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August 5, 2010

VIA HAND DELIVERY

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington DC 20554

RE: Tribune Company, Debtor-In-Possession
MB Docket No. 10-104

Dear Ms. Dortch:

On August 3, 2010, a Notice of Ex Parte Presentation ("Notice") was filed with the Commission for association with the above-referenced docket, by counsel for Tribune Company, Debtor-in-Possession ("Tribune"). The Notice reported that the day before, on August 2, 2010, counsel for Tribune and counsel for JP Morgan Chase Bank, N.A., met with representatives of the Media Bureau to discuss matters related to the docket.

According to the Notice, counsel "noted that the oppositions to Tribune's Applications provided no basis for delaying processing of the Applications or for denying the requested waivers," and counsel discussed "the upcoming August 6 date for shareholder's [sic] to vote on the Plan [of Reorganization], the recent completion of the Examiner's Report and its submission in the bankruptcy proceeding, and the scheduled August 30 hearing, at which the Bankruptcy Court will consider approval of the Plan."

The Notice reflects that the import of the presentation was to exhort the Commission to act quickly on the Applications in light of the imminent vote on the Plan – purportedly tomorrow. The Notice advises that counsel "agreed to keep the Commission apprised of any further developments at the Bankruptcy Court that might require additional filings with the Commission."

On August 3, 2010, the very day that counsel for Tribune sent his letter to you, Bankruptcy Court Chief Judge Kevin Carey issued a new schedule that changed the dates set forth in counsel's letter. Specifically, the vote on the Plan will not take place on August 6, 2010. Instead, that vote is scheduled for August 20, 2010. Also, the hearing on approval of the Plan that was scheduled to take place on August 30, 2010 has been rescheduled to take place on October 4, 2010. A copy of the August 3, 2010 schedule is attached.

The assertion by counsel for Tribune that there was "no basis for delaying processing of the Applications or for denying the requested waivers" is disingenuous. The full, unredacted Examiner's Report noted above was provided to the Bankruptcy Court on July 29, 2010. The report made many findings that reflect on the character of some of the applicants. Subsequently, the Bankruptcy Court issued the new schedule. For counsel for Tribune to urge the Commission to rush when the



Bankruptcy Court has indicated that additional time is required to consider the findings of the Examiner is telling.

Also, on August 4, 2010, Wilmington Trust submitted the Examiner's Report in this docket as a supplement to its Petition to Deny the Applications. Wilmington Trust wishes the Commission to be fully apprised of the Tribune bankruptcy, including the current status and progress of the bankruptcy proceeding.

For the reasons stated in its Petition to Deny and August 4, 2010 Supplement, Wilmington Trust is confident that the Commission will fully evaluate and resolve the serious questions raised by the Tribune proposal against the standard of public interest—including the well-reasoned findings in the Examiner's Report. Wilmington Trust respectfully suggests that the Commission will be better positioned to evaluate the merits of the Applications after the Bankruptcy Court determines who will own Reorganized Tribune. Again, the Examiner's Report lends support to the position of Wilmington Trust that the Commission is being asked to approve the transfer of licenses to Applicants who may never own any part of Reorganized Tribune.

Respectfully submitted,

Counsel to Wilmington Trust Company, as
Successor Indenture Trustee for the \$1.2 Billion
Exchangeable Subordinated Debentures Due
2029, Generally Referred to as The PHONES

cc: Hon. Julius Genachowski
Hon. Michael J. Copps
Hon. Robert M. McDowell
Hon. Mignon Clyburn
Hon. Meredith Attwell Baker
Barbara Kreisman (via email)
Clay Pendarvis (via email)
David N. Roberts (via email)
Adrienne Denysyk (via email)
John R. Feore, Jr., Esquire
Stanley M. Brand, Esquire
Richard E. Wiley, Esquire
Bradley T. Raymond, Esquire
James A. Stenger, Esquire
Andrew Jay Schwartzman, Esquire
Angela J. Campbell, Esquire

**UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

TRIBUNE COMPANY, et al.,¹

Debtors.

Chapter 11

Case No. 08-13141 (KJC)

Jointly Administered

Ref. Docket Nos. 4707, 4366 and 4928

**ORDER FURTHER AMENDING CERTAIN DEADLINES IN (A) DISCOVERY AND
SCHEDULING ORDER AND (B) SOLICITATION ORDER**

The Court having entered those certain (i) Order (I) Approving Disclosure Statement; (II) Establishing Procedures for Solicitation and Tabulation of Votes to Accept or Reject Amended Joint Plan of Reorganization for Tribune Company and Its Subsidiaries; (III) Establishing Deadline for Return of Media Ownership Certifications; (IV) Scheduling Confirmation Hearing; (V) Establishing Notice and Objection Procedures in Respect of

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: Tribune Company (0355); 435 Production Company (8865); 5800 Sunset Productions Inc. (5510); Baltimore Newspaper Networks, Inc. (8258); California Community News Corporation (5306); Candle Holdings Corporation (5626); Channel 20, Inc. (7399); Channel 39, Inc. (5256); Channel 40, Inc. (3844); Chicago Avenue Construction Company (8634); Chicago River Production Company (5434); Chicago Tribune Company (3437); Chicago Tribune Newspapers, Inc. (0439); Chicago Tribune Press Service, Inc. (3167); ChicagoLand Microwave Licensee, Inc. (1579); Chicagoland Publishing Company (3237); Chicagoland Television News, Inc. (1352); Courant Specialty Products, Inc. (9221); Direct Mail Associates, Inc. (6121); Distribution Systems of America, Inc. (3811); Eagle New Media Investments, LLC (6661); Eagle Publishing Investments, LLC (6327); forsalebyowner.com corp. (0219); ForSaleByOwner.com Referral Services, LLC (9205); Fortify Holdings Corporation (5628); Forum Publishing Group, Inc. (2940); Gold Coast Publications, Inc. (5505); GreenCo, Inc. (7416); Heart & Crown Advertising, Inc. (9808); Homeowners Realty, Inc. (1507); Homestead Publishing Co. (4903); Hoy, LLC (8033); Hoy Publications, LLC (2352); InsertCo, Inc. (2663); Internet Foreclosure Service, Inc. (6550); JuliusAir Company, LLC (9479); JuliusAir Company II, LLC; KIAH Inc. (4014); KPLR, Inc. (7943); KSWB Inc. (7035); KTLA Inc. (3404); KWGN Inc. (5347); Los Angeles Times Communications LLC (1324); Los Angeles Times International, Ltd. (6079); Los Angeles Times Newspapers, Inc. (0416); Magic T Music Publishing Company (6522); NBBF, LLC (0893); Neocomm, Inc. (7208); New Mass. Media, Inc. (9553); Newscom Services, Inc. (4817); Newspaper Readers Agency, Inc. (7335); North Michigan Production Company (5466); North Orange Avenue Properties, Inc. (4056); Oak Brook Productions, Inc. (2598); Orlando Sentinel Communications Company (3775); Patuxent Publishing Company (4223); Publishers Forest Products Co. of Washington (4750); Sentinel Communications News Ventures, Inc. (2027); Shepard's Inc. (7931); Signs of Distinction, Inc. (3603); Southern Connecticut Newspapers, Inc. (1455); Star Community Publishing Group, LLC (5612); Steamweb, Inc. (4276); Sun-Sentinel Company (2684); The Baltimore Sun Company (6880); The Daily Press, Inc. (9368); The Hartford Courant Company (3490); The Morning Call, Inc. (7560); The Other Company LLC (5337); Times Mirror Land and Timber Company (7088); Times Mirror Payroll Processing Company, Inc. (4227); Times Mirror Services Company, Inc. (1326); TMLH 2, Inc. (0720); TMLS I, Inc. (0719); TMS Entertainment Guides, Inc. (6325); Tower Distribution Company (9066); Towering T Music Publishing Company (2470); Tribune Broadcast Holdings, Inc. (4438); Tribune Broadcasting Company (2569); Tribune Broadcasting Holdco, LLC (2534); Tribune Broadcasting News Network, Inc., n/k/a Tribune Washington Bureau Inc. (1088); Tribune California Properties, Inc. (1629); Tribune CNLBC, LLC, f/k/a Chicago National League Ball Club, LLC (0347); Tribune Direct Marketing, Inc. (1479); Tribune Entertainment Company (6232); Tribune Entertainment Production Company (5393); Tribune Finance, LLC (2537); Tribune Finance Service Center, Inc. (7844); Tribune License, Inc. (1035); Tribune Los Angeles, Inc. (4522); Tribune Manhattan Newspaper Holdings, Inc. (7279); Tribune Media Net, Inc. (7847); Tribune Media Services, Inc. (1080); Tribune Network Holdings Company (9936); Tribune New York Newspaper Holdings, LLC (7278); Tribune NM, Inc. (9939); Tribune Publishing Company (9720); Tribune Television Company (1634); Tribune Television Holdings, Inc. (1630); Tribune Television New Orleans, Inc. (4055); Tribune Television Northwest, Inc. (2975); ValuMail, Inc. (9512); Virginia Community Shoppers, LLC (4025); Virginia Gazette Companies, LLC (9587); WATL, LLC (7384); WCWN LLC (5982); WDCW Broadcasting, Inc. (8300); WGN Continental Broadcasting Company (9530); WLVI Inc. (8074); WPIX, Inc. (0191); and WTXN Inc. (1268). The Debtors' corporate headquarters and the mailing address for each Debtor is 435 North Michigan Avenue, Chicago, Illinois 60611.

Confirmation of Amended Joint Plan of Reorganization; and (VI) Granting Related Relief [Docket No. 4707] (the "Solicitation Order"); (ii) Discovery and Scheduling Order for Plan Confirmation [Docket No. 4366] (the "Scheduling Order") and (iii) Order (I) Amending Certain Deadlines in (A) Discovery and Scheduling Order and (B) Solicitation Order, and (II) Approving Motion of Court-Appointed Examiner, Kenneth N. Klee, Esq., for Extension of Report Deadline [Docket No. 4928] (the "Amended Deadline Order"); and now, based upon the statements made on the record at the hearing on August 3, 2010; and the Court and the parties desiring to extend certain deadlines in the Solicitation Order, the Scheduling Order and the Amended Deadline Order; and the Court finding that the relief requested is in the best interests of the Debtors, their estates and creditors as a whole; and after due deliberation and sufficient cause appearing therefor, it is hereby²

ORDERED, that the following deadlines in the Solicitation Order and the Amended Deadline Order are hereby modified as follows:

- the Voting Deadline is extended such that any properly executed and completed original Ballots or Master Ballots that are received by the Voting Agent on or prior to **August 20, 2010** will be counted in accordance with the procedures set forth in the Solicitation Order;
- the Objection Deadline is extended to **August 27, 2010 at 4:00 p.m. (prevailing Eastern Time)**;
- the deadline for the Voting Agent to file the results of its tabulation of votes to accept or reject the Plan is extended to **August 27, 2010**;
- responses, if any, to any objection to confirmation of the Plan shall be filed on or before **September 8, 2010 at 4:00 p.m. (prevailing Eastern time)**, and the Debtors shall also file with the Court their proposed findings of fact and conclusions of law and their memorandum in support of confirmation on or before such date; and

² Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Solicitation Order or the Scheduling Order, as applicable.

- the Confirmation Hearing ~~is adjourned sine die,~~ shall commence on October 4, 2010 at 10:00 a.m.;

and it is further

ORDERED, that the following deadlines in the Scheduling Order and Amended Deadline Order are hereby modified as follows:

- the deadline for all parties in interest to further comply with the requirements of Bankruptcy Rule 7026 and Federal Rule of Civil Procedure 26(a)(2)(B) in respect to experts is extended to August 10, 2010; ³⁰
- expert depositions may commence on or after ~~August 25,~~ September 7, 2010; and
- the Joint Pretrial Memorandum, along with any other documents required by Chambers Procedures for the Honorable Kevin J. Carey, shall be filed with the Court by 4:00 p.m. on September 8, 2010;

and it is further

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ORDERED, that except as otherwise expressly modified pursuant to this Order, all of the procedures, deadlines and other provisions set forth in the Scheduling Order, the Solicitation Order and the Amended Deadline Order shall remain unchanged and in full force and effect; and it is further

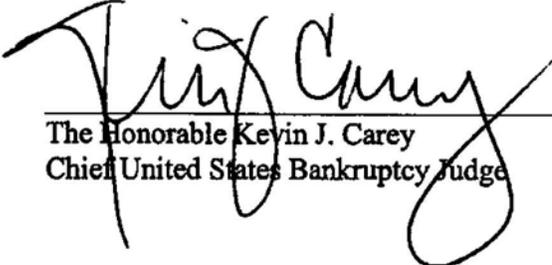
ORDERED, that the Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order; and it is further

ORDERED, that no later than three business days following the entry of this Order, the Debtors shall provide notice of the entry of this Order to (i) the Office of the United States Trustee; (ii) the United States Securities and Exchange Commission; (iii) the Office of the United States Attorney for the District of Delaware; (iv) the Internal Revenue Service; (v) counsel for the Committee; (vi) counsel to the administrative agents for the Debtors' prepetition loan facilities; (vii) counsel to the administrative agent for the Debtors' postpetition loan facility; (viii) the indenture trustees for the Debtors' prepetition notes; (ix) all parties that

received Ballots; and (x) all parties having requested notice pursuant to Bankruptcy Rule 2002;
and it is further

ORDERED, that this Court shall retain jurisdiction with respect to all matters
arising from or related to the implementation of this Order.

Dated: Wilmington, Delaware
August 3, 2010



The Honorable Kevin J. Carey
Chief United States Bankruptcy Judge