

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
) (Jointly Administered)
Debtor.)

NOTICE OF REQUEST FOR PAYMENT OF FEES AND REIMBURSEMENT OF O'MELVENY & MYERS LLP FOR THE PERIOD JUNE 1, 2009 THROUGH JUNE 30, 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 first application for payment on account, a copy of which is attached hereto. The Application covers the time period from June 1, 2009 through June 30, 2009 and requests allowance and payment of fees in the total amount of \$124,613.02. This total is comprised as follows: \$120,471.20 (80% of the fees for services rendered) plus \$4,141.82 (100% of expenses incurred).

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.

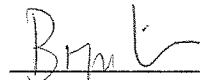
¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Philadelphia Newspapers, LLC (3870), PMH Acquisition, LLC (1299), Broad Street Video, LLC (4665), Philadelphia Direct, LLC (4439), Philly Online, LLC (5185), PMH Holdings, 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: July 27, 2009

Respectfully submitted,

ECKERT SEAMANS CHERIN & MELLOTT, LLC



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