

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.	)	[RE: DOCKET NO. 3724]

**REVISED ORDER ON THE FIFTH OMNIBUS OBJECTION TO CHAPTER 11  
ADMINISTRATIVE EXPENSE CLAIMS (SUBSTANTIVE) WITH RESPECT THE TO  
CLAIM OF CARRY'S COMPANY**

1. The Chapter 7 Trustee filed the Fifth Omnibus Objection to Chapter 11 Administrative Expense Claims (Substantive) (the "Motion").<sup>1</sup>
2. The Court has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§157 and 1334; this Motion is a core proceeding under 28 U.S.C. §157(b)(2).
3. Proper notice of the Motion has been provided by the Trustee. Carry's Company (Div. of/DE 2797836 Canada, Inc.) (hereinafter "Carry's Co.") was properly and timely served with a copy of the Objection, the Proposed Order and accompanying Exhibits and the Notice of the response deadline thereto, and no further notice of the Objection need be provided.

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<sup>1</sup>Unless otherwise defined, capitalized terms used herein shall have the meanings ascribed to them in the Motion.

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4. On or about January 8, 2008, Carry's Co. filed its Response to the Trustee's Objection to Carry's Co. asserted reclamation claim and objected to the Trustee's proposed treatment of it claim as stated on the Exhibit A attached to the Motion. (DN 3747).

5. The Motion is GRANTED as modified below. Any objection not made to the Motion is waived. Any objection made to the Motion is overruled with prejudice.


6. The relief requested in the Motion is in the best interests of the Estates and its creditors.

7. Pursuant to 11 U.S.C. §§ 503(a) and (b)(1)(A), and 11 U.S.C. § 507(a)(2), Carry's Co. is granted a Chapter 11 administrative expense priority claim in the amount of \$17,280.00, so long as Carry's Co. files a proof of claim with this Revised Order attached thereto with the Trustee's claims agent Delaware Claims Agency, on or before 30 days from the date of entry of this Revised Order. If Carry's Co. fails to file such proof of claim within (30) days from entry of this Revised Order, it shall be forever barred from asserting such claim against the Estate.

8. The allowed claim of Carry's Co. shall be paid on a *pro rata* basis with as other allowed Chapter 11 administrative claims, when, and if, such distributions are made.

9. This Court shall retain jurisdiction with respect to any matter related to or arising from the implementation or interpretation of this Revised Order.

Dated: March 5, 2008

  
The Honorable Peter J. Walsh  
United States Bankruptcy Court Judge