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*Counsel to the TSC Debtors*

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

	)		
In re:	)		Chapter 11
	)		
TERRESTAR CORPORATION, <i>et al.</i> , <sup>1</sup>	)		Case No. 11-10612 (SHL)
	)		
Debtors.	)		Jointly Administered
	)		

**NOTICE OF HEARING ON FOURTH APPLICATIONS FOR INTERIM  
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT  
OF EXPENSES OF CERTAIN PROFESSIONALS**

[Docket Nos. 604, 609, 610]

**PLEASE TAKE NOTICE** that a hearing has been scheduled for **November 6, 2012 at 11:00 a.m. (prevailing Eastern time)** before the **Honorable Sean H. Lane of the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, Courtroom 701, New York, New York 10004**, wherein

<sup>1</sup> 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**"); (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**").

the Court will consider the following applications (each an “*Application*” and collectively, the “*Applications*”) for allowance of interim compensation and reimbursement of expenses incurred from March 1, 2012 through June 30, 2012, filed by certain professionals retained in the above-captioned chapter 11 cases:

<u>Professional</u>	<u>Nature of Representation</u>	<u>Fees Requested</u>	<u>Expenses Requested</u>
Akin Gump Strauss Hauer & Feld LLP [Docket No. 609]	Counsel for the TSC Debtors	\$1,117,296.50	\$45,688.17
Blackstone Advisory Partners L.P. [Docket No. 610]	Financial Advisor for the TSC Debtors	\$200,000.00	\$12,465.69
Deloitte Tax LLP [Docket No. 604]	Tax Advisor for the TSC Debtors	\$181,428.75	\$453.43

**PLEASE TAKE FURTHER NOTICE** that any responses to the relief requested in the Applications must be in writing, shall conform to the Bankruptcy Rules and the Local Rules, be filed with the Court either: (a) electronically in accordance with General Order M-399 (which can be found at <http://www.nysb.uscourts.gov>) by registered users of the Bankruptcy Court’s filing system, or (b) on a 3.5 inch disk, preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format (with a hard copy delivered directly to Chambers), in accordance with General Order M-182 (which can be found at <http://www.nysb.uscourts.gov>), and shall be served in accordance with the *Order Directing that Certain Orders in the Chapter 11 Cases of TerreStar Networks Inc., et al. Be Made Applicable to the Chapter 11 Cases of TerreStar Corporation and TerreStar Holdings Inc. Nunc Pro Tunc to the Petition Date*, dated February 23, 2011 [Docket No. 13] (the “*Applicability Order*”) upon: (i) TerreStar Corporation, 344 Maple Avenue West, #275, Vienna, Virginia 20190, Attn: Doug Brandon, Esq.; (ii) counsel to the TSC Debtors, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036, Attn: Ira S. Dizengoff, Esq., Arik Preis, Esq. and 1700 Pacific Ave., Suite 4100, Dallas, Texas 75201, Attn: Sarah Link Schultz, Esq.; (iii) the Office of

the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004, Attn: Susan D. Golden, Esq.; (iv) Weil, Gotshal & Manges LLP as counsel to Harbinger Capital Partners, LLC and certain of its managed and affiliated funds, 767 Fifth Avenue, New York, New York 10153, Attn: Debra A. Dandeneau, Esq. and Jessica Liou, Esq.; (v) Wachtell, Lipton, Rosen & Katz as counsel to Highland Capital Management, L.P. and certain of its managed and affiliated funds and counsel to NexBank, SSB, the agent for the TSC Debtors' post-petition debtor-in-possession financing, 51 West 52nd Street, New York, New York 10019, Attn: Scott K. Charles, Esq. and Alexander B. Lees, Esq.; (vi) Quinn Emanuel Urquhart & Sullivan, LLP as counsel to Solus Alternative Asset Management, L.P. and certain of its managed and affiliated funds and counsel to OZ Management LP and certain of its managed and affiliated funds, 51 Madison Avenue, 22nd Floor, New York, New York 10010, Attn: Scott C. Shelley, Esq. and Daniel Holzman, Esq.; and (vii) NexBank, SSB, 13455 Noel Road, 22nd Flr., Dallas, Texas 75240 as administrative agent under the Bridge Loan and as agent for the TSC Debtors' post-petition debtor-in-possession financing, Attn: Jeff Scott, in each case **so as to be received no later than October 30, 2012 at 5:00 p.m. (prevailing Eastern Time)** (the "**Response Deadline**").

**PLEASE TAKE FURTHER NOTICE** that copies of the Applications may be obtained for a fee on the Court's website at <http://ecf.nysb.uscourts.gov> or without charge on the TSC Debtors' claims and noticing agent's website at <http://www.terrestarcorporprestructuring.com>.

**PLEASE TAKE FURTHER NOTICE** that if no responses with respect to the Applications are timely filed and served in accordance with the Applicability Order and this notice, the TSC Debtors may, on or after the Response Deadline, submit to the Court an order

approving each of the Applications, which order may be entered with no further notice or opportunity to be heard offered to any party.

New York, New York  
Dated: September 11, 2012

/s/ Ira S. Dizengoff  
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