

December 13, 2004

VIA HAND DELIVERY

Received

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

Policy Branch
International Bureau

Federal Communications Commission
Office of Secretary

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:

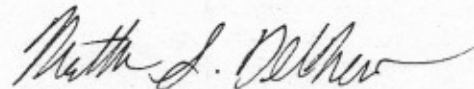
Pursuant to Section 1.65 of the Commission's rules, TMI Communications and Company, L.P. and TerreStar Networks Inc. (TerreStar) hereby update the above-captioned applications to reflect non-substantial revisions in the ownership and board of directors of Mobile Satellite Ventures, LP, which is the sole owner of TerreStar. These revisions occurred as a result of a transaction which closed on November 12, 2004.

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



Matthew S. DelNero
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 December 13, 2004

Mobile Satellite Ventures LP ("MSV LP") is 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)	38.590%
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)	22.795%
TMI Communications and Company, Limited Partnership* 1601 Telesat Court Gloucester, Ontario Canada K1B 1B9 (Canadian Limited Partnership)	21.808%
Funds affiliated with Columbia Capital, LLC 201 North Union Street Suite 300 Alexandria, VA 22314 (U.S. limited liability company)	7.843%
Funds affiliated with Telcom Ventures, LLC 211 North Union Street Suite 360 Alexandria, VA 22314 (U.S. limited liability company)	6.603%
Funds affiliated with Spectrum Equity Investors L.P. 1 International Place 29 th Floor Boston, MA 02110 (U.S. limited partnership)	2.343%

*Canadian entity

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

Motient Corporation and subsidiaries 300 Knightsbridge Parkway Lincolnshire, IL 60609 (U.S. corporation)	38.590%
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)	22.795%
TMI Communications and Company, Limited Partnership* 1601 Telesat Court Gloucester, Ontario Canada K1B 1B9 (Canadian Limited Partnership)	21.808%
Funds affiliated with Columbia Capital, LLC 201 North Union Street Suite 300 Alexandria, VA 22314 (U.S. limited liability company)	7.843%
Funds affiliated with Telcom Ventures, LLC 211 North Union Street Suite 360 Alexandria, VA 22314 (U.S. limited liability company)	6.603%
Funds affiliated with Spectrum Equity Investors LP 1 International Place 29 th Floor Boston, MA 02110 (U.S. limited partnership)	2.343%

*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

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

1) **MSV GP Inc.**

A. Directors

Gary M. Parsons	Chairman
Jared Abbruzzese	Director
Andrew Africk	Director
Larry J. Boisvert	Vice Chairman
Donald Gips	Director
Alexander Good	Vice Chairman
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