

REDACTED -- FOR PUBLIC INSPECTION

August 12, 2002

Marlene H. Dortch
 Secretary
 Federal Communications Commission
 445 12th Street, SW – Room TW-A325
 Washington, D.C. 20554

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

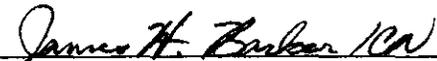
**Re: Ex Parte Notice – Consolidated Application of EchoStar
 Communications Corporation, General Motors Corporation and
 Hughes Electronics Corporation for Authority to Transfer Control,
 CS Docket No. 01-348**

Dear Ms. Dortch:

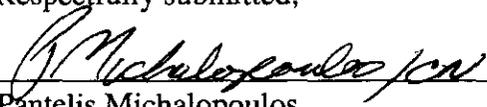
In accordance with Section 1.1206 of the Commission's Rules, 47 C.F.R. §1.1206, EchoStar Communications Corporation, Hughes Electronics Corporation and General Motors Corporation, Applicants in the above-referenced merger proceeding, submit the attached Merger Synergy Analysis, which provides further detail regarding the cost and revenue synergy model that has been submitted previously by the Applicants in connection with the proposed merger.

An original and one copy of this *ex parte* notice (and two copies of the attachment) are being filed with the Commission. If you have questions concerning this notice, please do not hesitate to contact the undersigned.

Respectfully submitted,


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*Counsel for Hughes Electronics
 Corporation and General Motors
 Corporation*


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*Counsel for EchoStar Communications
 Corporation*

Attachment

cc (w/ att.): Marcia Glauberman
 Linda Senecal

No. of Copies rec'd 071
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**HIGHLY CONFIDENTIAL ATTACHMENT --
SUBJECT TO SECOND PROTECTIVE
ORDER IN CS DOCKET NO. 01-348**