

UNITED STATES BANKRUPTCY COURT

District of Delaware

In re: Large Apparel of Virginia, Inc.,
Debtor

Case No. 10-13045-KJC
(if known)

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| AMOUNT | SOURCE |
|-------------|-----------------------|
| \$3,142,094 | YTD 9/20/2010 - Sales |
| \$4,830,862 | FY 2009 - Sales |
| \$4,727,874 | FY 2008 - Sales |

2. Income other than from employment or operation of business

None

State the amount of income received by the debtor other than from employment, trade, profession, operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

SOURCE

REFER TO SOFA EXHIBIT 2

3. Payments to creditors

Complete a. or b., as appropriate, and c.

None

a. *Individual or joint debtor(s) with primarily consumer debts:* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR | DATES OF PAYMENTS | AMOUNT PAID | AMOUNT STILL OWING |
|------------------------------|-------------------|-------------|--------------------|
|------------------------------|-------------------|-------------|--------------------|

None

b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR | DATES OF PAYMENTS/ TRANSFERS | AMOUNT PAID OR VALUE OF TRANSFERS | AMOUNT STILL OWING |
|------------------------------|---------------------------------|---|-----------------------|
|------------------------------|---------------------------------|---|-----------------------|

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

None



c. *All debtors*: List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR | DATE OF PAYMENT | AMOUNT PAID | AMOUNT STILL OWING |
|--|--------------------|----------------|-----------------------|
|--|--------------------|----------------|-----------------------|

4. Suits and administrative proceedings, executions, garnishments and attachments

None



a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| CAPTION OF SUIT AND CASE NUMBER | NATURE OF PROCEEDING | COURT OR AGENCY AND LOCATION | STATUS OR DISPOSITION |
|------------------------------------|----------------------|---------------------------------|--------------------------|
|------------------------------------|----------------------|---------------------------------|--------------------------|

None



b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED | DATE OF SEIZURE | DESCRIPTION AND VALUE OF PROPERTY |
|--|--------------------|---|
|--|--------------------|---|

5. Repossessions, foreclosures and returns

None



List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR OR SELLER | DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN | DESCRIPTION AND VALUE OF PROPERTY |
|---|--|---|
|---|--|---|

6. Assignments and receivershipsNone

a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF ASSIGNEE | DATE OF ASSIGNMENT | TERMS OF ASSIGNMENT OR SETTLEMENT |
|---------------------------------|-----------------------|---|
|---------------------------------|-----------------------|---|

None

b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CUSTODIAN | NAME AND LOCATION OF COURT CASE TITLE & NUMBER | DATE OF ORDER | DESCRIPTION AND VALUE Of PROPERTY |
|----------------------------------|--|------------------|---|
|----------------------------------|--|------------------|---|

7. GiftsNone

List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF PERSON OR ORGANIZATION | RELATIONSHIP TO DEBTOR, IF ANY | DATE OF GIFT | DESCRIPTION AND VALUE OF GIFT |
|--|--------------------------------------|-----------------|-------------------------------------|
|--|--------------------------------------|-----------------|-------------------------------------|

8. LossesNone

List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| DESCRIPTION AND VALUE OF PROPERTY | DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS | DATE OF LOSS |
|---|--|-----------------|
|---|--|-----------------|

9. Payments related to debt counseling or bankruptcy

None

List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within **one year** immediately preceding the commencement of this case.

| NAME AND ADDRESS OF PAYEE | DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY |
|------------------------------|---|--|
|------------------------------|---|--|

10. Other transfers

None

a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR | DATE | DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED |
|---|------|--|
|---|------|--|

None

b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

| NAME OF TRUST OR OTHER DEVICE | DATE(S) OF TRANSFER(S) | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY |
|----------------------------------|---------------------------|---|
|----------------------------------|---------------------------|---|

11. Closed financial accounts

None

List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF INSTITUTION | TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE | AMOUNT AND DATE OF SALE OR CLOSING |
|------------------------------------|--|--|
|------------------------------------|--|--|

12. Safe deposit boxesNone

List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY | NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY | DESCRIPTION OF CONTENTS | DATE OF TRANSFER OR SURRENDER, IF ANY |
|--|---|-------------------------------|---|
|--|---|-------------------------------|---|

13. SetoffsNone

List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

| NAME AND ADDRESS OF CREDITOR | DATE OF SETOFF | AMOUNT OF SETOFF |
|------------------------------|-------------------|---------------------|
|------------------------------|-------------------|---------------------|

14. Property held for another personNone

List all property owned by another person that the debtor holds or controls.

| NAME AND ADDRESS OF OWNER | DESCRIPTION AND VALUE OF PROPERTY | LOCATION OF PROPERTY |
|------------------------------|--------------------------------------|----------------------|
|------------------------------|--------------------------------------|----------------------|

15. Prior address of debtorNone

If debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

| ADDRESS | NAME USED | DATES OF OCCUPANCY |
|---------|-----------|--------------------|
|---------|-----------|--------------------|

16. Spouses and Former Spouses

None If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

| SITE NAME AND ADDRESS | NAME AND ADDRESS OF GOVERNMENTAL UNIT | DATE OF NOTICE | ENVIRONMENTAL LAW |
|--------------------------|--|-------------------|----------------------|
|--------------------------|--|-------------------|----------------------|

None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

| SITE NAME AND ADDRESS | NAME AND ADDRESS OF GOVERNMENTAL UNIT | DATE OF NOTICE | ENVIRONMENTAL LAW |
|--------------------------|--|-------------------|----------------------|
|--------------------------|--|-------------------|----------------------|

None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

| NAME AND ADDRESS OF GOVERNMENTAL UNIT | DOCKET NUMBER | STATUS OR DISPOSITION |
|--|---------------|--------------------------|
|--|---------------|--------------------------|

18. Nature, location and name of business

None a. *If the debtor is an individual*, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing

executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

| NAME | LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN | ADDRESS | NATURE OF BUSINESS | BEGINNING AND ENDING DATES |
|------|--|---------|--------------------|-------------------------------|
|------|--|---------|--------------------|-------------------------------|

None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

| NAME | ADDRESS |
|------|---------|
|------|---------|

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

*(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

19. Books, records and financial statements

None a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

| NAME AND ADDRESS | DATES SERVICES RENDERED |
|------------------|-------------------------|
|------------------|-------------------------|

REFER TO SOFA EXHIBIT 19a

None b. List all firms or individuals who within **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

| NAME | ADDRESS | DATES SERVICES RENDERED |
|------|---------|-------------------------|
|------|---------|-------------------------|

REFER TO SOFA EXHIBIT 19b

- None c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

| NAME | ADDRESS |
|---------------------------|---------|
| REFER TO SOFA EXHIBIT 19a | |

- None d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

| NAME AND ADDRESS | DATE ISSUED |
|------------------|-------------|
|------------------|-------------|

Over the prior two years, the Debtors have provided their financial statements to various parties, including secured lenders, government entities and other interested parties, through online data rooms and other diligence procedures

N/A

20. Inventories

- None a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

| DATE OF INVENTORY | INVENTORY SUPERVISOR | DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis) |
|---------------------|----------------------|--|
| January 11-13, 2009 | ERIC BARBOUR | \$271,282.19 |
| January 10-12, 2010 | ERIC BARBOUR | \$206,293.25 |

- None b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

| DATE OF INVENTORY | NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS |
|---------------------|--|
| January 11-13, 2009 | ERIC BARBOUR 100 METRO WAY, SECAUCUS, NJ 07094 |
| January 10-12, 2010 | ERIC BARBOUR 100 METRO WAY, SECAUCUS, NJ 07094 |

21 . Current Partners, Officers, Directors and Shareholders

- None a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

| NAME AND ADDRESS | NATURE OF INTEREST | PERCENTAGE OF INTEREST |
|------------------|--------------------|------------------------|
|------------------|--------------------|------------------------|

- None b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

| NAME AND ADDRESS | TITLE | NATURE AND PERCENTAGE OF STOCK OWNERSHIP |
|---------------------------|-------|--|
| REFER TO SOFA EXHIBIT 21b | | |

22 . Former partners, officers, directors and shareholdersNone

a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

| NAME | ADDRESS | DATE OF WITHDRAWAL |
|------|---------|--------------------|
|------|---------|--------------------|

None

b. If the debtor is a corporation, list all officers or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

| NAME AND ADDRESS | TITLE | DATE OF TERMINATION |
|---------------------------|-------|---------------------|
| REFER TO SOFA EXHIBIT 22b | | |

23 . Withdrawals from a partnership or distributions by a corporationNone

If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

| NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR | DATE AND PURPOSE OF WITHDRAWAL | AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY |
|---|-----------------------------------|--|
|---|-----------------------------------|--|

24. Tax Consolidation Group.None

If the debtor is a corporation, list the name and federal taxpayer-identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

| NAME OF PARENT CORPORATION | TAXPAYER-IDENTIFICATION NUMBER (EIN) |
|----------------------------|--------------------------------------|
| URBAN BRANDS, INC. | 51-0373678 |
| ASHLEY STEWART WOMAN, LTD | 22-3614152 |

25. Pension Funds.None

If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

| NAME OF PENSION FUND | TAXPAYER-IDENTIFICATION NUMBER (EIN) |
|----------------------|--------------------------------------|
|----------------------|--------------------------------------|

* * * * *


[If completed by an individual or individual and spouse]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct.

| | | | |
|------|-------|------------------------------------|-------|
| Date | _____ | Signature of Debtor | _____ |
| Date | _____ | Signature of Joint Debtor (if any) | _____ |

[If completed on behalf of a partnership or corporation]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

| | | | |
|------|------------|----------------------|--|
| Date | 10/21/2010 | Signature |  |
| | | Print Name and Title | Michael Abate, Vice President Finance/Treasurer |

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

___ continuation sheets attached

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 and 3571

DECLARATION AND SIGNATURE OF NON-ATTORNEY BANKRUPTCY PETITION PREPARER (See 11 U.S.C. § 110)

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required by that section.

| | |
|--|--|
| _____ | _____ |
| Printed or Typed Name and Title, if any, of Bankruptcy Petition Preparer | Social-Security No. (Required by 11 U.S.C. § 110.) |

If the bankruptcy petition preparer is not an individual, state the name, title (if any), address, and social-security number of the officer, principal, responsible person, or partner who signs this document.

Address

| | |
|---|-------|
| _____ | _____ |
| Signature of Bankruptcy Petition Preparer | Date |

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional signed sheets conforming to the appropriate Official Form for each person

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 18 U.S.C. § 156.

Statement of Financial Affairs - Exhibit 2
Large Apparel of Virginia, Inc. - 10-13045-KJC

| Legal Entity | Type | FY 2008 | FY 2009 | FY 9/20/2010 |
|---------------------------------|----------------------------|---------------------|---------------------|---------------------|
| | Other Income - Layaway | | | |
| Large Apparel of Virginia, Inc. | Fees | \$ 16,301.00 | \$ 17,359.00 | \$ 11,031.00 |
| | Other Income - | | | |
| Large Apparel of Virginia, Inc. | Miscellaneous | \$ - | \$ 119.00 | \$ 20.00 |
| | Other Income - S/T | | | |
| Large Apparel of Virginia, Inc. | Discounts | \$ 750.00 | \$ 9,314.00 | \$ 1,485.00 |
| Large Apparel of Virginia, Inc. | Other Income - Restitution | \$ - | \$ 121.00 | \$ - |
| Large Apparel of Virginia, Inc. | Other Income - Interest | \$ 395.00 | \$ - | \$ - |
| | | \$ 17,446.00 | \$ 26,913.00 | \$ 12,536.00 |

Statement of Financial Affairs - Exhibit 19a

Urban Brands, Inc., et al⁽¹⁾ - 10-13005 (KJC)

| Name | Address | Job Title | Present Employee? | Hire Date | Term Date | Rehire Date |
|--------------------------|-----------------------------------|--------------------------------|-------------------|------------|------------|-------------|
| Feldman,Stephen A | 100 Metro Way, Secaucus, NJ 07094 | Chief Financial Officer | Y | 1/19/2004 | 10/23/2006 | 09/21/2010 |
| Abate,Michael | 100 Metro Way, Secaucus, NJ 07094 | V.P. of Finance & Treasury | Y | 10/28/1985 | N/A | N/A |
| Bashur,Gary A | 100 Metro Way, Secaucus, NJ 07094 | VP of Supply Chain & Fin. Oper | Y | 11/2/2009 | N/A | N/A |
| Pyontek,Richard | 100 Metro Way, Secaucus, NJ 07094 | Dir of Financial Reporting | Y | 9/21/2009 | N/A | N/A |
| Colon,Gil | 100 Metro Way, Secaucus, NJ 07094 | Real Estate Accounting Manager | Y | 8/20/2007 | N/A | N/A |
| Williams,Isha H | 100 Metro Way, Secaucus, NJ 07094 | Senior Staff Accountant | Y | 3/16/2002 | N/A | N/A |
| Klemas,Joel G | 100 Metro Way, Secaucus, NJ 07094 | Tax Manager | Y | 5/8/2006 | N/A | N/A |
| Barbour,Eric | 100 Metro Way, Secaucus, NJ 07094 | Inventory Cntrl/Sales Audit Mg | Y | 8/9/1982 | N/A | N/A |
| Addo,Isaac | 100 Metro Way, Secaucus, NJ 07094 | Treasury Manager | Y | 3/24/2008 | N/A | N/A |
| Fernandez,Luisa | 100 Metro Way, Secaucus, NJ 07094 | Accounts Payable Manager | Y | 8/23/2006 | N/A | N/A |
| Pineda,William M | 100 Metro Way, Secaucus, NJ 07094 | Tax Supervisor | Y | 1/15/1996 | N/A | N/A |
| Conil,Cecilia | 100 Metro Way, Secaucus, NJ 07094 | Accounts Payable Supervisor | Y | 2/22/2010 | N/A | N/A |
| Sanders,Alana | 100 Metro Way, Secaucus, NJ 07094 | Inventory Control Supervisor | Y | 9/10/2005 | N/A | N/A |
| Alvelo,Anabel | 100 Metro Way, Secaucus, NJ 07094 | Sales Audit Supervisor | Y | 10/16/2006 | N/A | N/A |
| Wells,Reginald | 100 Metro Way, Secaucus, NJ 07094 | Accounts Payable Clerk | Y | 8/24/1999 | N/A | N/A |
| Rupp,Joanne | 100 Metro Way, Secaucus, NJ 07094 | Accounts Payable Clerk | Y | 6/29/2000 | N/A | N/A |
| Decos,Michael | 100 Metro Way, Secaucus, NJ 07094 | Bank Reconciliation Clerk | Y | 12/29/2003 | N/A | N/A |
| Dickerson,Anthony | 100 Metro Way, Secaucus, NJ 07094 | Temporary/Seasonal Associate | Y | 6/11/2007 | 07/15/2009 | 04/12/2010 |
| Bubet,Frank | 100 Metro Way, Secaucus, NJ 07094 | Treasury Sr Analyst | N | 9/4/2007 | 03/21/2008 | N/A |
| Vega,Kathryn M | 100 Metro Way, Secaucus, NJ 07094 | Accounts Payable Clerk | N | 12/26/2007 | 09/24/2008 | N/A |
| Matarazzo,Jeanine | 100 Metro Way, Secaucus, NJ 07094 | Accounts Payable Supervisor | N | 1/22/2008 | 12/05/2008 | N/A |
| Jeter,Gloria E | 100 Metro Way, Secaucus, NJ 07094 | Bank Reconciliation Clerk | N | 1/23/1974 | 01/16/2009 | N/A |
| Britt,Anita D | 100 Metro Way, Secaucus, NJ 07094 | Executive V.P. Chief FO | N | 9/25/2006 | 02/23/2009 | N/A |
| Walsh,William J | 100 Metro Way, Secaucus, NJ 07094 | Dir of Financial Reporting | N | 5/14/2007 | 06/29/2009 | N/A |
| De Los Santos,Carlos A | 100 Metro Way, Secaucus, NJ 07094 | Inventory Control Coordinator | N | 8/24/1997 | 07/15/2009 | N/A |
| Coello,Raul | 100 Metro Way, Secaucus, NJ 07094 | Sales Audit Analyst | N | 12/3/2007 | 07/15/2009 | N/A |
| Munaro-Dimitceli,Daniela | 100 Metro Way, Secaucus, NJ 07094 | Senior Staff Accountant | N | 12/15/2008 | 07/15/2009 | N/A |
| Guerra,Maria | 100 Metro Way, Secaucus, NJ 07094 | Treasury Manager | N | 4/10/2000 | 07/15/2009 | N/A |
| Stokum,Mary Elise | 100 Metro Way, Secaucus, NJ 07094 | V.P. of Financial Operations | N | 5/2/2005 | 09/18/2009 | N/A |
| Hurd,Scott | 100 Metro Way, Secaucus, NJ 07094 | Senior Vice President Corp Con | N | 4/6/2009 | 01/22/2010 | N/A |
| Iodice,Marigrace | 100 Metro Way, Secaucus, NJ 07094 | Accounts Payable Supervisor | N | 2/4/2009 | 01/29/2010 | N/A |
| Hunter,Frank D | 100 Metro Way, Secaucus, NJ 07094 | Staff Accountant | N | 9/4/2007 | 03/12/2010 | N/A |

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Statement of Financial Affairs - Exhibit 19b

Urban Brands, Inc., et al⁽¹⁾ - 10-13005 (KJC)

| Company | Address | Purpose | Dates Services Rendered |
|--|---|---|-------------------------|
| Ernst & Young LLP | 5 Times Square, New York, NY 10036-6530 | External Auditor | FY 2008 - Present |
| Spain, Price, Reader, & Thompson, P.C. | 2727 Allen Pkwy Ste # 1850, Houston, TX 77019 | Bank of American Quarterly Review Auditor | FY 2004 - Present |

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Statement of Financial Affairs - Exhibit 21B
Large Apparel of Virginia, Inc. - 10-13045-KJC

| NAME AND ADDRESS | TITLE | NATURE AND PERCENTAGE OF STOCK OWNERSHIP |
|---|--------------------------------|---|
| David Brown 7 Forest Way Llewellyn Park West Orange, NJ 07052 | Executive V. P. Human Resource | N/A |
| Laura A Weil 220 East 73rd Street Apt. 7-H New York, NY 10021 | Chief Executive Officer | N/A |
| Steven M Newman 465 West 23rd Street 19-A New York, NY 10011 | President | N/A |
| Genese Anthony 3608 Cara Drive Springdale, MD 20774 | V.P. of Stores | N/A |
| Stephen A Feldman 224 Trianon Ln Villanova, PA 19085 | Chief Financial Officer | N/A |
| Michael Abate 35 Lefke Lane Whippany, NJ 07981 | V.P. of Finance & Treasury | N/A |
| Angel Malave 115 East Cliff Road Colonia, NJ 07067 | VP of Applications | N/A |
| Beth A Stivers 157 Highland Avenue Montclair, NJ 07042 | VP Information Technology | N/A |
| Michael Castoro 11 Woodhollow Dr Manalapan, NJ 07726 | VP Distribution & Transportati | N/A |
| Kristen T Gaskins 122 Livingston Avenue Edison, NJ 08820 | VP - DMM | N/A |
| Bozoma A Saint John 2 Legend Hills Drive Egdewater, NJ 07020 | V.P. of Marketing | N/A |
| Edwin Leong 10 Saw Mill Drive Somerset, NJ 08873 | VP Merchandise Planning/Alloc. | N/A |
| Gary A Bashur 214 Jackson Street Apt. 8 Hoboken, NJ 07030 | VP of Supply Chain & Fin. Oper | N/A |
| Darryl Thompson 7 Witch Lane Rowayton, CT 06853 | Board Member | N/A |
| William Phoenix 650 Fifth Avenue 31st Floor New York, NY 10019 | Board Member | N/A |

Statement of Financial Affairs - Exhibit 21B
Large Apparel of Virginia, Inc. - 10-13045-KJC

| | | |
|--|----------------------|------|
| Joi Gordon 32 East 31st Street 7th Floor New York, NY 10016 | Board Member | N/A |
| Edward Finkelstein 1079 Deepwood Drive Westlake Village, CA 91361 | Board Member | N/A |
| Dean Kehler 1325 Ave of the Americas 34th Floor New York, NY 10019 | Board Member | N/A |
| Trimaran Fund II, L.L.C. Trimaran Capital Management Att. Wes Barton 1325 Ave. of the Americas 34th Flr. New York, NY 10019 | Indirect Shareholder | N/A |
| Trimaran Parallel Fund II, L.P. Trimaran Capital Management Att. Wes Barton 1325 Ave. of the Americas 34th Flr. New York, NY 10019 | Indirect Shareholder | N/A |
| CIBC Employee Private Equity Fund (Trimaran) Partners Trimaran Capital Management Att. Wes Barton 1325 Ave. of the Americas 34th Flr. New York, NY 10019 | Indirect Shareholder | N/A |
| CIBC Capital Funding (CIBC MB Inc.) Trimaran Capital Management Att. Wes Barton 1325 Ave. of the Americas 34th Flr. New York, NY 10019 | Indirect Shareholder | N/A |
| UBI Holding Corporation (TSG) TSG Capital Group Att: Darryl Thompson 177 Broad Street, 12th Floor Stamford, CT 06901 | Indirect Shareholder | N/A |
| Urban Brands, Inc. 100 Metro Way Secaucus, NJ 07094 | Indirect Shareholder | N/A |
| Ashley Stewart Women Ltd. 100 Metro Way Secaucus, NJ 07094 | Parent Company | 100% |

Statement of Financial Affairs - Exhibit 22b

Urban Brands, Inc., et al⁽¹⁾ - 10-13005 (KJC)

| Name | Former Title | Address | Date of Termination |
|-------------------|--------------------------------|--|---------------------|
| Scott Hurd | Senior Vice President Corp Con | 32 Smith Road Denville, NJ 07834 | 1/22/2010 |
| Mary Elise Stokum | V.P. of Financial Operations | 9 Silverbrook Place Lincroft, NJ 07738 | 9/18/2009 |
| Marla Minns | V.P. General Merchandise Mgr | 59 Stewart Place South Orange, NJ 07079 | 10/16/2009 |

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