

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

In re:

INTERNATIONAL MEDIA GROUP, INC.,
et al.,¹

Debtors.

Chapter 11

Case No. 12-10140 (MFW)

(Jointly Administered)

Re: Docket Nos. 286 and 306

**ORDER MODIFYING CASH COLLATERAL ORDER, APPROVING POST-
CLOSING WIND-DOWN BUDGET, REVISING REMITTANCE OF EXCESS CASH
COLLATERAL TO NRJ TV II LLC, AND GRANTING RELATED RELIEF**

Upon the motion (the "Motion")² filed by the above-captioned debtors and debtors-in-possession (collectively, the "Debtors") seeking entry of an order revising the Cash Collateral Order previously entered by the Court to (1) approve the Wind-Down Budget for use by the Debtors, (2) revise remittance of excess cash collateral to NRJ II after the closing of the Sale, and (3) grant certain related relief; and the Debtors having provided sufficient and proper notice of the Motion to all parties entitled thereto and no additional notice being required, and the Court having determined that no response to the Motion having been filed, having considered all arguments and evidence provided, and having determined that the legal and factual bases set forth in the Motion establish just and sufficient cause to grant the relief requested therein,

THEREFORE, IT IS HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The Wind-Down Budget attached to the Motion as Exhibit A is hereby approved and shall be substituted for and replace the budget originally approved by the Court pursuant to

¹ The Debtors in these Cases, along with the last four digits of their federal tax identification numbers, are (i) International Media Group, Inc., (6384); (ii) AMG Intermediate LLC (8180); (iii) AsianMedia Group LLC (8087); (iv) KSCI, Inc. (4997); (v) KSLs, Inc. (9001); (vi) KHAI, Inc. (2252) and (vii) KHLS, Inc. (9003). The mailing address for the Debtors is 1990 S. Bundy Drive, Suite 850, Los Angeles, CA 90025.

² All capitalized terms used herein that are not otherwise defined shall have the meaning set forth in the Motion.

the Cash Collateral Order. The Wind-Down Budget shall be subject to a twenty percent (20%) variance per line item therein but not in total.

3. The Debtors are authorized to use the cash collateral of NRJ II pursuant to the terms of the Cash Collateral Order, the Wind-Down Budget, and this order.

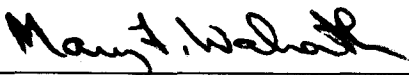
4. On the first day of each month following the entry of this order, the Debtors shall pay NRJ II all cash held by the Debtors in excess of the amount of \$10,000 more than the amount set forth in the Wind-Down Budget. Prior to closure or conversion of these Cases to cases under chapter 7 of the Bankruptcy Code, all funds held by the Debtors in excess of \$10,000 shall be paid over to NRJ II. Any funds not used pursuant to the Wind-Down Budget shall be immediately paid over to NRJ II.

5. Notwithstanding anything in this order, in the Motion, or in the Cash Collateral Order to the contrary, the Cases shall not be converted to cases under chapter 7 of the Bankruptcy Code anytime prior to the initial grant of a license to the Purchasers by the FCC becoming final.

6. Unless otherwise expressly set forth herein, the terms of the Cash Collateral Order shall remain in full force and effect.

7. The Court hereby retains jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation, and/or enforcement of this order.

Dated: September 21 2012
Wilmington, Delaware



THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE