



May 8, 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 May 7, 2008, David Rehr and Jane Mago of the National Association of Broadcasters ("NAB") met with Commissioner Deborah Taylor Tate and Amy Blankenship to discuss the above-captioned proceeding concerning the proposed merger of XM Satellite Radio Holdings, Inc. and Sirius Satellite Radio, Inc.

NAB emphasized that granting the merger would harm consumers by removing the incentives that XM and Sirius currently have to offer competitive rates, provide unique, diverse programming, and produce innovative equipment. We also expressed our concerns that approving the merger would violate the Commission's long-held, pro-competitive prohibition against spectrum monopolies. A merged XM-Sirius would have monopoly control of the entire 25 MHz of spectrum allocated to satellite digital radio service, or more than the 21.17 MHz of spectrum allocated to AM and FM radio service combined.

NAB also reiterated that XM and Sirius should not be rewarded for refusing to comply with the Commission's directive to make interoperable radios commercially available. Finally, NAB stated that the past behavior of the companies shows that attempts to impose pro-consumer conditions on the merger would prove futile.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Lawrence A. Walke".

Lawrence A. Walke