

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

In re:	:	
	:	
PSA QUALITY SYSTEMS (OHIO), INC., a Delaware corporation, et al.,	:	Chapter 11
	:	
Debtors.	:	Case No. 04-13030 (MFW) (Jointly Administered)

**NOTICE OF BAR DATES FOR FILING OF PROOFS OF CLAIM
TO ALL KNOWN CREDITORS AND EQUITY INTEREST HOLDERS**

On December 21, 2004, the United States Bankruptcy Court for the District of Delaware (the "Court") entered an order in the above-captioned chapter 11 cases (the "Bar Date Order") establishing certain claims bar dates in the chapter 11 cases of the above-captioned debtors and debtors in possession (collectively, the "Debtors"). By the Bar Date Order, the Court fixed **February 22, 2005 at 5:00 p.m., prevailing Eastern Time**, as the administrative claims bar date (the "Administrative Claims Bar Date") for filing claims that arose between October 20, 2004 through and including December 18, 2004. The Bar Date Order required any party other than Governmental Units, holding a claim arising during the period from October 20, 2004 through and including December 18, 2004, to file Administrative Claim Requests with the United State Bankruptcy Court for the District of Delaware (the "Court") with a copy to Delaware Claims Agency LLC ("DCA"), so that the Administrative Claim Requests and **received** by the Court on or before the Administrative Claims Bar Date.

The Bar Date Order fixes **February 22, 2005 at 5:00 p.m., prevailing Eastern Time**, as the prepetition claims bar date (the "Prepetition Bar Date"). Except as described below, the Bar Date Order requires all Entities, other than Governmental Units, that have or assert any *prepetition* Claims against the Debtors to file proofs of claim with DCA, so that their proofs of claim are **received** by DCA on or before the Prepetition Bar Date. Further, by the Bar Date Order, the Court fixed **April 18, 2005 at 5:00 p.m., prevailing Eastern Time**, as the Government Unit claims bar date (the "Government Bar Date"). Please note that the terms "Entity," "Governmental Unit," and "Claim" are defined below.

For your convenience, enclosed with this Notice is a proof of claim form, which identifies on its face the amount, nature, and classification of your *prepetition* Claim(s), if any, listed in the Debtors' schedules of assets and liabilities filed in these cases (collectively, the "Schedules").

KEY DEFINITIONS

As used in this Notice, the term "**Entity**" has the meaning given to it in section 101(15) of the Bankruptcy Code, 11 U.S.C. §§ 101-1330 (the "Bankruptcy Code"), and includes all persons, estates, trusts, Governmental Units and the Office of the United States Trustee.

As used in this Notice, the term "**Governmental Unit**" has the meaning given to it in section 101(27) of the Bankruptcy Code and includes the United States; states;

commonwealths; districts; territories; municipalities; foreign states; or departments, agencies or instrumentalities of the foregoing (but not including the Office of the United States Trustee while serving as a trustee under the Bankruptcy Code).

As used in this Notice, the term “**Claim**” shall mean, as to or against any of the Debtors and in accordance with section 101(5) of the Bankruptcy Code: (a) 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 (b) 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.

WHO MUST FILE AN ADMINISTRATIVE CLAIM REQUEST

The Administrative Claims Bar Date

Any Entity, other than a Governmental Unit, that hold claims arising between October 20, 2004 through and including December 18, 2004 must file a request for payment of administrative claim (an “Administrative Claim Request”).

Entities Not Requested to File Administrative Claim Requests by the Administrative Claims Bar Date

The Bar Date Order further provides that the following Entities need not file an Administrative Claim Request:

- a. Administrative claims of Debtors’ and Creditors’ Committee’s professionals retained by the estate by Court order for fees and expenses subject to approval pursuant to sections 330(a) and 503(b) of the Bankruptcy Code;
- b. U.S. Trustee’s claims under § 1930(a)(6);
- c. Employee claims pursuant to Court approved retention programs or severance plans;
- d. Any administrative claims as to which an order of the Court has been entered setting a later bar date for filing administrative claims against the Debtor; and
- e. Any administrative claims held by a party as to which an order of the Court has been entered allowing such administrative claim.

FILING ADMINISTRATIVE CLAIM REQUESTS AGAINST MULTIPLE DEBTORS, REQUIREMENT TO IDENTIFY DEBTOR

Any Entity asserting an administrative claim against more than one Debtor must file a separate Administrative Claim Request with respect to each such Debtor. In addition, any

Entity filing an Administrative Claim Request must identify on its Administrative Claim Request, the particular Debtor against which its claim is asserted.

CONSEQUENCES OF FAILURE TO FILE ADMINISTRATIVE CLAIM REQUEST

Any Entity that is required, but fails, to file an Administrative Claim Request in accordance with this notice by the Administrative Claims Bar Date shall be forever barred, estopped and enjoined from asserting and administrative claim against the Debtors, their estates or property.

PROCEDURE FOR FILING ADMINISTRATIVE CLAIM REQUESTS

A signed original of the Administrative Claim Request, together with any accompanying or supporting documentation, must be detailed to as to be received no later than 5:00 p.m., prevailing Eastern Time on February 22, 2004 to the Court. Administrative Claim Requests must be submitted in person, by courier service, hand delivery or mail to:

The United States Bankruptcy Court for the District of Delaware
824 Market Street, 3rd Floor
Wilmington, Delaware 19801

With a copy of such Administrative Claim Request to:

Delaware Claims Agency, LLC
Attn: PSA Claims Department
P.O. Box 515
Wilmington, Delaware 19899

Any Administrative Claims Requests submitted by facsimile or e-mail will not be accepted and will not be deemed filed until the Administrative Claims Requests is submitted by one of the methods described in the foregoing sentence. Administrative Claims Requests will be deemed filed only when actually received by the Court. If you wish to receive acknowledgement of the Court's receipt of your proof of claim, you must also submit by the applicable Administrative Claims Bar Date and concurrently with submitting your original Administrative Claims Request (a) a copy of your original Administrative Claims Request and (b) a self-addressed, stamped return envelope.

Administrative Claims Requests must include all documentation required by Bankruptcy Rules 3001(c) and 3001(d), including an original or a copy of any written document that forms the basis of the claim.

WHO MUST FILE A PROOF OF CLAIM AND THE APPLICABLE BAR DATES

The Bar Dates

The Bar Date Order establishes the following bar dates for filing proofs of claim in these cases (collectively, the "General Bar Dates"):

- (a) The Prepetition Bar Date. Pursuant to the Bar Date Order, all Entities, other than Governmental Units, holding Claims against the Debtors (whether secured, unsecured priority or unsecured nonpriority) that arose prior to October 20, 2004 are required to file proofs of claim by the Prepetition Bar Date.
- (b) The Government Bar Date. Pursuant to the Bar Date Order, all Governmental Units holding Claims against the Debtors are required to file proofs of claim by the Government Bar Date.
- (c) The Rejection Bar Date. Any Entity whose Claim arises out of the Court-approved rejection of an executory contract or unexpired lease may assert claims in connection with the Debtors' rejection of such executory contract or unexpired leases pursuant to section 365 of the Bankruptcy Code. Unless a different deadline has previously been established by an order of the Court,¹ for any claim relating to the Debtors' rejection of an executory contract or unexpired lease (a "Rejection Damages Claim") approved by the Court pursuant to an order entered after December 18, 2004 (a "Rejection Order"), the Rejection Bar Date for such a claim will be the later of (i) the Prepetition Bar Date and (ii) 30 days after the date of the Rejection Order.
- (d) The Schedule Bar Date. If, subsequent to the mailing and publication of this Notice, the Debtors amend their Schedules to reduce the undisputed, noncontingent and liquidated amount or to change the nature or classification of a Claim against a Debtor reflected therein, the affected claimant is required to file a proof of claim or amend any previously filed proof of claim with respect to the amended scheduled claim on or before the later of: (i) the Prepetition Bar Date and (ii) 20 days after the date that notice of the applicable amendment to the Schedules is served on the claimant. To the extent that the Debtors amend their Schedules relating to the claim of any creditor, and in accordance with Local Rule 1009-2, the Debtors will serve notice of both the amendment and the Schedule Bar date on such affected creditor.

Entities That Must File Proofs of Claims by the General Bar Date

Subject to terms described above for holders of Claims subject to the Government Bar Date, the Rejection Bar Date and the Schedule Bar Date, the following Entities must file proofs of claim on or before the Prepetition Bar Date:

- (a) any Entity whose prepetition Claim against a Debtor is not listed on the applicable Debtor's Schedules or is listed as "disputed," "contingent" or "unliquidated" and

¹ The Court entered the Approval Order on November 5, 2004, which, *inter alia*, authorized certain lease rejection procedures, including but not limited to notice procedures for rejected leases. In accordance with the procedures set forth in the Approval Order, the Debtors properly filed notices (each a "Rejection Notice") to reject approximately 46 leases. The Approval Order provides that parties in interest who wish to assert a claim for damages arising in connection with the Debtors' rejection of a lease under the Approval Order must do so within thirty (30) days of the effective date of the Rejection Notice.

that desires to participate in any of these chapter 11 cases or share in any distribution in any of these chapter 11 cases; and

- (b) any Entity that believes its prepetition Claim is improperly classified in the Schedules or is listed in an incorrect amount and that desires to have its Claim allowed in a classification or amount other than that identified in the Schedules.

Entities Not Required to File Proofs of Claim by the General Bar Date

The Bar Date Order further provides that the following Entities need not file proofs of claim by the Prepetition Bar Date:

- (a) any Entity that already has properly filed a proof of claim against one or more of the Debtors in accordance with the procedures described in this Notice;
- (b) any Entity (i) whose Claim against a Debtor is not listed as “disputed,” “contingent” or “unliquidated” in the Schedules and (ii) that agrees with the nature, classification and amount of its Claim as identified in the Schedules;
- (c) any Entity whose Claim against a Debtor previously has been allowed by, or paid pursuant to, an order of the Court; and
- (d) any Debtor that holds a Claim against one or more of the other Debtors.

No Requirement to File Proofs of Interest

Any Entity holding an interest in any Debtor (an “Interest Holder”), which interest is based exclusively upon the ownership of common or preferred stock in a corporation, a membership interest in a limited liability partnership or warrants or rights to purchase, sell or subscribe to such a security or interest (any such security or interest being referred to in this Notice as an “Interest”), need not file a proof of interest on or before the Prepetition Bar Date; provided, however, that Interest Holders who wish to assert Claims against any of the Debtors that arise out of or relate 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 proofs of claim on or before the Prepetition Bar Date, unless another exception identified in this Notice applies. The Debtors have reserved the right to establish at a later date a bar date requiring Interest Holders to file proofs of interest. If such a bar date is established, Interest Holders will be notified of the Interest bar date at the appropriate time.

FILING PROOFS OF CLAIM AGAINST MULTIPLE DEBTORS; REQUIREMENT TO IDENTIFY DEBTOR

Any Entity asserting Claims against more than one Debtor must file a separate proof of claim with respect to each such Debtor. In addition, any Entity filing a proof of claim must identify on its proof of claim form the particular Debtor against which its Claim is asserted.

CONSEQUENCES OF FAILURE TO FILE PROOF OF CLAIM

Any Entity that is required to file a proof of claim, but that fails to do so by the applicable Prepetition Bar Date described in this Notice, shall be forever barred, estopped and enjoined from the following:

- (a) asserting any Claim against the Debtors that the Entity has that (i) is in an amount that exceeds the amount, if any, that is identified in the Schedules on behalf of such Entity as undisputed, noncontingent and liquidated or (ii) is of a different nature or a different classification than any Claim identified in the Schedules on behalf of such Entity (any such Claim being referred to in this Notice as an “Unscheduled Claim”); or
- (b) voting upon, or receiving distributions under, any plan or plans of reorganization in these chapter 11 cases in respect of an Unscheduled Claim.

If it is unclear from the Schedules whether your Claim is disputed, contingent or unliquidated as to amount or is otherwise properly listed and classified, you must file a proof of claim on or before the applicable Prepetition Bar Date. Any Entity that relies on the information in the Schedules bears responsibility for determining that its Claim is accurately listed therein.

PROCEDURE FOR FILING PROOFS OF CLAIM

A signed original of a completed proof of claim, together with any accompanying or supporting documentation, must be delivered so as to be received no later than 5:00 p.m., prevailing Eastern Time, on the applicable Prepetition Bar Date. Proofs of claim may be submitted in person or by courier service, hand delivery or mail at the following address:

Delaware Claims Agency, LLC
Attn: PSA Claims Department
P.O. Box 515
Wilmington, Delaware 19899

Any proof of claim submitted by facsimile or e-mail will not be accepted and will not be deemed filed until the proof of claim is submitted by one of the methods described in the foregoing sentence. Proofs of claim will be deemed filed only when actually received by DCA. If you wish to receive acknowledgement of DCA’s receipt of your proof of claim, you must also submit by the applicable Prepetition Bar Date and concurrently with submitting your original proof of claim (a) a copy of your original proof of claim and (b) a self-addressed, stamped return envelope.

Proofs of claim must include all documentation required by Bankruptcy Rules 3001(c) and 3001(d), including an original or a copy of any written document that forms the basis of the Claim or, for secured Claims, evidence that the alleged security interest has been perfected.

ADDITIONAL INFORMATION

If you require additional information regarding the filing of a proof of claim, you may contact the PSA Quality Systems (Ohio), Inc. Claims Hotline at (877) 789-2473. You also may contact DCA directly by writing to Delaware Claims Agency, LLC, Attn: PSA Claims Department, P.O. Box 515, Wilmington, Delaware 19899. The claims registers for the Debtors will be available for review during normal business hours in DCA's offices at the address identified above.

Dated: December 22, 2004
Wilmington, Delaware

BY ORDER OF THE COURT:

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