

September 21, 2007

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**VIA CERTIFIED MAIL
RETURN RECEIPT REQUESTED**

Document Processing Center (7407M)
Attn: TSCA Section 8(e) Coordinator
Office of Pollution Prevention and Toxics
U.S. Environmental Protection Agency
1200 Pennsylvania Avenue, NW
Washington, DC 20460-0001



89-0111-1-10010
10010-1-10010

Re:

**TSCA Section 8(e) Notification
RC2 Corporation and Learning Curve Brands, Inc.
1111 W. 22nd Street, #320
Oak Brook, IL 60523**

Contain NO CBI

Dear Sir/Madam:

RC2 Corporation and its wholly owned subsidiary Learning Curve Brands, Inc. ("RC2") hereby submit this notice to the United States Environmental Protection Agency ("U.S. EPA") because they have become aware of information the U.S. EPA may deem reportable under Section 8(e) of the Toxic Substances Control Act ("TSCA"). By filing this notice, RC2 does not admit that the recalled products as described herein create a substantial risk of injury to health or the environment.

On or about March 29, 2007, RC2 became aware of the potential presence of excess lead in paint on a certain product sold by RC2. RC2 then initiated an investigation which led to the discovery of potential excess levels of lead, and in two items also chromium, in paint on 26 components of the Thomas and Friends Wooden Railway line. The potential excess lead and chromium levels in paint on these products was discovered in testing done on the products. The products were manufactured in China and were distributed by RC2 in the U.S. and internationally. RC2 reported the issue to the U.S. Consumer Product Safety Commission ("CPSC") and voluntarily participated in a recall of these products with the CPSC on June 13, 2007. A list of all of the products recalled on June 13, 2007 is enclosed as Attachment A to this notice. Approximately 1.5 million units are involved in this recall. RC2 is aware that not all units recalled contain excess levels of lead or chromium. As of September 11, 2007, approximately 64% of the total recalled units have been recovered and are in the possession of RC2.

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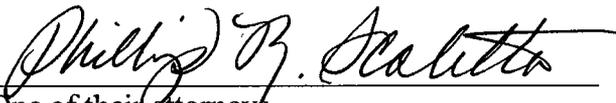
There have been no substantiated reports of injuries or incidents to date. Lead and chromium are toxic if ingested and can present a health risk to children. The potential adverse health effects arising from ingestion of excess levels of lead and chromium can vary according to the amount of lead and/or chromium contained in the paint as well as the amount of paint ingested. In extreme cases ingestion of significant amounts of lead or chromium can cause learning disorders or even death. RC2 does not believe that the recalled products realistically create the potential for such extreme injury in light of the levels of lead or chromium which may be present and the relative inaccessibility of the paint for purposes of ingestion. The levels of excess lead and soluble chromium which may be present in paint on the recalled products varies by product and even within product. The lead content in the paint of some products is in excess of 600 parts per million and the soluble chromium levels in two items is in excess of 60 parts per million. Not all products involved in the recall exceed one or both of these levels.

For additional information regarding this notice, please contact RC2's environmental counsel:

Phillip R. Scaletta, Esq.
Ice Miller LLP
One American Square
Suite 3100
Indianapolis, IN 46282
(317) 236-2330

Respectfully submitted.

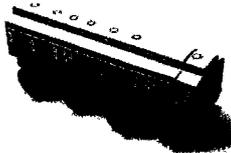
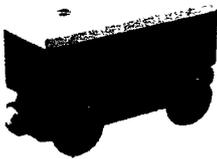
RC2 Corporation and Learning Curve Brands, Inc.

By 
One of their attorneys
Phillip R. Scaletta, Esq.

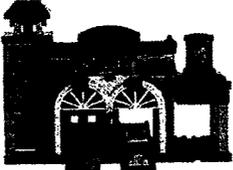
PRS/llw
Attachment

I/2015435.1

ATTACHMENT A

Affected Component Description	Affected Component Sold in The Following Retail Items			
	RC2 Item #	Product Name	UPC Code	SRP
Day Out With Thomas 2006 Coal Car 	LC09996	Day Out With Thomas 2006 Coal Car	796714099960	\$9.99
Sold Since March 2006				
Brown & Yellow Old Slow Coach 	LC99030	Old Slow Coach	796714990300	\$15.99
Sold Since February 2006				
Ice Cream Factory 	LC99374	Ice Cream Factory	796714993740	\$59.99
Sold Since September 2005				
Red Baggage Car 	LC99561	Oval Set	796714995610	\$24.99
Sold Since October 2005				
Red Coal Car 	35524	Sold in the Special Edition Battery Operated Thomas Track Rider	36881355243	\$249.99
Sold Since May 2006				
Red Fire Brigade Train 	LC99380	Deluxe Fire Station	796714993800	\$69.99
Sold Since May 2006				

Red Fire Brigade Truck	LC99380	Deluxe Fire Station	796714993800	\$69.99
 <p>Sold Since May 2006</p>				

Sodor Fire Station	LC99380	Deluxe Fire Station	796714993800	\$69.99
 <p>Sold Since May 2006</p>				

Red Holiday Caboose	LC09815	Sold to Anchor Bay Entertainment	TBD	TBD
 <p>Sold Since August 2005</p>				

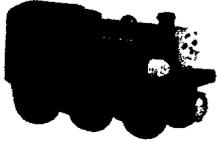
Red Hook & Ladder Truck	LC99196A	Fire Crew	796714991960	\$19.99
 <p>Sold Since January 2005</p>				

Red James Engine	LC99005A	James the Red Engine	796714990050	\$19.99
 <p>Sold Since March 2005</p>				

Red James' # 5 Coal Tender	LC99005A	James the Red Engine	796714990050	\$19.99
 <p>Sold Since March 2005</p>				

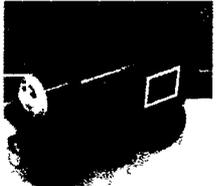
Red James with Team Colors	LC99134	Adventures of James	796714991340	\$29.99
 <p>Sold Since August 2006</p>				

Red James Tender with Team Colors	LC99134	Adventures of James	796714991340	\$29.99
 <p>Sold Since August 2006</p>				

Red Lights & Sounds James	LC99041	Lights & Sounds James	796714990410	\$24.99
 <p>Sold Since April 2006</p>				

Lights & Sounds # 5 Coal Tender	LC99041	Lights & Sounds James	796714990410	\$24.99
 <p>Sold Since April 2006</p>				

Red Musical Caboose	LC99043	Musical Caboose	796714990430	\$12.99
 <p>Sold Since November 2006</p>				

Red Skarloey Engine	LC99070A	Skarloey	796714990700	\$10.99
	LC09790	Sold to Anchor Bay Entertainment	TBD	TBD
 <p>Sold Since February 2005</p>				

	LC99050A	Sodor Line Caboose	796714990500	\$10.99
	LC99535 / LC99535T	Conductor's Figure 8 Set	796714995350	\$39.99
	LC99557	Knapford Bridge Figure 8 Set	796714995570	\$49.99
Sold Since January 2005				

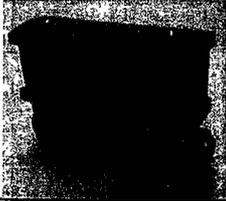
Red "Sodor Mail" Car	LC99045	Hard at Work Percy & Mail Car	796714990450	Free
	Sold Since November 2006			

Red Stop Sign	LC99535 / LC99535T	Conductor's Figure 8 Set	796714995350	\$39.99
	Sold Since April 2006			

Red Water Tanker	LC99196A	Fire Crew	796714991960	\$19.99
	Sold Since January 2005			

Smelting Yard	LC99369	Smelting Yard	796714993690	\$59.99
	Sold Since February 2006			

Yellow Box Car	LC99535 / LC99535T	Conductor's Figure 8 Set	796714995350	\$39.99
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Sold Since April 2006

Yellow Railroad Crossing Sign	LC99561	Oval Set	796714995610	\$24.99
	LC99567	Bridge & Crane Figure 8 Set	796714995670	\$49.99



Sold Since October 2005

"Sodor Cargo Co." Cargo Piece	LC09748	Great Adventure Set	796714097480	\$99.99
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Sold Since September 2006