EXHIBIT "D"

B10 (Official Form 10)(Rev. 7/95)

UNITED STATES BANKRUPTCY COURT DISTRICT OF DELAWARE	**PROOF OF CLAIM**
In re (Name of Debtor) URBAN BRANDS, INC.	Case Number: Case No. 10-13005 (KJC) Chapter 11

Note: This form may 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)
PR PRINCE GEORGES PLAZA LLC

Name and Address Where Notices Should be Sent
c/o Jeffrey Kurtzman, Esquire
KLEHR | HARRISON | HARVEY | BRANZBURG LLP
1835 Market Street, Suite 1400
Philadelphia, PA 19103

☐ 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.
☐ Check box if you have never received any notices from the bankruptcy court in this case.
☐ Check box if the address differs from the address on the envelope sent to you by the court.

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ACCOUNT OR OTHER NUMBER BY WHICH CREDITOR IDENTIFIES DEBTOR:

Check here if this claim ☐ replaces a previously filed claim, dated: ☐ amends_____

1. BASIS FOR CLAIM
☐ Goods sold
☐ Services performed
☐ Money loaned
☐ Personal injury/wrongful death
☐ Taxes
☒ Other (Describe briefly) Lease obligations
☐ Retiree benefits as defined in 11 U.S.C. § 1114(a)
☐ Wages, salaries, and compensation (Fill out below)
Your social security number_____
Unpaid compensation for services performed
from_____ to_____

2. DATE DEBT WAS INCURRED:

3. IF COURT JUDGMENT, DATE OBTAINED:

4. CLASSIFICATION OF CLAIM. Under the Bankruptcy Code all claims are classified as one or more of the following: (1) Unsecured nonpriority, (2) Unsecured Priority, (3) Secured. It is possible for part of a claim to be in one category and part in another.
CHECK THE APPROPRIATE BOX OR BOXES that best describe your claim and STATE THE AMOUNT OF THE CLAIM AT TIME CASE FILED.

☐ SECURED CLAIM $_____
Attached evidence of perfection of security interest
Brief Description of Collateral:
☐ Real Estate ☐ Motor Vehicle ☐ Other (Describe briefly)

Amount of arrearage and other charges at the time case filed included in secured claim above, if any $_____

☐ UNSECURED NONPRIORITY CLAIM $ 74,794.20
A claim is unsecured if there is no collateral or lien on property of the debtor securing the claim or to the extent that the value of such property is less than the amount of the claim.

☐ UNSECURED PRIORITY CLAIM $_____
Specify the priority of the claim.

☐ Wages, salaries, or commissions (up to $4000),* earned not more than 90 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier -- 11 U.S.C. § 507(a)(3).
☐ Contributions to an employee benefit plan -- 11 U.S.C. § 507(a)(4)
☐ Up to $1,800* of deposits toward purchase, lease, or rental of property for services for personal, family, or household use.-- 11 U.S.C. 507(a)(6)
☐ Alimony, maintenance, or support owed to a spouse, former spouse, or child -- 11 U.S.C. § 507(a)(7)
☐ Taxes or penalties of governmental units -- 11 U.S.C. § 507(a)(8)
☐ Other -- Specify applicable paragraph of 11 U.S.C. § 507(a) _____

*Amounts are subject to adjustment on 4/1/98 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

5. TOTAL AMOUNT OF CLAIM AT THE TIME CASE FILED:

$ 74,794.20	$	$	$ 74,794.20
(Unsecured)	(Secured)	(Priority)	(Total)

☐ Check this box if claim includes charges in addition to the principal amount of the claim. Attach itemized statement of all additional charges.

6. CREDITS AND SETOFFS: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim. In filing this claim, claimant has deducted all amounts that claimant owes to debtor.
7. SUPPORTING DOCUMENTS: *Attach copies of supporting documents*, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, or evidence of security interests. If the documents are not available, explain. If the documents are voluminous, attach a summary.
8. TIME-STAMPED COPY: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

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Date

September 27, 2010

Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any)

PREIT SERVICES, LLC, as agent for
PR PRINCE GEORGES PLAZA, LLC

By: Christiana Uy
Christiana Uy, Paralegal

Penalty for presenting fraudulent claim: Fine of up to $500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

*together with continually accruing interest, costs and fees (including attorneys' fees) as provided in the applicable loan and security documents

Company: 00153 The Mall at Prince Georges

Ty	...Document... Number	Item	Bill Code	Lease #	Invoice Date	Due Date/ Check Date	Original Amount	Open Amount	Current	1 - 30	31 - 60	61 - 90	91 - 120	Over 120
Customer: 271278 Ashley Stewart							Type REG	Phone Number: (201) 3199093X2135		Legal	37			
RN	20731392	001	LATE	00026651	12/24/2009	12/24/2009	1,440.23	1,440.23					4/6/2010	1,440.23
RD	20739948	001	RENT	00026651	2/1/2010	2/1/2010	17,993.25	1,860.75						1,860.75
RN	20742554	001	LATE	00026651	1/21/2010	1/21/2010	1,440.23	1,440.23						1,440.23
RD	20853590	001	RENT	00026651	3/1/2010	3/1/2010	17,993.25	1,860.75						1,860.75
RH	20964767	001	XRE	00026651	3/31/2010	3/31/2010	2,776.30	2,776.30						2,776.30
RH	21072924	001	XCAM	00026651	3/31/2010	3/31/2010	1,679.87-	1,679.87-						1,679.87-
RD	21186354	001	RENT	00026651	4/1/2010	4/1/2010	17,993.25	1,860.75						1,860.75
RD	21193936	001	RENT	00026651	5/1/2010	5/1/2010	17,993.25	1,860.75						1,860.75
RD	21205891	001	RENT	00026651	6/1/2010	6/1/2010	17,993.25	1,860.75					1,860.75	
RD	21225805	001	TRSH	00026651	8/1/2010	8/1/2010	163.58	163.58			163.58			
RD	21225805	002	RE	00026651	8/1/2010	8/1/2010	2,744.68	2,744.68			2,744.68			
RD	21225805	003	CAM	00026651	8/1/2010	8/1/2010	9,037.39	9,037.39			9,037.39			
RD	21225805	004	MKFD	00026651	8/1/2010	8/1/2010	817.88	817.88			817.88			
RD	21225805	005	RENT	00026651	8/1/2010	8/1/2010	17,993.25	17,993.25			17,993.25			
RD	21238495	001	RENT	00026651	9/1/2010	9/1/2010	17,993.25	17,993.25		17,993.25				
RD	21238495	002	TRSH	00026651	9/1/2010	9/1/2010	163.58	163.58		163.58				
RD	21238495	003	MKFD	00026651	9/1/2010	9/1/2010	817.88	817.88		817.88				
RD	21238495	004	RE	00026651	9/1/2010	9/1/2010	2,744.68	2,744.68		2,744.68				
RD	21238495	005	CAM	00026651	9/1/2010	9/1/2010	9,037.39	9,037.39		9,037.39				
Customer: 271278 Ashley Stewart							155,456.70	74,794.20		30,756.78	30,756.78		1,860.75	11,419.89
Co Total 00153 The Mall at Prince Georges							155,456.70	74,794.20		30,756.78	30,756.78		1,860.75	11,419.89
Grand Total							155,456.70	74,794.20		30,756.78	30,756.78		1,860.75	11,419.89