Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

Application of

ECHOSTAR COMMUNICATIONS CORPORATION,
GENERAL MOTORS CORPORATION,
HUGHES ELECTRONICS CORPORATION,

Transferors,

and

ECHOSTAR COMMUNICATIONS CORPORATION,

Transferee,

For Authority to Transfer Control.

CONSOLIDATED APPLICATION FOR AUTHORITY
TO TRANSFER CONTROL

Gary M. Epstein
James H. Barker
Arthur S. Landerholm
LATHAM & WATKINS
555 11th Street, N.W.
Suite 1000
Washington, DC 20004
202-637-2200
Counsel for General Motors Corporation and Hughes Electronics Corporation

Pantelis Michalopoulos
Philip L. Malet
Rhonda M. Bolton
STEPTOE & JOHNSON LLP
1330 Connecticut Avenue, N.W.
Washington, D.C. 20036-1795
202-429-3000
Counsel for EchoStar Communications Corporation
2APPLICANT INFORMATION
Enter a description of this application to identify it on the main menu:
(14) DIRECTV Enterprises, LLC Fixed, Receive Only Earth Stations

<table>
<thead>
<tr>
<th>Name:</th>
<th>Phone Number:</th>
</tr>
</thead>
<tbody>
<tr>
<td>EchoStar Communications Corporation (a Delaware corporation)</td>
<td>(303) 723–1000</td>
</tr>
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<tr>
<th>DBA Name:</th>
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<td>5701 South Santa Fe</td>
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<td>80120</td>
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<tbody>
<tr>
<td>USA</td>
<td>General Counsel</td>
</tr>
</tbody>
</table>
9–16. Name of Contact Representative (If other than applicant)

<table>
<thead>
<tr>
<th>Name:</th>
<th>Pantelis Michalopoulos</th>
<th>Phone Number:</th>
<th>(202) 429–6494</th>
</tr>
</thead>
<tbody>
<tr>
<td>Company:</td>
<td>Steptoe &amp; Johnson LLP</td>
<td>Fax Number:</td>
<td>(202) 429–3902</td>
</tr>
<tr>
<td>Street:</td>
<td>1330 Connecticut Ave., NW</td>
<td>E–Mail:</td>
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<td>Zipcode:</td>
<td>20036–1795</td>
</tr>
<tr>
<td>Contact</td>
<td></td>
<td>Relationship:</td>
<td>Legal Counsel</td>
</tr>
<tr>
<td>Title:</td>
<td></td>
<td></td>
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</table>

CLASSIFICATION OF FILING

17. Choose the button next to the classification that applies to this filing for both questions a. and b. Choose only one for 17a and only one for 17b.

- [ ] a1. Earth Station
- [ ] a2. Space Station

- (N/A) b1. Application for License of New Station
- (N/A) b2. Application for Registration of New Domestic Receive–Only Station
- (N/A) b3. Amendment to a Pending Application
- (N/A) b4. Modification of License or Registration
- [ ] b5. Assignment of License or Registration
- [ ] b6. Transfer of Control of License or Registration
- (N/A) b7. Notification of Minor Modification
- (N/A) b8. Application for License of New Receive–Only Station Using Non–U.S. Licensed Satellite
- (N/A) b9. Letter of Intent to Use Non–U.S. Licensed Satellite to Provide Service in the United States
- (N/A) b10. Other (Please specify)
17c. Is a fee submitted with this application?
- If Yes, complete and attach FCC Form 159. If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114).
- Governmental Entity  
- Noncommercial educational licensee  
- Other (please explain):

17d.

<table>
<thead>
<tr>
<th>Fee Classification A</th>
<th>Quantity</th>
<th>Fee Classification B</th>
<th>Quantity</th>
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<tr>
<td>CNO – Receive Only Earth Station</td>
<td>1</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td>3</td>
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</table>

18. If this filing is in reference to an existing station, enter:
   
   - Call sign of station:
     
     Not Applicable

19. If this filing is an amendment to a pending application enter:
   
   - Date pending application was filed: Not Applicable
   - File number of pending application: Not Applicable
## TYPE OF SERVICE

20. **NATURE OF SERVICE:** This filing is for an authorization to provide or use the following type(s) of service(s): Select all that apply:

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
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<tbody>
<tr>
<td>☑</td>
<td>a. Fixed Satellite</td>
</tr>
<tr>
<td></td>
<td>b. Mobile Satellite</td>
</tr>
<tr>
<td></td>
<td>c. Radiodetermination Satellite</td>
</tr>
<tr>
<td></td>
<td>d. Earth Exploration Satellite</td>
</tr>
<tr>
<td></td>
<td>e. Direct to Home Fixed Satellite</td>
</tr>
<tr>
<td></td>
<td>f. Digital Audio Radio Service</td>
</tr>
<tr>
<td></td>
<td>g. Other (please specify)</td>
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</table>

21. **STATUS:** Choose the button next to the applicable status. Choose only one.

<p>| | |</p>
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<tr>
<td>☐</td>
<td>Common Carrier</td>
</tr>
<tr>
<td>☐</td>
<td>Non–Common Carrier</td>
</tr>
</tbody>
</table>

22. If earth station applicant, check all that apply.

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
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<tbody>
<tr>
<td>☑</td>
<td>Using U.S. licensed satellites</td>
</tr>
<tr>
<td>☐</td>
<td>Using Non–U.S. licensed satellites</td>
</tr>
</tbody>
</table>

23. If applicant is providing INTERNATIONAL COMMON CARRIER service, see instructions regarding Sec. 214 filings. Choose one. Are these facilities:

<p>| | |</p>
<table>
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<tr>
<td>☒</td>
<td>Connected to a Public Switched Network</td>
</tr>
<tr>
<td>☐</td>
<td>Not connected to a Public Switched Network</td>
</tr>
<tr>
<td>☐</td>
<td>N/A</td>
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</table>

24. **FREQUENCY BAND(S):** Place an "X" in the box(es) next to all applicable frequency band(s).

<p>| | |</p>
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<tbody>
<tr>
<td>☑</td>
<td>a. C–Band (4/6 GHz)</td>
</tr>
<tr>
<td></td>
<td>b. Ku–Band (12/14 GHz)</td>
</tr>
<tr>
<td></td>
<td>c. Other (Please specify upper and lower frequencies in MHz.)</td>
</tr>
</tbody>
</table>

Frequency Lower: Frequency Upper:
TYPE OF STATION

25. CLASS OF STATION: Choose the button next to the class of station that applies. Choose only one.
   - a. Fixed Earth Station
   - b. Temporary–Fixed Earth Station
   - c. 12/14 GHz VSAT Network
   - d. Mobile Earth Station
   - e. Geostationary Space Station
   - f. Non–Geostationary Space Station
   - g. Other (please specify)

26. TYPE OF EARTH STATION FACILITY: Choose only one.
   - Transmit/Receive
   - Transmit–Only
   - Receive–Only
   - N/A

PURPOSE OF MODIFICATION

27. The purpose of this proposed modification is to: (Place an "X" in the box(es) next to all that apply.)

Not Applicable
ENVIRONMENTAL POLICY

28. Would a Commission grant of any proposal in this application or amendment have a significant environmental impact as defined by 47 CFR 1.1307? If YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission’s rules, 47 C.F.R. 1.1308 and 1.1311, as an exhibit to this application. A Radiation Hazard Study must accompany all applications for new transmitting facilities, major modifications, or major amendments.

ALIEN OWNERSHIP Earth station applicants not proposing to provide broadcast, common carrier, aeronautical en route or aeronautical fixed radio station services are not required to respond to Items 30–34.

29. Is the applicant a foreign government or the representative of any foreign government?  
   - Yes  
   - No  
   - N/A

30. Is the applicant an alien or the representative of an alien?  
   - Yes  
   - No  
   - N/A

31. Is the applicant a corporation organized under the laws of any foreign government?  
   - Yes  
   - No  
   - N/A
32. Is the applicant a corporation of which any officer or director is an alien or of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?  
- Yes  
- No  
- N/A

33. Is the applicant a corporation directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?  
- Yes  
- No  
- N/A

34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as an exhibit an identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote.

**BASIC QUALIFICATIONS**

35. Does the Applicant request any waivers or exemptions from any of the Commission’s Rules?  
   If Yes, attach as an exhibit, copies of the requests for waivers or exceptions with supporting documents.  
- Yes  
- No

36. Has the applicant or any party to this application or amendment had any FCC station authorization or license revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission? If Yes, attach as an exhibit, an explanation of circumstances.  
- Yes  
- No
37. Has the applicant, or any party to this application or amendment, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court? If Yes, attach as exhibit, an explanation of circumstances. **Yes**  **No**

38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition? If Yes, attach as exhibit, an explanation of circumstances. **Yes**  **No**

39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the preceding two items? If yes, attach as exhibit, an explanation of the circumstances. **Yes**  **No**

40. If the applicant is a corporation and is applying for a space station license, attach as exhibit the names, address, and citizenship of those stockholders owning a record and/or voting 10 percent or more of the Filer’s voting stock and the percentages so held. In the case of fiduciary control, indicate the beneficiary(ies) or class of beneficiaries. Also list the names and addresses of the officers and directors of the Filer.

41. By checking Yes, the undersigned certifies, that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes. **Yes**  **No**
42a. Does the applicant intend to use a non-U.S. licensed satellite to provide service in the United States? If Yes, answer 42b and attach an exhibit providing the information specified in 47 C.F.R. 25.137, as appropriate. If No, proceed to question 43.

42b. What administration has licensed or is in the process of licensing the space station? If no license will be issued, what administration has coordinated or is in the process of coordinating the space station?

43. Description. (Summarize the nature of the application and the services to be provided).

See narrative description in Consolidated Application for Authority to Transfer Control.

CERTIFICATION

The Applicant waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. The applicant certifies that grant of this application would not cause the applicant to be in violation of the spectrum aggregation limit in 47 CFR Part 20. All statements made in exhibits are a material part hereof and are incorporated herein as if set out in full in this application. The undersigned, individually and for the applicant, hereby certifies that all statements made in this application and in all attached exhibits are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.
<table>
<thead>
<tr>
<th>44. Applicant is a (an):</th>
<th>(Choose the button next to applicable response.)</th>
</tr>
</thead>
<tbody>
<tr>
<td>☐ Individual</td>
<td>☐ Unincorporated Association</td>
</tr>
<tr>
<td>☐ Partnership</td>
<td>☐ Corporation</td>
</tr>
<tr>
<td>☐ Governmental Entity</td>
<td>☐ Other (please specify)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>45. Name of Person Signing</th>
<th>David K. Moskowitz</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th>46. Title of Person Signing</th>
<th>Sr. Vice President and General Counsel</th>
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<tr>
<th>47. Please supply any needed attachments.</th>
<th>Attachment 1:</th>
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</table>

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT.
(U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION.
(U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).
Select one of the following
- ☐ CONSENT TO TRANSFER OF CONTROL
- ☐ CONSENT TO ASSIGNMENT OF LICENSE
- ☐ NOTIFICATION OF TRANSFER OF CONTROL OF RECEIVE ONLY REGISTRATION
- ☐ NOTIFICATION OF ASSIGNMENT OF RECEIVE ONLY REGISTRATION

A1. Name of Licensee (as shown on FCC 312 – Main Form)

<table>
<thead>
<tr>
<th>Name:</th>
<th>DIRECTV Enterprises, LLC</th>
<th>Phone Number:</th>
<th>(310) 364-6000</th>
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<tbody>
<tr>
<td>DBA Name:</td>
<td></td>
<td>Fax Number:</td>
<td>(310) 456-1089</td>
</tr>
<tr>
<td>Street:</td>
<td>200 North Sepulveda Blvd.</td>
<td>E-Mail:</td>
<td></td>
</tr>
<tr>
<td></td>
<td>P.O. Box 956</td>
<td></td>
<td></td>
</tr>
<tr>
<td>City:</td>
<td>El Segundo</td>
<td>State:</td>
<td></td>
</tr>
<tr>
<td>Country:</td>
<td>USA</td>
<td>Zipcode:</td>
<td>90245</td>
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<tr>
<td>Attention:</td>
<td>General Counsel</td>
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### A8. List Callsign(s) of station(s) being assigned or transferred

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<th>Callsign:</th>
<th>Callsign:</th>
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<tr>
<td>E980341</td>
<td>E980170</td>
<td>E950424</td>
<td>E950423</td>
</tr>
</tbody>
</table>

### A9. No. of station(s) listed

### A10. Name of Transferor/Assignor

- **Name:** Hughes Electronics Corporation
- **Phone Number:** (310) 364–6000
- **Company:**
- **Fax Number:** (310) 456–1089
- **Street:** 200 North Sepulveda Blvd.
- **E–Mail:**
- **P.O. Box:** 956
- **City:** El Segundo
- **State:** CA
- **Country:** USA
- **Zipcode:** 90245
- **Contact Title:**
- **Relationship:**
A15. Name of Transferee/Assignee

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<th>Name:</th>
<th>EchoStar Communications Corporation (a Delaware corporation)</th>
</tr>
</thead>
<tbody>
<tr>
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<td></td>
</tr>
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</tr>
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<td>Country:</td>
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<td>Zipcode:</td>
<td>80120</td>
</tr>
<tr>
<td>Attention:</td>
<td></td>
</tr>
</tbody>
</table>

A20. If these facilities are licensed, is the transferee/assignee directly or indirectly controlled by any other entity? Yes ☐ No ☐ N/A ☐
If yes, attach as Exhibit E, a statement (including organizational diagrams where appropriate) which fully and completely identifies the nature and extent of control including: (1) the name, address, citizenship, and primary business of the controlling entity and any intermediate subsidiaries or parties, and (2) the names, addresses, citizenship, and the percentages of voting and equity stock of those stockholders holding 10 percent or more of the controlling corporation’s voting stock.

A21. If these facilities are licensed, attach as Exhibit F, a complete statement setting forth the facts which show how the assignment or transfer will serve the public interest.
CERTIFICATION

1. The undersigned, individually and for licensee, certifies that all attached exhibits pertinent to Schedule A and all statement made in Schedule A of this application are true, compete and correct to the best of his/her knowledge and belief. The undersigned also certifies that any contracts or other instruments submitted herewith are complete and constitute the full agreement.

2. The undersigned represents that stock will not be delivered and that control will not be transferred until the Commission’s consent has been received, but that transfer of control or assignment of license will be completed within 60 days of Commission consent. The undersigned also acknowledges that the Commission must be notified by letter within 30 days of consummation.

<table>
<thead>
<tr>
<th>A22. Printed Name of Licensee (Must agree with A1)</th>
<th>A24. Title (Office Held by Person Signing)</th>
</tr>
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<tbody>
<tr>
<td>DIRECTV Enterprises, LLC</td>
<td>Robert M. Hall, Sr. Vice President</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>A26. Printed Name of License Transferor / Assignor (Must agree with A10)</th>
<th>A28. Title (Office Held by Person Signing)</th>
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<tbody>
<tr>
<td>Hughes Electronics Corporation</td>
<td>Larry D. Hunter, Corporate Vice President</td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th>A26. Printed Name of License Transferee / Assignee (Must agree with A15)</th>
<th>A28. Title (Office Held by Person Signing)</th>
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</thead>
<tbody>
<tr>
<td>EchoStar Communications Corporation (a Delaware co</td>
<td>David K. Moskowitz, Sr. Vice President</td>
</tr>
</tbody>
</table>
Response to Question 39
Page 1 of 1
EchoStar Communications Corporation (a Delaware corporation)

   Plaintiff seeking $35 million for alleged fraud, breach of contract, breach of warranties and violation of California's unfair trade practices act. Hughes denies liability, and has filed cross-claims seeking contribution and indemnification from co-defendants. Co-defendants have filed cross-complaints seeking indemnification from Hughes. Discovery has not commenced.

2. Grand Jury Investigation/State Department Review
   There is a pending grand jury investigation into whether Hughes should be accused of criminal violations of the export control laws arising out of the participation of two employees on a committee formed to review the findings of Chinese engineers regarding the failure of a Long March rocket in China in 1996. Hughes is also subject to the authority of the United States State Department to impose sanctions for non-criminal violations of the Arms Export Control Act. In this long-pending investigation, no indictment has issued, nor has the State Department imposed sanctions, to date.

   In September 2000, a putative class action was commenced against DIRECTV, Thomson Consumer Electronics, Best Buy Co., Circuit City Stores and Tandy Corporation. The named plaintiffs purport to represent a class of all consumers who purchased DIRECTV equipment and services any time from March 1996 to September 1, 2000, and allege that defendants have violated federal and California antitrust statutes by entering into agreements to exclude competition and force retailers to boycott competitors' products and services. There will be a status conference in this matter shortly. DIRECTV intends to move to compel arbitration.

   Kingray, et al. v. NHL, et al.,
   Putative class actions against NBA and NHL, its member teams and DIRECTV. Plaintiffs allege that the distribution agreements between the leagues and DIRECTV violate the antitrust laws. DIRECTV's motion to dismiss complaint granted with leave to amend. Second motion to dismiss now pending. DIRECTV's motion to compel arbitration denied. DIRECTV has filed notice of appeal of arbitration ruling.
EchoStar Communications Corporation (a Delaware corporation)

See narrative description in Consolidated Application for Authority to Transfer Control.
As of the date of this filing, the authorizations listed in the table below are licensed to DIRECTV Enterprises, Inc. Contemporaneously with this filing, DIRECTV Enterprises, LLC ("DTV LLC") is filing an application for Commission consent to the pro forma assignment of these licenses from the current licensee to DTV LLC. This pro forma assignment is not contingent on the consummation of the transactions that are the subject of this Application.

<table>
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<th>Type of Authorization</th>
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<th>Location/Station Type/ Description</th>
<th>Frequency</th>
<th>US/Non-US</th>
</tr>
</thead>
<tbody>
<tr>
<td>Earth Station</td>
<td>E950423</td>
<td>Fixed, Receive Only</td>
<td>C-band</td>
<td>US</td>
</tr>
<tr>
<td>Earth Station</td>
<td>E950424</td>
<td>Fixed, Receive Only</td>
<td>C-band</td>
<td>US</td>
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<td>Earth Station</td>
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<td>Earth Station</td>
<td>E980341</td>
<td>Fixed, Receive Only</td>
<td>C-band</td>
<td>US</td>
</tr>
</tbody>
</table>
Response to Question A21
Page 1 of 1
EchoStar Communications Corporation (a Delaware corporation)

Public Interest Statement

See narrative description in Consolidated Application for Authority to Transfer Control.
### Applicant Information

Enter a description of this application to identify it on the main menu:

(15) DIRECTV Enterprises, LLC Space Stations

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<tr>
<td>Attention:</td>
<td>General Counsel</td>
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<tr>
<td>Phone Number:</td>
<td>(303) 723–1000</td>
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<tr>
<td>Fax Number:</td>
<td>(303) 723–1699</td>
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<td>E–Mail:</td>
<td></td>
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<td>Street:</td>
<td>1330 Connecticut Ave., NW</td>
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<td>Country:</td>
<td>USA</td>
</tr>
<tr>
<td>Phone Number:</td>
<td>(202) 429–6494</td>
</tr>
<tr>
<td>Fax Number:</td>
<td>(202) 429–3902</td>
</tr>
<tr>
<td>E–Mail:</td>
<td></td>
</tr>
<tr>
<td>State:</td>
<td>DC</td>
</tr>
<tr>
<td>Zipcode:</td>
<td>20036–1795</td>
</tr>
<tr>
<td>Relationship:</td>
<td>Legal Counsel</td>
</tr>
</tbody>
</table>

CLASSIFICATION OF FILING

17. Choose the button next to the classification that applies to this filing for both questions a. and b. Choose only one for 17a and only one for 17b.

- ☐ a1. Earth Station
- ☐ a2. Space Station

| (N/A) b1. Application for License of New Station |
| (N/A) b2. Application for Registration of New Domestic Receive–Only Station |
| (N/A) b3. Amendment to a Pending Application |
| (N/A) b4. Modification of License or Registration |
| ☐ b5. Assignment of License or Registration |
| ☐ b6. Transfer of Control of License or Registration |
| (N/A) b7. Notification of Minor Modification |
| (N/A) b8. Application for License of New Receive–Only Station Using Non–U.S. Licensed Satellite |
| (N/A) b9. Letter of Intent to Use Non–U.S. Licensed Satellite to Provide Service in the United States |
| (N/A) b10. Other (Please specify) |

2
17c. Is a fee submitted with this application?
- If Yes, complete and attach FCC Form 159. If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114).
- Governmental Entity
- Noncommercial educational licensee
- Other (please explain): Section 1.1107(11) does not impose a filing fee on applications for a request to transfer direct broadcast satellite licenses.

17d.

<table>
<thead>
<tr>
<th>Fee Classification A BFY – Space Station (Geostationary)</th>
<th>Quantity 0</th>
</tr>
</thead>
<tbody>
<tr>
<td>Fee Classification B</td>
<td>Quantity</td>
</tr>
</tbody>
</table>

18. If this filing is in reference to an existing station, enter:
(a) Call sign of station: Not Applicable

19. If this filing is an amendment to a pending application enter:
(a) Date pending application was filed: Not Applicable
(b) File number of pending application: Not Applicable
## TYPE OF SERVICE

20. **NATURE OF SERVICE:** This filing is for an authorization to provide or use the following type(s) of service(s): Select all that apply:

- [x] a. Fixed Satellite
- [ ] b. Mobile Satellite
- [ ] c. Radiodetermination Satellite
- [ ] d. Earth Exploration Satellite
- [ ] e. Direct to Home Fixed Satellite
- [ ] f. Digital Audio Radio Service
- [ ] g. Other (please specify) Direct Broadcast Satellite

21. **STATUS:** Choose the button next to the applicable status. Choose only one.

- [ ] Common Carrier
- [x] Non–Common Carrier

22. If earth station applicant, check all that apply.

- [ ] Using U.S. licensed satellites
- [ ] Using Non–U.S. licensed satellites

23. If applicant is providing INTERNATIONAL COMMON CARRIER service, see instructions regarding Sec. 214 filings. Choose one. Are these facilities:

- [ ] Connected to a Public Switched Network
- [ ] Not connected to a Public Switched Network
- [ ] N/A

24. **FREQUENCY BAND(S):** Place an "X" in the box(es) next to all applicable frequency band(s).

- [ ] a. C–Band (4/6 GHz)
- [x] b. Ku–Band (12/14 GHz)
- [ ] c. Other (Please specify upper and lower frequencies in MHz.)

  Frequency Lower: 17.3 – 17.8 GHz
TYPE OF STATION

25. CLASS OF STATION: Choose the button next to the class of station that applies. Choose only one.
   - a. Fixed Earth Station
   - b. Temporary—Fixed Earth Station
   - c. 12/14 GHz VSAT Network
   - d. Mobile Earth Station
   - e. Geostationary Space Station
   - f. Non–Geostationary Space Station
   - g. Other (please specify)

26. TYPE OF EARTH STATION FACILITY: Choose only one.
   - Transmit/Receive
   - Transmit—Only
   - Receive—Only
   - N/A

PURPOSE OF MODIFICATION

27. The purpose of this proposed modification is to: (Place an "X" in the box(es) next to all that apply.)

Not Applicable
ENVIRONMENTAL POLICY

28. Would a Commission grant of any proposal in this application or amendment have a significant environmental impact as defined by 47 CFR 1.1307? If YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission's rules, 47 C.F.R. 1.1308 and 1.1311, as an exhibit to this application. A Radiation Hazard Study must accompany all applications for new transmitting facilities, major modifications, or major amendments.

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
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</tbody>
</table>

ALIEN OWNERSHIP Earth station applicants not proposing to provide broadcast, common carrier, aeronautical en route or aeronautical fixed radio station services are not required to respond to Items 30–34.

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td>29. Is the applicant a foreign government or the representative of any foreign government?</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>30. Is the applicant an alien or the representative of an alien?</td>
<td></td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>31. Is the applicant a corporation organized under the laws of any foreign government?</td>
<td></td>
<td>No</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
32. Is the applicant a corporation of which any officer or director is an alien or of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?

33. Is the applicant a corporation directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?

34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as an exhibit an identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote.

### BASIC QUALIFICATIONS

35. Does the Applicant request any waivers or exemptions from any of the Commission’s Rules?
   If Yes, attach as an exhibit, copies of the requests for waivers or exceptions with supporting documents.

36. Has the applicant or any party to this application or amendment had any FCC station authorization or license revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission? If Yes, attach as an exhibit, an explanation of circumstances.
37. Has the applicant, or any party to this application or amendment, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court? If Yes, attach as an exhibit, an explanation of circumstances.  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
</table>

38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition? If Yes, attach as an exhibit, an explanation of circumstances.  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
</table>

39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the preceding two items? If yes, attach as an exhibit, an explanation of the circumstances.  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
</table>

40. If the applicant is a corporation and is applying for a space station license, attach as an exhibit the names, address, and citizenship of those stockholders owning a record and/or voting 10 percent or more of the Filer’s voting stock and the percentages so held. In the case of fiduciary control, indicate the beneficiary(ies) or class of beneficiaries. Also list the names and addresses of the officers and directors of the Filer.  

41. By checking Yes, the undersigned certifies, that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti–Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
</table>
42a. Does the applicant intend to use a non-U.S. licensed satellite to provide service in the United States? If Yes, answer 42b and attach an exhibit providing the information specified in 47 C.F.R. 25.137, as appropriate. If No, proceed to question 43.

☐ Yes ☐ No

42b. What administration has licensed or is in the process of licensing the space station? If no license will be issued, what administration has coordinated or is in the process of coordinating the space station?

43. Description. (Summarize the nature of the application and the services to be provided).

See narrative description in Consolidated Application for Authority to Transfer Control.

CERTIFICATION

The Applicant waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. The applicant certifies that grant of this application would not cause the applicant to be in violation of the spectrum aggregation limit in 47 CFR Part 20. All statements made in exhibits are a material part hereof and are incorporated herein as if set out in full in this application. The undersigned, individually and for the applicant, hereby certifies that all statements made in this application and in all attached exhibits are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.
44. Applicant is a (an): (Choose the button next to applicable response.)
- Individual
- Unincorporated Association
- Partnership
- Corporation
- Governmental Entity
- Other (please specify)

<table>
<thead>
<tr>
<th>45. Name of Person Signing</th>
<th>46. Title of Person Signing</th>
</tr>
</thead>
<tbody>
<tr>
<td>David K. Moskowitz</td>
<td>Sr. Vice President and General Counsel</td>
</tr>
</tbody>
</table>

47. Please supply any need attachments.
Attachment 1:                Attachment 2:                Attachment 3:

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).
Select one of the following

○ CONSENT TO TRANSFER OF CONTROL
○ NOTIFICATION OF TRANSFER OF CONTROL OF RECEIVE ONLY REGISTRATION

A1. Name of Licensee (as shown on FCC 312 – Main Form)

Name: DIRECTV Enterprises, LLC
DBA Name:
Street: 200 North Sepulveda Blvd.
P.O. Box 956
City: El Segundo
Country: USA
Attention: General Counsel
Phone Number: (310) 364–6000
Fax Number: (310) 456–1089
E–Mail:
State:
Zipcode: 90245
<table>
<thead>
<tr>
<th>Callsign:</th>
<th>Callsign:</th>
<th>Callsign:</th>
<th>Callsign:</th>
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</thead>
<tbody>
<tr>
<td>DBS8402</td>
<td>DBS8402</td>
<td>S2430</td>
<td>S2417</td>
</tr>
<tr>
<td>DBS8804</td>
<td>S2369</td>
<td>DBS8402</td>
<td></td>
</tr>
</tbody>
</table>

**A10. Name of Transferor/ Assignor**

- **Name:** Hughes Electronics Corporation  
  **Phone:** (310) 364–6000  
  **Company:**  
  **Street:** 200 North Sepulveda Blvd.  
  **City:** El Segundo  
  **State:** CA  
  **Country:** USA  
  **Fax Number:** (310) 456–1089  
  **E–Mail:**  
  **Zipcode:** 90245  
  **Contact Title:**  
  **Relationship:**
### A15. Name of Transferee/Assignee

<table>
<thead>
<tr>
<th>Name:</th>
<th>EchoStar Communications Corporation (a Delaware corporation)</th>
<th>Phone Number:</th>
<th>(303) 723–1000</th>
</tr>
</thead>
<tbody>
<tr>
<td>DBA Name:</td>
<td></td>
<td>Fax Number:</td>
<td>(303) 723–1699</td>
</tr>
<tr>
<td>Street:</td>
<td>5701 South Santa Fe</td>
<td>E-Mail:</td>
<td></td>
</tr>
<tr>
<td>City:</td>
<td>Littleton</td>
<td>State:</td>
<td>CO</td>
</tr>
<tr>
<td>Country:</td>
<td>USA</td>
<td>Zipcode:</td>
<td>80120</td>
</tr>
<tr>
<td>Attention:</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### A20. If these facilities are licensed, is the transferee / assignee directly or indirectly controlled by any other entity?  
- Yes  
- No  
- N/A

If yes, attach as Exhibit E, a statement (including organizational diagrams where appropriate) which fully and completely identifies the nature and extent of control including: (1) the name, address, citizenship, and primary business of the controlling entity and any intermediate subsidiaries or parties, and (2) the names, addresses, citizenship, and the percentages of voting and equity stock of those stockholders holding 10 percent or more of the controlling corporation’s voting stock.

### A21. If these facilities are licensed, attach as Exhibit F, a complete statement setting forth the facts which show how the assignment or transfer will serve the public interest.
CERTIFICATION

1. The undersigned, individually and for licensee, certifies that all attached exhibits pertinent to Schedule A and all statement made in Schedule A of this application are true, compete and correct to the best of his/her knowledge and belief. The undersigned also certifies that any contracts or other instruments submitted herewith are complete and constitute the full agreement.

2. The undersigned represents that stock will not be delivered and that control will not be transferred until the Commission’s consent has been received, but that transfer of control or assignment of license will be completed within 60 days of Commission consent. The undersigned also acknowledges that the Commission must be notified by letter within 30 days of consummation.

<table>
<thead>
<tr>
<th>A22. Printed Name of Licensee (Must agree with A1)</th>
<th>A24. Title (Office Held by Person Signing)</th>
</tr>
</thead>
<tbody>
<tr>
<td>DIRECTV Enterprises, LLC</td>
<td>Robert M. Hall, Sr. Vice President</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>A26. Printed Name of License Transferor / Assignor (Must agree with A10)</th>
<th>A28. Title (Office Held by Person Signing)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hughes Electronics Corporation</td>
<td>Larry D. Hunter, Corporate Vice President</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>A26. Printed Name of License Transferee / Assignee (Must agree with A15)</th>
<th>A28. Title (Office Held by Person Signing)</th>
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<tbody>
<tr>
<td>EchoStar Communications Corporation (a Delaware co</td>
<td>David K. Moskowitz, Sr. Vice President</td>
</tr>
</tbody>
</table>
Response to Question 39
Page 1 of 1
EchoStar Communications Corporation (a Delaware corporation)

   Plaintiff seeking $35 million for alleged fraud, breach of contract, breach of warranties and violation of California's unfair trade practices act. Hughes denies liability, and has filed cross-claims seeking contribution and indemnification from co-defendants. Co-defendants have filed cross-complaints seeking indemnification from Hughes. Discovery has not commenced.

2. **Grand Jury Investigation/State Department Review**
   There is a pending grand jury investigation into whether Hughes should be accused of criminal violations of the export control laws arising out of the participation of two employees on a committee formed to review the findings of Chinese engineers regarding the failure of a Long March rocket in China in 1996. Hughes is also subject to the authority of the United States State Department to impose sanctions for non-criminal violations of the Arms Export Control Act. In this long-pending investigation, no indictment has issued, nor has the State Department imposed sanctions, to date.

   In September 2000, a putative class action was commenced against DIRECTV, Thomson Consumer Electronics, Best Buy Co., Circuit City Stores and Tandy Corporation. The named plaintiffs purport to represent a class of all consumers who purchased DIRECTV equipment and services any time from March 1996 to September 1, 2000, and allege that defendants have violated federal and California antitrust statutes by entering into agreements to exclude competition and force retailers to boycott competitors' products and services. There will be a status conference in this matter shortly. DIRECTV intends to move to compel arbitration

   Putative class actions against NBA and NHL, its member teams and DIRECTV. Plaintiffs allege that the distribution agreements between the leagues and DIRECTV violate the antitrust laws. DIRECTV's motion to dismiss complaint granted with leave to amend. Second motion to dismiss now pending. DIRECTV's motion to compel arbitration denied. DIRECTV has filed notice of appeal of arbitration ruling.
Response to Question 40
Page 1 of 1
EchoStar Communications Corporation (a Delaware corporation)

See narrative description in Consolidated Application for Authority to Transfer Control.
As of the date of this filing, the authorizations listed in the table below are licensed to DIRECTV Enterprises, Inc. Contemporaneously with this filing, DIRECTV Enterprises, LLC ("DTV LLC") is filing an application for Commission consent to the pro forma assignment of these licenses from the current licensee to DTV LLC. This pro forma assignment is not contingent on the consummation of the transactions that are the subject of this Application.

<table>
<thead>
<tr>
<th>Type of Authorization</th>
<th>Call Sign/File Number</th>
<th>Location/Station Type/Description</th>
<th>Frequency</th>
<th>US/Non-US</th>
</tr>
</thead>
<tbody>
<tr>
<td>Space Station</td>
<td>DBS8402 (DIRECTV 2 f/k/a DBS-2)</td>
<td>100.8° WL</td>
<td>Ku-band; 17.3-17.8 GHz</td>
<td>N/A</td>
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<tr>
<td>Space Station</td>
<td>DBS8402 (DIRECTV 3 f/k/a DBS-2A)</td>
<td>100.85° WL</td>
<td>Ku-band; 17.3-17.8 GHz</td>
<td>N/A</td>
</tr>
<tr>
<td>Space Station</td>
<td>S2369 (DIRECTV 1R f/k/a DBS-1R)</td>
<td>101.2° WL</td>
<td>Ku-band; 17.3-17.8 GHz</td>
<td>N/A</td>
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<tr>
<td>Space Station</td>
<td>S2430(DIRECTV 4S)</td>
<td>101° W.L.</td>
<td>Ku-band; 17.3-17.8 GHz</td>
<td>N/A</td>
</tr>
<tr>
<td>Space Station</td>
<td>DBS8402 (DIRECTV 1 f/k/a DBS-1)</td>
<td>109.8° WL</td>
<td>Ku-band; 17.3-17.8 GHz</td>
<td>N/A</td>
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<tr>
<td>Space Station</td>
<td>DBS8804 (DIRECTV 6 f/k/a Tempo 2)</td>
<td>118.8° WL</td>
<td>Ku-band; 17.3-17.8 GHz</td>
<td>N/A</td>
</tr>
<tr>
<td>Space Station</td>
<td>S2417 (DIRECTV 5 f/k/a Tempo 1)</td>
<td>118.8° WL</td>
<td>Ku-band; 17.3-17.8 GHz</td>
<td>N/A</td>
</tr>
</tbody>
</table>

Further, the authorization in the table below is listed in the Commission's database as licensed to DIRECTV, Inc.; however, the correct name of the licensee is DIRECTV Enterprises, Inc. A request to correct the Commission's records was filed on November 26, 2001. A copy of this request is attached to this filing.

<table>
<thead>
<tr>
<th>Type of Authorization</th>
<th>Call Sign/File Number</th>
<th>Location/Station Type/Description</th>
<th>Frequency</th>
<th>US/Non-US</th>
</tr>
</thead>
<tbody>
<tr>
<td>Space Station</td>
<td>S2369 (DIRECTV 1R f/k/a DBS-1R)</td>
<td>101.2° WL</td>
<td>Ku-band; 17.3-17.8 GHz</td>
<td>N/A</td>
</tr>
</tbody>
</table>
November 26, 2001

BY HAND DELIVERY

Magalie Roman Salas
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20054

ATTN: Kathleen Campbell

Re: DIRECTV Enterprises, Inc. Space Station S2369 (a/k/a DBS-1R) File Number SAT-LOA-1999033100035

Dear Ms. Salas:

It has come to our attention that the licensee listed in the Commission’s database for the space station license identified above is incorrect. The Commission granted DIRECTV Enterprises, Inc. authorization to launch and operate space station S2369 (a/k/a DBS-1R) in the Commission’s order, In the Matter of DIRECTV Enterprises, Inc., 14 FCC Rcd 13159, Order and Authorization, DA 99-1524 (Aug. 2, 1999). However, the licensee listed in the database is “DIRECTV, Inc.”

Please update the Commission’s records accordingly to identify “DIRECTV Enterprises, Inc.” as the licensee of space station S2369.

Thank you for your attention to this matter, and please feel free to contact me at (202) 637-1056 with any questions.

Respectfully submitted,

Elizabeth R. Park
of LATHAM & WATKINS
Response to Question A21
Page 1 of 1
EchoStar Communications Corporation (a Delaware corporation)

Public Interest Statement

See narrative description in Consolidated Application for Authority to Transfer Control.
**APPLICANT INFORMATION**
Enter a description of this application to identify it on the main menu:
(16) DIRECTV Enterprises, LLC Temporary Fixed, Transmit Receive Earth Stations

<table>
<thead>
<tr>
<th>1–8. Legal Name of Applicant</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Name:</strong> EchoStar Communications Corporation (a Delaware corporation)</td>
</tr>
<tr>
<td><strong>Phone Number:</strong> (303) 723–1000</td>
</tr>
<tr>
<td><strong>DBA Name:</strong></td>
</tr>
<tr>
<td><strong>Fax Number:</strong> (303) 723–1699</td>
</tr>
<tr>
<td><strong>Street:</strong> 5701 South Santa Fe</td>
</tr>
<tr>
<td><strong>E–Mail:</strong></td>
</tr>
<tr>
<td><strong>City:</strong> Littleton</td>
</tr>
<tr>
<td><strong>State:</strong> CO</td>
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<tr>
<td><strong>Country:</strong> USA</td>
</tr>
<tr>
<td><strong>Zipcode:</strong> 80120</td>
</tr>
</tbody>
</table>
9–16. Name of Contact Representative (If other than applicant)

<table>
<thead>
<tr>
<th>Name</th>
<th>Pantelis Michalopoulos</th>
</tr>
</thead>
<tbody>
<tr>
<td>Company</td>
<td>Steptoe &amp; Johnson LLP</td>
</tr>
<tr>
<td>Street</td>
<td>1330 Connecticut Ave., NW</td>
</tr>
<tr>
<td>City</td>
<td>Washington</td>
</tr>
<tr>
<td>Country</td>
<td>USA</td>
</tr>
<tr>
<td>Contact</td>
<td></td>
</tr>
<tr>
<td>Title</td>
<td></td>
</tr>
<tr>
<td>Phone Number:</td>
<td>(202) 429–6494</td>
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<tr>
<td>Fax Number:</td>
<td>(202) 429–3902</td>
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<td>State:</td>
<td>DC</td>
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<tr>
<td>Zipcode:</td>
<td>20036–1795</td>
</tr>
<tr>
<td>Relationship:</td>
<td>Legal Counsel</td>
</tr>
</tbody>
</table>

CLASSIFICATION OF FILING

17. Choose the button next to the classification that applies to this filing for both questions a. and b. Choose only one for 17a and only one for 17b.

- [ ] a1. Earth Station
- [ ] a2. Space Station

- (N/A) b1. Application for License of New Station
- (N/A) b2. Application for Registration of New Domestic Receive–Only Station
- (N/A) b3. Amendment to a Pending Application
- (N/A) b4. Modification of License or Registration
- [ ] b5. Assignment of License or Registration
- [ ] b6. Transfer of Control of License or Registration
- (N/A) b7. Notification of Minor Modification
- (N/A) b8. Application for License of New Receive–Only Station Using Non–U.S. Licensed Satellite
- (N/A) b9. Letter of Intent to Use Non–U.S. Licensed Satellite to Provide Service in the United States
- (N/A) b10. Other (Please specify)
17c. Is a fee submitted with this application?
- If Yes, complete and attach FCC Form 159. If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114).
  - Governmental Entity
  - Noncommercial educational licensee
  - Other (please explain):

17d.

Fee Classification A CNX – Fixed Satellite Transmit/Receive Earth Station
Quantity 1

Fee Classification B
Quantity

<table>
<thead>
<tr>
<th>18. If this filing is in reference to an existing station, enter:</th>
<th>19. If this filing is an amendment to a pending application enter:</th>
</tr>
</thead>
<tbody>
<tr>
<td>(a) Call sign of station: Not Applicable</td>
<td>(a) Date pending application was filed: Not Applicable</td>
</tr>
<tr>
<td></td>
<td>(b) File number of pending application: Not Applicable</td>
</tr>
</tbody>
</table>
**TYPE OF SERVICE**

20. **NATURE OF SERVICE:** This filing is for an authorization to provide or use the following type(s) of service(s): Select all that apply:

- [x] a. Fixed Satellite
- [ ] b. Mobile Satellite
- [ ] c. Radiodetermination Satellite
- [ ] d. Earth Exploration Satellite
- [ ] e. Direct to Home Fixed Satellite
- [ ] f. Digital Audio Radio Service
- [ ] g. Other (please specify)

21. **STATUS:** Choose the button next to the applicable status. Choose only one.

- [ ] Common Carrier  [ ] Non–Common Carrier

22. If earth station applicant, check all that apply.

- [x] Using U.S. licensed satellites
- [ ] Using Non–U.S. licensed satellites

23. If applicant is providing **INTERNATIONAL COMMON CARRIER** service, see instructions regarding Sec. 214 filings. Choose one. Are these facilities:

- [ ] Connected to a Public Switched Network  [ ] Not connected to a Public Switched Network  [ ] N/A

24. **FREQUENCY BAND(S):** Place an "X" in the box(es) next to all applicable frequency band(s).

- [ ] a. C–Band (4/6 GHz)  [x] b. Ku–Band (12/14 GHz)
- [ ] c. Other (Please specify upper and lower frequencies in MHz.)

  Frequency Lower:  Frequency Upper:
### TYPE OF STATION

25. **CLASS OF STATION:** Choose the button next to the class of station that applies. Choose only one.

- a. Fixed Earth Station
- b. Temporary—Fixed Earth Station
- c. 12/14 GHz VSAT Network
- d. Mobile Earth Station
- e. Geostationary Space Station
- f. Non—Geostationary Space Station
- g. Other (please specify)

26. **TYPE OF EARTH STATION FACILITY:** Choose only one.

- Transmit/Receive
- Transmit—Only
- Receive—Only
- N/A

### PURPOSE OF MODIFICATION

27. The purpose of this proposed modification is to: (Place an "X" in the box(es) next to all that apply.)

Not Applicable
ENVIRONMENTAL POLICY

28. Would a Commission grant of any proposal in this application or amendment have a significant environmental impact as defined by 47 CFR 1.1307? If YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission’s rules, 47 C.F.R. 1.1308 and 1.1311, as an exhibit to this application. A Radiation Hazard Study must accompany all applications for new transmitting facilities, major modifications, or major amendments.

ALIEN OWNERSHIP Earth station applicants not proposing to provide broadcast, common carrier, aeronautical en route or aeronautical fixed radio station services are not required to respond to Items 30–34.

<p>| | | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>29. Is the applicant a foreign government or the representative of any foreign government?</td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>30. Is the applicant an alien or the representative of an alien?</td>
<td>Yes</td>
<td>No</td>
</tr>
<tr>
<td>31. Is the applicant a corporation organized under the laws of any foreign government?</td>
<td>Yes</td>
<td>No</td>
</tr>
</tbody>
</table>
32. Is the applicant a corporation of which any officer or director is an alien or of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
</table>

33. Is the applicant a corporation directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
<th>N/A</th>
</tr>
</thead>
</table>

34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as an exhibit an identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote.

**BASIC QUALIFICATIONS**

35. Does the Applicant request any waivers or exemptions from any of the Commission’s Rules?  
If Yes, attach as an exhibit, copies of the requests for waivers or exceptions with supporting documents.  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
</table>

36. Has the applicant or any party to this application or amendment had any FCC station authorization or license revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission? If Yes, attach as an exhibit, an explanation of circumstances.  

<table>
<thead>
<tr>
<th>Yes</th>
<th>No</th>
</tr>
</thead>
</table>
37. Has the applicant, or any party to this application or amendment, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court? If Yes, attach as an exhibit, an explanation of circumstances.  
☐ Yes  ☐ No

38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition? If Yes, attach as an exhibit, an explanation of circumstances.  
☐ Yes  ☐ No

39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the preceding two items? If yes, attach as an exhibit, an explanation of the circumstances.  
☐ Yes  ☐ No

40. If the applicant is a corporation and is applying for a space station license, attach as an exhibit the names, address, and citizenship of those stockholders owning a record and/or voting 10 percent or more of the Filer’s voting stock and the percentages so held. In the case of fiduciary control, indicate the beneficiary(ies) or class of beneficiaries. Also list the names and addresses of the officers and directors of the Filer.

41. By checking Yes, the undersigned certifies, that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.  
☐ Yes  ☐ No
42a. Does the applicant intend to use a non-U.S. licensed satellite to provide service in the United States? If Yes, answer 42b and attach an exhibit providing the information specified in 47 C.F.R. 25.137, as appropriate. If No, proceed to question 43.

☐ Yes  ☐ No

42b. What administration has licensed or is in the process of licensing the space station? If no license will be issued, what administration has coordinated or is in the process of coordinating the space station?

43. Description. (Summarize the nature of the application and the services to be provided).

See narrative description in Consolidated Application for Authority to Transfer Control.

CERTIFICATION

The Applicant waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. The applicant certifies that grant of this application would not cause the applicant to be in violation of the spectrum aggregation limit in 47 CFR Part 20. All statements made in exhibits are a material part hereof and are incorporated herein as if set out in full in this application. The undersigned, individually and for the applicant, hereby certifies that all statements made in this application and in all attached exhibits are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.
44. Applicant is a (an): (Choose the button next to applicable response.)

- Individual
- Unincorporated Association
- Partnership
- Corporation
- Governmental Entity
- Other (please specify)

45. Name of Person Signing
   David K. Moskowitz

46. Title of Person Signing
   Sr. Vice President and General Counsel

47. Please supply any need attachments.

Attachment 1:  Attachment 2:  Attachment 3:

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT
(U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION
(U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).
**SATELLITE EARTH STATION AUTHORIZATIONS**
FCC Form 312 – Schedule A
FOR OFFICIAL USE ONLY

Select one of the following
- CONSENT TO TRANSFER OF CONTROL
- NOTIFICATION OF TRANSFER OF CONTROL OF RECEIVE ONLY REGISTRATION
- CONSENT TO ASSIGNMENT OF LICENSE
- NOTIFICATION OF ASSIGNMENT OF RECEIVE ONLY REGISTRATION

<table>
<thead>
<tr>
<th>A1. Name of Licensee (as shown on FCC 312 – Main Form)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Name:</strong> DIRECTV Enterprises, LLC</td>
</tr>
<tr>
<td><strong>DBA Name:</strong></td>
</tr>
<tr>
<td><strong>Street:</strong> 200 North Sepulveda Blvd.</td>
</tr>
<tr>
<td><strong>City:</strong> El Segundo</td>
</tr>
<tr>
<td><strong>Country:</strong> USA</td>
</tr>
<tr>
<td><strong>Attention:</strong> General Counsel</td>
</tr>
<tr>
<td><strong>Phone Number:</strong> (310) 364–6000</td>
</tr>
<tr>
<td><strong>Fax Number:</strong> (310) 456–1089</td>
</tr>
<tr>
<td><strong>E–Mail:</strong></td>
</tr>
<tr>
<td><strong>State:</strong></td>
</tr>
<tr>
<td><strong>Zipcode:</strong> 90245</td>
</tr>
</tbody>
</table>
A8. List Callsign(s) of station(s) being assigned or transferred

<table>
<thead>
<tr>
<th>Callsign:</th>
<th>Callsign:</th>
<th>Callsign:</th>
<th>Callsign:</th>
</tr>
</thead>
<tbody>
<tr>
<td>E990545</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

A9. No. of station(s) listed

A10. Name of Transferor/ Assignor

- **Name:** Hughes Electronics Corporation
- **Company:**
- **Street:** 200 North Sepulveda Blvd.
P.O. Box 956
- **City:** El Segundo
- **Country:** USA
- **Phone Number:** (310) 364–6000
- **Fax Number:** (310) 456–1089
- **E-Mail:**
- **State:** CA
- **Zipcode:** 90245
- **Relationship:**
### A15. Name of Transferee/Assignee

<table>
<thead>
<tr>
<th>Name:</th>
<th>EchoStar Communications Corporation (a Delaware corporation)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Phone Number:</td>
<td>(303) 723–1000</td>
</tr>
<tr>
<td>DBA Name:</td>
<td></td>
</tr>
<tr>
<td>Street:</td>
<td>5701 South Santa Fe</td>
</tr>
<tr>
<td>E-Mail:</td>
<td></td>
</tr>
<tr>
<td>City:</td>
<td>Littleton</td>
</tr>
<tr>
<td>State:</td>
<td>CO</td>
</tr>
<tr>
<td>Country:</td>
<td>USA</td>
</tr>
<tr>
<td>Zipcode:</td>
<td>80120</td>
</tr>
</tbody>
</table>

### A20. If these facilities are licensed, is the transferee / assignee directly or indirectly controlled by any other entity?
- [ ] Yes
- [ ] No
- [ ] N/A

If yes, attach as Exhibit E, a statement (including organizational diagrams where appropriate) which fully and completely identifies the nature and extent of control including: (1) the name, address, citizenship, and primary business of the controlling entity and any intermediate subsidiaries or parties, and (2) the names, addresses, citizenship, and the percentages of voting and equity stock of those stockholders holding 10 percent or more of the controlling corporation’s voting stock.

### A21. If these facilities are licensed, attach as Exhibit F, a complete statement setting forth the facts which show how the assignment or transfer will serve the public interest.
CERTIFICATION

1. The undersigned, individually and for licensee, certifies that all attached exhibits pertinent to Schedule A and all statements made in Schedule A of this application are true, complete and correct to the best of his/her knowledge and belief. The undersigned also certifies that any contracts or other instruments submitted herewith are complete and constitute the full agreement.

2. The undersigned represents that stock will not be delivered and that control will not be transferred until the Commission’s consent has been received, but that transfer of control or assignment of license will be completed within 60 days of Commission consent. The undersigned also acknowledges that the Commission must be notified by letter within 30 days of consummation.

<table>
<thead>
<tr>
<th>A22. Printed Name of Licensee (Must agree with A1)</th>
<th>A24. Title (Office Held by Person Signing)</th>
</tr>
</thead>
<tbody>
<tr>
<td>DIRECTV Enterprises, LLC</td>
<td>Robert M. Hall, Sr. Vice President</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>A26. Printed Name of License Transferor / Assignor (Must agree with A10)</th>
<th>A28. Title (Office Held by Person Signing)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hughes Electronics Corporation</td>
<td>Larry D. Hunter, Corporate Vice President</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>A26. Printed Name of License Transferee / Assignee (Must agree with A15)</th>
<th>A28. Title (Office Held by Person Signing)</th>
</tr>
</thead>
<tbody>
<tr>
<td>EchoStar Communications Corporation (a Delaware co</td>
<td>David K. Moskowitz, Sr. Vice President</td>
</tr>
</tbody>
</table>
Plaintiff seeking $35 million for alleged fraud, breach of contract, breach of warranties
and violation of California's unfair trade practices act. Hughes denies liability, and has
filed cross-claims seeking contribution and indemnification from co-defendants. Co-
defendants have filed cross-complaints seeking indemnification from Hughes. Discovery
has not commenced.

2. Grand Jury Investigation/State Department Review
There is a pending grand jury investigation into whether Hughes should be accused of
criminal violations of the export control laws arising out of the participation of two
employees on a committee formed to review the findings of Chinese engineers regarding
the failure of a Long March rocket in China in 1996. Hughes is also subject to the
authority of the United States State Department to impose sanctions for non-criminal
violations of the Arms Export Control Act. In this long-pending investigation, no
indictment has issued, nor has the State Department imposed sanctions, to date.

In September 2000, a putative class action was commenced against DIRECTV, Thomson
Consumer Electronics, Best Buy Co., Circuit City Stores and Tandy Corporation. The
named plaintiffs purport to represent a class of all consumers who purchased DIRECTV
equipment and services any time from March 1996 to September 1, 2000, and allege that
defendants have violated federal and California antitrust statutes by entering into
agreements to exclude competition and force retailers to boycott competitors’ products
and services. There will be a status conference in this matter shortly. DIRECTV intends
to move to compel arbitration.

Kingray, et al. v. NHL, et al.,
Putative class actions against NBA and NHL, its member teams and DIRECTV.
Plaintiffs allege that the distribution agreements between the leagues and DIRECTV
violate the antitrust laws. DIRECTV’s motion to dismiss complaint granted with leave to
amend. Second motion to dismiss now pending. DIRECTV’s motion to compel
arbitration denied. DIRECTV has filed notice of appeal of arbitration ruling.
Response to Question 40
Page 1 of 1
EchoStar Communications Corporation (a Delaware corporation)

See narrative description in Consolidated Application for Authority to Transfer Control.
As of the date of this filing, the authorization listed in the table below is licensed to DIRECTV Enterprises, Inc. Contemporaneously with this filing, DIRECTV Enterprises, LLC ("DTV LLC") is filing an application for Commission consent to the pro forma assignment of this license from the current licensee to DTV LLC. This pro forma assignment is not contingent on the consummation of the transactions that are the subject of this Application.

<table>
<thead>
<tr>
<th>Type of Authorization</th>
<th>Call Sign/File Number</th>
<th>Location/Station Type Description</th>
<th>Frequency</th>
<th>US/Non-US</th>
</tr>
</thead>
<tbody>
<tr>
<td>Earth Station</td>
<td>E990545</td>
<td>Temporary Fixed, Transmit/Receive</td>
<td>Ku-band</td>
<td>US</td>
</tr>
</tbody>
</table>
Response to Question A21
Page 1 of 1
EchoStar Communications Corporation (a Delaware corporation)

Public Interest Statement

See narrative description in Consolidated Application for Authority to Transfer Control.