

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

In re:	:	Chapter 11
	:	
UBI Liquidating Corp., <i>et al.</i> , ¹	:	Case No. 10-13005 (KJC)
	:	Jointly Administered
	:	
Debtors.	:	Objection Deadline: July 28, 2011 at 4:00 p.m. ET
	:	Hearing Date: August 9, 2011 at 2:30 p.m. ET

**NOTICE OF THIRD INTERIM FEE APPLICATION OF BALLARD SPAHR LLP,
CO-COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
MARCH 1, 2011 THROUGH MAY 31, 2011**

PLEASE TAKE NOTICE that the Official Committee of Unsecured Creditors (the “Committee”), by and through its undersigned counsel, has filed with the United States Bankruptcy Court for the District of Delaware (the “Bankruptcy Court”) the *Third Interim Fee Application of Ballard Spahr LLP, Co-Counsel to the Official Committee of Unsecured Creditors, for Compensation and Reimbursement of Expenses for the Period of March 1, 2011 through May 31, 2011* (the “Third Interim Fee Application”).

¹ The Debtors in these cases, along with the last four digits of the federal tax identification number for each of the Debtors, are UBI Liquidating Corp. (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), ASL Liquidating Corp. (4541), Ashley Stewart Apparel Corporation (4049), Ashley Stewart Clothing Company, Inc. (4051), ASMCI Liquidating Corp. (4053), ASWL Liquidating Corp. (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), UACONJI Liquidating Corp. (2976), UACONYI Liquidating Corp. (4103), and UBTHC Liquidating Corp. (5909). The Debtors’ corporate offices are located at 100 Metro Way, Secaucus, New Jersey 07094.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Order Granting Motion of the Debtors for an Administrative Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals, entered on October 13, 2010 [D.I. 192], objections, if any, to the Third Interim Fee Application must be filed with the Clerk of the Bankruptcy Court, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, and served upon: (i) the Debtors, c/o UBI Liquidating Corp., 100 Metro Way, Secaucus, NJ 07094 (Attn: Michael Abate); (ii) counsel to the Debtors, Richards, Layton & Finger, P.A., One Rodney Square, 920 North King Street, Wilmington, Delaware 19801 (Attn: Mark D. Collins, Esq.); (iii) counsel for the Official Committee of Unsecured Creditors, Cooley LLP, The Grace Building, 1114 Avenue of the Americas, New York, NY 10036 (Attn: Lawrence C. Gottlieb, Esq., Cathy R. Hershcopf, Esq. and Michael A. Klein, Esq.), and Ballard Spahr LLP, 919 N. Market Street, 11th Floor, Wilmington, DE 19801 (Attn: Tobey M. Daluz, Esq. and Leslie C. Heilman, Esq.); and (iv) counsel to the United States Trustee, 844 King Street, Suite 2207, Lockbox #35, Wilmington, DE 19801 (Attn: David Buchbinder, Esq.) (collectively, the “Notice Parties”), no later than **July 28, 2011 at 4:00 p.m.** (the “Objection Deadline”). Only those objections that are timely filed, served and received will be considered by the Court. If no timely objections are filed to the Third Interim Fee Application, the Court may enter an order granting the Third Interim Fee Application without a hearing.

PLEASE TAKE FURTHER NOTICE that a hearing on the Application will be held on **August 9, 2011 at 2:30 p.m. prevailing Eastern time** before the Honorable Kevin J. Carey at the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 5th Floor, Courtroom No. 5, Wilmington, Delaware 19801.

Dated: July 8, 2011
Wilmington, Delaware

Respectfully submitted:



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*Counsel to the Official Committee of Unsecured
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