

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 FEBRUARY 1, 2005  
AND ENDING FEBRUARY 28, 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 February 1, 2005 and ending February 28, 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”)<sup>1</sup> 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”).

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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., 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 \$2,283.00. In connection with services rendered, Drinker Biddle has incurred actual and necessary out-of-pocket expenses in the amount of \$132.43. 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.

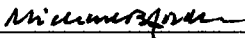
5. A summary of all fees and out-of-pocket expenses applied for in this Monthly Statement is outlined below:

Interim Period	Total Fees	Less Holdback @ 10%	Fees Due	Total Expenses	Amounts Due
February 1 – February 28, 2005	\$2,283.00	\$228.30	\$2,054.70	\$132.43	\$2,187.13

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.

Date:

Drinker Biddle & Reath LLP  
One Logan Square  
18<sup>th</sup> & 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 18<sup>th</sup> & Cherry Streets  
Philadelphia, PA 19103-6996  
215-988-2700**REMITTANCE PAGE**

04/19/2005

PEGASUS SATELLITE COMMUNICATIONS, INC.

Invoice No. 512178

For services through 28 FEBRUARY 2005 as follows:

<u>Our File</u>	<u>Matter Name</u>		<u>Amount</u>
032024	PEGASUS BROADCAST TV		
	Current Fees	260.00	
		<hr/>	\$ 260.00
046604	EMPLOYEE BENEFIT PLANS		
	Current Fees	29.50	
	Expenses and Charges	1.80	
		<hr/>	\$ 31.30
199188	FEE APPLICATION		
	Current Fees	1,993.50	
	Expenses and Charges	130.63	
		<hr/>	\$ 2,124.13
Total Amount Due This Invoice			\$ 2,415.43
Per Attached Detail			

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

# EXHIBIT “B”

LAW OFFICES

**DrinkerBiddle&Reath**  
L L POne Logan Square 18<sup>th</sup> & 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: 512178  
Invoice Date: 04/19/2005  
Client Number: 06597  
Matter Number: 032024  
Page: 1**RE: PEGASUS BROADCAST TV**

FOR PROFESSIONAL SERVICES RENDERED THROUGH 28 FEBRUARY 2005

<u>Date</u>			<u>Hours</u>	
02/10/05	R SAMPSON	Phone call with Nachman; Research; Drafted email message re: DIP as ultimate parent.	0.80	
		CURRENT HOURS / FEES	0.80	\$260.00

**TIME AND FEE SUMMARY**

<b>TIMEKEEPER</b>	<b>RATE</b>	<b>HOURS</b>	<b>FEES</b>
R SAMPSON	\$325.00	0.80	\$260.00
TOTALS		0.80	\$260.00

TOTAL THIS MATTER

\$ 260.00

LAW OFFICES

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LLPOne Logan Square 18<sup>th</sup> & 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: 512178  
Invoice Date: 04/19/2005  
Client Number: 06597  
Matter Number: 046604  
Page: 2**RE: EMPLOYEE BENEFIT PLANS**

FOR PROFESSIONAL SERVICES RENDERED THROUGH 28 FEBRUARY 2005

<u>Date</u>			<u>Hours</u>	
02/28/05	C KONG	Email D. Carolina regarding deadline for Dept. of Labor filing of final Form 5500 for the Golden Sky Systems 401(k) Plan.	0.10	
		CURRENT HOURS / FEES	0.10	\$29.50

**TIME AND FEE SUMMARY**

<u>TIMEKEEPER</u>	<u>RATE</u>	<u>HOURS</u>	<u>FEES</u>
C KONG	\$295.00	0.10	\$29.50
	TOTALS	0.10	\$29.50

**EXPENSES AND CHARGES**

Duplicating User DALAL, JEROO F made 14 copies on 02/24/2005 at 12:14 hrs	1.40
Duplicating User DALAL, JEROO F made 4 copies on 02/24/2005 at 14:26 hrs	0.40

CURRENT EXPENSES AND CHARGES \$ 1.80

TOTAL THIS MATTER \$ 31.30



LAW OFFICES

**DrinkerBiddle&Reath**  
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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: 512178  
Invoice Date: 04/19/2005  
Client Number: 06597  
Matter Number: 199188  
Page: 3**RE: FEE APPLICATION**

FOR PROFESSIONAL SERVICES RENDERED THROUGH 28 FEBRUARY 2005

<u>Date</u>			<u>Hours</u>
02/01/05	JL GORMAN	Forward November fee application to M. Jordan (.1); revise 1st quarterly fee application (1.5); conference with Johnson re: spreadsheets needed for quarterly fee application (.2).	1.90
02/03/05	JL GORMAN	Serve notice parties November fee application; forward to Counsel to file.	0.30
02/04/05	JL GORMAN	Revise interim fee application.	0.50
02/07/05	JL GORMAN	Revise interim fee application.	1.50
02/08/05	JL GORMAN	Conference with M. Jordan re: June statement.	0.30
02/10/05	JL GORMAN	Draft interim fee application.	2.20
02/11/05	JL GORMAN	Revise 1st interim fee application (.5); conference with M. Jordan re: same (.1).	0.60
02/14/05	MB JORDAN	Review and revise quarterly fee application.	0.70
02/14/05	JL GORMAN	Conference with M. Jordan re: 1st interim application (.1); draft certificate of no objection to Monthly Fee Statements (.3).	0.40
02/15/05	JL GORMAN	Finalize interim fee application (.3); conference with M. Jordan re: hearing (.1); e-mail Debtors counsel re: appearance at fee hearing (.1); serve interim fee application (.3); forward fee application to counsel to Debtor for filing (.2).	1.00

<u>Date</u>			<u>Hours</u>	
02/17/05	JL GORMAN	E-mail M. Jordan re: deadline to file final fee applications(s) (.2); obtain and review disclosure statement and plan for deadline to file final fee application(s) (.6); update M. Jordan re: same (.2); e-mail M. Jordan information regarding hearing on fee application(s) scheduled for 3/24/05 (.2); confirm interim fee application filed (.1); conference with M. Jordan re: certificate of no objections to Monthly fee statements (.2); forward same (.1).	1.60	
02/24/05	JL GORMAN	Receipt and review Certificate of No Objection(s) from local counsel (.1); e-mail M. Jordan re: same (.1); forward to file (.1).	0.30	
	CURRENT HOURS / FEES		11.30	\$1,993.50

**TIME AND FEE SUMMARY**

<b>TIMEKEEPER</b>	<b>RATE</b>	<b>HOURS</b>	<b>FEES</b>
MB JORDAN	\$425.00	0.70	\$297.50
JL GORMAN	\$160.00	10.60	\$1,696.00
TOTALS		11.30	\$1,993.50

**EXPENSES AND CHARGES**

Duplicating	99.80
Postage	30.83
CURRENT EXPENSES AND CHARGES	\$ 130.63
TOTAL THIS MATTER	<u>\$ 2,124.13</u>