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U.S. BANKRUPTCY COURT  
PORTLAND, MAINE

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

**NOTICE OF APPEARANCE OF J.P. MORGAN TRUST  
COMPANY, NATIONAL ASSOCIATION, INDIVIDUALLY  
AND AS INDENTURE TRUSTEE, DEMAND FOR  
SERVICE OF PAPERS AND RESERVATION OF RIGHTS**

**PLEASE TAKE NOTICE** that the undersigned, Winston & Strawn LLP, hereby appears in the above-captioned case on behalf of J.P. Morgan Trust Company, National Association ("J.P. Morgan Trust"), both (1) in its representative capacity, as indenture trustee on behalf of security holders under a certain trust indenture relating to securities issued by Debtor, Pegasus Satellite Communications, Inc., and also (2) in its individual capacity, as a party in interest in its own right for payment or reimbursement of its fees and expenses under said indenture;

**PLEASE TAKE FURTHER NOTICE** that J.P. Morgan Trust demands, pursuant to 11 U.S.C. §§ 342 and 1109(b) and Rules 2002, 3017 and 9007 of the Federal Rules of Bankruptcy Procedure, that copies of all papers filed in the Debtor's case or in any related

adversary proceedings be served on the individuals and at the addresses set forth below:

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-and-

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Creditor: J.P. Morgan Trust Company, National Association

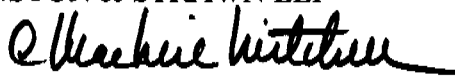
**PLEASE TAKE FURTHER NOTICE** that, pursuant to 11 U.S.C. § 1109(b), the foregoing demand includes not only the notices and papers referred to or specified above but also includes, without limitation, orders and notices of any application, complaint, demand, motion, petition, plan, disclosure statement, pleading or request, whether formal or informal, whether written or oral, and whether transmitted or conveyed by mail, telephone, telegraph, telex or otherwise filed or made which affect or seek to affect in any way rights or interests of creditors, parties in interest, J.P. Morgan Trust, the Debtor or the property of the Debtor; and

**PLEASE TAKE FURTHER NOTICE** that J.P. Morgan Trust intends that neither this Notice of Appearance nor any later appearance, pleading, claim, or suit shall waive or otherwise impair or limit (a) J.P. Morgan Trust's right to have final orders in non-core matters

or otherwise impair or limit (a) J.P. Morgan Trust's right to have final orders in non-core matters entered only after de novo review by a District Judge, (b) J.P. Morgan Trust's right to trial by jury in any proceeding so triable in these cases or any case, controversy, or proceeding related to these cases, (c) J.P. Morgan Trust's right to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal or (d) any other rights, claims, actions, defenses, setoffs, or recoupments to which J.P. Morgan Trust is or may be entitled under agreements, in law or in equity, all of which rights, claims, actions, defenses, setoffs and recoupments J.P. Morgan Trust hereby expressly reserves.

Dated: New York, New York  
June 9, 2004

WINSTON & STRAWN LLP

By: 

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