

Hearing Date: July 21, 2005
Time: 10:30 a.m.
Place: Portland

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE

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

**FINAL APPLICATION FOR ALLOWANCE OF
COMPENSATION OF HEWITT ASSOCIATES LLC
AS COMPENSATION CONSULTANT TO
PEGASUS SATELLITE TELEVISION, INC. AND
CERTAIN OF ITS SUBSIDIARIES AND AFFILIATES**

Hewitt Associates LLC (“Hewitt”), as Compensation Consultant to Pegasus Satellite Television, Inc. and certain of its subsidiaries and affiliates, submits its Final Application for Allowance of Compensation (“Final Fee Application”) rendered up to the effective date of the plan. In support of the Final Fee Application, Hewitt 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

2. On June 24, 2004, the Bankruptcy Court signed an order (the “Retention Order”) authorizing the retention of Hewitt as Compensation Consultant to the Debtors on the terms and conditions provided in the Retention Order. Pursuant to the Retention Order, Hewitt is excused from the requirements of maintaining time records as set forth in Local Rule 2016-1(a). Additionally, Hewitt is permitted to simply submit its “standard monthly billing statement, which will set forth, by general description, the services performed, the name and title of the individuals performing such services and the billing rates for those individuals.”

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. On July 30, 2004, Hewitt submitted its Statement of Fees For the First Compensation Period (“Statement of Fees”), Hewitt’s Contracted Services for providing professional services to the Debtors totaled \$80,000.00 and its Additional Services for providing professional services to the Debtors totaled \$38,850.00, for a combined total of \$118,850.00. A schedule summarizing actual fees recorded during the First Compensation Period pursuant to the Retention Order dated June 24, 2004, was attached to the Statement of Fees filed with the Court.

5. No Objection was received to the Statement of Fees. A summary of all fees applied for in the Statement of Fees is outlined below:

Interim Period	Total Fees	Less Holdback @ 10%	Fees Due	Total Expenses	Amounts Due
June 2 – June 30 2004	\$118,850.00	\$11,885.00	\$106,965.00	\$0.00	\$106,965.00

License Corp.

6. On August 26, 2004, the Debtors' attorneys, on behalf of Hewitt, filed an Omnibus Certification of No Objection to Hewitt's Statement of Fees for the period beginning June 2, 2004 and ending June 30, 2004.

7. Pursuant to the Interim Procedures Order, Hewitt was entitled to payment of 90 percent of the requested fees, or \$106,965.00, without the need for the entry of a separate Court order approving the Statement of Fees. As such, Hewitt has been paid \$106,965.00.

8. Hewitt has not been paid \$11,885.00, which represents the ten percent holdback.

9. Hewitt respectfully requests that its Final Application for Allowance of Compensation be approved in its entirety, and that the Liquidating Trustee of the PSC Liquidating Trust be order to pay Hewitt \$11,885.00.

Dated: June 17, 2005.

HEWITT ASSOCIATES LLC

BY: /s/Daniel L. Cummings
Daniel L. Cummings, Its Attorney