

UNITED STATES BANKRUPTCY COURT	District of Delaware	PROOF OF CLAIM
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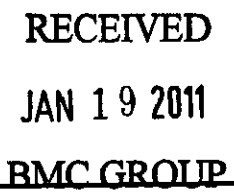
Name of Debtor: Large Apparel of Illinois, Inc. d/b/a Ashley Stewart (FEIN 13-3774650)	Case Number: 10-13017
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NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for 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): Evergreen Plaza Associates I, L.P., an Illinois limited partnership	<input type="checkbox"/> Check this box to indicate that this claim amends a previously filed claim. Court Claim Number: _____ (If known) Filed on: _____
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Name and address where notices should be sent:
Michael J. Coleman, Esq.
RIORDAN, FULKERSON, HUPERT & COLEMAN
30 North LaSalle Street, Suite 2630, Chicago, Illinois 60602

Telephone number:
(312) 346-6476



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.
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Telephone number:

1. Amount of Claim as of Date Case Filed: \$ <u>62,529.80</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.	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 \$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 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: Unpaid R/E Lease Pymts
 (See instruction #2 on reverse side.)

3. Last four digits of any number by which creditor identifies debtor: #116

 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: Exhibits A, B & C are attached to Proof of Claim

Amount entitled to priority:
\$ _____

*Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

Date: 01/18/2011	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. Michael J. Coleman, Esq. / Attorney for Evergreen Plaza Associates I, L.P.	FOR COURT USE ONLY Urban Brands 00497
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INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, there may be exceptions to these general rules.

Items to be completed in Proof of Claim form**Court, Name of Debtor, and Case Number:**

Fill in the federal judicial district where the bankruptcy case was filed (for example, Central District of California), the bankruptcy debtor's name, and the bankruptcy case number. If the creditor received a notice of the case from the bankruptcy court, all of this information is located at the top of the notice.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the Bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on the delivery of health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if the trustee or another party in interest files an objection to your claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

3a. Debtor May Have Scheduled Account As:

Use this space to report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

4. Secured Claim:

Check the appropriate box and provide the requested information if the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See DEFINITIONS, below.) State the type and the value of property that secures the claim, attach copies of lien documentation, and state annual interest rate and the amount past due on the claim as of the date of the bankruptcy filing.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. §507(a).

If any portion of your claim falls in one or more of the listed categories, check the appropriate box(es) and state the amount entitled to priority. (See DEFINITIONS, below.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Credits:

An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

7. Documents:

Attach to this proof of claim form redacted copies documenting the existence of the debt and of any lien securing the debt. You may also attach a summary. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary. FRBP 3001(c) and (d). If the claim is based on the delivery of health care goods or services, see instruction 2. Do not send original documents, as attachments may be destroyed after scanning.

Date and Signature:

The person filing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2), authorizes courts to establish local rules specifying what constitutes a signature. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. Attach a complete copy of any power of attorney. Criminal penalties apply for making a false statement on a proof of claim.

DEFINITIONS**Debtor**

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

Creditor

A creditor is a person, corporation, or other entity owed a debt by the debtor that arose on or before the date of the bankruptcy filing. See 11 U.S.C. §101 (10)

Claim

A claim is the creditor's right to receive payment on a debt owed by the debtor that arose on the date of the bankruptcy filing. See 11 U.S.C. §101 (5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the clerk of the same bankruptcy court in which the bankruptcy case was filed.

Secured Claim Under 11 U.S.C. §506(a)

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car.

A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien. A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

Claim Entitled to Priority Under 11 U.S.C. §507(a)

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor should redact and use only the last four digits of any social-security, individual's tax-identification, or financial-account number, all but the initials of a minor's name and only the year of any person's date of birth.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

INFORMATION**Acknowledgment of Filing of Claim**

To receive acknowledgment of your filing, you may either enclose a stamped self-addressed envelope and a copy of this proof of claim or you may access the court's PACER system (www.pacer.psc.uscourts.gov) for a small fee to view your filed proof of claim.

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.

Cut-off Date: 12-15-2010

Based Upon: Accounting Date

Property: 67 The Plaza

Unit	Charge Date	Charge Type	Description	Current Balance	Future Activity	12-07-2010	Check No.:	346207	Amount:	Over 30 Days	Over 60 Days	Over 90 Days	Over 120 Days
Tenant: ASHSTEW	Ashley Stewart												
Lease: 67-ASHSTEW(0)	J06												
	08-01-2010	CAM	CAM Charge	4,320.74									4,320.74
	08-01-2010	CAMREBILL	2009 CAM Rebill	9,410.72									9,410.72
	08-01-2010	MA	Merchant's Council Charge	201.64									201.64
	08-01-2010	PTAX	Property Tax Charge	1,749.17									1,749.17
	08-01-2010	RENT	Rent Charge	7,201.00									7,201.00
	09-01-2010	CAM	CAM Charge	4,320.74									4,320.74
	09-01-2010	MA	Merchant's Council Charge	201.64									201.64
	09-01-2010	PTAX	Property Tax Charge	1,749.17									1,749.17
	09-01-2010	RENT	Rent Charge	7,201.00									7,201.00
	09-09-2010	WATER	Water Usage 5/1/10 - 8/31/10	96.59									96.59
	11-23-2010	RETREBILL	2009 RET Rebill	26,077.39									26,077.39
			Unit J06 Totals:	62,529.80	.00								22,883.27
			Lease 67-ASHSTEW(0) Totals:	62,529.80	.00								22,883.27
			Tenant ASHSTEW Totals:	62,529.80	.00								22,883.27
			Property 67 Totals:	62,529.80	.00								22,883.27
			Report Totals:	62,529.80	.00								22,883.27



July 28, 2010

Ms. Annette Tedeschi
Ashley Stewart #116
100 Metro Way
Secaucus, NJ 07094

Re: 2009 CAM Rebill

Dear Ms. Tedeschi:

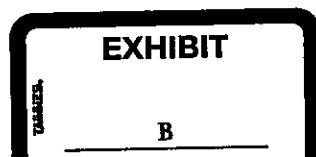
Enclosed please find the 2009 CAM Rebill for store #116 located at *The Plaza* in Evergreen Park, IL. During a recent audit of the lease terms, it was determined that certain changes effective with the February 1, 2007 amendment were never incorporated into the rebills for this store. As a result, although the rebill for 2009 resulted in a \$0 charge, the rebills from 2007 and 2008 were billed incorrectly. The credits taken in both years were too high and as a result, \$9,410.72 is now owed. In addition to the back up included for the 2009 CAM year I have also enclosed a summary page which shows how the calculations were originally made, and how they have been corrected.

If you have any questions, please do not hesitate to contact me. I can be reached via email, lderos@evergreenplaza.com or phone, (708) 857-5760.

Sincerely,
**The Provo Group, agent for
Evergreen Plaza Associates I, L.P.**

By: _____
Lynette DeRose
Controller

cc: Ms. Regina Van



Ashley Stewart
2007-2009 CAM Rebill
Recalculation for Amendment effective 2/1/07

ORIGINAL BILLINGS:	2007		2008	2009
Total Common Area Maintenance Expenses	\$ 4,123,795.00		\$ 3,925,081.00	
Pro-Rata Share:				
Leased Premises	5,761		5,761	
Shopping Center Total Area	<u>759,792</u>		<u>665,276</u>	
Gross Pro-Rata Share	0.758%		0.8660%	
Occupancy Factor (days occupied = 365)	100%		100%	
Tenant's Pro-Rata Share	<u>0.7582%</u>		<u>0.8660%</u>	
Proportionate Share of Expenses	\$ 31,268.01		\$ 33,989.49	
Less: Monthly Estimates Paid	<u>34,566.00</u>		<u>40,326.96</u>	
Common Area Maintenance Charge (Credit) Now Due	<u>\$ (3,297.99)</u>		<u>\$ (6,337.47)</u>	
CORRECTED BILLINGS:				
	1/1/07-1/31/07	2/1/07 - 12/31/07	2008	2009
Total Common Area Maintenance Expenses	\$ 4,123,795.00	\$ 3,647,478.55	\$ 3,516,553.68	\$ 2,785,854.91
Pro-Rata Share:				
Leased Premises	5,761	5,761	5,761	5,761
Shopping Center Total Area	<u>759,792</u>	<u>302,270</u>	<u>320,141</u>	<u>299,047</u>
Gross Pro-Rata Share	0.758%	1.906%	1.7995%	1.9265%
Occupancy Factor (days occupied = 365)	8%	92%	100%	100%
Tenant's Pro-Rata Share	<u>0.0544%</u>	<u>1.7440%</u>	<u>1.7995%</u>	<u>1.9265%</u>
Proportionate Share of Expenses	\$ 2,655.64	\$ 63,613.48	\$ 63,281.04	\$ 53,668.19
APPLY CAP		\$6.00 psf \$ 31,685.50	\$7.00 psf \$ 40,327.00	\$8.00 psf \$ 46,088.00
Less: Monthly Estimates Paid	<u>2,880.50</u>	<u>31,685.50</u>	<u>40,326.96</u>	<u>46,087.92</u>
Common Area Maintenance Charge (Credit) Now Due	<u>\$ (224.86)</u>	<u>\$ -</u>	<u>\$ 0.04</u>	<u>\$ 0.08</u>
DIFFERENCE BETWEEN ORIGINAL AND CORRECTED BILLINGS	\$ 3,073.13	\$ -	\$ 6,337.51	\$ 0.08
TOTAL ASHLEY STEWART OWES EPA I 2007-2009				\$ 9,410.72
NET AMOUNT DUE EPA I FROM ASHLEY STEWART				<u>\$ 9,410.72</u>

Here's the Story ...
 Ashley Stewart signed a new amendment effective 2/1/07. The previous lease had old formula language related to anchor space being deducted from the rebill calculation. The new amendment effective 2/1/07 changed the calculation to new formula and allows space designated as anchor space (whether leased or not) to be deducted from the calculation. It also added an 85% leaseable floor. The previous lease allowed no deduction for anchors. The new amendment allows us to deduct for all space designated for anchors. The changes resulted in a much smaller denominator (and pool of expenses), but increased the amount Ashley Stewart owed (subject to an annual CAP). Though the amendment was effective 2/1/07, the rebill calculation never changed to reflect the new lease language.

Denominator Calculations:				
Annualized Leaseable Sq Ft Including Vacancies		9,905,124	9,546,851	9,248,628
Less:				
1st Floor Office Tower		(154,296)	(154,719)	(154,296)
Annualized Leaseable Less 1st floor Tower		9,750,828	9,392,132	9,094,332
Monthly Leaseable Sq Ft (Including Anchors)		812,569	782,678	757,861
Vacancies		(29,788)	(66,872)	(107,706)
Less: Anchors greater than 25,000 sq ft				
Carsons		(240,632)	(240,632)	(240,632)
NW		(160,000)	(100,000)	(100,000)
Circuit City		(36,260)	(36,260)	(36,260)
Office Depot		(29,149)	(29,149)	(29,149)
Leased Sq Ft		<u>316,740</u>	<u>309,765</u>	<u>244,114</u>
Leaseable Sq Ft		<u>346,528</u>	<u>376,637</u>	<u>351,820</u>
85% of Leaseable Sq Ft		<u>294,549</u>	<u>320,141</u>	<u>299,047</u>



Ashley Stewart
Attn: Lease Administration
100 Metro Way
Secaucus, NJ 07094

Date: 11-29-2010
Tenant: ASHSTEW

Invoice: 17537

INVOICE

Unit	Charge Date	Charge Type	Description	Amount
J06	11-23-2010	RETREBILL	2009 RET Rebill	26,077.39
Total Due:				26,077.39*

* NOTE: These are charges for this month only. This invoice does not represent a statement of your account including past due balances. We will provide monthly account statements.

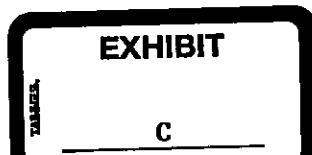
Please enclose this portion with your remittance
Please refer questions to Susan Larson @ (708)857-5760

The Provo Group, Agent for
Evergreen Plaza Associates I, L.P.
9730 S. Western Ave., Suite 418
Evergreen Park, IL 60805

Date: 11-29-2010
Tenant: ASHSTEW
Invoice: 17537

Ashley Stewart Ltd.
Attn: Lease Administration
100 Metro Way
Secaucus, NJ 07094

Send remittance to:
Evergreen Plaza Associates I, L.P.
P.O. Box 2937-1
Orland Park, IL 60462



INVOICE

Date: 11/29/2010

To: Ashley Stewart
J06

From: Evergreen Plaza Associates I, LP
9730 S. Western Ave, Suite 418
Evergreen Park, IL 60805

Re: The Plaza Shopping Center
J06

Description	Charge
Reimbursement of Real Estate Taxes for Calendar Year 2009	26,077.39
Total Charges (Credits)	26,077.39

Detail of Charges:

Total 2009 Real Estate Tax Pool		\$ 2,004,712
Pro-Rata Share:		
Leased Premises	5,761	
Shopping Center Total Area	<u>245,374</u>	
Gross Pro-Rata Share	2.3478%	
Occupancy Factor (days occupied = 365)	1.0000	
Tenant's Pro-Rata Share		2.3478%
Proportionate Share of Expenses		\$ 47,067.43
Less: Monthly Estimates Paid		<u>20,990.04</u>
Real Estate Tax Charge (Credit) Now Due		<u>\$ 26,077.39</u>

This charge (credit) will appear on your statement.
If you have any questions, please contact Susan Larson at (708) 857-5760

LAW OFFICES
RIORDAN, FULKERSON, HUPERT & COLEMAN

30 NORTH LA SALLE STREET

SUITE 2630

CHICAGO, ILLINOIS 60602

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MICHAEL J. COLEMAN
(312) 346-6476
mjc@rfsc-law.com

THOMAS P. RIORDAN (1920-1965)
ROBERT KEITH LARSON (1951-1995)
RICHARD J. RIORDAN (1950-1997)

January 18, 2011

VIA FEDERAL EXPRESS

BMC Group, Inc.
Attn: Urban Brands Claims Processing
18750 Lake Drive East
Chanhassen, MN 55317

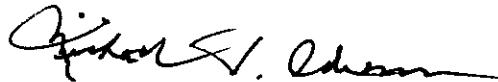
**RE: PROOF OF CLAIM FOR EVERGREEN PLAZA ASSOCIATES I, L.P. ("CREDITOR")
AS TO LARGE APPAREL OF ILLINOIS, INC. D/B/A ASHLEY STEWART ("DEBTOR")
CHAPTER 11 CASE NO. 10-13017**

Dear Sir or Madam:

Enclosed is the Creditor's Proof of Claim which we are filing in connection with the Debtor's pending bankruptcy case that is being jointly administered under the caption In re: Urban Brands, Inc., *et al.*, Case No. 10-13005, in the United States Bankruptcy Court for the District of Delaware.

In the event you have any questions or concerns regarding the enclosed Proof of Claim, please contact me at your earliest opportunity. Thank you, in advance, for your prompt attention to this matter.

Very truly yours,



Michael J. Coleman

MJC:cd
Enclosure