

Hearing Date: September 17, 2004
Hearing Time: 1:30 p.m. EDT (telephonic)
Objection Deadline: September 16, 2004; 4:00 p.m. EDT

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 EXPEDITED HEARING
AND FOR SHORTENED OBJECTION PERIOD**

Pegasus Satellite Television, Inc. and certain of its subsidiaries and affiliates, each a debtor and debtor-in-possession herein (collectively, the “Debtors”),¹ and pursuant to D. Me. LBR 9013-1(i), file this motion (the “Motion”) requesting entry of an order granting an expedited hearing on the Motion for an Order Pursuant to Sections 105 and 363(b) of the eBankruptcy Code (i) Shortening the Challenge Period in the Debtors’ Cash Collateral Order, (ii) Allowing Certain Prepetition Secured Claims and (iii) Authorizing the Debtors to Make Payments to Certain Prepetition Secured Parties (the “Payment Motion”). In support of this Motion, the Debtors state as follows:

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

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.

“Bankruptcy Code”). On the Petition Date, the Debtors also jointly filed motions or applications seeking certain typical “first day” orders, including an order to have these cases jointly administered. 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.

2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue is proper in this Court pursuant to 28 U.S.C. §§ 1408 and 1409. The statutory predicates for the relief sought herein are sections 105(a) and 363(b) of the Bankruptcy Code and Rule 6004 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

3. The Payment Motion seeks an order (i) shortening the Challenge Period² established by the Cash Collateral Order to the Hearing Date; (ii) allowing the Prepetition Obligations of certain secured parties to the extent, after proper notice of the Payment Motion, no party in interest has filed a Claim or Defense to the Prepetition Obligations prior to the hearing on this Motion, and such Claim or Defense is not overruled by this Court; and (iii) authorizing the Debtors to pay the uncontested Prepetition Obligations, exclusive of claims, if any, in respect of prepayment penalties or fees, the payment of Base Rate interest with respect to the LIBOR Loans, as defined in the Prepetition Financing Documents, and default rates of interest on the Debtors’ Obligations under the Prepetition Financing Documents (such claims to which are reserved by the Prepetition Secured Parties) upon Court approval of the Payment Motion.. Payment of such claims without delay will result in savings to the estate of

² Capitalized terms used but not defined herein shall have the meaning ascribed to such terms in

approximately \$1 million per week. The facts set forth in the Payment Motion are incorporated herein by reference.

4. By this Motion, the Debtors seek authority to schedule a hearing with respect to the Payment Motion on September 17, 2004 at 1:30 p.m. EDT, with objections being due on September 16, 2004 at 4:00 p.m. EDT. Under the circumstances, the Debtors believe that expedited consideration of the Motion is warranted.

5. Notice of this Motion has been given to (i) the Office of the United States Trustee for the District of Maine; (ii) counsel to the Committee and all members thereto; (iii) administrative agents to the Debtors' prepetition credit facilities; (iv) counsel to the indenture trustees; (v) the prepetition senior secured lenders and their respective counsel; (vi) the prepetition junior secured lenders and their respective counsel; (vii) the Securities and Exchange Commission; (viii) the Internal Revenue Service; (ix) any state taxing authority having a claim against any of the Debtors; and (x) all entities who have filed a notice of appearance or request for service of papers pursuant to Bankruptcy Rule 2002. The Debtors submit that in light of this Court's Order Establishing Notice and Service Requirements in these Chapter 11 Cases dated June 7, 2004, and the nature of the relief requested, no further notice is required. To the extent required under Rule 6004(b), the Debtors also request a shortening of the time to object to the Motion, as set forth below.

the Payment Motion.

WHEREFORE, the Debtors respectfully request that this Honorable Court enter an order (i) scheduling an expedited hearing on the Payment Motion on September 17, 2004; (ii) requiring objections to be filed on or before September 16, 2004 at 4:00 p.m. EDT, and (iii) granting such further relief as the Court deems just and appropriate.

Dated: Portland, Maine
September 10, 2004

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UNITED STATES 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)
_____))	

NOTICE OF HEARING ON MOTION TO (I) SHORTEN THE CHALLENGE PERIOD IN THE CASH COLLATERAL ORDER, (II) ALLOW CERTAIN PREPETITION SECURED CLAIMS, AND (III) AUTHORIZE THE DEBTORS TO MAKE PAYMENTS TO CERTAIN PREPETITION SECURED PARTIES

PLEASE TAKE NOTICE THAT Pegasus Satellite Television, Inc. and certain of its subsidiaries and affiliates, each a debtor and debtor-in-possession herein (collectively, the “Debtors”),¹ have filed a motion (the “Motion”) for entry of an order (i) shortening the Challenge Period² established by the Cash Collateral Order, (ii) allowing certain prepetition secured claims, and (iii) authorizing the Debtors to make payments to certain prepetition secured parties on account of those claims.

Your rights may be affected. You should review this notice carefully and discuss it with your attorney, if you have one in this bankruptcy case. (If you do not have an attorney, you may wish to consult one).

A telephonic hearing will be held (the “Hearing”) before the Honorable James B. Haines, Jr., United States Bankruptcy Judge, on **September 17, 2004, at 1:30 p.m. prevailing Eastern time** in the United States Bankruptcy Court, 537 Congress Street, Portland, ME 04101, to consider the Motion, which you may attend telephonically. You may obtain the dial-in information for the Hearing by contacting Sheila Dilios at Bernstein, Shur, Sawyer & Nelson by telephone at (207) 228-7250 or email at sdilios@bssn.com.

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.

² Capitalized terms used but not defined herein shall have the meaning ascribed to such terms by the Motion.

If you want the court to consider your views on the Motion, then on or before September 16, 2004 at 4:00 p.m. prevailing Eastern time (the “Objection Deadline”) you or your attorney must file with the court a written response, an answer, explaining your position at:

Celia Strickler
United States Bankruptcy Court
537 Congress Street
Portland, ME 04101

If you mail your objection to the court for filing, you must mail it early enough so that the court will receive it before the Objection Deadline.

You must also mail copies to:

Robert J. Keach, Esq.
Bernstein, Shur, Sawyer & Nelson
100 Middle Street, P.O. Box 9729
Portland, ME 04104-5029

-and-

Larry J. Nyhan, Esq.
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Bank One Plaza
10 South Dearborn Street
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Guy S. Neal, Esq.
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787 Seventh Avenue
New York, NY 10019

You must also mail these copies early enough so that they will be received before the Objection Deadline.

If you or your attorney do not take these steps, the court may decide that you do not oppose the relief sought in the Motion and may enter an order granting that relief.

Dated: September 10, 2004

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Attorneys for Debtors
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