

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

In re:)	Chapter 11
)	
URBAN BRANDS, INC., <u>et al.</u> , ¹)	Case No. 10-13005 (KJC)
)	
Debtors.)	Jointly Administered
)	
)	Hearing Date: June 28, 2011 at 11:30 a.m. (EDT)
)	Objection Deadline: April 19, 2011 at 4:00 p.m. (EDT)

NOTICE OF SECOND INTERIM FEE APPLICATION

Name of Applicant:	<u>PricewaterhouseCoopers LLP ("PwC")</u>
Authorized to Provide Professional Services to:	<u>Debtors and Debtors-in-Possession</u>
Date of Retention:	<u>October 13, 2010, <i>nunc pro tunc</i> to September 21, 2010</u>
Period for which compensation and reimbursement are sought:	<u>December 1, 2010 through February 28, 2011</u>
Amount of Compensation sought as actual, reasonable and necessary:	<u>\$ 299,882.50</u>

¹ The Debtors in these cases, along with the last four digits of the federal tax identification number for each of the Debtors, are Urban Brands, Inc. (3678), 100% Girls Ltd. (4150), 100% Girls of Georgia, Inc. (4159), 100% Girls of New York, Inc. (2149), 100 Percent Girls of New Jersey, Inc. (4167), A.S. Interactive, Inc. (3472), Ashley Stewart Ltd. (4541), Ashley Stewart Apparel Corporation (4049), Ashley Stewart Clothing Company, Inc. (4051), Ashley Stewart Management Co., Inc. (4053), Ashley Stewart Woman Ltd. (4152), ASIL 6, Inc. (3996), ASNJ 10, Inc. (4004), Carraizo Alto Apparel Corporation (4651), Church Street Retail, Inc. (5954), Kid Spot Ltd. (2585), Kidspot of Delaware, Inc. (2596), Kidspot of Illinois, Inc. (2606), Kidspot of Michigan, Inc. (2603), Kidspot of New Jersey, Inc. (2601), Kidspot of Ohio, Inc. (4705), Kidspot of Pennsylvania, Inc. (2599), Kidspot of Texas, Inc. (3809), Large Apparel of Alabama, Inc. (0624), Large Apparel of California, Inc. (2129), Large Apparel of Connecticut, Inc. (5161), Large Apparel of District of Columbia, Inc. (8613), Large Apparel of Florida, Inc. (2209), Large Apparel of Georgia, Inc. (3894), Large Apparel of Illinois, Inc. (4650), Large Apparel of Indiana, Inc. (4055), Large Apparel of Louisiana, Inc. (3790), Large Apparel of Maryland, Inc. (5158), Large Apparel of Michigan, Inc. (9420), Large Apparel of Mississippi, Inc. (5913), Large Apparel of Missouri, Inc. (2135), Large Apparel of New Jersey, Inc. (5157), Large Apparel of New York, Inc. (5956), Large Apparel of North Carolina, Inc. (8611), Large Apparel of Ohio, Inc. (3815), Large Apparel of Pennsylvania, Inc. (4057), Large Apparel of South Carolina, Inc. (2029), Large Apparel of Tennessee, Inc. (3895), Large Apparel of Texas, Inc. (3787), Large Apparel of Virginia, Inc. (2809), Large Apparel of Wisconsin, Inc. (3898), Marianne Ltd. (3940), Marianne USPR, Inc. (2193), Marianne VI, Inc. (2206), Metro Apparel of Kentucky, Inc. (7533), Metro Apparel of Massachusetts, Inc. (1367), The Essence of Body & Soul, Ltd. (4165), Urban Acquisition Corporation of New Jersey, Inc. (2976), Urban Acquisition Corporation of New York, Inc. (4103), and Urban Brands TM Holding Co. (5909). The Debtors' corporate offices are located at 100 Metro Way, Secaucus, New Jersey 07094.

Amount of Expense Reimbursement sought
as actual, reasonable and necessary: \$ 2,579.20

This is a(n): interim final application

Summary of Fee Applications for Compensation Period:

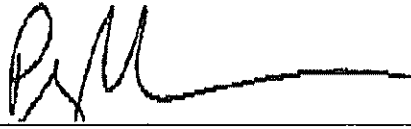
Date Filed Docket No.	Period Covered	Requested		Approved		Holdback Fees Requested
		Fees	Expenses	Fees (80%)	Expenses (100%)	Fees (20%)
02/03/2011 [770]	12/01/2010 12/31/2010	\$101,424.50	\$784.00	\$81,139.60	\$784.00	\$20,284.90
03/04/2011 [1085]	01/01/2011 01/31/2011	\$93,628.00	\$937.00	\$74,902.40	\$937.00	\$18,725.60
03/29/2011 [1185]	02/01/2011 02/28/2011	\$104,830.00	\$858.20	Pending Objection Deadline 4/18/2011 \$83,864.00	Pending Objection Deadline 4/18/2011 \$858.20	Pending Objection Deadline 4/18/2011 \$20,966.00
TOTALS		\$299,882.50	\$2,579.20	\$239,906.00	\$2,579.20	\$59,976.50

Summary of Any Objections to Fee Applications: No objections received to date.

PLEASE TAKE NOTICE that, pursuant to the Court's **Order Granting Motion of the Debtors and Debtors In Possession for an Administrative Order Pursuant To 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, dated October 13, 2010** [Docket No. 192] (the "Interim Compensation Order"), objections, if any, to the Interim Fee Application must be filed with the Court and served on the Applicant at the address set forth below and the Notice Parties (as such term is defined in the Interim Compensation Order) so as to be received by April 19, 2011 at 4:00 p.m. (Eastern Daylight Time). If no timely objections are filed to the Interim Fee Application, the Court may enter an order granting the Interim Fee Application without a hearing.

Dated: March 30, 2011

PRICEWATERHOUSECOOPERS LLP

A handwritten signature in black ink, appearing to read 'P. Mandarino', written over a horizontal line.

Perry Mandarino

300 Madison Avenue

New York, NY 10017

Telephone (646) 471-7589

Facsimile (813) 329-0605

Financial Advisor for the Debtors and Debtors in Possession