

**UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION**

In re:

Black Crow Media Group, L.L.C., *et al.*,

Debtors.¹

Chapter 11

Case No. 3:10-bk-00172
(Jointly Administered)

**RESPONSE OF GENERAL ELECTRIC CAPITAL CORPORATION
TO THE DEBTORS' RETENTION OF PROFESSIONALS IN THESE CASES**

General Electric Capital Corporation (“GE Capital”), sole secured creditor in these Chapter 11 cases, hereby submits this response (this “Response”) to each of the Debtors’ applications² (“Applications”) concerning the retention of professionals (each a “Professional”) and respectfully represents as follows:

RESPONSE

1. Each of the Applications states that prior to the filing of these Chapter 11 cases, each Professional received from the Debtors a pre-petition retainer, which is being held by the Professional (collectively, the “Retainers”). To the extent that the Retainers were made from proceeds of GE Capital’s collateral, they constitute cash collateral of GE Capital. GE Capital

¹ The Debtors consist of the following twelve (12) entities: (i) Black Crow Media Group, L.L.C.; (ii) Black Crow Media, L.L.C., (iii) Black Crow Broadcasting, Inc.; (iv) Rocket City Broadcasting LLC (f/k/a STG Media, L.L.C.), (v) Black Crow Media of Valdosta, LLC (f/k/a RTG Media, L.L.C.), (vi) Thomas Media Operations, L.L.C., (vii) Black Crow Radio, L.L.C, (viii) BCA Radio, L.L.C., (ix) RTG Radio, L.L.C., (x) Thomas Radio, L.L.C., (xi) Thomas Media, Inc.; and (xii) Rainbow Media, Inc.

² The Applications consist of: (i) Application Of Black Crow Media Group, LLC et al., To Employ Latham, Shuker, Eden & Beaudine, LLP, As Debtors’ Co-Counsel, *Nunc Pro Tunc* to January 12, 2010 (Docket No. 23); (ii) Application To Employ And Retain Wiley Rein LLP As Attorneys For The Debtors Pursuant To 11 U.S.C. §§ 327(A) And 329, *Nunc Pro Tunc* To January 12, 2010 (Docket No. 48); (iii) Application To Employ And Retain Edinger Associates As Special Corporate And Transactional Counsel To The Debtors Pursuant To 11 U.S.C. § 327(E) (Docket No. 69); and (iv) Application For Authority To Employ And Retain Protiviti Inc. As Financial Advisor To The Debtors, *Nunc Pro Tunc* To January 12, 2010 (Docket No. 71).

has not consented to the use of its cash collateral (including the Retainers) to pay professionals fees of the Debtors and reserves all rights regarding the same until such time as the Professional seeks to have the Retainer applied.

Dated: February 4, 2010
Jacksonville, Florida

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Certificate of Service

I certify that a copy of this document has been furnished by the Court's CM/ECF electronic notification system this 4th day of February, 2010, to (i) Mariane L Dorris. Esq., R. Scott Shuker, Esq., Latham Shuker Eden & Beaudine LLP, 390 North Orange Avenue, Suite 600, Orlando, FL 32801 and (ii) Timothy S. Laffredi, Office of the United States Trustee, 135 West Central Blvd., Suite 620, Orlando, FL 32801 and by mail to those parties on the attached list.

s/ Cynthia C. Jackson

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