

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MASSACHUSETTS
EASTERN DIVISION**

In re:

Women's Apparel Group, LLC,

Post-Confirmation Debtor.

Chapter 11

Case No. 11-16217 (JNF)

EMERGENCY MOTION TO APPEAR TELEPHONICALLY

Pursuant to MLBR 9074-1, the Women's Apparel Group Liquidating Trust (the "Trust") of the above-captioned post-confirmation debtor and debtor-in-possession respectfully requests (the "Motion") that this Court authorize its counsel, Jason R. Adams, Esq. and Jennifer D. Raviele, Esq. to appear at the hearing scheduled in the above-captioned matter on December 10, 2012.

Telephonic appearance will avoid considerable time, travel expenses, and inconvenience that counsel would incur traveling to Boston for the hearing.

EMERGENCY DETERMINATION REQUESTED

The Trust requests that this Court grant this Motion without further notice or hearing. Absent the expedited relief sought in this motion, counsel to the Trust may not be able to attend the hearing.

NOTICE

The Trust has or will serve this Motion on the Office of the United States Trustee, the Debtor, and all parties who have filed a notice of appearance in this case. The Trust submits that such service provides sufficient notice in light of the nature of the relief requested and requests that the Court approve such notice.

WHEREFORE, the Trust respectfully requests that the Court grant permission for its counsel to appear telephonically at the hearing on December 10, 2012.

Dated: New York, New York
December 7, 2012

Respectfully submitted,
WOMEN'S APPAREL GROUP
LIQUIDATING TRUST

By its counsel,

KELLEY DRYE & WARREN LLP

By: /s/ Eric R. Wilson
Eric R. Wilson (admitted *pro hac vice*)
Jason R. Adams (admitted *pro hac vice*)
101 Park Avenue
New York, NY 10178
Telephone: (212) 808-7800
Facsimile: (212) 808-7897

CERTIFICATE OF SERVICE

On December 7, 2012, a true and correct copy of the foregoing Emergency Motion to Appear was filed and service was made via this court's ECF system upon all parties who have filed an appearance in this case and are registered ECF users and by first-class mail, postage prepaid, upon the parties listed on the attached Exhibit 1.

/s/ Catherine L. Thompson

Exhibit 1

U.S. Bankruptcy Court

Honorable Joan N. Feeney
U.S. Bankr. Court – D. Massachusetts, Eastern Division
John W. McCormack Post Office and Courthouse
5 Post Office Sq, Ste 1150
Boston, MA 02109-3945

U.S. Trustee

Paula R.C. Bachtell, Esq.
John Fitzgerald
Office of the US Trustee
J.W. McCormack Post Office & Courthouse
5 Post Office Sq., 10th Fl, Suite 1000
Boston, MA 02109

Debtor

Attn: CEO
Women's Apparel Group, LLC
300 Constitution Dr
Taunton, MA 02780
Attn: James F. Coffey, Esq.

Nutter McClennen & Fish LLP
World Trade Center West
155 Seaport Blvd
Boston, MA 02210

Attn: Lawrence S. Berger
Distinctive Apparel, Inc.
5425 Wisconsin Avenue, Ste 701
Chevy Chase, MD 20815

Attn: Alan Noskow, Esq.
Patton Boggs, LLP
8484 Westpark Dr, 9th Flr
McLean, Virginia 22102

Petitioning Creditors

Michael J. Goldberg, Esq.
Casner & Edwards, LLP
303 Congress Street
Boston, MA 02210
(Counsel to NL Ventures VII United, L.L.C.)

Michael M. Parker
Fulbright and Jaworski LLP
300 Convent Street, Suite 2100
San Antonio, TX 78205
(Counsel to NL Ventures VII United, L.L.C.)

Brian K. Aylward, Esq.
Smith, Levenson, Cullen & Aylward, P.C.
5 Essex Green Dr.
Peabody, MA 01960
(Counsel to La Vita, Inc. and Your Label, Inc.)

Marianne E. Brown, Esq.
Law Offices of Marianne E. Brown
22 Mill Street Suite 408
Arlington, MA 02476
(Counsel to Suburban Service Corporation)

Noticed Appearances

Mary T. Sullivan, Esq.
Anne R. Sills, Esq.
Segal Roitman, LLP
111 Devonshire Street, Fifth Floor
Boston, MA 02109
(Counsel to The New England Joint Board, UNITE-HERE)

Douglas R. Gooding, Esq.
William S. McMahon, Esq.
Choate Hall & Stewart LLP
Two International Place
Boston, MA 02110
(Counsel to Distinctive Apparel, Inc.)

Norman N. Kinel, Esq.
Lowenstein Sandler PC
1251 6th Avenue
New York, NY 10020
(Counsel to Paymentech LLC)

Euripides Dalmanieras, Esq.
Foley Hoag, LLP
Seaport West
155 Seaport Boulevard
Boston, Massachusetts 02210
(Counsel to CIBER, Inc.)

Kenneth A. Rosen, Esq.
Sharon L. Levine, Esq.
Lowenstein Sandler PC
65 Livingston Avenue
Roseland, NJ 07068
(Counsel to Gould Paper Corporation)

Sarah Link Schultz
Akin Gump Strauss Hauer + Feld LLP
1700 Pacific Ave., Suite 4100
Dallas, TX 75201
(Counsel to Alliance Data)

Shawn M. Christianson, Esq.
Buchalter Nemer
333 Market St., 25th Fl.
San Francisco, CA 94105
(Counsel to Oracle America, Inc.)

Peter L. Hatem, Esq.
Attorney Peter L. Hatem, P.C.
258 U.S. Route One
Scarborough, Maine 04074-8904
(Counsel to Oracle America, Inc.)

Harlan M. Lazarus, Esq.
Lazarus & Lazarus, P.C.
240 Madison Avenue, 8th Floor
New York, NY 10016
(Counsel to Joining Forest (International) Co., Ltd., Li Cheng Garments (Hubei) Co., Ltd, Zhuji Wonderful Win Garments Co., Ltd., Zhuji Dahe Clothing Co., Ltd., Zhu Hai Hao Yuan Garment Co., Ltd, Zhejiang Charm Winner Garments Co., Ltd., Y.C. (Lam's) Knitting Factory Ltd., Venco Industrial Ltd., Sinotex-Fortune Profit GMT Limited, Shenglida Garments Zhejiang Co., Ltd, Shanghai Surpass Corp., Ltd., Shanghai Rongyu Garment Co. Ltd., Riverland International Group Limited, Ningbo Seduno Import & Export Co., Ltd., Jiangsu Jing Meng Knitting Co., Ltd., Hangzhou Xinhe Import & Export Co., Ltd., Hangzhou Chunjie Garmets Co., Ltd., Crown Elegant Trading Limited, Better Glory International Limited)

Sean Gillian, Esq.
Gesmer Updegrove LLP
40 Broad Street
Boston, MA 02109
(Counsel to Neolane)

Joseph S.U. Bodoff, Esq.
Bodoff & Associates, P.C.
120 Water Street
Boston, MA 02109-4251
(Counsel to R.T. Taunton LLC)

Peter B. McGlynn, Esq.
Bernkopf Goodman LLP
125 Summer Street, Ste.
1300 Boston, MA 02110
(Counsel to USA-800, Inc.)

Christopher A. Ward, Esq.
Polsinelli Shughart
222 Delaware Avenue, Suite 1101
Wilmington, DE 19801
(Counsel to USA-800, Inc.)

James E. Bird, Esq.
Polsinelli Shughart
700 W. 47th Street, Suite 1000
Kansas City, MO 64112
(Counsel to USA-800, Inc.)

John J. Dussi, Esq.
Cohn & Dussi, LLC
300 Trade Center, Suite 3700
Woburn, MA 01801
(Counsel to Positive Sportwear, Ltd.)

Thomas H. Curran, Esq.
McCarter & English, LLP
265 Franklin Street
Boston, MA 02110
(Counsel to Verizon Communications)

Paula K. Jacobi, Esq.
Barnes & Thornburg LLP
One North Wacker Drive, Suite 4400
Chicago, IL 60606
(Counsel to R.T. Taunton LLC)

Kenneth J. Schweiker, Jr., Esq.
Brown & Connery, LLP
6 North Broad Street
Woodbury, NJ 08096

(Counsel to SAP America, Inc. and SAP Industries)
Beverly H. Shideler, Esq.
IBM Corporation
Two Lincon Centre
Oakbrook Terrace, IL 60181
(Counsel to IBM Corporation)

Alan M. Cohen, Esq.
Law Offices of Alan M. Cohen LLC
550 Worcester Road
Framingham, MA 01702
(Counsel to Brafton, Inc.)

Steven B. Levine, Esq.
Brown Rudnick LLP
One Financial Center
Boston, MA 02111
(Counsel to Chase Paymentech Solutions, LLC and Paymentech, LLC)

Lazonia Clark
Chase Paymentech Solutions, LLC
14221 Dallas Parkway, Building II
Dallas, TX 75254

John D. Finnegan, Esq.
Tarlow Breed Hart & Rodgers, P.C.
101 Huntington Avenue
Boston, MA 02110
(Counsel to Town of West Bridgewater)

Richard E. Mikels, Esq.
MINTZ, LEVIN, COHN, FERRIS,
GLOVSKY AND POPEO, P.C.
One Financial Center
Boston, MA 02111
(Counsel to Redcats USA, Inc.)

Michael K. McCrory, Esq.
Barnes & Thornburg LLP
11 South Meridian Street
Indianapolis, IN 46204
(Counsel to Redcats USA, Inc.)

Robert L. Eisenbach III, Esq.
Cooley LLP
101 California Street, 5th Floor
San Francisco, CA 94111-5800
(Counsel to Shopping.com, Inc.)

Michael I. Bernstein, Esq.
1688 Meridian Ave., Suite 418
Miami Beach, FL 33139
(Counsel to Rollashoe, LLC d/b/a Footzyrolls)

Ryan Blaine Bennett, Esq.
300 North LaSalle
Chicago, IL 60654
(Counsel to Women's Apparel Group Holdings, Inc. and Monomoy Capital Partners, L.P.)

Bruce F. Smith, Esq.
Steven C. Reingold, Esq.
Brendan C. Recupero, Esq.
Jager Smith P.C.
One Financial Center
Boston, MA 02111
(Counsel to UPS Supply Chain Solutions, Inc.)

Jonathan W. Jordan, Esq.
King & Spalding LLP
1180 Peachtree Street, 31st Floor
Atlanta, GA 30309
(Counsel to UPS Supply Chain Solutions, Inc.)

Maria A. Milano
Riddell Williams P.S.
1001 - 4th Avenue, Suite 4500
Seattle WA 98154
(Counsel to Microsoft Corporation and Microsoft Licensing, GP)

Frank F. McGinn, Esq.
Bartlett Hackett Feinberg P.C.
155 Federal Street, 9th Floor
Boston, MA 02210
(Counsel to Iron Mountain Information Management, Inc.)

John A. Simon, Esq.
Foley & Lardner LLP
500 Woodward Avenue, Suite 2700
Detroit, MI 48226
(Counsel to Freudenberg IT LP)

Gilbert B. Weisman, Esq.
Becket & Lee LLP
POB 3001
Malvern, PA 19355-0701
(Counsel to American Express Travel Related Services Co, Inc.)

Tanya Sambatakos, Esq.
Molleur Law Office
419 Alfred St.
Biddeford, ME 04005
(Counsel to Macomber, Inc.)