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Counsel for Debtors,
 The Brown Publishing Company, *et al.*

**UNITED STATES BANKRUPTCY COURT
 EASTERN DISTRICT OF NEW YORK**

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In re:	:
	:
THE BROWN PUBLISHING	:
COMPANY,	:
DPI LIQUIDATION INC.,	:
BROWN MEDIA HOLDINGS	:
COMPANY,	:
BOULDER BUSINESS INFORMATION	:
INC.,	:
BROWN BUSINESS LEDGER, LLC,	:
BROWN PUBLISHING INC., LLC,	:
BUSINESS PUBLICATIONS, LLC,	:
THE DELAWARE GAZETTE	:
COMPANY,	:
SC BIZ NEWS, LLC,	:
TEXAS COMMUNITY NEWSPAPERS,	:
INC.,	:
TEXAS BUSINESS NEWS, LLC,	:
TROY DAILY NEWS, INC.,	:
UPSTATE BUSINESS NEWS, LLC,	:
UTAH BUSINESS PUBLISHERS, LLC,	:
ARG, LLC,	:
Debtors.	:
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Chapter 11
 Case No. 10-73295 (DTE)
 (Jointly Administered)

**DEBTORS' STATEMENT PURSUANT TO CHAMBERS RULE VIII
 REGARDING (I) CONFIRMATION OF THE THIRD AMENDED JOINT
 CHAPTER 11 PLAN OF LIQUIDATION OF THE BROWN PUBLISHING
 COMPANY, BROWN MEDIA HOLDINGS COMPANY, AND THEIR RESPECTIVE
 DEBTOR AFFILIATES AND SUBSIDIARIES PURSUANT TO 11 U.S.C. § 1129(b) AND
(II) TESTIMONY TO BE PRESENTED IN SUPPORT OF CONFIRMATION**

The Brown Publishing Company, Brown Media Holdings Corporation, DPI Liquidation Inc. (f/k/a Dan's Papers, Inc.), Boulder Business Information Inc., Brown Business Ledger, LLC, Brown Publishing Inc., LLC, Business Publications, LLC, The Delaware Gazette Company, SC Biz News, LLC, Texas Business News, LLC, Texas Community Newspapers, Inc., Troy Daily News, Inc., Upstate Business News, LLC, Utah Business Publishers, LLC, and ARG, LLC (collectively, the "Debtors"), debtors and debtors in possession in these jointly-administered Chapter 11 Cases, submit this statement pursuant to Article VIII of the Chambers Rules of the Honorable Dorothy T. Eisenberg regarding (a) confirmation of the Third Amended Joint Chapter 11 Plan of Liquidation of The Brown Publishing Company, Brown Media Holdings Company, and Their Respective Debtor Affiliates and Subsidiaries, dated May 27, 2011 (Docket No. 772) (the "Plan")¹ pursuant to section 1129(b) of title 11 of the United States Code (the "Bankruptcy Code") and (b) testimony to be presented by the Debtors in support of the confirmation of the Plan.

I. THE DEBTORS PROPOSE TO CONFIRM THE PLAN PURUSANT TO SECTION 1129(b) OF THE BANKRUPTCY CODE

The Debtors propose to confirm the Plan pursuant to Section 1129(b) of the Bankruptcy Code for the reasons set forth in the Debtors' Memorandum of Law (I) In Support of Confirmation of the Third Amended Joint Chapter 11 Plan of Liquidation of The Brown Publishing Company, Brown Media Holdings Company, and Their Respective Debtor Affiliates and Subsidiaries and (II) In Response to Objections Thereto (Docket No. 775).

¹ All capitalized terms used but not otherwise defined herein shall have the meanings attributed to them in the Plan.

**II. IDENTIFICATION OF THE DEBTORS' WITNESSES IN SUPPORT OF
CONFIRMATION OF THE PLAN**

At the hearing to consider confirmation of the Plan, the Debtors will call the following witnesses to testify in support of confirmation of the Plan (the "Confirmation Hearing"):

- **Thomas C. Carlson.** Mr. Carlson has served as an officer of each of the Debtors and the independent director of the Incorporated Debtors² since the commencement of the Chapter 11 Cases.
- **Edna Lee.** Ms. Lee is a managing director of Mesirow Financial Consulting, LLC, the Debtors' financial advisors.

The Debtors reserve the right to call other witnesses at the Confirmation Hearing as necessary to respond to inquiries from the Court or the arguments of any party or to any evidence presented in opposition to confirmation of the Plan, as well as any witness offered by any other party.

Dated: New York, New York
May 31, 2011

Respectfully submitted,

K&L GATES LLP

By: /s/ Edward M. Fox
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² The term "Incorporated Debtors" refers to BPC, BMH, Troy Daily News, Inc., The Delaware Gazette Company, Dan's Papers, Inc., Texas Community Newspapers, Inc. and Boulder Business Information, Inc.