

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

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

**NOTICE OF REQUEST FOR PAYMENT OF FEES AND REIMBURSEMENT
OF O’MELVENY & MYERS LLP FOR THE PERIOD
JULY 1, 2009 THROUGH OCTOBER 31, 2009, PURSUANT TO LOCAL RULE 2016-5**

TO: The United States Trustee, and All Parties on the Clerk’s Service List.

1. O’Melveny & Myers, LLP (“OMM”), counsel to the Official Committee of Unsecured Creditors, has filed its application for payment on account, a copy of which is attached hereto. The Application covers the time period from July 1, 2009 through October 31, 2009 and requests Court approval for (i) professional fees in the amount of \$721,415.25 and actual, necessary expenses in the amount of \$30,466.11 for the Compensation Period and (ii) direct the Debtors to pay to OMM the unadvanced amounts for the Compensation Period for a net payment of \$460,812.29.

2. Any party receiving this Notice may file an answer, objection or other responsive pleading to the Application with the Clerk of the United States Bankruptcy Court for the Eastern District of Pennsylvania, 900 Market Street, Suite 400, Philadelphia, PA 19107-4299, on or before twenty (20) days from the date of this Notice. A copy of answer, objection or other responsive pleading filed with respect to the Application must be served upon OMM at the address set forth below. **Pursuant to Local Rule 2016-5(f), any objection must identify the objector, state the basis of the objection, and identify the amount of the requested payment that is objected to and the amount that is not objected to.**

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).

3. In the absence of any answer, objection, other responsive pleading, or request for hearing, OMM will certify same to the Court and request that the Debtors pay 80% of the fees requested and 100% of the expenses described in the Application. To the extent objections are filed, OMM will certify same to the Court and request that the Debtors pay 80% of the fees requested and 100% of the expenses described in the Application to which there are no objections.

Dated: November 30, 2009

Respectfully submitted,

ECKERT SEAMANS CHERIN & MELLOTT, LLC

/s/ Brya M. Keilson

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*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 NOTICE AND SECOND INTERIM APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES OF O'MELVENY & MYERS LLP FOR THE PERIOD JULY 1, 2009 THROUGH OCTOBER 31, 2009 as served this 30th day of November, 2009 on the parties listed below by electronic mail and by the Court's CM/ECF transmission:

Mark K. Thomas
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Via Electronic Mail

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/s/ Brya M. Keilson
Brya M. Keilson