	Unknown
LSE	X		Sami Prairie Town, LLC		3415 W. Diversey	Chicago, IL 60194	Lease by and between Bedding Experts and Sami Prairie Town LLC	X	X		Unknown

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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EMP			SAMMONS, CHARLES E.	2431 DOBBINS LANE	RIVERBANK, CA	95367	10/23/01 to 10/22/02 - non priority payroll				1,959
24044			SAN DIEGO COUNTY	DISTRICT ATTORNEY OFFICE	P O BOX 122808	SAN DIEGO CA 921122808	10/23/01 to 10/22/02 - misc. expenses				307
23414			SAN DIEGO COUNTY OFFICE DA	P O BOX 122808		SAN DIEGO CA 921122808	10/23/01 to 10/22/02 - misc. expenses				168
23218			SAN DIEGO GAS & ELECTRIC	P.O. BOX 25111		SANTA ANA CA 927995111	10/23/01 to 10/22/02 - misc. expenses				12,486
20025			SAN FRANCISCO NEWSPAPER AGENCY	P. O. BOX 7268		SAN FRANCISCO CA 94120-7268	10/23/01 to 10/22/02 - advertising				46,895
20026			SAN JOSE MERCURY NEWS - ADV.	750 RIDDER PARK DR.		SAN JOSE CA 95190	10/23/01 to 10/22/02 - advertising				14,056
23220			SAN JOSE WATER CO	374 WEST SANTA CLARA STREET		SAN JOSE CA 95196	10/23/01 to 10/22/02 - misc. expenses				80
EMP-LTG			SANCHEZ, ANNAMARIE	35 ROLLING OAKS	MANNFORD, OK	74044	class action suit	X	X	X	Unknown
EMP-LTG			SANCHEZ, ARMANDO F.	1824 NAPOLEON AVE.		OXNARD, CA 93033	class action suit	X	X	X	Unknown
EMP-LTG			SANCHEZ, CLAUDIA E.	5926 CARLTON WAY	#6	LOS ANGELES, CA 90028	class action suit	X	X	X	Unknown
EMP			SANDOVAL, ALFREDO A.	P.O. BOX 4085	ATTLEBORO, MA.	2703	10/23/01 to 10/22/02 - non priority payroll				519
EMP			SANFILIPPO, DAVID C.	14430 BLOSSOM HILL	RD	LOS GATOS, CA 95032	10/23/01 to 10/22/02 - non priority payroll				1,333
EMP			SANFILIPPO, DENNIS	14430 BLOSSOM HILL	ROAD	LOS GATOS, CA 95032	10/23/01 to 10/22/02 - non priority payroll				3,910
LSE	X		Sanford Sandelman, Trustee of Masue Trust	c/o Kin Properties Inc.	185 NW Spanish River Blvd., Box 500	Boca Raton, FL 33431	Lease Agreement by and between TJB, Inc f/a Mattress Discounters and Sanford S. Sandelman Dated 5/29/92	X	X		Unknown
27215			SANTA CLARA	FAMILY SUPPORT DIVISION	PO BOX 7622	SAN FRANCISCO CA 94120-7622	10/23/01 to 10/22/02 - misc. expenses				173
EMP-LTG			SANTA-MARIA, JOSEPH	4525 TRIESTE DR.	CARLSBAD, CA	92008	class action suit	X	X	X	Unknown
EMP			SANTERO, SUELEE	26849 MANSFIELD ST	HIGHLAND CA	92346	10/23/01 to 10/22/02 - non priority payroll				958
EMP			SANTOS, NATHANIEL J.	478 HEIDELBERG AVE	VENTURA, CA	93003	10/23/01 to 10/22/02 - non priority payroll				2,264
21229			SARAH G. SPEAR	PO BOX 1667	REV COMMISSIONER	MONTGOMERY AL 36102	10/23/01 to 10/22/02 - misc. expenses				7,039
EMP			SAUERLINDER, ERIC A	50 MAYNARD AVE	SEEKONK MA	2771	10/23/01 to 10/22/02 - non priority payroll				1,055
24300			SAUGUS HILLSIDE REALTY PRTNSHP	ONE WALL STREET	C/O GUTIERRIZ CO	BURLINGTON MA 01803	10/23/01 to 10/22/02 - rent				6,552
24257			SAUL SUBSIDIARY I LTD PTNRSHP	P O BOX 64812	C/O WINDHAM MGMT CO	BALTIMORE MD 212644812	10/23/01 to 10/22/02 - rent				8,111
EMP-LTG			SAUNDERS, MICHAEL A.	1102 E. 71ST WY		N.LONG BEACH, CA 90805	class action suit	X	X	X	Unknown
EMP-LTG			SAWYER, JAY T.	10737 SAN DIEGO	MISSION RD #318	SAN DIEGO, CA 92108	class action suit	X	X	X	Unknown
28069			SAYERS	135 S LASALLE, DEPT. 4867		CHICAGO IL 60674-4867	10/23/01 to 10/22/02 - misc. expenses				248
EMP			SCALES, VINCENT	4828 HALEY DR	CASTRO VALLEY CA	94546	10/23/01 to 10/22/02 - non priority payroll				1,542
EMP			SCARLETT, FERIAL A.	841 ARCADIA AVE	APT. H	ARCADIA, CA 91007	10/23/01 to 10/22/02 - non priority payroll				778
EMP-LTG			SCARLETT, FERIAL A.	841 ARCADIA AVE	APT. H	ARCADIA, CA 91007	class action suit	X	X	X	Unknown
EMP-LTG			SCHMIDT, WILLIAM J.	830 3/4	N. LAS PALMAS	LOS ANGELES, CA 90038	class action suit	X	X	X	Unknown
EMP-LTG			SCHOP, STEPHEN L.	15103 LEADWELL ST.	VAN NUYS, CA	91405	class action suit	X	X	X	Unknown
EMP-LTG			SCHRAMEL, MICHAEL	77 PALOMA AVE	#313	PACIFICA, CA 94044	class action suit	X	X	X	Unknown
EMP			SCHRUENDER, MICHAEL P.	935 OFARRELL ST.	#41	SAN FRANCISCO, CA 94109	10/23/01 to 10/22/02 - non priority payroll				274
EMP-LTG			SCHULTZ, WILLARD J.	1016 LATCHFORD AVE	HACIENCA HTS, CA	91745	class action suit	X	X	X	Unknown
EMP-LTG			SCHUPMANN, PETER J.	15943 LAS PALMERAS	LA MIRADA, CA	90638	class action suit	X	X	X	Unknown
EMP-LTG			SCHUURMAN, PHIL D	3707 POINTIANA DR.	# 144	SANTA CLARA, CA 95051	class action suit	X	X	X	Unknown
EMP-LTG			SCHWARTZ, JEFF. A	234 N. KENWOOD ST	#201	GLENDALE, CA 91206	class action suit	X	X	X	Unknown
EMP-LTG			SCHWARTZ, LEONARD	5930 RESEDA BL. #62	TARZANA, CA	91356	class action suit	X	X	X	Unknown
EMP			SCHWELKERT, MICHAEL V.	3923 VISTA COURT	LA CRESCENTA, CA	91214	10/23/01 to 10/22/02 - non priority payroll				1,000
EMP			SCOTT, G. D.	909 MARINA VILLAGE	PARKWAY #427	ALAMEDA, CA 94501	10/23/01 to 10/22/02 - non priority payroll				1,243
EMP-LTG			SCOTT, GREGORY D.	1635 KAINS AVE	BERKELEY, CA 94702		class action suit	X	X	X	Unknown

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EMP-LTG			SCOTT, RANDALL B.	110 W SANTA CLARA	AVE #1	SANTA ANA CA 92706	class action suit	X	X	X	Unknown
EMP			SCOTT, WINSOME J.	2110 N. 19TH AVENUE	HOLLYWOOD, FL	33020	10/23/01 to 10/22/02 - non priority payroll				297
EMP			SCZUBELEK, STEPHEN G.	555 FRONT ST.	#1704	SAN DIEGO, CA 92101	10/23/99 to 10/22/02 - non priority payroll				20,769
25830			SEALY	16114 ELLIOTT PARKWAY		WILLIAMSPORT MD 21795	10/23/01 to 10/22/02 - misc. expenses				998
1005			SEALY MATTRESS COMPANY/TJB	70-81 INDUSTRIAL PARK	R.R. 3 BOX 1100	WILLIAMSPORT MD 21795	10/23/01 to 10/22/02 - Inventory				15,978,259
26850			SEARS	75 REMITTANCE DRIVE	SUITE 1674	CHICAGO IL 60675-1674	10/23/01 to 10/22/02 - misc. expenses				690
27238			SECOND FAIRGROUNDS ASSOC.,LTD	PO BOX 641913	C/O THE GOODMAN COMPANY	PITTSBURGH PA 15264-1913	10/23/01 to 10/22/02 - rent				7,922
EMP-LTG			SEEMUELLER, MARK	4066 PROMONTORY ST	SAN DIEGO, CA 92109		class action suit	X	X	X	Unknown
EMP-LTG			SEGURA, AMY	1298 MINERS WAY	ROSEVILLE, CA 95610		class action suit	X	X	X	Unknown
EMP-LTG			SELF, TALMADGE	630 CHERRY LANE	P.O. BOX 839	NEW CASTLE, CA 95658	class action suit	X	X	X	Unknown
EMP			SENECAL, ERIK A.	2720 PACKARD	#C	ANN ARBOR, MI 48108	10/23/01 to 10/22/02 - non priority payroll				1,789
28060			SENTINEL FIRE EQUIPMENT CO.	P.O. BOX 161265		SACRAMENTO CA 95816	10/23/01 to 10/22/02 - misc. expenses				89
27463			SERV-KING CO.	483 ELLIS ROAD		NORTH ATTLEBORO MA 02760-2139	10/23/01 to 10/22/02 - misc. expenses				87
LSE	X		Sevenous Group, LLC		4967 Crooks Road, Suite 200 PO Box 7040	Troy, MI 48098	Lease by and between Bedding Experts and Sevenous Group, LLC	X	X		Unknown
23544			SEWER BILLING	CITY OF CHULA VISTA	P.O. BOX 120755	CHULA VISTA CA 919120755	10/23/01 to 10/22/02 - misc. expenses				6
23279			SFPUC-WATER DEPARTMENT5	P O BOX 7369	.	SAN FRANCISCO CA 941207369	10/23/01 to 10/22/02 - misc. expenses				140
24496			SGP ASSOCIATES, LLC	2191 E. BAYSHORE RD.	C/O CYPRESS PROP STE 220	PALO ALTO CA 94303	10/23/01 to 10/22/02 - rent				6,927
EMP			SHAIKH, SHERAZ	3808 LARAMIE PLACE	#H	ALEXANDRIA, VA 22309	10/23/01 to 10/22/02 - non priority payroll				1,738
1239			SHARP FREIGHT SYSTEMS	1596 NORTH BRIAN STREET		ORANGE CA 928673406	10/23/01 to 10/22/02 - factory expenses				3,233
EMP			SHARPE, TIMOTHY J.	4709 COUNTRY HILLS	DRIVE	ANTIOCH, CA 94531	10/23/01 to 10/22/02 - non priority payroll				209
EMP-LTG			SHAW, WILLIAM	6830 WATERGA RD #42	CITRUS HEIGHT, CA	95842	class action suit	X	X	X	Unknown
EMP-LTG			SHEALY, STEVEN W.	10480 NATIONAL BLVD.	#313	LOS ANGELES, CA 90034	class action suit	X	X	X	Unknown
26473			SHELBOURNE PROPERIES I, L.P.	PO BOX 3510		BOSTON MA 02241-3510	10/23/01 to 10/22/02 - rent				6,934
24348			SHELBY CORNERS, LLC	25800 NORTHWESTERN HWY	SUITE 750	SOUTHFIELD MI 48075	10/23/01 to 10/22/02 - rent				9,437
24685			SHELL OIL COMPANY	P.O. BOX 9016		DES MOINES IA 503689016	10/23/01 to 10/22/02 - misc. expenses				110
EMP-LTG			SHERIDAN, LORI L	10370 STAGELINE ST	CORONA, CA 91719		class action suit	X	X	X	Unknown
27704			SHERIFF'S CIVIL DIVISION	3341 POWER INN ROAD	#313	SACRAMENTO CA 95826-3889	10/23/01 to 10/22/02 - misc. expenses				339
EMP-LTG			SHERMAN, ROBERT D.	37037 MAGNOLIA ST.	#124	NEWARK, CA 94560	class action suit	X	X	X	Unknown
20939			SHERWIN WILLIAMS(4349 DUKE)	ACCOUNTS RECEIVABLE DEPARTMENT	4349 DUKE ST	ALEXANDRIA VA 22304-2597	10/23/01 to 10/22/02 - misc. expenses				166
EMP			SHORE, STEVEN	737 MONTECILLO ROAD	SAN RAFAEL, CA	94903	10/23/01 to 10/22/02 - non priority payroll				6,295
EMP			SHORE, WILLIAM	737 MONTICELLO RD	SAN RAFAEL, CA	94903	10/23/01 to 10/22/02 - non priority payroll				3,914
EMP			SHOWALTER, ROBERT F.	2995 ELFINWILD RD.	ALLISON PARK, PA	15101	10/23/01 to 10/22/02 - non priority payroll				860
EMP			SHOWERS, RICHARD E.	3876 HARVEST CIR	OAKLEY, CA	94561	10/23/01 to 10/22/02 - non priority payroll				4,824
EMP			SHOYELU-WYNN, TERESA	3504 24TH AVENUE	TEMPLE HILLS, MD	20748	10/23/01 to 10/22/02 - non priority payroll				59
23071			SHREWSBURY'S ELECTRIC LIGHT	PO BOX 366 M.O.		SHREWSBURY MA 01545	10/23/01 to 10/22/02 - misc. expenses				636
LSE	X		Sidcor Schaumburg Associates, LC	c/o Sidcor/Real Estate	950 North Western Ave.	Lake Forest, IL 60045	Lease by and between Bedding Experts and Sidcor Schaumburg Associates, LC	X	X		Unknown
EMP-LTG			SIEVER, CHARLES	30622 WILLOW VILLAGE	DRIVE	MENISEE, CA 92584	class action suit	X	X	X	Unknown
EMP-LTG			SIGLE, JOEL A.	24559 AMADOR ST	#48	HAYWARD, CA 94544	class action suit	X	X	X	Unknown
EMP-LTG			SILVA, DAVID	821 RAINTREE DR	SAN JOSE, CA	95117	class action suit	X	X	X	Unknown
20559			SILVER COMPANIES	1201 CENTRAL PARK BOULEVARD		FREDRICKSBURGH VA 22401	10/23/01 to 10/22/02 - rent				9,287

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EMP-LTG			SIMERA, NICHOLAS M.	1716 GREENVIEW AVE.		CORONA, CA 91720	class action suit	X	X	X	Unknown
EMP-LTG			SIMMONS, DENNIS	926-B REDDING WAY	UPLAND, CA 91786		class action suit	X	X	X	Unknown
EMP			SIMMONS, ROBERT	402 KIRKPATRIK ST.	PITTSBURGH, PA	15219	10/23/01 to 10/22/02 - non priority payroll				152
EMP-LTG			SIMON, PHILIP	1009 MILLER AVE	BERKELEY, CA	94708	class action suit	X	X	X	Unknown
EMP-LTG			SIMPKINS, CRAIG J.	11272 OSBORNE ST	SYLMAR, CA	91342	class action suit	X	X	X	Unknown
EMP			SIMPSON, CHARMANE	6907 INGRAHAM STREET	RIVERDALE, MD	20737	10/23/01 to 10/22/02 - non priority payroll				219
EMP-LTG			SIMPSON, DAVID	4576 PARADISE DR		TIBURON, CA 94920	class action suit	X	X	X	Unknown
EMP-LTG			SIMPSON, JENNIFER L.	331 LAPALA DR	SAN JOSE, CA	95127	class action suit	X	X	X	Unknown
EMP-LTG			SIN, KIN X.	1825 9TH AVE	OAKLAND, CA	94606	class action suit	X	X	X	Unknown
EMP-LTG			SINGER, JEFFREY S.	1450 KINGSWOOD DR	#472	ROSEVILLE, CA 95678	class action suit	X	X	X	Unknown
EMP			SINGER, RANDY A.	127 DUNCAN ROAD	STOUGHTON MA	2072	10/23/01 to 10/22/02 - non priority payroll				1,327
EMP-LTG			SINGH, ANGELINE S.	4016 BALSAM ST.	SACRAMENTO, CA	95838	class action suit	X	X	X	Unknown
EMP-LTG			SINGH, BALWINDER	27495 MANON AVENUE	APT #2	HAYWARD, CA 94544	class action suit	X	X	X	Unknown
EMP-LTG			SINGH, HARPAL	7761 LA FIESTA DR	BUENA PARK, CA	90620	class action suit	X	X	X	Unknown
EMP-LTG			SINGH, RAGHBIR	421 KAINS AVE	#5	ALBANY, CA 94706	class action suit	X	X	X	Unknown
EMP-LTG			SINGH, RAJWINDER	P.O. BOX 21392	EL SOBRANTE, CA.	94820-1392	class action suit	X	X	X	Unknown
EMP			SINGH, SIMRAN	5330 WONG DRIVE	#115	SAN JOSE, CA 95123	10/23/01 to 10/22/02 - non priority payroll				2,817
EMP-LTG			SINGH, VIJAY	1909 PRIMOTIVO CT		MODESTO, CA 95355	class action suit	X	X	X	Unknown
EMP-LTG			SINGLETARY, ANGELA M.	4141 PALM AVENUE #99	SACRAMENTO, CA	95842	class action suit	X	X	X	Unknown
EMP-LTG			SIRANO, GREG K.	1537 SUPERIOR	#20	NEWPORT BEACH, CA 92663	class action suit	X	X	X	Unknown
EMP-LTG			SIRIGNANO, PETER	5620 CHUCK CIRCLE	EFFINGTON, SC	29541	class action suit	X	X	X	Unknown
EMP-LTG			SKJONBERG, MARK K.	16882 EASTLAKE LANE	#91 HUNTINGTON BEACH	CA 92647	class action suit	X	X	X	Unknown
EMP			SLANE, DARRELL K.	7 BROWNELL CIRCLE	WORCESTER, MA.	1602	10/23/01 to 10/22/02 - non priority payroll				1,300
EMP			SLAVIN, MARK K	7 CYPRESS LANE #9	NASHUA, NH	3063	10/23/01 to 10/22/02 - non priority payroll				421
28113			SLOTKIN, SCOTT	26741 PORTOLA PWKY STE 1E-139		FOOTHILL RANCH CA 92610	10/23/01 to 10/22/02 - advertising				474
20273			SMECO	P. O. BOX 2000		HUGHESVILLE MD 20637	10/23/01 to 10/22/02 - misc. expenses				322
EMP-LTG			SMILO, RICK	420 1/2 N. STANLEY	AVE.	LOS ANGELES, CA 90036	class action suit	X	X	X	Unknown
EMP-LTG			SMITH, CHRISTOPHER S.	823 WEDGEWOOD COURT	RIALTO, CA	92376	class action suit	X	X	X	Unknown
EMP-LTG			SMITH, GEORGE W.	2827 KEATS STREET	#1	SAN DIEGO, CA 92106	class action suit	X	X	X	Unknown
EMP			SMITH, JAMES W.	28724 FORESTDALE	ROMULUS, MI	48174	10/23/01 to 10/22/02 - non priority payroll				578
EMP-LTG			SMITH, RICHELLE M.	3241 AZEVEDO DR	#108	SACRAMENTO, CA 95833	class action suit	X	X	X	Unknown
EMP-LTG			SMITH, SAMUEL R II	3767 EUCALYPTUS ST	SIMI VALLEY, CA	93063	class action suit	X	X	X	Unknown
23573			SMUD	PO BOX 15555		SACRAMENTO CA 95852	10/23/01 to 10/22/02 - misc. expenses				5,727
20879			SNAXIN, INC	525 LOWELL STREET		PEABODY MA 01960	10/23/01 to 10/22/02 - misc. expenses				9,512
EMP-LTG			SO, SANG T.	654 PINEWOOD DR	#3	SAN JOSE, CA 95129	class action suit	X	X	X	Unknown
EMP-LTG			SODEMAN, EDWARD R.	555 LAURIE LN.	#B8	THOUSAND OAKS, CA 91360	class action suit	X	X	X	Unknown
23208			SOLAG INCORPORATED	PO BOX 156		STANTON CA 90680	10/23/01 to 10/22/02 - misc. expenses				75
27036			SOLEDAD CANYON, LLC.	26076 GETTY DRIVE	SUITE A	LAGUNA NIGUEL CA 92677	10/23/01 to 10/22/02 - rent				7,193
EMP-LTG			SOLEIMAN, ANDREA	561 SARATOGA AVE	SANTA CLARA, CA	95050	class action suit	X	X	X	Unknown
27656			SOMERS, LLC	124 SOUTH ARCH ROAD		RICHMOND VA 23236	10/23/01 to 10/22/02 - rent				4,519
24364			SONG USA, INC.	23600 EUREKA ROAD		TAYLOR MI 48180	10/23/01 to 10/22/02 - rent				4,704

SCHEDULE F. CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS - AMENDED

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LSE	X		Soo T, LLC	c/o Hiffman Shaffer Associates, Inc.	180 N. Wacker Dr., Suite 500	Chicago, IL 60606	Lease by and between Bedding Experts and Soo T. LLC	X	X		Unknown
EMP-LTG			SORENSEN, CHRISS E.	8958 GOLF DR.	SPRING VALLEY, CA	91977	class action suit	X	X	X	Unknown
EMP-LTG			SOTO, STEVE R.	911 OHIO	LONG BEACH, CA	90804	class action suit	X	X	X	Unknown
EMP			SOUL, EDWARD J.	5919 SHADY SPRNG AVE	BALTIMORE, MD	21237	10/23/01 to 10/22/02 - non priority payroll				861
26094			SOUTH FLORIDA LOCKSMITH	12558 A SW 88TH STREET	KENDALL INC.	MIAMI FL 33186	10/23/01 to 10/22/02 - misc. expenses				73
27501			SOUTH RIVER & CITRUS PROP,LLC	15315 MAGNOLIA BLVD SUITE 415		SHERMAN OAKS CA 91403	10/23/01 to 10/22/02 - rent				8,034
27779			SOUTHEAST CLEANING	4613 N. UNIVERSITY DRIVE	#283	CORAL SPRINGS FL 33067	10/23/01 to 10/22/02 - misc. expenses				413
23217			SOUTHERN CALIFORNIA EDISON	P.O. BOX 600		ROSEMEAD CA 917710001	10/23/01 to 10/22/02 - misc. expenses				71,252
1191			SPARKLETTS	MCKESSON WATER PRODUCTS	P.O. BOX 7126	PASADENA CA 911097126	10/23/01 to 10/22/02 - factory expenses				680
23221			SPARKLETTS	PO BOX 7126		PASADENA CA 911097126	10/23/01 to 10/22/02 - misc. expenses				343
27677			SPECTRIM BUILDING PRODUCTS LLC	PO BOX 826		BENSALEM PA 19020	10/23/01 to 10/22/02 - misc. expenses				705
EMP-LTG			SPIERER, CHRIS M.	1800 AROMA DRIVE	APT. #207	WEST COVINA, CA 91791	class action suit	X	X	X	Unknown
EMP-LTG			SPIES, DUDLEY	5650 STRATFORD CIR.	#15	STOCKTON, CA 95207	class action suit	X	X	X	Unknown
LSE	X		Spinnaker Investments LLC	c/o Crestone Developers	501 N. Nevada Avenue	Colorado Springs, CO 80901	Lease by and between Mattress Discounters and Spinnaker Investments	X	X		Unknown
EMP-LTG			SPITZER, GARRY L.	210 BERKSHIRE CT.	DANVILLE, CA	94526	class action suit	X	X	X	Unknown
LSE	X		Springer Investment Group		4500 Vista Drive	Ft. Collins, CO 80526	Lease by and between Mattress Discounters and Springer Investment Group	X	X		Unknown
25654			SPRINT FL.	PO BOX 30723		TAMPA FL 33630-3723	10/23/01 to 10/22/02 - misc. expenses				358
20377			SPRINT PCS	P.O. BOX 79125		CITY OF INDUSTR CA 91716	10/23/01 to 10/22/02 - misc. expenses				13,210
25666			SPRINT(PO BOX 740463)	PO BOX 740463		CINCINNATI OH 45274-0463	10/23/01 to 10/22/02 - misc. expenses				358
28088			SRURGILL & ASSOCIATES LLP	10015 OLD COLUMBIA ROAD STE215		COLUMBIA MD 21046	10/23/01 to 10/22/02 - misc. expenses				1,051
LSE	X		St. Charles Joint Venter, MD Mgmt Asso Inc.		1 Merchants Plaza, PO Box 7033	Indianapolis, IN 46207	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and St. Charles Joint Venture Dated 1/27/87	X	X		Unknown
20186			ST. PETERSBURG TIMES	P.O. BOX 237		ST. PETERSBURG FL 33731-237	10/23/01 to 10/22/02 - advertising				2,077
27770			ST. STEPHEN, L.P.	PO BOX 409086	C/O CONTINENTAL REAL ESTATE CO	ATLANTA GA 30384-9086	10/23/01 to 10/22/02 - rent				10,366
EMP-LTG			STACEY, LOREN J.	9274 FRANKLINE BLVD	ELK GROVE, CA	95758	class action suit	X	X	X	Unknown
24210			STAHL PLUMBING,HEATING& AIR	1924 MCCAGUE STREET		PITTSBURGH PA 15218	10/23/01 to 10/22/02 - misc. expenses				66
EMP-LTG			STALLWORTH, RICHARD S.	19983 SANTA MARIA AV	#301	CASTRO VALLEY, CA 94542	class action suit	X	X	X	Unknown
EMP-LTG			STAMP, ALEX D.	9241 LILLEY ROAD	PLYMOUTH, MI	48170	class action suit	X	X	X	Unknown
EMP-LTG			STAMPHER, KEVIN	800 N. MOLLISON AVE	APT. #C2	EL CAJON, CA 92021	class action suit	X	X	X	Unknown
EMP-LTG			STAMPS, DAVID D.	3545 C. NORTHWOOD DR	CONCORD, CA	94520	class action suit	X	X	X	Unknown
EMP			STANDLEY, DOWELL L.	P.O. BOX 3272	SAN LEANDRO, CA	94577	10/23/01 to 10/22/02 - non priority payroll				1,285
26763			STANISLAUS COUNTY DISTRICT	PO BOX 2180	FAMILY SUPPORT DIVISION	CERES CA 95307-8680	10/23/01 to 10/22/02 - misc. expenses				185
EMP-LTG			STANLEY, MARK A.	4960 SPARKS AVENUE		SAN DIEGO, CA 92110	class action suit	X	X	X	Unknown
1253			STANLEY-BOSTITCH, INC.	P.O. BOX 371929		PITTSBURG PA 15251	10/23/01 to 10/22/02 - factory expenses				19,480
1251			STAPLES, INC.	DEPT. 55-0000151970	PO BOX 9020	DES MOINES IA 50368-9020	10/23/01 to 10/22/02 - factory expenses				156
EMP			STAPLETON, SEAN P.	1130 WHITE ROCK RD	#38	ELDORADO HILLS,CA 95762	10/23/01 to 10/22/02 - non priority payroll				171
26713			STATE OF MICHIGAN	6546 MERCANTILE WAY	PO BOX 30054	LANSING MI 48909	10/23/01 to 10/22/02 - misc. expenses				15

In re: Mattress Discounters Corporation and T.J.B. Inc.

Case No. 02-22330

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			STATE STREET BANK & TRUST, AS INDENTURE TRUSTEE*	ATTN: LAURA L. MORAN	2 AVENUE DE LAFAYETTE	BOSTON MA 02111	8/6/1999				140,000,000
26085			STEEL CITY MEDIA	650 SMITHFIELD ST SUITE 2200	C/O WLTJ/WRRK	PITTSBURGH PA 15222-3907	10/23/01 to 10/22/02 - advertising				51,332
28098			STEELERS RADIO NETWORK	5570 COLLECTIONS CENTER DRIVE		CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				1,000
EMP			STENGEL, DAVID A.	3160 PENINSULA RD	OXNARD, CA	93035	10/23/01 to 10/22/02 - non priority payroll				2,416
EMP-LTG			STEPKA, RYAN J.	104 LAGUNA VILLAS	BLVD. APT #5	JAX BEACH, FL.32250	class action suit	X	X	X	Unknown
EMP-LTG			STEPKA, RYAN J.	3355 OCEAN FRONT	WALK #A	SAN DIEGO, CA 92109	class action suit	X	X	X	Unknown
EMP			STEVENS, CHARLES J	7735 DONEGAL BAY DR	GLEN BURNIE, MD	21060	10/23/01 to 10/22/02 - non priority payroll				2,063
EMP-LTG			STEVENS, FRITZ	12102 GROVELAND AVE	WHITTIER, CA	90604	class action suit	X	X	X	Unknown
EMP-LTG			STEVENS, JULIETTE	43325 COLUMBIA AVE.		FREMONT, CA 94538	class action suit	X	X	X	Unknown
EMP-LTG			STEVENS, SARA	248 SOUTH HEMLOCK	#24	VENTURA, CA 93001	class action suit	X	X	X	Unknown
EMP			STITH, ALBERT D.	8852 PALOS VERDE	WESTMINISTER, CA	92683	10/23/01 to 10/22/02 - non priority payroll				367
EMP-LTG			STOCKER, RONALD R.	2130 JEFFERSON WAY	ANTIOCH, CA	94509	class action suit	X	X	X	Unknown
EMP-LTG			STOCKETT, JASON M.	4141 PALM AVE	#450	SACRAMENTO, CA 95842	class action suit	X	X	X	Unknown
EMP-LTG			STOCKETT, SHELLY K.	7808 SAYONARA DR.	CITRUS HEIGHTS, CA.	95610	class action suit	X	X	X	Unknown
28084			STOCKTON FIRE EQUIPMENT	2837 EAST MAIN STREET		STOCKTON CA 95205	10/23/01 to 10/22/02 - misc. expenses				36
EMP-LTG			STOKES, ROBERT	1320 BUCHANAN RD.	ANTIOCH, CA	94509	class action suit	X	X	X	Unknown
EMP-LTG			STOLLMAN, JERRY	5243 TERNER WAY #102	SAN JOSE, CA.	95136	class action suit	X	X	X	Unknown
20493			STORIS, INC	300 LITTLETON RD		PARSIPPANY NJ 07054	10/23/01 to 10/22/02 - misc. expenses				40,660
EMP-LTG			STRAIN, KELLY	1101 SANDI LANE	COSTA MESA, CA	92627	class action suit	X	X	X	Unknown
EMP			STRAUSS, EDWARD	1684 CONNOR DR.	LIBRARY, PA	15129	10/23/01 to 10/22/02 - non priority payroll				1,034
EMP-LTG			STREET, NORMAN R. JR.	2157 HONEY DR.	#7	SAN DIEGO, CA 92139	class action suit	X	X	X	Unknown
27376			STREICHER MOBILE FUELING, INC.	PO BOX 5767		FT. LAUDERDALE FL 33310	10/23/01 to 10/22/02 - misc. expenses				3,803
EMP-LTG			STROUGHTER, ELEMEO L.	88 DEL VISTA CIR	SACRAMENTO, CA	95823	class action suit	X	X	X	Unknown
EMP-LTG			STROUGHTER, LEON H	7701 GERBER RD. #130	SACRAMENTO, CA	95828	class action suit	X	X	X	Unknown
28137			SUBURBAN PAVING & SEALCOATING	69 PARKINSON ST		NEEDHAM MA 02492	10/23/01 to 10/22/02 - misc. expenses				963
1256			SUBURBAN PROPANE	P. O. BOX 67		WALDORF MD 206040067	10/23/01 to 10/22/02 - factory expenses				1,421
24620			SUBURBAN TIRE AUTO CARE CENTER	755 E NORTH AVENUE		GLENDALE HEIGHT IL 60139	10/23/01 to 10/22/02 - misc. expenses				790
25599			SUBURBAN WATER SYSTEMS	PO BOX 6105		COVINA CA 91722-5105	10/23/01 to 10/22/02 - misc. expenses				187
24439			SULINJEAN INVESTMENTS	8727 TAMPA AVE. 2ND FLOOR		NORTHRIDGE CA 91324	10/23/01 to 10/22/02 - rent				7,490
EMP-LTG			SULLIVAN, PATRICK W.	5008 E. BROOKSIDE	ORANGE, CA	92667	class action suit	X	X	X	Unknown
27341			SUN BRITE WINDOW CLEANING	7998 SW 144 STREET		MIAMI FL 33158-1557	10/23/01 to 10/22/02 - misc. expenses				69
27756			SUNBELT DRIVER SOLUTIONS	PO BOX 62407		VIRGINIA BEACH VA 23466-2407	10/23/01 to 10/22/02 - misc. expenses				48,930
1257			SUNBRAND	P.O. BOX 100310		ATLANTA GA 303840310	10/23/01 to 10/22/02 - factory expenses				123
23250			SUNNY HILLS LANDSCAPE &	MAINTENANCE	2524 E FENDER AVE; SUITE L	FULLERTON CA 92831	10/23/01 to 10/22/02 - misc. expenses				125
23242			SUNSET SCAVENGER COMPANY	PO BOX 60846		LOS ANGELES CA 90060-0846	10/23/01 to 10/22/02 - misc. expenses				187
23568			SUPERCLEAN AWNING CLEANING	2214 QUEENSBERRY RD.		PASADENA CA 91104	10/23/01 to 10/22/02 - misc. expenses				105
23226			SUPERNATURAL LANDSCAPING INC.	PO BOX 1150		PLECENTIA CA 928711150	10/23/01 to 10/22/02 - misc. expenses				320
21545			SUPPLYLINE INC.	LASER PRINTER SERVICES	5649-Q GEN. WASHINGTON DR.	ALEXANDRIA VA 22312	10/23/01 to 10/22/02 - misc. expenses				623
27369			SUREWEST	PO BOX 1110		ROSEVILLE CA 95678-8110	10/23/01 to 10/22/02 - misc. expenses				506
24497			SURRY LIMITED,	1024 W ROBINHOOD DR	C/O STONE BROS	STOCKON CA 95207	10/23/01 to 10/22/02 - rent				6,041
EMP			SUTTON, ADRIENNE	12704 PARKTON STREET	FORT WASHINGTON, MD	20744	10/23/01 to 10/22/02 - non priority payroll				371

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EMP			SUTTON, RONALD E JR	2591 HOLLY MANOR DR	FALLS CHURCH, VA	22043	10/23/01 to 10/22/02 - non priority payroll				232
EMP-LTG			SUTTON, WILLIAM	342 BRIDGE PL	W. SACRAMENTO, CA	95691	class action suit	X	X	X	Unknown
EMP			SUYAT, JOSE	3330 17TH ST. N.W.	WASHINGTON, DC	20010	10/23/01 to 10/22/02 - non priority payroll				4,185
EMP-LTG			SVIDERGOL, BRIAN C.	303 DRIFTWOOD	CORONA	DEL MARCA, CA 92625	class action suit	X	X	X	Unknown
EMP-LTG			SVIDERGOL, RUDY L.	1701 BEDFORD	APT. #18	NEWPORT, CA 92660	class action suit	X	X	X	Unknown
23302			SWEETWATER AUTHORITY	505 GARRETT AVE		CHULA VISTA CA 91910	10/23/01 to 10/22/02 - misc. expenses				63
25864			SY VENTURES V, LLC	DEPARTMENT 2195		LOS ANGELES CA 90084-2195	10/23/01 to 10/22/02 - rent				7,295
28059			SYDNOR	PO BOX 27181		RICHMOND VA 23261	10/23/01 to 10/22/02 - misc. expenses				26
EMP-LTG			SYDNOR, RANDY	235 COLORADO BLVD.	#1357	PASADENA, CA 91101	class action suit	X	X	X	Unknown
20510			SYLVANIA (CHICAGO)	P.O. BOX 96924		CHICAGO IL 606936924	10/23/01 to 10/22/02 - misc. expenses				8,244
EMP			SZCZEPANEK, STANISLAW	202 SABIN STREET	PAWTUCKET, RI.	2860	10/23/01 to 10/22/02 - non priority payroll				325
28053			T. W. PHILLIPS GAS & OIL CO.	205 NORTH MAIN ST.		BUTLER PA 16001	10/23/01 to 10/22/02 - misc. expenses				124
20269			TAMPA ELECTRIC	P.O. BOX 31318		TAMPA FL 336313318	10/23/01 to 10/22/02 - misc. expenses				458
EMP			TARCO-CARRERA, RAUL M.	4682 SW 13 STREET	DEERFIELD BEACH, FL.	33442	10/23/01 to 10/22/02 - non priority payroll				540
EMP-LTG			TATAJE, MAYBELLE	1735 N. WILLOW WOODS	DR. #D	ANAHEIM, CA 92807	class action suit	X	X	X	Unknown
27247			TAUNTON DEPOT LOT E LLC	555 PLEASANT STREET SUITE 201	C/O LAND DEVELOPMENT NORTHEAST	ATTLEBORO MA 02703	10/23/01 to 10/22/02 - rent				6,587
27736			TAUNTON WATER DEPARTMENT	15 SUMMER STREET		TAUNTON MA 02780	10/23/01 to 10/22/02 - misc. expenses				29
EMP-LTG			TAYLOR, GARY M.	3215 ARBOR VIATE	#1	INGLEWOOD, CA 90305	class action suit	X	X	X	Unknown
EMP			TAYLOR, HERBERT	7061 MADISON AVE	#B-6	FAIR OAKS, CA 95628	10/23/01 to 10/22/02 - non priority payroll				171
24459			TC REMARC INVESTORS, LP	23201 LAKE CENTER DR STE 207	C/O REMARC MANAGEMENT INC	LAKE FOREST CA 92630	10/23/01 to 10/22/02 - rent				10,140
LSE	X		TDC - Niles, LLC	c/o Tucker Development Corp.	513 Central Ave., Suite 400	Highland Park, IL 60035	Lease by and between Bedding Experts and TDC-Niles LLC	X	X		Unknown
EMP			TEASE, CLARENCE W	12417 TRIPLE CROWN	GAITHERSBURG MD	20878	10/23/01 to 10/22/02 - non priority payroll				2,263
24342			TECH ONE ASSOCIATES	200 MARSHALL DRIVE		CORAOPOLIS PA 15108	10/23/01 to 10/22/02 - rent				15,309
EMP			TEIXEIRA, EGIDIO M.	228 DUNNEL AVE	PAWTUCKET, RI	2860	10/23/01 to 10/22/02 - non priority payroll				1,260
20497			TELESEC	P.O. BOX 60876		CHARLOTTE NC 282600876	10/23/01 to 10/22/02 - misc. expenses				6,714
EMP-LTG			TEPLITZ, HOWARD G.	18631 COLLINS ST.	#12	TARZANA, CA 91356	class action suit	X	X	X	Unknown
1261			TEXTILEASE	BELTSVILLE DIVISION	10733 TUCKER STREET	BELTSVILLE MD 20705	10/23/01 to 10/22/02 - factory expenses				553
LSE	X		TFK Retail, LTD	c/o Trammell Crow Co.	10500 Ulmerton Road, Suite 216	Largo, FL 33771	Lease by and between Mattress Discounters and TFJ Retail, LTD	X	X		Unknown
EMP-LTG			THACKER, DAVID F.	1076 W. CHASE AVE	ELCAJON, CA	92020	class action suit	X	X	X	Unknown
26657			THE ANN ARBOR NEWS	PO BOX 1147		ANN ARBOR MI 48106-1147	10/23/01 to 10/22/02 - advertising				16,827
20002			THE ARBITRON COMPANY	2538 COLLECTIONS CENTER DRIVE		CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				558
LSE	X		The Bedford Park Co. Trust	c/o Fretter Investment Group	28833 Telegraph Road	Southfield, MI 48034	Lease by and between Bedding Experts and The Bedford Park Co Trust	X	X		Unknown
23754			THE CITY OF SAN DIEGO	WATER DEPARTMENT		SAN DIEGO CA 921780001	10/23/01 to 10/22/02 - misc. expenses				536
24475			THE DOHERTY'S	3351 LAS HUERTAS ROAD	C/O DIRECT CAR & TRUCK	LAFAYETTE CA 94549	10/23/01 to 10/22/02 - rent				6,395
28115			THE EAGLE PRINTING CO.	114-116 WEST DIAMOND STREET	PO BOX 271	BUTLER PA 16003	10/23/01 to 10/22/02 - advertising				2,219
20554			THE FIREGUARD CORPORATION	200 RITCHIE ROAD		CAPITOL HEIGHTS MD 20743	10/23/01 to 10/22/02 - misc. expenses				710
23231			THE GAS COMPANY	PO BOX C		MONTEREY PARK CA 91756	10/23/01 to 10/22/02 - misc. expenses				228
27108			THE GIVEN FAMILY TRUST	800 W 6TH STREET 6TH FLOOR	ATTN: ACCOUNTING DEPT.	LOS ANGELES CA 90017	10/23/01 to 10/22/02 - rent				19,401
23903			THE GRASS EATER	P O BOX 32338		SAN JOSE CA 951522338	10/23/01 to 10/22/02 - misc. expenses				70

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23072			THE GROSSMAN COMPANIES, INC.	1266 FURNACE BROOK PKWY		QUINCY MA 022690345	10/23/01 to 10/22/02 - rent				9,480
20011			THE HERALD MAIL	100 SUMMIT AVENUE	PO BOX 439	HAGERSTOWN MD 21741-0439	10/23/01 to 10/22/02 - advertising				1,131
27626			THE MOBILE STORAGE GROUP	PO BOX 808		EDISON NJ 08818	10/23/01 to 10/22/02 - misc. expenses				899
26997			THE NETWORK, INC.	PO BOX 268		COLUMBUS GA 31902-0268	10/23/01 to 10/22/02 - advertising				1,416
24166			THE RIGHT MAN	17802 IRVINE BLVD SUITE 205		TUSTIN CA 92780	10/23/01 to 10/22/02 - misc. expenses				82
24264			THE TOWER COMPANIES	11501 HUFF COURT		KENSINGTON MD 20895	10/23/01 to 10/22/02 - rent				6,859
23447			THE ZIMMER COMPANY	16861 STILES CIRCLE		HUNTINGTON BEAC CA 92649	10/23/01 to 10/22/02 - misc. expenses				120
20624			THERMALAIR, INC.	1140 RED GUM STREET		ANAHEIM CA 928062580	10/23/01 to 10/22/02 - misc. expenses				174
25717			THOMAS PLUMBING INC	8862 MURAOKA DR		GILROY CA 95020	10/23/01 to 10/22/02 - misc. expenses				924
EMP-LTG			THOMAS, DARRELL W.	1108 SO. DWIGHT AVE	COMPTON, CA 90220		class action suit	X	X	X	Unknown
EMP			THOMAS, MICHAEL B	1292 METTEN AVE	PITTSBURG, CA	94565	10/23/01 to 10/22/02 - non priority payroll				2,336
EMP-LTG			THOMPSON, GLEN	11780 SAN PABLO AVE	SUITE 332	EL CERRITO, CA 94530	class action suit	X	X	X	Unknown
EMP-LTG			THOMPSON, MARK J.	1501 EAST GRADO AVE	#4408	ESCONDIDO, CA 92027	class action suit	X	X	X	Unknown
EMP-LTG			THOMPSON, TED E.	1965 SHERINGTON K211	NEWPORT BEACH, CA	92663	class action suit	X	X	X	Unknown
27935			THORSEN'S A/C & HEATING	PO BOX 2310		TURLOCK CA 95381	10/23/01 to 10/22/02 - misc. expenses				99
EMP-LTG			TIBLIER, CLAUDE J.	10640 S. PARROT AVE	DOWNEY, CA	90241	class action suit	X	X	X	Unknown
1246			TIETEX INTERNATIONAL, LTD	P.O. BOX 530109	DEPARTMENT S-014	ATLANTA GA 303530109	10/23/01 to 10/22/02 - factory expenses				3,562
EMP			TILL, RONALD K	5732 MAGNOLIA TREE	COURT #C-12	FREDERICK, MD 21703	10/23/01 to 10/22/02 - non priority payroll				420
EMP-LTG			TIMM, ARRON J.	3443 PAINE DRIVE	RIVERSIDE, CA	92503	class action suit	X	X	X	Unknown
EMP-LTG			TINGLE, FRED A.	10350 BASELINE RD	#211	ALTALOMA, CA 91701	class action suit	X	X	X	Unknown
27909			TIP (0531)	75 REMITTANCE DRIVE STE 1333	DEPARTMENT 0531	CHICAGO IL 60675-1333	10/23/01 to 10/22/02 - misc. expenses				127
23487			TIP (0739)	DEPT 0739	75 REMITTANCE DR. STE 1333	CHICAGO IL 606751333	10/23/01 to 10/22/02 - misc. expenses				4,976
25232			TIP (DEPT0022)	DEPT 0022	75 REMITTANCE DR. STE 1333	CHICAGO IL 606751333	10/23/01 to 10/22/02 - misc. expenses				570
20434			TIP (DEPT0522)	DEPT 0522	75 REMITTANCE DR.-STE1333	CHICAGO IL 606751333	10/23/01 to 10/22/02 - misc. expenses				284
24053			TIP (DEPT0551)	DEPT 0551	75 REMITTANCE DR STE 1333	CHICAGO IL 606751333	10/23/01 to 10/22/02 - misc. expenses				487
23371			TIP (DEPT0739)	DEPT 0739	75 REMITTANCE DRIVE SUITE 1333	CHICAGO IL 60675	10/23/01 to 10/22/02 - misc. expenses				3,193
27091			TIP 0025	75 REMITTANCE DR SUTIE 1333	DEPT. 0025	CHICAGO IL 60675-1333	10/23/01 to 10/22/02 - misc. expenses				860
23488			TIP(0545)	DEPT 0545	75 REMITTANCE DR.-STE 1333	CHICAGO IL 606751333	10/23/01 to 10/22/02 - misc. expenses				12,116
20968			TJ'S SERVICES	P.O. BOX 15531		NEWPORT BEACH CA 92659	10/23/01 to 10/22/02 - misc. expenses				75
27542			TMLP	55 WEIR ST	PO BOX 870	TAUNTON MA 02780	10/23/01 to 10/22/02 - misc. expenses				1,336
22879			TMP WORLDWIDE EXECUTIVE SEARCH	P.O. BOX 13660		NEWARK NJ 071880660	10/23/01 to 10/22/02 - misc. expenses				18,750
EMP-LTG			TOBY, LINA	490 LUCERA CT. #308	PHILLIPS RANCH, CA	91766	class action suit	X	X	X	Unknown
EMP-LTG			TOKARSKI, JOSEPH	607 ROCK VISTA DR.	CORONA, CA	92879	class action suit	X	X	X	Unknown
EMP			TOMMALIEH, ALI K.	4231 LOWELL STREET	#1	LA MESA, CA 91941	10/23/01 to 10/22/02 - non priority payroll				689
EMP-LTG			TOMMALIEH, ALI K.	1423 GRAVES AVENUE	#132	EL-CAJON, CA 92021	class action suit	X	X	X	Unknown
EMP-LTG			TORRES, RAUL	1911 FARRAGUT DR	OXNARD, CA	93033	class action suit	X	X	X	Unknown
EMP			TORRICO, JOSE	15007 CHERRYDALE DR.	WOODBRIDGE, VA.	22193	10/23/01 to 10/22/02 - non priority payroll				593
EMP-LTG			TOSCANO, ARMANDO	2101 DAWN WAY	SACRAMENTO, CA	95825	class action suit	X	X	X	Unknown
20499			TOUCAN BUSINESS FORMS	77 WEST STREET	SUITE 205	ANNAPOLIS MD 21401	10/23/01 to 10/22/02 - misc. expenses				82,822
20334			TOWN OF BURLINGTON	P.O. BOX 96		BURLINGTON MA 01803	10/23/01 to 10/22/02 - misc. expenses				28
20337			TOWN OF DANVERS	ELECTRIC DIVISION	P.O. BOX 3337	DANVERS MA 019230837	10/23/01 to 10/22/02 - misc. expenses				1,804
20335			TOWN OF HANOVER	550 HANOVER STREET	HANOVER TOWN HALL	HANOVER MA 02339	10/23/01 to 10/22/02 - misc. expenses				42

In re: Mattress Discounters Corporation and T.J.B. Inc.

Case No. 02-22330

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23074			TOWN OF SALEM, NH	33 GEREMONTY DRIVE		SALEM NH 030793390	10/23/01 to 10/22/02 - misc. expenses				189
21134			TOWN OF SAUGUS	298 CENTRAL STREET		SAUGUS MA 01906	10/23/01 to 10/22/02 - misc. expenses				103
23008			TOWNSON CIRCLE JOINT VENTURE	C/O HERITAGE PROPERITIES	515 FAIRMOUNT AVE SUITE 400	TOWSON MD 21286	10/23/01 to 10/22/02 - rent				7,087
EMP-LTG			TRACY, PATRICIA S.	205 AVENUE H	#6	REDONDO BEACH, CA 90277	class action suit	X	X	X	Unknown
26812			TRADE WINDS MECHANICAL SVC.	151 EPPING ROAD		EXETER NH 03833	10/23/01 to 10/22/02 - misc. expenses				10,029
EMP			TRAINOR, REBECCA	401 STANNAGE AVE #13	ALBANY, CA	94706	10/23/01 to 10/22/02 - non priority payroll				849
EMP			TRAN, MICHAEL	561 PARK JOHNSON PL.	SAN JOSE, CA.	95111	10/23/01 to 10/22/02 - non priority payroll				1,974
27548			TRANSAMERICAN PUBLICATION CORP	16375 NE 18TH AVENUE SUITE 331		NO MIAMI BEACH FL 33162	10/23/01 to 10/22/02 - rent				9,372
21736			TRANSFORCE, INC	PO BOX 789275		BALTIMORE MD 21279-0275	10/23/01 to 10/22/02 - misc. expenses				350
23728			TRANSPORT INT. DEPT0052	DEPARTMENT 0052	75 REMITTANCE DR.- SUITE 1333	CHICAGO IL 606751333	10/23/01 to 10/22/02 - misc. expenses				560
27693			TRANSPORT INT. POOL DEPT# 0507	75 REMITTANCE DRIVE SUITE 1333		CHICAGO IL 60675-1333	10/23/01 to 10/22/02 - misc. expenses				650
20252			TREASURER, ARLINGTON COUNTY	TREASURER'S OFFICE	P.O. BOX 1752	MERRIFIELD VA 221161752	10/23/01 to 10/22/02 - misc. expenses				8
27697			TREASURER, CHESTERFIELD COUNTY	PO BOX 26725		RICHMOND VA 23285-0089	10/23/01 to 10/22/02 - misc. expenses				44
21070			TREASURER, SPOTSYLVANIA COUNTY	P.O. BOX C-9000		SPOTSYLVANIA VA 22553	10/23/01 to 10/22/02 - misc. expenses				50
27212			TREASURER'S OFFICE UTILITY	CITY OF OXNARD	305 WEST THIRD STREET	OXNARD CA 93030-5790	10/23/01 to 10/22/02 - misc. expenses				26
EMP			TRENARY, PATRICIA E.	7679 GREENBACK LANE	#1053	CITRUS HGHTS, CA 95610	10/23/01 to 10/22/02 - non priority payroll				2,161
25455			TRIANGLE FIRE, INC.	7720 N.W. 53RD ST.		MIAMI FL 33166	10/23/01 to 10/22/02 - misc. expenses				429
20102			TRIBUNE-REVIEW	P.O. BOX 642557		PITTSBURGH PA 15264-2557	10/23/01 to 10/22/02 - advertising				3,003
23249			TRI-PACIFIC HEATING, INC.	22131 NETWORK PLACE		CHICAGO IL 60673	10/23/01 to 10/22/02 - misc. expenses				4,215
23073			TRISTATE ENTERPRISES	436 ATWELLS AVENUE		PROVIDENCE RI 029091031	10/23/01 to 10/22/02 - misc. expenses				650
23749			TRI-STATE INVESTIGATIVE SRVS	P O BOX 751		NEWTOWN PA 18940	10/23/01 to 10/22/02 - misc. expenses				177
24365			TROLLEY INDUSTRIAL, L.T.C.	28777 NORTHWESTERN HIGHWAY	SUITE 100D	SOUTHFIELD MI 48034	10/23/01 to 10/22/02 - rent				14,597
EMP			TRUESDALE, T. L.	2841 MIRTLE ST.	#A	OAKLAND, CA 94608	10/23/01 to 10/22/02 - non priority payroll				3,285
24449			TRUSTEES OF GEORGE TROTTER JR	2032 LA COLINA DR	C/O MAXINE TROT	SANTA ANA CA 92705	10/23/01 to 10/22/02 - rent				7,150
EMP			TURCIOS, CORALIA	1508 FEATHERSTONE RD	WOODBRIDGE, VA.	22191	10/23/01 to 10/22/02 - non priority payroll				527
27228			TURLOCK IRRIGATION DISTRICT	PO BOX 819007		TURLOCK CA 95381-9007	10/23/01 to 10/22/02 - misc. expenses				630
EMP-LTG			TURNER, EDDIE R.	5675 SPAGUE ST.	UNIT A	CYPRESS CA, 90630	class action suit	X	X	X	Unknown
EMP-LTG			TURNER, GENE A.	65 KILBURN STREET	REVERE, MA 02151		class action suit	X	X	X	Unknown
EMP-LTG			TURNER, PATRICIA A.	1432 ELCAMINO REAL	BURLINGAME, CA.	94010	class action suit	X	X	X	Unknown
EMP-LTG			TURNER, WALTER J. JR.	13 ROAD, 6256	KIRTLAND COUNTRY RD	KIRTLAND, NM 87417	class action suit	X	X	X	Unknown
EMP-LTG			TURPIN, DENNIS M.	9665 RINCON AVENUE	ARLETA, CA	91331	class action suit	X	X	X	Unknown
EMP			TWIGG, BRUCE A.	401 ORCHARD SPRING	RD	PITTSBURGH, PA 15220	10/23/01 to 10/22/02 - non priority payroll				593
EMP-LTG			TWIGG, MICHAEL N.	721 BELLIS STREET	NEWPORT BEACH, CA	92660	class action suit	X	X	X	Unknown
20706			TWIN CITY LANDSCAPE, INC.	6660 N. STATE ROAD		ST. LOUIS MI 48880	10/23/01 to 10/22/02 - misc. expenses				728
EMP-LTG			TYLER, JAMES	P.O. BOX 10045	BEVERLY HILLS, CA	90213	class action suit	X	X	X	Unknown
EMP-LTG			TYLER, JIMMY D.	126 EAST SPRUCE #5		INGLEWOOD CA 90301	class action suit	X	X	X	Unknown
23210			UCI DISTRIBUTION PLUS	PO BOX 3802		BURBANK CA 91504	10/23/01 to 10/22/02 - misc. expenses				5,609
EMP-LTG			UMBLES, BYRON D.	108 S. GRAMERCY PL.	LOS ANGELES, CA	90004	class action suit	X	X	X	Unknown
EMP-LTG			UNDERDOWN, ROGER A.	7620 KENSINGTON DR.	CITRUS HEIGHTS, CA	95610	class action suit	X	X	X	Unknown
EMP			UNDERWOOD, JACQUELINE Y	4034 VIA DE LA PAZ	OCEANSIDE, CA	92057	10/23/01 to 10/22/02 - non priority payroll				2,472
27694			UNISOURCE FILE# 74356	PO BOX 60000	FILE #74356	SAN FRANCISCO CA 94160	10/23/01 to 10/22/02 - misc. expenses				8,670
23050			UNISOURCE PO BOX 360100	MID-ATLANTIC LOCKBOX	P.O. BOX 360100	PITTSBURGH PA 15251	10/23/01 to 10/22/02 - misc. expenses				662

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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1264			UNISOURCE WORLDWIDE		P.O. BOX 360829	PITTSBURGH PA 15251-6829	10/23/01 to 10/22/02 - factory expenses				793
27675			UNISOURCE WORLDWIDE INC.	PO BOX 360829		PITTSBURGH PA 15251-6829	10/23/01 to 10/22/02 - misc. expenses				13,140
27757			UNISOURCE WORLDWIRE INC.	FILE 57006		LOS ANGELES CA 90074-7006	10/23/01 to 10/22/02 - misc. expenses				4,661
27083			UNITED CALIFORNIA BANK	TOC RENT DESK	PO BOX 54400	LOS ANGELES CA 90054-0040	10/23/01 to 10/22/02 - rent				11,701
23580			UNITED LANDSCAPE SERVICES	121 GREEN BRIER DRIVE		APTOS CA 95003	10/23/01 to 10/22/02 - misc. expenses				550
1260			UNITED PARCEL SERVICE	P.O. BOX 505820		THE LAKES NV 889055820	10/23/01 to 10/22/02 - factory expenses				122
20506			UNITED PARCEL SERVICE	PO BOX 7247-0244		PHILADELPHIA PA 19170-001	10/23/01 to 10/22/02 - misc. expenses				537
24050			UNITED VALET PARKING, INC.	5839 GREEN VALLEY CIR	SUITE 202	CULVER CITY CA 90230	10/23/01 to 10/22/02 - misc. expenses				179
23438			UNITED WASTE INDUSTRIES	DBA OF WASTE DEPOT INC.	P.O. BOX 1581	SUNVALLEY CA 91352	10/23/01 to 10/22/02 - misc. expenses				66
26119			UNIVERSITY PALMS SQUARE, INC	2240 N UNIVERSITY DRIVE		CORAL SPRINGS FL 33071	10/23/01 to 10/22/02 - rent				8,915
20507			US POSTMASTER	DELETED		A MD 20735	10/23/01 to 10/22/02 - misc. expenses				-
26329			USA PLUMBING & SEWER SERVICE	PO BOX 182040		SHELBY TOWNSHIP MI 48318	10/23/01 to 10/22/02 - misc. expenses				253
26439			UTILITIES PROCESSING CENTER	PO BOX 628247	CITY OF BOCA RATON	ORLANDO FL 32862-8247	10/23/01 to 10/22/02 - misc. expenses				26
EMP-LTG			UZOH, ANTHONY I	8702 WHITE PEACOCK WAY	ELK GROVE, CA	95624	class action suit	X	X	X	Unknown
26515			V & F COFFEE INC.	7600 M FULLERTON ROAD		SPRINGFIELD VA 22153	10/23/01 to 10/22/02 - misc. expenses				21
EMP-LTG			VADEN, MARY C.	11921 S HARVARD BLVD	LOS ANGELES, CA	90047	class action suit	X	X	X	Unknown
EMP-LTG			VAFA, BOBBY	6633 WOODLEY AVENUE	APT. #18	VAN NUYS, CA 91406	class action suit	X	X	X	Unknown
EMP-LTG			VALDEZ, FRANK	1925 CROWN AVE	WEST SACRAMENTO, CA	95691	class action suit	X	X	X	Unknown
EMP-LTG			VALDEZ, NINA A.	1925 CROWN AVENUE	WEST SACRAMENTO, CA.	95691	class action suit	X	X	X	Unknown
27441			VALENCIA WATER COMPANY	PO BOX 5904		VALENCIA CA 91385-5904	10/23/01 to 10/22/02 - misc. expenses				96
EMP-LTG			VALERIO, ADAM T.	2127 PARK BLVD	#1	OAKLAND, CA 94606	class action suit	X	X	X	Unknown
LTG			VALIENCIA, JAVIER	14499 BEGONIA ROAD, APT. G57	VICTORVILLE, CA	92392	Litigation	X	X	X	Unknown
LTG			VALIENCIA, JAVIER	1760 TOPAZ DRIVE	PERRIS, CA	92571	Litigation	X	X	X	Unknown
EMP			VALLIERES, CHRISTOPHER	69 WALNUT HILL ROAD	WOONSOCKET, RI	2895	10/23/01 to 10/22/02 - non priority payroll				2,000
24337			VAN BRUNT HOLDING CORPORATION	153 BEACH 131 STREET	C/O HARNISCH	BELLE HARBOR NY 11694	10/23/01 to 10/22/02 - rent				9,499
23172			VAN DYK BUSINESS SYSTEMS	800 TRUMBULL DRIVE		PITTSBURGH PA 152054365	10/23/01 to 10/22/02 - misc. expenses				5
EMP-LTG			VANDUNK, VALERIE F.	5314 14TH AVE	SACRAMENTO, CA	95820	class action suit	X	X	X	Unknown
EMP-LTG			VANG, LOU J.	7601 VALLECITOS WAY	SACRAMENTO, CA 95828		class action suit	X	X	X	Unknown
EMP			VANPATTEN, EUGENE	220 EAST BRUCTON RD.	PITTSBURGH, PA	15236	10/23/01 to 10/22/02 - non priority payroll				869
EMP-LTG			VASQUEZ, ENRIQUE	1054 MAIN STREET		VENTURA, CA 93001	class action suit	X	X	X	Unknown
EMP			VASQUEZ, INES	1708 MERRIMAC DRIVE	HYATTSVILLE, MD.	20783	10/23/01 to 10/22/02 - non priority payroll				140
EMP			VAUGHAN, ANGELA D.	4003 14TH STREET	CHESAPEAKE BEACH, MD	20732	10/23/01 to 10/22/02 - non priority payroll				2,000
EMP			VAUGHAN, BRIAN M.	4003 14TH STREET	CHESAPEAKE BEACH, MD	20732	10/23/01 to 10/22/02 - non priority payroll				3,520
27303			VAULTUS	632 BROADWAY	10TH FLOOR	NEW YORK NY 10012	10/23/01 to 10/22/02 - misc. expenses				1,596
EMP-LTG			VAZIRI, SHAHROKH	1131 FOX CHASE DR.	#25	SAN JOSE, CA 95123	class action suit	X	X	X	Unknown
EMP-LTG			VAZQUEZ, IVONNE	21220 S. WESTERN AVE	#16	TORRANCE, CA 90501	class action suit	X	X	X	Unknown
26650			VEDDER PRICE	222 N. LASALLE STREET	KAUFMAN & KAMMHOLZ	CHICAGO IL 60601	10/23/01 to 10/22/02 - misc. expenses				232
21798			VELOCITY EXPRESS	PO BOX 71139		CHICAGO IL 60694	10/23/01 to 10/22/02 - misc. expenses				3,208
EMP-LTG			VENER, DENNIS	5258 NEW CASTLE AVE	#22	ENCINO, CA 91316	class action suit	X	X	X	Unknown
EMP-LTG			VENETIANER, STEVEN R.	1126 W. F. STREET	ONTARIO, CA	91762	class action suit	X	X	X	Unknown
EMP			VENKERSAMMY,RAMASANATHA	2101 S.W. KAIL ST.	PORT ST. LUCIE, FL.	34984	10/23/01 to 10/22/02 - non priority payroll				174
20161			VENTURA COUNTY STAR	DEPT. LA 21272		PASADENA CA 911851272	10/23/01 to 10/22/02 - advertising				32,405

In re: Mattress Discounters Corporation and T.J.B. Inc.

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EMP			VENTURA, ABRAHAM	6115 62ND PLACE	RIVERDALE, MD	20737	10/23/01 to 10/22/02 - non priority payroll				1,518
28068			VERISIGN	PO BOX 17305		BALTIMORE MD 21297-0525	10/23/01 to 10/22/02 - misc. expenses				75
1148			VERIZON	PO BOX 17577		BALTIMORE MD 212970513	10/23/01 to 10/22/02 - factory expenses				139
20351			VERIZON	P.O. BOX 28000		LEHIGH VALLEY PA 18002800+E253	10/23/01 to 10/22/02 - misc. expenses				1,105
20361			VERIZON	P.O. BOX 646		BALTIMORE MD 212650646	10/23/01 to 10/22/02 - misc. expenses				2,341
21318			VERIZON	P O BOX 17577		BALTIMORE MD 212970513	10/23/01 to 10/22/02 - misc. expenses				24,972
23762			VERIZON CALIFORNI	P O BOX 30001		INGLEWOOD CA 903130001	10/23/01 to 10/22/02 - misc. expenses				4,776
20295			VERIZON FLORIDA	PO BOX 920041		DALLAS TX 75392-0041	10/23/01 to 10/22/02 - misc. expenses				186
22401			VERIZON(PO BOX 28007)	P.O. BOX 28007		LEHIGH VALLEY PA 18002807	10/23/01 to 10/22/02 - misc. expenses				162
23076			VERONICA GARABEDIAN	179 MAIN STREET		SALEM NH 03079	10/23/01 to 10/22/02 - rent				19,175
28095			VESTAR/KIMCO SANTEE, LP	PO BOX 16281	C/O VESTAR PROPERTY MANAGEMENT	PHOENIX AZ 85011-6281	10/23/01 to 10/22/02 - misc. expenses				2,250
LTG			VERMEL, CHRISTIANE MICHELE	2632 PARK HILLS DRIVE	SACRAMENTO, CA	95821	Litigation	X	X	X	Unknown
EMP			VICKERS, ROBERT	4805 4TH STREET NW	APT #2	WASHINGTON, DC 20011	10/23/01 to 10/22/02 - non priority payroll				574
EMP			VIGIL, ALEX R.	501 SAN WIS REY DR	OCEANSIDE, CA	92056	10/23/01 to 10/22/02 - non priority payroll				1,589
EMP-LTG			VILLAFANA, OSCAR E.	791 S. PARK AVENUE	POMANA, CA	91766	class action suit	X	X	X	Unknown
23080			VILLAGE LOCK & KEY INC.	8970-C ROUTE 108		COLUMBIA MD 21045	10/23/01 to 10/22/02 - misc. expenses				276
27084			VILLAGE OF ROYAL PALM BEACH FL	1050 ROYAL PALM BEACH BLVD		ROYAL PALM BH FL 33411	10/23/01 to 10/22/02 - misc. expenses				268
EMP-LTG			VILLALOBOS, RICHARD	P.O. BOX 901	LA MESA, CA	91942	class action suit	X	X	X	Unknown
EMP-LTG			VIVENZI, BARTOLO G.	1255 38TH AVE	#65	SANTA CRUZ, CA 95062	class action suit	X	X	X	Unknown
EMP			VOLLENDORFF, JIM W.	319 WEST LAMBERT #11	BREA, CA	92821	10/23/01 to 10/22/02 - non priority payroll				2,296
24280			VORNADO FINANCE L.L.C.	P O BOX 31594		HARTFORD CT 061501594	10/23/01 to 10/22/02 - rent				5,424
23514			VORTEX	3198-M AIRPORT LOOP		COSTA MESA CA 926263407	10/23/01 to 10/22/02 - misc. expenses				549
21051			W & W ELECTRIC COMPANY., INC	912 GIST AVENUE		SILVER SPRING MD 20910	10/23/01 to 10/22/02 - misc. expenses				225
1268			W W GRAINGER, INC.	DEPT 896-825473762		PALATINE IL 60038-0001	10/23/01 to 10/22/02 - factory expenses				2,330
20704			W.W.GRAINGER#829004407	DEPT 896-829004407		PALATINE IL 60038	10/23/01 to 10/22/02 - misc. expenses				208
LSE	X		Wabash Randolph Partnership	c/o Klaff Realty, LP	111 W. Jackson Blvd., 13th Floor	Chicago, IL 60604	Lease by and between Bedding Experts and Wabash Randolph Partnership	X	X		Unknown
EMP-LTG			WADE, PAUL S.	25197 STIENER DR.	HEMET, CA	92544	class action suit	X	X	X	Unknown
EMP-LTG			WAGNER, MATTHEW	411 WOLVERLEY LN	ALLEN, TX	75002	class action suit	X	X	X	Unknown
EMP			WALDEN, DIANA	7846 DENTON DR.	CLINTON, MD	20735	10/23/01 to 10/22/02 - non priority payroll				152
EMP-LTG			WALKER, JASON H.	1220 ROMA CT.	SAN JACINTO, CA	92583	class action suit	X	X	X	Unknown
EMP-LTG			WALKER, KEARNEY M.	1835 8TH STREET	ROCK ISLAND, IL	61201	class action suit	X	X	X	Unknown
EMP-LTG			WALLACE, AMANDA	7433 PATRICKS LN	#24	CITRIS HTGS, CA 95610	class action suit	X	X	X	Unknown
EMP-LTG			WALLER, ANTHONY B.	703 E. CALIFORNIA		PASADENA, CA 91106	class action suit	X	X	X	Unknown
24490			WALMART CENTRAL, DSRGLP	P.O BOX 19525		IRVINE CA 92623	10/23/01 to 10/22/02 - rent				6,544
EMP-LTG			WALSH, SUE	5 INNER CIRCLE	REDWOOD CITY, CA	94062	class action suit	X	X	X	Unknown
EMP-LTG			WALTON, KENNETH	6352 LOCHINVAR WAY	SACRAMENTO, CA 95823		class action suit	X	X	X	Unknown
EMP-LTG			WALTON, KENNETH L.	524 43RD ST.	OAKLAND, CA	94609	class action suit	X	X	X	Unknown
EMP			WARD, ERIC T.	5836 S. HOLT AVE	LOS ANGELES, CA	90056	10/23/01 to 10/22/02 - non priority payroll				353
EMP-LTG			WARD, ERIC T.	5836 S. HOLT AVE	LOS ANGELES, CA	90056	class action suit	X	X	X	Unknown
EMP-LTG			WARD, LAWRENCE	14404 LEMOLI AVE	#102	HAWTHORNE, CA 90250	class action suit	X	X	X	Unknown
EMP			WARD, ROBERT	1835 N. PALOMARES ST	POMONA, CA	91767	10/23/01 to 10/22/02 - non priority payroll				3,123

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EMP-LTG			WARD, ROY R.	9282 ANDREW STREET	RIVERSIDE, CA	92504	class action suit	X	X	X	Unknown
EMP-LTG			WARE, BARTLEY	3453 BAYWOOD TERRACE	#204	FREMONT, CA 94536-7419	class action suit	X	X	X	Unknown
24232			WARREN S. TEITELBAUM	7819 NORFOLK AVE 2ND FLOOR	1600 UNIV. PROP C/O RECYCLAND	BETHESDA MD 20814	10/23/01 to 10/22/02 - rent				5,740
EMP-LTG			WARREN, SCHAEON	7826 TOPANGA CYN	BLVD.	CANOGA PARK, CA 91304	class action suit	X	X	X	Unknown
26254			WARW-FM	5912 HUBBARD DRIVE		ROCKVILLE MD 20852	10/23/01 to 10/22/02 - advertising				50,830
20033			WASH-FM	5567 COLLECTIONS CENTER DRIVE		CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				92,238
20280			WASHINGTON GAS	P.O. BOX 96502		WASHINGTON DC 200906502	10/23/01 to 10/22/02 - misc. expenses				1,683
20268			WASHINGTON GAS/FREDERICK DIV	1800 N. MARKET STREET	P.O. BOX 170	FREDERICK MD 217050170	10/23/01 to 10/22/02 - misc. expenses				135
20278			WASHINGTON GAS-DC	P.O. BOX 98005		WASHINGTON DC 200908005	10/23/01 to 10/22/02 - misc. expenses				43
24267			WASHINGTON MUSIC SALES CENTER	11151 VIERS HILL ROAD		WHEATON MD 20902	10/23/01 to 10/22/02 - rent				13,667
20089			WASHINGTON POST	1150 15TH ST, N.W.	6TH FLOOR ADV.	WASHINGTON DC 200717100	10/23/01 to 10/22/02 - advertising				79,741
27707			WASHINGTON RE INVESTMENT TRUST	PO BOX 79555		BALTIMORE MD 21279-0555	10/23/01 to 10/22/02 - rent				6,240
LSE	X		Washington Real Estate Investment Trust		6110 Executive Blvd., Ste 800	Rockville, MD 20852	Lease Agreement by and between TJB, Inc t/a Mattress Discounters and Washington Real Estate Investment Trust	X	X		Unknown
26482			WASHINGTON SUBURBAN PRESS	1760 RESTON PARKWAY	SUITE 403	RESTON VA 20190	10/23/01 to 10/22/02 - advertising				1,442
20277			WASHINGTON SUBURBAN SANI COMM	14501 SWEITZER LANE		LAUREL MD 207075902	10/23/01 to 10/22/02 - misc. expenses				590
EMP			WASHINGTON, BILLIE J.	16316 ELLIPSE TERR	BOWIE, MD	20716	10/23/01 to 10/22/02 - non priority payroll				1,858
EMP-LTG			WASHINGTON, MARCELLUS J	712 CATHERINE ST	VACAVUKKEM, CA 95688		class action suit	X	X	X	Unknown
EMP-LTG			WASKO, KRYSIA J.	1633 DIAMOND ST	#34	SAN DIEGO, CA 92109	class action suit	X	X	X	Unknown
22203			WASTE MANAGEMENT OF LANSING	PO BOX 9001054		LOUISVILLE KY 40290-1054	10/23/01 to 10/22/02 - misc. expenses				51
1038			WASTE MANAGEMENT OF MARYLAND	.	P.O. BOX 9001179	BALTIMORE MD 21283-0003	10/23/01 to 10/22/02 - factory expenses				3,270
24516			WASTE MANAGEMENT(SUMMARY BILL)	P O BOX 930580		ATLANTA GA 31193	10/23/01 to 10/22/02 - misc. expenses				23,275
23446			WASTE MGMT. EL CAJON SAN DIEGO	1001 W. BRADLEY AVE.		EL CAJON CA 92020	10/23/01 to 10/22/02 - misc. expenses				4,622
22921			WATER WORKS	3 COMMONWEALTH AVENUE TH26		ATTLEBORO MA 02703	10/23/01 to 10/22/02 - misc. expenses				239
21610			WATKINS MOTOR LINES, INC.	P.O. BOX 95001		LAKELAND FL 33804	10/23/01 to 10/22/02 - misc. expenses				5,069
EMP			WATSON, SHAWN W.	421 EAST CARSON ST	PITTSBURGH, PA	15203	10/23/01 to 10/22/02 - non priority payroll				983
EMP-LTG			WATT, RODNEY	560 ELM STREET	#104	SAN CARLOS, CA 94070	class action suit	X	X	X	Unknown
EMP			WAYBURN, RONALD J.	18824 WEBSTER	SOUTHFIELD, MI	48076	10/23/01 to 10/22/02 - non priority payroll				918
28093			WAYNESBORO CONSTRUCTION	PO BOX 229		WAYNESBORO PA 17268	10/23/01 to 10/22/02 - misc. expenses				1,509
20036			WBAL	P. O. BOX 73175		BALTIMORE MD 21273	10/23/01 to 10/22/02 - advertising				49,844
26436			WBDC-TV50	PO BOX 22264		BALTIMORE MD 21203-4264	10/23/01 to 10/22/02 - advertising				32,449
20037			WBFF-TV 45	2000 W 41ST ST		BALTIMORE MD 21211	10/23/01 to 10/22/02 - advertising				2,550
20035			WBIG FM	5646 COLLECTIONS CENTER DRIVE		CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				66,381
20038			WBMX-FM	PO BOX 13053		NEWARK NJ 07188-0053	10/23/01 to 10/22/02 - advertising				104,848
20076			WBOS	P.O. BOX 414192		BOSTON MA 02241	10/23/01 to 10/22/02 - advertising				48,688
20039			WBZ TV	PO BOX 33081		NEWARK, NJ 07188-0081	10/23/01 to 10/22/02 - advertising				100,215
26964			WBZ-AM	PO BOX 33081		NEWARK NJ 07188-0081	10/23/01 to 10/22/02 - advertising				50,363
26457			WBZZ	PO BOX 13404		NEWARK NJ 07188-0404	10/23/01 to 10/22/02 - advertising				58,255
26259			WCAO AM	BANK OF AMERICA	5540 COLLECTION CENTER DRIVE	CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				15,844
20177			WCVB-TV	P.O. BOX 414337		BOSTON MA 02241-4337	10/23/01 to 10/22/02 - advertising				99,663

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20041			WDCA-TV UPN 20	P.O. BOX 13516	PARAMOUNT STATIONS	NEWARK NJ 07188-0516	10/23/01 to 10/22/02 - advertising				17,404
26168			WDSY/Y108	PO BOX 13404		NEWARK NJ 07188-0404	10/23/01 to 10/22/02 - advertising				35,764
EMP-LTG			WEAVER, FREDERICK	3401 CORONADO DR.#2005	SARASOTA, FL	34231	class action suit	X	X	X	Unknown
LTG			WEAVER, ARTHUR L. III	C/O EDWARD J. CONNOR, ESQUIRE	5210 AUTH ROAD, SUITE 304	CAMP SPRINGS, MD 20746	Litigation	X	X	X	Unknown
EMP			WEBBER, ROBERT A. III	129 FOXTREE DRIVE	GLEN BURNIE,MD	21061	10/23/01 to 10/22/02 - non priority payroll				1,250
EMP-LTG			WEBER, SAMUEL M.	38454 BIRCH ST.	NEWARK, CA	94560	class action suit	X	X	X	Unknown
EMP-LTG			WEBER, TIFFANY R.	5228 BELL FLOWER BL	LAKEWOOD, CA	90713	class action suit	X	X	X	Unknown
EMP-LTG			WEBER-JACOBS, JENNY E.	20697 SANTIGGO	CANYON YARD	ORANGE, CA 92869	class action suit	X	X	X	Unknown
27275			WEEKS RESTAURANT CORP.	PO BOX 1828		LAWRENCE MA 01842	10/23/01 to 10/22/02 - rent				6,600
EMP-LTG			WEINSTEIN, JONATHAN D.	24 ALICANTE AISLE	IRVINE, CA	92614	class action suit	X	X	X	Unknown
EMP-LTG			WEISBAUM, STEPHEN A.	23676 ARMINTA ST.		WESTHILLS, CA 91304	class action suit	X	X	X	Unknown
EMP-LTG			WEISMAN, ALFRED	8245 BLACKBURN AVE.	LOS ANGELES, CA	90048	class action suit	X	X	X	Unknown
24431			WELLS FARGO BANK	333 S GRAND AVE. MAC E2064-072	CORPORATE PROPERTIES DEPT.	LOS ANGELES CA 90017	10/23/01 to 10/22/02 - rent				9,000
27430			WELLS FARGO FINANCIAL	PO BOX 398	CENTRAL CREDIT DEPARTMENT	DES MOINES IA 50301	10/23/01 to 10/22/02 - misc. expenses				13,408
20040			WEREQ-FM	PO BOX 402030		ATLANTA GA 30384-2030	10/23/01 to 10/22/02 - advertising				46,270
LSE	X		West Dundee, LLC	c/o Oakridge Properties, Ltd.	804 Roundabout Ct.	West Dundee, IL 60118	Lease by and between Bedding Experts and West Dundee, LLC	X	X		Unknown
20360			WEST VIEW WATER AUTHORITY	210 PERRY HIGHWAY		PITTSBURGH PA 152291895	10/23/01 to 10/22/02 - misc. expenses				31
1270			WESTERN EXTERMINATOR COMPANY	1387 CENTER STREET		RIVERSIDE CA 925071027	10/23/01 to 10/22/02 - factory expenses				126
EMP			WESTHOFF, PAUL J.	21661 BROOKHURST ST	#279	HUNTINGTON BCH,CA 92646	10/23/01 to 10/22/02 - non priority payroll				2,652
EMP			WESTPHAL, OTTO J.	1456 E.PHILADELPHIA	#248	ONTARIO, CA 91761	10/23/01 to 10/22/02 - non priority payroll				186
EMP-LTG			WESTPHAL, OTTO J.	1456 E.PHILADELPHIA	#248	ONTARIO, CA 91761	class action suit	X	X	X	Unknown
27314			WFEA-AM	500 COMMERICAL STREET		MANCHESTER NH 03101	10/23/01 to 10/22/02 - advertising				6,970
27931			WFLS/WWUZ/WYKS	616 AMELIA STREET		FREDERICKSBURG VA 22401	10/23/01 to 10/22/02 - advertising				33,811
20042			WFXT-TV	3707 COLLECTION CTR DIVE		CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				12,368
26253			WGMS-FM	PO BOX 79169		BALTIMORE MD 21279-0169	10/23/01 to 10/22/02 - advertising				48,263
20043			WHDH-TV, INC.	7 BULLFINCH PLACE		BOSTON MA 02114-2977	10/23/01 to 10/22/02 - advertising				89,186
27344			WHEATON SHOPPING CENTER	5100 WISCONSIN AVE NW #302	C/O DAVID AARONSON	WASHINGTON DC 20016	10/23/01 to 10/22/02 - rent				6,401
EMP			WHEATON, JAMES	31 SOUTH BEDFORD ST	BURLINGTON MA	1803	10/23/01 to 10/22/02 - non priority payroll				2,646
EMP			WHEELER, MELVIN L.	516 BURDICK DR.	BAY POINT, CA	94565	10/23/01 to 10/22/02 - non priority payroll				231
EMP-LTG			WHITE, HEATHER	6318 BIRDCAGE ST.	CITRUS HEIGHTS, CA	95610	class action suit	X	X	X	Unknown
EMP-LTG			WHITE, JASON	2015 KOAMATH AVE.	APT. 203	SANTA CLARA, CA 95051	class action suit	X	X	X	Unknown
EMP-LTG			WHITE, RHETT W.	6318 BIRDCAGE ST. #3	CITRUS HEIGHTS, CA.	95610	class action suit	X	X	X	Unknown
EMP			WHITEHEAD MITCHELL T	2385 LEROY STREET	SAN BERNADINO, CA	92404	10/23/01 to 10/22/02 - non priority payroll				234
EMP			WHITFIELD, DAVID J.	3611 LANGREHR RD.	BALTIMORE, MD	21244	10/23/01 to 10/22/02 - non priority payroll				829
20146			WIHT-FM	1801 ROCKVILLE PIKE 6TH FLOOR		ROCKVILLE MD 20852	10/23/01 to 10/22/02 - advertising				36,372
EMP-LTG			WILCOX, LARISSA Y.	9533 BONANZA DR.	STOCKTON, CA	95209	class action suit	X	X	X	Unknown
EMP			WILDE, GARRY C.	9632 STANFORD AVE	GARDEN GROVE, CA	92841	10/23/01 to 10/22/02 - non priority payroll				583
EMP			WILHELMI, GREG A.	14748 COUNTRY LN.	FONTANA, CA	92335	10/23/01 to 10/22/02 - non priority payroll				1,390
EMP-LTG			WILKERSON, GLENN E.	28188 MOULTON PRKWY	#1918	LAGUNA NIGUEL, CA 92677	class action suit	X	X	X	Unknown
EMP			WILKES, FREDERICK A.	4918 LADERA SERENA	DELMAR, CA	92014	10/23/01 to 10/22/02 - non priority payroll				3,358
EMP-LTG			WILKINS, EDWARD S.	1150 W. PHILLIPS ST	#215	ONTARIO, CA 91762	class action suit	X	X	X	Unknown

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26582			WILLIAM J. CONLON & SONS, INC.	775 PARK AVENUE	SUITE 150	HUNTINGTON NY 11743	10/23/01 to 10/22/02 - misc. expenses				1,000
20430			WILLIAM P. GELBERG, INC	GELBERG SIGNS	6511 CHILLUM PLACE,NW	WASHINGTON DC 20012	10/23/01 to 10/22/02 - misc. expenses				2,706
EMP-LTG			WILLIAMS, ANDRE L.	5951 RIVERSIDE BLVD	#211	SACRAMENTO, CA 95831	class action suit	X	X	X	Unknown
EMP-LTG			WILLIAMS, ARCHIE L.	1735 W. 120TH STREET	APT. #8	LOS ANGELES, CA 90047	class action suit	X	X	X	Unknown
EMP-LTG			WILLIAMS, FRANK G. JR.	5054 CREELY AVE	RICHMOND, CA 94804		class action suit	X	X	X	Unknown
EMP-LTG			WILLIAMS, LARY D.	24488 MOHR DR	HAYWARD, CA	94545	class action suit	X	X	X	Unknown
EMP			WILLIAMS, LATRICIA A.	16008 EAST 14ST	G-2	SAN LEANDRO, CA 94577	10/23/01 to 10/22/02 - non priority payroll				415
EMP			WILSON, ALPHONSO	275 CORDOVA STREET	#1405	PASADENA, CA 91101	10/23/01 to 10/22/02 - non priority payroll				1,080
EMP-LTG			WILSON, ALPHONSO	275 CORDOVA STREET	#1405	PASADENA, CA 91101	class action suit	X	X	X	Unknown
EMP-LTG			WILSON, BARRY	PO BOX 901	JAMESTOWN, CA	95327	class action suit	X	X	X	Unknown
EMP-LTG			WILSON, DANNY M.	1806 BARDALE AVENUE	SAN PEDRO, CA	90731	class action suit	X	X	X	Unknown
EMP-LTG			WILSON, DANNY M.	1806 BARDALE AVENUE	SAN PEDRO, CA	90731	class action suit	X	X	X	Unknown
EMP-LTG			WILSON, DENNIS C.	6263 ACORN STREET	#17	SAN DIEGO, CA 92115	class action suit	X	X	X	Unknown
EMP-LTG			WILSON, RICHARD W.	853 N. FOURTH ST.	COVINA, CA	91723	class action suit	X	X	X	Unknown
EMP			WILSON, ROBERT	324 E. 13 MILE ROAD	APT. #202	MADISON HTS, MI 48071	10/23/01 to 10/22/02 - non priority payroll				3,249
EMP-LTG			WILSON, STELLA L.	301 CLARIA ST	OAKLAND, CA	94603	class action suit	X	X	X	Unknown
EMP			WILSON, VICTORIA	231 O'CALLAGHAN WAY	APT.# 847	DORCHESTER MA 02127	10/23/01 to 10/22/02 - non priority payroll				685
26877			WINDSOR INDUSTRIES, INC.	DEPARTMENT 431		DENVER CO 80291-0431	10/23/01 to 10/22/02 - misc. expenses				574
EMP			WINGERTSAHN, RICHARD JR	2834 PHILADELPHIA AV	PITTSBURGH, PA	15216-1929	10/23/01 to 10/22/02 - non priority payroll				480
EMP-LTG			WINSTON, MICHAEL	4723 ANTELOPE CIR	FAIRFIELD, CA	94585	class action suit	X	X	X	Unknown
20544			WINTHROP RESOURCES (MA071995)	PO BOX 650		HOPKINS MN 553430650	10/23/01 to 10/22/02 - misc. expenses				4,150
24500			WINVEN REALTY, LLC	66 FIELD POINT ROAD	WIN PROPERTIES	GREENWICH CT 06830	10/23/01 to 10/22/02 - rent				6,750
23259			WITTLER YOUNG SERVICE CO.	2400 FORNEY STREET		LOS ANGELES CA 90031	10/23/01 to 10/22/02 - misc. expenses				101
20045			WJLA-TV	DEPT. 0647		WASHINGTON DC 20073	10/23/01 to 10/22/02 - advertising				21,208
20046			WJZ-TV	WESTINGHOUSE-GROUP W	P. O. BOX 905892	CHARLOTTE NC 28290-5892	10/23/01 to 10/22/02 - advertising				49,938
20079			WJZW-FM	P.O. BOX 100151		ATLANTA GA 303840151	10/23/01 to 10/22/02 - advertising				51,850
20090			WKLB	P.O. BOX 3800-69		BOSTON, MA 02241	10/23/01 to 10/22/02 - advertising				33,027
25981			WKST-FM	5570 COLLECTIONS CENTER DRIVE	CLEAR CHANNEL BROADCASTING	CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				31,769
26827			WKYS-FM	PO BOX 402031		ATLANTA GA 30384-2031	10/23/01 to 10/22/02 - advertising				55,080
20047			WLIF/WJFK-AM	PO BOX 13039		NEWARK NJ 07188-0039	10/23/01 to 10/22/02 - advertising				40,872
20048			WLVI-TV 56	2214 COLLECTIONS CENTER DRIVE		CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				9,095
1269			WM. T. BURNETT AND COMPANY	2881 COLLECTIONS CENTER DRIVE		CHICAGO IL 60693	10/23/01 to 10/22/02 - raw materials				54,586
27932			WMAL-AM	4400 JENIFER STREET NW		WASHINGTON DC 20015	10/23/01 to 10/22/02 - advertising				42,798
20049			WMAR-TV	P.O. BOX 7777W3060		PHILADELPHIA PA 191753060	10/23/01 to 10/22/02 - advertising				6,554
20050			WMJX	P.O. BOX 3800-69	GREATER BOSTON RADIO, INC.	BOSTON MA 02117	10/23/01 to 10/22/02 - advertising				76,016
20051			WMMJ-FM 102.03	PO BOX 91325	WMMJ-WOL-WYCB	WASHINGTON DC 20090-1325	10/23/01 to 10/22/02 - advertising				61,880
20052			WNUV-TV 54	2000 W. 41ST STREET		BALTIMORE MD 21211	10/23/01 to 10/22/02 - advertising				3,060
20072			WOCT-FM-BALT.	5540 COLLECTION CTR. DR		CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				28,556
20053			WODS	P.O. BOX 33081		NEWARK NJ 07188	10/23/01 to 10/22/02 - advertising				47,388
EMP-LTG			WOLF, ERIC W.	1729 RUTHLOR RD.		CARDIFF, CA 92007	class action suit	X	X	X	Unknown
EMP-LTG			WOLFE, MARVIN	40872 OREGON TRAIL	CHERRY VALLEY, CA	92223	class action suit	X	X	X	Unknown
EMP-LTG			WOLFE, MARVIN	40872 OREGON TRAIL	CHERRY VALLEY, CA	92223	class action suit	X	X	X	Unknown

In re: Mattress Discounters Corporation and T.J.B. Inc. Case No. 02-22330

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EMP-LTG			WOOD, HOWARD G.	18119 REGINA AVE.		TORRANCE, CA 90504	class action suit	X	X	X	Unknown
EMP-LTG			WOOD, MARK S.	18119 REGINA AVE	TORRANCE, CA	90504	class action suit	X	X	X	Unknown
EMP-LTG			WOOD, RUTH A.	1866 PANAMA AVE	SAN JOSE, CA	95122	class action suit	X	X	X	Unknown
EMP			WOODMAN, WILLIAM B.	1400 N. EDGEMONT ST	#209	LOS ANGELES, CA 90027	10/23/01 to 10/22/02 - non priority payroll				1,674
EMP-LTG			WOODS, LISA M.	44509 HARVEY WAY	HEMET, CA	92544	class action suit	X	X	X	Unknown
27550			WOOLBRIGHT MIDWAY, LTD.	200 SOUTH FEDERAL HIGHWAY		DEERFIELD BEACH FL 33441	10/23/01 to 10/22/02 - rent				8,795
23077			WORLD TRUCK LEASE	1434 MAIN STREET		WALPOLE MA 02081	10/23/01 to 10/22/02 - misc. expenses				39,893
22438			WORLDCOM	P O BOX 85080	PAYMENT PROCESSING CENTER	RICHMOND VA 232854100	10/23/01 to 10/22/02 - misc. expenses				5,920
EMP			WORTHINGTON, FRANK	RT 1 BOX 1112	HARPERS FERRY, WV	25425	10/23/01 to 10/22/02 - non priority payroll				529
26251			WPGC-AM	4200 PARLIAMENT PLACE	SUITE 300	LANHAM MD 20706-1881	10/23/01 to 10/22/02 - advertising				3,974
26252			WPGC-FM	4200 PARLIAMENT PLACE	SUITE 300	LANHAM MD 20706-1881	10/23/01 to 10/22/02 - advertising				100,194
20129			WPGH-TV	P.O.BOX 630803		BALTIMORE MD 212630803	10/23/01 to 10/22/02 - advertising				3,613
20054			WPOC-FM	5540 COLLECTION CENTER DRIVE		CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				39,699
20131			WPXI	11 TELEVISION HILL		PITTSBURGH PA 15214	10/23/01 to 10/22/02 - advertising				39,313
27312			WQLL-FM	500 COMMERICAL STREET		MANCHESTER NH 03101	10/23/01 to 10/22/02 - advertising				8,959
20127			WQSR	AMERICAN RADIO SYSTEMS CORP	600 WASHINGTON AVE	TOWSON MD 212044715	10/23/01 to 10/22/02 - advertising				24,068
20091			WQSX-FM	PO BOX 40000	DEPT 2025	HARTFORD CT 06151-2025	10/23/01 to 10/22/02 - advertising				74,821
25815			WRI GOLDEN STATE, LLC	PO BOX 203007	ACCT#P255LMATTDC01	HOUSTON TX 77216-3007	10/23/01 to 10/22/02 - rent				7,235
20056			WRIC-TV	P.O. BOX 60280		CHARLOTTE NC 28260	10/23/01 to 10/22/02 - advertising				19,508
28117			WRIGHT OF THOMASVILLE	PO BOX 1069		THOMASVILLE NC 27361-1069	10/23/01 to 10/22/02 - misc. expenses				274
1276			WRIGHT OF THOMASVILLE, INC.	P.O. BOX 1069		THOMASVILLE NC 273611069	10/23/01 to 10/22/02 - factory expenses				16,391
20057			WRLH-TV CHANNEL 35	P. O. BOX 65580		CHARLOTTE NC 28265	10/23/01 to 10/22/02 - advertising				1,964
20111			WROR-FM	P.O. BOX 3800-69		BOSTON MA 02241	10/23/01 to 10/22/02 - advertising				49,041
20058			WRQX-FM	P. O. BOX 100151		ATLANTA GA 30384	10/23/01 to 10/22/02 - advertising				83,827
26955			WRVA	PO BOX 402584		ATLANTA GA 30384-2584	10/23/01 to 10/22/02 - advertising				15,262
26033			WRVQ FM STEREO	PO BOX 402584		ATLANTA GA 30384	10/23/01 to 10/22/02 - advertising				24,909
20065			WSBK-TV UPN38	PARAMOUNT STN GRP-BOSTON	P.O. BOX 13857	NEWARK NJ 07188-0857	10/23/01 to 10/22/02 - advertising				6,588
24389			WSG SAND LAKE L.P.	400 ARTHUR GODFREY RD SUITE200	C/O WSG DEVELOPMENT COMPANY	MIAMI BEACH FL 33140	10/23/01 to 10/22/02 - rent				9,696
24387			WSG WEST COLONIAL LP	400 ARTHUR GODFREY RD SUITE200	C/O WSG DEVELOPMENT COMPANY	MIAMI BEACH FL 33140	10/23/01 to 10/22/02 - rent				7,761
26257			WSHH-FM	900 PARISH STREET	3RD FLOOR	PITTSBURGH PA 15220-3407	10/23/01 to 10/22/02 - advertising				20,808
20130			WTAE-TV	P.O.BOX 360560		PITTSBURGH PA 152516560	10/23/01 to 10/22/02 - advertising				38,314
26825			WTOP AM/FM	PO BOX 79136		BALTIMORE MD 21279-0169	10/23/01 to 10/22/02 - advertising				82,833
26034			WTVR FM	3245 BASIE ROAD		RICHMOND VA 23228	10/23/01 to 10/22/02 - advertising				31,102
20060			WTVR-TV	3301 W. BROAD STREET	P.O. BOX 11064	RICHMOND VA 23230	10/23/01 to 10/22/02 - advertising				12,006
20173			WUTB-TV	P.O. BOX 26018N		NEWARK NJ 071016618	10/23/01 to 10/22/02 - advertising				2,805
20062			WWBT TV 12	P.O. BOX 12		RICHMOND VA 23218	10/23/01 to 10/22/02 - advertising				19,525
26250			WWDC-FM	5714 COLLECTIONS CTR DR		CHICAGO IL 60693	10/23/01 to 10/22/02 - misc. expenses				113,951
20077			WWIN AM/FM	PO BOX 402030		ATLANTA GA 30384-2030	10/23/01 to 10/22/02 - advertising				31,964
20063			WWMX	600 WASHINGTON AVE #201		TOWSON MD 21204	10/23/01 to 10/22/02 - advertising				54,978
26086			WWSW-FM	5570 COLLECTIONS CENTER DRIVE		CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				54,060
26158			WXKS-AM-FM BOSTON	5630 COLLECTIONS CENTER DRIVE	CLEAR CHANNEL BROACASTING	CHICAGO IL 60693	10/23/01 to 10/22/02 - advertising				118,159
EMP			WYZKOWSKI, JAMIE R.	1665 BRANDYWINE AVE	#31	CHULA VISTA, CA 91911	10/23/01 to 10/22/02 - non priority payroll				3,329

In re: Mattress Discounters Corporation and T.J.B. Inc.

Case No. 02-22330

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EMP-LTG			WYZKOWSKI, JAMIE R.	20708 S. WESTERN	#D	TORRANCE, CA 90501	class action suit	X	X	X	Unknown
27313			WZID-FM	500 COMMERICAL STREET		MANCHESTER NH 03101	10/23/01 to 10/22/02 - advertising				27,795
26965			WZLX-FM	PO BOX 33197		NEWARK NJ 07188-0197	10/23/01 to 10/22/02 - advertising				69,551
26115			WZPT	651 HOLIDAY DRIVE		PITTSBURGH PA 15220	10/23/01 to 10/22/02 - advertising				25,237
25978			XHRM-FM	FILE# 056492		LOS ANGELES CA 90074-6492	10/23/01 to 10/22/02 - advertising				32,691
1055			XPECT FIRST AID	7247 NATIONAL DRIVE		HANOVER MD 21076	10/23/01 to 10/22/02 - factory expenses				305
21191			XPECT FIRST AID (HANOVER)	7247 NATIONAL DRIVE		HANOVER MD 21076	10/23/01 to 10/22/02 - misc. expenses				193
20494			XTRA LEASE	P.O. BOX 99262		CHICAGO IL 606939262	10/23/01 to 10/22/02 - misc. expenses				8,336
23293			XTRA LEASE	P.O. BOX 99262		CHICAGO IL 60693	10/23/01 to 10/22/02 - misc. expenses				5
EMP-LTG			YAGHOUBZADEH, SIAMAK M.	1060 S.IDAHO STREET	#49	LA HABRA, CA 90631	class action suit	X	X	X	Unknown
EMP			YAGHOUBZADEH, SOHEIL	1345 EL CAMINO REAL	#2	BURLINGAME, CA 94010	10/23/01 to 10/22/02 - non priority payroll				5,944
EMP-LTG			YAGHOUBZADEH, SOHEIL	1743 23RD AVE	SAN FRANCISCO, CA	94122	class action suit	X	X	X	Unknown
EMP-LTG			YAGHOUBZADEH, SOHEIL	1432 ELCOMINO REAL	APT. #04	BURLINGAME, CA 94010	class action suit	X	X	X	Unknown
EMP-LTG			YAKUBY, ASMATULLAH	138 SO. BRYN MAWR #9	VENTURA, CA 93003		class action suit	X	X	X	Unknown
23407			YALE PACIFIC, INC.	P.O. BOX 7685		FREMONT CA 945377685	10/23/01 to 10/22/02 - misc. expenses				655
23303			YANASE LANDSCAPING	24265 PARK STREET		TORRANCE CA 90505	10/23/01 to 10/22/02 - misc. expenses				170
EMP			YANOVER, TOBY	4301 CLEMENT ST	SAN FRANCISCO, CA	94121	10/23/01 to 10/22/02 - non priority payroll				2,491
EMP-LTG			YORBA, DOUGLAS R.	1724 ORANGE AVE	RAMONA, CA	92065	class action suit	X	X	X	Unknown
LSE	X		Yorkshire Center, LLC	c/o M&J Wilkow, Ltd.	180 N. Michigan Ave., Suite 200	Chicago, IL 60601	Lease by and between Bedding Experts and Yorkshire Center, LLC	X	X		Unknown
23842			YOUNG ELLEN	2087 NORSE DRIVE #102		PLEASANT HILL CA 94523	10/23/01 to 10/22/02 - misc. expenses				150
EMP-LTG			YOUNG, ANDREW G.	2648 E.CHESTNUT AVE.	ORANGE, CA 92867		class action suit	X	X	X	Unknown
EMP-LTG			YOUNG, KELLY Z.	231 SIERRA APT. #3	EL SEGUNDO, CA	90245	class action suit	X	X	X	Unknown
EMP-LTG			YOUNG, KEVIN M.	10212 VIRGIL CR.	CYPRESS, CA	90630	class action suit	X	X	X	Unknown
EMP			YUK, JANE	7259 MCLEAN COMMONS	LANE	MCLEAN, VA 22101	10/23/01 to 10/22/02 - non priority payroll				2,922
EMP-LTG			YZAGUIRRE, SIMONE V.	1550 FILLMORE ST	#502	SAN FRANCISCO, CA 94115	class action suit	X	X	X	Unknown
23186			ZAKOOR NOVELTY CO.	3909 WOODWARD AVENUE		DETROIT MI 48201	10/23/01 to 10/22/02 - misc. expenses				55
EMP-LTG			ZAKWAN, ELSHAWA	1815 SCAB DRIVE SE	OLYMPIA, WA 98509		class action suit	X	X	X	Unknown
EMP-LTG			ZAMANIAN, YASHAR	226 AMERICAN RIVER	CAN DR.	FOLSOM, CA 95630	class action suit	X	X	X	Unknown
EMP-LTG			ZAMBRANO, LORETTA L.	9025 MILLS AVE. #I	WHITTIER, CA 90603		class action suit	X	X	X	Unknown
EMP-LTG			ZAMBRANO, THOMAS	701 NORTH MAPLE ST	APT. #1	LA HARBRA, CA 90631	class action suit	X	X	X	Unknown
EMP-LTG			ZANELLI, ERIN	4461 PAVLOV AVE	SAN DIEGO, CA 92122		class action suit	X	X	X	Unknown
EMP-LTG			ZARGARI, AFSOON	3134 OCCIDENTAL DR.	#78	SACRAMENTO, CA 95826	class action suit	X	X	X	Unknown
EMP-LTG			ZARGARI, ALI	125 SUMMER HILL LN	WOODSIDE, CA	94062	class action suit	X	X	X	Unknown
23781			ZEE MEDICAL(SCA)	16631 BURKE LANE		HUNTINGTON BEAC CA 92647	10/23/01 to 10/22/02 - misc. expenses				236
1283			ZEE MEDICAL, INC.	2845 S. WORKMAN MILL RD		WHITTIER CA 90601	10/23/01 to 10/22/02 - factory expenses				144
27741			ZEE MEDICAL, INC.	PO BOX 4530		CHESTERFIELD MO 63006-4530	10/23/01 to 10/22/02 - misc. expenses				259
EMP			ZELAYA, HERICELDA	6723 STATON ROAD	HYATTSVILLE, MD	20784	10/23/01 to 10/22/02 - non priority payroll				842
EMP			ZELAYA, MARGARITA	3205 PAUL DRIVE	WHEATON, MD	20902	10/23/01 to 10/22/02 - non priority payroll				1,667
27678			ZELMAN BURBANK EMPIRE, LLC	515 SOUTH FIGUEROA ST STE 1230		LOS ANGELES CA 90071	10/23/01 to 10/22/02 - rent				9,590
EMP-LTG			ZEMAN, ROBERT	17032 BURBANK BLVD.	#5	ENCINO, CA 91316	class action suit	X	X	X	Unknown
21053			ZIM INTERNATIONAL	P.O.BOX 13641 STATION K		ATLANTA GA 30324	10/23/01 to 10/22/02 - misc. expenses				655

In re: Mattress Discounters Corporation and T.J.B. Inc.

Case No. 02-22330

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EMP-LTG			ZIMMERMANN, DAVID A.	4853 TINASA WAY	SAN DIEGO, CA	92124	class action suit	X	X	X	Unknown
EMP-LTG			ZIMMON, ANTHONY	714 MARCOS VISTA LN	SAN MARCOS CA 92069		class action suit	X	X	X	Unknown
EMP			ZOZAYA, MARIA	1025 ORO STREET	LAGUNA BEACH, CA	92651	10/23/01 to 10/22/02 - non priority payroll				1,967
EMP-LTG			ZUCKMAN, HASKELL D.	11232 BERTRAND AVE	GRANADA HILLS, CA	91344	class action suit	X	X	X	Unknown
LSE	X		Zuma PC LLC	c/o Kew Management Corp.	720 South Colorado Blvd, Suite 740 S	Denver, CO 80246	Lease by and between Mattress Discounters and Zuma PC LLC	X	X		Unknown
EMP-LTG			ZUNIGA, FRANK M	1204 LOCUST STREET	SAN JOSE, CA 95110		class action suit	X	X	X	Unknown
LTG			ZYZDA, RICHARD	C/O CHRISTINA A. ZYZDA, ESQ	19 SOUTH LASALLE ST., SUITE 1300	CHICAGO, IL 60603-1493	Litigation	X	X	X	Unknown

Totals: $ 170,200,945.89

SCHEDULE G – AMENDED

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

* Due to the number of contracts and leases on this Schedule, the Debtors have not been able to determine the true characterization of such contracts or leases. The inclusion of a contract is not an assertion that such contract is executory and the Debtors reserve any and all rights with respect to the true characterization of such contract. Similarly, the Debtors reserve their rights to assert that any lease on this Schedule is not a lease subject to assumption or rejection pursuant to Section 365 of the Bankruptcy Code.

NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	DESCRIPTION
DELETE	Comfort Source Mattress						
BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
"The Bleach Group" J.L. Krinsky & Co	660 Tennent Road			Manalapan	NJ	07726-0000	Lease - Store Location: 520 Route 9 North, Manalapan, NJ 8876
1208 E. Roosevelt Road	c/o Michael Anneca	1 Stafford Lane	Michael Anneca	Oak Brook	IL	60521	Lease - Store Location: 1208 East Roosevelt Rd Lombard IL 60148
1350 Van Ness Associates, LLC	c/o Preston Cook	228 Sir Francis Drake Blvd		San Anselmo	CA	94960-0000	Lease - Store Location: 1350 Van Ness Ave San Francisco CA 94109
140 Worchester Road, LLC	P.O. Box 1967		Tony Gargiulo	Mashpee	MA	02649-0000	Lease - Store Location: 140 Worcester Rd Framingham MA 01701
140 Worchester Road, LLC	and Damiano Agency	P. O. Box 20630	Paul Damiano	Cranston	RI	02920-0947	Lease - Store Location: 140 Worcester Rd Framingham MA 01701
1633 N. Milwaukee, LLC	c/o CMK Development Corp.	1637 N. Milwaukee Avenue	Scott Haskins	Chicago	IL	60647-0000	Lease - Store Location: 1639 North Milwaukee Ave Chicago IL 60647
1633 N. Milwaukee, LLC	John E. Loverstrand Esq. Law Offices of Joseph D. Palmisano, PC	79 West Monroe Street, Suite 826	John E. Lovestrand	Chicago	IL	60603	Lease - Store Location: 1639 North Milwaukee Ave Chicago IL 60647
17th and Newport, LLC	c/o E.S. Scarcello	1706B Newport Blvd.		Costa Mesa	CA	92627-0000	Lease - Store Location: 1700 Newport Beach Blvd Costa Mesa CA 92627
259 Huntington Realty, Inc.	10 East 80th Street	Mitchell Salmon		New York	NY	10021-0000	Lease - Store Location: 259 Walt Whitman, Huntington, NY 11743
260 Daniel Webster LLC	c/o Prizm Partners at Danada Square West	Suite 120 A	Pam Chlakas	Wheaton	IL	60187-0000	Lease - Store Location: 274 Daniel Webster Hwy. Nashua, NH 03060
260 Daniel Webster LLC	c/o Prizm Partners at Danada Sq. West	P. O. Box 951-350		Dallas	TX	75395-1350	Lease - Store Location: 274 Daniel Webster Hwy Nashua NH 03060
300 Elden Street, Limited Partnership	c/o Sugar Oak Realty	481 Carlisle Drive		Herndon	VA	22070-0000	Lease - Store Location: 322 Elden Street Herndon, VA 22070
300 Elden Street, Limited Partnership	Attn: Danell R. Banker, General Partner	P. O. Box 367	Daniel R. Banker, General Partner	Fairfax	VA	22030	Lease - Store Location: 322 Elden St Herndon VA 22070
300 Elden Street, Limited Partnership	Attn: David E. Feldman, Esq. Odin, Feldman & Pittleman, P.C.	P. O. Box 367	David E. Feldman, Esq.	Fairfax	VA	22030	Lease - Store Location: 322 Elden St Herndon VA 22070
32-54 Ferry Street Associates LP	c/o Combined Properties, Inc.	25 Riverview Business Park	300 Commercial Street	Malden	MA	02148-0000	Lease - Store Location: 42 Ferry St Malden MA 02148
355 Frederick LLC	c/o KLNB Management, LLC	1320 Old Chain Bridge Road	Suite 350	McLean	VA	22101-0000	Lease - Store Location: 5600 Urbana Pike, Suite E Frederick, MD 21703
355 Frederick LLC	c/o KLNB Management, LLC	10830 Guilford Road, Suite 312	Joan McConville	Annapolis Junction	MD	20701	Lease - Store Location: 5600 Urbana Pike, Suite E Frederick, MD 21703
355 Frederick LLC	c/o Reiman & Company	6500 Rock Spring Drive, Suite 302		Bethesda	MD	20817	Lease - Store Location: 5600 Urbana Pike, Suite E Frederick, MD 21703
385 Providence Highway Real Estate LLC	c/o John, Julie and Faith Hanna	180 LaGrange St.		West Roxbury	MA	02132-0000	Lease - Store Location: 4034 Dedham 385 Providence Hwy. Dedham, MA 02026
809 Associates LTD Partnership	c/o Metropolitan Management Company	11299 Owings Mills Boulevard, Suite 200	Mr. Burman	Owings Mills	MD	21117-0000	Lease - Store Location: 852 North Rolling Road, Catonsville, MD 21228
8600 Associates Limited Partnership	6735 Telegraph Road	Suite 110		Bloomfield Hills	MI	48301-3143	Lease - Store Location: 31480 Gratiot Roseville, MI 48066
ACI Income Fund II, Ltd., a Florida Limited Partnership	600 East Colonial Drive, Suite 100		Mark Thorosell	Orlando	FL	32810-0000	Lease - Store Location: 110 Town Center Blvd Sandford FL 32771
ACI Income Fund, II, Ltd., a Florida Limited Partnership		600 East Colonial Drive	Suite 100	Orlando	FL	32803-0000	Lease - Store Location: 110 Towne Center Blvd. Sanford, FL 32771
ACI Income Fund, II, Ltd., a Florida Limited Partnership		600 East Colonial Drive, Suite 100	Steven Schrimsher	Orlando	FL	32803	Lease - Store Location: 110 Towne Center Blvd. Sanford, FL 32771
Adam Investments, LTD	c/o Michael Handler Carpets	780 S. Santa Fe Drive	Scot Alban	Denver	CO	80223-0000	Lease - Store Location: 10460 W. Colfax Ave, Lakewood, CO 80215
ADT Security Services	12770 Hamilton Crossing Blvd			Carmel	IN	46032	Alarm Service Agreement
AF Limited Partnership	c/o Nellis Corporation	6001 Montrose Road, Suite 600	Peter Legum	Rockville	MD	20852	Lease - Store Location: 165 Jennifer Road Annapolis MD 21401
AF Limited Partnership	c/o CSC-Lawyers Incorporating Service Company	11 East Chase Street		Baltimore	MD	21202	Lease - Store Location: 165 Jennifer Road Annapolis MD 21401
Affordable Air	515 N.E. 190th Street			Miami	FL	33179	HVAC Service Contract
Airmaster	2870 Coolidge Highway			Berkley	MI	48072	HVAC Service Contract
Alan Katz		137 South Warwic Avenue	Alan Katz	Baltimore	MD	21282	Lease - Store Location: 8803 Pulaski Hwy., Baltimore, MD 21237-3057
Alan Katz	137 South Warwic Avenue		Darlene	Baltimore	MD	21223-0000	Lease - Store Location\No: 8803 Pulaski Highway, Baltimore, MD 21237
Alan Katz	c/o Barry C. Greenburg Esq.	2115 First Maryland Building	25 South Charles Street	Baltimore	MD	21201	Lease - Store Location\No: 8803 Pulaski Highway, Baltimore, MD 21237
Albert Plumbing and Heating	820 West Los Vallecitos Blvd	Suite K		San Marcos	CA	90269	HVAC Service Contract
Allied District Properties, LP	c/o Klaff Realty, LP	122 South Michigan Avenue, Suite 1000	Judy Petrusek	Chicago	IL	60603-0000	Lease - Store Location: 202B South Randall Rd Elgin IL 60123
Allison/Parkway L.P.	419 Waverly Street		John McNellis	Palo Alto	CA	94301-0000	Lease - Store Location: 2000 Harbison Drive Vacaville, CA 95687
Allison/Parkway L.P.	c/o The Rodde Company	710 S. Broadway, Suite 211	Linda A. Rusin	Walnut Creek	CA	94596	Lease - Store Location: 2000 Harbison Drive Vacaville, CA 95687
Alpert, Lawrence J.	1107 Duncon Road			Silver Spring	MD	20903	Retention Agreement
Alpert, Lawrence J.	1107 Duncon Road			Silver Spring	MD	20903	Stock Option Agreement
Alta Enterprises	c/o Property Management Co.	P.O. Box 2168		Falls Church	VA	22042-0000	Lease - Store Location: 5894 Leesburg Pike Falls Church, VA 22041
Alta Enterprises	c/o Adrienne Dominguez	6021 Onondagar Road		Bethesda	MD	20816-0000	Lease - Store Location: 5894 Leesburg Pike Falls Church, VA 22041
Altamonte Promenade Associates	c/o Retail Mgmt. Co.	540 N. Highway 434, Suite 530	Ken Allen	Altamonte Springs	FL	32714-0000	Lease - Store Location: 445 West State Rd Suite 1041 Altamonte Springs FL 32714
Alto Serramonte LLC	c/o EDM Realty Corporation	1420 Montgomery Street, Suite 2	Tania Radtke	San Francisco	CA	9413-3223	Lease - Store Location: 356 Gellert Boulevard Daly City, CA 94015
Alto Serramonte, LLC	Departament E	P. O. Box 7516		San Francisco	CA	94120-7516	Lease - Store Location: 356 Gellert Boulevard Daly City, CA 94015
Amalgamated Financial Group VIII, L.P.	c/o Carpionato Properties, Inc.	1414 Atwood Avenue	Kelly Coates	Johnston	RI	02919-0000	Lease - Store Location: 287 Washington Street South Attleboro, MA 02703
American Beauty, L.P.		2601 South Bayshore Drive, Suite 300-A		Miami	FL	33133-0000	Lease - Store Location: Shopping Center-Palm-Aire Marketplace
American Beauty, L.P.	c/o Contiental Real Estate Company	2601 South Bayshore Drive, Suite 300-A	Attn: David Lawrence	Miami	FL	33133-0000	Lease - Store Location: Shopping Center-Palm-Aire Marketplace
American National Bank & Trust Co. of Chicago Trust # 63501	c/o Glen Ellyn Associates	3100 Dundee Road, Suite 304	Annerita Mitchell	Northbrook	IL	60062-0000	Lease - Store Location: 549 West Roosevelt Rd Glen Ellyn IL 60137

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
American National Bank and Trust Company of Chicago		33 North LaSalle Street		Chicago	IL	60690-0000	Lease - Store Location: 701 North Milwaukee Ave Vernon Hills IL 60061
AMS Tri-Pacific	1630 South Sunkist	Suite H		Anaheim	CA	92806	HVAC Service Contract
ANG Newspaper Group	The Tribune Tower	401 13th Street		Oakland	CA	94612-0000	Dollar Volume Contract with ANG Newspapers Inc.
Anna Garibotti	c/o Plourde & McDonald	1931 San Miguel Drive, Suite 100	Lynn Garibotti or Anna Garibotti	Walnut Creek	CA	94596-0000	Lease - Store Location: 1774 Willow Pass Concord, CA 94520
Anne K. Pepper	43 Providence Court			Princeton Junction	NJ	08550-0000	Employment Agreement
Anne K. Pepper	43 Providence Court			Princeton Junction	NJ	08550-0000	Stock Option Agreement
Anne K. Pepper	43 Providence Court			Princeton Junction	NJ	08550-0000	Retention Agreement
Anthony R. Gargiulo, Trustee of Marcia R	140 Worcester Road, LLC	P.O. Box 1967		Mashpee	MA	02649-0000	Lease - Store Location: 140 Worcester Rd. Framingham, MA 01701
Antonio Pacelli	494 Riverview Drive			Totowa	NJ	07512-0000	Lease - Store Location: 360 Hwy. 46 W, Totowa, NJ - TERMINATED 07/31/98
Arbitron/Tapscan	9706 Patuxent Woods Drive			Columbia	MD	21046-0000	Agency Software License and Services Agreement, between Tapscan, Inc. and Mattress Discounters dated as of March 23, 1998
Arcadia Landmark	c/o Kam Sang Company	411 E Huntington Drive, Unit 304-305	Lina Mita	Arcadia	CA	91006-0000	Lease - Store Location: 411 E. Huntington Drive Suite 101C Arcadia, CA 91006
Arlington Annex Ltd. Partnership	c/o M&J Wilkow, Ltd.	180 North Michigan Ave., Suite 200	Marc R. Wilkow	Chicago	IL	60601-0000	Lease - Store Location: 1970 N Arlington Heights Rd Arlington Heights IL 60004
Arrington Properties	115 Persimmon Hill Trail		Tom Arrington or Nick Arrington	Pittsboro	NC	27312-0000	Lease - Store Location: 129-131 Maple Avenue Vienna, VA 22180
Arturo J. Gutierrez, William Eisen & John P. Cataldo, as Trustees of Hillside Realty Trust	The Gutierrez Company	Burlington Office Park, One Wall St.		Burlington	MA	01803-0000	Lease - Store Location: 743 Broadway Saugust, MA 01906
ASN, Inc., a Michigan Corp.	20320 W. Eight Mile Road		Njah Gasso	Southfield	MI	48075-0000	Lease - Store Location: 18075 East 8 Mile Road Eastpointe, MI 48021
Aspen Hill Venture	c/o The Tower Companies	11501 Huff Court		North Bethesda	MD	20895-0000	Lease - Store Location: 13509 Connecticut Avenue Wheaton, MD 20906
Attie Trust	c/o David Antebi	10179 Baywood Court		Los Angeles	CA	90077-0000	Lease - Store Location: 10749-10751 West Pico Boulevard Los Angeles, CA 90064
Bain Capital Management	111 Huntington Avenue			Boston	MA	02199-0000	Services Agreement-Advisory Agreement
Bain Capital, Inc.							Amendment No. 1 to Indemnity Agreement dated 7/29/99 (w/ Heilig-Meyers)
Bain Capital, Inc.							Indemnity Agreement (with Heilig-Meyers Company) dated 5/28/99
Bain Capital, Inc.							Management Services Agreement dated 8/6/99
Bain Capital, Inc.	Two Copley Place	Attn: Michael Krupka and	Jordan Hitch	Boston	MA	02116-0000	Amendment No. 1 to Indemnity Agreement dated 7/29/99 (w/ Heilig-Meyers)
Bain Capital, Inc.	Two Copley Place	Attn: Michael Krupka and	Jordan Hitch	Boston	MA	02116-0000	Indemnity Agreement (with Heilig-Meyers Company) dated 5/28/99
Bain Capital, Inc.	Two Copley Place	Attn: Michael Krupka and	Jordan Hitch	Boston	MA	02116-0000	Management Services Agreement dated 8/6/99
Bain Capital-Management							Services Agreement-Advisory Agreement
Baldwin Road Associates L.L.C.		755 West Big Beaver Road, Suite 2301	Attn: Mr. Leonard Sznewajs	Troy	MI	48084-0000	Lease - Store Location: 4197 Baldwin Road Auburn Hills, MI 48326
BancBoston Robertson Stephens, Inc.							Common Stock Registration Rights Agreements dated 8/6/99
BancBoston Robertson Stephens, Inc.	100 Federal Street	Mail Stop D1-11-03	Attn: Mr. Greg Foy	Boston	MA	02110-0000	Common Stock Registration Rights Agreements dated 8/6/99
BancBoston, N.A.							Credit Agreement dated 8/6/99 (w/Canadian Imperial and Chase)
Barbara G. Schechter	22 Kensington Drive			Englishtown	NJ	07726-0000	Severance Agreement
Basser-Kaufman Co.	335 Central Avenue			Lawrence	NY	11514-0000	Lease - Store Location: 161Old Country Road, Carle Place, NY 11514
Bay Logics Inc.	Attn: Thomas Martin	105 Digital Drive		Novato	CA	94949	Software License Agreement
Bay Shore Oil Co., Inc.	c/o D.D. Dunlap Co.	16897 Algonquin St., Suite A	Cozette Dunlap	Huntington Beach	CA	92649-0000	Lease - Store Location: 2740 Pacific Coast Hwy Torrance CA 90504
Bell Products	722 Soscol Ave			Napa	CA	94559	HVAC Service Contract
Bernard Roth & Donald S. Plung,	created under Art IV of the Helen G. Roth Trust	3845 Northern Pike	Richard Roth or Helen Roth	Monroeville	PA	15146-0000	Lease - Store Location: 7803 McKnight Road Pittsburgh, PA 15237
BFI	3401 Truck Way			Capitol Heights	MD	20743	Trash Service Agreement
Bhuller Enterprises, Inc.	c/o HFI Commercial Real Estate	6205 Old Keene Mill Ct.	Donna Anderson	Springfield	VA	22152-0000	Lease - Store Location\No: 14017 Lee Jackson Highway, Chantilly, VA 22021
Boston Globe	P.O. Box 2378			Boston	MA	02107-2378	The Boston Globe Advertising Contract with Globe Newspaper Company dated as of August 22, 2002
BPP / Simi Valley, LP	c/o Developers Diversified	3300 Enterprise Parkway	P. O. Box 228042	Beachwood	OH	44122	Lease - Store Location: 1377 East Los Angeles Ave Simi Valley CA 93065
BPP / Simi Valley, LP	c/o Robert C. Warren, Receiver	2651 Hotel Terrace		Santa Ana	CA	92705	Lease - Store Location: 1377 East Los Angeles Ave Simi Valley CA 93065
BPP/Marin, L.P. a California Limited Partnership	c/o Shelter Bay Retail Group	655 Redwood Hwy, Suite 177	Jan Harder Gerbic	Mill Valley	CA	94941-0000	Lease - Store Location: 190A Donohue St Marin City CA 94965
BPP/Marin, L.P. A California Limited Partnership	c/o Shelter Bay Retail Group	655 Redwood Highway, Suite 177	Jan Harder Gerbic	Mill Valley	CA	94941-0000	Lease - Store Location: 190 Donohoue Street, Marin City, CA 94965
Bradley Operating Limited partnership	c/o Bradley Real Estate	40 Skokie Blvd.	Attn: E Paul Dunn - Executive VP	Northbrook	IL	60062	Lease - Store Location: 541 E. Roosevelt Road, Suite 232 Lombard IL 60148
Brezar Enterprises	1043 Robinson Springs Rd			Stowe	VT	05672-0000	Lease - Store Location: 255 Route 35N, Eatontown, NJ - TERMINATED 07/31/01
Bryan Flanagan	121 Riverbreeze Place			Arnold	MD	21012-0000	Employment Agreement dated 7/24/00
Bryan Flanagan	121 Riverbreeze Place			Arnold	MD	21012-0000	Executive Stock and Option Agreement dated 7/24/00
Bryan Flanagan	121 Riverbreeze Place			Arnold	MD	21012-0000	Severance Agreement and General Release
BTC Retail Developers, LLC	c/o Dierman Realty Group, LLC	1320 Old Chain Bridge Road, suite 430	Vicky Smith	Mc Lean	VA	22102-0000	Lease - Store Location: 120th Avenue and Sheridan Boulevard, Broomfield, CO 80020
BTC Retail Developers, LLC	c/o NV Commercial, Inc.	8230 Leesburg Pike, Suite 500	Attn: Stephen M. Cumbie	Vienna	VA	22182	Lease - Store Location: 120th Avenue and Sheridan Boulevard, Broomfield, CO 80020
Bule Area M. Ltd. IV	c/o Pacific West Asset Mgmt. Corp.	P. O. Box 19068	Attn: Marnie	Irvine	CA	92623	Lease - Store Location: 2821 Crown Valley Parkway Laguna Niguel, CA 92677
Bule Area M. Ltd., a CA Ltd. Partnership	c/o Pacific West Asset Management Corp.	150 Paularino St., Suite 285	Debbie Scannell	Costa Mesa	CA	90626-3302	Lease - Store Location: 2821 Crown Valley Parkway Laguna Niguel, CA 92677
Burke Town Plaza, Inc.	P.O. Box 5678		Vanessa Cross - Lease Admin.	Lutherville	MD	21094-5678	Lease - Store Location\No: 9540 Old Keene Mill, Burke, VA 22015
Burke Town Plaza, Inc.	170 West Ridgely Road, Suite 300			Lutherville	MD	21093	Lease - Store Location\No: 9540 Old Keene Mill, Burke, VA 22015
Butler Retail Associates, LLC		1765 Merriman Road		Akron	OH	44313-0000	Lease - Store Location: 265 Butler Commons, Butler, PA 16001

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
Byron F. White	591 Camino de la Reina, Suite 616			San Diego	CA	92108-3189	Lease - Store Location: 211 N. El Camino Road, Encinitas, CA 92024
Byzantine, Inc.	1198 Mulberry Street		Spiro Pappin	Bridgewater	PA	15009-0000	Lease - Store Location: 93 Golfview Drive Monaca, PA 15061
Caar Enterprises, Inc.	1675 Peninsula Circle	Chuck Rogers		Castle Rock	CO	80104-0000	Lease - Store Location: 990 South Abilene Street, Aurora, CO 80016
Calac Investments, a California Limited Partnership	c/o S. Lew & Associates, Inc.	3709 Convoy St., Suite 300		San Diego	CA	92111-0000	Lease - Store Location: 5703 Rosemead Blvd Temple City CA 91780
Camarillo Town Center	c/o Investec Management Corporation	200 E. Carrillo Street, Suite 200	Jenae	Santa Barbara	CA	93101-0000	Lease - Store Location: 163 West Ventura Blvd. Camarillo, CA 93010
Canadian Imperial Bank of Commerce							Credit Agreement dated 8/6/99 (w/BancBoston and Chase)
Canadian Imperial Bank of Commerce	Canadian Credit Capital Markets	161 Bay Street, 8th Floor	Toronto, Ontario CANADA M5J 2S8				Credit Agreement dated 8/6/99 (w/BancBoston and Chase)
Carefirst Blue Cross Blue Shield	Attn: Charlene Guessford Kline	5500 12th Street SW		Washington	DC	20065	Medical Insurance Policy
Carl D. Silver	P.O. Box 7566	1201 Central Park Blvd	Attn: Paul S. Elkin, Esq.	Fredericksburg	VA	22401-0000	Lease - Store Location: 3546 Plank Road Fredericksburg, VA 22407
Carl D. Silver	P.O. BOX 7566	1201 Central Park Blvd.	Sandy Breit	Fredericksburg	VA	22401-0000	Lease - Store Location: 3546 Plank Road Fredericksburg VA22407
Carol H. Roop	810 Vicar Lane			Alexandria	VA	22301-0000	Lease - Store Location: 3260 Duke Street Alexadria, VA 22304
Carol H. Roop	c/o Gerald Cohen	1513 King Street		Alexandria	VA	22014	Lease - Store Location: 3260 Duke Street Alexadria, VA 22304
Catellus Finance I, LLC	c/o Catellus Development Corp.	201 Mission Street, 2nd Floor	Christine Lumibao	San Francisco	CA	94105-0000	Lease - Store Location: 3999 San Pablo Avenue Emeryville, CA 94662
Ceiley, Joseph	12438 Via Diego			Lakeside	CA	92040	Stock Option Agreement
Center Realty, LP	300 Raritan Center Pkwy	PO Box 7815		Edison	NJ	08818-7815	Lease - Store Location: NJ Warehouse, 174 Northfield Ave, Edison, NJ - EARLY TERMINATION 12/31/98
Century Plaza Corporation	c/o Sierra Pacific Properties	3890 Railroad Avenue	Marianne Ludlow	Pittsburg	CA	94565-0000	Lease - Store Location: 4285 Century Blvd Pittsburg CA 94565
CEP Investors II, L.P., Dba Camarillo Town Center	c/o Investec Management Corporation	200 E. Carrillo Street, Suite 200		Santa Barbara	CA	93101-0000	Lease - Store Location: 163 West Ventura Blvd. Camarillo, CA 93010
Ceridian Benefits Services		P.O. Box 402610		Atlanta	GA	30384-2610	Benefit Services Agreement
Charles C. Spera	21170 Chub Road		Charles C. Spera	Northville	MI	48147-0000	Lease - Store Location: 19276 Middlebelt Road Livonia, MI 48154
Chase Manhattan Bank	270 Park Avenue			New York	NY	10017-0000	Credit Agreement dated 8/6/99 (w/BancBoston and Canadian Imperial)
Chase Manhattan Bank	270 Park Avenue			New York	NY	10017-0000	Guarantee and Collateral Agreement
Chase Securities, Inc.							Common Stock Registration Rights Agreements dated 8/6/99
Chase Securities, Inc.	One Chase Plaza - 25th Floor	Attn: Legal Department		New York	NY	10081-0000	Common Stock Registration Rights Agreements dated 8/6/99
Chesterfield Crossing LLC	c/o CBL & Associates Management Inc.	One Park Place	6148 Lee Highway	Chatanooga	TN	37421-0000	Lease - Store Location: 12251 Chattanooga Plaza Midlothian, VA 23112
Chieh Hsin Liu and Katherine Liu, Inter Vivos Trust of 1989	298 4th Avenue, # 398		PMB 398	San Francisco	CA	94118-0000	Lease - Store Location: 3615 Stevens Creek Blvd San Jose, CA 95117
Chippenham South Associates, LLC	c/o Susan Jones	5511 Staples Mill Road	Suite 105	Richmond	VA	23223-0000	Lease - Store Location\No: 2548 Sheila Lane, Richmond, VA 23225
Christopher P. Stabile	4910 Kilburn St.			Alexandria	VA	22304-0000	Employment Agreement
Christopher P. Stabile	4910 Kilburn St.			Alexandria	VA	22304-0000	Stock Option Agreement
Christopher P. Stabile	4910 Kilburn St.			Alexandria	VA	22304-0000	Retention Agreement
Christopoulos Properties	c/o C-H Development Co.	43 Panoramic Way	Diana Rosenblatt	Walnut Creek	CA	94595-0000	Lease - Store Location: 9999 San Pablo Avenue El Cerrito, CA 94530
Chu Living Trust, Date 4/3/91	c/o Blagni Properties, Inc.	333 W. El Camino Real, Suite 240	Pek Song Chu, Trustee & Mary Chu, Trustee	Sunnyvale	CA	94087-1969	Lease - Store Location: 1648A Tully Rd San Jose CA 95122
CIBC World Markets Corp.							Common Stock Registration Rights Agreements dated 8/6/99
CIBC World Markets Corp.	425 Lexington Avenue	Attn: Mr. Ed Levy		New York	NY	10017-0000	Common Stock Registration Rights Agreements dated 8/6/99
Cigna Group Insurance Life Insurance Company of America	Attn: Jack Abel	1601 Chestnut Street		Philadelphia	PA	19192	Business Travel Insurance Policy
Cintas Corporation	1969 Brightseat Road			Landover	MD	20785	Uniform Rental Agreement
Cintas Corporation	1111 NW 209 Avenue			Pembroke Pines	FL	33029-2110	Uniform Rental Agreement
Cintas Corporation	7101 Parke East Blvd			Tampa	FL	33610	Uniform Rental Agreement
Cintas Corporation	125 John Hancock Road	Suite 9		Tauton	MA	02780	Uniform Rental Agreement
Cintas Corporation	40 Abele Road			Bridgeville	PA	15017	Uniform Rental Agreement
Cintas Corporation	39145 Webb Drive			Westland	MI	48185	Uniform Rental Agreement
Cintas Corporation	PO Box 686			Vista	CA	92085	Uniform Rental Agreement
Cintas Corporation	830 N. Batavia Street			Orange	CA	92868-1225	Uniform Rental Agreement
Cintas Corporation	777 139th Street			San Leadro	CA	94578	Uniform Rental Agreement
Cintas Corporation	1150 Windham Parkway			Romeoville	IL	60446	Uniform Rental Agreement
CIP Temecula, LLC	1300 Bristol Street, N., Suite 215		Phil Bensinger	Newport Beach	CA	92660-0000	Lease - Store Location: 40515 Winchester Road Temecula, CA 92591
CIP Temecula, LLC	c/o Ybarra & Associates	479 Ocean Avenue		Laguna Beach	CA	92651	Lease - Store Location: 40515 Winchester Road Temecula, CA 92591
CIP Temecula, LLC	c/o Quad Capital Advisors, LLC	8018 Excelsior Drive, Suite 301	Attn: Charlie Knudsen	Madison	WI	53719	Lease - Store Location: 40515 Winchester Road Temecula, CA 92591
CIP Temecula, LLC	c/o Orrick, Herrinton & Sutcliffe	666 Fifth Avenue	Attn: Corey A. Tessler	New York	NY	10103	Lease - Store Location: 40515 Winchester Road Temecula, CA 92591
CIP Temecula, LLC	1300 Bristol Street, N.	Suite 215	Phil Bensinger	Newport Beach	CA	92660	Lease - Store Location: 40515 Winchester Road Temecula, CA 92591
CIP Temecula, LLC	c/o Schultz & Associates LLC	555 Double Eagle Court	Suite 1000	Reno	NV	89511	Lease - Store Location: 40515 Winchester Road Temecula, CA 92591
CIP Temecula, LLC	c/o Ybarra & Associates	479 Ocean Avenue		Laguna Beach	CA	92651	Lease - Store Location: 40515 Winchester Road Temecula, CA 92591
CIP Temecula, LLC	c/o QuadCapital Advisors, LLC	8018 Excelsior Drive, Suite 301	Charlie Knudsen	Madison	WI	53719	Lease - Store Location: 40515 Winchester Road Temecula, CA 92591
CIP Temecula, LLC	c/o Orrick, Herrington & Sutcliffe	666 Fifth Avenue	Corey A. Tessler	New York	NY	10103	Lease - Store Location: 40515 Winchester Road Temecula, CA 92591
Citicapital Commercial Corporation (f/k/a Copelco Capital, Inc.)	Attn: Clarissa Skinner	8001 Ridgepoint Drive		Irving	TX	75063	Equipment Leases

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
Clark - Gateway, LLC	c/o C. W. Clark, In.c	4180 La Jolla Village Drive, Suite 405	Ron Wilson	LaJolla	CA	92037-0000	Lease - Store Location: 840 W Valley Parkway Escondido CA 92025
Climatech	Bolmar Drive			Pittsburgh	PA	15205	HVAC Service Contract
Clybourn Properties, LLC	1871 North Clybourn Avenue	Suite 203		Chicago	IL	60614	Lease - Store Location: 1871 N. Clybourn Avenue, Chicago, IL 60614
Clyde Luster Sr. & Frieda M. Luster	c/o The Farrior Company, Inc.	2000 Interstate Park Drive, Suite 300		Montgomery	AL	36109-0000	Lease - Store Location/No: Montgomery Alabama Factory Warehouse Storage, 221 Randolph Street, Montgomery, Al 36104
COBRAServ National Service Center		3201 34th Street South		St. Petersburg	FL	33711	COBRA Policy
Codding Enterprises, a California Limited Partnership	P.O. Box 6655			Santa Rosa	CA	95406-0000	Lease - Store Location: 4635 Redwood Dr Rohnert Park CA 94928
Colchester Plaza Assoc. c/o Renaissance Properties	First State Bank Building	342 Route 9 North	Robert McDaid	Englishtown	NJ	07726-0000	Lease - Store Location: 299 Route 18, East Brunswick, NJ 8816
Cole Boulevard Holdings LLC	c/o Stiles Corporation Mgmt.	300 S.E. Second Street, 8th floor	Melanie Lehman	Ft. Lauderdale	FL	33301-0000	Lease - Store Location: 10800 Pines Boulevard, Suite 9 Pembroke Pines, FL 33026
Cole Boulevard Holdings LLC	c/o Stiles Property Management	300 S.E. Second Street, 8th Floor	Melanie Lehman	Ft. Lauderdale	FL	33301-0000	Lease - Store Location: 10800 Pine Blvd, Suite 9, Pembroke Pines FL
Colin S. Harley	1465 Colesville Road			Bethlehem	PA	18015-0000	Employment Agreement
Colin S. Harley	1465 Colesville Road			Bethlehem	PA	18015-0000	Stock Option Agreement
Colin S. Harley	1465 Colesville Road			Bethlehem	PA	18015-0000	Retention Agreement
Collington Plaza, L.L.C	c/o MLS Properties	P. O. Box 32562	Kathleen Coakley	Baltimore	MD	32562	Lease - Store Location\No: 1125 Bowie, 3560 Crain Highway, Bowie, MD 20716
Collington Plaza, LLC	c/o Richard S. Lehmann, Esq. Abramoff, Nevberger & Linder	250 West Pratt Street, Suite 800	Richard S. Lehmann, Esq.	Baltimore	MD	21201	Lease - Store Location\No: 1125 Bowie, 3560 Crain Highway, Bowie, MD 20716
Collington Plaza, LLC	c/o M. Leo Stroch Management Company	1777 Reisterstown Road, suite 355	Kathleen Coakley	Baltimore	MD	21208	Lease - Store Location\No: 1125 Bowie, 3560 Crain Highway, Bowie, MD 20716
Collington Plaza, LLC	c/o MLS Properties	10616 Beaver Dam Road	Kathleen Coakley	Hunt Valley	MD	21030	Lease - Store Location\No: 1125 Bowie, 3560 Crain Highway, Bowie, MD 20716
Comfort Source Mattress Company							Tax Sharing Agreement dated 8/6/99 (and The Bedding Experts)
Commonwealth Ave. Trust	c/o Grossman Companies, Inc.	1266 Furnace Brook Parkway	P.O. Box 110	Quincy	MA	02269-0110	Lease - Store Location: 872 Commonwealth Ave. Brookline, MA 02146
Commonwealth Ave. Trust	c/o Loventhal & Hafite	25 Braintree Hill Park, P. O. Box 967	Attn: L. Aaron Cohen P.C.	Braintree	MA	02184	Lease - Store Location: 872 Commonwealth Ave. Brookline, MA 02146
Community Centers One, LLC c/o Developer Diversified Realty Corporation	3300 Enterprise Parkway	PO Box 228042	Attn: General Counsel	Beachwood	OH	44122-0000	Lease - Store Location: 545 South Broadway #1-4, Denver, CO 80209
Community I, LLC	3300 Enterprise Parkway	P.O. Box 228042	Rick Zoubovitch	Beachwood	OH	44122-0000	Lease - Store Location: 11670 Carmel Mountain Road San Diego, CA 92128
Contra Costa Newspapers, Inc.	2640 Shadelands Drive	Attn: Gretchen Vallejo		Walnut Creek	CA	94598-0000	Advertising Agreement
Core Solutions Group, Inc.	3000 University Drive	Suite F		Coral Springs	FL	33065	Software License Agreement
Cornelius Doherty Jr., Patrick John Dohery, Stephen Michael Doherty, Thomas F. Dohery and Timothy Doherty	c/o Direct Car and Truck Rental	3351 Las Huertas Rd.	Cornelius Doherty	Lafayette	CA	94549-0000	Lease - Store Location: 2074 Mt Diablo Blvd Walnut Creek CA 94596
Cornelius Doherty, Jr., Patrick John Doherty, Stephen Michael Doherty, Thomas F. Doherty and Timothy Doherty	Direct Car and Truck Rental	3351 Las Huertas Road		Lafayette	CA	94549-0000	Lease - Store Location: 2074 Mt. Diablo Blvd. Walnut Creek, CA 94696
Corporate Express, Inc.	7700 Port Capital Drive			Elkridge	MD	21075-0000	Office Supply National Account Agreement
Corporate Express, Inc.	Environmental Way			Broomfield	CO	80021-3416	Office supply national account agreement
CPI Limited, Inc.	c/o Carter and Associates	4905 W. Laurel Street, Suite 200	Bill W. Mazas	Tampa	FL	33607-0000	Lease - Store Location: 14369 N. Dale Mabry Highway Tampa, FL 33618
Cramer, Claude C.	11684 Generation Ct.			Reston	VA	22091	Stock Option Agreement
CT Operating Partnership, L.P.	3500 Sepulveda Blvd.	P.O. Box 10010	John Burnes	Manhattan Beach	CA	90266-8510	Lease - Store Location: 2515 Vista Way, Suite A Oceanside, CA 92054
Cummins Power Systems, Inc.	1907 Park 100 Drive			Glen Burnie	MD	21061-9930	Power Generator Maintenance Agreement
Cypress Creek Co. L.P., dba PTC	c/o Sunbelt Management Company	220 Congress Park Drive, Suite 215	Stacy Hudson	Delray Beach	FL	33445-0000	Lease - Store Location: 638 Palomar Street Chula Vista, CA 92011
D & C Sunrise & Flamingo, Ltd.	11084 Mariola Way		Chandler	Scottsdale	AZ	85262	Lease - Store Location: 12260 West Sunrise Blvd Plantation FL 33323
D.E.K.K. Associates	640 Tigertail Road		Eugene Kurchak	Los Angeles	CA	90049-0000	Lease - Store Location: 18605 Hawthorne Boulevard Torrance, CA 90504
DAC Services	Attn: Pam Doyle	Dept. No. 130	P.O. Box 21228	Tulsa	OK	74121-1228	Criminal Record/Motor Vehicle Information Services Agreement
Daily Press, The	13891 Park Avenue			Victorville	CA	92392-0000	Advertising Agreement with The Daily Press
Dalan/Rubloff Gurnee, LLC	c/o Rubloff Development	20 North Wacker Dr., Suite 1500	Ellen Janiszewski	Chicago	IL	60606-0000	Lease - Store Location: 7055A West Grand Ave Gurnee IL 60031
David H. Carls & Gary F. Snerson	c/o Annex Realty Company	P.O. Box 610302	David Carls	Newton Highlands	MA	02461-0000	Lease - Store Location:112 Burlington Mall Road Burlington, MA 01803
Dearborn Newman Company, L.L.C.	c/o George Nyman	2900 West Maple, Suite 321	George Nyman	Troy	MI	48084-0000	Lease - Store Location: 22537 Newman St Dearborn MI 48124
DEEK Associates	640 Tigertail Road		Eugene Kurchak	Los Angeles	CA	90049-0000	Lease - Store Location: 18605 Hawthorne Blvd Torrance CA 90504
Deerfield Retail LLC	c/o Gurnberg Asset Management Corp.	3200 North Federal Highway	David Siegel	Ft. Lauderdale	FL	33306-0000	Lease - Store Location: 4036 W. Hillsboro Blvd Deerfield Beach, FL 33442
Delivery Solutions Inc.	450 Rosewood Avenue #210	Attn: Dave Thompson, President		Camarillo	CA	93010-0000	Delivery Service Contract
Delivery Solutions Inc.	450 Rosewood Avenue #210	Attn: Dave Thompson, President		Camarillo	CA	93010-0000	Delivery Service Contract
Delta Dental	Attn: Tony Pease	One Delta Drive		Mechanicsburg	PA	17055	Dental Insurance Policy
Denna K. Werick, Trustee of the J.J. & R Realty Trust	11 Esquire Road			North Billerica	MA	01862-2501	Lease - Store Location: 45 Worcester Rd Natick MA 01760
Deno P. Dikeou	502 N. Highway 17-92			Longwood	FL	32750-0000	Lease - Store Location: 338 North Alafaya Trail Orlando, FL 32828
Denton Woodbridge LLC	224 East Broad Street			Westfield	NJ	07090-0000	Lease - Store Location: Plaza K, Route 1 South, Metuchen, NJ 8846
Desco-Property Manager	c/o Becker Properties, Inc.	1832 Bayonne Street	Don Smith	Sarasota	FL	34231-0000	Lease - Store Location: 4039 S. Tamiami Trail, Sarasota, FL 34231
Destination Marketing	6808 220th Street, Suite 300	Attn: Dan Voetmann		Mountlake Terrace	WA	98043-0000	Marketing Agreement

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
Destination Marketing	6808 220th Street SW	Suite 300		Mountlake Terrace	WA	98043-0000	Advertising Agreement
Detroit Free Press	20410 Superior #3308			Taylor	MI	48180-0000	Detroit Newspaper Agency Revenue Based Contract-Retail Advertising Agreement with Detroit Newspaper Agency dated as of May 22, 2002
Detroit Newspaper Agency	615 W. Lafayette Boulevard	Attn: Rebecca Steckler		Detroit	MI	48226-0000	Retail Advertising
Developers Diversified Realty	c/o RVIP Puente Hills LLC	3300 Enterprise Parkway	Nadia Gilmore	Beachwood	OH	44112-0000	Lease - Store Location: 17727 East Gale Avenue City of Industry, CA 91748
Dimitrios Papagiannakis & Maria Pappagiannakis	2100 Sound Drive			Greenport	NY	11944-0000	Lease - Store Location: 31-58 Steinway Street, Astoria, NY 11103
Dimmock Square, L.L.C.	c/o Blackwood Development Co.	7400 Beaufont Springs Drive, Suite 300	Willis Blackwood	Richmond	VA	23225-0000	Lease - Store Location: 707 South Park Blvd, Suite 1 Colonial Heights, VA 23834
DiMucci Development Corp.of Cicero	c/o DiMucci Companies	285 West Dundee Rd.	Eileen Trapini	Palatine	IL	60074-0000	Lease - Store Location: 2625 South Cicero Ave Cicero IL 60804
Discover Financial Services Inc.	2500 Lake Cook Road			Deerfield	IL	60015-0000	Merchant Services Agreement - Discover Financial Services, Inc.
DJD Partners 10, LLC	c/o Welsh Companies LLC	7807 Creekridge Circle	John Johannson	Bloomington	MN	55439-0000	Lease - Store Location: 3900 Sisk Road Suite P Modesto, CA 95356
Dobbin Square LLP	McCuan Development Group, Inc.	5550 Sterett Place, Suite 312	Chris Richards	Columbia	MD	21044-0000	Lease - Store Location\No: 6476 Dobbin Center Way, Columbia, MD 21045
Dollinger Properties	555 Twin Dolphin Drive	Suite 600	Michael Dollinger	Redwood City	CA	94065	Lease - Store Location: 203-205 N. Central Avenue Glendale, CA 91203
Dominion Service Co	2630 Goodes Bridges Rd			Richmond	VA	23224	HVAC Service Contract
Domito, Mary	912 Summerbreeze Ct.			Vacaville	CA	95687	Stock Option Agreement
Donahue Schriber Realty Group, L.P.	200 E. Baker Street, Suite 100		Sharon Cooney	Costa Mesa	CA	95626-0000	Lease - Store Location: 7701 Laguna Boulevard, #420 Elk Grove, CA 95758
Donahue Schriber Realty Group, L.P.	1451 River Park Drive, Suite 110		Sharon Cooney	Sacramento	CA	95815	Lease - Store Location: 7701 Laguna Boulevard, #420 Elk Grove, CA 95758
Donahue Schriber Realty Group, L.P.	200 E. Baker Street, Suite 100		Bobbie Brown	Costa Mesa	CA	95626-0000	Lease - Store Location: 1016-1 Riley Street Folsom, CA 95630
Donahue Schriber Realty Group, L.P.	1451 River Park Drive, Suite 110		Bobbie Brown	Sacramento	CA	95815	Lease - Store Location: 1016-1 Riley Street Folsom, CA 95630
Donahue Schriber Realty Group, L.P.	3501 Jamboree Road, Suite 300	South Tower		Newport Beach	CA	92660-0000	Lease - Store Location: 3541 Truxel Road, Suite 3 Sacramento, CA 95834
Donahue Schriber Realty Group, L.P.	c/o DSRG	1451 River Park Drive, Suite 299		Sacramento	CA	95815-4504	Lease - Store Location: 3541 Truxel Road, Suite 3 Sacramento, CA 95834
Douglas Development Corp.	702 H Street, NW	Suite 400	Norman Jermal	Washington	DC	20001-0000	Lease - Store Location: 4445 Wisconsin Avenue, N.W. Washington, DC 20016
Downers Grove Limited Partnership	27750 Stansbury	Suite 200		Farmington Hills	MI	48334-0000	Lease - Store Location: 1640 West 75th St Downers Grove IL 60517
Dr. Robert Ciardullo	170 Maple Avenue	# 305	Sam Cairdullo	White Plains	NY	10601-0000	Lease - Store Location: 2494 & 2504 Flatbush Avenue, Brooklyn, NY 10211
Dr. William B. Ahn and Partners	c/o Koss Properties Company	3250 Wilshire Blvd., Suite 2150	Joe Del Rivo	Los Angeles	CA	90010-0000	Lease - Store Location: 20775 South Avalon Blvd. Carson, CA 90746
Dundalk Stores Corporation	c/o Vornado Realty Trust	210 Route 4 East	Joseph Povinelli	Paramus	NJ	07652-0000	Lease - Store Location\No: 1409 Merritt Blvd., Dundalk MD 21045
Duron, Inc.	10406 Tucker Street		Attn: Real Estate Department	Beltsville	MD	20705-0000	Lease - Store Location\No: 495 B. Elden Street, Herndon, VA 22070
Dutchship, LLC	c/o Ed Wilson	504 Tulip Road	Irene Cook	Annapolis	MD	21403	Lease - Store Location: 7430 Annapolis Road Landover, MD 20783
E & A Acquisition II, LP	c/o Towne Crossings	P.O. Box 528	Carolyn Williams	Columbia	SC	29202-0000	Lease - Store Location: 11611 Midlothian Turnpike Midlothian, VA 23113
E & A Acquisition II, LP	c/o Towne Cossings	P. O. Box 528	Carolyn Williams	Columbia	SC	29202	Lease - Store Location: 11611 Midlothian Tpke, Midlothian, VA
East Sunrise Corp.	PO Box 90			Roslyn Heights	NY	11577-0000	Lease - Store Location: Sayville Plaza Shopping Center, 5640 Sunrise Highway, Sayville, NY 11782 - TERMINATED 04/30/99
Eastgate Shopping Center, Inc.	c/o J.J. Gumberg Co.	Brinton Exec. Center	1051 Brinton Road	Pittsburgh	PA	15221-4599	Lease - Store Location:1160 East Pittsburgh St. Greensburgh, PA 15601
Edith Maridon, As trustee of the Maridon Family Living Trust 1986, and Baldassini Investments, Inc.	76 Pasatiempo Drive			Santa Cruz	CA	95060-0000	Lease - Store Location: 1189 El Camino Real Menlo Park, CA 94560
EFS National Bank	2525 Horizon Lake Drive	Suite 120		Memphis	TN	38133-0000	Merchant Agreement
Elanor Walor & Louis Mscisz	Trustees of the Anne Mscisz Trust	P.O. Box 388	Patricia Prentiss	Danvers	MA	01923-0000	Lease - Store Location: 180 Endicott Street Danvers, MA 01923
Elizabeth H. Phillips	24 Devonshire Lane		Nicholas Bell	Oak Brook	IL	60521-0000	Lease - Store Location: 14/Central Avenue 3101 North Central Ave Chicago IL 60634
Elk Crossing Limited Partnership	c/o Mid-America Asset Mgmt.	Two Mid-America Plaza, Suite 330	Richard Oliva	Oakbrook Terrace	IL	60181-0000	Lease - Store Location: 52 Biesterfield Rd Elk Grove Village IL 60007
Emanuel M. Rider	c/o Richard J. Lauter & Company	11801 Wash Blvd	Marc Lauter	Los Angeles	CA	90066-0000	Lease - Store Location: 6041 Topanga Canyon Woodland Hills, CA
Encino Valley Shopping Center Ltd.	PO Box 7055		Joe Benjamin	Newport Beach	CA	92658-0000	Lease - Store Location: 17951 Ventura Blvd Encino CA 91316
Equifax Check Services, Inc.	11601 Roosevelt Boulevard			Saint Petersburg	FL	33716-0000	Check Authorization Agreement
Equifax Risk Management Services	11601 Roosevelt Boulevard			Saint Petersburg	FL	33716-0000	Collection Services Agreement
F&M SORCI LAND CO.	c/o FP Management and Brokerage	4125 Blackford Avenue, Suite 215	Evelyn Pearl	San Jose	CA	95117-0000	Lease - Store Location: 252 Ranch Drive Milpitas, CA 95035
Federal Realty Investment Trust	Dept. # 0930			McLean	VA	22109-0930	Lease - Store Location: 113-295 Skokie Valley Road #E1A Highland Park IL 600035
Festival At Pasadena Ltd Partnership		23 Walker Avenue		Baltimore	MD	21208	Lease - Store Location: 8125 Ritchie Highway, Pasadena, MD 21122
Festival at Riva Road	c/o Madison Marquette Realty Services	135 South LaSalle Street, Dept. 1301	George Collins	Chicago	IL	60674-1301	Lease - Store Location: 2341 Forest Drive Annapolis, MD 21401
Finch & Barry Properties, Ltd.	1261 Wiley Road	Unit L	Linda	Schaumburg	IL	60173-0000	Lease - Store Location: 140 East Fullerton Carol Stream IL 60188
First Union Capitol Management Group	Attn: Ellie Smith	1525 West W.T. Harris Blvd		Charlotte	NC	28288-1176	401(k) Plan Administation Agreement
Flagler and Douglas Corp.	c/o Bount Commercial Realty, Inc.	1501 Venera Avenue, Suite 217	David Blount	Coral Gables	FL	33146-0000	Lease - Store Location: 3701 West Flagler St Miami Fl 33134
Fleet Bank of MA	(BancBoston, N.A.)	100 Federal Street	Attn: Catherine Egan	Boston	MA	02110-0000	Credit Agreement dated 8/6/99 (w/Canadian Imperial and Chase)
FMP, LLC a California Limited Liability Company	c/o Sudberry Properties, Inc.	5465 Morehouse Dr., #260	Diane Lawless	San Diego	CA	92121-0000	Lease - Store Location: 2401 Fenton Pkwy, Suite 101 San Diego CA 92108
Foamex, L.P.	1000 Columbia Avenue			Linwood	PA	19061-0000	Supply Agreement

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
Fort Evans Plaza Partnership Ltd.	c/o Uniwest Grooup, LLC	5100 Leesburg Pike, Suite 200	Susanne Fahr	Alexandria	VA	22302	Lease - Store Location: 250 NE Fort Evans Road, Leesburg, VA 20176
Fox Hill II, Inc.	1044 Northern Blvd.	P. O. Box C		Roslyn	NY	11576	Lease - Store Location: 2865 Richmond Avenue, Staten Island, NY 10314
Fox Hill II, Inc.	3333 New Hide Park Road, # 100	P. O. Box 5020		New Hyde	NY	11042	Lease - Store Location: 2865 Richmond Avenue, Staten Island, NY 10314
Freedom Communications, Inc.	d/b/a The Orange County Register	625 N. Grand Avenue	Attn: Faye Sadlon	Santa Ana	CA	92701-0000	Advertising Agreement
Fresh Pond Mall Limited Partnership	185 Alewife Brook Pkwy.		Bill O'Brien	Cambridge	MA	02138-0000	Lease - Store Location: 194 Alewife Brook Pkwy. Cambridge, MA 02138
G.B. Mall Limited Partnership	c/o Quantum Management Company	4212 Del Ray Avenue		Bethesda	MD	20814-0000	Lease - Store Location: 6226 Greenbelt Road Greenbelt, MD 20770
Gateway Center Associates Ltd	c/o Schmier & Feurring Properties, Inc.	7777 Glades Rd., Suite 310	Kellie Boyle	Boca Raton	FL	33434-4195	Lease - Store Location: 7160 Orchard Lake Road West Bloomfield, MI 48322
Gateway Center Associates, Ltd.	c/o Wachovia Bank, N. A.	P. O. Box 945932		Atlanta	GA	30394-5932	Lease - Store Location: 7160 Orchard Lake Road West Bloomfield, MI 48322
Gator Leasing, Inc.	4040 N.W. 72nd Avenue			Miami	FL	33166-0000	Truck Lease
G-C Partners, LTD, M-S Partners LTD d/b/a K-M Plaza	c/o Craham Realty Company	101 Wood Street	Tom McCargo	Pittsburgh	PA	15222-0000	Lease - Store Location: 825 Beaver Grade Road, Coraopolis, PA
GE Capital Corporation	1961 Hirst Drive			Moberly	MO	65270-0000	Equipment Lease Agreement - Service Center Konica 7165 Digital Copier Lease Purchase and FS-110 Staple Finisher-GECC
General Electric Capitol Corporation	1961 Hirst Drive			Moberly	MO	65270	Equipment Lease
George & Mary Sansoucie	61 South Mammoth Road		Richard	Manchester	NH	03109-0000	Lease - Store Location: 890 S. Willow Street Manchester, NH 03103
Geraldine L. Mathews, Trustee U/A/D 7-28-88	5900 N. Adams Road		Bill McMachan	Troy	MI	48084	Lease - Store Location: 32808 N. Woodward Avenue Royal Oak, MI 48073
GFS REALTY, INC	PO BOX 1804	DEPT. 671	Gary Dobbs	WASHINGTON	DC	20013-0000	Lease - Store Location: 15713 Columbia Pike, Burtonsville, MD 20866
Glendora Marketplace, LLC	c/o Classic Management Services	18756 Erwin Street		Tarzana	CA	91335-0000	Lease - Store Location: 1331 South Lone Hill Avenue Suite 200 Glendora, CA 91740
GMS Five, LLC	5973 Avenida Encinas	Suite 300	Hahn Phan	Carlsbad	CA	92008-4476	Lease - Store Location: 2090 S. Atlantic Blvd. Monterey Park, CA 91754
GOA Properties	1401 Brickell Avenue	Suite 530	Gerald A. Marco	Miami	FL	33131-0000	Lease - Store Location: 701 North Congress Avenue Boynton Beach, FL 33426
Gold Crest, L.L.C.	c/o Thomas E. Carr & Associates, P.C.	1110 Boulders Parkway, Suite 650	Frede M. Thompson	Richmond	VA	23225-0000	Lease - Store Location: 1235 West Hull Street 4509 Commonwealth Center Parkway Midlothian, VA 23112
Greenland Farms LLC	33 Hobbs Road		Dave Sanderson	North Hampton	NH	03862-0000	Lease - Store Location: 443 Amherst Street Nashua, NH 03063
Gus Demas Building Corporation an Illinois Corporation	655 Forest Hill Rd.		Peter Demas	Lake Forest	IL	60045-0000	Lease - Store Location: 1767-1771 Richmond Rd McHenry IL 60050
Gustine Washington Associates, Ltd.	2100 Waarton Street, Suite 700	Birmingham Towers	Mary Madamma	Pittsburgh	PA	15203-0000	Lease - Store Location:313 Washington Road Washington, PA 15301
H.J. Mohr & Sons Co.	915 South Maple Ave.		Henry Mohr	Oak Park	IL	60304-0000	Lease - Store Location: 14/Oak Park 1149-1151 Garfield Oak Park IL 60304
Hall, Michael S.	14176 Rockinghorse Drive			Sale City	VA	22193	Stock Option Agreement
Hampstead Wantagh Co.	62 South 2nd Street, Suite 2		Barry Dorf	Deer Park	NY	11729-0000	Lease - Store Location: 2557 Hampstead Turnpike, East Meadow, NY
Hampton Mercury Investment Co. Ltd. Part	27750 Stansbury	Suite 200		Farmington Hills	MI	48334-0000	Lease - Store Location: 1825 159th St Calumet City IL 60409
Hampton Mercury Investment Co. Ltd. Part	27750 Stansbury	Suite 200		Farmington Hills	MI	48334-0000	Lease - Store Location: 421 Townline Rd Mundelein IL 60060
Hampton Mercury Investment Co.II	27750 Stansbury	Suite 200		Farmington Hills	MI	48334	Lease - Store Location: 14718 Lagrange Rd Orland Park IL 60462
Harlem Realty Partnership	c/o Malet Realty Ltd.	14 East Jackson Blvd.	Deborah Tomlin	Chicago	IL	60604-0000	Lease - Store Location: 4602 N. Harlem Avenue Harwood Heights IL 60656
Harry Leiser Revocable Trust	62 Mott Avenue		Harry Leiser	New London	CT	06320-0000	Lease - Store Location: 163 Boston Turnpike Shrewsbury, MA 01545
Heilig-Meyers	c/o Vernon E. Inge, Jr., Esquire	Le Claire Ryan, P.C.	P.O. Box 1969	Richmond	VA	23218-0000	Amendment No. 1 to Indemnity Agreement dated 7/29/99 (w/Bain)
Heilig-Meyers	c/o Vernon E. Inge, Jr., Esquire	Le Claire Ryan, P.C.	P.O. Box 1969	Richmond	VA	23218-0000	Amendment No. 1 to Supply Agreement dated 8/6/99
Heilig-Meyers	c/o Vernon E. Inge, Jr., Esquire	Le Claire Ryan, P.C.	P.O. Box 1969	Richmond	VA	23218-0000	Amendment No. 1 to Transaction Agreement dated 7/15/99
Heilig-Meyers	c/o Vernon E. Inge, Jr., Esquire	Le Claire Ryan, P.C.	P.O. Box 1969	Richmond	VA	23218-0000	Amendment No. 2 to Transaction Agreement dated 7/27/99
Heilig-Meyers	c/o Vernon E. Inge, Jr., Esquire	Le Claire Ryan, P.C.	P.O. Box 1969	Richmond	VA	23218-0000	Assignment and Assumption Agreement dated 8/6/99
Heilig-Meyers	c/o Vernon E. Inge, Jr., Esquire	Le Claire Ryan, P.C.	P.O. Box 1969	Richmond	VA	23218-0000	Indemnity Agreement dated 5/28/99 (w/Bain)
Heilig-Meyers	c/o Vernon E. Inge, Jr., Esquire	Le Claire Ryan, P.C.	P.O. Box 1969	Richmond	VA	23218-0000	Merging Mattress Discounters Acquisition Corporation to Heilig-Meyers Associates, Inc. dated 8/6/99
Heilig-Meyers	c/o Vernon E. Inge, Jr., Esquire	Le Claire Ryan, P.C.	P.O. Box 1969	Richmond	VA	23218-0000	Registration Rights Agreement dated 8/6/99
Heilig-Meyers	c/o Vernon E. Inge, Jr., Esquire	Le Claire Ryan, P.C.	P.O. Box 1969	Richmond	VA	23218-0000	Settlement Agreement
Heilig-Meyers	c/o Vernon E. Inge, Jr., Esquire	Le Claire Ryan, P.C.	P.O. Box 1969	Richmond	VA	23218-0000	Stockholders Agreement dated 8/6/99
Heilig-Meyers	c/o Vernon E. Inge, Jr., Esquire	Le Claire Ryan, P.C.	P.O. Box 1969	Richmond	VA	23218-0000	Supply Agreement dated 8/6/99
Heilig-Meyers	c/o Vernon E. Inge, Jr., Esquire	Le Claire Ryan, P.C.	P.O. Box 1969	Richmond	VA	23218-0000	Tax Agreement dated 8/6/99 (The Bedding Experts)
Heilig-Meyers	c/o Vernon E. Inge, Jr., Esquire	Le Claire Ryan, P.C.	P.O. Box 1969	Richmond	VA	23218-0000	Transaction Agreement (w/Mattress Discounters Acquisition Corporation)-5/28/99
Herman Lubcher Properties, LLC	c/o Judith Lubcher	2 Meadow Road		Baltimore	MD	21212-0000	Lease - Store Location: 9637 Reistertown Road Owings Mill, MD 21117
HHH Landmark, L.L.C.	P.O. Box 15949			Wilmington	DE	19850-0000	Lease - Store Location: 6226 Little River Turnpike Alexandria VA 22312
HHH Landmark, LLC	c/o Urban Retail Properties Company	Landmark Plaza	3222 M. Street, NW, Box 820	Washington	DC	20007	Lease - Store Location: 6226 Little River Turnpike Alexandria VA 22312
Highland Grove Ltd. Partnership	c/o Developers Diversified Realty Corp.	3300 Enterprise Pkwy., PO Box 951137	Greg Bradbury	Beachwood	OH	44122-0000	Lease - Store Location: 10431 Indianapolis Boulevard Higland IN 46322
Hirshorn, Jim	111 Huntington Avenue			Boston	MA	02119	Stock Option Agreement
Hi-Tech Realty, LLC	8230 West Flagler Street		Mr. Gustavo Cordoba	Miami	FL	33144-0000	Lease - Store Location: 8242 West Flagler Street Miami, FL 33144

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
Holder, John E. Jr.	17116 Founders Mill Drive			Derwood	MD	20855	Stock Option Agreement
Huffman, Jeffery A.	5406 Wedding Court			Waldorf	MD	20602	Stock Option Agreement
Hulme Trust ET AL	2573 Topaz Drive		Allan D. Hulme	Novato	CA	94945-0000	Lease - Store Location: 7817 Greenback Lane Citrus Heights, CA 95610
Huntington Realty	c/o Lucille Roberts	4 East 80th Street	Mitchell Salmon	New York	NY	10021-0000	Lease - Store Location: 259 Walt Whitman, Huntington, NY
ICG AAF Hayward M Industrial, Inc.	c/o Insignia Commercial Group, Inc.	160 West Santa Clara, Suite 1350	Bernadette Subaru	San Jose	CA	95113-0000	Lease - Store Location: 26511 Danti Court Hayward, CA 94545
ICG AAF Hayward M Industrial, Inc.	c/o Insignia ESG Inc.	3391-A Arden Road	Attn: Property Manager	Hayward	CA	94545	Lease - Store Location: 26511 Danti Court Hayward, CA 94545
ICG AAF Hayward M Industrial, Inc.	c/o Invesco Realty Advisors	5400 LBJ Freeway, Suite 700	Attn: Hayward Gateway Center Asst. Mgr.	Dallas	TX	75240	Lease - Store Location: 26511 Danti Court Hayward, CA 94545
Imagitas, Inc.	48 Woerd Avenue			Waltham	MA	02453-3826	Advertising Agreement
Industry Property Fund III, L.P.	c/o Industry Dev. International, Inc.	3424 Peachtree Road N.E., Suite 1500	Susan Bryan	Atlanta	GA	30326-0000	Lease - Store Location: 2955 West Corporate Lakes Blvd., Suite 600 Weston, FL 33331
Inland Real Estate Corp.	2901 Butterfield Road		Robert Mrazek	Oak Brook	IL	60523-0000	Lease - Store Location: 1492 H. South Randall Road Geneva IL 60134
Inland Real Estate Corp.	2901 Butterfield Road			Oak Brook	IL	60523-0000	Lease - Store Location: 2641 Plainfield Rd Joliet IL 60435
Inland Real Estate Corp.	2901 Butterfield Rd.		Linda Bavone	Oak Brook	IL	60523-0000	Lease - Store Location: 5129 West 95th St Oak Lawn IL 60453
International Business Machines Corp.	7100 Highlands Pkwy			Smyrna	GA	30082-0000	Discovery Recovery Agreement
International Business Machines Corporat	7100 Highlands Pkwy			Smyrna	GA	30082-0000	Service Contract
Irvine Retail Properties Co.	c/o Madison Marquette Retail Services, Inc	5 Jennifer, Suite 100	John Skillman	Irvine	CA	92618-0000	Lease - Store Location: 3881 H Alton Parkway Irvine CA 92714
Irving D. Berger & Edelyn K. Berger	1760 Reston Parkway	Suite 504		Reston	VA	22090-3303	Lease - Store Location: Rockville - Ground Lease 12260 Rockville Pike Rockville, MD 20852
J.F. Williams III	c/o Harrison Bates Inc., Agent	P.O. Box 490	Robin Chamerlain	Richmond	VA	23203-0000	Lease - Store Location: 4914 West Broad St Richmond VA 23230
Jack Straw Limited Partnership	c/o Continental Real Estate Companies	2665 South Bayshore Drive	Suite 1002	Miami	FL	33133-0000	Lease - Store Location: 12833 Southwest 88th Street (North Kendall) Miami, FL 33186
Jack Tarr Development Co.	c/o Diversified Investment Company	30240 Rancho Viejo Road, Suite B	Martha Inga	San Juan Capistrano	CA	92675-0000	Lease - Store Location: 891-893 Jackman St El Cajon CA 92020
Jack Tarr Development Co.	c/o Diversified Investment Company	30240 Rancho Viejo Road, Suite B	Martha Inga	San Juan Capistrano	CA	92675-0000	Lease - Store Location: 12544A Amargosa Rd Victorville CA 92392
James C. or Mary E. Taylor Trust	6030 North Desert Moon Court			Tuscon	AZ	85750-0000	Lease - Store Location:2287 W. Grand River Avenue Okemos, MI 48864
James Nemec, Trustee	800 N. Flagler Drive		Gerard Arsenault	West Palm Beach	FL	33104-0000	Lease - Store Location: 2522 Okeechobee Blvd, West Palm Beach, FL
James William Baros, Jr. / Evan E. Baros	18917 NE 5th Avenue			Miami	FL	33179-0000	Lease - Store Location: 1218 E. Fowler Avenue, Tampa, FL 33612
Jefferson Pilot Financial Insurance	Attn: Brian LeBlanc	8801 Ardian Hills Drive		Omaha	NE	68114-4066	Life Insurance and LTD Policy
Jemal Jefferson Limited Partnership	c/o Douglas Development Corp.	702 H Street, NW	Tim Roberts	Washington	DC	20001-0000	Lease - Store Location: 1212 19th Street, N.W. Washington, DC 20036
Jerry Lytell							License Agreement
Jerry Lytell	Lytell Industries	1800-F Rockville Pike		Rockville	MD	20852-0000	License Agreement
Jersey City Leasing Corp.	c/o Vornado Realty Trust	Park 80 West, Plaza II	Albert Zubcak	Saddle Brook	NJ	07101-0000	Lease - Store Location: 701 State highway 440, Jersey City, NJ 7304
Jersey City Leasing, Corp.	c/o Vornado Realty Trust	210 Route 4 East		Paramus	NJ	07652-0000	Lease - Store Location: 701 State Highway 440, Jersey City, NJ
Jersey City Leasing, L.L.C.	Park 80 West, Plaza II	Attn: VP, Real Estate		Saddle Brook	NJ	07663-0000	Lease - Store Location: 701 State Highway 440, Jersey City, NJ
Joffe Family Trust	10580 Wilshire Blvd.	Suite 55	Stuart Jaffee	Los Angeles	CA	90024-0000	Lease - Store Location: 5577 Sepulveda Blvd. Culver City, CA 90230
John D. Murphy	7 West Street		John D. Murphy	Walpole	MA	02081-0000	Lease - Store Location: Sharon Warehouse 1245 Providence Hwy Sharon, MA 02067
Jordon Perlmutter & Co. As Agent for JP NorthGlenn, LLC	1601 Blake Street, Suite 600		Jordon Perlmutter	Denver	CO	80202-0000	Lease - Store Location: 421 West 104th Ave, Unit L, North Glenn, CO 80233
JP Morgan Chase	380 Madison Avenue, 9th Floor	Attn: Michael Nacia		New York	NY	10017-0000	Credit Agreement dated 1/11/02
Jubilee - Clinton II, LLC	1708 Frebis Avenue			Columbus	OH	43207-0000	Lease - Store Location:
Jubilee - Clinton II, LLC	c/o Schottenstein Management Company	1800 Moler Road	President of Real Estate	Columbus	OH	43207	Lease - Store Location:
Jubilee Limited Partnership	1798 Frebis Avenue			Columbus	OH	43206-0410	Lease - Store Location: 1825 East 80th Avenue, Merrilville, IN 46410
Just-In-Time Strategies, Inc.	c/o Ronald Brenhouse	50 Sutton Place South	Suite 4F	New York	NY	10022-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
K.W. Smith & Son, Inc.	P.O. Box 5534			Springfield	VA	22153	HVAC Service Contract
Kaiser Foundation Health Plan, Inc.	Southern California Division	Attn: Linda Zamora	200 North Lewis Street	Orange	CA	92868	Medical Insurance Policy
Kaiser Foundation Health Plan, Inc.	Northern California Division	Attn: Rita Erickson	1800 Harrison Street, 13th Floor	Oakland	CA	94612-3412	Medical Insurance Policy
Kancov Investment Ltd. Partnership	27750 Stansbury	Suite 200		Farmington Hills	MI	48334-0000	Lease - Store Location: 5510 South Franklin St Michigan City IN 46360
Kentlands LP	c/o Beatty Development Corporation	6824 Elm Street, Suite 200	C. Scott Cregger	McLean	VA	22101-0000	Lease - Store Location: 1162 Kentlands 195 Kentlands Blvd. Gaithersburg, MD 20878
Kevin W. Etheridge	2711 Ice House Road, #104			Alexandria	VA	22314-0000	Employment Agreement
Kevin W. Etheridge	2711 Ice House Road, #104			Alexandria	VA	22314-0000	Stock Option Agreement
Kevin W. Etheridge	2711 Ice House Road, #104			Alexandria	VA	22314-0000	Retention Agreement
Kew Realty Corporation	720 South Colorado Blvd	Suite 740 S	Wendy Jakes	Denver	CO	80246-0000	Lease - Store Location: 3700 Havana Street,# 312, Denver, CO 80239
Kin Properties, Inc.	185 N. W. Spanish River Blvd., Box 500		Sandra Weinberger	Boca Raton	FL	33431-4230	Lease - Store Location: II 1675 Washington Rd Mt. Lebanon PA 15228
Kingstowne Towne Center, L.P.	c/o Comar Management	2900 Linden Lane, Suite 300	Jonathan Halle	Silver Spring	MD	20910-0000	Lease - Store Location\No: 5995 Kingstowne Towne Center, Suite 100, Springfield, Va
Kingstowne Towne Center, L.P.	c/o Comar Management	2900 Linden Lane, Suite 300	Jonathan Halle	Silver Spring	MD	20910-0000	Lease - Store Location: 5995 kingstowne Towne Center Suite 100 Springfield, VA 22315
KLP Properties, Inc.	1343 Locust Street, Suite 203		Gary Patterson	Walnut Creek	CA	94596-0000	Lease - Store Location: 972 A Admeral Callaghan Lane Vallejo, CA 94590
KLP Properties, Inc.	4432 Piedmont Avenue		Gary Patterson	Oakland	CA	94611	Lease - Store Location: 972 A Admeral Callaghan Lane Vallejo, CA 94590

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
K-Mart Corp., a Michigan Corporation	3100 West Big Beaver Road		Cynthia Loumos	Troy	MI	48084-0000	Lease - Store Location: 1508 Parham Rd Richmond VA 23229
K-Mart Corp., a Michigan Corporation	3100 West Big Beaver Road		Attn: Real Estate Department	Troy	MI	48084-0000	Lease - Store Location: 1508 Parham Rd Richmond VA 23229
L.P. Morgan Investment Mgmt., Inc.	c/o CB Richard Ellis	6133 North River Road, Suite 740	Trish Carriglio	Rosemont	IL	60018-5115	Lease - Store Location: 205 North Randall Rd Batavia IL 60510
L.P. Morgan Investment Mgmt., Inc.	c/o J. P. Morgan Investment Management, Inc.	522 Fifth Avenue	Mark Bonapace - Vice President	New York	NY	90036	Lease - Store Location: 205 North Randall Rd Batavia IL 60510
L.P. Morgan Investment Mgmt., Inc.	c/o CB Richard Ellis	6133 North River Road, Suite 740	Attn: Wind Point Property Manger	Rosemont	IL	60018	Lease - Store Location: 205 North Randall Rd Batavia IL 60510
Labcorp	Attn: Carol Beatty	1904 Alexander Drive		Reaserch Triangle Park	NC	27709	Drug Screening Service Agreement
Lakeside Development Corp.	1100 Linton Boulevard	Suite C - 9		Delray Beach	FL	33444	Lease - Store Location: 8236 West Glades Rd Boca Raton FL 33434
Lansing State Journal	120 E. Lenawee Street			Lansing	MI	48919-0000	Advertising Agreement with the Lansing State Journal
Largo Limited Liability Partnership	c/o Carrollton Enterprises Management Co	11785 Beltsville Drive, Suite 1600	WM Harrison - Dir. Development & Leasing	Beltsville	MD	20705-4048	Lease - Store Location\No: 10550 Campus Way South, Largo, MD 20774 Largo, MD 20774
Larkspur Real Estate Partnership I	c/o Transwestern Commercial Services	655 Montgomery Street	Robert Barrett	San Francisco	CA	94111	Lease - Store Location: 2048 Redwood Hwy Larkspur CA 94904
LaSalle National Bank N. A.	135 South LaSalle Street		Michael Anneca	Chicago	IL	60603-0000	Lease - Store Location: 1208 East Roosevelt Rd Lombard IL 60148
LaSalle National Bank N. A.	c/o Robert T. Cichocki Arnstein & Lehr	120 South Riverside Plaza, Suite 1200	Robert T. Cichocki	Chicago	IL	60606	Lease - Store Location: 1208 East Roosevelt Rd Lombard IL 60148
LaSalle National Bank Solely as Trustee under Trust # 10788	c/o Diane Rosenberg as Trustee	832 S. Central Ave.	Diane Rosenberg	Chicago	IL	60644-0000	Lease - Store Location: 4004 Wst Roosevelt Rd Hillside IL 60162
Lawrence Realty a Ny Partnership	HC 1 Box 1000			Sonoita	AZ	85637-0000	Lease - Store Location: 3170 Middle Country Road, Lake Grove, NY 11755
Lease Line	2310 Route 130	Attn: Charlie Denardo		North Brunswick	NJ	08902-0000	Vehicle Lease
Lee Highway Associates	4 Reservoir Circle, Suite 100		Cary Luskin	Baltimore	MD	21208-0000	Lease - Store Location: 11053 Lee Highway Fairfax, VA 22030
Lee Technologies, Inc.	12150 Monument Drive	Suite 150		Fairfax	VA	22033	UPS System Mainenance Agreement
Levitt Family Holding Co., A NY Ltd. Par	c/o Edward I. Sumber, PC	16 A Fair Street		Carmel	NY	10512	Lease - Store Location: 130 West, Route 59, Nanuet, NY 10954
Levitt Family Holding Co., A NY Ltd. Partnership	130 West Route 59		Bert Levitt	Nanuet	NY	10954-0000	Lease - Store Location: 130 West, Route 59, Nanuet, NY 10954
Lillian Kramer & Helene V. Rubin	c/o Polinger Shannon & Luchs	5530 Wisconsin Avenue, Suite 1000	Patricia Shippey	Chevy Chase	MD	20815-0000	Lease - Store Location: 3245 Columbia Pike Arlington, VA 22204
Long Beach Towne Center, L.P.	P.O. Box 16281	2425 East Camelback Road	Suite 750	Phoenix	AR	85011-6281	Lease - Store Location: 7607 Carson Blvd. Long Beach, CA 90808
Long Beach Towne Center, LP	c/o Vestar Property Management	P. O. Box 16281		Phoenix	AR	85011-0000	Lease - Store Location: 7607 Carson Blvd. Long Beach, CA 90808
Long Beach Towne Center, LP	c/o John Mallison Sherman & Sterling	599 Lexington Avenue	Room 1926	New York	NY	10022	Lease - Store Location: 7607 Carson Blvd. Long Beach, CA 90808
Los Angeles Newspaper Group	21221 Oxnard Street	Attn: Mimi Saunders		Woodland Hills	CA	91367-5015	Advertising Agreement
Los Angeles Times Communications LLC	Los Angeles Times	202 W. First Street	Attn: Ray McCutcheon SVP	Los Angeles	CA	90012-0000	Advertising Agreement
LWM - Elizabeth L.L.C.	c/o Lakritz-Weber & Company	29100 Northwestern Hwy., Suite 240	David M. Tisdale	Southfield	MI	48034-0000	Lease - Store Location: 2271 Elizabeth Lake Road Pontiac, MI 48328
LWM - Elizabeth L.L.C.	c/o David M. Tisdale & Company	5657 W. Maple	David M. Tisdale	W. Bloomfield	MI	48322	Lease - Store Location: 2271 Elizabeth Lake Road Pontiac, MI 48328
LWM-WARREN LLC	c/o Lakritz Weber Company	29100 Northwestern Highway #240	Bill Lakritz	Southfield	MI	48034-0000	Lease - Store Location: 35147 Warren Avenue Westland, MI 48185
Lytell Industries	1800-F Rockville Pike			Rockville	MD	20852-0000	Licence Agreement
Lytell Industries, Inc.	1800-F Rockville Pike			Rockville	MD	20852-0000	License Agreement
M & H REALTY PARTNERS III, LP	353 Sacramento Street, 21st Floor		Monte Daley	San Francesco	CA	94111-0000	Lease - Store Location: 165 Plaza Drive Suite 701 Vallejo CA
M & H REALTY PARTNERS III, LP	c/o M & H Property Management	2100 Arden Way, Suite 210	Monte Daley	Sacramento	CA	95825	Lease - Store Location: 165 Plaza Drive Suite 701 Vallejo CA
M & H Realty Partners IV LP	353 Sacramento Street, 21st Floor		Sandy Delilbovi	San Francisco	CA	94111-0000	Lease - Store Location: 3555 W. Esplande Drive Oxnard, CA 93030
M.H. Properties, a California General Partnership	c/o Pacific West Asset Mgmt Corp.	150 Paularino, Suite 285	Sharon Ference	Costa Mesa	CA	92626-0000	Lease - Store Location: 3500 S Bristol Avenue Santa Ana CA 92704
Maggie's Enterprises, Inc.	5325 Virginia Beach Blvd.			Virginia Beach	VA	23462-0000	Indemnification Agreement
Maggie's Enterprises, Inc.	5325 Virginia Beach Blvd.			Virginia Beach	VA	23462-0000	License Agreement
Maira Karas		732 Hunter Road	Maria Karas	Glenview	IL	60025-0000	Lease - Store Location: 9519 Milwaukee Ave Niles IL 60714
Malone, James M.	10 Fairhope Ct.			Annapolis	MD	21403	Stock Option Agreement
Malt Partners	5812 Darlington Road		Jo Anne Alexander	Pittsburgh	PA	15217-0000	Lease - Store Location: 3843 William Penn Hwy. Monroeville, PA 15146
Manassas United Management, L.P.	4 Reservoir Circle	Suite 100	Cary Luskin	Baltimore	MD	21208-0000	Lease - Store Location: 8012 Sudley Road Manassas, VA 22110
MARIA Associates	c/o C B Richard Ellis	600 Grant Street	Lydia LaBella	Pittsburgh	PA	15219-0000	Lease - Store Location: 6565 Stubenville Pike Pittsburgh, PA 15205
Marin Independent Journal	P.O. Box 5150			Novato	CA	94948-0000	Advertising Agreement with Marin Independent Journal dated as of May 1, 2001
Marine Gateway Shopping Center	c/o Shelter Bay Retail Group	655 Redwood Hwy, Suite 177		Mill Valley	CA	94941	Lease - Store Location: 190A Donohue St Marin City CA 94965
Mark J. Dessy, Trustee	8 Maverick Lane	Mark Dessey		Rolling Hills	CA	90746-0000	Lease - Store Location: 20820 Avalon Blvd Carson CA 90746
Marlow Heights Shopping Center LLP	2120 L Street, NW	Suite 800	Ray Leverty	Washington	DC	20037-0000	Lease - Store Location: 4005 Branch Avenue, Marlow HeightsMD 20745
Marsh, Inc.	1255 23rd Street, NW	Suite 400		Washington	DC	20037	Client Service Insurance Contracts
Marshall/Cranberry Ltd.	c/o Stewart Development Group	5812 Darlington Road	Joanne Alexander	Pittsburgh	PA	15217-0000	Lease - Store Location: 20001 Route 19 Cranberry Township PA 16066
Marx Realty & Improvement Co., Inc., a NY Corp., Agent	708 Third Avenue	15th Floor	Leonard Mark	New York	NY	10017-4146	Lease - Store Location: 89-19 Queens Blvd., Elmhurst, NY 11373
Matteson Lincoln, LLC	c/o Locations Finders International, Inc.	533 Ashland Ave.	Tim Rose	Chicago Heights	IL	60411-0000	Lease - Store Location: 4724 Lincoln Highway Matteson IL 60443
Mattress World, Inc.	6648 South Narragansett	Attn: Tom Saylors		Bedford	IL	60638-0000	Stock Purchase Agreement
Mattress World, Inc.	6648 South Narragansett	Attn: Tom Saylors		Bedford	IL	60638-0000	License Agreement

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
Mattress World, Inc.	6648 South Narragansett			Bedford Park	IL	60638-0000	Supply Agreement
Maurine E. Rice Family Trust	c/o Maurine E. Rice, Trustee	13428 Maxella Ave. #468		Marina Del Rey	CA	90292-0000	Lease - Store Location: 15037 Ventura Blvd. Sherman Oaks, CA 91423
McCormcik City G. LLC	c/o G & A Group, Inc.	215 W. Church Raod, suite 107	David Goldstein	king of Prussia	PA	19406	Lease - Store Location: 1501 W North Avenue Melrose Park IL 60160
McGill, Dennis	22832 NE 58th Place			Redmond	WA	98053-0000	See Waterbed Outlet
Meadows Marketplace, Inc.	c/o Invesco Realty Advisors	One Lincoln Center, Suite 1200	5400 LBJ Freeway/LB2	Dallas	TX	75240-0000	Lease - Store Location: 8449 S.Yosemite Street, Lone Tree, CO 80124
Meche, Byron	4433 Casagrande Cir. #187			Cypress	CA	90630	Stock Option Agreement
Media Play, Inc	7500 Flying Cloud Drive			Eden Prairie	MN	55344-0000	Lease - Store Location: 8055 W. Bowles Ave, Unit 3A, Littleton, CO 80123.
Mela Play, Inc.	c/o The Musicland Group - Best Buy Enterprises	7075 Flying Cloud Drive	Donna Zhu	Eden Prairie	MN	55344-0000	Lease - Store Location: 8055 W. Bowles Ave, Unit 3A, Littleton, CO 80123.
Mela Play, Inc.-The Section 14 Development Company	c/o Jordon Perlmutter Company	1601 Blake Road	Attn: Legal Dept.	Denver	CO	80202	Lease - Store Location: 8055 W. Bowles Ave, Unit 3A, Littleton, CO 80123.
Merchants Park Associates Limited Partnership	400 Franklin Street		Wayne Kauranen	Braintree	MA	02185-9059	Lease - Store Location: One Harrison Boulevard Avon, MA 02322
Merchants Park Associates Limited Partnership	400 Franklin Street	P. O. Box 859059		Braintree	MA	02185-9059	Lease - Store Location: One Harrison Boulevard Avon, MA 02322
Metro Leasing	6730 Industrial Drive	Attn: Don Morton		Beltsville	MD	20705-0000	Truck Lease
Michael C. Eppinger	1660 Wickham Way			Crofton	MD	21114-0000	Employment Agreement
Michael C. Eppinger	1660 Wickham Way			Crofton	MD	21114-0000	Stock Option Agreement
Michael C. Eppinger	1660 Wickham Way			Crofton	MD	21114-0000	Retention Agreement
Michael Development LLC	31455 Northwestern Hwy.	Suite C	Mel Stern	Farmington Hills	MI	48334-0000	Lease - Store Location: 5204 W. Saginaw Hwy Lansing, MI 48917
Michael E. Dyer Family Ltd.	c/o Michael E. Dyer	P.O. Box 740396		Dallas	TX	75374-0000	Lease - Store Location: 6649 N. Federal Highway Boca Raton, FL 33487
Michael Fedor Sr.	140 Highview Drive			Woodbridge	NJ	07095-0000	Lease - Store Location: 771 Edgar Road, Elizabeth, NJ - TERMINATED EXERCISED BUYOUT 10/31/95
Michael Panagakos	914 Mount Pleasant Street			New Bedford	MA	02745-0000	Lease - Store Location: 127 Faunce Corner Road Dartmouth, MA 02747
Mid Atlantic Realty	c/o Recycland, LLC	7819 Norfolk Avenue, 2nd Floor	Sarah Combs	Bethesda	MD	20814-0000	Lease - Store Location: 1104 Bald Hill Rd Warwick RI 02889
Mid-Atlantic Realty	c/o Recycland, LLC	7819 Norfolk Avenue, Second Floor	Sarah Combs, Lease Administrator	Bethesda	MD	20814-0000	Lease - Store Location: Manufacturing 9821 Fallard Court Upper Marlboro, MD 20772
Millenia Plaze Associates I Limited Partnership	c/o Price Legacy Corp	17140 Bernardo Center Drive, Suite 300	Connie Hurst	San Diego	CA	92128	Lease - Store Location: 4649 Millenia Plaza Way Orlando, FL 32839
Millenia Plaze Associates I Limited Partnership	c/o Price Legacy Corp	Two Oakwood Boulevard, Suite 130	Connie Hurst	Hollywood	FL	33020	Lease - Store Location: 4649 Millenia Plaza Way Orlando, FL 32839
MJS COMMUNICATIONS	358 CHESTNUT HILL AVE SUITE201			BRIGHTON	MA	02135-0000	lease
Modesto Bee, The	1325 H Street	P.O. Box 3928		Modesto	CA	95352-0000	Contract between McClatchy Newspapers and TJB d/b/a Mattress Discounters
Monolith Corp.	5275 Capital Boulevard			Raleigh	NC	27616	IS Contract
Monte Vista Crossings, LLC	1855 Olympic Blvd.	Suite 250	Mark D. Hall	Walnut Creek	CA	94596-0000	Lease - Store Location: 2860 West Monte Vista Avenue Suite 2E Turlock, CA 95380
Moon S. Song	2460 Peppertree Court		Moon SOng	Lisle	IL	60532	Lease - Store Location: 109 South Northwest Hwy Barrington IL 60010
Moon S. Song	c/o Patrick A. Mitchell	3525 W. Peterson Avenue	Suite 218	Chicago	IL	60659	Lease - Store Location: 109 South Northwest Hwy Barrington IL 60010
Moore, Gregg R.	736 Carlisle Dr736 Carlisle Driveve			Arnold	MD	21012	Stock Option Agreement
MRO Mid-Atlantic Corp.	800 Tiffany Blvd.	Suite 201	Bruce Klein	Rocky Mount	NC	27804-0000	Lease - Store Location: 6728 Ritchie Hwy Glen Burnie MD 21061
MRO Mid-Atlantic Corp.	c/o General Counsel	1 Blue Hill Plaza	Suite 1588	Pearl River	NY	10965	Lease - Store Location: 6728 Ritchie Hwy Glen Burnie MD 21061
Muzak LLC	3318 Lakemont Blvd.	Attn: Gary Stutler		Fort Mill	SC	29708-0000	In-store music and message service contract
N. T. Hegeman Co. LTD	223 The Mall at IV	John Germaine		Paramus	NJ	07652-0000	Lease - Store Location: 261 Route 4 West, Paramus, NJ 7652
NAME	ADDRESS 1	ADDRESS 2	ADDRESS 3	CITY	STATE	ZIP	DESCRIPTION
Nash Family Investments Properties	40 Temple Street		Deborah Nash	Nashua	NH	03060-0000	Lease - Store Location: 17 Hampshire Drive Hudson, NH 03060
National Multi-Media Marketing, Inc.	d/b/a Yellow Page Planning	24422 Avenida De La Carlota	Attn: Darlene Happ, VP	Laguna Hills	CA	92653-0000	Advertising Sales Agreement-Yellow Page
National Multi-Media Marketing, Inc.	d/b/a Yellow Page Planning	24422 Avenida De La Carlota	Attn: Darlene Happ	Laguna Hills	CA	92653-0000	Yellow Page Planning Advertiser Sales Agreement
NBW 425 Boylston Street Ltd. Partnership	c/o Centremark Properties	425 Boylston Street, Suite 3	Kevin Borerl	Boston	MA	02116-0000	Lease - Store Location: Boylston 425 Boylston Street Boston, MA 02116
Nevada Investment Holdings, Inc.	c/o Sunbelt Management Company	5405 Morehouse Drive, Suite 250	Stacy Hudson	San Diego	CA	92121-0000	Lease - Store Location:4160 Kearny Mesa Road San Diego, CA 92111
New Park Associates	c/o Homart Development Associates	55 W. Monroe, Suite 3100	Attn: Director - Land Development	Chicago	IL	60603	Lease - Store Location: 4000 New Park Mall Rd Newark CA 94560
New Park Associates	c/o Bank of America	560 Davis Street, Second Floor	Attn: Real Estate Manager	San Francisco	CA	94111	Lease - Store Location: 4000 New Park Mall Rd Newark CA 94560
New Plan Realty Trust	1120 Avenue of the Americas	12th Floor	Steve Berezny	New York	NY	10036-0000	Lease - Store Location\No: 7374A Bel Creek Road - South, Mechanicsville, VA
New Plan Realty Trust	c/o McGuire, Woods, Battle & Boothe	One James Center, 901 East Carey Street	John V. Coghill	Richmond	VA	23219-4030	Lease - Store Location\No: 7374A Bel Creek Road - South, Mechanicsville, VA
New Plan Realty Trust	1120 Avenue of the Americas	12th Floor	Doug Miller	New York	NY	10036-0000	Lease - Store Location: 16005 Harlem Ave Tinley Park IL 60477
Newcastle Properties, LLC as Agent for the Beneficiaries of America National Bank & Trust	c/o Newcastle Properties, LLC	333 Skokie Blvd., Suite 101	Attn: VP-Management	Northbrook	IL	60062-0000	Lease - Store Location: 8111 South Cicero Chicago IL 60652
Newmarket Place LP	c/o Holly Management & Supply Corporation	297 North Street	Stuart Bornstein	Hyannis	MA	02601-0000	Lease - Store Location: 973 Iyanough Road Route 132 Hyannis, MA 02601
NH Zelzah, LLC	c/o Symphony Development	11828 LaGrange Avenue, Suite 200	David Hilliard	Los Angeles	CA	90025	Lease - Store Location: 17851 Chatsworth St Granada Hills CA 91344
NH Zelzah, LLC	c/o Richard Davidoff, Esq. Davidoff & Davidoff	433 North Camden Drive, Suite 888	Richard Davidoff	Beverly Hills	CA	90210	Lease - Store Location: 17851 Chatsworth St Granada Hills CA 91344
NL Properties, Inc.	c/o GE Capital Investment Advisors, Inc.	444 Market Street, Suite 2100	Attn: Asset Mgmt. & Legal Dept.	San Francisco	CA	94111-0000	Lease - Store Location: 1850 Douglas Boulevard, Suite 200 Roseville, CA 95661
NL Properties, Inc.	c/o Ray Conelius	Colliers International	1610 Arden Way, Suite 242	Sacramento	CA	95815-0000	Lease - Store Location: 1850 Douglas Boulevard, Suite 200 Roseville, CA 95661

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
No Vowel Development, LP	2882 Ashmont Drive		Bruce Haney	Allison Park	PA	15101	Lease - Store Location: 338 Amity Street Homestead PA 15120
No Vowel Development, LP	c/o Trigate, Inc.	606 Liberty Avenue, Suite 300	Lisa Boyle	Pittsburgh	PA	15222-2721	Lease - Store Location: 338 Amity Street Homestead PA 15120
North Academy III, LLC a Nebraska Limited Liability Co.	c/o Ronald E. Grothe, Dial Realty Corp.	11506 Nicholas Street, Suite 200	Attn: Kevin Kratt	Omaha	NE	68135	Lease - Store Location: 7450 North Academy Blvd, Colorado Springs, CO 80920
North Academy III, LLC a Nebraska Limited Liability Co.	c/o Kevin Kratt, Dial Realty Corp.	102 North Cascade Avenue, Suite 250	Attn: Kevin Kratt	Colorado Springs	CO	80903	Lease - Store Location: 7450 North Academy Blvd, Colorado Springs, CO 80920
North Chatham Corporation	c/o First Development Corporation	6316 Northwest Highway	James V. Persino	Chicago	IL	60631-1696	Lease - Store Location: 70 E. North Avenue, Villa Park, IL 60181
North County Times Newspapers	207 E. Pennsylvania Avenue			Oceanside	CA	92054-0000	Advertising Agreement with North County Times Newspapers dated as of January 1, 1999
North Palm Properties, Ltd.	c/o Stiles Development Company	300 South East Second Street	Hillary Browning	Fort Lauderdale	FL	33301-0000	Lease - Store Location: 11201 US Highway 1 North Palm Beach, FL 33408
North Palm Properties, Ltd.	c/o Malachi Mattress America, Inc.	5815 Gulf Freeway	Attn: Real Estate Director	Houston	TX	77023	Lease - Store Location: 11201 US Highway 1 North Palm Beach, FL 33408
North Riverside Associates Limited Partnership	c/o SM Property Management Co., Inc.	One Northfield Plaza, Suite 210	Andrew S. Hochberg	Northfield	IL	60093-0000	Lease - Store Location: 1730 South Harlem North Riverside IL 60546
North Tustin Plaza, Inc.	c/o Coreland Companies	17542 E. 17th Street, Suite 420	Erica Polyak	Tustin	CA	92780	Lease - Store Location: 1882 N. Tustin Avenue Orange CA 92665
North Winds Heating & Cooling	2861 West Jolly Road			Okemos	MI	48864	HVAC Service Contract
Noth Huntington Square LLC	c/o Colliers Penn	223 Fourth Avenue, Suite 1800	Steve Davis	Pittsburgh	PA	15222-0000	Lease - Store Location: 8961 East Lincoln Highway Irwin PA 15642
O.J.B. / 101 N. Frederick Avenue, L.C.	c/o Recycland, LLC	7819 Norfolk Avenue, 2nd Floor	Sarah Combs, Lease Administrator	Bethesda	MD	20814-0000	Lease - Store Location\No: 101 No. Frederick Avenue, Gaithersburg, Maryland 20877
O.J.B. / 12260 Rockville Pike, LC	c/o Recycland, LLC	7819 Norfolk Avenue, 2nd Floor	Sarah Combs, Lease Administrator	Bethesda	MD	20814-0000	Lease - Store Location\No: 12260 Rockville Pike, Rockville, MD 20852
O.J.B. / 7611 Richmond Hwy., LLC	c/o Recycland, LLC	7819 Norfolk Avenue, 2nd Floor	Sarah Combs, Lease Administrator	Bethesda	MD	20814-0000	Lease - Store Location\No: 7609 Richmond Highway, Alexandria, VA 22301
O.J.B. Investment Group L.C.	c/o Recycland, LLC	7819 Norfolk Avenue, 2nd Floor	Sarah Combs, Lease Administrator	Bethesda	MD	20814-0000	Lease - Store Location: 1929B Old Gallows Road Tysons Corner, VA 22180
O.J.B. Mid Atlantic Realty IV, LLC	c/o Recycland, LLC	7819 Norfolk Avenue, 2nd Floor	Sarah Combs, Lease Administrator	Bethesda	MD	20814-0000	Landlord Agreement dated 7/27/99
Oakland Mall Ltd.	39577 N. Woodward Avenue, Suite 220			Bloomfield Hills	MI	48304-0000	Lease - Store Location: 272 John R. Road Troy, MI 48083
Oakland Mall Ltd.	c/o Oakland Mall Ltd. Partnership	412 W. 14 Mile Road		Troy	MI	48304-0000	Lease - Store Location: 272 John R. Road Troy, MI 48083
Ohio Decorative Products	220 South Elizabeth Street	Attn: Richard Whitling		Spencerville	OH	45887-0000	Supply Agreement
OJB/101 North Frederick Avenue L.C.	c/o Recycland, LLC	7819 Norfolk Avenue, 2nd Floor	Sarah Combs	Bethesda	MD	20814-0000	Lease - Store Location: 101 North Frederick Ave Gaithersburg MD 20877
OJB/1600 University Boulevard, LC	c/o Recycland, LLC	7819 Norfolk Avenue, 2nd Floor	Sarah Combs, Lease Administrator	Bethesda	MD	20814-0000	Lease - Store Location: 1600 University Blvd. Langley Park, MD 20783
OJB/1600 University Boulevard, LC	c/o Randy a. Weiss, Esq.	1828 L Street, N. W.	Suite 500	Washington	DC	20036	Lease - Store Location: 1600 University Blvd. Langley Park, MD 20783
OJB/AJRE JV LC	c/o Recycland, LLC	7819 Norfolk Avenue, 2nd Floor	Sarah Combs, Lease Administrator	Bethesda	MD	20814-0000	Lease - Store Location: 47020 Harry Floyd Byrd Highway No. 2 Sterling, VA 20164
OJB/Mid-Atlantic	c/o Recycland, LLC	7819 Norfolk Avenue, Second Floor	Sarah Combs, Lease Administrator	Bethesda	MD	20814-0000	Lease - Store Location: 9822 Fallard CT Upper Marlboro MD 20772
Olympic - Barrington Partnership	9229 Sunset Blvd., Suite 625		P. Parvitzar	West Hollywood	CA	90069-0000	Lease - Store Location: 8500 Melrose Avenue Suite 101 West Hollywood, CA 90069
Orange County Register	25361 Commercentre Drive	Suite 200		Kerman	CA	93630-0000	Advertising Agreement with Orange County Register
Orix Greeley, Inc.	c/o Woodmont Property Management Company	2100 West Seventh Street	Elizabeth Forester	Fort Worth	TX	76107	Lease - Store Location: 2839 A 35th Avenue, Greeley, CO 80634
Orix Greeley, Inc.	c/o Woodmont Greeley, Ltd.	2100 West Seventh Street	Stephen Coslik	Fort Worth	TX	76107	Lease - Store Location: 2839 A 35th Avenue, Greeley, CO 80634
Orix Greeley, Inc.	c/o Foley & Lardner	One IBM Plaza, Suite 3300	330 N. Wabash Avenue	Chicago	IL	60611-3608	Lease - Store Location: 2839 A 35th Avenue, Greeley, CO 80634
Orix Greeley, Inc.	c/o Woodmont Property Management Company	2100 West Seventh Street	Elizabeth Forester	Fort Worth	TX	76107-0000	Lease - Store Location: 2867 35th Avenue, Greeley, CO 80614
Orix Greeley, Inc.	c/o Woodmont Greeley, Ltd.	2100 West Seventh Street	Stephen Coslik	Forth Worth	TX	76107	Lease - Store Location: 2867 35th Avenue, Creeley, CO 80634
Orix Greeley, Inc.	c/o Foley & Lardner	One IBM Plaza, suite 3300	330 N. Wabash Avenue	Chicago	IL	60611-3608	Lease - Store Location: 2867 35th Avenue, Creeley, CO 80634
Orkin	2170 President Road, N.E.			Atlanta	GA	30324	Pest Control Agreement
Orlando Sentinal	P.O. Box 911017			Orlando	FL	32891-0000	Advertising Agreement with Orlando Sentinal
Orlando Sentinel Communications	P.O. Box 2833	633 N. Orange Avenue	Attn: Melinda Everhart	Orlando	FL	32802-2833	Advertising Agreement
Orlando-Colonial Limited Partnership	c/o WSG Development Company	400 Arthur Godfrey Road	Suite 200	Miami Beach	FL	33140-0000	Lease - Store Location: 3122 East Colonial Drive, Suite 1 Orlando, FL 32807
Orlando-Colonial Limited Partnership	c/o WSG Development Co.	1500 San Reno Avenue	Attn: Real Estate Manager	Carol Gables	FL	33146	Lease - Store Location: 3122 East Colonial Drive, Suite 1 Orlando, FL 32807
P & A Properties, LLC successor in interest to Bank of Ravenswood Trust No. 25-10501	c/o Philip Pappas	3654 N. Lincoln Hwy.		Chicago	IL	60613-0000	Lease - Store Location: 1747-1749 North Sheffield Chicago IL 60614
P & A Properties, LLC successor in interest to Bank of Ravenswood Trust No. 25-10501	c/o L.g. Properties, Co.	3654 N. Lincoln Hwy.		Chicago	IL	60613-0000	Lease - Store Location: 1747-1749 North Sheffield Chicago IL 60614
P.G. Collington, LLC	c/o Allan D. McKelvie	1735 New York Avenue, NW, Suite 700	Allan or Candace	Washington	DC	20006-5209	Lease - Store Location\No: B. Spring Satellite Offices, 401 Prince Georges Blvd., Suite I, Upper Marlboro, MD 20774
P.S.J., Inc.	c/o Horizon Mgmt., Inc.	3715 Ventura Dr., Suite 200	Kelly Perreault	Arlington Heights	IL	60004-0000	Lease - Store Location: 100 East Golf Rd Schaumburg IL 60172
Pacific Northstar	10381 North Portal Ave			Cupertino	CA	95014	HVAC Service Contract
Palm Beach Newspapers, Inc.	2752 South Dixie Highway	Attn: Peggy Pearson		West Palm Beach	FL	33405-0000	Advertising Agreement
Palm Springs Mile Associates, LTD	419 W. 49th Street	Suite 300	David Eisenstadt	Hialeah	FL	33012-0000	Lease - Store Location: 1030 W. 49th Street Hialeah, FL 33012
Park & Tyrone Associates Ltd	c/o The Sembler Company	5858 Central Avenue	Barbara J. Fischer	St Petersburg	FL	33707-0000	Lease - Store Location: 3951 Tyrone Blvd North, Unit 801, St Petersburg, FL 33709
Passco Property Management Inc. - Rancho Cordova	c/o Charles Dunn Real Estate Services	3609 Bradshaw Road, Suite E	Attn: Karin Knorr	Sacramento	CA	95827-3258	Lease - Store Location: 10907 Olson Drive, Unit A Rancho Cordova, CA 95670
Passco Property Management, Inc. - Rancho Cordova	c/o Charles Dunn Real Estate Services, Inc.	3609 Bradshaw Road, Suite E	Karin Knorr	Sacramento	CA	95827-3258	Lease - Store Location: 10907 Olson Dr Rancho Cordova CA 95670
Pathfinder Logistics Solutions	1489 Baltimore Pike	Suite 217		Springfield	PA	19604	IS Contract
Paul Garabedian, Jr, Trustee	of Trust B The Garabedian Family Trust	179 Main St.		Salem	NH	03079-0000	Lease - Store Location: 189 S. Broadway, Salem, NH

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
Paul Garabedian, Jr., Trustee of Trust B - The Garabedian Family Trust	179 Main Street			Salem	NH	03079-0000	Lease - Store Location: 189 S. Broadway Salem, NH 03079
Paul R. Cahn	687 Highland Avenue		Paul R. Cahn	Needham	MA	02494-0000	Lease - Store Location: 180 Needham Street Newton, MA 02464
Paul R. Cahn	c/o Peter F. Granoff, Esq.	50 Rowes Wharf	Rubin & Rudman	Boston	MA	^02110	Lease - Store Location: 180 Needham Street Newton, MA 02464
PCL Leasing Corporation	2003 Maple Valley Hwy. Suite 108			Renton	WA	98055-0000	Master Lease
PD Investments	c/o Pneu Dralics, Inc.	8575 Helms	Michael E. Saville	Rancho Cucamonga	CA	91730-0000	Lease - Store Location: 8961 Central Ave Montclair CA 91763
Pedas Family Limited Partnership	c/o Circle Management Company	3023 Normandstone Terrace NW	Dino Sloris	Washington	DC	20008-0000	Lease - Store Location: 4537 Wisconsin Avenue Washington, DC 20016
Penske Truck Leasing Co., L.P.	14528 S. Outer Forty	Suite 205	Attn: Toddra Gnyp	Chesterfield	MO	63017-0000	Lease
Pepper Lane - N.E. Square Loop, LLC	c/o Borelli Investment Co.	1770 Technology Drive	Bill Costello	San Jose	CA	95110-0000	Lease - Store Location: 2498 Las Positas Road Livermore, CA 94550
Petrona Najarro DeLima	dba El Mercado Hespano		Petrona		VA	22070-0000	Lease - Store Location\No: 01-133 Herndon (2) Sublease, 495 B Elden Street, Herndon, VA 22070
Plaza One, LLC	1470 Maria Lane	Suite 101	Jeff Kendall	Walnut Creek	CA	94596-0000	Lease - Store Location: 2972 West Grant Line Rd Tracy CA 95304
Plaza West Covina LLC	11601 Wilshire Boulevard	12th Floor	Glen Rogers	Los Angeles	CA	90025-0000	Lease - Store Location: 110 S. California Avenue West Covina, CA 91790
POP Realty Corp	275 Route 22	Paul Gaglioti		E. Springfield	NJ	07081-0000	Lease - Store Location: 275 Route 22 , E. Springfield, NJ 7081
POP Realty Corporation	Jay L. Kloud, Esq.	99 Morris Avenue		Springfield	NJ	07081-0000	Lease - Store Location: 275 Route 22 East, Springfield, NJ 07081
PPR Lakewood Adjacent, LLC	500 Lakewood Center Mall	P. O. Box 578	Attn: General Manager	Lakewood	CA	90714-0578	Lease - Store Location: 4437 Candlewood St. Lakewood, CA 90712
PPR Lakewood Adjacent, LLC	c/o the Macerich Company	401 Wilshire Blvd., Suite 700	Legal Department	Santa Monica	CA	90407	Lease - Store Location: 4437 Candlewood St. Lakewood, CA 90712
Press Democrat, The	P.O. Box 569			Santa Rosa	CA	95402-0000	Advertising Contract with The Press Democrat dated as of April 13, 2001
Prima II, LLC	c/o the Wilder Companies	300 Massachusetts Avenue, 2nd Floor	Ashley B. Curtin	Boston	MA	02115-0000	Lease - Store Location: 4041 Medford 630 Fellsway (Route 28) Medford, MA
Prima II, LLC		P. O. Box 414822		Boston	MA	02241-4822	Lease - Store Location: 4041 Medford 630 Fellsway (Route 28) Medford, MA
Promenade Property Associates, Inc.	111 S. 17th Avenue		Boris Moroz	Hollywood	FL	33020-6801	Lease - Store Location: 1749-55 NE 163rd Street N. Miami Beach, FL 33612
PTM Courier, Inc.	Attn: Paul McGee	51 Pond Street	Suite 20	Waltham	MA	02451	Delivery Service Contract
Public Storage Institutional Fund III, by PS business Parks, Inc.	c/o PS Business Parks, Inc.	2 North Charles Street, Suite 101	Gene Uhlman	Baltimore	MD	21201	Lease - Store Location: 14501 Baltimore Blvd. Laurel, MD 20707
PW Limited Partnership	c/o The Nellis Corporation	6001 Montrose Road, Suite 600	Mark Levitt	Rockville	MD	20852-0000	Lease - Store Location\NO: 5700 Pickwick Road, Centreville, VA 20121
Qualisys	Attn: Stephonie Fine	4501 Circle 75 Parkway	Suite B-2190	Atlanta	GA	30339	Drug Screening Service Agreement
Qwest Communications Corporation	555 17th Street	Attn: Valerie Berezuk		Denver	CO	80202-0000	Guaranteed Term Agreement
Qwest Communications Corporation	1801 California Street			Denver	CO	80202-0000	Q.Guaranteed Term Agreement
R.K. Associates - Marlborough, Inc.	c/o R.K. Associates	456 Providence Highway, P. O. Box 111	David Katz	Dedham	MA	02027-0111	Lease - Store Location: 197 K Boston Post Road West Marlborough, MA 01752
Rainbow Investment Co. L.P.	c/o Cushman Associates	2901 Fifth Avenue	Lawrence M. Cushman	San Diego	CA	92103-0000	Lease - Store Location: 8815 Murray Drive La Mesa, CA 91942
Ramco/West Oaks II - Spring Meadows, LLC	27600 Northwestern Highway	Suite 200	Ken Bressau	Southfield	MI	48034-0000	Lease - Store Location: 43422 West Oaks Road Novi, MI 48050
Ramin Youabian	455 Martin Lane		Albert Kashani	Beverly Hills	CA	90210	Lease - Store Location: 1529 Wilshire Boulevard, Santa Monica, CA
Ramin Youabian	c/o A.S.K. Property Management	P.O. Box 2090	Marvin Harten	Beverly Hills	CA	90213-2090	Lease - Store Location: 1529 Wilshire Boulevard, Santa Monica, CA
Ramin Youabian	455 Martin Lane		Paul	Beverly Hills	CA	90210	Lease - Store Location: 1529 Wilshire Boulevard Santa Monica, CA 90403
Ramin Youabian	c/o A.S.K. Property Management	P. O. Box 2090	Marvin Harten	Beverly Hills	CA	90213	Lease - Store Location: 1529 Wilshire Boulevard Santa Monica, CA 90403
Raphan Corp	c/o Solomon,Richman, Greenberg,PC	3000 Marcus Avenue	Les Raphan	Lake Success	NY	11042-0000	Lease - Store Location: 171-50 Northern Blvd, Flushings, NY 11352
Raphan Corp.	c/o Solomon, Richman, Greenberg, PC	3000 Marcus Avenue	Les Raphan	Lake Success	NY	11042-0000	Lease - Store Location: 137-20 Cross Bay Blvd., Queens, NY 11417
Rappaport Management Company	8405 Greensboro Drive	Suite 830	Sarith A. Ercoline	McLean	VA	22102-5118	Lease - Store Location\No: 6418 Old Keen Mill Road, Springfield, VA 22150
Rappaport Management Company	8405 Greensboro Drive, Suite 830	Sarith A. Ercoline		McLean	VA	22102-5118	Lease - Store Location: 6418 Old Keen Mill Road Springfield VA 22150
Rappaport Management Company	8405 Greensboro Drive	Suite 830	Sarith A. Ercoline	McLean	VA	22102-5118	Lease - Store Location: 14361 Potomac Mills Road Dale City, VA 22192
Realty Bancorp Equities, LLC	21800 Burbank Blvd.	Suite 300	Jason Brahinsky	Woodland Hills	CA	91367-0000	Lease - Store Location: 1125 W Rancho Vista Blvd Palmdale CA 93551
Realty Income Properties, Inc.	220 West Crest Street			Escondido	CA	92025-1707	Lease - Store Location: 2339 Palm Beach Lakes Boulevard West Palm Beach, FL 33409
Realty Income Properties, Inc.	c/o Mattress Firm	5815 Gulf Freeway	Attn: Property Management Department	Houston	TX	77023	Lease - Store Location: 2339 Palm Beach Lakes Boulevard West Palm Beach, FL 33409
Records Management Incorporated (RMI)	7726 Southern Drive			Springfield	VA	22150	Storage Agreement
Recycling Solutions, Inc.	(formerly Big Stuff, Inc.)	1301 Ritchie Road		Capitol Heights	MD	20743-0000	Leasing Agreement by and between Mattress Discounters and Recycling Solutions, Inc. dated as of March 18, 1999 (equipment located at 140 Fullerton Avenue, Carol Stream, IL)
Recyling Solutions	1301 Richie Road			Capitol Heights	MD	20743	Trash Service Agreement
Regency Centers L.P.	c/o Regency Realty Corporation	121 West Forsyth Street, Suite 200	Lease Administration	Jacksonville	FL	32202	Lease - Store Location: 128 B South West Shore Blvd, Tampa, FL 33609
Regency Centers L.P.	2488 Brandon Blvd		Pam Ashe	Brandon	FL	33511	Lease - Store Location: 128 B South West Shore Blvd, Tampa, FL 33609
Regency Centers, L.P.	c/o Regency Realty Corporation	121 West Forsyth Street, Suite 200	Attn: John Pharr	Jacksonville	Fl	33202-0000	Lease - Store Location: 2326 West Brandon Blvd, Brandon, FL 33511
Regency Centers, L.P.	c/o Regency Realty Corp.	121 West Forsyth Street, Suite 200	Gregg Sadowsky - V.P.	Jacksonville	FL	32202-0000	Lease - Store Location: 8610 Genesee Avenue, Suite A San Diego, CA 92122
Renken Associates XVI L.P.	109 Miller Avenue		Duane Renken	Ann Arbor	MI	48104-0000	Lease - Store Location: 3550 Washtenaw Avenue Ann Arbor, MI 48104
REO Mechanical	P.O. Box 1051			West Sacramento	CA	95691	HVAC Service Contract

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
Richard Bennett	P.O. Box 99		Richard Bennett	Long Green	MD	21092-0000	Lease - Store Location: Parkville 8807 Satyr Hill Road Baltimore, MD 21234
Richard Messia and Anita Messina	721 North Capitol Avenue			San Jose	CA	95133-0000	Lease - Store Location: 655 Contra Costa Pleasant Hill, CA 94598
Richardson, John	9700 Viking Lane			South Lyon	MI	48178	Stock Option Agreement
Richmond Developers, LLC	c/o Developers Realty, Inc.	10 Crossroads Plaza	Joe Baranowski	West Hartford	CT	06117-0000	Lease - Store Location: 9978 Brooks Road Glen Allen, VA 23060
Rick P. Frier	9926 Browns Mill Road			Vienna	VA	22182-0000	Employment Agreement
Rick P. Frier	9926 Browns Mill Road			Vienna	VA	22182-0000	Employment Agreement dated 11/5/01
Rick P. Frier	9926 Browns Mill Road			Vienna	VA	22182-0000	Retention Agreement
Rite Way Builders	123 Taunton Ave			Norton	MA	02766	Snow Removal Agreement
River Tree @ Vernon Hills Partnership	c/o Rosenstein Property Management	1861 North Dayton Street, Unit F	Attn: Joel Rosenstein	Chicago	IL	60614	Lease - Store Location: 701 North Milwaukee Ave Vernon Hills IL 60061
Riverside Hamner Properties LLC	c/o D.K. Patterson, Inc.	5225 Canyon Crest Dr., #71-219	Dan Patterson	Riverside	CA	92507-0000	Lease - Store Location: 3782 "A" Tyler Street Riverside, CA 92507
RM Hollywood Hills Plaza Shopping Center, Ltd.	c/o Ross Realty Investments	3325 South University Drive, 2nd Floor	Joanna Harris	Davie	FL	33328-0000	Lease - Store Location: 3257 Hollywood Blvd Hollywood FL 33021
Robert D. Gorney	8912 Locust Street			Waldorf	MD	20603-0000	Employment Agreement
Robert D. Gorney	8912 Locust Street			Waldorf	MD	20603-0000	Retention Agreement
Robert D. Gorney	8912 Locust Street			Waldorf	MD	20603-0000	Stock Option Agreement
Robert Goudy & Lorraine Artoux	DBA Beresford Properties	512 Nevada Avenue	Lorraine Artoux	San Mateo	CA	94402-0000	Lease - Store Location: 2750 El Camino Real San Mateo CA 94402
Rocklin Pad LLC	9707 Ross Station		Ross Kersey	Sebastopol	CA	95472-0000	Lease - Store Location: 6761 Stanford Ranch Road Suite C Rocklin, CA 95677
Roger A. De Young or Douglas A. De Young	355 Bristol Street	Suite C	Brett Blanchard	Costa Mesa	CA	92626-0000	Lease - Store Location: 9001 Firestone Blvd. Suite 102 Downey, CA 90241
Roger F. & Michael E. Jewett	c/o Roger Jewett	871 Via Ondulando		Ventura	CA	93003-0000	Lease - Store Location: 4221 E. Main Street Ventura, CA 93003
Roger F. & Michael E. Jewett	c/o Roger Jewett	P. O. Box 8906		Incline Village	NV	89452	Lease - Store Location: 4221 E. Main Street Ventura, CA 93003
Roger Magowitz							License Agreement
Roger Magowitz	Maggie's Enterprise, Inc.	5325 Virginia Beach Blvd.		Virginia Beach	VA	23462-0000	License Agreement
Roger V. Calarese, Trustees of Franklin Village Trust	c/o Calarese Development Corp.	1000 Franklin Village Drive, Suite 301		Franklin	MA	02038-0000	Lease - Store Location: 268 Franklin Village Drive Franklin, MA 02038
Roger V. Calarese, Trustees of Franklin Village Trust	c/o Michael D. Myerow, Myerow & Poirier	1000 Franklin Village Drive, Suite 205		Franklin	MA	02038-0000	Lease - Store Location: 268 Franklin Village Drive Franklin, MA 02038
Ronald P. Beard, Trustee of the Ronald P. Beard Trustee date 2/23/84	c/o Southland Equities	5120 Birch Street, 1st Floor		Newport Beach	CA	92660-0000	Lease - Store Location: 16091 Beach Blvd. Huntington Beach, CA 92648
Ronald P. Beard, Trustee of the Ronald P. Beard Trustee date 2/23/84	c/o Southland Equities	5120 Birch Street, 1st Floor		Newport Beach	CA	92660-0000	Lease - Store Location: 16091 Beach Blvd Huntington Beach CA 92648
Rosecrans Partners, L.L.C.	c/o Staubach Retail Services/Mr. Chris Maguire	15601 Dallas Parkway	Suite 400	Addison	TX	75001-0000	Lease - Store Location: 5366 West Rosecrans Avenue Hawthorne, CA 90250
Rosecrans Partners, L.L.C.	c/o Pacific West	150 Paularino, suite 285	Roxanne Taylor	Costa Mesa	CA	92626	Lease - Store Location: 5366 West Rosecrans Avenue Hawthorne, CA 90250
Rosecrans Partners, L.L.C.	c/o Thomas L. Boodworth, Esq. Piper Marbury Rudnick & Wolfe	1717 Main Street 4600	Pat Donnelly	Dallas	TX	75201	Lease - Store Location: 5366 West Rosecrans Avenue Hawthorne, CA 90250
Round Lake Beach Associates, LLC	c/o Mid-Northern Equities Mgmt., Ltd.	3100 Dundee Rd., Suite 304	Lee Winter	Northbrook	IL	60062-0000	Lease - Store Location: 254 East Rollins Rd Suite 8 Round Lake Beach IL 60073
Roxville Associates	641 Shunpike Road			Chatham	NJ	07928-0000	Lease - Store Location: 275 Route 10E, Succansunna, NJ - TERMINATED 03/31/98
Royal and SunAlliance	Attn: Monica Taylor	300 East Lombard Street Suite 700		Baltimore	MD	21202	Workers Compensation/Automobile and General Liability Insurance Policies
Rue-Ell Enterprises, Inc.	c/o David Ruegg	2437 Durant Avenue, Suite 204	David Ruegg	Berkley	CA	94704-0000	Lease - Store Location: 23918 Hesperian Blvd Hayward CA 94545
Ruthven Family Limited Partnership Number 2	P.O. Box 2420	Gregg Ruthven		Lakeland	FL	33806-0000	Lease - Store Location: 5001 Gateway Blvd Lakeland FL 33811
RVIP CA/WA/OR Portfolio, LLC	c/o Developers Diversified Realty	3300 Enterprise Parkway	Attn: Dan DiCillo	Beachwood	OH	44122-0000	Lease - Store Location: 4530 Camino De La Plaza, San Ysidro, CA 92173
S&W Partners, LLC	834 Northwoods Ct.			Deerfield	IL	60015-0000	Lease - Store Location: 1252 East Dundee Rd Palatine IL 60067
Sacramento Bee	Steve Bernard, Vice President of Sales	2100 Q Street	P.O. Box 15779	Sacramento	CA	95816-0000	Dollar Volume Agreement with McClatchy Newspapers, Inc. dated as of March 23, 2002
Salter & Kahn, Inc.	359 Boylston Street			Boston	MA	02116-0000	Lease - Store Location: 1366 Washington Street Hanover, MA 02339
Sami Prairie Town, LLC	3415 W. Diversey		John Mourikes	Chicago	IL	60194-0000	Lease - Store Location: 2562 West Schaumburg Rd Schaumburg IL 60194
San Francisco Chronicle	901 Mission Street			San Francisco	CA	94103-0000	Retail Dollar Volume Advertising Agreement with San Francisco Chronicle dated August 22, 2002
San Jose Mercury News	750 Ridder Park Drive			San Jose	CA	95190-0000	Advertising Revenue Contract
San Leandro Aladdin Property Company LLC	14721 Catalina Street		Attn: William Terry	San Leandro	CA	95477-0000	Lease - Store Location: 24046 Hesperian Blvd, Hayward, CA 94545
San Marcos Freeway Center, LTD.	c/o Pacific Western Holding Company	970 Los Vallecitos Blvd.		San Marcos	CA	92069-0000	Lease - Store Location: 980 Los Vallecitos Blvd. San Marcos, CA 92069
Sanford S. Sandelman, as Trustee of the Masue Trust	c/o Kin Properties, Inc.	185 NW Spanish River Blvd., Box 500	Lee Cherney	Boca Raton	FL	33431-4230	Lease - Store Location: 7704 Marlboro Pike Forestville, MD 20747
Santa Cruz Sentinal	207 Church Street	P.O. Box 638		Santa Cruz	CA	95061-0000	Advertising Agreement with the Santa Cruz Sentinal
Saul Holdings Ltd. Partnership	c/o Windham Management Company	7501 Wisconsin Avenue, Suite 1500	Attn: Legal Dept.	Bethesda	MD	20814-6522	Lease - Store Location\No: 195 Kentlands Blvd., Gaithersburg, MD 20878
Saul Subsidiary I, L.P.	7501 Wisconsin Avenue	Suite 1500	Charles W. Sherren	Bethesda	MD	20814-0000	Lease - Store Location: 11277 New Hampshire Avenue Silver Spring MD 20904
Scott's Lawn Service	11 Suntop Court			Baltimore	MD	21209	Snow Removal Agreement
Sczubelek, Stephen G.	1227 Countrywood Lane			Vista	CA	92083	Stock Option Agreement
Sczubelek, Stephen G.	1227 Countrywood Lane			Vista	CA	92083	Employment Agreement
Sczubelek, Stephen G.	1227 Countrywood Lane			Vista	CA	92083	Retention Agreement
Sealy Mattress Company	70-81 Industrial Park	R.R.3 Box 1100		Williamsport	MD	21795-0000	Supply Agreement
Sealy, Inc.							Amendment No. 1 to Supply Agreement dated 3/17/97
Sealy, Inc.							Amendment No. 2 to Supply Agreement dated 3/17/97
Sealy, Inc.							Amendment No. 3 to Supply Agreement dated 3/17/97

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
Sealy, Inc.							Amendment No. 4 to Supply Agreement dated 3/17/97
Sealy, Inc.							Letter Agreement dated 1/1/00
Sealy, Inc.							Supply Agreement dated 3/17/97
Sealy, Inc.	One Office Parkway	Attn: David McIlquhakm		Trinity	NC	27370-0000	Amendment No. 1 to Supply Agreement dated 3/17/97
Sealy, Inc.	One Office Parkway	Attn: David McIlquhakm		Trinity	NC	27370-0000	Amendment No. 2 to Supply Agreement dated 3/17/97
Sealy, Inc.	One Office Parkway	Attn: David McIlquhakm		Trinity	NC	27370-0000	Amendment No. 3 to Supply Agreement dated 3/17/97
Sealy, Inc.	One Office Parkway	Attn: David McIlquhakm		Trinity	NC	27370-0000	Amendment No. 4 to Supply Agreement dated 3/17/97
Sealy, Inc.	One Office Parkway	Attn: David McIlquhakm		Trinity	NC	27370-0000	Letter Agreement dated 1/1/00
Sealy, Inc.	One Office Parkway	Attn: David McIlquhakm		Trinity	NC	27370-0000	Supply Agreement dated 3/17/97
Second Fairground Associates, Ltd.	c/o The Goodman Company	Phillips Point, East Tower	777 South Flagler Drive, Suite 1101	West Palm Beach	FL	33401-0000	Lease - Store Location: 514 N. State Road 7 Royal Palm Beach, FL 33441
Seekonk Realty, FLP	c/o Harry Leiser	62 Mott Ave		New London	CT	06320-0000	Lease - Store Location: 1080 Fall River Ave, Seekonk, MA
Sevenous Group, LLC a Michigan Limited Liability Company	4967 Crooks Road, Suite 200	P. O. Box 7040	Frank Zimmer	Troy	MI	48098-0000	Lease - Store Location: 76 Stratford Dr Bloomington IL 60108
SGP Associates, L.L.C.	c/o Cypress Properties, Inc.	2191 E. Bayshore Road, Suite 220		Palo Alto	CA	94303-0000	Lease - Store Location: 580 River St Suite D Santa Cruz CA 95060
Sheakley Uniservice Inc. (RE Harrington)	Attn: Jim Nathan	1245 Solutions Center		Chicago	IL	60677-1002	Unemployment Insurance
Shelborne Properties I, L.P.	7 Bulfinch Place, Suite 500	P. O. Box 9507	Greg Leverton	Boston	MA	02114-0000	Lease - Store Location: 931 Taylor Avenue, Towson MD 21204
Shelby Corners, A Michigan Co. Partnership	c/o Schostak Brothers & Company, Inc.	25800 Northwestern Hwy., Suite 750	Richard Cail	Southfield	MI	48075-0000	Lease - Store Location: 45040 Northpointe Blvd Utica, MI 48315
Shoppes At New Tampa LC	c/o I.C.I. Real Estate (Florida), Inc.	3641 West Kennedy Blvd., Suite A	Cliff Levy	Tampa	FL	33609-0000	Lease - Store Location: 17631 Bruce B. Downs Blvd, Tampa, FL 33609
Shoppes at New Tampa LC	c/o I.C.I. Real Estate (Florida) Inc.	3461 West Kennedy Boulevard, Suite A	Clif Levy	Tampa	FL	33609-0000	Lease - Store Location: 17631 Bruce B. Downs Boulevard Tampa, FL 33647-3223
Sidcor Schaumburg Associates, LLC	c/o Sidcor/Real Estate	950 North Western Ave.	Dale Dobroth	Lake Forest	IL	60045-0000	Lease - Store Location: 62 East Golf Rd Schaumburg IL 60173
Silverman Family Trust	c/o Raphael's Party Rentals	8606 Miramar Road		San Diego	CA	92126-0000	Lease - Store Location: 7/6157 Miramar 8604 Miramar Road San Diego, CA 92126
Sleepy's	175 Central Avenue South			Bethpage	NY	11714-0000	Lease - Store Location: Paramus Route, 261 Route 4 W, Paramus, NJ 07652
SLN Virginia Center Associates, LLC	9211 Forest Hill Avenue	Suite 110	Pete Bunin	Richmond	VA	23235-0000	Lease - Store Location: 10108 Brook Rd Gleen Allen VA 23060
Soledad Canyon, LLC	26076 Getty Drive, Suite D		Janet Dunham	Laguna Niguel	CA	92677-0000	Lease - Store Location: 765 North Milliken Avenue Suite D Ontario, CA 91764
Somers, LLC	124 South Arch Road			Richmond	VA	23236-0000	Lease - Store Location: 11001 Midlothian Turnpike Richmond, VA 23236
Song USA Inc.	23600 Eureka		Danny Song	Taylor	MI	48180-0000	Lease - Store Location: 23650 Eureka Rd. Taylor, MI 48180
Soo T, LLC	2828 North Clark Street			Chicago	IL	60657	Lease - Store Location: 1226 South Canal Chicago IL 60606
Soo T, LLC	c/o Nai Hiffman	One Oakbrook Terrace Butterfield @ 22cnd St.	Suite 600	Oakbrook Terrace	IL	60181	Lease - Store Location: 1226 South Canal Chicago IL 60606
South River and Citrus Properties, LLC	c/o RKR, Incorporated	15315 Magnolia Boulevard, Suite 415	Ron Rasak	Sherman Oaks	CA	91403-0000	Lease - Store Location: 26336 Citrus Drive Valencia, CA 91355
Southern California college, Charles J. Sylva, James Michael Kirk, Marvin L. Oates, Clara Massle & Carl Panattoni	c/o Silva-Kirk & Company	8815 Folsom Blvd., Suite 1	Mike Kirk	Sacramento	CA	95826-0000	Lease - Store Location: 2001 Arden Way Sacramento, CA 95825
Spinnaker Investment II, LLC	c/o Crestone Development	501 N. Nevada Avenue	John Gatto	Colorado Springs	CO	80903-1105	Lease - Store Location: 1006 N. Academy Blvd, CO Springs, CO 80909
Sports Arena Shopping Center, LLC	c/o J. Mark Grosvenor, President	1466 9th Avenue		San Diego	CA	92101-0000	Lease - Store Location: 3109 Sports Arena Boulevard San Diego CA 92110
Sports Arena Shopping Center, LLC	c/o Stephen D. Burchett, Esq.	1466 9th Avenue		San Diego	CA	92101-0000	Lease - Store Location: 3109 Sports Arena Boulevard San Diego CA 92110
Sports Arena Shopping Center, LLC d/b/a Grosvenor Square Shopping Center	3235 Hancock St., Suite 5			San Diego	CA	92101-0000	Lease - Store Location: 3109 Sports Arena Boulevard San Diego CA 92110
Springer Investment Group, LLC	4500 Vista Drive	Adam Springer		Ft. Collins	CO	80526-0000	Lease - Store Location: 4519 S College Avenue, Ft. Collins, CO 80525
St. Charles Joint Venture	c/o M. S. Management Association, Inc.	One Merchants Plaza, P. O. Box 7033	Bradley Nair	Indianapolis	IN	46207-0000	Lease - Store Location: 1188 Smallwood Dr., West Waldorf, MD 20603
St. Michael Investments	190 Hartz Avenue	Suite 260		Danville	CA	94526-0000	Lease - Store Location: 6780 Amador Plaza Road Dublin, CA 94568
St. Stephen Limited Partnership	One Greenway Plaza	Suite 850	David Lawrence	Houston	TX	77046	Lease - Store Location: 1560 S Federal Highway Delray Beach FL 33483
St. Stephen Limited Partnership	c/o Continental Real Estate Companies	1638 S. Federal Highway	David Lawrence	Delray Beach	FL	33483-5030	Lease - Store Location: 1560 S Federal Highway Delray Beach FL 33483
Staples, Inc.	150 California Street	PO Box 160		Newton	MA	02195-0000	Lease - Store Location: 557 Route 17S, Paramus, NJ - TERMINATED 03/31/95
State Street Bank & Trust Company	Goodwin Square	225 Asylum Street	Attn: Ms. Laurel Melody Casaa	Hartford	CT	06103-0000	Indenture dated 8/6/99
State Street Bank and Trust Company, as							Indenture dated 8/6/99
State Street Bank and Trust Company, as							Warrant Agreement dated 8/6/99
Stephen G. Szcubelek	1227 Countrywood Lane			Vista	CA	92083-0000	Employment Agreement
Steve J. Newton	3732 Baccurate Way			Marietta	GA	30062-0000	Employment Agreement
Steve J. Newton	3732 Baccurate Way			Marietta	GA	30062-0000	Employment Agreement dated 12/6/99
Steve J. Newton	3732 Baccurate Way			Marietta	GA	30062-0000	Executive Stock and Option Agreement dated 5/1/00
Steve J. Newton	3732 Baccurate Way			Marietta	GA	30062-0000	Retention Agreement
Steven Lytell							License Agreement
Steven Lytell	Lytell Industries	1800-F Rockville Pike		Rockville	MD	20852-0000	License Agreement
Storis Management Systems	300 Littleton Road			Parsippany	NJ	07054-0000	Sublicense Agreement-Software Contact
Storis Management Systems	300 Littleton Road			Parsippany	NJ	07054-0000	Sublicense Agreement-Software Contract
Stratis Corp	Park and Mountain Ave			Scotch Plains	NJ	07076-0000	Lease - Store Location: 936 Route 22 East, Somerville, NJ - TERMINATED 12/31/98
Sulinjean Investments	8727 Tampa Avenue	2nd Floor	Paul Volchok	Northridge	CA	91324-0000	Lease - Store Location: 8727 Tampa Avenue Northridge, CA 91324

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
Super Link Plastic, Inc.	888 92nd Avenue			Oakland	CA	94603-0000	contract
Supera Properties	2001 N. Halsted Street			Chicago	IL	60614-4399	Lease - Store Location: 3145 North Halsted St Chicago IL 60657
Surry Limited	c/o Stone Brothers	1024 W. Robinhood Drive	Wayne Richmond	Stockton	CA	95207-0000	Lease - Store Location: 5756 Pacific Avenue Stockton, CA 95207
SY Ventures V, LLC, Chino Spectrum Marketplace	c/o Vestar Property Mgmt.	4036 Grand Avenue, Suite A	Erin Willey	Chino	CA	91710-0000	Lease - Store Location: 4004 Grand Avenue, Unit B Chino CA 91710
Sylvania Lighting Services	56 Holton Street			Woburn	MA	01801	Lighting
Tapscan, Inc.	3000 Riverchase Galleria Eighth Floor	Attn: Dan Domer		Birmingham	AL	35244-0000	Software License and Services Agreement
Taunton Depot Lot E LLC	c/o Bristol Property Management, Inc.	555 Pleasant Street, Suite 201	Joseph Rando	Attleboro	MA	02703-0000	Lease - Store Location: 4050 Taunton 65 G Taunton Depot Drive Taunton, MA 02780
Taunton Depot Lot E LLC	c/o Richard J. Kaitz, Esq. Goldstein, Kaitz & Fellman, LLP	Watermill Center	800 South Street, suite 395	Waltham	MA	02453	Lease - Store Location: 4050 Taunton 65 G Taunton Depot Drive Taunton, MA 02780
TC Remarc Investors, L.P.	c/o Remarc Management, Inc.	23201 Lake Center Drive, Suite 207	Mick Cramer	Lake Forest	CA	92630-0000	Lease - Store Location: 655 s. Main Street, Suite 250 Orange, CA 92865
TDC - Niles, LLC	c/o Tucker Development Corp.	513 Central Ave., Suite 400	Jacob Karamol	Highland Park	IL	60053-0000	Lease - Store Location: 5708 West Touhy Ave Niles IL 60714
TDC - Niles, LLC	c/o Thomas P. Duffy, Wildman, Harrold, Allen & Dixon	225 W. Wacker Drive	Suite 3000	Chicago	IL	60606	Lease - Store Location: 5708 West Touhy Ave Niles IL 60714
Tech One Associates	200 Marshall Drive		Tom Weaver	Coraopolis	PA	15108-0000	Lease - Store Location: II 251 Clairton Boulevard Pittsburgh, PA 15236
Technology Leasing Concepts, Inc.	401 Southlake Boulevard, Suite 01A			Richmond	VA	23236-0000	Master Lease
Telephonics, Inc.	4330 NW 207th Drive			Miami	FL	33055	Voice Mail System Agreement
TFK Retail, LTD a Texas Limited Partnership	c/o Trammell Crow Company	10500 Ulmerton Road, suite 216	Cindy Hoppes	Largo	FL	33771-0000	Lease - Store Location: 10500 Ulmerton Road, Ste 850, Largo, FL 33771
TFK Retail, LTD a Texas Limited Partnership		1360 Oak Post Blvd., Suite 1800		Houston	TX	77056	Lease - Store Location: 10500 Ulmerton Road, Ste 850, Largo, FL 33771
The Anna Mscisz Trust	179 Dayton Street	P. O. Box 388	Patricia Prentiss	Danvers	MA	01923-0000	Lease - Store Location: 180 Endicott Street Danvers, MA 01923
The Anna Mscisz Trust	c/o Anne M. Crotty, Esq.	46 Wallis Road	P. O. Box 635	Rye	NH	03970	Lease - Store Location: 180 Endicott Street Danvers, MA 01923
The Baltimore Sun	501 N. Calvert St	P.O. Box 1377	Attn: Harry Jackson	Baltimore	MD	21278-0000	Advertising Agreement
The Bedding Experts, Inc.	6648 South Narragansett	Attn: Tom Saylors		Chicago	IL	60638-0000	License Agreement
The Bedding Experts, Inc.	6648 South Narragansett	Attn: Tom Saylors		Chicago	IL	60638-0000	Tax Sharing Agreement dated 8/6/99 (and Comfort Source Mattress Company)
The Bedford park Co. Trust	c/o Fretter Investment Group	28833 Telegraph Road	Sharon Shanks	Southfield	MI	48034-0000	Lease - Store Location: 7446 South Cicero Chicago IL 60629
The Blackstone Group, L.P.	345 Park Avenue			New York	NY	10154-0000	Blackstone Financial Advisory Agreement
The Blackstone Group, L.P.	345 Park Avenue			New York	NY	10154-0000	Blackstone Indemnification Agreement
The Bureau of National Affairs, Inc.	1231 25th Stree, N.W.			Washington	DC	20037	Trade Publication Updates Agreement
The Estate of James Campbell	File 72690	P.O. Box 61000	Sonya	San Francisco	CA	94161-0000	Lease - Store Location: 232 Vintage Way Novato CA 94945
The Give Family Trust	c/o Charles Dunn Real Estate Services, Inc.	18101 Von Karmen Avenue, Suite 100		Irvine	CA	92612	Lease - Store Location: 13170 Marlay Avenue Fontana CA 92335
The Granite Street Realty Corporation	845 Washington Street		Brad Cartwright	Braintree	MA	02184-0000	Lease - Store Location: 485 Granite Street, Braintree, MA
The Granite Street Realty Corporation	845 Washington Street		Brad Cartwright	Braintree	MA	02184-0000	Lease - Store Location: 485 Granite Street Braintree MA 02184
The Kahn Family Trust	1255 Post Street	Suite 492		San Francisco	CA	94104-0000	Lease - Store Location: 4550 Geary Boulevard San Francisco, CA 94118
The Leonard B. Sax, LLC	c/o Flagstaff Properties, Inc.	1007 Pearl Street, Suite 260	Doug Haffnieter	Boulder	CO	80302-0000	Lease - Store Location: 5545 Wadsworth Bypass, #F, Arvada, CO 80002
The McGill Development LTD Partnership # 3	P.O. Box 26234		Pete McGill, Chris Kurz	Baltimore	MD	21210-0000	Lease - Store Location: 592 Baltimore Pike, Bel Air, MD 21014
The Miami Herald Publishing Company	One Herald Plaza	Mario Jarro		Miami	FL	33132-0000	Advertising Agreement
The Price R.E.I.T, Inc.	c/o Kimco Realty Corporation	3333 New Hyde Park Rd., Suite 100	Nella Harris	New Hyde Park	NY	11042-0020	Lease - Store Location: 390 McKinney Street, Suite 116 Corona CA 91719
The Sun-Sentinel Company	200 E. Las Olas Boulevard	Attn: Louise Ranson		Fort Lauderdale	FL	33301-0000	Advertising Agreement
The Terra Nova Group, a California Limited Partnership	2505 Congress St.	Suite 220	Attn: Property Manager	San Diego	CA	92110-0000	Lease - Store Location: 386 East H Street #204 #205 Chula Vista CA 91910
The Terra Nova Group, a California Limited Partnership	c/o Monticello Management Company	2505 Congress Street, Suite 220	Attn: Commerial Division	San Diego	CA	92110-0000	Lease - Store Location: 386 East H Street #204 #205 Chula Vista CA 91910
Theodore F. Bodnar Jr.	117 East Franklin Street			Hagerstown	MD	21740-0000	Lease - Store Location: 1144 Merrifield 8213 Lee Highway Fairfax, VA 22031
Thorsen's HVAC	2310 Walnut Road			Turlock	CA	95381	HVAC Service Contract
Todd Malone and Evelyn M. Malone Trustees of The Malone Trust	1794 View Drive		Evelyn Malone	San Leandro	CA	94577-0000	Lease - Store Location: 15063 East 14th St San Leandro CA 94758
Toms River Plaza Assocaltes,LTD	c/o River View Management	1765 Merriman Rd	Anthony Petrarca	Akron	OH	44313-0000	Notice only for Toms River Plaza Associates, LTD
Toms River Plaza Associates, LTD	PO Box 72332			Cleveland	OH	44192-0332	Lease - Store Location: 1358 Hooper Ave, Toms River, NJ
Tom's River Plaza Associates, LTD.	175 South Central Avenue			Bethpage	NY	11714-0000	Lease - Store Location: 1358 Hopper Avenue, Tom's River, NJ 08753
Towson Circle Joint Venture, LLP	c/o The Cordish Company	601 E. Pratt Street, 6th Floor	Glenn Weinberg	Baltimore	MD	21202-0000	Lease - Store Location: 1 East Joppa Road Towson, MD 21286
Towson Circle Joint Venture, LLP	c/o Heritage Properties, Inc.	515 Fairmount Avenue, Suite 400	Jim Ralley	Towson	MD	21286	Lease - Store Location: 1 East Joppa Road Towson, MD 21286
Trade Winds Mechanical Services	151 Epping Road			Exeter	NH	03833-0000	HVAC Service Contract
Transamerican Publication Corporation	16375 NE 18th Avenue		Albert Benalloun	North Miami Beach	FL	33162-0000	Lease - Store Location: 1885 Aventura 17700 Biscayne Blvd. Aventura, FL 33160
Transport International Pool (TIP)	426 West Lancaster Avenue			Devon	PA	19333	Vehicle Leases
Trolley Industrial L.L.C.	P.O. Box 308	28777 Northwestern Highway, Suite 100	Peter Light	Southfield	MI	48034-0000	Lease - Store Location: 21150 Trolley Industrial Road Taylor, MI 48180
Trustees of the George E. Trotter, Jr. Family Trust	c/o Maxine Trotter	2032 La Colina Dr.	Maxine Trotter	Santa Ana	CA	92705-0000	Lease - Store Location: 2153 N. Bellflower Blvd Long Beach CA 90815
Turnpike Plaza		220 West Bury Ave.	Anthony Dallo	Carle Place	NY	11514-0000	Lease - Store Location: 450 Sunrise Highway, Valley Stream, NY 11581

SCHEDULE G - **AMENDED**

MATTRESS DISCOUNTERS CORPORATION
CHAPTER 11 CASE NO. 02-22330

BTMI, Ltd	c/o Thomas Burke Jr, McGladrey & Pullen	1133 6th Ave	26th Floor	New York	NY	10036-0000	Lease - Store Location: 2345 Central Park Ave, S. Yonkers, NY 10710 - TERMINATED EXERCISED BUYOUT 11/14/95
Turnpike Plaza	220 West Bury Avenue	Anthony Dalto		Carle Place	NY	11514-0000	Lease - Store Location: 450 W. Sunrise Highway, Valley Stream, NY 11514
Union-Tribune Publishing Co.	350 Camina de la Reina	Attn: Katherine Annunziata		San Diego	CA	92108-0000	Advertising Agreement
United California Bank, Successor Trustee of the William W. Goddard Trust & the Elizabeth G. Goodman Trust	Cheryl Kelley, VP and Property Mgr	601 S. Figueroa Street	10th Floor	Los Angeles	CA	90017-0000	Lease - Store Location: 8736 Pasadena 865 E. Colorado Blvd. Pasadena, CA 91101
University Palms Square, Inc.	9833 N.W. 45th Street			Coral Springs	FL	33065-0000	Lease - Store Location: 2224 University Drive Coral Springs, FL 33071
University Palms Square, Inc.	c/o Oppenheimer Associates, Inc.	9600 W. Sample road	Suite 300	Coral Springs	FL	33065-0000	Lease - Store Location: 2224 University Drive Coral Springs, FL 33071
Van Brunt Holding Co.	c/o 5 Tudor City Place	Suite 100	Ron Harnish	New York	NY	10017-0000	Lease - Store Location: 2506 Flatbush Avenue, Brooklyn, NY 10210
Ventura County Star	5250 Ralston Street	P.O. Box 6711		Ventura	CA	93006-0000	Advertising Agreement
Ventura SystemSource, Inc.	201 E. Baltimore Street #1400			Baltimore	MD	21202	Hardware and Software Support Agreement
VeriSign, Inc.	21355 Ridgetop Circle	Attn: Legal Department		Dulles	VA	20166-0000	Service Agreement for Web Site
Vermont Anaheim, Partners	10005 Mission Mill Road		Tere Miller	Whittier	CA	90601-0985	Lease - Store Location: 900 E. Vermont Avenue Anaheim, CA
Vestar/Kimco Santee, LP	c/o Vestar Development Co.	2425 East Camelback Rd., Suite 750	Dan Duncan	Phoenix	AZ	85016-0000	Lease - Store Location: 9836 Mission Gorge Road, Suite G, Santee, CA 92071
Wabash Randolph Partnership	c/o Klaff Realty, LP	111 W. Jackson Blvd., 13th Floor	Daniel Fernitz	Chicago	IL	60604-0000	Lease - Store Location: 156 N. Wabash Chicago IL 60602
Warren S. Teitelbaum							License Agreement
Washington Post	1150 15th Street NW	Attn: Kathleen Rothenburg		Washington	DC	20071-0000	Advertising Agreement
Washington Post	1150 15th Street, N.W.			Washington	DC	20071-0000	Retail Color Frequency Advertising Agreement with The Washington Post dated January 1, 2002
Washington Post	1150 15th Street, N.W.			Washington	DC	20071-0000	Retail Dollar Volume Discount Advertising Agreement with The Washington Post dated February 1, 2002
Washington Real Estate Investment Trust	6110 Executive Boulevard	Suite 800		Rockville	MD	20852-0000	Lease - Store Location: 1003 West Patrick Street Frederick, MD 21701
Washington Real Estate Investment Trust	6110 Executive Boulevard	Suite 800	Bill Ludwig	Rockville	MD	20852	Lease - Store Location: 17604 Garland Groh Blvd. Hagerstown, MD 21740
Waste Management	4900 Beech Place			Temple Hills	MD	20748	Trash Service Agreement
Waterbed Outlet, Inc.	7991 Folsom Blvd.			Sacramento	CA	95826-0000	Non-Competition Agreement by and among T.J.B., Inc., Mattress Outlet, Inc. and Dennis McGill dated March 1993
Watt/Craig Associates	2716 Ocean Park Blvd.	Suite 3040	John Skillman	Santa Monica	CA	90405-5218	Lease - Store Location: 403 W. Imperial Highway, Suite A Brea, CA 92621
Watt/Craig Associates	c/o Watt Legal Dept.	2716 Ocean Park Blvd., Suite 3040	Attn: General Counsel	Santa Monica	CA	90405-0000	Lease - Store Location: 403 W. Imperial Highway, Suite A Brea, CA 92621
Webber, Robert A. III	129 Foxtree Drive			Glen Burnie	MD	21061	Stock Option Agreement
Weeks Restaurant Corp.	75 Springhill Rd.	P.O. Box 505	David Weeks	New Castle	NH	03854-0000	Lease - Store Location: 16 Weeks Lane Dover NH 03820
Wells Fargo Bank, N.A.	Corporate Properties Group	333 S. Grand Avenue	Jim Palmiere	Los Angeles	CA	90071-0000	Lease - Store Location: 180 North Moorpark Road Thousand Oaks, CA 91360
Wells Fargo Financial National Bank	4455 West Spring Mountain Road			Las Vegas	NV	89102-0000	Credit Card Agreement
West Dundee 1998, LLC	c/o Oakridge Properties, Ltd.	804 Roundabout Ct.	Tim Schwartz	West Dundee	IL	60118-0000	Lease - Store Location: 220 North 8th St West Dundee IL 60118
Western Development Co.	c/o Lewis Operating Corporation	Attn: Director of Property Management	1156 N. Mountain Avenue P.O. Box 670	Upland	CA	91785-0670	Lease - Store Location: 11010 Foothill Boulevard - Suite 100 Rancho Cucamonga, CA 91730
Westgate Mall Properties, LLC	c/o Westpark Group, LP	One Wells Avenue		Newton	MA	02459-3295	Lease - Store Location: 4026 Brockton 410 Westgate Drive Brockton, MA 02401
Westgate Mall Properties, LLC	c/o Goulston & Storrs	400 Atlantic Avenue	Attn: WPG - Westgate Mall	Boston	MA	02110-3333	Lease - Store Location: 4026 Brockton 410 Westgate Drive Brockton, MA 02401
Wheaton Shopping Center Joint Venture	c/o David E. Aaronson	5100 Wisconsin Avenue, N.W.	Suite 302	Washington	DC	20016-0000	Lease - Store Location: 11401 Georgia Avenue Wheaton, MD 20902
Wheaton Shopping Center Joint Venture	c/o Ronald G. Kane, Esq.	11029 Rosemont Drive		Rockville	MD	20852	Lease - Store Location: 11401 Georgia Avenue Wheaton, MD 20902
William Battaglia, et al.	1575 Grace Avenue		Jim Gordon	San Jose	CA	95125-0000	Lease - Store Location: 1033 Blossom Hill Road San Jose, CA 95123
Winchester Marketplace-Temecula LLC	c/o Schultz & Associates LLC	555 Double Eagle Court	Suite 1000	Reno	NV	89521	Lease - Store Location: 40515 Winchester Road Temecula, CA 92591
Winven Realty, LLC	c/o Win Properties, Inc.	66 Field Point Road	Dennis McGill	Greenwich	CT	06830-0000	Lease - Store Location: 1265 West El Camino Real Sunnyvale, CA 94087
Woolbright Midway, Ltd.	200 South Federal Highway		Jorge Morell	Deerfield Beach	FL	33441	Lease - Store Location: 5705-5707 North University Drive Tamarac, FL 33321
World Truck Corp.	1434 Main Street			Walpole	MA	02081-0000	Truck Lease and Service Agreement by and between Mattress Discounters, Inc. and World Truck Lease, a division of World Truck Corp. dated as of October 29, 1998
WRI Golden State, LLC	c/o Weingarten Realty Management Company	P.O. Box 924113	Attn: General Counsel	Houston	TX	77292-4133	Lease - Store Location: 6771B Westminster Blvd. Westminster, CA 92684
WSG Sand Lake LP	c/o WSG Development Company	400 Arthur Godfrey Road	Suite 200	Miami Beach	FL	33140-0000	Lease - Store Location: 1355 Sand Lake Road Orlando, FL 32809
WSG West Colonial LP	c/o WSG Development Company	400 Arthur Godfrey Road	Suite 506	Miami Beach	FL	33140-0000	Lease - Store Location: 7332 W. Colonial Drive Orlando, FL 32818
XTRA Lease	1801 Park 270 Drive	Suite 400		St. Louis	MO	63146-4037	Vehicle Leases
Yale Nothern California	4381 Bettencourt Way			Union City	CA	94587	Maintenance Service Agreement
York and Parks Associates Limited Partnership	111 South Calvert Street	Suite 2820	Ronald O. Schaffel	Baltimore	MD	21202-0000	Lease - Store Location: 9709 York Road Cockeysville, MD 21030
Yorkshire Center, LLC	c/o M&J Wilkow	180 N. Michigan Ave., Suite 200	Jenny Wright	Chicago	IL	60601-0000	Lease - Store Location: 4300 E New York St Aurora IL
Zan Zeige	PO Box 1789			Riverview	FL	33568-0000	Lease - Store Location: 402 N. Dale Mabry, Tampa FL
ZRP Burback, LLC	515 South Figueroa Street	Suite 1230	Sandy Garay	Los Angeles	CA	90071-0000	Lease - Store Location: 1563 North Victory Place Burbank CA 91504
Zuma PC LLC	c/o Kew Management Corporation	720 S. Colorado Blvd., Suite 740S	David Spira	Denver	CO	80246-0000	Lease - Store Location: 8801 Harlan Street, Westminster, CO 80030

United States Bankruptcy Court
District of Maryland

In re **Mattress Discounters Corporation** Debtor(s)

Case No. **02-22330**
Chapter **11**

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Chief Financial Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 128 sheets *[total shown on summary page plus 1]*, and that they are true and correct to the best of my knowledge, information, and belief.

Date 1/27/03

Signature

Rick Frier
Chief Financial Officer

Penalty for making a false statement or concealing property: Fine of up to $500,000 or imprisonment for up to 5 years or both. 18 U.S.C. §§ 152 and 3571.

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