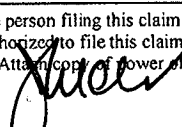



UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE		PROOF OF CLAIM
Name of Debtor: UBI Liquidating Corp. f/k/a Urban Brands, Inc.		Case Number: 10-13005 (KJC)
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request 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): Superior Bag Manf. Corp.		<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: Superior Bag Manf. Corp. PO Box 1578 Mooresville, NC 28117 Attn: Robert Browne/Jon Missert		
Name and address where payment should be sent (if different from above): (Same)		<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.
Telephone No. 704-662-1714		
1. Amount of Claim as of Date Case Filed: \$ <u>456.34</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. <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)(____). 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.
2. Basis for Claim: <u>goods sold</u> (See instruction #2 on reverse side.)		
3. Last four digits of any number by which creditor identifies debtor: <u>2154</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. Amount of Claim that qualifies as an Administrative Expense under 11 U.S.C. § 503(b)(9): \$ _____ (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: 16 May 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. Attach copy of power of attorney, if any.  Jon Missert, CFO	
		FOR COURT USE ONLY Urban Brands  00793

Ashley Stewart ACH Rejections.xls

Ashley Stewart									
DATE	ORDER#	Invoice#	Loc#	Order Amt	Order Amt	Amt NOT PAID	Date PAID	Notes	
4/22/2009	397742	259929	Seacacus,NJ	\$ 26.75	\$ 26.75	\$ 26.75			
7/22/2009	397741	259928	107	\$ 130.50	\$ 130.50	\$ 130.50			
9/1/2009	406484	259930	102	\$ 54.38	\$ 54.38	\$ 54.38			
2/18/2010	511982	259932	315	\$ 27.19	\$ 27.19	\$ 27.19			
5/4/2010	526756	259933	107	\$ 54.38	\$ 54.38	\$ 54.38			
5/4/2010	526790	259934	102	\$ 54.38	\$ 54.38	\$ 54.38			
6/4/2010	531533	259936	315	\$ 27.19	\$ 27.19	\$ 27.19			
6/30/2010	537178	259937	367	\$ 54.38	\$ 54.38	\$ 54.38			
9/13/2010	551489	259938	315	\$ 27.19	\$ 27.19	\$ 27.19			

\$ 456.34 AMT OF CLAIM
NOT PAID

SUPERIOR BAG

Invoice

Remit To:

P.O. Box 1578 PH: 800.522.1236
 Mooresville, NC 28115 FAX: 732.815.1918

Date	Order #	Invoice #
7/22/2009	397742	259929

Bill To:

Ashley Stewart
 100 Metro Way
 Secaucus, NJ 07094
 USA
 Attn: Michael Decos Banking Dept

Ship To:

Ashley Stewart
 100 Metro Way
 Secaucus, NJ 07094
 USA

P.O. Number	F.O.B.	Rep	Ship Date	Ship Via	Terms	Due Date
Michael Decos	Mooresville	JM	7/22/2009	UPS	Net 30	6/15/2011

Quantity	Style	Description	Price	Amount
1 Pkg	2054001	10 x 15 Custom Bag (Pkg of 100) Small Business Express Deposit Bag	\$25.00	\$25.00
Notes:			Sales Tax:	\$1.75
			Freight:	\$0.00
			Total:	\$26.75
			Previously Paid:	\$0.00
Finance charges on overdue invoices computed at the rate of 12% per annum starting 5 days after invoice due date.			DUE:	\$26.75

Superior Mfg. Corporate Office - 15459 NE 95th Street - Redmond, WA 98052

SUPERIOR BAG

Invoice

Remit To:

P.O. Box 1578 PH: 800.522.1236
 Mooresville, NC 28115 FAX: 732.815.1918

Date	Order #	Invoice #
7/22/2009	397741	259928

Bill To:

Ashley Stewart #107
 5330 Kings Plaza Spc C-4
 Brooklyn, NY 11234
 USA
 Attn: Store Manager

Ship To:

Ashley Stewart #107
 5330 Kings Plaza Spc C-4
 Brooklyn, NY 11234
 USA

P.O. Number	F.O.B.	Rep	Ship Date	Ship Via	Terms	Due Date
Michael	Mooresville	JM	7/22/2009	UPS Next Day	Net 30	6/15/2011

Quantity	Style	Description	Price	Amount
2 Pkg	2054001	10 x 15 Custom Bag (Pkg of 100) Small Business Express Deposit Bag	\$25.00	\$50.00
Notes:			Sales Tax:	\$10.50
			Freight:	\$70.00
			Total:	\$130.50
			Previously Paid:	\$0.00
Finance charges on overdue invoices computed at the rate of 12% per annum starting 5 days after invoice due date.			DUE:	\$130.50

Superior Mfg. Corporate Office - 15459 NE 95th Street - Redmond, WA 98052

SUPERIOR BAG

Invoice

Remit To:

P.O. Box 1578 PH: 800.522.1236
 Mooresville, NC 28115 FAX: 732.815.1918

Date	Order #	Invoice #
9/1/2009	406484	259930

Bill To:

Ashley Stewart #102
 1077 Greenacres Mall
 Valley Stream, NY 11581
 USA
 Attn: Store Manager

Ship To:

Ashley Stewart #102
 1077 Greenacres Mall
 Valley Stream, NY 11581
 USA

P.O. Number	F.O.B.	Rep	Ship Date	Ship Via	Terms	Due Date
Patrice	Mooresville	JM	9/1/2009	UPS	Net 30	6/15/2011

Quantity	Style	Description	Price	Amount
2 Pkg	2054001	10 x 15 Custom Bag (Pkg of 100) Small Business Express Deposit Bag	\$25.00	\$50.00

Notes:	Sales Tax:	\$4.38
	Freight:	\$0.00
	Total:	\$54.38
	Previously Paid:	\$0.00
Finance charges on overdue invoices computed at the rate of 12% per annum starting 5 days after invoice due date.		DUE: \$54.38

Superior Mfg. Corporate Office - 15459 NE 95th Street - Redmond, WA 98052

SUPERIOR BAG

Invoice

Remit To:

P.O. Box 1578 PH: 800.522.1236
 Mooresville, NC 28115 FAX: 732.815.1918

Date	Order #	Invoice #
2/18/2010	511982	259932

Bill To:

Ashley Stewart # 315
 134-52 Springfield Blvd
 Springfield Gardens, NY 11413
 USA
 Attn: Store Manager

Ship To:

Ashley Stewart # 315
 134-52 Springfield Blvd
 Springfield Gardens, NY 11413
 USA

P.O. Number	F.O.B.	Rep	Ship Date	Ship Via	Terms	Due Date
Marsha	Mooresville	JM	2/18/2010	UPS	Net 30	6/15/2011

Quantity	Style	Description	Price	Amount
1 Pkg	2054001	10 x 15 Custom Bag (Pkg of 100) Small Business Express Deposit Bag	\$25.00	\$25.00

Notes:	Sales Tax:	\$2.19
	Freight:	\$0.00
	Total:	\$27.19
	Previously Paid:	\$0.00
Finance charges on overdue invoices computed at the rate of 12% per annum starting 5 days after invoice due date.		DUE: \$27.19

Superior Mfg. Corporate Office - 15459 NE 95th Street - Redmond, WA 98052

SUPERIOR BAG

Invoice

Remit To:

P.O. Box 1578 PH: 800.522.1236
 Mooresville, NC 28115 FAX: 732.815.1918

Date	Order #	Invoice #
5/5/2010	526756	259933

Bill To:

Ashley Stewart #107
 5330 Kings Plaza Spc C4
 Brooklyn, NY 11234
 USA
 Attn: Store Manager

Ship To:

Ashley Stewart #107
 5330 Kings Plaza Spc C4
 Brooklyn, NY 11234
 USA

P.O. Number	F.O.B.	Rep	Ship Date	Ship Via	Terms	Due Date
Robert	Mooresville	JM	5/5/2010	UPS	Net 30	6/15/2011

Quantity	Style	Description	Price	Amount
2 Pkg	2054001	10 x 15 Custom Bag (Pkg of 100) Small Business Express Deposit Bag	\$25.00	\$50.00
Notes: *** USE NEW FED BAR CODE TRANSPORT BAGS ***			Sales Tax:	\$4.38
			Freight:	\$0.00
			Total:	\$54.38
			Previously Paid:	\$0.00
Finance charges on overdue invoices computed at the rate of 12% per annum starting 5 days after invoice due date.			DUE:	\$54.38

Superior Mfg. Corporate Office - 15459 NE 95th Street - Redmond, WA 98052

SUPERIOR BAG

Invoice

Remit To:

P.O. Box 1578 PH: 800.522.1236
 Mooresville, NC 28115 FAX: 732.815.1918

Date	Order #	Invoice #
5/5/2010	526790	259934

Bill To:

Ashley Stewart #102
 1077 Greenacres Mall
 Valley Stream, NY 11581
 USA
 Attn: Store Manager

Ship To:

Ashley Stewart #102
 1077 Greenacres Mall
 Valley Stream, NY 11581
 USA

P.O. Number	F.O.B.	Rep	Ship Date	Ship Via	Terms	Due Date
Candace	Mooresville	JM	5/5/2010	UPS	Net 30	6/15/2011

Quantity	Style	Description	Price	Amount
2 Pkg	2054001	10 x 15 Custom Bag (Pkg of 100) Small Business Express Deposit Bag	\$25.00	\$50.00

Notes: *** USE NEW FED BAR CODE TRANSPORT BAGS *** Finance charges on overdue invoices computed at the rate of 12% per annum starting 5 days after invoice due date.	Sales Tax:	\$4.38
	Freight:	\$0.00
	Total:	\$54.38
	Previously Paid:	\$0.00
	DUE:	\$54.38

Superior Mfg. Corporate Office - 15459 NE 95th Street - Redmond, WA 98052

SUPERIOR BAG

Invoice

Remit To:

P.O. Box 1578 PH: 800.522.1236
 Mooresville, NC 28115 FAX: 732.815.1918

Date	Order #	Invoice #
6/2/2010	531533	259936

Bill To:

Ashley Stewart # 315
 134-52 Springfield Blvd
 Springfield Gardens, NY 11413
 USA
 Attn: Store Manager

Ship To:

Ashley Stewart # 315
 134-52 Springfield Blvd
 Springfield Gardens, NY 11413
 USA

P.O. Number	F.O.B.	Rep	Ship Date	Ship Via	Terms	Due Date
Marsha	Mooresville	JM	6/2/2010	UPS	Net 30	6/15/2011

Quantity	Style	Description	Price	Amount
1 Pkg	2054001	10 x 15 Custom Bag (Pkg of 100) Small Business Express Deposit Bag	\$25.00	\$25.00

Notes:
 *** USE NEW FED BAR CODE TRANSPORT BAGS ***

Sales Tax:	\$2.19
Freight:	\$0.00
Total:	\$27.19
Previously Paid:	\$0.00
DUE:	\$27.19

Finance charges on overdue invoices computed at the rate of 12% per annum starting 5 days after invoice due date.

Superior Mfg. Corporate Office - 15459 NE 95th Street - Redmond, WA 98052

SUPERIOR BAG

Invoice

Remit To:

P.O. Box 1578 PH: 800.522.1236
 Mooresville, NC 28115 FAX: 732.815.1918

Date	Order #	Invoice #
6/30/2010	537178	259937

Bill To:

Ashley Stewart #367
 271 Greece Ridge Center Dr
 Rochester, NY 14626
 USA
 Attn: Manager

Ship To:

Ashley Stewart #367
 271 Greece Ridge Center Dr
 Rochester, NY 14626
 USA

P.O. Number	F.O.B.	Rep	Ship Date	Ship Via	Terms	Due Date
Melinda	Mooresville	JM	6/30/2010	UPS	Net 30	6/15/2011

Quantity	Style	Description	Price	Amount
2 Pkg	2054001	10 x 15 Custom Bag (Pkg of 100) Small Business Express Deposit Bag	\$25.00	\$50.00

Notes: *** USE NEW FED BAR CODE TRANSPORT BAGS *** Finance charges on overdue invoices computed at the rate of 12% per annum starting 5 days after invoice due date.	Sales Tax:	\$4.38
	Freight:	\$0.00
	Total:	\$54.38
	Previously Paid:	\$0.00
	DUE:	\$54.38

Superior Mfg. Corporate Office - 15459 NE 95th Street - Redmond, WA 98052

SUPERIOR BAG

Invoice

Remit To:

P.O. Box 1578 PH: 800.522.1236
 Mooresville, NC 28115 FAX: 732.815.1918

Date	Order #	Invoice #
9/13/2010	551489	259938

Bill To:

Ashley Stewart # 315
 134-52 Springfield Blvd
 Springfield Gardens, NY 11413
 USA
 Attn: Store Manager

Ship To:

Ashley Stewart # 315
 134-52 Springfield Blvd
 Springfield Gardens, NY 11413
 USA

P.O. Number	F.O.B.	Rep	Ship Date	Ship Via	Terms	Due Date
Marsha	Mooresville	JM	9/13/2010	UPS	Net 30	6/15/2011

Quantity	Style	Description	Price	Amount
1 Pkg	2054001	10 x 15 Custom Bag (Pkg of 100) Small Business Express Deposit Bag	\$25.00	\$25.00

Notes: *** USE NEW FED BAR CODE TRANSPORT BAGS ***	Sales Tax: \$2.19 Freight: \$0.00
	Total: \$27.19 Previously Paid: \$0.00 DUE: \$27.19
Finance charges on overdue invoices computed at the rate of 12% per annum starting 5 days after invoice due date.	

Superior Mfg. Corporate Office - 15459 NE 95th Street - Redmond, WA 98052