

APPLICATION FOR SATELLITE SPACE AND EARTH STATION AUTHORIZATIONS FOR TRANSFER OF CONTROL OR ASSIGNMENT FCC 312 MAIN FORM FOR OFFICIAL USE ONLY	FCC Use Only
---	---------------------

2 APPLICANT INFORMATION

Enter a description of this application to identify it on the main menu:

T/C of EchoStar North America Corporation's Receive-Only Earth Station Authorizations

1-8. Legal Name of Applicant

Name:	EchoStar Communications Corporation (a Delaware corporation)	Phone Number:	(303) 723-1000
DBA Name:		Fax Number:	(303) 723-1699
Street:	5701 South Santa Fe	E-Mail:	
City:	Littleton	State:	DC
Country:	USA	Zipcode:	80120 -
Attention:	David K. Moskowitz		

9-16. Name of Contact Representative (If other than applicant)

Name: Pantelis Michalopoulos **Phone Number:** (202) 429-6494
Company: Steptoe & Johnson LLP **Fax Number:** (202) 429-3902
Street: 1330 Connecticut Ave., N.W. **E-Mail:** pmichalo@steptoe.com
City: Washington **State:** DC
Country: USA **Zipcode:** 20036-1795
Contact Title: Legal Counsel

CLASSIFICATION OF FILING

17. Choose the button next to the classification that applies to this filing for both questions a. and b. Choose only one for 17a and only one for 17b.

- a1. Earth Station
- a2. Space Station

- (N/A) b1. Application for License of New Station
- (N/A) b2. Application for Registration of New Domestic Receive-Only Station
- (N/A) b3. Amendment to a Pending Application
- (N/A) b4. Modification of License or Registration
- b5. Assignment of License or Registration
- b6. Transfer of Control of License or Registration
- (N/A) b7. Notification of Minor Modification
- (N/A) b8. Application for License of New Receive-Only Station Using Non-U.S. Licensed Satellite
- (N/A) b9. Letter of Intent to Use Non-U.S. Licensed Satellite to Provide Service in the United States
- (N/A) b10. Other (Please specify)

<p>17c. Is a fee submitted with this application? <input checked="" type="radio"/> If Yes, complete and attach FCC Form 159. If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114). <input type="radio"/> Governmental Entity <input type="radio"/> Noncommercial educational licensee <input type="radio"/> Other (please explain):</p>	
17d.	
<p>Fee Classification A CNO – Receive Only Earth Station Quantity 1</p> <p>Fee Classification B Quantity 1</p>	
<p>18. If this filing is in reference to an existing station, enter: (a) Call sign of station: Not Applicable</p>	<p>19. If this filing is an amendment to a pending application enter: (a) Date pending application was filed: Not Applicable</p> <p>(b) File number of pending application: Not Applicable</p>

TYPE OF SERVICE

20. NATURE OF SERVICE: This filing is for an authorization to provide or use the following type(s) of service(s): Select all that apply:

- a. Fixed Satellite
- b. Mobile Satellite
- c. Radiodetermination Satellite
- d. Earth Exploration Satellite
- e. Direct to Home Fixed Satellite
- f. Digital Audio Radio Service
- g. Other (please specify)

21. STATUS: Choose the button next to the applicable status. Choose only one.

- Common Carrier
- Non-Common Carrier

22. If earth station applicant, check all that apply.

- Using U.S. licensed satellites
- Using Non-U.S. licensed satellites

23. If applicant is providing INTERNATIONAL COMMON CARRIER service, see instructions regarding Sec. 214 filings. Choose one. Are these facilities:

- Connected to a Public Switched Network
- Not connected to a Public Switched Network
- N/A

24. FREQUENCY BAND(S): Place an "X" in the box(es) next to all applicable frequency band(s).

- a. C-Band (4/6 GHz)
 - b. Ku-Band (12/14 GHz)
 - c. Other (Please specify upper and lower frequencies in MHz.)
- Frequency Lower: _____ Frequency Upper: _____

TYPE OF STATION

25. CLASS OF STATION: Choose the button next to the class of station that applies. Choose only one.

- a. Fixed Earth Station
- b. Temporary-Fixed Earth Station
- c. 12/14 GHz VSAT Network
- d. Mobile Earth Station
- e. Geostationary Space Station
- f. Non-Geostationary Space Station
- g. Other (please specify)

26. TYPE OF EARTH STATION FACILITY: Choose only one.

- Transmit/Receive
- Transmit-Only
- Receive-Only
- N/A

PURPOSE OF MODIFICATION

27. The purpose of this proposed modification is to: (Place an "X" in the box(es) next to all that apply.)

Not Applicable

ENVIRONMENTAL POLICY

28. Would a Commission grant of any proposal in this application or amendment have a significant environmental impact as defined by 47 CFR 1.1307? If YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission's rules, 47 C.F.R. 1.1308 and 1.1311, as an exhibit to this application. A Radiation Hazard Study must accompany all applications for new transmitting facilities, major modifications, or major amendments.

Yes No

ALIEN OWNERSHIP Earth station applicants not proposing to provide broadcast, common carrier, aeronautical en route or aeronautical fixed radio station services are not required to respond to Items 30-34.

29. Is the applicant a foreign government or the representative of any foreign government?

Yes No N/A

30. Is the applicant an alien or the representative of an alien?

Yes No
 N/A

31. Is the applicant a corporation organized under the laws of any foreign government?

Yes No
 N/A

<p>32. Is the applicant a corporation of which any officer or director is an alien or of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?</p>	<p><input type="radio"/> Yes <input type="radio"/> N/A <input checked="" type="radio"/> No</p>
<p>33. Is the applicant a corporation directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?</p>	<p><input type="radio"/> Yes <input type="radio"/> N/A <input checked="" type="radio"/> No</p>
<p>34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as an exhibit an identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote.</p>	

BASIC QUALIFICATIONS

<p>35. Does the Applicant request any waivers or exemptions from any of the Commission's Rules? If Yes, attach as an exhibit, copies of the requests for waivers or exceptions with supporting documents.</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p>
<p>36. Has the applicant or any party to this application or amendment had any FCC station authorization or license revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission? If Yes, attach as an exhibit, an explanation of circumstances.</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p>

<p>37. Has the applicant, or any party to this application or amendment, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court? If Yes, attach as an exhibit, an explanation of circumstances.</p>	<p style="text-align: center;"> <input type="radio"/> Yes <input checked="" type="radio"/> No </p>
<p>38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition? If Yes, attach as an exhibit, an explanation of circumstances</p>	<p style="text-align: center;"> <input type="radio"/> Yes <input checked="" type="radio"/> No </p>
<p>39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the preceding two items? If yes, attach as an exhibit, an explanation of the circumstances.</p>	<p style="text-align: center;"> <input checked="" type="radio"/> Yes <input type="radio"/> No </p>
<p>40. If the applicant is a corporation and is applying for a space station license, attach as an exhibit the names, address, and citizenship of those stockholders owning a record and/or voting 10 percent or more of the Filer's voting stock and the percentages so held. In the case of fiduciary control, indicate the beneficiary(ies) or class of beneficiaries. Also list the names and addresses of the officers and directors of the Filer.</p>	
<p>41. By checking Yes, the undersigned certifies, that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.</p>	

42a. Does the applicant intend to use a non-U.S. licensed satellite to provide service in the United States? If Yes, answer 42b and attach an exhibit providing the information specified in 47 C.F.R. 25.137, as appropriate. If No, proceed to question 43.

Yes No

42b. What administration has licensed or is in the process of licensing the space station? If no license will be issued, what administration has coordinated or is in the process of coordinating the space station?N/A

43. Description. (Summarize the nature of the application and the services to be provided).

This application is being filed pursuant to an agreement and plan of merger entered into between EchoStar Communications Corporation (a Nevada corporation), Hughes Electronics Corporation and General Motors Corporation. The merged company, EchoStar Communications Corporation

CERTIFICATION

The Applicant waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. The applicant certifies that grant of this application would not cause the applicant to be in violation of the spectrum aggregation limit in 47 CFR Part 20. All statements made in exhibits are a material part hereof and are incorporated herein as if set out in full in this application. The undersigned, individually and for the applicant, hereby certifies that all statements made in this application and in all attached exhibits are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

44. Applicant is a (an): (Choose the button next to applicable response.)

- Individual
- Unincorporated Association
- Partnership
- Corporation
- Governmental Entity
- Other (please specify)

45. Name of Person Signing
David K. Moskowitz

46. Title of Person Signing
Senior Vice President and General Counsel

47. Please supply any need attachments.

Attachment 1:

Attachment 2:

Attachment 3:

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND / OR IMPRISONMENT
(U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION
(U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

SATELLITE EARTH STATION AUTHORIZATIONS
FCC Form 312 – Schedule A

FOR OFFICIAL USE ONLY

Select one of the following

- CONSENT TO TRANSFER OF CONTROL CONSENT TO ASSIGNMENT OF LICENSE
- NOTIFICATION OF TRANSFER OF CONTROL OF RECEIVE ONLY REGISTRATION NOTIFICATION OF ASSIGNMENT OF RECEIVE ONLY REGISTRATION

A1. Name of Licensee (as shown on FCC 312 – Main Form)

Name:	EchoStar North America Corporation	Phone Number:	(303) 723-1000
DBA Name:		Fax Number:	(303) 723-1699
Street:	5701 South Santa Fe	E-Mail:	
City:	Littleton	State:	
Country:	USA	Zipcode:	80120
Attention:	David K. Moskowitz		

A8. List Callsign(s) of station(s) being assigned or transferred			A9. No. of station(s) listed		
Callsign: E970396	Callsign: E970395	Callsign:			
A10. Name of Transferor/ Assignor					
Name:	EchoStar Communications Corporation (a Nevada corporation)	Phone Number:	(303) 723-1000		
Company:		Fax Number:	(303) 723-1699		
Street:	5701 South Santa Fe	E-Mail:			
City:	Littleton	State:	CO		
Country:	USA	Zipcode:	80120		
Contact Title:	David K. Moskowitz	Relationship:			

A15. Name of Transferee/ Assignee

Name: EchoStar Communications Corporation (a Delaware corporation) **Phone Number:** (303) 723-1000
DBA Name: **Fax Number:** (303) 723-1699
Street: 5701 South Santa Fe **E-Mail:**
City: Littleton **State:** CO
Country: USA **Zipcode:** 80120
Attention: David K. Moskowitz

A20. If these facilities are licensed, is the transferee / assignee directly or indirectly controlled by any other entity? Yes
If yes, attach as Exhibit E, a statement (including organizational diagrams where appropriate) which fully and completely identifies the nature and extent of control including: (1) the name, address, citizenship, and primary business of the controlling entity and any intermediate subsidiaries or parties, and (2) the names, addresses, citizenship, and the percentages of voting and equity stock of those stockholders holding 10 percent or more of the controlling corporation's voting stock. No N/A

A21. If these facilities are licensed, attach as Exhibit F, a complete statement setting forth the facts which show how the assignment or transfer will serve the public interest.

CERTIFICATION

<p>1. The undersigned, individually and for licensee, certifies that all attached exhibits pertain to Schedule A and all statement made in Schedule A of this application are true, compete and correct to the best of his/her knowledge and belief. The undersigned also certifies that any contracts or other instruments submitted herewith are complete and constitute the full agreement.</p> <p>2. The undersigned represents that stock will not be delivered and that control will not be transferred until the Commission's consent has been received, but that transfer of control or assignment of license will be completed within 60 days of Commission consent. The undersigned also acknowledges that the Commission must be notified by letter within 30 days of consummation.</p>	
<p>A22. Printed Name of Licensee (Must agree with A1) EchoStar North America Corp.</p>	<p>A24. Title (Office Held by Person Signing) David K. Moskowitz, SVP and General Counsel</p>
<p>A26. Printed Name of License Transferor / Assignor (Must agree with A10) EchoStar Communications Corp. (a Nevada corp.)</p>	<p>A28. Title (Office Held by Person Signing) David K. Moskowitz, SVP and General Counsel</p>
<p>A26. Printed Name of License Transferee / Assignee (Must agree with A15) EchoStar Communications Corp. (a Delaware corp.)</p>	<p>A28. Title (Office Held by Person Signing) David K. Moskowitz, SVP and General Counsel</p>

43. Description. (Summarize the nature of the application and the services to be provided).

This application is being filed pursuant to an agreement and plan of merger entered into between EchoStar Communications Corporation (a Nevada corporation), Hughes Electronics Corporation and General Motors Corporation. The merged company, EchoStar Communications Corporation (a Delaware corporation), will provide DBS and Internet access service.

**List of EchoStar North America Corporation's
Receive-Only Earth Stations**

Call Sign
E970395
E970396

Location
Gilbert, Arizona
Gilbert, Arizona

Expiration Date
December 12, 2007
December 12, 2007

Statement of Public Interest

For a complete statement of public interest, please see the Public Interest Statement (Part II) of the Consolidated Application for Authority to Transfer Control being filed concurrently with this Transfer of Control Application.

Response to Question 39

1. Sensor Co. Ltd. v. Hughes Electronics Manufacturing Service Company, et al.

Plaintiff seeking 35 million for alleged fraud, breach of contract, breach of warranties and violation of California's unfair trade practices act. Hughes denies liability, and has filed cross-claims seeking contribution and indemnification from co-defendants. Co-defendants have filed cross-complaints seeking indemnification from Hughes. Discovery has commenced.

2. Grand Jury Investigation/State Department Review

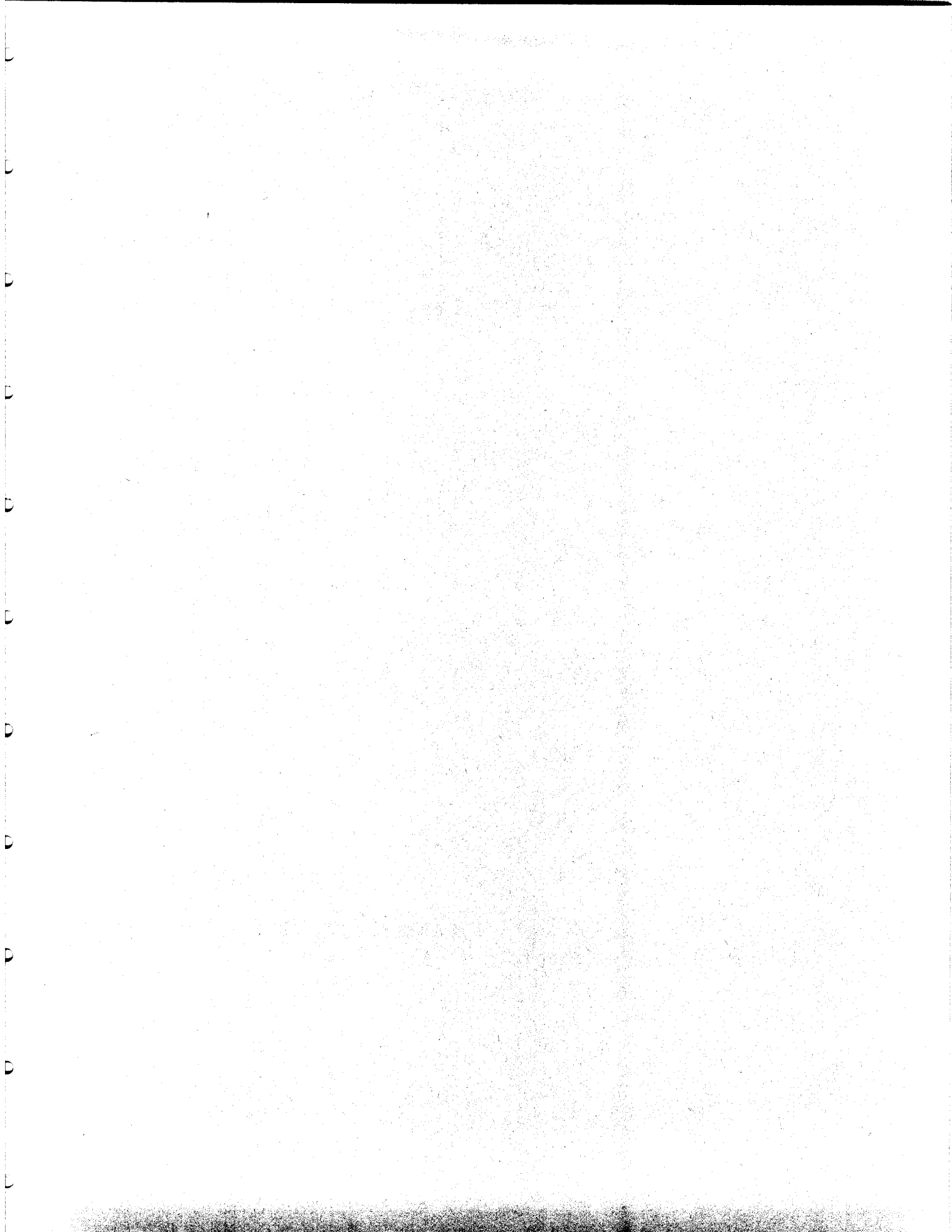
There is a pending grand jury investigation into whether Hughes should be accused of criminal violations of the export control laws arising out of the participation of two employees on a committee formed to review the findings of Chinese engineers regarding the failure of a Long March rocket in China in 1996. Hughes is also subject to the authority of the United States State Department to impose sanctions for non-criminal violations of the Arms Export Control Act.

3. Bischoff, et al. v. DIRECTV, et al.

In September 2000, a putative class action was commenced against DIRECTV, Thomson Consumer Electronics, Best Buy Co., Circuit City Stores and Tandy Corporation. The named plaintiffs purport to represent a class of all consumers who purchased DIRECTV equipment and services any time from March 1996 to September 1, 2000, and allege that defendants have violated federal and California antitrust statutes by entering into agreements to exclude competition and force retailers to boycott competitors' products and services.

4. Kingray, et al. v. NBA, et al.; Kingray, et al. v. NHL, et al.

Putative class actions against NBA and NHL, its member teams and DIRECTV. Plaintiffs allege that the distribution agreements between the leagues and DIRECTV violate the antitrust laws. DIRECTV's motion to compel arbitration was denied. DIRECTV has filed notice of appeal of the arbitration ruling.



APPLICATION FOR SATELLITE SPACE AND EARTH STATION AUTHORIZATIONS FOR TRANSFER OF CONTROL OR ASSIGNMENT FCC 312 MAIN FORM FOR OFFICIAL USE ONLY	FCC Use Only
--	--------------

2 APPLICANT INFORMATION

Enter a description of this application to identify it on the main menu:

T/C of EchoStar North America Corporation's Transmit/Receive Earth Station Authorizations

1-8. Legal Name of Applicant

Name:	EchoStar Communications Corporation (a Delaware corporation)	Phone Number:	(303) 723-1000
DBA Name:		Fax Number:	(303) 723-1699
Street:	5701 South Santa Fe	E-Mail:	
City:	Littleton	State:	CO
Country:	USA	Zipcode:	80120 -
Attention:	David K. Moskowitz		

9-16. Name of Contact Representative (If other than applicant)

Name:	Pantelis Michalopoulos	Phone Number:	(202) 429-6494
Company:	Stephoe & Johnson LLP	Fax Number:	(202) 429-3902
Street:	1330 Connecticut Ave., N.W.	E-Mail:	pmichalo@stephoe.com
City:	Washington	State:	DC
Country:	USA	Zipcode:	20036-1795
Contact Title:		Relationship:	Legal Counsel

CLASSIFICATION OF FILING

17. Choose the button next to the classification that applies to this filing for both questions a. and b. Choose only one for 17a and only one for 17b.

- a1. Earth Station
- a2. Space Station

- (N/A) b1. Application for License of New Station
- (N/A) b2. Application for Registration of New Domestic Receive-Only Station
- (N/A) b3. Amendment to a Pending Application
- (N/A) b4. Modification of License or Registration
- b5. Assignment of License or Registration
- b6. Transfer of Control of License or Registration
- (N/A) b7. Notification of Minor Modification
- (N/A) b8. Application for License of New Receive-Only Station Using Non-U.S. Licensed Satellite
- (N/A) b9. Letter of Intent to Use Non-U.S. Licensed Satellite to Provide Service in the United States
- (N/A) b10. Other (Please specify)

<p>17c. Is a fee submitted with this application? <input checked="" type="radio"/> If Yes, complete and attach FCC Form 159. If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114). <input type="radio"/> Governmental Entity <input type="radio"/> Noncommercial educational licensee <input type="radio"/> Other (please explain):</p>	
17d.	<p>Fee Classification A CNX – Fixed Satellite Transmit/Receive Earth Station Quantity 1</p> <p>Fee Classification B Quantity 21</p>
<p>18. If this filing is in reference to an existing station, enter: (a) Call sign of station: Not Applicable</p>	<p>19. If this filing is an amendment to a pending application enter: (a) Date pending application was filed: Not Applicable (b) File number of pending application: Not Applicable</p>

TYPE OF SERVICE

20. NATURE OF SERVICE: This filing is for an authorization to provide or use the following type(s) of service(s): Select all that apply:

- a. Fixed Satellite
- b. Mobile Satellite
- c. Radiodetermination Satellite
- d. Earth Exploration Satellite
- e. Direct to Home Fixed Satellite
- f. Digital Audio Radio Service
- g. Other (please specify) Broadcasting Satellite Service

21. STATUS: Choose the button next to the applicable status. Choose only one.

- Common Carrier
- Non-Common Carrier

22. If earth station applicant, check all that apply.

- Using U.S. licensed satellites
- Using Non-U.S. licensed satellites

23. If applicant is providing INTERNATIONAL COMMON CARRIER service, see instructions regarding Sec. 214 filings. Choose one. Are these facilities:

- Connected to a Public Switched Network
- Not connected to a Public Switched Network
- N/A

24. FREQUENCY BAND(S): Place an "X" in the box(es) next to all applicable frequency band(s).

- a. C-Band (4/6 GHz)
- b. Ku-Band (12/14 GHz)
- c. Other (Please specify upper and lower frequencies in MHz.)

Frequency Lower: 12200 – 12700 Frequency Upper: 17300 – 17800

TYPE OF STATION

25. CLASS OF STATION: Choose the button next to the class of station that applies. Choose only one.

- a. Fixed Earth Station
- b. Temporary-Fixed Earth Station
- c. 12/14 GHz VSAT Network
- d. Mobile Earth Station
- e. Geostationary Space Station
- f. Non-Geostationary Space Station
- g. Other (please specify)

26. TYPE OF EARTH STATION FACILITY: Choose only one.

- Transmit/Receive
- Transmit-Only
- Receive-Only
- N/A

PURPOSE OF MODIFICATION

27. The purpose of this proposed modification is to: (Place an "X" in the box(es) next to all that apply.)

Not Applicable

ENVIRONMENTAL POLICY

28. Would a Commission grant of any proposal in this application or amendment have a significant environmental impact as defined by 47 CFR 1.1307? If YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission's rules, 47 C.F.R. 1.1308 and 1.1311, as an exhibit to this application. A Radiation Hazard Study must accompany all applications for new transmitting facilities, major modifications, or major amendments.

Yes No

ALIEN OWNERSHIP Earth station applicants not proposing to provide broadcast, common carrier, aeronautical en route or aeronautical fixed radio station services are not required to respond to Items 30-34.

29. Is the applicant a foreign government or the representative of any foreign government?

Yes No N/A

30. Is the applicant an alien or the representative of an alien?

Yes No
 N/A

31. Is the applicant a corporation organized under the laws of any foreign government?

Yes No
 N/A

<p>32. Is the applicant a corporation of which any officer or director is an alien or of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No <input type="radio"/> N/A</p>
<p>33. Is the applicant a corporation directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No <input type="radio"/> N/A</p>
<p>34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as an exhibit an identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote.</p>	

BASIC QUALIFICATIONS

<p>35. Does the Applicant request any waivers or exemptions from any of the Commission's Rules? If Yes, attach as an exhibit, copies of the requests for waivers or exceptions with supporting documents.</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p>
<p>36. Has the applicant or any party to this application or amendment had any FCC station authorization or license revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission? If Yes, attach as an exhibit, an explanation of circumstances.</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p>

<p>37. Has the applicant, or any party to this application or amendment, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court? If Yes, attach as an exhibit, an explanation of circumstances.</p>	<p style="text-align: center;">Yes <input type="radio"/> No <input checked="" type="radio"/></p>
<p>38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition? If Yes, attach as an exhibit, an explanation of circumstances</p>	<p style="text-align: center;">Yes <input type="radio"/> No <input checked="" type="radio"/></p>
<p>39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the preceding two items? If yes, attach as an exhibit, an explanation of the circumstances.</p>	<p style="text-align: center;">Yes <input checked="" type="radio"/> No <input type="radio"/></p>
<p>40. If the applicant is a corporation and is applying for a space station license, attach as an exhibit the names, address, and citizenship of those stockholders owning a record and/or voting 10 percent or more of the Filer's voting stock and the percentages so held. In the case of fiduciary control, indicate the beneficiary(ies) or class of beneficiaries. Also list the names and addresses of the officers and directors of the Filer.</p>	
<p>41. By checking Yes, the undersigned certifies, that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.</p>	<p style="text-align: center;">Yes <input checked="" type="radio"/> No <input type="radio"/></p>

42a. Does the applicant intend to use a non-U.S. licensed satellite to provide service in the United States? If Yes, answer 42b and attach an exhibit providing the information specified in 47 C.F.R. 25.137, as appropriate. If No, proceed to question 43.

Yes No

42b. What administration has licensed or is in the process of licensing the space station? If no license will be issued, what administration has coordinated or is in the process of coordinating the space station? Canada, Mexico

43. Description. (Summarize the nature of the application and the services to be provided).

This application is being filed pursuant to an agreement and plan of merger entered into between EchoStar Communications Corporation (a Nevada corporation), Hughes Electronics Corporation and General Motors Corporation. The merged company, EchoStar Communications Corporation

CERTIFICATION

The Applicant waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. The applicant certifies that grant of this application would not cause the applicant to be in violation of the spectrum aggregation limit in 47 CFR Part 20. All statements made in exhibits are a material part hereof and are incorporated herein as if set out in full in this application. The undersigned, individually and for the applicant, hereby certifies that all statements made in this application and in all attached exhibits are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

44. Applicant is a (an): (Choose the button next to applicable response.)

- Individual
- Unincorporated Association
- Partnership
- Corporation
- Governmental Entity
- Other (please specify)

45. Name of Person Signing
David K. Moskowitz

46. Title of Person Signing
Senior Vice President and General Counsel

47. Please supply any need attachments.

Attachment 1:

Attachment 2:

Attachment 3:

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND / OR IMPRISONMENT
(U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION
(U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

SATELLITE EARTH STATION AUTHORIZATIONS
FCC Form 312 – Schedule A
FOR OFFICIAL USE ONLY

- Select one of the following
- CONSENT TO TRANSFER OF CONTROL
 - CONSENT TO ASSIGNMENT OF LICENSE
 - NOTIFICATION OF TRANSFER OF CONTROL OF RECEIVE ONLY REGISTRATION
 - NOTIFICATION OF ASSIGNMENT OF RECEIVE ONLY REGISTRATION

A1. Name of Licensee (as shown on FCC 312 – Main Form)

Name:	EchoStar North America Corporation	Phone Number:	(303) 723-1000
DBA Name:		Fax Number:	(303) 723-1699
Street:	5701 South Santa Fe	E-Mail:	
City:	Littleton	State:	
Country:	USA	Zipcode:	80120
Attention:	David K. Moskowitz		

A8. List Callsign(s) of station(s) being assigned or transferred

Callsign: E980081	Callsign: E980047	Callsign: E980005	Callsign: E970394
Callsign: E950288	Callsign: E990310	Callsign: E950287	Callsign: E990309
Callsign: E950253	Callsign: E950252	Callsign: E890631	Callsign: E990138
Callsign: E980180	Callsign: E980178	Callsign: E980174	Callsign: E980143
Callsign: E980142	Callsign: E980128	Callsign: E980127	Callsign: E980118
Callsign: E980082	Callsign: E990139	Callsign:	Callsign:

A9. No. of station(s) listed

A10. Name of Transferor/ Assignor

Name: EchoStar Communications Corporation (a Nevada corporation)
Phone Number: (303) 723-1000
Company:
Fax Number: (303) 723-1699
Street: 5701 South Santa Fe
E-Mail:
City: Littleton
State: CO
Country: USA
Zipcode: 80120 -
Contact Title: David K. Moskowitz
Relationship:

A15. Name of Transferee/ Assignee

Name: EchoStar Communications Corporation (a Delaware corporation)
Phone Number: (303) 723-1000
DBA Name:
Fax Number: (303) 723-1699
Street: 5701 South Santa Fe
E-Mail:
City: Littleton
State: CO
Country: USA
Zipcode: 80120 -
Attention: David K. Moskowitz

<p>A20. If these facilities are licensed, is the transferee / assignee directly or indirectly controlled by any other entity? If yes, attach as Exhibit E, a statement (including organizational diagrams where appropriate) which fully and completely identifies the nature and extent of control including: (1) the name, address, citizenship, and primary business of the controlling entity and any intermediate subsidiaries or parties, and (2) the names, addresses, citizenship, and the percentages of voting and equity stock of those stockholders holding 10 percent or more of the controlling corporation's voting stock.</p>	<p style="text-align: right;"> <input type="radio"/> Yes <input checked="" type="radio"/> No <input type="radio"/> N/A </p>
<p>A21. If these facilities are licensed, attach as Exhibit F, a complete statement setting forth the facts which show how the assignment or transfer will serve the public interest.</p>	

CERTIFICATION

<p>1. The undersigned, individually and for licensee, certifies that all attached exhibits pertain to Schedule A and all statement made in Schedule A of this application are true, compete and correct to the best of his/her knowledge and belief. The undersigned also certifies that any contracts or other instruments submitted herewith are complete and constitute the full agreement.</p> <p>2. The undersigned represents that stock will not be delivered and that control will not be transferred until the Commission's consent has been received, but that transfer of control or assignment of license will be completed within 60 days of Commission consent. The undersigned also acknowledges that the Commission must be notified by letter within 30 days of consummation.</p>	
<p>A22. Printed Name of Licensee (Must agree with A1) EchoStar North America Corp.</p>	<p>A24. Title (Office Held by Person Signing) David K. Moskowitz, SVP and General Counsel</p>
<p>A26. Printed Name of License Transferor / Assignor (Must agree with A10) EchoStar Communications Corp. (a Nevada corp.)</p>	<p>A28. Title (Office Held by Person Signing) David K. Moskowitz, SVP and General Counsel</p>
<p>A26. Printed Name of License Transferee / Assignee (Must agree with A15) EchoStar Communications Corp. (a Delaware corp.)</p>	<p>A28. Title (Office Held by Person Signing) David K. Moskowitz, SVP and General Counsel</p>

43. Description. (Summarize the nature of the application and the services to be provided).

This application is being filed pursuant to an agreement and plan of merger entered into between EchoStar Communications Corporation (a Nevada corporation), Hughes Electronics Corporation and General Motors Corporation. The merged company, EchoStar Communications Corporation (a Delaware corporation), will provide DBS and Internet access services.

**List of EchoStar North America Corporation's
Transmit/Receive Earth Stations**

<u>Call Sign</u>	<u>Location</u>	<u>Expiration Date</u>
E890631	Cheyenne, Wyoming	April 4, 2010
E950252*	Cheyenne, Wyoming	June 9, 2005
E950253*	Cheyenne, Wyoming	June 9, 2005
E950287	Cheyenne, Wyoming	October 27, 2005
E950288	Cheyenne, Wyoming	October 27, 2005
E970394	Gilbert, Arizona	March 6, 2008
E980005	Cheyenne, Wyoming	August 1, 2011
E980047	Cheyenne, Wyoming	March 6, 2008
E980081	Cheyenne, Wyoming	August 1, 2011
E980082	Cheyenne, Wyoming	August 1, 2011
E980118	Cheyenne, Wyoming	March 20, 2008
E980127	Cheyenne, Wyoming	July 24, 2008
E980128	Cheyenne, Wyoming	July 24, 2008
E980142	Cheyenne, Wyoming	March 22, 2008
E980143	Cheyenne, Wyoming	June 10, 2008
E980174	Gilbert, Arizona	May 29, 2008
E980178	Gilbert, Arizona	May 29, 2008
E980180	Gilbert, Arizona	May 29, 2008
E990138	Cheyenne, Wyoming	September 21, 2009
E990139	Cheyenne, Wyoming	September 21, 2009
E990309	Cheyenne, Wyoming	September 17, 2009
E990310	Cheyenne, Wyoming	September 21, 2009

* FCC records may show this earth station to be licensed under EchoStar Communications Corporation or EchoStar Licensee Corporation. However, the earth station is properly licensed under EchoStar North America Corporation.

Statement of Public Interest

For a complete statement of public interest, please see the Public Interest Statement (Part II) of the Consolidated Application for Authority to Transfer Control being filed concurrently with this Transfer of Control Application.

Attachment to Item 42a

The application, among other requests, seeks authority to continue utilizing the following non-United States authorized satellites:

Anik satellites (E1 and E2) at 111.1° W.L. and 107.3° W.L.;

Solidaridad satellites (1 and 2) at 109.2° W.L. and 113.0° W.L.

It is a matter of record before the Commission that these satellites are currently in orbit and operational and the international coordination process has been reportedly completed. Furthermore, several earth stations have been licensed by the Commission already to communicate with these satellites.

Accordingly, pursuant to Section 25.137 of the Commission's rules, EchoStar Communications Corporation hereby submits that the financial and technical information with respect to these satellites specified in Section 25.114(c)(5)-(11), (14), (17) and (18) is not required to be included as part of the above-referenced application for authority to continue utilizing these satellites. Moreover, the instant application does not present any competition-related or other public interest concerns.

Response to Question 39

1. Sensor Co. Ltd. v. Hughes Electronics Manufacturing Service Company, et al.

Plaintiff seeking 35 million for alleged fraud, breach of contract, breach of warranties and violation of California's unfair trade practices act. Hughes denies liability, and has filed cross-claims seeking contribution and indemnification from co-defendants. Co-defendants have filed cross-complaints seeking indemnification from Hughes. Discovery has commenced.

2. Grand Jury Investigation/State Department Review

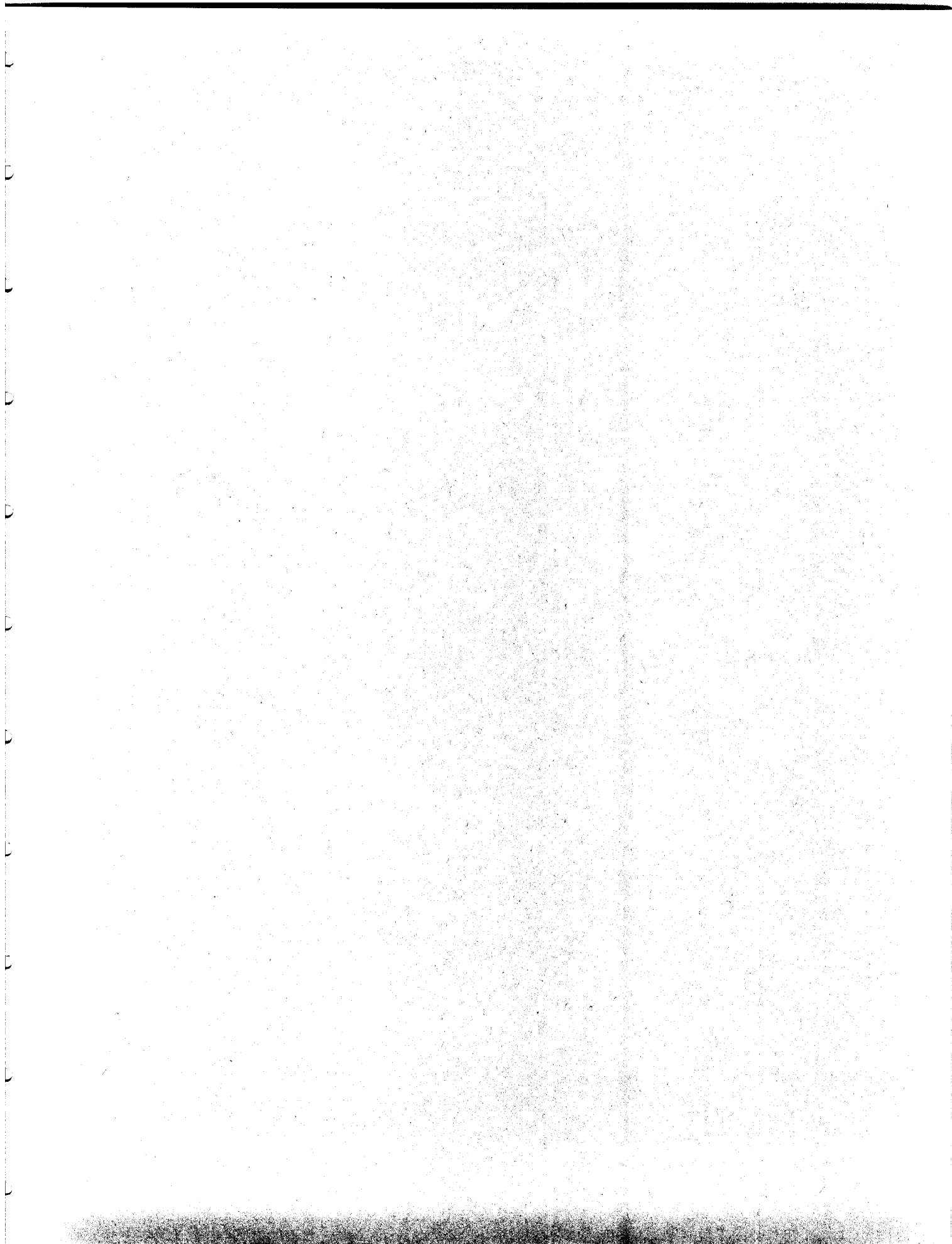
There is a pending grand jury investigation into whether Hughes should be accused of criminal violations of the export control laws arising out of the participation of two employees on a committee formed to review the findings of Chinese engineers regarding the failure of a Long March rocket in China in 1996. Hughes is also subject to the authority of the United States State Department to impose sanctions for non-criminal violations of the Arms Export Control Act.

3. Bischoff, et al. v. DIRECTV, et al.

In September 2000, a putative class action was commenced against DIRECTV, Thomson Consumer Electronics, Best Buy Co., Circuit City Stores and Tandy Corporation. The named plaintiffs purport to represent a class of all consumers who purchased DIRECTV equipment and services any time from March 1996 to September 1, 2000, and allege that defendants have violated federal and California antitrust statutes by entering into agreements to exclude competition and force retailers to boycott competitors' products and services.

4. Kingray, et al. v. NBA, et al.; Kingray, et al. v. NHL, et al.,

Putative class actions against NBA and NHL, its member teams and DIRECTV. Plaintiffs allege that the distribution agreements between the leagues and DIRECTV violate the antitrust laws. DIRECTV's motion to compel arbitration was denied. DIRECTV has filed notice of appeal of the arbitration ruling.



**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

In the Matter of)

Hughes Electronics Corporation,)
Transferor,)

EchoStar Communications Corporation,)
Transferee,)

File No. _____

Application for transfer of control of)
authority under Section 214 of the)
Communications Act of 1934, as)
amended, to provide domestic and)
international communication services,)
including to establish channels of)
communication between various U.S.)
earth stations and various INTELSAT)
satellites for provision of IBS and)
international television services.)

APPLICATION FOR TRANSFER OF CONTROL OF SECTION 214 AUTHORITY

I. INTRODUCTION

Hughes Electronics Corporation ("Hughes" or "Transferor") and EchoStar Communications Corporation ("EchoStar" or "Transferee") hereby request the transfer of control of the authorization granted to PanAmSat Communications Carrier Services, Inc. ("Licensee"), pursuant to Section 214 of the Communications Act, as amended, 47 U.S.C. § 214, and Section 63.18 of the Commission's Rules, 47 C.F.R. § 63.18, to provide domestic and international communication services, including to establish

channels of communication between various U.S. earth stations and various INTELSAT Atlantic and Pacific Ocean region satellites for provision of IBS services; for authority to operate a 6/4 GHz international earth station at Fillmore, California connecting with INTELSAT Atlantic Ocean region satellites for provision of IBS services; and to establish channels of communication between the U.S. and INTELSAT Atlantic and Pacific region satellites for provision of international television service between the United States and points in the Atlantic Ocean. Those authorizations were granted to Hughes Communications Carrier Services, Inc. (subsequently renamed PanAmSat Communications Carrier Services, Inc.) by two separate orders in 1985. See Hughes Communications Carrier Services, Inc., File Nos. I-T-C-85-069, CSG-85-002-P/L, Memorandum Opinion, Order and Authorization (1985); Hughes Communications Carrier Services, Inc., File No. I-T-C-85-221, Memorandum Opinion, Order and Authorization (1985).¹

Part II of this Application describes the proposed transfer and demonstrates that grant of this Application is in the public interest. Part III provides the information required by 47 C.F.R. § 63.18.

¹ See Hughes Communications, Inc. and Affiliated Companies and Anselmo Group Voting Trust/PanAmSat Licensee Corp. and Affiliated Companies, Application for Transfer of Control and/or Assignment of Various Space Station, Earth Station, and Section 214 Authorizations, 12 FCC Rcd 7534 (1997).

II. DESCRIPTION OF TRANSACTION AND PUBLIC INTEREST STATEMENT

As noted above, EchoStar and Hughes request Commission approval for transfer of control of the Section 214 authorization granted to Licensee on April 5, 1985 and December 5, 1985. Pursuant to a series of agreements dated October 28, 2001, and pending FCC approval, Hughes (or a newly formed holding company of Hughes) will be split-off from General Motors Corporation, will have a new ownership structure as a result of a merger with EchoStar Communications Corporation (a Nevada corporation), and will be renamed EchoStar Communications Corporation ("New EchoStar").

The proposed transfer of control is in the public interest because it will permit EchoStar to continue the full-range of telecommunications services provided by Licensee, thereby promoting competition and resulting in enhanced service options and improved service for U.S. consumers. See also Consolidated Application for Authority to Transfer Control, File No. ____ (being filed concurrently with this transfer of control application).

III. INFORMATION REQUIRED BY SECTION 63.18

The following information is provided in compliance with 47 C.F.R. § 63.18:

a. The name, address and telephone number of the Transferee is:

EchoStar Communications Corporation
5701 South Santa Fe
Littleton, CO 80120
(303) 723-1000

The name, address and telephone number of the Transferor is:

Hughes Electronics Corporation
11717 Exploration Lane
Germantown, MD 20876
(301) 428-5500

b. Hughes is a U.S. corporation, organized under the laws of Delaware, and EchoStar is a U.S. corporation organized under the laws of Nevada. After the merger, Hughes will be renamed EchoStar Communications Corporation, a Delaware corporation ("New EchoStar").

c. Correspondence concerning this Application should be directed to:

David K. Moskowitz
Senior Vice President and General Counsel
EchoStar Communications Corporation
5701 South Santa Fe
Littleton, CO 80120
(303) 723-1000

Larry D. Hunter
Corporate Vice President
Hughes Electronics Corporation
2230 East Imperial Hwy.
El Segundo, CA 90245
(310) 964-5000

with copies to:

Pantelis Michalopoulos
Philip L. Malet
Steptoe & Johnson LLP
1330 Connecticut Avenue, N.W.
Washington, D.C. 20036-1795
(202) 429-3000

James Barker
Gary Epstein
Latham & Watkins
555 11th Street, N.W.
Suite 1000
Washington, D.C. 20004-1304
(202) 637-2200

- d. **Echostar has not received authority previously under Section 214 of the Communications Act.**
- e. **EchoStar and Hughes seek authority, pursuant to 47 C.F.R. § 63.18(e)(3), to transfer Hughes' Section 214 authorizations to EchoStar.**
- f. **Not applicable.**
- g. **Not applicable.**
- h. **The name, address, citizenship and principal business of the sole shareholder that controls ten percent or more of EchoStar is:**

**Charles W. Ergen
Chairman and CEO
EchoStar Communications Corporation
5701 South Santa Fe
Littleton, CO 80120
Principal Business: Direct Broadcast Satellite and Other
Communications Services
Citizenship: USA**

EchoStar does not have any interlocking directorates with a foreign carrier.

i. EchoStar and Hughes certify, by their signatures to this Application, that they are not affiliated with any foreign carrier.

j. EchoStar and Hughes certify, by their signatures to this Application, that they do not seek to provide international telecommunications services to any destination country where:

- (1) EchoStar or Hughes is a foreign carrier in that country; or
- (2) EchoStar or Hughes controls a foreign carrier in that country; or
- (3) Any entity that owns more than 25 percent of EchoStar or Hughes, or that controls EchoStar or Hughes, controls a foreign carrier in that country
- (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of EchoStar or Hughes and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of international basic telecommunications services in the United States.

k. Not applicable.

l. Not applicable.

m. Not applicable.

n. EchoStar and Hughes certify, by their signatures to this Application, that they have not agreed and will not agree in the future to accept any direct or indirect special concessions from a foreign carrier or administration concerning traffic or revenue flows between the United States and any countries they are authorized to service.

o. EchoStar and Hughes certify, by their signatures to this Application, that they are not subject to denial of any federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

p. The parties request streamlined processing pursuant to Section 63.12 of the Commission's Rules and are entitled to such processing because:

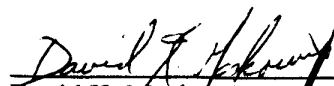
- (1) They are not affiliated with a foreign carrier in a destination market;
- (2) They do not have an affiliation with a dominant U.S. carrier whose international switched or private line services they seek to resell; and
- (3) They do not seek authority to provide switched basic services to a country for which the Commission has not previously authorized the provision of switched services over private lines.

IV. CONCLUSION

For the reasons set forth above, EchoStar and Hughes request that the Commission promptly grant this Application to transfer control of the Licensee's Section 214 authorizations as requested herein.

**ECHOSTAR COMMUNICATIONS
CORPORATION**

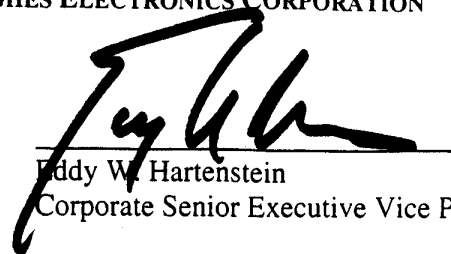
By:



David K. Moskowitz
Senior Vice President and General
Counsel

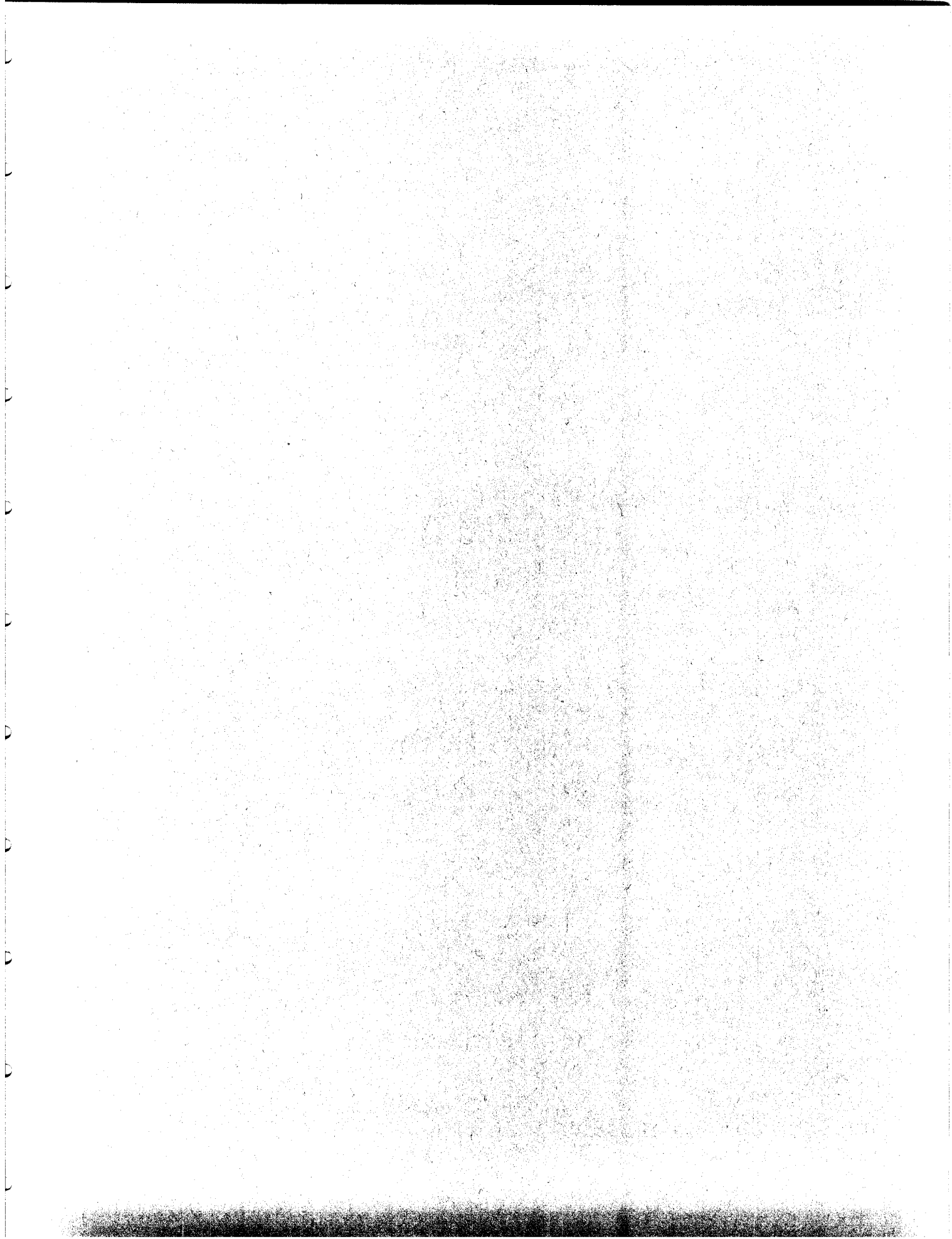
HUGHES ELECTRONICS CORPORATION

By:



A handwritten signature in black ink, appearing to read 'Eddy W. Hartenstein', is written over a horizontal line.

Eddy W. Hartenstein
Corporate Senior Executive Vice President



**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554**

In the Matter of)	
)	
Hughes Electronics Corporation,)	
Transferor,)	
)	File No. _____
EchoStar Communications Corporation)	
Transferee,)	
)	
Application for transfer of control of)	
authority under Section 214 of the)	
Communications Act of 1934, as)	
amended, to provide domestic and)	
global facilities-based and resale)	
services and to provide private line)	
and public switched services to)	
international points.)	

APPLICATION FOR TRANSFER OF CONTROL OF SECTION 214 AUTHORITY

I. INTRODUCTION

EchoStar Communications Corporation ("EchoStar" or "Transferee") and Hughes Electronics Corporation ("Hughes" or "Transferor") hereby request the transfer of control of the authorizations granted to PanAmSat Carrier Services, Inc. ("PanAmSat" or "Licensee"), pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, and Section 63.18 of the Commission's Rules, 47 C.F.R. § 63.18, to provide domestic and global facilities-based and resale services, and to establish and operate channels of communication between the United States and the

PAS-1 Satellite for the provision of international private line and public switched services to and from overseas points. Those authorizations were granted to the Licensee by two separate orders. See Overseas Common Carrier Section 214 Applications Actions Taken, 13 FCC Rcd. 25180, File No. I-T-C-98-052 (1998) (granting global facilities-based and global resale service authority to PanAmSat); PanAmSat Carrier Services, Inc., 10 FCC Rcd. 928, File No. I-T-C-93-236 (1995) (granting PanAmSat authority to establish and operate channels of communication between satellite earth stations in the United States and the PAS-1 satellite).¹

Part II of this Application describes the proposed transfer and demonstrates that grant of this Application is in the public interest. Part III provides the information required by 47 C.F.R. § 63.18.

II. DESCRIPTION OF TRANSACTION AND PUBLIC INTEREST STATEMENT

As noted above, EchoStar and Hughes request Commission approval for transfer of control of the Section 214 authorizations granted to Licensee on March 5, 1998 and January 25, 1995. Pursuant to a series of agreements dated October 28, 2001, and pending FCC approval, EchoStar and Hughes have agreed to merge their businesses and transfer all of their FCC authorizations, including the subject 214 authorizations, to Hughes (or a newly formed holding company above Hughes). The merged entity will have a new ownership structure and will be renamed EchoStar

¹ See Hughes Communications, Inc. and Affiliated Companies and Anselmo Group Voting Trust/PanAmSat Licensee Corp. and Affiliated Companies, Application for Transfer of Control and/or Assignment of Various Space Station, Earth Station, and Section 214 Authorizations, 12 FCC Rcd 7534 (1997).

Communications Corporation ("New EchoStar"). This proposed license transfer will result from the transfer of Hughes' indirect majority equity stake in PanAmSat either to New EchoStar through the merger or to EchoStar through a separate purchase of Hughes' indirect stake in PanAmSat in the event the merger is terminated under certain circumstances.

The proposed transfer of control is in the public interest because it will permit EchoStar to continue the full-range of telecommunications services provided by PanAmSat, thereby promoting competition in the domestic and international service markets and resulting in enhanced service options and improved service for U.S. consumers. See also Consolidated Application for Authority to Transfer Control, File No. ____ (being filed concurrently with this transfer of control application).

III. INFORMATION REQUIRED BY SECTION 63.18

The following information is provided in compliance with 47 C.F.R. § 63.18:

- a. The name, address and telephone number of the Transferee is:

EchoStar Communications Corporation
5701 South Santa Fe
Littleton, CO 80120
(303) 723-1000

The name, address and telephone number of the Transferor is:

Hughes Electronics Corporation
11717 Exploration Lane
Germantown, MD 20876
(301) 428-5500

b. Hughes is a U.S. corporation organized under the laws of Delaware, and EchoStar is a U.S. corporation organized under the laws of Nevada. After the merger, Hughes will be renamed EchoStar Communications Corporation, a Delaware corporation ("New EchoStar").

c. Correspondence concerning this Application should be directed to:

David K. Moskowitz
Senior Vice President and General Counsel
EchoStar Communications Corporation
5701 South Santa Fe
Littleton, CO 80120
(303) 723-1000

Larry D. Hunter
Corporate Vice President
Hughes Electronics Corporation
2230 East Imperial Hwy.
El Segundo, CA 90245
(310) 964-5000

Kalpak Gude
Vice President and Associate General Counsel
PanAmSat Corporation
1133 Connecticut Avenue, N.W.
Suite 675
Washington, DC 20036
(202) 223-3511

with copies to:

Pantelis Michalopoulos
Philip L. Malet
Steptoe & Johnson LLP
1330 Connecticut Avenue, N.W.
Washington, D.C. 20036-1795
(202) 429-3000

James Barker
Gary Epstein
Latham & Watkins
555 11th Street, N.W.
Suite 1000
Washington, D.C. 20004-1304
(202) 637-2200

Joseph A. Godles
Goldberg, Godles, Weiner & Wright LLP
1229 19th Street, N.W.
Washington, D.C. 20036
(202) 429-4901

d. EchoStar has not received authority previously under Section 214 of the Communications Act.

e. EchoStar and Hughes seek authority, pursuant to 47 C.F.R. § 63.18(e)(3), to transfer Licensee's Section 214 authorizations to EchoStar.

f. Not applicable.

g. Not applicable.

h. The name, address, citizenship and principal business of the sole shareholder that controls ten percent or more of EchoStar is:

Charles W. Ergen
Chairman and CEO
EchoStar Communications Corporation
5701 South Santa Fe
Littleton, CO 80120
Principal Business: Direct Broadcast Satellite and Other
Communications Services
Citizenship: USA

EchoStar does not have any interlocking directorates with a foreign carrier.

i. EchoStar and Hughes certify, by signature to this Application, that they are not affiliated with a foreign carrier.

j. EchoStar and Hughes certify, by signature to this Application, that they do not seek to provide international telecommunications services to any destination country where:

- (1) EchoStar or Hughes is a foreign carrier in that country; or
- (2) EchoStar or Hughes controls a foreign carrier in that country; or
- (3) Any entity that owns more than 25 percent of EchoStar or Hughes, or that controls EchoStar or Hughes, controls a foreign carrier in that country
- (4) Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of EchoStar or Hughes and are parties to, or the beneficiaries of, a contractual relation (e.g., a joint venture or market alliance) affecting the provision or marketing of international basic telecommunications services in the United States.

k. Not applicable.

l. Not applicable.

m. Not applicable.

n. EchoStar and Hughes certify, by their signatures to this Application, that they have not agreed and will not agree in the future to accept any direct or indirect

special concessions from a foreign carrier or administration concerning traffic or revenue flows between the United States and any countries they are authorized to serve.

o. EchoStar and Hughes certify, by their signatures to this Application, that they are not subject to denial of any federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

p. The parties request streamlined processing pursuant to Section 63.12 of the Commission's Rules and are entitled to such processing because:

- (1) They are not affiliated with a foreign carrier in a destination market;
- (2) They do not have an affiliation with a dominant U.S. carrier whose international switched or private line services they seek to resell;
and
- (3) They do not seek authority to provide switched basic services to a country for which the Commission has not previously authorized the provision of switched services over private lines.

IV. CONCLUSION

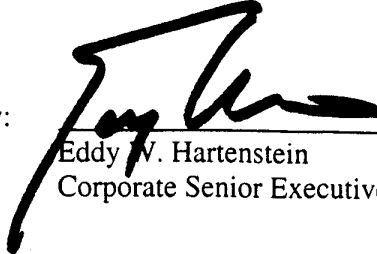
For the reasons set forth above, EchoStar and Hughes request that the Commission promptly grant this Application to transfer control of Licensee's Section 214 authorizations as requested herein.

**ECHOSTAR COMMUNICATIONS
CORPORATION**

By: David K. Moskowitz
David K. Moskowitz
Senior Vice President and General
Counsel

HUGHES ELECTRONICS CORPORATION

By:



Eddy W. Hartenstein
Corporate Senior Executive Vice President