

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE**

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

**MOTION FOR ENTRY OF AN ORDER PERMITTING THE
DEBTORS TO FILE A MEMORANDUM OF LAW IN SUPPORT OF
GLOBAL SETTLEMENT IN EXCESS OF PAGE LIMIT INCLUDING
REQUEST FOR IMMEDIATE RULING WITHOUT A HEARING**

Pegasus Satellite Television, Inc. and certain of its subsidiaries and affiliates, each a debtor and debtor-in-possession herein (collectively, the “Debtors”),¹ hereby file this motion (the “Motion”) requesting entry of an order permitting the Debtors to file a memorandum of law (the “Memorandum”) in excess of the page requirement in reply to the objection of D.E. Shaw Laminar Portfolios, LLC and in support of the Debtors’ Motion for Entry of an Order Pursuant to 11 U.S.C. §§ 105(a), 363 and 1146(c) and Bankruptcy Rule 9019 (I) Approving Global Settlement Agreement by and Among the Debtors and Debtors in Possession, Pegasus Communications Corporation and Other Non-Debtor Affiliates, DIRECTV, Inc., the DIRECTV

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., and WTLH License Corp.

Group, Inc., National Rural Telecommunications Cooperative, and the Official Committee of Unsecured Creditors, and (II) Authorizing and Approving in Connection Therewith a Sale, Transfer and Conveyance of Certain Assets of the Debtors to DIRECTV, Inc. (the “Global Settlement Motion”). In support of this Motion, the Debtors respectfully represent as follows:

BACKGROUND

1. On June 2, 2004 (the “Petition Date”), each of the Debtors filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).
2. The Debtors continue in possession of their properties and are operating and maintaining their businesses as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.
3. On June 10, 2004, the United States Trustee for the District of Maine appointed the Committee pursuant to section 1102(a) of the Bankruptcy Code.
4. On or about July 9, 2004, this Court entered into an Order Establishing Case Management Procedures and Hearing Schedule (the “Case Management Order”). The Case Management Order provides that “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.” See Case Management Order ¶B(1)(e) (Docket Number 325).
5. On or about August 3, 2004, the Debtors filed the Global Settlement Motion.

6. On or about August 4, 2004, D.E. Shaw Laminar Portfolios, L.L.C. filed an objection to the Global Settlement Motion (the “Objection”).

JURISDICTION

7. The Court has jurisdiction over this Motion pursuant to 28 U.S.C. §§157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

RELIEF REQUESTED

8. The Debtors request entry of an order permitting the Debtors to file their Memorandum in excess of fifteen pages in length.

BASIS FOR RELIEF REQUESTED

9. The Case Management Order provides that a brief in support of a motion initiating contested matters shall not exceed fifteen pages in length and a brief in reply shall not exceed five pages in length, except by permission of the Court and upon a motion supported by good cause.

10. The Debtors intend to file their Memorandum on August 23, 2004. The Debtors submit that every effort will be made to keep the memorandum as brief as possible. However, due to (i) the complexity of the Global Settlement, which encompasses no less than four lengthy agreements involving five parties in interest, (ii) the numerous factual and legal issues to be addressed with respect to the Global Settlement Motion and the Objection and (iii) the critical nature of the relief requested in the Global Settlement Motion and the impact of such relief on these estates and their creditors, the Memorandum is anticipated to exceed fifteen (15) pages. Given these circumstances, the Debtors submit that there are extraordinary and

compelling reasons to permit the Memorandum to exceed fifteen pages, and that good cause has been shown therefore.

11. No previous request for the relief sought herein has been made to this Court or any other Court.

12. This Motion will be served in accordance with the Case Management Order. Because of the routine, non-adversarial nature of the relief requested in this motion, the Debtors request that the Court consider and rule on this Motion without any further notice or hearing in accordance with D. Me. LBR 9013-1(g)(2)(i).

WHEREFORE, the Debtor respectfully requests that the Court (i) enter an order permitting the Memorandum to exceed fifteen (15) pages and (ii) grant the Debtors such other further relief as is just and proper.

Dated: Portland, Maine
August 20, 2004

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UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE

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

CERTIFICATE OF SERVICE

I, Sheila R. Dilios, being over the age of eighteen and an employee of Bernstein, Shur, Sawyer & Nelson, hereby certify that on August 20, 2004 I caused the Motion For Entry Of An Order Permitting The Debtors To File A Memorandum Of Law In Support Of Global Settlement In Excess Of Page Limit Including Request For Immediate Ruling Without A Hearing (w/proposed Order) to be served on the parties listed by either (i) U.S. First-Class Mail, Postage Prepaid; (ii) by E-mail; or (ii) by verifying that such persons(s) are listed on the Electronic Mail Notice List kept by the Clerk's office and therefore will be served as part of the Electronic Case Filing ("ECF") system pursuant to the Standing Order Regarding Administrative Procedures for Electronically Filed Cases dated August 12, 2002, and entered in the U.S. Bankruptcy Court for the District of Maine.

August 20, 2004

/s/ Sheila R. Dilios
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