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UNITED STATES BANKRUPTCY COURT

District of Delaware

PROOF OF CLAIM

Name of Debtor:  
Anderson News LLC

Case Number:  
09-10695

NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A request for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Name of Creditor (the person or other entity to whom the debtor owes money or property):  
Warner International Periodical Svcs, Inc.

Check this box to indicate that this claim amends a previously filed claim.

Name and address where notices should be sent:

Court Claim Number: \_\_\_\_\_  
(if known)

Allison D. Byman, Attorney  
Thompson & Knight LLP  
333 Clay Street, Suite 3300, Houston, TX 77002  
Telephone number:  
(713) 951-5899

Filed on: \_\_\_\_\_

RECEIVED

MAR 19 2010

BMC GROUP

Name and address where payment should be sent (if different from above):

Check this box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.

Telephone number:

Check this box if you are the debtor or trustee in this case.

1. Amount of Claim as of Date Case Filed: \$ 341,142.77

5. Amount of Claim Entitled to Priority under 11 U.S.C. §507(a). If any portion of your claim falls in one of the following categories, check the box and state the amount.

If all or part of your claim is secured, complete item 4 below; however, if all of your claim is unsecured, do not complete item 4.

If all or part of your claim is entitled to priority, complete item 5.

Check this box if claim includes interest or other charges in addition to the principal amount of claim. Attach itemized statement of interest or charges.

Specify the priority of the claim.

2. Basis for Claim: Service performed  
(See instruction #2 on reverse side.)

Domestic support obligations under 11 U.S.C. §507(a)(1)(A) or (a)(1)(B).

3. Last four digits of any number by which creditor identifies debtor: \_\_\_\_\_

Wages, salaries, or commissions (up to \$10,950\*) earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. §507 (a)(4).

3a. Debtor may have scheduled account as: \_\_\_\_\_  
(See instruction #3a on reverse side.)

Contributions to an employee benefit plan - 11 U.S.C. §507 (a)(5).

4. Secured Claim (See instruction #4 on reverse side.)

Up to \$2,425\* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. §507 (a)(7).

Check the appropriate box if your claim is secured by a lien on property or a right of setoff and provide the requested information.

Nature of property or right of setoff:  Real Estate  Motor Vehicle  Other

Describe:  
Value of Property: \$ \_\_\_\_\_ Annual Interest Rate: \_\_\_\_\_ %

Amount of arrearage and other charges as of time case filed included in secured claim,

if any: \$ \_\_\_\_\_ Basis for perfection: \_\_\_\_\_

Amount of Secured Claim: \$ \_\_\_\_\_ Amount Unsecured: \$ \_\_\_\_\_

Taxes or penalties owed to governmental units - 11 U.S.C. §507 (a)(8).

6. Credits: The amount of all payments on this claim has been credited for the purpose of making this proof of claim.

Other - Specify applicable paragraph of 11 U.S.C. §507 (a)(...).

7. Documents: Attach redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. You may also attach a summary. Attach redacted copies of documents providing evidence of perfection of a security interest. You may also attach a summary. (See definition of "redacted" on reverse side.)

Amount entitled to priority: \_\_\_\_\_

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

Anderson News LLC



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\*Amounts are subject to adjustment on 4/1/10 and every 2 years thereafter with respect to cases commenced on or after the date of adjustment.

If the documents are not available, please explain:

FOR COURT USE ONLY

Date: 10/15/09

Signature: The person filing this claim must sign it. Sign and print name and title, if any, of the creditor or other person authorized to file this claim and state address and telephone number if different from the notice address above. Attach copy of power of attorney, if any.

FILED  
NOV 10 2009  
CLERK OF COURT  
NO. 37

Name, Title

*Dis Byman*  
vice president

*CH 22*

## Attachment to Proof of Claim

### I. Nature of Claim

Warner International Periodical Svcs, Inc. has performed services for debtor Anderson News LLC, the fees for which are due and payable to Warner International Periodical Svcs, Inc.

### II. Claim Amount

The total amount due and owing Warner International Periodical Svcs, Inc. is \$341,142.77. See attached Summary of Invoices for Anderson News LLC.

### III. Rights Reservation

Warner International Periodical Svcs, Inc. reserves the right to amend and/or supplement this proof of claim at any time and in any manner and/or to file additional proofs of claim if it should deem it necessary and appropriate for any reason, including without limitation, to provide an updated statement of amount then due or for any other purpose for which a proof of claim may be amended.

Filing of this proof of claim is not (a) a waiver or release of Warner International Periodical Svcs, Inc.'s rights, claims or defenses against any person, entity or property; (b) a waiver or release of Warner International Periodical Svcs, Inc.'s right to have any and all final orders in any and all non-core matters entered only after *de novo* review by a United States District Court; (c) a consent by Warner International Periodical Svcs, Inc. to the jurisdiction of this Court for any purpose other than with respect to this proof of claim; (d) an election of remedy; (e) a waiver or release of any rights which Warner International Periodical Svcs, Inc. may have to a jury trial; or (f) a waiver of the right to move to withdraw the reference with respect to the subject matter of this proof of claim,

any objection thereto or any other proceeding which may be commenced in this case against or otherwise involving Warner International Periodical Svcs, Inc. including without limitation, any adversary proceeding that was or may be commenced by any party in this case.

Warner International Periodical Svcs, Inc.  
Summary of Invoices for Anderson News LLC

<u>Name on Invoice</u>	<u>Invoice Amount</u>	
		*Charges all relate to date of
Anderson News LLC - Bloomington	\$3,711.46	1/31/2009 unless otherwise stated
Austin Periodical Svcs - Jackson	\$501.94	
Anderson News LLC - Cincinnati	\$5,518.48	
Anderson News LLC - Nashville	\$4,103.61	
Anderson - Atlanta	\$7,005.44	
Anderson News LLC - Austin	\$21,722.36	
Anderson LLC - Bowling Green	\$31.91	
Anderson News LLC - Birmingham	\$4,866.95	
Anderson News LLC - Tuscon	\$62.56	
Anderson News LLC - Denver	\$39,633.47	
Anderson News - Fife	\$1,476.79	
Anderson News - Fayetteville	\$2,193.18	
Anderson News LLC - Greenville	\$7,034.17	
Anderson News LLC - Knoxville	\$11,043.76	
Anderson News LLC - Little Rock	\$3,489.47	
Anderson News LLC - Memphis	\$3,419.81	
Anderson News LLC - Quincy	\$26.96	
Anderson News LLC - NPC	\$3,415.13	
ANCO LLC - Orlando	\$6,282.32	
ANCO LLC - Pensacola	\$4,066.54	
Anderson News LLC - Roanoke	\$1,612.12	
Anderson News LLC - Tallahassee	\$20.73	
ANCO LLC - Tampa	\$5,601.94	
Anderson News LLC - Evansville	\$170.18	
Anderson News LLC - Wichita	\$40.13	
Anderson News LLC - Albuquerque	\$34,457.51	
Anderson News LLC - Honolulu	\$24,773.12	
Anderson News LLC - St. Louis	\$6,320.90	
Anderson News LLC - Oklahoma City	\$6,035.68	
Anderson News LLC - Salt Lake City	\$3,653.60	
Anderson News LLC - Phoenix	\$54,602.85	2/24 charges
Anderson News LLC - Gulfport	\$35.99	
Anderson News LLC - Des Moines	\$6,632.49	
Anderson News LLC - Kansas City	\$7,354.30	
Anderson News LLC - Las Vegas	\$11,180.84	2/24 charges
Anderson SW News LLC - Dallas	\$28,944.88	
Anderson SCN Services LLC - Modesto	\$7,998.93	
Pandora	\$2.00	
Anderson News LLC - Tacoma	\$2.52	
Anderson News - Richmond	\$6,090.71	
Anderson News - Miami	\$3,168.66	
Anderson - Stephan News LLC - Parkers	\$13.09	
Anderson - Stephan News LLC - Scott D	\$2,823.29	
<b>TOTAL</b>	<b>\$341,142.77</b>	

**THOMPSON & KNIGHT LLP**

ATTORNEYS AND COUNSELORS

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October 21, 2009

**FILED**  
2009 OCT 27 AM 10:37  
US BANKRUPTCY COURT  
DISTRICT OF DELAWARE

AUSTIN  
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RIO DE JANEIRO  
SÃO PAULO  
VITÓRIA

**VIA CERTIFIED MAIL  
RETURN RECEIPT REQUESTED**

Clerk of Bankruptcy Court  
District of Delaware  
824 North Market Street, 3<sup>rd</sup> Floor  
Wilmington, DE 19801

Re: Two (2) Proof of Claims  
Anderson News LLC; Case No. 09-10695  
Our Clients: Warner/Direct Marketing and Warner International Periodical Svcs., Inc.

Gentlemen:

Enclosed please find two (2) Proofs of Claims to be filed in the above referenced case. Also enclosed are two photocopies of same which we would like to be file-stamped and returned to our office for our records. We are also enclosing a self-addressed postage paid envelope for your convenience.

Should you have any questions, please do not hesitate to contact me.

Sincerely,

*Allison Byman*  
Allison D. Byman *SN*

ADB:sn  
Enc.