

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE**

**In re:**

**Chapter 11**

**PEGASUS SATELLITE TELEVISION, INC. et al.,**

**Case No. 04-20878**

**Debtors**

**(Jointly Administered)**

**NOTICE REGARDING ORDER GRANTING THE DEBTORS' SECOND OMNIBUS  
OBJECTION TO AND MOTION TO RECLASSIFY, REDUCE OR DISALLOW  
CERTAIN CLAIMS PURSUANT TO 11 U.S.C. § 502(b), BANKRUPTCY RULES 3001  
AND 3007, AND D. ME. LBR 3007-1 AND SETTING FORTH THE TREATMENT OF  
CONTINUED OBJECTIONS FROM THE DEBTORS' FIRST OMNIBUS OBJECTION  
TO AND MOTION TO RECLASSIFY, REDUCE, OR DISALLOW CERTAIN CLAIMS  
PURSUANT TO 11 U.S.C. § 502(b) AND BANKRUPTCY RULE 3007**

Please be advised that the above-captioned order was entered on the case docket as two documents to meet the specifications of the Bankruptcy Noticing Center. The Order and Exhibits A through E are one document and Exhibit F through L are the second document.

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE

In re:	)	
	)	Chapter 11
PEGASUS SATELLITE TELEVISION, INC., et al.,	)	
	)	Case No. 04-20878
	)	
Debtors.	)	(Jointly Administered)
	)	

**ORDER GRANTING THE DEBTORS' SECOND OMNIBUS OBJECTION TO AND  
MOTION TO RECLASSIFY, REDUCE OR DISALLOW CERTAIN CLAIMS  
PURSUANT TO 11 U.S.C. § 502(b), BANKRUPTCY RULES 3001 AND 3007, AND D.  
ME. LBR 3007-1 AND SETTING FORTH THE TREATMENT OF CONTINUED  
OBJECTIONS FROM THE DEBTORS' FIRST OMNIBUS OBJECTION TO AND  
MOTION TO RECLASSIFY, REDUCE, OR DISALLOW CERTAIN CLAIMS  
PURSUANT TO 11 U.S.C. § 502(b) AND BANKRUPTCY RULE 3007**

Upon consideration of the Second Omnibus Objection to and Motion to  
Reclassify, Reduce or Disallow Certain Claims Pursuant to 11 U.S.C. § 502(b), Bankruptcy Rule  
3001 and 3007, and D. Me. LBR 3007-1 (the "Second Omnibus Objection")<sup>1</sup> of Pegasus Satellite  
Television, Inc. and its subsidiaries and certain of its affiliates, each a debtor and debtor-in-  
possession herein (collectively, the "Debtors"),<sup>2</sup> pursuant to which the Debtors requested the  
entry of an order reclassifying, reducing or disallowing the claims listed in Exhibits A through H  
to the Second Omnibus Objection as set forth therein; and upon consideration of the Second  
Omnibus Objection and all pleadings related thereto, including the Amended Notice of Agenda  
of Matters Scheduled for Hearing on February 24, 2005 at 10:30 A.M. [Docket No. 1021] (the

<sup>1</sup> Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in the Second Omnibus Objection.

<sup>2</sup> The Debtors are: Argos Support Services Company, Bride Communications, Inc., B.T. Satellite, Inc., Carr Rural TV, Inc., DBS Tele-Venture, Inc., Digital Television Services of Indiana, LLC, DTS Management, LLC, Golden Sky DBS, Inc., Golden Sky Holdings, Inc., Golden Sky Systems, Inc., Henry County MRTV, Inc., HMW, Inc., Pegasus Broadcast Associates, L.P., Pegasus Broadcast Television, Inc., Pegasus Broadcast Towers, Inc., Pegasus Media & Communications, Inc., Pegasus Satellite Communications, Inc., Pegasus Satellite Television of Illinois, Inc., Pegasus Satellite Television, Inc., Portland Broadcasting, Inc., Primewatch, Inc., PST Holdings, Inc., South Plains DBS, LP., Telecast of Florida, Inc., WDSI License Corp., WILF, Inc., WOLF License Corp., and WTLH License Corp.

“Amended Agenda”) setting forth the status of all objections from both the Second Omnibus Objection and all continued objections from the Debtors’ First Omnibus Objection to and Motion to Reclassify, Reduce, or Disallow Certain Claims Pursuant to 11 U.S.C. § 502(b) and Bankruptcy Rule 3007 [Docket No. 857] (the “Continued Objections”), and upon consideration of the statements of counsel made at the hearing with respect to the Second Omnibus Objection and the Continued Objections (the “Hearing”); and the Court finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and (c) notice of the Second Omnibus Objection was due and proper under the circumstances; and it appearing that the relief requested in the Second Omnibus Objection as well as the proposed treatment of the Continued Objections is in the best interests of the Debtors, their estates and creditors; and good and sufficient cause appearing therefor; it is hereby

ORDERED, that the relief requested in the Second Omnibus Objection is granted, and the proposed treatment of the Continued Objections is approved, as set forth herein; and it is further

ORDERED, that each of the Late Filed Claims listed on Exhibit A to this Order is hereby disallowed and expunged in its entirety; and it is further

ORDERED, that each of the Amended Claims listed on Exhibit B to this Order is hereby disallowed and expunged in its entirety; and it is further

ORDERED, that each of the Duplicate Claims listed on Exhibit C to this Order is hereby disallowed and expunged in its entirety; and it is further

ORDERED, that each of the Insufficient Documentation Claims listed on Exhibit D to this Order is hereby disallowed and expunged in its entirety; and it is further

ORDERED, that each Disputed Amount Claim as listed on Exhibit E to this Order is reduced and allowed in the amount set forth under the column heading “Modified Claim Amount,” as set forth on Exhibit E; and is further

ORDERED, that each No Liability Claim listed on Exhibit F to this Order is hereby disallowed and expunged in its entirety; and it is further

ORDERED, that each Multi-Debtor Claim listed under the column heading “Multi-Debtor Claim be Expunged” on Exhibit G to this Order is hereby disallowed and expunged in its entirety; and it is further

ORDERED, that each Incorrect Debtor Claim listed as “Incorrect Debtor Claims to be Reclassified” on Exhibit H to this Order is hereby reclassified as set forth on Exhibit H; and it is further

ORDERED, that each Claim listed on Exhibit I to this Order as one of the “Previously Filed Claim Objections to be Withdrawn” has been withdrawn from the Second Omnibus Objection; and it is further

ORDERED, that for each claim listed on Exhibit J to this Order, the preliminary hearing as provided for pursuant to D. Me. LBR 3007-1 is continued until March 24, 2005 at 10:30 a.m.; and it is further

ORDERED, that for each claim listed on Exhibit K to this Order, the procedures and dates agreed upon or otherwise established at the Hearing, including, without limitation, discovery procedures, are hereby approved in their entirety and shall govern the pre-trial proceedings with respect to such claims; and it is further

ORDERED, that for each of the Continued Objections, the treatment as set forth on Exhibit L to this Order is approved; and it is further

ORDERED, that the Debtors and the Clerk of this Court are authorized to take all actions necessary or appropriate to give effect to this Order; and it is further

ORDERED, that the relief granted herein shall be without prejudice to any party in interest's right to (i) object to any claims, including, without limitation, those that have been continued or withdrawn, on any grounds, (ii) renew any objection, on the grounds set forth in any objection, to any and all objections that have been continued or withdrawn, or (iii) object on any grounds to any and all other claims filed against the Debtors and their estates in these chapter 11 cases; and it is further

ORDERED, that this Court shall retain jurisdiction to hear and determine all matters arising from and related to the implementation of this Order.

Dated: February 24, 2005  
Portland, Maine

/s/ James B. Haines, Jr.  
UNITED STATES BANKRUPTCY JUDGE

PEGASUS SATELLITE TELEVISION, INC., et al.  
Consolidated Case No. 04-20878

Late Filed Claims to be Expunged  
Exhibit A - Second Omnibus Objection Order

Creditor Name and Address	Debtor ID	Case Number	Claim Number	Date Claim Filed	Claim Amount*	Basis for Objection
6117435 TRIUNE COLOR CORP. GARY BROMKE 2605 N RIVER RD. CINNAMINSON, NJ 08077	PEGASUS SATELLITE TELEVISION, INC.	04-20878	965	11/12/04	\$ 1,398.85	Late filed claim.
					\$ 1,398.85	

- End of Late Filed Claims Exhibit -

\*Plus, in certain instances, additional contingencies, unliquidated amounts, interest, penalties and/or fees.  
\*\*Claimant should read each Exhibit carefully as claim may be contained on more than one Exhibit.

Amended Claims to Be Expunged  
Exhibit B - Second Omnibus Objection Order

Creditor Name and Address	Debtor ID	Remaining Claim				Amended Claim to be Expunged			
		Case Number	Claim Number	Date Filed	Claim Amount*	Case Number	Claim Number	Date Claim Filed	Claim Amount*
6114369 CITY OF WESTBROOK F. BRUCE SLEEPER 2 YORK ST WESTBROOK, ME 04092	MULTIPLE MULTIPLE	UNKNOWN	181	09/15/04	\$ 40,716.90	04-20878	127	09/07/04	\$ 40,716.90
		UNKNOWN	190	09/15/04	13,632.30	04-20878	128	09/07/04	13,632.30
6465723 DEPARTMENT OF THE TREASURY DIANE GLAZIER, BANKRUPTCY SPECIALIST INTERNAL REVENUE SERVICE 68 SEWALL STREET ROOM 311-INSOLVENCY GROUP 2 AUGUSTA, ME 04330-6392	PEGASUS SATELLITE TELEVISION, INC. HNIW, INC. B.T. SATELLITE, INC. PORTLAND BROADCASTING BRIDE COMMUNICATIONS, INC. PEGASUS BROADCAST TELEVISION, INC. PEGASUS BROADCAST ASSOCIATES, L.P. PEGASUS BROADCAST TOWERS, INC. WDSI LICENSE CORP. WILF, INC. WOLF LICENSE CORP. WITH LICENSE CORP. ARGOS SUPPORT SERVICES COMPANY CARR RURAL TV, INC. DSS TELE-VENTURE, INC. GOLDEN SKY SYSTEMS, INC. HENRY COUNTY MRTV, INC. GOLDEN SKY DSS, INC. PEGASUS MEDIA & COMMUNICATIONS, INC. GOLDEN SKY HOLDINGS, INC. PEGASUS SATELLITE COMMUNICATIONS, INC. PEGASUS SATELLITE TELEVISION OF ILLINOIS, INC. PST HOLDINGS, INC.	04-20878	949**	01/15/05	11,709.38	04-20878	570	10/11/04	153,968,468.38
		04-20878	1050	01/15/05	11,709.38	04-20878	949***	11/12/04	16,706.38
		04-20864	1039	01/15/05	-	04-20864	937	11/12/04	5,000.00
		04-20865	1040	01/15/05	-	04-20865	938	11/12/04	5,000.00
		04-20866	1041	01/15/05	-	04-20866	939	11/12/04	5,000.00
		04-20868	1043	01/15/05	-	04-20868	940	11/12/04	5,000.00
		04-20871	1044	01/15/05	-	04-20867	941	11/12/04	5,000.00
		04-20872	1045	01/15/05	-	04-20872	942	11/12/04	500.00
		04-20874	1046	01/15/05	-	04-20872	943	11/12/04	5,000.00
		04-20875	1047	01/15/05	-	04-20874	945	11/12/04	5,000.00
		04-20876	1048	01/15/05	-	04-20875	946	11/12/04	5,000.00
		04-20877	1049	01/15/05	-	04-20876	947	11/12/04	5,000.00
		04-20879	1051	01/15/05	-	04-20877	948	11/12/04	5,000.00
		04-20880	1052	01/15/05	-	04-20879	950	11/12/04	5,000.00
		04-20881	1053	01/15/05	-	04-20880	951	11/12/04	5,000.00
		04-20882	1054	01/15/05	10,162.82	04-20881	952	11/12/04	5,000.00
		04-20885	1055	01/15/05	863.17	04-20882	953	11/12/04	15,162.62
		04-20886	1056	01/15/05	-	04-20885	955	11/12/04	5,863.17
		04-20887	1057	01/15/05	-	04-20886	956	11/12/04	5,000.00
		04-20888	1058	01/15/05	-	04-20887	957	11/12/04	5,000.00
		04-20889	1059	01/15/05	-	04-20888	958	11/12/04	5,000.00
		04-20891	1060	01/15/05	-	04-20889	959	11/12/04	5,000.00
		04-20892	1061	01/15/05	-	04-20891	961	11/12/04	5,000.00
						04-20892	962	11/12/04	5,000.00
6248495 PENNSYLVANIA DEPARTMENT OF REVENUE MICHELLE B. JENKINS, CHIEF COMMONWEALTH OF PENNSYLVANIA BANKRUPTCY DIVISION DEPARTMENT 280946 HARRISBURG, PA 17128-0946	PEGASUS BROADCAST TELEVISION, INC.	04-20867	257	09/23/04	11,283.62	04-20867	96**	08/16/04	21,400.82
6119550 ROBERT R. RUSSELL 208 GREEN OAK DRIVE SAVANNAH, GA 31419	GOLDEN SKY SYSTEMS, INC.	04-20882	734**	10/12/04	785,000.00	04-20882	733	10/12/04	785,000.00
6257060 TENNESSEE DEPARTMENT OF REVENUE C/O TN ATTORNEY GENERAL'S OFFICE P.O. BOX 20207 NASHVILLE, TN 37202-0207	PEGASUS SATELLITE TELEVISION, INC.	04-20878	1030	12/14/04	41,367.26	04-20878	45	07/20/04	100,000.00
		- End of Amended Claims Exhibit -							
			29		\$ 926,444.83		29		\$ 155,060,453.57

\*Plus, in certain instances, additional contingencies, unliquidated amounts, interest, penalties and/or fees.  
\*\*Claimant should read each Exhibit carefully as claim may be contained on more than one Exhibit.  
\*\*\*Claimant should read this Exhibit carefully as claim may appear more than once on this Exhibit.

**Duplicate Claims to Be Expunged  
Exhibit C - Second Omnibus Objection Order**

Surviving Claim					Duplicate Claim to Be Expunged					
Creditor Name and Address	Debtor ID	Case Number	Claim Number	Date Claim Filed	Claim Amount*	Case Number	Claim Number	Date Claim Filed	Claim Amount*	Basis for Objection
6539877 LENEXA INDUSTRIAL PARK, INC. LATHROP & GAGE L.C. DAVID L. ZEILER 2345 GRAND BLVD. SUITE 2800 KANSAS CITY, MO 64108	PEGASUS SATELLITE TELEVISION, INC.	04-20878	1033	12/30/04	\$ 549,779.46	04-20878	1032	12/30/04	\$ 549,779.46	Duplicate Claim.
6256981 MASSACHUSETTS DEPARTMENT OF REVENUE WILLIAM F. CONNOR LITIGATION BUREAU BANKRUPTCY UNIT P.O. BOX 9594 BOSTON, MA 02114	PEGASUS SATELLITE TELEVISION, INC.	04-20878	176	08/30/04	72,842.37	04-20878	112	08/23/04	72,842.37	Duplicate Claim.
6248489 MISSISSIPPI STATE TAX COMMISSION BRENDA T. CARTER BANKRUPTCY SECTION P.O. BOX 23338 JACKSON, MS 39225-3338	PEGASUS SATELLITE TELEVISION, INC.	04-20878	122	08/18/04	85,939.50	04-20878	81	08/05/04	85,939.50	Duplicate Claim.
6248495 PENNSYLVANIA DEPARTMENT OF REVENUE MICHELLE B. JENKINS, CHIEF COMMONWEALTH OF PENNSYLVANIA BANKRUPTCY DIVISION DEPARTMENT 260948 HARRISBURG, PA 17128-0946	PEGASUS BROADCAST TELEVISION, INC.	04-20867	98**	08/16/04	21,400.82	04-20867	91	08/02/04	21,400.82	Duplicate Claim.
6114090 VON FRASER CFC TAX COLLEC NICOL BROOKS, DIRECTOR OF ADMINISTRATION P.O. BOX 1439 GAINESVILLE, FL 32602	UNKNOWN	UNKNOWN	265	09/20/04	17,177.13	UNKNOWN	425	09/15/04	17,177.13	Duplicate Claim.
		5		\$ 747,139.28			5	\$ 747,139.28		

- End of Duplicate Claims Exhibit -

\*Plus, in certain instances, additional contingencies, unliquidated amounts, interest, penalties and/or fees.  
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**Insufficient Documentation Claims to be Expunged  
Exhibit D - Second Omnibus Objection Order**

Creditor Name and Address	Debtor ID	Case Number	Claim Number	Date Claim Filed	Claim Amount*	Basis for Objection
6114716 FIDDLEHEADS LANDSCAPING MICHAEL PHILLIPS PO BOX 4246 CHATTANOOGA, TN 37405	UNKNOWN	UNKNOWN	588	10/11/04	\$ 1,074.00	Insufficient documentation claim.
6114526 INDEPENDENT CHEMICAL CORP P.O. BOX 376 O'HARA PARK PITTSBURGH, PA 15240	UNKNOWN	UNKNOWN	137	09/10/04	2,342.06	Insufficient documentation claim.
					\$ 3,416.06	

- End of Insufficient Documentation Claims Exhibit -

\*Plus, in certain instances, additional contingencies, unliquidated amounts, interest, penalties and/or fees.  
\*\*Claimant should read each Exhibit carefully as claim may be contained on more than one Exhibit.

**Disputed Amount Claims to be Reduced and Allowed**  
**Exhibit E - Second Omnibus Objection Order**

Creditor Name and Address	Debtor ID	Case Number	Claim Number	Claim Amount*	Claim Priority Status	Modified Claim Amount*	Modified Priority Claim Status	Basis for Objection
6248560 A.C. MOORE JAN HUSSEY, OFFICE MGR. 200 RUNNING HILL ROAD SOUTH PORTLAND, ME 14106	PEGASUS BROADCAST TELEVISION, INC.	04-20867	154	\$ 41.25	Unsecured	\$ 16.25	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
6248326 AT&T CORP. C/O REGEN CAPITAL I NEIL HERSKOWITZ PO BOX 237240 ANSONIA STATION NEW YORK, NY 10023	PEGASUS SATELLITE TELEVISION, INC.	04-20878	494	119,354.80	Unsecured	105,089.38	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
6248272 BROADCAST MUSIC, INC. JUDITH L. SAFFER, ESQ. 320 WEST 57TH STREET NEW YORK, NY 10019	HMW, INC.	04-20864	244	2,163.00	Unsecured	144.20	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
	PEGASUS BROADCAST TELEVISION, INC.	04-20867	245	1,216.00	Unsecured	81.07	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
	WCSI LICENSE CORP.	04-20874	246	3,022.00	Unsecured	201.47	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
	WOLF LICENSE CORP.	04-20876	247	10,012.00	Unsecured	5,339.73	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
	WTLH LICENSE CORP.	04-20877	248	2,278.00	Unsecured	151.87	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
6114834 CABLE DEPOT 4487 B PARK DR NORCROSS, GA 30093	WTLH LICENSE CORP.	04-20877	45	600.52	Unsecured	117.57	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
6465768 CARSEY-WERNER DISTRIBUTION, LLC C/O MOSES & SINGER LLP ALAN E. GAMZA 1301 AVENUE OF THE AMERICAS NEW YORK, NY 10019-6076	PEGASUS BROADCAST TELEVISION, INC.	04-20867	737	5,460.00	Unsecured	1,560.00	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
6199318 DELL, INC. MICHAEL KELLER ONE DELL WAY BLDG. 1, MS. 8052 ROUND ROCK, TX 78682	PEGASUS SATELLITE TELEVISION, INC.	04-20878	493	9,625.30	Unsecured	7,775.40	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.

\*Plus, in certain instances, additional contingencies, unliquidated amounts, interest, penalties and/or fees.

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Disputed Amount Claims to be Reduced and Allowed  
Exhibit E - Second Omnibus Objection Order

Creditor Name and Address	Debtor ID	Case Number	Claim Number	Claim Amount*	Claim Priority Status	Modified Claim Amount*	Modified Priority Claim Status	Basis for Objection
6248603 HANDYMAN EQUIPMENT RE ELIZABETH E. FERNALD ONE STOP PARTY SHOP 262 MAIN ST S PORTLAND, ME 04106	PEGASUS BROADCAST TELEVISION, INC.	04-20867	497	108.70	Unsecured	100.90	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
6118292 HOHENSCHILD WELDERS SUPPLY PERRY JOHNSON, PRES. 1620 CAMPBELL ST. KANSAS CITY, MO 64108	PEGASUS SATELLITE COMMUNICATIONS, INC.	04-20889	251	24.17	Unsecured	13.49	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
6248518 JACK WILLIAMS TIRE CO., INC. WILLIAM C. WILLIAMS, PRESIDENT P.O. BOX 3655 SCRANTON, PA 18505	PEGASUS BROADCAST TELEVISION, INC.	04-20867	94	89.04	Unsecured	88.10	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
6274868 NIELSEN MEDIA RESEARCH 150 NORTH MARTINGALE RD. SCHAUMBURG, IL 60173	PEGASUS SATELLITE TELEVISION, INC.	04-20878	190	3,617.07	Unsecured	2,355.33	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
6195927 PARAMOUNT PICTURES CORPORATION KIM FITZGERALD 555 MELROSE AVE. RODENBERRY BUILDING RM 3006 HOLLYWOOD, CA 90038-3197	UNKNOWN	UNKNOWN	300	448,563.82	Unsecured	1,540.08	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
6276491 SONY PICTURES TELEVISION, INC. KATHLEEN HALLINAN, ESO. F/K/A COLUMBIA PICTURES TELEVISION, INC. D/B/A COLUMBIA TRISTAR TELEVISION DIST. 10202 W. WASHINGTON BLVD. SUITE 5408 CULVER CITY, CA 90232-3195	UNKNOWN	UNKNOWN	203	6,711.00	Unsecured	3,040.40	Unsecured	The Debtor's books and records reflect the Modified Claim Amount.
				16	\$ 612,886.67	\$ 127,615.24		

- End of Disputed Amount Exhibit -

\*Plus, in certain instances, additional contingencies, unliquidated amounts, interest, penalties and/or fees.  
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