

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE**

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

**ORDER GRANTING MOTION OF THE REORGANIZED DEBTORS
AND THE LIQUIDATING TRUSTEE FOR ORDER WAIVING
THE REQUIREMENTS OF 11 U.S.C. § 345**

Upon consideration of the Motion of Pegasus Satellite Television, Inc. and certain of its subsidiaries and affiliates, each a Reorganized Debtor herein, and the Liquidating Trustee of The PSC Liquidating Trust (the “Motion”) for an Order Waiving the Requirements of 11 U.S.C. § 345(b),¹ pursuant to which the Reorganized Debtors and the Liquidating Trustee requested the entry of an order pursuant to sections 105(a) and 345 of title 11 of the United States Code (the “Bankruptcy Code”), the Plan, and the Liquidating Trust Agreement for an order (i) waiving the investment and deposit requirements of 11 U.S.C. § 345(b) with respect to The PSC Liquidating Trust, and (ii) granting such other relief as is just and proper under the circumstances, and all pleadings related thereto, including the statements of counsel made at any hearing thereon; and the Court finding that (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, (b) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), (c) notice of the Motion was due and proper under the circumstances; and it appearing that the relief requested in the Motion is in the best interests of the Reorganized Debtors, their estates and creditors, and (d) cause exists, within the meaning of Section 345(b) of the Bankruptcy Code to permit the Reorganized Debtors and the Liquidating Trustee to invest and

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Motion.

deposit funds in accordance with the terms hereof; 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 investment and deposit requirements of 11 U.S.C. § 345(b) are hereby waived with respect to The PSC Liquidating Trust; and it is further

ORDERED, that the Reorganized Debtors, the Liquidating Trustee, and the Clerk of this Court are authorized to take all actions necessary or appropriate to give effect to this Order; and it is further

ORDERED, that this Court shall retain jurisdiction to hear and determine all matters arising from and related to the implementation of this Order.

Dated: Portland, Maine

August 5 _____, 2005**

/s/ James B. Haines, Jr.

UNITED STATES BANKRUPTCY JUDGE

** Due to a clerical or docketing error this order was tardily executed by the court. To the extent necessary, its effect is retroactive to July 12, 2005.

/s/ James B. Haines, Jr.

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

Date Rcvd: Aug 05, 2005

The following entities were served by first class mail on Aug 07, 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,
Portland, ME 04104-5081
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,
Portland, ME 04112-5215
aty +C. MacNeil Mitchell, Winston & Strawn, LLP, Attn: Denise Cunsolo, Legal Asst.,
200 Park Avenue, New York, NY 10166-0005
aty +Daniel H. Golden, Akin, Gump, Strauss Hauer & Feld, LLP, 590 Madison Avenue,
New York, NY 10022-8554
aty Daniel M. Glosband, Goodwin Proctor, LLP, Exchange Place, Boston, MA 02109
aty Daniel R. Felkel, Esq., Troubh Heisler, P.O. Box 9711, Portland, ME 04104-5011
aty +David H. Botter, Akin, Gump Strauss Hauer & Feld, LLP, 590 Madison Avenue,
New York, NY 10022-8554
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,
New York, NY 10019-6031
aty +Diane W. Sanders, Linebarger, Goggan, Blair & Sampso, LLP, 1949 South I.H. 35 (78741),
P.O. Box 17428, Austin, TX 78760-7428
aty +Edward J. Schultz, Jenkins & Jenkins Attorneys, PLLC, 800 South Gay Street, Suite 2121,
Knoxville, TN 37929-9711
aty +Edward S. Weisfelner, Brown, Rudnick, Berlack, Israels LLP, 120 West 45th Street,
New York, NY 10036-4041
aty +Ellen Moring, Esq., Sidley Austin Brown & Wood LLP, 787 Seventh Avenue,
New York, NY 10019-6018
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,
Boston, MA 02222-1015
aty +F. Bruce Sleeper, Esq., Jensen, Baird, Gardner & Henry, P.O. Box 4510, Portland, ME 04112-4510
aty Fred W. Bopp, III, Esq., Perkins, Thompson, Hinckley & Keddy, One Canal Plaza, P O Box 426,
Portland, ME 04112-0426
aty Frederick C. Emery, Jr., Esq., Asst U. S. Atty, P.O. Box 9718, Portland, ME 04104-5018
aty George J. Marcus, Esq., Marcus, Clegg & Mistretta, PA, 100 Middle St., East Tower,
Portland, ME 04101-4102
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 Herbert C. Ehrhardt, Lewis, Fisher, Henderson Claxton &, Mulroy, LLP, P.O. Box 22654,
Jackson, MI 39225-2654
aty +Holly Gydyus Rogers, Esq., ReGen Capital, P.O. Box 626 - Planetarium Station,
New York, NY 10024-0626
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,
Boston, MA 02111-2621
aty +Jeffrey Lee Costell, Costell & Cornelius Law Corporation, 1299 Ocean Avenue, Suite 400,
Santa Monica, CA 90401-1042
aty +Jeffrey S. Berlowitz, Phillips, Eisinger, & Brown, PA, 4000 Hollywood Blvd. Suite 265-S,
Hollywood, FL 33021-6782
aty Jennifer H. Pincus, Esq., Perkins, Thompson Hinckley & Keddy, PA, P.O. Box 426,
Portland, ME 04112-0426
aty Joan E. Pilver, Esq., Assistant Attorney General, 55 Elm Street, Fifth Floor,
Hartford, CT 06106
aty +John G. Hutchinson, Sidley, Austin, Brown & Wood, LLP, 787 Seventh Avenue,
New York, NY 10019-6018
aty +John L. Graham, King & Spalding, 1185 Avenue of the Americas, New York, NY 10036-2686
aty John P. Dillman, Linebarger Goggan Blair & Sampson, LLP, P.O. Box 3064,
Houston, TX 77253-3064
aty John P. McNicholas, Piper, Rudnick, LLP, 1251 Avenue of the Americas, New York, NY 10020-1104
aty John P. McVeigh, Esq., Preti, Flaherty, Beliveau & Pachios, LLC, One City Center,
P.O. Box 9546, Portland, ME 04112-9546
aty +John T. Vian, Smith, Gambrell & Russell, LLP, 1230 Peachtree Street N.E., Suite 3100,
Atlanta, GA 30309-3592
aty Joshua R. Dow, Esq., Michael J. Pearce & Associates, LLC, Two Monument Square, 9th Floor,
P.O. Box 108, Portland, ME 04112-0108
aty +Juandisha Harris, Esq., Assistant Attorney General, Revenue & Collections Division,
P.O. Box 30754, Lansing, MI 48909-8254

aty +Karon Y. Wright, Travis County, Texas, P.O. Box 1748, Austin, TX 78767-1748
aty Kenneth E. Aaron, Weir & Partners LLP, 842 Market Street Mall, Suite 1001,
Wilmington, DE 19801
aty +Kim Y. Jefferson, Esq., Office of the Attorney General, P.O. Box 20207, 425 5th Avenue North,
Nashville, TN 37247-0001
aty +Larry J. Nyhan, Esq., Sidley Austin Brown & Wood LLP, Bank One Plaza, 10 South Dearborn Street,
Chicago, IL 60603-2300
aty Leonard M. Gulino, Esq., Bernstein, Shur, Sawyer & Nelson, P.O. Box 9729,
Portland, ME 04104-5029
aty Lisa A. Chiapetta, Proskauer Rose LLP, 1585 Broadway, New York, NY 10036-8299
aty +Lori E. Chasen, Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas,
New York, NY 10019-6031
aty +Lowenstein Sandler PC, 65 Livingston Ave, Roseland, NJ 07068-1791
aty Macken Toussaint, Goodwin, Proctor LLP, Exchange Place, Boston, MA 02109
aty +Mark E. Mazzei, 2000 Corporative Drive, Canonsburg, PA 15317-8564
aty +Mark Somerstein, Kelley Drye & Warren LLP, 101 Park Avenue, New York, NY 10178-0062
aty +Matthew A. Gold, Argo Partners, 12 West 37th Street, 9th Floor, New York, NY 10018-7480
aty +Michael Evan Meyers, Esq., Meyers, Rodbell & Rosenbaum, PA, 6801 Kenilworth Avenue, Suite 400,
Riverdale Park, MD 20737-1331
aty +Michael J. Hynes, Cozen and O'Connor, The Atrium, 1900 Market Street,
Philadelphia, PA 19103-3527
aty +Michael L. Tuchin, Klee, Tuchin, Bogdanoff & Stern, LLP, Fox Plaza,
2121 Avenue of the Stars, 33rd Floor, Los Angeles, CA 90067-5061
aty +Michael Reed, McCreary, Veselka, Bragg & Allen, PC, P.O. Box 26990, Austin, TX 78755-0990
aty +Michael S. Mitchell, Esq., Michael S. Mitchell, PC, 101 East Park Blvd., Suite #1021,
Plano, TX 75074-5480
aty +Nava Hazan, Esq., Akin Gump Strauss Hauer & Feld LLP, 590 Madison Avenue,
New York, NY 10022-8554
aty +Peter G. Cary, Esq., Mittel Asen, LLC, 85 Exchange Street, P.O. Box 427,
Portland, ME 04112-0427
aty +Peter Michael Reed, McCreary, Veselka, Bragg & Allen PC, 5929 Balcones Dr., Ste.200,
Austin, TX 78731-4280
aty +Philip C. Dublin, Akin, Gump, Strauss, Hauer & Feld, LLP, 590 Madison Avenue,
New York, NY 10022-8554
aty +Pierce Atwood, Pierce Atwood, c/o Jacob A. Manheimer, One Monument Square,
Portland, ME 04101-1110
aty +Preti, Flaherty, Beliveau, Pachios & Haley, LLC, One City Center, Portland, ME 04101-4193
aty Randy J. Creswell, Perkins Thompson Hinckley & Keddy, P.A., One Canal Plaza, P.O. Box 426,
Portland, ME 04112-0426
aty +Richard F. Hahn, Debevoise & Plimpton LLP, 919 Third Avenue, New York, NY 10022-3916
aty +Richard F. Hahn, Esq., Debevoise & Plimpton, LLP, 919 Third Avenue, New York, NY 10022-3916
aty +Richard J. O'Brien, Esq., Linnell, Choate & Webber, LLP, 83 Pleasant Street, P.O. Box 190,
Auburn, ME 04210-5937
aty +Richard P. Krasnow, Weil, Gotshal & Mages, LLP, 767 Fifth Avenue, New York, NY 10153-0119
aty Robert J. Keach, Esq., Bernstein, Shur, Sawyer & Nelson, 100 Middle Street, 6th Floor,
P.O. Box 9729, Portland, ME 04104-5029
aty +Robert S. Brady, The Brandywine Building, 1000 West Street, 17th Floor, P.O. Box 391,
Wilmington, DE 19899-0391
aty +Rosetta B. Packer, McCarter & English, LLP, Mellon Bank Center, 1735 Market Street, Suite 700,
Philadelphia, PA 19103-7518
aty +Samuel J. Draddy, U.S. Securities and Exchange Commission, Division of Enforcement,
100 F. Street, NE, Washington, DC 20549-2000
aty +Stephen G. Morrell, Esq., Eaton, Peabody, 167 Park Row, P. O. Box 9,
Brunswick, ME 04011-0009
aty +Stephen M. Baldini, Akin, Gump, Strauss, Hauer & Feld, LLP, 590 Madison Avenue,
New York, NY 10022-8554
aty Steven A. Ginther, Esq., Missouri Department of Revenue, P.O. Box 475,
Jefferson City, MO 65105-0475
aty +Timothy H. Norton, Esq., P. O. Box 597 DTS, Portland, ME 04112-0597
aty +Todd C Crosby, Esq., Vinson & Elkins, LLP, 2001 Ross Avenue, 3700 Trammell Crow Center,
Dallas, TX 75201-2965
aty +Wayne M. Smith, 4000 Warner Blvd., Bldg. 156, Room 5158, Burbank, CA 91522-0001
smg Maine Department of Labor, Bureau of Unemployment Compensation, P.O. Box 259,
Augusta, ME 04332-0259
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.,
Roseland, NJ 07068-1725
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,
New York, NY 10167-0094
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 +Cohanzyck 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,
Plano, TX 75074-5711
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

cr +David R. Miller, P.O.Box 703, Malta, MT 59538-0703
cr +Davidson Kempner Partners, c/o John P. McVeigh, Preti Flaherty LLP, One City Center,
Portland, ME 04101-4193
cr +Douglas County Nevada, Douglas W. Sonnemann, Assessor, P.O.Box 218, Minden, NV 89423-0218
sp +Drinker Biddle & Reath LLP, One Logan Square, 18th & Cherry Streets,
Philadelphia, PA 19103-6933
cr +E.J. LIPPI, Earl J. Lippi, 588 Wyoming Avenue, Wyoming, PA 18644-1807
cr +Entercom Wilkes-Barre Scranton, LLC, c/o Peter G. Cary, Esq., P.O. Box 427,
Portland, ME 04112-0427
cr Felton Street Associates Limited Partnership, Weir & Partners, Lambert Coffin, P.O. Box 15215,
Portland, ME 04112-5215
cr +G.A. Blanco and Sons, Inc., Attn: John M. Huemmel, Route 71, P.O. Box 149,
Gt. Barrington, MA 01230-0149
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,
Buffalo, NY 14202-3207
cr +Internal Revenue Service, 68 Sewall Street, Room 311, Augusta, ME 04330-6349
cr J.P. Morgan Trust Company, N.A., Attn: James R. Lewis, Esq., VP, 4 New York Plaza, 15th Floor,
New York, NY 10004-2413
cr +Kendall County, co Michael Reed, P.O. Box 26990, Austin, TX 78755-0990
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
cr +Official Committee of Unsecured Creditors, Wachovia Bank, N.A., Trustee,
c/o Smith, Gambrell & Russell, LLP, Attn: John T. Vian, Esq.,
1230 Peachtree Street, NE, Suite 3100, Atlanta, GA 30309-3592
cr +Oxford Collection Agency, Inc., Oxford Management Services, Attn: Salvatore Spinelli,
135 Maxess Road, Suite 26, Melville, NY 11747-3801
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,
New York, NY 10024-0626
cr +Riverside Claims LLC, Attn: Connie Macewicz, P.O. Box 626 - Planetarium Station,
New York, NY 10024-0626
cr Robert R. Russell, 209 Green Drive, Savannah, GA 31419
cr +Saturn Satellite Systems, Inc., Attn: John W. Markham, LLM., Tax General Counsel,
10900 Plantside Drive #E, Louisville, KY 40299-6112
cr +Sheriff of Mercer County, P.O. Box 5429, Princeton, WV 24740-5429
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,
Charleston, WV 25323-0766
cr +William J. Dorrان, c/o Costell & Cornelius Law Corporation, Attn: Mitchell Rishe,
1299 Ocean Avenue Suite 400, Santa Monica, CA 90401-1042
cr +c/o Neil Herskowitz Riverside Contracting LLC, PO Box 626, Planetarium Station,
New York, NY 10024-0626
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 Harrrrison 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 Aug 05, 2005 and receipt of the transmission was confirmed on:

cr E-mail: susanp@taxcollector.com Aug 05 2005 21:20:02 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
cr Lewis, Fisher, Henderson, Claxton & Mulroy, LLP
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 Omnipoint 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 Caroline 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

***** BYPASSED RECIPIENTS (continued) *****
cr Town of Cornwall, Connecticut
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,
Lansing, MI 48909-8254
cr* +Sandell Asset Management Corp., c/o Timothy A. Davidson, Esq., Andrews Kurth, LLP,
600 Travis Suite 4200, Houston, TX 77002-2929

TOTALS: 180, * 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: Aug 07, 2005

Signature:

