

ORIGINAL

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)
Sirius Satellite Radio Inc.,)
and)
XM Satellite Radio Holdings, Inc.,)
Consolidated Application for Authority to)
Transfer Control of XM Radio Inc. and)
Sirius Satellite Radio Inc.)
In the Matter of)
Primosphere Limited Partnership)
Application for Authority to Construct,)
Launch and Operate Satellites in the)
Satellite Digital Audio Radio Service)

DOCKET FILE COPY ORIGINAL

MB Docket No. 07-57

FILED/ACCEPTED
JUL - 3 2007
Federal Communications Commission
Office of the Secretary

File Nos. 29/30-DSS-LA-93
16/17-DSS-P-93

To: Office of the Secretary

MOTION TO CONSOLIDATE

Primosphere Limited Partnership ("Primosphere"), by its attorneys, hereby submits this Motion to Consolidate the two above-captioned proceedings.

On December 27, 2001, Primosphere submitted an Application for Review of the International Bureau's dismissal of Primosphere's above-captioned application for authority to construct, launch and operate two satellites in the Satellite Digital Audio Radio Service ("SDARS"). On April 16, 2004, Primosphere submitted a Motion to Withdraw Application for Review, requesting that its Application for Review be dismissed. However, the Commission never dismissed Primosphere's Application for Review, and, therefore, Primosphere's

No. of Copies rec'd 0 + 10
List ABCDE

application remains pending before the Commission. On February 22, 2007, Primosphere withdrew its Motion to Withdraw Application for Review and on March 19, 2007, Primosphere filed a Supplement to its Application for Review.

On March 20, 2007, XM Satellite Radio Holdings Inc. ("XM Radio") and Sirius Satellite Radio Inc. ("Sirius") filed their above-captioned Consolidated Application for Authority to Transfer Control. Because Primosphere's application is still pending and the matters raised in Primosphere's March 19, 2007 Supplement are directly related to the proposed merger of XM Radio and Sirius, Primosphere requests that its application and the matters raised in its Supplement be considered simultaneously with the XM/Sirius merger application.

THEREFORE, for the reasons stated above, Primosphere respectively request that the above-captioned two matters be consolidated.

Respectfully submitted,

Primosphere Limited Partnership

By: Howard M. Liberman
Howard M. Liberman
Jeewon Kim
DRINKER BIDDLE & REATH LLP
1500 K Street, NW
Suite 1100
Washington, D.C. 20005
(202) 842-8800

Its Attorneys

July 3, 2007

CERTIFICATE OF SERVICE

I, Nellie Martinez-Redicks, hereby certify that on this 3rd day of July, 2007, a true and correct copy of the foregoing "Motion to Consolidate" has been mailed first-class, postage prepaid mail to the following:

Patrick L. Donnelly
Executive Vice President, General Counsel,
and Secretary
Sirius Satellite Radio Inc.
1221 Avenue of the Americas, 36th Floor
New York, NY 10020

Dara Altman
Executive Vice President, Business
and Legal Affairs
XM Satellite Radio Holdings Inc.
1500 Eckington Place, NE
Washington, DC 20002

Richard E. Wiley
Robert L. Pettit
Peter D. Shields
Jennifer D. Hindin
Wiley Rein LLP
1776 K Street NW
Washington, DC 20006
Counsel for Sirius Satellite Radio Inc.

Gary M. Epstein
James H. Barker
Brian W. Murray
Latham & Watkins LLP
555 Eleventh Street, NW
Suite 1000
Washington, DC 20004-1304
Counsel for XM Satellite Radio Holdings Inc.

And copies have been sent by e-mail to:

Rosemary C. Harold, Media Bureau, e-mail Rosemary.Harold@fcc.gov

Tracy Waldon, Media Bureau, e-mail Tracy.Waldon@fcc.gov

Royce Sherlock, Media Bureau, e-mail Royce.Sherlock@fcc.gov

Jim Bird, Office of General Counsel, e-mail Jim.Bird@fcc.gov

Gardner Foster, International Bureau, e-mail Gardner.Foster@fcc.gov

Marilyn Simon, International Bureau, e-mail Marilyn.Simon@fcc.gov

Marcia Glauberman, Media Bureau, e-mail Marcia.Glauberman@fcc.gov

Amy Brett, Media Bureau, e-mail Amy.Brett@fcc.gov

Erin McGrath, Wireless Bureau, e-mail Erin.McGrath@fcc.gov


Nellie Martinez-Redicks 8