

**NOTICE TO PERSONS WHO PURCHASED A PRE-PAID TELEPHONE
CALLING CARD OFFERED BY COMMUNICATIONS DESIGN GROUP, INC.
FROM CERTAIN BJ'S VENDING MACHINES
BETWEEN FEBRUARY 1, 1998 AND JUNE 12, 2001**

This notice is to inform you about a proposed settlement of a class action lawsuit entitled *Mildred Smith v. BJ's Wholesale Club, Inc. ("BJ's")*, Superior Court of New Jersey, Law Division, Camden County, Case No. L-9159-99 (the "Action"), and of a hearing to consider the Settlement. The Action concerns the sale of pre-paid telephone calling cards offered by Communication Design Group, Inc. ("CDG") from vending machines located on the premises of a BJ's club which plaintiff claims may have provided fewer calling minutes than advertised, due to the existence of surcharges that were not disclosed adequately. CDG, the provider of the cards, avers that any surcharges were fully disclosed by it and denies that it has any responsibility for such nondisclosure. BJ's likewise maintains that surcharges were properly disclosed and denies any wrongdoing in this Action. Nevertheless, BJ's wishes to provide satisfaction to its customers. The Court has not made a decision on the merits.

If, between and including the dates of February 1, 1998 and June 12, 2001, you purchased a pre-paid telephone calling card from a vending machine located on the premises of a BJ's club, you are a member of the proposed Settlement Class. Under the terms of the proposed settlement, BJ's and CDG will provide pre-paid telephone calling cards with a total number of minutes not to exceed 4,233,000. Subject to certain verification, Settlement Class Members may make claims for relief, including a pre-paid telephone calling card with not more than 150 minutes of pre-paid time. The pre-paid telephone calling card you may claim, if you are eligible to do so, will be provided by CDG, the provider of the card you purchased. These phone cards will be for personal use and not for resale. *Please see the complete Notice and Claim Form at www.classactioncounsel.com for details*

*regarding the Settlement, and how to submit a claim. **If you wish to submit a claim, you must do so by March 23, 2006 (subject to change by the Court).***

If the proposed settlement is approved, class counsel will apply for an incentive award to be paid to Mildred Smith and an award of attorneys fees and expenses. These awards will not affect the relief available to Settlement Class Members. All claims of the Settlement Class Members which were or could have been asserted in the Action, based upon the facts alleged in the Action (including without limitation any such claims against CDG), will be released.

If you wish to remain in the Settlement Class you need not do anything. However, to share in the remedies afforded class members, you must submit a claim. If you do not wish to remain in the Class, you must exclude yourself by mailing an exclusion request to: James C. Shah, Shepherd, Finkelman, Miller & Shah, LLC, 475 White Horse Pike, Collingswood, NJ 08107. If you exclude yourself, you may pursue an individual claim, but you will not receive any of the benefits of the proposed settlement, and cannot object to the Settlement. If you elect to pursue an individual claim, you will be responsible for any attorneys fees and costs incurred in prosecuting a claim. If you wish to object to the proposed settlement, you must file your objection with the Court and serve it on the parties' counsel. If you wish to intervene, you must file a request to intervene and serve it on the parties' counsel.

To properly exclude yourself, object, or request to intervene, you must follow all of the detailed instructions and formats set forth in the full Notice and the Settlement Agreement on the website and serve all parties. **All objections, requests to intervene and requests for exclusion must be received by January 4, 2006.** The Court has scheduled a hearing to consider the Settlement to be held on January 25, 2006 at 9:00 a.m., before Judge Charles W. Dortch, Jr., Superior Court of the State of New Jersey for Camden County.

DO NOT CONTACT THE COURT OR BJS CONCERNING THIS NOTICE OR THE LAWSUIT. If you would like more information about this notice or this case, or **how to submit a claim**, you may view this notice, the complete Long Form Notice, the Settlement Agreement, the Court's Order Granting Preliminary Approval and the Claim Form at www.classactioncounsel.com. If you do not have internet access and you desire printed copies, contact James C. Shah, Shepherd, Finkelman, Miller & Shah, LLC, 475 White Horse Pike, Collingswood, NJ 08107. You may also view the pleadings and other papers filed in this action at the Office of the Clerk of the Supreme Court of New Jersey for Camden County, Hall of Justice, 101 S. 5th Street, Camden, New Jersey, File No. L-9159-99, during regular business hours.