



The CommLaw Group

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November 16, 2007

VIA ECSF and EMAIL

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

Monica Shah Desai
Chief, Media bureau
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: *Applications of Sirius satellite Radio Inc. and XM Satellite Radio Holdings Inc.
for Approval to Transfer Control*
MB Docket No. 07-57
Acknowledgements of Confidentiality

Dear Ms. Dortch and Ms. Desai:

U.S. Electronics, Inc. ("USE"), by its attorneys and pursuant to the *Second Protective Order* issued in the above-referenced proceeding,¹ hereby submits Acknowledgements of Confidentiality executed by (1) its Outside Special Advisor, Kathleen Wallman of Wallman Consultants, LLC, (2) its Outside Counsel of Record, Charles H. Helein of Helein & Marashlian, LLC, (3) Jane L. Wagner, a legal assistant employed by Helein & Marashlian, LLC, (4) Cameron McAlpine, an associate employed in the offices of the Outside Special Advisor, Wallman Consultants, LLC, and (5) Sherry Reese, a paralegal employed by Helein & Marashlian, LLC. Copies of this letter and the Acknowledgements have been served upon counsel of record for

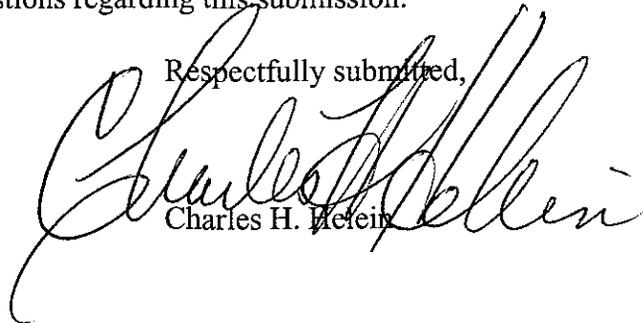
¹ *Applications of Sirius Satellite Radio Inc. and XM Satellite Radio Holdings inc. for Approval to Transfer Control*, MB Docket No. 07-57, Protective Order, DA 07-4666 (MB November 16, 2007) ("*Second Protective Order*").

Sirius Satellite Radio Inc. and XM Satellite Radio Holdings Inc. as required by the Protective Order.

USE is filing these Acknowledgements so that its Counsel may have access to the un-redacted version of the November 16, 2007 responses Sirius Satellite Radio Inc. and XM Satellite Radio Holdings Inc. to the Commission's request for information and documents dated November 2, 2007 ("Responses to FCC RFI"), including all attachments, exhibits, and to any additional materials filed with the Commission pursuant to the *Second Protective Order* and including all such information, documents, attachments, exhibits and materials that are "Stamped Highly Confidential Documents" as defined in the *Second Protective Order*. Further, pursuant to Paragraph 12(3) of the *Second Protective Order*, USE is requesting a complete set of the un-redacted "Stamped Highly Confidential Documents" at cost for its Outside Special Advisor and a second complete set at cost for its Outside Counsel of Record.

Please contact me should you have questions regarding this submission.

Respectfully submitted,



Charles H. Klein

Enclosures

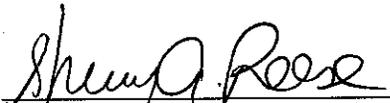
Cc: Jamila Bess Johnson (w/enc.)
Industry Analysis Division

CERTIFICATE OF SERVICE

I, Sherry A. Reese, hereby certify that, on this 16th day of November, copies of the foregoing Acknowledgment of Confidentiality were delivered via U.S. first class mail, postage prepaid, and by electronic mail to the following:

Peter D. Shields
Nicholas M. Holland
Wiley Rein LLP
1776 K Street, NW
Washington, DC 20006

Gary M. Epstein
James H. Barker
Brian W. Murray
Latham & Watkins LLP
555 Eleventh Street, NW
Suite 1000
Washington, DC 20004



Sherry A. Reese

* Please note that the Acknowledgements of Confidentiality have not yet been executed by U.S. Electronics, Inc.'s Outside Special advisor, Kathleen Wallman of Wallman Consultants, LLC, and Cameron McAlpine, an associate employed in the offices of the Outside Special Advisor, Wallman Consultants, LLC. You may defer sending copies to them until executed Acknowledgements of Confidentiality have been received.

Acknowledgment of Confidentiality

MB Docket No. 07-57

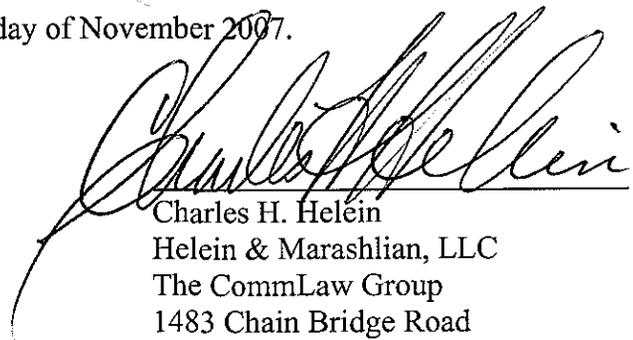
I hereby acknowledge that I have received and read a copy of the foregoing Second Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by the Second Protective Order. I acknowledge that a violation of the Second 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 Second Protective Order is due solely to my capacity as Outside Counsel or Outside Counsel of Record or Outside Consultant to a party or other person described in paragraph 9 of the foregoing Second 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 Second Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Highly Confidential Documents and Highly Confidential Information are used only as provided in the Second Protective Order; and (2) Stamped Highly Confidential Documents are not duplicated except as specifically permitted by the terms of the Second Protective Order, and I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of Stamped Highly Confidential Documents or Highly Confidential Information.

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

Executed at McLean, Virginia, this 16th day of November 2007.



Charles H. Helein
Helein & Marashlian, LLC
The CommLaw Group
1483 Chain Bridge Road
Suite 301
McLean, VA 22101
703-714-1301

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MB Docket No. 07-57

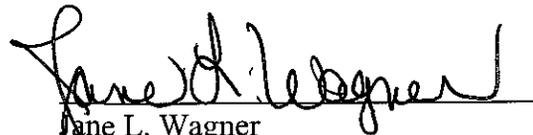
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Executed at Champaign, Illinois, this 16th day of November 2007.



Jane L. Wagner
Helein & Marashlian, LLC
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1483 Chain Bridge Road
Suite 301
McLean, VA 22101
703-714-1300
jlw@commlawgroup.com

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MB Docket No. 07-57

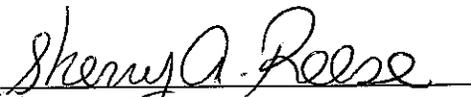
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Executed at McLean, Virginia, this 16th day of November 2007.


Sherry A. Reese
Helein & Marashlian, LLC
The CommLaw Group
1483 Chain Bridge Road
Suite 301
McLean, VA 22101
703-714-1315
sar@commlawgroup.com

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Executed at Great Falls, Virginia, this 16th day of November 2007.

Cameron McAlpine
Wallman Consulting, LLC
9332 Ramey Lane
Great Falls, VA 22066
202-641-5387
wallmank@wallman.com

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MB Docket No. 07-57

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Executed at Great Falls, Virginia, this 16th day of November 2007.

Kathleen Wallman
Wallman Consulting, LLC
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Great Falls, VA 22066
202-641-5387
wallmank@wallman.com