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March 25, 2008

**BY ELECTRONIC TRANSMISSION**

Ms. Marlene H. Dortch, Secretary  
Federal Communications Commission  
Office of the Secretary  
445 12<sup>th</sup> Street, S.W.  
Washington, DC 20554

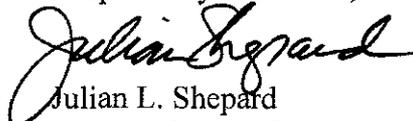
Re: Notice of Oral Ex Parte Presentations in Connection With the Consolidated Application for Authority to Transfer Control in Connection With the Sirius/XM Merger, as Amended (MB Docket No. 07-57)

Dear Ms. Dortch:

On March 25, 2008, Jerry Kilgore of Williams Mullen, representing the Consumer Coalition for Competition in Satellite Radio ("C3SR"), spoke with Commissioner McDowell by telephone regarding the above-referenced consolidated application. Mr. Kilgore and Commissioner McDowell discussed C3SR's opposition to the proposed merger of XM Satellite Radio Holdings Inc. ("XM") and Sirius Satellite Radio Inc. ("Sirius"). It is C3SR's position that the evidence before the Commission establishes that the proposed merger of XM and Sirius is a merger to monopoly that should be blocked by the FCC. Mr. Kilgore and Commissioner McDowell also discussed the timeframe for Commission action on the merger application and how the Commission would address specific merger-related anticompetitive harms, should the FCC ultimately decide to approve the merger of XM and Sirius subject to conditions. Mr. Kilgore underscored the attractiveness of a structural remedy (*i.e.*, divestiture) *vis-à-vis* a package of conditions requiring ongoing enforcement and regulation.

Pursuant to Section 1.1206 of the Commission's Rules and DA-07-1435, this letter is submitted via ECFS for inclusion in the public record of these proceedings, with an email copy to Commissioner McDowell.

Respectfully submitted,

  
Julian L. Shepard  
Counsel for C3SR

cc: (via e-mail)

The Honorable Robert M. McDowell, Commissioner

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