

**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>Re: Docket No. 859</b>

**CERTIFICATION OF COUNSEL CONCERNING  
NOTICE OF ASSUMPTION AND ASSIGNMENT OF UNEXPIRED  
LEASE OR EXECUTORY CONTRACT RE: STORE NO. 410**

The undersigned hereby certifies as follows:

1. On October 27, 2010, the United States Bankruptcy Court for the District of Delaware (the "Court") entered the *Order (A) Approving the Sale of Substantially All of the Debtors' Assets Free and Clear of All Liens, Claims, Encumbrances and Interests; (B) Authorizing the Assumption and Assignment of Certain Executory Contracts and Unexpired Leases; (C) Establishing Assumption and Rejection Procedures for Certain Additional Executory Contracts and Unexpired Leases; (D) Approving Guidelines for Conducting Store Closing Sales;*

---

<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.

(E) *Approving Agency Agreement*; and (F) *Extending the Deadline to Assume or Reject Unexpired Leases of Nonresidential Real Property Pursuant to 11 U.S.C. § 365(d)(4)* [Docket No. 434], which, inter alia, approved certain procedures (the “Assumption Procedures”) for the rejection of executory contracts and unexpired leases of nonresidential real property.

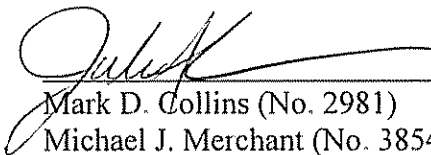
2. Pursuant to the Assumption Procedures, on February 10, 2011, the above-captioned debtors and debtors in possession (the “Debtors”) filed with the Court the *Notice of Assumption and Assignment of Unexpired Lease or Executory Contract* [Docket No. 859] (the “Assumption Notice”), a copy of which is attached hereto as Exhibit A. A proposed order was attached to the Assumption Notice as Annex I.

3. Pursuant to the Assumption Notice, objections to the Assumption Notice were to be filed and served no later than **February 22, 2011 at 4:00 p.m. (Eastern Standard Time)** (the “Objection Deadline”). Prior to the Objection Deadline, counsel for the Debtors received informal responses that have been resolved by revisions to the proposed form of order. A revised proposed form of order (the “Revised Proposed Order”) is attached hereto as Exhibit B. A blackline of the Revised Proposed Order against the form of order attached to the Assumption Notice is attached hereto as Exhibit C. The Revised Proposed Order has been circulated to and is acceptable to counsel for the Debtors, counsel for the purchaser and counsel for the Landlord. The undersigned has received no other answer, objection or other responsive pleading with respect to the Assumption Notice. The undersigned further certifies that she has reviewed the Court’s docket in this case and no answer, objection or other responsive pleading to the Assumption Notice appears thereon. Pursuant to the Assumption Procedures, no hearing on the Assumption Notice is required unless an objection is filed.

WHEREFORE, the Debtors respectfully request that the Revised Proposed Order, attached hereto as Exhibit B, be entered at the Court's earliest convenience.

Dated: February 24, 2011  
Wilmington, Delaware

Respectfully submitted,



---

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*