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July 24, 2009

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VIA ECFS

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

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 July 23, 2009, James Blitz of Sirius XM Radio Inc. ("Sirius XM") and Robert L. Pettit and the undersigned of Wiley Rein LLP, counsel for Sirius XM, met with Sherrese Smith. During the meeting the participants discussed implementation of 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. Sirius XM expressed views consistent with those already in the record of this proceeding.

Respectfully,

/s/ *Gregg Elias*

Gregg Elias
Counsel for Sirius XM Radio Inc.

cc: Sherrese Smith