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July 2, 2008

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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 Ms. Dortch:

On Tuesday, July 1, 2008, Peter Smyth, President and CEO of Greater Media, Inc. ("Greater Media"), Steven A. Lerman and Sally A. Buckman of Leventhal Senter & Lerman PLLC, outside counsel to Greater Media, 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, met with Commissioner Deborah Tate and Amy Blankenship, Legal Advisor to Commissioner Tate. The purpose of the meeting was to discuss the various concerns of Greater Media and Clear Channel ("Broadcasters") regarding the proposed XM & Sirius merger.

Specifically, Broadcasters maintained that the proposed merger was not in the public interest, and therefore, the Commission should not grant the license transfer application. They stressed that the elimination of intramodal competition that is the centerpiece 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. They depicted some of the harms that would befall consumers and free, over-the-air terrestrial broadcasting were the license transfer application to be approved. Broadcasters 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. Broadcasters also stressed that to the extent the FCC relies on the Department of Justice's conclusion that there is broad competition for listeners which impacts over the air radio, it should not permit XM and Sirius to merge unless it also concurrently relaxes the broadcast multiple ownership rules.

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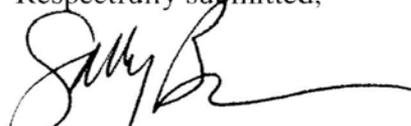


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Broadcasters also discussed the glaring inadequacy of the voluntary commitments reflected in the June 16, 2008 joint *ex parte* filing by XM and Sirius counsel. As a general proposition, Broadcasters made clear that voluntary commitments that are unenforceable by the Commission are meaningless, especially in light of 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, they stressed that the "open access" condition regarding receiving equipment was insufficient to provide a meaningful opportunity for wide deployment of HD Radio receivers. Broadcasters emphasized that over the air radio broadcasters have invested substantial amounts to convert to HD Radio and that the radio industry is at a critical juncture with respect to the implementation of HD Radio. Broadcasters explained that in the event the merger were to be approved by the FCC, to ensure that this critical conversion process is not undermined, it be conditioned upon a requirement that all satellite radio receivers have integrated HD Radio reception capability.

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

Respectfully submitted,



Sally A. Buckman

SAB/gfe
cc: Amy Blankenship