

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE**

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

**ORDER APPROVING SECOND AND FINAL APPLICATION FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
OF DRINKER BIDDLE & REATH LLP AS SPECIAL CORPORATE AND
REGULATORY COUNSEL FOR THE DEBTORS FOR THE PERIOD FROM
DECEMBER 1, 2004 THROUGH MAY 5, 2005**

Upon the Second and Final Application for Allowance of Compensation and Reimbursement of Expenses of Drinker Biddle & Reath LLP (“Drinker Biddle”), special corporate and regulatory counsel for the Debtors for the period from December 1, 2004 through May 5, 2005, and sufficient notice of the Application having been given; and this Court having found good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED that:

1. The Application is granted;
2. Compensation for professional services rendered as special corporate and regulatory counsel to the Debtors for the period from June 2, 2004 through May 5, 2005 (as defined in the Application) is allowed and approved;
3. The Debtors are authorized and directed to pay to Drinker Biddle the outstanding balance due from the Monthly Fee Applications, including any holdbacks the amount of \$10,150.50 for services rendered and \$252.33 for reimbursement of expenses; and

4. The Order granting interim fee allowances in favor of Drinker Biddle & Reath LLP entered March 23, 2005 is hereby made final.

Dated: July 21, 2005

/s/ James B. Haines, Jr.
UNITED STATES BANKRUPTCY JUDGE