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FOR COURT USE ONLY

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CLERK U.S. BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIFORNIA
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CLERK U.S. BANKRUPTCY COURT
CENTRAL DISTRICT OF CALIF.
BY:

**UNITED STATES BANKRUPTCY COURT**
**CENTRAL DISTRICT OF CALIFORNIA**

In re: CENTIS INC., a California Corporation, CENTIS DIRECT MARKETING INC., a Delaware corportion, CENTIS CONSUMER PRODUCTS INC., a Delaware corporation, G. NEIL DIRECT MAIL, INC., a Delaware corporation, G. NEIL DIRECT MAIL INTERNATIONAL, INC., a Delaware corporation, and NEW CENTURY DIRECT MARKETING, INC., a Delaware corporation

Debtor(s).

CASE NO.: SA 02-15865 JB

# NOTICE OF SALE OF ESTATE PROPERTY

| | |
|---|---|
| **Sale Date:** New Auction Date: February 26, 2003 | **Time:** 10:00 a.m. |
| **Location:** Kirkland & Ellis, 777 S. Figueroa Street, Los Angeles, CA 90017 | |

Type of Sale: [X] Public: [ ] Private: Last date to file objections: February 24, 2003

Description of Property to be Sold: See attached Notice of Continuance of Sale Hearing.

Terms and Conditions of Sale: See attached Notice of Continuance of Sale Hearing.

Proposed Sale Price: See attached Notice of Continuance of Sale Hearing.

Overbid Procedure (If Any): See attached Notice of Continuance of Sale Hearing.

If property is to be sold free and clear of liens or other interests, list date, time and location of hearing:
Continued to March 6, 2003, at 9:00 a.m., Chapman University School of Law, 370 North Glassell Street, 2nd Fl. Appellate Courtroom, Orange, CA 92866-1023
Contact Person for Potential Bidders (include name, address, telephone, fax and/or e:mail address):

Kelly K. Frazier, Esq.
777 South Figueroa Street
Los Angeles, CA 90017
Tel: (213) 680-8230; Fax: (213) 680-8500
kelly_frazier@la.kirkland.com

Date: February 3, 2003

ORIGINAL

RICHARD L. WYNNE (SBN 120349)
KELLY K. FRAZIER (SBN 212527)
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Reorganization Counsel for the
Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT**

**FOR THE CENTRAL DISTRICT OF CALIFORNIA**

**SANTA ANA DIVISION**

In re

CENTIS INC., a California corporation, CENTIS DIRECT MARKETING INC., a Delaware corporation, CENTIS CONSUMER PRODUCTS INC., a Delaware corporation, G. NEIL DIRECT MAIL, INC., a Delaware corporation, G. NEIL DIRECT MAIL INTERNATIONAL, INC., a Delaware corporation, and NEW CENTURY DIRECT MARKETING, INC., a Delaware corporation,

Debtors.

Case No. SA02-15865 JB

(Jointly administered with Case Nos. SA02-15867 JB, SA02-15868 JB, SA02-15869 JB, SA02-15870 JB and SA02-15872 JB for procedural purposes only)

Chapter 11

**NOTICE OF NEW AUCTION DATE AND OVERBID DEADLINE FOR THE PROPOSED SALE OF SUBSTANTIALLY ALL OF THE ASSETS OF THE DEBTORS' CONSUMER BUSINESS**

Old Auction Date

Date: March 4, 2003
Time: 10:00 a.m.
Place: Kirkland & Ellis
777 South Figueroa Street
Los Angeles, California 90017

New Auction Date

Date: February 26, 2003
Time: 10:00 a.m.
Place: Kirkland & Ellis
777 South Figueroa Street
Los Angeles, California 90017

**PLEASE TAKE NOTICE OF THE FOLLOWING:**

**NOTICE OF SALE HEARING**: The hearing (the "Sale Hearing") on the motion by Centis Inc. and its affiliated debtors and debtors in possession (collectively, the "Debtors") to, *inter alia*, sell certain assets of Centis Consumer Products Inc. pursuant to 11 U.S.C. §§ 362 and 363, free and clear of all liens, claims, encumbrances and interests and exempt from any stamp, transfer, recording or similar tax, together with certain assets of the Debtors non-debtor, foreign affiliates, Centis (Canada), Inc. and Siglo Productos de Mexico (together with Centis Consumer Products, Inc., the "Consumer Business"), and to assume and assign certain identified executory contracts and unexpired leases (collectively, the "Assigned Contracts") pursuant to 11 U.S.C. § 365 (the "Sale Motion") to either: (i) Esselte AB, through its acquisition entity ("Esselte"); or (ii) the party submitting the highest and/or otherwise best bid for the Consumer Business pursuant to the bidding procedures approved by this Court on January 8, 2003, which Sale Hearing was initially scheduled for February 7, 2003, at 10:00 a.m. (prevailing Pacific Time), has been continued to **March 6, 2003 at 9:00 a.m.**, or as soon thereafter as counsel may be heard, before the Honorable James N. Barr, United States Bankruptcy Judge, in the **Appellate Courtroom located on the 2nd Floor at the Chapman University School of Law, 370 North Glassell Street, Orange, California 92866-1032**.

**NOTICE OF NEW AUCTION DATE**: An auction (the "Auction") for the assets of the Consumer Business, which was originally scheduled for February 5, 2003 and then continued to March 4, 2003, is now rescheduled for **February 26, 2003, beginning at 10:00 a.m. (prevailing Pacific Time) at the law offices of Kirkland & Ellis, 777 South Figueroa Street, Los Angeles, California 90017**.

**NOTICE OF NEW DEADLINE TO SUBMIT INITIAL OVERBIDS:** Any entity that is interested in purchasing the assets of the Consumer Business (including the Senior Lenders if they intend to credit bid) must submit an initial overbid in conformance with the bidding procedures approved by the Court on January 8, 2003, **by no later than 4:00 p.m. (prevailing Pacific Time) on February 24, 2003**.

**DEADLINE FOR OBJECTIONS TO THE SALE MOTION**: Any opposition to the Sale Motion must be in writing, filed with the Bankruptcy Court, and served upon the following parties:

(i) The Office of the United States Trustee, Attn: Nancy Shapiro, Esq., 411 West Fourth Street, Suite 9041, Santa Ana, CA 92701-8000;

(ii) Robert E. Annas, Centis Inc., 205 South Puente Street, Brea, CA 92821;

(iii) Kirkland & Ellis, Attn: Kelly K. Frazier, Esq., 777 South Figueroa Street, Los Angeles, CA 90017;

(iv) Allyson F. Dematteo, SSG Capital Advisors, L.P. ("SSG"), 445 Park Avenue, Suite 1901, New York, NY 10022;

(v) Tavi Claire Flanagan, Irell & Manella LLP, 840 Newport Center Drive, Suite 400, Newport Beach, CA 92660-6324;

(vi) Fred Neufeld, Esq., Milbank, Tweed, Hadley & McCloy, 601 South Figueroa Street, 30th Floor, Los Angeles, CA 90017;

(vii) Christopher Rose, Skadden, Arps, Slate, Meagher & Slom LLP, One Beacon Street, Boston, Massachusetts 02108; and

(viii) Peter Clapp, Skadden, Arps, Slate, Meagher & Flom LLP, 300 South Grand Avenue, Suite 3400, Los Angeles, California 90071.

**by no later than 4:00 p.m., February 24, 2003 (prevailing Pacific Time).** Pursuant to Local Bankruptcy Rule 9013-1, any failure to file and serve a timely response and request for hearing may be deemed by the Court to constitute consent to the relief requested by the Sale Motion, including, without limitation, the assumption and assignment of certain executory contracts and/or unexpired leases and the determination of cure payments, if any, owing under such contracts and/or leases.

Any replies to objections to the relief requested in the Sale Motion must be filed and served on the objecting party and the parties identified above, with a copy delivered directly to the Court's chambers, **by no later than 4:00 p.m., March 3, 2003 (prevailing Pacific Time).**

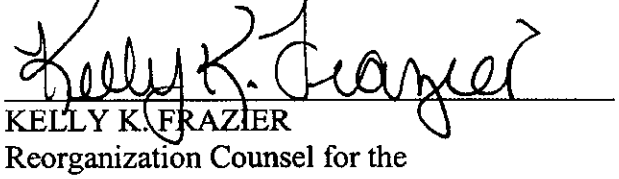
**WHERE TO FILE DOCUMENTS**: All documents required to be filed with the Bankruptcy Court in these cases must be filed at the following address: 411 West Fourth Street, Santa Ana, California 92701.

**PRIOR NOTICE OF SALE HEARING AND BIDDING PROCEDURES**: Except as otherwise provided herein, all other terms and procedures in the prior "Notice of: (I) Hearing on Motion for Order Authorizing and Approving the Debtors' Proposed Sale of Substantially All of the Assets of Their Consumer Business; and (II) Certain Court Approved Bidding Procedures With Respect to an Auction" (the "Sale and Bidding Procedures Notice"), a copy of which was served on you on or about January 10, 2003, shall remain in full force and effect. If you would like another copy of the Sale and Bidding Procedures Notice free of charge, please contact the Debtors' counsel through Denise Wymore at Kirkland & Ellis, 777 South Figueroa Street, Los Angeles, California 90017, Telephone: (213) 680-8400, Facsimile: (213) 680-8500.

DATED: February 10, 2003

Respectfully submitted,

**KIRKLAND & ELLIS**



KELLY K. FRAZIER
Reorganization Counsel for the
Debtors and Debtors in Possession

DECLARATION OF SERVICE

I am over the age of eighteen years and not a party to the within action. I am employed in an office that employs a member of the bar of this Court, at whose direction the within service was made. My business address is KIRKLAND & ELLIS, 777 South Figueroa Street, Los Angeles, California 90017.

On February 11, 2003, I served the following **NOTICE OF NEW AUCTION DATE AND OVERBID DEADLINE FOR THE PROPOSED SALE OF SUBSTANTIALLY ALL OF THE PROPOSED SALE OF SUBSTANTIALLY ALL OF THE ASSETS OF THE DEBTORS' CONSUMER BUSINESS** on the interested parties in this action by placing true copies thereof, enclosed in sealed envelopes addressed as follows:

***SEE ATTACHED SERVICE LIST***

The above-described pleading was transmitted to the indicated parties set forth above in the manner described below:

XXXX **By United States mail.**

[ ] *I deposited such envelope in the mail at Los Angeles, California. The envelope was mailed with postage thereon fully prepaid.

[X] As follows: I am "readily familiar" with the firm's practice of collection and processing correspondence for mailing. Under that practice it would be deposited with U.S. postal service on that same day with postage thereon fully prepaid at Los Angeles, California in the ordinary course of business. I am aware that on motion of the party served, service is presumed invalid if postal cancellation date or postage meter date is more than one day after date of deposit for mailing in affidavit.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed on February 11, 2003, at Los Angeles, California.

I declare that I am employed in the office of a member of the Bar of this Court at whose direction the service was made.

Holly Hickish

Holly Hickish

# SERVICE LIST

United States Trustee
Nancy Shapiro
Marilyn Sorensen
411 West Fourth Street, Suite 9041
Santa Ana, CA 92701-8000

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Brea, CA 92822

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Crown MFG Co. Inc.
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Newark, CA 94560

Dell Financial Services L.P.
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Department of Revenue, Bureau of Compliance
Bankruptcy Review Section, Bankruptcy Div.
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Harrisburg, PA 17128-0946

Kelly Page, Esq.
Page & Stewart
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Broward County
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Orange County Treasurer - Tax Collector
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Santa Ana, CA 92702

Paw Paw Township
P.O. Box 20
Paw Paw, MI 49079

City Clerk Tax & Permit Division
City Hall Room 1
Los Angeles, CA 90012

Dept of Benefits Pymts
Collection Section
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Sacramento, CA 95814

Dept of Justice
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District Director
IRS La District
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Employment Dev Dept
Tax Collection Section Mic92e
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Santa Ana, CA 92702

Secretary of State
PO Box 944230
Sacramento, CA 94244-2300

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Administracion Local De Recaudacion De T
Av Fuerza A rea Mexicana s/n Fracc 70/76
Tijuana Baja California, Mexico,

State Board Of Equalization
Environmental Fees Div
PO Box 942879
Sacramento, CA 94279-6029

State Board Of Equalization
*PO Box 12040*
Santa Ana, CA 92712-2040

State Board Of Equalization
*PO Box 942808*
Sacramento, CA 94208

State Board Of Equalization
*PO Box 942879*
Sacramento, CA 94279-8022

State Board of Equalization
Environmental Fees Division
450 N Street
Sacramento, CA 94279-0057

State Board of Equalization
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PO Box 942879
Sacramento, CA 94279-6029

State of Calif Emp Dev Dpt
PO Box 944230
Sacramento, CA 94244-2300

State of California
PO Box 942857
Sacramento, CA 94267-2021

State Of New Jersey
Div Of Tax - Corporate Tax
Cn-666
Trenton, NJ 08646-0666

U S Customs
301 Ocean Blvd
Los Angeles, CA 90049

Broward County Revenue Collector
Governmental Central Annex
115 S. Andrews Ave.
Fort Lauderdale, FL 33301

City of Sunrise
3801 N University Dr
Suite 401
Sunrise, FL 33351

Department of State
Div of Corp /Annual Rpts Sec
PO Box 1500
Tallahassee, FL 32302

Florida Department of Revenue
5050 W. Tennessee
Tallahassee, FL 32399

Florida Dept Of Revenue
Stipulation Program
1379 Blountstown Hwy
Tallahassee, FL 33204

Florida Dept of Revenue
5050 W Tennessee St
Tallahassee, FL 32399-0125

Florida Dept Of Revenue
135 Carlton Bldg
501 S Calhoun St
Tallahassee, FL 32399

Internal Revenue Service
Atlanta Service Center
PO Box 47-421
Doraville, GA 30362

State of Florida Dept of Labor
107 E. Madison Street
Tallahassee, FL 32399

Suffolk County Support
Collection Unit
POBox 15347
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