

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

IN RE:)	Chapter 11
)	
Philadelphia Newspapers, LLC <i>et al.</i> , ¹)	Case No. 09-11204-SR
)	
)	Jointly Administered
Debtors.)	
_____)	

**CERTIFICATE OF NO OBJECTION FOR APPLICATION OF
CHANIN CAPITAL PARTNERS, LLC FOR PAYMENT ON
ACCOUNT PURSUANT TO LOCAL RULE 2016-5 FOR THE
PERIOD OF JULY 1, 2009 THROUGH OCTOBER 31, 2009**

Chanin Capital Partners, LLC (“Chanin”) hereby certifies that:

1. On January 14, 2010, copies of the Second Interim Quarterly Request (the “Application”) for Payment on Account for Compensation and Reimbursement Of Expenses Of Chanin Capital Partners, LLC, financial advisors to the Official Committee Of Unsecured Creditors, for the Period July 1, 2009 through October 31, 2009 (the “Compensation Period”) [D.I. 1633] were served upon all creditors and parties-in-interest who receive notices via the ECF system, along with the notice thereof.

2. Chanin further certifies that no objections or responses to the Application were filed and served within the time period established by this Court.

3. Notwithstanding the foregoing, the Office of the United States Trustee reserves the right to object to the request for payment pending meaningful review of that request. Any subsequent reduction in the amount of fees or costs paid pursuant to the Application that must be agreed upon or ordered shall be deducted from amounts requested in a future application

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).

for payment. Additionally, all parties-in-interest, including the Office of the United States Trustee, reserve the right to object to any request for payment or fee application in these cases.

In accordance with Local Bankruptcy Rule 2016-3, upon receipt of this certification which indicates that no timely objections have been filed, the interim compensation of fees in the amount of \$600,000.00 and reimbursement of expenses in the total amount of \$6,300.93 is approved and the Debtors shall pay Chanin \$120,000.00, which represents the unpaid twenty percent (20%) holdback due for the Compensation Period. Accordingly, the Committee respectfully requests that this Court enter the Order attached hereto as Exhibit A.

Dated: February 12, 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)

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50 South 16th Street, 22nd Floor

Philadelphia, Pennsylvania 19102

(215) 851-8400

(215) 851-8383 (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 CERTIFICATE OF NO OBJECTION FOR FIFTH APPLICATION OF CHANIN CAPITAL PARTNERS, LLC FOR PAYMENT ON ACCOUNT PURSUANT TO LOCAL RULE 2016-5 FOR THE PERIOD OF JULY 1, 2009 THROUGH OCTOBER 31, 2009 was served this 12th day of February, 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

**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)
: :
Debtors. : Jointly Administered
: :
: :

ORDER

AND NOW, this ____ day of _____, 2010, upon consideration of the First Interim Application for Compensation and Reimbursement of Expenses of Chanin Capital Partners, LLC (“Chanin”) for the period July 1, 2009 through October 31, 2009 (the “Application”), and after notice and hearing, it is hereby,

ORDERED that the Application is APPROVED; and it is further

ORDERED, ADJUDGE and DECREED that the fees in the amount of \$600,000.00 and reimbursement of expenses in the total amount of \$6,300.93 is approved, it is hereby further,

ORDERED, ADJUDGE and DECREED Debtor shall pay Chanin \$120,000.00, which represents the unpaid twenty percent (20%) holdback due for the Compensation Period

BY THE COURT:

Stephen Raslavich
United States Bankruptcy Judge

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), Philadelphia Media, LLC (0657) and Philadelphia Media Holdings, LLC.