



WILLIAMS MULLEN

Direct Dial: 202.293.8111  
jshepard@williamsmullen.com

May 1, 2007

Ms. Marlene H. Dortch, Secretary  
Federal Communications Commission  
Office of the Secretary  
445 12<sup>th</sup> Street, S.W.  
Washington, DC 20554

Re: Notice of Oral Ex Parte Presentations in Connection With the Consolidated Application for Authority to Transfer Control in Connection With the Sirius/XM Merger (File Nos. SAT-T/C-20070320-00053, SAT-T/C-20070320-00054, SES-T/C-INTR2007-00693, and SES-T/C-INTR2007-00694) (MB Docket No. 07-57)

Dear Ms. Dortch:

On May 1, 2007, the undersigned and Jerry W. Kilgore, representing the Consumer Coalition for Competition in Satellite Radio (“C3SR”), met with Commissioner Robert M. McDowell and Legal Advisor Angela E. Giancarlo, to discuss C3SR’s concerns with the proposed merger of XM Satellite Radio Holdings, Inc. and Sirius Satellite Radio, Inc. and the above-referenced applications.

The concerns of C3SR about the potential harm to consumers from the complete loss of competition in satellite radio were discussed. Specifically, C3SR discussed the impact and likelihood of price increases, the lack of practical substitutes for satellite radio service in automobiles today, the likelihood of significant stranded consumer investment in satellite radio receivers from monopoly price increases, and the likelihood of increased commercial clutter and an overall reduction in program choices under a satellite radio monopoly. References were made to the “Expert Declaration of J. Gregory Sidak Concerning the Competitive Consequences of the Proposed Merger of Sirius Satellite Radio, Inc. and XM Satellite Radio, Inc.,” previously filed in the Docket of these proceedings (April 2, 2007).

Pursuant to Section 1.1206(b) of the Commission’s Rules, an original and one copy of this letter are being submitted to the Secretary’s office, with a copy to Commissioner

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1666 K Street, N.W., Suite 1200 Washington, D.C. 20006 Tel: 202.833.9200 Fax: 804.783.6507 or 202.293.5939  
www.williamsmullen.com

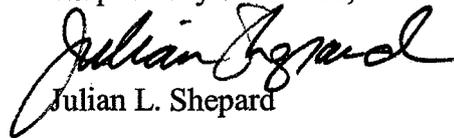


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McDowell and Ms. Giancarlo. In addition, a copy of this letter is being filed electronically for inclusion in the public record of these proceedings.

Respectfully submitted,

  
Julian L. Shepard

cc: Commissioner Robert M. McDowell  
Ms. Angela E. Giancarlo