

UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE

In re:)	Chapter 11
PEGASUS SATELLITE TELEVISION, INC., et al.,)	Case No. 04-20878
Debtors.)	Joint Administration Requested

**ORDER PURSUANT TO SECTION 366 OF THE BANKRUPTCY CODE (I)
PROHIBITING UTILITY COMPANIES FROM ALTERING, REFUSING OR
DISCONTINUING SERVICES AND (II) ESTABLISHING PROCEDURES
FOR DETERMINING REQUESTS FOR ADDITIONAL ADEQUATE ASSURANCE**

Upon consideration of the motion (the “Motion”) of Pegasus Satellite Television, Inc., and certain of its subsidiaries and affiliates, each a debtor and debtor in possession herein (collectively, the “Debtors”),¹ for an order (i) prohibiting the Utility Companies² listed on Exhibit A to the Motion from altering, refusing or discontinuing services and (ii) establishing procedures for determining requests for additional adequate assurance; and upon the Affidavit of Ted S. Lodge, President, Chief Operating Officer and Counsel of Pegasus Satellite Communications, Inc., in support of First Day Motions, and notice of this Motion has been given to (i) the United States Trustee for the District of Maine; (ii) the Debtors’ fifty (50) largest

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., WTLH License Corp.

² Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to them in the Motion.

unsecured creditors on a consolidated basis, as identified in their chapter 11 petitions; (iii) the administrative agents for the credit facilities of Pegasus Media & Communications, Inc. and Pegasus Satellite Communications, Inc. (“PSC”) and (iv) each of the indenture trustees for each series of notes of PSC, and it appearing that no other notice need be given; and no adverse interest being represented; and after due deliberation, and sufficient cause appearing therefor, it is hereby

ORDERED, that the Motion is granted; and it is further

ORDERED, that the Debtors shall pay on a timely basis in accordance with their pre-petition practices all undisputed invoices in respect of post-petition utility services rendered by the Utility Companies to the Debtors; and it is further

ORDERED, that absent further order of the Court, each of the Utility Companies is forbidden to alter, refuse, or discontinue service to, or discriminate against the Debtors, or require the payment of a deposit or other security in connection with the Debtors’ bankruptcy filings or any pre-petition invoice for utility services, including, but not limited to, the furnishing of gas, heat, electricity, water, telephone or any other utility of like kind, furnished to the Debtors; and it is further

ORDERED, that service of this Order be made on the Utility Companies at the addresses listed on Exhibit A to the Motion by first-class mail within five (5) business days after the entry of this Order; provided, however, that for any Utility Company that may have been omitted from Exhibit A to the Motion, the Debtors shall promptly provide notice of the Order upon learning of such Utility Company, and it is further

ORDERED, that a Utility Company may request additional assurances of future payment from the Debtors in the form of deposits or other security (an “Additional Assurance Request”); provided, that any such request (i) must be made in writing, (ii) must include a

summary of the Debtors' payment history relevant to the affected account(s) and (iii) must be made within thirty (30) days of the date of entry of this Order, and it is further

ORDERED, that if the Debtors believe that an Additional Assurance Request, which otherwise satisfies the requirements set forth above, is not reasonable, the Debtors promptly will schedule a hearing to determine if additional assurances are necessary and shall give the Utility Company notice of such hearing; and it is further

ORDERED, that a Utility Company shall be deemed to have adequate assurance of payment unless and until this Court enters an order requiring that additional adequate assurance of payment be provided.

Dated:

UNITED STATES BANKRUPTCY JUDGE