GeoEye
21700 Atlantic Blvd
Dulles VA 20166
703.480.7500
703.480.4659 fax
www.geoeye.com

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

2008 ANNUAL REPORT

Re: OrbView Satellite System, Call Sign S2348
Combined Annual Reports, June 26, 2003 through September 30, 2008

Dear Ms. Dortch:

ORBIMAGE License Corp., a wholly owned subsidiary of GeoEye, Inc. ("ORBIMAGE") and the licensee of the OrbView and IKONOS remote-sensing satellite systems, hereby submits this report on the operation of the OrbView system for the period beginning **June 26, 2003**, the date this system became operational, and ending September 30, 2008.

ORBIMAGE has not previously filed annual reports for this system because ORBIMAGE was not aware until recently that Section 25.210(l) of the Commission's rules might apply to Earth Exploration Satellite Service ("EESS") systems. While the license for ORBIMAGE's IKONOS system, which ORBIMAGE acquired in January 2006,[1] contains an explicit requirement that such reports be filed annually, the OrbView system license contains no such requirement. Thus, only upon comparing the two system licenses during a routine review of all its FCC licenses did ORBIMAGE realize that such reports are required for the IKONOS system and that they might also be required for the OrbView system. Accordingly, on November 1, 2007, ORBIMAGE filed such a report for the IKONOS system for the two-year period ending May 31, 2007, thus completing the FCC's records for that system. This report similarly completes the FCC's records for the OrbView system. Although the heading of Section 25.210 ("Technical requirements for space stations in the Fixed-Satellite Service") suggests that the requirement to file such reports applies only to systems in the Fixed-Satellite Service and not to EESS systems, informal communications with Commission staff have suggested that the Commission desires that EESS system licensees file similar reports.

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1 The International Bureau approved the assignment of the IKONOS system license (Call Sign S2144) from Space Imaging LLC ("Space Imaging") to ORBIMAGE on December 28, 2005. *See Applications of Space Imaging LLC (Assignor) and ORBIMAGE License Corp. (Assignee) for Approval of the Assignment of FCC Licenses and Authorizations, Held by Space Imaging LLC to ORBIMAGE License Corp.*, Public Notice, IB Docket No. 05-293, DA 05-3291.

Accordingly, ORBIMAGE will hereafter file such reports for the OrbView system as well as the IKONOS system each June in a fashion consistent with the rule in order to assure the completeness of the Commission's records.

I. STATUS OF THE ORBVIEW SYSTEM

The OrbView license originally authorized the launch and operation of two non-geostationary satellite orbit ("NGSO") EESS satellites, OrbView-3 and OrbView-4, in low-Earth orbit.[2] As the Commission is aware, OrbView-4 failed to reach its intended orbit and was never put into operation.[3] However, OrbView-3 was successfully launched on June 26, 2003 and ORBIMAGE thereafter notified the Commission that the operation of OrbView-3 conformed to the terms and conditions of the OrbView system license.[4] Subsequently, the OrbView license was modified to authorize the launch and operation of the OrbView-5 NGSO satellite.[5] OrbView-5 (renamed GeoEye-1) was successfully launched September 6, 2008, and is expected to complete on-orbit testing and commence operation before the end of 2008.

On May 7, 2007, ORBIMAGE notified the Commission that the remote-sensing camera on board OrbView-3 had permanently ceased to produce usable imagery.[6] As noted in that letter, ORBIMAGE is using the satellite for training purposes and intends to do so until ORBIMAGE is confident that the satellite can safely be deorbited, which ORBIMAGE expects to occur within one to two years. ORBIMAGE continues to have positive command and control of OrbView-3 and communicates with the satellite on a regular basis.

II. NON-SCHEDULED OUTAGES

The OrbView-3 satellite operates in the 402-403 MHz and 2025-2110 MHz frequency bands for uplink TT&C, the 401-402 MHz band for downlink telemetry, and the 8025-8400 MHz frequency band for downlink transmissions to FCC-licensed earth stations in Barrow, Alaska and Dulles, Virginia, and to other earth stations licensed by foreign administrations. In

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2 *See Orbital Imaging Corporation*, Order and Authorization, DA 99-353 (rel. Feb. 17, 1999) (File No. SAT-LOA-19980203-00012).

3 *See* Letter from Armand Mancini, Executive Vice President and Chief Financial Officer, Orbital Imaging Corporation, to Magalie Roman Salas, Secretary, Federal Communications Commission (Jan. 16, 2002) (File No. SAT-LOA-19980203-00012).

4 *See* Letter from Daniel J. Connors, Acting General Counsel, Orbital Imaging Corporation, to Marlene H. Dortch, Secretary, Federal Communications Commission (July 3, 2003) (File No. SAT-LOA-19980203-00012).

5 *See ORBIMAGE Inc.*, Authorization Modification Order (Jan. 9, 2006) (File No. SAT-MOD-2005051100097).

6 *See* Letter from William Warren, Sr. Vice President General Counsel, ORBIMAGE License Corp., to Robert Nelson, Chief, Engineering Branch, Satellite Division, International Bureau, Federal Communications Commission (May 7, 2007) (File No. SAT-MOD-20050511-00097).

addition to the March 4, 2007 anomaly which caused permanent failure of the imaging camera the major anomalies listed in the attached Appendix A also occurred during the reporting period.

III. TRANSPONDER UTILIZATION

All transponder capacity is used for the internal business purposes of ORBIMAGE: to download remote sensing imagery from the OrbView system. Downloaded imagery in turn is distributed to ORBIMAGE's customers. As noted in Section II above, OrbView-3 satellite imaging operations permanently failed March 4, 2007. GeoEye-1 satellite imaging operations are currently undergoing on-orbit testing. After the successful completion of on-orbit testing, GeoEye-1 will begin downloading remote sensing imagery for the internal purposes of ORBIMAGE and for distribution to customers.

IV. TRANSPONDER FUNCTIONING

Except for the OrbView-3 satellite, all GeoEye-1 transponders are expected to begin service and perform to specification when the satellite commences commercial operations before the end of 2008.

Respectfully submitted,

Daniel J. Connors, Jr.
Associate General Counsel

cc: FCC Columbia Operations Center
Fern Jarmulnek
Karl Kensinger
Robert Nelson
Kathyrn Medley
Sylvia Lam

Appendix A

Summary of Major Anomalies (defined as Safeholds, Processor Resets) and Status since June 26, 2003

Summary of Major Anomalies (defined as Safeholds, Processor Resets) and Status since June 26, 2003

Date Occurred	Subsystem	Anomaly Description & Probable Cause
2004 January 30th	ADACS	ADACS ("Altitude Determination and Control Subsystem") A-side processor failed over to B side.
2004 February 20th	ADACS	ACS ("Altitude Control System") entered Safehold mode.
2004 February 29th	ADACS	ADACS A side processor failed over to B side.
2004 March 29th	ADACS	ADACS A side processor failed over to B side.
2004 April 8th	ADACS	ADACS Failover from B to A side.
2004 April 25th	PIP	ACS entered into Safehold mode.
2004 June 1st	PIP	PIP ("Payload Interface Processor") entered Safehold mode.
2004 June 18th	ADACS	ADACS failed over to side B.
2004 July 21st	PIP	PIP entered Safehold mode.
2004 August 22nd	ADACS	ADACS failed over to Side B.
2004 October 10th	ADACS	ADACS failed over to Side B.
2004 October 12th	ADACS	ACS Entered Safehold mode.
2004 October 12	Payload	Camera Door did not close during Image. Abort and subsequent ACS Safehold at 20 deg/sec fast rate.
Dec 31, 2004 thru Jan 1, 2005	PIP	PIP entered into Safehold mode.
2005 January 12,	ADACS	PIP entered Safehold mode. ACS entered Safehold mode.
2005 January 22	PIP	PIP entered Safehold mode
2005 January 28	ADACS	Trip attitude error and/or rate error thresholds while driving at high rates
2005 September 24	PIP	PIP safe and Default Schedule loaded, due to on-board commands expiring
2006 May 30	ADACS	PIP safe and ACS safehold due to CSS ("Core Sun Sun Disagreement Last occurrence was October 12, 2005.
2007 March 4	Payload	Optical images saturated.