

UNITED STATES BANKRUPTCY COURT _____ DISTRICT OF DELAWARE

PROOF OF CLAIM

Name of Debtor
URBAN BRANDS, INC., ET AL

Case Number
10-13005-KJC

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):
**WELLS FARGO TRADE CAPITAL
100 PARK AVENUE
NEW YORK, NY. 10017**

- Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach a copy of statement giving particulars.
- Check box if you have never received any notice from the bankruptcy court in this case.
- Check box if the address differs from the address on the envelope sent to you by the court.

Name and address where notices should be sent:
SAME AS ABOVE

Telephone number: **212-703-3587**

THIS SPACE IS FOR COURT USE ONLY

RECEIVED

DEC 09 2010

BMC GROUP

Account or other number by which creditor identifies debtor:

Check here if this claim
 replaces
 amends a previously filed claim, dated: ___/___/___

1. Basis for Claim

- Goods sold
- Services Performed
- Money Loaned
- Personal injury / wrongful death
- Taxes
- Other _____

- Retiree benefits as defined in 11 U.S.C. § 1114(a)
- Wage, salaries, and compensation (fill out below)

Your SS#: ___ - ___ - ___

Unpaid compensation for services performed

from: ___/___/___ to : ___/___/___
(date) (date)

2. Date debt was incurred: ___/___/___

3. If court judgment, date obtained: ___/___/___

4. Total Amount of Claim at Time Case Files:

\$ 192,156.70

If all or part of your claim is secured or entitled to priority, also complete Item 5 or 6 below.

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

5. Secured Claim.

- Check this box if your claim is secured by collateral (including a right of setoff)

Brief Description of Collateral:

- Real Estate
- Motor Vehicle
- Other

Value of Collateral: \$ _____

Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____

6. Unsecured Priority Claim.

- Check this box if you have an unsecured priority claim
Amount entitled to priority \$ _____

Specify the priority of the claim:

- Wages, salaries, or commissions (up to \$4000), *earned within 90 days before filing of the bankruptcy petition or cessation of the debtor's business, which ever is earlier 11 U.S.C. § 507(a)(3)
- Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(4)
- Up to \$1800* of deposits toward purchase, lease, or rental of property or services for personal, family or household use - 11 U.S.C. § 507(a)(6)
- Alimony, maintenance, or support owed to a spouse, former spouse, or child - 11 U.S.C. § 507(a)(7)
- Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8)
- Other - Specify applicable paragraph of - 11 U.S.C. § 507(a)()

*Amounts are subject to adjustments on 4/1/98 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

7. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

8. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien.

DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach summary

9. Date-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

Date:
12/2/10

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

Prematie Fleming AVP

RECEIVED
DEC - 7 11:11:04
CLERK
BANKRUPTCY COURT
DISTRICT OF DELAWARE

Urban Brands



00269

COLM06	COLLECTION SYSTEM	PAST DUE ITEM DISPLAY				09:50	09/30/10
AC DOC NO	---CLIENT---	TR	TERMS	STOR RM	INV/AS AC/DATE	DUE	AMOUNT AC
160023	6477 YOU AND	A1	030	R-	091310	101310	6,000.00
160024	6477 YOU AND	A1	030	R-	091310	101310	4,530.00

PAGE TOTAL: 10,530.00 RUNNING TOTAL: 10,530.00
 CUS: 0000816021011 URBAN BRANDS INC.
 CONTACT: TELEPHONE: 2013199093
 CLN: 6477 YOU AND ME LEGWEAR LLC INV: TO A/C
 ITEMS COMING DUE WITHIN THE NEXT 060 DAYS.

SELECT
 F1-RTN F2-RES(R) F3-FWD(>) F4-BKWD(<) F6-OPN(O) F7-FMT(F) F8-LOG(W) F11-DOC(L)

e/B **21**
Chapt. **(FR)**
 11

COLM06	COLLECTION SYSTEM	OPEN ITEM DISPLAY	16:09 09/29/10
AC DOC NO	---CLIENT---	TR TERMS	STOR RM INV/AS AC/DATE DUE AMOUNT AC
004806	6553 DOUBLE T A1	04/045	R- 051710 092210 070110 30,934.50 90
004871	6553 DOUBLE T A1	04/045	R- 071310 092210 082710 5,616.00 90
004899	6553 DOUBLE T A1	04/045	R- 082510 100910 11,640.00

PAGE TOTAL: 48,190.50

RUNNING TOTAL: 48,190.50

CUS: 0000816021011 URBAN BRANDS INC.

TELEPHONE: 2013199093

CONTACT:

TO A/C

CLN: 6553

DOUBLE TAKE FASHIONS INC. INV:

SELECT

F1-RTN F2-RES(R) F3-FWD(>) F4-BKWD(<) F6-DUE(P) F7-FMT(F) F8-LOG(W) F11-DOC(L)

C/B (21)

Receipt
PT
M

COLM06	COLLECTION SYSTEM	PAST DUE ITEM DISPLAY	09:48 09/30/10
AC DOC NO	---CLIENT----	TR TERMS	STOR RM INV/AS AC/DATE DUE
015958 LJ	CASUAL C A1 04/045	R 091610	103110 70.00

PAGE TOTAL: 70.00 RUNNING TOTAL: 70.00
CUS: 0000816021011 URBAN BRANDS INC.
CONTACT: TELEPHONE: 2013199093
CLN: LJ CASUAL COOL, INC. INV: TO A/C
ITEMS COMING DUE WITHIN THE NEXT 060 DAYS.

SELECT
F1-RTN F2-RES(R) F3-FWD(>) F4-BKWD(<) F6-OPN(O) F7-FMT(F) F8-LOG(W) F11-DOC(L)

c/B *(21)*
(PT)
Chapt. 11

COLM06 COLLECTION SYSTEM				OPEN ITEM DISPLAY					16:09 09/29/10		
AC	DOC NO	---CLIENT---	TR	TERMS	STOR	RM	INV/AS	AC/DATE	DUE	AMOUNT	AC
	02517800	PJ L & M DI	A1	040E	0001	R	081910		101010	12,570.00	
	517914	PJ L & M DI	A1	040E		R	090410		111010	720.00	
	02517965	PJ L & M DI	A1	040E	0001	R	091410		111010	8,568.00	
	517230	PJ L & M DI	S1	010E		R	071210 092210		081010	5,176.00	54

PAGE TOTAL: 27,034.00

RUNNING TOTAL: 27,034.00

CUS: 0000816021011 URBAN BRANDS INC.

TELEPHONE: 2013199093

CONTACT:

CLN: PJ L & M DIRECT, LLC

INV: TO A/C

SELECT

F1-RTN F2-RES(R) F3-FWD(>) F4-BKWD(<) F6-DUE(P) F7-FMT(F) F8-LOG(W) F11-DOC(L)

C/B 21

Chapt. 11

GK

M

COLM06	COLLECTION SYSTEM		PAST DUE ITEM DISPLAY	09:56	09/30/10			
AC DOC NO	---CLIENT----	TR	TERMS	STOR RM	INV/AS AC/DATE	DUE	AMOUNT	AC
061531	9013 DREAMWEA	11	045		072910	091210	29,679.20	

PAGE TOTAL:

RUNNING TOTAL:

29,679.20

CUS: 0000816021011 URBAN BRANDS INC.

CONTACT:

TELEPHONE: 2013199093

CLN: 9013 DREAMWEAR, INC.

INV:

TO

A/C

ITEMS COMING DUE WITHIN THE NEXT 060 DAYS.

SELECT

F1-RTN F2-RES(R) F3-FWD(>) F4-BKWD(<) F6-OPN(O) F7-FMT(F) F8-LOG(W) F11-DOC(L)

Handwritten:
 C/B (21)
 Chapt. 11
 (F#)

COLM06	COLLECTION SYSTEM	OPEN ITEM DISPLAY				14:59 09/29/10
AC DOC NO	---CLIENT---	TR	TERMS	STOR RM	INV/AS AC/DATE	DUE AMOUNT AC
207849	FH ALLISON	A1	030	M	091510	101510 500.00
207853	FH ALLISON	A1	054	M	091610	110910 2,912.00
207855	FH ALLISON	A1	054	M	091610	110910 39,416.00
207857	FH ALLISON	A1	054	P	091610	110910 897.00

PAGE TOTAL:

RUNNING TOTAL:

CUS: 0000816021011 URBAN BRANDS INC.

TELEPHONE: 2013199093

CONTACT:

CLN: FH ALLISON TAYLOR

INV: TO A/C

SELECT

F1-RTN F2-RES(R) F3-FWD(>) F4-BKWD(<) F6-DUE(P) F7-FMT(F) F8-LOG(W) F11-DOC(L)

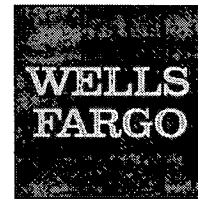
282335 6-23-10
 282336 6-23-10

11,200.00
 21,728.00

Total

76,653.00

Wells Fargo Capital Finance
100 Park Avenue, New York, NY 10017
212 703-3500
866-518-6425 Fax



December 2, 2010

**U.S. Bankruptcy Court
Clerk's Office
824 Market Street 3rd Floor
Wilmington, DE 19801**

US BANKRUPTCY COURT
DISTRICT OF DELAWARE
DEC-7 11:11:04

**Re: Urban Brands, Inc., et al
Case # 10-13005-KJC**

Sir/ Madam,

Please find attached our Proof of Claim against the above debtor in the amount of \$192,156.70 Please sign and return a copy of this letter as acknowledgement that you received it.

Enclosed is a self-addressed stamped envelope for your convenience.

Very truly yours,

A handwritten signature in black ink that reads "Prematie Fleming".

Prematie Fleming
Assistant Vice President
Wells Fargo Capital Finance
Tel: 212.703.3587
Fax: 1.866.518.6425 / 212.703.3581
prematie_fleming@wellsfargo.com

BMC