

STEPTOE & JOHNSON ^{LLP}

ATTORNEYS AT LAW

1330 Connecticut Avenue, NW
Washington, DC 20036-1795
Tel 202.429.3000
Fax 202.429.3902
steptoe.com

Received
JAN 13 2004
Policy Branch
International Bureau

December 31, 2003

Via HAND DELIVERY

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street SW
Washington, DC 20554

RECEIVED

DEC 31 2003

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Int'l Bureau

JAN 05 2004

Front Office

Re: **Conversion and Name Change of EchoStar Satellite Corporation to EchoStar Satellite L.L.C.**
See Attachment 2 for Associated Call Signs and File Numbers

Dear Ms. Dortch

This letter is to notify you that, effective today, EchoStar Satellite Corporation ("ESC") is being converted from a Colorado corporation into a Colorado Limited Liability Company, and that its name is being changed to EchoStar Satellite L.L.C. Attached is a copy of the Certificate of Conversion filed with the Colorado Secretary of State (Attachment 1).

No changes to corporate ownership or control will occur as a result of the conversion and name change. EchoStar Satellite L.L.C. will remain a wholly owned subsidiary of EchoStar DBS Corporation, which is a wholly owned subsidiary of EchoStar Orbital Corporation, which in turn is a wholly owned subsidiary of EchoStar Communications Corporation ("ECC").

Please update your records accordingly with respect to the attached list of station license call signs and pending applications held or filed by ESC (Attachment 2).

Marlene H. Dortch
December 31, 2003
Page 2

If you have any questions about the above, please contact the undersigned.

Sincerely,

A handwritten signature in black ink that reads "Pantelis Michalopoulos /DCM". The signature is written in a cursive style.

Pantelis Michalopoulos
Steptoe & Johnson LLP
Counsel for EchoStar Satellite L.L.C.

cc:

Jennifer Gilsean, International Bureau, FCC
JoAnn Lucanik, International Bureau, FCC

ATTACHMENT 1
CERTIFICATE OF CONVERSION

FILED
DEBORA DAVIDSON
COLORADO SECRETARY OF STATE

CERTIFICATE OF CONVERSION

OF

ECHOSTAR SATELLITE CORPORATION

20031410892 C
\$ 110.00
SECRETARY OF STATE
12-31-2003 11:36:26

19871717631

Pursuant to the provisions of the Colorado Corporations and Association Act (the "Act"), the entity listed below, having approved and complied with the terms and conditions of the conversion in accordance with Section 7-90-201 of the Act to convert EchoStar Satellite Corporation to a limited liability company, does adopt and file the Certificate of Conversion with the Secretary of State of Colorado.

ARTICLE I

The name of the corporation, address, form of entity, and state of organization of the converting entity is:

EchoStar Satellite Corporation
9601 South Meridian Boulevard
Englewood, Colorado 80112

A corporation organized and existing under the laws of the state of Colorado.

ARTICLE II

The name, address, form of entity, and state of organization of the resulting entity is:

EchoStar Satellite L.L.C.
9601 South Meridian Boulevard
Englewood, Colorado 80112

A limited liability company organized and existing under the laws of the state of Colorado.

ARTICLE III

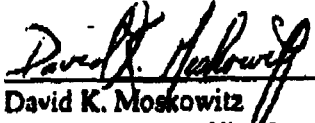
The number of the votes cast for the proposal to convert was sufficient for approval

ARTICLE IV

The effective date of the conversion shall be 12/31/03.

COMPUTER UPDATE COMPLETE
MJ

IN WITNESS WHEREOF, the undersigned has signed and acknowledged this Certificate of Conversion this 31st day of December, 2003.



David K. Moskowitz
Secretary, Senior Vice President and General Counsel

The (a) name or names, and (b) the mailing address or addresses, of any one or more of the individuals who cause this document to be delivered for filing, and to whom the Secretary of State may deliver notice if filing of this document is refused, are Tracy Myers and Dana E. Steele, 303-723-1600, 303-723-1699 (fax), 9601 South Meridian Boulevard, Englewood, Colorado 80112.

ATTACHMENT 2

**CONVERSION AND NAME CHANGE
OF ECHOSTAR SATELLITE CORPORATION
TO ECHOSTAR SATELLITE L.L.C.**

1. Space Station License Call Signs Affected

DBS8801
DBS8802
DBS8808
S2231
S2232
S2439
S2143
S2179
S2142
S2178
S2490
ECHO4

2. Earth Station License Call Signs Affected

E890631	E950252	E950253	E950287
E950288	E980005	E980047	E980081
E980082	E980117	E980118	E980127
E980128	E980142	E980143	E990138
E990139	E990309	E990310	E030038
E970394	E970395	E970396	E980174
E980178	E980180	E010240	E010241
E010242	E010266	E020233	E020306
E020307	E030167	E030168	

3. Pending Space Station Applications Affected

Call Sign	Application Number
S2142	SAT-MOD-19961227-00144; SAT-MOD-19990329-00037
S2495	SAT-LOA-20030827-00182
S2608	SAT-LOA-20031212-00354
S2499	SAT-LOA-20030827-00186; SAT-AMD-20031203-00345
S2492	SAT-LOA-20030827-00179; SAT-AMD-20031126-00343
S2500	SAT-LOA-20030827-00187
S2607	SAT-LOA-20031211-00350
S2498	SAT-LOA-20030827-00185
S2493	SAT-LOA-20030827-00180
S2609	SAT-LOA-20031215-00355
S2601	SAT-LOA-20031103-00322
S2440	SAT-LOA-20020328-00050
S2441	SAT-LOA-20020328-00051
S2442	SAT-LOA-20020328-00052
S2453	SAT-LOA-20030605-00109
S2450	SAT-LOA-20030606-00107
S2454	SAT-LOA-20030609-00113
DBS8801	SAT-MOD-20031219-XXXXX