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Federal Communication Commission  
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*BY HAND DELIVERY*

**PUBLIC COPY (REDACTED)**

Mr. Robert Nelson  
Chief, Satellite Division  
International Bureau  
Federal Communications Commission  
445 Twelfth Street, S.W.  
Washington, DC 20554

**Re: SES Americom, Inc., File No. SAT-MOD-20060929-00113  
Amendment to Memorandum of Agreement among Telesat Canada,  
EchoStar Satellite L.L.C. and SES Americom, Inc.**

Dear Mr. Nelson:

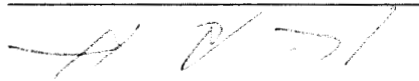
SES Americom, Inc. ("SES Americom"), by its attorneys, hereby submits a redacted copy of Amending Agreement No. 1 ("Amendment") to the Memorandum of Agreement by and among Telesat Canada, EchoStar Satellite L.L.C. and SES Americom in support of the above-referenced application for modification of the AMC-16 license. SES Americom is concurrently filing an unredacted copy of the Amendment with a request for confidential treatment.

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Please address any questions regarding this matter to the undersigned.

Respectfully submitted,

SES Americom, Inc.

By 

Peter A. Rohrbach  
Karis A. Hastings

Counsel for SES Americom, Inc.

Enclosure

REDACTED

**THIS AMENDING AGREEMENT NO. 1** is made in triplicate as of the 8<sup>th</sup> day of September, 2006.

**BY AND AMONG:**

**TELESAT CANADA**, a company incorporated under the laws of Canada, with offices at 1601 Telesat Court, Gloucester, Ontario K1B 5P4, Canada (hereinafter referred to as "Telesat");

**AND: ECHOSTAR SATELLITE L.L.C.**, a limited liability company organized under the laws of the State of Colorado, with offices at 9601 S. Meridian Blvd., Englewood, Colorado USA 80112 (hereinafter referred to as "EchoStar");

**AND: SES AMERICOM, INC.**, a company incorporated under the laws of the State of Delaware, with offices at Four Research Way, Princeton, New Jersey, USA 08540 (hereinafter referred to as "SES AMERICOM").

**WHEREAS**, the Parties entered into a Memorandum of Agreement dated June 20, 2005 (the "MOA").

**WHEREAS**, the Parties desire to amend the MOA.

**NOW THEREFORE THIS AMENDING AGREEMENT NO. 1 WITNESSETH THAT**, in consideration of the mutual covenants agreement herein contained, the Parties hereto agree as follows:

1.0 The following new Section 12 shall be added:

12. Operation and Use of Ka-band on AMC-16. Telesat filed a request with Industry Canada on July 7, 2006 for authorization to use the Ka-band payload of AMC-16 to provide a service into Canada (the "Industry Canada Ka-Band Approval"). Telesat agrees to consult regularly with EchoStar and SES AMERICOM during the regulatory process for the Industry Canada Ka-Band Approval, and shall advise EchoStar and SES AMERICOM on a timely basis of all material developments concerning such process. Telesat agrees that if any filing or submission made by Telesat during the regulatory process for the Industry Canada Ka-Band Approval mentions EchoStar or SES AMERICOM or any of the terms or conditions set forth in this Agreement, then it shall obtain the prior approval of EchoStar and SES AMERICOM before filing or submitting such material to any governmental entities, such approval not to be unreasonably withheld or delayed. Upon the request of Telesat, SES AMERICOM agrees to provide reasonable support to assist Telesat in the regulatory process for the Industry Canada Ka-Band Approval. Promptly upon the receipt of the authorization from Industry Canada, SES AMERICOM shall commence operations of the Ka-band payload of AMC-16 for the Term of the MOA. Notwithstanding Section 8 (Exclusive Use by EchoStar) in the MOA, the Parties agree that Telesat shall be entitled to use and provide Ka-band services from AMC-16 for the Term of the MOA.

REDACTED

REDACTED

REDACTED

2.0 In all other respects, the Parties confirm the terms and conditions of the MOA continue in full force and effect.

IN WITNESS WHEREOF each of the Parties hereto has duly executed this Amending Agreement No. 1 under the hands of its proper officers duly authorized in that behalf as of the day and year first written above.

TELESAT CANADA

ECHOSTAR SATELLITE L.L.C.

BY: [Signature]  
NAME: Tennifer Fortas  
TITLE: VP Law

BY: [Signature]  
NAME: Charles Ergen  
TITLE: CEO  
DATE: September 11, 2006

BY: [Signature]  
NAME: Paul Bush  
TITLE: VP Corp Dev + Broadcast. Fin.  
DATE: Sept 8, 2006.

SES AMERICOM, INC.

BY: \_\_\_\_\_  
NAME: \_\_\_\_\_  
TITLE: \_\_\_\_\_  
DATE: \_\_\_\_\_

REDACTED

REDACTED

2.0 In all other respects, the Parties confirm the terms and conditions of the MOA continue in full force and effect.

IN WITNESS WHEREOF each of the Parties hereto has duly executed this Amending Agreement No. 1 under the hands of its proper officers duly authorized in that behalf as of the day and year first written above.

**TELESAT CANADA**

BY: [Signature]  
NAME: Jennifer Pertus  
TITLE: VP Law  
BY: [Signature]  
NAME: Paul Bost  
TITLE: VP Corp Dev + Broadcasting  
DATE: Sept 8, 2006

**ECHOSTAR SATELLITE L.L.C.**

BY: \_\_\_\_\_  
NAME: \_\_\_\_\_  
TITLE: \_\_\_\_\_  
DATE: \_\_\_\_\_

**SES AMERICOM, INC.**

BY: [Signature]  
NAME: Anders N. Johnson  
TITLE: Senior Vice President  
DATE: 12 Sept 06