

## **EXHIBIT A**

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

January 28, 2011  
Invoice 372117  
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Client # 734996  
Matter # 170666

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For services through December 31, 2010  
relating to Case Administration

09/21/10	E-mail correspondence with J. Heck re: cash management			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
12/01/10	Coordinate delivery of Williams Real Estate Management's request to stop receiving notices to BMC			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
12/02/10	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.10 hrs.	100.00	\$10.00
12/03/10	Review e-mail from J. Horgan re: bank account issue (.1); E-mail correspondence with K. Good and J. Horgan re: same (.2)			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
12/06/10	Attention to post closing checklist			
Director	Michael J. Merchant	0.60 hrs.	525.00	\$315.00
12/08/10	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.20 hrs.	100.00	\$20.00
12/10/10	Update critical dates calendar (.4); Circulate same to distribution (.1)			
Paralegal	Jamie E. Schairer	0.50 hrs.	195.00	\$97.50
12/10/10	Review of critical dates calendar and email from J. Schairer re: same			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
12/14/10	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.10 hrs.	100.00	\$10.00

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12/14/10	Email from K. Good re: notice for motion to extend time to file notices of removal of related proceedings (.1); Draft notice of motion to extend time to file notices of removal of related proceedings (.1); Circulate same to K. Good for review (.1); Circulate correspondence from The New 5-7-9 and Beyond, Inc. regarding release from Escrow (.2)			
Paralegal	Jamie E. Schairer	0.50 hrs.	195.00	\$97.50
12/14/10	Email to J. Schairer re: updating critical dates calendar			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/15/10	Update critical dates calendar (.4); Email M. Finch and L. Anderson re: updating bankruptcy group calendar (.1)			
Paralegal	Jamie E. Schairer	0.50 hrs.	195.00	\$97.50
12/16/10	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.10 hrs.	100.00	\$10.00
12/21/10	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.10 hrs.	100.00	\$10.00
12/23/10	Maintain original pleadings			
Paralegal	Amy B. Anderson	0.20 hrs.	100.00	\$20.00
12/29/10	Maintain original pleadings			
Paralegal	Brenda D. Tobin	0.20 hrs.	100.00	\$20.00
12/29/10	Review email from K. Good regarding caption			
Associate	Julie A. Finocchiaro	0.10 hrs.	240.00	\$24.00
12/29/10	Email to J. Finocchiaro re: revised caption			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/29/10	Call from K. Good re: Urban Brands issues			
Director	Michael J. Merchant	0.20 hrs.	525.00	\$105.00

Total Fees for Professional Services

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\$1,168.00

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TOTAL DUE FOR THIS INVOICE	<u>\$1,168.00</u>
BALANCE BROUGHT FORWARD	\$6,419.90
<b>TOTAL DUE FOR THIS MATTER</b>	<u><b>\$7,587.90</b></u>

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For services through December 31, 2010  
relating to Creditor Inquires

12/06/10	Review voicemails from creditors re: bar date notice (1.0); Telephone call with Maxx re: bar date notice (.1); Telephone call with T. Jones re: same (.1); Telephone call with creditor re: same (.1); Telephone call with Mattie re: same (.1); Return telephone call and leave message for creditor re: same (.1)			
Paralegal	Jamie E. Schairer	1.50 hrs.	195.00	\$292.50
12/06/10	Return telephone call and leave message for N. Conrad re: relationship between her firm and Debtors			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
12/16/10	Return B. Collier's telephone call- left a message explaining receipt of notifications			
Paralegal	Janel Gates	0.10 hrs.	195.00	\$19.50

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Total Fees for Professional Services	\$331.50
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TOTAL DUE FOR THIS INVOICE	<hr/> \$331.50
BALANCE BROUGHT FORWARD	\$3,390.30
TOTAL DUE FOR THIS MATTER	<hr/> \$3,721.80

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For services through December 31, 2010  
relating to Meetings

12/06/10	Emails with M. Calls and J. Horgan re: conference call with purchaser's counsel			
Director	Michael J. Merchant	0.20 hrs.	525.00	\$105.00
12/09/10	Email from J. Horgan re: professionals call			
Director	Michael J. Merchant	0.10 hrs.	525.00	\$52.50
12/14/10	Conference call with M. Collins, K. Good and PwC re: open post-sale issues (.7); Emails with V. Hodeau and K. Good re: 12/15/10 meeting (.2); Emails with M. Collins re: 12/15/10 meeting (.3); Review APA and sale order for issues for 12/15/10 meeting with New Ashley (.7)			
Director	Michael J. Merchant	1.90 hrs.	525.00	\$997.50
12/15/10	Preparation for meeting with New Ashley (1.2); Discussion with K. Good re: same (.2); Discussion with M. Collins re: same (.2); Emails with M. Collins re: same (.1); Review auction transcripts in advance of meeting with New Ashley (.5); Review open items list from K. Good (1.0); Participate on call with M. Collins, PwC and buyer's counsel re: closing issues (1.8)			
Director	Michael J. Merchant	5.00 hrs.	525.00	\$2,625.00

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Total Fees for Professional Services	\$3,780.00
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TOTAL DUE FOR THIS INVOICE	<hr/> \$3,780.00
BALANCE BROUGHT FORWARD	\$3,643.70
<b>TOTAL DUE FOR THIS MATTER</b>	<hr/> <b>\$7,423.70</b>

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For services through December 31, 2010  
relating to Executory Contracts/Unexpired Leases

12/01/10	Emails with K. Good re: certification of no objections for lease rejection notices (.1); Draft certification of no objection re: lease rejection notice for Iverson Mall - Hillcrest Heights, MD (.8); Meet with K. Good re: same (.1); Revise same (.4); Confer with K. Good re: same (.1); Email from K. Good re: same (.1); Draft omnibus certification of no objection re: lease rejection notices and prepare same for filing (1.1); Circulate same to K. Good for review (.1); Efile same (.4); Prepare copy of same for Judge Carey (1.3); Coordinate delivery of same to chambers (.1)			
Paralegal	Jamie E. Schairer	4.60 hrs.	195.00	\$897.00
12/01/10	Conferences (x2) with J. Schairer re: certification of no objection for rejection notices (.2); Email to M. Merchant re: same (.1); Review and sign same (.1)			
Associate	L. Katherine Good	0.40 hrs.	340.00	\$136.00
12/03/10	Emails (x4) with K. Good re: omnibus certification of no objection re: lease rejection notices			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
12/03/10	Email (x2) to N. Hunt re: certification of no objection on lease rejection motion (.2); Email (x2) to J. Schairer re: same (.1); Call with W. Pullano re: Store 345 and lease for same (.1); Email to W. Pullano re: same (.1); Email to T. Look and V. Bakhshian re: landlord contact information for service of pleadings related to Store 345 (.1)			
Associate	L. Katherine Good	0.60 hrs.	340.00	\$204.00
12/03/10	Review status of lease issues			
Director	Michael J. Merchant	0.40 hrs.	525.00	\$210.00
12/06/10	Email to T. Look and V. Bakhshian re: updated service information for lease at Store 171 (.1); Update landlord list re: same (.1)			
Associate	L. Katherine Good	0.20 hrs.	340.00	\$68.00

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12/06/10	Telephone call to T. Barnes re: lease payment motion			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
12/07/10	Meet with K. Good re: amended omnibus certification of no objection re: lease rejection notices (.1); Prepare same for filing (.1); Efile same (.3); Coordinate delivery of same to chambers (.2)			
Paralegal	Jamie E. Schairer	0.70 hrs.	195.00	\$136.50
12/07/10	Draft amended certification of no objection re: lease rejection notices (.2); Conference with M. Merchant re: same (.1); Conference with J. Schairer re: filing of same and delivery of same to chambers (.1); Calls (x2) with S. Mondrow re: lease in Newark, NJ for Store 141 (.2); Email to BMC Group re: service information for counsel for same (.1);			
Associate	L. Katherine Good	0.70 hrs.	340.00	\$238.00
12/08/10	Meet with K. Good regarding second amended omnibus certificate of no objection regarding rejection of leases (.1); Draft second amended omnibus certificate of no objection regarding rejection of leases (.3); Preparation of binder for second amended omnibus certificate of no objection and exhibits of notices and orders (.7); Preparation of exhibits for filing of second amended omnibus certificate of no objection (.5); Finalize and efile second amended omnibus certificate of no objection regarding rejection of leases (.3); Coordinate delivery of binder to chambers (.1)			
Paralegal	Janel Gates	2.00 hrs.	195.00	\$390.00
12/08/10	Email (x2) to D. Grottini re: certification of no objection for omnibus rejection notice (.2); Conferences (x2) with J Gates re: same (.2); Review, revise and sign same (.2); Leave message for J. Aronds re: Hartz Mountain stub rent motion (.1); Leave message for T. Barnes re: same (together with P. Heath) (.1); Call with P. Heath and T. Barnes re: same (.1); Calls (x2) with P. Heath re: same (.1); Review reconciliation and lease provisions re: same (.2); Call with P. Heath, A. Tedeschi and J. Horgan re: same (.2); Email to J. Horgan re: same (.1); Call with P. Heath and J. Aronds re: same (.1); Call with P. Heath re: Two-One-Two New York motion for 503(b)(9) claim (.1); Email to M. Farnan re: same (.1)			
Associate	L. Katherine Good	1.80 hrs.	340.00	\$612.00



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12/08/10	Discussion with K. Good re: certification of no objection for lease rejection notices (.2); Emails with K. Good re: same (.1)			
Director	Michael J. Merchant	0.30 hrs.	525.00	\$157.50
12/08/10	Telephone call to K. Mayer re: lease motion (.1); Telephone call to J. Arands re: lease issue (.1); Telephone call with J. Arands re: same (.2); Conference with K. Good re: same (.2); E-mail correspondence (x2) with K. Good and J. Horgan re: same (.2); Telephone calls (x2) with J. Horgan and K. Good re: same (.2); Telephone call with K. Good re: same (.1); Telephone call with J. Arands and K. Good re: same (.1); Telephone call with K. Good and T. Barnes re: same (.2); E-mail correspondence with K. Good and A. Tedeschi re: same (.1)			
Director	Paul N. Heath	1.50 hrs.	525.00	\$787.50
12/09/10	Call with V. Hodeau and T. Barnes re: assumption and assignment notices (.2); Conference with M. Merchant re: same (.2); Review and revise same (.2); Email to T. Barnes and V. Hodeau re: same (.1); Email to M. Merchant re: same (.1)			
Associate	L. Katherine Good	0.80 hrs.	340.00	\$272.00
12/09/10	Review draft assumption notices (.7); Emails with K. Good re: same (.1)			
Director	Michael J. Merchant	0.80 hrs.	525.00	\$420.00
12/10/10	Review and comment on order resolving Hartz Mountain motion for administrative claim (.3); Conference with P. Heath re: same (.1); Email to K. Mayer re: same (.1); Update rejection notice form (.2)			
Associate	L. Katherine Good	0.70 hrs.	340.00	\$238.00
12/10/10	Meet with K. Good re: lease issues (.1); Email with K. Mayer re: lease issue (.1); Email to K. Good re: lease issue (.1); Review of draft lease order and certification of counsel re: same (.2); Email with K. Good and K. Mayer re: lease issue (.1)			
Director	Paul N. Heath	0.60 hrs.	525.00	\$315.00

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12/13/10	Call with S. Cohen re: assumption and assignment of lease at Fulton Street, NY (.1); Email to S. Cohen re: sale order and list (.1); Email to M. Merchant and M. Collins re: real estate taxes under headquarters lease (.1); Email to P. Heath re: order resolving Hartz Mountain stub rent motion (.1); Conference with P. Heath re: same (.1); Email to K. Mayer re: same (.1); Email to T. Barnes re: same (.1); Call with V. Hodeau re: same (.1); Email to V. Hodeau re: assumption and assignment notice form (.1)			
Associate	L. Katherine Good	0.90 hrs.	340.00	\$306.00
12/13/10	Email with K. Good and K. Mayer re: lease issue (.3); Review and revise lease order (.2); Meet with K. Good re: lease order (.2); Email with K. Good and T. Barnes re: lease issue (.1)			
Director	Paul N. Heath	0.80 hrs.	525.00	\$420.00
12/14/10	Efile notice of assumption and assignment of lease re: Store Number 124 (.2); Efile notice of assumption and assignment of lease re: Store Number 270 (.2); Efile notice of assumption and assignment of lease re: Store Number 272 (.2); Efile notice of assumption and assignment of lease re: Store Number 295 (.2); Efile notice of assumption and assignment of lease re: Store Number 353 (.2); Serve all notices (.1)			
Paralegal	Jamie E. Schairer	1.10 hrs.	195.00	\$214.50
12/14/10	Email from K. Good regarding updating lease chart (.1); Review notices regarding same (.1)			
Associate	Julie A. Finocchiaro	0.20 hrs.	240.00	\$48.00
12/14/10	Review and revise form notice of assumption and assignment and proposed order (.4); Call with V. Hodeau re: same (.1); Email to M. Merchant re: same (.1); Email (x2) to V. Hodeau, T. Barnes and M. Merchant re: same (.2); Email to A. Tedeschi, R. Valerio, J. DeWolf, S. Feldman, T. Barnes and V. Hodeau re: same (.1); Draft and revise five notices of assumption and assignment (.9); Research re: service information for landlord's counsel (.2); Email (x6) to BMC Group re: service of same (.4); Conference with J. Schairer re: filing same (.1); Conference with P. Heath re: Hartz Metropolitan order regarding stub rent motion (.1); Email to K. Mayer re: same (.1); Email to J. Finocchiaro re: updating master assumption/rejection list (.1)			
Associate	L. Katherine Good	2.80 hrs.	340.00	\$952.00

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12/14/10	Emails with K. Good and V. Hodeau re assumption notices (.4); Review assumption notices (.7); Discussion with K. Good re: same (.2)			
Director	Michael J. Merchant	1.30 hrs.	525.00	\$682.50
12/14/10	Email with K. Good re: lease motion (.3); Meet with K. Good re: lease issue (.1); Email with K. Good and K. Mayer re: lease issue (.2); Review of revised Hartz lease order (.1)			
Director	Paul N. Heath	0.70 hrs.	525.00	\$367.50
12/15/10	Email K. Good re: service of orders approving rejection of leases (.1); Retrieve all 20 orders approving rejection of 20 different leases (1.3); Serve same (.1)			
Paralegal	Jamie E. Schairer	1.50 hrs.	195.00	\$292.50
12/15/10	Conference with P. Heath re: agreed order on Hartz motion re: stub rent (.1); Leave message for K. Mayer re: same (.1); Call with K. Mayer re: same (.1); Email (x2) to K. Mayer re: same (.1); Conference with P. Heath re: same (.1); Call with J. Woodward re: designated contract (.1); Call with G. Profant re: Wells Fargo copier leases (.1); Call with V. Hodeau re: same (.1); Email to V. Hodeau re: same (.1); Email to G. Profant re: same (.1); Email to BMC Group re: service of lease rejection orders (.1)			
Associate	L. Katherine Good	1.10 hrs.	340.00	\$374.00
12/15/10	Meet with K. Good re: lease order (.1); Call to K. Mayer with K. Good re: lease order (.1); Email with K. Good and K. Mayer re: lease order (.2)			
Director	Paul N. Heath	0.40 hrs.	525.00	\$210.00
12/20/10	Review lease orders and notices (.1); Update lease rejection chart (.5); Review same (.1)			
Associate	Julie A. Finocchiaro	0.70 hrs.	240.00	\$168.00
12/22/10	Call with T. Semmelman regarding lease issue (.1); Emails from T. Semmelman regarding same (.1); Call from K. Schneider from Wells Fargo regarding question (.1); Conference with C. Jang regarding same (.1); Research regarding same (.1); Email same to Wells Fargo (.1); Call from A. Tedeschi regarding lease issue (.1)			
Associate	Julie A. Finocchiaro	0.70 hrs.	240.00	\$168.00

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12/22/10	Review status of contracts and leases (designated)			
Director	Michael J. Merchant	0.40 hrs.	525.00	\$210.00
12/22/10	Phone call with N. Pressman re: assumption/rejection of Sansone lease (.1); Phone call/email to J. Finocchiaro re: same (.1); Email correspondence (x3) with N. Pressman re: assumption/rejection of Sansone Plaza lease (.1); Attention to Sansone landlord inquiry (.5); Email correspondence (x10) with N. Pressman and J. Finocchiaro re: same (.3)			
Associate	Tyler Semmelman	1.10 hrs.	240.00	\$264.00
12/23/10	Conference with J. Finocchiaro re: lease issues			
Associate	Chun I. Jang	0.10 hrs.	340.00	\$34.00
12/23/10	Meet with M. Merchant re: notice of assumption and assignment of lease store no. 100 Fulton Street, NY (.1); Confer with J. Finocchiaro re: same (.1); Efile notice of assumption and assignment of lease store no. 100 Fulton Street, NY (.2); Serve same (.1); Attend to service issues re: same (.1); Draft omnibus certification of no objection re: assumption notices (.8); Prepare exhibits for same (.7)			
Paralegal	Jamie E. Schairer	2.10 hrs.	195.00	\$409.50
12/23/10	Conference with T. Semmelman regarding lease question (.1); Emails with K. Good and M. Merchant regarding notice of assumption (.1); Draft same (.2); Final review regarding same (.1); Call with K. Good regarding same and service instructions (.1); Conference with J. Schairer regarding filing same (.1); Email with V. Hordeau regarding review of draft notice (.1); Email with M. Merchant regarding his review and service instructions (.1); Email to K. Good regarding inquiry from A. Tedeschi (.1); Call to A. Tedeschi regarding same (.1); Call from J. Schairer regarding service of notice of assumption (.1); Research regarding service parties for notice of assumption (.3); Emails with T. Look regarding same (.1); Email with V. Hordeau regarding status of notice filing (.1)			
Associate	Julie A. Finocchiaro	1.70 hrs.	240.00	\$408.00
12/23/10	Email (x3) to J. Finocchiaro re: notice of assumption (.2); Email (x2) to M. Merchant re: same (.2); Call with J. Finocchiaro re: same (.1)			
Associate	L. Katherine Good	0.50 hrs.	340.00	\$170.00

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12/23/10	Emails with V. Hodeau re: assumption notice (.3); Emails with K. Good re: same (.2); Emails with J. Finocchiaro re: same (.2); Review same (draft notice) (.3); Emails with J. Gates re: service of assumption notice (.3)			
Director	Michael J. Merchant	1.30 hrs.	525.00	\$682.50
12/23/10	Conference with J. Finocchiaro re: lease rejection inquiry			
Associate	Tyler Semmelman	0.10 hrs.	240.00	\$24.00
12/28/10	Call with R. Sinclair re: certification of no objection for lease assumption notices			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/29/10	Review and revise certification of no objection for assumption notices (.1); Call with M. Merchant re: same (.1); Conference with M. Merchant re: same (.1); Conference with R. Sinclair re: filing of same and delivery of same to chambers (.1); Email to T. Semmelman re: inquiry regarding lease at Store 373 (.1); Leave message for N. Pressman re: same (.1); Email to K. Scheinder re: assumption or rejection of executory contract (.1)			
Associate	L. Katherine Good	0.70 hrs.	340.00	\$238.00
12/29/10	Emails from V. Hodeau re: status of rejection notices (.1); Discussion with K. Good re: same (.2); Review draft certification of no objection re: same (.2)			
Director	Michael J. Merchant	0.50 hrs.	525.00	\$262.50
12/29/10	Prepare orders re: notices of rejection of leases for filing for K. Good (.3); File Omnibus Certificate of No Objection Concerning Notices of Assumption and Assignment of Unexpired Lease or Executory Contract re: Store Nos. 124, 270, 272, 295, 353 (.2); Circulate the same (.1); Meet with K. Good re: same (.1); Prepare binder of same to be sent to chambers (.2)			
Paralegal	Robyn K. Sinclair	0.90 hrs.	195.00	\$175.50
12/30/10	Email (x4) to V. Hodeau re: assumption and assignment notices (.3); Email (x2) to M. Merchant re: same (.1); Email (x3) to T. Look re: service of same (.2); Conference with R. Sinclair re: filing same (.1); Email (x3) to R. Sinclair re: same (.2); Draft same (x11) (1.6)			
Associate	L. Katherine Good	2.50 hrs.	340.00	\$850.00

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12/30/10	Emails with K. Good and V. Hodeau re: ten additional assumption notices (.3); Attention to list of additional leases to be assumed and status of outstanding leases (.4); Discussion with K. Good re: filing of rejection notices (.2)			
Director	Michael J. Merchant	0.90 hrs.	525.00	\$472.50
12/30/10	Email to BMC group re: filing of assumption notices			
Paralegal	Robyn K. Sinclair	0.10 hrs.	195.00	\$19.50
12/31/10	Email to V. Hodeau re: assumption notices for 11 stores (.1); Email to M. Merchant re: same (.1); Call with V. Hodeau re: same (.1); Email (x3) to J. Gates re: potential filing of same (.2)			
Associate	L. Katherine Good	0.50 hrs.	340.00	\$170.00
12/31/10	Email from V. Hodeau re: rejection notices (.1); Review same (.1); Email with K. Good re: same (.1)			
Director	Michael J. Merchant	0.30 hrs.	525.00	\$157.50

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Total Fees for Professional Services	\$13,957.50
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TOTAL DUE FOR THIS INVOICE	<hr/> \$13,957.50
BALANCE BROUGHT FORWARD	\$28,216.90
<b>TOTAL DUE FOR THIS MATTER</b>	<hr/> <b>\$42,174.40</b>

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For services through December 31, 2010  
relating to Automatic Stay/Adequate Protection

12/01/10	Retrieve G. Scott Adams's stay relief motion (.1); Retrieve declaration in support of same (.1); Circulate both to distribution (.1)			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
12/01/10	Review motion for relief from stay (.3); Call with M. Merchant re: same (.1)			
Associate	L. Katherine Good	0.40 hrs.	340.00	\$136.00
12/01/10	Call to K. Good to discuss stay relief motion (.1); Review stay relief motion (.4); Discussion with P. Heath re: same (.1)			
Director	Michael J. Merchant	0.60 hrs.	525.00	\$315.00
12/01/10	E-mail correspondence with J. Schairer re: stay relief motion (.1); Review same (.2)			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
12/02/10	Discussion with K. Good re: stay relief motion			
Director	Michael J. Merchant	0.10 hrs.	525.00	\$52.50
12/02/10	Conference with K. Good re: stay issue			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
12/03/10	Conference with P. Heath re: Scott-Adams stay relief motion (.1); Email to P. Heath re: same (.1); Email to M. Abate, P. Mandarino, M. Collins and P. Heath re: same (.1)			
Associate	L. Katherine Good	0.30 hrs.	340.00	\$102.00
12/03/10	Conference with K. Good re: stay issue (.2); E-mail correspondence (x2) with K. Good re: same (.3); E-mail correspondence with K. Good, P. Mandarino and M. Abate re: same (.1)			
Director	Paul N. Heath	0.60 hrs.	525.00	\$315.00

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12/06/10	Call with M. Cooley re: stay relief motion (.2); Conference with P. Heath re: same (.2); Leave messages for M. Abate and D. Brown re: same (.1); Conference with P. Heath re: same (.1); Email to P. Mandarino and M. Abate re: same (.1)			
Associate	L. Katherine Good	0.70 hrs.	340.00	\$238.00
12/06/10	Telephone call with K. Good re: stay motion (.1); Telephone call to M. Abate re: stay issue (.1); E-mail correspondence with K. Good, P. Mandarino and M. Abate re: same (.1); Telephone call to D. Brown re: same (.1); Telephone call with D. Brown re: same (.2); Telephone call with M. Abate re: same (.2); E-mail correspondence with K. Good re: same (.1)			
Director	Paul N. Heath	0.90 hrs.	525.00	\$472.50
12/08/10	Call with P. Heath and J. Cornell re: G. Scott-Adams motion for relief from stay (.1); Email to J. Cornell re: same (.1); Email to P. Mandarino, J. Horgan, M. Abate, P. Heath and M. Collins re: same (.1)			
Associate	L. Katherine Good	0.30 hrs.	340.00	\$102.00
12/08/10	Telephone call with K. Good re: stay motion (.1); Telephone call to C. Jeanfreem re: same (.1); Telephone calls (x2) with J. Cornell re: same (.4); E-mail correspondence with K. Good, M. Collins and M. Merchant re: same (.1)			
Director	Paul N. Heath	0.70 hrs.	525.00	\$367.50
12/08/10	E-mail correspondence with K. Good, P. Mandarino and M. Abate re: stay issue			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
12/09/10	Email (x3) to P. Heath re: G. Scott-Adams stay relief motion (.2); Email (x2) to J. Horgan, M. Abate and D. Brown re: same (.2)			
Associate	L. Katherine Good	0.40 hrs.	340.00	\$136.00
12/09/10	Email with K. Good and J. Horgan re: stay issues			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
12/10/10	Call with P. Heath, S. Feldman, D. Brown and J. Horgan re: stay relief motion (.5); Conference with P. Heath re: same (.1)			
Associate	L. Katherine Good	0.60 hrs.	340.00	\$204.00



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12/10/10	Call with C. Jeanfreau re: stay issue (.2); Call with K. Good, S. Feldman and J. Horgan re: stay issue (.6); Prepare for call re: stay issue (.3)			
Director	Paul N. Heath	1.10 hrs.	525.00	\$577.50
12/13/10	Email with K. Good re: stay issue (.2); Review of complaint re: stay issue (.2)			
Director	Paul N. Heath	0.40 hrs.	525.00	\$210.00
12/14/10	Call to C. Jeanfreau re: stay relief issue			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
12/15/10	Call with P. Heath and J. Youngman re: C. Cao complaint (.1); Conference with P. Heath re: same (.1); Email to J. Youngman re: same (.1)			
Associate	L. Katherine Good	0.30 hrs.	340.00	\$102.00
12/15/10	Call with C. Jeanfreau re: stay issue (.2); Meet with K. Good re: stay issue (.5); Call with K. Good to J. Youngman re: stay issue (.2)			
Director	Paul N. Heath	0.90 hrs.	525.00	\$472.50
12/23/10	Emails with J. Horgan re: stay violation			
Director	Michael J. Merchant	0.30 hrs.	525.00	\$157.50
12/28/10	Email to M. Merchant re: stay violation and mechanics lien issue			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/28/10	Emails with K. Good re: Total Comfort collection letter (.1); Attention to same (.3)			
Director	Michael J. Merchant	0.40 hrs.	525.00	\$210.00
12/29/10	Conference with M. Merchant re: potential stay violation by Total Comfort Mechanical			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/29/10	Attention to collection letter from D. Maycher (.1); Draft response letter to same (.6); Conversation with K. Good re: same (.1)			
Director	Michael J. Merchant	0.80 hrs.	525.00	\$420.00

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12/30/10	Discussion with M. Finch re: letter to D. Maycher			
Director	Michael J. Merchant	0.10 hrs.	525.00	\$52.50

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Total Fees for Professional Services	\$5,189.00
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TOTAL DUE FOR THIS INVOICE	<b>\$5,189.00</b>
BALANCE BROUGHT FORWARD	\$3,009.00
<b>TOTAL DUE FOR THIS MATTER</b>	<b>\$8,198.00</b>

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For services through December 31, 2010  
relating to Plan of Reorganization/Disclosure Statement

12/01/10	Draft plan and disclosure statement			
Director	Paul N. Heath	1.50 hrs.	525.00	\$787.50
12/02/10	Draft plan and disclosure statement			
Director	Paul N. Heath	1.50 hrs.	525.00	\$787.50
12/03/10	Draft plan and disclosure statement			
Director	Paul N. Heath	2.00 hrs.	525.00	\$1,050.00
12/10/10	Email to P. Heath re: plan and notice lists			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/10/10	Email with K. Good re: plan issue			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00
12/14/10	Draft plan			
Director	Paul N. Heath	2.50 hrs.	525.00	\$1,312.50
12/17/10	Conference with P. Heath re: drafting disclosure statement			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/20/10	Draft plan and disclosure statement			
Director	Paul N. Heath	2.50 hrs.	525.00	\$1,312.50
12/22/10	Draft plan and disclosure statement			
Director	Paul N. Heath	2.00 hrs.	525.00	\$1,050.00
12/27/10	Draft plan and disclosure statement			
Director	Paul N. Heath	1.50 hrs.	525.00	\$787.50
12/29/10	Draft disclosure statement			
Associate	L. Katherine Good	2.30 hrs.	340.00	\$782.00

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Total Fees for Professional Services	\$8,042.50
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TOTAL DUE FOR THIS INVOICE	<u>\$8,042.50</u>
BALANCE BROUGHT FORWARD	\$8,192.30
TOTAL DUE FOR THIS MATTER	<u>\$16,234.80</u>

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relating to Use, Sale of Assets

12/03/10	Email to M. Merchant re: bank account reconciliation			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/03/10	Review email from J. Horgan re: sale proceeds (.2); Review APA documents re: post closing issues (2.5)			
Director	Michael J. Merchant	2.70 hrs.	525.00	\$1,417.50
12/06/10	Circulate correspondence received from Travis County Attorney's Office requesting more information concerning property owned by the Debtors within various jurisdictions in Travis County, Texas and Williamson County, Texas			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
12/06/10	Review APA re: treatment of 503(b)(9) claims			
Director	Michael J. Merchant	0.50 hrs.	525.00	\$262.50
12/08/10	Email to L. Stortz re: closing date			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/08/10	Emails with S. Reisman and M. Collins re: scheduling sale issue call (.1); Emails with P. Mandarino and M. Collins re: same (.1)			
Director	Michael J. Merchant	0.20 hrs.	525.00	\$105.00
12/08/10	Telephone call with K. Good re: inventory issue (.1); E-mail correspondence (x3) with K. Good and J. Horgan re: same (.4); Legal research re: same (.2)			
Director	Paul N. Heath	0.70 hrs.	525.00	\$367.50
12/09/10	Emails with S. Reisman, M. Collins and P. Mandarino re: sale issues call			
Director	Michael J. Merchant	0.30 hrs.	525.00	\$157.50
12/10/10	Review emails from J. Kurylka regarding environmental notice.			
Associate	Julie A. Finocchiaro	0.10 hrs.	240.00	\$24.00

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12/10/10	Discussion with M. Collins re: status of post closing sale call (.1); Email from M. Collins re: same (.1); Emails from S. Reisman and P. Mandarino re: same (.2); Emails with T. Barnes re: post closing call (.2)			
Director	Michael J. Merchant	0.60 hrs.	525.00	\$315.00
12/13/10	Review letter from Travis County			
Associate	Julie A. Finocchiaro	0.10 hrs.	240.00	\$24.00
12/13/10	Conference with M. Merchant and M. Collins re: post-closing issues (.7); Call with M. Merchant, M. Collins, S. Reisman, J. Rhee, P. Mandarino, T. Barnes, S. Feldman, J. Horgan, M. Abate and V. Hodeau re: post-closing issues (.5); Call with M. Collins, M. Merchant and P. Mandarino re: same (.2); Email to M. Merchant and M. Collins re: same (.1); Email to J. Horgan re: same (.1); Call with J. Horgan re: same (.1); Research and preparation of notes re: open post-closing reconciliation issues (.8)			
Associate	L. Katherine Good	2.50 hrs.	340.00	\$850.00
12/13/10	Preparation for and attendance on conference call with S. Reisman, representatives of New Ashley, P. Mandarino and S. Feldman re: initial discussion of potential post-closing items and preliminary responses			
Director	Mark D. Collins	1.60 hrs.	675.00	\$1,080.00
12/13/10	Meet with M. Collins and K. Good to discuss post-closing issues (.5); Emails with M. Collins and K. Good re: same (.1); Call with debtors and buyers professionals re: post-sale issues (.7); Meet with K. Good and M. Collins to discuss issues following call (.2); Email with V. Houdeau re: 12/15/10 meeting in New York City with buyers counsel (.1); Review APA re: tax liability issues (1.5); Email of updated post closing list from J. Horgan (.1); Attention to same (.3); Review status checklist of post closing items (.5)			
Director	Michael J. Merchant	4.00 hrs.	525.00	\$2,100.00
12/14/10	Call with M. Collins, M. Merchant, P. Mandarino and J. Horgan re: post-closing open reconciliation issues (.9); Conference with M. Collins re: same (.5); Prepare chart and notes for M. Collins re: 12/15/10 meeting with purchaser re: same (.8); Email to M. Merchant and M. Collins re: same (.1); Email to V. Hodeau re: same (.1)			
Associate	L. Katherine Good	2.40 hrs.	340.00	\$816.00

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12/14/10	Preparation for meeting on post-closing adjustments with New Ashley representatives (3.2); Preparation for and attendance on call with K. Good, P. Mandarino, J. Horgan and M. Merchant re: same (1.1); Meeting with K. Good re: same (.1)			
Director	Mark D. Collins	4.40 hrs.	675.00	\$2,970.00
12/14/10	Emails with M. Collins and P. Mandarino re: 12/15/10 meeting (.3); Review revised issues list re: same (.4)			
Director	Michael J. Merchant	0.70 hrs.	525.00	\$367.50
12/15/10	Coordinate video conference, technical assistance in conference room			
Litigation	Daniel D. White	1.30 hrs.	190.00	\$247.00
12/15/10	Conference with C. Jang regarding Cook County fees (.1); Review tax motion (.2); Review Cook County Ordinance (.1); Conference with P. Heath regarding same (.1)			
Associate	Julie A. Finocchiaro	0.50 hrs.	240.00	\$120.00
12/15/10	Review and revise annotated post-closing open items chart (.6); Email to M. Collins and M. Merchant re: same (.1); Prepare materials for M. Merchant for meeting re: post-closing open items (.1); Conference with M. Merchant re: same (.1); Call with M. Collins, M. Merchant, P. Mandarino, T. Barnes, S. Reisman, J. Horgan, S. Feldman, J. Rhee and S. Strasser re: post-closing reconciliations (1.9); Review correspondence from New 5-7-9 and Beyond re: Marianne sale (.1); Conference with M. Collins re: same (.1); Conference with P. Heath re: same (.1); Email to J. Horgan, M. Abate and D. Brown re: same (.1)			
Associate	L. Katherine Good	3.20 hrs.	340.00	\$1,088.00
12/15/10	Preparation for and attendance at teleconference with S. Reisman and New Ashley representatives and P. Mandarino, M. Merchant and K. Good re: post-closing matters and disputes (6.2); Call with P. Mandarino and J. Horgan in advance of same to prepare for call (.5)			
Director	Mark D. Collins	6.70 hrs.	675.00	\$4,522.50
12/15/10	Emails with M. Collins re: cost issues with New Ashley (.2); Email from J. Horgan re: APA issues (.1)			
Director	Michael J. Merchant	0.30 hrs.	525.00	\$157.50

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12/16/10	Call with S. Reisman re: status of post-closing adjustment negotiations with buyer			
Director	Mark D. Collins	0.30 hrs.	675.00	\$202.50
12/17/10	Review and revise lease chart (.3); Review correspondence (.9); Email with R. Pyontek regarding property in Travis County (.1)			
Associate	Julie A. Finocchiaro	1.30 hrs.	240.00	\$312.00
12/17/10	Conference with P. Heath re: research issues regarding Marianne APA and indemnification obligations			
Associate	L. Katherine Good	0.20 hrs.	340.00	\$68.00
12/17/10	Conference with K. Good re: escrow issues			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
12/20/10	Email from J. Finocchiaro re: letter to K. Williams re: property owned in Travis County (.1); Draft same (.5); Circulate same to J. Finocchiaro for review (.1)			
Paralegal	Jamie E. Schairer	0.70 hrs.	195.00	\$136.50
12/21/10	Coordinate delivery of letter to K. Williams re: property owned in Travis County (.1); Meet with K. Good re: case status (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
12/21/10	Further review and revisions to letter regarding property in Texas (.2); Email with R. Pyontek regarding Williamson County (.1); Conference with C. Jang regarding letter (.1); Conference with J. Schairer regarding letter (.1); Call to B. Baldwin regarding inquiry (.1)			
Associate	Julie A. Finocchiaro	0.60 hrs.	240.00	\$144.00
12/21/10	Calls (x2) with P. Mandarino re: post-closing adjustments and CRO (.4); Review and analyze comments/arguments from New Ashley on post-closing adjustments (.7)			
Director	Mark D. Collins	1.10 hrs.	675.00	\$742.50
12/22/10	Call from First Insurance (.1); Email with C. Jang regarding same (.1)			
Associate	Julie A. Finocchiaro	0.20 hrs.	240.00	\$48.00



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12/23/10	Conference with C. Jang regarding First Insurance inquiry (.1); Call to V. Day regarding First Insurance (.1); Email with R. Pyontek regarding same (.1)			
Associate	Julie A. Finocchiaro	0.30 hrs.	240.00	\$72.00
12/28/10	Emails with J. Horgan and P. Mandarino re: C&O coverage payments (.3); Review status of post closing items (.4)			
Director	Michael J. Merchant	0.70 hrs.	525.00	\$367.50
12/29/10	Call with T. Semmelman re: research re: Marianne APA escrow account (.1); Email (x2) to T. Semmelman re: same (.1); Review APA re: potential claim issues (.5)			
Associate	L. Katherine Good	0.70 hrs.	340.00	\$238.00
12/29/10	Phone call with K. Good re: APA and indemnification provision for research question (.1); Research re: escrow accounts and property of the estate (1.3); Summarize research re: escrow accounts and property of the estate and email to K. Good re: same (.1)			
Associate	Tyler Semmelman	1.50 hrs.	240.00	\$360.00
12/30/10	Review research from T. Semmelman re: escrow account and Marianne APA			
Associate	L. Katherine Good	0.40 hrs.	340.00	\$136.00

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Total Fees for Professional Services	\$20,017.00
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TOTAL DUE FOR THIS INVOICE	<hr/> \$20,017.00
BALANCE BROUGHT FORWARD	\$78,321.60
TOTAL DUE FOR THIS MATTER	<hr/> \$98,338.60

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12/01/10	Coordinate delivery of FS San Ysidro LLC's proof of claim to BMC			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
12/01/10	Email to T. Look re: service of bar date notice on M. Brown			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/02/10	Discussion with K. Good re: bar date publication notice (.1); Attention to email from J. Horgan re: settlement of 503(b)(9) claims (.3)			
Director	Michael J. Merchant	0.40 hrs.	525.00	\$210.00
12/03/10	Call with D. Seymour re: bar date notice and scheduled claim of Sting Alarm, Inc. (.2); Email to D. Seymour re: Urban Brand, Inc. schedules (.1); Call with R. Water re: inquiry from Strafford Bureau of Fire Safety re: bar date notice (.1)			
Associate	L. Katherine Good	0.40 hrs.	340.00	\$136.00
12/06/10	Call with S. Edwards re: bar date notice (.1); Call with landlord for Store 321 re: bar date notice, designation period and cure amount (.2); Conference with P. Heath re: Hartz Mountain Metropolitan and Two-One-Two New York motions for administrative claims (.2); Call with J. Horgan re: same (.1); Email to J. Horgan re: same (.1); Email to P. Heath re: same (.1); Call with M. Farnan and P. Heath re: Two-One-Two New York administrative claim motion (.1); Leave message for T. Barnes re: Hartz Mountain Metropolitan motion for administrative claim (.1); Email to M. Merchant re: 503(b)(9) claim reconciliation process (.1); Email to P. Heath re: same (.1); Email (x2) to A. Levin re: quote for publication of bar date notice (.2); Email to A. Kauker re: same (.1)			
Associate	L. Katherine Good	1.50 hrs.	340.00	\$510.00

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12/06/10	Emails with J. Horgan re: 503(b)(9) claims process (.2); Call with J. Horgan re: 503 (b)(9) claim (.2); Emails with J. Horgan and C. Herschopf re: same (.4); Email from K. Good re: air conditioning claim (.1); Emails with J. Horgan re: 503(b)(9) claim resolution process (.3); Review correspondence from Travis County (.2); Emails with K. Good and J. Horgan re: air conditioning issues (.2)			
Director	Michael J. Merchant	1.60 hrs.	525.00	\$840.00
12/06/10	Conference with K. Good re: 503(b)(9) motion (.1); Telephone call with M. Farnan re: same (.2); Conference with K. Good re: claims issues (.2); E-mail correspondence (x2) with K. Good re: 503(b)(9) claims (.2); E-mail correspondence with K. Good re: administrative claim motions (.2)			
Director	Paul N. Heath	0.90 hrs.	525.00	\$472.50
12/07/10	Calls (x2) with S. Mondrow re: lease for Store 141 and bar date notice (.2); Email to A. Kauker re: bar date publication (.1)			
Associate	L. Katherine Good	0.30 hrs.	340.00	\$102.00
12/07/10	Research 503(b)(9) claim settlements (.8); Emails with T. Barnes re: same (.2); Emails with J. Horgan re: call with M. Abate of 503(b)(9) claim issues (.3); Call re: same (.3); Review form settlement agreement for 503(b)(9) claims (.4)			
Director	Michael J. Merchant	2.00 hrs.	525.00	\$1,050.00
12/07/10	Conference with M. Merchant re: claim issue			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
12/08/10	Conference with M. Collins re: bar date notice (.1); Email to A. Levin re: same (.1); Email to J. Horgan and M. Abate re: same (.1)			
Associate	L. Katherine Good	0.30 hrs.	340.00	\$102.00
12/08/10	Emails with J. Horgan re: New Jersey tax assessment issues (.1); Review same (.1); Research same (.4); Discussion with M. Collins re: same (.1); Emails with J. Horgan re: 503(b)(9) release agreement (.1); Review same (.3)			
Director	Michael J. Merchant	1.10 hrs.	525.00	\$577.50

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12/08/10	E-mail correspondence with K. Good and M. Farnan re: 503(b)(9) motion			
Director	Paul N. Heath	0.10 hrs.	525.00	\$52.50
12/09/10	Coordinate delivery of proof of claim of Clayton County Tax Commission to BMC			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
12/09/10	Email (x2) to A. Levin re: bar date notice (.1); Email to J. Horgan re: invoice and W9 for same (.1)			
Associate	L. Katherine Good	0.20 hrs.	340.00	\$68.00
12/09/10	Meeting with M. Merchant re: New Jersey sales tax assessment extension			
Director	Mark D. Collins	0.20 hrs.	675.00	\$135.00
12/10/10	Review ad proof for publication of bar date notice (.1); Email to P. Egloff and A. Levin re: same (.1)			
Associate	L. Katherine Good	0.20 hrs.	340.00	\$68.00
12/13/10	Call with B. Collier re: bar date notice (.1); Email to P. Egloff re: publication of bar date notice (.1); Email to J. Horgan re: same (.1)			
Associate	L. Katherine Good	0.30 hrs.	340.00	\$102.00
12/14/10	Draft cover page for affidavit of publication re: bar dates notice (.1); Efile affidavit of publication re: bar dates notice (.1)			
Paralegal	Jamie E. Schairer	0.20 hrs.	195.00	\$39.00
12/14/10	Email to P. Heath re: publication of bar date notice			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/14/10	Email with K. Good re: bar date issue (.2); Review of correspondence from J. Chehebar re: claim issue (.1)			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
12/15/10	Coordinate delivery of 2 proofs of claim of the City of Allentown to BMC			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50

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12/15/10	Email to J. Ganzi re: sale order and Trimaran claims			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/15/10	Meet with K. Good re: claim issue (.3); Email with K. Good, M. Abate and J. Horgan re: claim issue (.1)			
Director	Paul N. Heath	0.40 hrs.	525.00	\$210.00
12/16/10	Coordinate delivery of certification of counsel regarding Hartz Mountain motion for payment of stub rent to chambers			
Paralegal	Janel Gates	0.20 hrs.	195.00	\$39.00
12/16/10	Email to BMC Group re: claim of City of Newark (.1); Email (x2) to M. Merchant re: same (.1); Email to J. Horgan re: same (.1)			
Associate	L. Katherine Good	0.30 hrs.	340.00	\$102.00
12/16/10	Emails with L. Edwards and J. Horgan re: Ohio tax issue (.2); Emails with J. Rybkaj re: Urban Brands claim (x2) (.2); Emails with K. Good re: same (.1)			
Director	Michael J. Merchant	0.50 hrs.	525.00	\$262.50
12/16/10	E-mail correspondence with K. Good and J. Kurylka re: Marianne asset purchase agreement re: claim issue (.1); Review same (.2)			
Director	Paul N. Heath	0.30 hrs.	525.00	\$157.50
12/17/10	Email to M. Merchant re: inquiry from City of Newark, NJ			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/20/10	Email to J. Horgan re: scheduled claim of Thor (.1); Email to B. Schweky re: same (.1)			
Associate	L. Katherine Good	0.20 hrs.	340.00	\$68.00
12/21/10	Coordinate delivery of proofs of claim (x2) of State of NJ, Division of Taxation to BMC			
Paralegal	Jamie E. Schairer	0.30 hrs.	195.00	\$58.50
12/21/10	Attend call with PwC and S. Feldman re: escheat claims and related items			
Director	Mark D. Collins	0.70 hrs.	675.00	\$472.50

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

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12/23/10	Telephone call with Kimberly re: proof of claim			
Paralegal	Jamie E. Schairer	0.10 hrs.	195.00	\$19.50
12/23/10	Email to J. Finocchiaro re: mechanics lien inquiry by A. Tedeschi			
Associate	L. Katherine Good	0.10 hrs.	340.00	\$34.00
12/28/10	Emails with K. Good re: request for third quarter sales and tax return (New Jersey)			
Director	Michael J. Merchant	0.10 hrs.	525.00	\$52.50
12/29/10	Emails with J. Klemas re: third quarter tax return (.2); Review same (.2); Emails with K. Good re: NJ sales tax issues (.2); Emails with J. Klemas re: same (.1); Emails with H. Anderson re: same (.1)			
Director	Michael J. Merchant	0.80 hrs.	525.00	\$420.00
12/29/10	E-mail correspondence with K. Good and J. Horgan re: claim issue			
Director	Paul N. Heath	0.20 hrs.	525.00	\$105.00

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Total Fees for Professional Services	\$6,948.00
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TOTAL DUE FOR THIS INVOICE	\$6,948.00
BALANCE BROUGHT FORWARD	\$17,898.80
TOTAL DUE FOR THIS MATTER	\$24,846.80