

## THE GHATT LAW GROUP LLC

2 Wisconsin Circle Suite 700, Chevy Chase, MD 20815 240-235-5028(o) 301-476-4531 (f) 301-807-7936(m)

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California

Washington DC

May 28, 2009

Marlene H. Dortch, Secretary  
Federal Communications Commission  
Office of the Secretary  
445 Twelfth St., NW  
Washington, DC 20554

Dear Ms. Dortch:

Re: Notice of Oral *Ex Parte* Presentation, MB Docket No. 07-57 (Transfer of Control of XM Satellite Radio Holdings and Sirius Satellite Radio Inc.)

Pursuant to 47 C.F.R. § 1.1206(b) of the Commission rules, I am notifying you that on May 26, 2009, Malik Shakur, CEO of iClick2Media Inc.; counsel to iClick2Media and its satellite partner AlphaStar International, Inc., Fatima Fofana of The Ghatt Law Group LLC and the undersigned communicated via teleconference with Angela Giancarlo and Rosemary Harold, counsel to Commissioner Robert McDowell. During the call, the positions and concerns expressed by iClick2Media and AlphaStar on the record in written comments and documents on the docket were reiterated. Most notably, the parties urged the Commission to implement the Merger Condition in a manner that is mindful of small independent content producers, many of whom may have been unable to, or have tried and failed to engage Sirius XM in carriage negotiations because of their lack of influence, counsel or other reasons.

Further, in the interest of presenting a feasible option to the Commission which is now attempting to implement the Merger Condition to the satisfaction of as many qualified parties on the docket as possible, my clients have formed an alliance with Mosaic Communications Partners, another active party in this docket. The parties have formed the Diversity Satellite Radio Consortium (DSRC) with each party seeking to lease and manage six channels. Moreover, the Consortium is amenable to working with other small business entities that have been active on the docket and meet the criteria of being Qualified Entities. If such parties come forward, DSRC is open to subdividing the available channels further into three groups of four channels.

The DSRC reflects the objectives of the Condition in the Merger Order because first, the channels would be leased to a diverse multiethnic group of parties that each meets the definition of Qualified Entities. Second, the DSRC includes parties with significant experience in the media and communications sector but with little present media ownership interests. Third, the DSRC consists of small businesses that ordinarily and traditionally have been unable to access ownership and carriage opportunities in the terrestrial and satellite radio platforms. Fourth, the DSRC respects the fact that channel capacity was made available voluntarily by Sirius XM and intends to fully engage and coordinate with Sirius XM. Fifth, selecting the DSRC to lease the channels would eliminate further delay in the fulfillment of the Condition. Finally, the new program content the DSRC would provide

arguably would assist in increasing the Sirius XM subscriber base by the new demographics of unserved radio audiences the DSRC intends to target.

The DSRC is open and interested in communicating with the Commission, Sirius XM and other parties on the docket and intends to provide additional and more detailed information of its plans for the available channels.

Respectfully submitted,  
/ Jeneba Jalloh Ghatt/  
Jeneba Jalloh Ghatt  
*Counsel to iClick2Media, Inc. and  
AlphaStar International, Inc.*

**Attachment  
cc via EMAIL to:**

Rick Chessen	Angela Giancarlo
Jamila-Bess Johnson	Rosemary Harold
Rudy Brioche	Roy Stewart
Royce Sherlock	Bob Ratcliffe
Marcia Glauberman	Rebekah Goodheart
Royce Sherlock	Kristi Thompson
Elvis Stumbergs	Sarah Whitesell
Rosalee Chiara	William Beckwith
Joel Rabinovitz	Jim Bird
Miriam Machado	Mary Beth Murphy
Maria Baghdadi,	Gardner Foster
Robert Nelson	