

United States Bankruptcy Court  
District of Delaware

In re:

URBAN BRANDS, INC.

Chapter 11

Case No. 10-13005

**OMNIBUS 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 notice pursuant to Rule 3001(e) (2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this notice.

**Contrarian Funds, LLC**

Name of Transferee

Name and address where notices  
to transferee should be sent:

Contrarian Funds, LLC  
411 West Putnam Ave., Ste. 425  
Greenwich, CT 06830  
Attention: Alisa Mumola  
Telephone: 203-862-8211  
Email: amumola@contrariancapital.com

**Pioneer Credit Opportunities Fund, L.P.**

Name of Transferor

Name and Current Address of Transferor

Pioneer Credit Opportunities Fund, L.P.  
Attn: Adam D. Stein-Sapir  
Greeley Square Station  
PO Box 20188 39 W 31<sup>st</sup> St.  
New York, NY 10001

**Please See Attached Schedule**

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/ *Alisa Mumola*\_\_\_\_\_

Date: \_\_\_\_\_**December 28, 2011**\_\_\_\_\_

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

**Schedule II**

<b>Original Creditor</b>	<b>Claim No.</b>	<b>Proof of Claim Amount Filed</b>	<b>Reconciled Unsecured Claim</b>	<b>Schedule Claim Amount</b>
Sign Source	370	467,182.88	453,933.07	467,182.88
Brandon Thomas Designs	518	318,943.51	296,876.60	304,224.90
Explore Sourcing	249	285,017.39	277,159.75	278,957.53
Tian Hui Garment	251	197,109.07	53,892.33	204,667.91
Squeem Corporation	44, 307	127,680.57	80,766.36	130,630.91
Adorn Fashions	200	126,006.10	117,641.66	121,117.16
Mainetti Group	Scheduled	86,665.50	86,665.50	86,665.50
Club House Creations	248	85,338.00	80,286.00	80,785.50
JNS Fashions	250	80,611.00	75,140.60	75,287.85
<b>Total</b>			<b>\$1,522,361.87</b>	

**EVIDENCE OF TRANSFER OF CLAIM**

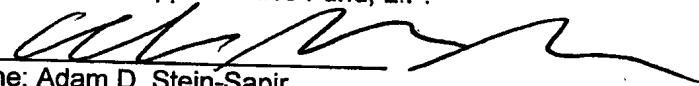
**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, **PIONEER CREDIT OPPORTUNITIES FUND, L.P. (as assignee of SignSource)** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Contrarian Funds, LLC** ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, claims in the aggregate amount of \$467,182.88 (the "Assigned Claim"), against **Urban Brands Inc.** ("Debtor"), the debtor-in-possession in Case No. 10-13005 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the Assigned 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 imposed 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 to Assignee the foregoing claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this Evidence of Transfer of Claim is executed on December 23, 2011.

Pioneer Credit Opportunities Fund, L.P.

By:   
Name: Adam D. Stein-Sapir  
Title: Managing Member

Contrarian Funds, LLC  
By: Contrarian Capital Management, L.L.C.

By:   
Name: **MICHAEL J. RESTIFO**  
Title: **CFO/MEMBER**

**EVIDENCE OF TRANSFER OF CLAIM**

**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, **PIONEER CREDIT OPPORTUNITIES FUND, L.P. (as assignee of Brandon Thomas Designs)** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Contrarian Funds, LLC** ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, claims in the aggregate amount of \$318,943.51 (the "Assigned Claim"), against **Urban Brands Inc.**, ("Debtor"), the debtor-in-possession in Case No. 10-13005 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the Assigned 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 imposed 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 to Assignee the foregoing claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee.

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Pioneer Credit Opportunities Fund, L.P.

By: 

Name: Adam D. Stein-Sapir

Title: Managing Member

Contrarian Funds, LLC

By: Contrarian Capital Management, L.L.C.

By:   
Name: MICHAEL J. RESTIFO

Title: CFO/MEMBER

**EVIDENCE OF TRANSFER OF CLAIM**

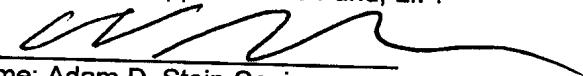
**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, **PIONEER CREDIT OPPORTUNITIES FUND, L.P. (as assignee of Explore Sourcing)** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Contrarian Funds, LLC** ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, claims in the aggregate amount of \$285,017.39 (the "Assigned Claim"), against **Urban Brands Inc.**, ("Debtor"), the debtor-in-possession in Case No. 10-13005 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the Assigned 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 imposed 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 to Assignee the foregoing claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee.

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Pioneer Credit Opportunities Fund, L.P.

By:   
Name: Adam D. Stein-Sapir  
Title: Managing Member

Contrarian Funds, LLC  
By: Contrarian Capital Management, L.L.C.

By:   
Name: **MICHAEL J. RESTIFO**  
Title: **CFO/MEMBER**

**EVIDENCE OF TRANSFER OF CLAIM**

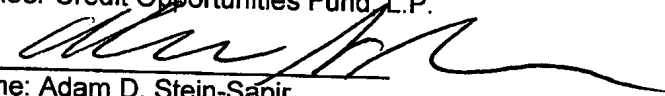
**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, **PIONEER CREDIT OPPORTUNITIES FUND, L.P. (as assignee of Tian Hui Garment)** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Contrarian Funds, LLC** ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, claims in the aggregate amount of \$197,109.07 (the "Assigned Claim"), against **Urban Brands Inc.**, ("Debtor"), the debtor-in-possession in Case No. 10-13005 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the Assigned 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 imposed 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 to Assignee the foregoing claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee.

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Pioneer Credit Opportunities Fund, L.P.

By:   
Name: Adam D. Stein-Sapir  
Title: Managing Member

Contrarian Funds, LLC  
By: Contrarian Capital Management, L.L.C.

By:   
Name:  
Title: **MICHAEL J. RESTIFO**  
**CFO/MEMBER**

**EVIDENCE OF TRANSFER OF CLAIM**

**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, **PIONEER CREDIT OPPORTUNITIES FUND, L.P. (as assignee of Squeem Corporation)** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Contrarian Funds, LLC** ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, claims in the aggregate amount of \$127,680.57 (the "Assigned Claim"), against **Urban Brands Inc.**, ("Debtor"), the debtor-in-possession in Case No. 10-13005 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the Assigned 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 imposed 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 to Assignee the foregoing claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee.

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Pioneer Credit Opportunities Fund, L.P.

By: 

Name: Adam D. Stein-Sapir

Title: Managing Member

Contrarian Funds, LLC

By: Contrarian Capital Management, L.L.C.

By: 

Name:

Title:

**MICHAEL J. RESTIFO**  
CFO/MEMBER

## EVIDENCE OF TRANSFER OF CLAIM

**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, **PIONEER CREDIT OPPORTUNITIES FUND, L.P. (as assignee of Adorn Fashions)** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Contrarian Funds, LLC** ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, claims in the aggregate amount of \$126,006.10 (the "Assigned Claim"), against **Urban Brands Inc.**, ("Debtor"), the debtor-in-possession in Case No. 10-13005 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the foregoing claim.

Assignor hereby waives any objection to the transfer of the Assigned 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 imposed 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 to Assignee the foregoing claim and recognizing the Assignee as the sole owner and holder of the Assigned Claim. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claim, and all payments or distributions of money or property in respect of claim, shall be delivered or made to the Assignee.

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Pioneer Credit Opportunities Fund, L.P.

By: 

Name: Adam D. Stein-Sapir

Title: Managing Member

Contrarian Funds, LLC

By: Contrarian Capital Management, L.L.C.

By: 

Name:

Title:

MICHAEL J. RESTIFO  
CFO/MEMBER



**EVIDENCE OF TRANSFER OF CLAIM**

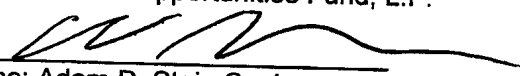
**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, **PIONEER CREDIT OPPORTUNITIES FUND, L.P. (as assignee of Mainetti Group)** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Contrarian Funds, LLC** ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, claims in the aggregate amount of \$86,665.50 (the "Assigned Claim"), against **Urban Brands Inc.**, ("Debtor"), the debtor-in-possession in Case No. 10-13005 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the foregoing claim.

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By: Contrarian Capital Management, L.L.C.

By:   
Name: MICHAEL J. RESTIFO  
Title: CFO/MEMBER

**EVIDENCE OF TRANSFER OF CLAIM**

**TO: THE DEBTOR AND THE BANKRUPTCY COURT**

For value received, the adequacy and sufficiency of which are hereby acknowledged, **PIONEER CREDIT OPPORTUNITIES FUND, L.P. (as assignee of Club House Creations)** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Contrarian Funds, LLC** ("Assignee") all of its right, title, interest, claims and causes of action in and to, or arising under or in connection with, claims in the aggregate amount of \$85,338.00 (the "Assigned Claim"), against **Urban Brands Inc.**, ("Debtor"), the debtor-in-possession in Case No. 10-13005 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the foregoing claim.

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By: Contrarian Capital Management, L.L.C.

By:   
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Title: CFO/MEMBER

**EVIDENCE OF TRANSFER OF CLAIM**

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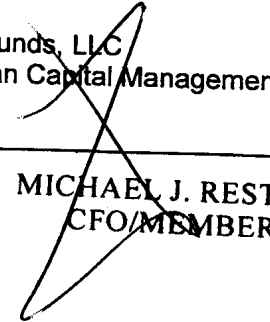
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Title: Managing Member

Contrarian Funds, LLC

By:  Contrarian Capital Management, L.L.C.

By: \_\_\_\_\_

Name:

Title:

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CFO/MEMBER