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March 5, 2008

**VIA ELECTRONIC FILING**

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

Re: Notice of Ex Parte Presentation in MB Docket No. 07-57

Dear Mrs. Dortch:

On Tuesday, March 4, 2008, Jessica Marventano, Senior Vice President of Government Relations for Clear Channel Communications, Inc. ("Clear Channel") and Lawrence R. Sidman of Paul, Hastings, Janofsky & Walker LLP, met with Commissioner Deborah Taylor Tate and her Legal Advisor, Amy Blankenship, to discuss Clear Channel's concerns regarding the proposed XM-Sirius merger. Clear Channel elaborated upon its Comments filed in this proceeding on July 9, 2007 and August 13, 2007.

Specifically, Clear Channel maintained that the proposed merger was not in the public interest, and therefore, the Commission should not grant the license transfer application. Clear Channel stressed that the elimination of intramodal competition that is the signature of the proposed transaction was contrary to the entire policy thrust of law and regulation in the communications sector for more than two decades, and specifically, violated the rules for SDARS licensing established by the Commission. Clear Channel depicted some of the harms that would befall consumers and free, over-the-air terrestrial broadcasting were the license transfer application to be approved. Clear Channel emphasized the enormous amount of spectrum that would be concentrated in the control of one essentially unregulated entity were the transaction to proceed as proposed, creating a genuine threat to the economic framework of terrestrial broadcast radio. Finally, Clear Channel discussed the fallacies associated with the purported *à la carte* offerings proposed by XM and Sirius were the merger to be approved.

Clear Channel distributed a three-page summary of key points attached to this *ex parte* filing at the meeting. Additionally, Clear Channel distributed excerpts of previous FCC

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decisions, also attached hereto, which Clear Channel deemed relevant to the Commission's deliberations regarding the XM-Sirius merger.

In accordance with Section 1.1206 of the Commission's Rules, 47 C.F.R. § 1206, one electronic copy of this letter together with the attached memorandum are being filed in the above-referenced docket. Please direct any inquiries concerning this matter to the undersigned.

Respectfully submitted,



Lawrence R. Sidman  
of PAUL, HASTINGS, JANOFSKY & WALKER LLP

*Counsel to Clear Channel Communications, Inc.*

LRS/rel

cc: Commissioner Deborah Taylor Tate  
Amy Blankenship, Legal Advisor