

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

IN RE:) Chapter 11
Philadelphia Newspapers, LLC et al.,¹) Case No. 09-11204-SR
Debtors.) Jointly Administered

CERTIFICATE OF NO OBJECTION FOR FIRST INTERIM QUARTERLY REQUEST OF CHANIN CAPITAL PARTNERS LLC, FINANCIAL ADVISORS FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR PAYMENT ON ACCOUNT FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES PURSUANT TO LOCAL RULE 2016-5 FOR THE PERIOD MARCH 2, 2009 THROUGH JUNE 30, 2009

Chanin Capital Partners, LLC ("Chanin") hereby certifies that:

1. September 4, 2009, copies of the First Interim Quarterly Request of Chanin Capital Partners LLC, Financial Advisors for the Official Committee of Unsecured Creditors for Payment on Account for Compensation and Reimbursement of Expenses Pursuant to Local Rule 2016-5 for the Period March 2, 2009 Through June 30, 2009 (the "Application") [D.I. 1045] were served upon all creditors and parties-in-interest who receive notices via the ECF system, along with the notice thereof.

2. Chanin further certifies that no objections or responses to the Application were filed and served within the time period established by this Court.

3. Notwithstanding the foregoing, the Office of the United States Trustee reserves the right to object to the request for payment pending meaningful review of that request.

Any subsequent reduction in the amount of fees or costs paid pursuant to the Application that must be agreed upon or ordered shall be deducted from amounts requested in a future application

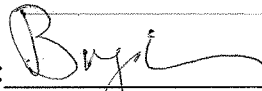
¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Philadelphia Newspapers, LLC (3870), PMH Acquisition, LLC (1299), Broad Street Video, LLC (4665), Philadelphia Direct, LLC (4439), Philly Online, LLC (5185), PMH Holdings,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

for payment. Additionally, all parties-in-interest, including the Office of the United States Trustee, reserve the right to object to any request for payment or fee application in these cases.

In accordance with Local Bankruptcy Rule 2016-3, upon receipt of this certification which indicates that no timely objections have been filed, the interim compensation of fees in the amount of \$595,161.29 and reimbursement of expenses in the total amount of \$18,072.30 is approved and the Debtors shall pay Chanin \$119,032.26, which represents the unpaid twenty percent (20%) holdback due for the Compensation Period. Accordingly, the Committee respectfully requests that this Court enter the Order attached hereto as Exhibit A.

ECKERT SEAMANS CHERIN & MELLOTT, LLC

Dated: October 9, 2009

By: 

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*

UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

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

ORDER

AND NOW, this ____ day of _____, 2009, upon consideration of the First Interim Quarterly Request (the "Application") of Chanin Capital Partners LLC, Financial Advisors for the Official Committee of Unsecured Creditors ("Committee") for Payment on Account for Compensation and Reimbursement of Expenses Pursuant to Local Rule 2016-5 for the Period March 2, 2009 Through June 30, 2009 (the "Compensation Period"), it is hereby:

ORDERED, ADJUDGED and DECREED that the sum of \$595,161.29 is reasonable compensation for the professional services rendered on behalf of the Committee and \$18,072.30 is allowed for reimbursement of costs advanced or expended on behalf of the Committee, and it is further

ORDERED, ADJUDGED AND DECREED that the Debtor shall pay Chanin the fees requested in the amount of \$595,161.29 and actual, necessary expenses in the

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amount of \$18,072.30 for the Compensation Period and (ii) that the Debtors are directed to pay to Chanin the unadvanced amounts for the Compensation Period in the amount of \$119,032.26.

BY THE COURT:

Stephen Raslavich
United States Bankruptcy Judge

LLC (1768), Broad Street Publishing, LLC (4574), Philadelphia Media, LLC (0657) and Philadelphia Media Holdings, LLC.

{M0765517.1}

CERTIFICATE OF SERVICE

It is hereby certified that a true and correct copy of the foregoing CERTIFICATE OF NO OBJECTION FOR FIRST INTERIM QUARTERLY REQUEST OF CHANIN CAPITAL PARTNERS LLC, FINANCIAL ADVISORS FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR PAYMENT ON ACCOUNT FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES PURSUANT TO LOCAL RULE 2016-5 FOR THE PERIOD MARCH 2, 2009 THROUGH JUNE 30, 2009 was served this 9th day of October, 2009 on the parties listed below by electronic mail and by the Court's CM/ECF transmission:

Mark K. Thomas
Proskauer Rose LLP
Three First National Plaza
70 W. Madison, Suite 3800
Chicago, IL 60602
Via Electronic Mail

Lawrence G. McMichael
Dilworth Paxson LLP
1500 Market Street
Suite 3500E
Philadelphia, PA 19102
Via Electronic Mail

George M. Conway
Office of the United States Trustee
833 Chestnut Street, Suite 500
Philadelphia, PA 19107
Via Electronic Mail

Andrew J. Flame
Drinker Biddle & Reath LLP
One Logan Square
18th & Cherry Streets
Philadelphia, PA 19103-6996
Via Electronic Mail



Brya M. Keilson