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September 30, 2011

**VIA ECFS**

Marlene H. Dortch, Secretary  
Federal Communications Commission  
445 12th Street S.W.  
Washington, DC 20554

Re: Notice of Oral *Ex Parte* Presentation  
WT Docket No. 07-293; WTB Docket No. 10-112

Dear Ms. Dortch:

Sirius XM Radio Inc. (“Sirius XM”) herein provides notice, in accordance with Section 1.1206 of the Commission’s Rules, 47 C.F.R. § 1.1206, that representatives from Sirius XM met with staff from the Wireless Telecommunications Bureau (“WTB”) and Office of Engineering and Technology (“OET”) on September 27, 2011 to discuss issues associated with Sirius XM’s September 7, 2011 *ex parte* filing in the above-captioned proceedings (the “September 7 *Ex Parte*”).

Participating in the meeting were Terrence Smith, Craig Wadin, and James Blitz from Sirius XM. Participants from the FCC were Roger Noel, Linda Chang, Paul Moon, and Moslem Sawez from WTB and Pat Forster from OET.

In general, Sirius XM reiterated its positions and recommendations detailed in the September 7 *Ex Parte*. Sirius XM explained that further extending the dates by which WCS licensees must provide service sends the wrong message about the Commission’s commitment to broadband and the need for its licensees to strictly comply with construction deadlines. We discussed fixed mobile uses for WCS spectrum that are available using current technology and that would satisfy critical broadband needs. We also discussed the multiple buildout extensions the Commission has already granted to WCS licensees, the rationale on which the Commission based those extensions and its stated expectations of prompt construction, and the WCS licensees’ apparent lack of commitment to invest in network development and develop broadband systems. We distributed the enclosed page – publicly available through the internet – demonstrating the desire of the two largest WCS license holders to sell their licenses.

Commission staff inquired as to the impact on Sirius XM if WCS licensees were required to construct facilities based on the current buildout deadlines. Sirius XM responded that timely WCS construction would not cause harm to any materially greater extent than extending construction farther in the future, and the benefits that firm WCS construction dates would

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provide to Sirius XM's ability to plan for future development of the satellite radio network far outweigh any potential harm.

Please let me know if there are any questions regarding this submission.

Respectfully submitted,



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James S. Blitz  
Vice President, Regulatory Counsel  
Sirius XM Radio Inc.

Attachment

Electronic CC: FCC Meeting Participants

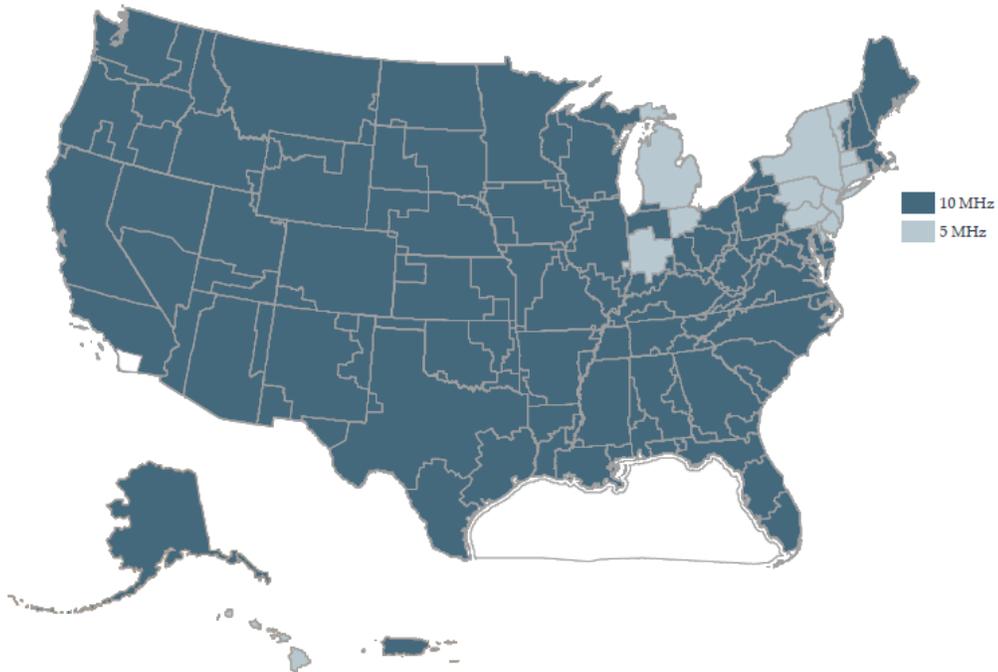


## 2.3 GHz WCS C and D Block Spectrum Licenses

### OVERVIEW OF OFFER TO SELL NATIONWIDE 2.3 GHZ FOOTPRINT

AT&T and NextWave are pursuing a joint sale of their 2.3 GHz Wireless Communications Service (“WCS”) C and D block spectrum licenses. The joint sale comprises spectrum covering the entire U.S. population - 10 MHz covering over 80% of the U.S. population and 5 MHz covering portions of the Northeast, Michigan, Indiana and Ohio. The footprint comprises 2.8 billion MHz POPs in total (based on 2010 population data).

### MHz COVERAGE



### SUMMARY INVESTMENT HIGHLIGHTS

- This offering represents an opportunity to purchase broadband spectrum covering the entire U.S. population;
- The 2.3 GHz band is being used globally for mobile broadband services. 4G equipment for the 2.3 GHz band is available today with a global ecosystem developing for both LTE and WiMAX;
- The C and D block WCS spectrum in the U.S. is suited for a wide range of broadband applications including Smart Grid, supplemental downlink for mobile services, fixed commercial and residential broadband, wireless backhaul and one-way broadcast-like services.

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