

UNITED STATES BANKRUPTCY COURT 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): OAKLAND COUNTY TREASURER

Check this box to indicate that this claim amends a previously filed claim.

Name and address where notices should be sent: 1200 N. TELEGRAPH ROAD, DEPARTMENT 479 PONTIAC, MI 48341

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COURT CLAIM NUMBER:

Name and address where payment should be sent (if different from above):

Filed on

1. Amount of claim as of Date Case Filed: \$ 794.39

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.

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.

Check this box if you are the debtor or trustee in this case

If all or part of your claim is entitled to priority, complete item 5.

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

2. Basis for Claim: Taxes plus interest at 12% per annum pursuant to MCL 211.59

3. Last four digits of any number by which creditor identifies debtor:

3a. Debtor may have scheduled account as: SEE ATTACHED

Specify the priority of the claim
Domestic Support obligations under 11U.S.C. § 507 (a)(1) (A)

4. Secured Claim

Check the appropriate box if your claim is secured by a lien on property or a right of setoff And provide the requested information.

Wages, Salaries, or commissions (up to \$10,950) earned within 180 days before filing of the bankruptcy petition or cessation of the debtors business, whichever is earlier 11 U.S.C. § 507 (a)(4)

Nature of property or right of setoff: Real Estate Motor Vehicle Other Describe: SEE ATTACHED

Value of Property: \$ Annual Interest Rate %

Contributions to an employee benefit plan 11 U.S.C. 507 (a)(5)

Amount of arrearage and other charges as of time case filed included in secured claim,

If any: \$ Basis for perfection:

Up to \$2,425 of deposits toward purchase, lease or rental of property or services for personal, family or household use 11 U.S.C.

Amount of Secured Claim \$ 794.39 Amount Unsecured: \$

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

Taxes or penalties owed to governmental units 11 U.S.C. § 507 (a) (8)

7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements or running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary.

Other - Specify applicable paragraph of 11 U.S.C § 507 (a)(1)

DATE: MAY 2, 2011 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.

Amount entitled to priority

\$

/s/ Diane L. Roark DEPUTY TREASURER

US BANKRUPTCY COURT DISTRICT OF DELAWARE 2011 MAY 9 11:51



BMC

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

IN THE MATTER OF:

URBAN BRANDS, INC.

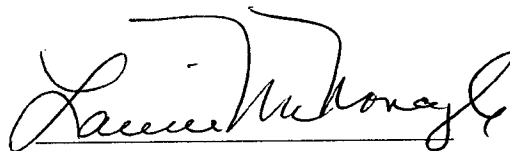
BK CASE No.10-13005 KJC
HON : JUDGE CAREY
CHAPTER 11

DEBTOR

PROOF OF SERVICE

Laurie McMonagle, certifies that on the 2ND of MAY 2011,
she did serve a copy of PROOF OF CLAIM and PROOF OF SERVICE upon the
following parties by depositing same in a United States postal receptacle, with the
lawful amount of postage affixed thereto, addressed to:

MARK D. COLLINS, ESQ.
RICHARDS, LAYTON & FINGER P.A.
920 N KING STREET
ONE RODNEY SQUARE
WILMINGTON, DELAWARE 19801



LAURIE MCMONAGLE, an Employee of
THE OAKLAND COUNTY TREASURER
1200 N. Telegraph Road, Suite 479
Pontiac, Michigan 48341
(248) 858-0742



ANDREW E MEISNER
OAKLAND COUNTY TREASURER
 1200 NORTH TELEGRAPH ROAD, PONTIAC, MICHIGAN 48341

Parcel Identification No: 76 99-62-007-225

Taxpayer: ASHLEY STEWART, NEW #126

Property Address: 21500 NORTHWESTERN HWY # 0458 SOUTHFIELD MI

Property Description: 48075-5009

PERSONAL PROPERTY

Statement

Statement No: 28487

Page: 1 of 1

Date: May 2, 2011

Tax Payments:

Year	----- Due -----			Sale No.	Status
	Tax	Interest & Fees	Total		
1996	\$0.00	\$0.00	\$0.00		Paid
1998	\$0.00	\$0.00	\$0.00		Paid
2006	\$0.00	\$0.00	\$0.00		Not Returned Delinquent
2007	\$0.00	\$0.00	\$0.00		Paid
2008	\$0.00	\$0.00	\$0.00		Not Returned Delinquent
2009	\$0.00	\$0.00	\$0.00		Not Returned Delinquent
2010	\$164.17	\$11.49	\$175.66		Delinquent - Immediate Payment Required
Total			\$175.66		
Statement Total			\$175.66		If paid in May

LM

ASHLEY STEWART, NEW #126

100 METRO WAY
 SECAUCUS NJ 07094-1914

(248) 858-0611



ANDREW E MEISNER
OAKLAND COUNTY TREASURER

1200 NORTH TELEGRAPH ROAD, PONTIAC, MICHIGAN 48341

Parcel Identification No: 40 99-00-940-044

Taxpayer: TAX DEPT ASHLEY-STEWART #120, NEW ASHLEY S

Property Address: 27821 SOUTHFIELD RD LATHRUP VILLAGE MI 48076-

Property Description: PERSONAL PROPERTY

Statement

Statement No: 28443

Page: 1 of 1

Date: May 2, 2011

Tax Payments:

Year	----- Due -----			Sale No.	Status
	Tax	Interest & Fees	Total		
1998	\$0.00	\$0.00	\$0.00		Paid
1999	\$0.00	\$0.00	\$0.00		Paid
2003	\$0.00	\$0.00	\$0.00		Paid
2004	\$0.00	\$0.00	\$0.00		Paid
2006	\$0.00	\$0.00	\$0.00		Not Returned Delinquent
2007	\$0.00	\$0.00	\$0.00		Paid
2008	\$0.00	\$0.00	\$0.00		Not Returned Delinquent
2009	\$0.00	\$0.00	\$0.00		Not Returned Delinquent
2010	\$578.25	\$40.48	\$618.73		Delinquent - Immediate Payment Required

Total \$618.73

Statement Total \$618.73 If paid in May

DR

TAX DEPT
ASHLEY-STEWART #120, NEW ASHLEY STEW/
100 METRO WAY
SECAUCUS NJ 07094-

(248) 858-0611

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2011 APR 29 PM 1:55
DELAWARE COUNTY
CLERK'S OFFICE

ORIGINAL

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
Urban Brands, Inc., <i>et al.</i> , ¹)	Case No. 10-13005 (KJC)
Debtors.)	Jointly Administered

ORDER (A) APPROVING THE SALE OF SUBSTANTIALLY ALL OF THE DEBTORS' ASSETS FREE AND CLEAR OF ALL LIENS, CLAIMS, ENCUMBRANCES AND INTERESTS; (B) AUTHORIZING THE ASSUMPTION AND ASSIGNMENT OF CERTAIN EXECUTORY CONTRACTS AND UNEXPIRED LEASES; (C) ESTABLISHING ASSUMPTION AND REJECTION PROCEDURES FOR CERTAIN ADDITIONAL EXECUTORY CONTRACTS AND UNEXPIRED LEASES; (D) APPROVING GUIDELINES FOR CONDUCTING STORE CLOSING SALES; (E) APPROVING AGENCY AGREEMENT; AND (F) EXTENDING THE DEADLINE TO ASSUME OR REJECT UNEXPIRED LEASES OF NONRESIDENTIAL REAL PROPERTY PURSUANT TO 11 U.S.C. § 365(D)(4)

Upon the motion, dated September 22, 2010 (the "Motion"), of Urban Brands, Inc. and certain of its affiliates, as debtors and debtors-in-possession (collectively, the "Debtors"), pursuant to sections 105(a), 363, 365, and 503 of chapter 11 of the United States Code (the

¹ The Debtors in these cases, along with the last four digits of the federal tax identification number for each of the Debtors, are Urban Brands, Inc. (3678), 100% Girls Ltd. (4150), 100% Girls of Georgia, Inc. (4159), 100% Girls of New York, Inc. (2149), 100 Percent Girls of New Jersey, Inc. (4167), A.S. Interactive, Inc. (3472), Ashley Stewart Ltd. (4541), Ashley Stewart Apparel Corporation (4049), Ashley Stewart Clothing Company, Inc. (4051), Ashley Stewart Management Co., Inc. (4053), Ashley Stewart Woman Ltd. (4152), ASIL 6, Inc. (3996), ASNJ 10, Inc. (4004), Carraizo Alto Apparel Corporation (4651), Church Street Retail, Inc. (5954), Kid Spot Ltd. (2585), Kidspot of Delaware, Inc. (2596), Kidspot of Illinois, Inc. (2606), Kidspot of Michigan, Inc. (2603), Kidspot of New Jersey, Inc. (2601), Kidspot of Ohio, Inc. (4705), Kidspot of Pennsylvania, Inc. (2599), Kidspot of Texas, Inc. (3809), Large Apparel of Alabama, Inc. (0624), Large Apparel of California, Inc. (2129), Large Apparel of Connecticut, Inc. (5161), Large Apparel of District of Columbia, Inc. (8613), Large Apparel of Florida, Inc. (2209), Large Apparel of Georgia, Inc. (3894), Large Apparel of Illinois, Inc. (4650), Large Apparel of Indiana, Inc. (4055), Large Apparel of Louisiana, Inc. (3790), Large Apparel of Maryland, Inc. (5158), Large Apparel of Michigan, Inc. (9420), Large Apparel of Mississippi, Inc. (5913), Large Apparel of Missouri, Inc. (2135), Large Apparel of New Jersey, Inc. (5157), Large Apparel of New York, Inc. (5956), Large Apparel of North Carolina, Inc. (8611), Large Apparel of Ohio, Inc. (3815), Large Apparel of Pennsylvania, Inc. (4057), Large Apparel of South Carolina, Inc. (2029), Large Apparel of Tennessee, Inc. (3895), Large Apparel of Texas, Inc. (3787), Large Apparel of Virginia, Inc. (2809), Large Apparel of Wisconsin, Inc. (3898), Marianne Ltd. (3940), Marianne USPR, Inc. (2193), Marianne VI, Inc. (2206), Metro Apparel of Kentucky, Inc. (7533), Metro Apparel of Massachusetts, Inc. (1367), The Essence of Body & Soul, Ltd. (4165), Urban Acquisition Corporation of New Jersey, Inc. (2976), Urban Acquisition Corporation of New York, Inc. (4103), and Urban Brands TM Holding Co. (5909). The Debtors' corporate offices are located at 100 Metro Way, Secaucus, New Jersey 07094.