

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE**

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

**ORDER GRANTING THIRD AND FINAL APPLICATION OF
AKIN GUMP STRAUSS HAUER & FELD LLP, CO-COUNSEL TO THE
OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Upon consideration of the Third and Final Application (the "Application") of Akin Gump Strauss Hauer & Feld LLP ("Akin Gump"), co-counsel for the Official Committee of Unsecured Creditors of Pegasus Satellite Television, Inc., et al., seeking allowance of attorneys fees and reimbursement of expenses (the "Application"), and after notice and hearing thereon, and sufficient cause appearing therefore, and capitalized terms used in this Order being given the same meanings as are ascribed to those terms in the Application, it is hereby,

ORDERED, that the Application is GRANTED; and it is further

ORDERED, that Akin Gump is allowed, on a final basis, \$3,622,856.50 in compensation for professional services rendered and \$168,726.09 for reimbursement of expenses incurred from June 2, 2004 through and including May 5, 2005; and it is further

ORDERED, that the Liquidating Trustee, on behalf of the Debtors, are directed to pay Akin Gump within ten (10) days of entry of this Order all amounts allowed by this Order less amounts previously paid to Akin Gump.

Dated: _____, 2005.

JAMES B. HAINES, JR.
CHIEF UNITED STATES BANKRUPTCY JUDGE