

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

In re: **CASE NO. 3:10-bk-00172-PMG**
BLACK CROW MEDIA **CHAPTER 11**
GROUP, LLC, et al.,¹
Debtors. **Jointly Administered**

**NOTICE OF CONDITIONAL APPROVAL OF DISCLOSURE STATEMENT AND
HEARING TO CONSIDER FINAL APPROVAL OF DISCLOSURE STATEMENT AND
CONFIRMATION OF THE DEBTORS' JOINT PLAN OF REORGANIZATION**

PLEASE TAKE NOTICE THAT:

On November 14, 2011, BLACK CROW MEDIA GROUP, LLC and its affiliated debtors and debtors-in-possession (“Black Crow” or “Debtors”) filed their First Amended Joint Plan of Reorganization (the “Plan”) and the Disclosure Statement (with any amendments, the “Disclosure Statement”) associated with the Plan.

After a hearing held on November 22, 2011, the Court entered an Order (I) Conditionally Approving Debtors’ First Amended Disclosure Statement; (II) Combining Hearings on Debtors’ First Amended Disclosure Statement And Confirmation of Debtors’ First Amended Plan of Reorganization; (III) Fixing Time for Filing Fee And Other Administrative Expense Applications; (IV) Fixing Time for Filing Acceptances or Rejections of Plan; and (V) Granting Related Relief (“Confirmation Procedures Order”). Pursuant to the Confirmation Procedures Order, accompanying this Notice is a disc containing an electronic copy of the Disclosure

¹ The Debtors in these chapter 11 cases are: (i) Black Crow Media Group, LLC (“Black Crow Group”), (ii) Black Crow Media, L.L.C. (“Black Crow Media”), (iii) Black Crow Broadcasting, Inc. (“Black Crow Broadcasting”), (iv) Black Crow Radio, L.L.C. (“Black Crow Radio”), (v) Rocket City Broadcasting, LLC (“Rocket City”), (vi) BCA Radio, L.L.C. (“BCA Radio”), (vii) Black Crow Media of Valdosta, LLC (“Valdosta”), (viii) RTG Radio, L.L.C. (“RTG Radio”), (ix) Thomas Media Operations, L.L.C. (“Thomas Media”), (x) Thomas Radio, L.L.C. (“Thomas

Statement and Plan, a copy of the Confirmation Procedures Order and certain materials relating to the solicitation of creditors' votes to accept or reject the Plan, including, if you are a member of a class entitled to vote on the Plan, a Ballot (hereafter defined). If you are unable to access the Plan and Disclosure Statement through the computer disk, you may obtain paper copies by contacting the undersigned counsel.

As set forth in the Confirmation Procedures Order, a hearing to consider final approval of the Disclosure Statement and confirmation of the Plan will commence before the Honorable Paul M. Glenn, United States Bankruptcy Judge for the Middle District of Florida, 300 N. Hogan Street, 4th Floor – Courtroom 4A, Jacksonville, Florida, 32202 at **2:30 p.m.** prevailing Eastern Time, on **December 27, 2011**.

If you are the holder of a claim against the Debtors as of November 22, 2011, and you are a member of a class entitled to vote to accept or reject the Plan, then you have received with this Notice, a ballot (“Ballot”) and voting instructions for your claim. In order for your vote to accept or reject the Plan to be counted, you must complete all required information on the Ballot, sign the Ballot, and return the completed Ballot to the Bankruptcy Court at the address indicated on the Ballot so that it is **received** no later than **December 20, 2011**. Any failure to follow the voting instructions included with the Ballot may disqualify your Ballot and your vote.

Objections, if any, to final approval of the Disclosure Statement or confirmation of the Plan must: (a) be in writing; (b) state the name and address of the objecting party and the nature of the claim or interest of such party; (c) state with particularity the basis and nature of any objection; (d) be filed, together with proof of service, with the Court and served so that they are **received no later than December 20, 2011** by (i) counsel for the Debtors, (Wiley Rein LLP,

Radio”), (xi) Rainbow Media, Inc. (“Rainbow Media”), and (xii) Thomas Media, Inc. (“TMI”).

7925 Jones Branch Drive, Suite 6200, McLean, Virginia 22102, Attn: Valerie P. Morrison and Latham, Shuker, Eden & Beaudine, LLP, 390 North Orange Ave., Suite 600, Orlando, FL 32802-3353, Attn: R. Scott Shuker), (ii) counsel for the Official Committee of Unsecured Creditors, (Berger Singerman, P.A., 125 South Gadsden St., Suite 300, Tallahassee, FL 32301, Attn: Brian G. Rich), and (iv) the Office of the United States Trustee (135 West Central Blvd., Suite 620, Orlando, FL 32801, Attn: Timothy S. Laffredi).

/s/ R. Scott Shuker
R. Scott Shuker
Florida Bar No. 984469
Latham, Shuker, Eden & Beaudine, LLP
PO Box 3353 (32802-3353)
390 N Orange Avenue, Suite 600
Orlando, FL 32801
Tel: 407-481-5808
Fax: 407-481-5801
rshuker@lseblaw.com

and

H. Jason Gold
Valerie P. Morrison
Dylan G. Trache
WILEY REIN LLP
7925 Jones Branch Drive, Suite 6200
McLean, VA 22102
Telephone: 703-905-2800
Facsimile: 703-905-2820
Email: jgold@wileyrein.com
vmorrison@wileyrein.com
dtrache@wileyrein.com

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

In re:

CASE NO. 3:10-bk-00172-PMG

**BLACK CROW MEDIA
GROUP, LLC, *et al.*,**

CHAPTER 11

Debtors.

Jointly Administered

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true copy of the **NOTICE OF CONDITIONAL APPROVAL OF DISCLOSURE STATEMENT AND HEARING TO CONSIDER FINAL APPROVAL OF DISCLOSURE STATEMENT AND CONFIRMATION OF THE DEBTORS' JOINT PLAN OF REORGANIZATION** has been furnished by electronic transmission and/or U.S. First Class mail, postage prepaid, on November 14, 2011 to: Black Crow Media Group, LLC, Attn: J. Michael Linn, 126 W. International Speedway Blvd., Daytona Beach, Florida 32114; Black Crow Media Group, LLC, Attn: James L. Devis, 126 W. International Speedway Blvd., Daytona Beach, Florida 32114; Wiley Rein, LLP, Attn: Jason Gold, Esq., 7925 Jones Branch Dr., Ste. 6200, McLean, Virginia 22102; Wiley Rein, LLP, Attn: Dylan, G. Trache, Esq., 7925 Jones Branch Dr., Ste. 6200, McLean, Virginia 22102; Edinger Associates, Attn: Brook Edinger, 1875 I St., NW, Ste. 500, Washington, DC 20006; King & Spalding, LLP, Attn: Sarah Robinson Borders, 1180 Peachtree Street, Atlanta, GA 30309; Cynthia C. Jackson, Esq., Smith Hulsey, 225 Water Street, Ste. 1800, Jacksonville, FL 32202; and the U.S. Trustee, 135 West Central Blvd., Suite 620, Orlando, FL 32801, this 22nd day of November 2011. Black Crow Media Group, LLC shall serve all creditors and parties-in-interest and shall file a separate certificate of service upon completion.

/s/ R. Scott Shuker

R. Scott Shuker

Florida Bar No. 984469

LATHAM, SHUKER, EDEN & BEAUDINE, LLP

111 N. Magnolia Avenue, Suite 1400

P. O. Box 3353 (32802-3353)

Orlando, Florida 32801

Telephone: 407-481-5800

Facsimile: 407-481-5801

Attorneys for Debtor-in-Possession