

**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 SECOND 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 SEPTEMBER 1, 2004
AND ENDING NOVEMBER 30, 2004**

This matter came before the Court on the Second 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 September 1, 2004 and Ending November 30, 2004 (the “Akin Gump Second Interim Fee Application”). After proper notice and hearing, the Court having independently reviewed the Akin Gump Second 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 \$788,556.50, and reimbursements of expenses in the amount of \$57,775.72 for a total of \$846,332.22, for the period of September 1, 2004 through November 30, 2004.

Dated: February _____, 2005

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