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March 8, 2002

FILE No. 0018461447

FOR PUBLIC INSPECTION

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

BY HAND

William F. Caton
Acting Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, SW
Washington, DC 20054

EX PARTE OR LATE FILED

Re: **Ex Parte** – Third Document Submission
Consolidated Application of EchoStar Communications Corporation,
Hughes Electronics Corporation, and General Motors Corporation for
Authority to Transfer of Control (CB Docket No. 01-348)

Dear Mr. Caton:

Hughes Electronics Corporation (“Hughes”) and General Motors Corporation (“GM”) hereby submit documents in response to the Commission’s February 4, 2002 Initial Information and Document Request (the “Request”). The documents are being provided pursuant to the Request, as clarified in our February 21, 2002 procedural meeting, in the manner set forth in our letters dated February 28, 2002 and March 6, 2002 and in the joint letter from EchoStar Communications Corporation (“EchoStar”), Hughes and GM dated March 5, 2002.

In this filing, GM and Hughes are providing documents responsive to FCC document requests numbers I.M., X.D., X.G., XIII.D., XIV.D., XIV.E., and XV. The material deemed responsive to the Request is being provided by person and organized by folder into public documents that are responsive to a specific FCC request and confidential documents that are responsive to the specific request. We are continuing to review the collected documents from the sources identified to the Commission and will produce responsive documents on a rolling basis as quickly as possible.

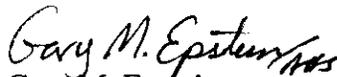
Two copies of all non-confidential documents are included with the version of this cover letter marked “For Public Inspection” for inclusion in the public record in this proceeding. One copy of those documents is being submitted with the version of this cover letter

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ABCDE

marked "Confidential Filing: Not for Public Inspection" and is being filed under seal with the FCC Secretary's Office and should not be placed in the public record in this proceeding. Copies of confidential documents are also being delivered under seal to Marcia Glauberman and Linda Senecal. The confidential documents submitted by GM and Hughes are marked "CONFIDENTIAL INFORMATION – SUBJECT TO PROTECTIVE ORDER IN CS DOCKET NO. 01-348" and "Copying Prohibited" in accordance with the Protective Order adopted in this proceeding on January 7, 2002. Because almost all of the documents submitted are confidential in their entirety, we are not submitting redacted copies of the documents. Further, we are not producing privileged documents (*e.g.* subject to attorney-client privilege). Other confidential documents are being supplied directly to the Department of Justice as set forth in our letter of March 5, 2002.

Hughes and GM have exercised good faith in the review of documents to determine responsiveness to the Commission's request and will continue to do so. Should there be any questions regarding this matter, please contact the undersigned.

Respectfully Submitted,



Gary M. Epstein

*Counsel for General Motors Corporation
and Hughes Electronics Corporation*

Enclosures

cc: Marcia Glauberman
Linda Senecal

**Hughes Electronics Corporation Response to
FCC Initial Request for Information dated February 4, 2002**

Box #: FCC 7

Source: Emil Regard
Strategic Marketing
Hughes Network Systems

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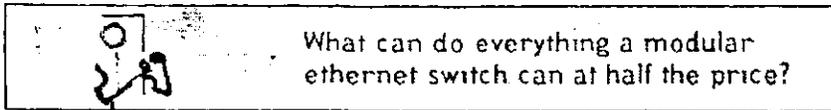
Production #s: FCC2A000000775 – FCC2A000000844

FCC Request Responsive to: X.V.A. EX PARTE OR LATE FILED

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DATE: 3/7/02 TIME: 9:29:41 PM

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3/4
Copy to: Prudman
Prudman
Emil Regarde
- Ashok

From InfoWorld.com

Bell Atlantic local-competition system hits wall

By David Rohde, Network World

BELL ATLANTIC IS having trouble provisioning its local competitors' orders in New York less than two months after it won long-distance authority precisely on the promise that its local markets are open to new players.

The problem is apparently centered in Bell Atlantic's implementation of Netscape Communications' ECXpert e-commerce platform that it uses to handle competitors' orders, Network World has learned.

According to sources close to the situation, a large ramp-up in the number of competitors' orders that Bell Atlantic is now receiving has led to severe system slowdowns. That has rendered CLECs (competitive local exchange carriers) unable to provision user orders in promised time frames. AT&T late Wednesday told Network World that as many as "tens of thousands" of orders from it and other alternative local carriers are being held up.

It was not known immediately whether or not the root cause of the resulting scalability issue is due to anything in the ECXpert platform itself or to Bell Atlantic's own network facilities running between itself and the CLECs.

But a Bell Atlantic spokesperson acknowledged a "software problem," though he said the company is working with "several vendors" to return the system to normal. "We've thrown a lot of resources of the company at it, and we hope to have it fixed promptly," he added. He said that orders generally are being received and processed properly, but system acknowledgements for some reason are not flowing back to the CLECs, leaving them unable to tell their customers confidently when service will begin.

However, CLECs also are supposed to have access to the ECXpert platform via the Internet, and that avenue appears virtually to have shut down at times over the last few days. For example, on Bell Atlantic's Web site for wholesale customers, on Feb. 10 it reported in a trouble ticket, "Multiple CLECs reporting no access to the Bell Atlantic network via the Internet." Later that day, it also reported "slow response time" on one ECXpert form and directed CLECs to use another ECXpert form.

CLECs who do not have fiber directly into end-users generally have to gain Bell Atlantic's cooperation in order to process new orders. They request customer information over an electronic e-commerce link, and Bell Atlantic is supposed to coordinate the cutover of the customer to the CLEC without a cutoff in dial tone.

Bell Atlantic also is supposed to make sure that billing, directory assistance, and other databases are updated through the e-commerce system without the CLEC having to enter the order multiple times.

Large enterprises with direct fiber links into CLECs are not believed to be affected by the current problems. But a large percentage of new CLEC residential and business orders are going through the new cooperative ordering system, because CLECs can not reach all locations with their own fiber.

The Federal Communications Commission granted Bell Atlantic long-distance authority for New York state after finding that this entire system works as advertised at least 93 percent of the time. Both New York state and federal regulators have threatened penalties against Bell Atlantic -- up to and including revocation of its long-distance authority -- if local cooperation deteriorates.

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This story appeared on Network World Fusion at
<http://www.nwfusion.com/news/2000/0228iplanet.html>

One year later: iPlanet still looking to get into e-commerce groove

By JOHN COX
Network World, 02/28/00

The Sun-Netscape Alliance is about to celebrate its first birthday by cleaning up an embarrassing public failure with a major customer - Bell Atlantic.

The Alliance, now called iPlanet E-Commerce Solutions, has been targeting its server software and electronic commerce applications at large Web sites and e-businesses, emphasizing the software's ability to handle lots of traffic and transactions.

But for weeks, iPlanet's ECXpert software, which Bell Atlantic is using for the exchange of documents and messages among trading partners and competitors, reportedly has been dropping orders submitted to Bell Atlantic by local competitors who have lured away the telephone company's residential customers ([see sidebar](#)).

While ECXpert wasn't entirely to blame for the carrier's problems, Bell Atlantic specified that the software failed to generate notices of orders received and suffered performance problems as activity increased. A Bell Atlantic official even hinted last week that the telco's IT department was close to scrapping the iPlanet software, at least temporarily.

iPlanet executives declined to comment on the Bell Atlantic situation, but the software maker's experience with the carrier underscores the opportunities and obstacles facing iPlanet in the fast-growing market for e-commerce products.

The company, which formed shortly after America Online bought Netscape early last year as part of a complex three-way deal involving Sun Microsystems, is considered by many to be a solid contender in the e-commerce software market. At the same time, the company is still struggling to carve out an identity.

Despite a deceptively simple product roadmap laid out last spring, iPlanet has confused some customers. The plan called for maintaining interim releases of existing Sun and Netscape products; making fast decisions about which products to keep and dump; getting their respective products to work smoothly with each other; and, finally, releasing new versions under the iPlanet brand.

For the most part, iPlanet has shipped its software on time. But one customer mentioned major problems with the Web server released last fall. That product trails in the market far behind Microsoft's Web server and the free Apache Web server.

Other customers were spooked at the uncertain future of iPlanet and held off buying the well-regarded Netscape Application Server. They're waiting for what's now called iPlanet Application Server 6.0, due in March. This version will include the latest Java APIs - packaged in Java 2 Enterprise Edition (J2EE) - which are a critical requirement for most big e-commerce sites. J2EE is already being deployed in application servers from the likes of BEA Systems and IBM.

"Version 6.0 is a strong product," says Anne Thomas, an analyst with Patricia Seybold Group, a Boston research company. "Customers are asking for J2EE. [Version 6.0] is a high-end application server offering with better than average performance and scalability."

iPlanet President and General Manager Mark Tolliver admits his company stumbled out of the gate, failing to describe a clear path for a bundle of competing products. Sun and Netscape, for example, each had their own application server and at first talked vaguely of blending the two.

"We did struggle with that for three or four months," Tolliver says. "That's what convinced us we had to be crystal clear, or people just wouldn't take us seriously."

The final choice: the Netscape Application Server, renamed iPlanet Application Server, instead of Sun's Netdynamics.

But the product decisions left some customers, such as Johnson & Johnson senior consultant Bob Rudis, smarting. Products he relied on were cancelled or sold off, while new releases of others were buggy, he claims.

"I am a victim of the alliance," Rudis says. He ran into problems with the 4.0 release last fall of the iPlanet Web server, based on Netscape code. "It did not install properly," he says. "It did not interoperate with its own directory server. And we do not see major industry support for it going forward."

"Due to how poorly the Netscape integration has been, and also due to how sparse communication has been from Sun and iPlanet, we are considering all alternatives," he says.

Brian Clark, vice president of information technology for BrannWorldwide, a direct marketing company in Deerfield, Ill., says he was unable even to get price quotes from a Netscape reseller. "They had problems getting in contact with anyone at iPlanet who could give them good information," he says.

Tolliver insists the confusion is a thing of the past. "The No. 1 accomplishment has been answering the question: 'Can you stand up and present a crystal clear product roadmap to your customers?' Everything else flows from that."

The stakes are huge, with billions of dollars being spent on the type of e-commerce software that iPlanet sells. The company offers server products, such as directory and application servers, that form the skeleton

of e-commerce sites. And those skeletons are fleshed out with applications for billing, procurement and trading partner exchanges - applications that are available from iPlanet.

iPlanet has formidable resources, including 2,400 employees, drawn equally from Sun and Netscape. The company claims to have 300 of the Fortune 500 companies as customers, and has gained momentum of late with some big wins.

Washington Mutual in Seattle, for instance, is shelling out \$8 million for iPlanet software and services, to be used for both a corporate intranet and as the basis of future e-commerce plans. Firmbuy, a venture-funded start-up in Chicago, just launched an online business procurement service based on iPlanet software.

Observers say iPlanet, given its wide range of products, has a chance to become one of a handful of really big e-commerce systems suppliers, particularly if its new application server catches on. But they add that the company will need to strengthen both its marketing and technologies.

When it comes to e-commerce, customers are likely to be very unforgiving if the technologies don't work as promised.

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"Bob Vasaly" <rvasaly@inktomi.com> on 03/13/2000 04:37:00 PM

To: Emil Regard/HNS@HNS
cc:
Subject: iBlast, FYI
:

iBlast Is a Scam, But We Might Be the Winners
By Nate Zelnick

A short-term scam can be an impressive display of skill. But a decade-long con job like the one the broadcasting industry finished pulling off this week is truly impressive. It's even possible that it will have huge benefits for consumers.

The scam-developed as part of the 1996 Telecom Reform Act to catalyze the growth of high definition television-garnered each broadcaster double its existing spectrum, so it could broadcast a parallel signal to new HDTV consoles. Earlier this week, however, a consortium of 12 of the largest broadcasters announced plans to use a portion of the extra channel to provide a new broadband Internet-access service. This sneaky-but obvious-move is underhanded, but might be beneficial.

We lose, of course, because the spectrum these TV stations received is far more valuable than the PCS bands that garnered \$30 billion or so in the FCC's 1996 auction. But we might actually win because iBlast's service could make high-speed Internet access a reality for most of the country far faster than telephone wire or coaxial cable retrofits.

iBlast's service won't roll out for two years, but because it's a broadcast technology, it doesn't require digging up streets, drilling holes in customer's homes, or figuring out if an existing line can actually carry data. The company claims it can deliver data rates four times that of DSL or cable.

Service is likely to be one-way, of course, but combined with the gradual growth of other Internet-access options from the telcos, cablecos, power companies, 3G cellular providers, satellites, and, who knows, paperboys with big bags full of packets, there will be lots of ways to send data upstream.

The 12 iBlast members own, collectively, 143 stations covering 80 percent of the U.S. Founding members include The Tribune Co., Scripps, Gannett, Cox, The Washington Post Co., The New York Times Co., Media General, McGraw Hill, Smith Broadcasting, Meredith Corp., and Northwest.

The funny thing is, there are typically 3 affiliates in each area, so there's room for one more competitor.

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Emil, FYI 12/6
—Ashok

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Lucent and Sun to Provide Next Generation Electronic Business Offers

Business & High Tech Editors

MURRAY HILL, N.J./PALO ALTO, Calif.—(BUSINESS WIRE)—Dec. 1, 1999—

"Comm" and ".com" Leaders to Develop Solutions For Enterprises,

ISPs, Application and Network Service Providers

Addressing the need for reliable, high quality electronic business solutions, Lucent Technologies (NYSE:LU) and Sun Microsystems Inc. (NASDAQ:SUNW) today said they will jointly define new products and services that will spur the growth and effectiveness of Internet commerce.

In a related announcement today, the companies said they have allied to create the infrastructure needed for service providers and enterprises to support next-generation Internet business applications.

Under the collaboration, the companies said, they will jointly package and market new communications networking systems, Internet servers and turnkey solutions that will make it easier for enterprises and network service providers, including Applications Service Providers (ASPs), to build more responsive electronic businesses and to create hosted "marketplaces" that centralize the management of customer interactions.

"One of the biggest problems facing businesses is creating web centers and applications that get them into electronic commerce," said Rich McGinn, CEO of Lucent Technologies. "These joint electronic business solutions will solve that problem."

Scott McNealy, Chairman and CEO, Sun Microsystems, said, "In the telecommunications world, when you pick up a telephone handset, you expect to hear dialtone - every time. Mission critical business applications are increasingly dependent on having that same reliable, scalable communications networking infrastructure, as well as proven applications software. This is where the Lucent-Sun collaboration will create a significant impact."

Electronic Business Bundles

Sun and Lucent said they would create new joint offers that facilitate electronic business, starting with four new bundles that will be available from Lucent Technologies. The bundles will enable enterprises and service providers to offer new applications and services more quickly and effectively. These solutions will allow both service providers and enterprises to host applications and to create hosted "marketplaces" that centralize the management of customer interactions.

The first offer, available immediately, is an Application Service Provider (ASP) hosted email application. Offers under development include intelligent customer relationship management, intelligent policy-enabled e-commerce, and communications portals.

All of these initial joint offers will include broadband access, enterprise and network infrastructure products, server platforms, Internet/intranet and operating environment software, communications and e-commerce middleware, applications and services. The offers will support IP telephony, multi-service LAN/WAN, secure VPNs, advanced billing and customer care at carrier-grade levels of quality, scalability and reliability.

ASP Hosted Applications

The ASP hosted application is the first of a set of eReady offers from Lucent that will enable ASPs to set up scalable, high-

Ashok -
If you substitute
ANS for Lucent, this is
exactly what we want to
accomplish with you all...
Brad

availability web data centers to host network-based applications for small and mid-sized businesses. eReady offers will also enable enterprise to create hosting centers for their employees and business partners.

The first application is the Hosted Email Offer, built with a robust messaging platform from the Sun-Netscape Alliance. The solution includes security, load balancing, and subscriber management, resulting in high performance with operational efficiency, which are critical issues for email hosting application providers.

The Hosted Email Offer is now in beta test. Subsequent releases of this offer will add support for voice and fax, as well as other unified messaging services and integration with real-time packet voice capabilities.

Intelligent Customer Relationship Management

The Intelligent Customer Relationship Management (CRM) offer, available to beta customers in 3Q00, will enable electronic businesses to dramatically improve customer service by making intelligent customer care an integral part of business-to-consumer and business-to-business e-commerce. The offer will be based on Lucent's CRM Central 2000 and E-commerce applications from the Sun-Netscape Alliance.

Elements of the offer will include interactive, real-time customer interaction handling that integrates Internet and telephony interfaces to support intelligently managed communication with customers through multiple media types, including e-mail, web, telephony, text chat, wireless and fax.

The joint offer will also incorporate Lucent's award-winning CentreVu(R) Advocate routing logic which distributes customer interactions to agents or other resources based on customizable agent profiles and service commitments. In addition the Intelligent CRM offer will provide the integration framework required to tie together web and call center operations with a company's entire virtual extended enterprise. A key component of the offer is built-in support for user profiling and personalization that will provide a customer the same experience, no matter how, when or where that individual accesses the company's e-business operations.

Intelligent Policy-Enabled E-Commerce

The Intelligent Policy-Enabled E-Commerce platform, available to beta customers in 1Q00, will integrate infrastructure and applications-level quality of service policies, and thereby enable companies to ensure that their customers receive appropriate service for electronic business transactions. For example, an on-line trading site could provide priority trading services to preferred customers, or an application service provider could differentiate among users with different service level agreements and make shared resources available to them in a prioritized manner.

This bundle, built on Lucent's RealNet Rules(TM) policy management, and additional security and directory products from Lucent and the Sun-Netscape Alliance, will ensure quality of service for Internet customers.

Communication Portal

A communications portal offering, available to beta customers in 2Q00, will enable business and hosted E-commerce web sites to support rich voice, wireless and multimedia access. The offering will support deeply personalized web-based communications profiles, including interfaces for conferencing, collaboration and document sharing; intelligent calendaring; and anytime/anywhere voicemail and email access via the web.

The communications portal, for example, would allow a user to set up automatic call forwarding when traveling, or to open a multimedia session on a PC that allows collaborative access to a document while discussing changes with a coworker.

Professional Services

Lucent's NetCare Professional Services organization, a force of 5,500 experienced professionals backed by the most advanced network support in the industry, will assist enterprise and service provider customers in designing, installing, monitoring and maintaining these solutions. The NetCare Professional Services organization serves more than 10,000 enterprise and service provider clients in more than 90 countries worldwide.

"These are the first electronic business offers we're delivering to the market together and they're just a snapshot of what's to come," said McNealy. "Third party developers are just now growing familiar with the IP communications and computing infrastructure. We are enabling them to create IP applications that range across networks and deep into our business and daily lives."

Company Information

Since its inception in 1982, a singular vision—"The Network Is The Computer(TM)"—has propelled Sun Microsystems, Inc. (Nasdaq: SUNW) to its position as a leading provider of industrial-strength hardware, software and services that power the Internet and allow companies worldwide to ".com" their businesses. With \$12.4 billion in annual revenues, Sun can be found in more than 170 countries and on the World Wide Web at <http://www.sun.com>.

Headquartered in Murray Hill, N.J., Lucent designs, builds and delivers a wide range of public and private networks, communications systems and software, data networking systems, business telephone systems and microelectronic components. Bell Labs is the research and development arm for the company. For more information on Lucent Technologies, visit the company's web site at <http://www.lucent.com>.

News Media Conference Call Scheduled

A news media conference call concerning this announcement is scheduled for today, Dec. 1, at 12:30 P.M. Eastern Time. Scott McNealy, Sun chairman and CEO, and Rich McGinn, Lucent chairman and CEO, will be participating on the call.

To access the call, please dial 800-553-0349 for the U.S. and 612-288-0340 for international participants. No access code is required.

A replay of the news media conference call will be available. To access the replay number please dial 800-475-6701 or 320-365-3844 for international callers. The access code is "484980."

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Press announcements and other information about Sun Microsystems are available on the Internet via the World WideWeb using a tool such as Netscape Navigator or Sun's HotJava browser. Type <http://www.sun.com> at URL prompt.

-30-ss/ny*

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KEYWORD: NEW JERSEY CALIFORNIA

INDUSTRY KEYWORD: TELECOMMUNICATIONS NETWORKING INTERNET E-COMMERCE COMPUTERS/ELECTRONICS
MARKETING AGREEMENTS PRODUCT CONFERENCE CALLS

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