



1776 K STREET NW
WASHINGTON, DC 20006
PHONE 202.719.7000
FAX 202.719.7049

7925 JONES BRANCH DRIVE
McLEAN, VA 22102
PHONE 703.905.2800
FAX 703.905.2820

www.wileyrein.com

July 6, 2010

Robert L. Pettit
202.719.7019
rpettit@wileyrein.com

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 July 2, 2010, as counsel for Sirius XM, I spoke with Jennifer Tatel and Marcia Glauber of the FCC's Media Bureau.

During the meeting, we reviewed the merger condition requiring Sirius XM to enter into long-term leases or other agreements to provide a Qualified Entity or Entities use of certain Sirius XM channels. More specifically, we discussed implementation of the merger condition. Sirius XM expressed views consistent with those already in the record of this proceeding.

If any questions arise concerning this, please let me know.

Respectfully,

/s/ *Robert L. Pettit*

Robert L. Pettit
Counsel for Sirius XM Radio Inc.

cc: Jennifer Tatel
Marcia Glauber