

REDACTED -- FOR PUBLIC INSPECTION

RECEIVED

August 13, 2002

AUG 13 2002

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

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

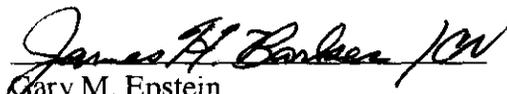
Re: Ex Parte Notice – Consolidated Application of EchoStar Communications Corporation, General Motors Corporation and Hughes Electronics Corporation for Authority to Transfer Control, CS Docket No. 01-348

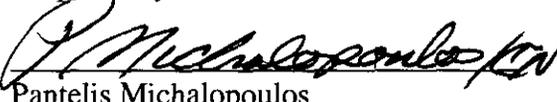
Dear Ms. Dortch:

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 revised Merger Synergy Analysis, which provides further detail regarding the cost and revenue synergy model that has been submitted previously by the Applicants and which replaces the Merger Synergy Analysis filed on March 12, 2002. This revision corrects certain mathematical errors discovered by the Applicants after the original version had been filed. We apologize for any inconvenience this may have caused.

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,


Gary M. Epstein
James H. Barker
Latham & Watkins
555 11th Street, N.W.
Suite 1000
Washington, D.C. 20004
(202) 637-2200


Pantelis Michalopoulos
Carlos M. Nalda
Steptoe & Johnson LLP
1330 Connecticut Avenue, N.W.
Washington, D.C. 20036
(202) 429-6494

Counsel for Hughes Electronics Corporation and General Motors Corporation

Counsel for EchoStar Communications Corporation

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

No. of Copies rec'd 011
List ABCDE

REDACTED -- FOR PUBLIC INSPECTION

**HIGHLY CONFIDENTIAL ATTACHMENT --
SUBJECT TO SECOND PROTECTIVE
ORDER IN CS DOCKET NO. 01-348**