



June 20, 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 June 19, 2008, David K. Rehr of the National Association of Broadcasters ("NAB") spoke by telephone with Commissioner Robert M. McDowell to discuss the proposed merger of XM Satellite Radio Holdings, Inc. ("XM") and Sirius Satellite Radio, Inc. ("Sirius").

Mr. Rehr discussed the impact of the proposed merger-to-monopoly on competition and consumers. He noted that allowing XM and Sirius to merge will provide them with monopoly control over all of the spectrum allocated to satellite digital audio radio services, in violation of the Commission's own rules governing satellite radio as well as long-standing policy against spectrum monopolies. Mr. Rehr also emphasized that neither company claims to be "failing" and that replacing competition with government regulation in the form of conditions is not consistent with free market philosophy. In addition, he noted that it is not the role of government to bail out the companies from any financial stress they may have from overspending on talent.

With regard to conditions, Mr. Rehr noted that the merger conditions proposed by XM and Sirius will do nothing to resolve the anti-competitive effects that will result from the merger. Nor would the conditions provide consumer benefits sufficient to overcome the inevitable harms of a satellite radio monopoly. Finally, he noted that the history of non-compliance by these companies should make the Commission wary of the proposal.

Please direct any questions to the undersigned.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Law A. Walke", written in a cursive style.

Lawrence A. Walke

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