

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C.

SECURITIES EXCHANGE ACT OF 1934
Release No. 59985 / May 27, 2009

Administrative Proceeding File No. 3-13488

In the Matter of Pegasus Wireless Corporation

The U.S. Securities and Exchange Commission (Commission) today instituted public administrative proceedings against Pegasus Wireless Corporation (Pegasus) to determine whether the registration of each class of its securities should be revoked or suspended for a period not exceeding twelve months for failure to file required periodic reports.

In the order instituting proceedings, the Division of Enforcement (Division) alleges that Pegasus has not filed a report for any reporting period since it filed a quarterly report on Form 10-QSB for the quarter ending September 30, 2007, and that, as a result, Pegasus has failed to comply with Section 13(a) of the Securities Exchange Act of 1934 (Exchange Act) and Rules 13a-1 and 13a-13 thereunder.

In this proceeding, instituted pursuant to Exchange Act Section 12(j), a hearing will be scheduled before an Administrative Law Judge. At the hearing, the judge will hear evidence from the Division and Pegasus to determine whether the allegations of the Division contained in the Order, which the Division alleges constitute failures to comply with Exchange Act Section 13(a) and Rules 13a-1 and 13a-13 thereunder, are true. The judge in the proceeding will then determine whether the registration pursuant to Exchange Act Section 12 of the securities of Pegasus should be revoked or suspended for a period not exceeding twelve months. The Commission ordered that the Administrative Law Judge in this proceeding issue an initial decision not later than 120 days from the date of service of the order instituting proceedings.