

**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

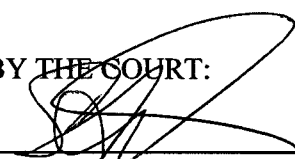
**ORDER APPROVING THE FOURTH INTERIM APPLICATION
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES OF
PROSKAUER ROSE LLP, CO-COUNSEL FOR DEBTORS, FOR THE PERIOD
MARCH 1, 2010 THROUGH JUNE 30, 2010**

AND NOW, this 18th day of August, 2010, upon consideration of the Fourth Interim Application for Compensation and Reimbursement of Expenses of Proskauer Rose LLP Co-Counsel for Debtors, for the Period March 1, 2010 through June 30, 2010 (the "Application"), it is hereby:

ORDERED, that the Application is hereby granted in its entirety; and it is further

ORDERED, that the sum of \$1,304,092.00 is reasonable compensation for the professional legal services rendered by Proskauer Rose LLP on behalf of the Debtors and \$50,614.70 is allowed for reimbursement of costs advanced or expended on behalf of the Debtors; and it is further

ORDERED, that the Debtors are authorized and directed to pay the above amounts to Proskauer Rose LLP, less any amounts previously paid, as interim compensation and reimbursement of actual, necessary expenses.

BY THE COURT:


United States Bankruptcy Judge

CHIEF JUDGE STEPHEN RASLAVICH

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).