

November 17, 2006

Received

NOV 21 2006

VIA HAND DELIVERY

FILED/ACCEPTED Policy Branch
International Bureau

NOV 17 2006

Federal Communications Commission
Office of the Secretary

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th St., S.W.
Washington, DC 20554

**Re: TMI Communications and Company, L.P.
TerreStar Networks Inc.
Application for Assignment of 2 GHz MSS LOI Authorization
FCC File No. SAT-ASG-20021211-00238**

Dear Ms. Dortch:

On November 16, 2006, the undersigned met with the following persons from the Commission's International Bureau: Rod Porter, Gardner Foster, Cassandra Thomas, Fern Jarmulnek, Karl Kensinger, and Steven Spaeth. The purpose of the meeting was to advise the Commission of the parties' plans to file an amendment to the above-referenced application. The application seeks the Commission's consent to assigning a 2 GHz mobile satellite service ("MSS") letter of intent authorization (the "LOI Authorization") from TMI Communications and Company, Limited Partnership ("TMI") to TerreStar Networks Inc. ("TerreStar"). As stated in the meeting, the amendment will report: (1) changes in the ownership of TerreStar; (2) the impending transfer of TMI's 2 GHz MSS authorization in Canada to TerreStar Networks (Canada) Inc. ("TerreStar Canada"); and (3) the terms of the relationship between TerreStar and TerreStar Canada.

Marlene H. Dortch
November 17, 2006
Page 2

Please direct any questions concerning this request to the undersigned.

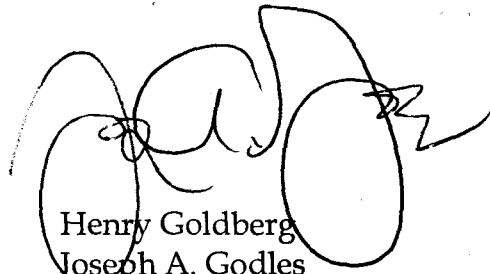
Sincerely,



Gregory C. Staple

VINSON & ELKINS

1455 Pennsylvania Avenue, N.W.
Washington, D.C. 20004
*Counsel to TMI Communications
and Company, Limited Partnership*



Henry Goldberg
Joseph A. Godles

GOLDBERG GODLES
WIENER & WRIGHT

1229 19th Street, N.W.
Washington, D.C. 20036
Counsel to TerreStar Networks Inc.

cc: Rod Porter, FCC
Gardner Foster, FCC
Cassandra Thomas, FCC
Fern Jarmulnek, FCC
Karl Kensinger, FCC
Steven Spaeth, FCC