

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

<hr/>)	
In re:		)	Chapter 11
)	
Philadelphia Newspapers, LLC,		)	Case No. 09-11204 (JKF)
)	
Debtor.)	
<hr/>)	
In re:		)	Chapter 11
)	
Broad Street Video, LLC,		)	Case No. 09-11205 (JKF)
)	
Debtor.)	
<hr/>)	
In re:		)	Chapter 11
)	
Philadelphia Media, LLC,		)	Case No. 09-11206 (JKF)
)	
Debtor.)	
<hr/>)	
In re:		)	Chapter 11
)	
PMH Acquisition, LLC,		)	Case No. 09-11207 (JKF)
)	
Debtor.)	
<hr/>)	
In re:		)	Chapter 11
)	
Philadelphia Direct, LLC,		)	Case No. 09-11208 (JKF)
)	
Debtor.)	
<hr/>)	

In re:	)	Chapter 11
Broad Street Publishing, LLC,	)	Case No. 09-11209 (JKF)
Debtor.)	
In re:	)	Chapter 11
Philly Online, LLC,	)	Case No. 09-11211 (JKF)
Debtor.)	
In re:	)	Chapter 11
PMH Holdings, LLC,	)	Case No. 09-11212 (JKF)
Debtor.)	

**NOTICE OF DEADLINE FOR FILING OF PROOFS
OF PREPETITION UNSECURED AND SECURED
AND § 503(b)(9) ADMINISTRATIVE EXPENSE CLAIMS**

TO: ALL CREDITORS

PLEASE TAKE NOTICE that on February 22, 2009 (the “Petition Date”), the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (11 U.S.C. §§ 101, *et. seq.*, the “Bankruptcy Code”) in the United States Bankruptcy Court for the Eastern District of Pennsylvania (the “Court”). The Debtors are managing their respective property as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

Pursuant to order of the Court, all persons and entities (each a “Creditor” and, collectively, the “Creditors”), holding or wishing to assert prepetition unsecured or secured claims (as defined in section 101(5) of the Bankruptcy Code) or administrative expense claims (pursuant to section 503(b)(9) of the Bankruptcy Code) against any Debtor arising or accruing prior to the Petition Date (each a “Claim” and, collectively, the “Claims”) are required to file a separate, completed and executed proof of claim (either the proof of Claim form enclosed herewith, a form conforming substantially to Official Bankruptcy Form 10 or another appropriate proof of administrative expense claim) (each a “Form” and, collectively, the “Forms”) on account of each such Claim on or before **5:00 p.m. prevailing Eastern Time on May 26, 2009** (the “General Bar Date”).

With regard to Claims limited exclusively to the repayment of principal, interest, and other fees, expenses or other obligations arising out of or under the agreements governing any senior syndicated credit facility or senior secured debt facility with respect to the Debtors (the "Credit Documents"), reimbursement obligations with respect to letters of credit, and any obligations arising out of termination of any interest rate protection agreements or any swap agreements secured by collateral covered by the Credit Documents (a "Debt Claim"), the administrative agent under the credit facility or debt facility (the "Agent") is authorized, but not required, to file a single proof of claim on or before the General Bar Date in its representative capacity on behalf of all holders of a Debt Claim. The Agent shall continue to meet its obligations under section 10.06(c) of the Credit Agreement. In addition, Agent may file a proof or proofs of claim, as provided by the Subordination and Intercreditor Agreement dated June 29, 2006, to which Philadelphia Newspapers, LLC is a party, in respect of the Subordinated Debt as defined therein. Any holder of a Debt Claim that chooses to independently file a proof of claim related to a Debt Claim or assert a Claim other than a Debt Claim shall be required to file a proof or proofs of claim with respect to such Claims, on or before the General Bar Date, unless an exception identified herein applies.

All governmental units as defined by section 101(27) of the Bankruptcy Code (the "Governmental Units") holding or wishing to assert Claims against the Debtors are required to file a separate, completed and executed proof of Claim form, as described above, on account of each Claim such Governmental Unit holds or wishes to assert against any Debtor on or before **5:00 p.m. prevailing Eastern Time on August 21, 2009** (the "Governmental Bar Date").

Notwithstanding the foregoing, AT THIS TIME, proofs of Claim ARE NOT REQUIRED to be filed by Creditors holding or wishing to assert Claims against the Debtors of the following types (collectively the "Excluded Claims"):

- (a) Claims on account of which a proof of Claim has already been properly filed with the Court;
- (b) Claims previously allowed by, or paid pursuant to, an order of the Court;
- (c) Applications or requests for award of compensation earned or reimbursement of expenses incurred by professionals retained pursuant to section 327 of the Bankruptcy Code;
- (d) Claims that are scheduled by the Debtors in undisputed, noncontingent and liquidated amounts for which the Creditors holding such claims do not dispute the amount or manner in which their claims have been scheduled;
- (e) Claims brought by any employee of the Debtors or any labor union authorized by law to represent any employee, in each case solely with respect to any Claim based on wages, base salary, commissions, benefits or vacation pay arising in the ordinary course of business, including all of those Claims previously authorized to be paid by order of the Court, including the Order (A) Authorizing the Debtors to Pay Certain Prepetition (I) Wages, Salaries, Bonuses, and Other Compensation, (II) Reimbursable Employee Expenses, (III) Employee Medical and Similar Benefits; (B) Confirming the Debtors May Continue Certain Prepetition Employee Programs in the Ordinary Course of Business; and (C) Directing Banks and Other Financial Institutions to Honor All Related Checks and Electronic Payment Requests (Docket No. 44) approved by the Court on February 24, 2009,

provided, however, that any employee of the Debtors who wishes to assert a claim against the Debtors that is not based solely on outstanding wages, base salary, commissions, benefits or vacation pay must file a proof of Claim on or prior to the General Bar Date;

- (f) Claims made by one Debtor against another Debtor; and
- (g) Claims made by any holder of equity securities of the Debtors solely with respect to such holder's ownership interest in or possession of such equity securities, *provided, however*, that any such holders who wish to assert a Claim against any Debtor based on transactions in the Debtors' securities, including, but not limited to, Claims for damages or rescission based on the purchase or sale of such securities, must file a proof of Claim on or prior to the General Bar Date.

Should the Court fix a date in the future after the General Bar Date by which time any of the Excluded Claims must be filed, you will be so notified.

Each Form must specifically set forth the full name of the particular Debtor and that Debtor's particular case number, as set forth in the caption on the first page of this notice, to which your Claim applies. The original Form with signature must be submitted, if by mail, to The Garden City Group, Inc., Attn: Philadelphia Newspapers, LLC (PMH), P.O. Box 9000 #6528, Merrick, NY 11566-9000, or, if by hand or overnight delivery service, to The Garden City Group, Inc., Attn: Philadelphia Newspapers, LLC (PMH), 105 Maxess Road, Melville, NY 11747. Original Forms (and not facsimile copies) must be received on or before the General Bar Date (or on or before the Governmental Unit Bar Date, if such Creditor is a Governmental Unit).

A proof of Claim form is enclosed with this notice and may be used to file your Claims. Proof of Claim Forms must be in English and amounts must be in U.S. Dollars.

If you require additional information regarding the filing of a proof of Claim, you may contact The Garden City Group, Inc., the Debtors' claims and notice agent, by letter, at The Garden City Group, Inc., Attn: Philadelphia Newspapers, LLC (PMH), P.O. Box 9000 #6528, Merrick, NY 11566-9000, or, by telephone, at Philadelphia Newspapers Claims Hotline, (866) 697-5547.

PLEASE TAKE FURTHER NOTICE THAT, EXCEPT WITH RESPECT TO CLAIMS OF THE TYPE SET FORTH IN PARAGRAPHS (a) THROUGH (e) ABOVE AND GOVERNMENTAL UNITS (WHICH MUST FILE PROOFS OF CLAIM ON OR BEFORE 5:00 P.M. PREVAILING EASTERN TIME ON AUGUST 21, 2009), ANY CREDITOR WHO IS REQUIRED TO FILE A PROOF OF CLAIM BUT FAILS TO DO SO ON OR BEFORE 5:00 P.M. PREVAILING EASTERN TIME ON MAY 26, 2009 SHALL BE FOREVER BARRED, ESTOPPED AND ENJOINED FROM ASSERTING SUCH CLAIM, AND THE DEBTORS AND THE ESTATES SHALL BE FOREVER DISCHARGED FROM ANY AND ALL INDEBTEDNESS OR LIABILITY WITH RESPECT TO SUCH CLAIM, AND SUCH HOLDER SHALL NOT BE PERMITTED TO VOTE ON ANY CHAPTER 11 PLAN OR PARTICIPATE IN ANY DISTRIBUTION IN THE DEBTORS' CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM(S).

In the event that the Debtors should amend their Schedules of Assets and Liabilities (the “Schedules”) subsequent to the date hereof, the Debtors shall give notice of such amendment to the holders of the Claims affected thereby, and such holders shall be afforded the later of the General Bar Date or thirty (30) days from the date on which such notice has been given to such holders (or such other time period as may be fixed by the Court) to file proofs of Claim or forever be barred from doing so.

In the event that a Claim arises with respect to the Debtors’ rejection of an executory contract or unexpired lease, and except as otherwise set forth in any order authorizing rejection of an executory contract or unexpired lease, the holder of such Claim will be afforded the later of the General Bar Date or thirty (30) days after the effective date of any order authorizing the rejection of the executory contract or unexpired lease to file a proof of Claim or forever be barred from doing so.

The Debtors’ Schedules may be examined and inspected by interested parties during regular business hours online at the office of the Clerk of the United States Bankruptcy Court for the Eastern District of Pennsylvania, Robert N.C. Nix, Sr. Federal Courthouse, 900 Market Street, Suite 400, Philadelphia, PA 19107. The staff of the Bankruptcy Clerk’s Office is prohibited by law from giving legal advice. A copy of the Debtors’ Schedules and other information on these chapter 11 cases may be obtained at the website of the Debtors’ notice and claims agent at www.pnreorg.com. Creditors wishing to rely on the Schedules are responsible for determining whether their Claims are accurately listed therein.

THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM AGAINST THE DEBTORS. YOU SHOULD CONSULT WITH YOUR OWN ADVISORS TO DETERMINE WHETHER YOU HOLD A CLAIM AGAINST ANY DEBTOR. YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST A DEBTOR. QUESTIONS CONCERNING THIS NOTICE MAY BE DIRECTED TO THE DEBTORS’ COUNSEL BELOW.

Dated: April 21, 2009
Philadelphia, Pennsylvania

/s/ Lawrence G. McMichael

DILWORTH PAXSON LLP

Lawrence G. McMichael
Anne M. Aaronson
Catherine G. Pappas
1500 Market St., Suite 3500E
Philadelphia, PA 19102
Telephone: (215) 575-7000
Facsimile: (215) 575-7200

– and –

PROSKAUER ROSE LLP

Mark K. Thomas (admitted *pro hac vice*)
Paul V. Possinger (admitted *pro hac vice*)
Peter Young (admitted *pro hac vice*)
Three First National Plaza
70 West Madison, Suite 3800
Chicago, Illinois 60602-4342
Telephone: (312) 962-3550
Facsimile: (312) 962-3551

Co-Counsel for the Debtors and Debtors in Possession