

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE

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

**STATEMENT OF FEES FOR SERVICES RENDERED AND EXPENSES INCURRED  
BY SHAW PITTMAN LLP AS SPECIAL COUNSEL TO  
PEGASUS SATELLITE TELEVISION, INC. AND CERTAIN  
OF ITS SUBSIDIARIES AND AFFILIATES  
FOR THE PERIOD BEGINNING JULY 1, 2004 AND ENDING JULY 31, 2004**

Shaw Pittman LLP (“Shaw Pittman”), special counsel to Pegasus Satellite Television, Inc. and certain of its subsidiaries and affiliates, submits for review its monthly statement (the “Monthly Statement”) of fees and out-of-pocket expenses for the period beginning July 1, 2004 and ending July 31, 2004 (the “Second Compensation Period”). In support of the Monthly Statement, Shaw Pittman states as follows:

1. On June 2, 2004, Pegasus Satellite Communications, Inc. and certain of its affiliates (collectively, the “Debtors”)<sup>1</sup> each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, (the “Bankruptcy Code”) in the Bankruptcy Court for the District of Maine (the “Bankruptcy Court”).

<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.

2. On June 28, 2004, the Bankruptcy Court signed an order (the “Retention Order”) authorizing the retention of Shaw Pittman as special counsel to the Debtors on the terms and conditions provided in the Retention Order.

3. On June 24, 2004, the Bankruptcy Court signed an Order under 11 U.S.C. §§ 331 and 105(a) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals (the “Interim Compensation Order”). Pursuant to the Interim Compensation Order, the Bankruptcy Court authorized a 10% fee “holdback” for all professionals of the Debtors’ estates that comply with the procedures provided therein.

4. For the Second Compensation Period, Shaw Pittman’s fees for providing professional services to the Debtors totaled \$1,606.00. In connection with services rendered, Shaw Pittman has recorded actual and necessary out-of-pocket expenses in the amount of \$354.80. There may exist additional out-of-pocket expenses that Shaw Pittman has incurred but not yet processed due to timing, which expenses will be submitted at a later date. Attached hereto as Exhibit A is a schedule summarizing actual and necessary expenses recorded during the Second Compensation Period.

5. A summary of all fees and out-of-pocket expenses applied for in this Monthly Statement is outlined below:

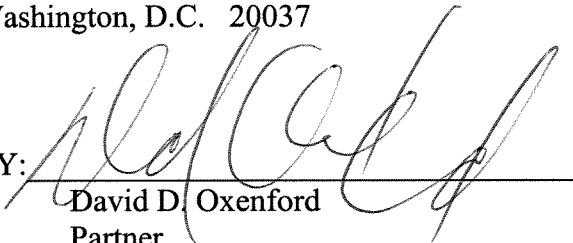
Interim Period	Total Fees	Less Holdback @ 10%	Fees Due	Total Expenses	Amounts Due
July 1 – July 31 2004	\$1,606.00	\$1,445.40	\$1,445.40	\$354.80	\$1,800.20

6. Attached hereto as Exhibit B is a schedule of the hours billed by each professional at Shaw Pittman, and their respective hourly rates, during the Second Compensation Period.

7. Attached hereto as Exhibit C is a copy of the monthly invoice for the compensation period, detailing the activity undertaken by that professional and the supporting time records for each activity.

SHAW PITTMAN LLP  
2300 N Street, N.W.  
Washington, D.C. 20037

BY:

  
David D. Oxenford  
Partner

**EXHIBIT A**

**SHAW PITTMAN LLP**

Expense	Amount
Document Reproduction	33.80
Courier	31.00
Filing Fee	290.00
Total	354.80

**EXHIBIT B**

<b><u>Name</u></b>	<b><u>Hours Billed</u></b>	<b><u>Hourly Rate</u></b>
David Oxenford	.50	\$425.00
Brendan Holland	2.10	\$310.00
Robert Reed	1.50	\$145.00
Lauren Lynch Flick	1.40	\$375.00

**EXHIBIT C**

# ShawPittman LLP

*A Limited Liability Partnership Including Professional Corporations*

Employer Identification Number  
53-0233137

Scott Blank, Esq.  
Pegasus Communications Corporation  
225 City Line Avenue  
Suite 200  
Bala Cynwyd, PA 19004

August 27, 2004  
ID: 39717-0002

**Invoice No. 583771**

## **REGARDING: WDSI LICENSE CORP.**

For Professional Services Through 07/31/2004 \$ 282.00

**TOTAL CURRENT BILLING** \$ 282.00

Previously Billed and Uncollected Through 08/27/2004 \$ 217.30

**TOTAL AMOUNT DUE** \$ 499.30

PEGASUS COMMUNICATIONS CORPORATION  
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PAGE 2

August 27, 2004  
Invoice No: 583771

### ITEMIZED SERVICES

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
07/08/04	Reed, R	Review of children's programming report	0.50
07/08/04	Reed, R	Review of children's programming report for WPDP	0.50
07/09/04	Lynch-Flick, L	Review and revision of children's programming report; E-mail re: same	0.20
07/27/04	Holland, B	Work on issues re: request for waiver of regulatory fees	0.20
Total Hours			<u>1.40</u>

### TIME SUMMARY

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Lynch-Flick, L	375.00	0.20	\$ 75.00
Holland, B	310.00	0.20	\$ 62.00
Reed, R	145.00	1.00	\$ 145.00
Total for Professional Services		<u>1.40</u>	<u>\$ 282.00</u>

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For Professional Services Through 07/31/2004	\$ 282.00
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<b>TOTAL FEES AND EXPENSES</b>	<b><u>\$ 282.00</u></b>
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### PREVIOUS STATEMENTS OUTSTANDING

Invoice No. 580779	July 28, 2004	\$ 217.30
Total For Outstanding Statements		<u>\$ 217.30</u>

<b>TOTAL AMOUNT DUE</b>	<b><u><u>\$ 499.30</u></u></b>
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ABA 054001220  
SWIFT PNBPU33  
Wachovia Bank, N.A.  
1300 I Street, N.W., 12th Floor West Tower  
Washington, D.C. 20005  
Invoice reference: ID: 39717-0002 Invoice No. 583771

**Please send your check with this remittance page to:**

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c/o Accounts Receivable  
2300 N Street, N.W.  
Washington, D.C. 20037-1128

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ID: 39717-0002 Invoice No. 583771

Shaw Pittman LLP FEIN: 53-0233137

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Employer Identification Number  
53-0233137

Scott Blank, Esq.  
Pegasus Communications Corporation  
225 City Line Avenue  
Suite 200  
Bala Cynwyd, PA 19004

August 27, 2004  
ID: 39717-0003

**Invoice No. 583772**

## REGARDING: WOLF LICENSE CORP.

For Professional Services Through 07/31/2004	\$ 147.50
For Expenses Incurred Through 07/31/2004	\$ 31.00
<b>TOTAL CURRENT BILLING</b>	<b>\$ 178.50</b>
Previously Billed and Uncollected Through 08/27/2004	\$ 341.30
<b>TOTAL AMOUNT DUE</b>	<b>\$ 519.80</b>

PEGASUS COMMUNICATIONS CORPORATION  
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PAGE 2

August 27, 2004  
Invoice No: 583772

### ITEMIZED SERVICES

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
07/07/04	Reed, R	Review of children's programming report	0.50
07/08/04	Lynch-Flick, L	Review and revision of children's programming report; E-mail re: same	0.20
Total Hours			<u>0.70</u>

### TIME SUMMARY

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Lynch-Flick, L	375.00	0.20	\$ 75.00
Reed, R	145.00	0.50	\$ 72.50
Total for Professional Services		<u>0.70</u>	<u>\$ 147.50</u>

### EXPENSE SUMMARY

<u>Description</u>	<u>Amount</u>
Courier	\$ 31.00
Total For Expenses	<u>\$ 31.00</u>

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For Professional Services Through 07/31/2004	\$ 147.50
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For Expenses Incurred Through 07/31/2004	\$ 31.00
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<b>TOTAL FEES AND EXPENSES</b>	<b><u>\$ 178.50</u></b>
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PEGASUS COMMUNICATIONS CORPORATION  
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August 27, 2004  
Invoice No: 583772

**PREVIOUS STATEMENTS OUTSTANDING**

Invoice No.	580780	July 28, 2004	\$	<u>341.30</u>
Total For Outstanding Statements			\$	341.30
<b>TOTAL AMOUNT DUE</b>			<b>\$</b>	<b><u>519.80</u></b>

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Washington, D.C. 20005  
Invoice reference: ID: 39717-0003 Invoice No. 583772

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Washington, D.C. 20037-1128

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Employer Identification Number  
53-0233137

Scott Blank, Esq.  
Pegasus Communications Corporation  
225 City Line Avenue  
Suite 200  
Bala Cynwyd, PA 19004

August 27, 2004  
ID: 39717-0006

**Invoice No. 583773**

**REGARDING: WTLH License Corp.**

For Professional Services Through 07/31/2004	\$ 548.00
For Expenses Incurred Through 07/31/2004	\$ 163.40
<b>TOTAL CURRENT BILLING</b>	<b>\$ 711.40</b>
Previously Billed and Uncollected Through 08/27/2004	\$ 497.19
<b>TOTAL AMOUNT DUE</b>	<b><u>\$ 1,208.59</u></b>

PEGASUS COMMUNICATIONS CORPORATION  
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August 27, 2004  
Invoice No: 583773

### ITEMIZED SERVICES

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
07/09/04	Lynch-Flick, L	Review and revision of children's programming report; E-mail re: same	0.20
07/12/04	Lynch-Flick, L	Review and revision of children's programming report; E-mails re: same	0.60
07/26/04	Holland, B	Work on STA for WTLH-DTV; E-mail to M. Nachman and L. Carpenter	0.80
Total Hours			<u>1.60</u>

### TIME SUMMARY

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Lynch-Flick, L	375.00	0.80	\$ 300.00
Holland, B	310.00	0.80	\$ 248.00
Total for Professional Services		<u>1.60</u>	<u>\$ 548.00</u>

### EXPENSE SUMMARY

<u>Description</u>	<u>Amount</u>
Filing Fee	\$ 145.00
Document Reproduction	\$ 18.40
Total For Expenses	<u>\$ 163.40</u>

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For Professional Services Through 07/31/2004	\$ 548.00
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For Expenses Incurred Through 07/31/2004	\$ 163.40
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<b>TOTAL FEES AND EXPENSES</b>	<u><b>\$ 711.40</b></u>
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PEGASUS COMMUNICATIONS CORPORATION  
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August 27, 2004  
Invoice No: 583773

**PREVIOUS STATEMENTS OUTSTANDING**

Invoice No.      580778      July 28, 2004  
Total For Outstanding Statements

\$      497.19  
\$      497.19

**TOTAL AMOUNT DUE**

**\$      1,208.59**



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# ShawPittman LLP

*A Limited Liability Partnership Including Professional Corporations*

Employer Identification Number  
53-0233137

Scott Blank, Esq.  
Pegasus Communications Corporation  
225 City Line Avenue  
Suite 200  
Bala Cynwyd, PA 19004

August 27, 2004  
ID: 39717-0012

**Invoice No. 583765**

## REGARDING: HMW, Inc.

For Professional Services Through 07/31/2004	\$ 334.50
For Expenses Incurred Through 07/31/2004	\$ 160.40
<b>TOTAL CURRENT BILLING</b>	<b>\$ 494.90</b>
Previously Billed and Uncollected Through 08/27/2004	\$ 283.60
<b>TOTAL AMOUNT DUE</b>	<b>\$ 778.50</b>

**ITEMIZED SERVICES**

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
07/08/04	Lynch-Flick, L	Review and revision of children's programming report; E-mail re: same	0.20
07/23/04	Oxenford, D	E-mails re: STA filings	0.10
07/26/04	Holland, B	Work on STA for WPXT-DTV; E-mail to M. Nachman and L. Carpenter	0.70
Total Hours			<u>1.00</u>

**TIME SUMMARY**

<u>Name</u>	<u>Rate</u>	<u>Hours</u>		<u>Amount</u>
Lynch-Flick, L	375.00	0.20	\$	75.00
Oxenford, D	425.00	0.10	\$	42.50
Holland, B	310.00	0.70	\$	217.00
Total for Professional Services		<u>1.00</u>	\$	<u>334.50</u>

**EXPENSE SUMMARY**

<u>Description</u>	<u>Amount</u>
Filing Fee	\$ 145.00
Document Reproduction	\$ 15.40
Total For Expenses	<u>\$ 160.40</u>

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For Professional Services Through 07/31/2004	\$ 334.50
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For Expenses Incurred Through 07/31/2004	\$ 160.40
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<b>TOTAL FEES AND EXPENSES</b>	<b><u>\$ 494.90</u></b>
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PEGASUS COMMUNICATIONS CORPORATION  
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August 27, 2004  
Invoice No: 583765

**PREVIOUS STATEMENTS OUTSTANDING**

Invoice No.	580781	July 28, 2004	\$	283.60
Total For Outstanding Statements			\$	283.60
<b>TOTAL AMOUNT DUE</b>			<b>\$</b>	<b><u>778.50</u></b>

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Employer Identification Number  
53-0233137

Scott Blank, Esq.  
Pegasus Communications Corporation  
225 City Line Avenue  
Suite 200  
Bala Cynwyd, PA 19004

August 27, 2004  
ID: 39717-0033

**Invoice No. 583769**

**REGARDING: Pegasus Satellite Communications, Inc.**

For Professional Services Through 07/31/2004 \$ 294.00

**TOTAL CURRENT BILLING** \$ **294.00**

Previously Billed and Uncollected Through 08/27/2004 \$ 925.50

**TOTAL AMOUNT DUE** \$ **1,219.50**

PEGASUS COMMUNICATIONS CORPORATION  
39717-0033  
PAGE 2

August 27, 2004  
Invoice No: 583769

### ITEMIZED SERVICES

<u>Date</u>	<u>Name</u>	<u>Description</u>	<u>Hours</u>
07/12/04	Oxenford, D	Telephone conference with B. Holland re: KB financing	0.40
07/12/04	Holland, B	Telephone conference with M. Nachman; Work on issues re: status of Hammond application and potential for loan to KB Prime; E-mail with M. Nachman	0.40
Total Hours			0.80

### TIME SUMMARY

<u>Name</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
Oxenford, D	425.00	0.40	\$ 170.00
Holland, B	310.00	0.40	\$ 124.00
Total for Professional Services		0.80	\$ 294.00

For Professional Services Through 07/31/2004 \$ 294.00

**TOTAL FEES AND EXPENSES** \$ **294.00**

### PREVIOUS STATEMENTS OUTSTANDING

Invoice No.	580771	July 28, 2004	\$ 925.50
Total For Outstanding Statements			\$ 925.50

**TOTAL AMOUNT DUE** \$ **1,219.50**

# ShawPittman LLP

*A Limited Liability Partnership Including Professional Corporations*

Employer Identification Number  
53-0233137

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Shaw Pittman LLP FEIN: 53-0233137



**CERTIFICATE OF SERVICE**

I, Rhea Lytle, a secretary with the law firm of Shaw Pittman LLP, hereby certify that copies of the foregoing "*Statement Of Fees For Services Rendered And Expenses Incurred By Shaw Pittman LLP As Special Counsel To Pegasus Satellite Television, Inc. And Certain Of Its Subsidiaries And Affiliates For The Period Beginning July 1, 2004 And Ending July 31, 2004*" were mailed on this 31st day of August 2004 to the following:

Scott Blank, Senior Vice President  
Joseph Pooler, Chief Financial Officer  
Pegasus Satellite Television, Inc.  
225 City Line Avenue  
Suite 200  
Bala Cynwyd, PA 19004

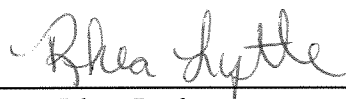
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\_\_\_\_\_  
Rhea Lytle