

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

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In re:

SCOTT ACQUISITION CORP., et al.¹

Debtors.

Chapter 11

Case No.: 04-12594 (PJW)

(Jointly Administered)

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**NOTICE OF ENTRY OF BAR DATE ORDER FIXING LAST DAY
FOR FILING PROOFS OF CLAIM
AGAINST THE DEBTORS AND DEBTORS IN POSSESSION**

PLEASE TAKE NOTICE that the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court") has entered an order dated December 16, 2004 (the "Bar Date Order") requiring all persons or entities, except as indicated below, that assert a claim (as defined below) against SCOTT ACQUISITION CORP., TAX I.D. NO. 59-3508711 or SCOTTY'S, INC. TAX I.D. NO. 59-0294700 (the "Debtors"), which arose or is deemed to have arisen by virtue of 11 U.S.C. § 501(d) prior to September 10, 2004 (the "Commencement Date") to file a separate proof of claim with Delaware Claims Agency LLC ("DCA"), that substantially conforms to Official Form No. 10. Such original proofs of claim must be mailed or delivered to the following address:

Delaware Claims Agency LLC
P.O. Box 515
Wilmington, Delaware 19801
Attn: Scott Acquisition Corp. Claims

If such original proofs of claim are sent via FedEx or another similar carrier, then such original proofs of claim must be delivered to the following address:

Delaware Claims Agency LLC
103 West Street, Third Floor
Wilmington, Delaware 19801
Attn: Scott Acquisition Corp. Claims

In order to be **timely filed**, the proof of claim must be **actually received** by DCA at the above address on or before the applicable bar date. Therefore, the date of a postmark by the U.S. Postal Service or the date of delivery by any other delivery service shall **NOT** constitute a date

¹ The Debtors are the following entities: Scott Acquisition Corp. and Scotty's, Inc.

upon which a proof of claim may be deemed filed. Further, facsimile or email proofs of claim are **NOT** acceptable and will not be valid for any purpose.

Pursuant to the terms of the Bar Date Order, other than those parties listed in the "Exceptions" paragraph below and governmental units, each person or entity, including, without limitation, individuals, partnerships, joint ventures, corporations, estates and trusts, which holds or asserts a claim against or relating to the Debtors, or for reimbursement or contribution allowed under section 502 of title 11 of the United States Code (the "Bankruptcy Code") on account of such a claim, or for any alleged obligations or liabilities of the Debtors whatsoever, which arose or is deemed to have arisen prior to the applicable Commencement Date, must file a proof of claim in substantially the same form as attached hereto on or before 4:00 p.m. (ET) on February 23, 2005 (the "Bar Date"). Any governmental unit which holds or asserts a claim against or relating to the Debtors must file a proof of claim on or before 4:00 p.m. (ET) on March 9, 2005 (the "Governmental Units Bar Date," and together with the Bar Date, the "Bar Dates").

FOR PURPOSES OF THE BAR DATE ORDER AND THIS NOTICE, THE TERM "CLAIM" MEANS (i) ANY RIGHT TO PAYMENT, WHETHER OR NOT SUCH RIGHT IS REDUCED TO JUDGMENT, LIQUIDATED, UNLIQUIDATED, FIXED, CONTINGENT, MATURED, UNMATURED, DISPUTED, UNDISPUTED, LEGAL, EQUITABLE, SECURED, OR UNSECURED; OR (ii) ANY RIGHT TO AN EQUITABLE REMEDY FOR BREACH OF PERFORMANCE IF SUCH BREACH GIVES RISE TO A RIGHT TO PAYMENT, WHETHER OR NOT SUCH RIGHT TO AN EQUITABLE REMEDY IS REDUCED TO JUDGMENT, FIXED, CONTINGENT, MATURED, UNMATURED, DISPUTED, UNDISPUTED, SECURED, OR UNSECURED.

ACTS OR OMISSIONS, IF ANY, OF THE DEBTORS THAT OCCURRED PRIOR TO THE APPLICABLE COMMENCEMENT DATE, INCLUDING THE DEBTORS' INDEMNITY AGREEMENTS, GUARANTEES, OR SERVICES PROVIDED TO OR RENDERED BY THE DEBTORS, MAY GIVE RISE TO CLAIMS AGAINST THE DEBTORS NOTWITHSTANDING THE FACT THAT SUCH CLAIMS (OR INJURIES ON WHICH THEY ARE BASED) MAY BE CONTINGENT OR MAY NOT HAVE OCCURRED, MATURED OR BECOME FIXED OR LIQUIDATED PRIOR TO SUCH DATE. THEREFORE, ANY CREDITOR HAVING A CLAIM OR POTENTIAL CLAIM AGAINST THE DEBTORS, WITH CERTAIN EXCEPTIONS DESCRIBED BELOW, NO MATTER HOW REMOTE OR CONTINGENT, MUST FILE A PROOF OF CLAIM ON OR BEFORE THE APPLICABLE BAR DATE.

Exceptions: A Proof of Claim in respect of a claim or claims in one of the following categories is **NOT** required to be filed on or before the Bar Dates:

- a. Claims listed in the schedules of assets and liabilities or any amendments thereto, which are not listed therein as "contingent," "unliquidated," or "disputed" and which are not disputed by holders thereof as to amount or classification;

- b. Claims already properly filed with the Clerk of the Court or DCA and which are in a form which substantially conforms to Official Form No. 10;
- c. Administrative claims of professionals retained by the Debtors or the Official Committee of Unsecured Creditors pursuant to orders of this Court for fees and expenses subject to approval pursuant to sections 330, 331(a) and 503(b) of the Bankruptcy Code;
- d. Claims allowed by order of this Court entered on or before the Bar Dates; and
- e. Claims, if any, arising from the rejection of an executory contract or unexpired lease, the Bar Date for which is governed by other orders of the Court.

PLEASE TAKE FURTHER NOTICE that any equity security holder that has a claim arising out of ownership of an equity security in the Debtors, or arising out of the purchase or sale of such an interest, must file such claim on or before the Bar Date.

PLEASE TAKE FURTHER NOTICE that all persons and entities, except those holding claims prescribed in paragraphs (a) through (e) above and governmental units, **MUST** file a proof of claim on or before February 23, 2005. All governmental units, except those holding claims prescribed in paragraphs (a) through (e) above, **MUST** file a proof of claim on or before March 9, 2005. There are severe consequences if you do not timely or properly file your proof of claim. Any holder of any claim against the Debtors who fails to file a proof of claim on or before the applicable bar date shall be **FOREVER BARRED** from asserting that claim against the Debtors or their property, and shall not be treated as the holder of a claim for purposes of voting on, or participating in any distribution under any plan confirmed in these cases.

PLEASE TAKE FURTHER NOTICE that if you hold a claim that is not listed on the Debtors' schedules of assets and liabilities (collectively, the "Schedules") filed with the United States Bankruptcy Court for the District of Delaware, or listed on the Schedules as contingent, unliquidated, or disputed, you **MUST** file a proof of claim.

PLEASE TAKE FURTHER NOTICE that copies of the Schedules and the Bar Date Order are available for inspection during regular business hours at the Office of the Clerk of the Bankruptcy Court, 3rd Floor, 824 Market Street, Wilmington, DE 19801. In addition, copies of such documents may also be viewed on the Internet at the Court's website (<http://www.deb.uscourts.gov/>) by following the directions for accessing the ECF system on such site. Should you have any questions concerning the completion or filing of your proof of claim, you should consult your own attorney for assistance.

PLEASE TAKE FURTHER NOTICE that questions concerning the content of this notice and requests for proofs of claim should be directed to:

Delaware Claims Agency LLC
P.O. Box 515
Wilmington, Delaware 19801
Attn: Scott Acquisition Corp. Claims
Telephone: (800) 838-6773

Dated: Wilmington, Delaware
December 20, 2004

KRONISH LIEB WEINER & HELLMAN LLP
Lawrence C. Gottlieb (LG 2565)
Richard S. Kanowitz (RK 0677)
Jeffrey L. Cohen (JC 2556)
1114 Avenue of the Americas
New York, New York 10036
(212) 479-6000

-and-

YOUNG CONAWAY STARGATT & TAYLOR, LLP

/s/ M. Blake Cleary

Brendan L. Shannon, Esq. (No. 3136)
M. Blake Cleary (No. 3614)
The Brandywine Building
1000 West Street, 17th Floor
Wilmington, Delaware 19801
P.O. Box 391
Wilmington, Delaware 19899-0391
Telephone: (302) 571-6600
Facsimile: (302) 571-1253

Attorneys for the Debtors and Debtors-in Possession