

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE

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

**SECOND 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 November 4, 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) Further 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 upon the Opposition of Davidson Kempner Partners ("DK Partners") to the Debtors' Motion dated November 18, 2004 (the "Objection"); and the

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<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.

Court having held a preliminary hearing on the Motion on November 24, 2004 at 10:30 a.m. at which time the Court signed a certain Bridge Order scheduling a further hearing on the Motion for December 1, 2004 at 1:30 p.m. (the “Continued Hearing”) if the Debtors have not resolved the Objection and extending the Debtors’ exclusive period in which to file a plan to and including December 1, 2004 pending the Continued Hearing; and the Debtors having resolved the Objection on the terms and conditions provided herein; and it appearing that the relief requested in the Motion as provided for herein 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 as provided for herein; and it is further

ORDERED, that the Objection is deemed withdrawn without prejudice and as provided for herein, and all other 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 (“Filing Exclusivity”) is hereby extended to and including December 31, 2004; and (ii) the Exclusive Period during which time the Debtors will have the exclusive right to solicit acceptances of a plan or plans (“Solicitation Exclusivity”) is hereby extended to and including February 28, 2005; and it is further

ORDERED, that on December 31, 2004, the Filing Exclusivity will automatically be extended to and including January 31, 2005 and the Solicitation Exclusivity will automatically

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

be extended to and including March 31, 2005, unless the Committee or DK Partners notifies the Debtors in writing on or before December 21, 2004 that the Committee or DK Partners opposes the further extension of the Exclusive Periods (a “Notice of Non-Extension”) in which case, the Committee or DK Partners shall have until January 5, 2005 to file an objection to the Motion and a further hearing will be held on the Motion on January 10, 2005;<sup>\*\*</sup> and it is further

ORDERED, that in the event such a hearing is required on the Motion, nothing contained herein will be deemed to be a modification of the requirements of Section 1121(d) of the Bankruptcy Code that the Debtors demonstrate cause to extend the Exclusive Periods as requested in the Motion; and it is further

ORDERED, that if the Committee or DK Partners sends a Notice of Non-Extension, pending the Court’s determination of the Motion, the Filing Exclusivity will be extended until the Court hears and decides the Motion; 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: December 1, 2004

/s/ James B. Haines, Jr.

UNITED STATES BANKRUPTCY JUDGE

<sup>\*\*</sup>Hearing will convene in Portland, Maine, at 1:00 p.m.

## CERTIFICATE OF SERVICE

District/off: 0100-2  
Case: 04-20878User: rrowell  
Form ID: pdf900Page 1 of 4  
Total Served: 107

Date Rcvd: Dec 01, 2004

The following entities were served by first class mail on Dec 03, 2004.

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The following entities were served by electronic transmission.

NONE.

TOTAL: 0

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

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aty Bernstein, Shur, Sawyer & Nelson  
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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  
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aud PricewaterhouseCoopers LLP  
acc PricewaterhouseCoopers LLP  
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sp Shaw Pittman LLP  
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cr Telepictures Distribution  
cr Terrell County  
cr The Steering Committee of Senior Secured Creditors  
cr Trinity County  
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TOTALS: 70, \* 1

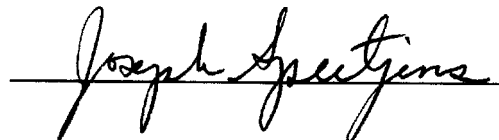
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USPS regulations require that automation-compatible mail display the correct ZIP.

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: Dec 03, 2004

Signature:

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