

May 14, 2008

Chairman Kevin Martin
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

RE: Docket 07-57
XM/Sirius Applications for Transfer

Dear Mr. Chairman:

On May 13, 2008, Georgetown Partners, LLC (“GP”) submitted a written *ex parte* presentation in this docket addressing certain proposals Media Access Project (“MAP”) and Public Knowledge (“PK”) have made with respect to the proposed merger of XM Satellite Radio Holdings Inc. and Sirius Satellite Radio Inc.

In recognition of the fact that the Commission might be disposed to approve the proposed merger, MAP and PK have presented a number of proposals designed to mitigate the harms which would arise were these two entities to be combined.

As GP explains in its May 13 presentation, MAP, PK and GP have engaged in discussions about their respective proposals. MAP and PK acknowledge and appreciate GP’s willingness to work with them in designing a mechanism for administering the 5% non-commercial, educational programmer set aside that they have proposed.

MAP and PK take no position with respect to GP’s specific proposal that 20% of the merged XM/Sirius company’s spectrum capacity be leased on an arms-length basis to an independent entity. This approach could be a useful supplement to, but not a substitute for, the 5% non-commercial, educational set aside that MAP and PK have advocated, and MAP and PK welcome GP’s willingness to seek to be one such potential operator. Should the Commission determine that a lease to an independent entity is in the public interest, MAP and PK support GP's proposal for selecting and assisting non-commercial, educational programmers. Under this proposal, the lessee would 1) work with MAP, PK and other appropriate parties to establish a structure to select among eligible programmers should demand exceed supply, and 2) at its own expense, encode, transport and deliver the non-commercial educational programming to the merged entity at the designated location(s).

In the interest of clarity, MAP and PK wish to state that neither they nor any person or organization associated with them have requested or received consideration of any kind from GP or any person or organization associated with them in exchange for their willingness to submit this letter of support.

Respectfully submitted,

/s/

Andrew Jay Schwartzman

/s/

Parul Desai

MEDIA ACCESS PROJECT
1625 K Street, NW
Washington, DC 20006
(202) 232-4300

/s/

Gigi B. Sohn

PUBLIC KNOWLEDGE
1875 Connecticut Ave., NW
Suite 650
Washington, D.C. 20009
(202) 518-0020 ext 100