

Urban Brands Inc.
Laura A. Weil, CEO
100 Metro Way
Secaucus NJ 07094-1906

December 30, 2011
Invoice 396903
Page 11
Client # 734996
Matter # 170666

For services through December 1, 2011
relating to Use, Sale of Assets

11/07/11	Meet with K. Good re: CIT LOC issue (.4); Call with M. Klein re: CIT LOC issue (.2)			
Director	Paul N. Heath	0.60 hrs.	550.00	\$330.00
11/22/11	Email to P. Heath re: accounting system set up for liquidating trust			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
11/28/11	Conferences (x2) with P. Heath re: issues re: going effective and bank accounts (.2); Email (x2) to P. Heath re: same (.1); Call with S. Feldman and P. Heath re: same and claims issues (.7)			
Associate	L. Katherine Good	1.00 hrs.	340.00	\$340.00

Total Fees for Professional Services	\$704.00
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TOTAL DUE FOR THIS INVOICE	<hr/> \$704.00
BALANCE BROUGHT FORWARD	\$2,073.80
TOTAL DUE FOR THIS MATTER	<hr/> \$2,777.80

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For services through December 1, 2011
relating to Cash Collateral/DIP Financing

12/01/11	Meet with K. Good re: effective date			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00
12/01/11	Review of notice of effective date			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00
12/01/11	Email with M. Klein and K. Good re: effective date			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00
12/01/11	Email with S. Feldman and K. Good re: effective date			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00
12/01/11	Review certificate of trust			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00

Total Fees for Professional Services \$495.00

TOTAL DUE FOR THIS INVOICE **\$495.00**

TOTAL DUE FOR THIS MATTER **\$495.00**

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For services through December 1, 2011
relating to Claims Administration

11/01/11	Email to V. Bakhshian and K. Martin re: updated address for distributions of Pennsylvania Department of Revenue claims (.1); Email to J. Raviele re: stipulation regarding Weingarten and WRI-TC claims (.1)				
Associate	L. Katherine Good	0.20 hrs.	340.00	\$68.00	—
11/07/11	Review and analyze issues re: proposed CIT settlement (.3); Email (x2) to J. Finocchiaro re: 4th omnibus objection and Chartis claims (.1)				
Associate	L. Katherine Good	0.40 hrs.	340.00	\$136.00	
11/07/11	Review documents and research re: Rainbow claims				
Associate	L. Katherine Good	1.30 hrs.	340.00	\$442.00	
11/07/11	Meet with K. Good re: tax claim issue				
Director	Paul N. Heath	0.30 hrs.	550.00	\$165.00	
11/10/11	Research and draft memo re: 5-7-9 & Beyond claims				
Associate	L. Katherine Good	0.90 hrs.	340.00	\$306.00	
11/10/11	Email with S. Feldman and K. Good re: tax payment				
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00	
11/11/11	Review email from K. Good re: Second Order for 4th Omnibus Objection (.1); Review fourth omnibus objection and begin drafting second order (.3); Emails with BMC re: creating exhibits re: same (.1); Email with K. Good re: same (.1)				
Associate	Julie A. Finocchiaro	0.60 hrs.	255.00	\$153.00	
11/11/11	Call with M. Klein re: CIT settlement and other claims issues (.2); Email to J. Finocchiaro re: 4th omnibus order and Chartis claims (.1); Review documents re: Novogroder claims (.4)				
Associate	L. Katherine Good	0.70 hrs.	340.00	\$238.00	

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11/14/11	Circulate request of California's Franchise Tax Board for payment of administrative expense claim to distribution			
Paralegal	Jamie E. Schairer	0.20 hrs.	200.00	\$40.00
11/14/11	Review of correspondence re: tax board claim			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00
11/17/11	Emails with K. Good re: charts for Order (Second) (.1); Emails with S. Ordoz re: Second Order for Fourth Omnibus Objection (.1); Call with S. Ordoz re: same (.1)			
Associate	Julie A. Finocchiaro	0.30 hrs.	255.00	\$76.50
11/17/11	Email (x2) to J. Finocchiaro re: order resolving Chartis claims on 4th omnibus objection			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
11/18/11	Email with R. Kelbon re: PBGC claim			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00
11/22/11	Email to A. Muller re: second omnibus objection and 5-7-9 & Beyond claims (.1); Review J. Raviele comments to stipulation re: Weingarten claims (.1); Email to P. Heath re: same (.1)			
Associate	L. Katherine Good	0.30 hrs.	340.00	\$102.00
11/22/11	Email with K. Good re: claim stipulation (.1); Review of claim stipulation (.1)			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00
11/28/11	Email to M. Klein re: claims issues			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
11/28/11	Meet with K. Good re: claim issues			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00

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11/29/11	Review email from K. Good re: drafting COC and Order re: Chartis claim for 4th Omnibus objection (.1); Review and revise COC re: same (.1); Review and revise order per same (.1); Review exhibits re: same (.1); Final review, revise, and prepare for filing (.1); Conference with K. Good re: same (.1)			
Associate	Julie A. Finocchiaro	0.60 hrs.	255.00	\$153.00
11/29/11	Review and revise CIT settlement motion (.1); Call with P. Heath and M. Klein re: various claims issues (.4); Conference with P. Heath re: same (.2); Call with T. Jackson of Henrico County Tax Collector re: claim and status of case (.1); Email to M. Klein re: 503(b)(9) reconciliation (.1); Review COC re: 4th omnibus objection and Chartis claim (.1); Conference with J. Finocchiaro re: same (.1)			
Associate	L. Katherine Good	1.10 hrs.	340.00	\$374.00
11/29/11	Meet with K. Good re: claim issue (.4); Call with M. Klein and K. Good re: claim issues (.3); Email with K. Good re: 503(b)(9) (.1)			
Director	Paul N. Heath	0.80 hrs.	550.00	\$440.00
11/30/11	Efile certification of counsel re: order (second) re: 4th omnibus claims objection (.2); Telephone call with J. Finocchiaro re: service of same (.1); Serve same (.1)			
Paralegal	Jamie E. Schairer	0.40 hrs.	200.00	\$80.00
11/30/11	Review COC and Order re: 4th Omnibus regarding Chartis claim (.2); Call with J. Schairer re: question regarding service of same (.1)			
Associate	Julie A. Finocchiaro	0.30 hrs.	255.00	\$76.50
11/30/11	Call with G. Bower re: Novogroder claims (.1); Conference with P. Heath re: C. Cao EEOC claim and slip-and-fall claim, Weingarten claim stipulation and document destruction motion (.3); Email to M. Klein re: Weingarten claim stipulation (.1); Email to J. Raviele re: same (.1); Email to J. Schairer re: service of COC re: 4th omnibus objection and Chartis claims (.1)			
Associate	L. Katherine Good	0.70 hrs.	340.00	\$238.00

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11/30/11	Meet with K. Good re: claim issues (.2); Call with K. Good and A. Lippett re: claims (.1)			
Director	Paul N. Heath	0.30 hrs.	550.00	\$165.00
11/30/11	Review of claim stipulation re: lease rejection claim			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00

Total Fees for Professional Services	\$3,816.00
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TOTAL DUE FOR THIS INVOICE	\$3,816.00
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\$6,662.40

TOTAL DUE FOR THIS MATTER	\$10,478.40
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For services through December 1, 2011
relating to Court Hearings

11/14/11	Update motion chart (.1); Update 12/6/11 hearing agenda (.2); Update 12/6/11 hearing binder (.3)			
Paralegal	Jamie E. Schairer	0.60 hrs.	200.00	\$120.00
11/28/11	Review 12/6/11 hearing agenda (.1); Circulate same to K. Good and J. Finocchiaro for review (.1); Revise 12/6/11 hearing binder (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	200.00	\$60.00
11/29/11	Revise 12/6/11 hearing binder			
Paralegal	Jamie E. Schairer	0.10 hrs.	200.00	\$20.00
11/30/11	Update motion chart (.2); Update 12/6/11 hearing agenda (.3); Circulate same to K. Good and J. Finocchiaro for review (.1); Update 12/6/11 hearing binders for Court and counsel (.4); Prepare 12/6/11 COC binder for Court (.3)			
Paralegal	Jamie E. Schairer	1.30 hrs.	200.00	\$260.00

Total Fees for Professional Services	\$460.00
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TOTAL DUE FOR THIS INVOICE	\$460.00
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	\$12,614.90
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TOTAL DUE FOR THIS MATTER	\$13,074.90
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For services through December 1, 2011
relating to General Corporate/Real Estate

11/01/11	Conference with K. Good re: destruction motion (.1); Email to S. Feldman and M. Klein re: same (.1)			
Associate	Amanda R. Steele	0.20 hrs.	245.00	\$49.00
11/01/11	Conference with A. Steele re: document destruction motion (.1); Email to M. Klein re: same (.1); Call with M. Klein re: same (.2)			
Associate	L. Katherine Good	0.40 hrs.	340.00	\$136.00
11/02/11	Email to F. McGinn re: document destruction			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
11/04/11	Review and revise motion for authorization to destroy documents (.9); Conference with P. Heath re: same (.2)			
Associate	L. Katherine Good	1.10 hrs.	340.00	\$374.00
11/07/11	Conference with P. Heath re: various open issues, including liquidating trust formation, CIT settlement agreement, document destruction issues and City of Baltimore summons			
Associate	L. Katherine Good	1.20 hrs.	340.00	\$408.00
11/07/11	Meet with K. Good re: document destruction			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00
11/09/11	Review and revise document destruction motion			
Director	Paul N. Heath	0.30 hrs.	550.00	\$165.00
11/11/11	Finalize and efile motion to abandon and destruct records and expend funds			
Paralegal	Janel Gates	0.20 hrs.	200.00	\$40.00

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11/11/11	Email (x3) to F. McGinn, S. Feldman and P. Heath re: document destruction motion (.2); Review, revise and finalize same for filing (.3); Draft notice re: same (.1); Email to M. Klein re: same (.1); Email (x2) to R. Speaker re: filing and service of same (.1); Email to BMC Group re: service of same (.1)			
Associate	L. Katherine Good	0.90 hrs.	340.00	\$306.00
11/11/11	Email with K. Good and R. McGinn re: document issue (.3); Review of records destruction motion (.4); Email with K. Good and S. Feldman re: records motion (.1); Review of revised settlement agreement re: documents (.1)			
Director	Paul N. Heath	0.90 hrs.	550.00	\$495.00
11/14/11	Email with F. McGinn and K. Good re: document motion			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00
11/18/11	Email to P. Heath re: 5-7-9 & Beyond informal response to document destruction motion (.1); Review and analyze same (.1); Email to A. Muller re: same (.1)			
Associate	L. Katherine Good	0.30 hrs.	340.00	\$102.00
11/18/11	Email with K. Good re: document destruction motion			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00
11/28/11	Email (x2) to P. Heath re: document destruction motion (.2); Email to A. Muller re: same (.1); Conference with P. Heath re: same (.1)			
Associate	L. Katherine Good	0.40 hrs.	340.00	\$136.00
11/28/11	Meet with K. Good re: document destruction issue (.1); Email with K. Good re: document destruction issue (.4); Review of email from K. Good re: document storage schedule (.2); Email with K. Good and A. Muller re: document storage issue (.1)			
Director	Paul N. Heath	0.80 hrs.	550.00	\$440.00
11/30/11	Email (x2) with K. Good re: certification of no objection re: motion to destruct			
Paralegal	Jamie E. Schairer	0.10 hrs.	200.00	\$20.00

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11/30/11	Email to F. McGinn re: document destruction motion (.1); Conference with P. Heath re: same (.1); Call with P. Heath and A. Muller re: same (.2); Email to J. Schairer re: objection to same (.1); Email to S. Feldman re: information re: same (.1)			
Associate	L. Katherine Good	0.60 hrs.	340.00	\$204.00
11/30/11	Call to A. Muller re: document issue (.1); Call with A. Muller and K. Good re: document issue (.3); Email to K. Good re: document issue (.2); Email to K. Good and F. McGinn re: records issue (.1); Email with A. Muller and K. Good re: document issue (.1); Review objection to records motion (.2); Email with S. Feldman and K. Good re: records issue (.2)			
Director	Paul N. Heath	1.20 hrs.	550.00	\$660.00
12/01/11	Email with A. Muller and K. Good re: records issue			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00
12/01/11	Review of email from S. Leonhardt re: object to records motion			
Director	Paul N. Heath	0.10 hrs.	550.00	\$55.00
12/01/11	Attention to records issues			
Director	Paul N. Heath	0.60 hrs.	550.00	\$330.00
12/01/11	Email with K. Good re: certificate of trust			
Director	Paul N. Heath	0.20 hrs.	550.00	\$110.00
12/01/11	Conference with K. Good (.1); File certificate of trust (.1)			
Paralegal	Rosella M. Champion	0.20 hrs.	210.00	\$42.00

Total Fees for Professional Services \$4,491.00

TOTAL DUE FOR THIS INVOICE \$4,491.00

TOTAL DUE FOR THIS MATTER \$4,491.00

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For services through December 1, 2011
relating to Tax Issues

11/03/11	Discussed taxation of liquidating trust with P. Heath			
Director	Stanford L. Stevenson III	0.20 hrs.	500.00	\$100.00
11/04/11	Discussed acquisition of EIN for liquidating trust with P. Heath and J. Froehlich			
Director	Stanford L. Stevenson III	0.30 hrs.	500.00	\$150.00
11/10/11	Email to S. Feldman re: Maryland ad valorem taxes and related summons			
Associate	L. Katherine Good	0.20 hrs.	340.00	\$68.00
11/10/11	Gather information for EIN (.1); Discussed with P. Heath and J. Froehlich (.3)			
Director	Stanford L. Stevenson III	0.40 hrs.	500.00	\$200.00
11/11/11	Received and forwarded EIN for liquidating trust to P. Heath			
Director	Stanford L. Stevenson III	0.30 hrs.	500.00	\$150.00

Total Fees for Professional Services \$668.00

TOTAL DUE FOR THIS INVOICE \$668.00

TOTAL DUE FOR THIS MATTER \$668.00