



WILLIAMS MULLEN

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July 26, 2007

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 Twelfth Street, S.W.
Washington, DC 20554

Re: Consolidated Application for Authority to Transfer Control in Connection
With the Sirius/XM Merger
MB Docket No. 07-57

Dear Ms. Dortch:

The Consumer Coalition for Competition in Satellite Radio ("C3SR"), through its counsel, and pursuant to DA 07-3135,¹ hereby submits signed Acknowledgments of Confidentiality for the following individuals: Julian L. Shepard, Jerry W. Kilgore, D. Cameron Prell, Christopher Nolen, Benjamin D. Arden and Angela Spencer (paralegal) of Williams Mullen, a Professional Corporation, outside counsel to C3SR; and J. Gregory Sidak, Hal J. Singer and Bradford Lyman of Criterion Economics, L.L.C., outside consultants to C3SR. We hereby request five (5) copies of the unredacted version of the "Joint Opposition to Petitions to Deny and Reply Comments of Sirius Satellite Radio Inc. and XM Satellite Radio Holdings Inc." and all exhibits and attachments thereto, as well as any other confidential documents submitted by parties to the above-referenced Consolidated Application.

Respectfully Submitted,

Julian L. Shepard
Counsel for C3SR

Enclosures:

Acknowledgements of Confidentiality
Certificate of Service

¹ *Applications of Sirius Satellite Radio Inc. and XM Satellite Radio Holdings Inc. for Approval to Transfer Control, Protective Order, DA 07-3135 (rel. July 11, 2007).*

A Professional Corporation



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Page 2

cc: Best Copy and Printing, Inc.
Portals II
445 12th Street, SW, Room CY-B402
Washington, DC 20554

cc: (by email):
Rosemary Harold
Tracy Waldon
Royce Sherlock
Jim Bird
Gardner Foster
Marilyn Simon
Marcia Glauberman
Amy Brett
Erin McGrath
Jamila Bess Johnson

CERTIFICATE OF SERVICE

I, Angela C. Spencer, hereby certify that on this 26th day of July, 2007, copies of the foregoing Acknowledgements of Confidentiality on behalf of the Consumer Coalition for Competition in Satellite Radio were served by first-class U.S. mail, postage prepaid, to the following:

Richard E. Wiley
Robert L. Pettit
Peter D. Shields
Jennifer D. Hindin
Wiley Rein LLP
1776 K Street, NW
Washington, DC 20006

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James H. Barker
Brian W. Murray
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Patrick L. Donnelly
Executive Vice President, General Counsel
And Secretary
Sirius Satellite Radio Inc.
1221 Avenue of the Americas
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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


Angela C. Spencer

Acknowledgment of Confidentiality

MB Docket No. 07-57

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation, or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Protective Order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 4 of the foregoing Protective Order and that I will not use such information in any other capacity, nor will I disclose such information except as specifically provided in the Protective Order.

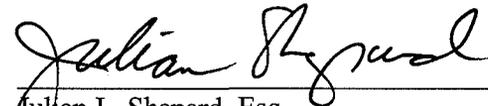
I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 4 of the Protective Order.

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I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed at Washington, DC this 25th day of July, 2007.



Julian L. Shepard, Esq.
Outside Counsel to C3SR
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Washington, DC 20006
202.833.9200

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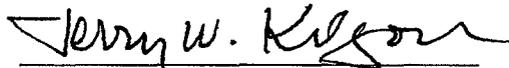
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Executed at Richmond VA this 26 day of July, 2007.



Jerry W. Kilgore, Esq.
Outside Counsel to C3SR
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Two James Center
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804.643.1991

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Executed at Richmond, VA this 25th day of July, 2007.



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804.643.1991

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D. Cameron Prell, Esq.
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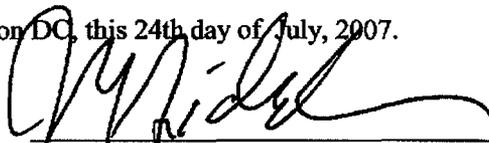
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Executed at 1620 I St. NW, Washington DC, this 24th day of July, 2007.



J. Gregory Sidak
Outside Consultant
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202.331.5023

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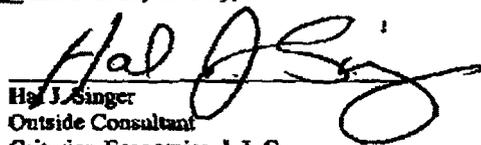
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Hal J. Singer
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Bradford Lyman
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