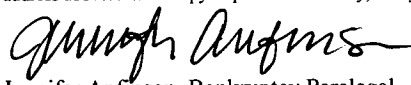



UNITED STATES BANKRUPTCY COURT COURT FOR THE DISTRICT OF DELAWARE	PROOF OF CLAIM
Name of Debtor: <p style="text-align: center;">UBI LIQUIDATING CORP. f/k/a URBAN BRANDS, INC.</p>	Case Number: 10-13005 (KJC)
NOTE: This form should not be used to make a claim for administrative expenses arising after the 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): OWINGS MILLS LIMITED PARTNERSHIP	<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.
Telephone number:	<input type="checkbox"/> Check this box if you are the debtor or trustee in this case.
1. Amount of Claim as of Date Case Filed: <u>\$ 15,670.46</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.
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.	Specify the priority of the claim.
<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.	<input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).
2. Basis for Claim: <u>NON-RESIDENTIAL REAL ESTATE LEASE OBLIGATIONS</u> (See instruction #2 on reverse side.)	<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).
3. Last four digits of any number by which creditor identifies debtor: _____ 3a. Debtor may have scheduled account as: <u>Ashley Stewart Woman – Owings Mills Mall</u> (See instruction #3a on reverse side.)	<input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. § 507(a)(5).
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: \$ _____	<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).
6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.	<input type="checkbox"/> Taxes or penalties owed to governmental units – 11 U.S.C. § 507(a)(8).
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:	<input type="checkbox"/> Other – Specify applicable paragraph of 11 U.S.C. § 507(a)(1).
Date: <u>12/9/10</u>  Jennifer Anfinson—Bankruptcy Paralegal	Amount entitled to priority: \$ _____
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.	*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.
Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.	FOR COURT USE ONLY Urban Brands  00313

Tenant: 2176337 ASHLEY STEWART WOMAN
 Company 4281 Owings Mills Limited Partnershi
 Operating Unit 4283 Owings Mills Mail
 Lease: 205066 Unit No 1080 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		RJ	7503417	4281	BPLG	6/25/2010	7/25/2010	\$46,589.26	\$68.70	\$68.70	
D		RD	7536634	4281	WATR	8/1/2010	8/1/2010	\$3.77	\$3.77	\$3.77	
D		RD	7536634	4281	HVCS	8/1/2010	8/1/2010	\$192.79	\$192.79	\$192.79	
D		RD	7536634	4281	ELLP	8/1/2010	8/1/2010	\$162.05	\$162.05	\$162.05	
D		RD	7536634	4281	EPHE	8/1/2010	8/1/2010	\$47.70	\$47.70	\$47.70	
D		RD	7536634	4281	ELEC	8/1/2010	8/1/2010	\$640.35	\$640.35	\$640.35	
D		RN	7544896	4281	ELEP	7/31/2010	8/31/2010	(\$1,447.98)	(\$1,447.98)	(\$1,447.98)	
D		RH	7558338	4281	HVAP	7/31/2010	8/30/2010	\$2,042.30	\$2,042.30	\$2,042.30	
D		RH	7558338	4281	EPHQ	7/31/2010	8/30/2010	\$200.23	\$200.23	\$200.23	
D		RJ	7562884	4281	BPLG	7/28/2010	8/27/2010	\$53,060.57	\$6,471.31	\$6,471.31	
D		RD	7583331	4281	WATR	9/1/2010	9/1/2010	\$3.77	\$3.77	\$2.51	\$1.26
D		RD	7583331	4281	HVCS	9/1/2010	9/1/2010	\$192.79	\$192.79	\$128.53	\$64.26
D		RD	7583331	4281	ELLP	9/1/2010	9/1/2010	\$162.05	\$162.05	\$108.03	\$54.02
D		RD	7583331	4281	EPHE	9/1/2010	9/1/2010	\$47.70	\$47.70	\$31.80	\$15.90
D		RD	7583331	4281	ELEC	9/1/2010	9/1/2010	\$640.35	\$640.35	\$426.90	\$213.45
D		RJ	7611324	4281	BPLG	8/26/2010	9/25/2010	\$56,705.55	\$3,644.98	\$3,644.98	
D		RD	7630000	4281	WATR	10/1/2010	10/1/2010	\$3.77	\$3.77		\$3.77
D		RD	7630000	4281	HVCS	10/1/2010	10/1/2010	\$192.79	\$192.79	\$192.79	\$192.79
D		RD	7630000	4281	ELLP	10/1/2010	10/1/2010	\$162.05	\$162.05	\$162.05	\$162.05
D		RD	7630000	4281	EPHE	10/1/2010	10/1/2010	\$47.70	\$47.70	\$47.70	\$47.70
D		RD	7630000	4281	ELEC	10/1/2010	10/1/2010	\$640.35	\$640.35	\$640.35	\$640.35
D		RJ	7657434	4281	BPLG	9/24/2010	10/24/2010	\$59,652.04	\$2,946.49	\$2,946.49	
D		RJ	7699257	4281	BPLG	10/25/2010	11/24/2010	\$3,902.74	\$0.01		\$0.01
									\$17,066.02	\$15,670.46	\$1,395.56
Lease: 205066									\$223,844.69		
Total											
Operating Unit: 4283 ASHLEY STEWART WOMAN											
Company: 4281 Owings Mills Mail											
Owings Mills Limited Partnershi											

Operating Unit: 4283 ASHLEY STEWART WOMAN
 Company: 4281 Owings Mills Mail
 Owings Mills Limited Partnershi

ASHLEY STEWART WOMAN

Owings Mills Mall

Tenant ID: 2176337 Property Number: 4283 Unit ID: 1080 Area: 3241
 Lease Number: 205066 Lease Type: New-Retail Lease Status: Active-Signed/Open Bankruptcy

Legal Address

LARGE APPAREL OF MARYLAND, INC.
 100 METRO WAY
 SECAUCUS, NJ 07094

Billing Address

ASHLEY STEWART WOMAN
 C/O LARGE APPAREL OF MARYLAND, INC.
 SECAUCUS, NJ 07094

Lease Dates

Approved: Signed: 9/26/2000 Rent Start: 9/1/2000 Orig End: 1/31/2011
 Lease Beg: 9/1/2000 Open: 10/15/2000 Lease Ending: 1/31/2011

Recurring Charges

Bill Code	Description	Amount	Annual Amount	Amount PSF	Annual Amount PSF	Area	Frequency
ELEC	Electric	\$640.35	\$7,684.20	\$0.20	\$2.37	3241	Monthly
ELLP	Tenant L&P Equipment	\$162.05	\$1,944.60	\$0.05	\$0.60	3241	Monthly
EPHE	HVAC-Maint & Repair	\$47.70	\$572.40	\$0.01	\$0.18	3241	Monthly
HVCS	HVAC-Store	\$192.79	\$2,313.48	\$0.06	\$0.71	3241	Monthly
WATR	Water	\$3.77	\$45.24	\$0.00	\$0.01	3241	Monthly

Steps

Bill Code	Description	Effective Date	Amount	Frequency
BMRR	Base Minimum Rent	12/1/2004	(\$5,401.66)	Monthly
BMRR	Base Minimum Rent	12/1/2004	(\$5,401.66)	Monthly
ELEC	Electric	1/1/2009	\$640.35	Monthly
ELLP	Tenant L&P Equipment	1/1/2005	\$162.05	Monthly
EPHE	HVAC-Maint & Repair	1/1/2005	\$47.70	Monthly
HVCS	HVAC-Store	1/1/2005	\$192.79	Monthly
MKPR	Marketing Fund	6/1/2005	(\$135.04)	Monthly
WATR	Water	1/1/2005	\$3.77	Monthly



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