

UNITED STATES BANKRUPTCY COURT Southern DISTRICT OF New York PROOF OF CLAIM

Name of Debtor: Large Apparel of Illinois, Inc. Case Number: 10-13017 Jointly Administered Under 10-13005

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): SEC Clark & Howard, LLC (RREEF) 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: Thomas J. Leanse, Esq. c/o Katten Muchin Rosenman LLP 2029 Century Park East, 26th Floor Los Angeles, CA 90067 Telephone number: (310) 788-4400 (207459-79) Name and address where payment should be sent (if different from above): RECEIVED JAN 24 2011 BMC GROUP Telephone number:

1. Amount of Claim as of Date Case Filed: \$ 45,370.03 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. [X] 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.

2. Basis for Claim: Real Property Lease (See instruction #2 on reverse side.) Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).

3. Last four digits of any number by which creditor identifies debtor: 3a. Debtor may have scheduled account as: 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).

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: \$ Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5). 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). Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8).

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 or 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: **This amount is entitled to administrative expense priority pursuant to 11 U.S.C. Sections 503(b) and/or 365(d)(3) [X] Other - Specify applicable paragraph of 11 U.S.C. §507 (a)(2). Amount entitled to priority: \$ 22,737.24** *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: 1/21/2011 Signature: Brian D. Huben, Esq. NEW COURT FEE ONLY Urban Brands 00674

PROOF OF CLAIM ATTACHMENT

CASE NAME:

Large Apparel of Illinois, Inc.

LOCATION: Gateway Centre

CASE NUMBER:

10-13017 Jointly Administered Under 10-13005

A. General Information:

- 1. Landlord Name: SEC Clark & Howard, LLC (RREEF)
 - 2. Property Location: Gateway Centre
 - 3. Tenant Name: Large Apparel of Illinois, Inc.
 - 4. Debtor's Store No: 410
 - 5. Petition Date: 9/21/2010
 - 6. Lease Exp. Date: 7/31/2016
 - 7. Lease Rej. Date: N/A
- Remaining term: 70.4 months

B. Claim Information:

1. Unsecured Non-Priority Rejection Claim Amount: Rent & Charges \$0.00 Interest n/a Totals \$0.00

(Section 502(b)(6)(A))

2. Unsecured Non-Priority Pre-Petition Claim Amount: \$22,098.87 \$533.92 \$22,632.79

(Section 502(b)(6)(B))

Subtotal Unsecured Claims \$22,098.87 \$533.92 \$22,632.79

3. Administrative Post-Petition Priority Claim Amount: \$7,031.40 \$107.62 \$7,139.02

(Section 503(b)(1)(A), 365(d)(3))

4. Attorney Fees³ \$15,598.22 n/a \$15,598.22

Subtotal Administrative Claims \$22,629.62 \$107.62 \$22,737.24

TOTAL CLAIM AMOUNT \$45,370.03⁴

¹ Interest calculated at 10.% through 09/20/10, based on a 360 day year.

² Interest calculated at 10.% through 01/24/11, (the Claims Bar Date) based on a 360 day year.

³ Attorneys Fees includes billed and unbilled charges through 01/13/11.

⁴ Claimant reserves the right to supplement or amend this claim from time to time and at any time hereafter.

Katten

KattenMuchinRosenman LLP

2029 Century Park East
Suite 2600
Los Angeles, CA 90067-3012
310.788.4400 tel
310.788.4471 fax

LAURA NEFSKY
Laura.Nefsky@kattenlaw.com
310.788.44474 direct/310.712.8268 fax
31555113_1
203280-00991

January 21, 2011

VIA FEDEX

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

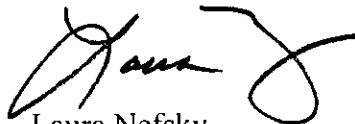
Re: In re: UBI liquidating Corp., et al
Case No. 10-13005

Dear Sir/Madam:

Enclosed for filing are six (6) original Proof of Claims regarding the above entitled matter. Also enclosed are six (6) extra copies of the Claims which needs to be conformed and returned to us in the enclosed, postage prepaid envelope.

Thank you for your assistance in this matter, and should you have any questions, please call me at the above listed number.

Very truly yours,



Laura Nefsky
Paralegal

Enclosures: (1) Florin Real Property and Guarantor; (2) Gateway Centre Real Property and Guarantor; (3) Baldwin Hills Real Property and Guarantor

cc: Dustin P. Branch, Esq. (w/o encls.)