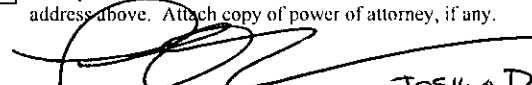


UNITED STATES BANKRUPTCY COURT		PROOF OF CLAIM
Name of Debtor: Urban Brands, Inc.		Case Number: 10-13005-KJC
<i>NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.</i>		
Name of Creditor (the person or other entity to whom the debtor owes money or property): Forem Packaging, Inc.		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. Court Claim Number: _____ (If known) Filed on: _____
Name and address where notices should be sent: c/o Joshua D. Novin, Esq., P.A. 96 Park Street Montclair, New Jersey 07042 Telephone number: (973) 509-0050		
Name and address where payment should be sent (if different from above):		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
Telephone number:		
1. Amount of Claim as of Date Case Filed: \$ <u>21,770.10</u> If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4. If all or part of your claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.		5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount. Specify the priority of the claim. <input type="checkbox"/> Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B). <input type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier – 11 U.S.C. §507 (a)(4). <input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. §507 (a)(5). <input type="checkbox"/> Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use – 11 U.S.C. §507 (a)(7). <input type="checkbox"/> Taxes or penalties owed to governmental units – 11 U.S.C. §507 (a)(8). <input type="checkbox"/> Other – Specify applicable paragraph of 11 U.S.C. §507 (a)(____). Amount entitled to priority: \$ _____
2. Basis for Claim: <u>Goods sold/services</u> (See instruction #2 on reverse side.)		
3. Last four digits of any number by which creditor identifies debtor: <u>N/A</u> 3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)		
4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information. Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: Value of Property: \$ _____ Annual Interest Rate _____ % Amount of arrearage and other charges as of time case filed included in secured claim, if any: \$ _____ Basis for perfection: _____ Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____		
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. 7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain: _____		*Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with cases commenced on or after 4/1/13. OF NY OCT - 5 AM '10 10-13005-KJC FOR COURT USE ONLY
Date: 09/29/2010	Signature: The person filing this claim must sign it. Sign and print it, other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.  JOSHUA D. NOVIN, ESQ.	

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

BMC



ForemPackaging, inc.

41 Joseph Street
Newark, New Jersey 07105

Phone (973) 589-0402 Fax (973) 589-0453

Invoice

Date	Invoice #
3/8/2010	19252

Bill To
Urban Brands, Inc c/o Purchasing Department PO Box 2518 Secaucus, NJ 07094

Ship To
DDS Maryland 7970 Tarvy Drive Jesup, MD 20794

P.O. Number	Terms	Rep	Ship	Via	Bill Of Lading
663801	Net 45	HS	3/8/2010	T.F Brokerage	11231

Item	Description	Quantity	Rate	Amount
165M/3	Ashley Stewart Medium Patch Handle 16.00 15' x 20' + 4' Bottom Gusset .0016 White Opaque 2 Colors 887ctns @1000	887,000	0.0635	56,324.50

Remit payment to the above address thank you.

Total \$56,324.50

Balance Due \$21,770.10

JOSHUA D. NOVIN, ESQ., P.A.

A PROFESSIONAL CORPORATION
ATTORNEYS AT LAW

96 PARK STREET

MONTCLAIR, NEW JERSEY 07042

(973) 509-0050

TELECOPIER (973) 509-0074

PLEASE REPLY TO MONTCLAIR

NEW YORK OFFICE

116 WEST 23RD STREET

5TH FLOOR

NEW YORK, NEW YORK 10011

JOSHUA D. NOVIN*

OF COUNSEL

ROBERT G. LITT*

FRANK MAGALETTA*

*MEMBER NJ & NY BAR

September 30, 2010

VIA CERTIFIED MAIL, RETURN RECEIPT REQUESTED

Clerk, United States Bankruptcy Court
824 Market Street, 3rd Floor
Wilmington, Delaware 19801

In re: Urban Brands, Inc.
Docket No. 10-13005-KJC

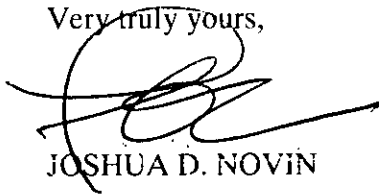
Dear Sir or Madam:

Please be advised that this law firm serves as counsel to Forem Packaging, Inc. a creditor of the above-referenced debtor.

Enclosed herein please find an original Proof of Claim on behalf of Forem Packaging, Inc. in connection with the above-captioned matter.

If you have any questions related to this matter please contact the undersigned.

Very truly yours,



JOSHUA D. NOVIN

JDN:jn

Enclosure

Cc: BMC Group, Inc.
P.O. Box 3020
Chanhassen, MN 55317-3020
Attn: Urban Brands Claims Processing

2010 OCT 15 10:04
U.S. BANKRUPTCY COURT
DISTRICT OF DELAWARE