

UNITED STATES DISTRICT COURT
CENTRAL DISTRICT OF CALIFORNIA
WESTERN DIVISION

SETH HUBERMAN, on behalf of himself and the certified class,

Plaintiffs,

vs.

TAG-IT PACIFIC, INC., COLIN DYNE, MARK DYNE, RONDA
FERGUSON and AUGUST F. DELUCA,

Defendants.

Case No. 2:05-cv-07352-R(Ex)

CLASS ACTION

PROOF OF CLAIM AND RELEASE

I. GENERAL INSTRUCTIONS

1. To recover as a member of the Class based on your claims in the action entitled *Huberman v. Tag-It Pacific, Inc.*, Case No. 2:05-cv-07352-R(Ex) (the "Litigation"), you must complete and, on page 4, sign this Proof of Claim and Release. If you fail to timely file a properly addressed (as set forth in paragraph 3 below) Proof of Claim and Release, your claim may be rejected and you may be precluded from any recovery from the Settlement Fund created in connection with the proposed settlement of the Litigation.
2. Submission of this Proof of Claim and Release, however, does not assure that you will share in the proceeds of the settlement in the Litigation.
3. **YOU MUST MAIL YOUR COMPLETED AND SIGNED PROOF OF CLAIM AND RELEASE POSTMARKED NOT LATER THAN JANUARY 21, 2010, ADDRESSED AS FOLLOWS:**

Tag-It Class Action Settlement
c/o Rust Consulting, Inc.
P.O. Box 2224
Faribault, MN 55021-1624
Toll-Free Number (877) 874-7560

If you are NOT a member of the Class (as defined in the "Notice of Pendency and Proposed Settlement of Class Action and Settlement Hearing"), DO NOT submit a Proof of Claim and Release form.

4. If you are a member of the Class, and you do not timely and validly request exclusion, you are bound by the terms of any judgment entered in the Litigation, including the releases provided therein, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM AND RELEASE.

II. DEFINITIONS

Terms as defined in the Notice of Pendency and Proposed Settlement of Class Action and Settlement Hearing shall also apply herein.

III. CLAIMANT IDENTIFICATION SECTION OF FORM

1. If you purchased Tag-It Pacific, Inc. (now known as Talon International Inc.) ("Tag-It") common stock, and held the certificate(s) in your name, you are the beneficial purchaser as well as the record purchaser. If, however, the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser and the third party is the record purchaser.

2. Use Part I of this form entitled "Claimant Identification" to identify each purchaser of record ("nominee"), if different from the beneficial purchaser of Tag-It common stock which forms the basis of this claim. **THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER OR PURCHASERS, OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER OR PURCHASERS, OF THE TAG-IT COMMON STOCK UPON WHICH THIS CLAIM IS BASED.**
3. All joint purchasers must sign this claim. Executors, administrators, guardians, conservators and trustees must complete and sign this claim on behalf of Persons represented by them and proof of their authority must accompany this claim and their titles or capacities must be stated. The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

IV. CLAIM FORM

1. Use Part II of this form entitled "Schedule of Transactions in Tag-It Common Stock" to supply all required details of your transaction(s) in Tag-It common stock. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.
2. On the schedules, provide all of the requested information with respect to *all* of your purchases and *all* of your sales of Tag-It common stock which took place at any time beginning March 28, 2003 through August 22, 2005, inclusive (the "Class Period"). Failure to report all such transactions may result in the rejection of your claim.

You must also provide *all* of your sales of Tag-It common stock which took place during the period from August 23, 2005 through the beginning of November 21, 2005. Although losses on purchases of Tag-It common stock after August 22, 2005 are not recoverable, sales information for 90 days after the end of the Class Period is required because the Private Securities Litigation Reform Act, 15 U.S.C. § 78u-4(e)(1), affects the amount of damages that investors can recover.

3. List each transaction in the Class Period separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day and year of each transaction you list.
4. The date of covering a "short sale" is deemed to be the date of purchase of Tag-It common stock. The date of a "short sale" is deemed to be the date of sale of Tag-It common stock.
5. Copies of broker confirmations or other documentation of your transactions in Tag-It common stock must be attached to your claim. **Do not send originals.** Failure to provide this documentation could delay verification of your claim or result in rejection of your claim. Certain Claimants with a large number of transactions, such as institutional holders, may ask (or be asked) to submit claim information in an electronic format. The Claims Administrator will decide when electronic filing of information will be authorized. In these cases, all Claimants *must* still submit a manually signed paper Proof of Claim form. The Proof of Claim form must list all the data and transactions, whether or not they are also submitted electronically. Only electronic files authorized by the Claims Administrator will be considered properly submitted. The Claims Administrator will issue a written acknowledgement of receipt and acceptance of electronically submitted data to the Claimant.

Reminder Checklist:

1. Please sign the release and declaration.
2. If this claim is being made on behalf of joint Claimants, both must sign.
3. Remember to attach supporting documentation.
4. Do not send original or copies of stock certificates.
5. Keep a copy of your claim form and all documents submitted for your records.
6. If you desire an acknowledgment of receipt of your Proof of Claim form, please send it Certified Mail, Return Receipt Requested.
7. If you move, please send us your new address.

These forms and your supporting documentation must be postmarked not later than January 21, 2010.



**MUST BE POSTMARKED
NOT LATER THAN
JANUARY 21, 2010**

HUBERMAN v. TAG-IT PACIFIC, INC.
Case No. 2:05-cv-07352-R(Ex)

For office use only

PROOF OF CLAIM AND RELEASE

Please Type or Print

PART I: CLAIMANT IDENTIFICATION SCHEDULE – Complete either Section A or B.

A. Complete this Section ONLY if the Beneficial Owner is an individual, joint, or IRA account. Otherwise, proceed to B.

Last Name (Beneficial Owner)	First Name (Beneficial Owner)
<input type="text"/>	<input type="text"/>
Last Name (Joint Beneficial Owner, if applicable)	First Name (Joint Beneficial Owner, if applicable)
<input type="text"/>	<input type="text"/>
Name of IRA Custodian, if applicable	
<input type="text"/>	
If this account is an IRA, and if you would like any check that you MAY be eligible to receive made payable to the IRA account, please include "IRA" in the "Last Name" box above (e.g. Jones IRA).	

B. Complete this Section ONLY if the Beneficial Owner is an Entity, such as a corporation, trust, estate, etc. Then proceed to C.

Name of IRA Custodian, if applicable
<input type="text"/>
Name of Representative, if applicable (Executor, administrator, trustee, c/o, etc.)
<input type="text"/>

C. Mailing Information:

Number and Street or P.O. Box		
<input type="text"/>		
City	State	Zip Code
<input type="text"/>	<input type="text"/>	<input type="text"/>
Foreign Province and Postal Code	Foreign Country	
<input type="text"/>	<input type="text"/>	
Telephone Number (Day, including area and/or country code)	Telephone Number (Evening, including area and/or country code)	
<input type="text"/>	<input type="text"/>	
E-mail Address	Account No.	
<input type="text"/>	<input type="text"/>	
Enter Taxpayer Identification Number below for the Beneficial Owner(s). For most individuals, this is your Social Security Number. If you fail to provide this information, your claim may be rejected.		
Social Security No. (for individuals)	OR Taxpayer Identification No. (for estates, trusts, corporations, etc.)	
<input type="text"/>	<input type="text"/>	





PART II: SCHEDULE OF TRANSACTIONS IN TAG-IT COMMON STOCK

BEGINNING SHARES

A. State the total number of shares of Tag-It common stock owned at the close of trading on March 27, 2003, long or short (*must be documented*):

Number of Shares

PURCHASES

B. Separately list each and every purchase of Tag-It common stock on the open market during the period March 28, 2003 through August 22, 2005, inclusive, and provide the following information (*must be documented*):

Trade Date (List Chronologically) (Month/Day/Year)	Number of Shares of Common Stock Purchased	Purchase Price Per Share of Common Stock	Amount Paid (net of commissions, taxes & fees)
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

C. Total number of shares of Tag-It common stock purchased from August 23, 2005 through the beginning of November 21, 2005, long or short (*If none, write "zero" or "0"*):

Number of Shares

SALES

D. Separately list each and every sale of Tag-It common stock during the period March 28, 2003 through the beginning of November 21, 2005, inclusive (see instruction IV.2 above regarding this date), and provide the following information (*must be documented*):

Trade Date (List Chronologically) (Month/Day/Year)	Number of Shares of Common Stock Sold	Sale Price Per Share of Common Stock	Amount Received (net of commissions, taxes & fees)
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

UNSOLD SHARES

E. State the total number of shares of Tag-It common stock you still owned at the beginning of trading on November 21, 2005 long or short (*must be documented*):

Number of Shares



PART III: SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

I submit this Proof of Claim and Release under the terms of the Stipulation of Settlement described in the notice. I also submit to the jurisdiction of the United States District Court for the Central District of California, with respect to my claim as a Class Member and for purposes of enforcing the release set forth herein. I further acknowledge that I am bound by and subject to the terms of any Judgment that may be entered in the Litigation. I agree to furnish additional information such as transactions in other Tag-It securities (including common stock, other equity securities, and debt securities) to the Claims Administrator to support this claim if required to do so. I have not submitted any other claim covering the same purchases or sales of Tag-It common stock during the Class Period and know of no other Person having done so on my behalf.

PART IV: RELEASE

1. I hereby acknowledge full and complete satisfaction of, and do hereby fully, finally and forever settle, release and discharge from the Released Claims (including Unknown Claims) each and all of the Released Persons and each and all of their "Related Parties," defined as each of a Defendant's past or present directors, officers, employees, partners, insurers, reinsurers, controlling shareholders, attorneys, accountants or auditors, personal or legal representatives, predecessors, successors, parents, subsidiaries, divisions, assigns, spouses, heirs, related or affiliated entities, any entity in which a Defendant has a controlling interest, any members of any Individual Defendant's immediate family, or any trust of which any Individual Defendant is the settlor or which is for the benefit of any Individual Defendant's family.
2. "Released Claims" shall collectively mean any and all claims, rights, demands, and liabilities arising from the purchase or sale of Tag-It common stock and relating in any way to Tag-It's financial statements, or any other acts, facts, statements or omissions during the Class Period that are alleged or could have been alleged in the Litigation. "Released Claims" includes "Unknown Claims" as defined in paragraph 3 hereof.
3. "Unknown Claims" means any Released Claims which any Class Member does not know or suspect to exist in his, her or its favor at the time of the release of the Released Persons which, if known by him, her or it, might have affected his, her or its settlement with and release of the Released Persons, or might have affected his, her or its decision not to object to this settlement. With respect to any and all Released Claims, the Settling Parties stipulate and agree that, upon the Effective Date, each of the Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived the provisions, rights and benefits of California Civil Code §1542, which provides:

A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS WHICH THE CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR HER FAVOR AT THE TIME OF EXECUTING THE RELEASE, WHICH IF KNOWN BY HIM OR HER MUST HAVE MATERIALLY AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR.

Each of the Class Members shall be deemed to have, and by operation of the Judgment shall have, expressly waived any and all provisions, rights and benefits conferred by any law of any state or territory of the United States, or principle of common law, which is similar, comparable or equivalent to California Civil Code §1542. Class Members may hereafter discover facts in addition to or different from those which he, she or it now knows or believes to be true with respect to the subject matter of the Released Claims, but each Class Member, upon the Effective Date, shall be deemed to have, and by operation of the Judgment shall have, fully, finally, and forever settled and released any and all Released Claims, known or unknown, suspected or unsuspected, contingent or non-contingent, whether or not concealed or hidden, which now exist, or heretofore have existed, upon any theory of law or equity now existing or coming into existence in the future, including, but not limited to, conduct which is negligent, intentional, with or without malice, or a breach of any duty, law or rule, without regard to the subsequent discovery or existence of such different or additional facts. The Class Members shall be deemed by operation of the Judgment to have acknowledged, that the foregoing waiver was separately bargained for and a key element of the settlement of which this release is a part.

4. This release shall only be in force when the Court approves the Stipulation of Settlement and the Stipulation becomes effective on the Effective Date (as defined in the Stipulation).
5. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.
6. I (We) hereby warrant and represent that I (we) have included information about all of my (our) transactions in Tag-It common stock which occurred during the Class Period as well as the number of shares of Tag-It common stock held by me (us) at the opening of trading on March 28, 2003, and at the opening of trading on November 21, 2005.



PART V: CERTIFICATION

UNDER THE PENALTY OF PERJURY, I (WE) CERTIFY THAT:

1. The number shown on this form is my correct TIN; and
2. 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 Internal Revenue Service that I am (we are) subject to backup withholding as a result of a failure to report all interest or dividends; or (c) the Internal Revenue Service has notified me (us) that I am (we are) no longer subject to backup withholding.

NOTE: If you have been notified by the Internal Revenue Service that you are subject to backup withholding, you must cross out Item 2 above.

The Internal Revenue Service does not require your consent to any provision of this document other than the certification required to avoid backup withholding.

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

Executed this _____ day of _____, _____ in _____, _____.
(Month) (Year) (City) (State/Country)

Signature of Claimant

Type/print name here

Signature of Joint Claimant (if any)

Type/print Joint Claimant name here

Signature of person signing on behalf of Claimant

Type/print name of person signing on behalf of Claimant

Capacity of person(s) signing (e.g., Beneficial Purchaser, Executor or Administrator)

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.**

Mail your Proof of Claim, postmarked not later than January 21, 2010 to:

**Tag-It Class Action Settlement
c/o Rust Consulting, Inc.
P.O. Box 2224
Faribault, MN 55021-1624**

