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April 7, 2008

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

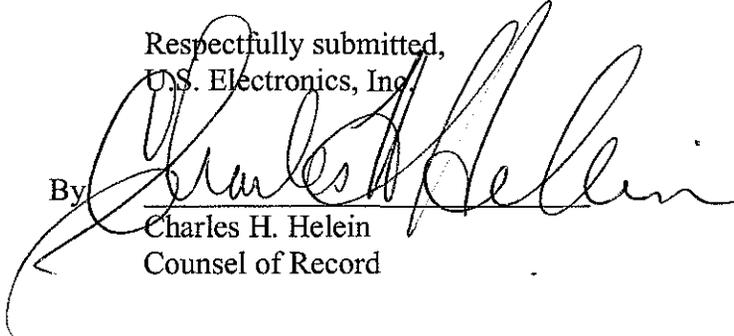
Re: Ex parte communication MB Docket 07-57

Dear Secretary:

In accordance with Section 1.1206 of the Commission's Rules, 47 C.F.R. §1.1206, and the Commission's Public Notice dated March 29, 2007 (DA 07-1435), a copy of the attached request for a meeting with Commissioner McDowell (made via email) is being filed in the docket via ECFS with copies provided to Commissioner McDowell and his legal advisor.

Respectfully submitted,
U.S. Electronics, Inc.

By


Charles H. Helein
Counsel of Record

Attachment

cc: Office of Commissioner McDowell

Verbatim copy of Email of Charles H. Helein, Counsel of Record for U.S. Electronics, Inc., to Brigid Calamis and Angela Giancarlo, Office of Commissioner Robert M. McDowell, April 7, 2008.

On behalf of U.S. Electronics, Inc. New York, NY ("USE") this requests a meeting with Commissioner McDowell on the XM/Sirius Merger ("Merger").

USE believes the Commissioner understands USE's position on conditioning the merger to prevent creating a vertical monopoly over the access devices to the merged satellite radio network. But now that the Justice Department has ended its review deciding to take no action against the Merger, this issue has taken on new importance.

In announcing its decision, the Justice Department made several findings about the Merger based on the undisclosed submissions of the Merger Applicants. USE wants to address the relevancy of the Department's findings on the critical need to condition the Merger of XM/Sirius if approved on USE's open access or open device requirement.

The following findings by the Justice Department underscore the critical need to condition the Merger as USE has advocated.

1. 14 million existing users will remain locked into their present service whether it be XM 's or Sirius 's.
2. New subscribers will be similarly limited to either XM's or Sirius's service.
3. When new radios are developed, all 14 million existing and all new subscribers will have stranded investment in their existing receivers.
4. New receivers capable of tuning the combined spectrum , if and when available, are estimated to cost in the neighborhood of \$200.
5. The Justice Department concludes that the likely time frame when such receivers may be available is at least 4 years in the future when XM's and Sirius's exclusive contracts with the auto companies expire in 2012.
6. The reason existing and new subscribers face these problems is because XM/Sirius have failed to provide the mandated interoperable radio although required to do so by the Commission more than 10 years ago.

In addition, there is nothing in the record addressing these issues, much less how to solve them. USE's open access condition presents the best alternative to reduce and then eliminate in the shortest possible time the adverse effects imposed on consumers by the lack of satellite radio receivers capable of tuning into the merged entity's combined spectrum.

USE requests this additional meeting so it can further demonstrate how open access will interact with problems such as outlined above, as well as others, in order that consumers will be benefited if the Commission approves the Merger.

It is requested that given the current time frame, a meeting with the Commissioner be scheduled as soon as possible.
Pease advise. Thank you.

Charles H. Helein
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