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October 12, 2005

**BY ELECTRONIC FILING**

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 Twelfth Street, S.W.  
Washington, DC 20554

Re: *Written Ex Parte Communication, MB Docket No. 05-192*

Dear Ms. Dortch:

Pursuant to Section 1.1206 of the Commission's rules, DIRECTV, Inc. ("DIRECTV") submits the enclosed Surreply and accompanying expert report for inclusion in the above referenced proceeding. DIRECTV was hoping that this Surreply could include an analysis of further information submitted by the Applicants to verify and quantify the asserted benefits of the Transactions, as required to satisfy their burden of proof in this proceeding. However, 130 days into this proceeding, Applicants have failed to submit any empirical evidence in support of their Application.

Rather than wait any longer, DIRECTV submits this Surreply now and looks forward to an opportunity for further comment if and when Applicants finally submit the information necessary to support their application. DIRECTV remains concerned that, assuming Applicants will attempt to meet their evidentiary burden at some point, neither the Commission nor interested parties will have a sufficient opportunity to conduct the thorough analysis required in this case prior to expiration of the Commission's informal 180-day target for processing such applications.

Respectfully submitted,

/s/

William M. Wiltshire  
*Counsel for DIRECTV, Inc.*

**HARRIS, WILTSHIRE & GRANNIS**

Marlene H. Dortch

October 12, 2005

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Enclosures

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