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June 20, 2008

**VIA ELECTRONIC FILING**

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, S.W.  
Washington, DC 20554

Re: Notice of Ex Parte Presentation in MB Docket No. 07-57

Dear Mrs. Dortch:

On Friday, June 20, 2008, Jessica Marventano, Senior Vice President of Government Relations for Clear Channel Communications, Inc. ("Clear Channel") and Lawrence R. Sidman of Paul, Hastings, Janofsky & Walker LLP, outside counsel to Clear Channel, first met with Rick Chessen, Senior Legal Advisor/Media Advisor to Commissioner Michael J. Copps, then in a second meeting met with Commissioner Jonathan Adelstein, Scott Bergmann, Senior Legal Advisor to Commissioner Adelstein, and Shawn Donilon, a student intern with Commissioner Adelstein's office. The purpose of both meetings was to discuss the various concerns of Clear Channel regarding the proposed XM and Sirius merger.

Specifically, Clear Channel maintained that the proposed merger was not in the public interest, and therefore, the Commission should not grant the license transfer application. Clear Channel stressed that the elimination of intramodal competition that is the signature of the proposed transaction was contrary to the entire policy thrust of law and regulation in the communications sector for more than two decades, and specifically, violated the rules for SDARS licensing established by the Commission. Clear Channel depicted some of the harms that would befall consumers and free, over-the-air terrestrial broadcasting were the license transfer application to be approved. Clear Channel emphasized the enormous amount of spectrum that would be concentrated in the control of one essentially unregulated entity were the transaction to proceed as proposed, creating a genuine threat to the economic framework of terrestrial broadcast radio.

Clear Channel also discussed the glaring inadequacy of the voluntary commitments reflected in the June 16, 2008 joint *ex parte* filing by XM and Sirius counsel. As a

Marlene H. Dortch, Secretary  
June 20, 2008  
Page 2

general proposition, Clear Channel made clear that voluntary commitments that are unenforceable by the Commission are meaningless, especially in light of the prior violations of Commission rules by XM and Sirius. Thus, were the merger to be approved, binding enforceable conditions subject to the full panoply of the Commission's enforcement powers, are essential. In particular, Clear Channel stressed that the open access condition regarding equipment was insufficient to provide a meaningful opportunity for wide deployment of HD radio receivers. Instead, Clear Channel urged that in the event the merger were to be approved by the FCC, it be conditioned upon a requirement that all satellite radio receivers have integrated HD radio reception capability. Clear Channel also emphasized the imperative of prohibiting the merged entity from carrying local programming and local advertising.

In accordance with Section 1.1206 of the Commission's Rules, 47 C.F.R. § 1206, one copy of this letter is being filed electronically in the above-referenced docket. Please direct any inquiries concerning this matter to the undersigned.

Respectfully submitted,



Lawrence R. Sidman  
of PAUL, HASTINGS, JANOFSKY & WALKER LLP

*Counsel to Clear Channel Communications, Inc.*

LRS/rel

cc: Commissioner Jonathan Adelstein  
Scott Bergmann, Legal Advisor to Commissioner Adelstein  
Rick Chessen, Senior Legal Advisor/Media Advisor to Commissioner Copps