

**CUMULATIVE SUMMARY OF SECOND INTERIM APPLICATIONS OF
DORSEY & WHITNEY (DELAWARE) LLP FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES AS CO-COUNSEL FOR THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM
JUNE 1, 2009 THROUGH AUGUST 31, 2009**

Combined Fee Application Filing Date; Docket No.	Total Fees Requested	Total Expenses Requested	Certification of No Objection Filing Date; Docket No.	Amount of Fee Paid (80%)	Amount of Expenses Paid (100%)	Amount of Holdback Fees Sought
10/07/09 543	\$15,403.00	\$505.99	11/20/2009 D.I. 664	Fees not paid yet but 80% = \$12,322.40	Expenses not paid yet but \$505.99 requested	\$3,080.60
Total	\$15,403.00	\$505.99		See above	See above	\$3,080.60

PLEASE TAKE NOTICE that pursuant to Court’s Order Authorizing the Debtors to Establish Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, dated April 24, 2009 [Docket No. 252] (the “Interim Compensation Order”), the law firm of Dorsey & Whitney (Delaware) LLP (the “Applicant”), co-counsel to the Official Committee of Unsecured Creditors, hereby submits this Second Interim Application Request.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Interim Compensation Order, objections, if any, to this Second Interim Application Request must be filed with the Court and served on the Applicant at the address set forth below and the Notice Parties (as that term is defined in the Interim Compensation Order) so as to be actually received by 4:00 p.m. [EST] on December 10, 2009. If no timely objections to this Second Interim Application Request are filed, the Court may enter an order granting this Second Interim Application Request without a hearing. If any timely objections are received to the Second Interim Application Request, a hearing will be held before the Honorable Kevin J. Carey, Chief Judge, United States

Bankruptcy Court for the District of Delaware, 624 North Market Street, Wilmington, Delaware 19801, at a time and date to be determined.

Dated: November 20, 2009

DORSEY & WHITNEY (DELAWARE) LLP

/s/ Eric Lopez Schnabel
Eric Lopez Schnabel (DE Bar No. 3672)
Robert W. Mallard (DE Bar No. 4279)
DORSEY & WHITNEY (DELAWARE) LLP
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Co-Counsel for the Official Committee of
Unsecured Creditors

**SUMMARY OF ATTORNEYS AND LEGAL ASSISTANTS
RENDERING SERVICES DURING THE PERIOD
JUNE 1, 2009 THROUGH AUGUST 31, 2009**

Name of Professional Individual	Position with Dorsey and Year of Obtaining License(s) To Practice	Hourly Billing Rate	Total Billed Hours	Total Compensation
Eric Lopez Schnabel	Partner; admitted DE 1998, PA 2000, NJ 2000	\$495.00	4.2	\$2,079.00
Robert W. Mallard	Associate; admitted DE 2002	\$335.00	33.4	\$11,189.00
Scott A. Cummings	Associate; admitted VA 2005, DC 2006, UT 2007	\$305.00	7.0	\$2,135.00
Grand Totals:			44.6	\$15,403.00
Blended Rate: \$345.36				

COMPENSATION BY PROJECT CATEGORY
JUNE 1, 2009 THROUGH AUGUST 31, 2009

PROJECT BILLING CATEGORY	HOURS	VALUE
Asset Disposition	0.3	\$100.50
Business Operations	0.4	\$198.00
Case Administration	4.3	\$1,440.50
Claims Administration and Objections	0.2	\$67.00
Fee/Employment Applications	29.2	\$9,636.00
Financing	0.5	\$167.50
Litigation	3.5	\$1,332.50
Meeting of Creditors	2.1	\$831.50
Plan and Disclosure Statement	4.1	\$1,629.50
TOTAL COMPENSATION	44.6	\$15,403.00

DISBURSEMENT SUMMARY
JUNE 1, 2009 THROUGH AUGUST 31, 2009

EXPENSE BILLING CATEGORY	VALUE
Messenger Charges	\$7.50
Pacer Charges	\$58.56
Copy/Print – Mailouts 5/26/09	\$98.00
Pacer Charges	\$11.76
Pacer Charges	\$15.84
Copy/Print – Mailouts 6/01/09	\$40.25
Copy/Print – Mailouts 6/16/09	\$12.00
Copy/Print – Mailouts 6/23/09	\$59.22
Copy/Print – Mailouts 6/26/09	\$36.26
Copy/Print – Mailouts 7/16/09	\$98.00
Copy/Print – Mailouts 7/21/09	\$68.60
TOTAL	\$505.99

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

In re:

MUZAK HOLDINGS LLC, *et al.*,

Debtors.

Chapter 11

Case No. 09-10422 (KJC)

Jointly Administered

CERTIFICATE OF SERVICE

I, Robert W. Mallard, Esq., hereby certify that on the 20th of November, 2009, I caused the following documents to be served on the parties on the attached service list via first class mail.

1. *Second Interim Fee Application Request of Dorsey & Whitney (Delaware) LLP, as Co-Counsel to The Official Committee Of Unsecured Creditors, for Compensation and Reimbursement of Expenses for the Period June 1, 2009 Through August 31, 2009.*

Dated: November 20, 2009

By: /s/ Robert W. Mallard
Robert W. Mallard (No. 4729)
DORSEY & WHITNEY (DELAWARE) LLP
1105 North Market Street; Suite 1600
Wilmington, DE 19801

Service List

Michael F. Zendan, II, Esq. Muzak Holdings LLC 3318 Lakemont Blvd. Fort Mill, South Carolina 29708,	Joshua A. Sussberg Kirkland & Ellis LLP 153 East 53 rd Street New York, New York, 10022
Domenic Pacitti Michael Yurkewicz Klehr, Harrison, Harvey, Branzburg & Ellers LLP 919 Market Street, Suite 1000, Wilmington, Delaware 19801,	James R. Savin, Esq. David M. Dunn, Esq. Akin Gump Strauss Hauer & Feld LLP Robert S. Strauss Building 1333 New Hampshire Avenue, N.W. Washington, DC 20036-1564
Andrew J. Gallo Bingham McCutchen LLP One Federal Street Boston, MA 02110-1726	David Klauder Office of the United States Trustee 844 King Street, Suite 2207 Lockbox 35 Wilmington, DE 19801