

**IN THE UNITED STATES BANKRUPTCY
COURT FOR THE DISTRICT OF DELAWARE**

In re:

COMMERCECONNECT MEDIA HOLDINGS,
INC., et al.,¹

Debtors.

)
) Chapter 11
)

) Case No. 09-12765 (BLS)
)

) Jointly Administered
)

) Related to Docket Nos. 87 and 79
)

**JOINDER OF ABRY BROADCAST PARTNERS III, L.P.
AND ITS AFFILIATES TO DEBTORS REPLY TO
LIMITED OBJECTION OF GENESIS CLO 2007-2 LTD TO THE:
(I) DISCLOSURE STATEMENT WITH RESPECT TO THE PREPACKAGED
JOINT PLAN OF REORGANIZATION OF COMMERCECONNECT
MEDIA HOLDINGS, INC. AND ITS DEBTOR AFFILIATES UNDER CHAPTER 11
OF THE BANKRUPTCY CODE AND (II) PREPACKAGED JOINT PLAN OF
REORGANIZATION OF COMMERCECONNECT MEDIA HOLDINGS, INC. AND
ITS DEBTOR AFFILIATES UNDER CHAPTER 11 OF THE BANKRUPTCY CODE**

**TO THE HONORABLE BRENDAN L. SHANNON,
UNITED STATES BANKRUPTCY JUDGE:**

ABRY Broadcast Partners III, L.P. and its affiliates (collectively, “**ABRY**”), hereby files this joinder to the Debtors’ reply [D.I. # 87] (the “**Reply**”) to the limited objection filed by Genesis with respect to the Plan [D.I. # 79] (the “**Limited Objection**”).² In support of this joinder, ABRY respectfully represents as follows:

In the final chapter of Genesis’ attempt to hijack a restructuring that, but for its hold-out, would have unanimous consent, Genesis makes much ado about nothing. ABRY fully supports

¹ The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: CommerceConnect Media Holdings, Inc. (1749), Cygnus Business Media, Inc. (0832), Cygnus New Business Launches, Inc. (0713) and Cygnus Interactive New Business Launches, Inc. (1283). The address for each of the Debtors is: 1233 Janesville Avenue, Fort Atkinson, Wisconsin 53538.

² Capitalized terms used but not otherwise defined herein, shall have the meanings ascribed to them in the Debtors’ reply, the Disclosure Statement or the Plan.

and endorses the factual and legal positions set forth in the Debtors' Reply, and submits that the Disclosure Statement should be approved, the Plan should be confirmed and the Limited Objection should be overruled in its entirety. Nonetheless, ABRY is compelled to file this joinder to address head on the baseless allegations included in the appropriately titled Limited Objection.

More specifically, the suggestion in the Limited Objection that "Genesis is informed and believes" that the Plan Sponsor and the Debtors' CFO acted inappropriately by taking steps to divert the CFO's attention away from the Debtors to at least one other portfolio company owned or managed by the Plan Sponsor, is entirely unformed and simply untrue. *See* Limited Objection, at ¶ 7. On the contrary, ABRY and the CFO have, at all times — both before and after the commencement of these cases — gone above and beyond the call of duty, in all instances satisfying their respective fiduciary duties and acting in the best interests of the Debtors' creditors. Indeed, the lack of a recovery under any restructuring transaction (as demonstrated under the Plan) never deterred ABRY from acting appropriately and responsibly in its fiduciary capacity. ABRY and the CFO were at all times committed to the Debtors and a consensual restructuring of their financial obligations. Interestingly, each impaired lender other than Genesis that voted on the Plan, and participated in intense and extensive discussions in connection with the Plan both before and after the commencement of these cases, agrees.

Of course, Genesis comes short of indicating that it actually has claims to be asserted against ABRY, the CFO and others. Instead, Genesis is in the midst of an "ongoing" investigation into potential claims that "may" indicate the existence of such claims. *See* Limited Objection, at ¶ 7. Just as Genesis recognizes in its Limited Objection that the Plan meets the required elements for confirmation and, therefore, "the cost of contesting Plan confirmation will

outweigh any anticipated benefits to Genesis,” Limited Objection, at ¶ 4, ABRY submits that any ongoing investigation into claims against it or the CFO should be halted immediately if Genesis is seeking to be economic; there will be no benefit derived from any investigation since there are no claims to uncover.

In light of the foregoing, nothing in the Limited Objection should change the outcome that is supported by nearly every party in interest in these chapter 11 cases. Accordingly, for the reasons articulated in the Reply, Genesis’ unsupported allegations should be disregarded, the Disclosure Statement should be approved, the Plan should be confirmed and the Limited Objection should be overruled in its entirety.

Dated: September 3, 2009
Wilmington, Delaware

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