

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

DSI HOLDINGS, INC., et al.,¹

Debtors.

Chapter 11

Case No. 11-11941 (KJC)

(Jointly Administered)

AFFIDAVIT OF SERVICE

I, Luis N. Valdivia, depose and say that I am employed by Kurtzman Carson Consultants LLC (“KCC”), the claims and noticing agent for the Debtors in the above-captioned case.

On June 28, 2011, at my direction and under my supervision, employees of KCC caused to be served the following documents via First Class mail on the service list attached hereto as **Exhibit A:**

- **Debtors’ Motion Requesting Joint Administration of Chapter 11 Cases** [Docket No. 3]
- **Debtors’ Motion for Authorization to Employ and Retain Kurtzman Carson Consultants LLC as Claims and Noticing Agent for the Debtors** [Docket No. 4]
- **Debtors’ Motion for Authority to (I) Treat Undisputed Vendor Obligations Arising From the Postpetition Delivery of Goods and Services Ordered in the Prepetition Period as Administrative Expenses and (II) Pay Such Obligations in the Ordinary Course of Business** [Docket No. 5]
- **Debtors’ Motion for Authorization to Pay Prepetition Claims of Customs Brokers, Freight Forwarders, Common Carriers and Warehousemen** [Docket No. 6]
- **Debtors’ Motion for Authorization to Pay Prepetition Taxes and Assessments** [Docket No. 7]
- **Debtors’ Motion Requesting Authorization to (I) Honor Prepetition Obligations to Customers and (II) Otherwise Continue Customer Programs in the Ordinary Course of Business** [Docket No. 8]

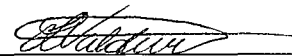
¹ The last four digits of DSI Holdings, Inc.’s federal tax identification number are 9441. The mailing address for DSI Holdings, Inc. is 9401 Blue Grass Road, Philadelphia, PA 19114. Due to the large number of Debtors in these cases, a complete list of the Debtors, the last four digits of their federal tax identification numbers, and their addresses is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed noticing and claims agent at <http://www.kccllc.net/debshops>.



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- **Debtors' Motion Requesting (I) Authority to (A) Continue Workers' Compensation Programs and Liability, Property, and Other Insurance Programs and (B) Pay All Prepetition Obligations in Respect Thereof; and (II) Direction to Financial Institutions to Honor and Process Checks and Transfers Related to Such Obligations [Docket No. 12]**
- **Declaration of Barry J. Susson in Support of First-Day Motions and Applications [Docket No. 16]**
- **Order Directing Joint Administration of Chapter 11 Cases [Docket No. 43]**
- **Order Authorizing the Employment of Kurtzman Carson Consultants LLC as Claims and Noticing Agent for the Debtors [Docket No. 44]**
- **Order Authorizing the Debtors to (I) Treat Undisputed Vendor Obligations Arising from the Postpetition Delivery of Goods and Services Ordered in the Prepetition Period as Administrative Expenses and (II) Pay Such Obligations in the Ordinary Course of Business [Docket No. 45]**
- **Order Authorizing the Debtors to Pay Prepetition Claims of Customs Brokers, Freight Forwarders, Common Carriers, and Warehousemen [Docket No. 46]**
- **Order Authorizing Debtors to Pay Prepetition Taxes and Assessments [Docket No. 47]**
- **Order Authorizing the Debtors to (I) Honor Prepetition Obligations to Customers and (II) Otherwise Continue Customer Programs in the Ordinary Course of Business [Docket No. 48]**
- **Order (I) Authorizing the Debtors to (A) Continue Workers' Compensation Programs and Liability, Property, and Other Insurance Programs and (B) Pay All Prepetition Obligations in Respect Thereof; and (II) Directing Financial Institutions to Honor and Process Checks and Transfers Related to Such Obligations [Docket No. 52]**

Dated: June 28, 2011



Luis N. Valdivia

State of California

County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 28th day of June, 2011, by Luis N. Valdivia, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: _____

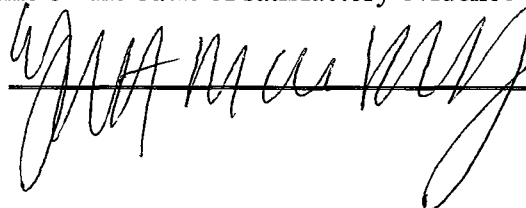
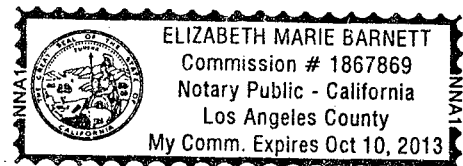



EXHIBIT A

**Exhibit A
Core and 2002 List**

| Company | Contact | Address 1 | Address 2 | City | State | Zip | Country |
|---|---|------------------------------|----------------------------|------------------|--------------|------------|----------------|
| 1888 Fund Ltd | | 136 East 57th St 6th Fl | | New York | NY | 10023 | |
| Ableco Finance | | 299 Park Ave | | New York | NY | 10171 | |
| Ableco Finance LLC | | 299 Park Ave | | New York | NY | 10171 | |
| Ambiance Apparel | Jackie Noh | 2465 E 23rd St | | Los Angeles | CA | 90058 | |
| Amici Accessories Ltd | Orly Menachem | 39 West 37th St | | New York | NY | 10018 | |
| Ballard Spahr LLP | David L Pollack & Jeffrey Meyers | 1735 Market St | 51st Fl Mellon Bank Center | Philadelphia | PA | 19103 | |
| Ballard Spahr LLP | Tobey M Daluz & Leslie Heilman & Joshua Zugeran | 919 Market St 11th Fl | | Wilmington | DE | 19801 | |
| Bank of America | | 211 Old Tappan Rd | | Old Tappan | NJ | 07645 | |
| Bank of America NA | | PO Box 550588 | | Tampa | FL | 33655-0588 | |
| Bank of America NA | | PO Box 830175 | | Dallas | TX | 75283-0175 | |
| Bank of America NA | | 100 Federal St 9th Fl | | Boston | MA | 02110 | |
| Bank of America NA Charlotte Branch | | PO Box 30120 | | Charlotte | NC | 28202-0120 | |
| Bank of America NA Charlotte Branch | | 401 N Tryon St | | Charlotte | NC | 28255 | |
| Barclays | | 1301 6th Ave | | New York | NY | 10019 | |
| Barclays Bank PLC | | 1301 6th Ave | | New York | NY | 10019 | |
| Barclays Capital | | 200 Park Ave | | New York | NY | 10166 | |
| Barclays Capital | | 745 Seventh Ave | | New York | NY | 10019 | |
| Beauty Group LLC | Sarah Anzroot | 10 West 33rd St | | New York | NY | 10001 | |
| Belinda | Bebe Anna | 1138 S Crocker St | | Los Angeles | CA | 90021 | |
| Blue Cross Beauty Product | Rose Madrano | 12251 Montague St | | Pacoima | CA | 91331 | |
| Capital Factors Inc | Dave Conley | 1700 Broadway 19th Fl | | New York | NY | 10019 | |
| Cherry Stix Ltd | Gary Freudenberger | 1407 Broadway Ste 1503 | | New York | NY | 10018 | |
| Citibank | | 399 Park Ave | | New York | NY | 10022 | |
| Citibank NA | | 399 Park Ave | | New York | NY | 10022 | |
| CL2 Leveraged Loan Trust | | 143 East 57th St 6th Fl | | New York | NY | 10030 | |
| Claymore Guggenheim Strategic Opp Fund | | 140 East 57th St 6th Fl | | New York | NY | 10027 | |
| Commerce Bank NA | | 100 Senate Ave Ste 1 | | Camp Hill | PA | 17011 | |
| Copper Rivere CLO | | 143 East 57th St 6th Fl | | New York | NY | 10030 | |
| Crescendo Apparel Inc | Alex Kim | 1617 McGarry St | | Los Angeles | CA | 90021 | |
| Crystal Capital Fund LP | | Two International Pl 17th Fl | | Boston | MA | 02110 | |
| Crystal Capital Fund Ltd | | Two International Pl 17th Fl | | Boston | MA | 02110 | |
| Crystal Capital Fund Management LP | | Two International Pl 17th Fl | | Boston | MA | 02110 | |
| Crystal Capital Offshore Warehouse Ltd | | Two International Pl 17th Fl | | Boston | MA | 02110 | |
| Crystal Capital Onshore Warehouse LLC | | Two International Pl 17th Fl | | Boston | MA | 02110 | |
| Delaware Dept of Justice | Attn Bankruptcy Dept | 820 N French St 6th Fl | | Wilmington | DE | 19801 | |
| Delaware Secretary of State | Division of Corporations Franchise Tax | PO Box 898 | | Dover | DE | 19903 | |
| Delaware Secretary of Treasury | | PO Box 7040 | | Dover | DE | 19903 | |
| Dynamic Express | Charles Romano | 125 Pennsylvania Ave | | South Kearny | NJ | 07032 | |
| Enticing Lingerie Inc | David Gindi | PO Box 230224 | | Brooklyn | NY | 11223 | |
| Finesse Ladys Apparel | Stacy Han | 1025 S Stanford Ave | | Los Angeles | CA | 90021 | |
| Fried Frank Harris Shriver & Jacobson LLP | Jennifer Rodburg | One New York Plaza | | New York | NY | 10004 | |
| Galleria International IN | Bill Rodgers | One Mall Drive | | Cherry Hill | NJ | 08002 | |
| GGP Limited Partnership as Agent | Kristen N Pate | 110 N Wacker Dr | | Chicago | IL | 60606 | |
| Golden West Footwear Inc | Henry Pang | 16750 Chestnut St | | City of Industry | CA | 91748 | |
| Goodman Factors | Sue Duke | PO Box 29647 | | Dallas | TX | 75220-9647 | |
| Green Lane CLO Ltd | | 141 East 57th St 6th Fl | | New York | NY | 10028 | |

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| Guggenheim 2007 1 Ltd | | 135 E 57th St 7th Fl | | New York | NY | 10022 | |
| Guggenheim Investment Management | | 135 E 57th St 7th Fl | | New York | NY | 10022 | |
| Guggenheim Partners | | 135 E 57th St 7th Fl | | New York | NY | 10022 | |
| Hana Financial Inc | George Talavera | 1000 Wilshire Blvd 20th Fl | | Los Angeles | CA | 90017 | |
| HBK Capital Management | Mark Schachter | 2101 Cedar Springs Rd Ste 700 | | Dallas | TX | 75201 | |
| Intel Corp Profit Sharing | | 1900 Prairie City Rd | Fm3 224 | Folsom | CA | 95630-9501 | |
| Internal Revenue Service | Centralized Insolvency Operation | 11601 Roosevelt Blvd | Mail Drop N781 | Philadelphia | PA | 19255-0002 | |
| Internal Revenue Service | Insolvency Section | 31 Hopkins Plz Rm 1150 | | Baltimore | MD | 21201 | |
| Internal Revenue Service | | PO Box 7346 | | Philadelphia | PA | 19101-7346 | |
| Israel Discount Bank | | 511 Fifth Ave | | New York | NY | 10017 | |
| Israel Discount Bank of New York | | 1350 Broadway | | New York | NY | 10018 | |
| Katten Muchin Rosenman LLP | Thomas J Leanse & Dustin P Branch | 2029 Century Park East Ste 2600 | | Los Angeles | CA | 90067-3012 | |
| Kennecott Funding | | 143 East 57th St 6th Fl | | New York | NY | 10030 | |
| Klee Tuchin Bogdanoff & Stern LLP | Michael L Tuchin & David A Fidler | 1999 Ave of the Stars 39th Fl | | Los Angeles | CA | 90067-6049 | |
| Klehr Harrison Harvey Branzburg LLP | Domenic Pacitti | 919 N Market St Ste 1000 | | Wilmington | DE | 19801 | |
| Klehr Harrison Harvey Branzburg LLP | Jeffrey Kurtzman | 1835 Market St Ste 1400 | | Philadelphia | PA | 19103 | |
| Legend Footwear Inc | Craig Ertrachter | 19445 E Walnut Dr N | | City of Industry | CA | 91789-2813 | |
| Linebarger Goggan Blair & Sampson LLP | David G Aelvoet | 711 Navarro Ste 300 | | San Antonio | TX | 78205 | |
| Linebarger Goggan Blair & Sampson LLP | Elizabeth Weller | 2323 Bryan St Ste 1600 | | Dallas | TX | 75201 | |
| Mayland Inc | Adriane Weinfeld | Korea Business Ctr Rm No 1101 | | Seoul | | | Korea |
| Menter Rudin & Trivelpiece PC | Kevin M Newman | 308 Maltbie St Ste 200 | | Syracuse | NY | 13204-1498 | |
| Midland National Life Insurance Company | | 1 Midland Plaza | | Sioux Falls | SD | 57193 | |
| Mint Inc | Ann Yi | 1650 S Mateo St | | Los Angeles | CA | 90021 | |
| NA Comp for Life & Health Ins GPAC | | 142 East 57th St 6th Fl | | New York | NY | 10029 | |
| Office of the United States Trustee Delaware | | 844 King St Ste 2207 | Lockbox 35 | Wilmington | DE | 19899-0035 | |
| Office of the US Attorney General | Joseph R Biden III | Carvel State Office Building | 820 N French St | Wilmington | DE | 19801 | |
| One Step Up | Barri Janow | 1412 Broadway | | New York | NY | 10018 | |
| Orion Fashion Inc | Maryanne Travota | 48 West 38th St | | New York | NY | 10018 | |
| Pachulski Stang Ziehl & Jones | Laura Davis Jones & Bruce Grohsgal | 919 North Market St 17th Fl | | Wilmington | DE | 19801 | |
| Pacific Logistics Corp | Doug Hockersmith | 5600 Knott Ave | | Buena Park | CA | 90621 | |
| Perdue Brandon Fielder Collins & Mott LLP | Elizabeth Banda Calvo | PO Box 13430 | | Arlington | TX | 76094-0430 | |
| PNC Bank | | One PNC Plaza | 249 Fifth Ave | Pittsburgh | PA | 15222 | |
| PNC Bank NA | | One PNC Plaza | 249 Fifth Ave | Pittsburgh | PA | 15222 | |
| President & Fellows of Harvard College | | 505 Union St | | Evansville | WI | 53536 | |
| Prime Business Credit Inc | Gary Stein | 1055 W 7th St Ste 2200 | | Los Angeles | CA | 90017 | |
| Prospect Capital Corporation | | 10 East 40th St 44th Fl | | New York | NY | 10016 | |
| S Walter Packaging Corp | Accounts Receivable Dept | PO Box 824266 | | Philadelphia | PA | 19182-4266 | |
| SAC Capital Advisors LP | | 72 Cummings Point Rd | | Stamford | CT | 06902 | |
| Sands Point Funding Ltd | | 143 East 57th St 6th Fl | | New York | NY | 10030 | |
| Scorpio Accessories | John Martin | PO Box 7268 | | Warwick | RI | 02887 | |
| Securities & Exchange Commission | Daniel M Hawke Regional Dir | The Mellon Independence Ctr | 701 Market St | Philadelphia | PA | 19106-1532 | |
| Securities & Exchange Commission | Secretary of the Treasury | 100 F St NE | | Washington | DC | 20549 | |
| Securities & Exchange Commission NY Office | George S Canellos Regional Director | 3 World Financial Center Ste 400 | | New York | NY | 10281-1022 | |
| Simon Property Group Inc | Ronald M Tucker | 225 W Washington St | | Indianapolis | IN | 46204 | |
| SK Apparel | Diane Waters | 3653 Sierra Pine Ave | | Vernon | CA | 90058 | |
| Sky Fashions Inc | Seymour Gavin | 300 East 34th St | | New York | NY | 10016 | |
| TD Bank | | 170 Rte 70 E | | Cherry Hill | NJ | 08034 | |

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Core and 2002 List**

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|---|----------------|------------------------|------------------|--------------|--------------|------------|----------------|
| Tekmark Global Solutions LLC | Louis Matino | PO Box 822468 | | Philadelphia | PA | 19182-2468 | |
| UPS | Ed Firch | PO Box 7247 0244 | | Philadelphia | PA | 19170-0001 | |
| US Attorneys Office | Ellen Slights | 1007 Orange St Ste 700 | PO Box 2046 | Wilmington | DE | 19899-2046 | |
| WellPoint Inc | | 120 Monument Circle | | Indianapolis | IN | 46204 | |
| Whippoorwill Assc Inc Profit Sharing Plan | | 11 Martine Ave 8th Fl | | White Plains | NY | 10606 | |
| Whippoorwill Associates Inc | | 11 Martine Ave 8th Fl | | White Plains | NY | 10606 | |
| Whippoorwill Dist Opp Fund | | 11 Martine Ave 11th Fl | | White Plains | NY | 10606 | |
| Whippoorwill Offshore Dist Opp Fund | | 11 Martine Ave 11th Fl | | White Plains | NY | 10606 | |
| XCENT | William Butler | 7900 Radcliffe St | | Bristol | PA | 19007 | |