

FEDERAL COMMUNICATIONS COMMISSION

Washington, D. C. 20554

APR 4 2008

OFFICE OF  
MANAGING DIRECTOR

Pantelis Michalopoulos, Esq.  
Petra A. Vorwig, Esq.  
Steptoe & Johnson LLP  
1330 Connecticut Avenue, NW  
Washington, DC 20036-1795

Re: EchoStar Satellite Operating Corporation  
Petition for Waiver of Application Fees  
Fee Control Number RROG-08-00009969

Dear Counsel:

This is in response to your request for waiver of application fees filed November 19, 2007 (*Request*), submitted on behalf of EchoStar Satellite Operating Corporation (EchoStar) in connection with an application for consent to the *pro forma* assignment of authority to operate one million receive-only earth stations with the EchoStar 4 satellite, a Mexico-licensed satellite, to EchoStar's commonly-owned affiliate EchoStar Holding Corporation (Spinco).<sup>1</sup> You request that the Commission find that no fee is required, *i.e.*, waive these fees, or find that the Fixed Satellite Very Small Aperture Terminal (VSAT) assignment application fee of \$2,380.00 is "appropriate."<sup>2</sup> Our records reflect that EchoStar paid a \$2,380.00 filing fee with the *Application*. As discussed herein, we grant your request and accept the proffered fee payment.

You recite that EchoStar requests consent to assign its authorization for one million technically identical receive-only earth station antennas "to implement an internal corporate restructuring and to facilitate the separation of . . . EchoStar's parent's technology, international and fixed satellite service (FSS) business and assets into a distinct, publicly traded entity."<sup>3</sup> You state that in the absence of any provision under the Commission's rules specifying a charge for this type of application in the DBS service, the application could be subject to one of the following charges in the fee schedule for similar applications: either the \$2,380.00 application fee to assign a fixed satellite VSAT system under section 1.1107(6)(c) of the rules, 47 C.F.R. §1.1107(6)(c), or the \$475.00 application fee to assign the first of the one million receive-only earth stations and the \$160.00 fee for each of the additional 999,999 stations under section 1.1107(5)(c) of the rules, 47 C.F.R. §1.1107(5)(c), for a total fee of \$160,000,315.00.<sup>4</sup> You note that "[t]he

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<sup>1</sup> *Request* at 1 (citing *EchoStar Pro Forma Assignment Application*, File No. SES-ASG-INTR2007-02703 (filed Nov. 6, 2007) (*Application*)).

<sup>2</sup> *Id.* at 2.

<sup>3</sup> *Id.*

<sup>4</sup> *Id.*

Commission has granted a similar waiver for EchoStar's initial application [to operate the one million receive-only earth stations] based on its similarity to a VSAT system."<sup>5</sup> Citing *Streamlining the Commission's Rules and Regulations for Satellite Application and Licensing Procedures*, 11 FCC Rcd 21581, 21592 (1996), you assert that EchoStar's system is consistent with the Commission's definition of "VSAT networks which are networks of technically identical small antennas that generally communicate with a larger hub station and operate in the 12/14 GHz frequency bands."<sup>6</sup> You aver that "many of the processing activities required to review the *pro forma* assignment . . . are simply not required in reviewing EchoStar's *Application*[, . . . including, f]or example [that] the Commission need not review 1,000,000 different stations to grant [the *Application*]."<sup>7</sup> You also maintain that the Commission has accepted application fees for VSAT networks in similar contexts.<sup>8</sup>

The Commission has discretion to waive filing fees "in any specific instance for good cause shown, where such action would promote the public interest."<sup>9</sup> We construe this waiver authority narrowly, and limit its application to only those situations where the applicant has made the requisite showing of good cause and demonstrated that the action would promote the public interest.

In the *EchoStar Letter Decision*, the Office of Managing Director (OMD) observed that the Commission previously has noted the special circumstances among earth station licenses to receive satellite transmissions, including the processing extended to large numbers of "technically identical small antenna earth station facilities."<sup>10</sup> OMD therefore found that, based on the circumstances of EchoStar's application, EchoStar's plan

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<sup>5</sup> *Id.* at 3 (citing Letter from Mark A. Reger, Chief Financial Officer (CFO), Office of Managing Director (OMD), FCC, to Pantelis Michalopoulos, Esq., *et al.*, (May 9, 2007) (*EchoStar Letter Decision*)).

<sup>6</sup> *Id.*

<sup>7</sup> *Id.* at 5 (stating that "the Commission only needs to review one set of technical parameters for all of the technically identical earth stations").

<sup>8</sup> *Id.* at 5. In support, you cite *Application of EchoStar Satellite, LLC*, SES-ASG-20070228-00278 (granted Apr. 3, 2007) and *Digital Broadband Application Corp.*, 18 FCC Rcd 9455 (International Bur. 2003).

<sup>9</sup> 47 U.S.C. §158(d)(2).

<sup>10</sup> See *EchoStar Letter Decision* at 2 (citing Letter from Mark A. Reger, CFO, OMD, FCC, to Pantelis Michalopoulos, Esq., *et al.*, (May 23, 2005) and quoting *Establishment of a Fee Collection Program to Implement the Provisions of the Consolidated Omnibus Budget Reconciliation Act of 1985, Report and Order*, 2 FCC Rcd 947, ¶¶ 245-248 (1987)).

comports with the Commission's expressed intent in the *DISCO II* decision.<sup>11</sup> OMD explained that, as in that situation, "Commission staff will expend fewer resources and will be able to more efficiently process EchoStar's application because the multiple earth stations are technically identical."<sup>12</sup> OMD therefore found "that the public interest is served in permitting a blanket application and waiving the fees that would have been required to accompany one million separate license requests."<sup>13</sup> For the same reasons supporting OMD's decision to grant EchoStar a waiver of the application fees in the *EchoStar Letter Decision*, we find that the public interest is served in waiving the fees that would have been required to accompany one million separate applications to assign the earth stations at issue here.

Your request is granted to the extent stated herein and the Commission accepts your check of \$2,380.00. If you have any questions concerning this letter, please call the Revenue and Receivables Operations Group at (202) 418-1995.

Sincerely,



Mark Stephens  
Chief Financial Officer

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<sup>11</sup> See *id.* 2-3 (citing *Amendment of the Commission's Regulatory Policies to Allow Non-U.S. Licensed Space Stations to Provide Domestic and International Satellite Service in the United States, Report and Order*, 12 FCC Rcd 24094, ¶¶ 201-204 (1997) (*DISCO II*)).

<sup>12</sup> See *EchoStar Letter Decision* at 3.

<sup>13</sup> See *id.* In reaching its decision, OMD cited Letter from Mark A. Reger, CFO, OMD, FCC, to Gary M. Epstein, Esq., *et al.* (June 15, 2004) and Letter from Mark Reger, CFO, OMD, FCC, to Patricia J. Paoletta, Esq., Todd M. Stansbury, Esq., and Jennifer D. Hindin, Esq. (June 24, 2002).

FEDERAL COMMUNICATIONS COMMISSION

Washington, D. C. 20554

OFFICE OF  
MANAGING DIRECTOR

November 27, 2007

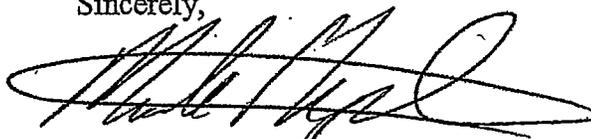
Pantelis Michalopoulos  
Petra A. Vorwig  
Steptoe & Johnson LLP  
1330 Connecticut Avenue, NW  
Washington, DC 20036-1795

Re: EchoStar Satellite LLC  
Petition for Waiver of  
Application Fees  
WTS Cntl. No. 9969

Dear Counsel:

This letter is acknowledging receipt of your letter dated November 6, 2007, which was received by the FCC on November 13, 2007. Within 30 days of this letter we will mail you either a resolution to your item or a letter telling you when you can expect a resolution. If you have any questions concerning this letter please call the Office of the Chief Financial Officer at (202) 418-1925. As you may notice from the date your correspondence was actually received in our office, we continue to experience significant delays in mail delivery. You may choose to fax or email any further correspondence to the Agency for a more timely response.

Sincerely,



Mark A. Stephens  
Chief Financial Officer

## Incoming Communication Tracking - Entry Screen

Tracking Number	9969	Date Received	11/6/2007
File Number		Date Filed	11/6/2007
		Date Completed	

**Letters Sent**  
 2 day   
 30 day   
 60 day   
 60 day (2)

### General Information

Source	Letter	Call Sign	
Program	Application Fee	FCC Code 1	
Communication Type	Other	FCC Code 2	
Bureau	OMD	Licensing System	
Secondary Bureau		Waiver Amount	\$2,380.00

### Applicant/Contact Information

FRN			
Applicant Name	EchoStar Satellite Operating Corp.		
Address 1	1330 Connecticut Avenue, W		
Address 2			
City, State Zip	Washington	DC	20036-179
Contact Name	Pantelis Michalopoulos	Additional FRN	
Contact Phone	(202) 429-3000	Additional Name	

### Assignment/Status Information

Assigned To	FO-Front Office	Disposition Status	Open
Assigned To POC	Regina Dorsey	Outcome	
RE	Petition for Waiver of Application Fees Pursuant to Sec. 1.1117 of the Commission's Rules.	Filer ID	
Date Assigned	11/27/2007	Bill Number	
Reassigned To		Fee Control Number	
Date Reassigned			
2nd Reassigned To			
2nd Date Reassigned			

### Assignment/Status Information

Comments	
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Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554

In the Matter of )  
EchoStar Satellite Operating Corporation )  
Petition for Waiver of )  
Application Fees Pursuant to )  
Section 1.1117 of the Commission's Rules )

RECEIVED - FCC  
NOV 19 2007  
Federal Communications Commission  
Bureau / Office

2007 NOV 19 P 3:25

To: Office of the Managing Director

PETITION FOR WAIVER OF APPLICATION FEES FOR  
*PRO FORMA* ASSIGNMENT

EchoStar Satellite Operating Corporation ("EchoStar") respectfully requests that, pursuant to Sections 1.3 and 1.1117 of the Commission's Rules,<sup>1</sup> and the Communications Act of 1934, as amended (the "Act"),<sup>2</sup> the Commission waive to the extent necessary certain application fees associated with its concurrently filed application seeking consent to the *pro forma* assignment of its authority to operate 1,000,000 receive-only earth stations with the EchoStar 4 satellite, a Mexico-licensed satellite operating at 77° W.L., to EchoStar's commonly-owned affiliate, EchoStar Holding Corporation ("Spinco").<sup>3</sup>

The Commission has repeatedly granted indistinguishable requests for waiver made by EchoStar in the past. The Commission's Rules and the Act specifically provide that

<sup>1</sup> 47 C.F.R. §§ 1.3 and 1.1117.

<sup>2</sup> 47 U.S.C. § 158(d)(2).

<sup>3</sup> See *EchoStar Pro Forma Assignment Application*, File No. SES-ASG-\_\_\_\_\_ (filed November 6, 2007) ("Application"). For the Commission's convenience, enclosed is a copy of the Application materials to which this request for waiver is associated.

such fees may be waived where good cause is shown and the public interest would be served.<sup>4</sup>

As demonstrated below, good cause exists for, and the public interest would be served by, waiver of fees in this case because the application fee would not be commensurate with the Commission's actual costs of processing EchoStar's Application and would represent a regulatory barrier to EchoStar's proposed assignment. If the Commission determines that a fee is required, EchoStar requests, as in prior instances, that the Commission find that the "VSAT" application fee of \$2,380 is appropriate. To avoid any delays in processing, EchoStar has already paid the \$2,380 fee, to which the instant request to provide service to up to a million receive-only dishes is similar.

#### **I. BACKGROUND**

EchoStar is requesting consent to assign its authorization for 1,000,000 receive-only earth station antennas in order to implement an internal corporate restructuring and to facilitate the separation of EchoStar Communications Corporation's, EchoStar's parent, technology, international and fixed satellite service ("FSS") business and assets into a distinct, publicly traded entity. The Commission's Rules do not designate any specific charges for this type of application being filed in the DBS service. The schedule of Commission fees includes the following charges for similar applications:

- Assignment Application for a Fixed Satellite Very Small Aperture Terminal (VSAT) System = \$2,380.00<sup>5</sup>
- Assignment of Receive-Only Earth Stations = \$475.00 for the first station and \$160.00 for each additional station.<sup>6</sup>

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<sup>4</sup> 47 C.F.R. § 1.1117; 47 U.S.C. § 158(d)(2).

<sup>5</sup> 47 C.F.R. § 1.1107(6)(c).

Even setting aside the *pro forma* nature of the instant application, EchoStar's network of DBS earth stations is most like a VSAT system; it should therefore be subject to at most the \$2,380.00 application fee for an assignment application for a VSAT system. The Commission has granted a similar waiver for EchoStar's initial application based on its similarity to a VSAT system.<sup>7</sup>

EchoStar's system architecture consists of as many as 1,000,000 technically identical earth stations operating in the DBS portion of the Ku-band. This architecture is consistent with the FCC's definition of VSAT networks as networks of technically identical small antennas that generally communicate with a larger hub station and operate in the 12/14 GHz frequency bands.<sup>8</sup> Because EchoStar believes, and the Commission has agreed, that its system is most like a VSAT network, it has paid the \$2,380.00 application fee to avoid processing delays. However, if the Commission determines that the fee for receive-only earth stations applies to each of EchoStar's 1,000,000 consumer units, EchoStar seeks a waiver of that \$160,000,315.00 application fee.

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<sup>6</sup> 47 C.F.R. § 1.1107(5)(c).

<sup>7</sup> See Letter from Mark Stephens, Chief Financial Officer, FCC, to Pantelis Michalopoulos, Counsel for EchoStar Satellite L.L.C., dated May 9, 2007.

<sup>8</sup> See *Streamlining the Commission's Rules and Regulations for Satellite Application and Licensing Procedures*, Order, 11 FCC Rcd. 21581, 21592 (1996).

## II. GOOD CAUSE EXISTS FOR, AND THE PUBLIC INTEREST WOULD BE SERVED BY, WAIVER OF THE RECEIVE-ONLY EARTH STATION APPLICATION FEE

The Commission has the authority to waive application fees where -- such as here -- good cause is shown and the public interest would be served.<sup>9</sup> As demonstrated below, a fee of over \$160 million would be prohibitively high for EchoStar to effect its *pro forma* assignment and would not be commensurate with Commission processing resources.

### A. FCC Application Fees are Intended to Recover the Costs of Standard Application Processing

The Commission's schedule of application fees is intended to reimburse the government for the work involved in providing certain regulatory services associated with processing applications. In setting the fees, the Commission has noted that "the charges represent a rough approximation of the Commission's actual cost of providing the regulatory actions listed" and that "the very core of this effort is to reimburse the government -- and the general public -- for the regulatory services provided to certain members of the public."<sup>10</sup> However, in certain instances, the Commission's schedule of filing fees may not reasonably approximate the costs involved in handling a particular application or may not otherwise serve the public interest. For this reason, the Commission's Rules and the Act allow for parties to seek a waiver of the application fees.<sup>11</sup>

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<sup>9</sup> See *WAIT Radio v. FCC*, 418 F.2d 1153, 1157 (D.C. Cir. 1969), *aff'd*, 459 F.2d 1203 (D.C. Cir. 1972), *cert. denied*, 409 U.S. 1027 (1972).

<sup>10</sup> *Establishment of a Fee Collection Program to Implement the Provisions of the Consolidated Omnibus Budget Reconciliation Act of 1985*, Report and Order, 2 FCC Rcd. 947, 948 (1987).

<sup>11</sup> See *supra* note 4.

A filing fee waiver is warranted here because many of the processing activities required to review the requested *pro forma* assignment -- the costs of which the application fees are designed to recover -- are simply not required in reviewing EchoStar's Application. For example, the Commission need not review 1,000,000 different stations to grant EchoStar's Application. Rather, as in the case of a VSAT network, the Commission only needs to review one set of technical parameters for all of the technically identical earth stations -- or would need to if this were not a *pro forma* request.

In similar contexts, the Commission has accepted application fees for VSAT networks. *See, e.g., Application of EchoStar Satellite LLC*, SES-ASG-20070228-00278 (granted Apr. 3, 2007) (approving application in which applicant paid VSAT application fee for 1,000,000 receive-only terminals to be used for DBS service from a Canadian satellite); *see also In the Matter of Digital Broadband Application Corp.*, Order, 18 FCC Rcd. 9455 (2003) (approving application in which applicant paid VSAT and fixed satellite transmit/receive earth station application fees for one hub earth station to be used with one million two-way FSS and DBS service from Canadian satellites). Thus, the \$2,380.00 application fee paid for this Application is consistent with past practice and would fairly compensate the Commission for the costs involved in its review.

**B. The Public Interest Would Be Served by Granting the Requested Fee Waiver**

In addition to being supported by the requisite good cause, granting EchoStar's request for a waiver of application fees for its Application is also consistent with the public interest. As described in the Application, the assignment of the licenses will allow EchoStar's parent, EchoStar Communications Corporation, to separate its consumer pay-TV business, DISH Network, from its technology and infrastructure assets (including its digital set-top box,

international, and Fixed-Satellite Service ("FSS") business) into two publicly-traded corporations. Each corporation will be freed to pursue opportunities and compete more intensively in their respective markets, which in turn will lead to better quality and lower prices.

### III. CONCLUSION

The imposition of a \$160 million fee on requests of this kind was not what Congress or the Commission intended when the fee guidelines were adopted. Such an astronomical fee for a *pro forma* assignment application would be a barrier to any operator that desires to improve its internal operation and organization as proposed by EchoStar. Filing fees should reimburse the government for the costs of processing applications, not act as a regulatory barrier to business.

For all of the aforementioned reasons, EchoStar respectfully requests that the Commission grant the requested fee waiver to the extent necessary in conjunction with its Application to effect a *pro forma* assignment of its authorization to provide DBS service to the United States from EchoStar 4 at the 77° W.L. orbital location.

Respectfully submitted,

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Pantelis Michalopoulos  
Petra A. Vorwig  
**Steptoe & Johnson LLP**  
1330 Connecticut Avenue, N.W.  
Washington, D.C. 20036-1795  
(202) 429-3000

*Counsel for EchoStar Satellite Operating Corporation*

Dated: November 6, 2007

cc: Anthony Dale, Managing Director, Office of the Managing Director (via hand delivery)

Approved by OMB  
3060-0678

Date & Time Filed: Nov 8 2007 1:54:31:750PM  
File Number: SES-ASG-INTR2007-02703

APPLICATION FOR SATELLITE SPACE AND EARTH STATION AUTHORIZATIONS FOR TRANSFER OF CONTROL OR ASSIGNMENT FCC 312 MAIN FORM FOR OFFICIAL USE ONLY	FCC Use Only
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**APPLICANT INFORMATION**

Enter a description of this application to identify it on the main menu:

Pro Forma Assignment of Blanket Receive-Only Earth Station Authority to EchoStar Holding Corporation

**1-8. Legal Name of Applicant**

<b>Name:</b>	EchoStar Satellite Operating Corporation	<b>Phone Number:</b>	303-723-1000
<b>DBA Name:</b>		<b>Fax Number:</b>	303-723-1699
<b>Street:</b>	9601 South Meridian Boulevard	<b>E-Mail:</b>	
<b>City:</b>	Englewood	<b>State:</b>	CO
<b>Country:</b>	USA	<b>Zipcode:</b>	80112 -
<b>Attention:</b>	Linda Kinney - (202)293-0981		

9-16. Name of Contact Representative

<b>Name:</b>	Pantelis Michalopoulos	<b>Phone Number:</b>	202-429-3000
<b>Company:</b>	Steptoe & Johnson LLP	<b>Fax Number:</b>	
<b>Street:</b>	1330 Connecticut Ave., NW	<b>E-Mail:</b>	
<b>City:</b>	Washington	<b>State:</b>	DC
<b>Country:</b>	USA	<b>Zipcode:</b>	20036-
<b>Attention:</b>		<b>Relationship:</b>	Legal Counsel

CLASSIFICATION OF FILING

17. Choose the button next to the classification that applies to this filing for both questions a. and b. Choose only one for 17a and only one for 17b.

- a1. Earth Station
- a2. Space Station

- (N/A) b1. Application for License of New Station
- (N/A) b2. Application for Registration of New Domestic Receive-Only Station
- (N/A) b3. Amendment to a Pending Application
- (N/A) b4. Modification of License or Registration
- b5. Assignment of License or Registration
- b6. Transfer of Control of License or Registration
- (N/A) b7. Notification of Minor Modification
- (N/A) b8. Application for License of New Receive-Only Station Using Non-U.S. Licensed Satellite
- (N/A) b9. Letter of Intent to Use Non-U.S. Licensed Satellite to Provide Service in the United States
- (N/A) b10. Other (Please specify)

17c. Is a fee submitted with this application?

- If Yes, complete and attach FCC Form 159. If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114).  
 Governmental Entity     Noncommercial educational licensee  
 Other (please explain):

17d.

Fee Classification A CZV – Fixed Satellite VSAT System	Quantity 1 (First Station)
Fee Classification B	Quantity 0 (Each Additional Station)

18. If this filing is in reference to an existing station, enter:

(a) Call sign of station:  
Not Applicable

19. If this filing is an amendment to a pending application enter:

(a) Date pending application was filed:	(b) File number of pending application:
Not Applicable	Not Applicable

**TYPE OF SERVICE**

20. NATURE OF SERVICE: This filing is for an authorization to provide or use the following type(s) of service(s): Select all that apply:

- a. Fixed Satellite
- b. Mobile Satellite
- c. Radiodetermination Satellite
- d. Earth Exploration Satellite
- e. Direct to Home Fixed Satellite
- f. Digital Audio Radio Service
- g. Other (please specify)      Direct Broadcast Satellite (DBS)

21. STATUS: Choose the button next to the applicable status. Choose only one.

- Common Carrier     Non-Common Carrier

22. If earth station applicant, check all that apply.

- Using U.S. licensed satellites  
 Using Non-U.S. licensed satellites

23. If applicant is providing INTERNATIONAL COMMON CARRIER service, see instructions regarding Sec. 214 filings. Choose one. Are these facilities:

- Connected to a Public Switched Network     Not connected to a Public Switched Network     N/A

24. FREQUENCY BAND(S): Place an "X" in the box(es) next to all applicable frequency band(s).

- a. C-Band (4/6 GHz)     b. Ku-Band (12/14 GHz)  
 c. Other (Please specify upper and lower frequencies in MHz.)  
Frequency Lower: 12200      Frequency Upper: 17800

**TYPE OF STATION**

25. CLASS OF STATION: Choose the button next to the class of station that applies. Choose only one.

- a. Fixed Earth Station
- b. Temporary-Fixed Earth Station
- c. 12/14 GHz VSAT Network
- d. Mobile Earth Station
- e. Geostationary Space Station
- f. Non-Geostationary Space Station
- g. Other (please specify)      DBS

26. TYPE OF EARTH STATION FACILITY: Choose only one.

- Transmit/Receive
- Transmit-Only
- Receive-Only
- N/A

**PURPOSE OF MODIFICATION**

27. The purpose of this proposed modification is to: (Place an "X" in the box(es) next to all that apply.)

Not Applicable

ENVIRONMENTAL POLICY

28. Would a Commission grant of any proposal in this application or amendment have a significant environmental impact as defined by 47 CFR 1.1307? If YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission's rules, 47 C.F.R. 1.1308 and 1.1311, as an exhibit to this application. A Radiation Hazard Study must accompany all applications for new transmitting facilities, major modifications, or major amendments.  Yes  No

ALIEN OWNERSHIP Earth station applicants not proposing to provide broadcast, common carrier, aeronautical en route or aeronautical fixed radio station services are not required to respond to Items 30-34.

29. Is the applicant a foreign government or the representative of any foreign government?  Yes  No

30. Is the applicant an alien or the representative of an alien?  Yes  No  
 N/A

31. Is the applicant a corporation organized under the laws of any foreign government?  Yes  No  
 N/A

32. Is the applicant a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?  Yes  No  
 N/A

<p>33. Is the applicant a corporation directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?</p>	<input type="radio"/> Yes <input checked="" type="radio"/> No <input checked="" type="radio"/> N/A
<p>34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as an exhibit an identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote.</p>	<p>A.20</p>

**BASIC QUALIFICATIONS**

<p>35. Does the Applicant request any waivers or exemptions from any of the Commission's Rules? If Yes, attach as an exhibit, copies of the requests for waivers or exceptions with supporting documents.</p>	<input checked="" type="radio"/> Yes <input type="radio"/> No
	<p>Fee Waiver</p>
<p>36. Has the applicant or any party to this application or amendment had any FCC station authorization or license revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission? If Yes, attach as an exhibit, an explanation of circumstances.</p>	<input checked="" type="radio"/> Yes <input type="radio"/> No
	<p>Question 36</p>
<p>37. Has the applicant, or any party to this application or amendment, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court? If Yes, attach as an exhibit, an explanation of circumstances.</p>	<input type="radio"/> Yes <input checked="" type="radio"/> No

38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition? If Yes, attach as an exhibit, an explanation of circumstances

Yes  No

39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the preceding two items? If yes, attach as an exhibit, an explanation of the circumstances.

Yes  No

40. If the applicant is a corporation and is applying for a space station license, attach as an exhibit the names, address, and citizenship of those stockholders owning a record and/or voting 10 percent or more of the Filer's voting stock and the percentages so held. In the case of fiduciary control, indicate the beneficiary(ies) or class of beneficiaries. Also list the names and addresses of the officers and directors of the Filer. Question 40

41. By checking Yes, the undersigned certifies, that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.

Yes  No

42a. Does the applicant intend to use a non-U.S. licensed satellite to provide service in the United States? If Yes, answer 42b and attach an exhibit providing the information specified in 47 C.F.R. 25.137, as appropriate. If No, proceed to question 43.

Yes  No

Question 42

42b. What administration has licensed or is in the process of licensing the space station? If no license will be issued, what administration has coordinated or is in the process of coordinating the space station? Mexico

43. Description. (Summarize the nature of the application and the services to be provided).

(If the complete description does not appear in this box, please go to the end of the form to view it in its entirety.)

See Narrative.

Narrative

#### CERTIFICATION

The Applicant waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. The applicant certifies that grant of this application would not cause the applicant to be in violation of the spectrum aggregation limit in 47 CFR Part 20. All statements made in exhibits are a material part hereof and are incorporated herein as if set out in full in this application. The undersigned, individually and for the applicant, hereby certifies that all statements made in this application and in all attached exhibits are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

44. Applicant is a (an): (Choose the button next to applicable response.)

- Individual
- Unincorporated Association
- Partnership
- Corporation
- Governmental Entity
- Other (please specify)

45. Name of Person Signing  
Linda Kinney

46. Title of Person Signing  
Vice President, Law and Regulation

47. Please supply any need attachments.

Attachment 1:

Attachment 2:

Attachment 3:

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND / OR IMPRISONMENT  
(U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION  
(U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

**SATELLITE EARTH STATION AUTHORIZATIONS**  
**FCC Form 312 – Schedule A**  
**FOR OFFICIAL USE ONLY**

Select one of the following

CONSENT TO TRANSFER OF CONTROL
  CONSENT TO ASSIGNMENT OF LICENSE

NOTIFICATION OF TRANSFER OF CONTROL OF RECEIVE ONLY REGISTRATION
  NOTIFICATION OF ASSIGNMENT OF RECEIVE ONLY REGISTRATION

A1. Name of Licensee (as shown on FCC 312 – Main Form)

<b>Name:</b>	EchoStar Satellite Operating Corporation	<b>Phone Number:</b>	303-723-1000
<b>DBA Name:</b>		<b>Fax Number:</b>	303-723-1699
<b>Street:</b>	9601 South Meridian Boulevard	<b>E-Mail:</b>	
<b>City:</b>	Englewood	<b>State:</b>	CO
<b>Country:</b>	USA	<b>Zipcode:</b>	80112 -
<b>Attention:</b>	Linda Kinney – (202) 293-0981		

A8. List Callsign(s) of station(s) being assigned or transfered

<b>Callsign:</b> E050196	<b>Callsign:</b>						
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A9. No. of station(s) listed

1

A10. Name of Transferor/ Assignor

<b>Name:</b>	EchoStar Satellite Operating Corporation	<b>Phone Number:</b>	303-723-1000
<b>Company:</b>		<b>Fax Number:</b>	303-723-1699
<b>Street:</b>	9601 South Meridian Boulevard	<b>E-Mail:</b>	
<b>City:</b>	Englewood	<b>State:</b>	CO
<b>Country:</b>	USA	<b>Zipcode:</b>	80112 -
<b>Attention:</b>	Linda Kinney - (202) 293-0981	<b>Relationship:</b>	Legal Counsel

A15. Name of Transferee/ Assignee

<b>Name:</b>	EchoStar Holding Corporation	<b>Phone Number:</b>	303-723-1000
<b>DBA Name:</b>		<b>Fax Number:</b>	
<b>Street:</b>	90 Inverness Circle E.	<b>E-Mail:</b>	
<b>City:</b>	Englewood	<b>State:</b>	CO
<b>Country:</b>	USA	<b>Zipcode:</b>	80112 -
<b>Attention:</b>	Linda Kinney - (202)293-0981		

A20. If these facilities are licensed, is the transferee / assignee directly or indirectly controlled by any other entity? If yes, attach as Exhibit E, a statement (including organizational diagrams where appropriate) which fully and completely identifies the nature and extent of control including: (1) the name, address, citizenship, and primary business of the controlling entity and any intermediate subsidiaries or parties, and (2) the names, addresses, citizenship, and the percentages of voting and equity stock of those stockholders holding 10 percent or more of the controlling corporation's voting stock.

- Yes  
 No  
 N/A

A21. If these facilities are licensed, attach as Exhibit F, a complete statement setting forth the facts which show how the assignment or transfer will serve the public interest.

#### CERTIFICATION

1. The undersigned, individually and for licensee, certifies that all attached exhibits pertain to Schedule A and all statements made in Schedule A of this application are true, complete and correct to the best of his/her knowledge and belief. The undersigned also certifies that any contracts or other instruments submitted herewith are complete and constitute the full agreement.
2. The undersigned represents that stock will not be delivered and that control will not be transferred until the Commission's consent has been received, but that transfer of control or assignment of license will be completed within 60 days of Commission consent. The undersigned also acknowledges that the Commission must be notified by letter within 30 days of consummation.

A22. Printed Name of Licensee (Must agree with A1) EchoStar Satellite Operating Corporation	A24. Title (Office Held by Person Signing) Vice President, Law and Regulation
A26. Printed Name of License Transferor / Assignor (Must agree with A10) EchoStar Satellite Operating Corporation	A28. Title (Office Held by Person Signing) Vice President, Law and Regulation
A26. Printed Name of License Transferee / Assignee (Must agree with A15) EchoStar Holding Corporation	A28. Title (Office Held by Person Signing) Executive Vice President and General Counsel