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June 15, 2007

VIA ECFS

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: Consolidated Application for Authority to Transfer Control of XM Radio Inc.
and Sirius Satellite Radio Inc., MB Docket No. 07-57; **EX PARTE**

Dear Ms. Dortch:

In accordance with Section 1.1206 of the Commission's rules, 47 C.F.R. § 1.1206, and the Commission's Public Notice dated March 29, 2007 (DA 07-1435), this letter notifies the Commission that on June 14, 2007, Peter Shields and Robert Pettit of Wiley Rein LLP, counsel for Sirius Satellite Radio Inc., and Jim Barker, Barry Blonien, and I of Latham & Watkins LLP, counsel for XM Satellite Radio Holdings Inc., met with Stephen Duall, Gardner Foster, and Marilyn Simon of the International Bureau, Amy Brett, Jamila Bess Johnson, and Roy Stewart of the Media Bureau, and James Bird, Michele Ellison, and Ann Bushmiller of the Office of General Counsel. During this meeting, the participants discussed various procedural issues in connection with the Commission's review of the Consolidated Application.

Respectfully,

/s/ Gary M. Epstein

Gary M. Epstein
Counsel for XM Satellite Radio Holdings Inc.

cc: Stephen Duall
Gardner Foster
Marilyn Simon
Amy Brett
Jamila Bess Johnson
Roy Stewart
James Bird
Michele Ellison
Ann Bushmiller