

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 TEXAS                                   §  
   § ss:  
 COUNTY OF DALLAS                           §

John T. Cox III declares as follows:

1. I am a Partner of Lynn Tillotson & Pinker, L.L.P., which firm maintains offices at 750 North St. Paul St., Suite 1400, Dallas, Texas 75201.
2. Neither I, Lynn Tillotson & Pinker, L.L.P., nor any partner, 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")<sup>1</sup>, their creditors, or any other party in interest, or their attorneys, except as set forth in this declaration.

---

<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., WTLH License Corp.

3. Lynn Tillotson & Pinker, L.L.P., through me, and members of the firm, have represented and advised the Debtors as attorneys with respect to certain aspects of the Debtors' businesses.

4. The Debtors have requested, and Lynn Tillotson & Pinker, L.L.P. 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 Lynn Tillotson & Pinker, L.L.P. proposes, to render the following services to the Debtors:

Defend the Debtor in two lawsuits in Dallas, County, Texas.

1. *Gensser Pellecer d/b/a/ Satellite Concepts v. Pegasus Satellite Television, Inc. and Gregory Morris*; Cause No. 04-1364-J; In the 191st Judicial District of Dallas County, Texas; and
2. *Michael Assoulin, d/b/a Dish America v. Pegasus Satellite Television, Inc.*; Cause No. 04-01961-L; In the 193rd Judicial District of Dallas County, Texas.

5. Lynn Tillotson & Pinker, L.L.P.'s current customary hourly rates, subject to change from time to time, are \$275.00 an hour for partners, \$210.00 an hour for associates and \$100.00 an hour for paralegals. In the normal course of business, Lynn Tillotson & Pinker, L.L.P. revises its regular hourly rates in January of each year and requests that, effective February of each year, the aforementioned rates be revised to the regular hourly rates which will be in effect at that time.

6. In connection with these cases, Lynn Tillotson & Pinker, L.L.P. 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 \$4,500.00.

7. Except as set forth herein, no promises have been received by Lynn Tillotson & Pinker, L.L.P. or any partner, 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. Lynn Tillotson & Pinker, L.L.P. has no agreement with any entity to share with such entity any compensation received by Lynn Tillotson & Pinker, L.L.P.

9. Lynn Tillotson & Pinker, L.L.P. and its partners, 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 Lynn Tillotson & Pinker, L.L.P. is to be engaged by the Debtors. Lynn Tillotson & Pinker, L.L.P. does not and will not hold an interest adverse to the estates in the matters with respect to which it to be engaged.

10. The foregoing constitutes the statement of Lynn Tillotson & Pinker, L.L.P. pursuant to sections 329 and 504 of the Bankruptcy Code and Bankruptcy Rules 2014 and 2016(b).

11. Neither I, Lynn Tillotson & Pinker, L.L.P., nor any partner, 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.



---

John T. Cox III

State Bar No. 24003722

LYNN TILLOTSON & PINKER, LLP

750 North St. Paul Street, Suite 1400

Dallas, Texas 75201

Telephone: (214) 981-3800

Facsimile: (214) 981-3839

ATTORNEY FOR PEGASUS SATELLITE  
TELEVISION, INC.