

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE

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

DECLARATION OF PROPOSED PROFESSIONAL AND DISCLOSURE STATEMENT

STATE OF ALABAMA)	
)	ss:
COUNTY OF MONTGOMERY)	

Richard H. Allen declares as follows:

1. I am a Member of Capell & Howard, P.C. ("the Firm"), which firm maintains offices at Montgomery and Opelika, Alabama

2. Neither I, the Firm, nor any shareholder, associate or other member thereof, insofar as I have been able to ascertain, has any connection with the above-captioned debtors and debtors-in-possession (the "Debtors")¹, their creditors, or any other party in interest, or their attorneys, except as set forth in this declaration. This representation is subject to the limitations contained in paragraph 9 below.

¹ 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., WTLH License Corp.

3. The Firm, through me, and members of the Firm, have represented and advised certain of the Debtors as attorneys of record in several lawsuits filed in the State of Alabama and provided general consultation and advice concerning Alabama law.

4. The Debtors have requested, and the Firm has agreed, to continue to represent and advise the Debtors pursuant to section 327 of title 11 of the United States Code (the "Bankruptcy Code") with respect to such matters. Additionally, the Debtors have requested, and the Firm proposes, to render the following services to the Debtors:

Continue the Firm's representation of the Debtors as attorneys of record in certain pending lawsuits in the State of Alabama, to represent the Debtors as attorneys of record in potential lawsuits yet to be filed in the State of Alabama as requested by the Debtors and continue to provide Debtors general legal advice concerning the law of Alabama.

5. The Firm's current customary hourly rates, subject to change from time to time, range from \$125 to \$300. The Firm has no policy with regard to when it will revise its regular hourly rates.

6. In connection with the representations referenced in paragraph 3, the Firm has rendered services that have not yet been billed or that have been billed but with respect to which payment has not been received. The value of such services does not exceed \$1,200.00.

7. Except as set forth herein, no promises have been received by the Firm or any shareholder, auditor or other member thereof as to compensation in

connection with these chapter 11 cases other than in accordance with the provisions of the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, the Local Rules, orders of this Court, and the Fee Guidelines promulgated by the Executive Office of the United States Trustee.

8. The Firm has no agreement with any entity to share with such entity any compensation received by the Firm in connection with its representation of the Debtors.

9. The Firm and its shareholders, auditors and other members may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to the matters with respect to which the Firm is to be engaged by the Debtors. The Firm does not and will not hold an interest adverse to the estates in the matters with respect to which it is to be engaged.

10. The foregoing constitutes the statement of the Firm pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

11. Neither I, the Firm, nor any shareholder, auditor or other member thereof, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors.

12. I shall amend this statement immediately upon my learning that (A) any of the within representations are incorrect or (B) there is any change of circumstance relating thereto.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 7th day of July, 2004.

A handwritten signature in cursive script, appearing to read "RH Allen", written in black ink.

RICHARD H. ALLEN

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