

<b>UNITED STATES BANKRUPTCY COURT</b>	District of Delaware	<b>PROOF OF CLAIM</b>
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Name of Debtor: <b>UBI LIQUIDATING CORP. F/K/A URBAN BRANDS INC.</b>	Case Number: <b>10-13005</b>
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NOTE: This form should not be used to make a claim for an administrative expense 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): <b>NORTH RIVERSIDE PARK ASSOCIATES LLC</b>	<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim.  Court Claim Number: _____ (If known)  Filed on: _____
Name and address where notices should be sent: <b>NORTH RIVERSIDE PARK ASSOCIATES LLC                  C/O ROBINSON BROG LEINWANS D ET AL (ATTN: FBR)                  875 THIRD AVENUE, 9TH FLOOR, NEW YORK, NY 10022</b>  Telephone number: <b>(212) 603-6300</b>	<div style="border: 1px solid black; padding: 5px; font-weight: bold; font-size: 1.2em;">                     RECEIVED                       DEC 15 2010                       BMC GROUP                 </div>

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

<b>1. Amount of Claim as of Date Case Filed:</b> \$ <u>91,019.12</u>  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.	<b>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.</b>  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 \$11,725*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's 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 \$2,600* 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 checked="" 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)(____).
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**2. Basis for Claim:** GUARANTOR  
(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:** \_\_\_\_\_  
(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  
**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: **VOLUMINOUS-AVAIL UPON REQUEST**

Date: <b>12/08/2010</b>  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.  <div style="text-align: center; font-weight: bold; font-size: 1.1em;">                     JEFFREY FEIL, AUTHORIZED SIGNATORY                 </div>	<b>FOR COURT USE ONLY</b>  Urban Brands  00336
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ROBINSON BROG LEINWAND GREENE GENOVESE & GLUCK P.C.

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December 14, 2010

Fred B. Ringel

212-603-6301

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Fax: 212-581-5981

**VIA FEDERAL EXPRESS**

BMC Group, Inc.

**Attention: Urban Brands Claims Processing**

18750 Lake Drive East

Chanhassen, Minnesota 55317-3020

RE: Urban Brands

Gentlemen:

Enclosed herewith please find the following Proofs of Claim for filing:

1. North Riverside Park Associates Claim against Large Apparel of Illinois, Inc. (Case No. 10-13017) for \$91,019.12;
2. North Riverside Park Associates Claim against UBI Liquidating Corp. (Case No. 10-13005) for \$91,019.12;
3. BLDG-ICS Olney Claim against Large Apparel of Pennsylvania, Inc. (Case No. 10-13044) for \$25,438;
4. BLDG-ICS Olney Claim against UBI Liquidating Corp. (Case No. 10-13005) for \$25,438.24; and
5. CP Associates Claim against Large Apparel of New York, Inc. (Case No. 10-13049) in the amount of \$33,752.47.

Enclosed you will find an original signed copy of the Proof of Claim, along with a copy to be stamped "FILED" and returned to the undersigned in the enclosed self-addressed, stamped envelope.

Please contact me should you have any questions.

FBR:tef  
Enclosures

Very truly yours,  
  
Fred B. Ringel

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