

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 ESTABLISHING CASE MANAGEMENT PROCEDURES AND HEARING SCHEDULE**

This matter comes before the Court on its own motion, and at the suggestion of the debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”)<sup>1</sup>, to Establish Case Management Procedures and Hearing Schedule in the Debtors chapter 11 cases. The Court has determined that, because of the great number of creditors and other parties in interest in the above-captioned chapter 11 cases (the “Pegasus Chapter 11 Cases”), burdensome expense and unnecessary delay will result unless certain procedures for copying, noticing and motion practice are implemented. It further appears that the implementation of such procedures is warranted pursuant to Sections 102(1) and 105(a) of title 11 of the United States Code (the “Bankruptcy Code”), Rules 2002, 7016, 9007 and 9014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and the District of Maine Local Bankruptcy Rules (the “Local Rules”). Accordingly, it is hereby ORDERED as follows:

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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., and WTLH License Corp.

## **A. Service of Filings**

1. Notices required to be given pursuant to paragraphs 3-6 of this section shall be given (except as provided below) to (a) those parties listed on Exhibit A hereto and the counsel to any other official committee appointed in the Pegasus Chapter 11 Cases (collectively, the "Core Group Service List"), and (b) parties in interest who (i) serve on Bernstein, Shur, Sawyer & Nelson, P.A., Maine counsel for the Debtors (at the address listed on Exhibit A) a request, pursuant to Rule 2002 of the Bankruptcy Rules, that they receive all pleadings served in the Pegasus Chapter 11 Cases, and (ii) file such request with the Clerk of the Bankruptcy Court (such parties, together with the Core Group Service List, the "All Notices List"). If a party wishes to substitute a name on Exhibit A (as a result of, for instance, a change in the appropriate contact person at a firm or a change in the membership of a committee), such change shall be communicated in writing to each of the other parties on Exhibit A at the addresses set forth therein, and Exhibit A shall be deemed amended upon receipt of such writing.

2. All service need only be made by regular mail to the party's last known address except in emergency situations when e-mail, overnight mail or facsimile may be necessary (for instance, to meet notice period deadlines), and except as otherwise indicated herein.

3. All filings in adversary proceedings shall be served, pursuant to Bankruptcy Rule 7004, upon all parties known to have particularized interest in the subject of such adversary proceeding and the parties listed on the Core Group Service List. All filings not part of adversary proceedings shall be served, pursuant to Bankruptcy Rule 7004, upon all parties known to have particularized interest in the subject of such filings and the parties listed on the All Notices List.

4. All notices required by subdivisions (a)(2), (3) and (6) of Bankruptcy Rule 2002 and by Bankruptcy Rule 4001 shall be served as follows:

a. upon each entity designated on the All Notices List;

b. when the notice is of a proposed use, sale, lease or abandonment of property or of a hearing thereon, upon (i) each entity known to the Debtors to claim a lien, security interest, or other interest in the property and (ii) each entity designated to the All Notices List;

c. when the notice relates to relief from the automatic stay, use of cash collateral, or obtaining credit, upon (i) those parties required in accordance with Bankruptcy Rule 4001, and (ii) each entity designated on the All Notices List;

d. when the notice is of a proposed compromise or settlement or of a hearing thereon, upon (i) those parties to the proposed compromise or settlement and (ii) each entity designated on the All Notices List, and, in addition, if the compromise or settlement involves claims subject to insurance coverage or asserted to be subject to insurance coverage, notice shall also be given to the insurance company providing coverage, any additional insured, and other insurance companies that are known to the Debtors and that have issued policies whose coverage will be affected by the motion;

e. when the notice relates to motions to assume, reject, or assign an executory contract or unexpired lease, upon (i) each contracting party to the contract or lease and (ii) each entity designated on the All Notices List; and

f. when the notice is of a hearing on a application for compensation or reimbursement of expenses, as required by the Court's Order under 11

U.S.C. §§ 331 and 105 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals, dated as of June 24, 2004.

5. Notices required by subdivision (a) (5) and (7); subdivision (b); and subdivision (f) of Bankruptcy Rule 2002 shall be mailed to each entity on the All Notices List and to all creditors, indenture trustees, and equity security holders.

6. All other notices not addressed in paragraphs 3-5 above shall be served upon each entity on the All Notices List and to any entity known to have a particularized interest in the subject of the notice.

7. Notice in accordance with the provisions of this Order shall be deemed adequate pursuant to Bankruptcy Rule 2002 and the Local Rules.

8. Certificates or affidavits of service should state the full title of the motion, notice, application, objection, or other document that it relates to, as well as the date of service, the means of service (e.g., regular U.S. Mail, Federal Express, hand delivery, facsimile, etc.) and the parties served. Certificates or affidavits of service should not restate the names and addresses of each party listed on the Core Group Service List or the All Notices List, but need only state that all parties on such list or lists (as applicable pursuant to this Order) have been served. All other parties not on such lists who have been served in accordance with this Order must be identified by name and address. Certificates of service shall not be attached to those pleadings sent to the Court in advance of hearings on such pleadings.

9. This Order shall supercede the Court's Order Establishing Notice and Service Requirements in Debtors' Chapter 11 Cases dated as of June 4, 2004.

10. Notwithstanding anything herein to the contrary, no additional service need be made upon any counsel or party receiving any filing pursuant to the

Electronic Case Filing (“ECF”) system, so long as the applicable pleading is served electronically.

**B. Motions, Objections, and Hearing Dates**

1. The procedures for motions and objections thereto shall be as follows:

a. Unless otherwise ordered by the Court, regular omnibus hearings will be scheduled in these cases at 10:30 a.m. prevailing Eastern time on the dates set forth on Exhibit B and thereafter on the third Thursday of every following month; and Exhibit B shall be amended on or before twenty-one (21) days prior to the last hearing date set forth thereon by the Debtor’s Counsel filing such amendment following consultation with the Scheduling Clerk (as herein defined), and each subsequent exhibit shall be similarly amended as required. Counsel for the Debtors, in cooperation with all parties that have matters pending, shall submit to Mary-Ellen Scott, the undersigned’s scheduling clerk (the “Scheduling Clerk”), an agenda (the “Final Agenda”) at least five (5) business days prior to each scheduled omnibus hearing date’ provided that an amended agenda may be filed within 48 hours of each scheduled omnibus hearing date. Unless otherwise ordered by the Court, all matters requiring a hearing (see paragraph B(1)(e) below) shall be heard at these omnibus hearings. Each Final Agenda shall be served upon the Core Group Service List and any other party with a particularized interest in a matter set forth on the Final Agenda by facsimile.

b. Motions and applications (each a “Motion” and, collectively, the “Motions”) shall be served on all entities that are required to be served pursuant to Section A of this Order above no less than fifteen (15) days prior to the date of the omnibus hearing set by the court, or such longer period as required by the Bankruptcy Code or Bankruptcy Rules, not taking into account the provisions of Bankruptcy Rule

9006(f). If a Motion is not served until fifteen (15) days prior to the date of a hearing, it shall be served on the Core Group Service List and any party with a particularized interest in the motion by e-mail, facsimile or overnight mail, except individual members of any committee, who shall receive such pleadings by regular mail. In accordance with the Local Rules, each Motion and notice thereof shall contain the objection date and time for the Motion, as well as a hearing date and time if a hearing on the Motion is necessary as a result of an objection.

c. Each notice of hearing shall comply with the requirements set forth in the Local Rules and shall state that any objections must be filed and served upon Core Group Service List.

d. Any objections to, or requests for a hearing on a Motion must be filed in accordance with the Local Rules and applicable administrative procedures and served upon the moving party and the Core Group Service List by regular mail, overnight mail, e-mail, hand delivery or facsimile by 4:00 p.m. (Portland, Maine) no earlier than ten (10) days from the date of service of the Motion and no later than three (3) business days prior to the date of the hearing, except in cases where a Motion has been filed on shortened notice, in which case parties shall have a reasonable period to respond, with the intent that parties shall be afforded five (5) days to respond if possible.

e. Unless otherwise ordered by the Court, upon good cause shown, briefs in support of or in response to Motions initiating contested matters shall not exceed fifteen (15) pages, and brief in reply shall not exceed five (5) pages.

f. If the parties in interest fail to timely object or to request a hearing on the Motion, the Court may grant the Motion after the period to object or request a hearing has passed in accordance with the Local Rules. On the Final Agenda, the

Debtors shall specify the Motions for which the period to object or request a hearing has passed without such an objection and request and, as a result, for which no hearing will be required. In addition, any objections to, or requests for hearings on, any Motion shall reference the docket number of the Motion in the titles of such objection or request for hearing.

g. If a response or objection is timely filed, replies to such response or objection may be filed so long as such replies are filed and served on the parties on the Core Group Service list by e-mail, hand delivery or facsimile no later than one (1) business day prior to the hearing date; provided, however, that the period to file a reply shall not extend beyond the 5<sup>th</sup> business day after the date such response or objection is received.

h. Nothing herein shall modify the requirements of Rule 9013-1(i), 9013(j) and 9013(k) of the Local Rules, or prevent a party in interest from requesting a hearing date on one of the Court's regularly scheduled chapter 11 hearing dates.

**C. Procedure for Filing of Papers**

All pleadings in the Pegasus Chapter 11 Cases shall be filed in the place and manner as specified by the Local Rules and the guidelines and directives of the Clerk of the Court, including the requirements set forth for ECF.

**D. Continuances**

With respect to matters not heard on omnibus hearing dates, a request or a stipulation for the continuance of a hearing must be in writing and must be filed with the Court three (3) business days in advance of the scheduled hearing. Any written request for the continuance of a hearing must be accompanied by a proposed form of order. Any party receiving an order granting a continuance will serve a copy of the

order on all affected parties required to be served by the terms of this Order. Unless an order granting a continuance has been entered, counsel for the moving and any responding party shall appear at the scheduled hearing.

**E. Telephonic Hearings**

Participation in hearings telephonically is not encouraged, and will not be permitted absent prior approval by the Court; provided that a Motion seeking relief on expedited basis shall be set initially for a telephonic hearing and based upon such telephonic hearing the Court will then schedule a hearing date in accordance with the Bankruptcy Rules, the Local Rules and any Orders entered in the Pegasus Chapter 11 Cases, if necessary. Parties in interest desiring to participate telephonically in a hearing must file with the Court, no less than five (5) business days before the hearing, a written request to participate in such hearing telephonically. The requesting party must serve the written request upon the Scheduling Clerk and counsel for the Debtors. The written request must state the particularized basis for the request, the time and date of the scheduled hearings, and the specific matter on which the requesting party wishes to be heard. Where only one party is requesting a telephonic appearance, such party will contact the Scheduling Clerk to obtain the number to dial to connect the requesting party to the hearing. Upon obtaining permission from the Court to participate telephonically, such party must promptly notify counsel to the Debtors of such permission. Where more than one party has been given permission to participate at the hearing telephonically, counsel to the Debtors will provide the Scheduling Clerk with a dial-in toll-free number for such parties to dial to connect to the hearing and shall make arrangement with the Court to connect such parties to the hearing. Parties attending a hearing telephonically may not participate in the taking of any evidence at such hearing.



**F. Disposition of Matters**

Unless arrangements are made in advance with the Court for a testimonial hearing, and the relevant matter is noticed as a testimonial hearing, most matters presented to the Court at a hearing will be resolved on the papers, following argument from counsel as the Court deems appropriate. In the event that a matter presented to the Court cannot be resolved on the papers, and has not been previously set as a testimonial hearing, then the matter will be scheduled for a further hearing at an appropriate date and time.

**G. Proposed Order**

A proposed form of order shall be submitted as a separate document with any pleading in any adversary proceeding or contested matter.

**H. Communications with the Court**

Parties will communicate with the Court regarding substantive matters affecting these cases or proceeding herein only through written motions or other papers filed in accordance with the Local Rules as modified by this Order. Letters written to the Court will be returned to the sender. Except as expressly provided in this Order or in the Local Rules as to matters of scheduling, or as may be directed by the Court, *ex parte* communications with the Court are strictly prohibited.

**I. Bankruptcy Rule 9006(a) and Local Rules**

All time periods and deadlines set forth herein shall be computed in accordance with Bankruptcy Rule 9006(a). In addition, the Local Rules shall apply to all proceedings in the Pegasus Chapter 11 Cases except to the extent that any provision of this Order by its terms supersedes or is inconsistent with the Local Rules.

**J. Term of This Order**

Any party may at any time apply for reconsideration or modification of this Order, or relief from this Order as to a particular matter or proceeding. Service of such motion shall be to persons on the All Notices List and shall be made upon at least twenty-one (21) days notice. The court may amend this Order at any time. Without modifying or amending this Order, the Court may, on request of a party or on its own motion, add or delete parties from the All Notices List.

This Order shall continue in effect until modified by further order of this Court.

Dated: July 9, 2004

/s/ James B. Haines, Jr.

\_\_\_\_\_  
The Honorable James B. Haines, Jr.  
United States Bankruptcy Judge

EXHIBIT A

COMMITTEE OF UNSECURED CREDITORS

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590 Madison Avenue  
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**Abid Qureshi**  
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590 Madison Avenue  
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**Wayne M. Smith**  
4000 Warner Blvd.  
Bldg. 156, Room 5158  
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## **EXHIBIT B**

July 22, 2004  
August 19, 2004  
September 23, 2004  
October 14, 2004  
November 24, 2004  
December 16, 2004  
January 19, 2005  
February 17, 2005  
March 24, 2005  
April 28, 2005  
May 20, 2005  
June 29, 2005  
July 21, 2005

## CERTIFICATE OF SERVICE

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Case: 04-20878User: kscovill  
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Date Rcvd: Jul 09, 2004

The following entities were served by first class mail on Jul 11, 2004.

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 10022-2524  
 aty +Alan Eric Gamza, Esq., Moses & Singer LLP, 1301 Avenue of the Americas,  
 New York, NY 10019-6022  
 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 +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,  
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 aty +Daniel M. Glosband, Goodwin Proctor, LLP, Exchange Place, Boston, MA 02109  
 aty +David H. Botter, Akin, Gump Strauss Hauer & Feld, LLP, 590 Madison Avenue,  
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 aty +David J. Gaier, Esq., McCarter & English, LLP, Mellon Bank Center, 1735 Market St., Suite 700,  
 Philadelphia, PA 19103-7518  
 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 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 02222-1047  
 aty +F. Bruce Sleeper, Esq., Jensen, Baird, Gardner & Henry, P.O. Box 4510, Portland, ME 04112-4510  
 aty +Gayle H. Allen, Esq., Verrill & Dana, One Portland Square, Portland, ME 04101-4054  
 aty +George J. Marcus, Esq., Marcus, Clegg & Mistretta, PA, 100 Middle St., East Tower,  
 Portland, ME 04101-4102  
 aty +Guy S. Neal, Esq., Sidley Austin Brown & Wood LLP, 1501 K Street, N.W.,  
 Washington, DC 20005-1401  
 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 +Jeffrey L. Jonas, Esq., Brown, Rudnick, Freed & Gesmer, PC, One Financial Center,  
 Boston, MA 02111-2600  
 aty +John P. Dillman, Linebarger Goggan Blair & Sampson, LLP, P.O. Box 3064,  
 Houston, TX 77253-3064  
 aty +John T. Vian, Smith, Gambrell & Russell, LLP, 1230 Peachtree Street N.E., Suite 3100,  
 Atlanta, GA 30309-3592  
 aty +Kenneth E. Aaron, Weir & Partners LLP, 842 Market Street Mall, Suite 1001,  
 Wilmington, DE 19801-3011  
 aty +Larry J. Nyhan, Esq., Sidley Austin Brown & Wood LLP, Bank One Plaza, 10 South Dearborn Street,  
 Chicago, IL 60603-2003  
 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,  
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 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 +Michael E. Baumann, Kirkland & Ellis LLP, 777 South Figueroa Street,  
 Los Angeles, CA 90017-5800  
 aty +Nava Hazan, Esq., Akin Gump Strauss Hauer & Feld LLP, 590 Madison Avenue,  
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 aty +Philip C. Dublin, Akin, Gump, Strauss, Hauer & Feld, LLP, 590 Madison Avenue,  
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 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 +Rufus E. Brown, Esq., Brown & Burke, P.O. Box 7530, Portland, ME 04112-7530  
 aty +Stephen M. Baldini, Akin, Gump, Strauss, Hauer & Feld, LLP, 590 Madison Avenue,  
 New York, NY 10022-2524  
 aty +Steven A. Ginther, Esq., Missouri Department of Revenue, P.O. Box 475,  
 Jefferson City, MO 65105-0475  
 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

cr +Angelo, Gordon & Co., Attn: Leigh Walzer, 245 Park Avenue, 26th Floor,  
New York, NY 10167-0094

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

cr Felton Street Associates Limited Partnership, Weir & Partners, Lambert Coffin, P.O. Box 15215,  
Portland, ME 04112-5215

cr +Gabriel Capital, L.P., 450 Park Ave., Suite 3201, New York, NY 10022-2633

cr +IKON Financial Services, Bankruptcy Administration, IOS Capital LLC, 1738 Bass Road,  
P.O. Box 13708, Macon, GA 31208-3708

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 Manatee County Tax Collector, Attn: Ken Burton, Jr., P.O. Box 25300,  
Bradenton, FL 34206-5300

cr +Missouri Department of Revenue, Steven A. Ginther, 301 W. High Street, PO Box 475,  
Jefferson City, MO 65105-0475

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 75287-7336

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 +Tejas Securities Group, Inc., 2700 Via Fortuna, Suite 400, Austin, TX 78746-7570

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

The following entities were served by electronic transmission.  
NONE.

TOTAL: 0

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

aty Andrew D. Gottfried

aty Arnold & Porter, LLP

aty Drinker, Biddle & Reath, LLP

aty Dustin F. Hecker, Posternak, Blankstein

aty Eric W. Hagen, Kirkland & Ellis, LLP

aty Jay Teitelbaum, Morgan, Lewis

aty Kristopher M. Hansen, Stroock & Stroock & Lavan LLP

aty Shaw, Pittman, LLP

aty Stephen M. Ryan

cr Austin CAD

cr Blanco CAD

op Capital Management Associates, Inc.

intp Carsey Warner Distribution, LLC

cr Crown Castle South, LLC

cr D.E. Shaw Laminar Portfolios, LLC

cr Directv

consult FTI Consulting, Inc.

cr HBK Investments L.P.

cr HSBC Bank USA

acc Herbein Consulting, Inc.

consult Hewitt Associates LLC

cr Houston CAD

cr Jackson County

consult Kekst and Company Incorporated

cr Lampass CAD

cr Lee County

cr Llano County

cr Madison County

cr Mastagorda County

cr Normangee ISD

cr Nortel Networks, Inc.

cr Par Capital Management, Inc.

intp Pegasus Communications Corporation

cr Polk County

aud PricewaterhouseCoopers LLP

cr Refugio County

cr Shelby County

cr Telepictures Distribution

cr The Steering Committee of Senior Secured Creditors

cr Trinity County

cr Trinity/Groveton Tax Office

cr Wachovia Bank, National Association

cr Warner Bros. Entertainment, Inc.

cr Wilmington Trust Co.

TOTALS: 44, \* 0

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Case: 04-20878

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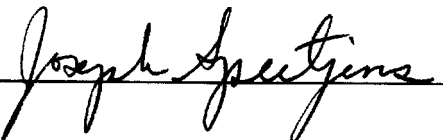
\*\*\*\*\* BYPASSED RECIPIENTS (continued) \*\*\*\*\*

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 11, 2004

Signature:

A handwritten signature in black ink, reading "Joseph Speetjens", written over a horizontal line.