

LATHAM & WATKINS LLP

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September 4, 2003

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**BY HAND**

FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

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	Washington D.C.

W. Kenneth Ferree  
Chief, Media Bureau  
Federal Communications Commission  
445 Twelfth Street, S.W.  
Washington, D.C. 20554

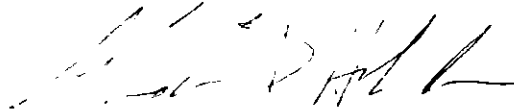
Re *Consolidated Application of General Motors Corporation, Hughes Electronics Corporation, and The News Corporation Limited for Authority to Transfer Control (MB Docket No. 03-124)*

Dear Mr. Ferree:

Enclosed, please find executed copies of the Confidentiality Agreements required by the Bureau's First and Second Protective Orders released respectively on May 22, 2003 and July 22, 2003, for access to documents filed under seal in the above referenced matter.

The nineteen executors of the enclosed Acknowledgements are Outside Counsel of Record, employees of Outside Counsel and experts or consultants for The News Corporation Limited, General Motors Corporation and Hughes Electronics Corporation.

Respectfully submitted,



Alexander D. Hoehn-Saric  
*Counsel for General Motors Corporation  
and Hughes Electronics Corporation*

Enclosures

cc Marlene H. Dortch  
Marcia Glauberman  
Linda Senecal  
William M. Wiltshire  
Richard E. Wiley  
Charles D. Ferris  
David J. Saylor

2003-09-04 10:00 AM  
014

## APPENDIX B

## Acknowledgment of Confidentiality

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

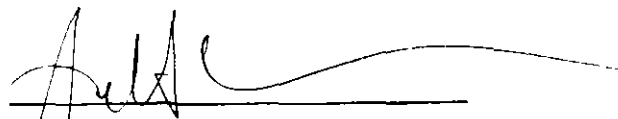
Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 5 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 2 of the Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 10 of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order

Executed at Washington, DC this 31 day of September, 2003.



James H. Barker  
Attorney  
Latham & Watkins  
555 Eleventh Street, N W,  
Suite 1000  
Washington, D.C. 20004-1304  
(202) 637-2231

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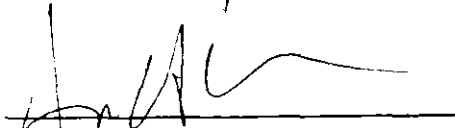
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Executed at Washington, DC this 3<sup>rd</sup> day of September, 2003

  
James H. Barker  
Attorney  
Latham & Watkins  
555 Eleventh Street, N W,  
Suite 1000  
Washington, D.C. 20004-1304  
(202) 637-2231

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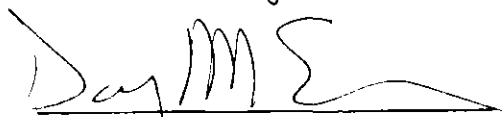
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Executed at Washington DC this 26<sup>th</sup> day of August, 2003



Gary M. Epstein  
Attorney  
Latham & Watkins  
555 Eleventh Street, N.W.,  
Suite 1000  
Washington, D.C. 20004-1304  
(202) 637-2249

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Executed at Washington DC this 26<sup>th</sup> day of Sept, 2003.



Gary M. Epstein  
Attorney  
Latham & Watkins  
555 Eleventh Street, N.W.,  
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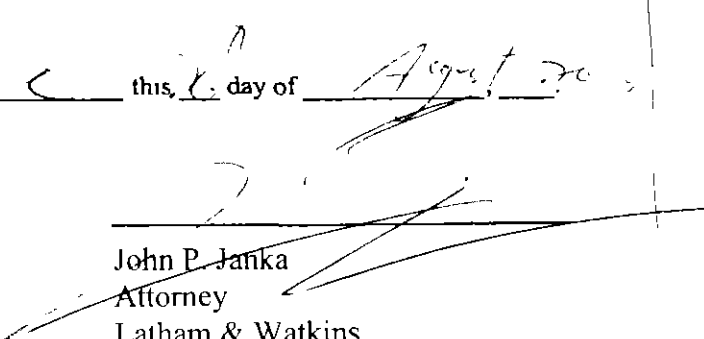
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Executed at Washington, D.C. this 10<sup>th</sup> day of August 2003.

  
John P. Janka  
Attorney  
Latham & Watkins  
555 Eleventh Street, N W,  
Suite 1000  
Washington, D.C. 20004-1304  
(202) 637-2289

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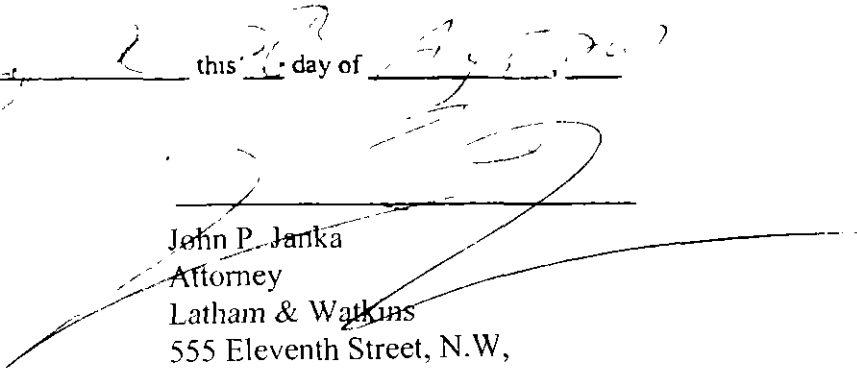
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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Second Protective Order

Executed at Washington, D.C. this 27 day of August, 2003

  
\_\_\_\_\_  
John P. Janka  
Attorney  
Latham & Watkins  
555 Eleventh Street, N.W,  
Suite 1000  
Washington, D C 20004-1304  
(202) 637-2289

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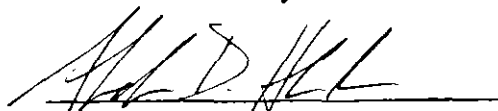
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Executed at Washington DC this 26<sup>th</sup> day of August, 2003.



Alexander D. Hoehn-Saric  
Attorney  
Latham & Watkins  
555 Eleventh Street, N W,  
Suite 1000  
Washington, D.C. 20004-1304  
(202) 637-1026



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Executed at Washington D.C. this 25<sup>th</sup> day of August, 2003



Alexander D Hoehn-Saric  
Attorney  
Latham & Watkins  
555 Eleventh Street, N.W.,  
Suite 1000  
Washington, D.C. 20004-1304  
(202) 637-1026

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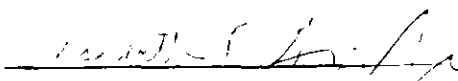
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Executed at \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_



Elisabeth P. Grippando  
Paralegal  
Latham & Watkins  
555 Eleventh St, N.W.  
Suite 1000  
Washington, D.C. 20004-1304

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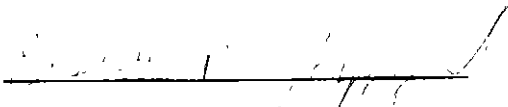
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Executed at \_\_\_\_\_ this \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_

  
Elisabeth P. Grippando  
Paralegal  
Latham & Watkins  
555 Eleventh St, N.W.  
Suite 1000  
Washington, D.C. 20004-1304

Federal Communications Commission

DA 03-1761

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Executed at Chicago, IL this 2 day of Sept, 2003

Dennis W. Carlton  
 [Name] Dennis W. Carlton  
 [Position] Lexecon  
 [Address] 332 S. Michigan Ave  
 [Telephone] Chicago IL 60604  
 312-322-0215

Federal Communications Commission

DA 03-2376

APPENDIX B

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Executed at Chicago IL this 2 day of Sept, 03

Dennis W. Carlton  
[Name] Dennis W. Carlton  
[Position] Lexecon  
[Address] 332 S. Michigan Ave  
[Telephone] Chicago IL 60604  
312-322-0244

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554**

----- )  
*Application of* )  
 )  
**GENERAL MOTORS CORPORATION AND** )  
**HUGHES ELECTRONICS CORPORATION,** )  
 )  
Transferors, ) MB Docket No 03-124  
 )  
and )  
 )  
**THE NEWS CORPORATION LIMITED,** )  
 )  
Transferee, )  
 )  
For Authority to Transfer Control )  
----- )

**ACKNOWLEDGMENT OF CONFIDENTIALITY**

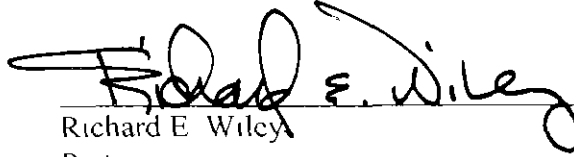
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Executed at Washington, DC this 30 day of September, 2003.

A handwritten signature in black ink, appearing to read "Richard E. Wiley", is written over a horizontal line. The signature is stylized with large, flowing letters.

Richard E. Wiley  
Partner  
Wiley Rein & Fielding LLP  
1776 K Street NW  
Washington, DC 20006  
202.719 7000

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554**

----- )  
*Application of* )  
 )  
**GENERAL MOTORS CORPORATION AND** )  
**HUGHES ELECTRONICS CORPORATION,** )  
 )  
Transferors, ) MB Docket No 03-124  
 )  
and )  
 )  
**THE NEWS CORPORATION LIMITED,** )  
 )  
Transferee, )  
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For Authority to Transfer Control )  
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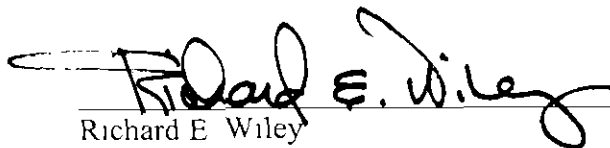
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Executed at Washington, DC this 30 day of September, 2003

A handwritten signature in black ink, appearing to read "Richard E. Wiley", is written over a horizontal line. The signature is stylized with a large initial "R" and a long, sweeping tail.

Richard E Wiley

Partner

Wiley Rem & Fielding LLP

1776 K Street NW

Washington, DC 20006

202 719 7000

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554**

Application of	)	
	)	
	)	
<b>GENERAL MOTORS CORPORATION AND HUGHES ELECTRONICS CORPORATION,</b>	)	
	)	
Transferors,	)	MB Docket No 03-124
	)	
and	)	
	)	
<b>THE NEWS CORPORATION LIMITED,</b>	)	
	)	
Transferee,	)	
	)	
For Authority to Transfer Control	)	
	)	

**ACKNOWLEDGEMENT OF CONFIDENTIALITY**

I hereby acknowledge that I have received and read a copy of the foregoing Second Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Second Protective Order and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by the Second Protective Order. I acknowledge that a violation of the Second Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the order is due solely to my capacity as Outside Counsel of Record or consultant to a party or other person described in paragraph 5 of the foregoing Second Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Second Protective Order.

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Executed at Washington, DC this 30 day of September 2003

Lawrence W. Secret III

Lawrence W Secret, III

Partner

Wiley Rein & Fielding LLP

1776 K Street NW

Washington, DC 20006

202 719 7000

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554**

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**HUGHES ELECTRONICS CORPORATION,** )  
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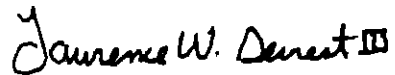
I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 2 of the Protective Order.

I acknowledge that it is my obligation to ensure that (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 10 of the Protective Order, and I certify that I have verified that there are in place

procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order

Executed at Washington, DC this 30 day of September, 2003



Lawrence W. Secrest, III

Partner

Wiley Rein & Fielding LLP

1776 K Street NW

Washington, DC 20006

202.719 7000

Before the  
**FEDERAL COMMUNICATIONS COMMISSION**  
Washington, D.C. 20554

Application of	)	
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<b>GENERAL MOTORS CORPORATION AND</b>	)	
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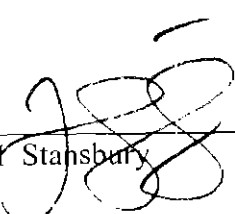
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Executed at Wash. DC this 3d day of Sept, 2003.

  
\_\_\_\_\_  
Todd M. Stansbury  
Partner  
Wiley Rem & Fielding LLP  
1776 K Street NW  
Washington, DC 20006  
202 719 7000

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554**

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<b>GENERAL MOTORS CORPORATION AND HUGHES ELECTRONICS CORPORATION,</b>	)	
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Transferors,	)	MB Docket No 03-124
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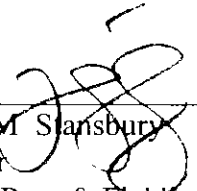
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Executed at Wash. DC this 3rd day of Sept., 2003

  
\_\_\_\_\_  
Todd M. Stansbury  
Partner  
Wiley Rein & Fielding LLP  
1776 K Street NW  
Washington, DC 20006  
202 719 7000

**Before the  
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