

United States Bankruptcy Court
District of New Jersey

Page 1 of 3

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Blue Falls Apparel, Inc.	Name of Joint Debtor (Spouse) (Last, First, Middle):
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):	All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): 22-3472234	Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):
Street Address of Debtor (No. & Street, City, and State): 28 North Fourth Street Gouldsboro, PA	Street Address of Joint Debtor (No. & Street, City, and State):
ZIP CODE 18424	ZIP CODE
County of Residence or of the Principal Place of Business:	County of Residence or of the Principal Place of Business:
Mailing Address of Debtor (if different from street address):	Mailing Address of Joint Debtor (if different from street address):
ZIP CODE	ZIP CODE
Location of Principal Assets of Business Debtor (if different from street address above):	
ZIP CODE	

Type of Debtor (Form of Organization) (Check one box.)	Nature of Business (Check one box)	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input type="checkbox"/> Other	<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding
	Tax-Exempt Entity (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code.)	Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.
Filing Fee (Check one box) <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b) See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Chapter 11 Debtors Check one box: <input checked="" type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).

Statistical/Administrative Information <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.										THIS SPACE IS FOR COURT USE ONLY
Estimated Number of Creditors <input checked="" type="checkbox"/> 1-49 <input type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000										
Estimated Assets <input type="checkbox"/> \$0 to \$50,000 <input checked="" type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion										
Estimated Liabilities <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion										

Voluntary Petition

(This page must be completed and filed in every case)

DocumentPage 2 of 3
Name of Debtor(s):**Blue Falls Apparel, Inc.****All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)**Location
Where Filed: **NONE**

Case Number:

Date Filed:

Location
Where Filed:

Case Number:

Date Filed:

Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet)

Name of Debtor:

NONE

Case Number:

Date Filed:

District:

Relationship:

Judge:

Exhibit A

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☐ Exhibit A is attached and made a part of this petition.**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).

☒ **Not Applicable**

Signature of Attorney for Debtor(s)

Date

Exhibit C

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.☒ No**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.**Information Regarding the Debtor - Venue**
(Check any applicable box)

- ☐ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☒ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

Certification by a Debtor Who Resides as a Tenant of Residential Property
(Check all applicable boxes.)

- ☐ Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following).

(Name of landlord that obtained judgment)

(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

B 1 (Official Form 1) (1/08)

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FORM B1, Page 3

Voluntary Petition (This page must be completed and filed in every case)	
Name of Debtor(s): Blue Falls Apparel, Inc.	
Signatures	
Signature(s) of Debtor(s) (Individual/Joint) I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b). I request relief in accordance with the chapter of title 11, United States Code, specified in this petition. <input checked="" type="checkbox"/> Not Applicable Signature of Debtor <input checked="" type="checkbox"/> Not Applicable Signature of Joint Debtor Telephone Number (If not represented by attorney) Date	Signature of a Foreign Representative I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition. (Check only one box.) <input type="checkbox"/> I request relief in accordance with chapter 15 of Title 11, United States Code. Certified Copies of the documents required by § 1515 of title 11 are attached. <input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the Chapter of title 11 specified in the petition. A certified copy of the order granting recognition of the foreign main proceeding is attached. <input checked="" type="checkbox"/> Not Applicable (Signature of Foreign Representative) (Printed Name of Foreign Representative) Date
<input checked="" type="checkbox"/> Signature of Attorney Signature of Attorney for Debtor(s) Michael J Sheppard Bar No. MS 9115 Printed Name of Attorney for Debtor(s) / Bar No. Ballon Stoll Bader & Nadler, P.C. Firm Name 729 7th Ave 17th Floor Address New York, NY 10019 212-575-7900 212-764-5060 Telephone Number 2/2/10 Date *In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.	Signature of Non-Attorney Petition Preparer 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 in that section. Official Form 19 is attached. <input checked="" type="checkbox"/> Not Applicable Printed Name and title, if any, of Bankruptcy Petition Preparer Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.) Address <input checked="" type="checkbox"/> Not Applicable Date Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above. 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 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. 11 U.S.C. § 110; 18 U.S.C. § 156.
Signature of Debtor (Corporation/Partnership) I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor. The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition. <input checked="" type="checkbox"/> Signature of Authorized Individual Yaqoob Ahmed Printed Name of Authorized Individual President Title of Authorized Individual 2/2/10 Date	

Exhibit A Page 1 of 1
UNITED STATES BANKRUPTCY COURT
District of New Jersey

In re: Blue Falls Apparel, Inc.

Debtor

Case No.

Chapter **11**

Exhibit "A" to Voluntary Petition

1. If any of debtor's securities are registered under section 12 of the Securities and Exchange Act of 1934, the SEC file number is .

2. The following financial data is the latest available information and refers to debtor's condition on .

a.	Total assets	\$	<u>71,487.20</u>
b.	Total debts (including debts listed in 2.c., below)	\$	<u>1,426,765.71</u>

Approximate
number of
holders

c. Debt securities held by more than 500 holders.

	secured	unsecured	subordinated		
d.	Number of shares of preferred stock			<u>0</u>	<u>0</u>
e.	Number of shares of common stock			<u>0</u>	<u>0</u>

Comments, if any:

3. Brief description of debtor's business:

Design, sourcing, manufacture, import and distribution of garments

4. List the name of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or more of the voting securities of debtor:

Yaqoob Ahmed, 100%

UNITED STATES BANKRUPTCY COURT
District of New Jersey

Exhibit "C"

[If, to the best of the debtor's knowledge, the debtor owns or has possession of property that poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety, attach this Exhibit "C" to the petition.]

In re:

Case No.:

Blue Falls Apparel, Inc.

Chapter: 11

Debtor(s)

Exhibit "C" to Voluntary Petition

1. Identify and briefly describe all real or personal property owned by or in possession of the debtor that, to the best of the debtor's knowledge, poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety (attach additional sheets if necessary):

N/A

2. With respect to each parcel of real property or item of personal property identified in question 1, describe the nature and location of the dangerous condition, whether environmental or otherwise, that poses or is alleged to pose a threat of imminent and identifiable harm to the public health or safety (attach additional sheets if necessary):

N/A

United States Bankruptcy Court

District of New Jersey

In re:

Case No. _____

Chapter 11

Blue Falls Apparel, Inc.

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, Yaqoob Ahmed, declare under penalty of perjury that I am the President of Blue Falls Apparel, Inc., a New Jersey Corporation and that on 01/25/2010 the following resolution was duly adopted by the Yaqoob Ahmed of this Corporation:

"Whereas, it is in the best interest of this Corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that Yaqoob Ahmed, President of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a Chapter 11 voluntary bankruptcy case on behalf of the Corporation; and

Be It Further Resolved, that Yaqoob Ahmed, President of this Corporation, is authorized and directed to appear in all bankruptcy proceedings on behalf of the Corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the Corporation in connection with such bankruptcy case; and

Be It Further Resolved, that Yaqoob Ahmed, President of this Corporation, is authorized and directed to employ Michael J Sheppeard, attorney and the law firm of Ballon Stoll Bader & Nadler, P.C. to represent the Corporation in such bankruptcy case."

Executed on: 2/2/10

Signed: 

Yaqoob Ahmed

**CORPORATE RESOLUTIONS BY CONSENT
OF SOLE SHARHOLDER AND
DIRECTOR OF BLUE FALLS APPAREL, INC.**

I, Yaqoob Ahmed, the sole shareholder and director of **BLUE FALLS APPAREL, INC.**, a New Jersey corporation (the "Company"), hereby certify that at a special meeting of the Board of Directors of the Company duly called and held on February 1, 2010 (conducted by the within written consent of sole shareholder and director), the following resolutions were duly adopted, and that said resolutions have not been modified or rescinded and are still in full force and effect on the date hereof:

RESOLVED, that in the judgment of the Board of Directors of the Company, it is desirable and in the best interests of the Company, its creditors, employees and other interested parties that a petition be filed by the Company seeking relief under the provisions of Chapter 11 of Title 11 of the United States Code (the "Bankruptcy Code"); and it was further

RESOLVED, that **YAQOOB AHMED**, the Company's President is hereby authorized, empowered and directed, in the name and on behalf of the Company, to execute and verify a petition under Chapter 11 of the Bankruptcy Code and to cause the same to be filed in the United States Bankruptcy Court for the District of New Jersey at such time as said officer executing the same shall determine; and it was further

RESOLVED, that the Board has authorized the retention of Ballon Stoll Bader & Nadler, P.C. as attorneys for the Company in the Chapter 11 case, subject to Bankruptcy Court approval; and it was further

RESOLVED, that Yaqoob Ahmed be and hereby is, authorized, empowered and directed, in the name and on behalf of the Company, to execute and file all petitions, schedules, motions, lists, applications, pleadings and other papers and, in that connection, to employ and retain all assistance by legal counsel, accountants, financial advisors, liquidators and other professionals, and to take and perform any and all further acts and deeds they deem necessary, proper or desirable in connection with the successful prosecution of the Chapter 11 case; and it was further

RESOLVED, that Yaqoob Ahmed be authorized, empowered and directed, in the name and on behalf of the Company, to cause the Company to enter into, execute, deliver, certify, file and/or record, and perform such agreements, instruments, motions, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates or other documents, and to take such other action as in the judgment of such party or officer shall be or become necessary, proper and desirable to effectuate an orderly liquidation of the Company's assets; and it was further

RESOLVED, that any and all past actions heretofore taken by Yaqoob Ahmed in the name and on behalf of the Company in furtherance of any or all of the preceding resolutions be, and the same hereby are, ratified, confirmed and approved.

IN WITNESS WHEREOF, I have hereunto set my hand, this 2nd day of February, 2010.

(+)

Yaqoob Ahmed, Sole Shareholder and
Sole director

United States Bankruptcy Court
District of New Jersey

In re Blue Falls Apparel, Inc.

Debtor

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, gov- ernment contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
Artistic Milliners (Pvt.) Ltd Plot No. 4 & 8 Sector 25, Korangi Industrial Area Karachi, Pakistan		Trade Debt	CONTINGENT UNLIQUIDATED DISPUTED	\$889,403.86
Mericle 320 Stewart LLC East Mountain Corporate Center 100 Baltimore Drive Wilkes-Barre, PA 18702		Litigation	CONTINGENT UNLIQUIDATED DISPUTED	\$470,810.61
Internal Revenue Service PO Box 660575 Dallas, TX 75266-0575		Taxes	CONTINGENT UNLIQUIDATED DISPUTED	\$3,218.99
Global Exchange Services, Inc. PO Box 640371 Pittsburgh, PA 15264-0371		Shipping	CONTINGENT UNLIQUIDATED DISPUTED	\$16,651.73
Mericle 320 Stewart LLC East Mountain Corporate Center 100 Baltimore Drive Wilkes-Barre, PA 18702		Judgment	CONTINGENT UNLIQUIDATED DISPUTED	\$7,710.00
Verizon PO Box 28000 Lehigh Valley, PA 18002-8000		Telephone	CONTINGENT UNLIQUIDATED DISPUTED	\$5,364.38

B4 (Official Form 4) (12/07)4 -Cont.

In re **Blue Falls Apparel, Inc.**

Debtor

Case No. _____

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, gov- ernment contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
Fidelity National Title 1 Park Avenue New York, NY 10016-5802		Insurance	CONTINGENT UNLIQUIDATED DISPUTED	\$4,300.00
Verizon Business PO Box 371355 Pittsburgh, PA 15250-7355		Internet	CONTINGENT UNLIQUIDATED DISPUTED	\$3,787.71
Internal Revenue Service Internal Revenue Service Center PO Box 660575 Dallas, TX 75266-0575		Taxes	CONTINGENT UNLIQUIDATED DISPUTED	\$3,218.99
JC Penny Accounting Center PO Box 45270 Salt Lake City, UT 84145-0270		Trade Debt	CONTINGENT UNLIQUIDATED DISPUTED	\$369.83
South Carolina Department of Revenue 301 Gervais Street PO Box 125 Columbia, SC 29214		Taxes	CONTINGENT UNLIQUIDATED DISPUTED	\$346.00
Hopkinsville Electric System 1820 East 9th Street PO Box 728 Hopkinsville, KY 42241-0728		Internet	CONTINGENT UNLIQUIDATED DISPUTED	\$309.00

B4 (Official Form 4) (12/07)4 -Cont.

In re Blue Falls Apparel, Inc.

Debtor

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, gov- ernment contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed or subject to setoff</i>	(5) <i>Amount of claim [if secured also state value of security]</i>
Geisinger Health System PO Box 827511 Philadelphia, PA 19182		Insurance	CONTINGENT UNLIQUIDATED DISPUTED	\$293.84
VA Department of Revenue Office of Customer Services PO Box 1115 Richmond, VA 23218-1115		Taxes	CONTINGENT UNLIQUIDATED DISPUTED	\$172.16
PA Department of Revenue Bureau of Individual Taxes Department 280504 Harrisburg, PA 17128-0504		Taxes	CONTINGENT UNLIQUIDATED DISPUTED	\$147.60
Modern Gas PO Box 5001 Avoca, PA 18641		Gas	CONTINGENT UNLIQUIDATED DISPUTED	\$131.78
Oppenheimer Fund PO Box 5390 Denver, CO 80217		Payroll	CONTINGENT UNLIQUIDATED DISPUTED	\$115.38
Federal Express PO Box 371461 Pittsburgh, PA 15250-7461		Shipping	CONTINGENT UNLIQUIDATED DISPUTED	\$11.48

B4 (Official Form 4) (12/07)4 -Cont.

In re Blue Falls Apparel, Inc.

Debtor

Case No. _____

Chapter 11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address including zip code.	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim [if secured also state value of security]

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, Yaqoob Ahmed, President of the Corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date: 2/2/10

Signature: [Signature]

Yaqoob Ahmed, President
(Print Name and Title)

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

United States Bankruptcy Court
District of New Jersey

In re: Blue Falls Apparel, Inc.

Case No.

List of Equity Security Holders

REGISTERED NAME OF HOLDER OF SECURITY LAST KNOWN ADDRESS OR PLACE OF BUSINESS	CLASS OF SECURITY	NUMBER REGISTERED	KIND OF INTEREST REGISTERED

DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, Yaqoob Ahmed, President of the Corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date: 2/2/10

(Signature)

Yaqoob Ahmed, President
Debtor

Penalty for making a false statement or concealing property. Fine of, up to \$500,000 or imprisonment for up to 5 years or both, 18 U.S.C §§ 152 and 3671.