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- and -

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Attorneys for Citizens Bank of Pennsylvania, as Agent,
on behalf of the Prepetition Secured Lenders

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

In re:)	Chapter 11
)	
Philadelphia Newspapers, LLC <i>et al.</i> ,)	Case No. 09-11204 (JFK)
)	
Debtors.)	Jointly Administered
)	

**JOINDER OF THE STEERING GROUP
OF PREPETITION SECURED LENDERS AND CITIZENS
BANK OF PENNSYLVANIA, AS AGENT FOR THE PREPETITION
SECURED LENDERS TO OBJECTION(S) TO ADMINISTRATIVE CLAIM OF BRUCE
TOLL PURSUANT TO 11 U.S.C. § 503(A) AND (B)
BY THE ACTING UNITED STATES TRUSTEE AND
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

The steering group of prepetition secured lenders (the “Steering Group”) and Citizens Bank of Pennsylvania (“Citizens”), in its capacity as administrative agent and collateral agent (in

such capacities, the “Prepetition Agent”), hereby join (the “Joinder”) in (i) the Objection by the Acting United States Trustee [Docket No. 1518] and (ii) the Objection of the Official Committee of Unsecured Creditors [Docket No. 1547] (collectively, the “Objectors”) to the Administrative Claim of Bruce Toll pursuant to 11 U.S.C. § 503(A) and (B), (the “Objections”). In support of the relief requested by the Objectors, the Steering Group and Prepetition Agent incorporate by reference the Objections as if set forth fully herein.

WHEREFORE, the Steering Group and Prepetition Agent respectfully request that the Court enter an Order disallowing the Administrative Claim of Bruce Toll and granting such other relief as the Court deems just, proper, and equitable.

Dated: January 26, 2010

Respectfully Submitted,

/s/ Andrew J. Flame
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CERTIFICATE OF SERVICE

I, Andrew J. Flame, hereby certify that on the date set forth below, I caused to be served a copy of the Joinder Of The Steering Group Of Prepetition Secured Lenders And Citizens Bank Of Pennsylvania, As Agent For The Prepetition Secured Lenders To Objection(s) To Administrative Claim Of Bruce Toll Pursuant To 11 U.S.C. § 503(A) And (B) By The Acting United States Trustee and The Official Committee of Unsecured Creditors by operation of the Case Management/Electronic Case Filing System and first class United States mail upon the following:

Bruce Toll
c/o Toll Brothers, Inc.
Attn: Glenda Taylor
250 Gibraltar Street
Horsham, P A 19044

Dated: January 26, 2010

/s/Andrew J. Flame
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