

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE**

In re: PEGASUS SATELLITE TELEVISION, INC., et al., <p align="center">Debtors.</p>	: : : : : : : : : : :	Chapter 11 Case No. 04-20878 (Jointly Administered)
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ORDER GRANTING MOTION OF LOWENSTEIN SANDLER PC FOR PAYMENT OF ATTORNEYS’ FEES AND EXPENSES PURSUANT TO 11 U.S.C. § 503(b)(3) AND (4)

Upon consideration of the Motion of Lowenstein Sandler PC for Payment of Attorneys’ Fees and Expenses Pursuant to 11 U.S.C. § 503(b)(3) and (4) (the “Motion”); and it appearing that the relief requested in the Motion is authorized and appropriate; and good and sufficient cause appearing therefore; it is hereby

ORDERED, that the relief requested in the Motion is granted; and it is further

ORDERED, that Lowenstein Sandler PC hereby is awarded \$156,652.00 in fees and \$5,936.23 in expenses (collectively the “Allowed Claim”) and the Reorganized Debtors and the Liquidating Trustee of The PSC Liquidating Trust are hereby authorized and directed to pay the Allowed Claim.

Dated: Portland, Maine
 July 21 , 2005

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

CERTIFICATE OF SERVICE

District/off: 0100-2
Case: 04-20878User: rrowell
Form ID: pdf900Page 1 of 6
Total Served: 154

Date Rcvd: Jul 22, 2005

The following entities were served by first class mail on Jul 24, 2005.

db Pegasus Satellite Television, Inc., 213 Felton Street, Marlborough, MA 01752
 aty +Abid Qureshi, Akin, Gump, Strauss, Hauer & Feld, LLP, 590 Madison Avenue,
 New York, NY 10022-8554
 aty +Akin Gump Strauss Hauer & Feld LLP, c/o Jacob A. Manheimer, Pierce Atwood, One Monument Square,
 Portland, ME 04101-1110
 aty +Alan Eric Gamza, Esq., Moses & Singer LLP, 1301 Avenue of the Americas,
 New York, NY 10019-6158
 aty +Alexander Simon, Weil, Gotshal & Manges, LLP, 767 Fifth Avenue, New York, NY 10153-0119
 aty +Andrew N. Rosenberg, Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas,
 New York, NY 10019-6031
 aty +Barbara Ellis-Munro, Smith, Gambrell & Russell, LLP, 1230 Peachtree Street N.E., Suite 3100,
 Atlanta, GA 30309-3592
 aty Benjamin E. Marcus, Esq., Drummond Woodsum & MacMahon, 245 Commercial Street, P.O. Box 9781,
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 aty +Brian D. Salwowski, Esq., Attorney General of Indiana, Deputy Attorney General,
 Indiana Government Center South, 302 W. Washington Street, 5th Floor,
 Indianapolis, IN 46204-4701
 aty +Bruce B. Hochman, Esq., Lambert Coffin, 477 Congress St., 14th Floor, P. O. Box 15215,
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 aty +C. MacNeil Mitchell, Winston & Strawn, LLP, Attn: Denise Cunsolo, Legal Asst.,
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 aty Daniel M. Glosband, Goodwin Proctor, LLP, Exchange Place, Boston, MA 02109
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 aty +Debra SuDock, Kelley Drye & Warren LLP, 101 Park Avenue, New York, NY 10178-0062
 aty +Diane Meyers, Paul, Weiss, Rifkind, Wharton & Garrison,, 1285 Avenue of the Americas,
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 aty +Diane W. Sanders, Linebarger, Goggan, Blair & Sampso, LLP, 1949 South I.H. 35 (78741),
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 aty +Ellen Moring, Esq., Sidley Austin Brown & Wood LLP, 787 Seventh Avenue,
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 aty +Eric D. Statman, Lovells, 900 Third Avenue, New York, NY 10022-4728
 aty +Eric K. Bradford, Esq., Office of the U.S. Trustee, 10 Causeway Street, Room 1184,
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 aty +Gerald Huffaker, Huffaker, Green & Huffaker, P.O. Box 419, Tahoka, TX 79373-0419
 aty +Gregg Spath, Property Management Dept., Omnipoint Holdings, Inc., 4 Sylvan Way,
 Parsippany, NJ 07054-3801
 aty +Guy S. Neal, Esq., Sidney Austin Brown & Wood LLP, 1501 K Street, N.W.,
 Washington, DC 20005-1401
 aty +Holly Gydus Rogers, Esq., ReGen Capital, P.O. Box 626 - Planetarium Station,
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 aty +Jacob A. Manheimer, Esq., Pierce Atwood, One Monument Square, Portland, ME 04101-1110
 aty +Jacob Manheimer, Esq., Pierce Atwood, One Monument Square, Portland, ME 04101-1110
 aty +Jay S. Geller, One Monument Way, Suite 200, Portland, ME 04101-4078
 aty +Jeffrey L. Jonas, Brown Rudnick Berlack Israels LLP, One Financial Center,
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 aty +Jeffrey Lee Costell, Costell & Cornelius Law Corporation, 1299 Ocean Avenue, Suite 400,
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smg Maine Department of Labor, Bureau of Unemployment Compensation, P.O. Box 259,
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smg +State of Maine, Bureau of Revenue Services, Bankruptcy Unit, P.O. Box 9113,
Augusta, ME 04333-0001

ust +Office of U.S. Trustee, 537 Congress Street, Room 302, Portland, ME 04101-3353

crmc +Ad Hoc Committee of PSC Noteholders, c/o Kenneth A. Rosen, Esq., 65 Livingston Ave.,
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cr +Alachua County, Florida, Von Fraser, Tax Collector, P.O. Box 1439, Gainesville, FL 32602-1439

cr +Angelo, Gordon & Co., Attn: Leigh Walzer, 245 Park Avenue, 26th Floor,
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cr +Argo Partners, 12 West 37th Street, 9th Floor, New York, NY 10018-7480

cr +Audio Video Distributors, Attn: James W. Malleis, 29277 Southfield Road,
Southfield, MI 48076-1922

intp Basil Marceaux, 810 Hyatte Road, Soddy Daisy, TN 37379-4020

cr +Bellsouth Telecommunications, Inc., Attn: Reginald A. Greene, Counsel,
675 W. Peachtree Street, NW, Suite 4300, Atlanta, GA 30375-0001

cr +CRT Capital Group LLC, Attn: Nadav Braun, 262 Harbor Drive, Stamford, CT 06902-7438

cr +Cohanzick Management, LLC, 427 Bedford Road, Suite 260, Pleasantville, NY 10570-3029

cr +Collin County Tax Assessor/Collector, c/o David B. McCall, Esq., 777 E. 15th Street,
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cr +County of Kendall, Texas, c/o Michael Reed, PO Box 26990, Austin, TX 78755-0990

cr Daily Insights, Attn: Bill Angelowitz, JAF Box 3127, New York, NY 10116

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cr +Entercom Wilkes-Barre Scranton, LLC, c/o Peter G. Cary, Esq., P.O. Box 427,
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cr Felton Street Associates Limited Partnership, Weir & Partners, Lambert Coffin, P.O. Box 15215,
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cr +G.A. Blanco and Sons, Inc., Attn: John M. Huemmel, Route 71, P.O. Box 149,
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cr +Gabriel Capital, L.P., 450 Park Ave., Suite 3201, New York, NY 10022-2633
cr Gatelinx Corp., c/o Regan M. Hornney, Brann & Isaacson, 184 Main Street, P.O. Box 3070,
Lewiston, ME 04243-3070
auc +Great American Group, One Parkway North, Suite 520, Deerfield, IL 60015-2500
cr +Guckenheimer Enterprises, Inc., 3 Lagoon Drive, Suite #325, Attn: Jonathan Laddy,
Redwood Shores, CA 94065-5167
cr +Halifax County Tax Collections, P.O. Box 68, Halifax, NC 27839-0068
cr +Henry County Tax Commissioner, Andy Pipkin, P.O. Box 488, McDonough, GA 30253-0488
cr +Holiday Inn, Denver Int'l Airport Hotel Convent, & Trade Center, Attn: Lou Weckstein,
15500 East 40th Avenue, Denver, CO 80239-5701
cr +IKON Financial Services, Bankruptcy Administration, IOS Capital LLC, 1738 Bass Road,
P.O. Box 13708, Macon, GA 31208-3708
cr +IKON Office Solutions, Inc., Recovery and Bankruptcy, 5400 Bowman Road, Macon, GA 31210-8879
cr +Installs, Inc. LLC, Attn: Gerald L. Kohn VP, 438 Main Street, Suite 225,
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cr +Internal Revenue Service, 68 Sewall Street, Room 311, Augusta, ME 04330-6349
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cr +Madison Capital Management, Attn: Craig Klein, 6143 South Willow Drive, Suite 200,
Greenwood Village, CO 80111-5123
cr +Mississippi State Tax Commission, Attn: Brenda T. Carter, Bkcy. Admi, P.O. Box 23338,
Jackson, MS 39225-3338
cr +Missouri Department of Revenue, 301 W. High St., P.O. Box 475, Jefferson City, MO 65102-0475
cr +National Rural Telecommunications Cooperative, 2121 Cooperative Way, Herndon, VA 20171-4543
cr +Nucentrix Broadband Networks, Inc., Attn: J. Curtis Henderson, Sr. VP and General Counsel,
17440 North Dallas Parkway, Suite 230, Dallas, TX 75287-7308
cr +Office of State Tax Commissioner, State Capitol - Eighth Floor, 600 Boulevard Avenue,
Bismarck, ND 58505-0660
crcm +Official Committee of Unsecured Creditors, Wachovia Bank, N.A., Trustee,
c/o Smith, Gambrell & Russell, LLP, Attn: John T. Vian, Esq.,
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cr +Oxford Collection Agency, Inc., Oxford Management Services, Attn: Salvatore Spinelli,
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sp +Pillsbury Winthrop Shaw Pitman LLP, 2300 N St. N.W., Washington, DC 20037-1122
cr +Prime TV LLC, 1930 N. Poplar Street, Southern Pines, NC 28387-7091
cr +Regen Capital I, Inc., Elliot Herskowitz, P.O. Box 626, Planetarium Station,
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cr +Riverside Claims LLC, Attn: Connie Macewicz, P.O. Box 626 - Planetarium Station,
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cr Robert R. Russell, 209 Green Drive, Savannah, GA 31419
cr +Saturn Satellite Systems, Inc., Attn: John W. Markham, LLM., Tax General Counsel,
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cr +Southwest Wireless, c/o Scott Estep, P.O. Box 4344, Pueblo, CO 81003-0344
cr +Tejas Securities Group, Inc., 2700 Via Fortuna, Suite 400, Austin, TX 78746-7570
cr +Tennessee Department of Revenue, c/o TN Attorney General's Office, Bankruptcy Division,
P.O. Box 20207, Nashville, TN 37202-4015
cr +Texas Ad Valorem Tax Authorities, c/o Michael Reed, P.O. Box 26990, Austin, TX 78755-0990
intp +Trumbull Services, L.L.C., 4 Griffin Road North, Windsor, CT 06095-1579
intp +United States Trustee, 537 Congress Street, Portland, ME 04101-3318
cr +Viacom Inc., Attn: Helen E. D'Antona, Mgr., Litigation Support Servies,
1515 Broadway - 35th Floor, New York, NY 10036-8901
cr +W. Dale Summerford CFC, Gadsden County Tac Collector, P.O. Box 817, Quincy, FL 32353-0817
cr West Virginia State Tax Department, Special Prcoedures/Bankruptcy Unit, P.O. Box 766,
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cr +William J. Dorran, c/o Costell & Cornelius Law Corporation, Attn: Mitchell Rishe,
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cr +c/o Neil Herskowitz Riverside Contracting LLC, PO Box 626, Planetarium Station,
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1158708 +Michigan Department of Treasury, Revenue & Collections Division, P.O. Box 30754,
Lansing, MI 48909-8254
1187319 Missouri Department of Revenue, 301 West High Street, P.O. Box 475,
Jefferson City, MO 65105-0475
1136400 +ReGen Capital I, Inc., P.O. Box 237210, Ansonia Station, New York, New York 10023-0033
1117899 +Sandell Asset Management Corp., c/o Timothy A. Davidson, Esq., Andrews Kurth, LLP,
600 Travis Suite 4200, Houston, TX 77002-2929
1165992 +The Liquidating Trustee of the PSC Liquidating Tru, Ocean Ridge Capital Advisers, LLC, Trust,
56 Harrison St., Suite 206A, New Rochelle, NY 10801-6555, (914) 235-1075,
(914) 235-6844 Fax

The following entities were served by electronic transmission (continued)

The following entities were served by electronic transmission on Jul 22, 2005 and receipt of the transmission was confirmed on:

cr E-mail: susanp@taxcollector.com Jul 22 2005 21:34:52 Manatee County Tax Collector,
Attn: Ken Burton, Jr., P.O. Box 25300, Bradenton, FL 34206-5300

TOTAL: 1

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****

aty Arnold & Porter, LLP
aty Bernstein, Shur, Sawyer & Nelson
aty Drinker, Biddle & Reath, LLP
aty Kristopher M. Hansen, Stroock & Stroock & Lavan LLP
aty Shaw, Pittman, LLP
aty Sidley Austin Brown & Wood LLP
cr Advance Notice, Inc.
cr Archer County Texas
sp Arnold & Porter, LLP
cr Austin CAD
cr Autauga County, Alabama, Revenue Commissioner
cr Baker County, Georgia
cr Bartow County Tax Commissioner
cr Bexar County
cr Blanco CAD
cr Bleckley County, Georgia Tax Commisioner
cr Boone County Nebraska Treasurer
cr Brown CAD
cr Buena Vista ISD
cr Butler County, Alabama
fa Capital & Technology Advisors, LLC
op Capital Management Associates, Inc.
cr Caribou County Idaho Treasurer
intp Carsey Warner Distribution, LLC
cr Charles County, Maryland
cr Citadel Broadcasting Company
cr City of DeLeon, a municipal corporation, DeLeon Independent School District
cr City of Del Rio, Texas
cr City of Frankston, Texas
cr City of Owensboro, Kentucky
cr City of Poth
cr City of Stockdale
cr City of Yoakum
crcm Coleman County TAD
cr Columbia County, Florida Tax Collector
cr Concho CAD
cr Connecticut Dept. of Revenue Services
cr Corsicana ISD
cr County of Lynn
cr County of Decatur, Georgia
cr County of Henderson, Trinity Valley Community Coll
cr County of Van Zandt
cr County of Wilbarger, Vernon Independent School Dis
cr Craig County Oklahoma Treasurer
cr Crenshaw County, Alabama Revenue Commissioner
cr Crisp County, Georgia Tax Commissioner
cr Crown Castle South, LLC
cr D'Hanis I.S.D., Texas Tax Collector
cr D.E. Shaw Laminar Portfolios, LLC
cr Dallas County Texas
cr Daviess County Indiana Treasurer
cr DeWitt County
cr Delaware Street Capital Master Fund, LP, et al
cr Directv
cr Ellis County, Texas
consult FTI Consulting, Inc.
cr Floyd County, Texas Appraisal District
cr Fox Broadcasting Company
cr Frankston ISD
cr Glascock County, Georgia, Tax Commisioner
cr Gonzales County, Texas
cr Grady County, Georgia Tax Commissioner
cr Greene County Tax Commissioner
fa Greenhill & Co., LLC
intp H.M. Davidson & Co., L.L.C.
cr HBK Investments L.P.
cr HSBC Bank USA
cr Harney County, Oregon
consult Herbein & Company, Inc.
acc Herbein Consulting, Inc.
consult Hewitt Associates LLC
cr Highland County, Ohio Treasurer
cr Hopkins County, Texas
cr Houston CAD
cr Indiana Department of Revenue

***** BYPASSED RECIPIENTS (continued) *****
cr Ingram ISD
cr IntelliRisk Management Corporation
cr Jack CAD
cr Jack County, Texas
cr Jackson County
cr Jefferson County Georgia Tax Commissioner
cr Jefferson County, Colorado, Treasurer
cr Johnson County, Kansas Board of County Commissione
cr KB Prime Media LLC
op KPMG LLP
cr Kansas Department of Revenue
cr Karnes City ISD
cr Karnes County, Texas
cr Kaufman County, Texas
consult Kekst and Company Incorporated
cr Kerr County, Texas
sp King & Spalding, LLP
cr Kinney County Appraisal District
acc Kreischer Miller
cr LEC Development, Inc.
cr LaVernia ISD
cr Lamar County , Georgia, Tax Commissioner
cr Lamb County, Texas
cr Lampass CAD
cr Lavaca County CAD
cr Lee County
cr Lee County Georgia Tax Commissioner
liq Liquidating Trustee
cr Llano County
cr Madison County
cr Mason CAD
cr Massachusetts Department of Revenue
cr Mastagorda County
cr Medina ISD
cr Mesa County Colorado Treasurer's Department
cr Metron North America, Inc.
fa Miller Buckfier Lewis Ying & Co., LLC
cr Modoc County Treasurer and Tax Collector
cr Monroe County Alabama Revenue Commissioner
cr Monroe County, Missouri, Collector of Revenue
cr Montague County Texas
cr Morton County, Kansas Treasurer
cr Navarro County, Texas
cr Nebraska Department of Revenue
cr Normangee ISD
cr Nortel Networks, Inc.
cr Obion County TennesseeTrustee,
cr Oklahoma County, Oklahoma Treasurer
cr Ompoint Holdings, Inc.
cr Oneida County Treasurer & Tax Collector
cr Onondaga Township, Michigan
cr Par Capital Management, Inc.
cr Paramount Pictures Corp.
cr Park County Wyoming Treasurer
cr Pecos County
intp Pegasus Communications Corporation
cr Pennsylvania Department of Revenue
cr Phillips County Colorado County Treasurer
cr Polk County
cr Poth ISD
aud PricewaterhouseCoopers LLP
acc PricewaterhouseCoopers LLP
cr Professional Satellite & Communications
cr Professional Satellite & Communications
cr Refugio County
cr Sarasota, County, Florida Tax Collector
cr Sedgwick County Colorado Treasurer
sp Shaw Pittman LLP
cr Shelby County
cr SpectraSite Communications, Inc.
cr Stockdale ISD
cr Sulphur Springs ISD, Texas
cr Sumter County, South Carolina County Treasurer
cr Suwannee County , Florida
cr TWC of Kentucky, Inc.
cr Tarrant County
cr Telepictures Distribution
cr Terrell County
cr The Collin County Tax Assessor/ Collector
cr The Frisco ISD Tax Assesor/Collector
cr The Steering Committee of Senior Secured Creditors
cr Tift County Tax Commissioner
cr Town of Cornwall, Connecticut

***** BYPASSED RECIPIENTS (continued) *****
cr Town of Great Barrington , Massachusetts
cr Town of Morris, Connecticut
cr Travis County, Texas
cr Trinity County
cr Trinity/Groveton Tax Office
cr Twentieth Television, Inc.
cr U.S. Securities and Exchange Commission
cr Uinta County , Wyoming, Treasurer
cr Val Verde County
cr Victoria County
cr Vinton County, Ohio Treasurer
cr Wachovia Bank, National Association
cr Warner Bros. Domestic Television Distribution
cr Warner Bros. Entertainment, Inc.
cr Warren County Georgia Tax Commissioner
cr Washington County Georgia Tax Commissioner
cr Webclick Concepts, Inc.
cr Wilmington Trust Co.
cr Wilson County, Texas
cr Worth County, Georgia Tax Commissioner
1112603 Delaware Street Capital Master Fund, LP
cr* +Michigan Department of Treasury, Revenue & Collections Division, P.O. Box 30754,
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cr* +Sandell Asset Management Corp., c/o Timothy A. Davidson, Esq., Andrews Kurth, LLP,
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TOTALS: 179, * 2

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.
USPS regulations require that automation-compatible mail display the correct ZIP.

I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Service and that it is true and correct to the best of my information and belief.

First Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Jul 24, 2005

Signature:

