

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

IN RE:	)	Chapter 11
	)	
Philadelphia Newspapers, LLC <i>et al.</i> , <sup>1</sup>	)	Case No. 09-11204-SR
	)	
	)	Jointly Administered
Debtors.	)	
_____	)	

**CERTIFICATE OF OBJECTION FOR APPLICATION OF O’MELVENY & MYERS LLP FOR PAYMENT ON ACCOUNT PURSUANT TO LOCAL RULE 2016-5 FOR THE PERIOD OF SEPTEMBER 1, 2009, THROUGH SEPTEMBER 30, 2009**

O’Melveny & Myers LLP (“OMM”) hereby certifies that:

1. On October 21, 2009, copies of the Application of O’Melveny & Myers LLP for Payment on Account Pursuant to Local Rule 2016-5 for the Period of September 1, 2009, through September 30, 2009 (the “Application”) [D.I. 1294] were served upon all creditors and parties-in-interest who receive notices via the ECF system, along with the notice thereof.

2. OMM further certifies that on November 5, 2009, The Office of the United States Trustee (“UST”) filed an objection to the Application [D.I. 1385] (the “Objection”). No further objections or responses to the Application were filed and served within the time period established by this Court.

3. While the Objection does not clearly recite the amount to which the UST is objecting, the amount in question appears to be that of the total expenses for which reimbursement is sought in the Application, which is equal to \$11,875.22.

4. Notwithstanding the foregoing, the UST reserves the right to further object to the request for payment pending meaningful review of the request. Any subsequent reduction

<sup>1</sup> 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).

in the amount of fees or costs paid pursuant to the Application that must be agreed upon or ordered shall be deducted from the 20% holdback or from amounts requested in a future application for payment. Additionally, all parties-in-interest, including the UST, reserve the right to object to any request for payment or fee application in these cases.

In accordance with Local Bankruptcy Rule 2016(5)(g) and (h), upon receipt of this certification indicating that the amount subject to the Objection totals \$11,875.22 and no objection has been made with regard to the eighty percent (80%) of the fees requested in the Application, or \$177,600.80, the Debtors shall pay OMM \$177,600.80.

ECKERT SEAMANS CHERIN & MELLOTT, LLC

Dated: November 17, 2009

By: /s/ Brya M. Keilson  
Gary Schildhorn (Pa ID # 25770)  
Ronald S. Gellert (Pa ID # 80783)  
Brya M. Keilson (Pa ID # 94565)  
Two Liberty Place  
50 South 16<sup>th</sup> Street, 22<sup>nd</sup> Floor  
Philadelphia, Pennsylvania 19102  
(215) 851-8400  
(215) 851-8383 (*facsimile*)  
*Co-Counsel for the Official  
Committee of Unsecured Creditors*

Gerald C. Bender (*admitted pro hac vice*)  
Melanie A. McLaughlin (*admitted pro hac vice*)  
O'MELVENY & MYERS LLP  
Times Square Tower  
7 Times Square  
New York, NY 10036  
(212) 326-2000 (telephone)  
(212) 326-2061 (*facsimile*)

and

Ben H. Logan (*admitted pro hac vice*)  
O'MELVENY & MYERS LLP  
400 South Hope Street  
Los Angeles, CA 90071  
(213) 430-6000 (telephone)  
(213) 430-6407 (facsimile)  
*Co-Counsel for the Official Committee  
of Unsecured Creditors*

**CERTIFICATE OF SERVICE**

It is hereby certified that a true and correct copy of the foregoing CERTIFICATE OF OBJECTION FOR APPLICATION OF O'MELVENY & MYERS LLP FOR PAYMENT ON ACCOUNT PURSUANT TO LOCAL RULE 2016-5 FOR THE PERIOD OF SEPTEMBER 1, 2009, THROUGH SEPTEMBER 30, 2009 was served this 17<sup>th</sup> day of November, 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  
18<sup>th</sup> & Cherry Streets  
Philadelphia, PA 19103-6996  
Via Electronic Mail

/s/ Brya M. Keilson

Brya M. Keilson