

# COVINGTON & BURLING LLP

1201 PENNSYLVANIA AVENUE NW  
WASHINGTON, DC 20004-2401  
TEL 202.662.6000  
FAX 202.662.6291  
WWW.COV.COM

BEIJING  
BRUSSELS  
LONDON  
NEW YORK  
SAN DIEGO  
SAN FRANCISCO  
SILICON VALLEY  
WASHINGTON

**MACE ROSENSTEIN**  
TEL 202.662.5460  
FAX 202.778.5460  
MROSENSTEIN@COV.COM

November 12, 2008

FILED/ACCEPTED

NOV 12 2008

Federal Communications Commission  
Office of the Secretary

## BY HAND DELIVERY

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 Twelfth Street, S.W.  
Washington, DC 20554

Attention: International Bureau

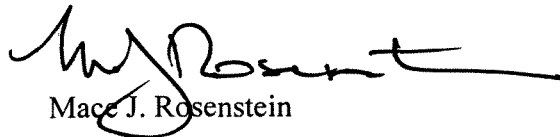
Re: Applications of Iridium Holdings LLC and GHL Acquisition Corp.  
for Transfer of Control of Certain Space and Earth Station Licenses  
File Nos. SES-T/C-20081021-01350, SES-T/C-20081021-01351,  
SES-T/C-20081021-01352, SES-T/C-20081021-01353  
and SAT-T/C-20081021-00208  
Amendment to Applications

Dear Ms. Dortch:

On October 21, 2008, GHL Acquisition Corp., Iridium Holdings LLC ("Iridium") and certain of Iridium's subsidiaries filed the above-referenced applications on FCC Form 312 for consent to the transfer of control of the holders of certain space and earth station authorizations. At the request of the staff of the International Bureau, the Transferee's portion of each application is hereby amended to supply organizational charts depicting the ownership of each of the licensee entities prior to and following consummation of the proposed transfer of control. The charts are referenced on page 5 of Exhibit E to each application. This amendment should be associated with each of the above-referenced applications.

Please contact the undersigned if you have any questions about this amendment.

Respectfully submitted,



Mace J. Rosenstein

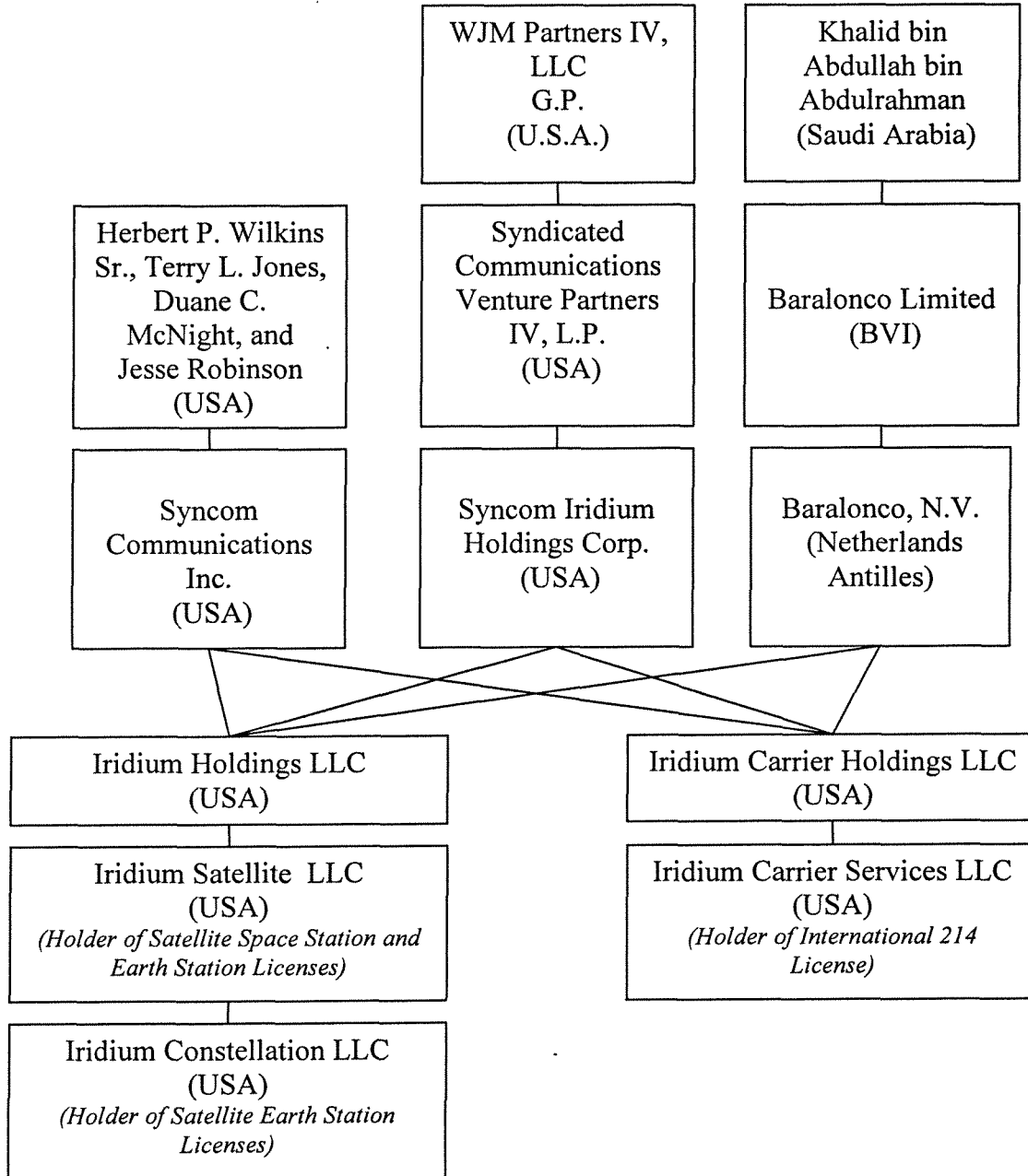
*Counsel for GHL Acquisition Corp.*

Enclosure

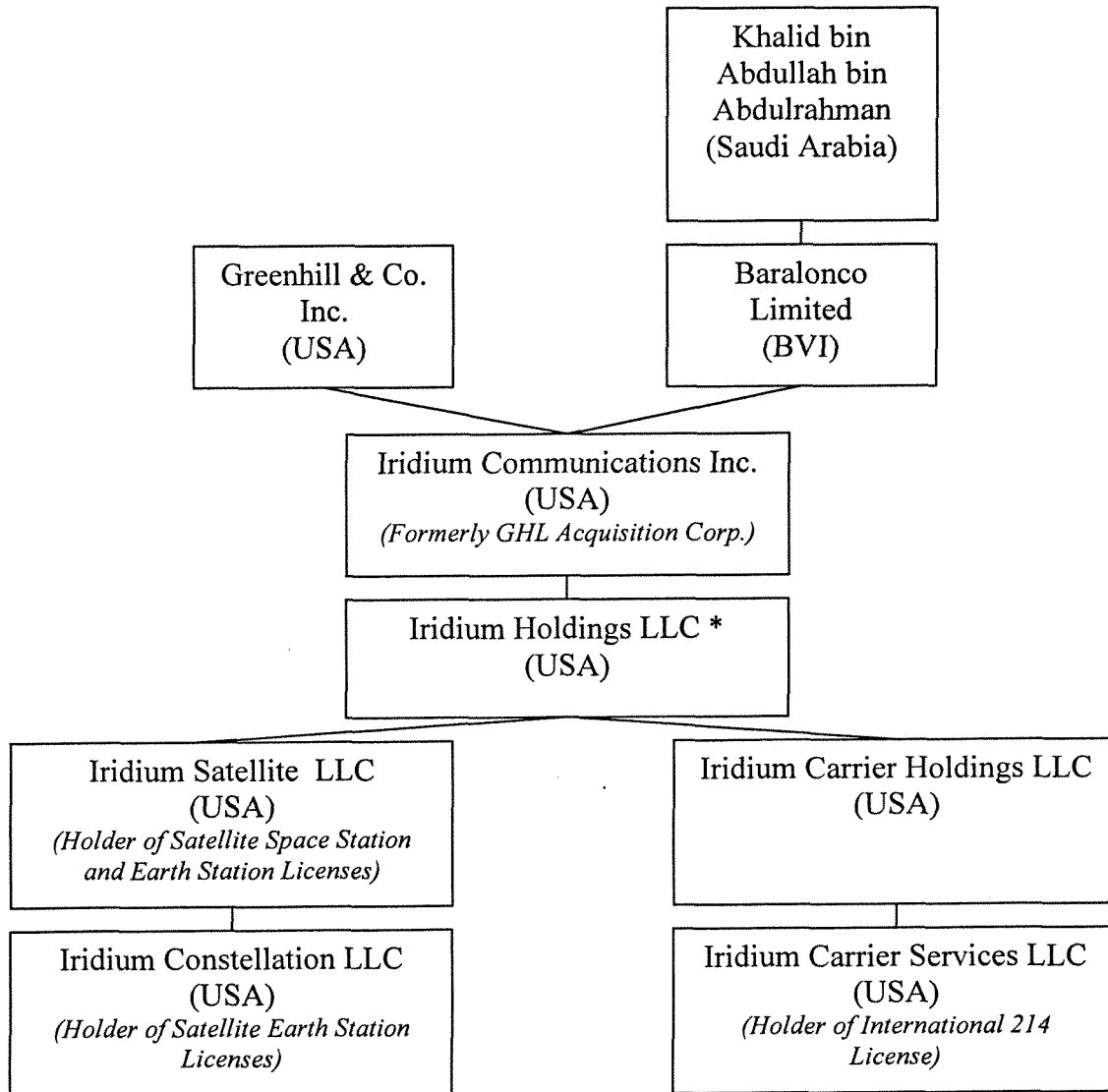
COVINGTON & BURLING LLP

cc: Helen Domenici (via e-mail)  
John Giusti (via e-mail)  
Howard Griboff (via e-mail)  
Francis Gutierrez (via e-mail)  
Karl Kensinger (via e-mail)  
Arthur Lechtman (via e-mail)  
George Li (via e-mail)  
Robert Nelson (via e-mail)  
Jennifer Hindin (via e-mail)

**Current Vertical Ownership Structure of  
FCC Satellite Space Station and Earth Station Licensees  
(Ten Percent or Greater Stockholders)**



**Post-Consummation Vertical Ownership Structure of  
FCC Satellite Space Station and Earth Station Licensees  
(Ten Percent or Greater Stockholders)**



\* Iridium Communications Inc. will hold a direct voting and equity interest of approximately 53 percent and aggregate indirect voting and equity interests of approximately 47 percent in Iridium Holdings LLC. The indirect interests will be held through two wholly-owned intervening entities -- Baralonco, N.V., a Netherlands Antilles corporation, and Syncom Iridium Holdings Corp., a U.S. corporation -- which are not depicted here. Approximately 0.6 percent of the voting and equity interests of Iridium Holdings LLC will be indirectly owned by E.ON AG, a German corporation, also not depicted here.