



WILLIAMS MULLEN

March 27, 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 Applications for Authority to Transfer Control in Connection With the Sirius/XM Merger, as Amended (MB Docket No. 07-57)

Dear Ms. Dortch:

On March 27, 2008, the undersigned, Jerry Kilgore, and Mary Virginia Mangum of Williams Mullen, and J. Gregory Sidak of Criterion Economics, representing the Consumer Coalition for Competition in Satellite Radio ("C3SR"), met with Ms. Michelle Carey, Senior Legal Advisor to the Chairman, regarding the above-referenced consolidated applications.

C3SR reviewed its prior submissions in opposition to the proposed merger of XM Satellite Radio Holdings Inc. ("XM") and Sirius Satellite Radio Inc. ("Sirius"). C3SR referenced the evidence of direct competition between XM and Sirius, which was recently submitted to the Commission by former Attorney General Dick Thornburgh and apparently was disregarded in the recent decision by the Department of Justice Antitrust Division. The proposed concessions by the merger parties and the proposed conditions of others were discussed. C3SR reiterated that the merger application should be denied, but if granted, the need for a structural remedy with accompanying conditions to ensure that SDARS competition is restored quickly is imperative.

March 28, 2008

Page 2

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 Ms. Carey.

Respectfully submitted,



Julian L. Shepard  
Counsel for C3SR

cc: (via e-mail)  
Ms. Michelle Carey