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ATTORNEYS AT LAW

November 3, 2003

BY ELECTRONIC FILING

Marlene H. Dortch
Office of the Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20054

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 Ms. Dortch:

In an *ex parte* notice dated October 31, 2003, we mistakenly indicated that Stacy Fuller was present at a meeting with Commissioner Abernathy and Rupert Murdoch, Michael Regan, and Maureen O'Connell of The News Corporation Limited. Jennifer Manner was present at that meeting. We are attaching a corrected version of the *ex parte* notice to this letter. Our apologies for any inconvenience this may have caused.

Sincerely,

 /s/
William M. Wiltshire
Michael D. Nilsson
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1200 Eighteenth Street, N.W.
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202-730-1300

Counsel for The News Corporation Limited



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October 31, 2003

BY ELECTRONIC FILING

Marlene H. Dortch
Office of the Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20054

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) (Corrected)*

Dear Ms. Dortch:

This is to inform you that, on October 30, 2003, Rupert Murdoch, Michael Regan, and Maureen O'Connell of The News Corporation Limited ("News Corp.") conducted a series of meetings to discuss News Corp.'s proposed investment in Hughes Electronics Corporation with the following:

- Chairman Powell and Legal Advisor Paul Gallant;
- Commissioner Abernathy and Senior Counsel Jennifer Manner;
- Commissioner Adelstein and Legal Advisor Johanna Mikes;
- Commissioner Capps and Senior Legal Advisor Jordan Goldstein;
- Commissioner Martin and Legal Advisor Catherine Bohigian; and
- Kenneth Ferree, Barbara Esbin, Tracy Waldon, Marcia Glauber, Erin Dozier, Timothy May, William Cox, Thomas Horan, and Priya Shrinivasan of the Media Bureau; Jim Bird, Neil Dellar, Joel Rabinovitz, and C. Anthony Bush of the Office of General Counsel; JoAnn Lucanik, Douglas Webbink, and Marilyn Simon of the International Bureau; and Donald Stockdale of the Office of Strategic Planning and Policy Analysis.

At each of these meetings, Mr. Murdoch discussed how the proposed transaction will bring News Corp.'s energy and expertise to Hughes and thereby create real competition to incumbent cable companies. The result will be better, more innovative services for consumers, such as interactive television, high definition television, and local-into-local in all 210 Designated Market Areas in the country as soon as 2006 and no later than 2008. Mr. Murdoch urged the Commission not to

HARRIS, WILTSHIRE & GRANNIS

Marlene H. Dortch
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allow private interests to use the public regulatory process for self-serving aims. In addition, Mr. Murdoch discussed the need for prompt Commission action to bring this proceeding to a close. DIRECTV has been in limbo for almost three years, and the Commission can best serve the public interest by approving the proposed transaction so that the process of reinvigorating the company and enabling it to become the best possible competitor to cable can begin as expeditiously as possible.

Sincerely,

 /s\

William M. Wiltshire
Michael D. Nilsson
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1200 Eighteenth Street, N.W.
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Counsel for The News Corporation Limited