

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE

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

JOINT PRETRIAL STATEMENT/PRETRIAL ORDER

The Debtors and Debtors-in-Possession¹ having filed Debtors’ First 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 (the “First Objection”) and 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 (the “Second Objection”), the First Objection as it relates to the claims of Gatelinx Corp (“Gatelinx”) having been continued by consent of the parties, and Gatelinx having responded to the Second Objection, the Debtors and Gatelinx submit the following Joint Pretrial Statement/Pretrial Order and agree that, upon the court's endorsement, its terms shall govern pretrial proceedings for the First Objection and Second Objection as contested matters.

I. Pleadings.

The contested matters of the First Objection and the Second Objection as they relate to Gatelinx’s claims are consolidated. Gatelinx’s response to the Second Objection shall be deemed to be a response to the First Objection. The pleadings are complete.

¹ 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.

II. Jurisdiction.

This is a core matter, in its entirety, on which the bankruptcy court will enter final judgment.

III. Disclosures.

The parties waive initial disclosures, except for the disclosure of expert witnesses, if any.

IV. Expert Designations.

Gatelix shall have until May 31, 2005 to make initial disclosures of expert witnesses, if any. The Debtors shall have until June 30, 2005 to make initial disclosures of any expert witnesses. Each party's expert disclosure shall include the data or other information considered by the witness in forming the testimony; any exhibits to be used as a summary of or support for the testimony; the qualifications of the witness; the compensation paid or to be paid to the expert witness; and copies of any reports prepared by the expert. All reasonably anticipated objections to the testimony and all motions to limit testimony of an expert witness identified by an opposing party as an expert shall be filed with the court and served on the opposing parties within 10 days after the receipt of the expert designation required by this paragraph.

V. Discovery.

Discovery will be completed on or before August 1, 2005. Discovery shall be initiated sufficiently in advance of the deadline so as to be timely completed by the deadline. (The court will independently review the discovery deadline set by the parties and may shorten or extend it when endorsing this pleading, with or without prior notice.)

VI. Stipulation.

The parties, through counsel, shall engage in a good faith effort to stipulate to all facts and legal issues as to which there is no actual dispute. Counsel shall prepare a written stipulation, signed by all counsel, in a form satisfactory to permit the document to be marked as an exhibit and offered in evidence at trial. All stipulations shall be filed with the Court no later than August 31, 2005.

VII. Joint Pretrial Memorandum.

The parties shall file a Joint Pretrial Memorandum outlining legal issues pertinent to the case. To the extent they disagree as to controlling legal authority, the joint pretrial

memorandum shall include a statement on each contested legal issue, detailing support for each party's position. To the extent the parties are not in agreement as to factual issues, the joint pretrial memorandum shall include a statement of each party's pertinent factual contentions and a summary statement of the evidence to be offered in support of each contention. The exhibit list and witness list required by this Order must be incorporated into the Joint Pretrial Memorandum. Gatelinx is responsible for circulating a draft of the proposed pretrial memorandum to all parties sufficiently in advance of the filing deadline so as to permit all other parties adequate time to review and respond to Gatelinx's proposals. Other parties are responsible for timely providing pertinent information regarding facts, evidence and legal authority for their defenses and claims. After circulation and review, the parties shall file the joint pretrial memorandum no later than September 30, 2005.

VIII. Exhibits/Witnesses/Experts.

(a) Exhibits. During preparation of the Joint Pretrial Memorandum, all parties are to premark and exchange copies of the exhibits they reasonably anticipate offering at trial. In the absence of objection served and filed within 30 days of service, such exhibits will be received in evidence without further authentication. Pre-marking shall consist of clearly designating each proposed exhibit in the order of its probable presentation at trial. Gatelinx's proposed exhibits shall be designated by number; Debtors' proposed exhibits shall be designated by letter. Copies of proposed exhibits shall be accompanied by a list of the exhibits with a brief identification of each. The exhibit list shall be included in the Joint Pretrial Memorandum.

(b) Witnesses/Experts. In preparing the Joint Pretrial Memorandum, the parties are to exchange the names of all witnesses they intend to present at trial, together with a brief summary of the area of testimony each witness will address. The filing(s) may incorporate previously-made disclosures. All reasonably anticipated objections to the testimony and all motions to limit testimony of a witness identified by an opposing party shall be filed with the court and served on the opposing parties within 15 days after service of the witness list required by this paragraph. **NOTE:** Designation of a non-party witness on an opponent's list of witnesses does not relieve a party of assuring the presence of that witness at trial if his or her testimony is desired.

IX. Compliance.

Failure to comply with the provisions of this order may result in the imposition of sanctions, monetary and non-monetary, including, without limitation, entry of an order denying the admission of exhibits, testimony of witnesses, or other appropriate sanctions where noncompliance has caused undue delay, expense and/or prejudice.

X. Final Pretrial Conference. At the close of discovery Gatelinx's counsel shall schedule and initiate a final pretrial conference. The parties shall be prepared to discuss all matters relating to trial at the final conference, including, without limitation a schedule submission of pretrial motions and motions for summary judgment, the estimated length of trial and date for trial.

XII. Alternative Dispute Resolution. Unless one or more of the parties requests it do so sooner, the court will consider alternative dispute resolution with the parties in the course of the final pretrial conference.

Dated: March 1, 2005

/s/ Regan M. Horney
Counsel for Gatelinx, Corp.

Dated: March 1, 2005

/s/ Paul Caruso
Counsel for Debtors

ENDORSED AND ENTERED as an ORDER of the COURT

/s/ James B. Haines, Jr.
U.S. Bankruptcy Judge

March 11, 2005
Date

CERTIFICATE OF SERVICE

District/off: 0100-2
Case: 04-20878User: rrowell
Form ID: pdf900Page 1 of 5
Total Served: 138

Date Rcvd: Mar 11, 2005

The following entities were served by first class mail on Mar 13, 2005.

db Pegasus Satellite Television, Inc., 213 Felton Street, Marlborough, MA 01752

aty +Abid Qureshi, Akin, Gump, Strauss, Hauer & Feld, LLP, 590 Madison Avenue,
New York, NY 10022-8554

aty +Akin Gump Strauss Hauer & Feld LLP, c/o Jacob A. Manheimer, Pierce Atwood, One Monument Square,
Portland, ME 04101-1110

aty +Alan Eric Gamza, Esq., Moses & Singer LLP, 1301 Avenue of the Americas,
New York, NY 10019-6158

aty +Alexander Simon, Weil, Gotshal & Manges, LLP, 767 Fifth Avenue, New York, NY 10153-0119

aty +Andrew N. Rosenberg, Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas,
New York, NY 10019-6031

aty +Barbara Ellis-Munro, Smith, Gambrell & Russell, LLP, 1230 Peachtree Street N.E., Suite 3100,
Atlanta, GA 30309-3592

aty Benjamin E. Marcus, Esq., Drummond Woodsum & MacMahon, 245 Commercial Street, P.O. Box 9781,
Portland, ME 04104-5081

aty +Bruce B. Hochman, Esq., Lambert Coffin, 477 Congress St., 14th Floor, P. O. Box 15215,
Portland, ME 04112-5215

aty +C. MacNeil Mitchell, Winston & Strawn, LLP, Attn: Denise Cunsolo, Legal Asst.,
200 Park Avenue, New York, NY 10166-0005

aty Daniel Cummings, Esq., Norman, Hanson & DeTroy, LLC, P.O. Box 4600, Portland, ME 04112-4600

aty +Daniel H. Golden, Akin, Gump, Strauss Hauer & Feld, LLP, 590 Madison Avenue,
New York, NY 10022-8554

aty Daniel M. Glosband, Goodwin Proctor, LLP, Exchange Place, Boston, MA 02109

aty Daniel R. Felkel, Esq., Trough, Heisler & Piampiano, PA, P.O. Box 9711,
Portland, ME 04104-5011

aty +David H. Botter, Akin, Gump Strauss Hauer & Feld, LLP, 590 Madison Avenue,
New York, NY 10022-8554

aty +David J. Gaier, Esq., McCarter & English, LLP, Mellon Bank Center, 1735 Market St., Suite 700,
Philadelphia, PA 19103-7518

aty +Debra SuDock, Kelley Drye & Warren LLP, 101 Park Avenue, New York, NY 10178-0062

aty +Diane Meyers, Paul, Weiss, Rifkind, Wharton & Garrison,, 1285 Avenue of the Americas,
New York, NY 10019-6031

aty +Diane W. Sanders, Linebarger, Goggan, Blair & Sampso, LLP, 1949 South I.H. 35 (78741),
P.O. Box 17428, Austin, TX 78760-7428

aty +Edward J. Schultz, Jenkins & Jenkins Attorneys, PLLC, 800 South Gay Street, Suite 2121,
Knoxville, TN 37929-9711

aty +Edward S. Weisfelner, Brown, Rudnick, Berlack, Israels LLP, 120 West 45th Street,
New York, NY 10036-4041

aty +Ellen Moring, Esq., Sidley Austin Brown & Wood LLP, 787 Seventh Avenue,
New York, NY 10019-6018

aty +Eric D. Statman, Lovells, 900 Third Avenue, New York, NY 10022-4728

aty +Eric K. Bradford, Esq., Office of the U.S. Trustee, 10 Causeway Street, Room 1184,
Boston, MA 02222-1015

aty Eric W. Hagen, Kirkland & Ellis, LLP, 777 South Figueroa Street, Los Angeles, CA 90017-5800

aty +F. Bruce Sleeper, Esq., Jensen, Baird, Gardner & Henry, P.O. Box 4510, Portland, ME 04112-4510

aty Fred W. Bopp, III,, Esq., Perkins, Thompson, Hinckley & Keddy, One Canal Plaza, P O Box 426,
Portland, ME 04112-0426

aty +Gayle H. Allen, Esq., Verrill & Dana, One Portland Square, Portland, ME 04101-4054

aty George J. Marcus, Esq., Marcus, Clegg & Mistretta, PA, 100 Middle St., East Tower,
Portland, ME 04101-4102

aty +Gerald Huffaker, Huffaker, Green & Huffaker, P.O. Box 419, Tahoka, TX 79373-0419

aty +Gregg Spath, Property Management Dept., Omnipoint Holdings, Inc., 4 Sylvan Way,
Parsippany, NJ 07054-3801

aty +Guy S. Neal, Esq., Sidney Austin Brown & Wood LLP, 1501 K Street, N.W.,
Washington, DC 20005-1401

aty +Holly Gyodus Rogers, Esq., ReGen Capital, P.O. Box 626 - Planetarium Station,
New York, NY 10024-0626

aty +Jacob A. Manheimer, Esq., Pierce Atwood, One Monument Square, Portland, ME 04101-1110

aty +Jacob Manheimer, Esq., Pierce Atwood, One Monument Square, Portland, ME 04101-1110

aty +Jay S. Geller, One Monument Way, Suite 200, Portland, ME 04101-4078

aty +Jeffrey L. Jonas, Brown Rudnick Berlack Israels LLP, One Financial Center,
Boston, MA 02111-2621

aty +Jeffrey Lee Costell, Costell & Cornelius Law Corporation, 1299 Ocean Avenue, Suite 400,
Santa Monica, CA 90401-1042

aty +Jeffrey S. Berlowitz, Phillips, Eisinger, & Brown, PA, 4000 Hollywood Blvd. Suite 265-S,
Hollywood, FL 33021-6782

aty Jennifer H. Pincus, Esq., Perkins, Thompson Hinckley & Keddy, PA, P.O. Box 426,
Portland, ME 04112-0426

aty +Joan E. Pilver, Esq., Assistant Attorney General, 55 Elm Street, Fifth Floor,
Hartford, CT 06106-1746

aty +John G. Hutchinson, Sidley, Austin, Brown & Wood, LLP, 787 Seventh Avenue,
New York, NY 10019-6018

aty +John L. Graham, King & Spalding, 1185 Avenue of the Americas, New York, NY 10036-2686

aty John P. Dillman, Linebarger Goggan Blair & Sampson, LLP, P.O. Box 3064,
Houston, TX 77253-3064

aty John P. McNicholas, Piper, Rudnick, LLP, 1251 Avenue of the Americas, New York, NY 10020-1104

aty John P. McVeigh, Esq., Preti, Flaherty, Beliveau & Pachios, LLC, One City Center,
P.O. Box 9546, Portland, ME 04112-9546

aty +John T. Vian, Smith, Gambrell & Russell, LLP, 1230 Peachtree Street N.E., Suite 3100,
Atlanta, GA 30309-3592

aty Joshua R. Dow, Esq., Michael J. Pearce & Associates, LLC, Two Monument Square, 9th Floor,
P.O. Box 108, Portland, ME 04112-0108

aty Kenneth E. Aaron, Weir & Partners LLP, 842 Market Street Mall, Suite 1001,
Wilmington, DE 19801

aty +Kim Y. Jefferson, Esq., Office of the Attorney General, P.O. Box 20207, 425 5th Avenue North,
Nashville, TN 37247-0001

aty +Larry J. Nyhan, Esq., Sidley Austin Brown & Wood LLP, Bank One Plaza, 10 South Dearborn Street,
Chicago, IL 60603-2300

aty Leonard M. Gulino, Esq., Bernstein, Shur, Sawyer & Nelson, P.O. Box 9729,
Portland, ME 04104-5029

aty Lisa A. Chiapetta, Proskauer Rose LLP, 1585 Broadway, New York, NY 10036-8299

aty +Lori E. Chasen, Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas,
New York, NY 10019-6031

aty Macken Toussaint, Goodwin, Proctor LLP, Exchange Place, Boston, MA 02109

aty +Mark E. Mazzei, 2000 Corporative Drive, Canonsburg, PA 15317-8564

aty +Mark Somerstein, Kelley Drye & Warren LLP, 101 Park Avenue, New York, NY 10178-0062

aty +Michael E. Baumann, Kirkland & Ellis LLP, 777 South Figueroa Street,
Los Angeles, CA 90017-5800

aty +Michael Evan Meyers, Esq., Meyers, Rodbell & Rosenbaum, PA, 6801 Kenilworth Avenue, Suite 400,
Riverdale Park, MD 20737-1331

aty +Michael L. Tuchin, Klee, Tuchin, Bogdanoff & Stern, LLP, Fox Plaza,
2121 Avenue of the Stars, 33rd Floor, Los Angeles, CA 90067-5061

aty +Michael Reed, McCreary, Veselka, Bragg, & Allen, PC, P.O. Box 26990, Austin, TX 78755-0990

aty +Nava Hazan, Esq., Akin Gump Strauss Hauer & Feld LLP, 590 Madison Avenue,
New York, NY 10022-8554

aty +Peter G. Cary, Esq., Mittel Asen, LLC, 85 Exchange Street, P.O. Box 427,
Portland, ME 04112-0427

aty +Peter Michael Reed, McCreary, Veselka, Bragg & Allen PC, 5929 Balcones Dr., Ste.200,
Austin, TX 78731-4280

aty +Philip C. Dublin, Akin, Gump, Strauss, Hauer & Feld, LLP, 590 Madison Avenue,
New York, NY 10022-8554

aty +Pierce Atwood, Pierce Atwood, c/o Jacob A. Manheimer, One Monument Square,
Portland, ME 04101-1110

aty Randy J. Creswell, Perkins Thompson Hinckley & Keddy, P.A., One Canal Plaza, P.O. Box 426,
Portland, ME 04112-0426

aty Regan M. Hornney, Esq., Brann & Isaacson, 184 Main Street, P.O. Box 3070,
Lewiston, ME, ME 04243-3070

aty +Richard F. Hahn, Debevoise & Plimpton LLP, 919 Third Avenue, New York, NY 10022-3916

aty +Richard F. Hahn, Esq., Debevoise & Plimpton, LLP, 919 Third Avenue, New York, NY 10022-3916

aty +Richard J. O'Brien, Esq., Linnell, Choate & Webber, LLP, 83 Pleasant Street, P.O. Box 190,
Auburn, ME 04210-5937

aty +Richard P. Krasnow, Weil, Gotshal & Mages, LLP, 767 Fifth Avenue, New York, NY 10153-0119

aty Robert J. Keach, Esq., Bernstein, Shur, Sawyer & Nelson, 100 Middle Street, 6th Floor,
P.O. Box 9729, Portland, ME 04104-5029

aty +Robert S. Brady, The Brandywine Building, 1000 West Street, 17th Floor, P.O. Box 391,
Wilmington, DE 19899-0391

aty +Roger A. Clement, Jr., Esq., Verrill & Dana, One Portland Square, P.O. Box 586, DTS,
Portland, ME 04112-0586

aty +Rosetta B. Packer, McCarter & English, LLP, Mellon Bank Center, 1735 Market Street, Suite 700,
Philadelphia, PA 19103-7518

aty +Stephen G. Morrell, Esq., Eaton, Peabody, 167 Park Row, P. O. Box 9,
Brunswick, ME 04011-0009

aty +Stephen M. Baldini, Akin, Gump, Strauss, Hauer & Feld, LLP, 590 Madison Avenue,
New York, NY 10022-8554

aty Steven A. Ginther, Esq., Missouri Department of Revenue, P.O. Box 475,
Jefferson City, MO 65105-0475

aty +Timothy H. Norton, Esq., P. O. Box 597 DTS, Portland, ME 04112-0597

aty +Todd C Crosby, Esq., Vinson & Elkins, LLP, 2001 Ross Avenue, 3700 Trammell Crow Center,
Dallas, TX 75201-2965

aty +Wayne M. Smith, 4000 Warner Blvd., Bldg. 156, Room 5158, Burbank, CA 91522-0001

smg Maine Department of Labor, Bureau of Unemployment Compensation, P.O. Box 259,
Augusta, ME 04332-0259

smg +State of Maine, Bureau of Revenue Services, Bankruptcy Unit, P.O. Box 9113,
Augusta, ME 04333-0001

ust +Office of U.S. Trustee, 537 Congress Street, Room 302, Portland, ME 04101-3353

cr +Alachua County, Florida, Von Fraser, Tax Collector, P.O. Box 1439, Gainesville, FL 32602-1439

cr +Angelo, Gordon & Co., Attn: Leigh Walzer, 245 Park Avenue, 26th Floor,
New York, NY 10167-0094

cr +Audio Video Distributors, Attn: James W. Malleis, 29277 Southfield Road,
Southfield, MI 48076-1922

intp Basil Marceaux, 810 Hyatte Road, Soddy Daisy, TN 37379-4020

cr +Bellsouth Telecommunications, Inc., Attn: Reginald A. Greene, Counsel,
675 W. Peachtree Street, NW, Suite 4300, Atlanta, GA 30375-0001

cr +CRT Capital Group LLC, Attn: Nadav Braun, 262 Harbor Drive, Stamford, CT 06902-7438

cr +Cohanzick Management, LLC, 427 Bedford Road, Suite 260, Pleasantville, NY 10570-3029

cr +Collin County Tax Assessor/Collector, c/o David B. McCall, Esq., 777 E. 15th Street,
Plano, TX 75074-5711

cr Daily Insights, Attn: Bill Angelowitz, JAF Box 3127, New York, NY 10116

cr +David R. Miller, P.O.Box 703, Malta, MT 59538-0703

cr +Davidson Kempner Partners, c/o John P. McVeigh, Preti Flaherty LLP, One City Center,
Portland, ME 04101-4193

sp +Drinker Biddle & Reath LLP, One Logan Square, 18th & Cherry Streets,
Philadelphia, PA 19103-6933

cr +E.J. LIPPI, Earl J. Lippi, 588 Wyoming Avenue, Wyoming, PA 18644-1807

cr +Entercom Wilkes-Barre Scranton, LLC, c/o Peter G. Cary, Esq., P.O. Box 427,
Portland, ME 04112-0427

cr Felton Street Associates Limited Partnership, Weir & Partners, Lambert Coffin, P.O. Box 15215,
Portland, ME 04112-5215

cr +G.A. Blanco and Sons, Inc., Attn: John M. Huemmel, Route 71, P.O. Box 149,
Gt. Barrington, MA 01230-0149

cr +Gabriel Capital, L.P., 450 Park Ave., Suite 3201, New York, NY 10022-2633

cr +Gatelinx Corp., c/o Regan M. Hornney, Brann & Isaacson, 184 Main Street, P.O. Box 3070,
Lewiston, ME 04243-3070

cr +Guckenheimer Enterprises, Inc., 3 Lagoon Drive, Suite #325, Attn: Jonathan Laddy,
Redwood Shores, CA 94065-5167

cr +Halifax County Tax Collections, P.O. Box 68, Halifax, NC 27839-0068

cr +Henry County Tax Commissioner, Andy Pipkin, P.O. Box 488, McDonough, GA 30253-0488

cr +Holiday Inn, Denver Int'l Airport Hotel Convent, & Trade Center, Attn: Lou Weckstein,
15500 East 40th Avenue, Denver, CO 80239-5701

cr +IKON Financial Services, Bankruptcy Administration, IOS Capital LLC, 1738 Bass Road,
P.O. Box 13708, Macon, GA 31208-3708

cr +IKON Office Solutions, Inc., Recovery and Bankruptcy, 5400 Bowman Road, Macon, GA 31210-8879

cr +Installs, Inc. LLC, Attn: Gerald L. Kohn VP, 438 Main Street, Suite 225,
Buffalo, NY 14202-3207

cr J.P. Morgan Trust Company, N.A., Attn: James R. Lewis, Esq., VP, 4 New York Plaza, 15th Floor,
New York, NY 10004-2413

cr +Madison Capital Management, Attn: Craig Klein, 6143 South Willow Drive, Suite 200,
Greenwood Village, CO 80111-5123

cr +Manatee County Tax Collector, Attn: Ken Burton, Jr., P.O. Box 25300,
Bradenton, FL 34206-5300

cr +Mississippi State Tax Commission, Attn: Brenda T. Carter, Bkcy. Admi, P.O. Box 23338,
Jackson, MS 39225-3338

cr +Missouri Department of Revenue, 301 W. High St., P.O. Box 475, Jefferson City, MO 65102-0475

cr +National Rural Telecommunications Cooperative, 2121 Cooperative Way, Herndon, VA 20171-4543

cr +Nucentrix Broadband Networks, Inc., Attn: J. Curtis Henderson, Sr. VP and General Counsel,
17440 North Dallas Parkway, Suite 230, Dallas, TX 75287-7308

cr +Office of State Tax Commissioner, State Capitol - Eighth Floor, 600 Boulevard Avenue,
Bismarck, ND 58505-0660

cr +Official Committee of Unsecured Creditors, Wachovia Bank, N.A., Trustee,
c/o Smith, Gambrell & Russell, LLP, Attn: John T. Vian, Esq.,
1230 Peachtree Street, NE, Suite 3100, Atlanta, GA 30309-3592

cr +Oxford Collection Agency, Inc., Oxford Management Services, Attn: Salvatore Spinelli,
135 Maxess Road, Suite 26, Melville, NY 11747-3801

cr +Prime TV LLC, 1930 N. Poplar Street, Southern Pines, NC 28387-7091

cr +Riverside Claims LLC, Attn: Connie Macewicz, P.O. Box 626 - Planetarium Station,
New York, NY 10024-0626

cr Robert R. Russell, 209 Green Drive, Savannah, GA 31419

cr +Saturn Satellite Systems, Inc., Attn: John W. Markham, LLM., Tax General Counsel,
10900 Plantside Drive #E, Louisville, KY 40299-6112

cr +Sheriff of Mercer County, P.O. Box 5429, Princeton, WV 24740-5429

cr +Southwest Wireless, c/o Scott Estep, P.O. Box 4344, Pueblo, CO 81003-0344

cr +Tejas Securities Group, Inc., 2700 Via Fortuna, Suite 400, Austin, TX 78746-7570

cr +Tennessee Department of Revenue, c/o TN Attorney General's Office, Bankruptcy Division,
P.O. Box 20207, Nashville, TN 37202-4015

cr +Texas Ad Valorem Tax Authorities, c/o Michael Reed, P.O. Box 26990, Austin, TX 78755-0990

intp +Trumbull Services, L.L.C., 4 Griffin Road North, Windsor, CT 06095-1579

intp +United States Trustee, 537 Congress Street, Portland, ME 04101-3318

cr +Viacom Inc., Attn: Helen E. D'Antona, Mgr., Litigation Support Servies,
1515 Broadway - 35th Floor, New York, NY 10036-8901

cr +W. Dale Summerford CFC, Gadsden County Tac Collector, P.O. Box 817, Quincy, FL 32353-0817

cr West Virginia State Tax Department, Special Prcoedures/Bankruptcy Unit, P.O. Box 766,
Charleston, WV 25323-0766

cr +William J. Dorran, c/o Costell & Cornelius Law Corporation, Attn: Mitchell Rishe,
1299 Ocean Avenue Suite 400, Santa Monica, CA 90401-1042

cr +c/o Neil Herskowitz Riverside Contracting LLC, PO Box 626, Planetarium Station,
New York, NY 10024-0626

1136400 +ReGen Capital I, Inc., P.O. Box 237210, Ansonia Station, New York, New York 10023-0033

1117899 +Sandell Asset Management Corp., c/o Timothy A. Davidson, Esq., Andrews Kurth, LLP,
600 Travis Suite 4200, Houston, TX 77002-2929

The following entities were served by electronic transmission.
NONE.

TOTAL: 0

**** BYPASSED RECIPIENTS (undeliverable, * duplicate) ****

aty Arnold & Porter, LLP

aty Bernstein, Shur, Sawyer & Nelson

aty Drinker, Biddle & Reath, LLP

aty Kristopher M. Hansen, Stroock & Stroock & Lavan LLP

aty Shaw, Pittman, LLP

aty Sidley Austin Brown & Wood LLP

cr Advance Notice, Inc.

sp Arnold & Porter, LLP

cr Austin CAD

cr Blanco CAD

fa Capital & Technology Advisors, LLC

op Capital Management Associates, Inc.

intp Carsey Warner Distribution, LLC

cr Charles County, Maryland

cr Citadel Broadcasting Company

cr City of DeLeon, a municipal corporation, DeLeon Independent School District

cr Connecticut Dept. of Revenue Services

cr County of Lynn

***** BYPASSED RECIPIENTS (continued) *****
cr County of Henderson, Trinity Valley Community Coll
cr County of Van Zandt
cr County of Wilbarger, Vernon Independent School Dis
cr Crown Castle South, LLC
cr D.E. Shaw Laminar Portfolios, LLC
cr Delaware Street Capital Master Fund, LP, et al
cr Directv
consult FTI Consulting, Inc.
cr Fox Broadcasting Company
fa Greenhill & Co., LLC
intp H.M. Davidson & Co., L.L.C.
cr HBK Investments L.P.
cr HSBC Bank USA
consult Herbein & Company, Inc.
acc Herbein Consulting, Inc.
consult Hewitt Associates LLC
cr Houston CAD
cr IntelliRisk Management Corporation
cr Jackson County
op KPMG LLP
cr Kansas Department of Revenue
consult Kekst and Company Incorporated
sp King & Spalding, LLP
acc Kreischer Miller
cr LEC Development, Inc.
cr Lampass CAD
cr Lee County
cr Llano County
cr Madison County
cr Massachusetts Department of Revenue
cr Mastagorda County
cr Metron North America, Inc.
fa Miller Buckfier Lewis Ying & Co., LLC
cr Nebraska Department of Revenue
cr Normangee ISD
cr Nortel Networks, Inc.
cr Omnipoint Holdings, Inc.
cr Par Capital Management, Inc.
cr Paramount Pictures Corp.
intp Pegasus Communications Corporation
cr Polk County
aud PricewaterhouseCoopers LLP
acc PricewaterhouseCoopers LLP
cr Professional Satellite & Communications
cr Professional Satellite & Communications
cr Refugio County
sp Shaw Pittman LLP
cr Shelby County
cr Telepictures Distribution
cr Terrell County
cr The Steering Committee of Senior Secured Creditors
cr Trinity County
cr Trinity/Groveton Tax Office
cr Twentieth Television, Inc.
cr Wachovia Bank, National Association
cr Warner Bros. Domestic Television Distribution
cr Warner Bros. Entertainment, Inc.
cr Webclick Concepts, Inc.
cr Wilmington Trust Co.
1112603 Delaware Street Capital Master Fund, LP
cr* +Sandell Asset Management Corp., c/o Timothy A. Davidson, Esq., Andrews Kurth, LLP,
600 Travis Suite 4200, Houston, TX 77002-2929

TOTALS: 78, * 1

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

District/off: 0100-2
Case: 04-20878

User: rrowell
Form ID: pdf900

Page 5 of 5
Total Served: 138

Date Rcvd: Mar 11, 2005

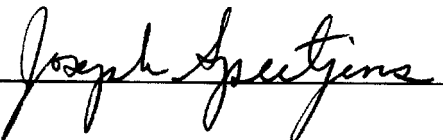
***** BYPASSED RECIPIENTS (continued) *****

I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Service and that it is true and correct to the best of my information and belief.

First Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Mar 13, 2005

Signature:

A handwritten signature in black ink, reading "Joseph Speetjens", written over a horizontal line.