

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE**

---

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

---

**ORDER GRANTING MOTION OF THE AD HOC NOTEHOLDERS COMMITTEE  
OF PEGASUS SATELLITE COMMUNICATIONS, INC., ET. ALS., FOR ENTRY OF  
AN ORDER PURSUANT TO BANKRUPTCY RULE 3018(A) ALLOWING CHANGE  
OF PREVIOUSLY CAST VOTES RELATING TO THE DEBTORS' FIRST  
AMENDED JOINT CHAPTER 11 PLAN**

This matter came before the Court on the Motion of the Ad Hoc Noteholders Committee of Pegasus Satellite Communications, Inc. (the "Ad Hoc Noteholders Committee") for Entry of an Order Pursuant to Federal Rule of Bankruptcy Procedure 3018(a) Allowing Certain Creditors to Change Previously Cast Votes Relating to the First Amended Joint Chapter 11 Plan of Pegasus Satellite Television, Inc. and its Subsidiaries and Certain of its Affiliates (the "3018 Motion"), and after such hearing and notice as is required by Title 11 of the United States Code, the Federal Rules of Bankruptcy Procedure and the Local Rules of this Court, the Court finding just cause for the relief sought by the 3018 Motion, it is hereby ORDERED:

That the 3018 Motion is granted. Pursuant to Federal Rule of Bankruptcy Procedure 3018(a), the creditors listed on Exhibit A to the 3018 Motion are hereby authorized to change their previously cast votes rejecting to the First Amended Joint Chapter 11 Plan (the "Plan") of Pegasus Satellite Television, Inc. and its subsidiaries and certain of its affiliates (the "Debtors") and enter votes accepting the Plan, upon the Debtors' filing of modifications to the Plan consistent with an agreement that may be reached between the Debtors and the Ad Hoc Noteholders Committee.

Dated: April 14, 2005

/s/ James B. Haines, Jr.  
Honorable James B. Haines, Jr.  
United States Bankruptcy Judge