UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE

In re: **PEGASUS SATELLITE TELEVISION, INC., et al.,** Debtors.	**Chapter 11** **Case Nos. 04-20878** **Jointly Administered**

ORDER GRANTING SECOND INTERIM FEE APPLICATION FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES OF CAPITAL & TECHNOLOGY ADVISORS LLC FOR SERVICES RENDERED AND EXPENSES INCURRED AS FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF PEGASUS SATELLITE TELEVISION, INC. AND CERTAIN OF ITS SUBSIDIARIES AND AFFILIATES FROM SEPTEMBER 1, 2004 THROUGH NOVEMBER 30, 2004

This matter came before the Court on the Second Interim Fee Application for Compensation and Reimbursement of Expenses of Capital & Technology Advisors LLC as Financial Advisor to the Official Committee of Unsecured Creditors for the Period beginning on September 1, 2004 and ending on November 30, 2004 (the "C&TA Second Interim Fee Application"). After proper notice and hearing, the Court, having independently reviewed the C&TA Second Interim Fee Application, and finding that the services rendered and expenses incurred by Capital & Technology Advisors LLC ("C&TA") were actual and necessary, and that the fees sought are reasonable, it is hereby

ORDERED that, pursuant to 11 U.S.C. §§ 330 and 331, C&TA is allowed interim compensation for services in the amount of $450,000.00 and reimbursement of expenses in the amount of $1,173.60 for a total of $451,173.60, for the period beginning on September 1, 2004 and ending on November 30, 2004

Dated: April 27, 2005

/s/ James B. Haines, Jr.

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

BAE SYSTEMS
Enterprise Systems Incorporated
11487 Sunset Hills Road
Reston, Virginia 20190-5234

CERTIFICATE OF SERVICE

The following entities were served by first class mail on Apr 29, 2005.

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The following entities were served by electronic transmission.
NONE. TOTAL: 0

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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.

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sp	Arnold & Porter, LLP
cr	Austin CAD
cr	Autauga County, Alabama, Revenue Commissioner
cr	Bartow County Tax Commissioner
cr	Bexar County
cr	Blanco CAD
cr	Buena Vista ISD
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	City of Del Rio, Texas
cr	City of Owensboro, Kentucky
cr	City of Poth
cr	City of Stockdale
cr	Connecticut Dept. of Revenue Services
cr	County of Lynn
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
cr	Gonzales County, Texas
cr	Grady County, Georgia Tax Commissioner
cr	Greene County Tax Commissioner
fa	Greenhill & Co., LLC
intp	H.M. Davidson & Co., L.L.C.
cr	HBK Investments L.P.
cr	HSBC Bank USA
cr	Harney County, Oregon
consult	Herbein & Company, Inc.
acc	Herbein Consulting, Inc.
consult	Hewitt Associates LLC
cr	Highland County, Ohio Treasurer
cr	Houston CAD
cr	Indiana Department of Revenue
cr	Ingram ISD
cr	IntelliRisk Management Corporation
cr	Jackson County
cr	Jefferson County Georgia Tax Commissioner
op	KPMG LLP
cr	Kansas Department of Revenue
cr	Karnes CIty ISD
cr	Karnes County, Texas
consult	Kekst and Company Incorporated
cr	Kerr County, Texas
sp	King & Spalding, LLP
cr	Kinney County Appraisal District
acc	Kreischer Miller
cr	LEC Development, Inc.
cr	LaVernia ISD
cr	Lampass CAD
cr	Lee County
cr	Llano County
cr	Madison County
cr	Massachusetts Department of Revenue
cr	Mastagorda County
cr	Medina ISD
cr	Metron North America, Inc.
fa	Miller Buckfier Lewis Ying & Co., LLC
cr	Monroe County Alabama Revenue Commissioner
cr	Morton County, Kansas Treasurer
cr	Nebraska Department of Revenue
cr	Normangee ISD
cr	Nortel Networks, Inc.
cr	Omnipoint Holdings, Inc.
cr	Oneida County Treasurer & Tax Collector
cr	Par Capital Management, Inc.
cr	Paramount Pictures Corp.
cr	Pecos County
intp	Pegasus Communications Corporation
cr	Pennsylvania Department of Revenue
cr	Polk County
cr	Poth ISD
aud	PricewaterhouseCoopers LLP
acc	PricewaterhouseCoopers LLP
cr	Professinal Satellite & Communications

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cr	Telepictures Distribution
cr	Terrell County
cr	The Collin County Tax Assessor/ Collector
cr	The Frisco ISD Tax Assesor/Collector
cr	The Steering Committee of Senior Secured Creditors
cr	Tift County Tax Commissioner
cr	Town of Great Barrington , Massachusetts
cr	Trinity County
cr	Trinity/Groveton Tax Office
cr	Twentieth Television, Inc.
cr	Val Verde County
cr	Wachovia Bank, National Association
cr	Warner Bros. Domestic Television Distribution
cr	Warner Bros. Entertainment, Inc.
cr	Washington County Georgia Tax Commissioner
cr	Webclick Concepts, Inc.
cr	Wilmington Trust Co.
cr	Wilson County, Texas
cr	Worth County, Georgia Tax Commissioner

TOTALS: 116, * 0

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

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: Apr 29, 2005 **Signature:** Joseph Speetjens