

**UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE**

In re:	)	Chapter 11
	)	
PEGASUS SATELLITE TELEVISION, INC., <i>et al.</i>	)	Case No. 04-02878
	)	
Debtors.	)	(Jointly Administered)
	)	

**PRICEWATERHOUSECOOPERS LLP'S  
FIRST AND FINAL APPLICATION FOR ALLOWANCE AND PAYMENT OF  
ACCOUNTANT AND AUDITOR'S FEES AND EXPENSES FOR THE PERIOD  
BEGINNING JUNE 2, 2004 THROUGH DECEMBER 31, 2004**

COMES NOW PricewaterhouseCoopers LLP (or "Applicant") and files its First and Final Application for Allowance and Payment of Accountant and Auditor's Fees and Expenses (the "Application") relating to the above-referenced bankruptcy case for the period from June 2, 2004 through December 31, 2004 (the "Application Period"). In support of this Application, Applicant shows the Court the following:

**I. Preliminary Statement**

1. Pursuant to this Application, Applicant seeks final allowance and payment of accountant and auditor's fees and expenses incurred in advising the Debtors<sup>1</sup> during the period of from June 2, 2004 through December 31, 2004. Specifically, Applicant seeks approval of compensation for accountant and auditor's fees and expenses in the amount of \$539,381.06 in fees and \$8,862.76 in expenses. During the Application Period, Applicant expended a total of 2,343.5 hours advising the Debtor.

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<sup>1</sup> The Debtors are: Argos Support Services Company, Bride Communications, Inc., BT 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. and WTLH License Corp.

## **II. Background**

2. On June 2, 2004 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. On the Petition Date, the Debtors also jointly filed motions or applications seeking certain typical “first day” orders, including an order to have these cases jointly administered.

3. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief sought herein is 11 U.S.C. §§ 327(a) and 328(a).

4. By this Court’s order dated July 22, 2004, the Debtors were authorized to retain PricewaterhouseCoopers as their Accountants and Auditors, effective as of the Petition Date (the “Retention Order”). The Retention Order authorizes the Debtors to compensate PricewaterhouseCoopers as set forth in the Employment Application, the Engagement Letters and the Retention Order.

5. On April 15, 2005, the Court approved this Findings of Fact, Conclusions of Law, and Order Confirming Debtors’ First Amended Joint Chapter 11 Plan (the “Confirmation Order”) and the Debtors’ First Amended Joint Chapter 11 Plan, dated January 31, 2005 (the “Plan”). The Effective date of this Plan was May 5, 2005. The Applicant received the notice of Effective Date of Debtors’ First Amended Joint Chapter 11 Plan, dated May 5, 2005 (the “Effective Date Notice”).

## **III. PricewaterhouseCoopers’ Application**

6. APPLICANT makes this Application pursuant to Section 330 of the Bankruptcy Code.

7. APPLICANT has served a copy of this Application upon the counsel for the

Debtors, counsel to the Official Committee of Unsecured Creditors, the Liquidating Trustee, counsel for the Liquidating Trustee, and the Chapter 11 Trustee, as required by the Effective Date Notice.

8. Under Section 330 of the Bankruptcy Code, the Court may allow compensation and reimbursement of Applicant's expenses only after notice and hearing. Bankruptcy Rule 2002(a) provides that hearings on applications for compensation and reimbursement of expenses totaling in excess of \$500 must be on 20-day notice to parties in interest.

9. This Application is the first and final application made by the Applicant under Section 330 of the Bankruptcy Code. The total fees for services rendered to the Debtor for this period are \$539,381.06 and the total expenses expended on behalf of the Debtor for this period are \$8,862.76.

10. All accounting services performed by Applicant were performed for and on behalf of the Debtor and not on behalf of any committee, creditor, or other person or entity.

11. Pursuant to Fed. R. Bankr. P. 2016(b), the Applicant has not shared, nor has the Applicant agreed to share (a) any compensation it received or may receive with another person or party, or (b) any compensation another person or party has received or may receive.

Exhibits and Attachments Attached to this Application

12. Attached hereto as Exhibit "A" is a summary of the hours, fees and project category breakdown of services for which compensation is sought in the Application: Fixed Fee and Hourly Advisory Fees.

13. Attached hereto as Exhibit "B" is a summary of the professionals utilized in providing the fixed fee services, including biographical information and cumulative hours devoted to these services.

14. Attached hereto as Exhibit "C" is a summary of the hours, hourly rates and fees

attributable to the various individuals at APPLICANT who rendered the services for which compensation is sought in the Application as Hourly Advisory Fees.

15. Attached hereto as Exhibit “D” is a summary of the expenses incurred by month.

16. Attached hereto as Attachments “A”, “B”, “C”, “D”, “E” and “F” are copies of the Applicant’s monthly billing statements for each month covered during the Application Period. The billing statements sort the time descriptions by professionals by project category, related to the type of projects or tasks reflected in the time entries, as well as set forth the expenses incurred for a given month.

17. The APPLICANT hereby certifies that the Debtors have received and reviewed the invoices attached to this Application for compensation and reimbursement of expenses.

**IV. Activities in the Debtor’s Chapter 11 Case During the Time Period Covered by This Application**

18. The major activities undertaken by APPLICANT in the Debtor’s case during the Application Period are summarized as follows, broken down by project category:

<b>Project Category</b>	<b>Total Billed Hours</b>	<b>Total Fees</b>
<b><u>Fixed Fee Services</u></b>		
Audit Services - Quarterly Financial Statements	895.6	\$86,666.66
<b>Fixed Fee Services</b>	<b>895.6</b>	<b>\$86,666.66</b>
<b><u>Hourly Advisory Fee Services</u></b>		
Sarbanes-Oxley Section 404 Advisory Services	1,028.5	\$287,403.50
Consulting Services	254.9	\$116,421.30
Bankruptcy Consulting	76.5	\$26,793.00
Bankruptcy Applications and Other Court Filings	13.5	\$4,098.50
Monthly and Interim Fee Applications	74.5	\$17,998.10
<b>Hourly Advisory Fee Services</b>	<b>1,447.9</b>	<b>\$452,714.40</b>
<b>Total Hours and Fees</b>	<b>2,343.5</b>	<b>\$539,381.06</b>

19.

FIXED FEE SERVICES – AUDIT SERVICES – QUARTERLY FINANCIAL STATEMENTS  
895.6 HOURS, \$86,666.66

20. As a publicly traded company, Pegasus Communications Corporation is required to comply with the Securities Act of 1934, which among other things requires companies to file periodic financial reports with the Securities and Exchange Commission (the "SEC"). The NASDAQ listing requirements, to which the Company is subject, requires that the interim financial reports be reviewed by an independent registered public accounting firm. Our engagement related to completing reviews of the Company's interim financial reports to enable the Company to be in compliance with securities regulations and their listing requirements.

21. Exhibit B provides a summary of the professionals utilized in providing the fixed fee services, including biographical information and cumulative hours devoted to these services.

HOURLY ADVISORY FEE SERVICES – 1,447.9 HOURS, \$452,714.40

22. Exhibit C provides a summary of the professionals utilized in providing the hourly advisory fee services, including biographical information, hourly billing rate and cumulative hours devoted to these services.

*I. SARBANES-OXLEY SECTION 404 ADVISORY SERVICES – 1,028.5 HOURS, \$287,403.50*

23. During 2002 the Sarbanes-Oxley Act of 2002 was passed requiring publicly traded companies to, amongst other requirements, obtain an audit of their internal controls environment in connection with their Annual Form 10-K financial statement filing. Section 404 of the Sarbanes-Oxley Act contained the provision that required the SEC to enforce an internal controls audit be conducted over publicly traded companies. As a publicly traded company, filing a Form 10-K, Pegasus Communications was required to obtain this internal controls audit. As with most other publicly traded companies, preparing for an internal controls audit required the Company to document and formalize many procedures, processes and controls that were

previously informally communicated throughout the organization. Our engagement was to assist management in documenting their internal control environment and provide recommendations that management take to improve their internal controls. The value that our internal control documentation services provided to Pegasus were to assist the organization in complying with the rules and regulations of the SEC, specifically an internal control audit and the filing of a Form 10-K, a status quo in the cost of capital as organizations with material weaknesses – or adverse audit opinions are likely to be charged a higher cost of capital and improved shareholder reliance on the financial statements as a result of formalized internal controls over the preparation of the financial statements. In addition, the work and documentation was subsequently utilized by the successor audit firm and was found to be reliable and well documented; thereby potentially reducing the amount of hours required to audit the internal control environment and potentially a lower overall audit fee than undocumented or not organized internal control documentation.

*II. CONSULTING SERVICES – 254.9 HOURS, \$116,421.30*

24. Filing periodic financial reports requires management to assess the accounting implications of various transactions and events to ensure compliance with generally accepted accounting principles. These services are outside of the scope of the services provided under the fixed fee services described above. The consulting services provided assisted the Company in complying in all material respects with generally accepted accounting principles within its periodic financial reporting.

*III. BANKRUPTCY CONSULTING – 76.5 HOURS, \$26,793.00*

25. In anticipation of filing its voluntary petition for relief under chapter 11 of the Bankruptcy Code and for a short time thereafter, the Company sought certain accounting advice relating to income taxes and accounting and reporting by entities in reorganization under the

Bankruptcy Code. The bankruptcy services provided assisted the Company in understanding different income tax and accounting alternatives and complying with the various intricacies of financial reporting by entities in reorganization under the Bankruptcy Code.

*IV. BANKRUPTCY APPLICATION AND OTHER COURT FILINGS – 13.5 HOURS, \$4,098.50*

26. During the Application Period, the Applicant's professionals undertook the tasks and analysis of reviewing the Application to employ PricewaterhouseCoopers as Accountants and Auditors to the Debtors, prepare an Affidavit disclosing our position and performed the required tasks and analysis to provide the necessary and required disclosure of the Applicant's relationships with parties-in-interest to the Debtors' cases, and coordinating the Application among all client-service teams (accounting, audit, and Sarbanes-Oxley 404). These tasks included communications with Debtors' Counsel, submitting queries to an internal database containing names of individuals and entities that are present or recent former clients to PricewaterhouseCoopers to identify potential relationships, and determining the nature and type of relationship for disclosure to the Court.

*V. MONTHLY AND INTERIM FEE APPLICATIONS – 74.5 HOURS, \$17,998.10*

27. During the Application Period, the Applicant devoted time to the preparation of six (6) monthly invoices with detailed time descriptions by professional (July, August, September, October, November and December 2004). The Applicant spent time and effort ensuring that these monthly fee statements, including the fee and expense detail submitted complied with the Bankruptcy Rules, the Local Rules and the Guidelines.

28. The Applicant specifically performed a review of the time detail associated with the Application Period, prepared the associated monthly fee statements, reviewed the case docket to ensure no objections and filed the appropriate Court filings, discussions with Debtors' Counsel regarding the monthly fee submissions and required procedures.

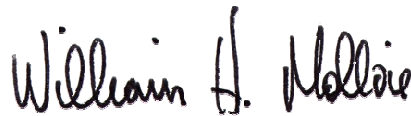
29. The Applicant incurred a significant amount of hours and fees subsequent to December 31, 2004, in which the Applicant waives additional reimbursement due to the Liquidation of the Debtors' assets as well as the filing of the Plan.

WHEREFORE, APPLICANT respectfully requests the following relief:

1. That the Court approve the fees and expenses incurred by APPLICANT during the Application Period in the total amount of \$539,381.06, and \$8,862.76, respectively;
2. That the Court direct the Debtor to pay to APPLICANT the unpaid amount of such approved fees and expenses totaling \$376,584.82; and
3. That the Court grant the APPLICANT such other and further relief as this Court deems just and proper.

Respectfully submitted this 16<sup>th</sup> day of June, 2005.

APPLICANT:  
PRICEWATERHOUSECOOPERS LLP  
Two Commerce Square  
Suite 1700, 2001 Market Street  
Philadelphia, PA 19103



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By:  
William H. Molloie, Partner



PRICEWATERHOUSECOOPERS LLP

FIRST AND FINAL APPLICATION FOR ALLOWANCE AND PAYMENT OF  
ACCOUNTANT AND AUDITOR'S FEES AND EXPENSES FOR THE PERIOD  
BEGINNING JUNE 2, 2004 THROUGH DECEMBER 31, 2004

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EXHIBITS:

- A. Cumulative Summary of the Hours, Fees and Project Category
- B. Professionals utilized for the Fixed Fee Services, including biographical information and cumulative hours
- C. Summary of Hours, Hourly Rates and Fees for the Hourly Advisory Fees
- D. Summary of Expenses by Month

ATTACHEMENTS:

Monthly Fee Statements for each Respective Month.

- A. June 2, 2004 through July 31, 2004
- B. August 2004
- C. September 2004
- D. October 2004
- E. November 2004
- F. December 2004

PRICEWATERHOUSECOOPERS LLP

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# EXHIBITS

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Summary of Fees by Project Category**  
*For the Period June 2, 2004 through December 31, 2004*

<b>Project Category</b>	<b>Total Billed Hours</b>	<b>Total Fees</b>
<b><u>Fixed Fee Services</u></b>		
Audit Services - Quarterly Financial Statements	895.6	\$86,666.66
<b>Fixed Fee Services</b>	<b>895.6</b>	<b>\$86,666.66</b>
<b><u>Hourly Advisory Fee Services</u></b>		
Sarbanes-Oxley Section 404 Advisory Services	1,028.5	\$287,403.50
Consulting Services	254.9	\$116,421.30
Bankruptcy Consulting	76.5	\$26,793.00
Bankruptcy Applications and Other Court Filings	13.5	\$4,098.50
Monthly and Interim Fee Applications	74.5	\$17,998.10
Project Planning and Management	0.0	\$0.00
<b>Hourly Advisory Fee Services</b>	<b>1,447.9</b>	<b>\$452,714.40</b>
<b>Total Hours and Fees</b>	<b>2,343.5</b>	<b>\$539,381.06</b>
Total Expenses		\$8,862.76
<b>Total Fees and Expenses</b>		<b>\$548,243.82</b>

**Pegasus Satellite Television, Inc., et al.****PricewaterhouseCoopers LLP****List of Professionals - Fixed Fee Services****Quarterly Financial Statements**

<b>Professional</b>	<b>Position</b>	<b>Cumulative Hours</b>
Bishop, William	Engagement concurring review partner, 27 years of public accounting experience (24 with PwC, 3 with Arthur Young), CPA	11.0
Condrasky, Daniel J	Senior Manager of Assurance Practice in the Technology Info-Comm and Communications group, 9 years of experience, CPA	109.5
Deas, Ronald	Associate of Assurance Practice in the Technology Info-Comm and Communications group, less than 1 year of experience	176.5
Heinz, Martin	Senior Associate of Assurance, 6 years of experience, German CPA and Tax Advisor	43.5
Ildefonso, Malve Peralta	Manager; 6+years in Assurance practice, Technology, Info-Com group; BS Accountancy; with relevant exposure in a US SEC registrant client.	77.5
Kim, Alice E	Experienced Associate, no prior experience in Audit, CPA - pending; BA- Accounting & Finance, Dispute, Analysis & Investigations	14.0
Kulig, Lindsay	Associate, 2 years experience	43.0
Magrann, Brian	Intern, no prior experience	72.0
Meyers, Carl Richard	Tax Senior Manager, 10 years of work experience, expertise: corporation taxation, CPA	39.5
Molloie, William H	Engagement partner of Assurance Practice in the Technology Info-Comm and Communications group, 18 years of experience, CPA	44.0
Moore, Linda M	Executive Assistant	0.5
Palmer, Joanne M	Executive Assistant	5.4
Quimby, Larry	Tax partner, 29 years of experience, CPA in FL and PA, area of expertise: Taxation	9.5
Ryan, David J	SEC review partner, 15 years (11 PwC and 4 SEC), Areas of expertise: accounting, auditing, SEC rules and regulations, CPA	14.6
Salmieri, John	Associate, 2 years experience	66.0
Yang, Linuo	Senior Associate of Assurance Practice in the Technology Info-Comm and Communications group, 4 years of experience, CPA	169.1
Total - Hours Incurred For Fixed Fee Services - June 2, 2004 - December 31, 2004		895.6
Total Fixed Fee for each Quarterly Filing		\$43,333.33
	<b>Percentage Completed</b>	
Review consolidated quarterly financial statements for Q1, 2004	100%	\$43,333.33
Review consolidated quarterly financial statements for Q2, 2004	100%	\$43,333.33
Review consolidated quarterly financial statements for Q3, 2004	100%	\$43,333.33
Fixed Fee Earned through December 31, 2004		\$130,000.00
Less: Portion of Fixed Fee Already Paid by Debtors		(\$43,333.33)
<b>Fixed Fee Billed and Outstanding</b>		<b>\$86,666.67</b>

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**List of Professionals - Tax Advisory Services**  
**For the Period June 2, 2004 through December 31, 2004**

Professional	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Total Billed Hours	Hourly Billing Rate	Total Fees
<b><u>Hourly Advisory Fee Services</u></b>				
Allen (Yang), Linuo	Senior Associate of Assurance Practice in the Technology Info-Comm and Communications group, 4 years of experience, CPA	58.8	\$205.00	\$12,054.00
Baio, Gayle R	Senior Manager in R&Q	4.5	\$545.00	\$2,452.50
Bishop, William T	Engagement concurring review partner, 27 years of public accounting experience (24 with PwC, 3 with Arthur Young), CPA	1.0	\$620.00	\$620.00
Boyle, Jeffrey R	Partner; 16 years of financial accounting experience including audit, internal controls and other consulting engagements (5 years as partner); all experience with PwC, CPA license obtained in 10/1991, Internal Control and Risk Management expertise	32.0	\$525.00	\$16,800.00
Cheung, Waihai (Dora)	Senior Manager of PwC National Office - R&Q - Accounting Consulting Services re: Bankruptcy topical area, 9 years of public accounting experience, CPA	0.5	\$545.20	\$272.60
Chopper, Raymond M	Partner; expertise in SALT income and franchise tax	2.0	\$609.00	\$1,218.00
Ciszczon, Brian J	Senior Associate National M&A	6.6	\$230.00	\$1,518.00
Clark, Andrea L	Manager; 6-years of bankruptcy and litigation experience; 3 years of other accounting and auditing relevant experience; Certified Public Accountant (CPA); Litigation and bankruptcy matters	32.3	\$320.00	\$10,336.00
Cohen, Brett	Partner, 20 years of experience, accounting for income taxes and revenue recognition	0.5	\$850.00	\$425.00
Condrasky, Daniel J	Senior Manager of Assurance Practice in the Technology Info-Comm and Communications group, 9 years of experience, CPA	86.5	\$367.20	\$31,762.80
Cook, David P	Partner, 22 years of experience, CPA in NJ, areas of expertise: restructuring and impairments, business combination	10.5	\$815.00	\$8,557.50

<b>Professional</b>	<b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Total Billed Hours</b>	<b>Hourly Billing Rate</b>	<b>Total Fees</b>
Cooper, Blake	Senior Associate; 4 years of relevant experience; CPA License pending processing; BS - Accountancy	16.0	\$260.00	\$4,160.00
Dimak, Diane	Associate for 10 months; intern for 6 previous months; no prior relevant experience; BA - Accounting/Finance; Litigation and bankruptcy matters	1.3	\$175.00	\$227.50
Dodyk, Lawrence	Partner, 22 years of experience, CPA in MA and NJ; areas of expertise: restructurings and impairments, business combinations, revenue recognition, stock compensation	1.0	\$845.00	\$845.00
Durbin, Patrick G	Partner in R&Q; expertise in consumer & industrial products, services, and energy.	3.5	\$780.00	\$2,730.00
Frazier, Christopher	Senior Associate; 1.5 years of Sarbanes-Oxley experience; 5 years of advisory/consulting experience; BA - Business Administration	152.5	\$260.00	\$39,650.00
Graeber, Marla	Director; 10+ years with PwC - 5 in assurance w/focus on internal controls, 5+ in advisory w/focus on process improvement and risk management; past 2 years focused on SOX readiness; BS - Accounting/Info Systems	52.0	\$416.00	\$21,632.00
Huff, Shannon	Associate; 12 months as intern; no other previous experience; Dispute analysis and investigations	12.8	\$175.00	\$2,240.00
Ildefonso, Malve P	Manager; 6+ years in Assurance practice, Technology, Info-Com group; BS Accountancy; with relevant exposure in a US SEC registrant client	53.0	\$255.00	\$13,443.00
Keane, Shannon	Senior Associate; 4 years of prior relevant experience; BS - Accounting Information Systems	1.0	\$260.00	\$260.00
Keple, Paul R	Partner in ACS and national R&Q. 13 years with PwC and 2 years with SEC. CPA in PA and NJ. Areas of expertise: business combination, restructuring and impairments, revenue recognition and stock compensation	1.0	\$880.00	\$880.00
Kviz, Timothy	Senior Manager in the National Office; 6 years as senior manager, and 10 years with PwC. 3 years with Bank One. CPA, licensed since 1992. Consultant on Financial Instruments issues	1.5	\$545.00	\$817.50

<b>Professional</b>	<b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Total Billed Hours</b>	<b>Hourly Billing Rate</b>	<b>Total Fees</b>
Leffler, Bradley W	Senior Manager for 1 year; 8 years with PwC, Bankruptcy subject matter expert in the National office; CPA - 1998; Bankruptcy (SOP 90-7).	11.5	\$640.00	\$7,360.00
Lese, Carolyn	Manager; 2 years systems and process assurance auditing, 5+ years business process and project management consulting experience. Last 2 years spent supporting SOX efforts at clients (primarily project management and documentation review)	37.0	\$352.00	\$13,024.00
Lesovy, Anna	Associate; 1 year of prior relevant experience; BA - Finance; Process Improvement/Project Management: Regulatory Compliance	32.5	\$175.00	\$5,687.50
Loo, Soo-Kiat	Senior Associate; 7 years with PwC; Process Improvements and Internal Controls	301.0	\$260.00	\$78,260.00
MacKenzie, Nicole	Experienced tax associate; assisting with fee applications	14.0	\$175.00	\$2,450.00
McCann, Matthew J	Senior manager, 11.5 years of experience, CPA in Texas and NJ, areas of expertise: restructuring and impairment, inventory, EPS, leases and asset retirement obligations	6.7	\$545.00	\$3,651.50
Meyers, Carl Richard	Tax Senior Manager, 10 years of work experience, expertise: corporation taxation, CPA	15.5	\$265.00	\$4,107.50
Molloie, William H	Engagement partner of Assurance Practice in the Technology Info-Comm and Communications group, 18 years of experience, CPA	48.4	\$550.00	\$26,620.00
Notarfrancesco, Anthony D	Tax partner, 28 years of experience, CPA in PA, area of expertise: Taxation	8.0	\$755.00	\$6,040.00
Pogharian, Jeffrey	Manager (promoted August 2004); 1.5 years of Sarbanes-Oxley experience, 7 years of advisory/ consulting experience; BA - Business Administration	374.5	\$260.00	\$97,370.00
Prettyman, James H	Partner in National M&A	5.5	\$670.00	\$3,685.00
Quimby, Larry	Tax partner, 29 years of experience, CPA in FL and PA, Taxation expertise	5.0	\$950.00	\$4,750.00
Reid, Sandra Pauline	Senior Manager in R&Q	2.0	\$616.00	\$1,232.00
Rognier, Bryan	Senior Associate; 3 years prior relevant experience; BA - Economics; Litigation and bankruptcy matters	1.2	\$210.00	\$252.00

<b>Professional</b>	<b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Total Billed Hours</b>	<b>Hourly Billing Rate</b>	<b>Total Fees</b>
Ryan, David J	SEC review partner, 15 years (11 PwC and 4 SEC), Areas of expertise: accounting, auditing, SEC rules and regulations, CPA	4.0	\$780.00	\$3,120.00
Samson, Merrilou	Manager; 5-years of prior relevant experience; Certified Insolvency and Reorganizations Accountants (CIRA), CPA; Litigation and bankruptcy matters	5.5	\$320.00	\$1,760.00
Seliber, Jay B	Partner in R&Q; expertise in technology, information/communications and	4.0	\$780.00	\$3,120.00
Spidell, Terrance	National R&Q Consultant, 11 years of experience. Senior Manager; Revenue recognition, income taxes, segments, and contract accounting, CPA	10.5	\$620.00	\$6,510.00
Tanner, Douglas	Co-leader of ACS group, 7 years of experience, CPA in GA and NJ, varied areas of expertise	0.3	\$845.00	\$253.50
Zavitz, David	Manager; 7 total yrs Business Advisory Services Consulting made up of IT Risk and Controls, Project Management, Process Improvement, Disaster Recovery	30.0	\$352.00	\$10,560.00
<b>Total Professional Fees and Hours Incurred</b>		<b>1,447.9</b>		<b>\$452,714.40</b>



**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Summary of Expenses**  
*For the Period June 2, 2004 through December 31, 2004*

Type of Expense	Monthly Invoice - Expenditures Submitted						Total Amount of Charges
	June/July	August	September	October	November	December	
Hotel	\$2,370.07	\$1,020.77	\$464.99				\$3,855.83
Public Transportation	\$1,360.00	\$1,111.00	\$232.75	\$32.03	\$16.00	\$83.00	\$2,834.78
Mileage		\$328.54	\$15.00	\$26.27	\$114.78	\$64.54	\$549.13
Meals	\$459.17	\$790.30	\$72.79	\$121.30	\$69.13	\$110.33	\$1,623.02
	<b>\$4,189.24</b>	<b>\$3,250.61</b>	<b>\$785.53</b>	<b>\$179.60</b>	<b>\$199.91</b>	<b>\$257.87</b>	<b>\$8,862.76</b>

PRICEWATERHOUSECOOPERS LLP

FIRST AND FINAL APPLICATION FOR ALLOWANCE AND PAYMENT OF  
ACCOUNTANT AND AUDITOR'S FEES AND EXPENSES FOR THE PERIOD  
BEGINNING JUNE 2, 2004 THROUGH DECEMBER 31, 2004

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# ATTACHMENTS

PRICEWATERHOUSECOOPERS LLP

FIRST AND FINAL APPLICATION FOR ALLOWANCE AND PAYMENT OF  
ACCOUNTANT AND AUDITOR'S FEES AND EXPENSES FOR THE PERIOD  
BEGINNING JUNE 2, 2004 THROUGH DECEMBER 31, 2004

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# Attachment A

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE

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

**MODIFIED STATEMENT OF FEES FOR SERVICES RENDERED  
AND EXPENSES INCURRED BY PRICEWATERHOUSECOOPERS LLP  
AS AN ADVISOR TO PEGASUS SATELLITE TELEVISION, INC. AND  
CERTAIN OF ITS SUBSIDIARIES AND AFFILIATES  
FOR THE PERIOD BEGINNING JUNE 2, 2004 AND ENDING JULY 31, 2004**

PricewaterhouseCoopers LLP, Advisor to Pegasus Satellite Television, Inc. and certain of its subsidiaries and affiliates, submits for review its revised monthly statement (the "Revised Monthly Statement") of fees and out-of-pocket expenses for the period beginning June 2, 2004 and ending July 31, 2004 (the "First Compensation Period"). In support of the Monthly Statement, PricewaterhouseCoopers 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 24, 2004 the Bankruptcy Court signed an order (the “Retention Order”) authorizing the retention of PricewaterhouseCoopers LLP as Advisor 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. On September 9, 2004, PricewaterhouseCoopers submitted a monthly interim fee request for providing professional services to the Debtors totaling \$180,900.00 and expenses totaling \$8,849.00 (“Monthly Statement”). The detailed time descriptions associated with the Monthly Statement have been included in the Revised Monthly Statement (categorized within the Project Category: Sarbanes-Oxley Section 404 Advisory Services). Since the filing of the Monthly Statement, these advisory fees have not been modified and the expenses, originally \$8,849.00, have been reduced to actual out-of-pocket expenses incurred by the professionals, eliminating the overhead allocation charges by PricewaterhouseCoopers prior to June 30, 2004.

5. Upon further review and inquiry of the professional fees provided through July 31, 2004, PricewaterhouseCoopers’ professionals expended 657.3 hours of services, totaling \$186,054.80 of fees and \$4,189.24 of actual and necessary out-of-pocket expenses during the First Compensation Period. Additional professional services were expended by PricewaterhouseCoopers associated with the employment application retention and other consulting services, inadvertently excluded from the Monthly Statement; these services have been included in the Revised Monthly Statement for proper notice.

6. Attached hereto as Exhibit A is a schedule summarizing actual and necessary expenses recorded during the First Compensation Period. Attached hereto as Exhibit B is a listing of PricewaterhouseCoopers' professionals providing services to the Debtors, as well as detailed descriptions of their daily services, Exhibit B1.

7. 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
June 2 – July 31 2004	\$ 186,054.80	\$ 18,605.48	\$ 167,449.32	\$4,189.24	\$ 171,638.56

The professional fees summarized by project category: (also attached hereto as Exhibit C).

<u>Project Category</u>	<u>Total Billed Hours</u>	<u>Total Fees</u>
<b><u>Hourly Advisory Fee Services</u></b>		
Sarbanes-Oxley Section 404 Advisory Services	641.00	180,900.50
Consulting Services	1.50	639.80
Bankruptcy Applications and Other Court Filings	13.50	4,098.50
Monthly and Interim Fee Applications	1.30	416.00
Project Planning and Management	0.00	0.00
<b>Hourly Advisory Fee Services</b>	<b>657.3</b>	<b>\$186,054.80</b>
<b>Total Hours and Fees</b>	<b>657.3</b>	<b>\$186,054.80</b>
Total Expenses		\$4,189.24
<b>Total Fees and Expenses</b>		<b>\$190,244.04</b>

PricewaterhouseCoopers LLP  
Two Commerce Square  
Suite 1700, 2001 Market Street  
Philadelphia PA 19103

BY:

A handwritten signature in black ink, appearing to read "Jeffrey R. Boyle". The signature is written in a cursive style with a large initial 'J' and 'B'.

Jeffrey R. Boyle  
Partner

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit A: Summary and Detail of Expenses**  
**For the Period Inception through July 31, 2004**

Date	Professional	Expenses	Description
<b><u>Summary of Expenses</u></b>			
	Hotel	\$2,370.07	
	Meals	\$459.17	
	Public Transportation	<u>\$1,360.00</u>	
	<b>Total Expenses</b>	<b><u>\$4,189.24</u></b>	* See Detail Below
<b><u>Hotel</u></b>			
07/09/2004	Soo-Kiat Loo	\$430.92	Sarbanes Oxley 404 - Philadelphia Hilton; 2 nights
07/16/2004	Soo-Kiat Loo	\$861.85	Sarbanes Oxley 404 - Philadelphia Hilton; 4 nights
07/23/2004	Soo-Kiat Loo	\$861.84	Sarbanes Oxley 404 - Philadelphia Hilton; 4 nights
07/27/2004	Soo-Kiat Loo	<u>\$215.46</u>	Sarbanes Oxley 404 - Philadelphia Hilton; 1 night
	<b>Hotel Total</b>	<b><u>\$2,370.07</u></b>	
<b><u>Meals</u></b>			
07/07/2004	Soo-Kiat Loo	\$8.92	Lunch - Saladworks
07/08/2004	Soo-Kiat Loo	\$8.50	Lunch - Saladworks
07/08/2005	Soo-Kiat Loo	\$5.34	Dinner - Boston Market
07/09/2004	Soo-Kiat Loo	\$28.07	Lunch - Chili's with J. Pogharian.
07/09/2004	Soo-Kiat Loo	\$19.51	Dinner - Room Service
07/12/2004	Soo-Kiat Loo	\$8.92	Lunch - Saladworks
07/12/2004	Soo-Kiat Loo	\$46.10	Dinner - Room Service
07/13/2004	Soo-Kiat Loo	\$5.34	Lunch - Boston Market
07/13/2004	Soo-Kiat Loo	\$8.86	Dinner at ACME.
07/14/2004	Soo-Kiat Loo	\$28.34	Lunch at Ruby's Diner, with J. Pogharian
07/14/2004	Soo-Kiat Loo	\$23.04	Dinner - Room Service
07/15/2004	Soo-Kiat Loo	\$8.42	Lunch at Saladwork
07/15/2004	Soo-Kiat Loo	\$17.06	Dinner - Room Service
07/16/2004	Soo-Kiat Loo	\$34.63	Lunch at TGI Friday's with J. Pogharian
07/19/2004	Soo-Kiat Loo	\$3.73	Breakfast - McDonald's
07/19/2004	Soo-Kiat Loo	\$8.18	Lunch at Saladworks
07/19/2004	Soo-Kiat Loo	\$7.21	Dinner at ACME
07/20/2004	Soo-Kiat Loo	\$14.07	Lunch at ACME
07/20/2004	Soo-Kiat Loo	\$12.93	Lunch at Saladworks
07/21/2004	Soo-Kiat Loo	\$9.56	Lunch at Saladworks
07/21/2004	Soo-Kiat Loo	\$9.80	Dinner- ACME
07/22/2004	Soo-Kiat Loo	\$13.72	Lunch at Saladworks
07/22/2004	Soo-Kiat Loo	\$6.04	Dinner at Acme
07/23/2004	Soo-Kiat Loo	\$28.40	Dinner - Room Service
07/26/2004	Soo-Kiat Loo	\$5.04	Breakfast - McDonald's
07/26/2004	Soo-Kiat Loo	\$9.56	Lunch - Saladworks
07/27/2004	Soo-Kiat Loo	\$29.27	Lunch - Chili's with J. Pogharian
07/27/2004	Soo-Kiat Loo	\$38.41	Dinner - Room Service
07/29/2004	Soo-Kiat Loo	\$5.37	Breakfast at McDonald's
07/29/2004	Soo-Kiat Loo	<u>\$6.83</u>	Lunch at Boston Market
	<b>Meals Total</b>	<b><u>\$459.17</u></b>	
<b><u>Public Transportation</u></b>			
07/07/2004	Soo-Kiat Loo	\$115.00	Sarbanes Oxley 404 - [1-way Amtrak from DC to Philadelphia]
07/07/2004	Soo-Kiat Loo	\$15.00	Sarbanes Oxley 404 - Taxi Charge
07/09/2004	Soo-Kiat Loo	\$30.00	Sarbanes Oxley 404 - Taxi Charge
07/09/2004	Soo-Kiat Loo	\$115.00	Sarbanes Oxley 404 - [1-way Amtrak from Philadelphia to DC]



**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit A: Summary and Detail of Expenses**  
***For the Period Inception through July 31, 2004***

<b>Date</b>	<b>Professional</b>	<b>Expenses</b>	<b>Description</b>
07/11/2004	Soo-Kiat Loo	\$115.00	Sarbanes Oxley 404 - [1-way Amtrak from DC to Philadelphia]
07/12/2004	Soo-Kiat Loo	\$30.00	Sarbanes Oxley 404 - Taxi Charge
07/16/2004	Soo-Kiat Loo	\$17.00	Sarbanes Oxley 404 - Taxi Charge
07/16/2004	Soo-Kiat Loo	\$115.00	Sarbanes Oxley 404 - [1-way Amtrak from Philadelphia to DC]
07/18/2004	Soo-Kiat Loo	\$115.00	Sarbanes Oxley 404 - [1-way Amtrak from DC to Philadelphia]
07/19/2004	Soo-Kiat Loo	\$30.00	Sarbanes Oxley 404 - Taxi Charge
07/23/2004	Soo-Kiat Loo	\$29.00	Sarbanes Oxley 404 - Taxi Charge
07/23/2004	Soo-Kiat Loo	\$108.00	Sarbanes Oxley 404 - [1-way Amtrak from Philadelphia to DC]
07/25/2004	Soo-Kiat Loo	\$115.00	Sarbanes Oxley 404 - [1-way Amtrak from DC to Philadelphia]
07/26/2004	Soo-Kiat Loo	\$30.00	Sarbanes Oxley 404 - Taxi Charge
07/27/2004	Soo-Kiat Loo	\$28.00	Sarbanes Oxley 404 - Taxi Charge
07/27/2004	Soo-Kiat Loo	\$97.00	Sarbanes Oxley 404 - [1-way Amtrak from Philadelphia to DC]
07/29/2004	Soo-Kiat Loo	\$46.00	Sarbanes Oxley 404 - Taxi Charge
07/29/2004	Soo-Kiat Loo	\$210.00	Sarbanes Oxley 404 - [Round trip Amtrak to/from DC and Philadelphia]
<b>Public Transportation Total</b>		<b>\$1,360.00</b>	
<b>Total Expenses</b>			
<b>Inception - July 2004</b>		<b>\$4,189.24</b>	

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B: List of Professionals - Sarbanes Oxley 404 and Other Advisory Services**

*For the Period Inception through July 31, 2004*

<b>Professional</b>	<b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Total Billed Hours</b>	<b>Hourly Billing Rate</b>	<b>Total Fees</b>
<b><u>Hourly Advisory Fee Services</u></b>				
Boyle, Jeffrey	Partner; 16 years of financial accounting experience including audit, internal controls and other consulting engagements (5 years as partner); all experience with PwC, CPA license obtained in 10/1991, Internal Control and Risk Management expertise	15.0	\$525.00	\$7,875.00
Cheung, Dora	Senior Manager of PwC National Office - R&Q- Accounting Consulting Services re: Bankruptcy topical area, 9 years of public accounting experience, CPA	0.5	\$545.20	\$272.60
Clark, Andrea L	Manager; 6-years of bankruptcy and litigation experience; 3 years of other accounting and auditing relevant experience; Certified Public Accountant (CPA); Litigation and bankruptcy matters	7.7	\$320.00	\$2,464.00
Condrasky, Daniel J	Senior Manager of Assurance Practice in the Technology Info-Comm and Communications group, 9 years of experience, CPA	1.0	\$367.20	\$367.20
Cooper, Blake	Senior Associate; 4 years of relevant experience; CPA License pending processing; BS - Accountancy	16.0	\$260.00	\$4,160.00
Dimak, Diane	Associate for 10 months; intern for 6 previous months; no prior relevant experience; BA - Accounting/Finance; Litigation and bankruptcy matters	1.3	\$175.00	\$227.50
Frazier, Christopher	Senior Associate; 1.5 years of Sarbanes-Oxley experience, 5 years of advisory/consulting experience; BA - Business Administration	152.5	\$260.00	\$39,650.00
Graeber, Marla	Director; 10+ years with PwC - 5 in assurance w/focus on internal controls, 5+ in advisory w/focus on process improvement and risk management; past 2 years focused on SOX readiness; BS - Accounting/Info Systems	44.0	\$416.00	\$18,304.00
Keane, Shannon	Senior Associate; 4 years prior relevant experience, BS - Accounting Information Systems	1.0	\$260.00	\$260.00

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B: List of Professionals - Sarbanes Oxley 404 and Other Advisory Services**

*For the Period Inception through July 31, 2004*

<b>Professional</b>	<b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Total Billed Hours</b>	<b>Hourly Billing Rate</b>	<b>Total Fees</b>
Lese, Carolyn	Manager; 2 years systems and process assurance auditing, 5+ years business process and project management consulting experience. Last 2 years spent supporting SOX efforts at clients (primarily project management and documentation review)	37.0	\$352.00	\$13,024.00
Lesovy, Anna	Associate; 1 year of prior relevant experience; BA - Finance; Process Improvement/Project Management; Regulatory Compliance	32.5	\$175.00	\$5,687.50
Loo, Soo-Kiat	Senior Associate; 7 years with PwC; Process Improvement and Internal Controls	132.0	\$260.00	\$34,320.00
Pogharian, Jeffrey	Senior Associate; 1.5 years of Sarbanes-Oxley experience, 7 years of advisory/ consulting experience; BA - Business Administration	181.0	\$260.00	\$47,060.00
Rognier, Bryan	Senior Associate; 3 years prior relevant experience; BA - Economics; Litigation and bankruptcy matters	0.3	\$210.00	\$63.00
Samson, Merrilou	Manager; 5-years of prior relevant experience; Certified Insolvency and Reorganization Accountant (CIRA), CPA; Litigation and bankruptcy matters	5.5	\$320.00	\$1,760.00
Zavitz, David	Manager; 7 total yrs Business Advisory Services Consulting made up of IT Risk and Controls, Project Management, Process Improvement, Disaster Recovery and Sarbanes Oxley 404 Project Management Consulting (Most recent 2 yrs).	30.0	\$352.00	\$10,560.00
	<b>Total Professional Fees and Hours Incurred</b>	<b>657.3</b>		<b>\$186,054.80</b>

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B1: Detail of Professional Fees - Sarbanes Oxley 404 and Other Advisory Services**

**For the Period Inception through July 31, 2004**

Date	Professional	Hours	Rate per hour	Fees	Description
<b><u>Sarbanes-Oxley Section 404 Advisory Services</u></b>					
<b><u>June-04</u></b>					
6/1/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Conducted workshop with Corporate Accounting (C. Twining, L. Samples, S. Yozviak)
6/1/2004	Graeber, Marla	4.0	\$416.00	\$1,664.00	Planning and orientation meeting with C Lese, C. Frazier, D. Zavitz to discuss project status, plan for next steps. Created documentation review schedule complete with team assignments and deadlines
6/1/2004	Lese, Carolyn	4.0	\$352.00	\$1,408.00	Planning and orientation meeting with M. Graeber, C. Frazier, D. Zavitz to discuss project status, plan for next steps. Created documentation review schedule complete with team assignments and deadlines.
6/1/2004	Lese, Carolyn	0.5	\$352.00	\$176.00	Review of Pegasus engagement letter and initial budget
6/1/2004	Lese, Carolyn	2.5	\$352.00	\$880.00	Documentation Review: External Reporting and Consolidation process. Provided feedback to C. Frazier
6/1/2004	Zavitz, David	2.0	\$352.00	\$704.00	Planning and orientation meeting with M. Graeber, C. Frazier, D. Zavitz to discuss project status, plan for next steps. Created documentation review schedule complete with team assignments and deadlines
6/2/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Completed workshop with Corporate Accounting (C. Twining, L. Samples, S. Yozviak)
6/2/2004	Lese, Carolyn	0.5	\$352.00	\$176.00	Phone call with M. Graeber to discuss approach to documentation updates and feedback mechanisms
6/2/2004	Lese, Carolyn	1.5	\$352.00	\$528.00	Documentation Review: Consolidations process with feedback to C. Frazier
6/2/2004	Lese, Carolyn	2.0	\$352.00	\$704.00	Documentation Review: Corporate G/L Close process with feedback to C. Frazier
6/3/2004	Boyle, Jeffrey	1.0	\$525.00	\$525.00	Call to discuss status of project with team; review of policy & procedures material prepared, drafting of comments on P&P.
6/3/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Conducted workshop with Broadcast Accounting (C. Twining, J. Levine)
6/3/2004	Lese, Carolyn	0.5	\$352.00	\$176.00	Documentation Review: Corporate G/L Close process with feedback to C. Frazier
6/3/2004	Lese, Carolyn	2.5	\$352.00	\$880.00	Documentation Review: Corporate Consolidations
6/3/2004	Lese, Carolyn	3.0	\$352.00	\$1,056.00	Documentation Review: External Reporting
6/4/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Completed workshop with Broadcast Accounting (C. Twining, J. Levine)
6/4/2004	Graeber, Marla	0.5	\$416.00	\$208.00	Phone call with C Lese to discuss approach to documentation updates and feedback mechanisms
6/4/2004	Graeber, Marla	0.5	\$416.00	\$208.00	Phone call with C Lese to discuss staffing options and use of controls specialists
6/4/2004	Graeber, Marla	1.0	\$416.00	\$416.00	Review status and deliverable feedback w C Frazier
6/4/2004	Lese, Carolyn	0.5	\$352.00	\$176.00	Phone call with M. Graeber to discuss staffing options and use of controls specialists
6/4/2004	Lese, Carolyn	0.3	\$352.00	\$88.00	Communicate feedback to C. Frazier on External Reporting process
6/4/2004	Lese, Carolyn	0.3	\$352.00	\$88.00	Communicate feedback to C. Frazier on Corporate Consolidations process
6/4/2004	Lese, Carolyn	1.5	\$352.00	\$528.00	Discuss with A. Lesovy her role on engagement. Reviewed preliminary flowcharts that she created and provided feedback
6/6/2004	Lesovy, Anna	5.0	\$175.00	\$875.00	Reviewed Corporate Consolidation documentation and put together a Policies and Procedures document.
6/6/2004	Lesovy, Anna	2.5	\$175.00	\$437.50	Put together a list of questions for client based on the Corporate Consolidations review.
6/7/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Conducted workshop with Legal (C. Twining, S. Blank)
6/7/2004	Graeber, Marla	1.0	\$416.00	\$416.00	Call with M. Graeber and C. Frazier to review comments on Corporate G/L Close.
6/7/2004	Graeber, Marla	3.0	\$416.00	\$1,248.00	Review documentation deliverables and conf call w C Frazier for open items
6/7/2004	Lese, Carolyn	0.5	\$352.00	\$176.00	Prepared status email for M. Graeber
6/7/2004	Lese, Carolyn	0.5	\$352.00	\$176.00	Reviewed A. Lesovy created flowcharts for Corporate Consolidations and External Reporting
6/7/2004	Lese, Carolyn	0.5	\$352.00	\$176.00	Reviewed Corporate G/L Close process and External Reporting process and sent feedback to C. Frazier

First Monthly Interim Invoice  
for PricewaterhouseCoopers LLP

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B1: Detail of Professional Fees - Sarbanes Oxley 404 and Other Advisory Services**

***For the Period Inception through July 31, 2004***

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
6/7/2004	Lesovy, Anna	3.0	\$175.00	\$525.00	Review External Financial Reporting documentation and put together a Policies and Procedures document.
6/8/2004	Boyle, Jeffrey	1.0	\$525.00	\$525.00	Review of P&P documentation prepared, drafting of comments.
6/8/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Conducted workshop with Investor Relations (C. Twining, A. Smith)
6/8/2004	Lese, Carolyn	1.0	\$352.00	\$352.00	Call with M. Graeber and C. Frazier to review comments on Corporate G/L Close.
6/8/2004	Lese, Carolyn	1.5	\$352.00	\$528.00	Reviewed Satellite G/L Close process and sent feedback to C. Frazier
6/8/2004	Lese, Carolyn	1.5	\$352.00	\$528.00	Reviewed Corporate G/L Close process and sent feedback to C. Frazier
6/8/2004	Lese, Carolyn	0.5	\$352.00	\$176.00	Call with controls specialist team to discuss their potential involvement on project.
6/8/2004	Lesovy, Anna	3.0	\$175.00	\$525.00	Review and edit Satellite Treasury documentation.
6/8/2004	Zavitz, David	2.0	\$352.00	\$704.00	Quality Review of Corporate AP Controls Narrative and Policies and Procedures documentation.
6/9/2004	Frazier, Christopher	9.0	\$260.00	\$2,340.00	Completed workshop with Investor Relations (C. Twining, A. Smith)
6/9/2004	Lese, Carolyn	1.0	\$352.00	\$352.00	Review of External Reporting process and submission to M. Graeber
6/9/2004	Lese, Carolyn	0.5	\$352.00	\$176.00	Sent A. Lesovy External Reporting narrative for flowchart creation. Discussed task with A. Lesovy
6/9/2004	Lese, Carolyn	0.5	\$352.00	\$176.00	Conference call with M. Graeber, A. Lesovy, C. Frazier, D. Zavitz to discuss progress
6/9/2004	Lese, Carolyn	2.0	\$352.00	\$704.00	Review Corporate Consolidation process and provide feedback to C. Frazier.
6/9/2004	Lese, Carolyn	1.0	\$352.00	\$352.00	Review of Broadcast G/L Close
6/9/2004	Zavitz, David	6.0	\$352.00	\$2,112.00	Continuation of Quality Review of Corporate A/P Controls Narrative, Policies and Procedures and flowcharts. Internal Status Meeting to discuss progress of Quality Reviews. Initial feedback given to C. Frazier regarding review comments and follow up needed for Corporate A/P documentation.
6/10/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Conducted workshop with Revenue and Receivables (C. Twining, M. Musto)
6/10/2004	Graeber, Marla	0.5	\$416.00	\$208.00	Conference call with C Lese A. Lesovy, C. Frazier, D. Zavitz to discuss progress
6/10/2004	Graeber, Marla	2.0	\$416.00	\$832.00	Refine and redistribute plan and budget for open deliverables to team members for discussion with client and finalization of staff schedules
6/10/2004	Graeber, Marla	0.5	\$416.00	\$208.00	Conference call with C Lese A. Lesovy, C. Frazier, D. Zavitz to discuss progress
6/10/2004	Lese, Carolyn	1.5	\$352.00	\$528.00	Final review of Corporate Consolidation and submission to M. Graeber
6/10/2004	Lese, Carolyn	1.5	\$352.00	\$528.00	Review of Broadcast G/L Close and feedback to C. Frazier
6/10/2004	Lese, Carolyn	0.5	\$352.00	\$176.00	Review of Corporate Close process
6/10/2004	Lesovy, Anna	5.0	\$175.00	\$875.00	Assist with putting together a controls template for Fixed Assets Acquisitions and Capital Projects.
6/10/2004	Lesovy, Anna	4.0	\$175.00	\$700.00	Work with the project tracking document.
6/10/2004	Zavitz, David	3.0	\$352.00	\$1,056.00	Quality Review of Broadcast Revenue Controls Narrative, Policies and Procedures and Flowchart documentation. Quality Review of Broadcast Purchasing and Payables Controls Narrative, Policies and Procedures and Flowchart documentation.
6/11/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Conducted workshop with Revenue and Receivables (C. Twining, M. Musto)
6/11/2004	Graeber, Marla	0.5	\$416.00	\$208.00	Conference call with C Lese A. Lesovy, C. Frazier, D. Zavitz to discuss progress
6/11/2004	Graeber, Marla	1.0	\$416.00	\$416.00	Update w/J Boyle
6/11/2004	Graeber, Marla	0.5	\$416.00	\$208.00	Update w/C Frazier to plan for remaining workshops and reforecast budget
6/11/2004	Keane, Shannon	1.0	\$260.00	\$260.00	Edit and review of documentation.
6/11/2004	Lese, Carolyn	0.5	\$352.00	\$176.00	Conference call with M. Graeber, A. Lesovy, C. Frazier, D. Zavitz to discuss progress
6/11/2004	Lese, Carolyn	0.5	\$352.00	\$176.00	Feedback to C. Frazier on Corporate Close process
6/11/2004	Lesovy, Anna	4.0	\$175.00	\$700.00	Editing process flows for Corporate Consolidations, Corporate Purchasing & Payables and External Financial Reporting.

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B1: Detail of Professional Fees - Sarbanes Oxley 404 and Other Advisory Services**

**For the Period Inception through July 31, 2004**

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
6/11/2004	Zavitz, David	1.0	\$352.00	\$352.00	Initial feedback given to C. Frazier regarding review comments and follow up needed for Broadcast Revenue and Broadcast Purchasing and Payables documentation. Internal Status Meeting to discuss progress of Quality Reviews.
6/14/2004	Boyle, Jeffrey	1.0	\$525.00	\$525.00	Conference call to discuss project status.
6/14/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Completed workshop with Revenue and Receivables (C. Twining, M. Musto)
6/14/2004	Graeber, Marla	3.0	\$416.00	\$1,248.00	Transition J Scott role to Frazier and work with HR/practice leaders to identify new manager
6/14/2004	Lese, Carolyn	1.0	\$352.00	\$352.00	Review Corporate Treasury and Legal processes
6/14/2004	Lesovy, Anna	3.0	\$175.00	\$525.00	Review and edit Satellite Purchasing & Payables documentation.
6/14/2004	Zavitz, David	3.0	\$352.00	\$1,056.00	Quality Review of Investor Relations Controls Narrative, Policies and Procedures and Flowchart documentation.
6/15/2004	Boyle, Jeffrey	1.0	\$525.00	\$525.00	Review of P&P materials and comments.
6/15/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Conducted workshop with HR (C. Twining, D. Huscher)
6/15/2004	Lese, Carolyn	1.0	\$352.00	\$352.00	Feedback to C. Frazier on Treasury and Legal processes
6/15/2004	Zavitz, David	1.0	\$352.00	\$352.00	Quality Review of Satellite Purchasing and Payables Controls Narrative, Policies and Procedures and Flowchart documentation.
6/16/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Completed workshop with HR (C. Twining, D. Huscher)
6/16/2004	Zavitz, David	1.0	\$352.00	\$352.00	Continuation of Quality Review of Satellite Purchasing and Payables Controls Narrative, Policies and Procedures and Flowchart documentation.
6/17/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Conducted workshop with Payroll (S. Martin, C. Jordan)
6/17/2004	Zavitz, David	1.0	\$352.00	\$352.00	Initial feedback given to C. Frazier regarding review comments and follow up needed for Satellite Purchasing and Payables documentation.
6/18/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Completed workshop with Payroll (S. Martin, C. Jordan)
6/18/2004	Graeber, Marla	4.0	\$416.00	\$1,664.00	Review interim deliverables prepared by team members and update project mapping/scoping package
6/18/2004	Lesovy, Anna	3.0	\$175.00	\$525.00	Review and edit Subscriber Acquisition Cost documentation.
6/21/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Conducted workshop with IT (C. Twining, M. Gibbs)
6/22/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Completed workshop with IT
6/22/2004	Zavitz, David	3.0	\$352.00	\$1,056.00	Secondary Quality Review performed on controls documentation for Corporate Purchasing and Payables, Broadcast Purchasing and Payables and Satellite Purchasing and Payables.
6/23/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Created initial documentation for Revenue and Receivables
6/23/2004	Zavitz, David	1.5	\$352.00	\$528.00	Feedback given to C. Frazier regarding secondary Quality Review of Corporate Purchasing and Payables, Broadcast Purchasing and Payables and Satellite Purchasing and Payables.
6/24/2004	Frazier, Christopher	8.0	\$260.00	\$2,080.00	Created initial documentation for Investor Relations
6/25/2004	Boyle, Jeffrey	2.0	\$525.00	\$1,050.00	Status update meeting with steering committee (1 1/2 hrs); review of documentation (1/2 hour).
6/25/2004	Cooper, Blake	8.0	\$260.00	\$2,080.00	Quality Control review of consolidation and financial reporting package.
6/25/2004	Frazier, Christopher	7.5	\$260.00	\$1,950.00	Created initial documentation for Legal
6/27/2004	Zavitz, David	0.5	\$352.00	\$176.00	Final Quality Reviews performed on controls documentation for Corporate Purchasing and Payables, Broadcast Purchasing and Payables and Satellite Purchasing and Payables.
6/28/2004	Graeber, Marla	4.0	\$416.00	\$1,664.00	Review status and receive work in progress from C Frazier to facilitate transition to new team members
6/28/2004	Zavitz, David	2.0	\$352.00	\$704.00	Final Feedback given to C. Frazier regarding Quality Review of Corporate Purchasing and Payables, Broadcast Purchasing and Payables and Satellite Purchasing and Payables.
6/29/2004	Boyle, Jeffrey	1.0	\$525.00	\$525.00	Call to discuss status of project with team; review of material prepared, drafting of comments.
6/29/2004	Zavitz, David	2.0	\$352.00	\$704.00	Submission of documents to M. Graeber regarding Corporate Purchasing and Payables, Broadcast Purchasing and Payables and Satellite Purchasing and Payables. Discussion to address any comments from M. Graeber review.
<b>Sarbanes-Oxley Section 404 Advisory Services - Subtotal June 2004</b>		<b>293.0</b>		<b>\$85,400.50</b>	

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B1: Detail of Professional Fees - Sarbanes Oxley 404 and Other Advisory Services**

**For the Period Inception through July 31, 2004**

Date	Professional	Hours	Rate per hour	Fees	Description
<u>July-04</u>					
7/1/2004	Boyle, Jeffrey	1.0	\$525.00	\$525.00	Client meeting with steering committee to discuss project scope.
7/1/2004	Cooper, Blake	8.0	\$260.00	\$2,080.00	Creation of control matrices for broadcast, satellite, and corporate purchasing and payables packages.
7/1/2004	Graeber, Marla	2.0	\$416.00	\$832.00	Prep for meeting w/client and receive workpapers from C Frazier transition
7/1/2004	Graeber, Marla	0.5	\$416.00	\$208.00	Status call w/J Boyle
7/1/2004	Pogharian, Jeffrey	9.0	\$260.00	\$2,340.00	Met with J. Levine to discuss Broadcast GL Management and Consolidation workshop reviewed existing documentation with C. Twining; began flow chart documentation
7/1/2004	Zavitz, David	1.0	\$352.00	\$352.00	Final discussions with Marla Graeber and C. Frazier to discuss Controls Documentation Quality Reviews regarding Corporate Purchasing and Payables, Broadcast Purchasing and Payables and Satellite Purchasing and Payables.
7/2/2004	Graeber, Marla	1.0	\$416.00	\$416.00	Finalize purchasing & payables deliverables and review and J Pogharian for delivery to client
7/2/2004	Graeber, Marla	2.0	\$416.00	\$832.00	Status meetings and transition plan with client and PwC team
7/2/2004	Graeber, Marla	2.0	\$416.00	\$832.00	Continue transition to new team members
7/2/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Met with J. Levine to discuss Broadcast GL Management and Consolidation workshop reviewed existing documentation with C. Twining; continued flow chart documentation
7/5/2004	Pogharian, Jeffrey	9.0	\$260.00	\$2,340.00	Developed narratives, flow chart, control matrix and procedures document for Broadcast GL Management and Consolidation workshop
7/6/2004	Loo, Soo-Kiat	4.0	\$260.00	\$1,040.00	Met with B. Smith, Accounts Payable Supervisor, Pegasus to obtain understanding of the Corporate Purchasing & Payables cycle
7/6/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Developed the narratives for the Corporate Purchasing & Payables cycle
7/6/2004	Pogharian, Jeffrey	9.0	\$260.00	\$2,340.00	Developed narratives, flow chart, control matrix and procedures document for Broadcast GL Management and Consolidation workshop
7/7/2004	Loo, Soo-Kiat	7.0	\$260.00	\$1,820.00	Developed the narratives for the Corporate Purchasing & Payables cycle
7/7/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Developed narratives, flow chart, control matrix and procedures document for Broadcast GL Management and Consolidation workshop
7/8/2004	Graeber, Marla	1.0	\$416.00	\$416.00	Meet with new team members Pogharian, Loo to review plan and schedule; define QC process and client reporting standards
7/8/2004	Graeber, Marla	2.0	\$416.00	\$832.00	Prepare status update and go forward plan to discuss in client meeting; continue transition with new team member J Pogharian
7/8/2004	Graeber, Marla	0.5	\$416.00	\$208.00	Status update w/J Boyle
7/8/2004	Loo, Soo-Kiat	5.0	\$260.00	\$1,300.00	Developed the narratives for the Corporate Purchasing & Payables cycle
7/8/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Met with C. Twining, Internal Audit Director, Pegasus to confirm narratives for Corporate Purchasing & Payables cycle
7/8/2004	Pogharian, Jeffrey	9.0	\$260.00	\$2,340.00	Developed narratives, flow chart, control matrix and procedures document for Broadcast GL Management and Consolidation workshop
7/9/2004	Graeber, Marla	1.5	\$416.00	\$624.00	Prep and meeting time for client status meeting
7/9/2004	Graeber, Marla	1.0	\$416.00	\$416.00	Internal meetings to review drafts and transition to new team members
7/9/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Edited the narratives for the Corporate Purchasing & Payables cycle
7/9/2004	Loo, Soo-Kiat	6.0	\$260.00	\$1,560.00	Developed the flow diagram for the Corporate Purchasing & Payables cycle
7/9/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Met with C. Twining and B. Gruschaz for Status report review. Developed narratives, flow chart, control matrix and procedures document for Broadcast GL Management and Consolidation workshop; received SME approval
7/12/2004	Graeber, Marla	3.0	\$416.00	\$1,248.00	Review draft deliverables with team and provide feedback
7/12/2004	Graeber, Marla	0.5	\$416.00	\$208.00	Status call w/J Boyle
7/12/2004	Loo, Soo-Kiat	4.0	\$260.00	\$1,040.00	Developed the flow diagram for the Corporate Purchasing & Payables cycle
7/12/2004	Loo, Soo-Kiat	2.5	\$260.00	\$650.00	Develop the control matrix for the Corporate Purchasing & Payables cycle
7/12/2004	Pogharian, Jeffrey	9.0	\$260.00	\$2,340.00	Met with L. Samples to discuss Corporate Management and Consolidation workshop; reviewed existing documentation with C. Twining; began flow chart documentation

First Monthly Interim Invoice  
for PricewaterhouseCoopers LLP

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B1: Detail of Professional Fees - Sarbanes Oxley 404 and Other Advisory Services**

***For the Period Inception through July 31, 2004***

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
7/13/2004	Loo, Soo-Kiat	8.0	\$260.00	\$2,080.00	Develop the control matrix for the Corporate Purchasing & Payables cycle
7/13/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Developed narratives, flow chart, control matrix and procedures document for Corporate GL Management workshop
7/14/2004	Loo, Soo-Kiat	5.5	\$260.00	\$1,430.00	Develop the control matrix for the Corporate Purchasing & Payables cycle
7/14/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Met with C. Twinning, Internal Audit Director, Pegasus and L. Samples, Finance Manager, Pegasus to confirm control matrix for Corporate Purchasing & Payables cycle
7/14/2004	Loo, Soo-Kiat	0.5	\$260.00	\$130.00	Develop policies & procedures for the Corporate Purchasing & Payables cycle
7/14/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Developed narratives, flow chart, control matrix and procedures document for Corporate GL Management workshop
7/15/2004	Graeber, Marla	1.0	\$416.00	\$416.00	Review draft deliverables with team and provide feedback; answer team member questions on approach and status; communicate plan to client
7/15/2004	Loo, Soo-Kiat	8.0	\$260.00	\$2,080.00	Develop policies & procedures for the Corporate Purchasing & Payables cycle
7/15/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Developed narratives, flow chart, control matrix and procedures document for Corporate GL Management workshop
7/16/2004	Boyle, Jeffrey	2.0	\$525.00	\$1,050.00	Status update meeting with steering committee (1 1/2 hrs); review of status update documentation and changes 1/2 hour.
7/16/2004	Loo, Soo-Kiat	0.5	\$260.00	\$130.00	Develop policies & procedures for the Corporate Purchasing & Payables cycle
7/16/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Met with C. Twinning, Internal Audit Director, Pegasus to obtain understanding of the Satellite Purchasing & Payables cycle
7/16/2004	Loo, Soo-Kiat	4.0	\$260.00	\$1,040.00	Developed the narratives for the Satellite Purchasing & Payables cycle
7/16/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Met with C. Twinning and B. Gruschaz for Status report review. Developed narratives, flow chart, control matrix and procedures document for Corporate GL Management workshop; received SME approval
7/19/2004	Loo, Soo-Kiat	6.0	\$260.00	\$1,560.00	Developed the narratives for the Satellite Purchasing & Payables cycle
7/19/2004	Loo, Soo-Kiat	0.5	\$260.00	\$130.00	Developed the narratives for the Broadcast Purchasing & Payables cycle
7/19/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Met with S. Yozviak to discuss Corporate External Reporting and Consolidation workshops; reviewed existing documentation with C. Twinning; began flow chart documentation
7/20/2004	Loo, Soo-Kiat	4.0	\$260.00	\$1,040.00	Developed the narratives for the Broadcast Purchasing & Payables cycle
7/20/2004	Loo, Soo-Kiat	4.0	\$260.00	\$1,040.00	Met with J. Levine, Broadcast Controller, Pegasus to obtain understanding of the Broadcast Purchasing & Payables cycle
7/20/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Developed narratives, flow chart, control matrix and procedures document for Corporate External Reporting and Consolidation workshops
7/21/2004	Loo, Soo-Kiat	6.0	\$260.00	\$1,560.00	Developed the narratives for the Broadcast Purchasing & Payables cycle
7/21/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Met with C. Twinning, Internal Audit Director, Pegasus to confirm the narratives for Broadcast Purchasing & Payables cycle
7/21/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Developed policies & procedures for the Corporate Purchasing & Payables cycle
7/22/2004	Loo, Soo-Kiat	5.5	\$260.00	\$1,430.00	Edited the narratives for the Broadcast Purchasing & Payables cycle
7/22/2004	Loo, Soo-Kiat	2.5	\$260.00	\$650.00	Developed the flow diagram for the Broadcast Purchasing & Payables cycle
7/22/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Developed policies & procedures for the Corporate Purchasing & Payables cycle
7/23/2004	Boyle, Jeffrey	2.0	\$525.00	\$1,050.00	Status update meeting with steering committee (1hr); review of status update documentation and changes (1/2) hour; review of Policy & Procedure prepared documentation (1/2 hour).
7/23/2004	Loo, Soo-Kiat	7.5	\$260.00	\$1,950.00	Developed the flow diagram for the Broadcast Purchasing & Payables cycle
7/23/2004	Loo, Soo-Kiat	0.5	\$260.00	\$130.00	Develop the control matrix for the Broadcast Purchasing & Payables cycle



**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B1: Detail of Professional Fees - Sarbanes Oxley 404 and Other Advisory Services**

**For the Period Inception through July 31, 2004**

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
7/23/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Met with C. Twining and B. Gruschaz for Status report review. Developed narratives, flow chart, control matrix and procedures document for Corporate Purchasing & Payables cycle
7/26/2004	Loo, Soo-Kiat	6.5	\$260.00	\$1,690.00	Develop the control matrix for the Broadcast Purchasing & Payables cycle
7/26/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Developed narratives, flow chart, control matrix and procedures document for Corporate External Reporting and Consolidation workshops
7/27/2004	Loo, Soo-Kiat	7.0	\$260.00	\$1,820.00	Develop the control matrix for the Broadcast Purchasing & Payables cycle
7/27/2004	Loo, Soo-Kiat	1.0	\$260.00	\$260.00	Discussed with C. Twining, Internal Audit Director, Pegasus on the control matrix for the Broadcast Purchasing & Payables cycle
7/27/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Developed the narratives for the Satellite Purchasing & Payables cycle
7/28/2004	Loo, Soo-Kiat	4.0	\$260.00	\$1,040.00	Develop the control matrix for the Broadcast Purchasing & Payables cycle
7/28/2004	Loo, Soo-Kiat	4.0	\$260.00	\$1,040.00	Develop policies & procedures for the Broadcast Purchasing & Payables cycle
7/28/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Developed the narratives for the Broadcast Purchasing & Payables cycle
7/29/2004	Loo, Soo-Kiat	6.0	\$260.00	\$1,560.00	Develop policies & procedures for the Broadcast Purchasing & Payables cycle
7/29/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Developed narratives, flow chart, control matrix and procedures document for Corporate Revenue and Receivables. Received SME approval for Corporate External Reporting and Consolidation workshops
7/30/2004	Boyle, Jeffrey	3.0	\$525.00	\$1,575.00	Status update meeting with steering committee (1hr); review of status update documentation and changes (1/2 hour); review of Policy & Procedure prepared documentation (1 1/2 hours).
7/30/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Met with C. Twining and B. Gruschaz for Status report review. Developed narratives, flow chart, control matrix and procedures document for Corporate Revenue and Receivables
<b>Sarbanes-Oxley Section 404 Advisory Services - Subtotal July 2004</b>		<u>348.0</u>		<u>\$95,500.00</u>	
<b>Sarbanes-Oxley Section 404 Advisory Services - Total</b>		<u>641.0</u>		<u>\$180,900.50</u>	
<b><u>Consulting Services</u></b>					
7/29/2004	Condrasky, Daniel J	0.5	\$367.20	\$183.60	Call with Dora Cheung, PwC Senior Manager, to schedule multiple bankruptcy consultations.
7/29/2004	Condrasky, Daniel J	0.5	\$367.20	\$183.60	Gathering and recording information for bankruptcy time reporting.
7/29/2004	Cheung, Dora	0.5	\$545.20	\$272.60	Call w/ D.Condrasky., PwC Senior Manager, of the audit team re Pegasus comm. corp's upcoming consultations; d/w ACS consultant re history and thoughts related to the consultation for cost investment impairment.
<b>Audit Consulting Services - Total</b>		<u>1.5</u>		<u>\$639.80</u>	
<b><u>Bankruptcy Applications and Other Court Filings</u></b>					
6/16/2004	Clark, Andrea L	5.8	\$320.00	\$1,856.00	Review results of the relationship check, partner calls, independence and confirm results within the exhibit (Exhibit = 1.3; 10013372, 767 pgs, .7; A 481 pgs, 1.0; B 235 pgs, .3; C, 248 pgs, .3; D, 422 pgs, .3; E 23 pgs, .1; F 146 pgs, .4; G 55 pgs .
6/17/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Final review of Pegasus relationship exhibit.
6/17/2004	Clark, Andrea L	0.6	\$320.00	\$192.00	Discussion with D. Dimak re: outstanding tasks re: independence quality control/review.
6/17/2004	Dimak, Diane	0.7	\$175.00	\$122.50	Research known PwC relationships in Independence database for Debtors. Format footnotes and printed pages.
6/17/2004	Dimak, Diane	0.6	\$175.00	\$105.00	Discussion with A. Clark re: outstanding tasks re: independence quality control/review.
6/17/2004	Rognier, Bryan	0.3	\$210.00	\$63.00	Final partner call and email returns.

First Monthly Interim Invoice  
for PricewaterhouseCoopers LLP

**Pegasus Satellite Television, Inc., et al.**

PricewaterhouseCoopers LLP

**Exhibit B1: Detail of Professional Fees - Sarbanes Oxley 404 and Other Advisory Services**

*For the Period Inception through July 31, 2004*

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
6/17/2004	Samson, Merrilou	1.1	\$320.00	\$352.00	Pegasus: Email correspondence with counsel and internal PwC (B. Molloie) to follow up on getting pleadings filed and final information for same. Prepare updates to pleadings.
6/22/2004	Samson, Merrilou	2.6	\$320.00	\$832.00	Email and phone correspondence with D. Condraksy re: final revisions to PwC application, affidavit and related exhibits. Prepare revisions and provide copies of pleadings to debtors' counsel for review and submission.
6/29/2004	Samson, Merrilou	0.2	\$320.00	\$64.00	Email correspondence w/ B. Molloie and debtors counsel re: signature pages and final questions re: PwC retention.
6/30/2004	Samson, Merrilou	0.4	\$320.00	\$128.00	Telephone calls w/ M. Burke and J. Randleman to discuss PwC retention and filings. Leave voicemails for B. Molloie re: same.
7/19/2004	Samson, Merrilou	0.6	\$320.00	\$192.00	Phone call w/ E. Morning to discuss retention order. Review revised order.
7/20/2004	Samson, Merrilou	0.3	\$320.00	\$96.00	Phone call and email correspondence with E. Morning to discuss PwC retention order. Review revised order and send email correspondence.
	<b>Bankruptcy Applications and Other Court Filings - Total</b>	<u>13.5</u>		<u>\$4,098.50</u>	
	<b><u>Monthly and Interim Fee Applications</u></b>				
7/22/2004	Samson, Merrilou	0.3	\$320.00	\$96.00	Review approved retention order and email correspondence w/J. Randleman re: fee app. process.
7/26/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Print and review monthly invoice templates.
7/26/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Extract time descriptions for Seattle team as examples of requirements for professional client-service team.
7/26/2004	Clark, Andrea L	0.4	\$320.00	\$128.00	Review fee application narrative and determine modifications to the exhibits. Integrate time descriptions templates.
	<b>Monthly and Interim Fee Applications - Total</b>	<u>1.3</u>		<u>\$416.00</u>	
	<b>Grand Total</b>	<u>657.3</u>		<u>\$186,054.80</u>	

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit C: Summary of Fees by Project Category**  
*For the Period Inception through July 31, 2004*

<b>Project Category</b>	<b>Total Billed Hours</b>	<b>Total Fees</b>
<b><u>Hourly Advisory Fee Services</u></b>		
Sarbanes-Oxley Section 404 Advisory Services	641.00	180,900.50
Consulting Services	1.50	639.80
Bankruptcy Applications and Other Court Filings	13.50	4,098.50
Monthly and Interim Fee Applications	1.30	416.00
Project Planning and Management	0.00	0.00
<b>Hourly Advisory Fee Services</b>	<b>657.3</b>	<b>\$186,054.80</b>
<b>Total Hours and Fees</b>	<b>657.3</b>	<b>\$186,054.80</b>
Total Expenses		\$4,189.24
<b>Total Fees and Expenses</b>		<b>\$190,244.04</b>

PRICEWATERHOUSECOOPERS LLP

FIRST AND FINAL APPLICATION FOR ALLOWANCE AND PAYMENT OF  
ACCOUNTANT AND AUDITOR'S FEES AND EXPENSES FOR THE PERIOD  
BEGINNING JUNE 2, 2004 THROUGH DECEMBER 31, 2004

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# Attachment B

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 PRICEWATERHOUSECOOPERS LLP AS ACCOUNTANT  
AND AUDITOR TO PEGASUS SATELLITE TELEVISION, INC.  
AND CERTAIN OF ITS SUBSIDIARIES AND AFFILIATES  
FOR THE PERIOD BEGINNING AUGUST 1, 2004 AND ENDING AUGUST 31, 2004**

PricewaterhouseCoopers LLP (“PricewaterhouseCoopers”), accountant and auditor 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 August 1, 2004 and ending August 31, 2004 (the “Second Compensation Period”). In support of the Monthly Statement, PricewaterhouseCoopers 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”).

<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 July 22, 2004, the Bankruptcy Court signed an order (the “Retention Order”) authorizing the retention of PricewaterhouseCoopers as Accountant and Auditor 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 Second Compensation Period, PricewaterhouseCoopers’ fees for providing professional services to the Debtors totaled \$174,285.50 (\$32,500.00 fixed fee services and \$141,785.50 hourly services). In connection with services rendered, PricewaterhouseCoopers has recorded actual and necessary out-of-pocket expenses in the amount of \$3,250.61. There may exist additional out-of-pocket expenses that PricewaterhouseCoopers 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 actual and necessary expenses recorded during the Second Compensation Period.

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

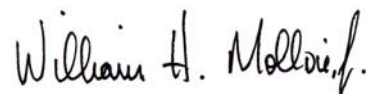
Interim Period	Total Fees	Less Holdback @ 10%	Fees Due	Total Expenses	Amounts Due
August 1, 2004 – August 31, 2004	\$174,285.50	\$17,428.55	\$156,856.95	\$3,250.61	\$160,107.56

6. Attached hereto as Exhibit B is a schedule of the hours billed by each professional at PricewaterhouseCoopers for the Hourly Services, their background experience, and their respective hourly rates, during the Second Compensation Period<sup>2</sup>. Attached hereto as Exhibit B1 is a schedule of the detailed time records for each activity associated with the Hourly Services fees.

7. Attached hereto as Exhibit C is a summary of the fees by project category during the Second Compensation Period.

8. Attached hereto as Exhibit C1 are the summary of the professionals and hours incurred during from Inception (June 2, 2004) through the Second Compensation Period, associated with the Fixed Fee Services. The requirements set forth in Local Rule 2016-1(a)(3)(i), *Time and Task Records* has been waived for the Fixed Fee Services. These summaries provided as a courtesy to document our status of these Fixed Fee services.

PricewaterhouseCoopers LLP  
Two Commerce Square  
Suite 1700, 2001 Market Street  
Philadelphia PA 19103



William H. Molloie, Jr.  
Partner

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<sup>2</sup> In addition to August 2004 services, hourly services not previously billed to the Debtors from the First Compensation Period have been included in this invoice.

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit A: Summary and Detail of Expenses**  
**For the Period August 1, 2004 through August 31, 2004**

Date	Professional	Expenses	Description
<b><u>Summary of Expenses</u></b>			
	Hotel	\$1,020.77	
	Meals	\$205.01	
	Transportation	\$1,074.00	
	<i>Fixed Fee Expenses</i>	<u>\$950.83</u>	(Includes July 2004 and August 2004 expenses)
	<b>Total Expenses</b>	<b><u>\$3,250.61</u></b>	* See Detail Below
<b><u>Hotel</u></b>			
8/3/2004	Loo, Soo-Kiat	\$215.46	Sarbanes Oxley 404 - Hilton, Philadelphia; 8/2 - 8/3, 1 night
8/6/2004	Loo, Soo-Kiat	\$215.93	Sarbanes Oxley 404 - Hilton, Philadelphia; 8/5 - 8/6, 1 night
8/18/2004	Loo, Soo-Kiat	\$135.66	Sarbanes Oxley 404 - Adam's Mark, Philadelphia; 8/17 - 8/18, 1 night
8/25/2004	Loo, Soo-Kiat	\$453.72	Sarbanes Oxley 404 - Hilton, Philadelphia; 8/23 - 8/26, 2 nights
	<b>Hotel Total</b>	<b><u>\$1,020.77</u></b>	
<b><u>Meals</u></b>			
08/02/2004	Loo, Soo-Kiat	\$14.29	Sarbanes Oxley 404 - Breakfast (McDonald's) \$5.37; Lunch (Saladworks) \$8.92
08/03/2004	Loo, Soo-Kiat	\$50.17	Sarbanes Oxley 404 - Lunch (Saladworks) \$9.24; Dinner (Room Service) \$40.93
08/05/2004	Loo, Soo-Kiat	\$14.73	Sarbanes Oxley 404 - Breakfast (McDonald's) \$5.81; Lunch (Saladworks) \$8.92
08/17/2004	Loo, Soo-Kiat	\$14.07	Sarbanes Oxley 404 - Lunch (Saladworks) \$7.44; Dinner (ACME) \$6.63
08/18/2004	Loo, Soo-Kiat	\$18.18	Sarbanes Oxley 404 - Breakfast (Adam's Mark Hotel)
08/23/2004	Loo, Soo-Kiat	\$19.56	Sarbanes Oxley 404 - Breakfast (McDonald's) \$4.17; Lunch (Saladworks) \$9.35; Dinner (ACME) \$6.04
08/24/2004	Loo, Soo-Kiat	\$24.37	Sarbanes Oxley 404 - Dinner (ACME)
08/25/2004	Loo, Soo-Kiat	\$49.64	Sarbanes Oxley 404 - Lunch (Chili's) \$27.54, J. Pogharian; Dinner (Room Service) \$22.10
	<b>Meals Total</b>	<b><u>\$205.01</u></b>	
<b><u>Transportation</u></b>			
08/01/2004	Loo, Soo-Kiat	\$115.00	Sarbanes Oxley 404 - 1-way Amtrak DC to Philadelphia
08/03/2004	Loo, Soo-Kiat	\$162.00	Sarbanes Oxley 404 - Round trip Amtrak DC to Philadelphia
08/05/2004	Loo, Soo-Kiat	\$115.00	Sarbanes Oxley 404 - 1-way Amtrak Philadelphia to DC
08/06/2004	Loo, Soo-Kiat	\$108.00	Sarbanes Oxley 404 - 1-way Amtrak Philadelphia to DC
08/18/2004	Loo, Soo-Kiat	\$115.00	Sarbanes Oxley 404 - 1-way Amtrak DC to Philadelphia
08/23/2004	Loo, Soo-Kiat	\$115.00	Sarbanes Oxley 404 - 1-way Amtrak DC to Philadelphia
08/25/2004	Loo, Soo-Kiat	\$115.00	Sarbanes Oxley 404 - 1-way Amtrak Philadelphia to DC
08/02/2004	Loo, Soo-Kiat	\$30.00	Sarbanes Oxley 404 - Taxi Charge
08/03/2004	Loo, Soo-Kiat	\$28.00	Sarbanes Oxley 404 - Taxi Charge
08/05/2004	Loo, Soo-Kiat	\$30.00	Sarbanes Oxley 404 - Taxi Charge
08/06/2004	Loo, Soo-Kiat	\$28.00	Sarbanes Oxley 404 - Taxi Charge
08/17/2004	Loo, Soo-Kiat	\$29.00	Sarbanes Oxley 404 - Taxi Charge
08/18/2004	Loo, Soo-Kiat	\$28.00	Sarbanes Oxley 404 - Taxi Charge
08/23/2004	Loo, Soo-Kiat	\$29.00	Sarbanes Oxley 404 - Taxi Charge
08/25/2004	Loo, Soo-Kiat	\$27.00	Sarbanes Oxley 404 - Taxi Charge
	<b>Transportation Total</b>	<b><u>\$1,074.00</u></b>	
<b><u>Fixed Fee Expenses - Incurred Inception through August 2004</u></b>			
<b><u>Meals</u></b>			
7/19/2004	Yang, Linuo	\$28.54	Quarterly - Group meal
7/20/2004	Yang, Linuo	\$14.73	Overtime Meal



**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit A: Summary and Detail of Expenses**  
**For the Period August 1, 2004 through August 31, 2004**

<b>Date</b>	<b>Professional</b>	<b>Expenses</b>	<b>Description</b>
7/20/2004	Condrasky, Daniel J	\$71.69	Working lunch with S Yozviak, Mgr of Fin'l Reporting, to discuss 2nd quarter issues.
7/28/2004	Molloie, William H	\$51.66	Working lunch with D. Condrasky, Senior Manager, L. Yang, Senior Associate, and rest of PwC team during the 2nd quarter review (6 participants).
8/4/2004	Condrasky, Daniel J	\$29.65	Working lunch with S Yozviak, Mgr of Fin'l Reporting, to discuss 2nd quarter issues.
8/7/2004	Yang, Linuo	\$149.85	Work lunch B.Molloie, D.Mitchell, R.Deas, B.McGrann, J.Salmerie, L. Yang
8/9/2004	Yang, Linuo	\$21.69	Work lunch L.Yang, R.Deas
8/11/2004	Condrasky, Daniel J	\$29.18	Working lunch with J Pooler, CFO, R Gruchacz, Controller, and S Yozviak, Mgr of Fin'l Reporting, to discuss 2nd quarter issues status and updates.
8/12/2004	Condrasky, Daniel J	\$25.94	Working lunch with C Meyers, Manager, and O Grosheva, Senior Associate, during the 2nd quarter tax provision review meeting
8/12/2004	Condrasky, Daniel J	\$47.76	Overtime dinner with L Yang, Senior Associate, during 2nd quarter review.
8/13/2004	Yang, Linuo	\$62.77	Work dinner D.Condrasky, L.Yang
8/16/2004	Condrasky, Daniel J	\$51.83	Working lunch with L Yang, Senior Associate, and rest of PwC team during the 2nd quarter review.
	<b>Meals Total</b>	<b>\$585.29</b>	
<b><u>Mileage</u></b>			
7/19/2004	Yang, Linuo	\$6.00	Mileage charges to/from Client
7/20/2004	Yang, Linuo	\$6.00	Mileage charges to/from Client
7/23/2004	Yang, Linuo	\$6.00	Mileage charges to/from Client
7/19/04 - 7/23/04	Salmieri, John	\$28.13	Mileage charges to/from Client - Multiple days in excess of daily commute
7/26/2004	Yang, Linuo	\$6.00	Mileage charges to/from Client
7/27/2004	Yang, Linuo	\$6.00	Mileage charges to/from Client
7/28/2004	Yang, Linuo	\$6.00	Mileage charges to/from Client
7/29/2004	Yang, Linuo	\$6.00	Mileage charges to/from Client
7/30/2004	Yang, Linuo	\$6.00	Mileage charges to/from Client
7/26/04 - 7/30/04	Salmieri, John	\$28.13	Mileage charges to/from Client - Multiple days in excess of daily commute
8/2/2004	Deas, Ronald	\$23.63	Mileage charges to/from Client
8/3/2004	Deas, Ronald	\$23.63	Mileage charges to/from Client
8/4/2004	Deas, Ronald	\$23.63	Mileage charges to/from Client
8/5/2004	Deas, Ronald	\$23.63	Mileage charges to/from Client
8/6/2004	Yang, Linuo	\$60.00	Mileage charges to/from Client (10 days - 8/2 through 8/13)
8/6/2004	Deas, Ronald	\$23.63	Mileage charges to/from Client
8/9/2004	Deas, Ronald	\$23.63	Mileage charges to/from Client
8/13/2004	Meyers, Carl Richard	\$22.50	Quarterly - Mileage charges to/from Client
	<b>Mileage Total</b>	<b>\$328.54</b>	
<b><u>Transportation/Parking</u></b>			
7/23/2004	Yang, Linuo	\$12.00	Parking charges
8/13/2004	Meyers, Carl Richard	\$22.00	Parking charges
8/13/2004	Meyers, Carl Richard	\$3.00	Taxi
	<b>Transportation/Parking Total</b>	<b>\$37.00</b>	
<b>August 2004</b>		<b>\$3,250.61</b>	

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit B: List of Professionals - Advisory Services**  
**For the Period August 1, 2004 through August 31, 2004**

Professional	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Total Billed Hours	Hourly Billing Rate	Total Fees
<b><u>Hourly Advisory Fee Services</u></b>				
Bishop, William T	Engagement concurring review partner, 27 years of public accounting experience (24 with PwC, 3 with Arthur Young), CPA	1.0	\$620.00	\$620.00
Boyle, Jeffrey R	Partner; 16 years of financial accounting experience including audit, internal controls and other consulting engagements (5 years as partner); all experience with PwC, CPA license obtained in 10/1991, Internal Control and Risk Management expertise	3.0	\$525.00	\$1,575.00
Clark, Andrea L	Manager; 6-years of bankruptcy and litigation experience; 3 years of other accounting and auditing relevant experience; Certified Public Accountant (CPA); Litigation and bankruptcy matters	0.4	\$320.00	\$128.00
Cohen, Brett	Partner, 20 years of experience, accounting for income taxes and revenue recognition	0.5	\$850.00	\$425.00
Condrasky, Daniel J	Senior Manager of Assurance Practice in the Technology Info-Comm and Communications group, 9 years of experience, CPA	47.5	\$367.20	\$17,442.00
Cook, David P	Partner, 22 years of experience, CPA in NJ, areas of expertise: restructuring and impairments, business combination	10.5	\$815.00	\$8,557.50
Dodyk, Lawrence	Partner, 22 years of experience, CPA in MA and NJ; areas of expertise: restructurings and impairments, business combinations, revenue recognition, stock compensation	1.0	\$845.00	\$845.00

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit B: List of Professionals - Advisory Services**  
**For the Period August 1, 2004 through August 31, 2004**

Professional	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Total Billed Hours	Hourly Billing Rate	Total Fees
Graeber, Marla	Director; 10+ years with PwC - 5 in assurance w/focus on internal controls, 5+ in advisory w/focus on process improvement and risk management; past 2 years focused on SOX readiness; BS - Accounting/Info Systems	6.0	\$416.00	\$2,496.00
Kepple, Paul R	Partner in ACS and national R&Q. 13 years with PwC and 2 years with SEC. CPA in PA and NJ. Areas of expertise: business combination, restructuring and impairments, revenue recognition and stock compensation	1.0	\$880.00	\$880.00
Kviz, Timothy	Senior Manager in the National Office; 6 years as senior manager, and 10 years with PwC. 3 years with Bank One. CPA, licensed since 1992. Consultant on Financial Instruments issues	1.5	\$545.00	\$817.50
Leffler, Bradley W	Senior Manager for 1 year; 8 years with PwC, Bankruptcy subject matter expert in the National office; CPA - 1998; Bankruptcy (SOP 90-7).	11.5	\$640.00	\$7,360.00
Loo, Soo-Kiat	Senior Associate; 7 years with PwC; Process Improvement and Internal Controls	116.0	\$260.00	\$30,160.00
McCann, Matthew J	Senior manager, 11.5 years of experience, CPA in Texas and NJ, areas of expertise: restructuring and impairment, inventory, EPS, leases and asset retirement obligations	6.7	\$545.00	\$3,651.50
Meyers, Carl Richard	Tax Senior Manager, 10 years of work experience, expertise: corporation taxation, CPA	9.5	\$265.00	\$2,517.50
Molloie, William H	Engagement partner of Assurance Practice in the Technology Info-Comm and Communications group, 18 years of experience, CPA	21.9	\$550.00	\$12,045.00

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit B: List of Professionals - Advisory Services**  
**For the Period August 1, 2004 through August 31, 2004**

Professional	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Total Billed Hours	Hourly Billing Rate	Total Fees
Notarfrancesco, Anthony D	Tax partner, 28 years of experience, CPA in PA, area of expertise: Taxation	6.0	\$755.00	\$4,530.00
Pogharian, Jeffrey	Manager (promoted August 2004); 1.5 years of Sarbanes-Oxley experience, 7 years of advisory/ consulting experience; BA - Business Administration	129.5	\$260.00	\$33,670.00
Ryan, David J	SEC review partner, 15 years (11 PwC and 4 SEC), Areas of expertise: accounting, auditing, SEC rules and regulations, CPA	4.0	\$780.00	\$3,120.00
Spidell, Terrance	National R&Q Consultant, 11 years of experience. Senior Manager; Revenue recognition, income taxes, segments, and contract accounting, CPA	10.5	\$620.00	\$6,510.00
Tanner, Douglas	Co-leader of ACS group, 7 years of experience, CPA in GA and NJ, varied areas of expertise	0.3	\$845.00	\$253.50
Yang, Linuo	Senior Associate of Assurance Practice in the Technology Info-Comm and Communications group, 4 years of experience, CPA	20.4	\$205.00	\$4,182.00
<b>Total Professional Fees and Hours Incurred</b>		<b>408.7</b>		<b>\$141,785.50</b>

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit B1: Detail of Professional Fees - Audit and Advisory Services**  
**For the Period August 1, 2004 through August 31, 2004**

Date	Professional	Hours	Rate per hour	Fees	Description
<b><u>Sarbanes-Oxley Section 404</u></b>					
8/2/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Met with J. Levine, Broadcast Controller, Pegasus and K. Marr, Broadcast Accountant, Pegasus to obtain understanding of the Broadcast Programming cycle
8/2/2004	Loo, Soo-Kiat	2.5	\$260.00	\$650.00	Developed the narratives for the Broadcast Programming cycle
8/2/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Updated documentation by clearing reviewer comments for Corporate Accounting, Broadcast Accounting, External Reports and Consolidations.
8/3/2004	Loo, Soo-Kiat	6.5	\$260.00	\$1,690.00	Developed the narratives for the Broadcast Programming cycle
8/3/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Updated documentation by clearing reviewer comments for Corporate Accounting, Broadcast Accounting, External Reports and Consolidations.
8/4/2004	Loo, Soo-Kiat	1.0	\$260.00	\$260.00	Met with C. Twinning, Director of Internal Audit, Pegasus, to confirm the narratives for the Broadcast Programming cycle
8/4/2004	Loo, Soo-Kiat	7.0	\$260.00	\$1,820.00	Developed the flow diagram for the Broadcast Programming cycle
8/4/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Updated documentation by clearing reviewer comments for Corporate Accounting, Broadcast Accounting, External Reports and Consolidations.
8/5/2004	Loo, Soo-Kiat	3.0	\$260.00	\$780.00	Developed the flow diagram for the Broadcast Programming cycle
8/5/2004	Loo, Soo-Kiat	3.5	\$260.00	\$910.00	Develop the control matrix for the Broadcast Programming cycle
8/5/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Updated documentation by clearing reviewer comments for Corporate Accounting, Broadcast Accounting, External Reports and Consolidations.
8/6/2004	Boyle, Jeffrey R	1.0	\$525.00	\$525.00	Status update meeting with steering committee.
8/6/2004	Loo, Soo-Kiat	6.5	\$260.00	\$1,690.00	Develop the control matrix for the Broadcast Programming cycle
8/6/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Conducted status meeting with B. Gruschaz, C. Twining and J. Pooler to discuss overall project status, Cleared reviewer comments for all Accounting documentation packages.
8/16/2004	Graeber, Marla	4.0	\$416.00	\$1,664.00	Review meetings with client, going through status and interim deliverables with our PwC and client.
8/16/2004	Loo, Soo-Kiat	7.0	\$260.00	\$1,820.00	Develop policies & procedures for the Broadcast Programming cycle
8/16/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Updated documentation by clearing reviewer comments for Investor Relations and Legal.
8/17/2004	Loo, Soo-Kiat	1.0	\$260.00	\$260.00	Develop policies & procedures for the Broadcast Programming cycle
8/17/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Met with D. Quigley, Treasury Supervisor, Pegasus to obtain understanding of the Treasury cycle
8/17/2004	Loo, Soo-Kiat	3.0	\$260.00	\$780.00	Developed the narratives for the Treasury cycle
8/17/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Updated documentation by clearing reviewer comments for Investor Relations and Legal.
8/18/2004	Boyle, Jeffrey R	1.0	\$525.00	\$525.00	Status update meeting with steering committee.
8/18/2004	Loo, Soo-Kiat	4.0	\$260.00	\$1,040.00	Developed the narratives for the Treasury cycle
8/18/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Met with C. Twinning, Director of Internal audit, Pegasus and D. Quigley, Treasury Supervisor, Pegasus to confirm the narratives for Treasury cycle
8/18/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Updated documentation by clearing reviewer comments for Investor Relations and Legal.
8/19/2004	Loo, Soo-Kiat	8.0	\$260.00	\$2,080.00	Developed the flow diagram for the Treasury cycle
8/19/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Updated documentation by clearing reviewer comments for Investor Relations and Legal.
8/20/2004	Loo, Soo-Kiat	8.0	\$260.00	\$2,080.00	Develop the control matrix for the Treasury cycle
8/20/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Conducted status meeting with B. Gruschaz, C. Twining and J. Pooler to discuss overall project status, Cleared reviewer comments for all Investor Relations and Legal documentation packages.
8/23/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Develop the control matrix for the Treasury cycle
8/23/2004	Loo, Soo-Kiat	4.0	\$260.00	\$1,040.00	Develop policies & procedures for the Treasury cycle
8/23/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Updated documentation by clearing reviewer comments for HR Benefits and Payroll.
8/24/2004	Loo, Soo-Kiat	4.0	\$260.00	\$1,040.00	Develop policies & procedures for the Treasury cycle
8/24/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Met with A. Barna, Tax Senior, Pegasus and C. Sewell, Tax Director, Pegasus to obtain an understanding of the Tax Cycle

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B1: Detail of Professional Fees - Audit and Advisory Services**

**For the Period August 1, 2004 through August 31, 2004**

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
8/24/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Developed the narratives for the Tax cycle
8/24/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Updated documentation by clearing reviewer comments for HR Benefits and Payroll.
8/25/2004	Boyle, Jeffrey R	1.0	\$525.00	\$525.00	Status update meeting with steering committee.
8/25/2004	Loo, Soo-Kiat	6.0	\$260.00	\$1,560.00	Developed the narratives for the Tax cycle
8/25/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Updated documentation by clearing reviewer comments for HR Benefits and Payroll.
8/26/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Developed the narratives for the Tax cycle
8/26/2004	Loo, Soo-Kiat	5.0	\$260.00	\$1,300.00	Developed the flow diagram for the Tax cycle
8/26/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Updated documentation by clearing reviewer comments for HR Benefits and Payroll.
8/27/2004	Loo, Soo-Kiat	2.0	\$260.00	\$520.00	Developed the flow diagram for the Tax cycle
8/27/2004	Loo, Soo-Kiat	1.0	\$260.00	\$260.00	Developed the flow diagram for the Tax cycle
8/27/2004	Loo, Soo-Kiat	4.0	\$260.00	\$1,040.00	Develop the control matrix for the Tax cycle
8/27/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Conducted status meeting with B. Gruschaz, C. Twining and J. Pooler to discuss overall project status, Cleared reviewer comments for all HR/Benefits/Payroll documentation packages.
8/30/2004	Graeber, Marla	2.0	\$416.00	\$832.00	Review meetings with client, going through status and interim deliverables with our PwC and client.
8/30/2004	Loo, Soo-Kiat	6.0	\$260.00	\$1,560.00	Develop the control matrix for the Tax cycle
8/30/2004	Loo, Soo-Kiat	1.0	\$260.00	\$260.00	Develop policies & procedures for the Tax cycle
8/30/2004	Pogharian, Jeffrey	8.0	\$260.00	\$2,080.00	Updated documentation by clearing reviewer comments for Revenue and Receivables.
8/31/2004	Loo, Soo-Kiat	8.0	\$260.00	\$2,080.00	Develop policies & procedures for the Tax cycle
8/31/2004	Pogharian, Jeffrey	1.5	\$260.00	\$390.00	Updated documentation by clearing reviewer comments for Revenue and Receivables.
<b>Sarbanes-Oxley Section 404 Advisory Services - Total</b>		<b>254.5</b>		<b>\$67,901.00</b>	

**Consulting Services**

6/8/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Review of SOP 90-7 and ARM guidance on accounting for bankrupt entities.
6/11/2004	Bishop, William T	1.0	\$620.00	\$620.00	Conference call with W Molloie, W Bishop and C Penn to discuss the implications of the Company's bankruptcy filing, including the bankruptcy issues and the Company's options with respect to their 1934 Act filings.
6/11/2004	Condrasky, Daniel J	3.0	\$367.20	\$1,101.60	Meeting with B Gruchacz, S Yozviak and L Yang to discuss the Company's 2nd quarter significant matters, including the presentation of PCC's financial statements, deconsolidation of PSC, accounting for the investment in PSC, DBS impairment issue, impairment of PCC's investment in PSC's preferred stock, liabilities subject to compromise, accrual of post petition interest, the form of presentation of PSC's financial statements, carrying value of debt, reorganization items, FAS 109 calculation and EITF 03-06.
6/11/2004	Condrasky, Daniel J	1.0	\$367.20	\$367.20	Conference call with W Molloie, W Bishop and C Penn to discuss the implications of the Company's bankruptcy filing, including the bankruptcy issues and the Company's options with respect to their 1934 Act filings.
6/11/2004	Molloie, William H	1.0	\$550.00	\$550.00	Conference call with W Molloie, W Bishop and C Penn to discuss the implications of the Company's bankruptcy filing, including the bankruptcy issues and the Company's options with respect to their 1934 Act filings.
6/11/2004	Yang, Linuo	3.0	\$205.00	\$615.00	Meeting with B Gruchacz, S Yozviak and L Yang to discuss the Company's 2nd quarter significant matters, including the presentation of PCC's financial statements, deconsolidation of PSC, accounting for the investment in PSC, DBS impairment issue, impairment of PCC's investment in PSC's preferred stock, liabilities subject to compromise, accrual of post petition interest, the form of presentation of PSC's financial statements, carrying value of debt, reorganization items, FAS 109 calculation and EITF 03-06.
6/14/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Gathering information in order to complete bankruptcy court affidavit.

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B1: Detail of Professional Fees - Audit and Advisory Services**

**For the Period August 1, 2004 through August 31, 2004**

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
6/14/2004	Condrasky, Daniel J	3.0	\$367.20	\$1,101.60	Continued review of SOP 90-7 and ARM guidance on accounting for bankrupt entities.
6/15/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Review position papers prepared by the Company relating to the bankruptcy issues discussed on June 11.
6/16/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Conference call with J Pooler, R Gruchacz, A Bala, K Hagen, A Notarfrancesco, C Meyers, W Molloie and M Abbot to discuss the FAS 109 implications of the Company's recent bankruptcy filing.
6/16/2004	Meyers, Carl Richard	2.0	\$265.00	\$530.00	Conference call with J Pooler, R Gruchacz, A Bala, K Hagen, A Notarfrancesco, W Molloie, D Condrasky and M Abbot to discuss the FAS 109 implications of the Company's recent bankruptcy filing.
6/16/2004	Molloie, William H	2.0	\$550.00	\$1,100.00	Conference call with J Pooler, R Gruchacz, A Bala, K Hagen, A Notarfrancesco, C Meyers, D Condrasky and M Abbot to discuss the FAS 109 implications of the Company's recent bankruptcy filing.
6/16/2004	Notarfrancesco, Anthony D	2.0	\$755.00	\$1,510.00	Conference call with J Pooler, R Gruchacz, A Bala, K Hagen, C Meyers, W Molloie, D Condrasky and M Abbot to discuss the FAS 109 implications of the Company's recent bankruptcy filing.
6/18/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Conference call with A Notarfrancesco, C Meyers, W Molloie, J Pooler, R Gruchacz and C Sewell to discuss the Company's progress on its FAS 109 issues related to the bankruptcy filing, including the tax impact of the judgment, the deferred financing costs and post-petition interest.
6/18/2004	Meyers, Carl Richard	2.0	\$265.00	\$530.00	Conference call with A Notarfrancesco, D Condrasky, W Molloie, J Pooler, R Gruchacz and C Sewell to discuss the Company's progress on its FAS 109 issues related to the bankruptcy filing, including the tax impact of the judgment, the deferred financing costs and post-petition interest.
6/18/2004	Molloie, William H	2.0	\$550.00	\$1,100.00	Conference call with A Notarfrancesco, C Meyers, D Condrasky, J Pooler, R Gruchacz and C Sewell to discuss the Company's progress on its FAS 109 issues related to the bankruptcy filing, including the tax impact of the judgment, the deferred financing costs and post-petition interest.
6/18/2004	Notarfrancesco, Anthony D	2.0	\$755.00	\$1,510.00	Conference call with D Condrasky, C Meyers, W Molloie, J Pooler, R Gruchacz and C Sewell to discuss the Company's progress on its FAS 109 issues related to the bankruptcy filing, including the tax impact of the judgment, the deferred financing costs and post-petition interest.
6/29/2004	Condrasky, Daniel J	1.5	\$367.20	\$550.80	Conference call with J Pooler and W Molloie to discuss certain accounting matters related to the bankruptcy filing.
6/29/2004	Molloie, William H	1.5	\$550.00	\$825.00	Conference call with J Pooler and D Condrasky to discuss certain accounting matters related to the bankruptcy filing.
6/30/2004	Condrasky, Daniel J	1.5	\$367.20	\$550.80	Review of the Company's updated position papers related to the bankruptcy issues discussed on June 29.
7/26/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Meeting with J Pooler, R Gruchacz, S Yozviak, W Molloie and L Yang to discuss the status of the Company's 2nd quarter bankruptcy issues, including the sale of the DBS assets and their possible impairment, the filing status of PSC, the Broadcast auction, PCC's negative investment balance in PSC, the deconsolidation of PSC and the tax implications of all of these items.
7/26/2004	Molloie, William H	2.0	\$550.00	\$1,100.00	Meeting with J Pooler, R Gruchacz, S Yozviak, D Condrasky and L Yang to discuss the status of the Company's 2nd quarter bankruptcy issues, including the sale of the DBS assets and their possible impairment, the filing status of PSC, the Broadcast auction, PCC's negative investment balance in PSC, the deconsolidation of PSC and the tax implications of all of these items.

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B1: Detail of Professional Fees - Audit and Advisory Services**

**For the Period August 1, 2004 through August 31, 2004**

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
7/26/2004	Yang, Linuo	2.0	\$205.00	\$410.00	Meeting with J Pooler, R Gruchacz, S Yozviak, W Molloie and D Condrasky to discuss the status of the Company's 2nd quarter bankruptcy issues, including the sale of the DBS assets and their possible impairment, the filing status of PSC, the Broadcast auction, PCC's negative investment balance in PSC, the deconsolidation of PSC and the tax implications of all of these items.
7/27/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Meeting with J Pooler, R Gruchacz, S Yozviak and L Yang to discuss three issues raised by M Pagon related to the Company's negative investment in its bankrupt subsidiary and emergence from bankruptcy.
7/27/2004	Yang, Linuo	2.0	\$205.00	\$410.00	Meeting with J Pooler, R Gruchacz, S Yozviak and D Condrasky to discuss three issues raised by M Pagon related to the Company's negative investment in its bankrupt subsidiary and emergence from bankruptcy.
7/28/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Conference call with C Meyers, T Spidell to discuss the implications of the bankruptcy filing on the Company's FAS 109 calculation, including the book to tax basis differences and the implications of paragraphs 33, 34 and 40 of FAS 109.
7/28/2004	Meyers, Carl Richard	2.0	\$265.00	\$530.00	Conference call with D Condrasky, T Spidell to discuss the implications of the bankruptcy filing on the Company's FAS 109 calculation, including the book to tax basis differences and the implications of paragraphs 33, 34 and 40 of FAS 109.
7/28/2004	Spidell, Terrance	4.0	\$620.00	\$2,480.00	Conference call with C Meyers, D Condrasky to discuss the implications of the bankruptcy filing on the Company's FAS 109 calculation, including the book to tax basis differences and the implications of paragraphs 33, 34 and 40 of FAS 109. Additional discussions/consultation with Partner.
7/29/2004	Cohen, Brett	0.5	\$850.00	\$425.00	Review of the Company's FAS 109 calculation, including the book to tax basis differences and the implications of paragraphs 33, 34 and 40 of FAS 109.
7/29/2004	Condrasky, Daniel J	1.0	\$367.20	\$367.20	Meeting with W Molloie to discuss status of bankruptcy issues and approach for completion.
7/29/2004	Molloie, William H	1.0	\$550.00	\$550.00	Meeting with D Condrasky to discuss status of bankruptcy issues and approach for completion.
8/3/2004	Condrasky, Daniel J	1.0	\$367.20	\$367.20	Conference call with B Leffler to discuss the deconsolidation of PSC, the possible impairment of the DBS assets and the Company's consideration of discontinued operations.
8/3/2004	Leffler, Bradley W	0.5	\$640.00	\$320.00	Discussions with engagement team related to financial reporting and accounting for companies in bankruptcy.
8/6/2004	Molloie, William H	0.9	\$550.00	\$495.00	PGTV Bankruptcy Update with Dan Condrasky
8/7/2004	Leffler, Bradley W	0.5	\$640.00	\$320.00	Discussions with engagement team related to financial reporting and accounting for companies in bankruptcy.
8/9/2004	Condrasky, Daniel J	1.0	\$367.20	\$367.20	Preparation and participation in conference call with D Cook, P Kepple, W Molloie, L Yang to understand the background of PSC bankruptcy filing and DBS assets impairment.
8/9/2004	Cook, David P	1.0	\$815.00	\$815.00	Conference call with W Molloie, D Condrasky, P Kepple, L Yang to understand the background of PSC bankruptcy filing and DBS assets impairment.
8/9/2004	Kepple, Paul R	1.0	\$880.00	\$880.00	Conference call with D Cook, W Molloie, D Condrasky, L Yang to understand the background of PSC bankruptcy filing and DBS assets impairment.
8/9/2004	Leffler, Bradley W	0.5	\$640.00	\$320.00	Discussions with engagement team related to financial reporting and accounting for companies in bankruptcy.
8/9/2004	Molloie, William H	4.4	\$550.00	\$2,420.00	Preparation and participation in conference call with D Cook, P Kepple, D Condrasky and L Yang to understand the background of PSC bankruptcy filing and DBS assets impairment.
8/9/2004	Yang, Linuo	2.4	\$205.00	\$492.00	Preparation and participation in conference call with D Cook, P Kepple, W Molloie, D Condrasky to understand the background of PSC bankruptcy filing and DBS assets impairment.
8/10/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Meeting with J Pooler, R Gruchacz, S Yozviak, L Yang to discuss the Company's consideration of discontinued operations relating to the DBS operations.



**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B1: Detail of Professional Fees - Audit and Advisory Services**

**For the Period August 1, 2004 through August 31, 2004**

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
8/10/2004	Condrasky, Daniel J	1.5	\$367.20	\$550.80	Conference call with B Leffler and L Yang related to financial reporting and accounting for companies in bankruptcy.
8/10/2004	Leffler, Bradley W	1.5	\$640.00	\$960.00	Discussions with engagement team related to financial reporting and accounting for companies in bankruptcy.
8/10/2004	Yang, Linuo	2.0	\$205.00	\$410.00	Meeting with J Pooler, R Gruchacz, S Yozviak, D Condrasky to discuss the Company's consideration of discontinued operations relating to the DBS operations.
8/10/2004	Yang, Linuo	1.5	\$205.00	\$307.50	Conference call with B Leffler and D Condrasky related to financial reporting and accounting for companies in bankruptcy.
8/11/2004	Condrasky, Daniel J	3.5	\$367.20	\$1,285.20	Conference call with B Leffler and L Yang related to financial reporting and accounting for companies in bankruptcy.
8/11/2004	Cook, David P	3.0	\$815.00	\$2,445.00	Review of the Company's DBS rights impairment model and write up.
8/11/2004	Leffler, Bradley W	3.5	\$640.00	\$2,240.00	Discussions with engagement team related to financial reporting and accounting for companies in bankruptcy.
8/11/2004	Yang, Linuo	3.5	\$205.00	\$717.50	Conference call with B Leffler and D Condrasky related to financial reporting and accounting for companies in bankruptcy.
8/12/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Conference call with D Cook clarify and discuss his comments on the Company's DBS rights impairment model and write up (1 hour). Conference call with B Leffler to clear his comments on the Company's accounting and reporting for the deconsolidated PSC in the PCC Form 10-Q (1 hour).
8/12/2004	Cook, David P	1.5	\$815.00	\$1,222.50	Prepare for and participate in conference call with D Condrasky to clarify and discuss comments on the Company's DBS rights impairment model and write up.
8/12/2004	Leffler, Bradley W	1.5	\$640.00	\$960.00	Discussions with engagement team related to financial reporting and accounting for companies in bankruptcy.
8/13/2004	Condrasky, Daniel J	7.5	\$367.20	\$2,754.00	Tax call with C Meyers and T Spidell for bankruptcy FAS 109 implication (3.5 hours). Conference call with D Cook, L Dodyk, D Ryan, W Molloie and L Yang to finalize conclusions and clear comments on the Company's DBS rights impairment calculation (4 hours).
8/13/2004	Cook, David P	5.0	\$815.00	\$4,075.00	Conference call with D Condrasky, L Dodyk, D Ryan, W Molloie and L Yang to finalize conclusions and clear comments on the Company's DBS rights impairment calculation.
8/13/2004	Dodyk, Lawrence	1.0	\$845.00	\$845.00	Conference call with D Cook, D Ryan, W Molloie, D Condrasky and L Yang to finalize conclusions and clear comments on the Company's DBS rights impairment calculation.
8/13/2004	Leffler, Bradley W	3.5	\$640.00	\$2,240.00	Discussions with engagement team related to financial reporting and accounting for companies in bankruptcy.
08/13/04	McCann, Matthew J	3.2	\$545.00	\$1,744.00	Call with DC, LY, BM, DR, LD to finalize conclusion and clear comments
08/13/04	McCann, Matthew J	3.5	\$545.00	\$1,907.50	Continue several discussions with engagement team to discuss the FAS 144 impairment analysis. Specific issues identified included: the appropriate level for asset groupings, cash flow considerations, discount rates, whether certain debt and patronage certificates should be part of the asset group, accounting and impairment considerations for the patronage certificates.
8/13/2004	Meyers, Carl Richard	3.5	\$265.00	\$927.50	Tax call with D Condrasky and T Spidell for bankruptcy FAS 109 implication.
8/13/2004	Molloie, William H	6.6	\$550.00	\$3,630.00	PGTV – debrief/planning with Dan and Li, calls w Nat'l Brad, Dave Cook, DR, Matt, Chris and Dan Condrasky re: DBS Impairment
8/13/2004	Ryan, David J	4.0	\$780.00	\$3,120.00	Conference call with L Dodyk, D Cook, W Molloie, D Condrasky and L Yang to finalize conclusions and clear comments on the Company's DBS rights impairment calculation.
8/13/2004	Spidell, Terrance	6.5	\$620.00	\$4,030.00	Tax conference call with C Meyers and D Condrasky for bankruptcy FAS 109 implication and follow up with ACS partner.
8/13/2004	Tanner, Douglas	0.3	\$845.00	\$253.50	Conference call with L Dodyk, D Cook, W Molloie, D Condrasky and L Yang to finalize conclusions and clear comments on the Company's DBS rights impairment calculation.

**Pegasus Satellite Television, Inc., et al.**

PricewaterhouseCoopers LLP

**Exhibit B1: Detail of Professional Fees - Audit and Advisory Services**

*For the Period August 1, 2004 through August 31, 2004*

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
8/13/2004	Yang, Linuo	4.0	\$205.00	\$820.00	Conference call with L Dodyk, D Cook, D Ryan, W Molloie, and D Condrasky to finalize conclusions and clear comments on the Company's DBS rights impairment calculation (4 hours).
8/15/2004	Condrasky, Daniel J	1.0	\$367.20	\$367.20	Review updated documentation of the Company's DBS rights impairment model.
8/16/2004	Condrasky, Daniel J	1.0	\$367.20	\$367.20	Conference call with T Kviz to discuss classification of certain equity instruments, including obtaining facts, discussion of engagement team and client views, preliminary thoughts, and action plans for completing the consultation.
8/16/2004	Kviz, Timothy	1.0	\$545.00	\$545.00	Discussion with engagement team to discuss a consultation request regarding classification of certain equity instruments, obtaining facts, discussion of engagement team and client views, preliminary thoughts, and action plans for completing the consultation.
8/16/2004	Notarfrancesco, Anthony D	2.0	\$755.00	\$1,510.00	Conference call with C Meyers to discuss the Company's tax accrual.
8/30/2004	Kviz, Timothy	0.5	\$545.00	\$272.50	Phone conversation with William Molloie to discuss the accounting conclusions regarding classification of certain equity instruments, as well as the applicable accounting literature to support the position.
8/30/2004	Molloie, William H	0.5	\$550.00	\$275.00	Conference call with T Kviz to discuss the accounting conclusions regarding classification of certain equity instruments, as well as the applicable accounting literature to support the position.
	<b>Consulting Services - Total</b>	<u>153.8</u>		<u>\$73,756.50</u>	
<b><u>Monthly and Interim Fee Applications</u></b>					
8/27/2004	Clark, Andrea L	0.4	\$320.00	\$128.00	Review drafts of inception invoice for Court submission. Discussion with L. Yang re: fee application process.
	<b>Monthly and Interim Fee Applications - Total</b>	<u>0.4</u>		<u>\$128.00</u>	
	<b>Grand Total</b>	<u>408.7</u>		<u>\$141,785.50</u>	

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit C: Summary of Fees by Project Category**  
*For the Period August 1, 2004 through August 31, 2004*

<b>Project Category</b>	<b>Total Billed Hours</b>	<b>Total Fees</b>
<b><u>Fixed Fee Services</u></b>		
Audit Services - Quarterly Financial Statements	546.2	\$32,500.00
<b>Fixed Fee Services</b>	<b>546.2</b>	<b>\$32,500.00</b>
<b><u>Hourly Advisory Fee Services</u></b>		
Sarbanes-Oxley Section 404 Advisory Services	254.50	67,901.00
Consulting Services	153.80	73,756.50
Monthly and Interim Fee Applications	0.40	128.00
<b>Hourly Advisory Fee Services</b>	<b>408.7</b>	<b>\$141,785.50</b>
<b>Total Hours and Fees</b>	<b>954.9</b>	<b>\$174,285.50</b>
Total Expenses		\$3,250.61
<b>Total Fees and Expenses</b>		<b>\$177,536.11</b>

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit C1: List of Professionals - Fixed Fee Services  
Quarterly Financial Statements**

<b>Professional</b>	<b>Position</b>	<b>Cumulative Hours</b>
Bishop, William	Engagement concurring review partner, 27 years of public accounting experience (24 with PwC, 3 with Arthur Young), CPA	3.5
Condrasky, Daniel J	Senior Manager of Assurance Practice in the Technology Info-Comm and Communications group, 9 years of experience, CPA	61.0
Deas, Ronald	Associate of Assurance Practice in the Technology Info-Comm and Communications group, less than 1 year of experience	109.0
Kulig, Lindsay	Associate, 2 years experience	43.0
Magrann, Brian	Intern, no prior experience	72.0
Meyers, Carl Richard	Tax Senior Manager, 10 years of work experience, expertise: corporation taxation, CPA	9.5
Molloie, William H	Engagement partner of Assurance Practice in the Technology Info-Comm and Communications group, 18 years of experience, CPA	16.0
Quimby, Larry	Tax partner, 29 years of experience, CPA in FL and PA, area of expertise: Taxation	3.5
Ryan, David J	SEC review partner, 15 years (11 PwC and 4 SEC), Areas of expertise: accounting, auditing, SEC rules and regulations, CPA	4.6
Salmieri, John	Associate, 2 years experience	66.0
Yang, Linuo	Senior Associate of Assurance Practice in the Technology Info-Comm and Communications group, 4 years of experience, CPA	158.1
Total - Hours Incurred For Fixed Fee Services - June 2, 2004 - August 31, 2004 <sup>(1)</sup>		546.2
Total Fixed Fee for each Quarterly Filing		\$43,333.33
		<b>Percentage Completed</b>
Review consolidated quarterly financial statements for Q1, 2004	100%	\$43,333.33
Review consolidated quarterly financial statements for Q2, 2004	75%	\$32,500.00
Fixed Fee Earned through August 31, 2004		\$75,833.33
Less: Portion of Fixed Fee Already Paid by Debtors		(\$43,333.33)
<b>Fixed Fee Billed and Outstanding</b>		<b>\$32,500.00</b>

**Notes:**

<sup>(1)</sup> The hours depicted above represent the cumulative hours incurred by each professional from June 2, 2004 through August 31, 2004.

PRICEWATERHOUSECOOPERS LLP

FIRST AND FINAL APPLICATION FOR ALLOWANCE AND PAYMENT OF  
ACCOUNTANT AND AUDITOR'S FEES AND EXPENSES FOR THE PERIOD  
BEGINNING JUNE 2, 2004 THROUGH DECEMBER 31, 2004

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# Attachment C

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 PRICEWATERHOUSECOOPERS LLP AS ACCOUNTANT  
AND AUDITOR TO PEGASUS SATELLITE TELEVISION, INC.  
AND CERTAIN OF ITS SUBSIDIARIES AND AFFILIATES FOR THE PERIOD  
BEGINNING SEPTEMBER 1, 2004 AND ENDING SEPTEMBER 30, 2004**

PricewaterhouseCoopers LLP (“PricewaterhouseCoopers”), accountant and auditor 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 September 1, 2004 and ending September 30, 2004 (the “Third Compensation Period”). In support of the Monthly Statement, PricewaterhouseCoopers 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 July 22, 2004, the Bankruptcy Court signed an order (the “Retention Order”) authorizing the retention of PricewaterhouseCoopers as Accountant and Auditor 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 Third Compensation Period, PricewaterhouseCoopers’ fees for providing professional services to the Debtors totaled \$40,028.40. In connection with services rendered, PricewaterhouseCoopers has recorded actual and necessary out-of-pocket expenses in the amount of \$785.53. There may exist additional out-of-pocket expenses that PricewaterhouseCoopers 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 actual and necessary expenses recorded during the Third Compensation Period.

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

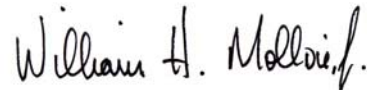
Interim Period	Total Fees	Less Holdback @ 10%	Fees Due	Total Expenses	Amounts Due
September 1, 2004 – September 30, 2004	\$40,028.40	\$4,002.84	\$36,025.56	\$785.53	\$36,811.09

6. Attached hereto as Exhibit B is a schedule of the hours billed by each professional at PricewaterhouseCoopers for the Hourly Services, their background experience, and their respective hourly rates, during the Third Compensation Period. Attached hereto as

Exhibit B1 is a schedule of the detailed time records for each activity associated with the Hourly Services fees.

7. Attached hereto as Exhibit C is a summary of the fees by project category during the Third Compensation Period.

PricewaterhouseCoopers LLP  
Two Commerce Square  
Suite 1700, 2001 Market Street  
Philadelphia PA 19103

A handwritten signature in black ink that reads "William H. Molloie, Jr." in a cursive script.

William H. Molloie, Jr.  
Partner



**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit A: Summary and Detail of Expenses**  
**For the Period September 1, 2004 through September 30, 2004**

Date	Professional	Expenses	Description
<b><u>Summary of Expenses</u></b>			
	Hotel	\$464.99	
	Meals	\$72.79	
	Mileage	\$15.00	
	Parking/Tolls	\$21.75	
	Transportation	\$211.00	
	<b>Total Expenses</b>	<b><u>\$785.53</u></b>	* See Detail Below
<b><u>Hotel</u></b>			
9/9/2004	Soo-Kiat Loo	\$464.99	Sarbanes Oxley 404 - Hilton, Philadelphia: 9/7 - 9/9 : 2 nights
	<b>Hotel Total</b>	<b><u>\$464.99</u></b>	
<b><u>Meals</u></b>			
9/7/2004	Soo-Kiat Loo	\$9.23	Sarbanes Oxley 404 - Dinner;ACME, Bala Cynwyd; Self
9/7/2004	Soo-Kiat Loo	\$10.00	Sarbanes Oxley 404 - Lunch; Murray's, Bala Cynwyd; Self
9/9/2004	Soo-Kiat Loo	\$8.92	Sarbanes Oxley 404 - Lunch; Saladworks, Bala Cynwyd; Self
9/16/2004	Orlando, Marissa L	\$29.12	Annual - Working Lunch to discuss 10K-A and 10Q-A; Bala Cynwad; Daniel Condrasky, Linuo Yang, Sarah Stover, Marissa Orlando
9/9/2004	Yang, Linuo	\$7.64	Quarterly - Bala Cynwyd, Linuo Yang, working dinner
9/28/2004	Yang, Linuo	\$7.88	Quarterly - Overtime dinner; Bala Cynwyd; Linuo Yang
	<b>Meals Total</b>	<b><u>\$72.79</u></b>	
<b><u>Mileage</u></b>			
9/15/2004	Stover, Sarah E	\$1.50	Mileage - 4 miles.
9/10/2004	Yang, Linuo	\$13.50	Quarterly - Mileage from Wayne to Philadelphia; Linuo Yang
	<b>Mileage Total</b>	<b><u>\$15.00</u></b>	
<b><u>Parking/Tolls</u></b>			
9/10/2004	Yang, Linuo	\$21.75	Quarterly - Parking in the office; Linuo Yang, meeting with Dan/Bill
	<b>Parking/Tolls Total</b>	<b><u>\$21.75</u></b>	
<b><u>Transportation</u></b>			
9/7/2004	Soo-Kiat Loo	\$108.00	Sarbanes Oxley 404 - 1-way Amtrak from DC to Philadelphia
9/7/2004	Soo-Kiat Loo	\$28.00	Sarbanes Oxley 404 - Taxi Charge
9/9/2004	Soo-Kiat Loo	\$28.00	Sarbanes Oxley 404 - Taxi Charge
9/9/2004	Soo-Kiat Loo	\$47.00	Sarbanes Oxley 404 - 1-way Amtrak from Philadelphia to DC
	<b>Total</b>	<b><u>\$211.00</u></b>	
	<b>Total Expenses - September 2004</b>	<b><u>\$785.53</u></b>	

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B: List of Professionals - Tax Advisory Services**

**For the Period September 1, 2004 through September 30, 2004**

<b>Professional</b>	<b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Total Billed Hours</b>	<b>Hourly Billing Rate</b>	<b>Total Fees</b>
<b><u>Hourly Advisory Fee Services</u></b>				
Boyle, Jeffrey R	Partner; 16 years of financial accounting experience including audit, internal controls and other consulting engagements (5 years as partner); all experience with PwC, CPA license obtained in 10/1991, Internal Control and Risk Management expertise	2.0	\$525.00	\$1,050.00
Clark, Andrea L	Manager; 6-years of bankruptcy and litigation experience; 3 years of other accounting and auditing relevant experience; Certified Public Accountant (CPA); Litigation and bankruptcy matters	14.2	\$320.00	\$4,544.00
Condrasky, Daniel J	Senior Manager of Assurance Practice in the Technology Info-Comm and Communications group, 9 years of experience, CPA	2.0	\$367.20	\$734.40
Graeber, Marla	Director; 10+ years with PwC - 5 in assurance w/focus on internal controls, 5+ in advisory w/focus on process improvement and risk management; past 2 years focused on SOX readiness; BS - Accounting/Info Systems	2.0	\$416.00	\$832.00
Huff, Shannon	Associate; 12 months as intern; no other previous experience; Dispute analysis and investigations	8.7	\$175.00	\$1,522.50
Loo, Soo-Kiat	Senior Associate; 7 years with PwC; Process Improvement and Internal Controls	53.0	\$260.00	\$13,780.00
Meyers, Carl Richard	Tax Senior Manager, 10 years of work experience, expertise: corporation taxation, CPA	1.0	\$265.00	\$265.00

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B: List of Professionals - Tax Advisory Services**

***For the Period September 1, 2004 through September 30, 2004***

<b>Professional</b>	<b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Total Billed Hours</b>	<b>Hourly Billing Rate</b>	<b>Total Fees</b>
Pogharian, Jeffrey	Senior Associate; 1.5 years of Sarbanes-Oxley experience, 7 years of advisory/consulting experience; BA - Business Administration	64.0	\$260.00	\$16,640.00
Rognier, Bryan	Senior Associate; 3 years as Associate; no prior relevant experience; BA - Economics; Dispute analysis and investigations	0.9	\$210.00	\$189.00
Yang, Linuo	Senior Associate of Assurance Practice in the Technology Info-Comm and Communications group, 4 years of experience, CPA	2.3	\$205.00	\$471.50
	<b>Total Professional Fees and Hours Incurred</b>	<hr/> <b>150.1</b> <hr/>		<hr/> <b>\$40,028.40</b> <hr/>

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B1: Detail of Professional Fees - Audit and Advisory Services**

**For the Period September 1, 2004 through September 30, 2004**

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
<b><u>Sarbanes-Oxley Section 404</u></b>					
9/8/2004	Boyle, Jeffrey R	1.0	\$525.00	\$525.00	Discussions with staff on project progress.
9/22/2004	Boyle, Jeffrey R	1.0	\$525.00	\$525.00	Review of templates/Quality Control.
9/1/2004	Graeber, Marla	2.0	\$416.00	\$832.00	Review work product deliverable.
9/1/2004 - 9/10/2004	Loo, Soo-Kiat	53.0	\$260.00	\$13,780.00	Final confirmation review with Pegasus SMEs. Final consolidation of "Gap" analysis.
9/1/2004 - 9/10/2004	Pogharian, Jeffrey	64.0	\$260.00	\$16,640.00	Final Workshop review with Pegasus SMEs. Final Quality Control review with PwC. Final consolidation of "Gap" analysis. Final Documentation review with Jeff Boyle and Pegasus Steering Committee. Delivery of final documentation to Pegasus Steering Committee.
<b>Sarbanes-Oxley Section 404 Advisory Services - Total</b>		<b>121.0</b>		<b>\$32,302.00</b>	
<b><u>Monthly and Interim Fee Applications</u></b>					
9/7/2004	Clark, Andrea L	0.8	\$320.00	\$256.00	Review fee statement previously prepared (.1); Discussion with Linuo Yang re: fee invoice.
9/7/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Extract June text; Email task outstanding to L. Yang and S. Huff re: inception and August invoice.
9/7/2004	Huff, Shannon	1.3	\$175.00	\$227.50	Running Long text WIPS, Preparing exhibits, creating summary schedule
9/7/2004	Yang, Linuo	0.9	\$205.00	\$184.50	Discuss billing procedures with Andrea Clark
9/7/2004	Meyers, Carl Richard	1.0	\$265.00	\$265.00	Update activity descriptions and provide professional qualification.
9/8/2004	Huff, Shannon	0.8	\$175.00	\$140.00	Continuing to input data into exhibits.
9/9/2004	Clark, Andrea L	0.5	\$320.00	\$160.00	Draft email re: time descriptions request from S. Huff
9/9/2004	Clark, Andrea L	0.4	\$320.00	\$128.00	Continue modification to S. Huff email re: time request.
9/9/2004	Clark, Andrea L	0.2	\$320.00	\$64.00	Review inception exhibit.
9/9/2004	Clark, Andrea L	3.5	\$320.00	\$1,120.00	Review GFS WIP extraction; application employment; local rules; Draft explanation guidelines for Team; Email additional email management re: input required by them re: rates, fixed fee and SO bill issuance; Obtain fee invoice from PACER; Follow-up with SO Team re: compliance with local rules.
9/9/2004	Huff, Shannon	0.5	\$175.00	\$87.50	Updating exhibits.
9/10/2004	Huff, Shannon	0.2	\$175.00	\$35.00	Update status w/ A. Clark.
9/17/2004	Clark, Andrea L	0.1	\$320.00	\$32.00	Follow-up email re: status of monthly invoice.
9/20/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Review first monthly invoice and prepare modifications. Call J. Boyle re: invoicing for Sarbanes matter.
9/22/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Discussion with J. Boyle re: SO billing requirements.
9/22/2004	Clark, Andrea L	0.2	\$320.00	\$64.00	Discussion with Naden
9/22/2004	Clark, Andrea L	0.5	\$320.00	\$160.00	Discussion with J. Pogharian re: monthly application for SO time.
9/22/2004	Clark, Andrea L	0.5	\$320.00	\$160.00	Continue review of initial fee application.
9/23/2004	Clark, Andrea L	0.4	\$320.00	\$128.00	Discussion with S. Huff re: invoice; Follow-up emails re: expenses information.
9/23/2004	Clark, Andrea L	0.2	\$320.00	\$64.00	Discussion with Linuo and Dan re: billing.
9/23/2004	Huff, Shannon	2.0	\$175.00	\$350.00	Continued to update June/July fee application with time submitted by PwC professionals.
9/24/2004	Clark, Andrea L	0.1	\$320.00	\$32.00	Follow-up re: status of June/July invoice.
9/24/2004	Clark, Andrea L	0.4	\$320.00	\$128.00	Follow-up emails re: fee invoice.
9/24/2004	Clark, Andrea L	0.1	\$320.00	\$32.00	Follow-up re: status of June/July invoice.
9/24/2004	Clark, Andrea L	0.2	\$320.00	\$64.00	Continue follow-up status.
9/24/2004	Huff, Shannon	1.9	\$175.00	\$332.50	Continued to update June/July fee application with time submitted by PwC professionals.
9/24/2004	Rognier, Bryan	0.5	\$210.00	\$105.00	Assist SHuff, reconcile amounts.
9/27/2004	Clark, Andrea L	0.2	\$320.00	\$64.00	Draft August fee invoice.
9/27/2004	Clark, Andrea L	1.0	\$320.00	\$320.00	Continue drafting August and September fee invoice.
9/27/2004	Clark, Andrea L	0.2	\$320.00	\$64.00	Continue drafting August and September fee invoice.

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B1: Detail of Professional Fees - Audit and Advisory Services**

**For the Period September 1, 2004 through September 30, 2004**

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
9/27/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Extraction of expense reports from GFS.
9/27/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Insertion of details re: July expenses.
9/27/2004	Huff, Shannon	0.9	\$175.00	\$157.50	Continued to update June/July fee application with time submitted by PwC professionals.
9/27/2004	Rognier, Bryan	0.2	\$210.00	\$42.00	Assist Shuff with June/July invoice.
9/28/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Continue drafting August fee invoice.
9/28/2004	Clark, Andrea L	0.1	\$320.00	\$32.00	Creation of fixed fee exhibits for August invoice.
9/28/2004	Clark, Andrea L	0.4	\$320.00	\$128.00	Continue drafting August fee invoice.
9/28/2004	Clark, Andrea L	0.2	\$320.00	\$64.00	Continue follow-up re: June/July invoice.
9/28/2004	Clark, Andrea L	0.2	\$320.00	\$64.00	Draft email to professionals re: outstanding June/July information.
9/28/2004	Clark, Andrea L	1.5	\$320.00	\$480.00	Continue preparation of the August fee invoice.
9/28/2004	Huff, Shannon	0.9	\$175.00	\$157.50	Continued to update June/July fee application with time submitted by PwC professionals.
9/28/2004	Rognier, Bryan	0.2	\$210.00	\$42.00	Assist SHuff, reconciling.
9/29/2004	Clark, Andrea L	0.1	\$320.00	\$32.00	Discussion with L. Yang re: August invoice.
9/29/2004	Huff, Shannon	0.1	\$175.00	\$17.50	Continued to update June/July fee application with time submitted by PwC professionals.
9/29/2004	Yang, Linuo	1.4	\$205.00	\$287.00	1 hr - Conference call with Bill and Dan to go over billing detail; 0.4 hours - discuss with Andrea Clark on billing matters
9/29/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	1 hr conference call with L Yang and W Molloie to discuss the time reporting requirements of the Bankruptcy court and develop an approach for submitting past time. 1 hr to gather time and description data for time incurred on bankruptcy matters.
9/30/2004	Clark, Andrea L	0.1	\$320.00	\$32.00	Status emails re: follow-up June/July invoice.
9/30/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Discussion with Linuo re: August billing.
9/30/2004	Huff, Shannon	0.1	\$175.00	\$17.50	Continued to update June/July fee application with time submitted by PwC professionals.
	<b>Monthly and Interim Fee Applications - Total</b>	<u>29.1</u>		<u>\$7,726.40</u>	
	<b>Grand Total</b>	<u>150.1</u>		<u>\$40,028.40</u>	

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit C: Summary of Fees by Project Category**  
*For the Period September 1, 2004 through September 30, 2004*

Project Category	Total Billed Hours	Total Fees
<b><u>Hourly Advisory Fee Services</u></b>		
Sarbanes-Oxley Section 404 Advisory Services	121.00	32,302.00
Monthly and Interim Fee Applications	29.10	7,726.40
<b>Hourly Advisory Fee Services</b>	<b>150.1</b>	<b>\$40,028.40</b>
<b>Total Hours and Fees</b>	<b>150.1</b>	<b>\$40,028.40</b>
Total Expenses		\$785.53
<b>Total Fees and Expenses</b>		<b>\$40,813.93</b>

PRICEWATERHOUSECOOPERS LLP

FIRST AND FINAL APPLICATION FOR ALLOWANCE AND PAYMENT OF  
ACCOUNTANT AND AUDITOR'S FEES AND EXPENSES FOR THE PERIOD  
BEGINNING JUNE 2, 2004 THROUGH DECEMBER 31, 2004

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# Attachment D

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 PRICEWATERHOUSECOOPERS LLP AS ACCOUNTANT  
AND AUDITOR TO PEGASUS SATELLITE TELEVISION, INC.  
AND CERTAIN OF ITS SUBSIDIARIES AND AFFILIATES FOR THE PERIOD  
BEGINNING OCTOBER 1, 2004 AND ENDING OCTOBER 31, 2004**

PricewaterhouseCoopers LLP (“PricewaterhouseCoopers”), accountant and auditor 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 October 1, 2004 and ending October 31, 2004 (the “Fourth Compensation Period”). In support of the Monthly Statement, PricewaterhouseCoopers 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 July 22, 2004, the Bankruptcy Court signed an order (the “Retention Order”) authorizing the retention of PricewaterhouseCoopers as Accountant and Auditor 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 Fourth Compensation Period, PricewaterhouseCoopers’ fees for providing professional services to the Debtors totaled \$25,108.03 (\$17,333.33 fixed fee services and \$7,774.70 hourly services). In connection with services rendered, PricewaterhouseCoopers has recorded actual and necessary out-of-pocket expenses in the amount of \$179.60. There may exist additional out-of-pocket expenses that PricewaterhouseCoopers 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 actual and necessary expenses recorded during the Fourth Compensation Period.

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

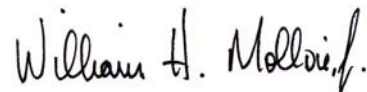
Interim Period	Total Fees	Less Holdback @ 10%	Fees Due	Total Expenses	Amounts Due
October 1, 2004 – October 31, 2004	\$25,108.03	\$2,510.80	\$22,597.23	\$179.60	\$22,776.83

6. Attached hereto as Exhibit B is a schedule of the hours billed by each professional at PricewaterhouseCoopers for the Hourly Services, their background experience, and their respective hourly rates, during the Fourth Compensation Period. Attached hereto as Exhibit B1 is a schedule of the detailed time records for each activity associated with the Hourly Services fees.

7. Attached hereto as Exhibit C is a summary of the fees by project category during the Fourth Compensation Period.

8. Attached hereto as Exhibit C1 is the summary of the professionals and hours incurred during the Fourth Compensation Period, associated with the Fixed Fee Services. The requirements set forth in Local Rule 2016-1(a)(3)(i), *Time and Task Records* has been waived for the Fixed Fee Services. These summaries provided as a courtesy to document our status of these Fixed Fee services.

PricewaterhouseCoopers LLP  
Two Commerce Square  
Suite 1700, 2001 Market Street  
Philadelphia PA 19103



William H. Molloie, Jr.  
Partner

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit A: Summary and Detail of Expenses**  
**For the Period October 1, 2004 through October 31, 2004**

Date	Professional	Expenses	Description
<b><u>Summary of Expenses</u></b>			
	Meals	\$45.64	
	Fixed Fee Expenses	<u>\$133.96</u>	
	<b>Total Expenses</b>	<b><u><u>\$179.60</u></u></b>	* See Detail Below
<b><u>Meals</u></b>			
10/7/2004	Condrasky, Daniel J	\$45.64	Consulting - Working dinner with L Yang, Senior Associate, to review results of upper tier Company ownership testing.
	<b>Meals Total</b>	<b><u><u>\$45.64</u></u></b>	
<b><u>Fixed Fee Expenses</u></b>			
10/27/2004	Heinz, Martin	\$32.03	Quarterly - Gasoline Rental Car
10/28/2004	Molloie, William H	\$3.75	Quarterly - Mileage charge, office to client site.
10/28/2004	Molloie, William H	\$52.82	Quarterly - Quarterly working lunch with staff, including Li Yang, Dan Condrasky, Ron Deas, Malve Ildefonso, Martin Heinz.
10/17/04-10/28/04	Yang, Linuo	\$22.52	Quarterly - mileage Bala Cynwyd to Upper Darby, Linuo Yang
10/22/2004	Yang, Linuo	\$22.84	Quarterly - PwC team lunch; Bala Cynwyd; Linuo Yang, Ron Deas, John Salmerie
	<b>Fixed Fee Expenses - Total</b>	<b><u><u>\$133.96</u></u></b>	
<b>October 2004</b>		<b><u><u>\$179.60</u></u></b>	

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit B: List of Professionals - Tax Advisory Services**

***For the Period October 1, 2004 through October 31, 2004***

<b>Professional</b>	<b>Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise</b>	<b>Total Billed Hours</b>	<b>Hourly Billing Rate</b>	<b>Total Fees</b>
<b><u>Hourly Advisory Fee Services</u></b>				
Boyle, Jeffrey R	Partner; 16 years of financial accounting experience including audit, internal controls and other consulting engagements (5 years as partner); all experience with PwC, CPA license obtained in 10/1991, Internal Control and Risk Management expertise	10.0	\$525.00	\$5,250.00
Clark, Andrea L	Manager; 6-years of bankruptcy and litigation experience; 3 years of other accounting and auditing relevant experience; Certified Public Accountant (CPA); Litigation and bankruptcy matters	5.6	\$320.00	\$1,792.00
Condrasky, Daniel J	Senior Manager of Assurance Practice in the Technology Info-Comm and Communications group, 9 years of experience, CPA	1.0	\$367.20	\$367.20
Huff, Shannon	Associate; 12 months as intern; no other previous experience; Dispute analysis and investigations	0.8	\$175.00	\$140.00
Yang, Linuo	Senior Associate of Assurance Practice in the Technology Info-Comm and Communications group, 4 years of experience, CPA	1.1	\$205.00	\$225.50
<b>Total Professional Fees and Hours Incurred</b>		<b>18.5</b>		<b>\$7,774.70</b>

**Pegasus Satellite Television, Inc., et al.**

PricewaterhouseCoopers LLP

**Exhibit B1: Detail of Professional Fees - Audit and Advisory Services**

*For the Period October 1, 2004 through October 31, 2004*

Date	Professional	Hours	Rate per hour	Fees	Description
<b><u>Sarbanes-Oxley Section 404</u></b>					
10/5/2004	Boyle, Jeffrey R	1.0	\$525.00	\$525.00	Prepare for 10/6 meeting.
10/6/2004	Boyle, Jeffrey R	4.0	\$525.00	\$2,100.00	Meeting with Pegasus CFO, IAD, CAO, Legal, CEO on 404 Governance issues.
10/14/2004	Boyle, Jeffrey R	2.0	\$525.00	\$1,050.00	Meeting related to 404 Governance Controls (IAD, CFO, CAO).
10/26/2004	Boyle, Jeffrey R	3.0	\$525.00	\$1,575.00	Documentation of Governance/Entity Level Controls from prior meetings; Gap analysis.
	<b>Sarbanes-Oxley Section 404 Advisory Services - Total</b>	<b>10.0</b>		<b>\$5,250.00</b>	
<b><u>Monthly and Interim Fee Applications</u></b>					
10/1/2004	Condrasky, Daniel J	1.0	\$367.20	\$367.20	Gather data in order to respond to L Yang information request e-mail.
10/1/2004	Huff, Shannon	0.8	\$175.00	\$140.00	Input expenses for S. Loo and reconciling to previous information into Pegasus June/July fee application.
10/1/2004	Yang, Linuo	0.6	\$205.00	\$123.00	Prepare email to PwC internal professionals for instructions on billing
10/4/2004	Clark, Andrea L	1.6	\$320.00	\$512.00	Continue integration and review of Inception through July 2004 invoice.
10/5/2004	Clark, Andrea L	2.2	\$320.00	\$704.00	Begin drafting August 2004 invoice. Integrate time descriptions and background information into the exhibits. Email request for the Sarbanes Oxley Team. Extraction expense information for Audit and Quarterly Team. Email Quarterly Audit team re: outstanding information.
10/5/2004	Yang, Linuo	0.5	\$205.00	\$102.50	Provide detailed expenses descriptions for 7/04 and 8/04 to Andrea Clark
10/12/2004	Clark, Andrea L	0.4	\$320.00	\$128.00	Revise modified July invoice; Create PDF file for Court.
10/12/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	PDF July revised invoice.
10/13/2004	Clark, Andrea L	0.8	\$320.00	\$256.00	Integrate time descriptions and expenses from 3 professionals. Follow-
10/13/2004	Clark, Andrea L	0.1	\$320.00	\$32.00	Exchange emails with professionals outstanding time August invoice.
10/15/2004	Clark, Andrea L	0.1	\$320.00	\$32.00	Follow-up on voicemail from L. Yang re: interim fee application and
10/22/2004	Clark, Andrea L	0.1	\$320.00	\$32.00	Status email re: monthly fee invoices.
	<b>Monthly and Interim Fee Applications - Total</b>	<b>8.5</b>		<b>\$2,524.70</b>	
	<b>Grand Total</b>	<b>18.5</b>		<b>\$7,774.70</b>	

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit C: Summary of Fees by Project Category**  
*For the Period October 1, 2004 through October 31, 2004*

<b>Project Category</b>	<b>Total Billed Hours</b>	<b>Total Fees</b>
<b><u>Fixed Fee Services</u></b>		
Audit Services - Quarterly Financial Statements	105.5	\$17,333.33
	<hr/>	<hr/>
<b>Fixed Fee Services</b>	<b>105.5</b>	<b>\$17,333.33</b>
<b><u>Hourly Advisory Fee Services</u></b>		
Sarbanes-Oxley Section 404 Advisory Services	10.00	5,250.00
Monthly and Interim Fee Applications	8.50	2,524.70
	<hr/>	<hr/>
<b>Hourly Advisory Fee Services</b>	<b>18.5</b>	<b>\$7,774.70</b>
<b>Total Hours and Fees</b>	<b>124.0</b>	<b>25,108.0</b>
	<hr/>	<hr/>
Total Expenses		\$179.60
<b>Total Fees and Expenses</b>		<b>\$25,287.63</b>
		<hr/>

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit C1: List of Professionals - Fixed Fee Services**  
**Quarterly Financial Statements**

<b>Professional</b>	<b>Position</b>	<b>Cumulative Hours</b>
Bishop, William	Engagement concurring review partner, 27 years of public accounting experience (24 with PwC, 3 with Arthur Young), CPA	1.0
Condasky, Daniel J	Senior Manager of Assurance Practice in the Technology Info-Comm and Communications group, 9 years of experience, CPA	4.0
Ildefonso, Malve Peralta	Manager; 6+ years in Assurance practice, Technology, Info-Comm group; BS Accountancy; with relevant exposure in a US SEC registrant client.	6.0
Heinz, Martin	Senior Associate of Assurance, 6 years of experience, German CPA and Tax Advisor	43.5
Deas, Ronald	Associate of Assurance Practice in the Technology Info-Comm and Communications group, less than 1 year of experience	40.5
Molloie, William	Engagement partner of Assurance Practice in the Technology Info-Comm and Communications group, 18 years of experience, CPA	4.0
Yang, Linuo	Senior Associate of Assurance Practice in the Technology Info-Comm and Communications group, 4 years of experience, CPA	6.5
Total - Hours Incurred For Fixed Fee Services - October 1 - October 31, 2004		<u>105.5</u>
Total Fixed Fee for each Quarterly Filing		\$43,333.33
	<b>Percentage Completed</b>	
Review consolidated quarterly financial statements for Q1, 2004	100%	\$43,333.33
Review consolidated quarterly financial statements for Q2, 2004	90%	\$39,000.00
Review consolidated quarterly financial statements for Q3, 2004	25%	\$10,833.33
Fixed Fee Earned through October 31, 2004		\$93,166.67
Less: Portion of Fixed Fee Already Paid by Debtors		<u>(\$75,833.33)</u>
<b>Fixed Fee Billed and Outstanding</b>		<b>\$17,333.33</b>

PRICEWATERHOUSECOOPERS LLP

FIRST AND FINAL APPLICATION FOR ALLOWANCE AND PAYMENT OF  
ACCOUNTANT AND AUDITOR'S FEES AND EXPENSES FOR THE PERIOD  
BEGINNING JUNE 2, 2004 THROUGH DECEMBER 31, 2004

---

# Attachment E



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 PRICEWATERHOUSECOOPERS LLP AS ACCOUNTANT  
AND AUDITOR TO PEGASUS SATELLITE TELEVISION, INC.  
AND CERTAIN OF ITS SUBSIDIARIES AND AFFILIATES FOR THE PERIOD  
BEGINNING NOVEMBER 1, 2004 AND ENDING NOVEMBER 30, 2004**

PricewaterhouseCoopers LLP (“PricewaterhouseCoopers”), accountant and auditor 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 November 1, 2004 and ending November 30, 2004 (the “Fifth Compensation Period”). In support of the Monthly Statement, PricewaterhouseCoopers 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”).

<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 July 22, 2004, the Bankruptcy Court signed an order (the “Retention Order”) authorizing the retention of PricewaterhouseCoopers as Accountant and Auditor 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 Fifth Compensation Period, PricewaterhouseCoopers’ fees for providing professional services to the Debtors totaled \$20,842.83 (\$10,833.33 fixed fee services and \$10,009.50 hourly services). In connection with services rendered, PricewaterhouseCoopers has recorded actual and necessary out-of-pocket expenses in the amount of \$199.91. There may exist additional out-of-pocket expenses that PricewaterhouseCoopers 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 actual and necessary expenses recorded during the Fifth Compensation Period.

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

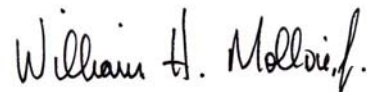
Interim Period	Total Fees	Less Holdback @ 10%	Fees Due	Total Expenses	Amounts Due
November 1, 2004 – November 30, 2004	\$20,842.83	\$2,084.28	\$18,758.55	\$199.91	\$18,958.46

6. Attached hereto as Exhibit B is a schedule of the hours billed by each professional at PricewaterhouseCoopers for the Hourly Services, their background experience, and their respective hourly rates, during the Fifth Compensation Period. Attached hereto as Exhibit B1 is a schedule of the detailed time records for each activity associated with the Hourly Services fees.

7. Attached hereto as Exhibit C is a summary of the fees by project category during the Fifth Compensation Period.

8. Attached hereto as Exhibit C1 is the summary of the professionals and hours incurred during the Fifth Compensation Period, associated with the Fixed Fee Services. The requirements set forth in Local Rule 2016-1(a)(3)(i), *Time and Task Records* has been waived for the Fixed Fee Services. These summaries provided as a courtesy to document our status of these Fixed Fee services.

PricewaterhouseCoopers LLP  
Two Commerce Square  
Suite 1700, 2001 Market Street  
Philadelphia PA 19103



William H. Molloie, Jr.  
Partner

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit A: Summary and Detail of Expenses**  
*For the Period November 1, 2004 through November 30, 2004*

Date	Professional	Expenses	Description
<b><u>Summary of Expenses</u></b>			
	Meals	\$38.08	
	Mileage	\$23.26	
	Parking/Tolls	\$16.00	
	Fixed Fee Expenses	<u>\$122.57</u>	
	<b>Total Expenses</b>	<b><u><u>\$199.91</u></u></b>	* See Detail Below
<b><u>Meals</u></b>			
11/19/2004	Condrasky, Daniel J	\$26.31	Consulting - Working lunch at Chilis with Malve Idefonso, Manager, to discuss the status of her documentation related to the contract rejection and severance issues.
11/2/2004	Yang, Linuo		Consulting - [Bala Cynwyd, Overtime dinner; Linuo Yang and Dan Condrasky]
		<u>\$11.77</u>	
	<b>Meals Total</b>	<b><u>\$38.08</u></b>	
<b><u>Mileage</u></b>			
11/2/04 - 11/3/04,	Yang, Linuo	\$23.26	Consulting - Bala cynwyd to Wayne, travel between clients, Linuo Yang
11/11/04 -			
	<b>Mileage Total</b>	<b><u>\$23.26</u></b>	
<b><u>Parking/Tolls</u></b>			
11/16/2004	Yang, Linuo	\$16.00	Consulting - [Philadelphia; Linuo Yang; for team meeting to discuss billing]
	<b>Parking/Tolls Total</b>	<b><u>\$16.00</u></b>	
<b><u>Fixed Fee Expenses</u></b>			
11/8/2004	Condrasky, Daniel J	\$13.07	Quarterly review- Working lunch with J Pooler, CFO, to discuss status of 3rd quarter issues and the Company's revisions to previously provided documentation.
11/23/2004	Condrasky, Daniel J	\$17.98	Quarterly review- Working lunch for PwC team during completion of the 3rd quarter interim review.
11/1/04 - 11/3/04 &	Ronald Deas	<u>\$91.52</u>	Quarterly - Mileage
	<b>Fixed Fee Expenses - Total</b>	<b><u>\$122.57</u></b>	
<b>November 2004</b>		<b><u><u>\$199.91</u></u></b>	

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit B: List of Professionals - Tax Advisory Services**  
*For the Period November 1, 2004 through November 30, 2004*

Professional	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Total Billed Hours	Hourly Billing Rate	Total Fees
<b><u>Hourly Advisory Fee Services</u></b>				
Clark, Andrea L	Manager; 6-years of bankruptcy and litigation experience; 3 years of other accounting and auditing relevant experience; Certified Public Accountant (CPA); Litigation and bankruptcy matters	0.3	\$320.00	\$96.00
Huff, Shannon	Associate; 12 months as intern; no other previous experience; Dispute analysis and investigations	0.1	\$175.00	\$17.50
Ildefonso, Malve Peralta	Manager; 6+years in Assurance practice, Technolofy, Info-Com group; BS Accountancy; with relevant exposure in a US SEC registrant client.	29.0	\$255.00	\$7,395.00
Yang, Linuo	Senior Associate of Assurance Practice in the Technology Info-Comm and Communications group, 4 years of experience, CPA	12.2	\$205.00	\$2,501.00
<b>Total Professional Fees and Hours Incurred</b>		<b>41.6</b>		<b>\$10,009.50</b>

**Pegasus Satellite Television, Inc., et al.**

PricewaterhouseCoopers LLP

**Exhibit B1: Detail of Professional Fees - Audit and Advisory Services**

*For the Period November 1, 2004 through November 30, 2004*

Date	Professional	Hours	Rate per hour	Fees	Description
<b><u>Consulting Services</u></b>					
11/22/2004	Ildefonso, Malve Peralta	7.5	\$255.00	\$1,912.50	To charge hours spent on bankruptcy issues, previously charged to 3Q review. Actual hours spent on 3Q review.
11/23/2004	Ildefonso, Malve Peralta	8.0	\$255.00	\$2,040.00	To charge hours spent on bankruptcy issues, previously charged to 3Q review. Actual hours spent on 3Q review.
11/24/2004	Ildefonso, Malve Peralta	6.0	\$255.00	\$1,530.00	To charge hours spent on bankruptcy issues, previously charged to 3Q review. Actual hours spent on 3Q review.
11/29/2004	Ildefonso, Malve Peralta	7.5	\$255.00	\$1,912.50	Review and completion of 3Q workpapers.
11/21/2004	Yang, Linuo	2.5	\$205.00	\$512.50	Review company's position memos on debt repayment
	<b>Consulting Services - Total</b>	<b>31.5</b>		<b>\$7,907.50</b>	
<b><u>Monthly and Interim Fee Applications</u></b>					
11/29/2004	Huff, Shannon	0.1	\$175.00	\$17.50	Receiving instructions/status update from A. Clark, PwC Manager.
11/17/2004	Yang, Linuo	4.3	\$205.00	\$881.50	Bankruptcy billing preparation
11/18/2004	Yang, Linuo	1.8	\$205.00	\$369.00	Bankruptcy billing preparation
11/19/2004	Yang, Linuo	3.6	\$205.00	\$738.00	Bankruptcy billing preparation
11/30/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Review bankruptcy time descriptions for August monthly invoice.
	<b>Monthly and Interim Fee Applications - Total</b>	<b>10.1</b>		<b>\$2,102.00</b>	
	<b>Grand Total</b>	<b>41.6</b>		<b>\$10,009.50</b>	

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit C: Summary of Fees by Project Category**  
*For the Period November 1, 2004 through November 30, 2004*

<b>Project Category</b>	<b>Total Billed Hours</b>	<b>Total Fees</b>
<b><u>Fixed Fee Services</u></b>		
Audit Services - Quarterly Financial Statements	143.4	\$10,833.33
	<hr/>	
<b>Fixed Fee Services</b>	<b>143.4</b>	<b>\$10,833.33</b>
	<hr/>	
<b><u>Hourly Advisory Fee Services</u></b>		
Consulting Services	31.50	7,907.50
Monthly and Interim Fee Applications	10.10	2,102.00
	<hr/>	
<b>Hourly Advisory Fee Services</b>	<b>41.6</b>	<b>\$10,009.50</b>
	<hr/>	
<b>Total Hours and Fees</b>	<b>185.0</b>	<b>\$20,842.83</b>
	<hr/>	
Total Expenses		\$199.91
<b>Total Fees and Expenses</b>		<b>\$21,042.74</b>
		<hr/>

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit C1: List of Professionals - Fixed Fee Services**  
**Quarterly Financial Statements**

<b>Professional</b>	<b>Position</b>	<b>Cumulative Hours</b>
Condrasky, Daniel J	Senior Manager of Assurance Practice in the Technology Info-Comm and Communications group, 9 years of experience, CPA	24.0
Bishop, William	Engagement concurring review partner, 27 years of public accounting experience (24 with PwC, 3 with Arthur Young), CPA	2.0
Meyers, Carl Richard	Tax Senior Manager, 10 years of work experience, expertise: corporation taxation, CPA	4.0
Molloie, William H	Engagement partner of Assurance Practice in the Technology Info-Comm and Communications group, 18 years of experience, CPA	9.0
Palmer, Joanne M	Executive Assistant	4.9
Ryan, David J	SEC review partner, 15 years (11 PwC and 4 SEC), Areas of expertise: accounting, auditing, SEC rules and regulations, CPA	2.0
Deas, Ronald	Associate of Assurance Practice in the Technology Info-Comm and Communications group, less than 1 year of experience	27.0
Ildefonso, Malve Peralta	Manager; 6+years in Assurance practice, Technology, Info-Com group; BS Accountancy; with relevant exposure in a US SEC registrant client.	48.0
Kim, Alice E	Experienced Associate, no prior experience in Audit, CPA - pending; BA- Accounting & Finance, Dispute, Analysis & Investigations	14.0
Molloie, William H	Engagement partner of Assurance Practice in the Technology Info-Comm and Communications group, 18 years of experience, CPA	2.0
Quimby, Larry	Tax partner, 29 years of experience, CPA in FL and PA, area of expertise: Taxation	2.0
Yang, Linuo	Senior Associate of Assurance Practice in the Technology Info-Comm and Communications group, 4 years of experience, CPA	4.5
Total - Hours Incurred For Fixed Fee Services - September 1 - September 30, 2004		143.4

	<b>Percentage Completed</b>	
Review consolidated quarterly financial statements for Q1, 2004	100%	\$43,333.33
Review consolidated quarterly financial statements for Q2, 2004	90%	\$39,000.00
Review consolidated quarterly financial statements for Q3, 2004	50%	\$21,666.67
Fixed Fee Earned through November 30, 2004		\$104,000.00
Less: Portion of Fixed Fee Already Paid by Debtors		(\$93,166.67)
<b>Fixed Fee Billed and Outstanding</b>		<b>\$10,833.33</b>



PRICEWATERHOUSECOOPERS LLP

FIRST AND FINAL APPLICATION FOR ALLOWANCE AND PAYMENT OF  
ACCOUNTANT AND AUDITOR'S FEES AND EXPENSES FOR THE PERIOD  
BEGINNING JUNE 2, 2004 THROUGH DECEMBER 31, 2004

---

# Attachment F

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 PRICEWATERHOUSECOOPERS LLP AS ACCOUNTANT  
AND AUDITOR TO PEGASUS SATELLITE TELEVISION, INC.  
AND CERTAIN OF ITS SUBSIDIARIES AND AFFILIATES FOR THE PERIOD  
BEGINNING DECEMBER 1, 2004 AND ENDING DECEMBER 31, 2004**

PricewaterhouseCoopers LLP (“PricewaterhouseCoopers”), accountant and auditor 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 December 1, 2004 and ending December 31, 2004 (the “Sixth Compensation Period”). In support of the Monthly Statement, PricewaterhouseCoopers 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”).

<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 July 22, 2004, the Bankruptcy Court signed an order (the “Retention Order”) authorizing the retention of PricewaterhouseCoopers as Accountant and Auditor 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 Sixth Compensation Period, PricewaterhouseCoopers’ fees for providing professional services to the Debtors totaled \$93,061.50 (\$26,000.00 fixed fee services and \$67,061.50 hourly services). In connection with services rendered, PricewaterhouseCoopers has recorded actual and necessary out-of-pocket expenses in the amount of \$257.87. There may exist additional out-of-pocket expenses that PricewaterhouseCoopers 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 actual and necessary expenses recorded during the Sixth Compensation Period.

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

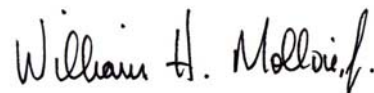
Interim Period	Total Fees	Less Holdback @ 10%	Fees Due	Total Expenses	Amounts Due
December 1, 2004 – December 30, 2004	\$93,061.50	\$9,306.15	\$83,755.35	\$257.87	\$84,013.22

6. Attached hereto as Exhibit B is a schedule of the hours billed by each professional at PricewaterhouseCoopers for the Hourly Services, their background experience, and their respective hourly rates, during the Sixth Compensation Period. Attached hereto as Exhibit B1 is a schedule of the detailed time records for each activity associated with the Hourly Services fees.

7. Attached hereto as Exhibit C is a summary of the fees by project category during the Sixth Compensation Period.

8. Attached hereto as Exhibit C1 is the summary of the professionals and hours incurred during the Sixth Compensation Period, associated with the Fixed Fee Services. The requirements set forth in Local Rule 2016-1(a)(3)(i), *Time and Task Records* has been waived for the Fixed Fee Services. These summaries provided as a courtesy to document our status of these Fixed Fee services.

PricewaterhouseCoopers LLP  
Two Commerce Square  
Suite 1700, 2001 Market Street  
Philadelphia PA 19103



William H. Molloie, Jr.  
Partner

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit A: Summary and Detail of Expenses**  
*For the Period December 1, 2004 through December 31, 2004*

<u>Date</u>	<u>Professional</u>	<u>Expenses</u>	<u>Description</u>
<b><u>Summary of Expenses</u></b>			
	Mileage	\$18.76	
	Parking/Tolls	\$8.75	
	Uncategorized	\$14.33	
	Fixed Fee Expenses	<u>\$216.03</u>	
	<b>Total Expenses</b>	<b><u><u>\$257.87</u></u></b>	* See Detail Below
 <b><u>Mileage</u></b>			
	Allen (Yang), Linuo	\$11.26	Mile Allow Non Tax
	Ian W Smith	\$7.50	Mile Allow Non Tax
	<b>Mileage Total</b>	<b><u><u>\$18.76</u></u></b>	
 <b><u>Parking/Tolls</u></b>			
	Allen (Yang), Linuo	<u>\$8.75</u>	Car Parking Charges
	<b>Parking/Tolls Total</b>	<b><u><u>\$8.75</u></u></b>	
 <b><u>Uncategorized</u></b>			
	Allen (Yang), Linuo	\$7.96	Sub Actual Non Tax
	Ian W Smith	<u>\$6.37</u>	Sub Actual Non Tax
	<b>Total</b>	<b><u><u>\$14.33</u></u></b>	
 <b><u>Fixed Fee Expenses</u></b>			
	Carl Richard Meyers	\$9.00	Oth Transport
	Carl Richard Meyers	\$65.25	Car Parking Charges
	Carl Richard Meyers	\$37.52	Mile Allow Non Tax
	Daniel J Condrasky	\$22.29	Sub Actual Non Tax
	William H. Molloie	\$73.71	Sub Actual Non Tax
	Malve Peralta Ildefonso	<u>\$8.26</u>	Mile Allow Non Tax
	<b>Fixed Fee Expenses - Total</b>	<b><u><u>\$216.03</u></u></b>	
 <b>- December</b>		 <b><u><u>\$257.87</u></u></b>	

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit B: List of Professionals - Tax Advisory Services**  
***For the Period December 1, 2004 through December 31, 2004***

Professional	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Total Billed Hours	Hourly Billing Rate	Total Fees
<b><u>Hourly Advisory Fee Services</u></b>				
Allen (Yang), Linuo	Senior Associate of Assurance Practice in the Technology Info-Comm and Communications group, 4 years of experience, CPA	22.8	\$205.00	\$4,674.00
Baio, Gayle R	Senior Manager in R&Q	4.5	\$545.00	\$2,452.50
Boyle, Jeffrey R	Partner; 16 years of financial accounting experience including audit, internal controls and other consulting engagements (5 years as partner); all experience with PwC, CPA license obtained in 10/1991, Internal Control and Risk Management expertise	2.0	\$525.00	\$1,050.00
Chopper, Raymond M	Partner; expertise in SALT income and franchise tax.	2.0	\$609.00	\$1,218.00
Ciszczon, Brian J	Senior Associate National M&A.	6.6	\$230.00	\$1,518.00
Clark, Andrea L	Manager; 6-years of bankruptcy and litigation experience; 3 years of other accounting and auditing relevant experience; Certified Public Accountant (CPA); Litigation and bankruptcy matters	4.1	\$320.00	\$1,312.00
Condrasky, Daniel J	Senior Manager of Assurance Practice in the Technology Info-Comm and Communications group, 9 years of experience, CPA	35.0	\$367.20	\$12,852.00
Durbin, Patrick G	Partner in R&Q; expertise in consumer & industrial products, services, and energy.	3.5	\$780.00	\$2,730.00
Huff, Shannon	Associate; 12 months as intern; no other previous experience; Dispute analysis and investigations	3.2	\$175.00	\$560.00

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit B: List of Professionals - Tax Advisory Services**  
*For the Period December 1, 2004 through December 31, 2004*

Professional	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Total Billed Hours	Hourly Billing Rate	Total Fees
Ildefonso, Malve P	Manager; 6+years in Assurance practice, Technolofy, Info-Com group; BS Accountancy; with relevant exposure in a US SEC registrant client.	24.0	\$255.00	\$6,120.00
MacKenzie, Nicole	Experienced tax associate; assisting with fee applications.	14.0	\$175.00	\$2,450.00
Meyers, Carl Richard	Tax Senior Manager, 10 years of work experience, expertise: corporation taxation, CPA	5.0	\$265.00	\$1,325.00
Molloie, William H	Engagement partner of Assurance Practice in the Technology Info-Comm and Communications group, 18 years of experience, CPA	26.5	\$550.00	\$14,575.00
Notarfrancesco, Anthony D	Tax partner, 28 years of experience, CPA in PA, area of expertise: Taxation	2.0	\$755.00	\$1,510.00
Prettyman, James H	Partner in National M&A.	5.5	\$670.00	\$3,685.00
Quimby, Larry	Tax partner, 29 years of experience, CPA in FL and PA, area of expertise: Taxation	5.0	\$950.00	\$4,750.00
Reid, Sandra Pauline	Senior Manager in R&Q	2.0	\$616.00	\$1,232.00
Seliber, Jay B	Partner in R&Q; expertise in technology, information/communications and	4.0	\$780.00	\$3,120.00
Yang, Linuo	Senior Associate of Assurance Practice in the Technology Info-Comm and Communications group, 4 years of experience, CPA	0.0	\$205.00	\$0.00
<b>Total Professional Fees and Hours Incurred</b>		<b>171.7</b>		<b>\$67,133.50</b>

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit B1: Detail of Professional Fees - Audit and Advisory Services**  
**For the Period December 1, 2004 through December 31, 2004**

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
<b><u>Sarbanes-Oxley Section 404</u></b>					
12/7/2004	Boyle, Jeffrey R	2.0	\$525.00	\$1,050.00	Meeting with Legal - in-house counsel on whistleblower process and controls and documentation examples
	<b>Sarbanes-Oxley Section 404 Advisory Services - Total</b>	<b>2.0</b>		<b>\$1,050.00</b>	
<b><u>Consulting Services</u></b>					
12/1/2004	Condrasky, Daniel J	2.5	\$367.20	\$918.00	Conference call with engagement team and client to discuss AHYDO issue and Management and KPMG's preliminary assessment.
12/2/2004	Condrasky, Daniel J	1.0	\$367.20	\$367.20	Review of AHYDO Issue memorandum and conference call with engagement team to discuss accounting and reporting fact pattern.
12/2/2004	Molloie, William H	3.0	\$550.00	\$1,650.00	Review of AHYDO Issue memorandum and conference call with engagement team to discuss accounting and reporting fact pattern.
12/2/2004	Quimby, Larry	2.0	\$950.00	\$1,900.00	Review of AHYDO Issue memorandum and conference call with engagement team to discuss accounting and reporting fact pattern.
12/2/2004	Prettyman, James H	1.0	\$670.00	\$670.00	Review of AHYDO Issue memorandum and conference call with engagement team to discuss accounting and reporting fact pattern.
12/3/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Review of AHYDO calculation, client documents and conference call with engagement team to discuss KPMG's
12/3/2004	Molloie, William H	2.0	\$550.00	\$1,100.00	Review of AHYDO calculation, client documents and conference call with engagement team to discuss KPMG's
12/3/2004	Prettyman, James H	2.5	\$670.00	\$1,675.00	Review of AHYDO calculation, client documents and conference call with engagement team to discuss KPMG's preliminary conclusions.
12/6/2004	Condrasky, Daniel J	6.0	\$367.20	\$2,203.20	Meeting with Company's tax personnel and KPMG to discuss AHYDO issue, including the work completed by KPMG and the Company and the underlying Internal Revenue Code sections.
12/6/2004	Molloie, William H	5.0	\$550.00	\$2,750.00	Meeting with Company's tax personnel and KPMG to discuss AHYDO issue, including the work completed by KPMG and the Company and the underlying Internal Revenue Code sections.
12/7/2004	Condrasky, Daniel J	4.0	\$367.20	\$1,468.80	Review of AHYDO Issue memorandum, client documents and calculation, and participation in conference call with engagement team and KPMG to discuss preliminary conclusions.
12/7/2004	Molloie, William H	3.5	\$550.00	\$1,925.00	Review of AHYDO Issue memorandum, client documents and calculation, and participation in conference call with engagement team and KPMG to discuss preliminary conclusions.
12/7/2004	Quimby, Larry	3.0	\$950.00	\$2,850.00	Review of AHYDO Issue memorandum, client documents and calculation, and participation in conference call with engagement team and KPMG to discuss preliminary conclusions.
12/7/2004	Notarfrancesco, Anthony D	2.0	\$755.00	\$1,510.00	Review of AHYDO Issue memorandum, client documents and calculation, and participation in conference call with engagement team and KPMG to discuss preliminary conclusions.
12/7/2004	Chopper, Raymond M	2.0	\$609.00	\$1,218.00	Review of AHYDO Issue memorandum, client documents and calculation, and participation in conference call with engagement team and KPMG to discuss preliminary conclusions.



**Pegasus Satellite Television, Inc., et al.**  
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**For the Period December 1, 2004 through December 31, 2004**

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
12/7/2004	Ciszczon, Brian J	6.6	\$230.00	\$1,518.00	Detailed review of AHYDO calculations for both Golden Sky Systems, Inc. and Pegasus Satellite Communications
12/9/2004	Prettyman, James H	1.0	\$670.00	\$670.00	Detailed review of AHYDO calculations for both Golden Sky Systems, Inc. and Pegasus Satellite Communications
12/14/2004	Condrasky, Daniel J	1.0	\$367.20	\$367.20	Conference call with Risk Management to discuss the nature of the AHYDO error and its significance on prior periods.
12/14/2004	Molloie, William H	1.0	\$550.00	\$550.00	Conference call with Risk Management to discuss the nature of the AHYDO error and its significance on prior periods.
12/16/2004	Meyers, Carl Richard	2.0	\$265.00	\$530.00	Review draft of AHYDO Issue critical matter and provide comments.
12/17/2004	Condrasky, Daniel J	3.5	\$367.20	\$1,285.20	Review of AHYDO critical matter and discuss various facets of the calculation and model with the National office and the engagement team.
12/17/2004	Prettyman, James H	1.0	\$670.00	\$670.00	Review of exchange issues on AHYDO calculation model and provide feedback to engagement team.
12/17/2004	Meyers, Carl Richard	1.0	\$265.00	\$265.00	Finalization of AHYDO Issue critical matter and responding to questions from national regarding effective tax rate and provision calculation.
12/17/2004	Durbin, Patrick G	3.0	\$780.00	\$2,340.00	Read AHYDO consultation memorandum and restated financial statements and provided comments to engagement team.
12/17/2004	Baio, Gayle R	4.5	\$545.00	\$2,452.50	Read AHYDO consultation memorandum and restated financial statements and provided comments to engagement team.
12/18/2004	Meyers, Carl Richard	2.0	\$265.00	\$530.00	Tie out final tax numbers, subsequent to AHYDO changes, to Financial Statements and respond to questions on effective tax rate and provision calculation from National office.
<b>Consulting Services - Total</b>		68.1		\$34,117.50	

**Bankruptcy Consulting**

12/1/2004	Allen (Yang), Linuo	7.6	\$205.00	\$1,558.00	Review of discontinued operations position paper and research for relevant guidance; preparing follow up questions for the client and drafting initial consulting memo.
12/2/2004	Allen (Yang), Linuo	2.0	\$205.00	\$410.00	Drafting of the debt repayment consulting memo.
12/15/2004	Ildefonso, Malve P	5.0	\$252.00	\$1,260.00	Review client documentation of the contract rejection issue and related technical guidance and prepare the formal consultation request form.
12/16/2004	Ildefonso, Malve P	5.0	\$252.00	\$1,260.00	Review client documentation of the severance issue and related technical guidance and prepare the formal consultation request form.
12/17/2004	Ildefonso, Malve P	7.0	\$252.00	\$1,764.00	Review client documentation of the segment reporting issue and related technical guidance and prepare the formal consultation request form.
12/20/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Review client documentation of the contract rejection issue, review the formal consultation request form and make necessary revisions. Submit consultation form and contact T Scott to inform him of completed status.
12/20/2004	Ildefonso, Malve P	2.0	\$252.00	\$504.00	Review comments from D Condrasky on the contract rejection issue and reflect changes in formal consultation request form.
12/20/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Review client documentation of the severance issue, review the formal consultation request form and make necessary revisions. Submit consultation form and contact T Scott to inform him of completed status.

**Pegasus Satellite Television, Inc., et al.**  
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**Exhibit B1: Detail of Professional Fees - Audit and Advisory Services**  
**For the Period December 1, 2004 through December 31, 2004**

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
12/20/2004	Ildefonso, Malve P	2.0	\$252.00	\$504.00	Review comments from D Condrasky on the severance issue and reflect changes in formal consultation request form.
12/20/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Review client documentation of the segment reporting issue, review the formal consultation request form and make necessary revisions. Submit consultation form and contact T Scott to inform him of completed status.
12/20/2004	Ildefonso, Malve P	3.0	\$252.00	\$756.00	Review comments from D Condrasky on the segment reporting issue and reflect changes in formal consultation request form.
12/20/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Review client documentation of the discontinued operations issue, review the formal consultation request form and make necessary revisions. Submit consultation form and contact T Scott to inform him of completed status.
12/20/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Review client documentation of the debt repayment/prepayment penalties and interest issue, review the formal consultation request form and make necessary revisions. Submit consultation form and contact T Scott to inform him of completed status.
12/20/2004	Reid, Sandra Pauline	1.0	\$616.00	\$616.00	Review formal consultation request related to segment reporting issue, provide initial feedback to engagement team.
12/21/2004	Allen (Yang), Linuo	6.4	\$205.00	\$1,312.00	Review of response on discontinued operations memo, finalizing discontinued operations incorporating partner and manager comments.
12/21/2004	Condrasky, Daniel J	1.0	\$367.20	\$367.20	Conference call with S Reid to discuss questions and answers to her comments on the segment reporting issue.
12/21/2004	Reid, Sandra Pauline	1.0	\$616.00	\$616.00	Conference call with D Condrasky to discuss questions and answers to my comments on the segment reporting issue.
12/21/2004	Durbin, Patrick G	0.5	\$780.00	\$390.00	Assisted S Reid with segment reporting issued and related consultation.
12/21/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Conference call with D Parker to discuss feedback on formal consultation requests related to contract termination, and debt repayment/prepayment penalties and interest issues.
12/21/2004	Allen (Yang), Linuo	2.1	\$205.00	\$430.50	Conference call with D Parker to discuss feedback on formal consultation requests related to contract termination, and debt repayment/prepayment penalties and interest issues.
12/21/2004	Condrasky, Daniel J	2.0	\$367.20	\$734.40	Revising documentation and responding to questions provided by National office related to the contract rejection and debt repayment/prepayment penalties and interest issues.
12/21/2004	Molloie, William H	6.0	\$550.00	\$3,300.00	Review of 3rd quarter issues, including contract rejection issue, segment reporting issue, discontinued operations, debt repayment/prepayment penalties and interest, and severance issues.
12/22/2004	Allen (Yang), Linuo	0.9	\$205.00	\$184.50	Finalization of critical matter related to discontinued operations.
12/28/2004	Molloie, William H	6.0	\$550.00	\$3,300.00	Conference calls with J Seliber and J Pooler to discuss client position on severance issues, including follow up calls and final clearance call with J Seliber.
12/28/2004	Seliber, Jay B	4.0	\$780.00	\$3,120.00	Conference calls with W Molloie to discuss client position on severance issues, including follow up calls.
	<b>Bankruptcy Consulting - Total</b>	<b>76.5</b>		<b>\$26,793.00</b>	

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit B1: Detail of Professional Fees - Audit and Advisory Services**  
**For the Period December 1, 2004 through December 31, 2004**

<b>Date</b>	<b>Professional</b>	<b>Hours</b>	<b>Rate per hour</b>	<b>Fees</b>	<b>Description</b>
<b><u>Monthly and Interim Fee Applications</u></b>					
12/3/2004	Clark, Andrea L	0.2	\$320.00	\$64.00	Meeting with S. Huff re: Pegasus August monthly information and new time descriptions.
12/3/2004	Clark, Andrea L	0.1	\$320.00	\$32.00	Discussion with S. Huff re: August invoice.
12/3/2004	Huff, Shannon	2.4	\$175.00	\$420.00	Brief discussion with Andrea Clark regarding August invoice. Updating and formatting the August fee application.
12/3/2004	Allen (Yang), Linuo	3.8	\$205.00	\$779.00	Preparing bankruptcy billing time detail.
12/20/2004	Clark, Andrea L	0.1	\$320.00	\$32.00	Discussion with Dan re: Pegasus fee application.
12/21/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Meeting with S. Huff re: Pegasus August monthly information and new time descriptions.
12/21/2004	Huff, Shannon	0.8	\$175.00	\$140.00	Updating and formatting the August-November fee application.
12/22/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Consolidation of WIPS from all contract lines for review of all
12/22/2004	Clark, Andrea L	0.1	\$320.00	\$32.00	Review August through November monthly invoice.
12/22/2004	Clark, Andrea L	2.0	\$320.00	\$640.00	Review and modify monthly invoices (August, September, October & November).
12/27/2004	MacKenzie, Nicole	1.0	\$175.00	\$175.00	Meet with Andrea hand-off fee applications (statements and exhibits) Aug, Sep, Oct & Nov 2004.
12/28/2004	Clark, Andrea L	0.3	\$320.00	\$96.00	Review monthly invoices - August through November 2004.
12/28/2004	Clark, Andrea L	0.2	\$320.00	\$64.00	Review/modify November 2004 invoice.
12/28/2004	Clark, Andrea L	0.5	\$320.00	\$160.00	Discussion with Nicole MacKenzie re: training/reconciliation to GFS.
12/28/2004	MacKenzie, Nicole	8.0	\$175.00	\$1,400.00	Begin fee applications (statements and exhibits) Aug, Sep, Oct & Nov 2004.
12/29/2004	MacKenzie, Nicole	5.0	\$175.00	\$875.00	Finish fee applications (statements and exhibits) Aug, Sep, Oct & Nov 2004.
	<b>Monthly and Interim Fee Applications - Total</b>	<u>25.1</u>		<u>\$5,101.00</u>	
	<b>Grand Total</b>	<u>171.7</u>		<u>\$67,061.50</u>	

**Pegasus Satellite Television, Inc., et al.**  
**PricewaterhouseCoopers LLP**  
**Exhibit C: Summary of Fees by Project Category**  
*For the Period December 1, 2004 through December 31, 2004*

<b>Project Category</b>	<b>Total Billed Hours</b>	<b>Total Fees</b>
<b><u>Fixed Fee Services</u></b>		
Audit Services - Quarterly Financial Statements	100.5	\$26,000.00
	<b>100.5</b>	<b>\$26,000.00</b>
<b><u>Hourly Advisory Fee Services</u></b>		
Sarbanes-Oxley Section 404 Advisory Services	2.00	1,050.00
Consulting Services	68.10	34,117.50
Bankruptcy Applications and Other Court Filings	76.50	26,793.00
Monthly and Interim Fee Applications	25.10	5,101.00
	<b>171.7</b>	<b>\$67,061.50</b>
<b>Total Hours and Fees</b>	<b>272.2</b>	<b>\$93,061.50</b>
Total Expenses		\$257.87
<b>Total Fees and Expenses</b>		<b>\$93,319.37</b>

**Pegasus Satellite Television, Inc., et al.**

**PricewaterhouseCoopers LLP**

**Exhibit C1: List of Professionals - Fixed Fee Services  
Quarterly Financial Statements**

<b>Professional</b>	<b>Position</b>	<b>Cumulative Hours</b>
Bishop, William	Engagement concurring review partner, 27 years of public accounting experience (24 with PwC, 3 with Arthur Young), CPA	4.5
Molloie, William H	Engagement partner of Assurance Practice in the Technology Info-Comm and Communications group, 18 years of experience, CPA	13.0
Ryan, David J	SEC review partner, 15 years (11 PwC and 4 SEC), Areas of expertise: accounting, auditing, SEC rules and regulations, CPA	8.0
Quimby, Larry	Tax partner, 29 years of experience, CPA in FL and PA, area of expertise: Taxation	4.0
Condrasky, Daniel J	Senior Manager of Assurance Practice in the Technology Info-Comm and Communications group, 9 years of experience, CPA	20.5
Meyers, Carl Richard	Tax Senior Manager, 10 years of work experience, expertise: corporation taxation, CPA	26.0
Ildefonso, Malve Peralta	Manager; 6+ years in Assurance practice, Technology, Info-Comm group; BS Accountancy; with relevant exposure in a US SEC registrant client.	23.5
Moore, Linda M		0.5
Palmer, Joanne M		0.5
Total - Hours Incurred For Fixed Fee Services - December 1 - December 31, 2004		<u>100.5</u>
Total Fixed Fee for each Quarterly Filing		\$43,333.33
		<b>Percentage Completed</b>
Review consolidated quarterly financial statements for Q1, 2004	100%	\$43,333.33
Review consolidated quarterly financial statements for Q2, 2004	100%	\$43,333.33
Review consolidated quarterly financial statements for Q3, 2004	100%	\$43,333.33
Fixed Fee Earned through November 30, 2004		\$130,000.00
Less: Portion of Fixed Fee Already Paid by Debtors		<u>(\$104,000.00)</u>
<b>Fixed Fee Billed and Outstanding</b>		<b><u>\$26,000.00</u></b>

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE

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

**CERTIFICATE OF SERVICE**

I, Sheila R. Dilios, being over the age of eighteen and an employee of Bernstein, Shur, Sawyer & Nelson, hereby certify that on June 20, 2005 I caused PricewaterhouseCoopers LLP's First and Final Application for Allowance and Payment of Accountant and Auditor's Fees and Expenses for the Period Beginning June 2, 2004 Through December 31, 2004 to be served on the parties listed by verifying that such persons(s) are listed on the Electronic Mail Notice List kept by the Clerk's office and therefore will be served as part of the Electronic Case Filing ("ECF") system pursuant to the Standing Order Regarding Administrative Procedures for Electronically Filed Cases dated August 12, 2002, and entered in the U.S. Bankruptcy Court for the District of Maine.

Dated: June 20, 2005

/s/ Sheila R. Dilios  
SHEILA R. DILIOS

*SERVICE VIA "ECF FILING"*

- **Fred W. Bopp, III**  
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