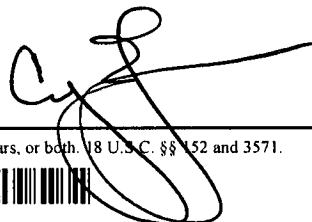


UNITED STATES BANKRUPTCY COURT - DISTRICT OF DELAWARE WILMINGTON DIVISION	PROOF OF CLAIM Chapter 11	
Name of Debtor: UBI LIQUIDATING CORP AKA: URBAN BRANDS, INC.		Judge KEVIN J CAREY Case Number: 10-13005-KJC
NOTE: This form should not be used to make a claim for an administrative expense arising after 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): Toyota Motor Credit Corporation		<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. Court Claim Number: _____ Filed on: _____
Name and address where notices should be sent: Becket and Lee LLP Attorneys/Agent for Creditor POB 3001 Malvern, PA 19355-0701 Telephone number: 610-644-7800		
Name and address where payment should be sent (if different from above): Telephone number: _____		<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>570.84</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 additional 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 commissions (up to \$11,725*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever 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"/> 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>Deficiency balance related to motor vehicle lease</u> (See instruction #2 on reverse side.)		
3. Last four digits of account or other number by which creditor identifies debtor: <u>*****W691</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. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.		
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, judgements, 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 definition of "redacted" on reverse side.) DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain:		


RECEIVED
JUL 15 2011
BMC GROUP



Crystal Jones Oswald, Esquire
 Michelle L. McGowan, Esquire
 Becket & Lee LLP, Attorneys/Agent for Creditor

FOR COURT USE ONLY

Urban Brands



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ILNS2691;0001 NOTE STATUS - LOAN RECORD URBAN BRANDS PAGE 01
 ** HOLD ** ** IN RECOVERY ** 06-30-11
 LN-BAL 533.50 R-BR 0129 TYPE 3 RATE 6.86455 TERM 012
 INTREST .00 DLR 29093 MODE 6 FLOR 0.00000 MO-RUN 000
 DLR1-REB .00 OF DW691 CALC 2 CEIL 99.00000 MO-HLD 000
 DLR2-REB .00 COLL 1147 DLRP 0 PRIM MO-YTD 000
 DLR3-REB .00 LED 80 CTP 0 REL 0.000 PC-SD 000.00
 INSURNCE .00 CLS 11 RCVY B DLR 0.00000 CENS
 INS-INT .00 FRB NOTC 0 HLD 1 08-25-09 67.32
 UNP-LT .00 BKRT B LCHG 0 PRIV OUT AFL O DLR O TMK O
 UNP-OTH 37.34 SPCM DISP 0 ***** INTEREST REPAYMENT *****
 UNP-MSC .00 COMP REV 0 IBNP .00 SCH 0
 UNP-EXT .00 CNT 123: 998 000 000 ***** PRINCIPAL REPAYMENT *****
 PAY-OFF 570.84 **ACTIVITY TODAY** PAYMENT .00
 GOOD THRU 07-01-11 PRN .00 NXT-DUE .00
 TOT-PDM .0000 OTH .00 PST-DUE 533.50
 INT-BEG 08-29-09 LAST-ACT 11-16-10 PART-PAY .00
 NOTE 07-24-06 LAST-EXT NO-PMT 000 PD-15 000 SCHED 0
 MAT 08-29-10 LAST-PRN 08-29-09 PMT-MD 000 PD-30 000 BILL 00
 EST-MAT 08-29-10 LAST-TRN 08-29-09 462 PMT-PD 000 PD-60 000 ACH 0
 REMARKS 37.34 BY-OTH 000 PD-90 000 EXT 000
 EXT FEE .00 EXT FEE NOT APPLICABLE CLCTNS 000 NSF 000 REN 000
 REM 1 06 AVALON REM 2 REPO 00/00/00
 ILOL-36 - CONTINUED ON NEXT PAGE

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CHRISTOPHER R. PFAFF *

* ALSO MEMBER NJ BAR
D ALSO MEMBER FL BAR
* ALSO MEMBER CA BAR

Re: PROOFS OF CLAIM

Enclosed please find Proofs of Claim for immediate filing. Please file stamp the extra copies provided and return them in the enclosed pre-addressed envelope(s). If there is an error in the bankruptcy number, or any other defect in the Proofs of Claim, please also return the erroneous document(s) in the envelope provided.

Please do not hesitate to contact our office if we may assist you in the processing of these documents. Thank you for your cooperation.

Very truly yours,
BECKET & LEE LLP

BY: 

Thomas A. Lee III

Encl.