

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

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|--|---|-------------------------|
| -----                                    | X |                         |
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| In re:                                   | : | Chapter 11              |
|  | : |                         |
| YOUNG BROADCASTING INC., <i>et al.</i> , | : | Case No. 09-10645 (AJG) |
|  | : |                         |
| Debtors. <sup>1</sup>                    | : | (Jointly Administered)  |
| -----                                    | X |                         |

**ORDER GRANTING DEBTORS' MOTION FOR ORDER  
FURTHER EXTENDING THE EXCLUSIVE PERIODS  
DURING WHICH THE DEBTORS MAY FILE THEIR  
CHAPTER 11 PLANS AND SOLICIT ACCEPTANCES THEREOF**

Upon the Debtors' motion (the "Motion") seeking entry of an order pursuant to Section 1121(d) of Chapter 11 of Title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (as amended, the "Bankruptcy Code"), for further extension of the Exclusive Periods<sup>2</sup> during which the Debtors may file and solicit acceptances of their chapter 11 plans, as more fully set forth in the Motion; and the Court having jurisdiction pursuant to Sections 157 and 1334 of Title 28 of the United States Code to consider the Motion and the relief requested therein; and the Debtors' chapter 11 cases having been automatically referred to this Court by the Standing Order of the District Court for the Southern District of New York, dated July 10, 1984 (Ward, Acting Chief Judge); and venue being proper in this Court pursuant to Sections 1408 and 1409 of Title 28 of

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<sup>1</sup> The Debtors in these cases are Young Broadcasting Inc.; Young Broadcasting of Lansing, Inc.; Young Broadcasting of Louisiana, Inc.; Young Broadcasting of Nashville, LLC; Young Broadcasting of Albany, Inc.; Young Broadcasting of Richmond, Inc.; Young Broadcasting of Knoxville, Inc.; Young Broadcasting of Green Bay, Inc.; Young Broadcasting of Davenport, Inc.; Young Broadcasting of Sioux Falls, Inc.; Young Broadcasting of Rapid City, Inc.; Young Broadcasting of San Francisco, Inc.; Young Broadcasting of Nashville, Inc.; Young Broadcasting of Los Angeles, Inc.; Young Broadcasting Shared Services, Inc.; Adam Young Inc.; WKRN, G.P.; WATE, G.P.; KLFY, L.P.; YBT, Inc.; YBK, Inc.; LAT, Inc.; Winnebago Television Corporation; Fidelity Television, Inc.; and Honey Bucket Films, Inc.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Motion.

the United States Code; and due and proper notice of the Motion having been provided; and it appearing that no other or further notice need be provided; and the Court having determined that the relief sought in the Motion, as modified on the record at the hearing, is in the best interests of the Debtors' estates, their creditors, and all parties in interest; and the Court having reviewed the Motion; and the Court having heard the evidence and statements of counsel regarding the Motion at the hearing before the Court (the "Hearing"); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and their being no objections to the Motion as modified; and after due deliberation and sufficient cause appearing therefor; it is hereby

**ORDERED** that the Motion, as modified, is GRANTED; and it is further

**ORDERED** that, pursuant to Section 1121(d) of the Bankruptcy Code, and except to the limited extent noted below, the time within which the Debtors have the exclusive right to file a plan of reorganization pursuant to Section 1121(b) and (c)(2) of the Bankruptcy Code is extended through and including September 17, 2009; and it is further

**ORDERED** that, pursuant to Section 1121(d) of the Bankruptcy Code, the time within which the Debtors may solicit acceptance votes on its plan pursuant to Section 1121(c)(3) of the Bankruptcy Code is hereby extended through and including October 22, 2009; and it is further

**ORDERED** that this Order is without prejudice to the right of the Debtors to seek further extensions of the exclusive periods pursuant to Section 1121(d) of the Bankruptcy Code with respect to one or more Debtors; and it is further

**ORDERED** that exclusivity is lifted for the limited purpose of allowing the Official Committee of Unsecured Creditors (the "Committee") to file and solicit acceptances to a plan of

reorganization (a “Reinstatement Plan”) substantially on the terms set forth in their objection to the Motion filed on August 3, 2009; and it is further

**ORDERED** that the Committee must file its Reinstatement Plan and disclosure statement supplement and solicit acceptances to its plan on the same time line as the Debtors as set forth on the record at the Hearing, and shall not use its right to file or solicit a plan as a basis to delay the Debtors’ plan process; and it is further

**ORDERED** that this Court retains jurisdiction with respect to all matters arising from or related to the implementation of this order.

Dated: August 12, 2009  
New York, New York

**s/Arthur J. Gonzalez**  
United States Bankruptcy Judge