EXHIBIT D

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	:	Chapter 11
G.I. JOE'S HOLDING CORPORATION and G.I. JOE'S, INC.,[1]	:	Case No. 09-10713 (KG)
Debtors.	:	Jointly Administered

VERIFICATION PURSUANT TO DEL. BANKR. LR. 2016-2(f) AND 28 U.S.C. §1746(2)

I, Tobey M. Daluz, Esquire, verify as follows:

1. I am a partner with the applicant law firm, Ballard Spahr LLP ("Ballard Spahr"), and have been admitted to the Bar of the Supreme Court of Delaware since 2000. Ballard Spahr has rendered professional services in these chapter 11 cases as counsel to the above-captioned Debtors.

2. I have read the foregoing Application of Ballard Spahr for compensation and reimbursement of expenses (the "Application"). To the best of my knowledge, information and belief, formed upon the basis of my participation in these cases, as well as after reasonable inquiry, the facts set forth in the foregoing Application are true and correct and materially comply with the applicable orders, rules, guidelines and requirements as set forth by the Bankruptcy Code, Local Rule 2016-2, the Federal Rules of Bankruptcy Procedure, this Bankruptcy Court and the Executive Office for the United States Trustee.

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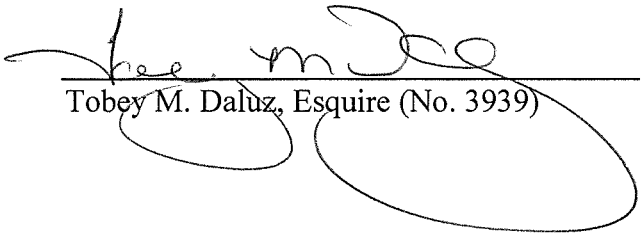
[1]The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number, are: G.I. Joe's Holding Corp. (0022) and G.I. Joe's, Inc. (0948).

I verify under penalty of perjury that the foregoing is true and correct.

Executed on: March 22, 2011



Tobey M. Daluz, Esquire (No. 3939)