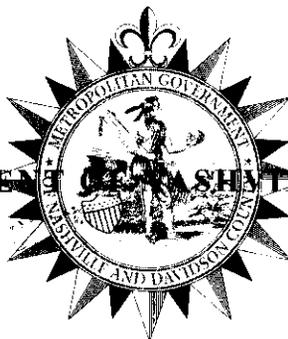


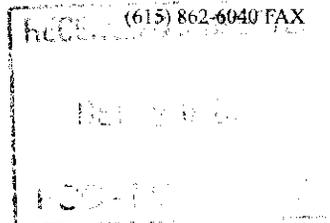
METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY



KARL F. DEAN
MAYOR

OFFICE OF THE MAYOR
METROPOLITAN COURTHOUSE
NASHVILLE, TENNESSEE 37201
(615) 862-6000
(615) 862-6040 FAX

December 10, 2007



Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

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

Dear Ms. Dortch:

As the Mayor of the City of Nashville, Tennessee, it is my pleasure to encourage careful consideration of the proposed merger of XM Satellite Radio Holdings Inc. ("XM") and Sirius Satellite Radio, Inc. ("Sirius").

As you know, Nashville is Music City, and we have always been excited about the potential of satellite radio. In fact, for the past 3 years, XM has showcased a monthly show, "Music City Connection: Heroes Behind the Hits," which is jointly recorded and produced by XM and the Nashville Convention & Visitors Bureau right here in Music City. The series is taped live before audiences at various Nashville venues, and presents songwriters of all genres during an informal "in-the-round" showcase -- performing their hits, revealing their influences, and sharing their personal stories of writing, recording and living in Nashville.

More recently, XM enhanced its partnership with the City of Nashville to relocate XM's studios into the Sommet Center. The new, million-dollar facility will showcase live music from Nashville, profile events from the Sommet Center and broadcast compelling content from the Nashville Predators.

We are excited about continuing Music City's partnership with the merged company. We have witnessed first-hand the manner in which satellite radio generally has provided an innovative platform for new artists to reach greater audiences, providing vibrant and diverse programming that is not often found on terrestrial radio. To the extent that a merger of XM and Sirius will strengthen the satellite radio platform -- by providing greater economies of scale and scope for satellite radio operations, expanding the universe of diverse content offered to consumers, and enhancing new business opportunities and partnerships such as those already in progress in Nashville -- the public interest will only benefit.

Thank you for your consideration.

Sincerely,

Karl F. Dean
Mayor

NOV 20 2007
List ABCDC 0