

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MAINE**

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

ORDER GRANTING FIRST INTERIM APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES OF AKIN GUMP STRAUSS HAUER & FELD LLP AS CO-COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD BEGINNING JUNE 2, 2004 AND ENDING AUGUST 31, 2004

This matter came before the Court on the First Interim Application for Compensation and Reimbursement of Expenses of Akin Gump Strauss Hauer & Feld LLP (“Akin Gump”) as Co-Counsel to the Official Committee of Unsecured Creditors for the Period Beginning June 2, 2004 and Ending August 31, 2004 (the “Akin Gump First Interim Fee Application”). After proper notice and hearing, the Court having independently reviewed the Akin Gump First Interim Fee Application, and finding that the services rendered and expenses incurred by Akin Gump were actual and necessary, and that the fees sought are reasonable, it is hereby

ORDERED that, pursuant to 11 U.S.C. §§ 330 and 331, Akin Gump is allowed interim compensation for services in the amount of \$1,350,047.75, and reimbursements of expenses in the amount of \$57,849.91 for a total of \$1,407,897.66, for the period of June 2, 2004 through August 31, 2004.

Dated: November 24, 2004

/s/ James B. Haines, Jr.

Honorable James B. Haines, Jr.
United States Bankruptcy Judge

CERTIFICATE OF SERVICE

District/off: 0100-2
Case: 04-20878User: lstocker
Form ID: pdf901Page 1 of 4
Total Served: 104

Date Rcvd: Nov 26, 2004

The following entities were served by first class mail on Nov 28, 2004.

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cr +Riverside Claims LLC, Attn: Connie Macewicz, P.O. Box 626 - Planetarium Station,
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The following entities were served by electronic transmission.
NONE.

TOTAL: 0

***** BYPASSED RECIPIENTS (undeliverable, * duplicate) *****
aty Arnold & Porter, LLP
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aty Shaw, Pittman, LLP
aty Sidley Austin Brown & Wood LLP
cr Advance Notice, Inc.
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
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cr Metron North America, Inc.
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cr Missouri Department of Revenue
cr Nebraska Department of Revenue
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: 68, * 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.

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Case: 04-20878

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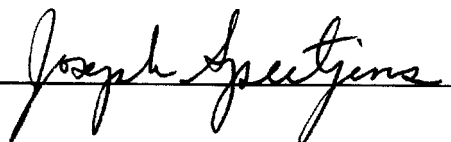
***** BYPASSED RECIPIENTS (continued) *****

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: Nov 28, 2004

Signature:

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