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

In re:

dELiA*s, INC., *et al.*,

Debtors.¹

Chapter 11

Case No. 14-23678 (RDD)

Joint Administration Requested

NOTICE OF FIRST DAY HEARING

PLEASE TAKE NOTICE that, on December 7, 2014 (the “Petition Date”), dELiA*s, Inc. and certain of its subsidiaries (collectively, the “Debtors”) filed voluntary petitions for relief under Chapter 11 of title 11 of the United States Code, as amended (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of New York.

PLEASE TAKE FURTHER NOTICE that, except as set forth below, a hearing (the “Hearing”) on the Debtors’ “first day” motions and applications filed on the Petition Date, and set forth below (collectively, the “First Day Motions”), will be held before the Honorable Robert D. Drain, United States Bankruptcy Judge for the United States Bankruptcy Court for the Southern District of New York, at 300 Quarropas Street, Room 118, White Plains, New York 10601 on **Tuesday, December 9, 2014, at 2:00 p.m. (prevailing Eastern Time)**, or as soon thereafter as counsel may be heard, at which time the Debtors will seek entry of orders substantially in the form annexed to the respective motions or applications.

¹ The Debtors in these Chapter 11 cases, together with the last four digits of each Debtor’s federal tax identification number, are as follows: dELiA*s, Inc. (7172); dELiA*s Distribution Company (9076); A Merchandise, LLC (7639); dELiA*s Operating Company (3765); dELiA*s Retail Company (0036); dELiA*s Group Inc. (4035); AMG Direct, LLC (9236); dELiA*s Assets Corp. (3754); DACCS, Inc. (0225). The mailing address for the Debtors, solely for purposes of notices and communications, is: 50 West 23rd Street, New York, NY 10010.

PLEASE TAKE FURTHER NOTICE that the Debtors have requested that their Chapter 11 cases be consolidated for procedural purposes only and be jointly administered under *In re dELiA*s, Inc., et al.*, Case No. 14-23678.

PLEASE TAKE FURTHER NOTICE that at the Hearing, the Debtors intend to seek entry of orders with respect to the following motions and applications

- *Debtors' Motion for Order Directing Joint Administration of Cases Pursuant to Fed. R. Bankr. P. 1015(b) ("Joint Administration Motion")* [Docket No. 3];
- *Debtors' Motion for Entry of an Order (I) Authorizing the Debtors to (A) Prepare a List of Creditors in Lieu of a Formatted Mailing Matrix, (B) File a Consolidated List of the Debtors' 50 Largest Unsecured Creditors and (C) Mail Initial Notices and (II) Approving the Form and Manner of Notifying Creditors Commencement of Debtors' Chapter 11 Cases ("Consolidated List of Creditors Motion")* [Docket No. 4];
- *Debtors' Motion for Entry of an Order Extending the Time to File Schedules of Assets and Liabilities, Schedules of Current Income and Expenditures, Schedules of Executory Contracts and Unexpired Leases and Statements of Financial Affairs ("Motion to Extend Time to File Schedules")* [Docket No. 5];
- *Debtors' Application for Appointment of Prime Clerk LLC as Claims and Noticing Agent ("Claims Agent Application")* [Docket No. 6];
- *Motion of the Debtors for Entry of Interim and Final Orders (I) Authorizing the Continued Use of the Debtors' Cash Management System, (II) Authorizing Continued Maintenance of Existing Bank Accounts and Business Forms, and (III) Extending the Time to Comply with the Requirements of Section 345(b) of the Bankruptcy Code ("Cash Management Motion")* [Docket No. 7];
- *Debtors' Motion for Entry of an Order Authorizing Debtors to Pay Prepetition Wages, Compensation, and Employee Benefits ("Wage Motion")* [Docket No. 8];
- *Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105(a) and 366 (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment, (II) Establishing Procedures for Resolving Objections by Utility Companies and (III) Prohibiting Utility Companies From Altering, Refusing or Discontinuing Service ("Utilities Motion")* [Docket No. 9];
- *Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 1107 and 1108 and Fed. R. Bankr. P. 6003 Authorizing Debtors to (I) Maintain Existing Insurance Policies and Pay All Insurance Obligations Arising Thereunder, and (II) Renew, Revise, Extend Supplement, Change or Enter into New Insurance Policies ("Insurance Motion")* [Docket No. 10];

- *Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105(a), 507(a)(8) and 541 and Fed. R. Bankr. P. 6003 Authorizing the Debtors to Pay Certain Prepetition Sales, Use and Other Such Trust Fund Taxes and Related Obligations (“Tax Motion”)* [Docket No. 11];
- *Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105(a) 363(b), 503(b), 506, 1107 and 1108 and Fed. R. Bankr. P. 6003 Authorizing Payment of Certain Prepetition Shipping and Delivery Charges (“Shipping and Delivery Motion”)* [Docket No. 12];
- *Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105(A), 363, 507(A)(7), 1107 and 1108 and Fed. R. Bankr. P. 6003 Authorizing Continuation of Certain Customer Practices (“Customer Practices Motion”)* [Docket No. 13];
- *Debtors' Motion for Entry of Interim and Final Orders (I) Authorizing Debtors to Obtain Postpetition Financing and Use Cash Collateral, (II) Granting Adequate Protection, (III) Scheduling a Final Hearing, and (IV) Granting Certain Related Relief (“DIP Financing Motion”)* [Docket No. 14]; and
- *Debtors' Emergency Motion for Entry of Interim and Final Orders (A)(I) Approving the Debtors' Assumption of Agency Agreement, (II) Authorizing the Debtors to Sell Certain Assets through Store Closing Sales, (III) Authorizing the Debtors to Abandon Unsold Property, (IV) Waiving Compliance with Contractual Store Closing Sale Restrictions and Exempting the Debtors from State and Local Wage Requirements and Laws Restricting Store Closing Sales, (V) Granting Related Relief, and (VI) Scheduling a Final Hearing (“Agency Agreement Motion”)* [Docket No. 15].

PLEASE TAKE FURTHER NOTICE that the Debtors have also filed the *Declaration of Edward Brennan Pursuant to Local Bankruptcy Rule 1007-2 and in Support of Chapter 11 Petitions and First Day Motions* (the “First Day Declaration”) [Docket. No. 16] in support of the First Day Motions.

PLEASE TAKE FURTHER NOTICE that only interim relief will be sought at the Hearing with respect to the following motions:

- *Motion of the Debtors for Entry of Interim and Final Orders (I) Authorizing the Continued Use of the Debtors' Cash Management System, (II) Authorizing Continued Maintenance of Existing Bank Accounts and Business Forms, and (III) Extending the Time to Comply with the Requirements of Section 345(b) of the Bankruptcy Code (“Cash Management Motion”)* [Docket No. 7];
- *Debtors' Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105(a) and 366 (I) Approving Debtors' Proposed Form of Adequate Assurance of Payment, (II) Establishing Procedures for Resolving Objections by Utility*

Companies and (III) Prohibiting Utility Companies From Altering, Refusing or Discontinuing Service (“Utilities Motion”) [Docket No. 9];

- *Debtors’ Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105, 361, 362, 363, 364, 1107 and 1108 and Fed. R. Bankr. P. 6003 Authorizing Debtors to (I) Maintain Existing Insurance Policies and Pay All Insurance Obligations Arising Thereunder, and (II) Renew, Revise, Extend Supplement, Change or Enter into New Insurance Policies (“Insurance Motion”)* [Docket No. 10];
- *Debtors’ Motion for Interim and Final Orders Pursuant to 11 U.S.C. §§ 105(a), 507(a)(8) and 541 and Fed. R. Bankr. P. 6003 Authorizing the Debtors to Pay Certain Prepetition Sales, Use and Other Such Trust Fund Taxes and Related Obligations (“Tax Motion”)* [Docket No. 11];
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- *Debtors’ Emergency Motion for Entry of Interim and Final Orders (A)(I) Approving the Debtors’ Assumption of Agency Agreement, (II) Authorizing the Debtors to Sell Certain Assets through Store Closing Sales, (III) Authorizing the Debtors to Abandon Unsold Property, (IV) Waiving Compliance with Contractual Store Closing Sale Restrictions and Exempting the Debtors from State and Local Wage Requirements and Laws Restricting Store Closing Sales, (V) Granting Related Relief, and (VI) Scheduling a Final Hearing (“Agency Agreement Motion”)* [Docket No. 15].

PLEASE TAKE FURTHER NOTICE that if you wish to be heard respecting any of the foregoing matters, you must attend the Hearing. The Hearing may be adjourned from time to time in open court.

PLEASE TAKE FURTHER NOTICE that if you would like to receive copies of any of the motions or applications set forth above, you may access such documents online (i) at the Bankruptcy Court’s electronic case filing system located at www.nysb.uscourts.gov, (ii) free of charge on the website of the Debtors’ proposed claims and noticing agent at <http://cases.primeclerk.com/delias>, or you may contact Prime Clerk, 830 Third Avenue, 9th Floor

New York, New York 10022, by telephone at (855) 842-4126, or by email
deliainfo@primeclerk.com.

Dated: New York, New York
December 8, 2014

/s/ Gregg M. Galardi

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