

Wiley Rein & Fielding LLP

1776 K STREET NW  
WASHINGTON, DC 20006  
PHONE 202.719.7000  
FAX 202.719.7049

Virginia Office  
7925 JONES BRANCH DRIVE  
SUITE 6200  
McLEAN, VA 22102  
PHONE 703.905.2800  
FAX 703.905.2820

www.wrf.com

August 25, 2005

**BY HAND DELIVERY**

Ms. Marlene H. Dortch  
Federal Communications Commission  
236 Massachusetts Avenue, N.E., Suite 110  
Washington, DC 20002

Re: AstroVision International, Inc., Request for Extension of Milestones,  
File Nos. SAT-MOD-20030528-00094, SAT-LOA-20000518-00090,  
SAT-LOA-20000518-00091, Call Signs S2418 and S2419

Dear Ms. Dortch:

AstroVision International, Inc. ("AstroVision"), by its counsel, submits this letter pursuant to Sections 1.65 and 25.111 of the rules of the Federal Communications Commission ("FCC" or "Commission") in connection with the application referenced above for an extension of milestones.<sup>1</sup> Specifically, this letter responds to an oral inquiry from the International Bureau staff regarding the status of AstroVision's contracts, construction and launch of its planned, two-satellite commercial land remote-sensing system in geostationary orbit.

AstroVision has a contract in full force and effect dated March 30, 2001 with Ball Aerospace and Technology Corporation ("Ball") for the development, build and integration of the satellite bus and ground control systems for AstroVision's authorized system. A copy of this contract is on file with the Commission.<sup>2</sup> Pursuant to this contract, Ball has completed the System Requirements Review ("SRR") for the satellite buses and associated systems. Ball has also updated the original satellite system design to include technology improvements that will be used in the Preliminary Design Review ("PDR"). AstroVision has made contract payments amounting to \$938,000.00 to Ball. Attached hereto is a letter from Ball to AstroVision confirming recent activity under the contract.

<sup>1</sup> 47 C.F.R. §§ 1.65 and 25.111 ("The Commission may request from any party at any time additional information concerning any application, or any other submission or pleading regarding and application and filed under this part").

<sup>2</sup> See Contract for AstroVision AVStar Spacecraft and Associated Systems, appended as Attachment 1 to AstroVision International, Inc. Petition for Milestone Extension, File No. SAT-MOD-20030528-00094 (dated May 27, 2003) ("Milestone Extension Petition Contract").

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Federal Communications Commission  
Office of Secretary

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AUG 30 2005

Policy Branch  
International Bureau

Marlene H. Dortch  
August 25, 2005  
Page 2

AstroVision also has a contract in full force and effect dated November 30, 2000 with Malin Space Science Systems Inc. ("MSSS") for the design and development of the visible sensors to be flown on the two satellites. A copy of this contract is on file with the Commission.<sup>3</sup> MSSS has held a SRR on the sensor suite and a PDR/CDR (critical design review) on the optics for all sensors. MSSS has built a prototype of the camera and tested it as evidenced on the MSSS web site ([http://www.msss.com/camera\\_info/index.html](http://www.msss.com/camera_info/index.html)). AstroVision has made contract payments amounting to \$1,034,799.91 to MSSS.

In addition, since filing its milestone extension request, AstroVision has updated its satellite design to reflect the needs of its prospective customers. For example, after discussions with the National Geospatial-Intelligence Agency (NGA) and other agencies of the Department of Defense, AstroVision has updated the design of an optional satellite which has direct implications for Homeland Security. Several of the advances which would be inherent in this design have been incorporated into the updates mentioned with regard to Ball and the satellite bus. NGA is a significant customer for commercial remote sensing and it is only prudent that AstroVision work with NGA with regard to system capabilities and implementations.

AstroVision has also made considerable progress on business development and marketing. For example, AstroVision has been instrumental in the founding of AstroVision Australia (AVA), which is interested in providing weather, environmental, coastal security and natural hazard warning services in Australia and throughout Asia. Notably, AstroVision has entered into an agreement to license intellectual property to AVA in exchange for stock in AVA and its 51% parent company, Horizon Global Ltd, and royalty fees. Implementation of this agreement allows AstroVision to pursue an international strategy with a minimal expenditure of resources, while leveraging the Company's intellectual property into new revenue streams. Additionally, the agreement provides AstroVision a means to refine its business model, deploy its technology and continue its intellectual property development while pursuing its global market development strategy.

AstroVision has not yet secured a launch vehicle. However, the small size of the AstroVision satellites will enable them to be launched as secondary payloads or as primary payloads on a smaller launch vehicle. To that end, AstroVision has not committed to a launch vehicle at this time because doing so would severely limit

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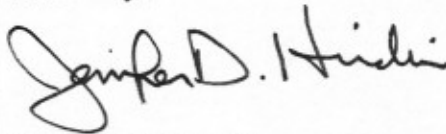
<sup>3</sup> See Milestone Extension Petition Contract, Att. 2.

Marlene H. Dortch  
August 25, 2005  
Page 3

AstroVision's choices. AstroVision is in discussions with providers of smaller launch vehicles which may be more cost effective but have not yet evolved to the point where a commitment is warranted. With AstroVision's satellites being able to be launched as a secondary on a large launch vehicle or being the primary one of several newer, smaller launch vehicles, AstroVision anticipates no difficulty securing a launch vehicle by the launch milestones of September 2007 and December 2008, as requested in AstroVision's currently pending extension request.

Please contact Todd Stansbury (202) 719-4948 or Jennifer Hindin at (202) 719-4975 if there are any additional questions.

Sincerely,



Jennifer D. Hindin

cc: Andrea Kelly  
Jabin Vahora

Attachment



**Ball Aerospace  
& Technologies Corp.**

1600 Commerce Street, Boulder, CO 80301 (303) 939-4000 Fax (303) 939-5315  
Reply to: P.O. Box 1062, Boulder, CO 80306-1062

August 25, 2005  
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AstroVision International, Inc.  
11911 Freedom Drive, Suite 500 A  
Reston, Virginia 20190

Attention: Mr. Charles R. Wasaff  
Chairman, President and CEO

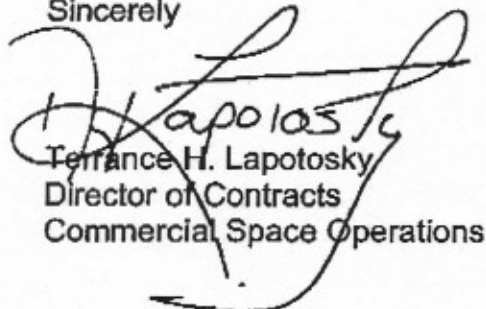
**Subject: AVStar Spacecraft and Associated Systems  
Contract # 0001 (As Amended)  
Revised Payment Schedule**

References: AstroVision (Mr. Charles Wasaff) / BATC (Mr. T. Lapotosky) letter;  
Same Subject, January 10, 2005.  
AstroVision (Mr. Charles Wasaff) / BATC (Mr. T. Lapotosky)  
telecon; Same Subject, August 23, 2005.

Pursuant to the above References, Ball Aerospace and Technologies Corp.  
(BATC) is pleased to confirm the agreed upon change to the AVStar Spacecraft  
contract payments plan effective as of January 10, 2005.

If questions arise or if we may be of further service, please contact the  
undersigned at (303) 939-4888.

Sincerely



Terrance H. Lapotosky  
Director of Contracts  
Commercial Space Operations