



July 24, 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:

Yesterday, the undersigned along with Marsha MacBride of the National Association of Broadcasters, Jessica Marventano of Clear Channel Communications, Diane Warren of the HD Alliance, Anne Lucey and John Orlando of CBS, Whit Adamson of the Tennessee Association of Broadcasters, and Larry Sidman of Paul, Hastings spoke with Commissioner Deborah Taylor Tate and Amy Blankenship about the proposed merger of Sirius Satellite Radio, Inc. ("Sirius") and XM Satellite Radio Holdings, Inc. ("XM").

In light of published reports that the Commission was considering approval with conditions, the parties explained the need for a condition to prevent the combined XM and Sirius from using their monopoly power over satellite radio to harm further development of digital terrestrial radio. Specifically, the parties urged the Commissioner to condition any approval of the merger so that all consumers would have access to radio equipment that would allow them to switch between digital satellite offerings and terrestrial digital offerings.

Please direct any questions to the undersigned.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Jane E. Mago". The signature is fluid and cursive, written in a professional style.

Jane E. Mago
Sr. Vice President and General Counsel
Legal and Regulatory Affairs