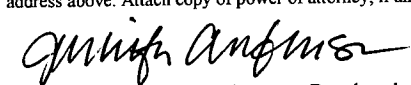



<b>UNITED STATES BANKRUPTCY COURT    COURT FOR THE DISTRICT OF DELAWARE</b>	<b>PROOF OF CLAIM</b>
Name of Debtor: <p style="text-align: center;"><b>UBI LIQUIDATING CORP. f/k/a URBAN BRANDS, INC.</b></p>	Case Number: <b>10-13005 (KJC)</b>
NOTE: This form should not be used to make a claim for administrative expenses arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.	
Name of Creditor (the person or other entity to whom the debtor owes money or property): <p><b>PIERRE BOSSIER MALL</b></p>	<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.
Name and address where notices should be sent: <div style="border: 1px solid black; padding: 5px; width: fit-content; margin: 10px auto;">                     c/o GGP Limited Partnership                      110 North Wacker Drive                      Chicago, IL 60606                      Attn: Jennifer Anfinson                 </div>	Court Claim Number: _____ (If known)
Telephone number: (312) 960 - 2931	Filed on: _____
Name and address where payment should be sent (if different from above): SAME	<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.  <input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
Telephone number:	RECEIVED DEC 13 2010 BMC GROUP
1. Amount of Claim as of Date Case Filed: <u>\$ 36,341.08</u> * *Creditor reserves its right to file an amended claim.	5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.  Specify the priority of the claim.  <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).  <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,950*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtors business, whichever is earlier - 11 U.S.C. § 507(a)(4).  <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).  <input type="checkbox"/> Up to \$2,425* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7).  <input type="checkbox"/> Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).  <input type="checkbox"/> Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(1).  Amount entitled to priority: \$ _____  *Amounts are subject to adjustment on 4/1/10 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.
If all or part of your claim is secured, complete item 4 below, however, if all of your claim is unsecured, do not complete Item 4.  If all or part of your claim is entitled to priority, complete item 5.  <input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.	
2. Basis for Claim: <u>NON-RESIDENTIAL REAL ESTATE LEASE OBLIGATIONS</u> (See instruction #2 on reverse side.)	
3. Last four digits of any number by which creditor identifies debtor: _____  3a. Debtor may have scheduled account as: <u>Ashley Stewart - Pierre Bossier Mall</u> (See instruction #3a on reverse side.)	
4. Secured Claim (See instruction #4 on reverse side.) Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.  Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe:  Value of Property: \$ _____ Annual Interest Rate _____ %  Amount of arrearage and other charges as of time case filed included in secured claim,  if any: \$ _____ Basis for perfection: _____  Amount of Secured Claim: \$ _____ Amount Unsecured: \$ _____	
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.	
7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See instruction 7 and definition of "redacted" on reverse side.)  DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain:	
Date: <span style="border: 1px solid black; padding: 2px;">12/9/10</span>   Signature: the person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any. Jennifer Anfinson - Bankruptcy Paralegal	FOR COURT USE ONLY Urban Brands  00311

Tenant: 2182411 ASHLEY STEWART  
 Company 3107 Pierre Bossier Mall  
 Operating Unit 3107 Pierre Bossier Mall  
 Lease: 216097 Unit No 96

Type: NR New-Retail

Status: F Active-Signed/Open Bankruptcy

P	C	Ty	Number	Document Company	G/L Offset	Invoice Date	Due Date/Check Date	Original Amount	Open Amount	Pre Petition	Post Petition
D		RD	7160298	3107	BMRR	1/1/2010	1/1/2010	\$9,231.00	\$7,745.02	\$7,745.02	
D		RD	7160298	3107	ELEC	1/1/2010	1/1/2010	\$560.00	\$560.00	\$560.00	
D		RD	7160298	3107	RETX	1/1/2010	1/1/2010	\$450.00	\$450.00	\$450.00	
D		RD	7160298	3107	WTSR	1/1/2010	1/1/2010	\$97.74	\$97.74	\$97.74	
D		RD	7204716	3107	ELEC	2/1/2010	2/1/2010	\$560.00	(\$100.00)	(\$100.00)	
D		RD	7204716	3107	RETX	2/1/2010	2/1/2010	\$450.00	\$121.00	\$121.00	
D		RD	7263711	3107	ELEC	3/1/2010	3/1/2010	\$560.00	(\$100.00)	(\$100.00)	
D		RD	7263711	3107	RETX	3/1/2010	3/1/2010	\$450.00	\$121.00	\$121.00	
D		RD	7321935	3107	ELEC	4/1/2010	4/1/2010	\$560.00	(\$100.00)	(\$100.00)	
D		RD	7321935	3107	RETX	4/1/2010	4/1/2010	\$450.00	\$121.00	\$121.00	
D		RN	7344544	3107	ELEP	3/29/2010	4/29/2010	(\$1,229.73)	(\$1,229.73)	(\$1,229.73)	
D		RD	7375958	3107	ELEC	5/1/2010	5/1/2010	\$560.00	(\$100.00)	(\$100.00)	
D		RD	7375958	3107	RETX	5/1/2010	5/1/2010	\$450.00	\$121.00	\$121.00	
D		RN	7390106	3107	RETP	5/1/2010	5/1/2010	\$1,043.08	\$1,043.08	\$1,043.08	
D		RD	7438591	3107	ELEC	6/1/2010	6/1/2010	\$560.00	(\$100.00)	(\$100.00)	
D		RD	7438591	3107	RETX	6/1/2010	6/1/2010	\$450.00	\$121.00	\$121.00	
D		RD	7502588	3107	BMRR	7/1/2010	7/1/2010	\$9,231.00	\$9,231.00	\$9,231.00	
D		RD	7502588	3107	ELEC	7/1/2010	7/1/2010	\$560.00	\$560.00	\$560.00	
D		RD	7502588	3107	RETX	7/1/2010	7/1/2010	\$450.00	\$450.00	\$450.00	
D		RD	7502588	3107	WTSR	7/1/2010	7/1/2010	\$97.74	\$97.74	\$97.74	
D		RD	7544813	3107	BMRR	8/1/2010	8/1/2010	\$9,231.00	\$9,231.00	\$9,231.00	
D		RD	7544813	3107	ELEC	8/1/2010	8/1/2010	\$560.00	\$560.00	\$560.00	
D		RD	7544813	3107	RETX	8/1/2010	8/1/2010	\$450.00	\$450.00	\$450.00	
D		RD	7544813	3107	WTSR	8/1/2010	8/1/2010	\$97.74	\$97.74	\$97.74	
D		RD	7606230	3107	BMRR	9/1/2010	9/1/2010	\$9,231.00	\$9,231.00	\$9,231.00	\$3,077.00
D		RD	7606230	3107	ELEC	9/1/2010	9/1/2010	\$560.00	\$560.00	\$373.33	\$186.67
D		RD	7606230	3107	RETX	9/1/2010	9/1/2010	\$450.00	\$450.00	\$300.00	\$150.00
D		RD	7606230	3107	WTSR	9/1/2010	9/1/2010	\$97.74	\$97.74	\$65.16	\$32.58
Lease: 216097									\$39,787.33	\$36,341.08	\$3,446.25
Total ASHLEY STEWART									\$46,218.31	\$36,341.08	\$3,446.25

Operating Unit: 3107  
 Company: Pierre Bossier Mall

**ASHLEY STEWART**

**Pierre Bossier Mall**

Tenant ID: 2182411	Property Number: 3107	Unit ID: 0096	Area: 4344
Lease Number: 216097	Lease Type: New-Retail	Lease Status: Active-Signed/Open Bankruptcy	

**Legal Address**

LARGE APPAREL OF LOUISIANA, INC  
 100 METRO WAY  
 SECAUCUS, NJ 07094

**Billing Address**

ASHLEY STEWART  
 100 METRO WAY  
 SECAUCUS, NJ 07094

**Lease Dates**

Approved: 7/26/2005	Signed: 11/14/2005	Rent Start: 11/25/2005	Orig End: 1/31/2016
	Lease Beg: 11/25/2005	Open: 11/25/2005	Lease Ending: 1/31/2016

**Recurring Charges**

Bill Code	Description	Amount	Annual Amount	Amount PSF	Annual Amount PSF	Area	Frequency
BMRR	Base Minimum Rent	\$9,231.00	\$110,772.00	\$2.13	\$25.50	4344	Monthly
ELEC	Electric	\$560.00	\$6,720.00	\$0.13	\$1.55	4344	Monthly
RETX	Real Estate Tax	\$450.00	\$5,400.00	\$0.10	\$1.24	4344	Monthly
WTSR	Water & Sewer	\$97.74	\$1,172.88	\$0.02	\$0.27	4344	Monthly

**Steps**

Bill Code	Description	Effective Date	Amount	Frequency
BMRR	Base Minimum Rent	12/1/2005	\$8,688.00	Monthly
BMRR	Base Minimum Rent	11/1/2008	\$9,231.00	Monthly
BMRR	Base Minimum Rent	11/1/2012	\$9,774.00	Monthly
ELEC	Electric	1/1/2007	\$660.00	Monthly
ELEC	Electric	1/1/2008	\$660.00	Monthly
ELEC	Electric	1/1/2010	\$560.00	Monthly
RETX	Real Estate Tax	1/1/2006	\$402.47	Monthly
RETX	Real Estate Tax	1/1/2007	\$278.15	Monthly
RETX	Real Estate Tax	1/1/2008	\$349.58	Monthly
RETX	Real Estate Tax	1/1/2010	\$450.00	Monthly
WTSR	Water & Sewer	12/1/2005	\$97.74	Monthly

**Breakpoints**

Begin Date	Breakpoint	Pct
11/25/2005	\$1,737,600	6.00 %
11/1/2008	\$1,846,200	6.00 %
11/1/2012	\$1,954,800	6.00 %



**GENERAL GROWTH  
PROPERTIES**

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Date: December 9, 2010

**VIA USPS**

**CLAIMS AGENT**

**BMC Group, Inc.**

**ATTN: Urban Brands Claim Processing**

18750 Lake Drive East

Chanhassen, MN 55317

RE: Debtor: **UBI Liquidating Corp., f/k/a Urban Brands, Inc.**  
Cause No: **10-13005 (KJC)**

Dear Claims Agent:

Enclosed you will find an original and two (2) copies of the following document(s) for filing in the above referenced case:

- \_\_\_\_\_ Notice of Appearance and Request for Service
- X   Proof of Claims (Pre-Petition, Administrative, Rejection Damage)
- \_\_\_\_\_ Other \_\_\_\_\_

PLEASE KINDLY RETURN A FILE-STAMPED COPY OF EACH OF THE ENCLOSED DOCUMENTS IN THE ENCLOSED SELF-ADDRESSED STAMPED ENVELOPE.

THANK YOU FOR YOUR PROFESSIONAL ASSISTANCE.

IF YOU HAVE ANY QUESTIONS PLEASE CONTACT THE UNDERSIGNED AT:

Sincerely,

Jennifer Anfinson

Direct Dial: (312) 960 - 2931