



July 5, 2007

ELECTRONIC FILING

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, SW
Washington DC 20554

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

Dear Ms. Dortch:

Frank Sinatra Enterprises respectfully submits this letter in support of the proposed merger of Sirius Satellite Radio Inc. (Sirius) and XM Radio Inc. (XM). In April, 2006, Frank Sinatra Enterprises launched a channel on Sirius, entitled "Siriusly Sinatra," which is dedicated to the music, time and spirit of Frank Sinatra. Frank Sinatra Enterprises believes the proposed merger will greatly benefit consumers by making this exclusive programming available to more listeners.

"Siriusly Sinatra" is a 24-hour, seven-day-a-week, commercial-free channel that airs recordings covering Sinatra's entire career, as well as other artists from the big band, swing and traditional pop genres. The channel also provides exclusive programs, including "The Chairman's Hour," a program that is "hosted" by Frank Sinatra himself using archival material, and "The Nancy Sinatra Show," a weekly show hosted by Nancy Sinatra.

Frank Sinatra Enterprises understands that opponents of this merger claim that the merger of Sirius and XM will result in a monopoly that will harm consumers. Given the broad selection of products and services used by consumers to listen to Frank Sinatra's works, we have a hard time understanding this argument. The music of Frank Sinatra and other big band, swing, and traditional pop music is available on terrestrial radio, internet radio, and available for download to MP3 players.

We believe that the merger of Sirius and XM will greatly benefit consumers.

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Satellite radio has permitted Frank Sinatra Enterprises to create a unique format that provides consumers with commercial-free access to this classic genre of music and entertainment 24 hours a day not reliant on simply appealing to the lowest common denominator of a broadcast demographic. The merger of Sirius and XM will make this extraordinary programming available to many more listeners, including those who currently subscribe to XM. Understand that the merger also will make programming choices available to listeners on a more a la carte basis at lower prices. In our view, this will encourage more listeners to subscribe to satellite radio.

For these reasons, Frank Sinatra Enterprises strongly urges the FCC to approve the merger of Sirius and XM.

Respectfully submitted,



Robert A. Finkelstein

RAF/dm