

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

<b>In re:</b>	)	<b>Chapter 11</b>
	)	
<b>UBI Liquidating Corp., et al.,<sup>1</sup></b>	)	<b>Case No. 10-13005 (KJC)</b>
	)	
<b>Debtors.</b>	)	<b>Jointly Administered</b>
	)	
	)	<b>Objection Deadline: February 1, 2012 at 4:00 p.m. (EST)</b>
	)	<b>Hearing Date: February 14, 2012 at 1:00 p.m. (EST)</b>

**FOURTEENTH MONTHLY AND FINAL APPLICATION OF RICHARDS,  
LAYTON & FINGER, P.A. FOR ALLOWANCE OF COMPENSATION FOR  
SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES AS  
COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION FOR THE  
PERIOD FROM SEPTEMBER 21, 2010 THROUGH DECEMBER 1, 2011**

Name of Applicant:	<u>Richards, Layton &amp; Finger, P.A.</u>
Authorized to Provide Professional Services to:	<u>the above-captioned debtors and debtors in possession</u>
Date of Retention:	<u>October 13, 2010, <i>nunc pro tunc</i> to September 21, 2010</u>
Monthly period for which compensation and reimbursement are sought:	<u>November 1, 2011 through December 1, 2011</u>

<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.

Final period for which compensation  
and reimbursement are sought:

September 21, 2010 through December 1, 2011

Monthly amount of Compensation sought as  
actual, reasonable, and necessary:

\$17,645.20 (80% of \$ 22,056.50 )

Final amount of Compensation sought  
as actual, reasonable, and necessary

\$1,161,499.50

Monthly amount of Expense Reimbursement  
sought as actual, reasonable, and necessary:

\$817.21

Final amount of Expense Reimbursement  
sought as actual, reasonable, and necessary

\$101,630.68

This is a(n): X monthly    \_\_\_ interim    X final application

Prior Applications Filed (Bold entries indicate Interim fee applications):

<b>Fee Application Period, Filing Date, Docket No.</b>	<b>Total Fees Requested</b>	<b>Total Expenses Requested</b>	<b>Amount of Fees Authorized to be Paid to Date</b>	<b>Amount of Expenses Authorized to be Paid to Date</b>	<b>Status</b>
First Monthly Fee Application 09/21/10 through 10/31/10 Filed 11/30/10 [Docket No. 536]	\$539,918.50	\$81,981.58	\$431,934.80	\$81,981.58	Approved on Interim Basis
Second Monthly Fee Application 11/01/10- through 11/30/10 Filed 12/30/10 [Docket No. 618]	\$105,968.00	\$5,172.68	\$84,774.40	\$5,172.68	Approved on Interim Basis
<b>First Interim Fee Application</b> <b>09/21/10 through 11/30/10</b> <b>Filed 12/30/10</b> <b>[Docket No. 619]</b>	<b>\$645,886.50</b>	<b>\$87,154.26</b>	<b>\$516,709.20</b>	<b>\$87,154.26</b>	<b>Fees Approved: \$645,886.50</b> <b>Expenses Approved: \$87,154.26</b>
Third Monthly Fee Application 12/01/10 through 12/31/10 Filed 01/31/11 [Docket No. 741]	\$80,658.00	\$790.13	\$64,526.40	\$790.13	Approved on Interim Basis

<b>Fee Application Period, Filing Date, Docket No.</b>	<b>Total Fees Requested</b>	<b>Total Expenses Requested</b>	<b>Amount of Fees Authorized to be Paid to Date</b>	<b>Amount of Expenses Authorized to be Paid to Date</b>	<b>Status</b>
Fourth Monthly Fee Application 01/01/11 through 01/31/11 Filed 02/28/11 [Docket No. 1011]	\$67,947.50	\$2,348.62	\$54,358.00	\$2,348.62	Approved on Interim Basis
Fifth Monthly Fee Application 02/01/11 through 02/28/11 Filed 03/29/11 [Docket No. 1184]	\$79,583.50	\$1,517.35	\$63,666.80	\$1,517.35	Approved on Interim Basis
<b>Second Interim Fee Application</b> <b>12/01/10 through 02/28/11</b> <b>Filed 03/30/11</b> <b>[Docket No. 1188]</b>	<b>\$228,189.00</b>	<b>\$4,656.10</b>	<b>\$182,551.20</b>	<b>\$4,656.10</b>	<b>Fees Approved: \$228,189.00</b>  <b>Expenses Approved: \$4,656.10</b>
Sixth Monthly Fee Application 03/01/11 through 03/31/11 Filed 04/29/11 [Docket No. 1219]	\$78,583.00	\$2,190.58	\$62,866.40	\$2,190.58	Approved on Interim Basis

<b>Fee Application Period, Filing Date, Docket No.</b>	<b>Total Fees Requested</b>	<b>Total Expenses Requested</b>	<b>Amount of Fees Authorized to be Paid to Date</b>	<b>Amount of Expenses Authorized to be Paid to Date</b>	<b>Status</b>
Seventh Monthly Fee Application 04/01/11 through 04/30/11 Filed 05/27/11 [Docket No. 1254]	\$20,584.00	\$745.09	\$16,467.20	\$745.09	Approved on Interim Basis
Eighth Monthly Fee Application 05/01/11 through 05/31/11 Filed 06/16/11 [Docket No. 1281]	\$22,646.00	\$1,208.90	\$18,116.80	\$1,208.90	Approved on Interim Basis
<b>Third Interim Fee Application</b> <b>03/01/11 through 05/31/11</b> <b>Filed 06/30/11</b> <b>[Docket No. 1302]</b>	<b>\$121,813.00</b>	<b>\$4,144.57</b>	<b>\$97,450.40</b>	<b>\$4,144.57</b>	<b>Fees Approved: \$121,813.00</b>  <b>Expenses Approved: \$4,144.57</b>
Ninth Monthly Fee Application 06/01/11 through 06/30/11 Filed 07/28/11 [Docket No. 1330]	\$18,966.50	\$790.17	\$15,173.20	\$790.17	Approval Pending Hearing

<b>Fee Application Period, Filing Date, Docket No.</b>	<b>Total Fees Requested</b>	<b>Total Expenses Requested</b>	<b>Amount of Fees Authorized to be Paid to Date</b>	<b>Amount of Expenses Authorized to be Paid to Date</b>	<b>Status</b>
Tenth Monthly Fee Application 07/01/11 through 07/31/11 Filed 08/23/11 [Docket No. 1364]	\$22,674.50	\$717.87	\$18,139.60	\$717.87	Approval Pending Hearing
Eleventh Monthly Fee Application 08/01/11 through 08/31/11 Filed 09/28/11 [Docket No. 1409]	\$26,286.50	\$660.89	\$21,029.20	\$660.89	Approval Pending Hearing
<b>Fourth Interim Fee Application</b> <b>06/01/11 through 08/31/11</b> <b>Filed 09/30/11</b> <b>[Docket No. 1412]</b>	<b>\$67,927.50</b>	<b>\$2,168.93<sup>2</sup></b>	<b>\$54,342.00</b>	<b>\$2,168.93</b>	<b>Approval Pending Hearing</b>

<sup>2</sup> Richards, Layton & Finger, P.A.'s ("RLF") monthly fee application for July 1, 2011 through July 31, 2011 inadvertently requested reimbursement for expenses in the amount of \$720.87, which was \$3.00 in excess of the expenses actually incurred by RLF. The Debtors paid RLF for this excess amount, and upon realizing the error, RLF placed this excess amount in its trust account for the Debtors. Accordingly, this interim fee application only reflects the correct amount of expenses for which reimbursement is requested for July 1, 2011 through July 31, 2011.

<b>Fee Application Period, Filing Date, Docket No.</b>	<b>Total Fees Requested</b>	<b>Total Expenses Requested</b>	<b>Amount of Fees Authorized to be Paid to Date</b>	<b>Amount of Expenses Authorized to be Paid to Date</b>	<b>Status</b>
Twelfth Monthly Fee Application 09/01/11 through 09/30/11 Filed 10/27/11 [Docket No. 1466]	\$38,637.50	\$1,262.95	\$30,910.00	\$1,262.95	Approval Pending Hearing
Thirteenth Monthly Fee Application 10/01/11 through 10/31/11 Filed 11/21/11 [Docket No. 1481]	\$36,989.50	\$1,426.66	\$29,591.60	\$1,426.66	Approval Pending Hearing

**MONTHLY COMPENSATION BY PROFESSIONAL  
NOVEMBER 1, 2011 THROUGH DECEMBER 1, 2011**

<b>Name of Professional Individual</b>	<b>Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Paul N. Heath	Joined firm as associate in 1999. Director in 2007. Member of PA and DE Bar since 1998.	\$550	19.0	\$10,450.00
Tara J. Hoffner	Joined firm as associate in 1996. Director in 2004. Member of DE Bar since 1996.	\$525	0.1	\$52.50
Stanford L. Stevenson III	Joined firm as Director in 2007. Member of DE Bar since 1995.	\$500	1.2	\$600.00
Marcos A. Ramos	Joined firm as associate in 2002. Counsel in 2008. Director in 2010. Member of NY Bar since 1995, CA Bar since 1998, MD Bar since 2001 & DE Bar since 2003.	\$475	0.2	\$95.00
L. Katherine Good	Joined firm as associate in 2007. Member of PA Bar since 2007. Member of DE Bar since 2008.	\$340	19.2	\$6,528.00
Julie A. Finocchiaro	Joined firm as associate in 2009. Member of DE Bar since 2009.	\$255	4.0	\$1,020.00
Amanda R. Steele	Joined firm as associate in 2009. Member of DE Bar since 2010.	\$245	0.2	\$49.00
Rosella M. Champion	Paralegal since 1984. Joined firm in 1999.	\$210	0.2	\$42.00



<b>Name of Professional Individual</b>	<b>Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Jamie E. Schairer	Paralegal since 2009. Joined firm in 2009.	\$200	14.5	\$2,900.00
Janel Gates	Paralegal since 2007. Joined firm in 2007.	\$200	0.5	\$100.00
Cathy M. Greer	Paralegal since 1990. Joined firm in 2000.	\$200	0.5	\$100.00
Barbara J. Witters	Paralegal since 2000. Joined firm in 2000.	\$200	0.3	\$60.00
Robyn K. Sinclair	Paralegal since 2010. Joined firm in 2010.	\$200	0.2	\$40.00
Ann Jerominski	Paralegal since 1995. Joined firm in 2000.	\$200	0.1	\$20.00
<b>TOTAL</b>			<b>60.2</b>	<b>\$22,056.50</b>

Grand Total	\$22,056.50
Attorney Compensation	\$18,794.50
Total Attorney Hours	43.9
Blended Rate	\$428.12

Dated: January 12, 2012  
Wilmington, Delaware

**FINAL COMPENSATION BY PROFESSIONAL  
SEPTEMBER 21, 2010 THROUGH DECEMBER 1, 2011**

<b>Name of Professional Individual</b>	<b>Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Mark D. Collins	Joined firm as associate in 1993. Director in 1998. Member of DE Bar since 1991.	\$725	72.8	\$52,780.00
		\$675	164.4	\$110,970.00
		\$340	6.3	\$2,142.00
		(1/2 travel)		
Robert J. Stearn, Jr.	Joined firm as associate in 1990. Director in 1998. Member of DE Bar since 1990.	\$600	0.3	\$180.00
Russell Silberglie	Joined firm as associate in 1995. Director in 2002. Member of PA Bar since 1996 and DE Bar since 1996.	\$600	0.2	\$120.00
Cynthia D. Kaiser	Joined firm as associate in 1986. Director in 1993. Member of DE Bar since 1987.	\$575	1.6	\$920.00
		\$550	94.6	\$52,030.00
Michael J. Merchant	Joined firm as associate in 1999. Director in 2006. Member of DE Bar since 1999.	\$550	70.8	\$38,940.00
		\$525	313.5	\$164,587.50
		\$265	1.0	\$265.00
		(1/2 travel)		
Paul N. Heath	Joined firm as associate in 1999. Director in 2007. Member of PA and DE Bar since 1998.	\$550	115.2	\$63,360.00
		\$525	181.9	\$95,497.50
Jennifer C. Jauffret	Joined firm as associate in 1997. Director in 2004. Member of DE Bar since 1998.	\$550	2.0	\$1,100.00
		\$500	1.3	\$650.00

<b>Name of Professional Individual</b>	<b>Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
William A. Yenc	Joined firm associate in 1989. Director in 1998. Member of DE Bar since 1990.	\$525	4.8	\$2,520.00
Tara J. Hoffner	Joined firm as associate in 1996. Director in 2004. Member of DE Bar since 1996.	\$525	0.1	\$52.50
Stanford L. Stevenson, III	Joined firm as Director in 2007. Member of DE Bar since 1995.	\$500	3.8	\$1,900.00
		\$475	0.8	\$380.00
Marcos A. Ramos	Joined firm as associate in 2002. Counsel in 2008. Director in 2010. Member of NY Bar since 1995, CA Bar since 1998, MD Bar since 2001 and DE Bar since 2003.	\$475	0.7	\$332.50
		\$450	7.2	\$3,240.00
John Mark Zeberkiewicz	Joined firm as associate in 2004. Director in 2009. Member of DE Bar since 2004.	\$425	0.2	\$85.00
Jason M. Madron	Joined firm as associate in 2003. Counsel in 2011. Member of DE Bar since 2003.	\$425	0.3	\$127.50
		\$390	0.2	\$78.00
Chun I. Jang	Joined firm as associate in 2005. Member of DE Bar since 2005.	\$365	0.2	\$73.00
		\$340	89.3	\$30,362.00

<b>Name of Professional Individual</b>	<b>Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Lori A. Brewington	Joined firm as associate in 2007. Member of DE Bar since 2004.	\$350	2.0	\$700.00
		\$340	2.0	\$680.00
Mark A. Kurtz	Joined firm as associate in 2004. Member of DE Bar since 2005.	\$345	8.5	\$2,932.50
		\$320	114.8	\$36,736.00
L. Katherine Good	Joined firm as associate in 2007. Member of PA Bar since 2007 and DE Bar since 2008.	\$340	645.1	\$219,334.00
Christopher M. Samis	Joined firm as associate in 2006. Member of PA Bar and DE Bar since 2006.	\$340	1.1	\$374.00
		\$315	0.3	\$94.50
Richard B. Carroll	Joined firm as associate in 2007. Member of DE Bar since 2007.	\$315	10.3	\$3,244.50
		\$290	22.8	\$6,612.00
Brian W. Fischer	Joined firm as associate in 2007. Member of DE Bar since 2007.	\$290	0.3	\$87.00
Zachary I. Shapiro	Joined firm as associate in 2007. Member of DE Bar since 2008.	\$290	0.2	\$58.00
Kristine G. Manoukian	Joined firm as associate in 2009. Member of DE Bar since 2010.	\$280	2.4	\$672.00
		\$255	57.3	\$14,611.50
Andrew C. Irgens	Joined firm as associate in 2008. Member of DE Bar since 2009.	\$280	0.3	\$84.00
		\$255	0.1	\$25.50

<b>Name of Professional Individual</b>	<b>Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Travis A. McRoberts	Joined firm as associate in 2008. Member of DE Bar since 2009.	\$280	1.2	\$336.00
Marisa Terranova	Joined firm as associate in 2009. Member of New Jersey Bar since 2008, Delaware Bar since 2009 and New York Bar since 2010.	\$280	0.8	\$224.00
Christopher L. Messa	Joined firm as associate in 2007. Member of DE Bar since 2008.	\$270	13.9	\$3,753.00
Julie A. Finocchiaro	Joined firm as associate in 2009. Member of DE Bar since 2009.	\$255 \$240	160.4 181.4	\$40,902.00 \$43,536.00
Tyler Semmelman	Joined firm as associate in 2009. Member of DE Bar since 2009.	\$255 \$240	0.6 49.9	\$153.00 \$11,976.00
Amanda R. Steele	Joined firm as associate in 2010. Member of DE Bar since 2010.	\$245 \$230	22.7 4.7	\$5,561.50 \$1,081.00
Nathaniel J. Stuhlmiller	Joined firm as associate in 2010. Member of DE Bar since 2010.	\$245 \$230	0.2 16.6	\$49.00 \$3,818.00
Robert C. Maddox	Joined firm as associate in 2009. Member of DE Bar since 2009.	\$240	5.7	\$1,368.00
Allison Q. Gerhart	Summer Associate.	\$190	12.0	\$2,280.00
Rosella M. Champion	Paralegal since 1984. Joined firm in 1999.	\$210 \$195	0.2 3.1	\$42.00 \$604.50

<b>Name of Professional Individual</b>	<b>Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Jamie E. Schairer	Paralegal since 2009. Joined firm in 2009.	\$200	316.0	\$63,200.00
		\$195	210.1	\$40,969.50
Rebecca V. Speaker	Paralegal since 2001. Joined firm in 2001.	\$200	44.1	\$8,820.00
		\$195	0.2	\$39.00
Janel Gates	Paralegal since 2007. Joined firm in 2007.	\$200	3.4	\$680.00
		\$195	29.3	\$5,713.50
Cathy M. Greer	Paralegal since 1990. Joined firm in 2000.	\$200	14.5	\$2,900.00
		\$195	8.4	\$1,638.00
Ann Jerominski	Paralegal since 1995. Joined firm in 2000.	\$200	8.9	\$1,780.00
		\$195	7.7	\$1,501.50
Robyn K. Sinclair	Paralegal since 2010. Joined firm in 2010.	\$200	5.7	\$1,140.00
		\$195	10.7	\$2,086.50
Barbara J. Witters	Paralegal since 2000. Joined firm in 2000.	\$200	9.0	\$1,800.00
Marisa C. DeCarli	Paralegal since 2009. Joined firm in 2009.	\$200	0.5	\$100.00
		\$195	3.5	\$682.50
Tracy A. Cameron	Paralegal since 2005. Joined firm in 1992.	\$195	3.7	\$721.50
Natalie E. Gibison	Paralegal since 1982. Joined firm in 1987.	\$195	0.2	\$39.00
Daniel D. White	MIS Department.	\$190	1.3	\$247.00
William S. Stephens	MIS Department.	\$175	5.9	\$1,032.50
Amy B. Anderson	Case Management Assistant.	\$105	4.1	\$430.50
		\$100	7.8	\$780.00

<b>Name of Professional Individual</b>	<b>Position, year assumed position, prior relevant experience, year of obtaining relevant license to practice</b>	<b>Hourly Billing Rate (including changes)</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Brenda D. Tobin	Case Management Assistant.	\$105	5.3	\$556.50
		\$100	0.2	\$20.00
<b>TOTAL</b>			<b>3,174.9</b>	<b>\$1,161,499.50</b>

Grand Total \$1,161,499.50

Attorney Compensation \$1,023,975.50

Total Attorney Hours 2,471.1

Blended Rate \$414.38

Dated: January 12, 2012  
Wilmington, Delaware

**MONTHLY COMPENSATION BY PROJECT CATEGORY**  
**NOVEMBER 1, 2011 THROUGH DECEMBER 1, 2011**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
Case Administration (A)	2.4	\$480.00
Creditor Inquiries (B)	1.1	\$359.00
Meetings (C)	0.0	\$0.00
Executory Contracts/Unexpired Leases (D)	0.0	\$0.00
Automatic Stay/Adequate Protection (E)	0.9	\$369.00
Plan of Re-Organization/Disclosure Statement (F)	12.1	\$5,740.50
Use, Sale, Lease of Assets (G)	1.7	\$704.00
Cash Collateral/DIP Financing (H)	0.9	\$495.00
Claims Administration (I)	10.5	\$3,816.00
Court Hearings (J)	2.3	\$460.00
General Corporate/Real Estate (K)	10.5	\$4,491.00
Schedules/SOFA/U.S. Trustee Reports (L)	0.0	\$0.00
Employee Issues (M)	0.0	\$0.00
Environmental (N)	0.0	\$0.00
Tax Issues (O)	1.4	\$668.00
Litigation/Adversary Proceedings (P)	3.8	\$1,544.00
RL&F Retention (Q-1)	0.0	\$0.00
Retention of Others (Q-2)	0.0	\$0.00
RL&F Fee Applications (R-1)	7.2	\$1,647.00
Fee Applications of Others (R-2)	5.3	\$1,228.00
Vendor/Supplies (S)	0.0	\$0.00
Non-Working Travel (T)	0.0	\$0.00
Utilities (U)	0.1	\$55.00
Insurance (V)	0.0	\$0.00
<b>TOTAL</b>	<b>60.2</b>	<b>\$22,056.50</b>



**FINAL COMPENSATION BY PROJECT CATEGORY**  
**SEPTEMBER 21, 2010 THROUGH DECEMBER 1, 2011**

<b>Project Category</b>	<b>Total Hours</b>	<b>Total Fees</b>
Case Administration (A)	109.5	\$27,957.00
Creditor Inquiries (B)	36.3	\$9,503.50
Meetings (C)	51.6	\$23,756.00
Executory Contracts/Unexpired Leases (D)	442.3	\$138,108.00
Automatic Stay/Adequate Protection (E)	62.7	\$21,641.50
Plan of Re-Organization/Disclosure Statement (F)	270.9	\$122,599.00
Use, Sale, Lease of Assets (G)	833.2	\$374,658.50
Cash Collateral/DIP Financing (H)	29.8	\$13,445.50
Claims Administration (I)	242.1	\$88,330.50
Court Hearings (J)	344.6	\$110,494.00
General Corporate/Real Estate (K)	93.0	\$33,732.50
Schedules/SOFA/U.S. Trustee Reports (L)	103.5	\$31,963.50
Employee Issues (M)	67.1	\$26,170.00
Environmental (N)	0.0	\$0.00
Tax Issues (O)	52.0	\$18,898.50
Litigation/Adversary Proceedings (P)	41.2	\$16,899.50
RL&F Retention (Q-1)	25.9	\$6,841.00
Retention of Others (Q-2)	51.9	\$16,668.00
RL&F Fee Applications (R-1)	112.1	\$25,100.50
Fee Applications of Others (R-2)	106.9	\$25,157.00
Vendor/Supplies (S)	17.6	\$5,558.00
Non-Working Travel (T)	7.3	\$2,407.00
Utilities (U)	65.0	\$18,413.00
Insurance (V)	8.4	\$3,197.50
<b>TOTAL</b>	<b>3174.9</b>	<b>\$1,161,499.50</b>

**MONTHLY EXPENSE SUMMARY**  
**NOVEMBER 1, 2011 THROUGH DECEMBER 1, 2011**

<b>Expense Category</b>	<b>Service Provider (if applicable)</b>	<b>Total Expenses</b>
Long Distance Telephone		\$329.43
In-House Reproduction (Duplication/Printing)	Copies - 157 @ \$.10/pg. Printing - 462 @ \$.10/pg.	\$61.90
Outside Reproduction		\$0.00
Legal Research		\$0.00
Filing/Court Fees	CourtCall LLC	\$30.00
Court Reporting		\$0.00
Travel Expenses		\$0.00
Inside Courier & Expense Carriers		\$0.00
Outside Courier & Expense Carriers		\$0.00
Postage		\$0.00
Binding		\$0.00
Business Meals		\$0.00
Document Retrieval	Pacer	\$70.88
Record Retrieval		\$0.00
RL&F Service Corp		\$325.00
Room Rental		\$0.00
Professional Services		\$0.00
Overtime		\$0.00
<b>TOTAL</b>		<b>\$817.21</b>

**FINAL EXPENSE SUMMARY**  
**SEPTEMBER 21, 2010 THROUGH DECEMBER 1, 2011**

<b>Expense Category</b>	<b>Service Provider (if applicable)</b>	<b>Total Expenses</b>
Long Distance Telephone		\$5,411.65
Conference Calling		\$30.27
In-House Reproduction (Duplication/Printing)	Copies - 55,899 @ \$.10/pg. Printing - 76,127 @ \$.10/pg.	\$13,202.60
Outside Reproduction		\$0.00
Legal Research	Lexis/Westlaw	\$5,587.49
Filing/Court Fees	American Express, CourtCall LLC	\$57,302.00
Court Reporting	Ad Hoc Transcription, Diaz Data Services, J&J Court Transcribers, Inc., Perfect Pages, Julie H. Parrack, Writer's Cramp, Inc., Veritext/NY,	\$1,204.60
Travel Expenses	American Express	\$1,222.10
Inside Courier & Expense Carriers		\$0.00
Outside Courier & Expense Carriers	Federal Express, Blue Marble	\$1,234.31
Postage		\$377.39
Binding		\$272.00
Business Meals	<i>(see previous fee applications for meal details)</i>	\$6,595.66
Document Retrieval	Pacer	\$1,988.00
Record Retrieval		\$0.00
RL&F Service Corp.		\$4,101.00
Professional Services	CSC, CT Corporation	\$1,448.50
Overtime		\$1,653.11
<b>TOTAL</b>		<b>\$101,630.68</b>

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

<hr/> <b>In re:</b>	)	<b>Chapter 11</b>
	)	
<b>UBI Liquidating Corp., et al.,<sup>1</sup></b>	)	<b>Case No. 10-13005 (KJC)</b>
	)	
<b>Debtors.</b>	)	<b>Jointly Administered</b>
	)	
	)	<b>Objection Deadline: February 1, 2012 at 4:00 p.m. (EST)</b>
	)	<b>Hearing Date: February 14, 2012 at 1:00 p.m. (EST)</b>
<hr/>		

**FOURTEENTH MONTHLY AND FINAL APPLICATION OF RICHARDS,  
LAYTON & FINGER, P.A. FOR ALLOWANCE OF COMPENSATION FOR  
SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES AS  
COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION FOR THE  
PERIOD FROM SEPTEMBER 21, 2010 THROUGH DECEMBER 1, 2011**

Pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and 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* [Docket No. 192] (the “Administrative Order”),

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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.

Richards, Layton & Finger, P.A. (“RL&F”) hereby files this Fourteenth Monthly and Final Application for Allowance of Compensation for Services Rendered and for Reimbursement of Expenses as Counsel to the Debtors and Debtors in Possession for the Period from September 21, 2010 through December 1, 2011 (the “Application”). By this Application, RL&F seeks a monthly allowance pursuant to the Administrative Order with respect to the sums of \$22,056.50 as compensation and \$817.21 for reimbursement of actual and necessary expenses for a total of \$22,873.71 for the period November 1, 2011 through and including December 1, 2011 (the “Monthly Compensation Period”) and a final allowance pursuant to the Administrative Order with respect to the sums of \$1,161,499.50 as compensation and \$101,630.68 for reimbursement of actual and necessary expenses for a total of \$1,263,130.18 for the period September 21, 2010 through and including December 1, 2011 (the “Final Compensation Period”). In support of this Application, RL&F respectfully represents as follows:

### **Background**

1. On September 21, 2010 (the “Petition Date”), the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code.
2. RL&F was retained effective as of the Petition Date by this Court’s Order dated October 13, 2010 (the “Retention Order”). The Retention Order authorized RL&F to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.
3. On October 19, 2011, the Court entered the *Order Confirming the Joint Plan of Liquidation Under Chapter 11 of the Bankruptcy Code* [Docket No. 1447] (the “Confirmation Order”).

4. On December 1, 2011, the Plan became effective (the “Effective Date”). Pursuant to the terms of the Confirmation Order and the Plan, all professionals employed by the Debtors must file final fee applications for all fees and expenses incurred through the Effective Date within 45 days of the Effective Date.

#### **Compensation Paid and Its Source**

5. All services for which compensation is requested by RL&F were performed for or on behalf of the Debtors.

6. Except to the extent of the retainer paid to RL&F as described in the application seeking approval of RL&F’s employment by the Debtors during the period covered by this Application, RL&F has received no payment and no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between RL&F and any other person other than the directors of RL&F for the sharing of compensation to be received for services rendered in these cases.

#### **Fee Statements**

7. The fee statement for the Compensation Period is attached hereto as Exhibit A. The fee statement for the Final Compensation Period was attached as Exhibit A to each of the previously filed monthly fee applications. This statement contains daily time logs describing the time spent by each attorney and paraprofessional for this period. To the best of RL&F’s knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Guidelines adopted by the Office of the United States Trustee, Del. Bankr. L.R. 2016-2, and the Administrative Order

### **Actual and Necessary Expenses**

8. A summary of actual and necessary expenses and daily logs of expenses incurred by RL&F during the Compensation Period is attached hereto as Exhibit B. A summary of actual and necessary expenses and daily logs of expenses incurred by RL&F during the Final Compensation Period were attached as Exhibit B to each of the previously filed monthly fee applications. For the periods covered by the Application, RL&F charges all of its debtor in possession clients \$0.10 per page for photocopying expenses and \$0.10 per page for printing jobs of ten pages or larger.

9. Regarding providers of on-line legal research (e.g., LEXIS and WESTLAW), RL&F charges all of its clients the standard usage rates these providers charge, which, due to contractual flat fees, may not always equal RL&F's actual cost. RL&F currently is under contract to pay these providers a flat fee every month. Charging its clients the on-line providers' standard usage rates allows RL&F to cover adequately the monthly flat fees it must pay to these types of providers

10. RL&F believes the foregoing rates are the market rates that the majority of law firms charges clients for such services. In addition, RL&F believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

### **Summary of Services Rendered**

11. The directors and associates of RL&F who have rendered professional services in these cases for the Monthly Compensation Period are as follows: Paul N. Heath, Tara J. Hoffner, Stanford L. Stevenson, III, Marcos A. Ramos, L. Katherine Good, Julie A.

Finocchiaro and Amanda R. Steele. The paraprofessionals of RL&F who have provided service to these attorneys in these cases for the Monthly Compensation Period are as follows: Jamie E. Schairer, Rosella M. Champion, Janel Gates, Cathy M. Greer, Barbara J. Witters, Robyn K. Sinclair and Ann Jerominski.. The directors and associates of RL&F who have rendered professional services in these cases for the Final Compensation Period are as follows: Mark D. Collins, Robert J. Stearn, Jr., Russell Silberglid, Cynthia D. Kaiser, Michael J. Merchant, Paul N. Heath, Jennifer C. Jauffret, William A. Yemc, Tara J. Hoffner, Stanford L. Stevenson, III, Marcos A. Ramos, John Mark Zeberkiewicz, Jason M. Madron, Chun I. Jang, Lori A. Brewington, Mark A. Kurtz, L. Katherine Good, Christopher M. Samis, Richard B. Carroll, Brian W. Fischer, Zachary I. Shapiro, Kristine G. Manoukian, Andrew C. Irgens, Travis A. McRoberts, Marisa Terranova, Christopher L. Messa, Julie A. Finocchiaro, Tyler Semmelman, Amanda R. Steele, Nathaniel J. Stuhlmiller, Robert C. Maddox and Allison Q. Gerhart. The paraprofessionals of RL&F who have provided service to these attorneys in these cases for the Final Compensation Period are as follows: Jamie E. Schairer, Rosella M. Champion, Rebecca V. Speaker, Janel Gates, Cathy M. Greer, Ann Jerominski, Robyn K. Sinclair, Barbara J. Witters, Marisa C. DeCarli, Tracy A. Cameron, Natalie E. Gibison, Daniel D. White, William S. Stephens, Amy B. Anderson and Brenda D. Tobin..

12. RL&F, by and through the above-named persons, has prepared and/or assisted in the preparation of various applications and orders submitted to the Court for consideration, advised the Debtors on a regular basis with respect to various matters in connection with these cases, and has performed all necessary professional services which are described and narrated in detail hereinafter.



### **Summary of Services By Project**

13. The services rendered by RL&F during the Monthly Compensation Period and the Final Compensation Period can be grouped into the categories set forth below. These categories are generally described below, with a more detailed identification of the actual services provided set forth on Exhibit A attached hereto and Exhibit A attached to each of the previously filed monthly fee applications. The attorneys and paraprofessionals who rendered services relating to each category are identified, along with the number of hours for each individual and the total compensation sought for each category, in Exhibit A attached hereto and Exhibit A attached to each of the previously filed monthly fee applications.

A. Case Administration/Miscellaneous Matters

Monthly Compensation Period: Fees: \$480.00; Total Hours: 2.4

Final Compensation Period: Fees: \$27,957.00; Total Hours: 109.5

This category includes all matters related to filing documents with the Court, service thereof, maintenance of calendars, communications with the U.S. Trustee, review of work in process reports, review of notices of appearance and maintaining service lists.

B. Creditor Inquiries

Monthly Compensation Period: Fees: \$359.00; Total Hours: 1.1

Final Compensation Period: Fees: \$9,503.50; Total Hours: 36.3

This category includes all matters related to responding to creditor inquiries.

C. Meetings

Monthly Compensation Period: Fees: \$0.00; Total Hours: 0.0

Final Compensation Period: Fees: \$23,756.00; Total Hours: 51.6

This category includes all matters related to preparing for and attending meetings with Debtor, the creditors' committees, individual creditors, the U.S. Trustee and co-counsel.

D. Executory Contracts/Unexpired Leases

Monthly Compensation Period: Fees: \$0.00; Total Hours: 0.0

Final Compensation Period: Fees: \$138,108.00; Total Hours: 442.3

This category includes all matters related to contract and lease analysis and matters related to assumption, assignment or rejection of executory contracts and unexpired leases.

E. Automatic Stay/Adequate Protection

Monthly Compensation Period: Fees: \$369.00; Total Hours: 0.9

Final Compensation Period: Fees: \$21,641.50; Total Hours: 62.7

This category includes all matters related to and including all motions to modify the automatic stay, issues related to the effect of the automatic stay or pending matters, and all other types of actions where adequate protection is the central issue.

F. Plan of Reorganization/Disclosure Statement

Monthly Compensation Period: Fees: \$5,740.50; Total Hours: 12.1

Final Compensation Period: Fees: \$122,599.00; Total Hours: 270.9

This category includes all matters related to review, formulation, negotiation, preparation and promulgation of plans of reorganization, disclosure statements, and related corporate documentation and research relating thereto.

G. Use, Sale, Lease of Assets

Monthly Compensation Period: Fees: \$704.00; Total Hours: 1.7

Final Compensation Period: Fees: \$374,658.50; Total Hours: 833.2

This category includes all matters relating to acquisitions, dispositions and other postpetition uses of property of the estate.

H. Cash Collateral/DIP Financing

Monthly Compensation Period: Fees: \$495.00; Total Hours: 0.9

Final Compensation Period: Fees: \$13,445.50; Total Hours: 29.8

This category includes all matters relating to negotiation and documentation of debtor in possession financing and post-confirmation financing, all cash collateral issues and related pleadings.

I. Claims Administration

Monthly Compensation Period: Fees: \$3,816.00; Total Hours: 10.5

Final Compensation Period: Fees: \$88,330.50; Total Hours: 242.1

This category includes all matters related to and including claims administration matters and bar date matters, including claims objections and related contested matters.

J. Court Hearings

Monthly Compensation Period: Fees: \$460.00; Total Hours: 2.3

Final Compensation Period: Fees: \$110,494.00; Total Hours: 344.6

This category includes all matters relating to preparation for and attendance at court hearings.

K. General Corporate/Real Estate

Monthly Compensation Period: Fees: \$4,491.00; Total Hours: 10.5

Final Compensation Period: Fees: \$33,732.50; Total Hours: 93.0

This category includes all matters relating to transactional, corporate governance and related matters involving the debtor's business operations that are not part of a plan of reorganization or disclosure statement.

L. Schedules/SOFA/U.S. Trustee Reports

Monthly Compensation Period: Fees: \$0.00; Total Hours: 0.0

Final Compensation Period: Fees: \$31,963.50; Total Hours: 103.5

This category includes preparation of schedules and amendments, statements of financial affairs and amendments, operating reports and other reports required by the U.S. Trustee or Bankruptcy Court.

M. Employee Issues

Monthly Compensation Period: Fees: \$0.00; Total Hours: 0.0

Final Compensation Period: Fees: \$26,170.00; Total Hours: 67.1

This category includes all matters related to employee wages, benefits, collective bargaining issues, other employee relations matters, ERISA, and retirement benefits.

N. Environmental

Monthly Compensation Period: Fees: \$0.00; Total Hours: 0.0

Final Compensation Period: Fees: \$0.00; Total Hours: 0.0

This category includes all environmental matters, other than environmental aspects of plan of reorganization.

O. Tax Issues

Monthly Compensation Period: Fees: \$668.00; Total Hours: 1.4

Final Compensation Period: Fees: \$18,898.50; Total Hours: 52.0

This category includes all federal and state income, property, employment, excise and other tax matters, other than the tax aspects of plan of reorganization.

P. Litigation/Adversary Proceedings

Monthly Compensation Period: Fees: \$1,544.00; Total Hours: 3.8

Final Compensation Period: Fees: \$16,899.50; Total Hours: 41.2

This category includes all matters relating to litigation and adversary proceedings.

Q-1. RL&F Applications

Monthly Compensation Period: Fees: \$0.00; Total Hours: 0.0

Final Compensation Period: Fees: \$6,841.00; Total Hours: 25.9

This category includes all matters related to preparing applications to retain RL&F and supplements thereto.

Q-2. Retention of Others

Monthly Compensation Period: Fees: \$0.00; Total Hours: 0.0

Final Compensation Period: Fees: \$16,668.00; Total Hours: 51.9

This category includes time spent reviewing applications for retention by other professionals, objecting to the retention of other professionals and assisting other professionals with preparing and filing retention applications.

R-1. RL&F Fee Application

Monthly Compensation Period: Fees: \$1,647.00; Total Hours: 7.2

Final Compensation Period: Fees: \$25,100.50; Total Hours: 112.1

This category includes all time spent preparing, reviewing, filing, circulating and/or relating to monthly invoices and fee applications for RL&F.

R-2. Fee Application of Others

Monthly Compensation Period: Fees: \$1,228.00; Total Hours: 5.3

Final Compensation Period: Fees: \$25,157.00; Total Hours: 106.9

This category includes time spent reviewing invoices or applications of other professionals, objecting to fees of other professionals and assisting other professionals with filing and circulating monthly invoices and applications.

S. Vendor/Supplies

Monthly Compensation Period: Fees: \$0.00; Total Hours: 0.0

Final Compensation Period: Fees: \$5,558.00; Total Hours: 17.6

This category includes all matters related to vendors and suppliers, including reclamation issues.

T. Non-Working Travel

Monthly Compensation Period: Fees: \$0.00; Total Hours: 0.0

Final Compensation Period: Fees: \$2,407.00; Total Hours: 7.3

This category includes all travel time not otherwise chargeable.

U. Utilities

Monthly Compensation Period: Fees: \$ 55.00; Total Hours: 0.1

Final Compensation Period: Fees: \$18,413.00; Total Hours: 65.0

This category includes all matters related to utility issues.

V. Insurance

Monthly Compensation Period: Fees: \$0.00; Total Hours: 0.0

Final Compensation Period: Fees: \$3,197.50; Total Hours: 8.4

This category includes all matters related to insurance policies or coverage.

### Valuation of Services

14. Attorneys and paraprofessionals of RL&F have expended a total of 60.2 hours in connection with this matter during Monthly Compensation Period, as follows:

#### MONTHLY COMPENSATION PERIOD

<u>ATTORNEYS</u>	<u>HOURS</u>	<u>HOURLY RATE</u>
Paul N. Heath	19.0	\$550
Tara J. Hoffner	0.1	\$525
Stanford L. Stevenson, III	1.2	\$500
Marcos A. Ramos	0.2	\$475
L. Katherine Good	19.2	\$340
Julie A. Finocchiaro	4.0	\$255
Amanda R. Steele	0.2	\$245

<u>PARAPROFESSIONALS</u>	<u>HOURS</u>	<u>HOURLY RATE</u>
Rosella M. Champion	0.2	\$210
Jamie E. Schairer	14.5	\$200
Janel Gates	0.5	\$200
Cathy M. Greer	0.5	\$200
Barbara J. Witters	0.3	\$200
Robyn K. Sinclair	0.2	\$200
Ann Jerominski	0.1	\$200

15. Attorneys and paraprofessionals of RL&F have expended a total of 3174.9 hours in connection with this matter during Final Compensation Period, as follows:

#### FINAL COMPENSATION PERIOD

<u>ATTORNEYS</u>	<u>HOURS</u>	<u>HOURLY RATE</u>
Mark D. Collins	72.8	\$725
Mark D. Collins	164.4	\$675
Mark D. Collins	6.3	\$340 (1/2 rate)
Robert J. Stearn, Jr.	0.3	\$600
Russell Silberglied	0.2	\$600
Cynthia D. Kaiser	1.6	\$575
Cynthia D. Kaiser	94.6	\$550
Michael J. Merchant	70.8	\$550
Michael J. Merchant	313.5	\$525
Michael J. Merchant	1.0	\$265 (1/2 rate)
Paul N. Heath	115.2	\$550
Paul N. Heath	181.9	\$525
Jennifer C. Jauffret	2.0	\$550

Jennifer C. Jauffret	1.3	\$500
William A. Yemc	4.8	\$525
Tara J. Hoffner	0.1	\$525
Stanford L. Stevenson, III	3.8	\$500
Stanford L. Stevenson, III	0.8	\$475
Marcos A. Ramos	0.7	\$475
Marcos A. Ramos	7.2	\$450
John Mark Zeberkiewicz	0.2	\$425
Jason M. Madron	0.3	\$425
Jason M. Madron	0.2	\$390
Chun I. Jang	0.2	\$365
Chun I. Jang	89.3	\$340
Lori A. Brewington	2.0	\$350
Lori A. Brewington	2.0	\$340
Mark A. Kurtz	8.5	\$345
Mark A. Kurtz	114.8	\$320
L. Katherine Good	645.1	\$340
Christopher M. Samis	1.1	\$340
Christopher M. Samis	0.3	\$315
Richard B. Carroll	10.3	\$315
Richard B. Carroll	22.8	\$290
Brian W. Fischer	0.3	\$290
Zachary I. Shapiro	0.2	\$290
Kristine G. Manoukian	2.4	\$280
Kristine G. Manoukian	57.3	\$255
Andrew C. Irgens	0.3	\$280
Andrew C. Irgens	0.1	\$255
Travis A. McRoberts	1.2	\$280
Marisa Terranova	0.8	\$280
Christopher L. Messa	13.9	\$270
Julie A. Finocchiaro	160.4	\$255
Julie A. Finocchiaro	181.4	\$240
Tyler Semmelman	0.6	\$255
Tyler Semmelman	49.9	\$240
Amanda R. Steele	22.7	\$245
Amanda R. Steele	4.7	\$230
Nathaniel J. Stuhlmiller	0.2	\$245
Nathaniel J. Stuhlmiller	16.6	\$230
Robert C. Maddox	5.7	\$240
Allison Q. Gerhart	12.0	\$190

<u>PARAPROFESSIONALS</u>	<u>HOURS</u>	<u>HOURLY RATE</u>
Rosella M. Champion	0.2	\$210
Rosella M. Champion	3.1	\$195
Jamie E. Schairer	316.0	\$200
Jamie E. Schairer	210.1	\$195



Rebecca V. Speaker	44.1	\$200
Rebecca V. Speaker	0.2	\$195
Janel Gates	3.4	\$200
Janel Gates	29.3	\$195
Cathy M. Greer	14.5	\$200
Cathy M. Greer	8.4	\$195
Ann Jerominski	8.9	\$200
Ann Jerominski	7.7	\$195
Robyn K. Sinclair	5.7	\$200
Robyn K. Sinclair	10.7	\$195
Barbara J. Witters	9.0	\$200
Marisa C. DeCarli	0.5	\$200
Marisa C. DeCarli	3.5	\$195
Tracy A. Cameron	3.7	\$195
Natalie E. Gibison	0.2	\$195
Daniel D. White	1.3	\$190
William S. Stephens	5.9	\$175
Amy B. Anderson	4.1	\$105
Amy B. Anderson	7.8	\$100
Brenda D. Tobin	5.3	\$105
Brenda D. Tobin	0.2	\$100

The nature of the work performed by these persons is fully set forth in Exhibit A attached hereto and Exhibit A to each of the previously filed monthly fee applications. These are RL&F's normal hourly rates for work of this character. The reasonable value of the services rendered by RL&F to the Debtor during Monthly Compensation Period is \$22,056.50 and during the Final Compensation Period is \$1,161,499.50.

16. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by RL&F is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under this title. Moreover, RL&F has reviewed the requirements of Del. Bankr. L.R. 2016-2 and believes that this Application complies with that Rule.

WHEREFORE, RL&F respectfully requests that the Court authorize that, for the period from September 21, 2010 through December 1, 2011, a final allowance be made to RL&F pursuant to the terms of the Administrative Order, with respect to the sum of \$1,161,499.50 as compensation for necessary professional services rendered and the sum of \$101,630.68 as reimbursement of actual necessary costs and expenses, for a total of \$1,263,130.18 and that such sums be authorized for payment and for such other and further relief as this Court may deem just and proper.

Dated: January 12, 2012  
Wilmington, Delaware

Respectfully submitted,



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Mark D. Collins (No. 2981)  
Michael J. Merchant (No. 3854)  
Paul N. Heath (No. 3704)  
L. Katherine Good (No. 5101)  
Julie A. Finocchiaro (No. 5303)  
RICHARDS, LAYTON & FINGER, P.A.  
One Rodney Square  
920 North King Street  
Wilmington, Delaware 19801  
Telephone: (302) 651-7700  
Facsimile: (302) 651-7701

*Attorneys for the Debtors and Debtors in Possession*

VERIFICATION

STATE OF DELAWARE                    )  
  ) SS:  
COUNTY OF NEW CASTLE            )

Julie A. Finocchiaro, after being duly sworn according to law, deposes and says:


a)       I am an associate with the applicant firm, Richards, Layton & Finger, P.A.  
and have been admitted to appear before this Court.

b)       I am familiar with the work performed on behalf of the Debtors by the  
lawyers in the firm.

c)       I have reviewed the foregoing Application and the facts set forth therein  
are true and correct to the best of my knowledge, information and belief. Moreover, I have  
reviewed Del. Bankr. L.R. 2016-2, and submit that the Application substantially complies with  
such rule.

  
\_\_\_\_\_  
L. Katherine Good (No. 5101)

SWORN AND SUBSCRIBED before me  
this 12th day of January 2012.

  
\_\_\_\_\_  
Notary Public  
My Commission Expires: 6/30/2014

LINDA M. ANDERSON  
Notary Public - State of Delaware  
My Comm. Expires June 30, 2014