

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF FLORIDA
MIAMI DIVISION**

ALBERT BIAGAS; STEPHEN COLANERO; GINA)) Case No. 97-0191-CIV-MOORE/O'SULLIVAN
FLORENS; JOHN F. CURRY, JR.; ALAN ANDERSON;))
JAMES J. SMITH; GENE WILLNER; GEORGE))
RUDOLPH; ABRAHAM GARFINKEL; and ANDREW))
RUTTENBERG,))
))
Plaintiffs,))
vs.))
))
JACK B. CHADSEY; EDWARD L. GRUND; LARRY G.))
PETERSEN; GEORGE L. PITA; and SUNGLASS HUT))
INTERNATIONAL, INC.,))
))
Defendants.))
))
_____))

PROOF OF CLAIM AND RELEASE

DEADLINE FOR SUBMISSION: DECEMBER 3, 2001.

IF YOU PURCHASED OR OTHERWISE ACQUIRED SUNGLASS HUT INTERNATIONAL, INC. ("SUNGLASS HUT") SECURITIES (INCLUDING COMMON STOCK AND DEBENTURES) DURING THE PERIOD FROM MARCH 21, 1996 THROUGH AND INCLUDING OCTOBER 10, 1996 ("CLASS PERIOD") AND WERE DAMAGED THEREBY, YOU ARE A "CLASS MEMBER" AND YOU MAY BE ENTITLED TO SHARE IN THE SETTLEMENT PROCEEDS. (EXCLUDED FROM THE CLASS ARE THE DEFENDANTS HEREIN; MEMBERS OF THE IMMEDIATE FAMILY OF EACH OF THE INDIVIDUAL DEFENDANTS; THE DIRECTORS AND OFFICERS OF SUNGLASS HUT; ANY CORPORATION, FIRM, PARTNERSHIP, TRUST OR OTHER PERSON AFFILIATED WITH ANY OF THE FOREGOING; AND THE LEGAL REPRESENTATIVES, AGENTS, HEIRS, SUCCESSORS-IN-INTEREST OR ASSIGNS OF ANY EXCLUDED PERSON.)

IF YOU ARE A CLASS MEMBER, YOU MUST COMPLETE AND SUBMIT THIS FORM IN ORDER TO BE ELIGIBLE FOR ANY SETTLEMENT BENEFITS.

YOU MUST COMPLETE AND SIGN THIS PROOF OF CLAIM AND MAIL IT BY FIRST CLASS MAIL, POSTMARKED NO LATER THAN DECEMBER 3, 2001 TO THE FOLLOWING ADDRESS:

In re Sunglass Hut Securities Litigation
c/o Gilardi & Co. LLC
Claims Administrator
Post Office Box 990
Corte Madera, CA 94976-0990

YOUR FAILURE TO SUBMIT YOUR CLAIM BY DECEMBER 3, 2001 WILL SUBJECT YOUR CLAIM TO REJECTION AND PRECLUDE YOUR RECEIVING ANY MONEY IN CONNECTION WITH THE SETTLEMENT OF THIS LITIGATION. DO NOT MAIL OR DELIVER YOUR CLAIM TO THE COURT OR TO ANY OF THE PARTIES OR THEIR COUNSEL AS ANY SUCH CLAIM WILL BE DEEMED NOT TO HAVE BEEN SUBMITTED. SUBMIT YOUR CLAIM ONLY TO THE CLAIMS ADMINISTRATOR.

1. I purchased or otherwise acquired the securities of Sunglass Hut International, Inc. ("Sunglass Hut") during the period from March 21, 1996 through and including October 10, 1996. (Do not submit this Proof of Claim if you did not purchase Sunglass Hut securities during this period).

2. By submitting this Proof of Claim, I state that I believe in good faith that I am a Class Member as defined above and in the Notice of Pendency of Class Action, Hearing on Proposed Settlement and Attorneys' Fee Petition and Right to Share in Settlement Fund (the "Notice"), or am acting for such person; that I am not a Defendant in the Action or anyone excluded from the Class; that I have read and

understand the Notice; that I believe that I am entitled to receive a share of the Net Settlement Fund; that I elect to participate in the proposed Settlement described in the Notice; and that I have not filed a request for exclusion.

3. I have set forth where requested below all relevant information with respect to each purchase of Sunglass Hut common stock and/or Sunglass Hut 5 ¼% convertible debentures during the Class Period, and each sale, if any, of such securities.

4. I have enclosed photocopies of the stockbroker's confirmation slips, stockbroker's statements, relevant portions of my tax returns or other documents evidencing each purchase, sale or retention of Sunglass Hut common stock and/or Sunglass Hut 5 ¼% convertible debentures listed below in support of my claim. IF ANY SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN A COPY OR EQUIVALENT DOCUMENTS FROM YOUR BROKER OR TAX ADVISOR BECAUSE THESE DOCUMENTS ARE NECESSARY TO PROVE AND PROCESS YOUR CLAIM.

5. I understand that the information contained in this Proof of Claim is subject to such verification as the Court may direct, and I agree to cooperate in any such verification.

6. Upon the occurrence of the Effective Date (as defined in the Notice) my signature hereto will constitute a full and complete release, remise and discharge by me or, if I am submitting this Proof of Claim on behalf of a corporation, a partnership, estate or one or more other persons, by it, him, her or them, and by my, its, his, her or their heirs, executors, administrators, successors, and assigns of each of the "Released Parties" of all "Settled Claims," as defined in the Notice.

FOR SUNGLASS HUT COMMON STOCK:

8. At the close of business on March 20, 1996 I owned shares of Sunglass Hut common stock.

9. I made the following purchases of Sunglass Hut common stock during the period March 21, 1996 through October 10, 1996, inclusive:

Purchases

	Date(s) of Purchase (List Chronologically)				Number of Shares of Common Stock Purchased	Aggregate Cost (including commissions, taxes, and fees)	Proof Of Purchase Enclosed?
	M	M	D	D			
1.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
2.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
3.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
4.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
5.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="radio"/> Y <input type="radio"/> N

10. I made the following sales of Sunglass Hut common stock during the period March 21, 1996 through October 10, 1996, inclusive:

Sales

	Date(s) of Sale (List Chronologically)				Number of Shares of Common Stock Sold	Amount Received (net of commissions, taxes, and fees)	Proof Of Sale Enclosed?
	M	M	D	D			
1.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
2.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
3.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
4.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
5.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="radio"/> Y <input type="radio"/> N

11. At the close of business on October 10, 1996, I still owned shares of Sunglass Hut common stock.

If you require additional space beyond what has been provided, attach extra schedules in the same format as above. Sign and print your name on each additional page.

YOU MUST READ AND SIGN THE RELEASE ON PAGE 6.

FOR SUNGLASS HUT 5 ¼% CONVERTIBLE DEBENTURES:

12. I made the following purchases of Sunglass Hut 5 ¼% convertible debentures during the period June 20, 1996 through October 10, 1996, inclusive:

Purchases

	Date(s) of Purchase (List Chronologically)				Face Amount of Debentures Purchased	Aggregate Cost (including commissions, taxes, and fees)	Proof Of Purchase Enclosed?
	M M	D D	Y Y Y Y				
1.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
2.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
3.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
4.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
5.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N

13. I made the following sales of Sunglass Hut 5 ¼% convertible debentures during the period June 20, 1996 through October 10, 1996, inclusive:

Sales

	Date(s) of Sale (List Chronologically)				Face Amount of Debentures Sold	Amount Received (net of commissions, taxes, and fees)	Proof Of Sale Enclosed?
	M M	D D	Y Y Y Y				
1.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
2.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
3.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
4.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N
5.	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	\$ <input type="text"/>	<input type="radio"/> Y <input type="radio"/> N

14. At the close of business on October 10, 1996, I still owned \$ face amount of Sunglass Hut 5 ¼% convertible debentures.

If you require additional space beyond what has been provided, attach extra schedules in the same format as above. Sign and print your name on each additional page.

YOU MUST READ AND SIGN THE RELEASE ON PAGE 6.

15. Substitute Form W-9

Request for Taxpayer Identification Number:

Enter taxpayer identification number below for the Beneficial Owner(s). For most individuals, this is your Social Security Number. The Internal Revenue Service ("I.R.S.") requires such taxpayer identification number. If you fail to provide this information, your claim may be rejected.

Social Security Number

- -

(for individuals)

Employer Identification Number

-

(for estates, trusts, corporations, etc.)

or

16. Certification

UNDER THE PENALTIES OF PERJURY, I (WE) CERTIFY THAT ALL OF THE INFORMATION PROVIDED ON THIS FORM IS TRUE, CORRECT AND COMPLETE.

I (We) certify that I am (we are) NOT subject to backup withholding under the provisions of Section 3406 (a)(1)(c) of the Internal Revenue Code because: (a) I am (We are) exempt from backup withholding, or (b) I (We) have not been notified by the I.R.S. that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the I.R.S. has notified me (us) that I am (we are) no longer subject to backup withholding.

NOTE: If you have been notified by the I.R.S. that you are subject to backup withholding, please strike out the language that you are not subject to backup withholding in the certification above.

Signature of Claimant (If this claim is being made on behalf of Joint Claimants, then each must sign)

(Signature)

(Signature)

Date

THIS PROOF OF CLAIM MUST BE SUBMITTED NO LATER THAN DECEMBER 3, 2001, AND MUST BE MAILED TO:

In re Sunglass Hut Securities Litigation
c/o Gilardi & Co. LLC
Claims Administrator
Post Office Box 990
Corte Madera, CA 94976-0990

A Proof of Claim received by the Claims Administrator shall be deemed to have been submitted when posted, if mailed by December 3, 2001, and if a postmark is indicated on the envelope and it is mailed first class, and addressed in accordance with the above instructions. In all other cases, a Proof of Claim shall be deemed to have been submitted when actually received by the Claims Administrator.

If you wish to be assured that your Proof of Claim is actually received by the Claims Administrator then you should send it by Certified Mail, Return Receipt Requested. No acknowledgment will be made as to the receipt of claim forms. You should be aware that it will take a significant amount of time to process fully all of the Proofs of Claim and to administer the Settlement. This work will be completed as promptly as time permits, given the need to investigate and tabulate each Proof of Claim. Please notify the Claims Administrator of any change of address.