

**SO ORDERED**



DUNCAN W. KEIR  
U. S. BANKRUPTCY JUDGE

**THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MARYLAND  
(Baltimore Division)**

|   |   |                             |
|---|---|-----------------------------|
| <b>In re</b>                              | * | Case Nos. 05-43793DK        |
|   | * | 05-43805DK                  |
| <b>The Boyds Collection, Ltd., et al.</b> | * | 05-43816DK                  |
|   | * | 05-43824DK                  |
|   |   | 05-43833DK                  |
|   |   | 05-43838DK                  |
|   |   | 05-43848DK                  |
|   |   | 05-43857DK                  |
|   |   | 05-43863DK                  |
|   | * | Chapter 11                  |
|   | * | (Jointly Administered under |
| Debtor(s)                                 | * | Case No. 05-43793DK)        |

\* \* \* \* \*

**ORDER GRANTING EMERGENCY MOTION FOR ENTRY OF AN ORDER PURSUANT TO SECTIONS 105(a), 362(a)(3) AND 541 OF THE BANKRUPTCY CODE (A) LIMITING CERTAIN TRANSFERS OF EQUITY INTERESTS IN THE DEBTORS AND CLAIMS AGAINST THE DEBTORS AND (B) APPROVING RELATED NOTICE PROCEDURES**

Upon the Debtors' Emergency Motion for Entry of an Order Pursuant to Sections 105(a), 362(a)(3) and 541 of the Bankruptcy Code (A) Limiting Certain Transfers of Equity Interests in the Debtors and Claims Against the Debtors and (B) Approving Related Notice Procedures, dated

October 16, 2005;<sup>1</sup> upon consideration of the supporting papers and the files and records in these cases and upon the arguments and testimony presented at a hearing before the Court; any responses to the Motion having been withdrawn or overruled on the merits; it appearing that the Court has jurisdiction over the subject matter of the Motion and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b); it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates and their creditors; it appearing that notice of the Motion was sufficient, and no other or further notice need be provided; and after due deliberation and cause appearing therefor;

**IT IS HEREBY ORDERED THAT:**

1. The Motion is granted.
2. Any sales or other transfers of claims against or equity securities in the Debtors by Substantial Equityholders and Substantial Claimholders or that results in an entity becoming a Substantial Equityholder or Substantial Claimholder may occur only in accordance with the Notice and Hearing Procedures attached hereto.
3. Absent compliance with the Notice and Hearing Procedures, any sales or other transfers of claims against or equity securities in the Debtors by Substantial Equityholders and Substantial Claimholders or that results in an entity becoming a Substantial Equityholder or Substantial Claimholder shall be void ab initio.
4. Notwithstanding the possible applicability of Bankruptcy Rules 6004(g), 7062, 9014, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

**END OF ORDER**

---

<sup>1</sup> Capitalized terms used but not defined herein shall have the meaning set forth in the Motion.

**EXHIBIT A**  
**Notice Procedures**

**THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MARYLAND  
(Baltimore Division)**

|   |   |                             |
|---|---|-----------------------------|
| <b>In re</b>                              | * | Case Nos. 05-43793DK        |
|   | * | 05-43805DK                  |
| <b>The Boyds Collection, Ltd., et al.</b> | * | 05-43816DK                  |
|   | * | 05-43824DK                  |
|   |   | 05-43833DK                  |
|   |   | 05-43838DK                  |
|   |   | 05-43848DK                  |
|   |   | 05-43857DK                  |
|   |   | 05-43863DK                  |
|   | * | Chapter 11                  |
|   | * | (Jointly Administered under |
| Debtor(s)                                 | * | Case No. 05-43793DK)        |

\* \* \* \* \*

**NOTICE PROCEDURES RELATING TO CERTAIN TRANSFERS OF EQUITY  
INTERESTS IN AND OF THE DEBTORS AND CLAIMS AGAINST THE DEBTORS**

PLEASE TAKE NOTICE THAT on October 16, 2005 (the “Commencement Date”), The Boyds Collection, Ltd., together with certain of its subsidiaries and affiliates (collectively, the “Debtors”), commenced cases under chapter 11 of the United States Bankruptcy Code.

PLEASE TAKE FURTHER NOTICE THAT on [\_\_\_\_\_], 2005, the United States Bankruptcy Court for the District of Maryland, Baltimore Division (the “Bankruptcy Court”) entered an order (the “Order”) approving the procedures set forth herein (the “Notice Procedures”) to preserve the Debtor’s net operating losses (“NOLs”). Any sale or other transfer of claims against or equity securities in the Debtors in violation of the procedures set forth below shall be null and void ab initio and shall confer no rights on the transferee.

1. Notice Procedures for Transfers of Debtors’ Equity Securities

- (a) Notice of Substantial Equityholder Status. Any person or entity (as defined for purposes of Section 382 of the Internal Revenue Code of 1986, as amended and the Treasury Regulations thereunder (“IRC Section 382”)) that currently or in the future Beneficially Owns (as defined in ¶ 1(a)(i) below) at least 2,655,366 shares (representing approximately 4.5% of all issued and outstanding shares) of the common stock of the Debtors (a “Substantial Equityholder”) shall file with the Court and serve upon the Debtors’ counsel a notice of such status in the form attached hereto as Exhibit 1A on or before the date that is the later of: (A) the date that is thirty (30) days after the entry of the Order or (B) the date that is ten (10) days after such person or entity becomes a Substantial Equityholder.

- (i) Beneficial Ownership. For purposes of the Order, “Beneficial Ownership” of an “equity interest” or “claim” (as such terms are defined in section 101 of the Bankruptcy Code) or an Option (as defined hereinafter) with respect to either (each of the foregoing, an “Interest”) shall be defined consistently with IRC Section 382 (including attribution rules) and includes, without limitation:
- (A) title ownership;
  - (B) direct and indirect ownership (e.g., a holding company would be considered to “beneficially own” all Interests or claims, as the case may be, owned or acquired by its subsidiaries);
  - (C) ownership by family members;
  - (D) ownership by persons acting in concert to make a coordinated acquisition of an Interest; and
  - (E) ownership of an Interest that a holder has a right to acquire through the ownership of an option, a contingent purchase right, a warrant, convertible debt or equity, a put, an Interest subject to risk of forfeiture, or a contract to acquire an Interest, regardless of whether such Interest or right to acquire is contingent or otherwise not currently exercisable (each such right or interest to acquire, an “Option”).
- (b) Acquisition of Equity Securities. Prior to effecting any acquisition of a Beneficial Ownership in the Debtors’ equity securities (including the acquisition of Option to acquire the Debtors’ equity securities) that would result in an increase in the amount of the Debtors’ equity securities Beneficially Owned by a Substantial Equityholder or would result in a person or entity (as defined for purposes of IRC Section 382) becoming a Substantial Equityholder (a “Proposed Equity Acquisition Transaction”), such person, entity or Substantial Equityholder (a “Proposed Equity Transferee”) shall file with the Court and serve on the Debtors’ counsel a Notice of Intent to Purchase, Acquire or Otherwise Accumulate an Equity Interest (an “Equity Acquisition Notice”), in the form attached hereto as Exhibit 1B, specifically and in detail describing the intended transaction acquiring the Debtors’ equity securities.
- (c) Disposition of Equity Securities. Prior to effecting any disposition of a Beneficial Ownership in the Debtors’ equity securities (including the disposition of an Option to acquire the Debtors’ equity securities) that would result in a decrease in the amount of the Debtors’ equity securities Beneficially Owned by a Substantial Equityholder or that would result in a person or entity (as defined for purposes of IRC Section 382) ceasing to be a Substantial Equityholder (a “Proposed Equity Disposition Transaction”), such person, entity or Substantial Equityholder (a “Proposed Equity Transferor”) shall file with the Court and serve on the Debtors’

counsel a Notice of Intent to Sell, Trade or Otherwise Transfer an Equity Interest (an “Equity Disposition Notice”), in the form attached hereto as Exhibit 1C, specifically and in detail describing the intended transaction disposing of the Debtors’ equity securities.

- (d) Objection Procedures. No later than the date that is thirty (30) calendar days after the Debtors’ actual receipt of an Equity Acquisition Notice or an Equity Disposition Notice, as the case may be (the “Objection Deadline”), the Debtors may file with the Court and serve on a Proposed Equity Transferor or a Proposed Equity Transferee, as the case may be, an objection to any proposed transfer of the Debtors’ equity securities described in an Equity Acquisition Notice or an Equity Disposition Notice, as the case may be, on the grounds that such transfer would adversely affect the Debtors’ ability to utilize their NOLs (an “Objection”).
- A. If the Debtors timely file an Objection by the Objection Deadline, the Proposed Equity Acquisition Transaction or Proposed Equity Disposition Transaction, as the case may be, shall not be effective unless approved by an order of this Court, after notice and a hearing, and such order is not subject to appeal, stay, modification, or reconsideration.
- B. If the Debtors do not timely file an Objection by the Objection Deadline, the Proposed Equity Acquisition Transaction or Proposed Equity Disposition Transaction, as the case may be, may proceed only as specifically described in an Equity Acquisition Notice or Equity Disposition Notice, as the case may be.
- C. Any further transactions beyond the scope of the Equity Acquisition Notice or Equity Disposition Notice, as the case may be, must separately follow the notice procedure as set forth herein.

2. Notice Procedure for Transfers of Claims

- (a) Notice of Substantial Claimholder Status. Any person or entity (as defined for purposes of IRC Section 382) who currently or in the future Beneficially Owns (as defined in ¶ 1(a)(i) above) (a) an aggregate principal amount of claims against the Debtors equal to or exceeding \$3,000,000 or (b) a lease or leases under which one or more of the Debtors are lessees and pursuant to which payments of \$3,000,000 or more in the aggregate are or will become due (a “Substantial Claimholder”) shall file with the Court, and serve upon the Debtors’ counsel, a notice of such status, in the form attached hereto as Exhibit 2A, on or before the date that is the later of: (A) the date that is thirty (30) days after the entry of the Order or (B) the date that is ten (10) days after becoming a Substantial Claimholder.
- (b) Acquisition of Claims. Prior to effecting any acquisition of a Beneficial Ownership in claims against the Debtors that would result in an increase in the aggregate principal amount of such claims Beneficially Owned by a Substantial

Claimholder or would result in a person or entity (as defined for purposes of IRC Section 382) becoming a Substantial Claimholder (a “Proposed Claims Acquisition Transaction”), such person, entity or Substantial Claimholder (a “Proposed Claims Transferee”) shall file with the Court, and serve on the Debtors’ counsel a Notice of Intent to Purchase, Acquire or Otherwise Accumulate a Claim (a “Claims Acquisition Notice”), in the form attached hereto as Exhibit 2B, specifically and in detail describing the intended acquisition of claims against the Debtors, regardless of whether such acquisition would also be subject to the filing, notice and hearing requirements of Federal Rule of Bankruptcy Procedure 3001.

- (c) Disposition of Claims. Prior to effecting any disposition of a Beneficial Ownership of claims against the Debtors that would result in a decrease in the aggregate principal amount of such claims Beneficially Owned by a Substantial Claimholder or would result in a person or entity (as defined for purposes of IRC Section 382) ceasing to be a Substantial Claimholder (a “Proposed Claims Disposition Transaction”), such person, entity or Substantial Claimholder (a “Proposed Claims Transferor”) shall file with the Court, and serve on the Debtors’ counsel a Notice of Intent to Sell, Trade or Otherwise Transfer a Claim (a “Claims Disposition Notice”), in the form attached hereto as Exhibit 2C, specifically and in detail describing the intended disposition of claims against the Debtors, regardless of whether such disposition would also be subject to the filing, notice and hearing requirements of Federal Rule of Bankruptcy Procedure 3001.
- (d) Objection Procedures. No later than the date that is thirty (30) calendar days after the Debtors’ actual receipt of a Claims Acquisition Notice or a Claims Disposition Notice, as the case may be (the “Objection Deadline”), the Debtors may file with the Court and serve on a Proposed Claims Transferor or Proposed Claims Transferee, as the case may be, an objection to any proposed transfer of claims described in a Claims Acquisition Notice or Claims Disposition Notice, as the case may be, on the grounds that such transfer would adversely affect the Debtors’ ability to utilize their NOLs (an “Objection”).
  - A. If the Debtors timely file an Objection by the Objection Deadline, the Proposed Claims Acquisition Transaction or Proposed Claims Disposition Transaction, as the case may be, shall not be effective unless approved by an order of this Court, after notice and a hearing, and such order is not subject to appeal, stay, modification, or reconsideration.
  - B. If the Debtors do not timely file an Objection by the Objection Deadline, the Proposed Claims Acquisition Transaction or Proposed Claims Disposition Transaction, as the case may be, may proceed only as specifically set forth in a Claims Acquisition Notice or Claims Disposition Notice, as the case may be.

- C. Any further transactions beyond the scope of a Claims Acquisition Notice or Claims Disposition Notice, as the case may be, must separately follow the notice procedure as set forth herein.

3. Other Notice Procedures

- (a) Service of Procedures Notice. Following entry of the Order, the Debtors shall deliver a copy of the Notice of (A) notification procedures applicable to substantial holders of claims and equity securities and (B) notification and hearing procedures for trading in claims and equity securities (the “Notice of Notification Procedures”) (a copy of which is attached hereto as Exhibit 3) to the entities listed below. The Notice of Notification Procedures shall inform all recipients thereof how to obtain copies of these Notice Procedures and the relevant notices described herein.
  - (i) the Office of the United States Trustee;
  - (ii) any official statutory committee appointed in these Chapter 11 Cases;
  - (iii) counsel for the Debtors’ debtor-in-possession lenders;
  - (iv) entities that are recipients of the notice of commencement of these Chapter 11 Cases;
  - (v) the indenture trustees and transfer agents for all classes of equity securities of the Debtors and all bonds or debentures of the Debtors;
  - (vi) all parties who file notices of transfers of claims under Federal Rule of Bankruptcy Procedure 3001(e)(i);
  - (vii) all entities who file notice of appearance and request service of papers pursuant to Bankruptcy Rule 2002; and
  - (viii) those entities who are generally known in the financial services industry as entities in the business of buying and selling bankruptcy claims.
- (b) Upon receipt of the Notice of Notification Procedures, any indenture trustee(s) or transfer agent(s) for any equity securities of the Debtors and any bonds or debentures of the Debtors shall, at least once every three (3) months during the pendency of these Chapter 11 Cases, deliver the Notice of Notification Procedures to all holders of such bonds, debentures or equity securities registered with such indenture trustee or transfer agent.
  - (i) Any such registered holder shall, in turn, deliver a copy of the Notice of Notification Procedures to any holder for whose account such registered holder holds such bonds, debentures or equity securities, and so on down the chain of ownership.

- (ii) Any person or entity in their individual capacity (a “Prospective Seller”), and any broker or agent acting on behalf of a Prospective Seller, who contemplates selling Beneficial Ownership in (A) claims against the Debtors in the aggregate principal amount of at least [\$\_\_\_\_\_] or (B) [\_\_\_\_\_] shares of equity securities of the Debtors to another person or entity (a “Prospective Purchaser”) must provide a copy of the Notice of Notification Procedures to each Prospective Purchaser or any broker or agent acting on behalf of a Prospective Purchaser.
  - (c) The Debtors shall publish the Notice of Notification Procedures in the domestic editions of the *Wall Street Journal* and the *USA Today*.
- 4. Any acquisition or disposition or other transfer of equity securities in or of the Debtors or claims against the Debtors in violation of the procedures set forth herein shall be null and void ab initio as an act in violation of the automatic stay prescribed in 11 U.S.C. §§ 362 and 105(a) and shall confer no rights on the transferee.
- 5. The requirements set forth in these Notice Procedures are in addition to the requirements of Federal Rule of Bankruptcy Procedure 3001(e) and applicable securities, corporate, and other laws, and do not excuse compliance therewith.

**Exhibit 1A**

**THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MARYLAND  
(Baltimore Division)**

|   |   |                             |
|---|---|-----------------------------|
| <b>In re</b>                              | * | Case Nos. 05-43793DK        |
|   | * | 05-43805DK                  |
| <b>The Boyds Collection, Ltd., et al.</b> | * | 05-43816DK                  |
|   | * | 05-43824DK                  |
|   |   | 05-43833DK                  |
|   |   | 05-43838DK                  |
|   |   | 05-43848DK                  |
|   |   | 05-43857DK                  |
|   |   | 05-43863DK                  |
|   | * | Chapter 11                  |
|   | * | (Jointly Administered under |
| <b>Debtor(s)</b>                          | * | Case No. 05-43793DK)        |

\* \* \* \* \*

**NOTICE OF STATUS AS A SUBSTANTIAL EQUITYHOLDER<sup>2</sup>**

PLEASE TAKE NOTICE that [name of each equityholder] is/has become a Substantial Equityholder with respect to the equity securities (the “Equity Securities”) of The Boyds Collection Ltd., a debtor and debtor in possession in Case No. 05-43793 pending in the United States Bankruptcy Court for the District of Maryland, Baltimore Division.

<sup>2</sup> For purposes of this Notice: (A) a “Substantial Equityholder” is any person or entity (as defined for purposes of Section 382 of the Internal Revenue Code of 1986, as amended (the “IRC”) and the Treasury Regulations thereunder) that currently or in the future “Beneficially Owns” at least 2,655,366 shares (representing approximately 4.5% of all issued and outstanding shares) of the common stock of the Debtors, (B) “Beneficial Ownership” of Equity Securities shall be defined consistently with the applicable definitions of the IRC and the Treasury Regulations thereunder (including attribution rules) and includes, without limitation, (1) direct and indirect ownership (e.g., a holding company would be considered to “Beneficially Own” all Equity Securities owned or acquired by its subsidiaries), (2) ownership by family members, (3) persons acting in concert to make a coordinated acquisition of an Equity Security and (4) ownership of shares that such person or entity has an Option to acquire; and (C) an “Option” to acquire an Equity Security includes any contingent purchase right, warrant, convertible debt or equity, put, an Equity Security subject to risk of forfeiture, or a contract to acquire an Equity Security or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

PLEASE TAKE FURTHER NOTICE that, as of [date], [name of each equityholder] Beneficially Owns [\_\_\_] shares of the Equity Securities of The Boyds Collection Ltd.. The following table sets forth the date(s) on which [name of equityholder] acquired or otherwise became the Beneficial Owner of such Equity Securities:

| Number of Shares | Type of Equity Security | Date Acquired |
|------------------|-------------------------|---------------|
|                  |                         |               |
|                  |                         |               |
|                  |                         |               |

(Attach additional page if necessary)

PLEASE TAKE FURTHER NOTICE that the taxpayer identification number of [name of each equityholder] is \_\_\_\_\_.

PLEASE TAKE FURTHER NOTICE that, under penalties of perjury, [name of each equityholder] hereby declares that it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments that purport to be part of this Notice are true, correct and complete.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order of this Court approving Notice Procedures Relating to Certain Transfers of Equity Interests in and of the Debtors and Claims Against the Debtors, this Notice is being (A) filed with the United States Bankruptcy Court for the District of Maryland, Baltimore Division, and (B) served upon Kirkland & Ellis LLP, counsel to the Debtors, 153 East 53<sup>rd</sup> Street, New York, New York 10022, Attn.: Lisa G. Laukitis, Esq.

**Exhibit 2A**

**THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MARYLAND  
(Baltimore Division)**

|   |   |                             |
|---|---|-----------------------------|
| <b>In re</b>                              | * | Case Nos. 05-43793DK        |
|   | * | 05-43805DK                  |
| <b>The Boyds Collection, Ltd., et al.</b> | * | 05-43816DK                  |
|   | * | 05-43824DK                  |
|   |   | 05-43833DK                  |
|   |   | 05-43838DK                  |
|   |   | 05-43848DK                  |
|   |   | 05-43857DK                  |
|   |   | 05-43863DK                  |
|   | * | Chapter 11                  |
|   | * | (Jointly Administered under |
| <b>Debtor(s)</b>                          | * | Case No. 05-43793DK)        |

\* \* \* \* \*

**NOTICE OF STATUS AS A SUBSTANTIAL CLAIMHOLDER**

PLEASE TAKE NOTICE that [name of each claimholder] is/has become a Substantial Claimholder<sup>3</sup> with respect to claims against The Boyds Collection, Ltd. or any of its subsidiaries and affiliates (collectively, the “Debtors”), debtors and debtors-in-possession in Case No.05-43793, pending in the United States Bankruptcy Court for the District of Maryland, Baltimore Division.

---

<sup>3</sup> For purposes of this Notice: (A) a “Substantial Claimholder” is any person or entity (as defined for purposes of Section 382 of the Internal Revenue Code of 1986, as amended (the “IRC”) and the Treasury Regulations thereunder) that currently or in the future “Beneficially Owns” at least (1) an aggregate principal amount of claims against the Debtors equal to or exceeding \$3,000,000 or (2) a lease or leases under which one or more of the Debtors are Lessees and pursuant to which payments of \$3,000,000 or more in the aggregate are or will become due, (B) “Beneficial Ownership” of claims shall be defined consistently with the applicable definitions of the IRC and the Treasury Regulations thereunder (including attribution rules) and includes, without limitation, (1) direct and indirect ownership (e.g., a holding company would be considered to “Beneficially Own” all claims owned or acquired by its subsidiaries), (2) ownership by family members, (3) ownership by persons or entities acting in concert to make a coordinated acquisition of a claim, and (4) ownership of a claim that such person or entity has an Option to acquire; and (C) an “Option” to acquire a claim includes any contingent purchase right or a contract to acquire a claim or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

PLEASE TAKE FURTHER NOTICE that, as of [date], [name of each claimholder] Beneficially Owns claims in the aggregate principal amount of \$\_\_\_\_\_ against the Debtors. The following table sets forth the name of the Debtor issuer, a summary of the terms, and the date on which [name of each claimholder] acquired or otherwise became the Beneficial Owner of each such Claim:

| Debtor Issuer | Terms | Date Acquired |
|---------------|-------|---------------|
|               |       |               |
|               |       |               |
|               |       |               |
|               |       |               |

(Attach additional page if necessary)

PLEASE TAKE FURTHER NOTICE that the taxpayer identification number of [name of each claimholder] is \_\_\_\_\_.

PLEASE TAKE FURTHER NOTICE that, under penalties of perjury, [name of each claimholder] hereby declares that it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments that purport to be part of this Notice are true, correct and complete.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order of this Court approving Notice Procedures Relating to Certain Transfers of Equity Interests in and of the Debtors and Claims Against the Debtors, this Notice is being (A) filed with the United States Bankruptcy Court for the District of Maryland, Baltimore Division, and (B) served upon Kirkland & Ellis LLP, counsel to the Debtors, 153 East 53<sup>rd</sup> Street, New York, New York 10022, Attn.: Lisa G. Laukitis, Esq.

This Notice is given in addition to, and not as a substitute for, any requisite notice under Rule 3001(e) of the Federal Rules of Bankruptcy Procedure.

**Exhibit 1B**

**THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MARYLAND  
(Baltimore Division)**

|   |   |                             |
|---|---|-----------------------------|
| <b>In re</b>                              | * | Case Nos. 05-43793DK        |
|   | * | 05-43805DK                  |
| <b>The Boyds Collection, Ltd., et al.</b> | * | 05-43816DK                  |
|   | * | 05-43824DK                  |
|   |   | 05-43833DK                  |
|   |   | 05-43838DK                  |
|   |   | 05-43848DK                  |
|   |   | 05-43857DK                  |
|   |   | 05-43863DK                  |
|   | * | Chapter 11                  |
|   | * | (Jointly Administered under |
| <b>Debtor(s)</b>                          | * | Case No. 05-43793DK)        |

\* \* \* \* \*

**NOTICE OF INTENT TO PURCHASE, ACQUIRE  
OR OTHERWISE ACCUMULATE AN EQUITY INTEREST**

PLEASE TAKE NOTICE that [name of each prospective acquirer] hereby provides notice of its intention to purchase, acquire or otherwise accumulate one or more shares of the equity securities (the “Equity Securities”) of [name of Debtor] or an Option with respect thereto (the “Proposed Transfer”).

PLEASE TAKE FURTHER NOTICE that, if applicable, on [prior date(s)], [name of each prospective acquirer] filed a Notice of Status as a Substantial Equityholder<sup>4</sup> with the Court and served copies thereof on the Debtors’ counsel.

---

<sup>4</sup> For purposes of this Notice: (A) a “Substantial Equityholder” is any person or entity (as defined for purposes of Section 382 of the Internal Revenue code of 1986, as amended (the “IRC”) and the Treasury Regulations thereunder) that currently or in the future “Beneficially Owns” at least 2,655,366 shares (representing approximately 4.5% of all issued and outstanding shares) of the common stock of the Debtors, (B) “Beneficial Ownership” of Equity Securities shall be defined consistently with the applicable definitions of the IRC and the Treasury Regulations thereunder (including attribution rules) and includes, without limitation, (1) direct and indirect ownership (e.g., a holding company would be considered to “Beneficially Own” all Equity Securities owned or acquired by its subsidiaries), (2) ownership by family members, (3) persons acting in concert to make a coordinated acquisition of an Equity Security and (4) ownership of shares that such person or entity has an Option to acquire; and (C) an “Option” to acquire An Equity Security includes any contingent purchase right, warrant, convertible debt or equity, put, an Equity Security subject to risk of forfeiture, or a contract to acquire

(Continued...)

PLEASE TAKE FURTHER NOTICE that [name of each prospective acquirer] currently Beneficially Owns \_\_\_\_\_ shares of the Equity Securities (type of Equity Security) of [name of Debtor].

PLEASE TAKE FURTHER NOTICE that, pursuant to the Proposed Transfer, [name of each prospective acquirer] proposes to purchase, acquire or otherwise accumulate [\_\_\_\_\_] shares of Equity Securities or an Option with respect to [\_\_\_\_\_] shares of Equity Securities. If the Proposed Transfer is permitted to occur, [name of each prospective acquirer] will Beneficially Own [\_\_\_\_\_] shares of Equity Securities after the transfer.

PLEASE TAKE FURTHER NOTICE that the taxpayer identification number of [name of each prospective acquirer] is \_\_\_\_\_.

PLEASE TAKE FURTHER NOTICE that, under penalties of perjury, [name of each prospective acquirer] hereby declares it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments that purport to be part of this Notice are true, correct and complete.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order of this Court approving Notice Procedures Relating to Certain Transfers of Equity Interests in and of the Debtors and Claims Against the Debtors, this Notice is being (A) filed with the United States Bankruptcy Court for the District of Maryland, Baltimore Division, and (B) served upon Kirkland & Ellis LLP, counsel to the Debtors, 153 East 53<sup>rd</sup> Street, New York, New York 10022, Attn.: Lisa G. Laukitis, Esq.

PLEASE TAKE FURTHER NOTICE that the Debtors have thirty (30) calendar days after receipt of this Notice to object to the Proposed Transfer described herein. If the Debtors file an objection, such Proposed Transfer will not be effective unless approved by an order of the Court not subject to appeal, modification, stay, or reconsideration. If the Debtors do not object within such thirty (30) day period, then after expiration of such period the Proposed Transfer may proceed specifically as set forth in the Notice.

The undersigned prospective acquirer(s) understand(s) that any further transactions that may result in [name of each prospective acquirer] purchasing, acquiring or otherwise accumulating Beneficial Ownership additional shares of Equity Securities will each require an additional notice filed with the Court to be served in the same manner as this Notice.

---

an Equity Security or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

**Exhibit 2B**

**THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MARYLAND  
(Baltimore Division)**

|   |   |                             |
|---|---|-----------------------------|
| <b>In re</b>                              | * | Case Nos. 05-43793DK        |
|   | * | 05-43805DK                  |
| <b>The Boyds Collection, Ltd., et al.</b> | * | 05-43816DK                  |
|   | * | 05-43824DK                  |
|   |   | 05-43833DK                  |
|   |   | 05-43838DK                  |
|   |   | 05-43848DK                  |
|   |   | 05-43857DK                  |
|   |   | 05-43863DK                  |
|   | * | Chapter 11                  |
|   | * | (Jointly Administered under |
|   |   | Debtor(s)                   |
|   | * | Case No. 05-43793DK)        |

\* \* \* \* \*

**NOTICE OF INTENT TO PURCHASE, ACQUIRE  
OR OTHERWISE ACCUMULATE A CLAIM**

PLEASE TAKE NOTICE that [name of each acquirer] hereby provides notice of its intention to purchase, acquire or otherwise accumulate a claim or claim(s) against the Debtors or an Option with respect thereto (the “Proposed Transfer”).

PLEASE TAKE FURTHER NOTICE that, if applicable, on [prior date(s)], [name of each prospective acquirer] filed a Notice of Status as a Substantial Claimholder<sup>5</sup> with the Court and served copies thereof on the Debtors’ counsel.

<sup>5</sup> For purposes of this Notice: (A) a “Substantial Claimholder” is any person or entity (as defined for purposes of Section 382 of the Internal Revenue Code of 1986, as amended (the “IRC”) and the Treasury Regulations thereunder) that currently or in the future “Beneficially Owns” at least (1) an aggregate principal amount of claims against the Debtors equal to or exceeding \$3,000,000 or (2) a lease or leases under which one or more of the Debtors are Lessees and pursuant to which payments of \$3,000,000 or more in the aggregate are or will become due, (B) “Beneficial Ownership” of claims shall be defined consistently with the applicable definitions of the IRC and the Treasury Regulations thereunder (including attribution rules) and includes, without limitation, (1) direct and indirect ownership (e.g., a holding company would be considered to “Beneficially Own” all claims owned or acquired by its subsidiaries), (2) ownership by family members, (3) ownership by persons or entities acting in concert to make a coordinated acquisition of a claim, and (4) ownership of a claim that such person or entity has an Option to acquire; and (C) an “Option” to acquire a claim includes any

(Continued...)

PLEASE TAKE FURTHER NOTICE that, pursuant to the Proposed Transfer, [name of each prospective acquirer] proposes to purchase, acquire or otherwise accumulate claims against [name of Debtor issuer] in the aggregate principal amount of \$\_\_\_\_\_ or an Option with respect thereto. If the Proposed Transfer is permitted to occur, [name of each prospective acquirer] will Beneficially Own claims against the Debtors in the aggregate principal amount of \$\_\_\_\_\_ after the transfer.

PLEASE TAKE FURTHER NOTICE that the taxpayer identification number(s) of [name of each prospective acquirer] is \_\_\_\_\_.

PLEASE TAKE FURTHER NOTICE that, under penalties of perjury, [name of each prospective acquirer] hereby declares that it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments that purport to be part of this Notice are true, correct and complete.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order of this Court approving Notice Procedures Relating to Certain Transfers of Equity Interests in and of the Debtors and Claims Against the Debtors, this Notice is being (A) filed with the United States Bankruptcy Court for the District of Maryland, Baltimore Division, and (B) served upon Kirkland & Ellis LLP, counsel to the Debtors, 153 East 53<sup>rd</sup> Street, New York, New York 10022, Attn.: Lisa G. Laukitis, Esq.

PLEASE TAKE FURTHER NOTICE that the Debtors have thirty (30) days from receipt of this Notice to object to the Proposed Transfer described herein. If the Debtors file an objection, such Proposed Transfer will not be effective unless approved by an order of the Court not subject to appeal, modification, stay, or reconsideration. If the Debtors do not object within such thirty (30) day period, then after the expiration of such period the Proposed Transfer may proceed specifically as set forth in the Notice.

PLEASE TAKE FURTHER NOTICE that any further transactions that may result in [name of each prospective acquirer] purchasing, acquiring or otherwise accumulating Beneficial Ownership of additional claims against the Debtors will each require an additional notice filed with the Court to be served in the same manner as this Notice.

This Notice is given in addition to, and not as a substitute for, any requisite notice under Rule 3001(e) of the Federal Rules of Bankruptcy Procedure.

---

contingent purchase right or a contract to acquire a claim or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

Exhibit 1C

THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF MARYLAND
(Baltimore Division)

In re \* Case Nos. 05-43793DK
\* 05-43805DK
The Boyds Collection, Ltd., et al. \* 05-43816DK
\* 05-43824DK
\* 05-43833DK
\* 05-43838DK
\* 05-43848DK
\* 05-43857DK
\* 05-43863DK
\* Chapter 11
\* (Jointly Administered under
Debtor(s) \* Case No. 05-43793DK)

\* \* \* \* \*

NOTICE OF INTENT TO SELL, TRADE OR OTHERWISE
TRANSFER AN EQUITY INTEREST

PLEASE TAKE NOTICE that [name of each prospective seller] hereby provides
notice of its intention to sell, trade or otherwise transfer one or more shares of the equity
securities (the "Equity Securities") of [name of Debtor] or an Option with respect thereto (the
"Proposed Transfer").

PLEASE TAKE FURTHER NOTICE that, if applicable, on [prior date(s)], [name
of each prospective seller] filed a Notice of Status as a Substantial Equityholder6 with the Court
and served copies thereof on the Debtors' counsel.

6 For purposes of this Notice: (A) a "Substantial Equityholder" is any person or entity (as defined for purposes of
Section 382 of the Internal Revenue code of 1986, as amended (the "IRC") and the Treasury Regulations
thereunder) that currently or in the future "Beneficially Owns" at least 2,655,366 shares (representing
approximately 4.5% of all issued and outstanding shares) of the common stock of the Debtors, (B) "Beneficial
Ownership" of Equity Securities shall be defined consistently with the applicable definitions of the IRC and the
Treasury Regulations thereunder (including attribution rules) and includes, without limitation, (1) direct and
indirect ownership (e.g., a holding company would be considered to "Beneficially Own" all Equity Securities
owned or acquired by its subsidiaries), (2) ownership by family members, (3) persons acting in concert to make
a coordinated acquisition of an Equity Security and (4) ownership of shares that such person or entity has an
Option to acquire; and (C) an "Option" to acquire An Equity Security includes any contingent purchase right,
warrant, convertible debt or equity, put, an Equity Security subject to risk of forfeiture, or a contract to acquire

(Continued...)

PLEASE TAKE FURTHER NOTICE that [name of prospective seller] currently Beneficially Owns \_\_\_\_\_ shares of Equity Securities of [name of Debtor].

PLEASE TAKE FURTHER NOTICE that, pursuant to the Proposed Transfer, [name of each prospective seller] proposes to sell, trade or otherwise transfer \_\_\_\_\_ shares of Equity Securities or an Option with respect to \_\_\_\_\_ shares of Equity Securities. If the Proposed Transfer is permitted to occur, [name of each prospective seller] will Beneficially Own \_\_\_\_\_ shares of Equity Securities after the transfer.

PLEASE TAKE FURTHER NOTICE that, under penalties of perjury, [name of each prospective seller] hereby declares that it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments that purport to be part of this Notice are true, correct and complete.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order of this Court approving Notice Procedures Relating to Certain Transfers of Equity Interests in and of the Debtors and Claims Against the Debtors, this Notice is being (A) filed with the United States Bankruptcy Court for the District of Maryland, Baltimore Division, and (B) served upon Kirkland & Ellis LLP, counsel to the Debtors, 153 East 53<sup>rd</sup> Street, New York, New York 10022, Attn.: Lisa G. Laukitis, Esq.

PLEASE TAKE FURTHER NOTICE that the Debtors have thirty (30) calendar days after receipt of this Notice to object to the Proposed Transfer described herein. If the Debtors file an objection, such Proposed Transfer will not be effective unless approved by an order of the Court not subject to appeal, modification, stay, or reconsideration. If the Debtors do not object within such thirty (30) day period, then after expiration of such period the Proposed Transfer may proceed specifically as set forth in the Notice.

[Name of each prospective seller] understands that any further transactions that may result in [name of prospective seller] selling, trading or otherwise transferring Beneficial Ownership of shares of Equity Securities will each require an additional notice filed with the Court to be served in the same manner as this Notice.

---

an Equity Security or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

Exhibit 2C

THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MARYLAND  
(Baltimore Division)

|   |   |                             |
|---|---|-----------------------------|
| <b>In re</b>                              | * | Case Nos. 05-43793DK        |
|   | * | 05-43805DK                  |
| <b>The Boyds Collection, Ltd., et al.</b> | * | 05-43816DK                  |
|   | * | 05-43824DK                  |
|   |   | 05-43833DK                  |
|   |   | 05-43838DK                  |
|   |   | 05-43848DK                  |
|   |   | 05-43857DK                  |
|   |   | 05-43863DK                  |
|   | * | Chapter 11                  |
|   | * | (Jointly Administered under |
| Debtor(s)                                 | * | Case No. 05-43793DK)        |

\* \* \* \* \*

**NOTICE OF INTENT TO SELL, TRADE OR  
OTHERWISE TRANSFER A CLAIM**

PLEASE TAKE NOTICE that [name of prospective seller] hereby provides notice of its intention to sell, trade or otherwise transfer a claim or claim(s) against the Debtors or an Option with respect thereto (the “Proposed Transfer”).

PLEASE TAKE FURTHER NOTICE that, if applicable, on [prior date(s)], [name of each prospective transferor] filed a Notice of Status as a Substantial Claimholder<sup>7</sup> with the Court and served copies thereof on the Debtors’ counsel.

<sup>7</sup> For purposes of this Notice: (A) a “Substantial Claimholder” is any person or entity (as defined for purposes of Section 382 of the Internal Revenue Code of 1986, as amended (the “IRC”) and the Treasury Regulations thereunder) that currently or in the future “Beneficially Owns” at least (1) an aggregate principal amount of claims against the Debtors equal to or exceeding \$3,000,000 or (2) a lease or leases under which one or more of the Debtors are Lessees and pursuant to which payments of \$3,000,000 or more in the aggregate are or will become due, (B) “Beneficial Ownership” of claims shall be defined consistently with the applicable definitions of the IRC and the Treasury Regulations thereunder (including attribution rules) and includes, without limitation, (1) direct and indirect ownership (e.g., a holding company would be considered to “Beneficially Own” all claims owned or acquired by its subsidiaries), (2) ownership by family members, (3) ownership by persons or entities acting in concert to make a coordinated acquisition of a claim, and (4) ownership of a claim that such person or entity has an Option to acquire; and (C) an “Option” to acquire a claim includes any

(Continued...)

PLEASE TAKE FURTHER NOTICE that [name of each prospective transferor] currently Beneficially Owns claims against the Debtors in the aggregate principal amount of \$\_\_\_\_\_.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Proposed Transfer, [name of each prospective transferor] proposes to sell, trade or otherwise transfer claims against [name of Debtor issuer] in the aggregate principal amount of \$\_\_\_\_\_ or Options with respect thereto. If the Proposed Transfer is permitted to occur, [name of prospective seller] will Beneficially Own claims against the Debtors in the aggregate principal amount of \$\_\_\_\_\_ after the transfer.

PLEASE TAKE FURTHER NOTICE that the taxpayer identification number of [name of each prospective seller] is \_\_\_\_\_.

PLEASE TAKE FURTHER NOTICE that, under penalties of perjury, [name of each prospective seller] hereby declares that it has examined this Notice and accompanying attachments (if any), and, to the best of its knowledge and belief, this Notice and any attachments which purport to be part of this Notice are true, correct and complete.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order of this Court approving Notice Procedures Relating to Certain Transfers of Equity Interests in and of the Debtors and Claims Against the Debtors, this Notice is being (A) filed with the United States Bankruptcy Court for the District of Maryland, Baltimore Division, and (B) served upon Kirkland & Ellis LLP, counsel to the Debtors, 153 East 53<sup>rd</sup> Street, New York, New York 10022, Attn.: Lisa G. Laukitis, Esq.

PLEASE TAKE FURTHER NOTICE that the Debtors have thirty (30) calendar days after receipt of this Notice to object to the Proposed Transfer described herein. If the Debtors file an objection, such Proposed Transfer will not be effective unless approved by an order of the Court not subject to appeal, modification, stay, or reconsideration. If the Debtors do not object within such thirty (30) day period, then after expiration of such period the Proposed Transfer may proceed specifically as set forth in the Notice.

[Name of prospective seller] understands that any further transactions that may result in [name of each prospective seller] selling, trading or otherwise transferring claims against the Debtors will each require an additional notice filed with the Court to be served in the same manner as this Notice.

This Notice is given in addition to, and not as a substitute for, any requisite notice under Rule 3001(e) of the Federal Rules of Bankruptcy Procedure.

---

contingent purchase right or a contract to acquire a claim or similar interest, regardless of whether it is contingent or otherwise not currently exercisable.

**Exhibit 3**

**THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF MARYLAND  
(Baltimore Division)**

|   |   |                             |
|---|---|-----------------------------|
| <b>In re</b>                              | * | Case Nos. 05-43793DK        |
|   | * | 05-43805DK                  |
| <b>The Boyds Collection, Ltd., et al.</b> | * | 05-43816DK                  |
|   | * | 05-43824DK                  |
|   |   | 05-43833DK                  |
|   |   | 05-43838DK                  |
|   |   | 05-43848DK                  |
|   |   | 05-43857DK                  |
|   |   | 05-43863DK                  |
|   | * | Chapter 11                  |
|   | * | (Jointly Administered under |
| Debtor(s)                                 | * | Case No. 05-43793DK)        |

\* \* \* \* \*

**NOTICE OF (A) NOTIFICATION PROCEDURES APPLICABLE TO  
SUBSTANTIAL HOLDERS OF CLAIMS AND EQUITY SECURITIES  
AND (B) NOTIFICATION AND HEARING PROCEDURES FOR  
TRADING IN CLAIMS AND EQUITY SECURITIES**

**TO ALL PERSONS OR ENTITIES WITH CLAIMS  
AGAINST OR EQUITY INTERESTS IN THE DEBTORS:**

PLEASE TAKE NOTICE that on October 16, 2005 (the "Petition Date"), The Boyds Collection, Ltd., together with certain of its subsidiaries and affiliates (collectively, the "Debtors"), commenced cases under chapter 11 of Title 11 of the United States Code as amended from time to time (the "Bankruptcy Code").

PLEASE TAKE FURTHER NOTICE that on [\_\_\_\_\_], 2005, the United States Bankruptcy Court for the District of Maryland, Baltimore Division (the "Court") entered an order (the "Order") approving the procedures set forth in Exhibit B to the Motion (the "Notice Procedures") to preserve the Debtors' net operating losses ("NOLs"). Any sale or other transfer of claims against or equity securities in the Debtors in violation of the Notice Procedures shall be null and void ab initio and shall confer no rights on the transferee.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order, the Notice Procedures shall apply to holding, acquiring and disposing, and any other transfers of CLAIMS AGAINST AND EQUITY SECURITIES IN AND OF THE DEBTORS:

PLEASE TAKE FURTHER NOTICE that any person or entity may obtain a copy of the Order, the Notice Procedures and the forms of each of the required notices described therein by:

1. Contacting the official claims agent at The Garden City Group, Inc. (the “Claims Agent”) at 1-800-916-4890; or
2. Retrieving the Order, Notice Procedures, and forms on the Claim Agent’s official website at [www.gcgreorgservices.com](http://www.gcgreorgservices.com).

**ANY PROHIBITED ACQUISITION, DISPOSITION, OR OTHER TRANSFER OF CLAIMS AGAINST OR EQUITY SECURITIES IN OR OF THE DEBTORS IN VIOLATION OF THE ORDER WILL BE NULL AND VOID AND MAY RESULT IN THE IMPOSITION OF SANCTIONS BY THE BANKRUPTCY COURT.**

PLEASE TAKE FURTHER NOTICE that the requirements set forth in this Notice are in addition to the requirements of Rule 3001(e) of the Federal Rules of Bankruptcy Procedure and applicable securities, corporate and other laws, and do not excuse compliance therewith.

Washington, D.C.  
Dated: \_\_\_\_\_, 2005

Respectfully submitted,

**SWIDLER BERLIN LLP**

---

Monique D. Almy (Bar No. 04479)  
Kimberly E. Neureiter (Bar No. 27167)  
The Washington Harbour  
3000 K Street, N.W., Suite 300  
Washington, D.C. 20007  
Phone: (202) 424-7500  
Fax: (202) 424-7643  
mdalmy@swidlaw.com  
keneureiter@swidlaw.com

-and-

**KIRKLAND & ELLIS LLP**

Richard M. Cieri (NY RM 6062)  
Matthew A. Cantor (NY MC 7727)  
Citigroup Center  
153 East 53<sup>rd</sup> Street  
New York, New York 10022-4611  
Phone: (212) 446-4800  
Fax: (212) 446-4900  
rcieri@kirkland.com  
mcantor@kirkland.com

Proposed Counsel for the Debtors and Debtors in Possession

## ORDER SERVICE LIST

Admobile of Knoxville  
10217 Lynn Chase Lane  
Knoxville, TN 37932

All-Size Corrugated Products  
P.O. Box 92973  
Cleveland, OH 44194-2973

AmericaSmart Real Estate LLC  
P.O. Box 933005  
Atlanta, GA 31193-3005

Banta Direct Marketing Group  
PO Box 78201  
Milwaukee, WI 53278-0201

Bo Whaley Music, Inc.  
Jimbo Whaley  
686 Lloyd Huskey Road  
Pigeon Forge, TN 37863

Calico Cottage Inc.  
210 New Highway  
Amityville, NY 11701-1116

Chart Media  
PO Box 1379  
Murfreesboro, TN 37133-1379

Cintas Corporation # 407  
340 Dunavant Drive  
Rockford, TN 37853

Containerport Group, Inc.  
P.O. Box 827506  
Philadelphia, PA 19182-7506

Dolly Inc.  
PO Box 931174  
Cleveland, OH 44193

Fixture Resource Group  
4148 Webster Avenue  
Cincinnati, OH 45212

H.G. Rotz Associates Inc.  
105 Leader Heights Road  
York, PA 17403

AFC Worldwide Express  
P.O. Box 965549  
Marietta, GA 30066

Alpha Marketing Resources LLC  
10 Hilltop Drive  
Mount Holly Springs, PA 17065

Appalachia Business Comm Corp.  
PO Box 30517  
Knoxville, TN 37930-0517

Best Read Guide  
Touring Publications  
PO Box 4580  
Sevierville, TN

Brochure Distribution Services  
PO Box 4065  
1881 County Meadows Drive  
Sevierville, TN 37864

Capital Blue Cross  
P.O. Box 779516  
Harrisburg, PA 17177-9516

CIT Group  
Commercial Services Inc.  
PO Box 1036  
Charlotte, NC 28201-1036

Cody Kramer  
200 Corporate Drive  
Blauvelt, NY 10913

County of Sevier  
125 Court Avenue, Suite 202E  
Sevierville, TN 37862

Effem Direct. Incorporated  
PO Box 406678  
Atlanta, GA 30384-6678

Grossman Law Offices  
122 S. Michigan Avenue, Suite 1720  
Chicago, IL 60603

Hanover Terminal, Inc.  
PO Box 77  
Hanover, PA 17331

J.B. Hunt Transport, Inc.  
File 98545  
PO Box 1067  
Charlotte, NC 28201-1067

Kelsan, Inc.  
PO Box 60038  
Charlotte, NC 28260

Knoxville News - Sentinel Co.  
Department 888583  
Knoxville, TN 37995-8583

Lumpkin Oxner & Stacy PA  
90 Wall Street  
Pawleys Island, SC 29585

Merchandise Testing Lab, Ltd.  
NO. 105, Guang Zhong Road  
Zhuan Quiao Town, Min Hang

Neel's Wholesale Produce Co.  
2308 Forest Avenue  
Knoxville, TN 37916

PA Department of Community  
Commonwealth Keystone Building  
400 North Street- 4th Floor  
Harrisburg, PA 17120-0225

Pelican Bay, Ltd.  
150 Douglas Avenue  
Dunedin, FL 34698-7908

QA International Ltd.  
446 North Seymour Ave.  
Mundelein, IL 60060

Resource Global Professionals  
File 55221  
Los Angeles, CA 90074-5221

Sevier County Electric System  
315 East Main Street  
PO Box 4870  
Sevierville, TN 37864

Shoreline Creations Ltd.  
2465 112th Avenue  
Holland, MI 49424

John F. Freet, Jr.  
2268 Sutton Road  
York, PA 17403

Kinsley Construction Inc.  
2700 Water Street  
PO Box 2886  
York, PA 17405

Kuehne & Nagel, Inc.  
P.O. Box 33100  
Newark, NJ 07188-0100

Mallmed Mall Media Inc.  
PMB 4416  
Blaine, WA 98230

Nancy Greenholt  
Tax Collector  
409 Main Street  
McSherrystown, PA 17344

Oki Wear Inc.  
9109 Bachman Road  
Orlando, FL 32824

Packaging Corp. of America  
PO Box 532058  
Atlanta, GA 30353-2058

Pickard Distributing Corp.  
6900 Strawberry Plane Pike  
Knoxville, TN 37914

Reliable Printing  
3425 Teaster Lane  
Sevierville, TN 37876

Roden  
Box 440417  
Nashville, TN 37244-0417

Sevier County Utility District  
420 Robert Henderson Road  
PO Box 4398  
Sevierville, TN 37864-4398

Small Small World Enterprises  
185 South Dean Street  
Englewood, NJ 07631

Smoky Mountain Discount Service  
912 Parkway  
Gatlinburg, TN 37738

Sunny Day Guide  
800 Seahawk Circle, #106  
Virginia Beach, VA 23452

Sysco Foods  
PO Box 3641  
Harrisburg, PA 17105

Tennessee Florist Supply Inc.  
2713 John Deere Drive  
Knoxville, TN 37917

The Lamar Companies  
TP Composites, Inc.  
8 Croserville Road  
Aston, PA 19014-1488

The Tennessean  
PO Box 331309  
Nashville, TN 37203-1309

UNI - Contemporary  
1504 Captains Court  
Virginia Beach, VA 23452

UPS  
P.O. Box 7247-0244  
Philadelphia, PA 19170-0001

WCI TN - Knoxville  
2400 Chipman Street  
Knoxville, TN 37917

Willkie Farr & Gallagher LLP  
The Equitable Center  
787 Seventh Avenue  
New York, NY 10019-6099  
Attn.: Jessica S. Etra  
(Counsel to D.E. Shaw Laminar Portfolios,  
LLC and D.E. Shaw Laminar Lending, Inc.)

Strine Printing Company  
PO Box 149  
York, PA 17405-0149

Sysco Food Services  
Robert Orr-Sysco  
PO Box 305138  
Nashville, TN 37230

Taiwan Merchants  
140-42 Austin Rd, Tsim Sha Tsui  
Kowloo Hong Kong China  
Attn.: Vincent Chang, 8<sup>th</sup> Floor

The Herald Newspaper  
500 Maryville Highway  
Seymour, TN 37865

The Mountain Press  
PO Box 4810  
Sevierville, TN 37864-4810

Thinkmedia  
2407 Elliot Avenue  
Nashville, TN 37204

United Parcel Service  
P.O. Box 7247-0244  
Philadelphia, PA 19170-0001

UPS Canada Ltd.  
P.O. Box 2127 CRO  
Halifax, NS B3J 3B7

Willkie Farr & Gallagher LLP  
The Equitable Center  
787 Seventh Avenue  
New York, NY 10019-6099  
Attn.: Steven Wilamowsky  
(Counsel to D.E. Shaw Laminar Portfolios,  
L.L.C. and D.E. Shaw Laminar Lending, Inc.)

Whiteford Taylor & Preston LLP  
7 Saint Paul Street  
Baltimore, MD 21202-1626  
Attn.: Martin T. Fletcher  
(Counsel to D.E. Shaw Laminar Portfolios,  
LLC and D.E. Shaw Laminar Lending, Inc.)

Whiteford Taylor & Preston LLP  
7 Saint Paul Street  
Baltimore, MD 21202-1626  
Attn.: Paul M. Nussbaum  
(Counsel to D.E. Shaw Laminar Portfolios,  
LLC and D.E. Shaw Laminar Lending, Inc.)

Mayer Brown Rowe & Maw LLP  
1675 Broadway  
New York, NY 10019-5820  
Attn.: Frederick D. Hyman

Bank of New York  
101 Barclay St., Floor 21 West  
New York, NY 10286  
Attn.: Corp. Trust Administration  
The Boyds Collection, Ltd.

Securities and Exchange Commission  
Branch of Reorganization  
3475 Lenox Road NE, 1002  
Atlanta, GA 30326

U.S. Attorney  
District of Maryland  
36 S. Charles St., 4<sup>th</sup> Floor  
Baltimore, MD 21201-3020

Mehlman, Greenblatt & Hare LLC  
723 South Charles Street, Suite LL3  
Baltimore, MD 21230  
Attn.: Gary R. Greenblatt  
and Constance M. Hare  
(Counsel to Adams County Realty)

Huddles Jones Sorteberg & Dachille PC  
10211 Wincopin Circle, Suite 200  
Columbia, MD 21044  
Attn.: Mark S. Dachille  
(Counsel to Kinsley Construction, Inc.)

Engle Business Systems  
P.O. Box 403  
910 N. Hanover St.  
Elizabethtown, PA 17022-1370

Paul Weiss Rifkind Wharton  
& Garrison LLP  
1285 Avenue of the Americas  
New York, NY 10019-6064  
Attn.: Andrew Rosenberg

Moore & Van Allen PLLC  
100 North Tryon Street, Suite 4700  
Charlotte, NC 28202-4003  
Attn.: Alan W. Pope

Office of the U.S. Trustee  
300 W. Pratt Street, Suite 350  
Baltimore, MD 21201  
Attn.: Sandra Manocchio

Internal Revenue Service  
P.O. Box 21126  
Philadelphia, PA 19114

Ober Kaler Grimes & Shriver PC  
120 East Baltimore Street  
Baltimore, MD 21202-1643  
Attn.: John R. Solter, Patrick K. Cameron  
(Counsel to Bank of America, N.A.)

DLA Piper Rudnick Gray Cary US LLP  
6225 Smith Avenue  
Baltimore, MD 21209  
Attn.: Jodie E. Buchman  
and Dale K. Cathell  
(Counsel to Kinsley Construction, Inc.)

Illinois Department of Revenue  
James R. Thompson Center  
Concourse Level  
100 West Randolph Street  
Chicago, Illinois 60601-3274

The Capital Group  
Receivables Management Services, as agenda  
for UPS  
c/o Steven D. Sass and Kelli Bohuslav-Kail  
307 International Circle, Suite 270  
Hunt Valley, MD 21030

Dynamic Print Group  
c/o Steve McGrath  
1233 Midway Road  
Menasha, WI 54952

11100 Santa Monica Blvd., 15<sup>th</sup> Floor  
Los Angeles, CA 90025  
(Counsel to QVC, Inc.)

James A. Gilligan, Mgr.  
Morgan Stanley Funds  
1221 Avenue of the Americas  
New York, NY 10020

Saul Ewing LLP  
100 South Charles St., 15<sup>th</sup> Floor  
Baltimore, MD 21201  
Attn.: Gary H. Leibowitz  
(Counsel to QVC, Inc.)

Abner D. Goldstine, Mgr.  
American Funds  
333 South Hope Street  
Los Angeles, CA 90071

Team Managed  
American Funds  
333 South Hope Street  
Los Angeles, CA 90071