

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

	X	
	:	
In re:	:	Chapter 11
	:	
FILENE'S BASEMENT, LLC, <u>et al.</u> ,	:	Case No. 11-13511 (KJC)
	:	
Debtors. ¹	:	Jointly Administered
	:	
	X	

SUPPLEMENTAL AFFIDAVIT OF SERVICE

I, Christopher R. Schepper, depose and say under the penalty of perjury:

1. I am Vice President, Restructuring Support Services employed by Kurtzman Carson Consultants LLC ("KCC"), the claims, noticing, and solicitation agent retained by Filene's Basement, LLC and its three Chapter 11 affiliates (collectively, the "Debtors") to assist with the solicitation and voting process in the above-captioned Chapter 11 cases, pursuant to the **Order Authorizing Employment and Retention of Kurtzman Carson Consultants LLC as Notice, Claims and Solicitation Agent for Debtors, Nunc Pro Tunc to the Petition Date** [Docket No. 69] entered by the United States Bankruptcy Court for the District of Delaware on November 4, 2011. My business address is 2335 Alaska Ave, El Segundo, California, 90245. I am over the age of 18 and not a party to this action. Except as otherwise noted, I could and would testify to the following based upon my personal knowledge. I submit this Affidavit of Service in connection with the service of Solicitation Packages (as defined herein) for the **Second Amended Joint Chapter 11 Plan of Reorganization of Syms Corp. and Its Subsidiaries** [Docket No. 1640] (the "Second Amended Plan").

2. On July 13, 2012, the Court entered the **Order (I) Approving Disclosure Statement; (II) Approving Ballot Solicitation and Tabulation Procedures, Key Dates and Deadlines Related Thereto, Forms of Ballots, and Manner of Notice; and (III) Fixing Date, Time and**

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: Filene's Basement, LLC (8277), Syms Corp. (5228), Syms Clothing, Inc. (3869), and Syms Advertising Inc. (5234). The Debtors' address is One Syms Way, Secaucus, New Jersey 07094.



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Place for Confirmation Hearing and Deadline for Filing Objections Thereto [Docket No. 1655] (the “Disclosure Statement Order”).

3. KCC is charged with the duty of printing and distributing Solicitation Packages to creditors and other parties in interest in these chapter 11 cases pursuant to the instructions set forth in the Disclosure Statement Order, as entered by the Court on July 13, 2012.
4. The following documents and materials were approved by the Court for distribution to holders of claims entitled to vote on the Second Amended Plan (collectively, the “Solicitation Package”):
 - a) a CD-ROM containing:
 - the Disclosure Statement
 - the Second Amended Plan
 - the Disclosure Statement Order (including only Exhibit A)
 - b) Notice of Order (I) Approving Disclosure Statement; (II) Approving Ballot Solicitation and Tabulation Procedures, Key Dates and Deadlines Related Thereto, Forms of Ballots, and Manner of Notice; and (III) Fixing Date, Time and Place For Confirmation Hearing and Deadline For Filing Objections Thereto (the “Confirmation Hearing Notice”);
 - c) Supplemental Order With Respect to Solicitation Procedures [Docket No. 1687] (the “Supplemental Solicitation Procedures Order”)
 - d) a ballot for accepting or rejecting the Plan, intended for the appropriate voting class as described below:
 - Syms Class 3 – Convenience Claims (the “Syms Class 3 Ballot”);
 - Syms Class 4 – General Unsecured Claims (the “Syms Class 4 Ballot”);
 - Syms Class 5 – Union Pension Plan Claims (the “Syms Class 5 Ballot”);
 - Syms Class 7 – Beneficial Owner Ballot for Interests in Syms (the “Syms Class 7 Beneficial Owner Ballot”)
 - Syms Class 7 – Record Owner Ballot for Interests in Syms (the “Syms Class 7 Record Owner Ballot”)
 - Syms Class 7 – Master Ballot for Interests in Syms (the “Syms Class 7 Master Ballot”)

- Filene’s Class 3 – Convenience Claim Ballot (the “Filene’s Class 3 Ballot”)
 - Filene’s Class 4 – General Unsecured Short-Term Ballot (the “Filene’s Class 4 Ballot”)
 - Filene’s Class 5 – General Unsecured Long-Term Ballot (the “Filene’s Class 5 Ballot”)
 - Filene’s Class 6 – Union Pension Plan Claims (the “Filene’s Class 6 Ballot”)
- e) a cover letter from the Creditors’ Committee in Support of the Plan (the “Committee Letter”)
- f) a pre-addressed, postage pre-paid return envelope, as applicable (the “Return Envelope”).

5. Additionally, the following notice was approved by the Court for distribution:

- Notice of Order (I) Approving Disclosure Statement; (II) Approving Ballot Solicitation and Tabulation Procedures, Key Dates and Deadlines Related Thereto, Forms of Ballots, and Manner of Notice; and (III) Fixing Date, Time and Place For Confirmation Hearing and Deadline For Filing Objections Thereto to All Creditors of the Debtors (I) Whose Claims Are Scheduled as Contingent, Unliquidated or Disputed, (II) Whose Proofs of Claim Were Filed as, or Have Been Docketed by The Voting Agent as, Contingent, Unliquidated or Otherwise Disputed, or (III) Whose Claims Are Subject To Pending Objections (the “Disputed Confirmation Hearing Notice”)

6. After July 20, 2012 and prior to the Voting Deadline, various Solicitation Packages were returned to KCC due to undeliverable and/or outdated addresses. **Exhibit A** to this Affidavit is a list of Solicitation Packages sent via First Class Mail pursuant to forwarding addresses provided by the United States Postal Service. **Exhibit B** to this Affidavit is a list of Disputed Confirmation Hearing Notices sent via First Class Mail pursuant to forwarding addresses provided by the United States Postal Service. **Exhibit C** to this Affidavit is a list of Confirmation Hearing Notices sent via First Class Mail pursuant to forwarding addresses provided by the United States Postal Service.

7. After July 20, 2012 and prior to the Voting Deadline, KCC provided copies of Ballots requested by specific creditors. **Exhibit D** to this Affidavit is a list of requested Ballots sent via Electronic mail. **Exhibit E** to this Affidavit is a list of requested Ballots sent via Overnight mail.

Dated: August 27, 2012



Christopher R. Schepper

Kurtzman Carson Consultants LLC
2335 Alaska Avenue
El Segundo, CA 90245
(310) 823-9000

State of California, County of Los Angeles

Subscribed and sworn to before me on this 27th day of August, 2012, by Christopher R. Schepper, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

WITNESS my hand and official seal.

Signature

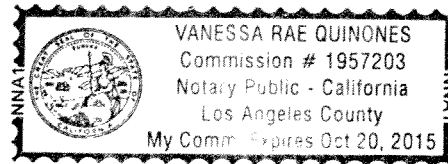


EXHIBIT A

Exhibit A
Served via First Class mail

Date Sent	Class	Creditor Name	Address	City	State	ZIP
7/31/2012	S3	Abriam, Joddu A.	2921 Stillwood Cir Apt 201	Falls Church	VA	22042-1191
7/31/2012	S4	Finance One, Inc.	888 S Figueroa St Ste 1100	Los Angeles	CA	90017-5307
7/31/2012	F3	Puello-Roche, Dairo L.	51 Wellington St Apt 303	Worcester	MA	01610-3319

EXHIBIT B

Exhibit B
Served via First Class mail

Date Sent	Creditor Name	Address	City	State	Zip
7/25/2012	Abriam, Joddy A	2921 Stillwood Cir Apt 201	Falls Church	VA	22042-1191
7/27/2012	Martinez, Lina	11954 SW 181 Street	Miami	FL	33177
7/30/2012	Mandara, Mauricio	700 Boulevard E Apt AB	Weehawken	NJ	07086-6847

EXHIBIT C

Exhibit C
Served via First Class mail

Date Sent	Creditor Name	Creditor Notice Name	Address 1	Address 2	City	State	Zip
7/31/2012	A and S Apparel LLC	Attn President or CEO	38 E 32Nd St No 500		New York	NY	10016-5507
7/27/2012	Air Force One		9880 Sweet Valley Dr Ste 1		Cleveland	OH	44125-4269
7/30/2012	Ataifo Lillian O		9155 Bourbon St Apt K		Laurel	MD	20723-1647
7/31/2012	Bam Bam Trading Limited	Attn President or CEO	38 E 32Nd St No 500		New York	NY	10016-5507
8/2/2012	Baral Dawn M		60 Eddy Glover Blvd		New Britain	CT	06053-2410
8/6/2012	Brathwaite Amanda R		60 Parker St Apt 14		Brockton	MA	02302-2330
7/30/2012	Buono Jamie R		67 Cedar Ave Apt 2		Montclair	NJ	07042-2416
7/31/2012	Ditch Plains Seena Intl	Attn President or CEO	1140 Motor Pkwy Ste A		Hauppauge	NY	11788-5255
7/30/2012	Dixon Donna M		725 W Sale Rd		Lake Charles	LA	70605-3447
8/2/2012	Eckert Mandy L		1635 Moss St		Reading	PA	19604-1718
8/3/2012	Ellis Renee M		22425 Jean Ct Apt 2B		Righton Park	IL	60471-2120
8/6/2012	Erroa Victoria		53 Meridian St		Boston	MA	02128-1959
8/13/2012	Erroa Victoria		123 Addison St Apt 2		Chelsea	MA	02150-1900
7/27/2012	Finance Oneinc	Attn President or CEO	888 S Figueroa St Ste 1100		Los Angeles	CA	90017-5307
7/31/2012	Fobnyinc	Attn President or CEO	38 E 32Nd St No 500		New York	NY	10016-5507
7/30/2012	Ford Bruce C		31095 Sudbury St		Farmingtn Hls	MI	48331-1365
8/6/2012	Franco Graciela E		2508 N 72nd Ct Apt 1E		Elmwood Park	IL	60707-2026
8/1/2012	Geox Usainc	Attn President or CEO	29 W 34th St Fl 3		New York	NY	10001-3069
7/30/2012	Greg Peters Ltd	Attn President or CEO	1940 E Locust St Ste A		Ontario	CA	91761-7674
7/31/2012	Hawkins Kimberly N		PO Box 6735		Washington	DC	20020-0435
8/13/2012	Hernandez Karina		8760 Ridge Hollow Ct		Springfield	VA	22152-1433
8/10/2012	Jean Melida		PO Box 260589		Mattapan	MA	02126-0011
7/30/2012	Jimenez Aquilina		541 36th St Apt 3		Union City	NJ	07087-2543
8/1/2012	Johnson Adam C		36 Park Ave Fl 3		New Rochelle	NY	10805-3915
8/2/2012	Joyce Bernadette		1003 Pleasant Oaks Rd Apt 1		Parkville	MD	21234-8111
7/31/2012	Kellwood CO	Attn President or CEO	38 E 32Nd St No 500		New York	DC	10016-5507
7/31/2012	Ruby Rox	Attn President or CEO	38 E 32Nd St No 500		New York	NY	10016-5507
7/27/2012	San Simeon Inc	Attn President or CEO	4-121	20533 Biscayne Blvd Ste 4	Miami	FL	33180-1501
7/31/2012	Sangria Div of Kellwood	Attn President or CEO	38 E 32Nd St No 500		New York	NY	10016-5507
8/13/2012	Talford Laquana N		322 Berriman St		Brooklyn	NY	11208-3655
8/3/2012	The Elevator Inspection Comp	Attn President or CEO	200 Franklin St No 100		Brooklyn	NY	11222-1633
7/27/2012	Z C Denim Inc	Attn President or CEO	655 S Anderson St		Los Angeles	CA	90023-110
7/31/2012	Zhezheva Lyubka		531 E Lake Dr		Marietta	GA	30062-3873

EXHIBIT D

Exhibit D
Served via Electronic mail

Date Sent	Class of Ballot Sent	Creditor Name	Email
7/26/2012	S4	Thomas D Patti	tom@g-iii.com
7/30/2012	F3	Emmanuel K. Oppong	emmanuelamotta@yahoo.com
8/1/2012	S4	Lauren Boyd, Fulcrum Capital	lboyd@fulcruminv.com
8/16/2012	S4	Thomas G. Macauley	tm@macdelaw.com
8/16/2012	F5	Thomas G. Macauley	tm@macdelaw.com
8/17/2012	S3	TAYLOR, CHARLES R.	cbp788@aol.com
8/20/2012	S4	CIT GROUP/COMMERCIAL SERV	sbeach@ycst.com
8/20/2012	S4	CIT GROUP/COMMERCIAL SERV	sbeach@ycst.com
8/20/2012	S4	CIT GROUP/COMMERCIAL SERVICES	sbeach@ycst.com
8/20/2012	S4	CIT GROUP/COMMERCIAL SERV	sbeach@ycst.com
8/22/2012	F5	JLP - Aventura, LLC	sbeach@ycst.com
8/22/2012	F5	JLP-Harvard Park LLC	sbeach@ycst.com
8/22/2012	F5	Jubilee Limited Partnership	sbeach@ycst.com
8/22/2012	F4	DSW Inc.	sbeach@ycst.com
8/22/2012	F4	DSW MS LLC	sbeach@ycst.com
8/22/2012	S4	DSW Shoe Warehouse, Inc.	sbeach@ycst.com
8/22/2012	S4	DSW Inc.	sbeach@ycst.com
8/22/2012	S4	DSW MS LLC	sbeach@ycst.com
8/22/2012	F5	JLP - Aventura, LLC	Tod.Friedman@spgroup.com ; Richard.Wolney@spgroup.com
8/22/2012	F5	JLP-Harvard Park LLC	Tod.Friedman@spgroup.com ; Richard.Wolney@spgroup.com
8/22/2012	F5	Jubilee Limited Partnership	Tod.Friedman@spgroup.com ; Richard.Wolney@spgroup.com
8/22/2012	F5	Ultra Stores, Inc.	izajac@proskauer.com

EXHIBIT E

Exhibit E
Served via Overnight mail

Date Sent	Class of Ballot Sent	Creditor Name	Address	City	State	Zip
8/9/2012	F3	MARTINEZ, MIRTA G.	35 Gates St.	Worcester	MA	01610