

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 AND EXPENSES INCURRED  
BY DRINKER BIDDLE & REATH LLP AS SPECIAL CORPORATE AND  
REGULATORY COUNSEL TO PEGASUS SATELLITE TELEVISION, INC.  
AND CERTAIN OF ITS SUBSIDIARIES AND AFFILIATES  
FOR THE PERIOD BEGINNING AUGUST 1, 2004 AND ENDING AUGUST 31, 2004**

Drinker Biddle & Reath LLP (“Drinker Biddle”), Special Corporate and Regulatory 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 August 1, 2004 and ending August 31, 2004 (the “Compensation Period”). In support of the Monthly Statement, Drinker Biddle 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 28, 2004, the Bankruptcy Court signed an order (the “Retention Order”) authorizing the retention of Drinker Biddle as Special Corporate and Regulatory Counsel to the Debtors on the terms and conditions provided in the Retention Order.

3. 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.

4. For the Compensation Period, Drinker Biddle’s fees for providing professional services to the Debtors totaled \$9,701.00. In connection with services rendered, Drinker Biddle has incurred actual and necessary out-of-pocket expenses in the amount of \$787.91. There may exist additional out-of-pocket expenses that Drinker Biddle has incurred but not yet processed due to timing, which expenses will be submitted at a later date. Attached hereto as Exhibit A is a schedule summarizing the corporate and regulatory matters (the “Corporate Matters”) which Drinker Biddle has rendered as Special counsel to the Debtors. Each Corporate Matter is identified along with the fees and expenses incurred in that particular Corporate Matter during the Compensation Period.

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

Interim Period	Total Fees	Less Holdback @ 10%	Fees Due	Total Expenses	Amounts Due
August 1 – August 31, 2004	\$9,701.00	\$970.10	\$8,730.90	\$787.91	\$787.91

6. Attached hereto as Exhibit B is a copy of the monthly invoices for the compensation period detailing the activity undertaken by that Professional and the supporting time records for each activity in each Corporate Matter. A summary of the hours billed by each professional at Drinker Biddle, and their respective hourly rates, appears at the end of each Corporate Matter during the Compensation Period.

Drinker Biddle & Reath LLP  
One Logan Square  
18<sup>th</sup> & Cherry Streets  
Philadelphia, PA 19103  
215-988-2700 – Telephone  
215-988-2757 – Facsimile

BY: *Michael B. Jordan*  
Michael B. Jordan, Esquire

# EXHIBIT A

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.

Invoice No.

11/19/04

483084

\* \* \* R E M I T T A N C E P A G E \* \* \*

For services through 31 Aug 2004 as follows:

Our File Matter Name	Amount
-----	-----
021001      GENERAL	
Current Fees	468.00
Expenses and Charges	122.64
	-----
024395      CORP. & ORGANIZ. MATTERS	
Current Fees	.00
Expenses and Charges	18.98
	-----
034614      PEGASUS SATELLITE TELEVISION	
Current Fees	1,323.00
Expenses and Charges	129.90
	-----
035511      SEC REPORTS	
Current Fees	137.50
Expenses and Charges	5.00
	-----
046604      EMPLOYEE BENEFIT PLANS	
Current Fees	6,586.50
Expenses and Charges	.00
	-----
187035      TM APP: "WSWB"	
Current Fees	29.00
Expenses and Charges	100.00
	-----

(06597)

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.

Invoice No.

11/19/04

483084

Our File Matter Name

Amount

-----	-----
187038	TM APP: "PEGASUS SATELLITE TELEVISION & DESIGN"
	Current Fees 43.50
	Expenses and Charges .00
	43.50
187040	TM APP: "PEGASUS BROADCAST TELEVISION & DESIGN"
	Current Fees 168.00
	Expenses and Charges .00
	168.00
187042	TM APP: "WPXT"
	Current Fees 29.00
	Expenses and Charges 100.00
	129.00
187044	TM APP: "WDSI"
	Current Fees 29.00
	Expenses and Charges .00
	29.00
187046	TM APP: "WTLH"
	Current Fees 29.00
	Expenses and Charges 102.85
	131.85
187047	TM APP: "WGFL"
	Current Fees 29.00
	Expenses and Charges .00
	29.00
187048	TM APP: "WFXU"
	Current Fees 29.00
	Expenses and Charges 100.00
	129.00
187058	TM APP: "PEGASUS ITV & DESIGN"
	Current Fees 29.00
	Expenses and Charges .00
	29.00

# DrinkerBiddle&Reath LLP

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.

Invoice No.

11/19/04

483084

Our File Matter Name

Amount

-----		-----	
187059	TM APP: "A BETTER WAY TO WATCH"		
	Current Fees	29.00	
	Expenses and Charges	.00	29.00
-----			
187060	TM APP: "PEGASUS EXPRESS"		
	Current Fees	29.00	
	Expenses and Charges	100.00	129.00
-----			
187468	1COMMWIRELESS AND DESIGN		
	Current Fees	286.50	
	Expenses and Charges	6.45	292.95
-----			
187619	2003 BANK FINANCING		
	Current Fees	94.50	
	Expenses and Charges	.60	95.10
-----			
187711	1COMMWIRELESS		
	Current Fees	227.50	
	Expenses and Charges	1.49	228.99
-----			
199188	FEE APPLICATION		
	Current Fees	105.00	
	Expenses and Charges	.00	105.00
-----			

Total Amount Due This Invoice  
Per Attached Detail

\$10,488.91

# EXHIBIT B



**DrinkerBiddle&Reath**  
L L P

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 021001  
 Page 1

-----  
 RE: (021001) GENERAL

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/03/04	MUNOZ Draft Resolutions for asset purchase agreement for non-selling debtors.	.60
08/04/04	MUNOZ Draft resolutions for non-selling debtors ratifying asset purchase and global settlement agreements.	1.20
08/05/04	MUNOZ Complete resolutions for non-selling debtors. Email to Michael Jordan	.60
	TOTAL HOURS	2.40

## TIME SUMMARY:

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RB MUNOZ	2.40 hours at \$195.00 =	468.00
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CURRENT FEES		468.00
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## EXPENSES AND CHARGES

08/04/04	Duplicating User PHAN, DANTHU T. made 41 copies on 08/04/2004 at 16:31 hrs	6.15
08/17/04	Duplicating User MUNOZ, ROBERT B made 2 copies on 08/17/2004 at 15:44 hrs	.30
08/20/04	Duplicating User IACONELLI, MARGARET made 6 copies on 08/20/2004 at 12:10 hrs	.90

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06597  
021001 GENERAL  
19 NOVEMBER 2004

Invoice Number 483084  
Page 2

08/20/04	Fax Charges User PHAN, DANTHU T. faxed 3 pages to (516) 227-4508, on 08/20/2004 at 12:08 hrs	3.00
08/09/04	Telecommunication Services User MUNOZ, ROBERT B called (631) 254-7067 on 08/09/2004 at 15:38 hrs (for 2:06)	1.49
08/09/04	Telecommunication Services User MUNOZ, ROBERT B called (212) 805-7000 on 08/09/2004 at 15:56 hrs (for 9:36)	4.95
08/09/04	Telecommunication Services User MUNOZ, ROBERT B called (201) 896-1900 on 08/09/2004 at 16:27 hrs (for 1:24)	.99
08/09/04	Telecommunication Services User MUNOZ, ROBERT B called (631) 254-7067 on 08/09/2004 at 16:13 hrs (for 1:12)	.99
08/20/04	Telecommunication Services User PHAN, DANTHU T. called (516) 227-4333 on 08/20/2004 at 11:42 hrs (for 1:06)	.99
08/24/04	Telecommunication Services User PHAN, DANTHU T. called (704) 590-7392 on 08/24/2004 at 09:54 hrs (for 2:24)	1.49
08/27/04	Telecommunication Services User PHAN, DANTHU T. called (704) 590-7392 on 08/27/2004 at 15:43 hrs (for 3:54)	1.98
08/27/04	Telecommunication Services User PHAN, DANTHU T. called (212) 855-2007 on 08/27/2004 at 16:32 hrs (for 5:00)	2.48
08/27/04	Telecommunication Services User PHAN, DANTHU T. called (704) 590-7392 on 08/27/2004 at 12:36 hrs (for 1:18)	.99
08/30/04	Telecommunication Services User PHAN, DANTHU T. called (403) 260-0221 on 08/30/2004 at 20:48 hrs (for 10:54)	20.63
08/30/04	Telecommunication Services User PHAN, DANTHU T. called (610) 254-4100 on 08/30/2004 at 16:43 hrs (for 37:00)	.93
08/30/04	Telecommunication Services User PHAN, DANTHU T. called (403) 260-0221 on 08/30/2004 at 18:50 hrs (for 9:36)	18.75

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One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

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06597  
021001 GENERAL  
19 NOVEMBER 2004

Invoice Number 483084  
Page 3

08/30/04	Telecommunication Services User HAMILTON, STEPHEN D called (212) 909-7207 on 08/30/2004 at 18:06 hrs (for 19:36)	9.90
08/30/04	Telecommunication Services User HAMILTON, STEPHEN D called (212) 909-7207 on 08/30/2004 at 18:27 hrs (for 3:12)	1.98
08/04/04	Federal Express JORDAN 7/15	12.73
08/04/04	Federal Express DALAL 7/14	11.52
08/04/04	Federal Express PHILADELPHIA 7/12	8.32
08/10/04	Federal Express DOUGHERTY 6/24	11.18

CURRENT EXPENSES AND CHARGES

122.64

TOTAL THIS MATTER

\$590.64

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# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 024395  
 Page 4

-----  
 RE: (024395) CORP. & ORGANIZ. MATTERS

FOR DISBURSEMENTS INCURRED THROUGH 31 AUGUST 2004

## EXPENSES AND CHARGES

08/05/04 Duplicating User DOUGHERTY, KATRINA M made 1	.15
copies on 08/05/2004 at 13:20 hrs	
07/02/04 Federal Express DOUGHERTY 6/14	7.99
08/11/04 Federal Express DOUGHERTY 7/15	10.84
	-----
CURRENT EXPENSES AND CHARGES	18.98
	-----
TOTAL THIS MATTER	\$18.98
	=====

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS COMMUNICATIONS CORPORATION  
5 RADNOR CORPORATE CENTER, SUITE 454  
100 MATSONFORD ROAD  
RADNOR, PA. 19087

Invoice Number 483084  
Invoice Date 11/19/04  
Client Number 06597  
Matter Number 034614  
Page 5

RE: (034614) PEGASUS SATELLITE TELEVISION

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
08/02/04	SAMPSON Finalized exhibits (1.0); revisions to form (1.0); assembled HSR filing (.8).	2.80
08/03/04	SAMPSON Phone calls with Nachman re: signatures (.2); correspondence and phone calls with FTC and Rafferty re: value of liabilities (.7); conferred with Jordan (.2).	1.10
08/09/04	SAMPSON Phone calls with Rafferty, Blank and Nachman re: FTC.	.30
TOTAL HOURS		4.20

TIME SUMMARY:

R SAMPSON 4.20 hours at \$315.00 = 1,323.00

CURRENT FEES 1,323.00

EXPENSES AND CHARGES

08/02/04	Duplicating User SAMPSON, ROBERTA made 754 copies on 08/02/2004 at 12:14 hrs	113.10
08/02/04	Duplicating User SAMPSON, ROBERTA made 112 copies on 08/02/2004 at 11:44 hrs	16.80

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

06597  
034614 PEGASUS SATELLITE TELEVISION  
19 NOVEMBER 2004

Invoice Number 483084  
Page 6

CURRENT EXPENSES AND CHARGES

129.90

TOTAL THIS MATTER

-----  
\$1,452.90  
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One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 035511  
 Page 7

RE: (035511) SEC REPORTS

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
08/02/04	PHAN Follow-up on Form 15 filing for PSC.	.50
TOTAL HOURS		.50

TIME SUMMARY:

DT PHAN	0.50 hours at \$275.00 =	137.50
W SCHMIDT	0.00 hours at \$90.00 =	.00

CURRENT FEES		137.50
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EXPENSES AND CHARGES

08/03/04	Fax Charges User PHAN, DANTHU T. faxed 5 pages to (215) 563-3810, on 08/03/2004 at 15:08 hrs	5.00
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CURRENT EXPENSES AND CHARGES		5.00
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TOTAL THIS MATTER		\$142.50
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One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 046604  
 Page 8

-----  
 RE: (046604) EMPLOYEE BENEFIT PLANS

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/02/04	KONG Emails to and from D. Carolina regarding qualified plan documents requested by auditor	.60
08/04/04	RENSHAW Telephone call from C. Kong regarding due date for Forms 5500.	.10
08/04/04	KONG Review Golden Sky 2002 and 2003 annual reports received from D. Carolina (1.5); discussion with J. Renshaw regarding filing alternatives for 2003 report (.2); email D. Carolina regarding missing and incorrect data for Golden Sky 2001, 2002 and 2003 annual reports and alternatives for filing 2003 report (.4); telephone call from D. Carolina regarding suspension of before tax contributions and email D. Carolina and S. Blank regarding same (.4)	2.50
08/10/04	DALAL Re: Golden Sky -- Review 2001 and 2002 Forms 5500 (Annual Return/Report) re: outstanding data	.50
08/11/04	RENSHAW Telephone call from C. Kong regarding partial termination of U.S. Savings Plan.	.20



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Philadelphia, PA 19103-6996

215-988-2700

06597 PEGASUS SATELLITE COMMUNICATIONS, INC. Invoice Number 483084  
 046604 EMPLOYEE BENEFIT PLANS Page 9  
 19 NOVEMBER 2004

Date		Hours
-----		-----
08/11/04	KONG Emails to and from D. Carolina regarding partial termination of Savings Plan and required participant data (.3); telephone call from D. Carolina regarding partial termination data (.3); discussion with D. Carolina regarding possible changes to Savings Plan (.3); review and revise employee communication piece regarding 401(k), option and restricted stock awards (2.8)	3.70
08/12/04	RENSHAW Consider employee communication and telephone call to C. Kong regarding same.	1.30
08/12/04	KONG Discussion with J. Renshaw regarding revisions to draft Satellite Employee communication piece and revise same (1.3); draft email to D. Carolina regarding revisions and corporate action required to effect accelerated vesting under Savings Plan and Restricted Stock Plan (.4); telephone call from D. Carolina regarding participant data for partial termination determination (.2)	1.90
08/23/04	JORDAN Discussion with C. Kong re: partial termination of 401(k) plan.	.80
08/23/04	RENSHAW Telephone call from C. Kong regarding Savings Plan issues (.3); research "affected" participants under Savings Plan (1.3).	1.60

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One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

06597 PEGASUS SATELLITE COMMUNICATIONS, INC. Invoice Number 483084  
 046604 EMPLOYEE BENEFIT PLANS Page 10  
 19 NOVEMBER 2004

Date		Hours
-----		-----
08/23/04 KONG	Review change of control provisions of option plan and partial termination analysis and telephone call to S. Blank regarding same (.6); review disclosure provisions of asset purchase agreement (.7); emails to and from S. Blank regarding IRS determination letters for qualified plans and required disclosures (.3); discussion with S. Blank regarding partial termination issues and vesting of affected participants (.2); discussions with J. Renshaw and M. Jordan regarding vesting of employees affected by auction of Broadcast Television assets and termination of employment of Pegasus Development Corporation employees (.3); draft Savings Plan amendment to fully vest Satellite employees (2.4); draft resolutions to adopt amendment (2.0)	6.50
08/24/04 KONG	Draft resolutions and amendment to Savings Plan to reflect partial termination of plan (1.6); telephone call from S. Blank regarding vesting issues and revise amendment to include vesting of development employees (.3); review outstanding issues list for Golden Sky annual reports (.9); emails to and from D. Carolina regarding annual report filing changes for same (.3)	3.10

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets  
Philadelphia, PA 19103-6996  
215-988-2700

06597 PEGASUS SATELLITE COMMUNICATIONS, INC.  
046604 EMPLOYEE BENEFIT PLANS  
19 NOVEMBER 2004

Invoice Number 483084  
Page 11

Date	Hours
-----	-----
	-----
TOTAL HOURS	22.80

TIME SUMMARY:

-----	-----	-----
MB JORDAN	0.80 hours at \$385.00 =	308.00
J DALAL	0.50 hours at \$165.00 =	82.50
JD RENSHAW	3.20 hours at \$335.00 =	1,072.00
C KONG	18.30 hours at \$280.00 =	5,124.00
		-----
CURRENT FEES		6,586.50
		-----
TOTAL THIS MATTER		\$6,586.50
		=====

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 187035  
 Page 12

RE: (187035) TM APP: "WSWB"

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/20/04 DALE	Review corrected certificate of registration for accuracy; letter to A. Harvey sending corrected certificate of registration.	.20
	TOTAL HOURS	.20

TIME SUMMARY:

JL DALE	0.20 hours at \$145.00 =	29.00
	CURRENT FEES	29.00
	EXPENSES AND CHARGES	
07/07/04	Other Miscellaneous Expenses - COMMISSIONER OF PATENTS COMMISSIONER OF PATENTS-Certificate of correction, registrant's error.	100.00
	CURRENT EXPENSES AND CHARGES	100.00
	TOTAL THIS MATTER	\$129.00

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 187038  
 Page 13

-----  
 RE: (187038) TM APP: "PEGASUS SATELLITE TELEVISION & DESIGN"

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/03/04 DALE	Prepare transmittals for filing response to office action.	.30
	TOTAL HOURS	.30

TIME SUMMARY:

JL DALE	0.30 hours at \$145.00 =	43.50
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CURRENT FEES		43.50
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TOTAL THIS MATTER		\$43.50
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# Drinker Biddle & Reath L L P

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
ATTN: SCOTT A. BLANK  
225 CITY LINE AVENUE  
SUITE 200  
BALA CYNWYD, PA 19004

Invoice Number 483084  
Invoice Date 11/19/04  
Client Number 06597  
Matter Number 187040  
Page 14

-----  
RE: (187040) TM APP: "PEGASUS BROADCAST TELEVISION & DESIGN"

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/02/04 DIMEDIO	Telephone call to A. Harvey regarding status of application.	.50
08/03/04 DIMEDIO	Conversation with Alice Harvey about the response to the Office Action.	.70
	TOTAL HOURS	----- 1.20

TIME SUMMARY:

----- J DIMEDIO	1.20 hours at \$140.00 =	----- 168.00
		-----
	CURRENT FEES	168.00
	TOTAL THIS MATTER	----- \$168.00 =====

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 187042  
 Page 15

RE: (187042) TM APP: "WPXT"

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/20/04 DALE	Review corrected certificate of registration for accuracy (.1); letter to A. Harvey sending corrected certificate of registration (.1).	.20
	TOTAL HOURS	.20

TIME SUMMARY:

JL DALE	0.20 hours at \$145.00 =	29.00
CURRENT FEES		29.00
EXPENSES AND CHARGES		
07/07/04 Other Miscellaneous Expenses - COMMISSIONER OF PATENTS COMMISSIONER OF PATENTS-Certificate of correction, registrant's error.		100.00
CURRENT EXPENSES AND CHARGES		100.00
TOTAL THIS MATTER		\$129.00

=====

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets  
Philadelphia, PA 19103-6996  
215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
ATTN: SCOTT A. BLANK  
225 CITY LINE AVENUE  
SUITE 200  
BALA CYNWYD, PA 19004

Invoice Number 483084  
Invoice Date 11/19/04  
Client Number 06597  
Matter Number 187044  
Page 16

RE: (187044) TM APP: "WDSI"

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/20/04 DALE	Review corrected certificate of registration for accuracy (.1); letter to A. Harvey sending corrected certificate of registration (.1).	.20
	TOTAL HOURS	----- .20

TIME SUMMARY:

-----	-----	-----
JL DALE	0.20 hours at \$145.00 =	29.00
		-----
CURRENT FEES		29.00
		-----
TOTAL THIS MATTER		\$29.00
		=====



# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets  
 Philadelphia, PA 19103-6996  
 215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 187046  
 Page 17

-----  
 RE: (187046) TM APP: "WTLH"

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/20/04 DALE	Review corrected certificate of registration for accuracy (.1); letter to A. Harvey sending corrected certificate of registration (.1).	.20
	TOTAL HOURS	.20

TIME SUMMARY:

JL DALE	0.20 hours at \$145.00 =	29.00
CURRENT FEES		29.00
EXPENSES AND CHARGES		
08/20/04 Duplicating User MALONE, ROSALIE V made 19 copies on 08/20/2004 at 16:15 hrs		2.85
07/07/04 Other Miscellaneous Expenses - COMMISSIONER OF PATENTS COMMISSIONER OF PATENTS-Certificate of correction, registrant's error.		100.00
CURRENT EXPENSES AND CHARGES		102.85
TOTAL THIS MATTER		\$131.85
		=====

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 187047  
 Page 18

-----  
 RE: (187047) TM APP: "WGFL"

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/20/04 DALE	Review corrected certificate of registration for accuracy (.1); letter to A. Harvey sending corrected certificate of registration (.1).	.20
	TOTAL HOURS	.20

TIME SUMMARY:

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JL DALE	0.20 hours at \$145.00 =	29.00
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CURRENT FEES -----  
29.00

TOTAL THIS MATTER -----  
\$29.00  
 =====

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 187048  
 Page 19

-----  
 RE: (187048) TM APP: "WFXU"

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/20/04 DALE	Review corrected certificate of registration for accuracy (.1); letter to A. Harvey sending corrected certificate of registration (.1).	.20
	TOTAL HOURS	.20

TIME SUMMARY:

JL DALE	0.20 hours at \$145.00 =	29.00
CURRENT FEES		29.00
EXPENSES AND CHARGES		
07/07/04 Other Miscellaneous Expenses - COMMISSIONER OF PATENTS COMMISSIONER OF PATENTS-Certificate of correction, registrant's error.		100.00
CURRENT EXPENSES AND CHARGES		100.00
TOTAL THIS MATTER		\$129.00

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# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 187058  
 Page 20

-----  
 RE: (187058) TM APP: "PEGASUS ITV & DESIGN"

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/20/04 DALE	Review corrected certificate of registration for accuracy (.1); letter to A. Harvey sending corrected certificate of registration (.1).	.20
	TOTAL HOURS	.20

TIME SUMMARY:

JL DALE	0.20 hours at \$145.00 =	29.00
CURRENT FEES		29.00
TOTAL THIS MATTER		\$29.00
		=====

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 187059  
 Page 21

RE: (187059) TM APP: "A BETTER WAY TO WATCH"

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/20/04 DALE	Review corrected certificate of registration for accuracy; letter to A. Harvey sending corrected certificate of registration.	.20
	TOTAL HOURS	.20

TIME SUMMARY:

JL DALE	0.20 hours at \$145.00 =	29.00
CURRENT FEES		29.00
TOTAL THIS MATTER		\$29.00
		=====

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 187060  
 Page 22

-----  
 RE: (187060) TM APP: "PEGASUS EXPRESS"

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/20/04	DALE Review corrected certificate of registration for accuracy; letter to A. Harvey sending corrected certificate of registration.	.20
	TOTAL HOURS	.20

TIME SUMMARY:

JL DALE	0.20 hours at \$145.00 =	29.00
CURRENT FEES		29.00
EXPENSES AND CHARGES		
07/07/04	Other Miscellaneous Expenses - COMMISSIONER OF PATENTS COMMISSIONER OF PATENTS-Certificate of correction, registrant's error.	100.00
CURRENT EXPENSES AND CHARGES		100.00
TOTAL THIS MATTER		\$129.00

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**DrinkerBiddle&Reath**  
L L P  
One Logan Square 18th and Cherry Streets  
Philadelphia, PA 19103-6996  
215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
ATTN: SCOTT A. BLANK  
225 CITY LINE AVENUE  
SUITE 200  
BALA CYNWYD, PA 19004

Invoice Number 483084  
Invoice Date 11/19/04  
Client Number 06597  
Matter Number 187468  
Page 23

-----  
RE: (187468) 1COMMWIRELESS AND DESIGN

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/11/04	SLIPSKI Telephone conference with A. Harvey regarding 1CommWireless application.	.20
08/17/04	PERKINS Telecons with A. Harvey with regard to amendment of ID; review material from R. Burke.	.20
08/18/04	PERKINS Telecon with A. Harvey and R. Burke; prepare proposed ID (.1); telecon with Examining Attorney (.1); e-mail to A. Harvey and R. Burke with proposed wording (.1); prepare Response and file electronically (.2).	.50
	TOTAL HOURS	.90

TIME SUMMARY:

HE PERKINS	0.70 hours at	\$325.00 =	227.50
CL SLIPSKI	0.20 hours at	\$295.00 =	59.00

CURRENT FEES

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286.50

EXPENSES AND CHARGES

06/29/04	Duplicating User VERZICCO, MARY ANN made 27 copies on 06/29/2004 at 08:50 hrs	4.05
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# DrinkerBiddle&Reath L L P

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

06597  
187468 1COMMWIRELESS AND DESIGN  
19 NOVEMBER 2004

Invoice Number 483084  
Page 24

07/20/04 Duplicating User DALE, JUDY L made 16 copies on 2.40  
07/20/2004 at 11:28 hrs

CURRENT EXPENSES AND CHARGES 6.45

TOTAL THIS MATTER \$292.95

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# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 187619  
 Page 25

-----  
 RE: (187619) 2003 BANK FINANCING

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
-----		-----
08/11/04	DEUTSCH Call from M. Nachman about proposed sale of PBT real estate	.30
	TOTAL HOURS	.30

TIME SUMMARY:

C DEUTSCH	0.30 hours at \$315.00 =	94.50
		-----
CURRENT FEES		94.50
EXPENSES AND CHARGES		
07/08/04 Duplicating User DEUTSCH, CHRISTINE made 4 copies on 07/08/2004 at 15:28 hrs		.60
		-----
CURRENT EXPENSES AND CHARGES		.60
TOTAL THIS MATTER		\$95.10
		=====

# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 187711  
 Page 26

RE: (187711) 1COMMWIRELESS

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours	
08/17/04	PERKINS	Telecons with A. Harvey with regard to amendment of ID; review material from R. Burke.	.20
08/18/04	PERKINS	Telecon with A. Harvey and R. Burke; prepare proposed ID (.1); telecon with Examining Attorney (.1); e-mail to A. Harvey and R. Burke with proposed wording (.1); prepare Response and file electronically (.2).	.50
		TOTAL HOURS	.70

TIME SUMMARY:

HE PERKINS	0.70 hours at \$325.00 =	227.50
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CURRENT FEES		227.50
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EXPENSES AND CHARGES

08/18/04	Telecommunication Services User DAVIS,L-UNASSIGNED(2230) called (703) 308-9115 on 08/18/2004 at 10:44 hrs (for 2:12)	1.49
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CURRENT EXPENSES AND CHARGES		1.49
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# DrinkerBiddle&Reath L L P

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

06597  
187711 1COMMWIRELESS  
19 NOVEMBER 2004

Invoice Number 483084  
Page 27

TOTAL THIS MATTER

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\$228.99  
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# DrinkerBiddle&Reath

One Logan Square 18th and Cherry Streets

Philadelphia, PA 19103-6996

215-988-2700

PEGASUS SATELLITE COMMUNICATIONS, INC.  
 ATTN: SCOTT A. BLANK  
 225 CITY LINE AVENUE  
 SUITE 200  
 BALA CYNWYD, PA 19004

Invoice Number 483084  
 Invoice Date 11/19/04  
 Client Number 06597  
 Matter Number 199188  
 Page 28

RE: (199188) FEE APPLICATION

FOR PROFESSIONAL SERVICES RENDERED THROUGH 31 AUGUST 2004

Date		Hours
08/03/04	GORMAN Draft Exhibit B to June fee application.	.30
08/05/04	GORMAN Revise monthly fee application.	.20
08/27/04	GORMAN E-mail to M. Jordan re: fee application deadline.	.20
TOTAL HOURS		.70

TIME SUMMARY:

JL GORMAN	0.70 hours at \$150.00 =	105.00
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CURRENT FEES	105.00
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TOTAL THIS MATTER	\$105.00
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TOTAL AMOUNT OF THIS INVOICE	\$10,488.91
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TOTAL BALANCE DUE	\$10,488.91
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Payment for legal services is due within 30 days of invoice date.

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MAINE

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

**CERTIFICATE OF SERVICE**

I, Jane L. Gorman, hereby certify that on this <sup>24<sup>th</sup></sup> day of January, 2005, I caused to be served by first class United States mail a copy of the Statement Of Fees For Services Rendered And Expenses Incurred By Drinker Biddle & Reath LLP As Special Corporate And Regulatory Counsel To Pegasus Satellite Television, Inc. And Certain Of Its Subsidiaries And Affiliates For The Period Beginning August 1, 2004 And Ending August 31, 2004 upon all parties on the attached service list.

By   
Jane L. Gorman  
Legal Assistant  
Drinker Biddle & Reath LLP  
One Logan Square  
18<sup>th</sup> & Cherry Streets  
Philadelphia, PA 19103

SERVICE LIST

<p>Pegasus Satellite Television 225 City Line Avenue, Suite 200 Bala Cynwyd, PA 19004 Attn: Scott Blank Joseph Pooler</p>	<p>Bernstein, Shur, Sawyer &amp; Nelson 100 Middle Street P.O. Box 9729 Portland, ME 04104 Attn: Robert J. Keach, Esquire</p>
<p>Sidley Austin Brown &amp; Wood, LLP One Bank Plaza 10 S. Dearborn Street Chicago, IL 60603 Attn: Larry J. Nyhan, Esquire James F. Conlan, Esquire</p>	<p>Sidley Austin Brown &amp; Wood, LLP 787 Seventh Avenue New York, NY 10019 Attn: Guy S. Neal, Esquire</p>
<p>Robert Checkoway, Esquire United State Trustee for The District of Maine 537 Congress Street, Room 303 Portland, ME 04104</p>	<p>Akin Gump Strauss Hauer &amp; Feld, LLP 590 Madison Avenue New York, NY 10022 Attn: David Botter</p>