

**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)
Debtors.)	
)	Jointly Administered

**FOURTH INTERIM QUARTERLY REQUEST FOR PAYMENT ON ACCOUNT
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
OF ECKERT SEAMANS CHERIN & MELLOTT, LLC, CO-COUNSEL
FOR OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR THE PERIOD MARCH 1, 2010 THROUGH JUNE 30, 2010**

Eckert Seamans Cherin & Mellott, LLC (“ESCM”), counsel to the above-captioned Official Committee of Unsecured Creditors (collectively, the “Committee”), in accordance with Federal Rule of Bankruptcy Procedure 2016 and Local Bankruptcy Rule 2016-5, requests an award of compensation and reimbursement of actual, necessary expenses and represents:

Part A – Preliminary Statement

1. ESCM is counsel for the Committee.
2. All services rendered and incurred for which compensation or reimbursement is requested were performed or incurred for or on behalf of the Committee.
3. The services described in this request (the “Request”) are actual, necessary services and the compensation requested for those services is reasonable.
4. The expenses described in this Request are actual, necessary expenses.
5. ESCM makes this Request for compensation and reimbursement of expenses for the period March 1, 2010, through June 30, 2010 (the “Compensation Period”).

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

Part B – General Information

6. General Information

- A. Date case filed: February 22, 2009.
- B. Date Application to Approve Employment filed: March 20, 2009.
- C. Date employment approved: April 9, 2009.
- D. First date services rendered in the case: March 2, 2009.
- E. Prior Applications

1. application period – March 1, 2010 to March 31, 2010

	<u>Requested</u>	<u>Allowed</u>	<u>Paid</u>	<u>Due</u>
Fees	\$46,503.50	\$37,202.80	\$37,202.80	\$9,300.70
Expenses	\$199.45	\$199.45	\$199.45	\$0.00

2. application period - April 1, 2010 to April 30, 2010

	<u>Requested</u>	<u>Allowed</u>	<u>Paid</u>	<u>Due</u>
Fees	\$61,278.50	\$49,022.80	\$49,022.80	\$12,255.70
Expenses	\$83.73	\$83.73	\$83.73	\$0.00

3. application period – May 1, 2010 to May 31, 2010

	<u>Requested</u>	<u>Allowed</u>	<u>Paid</u>	<u>Due</u>
Fees	\$32,351.00	\$25,880.80	\$25,880.80	\$6,470.20
Expenses	\$34.58	\$34.58	\$34.58	\$0.00

4. application period – June 1, 2010 to June 30, 2010

	<u>Requested</u>	<u>Allowed</u> ²	<u>Paid</u>	<u>Due</u>
Fees	\$36,471.50	n/a	\$0.00	\$36,471.50
Expenses	\$35.30	n/a	\$0.00	\$35.30

Grand

Totals	\$176,957.56	\$112,424.16	\$112,424.16	\$64,533.40
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² ESCM filed its fourth quarterly application on August 12, 2010. This quarterly fee application includes the period from June 1, 2010 through June 30, 2010 with the expectation that no objection will be filed to the Local Rule 2016-5 Request for Payment on Account for Compensation and Reimbursement of Expenses of Eckert Seamans Cherin & Mellott, LLC, Co-Counsel for Official Committee of Unsecured Creditors, for the Period June 1, 2010 through June 30, 2010; in the event that there is an objection, ESCM will file an amended quarterly fee application to reflect the objections.

7. Attorneys Billing for Compensation Period (March 1, 2010 through June 30, 2010)

CORE BANKRUPTCY TEAM

<u>Name</u>	<u>Hours</u>	<u>Billing Rate</u>	<u>Total</u>
Gary Schildhorn	137.0	\$495.00	\$67,815.00
Gary A Miller	.8	\$440.00	\$352.00
Ronald S. Gellert	39.4	\$415.00	\$16,351.00
Robert A. Graci	6.5	\$400.00	\$2,600.00
Adam Shienvold	.8	\$265.00	\$212.00
Brya M. Keilson	269.70	\$250.00	\$67,425.00

PARALEGALS

<u>Name</u>	<u>Hours</u>	<u>Billing Rate</u>	<u>Total</u>
Karen Singer	17.9	\$155.00	\$2,774.50
Michael Sally	116.4	\$155.00	\$18,042.00
Mollie Camby	1.8	\$130.00	\$234.00

TOTAL FEES : \$ 176,604.50

8. Billing Rates

The billing rates set forth in this Request are the normal hourly rates charged by ESCM for the services rendered.

Part C – Billing Summary

9. Description of Services

Compensation and reimbursement for expenses is now sought for all reasonable and necessary activities performed in the case from March 1, 2010, through June 30, 2010, including, by categorical listing:

Asset Analysis and Recovery (00001)

(Fees: \$ 20,347.00 Total Hours: 48.5)

This category represents review of relevant documents and communication regarding related court proceedings involving assets of the Debtors.

Case Administration (00004)

(Fees: \$ 55,433.00 Total Hours: 199.70)

This category represents routine communications with the Committee and co-counsel regarding the status of the bankruptcy case and issues arising from time to time. This category also represents review of the docket and relevant pleadings filed.

Claims Administration and Objections (00005)

(Fees: \$ 55,433.00 Total Hours: 199.70)

This category represents time expended in review certain claims made against the Debtor.

Fee/Employment Applications (00007)

(Fees: \$ 14,526.00 Total Hours: 81.6)

This category represents matters related to the preparation, filing and noticing of fee applications and communications with the Committee, co-counsel and U.S. Trustee regarding the fees and expenses included in the fee applications.

Litigation (00010)

(Fees: \$ 40,731.50 Total Hours: 141.30)

This category represents matters related to the investigation into the unauthorized taping incident of the secured lenders, including discovery issues arising from the same. Additionally,

it also represents matters related to the appeals filed in the District Court and subsequent appeal to the 3rd Circuit and subsequent discovery requests.

Meeting of Creditors (00011)

(Fees: \$ 8,036.50 Total Hours: 17.6)

This category represents matters related to the weekly call of the creditors committee and communication between committee members and counsel.

Plan and Disclosure Statement (00012)

(Fees: \$ 36,628.50 Total Hours: 103.00)

This category represents communication between and among committee members and professionals regarding status of the case and developing a plan of reorganization.

10. Detail of Hours Expended

Attached hereto as Exhibit A is a listing of categories of services rendered and the hours expended in each category.

11. Request

Based on the above, ESCM seeks payment of interim compensation in the total amount of \$57,203.80, this consists of \$176,604.50 for fees, less 80% of amounts already received.

Part D – Expense Summary

12. From March 1, 2010, through June 30, 2010, ESCM has expended \$353.06 for expenses in connection with the services provided to the Committee. Set forth in Exhibit B is

a list that shows the type of expenses for which reimbursement is sought and the amount of reimbursement sought for each type for the Compensation Period.

13. The following expenses listed on Exhibit B are calculated using ESCM's in-house actual cost or the actual amount billed by a third party provider: Postage/Freight, Overnight Mail, Court Filing Fees, Duplicating.

14. Copy charges are calculated at a discounted rate of \$.20 per page. Facsimile charges are calculated at \$1.00 per page.

15. Travel Expenses are the actual cost of the amount billed by a third party.

WHEREFORE, ESCM requests that the Court (i) approve its professional fees in the amount of \$176,604.50 and actual, necessary expenses in the amount of \$353.06 for the Compensation Period and (ii) direct the Debtors to pay to ESCM the unadvanced amounts for the Compensation Period for a net payment of \$64,533.40.

Dated: August 12, 2010

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)

Co-Counsel for the Official

Committee of Unsecured Creditors

ECKERT SEAMANS CHERIN & MELLOTT, LLC
ATTORNEYS AT LAW

Philadelphia Newspapers, LLC

Client Number: 299230

Summary of Time Billed By Task:

		<u>Hours</u>	<u>Value</u>
0001	Asset Analysis	48.50	\$20,347.00
0004	Case Administration	199.70	55,433.00
0005	Claims Administration	2.0	902.00
0007	Fee/Employment Application	81.6	14,526.00
0010	Litigation	141.30	40,731.50
0011	Meetings of Creditors	17.6	8,036.50
0012	Plan and Disclosure Statement	103.0	36,628.50
	Totals:	593.7	\$176,604.50

Summary of Disbursements Billed By Task:

		<u>Value</u>
0001	Asset Analysis	\$3.20
0004	Case Administration	340.38
0010	Litigation	9.48
	Totals:	\$353.06

Total Balance Due Upon Receipt: \$176,957.56

600 Grant Street, 44th Floor, Pittsburgh, PA 15219 Telephone 412/566-6000 Facsimile 412/566-6099 Tax ID: 25-1056909

For Costs Advanced and Expenses Incurred:

Document Reproduction	18.00
Transportation - Travel Expenses/Taxi	76.94
Telephone	122.00
Postage	1.22
Delivery services	12.00
PACER	97.60
Transcript	25.30
Total	\$353.06