



May 1, 2008

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street SW
Washington DC 20554

Re: MB Docket No. 07-57

Dear Ms. Dortch:

On April 30, 2008, David Rehr and Jane Mago of the National Association of Broadcasters ("NAB") met with Commissioner Jonathan Adelstein and Rudy Bricche to discuss the above-captioned proceeding.

NAB expressed our concerns that approving the pending merger of XM Satellite Radio Holdings, Inc. and Sirius Satellite Radio, Inc. would be an unprecedented violation of the Commission's long-held, pro-competitive prohibition against spectrum monopolies. A merged XM-Sirius would have sole control of the entire 25 MHz of spectrum allocated to satellite digital radio service, or almost 20% more than the total amount of spectrum allocated to AM and FM radio service combined,¹ which is shared among more than 14,000 licensees.²

NAB further emphasized that permitting this merger and precluding any other entity from obtaining a similar license to offer a competitive service, would be contrary to both public policy and Commission precedent. In 1997, the Commission recognized the consumer benefits of intra-market competition when it specifically authorized multiple satellite radio providers, and prohibited them from ever merging.³ That goal is no less worthy today.

¹ The AM frequency band consists of 1.17 MHz and the FM frequency band consists of 20 MHz, for a total 21.17 MHz.

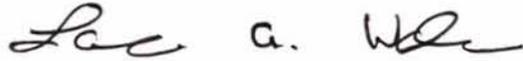
² Federal Communications Commission, *Broadcast Station Totals as of December 31, 2007*, Public Notice (March 18, 2008).

³ *Establishment of Rules and Policies for the Digital Audio Radio Satellite Service in the 2310-2360 MHz Frequency Band*, MB Docket No. 07-57, 12 FCC Rcd 5754, 5823 (1997).

NAB also reiterated the key points of its earlier filings that XM and Sirius should not be rewarded for refusing to comply with the Commission's direction to enable consumers to have interoperable radios. Moreover, NAB stated that the past behavior of the companies shows that any attempt to condition the merger to protect the public would prove futile.

Please direct any questions to the undersigned.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Larry A. Walke". The signature is written in a cursive style with a large initial "L" and a distinct "W".

Larry Walke

Attachments