

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

| | | |
|-----------------------------------|---|--|
| In re: |) | Chapter 11 |
| |) | |
| Philadelphia Media Holdings, LLC, |) | Case No. 09-_____ (JKF) |
| |) | |
| Debtor. |) | Joint Administration With Case No. 09- 11024(JKF) Requested |
| |) | |

**CONSOLIDATED LIST OF CREDITORS HOLDING THE
20 LARGEST UNSECURED CLAIMS**

The above-captioned debtor (the “Debtor”) filed a petition in the Court for relief under chapter 11 of the Bankruptcy Code, 11 U.S.C. §§ 101-1532. The following is the consolidated list of the Debtor’s creditors holding the 20 largest unsecured claims (the “Consolidated List”) based on the Debtors’ books and records as of approximately June 1, 2009.

The Consolidated List is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case. The Consolidated List does not include (1) persons who come within the definition of “insider” set forth in 11 U.S.C. § 101(31) or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the Consolidated List of 30 largest unsecured claims. In addition, this Consolidated List includes only those claims that are subject to invoices received by the Debtors prior to June 1, 2009. The information herein shall not constitute an admission of liability by, nor is it binding on, the Debtors. The information herein, including the failure of the Debtors to list any claim as contingent, unliquidated, or disputed, does not constitute a waiver of the Debtors’ right to contest the validity, priority, or amount of any claim.¹

¹ The Debtor will file the schedules of assets and liabilities (the “Schedules”) in accordance with 11 U.S.C. § 521, Fed. R. Bankr. P. 1007, and Pa. Bankr. L.R. 1007-1(b). The information contained in the Schedules may differ from that set forth below. Furthermore, the Debtors have not yet identified which of their largest unsecured claims, if any, are contingent, unliquidated, disputed and/or subject to setoff. The Debtors reserve the right to identify any claims listed in the Schedules as contingent, unliquidated, disputed and/or subject to setoff as appropriate. Inclusion of a claim on this consolidated list is not an admission that the amounts are or are not contingent, unliquidated, disputed and/or subject to setoff, nor is it an admission that the amounts listed are owed by more than one of the Debtors.

Document Page 2 of 4
LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

| (1) NAME OF CREDITOR AND COMPLETE MAILING ADDRESS INCLUDING ZIP CODE | (2) NAME, TELEPHONE NUMBER AND COMPLETE MAILING ADDRESS, INCLUDING ZIP CODE OF EMPLOYEE, AGENT, OR DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM | (3) NATURE OF CLAIM (trade debt, bank loan, government contract, etc) | (4) C U D S | (5) AMOUNT OF CLAIM (If secured also state value of security) |
|--|---|--|-------------------------|--|
| Christopher Baxter | 6345 Overbrook Avenue Philadelphia, PA 19151 | Pending litigation | C U D | Unknown |
| Harriet Hueitt | 288 W. Monroe Avenue New Castle, DE 19720 | Pending litigation | C U D | Unknown |
| David Leigh | 5131 Beaumont Avenue Philadelphia, PA 19143 | Pending litigation | C U D | Unknown |
| David Morgenstern | 8226 Jeans Street Philadelphia, PA 19111 | Pending litigation | C U D | Unknown |
| John J. Dougherty | c/o George Bochetto, Esquire Bochetto & Lentz, P.C. 1524 Locust Street Philadelphia, PA 19102 | Pending litigation | C U D | Unknown |
| International Brotherhood of Electrical Workers, Local 98 | 1717 Spring Garden Street Philadelphia, PA 19130 | Pending litigation | C U D | Unknown |
| Thomas A. Burlington | 1991 Swedesford Road Malvern, PA 19355 | Pending litigation | C U D | Unknown |
| Alycia Lane | 227 South 6th Street Philadelphia, PA 19106 | Pending litigation | C U D | Unknown |
| Robert A. Brady | 7028 Brentwood Road Philadelphia, PA 19151 | Pending litigation | C U D | Unknown |

4 C U D S If contingent, enter C; if unliquidated enter U; if disputes, enter D; if subject to setoff, enter S

LIST OF CREDITORS HOLDING 20 LARGEST CLAIMS (continuation)

| (1) | (2) | (3) | (4) | (5) |
|--------------------------------|--|--------------------|-------------|---------|
| Myra Belle Miller | 400 Madison Street, #1506 Alexandria, VA 22314 | Pending litigation | C U D | Unknown |
| Alex Plotkin | c/o Dion Rassias, Esquire The Beasley Firm, LLC 1125 Walnut Street Philadelphia, PA 19107 | Pending litigation | C U D | Unknown |
| 401 Restaurant Associates, LLC | 401 City Avenue Bala Cynwyd, PA 19004 | Pending litigation | C U D | Unknown |
| James DeLeon | 7512 Forrest Avenue Philadelphia, PA 19105 | Pending litigation | C U D | Unknown |
| Marilyn DeLeon | 7512 Forrest Avenue Philadelphia, PA 19105 | Pending litigation | C U D | Unknown |
| Richard Holmes | c/o Jeffrey Carton, Esquire Meiselman, Denlea, Packman, Carton & Eberz, P.C. 1311 Mamaroneck Avenue White Plains, NY 10605 | Pending litigation | C U D | Unknown |
| Gari Nan Brindle | 201 West Avenue Wayne, PA, 19087 | Pending litigation | C U D | Unknown |
| Lourdes Hudson | 710 Lippincott Avenue Moorestown, NJ 08057 | Pending litigation | C U D | Unknown |
| R. Bradley Maule | c/o J. Conor Corcoran, Esquire 1617 JFK Boulevard, Suite 1130 Philadelphia, PA 19103 | Pending litigation | C U D | Unknown |
| James W. Robinson, Jr. | 411 Main Street Red Hill, PA 18076 | Pending litigation | C U D | Unknown |
| The McClatchy Company | c/o Paul J. Pascuzzi, Esquire 400 Capital Mall, Suite 1450 Sacramento, CA 95814 | Contract | C U D | Unknown |

Dated: June 10, 2009
Philadelphia, Pennsylvania

/s/ Lawrence G. McMichael

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**UNITED STATES BANKRUPTCY COURT
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) Chapter 11

Philadelphia Media Holdings, LLC,)

) Case No. 09-_____ (JKF)

Debtor.)

) Joint Administration With Case No. 09-
) 11024(JKF) Requested
)

DECLARATION UNDER PENALTY OF PERJURY

I, Brian P. Tierney, declare under penalty of perjury that I have reviewed the foregoing list of creditors holding the twenty largest unsecured claims and that it is true and correct to the best of my information and belief.

Dated: June 10, 2009

/s/ Brian P. Tierney

Brian P. Tierney, Manager