

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE

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

**STATEMENT OF FEES FOR SERVICES RENDERED AND EXPENSES INCURRED
BY DRINKER BIDDLE & REATH LLP AS SPECIAL CORPORATE AND
REGULATORY COUNSEL TO PEGASUS SATELLITE TELEVISION, INC.
AND CERTAIN OF ITS SUBSIDIARIES AND AFFILIATES
FOR THE PERIOD BEGINNING DECEMBER 1, 2004
AND ENDING JANUARY 31, 2005**

Drinker Biddle & Reath LLP (“Drinker Biddle”), Special Corporate and Regulatory Counsel to Pegasus Satellite Television, Inc. and certain of its subsidiaries and affiliates, submits for review its monthly statement (the “Monthly Statement”) of fees and out-of-pocket expenses for the period beginning December 1, 2004 and ending January 31, 2005 (the “Compensation Period”). In support of the Monthly Statement, Drinker Biddle states as follows:

1. On June 2, 2004, Pegasus Satellite Communications, Inc. and certain of its affiliates (collectively, the “Debtors”)¹ each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, (the “Bankruptcy Code”) in the Bankruptcy Court for the District of Maine (the “Bankruptcy Court”).

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., WTLH License Corp.

2. On June 28, 2004, the Bankruptcy Court signed an order (the “Retention Order”) authorizing the retention of Drinker Biddle as Special Corporate and Regulatory Counsel to the Debtors on the terms and conditions provided in the Retention Order.

3. On June 24, 2004, the Bankruptcy Court signed an Order under 11 U.S.C. §§ 331 and 105(a) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals (the “Interim Compensation Order”). Pursuant to the Interim Compensation Order, the Bankruptcy Court authorized a 10% fee “holdback” for all professionals of the Debtors’ estates that comply with the procedures provided therein.

4. For the Compensation Period, Drinker Biddle’s fees for providing professional services to the Debtors totaled \$3,748.00. In connection with services rendered, Drinker Biddle has incurred actual and necessary out-of-pocket expenses in the amount of \$119.90. There may exist additional out-of-pocket expenses that Drinker Biddle has incurred but not yet processed due to timing, which expenses will be submitted at a later date. Attached hereto as Exhibit A is a schedule summarizing the corporate and regulatory matters (the “Corporate Matters”) which Drinker Biddle has rendered as Special counsel to the Debtors. Each Corporate Matter is identified along with the fees and expenses incurred in that particular Corporate Matter during the Compensation Period.

5. A summary of all fees and out-of-pocket expenses applied for in this Monthly Statement is outlined below:

Interim Period	Total Fees	Less Holdback @ 10%	Fees Due	Total Expenses	Amounts Due
December 1, 2004 January 31, 2005	\$3,748.00	\$374.80	\$3,373.20	\$119.90	\$3,493.10

6. Attached hereto as Exhibit B is a copy of the monthly invoices for the compensation period detailing the activity undertaken by that Professional and the supporting time records for each activity in each Corporate Matter. A summary of the hours billed by each professional at Drinker Biddle, and their respective hourly rates, appears at the end of each Corporate Matter during the Compensation Period.

Dated:

Drinker Biddle & Reath LLP
One Logan Square
18th & Cherry Streets
Philadelphia, PA 19103
215-988-2700 – Telephone
215-988-2757 – Facsimile


BY: 
Michael B. Jordan

EXHIBIT “A”

LAW OFFICES

DrinkerBiddle&Reath
L L POne Logan Square 18th & Cherry Streets
Philadelphia, PA 19103-6996
215-988-2700**REMITTANCE PAGE**

04/18/2005

PEGASUS SATELLITE COMMUNICATIONS, INC.

Invoice No. 512177

For services through 31 JANUARY 2005 as follows:

<u>Our File</u>	<u>Matter Name</u>		<u>Amount</u>
024395	CORP. & ORGANIZ. MATTERS		
	Current Fees	<u>1,345.00</u>	\$ 1,345.00
032024	PEGASUS BROADCAST TV		
	Current Fees	<u>32.50</u>	\$ 32.50
046604	EMPLOYEE BENEFIT PLANS		
	Current Fees	<u>88.50</u>	\$ 88.50
061989	LABOR & EMPLOYMENT		
	Current Fees	<u>1,320.00</u>	\$ 1,320.00
187043	TM APP: "WPME"		
	Current Fees	66.00	
	Expenses and Charges	<u>31.50</u>	\$ 97.50
199188	FEE APPLICATION		
	Current Fees	896.00	
	Expenses and Charges	<u>88.40</u>	\$ 984.40
Total Amount Due This Invoice Per Attached Detail			\$ 3,867.90

Payment for legal services is due within 30 days of invoice date.

EXHIBIT “B”

LAW OFFICES

DrinkerBiddle&Reath
L L POne Logan Square 18th & Cherry Streets
Philadelphia, PA 19103-6996
215-988-2700PEGASUS SATELLITE COMMUNICATIONS, INC.
ATTN: SCOTT A. BLANK
225 CITY LINE AVENUE
SUITE 200
BALA CYNWYD, PA 19004Invoice Number: 512177
Invoice Date: 04/18/2005
Client Number: 06597
Matter Number: 024395
Page: 1**RE: CORP. & ORGANIZ. MATTERS**

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 JANUARY 2005

<u>Date</u>			<u>Hours</u>	
10/06/04	J WARNER	Continue research of director/officer entity listing; discussion with KDougherty and MEyer regarding same.	3.00	
10/07/04	J WARNER	Continue preparation of officer/director entity listing and forward to KDougherty and MEyer.	2.00	
01/04/05	KM DOUGHERTY	E-mail to tax director re: update on year of 2004 and corporate formations; general corporate information.	0.30	
01/05/05	KM DOUGHERTY	Telephone call with Alex Barnes (.2); Retrieve corporate formation dates for client (.3).	0.50	
01/06/05	KM DOUGHERTY	Telephone conference with Alex Barnes re: updating the entity list to reflect yearly changes (.4).	0.40	
01/12/05	KM DOUGHERTY	Worked on entity list and update of corporate formation; updates and general corporate entity information ; Proof changes to entity list; comparison to corporate minute book.	1.00	
01/14/05	KM DOUGHERTY	Entity list update; update of current officers.	1.30	
		CURRENT HOURS / FEES	8.50	\$1,345.00

TIME AND FEE SUMMARY

TIMEKEEPER	RATE	HOURS	FEEES
KM DOUGHERTY	\$170.00	3.50	\$595.00
J WARNER	\$150.00	5.00	\$750.00
TOTALS		8.50	\$1,345.00

TOTAL THIS MATTER

\$ 1,345.00

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L L POne Logan Square 18th & Cherry Streets
Philadelphia, PA 19103-6996
215-988-2700PEGASUS SATELLITE COMMUNICATIONS, INC.
ATTN: SCOTT A. BLANK
225 CITY LINE AVENUE
SUITE 200
BALA CYNWYD, PA 19004Invoice Number: 512177
Invoice Date: 04/18/2005
Client Number: 06597
Matter Number: 032024
Page: 3**RE: PEGASUS BROADCAST TV**

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 JANUARY 2005

<u>Date</u>			<u>Hours</u>	
01/26/05	R SAMPSON	Conferred with Nachman re: HSR rules relating to sale of broadcast business.	0.10	
	CURRENT HOURS / FEES		0.10	\$32.50

TIME AND FEE SUMMARY

TIMEKEEPER	RATE	HOURS	FEES
R SAMPSON	\$325.00	0.10	\$32.50
TOTALS		0.10	\$32.50

TOTAL THIS MATTER \$ 32.50

LAW OFFICES

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Philadelphia, PA 19103-6996
215-988-2700PEGASUS SATELLITE COMMUNICATIONS, INC.
ATTN: SCOTT A. BLANK
225 CITY LINE AVENUE
SUITE 200
BALA CYNWYD, PA 19004Invoice Number: 512177
Invoice Date: 04/18/2005
Client Number: 06597
Matter Number: 046604
Page: 4**RE: EMPLOYEE BENEFIT PLANS**

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 JANUARY 2005

<u>Date</u>			<u>Hours</u>	
01/14/05	C KONG	Review Department of Labor delinquent filer submissions for Golden Sky 401(k) Plan and email D. Carolina regarding missing audit reports.	0.30	
		CURRENT HOURS / FEES	0.30	\$88.50

TIME AND FEE SUMMARY

TIMEKEEPER	RATE	HOURS	FEES
C KONG	\$295.00	0.30	\$88.50
	TOTALS	0.30	\$88.50

TOTAL THIS MATTER \$ 88.50

LAW OFFICES

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L L POne Logan Square 18th & Cherry Streets
Philadelphia, PA 19103-6996
215-988-2700PEGASUS SATELLITE COMMUNICATIONS, INC.
ATTN: SCOTT A. BLANK
225 CITY LINE AVENUE
SUITE 200
BALA CYNWYD, PA 19004Invoice Number: 512177
Invoice Date: 04/18/2005
Client Number: 06597
Matter Number: 061989
Page: 5**RE: LABOR & EMPLOYMENT**

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 JANUARY 2005

<u>Date</u>			<u>Hours</u>	
08/03/04	MB JORDAN	Review of Lambrechts; discuss with Blank, Fannon.	1.30	
08/03/04	J FANNON	Conference with M. Jordan re: demand letter from former employee.	0.20	
08/04/04	MB JORDAN	Discussions with Blank, Fannon.	1.30	
08/04/04	A KLEIN	Review letter from D. Lambrechts; research criminal law re. extortion, etc.; conference M. Jordon	0.90	
CURRENT HOURS / FEES			3.70	\$1,320.00

TIME AND FEE SUMMARY

TIMEKEEPER	RATE	HOURS	FEES
MB JORDAN	\$385.00	2.60	\$1,001.00
J FANNON	\$290.00	0.20	\$58.00
A KLEIN	\$290.00	0.90	\$261.00
TOTALS		3.70	\$1,320.00

TOTAL THIS MATTER

\$ 1,320.00

LAW OFFICES

DrinkerBiddle&Reath
L L POne Logan Square 18th & Cherry Streets
Philadelphia, PA 19103-6996
215-988-2700PEGASUS SATELLITE COMMUNICATIONS, INC.
ATTN: SCOTT A. BLANK
225 CITY LINE AVENUE
SUITE 200
BALA CYNWYD, PA 19004Invoice Number: 512177
Invoice Date: 04/18/2005
Client Number: 06597
Matter Number: 187043
Page: 6**RE: TM APP: "WPME"**

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 JANUARY 2005

<u>Date</u>			<u>Hours</u>	
01/31/05	JL DALE	Prepare letter to A. Harvey sending corrected Certificate of Registration.	0.40	
		CURRENT HOURS / FEES	0.40	\$66.00

TIME AND FEE SUMMARY

TIMEKEEPER	RATE	HOURS	FEES
JL DALE	\$165.00	0.40	\$66.00
	TOTALS	0.40	\$66.00

EXPENSES AND CHARGES

Duplicating User DIXON, SHAUNISE L made 210 copies on 01/31/2005 at 14:37 hrs	31.50
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CURRENT EXPENSES AND CHARGES	\$ 31.50
TOTAL THIS MATTER	<u>\$ 97.50</u>

LAW OFFICES

DrinkerBiddle&Reath
L L POne Logan Square 18th & Cherry Streets
Philadelphia, PA 19103-6996
215-988-2700PEGASUS SATELLITE COMMUNICATIONS, INC.
ATTN: SCOTT A. BLANK
225 CITY LINE AVENUE
SUITE 200
BALA CYNWYD, PA 19004Invoice Number: 512177
Invoice Date: 04/18/2005
Client Number: 06597
Matter Number: 199188
Page: 7**RE: FEE APPLICATION**

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 JANUARY 2005

<u>Date</u>			<u>Hours</u>
01/10/05	JL GORMAN	Draft 1st quarterly fee application (.5); draft June fee application (.2).	0.70
01/11/05	JL GORMAN	Draft fee application for June through December.	1.50
01/13/05	JL GORMAN	Conference with M. Jordan re: fee applications; conference with L. DeClerico re: same.	0.40
01/20/05	JL GORMAN	Revise fee applications for June through October.	0.50
01/21/05	JL GORMAN	Review fee applications for June through October and draft certificate of service for each.	1.00
01/24/05	JL GORMAN	Serve notice on parties of the monthly fee applications for June through October (.4); Prepare and send via e-mail to counsel to Debtor Drinker's monthly fee applications (.2); request information re: quarterly fee applications (.2).	0.80
01/28/05	JL GORMAN	Conference with M. Jordan re: November and December time (.2); draft November fee application (.3); conference with M. Jordan re: same (.2).	0.70

CURRENT HOURS / FEES 5.60 \$896.00

TIME AND FEE SUMMARY

TIMEKEEPER	RATE	HOURS	FEES
JL GORMAN	\$160.00	5.60	\$896.00
TOTALS		5.60	\$896.00

EXPENSES AND CHARGES

Duplicating 88.40

CURRENT EXPENSES AND CHARGES \$ 88.40

TOTAL THIS MATTER \$ 984.40