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ATTORNEYS AT LAW

October 5, 2007

**BY HAND DELIVERY**

Elizabeth McIntyre  
Media Bureau, Industry Analysis Division  
Federal Communications Commission  
445 12th Street, SW  
Washington, DC 20554

FILED/ACCEPTED

JAN 3 - 2007

Federal Communications Commission  
Office of the Secretary

Re: *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 Betsy:

Enclosed please find courtesy copies of the October 5, 2007 document production submitted by The DIRECTV Group, Inc. ("DIRECTV") in response to the Commission's Initial Information and Document Request dated June 15, 2007.

Pursuant to our conversation of September 28, 2007, DIRECTV is providing these courtesy copies electronically on DVDs, which contain the same documents submitted to the Secretary's office in paper format.<sup>1</sup> As with the previous electronic production to the Media Bureau, provision of these courtesy copies on DVD does not constitute a larger obligation on the part of DIRECTV to make its October 5, 2007 production available electronically to any other party.

Per William Beckwith's earlier request, enclosed please find five sets of DVDs, each of which contains the documents in the October 5, 2007 production, along with a copy of the transmittal letter accompanying DIRECTV's filing with the Secretary. In addition, we enclose a separate index that correlates the Bates number ranges of the documents on the DVDs with the

<sup>1</sup> In addition, per our discussion, these DVDs contain the raw survey data (Bates Nos. DTV-II.H-078324 to DTV-II.H-085137; DTV-II.H-085138 to DTV-II.H-091952; DTV-II.H-091953 to DTV-II.H-107680; DTV-II.H-107681 to DTV-II.H-123799; DTV-II.H-132608 to DTV-II.H-144702; and DTV-II.H-144703 to DTV-II.H-156797) omitted from the paper production due to their substantial volume. As DIRECTV indicated in the cover letter accompanying its filing with the Secretary, DIRECTV will make these documents available for inspection under the terms of the Second Protective Order if requested to do so.

No. of Copies rec'd  
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**HARRIS, WILTSHIRE & GRANNIS LLP**

Elizabeth McIntyre  
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custodian and request to which they are responsive. Finally, as noted in DIRECTV's transmittal letter, this filing contains the responsive portions of certain highly confidential documents entitled "Technology Roadmap." These documents can be found at the following Bates ranges: DTV-II.J-002987 to DTV-II.J-003048.

Thank you once again for your efforts to enable DIRECTV to provide these courtesy copies electronically. If you have any questions or concerns, please do not hesitate to contact us.

Very truly yours,



S. Roberts Carter III  
*Counsel for The DIRECTV Group, Inc.*

Enclosures

# **DVD Index**

# Disc 1 (HWG10-4-07\_1)

Responsive to Request II.G – Highly Confidential  
DTV-II.G-009051 to -013623

Custodian	Bates Range
Bracco	009051 to 009052
Carey	009053 to 009059
Chang	009060 to 010199
De Jesus	010200 to 010257
Eid	010258 to 010363
Hunter	010364 to 010384
Little	010385 to 010387
Lombardo	010388 to 010389
Lopez, E	010390 to 010453
Mesquita	010454 to 010460
Palkovic	010461 to 010483
Santiago	010484 to 011010
Shanks	011011 to 011075
Suranyi	011076 to 013153
Delle Donne	013397 to 013532
Hunter	013533 to 013623

Responsive to Request II.G – Confidential  
DTV-II.G-013154 to -013845

Custodian	Bates Range
Carey	013154 to 013154
Chang	013155 to 013165
Eid	013166 to 013166
Mata	013167 to 013272
Santiago	013273 to 013275
Shanks	013276 to 013324
Delle Donne	013624 to 013641
Hunter	013642 to 013845

Responsive to Request II.G – Public  
DTV-II.G-013325 to -014393

Custodian	Bates Range
Chang	013325 to 013337
Lombardo	013338 to 013345
Lopez, E	013346 to 013376
Motta	013377 to 013378
Nerod	013379 to 013382
Santiago	013383 to 013396

<b>Custodian</b>	<b>Bates Range</b>
Delle Donne	013846 to 013881
Hunter	013882 to 014393

Responsive to Request II.H – Confidential  
DTV-II.H-199921 to -228964

<b>Custodian</b>	<b>Bates Range</b>
Barradas	199921 to 202386
Bracco	202387 to 202391
De Jesus	202392 to 202393
Mata	202394 to 202450
Mesquita	202451 to 202455
Montes	202456 to 202460
Ortiz, I.	202461 to 202785
Ortiz, J.	202786 to 202977
Roman	202978 to 203388
Salas	203389 to 203650
Santiago	203651 to 228964

Responsive to Request II.H – Highly Confidential  
DTV-II.H-071952 to -130835

<b>Custodian</b>	<b>Bates Range</b>
Barradas	071952 to 074470
Bracco	074471 to 075123
Chang	075124 to 075159
De Jesus	075160 to 075251
Delgado	075252 to 075338
Lombardo	075339 to 075381
Lopez, E.	075382 to 075576
Lopez, T.	075577 to 075773
Mesquita	075774 to 076374
Montes	076375 to 076408
Motta	076409 to 076509
Nerod	076510 to 076560
Ortiz, I.	076561 to 123799
Ortiz, J.	123800 to 123904
Roman	123905 to 124040
Salas	124041 to 127665
Santiago	127666 to 130835

## Disc 2 (HWG10-4-07\_2)

Responsive to Request II.H – Confidential  
DTV-II.H-216021 to -228964

Custodian	Bates Range
Santiago	216021 to 228964

Responsive to Request II.H – Highly Confidential  
DTV-II.H-078324 to -085137 and  
DTV-II.H-127706 to -131809

Custodian	Bates Range
Ortiz, I.	078324 to 085137
Santiago	127706 to 131809

# Disc 3 (HWG10-4-07\_3)

Responsive to Request II.H – Highly Confidential

DTV-II.H-085138 to -091952 and

DTV-II.H-091953 to -107680 and

DTV-II.H-131626 to -162743

Custodian	Bates Range
Ortiz, I.	085138 to 091952
Ortiz, I.	091953 to 107680
Santiago	131626 to 162743

## Disc 4 (HWG10-4-07\_4)

Responsive to Request II.H – Highly Confidential

DTV-II.H-107681 to -123799 and

DTV-II.H-132608 to -144702 and

DTV-II.H-162495 to -166466

Custodian	Bates Range
Ortiz, I.	107681 to 123799
Santiago	132608 to 144702
Santiago	162495 to 166466

# Disc 5 (HWG10-4-07\_5)

Responsive to Request II.H – Highly Confidential  
DTV-II.H-144703 to -156797 and  
DTV-II.H-165310 to -189054

Custodian	Bates Range
Santiago	144703 to 156797
Santiago	165310 to 189054

## Disc 6 (HWG10-4-07\_6)

Responsive to Request II.H – Highly Confidential  
DTV-II.H-187635 to 237910

Custodian	Bates Range
Santiago	187635 to 199920
Delle Donne	237760 to 237910

Responsive to Request II.H – Public  
DTV-II.H-228965 to -237759

Custodian	Bates Range
Barradas	228965 to 233627
Bracco	233628 to 233633
De Jesus	233634 to 236924
Delgado	236925 to 236932
Lopez, E.	236933 to 236971
Mata	236972 to 236975
Montes	236976 to 236986
Motta	236987 to 236992
Ortiz, I.	236993 to 237026
Ortiz, J.	237027 to 237057
Roman	237058 to 237079
Salas	237080 to 237131
Santiago	237132 to 237759

Responsive to Request II.I – Highly Confidential  
DTV-II.I-000241 to -001028

Custodian	Bates Range
Barradas	000241 to 000332
Ortiz, J.	000333 to 000414
Salas	000415 to 001028

Responsive to Request II.J – Confidential  
DTV-II.J-002946 to -003065

Custodian	Bates Range
Palkovic	002946 to 002959
Shanks	002960 to 002986
Hunter	003049 to 003065

Responsive to Request II.J – Highly Confidential  
DTV-II.J-002884 to -003154

<b>Custodian</b>	<b>Bates Range</b>
Chang	002884 to 002941
Eid	002942 to 002945
Pontual	002987 to 003048
Butterworth	003075 to 003154

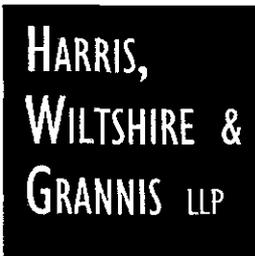
Responsive to Request II.J – Public  
DTV-II.J-003066 to -003074

<b>Custodian</b>	<b>Bates Range</b>
Delle Donne	003066 to 003068
Hunter	003069 to 003074

Responsive to Request V.A – Public  
DTV-V.A-000051 to -000088

<b>Custodian</b>	<b>Bates Range</b>
Delle Donne	000051 to 000085
Hunter	000086 to 000088

# **Transmittal Letter**



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ATTORNEYS AT LAW

October 5, 2007

**BY HAND DELIVERY**

Marlene H. Dortch  
Office of the Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, S.W.  
Washington, D.C. 20054

Re: *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:

The DIRECTV Group, Inc. ("DIRECTV") hereby submits additional documents in response to the Commission's Initial Information and Document Request dated June 15, 2007 (the "Request"). Although DIRECTV still awaits translation of a small number of potentially responsive Spanish language documents and redactions of certain highly sensitive information contained in a few network programming agreements, DIRECTV's production is now otherwise complete.

Pursuant to instructions from Media Bureau staff, DIRECTV has included an English translation for a number of Spanish-language documents in this production, which will immediately follow the Spanish-language document. For ease of reference, DIRECTV also provides a table, attached hereto as Exhibit B, correlating the Bates numbers of the Spanish-language documents with the Bates numbers of the English translations. In addition, this production includes certain documents titled "Technology Roadmap," which contain some of the company's most proprietary information on a wide range of technology and strategy issues. In the ordinary course of business, these documents are provided in hard copy to only a very limited number of people within the company, collected at the end of each meeting, and not distributed electronically as an added precaution against further dissemination. As discussed with the Media Bureau staff, DIRECTV is providing only the responsive portions of these documents.

This production follows the same organizational procedures outlined in the letter accompanying DIRECTV's production of September 4, 2007. Specifically, to facilitate handling

Marlene H. Dortch  
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of the documents in keeping with the two protective orders in this proceeding, they are organized so that the entire contents of each box have the same level of confidentiality. Thus:

- All documents in boxes 1 through 21 are highly confidential, and each page therein bears the stamped legend prescribed by the Second Protective Order.
- All documents in boxes 22 through 25 are confidential and bear the stamped legend prescribed by the first Protective Order.
- The documents in boxes 26 through 31 are our “redacted” public filing, and each page is marked as such.

Attached hereto as Exhibit A is a box-by-box index that correlates the documents by number with the custodian and the request to which they are responsive.<sup>1</sup>

Pursuant to the instructions in the Second Protective Order, we are filing this production as follows.

**To the Secretary:**

- An original and one copy of the public version of this filing are being submitted to the Secretary’s Office. This version, contained in the boxes labeled “For Public Inspection,” may be placed in the public record of this proceeding.
- One copy of the confidential version of this filing is being submitted under seal to the Secretary’s office. This version, contained in boxes labeled either ***Confidential Information*** or ***Highly Confidential Information***, should ***not*** be placed in the public record in this proceeding.

**To Best Copy and Printing:**

- One copy of the public version of this filing is being submitted to the Commission’s duplicating contractor, Best Copy and Printing.

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<sup>1</sup> The pages with Bates numbers DTV-II.H-078324 to DTV-II.H-085137; DTV-II.H-085138 to DTV-II.H-091952; DTV-II.H-091953 to DTV-II.H-107680; DTV-II.H-107681 to DTV-II.H-123799; DTV-II.H-132608 to DTV-II.H-144702; and DTV-II.H-144703 to DTV-II.H-156797 contain raw survey data summarized elsewhere in the production. Pursuant to instructions from the Media Bureau staff, these documents have been produced to the Media Bureau, but removed from the Secretary’s filing due to their substantial volume. Upon request, DIRECTV will make these documents available for inspection under the terms of the Second Protective Order in this proceeding.

**HARRIS, WILTSHIRE & GRANNIS LLP**

Marlene H. Dortch  
October 5, 2007  
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**To Elizabeth McIntyre:**

- Courtesy copies of the Highly Confidential, Confidential, and “redacted” public version of this filing are being submitted to Elizabeth McIntyre of the Media Bureau.

Enclosed in each of the boxes is a copy of this letter and the accompanying index listing the contents of each box. Should there be any questions regarding this matter, please contact the undersigned.

Respectfully submitted,



William M. Wiltshire  
Michael Nilsson  
S. Roberts Carter III  
*Counsel for The DIRECTV Group, Inc.*

Enclosures

cc: Elizabeth McIntyre (with enclosures)  
Best Copying and Printing (with enclosures)

# **Exhibit A**

**Highly Confidential – Box 1 of 31**

Responsive to Request II.H  
DTV-II.H-071952 to -075318

<b>Custodian</b>	<b>Bates Range</b>
Barradas	071952 to 074470
Bracco	074471 to 075123
Chang	075124 to 075159
De Jesus	075160 to 075251
Delgado	075252 to 075318

## Highly Confidential – Box 2 of 31

Responsive to Request II.H  
DTV-II.H-075319 to -124123

Custodian	Bates Range
Delgado	075319 to 075338
Lombardo	075339 to 075381
Lopez, E	075382 to 075576
Lopez, T.	075577 to 075773
Mesquita	075774 to 076374
Montes	076375 to 076408
Motta	076409 to 076509
Nerod	076510 to 076560
Ortiz, J.	076561 to 123799
Ortiz, J.	123800 to 123904
Roman	123905 to 124040
Salas	124041 to 124123

**Highly Confidential – Box 3 of 31**

Responsive to Request II.H  
DTV-II.H-124124 to -127640

Custodian	Bates Range
Salas	124124 to 127640

**Highly Confidential – Box 4 of 31**

Responsive to Request II.H  
DTV-II.H-127641 to -131112

Custodian	Bates Range
Salas	127641 to 127665
Santiago	127666 to 131112

**Highly Confidential – Box 5 of 31**

Responsive to Request II.H  
DTV-II.H-131113 to -158708

<b>Custodian</b>	<b>Bates Range</b>
Santiago	131113 to 158708

**Highly Confidential – Box 6 of 31**

Responsive to Request II.H  
DTV-II.H-158709 to -162236

Custodian	Bates Range
Santiago	158709 to 162236

**Highly Confidential – Box 7 of 31**

Responsive to Request II.H  
DTV-II.H-162237 to -165674

Custodian	Bates Range
Santiago	162237 to 165674

**Highly Confidential – Box 8 of 31**

Responsive to Request II.H  
DTV-II.H-165675 to -169124

Custodian	Bates Range
Santiago	165675 to 169124

**Highly Confidential – Box 9 of 31**

Responsive to Request II.H  
DTV-II.H-169125 to -172553

Custodian	Bates Range
Santiago	169125 to 172553