

July 11, 2008



Marlene Dortch
Secretary
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

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

Dear Ms. Dortch:

On July 10, 2008, Andrew Jay Schwartzman, Parul Desai, and I. Cristina Abello of Media Access Project (MAP) and Gigi B. Sohn and Alex Kanous of Public Knowledge (PK) met with Chairman Kevin Martin and Elizabeth Andrion, Deputy Chief of the Office of Strategic Planning and Policy Analysis. The purpose of this meeting was to discuss the proposed merger of XM Satellite Radio and Sirius Satellite Radio. At this meeting, the parties discussed some of the concerns raised with a potential merger between XM and Sirius.

Ms. Sohn argued that despite the potential harmful effects of the merger on the public interest, if the Commission still chooses to approve the transaction, the Commission should impose conditions to minimize the adverse effects. She reviewed the PK/MAP proposals, outlined in a letter from PK and MAP to the Chairman dated July 10, 2008, which is attached hereto. This letter was drafted in response to the June 13, 2008 letter submitted by Sirius and XM, which sets out "voluntary commitments" that the companies would abide by should the merger be approved.

Additionally, PK and MAP stated that with respect to any non-commercial set-aside, the Commission should not permit XM and Sirius to select which programmers would be able to participate in the set-aside.

Pursuant to Section 1.1206(b), 47 C.F.R. §1.1206(b) of the Commission's rules, this letter is being filed electronically with your office today.

Respectfully submitted,

/s/

I. Cristina Abello

cc: Chairman Kevin Martin
Elizabeth Andrion