

UNITED STATE BANKRUPTCY COURT  
DISTRICT OF MAINE

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

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**DECLARATION OF PROPOSED PROFESSIONAL AND DISCLOSURE STATEMENT**

STATE OF CONNECTICUT        )  
  )        ss: Hartford  
COUNTY OF HARTFORD        )

Dwight A. Johnson declares as follows:

1. I am a partner in the firm of Murtha Cullina LLP (the "Firm"), which firm maintains offices at CityPlace I, 185 Asylum Street, Hartford, CT 06103 and at additional locations in Connecticut and Massachusetts.

2. Neither I, the Firm, 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.

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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 Plans 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 the Debtors as special counsel with respect to certain aspects of the Debtors' businesses.

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 State Code (the "Bankruptcy Code") with respect to such matters. Additionally, the Debtors have requested, and the Firm and I propose, to render the following services to the Debtors: Representation with respect to regulatory matters involving the Debtors' former cable television operations in the State of Connecticut.

5. The Firm's current customary hourly rates, subject to change from time to time, range from \$135 to \$450 per hour for attorneys and from \$110 to \$190 per hour for paralegals. In the normal course of business, the Firm revises its regular hourly rates on January 1 of each year and requests that, effective January 1 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 pre-petition matters, 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 \$10,000.

7. Except as set forth herein, no promises have been received by the Firm or any partner 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.

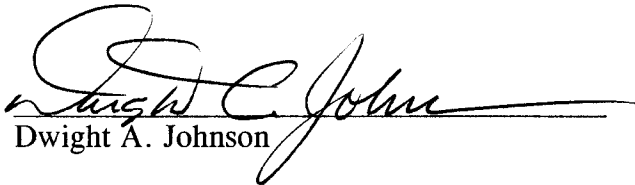
9. The Firm and its partners and other members may have in the past represented, currently represent, and may in the future represent entities that are claimants of the Debtors in matters totally unrelated to the matters with respect to which the Firm is to be engaged by the Debtors. The Firm does not 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. Except as provided in Section 9 above, neither I, the Firm, nor any partner 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 circumstances relating thereto.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 9th day of July, 2004.

  
Dwight A. Johnson

MURTHA CULLINA LLP

By:   
A Partner