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ATTORNEYS AT LAW

August 25, 2006

RECEIVED

AUG 25 2006

Federal Communications Commission
Office of Secretary

BY HAND DELIVERY

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

Re: ***Performance Bond for DIRECTV 11; Call Sign S2640***
File No. SAT-LOA-20040909-00168

Dear Ms. Dortch:

On August 11, 2006, the International Bureau issued a public notice (DA 06-1622) finding that The DIRECTV Group, Inc. ("DIRECTV") has met the contract execution, critical design review, and construction commencement milestones for the DIRECTV 11 Ka-band satellite. In accordance with that public notice and Section 25.165 of the Commission's rules, DIRECTV has reduced the amount of the performance bond associated with that satellite from \$3 million to \$750,000 as evidenced by the attached materials.

Please direct any questions regarding this matter directly to the undersigned.

Sincerely yours,

William M. Wiltshire
Counsel for The DIRECTV Group, Inc.

Enclosure

cc: Robert Nelson
Andrea Kelly



WESTCHESTER FIRE INSURANCE COMPANY
436 Walnut Street, Philadelphia, PA 19106

Bond Rider

To be attached to and made a part of Bond Number **K0718461A**

On behalf of The DirectTV Group, Inc., as Principal, and executed by Westchester Fire Insurance Company, as Surety, in favor of U.S. Treasury as Obligee.

In consideration of the mutual agreements herein contained, the Principal and the Surety hereby consent to the following changes:

Decrease the bond penalty:
from \$3,000,000.00
to \$750,000.00

This change is to become effective August 11, 2006

All other terms and conditions of the above said bond shall remain unchanged.

Signed, sealed and dated this 18th day of August, 2006

Westchester Fire Insurance Company

By: Cesar F. Javier
Cesar F. Javier Attorney-in-fact

The DIRECTV Group, Inc.

By: Paul A. Jones
Title: Assistant Treasurer

Power of Attorney

WESTCHESTER FIRE INSURANCE COMPANY



1101806

157136

Know all men by these presents: That WESTCHESTER FIRE INSURANCE COMPANY, a corporation of the State of New York, having its principal office in the City of Atlanta, Georgia, pursuant to the following Resolution, adopted by the Board of Directors of the said Company on November 8, 1999, to wit:

"RESOLVED, that the following Rules shall govern the execution for the Company of bonds, undertakings, recognizances, contracts and other writings in the nature thereof

- (1) That the President, any Senior Vice President, any Vice President, and Assistant Vice President, or any Attorney-in-Fact, may execute for and on behalf of the Company any and all bonds, undertakings, recognizances, contracts and other writings in the nature thereof, the same to be attested when necessary by the Corporate Secretary, or any Assistant Corporate Secretary, and the seal of the Company affixed thereto; and that the President, any Senior Vice President, any Vice President or any Assistant Vice President may appoint and authorize any other Officer (elected or appointed) of the Company, as Attorneys-In-Fact to so execute or attest to the execution of all such writings on behalf of the Company and to affix the seal of the Company thereto.
- (2) Any such writing executed in accordance with these Rules shall be as binding upon the Company in any case as though signed by the President and attested to by the Corporate Secretary.
- (3) The signature of the President, or a Senior Vice President, or a Vice President, or an Assistant Vice President and the seal of the Company may be affixed by facsimile on any power of attorney granted pursuant to this Resolution, and the signature of a certifying Officer and the seal of the Company may be affixed by facsimile to any certificate of any such power, and any such power or certificate bearing such facsimile signature and seal shall be valid and binding on the Company.
- (4) Such other Officers of the Company, and Attorneys-In-Fact shall have authority to certify or verify copies of this Resolution, the By-Laws of the Company, and any affidavit or record of the Company necessary to the discharge of their duties.
- (5) The passage of this Resolution does not revoke any earlier authority granted by Resolutions of the Board of Directors."

Does hereby nominate, constitute and appoint CESAR F. JAVIER, JEFFREY STRASSNER, CHRISTINA TURMAN, KRISTINE MENDEZ, ADRIANA VALENZUELA, NATALIE K. TROFIMOFF and JORGE A. CORREA all of the City of Los Angeles, State of California, each individually if there be more than one named, its true and lawful attorney-in-fact, to make, execute, seal and deliver on its behalf, and as its act and deed any and all bonds, undertakings, recognizances, contracts and other writings in the nature thereof in penalties not exceeding Twenty Five Million Dollars (\$25,000,000) and the execution of such writings in pursuance of these presents shall be as binding upon said Company, as fully and amply as if they had been duly executed and acknowledged by the regularly elected officers of the Company at its principal office.

IN WITNESS WHEREOF, the said Stephen M. Haney, Vice-President, has hereunto subscribed his name and affixed the corporate seal of the said WESTCHESTER FIRE INSURANCE COMPANY this 21st day of April 2005.



WESTCHESTER FIRE INSURANCE COMPANY

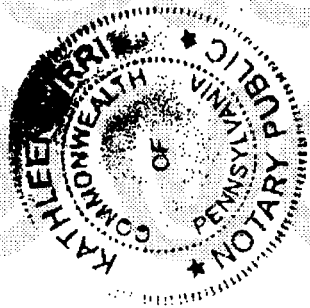
Stephen M. Haney

Stephen M. Haney, Vice President

COMMONWEALTH OF PENNSYLVANIA
COUNTY OF PHILADELPHIA ss.

On this 21st day of April, A.D. 2005, before me, a Notary Public of the Commonwealth of Pennsylvania in and for the County of Philadelphia came Stephen M. Haney, Vice-President of the WESTCHESTER FIRE INSURANCE COMPANY to me personally known to be the individual and officer who executed the preceding instrument, and he acknowledged that he executed the same, and that the seal affixed to the preceding instrument is the corporate seal of said Company; that the said corporate seal and his signature were duly affixed by the authority and direction of the said corporation, and that Resolution, adopted by the Board of Directors of said Company, referred to in the preceding instrument, is now in force.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Philadelphia the day and year first above written.



NOTARIAL SEAL
Kathleen Tirri, Notary Public
Philadelphia, Philadelphia County
My commission expires September 22, 2007

Kathleen Tirri

Notary Public

I, the undersigned Secretary of WESTCHESTER FIRE INSURANCE COMPANY, do hereby certify that the original POWER OF ATTORNEY, of which the foregoing is a substantially true and correct copy, is in full force and effect.

In witness whereof, I have hereunto subscribed my name as Secretary, and affixed the corporate seal of the Corporation, this _____ day of

AUG 18 2006



George D. Mulligan

George D. Mulligan, Secretary

THIS POWER OF ATTORNEY MAY NOT BE USED TO EXECUTE ANY BOND WITH AN INCEPTION DATE AFTER April 21, 2007.

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Los Angeles

On AUG 18 2006 before me, Natalie K. Trofimoff, Notary Public

personally appeared Cesar F. Javier

personally known to me - OR -

proved to me on the basis of satisfactory evidence the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.

Natalie K. Trofimoff
SIGNATURE OF NOTARY

Notary Public Seal

OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

DESCRIPTION OF ATTACHED DOCUMENT:

TITLE OR TYPE OF DOCUMENT: _____

DOCUMENT DATE: _____

CAPACITY(IES) CLAIMED BY SIGNER(S)

Signer's Name: _____

Signer's Name _____

INDIVIDUAL
 CORPORATE OFFICER
Title(s) _____

INDIVIDUAL
 CORPORATE OFFICER
Title(s) _____

PARTNER(S) LIMITED GENERAL
X ATTORNEY-IN-FACT
 TRUSTEE(S)

PARTNER(S) LIMITED GENERAL
 ATTORNEY-IN-FACT
 TRUSTEE(S)

GUARDIAN/CONSERVATOR
 OTHER: _____

GUARDIAN/CONSERVATOR
 OTHER: _____

Signer is representing:
NAME OF PERSON(S) OR ENTITY(IES)

Signer is representing:
NAME OF PERSON(S) OR ENTITY(IES)

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California
County of Los Angeles

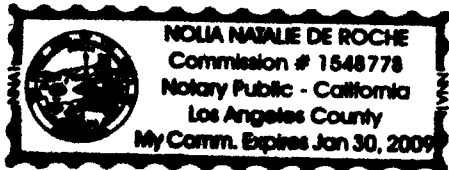
On Aug 23rd, 2006 before me, Nolia N. DeRoche, (Notary Public)
personally appeared Paul James

personally known to me – OR

proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(ies), and that by his/~~her/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

Notary Public Seal

WITNESS my hand and official seal.



Signature *Paul James*

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document

Description of Attached Document

Title or Type of Document: Westchester Fire Insurance Bond Rider

Document Date: _____ Number of Pages _____

Signer(s) other than Named Above _____

Capacity(ies) Claimed by Signer _____

Signer's Name: _____

- Individual
- Corporate Officer Title(s) Asst. Treasurer
- Partner Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other _____

Signer is representing DIRECTV Group