

Hearing Date: June 29, 2005
Time: 10:30 a.m.
Location: Portland
Objections Due: May 25, 2005

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 PAYMENT OF ADMINISTRATIVE EXPENSES

NOW COMES, TWC of KY, Inc. (“TWC”), by counsel and, pursuant to Federal Rule of Bankruptcy Procedure 9013 and D.Me. LBR 9013-1 and 9014-1, moves the Court to enter the attached Order requiring DTS Management, LLC and its affiliated Debtors in the above-captioned case (hereinafter collectively referred to as the “Debtors”), to pay administrative expenses totaling \$16,900.03 in connection with Debtors’ pro rata share of operating expenses for 2004 for the lease of certain commercial real estate, and for Debtors’ post-petition use of utilities and keycards associated with the Lease. In support of its motion, TWC states:

1. TWC, as lessor, and Debtor DTS Management, LLC, as lessee, were parties to a Lease of certain commercial premises located in Louisville, KY. After the filing of the instant bankruptcy action, TWC filed its proof of claim in the bankruptcy case of DTS Management, LLC, case no. 04-20884. The Lease expired by its own terms at the end of November, 2004.

2. At the time TWC filed its original proof of claim, the amount then due and owing from DTS Management, LLC, was \$54,160.12. That amount included November 2004

rent, miscellaneous utility charges, and *estimated* operating expenses for 2004, which TWC listed as \$16,829.72.

3. DTS Management, LLC paid November rent in the ordinary course of its business, which did reduce TWC's claim. By agreement with the Debtors, TWC's proof of claim was subsequently amended to reflect the amount of \$32,765.46.

4. Included in the amended proof of claim is Debtors' pro rata share of the operating expenses for 2004 due and payable pursuant to the Lease, which totals \$27,909.23. The Debtors filed their respective petitions on June 2, 2004. The operating expenses from June 2004 through November 2004 are properly classified as administrative expenses, and total \$13,954.61. A true and accurate copy of Debtors' operating expenses is attached hereto as **Exhibit A**.

5. Also included in the amended proof of claim is \$2,945.42 for invoices 5331 and 5333 evidencing Debtors' post-petition use of utilities and certain keycards made and issued at Debtors' request. Those expenses, all occurring post-petition, are also properly payable administrative expenses totaling \$16,900.03.

6. Since filing the Petition, the Debtors have not paid the aforementioned administrative expenses.

WHEREFORE, TWC requests that the Court enter the attached Order requiring payment of administrative expenses be entered, and for all other relief to which TWC may be entitled.

Dated at Portland, Maine, this 5th day of May, 2005.

Respectfully submitted,

/s/ Joshua R. Dow
Michael J. Pearce
Joshua R. Dow
Michael J. Pearce & Associates, LLC
Two Monument Square, 9th Floor
P.O. Box 108
Portland, Maine 04112-0108
(207) 822-9900 (Telephone)
(207) 822-9901 (Facsimile)

and

Michael W. McClain
WYATT, TARRANT & COMBS, LLP
500 West Jefferson Street
Louisville, Kentucky 40202-2898
(502) 562-7365

Counsel for TWC of KY, Inc.