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August 12, 2010

**VIA ECFS**

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, S.W.  
Washington, DC 20554

Robert L. Pettit  
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rpettit@wileyrein.com

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 August 11, 2010, Patrick L. Donnelly, Executive Vice President and General Counsel, and James S. Blitz, Vice President and Regulatory Counsel, both of Sirius XM Radio Inc., and I discussed the above-referenced proceeding with Louis Peraertz and Eloise Gore of the Office of Commissioner Clyburn.

We reviewed the merger condition requiring Sirius XM to enter into long-term leases or other agreements to provide a Qualified Entity or Entities rights to four percent of the full-time audio channels on the Sirius platform and on the XM platform. More specifically, we discussed implementation details of the merger condition. Sirius XM expressed views consistent with those already in the record of this proceeding.

Respectfully,

/s/ Robert L. Pettit

Robert L. Pettit  
*Counsel for Sirius XM Radio Inc.*

cc: Louis Peraertz  
Eloise Gore