

UNITED STATES BANKRUPTCY COURT COURT FOR THE DISTRICT OF DELAWARE

PROOF OF CLAIM

Name of Debtor:

UBI LIQUIDATING CORP. f/k/a URBAN BRANDS, INC.

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):

WOODBIDGE CENTER

Name and address where notices should be sent:

c/o GGP Limited Partnership
110 North Wacker Drive
Chicago, IL 60606
Attn: Jennifer Anfinson

Telephone number: (312) 960 - 2931

Name and address where payment should be sent (if different from above):

SAME

Telephone number:

RECEIVED

DEC 13 2010

BMC GROUP

Check this box to indicate that this claim amends a previously filed claim.

Court Claim Number: (If known)

Filed on:

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.

Check this box if you are the debtor or trustee in this case.

1. Amount of Claim as of Date Case Filed: \$ 78,052.89 *

*Creditor reserves its right to file an amended claim.

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.

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: NON-RESIDENTIAL REAL ESTATE LEASE OBLIGATIONS (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: Ashley Stewart - Woodbridge Center (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: Real Estate Motor Vehicle Other

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.

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain:

Date: 12/9/10

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

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.

Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B).

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).

Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).

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).

Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).

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.

FOR COURT USE ONLY

Urban Brands



00319

Tenant: 2241751 ASHLEY STEWART
 Company 4269 Woodbridge Center
 Operating Unit 4269 Woodbridge Center
 Lease: 226752 Unit No 2245 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 | 7094303 | 4269 | BMRR | 12/1/2009 | 12/1/2009 | \$9,400.42 | \$9,400.42 | \$9,400.42 | |
| D | | RD | 7142675 | 4269 | CAMT | 1/1/2010 | 1/1/2010 | \$7,205.08 | \$4,254.53 | \$4,254.53 | |
| D | | RD | 7142675 | 4269 | BMRR | 1/1/2010 | 1/1/2010 | \$9,400.42 | \$9,400.42 | \$9,400.42 | |
| D | | RD | 7483569 | 4269 | CAMT | 7/1/2010 | 7/1/2010 | \$7,205.08 | \$7,205.08 | \$7,205.08 | |
| D | | RD | 7483569 | 4269 | BMRR | 7/1/2010 | 7/1/2010 | \$9,400.42 | \$9,400.42 | \$9,400.42 | |
| D | | RD | 7483569 | 4269 | WATR | 7/1/2010 | 7/1/2010 | \$25.00 | \$25.00 | \$25.00 | |
| D | | RD | 7483569 | 4269 | HVCS | 7/1/2010 | 7/1/2010 | \$167.57 | \$167.57 | \$167.57 | |
| D | | RD | 7483569 | 4269 | RETX | 7/1/2010 | 7/1/2010 | \$2,749.00 | \$2,749.00 | \$2,749.00 | |
| D | | RD | 7483569 | 4269 | ELEC | 7/1/2010 | 7/1/2010 | \$1,077.00 | \$1,077.00 | \$1,077.00 | |
| D | | RD | 7532399 | 4269 | WATR | 8/1/2010 | 8/1/2010 | \$25.00 | \$25.00 | \$25.00 | |
| D | | RD | 7532399 | 4269 | BMRR | 8/1/2010 | 8/1/2010 | \$9,400.42 | \$9,400.42 | \$9,400.42 | |
| D | | RD | 7532399 | 4269 | CAMT | 8/1/2010 | 8/1/2010 | \$7,205.08 | \$7,205.08 | \$7,205.08 | |
| D | | RD | 7532399 | 4269 | HVCS | 8/1/2010 | 8/1/2010 | \$167.57 | \$167.57 | \$167.57 | |
| D | | RD | 7532399 | 4269 | RETX | 8/1/2010 | 8/1/2010 | \$2,749.00 | \$2,749.00 | \$2,749.00 | |
| D | | RD | 7532399 | 4269 | ELEC | 8/1/2010 | 8/1/2010 | \$1,077.00 | \$1,077.00 | \$1,077.00 | |
| D | | RD | 7588052 | 4269 | CAMT | 9/1/2010 | 9/1/2010 | \$7,205.08 | \$7,205.08 | \$4,803.39 | \$2,401.69 |
| D | | RD | 7588052 | 4269 | BMRR | 9/1/2010 | 9/1/2010 | \$9,400.42 | \$9,400.42 | \$6,266.95 | \$3,133.47 |
| D | | RD | 7588052 | 4269 | WATR | 9/1/2010 | 9/1/2010 | \$25.00 | \$25.00 | \$16.67 | \$8.33 |
| D | | RD | 7588052 | 4269 | HVCS | 9/1/2010 | 9/1/2010 | \$167.57 | \$167.57 | \$111.71 | \$55.86 |
| D | | RD | 7588052 | 4269 | RETX | 9/1/2010 | 9/1/2010 | \$2,749.00 | \$2,749.00 | \$1,832.67 | \$916.33 |
| D | | RD | 7588052 | 4269 | ELEC | 9/1/2010 | 9/1/2010 | \$1,077.00 | \$1,077.00 | \$718.00 | \$359.00 |
| Lease: 226752 | | | | | | | | | \$87,878.13 | \$78,052.89 | \$6,874.69 |
| Total ASHLEY STEWART | | | | | | | | | \$84,927.58 | | |
| Operating Unit: 4269 Woodbridge Center | | | | | | | | | | | |
| Company: 4269 Woodbridge Center | | | | | | | | | | | |

ASHLEY STEWART

Woodbridge Center

| | | | |
|----------------------|------------------------|---|------------|
| Tenant ID: 2241751 | Property Number: 4269 | Unit ID: 2245 | Area: 3223 |
| Lease Number: 226752 | Lease Type: New-Retail | Lease Status: Active-Signed/Open Bankruptcy | |

Legal Address

LARGE APPAREL OF NEW JERSEY, INC
 100 METRO WAY
 SECAUCUS, NJ 07094

Billing Address

ASHLEY STEWART
 100 METRO WAY
 SECAUCUS, NJ 07094

Lease Dates

| | | | |
|---------------------|---------------------|----------------------|--------------------------|
| Approved: 4/18/2006 | Signed: 6/26/2006 | Rent Start: 8/2/2006 | Orig End: 10/31/2016 |
| | Lease Beg: 8/2/2006 | Open: 8/2/2006 | Lease Ending: 10/31/2016 |

Recurring Charges

| Bill Code | Description | Amount | Annual Amount | Amount PSF | Annual Amount PSF | Area | Frequency |
|-----------|--------------------------------|------------|---------------|------------|-------------------|------|-----------|
| BMRR | Base Minimum Rent | \$9,400.42 | \$112,805.04 | \$2.92 | \$35.00 | 3223 | Monthly |
| CAMT | CAMT-Total Operating Exp. Reim | \$7,205.08 | \$86,460.96 | \$2.24 | \$26.83 | 3223 | Monthly |
| ELEC | Electric | \$1,077.00 | \$12,924.00 | \$0.33 | \$4.01 | 3223 | Monthly |
| HVCS | HVAC-Store | \$167.57 | \$2,010.84 | \$0.05 | \$0.62 | 3223 | Monthly |
| RETX | Real Estate Tax | \$2,749.00 | \$32,988.00 | \$0.85 | \$10.24 | 3223 | Monthly |
| WATR | Water | \$25.00 | \$300.00 | \$0.01 | \$0.09 | 3223 | 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