

UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA

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|--|---|------------------------|
| In re: |) | Chapter 11 |
| |) | |
| Philadelphia Newspapers, LLC, <i>et al.</i> , ¹ |) | Case No. 09-11204 (SR) |
| |) | |
| Debtors. |) | Jointly Administered |
| |) | |
| |) | RE: D.I. 954 |

**OBJECTION OF THE OFFICIAL COMMITTEE OF
UNSECURED CREDITORS TO THE DEBTORS' MOTION FOR
RECONSIDERATION OF THE CAP IMPOSED BY THIS COURT'S
AUGUST 11, 2009 ORDER AUTHORIZING PAYMENT OF FEES AND
EXPENSES FOR PROSPECTIVE DEBTOR-IN-POSSESSION FINANCING**

The Official Committee of Unsecured Creditors (the "Committee"), appointed in the chapter 11 cases (the "Chapter 11 Cases") of the above-captioned debtors and debtors-in-possession (collectively, the "Debtors"), hereby files this Objection (the "Objection") to the Debtors' Motion For Reconsideration of the Cap Imposed By This Court's August 11, 2009 Order Authorizing Payment of Fees and Expenses For Prospective Debtor-In-Possession Financing (the "Motion"), filed on August 21, 2009 (D.I. 954).

ARGUMENT

Through their Motion, the Debtors ask that this Court revisit its August 11, 2009 Order in which this Court imposed a \$100,000 cap on the amount that the Debtors can reimburse their prospective DIP lender for certain fees and expenses incurred. The sole basis for the Debtors' Motion is that the actual expenses incurred by the proposed DIP

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), Philadelphia Media, LLC (0657) and Philadelphia Media Holdings, LLC.

lender are greater than \$100,000.

The Committee objects to the Motion for each and every one of the reasons stated at the August 11, 2009 hearing on the Debtors' Motion For The Entry of an Order Pursuant to 11 U.S.C. §§ 105 and 363(b) Authorizing Payment of Fees and Expenses For Prospective Debtor-In-Possession Financing (D.I. 822).

WHEREFORE, for the reasons stated above, the Committee respectfully requests that the Court deny the relief sought in the Debtors' Motion.

Dated: August 24, 2009
Philadelphia, Pennsylvania

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Newspapers, LLC, *et al.*

CERTIFICATE OF SERVICE

It is hereby certified that a true and correct copy of the foregoing *Objection Of The Official Committee Of Unsecured Creditors To The Debtors' Motion For Reconsideration Of The Cap Imposed By This Court's August 11, 2009 Order Authorizing Payment Of Fees And Expenses For Prospective Debtor-In-Possession Financing* was served on the 24th day of August, 2009 on the parties listed below by electronic mail and by the Court's CM/ECF transmission:

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