



GRANTED
International Bureau

File # SAT-MOD-20071212-00175

Call Sign S2741 Grant Date 4/3/2008
(or other identifier)

Term Dates
From: 1/27/2008 To: 1/27/2018

Approved by OMB
3060-0678

Approved:

[Signature]
Robert E. Nelson
Special Agent in Charge

Date & Time Filed: Dec 12 2007 5:38:35:653PM

File Number: SAT-MOD-20071212-00173

FCC APPLICATION FOR SPACE AND EARTH STATION:MOD OR AMD - MAIN FORM

FCC Use Only

FCC 312 MAIN FORM FOR OFFICIAL USE ONLY

APPLICANT INFORMATION

Enter a description of this application to identify it on the main menu:
Minor Modification of EchoStar's Authority To Operate EchoStar 3 at 61.5 W.L.

1-8. Legal Name of Applicant

Name: EchoStar Satellite Operating Corporation

Phone Number: 303-723-1000

DBA Name:

Fax Number: 303-723-1699

Street: 9601 South Meridian Boulevard

E-Mail:

City: Englewood

State: CO

Country: USA

Zipcode: 80112

Attention: Linda Kinney - (202)293-0981

Attachment
File No. SAT-MOD-20071212-00173
Call Sign S2741
April 3, 2008

The application of EchoStar Corporation (EchoStar), File No. SAT-MOD-20071212-00173, to renew its license is granted. Accordingly, EchoStar is authorized to continue to operate its Direct Broadcast Satellite, EchoStar 3 (Call Sign S2741), at the 61.5° W.L. orbital location with an east-west station-keeping tolerance of +/- 0.05 degrees, on channels 2-22 (even) and channels 25-32 (even and odd), in the 12.2-12.7 GHz (space-to-Earth) and 17.3-17.8 GHz (Earth-to-space) frequency bands. This authorization expires on January 27, 2018. EchoStar's operation of EchoStar 3 must be in accordance with the technical specifications set forth in the application, EchoStar 3's current authorization, all existing coordination agreements for that location, this Attachment, and the Commission's rules.

This action is issued pursuant to Section 0.261 of the Commission's rules on delegated authority, 47 C.F.R. § 0.261, and is effective immediately.



File # SAT-MOD-20071212-00173
Call Sign S2741 Grant Date 4/3/2008
(or other identifier)

Term Dates
From: 1/27/2008 To: 1/27/2018

Approved: [Signature]
Robert G. Nelson
Chief Satellite Division

9-16. Name of Contact Representative

| | | | |
|-------------------|---------------------------|----------------------|---------------|
| Name: | Pantelis Michalopoulos | Phone Number: | 202-429-3000 |
| Company: | Steptoe & Johnson LLP | Fax Number: | 202-429-3902 |
| Street: | 1330 Connecticut Ave., NW | E-Mail: | |
| City: | Washington | State: | DC |
| Country: | USA | Zipcode: | 20036- |
| Attention: | | Relationship: | Legal Counsel |

CLASSIFICATION OF FILING

17. Choose the button next to the classification that applies to this filing for both questions a. and b. Choose only one for 17a and only one for 17b.

- a1. Earth Station
- a2. Space Station

- (N/A) b1. Application for License of New Station
- (N/A) b2. Application for Registration of New Domestic Receive-Only Station
- b3. Amendment to a Pending Application
- b4. Modification of License or Registration
- b5. Assignment of License or Registration
- b6. Transfer of Control of License or Registration
- b7. Notification of Minor Modification
- (N/A) b8. Application for License of New Receive-Only Station Using Non-U.S. Licensed Satellite
- (N/A) b9. Letter of Intent to Use Non-U.S. Licensed Satellite to Provide Service in the United States
- (N/A) b10. Other (Please specify)
- (N/A) b11. Application for Earth Station to Access a Non-U.S. satellite Not Currently Authorized to Provide the Proposed Service in the Proposed Frequencies in the United States
- (N/A) b12. Application for Database Entry
- b13. Amendment to a Pending Database Entry Application
- b14. Modification of Database Entry

17c. Is a fee submitted with this application?
 If Yes, complete and attach FCC Form 159. If No, indicate reason for fee exemption (see 47 C.F.R. Section 1.1114).
 Governmental Entity Noncommercial educational licensee
 Other (please explain): This is a minor modification therefore no fee applies.

17d.

Fee Classification BFY – Space Station Modification (Geostationary)

| | |
|--|--|
| <p>18. If this filing is in reference to an existing station, enter: (a) Call sign of station: S2741</p> | <p>19. If this filing is an amendment to a pending application enter both fields, if this filing is a modification please enter only the file number: (a) Date pending application was filed: (b) File number: SATMOD1997111700182</p> |
|--|--|

TYPE OF SERVICE

20. NATURE OF SERVICE: This filing is for an authorization to provide or use the following type(s) of service(s): Select all that apply:

- a. Fixed Satellite
- b. Mobile Satellite
- c. Radiodetermination Satellite
- d. Earth Exploration Satellite
- e. Direct to Home Fixed Satellite
- f. Digital Audio Radio Service
- g. Other (please specify) Direct Broadcast Satellite (DBS)

21. STATUS: Choose the button next to the applicable status. Choose only one.

- Common Carrier
- Non-Common Carrier

22. If earth station applicant, check all that apply.

- Using U.S. licensed satellites
- Using Non-U.S. licensed satellites

23. If applicant is providing INTERNATIONAL COMMON CARRIER service, see instructions regarding Sec. 21.4 filings. Choose one: Are these facilities:

- Connected to a Public Switched Network
- Not connected to a Public Switched Network
- N/A

24. FREQUENCY BAND(S): Place an 'X' in the box(es) next to all applicable frequency band(s).

- a. C-Band (4/6 GHz)
- b. Ku-Band (12/14 GHz)
- c. Other (Please specify upper and lower frequencies in MHz.)
Frequency Lower: 12200 Frequency Upper: 17800 (Please specify additional frequencies in an attachment)

TYPE OF STATION

25. CLASS OF STATION: Choose the button next to the class of station that applies. Choose only one.

- a. Fixed Earth Station
- b. Temporary-Fixed Earth Station
- c. 12/14 GHz VSAT Network
- d. Mobile Earth Station
- e. Geostationary Space Station
- f. Non-Geostationary Space Station
- g. Other (please specify)

26. TYPE OF EARTH STATION FACILITY:

- Transmit/Receive
- Transmit-Only
- Receive-Only
- N/A

"For Space Station applications, select N/A."

PURPOSE OF MODIFICATION

27. The purpose of this proposed modification is to: (Place an 'X' in the box(es) next to all that apply.)

- a ___ authorization to add new emission designator and related service
- b ___ authorization to change emission designator and related service
- c ___ authorization to increase EIRP and EIRP density
- d ___ authorization to replace antenna
- e ___ authorization to add antenna
- f ___ authorization to relocate fixed station
- g ___ authorization to change frequency(ies)
- h ___ authorization to add frequency
- i ___ authorization to add Points of Communication (satellites & countries)
- j ___ authorization to change Points of Communication (satellites & countries)
- k ___ authorization for facilities for which environmental assessment and radiation hazard reporting is required
- l ___ authorization to change orbit location
- m ___ authorization to perform fleet management
- n ___ authorization to extend milestones
- o ___ Other (Please specify)

ENVIRONMENTAL POLICY

28. Would a Commission grant of any proposal in this application or amendment have a significant environmental impact as defined by 47 CFR 1.1307? IF YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission's rules, 47 C.F.R. 1.1308 and 1.1311, as an exhibit to this application. A Radiation Hazard Study must accompany all applications for new transmitting facilities, major modifications, or major amendments.

Yes No

ALIEN OWNERSHIP Earth station applicants not proposing to provide broadcast, common carrier, aeronautical en route or aeronautical fixed radio station services are not required to respond to Items 30–34.

29. Is the applicant a foreign government or the representative of any foreign government?

Yes No

30. Is the applicant an alien or the representative of an alien?

Yes No N/A

31. Is the applicant a corporation organized under the laws of any foreign government?

Yes No N/A

32. Is the applicant a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?

Yes No N/A

33. Is the applicant a corporation directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country? Yes No N/A

34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as an exhibit an identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote.

BASIC QUALIFICATIONS

35. Does the Applicant request any waivers or exemptions from any of the Commission's Rules? Yes No
If Yes, attach as an exhibit, copies of the requests for waivers or exceptions with supporting documents.

36. Has the applicant or any party to this application or amendment had any FCC station authorization or license revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission? If Yes, attach as an exhibit, an explanation of circumstances. Yes No

Question 36

37. Has the applicant, or any party to this application or amendment, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court? If Yes, attach as an exhibit, an explanation of circumstances. Yes No

38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition? If Yes, attach as an exhibit, an explanation of circumstances Yes No

39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the preceding two items? If yes, attach as an exhibit, an explanation of the circumstances. Yes No

40. If the applicant is a corporation and is applying for a space station license, attach as an exhibit the names, address, and citizenship of those stockholders owning a record and/or voting 10 percent or more of the Filer's voting stock and the percentages so held. In the case of fiduciary control, indicate the beneficiary(ies) or class of beneficiaries. Also list the names and addresses of the officers and directors of the Filer. Yes No Question 40

41. By checking Yes, the undersigned certifies, that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.

Yes No

42a. Does the applicant intend to use a non-U.S. licensed satellite to provide service in the United States? If Yes, answer 42b and attach an exhibit providing the information specified in 47 C.F.R. 25.137, as appropriate. If No, proceed to question 43.

Yes No

42b. What administration has licensed or is in the process of licensing the space station? If no license will be issued, what administration has coordinated or is in the process of coordinating the space station?

43. Description. (Summarize the nature of the application and the services to be provided). (If the complete description does not appear in this box, please go to the end of the form to view it in its entirety.)

EchoStar Satellite Operating Corporation seeks to renew its authority to operate its EchoStar 3 satellite at the 61.5 W.L. orbital location. See attached narrative.

Narrative

43a. Geographic Service Rule Certification

By selecting A, the undersigned certifies that the applicant is not subject to the geographic service or geographic coverage requirements specified in 47 C.F.R. Part 25.

A

By selecting B, the undersigned certifies that the applicant is subject to the geographic service or geographic coverage requirements specified in 47 C.F.R. Part 25 and will comply with such requirements.

B

By selecting C, the undersigned certifies that the applicant is subject to the geographic service or geographic coverage requirements specified in 47 C.F.R. Part 25 and will not comply with such requirements because it is not feasible as a technical matter to do so, or that, while technically feasible, such services would require so many compromises in satellite design and operation as to make it economically unreasonable. A narrative description and technical analysis demonstrating this claim are attached.

C

CERTIFICATION

The Applicant waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. The applicant certifies that grant of this application would not cause the applicant to be in violation of the spectrum aggregation limit in 47 CFR Part 20. All statements made in exhibits are a material part hereof and are incorporated herein as if set out in full in this application. The undersigned, individually and for the applicant, hereby certifies that all statements made in this application and in all attached exhibits are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

44. Applicant is a (an): (Choose the button next to applicable response.)

- Individual
- Unincorporated Association
- Partnership
- Corporation
- Governmental Entity
- Other (please specify)

45. Name of Person Signing

Linda Kinney

46. Title of Person Signing

Vice President – Law and Regulation

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND / OR IMPRISONMENT
(U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION
(U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

FCC NOTICE REQUIRED BY THE PAPERWORK REDUCTION ACT

The public reporting for this collection of information is estimated to average 2 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the required data, and completing and reviewing the collection of information. If you have any comments on this burden estimate, or how we can improve the collection and reduce the burden it causes you, please write to the Federal Communications Commission, AMD-PERM, Paperwork Reduction Project (3060-0678), Washington, DC 20554. We will also accept your comments regarding the Paperwork Reduction Act aspects of this collection via the Internet if you send them to jboley@fcc.gov. PLEASE DO NOT SEND COMPLETED FORMS TO THIS ADDRESS.

Remember – You are not required to respond to a collection of information sponsored by the Federal government, and the government may not conduct or sponsor this collection, unless it displays a currently valid OMB control number or if we fail to provide you with this notice. This collection has been assigned an OMB control number of 3060-0678.

THE FOREGOING NOTICE IS REQUIRED BY THE PAPERWORK REDUCTION ACT OF 1995, PUBLIC LAW 104-13, OCTOBER 1, 1995, 44 U.S.C. SECTION 3507.

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

| | | |
|--|---|---------------------|
| In the Matter of |) | |
| |) | |
| ECHOSTAR SATELLITE OPERATING CORPORATION |) | Call Sign: S2741 |
| |) | |
| Application for Renewal of Authority to Operate EchoStar 3 at 61.5° W.L. |) | File No. SAT- _____ |
| |) | |

**APPLICATION FOR RENEWAL OF AUTHORITY TO OPERATE
ECHOSTAR 3 AT 61.5° W.L.**

Pursuant to Section 308, 309 and 319 of the Communications Act of 1934, as amended, 47 U.S.C. §§ 308, 309 and 319, Part 25 of the Commission’s rules, 47 C.F.R. Part 25, EchoStar Satellite Operating Corporation (“EchoStar”)¹ files this application² to renew its authority to operate the EchoStar 3 satellite at the 61.5° W.L. orbital location to January 27, 2018.³

¹ EchoStar has recently filed applications for the *pro forma* assignment and transfer of control of its DBS license at the 61.5° W.L. orbital location to EchoStar Holding Corporation as part of a planned corporate restructuring and spin-off. These applications were recently granted, but have not yet been consummated. See File Nos. SAT-ASG-20071108-00154, SAT-T/C-20071108-00150; Public Notice, *Policy Branch Information – Actions Taken*, DA 07-4655 (rel. Nov. 16, 2007). Upon consummation, EchoStar will file a letter under 47 C.F.R. §1.65 substituting EchoStar Holding Corporation as the applicant on this application.

² This application qualifies as a minor modification because it proposes no change to orbital location or authorized frequencies, nor will it increase the potential for interference. Rather, EchoStar is requesting renewal of its authority to continue to operating EchoStar 3 at 61.5° W.L.

³ EchoStar is close to finalizing plans for supplementing and/or replacing EchoStar 3, and will apply for all necessary authority from the Commission to implement those plans.

The Commission originally granted EchoStar authority to operate EchoStar 3 at 61.5° on January 28, 1998 using the even channels between 2 and 22.⁴ The instrument of authorization stated that the term of the license for EchoStar 3 would expire on January 27, 2008. On September 27, 2007, the Commission granted EchoStar's request to assign DBS channels 25 to 32, held by Dominion Video Satellite, Inc. ("Dominion") to EchoStar.⁵ In this grant, the Commission established a new call sign, S2741, which encompasses both the authority associated with EchoStar 3 at 61.5° W.L. and the Dominion authority. EchoStar also requests that the Commission renew EchoStar 3's authority to operate on channels 25 to 32 at 61.5° W.L., to the extent these channels now share the same expiration date as the original grant for the even channels between 2 and 22.

Because the original EchoStar 3 license expires on January 27, 2008, EchoStar hereby requests a renewal of this license to continue to operate EchoStar 3 at 61.5° W.L. for another ten years to January 27, 2018. EchoStar is currently providing international, high-definition ("HD") and local programming using the EchoStar 3 satellite at 61.5° W.L.⁶ EchoStar has provided continuous DBS service from its various orbital locations since 1996, and is now a leading multichannel video programming distributor ("MVPD") with over 13.5 million subscribers.

⁴ See Letter from Regina M. Keeney, Bureau Chief, Federal Communications Commission to Direct Broadcasting Satellite Corporation, 13 FCC Rcd 10395, DA 98-161 (Jan. 28, 1998).

⁵ See Grant, File No. SAT-ASG-20070608-00081.

⁶ As the Commission is aware, EchoStar 3 has experienced transponder failures in the past due to traveling wave tube amplifier ("TWTA") anomalies. See *EchoStar Satellite Operating Corporation, Application for Extension and Modification of Special Temporary Authority to Operate Direct Broadcast Satellite Service over Channels 23 and 24 at the 61.5° W.L. Orbital Location*, Order and Authorization, 22 FCC Rcd 2223, at ¶¶ 4-6 (2007). There have been no further transponder failures since October 2006, and the satellite itself remains in good health.

The requested renewal will serve the public interest by enabling EchoStar to continue providing high-quality DBS services to its customers from the 61.5° W.L. orbital location. Continued access to the DBS frequencies at 61.5° W.L. is also important to ensure that EchoStar can continue to provide international, HD and local programming. Indeed, EchoStar's ability to compete in this market would be seriously impaired without the continued ability to provide service from the 61.5° W.L. orbital location.

For the foregoing reasons, EchoStar respectfully requests that the Commission promptly grant this application for a minor modification to extend the expiration date on the EchoStar 3 license to January 27, 2018.

Respectfully submitted,
EchoStar Satellite Operating Corporation

/s/

Pantelis Michalopoulos
 Petra A. Vorwig
 Steptoe & Johnson LLP
 1330 Connecticut Avenue N.W.
 Washington, D.C. 20036
 (202) 429-3000
*Counsel for EchoStar Satellite
 Operating Corporation*

Linda Kinney
 Vice President, Law and Regulation
 Brad Gillen
 Director and Senior Corporate Counsel
 EchoStar Satellite Operating Corporation
 1233 20th Street, N.W.
 Suite 302
 Washington, DC 20036-2396
 (202) 293-0981

December 12, 2007

Response to Question 36

In a Memorandum Opinion and Order released May 16, 2002, the Satellite Division of the International Bureau cancelled two conditional construction permits held by affiliates of the applicant EchoStar Satellite Operating Corporation (with its affiliates, “EchoStar”) for 22 channels at the 175° W.L. orbital location. *See In the Matter of EchoStar Satellite Corporation, Directsat Corporation, Direct Broadcasting Satellite Corporation, Consolidated Request for Additional Time to Commence Operation*, Memorandum Opinion and Order, DA 02-1164 (rel. May 16, 2002).

By Order released July 1, 2002, the International Bureau cancelled EchoStar’s license for a Ka-band satellite system and dismissed a related modification application filed by EchoStar. *See In the Matter of EchoStar Satellite Corporation; Application for Authority to Construct, Launch, and Operate a Ka-band Satellite System in the Fixed-Satellite Service*, Memorandum Opinion and Order, DA 02-1534 (rel. July 1, 2002). On November 8, 2002, the International Bureau reinstated EchoStar’s license for a Ka-band system as well as the related modification application. *See In the Matter of EchoStar Satellite Corporation; Application for Authority to Construct, Launch, and Operate a Ka-band Satellite System in the Fixed-Satellite Service*, Memorandum Opinion and Order, DA 02-3085 (rel. Nov. 8, 2002).

In a Memorandum Opinion and Order released April 29, 2004, the International Bureau denied, in part, four applications filed by EchoStar to operate GSO FSS satellites using the Ka and/or Extended Ku-bands at the 83° W.L., 105° W.L., 113° W.L., and 121° W.L orbital locations. *See In the Matter of EchoStar Satellite LLC, Applications for Authority to Construct, Launch, and Operate Geostationary Satellites in the Fixed-Satellite Service Using the Ka and/or Extended Ku Bands at the 83° W.L., 105° W.L., 113° W.L., and 121° W.L orbital locations*, Memorandum Opinion and Order, DA 04-1167 (rel. Apr. 29, 2004). EchoStar’s petition for

reconsideration of this decision was denied. *See In the Matter of EchoStar Satellite LLC, Petition for Reconsideration, Applications for Authority to Construct, Launch, and Operate Geostationary Satellites in the Fixed-Satellite Service Using the Ka and/or Extended Ku Bands at the 83° W.L., 105° W.L, 113° W.L, and 121° W.L orbital locations*, Memorandum Opinion and Order, DA 06-865 (rel. Apr. 14, 2006).

In a Memorandum Opinion and Order released August 3, 2004, the International Bureau declared null and void the space station authorization held by VisionStar, an EchoStar affiliate, for use of the Ka-band at the 113° W.L. orbital location. *See VisionStar, Inc., Application for Modification of Authority to Construct, Launch and Operate a Ka-Band Satellite System in the Fixed Satellite Service*, Memorandum Opinion and Order, DA 04-2449 (rel. Aug. 3, 2004).

By letter dated May 19, 2005, the International Bureau denied EchoStar's applications for a Fleet Management Modification and for a Special Temporary Authority to move the EchoStar 4 satellite to 61.5° W.L., pending the Commission's consideration of another EchoStar request to move the satellite to 77° W.L., on the grounds that the purpose of the proposed fleet management modification was not consistent with the purposes of the Commission's rules and that there were no extraordinary circumstances for the grant of temporary authority. *See Letter from Thomas S. Tycz, Chief, Satellite Division, International Bureau, FCC to Pantelis Michalopoulos, Counsel to EchoStar Satellite L.L.C., DA 05-1405 (May 19, 2005).*

In a Memorandum Opinion and Order released June 3, 2005, the International Bureau denied EchoStar's application for a Special Temporary Authority to move the EchoStar 4 satellite to 77° W.L. on the grounds that EchoStar had failed to establish extraordinary

circumstances for the grant of such authority. *See EchoStar Satellite L.L.C., Application for Special Temporary Authority to Conduct Telemetry, Tracking and Command Operations During the Relocation of EchoStar 4 to the 77° W.L. Orbital Location*, Memorandum Opinion and Order, DA 05-1581 (rel. Jun. 3, 2005). However, the International Bureau later granted partial reconsideration of this order and then granted EchoStar's request to move the satellite to 77° W.L. where it would operate pursuant to Mexican authority. *See EchoStar Satellite L.L.C., Application for Special Temporary Authority to Conduct Telemetry, Tracking and Command Operations During the Relocation of EchoStar 4 to the 77° W.L. Orbital Location*, Order on Reconsideration, DA 05-2067 (rel. Jul. 25, 2005) and *EchoStar Satellite L.L.C., Application for Special Temporary Authority to Conduct Telemetry, Tracking and Command Operations During the Relocation of EchoStar 4 to the 77° W.L. Orbital Location*, Order and Authorization, DA 06-868 (rel. Apr. 18, 2006).

RESPONSE TO QUESTION 40

OWNERSHIP AND CORPORATE OFFICERS AND DIRECTORS

OWNERSHIP

EchoStar Satellite Operating Corporation is an indirect, wholly-owned subsidiary of EchoStar Communications Corporation (a Nevada corporation). The stockholders owning of record and/or voting 10 percent or more of the voting stock of EchoStar Communications Corporation include:

| <u>Ownership Interest</u> | <u>Citizenship</u> | <u>Approx. Equity Interest¹</u> | <u>Approx. Voting Interest¹</u> |
|---|--------------------|--|--|
| Charles W. Ergen ² Chairman and CEO EchoStar Communications Corporation 9601 South Meridian Blvd. Englewood, CO 80112 | USA | 50.0% | 80.25% |
| David K. Moskowitz ³ Executive Vice President and General Counsel 9601 South Meridian Blvd. Englewood, CO 80112 | USA | 11.5% | 10.11% |
| Barclays Global Investors, NA 45 Fremont Street San Francisco, CA 94105 | USA | 10.5% | *% |

* Less than 1%

¹ As of November 9, 2007.

² Includes both Class A common and Class B common stock ownership. Class B common stock is owned through several trusts.

³ Includes Class B common stock for which Mr. Moskowitz has voting power solely by virtue of his position as a trustee of several Ergen trusts.

CORPORATE OFFICERS AND DIRECTORS⁴

EchoStar Communications Corporation

Executive Officers:

| | |
|-------------------|--|
| Charles W. Ergen | Chief Executive Officer |
| Carl E. Vogel | President and Vice Chairman |
| Bernard L. Han | Executive Vice President and Chief Financial Officer |
| R. Stanton Dodge | Executive Vice President, General Counsel and Secretary |
| Thomas A. Cullen | Executive Vice President, Corporate Development |
| Carol J. Kline | Executive Vice President, Operations |
| James DeFranco | Executive Vice President |
| David J. Rayner | Executive Vice President, Installation and Service Network |
| Mark W. Jackson | President, EchoStar Technologies Corporation |
| Michael Kelly | Executive Vice President, FSS Business Development |
| Stephen Wood | Executive Vice President, Human Resources |
| Steven B. Schaver | President, EchoStar International Corporation |

Board of Directors:

| | |
|----------------------|----------|
| Charles W. Ergen | Chairman |
| Carl E. Vogel | |
| James DeFranco | |
| David K. Moskowitz | |
| Michael T. Dugan | |
| Cantey M. Ergen | |
| Steven R. Goodbarn | |
| Gary S. Howard | |
| Tom A. Ortolf | |
| C. Michael Schroeder | |

EchoStar Satellite Operating Corporation

Executive Officers:

| | |
|------------------|--|
| Charles W. Ergen | President and Chief Executive Officer |
| James DeFranco | Executive Vice President |
| R. Stanton Dodge | Executive Vice President, General Counsel, Corporate Secretary |

⁴ The address for all officers and directors of EchoStar Communications Corporation and EchoStar Satellite Operating Corporation is 9601 South Meridian Blvd., Englewood, CO 80112.

Board of Directors:

Charles W. Ergen Chairman

James DeFranco

David K. Moskowitz