

UNITED STATES BANKRUPTCY COURT
District of Delaware

In re: Urban Brands, Inc. Case No. 10-13005

NOTICE OF TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(1), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

TRC MASTER FUND LLC

Name of Transferee

Name and Address where notices to transferee should be sent:

TRC MASTER FUND LLC
Attn: Terrel Ross
336 Atlantic Avenue Suite 302
East Rockaway, NY 11518

Phone: 516-255-1801
Last four digits of Acct#: N/A

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

Phone: N/A
Last four digits of Acct#: N/A

ACME ACCESSORIES INC.

Name of Transferor

Court Claim # (if known): N/A
Amount of Claim: USD\$16,694.50
Date Claim Filed: N/A

Phone: (626) 459-4188
Last four digits of Acct.#: N/A

Name and Current Address of Transferor:

ACME ACCESSORIES INC.
4201 Baldwin Avenue
El Monte, CA 91731

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: /s/Terrel Ross
Transferee/Transferee's Agent

Date: June 13, 2011

Penalty for making a false statement: Fine up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

Exhibit A to Assignment of Claim

TO: United States Bankruptcy Court ("Bankruptcy Court")
District of Delaware
824 North Market Street, 3rd Floor
Wilmington, DE 19801-3024
Attention: Clerk

AND TO: ("Debtor")

URBAN BRANDS, INC., Case No. 10-13005

Claim # N/A

ACME ACCESSORIES INC., its successors and assigns ("Assignor"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, does hereby unconditionally and irrevocably sell, transfer and assign unto:

TRC MASTER FUND LLC
336 Atlantic Avenue Suite 302
East Rockaway, NY 11518
Attention: Terrel Ross

its successors and assigns ("Assignee"), all of Assignor's rights, title, interest, claims and causes of action in and to, or arising under or in connection with its Claim in the amount of **USD\$16,694.50** ("Claim"), as listed in the Debtor's Schedule F against the Debtor in the Bankruptcy Court, or any other court with jurisdiction over the bankruptcy proceedings of the Debtor.

Assignor hereby waives any objection to the transfer of the Claim to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be prescribed by rule 3001 of the federal Rules of Bankruptcy procedure, the Bankruptcy code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring the Claim and recognizing the Assignee as the sole owners and holders of the Claim.

Assignor further directs each Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Claim, and all payments or distributions of money or property in respect of the Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, THIS EVIDENCE OF TRANSFER OF CLAIM IS EXECUTED THIS 13th DAY OF June, 2010. 2010

ASSIGNOR: ACME ACCESSORIES INC.

Judy C. K. Chan
(Signature)

JUDY C. K. CHAN
(Print Name)

V.P.
(Title)

ASSIGNEE: TRC MASTER FUND LLC

Terrel Ross
(Signature)

Terrel Ross
(Print Name)

Managing Member
(Title)

Schedule of Assets and Liabilities - Exhibit F
 URBAN BRANDS, INC. - 10-13005-KJC

URBAN BRANDS, INC.	8735 HIGHLAND LAKES CENTER 9445 RICHMOND TOWN SQUARE MALL 99-01 QUEENS BLVD. LLC	P.O. BOX 643342	PITTSBURGH PA	15264-3342	ACCOUNTS PAYABLE	11,858.14
URBAN BRANDS, INC.	URBAN BRANDS, INC.	P.O. BOX 643366 ACCT # 692011064 PO BOX 347359 270 WEST 39TH STREET ADVANCED TELECOMMUNICATIONS & ELECTRONICS, INCORPORATED 29 ALTOONA ROAD	PITTSBURGH PA	15264-3366	ACCOUNTS PAYABLE	17,114.48
URBAN BRANDS, INC.	URBAN BRANDS, INC.	A.B.N INC	NEW YORK NY	10018	ACCOUNTS PAYABLE	3,315.03
URBAN BRANDS, INC.	A.T.E. SECURITY SYSTEMS		DEDHAM MA	02026	ACCOUNTS PAYABLE	283,679.53
URBAN BRANDS, INC.	ABATE/MICHAEL ABBOTT ASSOCIATES, INC ABSOLUTE	100 METRO WAY 1099 WALL STREET WEST	SECAUCUS NJ	07094-1906	BONUS PAYABLE	633.54
URBAN BRANDS, INC.	SHREDDING LLC ACADEMY FIRE PROTECTION ACE CHECK CASHING INC.	PO BOX 435 58-29 Maspeth Avenue 2856 BRISTOL PIKE	RARITAN NJ	08869	ACCOUNTS PAYABLE	12,500.00
URBAN BRANDS, INC.	ACME ACCESSORIES INC. ADIA KIBUR ACCESSORIES ADORN FASHIONS, INC	42201 BALDWIN AVENUE 977 S. MERIDIAN AVE 1407 BROADWAY SUITE 1402	EL MONTE CA	91731	ACCOUNTS PAYABLE	10,000.00
URBAN BRANDS, INC.	ADP INC ADT SECURITY SYSTEMS, INC ADVANCED DIRECT, INC	PO BOX 7247-0351 A PO BOX 18389 4221 TUDOR LANE O	NEW YORK NY	10018	ACCOUNTS PAYABLE	5,992.64
URBAN BRANDS, INC.	ADVANCED RETAIL CONSTRUCTION AIR FORCE ONE INC. AIRTRON TECHNOLOGY, INC	PO BOX 33 5810 SHIER RINGS ROAD 81 19TH AVENUE	MOUNT PERRY OH	43760	ACCOUNTS PAYABLE	11,887.15
URBAN BRANDS, INC.	AJ JERSEY	LOCKBOX 23431	NEWARK NJ	07189	ACCOUNTS PAYABLE	247.62
URBAN BRANDS, INC.	URBAN BRANDS, INC.					16,694.50
URBAN BRANDS, INC.	URBAN BRANDS, INC.					1,707.55
URBAN BRANDS, INC.	URBAN BRANDS, INC.					121,117.16
URBAN BRANDS, INC.	URBAN BRANDS, INC.					34,802.02
URBAN BRANDS, INC.	URBAN BRANDS, INC.					358.05
URBAN BRANDS, INC.	URBAN BRANDS, INC.					7,219.02
URBAN BRANDS, INC.	URBAN BRANDS, INC.					9,000.00
URBAN BRANDS, INC.	URBAN BRANDS, INC.					3,802.00
URBAN BRANDS, INC.	URBAN BRANDS, INC.					95,364.61
URBAN BRANDS, INC.	URBAN BRANDS, INC.					700.96