

United States Bankruptcy Court District of Delaware	PROOF OF CLAIM 10-13046
In re: (Name of Debtor) URBAN BRANDS TM HOLDING CO.	
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.	
Name of Creditor (The person or other entity to whom the debtor owes money or property) ADT Security Services	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars
Name and Address Where Notices Should be Sent ADT Security Services Inc. 14200 E Exposition Avenue Aurora, CO 80012 Telephone No. (303) 338-8200 / 888-303-1349, Option 3	<input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.

THIS SPACE IS FOR COURT USE ONLY

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR: Various Accounts	Check here if this claim <input type="checkbox"/> replaces <input type="checkbox"/> amends a previously filed claim, dated: _____
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1. BASIS FOR CLAIM <input type="checkbox"/> Goods sold <input checked="" type="checkbox"/> Services Performed <input type="checkbox"/> Money Loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other (Describe briefly)	<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (Fill out below) Your social security number _____ Unpaid compensation for services performed from _____ to _____ (date) (date)
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RECEIVED

SEP 30 2010

BMC GROUP

2. DATE DEBT WAS INCURRED 9/21/2010	3. IF COURT JUDGMENT, DATE OBTAINED:
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4. CLASSIFICATION OF CLAIM. Under the Bankruptcy Code all claims are classified as one or more of the following: (1) Unsecured no priority, (2) Unsecured Priority, (3) Secured. It is possible for part of a claim to be in one category and part in another. CHECK THE APPROPRIATE BOX OR BOXES that best describe your claim and STATE THE AMOUNT OF THE CLAIM AT TIME CASE FILED.

SECURED CLAIM \$ Attach evidence of perfection of security interest Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other (Describe briefly) Amount of arrearage and other charges at time case filed included in secured claim above, if any \$ _____	UNSECURED NONPRIORITY CLAIM \$ Specify the priority of the claim. <input type="checkbox"/> Wages, salaries, or commissions (up to \$2000), earned not more than 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier-11 U.S.C. § 507(a)(3) <input type="checkbox"/> Contributions to an employee benefit plan-11 U.S.C. § 507(a)(4) <input type="checkbox"/> Up to \$900 of deposits toward purchase, lease, or rental of property or services for personal, family, or household use-11 U.S.C. § 507(a)(6) <input type="checkbox"/> Taxes or penalties of governmental units-11 U.S.C. § 507(a)(7) <input type="checkbox"/> Other-Specify applicable paragraph of 11 U.S.C. § 507(a) _____
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UNSECURED NON-PRIORITY CLAIM \$ **\$1,221.28**

A claim is unsecured if there is no collateral or lien on property of the debtor securing the claim or to the extent that the value of such property is less than the amount of the claim.

5. TOTAL AMOUNT OF CLAIM AT TIME

\$ 1,221.28	\$ _____	\$ _____
(Unsecured)	(Secured)	(Priority)

\$ **1,221.28**
(Total)

Check this box if claim includes charges in addition to the principal amount of the claim. Attach itemized statement of all additional charges.

6. CREDITS AND SETOFFS: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. In filing this claim, claimant has deducted all amounts that claimant owes to debtor.

7. SUPPORTING DOCUMENTS: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments or evidence of security interests. If the documents are not available, explain. If the documents are voluminous, attach a summary.

8. TIME-STAMPED COPY: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

THIS SPACE IS FOR COURT USE ONLY

FILED

SEP 28 AM 9:44

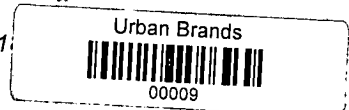
U.S. BANKRUPTCY COURT
DISTRICT OF DELAWARE

9/22/2010

Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any)

Steve Johnson
Steve Johnson Central Processing Manager

Penalty for presenting fraudulent claim: Fine of up to 500,000 or imprisonment for up to 5 years, or both. 11

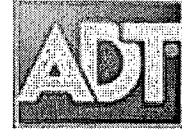


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Exhibit A

Due to the voluminous size of the supporting documentation, a summary has been attached. Copies of the original supporting documentation are available upon request.

In Bankruptcy Invoice
 9/22/2010
 Banruptcy Invoice
 10-13046



Invoice To: URBAN BRANDS TM HOLDING CO
 100 METRO WAY
 SECAUCUS, NJ 07094

Remit To: ADT Security Services
 Attn: Billing Dept
 14200 East Exposition Avenue
 Aurora, CO 80012

Account Number	Amount
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01300-114703582 KID SPOT
 1302 HANOVER AVE
 ALLENTOWN, PA 18103

Invoice No:	Original Invoice Amt	Adjustments	Invoice Claim Amount
00585292	\$174.08	\$119.91	\$54.17
90281187	\$165.00	\$0.00	\$165.00
94817253	\$174.08	(\$0.72)	\$174.80

01300-160409651 CEDARBROOK MALL HOUSE OF BAR
 EASTON ROAD & CHELTENHA
 WYNCOTE, PA 19095

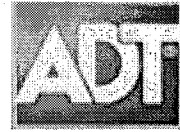
Invoice No:	Original Invoice Amt	Adjustments	Invoice Claim Amount
03817208	(\$235.37)	\$0.00	(\$235.37)
93306718	\$307.01	\$207.11	\$99.90
98385981	\$307.01	\$0.00	\$307.01

01400-102710029 MODEL T PLAZA KID SPOT
 14116 WOODWARD AVE
 HIGHLAND PARK, MI 48203

Invoice No:	Original Invoice Amt	Adjustments	Invoice Claim Amount
75971661	\$120.17	\$0.00	\$120.17
75971660	\$246.98	\$0.00	\$246.98
71846838	\$146.14	(\$0.03)	\$146.17
71846837	\$261.50	\$0.00	\$261.50

*Adjusted Invoice Amount reflects Pre-petition money through (file date) and may not be reflected in attached documentation.

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 10-13046



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 100 METRO WAY
 SECAUCUS, NJ 07094

Remit To: ADT Security Services
 Attn: Billing Dept
 14200 East Exposition Avenue
 Aurora, CO 80012

Account Number	Amount
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01400-131001264 URBAN BRANDS-ASHLEY STW
 100 METRO WAY
 SECAUCUS, NJ 07094

	Original Invoice Amt		Adjustments		Invoice Claim Amount
Invoice No: CK0172375	(\$26.58)	-	\$0.00	=	(\$26.58)
Invoice No: 10023572	\$7,333.73	-	\$7,274.37	=	\$59.36
Invoice No: 10017918	\$12.62	-	\$0.00	=	\$12.62
Invoice No: 10004095	\$7,362.30	-	\$7,227.30	=	\$135.00
Invoice No: 67687173	\$1,302.00	-	\$1,000.00	=	\$302.00

01400-131521605 ASHLEY STEWART
 8000 W BROWARD BLVD
 SPACE 218
 PLANTATION, FL 33388

	Original Invoice Amt		Adjustments		Invoice Claim Amount
Invoice No: 27944427	\$111.30	-	\$48.16	=	\$63.14

01200-170003017 ASHLEY STEWART
 GREEN ACRES MALL
 VALLEY STREAM, NY 11581

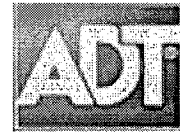
	Original Invoice Amt		Adjustments		Invoice Claim Amount
Invoice No: 62426223	(\$600.00)	-	\$0.00	=	(\$600.00)

01200-170003018 100% GIRLS
 GREEN ACRES MALL
 VALLEY STREAM, NY 11581

	Original Invoice Amt		Adjustments		Invoice Claim Amount
Invoice No: 62426224	(\$600.00)	-	\$0.00	=	(\$600.00)

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 100 METRO WAY
 SECAUCUS, NJ 07094

Remit To: ADT Security Services
 Attn: Billing Dept
 14200 East Exposition Avenue
 Aurora, CO 80012

Account Number	Amount
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01400-104400729 ASHLEY STEWART CORP
 100 METRO WAY
 SECAUCUS, NJ 07094

Invoice No:	Original Invoice Amt	Adjustments	Invoice Claim Amount
91490692	(\$510.00)	(\$135.00)	(\$375.00)
71842084	\$771.34	\$0.00	\$771.34

01400-100420639 ASHLEY STEWART #177
 805 RALPH D ABERNATHY
 THE MALL AT WEST END
 ATLANTA, GA 30310

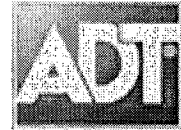
Invoice No:	Original Invoice Amt	Adjustments	Invoice Claim Amount
67146329	\$77.00	\$0.00	\$77.00

01400-117200502 ASHLEY STEWART #187
 TH SHOPS AT FAIRLANE
 MEADOWS
 DEARBORN, MI 48126

Invoice No:	Original Invoice Amt	Adjustments	Invoice Claim Amount
94554889	\$165.00	\$0.00	\$165.00
98298865	(\$135.00)	\$0.00	(\$135.00)

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 Bankruptcy Invoice
 10-13046



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 100 METRO WAY
 SECAUCUS, NJ 07094

Remit To: ADT Security Services
 Attn: Billing Dept
 14200 East Exposition Avenue
 Aurora, CO 80012

Account Number	Amount
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01300-135103956 ASHLEY STEWART #184
 7501 W CERMAK RD
 SPACE K5
 NORTH RIVERSIDE, IL 60546

	Original Invoice Amt	Adjustments	Invoice Claim Amount
Invoice No: CK0306274	(\$192.00)	-	\$0.00 = (\$192.00)
Invoice No: 49368224	\$96.00	-	\$0.00 = \$96.00
Invoice No: 54862821	\$96.00	-	\$0.00 = \$96.00
Invoice No: 60379081	\$96.00	-	\$0.00 = \$96.00
Invoice No: 63131907	(\$78.93)	-	\$0.00 = (\$78.93)
Invoice No: 40036436	\$15.00	-	\$0.00 = \$15.00

Total Amount of Claim \$1,221.28

*Adjusted Invoice Amount reflects Pre-petition money through (file date) and may not be reflected in attached documentation.



ADT Always There®

ADT Security Services
14200 E. Exposition Ave
Aurora, CO 80012

ADT Security Services
Attn: Billing Dept
14200 East Exposition Avenue
Aurora, CO 80012

September 22, 2010

United States Bankruptcy Court
District of Delaware
824 North Market St, 3rd Floor
Wilmington, DE 19801

FILED
2010 SEP 28 AM 9:44
CLERK
US BANKRUPTCY COURT
DISTRICT OF DELAWARE

RE: Case 10-13046

Dear Bankruptcy Clerk:

Enclosed is a Proof of Claim and statement for URBAN BRANDS TM HOLDING CO.

The Claim is in the amount of \$1,221.28.

Should you have any questions or concerns, please feel free to contact me at
1-888-303-1349, Option 3.

Sincerely,

TINA RAY
Bankruptcy Specialist

Enclosure

cc: Steve Johnson, Central Processing Manager