

BORGES & ASSOCIATES, LLC
575 Underhill Blvd.
Syosset, New York 11791
Telephone:(516) 677-8200
Facsimile: (516)677-0806
borgeslawfirm@aol.com
Wanda Borges (4904)

Attorneys for Carlson Systems, LLC.

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

In re:)	
)	Case No. 09-10244 (RDD)
STAR TRIBUNE HOLDINGS)	
CORPORATION, et al.,)	(Jointly Administered)
Debtor.)	

**NOTICE OF RECLAMATION DEMAND OF
CARLSON SYSTEMS, LLC.**

PLEASE TAKE NOTICE that Carlson Systems, LLC (“CSS”), by and through its counsel, files this notice of the delivery of a written demand, pursuant to section 546 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532, on the above debtor (“Debtor”) to reclaim certain assets (the “Goods”) that are subject to reclamation. CSS asserts that the Goods were sold in the ordinary course of CSS’s business and delivered on credit terms to, and received by, the Debtor during the 45 days prior to the filing of the Debtor’s bankruptcy petitions. CSS believes the Debtor was insolvent at the time it received delivery of the Goods. Attached as Exhibit “A”, and incorporated by reference herein is a copy of the letter dated January 29, 2009, delivered to the Debtor. Attached as Exhibit “B”, and incorporated by reference herein is a copy of the letter dated February 2, 2009 and copies of the pertinent invoices, together with proofs of delivery covering the Goods which are being reclaimed, which were delivered to the Debtor.

Dated: February 2, 2009

BORGES & ASSOCIATES, LLC

By: s/ Wanda Borges
Wanda Borges (WB4904)
575 Underhill Blvd., Suite 118
Syosset, NY 11791
Telephone: (516) 677-8200
Facsimile: (516-677-0806
Borgeslawfirm@aol.com

Counsel for Carlson Systems, LLC

CERTIFICATION OF SERVICE

I HEREBY CERTIFY that the foregoing pleading was electronically served this the 2nd day of February, 2009, in accordance with the method established under this Court's CM/ECF Administrative Procedures upon all parties in the electronic filing system in this case.

By: /s/ Wanda Borges
Wanda Borges

EXHIBIT A

**CARLSON SYSTEMS, LLC**FASTENING • PACKAGING
PRODUCT ASSEMBLY SYSTEMS

10840 Harney Street, Omaha, NE 68154-2638 • (402) 593-5300 • Fax: (402) 593-5366

January 29, 2009

***SENT VIA FACSIMILE
AND OVERNIGHT MAIL
(612) 673-7105***Star Tribune
Attn: Accounts Payable
800 First Street North
Minneapolis, MN 55401Re: Reclamation Demand by Carlson Systems, LLC
\$13,944.81

To Whom It May Concern:

Demand is hereby made upon you pursuant to § 2-702 of the Uniform Commercial Code and § 546(c) of the United States Bankruptcy Code for the return of all goods consisting of miscellaneous packaging supplies received during the applicable periods referenced in the above-cited sections including, but not specifically limited to, goods identified on the invoice copies enclosed herewith.

Please contact the undersigned for instructions in connection with the return of the goods.

In light of your recent bankruptcy filing, you are further notified that all goods subject to Carlson Systems' right of reclamation should be protected and segregated by you and not be used for any purpose whatsoever except those specifically authorized following notice and hearing by the Bankruptcy Court.

Sincerely,

Mary Moore
Credit Manager

402-593-5326

cc: Marshall Scott Huebner

CORPORATE SUPPORT CENTERS:10840 Harney Street, Omaha, NE 68154-2638 • (402) 593-5300 • Fax: (402) 593-5366
432 N. 44th Street, Suite 250, Phoenix, AZ 85008-7618 • (602) 244-1313 • Fax: (602) 244-1809
P.O. Box 3036, Omaha, NE 68103-0036 • www.carlsonsystems.com

EXHIBIT B

Borges & Associates, LLC

Attorneys at Law

575 Underhill Blvd.
Syosset, New York 11791
Tel: 1-516-677-8200
Fax: 1-516-677-0806
borgeslawfirm@aol.com

WANDA BORGES

CHRISTINE J. HANSEN

SPECIAL COUNSEL
LABOR and EMPLOYMENT LAW

RICHARD V. RAPPAPORT

via facsimile transmission 612-673-4359

February 2, 2009

Star Tribune - Attn: Randy Lebedoff
425 Portland Avenue S.
Minneapolis, MN 55488

Re: Carlson Systems, LLC. –**Reclamation Demand**

Dear Mr. Lebedoff:

This letter is being sent to you on behalf of Carlson Systems, LLC. Pursuant to Sections 2-702 of the Uniform Commercial Code and Section 546 of the Bankruptcy Code, **Carlson Systems, LLC**, reclaims all merchandise received by you within the time frames set forth in Section 546(c) of the Bankruptcy Code, and demands the return of same to this office.

This reclamation demand includes, but is not limited to, all merchandise received by you under the following invoice numbers and supplements the reclamation demand sent directing by Carlson Systems, LLC on January 29, 2009.

Invoice no.	Invoice Date:	Delivery Date:
15377959	12/22/2008	12/22/2008
15378104	12/29/2008	12/26/2008
15378108	12/29/2008	12/15/2008

Copies of a **Reclamation Claim Form**, the original reclamation demand, together with the pertinent invoice, credit and proofs of delivery are annexed. This reclamation demand is without prejudice to any other rights which Carlson Systems, LLC may have to assert a claim pursuant to 11 U.S.C. §503(b)(9).

Sincerely,
s/ Wanda Borges, Esq.
Counsel for Carlson Systems, LLC

Cc: The Garden City Group, Inc., Claim Agent
Attn: Craig E. Johnson, Reclamation Claims
631-940-6554 **facsimile transmission**
Davis Polk & Wardwell, Attorneys for Debtors
Attn: Lynn I. Poss, Esq.
212-701-6001 **facsimile transmission**

RECLAMATION CLAIM FORM
Star Holdings Corporation Case No.: 09-10244 (RDD)

Supplier and Reclamation Demand Information

Supplier Name:	Carlson Systems, LLC
Date:	January 29, 2009 and February 2, 2009
Supplier Contact Information:	
Name:	Mary Moore, Credit Manager
Address:	10840 Harney Street
City:	Omaha
State:	NE
Zip:	68154-2638
Phone Number:	1-402-593-5326
Email:	mmoore@csystems.com
Description of Goods Being Sought for Reclamation:	Samuel Polyprop Strap – 7mmx17000ft Mach Strap Yellow Dynaric Strapping – 5.6 mmx230000 ft Mach Strap White
Dollar Value of Goods:	\$14,543.33
Quantity of Goods:	Samuel Polyprop Strap – 8 rolls Dynaric Strapping – 3030 rolls
Basis for Demand:	UCC 2 – 702 and 11 U.S.C. 546(c)

Invoice Information for Goods Being Sought for Reclamation

Invoice Number	Delivery Date	Invoice Amount
15377959	12/23/2008	598.66
15378104	12/26/2008	15,132.00
		Pricing credit -2,487.00
15378108	12/15/2008	1,299.78



CARLSON SYSTEMS, LLC

FASTENING • PACKAGING
PRODUCT ASSEMBLY SYSTEMS

10840 Harney Street, Omaha, NE 68154-2638 • (402) 593-5300 • Fax: (402) 593-5366

January 29, 2009

**SENT VIA FACSIMILE
AND OVERNIGHT MAIL**

(612) 673-7105

Star Tribune

Attn: Accounts Payable

800 First Street North

Minneapolis, MN 55401

Re: Reclamation Demand by Carlson Systems, LLC
\$13,944.81

To Whom It May Concern:

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Sincerely,

Mary Moore
Credit Manager

402-593-5326

cc: Marshall Scott Huebner

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432 N. 44th Street, Suite 250, Phoenix, AZ 85008-7618 • (602) 244-1313 • Fax: (602) 244-1809
P.O. Box 3036, Omaha, NE 68103-0036 • www.carlsonsystems.com

INVOICE

Carlson Systems, LLC
 10840 Harney Street
 Omaha, NE 68154

Date: 12/22/08 Page: 1
 Mail To: 15002184
 Invoice Number: 15377959
 Customer Number: 15002184

S STAR TRIBUNE
 O T ATTN: ACCOUNTS PAYABLE
 L O 800 1ST ST N
 D MINNEAPOLIS MN 55401

S STAR TRIBUNE
 H T ATTN: ACCOUNTS PAYABLE
 I O 800 1ST ST N
 P MINNEAPOLIS MN 55401

ORDER NO. 15404185	ORDER DATE 12/22/08	CUSTOMER P.O. NO. D022537	MEMO			
PICK SLIP NO. 15301435	SHIP DATE 12/22/08	SHIP FROM Eagan	SHIP VIA CONTACT CARTAGE	PPD/COLL Prepaid & Add	TERMS 2% 10 net 30	DUE DATE 01/21/09
ITEM	DESCRIPTION	UNIT	SHIPPED	BACKORDERED	NET PRICE	EXTENDED PRICE
M0724EHY170T4 995901	Samuel Polyprop Strap 7mmx17000ft Mech Strap Yellow Manf Code: M0724EHY170T4 BOL# 15066073 Tracer# 15066073	roll	8	16	70.61	564.88 NTx

SALES REPRESENTATIVE: Dan Stover

VALUED CUSTOMER SINCE 03/1988

Total Extended	564.88
Freight	31.45
Sales Tax	2.33
TOTAL	598.66

DIRECT INQUIRIES TO: Phone:651-688-0077 1279 TRAPP ROAD SUITE 190
 Fax:651-688-6622 EAGAN, MN 55121

Return This Bottom Portion With Payment.

Carlson Systems, LLC

15002184 STAR TRIBUNE Customer Number and Name	15377959 Invoice Number	598.66 Invoice Amount	\$ _____ Amount Enclosed
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With a Carlson Systems Extranet site you are able to place orders, check stock availability and pricing, and view your account history on-line. Go to <http://ordernow.csystems.com> and sign-up today!

REMIT TO: CARLSON SYSTEMS, LLC
 P.O. BOX 3036
 OMAHA, NE 68103-0036

INVOICE

Carlson Systems, LLC
 10840 Harney Street
 Omaha, NE 68154

Date: 12/29/08 Page: 1
 Mail To: 15002184
 Invoice Number: 15378104
 Customer Number: 15002184

S STAR TRIBUNE
 O T ATTN: ACCOUNTS PAYABLE
 L O 800 1ST ST N
 D MINNEAPOLIS MN 55401

S STAR TRIBUNE
 H T ATTN: ACCOUNTS PAYABLE
 I O 800 1ST ST N
 P MINNEAPOLIS MN 55401

ORDER NO. 15403958	ORDER DATE 12/15/08	CUSTOMER P.O. NO. d022493	MEMO 649114 Voucher# 1274344			
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PICK SLIP NO. 0	SHIP DATE 12/19/08	SHIP FROM Eagan	SHIP VIA * LTL FREIGHT	PPD/COLL Prepaid	TERMS 2% 10 net 30	DUE DATE 01/28/09
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ITEM	DESCRIPTION	UNIT	SHIPPED	BACKORDERED	NET PRICE	EXTENDED PRICE
DY-2140-9-WHITE 885622	Dynaric Strapping 5.7mmx23000ft Mach Strap White Manf Code: P2140-9 WHITE	roll	3000	0	50.44	15,132.00 NTX

SALES REPRESENTATIVE: Dan Stover
 DIRECT INQUIRIES TO: Phone:651-688-0077
 Fax:651-688-6622

VALUED CUSTOMER SINCE 03/1988
 1279 TRAPP ROAD SUITE 190
 EAGAN, MN 55121

Total Extended 15,132.00
 Sales Tax 0.00
 TOTAL 15,132.00

Return This Bottom Portion With Payment.

Carlson Systems, LLC

15002184 STAR TRIBUNE Customer Number and Name	15378104 Invoice Number	15,132.00 Invoice Amount	\$ _____ Amount Enclosed
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With a Carlson Systems Extranet site you are able to place orders, check stock availability and pricing, and view your account history on-line. Go to <http://ordernow.csystems.com> and sign-up today!

REMIT TO: CARLSON SYSTEMS, LLC
 P.O. BOX 3036
 OMAHA, NE 68103-0036

01/27/2009 11:52 FAX 757 363 8016

DYNAMIC CUSTOMER SERVICE

ODFL.com: Shipment Tracing: Old Dominion Freight Line, Inc.

001/001

Old Dominion Freight Line Shipment Trace

(402) 537-5110

Page 1 of 1

Fax

Thank you for choosing Old Dominion!

Trace Information for PRO#: 01402257859

Delivery Date:	12/29/2008
Status:	Delivered
Pieces:	10
Weight:	9149
PO#:	15039086
BOL#:	322050
Signature:	MILES
Origin:	VIRGINIA BEACH, VA 23455
Origin Svc Ctr:	NFA - NORFOLK, VA
Destination:	MINNEAPOLIS, MN 55401
Destination Svc Ctr:	MSF - MINNEAPOLIS, MN

Help

ATTN: TOM
 CARLSON SYSTEMS
 Proof of delivery for
 strap shipping to STAR
 TRIBUNE

Trace Another Shipment?

Enter the Pro Number (Tracking Number) of your shipment in the form below and the current shipment status information will be displayed.

Trace Shipment

01402257859 [REDACTED]

Click here to trace multiple Pros

E-Mail Notification

To receive an email when this pro has been delivered, enter a valid email address and press Notify.

[REDACTED]

Carlson's Po. # 15059686

15378104

CREDIT

Carlson Systems, LLC
 10840 Harney Street
 Omaha, NE 68154

Date: 01/19/09 Page: 1
 Mail To: 15002184
 Credit Number: 15105236
 Customer Number: 15002184

S STAR TRIBUNE
 O T ATTN: ACCOUNTS PAYABLE
 L O 800 1ST ST N
 D MINNEAPOLIS MN 55401

S STAR TRIBUNE
 H T ATTN: ACCOUNTS PAYABLE
 I O 800 1ST ST N
 P MINNEAPOLIS MN 55401

ORDER NO. 15403958	ORDER DATE 12/15/08	CUSTOMER P.O. NO.	MEMO wrong sell price natl acct newspaper pricing			
PICK SLIP NO. 0	SHIP DATE 01/19/09	SHIP FROM Eagan	SHIP VIA * LTL FREIGHT	PPD/COLL Prepaid & Add	TERMS 2% 10 net 30	DUE DATE 01/19/09
ITEM	DESCRIPTION	UNIT	SHIPPED	BACKORDERED	NET PRICE	EXTENDED PRICE
DY-2140-9-WHITE 885622	Dynaric Strapping 5.7mmx2300ft Mach Strap White Manf Code: P2140-9 WHITE	roll	-1	0	2,487.00	-2,487.00 NTx
*** CREDIT NOTE - reference number is 15378104 ***						

SALES REPRESENTATIVE: Dan Stover
 DIRECT INQUIRIES TO: Phone:651-688-0077
 Fax:651-688-6622

VALUED CUSTOMER SINCE 03/1988
 1279 TRAPP ROAD SUITE 190
 EAGAN, MN 55121

Total Extended -2,487.00
 Sales Tax 0.00
 TOTAL -2,487.00

pricing credit

Credit Note Only! No remittance necessary.

Carlson Systems, LLC

15002184 STAR TRIBUNE Customer Number and Name	15105236 Credit Number	-2,487.00 Credit Amount
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With a Carlson Systems Extranet site you are able to place orders, check stock availability and pricing, and view your account history on-line. Go to <http://ordernow.csystems.com> and sign-up today!

INVOICE

Carlson Systems, LLC
 10840 Harney Street
 Omaha, NE 68154

Date: 12/29/08 Page: 1
 Mail To: 15002184
 Invoice Number: 15378108
 Customer Number: 15002184

S STAR TRIBUNE
 O T ATTN: ACCOUNTS PAYABLE
 L O 800 1ST ST N
 D MINNEAPOLIS MN 55401

S STAR TRIBUNE
 H T ATTN: ACCOUNTS PAYABLE
 I O 800 1ST ST N
 P MINNEAPOLIS MN 55401

ORDER NO. 15403957	ORDER DATE 12/15/08	CUSTOMER P.O. NO. d022493	MEMO remainder of order to come by			
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PICK SLIP NO. 15301279	SHIP DATE 12/15/08	SHIP FROM Eagan	SHIP VIA CONTACT CARTAGE	PPD/COLL Prepaid & Add	TERMS 2% 10 net 30	DUE DATE 01/28/09
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ITEM	DESCRIPTION	UNIT	SHIPPED	BACKORDERED	NET PRICE	EXTENDED PRICE
DY-2140-9-WHITE 885622	Dynaric Strapping 5.7mmx23000ft Mach Strap White Manf Code: P2140-9 WHITE BOL# 15065931 Tracer# 15065931	roll	30	0	42.15	1,264.50 NTX

SALES REPRESENTATIVE: Dan Stover

VALUED CUSTOMER SINCE 03/1988

DIRECT INQUIRIES TO: Phone:651-688-0077 1279 TRAPP ROAD SUITE 190
 Fax:651-688-6622 EAGAN, MN 55121

Total Extended	1,264.50
Freight	32.85
Sales Tax	2.43
TOTAL	1,299.78

Return This Bottom Portion With Payment.

Carlson Systems, LLC

15002184 STAR TRIBUNE Customer Number and Name	15378108 Invoice Number	1,299.78 Invoice Amount	\$ _____ Amount Enclosed
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With a Carlson Systems Extranet site you are able to place orders, check stock availability and pricing, and view your account history on-line. Go to <http://ordernow.csystems.com> and sign-up today!

REMIT TO: CARLSON SYSTEMS, LLC
 P.O. BOX 3036
 OMAHA, NE 68103-0036

