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Debtors in Possession

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

-----X	
In re:	:
	:
GENERAL MEDIA, INC.,	:
	:
Debtor.	:
-----X	
In re:	:
	:
GENERAL MEDIA ART HOLDING, INC.,	:
	:
Debtor.	:
-----X	
In re:	:
	:
GENERAL MEDIA COMMUNICATIONS, INC.,	:
	:
Debtor.	:
-----X	
In re:	:
	:
GENERAL MEDIA ENTERTAINMENT, INC.,	:
	:
Debtor.	:
-----X	

Chapter 11
Case No. 03-15078 (SMB)

Chapter 11
Case No. 03-15080 (SMB)

Chapter 11
Case No. 03-15083 (SMB)

Chapter 11
Case No. 03-15086 (SMB)

-----X	
In re:	: Chapter 11
GENERAL MEDIA (UK), LTD.,	: Case No. 03-15090 (SMB)
Debtor.	: :
-----X	
In re:	: Chapter 11
GMCI INTERNET OPERATIONS, INC.,	: Case No. 03-15091 (SMB)
Debtor.	: :
-----X	
In re:	: Chapter 11
GMI ON-LINE VENTURES, LTD.,	: Case No. 03-15093 (SMB)
Debtor.	: :
-----X	
In re:	: Chapter 11
PENTHOUSE IMAGES ACQUISITIONS, LTD.,	: Case No. 03-15094 (SMB)
Debtor.	: :
-----X	
In re:	: Chapter 11
PURE ENTERTAINMENT TELECOMMUNICATIONS, INC.,	: Case No. 03-15096 (SMB)
Debtor.	: :
-----X	

**NOTICE OF DEADLINE REQUIRING FILING OF
PROOFS OF CLAIM ON OR BEFORE JANUARY 12, 2004**

TO ALL PERSONS AND ENTITIES WITH CLAIMS AGAINST GENERAL MEDIA, INC., GENERAL MEDIA ART HOLDING, INC., GENERAL MEDIA COMMUNICATIONS, INC., GENERAL MEDIA ENTERTAINMENT, INC., GENERAL MEDIA (UK), LTD., GMCI INTERNET OPERATIONS, INC., GMI ON-LINE VENTURES, LTD., PENTHOUSE IMAGES ACQUISITIONS, LTD., AND PURE ENTERTAINMENT TELECOMMUNICATIONS, INC.

The United States Bankruptcy Court for the Southern District of New York has entered an Order establishing **January 12, 2004 at 5:00 p.m. (Eastern time)** (the “Bar Date”) as the last date for each person or entity (including individuals, partnerships, corporations, joint ventures and trusts) to file a proof of claim against General Media, Inc., General Media Art Holding, Inc., General Media Communications, Inc., General Media Entertainment, Inc., General Media (UK), Ltd., GMCI Internet Operations, Inc., GMI On-Line Ventures, Ltd.,

Penthouse Images Acquisitions, Ltd., and/or Pure Entertainment Telecommunications, Inc., debtors in the above-captioned cases (the “Debtors”).

The Bar Date and the procedures set forth below for filing proofs of claim apply to all claims against the Debtors that arose prior to August 12, 2003, the date on which the Debtors commenced cases under chapter 11 of the United States Bankruptcy Code, except for those holders of the claims listed in Section 4 below that are specifically excluded from the Bar Date filing requirement.

1. WHO MUST FILE A PROOF OF CLAIM

You MUST file a proof of claim to vote on a Chapter 11 plan filed by the Debtors or to share in distributions from the Debtors’ bankruptcy estates if you have a claim that arose prior to August 12, 2003 (the “Filing Date”), and it is not one of the types of claim described in Section 4 below. Claims based on acts or omissions of the Debtors that occurred before the Filing Date must be filed on or prior to the Bar Date, even if such claims are not now fixed, liquidated or certain or did not mature or become fixed, liquidated or certain before the Filing Date.

Under section 101(5) of the Bankruptcy Code and as used in this Notice, the word “claim” means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured or unsecured.

2. WHAT TO FILE

Your filed proof of claim must conform substantially to Official Form No. 10; case-specific forms accompany this Notice. The Debtors are enclosing proof of claim forms, pre-printed with each of the Debtors’ names, for use in these cases. You may use the proof of claim forms provided by the Debtors to file your claim. Additional proof of claim forms may be obtained at www.uscourts.gov/bankform.

All proof of claim forms must be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant. It must be written in English and be denominated in United States currency. You should attach to your completed proof of claim any documents on which the claim is based (if voluminous, attach a summary) or an explanation as to why the documents are not available.

Any holder of a claim against more than one Debtor must file a separate proof of claim with respect to each such Debtor and all holders of claims must identify on their proof of claim the specific Debtor against which their claim is asserted and the case number of that Debtor’s bankruptcy case. A list of the names of the Debtors and their case numbers is set forth in the case caption above.

3. WHEN AND WHERE TO FILE

Except as provided for herein, all proofs of claim must be filed so as to be received **on or before January 12, 2004, at 5:00 p.m. (Eastern time)** at the following address:

IF SENT BY MAIL:

**United States Bankruptcy Court
Southern District of New York
Bowling Green Station
P.O. Box 5021
New York, NY 10274-5021
Attn: General Media, Inc. Claims Processing**

IF DELIVERED BY HAND OR OVERNIGHT COURIER:

**United States Bankruptcy Court
Southern District of New York
One Bowling Green, Room 534
Attn: Claims Department
New York, NY 10004-1408
Attn: General Media, Inc. Claims Processing**

Proofs of claim will be deemed filed only when received by the Bankruptcy Court on or before the Bar Date. Proofs of claim may not be delivered by facsimile, telecopy or electronic mail transmission.

Governmental units may have until February 8, 2004, the date that is 180 days after the orders for relief, to file proofs of claim.

4. WHO NEED NOT FILE A PROOF OF CLAIM

You do not need to file a proof of claim on or prior to the Bar Date if you are:

- (a) A person or entity that has already filed a proof of claim against the Debtors with the Clerk of the Bankruptcy Court for the Southern District;
- (b) A person or entity whose claim is listed on the Schedules if (i) the claim is not scheduled as “disputed,” “contingent,” or “unliquidated” and (ii) you do not disagree with the amount, nature and priority of the claim as set forth in the Schedules and (iii) you do not dispute that your claim is an obligation only of the specific Debtor against which the claim is listed in the Schedules;
- (c) A holder of a claim that has previously been allowed by order of the Court;
- (d) A holder of a claim that has been paid in full by any of the Debtors;
- (e) A holder of a claim for which a specific deadline has previously been fixed by this Court;
- (f) A holder of a claim allowable under § 503(b) and § 507(a)(1) of the Bankruptcy Code as an expense of administration of the Debtors’ estates;
- (g) Any Debtor holding a claim against another Debtor or any of the non-debtor subsidiaries of General Media, Inc. holding a claim against any of the Debtors; and

- (h) Any person or entity (other than the indenture trustee) seeking to assert a claim for principal or interest due on the Senior Secured Notes (the “Notes”) issued by General Media, Inc. and guarantied by the remaining Debtors; *provided however* that any holder of Notes asserting any other type of claim, or alleging damages or asserting causes of action based upon or arising from the Notes *must* file a proof of claim by the Bar Date.

This Notice is being sent to many persons and entities that have had some relationship with or have done business with the Debtors but may not have an unpaid claim against the Debtors. The fact that you have received this Notice does not mean that you have a claim or that the Debtors or the Court believe that you have a claim against the Debtors.

5. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

If you have a claim arising out of the rejection of an executory contract or unexpired lease as to which the order authorizing such rejection is dated on or before November 17, 2003, the date of entry of the Bar Order, you must file a proof of claim based on such rejection on the later of the date fixed in the rejection order or the date of the entry of the Bar Order. Any person or entity that has a claim arising from the rejection of an executory contract or unexpired lease, as to which the order is dated after the date of entry of the Bar Order, you must file a proof of claim with respect to such claim by the date fixed by the Court in the applicable order authorizing rejection of such contract or lease.

6. AVOIDABLE TRANSFERS

If you have a claim arising from the Debtors’ recovery of an avoidable transfer, you must file a proof of claim on or before the later of: (1) the Bar Date and (2) the first business day that is at least thirty (30) calendar days after the entry of an order or judgment voiding a transfer.

7. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE BAR DATE

ANY HOLDER OF A CLAIM THAT IS NOT EXCEPTED FROM THE REQUIREMENTS OF THIS ORDER, AS SET FORTH IN SECTION 4 ABOVE, AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM WILL BE BARRED FROM ASSERTING SUCH CLAIM AGAINST THE DEBTORS AND THEIR CHAPTER 11 ESTATES, FROM VOTING ON ANY PLAN OF REORGANIZATION FILED IN THESE CASES, AND FROM PARTICIPATING IN ANY DISTRIBUTION IN THE DEBTORS’ CASES ON ACCOUNT OF SUCH CLAIM.

8. DEBTORS’ SCHEDULES AND ACCESS THERETO

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors’ Schedules of Assets and Liabilities and/or Schedules of Executory Contracts and Unexpired Leases (collectively, the “Schedules”).

If you rely on the Debtors' Schedules, it is your responsibility to determine that the claim is accurately listed in the Schedules.

As set forth above, if you agree with the nature, amount and status of your claim as listed in the Debtors' Schedules, and if you do not dispute that your claim is only against the Debtor specified by the Debtors, and if your claim is not described as "disputed," "contingent," or "unliquidated," you need not file a proof of claim. Otherwise, or if you decide to file a proof of claim, you must do so before the Bar Date in accordance with the procedures set forth in this Notice.

Copies of the Debtors' Schedules are available for inspection on the Court's Internet Website at <http://www.nysb.uscourts.gov>. A login and password to the Court's Public Access to Court Electronic Records ("PACER") are required to access this information and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>. Copies of the Schedules may also be examined between the hours of 9:00 A.M. and 4:30 P.M., Monday through Friday at the Office of the Clerk of the Bankruptcy Court, One Bowling Green, Room 511, New York, New York 10004-1408. Copies of the Debtors' Schedules may also be obtained by written request to Debtors' counsel at the address and telephone number set forth below.

A holder of a possible claim against the Debtors should consult an attorney regarding any matters not covered by this notice, such as whether the holder should file a proof of claim.

Dated: New York, New York
November 18, 2003

BY ORDER OF THE COURT

Attorneys for Debtors and Debtors in Possession

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