



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
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DA No. 03-1764

Report No. SAT-00150

Thursday May 22, 2003

INTERNATIONAL BUREAU GRANTS CONSENT TO ASSIGNMENT OF SPACE STATION LICENSES

Pursuant to Section 310(d) of the Communications Act, 47 U.S.C. § 310(d), and Section 0.261 of the Commission's rules, 47 C.F.R. § 0.261, the International Bureau (Bureau) approves, subject to any conditions set forth below, the following application requesting Commission consent to assignment of space station licenses:

SAT-ASG-20030305-00023 E S2194-X Astrolink Holding LLC

Assignment

Grant of Authority

Effective Date: 05/22/2003

Current Licensee: ASTROLINK INTERNATIONAL LLC

FROM: ASTROLINK INTERNATIONAL LLC

TO: Astrolink Holding LLC

No. of Station(s) listed: 4

Application for Authority to Assign Space Station Authorizations (S2194, S2195, S2196, S2197) held by Astrolink International LLC (Astrolink) to Astrolink Holding LLC (Astrolink Holding). See Public Notice, Report No. SAT-00139, Wednesday March 12, 2003. (Astrolink Application).

No party has filed comments, petitions to deny, or any pleadings opposing the application listed above, and our own review finds no issues that impede our grant. We find that the transaction is in the public interest, convenience, and necessity, and grant authority for the assignment of the requested space station authorizations. See 47 U.S.C. § 310(d). Under Astrolink's current ownership structure, LSAT Astro LLC (LSAT Astro), which is ultimately controlled by Liberty Media Corporation (Liberty Media), holds a controlling 50.3% interest and Lockheed Martin Global Telecommunications, Inc. (LMGT) holds a 49.7% interest. Astrolink proposes to assign its Ka-band licenses to Astrolink Holding, a limited liability company currently owned by Astrolink. Immediately after the assignment, Astrolink intends to transfer all of its membership interests in Astrolink Holding to Liberty Satellite & Technology, Inc. (LSAT), a subsidiary of Liberty Media. LSAT intends then to immediately transfer all membership interests in Astrolink Holding to LSAT Astro Holding, Inc. (LAH) a Delaware corporation wholly-owned by LSAT. LAH will ultimately be controlled by Liberty Media, the entity that presently has an indirect controlling interest in Astrolink (the current licensee). See Astrolink Application at Exhibit 2.

On April 18, 2003, the Bureau authorized LMGT and LSAT Astro's redemption of Telespazio Luxembourg, S.A.'s (TSA) 22.8% interest in Astrolink. See International Bureau Grants Consent to Transfer of Control of Space Station Licenses, Public Notice, DA No. 03-1106, Report No. SAT-00144, rel. April 8, 2003. The redemption of this interest resulted in LSAT Astro and LMGT increasing their interests in Astrolink from 38.8% and 38.4% to 50.3% and 49.7%, respectively. On April 24, 2003, Astrolink notified the Commission that the parties consummated this transaction on April 8, 2003. See Letter from Robert Horvath, Jr., Vice President and General Counsel, Astrolink, to Marlene H. Dortch, Secretary, Federal Communications Commission, April 24, 2003. We note that Liberty Media has and/or will have an indirect controlling interest in both the assignor (Astrolink) and the assignee (Astrolink Holding) in the proposed transaction. We have previously found LSAT Astro, a majority-owned indirect subsidiary of Liberty Media, to be a qualified transferee. See Application of Lockheed Martin Global Telecommunications, Inc. and TRW, Inc., Transferors and Lockheed Martin Global Telecommunications, Inc., TRW Inc., LSAT Astrolink LLC and Telespazio Luxembourg, S.A., Transferees, For Authority to Transfer Control of Astrolink International LLC, Licensee of the Astrolink™ System, Order and Authorization, 16 FCC Rcd 20502 (2001). We find no evidence to suggest that Astrolink Holding lacks the legal, technical, and financial qualifications to hold FSS space station licenses.

By this approval, the parties are authorized to proceed to the final stages of their respective transactions. Section 25.119(f) of the Commission's rules provides that assignments and transfers of control must be completed within 60 days from the date of authorization. 47 C.F.R. § 25.119(f). Within 30 days of consummation, licensees must notify the Commission by letter of the date of consummation. *Id.* We remind the parties that an assignment or a transfer shall not be considered complete until the underlying transaction closes and all conditions set forth in the grant documents, including this Public Notice and the application, are met. Upon receipt of the notification required by Section 25.119(f) of the Commission's rules, and satisfaction of all conditions, the Bureau will consider the assignment "complete."

Failure of the parties to comply with Section 25.119(f) of the Commission's rules, or any specific condition described above, will result in automatic cancellation of the Commission's approval, and dismissal of the underlying application.

Grant of the application(s) listed above is without prejudice to any action that the Commission may take on any matter related to the above listed application(s), including related assignment or transfer of control applications.

Notes:

An application related to the Astrolink Application was filed requesting approval to assign earth station authorizations. See File No. SES-ASG-20030305-00274, Public Notice, Report No. SES-00479, March 12, 2003. This application is also granted today. Notification of this action will be made public next week in the Actions Taken Public Notice.

For information regarding this notice contact the Satellite Division at (202) 418-0719, TTY (202) 418-2555.

This Public Notice is issued by the Chief, Satellite Division, International Bureau.