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FEDERAL COMMUNICATIONS COMMISSION
REMITTANCE ADVICE

APPROVED BY OMB 3060-0589

PAGE NO. 1 OF 1

SPECIAL USE
FCC USE ONLY

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) Goldberg, Godles, Wiener & Wright		(3) TOTAL AMOUNT PAID (dollars and cents) \$ 1,280.00
(4) STREET ADDRESS LINE NO. 1 1229 19th Street NW		
(5) STREET ADDRESS LINE NO. 2		
(6) CITY Washington	(7) STATE DC	(8) ZIP CODE 20036
(9) DAYTIME TELEPHONE NUMBER (include area code) (202) 429-4900	(10) COUNTRY CODE (if not in U.S.A.)	

IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C)

SECTION B - APPLICANT INFORMATION

(11) APPLICANT NAME (if paying by credit card, enter name exactly as it appears on your card) PanAmSat Licensee Corp.		SAT-AMD-19990222-00024
(12) STREET ADDRESS LINE NO. 1 One Pickwick Plaza		
(13) STREET ADDRESS LINE NO. 2		
(14) CITY Greenwich	(15) STATE CT	(16) ZIP CODE 06830
(17) DAYTIME TELEPHONE NUMBER (include area code) (203) 622-6664	(18) COUNTRY CODE (if not in U.S.A.)	

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEETS (FORM 159-C)

SECTION C - PAYMENT INFORMATION

(18A) FCC CALL SIGN/OTHER ID PAS-5	(20A) PAYMENT TYPE CODE (PTC) C W Y	(21A) QUANTITY 1	(22A) FEE DUE FOR (PTC) IN BLOCK 20A \$ 1,280.00	FCC USE ONLY
(23A) FCC CODE 1		(24A) FCC CODE 2		
(18B) FCC CALL SIGN/OTHER ID	(20B) PAYMENT TYPE CODE (PTC)	(21B) QUANTITY	(22B) FEE DUE FOR (PTC) IN BLOCK 20B \$	FCC USE ONLY
(23B) FCC CODE 1		(24B) FCC CODE 2		
(18C) FCC CALL SIGN/OTHER ID	(20C) PAYMENT TYPE CODE (PTC)	(21C) QUANTITY	(22C) FEE DUE FOR (PTC) IN BLOCK 20C \$	FCC USE ONLY
(23C) FCC CODE 1		(24C) FCC CODE 2		
(18D) FCC CALL SIGN/OTHER ID	(20D) PAYMENT TYPE CODE (PTC)	(21D) QUANTITY	(22D) FEE DUE FOR (PTC) IN BLOCK 20D \$	FCC USE ONLY
(23D) FCC CODE 1		(24D) FCC CODE 2		

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

In the Matter of Application of)
)
PANAMSAT LICENSEE CORP.) File No. SAT-MOD-
) 19980928-00078
)
Application for Modification of Authority to)
Operate PAS-5)

AMENDMENT TO MODIFICATION APPLICATION

PanAmSat Licensee Corp. ("PanAmSat") hereby amends its above-captioned application to modify its authorization to operate the PAS-5 satellite at 194° W.L. PAS-5 was launched on November 3, 1998.

The Commission authorized PanAmSat to launch and operate PAS-5 on October 5, 1998.¹ That authorization, however, did not cover changes in the design of the satellite that PanAmSat had informed the Commission about in an amendment dated September 25, 1998. Pursuant to a grant of special temporary authority, the Commission has authorized PanAmSat on an interim basis to operate in accordance with these design changes. In light of the fact that PanAmSat's initial application has now been granted, the Commission has elected to process PanAmSat's September 25 amendment as a modification application.²

The instant filing amends the pending modification application. The attached technical statement identifies changes to two of the satellite beams on PAS-5, reflecting discrepancies that came to light during in-orbit testing of the satellite.

PanAmSat previously requested authority to operate with a "non-conforming use," based on the fact that PAS-5's Ku-band downlink beams include coverage, at very low EIRPs, of the west coast of the United States and of Hawaii.³ Although the 12.25-

¹ See DA 98-2005.

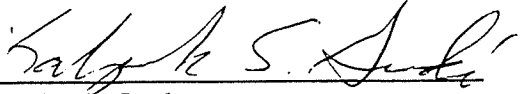
² See Public Notice, Report No. SAT-00003 (November 16, 1998).

³ See Letter, dated November 19, 1998, from Joseph A. Godles, Counsel for PanAmSat, to Magalie R. Salas, Secretary, FCC.

12.7 GHz band that PAS-5 is designed to use is allocated on a primary basis to the Fixed Satellite Service ("FSS") in the Asia-Pacific Region that PAS-5 principally will serve, the band is allocated on a primary basis to the Broadcast Satellite Service ("BSS") in the United States. The changes that are reflected in the instant amendment eliminate the coverage of the United States for two of the three beams that are the subject of PanAmSat's non-conforming use request. PanAmSat hereby withdraws its request insofar as it relates to these two beams, thereby limiting the request to the one remaining 12.25-12.7 GHz beam covering the United States.

Respectfully submitted,

PANAMSAT LICENSEE CORP.

By: 
Kalpak Gude
Vice President &
Associate General Counsel

Of Counsel:

Joseph A. Godles, Esq.
Goldberg, Godles, Wiener & Wright
1229 19th Street, N.W.
Washington, D.C. 20036

February 19, 1999

TECHNICAL DISCUSSION

PAS-5 (USASAT-14H), is a PanAmSat Pacific Ocean Region (POR) satellite presently in orbit at 166°EL. The satellite was launched from the Bikanour Cosmodrome by a Russian Proton rocket on November 3, 1998. The satellite began operation approximately one month later. In its Amendment dated September 25, 1998, PanAmSat provided new information about the satellite's technical design which had changed since the original application was filed in 1991. That information concerned frequency plans and beam coverages which had been changed from the original application in the design process of making the satellite more compatible with the 166°EL space and earth environment.

The PAS-5 launch was successful and all deployments went as scheduled (solar panels and antennas). During the in-orbit testing phase (IOT), a discrepancy was noted in two of the satellite's beams. Further study by PanAmSat and Space Systems Loral (SSL), the satellite's manufacturer, resulted in an understanding of why the in-orbit testing was showing discrepancies with the factory and range measurements taken prior to shipment of the satellite to Bikanour. As a result of additional measurements and detailed control of the satellite's remote positioning devices located on each antenna, new patterns have emerged describing the satellite's actual coverage patterns.

The remaining parts of this AMENDMENT describe the frequency plan and coverages of the PAS-5 satellite resulting from the aforementioned IOT. It should be noted that the downlink coverages in the US for the SE Asia Beam and the NE Asia Beam no longer occur over US territory. So as to be complete, satellite information that has not changed is also included to provide a complete picture of the PAS-5 satellite now in orbit at 166°EL.

PAS-5 In Orbit Characteristics

a. Frequency and Polarization Plan

The PAS-5 satellite was designed to operate in the C- and Ku- frequency bands appropriate for Pacific Rim nations to be served. The radio frequency and polarization plans are described in Tables 1a and 1b. Both the C-Band payload and the Ku-Band payload consist of 24 active transponders, each with a bandwidth of 36 MHz. Therefore the satellite employs full frequency reuse through dual linear polarization. The changes which have occurred in the satellite's design do not include the frequencies and polarizations of each transponder and the tables are shown for information only.

Table 1a. C-Band Frequency Assignments

<u>Transponder</u>	<u>Uplink Pol</u>	<u>Uplink Frequency (MHz)</u>	<u>Downlink Pol</u>	<u>Downlink Frequency (MHz)</u>	<u>Channel Bandwidth (MHz)</u>
1	H	5960	V	3735	36
2	H	6000	V	3775	36
3	H	6040	V	3815	36
4	H	6080	V	3855	36
5	H	6120	V	3895	36
6	H	6160	V	3935	36
7	H	6200	V	3975	36
8	H	6240	V	4015	36
9	H	6280	V	4055	36
10	H	6320	V	4095	36
11	H	6360	V	4135	36
12	H	6400	V	4175	36
13	V	5960	H	3735	36
14	V	6000	H	3775	36
15	V	6040	H	3815	36
16	V	6080	H	3855	36
17	V	6120	H	3895	36
18	V	6160	H	3935	36
19	V	6200	H	3975	36
20	V	6240	H	4015	36
21	V	6280	H	4055	36
22	V	6320	H	4095	36
23	V	6360	H	4135	36
24	V	6400	H	4175	36

Pol = Polarization
V = Vertical Polarization
H = Horizontal Polarization

Table 1b. Ku-Band Frequency Assignments

<u>Transponder</u>	<u>Uplink Pol</u>	<u>Uplink Frequency (MHz)</u>	<u>Downlink Pol</u>	<u>Downlink Frequency (MHz)</u>	<u>Channel Bandwidth (MHz)</u>
1	V	14036	H	12286	36
2	V	14076	H	12326	36
3	V	14116	H	12366	36
4	V	14156	H	12406	36
5	V	14196	H	12446	36
6	V	14236	H	12486	36
7	V	14276	H	12526	36
8	V	14316	H	12566	36
9	V	14356	H	12606	36
10	V	14396	H	12646	36
11	V	14436	H	12686	36
12	V	14476	H	12726	36
13	H	14036	V	12286	36
14	H	14076	V	12326	36
15	H	14116	V	12366	36
16	H	14156	V	12406	36
17	H	14196	V	12446	36
18	H	14236	V	12486	36
19	H	14276	V	12526	36
20	H	14316	V	12566	36
21	H	14356	V	12606	36
22	H	14396	V	12646	36
23	H	14436	V	12686	36
24	H	14476	V	12726	36

Pol = Polarization
V = Vertical Polarization
H = Horizontal Polarization

b. Frequency Beam Assignment Plan

A matrix showing which Ku-Band channel is assigned to which beam is provided in Table 2 below.

Table 2 - Frequency/Beam Assignment Plan

Downlink			Uplink	
Channel	Pol	Coverage	Ku-Band Horiz Pacific K	Ku-Band Vert Pacific K
1K	V	SE Asia	1K	
2K	V	SE Asia	2K	
3K	V	SE Asia	3K	
4K	V	SE Asia	4K	
5K	V	SE Asia	5K	
6K	V	SE Asia	6K	
7K	V	SE Asia	7K	
8K	V	SE Asia	8K	
9K	V	SE Asia	9K	
10K	V	SE Asia	10K	
11K	V	SE Asia	11K	
12K	V	SE Asia	12K	
13K	H	NE Asia or Aus		13K
14K	H	NE Asia or Aus		14K
15K	H	NE Asia or Aus		15K
16K	H	NE Asia or Aus		16K
17K	H	NE Asia or Aus		17K
18K	H	NE Asia or Aus		18K
19K	H	NE Asia or Aus		19K
20K	H	NE Asia or Aus		20K
21K	H	NE Asia or Aus		21K
22K	H	NE Asia or Aus		22K
23K	H	NE Asia or Aus		23K
24K	H	NE Asia or Aus		24K

b. Emission Designators

The emission designators for the communications, TT&C, and downlink beacon signals are shown in Table 3 below.

Table 3. Emissions Designators

<u>Signal</u>	<u>Emission Designator</u>
Command	300KF9DXX
Telemetry/Ranging	120KF9DXX
Downlink Beacon	25KONON
Single carrier TV	32M0F3FNN
High Speed Data	25M7G1WDN
Digital (T1) data	1M17G1WDF
Digital (inroute) data	307KG1WDW
Digital voice	24K3G1WDF
Digital (outroute) data	1M23G1WDF
Digital (64 kbps) data	48K6G1WDF
FM Audio (Narrow-Band)	50K0F3EJF
FM Audio (Wide-Band)	150KF3EJF

c. Communications Coverage

The PAS-5 receive/transmit patterns are depicted in Figures 1 through 10. As shown, coverage is provided over Pacific Rim and the US west coast at C-Band, and Australia, SE Asia and NE Asia in Ku-Band. These coverage contours contained in this AMENDMENT differ from those previously submitted to the Commission in two instances. The two are the SE Asia downlink Ku-Band beam and the NE Asia downlink Ku-Band beam. These are shown in Figures 6 and 7. The coverages shown are actual measured patterns. The principle changes in these coverages from those previously shown are the lack of US west coast downlink coverage and slightly different land mass coverage. This latter result does not change the beams main coverage areas as both beams are steerable within several degrees of their basic coverage zone. All other coverages are unchanged from their pre-launch range-measured configurations.

Figure 1 - Pacific Horizontal C-Band Downlink Beam

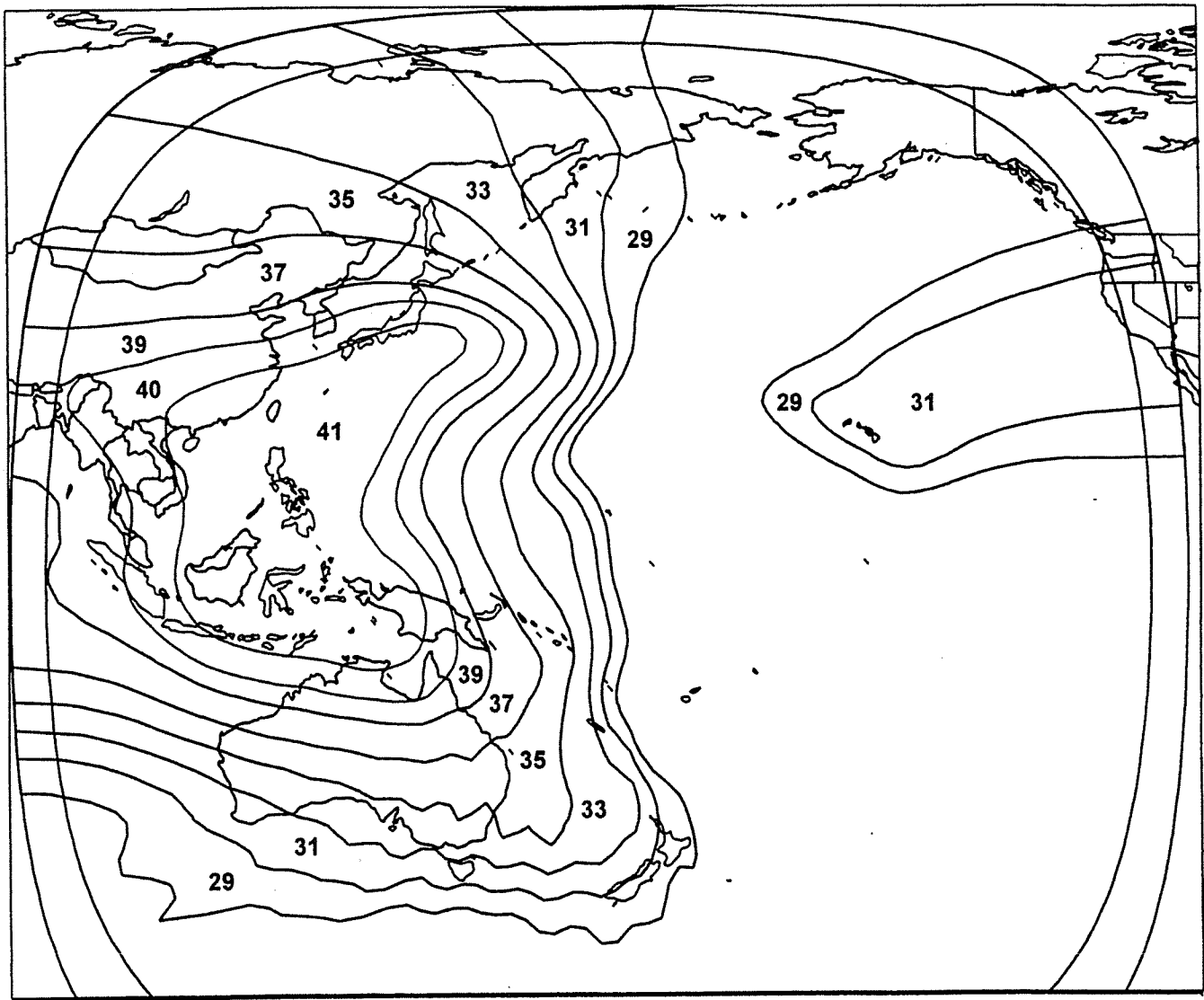


Figure 2 - Pacific Vertical C-Band Downlink Beam

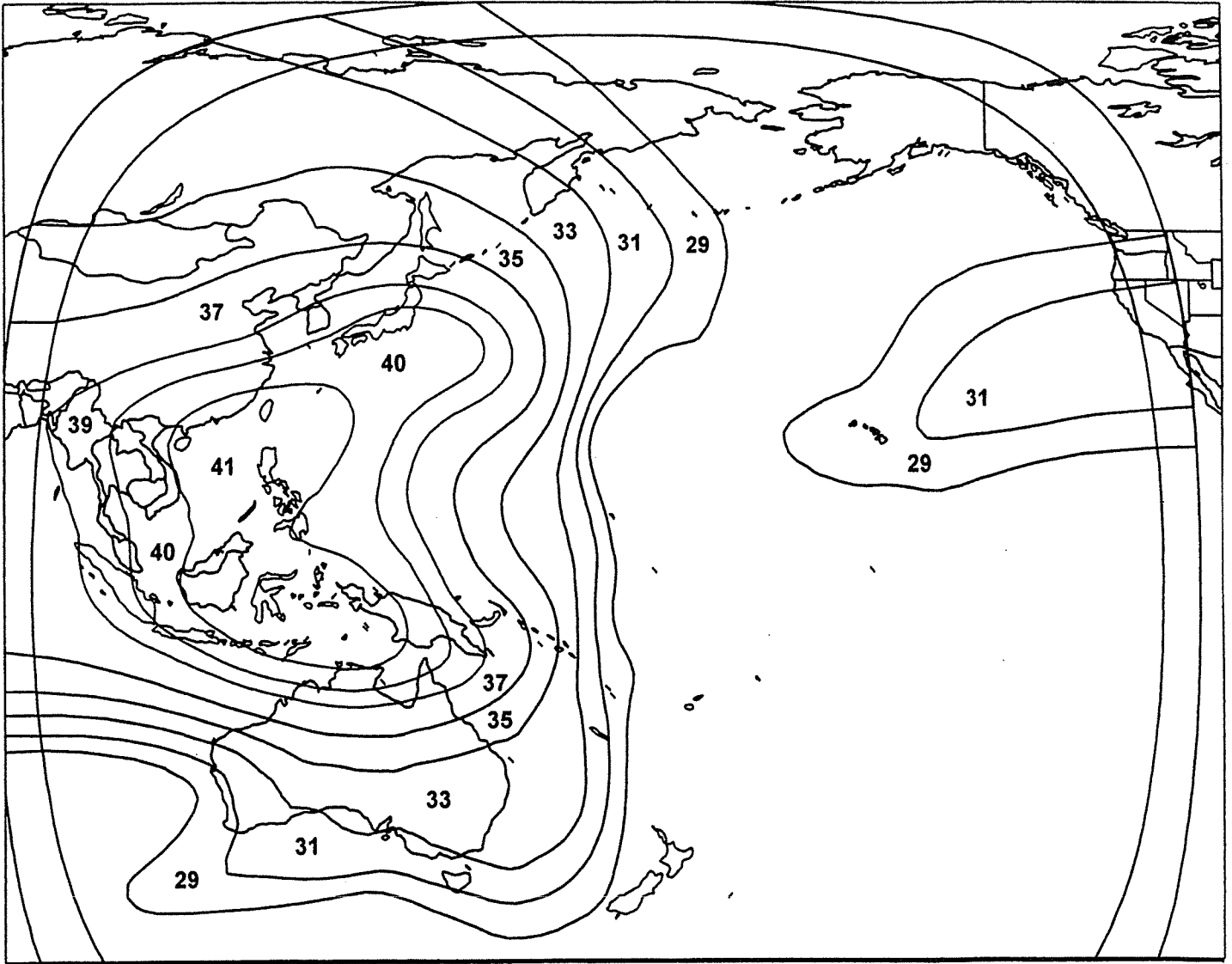


Figure 3 - Pacific Horizontal C-Band Uplink Beam

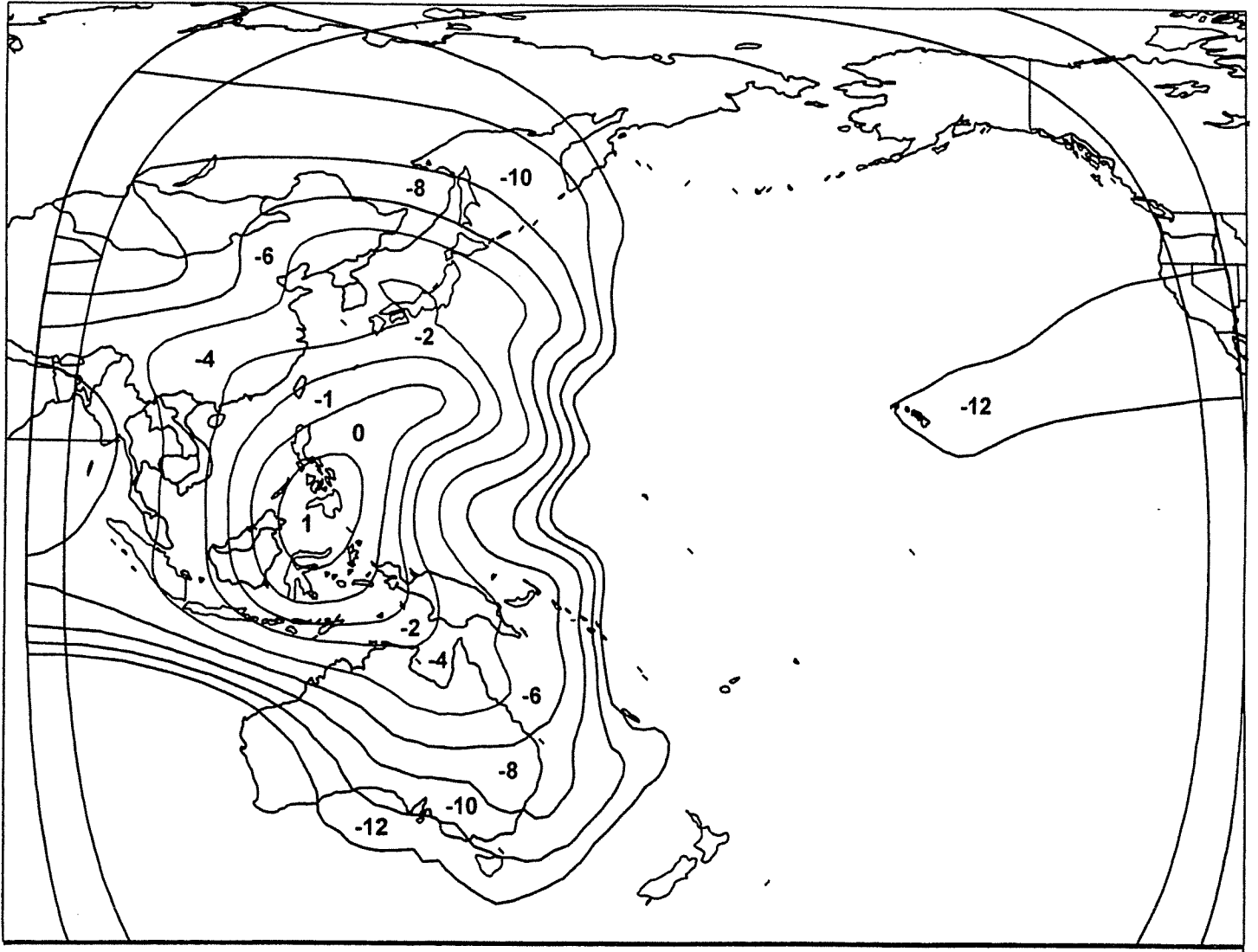


Figure 4 - Pacific Vertical C-Band Uplink Beam

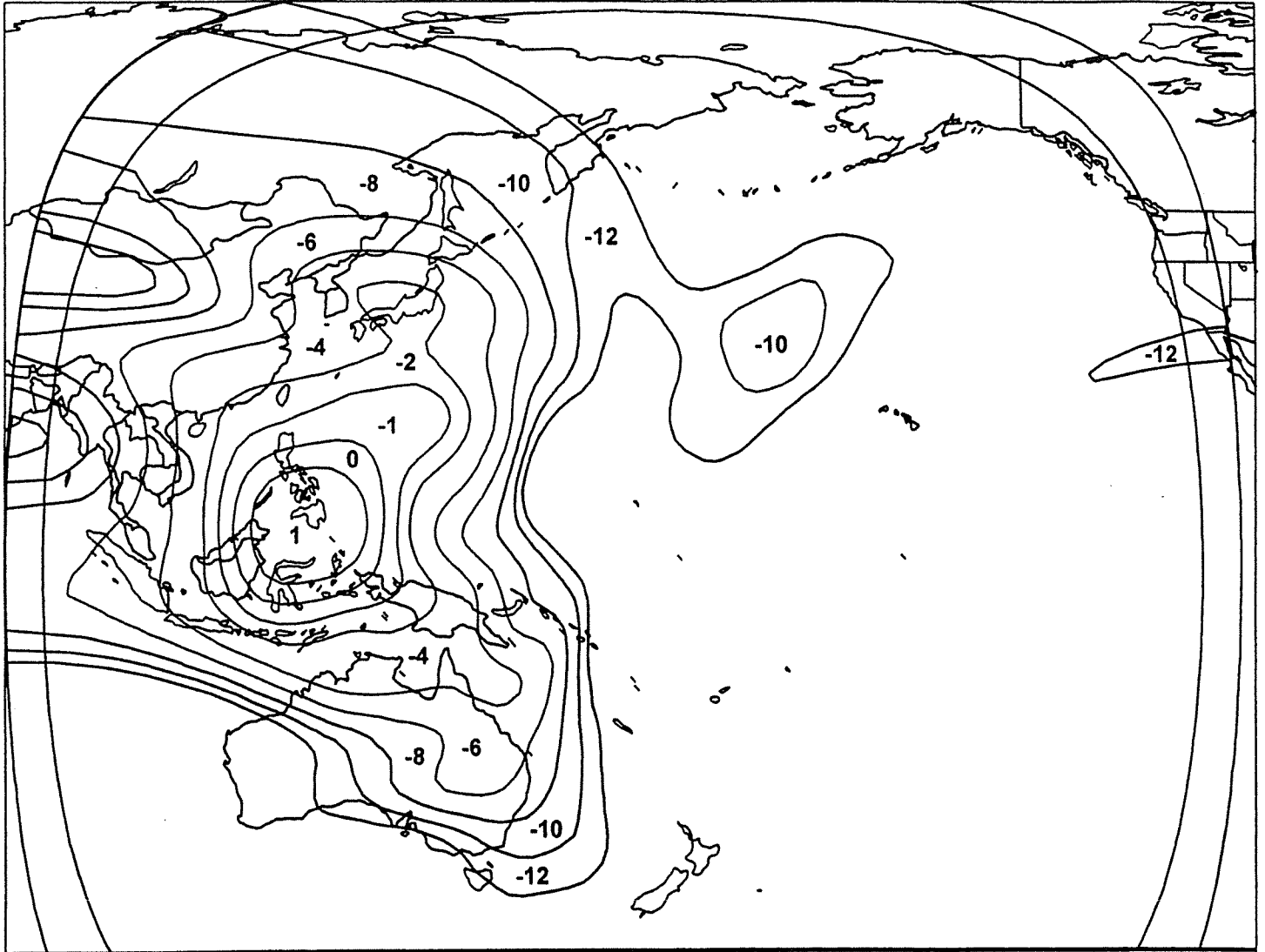


Figure 5 - Australia Downlink Ku-Band Beam

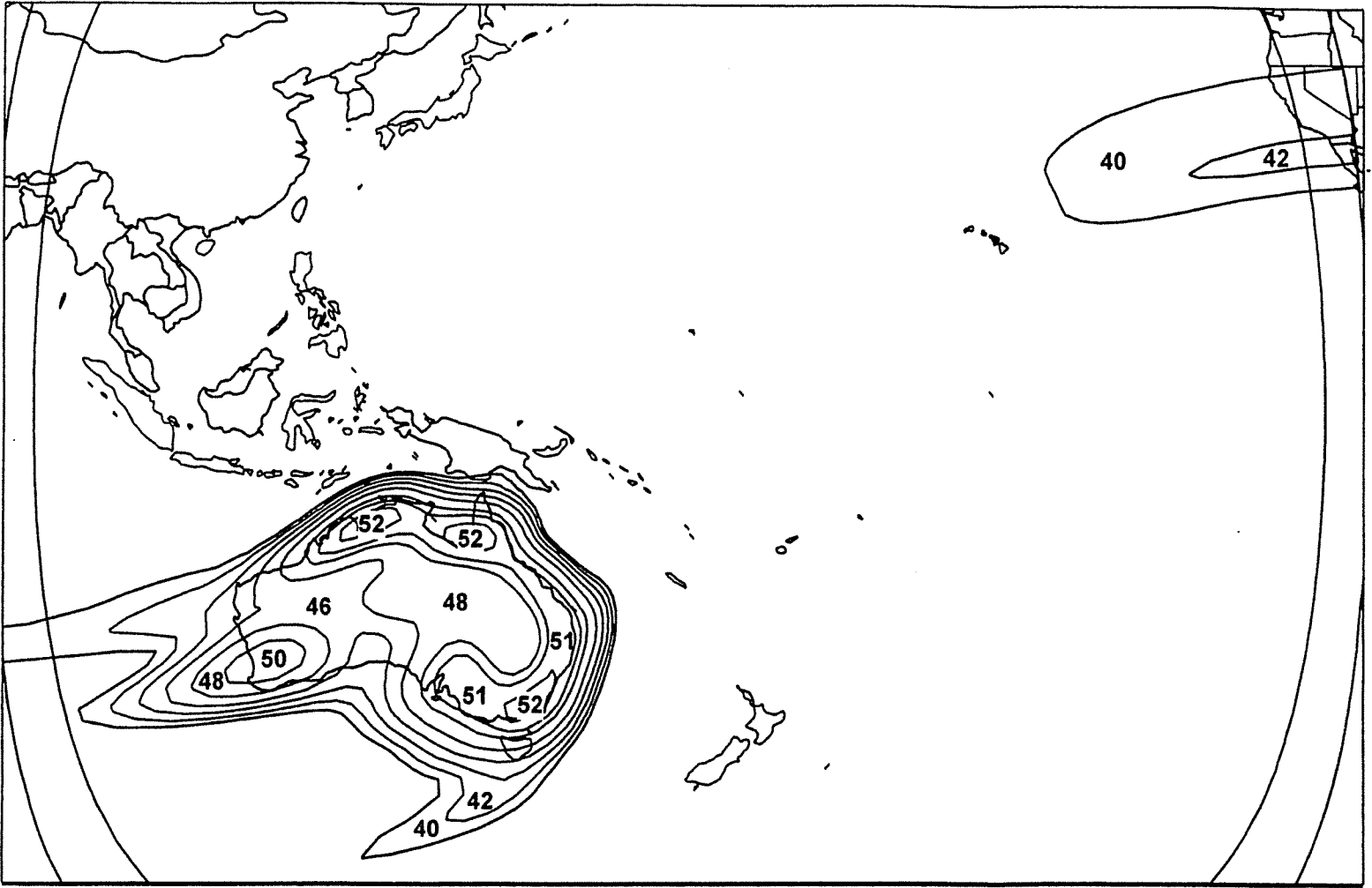


Figure 6 - NE Asia Downlink Ku-Band Beam

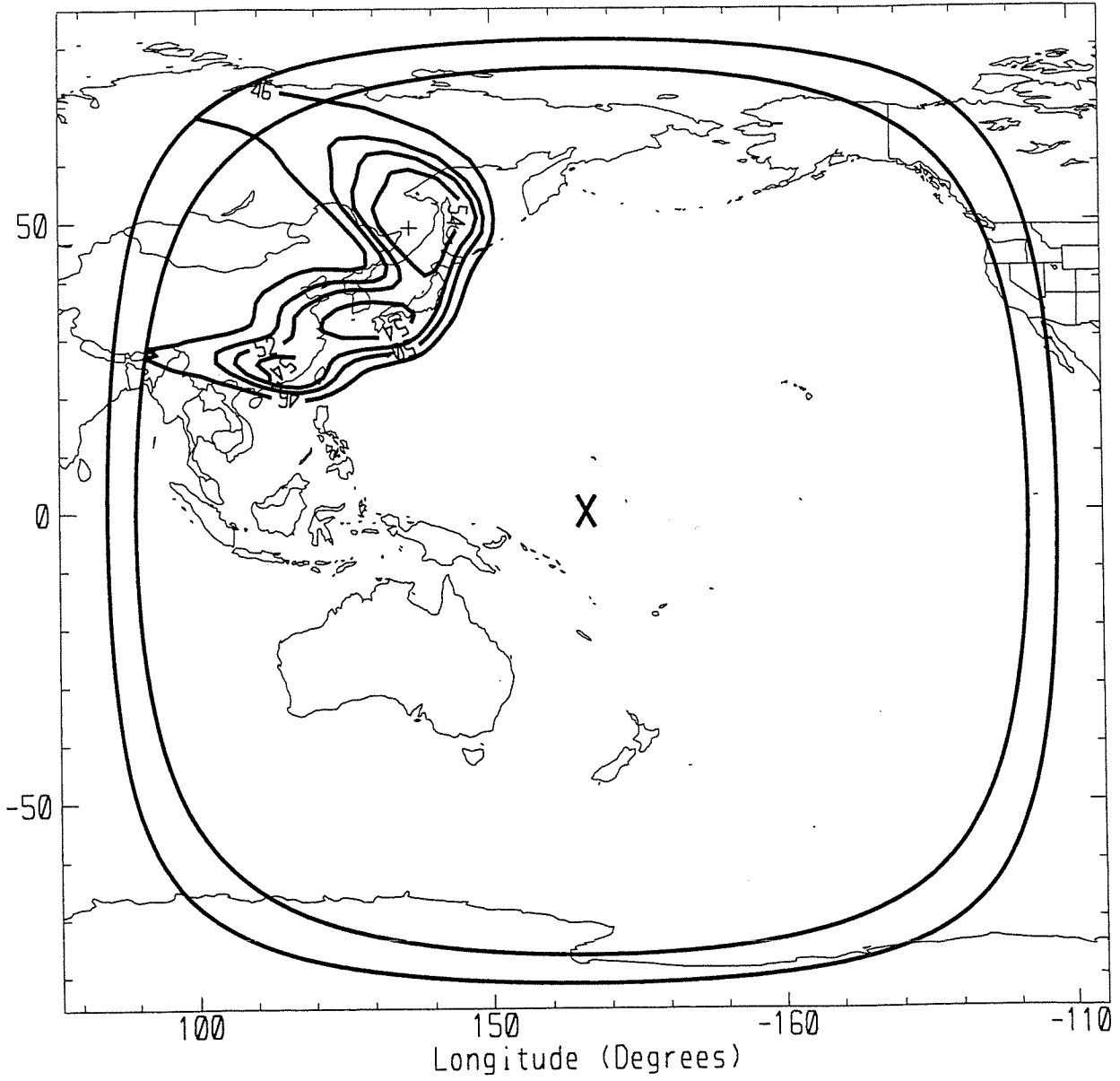


Figure 7 - SE Asia Downlink Ku-Band Beam

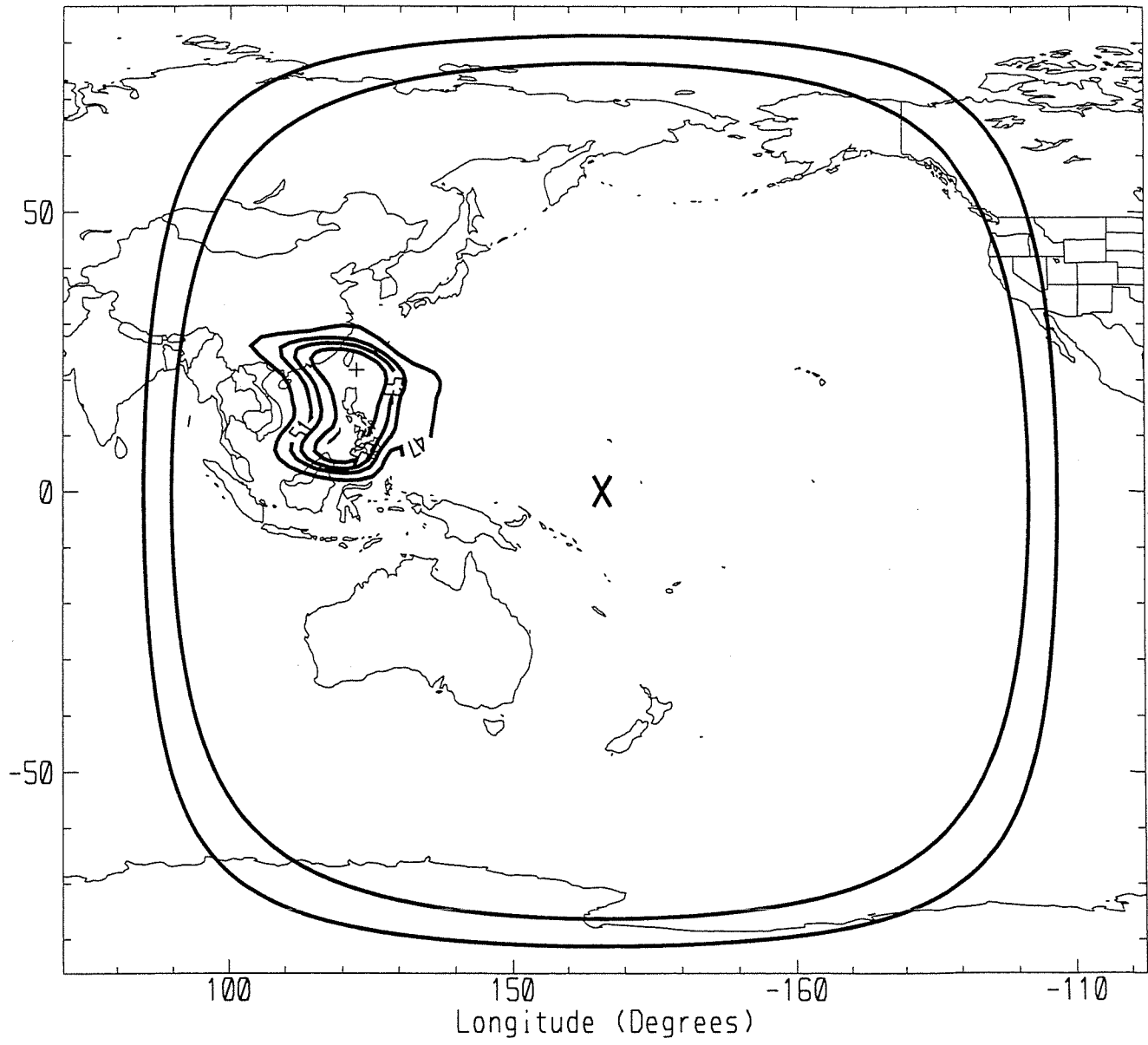


Figure 8 - Pacific Horizontal Ku-Band Uplink Beam

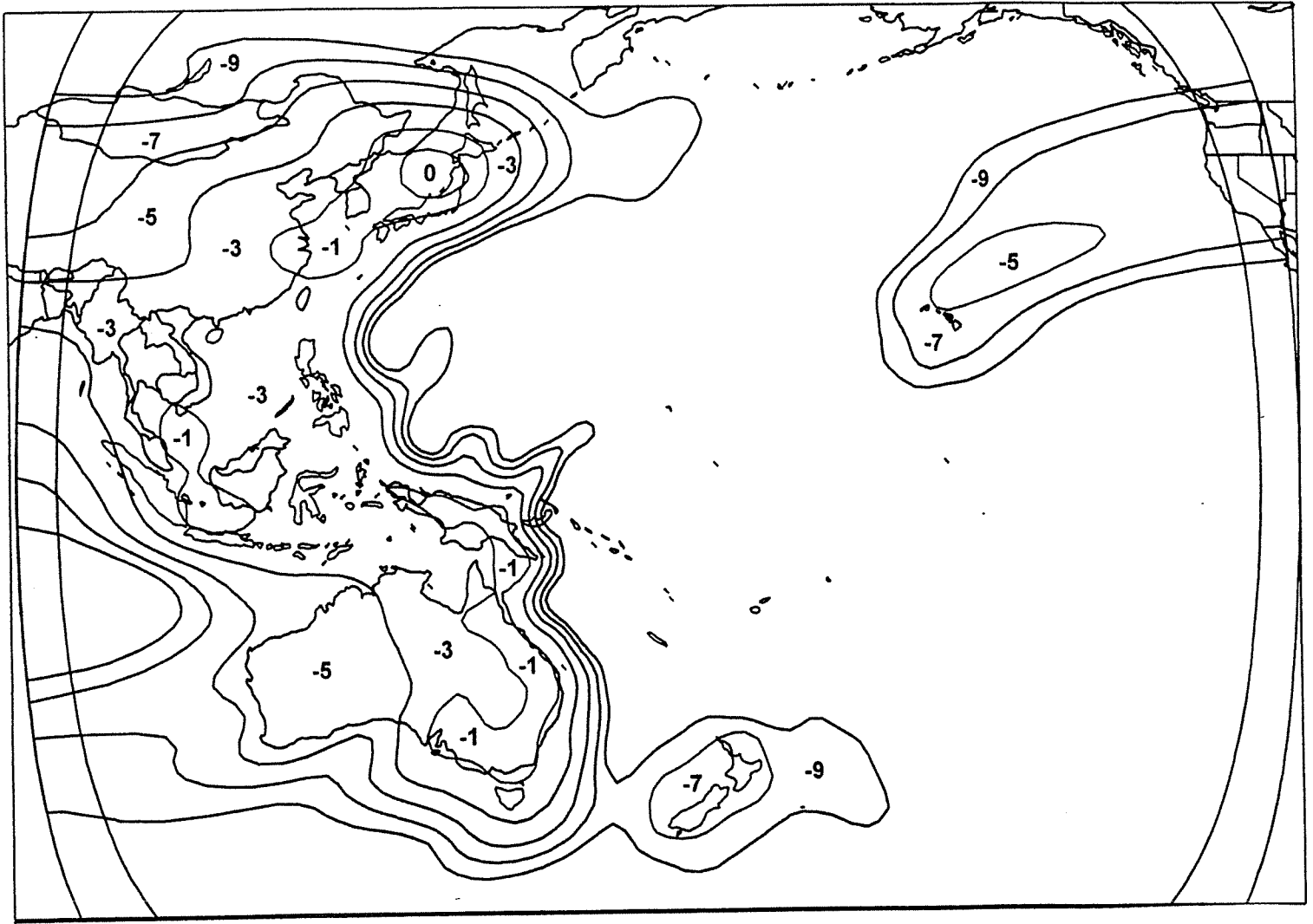
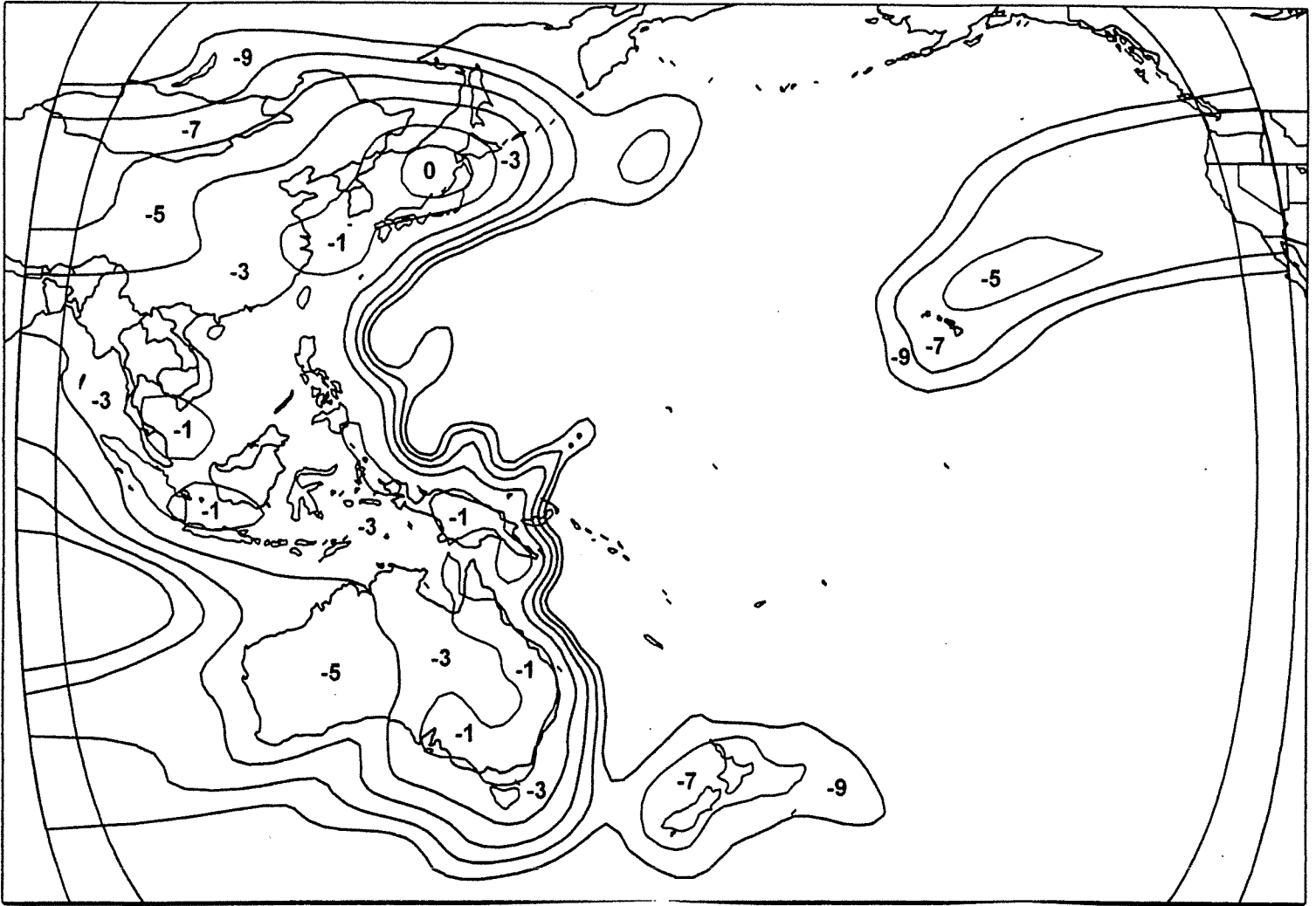


Figure 9 - Pacific Vertical Ku-Band Uplink Beam



d. Power Flux Density Level

The power flux density limits for space stations specified in Section 25.208 of the FCC Rules remain adhered to as shown in the original application.

2. Satellite Design Factors

The major characteristics of the spacecraft are shown below in Table 4.

Table 3. Spacecraft Characteristics

General

spacecraft bus	SSL, FS-1300
stabilization	3 axis, momentum bias
mission life	15 years
eclipse capability	100 percent
stationkeeping	
north-south	±0.05°
east-west	±0.05°
antenna pointing	±0.1° n-s and e-w

Communications

frequency

receive	14000 to 14500 MHz 5925 to 6425 MHz
---------	--

transmit	12250 to 12750 MHz 3700 to 4200 MHz
----------	--

polarization	H and V linear
--------------	----------------

Table 4. (cont'd.)

number of transponders	48
transponder bandwidth	36 MHz
SFD at -0 dB/K / 0dB att.	-98 to -77 dBW/m ² at Ku-
SFD at -0 dB/K / 0dB att.	-94 to -73 dBW/m ² at C-
G/T	-2.0 to -10dB/K at Ku- -0.0 to -12dB/K at C-
EIRP	As shown on Figures 1-9
transmitter redundancy	32 for 24 (C-Band) 32 for 24 (Ku-Band)

Tracking, Telemetry And Command

frequency	
command and ranging	13998 MHz on station
telemetry and ranging	12747 MHz, 12748 MHz
ULPC beacon	11699 MHz, LHCP and RHCP
polarization	
command	RHCP
telemetry	Vpol (12747) Hpol (12748)

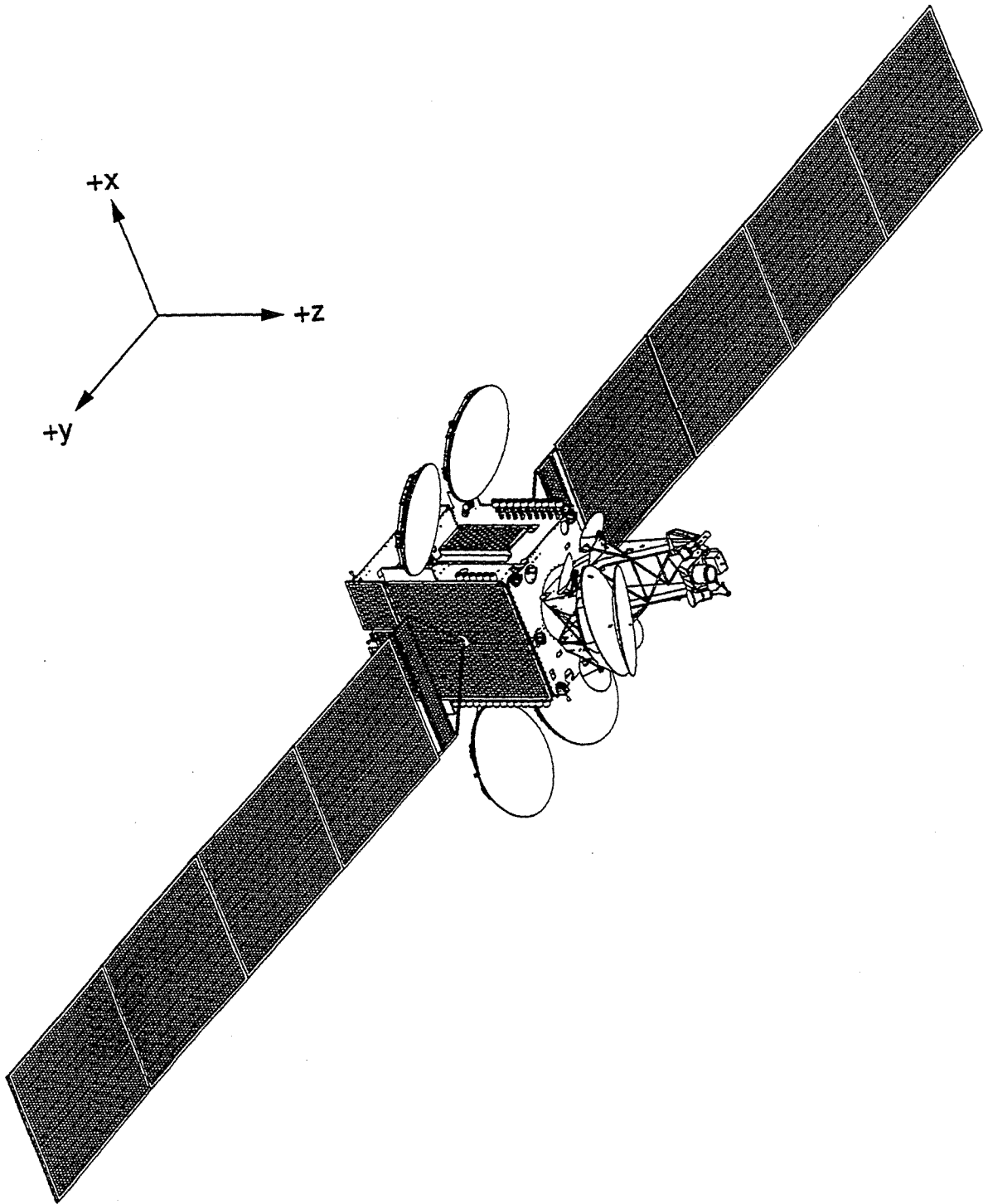
3. Satellite Description

a. General

The on-orbit satellite configuration for PAS-5 is shown in Figure 10. The spacecraft bus is based upon the SSL FS-1300 series body-stabilized bus. The satellite was launched by the Russian Proton launch vehicle. Final injection into geosynchronous orbit was accomplished by an on-board liquid apogee motor (LAM).

Deployment of all antennas, solar wings and other deployable items were successful.

Figure 11. On Orbit Configuration



b. Communication Payload

(i) Antenna Subsystem

The PAS-5 satellite antenna subsystem contains four east-west Gregorian reflectors and one nadir dual-gridded reflector. Each east-west reflector is fed by sub-reflectors and feed horns which are frequency diplexed to allow each horn to be used for transmit and receive functions.

(ii) Communications Subsystem

The communications subsystem consists of two types of communications repeaters:

- (1) a C-Band repeater employing 50 watt TWTAs,
- (2) a Ku-Band repeater employing 100 watt TWTAs.

Subsystem components were selected to optimize performance in conjunction with ground terminals on customer premises.

Spurious emissions beyond the usable bandwidth of each transponder and within the C- and Ku- transmission bands have been attenuated by a combination of input and output multiplexer filters. Out-of-band emissions beyond the C- and Ku transmission

bands, including harmonics, have attenuated by a combination of the output multiplexer filter and low pass filtering.

c. Satellite Useful Lifetime

The design lifetime of the PAS-5 satellite is 15 years. This has been determined by a conservative evaluation of the effect of the synchronous orbit environment on the solar array, the effect of the charge-discharge cycling on the life of the batteries, and the wearout of the amplifiers. The mass allocation of propellant for spacecraft stationkeeping is 15 years.

d. Satellite Stationkeeping

Inclination of the satellite orbit will be maintained to ± 0.05 degrees or less, and the satellite will be maintained to within ± 0.05 degrees of the nominal longitude position. Attitude of the satellite will be maintained to an accuracy consistent with the achievement of the specified communications performance, after taking into account all error sources (e.g., attitude perturbations, thermal distortions, misalignments, orbital tolerances, and thruster perturbations).

e. Eclipse Conditions

Eclipse conditions occur when a satellite passes through the earth's shadow. Satellite outages during eclipse conditions are

avoided by providing each satellite with sufficient on-board battery capacity to power all required spacecraft and communications payload functions. The battery capacity will be more than adequate to power all amplifiers during eclipses throughout the mission life.

f. Sun Outages

During twice-yearly periods of approximately eight days, the sun briefly transits the field of view of an earth station pointing at a geostationary satellite. The rise in thermal noise in the earth station receivers caused by the sun's radiation disrupts satellite reception (i.e., causes sun outage). Such disruption of satellite reception is predictable and is well understood by satellite users and will not be a problem.

4. Performance Requirements and Operational Characteristics

PAS-5 is a general purpose communications satellite and has been designed to support all of the various services offered within PanAmSat's satellite system offerings. Depending upon the needs of the users, the transponders on PAS-5 can accommodate television, radio, voice, or data communications. Typical types of communications services offered include:

1. Frequency modulated television (FM-TV).
2. High speed digital data.

3. Digital single channel per carrier (SCPC) data channels carrying wide-Band T1 data (1.544 Mbps).
4. Digital SCPC with data channels carrying 56 Kbps data.
5. Frequency Modulated Audio SCPC (FM Audio SCPC).
6. Compressed Digital Video

The characteristics and associated link analyses for representative C- and Ku-Band services have previously been presented in PanAmSat's original PAS-5 application and will be similar if not identical to the present day analyses.

CERTIFICATION OF PERSON RESPONSIBLE
FOR PREPARING ENGINEERING
INFORMATION SUBMITTED IN THIS APPLICATION

I hereby certify that I am PanAmSat's Chief Scientist and the technically qualified person responsible for preparation of the engineering information contained in this Amendment. I further certify that I am familiar with Part 25 of the Commission's Rules, that I have prepared the engineering information submitted in this Amendment, and that it is complete and accurate to the best of my knowledge. I am a registered Professional Engineer in Washington, D.C. and my seal is shown below.



By: 

Philip A. Rubin
Chief Scientist
PanAmSat

FCC 312
Main Form

FEDERAL COMMUNICATIONS COMMISSION

APPLICATION FOR SATELLITE SPACE AND EARTH STATION AUTHORIZATIONS

Approved by OMB
3060-0678
Est. Avg. Burden Hours
Per Response: 11 hrs.

FCC Use Only
File Number:
Call Sign:
Fee Number:

APPLICANT INFORMATION

1. Legal Name of Applicant PanAmSat License Corp.		2. Voice Telephone Number (203) 622-6664
3. Other Name Used for Doing Business (if any)		4. Fax Telephone Number (203) 622-9163
5. Mailing Street Address or P.O. Box One Pickwick Plaza ATTENTION: James W. Cuminale, Esq.		6. City Greenwich
		7. State/Country (if not U.S.A.) CT
9. Name of Contact Representative (if other than applicant) Joseph A. Godles		8. Zip Code 06830
11. Firm or Company Name Goldberg, Godles, Wiener & Wright		10. Voice Telephone Number (202) 429-4900
13. Mailing Street Address or P.O. Box 1229 19th Street, N.W. ATTENTION:		12. Fax Telephone Number (202) 429-4912
		14. City Washington
		15. State/Country (if not U.S.A.) DC
		16. Zip Code 20036

CLASSIFICATION OF FILING

17. Place an "X" in the box next to the classification that applies to this filing for both questions a. and b. Mark only one box for 17a and only one box for 17b.

<input type="checkbox"/> a1. Earth Station	<input type="checkbox"/> b1. Application for License of New Station	<input type="checkbox"/> b6. Transfer of Control of License or Registration
<input type="checkbox"/> a2. Space Station	<input type="checkbox"/> b2. Application for Registration of New Domestic Receive-Only Station	<input type="checkbox"/> b7. Notification of Minor Modification
	<input checked="" type="checkbox"/> b3. Amendment to a Pending Application	<input type="checkbox"/> b8. Application for License of New Receive-Only Station Using Non-U.S. Licensed Satellite
	<input type="checkbox"/> b4. Modification of License or Registration	<input type="checkbox"/> b9. Letter of Intent to Use Non-U.S. Licensed Satellite to Provide Service in the United States
	<input type="checkbox"/> b5. Assignment of License or Registration	<input type="checkbox"/> b10. Other (Please Specify):

19. If this filing is an amendment to a pending application enter:
(a) Date pending application was filed: **09/28/98** (b) File number of pending application: **SAT-MOD-19980928-00078**

Call sign of station: **N/A**

TYPE OF SERVICE

20. NATURE OF SERVICE: This filing is for an authorization to provide or use the following type(s) of service(s): Place an "X" in the box(es) next to all that apply.

a. Fixed Satellite c. Radiodetermination Satellite e. Direct to Home Fixed Satellite

b. Mobile Satellite d. Earth Exploration Satellite f. Digital Audio Radio Service g. Other (please specify)

21. STATUS: Place an "X" in the box next to the applicable status. Mark only one box.

a. Common Carrier b. Non-Common Carrier

c. Connected to the Public Switched Network d. Not connected to the Public Switched Network

22. If earth station applicant, place an "X" in the box(es) next to all that apply.

a. Using U.S. licensed satellites b. Using Non-U.S. licensed satellites c. Using U.S. licensed satellites d. Using Non-U.S. licensed satellites e. Other (please specify)

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

a. Connected to the Public Switched Network b. Not connected to the Public Switched Network

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

a. C-Band (4/6 GHz) b. Ku-Band (12/14 GHz) c. Other (Please specify)

TYPE OF STATION

25. CLASS OF STATION: Place an "X" in the box next to the class of station that applies. Mark only one box.

a. Fixed Earth Station b. Temporary-Fixed Earth Station c. 12/14 GHz VSAT Network d. Mobile Earth Station e. Space Station f. Other (Specify)

If space station applicant, go to Question 27.

26. TYPE OF EARTH STATION FACILITY. Mark only one box.

a. Transmit/Receive b. Transmit-Only c. Receive-Only d. N/A

PURPOSE OF MODIFICATION OR AMENDMENT

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

<input type="checkbox"/>	a -- authorization to add new emission designator and related service
<input type="checkbox"/>	b -- authorization to change emission designator and related service
<input type="checkbox"/>	c -- authorization to increase EIRP and EIRP density
<input type="checkbox"/>	d -- authorization to replace antenna
<input type="checkbox"/>	e -- authorization to add antenna
<input type="checkbox"/>	f -- authorization to relocate fixed station
<input type="checkbox"/>	g -- authorization to change assigned frequency(ies)
<input type="checkbox"/>	h -- authorization to add Points of Communication (satellites & countries)
<input type="checkbox"/>	i -- authorization to change Points of Communication (satellites & countries)
<input type="checkbox"/>	j -- authorization for facilities for which environmental assessment and radiation hazard reporting is required
<input checked="" type="checkbox"/>	k -- Other (Please Specify) See Amendment

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.

YES NO

A Radiation Hazard Study must accompany all applications as an exhibit for new transmitting facilities, major modifications, or major amendments. Refer to OET Bulletin 65.

ALIEN OWNERSHIP

29. Is the applicant a foreign government or the representative of any foreign government?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
30. Is the applicant an alien or the representative of an alien?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
31. Is the applicant a corporation organized under the laws of any foreign government?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
32. Is the applicant a corporation 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?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
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?	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as an exhibit, the identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote. N/A		

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.	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
36. Has the applicant or any party to this application 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 the circumstances.	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
37. Has the applicant, or any party to this application, 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 the circumstances. See Ex. 1	<input checked="" type="checkbox"/> YES	<input type="checkbox"/> 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 the circumstances.	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> 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.	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> NO
40. If the applicant is a corporation and is applying for a space station license, attach as an exhibit the names, addresses, and citizenship of those stockholders owning of 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 the 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.	<input checked="" type="checkbox"/> YES	<input type="checkbox"/> 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.	<input type="checkbox"/> YES	<input checked="" type="checkbox"/> 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? N/A		

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

Amendment of application to reflect changes to beam patterns.

Exhibit No.	Identify all exhibits that are attached to this application.
1	Litigation (Response to Question 37)
2	Stockholder (Response to Question 40)

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): (Place an "X" in the box next to applicable response.)

- a. Individual b. Unincorporated Association c. Partnership d. Corporation e. Governmental Entity f. Other (Please specify) _____

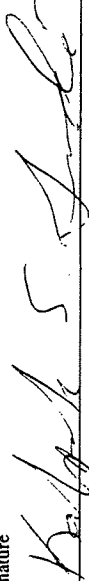
45. Typed Name of Person Signing

Kalpak Gude

46. Title of Person Signing

VP & Assoc. General Counsel

47. Signature



48. Date

2/22/98

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).

Hughes Electronics Corporation ("HE") indirectly owns over 80% of the issued and outstanding stock of PanAmSat Licensee Corp. ("PanAmSat"). HE Holdings, Inc. ("HEH"), a wholly-owned subsidiary of HE formerly known as Hughes Aircraft Company, pled guilty to two felony counts in 1990. The full details of this matter are included in a Form 430 for Hughes Communications Galaxy, Inc., dated August 19, 1991.

On June 15, 1992, HEH was found guilty of one felony count with regard to the testing of microelectronics components. The full details of this matter are included in a Form 430 for Hughes Communications Galaxy, Inc., dated August 12, 1992.

The conduct at issue in these two cases has no relevance to the FCC authorizations and applications of PanAmSat. HEH was merged into the Raytheon Company in 1997 and therefore is no longer affiliated with PanAmSat or any party to this application. HE, moreover, had no ownership interest in the PanAmSat system when the conduct occurred at HEH. In addition, conduct in these matters is wholly unrelated to the communications area and does not reflect in any way upon the FCC-related activity of PanAmSat, whose operations are largely independent of HEH.

**Names, addresses, citizenship, and percentage interests of stockholders
owning of record and/or voting 10% or more of voting stock**

PanAmSat International Systems, Inc. One Pickwick Plaza Greenwich, CT 06830	USA	100%
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Names and addresses of Officers and Directors of PanAmSat Licensee Corp.

Frederick A. Landman
c/o PanAmSat Corporation
One Pickwick Plaza
Greenwich, CT 06830

R. Douglas Kahn
c/o PanAmSat Corporation
One Pickwick Plaza
Greenwich, CT 06830

Carl A. Brown
c/o PanAmSat Corporation
One Pickwick Plaza
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Kenneth N. Heintz
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James W. Cuminale
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