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California DC Metro Area New York

July 23, 2008

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* and Written Presentation, MB Docket No. 07-57 (Transfer of Control of XM Satellite Radio Holdings and Sirius Satellite Radio Inc.)

Pursuant to Section 1.1206 of the Commission's rules, 47 C.F.R. §1.1206, this letter notifies you that on July 23, 2008, I communicated over the telephone with Rudy Brioche, Legal Advisor for Media Issues to Commissioner Adelstein for the purposes of relaying orally what was communicated to the Commission in an ex parte letter from me, on behalf of Alphastar International, to Chairman Martin, filed on July 16, 2008 in the above-mentioned docket. Specifically, I delineated six salient points to Mr. Brioche, essentially:

(1) were the FCC to approve the merger and require a set aside of channels for minority programming, Alphastar, as a licensed FCC satellite broadcasting company, has the infrastructure to provide this service and is ready and capable to lease and/or administer the leasing of a portion of spectrum from the merged entity immediately;

(2) the company is prepared to administer the lease exclusively to/for women, minority, small business, noncommercial and ethnic minority program providers, and in short will truly offer diversity in programming;

(3) Alphastar would be entirely independent of XM/Sirius because it has a fixed domestic satellite license capable of uplink to the XM/Sirius satellite without relying on XM/Sirius in any respects;

(4) the company would use its leased-capacity to expand service offerings beyond radio because it also has a license to provide video content and broadband access, and has a built-out facility that links into the fixed wireless spectrum;

(5) Alphastar is willing to talk with XM/Sirius and has value added services to offer both companies or a merged entity; and finally,

(6) the company has access to program content providers and funding to accomplish all it has proposed.

In addition, also on July 23, 2008, Alphastar sent a carbon copy of a letter it sent to counsel to XM and Sirius to Chairman Martin and Commissioners Adelstein, Copps, McDowell, Tate; and the Legal Advisors to the Commissioners Rudy Brioche (Adelstein), Rick Chessen (Copps), Elizabeth Andrion (Martin), Cristina Pauze (McDowell), and Amy Blankenship (Tate). The purpose of the letter was to make both companies aware of its communication with the FCC and its ability and willingness to communicate further with it, depending on how the Commission votes on this matter.

Respectfully submitted,
/ Jeneba Jalloh Ghatt/
Jeneba Jalloh Ghatt
Counsel to AlphaStar International