



1776 K STREET NW  
WASHINGTON, DC 20006  
PHONE 202.719.7000  
FAX 202.719.7049

7925 JONES BRANCH DRIVE  
McLEAN, VA 22102  
PHONE 703.905.2800  
FAX 703.905.2820

www.wileyrein.com

June 27, 2008

Robert L. Pettit  
202.719.7019  
rpettit@wileyrein.com

**VIA ECFS**

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, SW  
Washington, D.C. 20554

Re: Notice of *Ex Parte* Presentation; Consolidated Application for Authority to Transfer Control of XM Satellite Radio Holdings Inc. and Sirius Satellite Radio Inc.  
MB Docket No. 07-57

Dear Ms. Dortch:

In accordance with Section 1.1206 of the Commission's rules, 47 C.F.R. § 1.1206, and the Commission's Public Notice dated March 29, 2007 (DA 07-1435), this letter notifies the Commission that on June 26, 2008, Mel Karmazin, Chief Executive Officer of Sirius Satellite Radio Inc. ("Sirius") and Richard E. Wiley of Wiley Rein LLP, counsel for Sirius, met with Commissioner Jonathan Adelstein and Rudy Brioché, legal advisor to Commissioner Adelstein, to discuss pending issues raised in recent filings in the above-referenced proceeding, including the previously filed voluntary commitment letter. Mr. Karmazin and Mr. Wiley reiterated positions consistent with Sirius' filings in this proceeding, and urged prompt approval of the pending merger.

Sincerely,

/s/ Robert L. Pettit

Robert L. Pettit

cc: Commissioner Jonathan Adelstein  
Rudy Brioché