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MEDIA CONTACTS:

Todd Melloh
Samaritan's Feet
(317) 417-3525
tmelloh@samaritansfeet.org

Amy Dimond
Kmart
(847) 286-3226
adimond@searshc.com

Dara Cothran
Euro RSCG Worldwide PR
(212) 367-6814
dara.cothran@eurorscg.com

**Kmart Provides Samaritan's Feet with Largest Donation To-Date
Over 1 Million Impoverished Children to Receive First Pair of Shoes**

Charlotte, N.C. (February 3, 2009) – With the support of Protege athletes Al Harrington (New York Knicks) and Stephen Jackson (Golden State Warriors), Kmart will be donating over 1 million pairs of shoes to support the humanitarian efforts of non-profit relief organization Samaritan's Feet. The organization has set a goal of providing 10 million pairs of shoes for 10 million impoverished people in 10 years.

Kmart's donation – the single largest in the history of Samaritan's Feet– will account for a full year's donation needs in conjunction with Samaritan's Feet's mission, and will be distributed to children around the world in the 42 countries which the organization currently serves.

Kmart stores from across the country have combined forces to make the substantial donation possible. Samaritan's Feet will begin picking up the shoes from various Kmart locations in early January, after which the shoes will be shipped to the Samaritan's Feet warehouses located in Indianapolis, Charlotte and California in preparation for global distribution. The shoes will be delivered to over 20 countries including Sudan, Nigeria, South Africa, Brazil and Swaziland during the next six months. The first shipment of shoes will be headed to Lima, Peru in March.

“We are blown away by the generosity of Kmart,” said Samaritan's Feet Founder Manny Ohonme. “This donation will open up so many doors for Samaritan's Feet to bless children around the world. This gift will go a long way towards our goal of reaching 10 million children in 10 years. I am pleased that Kmart chose Samaritan's Feet as the recipient of this generous gift. We will be good stewards of this incredible blessing.”

The donations will also serve as an entry point for Samaritan's Feet to help improve the lives of people in the countries noted through other initiatives including bringing water supplies and building schools and hospitals.

“Kmart is dedicated to making quality shoes accessible to all children both at home and abroad, regardless of their economic situations,” said Nick Grayston, who serves as president of the company's footwear division. “In addition to our global efforts through Samaritan's Feet, Kmart will be the exclusive retailer of affordable, high-quality basketball footwear and apparel lines, sold under the Protege label, beginning February 2009.”

The Protege collection, created by NBA star Al Harrington, is a “give back” brand designed to empower the community and give hope, inspiration and confidence to young people. The game-winning Protege footwear line was developed by Harrington so that basketball enthusiasts of all ages and all income levels could have a high-quality, stylish shoe just like the pros wear. Not only does Protege support Kmart's commitment to offer customers exclusive brands and quality products at affordable prices, the team at Protege is equally committed to giving back to the communities.

“Protege is proud to support Kmart’s global extension of its commitment to making high-quality footwear accessible to all children. Protege is about empowering youths and Kmart’s donation to Samaritan’s Feet will give both hope and opportunity to these impoverished children,” said Al Harrington.

Visit <http://www.samaritansfeet.org/> to see what a single pair of shoes can do to change a child’s life somewhere in the world.

About Samaritan's Feet

Samaritan's Feet, based in Charlotte, N.C., is a humanitarian non-profit relief organization dedicated to equipping the feet of impoverished children in the United States and around the world with shoes, and delivering a life-changing message of hope.

Its goal is to provide 10 million pairs of shoes for 10 million impoverished people in 10 years. To date, nearly one million pairs of shoes have been collected for children in the United States, Africa, South America and the Caribbean.

Samaritan’s Feet was started in 2003 by President and Founder Manny Ohonme. Manny received his first pair of shoes at the age of 9 from a missionary. He started playing basketball and other sports with the new pair of shoes. He earned a spot on a traveling basketball team and eventually his high school team. Upon graduating high school, he was offered a scholarship to play basketball at University of North Dakota (Lake Region) where he received his bachelor's and master's degrees.

Manny spent ten years in the marketing and logistics business before he started Samaritan's Feet to help give children what he received earlier in life – a pair of shoes that gave him hope.

Samaritan’s Feet domestic projects include: Biloxi and Long Beach, Miss.; South Dakota; Jolo and Bradshaw, W.Va.; St. Louis, Mo.; Charlotte, N.C.; Washington, D.C.; Virginia and Maryland.

In addition, shoes have been distributed in over 42 other countries including: Tsunami- Sri Lanka; Romania; Ukraine; Haiti; Nigeria; Kenya; Ethiopia; Ecuador; South Africa; Jamaica; Guyana; Mexico; Brazil; Ecuador; Peru; Malawi; Gambia and Burundi.

About Kmart

Kmart, a wholly-owned subsidiary of Sears Holdings Corporation (NASDAQ: SHLD), is a mass-merchandising company that offers customers quality products through a portfolio of exclusive brands that include Jaclyn Smith, Joe Boxer, Martha Stewart Everyday and Route 66. For more information visit the company's Web site at www.kmart.com or the Sears Holdings Corporation Web site at www.searsholdings.com.

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