

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

In re:)	Chapter 11
)	
UBI Liquidating Corp., et al.,¹)	Case No. 10-13005 (KJC)
)	
Debtors.)	Jointly Administered
)	

**NOTICE OF (A) DEADLINE FOR CASTING VOTES TO ACCEPT
OR REJECT THE JOINT PLAN OF LIQUIDATION UNDER CHAPTER 11
OF THE BANKRUPTCY CODE, (B) HEARING TO CONSIDER
CONFIRMATION OF PROPOSED PLAN AND (C) RELATED MATTERS**

PLEASE TAKE NOTICE OF THE FOLLOWING:

1. On July 20, 2011, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Joint Plan of Liquidation Under Chapter 11 of the Bankruptcy Code* [Docket No. 1321] (as it may be amended, the “Plan”) and related disclosure statement (as it may be amended, the “Disclosure Statement”) with the United States Bankruptcy Court for the District of Delaware, 824 N. Market, 3rd Floor, Wilmington, Delaware 19801 (the “Court”).

2. On September 8, 2011, the Court entered an order (i) approving the Disclosure Statement, pursuant to section 1125 of the United States Bankruptcy Code as containing adequate information and (ii) establishing procedures for the solicitation and tabulation of votes to accept or reject the Plan, including approval of (a) the form of ballot for submitting votes on the Plan, (b) the deadline for submission of ballots, (c) the contents of the proposed solicitation packages to be distributed to creditors and other parties in interest in connection with the solicitation of votes on the Plan (the “Solicitation Package”), (d) the proposed record date for voting on the Plan and (e) certain related relief (the “Solicitation Procedures Order”). In accordance with the Solicitation Procedures Order, certain Solicitation Materials have been provided with this Notice.

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.

3. A hearing to consider the confirmation of the Plan (the "Confirmation Hearing") will be held before The Honorable Kevin J. Carey, United States Bankruptcy Judge, in the Judge's usual courtroom at the United States Bankruptcy Court for the District of Delaware, 825 N. Market Street, 5th Floor, Wilmington, Delaware 19801 at 1:00 p.m. (Eastern Time), on October 19, 2011.

4. Pursuant to the Solicitation Procedures Order, if you are the holder of a claim against or equity interest in one of the Debtors as of September 7, 2011 (the record date as established in the Solicitation Procedures Order) in a class entitled to vote on the Plan, you have received with this Notice a ballot form (a "Ballot") and voting instructions appropriate for your form. The following procedures apply with respect to voting your claim:

a. Except as provided in subparagraph (b) below, for your vote to accept or reject the Plan to be counted, you must complete all required information on the Ballot, execute the Ballot and return the completed Ballot to the address indicated on the Ballot so that it is received by 5:00 p.m. (Eastern Time) on October 12, 2011 (the "Voting Deadline"). Any failure to follow the voting instructions included with the Ballot or return a properly completed Ballot so that it is received by the Voting Deadline may disqualify your Ballot and your vote.

b. Your claim has been temporarily allowed solely for purposes of voting to accept or reject the Plan in accordance with the following tabulation rules approved by the Court in the Solicitation Procedures Order (the "Tabulation Rules"):

- Unless otherwise provided in the Tabulation Rules described below, a claim will be deemed temporarily allowed for voting purposes in an amount equal to (i) if a timely filed proof of claim has not been filed, the amount of such claim as set forth in the schedules of assets and liabilities, filed by each of the Debtors on October 21-22, 2011, as amended (collectively, the "Schedules"), provided that the claim is not listed therein as contingent, unliquidated or disputed, or (ii) the amount of such claim as set forth in a timely filed proof of claim;
- If a claim is deemed allowed in accordance with the Plan, such claim will be temporarily allowed for voting purposes in the deemed allowed amount set forth in the Plan;
- If a claim for which a proof of claim has been timely filed is marked in whole or in part as contingent, unliquidated or disputed on its face, such portion of the claim that is marked as contingent, unliquidated or disputed will be temporarily allowed for voting purposes in the amount of \$1.00;
- If a claim has been estimated or otherwise allowed for voting purposes by order of the Court, such claim will be temporarily allowed for voting purposes in the amount so estimated or allowed by the Court;
- If a claim is listed in the Schedules as contingent, unliquidated or disputed and a proof of claim was not timely filed, such claim will be disallowed for voting purposes;
- If the Debtors have filed and served an objection to a claim at least thirty (30) days before the Voting Deadline, such claim will be temporarily allowed or disallowed for voting purposes in accordance with the relief sought in the objection; and
- If a claim holder identifies a claim amount on its Ballot that is less than the amount otherwise calculated in accordance with the Tabulation Rules, the claim will be temporarily allowed for voting purposes in the lesser amount identified on such Ballot.

c. The temporary allowance of your claim for voting purposes does not constitute an allowance of your claim for purposes of receiving distributions under the Plan and is without prejudice to the rights of the Debtors in any other context, including the right of the Debtors to contest the amount or validity of any claim or equity interest for purposes of allowance and distribution under the Plan. If you wish to challenge the temporary allowance of your claim for voting purposes, you must file a motion, pursuant to Rule 3018(a) of the Federal Rules of Bankruptcy Practice and Procedure, for an order temporarily allowing your claim or equity interest in a different amount or classification for purposes of voting to accept or reject the Plan and serve such motion on the Debtors so that it is received by the later of (a) September 29, 2011 and (b) fifteen (15) days after the date of service of a notice of objection, if any, to your claim or equity interest. Unless the Court orders otherwise, your claim or equity interest will not be counted for voting purposes in excess of the amount as determined in accordance with the Tabulation Rules.

5. Objections, if any, to confirmation of the Plan must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the claim or interest of such party; (c) state with particularity the basis and nature of any objection to confirmation of the Plan; and (d) be filed with the Court and served on (i) the Debtors: UBI Liquidating Corp., *et al.*, 100 Metro Way, Secaucus, New Jersey 07094-1906, (Attention: Stephen Feldman); (ii) counsel to the Debtors: Richards, Layton & Finger, One Rodney Square, 920 King Street, Wilmington, Delaware 19801 (Attention: Mark D. Collins, Esq.); (iii) counsel to the Official Committee of Unsecured Creditors: Cooley LLP, 1114 Avenue of the Americas, New York, New York 10036 (Attention: Lawrence C. Gottlieb, Esq.), and Ballard Spahr Andrews & Ingersoll, LLP, 919 North Market Street, 12th Floor, Wilmington, Delaware 19801-3034 (Attention: Leslie C. Heilman, Esq.); and (iv) the Office of the United States Trustee, 844 King Street, Suite 2207, Lockbox 35, Wilmington, Delaware 19801 (Attention: David Buchbinder, Esq.) so that they are received no later than 4:00 p.m. (Eastern Time) on October 12, 2011.

6. Requests for copies of the Disclosure Statement and the Plan by parties in interest may be made in writing to BMC Group, Inc., Attn: Urban Brands Ballot Processing, P.O. Box 3020, Chanhassen, MN 55317-3020; by sending an e-mail to urbanbrands@bmcgroup.com; or by calling (888) 909-0100. Copies of the Plan and Disclosure Statement may also be viewed on BMC Group, Inc.'s website at www.bmcgroup.com/urbanbrands.

7. The Confirmation Hearing may be continued from time to time without further notice other than the announcement of the adjourned date(s) at the Confirmation Hearing or any continued hearing.

Dated: September 9, 2011
Wilmington, Delaware

Respectfully submitted,



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