

**United States Bankruptcy Court
Northern District of New York**

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Saratoga Shoe Depot, 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) 14-1629943	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. and Street, City, and State): 385 Broadway Saratoga Springs, NY	Street Address of Joint Debtor (No. and Street, City, and State):
ZIP Code 12866	ZIP Code
County of Residence or of the Principal Place of Business: Saratoga	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):

Type of Debtor (Form of Organization) (Check one box) <ul style="list-style-type: none"> <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.) 	Nature of Business (Check one box) <ul style="list-style-type: none"> <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 checked="" type="checkbox"/> Other <hr/> Tax-Exempt Entity (Check box, if applicable) <ul style="list-style-type: none"> <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code). 	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) <ul style="list-style-type: none"> <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 <hr/> Nature of Debts (Check one box) <ul style="list-style-type: none"> <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.
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Filing Fee (Check one box) <ul style="list-style-type: none"> <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: <ul style="list-style-type: none"> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <ul style="list-style-type: none"> <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: <ul style="list-style-type: none"> <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).
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Statistical/Administrative Information

Debtor estimates that funds will be available for distribution to unsecured creditors.
 Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.

Estimated Number of Creditors										
<input type="checkbox"/> 1-49	<input checked="" 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 checked="" 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 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 \$50 million	<input type="checkbox"/> \$10,000,001 to \$100 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	

THIS SPACE IS FOR COURT USE ONLY

Voluntary Petition <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): Saratoga Shoe Depot, Inc.
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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:

<p style="text-align: center;">Exhibit A</p> <p>(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.)</p> <p><input type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>	<p style="text-align: center;">Exhibit B</p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>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 delivered to the debtor the notice required by 11 U.S.C. §342(b).</p> <p>X _____ Signature of Attorney for Debtor(s) (Date)</p>
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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)).

Voluntary Petition

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

Name of Debtor(s):

Saratoga Shoe Depot, 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.

X _____
Signature of Debtor

X _____
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.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X _____
Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Attorney*

X /s/ Francis J. Brennan
Signature of Attorney for Debtor(s)

Francis J. Brennan 509509
Printed Name of Attorney for Debtor(s)

Nolan & Heller, LLP
Firm Name

39 North Pearl Street, 3rd Floor
Albany, NY 12207

Address

518-449-3300 Fax: 518-432-3123
Telephone Number

August 27, 2009
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 Bankruptcy 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.

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

X _____
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 additional 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 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 relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Frank S. Panza
Signature of Authorized Individual

Frank S. Panza
Printed Name of Authorized Individual

President
Title of Authorized Individual

August 27, 2009
Date

United States Bankruptcy Court
Northern District of New York

In re **Saratoga Shoe Depot, Inc.**

Debtor(s)

Case No. _____

Chapter **11**

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, 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; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<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>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
American Express P.O. Box 1270 Newark, NJ 07101-1270	American Express P.O. Box 1270 Newark, NJ 07101-1270	Business Credit Card Purchases		30,390.00
American Express P.O. Box 1270 Newark, NJ 07101-1270	American Express P.O. Box 1270 Newark, NJ 07101-1270	Business Credit Card Purchases		5,924.00
American Express P.O. Box 1270 Newark, NJ 07101-1270	American Express P.O. Box 1270 Newark, NJ 07101-1270	Business Credit Card Purchases		2,108.00
American Sporting Goods NW 5638 P.O. Box 1450 Minneapolis, MN 55485-5638	American Sporting Goods NW 5638 P.O. Box 1450 Minneapolis, MN 55485-5638	Vendor		2,284.54
Bank of America P.O. Box 660576 Dallas, TX 75266-0576	Bank of America P.O. Box 660576 Dallas, TX 75266-0576	Line of Credit		99,768.00
CBK 600 E. Sherwood Drive P.O. Box 143 Union City, TN 38281-0143	CBK 600 E. Sherwood Drive P.O. Box 143 Union City, TN 38281-0143	Vendor		2,118.33
Couch White 540 Broadway Albany, NY 12201-2222	Couch White 540 Broadway Albany, NY 12201-2222	Legal Services		2,647.50
Crabtree & Evelyn P.O. Box 83317 Woburn, MA 01813-3317	Crabtree & Evelyn P.O. Box 83317 Woburn, MA 01813-3317	Vendor		1,760.32
Creative Co-Op Inc. MSC 410649 P.O. Box 415000 Nashville, TN 37241-5000	Creative Co-Op Inc. MSC 410649 P.O. Box 415000 Nashville, TN 37241-5000	Vendor		2,771.36
Dansko Inc. 8 Federal Road West Grove, PA 19390	Dansko Inc. 8 Federal Road West Grove, PA 19390	Vendor		3,377.15
Frank Panza 8232 Broad Peak Drive Las Vegas, NV 89131	Frank Panza 8232 Broad Peak Drive Las Vegas, NV 89131	Money Loaned to Business		311,867.09

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<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>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
HSBC Bank USA, NA Special Credits 8-10 East 40th - 3rd Floor New York, NY 10016	HSBC Bank USA, NA Special Credits 8-10 East 40th - 3rd Floor New York, NY 10016	All Assets and Property of Every Description		595,000.00 (0.00 secured)
HSBC Bank USA, NA P.O. Box 37278 Baltimore, MD 21297-3278	HSBC Bank USA, NA P.O. Box 37278 Baltimore, MD 21297-3278	Overdraft Account		4,650.00
HSBC Bank USA, NA Special Credits 8-10 East 40th - 3rd Floor New York, NY 10016	HSBC Bank USA, NA Special Credits 8-10 East 40th - 3rd Floor New York, NY 10016	Van		4,350.00 (0.00 secured)
Josef Seibel, NA P.O. Box 6646 Portland, OR 97228	Josef Seibel, NA P.O. Box 6646 Portland, OR 97228	Vendor		3,892.66
Leegin Creative Leather P.O. Box 406 La Puente, CA 91747	Leegin Creative Leather P.O. Box 406 La Puente, CA 91747	Vendor		17,752.71
Minnetonka Moccasin Co. Inc. P.O. Box 529 Minneapolis, MN 55440	Minnetonka Moccasin Co. Inc. P.O. Box 529 Minneapolis, MN 55440	Vendor		8,217.53
Sanita Clogs 40940 County Center Drive, Suite 100 Temecula, CA 92591	Sanita Clogs 40940 County Center Drive, Suite 100 Temecula, CA 92591	Vendor		3,037.89
Santa Barbara Design Studio 1515 Chapala Street Santa Barbara, CA 93101	Santa Barbara Design Studio 1515 Chapala Street Santa Barbara, CA 93101	Vendor		3,551.66
Smartwool Corp. 1978 Solutions Center P.O. Box 771978 Chicago, IL 60677-1009	Smartwool Corp. 1978 Solutions Center P.O. Box 771978 Chicago, IL 60677-1009	Vendor		2,490.07

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

I, the 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 August 27, 2009Signature /s/ Frank S. Panza
Frank S. Panza
President

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
NORTHERN DISTRICT OF NEW YORK**

In re Saratoga Shoe Depot, Inc. ,

Debtor

Case No.

Chapter 11

Social Security No(s). and all Employer's Tax Identification No(s). *[if any]*

14-1629943

CERTIFICATION OF MAILING MATRIX

I,(we), Francis J. Brennan, the attorney for the debtor/petitioner (or, if appropriate, the debtor(s) or petitioner(s)) hereby certify under the penalties of perjury that the above/attached mailing matrix has been compared to and contains the names, addresses and zip codes of all persons and entities, as they appear on the schedules of liabilities/list of creditors/list of equity security holders, or any amendment thereto filed herewith.

Dated: August 27, 2009

/s/ Francis J. Brennan

Francis J. Brennan

Attorney for Debtor/Petitioner
(Debtor(s)/Petitioner(s))

A. Marinelli Shoes and Accessories
First Capital
P.O. Box 643382
Cincinnati, OH 45264-3382

American Essentials
358 Fifth Avenue, Suite 202
New York, NY 10001

American Express
P.O. Box 1270
Newark, NJ 07101-1270

American Sporting Goods
NW 5638
P.O. Box 1450
Minneapolis, MN 55485-5638

AMSCAN
P.O. Box 71603
Chicago, IL 60694-1603

Aquasitions, LLC
31 Kirby Road
Saratoga Springs, NY 12866

Bank of America
P.O. Box 660576
Dallas, TX 75266-0576

Bedford Cottage LLC
25 Canaly Street
Suncook, NH 03275

CBK
600 E. Sherwood Drive
P.O. Box 143
Union City, TN 38281-0143

Clarks
P.O. Box 415388
Boston, MA 02241-5388

Consolidated Shoe Co.
P.O. Box 10549
Lynchburg, VA 24506-0549

Couch White
540 Broadway
Albany, NY 12201-2222

Crabtree & Evelyn
P.O. Box 83317
Woburn, MA 01813-3317

Creative Co-Op Inc.
MSC 410649
P.O. Box 415000
Nashville, TN 37241-5000

Dansko Inc.
8 Federal Road
West Grove, PA 19390

Design Design, Inc.
P.O. Box 2266
Grand Rapids, MI 49501-2266

Dr. Martens Airwair USA LLC
P.O. Box 29017
Portland, OR 97296-9017

Earth, Inc.
P.O. Box 100895
Atlanta, GA 30384-4174

Frank Panza
8232 Broad Peak Drive
Las Vegas, NV 89131

Ganz, Inc.
60 Industrial Parkway, #403
Cheektowaga, NY 14227-9903

Gertrude Hawk Chocolates
P.O. Box 641639
Pittsburgh, PA 15264-1639

Havana Joe
6254 South Nome Court
Englewood, CO 80111

Highland Graphics, Inc.
210 Evergreen Drive
Springfield, TN 37172

HSBC Bank USA, NA
P.O. Box 37278
Baltimore, MD 21297-3278

HSBC Bank USA, NA
Special Credits
8-10 East 40th - 3rd Floor
New York, NY 10016

Hupaco Retail Packaging
1341 W. Broad Street
Stratford, CT 06615-5761

Impressive Enterprises, Inc.
4925 Cash Road
Dallas, TX 75247

Joan Baker Designs
1130 Via Callejon
San Clemente, CA 92673

Job Footwear, Inc.
53 Stiles Road, Suite 201
Salem, NH 03079

Josef Seibel, NA
P.O. Box 6646
Portland, OR 97228

K & K Interiors
2230 Superior Street
Sandusky, OH 44870

Kidorable
6801 West Howard
Niles, IL 60714

Kurt S. Adler, Inc.
7 W 34th Street
New York, NY 10001

LCS&Z, LLP
33 Century Hill Drive
Latham, NY 12110

Leegin Creative Leather
P.O. Box 406
La Puente, CA 91747

Manual Woodworkers and Weavers Inc.
P.O. Box 63204
Charlotte, NC 28263-3204

Marian Heath Cards
P.O. Box 55399
Boston, MA 02205

Midwest of Cannon Falls
4334 Collection Center Drive
Chicago, IL 60693-0043

Midwest-CBK
24696 Network Place
Chicago, IL 60673-1246

Minnetonka Moccasin Co. Inc.
P.O. Box 529
Minneapolis, MN 55440

Nat Nast Company
P.O. Box 88926
Chicago, IL 60695-1926

Now Designs
2150 Peace Portal Way
Blaine, WA 98230

NY Tech Supply
P.O. Box 180
La Fayette, NY 13084

Old Friend Footwear
7440 S. 228th Street
Kent, WA 98032

Pangburn Landscaping
P.O. Box 638
Glenmont, NY 12077

Paul Sahlin Tiffany's Inc.
1326 Obispo Avenue
Long Beach, CA 90804

Peking Handicraft, Inc.
1388 San Mateo Avenue
South San Francisco, CA 94080-6501

Pen & Inc.
P.O. Box 2646
Concord, NH 03302-2646

Pepper Gate Footwear Corp.
561 New York Drive
Pomona, CA 91768

Peter Pauper Press, Inc.
202 Mamaroneck Avenue
White Plains, NY 10601

Phoenix Footwear Group, Inc.
Corporate Office
5840 El Camino Real, Suite 106
Carlsbad, CA 92008

Phoenix Footwear Group, Inc.
Dept. 8181
Los Angeles, CA 90084-8181

Rieker Shoe Corporation
299 Rio Drive
Orlando, FL 32810

Sanita Clogs
40940 County Center Drive, Suite 100
Temecula, CA 92591

Santa Barbara Design Studio
1515 Chapala Street
Santa Barbara, CA 93101

Smartwool Corp.
1978 Solutions Center
P.O. Box 771978
Chicago, IL 60677-1009

Sperry
Drawer 198232
Atlanta, GA 30384-8232

Spi Home
377 Swift Avenue
South San Francisco, CA 94080

Spring Street Design Group
29 West 36th Street, 9th Floort
New York, NY 10018

Tag Trade Associates Group, Ltd.
1730 West Wrightwood
Chicago, IL 60614-1914

Tom Reverand
d/b/a Old Time Movies
145 Woodland Road
Demarest, NJ 07627

Two Lips Shoe Company
9237 San Fernando Road
Sun Valley, CA 91352

Uline
Account Receivables
2200 S. Lakeside Drive
Waukegan, IL 60085

UPS
P.O. Box 7247-0244
Philadelphia, PA 19170-0001

Vera Bradley Designs, Inc.
Department 6002
Carol Stream, IL 60122-6002

Yount's Incorporated
P.O. Box 145
Dundee, MI 48131