


| UNITED STATES BANKRUPTCY 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: <i>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.</i> | | |
| Name of Creditor (the person or other entity to whom the debtor owes money or property): DDRTC Fayette III and IV LLC | | <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: Kelley Drye & Warren LLP 101 Park Avenue New York, New York 10178 Tel: 212-808-7800 Attn: Robert L. LeHane, Esq. DDRTC Fayette III and IV LLC c/o Developers Diversified Realty Corp. 3300 Enterprise Parkway Beechwood, OH 44122 Attn: Eric Cotton, Associate General Counsel | | |
| Name and address where payment should be sent (if different from above): | | <input type="checkbox"/> Check 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. |
| RECEIVED JAN 20 2011 BMC GROUP Telephone No. _____ | | |
| 1. Amount of Claim as of Date Case Filed: <u>\$23,927.16</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 the claim. Attach itemized statement of all 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 commission (up to \$11,725*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, which ever 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"/> Section 503(b)(9) Claim -- check this box if your claim is for the value of goods received by the Debtor within 20 days before the commencement of the case -- 11 U.S.C. § 503(b)(9). <input type="checkbox"/> Other -- Specify applicable paragraph of 11 U.S.C. § 507(a)(____). 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. |
| 2. Basis for Claim: <u>Unpaid pre-petition rent and related charges for premises located at Fayette Pavilion, Fayetteville, GA</u> 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: <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. Amount of Claim that qualifies as an Administrative Expense under 11 U.S.C. § 503(b)(9): \$ _____ (See instruction #6 on reverse side.) | | |
| 7. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim. 8. 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 DOCUMENT MAY BE DESTROYED AFTER SCANNING. If the documents are not available, please explain: _____ | | |
| Date: January <u>11</u> , 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. By: <u>Robert L. LeHane</u> Robert L. LeHane, Counsel for DDRTC Fayette III and IV LLC | |
| | | FOR COURT USE ONLY Urban Brands  00538 |

TENANT DETAILED AGED DELINQUENCY
 Developers Diversified Realty
 All Company
 As of 21 September 2010

| Company | Tenant Number | Lease Number | Litigation Code | Invoice Date | Bill Code | Open Amount | Any to 0 Days | 0 to 30 Days | 31 to 60 Days | 61 to 90 Days | 91 to 120 Days | Over 120 Days |
|---------------------|---------------|--------------|-----------------|--------------|-----------|-------------|---------------|--------------|---------------|---------------|----------------|---------------|
| ASHLEY STEWART #341 | 30419 | 00021349 | BK-11 | 7/8/2008 | CAP | 389.93 | | | | | | 389.93 |
| | 30419 | 00021349 | BK-11 | 7/8/2008 | CAP | 402.40 | | | | | | 402.40 |
| | 30419 | 00021349 | BK-11 | 7/8/2008 | REP | 514.13 | | | | | | 514.13 |
| | 30419 | 00021349 | BK-11 | 7/8/2008 | REP | 93.21 | | | | | | 93.21 |
| | 30419 | 00021349 | BK-11 | 2/12/2009 | CAP | 194.04 | | | | | | 194.04 |
| | 30419 | 00021349 | BK-11 | 2/12/2009 | CAP | 984.31 | | | | | | 984.31 |
| | 30419 | 00021349 | BK-11 | 2/12/2009 | REP | 284.44 | | | | | | 284.44 |
| | 30419 | 00021349 | BK-11 | 2/12/2009 | REP | 36.99 | | | | | | 36.99 |
| | 30419 | 00021349 | BK-11 | 12/1/2009 | RET | 363.12 | | | | | | 363.12 |
| | 30419 | 00021349 | BK-11 | 1/13/2010 | REP | 295.36 | | | | | | 295.36 |
| | 30419 | 00021349 | BK-11 | 2/1/2010 | CAM | 394.98 | | | | | | 394.98 |
| | 30419 | 00021349 | BK-11 | 2/1/2010 | RET | 565.13 | | | | | | 565.13 |
| | 30419 | 00021349 | BK-11 | 2/1/2010 | RTB | 4,812.50 | | | | | | 4,812.50 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 788.00 | | | | | | 788.00 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 251.82 | | | | | | 251.82 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 269.89 | | | | | | 269.89 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 415.28 | | | | | | 415.28 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 363.37 | | | | | | 363.37 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 311.46 | | | | | | 311.46 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 259.55 | | | | | | 259.55 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 9.60 | | | | | | 9.60 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 7.28 | | | | | | 7.28 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 207.64 | | | | | | 207.64 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 157.52 | | | | | | 157.52 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 168.87 | | | | | | 168.87 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 52.51 | | | | | | 52.51 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 4.68 | | | | | | 4.68 |
| | 30419 | 00021349 | BK-11 | 2/3/2010 | LAT | 57.73 | | | | | | 57.73 |
| | 30419 | 00021349 | BK-11 | 3/12/2010 | CAP | 194.04 | | | | | | 194.04 |
| | 30419 | 00021349 | BK-11 | 3/12/2010 | CAP | 930.86 | | | | | | 930.86 |

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|---------|---------------|--------------|-----------------|--------------|-----------|-------------|---------------|--------------|---------------|---------------|----------------|---------------|
| 30419 | 110108 | 00021349 | BK-11 | 3/12/2010 | CAP | -576.50 | | | | | | -576.50 |
| 30419 | 110108 | 00021349 | BK-11 | 3/12/2010 | REP | 260.06 | | | | | | 260.06 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 24.32 | | | | | | 24.32 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 41.97 | | | | | | 41.97 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 44.97 | | | | | | 44.97 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 5.46 | | | | | | 5.46 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 118.14 | | | | | | 118.14 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 168.87 | | | | | | 168.87 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 168.87 | | | | | | 168.87 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 7.02 | | | | | | 7.02 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 8.85 | | | | | | 8.85 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 173.19 | | | | | | 173.19 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 15.76 | | | | | | 15.76 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 5.04 | | | | | | 5.04 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 5.40 | | | | | | 5.40 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 8.30 | | | | | | 8.30 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 7.26 | | | | | | 7.26 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 6.22 | | | | | | 6.22 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 5.20 | | | | | | 5.20 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 0.20 | | | | | | 0.20 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 0.14 | | | | | | 0.14 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 4.16 | | | | | | 4.16 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 3.16 | | | | | | 3.16 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 3.38 | | | | | | 3.38 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 1.06 | | | | | | 1.06 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 0.10 | | | | | | 0.10 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 1.16 | | | | | | 1.16 |
| 30419 | 110108 | 00021349 | BK-11 | 4/28/2010 | LAT | 13.85 | | | | | | 13.85 |
| 30419 | 110108 | 00021349 | BK-11 | 8/1/2010 | CAM | 394.98 | | | 394.98 | | | |
| 30419 | 110108 | 00021349 | BK-11 | 8/1/2010 | RET | 565.13 | | | 565.13 | | | |
| 30419 | 110108 | 00021349 | BK-11 | 8/1/2010 | RTB | 4,812.50 | | | 4,812.50 | | | |

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| 30419 | 110108 | 00021349 | BK-11 | 9/1/2010 | CAM | 263.10 | | | | | | |
| 30419 | 110108 | 00021349 | BK-11 | 9/1/2010 | RET | 376.80 | | | | | | |
| 30419 | 110108 | 00021349 | BK-11 | 9/1/2010 | RTB | 3,208.40 | | | | | | |
| Total for Lease Number 00021349 | | | | | | 23,927.16 | | | | | | 14,306.25 |

KELLEY DRYE & WARREN LLP

A LIMITED LIABILITY PARTNERSHIP

101 PARK AVENUE

NEW YORK, NEW YORK 10178

(212) 808-7800

WASHINGTON, DC

CHICAGO, IL

STAMFORD, CT

PARSIPPANY, NJ

BRUSSELS, BELGIUM

AFFILIATE OFFICES

MUMBAI, INDIA

FACSIMILE

(212) 808-7897

www.kelleydrye.com

DIRECT LINE: (212) 808-7825

EMAIL: mvicinanza@kelleydrye.com

January 19, 2011

VIA OVERNIGHT MAIL

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

Re: UBI Liquidating Corp. f/k/a Urban Brands, Inc., et al.
Case No. 10-13005 (KJC)

Dear Sir/Madam:

With regard to the above captioned bankruptcy case, enclosed herewith are originals and copies of proofs of claim being submitted on behalf of our client Developers Diversified Realty Corporation as follows:

| | | | |
|----------------------|------------------|------------------------------|--------------|
| Plaza Palma Real | Puerto Rico | DDR Palma Real LLC, S.E. | \$533.35 |
| Fayette Pavilion | Fayetteville, GA | DDRTC Fayette III and IV LLC | \$23,927.16 |
| Plaza Vega Baja | Puerto Rico | DDR Vega Baja LLC, S.E. | \$25,198.47 |
| Plaza del Oeste | Puerto Rico | DDR Oeste LLC, S.E. | \$20,410.66 |
| Plaza Senorial Plaza | Puerto Rico | DDR Senorial LLC, S.E. | \$7,000.61 |
| Plaza Fajardo | Puerto Rico | DDR Fajardo LLC, S.E. | Unliquidated |
| Plaza Escorial | Puerto Rico | DDR Escorial LLC, S.E. | \$11,969.59 |
| Marshalls Plaza | Puerto Rico | BG Del-Arrow, LLC | \$9,154.76 |
| Plaza del Sol | Puerto Rico | DDR del Sol LLC, S.E. | \$29,900.61 |
| Plaza Rio Hondo | Puerto Rico | DDR Rio Hondo LLC, S.E. | \$53,478.37 |

Kindly file the original proofs of claim and return the copies stamped "filed" in the self-addressed stamped overnight envelope provided for convenience. Thank you for your assistance, and should you have any questions, please feel free to contact the undersigned.

Sincerely,

Marie Vicinanza
Paralegal

Enclosures