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REDACTED – FOR PUBLIC INSPECTION

March 18, 2008

VIA HAND DELIVERY

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

FILED/ACCEPTED

MAR 18 2008

Federal Communications Commission
Office of the Secretary

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

Dear Ms. Dortch:

In accordance with the Second Protective Order in the above-captioned proceeding,¹ enclosed please find two *redacted* copies of the documents orally requested by the Commission on March 14, 2008, from XM Satellite Radio Holdings Inc.

Per the Protective Order, XM is filing, under separate transmittal, one unredacted copy with the Secretary's Office, and unredacted copies with Jamila Bess Johnson of the Industry Analysis Division of the Media Bureau. The unredacted version of the complete document will be made available for inspection, pursuant to the terms of the Protective Orders, as applicable, at the offices of Latham & Watkins LLP, 555 Eleventh Street NW, Suite 1000, Washington, D.C. 20004. Counsel for parties to this proceeding should contact Jeffrey M. Shrader at (202) 637-2184 to coordinate access after they comply with the terms of the FCC's Protective Orders.

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

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Please direct any questions concerning this matter to me.

Respectfully,

/s/ Gary M. Epstein

Gary M. Epstein
Counsel for XM Satellite Radio Holdings Inc.

Enclosures

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XM-S-0001839 through XM-S-0002218

[REDACTED]