

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

UNITED STATES of AMERICA, et al.,

Plaintiffs,

v.

ECHOSTAR COMMUNICATIONS
CORP., et al.,

Defendants.

Case No. 1:02CV02138 (ESH)

DECLARATION OF ALAN R. KUSINITZ

1. I am associated with the firm of Weil, Gotshal & Manges LLP, which represents the General Motors Corporation ("GM"), Hughes Electronics Corporation ("Hughes"), and DIRECTV Enterprises, Inc. ("DIRECTV") in the above-captioned matter.

2. I submit this declaration in support of Defendants' joint motion for expedited scheduling conference and for expedited trial.

3. On October 28, 2001, General Motors Corporation and its subsidiary Hughes, together with EchoStar Communications Corporation ("EchoStar"), announced the signing of definitive agreements that provided for the spin-off of Hughes from GM and the merger of Hughes with EchoStar. Subsequently, on November 15, 2001, Hughes filed a Premerger Notification form with the Premerger Notification office of the Federal Trade Commission which included forty-eight 4(c) documents totaling approximately 1,025 pages.

4. On December 4, 2001, Hughes voluntarily produced documents containing the following information requested by the United States Department of Justice, Antitrust Division (the "Division"): (1) DIRECTV's largest customers; (2) DIRECTV's competitors; (3)

programming packages, promotions and prices; and (4) pleadings from the *EchoStar v. DIRECTV* litigation. Moreover, throughout the Hart-Scott-Rodino ("HSR") process, Hughes voluntarily produced documents on various topics at the request of the Division, including documents regarding DIRECTV's Project Dragon, DIRECTV's use of the "S.M.A.R.T." research group, Business Development and Strategic Planning Group documents concerning pay-per-view and churn, as well as materials provided to the FCC in connection with its review of the merger.

5. On December 17, 2001, pursuant to Section 7A(e)1 of the Clayton Act, 15 U.S.C. § 18a, and Section 803.20 of the Premerger Notification Rules and Regulations, 16 C.F.R. § 803.20, the Division served on Jack A. Shaw, President & Chief Executive Officer of Hughes, a Request for Additional Information and Documentary Material ("Second Request").

6. In response to the document requests contained within the Second Request, Hughes has produced to the Division over two million pages of responsive documents from the files of over sixty-three (63) primary custodians.

7. In response to the interrogatories contained within the Second Request, Hughes has provided the Division with two sets of interrogatory responses and several updates. Hughes' first responses, provided on March 27, 2002, are eighty-five (85) pages in length, in addition to approximately four hundred and seventy-five (475) pages of exhibits; the second set of responses, provided on June 5, 2002, are one hundred and eighty-nine pages (189) in length, in addition to approximately two hundred and ninety (290) pages of exhibits. Over the course of the Division's investigation, Hughes provided the Division with several updates to its initial set of responses, both by electronic mail and hardcopy, including a set of updated exhibits sent on September 10, 2002.

8. Also in response to the interrogatories contained within the Second Request and follow up requests of the Division, Hughes has provided the Division with approximately one

hundred and two (102) exhibits, a number of which were provided in electronic form due to their size. An index to these exhibits, which describes each exhibit and notes its date of production, is attached hereto as Exhibit 1.

9. Beginning on December 10, 2001, and extending through April 30, 2002, the Division conducted interviews of eight (8) Hughes representatives and two (2) former employees: DIRECTV Executive Vice President Steven Cox, DIRECTV Senior Vice President & Chief Technologist Jack Godwin, DIRECTV Vice President of Business Development & Market Research Terry Ferguson (who was interviewed on three occasions), Hughes Network Systems Senior Vice President and General Manager Michael Cook, DIRECTV Information Technology personnel Belle Lingman, Hughes Information Technology personnel Bill Steele, Hughes Network Information Technology personnel Joe Malfesi, and DIRECTV Broadband Information Technology personnel Jill Blaner. The Division also interviewed former Hughes employees William Casamo, DIRECTV's Executive Vice President of Sales and Marketing, and Scott Nordhaus, DIRECTV's Senior Vice President of Sales and Distribution.

10. Beginning on July 25, 2002, and extending through September 5, 2002, the Division took depositions of the following Hughes personnel: DIRECTV Vice President Jayne Hancock, DIRECTV Executive Vice President Steven Cox, DIRECTV Vice President Teresa Ferguson, DIRECTV Executive Vice President Lawrence Chapman, DIRECTV Executive Vice President David Baylor, DIRECTV Senior Vice President Stephanie Campbell, Hughes Network Systems Senior Vice President and General Manager Michael Cook, and DIRECTV Chief Executive Officer and Chairman of the Board Eddy Hartenstein.

11. It is my understanding that EchoStar has provided the Division with documents, interrogatory responses and exhibits similar in number and extent to those provided by Hughes;

that the Division has interviewed a number of EchoStar personnel; and that the Division has taken the depositions of nine (9) current or former EchoStar personnel.

12. Beginning on May 3, 2002, Defendants made eight (8) in-person presentations to the Division concerning issues relevant to its consideration of the merger. These presentations were by EchoStar, Hughes and GM personnel (or by their retained economists), who were made available to the Division to answer questions as part of the presentations. The presentations and principal participants were as follows:

- a. "Overview / The Non-Merger World," presented on May 2, 2002 by EchoStar Chairman and Chief Executive Officer Charles Ergen, EchoStar Treasurer Jason Kiser, General Motors Vice Chairman and Chief Financial Officer John M. Devine, Hughes President and Chief Executive Officer Jack A. Shaw, and DIRECTV Chief Executive Officer and Chairman of the Board Eddy Hartenstein;
- b. "Spectrum," presented on May 14, 2002 by EchoStar Chief Operating Officer Michael Dugan, EchoStar Senior Vice President Michael Schwimmer, EchoStar Vice Presidents David Bair and Rex Povenmire, and DIRECTV Executive Vice Presidents Larry Chapman and David Baylor;
- c. "Transition," presented on June 7, 2002 by EchoStar Chief Operating Officer Michael Dugan, EchoStar Senior Vice President David Kummer, Vice President Rex Povenmire, and DIRECTV Executive Vice Presidents Larry Chapman and David Baylor;
- d. "Broadband," presented on June 11, 2002 by EchoStar Senior Vice President Mark Jackson, Hughes Network Systems Chairman and Chief

Executive Officer Pradman Kaul, and Senior Vice President and General Manager Michael Cook;

- e. "Synergies," presented on June 24, 2002 by EchoStar Chief Financial Officer Michael McDonnell, EchoStar Treasurer Jason Kiser, and EchoStar Senior Vice President Michael Schwimmer, at which DIRECTV Senior Vice President Stephanie Campbell, Senior Vice President & Acting C.F.O. Michael Palkovic and Vice President for Finance Brent Pace attended and answered questions;
- f. "Analysis of the EchoStar-Hughes Merger: Competitive Effects and National Pricing," presented on June 25, 2002 by economists Robert Willig, Andrew Joskow, Robert Rubinovitz, Jon Orszag and Jith Jayaratne.
- g. "Wrap-Up and Joint Operating Agreement," presented on July 10, 2002 by EchoStar Chairman and Chief Executive Officer Charles Ergen, DIRECTV Chief Executive Officer and Chairman of the Board Eddy Hartenstein and DIRECTV Executive Vice President Larry Chapman; and
- h. "Competitive Effects, Efficiencies and Proposed Remedy," presented on October 28, 2002 by EchoStar Chairman and Chief Executive Officer Charles Ergen, DIRECTV Chief Executive Officer and Chairman of the Board Eddy Hartenstein and Economist Robert Willig.

13. Defendants have made a number of voluntary submissions to the Division, including but not limited to the following:

- a. "Satellite Technology Overview," a 77 slide power point presentation submitted on May 12, 2002;

- b. "Synergies Models (Top Level and Detail) and Transition Model with Annotated Interrogatory 14" a 126 page document submitted on July 19, 2002;
- c. "Local-into-Local Service: Economic Submission," three multi-page models and 21 pages of explanatory text submitted on August 6, 2002;
- d. "Post-Merger Capacity Utilization Submission," a 119 page document including exhibits submitted on August 8, 2002;
- e. "Local-into-Local Service: Technical Submission," a 10 page document submitted on September 18, 2002;
- f. "The Impracticality of Moving Programming to 8PSK Modulation," a 12 page document submitted on September 25, 2002;
- g. "2001 License Fees Paid by EchoStar to Showtime," a 7 page document submitted on October 10, 2002;
- h. "Competition in the MVPD Market," a 41 page document submitted on October 21, 2002;
- i. "Efficiencies," a 70 page document submitted on October 21, 2002;
- j. "Proposed Remedy," a 27 page document submitted on October 21, 2002;
and
- k. "Consolidated Exhibits to the October 21, 2002 Submissions" (twenty five volumes of exhibits), submitted on October 21, 2002.

14. Defendants' economists have met with representatives of the Division in person or by teleconference on at least nine (9) separate occasions:

- a. Defendants' economists made a presentation to the Division's economists and answered questions on June 25, 2002;

- b. Defendants' economists had a conference call with the Division's economists on August 30, 2002 (on the call, the Division's economists asked the Defendants' economists 40 detailed questions about their analysis; Defendants' economists answered all of the questions in writing or verbally.);
- c. Defendants' economists made a presentation to the Division's economists and answered questions on September 19, 2002;
- d. Defendants' economists answered questions from the Division's economists via conference call on September 27, 2002;
- c. Defendants' economists answered questions from the Division's economists via conference call on October 3, 2002;
- d. Defendants' economists met with the Division's economists on October 4, 2002;
- e. Defendants' economists made a presentation to the Division's economists and answered questions on October 17, 2002;
- f. Defendants' economists had a conference call with the Division's economists on October 24, 2002; and
- g. Defendants' economists made a presentation to the Division's economists and answered questions on October 28, 2002.

15. The primary purpose of all of the in-person discussions and conference calls between Defendants' economists and representatives of the Division was to allow Defendants' economists to present their conclusions, address concerns expressed by the Plaintiffs, and answer questions. Plaintiffs' representatives had a full opportunity to question the Defendants' economists about their conclusions, methodology, data and any other subject of interest to them,

and on a number of occasions requested and received follow-up analysis by the Defendants' economists. The Plaintiffs' representatives never provided any written analysis to the Defendants

16. Defendants' economists have made (or submitted) at least six (6) principal presentations to the Division:

- a. "Analysis of the EchoStar-Hughes Merger: Competitive Effects and National Pricing," presented by Defendants' economists on June 25, 2002;
- b. "Notes on EchoStar-DIRECTV Merger Simulation Analysis Methodology," submitted by Defendants' economists on July 2, 2002;
- c. "Further Analysis of the Diversion Ratio Between EchoStar and DIRECTV," presented by Defendants' economists on Sept. 13, 2002;
- d. "Extensions to EchoStar-DIRECTV Merger Simulation Analysis," presented by Defendants' economists on October 17, 2002;
- e. "Estimating the Nest Parameter in the EchoStar-DIRECTV Merger Simulation Analysis," presented by Defendants' economists on October 17, 2002; and
- f. "Economic Analysis of the EchoStar-Hughes Merger," presented by Defendants' economists on October 28, 2002.

17. As backup for the above presentations, Defendants' economists have provided DOJ with at least eight additional written submissions, which include the following written materials:

- a. "Supplemental Technical Appendix to the Presentation on the Competitive Effects of the EchoStar-DIRECTV Merger," submitted by Defendants' economists on July 25, 2002;

- b. "The EchoStar-Hughes Merger Simulation: Technical Notes," a detailed 52-page explanation of the Defendants' economists methodology and results, submitted on August 19, 2002;
- c. "Responses to a Subset of Questions from the August 30th Phone Call," submitted by Defendants' economists on September 9, 2002;
- d. "Report on Further Analysis of the Diversion Ratio Between EchoStar and DIRECTV," submitted by Defendants' economists on Sept. 16, 2002;
- e. "Responses to a Subset of Questions from the August 30th Phone Call, Part II" submitted by Defendants' economists on October 2, 2002;
- f. "Analysis of Imprecision of EchoStar Cable Bill Promotions," submitted by Defendants' economists on October 21, 2002;
- g. "Why the DOJ Use of the Churn Tracker Survey Is Unreliable," submitted by Defendants' economists on October 21, 2002; and
- h. "Use of the Churn Tracker Survey vs. the Subscriber Database Match to Measure Diversion Ratios," submitted by Defendants' economists on October 21, 2002.

18. Defendants' economists have provided Plaintiffs all of the data and technical information necessary to replicate their results, including any and all data and explanatory files the DOJ economists asked for. These files included at least two databases with more than one million observations, along with databases that allowed the DOJ to examine a variety of topics (from the impact of increased start-times on pay-per-view purchase habits to the impact of local-into-local service on cable pricing).

19. I understand that in addition to the information Defendants have provided to it, the Division has also issued *ex parte* Civil Investigative Demands for documents and/or deposition testimony from a large number of third parties.

20. Other than the complaint itself, the Plaintiffs have not provided Defendants with any written materials or discovery supporting the allegations in their complaint.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct. Executed on this 4th day of November 2002, at New York, New York.

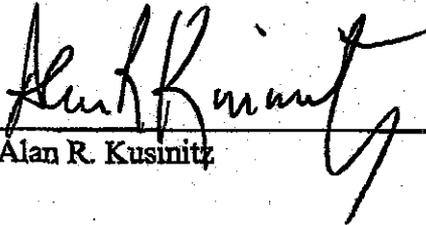

Alan R. Kusnitz

EXHIBIT 1

Schedule of Exhibits Provided by DIRECTV to the Department of Justice,
Antitrust Division in Response to Second Request issued December 17, 2001

Exhibit 1(a)(i)	(Distributors and Sales Agents) (provided 3/27/02)
Exhibit 1(a)(ii)	(Broadband Partners) (provided 3/27/02)
Exhibit 1(a)(iii)	(Table of HNS Active Partners) (provided 3/27/02)
Exhibit 2(c)	(DIRECTV Subscribers by Zip Code 1998) (provided 3/27/02)
Exhibit 3(a)(i)	(Television Households by DMA: Actuals for 1998-2000; Forecast for 2001) (provided 3/27/02)
Exhibit 3(a)(ii)	(Television Households by State: Actuals for 1998-2000; Forecast for 2001) (provided 3/27/02)
Exhibit 3(a)(iii)	(Forecast of 2002-2003 Television Households Available) (provided 3/27/02)
Exhibit 3(b)(i)(1)	(DIRECTV Subscribers by Zip Code 1998) (provided 3/27/02)
Exhibit 3(b)(i)(2)	(DIRECTV Subscribers by Zip Code 1999) (provided 3/27/02)
Exhibit 3(b)(i)(3)	(DIRECTV Subscribers by Zip Code 2000) (provided 3/27/02)
Exhibit 3(b)(i)(4)	(DIRECTV Subscribers by Zip Code 2001) (provided 3/27/02)
Exhibit 3(b)(ii)	(DIRECTV Subscribers by DMA 1998-2001) (provided 3/27/02)
Exhibit 3(b)(iii)	(DIRECTV Actual Subscribers by State 1998-Jan 2002) (provided 3/27/02)
Exhibit 3(b)(iv)	(Forecast of Net Active DIRECTV Subscribers 2002-2003) (provided 3/27/02)
Exhibit 3(b)(v)	(Integrated Net Active Subscribers 1998-2003) (provided 3/27/02)
Exhibit 3(c)(i)	(Actual Penetration of DIRECTV into Total Television Households by DMA 1999-2002) (provided 3/27/02)
Exhibit 3(c)(ii)	(Penetration of DIRECTV into Television Households by State 1999-2002) (provided 3/27/02)

- Exhibit 3(c)(iii) (Integrated Actual/Forecast 1998-2003 Penetration of Net Active Subscribers) (provided 3/27/02)
- Exhibit 3(d)(i)(1) (2002 DIRECTV Programming) (provided 3/27/02)
- Exhibit 3(d)(i)(2) (2001 DIRECTV Programming) (provided 3/27/02)
- Exhibit 3(d)(i)(3) (2000 DIRECTV Programming) (provided 3/27/02)
- Exhibit 3(d)(i)(4) (1999 DIRECTV Programming) (provided 3/27/02)
- Exhibit 3(d)(i)(5) (1998 DIRECTV Programming) (provided 3/27/02)
- Exhibit 3(d)(ii) (Hawaii Programming) (provided 3/27/02)
- Exhibit 3(f)(i) (DIRECTV Must Carry Locals 1999-1/31/2002) (provided 3/27/02 and supplemented 6/5/02)
- Exhibit 3(f)(ii) (2002 Plan DIRECTV Must Carry Locals 2/1/2002 – 12/31/2002) (provided 3/27/02)
- Exhibit 3(f)(ii)(a) (DIRECTV Must Carry Locals 1999 – June 17, 2002) (provided 6/5/02 as supplementation to Exhibit 3(f)(ii))
- Exhibit 3(f)(ii)(b) (DIRECTV Must Carry Locals PLAN 2002 (Jun 17 – Dec 31)) (provided 6/5/02 as supplementation to Exhibit 3(f)(ii))
- Exhibit 3(i)(1) (Net Customers by Programming Tier 1999-2001) (provided 3/27/02)
- Exhibit 3(i)(2) (Integrated Prior Year Actuals, 2000 Plan and 2003 Estimates – Net Customers by Programming Tier) (provided 3/27/02)
- Exhibit 3(j) (Notes of Definitions of Local Channel Information by DMA) (provided 3/27/02)
- Exhibit 3(j)(i)-(viii) (Local Channels Programming Subscribers by DMA by Month) (provided 3/27/02)
- Exhibit 3(k) (DIRECTV Subscriber Additions Who Take Local Channels Package) (provided 3/27/02)
- Exhibit 3(p) (Actual Total Compensation to Retailers) (provided 3/27/02)
- Exhibit 3(p)(i) (Total Benefits Offered to Retailers) (provided 6/5/02 as supplementation to Exhibit 3(p))
- Exhibit 3(p)(ii) (Dealer Compensation by Retailer by Month (Year 1998)) (provided 6/5/02 as supplementation to Exhibit 3(p))

- Exhibit 3(p)(iii) (Dealer Compensation by Retailer by Month (Year 1999)) (provided 6/5/02 as supplementation to Exhibit 3(p))
- Exhibit 3(p)(iv) (Dealer Compensation by Retailer by Month (Year 2000)) (provided 6/5/02 as supplementation to Exhibit 3(p))
- Exhibit 3(p)(v) (Dealer Compensation by Retailer by Month (Year 2001)) (provided 6/5/02 as supplementation to Exhibit 3(p))
- Exhibit 3(q)(i) (1999-2001 Subscriber Revenue by State Monthly) (provided 3/27/02)
- Exhibit 3(q)(ii) (Actual 1998-2000 Revenue by State Yearly) (provided 3/27/02)
- Exhibit 3(q)(iii) (Revenue by Tier Forecast 2002-2003) (provided 3/27/02)
- Exhibit 3(q)(iv) (Revenue by Tier 1998-2001) (provided 3/27/02)
- Exhibit 3(r)(i) (Churn Analysis) (provided 3/27/02 and supplemented 6/5/02)
- Exhibit 3(r)(ii) (Where Disconnects Go: July 1999-Jan 2002) (provided 3/27/02 and supplemented 6/5/02)
- Exhibit 3(r)(iii) (Active Viewer Disconnect Rate (Churn) by DMA: Jan 2000-Dec 2001) (provided 3/27/02 and updated 6/2/02)
- Exhibit 3(r)(iv) (Churn Forecast 2002-2003) (provided 3/27/02)
- Exhibit 4(a)(i) (Estimated Total Cost of Acquiring Channels of Programming by Tier) (provided 3/27/02)
- Exhibit 4(a)(ii) (1998 Programming Costs by Channel and Tier) (provided 3/27/02)
- Exhibit 4(a)(iii) (1999 Programming Costs by Channel and Tier) (provided 3/27/02)
- Exhibit 4(a)(iv) (2000 Programming Costs by Channel and Tier) (provided 3/27/02)
- Exhibit 4(a)(v) (2001 Programming Costs by Channel and Tier) (provided 3/27/02)
- Exhibit 4(a)(vi) (2002-2003 Forecast of Programming Costs by Tier) (provided 3/27/02)
- Exhibit 4(b)(i) (Forecast 2002 Per Subscriber Cost per Channel (Basic)) (provided 3/27/02)
- Exhibit 4(b)(ii) (Forecast 2003 Per Subscriber Cost per Channel (Basic)) (provided 3/27/02)
- Exhibit 4(b)(iii) (Forecast 2002 Per Subscriber Cost by Tier (Premium)) (provided 3/27/02)

- 3/27/02)
- Exhibit 4(b)(iv) (Forecast 2003 Per Subscriber Cost by Tier (Premium)) (provided 3/27/02)
 - Exhibit 4(c) (Actual/Expected Average Variable per Customer Cost of Providing Service) (provided 3/27/02)
 - Exhibit 4(e) (Average Variable per Customer Maintenance Cost of Providing Service) (provided 3/27/02)
 - Exhibit 4(f)(i) (Variable Cost per Subscriber by DMA 2000 and 2001) (provided 3/27/02)
 - Exhibit 4(f)(ii) (Variable Cost per Subscriber by DMA Forecast 2002) (provided 3/27/02)
 - Exhibit 4(f)(iii) (Fixed Cost of Providing Local Programming – Summary) (provided 3/27/02)
 - Exhibit 4(f)(iv) (Fixed Cost of Providing Local Programming – Detail) (provided 3/27/02)
 - Exhibit 4(g) (DIRECTV Media Spending by Market 1998-2003) (provided 3/27/02)
 - Exhibit 4(h)(i) (Cable/DBS Penetration by State) (provided 3/27/02)
 - Exhibit 4(h)(ii) (List of Competitors by DMA) (provided 3/27/02)
 - Exhibit 4(h)(iii) (Information on Major Competitors) (provided 3/27/02)
 - Exhibit 4(h)(iv) (1998-2000 National Penetration Rate for Top 15 MSOs and DBS Companies) (provided 3/27/02)
 - Exhibit 6(i) (DIRECTV National Consumer Offers 1999-Present) (provided 3/27/02)
 - Exhibit 6(ii) (National Offers – Independent Dealer Promotions) (provided 3/27/02)
 - Exhibit 6(iii) (Programmer Promotions Tracking for 1998) (provided 3/27/02)
 - Exhibit 6(iv) (Programmer Promotions Tracking for 1999) (provided 3/27/02)
 - Exhibit 6(v) (Programmer Promotions Tracking for 2000) (provided 3/27/02)
 - Exhibit 6(vi) (Programmer Promotions Tracking for 2001) (provided 3/27/02)
 - Exhibit 6(vii) (Rapid Response Promotions) (provided 3/27/02 and supplemented 6/5/02)

6/5/02)

- Exhibit 7(b)(i)(1) (Installs by Zip Code (Year 2000)) (provided 3/27/02)
- Exhibit 7(b)(i)(2) (Installs by Zip Code (Q1 2001)) (provided 3/27/02)
- Exhibit 7(b)(i)(3) (Installs by Zip Code (Q2 2001)) (provided 3/27/02)
- Exhibit 7(b)(i)(4) (Installs by Zip Code (Q3 2001)) (provided 3/27/02)
- Exhibit 7(b)(i)(5) (Installs by Zip Code (Q4 2001)) (provided 3/27/02)
- Exhibit 7(b)(ii) (Number of Current DirecPC and DIRECWAY Subscribers by Zip Code) (provided 3/27/02)
- Exhibit 7(b)(iii) (Number of Current DirecPC and DIRECWAY Subscribers by State) (provided 3/27/02)
- Exhibit 8 (DIRECTV Satellite Summary) (provided 3/27/02)
- Exhibit 8(c) (Via Satellite's *Satellite Transponder Guide*) (provided 3/27/02)
- Exhibit 14(c) (Schedule of Efficiencies Personnel) (provided 6/5/02)
- Exhibit 14(e)(i) (Transcript of House Judiciary Committee: Direct Broadcast Satellite Service and Competition in the Multi-Channel Video Distribution Market, December 4, 2001) (provided 6/5/02)
- Exhibit 14(e)(ii) (Transcript of House Energy and Commerce Committee, Telecommunications and the Internet Subcommittee: The Status of Competition in the Multi-Channel Video Programming Distribution Marketplace, December 4, 2001) (provided 6/5/02)
- Exhibit 14(e)(iii) (Transcript of Senate Judiciary Committee, Antitrust, Competition and Business and Consumer Rights Subcommittee: Dominance in the Sky: Cable Competition and the EchoStar-DIRECTV Merger, March 6, 2002) (provided 6/5/02)
- Exhibit 14(e)(iv) (Transcript of Senate Judiciary Committee, Antitrust, Business Rights and Competition: Competition and Mergers in The T.V. Cable Industry, March 6, 2002) (provided 6/5/02)
- Exhibit 14(f) (Securities and Exchange Commission Form S-4, HEC Holdings, Inc. dated May 29, 2002) (provided 6/5/02)
- Exhibit 17(i) (Hughes Electronics Corporation Records Retention Series and Schedules) (provided 6/5/02)

- Exhibit 17(ii) (Hughes Electronics Corporation Records Management Procedure) (provided 6/5/02)
- Exhibit 17(iii) (Hughes Network Systems, Inc. Records Retention Policies and Procedures) (provided 6/5/02)
- Exhibit 18(i) (Federal Judicial District in which Company is Incorporated or Licensed and has Agent to Receive Service of Process) (provided 6/5/02)
- Exhibit 18(ii) (Federal Judicial District and Location of Company Offices and Facilities) (provided 6/5/02)