

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 BY  
KING & SPALDING LLP AS SPECIAL CORPORATE AND  
TRANSACTIONAL COUNSEL TO PEGASUS SATELLITE TELEVISION, INC.  
AND CERTAIN OF ITS SUBSIDIARIES AND AFFILIATES FOR THE  
PERIOD BEGINNING SEPTEMBER 1, 2004 AND ENDING SEPTEMBER 30, 2004**

King & Spalding LLP (“K&S”), Special Corporate and Transactional 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 September 1, 2004 and ending September 30, 2004 (the “Third Compensation Period”). In support of the Monthly Statement, K&S 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 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.

3. On July 22, 2004, the Bankruptcy Court signed an order (the “Retention Order”) authorizing the retention, *nunc pro tunc* to the filing of the chapter 11 cases, of K&S as Special Corporate and Transactional Counsel to the Debtors on the terms and conditions provided in the Retention Order.

4. For the Third Compensation Period, K&S’s fees for providing professional services to the Debtors totaled \$7,315.50. In connection with services rendered, K&S has recorded actual and necessary out-of-pocket expenses in the amount of \$8.10. There may exist out-of-pocket expenses that K&S has incurred but not yet processed due to timing, which expenses will be submitted at a later date.

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

<b>Interim Fee Period</b>	<b>Total Fees</b>	<b>Less Holdback @ 10%</b>	<b>Fees Due</b>	<b>Total Expenses</b>	<b>Amounts Due</b>
September 1, 2004 - September 30, 2004	\$7,315.50	\$731.55	\$6,583.95	\$8.10	\$6,592.05

6. Attached hereto as Exhibit A is a schedule of the hours billed by each professional at K&S, and their respective hourly rates, during the Third Compensation Period.

7. Attached hereto as Exhibit B is a copy of the monthly invoice for the Third Compensation Period, detailing the activity undertaken by that professional and the supporting time records for each activity.

8. Attached hereto as Exhibit C is a copy of the monthly invoice for the Third Compensation Period, detailing out-of-pocket expenses incurred by K&S.

Dated: October 14, 2004

KING & SPALDING LLP

BY: /s/ George B. South, Esq.  
George B. South, Esq.

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Special Corporate and Transactional Counsel  
to the Debtors

# **EXHIBIT A**

**Pegasus Satellite Television, Inc., et al.**

**Application Period**

**September 1, 2004 through September 30, 2004**

<b>Name of Professional</b>	<b>Year Admitted to Practice</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
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**Associates**

Stefanie Birbrower	2002	\$285.00	6.1	\$1,738.50
Michael Schoenberg	2004	195.00	21.6	4,212.00
<b>Associates Total</b>			<b>27.7</b>	<b>\$5,950.50</b>

**Paraprofessional**

Roberta Trowbridge	N/A	\$195.00	7.0	\$1,365.00
<b>Paraprofessional Total</b>			<b>7.0</b>	<b>\$1,365.00</b>

<b>Total Attorneys and Paraprofessional</b>			<b>34.7</b>	<b><u>\$7,315.50</u></b>
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# **EXHIBIT B**

**PEGASUS SATELLITE TELEVISION, INC., ET AL**

**Project Categories**

<b><u>Description</u></b>	<b><u>Hours</u></b>	<b><u>Fees</u></b>
Fee/Employment Applications	34.7	\$7,315.50
<b>TOTAL</b>	<b>34.7</b>	<b><u>\$7,315.50</u></b>

**PEGASUS SATELLITE TELEVISION, INC., ET AL.**

**Fee Application  
September 1, 2004 through September 30, 2004**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Task</u>	<u>Time</u>
<b><u>Fee/Employment Applications</u></b>				
09/09/04	R Trowbridge	Draft August 2004 fee statement	B160	1.0
09/12/04	R Trowbridge	Prepare August 2004 Application and Fee Statement	B160	1.2
09/13/04	M Schoenberg	Revise August monthly fee statement (0.4)	B160	0.4
09/13/04	R Trowbridge	Revisions to August 2004 fee application and fee statement	B160	0.8
09/20/04	SJ Birbrower	Email to M. Schoenberg re: status of fee statement (0.2); office conference with M. Schoenberg re: email to team and status of representation (0.2); revise same (0.3)	B160	0.7
09/20/04	M Schoenberg	Review docket for objections to June-July fee statement (0.2); meet with S. Birbrower regarding status (0.2); prepare certificate of no objection (0.4); draft e-mail outlining fee statement procedures (0.3)	B160	1.1
09/21/04	M Schoenberg	Revise second fee statement	B160	0.1
09/21/04	R Trowbridge	Attend to revisions to fee application and fee statement per M. Schoenberg	B160	0.9
09/23/04	SJ Birbrower	Attend to fee application issues and status of representation	B160	0.2
09/27/04	M Schoenberg	Prepare interim fee application (4.7); meet with S. Birbrower regarding status (0.3)	B160	5.0
09/27/04	SJ Birbrower	Meet with M. Schoenberg re: status (0.2); follow up meeting with M. Schoenberg re: fee application (0.1)	B160	0.3
09/27/04	R Trowbridge	Attend to service list for August 2004 fee statement	B160	0.4
09/28/04	M Schoenberg	Meet with S. Birbrower regarding final fee application revisions (0.3); revise same (3.7); follow up with S. Birbrower regarding same (0.2)	B160	4.2
09/28/04	SJ Birbrower	Review and revise draft fee application (0.6); meet with M. Schoenberg regarding same (0.3); follow up with M. Schoenberg re: same (0.2)	B160	1.1
09/28/04	R Trowbridge	Attend to charts for first and final interim application	B160	1.3
09/29/04	M Schoenberg	Discuss final fee application with S. Birbrower (1.4) Revise final fee application (5.3)	B160	6.8



<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Task</u>	<u>Time</u>
09/29/04	R Trowbridge	Attend to charts for First and Final Fee Application	B160	0.5
09/29/04	SJ Birbrower	Review and revise fee application (1.6); office conferences with M. Schoenberg re: same (1.4)	B160	3.0
09/30/04	R Trowbridge	Attend to preparation of charts for first and final fee application	B160	0.9
09/30/04	M Schoenberg	Meeting with S. Birbrower regarding revisions to fee application (0.3); revise fee application (3.7)	B160	4.0
09/30/04	SJ Birbrower	Review fee application (0.5); meet with M. Schoenberg re: same (0.3)	B160	0.8

# **EXHIBIT C**

**EXPENSES**

**September 1, 2004 Through September 30, 2004**

<u>Disbursements</u>	<u>Amount</u>
Duplicating costs <sup>1</sup>	\$8.10
<b>TOTAL</b>	<b><u>\$8.10</u></b>

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<sup>1</sup> Copy charges are calculated at \$0.10 per page.

**FOR COSTS ADVANCED AND EXPENSES INCURRED:**

09/30/04	Duplicating Costs-NYC	8.10
	CURRENT EXPENSES	<u>\$8.10</u>

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 October 25, 2004, I caused the Statement of Fees for Services Rendered by King & Spalding LLP as Special Corporate and Transactional Counsel to Pegasus Satellite Television, Inc. and Certain of its Subsidiaries and Affiliates for the Period Beginning September 1, 2004 and Ending September 30, 2004 to be served on the parties listed 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.

October 25, 2004

/s/ Sheila R. Dilios  
SHEILA R. DILIOS

BERNSTEIN, SHUR, SAWYER & NELSON  
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