

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

In the Matter of

Constellation, LLC,
Carlyle PanAmSat I, LLC,
Carlyle PanAmSat II, LLC,
PEPPAS, LLC
and PEOP PAS, LLC,

Transferors,

and

Intelsat Holdings, Ltd.,

Transferee,

Consolidated Application for Authority to
Transfer Control of PanAmSat Licensee
Corporation. and PanAmSat H-2 Licensee
Corporation

IB Docket No. 05-290

DA No. 05-2715

File Nos. SAT-T/C-20050930-00193
SAT-T/C-20050930-00194
SAT-T/C-20050930-01356
SAT-T/C-20050930-01357
SAT-T/C-20050930-01371

COMMENTS OF ORBITAL SCIENCES CORPORATION

The above-captioned application (the “Application”) seeks the Commission’s consent to transfer control to Intelsat Holdings, Ltd. (“Intelsat”) of licenses held by two subsidiaries of PanAmSat Holding Corporation (“PanAmSat”).¹ Orbital Sciences Corporation (“Orbital”) hereby comments in support of the Application.

Orbital develops and manufactures space and rocket systems for commercial, military and civil government customers. The company's primary products are satellites and launch vehicles, including low-orbit, geosynchronous and planetary spacecraft for communications,

¹ See Public Notice, *Constellation, LLC, Carlyle PanAmSat I, LLC, Carlyle PanAmSat II, LLC, PEP PAS, LLC, and PEOP PAS, LLC, Transferors, and Intelsat Holdings, Ltd., Transferee, Seek FCC Consent to Transfer Control of Licenses and Authorizations Held by PanAmSat Licensee Corp. and PanAmSat H-2 Licensee Corp.*, IB Docket No. 05-290, DA 05-2715 (Oct. 14, 2005).

remote sensing, scientific and defense missions; ground- and air-launched rockets that deliver satellites into orbit; and missile defense systems that are used as interceptor and target vehicles. Orbital also offers space-related technical services to government agencies and develops and builds satellite-based transportation management systems for public transit agencies and private vehicle fleet operators.

Orbital has built three communications satellites for PanAmSat and is under contract to build one additional satellite for PanAmSat. It is currently constructing an additional satellite, Horizons-2, for the PanAmSat/JSAT joint venture, Horizons. Through this experience with PanAmSat, Orbital believes that it is well-qualified to evaluate the proposed Intelsat-PanAmSat merger and the merger's likely effect on the aerospace industry in the United States. As explained below, Orbital supports a grant of the Application.

Fixed-Satellite Service operators have in recent years faced substantial and increasing competition from numerous terrestrial sources, as well as from domestic and regional satellite systems. Orbital believes that the proposed merger between PanAmSat and Intelsat will generate tremendous efficiencies, making for a stronger satellite operator that is better positioned to thrive in this competitive environment. A stronger satellite operator will, in turn, be more likely to take a long-term perspective on future growth in its business, and thus be more likely to commit the resources necessary to assure adequate satellite capacity in the years to come. Such an operator will also have access to the significant capital required to build and launch communications satellites.

In addition, a stronger satellite operator will be more willing to invest resources to develop new products, such as broadband by satellite. It is these types of new satellite services

that will create more demand for transponder capacity, and ultimately will lead to the construction of more new satellites.²

Finally, it is important to note that the combined Intelsat-PanAmSat will have its administrative headquarters in the United States,³ where over 90% of each company's employees reside today. While the U.S. venue does not guarantee that U.S. manufacturers will be chosen to build the combined company's satellites (the satellite manufacturing business today is highly, and appropriately, international), the Commission should not ignore the fact that the combined company will help to continue the leadership of U.S.-based companies in the aerospace and defense industries.

For these reasons, Orbital supports the merger of Intelsat and PanAmSat and urges the Commission to grant the Application.

Respectfully submitted,

ORBITAL SCIENCES CORPORATION

By: 

Leo Millstein
Senior Vice President and General Counsel
Orbital Sciences Corporation
21839 Atlantic Boulevard
Dulles, Virginia 20166

November 8, 2005

² *Id.* (“From this point on, commercial satellite construction can only hope for a boost from the increase in HDTV offerings and the emergent satellite broadband market, Engel said.”).

³ See Peter B. deSelding, *Intelsat, PanAmSat Officials See Clear Sailing for Merger*, Space News, Sept. 5, 2005, at 4.

CERTIFICATE OF SERVICE

I, Marilyn C. Barbaro do hereby certify that on this 8th day of November, 2005, I sent, via electronic mail, a true and correct copy of the foregoing Comments of Orbital Sciences Corporation to the following:

PanAmSat Holding Corporation

James W. Cuminale
Executive Vice President,
General Counsel and Secretary
20 Westport Road
Wilton, Connecticut 069897
jcuminale@panamsat.com

Counsel for PanAmSat Holding Corporation

Henry Goldberg
Joseph A. Godles
Goldberg, Godles Wiener & Wright
1229 19th Street, N.W.
Washington, D.C. 20036
hgoldberg@g2w2.com
jgodles@g2w2.com

Constellation, LLC

Alexander Navab
c/o Kohlberg Kravis Roberts & Co. L.P.
9 West 57th Street
New York, New York 10019
navab@kkcr.com

Carlyle PanAmSat I, LLC
Carlyle PanAmSat II, LLC

Bruce E. Rosenblum
Managing Director
c/o The Carlyle Group
1001 Pennsylvania Avenue, N.W.
Suite 220 South
Washington, D.C. 20004-2505
Bruce.rosenblum@carlyle.com

Intelsat Holdings, Ltd.

Phillip Spector
Executive Vice President and General Counsel
Wellesley House North, 2nd Floor
90 Pitts Bay Road
Bermuda
phil.spector@intelsat.com

Susan H. Crandall
Assistant General Counsel
Intelsat Global Service Corporation
3400 International Drive, N.W.
Washington, D.C. 20008
susan.crandall@intelsat.com

Counsel for Intelsat Holdings, Ltd.

Bert W. Rein
Jennifer D. Hindin
Wiley Rein & Fielding LLP
1776 K Street, N.W.
Washington, D.C. 20006
brein@wrf.com
jhindin@wrf.com

PEP PAS, LLC
PEOP PAS, LLC

Paul J. Salem
Executive Vice President
50 Kennedy Plaza
18th Floor
Providence, Rhode Island 02903
p.salem@provequity.com

Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

James Ball
Chief
Policy Division
International Bureau
James.Ball@fcc.gov

JoAnn Lucanik
Associate Division Chief
Satellite Division
International Bureau
JoAnn.Lucanik@fcc.gov

James Bird
Senior Counsel
Office of General Counsel
Jim.Bird@fcc.gov

Kathleen Collins
Attorney Advisor
Policy Division
International Bureau
Kathleen.Collins@fcc.gov

Marilyn Simon
Chief Economist
Satellite Division
International Bureau
Marilyn.Simon@fcc.gov

Neil Dellar
Attorney Advisor
Office of General Counsel
Neil.Dellar@fcc.gov



Marilyn C. Barbaro
Executive Legal Assistant
Orbital Sciences Corporation
21839 Atlantic Boulevard
Dulles, Virginia 20166