

Before the
Federal Communications Commission
Washington, D.C. 20554

In the Matter of)	
)	
Applications for Consent to the)	MB Docket No. 07-57
Transfer of Control of Licenses)	
)	
XM Satellite Radio Holdings Inc.,)	
Transferor)	
)	
To)	
)	
Sirius Satellite Radio Inc.,)	
Transferee)	

ORDER

Adopted: November 28, 2008

Released: November 28, 2008

By the Chief, Media Bureau:

1. In this Order, the Media Bureau grants, on its own motion, an extension until February 27, 2009 of the deadline for Sirius Satellite Radio Inc. and XM Satellite Radio Holdings Inc. (collectively, the “Applicants”¹) to implement their voluntary commitment to enter into long-term leases or other agreements to provide a Qualified Entity or Entities rights to four percent of the full-time audio channels on the Sirius platform and on the XM platform (“Third-Party Access Commitment”).²

2. On August 5, 2008, the Commission released a *Memorandum Opinion and Order and Report and Order*³ (“*MO&O and R&O*”) conditionally approving the Consolidated Application for Authority to Transfer Control of various Commission licenses and authorizations held by the Applicants. The Commission conditioned its approval on Applicants’ fulfillment of a number of voluntary commitments, including the fulfillment of their Third-Party Access Commitment within four months of the consummation of the Applicants’ merger.⁴ The merger was consummated on July 28, 2008.⁵ The four-month implementation deadline was November 28, 2008.

¹ The term “Applicants” also refers to the surviving post-merger entity, Sirius XM Radio Inc.

² *Applications for Consent to the Transfer of Control of Licenses from XM Satellite Radio Holdings Inc. to Sirius Satellite Radio Inc.*, MB Docket 07-57, Memorandum Opinion and Order and Report and Order, 23 FCC Rcd 12348, 12409-10 & 12433-39, ¶ 134 & App. B (2008) (“*MO&O and R&O*”).

³ *See id. generally.*

⁴ *See id.* at 12440-41, App. C.

⁵ *See* Letter to Marlene H. Dortch, Secretary, FCC, from Jessica D. Hinden, Wiley Rein LLP, Counsel to Sirius XM Radio Inc. (Aug. 20, 2008).

3. As discussed in the *MO&O and R&O*, several commenters raised concerns about the mechanics of the channel lease administration and allocation,⁶ and the Commission committed to determine the implementation details for use of these leased channels at a later date.⁷ As a result of the complexities involved in the Third-Party Access Commitment, it is necessary to extend the implementation deadline for this condition to afford additional time for the Commission to determine how the condition is to be implemented.

4. Accordingly, IT IS ORDERED, that pursuant to Sections 4(i), 4(j), 303(r), and 310(d), of the Communications Act of 1934, as amended, 47 U.S.C. §§ 154(i), 154(j), 303(r) and 310(d), and authority delegated in Section 1.46 of our rules, 47 C.F.R. § 1.46, the Applicants are granted an extension of time, *sua sponte*, until February 27, 2009, to fulfill their voluntary commitment to enter into long-term leases or other agreements to provide a Qualified Entity or Entities rights to four percent of the full-time audio channels on the Sirius platform and on the XM platform.

FEDERAL COMMUNICATIONS COMMISSION

Monica Shah Desai
Chief, Media Bureau

⁶ See *MO&O and R&O*, 23 FCC Rcd at 12410-11 & n.444, ¶ 135.

⁷ *Id.* at ¶ 135.