

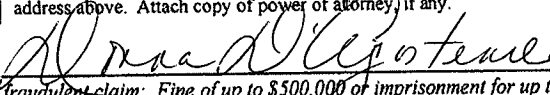



UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE		PROOF OF CLAIM
Name of Debtor: Urban Brands, Inc.		Case Number: 10-13005-KJC
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative 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): AJ JERSEY		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.
Name and address where notices should be sent:  25641042013226 AJ JERSEY LOCKBOX 23431 NEWARK, NJ 07189		Court Claim Number: _____ (if known) Filed on: _____
 YOUR CLAIM IS SCHEDULED AS: SCHEDULE ID: s1538 AMOUNT/CLASSIFICATION: \$700.96 UNSECURED		
RECEIVED DEC 13 2010 BMC GROUP Telephone No. <i>908-754-1333</i>		<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. <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
1. Amount of Claim as of Date Case Filed: \$ <u>509.24</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 the claim. Attach itemized statement of all 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.
2. Basis for Claim: <u>Service Prepaid</u> (See instruction #2 on reverse side.)		<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 commission (up to \$11,725* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, which ever 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"/> Section 503(b)(9) Claim -- check this box if your claim is for the value of goods received by the Debtor within 20 days before the commencement of the case -- 11 U.S.C. § 503(b)(9). <input type="checkbox"/> Other -- Specify applicable paragraph of 11 U.S.C. § 507(a)(____).
3. Last four digits of any number by which creditor identifies debtor: _____ 3a. Debtor may have scheduled account as: _____ (See instruction #3a on reverse side.)		<input type="checkbox"/> Amount entitled to priority: \$ _____ * Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.
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: \$ <u>509.24</u>		
6. Amount of Claim that qualifies as an Administrative Expense under 11 U.S.C. § 503(b)(9): \$ <u>509.24</u> (See instruction #6 on reverse side.)		
7. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. 8. 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 DOCUMENT MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain:		
Date: <u>12/8/10</u>	Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or 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. 	
		FOR COURT USE ONLY Urban Brands  00299

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.

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules.

Items to be completed in Proof of Claim form**Court, Name of Debtor, and Case Number:**

Fill in the federal judicial district where the bankruptcy case was filed (for example, District of Delaware), the bankruptcy debtor's name, and the bankruptcy case number. If the creditor received a notice of the case from the bankruptcy court, all of this information is located at the top of the notice.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the Bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if the trustee or another party in interest files an objection to your claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

3a. Debtor May Have Scheduled Account As:

Use this space to report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

4. Secured Claim.

Check the appropriate box and provide the requested information if the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See DEFINITIONS, below.) State the type and the value of property that secures the claim, attach copies of lien documentation, and state annual interest rate and the amount past due on the claim as of the date of the bankruptcy filing.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. §§ 507(a).

If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See DEFINITIONS, below.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Amount of Claim that qualifies as an Administrative Expense under 11 U.S.C. § 503(b)(9) State the value of any goods received by the debtor within 20 days before the date of commencement in which the goods have been sold to the debtor in the ordinary course of the debtor's business.**7. Credits:**

An authorized signature on this proof of claim serves as an acknowledgement that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

8. Documents:

Attach to this proof of claim form redacted copies documenting the existence of the debt and of any lien securing the debt. You may also attach a summary. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary. FRBP 3001(c) and (d). If the claim is based on the delivery of health care goods or services, see instruction 2. Do not send original documents, as attachments may be destroyed after scanning.

Date and Signature:

The person filing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what constitutes a signature. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS**Debtor**

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

Creditor

A creditor is the person, corporation, or other entity owed a debt by the debtor on the date of the bankruptcy filing. See 11 U.S.C. § 101(10).

Claim

A claim is the creditor's right to receive payment on a debt that was owed by the debtor on the date of the bankruptcy filing. See 11 U.S.C. § 101(5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim form is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the clerk of the same bankruptcy court in which the bankruptcy case was filed.

Secured Claim Under 11 U.S.C. § 506(a)

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car.

A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien. A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. §§ 507(a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor should redact and use only the last four digits of any social-security, individual's tax-identification, or financial-account number, all but the initials of a minor's name and only the year of any person's date of birth.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

INFORMATION**Acknowledgement of Filing a Claim**

To receive acknowledgment of your filing, please enclose a stamped self-addressed envelope and a copy of this proof of claim. You may view a list of filed claims in this case by visiting the Claims and Noticing Agent's website at <http://www.bmcgroup.com/UrbanBrands>

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.

PLEASE SEND COMPLETED PROOFS OF CLAIM TO:

Via Regular U.S. Mail **Via Overnight Courier**

BMC Group, Inc.	BMC Group, Inc.
Attn: Urban Brands	Attn: Urban Brands
Claims Processing	Claims Processing
P.O. Box 3020	18750 Lake Drive East
Chanhassen, MN 55317	Chanhassen, MN 55317



A J Jersey
 125 Saint Nicholas Ave.
 South Plainfield, NJ 07080

INVOICE

(908) 754-7333
 (908) 754-6188

Invoice **Date** **Customer**
IS100920190 **09/16/2010** **688405**
21,260

Sold to : **Urban Brands, Inc.** Shipped to : **Urban Brands, Inc.** Page 1 of 1
 100 Metro Way 100 Metro Way
 Secaucus, NJ 07094 Secaucus, NJ 07094

Branch Invoiced: **So Plainfield**
 Dept Invoiced : **Service**
 Registration :
 Notes :

Quantity	Product Id	Description	Unit Price	Total Price				
Cust PO# :		Entered by : Jacquelyn Graisser						
Work Order : WS100921914		Segment : 1 bd	09/16/2010 WO Field					
Make	Model	Serial ID/Plate	Year	Date	Odometer	H-Meter	Dealer ID	Customer Eq ID
Crown Equipment	PE3540-60	6A176313	2000				6A176313	
1	CRNP 077917-002	CONNECTOR CABLE 175 AMP GNR				11.31		11.31
Total Parts								11.31
0.75	GL1	General Labor				91.00		68.25
Labor								68.25
	F4	Fuel						4.00
	H4	Misc. Hardware						3.00
	T4	Travel						55.00
Charges								62.00

Due Date	Payment	Amount	Paid	Tax State	Basis	Tax Rate	Tax Amount
10/16/10	Cash On Delivery	151.47			141.56	7.0000 %	9.91



Detach at line and return with payment

Total Amount :	141.56
Sales Tax :	9.91
Total :	151.47
Payment :	
To pay :	151.47

Remit To: **A J Jersey, Inc** Invoice IS100920190
 P.O. Box 416261 Date 09/16/2010
 Boston, MA 02241-6261 Customer 688405
 All amounts are in US Dollars (\$)

Accounts over 30 days are subject to a 1.5 % service charge (annual rate 18 %), and all costs of collection including reasonable attorney's fee.



A J Jersey
 125 Saint Nicholas Ave.
 South Plainfield, NJ 07080

REPRINT INVOICE

(908) 754-7333
 (908) 754-6188

Invoice **Date** **Customer**
IS100716480 **07/22/2010** **688405**
13,699

Sold to :
Urban Brands, Inc.
 100 Metro Way
 Secaucus, NJ 07094

Shipped to :
Urban Brands, Inc.
 100 Metro Way
 Secaucus, NJ 07094

Branch Invoiced: **So Plainfield**
 Dept Invoiced : **Service**
 Registration :
 Notes :

Quantity	Product Id	Description	Unit Price	Total Price				
Cust PO# :		Entered by : Mike Petti						
Work Order : WS100717631		Segment : 1 bd	07/20/2010	WO Field				
Make	Model	Serial ID/Plate	Year	Date	Odometer	H-Meter	Dealer ID	Customer Eq ID
Crown Equipment	PE3540-60	6A176316	2000				6A176316	
2	CRNP 074909	SPRING RETURN		NR			19.88	39.76
1	CRNP 079791	SPRING RETURN		NR			22.79	22.79
Total Parts								62.55
1	GL1	General Labor					91.00	91.00
Labor								91.00
	F4	Fuel						4.00
	H4	Misc. Hardware						3.00
	T4	Travel						55.00
Charges								62.00

Due Date	Payment	Amount	Paid	Tax State	Basis	Tax Rate	Tax Amount
08/21/10	On Account	230.64			215.55	7.0000 %	15.09

Detach at line and return with payment



Total Amount :	215.55
Sales Tax :	15.09
Total :	230.64
Payment :	
To pay :	230.64

Remit To:
A J Jersey, Inc
 P.O. Box 416261
 Boston, MA 02241-6261

Invoice IS100716480
 Date 07/22/2010
 Customer 688405
 All amounts are in US Dollars (\$)

Accounts over 30 days are subject to a 1.5 % service charge (annual rate 18 %), and all costs of collection including reasonable attorney's fee.

CROWN lift trucks

A. J. Jersey, Inc.

QTY. PART NO. DESCRIPTION

BRANCH STOCK PARTS

QTY.	PART NO.	DESCRIPTION
2	034909	Spring
1	039391	Spring

VAN STOCK PARTS

LOCAL PURCHASE PARTS

DATE	HOURS	PERFORMED BY
7/13/10	1	Eric Jacobo

#3

125 ST. NICHOLAS AVENUE
P.O. BOX 587
SOUTH PLAINFIELD, NJ 07080-0587
908-754-7333 • Fax: 908-754-6188

WORK ORDER
NO. S-414199

INVOICE TO: Urban Brands

688 7th S

DATE: 7/13/10

TERMS: NET 10 DAYS

PO #

MAKE: Crown

MODEL: AC3000

SERIAL NO.: 6A176316

HOUR METER: NJA

WORK PERFORMED AT

P.M.

PROBLEM: Handle doesn't return

FINDINGS: Broken Springs.

REPAIRS MADE: Located unit and removed covers. Replaced shaft and springs. Installed all new springs. Installed shaft. Adjusted and tested unit stay returned to service.

ADDITIONAL RECOMMENDED REPAIRS:

WS10071701

The undersigned hereby agrees that if collection efforts are necessitated to obtain payment for the signed for services, they agree to pay all reasonable costs for collection, including but not limited to reasonable attorneys' fees and costs of suit. It is expressly understood that all goods provided as a result hereof shall remain property of A.J. Jersey until full payment is received on related invoices. All work described above has been performed to our satisfaction.

X Hugo Jacobo

NAME AND TITLE

7-13-10

DATE



A J Jersey
 125 Saint Nicholas Ave.
 South Plainfield, NJ 07080

INVOICE

Invoice	Date	Customer
IS100614745	06/23/2010	688405
<small>9,995</small>		

(908) 754-7333
 (908) 754-6188

Sold to :
Urban Brands, Inc.
 100 Metro Way
 Secaucus, NJ 07094

Shipped to :
Urban Brands, Inc.
 100 Metro Way
 Secaucus, NJ 07094

Branch Invoiced: **So Plainfield**
 Dept Invoiced : **Service**
 Registration :
 Notes :

Quantity	Product Id	Description	Unit Price	Total Price				
Cust PO# :		Entered by : Jared Fendt						
Work Order : WS100615514		Segment : 1 bd	06/16/2010	WO Field				
Make	Model	Serial ID/Plate	Year	Date	Odometer	H-Meter	Dealer ID	Customer Eq ID
Crown Equipment	PE3540-60	6A176315	2000				6A176315	
1	CRNP 077917-002	CONNECTOR CABLE 175 AMP GNR				11.31		11.31
		Total Parts						11.31
0.50	GL1	General Labor				91.00		45.50
		Labor						45.50
	F4	Fuel						4.00
	H4	Misc. Hardware						3.00
	T4	Travel						55.00
		Charges						62.00

Due Date	Payment	Amount	Paid	Tax State	Basis	Tax Rate	Tax Amount
07/23/10	On Account	127.13			118.81	7.0000 %	8.32

Detach at line and return with payment



Total Amount :	118.81
Sales Tax :	8.32
Total :	127.13
Payment :	
To pay :	127.13

Remit To:
A J Jersey, Inc
 P.O. Box 416261
 Boston, MA 02241-6261

Invoice IS100614745
 Date 06/23/2010
 Customer 688405
 All amounts are in US Dollars (\$)

Accounts over 30 days are subject to a 1.5 % service charge (annual rate 18 %), and all costs of collection including reasonable attorney's fee.

AROUND lift trucks

A. J. Jersey, Inc.

125 ST. NICHOLAS AVENUE
 P.O. BOX 587
 SOUTH PLAINFIELD, NJ 07080-0587
 908-754-7333 • Fax: 908-754-6188

WORK ORDER
NO. S-418992

QTY.	PART NO.	DESCRIPTION
BRANCH STOCK PARTS		
1	79917-2	connector
VAN STOCK PARTS		
LOCAL PURCHASE PARTS		
DATE	HOURS	PERFORMED BY
6/17	1.5	Mike Galano

INVOICE TO	DATE
WORK PERFORMED AT	6/17/10
P.M. <input type="checkbox"/>	TERMS
PROBLEM: Battery connection VS	NET 10 DAYS
FINDINGS:	P.O. #
REPAIRS MADE:	MAKE
Upward Battery connection	Green H
	MODEL
	PC 354060
	SERIAL NO.
	6R176315
	ADDITIONAL RECOMMENDED REPAIRS:
	WS100615514

The undersigned hereby agrees that if collection efforts are necessitated to obtain payment for the signed for services, they agree to pay all reasonable costs for collection, including but not limited to reasonable attorneys' fees and costs of suit. It is expressly understood that all goods provided as a result hereof shall remain property of A.J. Jersey until full payment is received on related invoices. All work described above has been performed to our satisfaction.

X *Angelo Lodovico*

NAME AND TITLE

DATE