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*Proposed Counsel to the Debtors  
and Debtors in Possession*

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

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:  
**In re:** :  
: **Chapter 11 Case No.**  
:  
**STAR TRIBUNE HOLDINGS** : **09-10244 (RDD)**  
**CORPORATION, et al.,** :  
: **(Jointly Administered)**  
:  
**Debtors.**<sup>1</sup> :  
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**AGENDA LETTER RE: MATTERS SCHEDULED FOR THE  
OMNIBUS HEARING ON FEBRUARY 6, 2009 AT 10:00 A.M.**

Location of Hearing: United States Bankruptcy Court  
Southern District of New York  
One Bowling Green, Courtroom 610  
New York, New York 10004-1408

Set forth below is a proposed agenda for the Omnibus Hearing scheduled for February 6, 2009 at 10:00 a.m. (the “**Agenda**”). The information contained in the Agenda reflects documents received in our offices as of the date hereof.

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<sup>1</sup> The Debtors are Star Tribune Holdings Corporation and The Star Tribune Company. The employer tax identification numbers and addresses for each of the Debtors are set forth in the Debtors’ chapter 11 petitions.

The matters set for hearing on February 6, 2009 are divided into the following categories for the purposes of this Agenda:

- A. Matters Going Forward
- B. Adjourned Matters

**A. MATTERS GOING FORWARD**

Contested Matters

1. Debtors' Motion for Authorization to (i) Pay Pre-Petition Wages, Salaries, Employee Benefits and Other Compensation, (ii) Maintain Employee Benefits Programs and Pay Related Administrative Obligations, (iii) Allow Employees to Proceed with Outstanding Workers' Compensation Claims and (iv) Authorize Applicable Banks and Other Financial Institutions to Receive, Process, Honor and Pay all Checks Presented for Payment and to Honor all Fund Transfer Requests, filed January 15, 2009 (Docket No. 15); Interim Order entered 01/16/09

Objection

- (a) Objection of the United States Trustee, filed February 5, 2009 (ECF No. 66)

Uncontested Matters

*Retention Applications*

1. Application for Order Authorizing the Retention of the Garden City Group, Inc. as Notice Agent and Claims Agent for the Debtors, filed January 15, 2009 (Docket No. 13); Interim Order entered 01/16/09
2. Debtors' Application to Employ and Retain Curtis, Mallet-Prevost, Colt & Mosle LLP as Conflicts Counsel to the Debtors and Debtors in Possession, filed January 21, 2009 (Docket No. 43)
3. Application of the Debtors, Pursuant to Sections 327(e) and 328(a) of the Bankruptcy Code, Bankruptcy Rule 2014(a) and Local Rule 2014-1, for Authority to Employ and Retain Jones Day as Special Labor Counsel for the Debtors, *Nunc Pro Tunc* to the Petition Date, filed January 21, 2009 (Docket No. 45)

4. Application of the Debtors for Authority to Employ and Retain Davis Polk & Wardwell as Attorneys for the Debtors, *Nunc Pro Tunc* to the Petition Date, filed January 22, 2009 (Docket No. 48)

*Motions Pertaining to Business Operations*

5. Debtors' Motion for Authorization (i) to Pay Pre-Petition Claims of Critical Vendors and (ii) to Authorize Financial Institutions to Honor and Process Related Checks and Transfers, filed January 15, 2009 (Docket No 5); Interim Order entered 01/16/09
6. Debtors' Motion for Authorization to Continue to Use Existing Cash Management System and Maintain Existing Bank Accounts and Existing Business Forms, filed January 15, 2009 (Docket No. 7); Interim Order entered 01/16/09
7. Debtors' Motion to Continue and Renew their Liability, Property, Casualty and Other Insurance Programs and Honor all Obligations in Respect thereof, filed January 15, 2009 (Docket No 8); Interim Order entered 01/16/09
8. Debtors' Motion Pursuant to Sections 105(a) and 362 of the Bankruptcy Code for an Order Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Interests in the Debtors' Estates, filed January 15, 2009 (Docket No. 10); Interim Order entered 01/16/09
9. Debtors' Motion to (i) Grant Administrative Expense Status to Debtors' Undisputed Obligations to Vendors Arising from the Post-Petition Delivery of Goods Ordered Pre-Petition and (ii) Authorize the Debtors to Pay Those Obligations in the Ordinary Course of Business, filed January 15, 2009 (Docket No. 12); Interim Order entered 01/16/09
10. Debtors' Motion Authorizing the Debtors to Employ Ordinary Course Professionals, *Nunc Pro Tunc* to the Petition Date, filed January 20, 2009 (Docket No. 36)
11. Debtors' Motion Pursuant to Sections 105(a) and 546(c) of the Bankruptcy Code for Approval of Procedures for the Treatment of Reclamation Claims, filed January 20, 2009 (Docket No. 37)
12. Debtors' Motion for Entry of an Order (i) Prohibiting Utilities From Altering, Refusing or Discontinuing Service, (ii) Deeming Utility Companies Adequately Assured of Future Performance and (iii) Establishing Procedures for Determining Requests for Additional Adequate Assurance, filed January 21, 2009 (Docket No. 40)

13. Debtors' Motion to Establish Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals, filed January 21, 2009 (Docket No. 42)

**B. ADJOURNED MATTERS:**

14. Debtors' Motion to (i) Authorize the Use of Cash Collateral, (ii) Grant Adequate Protection to Certain Pre-Petition Secured Parties, (iii) Grant Related Relief and (iv) Schedule a Final Hearing Pursuant to Bankruptcy Rule 4001 filed January 15, 2009 (Docket No. 17); Initial Interim Order entered 01/16/09; Interim Order entered 01/20/09

Status: Adjourned to February 13, 2009

15. Application of the Debtors for Authority to Employ Blackstone Advisory Services L.P. as Financial Advisor for the Debtors, *Nunc Pro Tunc* to the Petition Date, filed January 21, 2009 (Docket No. 44)

Status: Adjourned to February 13, 2009

New York, New York  
Dated: February 5, 2009

By: /s/ Lynn I. Poss  
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