

**IN THE UNITED STATES BANKRUPTCY COURT FOR THE
EASTERN DISTRICT OF PENNSYLVANIA**

IN RE:) Chapter 11
)
Philadelphia Newspapers, LLC *et al.*,¹) Case No. 09-11204-SR
)
) (Jointly Administered)
Debtor.)
_____)

**AMENDED NOTICE OF REQUEST FOR PAYMENT OF FEES AND
REIMBURSEMENT OF CHANIN CAPITAL PARTNERS, LLC FOR THE PERIOD
JULY 1, 2009 THROUGH OCTOBER 31, 2009, PURSUANT TO LOCAL RULE 2016-5**

TO: The United States Trustee, and All Parties on the Clerk’s Service List.

1. Chanin Capital Partners, LLC (“Chanin”), financial advisors to the Official Committee of Unsecured Creditors, has filed its application for payment on account, a copy of which is attached hereto. The Application covers the time period from July 1, 2009 through October 31, 2009 and requests Court approval for (i) professional fees in the amount of \$600,000.00 and actual, necessary expenses in the amount of \$6,300.93 for the Compensation Period and (ii) direct the Debtors to pay to Chanin the unadvanced amounts for the Compensation Period for a net payment of \$120,000.00.

2. Any party receiving this Notice may file an answer, objection or other responsive pleading to the Application with the Clerk of the United States Bankruptcy Court for the Eastern District of Pennsylvania, 900 Market Street, Suite 400, Philadelphia, PA 19107-4299, on or before twenty (20) days from the date of this Notice. A copy of answer, objection or other responsive pleading filed with respect to the Application must be served upon Chanin at the address set forth below. **Pursuant to Local Rule 2016-5(f), any objection must identify the objector, state the basis of the objection, and identify the amount of the requested payment that is objected to and the amount that is not objected to.**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Philadelphia Newspapers, LLC (3870), PMH Acquisition, LLC (1299), Broad Street Video, LLC (4665), Philadelphia Direct, LLC (4439), Philly Online, LLC (5185), PMH Holdings, LLC (1768), Broad Street Publishing, LLC (4574) and Philadelphia Media, LLC (0657).

3. In the absence of any answer, objection, other responsive pleading, or request for hearing, Chanin will certify the same to the Court and request that the Debtors pay the outstanding amounts requested in the Application.

Dated: January 20, 2010

Respectfully submitted,

ECKERT SEAMANS CHERIN & MELLOTT, LLC

/s/Brya M. Keilson

Gary Schildhorn (Pa ID # 25770)
Ronald S. Gellert (Pa ID # 80783)
Brya M. Keilson (Pa ID # 94565)
Two Liberty Place
50 South 16th Street, 22nd Floor
Philadelphia, Pennsylvania 19102
(215) 851-8400
(215) 851-8383 (facsimile)

and

Gerald C. Bender
Melanie A. McLaughlin
O'MELVENY & MYERS LLP
Times Square Tower
7 Times Square
New York, NY 10036
(212) 326-2000 (telephone)
(212) 326-2061 (facsimile)

Ben H. Logan
O'MELVENY & MYERS LLP
400 South Hope Street
Los Angeles, CA 90071
(213) 430-6000 (telephone)
(213) 430-6407 (facsimile)

*Co-Counsel for the Official
Committee of Unsecured Creditors*

CERTIFICATE OF SERVICE

It is hereby certified that a true and correct copy of the foregoing AMENDED NOTICE
SECOND INTERIM QUARTERLY REQUEST OF CHANIN CAPITAL PARTNERS LLC,
FINANCIAL ADVISORS FOR THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS FOR PAYMENT ON ACCOUNT FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES PURSUANT TO LOCAL RULE 2016-5 FOR THE
PERIOD JULY 1, 2009 THROUGH OCTOBER 31, 2009 was served this 20th day of January,
2010 on the parties listed below by electronic mail and by the Court's CM/ECF transmission:

Mark K. Thomas
Proskauer Rose LLP
Three First National Plaza
70 W. Madison, Suite 3800
Chicago, IL 60602
Via Electronic Mail

Lawrence G. McMichael
Dilworth Paxson LLP
1500 Market Street
Suite 3500E
Philadelphia, PA 19102
Via Electronic Mail

George M. Conway
Office of the United States Trustee
833 Chestnut Street, Suite 500
Philadelphia, PA 19107
Via Electronic Mail

Andrew J. Flame
Drinker Biddle & Reath LLP
One Logan Square
18th & Cherry Streets
Philadelphia, PA 19103-6996
Via Electronic Mail

/s/ Brya M. Keilson
Brya M. Keilson