

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

_____	:	Chapter 11
In re:	:	
	:	
	:	Case No. 10-13005 (KJC)
UBI Liquidating Corp., <i>et al.</i> , <sup>1</sup>	:	Jointly Administered
	:	
Debtors.	:	Objection Deadline: January 26, 2011 at 4:00 p.m.
_____	:	Hearing Date: To be determined.

**FIRST 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  
OCTOBER 1, 2010 THROUGH NOVEMBER 30, 2010**

Name of Applicant:	<u>Ballard Spahr LLP</u>
Authorized to Provide Professional Services to:	<u>Official Committee of Unsecured Creditors</u>
Date of Retention:	<u>November 12, 2010, <i>nunc pro tunc</i> to October 1, 2010</u>
Period for which compensation and reimbursement is sought:	<u>October 1, 2010 through November 30, 2010</u>
Amount of Compensation sought as actual, reasonable and necessary:	<u>\$40,861.00</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), ASMC 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.

Amount of Expense Reimbursement sought  
as actual, reasonable and necessary:

\$1,872.55

This is a(n):  X  interim      final application.

Summary of Fee Applications for Compensation Period:

Date Filed Docket No.	Period Covered	Requested		Approved		Holdback Fees Requested
		Fees	Expenses	Fees (80%)	Expenses (100%)	Fees (20%)
11/20/2010 526	10/01/2010 – 10/31/2010	\$32,033.00	\$11.20	\$25,626.40	\$11.20	\$6,406.60
12/23/2010 611	11/01/2010 – 11/30/2010	\$8,828.00	1,861.35	\$7,062.40 (Pending) <sup>2</sup>	\$1,861.35 (Pending)	\$1,765.60
<b>Total</b>		<b>\$40,861.00</b>	<b>\$1,872.55</b>	<b>\$32,688.80</b>	<b>\$1,872.55</b>	<b>\$8,172.20</b>

Summary of any objection to Fee Applications: No objections received to date.

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 (the “Interim Compensation Order”) [D.I. 192], Ballard Spahr LLP (“Ballard Spahr”) submits this First Interim Fee Application seeking (i) approval and allowance of the full amount of the fees and expenses requested in the above-referenced monthly fee applications, which are incorporated herein by reference (collectively, the “Fee Applications”), for the periods covering October 1, 2010 through November 30, 2010 (the “Interim Fee Period”), and (ii) authorization

<sup>2</sup> The pending objection deadline for the fees and expenses sought by this Fee Application is January 12, 2011.

for the Debtors to pay the full amounts requested in the Fee Applications for the Interim Fee Period, including the 20% holdback of fees as provided for in the Interim Compensation Order.

Dated: January 6, 2011  
Wilmington, Delaware

Respectfully submitted:



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