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April 9, 2010

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VIA ECFS

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 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, this letter notifies the Commission that on April 8, 2010, Mel Karmazin, Chief Executive Officer of Sirius XM Radio Inc. ("Sirius XM"), spoke with Commissioner Mignon Clyburn of the Federal Communications Commission, regarding the above referenced proceeding.

During the call, the participants reviewed the merger condition requiring Sirius XM to enter into long-term leases or other agreements to provide a Qualified Entity or Entities rights to four percent of the full-time audio channels on the Sirius platform and on the XM platform. More specifically, the participants discussed implementation details of the merger condition. Sirius XM expressed views consistent with those already in the record of this proceeding.

Should any questions arise concerning this, please contact me.

Respectfully,

/s/ Robert L. Pettit

Robert L. Pettit
Counsel for Sirius XM Radio Inc.

cc: The Honorable Mignon Clyburn