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March 2, 2012

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VIA ELECTRONIC FILING

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

**Re: Applications of Iridium Holdings LLC and GHL Acquisition Corp. for
Consent to Transfer Control of Iridium Carrier Services LLC, Iridium
Satellite LLC and Iridium Constellation LLC, IB Docket No. 08-232**

Dear Ms. Dortch:

Iridium Holdings LLC (“Iridium”) herein provides a copy of the Agreement to Confer on the U.S. Department of Homeland Security Identical Rights and Benefits as Accorded to other U.S. Government Agencies in the 2001 National Security Agreement. Please include this Agreement in the record of the above-referenced proceeding.

Sincerely,

/s/ Jennifer D. Hindin

Jennifer D. Hindin
Counsel for Iridium



October 4, 2011

BY E-MAIL AND POSTAL MAIL

Mr. David Heyman
Assistant Secretary, Office of Policy
Office of Foreign Finance and Investment
U.S. Department of Homeland Security
3801 Nebraska Avenue, N.W.
Washington, D.C. 20528

Re: Agreement to Confer on the U.S. Department of Homeland Security Identical Rights and Benefits as Accorded to other U.S. Government Agencies in the 2001 National Security Agreement

Dear Mr. Heyman:

Iridium Holdings LLC, Iridium Carrier Holdings LLC, Iridium Satellite LLC and Iridium Carrier Services LLC (collectively, the "Iridium Entities") hereby agree to confer on the U.S. Department of Homeland Security ("DHS") the same rights and benefits accorded to the U.S. Department of Justice ("DOJ") and the Federal Bureau of Investigation ("FBI") under the Agreement dated August 17, 2001 between the Iridium Entities on the one hand, and the DOJ and FBI on the other (the "2001 Agreement").

Recognizing that the *Homeland Security Act of 2002* grants DHS non-exclusive but prominent authority within the Executive Branch over U.S. national security and public safety, the Iridium Entities agree that DHS should be accorded the rights and benefits given to DOJ and the FBI in the 2001 Agreement. By its terms, the 2001 Agreement intends to ensure the security of the U.S. telecommunications system, an essential component of U.S. national security and public safety, and therefore, the 2001 Agreement is within DHS' purview.

This letter does not constitute a modification, assignment, declaration or novation of any of the original parties' rights and duties. Rather, this letter creates an agreement on the part of the Iridium Entities to vest DHS with the same rights and benefits accorded to the DOJ and the FBI under the 2001 Agreement and as that 2001 Agreement may be amended by those parties. Accordingly, the terms of the 2001 Agreement, as amended, are hereby incorporated by reference, and are effective as if DHS were an original party-beneficiary to that 2001 Agreement.



The Iridium Entities will copy the DHS with respect to notices it is required to provide the DOJ and the FBI under the 2001 Agreement.

Sincerely,

Iridium Holdings LLC
Iridium Carrier Services LLC
Iridium Satellite LLC
Iridium Carrier Holdings LLC

By: 
Matthew J. Desch
President and Chief Executive Officer, Iridium Holdings LLC
Chief Executive Officer, Iridium Carrier Services LLC
Chief Executive Officer, Iridium Satellite LLC
Chief Executive Officer, Iridium Carrier Holdings LLC

cc:

Ms. Lisa Monaco
Assistant Attorney General
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