



Watson Wyatt & Company

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May 27, 1997

SMM
Pension & Welfare Benefits Administration
Room N-5507
U.S. Department of Labor
200 Constitution Avenue NW
Washington, DC 20210

Re: Spicer's Industries Profit Sharing Plan & Trust Agreement
Client EIN: 86-0490719 Plan No.: 002

Ladies and Gentlemen:

Enclosed please find a Summary of Material Modifications for the above-referenced plan.

Sincerely,

Diane M. Handley
Retirement Specialist

sg

Enclosure

cc: Mr. and Mrs. Steve Spicer (w/o enclosure)

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Summary of Plan Changes
to the
Spicer's Industries Profit Sharing Plan & Trust Agreement
("the Plan")

Employer Identification Number: 86-0490719
Plan Number: 002

Our Plan has been amended to change the name of the Plan. Effective May 23, 1997, our Plan will be known as Toys By Daphne, Inc. Profit Sharing Plan & Trust Agreement.

This summary brings you up to date with the major changes affecting you as a member of the Plan. Keep in mind that the provisions of the amended Plan document will govern if any changed sections in this summary do not agree with the Plan document.

To keep current the Summary Plan Description (SPD) that you received when you became a member of the Plan, please mark this change to the Plan's name in your SPD on page 1, paragraph 1 and under "Name of Plan" in Table B at the end of your SPD. Additionally, please mark a change to the last paragraph on page 1 to reflect the change in the name of the Spicer's Industries Money Purchase Pension Plan and Trust Agreement to Toys By Daphne, Inc. Money Purchase Pension Plan & Trust Agreement, also effective as of May 23, 1997.

For your future reference, please file this notice with your SPD.

If you have any questions regarding the changes described in this summary, or any provision of our Plan, please contact Jane Spicer. She will be happy to discuss the Plan with you.