

**UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF PENNSYLVANIA**

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

PRAECIPE TO FILE SUPPLEMENTAL SIGNATURE PAGES

1. On August 19, 2010, the Plan Proponents' Motion Pursuant to Section 105(a) of the Bankruptcy Code and Federal Rule of Bankruptcy Procedure 9019 for Approval of Settlement Agreement By and Between the Plan Proponents and the (I) Teamsters Pension Trust Fund of Philadelphia & Vicinity; (II) CWA/ITU Negotiated Pension Plan; (III) United Independent Union-Newspaper Guild of Greater Philadelphia Pension Fund and the Newspaper Guild Health & Welfare Plan; (IV) Graphic Communications Conference of the International Brotherhood of Teamsters National Pension Fund; (V) National Integrated Group Pension Plan; (VI) Warehouse Employees Local 169 and Employers' Joint Pension Fund; and (VII) Newspaper and Magazine Employees Union Teamsters Local 1414 Pension Fund; GCC District Council 9 Local 16-N; Newspaper and Magazine Employees Union Teamsters Local 1414; Teamsters Local 628; and the Warehouse Employees Local 169 Resolving the Payment of Administrative Expense Claims (the "9019 Motion") was filed at Docket No. 2452.

2. Attached, as Exhibit B, to the 9019 Motion is the Settlement Agreement By and Between the Plan Proponents and the (I) Teamsters Pension Trust Fund of Philadelphia &

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), Philadelphia Media, LLC (0657) and Philadelphia Media Holdings, LLC (4680).

Vicinity; (II) CWA/ITU Negotiated Pension Plan; (III) United Independent Union-Newspaper Guild of Greater Philadelphia Pension Fund and the Newspaper Guild Health & Welfare Plan; (IV) Graphic Communications Conference of the International Brotherhood of Teamsters National Pension Fund; (V) National Integrated Group Pension Plan; (VI) Warehouse Employees Local 169 and Employers' Joint Pension Fund; and (VII) Newspaper and Magazine Employees Union Teamsters Local 1414 Pension Fund; GCC District Council 9 Local 16-N; Newspaper and Magazine Employees Union Teamsters Local 1414; Teamsters Local 628; and the Warehouse Employees Local 169 Resolving the Payment of Administrative Expense Claims (the "Settlement Agreement").

3. Multiple signature pages are affixed to the Settlement Agreement executed by the multiple parties-in-interest.

4. Attached hereto, as Exhibit 1, is the signature page executed by counsel on behalf of the Purchaser.

5. Attached hereto, as Exhibit 2, is the signature page executed by counsel on behalf of the United Independent-Union Newspaper Guild of Greater Philadelphia Pension Fund and the Newspaper Guild Health & Welfare Plan.

Dated: August 24, 2010
Philadelphia, Pennsylvania

/s/ Anne M. Aaronson

DILWORTH PAXSON LLP

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Anne M. Aaronson
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-and-

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Co-Counsel for the Debtors and Debtors in Possession

EXHIBIT 1

[Signature Page of Purchaser]

19. Each representative signing this Settlement Agreement represents and warrants that he or she has authority to bind the Claimants to the terms of this Settlement Agreement.

20. This Settlement Agreement is the result of negotiations between the Parties, each of whom is represented by counsel of its choosing. Accordingly, the Parties agree that the normal rule of construction construing any ambiguity against the drafter shall not be employed in the interpretation of this Settlement Agreement or any amendment to it.

21. The provisions of this Settlement Agreement are integrated, essential and non-severable terms of this Settlement Agreement.

APPROVED AND AGREED:

**THE DEBTORS AND DEBTORS
IN POSSESSION**

By: _____
Its: _____

Mark K. Thomas
Paul V. Possinger
Peter J. Young
Richard J. Corbi
Proskauer Rose LLP
Three First National Plaza
70 West Madison, Suite 3800
Chicago, Illinois 60602-4342
Telephone: (312) 962-3550
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THE PURCHASER

By:  _____
Its: _____

Fred S. Hodara
Abid Qureshi
Alexis Freeman
**Akin Gump Strauss Hauer
& Feld LLP**
One Bryant Park
New York, New York 1003
Telephone: (212) 872-1000
Facsimile: (212) 872-1002

EXHIBIT 2

[Signature Page of United Independent-Union Newspaper Guild of Greater Philadelphia Pension
Fund and the Newspaper Guild Health & Welfare Plan]

**UNITED INDEPENDENT-UNION
NEWSPAPER GUILD OF GREATER
PHILADELPHIA PENSION FUND
AND THE NEWSPAPER GUILD
HEALTH & WELFARE PLAN**

By: Susan A Murray
Its: Counsel

Neal Goldstein
Susan A. Murray
FREEDMAN & LORRY, P.C.
1601 Market St., Suite 200
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Facsimile: (215) 925-7516

**GRAPHIC COMMUNICATIONS
CONFERENCE OF THE INTERNATIONAL
BROTHERHOOD OF TEAMSTERS
NATIONAL PENSION FUND**

By: _____
Its: _____

Peter Leff
O'Donnell, Schwartz & Anderson, P.C.
1900 L Street, N.W., Suite 800
Washington, D.C. 20036
Telephone: (202) 898-1707
Facsimile: (202) 682-9276

**NATIONAL INTEGRATED GROUP
PENSION PLAN**

By: _____
Its: _____

Regina C. Hertzog
Cleary & Josem, L.L.P.
One Liberty Place, 51st Floor
1650 Market Street
Philadelphia, PA 19103
Telephone:
Facsimile:

**WAREHOUSE EMPLOYEES LOCAL 169
AND EMPLOYERS' JOINT PENSION
FUND AND THE NEWSPAPER
AND MAGAZINE EMPLOYEES
UNION TEAMSTERS LOCAL 1414**

By: _____
Its: _____

Michael N. Katz
David Gadoso
MERANZE & KATZ, P.C.
121 S. Broad St., 13th Floor
Philadelphia, PA 19107
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