

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE

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

**ORDER PURSUANT TO 11 U.S.C. § 1121(d) EXTENDING  
DEBTORS' EXCLUSIVE PERIODS IN WHICH TO FILE  
A CHAPTER 11 PLAN AND TO SOLICIT ACCEPTANCES THERETO**

Upon the motion (the "Motion") dated September 8, 2004, of the debtors and debtors in possession in the above captioned chapter 11 cases (collectively, the "Debtors")<sup>1</sup> for an Order Pursuant to 11 U.S.C. § 1121(d) Extending Debtors' Exclusive Periods in Which to File a Chapter 11 Plan and to Solicit Acceptances Thereto with Incorporated Narrative Report Under D.Me. LBR 3016-2; and the Debtors having served the Motion on each of the parties on the All Notices List (as defined therein) in accordance with the Order Establishing Case Management Procedures and Hearing Schedule dated July 9, 2004; and it appearing that no other or further notice is required; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(A); and this Court having held a hearing on September 23, 2004 at 10:30 a.m. to consider the Motion and all parties in interest having had an opportunity to be heard with respect

---

<sup>1</sup> The Debtors are: Argos Support Services Company, Bride Communications, Inc., B.T. Broadcast, 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 Broadcast Communications, Inc., Pegasus Broadcast Television of Illinois, Inc., Pegasus Broadcast 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.

to the Motion at that time; and it appearing that the relief requested in the Motion is in the best interests of the Debtors, their estates and creditors; and after due deliberation thereon, and good and sufficient cause appearing therefor; it is hereby

ORDERED, that the Motion is granted in all respects; and it is further

ORDERED, that all objections to the Motion and entry of this Order or to the relief provided herein that have not been withdrawn, waived, resolved or settled, and all reservations of rights included therein, are hereby denied and overruled on the merits with prejudice; and it is further

ORDERED, that the Exclusive Period<sup>2</sup> during which time the Debtors will have the exclusive right to file a plan or plans of reorganization is hereby extended to and including November 30, 2004; and (ii) the Exclusive Period during which time the Debtors will have the exclusive right to solicit acceptances of a plan or plans is hereby extended to and including January 30, 2005; and it is further

ORDERED, that nothing in this Order shall prejudice the Debtors' right to seek further extensions of the Exclusive Periods from this Court.

Dated: September 23, 2004

/s/ James B. Haines, Jr.

UNITED STATES BANKRUPTCY JUDGE

---

<sup>2</sup> Capitalized terms used herein but not otherwise defined herein shall have the same meanings ascribed to them in the Motion.

## CERTIFICATE OF SERVICE

District/off: 0100-2  
Case: 04-20878User: rrowell  
Form ID: pdf900Page 1 of 4  
Total Served: 97

Date Rcvd: Sep 23, 2004

The following entities were served by first class mail on Sep 25, 2004.

db Pegasus Satellite Television, Inc., 213 Felton Street, Marlborough, MA 01752  
 aty +Abid Qureshi, Akin, Gump, Strauss, Hauer & Feld, LLP, 590 Madison Avenue,  
 New York, NY 10022-8554  
 aty +Akin Gump Strauss Hauer & Feld LLP, c/o Jacob A. Manheimer, Pierce Atwood, One Monument Square,  
 Portland, ME 04101-1110  
 aty +Alan Eric Gamza, Esq., Moses & Singer LLP, 1301 Avenue of the Americas,  
 New York, NY 10019-6158  
 aty +Alexander Simon, Weil, Gotshal & Manges, LLP, 767 Fifth Avenue, New York, NY 10153-0119  
 aty +Andrew N. Rosenberg, Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas,  
 New York, NY 10019-6031  
 aty +Barbara Ellis-Munro, Smith, Gambrell & Russell, LLP, 1230 Peachtree Street N.E., Suite 3100,  
 Atlanta, GA 30309-3592  
 aty Benjamin E. Marcus, Esq., Drummond Woodsum & MacMahon, 245 Commercial Street, P.O. Box 9781,  
 Portland, ME 04104-5081  
 aty +Bruce B. Hochman, Esq., Lambert Coffin, 477 Congress St., 14th Floor, P. O. Box 15215,  
 Portland, ME 04112-5215  
 aty +C. MacNeil Mitchell, Winston & Strawn, LLP, Attn: Denise Cunsolo, Legal Asst.,  
 200 Park Avenue, New York, NY 10166-0005  
 aty Daniel Cummings, Esq., Norman, Hanson & DeTroy, LLC, P.O. Box 4600, Portland, ME 04112-4600  
 aty +Daniel H. Golden, Akin, Gump, Strauss Hauer & Feld, LLP, 590 Madison Avenue,  
 New York, NY 10022-8554  
 aty Daniel M. Glosband, Goodwin Proctor, LLP, Exchange Place, Boston, MA 02109  
 aty Daniel R. Felkel, Esq., Trough, Heisler & Piampiano, PA, P.O. Box 9711,  
 Portland, ME 04104-5011  
 aty +David H. Botter, Akin, Gump Strauss Hauer & Feld, LLP, 590 Madison Avenue,  
 New York, NY 10022-8554  
 aty +David J. Gaier, Esq., McCarter & English, LLP, Mellon Bank Center, 1735 Market St., Suite 700,  
 Philadelphia, PA 19103-7518  
 aty +Debra SuDock, Kelley Drye & Warren LLP, 101 Park Avenue, New York, NY 10178-0062  
 aty +Diane Meyers, Paul, Weiss, Rifkind, Wharton & Garrison,, 1285 Avenue of the Americas,  
 New York, NY 10019-6031  
 aty +Diane W. Sanders, Linebarger, Goggan, Blair & Sampso, LLP, 1949 South I.H. 35 (78741),  
 P.O. Box 17428, Austin, TX 78760-7428  
 aty +Edward J. Schultz, Jenkins & Jenkins Attorneys, PLLC, 800 South Gay Street, Suite 2121,  
 Knoxville, TN 37929-9711  
 aty +Edward S. Weisfelner, Brown, Rudnick, Berlack, Israels LLP, 120 West 45th Street,  
 New York, NY 10036-4041  
 aty +Ellen Moring, Esq., Sidley Austin Brown & Wood LLP, 787 Seventh Avenue,  
 New York, NY 10019-6018  
 aty +Eric D. Statman, Lovells, 900 Third Avenue, New York, NY 10022-4728  
 aty +Eric K. Bradford, Esq., Office of the U.S. Trustee, 10 Causeway Street, Room 1184,  
 Boston, MA 02222-1047  
 aty +F. Bruce Sleeper, Esq., Jensen, Baird, Gardner & Henry, P.O. Box 4510, Portland, ME 04112-4510  
 aty Fred W. Bopp, III,, Esq., Perkins, Thompson, Hinckley & Keddy, One Canal Plaza, P O Box 426,  
 Portland, ME 04112-0426  
 aty +Gayle H. Allen, Esq., Verrill & Dana, One Portland Square, Portland, ME 04101-4054  
 aty George J. Marcus, Esq., Marcus, Clegg & Mistretta, PA, 100 Middle St., East Tower,  
 Portland, ME 04101-4102  
 aty +Gerald Huffaker, Huffaker, Green & Huffaker, P.O. Box 419, Tahoka, TX 79373-0419  
 aty +Gregg Spath, Property Management Dept., Omnipoint Holdings, Inc., 4 Sylvan Way,  
 Parsippany, NJ 07054-3801  
 aty +Guy S. Neal, Esq., Sidney Austin Brown & Wood LLP, 1501 K Street, N.W.,  
 Washington, DC 20005-1401  
 aty +Jacob A. Manheimer, Esq., Pierce Atwood, One Monument Square, Portland, ME 04101-1110  
 aty +Jacob Manheimer, Esq., Pierce Atwood, One Monument Square, Portland, ME 04101-1110  
 aty +Jay S. Geller, One Monument Way, Suite 200, Portland, ME 04101-4078  
 aty +Jeffrey L. Jonas, Esq., Brown, Rudnick, Freed & Gesmer, PC, One Financial Center,  
 Boston, MA 02111-2600  
 aty Jennifer H. Pincus, Esq., Perkins, Thompson Hinckley & Keddy, PA, P.O. Box 426,  
 Portland, ME 04112-0426  
 aty +Joan E. Pilver, Esq., Assistant Attorney General, 55 Elm Street, Fifth Floor,  
 Hartford, CT 06106-1746  
 aty +John G. Hutchinson, Sidley, Austin, Brown & Wood, LLP, 787 Seventh Avenue,  
 New York, NY 10019-6018  
 aty John L. Graham, King & Spalding  
 aty John P. Dillman, Linebarger Goggan Blair & Sampson, LLP, P.O. Box 3064,  
 Houston, TX 77253-3064  
 aty John P. McNicholas, Piper, Rudnick, LLP, 1251 Avenue of the Americas, New York, NY 10020-1104  
 aty John P. McVeigh, Esq., Preti, Flaherty, Beliveau & Pachios, LLC, One City Center,  
 P.O. Box 9546, Portland, ME 04112-9546  
 aty +John T. Vian, Smith, Gambrell & Russell, LLP, 1230 Peachtree Street N.E., Suite 3100,  
 Atlanta, GA 30309-3592  
 aty Kenneth E. Aaron, Weir & Partners LLP, 842 Market Street Mall, Suite 1001,  
 Wilmington, DE 19801  
 aty +Kim Y. Jefferson, Esq., Offic of the Attorney General, P.O. Box 20207, 425 5th Avenue North,  
 Nashville, TN 37247-0001  
 aty +Larry J. Nyhan, Esq., Sidley Austin Brown & Wood LLP, Bank One Plaza, 10 South Dearborn Street,  
 Chicago, IL 60603-2003  
 aty Leonard M. Gulino, Esq., Bernstein, Shur, Sawyer & Nelson, P.O. Box 9729,  
 Portland, ME 04104-5029  
 aty Lisa A. Chiapetta, Proskauer Rose LLP, 1585 Broadway, New York, NY 10036-8299  
 aty +Lori E. Chasen, Paul, Weiss, Rifkind, Wharton & Garrison, 1285 Avenue of the Americas,  
 New York, NY 10019-6031

aty Macken Toussaint, Goodwin, Proctor LLP, Exchange Place, Boston, MA 02109  
aty +Mark E. Mazzei, 2000 Corporative Drive, Canonsburg, PA 15317-8564  
aty +Mark Somerstein, Kelley Drye & Warren LLP, 101 Park Avenue, New York, NY 10178-0062  
aty +Michael E. Baumann, Kirkland & Ellis LLP, 777 South Figueroa Street,  
Los Angeles, CA 90017-5800  
aty +Michael L. Tuchin, Klee, Tuchin, Bogdanoff & Stern, LLP, Fox Plaza,  
2121 Avenue of the Stars, 33rd Floor, Los Angeles, CA 90067-5061  
aty +Michael Reed, McCreary, Veselka, Bragg, & Allen, PC, P.O. Box 26990, Austin, TX 78755-0990  
aty +Nava Hazan, Esq., Akin Gump Strauss Hauer & Feld LLP, 590 Madison Avenue,  
New York, NY 10022-8554  
aty +Peter Michael Reed, McCreary, Veselka, Bragg & Allen PC, 5929 Balcones Dr., Ste.200,  
Austin, TX 78731-4280  
aty +Philip C. Dublin, Akin, Gump, Strauss, Hauer & Feld, LLP, 590 Madison Avenue,  
New York, NY 10022-8554  
aty +Pierce Atwood, Pierce Atwood, c/o Jacob A. Manheimer, One Monument Square,  
Portland, ME 04101-1110  
aty Randy J. Creswell, Perkins Thompson Hinckley & Keddy, P.A., One Canal Plaza, P.O. Box 426,  
Portland, ME 04112-0426  
aty +Richard F. Hahn, Debevoise & Plimpton LLP, 919 Third Avenue, New York, NY 10022-3916  
aty +Richard F. Hahn, Esq., Debevoise & Plimpton, LLP, 919 Third Avenue, New York, NY 10022-3916  
aty +Richard J. O'Brien, Esq., Linnell, Choate & Webber, LLP, 83 Pleasant Street, P.O. Box 190,  
Auburn, ME 04210-5937  
aty +Richard P. Krasnow, Weil, Gotshal & Mages, LLP, 767 Fifth Avenue, New York, NY 10153-0119  
aty Robert J. Keach, Esq., Bernstein, Shur, Sawyer & Nelson, 100 Middle Street, 6th Floor,  
P.O. Box 9729, Portland, ME 04104-5029  
aty +Robert S. Brady, The Brandywine Building, 1000 West Street, 17th Floor, P.O. Box 391,  
Wilmington, DE 19899-0391  
aty +Roger A. Clement, Jr., Esq., Verrill & Dana, One Portland Square, P.O. Box 586, DTS,  
Portland, ME 04112-0586  
aty +Rosetta B. Packer, McCarter & English, LLP, Mellon Bank Center, 1735 Market Street, Suite 700,  
Philadelphia, PA 19103-7518  
aty +Stephen M. Baldini, Akin, Gump, Strauss, Hauer & Feld, LLP, 590 Madison Avenue,  
New York, NY 10022-8554  
aty Steven A. Ginther, Esq., Missouri Department of Revenue, P.O. Box 475,  
Jefferson City, MO 65105-0475  
aty +Wayne M. Smith, 4000 Warner Blvd., Bldg. 156, Room 5158, Burbank, CA 91522-0001  
smg Maine Department of Labor, Bureau of Unemployment Compensation, P.O. Box 259,  
Augusta, ME 04332-0259  
smg +State of Maine, Bureau of Revenue Services, Bankruptcy Unit, P.O. Box 9113,  
Augusta, ME 04333-0001  
ust +Office of U.S. Trustee, 537 Congress Street, Room 302, Portland, ME 04101-3353  
cr +Angelo, Gordon & Co., Attn: Leigh Walzer, 245 Park Avenue, 26th Floor,  
New York, NY 10167-0094  
intp Basil Marceaux, 810 Hyatte Road, Soddy Daisy, TN 37379-4020  
cr +CRT Capital Group LLC, Attn: Nadav Braun, 262 Harbor Drive, Stamford, CT 06902-7438  
cr +Cohanzyck Management, LLC, 427 Bedford Road, Suite 260, Pleasantville, NY 10570-3029  
cr Daily Insights, Attn: Bill Angelowitz, JAF Box 3127, New York, NY 10116  
cr Felton Street Associates Limited Partnership, Weir & Partners, Lambert Coffin, P.O. Box 15215,  
Portland, ME 04112-5215  
cr +Gabriel Capital, L.P., 450 Park Ave., Suite 3201, New York, NY 10022-2633  
cr +IKON Financial Services, Bankruptcy Administration, IOS Capital LLC, 1738 Bass Road,  
P.O. Box 13708, Macon, GA 31208-3708  
cr +IKON Office Solutions, Inc., Recovery and Bankruptcy, 5400 Bowman Road, Macon, GA 31210-8879  
cr J.P. Morgan Trust Company, N.A., Attn: James R. Lewis, Esq., VP, 4 New York Plaza, 15th Floor,  
New York, NY 10004-2413  
cr +Madison Capital Management, Attn: Craig Klein, 6143 South Willow Drive, Suite 200,  
Greenwood Village, CO 80111-5123  
cr Manatee County Tax Collector, Attn: Ken Burton, Jr., P.O. Box 25300,  
Bradenton, FL 34206-5300  
cr +Missouri Department of Revenue, Steven A. Ginther, 301 W. High Street, PO Box 475,  
Jefferson City, MO 65105-0475  
cr +National Rural Telecommunications Cooperative, 2121 Cooperative Way, Herndon, VA 20171-4543  
cr +Nucentrix Broadband Networks, Inc., Attn: J. Curtis Henderson, Sr. VP and General Counsel,  
17440 North Dallas Parkway, Suite 230, Dallas, TX 75287-7308  
crcm +Official Committee of Unsecured Creditors, Wachovia Bank, N.A., Trustee,  
c/o Smith, Gambrell & Russell, LLP, Attn: John T. Vian, Esq.,  
1230 Peachtree Street, NE, Suite 3100, Atlanta, GA 30309-3592  
cr +Riverside Claims LLC, Attn: Connie Macewicz, P.O. Box 626 - Planetarium Station,  
New York, NY 10024-0626  
cr +Tejas Securities Group, Inc., 2700 Via Fortuna, Suite 400, Austin, TX 78746-7570  
cr +Tennessee Department of Revenue, c/o TN Attorney General's Office, Bankruptcy Division,  
P.O. Box 20207, Nashville, TN 37202-4015  
cr +Texas Ad Valorem Tax Authorities, c/o Michael Reed, P.O. Box 26990, Austin, TX 78755-0990  
intp +Trumbull Services, L.L.C., 4 Griffin Road North, Windsor, CT 06095-1579  
intp +United States Trustee, 537 Congress Street, Portland, ME 04101-3318  
cr +c/o Neil Herskowitz Riverside Contracting LLC, PO Box 626, Planetarium Station,  
New York, NY 10024-0626

The following entities were served by electronic transmission.  
NONE.

TOTAL: 0

\*\*\*\*\* BYPASSED RECIPIENTS (continued) \*\*\*\*\*

\*\*\*\*\* BYPASSED RECIPIENTS (undeliverable, \* duplicate) \*\*\*\*\*

aty Andrew D. Gottfried  
aty Arnold & Porter, LLP  
aty Bernstein, Shur, Sawyer & Nelson  
aty Drinker, Biddle & Reath, LLP  
aty Dustin F. Hecker, Posternak, Blankstein  
aty Eric W. Hagen, Kirkland & Ellis, LLP  
aty Jay Teitelbaum, Morgan, Lewis  
aty Kristopher M. Hansen, Stroock & Stroock & Lavan LLP  
aty Shaw, Pittman, LLP  
aty Sidley Austin Brown & Wood LLP  
aty Stephen M. Ryan  
sp Arnold & Porter, LLP  
cr Austin CAD  
cr Blanco CAD  
fa Capital & Technology Advisors, LLC  
op Capital Management Associates, Inc.  
intp Carsey Warner Distribution, LLC  
cr City of DeLeon, a municipal corporation, DeLeon Independent School District  
cr Connecticut Dept. of Revenue Services  
cr County of Lynn  
cr County of Henderson, Trinity Valley Community Coll  
cr County of Van Zandt  
cr County of Wilbarger, Vernon Independent School Dis  
cr Crown Castle South, LLC  
cr D.E. Shaw Laminar Portfolios, LLC  
cr Delaware Street Capital Master Fund, LP, et al  
cr Directv  
consult FTI Consulting, Inc.  
fa Greenhill & Co., LLC  
intp H.M. Davidson & Co., L.L.C.  
cr HBK Investments L.P.  
cr HSBC Bank USA  
consult Herbein & Company, Inc.  
acc Herbein Consulting, Inc.  
consult Hewitt Associates LLC  
cr Houston CAD  
cr IntelliRisk Management Corporation  
cr Jackson County  
consult Kekst and Company Incorporated  
sp King & Spalding, LLP  
acc Kreischer Miller  
cr LEC Development, Inc.  
cr Lampass CAD  
cr Lee County  
cr Llano County  
cr Madison County  
cr Mastagorda County  
cr Metron North America, Inc.  
fa Miller Buckfier Lewis Ying & Co., LLC  
cr Normangee ISD  
cr Nortel Networks, Inc.  
cr Omnipoint Holdings, Inc.  
cr Par Capital Management, Inc.  
cr Paramount Pictures Corp.  
intp Pegasus Communications Corporation  
cr Polk County  
aud PricewaterhouseCoopers LLP  
acc PricewaterhouseCoopers LLP  
cr Refugio County  
sp Shaw Pittman LLP  
cr Shelby County  
cr Telepictures Distribution  
cr Terrell County  
cr The Steering Committee of Senior Secured Creditors  
cr Trinity County  
cr Trinity/Groveton Tax Office  
cr Wachovia Bank, National Association  
cr Warner Bros. Entertainment, Inc.  
cr Wilmington Trust Co.

TOTALS: 69, \* 0

Addresses marked '+' were corrected by inserting the ZIP or replacing an incorrect ZIP.  
USPS regulations require that automation-compatible mail display the correct ZIP.

District/off: 0100-2  
Case: 04-20878

User: rrowell  
Form ID: pdf900

Page 4 of 4  
Total Served: 97

Date Rcvd: Sep 23, 2004

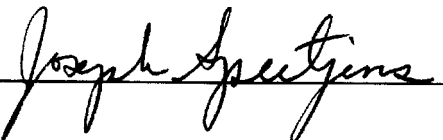
\*\*\*\*\* BYPASSED RECIPIENTS (continued) \*\*\*\*\*

I, Joseph Speetjens, declare under the penalty of perjury that I have served the attached document on the above listed entities in the manner shown, and prepared the Certificate of Service and that it is true and correct to the best of my information and belief.

First Meeting of Creditor Notices only (Official Form 9): Pursuant to Fed. R. Bank. P. 2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Sep 25, 2004

Signature:

A handwritten signature in black ink, reading "Joseph Speetjens", written over a horizontal line.