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**REDACTED – FOR PUBLIC INSPECTION
IN MB DOCKET NO. 07-18 before the Federal Communications Commission**

October 15, 2007

Via Hand Delivery

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

FILED/ACCEPTED

OCT 15 2007

Federal Communications Commission
Office of the Secretary

Re: Notice of Ex Parte Presentation, Consolidated Application of News Corporation and The DIRECTV Group, Inc., Transferors, and Liberty Media Corporation, Transferee, for Authority to Transfer Control, MB Docket No. 07-18

Dear Ms. Dortch:

On October 12, 2007, the following representatives of the applicants in this proceeding met with the following members of the Commission's Transaction Team:

The DIRECTV Group, Inc. ("DIRECTV"): Susan Eid and Stacy Fuller, DIRECTV and William M. Wiltshire, Harris, Wiltshire & Grannis LLP; and

Liberty Media Corporation ("Liberty Media"): Thomas F. Bardo, Timothy J. Fitzgibbon and Robert L. Hoegle, Nelson Mullins Riley & Scarborough LLP.

Federal Communications Commission:

Mania Baghdadi, William Beckwith, Rosalee Chiara, Elizabeth Kaiser McIntyre,¹ Belinda E. Nixon,¹ Debra Sabourin, Royce Sherlock, and Tracy Waldon, Media Bureau;

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¹ Participated by telephone.

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Marilyn J. Simon, International Bureau; and

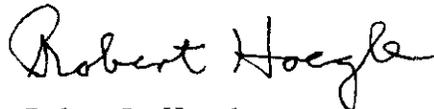
James R. Bird, Ann Bushmiller and Joel Rabinovitz, Office of General Counsel.

The applicants had requested the meeting to discuss the status of the above-referenced application.

During the meeting, representatives of Liberty Media and DIRECTV discussed and responded to questions regarding television viewership in Puerto Rico through multi-channel video programming distributors, *de minimis* extent of revenues and subscribers attributable to Liberty Cablevision of Puerto Rico, Ltd. ("LCPR") franchise areas, ownership structures of LCPR, DIRECTV Puerto Rico, Ltd. ("DTVPR") and Discovery Holding Company, and insulation of directors of DIRECTV and Liberty Global, Inc. from the operations of DTVPR and LCPR. I provided copies of the attached summaries during the discussion.

Please contact the undersigned if you have any questions.

Very truly yours,



Robert L. Hoegle
Counsel for Liberty Media Corporation

RLH:kjk

Enclosures

cc: Ms. Mania Baghdadi (by e-mail)
Mr. William Beckwith (by e-mail)
Mr. James R. Bird (by e-mail)
Ms. Ann Bushmiller (by e-mail)
Ms. Rosalee Chiara (by e-mail)
Ms. Elizabeth Kaiser McIntyre (by e-mail)
Ms. Belinda E. Nixon (by e-mail)
Mr. Joel Rabinovitz (by e-mail)
Ms. Debra Sabourin (by e-mail)
Ms. Royce Sherlock (by e-mail)
Ms. Marilyn J. Simon (by e-mail)
Mr. Tracy Waldon (by e-mail)

LCPR Television Viewership

Total Television Households in Puerto Rico	~ 1,200,000
Total Television Households in LCPR Franchise Areas	528,000
Households Passed by LCPR in Franchise Areas	337,000 (63.8% Penetration of Households in Franchise Areas)
LCPR Pay Television Subscribers	94,000 (27.89% Penetration of Households Passed)
Average MVPD Penetration in LCPR Service Area	< 50% (National Median is 90%)
Median Income in LCPR Service Area	\$13,000/year (30% of U.S. National Median)

**Minimal DIRECTV Revenues Attributable to Subscribers
in Service Area of Liberty Cablevision of Puerto Rico**

	2006 Revenues	Subscribers
DIRECTV Group Inc.	\$14,755,500,000	16,000,000
DIRECTV Latin America, LLC	\$1,013,000,000 (6.87%)	1,400,000 (8.75%)
DIRECTV Puerto Rico, Ltd.	[REDACTED]	[REDACTED]
DIRECTV Puerto Rico, Ltd. (Overlap Area)	[REDACTED]	[REDACTED]

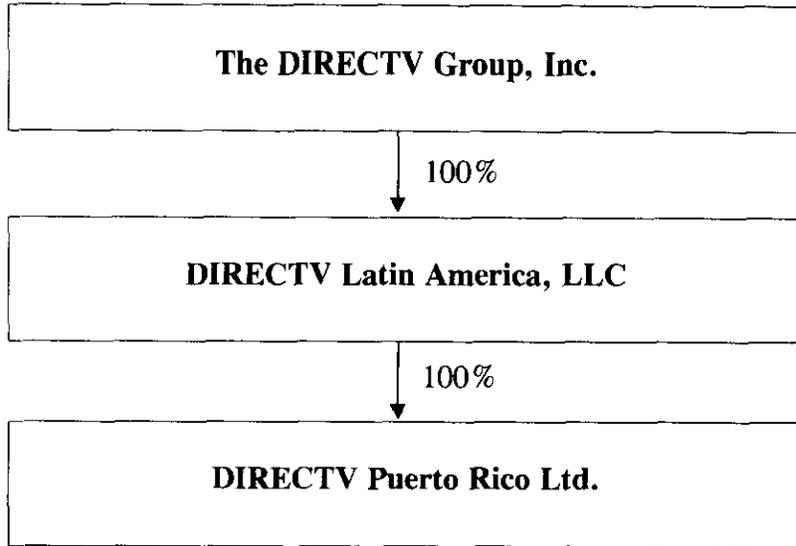
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**Minimal Liberty Global Revenues Attributable to
Liberty Cablevision of Puerto Rico Cable Service**

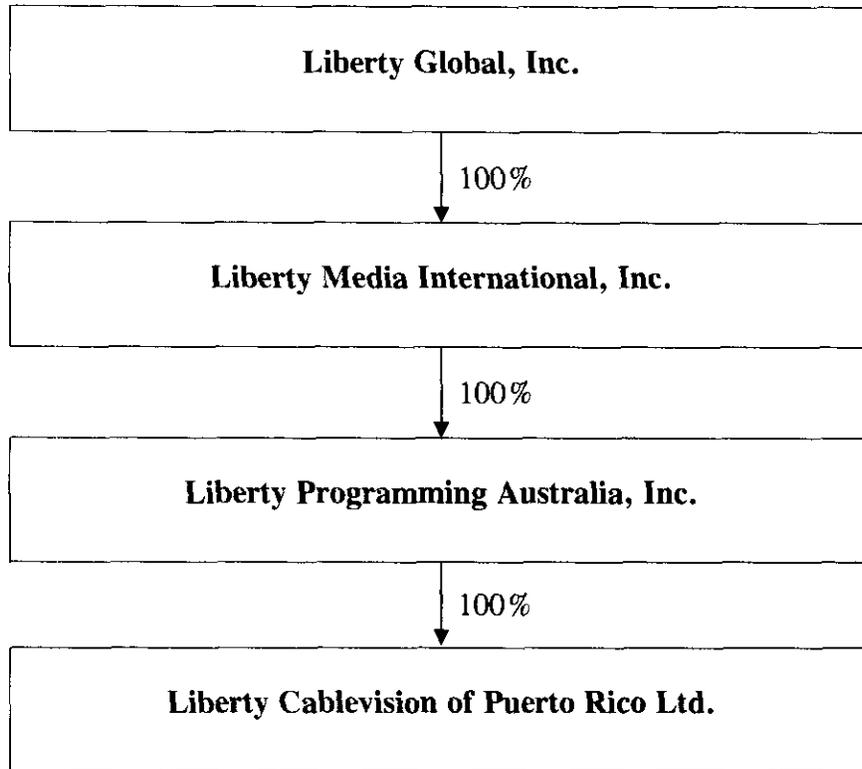
	2006 Revenues
Liberty Global, Inc.	\$6,487,500,000
Liberty Cablevision of Puerto Rico, Ltd. (Total Revenues)	
Liberty Cablevision of Puerto Rico, Ltd. (Cable Revenues)	

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**DIRECTV Puerto Rico Ltd.
Ownership Structure**



**Liberty Cablevision of Puerto Rico Ltd.
Ownership Structure**



**Discovery Holding Company
Ownership Structure**

