

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE

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In Re:

Urban Brands Inc. et al.

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FEB 10 2011

Chapter 11

Case No. 10-13005

Debtor(s).

BMC GROUP  
----- X

PROOF OF CLAIM

1. Debtor, Urban Brands Inc. et al. was at and before the filing by or against this debtor of the original petition in bankruptcy, and still is, justly and truly indebted or liable to the City of New York Department of Finance in the sum of **\$202,500.00** dollars plus interest and penalties through the filing of the petition herein (at the rate set forth in the Administrative Code of the City of New York for such taxes) for the taxes on the schedule attached hereto and made a part hereof. (B&A Claim No.10X-197 NI)
2. That the consideration of this debt or liability is the NYC Administrative Code statutory tax liability set forth in the schedule attached hereto and made a part hereof.
3. That no part of the debt or liability has been paid,
4. That there are no set-offs or counterclaims to the debt or liability,
5. That the City of New York does not hold, and has not, nor has any person by its order, or to the knowledge or belief of the undersigned, for its use, had or received, any security or securities for the debt or liability,
6. That no note or other negotiable instrument has been received for such account or liability or any part hereof; and that no judgment has been rendered thereon, except that a warrant or warrants for taxes were filed against the debtor as indicated on the attached schedule.
7. That demand is hereby made that the aforesaid claim be allowed and paid in full as a priority claim in advance of any distribution to creditors; and furthermore, that the said claim be entitled to the rights of a lien claimant, if applicable, pursuant to the provisions of the Administrative Code of the City of New York and the Bankruptcy Code.
8. That the said City of New York, by its duly constituted authorities has by this claim, to the extent not previously made by any assessment or notice of deficiency, duly made the assessment and to the extent not previously issued this claim shall constitute any required notice of deficiency, pursuant to the provisions of the Administrative Code of the City of NY enacted for the collection of taxes set forth herein.

*BMC*

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DISTRICT OF DELAWARE

Urban Brands  
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9. That in accordance with subdivision b of section 546 of the Bankruptcy Code, the City of New York Department of Finance hereby perfects the lien of the taxes set forth on the attached schedule.

The undersigned, Saul T. Fishman, of counsel to the Special Assistant Corporation Counsel for Legal Affairs for the NYC Department of Finance, files this Proof of Claim for the unpaid taxes set forth on the schedule attached on behalf of the City of New York Department of Finance ("DOF").

10. Please make check **payable** to NYC Department of Finance and **mail** to:

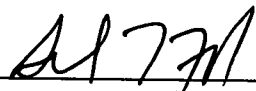
NYC Department of Finance  
TAPE Division  
345 Adams Street, 5th Floor  
Brooklyn, New York 11201

**ATTENTION: Yehuda Miller - Bankruptcy Unit**

Penalty For Presenting Fraudulent Claims – Fine of not more than \$5,000 or imprisonment or no more than five years, or both – Title 18, U.S.C., § 152.

Dated: January 28, 2011  
Brooklyn, New York

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF DELAWARE  
824 Market Street 3<sup>rd</sup> Floor  
Wilmington, Delaware 19801

By: 

Saul T. Fishman, Of Counsel to the  
Special Assistant Corporation Counsel  
345 Adams Street – 3<sup>rd</sup> Floor  
Brooklyn, New York 11201

In the Matter of : Urban Brands Inc. et al.

Case No.: 10-13005  
 B & A Claim No.:10X-197 NI

**Schedule of Taxes Due** by debtor in possession based on  returns filed,  external indices,  audit,  estimated taxes. The City of New York, by its duly constituted authorities has by this claim, to the extent not previously made by any assessment or notice of deficiency, duly made the assessment and to the extent not previously issued this claim shall constitute any required notice of deficiency, pursuant to the provisions of the Administrative Code of the City of NY enacted for the collection of taxes set forth herein.

<b>TAX DEFICIENCY</b>					
Pursuant to Title 11 of the Administrative Code of the City of New York					
TYPE OF TAX	PERIOD	PRINCIPAL	INTEREST	PENALTY	TOTAL
General Corporation	2/1/04 – 9/21/10	\$30,000.00	\$3,000.00	\$7,500.00	\$40,500.00
Commercial Rent	6/1/04 – 9/21/10	\$120,000.00	\$12,000.00	\$30,000.00	\$162,000.00
	-				\$0.00
	-				\$0.00
	-				\$0.00
	-				\$0.00
<b>TOTAL DUE</b>		<b>\$150,000.00</b>	<b>\$15,000.00</b>	<b>\$37,500.00</b>	<b>\$202,500.00</b>

<b>DETAIL OF WARRANT(S) ON FILE</b>					
TYPE OF TAX / WARRANT	PERIOD	PRINCIPAL	INTEREST	PENALTY	TOTAL
/	-				\$0.00
/	-				\$0.00
/	-				\$0.00
/	-				\$0.00
/	-				\$0.00
/	-				\$0.00
<b>WARRANT TOTAL DUE</b>		<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>



FINANCE  
NEW • YORK  
THE CITY OF NEW YORK  
DEPARTMENT OF FINANCE

US BANKRUPTCY COURT  
DISTRICT OF DELAWARE

2011 FEB -4 PM 9:36

February 1, 2011

United States Bankruptcy Court  
District of Delaware  
824 Market Street, 3<sup>rd</sup> Floor  
Wilmington, De 19801

Re: Debtor

Index or  
Case Number

URBAN BRANDS INC. et al.

10-13005

Dear Sir or Madam:

Enclosed please find an original and one copy of the proof of claim to be filed in the above-referenced bankruptcy matter. Kindly file the original and return the annex copy with the date of filing stamped thereon. Enclosed is a stamped envelope for your convenience.

Thank you.

Very truly yours,

Saul Fishman, of counsel  
to the Deputy Commissioner  
for Legal Affairs

RM:cg

RSED0