

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re

WE THE PEOPLE USA, INC., *et al.*,

Debtors.

Chapter 11

Case Nos. 10-10503 (KJC), *et seq.*  
(jointly administered)

**NOTICE OF DEADLINES AND  
PROCEDURES FOR FILING PROOFS OF CLAIM**

TO: ALL CREDITORS AND OTHER PERSONS OR ENTITIES WHO MIGHT WISH TO  
ASSERT CLAIMS IN THESE BANKRUPTCY CASES

**IF YOU BELIEVE YOU HAVE A  
CLAIM OR RIGHT TO PAYMENT AGAINST THE DEBTORS,  
YOU MUST FILE YOUR OWN PROOF OF CLAIM, EVEN IF YOU  
ARE ALREADY ARE PARTY TO ANY LITIGATION AGAINST  
THE DEBTORS AND EVEN IF YOU ARE A MEMBER OF A CLASS  
CERTIFIED, OR SOUGHT TO BE CERTIFIED, IN SUCH LITIGATION.**

PLEASE TAKE NOTICE that on March 16, 2010, the United States Bankruptcy Court for the District of Delaware (the "Court") entered an Order Establishing Bar Dates for Filing Proofs of Claim and Approving Form and Manner of Notice Thereof (the "Claims Procedures Order") establishing **May 14, 2010** (the "General Bar Date") as the deadline for filing of proofs of claim against We The People USA, Inc. and We The People LLC (collectively and severally, the "Debtors") in the above-referenced cases and establishing the correct procedures for filing proofs of claim.

**THIS NOTICE CONTAINS VERY IMPORTANT INFORMATION ABOUT WHETHER YOU NEED TO FILE PAPERS TO PROTECT YOUR INTERESTS IN THIS CASE AND, IF SO, HOW TO FILE THOSE PAPERS CORRECTLY. THE FORM OF THIS NOTICE WAS ALSO APPROVED BY THE COURT. IF YOU DO NOT COMPLY WITH THE DEADLINES AND PROCEDURES IN THIS NOTICE, YOUR CLAIMS MAY BE DISALLOWED BY THE COURT. YOU SHOULD READ THIS NOTICE VERY CAREFULLY AND FOLLOW ALL PROCEDURES BEFORE THE DEADLINES LISTED BELOW. IF YOU DO NOT UNDERSTAND THIS NOTICE, YOU SHOULD CONSULT A LAWYER.**

THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTORS BELIEVE THAT YOU HAVE A CLAIM. YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST THE DEBTOR OR IF THE CLAIM YOU HELD AS OF FEBRUARY 19, 2010 HAS BEEN PAID. **PLEASE NOTE: IF YOU FILE A FALSE CLAIM, YOU MAY BE COMMITTING A**

**CRIMINAL VIOLATION UNDER FEDERAL LAW, INCLUDING BUT NOT LIMITED TO 18 U.S.C. § 152(1), AND YOU MAY BE SUBJECTED TO A FINE OR IMPRISONMENT OF UP TO 5 YEARS, OR BOTH. TO DETERMINE WHETHER YOUR CLAIM IS FALSE, YOU SHOULD CONSULT A LAWYER.**

WHO MUST FILE A PROOF OF CLAIM

According to the Claims Procedures Order, except as provided below, any person, entity, or governmental unit (each a “person,” and collectively, “persons”) holding a prepetition claim against the Debtors must file a proof of claim. Except as provided below, the General Bar Date will apply to all persons holding claims against the Debtors (whether secured, priority or unsecured) that arose prior to the February 19, 2010 (the “Petition Date”). Any person whose claim is not listed in the Debtors’ Schedules of Assets and Liabilities and/or Statements of Financial Affairs (collectively, the “Schedules”) or is listed in the Schedules as “disputed,” “contingent” or “unliquidated” and that desires to participate in this case, and any person whose claim is improperly classified in the Schedules or is listed in the Schedules as an incorrect amount and that desires to have its claim allowed in a classification or amount other than that set forth in the Schedules, must file a proof of claim on or before the General Bar Date.

The Claims Procedures Order further provides that the following Entities need not file a proof of claim by the General Bar Date: (i) a claim for which a proof of claim has already been properly filed with the Claims Agent; (ii) a claim entitled to administrative expense priority pursuant to 11 U.S.C. § 503; (iii) a claim not listed as “disputed,” “contingent,” and/or “unliquidated” in the Debtors’ bankruptcy schedules (the “Schedules”), but only to the extent that the holder of such claim agrees with the nature, classification, and amount of such claims as set forth in the Schedules; (iv) a claim asserted by the United States or any of its agencies, so long as a proof of claim on account of such claim is duly filed on or before the 180th day after the Petition Date (the “U.S. Government Claims Bar Date”); (v) a claim asserted by one of the Debtors against the other; and (vi) a claim previously been allowed by, and/or paid pursuant to, an order of the Court.

The Claims Procedures Order also provides that any person holding an interest in the Debtors (each an “Interest Holder”), which interest is based exclusively upon the ownership of stock in the Debtor, or upon warrants or rights to purchase, sell, or subscribe to a security or interest in the Debtors (any such interest being referred to as an “Interest”), need not file a proof of interest on or before the General Bar Date; provided, however, that Interest Holders who assert a claim against the Debtors that arises out of or relates to the ownership or purchase of an Interest, including claims arising out of or relating to the sale, issuance, or distribution of the Interest, must file a proof of claim on or before the General Bar Date unless another exception set forth herein applies.

For any claim relating to the Debtors’ rejection of an executory contract or unexpired lease (a “Rejection Damage Claim”) that is approved by an order of the Court entered after entry of the Claims Procedures Order but before confirmation of a plan or conversion of the case to a case under another chapter of the Bankruptcy Code, the deadline to file a proof of claim relating to such claim shall be the later of: (a) the General Bar Date, and (b) 4:00 p.m. EST on the 30th day after the entry of the order pursuant to § 365 of the Bankruptcy Code authorizing such rejection (the “Rejection Bar Date”).

If the Debtors amend the Schedules to delete or reduce the liquidated, undisputed, non-contingent amount of a scheduled claim, then the deadline by which the affected claimant must file a

proof of claim or to amend any previously filed proof of claim with respect to such amended scheduled claim shall be the later of: (a) the General Bar Date, and (b) 4:00 p.m. EST on the 30th day after the mailing of notice of such amendment to such claimant (the “Schedule Amendment Claim Bar Date”).

#### TIME AND PLACE FOR FILING PROOFS OF CLAIM

The Court has approved the use a proof of claim form (the “Proof of Claim Form”) substantially in the form of Official Form No. 10, to evidence the existence, amount, validity, security, and priority of claims in this case along with instructions on completing the Proof of Claim Form substantially in the form accompanying Official Form No. 10. For your convenience, enclosed with this notice is a Proof Of Claim Form and official instructions for completing it.

For any proof of claim to be validly and properly filed, a signed original of the completed Proof of Claim Form, together with all accompanying documentation, must be filed with the Court not later than the applicable Bar Date. In order to file a proof of claim with the Court, it must be delivered so that it is actually received by the Claims Agent on or before 4:00 p.m. Eastern Time on the date that it is intended to be filed. The address of the Claims Agent is:

If by mail:

BMC Group, Inc.  
Attn: We The People Claims Processing  
P.O. Box 3020  
Chanhassen, MN 55317-3020

If by messenger or overnight delivery:

BMC Group, Inc.  
Attn: We The People Claims Processing  
18750 Lake Drive East  
Chanhassen, MN 55317

Creditors shall be permitted to file proofs of claim only by mail (postage prepaid), by courier, or by overnight delivery (such as by FedEx, UPS, DHL, or Express Mail). Filing shall be deemed complete upon the Claims Agent’s actual receipt of the original of the completed, executed Proof of Claim Form. Any claimant wishing to receive acknowledgment of the Claims Agent’s receipt of its proof of claim must submit an additional copy of the proof of claim (stamped “COPY”) and a self-addressed stamped envelope with sufficient return postage.

#### PLEASE NOTE THESE IMPORTANT RESTRICTIONS:

- Attempting to deliver a proof of claim by electronic mail, by facsimile, or by any means not described above will not constitute the filing of a proof of claim unless a signed original of the completed Proof of Claim Form is also timely received by the Claims Agent in an approved manner described above on or before the applicable Bar Date.
- Service by any means upon the Debtors, the Debtors’ attorneys, or the United States Trustee will not be accepted unless the signed original of the completed Proof of Claim Form is also timely received by the Claims Agent in an approved manner described above.

- Please be sure to address your Proof of Claim Form carefully and pay the correct postage. Neither the Claims Agent nor the Debtors can be responsible if your Proof of Claim Form is not received or is received late because of an improper or incomplete address, or because insufficient postage was included. The Claims Agent will not accept C.O.D. or postage-due deliveries.
- Please note that, according to the Claims Procedures Order, the Bar Dates are the dates that your Proof of Claim Form must be **actually received** by the Claims Agent. If you mail your Proof of Claim Form on the applicable Bar Date, your claim may be deemed late by the Court and disallowed. If you choose to file your Proof of Claim Form by U.S. mail, please allow enough time to ensure that it will be **received** by the Claims Agent by or before the applicable Bar Date. If you rely upon any vendor, including but not limited to the United States Postal Service, an overnight delivery service, or a courier, to deliver your Proof of Claim Form to the Court, you should allow enough time to confirm the Court's timely receipt of it. You should follow up with the Claims Agent to ensure that it was timely received and filed with the Claims Agent. The Claims Agent and the Debtor cannot be responsible for any delays in delivery.
- Please be sure to include copies of any applicable documents to your Proof of Claim Form, including but not limited to contracts, agreements, invoices, work orders, loan documents, dated-stamped security interest filings, dated-stamped mortgages, and other evidence of your claim. **Do not send originals of these backup documents.** If you do not attach copies of the applicable backup documents, the Court may not allow your claim.

#### CONSEQUENCES OF FAILURE TO FILE PROOF OF CLAIM

Except any person (i) whose claim is not listed in the Schedules, or is listed in the Schedules as disputed, contingent, and/or unliquidated, or that believes its claim is improperly classified in the Schedules and/or is listed in an incorrect amount, and that desires to participate in these Chapter 11 cases, to share in any distribution in these Chapter 11 cases, and/or to retain any rights in property of the Debtors, or (ii) that desires to have its claim preserved and allowed in a classification or amount other than as set forth in the Schedules, must file a proof of claim on or before the applicable Bar Date. Except as provided above, any person that is required to file a proof of claim in these Chapter 11 cases (pursuant to the Bankruptcy Code, the Bankruptcy Rules, or any order of the Court) with respect to a particular claim but fails to do so in a timely manner shall be forever barred, estopped, and enjoined from: (i) asserting any claim against the Debtors, their successors and assigns in these Chapter 11 Bankruptcy Cases, that (a) is in an amount that exceeds the amount, if any, that is set forth in the Schedules as undisputed, noncontingent, and liquidated, or (b) is of a different nature, is of a different priority, is of a different classification of secured status, or is in a different classification than the amount, if any, that is set forth in the Schedules as undisputed, noncontingent, and liquidated (any such claim being referred to as an "Unscheduled Claim"); and (ii) voting upon, or receiving distributions under, any plan in these Chapter 11 cases with respect to such Unscheduled Claim. **Any person that relies solely on the Schedules shall bear the exclusive responsibility for determining that its claim is accurately scheduled therein.** If it is unclear from the Schedules or this notice whether your claim is disputed, contingent or unliquidated as to the amount, or is otherwise properly scheduled and classified, you should ask your lawyer whether to file a proof of claim by the applicable Bar Date to protect your interests.

### RESERVATION OF RIGHTS

Under the Claims Procedures Order, the Debtors retain the right to dispute or assert offsets or defenses against any claim as to nature, amount, liability, classification or otherwise, and/or subsequently to amend its Schedules to designate any claim as disputed, contingent, or unliquidated. Nothing in the Claims Procedures Order precludes or limits the Debtor or any other party in interest from objecting to any claim, whether scheduled or filed, on any grounds.

### DEFINITION OF CLAIM

For purposes of this notice, the word “claim” means: (i) any right to payment, whether or not such right is reduced to judgment, liquidated, fixed, contingent, matured, 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.

### ADDITIONAL INFORMATION

If you require additional information regarding the procedures for filing a Proof of Claim or additional copies of documents, the Claims Agent has furnished a call center at (888) 909-0100, or you can visit the Claims Agent’s website at <http://www.bmcgroup.com/WeThePeople>. If you require additional information on whether you should file a Proof of Claim and/or and how to prepare one, you should contact an attorney. **The Claims Agent is unable to give you legal advice.**

Dated: March, 16 2010  
Wilmington, Delaware

BY ORDER OF THE COURT

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