

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

In re)	
)	
FACTORY 2-U STORES, INC., a/k/a)	Chapter 7
FACTORY 2-U, f/a/k/a GENERAL)	
TEXTILES, INC., f/a/k/a GENERAL)	Case No. 04-10111 (PJW)
TEXTILES, f/a/k/a FAMILY BARGAIN)	
CORPORATION, f/a/k/a FAMILY)	
BARGAIN CENTER,)	
)	
Debtor.)	
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**NOTICE OF BAR DATE OF FEBRUARY 22, 2006 AT 4:00 P.M. FOR FILING A
REQUEST FOR ALLOWANCE OF A CLAIM FOR ADMINISTRATIVE EXPENSE
THAT AROSE, ACCRUED, OR OTHERWISE BECAME DUE AND PAYABLE ON OR
AFTER JANUARY 13, 2004 AND BEFORE DECEMBER 1, 2005, AND THE
PROCEDURE TO FILE SUCH REQUEST**

PLEASE TAKE NOTICE OF THE FOLLOWING:

- I. On January 13, 2004, Factory 2-U Stores, Inc. (the “**Debtor**”) filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Code (the “**Petition Date**”) in the United States Bankruptcy Court for the District of Delaware (the “**Court**”). This case converted to a case under Chapter 7 on January 27, 2005 (the “**Conversion Date**”). Jeffrey L. Burtch is the Chapter 7 Trustee for this case. The Honorable Peter J. Walsh is the United States Bankruptcy Judge presiding over this Chapter 7 case.

- II. Before the Petition Date, the Debtor was operating a chain of off-price retail stores under the names “Factory 2-U,” “General Textiles,” “Family Bargain Center” and “Family Bargain Corporation” in approximately 243 stores located in California, Nevada, Oregon, Washington, New Mexico, Arizona, Arkansas, Idaho, Oklahoma, and Texas. The Debtor sold branded casual apparel for the family, as well as selected domestic and household merchandise at competitive discount prices. After January 13, 2004, and during the approximately next nine months, the Debtor or a court-approved agent conducted various close-out sales at certain of the Debtor’s retail store locations. Relatedly, approximately 240 commercial leases were either rejected, or assumed and assigned. By early November of 2004, the Debtor had ceased business operations at all of its retail locations. The Debtor is

no longer in business and does not operate any stores. The Tax Identification Number for the Debtor is 51-0299573. Another entity not in bankruptcy, and with a different Tax Identification Number acquired the rights to the name "Factory 2-U" and operates stores under that name.

- III. Previously, this Court established a date by which all general unsecured claims must be filed with the Court (the "**General Bar Date**") and issued notice thereof to creditors of the Debtor. The General Bar Date was June 15, 2004. The General Bar Date set a deadline for the filing of claims that arose pre-petition. This Notice does not change or extend the General Bar Date. As stated below, the Court has now established an Administrative Expense Claim Bar Date (as defined in Section V below).
- IV. The Chapter 7 Trustee has requested that the Court fix a bar date for the filing of administrative expense claims as stated below. On December 13, 2005, the Court entered an Order Approving the Motion of Chapter 7 Trustee To: (1) Fix Bar Date for Administrative Expense Claims, and (2) Approve Related Procedures (the "Order"). The Court has also approved this notice document and all the attachments (the "**Notice**").
- V. Pursuant to such Order, the Court has established **February 22, 2006 at 4:00 p.m., prevailing Eastern Standard Time** as the Bar Date for Administrative Expense Claims (such date and time shall hereinafter be referred to as the "**Administrative Expense Claim Bar Date**").
- VI. A claim (as defined in section 101(5) of title 11 of the United States Code (the "Bankruptcy Code")) that arose after the Petition Date and that is entitled to administrative expense priority pursuant to section 503(b) of the Bankruptcy Code is an "**Administrative Expense Claim.**"
- VII. **PURSUANT TO THE ABOVE ORDER, ALL PERSONS AND ENTITIES, INCLUDING, WITHOUT LIMITATION, PRESENT AND FORMER EMPLOYEES, ALL OTHER INDIVIDUALS, PARTNERSHIPS, CORPORATIONS, ESTATES, TRUSTS AND GOVERNMENTAL UNITS, HOLDING OR WISHING TO ASSERT AN ADMINISTRATIVE EXPENSE CLAIM AGAINST THE DEBTOR OR THE CHAPTER 7 ESTATE THAT AROSE ON OR BEFORE DECEMBER 1, 2005 ARE REQUIRED TO FILE, ON OR BEFORE THE ADMINISTRATIVE EXPENSE CLAIM BAR DATE OF FEBRUARY 22, 2006, AT 4:00 P.M PREVAILING EASTERN STANDARD TIME, A REQUEST PURSUANT TO THE PROCEDURES STATED IN SECTIONS X, XI, AND XII FOR EACH REQUEST FOR**

ALLOWANCE OF AN ADMINISTRATIVE EXPENSE AGAINST THE DEBTOR OR THE CHAPTER 7 ESTATE.

- VIII. Notwithstanding anything in this Notice to the contrary, a holder of an Administrative Expense Claim of the following type or nature are *excluded* from having to file a request for the allowance of such Administrative Expense Claims by the Administrative Expense Claim Bar Date:
- a. Any Administrative Expense Claim which arose, accrued, and otherwise became due and payable subsequent to December 1, 2005.
 - b. Any asserted Administrative Expense Claim as stated on Exhibit A attached to this Notice.
 - c. Any Administrative Expense Claim with Chapter 11 priority asserted by a professional employed by the Debtor after the Petition Date and before the Conversion Date as stated in Exhibit B attached to this Notice, and to the extent such a professional asserts an Administrative Expense Claim as stated in Exhibit B.
 - d. Any Administrative Expense Claim held by a professional, or independent contractor currently employed by the Chapter 7 Trustee, or subsequently employed by the Chapter 7 Trustee, pursuant to an order of this Court.¹
- IX. Do not file a request for the allowance of an Administrative Expense Claim if you hold only a claim against the Debtor or the Chapter 7 Estate that arose Pre-Petition, or is otherwise not entitled to administrative expense priority. The fact that you have received this notice does not mean that you have an administrative expense claim. Likewise, the fact that you have received this notice does not mean that the Trustee or the Court believe that you have an administrative expense claim. Any inquiry as whether you should file a request for the allowance of an Administrative Expense Claim, should be directed to your own attorney, and not to the Court, or the Trustee or his professionals.
- X. If you file a request for the allowance of an Administrative Expense Claim, the request should substantially conform to the Claim Form attached to this Notice, and you must

¹This includes, with limitation, Alissa Ahlman, Bifferato, Gentilotti, Biden & Balick, P.A, BTB Associates, LLC, Cooch and Taylor; Delaware Claims Agency, LLC, McGladrey & Pullen, LLP, Peisner, Johnson & Company, L.L.P, Richard C. Franklin; RSM McGladrey, Inc. and The RBJ Group, Inc.

provide all the information required by that Claim Form. Additionally, you must attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien, as applicable to such Claim Form. **DO NOT SEND ORIGINAL DOCUMENTS.** If the documents are not available, please explain such unavailability. If the documents are voluminous, please attach a detailed summary.

- XI. The original of your claim must be sent to Factory 2-U Stores, Inc. Claims Processing, c/o Delaware Claims Agency, LLC. If sent by first class mail, then mail to Factory 2-U Stores, Inc. Claims Processing, c/o Delaware Claims Agency LLC, P.O. Box 515, Wilmington, Delaware 19899. If delivered by hand or by courier service, then deliver to Factory 2-U Stores, Inc. Claims Processing, c/o Delaware Claims Agency LLC, 230 North Market Street, 2nd floor, Wilmington, DE 19801. This Claim must be **actually received** by Factory 2-U Stores, Inc. Claims Processing, c/o Delaware Claims Agency, LLC by **4:00 p.m., February 22, 2006**, prevailing Eastern Standard Time. No electronic submissions or facsimiles will be accepted.
- XII. Except for a holder of an Administrative Expense Claim described in paragraph VIII above, **ANY CLAIMANT WHO HOLDS OR WISHES TO ASSERT AN ADMINISTRATIVE EXPENSE CLAIM AGAINST THE DEBTOR OR THE CHAPTER 7 ESTATE THAT AROSE, ACCRUED, OR OTHERWISE BECAME DUE AND PAYABLE ON OR AFTER JANUARY 13, 2004, AND BEFORE DECEMBER 1, 2005; AND WHO FAILS TO FILE A REQUEST FOR THE ALLOWANCE OF AN ADMINISTRATIVE EXPENSE CLAIM SUCH THAT THE REQUEST IS RECEIVED BY DELAWARE CLAIMS AGENCY LLC, ON OR BEFORE 4:00 P.M. PREVAILING EASTERN STANDARD TIME ON FEBRUARY 22, 2006, SHALL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM ASSERTING SUCH ADMINISTRATIVE CLAIM AGAINST THE DEBTOR, THE CHAPTER 7 ESTATE OR THE PROPERTY OF THE ESTATE.**
- XIII. The Court does not through this Notice or its Order approving this Notice extend any prior bar date or claims deadline previously established in this case.

Dated: Wilmington, Delaware
December 13, 2005

BY ORDER OF THE COURT:

/s/Peter J. Walsh
The Honorable Peter J. Walsh
United States Bankruptcy Judge

FACTORY 2U STORES; CASE NO 04-10111(PJW)

EXHIBIT A TO NOTICE OF BAR DATE OF FEBRUARY 22, 2006 AT 4:00 P.M. FOR FILING A REQUEST FOR ALLOWANCE OF A CLAIM FOR ADMINISTRATIVE EXPENSE THAT AROSE, ACCRUED, OR OTHERWISE BECAME DUE AND PAYABLE ON OR AFTER JANUARY 13, 2004 AND BEFORE DECEMBER 1, 2005, AND THE PROCEDURE TO FILE SUCH REQUEST

Title of Document (E.g., Pleading Filed) and Entity	Docket No./Date Filed	Dollar Amount Asserted as a Chapter 11 Administrative Expense Claim
Motion for Payment of Administrative Expenses/Claims Filed by IDEA NUOVA	DN 1710 1/4/05	\$125,182.00
Motion for Payment of Administrative Expenses/Claims Filed by One Step Up, LTD.	DN 1723 1/10/05	\$378,122.40
Motion to Pay <i>Administrative Expense Claims</i> Filed by Charles Forman	DN 1732 1/14/05	\$200,884.02
Motion for Payment of Administrative Expenses/Claims Filed by Chase International Corp..	DN 1741 1/18/05	\$5,500.00
Motion for Payment of Administrative Expenses/Claims Filed by Liquidity Solutions, Inc.	DN 1745 1/21/05	\$180,252.81
Motion for Payment of Administrative Expenses/Claims filed by PBC International, Inc.	DN 1870 4/1/05	\$48,339.00
Motion for Payment of Administrative Expenses/Claims in the Amount of \$28,980.00. Filed by USA Detergents Corp.	DN 1881 4/12/05	\$28,980.00
Affidavit Re: Creditor, Chino Spectrum (Store #478), hereby submits its Administrative claim in the sum of	DN 576 04/02/2004	\$34,560.29.
Affidavit Re: Request for Payment of Administrative Expense. Filed by Richard Meaglia, Esq. counsel for Darco Enterprises, Inc.	DN 1328 09/28/2004	\$39,480.00
Motion for Payment of Administrative Expenses/Claims -- Motion of Interactive Communications International, Inc., for Payment of Administrative Claim, Limited Objection to Rejection of Contract, and Request for Determination that the Automatic Stay Does Not Apply to the Rejected Contract	DN 1697 12/23/2004	\$60,626.94
Motion for Payment of Administrative Expenses/Claims Filed by Clark County Assessor.	DN 1702 12/27/2004	\$3881.19
Motion to Allow Claims Motion for Order Allowing Chapter 11 Administrative Expense Claim DL Ruffin Road	DN 1832 03/11/2005	\$120,209.92
Motion for Payment of Administrative Expenses/Claims	DN 1836	\$34,470.51

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Title of Document (E.g., Pleading Filed) and Entity	Docket No./Date Filed	Dollar Amount Asserted as a Chapter 11 Administrative Expense Claim
Filed by Oak Tree Three Investment LLC.	03/15/2005	
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Apollo Jeans))	DN 2332 11/7/05	\$109,026.00
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Baron Distributor, Inc.))	DN 2333 11/7/05	\$30,150.00
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Benny's Wholesale))	DN 2334 11/7/05	\$10,350.00
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Hemisphere Worldwide))	DN 2335 11/7/05	\$45,567
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (HG Hosiery Associates))	DN 2336 11/7/05	\$179,925.50
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (I-FE Apparel))	DN 2337 11/7/05	\$6,344.00
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Kardar Industries))	DN 2338 11/7/05	\$71,034.00
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Mercury Beach Maid))	DN 2339 11/7/05	\$6,064.80
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Pride USA))	DN 2340 11/7/05	\$6,600.00
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Rich Rags of NY, Inc.))	2341 11/7/05	\$43,539.00
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Royal Wear Div. Glamour Fashions))	2342 11/7/05	\$12,873.60

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Title of Document (E.g., Pleading Filed) and Entity	Docket No./Date Filed	Dollar Amount Asserted as a Chapter 11 Administrative Expense Claim
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Samtex Fashions))	2343 11/7/05	\$16,740.00
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Smith Distributors))	2344 11/7/05	\$6,480.00
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Tawil Associates, Inc.))	2345 11/7/05	\$51,456.00
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Turbo Cat, Inc.))	2346 11/7/05	\$18,480.00
Request for Allowance and Payment of Chapter 11 Administrative Claims (filed by ASM Capital (Vetement Cap City))	2347 11/7/05	\$11,961.00

Name of Chapter 11 Professional	Asserted Administrative Expense Claim of Professional Employed by the Debtor with Chapter 11 priority (Fees Outstanding and Unpaid)	Asserted Administrative Expense Claim of Professional Employed by the Debtor with Chapter 11 priority (Expenses Outstanding and Unpaid)
Hennigan, Bennett & Dorman LLP	\$14,993.60	\$1,135.80
Young Conaway Stargatt & Taylor, LLP	\$15,378.18	\$37,057.93
XRoads Solutions Group, LLC	\$68,861.01	\$14,638.53
Hughes Hubbard & Reed LLP	\$5,657.04	\$0.00
Kekst and Company	\$2,011.82	\$0.00
Littler Mendelson	\$2,530.37	\$0.00
Deloitte & Touche LLP	\$5,619.15	\$0.00
Greenberg Traurig, LLP	\$12,843.05	\$0.00
Landis Rath & Cobb LLP	\$1,214.41	\$0.00
FTI Consulting, Inc.	\$12,393.52	\$0.00
Ernst & Young	\$5,963.35	\$0.00
Huntley, Mullaney & Spargo, LLC	\$4,195.07	\$0.00
Peisner Johnson & Company, L.L.P	\$8,181.18	\$0.00

