



OFFICE OF  
THE CHAIRMAN

FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON

March 20, 2002

The Honorable Richard Pombo  
U.S. House of Representatives  
2411 Rayburn House Office Building  
Washington, D.C. 20515

Dear Congressman Pombo:

Thank you for your letter concerning the proposed transaction involving EchoStar Communications Corporation and General Motors Corporation's subsidiary, Hughes Electronics Corporation, which includes its satellite television unit, DIRECTV. I appreciate learning your views on this important transaction and want to assure you that the proposed merger will undergo a careful and thorough review by the Commission.

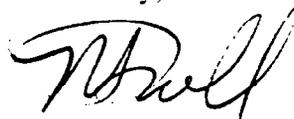
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Under the Communications Act, the Commission must approve any license transfers related to the proposed EchoStar-Hughes transaction. In order to expedite this process, I established a special team of Communication staff to coordinate and oversee the Commission's review of the EchoStar-Hughes transaction. On December 3, 2001, the Commission received applications requesting consent to the transfer of control of licenses and authorizations to the new EchoStar entity. The Commission recently issued a notice seeking public comment on the transfer of control applications filed by the parties. Initial comments had to be filed with the Commission by February 4, 2002, and responses had to be filed by February 25, 2002.

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I appreciate your taking the time to share your thoughts on this matter. Please do not hesitate to contact me if you have any further questions or concerns.

Sincerely,

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Michael K. Powell  
Chairman



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FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON

March 20, 2002

The Honorable J. D. Hayworth  
U.S. House of Representatives  
2434 Rayburn House Office Building  
Washington, D.C. 20515

Dear Congressman Hayworth:

Thank you for your letter concerning the proposed transaction involving EchoStar Communications Corporation and General Motors Corporation's subsidiary, Hughes Electronics Corporation, which includes its satellite television unit, DIRECTV. I appreciate learning your views on this important transaction and want to assure you that the proposed merger will undergo a careful and thorough review by the Commission.

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Michael K. Powell  
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WASHINGTON

March 20, 2002

The Honorable C. L. Otter  
U.S. House of Representatives  
1711 Longworth House Office Building  
Washington, D.C. 20515

Dear Congressman Otter:

Thank you for your letter concerning the proposed transaction involving EchoStar Communications Corporation and General Motors Corporation's subsidiary, Hughes Electronics Corporation, which includes its satellite television unit, DIRECTV. I appreciate learning your views on this important transaction and want to assure you that the proposed merger will undergo a careful and thorough review by the Commission.

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WASHINGTON

March 20, 2002

The Honorable Jim Gibbons  
U.S. House of Representatives  
100 Cannon House Office Building  
Washington, D.C. 20515

Dear Congressman Gibbons:

Thank you for your letter concerning the proposed transaction involving EchoStar Communications Corporation and General Motors Corporation's subsidiary, Hughes Electronics Corporation, which includes its satellite television unit, DIRECTV. I appreciate learning your views on this important transaction and want to assure you that the proposed merger will undergo a careful and thorough review by the Commission.

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March 20, 2002

The Honorable Joel Hefley  
U.S. House of Representatives  
2230 Rayburn House Office Building  
Washington, D.C. 20515

Dear Congressman Hefley:

Thank you for your letter concerning the proposed transaction involving EchoStar Communications Corporation and General Motors Corporation's subsidiary, Hughes Electronics Corporation, which includes its satellite television unit, DIRECTV. I appreciate learning your views on this important transaction and want to assure you that the proposed merger will undergo a careful and thorough review by the Commission.

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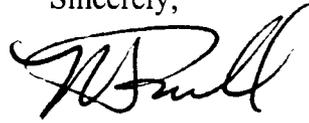
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Michael K. Powell  
Chairman



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WASHINGTON

March 20, 2002

The Honorable Randy Cunningham  
U.S. House of Representatives  
2350 Rayburn House Office Building  
Washington, D.C. 20515

Dear Congressman Cunningham:

Thank you for your letter concerning the proposed transaction involving EchoStar Communications Corporation and General Motors Corporation's subsidiary, Hughes Electronics Corporation, which includes its satellite television unit, DIRECTV. I appreciate learning your views on this important transaction and want to assure you that the proposed merger will undergo a careful and thorough review by the Commission.

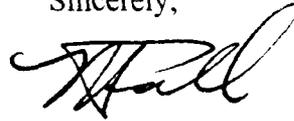
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Michael K. Powell  
Chairman



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FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON

March 20, 2002

The Honorable Pete Sessions  
U.S. House of Representatives  
1318 Longworth House Office Building  
Washington, D.C. 20515

Dear Congressman Sessions:

Thank you for your letter concerning the proposed transaction involving EchoStar Communications Corporation and General Motors Corporation's subsidiary, Hughes Electronics Corporation, which includes its satellite television unit, DIRECTV. I appreciate learning your views on this important transaction and want to assure you that the proposed merger will undergo a careful and thorough review by the Commission.

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Michael K. Powell  
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WASHINGTON

March 20, 2002

The Honorable Lamar Smith  
U.S. House of Representatives  
2231 Rayburn House Office Building  
Washington, D.C. 20515

Dear Congressman Smith:

Thank you for your letter concerning the proposed transaction involving EchoStar Communications Corporation and General Motors Corporation's subsidiary, Hughes Electronics Corporation, which includes its satellite television unit, DIRECTV. I appreciate learning your views on this important transaction and want to assure you that the proposed merger will undergo a careful and thorough review by the Commission.

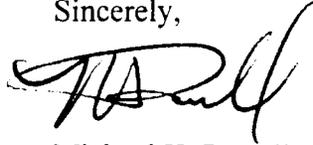
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Michael K. Powell  
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FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON

March 20, 2002

The Honorable Chris Cannon  
U.S. House of Representatives  
118 Cannon House Office Building  
Washington, D.C. 20515

Dear Congressman Cannon:

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FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON

March 20, 2002

The Honorable John E. Peterson  
U.S. House of Representatives  
307 Cannon House Office Building  
Washington, D.C. 20515

Dear Congressman Peterson:

Thank you for your letter concerning the proposed transaction involving EchoStar Communications Corporation and General Motors Corporation's subsidiary, Hughes Electronics Corporation, which includes its satellite television unit, DIRECTV. I appreciate learning your views on this important transaction and want to assure you that the proposed merger will undergo a careful and thorough review by the Commission.

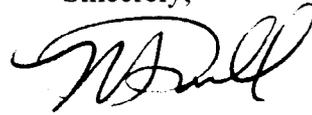
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Michael K. Powell  
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FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON

March 20, 2002

The Honorable Wally Herger  
U.S. House of Representatives  
2268 Rayburn House Office Building  
Washington, D.C. 20515

Dear Congressman Herger:

Thank you for your letter concerning the proposed transaction involving EchoStar Communications Corporation and General Motors Corporation's subsidiary, Hughes Electronics Corporation, which includes its satellite television unit, DIRECTV. I appreciate learning your views on this important transaction and want to assure you that the proposed merger will undergo a careful and thorough review by the Commission.

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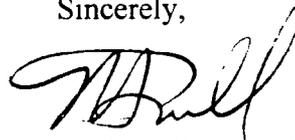
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WASHINGTON

March 20, 2002

The Honorable Howard P. McKeon  
U.S. House of Representatives  
2242 Rayburn House Office Building  
Washington, D.C. 20515

Dear Congressman McKeon:

Thank you for your letter concerning the proposed transaction involving EchoStar Communications Corporation and General Motors Corporation's subsidiary, Hughes Electronics Corporation, which includes its satellite television unit, DIRECTV. I appreciate learning your views on this important transaction and want to assure you that the proposed merger will undergo a careful and thorough review by the Commission.

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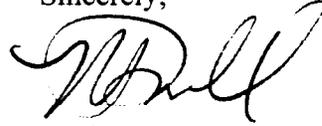
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March 20, 2002

The Honorable Jim Matheson  
U.S. House of Representatives  
410 Cannon House Office Building  
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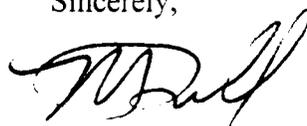
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March 20, 2002

The Honorable Donald Manzullo  
U.S. House of Representatives  
409 Cannon House Office Building  
Washington, D.C. 20515

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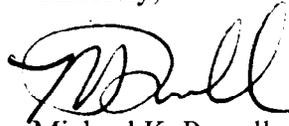
Under the Communications Act, the Commission must approve any license transfers related to the proposed EchoStar-Hughes transaction. In order to expedite this process, I established a special team of Communication staff to coordinate and oversee the Commission's review of the EchoStar-Hughes transaction. On December 3, 2001, the Commission received applications requesting consent to the transfer of control of licenses and authorizations to the new EchoStar entity. The Commission recently issued a notice seeking public comment on the transfer of control applications filed by the parties. Initial comments had to be filed with the Commission by February 4, 2002, and responses had to be filed by February 25, 2002.

Please be assured that the Commission will consider your views carefully, along with the complete record as it develops during our review of the proposed EchoStar-Hughes transaction. As I have indicated, given the significant concentration that would result from this proposed merger, it will be our intention to examine rigorously the information filed by the applicants and any issues raised by the public.

Page 2— The Honorable Donald Manzullo—March 20, 2002

I appreciate your taking the time to share your thoughts on this matter. Please do not hesitate to contact me if you have any further questions or concerns.

Sincerely,

A handwritten signature in black ink, appearing to read "M. Powell", written in a cursive style.

Michael K. Powell  
Chairman



OFFICE OF  
THE CHAIRMAN

FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON

March 20, 2002

The Honorable George R. Nethercutt, Jr.  
U.S. House of Representatives  
223 Cannon House Office Building  
Washington, D.C. 20515

Dear Congressman Nethercutt:

Thank you for your letter concerning the proposed transaction involving EchoStar Communications Corporation and General Motors Corporation's subsidiary, Hughes Electronics Corporation, which includes its satellite television unit, DIRECTV. I appreciate learning your views on this important transaction and want to assure you that the proposed merger will undergo a careful and thorough review by the Commission.

As you are aware, General Motors and Hughes Electronics, along with EchoStar, recently announced that they had entered into definitive agreements that provide for the spin-off of Hughes Electronics from General Motors and the merger of Hughes with Echostar. The companies indicated that the proposed merger is subject to a number of conditions, including approval by the majority of each class of General Motors shareholders, and a favorable ruling from the Internal Revenue Service that the divestiture of Hughes Electronics will qualify as a tax-free event for Federal income tax purposes.

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Michael K. Powell  
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OFFICE OF  
THE CHAIRMAN

FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON

March 20, 2002

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U.S. House of Representatives  
2458 Rayburn House Office Building  
Washington, D.C. 20515

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