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VIA HAND DELIVERY

Federal Communications Commission
Office of Secretary

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Received

MAR 16 2005

Policy Branch
International Bureau

RE: Application for Approval to Transfer Authorization Reserving 2 GHz Mobile Satellite Service Spectrum from TMI Communications and Company, L.P., to TerreStar Networks Inc., a Wholly-Owned Subsidiary of Mobile Satellite Ventures, LP.

File No: 189-SAT-LOI-97
IBFS Nos. SAT-LOI-19970926-00161
SAT-AMD-20001103-00158
SAT-MOD-20021114-00237
SAT-ASG-20021211-00238

Dear Ms. Dortch:

Pursuant to Section 1.65 of the Commission's rules, TMI Communications and Company, L.P. and TerreStar Networks Inc. (TerreStar) hereby update the above-captioned applications to reflect non-substantial revisions in the ownership and board of directors of Mobile Satellite Ventures, LP, which is the sole owner of TerreStar. These revisions occurred as a result of a transaction which closed on February 9, 2005.

Please contact Greg Staple at (202) 639-6744 or Matt DelNero at (202) 662-5543 with any questions regarding this matter.

Very truly yours,

Gregory C. Staple / kas

Gregory C. Staple
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1455 Pennsylvania Avenue, N.W.
Washington, D.C. 20004-1008
Counsel to TMI Communications and Co., L.P.

Matthew S. DelNero / kas

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COVINGTON & BURLING
1201 Pennsylvania Ave., N.W.
Washington, D.C. 20004-2401
Counsel to TerreStar Networks Inc.

Mobile Satellite Ventures LP
Current ownership information as of February 9, 2005

Mobile Satellite Ventures Subsidiary LLC ("MSV") is a U.S. limited liability company that is a wholly owned subsidiary of Mobile Satellite Ventures LP ("MSV LP"), a U.S. limited partnership. The general partner of MSV LP is Mobile Satellite Ventures GP Inc. ("MSV GP Inc.").

Equity ownership of MSV LP is as follows:

| | |
|---|-------|
| Motient Corporation and subsidiaries 300 Knightsbridge Parkway Lincolnshire, IL 60609 (U.S. corporation) | 48.8% |
| MSV Investors, LLC c/o MSV Investor Holdings, Inc. 19 West 44 th Street Suite 507 New York, NY 10036 (U.S. limited liability company) | 22.8% |
| TMI Communications and Company, Limited Partnership* 1601 Telesat Court Gloucester, Ontario Canada K1B 1B9 (Canadian Limited Partnership) | 21.8% |
| Funds affiliated with Columbia Capital, LLC 201 North Union Street Suite 300 Alexandria, VA 22314 (U.S. limited liability company) | 5.7% |
| Funds affiliated with Spectrum Equity Investors L.P. 1 International Place 29 th Floor Boston, MA 02110 (U.S. limited partnership) | 0.9% |

*Canadian entity

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Ownership and voting rights in MSV GP Inc. are as follows:

| | |
|---|-------|
| Motient Corporation and subsidiaries 300 Knightsbridge Parkway Lincolnshire, IL 60609 (U.S. corporation) | 48.8% |
| MSV Investors, LLC c/o MSV Investor Holdings, Inc. 19 West 44 th Street Suite 507 New York, NY 10036 (U.S. limited liability company) | 22.8% |
| TMI Communications and Company, Limited Partnership* 1601 Telesat Court Gloucester, Ontario Canada K1B 1B9 (Canadian Limited Partnership) | 21.8% |
| Funds affiliated with Columbia Capital, LLC 201 North Union Street Suite 300 Alexandria, VA 22314 (U.S. limited liability company) | 5.7% |
| Funds affiliated with Spectrum Equity Investors LP 1 International Place 29 th Floor Boston, MA 02110 (U.S. limited partnership) | 0.9% |

*Canadian Entity

On November 21, 2001, the Commission approved of MSV's indirect foreign ownership in excess of 25 percent by TMI, a Canadian entity. See Motient Services Inc., TMI Communications and Company LP, and Mobile Satellite Ventures LLC, *Order and Authorization*, File No. SAT-ASG-20010302-00017 et al. (DA 01-2732) (Nov. 21, 2001).

Officers and Directors

With the exception of Wharton B. Rivers, all of the officers and directors listed below can be reached at:

Mobile Satellite Ventures L.P.
10802 Parkridge Boulevard
Reston, VA 20191
Phone: (703) 390-2700

Mr. Rivers may be reached at:

TerreStar Networks Inc.
7925 Jones Branch Dr.
McLean, VA 22102
(703) 873-2800

1) MSV GP Inc.

A. Directors

| | |
|-----------------------|---------------|
| Gary M. Parsons | Chairman |
| Larry J. Boisvert | Vice Chairman |
| Alexander Good | Vice Chairman |
| Jared Abbruzzese | Director |
| Andrew Africk | Director |
| Donald Gips | Director |
| Ted H. Ignacy | Director |
| Gerry Stevens-Kittner | Director |
| Jeffrey Leddy | Director |
| Rory McCormick | Director |
| Shawn O'Donnell | Director |
| Marc Rowan | Director |
| Rajendra Singh | Director |

B. Officers

| | |
|-------------------|---|
| Carson E. Agnew | President and Chief Operating Officer |
| Larry J. Boisvert | Vice Chairman |
| Santanu Dutta | Vice President, Systems Engineering |
| Alexander Good | Chief Executive Officer and Vice-Chairman |
| Peter Karabinis | Vice President and Chief Technical Officer |
| Monish Kundra | Sr. Vice President, Corporate Development |
| Lon C. Levin | Vice President, Regulatory |
| Gary M. Parsons | Chairman |
| Randy Segal | Sr. Vice President, General Counsel, Secretary |
| Eric A. Swank | Sr. Vice President, Chief Financial Officer and Treasurer |

2) MSV LP

A. The general partner of MSV LP is MSV GP Inc.

B. Officers

| | |
|-----------------|---|
| Carson E. Agnew | President and Chief Operating Officer |
| Santanu Dutta | Vice President, Systems Engineering |
| Alexander Good | Chief Executive Officer |
| Peter Karabinis | Vice President and Chief Technical Officer |
| Monish Kundra | Sr. Vice President, Corporate Development |
| Lon C. Levin | Vice President, Regulatory |
| Randy Segal | Sr. Vice President, General Counsel, Secretary |
| Eric A. Swank | Sr. Vice President, Chief Financial Officer and Treasurer |

3) TerreStar

A. Directors

| | |
|-----------------------|---------------|
| Gary M. Parsons | Chairman |
| Larry J. Boisvert | Vice Chairman |
| Alexander Good | Vice Chairman |
| Jared Abbruzzese | Director |
| Andrew Africk | Director |
| Donald Gips | Director |
| Ted H. Ignacy | Director |
| Gerry Stevens-Kittner | Director |
| Jeffrey Leddy | Director |
| Rory McCormick | Director |
| Shawn O'Donnell | Director |
| Marc Rowan | Director |
| Rajendra Singh | Director |
| Wharton B. Rivers. | Director |

B. Officers

| | |
|-------------------|-------------------------|
| Wharton B. Rivers | President |
| Randy Segal | Secretary |
| Eric Swank | Chief Financial Officer |