

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

UBI LIQUIDATING CORP., *et al.*,

Debtors.

Chapter 11

Case No. 10-13005 (KJC)

Jointly Administered

**ORACLE AMERICA, INC., SUCCESSOR IN INTEREST TO ORACLE USA,
INC. AND ORACLE CORPORATION, REQUEST FOR ALLOWANCE AND
PAYMENT OF AN ADMINISTRATIVE EXPENSE**

Oracle America, Inc., successor in interest to Oracle USA, Inc. and Oracle Corporation (“Oracle”), a creditor and counter party in interest in the above-captioned Chapter 11 case, requests allowance and payment of an administrative expense in the amount of \$20,166.16, pursuant to sections 503(a) and (b) of the Bankruptcy Code (“Administrative Request”), for post-petition goods and products provided and services rendered by Oracle to UBI Liquidating Corporation and its affiliates (collectively the “Debtors”).

1. The Debtors filed their voluntary Chapter 11 bankruptcy petitions on September 21, 2010. The Debtors’ Joint Plan of Liquidation under Chapter 11 of the United States Bankruptcy Code (“Plan”) was confirmed on October 19, 2011. The Effective Date of the Plan was December 1, 2011.

2. Oracle is a licensor of computer software and provides software related products, technical support, maintenance, educational materials and programs which often are designed for the customer’s specific needs.

3. The Debtors owe \$20,166.16 in administrative expenses for post-petition Software Update License and Support provided by Oracle to the Debtors.

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4. Among other things, these services are evidenced by Invoice #41185663 issued to Urban Brands, Inc. for Software Update License and Support services provided from May 27, 2010 through May 26, 2011. Attached as Exhibit A is a true and correct copy of the invoice, reflecting the amount owed by Debtors to Oracle for, among other things, post-petition Software Update License and Support services. The total amount due and unpaid as of the date of this Administrative Request, as reflected by the attached invoices, is \$20,166.16.

5. Oracle asserts that the Debtors have used, and continued to use, Oracle's support services throughout the Chapter 11 case's tenure. Therefore, Oracle provided ongoing tangible value to the estate.

WHEREFORE, Oracle respectfully requests allowance and payment of an administrative expense to Oracle in an amount of not less than \$20,166.16, and reserves its rights to supplement this Administrative Request if additional unpaid administrative amounts accrue.

Dated: December 30, 2011
Wilmington, Delaware

Respectfully submitted,
MARGOLIS EDELSTEIN

/s/James E. Huggett
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Telephone: (650) 506-5200

Attorneys for Credit Oracle America, Inc.

EXHIBIT A

ORACLE

Enabling the Information Age™

INVOICE

Federal Tax ID: 94-2805249

INVOICE NUMBER	41185663
INVOICE DATE	26-May-2010
YOUR P.O. NUMBER	UBI2010052501
PAYMENT TERMS	30 NET
DUE DATE	25-Jun-2010

BILL TO :
 Urban Brands, Inc
 Accounts Payable
 100 Metro Way
 SECAUCUS, NJ 07094
 UNITED STATES

PAYMENT INSTRUCTIONS:

REFERENCE	41185663	ON YOUR REMITTANCE
MAIL CHECKS TO:	Oracle America, Inc. PO BOX 203448 Dallas TX 75320-3448	
WIRE TRANSFERS TO:	WELLS FARGO BANK ABA 121000248 ACCT 4522-020841	

SHIP TO :
 Urban Brands, Inc
 100 Metro Way
 SECAUCUS, NJ 07094
 UNITED STATES

FOR BILLING QUESTIONS, CALL COLLECTIONS CENTER (888) 803-7414

ORACLE SALESPERSON	ORACLE ORDER NUMBER	CUSTOMER CONTACT	END USER
Alexoiu, Mrs Roxana Laura	2157542	Accounts Payable	

ITEM NO.	DESCRIPTION	QTY/ NO. OF USERS	TAX	EXTENDED AMOUNT
1	Software Update License & Support - Oracle Database Enterprise Edition - Named User Plus Perpetual: 27-MAY-2010 : 26-MAY-2011	100	Y	18,846.88

SPECIAL INSTRUCTIONS:	SUBTOTAL	TAX	TOTAL(USD)
	18,846.88	1,319.28	20,166.16
	Less payments		0.00
	Credits/Adjustments		0.00
	Outstanding Balance as of 21-Dec-2011		20,166.16

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CERTIFICATE OF SERVICE

I, James E. Huggett, Esquire, hereby certify that on December 30, 2011, a true and correct copy of **ORACLE AMERICA, INC., SUCCESSOR IN INTEREST TO ORACLE USA, INC. AND ORACLE CORPORATION, REQUEST FOR ALLOWANCE AND PAYMENT OF AN ADMINISTRATIVE EXPENSE** was served on the parties listed below in the manner indicated.

Dated: December 30, 2011

/s/James E. Huggett
James E. Huggett, Esq. (#3956)

VIA FACSIMILE

Mark D. Collins, Esq.
Paul N. Heath, Esq.
L. Katherine Good, Esq.
Richards, Layton & Finger PA
920 N. King Street
Wilmington, DE 19801
Fax: (302) 651-7701

VIA FIRST CLASS MAIL

Office of the United States Trustee
844 King Street, Room 2207
Wilmington, DE 19801