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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)

) Chapter 11

TERRESTAR CORPORATION, *et al.*,¹)

) Case No. 11-10612 (SHL)

Debtors.)

) Jointly Administered
_____)

**AMENDED AGENDA OF MATTERS SCHEDULED FOR HEARING ON
AUGUST 23, 2012 AT 4:00 P.M. (PREVAILING EASTERN TIME)
WITH SUCH HEARING TO CONTINUE, IF NECESSARY, TO
AUGUST 24, 2012 AT 10:00 A.M. (PREVAILING EASTERN TIME)**

Location of Hearing: Honorable Judge Sean H. Lane
Courtroom No. 701
United States Bankruptcy Court
for the Southern District of New York
Alexander Hamilton Custom House
One Bowling Green
New York, New York 10004-1408

¹ The debtors in these chapter 11 cases, along with the last four digits of each debtor's federal taxpayer-identification number, are: (a) TerreStar Corporation [6127] and TerreStar Holdings Inc. [0778] (collectively, the "**February Debtors**"); and (b) TerreStar New York Inc. [6394]; Motient Communications Inc. [3833]; Motient Holdings Inc. [6634]; Motient License Inc. [2431]; Motient Services Inc. [5106]; Motient Ventures Holding Inc. [6191]; and MVH Holdings Inc. [9756] (collectively, the "**Other TSC Debtors**" and, collectively with the February Debtors, the "**TSC Debtors**").

Copies of Motions: A copy of each pleading can be viewed on the Court's website at www.ecf.nysb.uscourts.gov and at the website of the TSC Debtors' notice and claims agent, The Garden City Group ("**GCG**"), at www.TerreStarCorpRestructuring.com. Further information may be obtained by calling GCG at 888-872-9182.

I. CONTESTED MATTERS

- A. Compromise and Settlement with Elektrobit.** TSC Debtors' Motion for Entry of an Order, Pursuant to Bankruptcy Code Section 363(b) and Federal Rule of Bankruptcy Procedure 9019, Approving the Stipulation Between the TSC Debtors, Elektrobit Inc. and Certain of the Preferred Shareholders and Bridge Lenders [Docket No. 558]

Response Deadline: August 16, 2012 at 4:00 p.m.²

Responses:

1. Supplementary Objection of Jeffrey M. Swarts in Response to: The TSC Debtors' Third Amended Plan of Reorganization Disclosures [Docket No. 579]
2. Objection of Van Vlissingen and Co. to TSC Debtors' Motion for Entry of an Order, Pursuant to Bankruptcy Code Section 363(b) and Federal Rule of Bankruptcy Procedure 9019, Approving the Stipulation Between the TSC Debtors, Elektrobit Inc. and Certain of the Preferred Shareholders and Bridge Lenders [Docket No. 577]

Replies:

3. TSC Debtors' Reply to Objection of Van Vlissingen and Co. to the TSC Debtors' Motion for Entry of an Order, Pursuant to Bankruptcy Code Section 363(b) and Federal Rule of Bankruptcy Procedure 9019, Approving the Stipulation Between the TSC Debtors, Elektrobit Inc. and Certain of the Preferred Shareholders and Bridge Lenders [Docket No. 581]
4. Joinder of Elektrobit Inc. to the TSC Debtors' Reply to the Objection of Van Vlissingen and Co. [Docket No. 584]
5. *Joinder of the Stakeholders to TSC Debtors' Reply to Objection of Van Vlissingen and Co. to the TSC Debtors' Motion for Entry of an Order, Pursuant to Bankruptcy Code Section 363(b) and Federal Rule of Bankruptcy Procedure 9019, Approving the Stipulation Between the TSC Debtors, Elektrobit Inc. and Certain of the Preferred Shareholders and Bridge Lenders [Docket No. 586]*

² The Response Deadline was extended with respect to Van Vlissingen and Co.

Related Document(s):

6. Notice of Filing Revised Proposed Order With Respect to the TSC Debtors' Motion for Entry of an Order, Pursuant to Bankruptcy Code Section 363(b) and Federal Rule of Bankruptcy Procedure 9019, Approving the Stipulation Between the TSC Debtors, Elektrobot Inc. and Certain of the Preferred Shareholders and Bridge Lenders [Docket No. 580]

Status: The hearing on this matter is going forward. A revised proposed order will be presented.

B. DIP Motion.

1. Initial DIP Motion. Motion of the February Debtors and the Guarantor for Order (A) Authorizing the February Debtors to Obtain Post-Petition Financing and (B) Authorizing the February Debtors to Use Cash Collateral [Docket No. 512]

Response Deadline: August 2, 2012 at 5:00 p.m.

2. Supplemental DIP Motion. Supplemental DIP Motion of the TSC Debtors for an Order (A) Authorizing the TSC Debtors to Obtain Post-Petition Financing and (B) Authorizing the TSC Debtors to Use Cash Collateral [Docket No. 560]

Response Deadline: August 16, 2012 at 5:00 p.m.

Responses:

3. Reservation of Rights by Elektrobot Inc. in Response to Certain Pending Motions (Docket Nos. 512, 514 and 516) [Docket No. 559]
4. Supplementary Objection of Jeffrey M. Swarts in Response to: The TSC Debtors' Third Amended Plan of Reorganization Disclosures [Docket No. 579]

Related Document(s):

5. Notice of Filing of Exhibit C to the Motion of the February Debtors and the Guarantor for Order (A) Authorizing the February Debtors to Obtain Post-Petition Financing and (B) Authorizing the February Debtors to Use Cash Collateral [Docket No. 522]

Status: The hearing on this matter is going forward.

- C. Restructuring Compensation Motion.** TSC Debtors' Motion for an Order Authorizing the TSC Debtors to Make Certain Payments in Connection with Restructuring Compensation Program Nunc Pro Tunc to the Payment Dates [Docket No. 514]

Response Deadline: August 2, 2012 at 5:00 p.m.

Responses:

1. Reservation of Rights by Elektrobit Inc. in Response to Certain Pending Motions (Docket Nos. 512, 514 and 516) [Docket No. 559]
2. Supplementary Objection of Jeffrey M. Swarts in Response to: the TSC Debtors' Third Amended Plan of Reorganization Disclosures [Docket No. 579]

Related Document(s): None

Status: The hearing on this matter is going forward.

- D. Disclosure Statement Motion.** Motion for Entry of an Order: (A) Approving the First Supplement to the Second Amended Disclosure Statement for the Third Amended Joint Chapter 11 Plan of the TSC Debtors; (B) Approving Related Notice and Objection Procedures; (C) Approving Amended Forms of Ballots for the Solicitation of Votes to Accept or Reject the Third Amended Plan; and (D) Scheduling Confirmation Hearing [Docket No. 516]

Response Deadline: August 2, 2012 at 5:00 p.m.

Responses:

1. Preliminary Objection of Elektrobit Inc. To Motion For Entry Of An Order: (A) Approving The First Supplement To The Second Amended Disclosure Statement For The Third Amended Joint Chapter 11 Plan Of The TSC Debtors; (B) Approving Related Notice And Objection Procedures; (C) Approving Amended Forms Of Ballots For The Solicitation Of Votes To Accept Or Reject The Third Amended Plan; And (D) Scheduling Confirmation Hearing [Docket No. 525]
2. Objection of Jeffrey M. Swarts in Response to: The TSC Debtors' Third Amended Plan of Reorganization [Docket Nos. 553, 554]
3. Letter of Aldo Ismael Perez [Docket No. 556]
4. Reservation of Rights by Elektrobit Inc. in Response to Certain Pending Motions (Docket Nos. 512, 514 and 516) [Docket No. 559]

5. Letter of Thomas W. Binder to Disclosure Statement [Docket No. 563]
6. Letter of Raymond J. Coburn re: We the concerned common share holder's of Terrestar Corporation [Docket No. 578]
7. Supplementary Objection of Jeffrey M. Swarts in Response to: The TSC Debtors' Third Amended Plan of Reorganization Disclosures [Docket No. 579]

Related Document(s):

8. Third Amended Joint Chapter 11 Plan of TerreStar Corporation, Motient Communications Inc., Motient Holdings Inc., Motient License Inc., Motient Services Inc., Motient Ventures Holding Inc., MVH Holdings Inc., TerreStar Holdings Inc. and TerreStar New York Inc. [Docket No. 513]
9. First Supplement to the Second Amended Disclosure Statement for the Third Amended Joint Chapter 11 Plan of the TSC Debtors [Docket No. 515]
10. Notice of Filing Marked Version of the Third Amended Joint Chapter 11 Plan of the TSC Debtors [Docket No. 517]
11. First Amended Supplement to the Second Amended Disclosure Statement for the Third Amended Joint Chapter 11 Plan of the TSC Debtors [Docket No. 564]
12. Notice of Filing Marked Version of the First Amended Supplement to the Second Amended Disclosure Statement for the Third Amended Joint Chapter 11 Plan of the TSC Debtors [Docket No. 565]
13. Notice of Filing of Amended Exhibits to the Second Amended Disclosure Statement for the Third Amended Joint Chapter 11 Plan of Terrestar Corporation, Motient Communications Inc., Motient Holdings Inc., Motient License Inc., Motient Services Inc., Motient Ventures Holding Inc., MVH Holdings Inc., Terrestar Holdings Inc. and Terrestar New York Inc. [Docket No. 569]
14. Notice of Filing Documents Submitted by Jeffrey M. Swarts [Docket No. 575]
15. Notice of Filing Plan Supplement Document [Docket No. 582]

Status: The hearing on this matter is going forward. A revised proposed order will be presented.

New York, New York
Dated: August 23, 2012

/s/ Ira S. Dizengoff

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