

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-JKF
Debtors.) Jointly Administered

CERTIFICATE OF NO OBJECTION FOR APPLICATION OF O'MELVENY & MYERS LLP FOR PAYMENT ON ACCOUNT PURSUANT TO LOCAL RULE 2016-5 FOR THE PERIOD OF MARCH 1, 2009 THROUGH MARCH 30, 2009

O'Melveny & Myers LLP ("O&M") hereby certifies that:

1. On March 22, 2009, copies of the Application of O'Melveny & Myers LLP for Payment on Account Pursuant to Local Rule 2016-5 for the Period of March 1, 2009 through March 31, 2009 (the "Application") [D.I. 407] were served upon all creditors and parties-in-interest who receive notices via the ECF system, along with the notice thereof.

2. On May 13, 2009, copies of the Amended Application of O'Melveny & Myers LLP for Payment on Account Pursuant to Local Rule 2016-5 for the Period of March 1, 2009 through March 31, 2009 (the "Amended Application") [D.I. 458] were served upon all creditors and parties-in-interest who receive notices via the ECF system.

3. On July 9, 2009, copies of the Second Amended Application of O'Melveny & Myers LLP for Payment on Account Pursuant to Local Rule 2016-5 for the Period of March 1, 2009 through March 31, 2009 (the "Second Amended Application") [D.I. 744] were served upon all creditors and parties-in-interest who receive notices via the ECF system.

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).

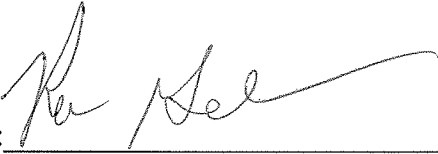
4. O&M further certifies that no objections or responses to the Application were filed and served within the time period established by this Court, except that the United States Trustee informally contacted counsel with comments on the Application, which comments were resolved by the filing of the Second Amended Application.

5. 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, as amended. Any subsequent reduction in the amount of fees or costs paid pursuant to the Amended 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 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(5)(h), upon receipt of this certification which indicates that no timely objections have been filed, the Debtors shall pay O&M eighty percent (80%) of the fees requested in the Amended Application, or \$94,540.00 plus one hundred percent (100%) of the expenses requested in the Amended Application, or \$3,549.96, for a total amount of \$98,089.96.

ECKERT SEAMANS CHERIN & MELLOTT, LLC

Dated: July 9, 2009

By: 

Gary Schildhorn (Pa ID # 25770)
Ronald S. Gellert (Pa ID # 80783)
Brya M. Keilson (Pa ID # 94565)
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IN RE:) Chapter 11
Philadelphia Newspapers, LLC et al.,¹) Case No. 09-11204-JKF
) (Jointly Administered)
Debtors.)

CERTIFICATE OF SERVICE

It is hereby certified that a true and correct copy of the foregoing Certificate of No Objection for Second Amended Request for Payment of Fees and Reimbursement of Expenses of O'Melveny & Myers LLP for the Period March 2, 2009 through March 31, 2009, Pursuant to Local Rule 2016-5 was served this 9th day of July, 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

David M. Klauder
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

[Handwritten signature of Eduardo A. Texidor, Jr.]
Eduardo A. Texidor, Jr.

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