



WILLIAMS MULLEN

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April 25, 2008

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 Twelfth Street, S.W.
Washington, DC 20554

Re: Consolidated Application for Authority to Transfer Control in Connection
With the Sirius/XM Merger
MB Docket No. 07-57

Dear Ms. Dortch:

The Consumer Coalition for Competition in Satellite Radio (“C3SR”), through its counsel, and pursuant to DA 07-3135¹ and DA 07-4666,² hereby submits signed Acknowledgments of Confidentiality for Mr. Dick Thornburgh, outside counsel to C3SR.

Respectfully Submitted,

Benjamin D. Arden
Counsel for C3SR

Enclosures:

Acknowledgements of Confidentiality
Certificate of Service

cc: Best Copy and Printing, Inc.
Portals II

¹ *Applications of Sirius Satellite Radio Inc. and XM Satellite Radio Holdings Inc. for Approval to Transfer Control, Protective Order, DA 07-3135 (rel. July 11, 2007).*

² *Applications of Sirius Satellite Radio Inc. and XM Satellite Radio Holdings Inc. for Approval to Transfer Control, Protective Order, DA 07-4666 (rel. Nov. 16, 2007).*

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WILLIAMS MULLEN

Marlene H. Dortch, Secretary

April 24, 2008

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445 12th Street, SW, Room CY-B402
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cc: (by email):
Rosemary Harold
Tracy Waldon
Royce Sherlock
Jim Bird
Gardner Foster
Marilyn Simon
Marcia Glauberman
Amy Brett
Erin McGrath
Jamila Bess Johnson

Acknowledgment of Confidentiality

MB Docket No. 07-57

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation, or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Protective Order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 4 of the foregoing Protective Order and that I will not use such information in any other capacity, nor will I disclose such information except as specifically provided in the Protective Order.

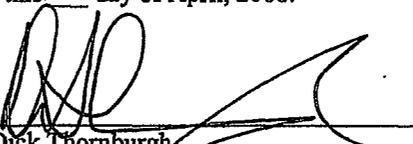
I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 4 of the Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of the Protective Order.

I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed at SEATTLE, WA this 25th day of April, 2008.



Dick Thornburgh
Outside Counsel to C3SR
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Acknowledgment of Confidentiality

MB Docket No. 07-57

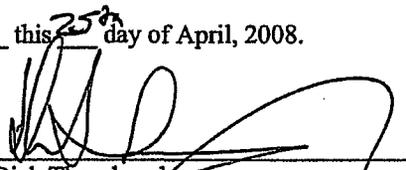
I hereby acknowledge that I have received and read a copy of the foregoing Second Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Second Protective Order and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by the Second Protective Order. I acknowledge that a violation of the Second Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the Second Protective Order is due solely to my capacity as Outside Counsel or Outside Counsel of Record or Outside Consultant to a party or other person described in paragraph 9 of the foregoing Second Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Second Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Highly Confidential Documents and Highly Confidential Information are used only as provided in the Second Protective Order; and (2) Stamped Highly Confidential Documents are not duplicated except as specifically permitted by the terms of the Second Protective Order, and I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of Stamped Highly Confidential Documents or Highly Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Second Protective Order.

Executed at SEATTLE WA this 25th day of April, 2008.



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CERTIFICATE OF SERVICE

I, Angela C. Spencer, hereby certify that on this 25th day of April, 2008, a copy of the foregoing letter, with enclosures (Acknowledgements of Confidentiality for Mr. Dick Thornburgh), was served by first-class U.S. mail, postage prepaid, and by electronic mail delivery (as indicated) to the following:

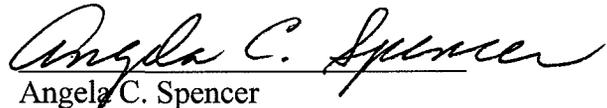
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* = By Electronic Mail Delivery


Angela C. Spencer