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and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:	
In re	:	Chapter 11
	:	
AÉROPOSTALE, INC., et al.,	:	Case No. 16-11275 (SLH)
	:	
Debtors.¹	:	Joint Administration Requested
	:	
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**AMENDED NOTICE OF COMMENCEMENT OF
CHAPTER 11 CASES AND AGENDA FOR FIRST DAY HEARING**

PLEASE TAKE NOTICE that on **May 4, 2016** (the “**Commencement Date**”), Aéropostale, Inc. and its subsidiaries, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”) with the United States Bankruptcy Court for the Southern District of New York (the “**Bankruptcy Court**”).

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor’s federal tax identification number, as applicable, are as follows: Aéropostale, Inc. (3880); Aéropostale West, Inc. (7013); Jimmy’Z Surf Co., LLC (0461); Aero GC Management LLC (4257); Aeropostale Procurement Company, Inc. (8518); Aeropostale Licensing, Inc. (8124); P.S. from Aeropostale, Inc. (5900); GoJane LLC (4923); Aeropostale Canada Corp. (N/A); Aeropostale Holdings, Inc. (7729); and Aeropostale Puerto Rico, Inc. (6477). The Debtors’ corporate headquarters is located at 112 West 34th Street, 22nd Floor, New York, NY 10120.

PLEASE TAKE FURTHER NOTICE that a hearing has been scheduled for **May 4, 2016 at 4:00 p.m. (Eastern Time)** before the **Honorable Sean H. Lane, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York** (the “**First Day Hearing**”).

PLEASE TAKE FURTHER NOTICE that an agenda with respect to the First Day Hearing is set forth below. Copies of each pleading identified below can be viewed and/or obtained by: (i) accessing the Court’s website at www.nysb.uscourts.gov, (ii) contacting the Office of the Clerk of the Court at One Bowling Green, New York, New York 10004, or (iii) from the Debtors’ proposed notice and claims agent, **Prime Clerk LLC (“Prime Clerk”)**, at <https://cases.primeclerk.com/aeropostale> or by calling (855) 360-2999 (**toll free**) for U.S.-based parties; or (917) 877-5966 for International parties or by **e-mail** at: aeropostaleinfo@PrimeClerk.com. Please note that a PACER password is needed to access documents on the Court’s website.

AGENDA FOR MAY 4, 2016 at 4:00 P.M. FIRST-DAY HEARING

I. Introduction

Introduction – Ray C. Schrock (Weil, Gotshal & Manges LLP)

II. Motions and Applications to Be Heard at the First-Day Hearing

1. Motion of Debtors Pursuant to Fed. R. Bankr. P. 1015(b) for Entry of Order Directing Joint Administration of Related Chapter 11 Cases [**ECF No. 3**]
2. Motion of Debtors for Interim and Final Authority to (A) Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 364(e), (B) Use Cash Collateral Pursuant to 11 U.S.C. § 363(c)(2), (C) Grant Certain Protections to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, and 364, and (D) Schedule a Final Hearing Pursuant to Fed. R. Bankr. P. 4001(b) and (c) [**ECF No. 5**]
3. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363, 364, 503, and 507 for Interim and Final Authority to (I) Continue Using Existing Cash Management System, Bank Accounts, and Business Forms, (II) Implement Changes to the Cash Management System in the Ordinary Course of Business, (III) Continue Intercompany Transactions, (IV) Provide Administrative Expense Priority for Postpetition Intercompany Claims and for Related Relief [**ECF No. 7**]
4. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363 and 507(a) for Interim and Final Authority to (I) Pay Certain Prepetition Wages and Reimbursable Employee Expenses, (II) Pay and Honor Employee Medical and Other Benefits, (III) Continue Employee Benefits Programs, and for Related Relief [**ECF No. 8**]
5. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 362 for Entry of Interim and Final Orders (I) Establishing Notification Procedures and Approving

Restrictions on Certain Transfers of Claims Against and Interests in the Debtors and (II) Scheduling a Final Hearing **[ECF No. 9]**

6. Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 363, and 365 for Approval of (I) Procedures for Store Closing Sales, and (II) the Assumption of the Liquidation Consulting Agreements **[ECF No. 10]**
7. Application of Debtors Pursuant to 28 U.S.C. § 156(c), 11 U.S.C. § 105(a), and Local Rule 5075-1 for an Order Authorizing the Debtors to Retain Prime Clerk LLC as Claims and Noticing Agent**[ECF No. 12]**
8. Motion of Debtors Pursuant to 11 U.S.C. § 105(a) and Fed. R. Bankr. P. 1015(c), 2002(m), and 9007 for Entry of Order Implementing Certain Notice and Case Management Procedures **[ECF No. 13]**
9. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 342(a), and Fed. R. Bankr. P. 1007(a)(3) and 2002(a), (d), (f), and (l), for Entry of Order (I) Waiving Requirement to File List of Creditors, (II) Granting Debtors Authority to Establish Procedures for Notifying Creditors of Commencement of Chapter 11 Cases, and (III) Waiving Requirements to File List of Equity Security Holders and Provide Notice to Equity Security Holders **[ECF No. 14]**
10. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a) and 521(a)(1)(B) and Fed. R. Bankr. P. 1007(c) for Entry of Order Extending Time to File Schedules of Assets and Liabilities, Schedules of Executory Contracts and Unexpired Leases, and Statements of Financial Affairs **[ECF No. 15]**
11. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), 507(a) and 541 for Interim and Final Authority to Pay Certain Prepetition Taxes and Fees **ECF No. 16]**
12. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 362(d), 363(b) and 503(b) for Interim and Final Authority to (I) Maintain, Renew, and Continue Their Insurance Policies and Programs, and (II) Honor All Insurance Obligations **[ECF No. 17]**
13. Motion of Debtors Pursuant to 11 U.S.C. §§ 105 and 363 for Interim and Final Orders Authorizing Payment of Prepetition Claims of Shippers, Warehousemen, and Miscellaneous Lien Claimants **[ECF No. 18]**
14. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b) and 503(b)(9) for Interim and Final Authority to Pay Certain Prepetition Obligations to Critical Vendors, Approval of Related Procedures, and Related Relief **[ECF No. 19]**
15. Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b) and 507(a) for Interim and Final Authority to (I) Maintain and Administer Prepetition Customer Programs, Promotions and Practices and (II) Pay and Honor Related Prepetition Obligations **[ECF No. 20]**

16. Motion of Debtors Pursuant to 11 U.S.C. § 1505 for Entry of an Order Authorizing Aeropostale, Inc. to Act as Foreign Representation on Behalf of the Debtors' Estates [ECF No. 21]
17. Motion of Debtors Pursuant to 11 U.S.C. § 105(a) for Entry of an Order Enforcing the Protections of Sections 362, 365, 525, and 541(c) of the Bankruptcy Code [ECF No. 24]
18. Motion Pursuant to Sections 105(a), 362, and 365 of the Bankruptcy Code for Interim and Final Relief and to Compel Performance of MGF Sourcing US, LLC's Obligations Under Executory Contract and to Enforce the Automatic Stay [ECF No. 22]

Related Filings

1. Debtors' Corporate Ownership Statement Pursuant to Fed. R. Bankr. P. 1007(a)(1) and 7007.1 and Local Rule 1007-3 [ECF No. 2]
2. Declaration of David J. Dick Pursuant to Local Bankruptcy Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York [ECF No. 4]
3. Declaration of James Doak In Support of Motion of Debtors for Interim and Final Authority to (A) Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1) and 364(e), (B) Use Cash Collateral Pursuant to 11 U.S.C. § 363(c)(2), (C) Grant Certain Protections to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, and 364, and (D) Schedule a Final Hearing Pursuant to Fed. R. Bankr. P. 4001(b) and (c) [ECF No. 6]
4. Declaration of Timothy McDonagh In Support of (I) Motion of Debtors Pursuant to 11 U.S.C. §§ 105(a), 363(b), and 503(b)(9) for Interim and Final Authority to Pay Certain Prepetition Obligations to Critical Vendors, Approval of Related Procedures, and Related Relief and (II) Motion of Debtors Pursuant to 11 U.S.C. §§ 105, 363, and 365 for Approval of (I) Procedures for Store Closing Sales, and (II) the Assumption of the Liquidation Consulting Agreements [ECF No. 11]

5. Declaration of Robert J. Duffy in Support of (I) Motion of Debtors for Interim and Final Authority to (A) Obtain Postpetition Financing Pursuant to 11 U.S.C. §§ 105, 361, 362, 364(c)(1), 364(c)(2), 364(c)(3), 364(d)(1), and 364(e), (B) Use Cash Collateral Pursuant to 11 U.S.C. § 363(c)(2), (C) Grant Certain Protections to Prepetition Secured Parties Pursuant to 11 U.S.C. §§ 361, 362, 363, and 364, and (D) Schedule a Final Hearing Pursuant to Fed. R. Bankr. P. 4001(b) and (c) and (II) Motion of Debtors Pursuant to Sections 105(a), 362, and 365 of the Bankruptcy Code for Interim and Final Relief and to Compel Performance of MGF Sourcing US, LLCs Obligations Under Executory Contract and to Enforce the Automatic Stay [ECF No. 23]

Dated: May 4, 2016
New York, New York

/s/ Garrett A. Fail
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