

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

In re:)	Chapter 11
)	
UBI Liquidating Corp., <u>et al.</u> , ¹)	Case No. 10-13005 (KJC)
)	
Debtors.)	Jointly Administered
)	
)	Re: Docket No. 440

**CERTIFICATION OF COUNSEL RE: MOTION OF DEBTORS AND DEBTORS IN
POSSESSION FOR ENTRY OF AN ORDER, PURSUANT TO SECTIONS 105, 365 AND
554 OF THE BANKRUPTCY CODE, APPROVING (I) REJECTION OF CERTAIN
LEASES OF NONRESIDENTIAL REAL PROPERTY EFFECTIVE NUNC PRO TUNC
TO SEPTEMBER 21, 2010 AND (II) ABANDONMENT OF RELATED ASSETS**

The undersigned counsel for the above-captioned debtors and debtors in possession (the “Debtors”) hereby certifies as follows:

1. On October 28, 2010, the Debtors filed the *Motion of Debtors and Debtors in Possession for Entry of an Order, Pursuant to Sections 105, 365 and 554 of the Bankruptcy Code, Approving (I) Rejection of Certain Leases of Nonresidential Real Property Effective Nunc*

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.

Pro Tunc to September 21, 2010 and (II) Abandonment of Related Assets [Docket No. 440] (the “Motion”).

2. The Debtors received an informal response from General Growth Properties, Inc., Jones Lang LaSalle Americas, Inc. and Somerock University Mall Owner, LLC (the “Objecting Parties”). No other responses or objections to the Motion have been received.

3. The undersigned certifies that she has reviewed the Court’s docket in the above-captioned chapter 11 cases and no answer, objection or other responsive pleading to the Motion appears thereon. Pursuant to the Notice of Motion and Hearing, responses to the Application were to be filed and served no later than 4:00 p.m. (prevailing Eastern Time) on November 9, 2010.

4. The parties resolved the informal response of the Objecting Parties and the Debtors prepared a revised proposed form of order (the “Revised Order”) which is acceptable to counsel for the Objecting Parties. A copy of the Revised Order is attached hereto as Exhibit 1. For the convenience of the Court, a blackline of the Revised Order against the proposed form of order filed with the Motion is attached hereto as Exhibit 2.

5. Accordingly, the Debtors respectfully request that the Court enter the Revised Order at its earliest convenience.

Dated: November 12, 2010
Wilmington, Delaware



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