

**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)

CERTIFICATE OF NO OBJECTION REGARDING STATEMENT OF FEES FOR SERVICES
RENDERED AND OUT-OF-POCKET EXPENSES INCURRED BY GREENHILL & CO.,
LLC, AS FINANCIAL ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED
CREDITORS OF PEGASUS SATELLITE TELEVISION, INC., ET AL. FOR THE PERIOD
BEGINNING OCTOBER 1, 2004 AND ENDING OCTOBER 31, 2004
[DOCKET NO. 837]

The undersigned, on behalf of Greenhill & Co., LLC (“Greenhill) hereby certifies that, as of the date hereof, he has received no answer, objection or other responsive pleading to the Statement of Fees for Services Rendered and Out-of-Pocket Expenses as Financial Advisor to the Official Committee of Unsecured Creditors for Period Beginning October 1, 2004 and Ending October 31, 2004 (the “Greenhill Monthly Statement) [Docket No. 837], which was filed on December 14, 2004. The undersigned further certifies that he has caused the Court’s docket in this case to be reviewed and no answer, objection or other responsive pleading to the Greenhill Monthly Statement appears thereon. Pursuant to this Court’s Order Under 11 U.S.C. §§ 331 and 105(a) Establishing Procedures for Interim Compensation and Reimbursement Expenses for Professionals (the “Interim Procedures Order”) [Docket No. 217] entered on June 24, 2004, objections to the Greenhill Monthly Fee Statement were to be filed and served twenty (20) days after the filing and service of the Greenhill Monthly Fee Statement. That response deadline was January 3, 2005.

Pursuant to the Interim Procedures Order, Greenhill is entitled to payment of \$135,000.00 which represents 90% of the fees (\$150,000.00) and \$748.00 which represents 100% of the expenses, requested in the Greenhill Monthly Statement for the period October 1, 2004 through October 31, 2004, upon the

filing of this Certificate and without the need for entry of a separate Court order approving the Greenhill
Monthly Statement. The Debtors are authorized to pay Greenhill the sum of \$135,748.00.

Dated: Portland, Maine
January 4, 2005

/s/ Bradley A. Robins
Bradley A. Robins
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