

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

<hr/>	)	Chapter 11
	)	
UBI Liquidating Corp., <u>et al.</u> , <sup>1</sup>	)	Case No. 10-13005 (KJC)
	)	
Debtors.	)	Jointly Administered
	)	
<hr/>	)	Re: Docket Nos. 1388 & <u>1189</u>

**ORDER (SECOND) GRANTING DEBTORS' FOURTH  
OMNIBUS (NON-SUBSTANTIVE) OBJECTION TO CLAIMS**

Upon the objection, dated September 12, 2011 (the "Fourth Omnibus Objection"),<sup>2</sup> of the above-captioned debtors and debtors in possession (collectively, the "Debtors"), for entry of an order recharacterizing or disallowing in their entirety certain claims filed against these estates, all as more fully set forth in the Fourth Omnibus Objection; and upon the *Declaration of Stephen Feldman Pursuant to Local Rule 3007-1 in Support of Debtors' Fourth Omnibus (Non-Substantive) Objection to Claims*, dated as of September 12, 2011; and

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<sup>1</sup> 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.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meanings given to them in the Fourth Omnibus Objection.

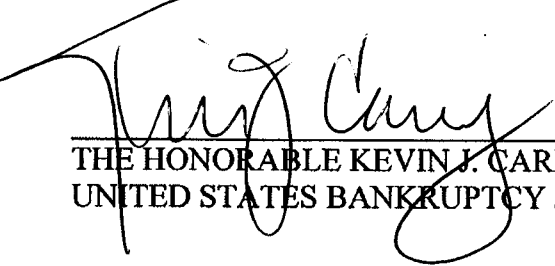
the Court having jurisdiction to consider the Fourth Omnibus Objection and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Fourth Omnibus Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Fourth Omnibus Objection having been provided to those parties identified therein, and no other or further notice being required; and the Court having determined that the relief sought in the Fourth Omnibus Objection is in the best interest of the Debtors, their creditors, and all parties in interest; and the Court having determined that the legal and factual bases set forth in the Fourth Omnibus Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, IT IS HEREBY ORDERED THAT

1. The Fourth Omnibus Objection is GRANTED.
2. The Change Case Claim listed on Exhibit A hereto shall be recharacterized in its entirety as a claim against the Debtor in the column marked “Appropriate Debtor” on Exhibit A hereto.
3. The Duplicate Claim listed on Exhibit B hereto in the column marked “Claim to be Expunged” is hereby disallowed in its entirety.
4. The rights and defenses of all parties, including, without limitation, the Debtors, to each claim listed on Exhibit A hereto and each Remaining Claim listed on Exhibit B hereto are expressly preserved.
5. BMC Group, Inc., the Debtors’ court-appointed claims and noticing agent, is authorized and directed to update the official claims register to reflect that Change Case Claims have been recharacterized as claims against the Appropriate Debtors and the Duplicate Claims

have been disallowed pursuant to this Order from the official claims register in these chapter 11 cases.

6. This Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, or enforcement of this Order.

Dated: Dec 5, 2011  
Wilmington, Delaware

  
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THE HONORABLE KEVIN J. CAREY  
UNITED STATES BANKRUPTCY JUDGE