

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE**

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

ORDER GRANTING KB PRIME MEDIA, LLC’S CROSS MOTION OF KB PRIME MEDIA LLC TO COMPEL ASSUMPTION OR REJECTION OF OPTION AGREEMENT AND CERTAIN RELATED AGREEMENTS BETWEEN PEGASUS SATELLITE COMMUNICATIONS, INC. AND KB PRIME MEDIA LLC

Upon consideration of the Cross Motion of KB Prime Media LLC to Compel Assumption or Rejection of Option Agreement and Certain Related Agreements Between Pegasus Satellite Communications, Inc. and KB Prime Media LLC, dated June 14, 2005 (the “Motion”), filed by KB Prime Media, LLC, a creditor of Debtors and the estates in the above-captioned jointly administered Chapter 11 cases (“KB”), and after due and appropriate prior notice of the Motion to all interested parties, no timely objections to the Motion having been filed by any interested party <or the Court having taken such offers of proof as deemed necessary and having heard the arguments of counsel at a hearing held before me on June 29, 2005, and any timely filed objections to the Motion having been considered by the Court and either resolved by agreement or overruled at said hearing, for the reasons stated on the record>, and good cause being established; it is, therefore, hereby

ORDERED, ADJUDGED, AND DECREED

that the Motion be, and it hereby is, GRANTED in all respects, and that, within ten (10) days of the date of this Order, Pegasus Satellite Communications, Inc. (“Pegasus”) shall decide whether to assume or reject the Contracts (as defined in the Motion) and shall provide to KB an appropriate proposed form of order to be submitted to this Court reflecting the decision of Pegasus; and it is hereby further

ORDERED, ADJUDGED, AND DECREED

that, if proposed form of order referenced in the foregoing paragraph is acceptable to KB, then Pegasus shall promptly submit it to the Court for the Court’s approval; and it is hereby further

ORDERED, ADJUDGED, AND DECREED

that, if Pegasus and KB cannot agree on the proposed form of order to be filed with the Court regarding Pegasus' decision to assume or reject the Contracts as contemplated above, then within fifteen (15) days of the date of this Order, Pegasus and KB shall advise this Court of such a failure to agree on the proposed form of Order to be filed with Court and, at the Court's convenience, a hearing on the terms of the proposed form of Order shall be scheduled before the Court.

Dated: _____.

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