

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE

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

**MOTION FOR EXPEDITED HEARING**

Pegasus Satellite Television, Inc. and certain of its subsidiaries and affiliates, each a debtor and debtor-in-possession herein (collectively, the “Debtors”),<sup>1</sup> hereby file this motion (the “Motion”), requesting entry of an order pursuant to Rule 9013-1(i) of the District of Maine Local Rules of Bankruptcy Procedure granting an expedited hearing on the Debtors’ motion for entry of an order pursuant to 11 U.S.C. §§ 105, 363(b) and 365 and Bankruptcy Rule 9019 authorizing and approving (i) the First Amendment to the Master Site Agreement and the Replacement Site Agreements with Spectrasite Broadcast Towers, Inc.; (ii) the Debtors’ assumption of the Master Site Agreement, as amended by the First Amendment; (iii) the Debtors’ settlement of Spectrasite’s damage claim; and (iv) granting related relief (the “Spectrasite Motion”). In support of this Motion, the Debtors respectfully state as follows:

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<sup>1</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.

## **STATUS OF THE CASE AND JURISDICTION**

1. On June 2, 2004 (the "Petition Date"), each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code"). On the Petition Date, the Debtors also jointly filed motions or applications seeking certain typical "first day" orders, including an order to have these cases jointly administered.

2. The Debtors continue in possession of their properties and are operating and maintaining their businesses as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. On June 10, 2004, the United States Trustee for the District of Maine appointed an official committee of unsecured creditors pursuant to section 1102(a) of the Bankruptcy Code (the "Committee").

4. No request has been made for the appointment of a trustee or examiner in these cases.

5. On January 7, 2005, the Debtors filed the Debtors' Joint Chapter 11 Plan (the "Plan") and accompanying Disclosure Statement for the Debtors' Joint Chapter 11 Plan (the "Disclosure Statement"), each dated January 7, 2005. By orders dated February 9, 2005 (collectively, the "Orders"), the Court, among other things, approved the Disclosure Statement and set the hearing on confirmation of the Plan for March 24, 2005.

6. By Notice of Second Status Conference and Continuation of Hearing to Consider Confirmation of the Debtors' First Amended Joint Chapter 11 Plan, dated March 29,

2005, the hearing on confirmation of the Plan was continued to April 6, 2005 at 1:00 p.m. (prevailing Eastern time).

7. On the date hereof, the Debtors filed the Spectrasite Motion, pursuant to 11 U.S.C. §§ 105, 363(b) and 365 and Bankruptcy Rule 9019.

8. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicate for the relief sought herein is Rule 9013-1(i) of the District of Maine Local Rules of Bankruptcy Procedure.

**RELIEF REQUESTED**

9. By this Motion, the Debtors are requesting that a hearing on the Spectrasite Motion be held on April 6, 2005 at 1:00 p.m. (prevailing Eastern time) (the “Proposed Hearing Date”), and that the objection deadline to this Motion be set for April 6, 2005 at 12:00 p.m. (prevailing Eastern time) (the “Proposed Objection Deadline”).

10. Rule 9013-1(i) of the District of Maine Local Rules of Bankruptcy Procedure provides that if a “movant seeks to have a motion considered by the Court earlier than fifteen (15) days after the motion is filed, it shall file a separate motion” for an expedited hearing.

11. The Debtors submit that the Proposed Hearing Date is in the best interests of the Debtors’ estates, its creditors and other parties in interest. Specifically, holding a hearing on an expedited basis will improve the Debtors’ ability to operate their broadcast television business, to facilitate the sale of the Broadcast Assets and to obtain the highest and otherwise

best offer for such assets, thus allowing the Debtors to promptly and efficiently administer these chapter 11 cases. As well, the Proposed Objection Deadline is appropriate and will provide ample opportunity for parties in interest to consider the Spectrasite Motion and formulate any responses thereto.

12. The Committee has informed the Debtors that it supports the Motion to hear the Spectrasite Motion on an expedited basis.

### **NOTICE**

13. Notice of this Motion has been given to (i) the Office of the United States Trustee for the District of Maine; (ii) counsel to the Committee; (iii) all parties on the All Notices List as required by (and as defined in) this Court's Order Establishing Case Management Procedures and Hearing Schedule, dated July 9, 2004 (the "Case Management Order"); and (iv) to each entity known to the Debtors to claim a lien, security interest, or other interest in the Broadcast Assets. The Debtors submit that in light of the Case Management Order and the nature of the relief requested, no further notice is required.

### **NO PRIOR REQUEST**

14. No previous request for the relief sought herein has been made by the Debtors to this or any other court.

WHEREFORE, the Debtors respectfully request that the Court enter an Order, substantially in the form attached hereto as Exhibit A, granting the relief requested herein and such other and further relief as the Court may deem just and proper.

Dated: Portland, Maine  
March 31, 2005

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Attorneys for Debtors and Debtors in Possession

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 MOTION FOR EXPEDITED HEARING**

Upon the motion (the “Motion”) of Pegasus Satellite Television, Inc. and certain of its subsidiaries and affiliates, each a debtor and debtor-in-possession herein (collectively, the “Debtors”),<sup>1</sup> requesting entry of an order pursuant to Rule 9013-1(i) of the District of Maine Local Bankruptcy Rules granting an expedited hearing on the Debtors’ motion for entry of an order pursuant to 11 U.S.C. §§ 105, 363(b) and 365 and Bankruptcy Rule 9019 authorizing and approving (i) the First Amendment to the Master Site Agreement and the Replacement Site Agreements with Spectrasite Broadcast Towers, Inc. (“Spectrasite”); (ii) the Debtors’ assumption of the Master Site Agreement, as amended by the First Amendment; (iii) the Debtors’ settlement of Spectrasite’s damage claim; and (iv) granting related relief (the “Spectrasite Motion”); and it appearing that the Court has jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and it appearing that this matter is a core

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<sup>1</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.

proceeding pursuant to 28 U.S.C. § 157(b)(2); and it appearing that venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been given; and it appearing that the relief requested in the Motion is in the best interests of the Debtors and their estates and creditors; and after due deliberation and sufficient cause appearing therefor; it is hereby

ORDERED, that the Motion is granted; and it is further

ORDERED, that an expedited hearing on the Spectrasite Motion will be held on April 6, 2005 at 1:00 p.m. (prevailing Eastern time); and it is further

ORDERED, that any objections or responses to the Spectrasite Motion must be filed by April 6, 2005 at 10:00 a.m. (prevailing Eastern time).

Dated:

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THE HONORABLE JAMES B. HAINES, JR.  
UNITED STATES BANKRUPTCY JUDGE

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 OF HEARING**

PLEASE TAKE NOTICE that Pegasus Satellite Television, Inc. and certain of its subsidiaries and affiliates, each a debtor and debtor-in-possession herein (collectively, the “Debtors”),<sup>1</sup> have filed a Motion for Expedited Hearing with respect to the Debtors’ Motion for Order Pursuant to 11 U.S.C. Sections 105, 363(b) and 365 and Bankruptcy Rule 9019 Authorizing and Approving (i) the First Amendment to the Master Site Agreement and Replacement Site Agreements with Spectrasite Broadcast Towers, Inc., (ii) the Assumption of the Master Site Agreement, as Amended, (iii) the Settlement of Spectrasite Broadcast Towers, Inc.’s Damage Claim; and (iv) Granting Related Relief (the “Motion”).

**Your rights may be affected. You should read this notice and the Motion carefully and discuss them with your attorney, if you have one in this bankruptcy case. (If you do not have an attorney, you may wish to consult one).**

PLEASE TAKE FURTHER NOTICE that **any response or objection to the attached Motion must be filed on or before 12:00 p.m. (prevailing Eastern time) on April 6 2005 (the “Objection Deadline”).** If you want the Court to consider your views on the Motion, then on or before the Objection Deadline you or your attorney must file with the Court a written response or objection explaining your position at:

Celia Strickler  
United States Bankruptcy Court  
537 Congress Street  
Portland, ME 04101

<sup>1</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., WTLH License Corp.



If you mail your objection to the Court for filing, you must mail it early enough so that the Court will receive it on or before the Objection Deadline.

At the same time your response or objection must (a) be in writing, (b) conform to the requirements of the Bankruptcy Code, the Bankruptcy Rules and the Local Rules of the Bankruptcy Court, and (c) be served upon: (i) Larry J. Nyhan, Esq., James F. Conlan, Esq., Sidley Austin Brown & Wood LLP, Bank One Plaza, 10 South Dearborn Street, Chicago, IL 60603, and Guy S. Neal, Esq., Ellen R. Moring, Esq., Sidley Austin Brown & Wood LLP, 787 Seventh Avenue, New York, NY 10019; and (ii) Robert J. Keach, Esq., Bernstein, Shur, Sawyer & Nelson, 100 Middle Street, P.O. Box 9729, Portland, ME 04104-5029; so as to be **actually received** by no later than **12:00 p.m. (prevailing Eastern time) on April 6, 2005.**

PLEASE TAKE FURTHER NOTICE that if no objections or other responses are timely filed and served, the Court may enter the requested order without further notice or hearing.

PLEASE TAKE FURTHER NOTICE that if objections or responses are timely filed and served in accordance with this notice, a hearing on the Motion will be held on **April 6, 2005 at 1:00 p.m. (prevailing Eastern time)** before the Honorable James B. Haines, United States Bankruptcy Judge, in the United States Bankruptcy Court for the District of Maine, 537 Congress Street, 2<sup>nd</sup> Floor, Portland, Maine 04101.

Dated: Portland, Maine  
March 31, 2005

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