

RESPONSE TO FCC FORM 312, QUESTION 40

OWNERSHIP AND CORPORATE OFFICERS AND DIRECTORS OWNERSHIP

DISH Operating L.L.C. is an indirect, wholly-owned subsidiary of DISH Network Corporation, a publicly traded Nevada corporation. The stockholders owning of record and/or voting 10 percent or more of the voting stock of DISH Network Corporation include:

Ownership Interest	Citizenship	Approx. Equity Interest¹	Approx. Voting Interest¹
Charles W. Ergen ² Chairman DISH Network Corporation 9601 South Meridian Blvd. Englewood, CO 80112	USA	53.3%	90.4%
The Goldman Sachs Group, Inc. ³ 200 West Street New York, NY 10282	USA	10.5%	0.85%

¹ As of July 15, 2011.

² Includes both Class A common stock and Class B common stock ownership. Class B common stock is owned through several trusts. Mr. Ergen is deemed to own beneficially all of the Class A Shares owned by his spouse, Cantey M. Ergen. Mr. Ergen's beneficial ownership includes: (i) 478,302 Class A Shares; (ii) 19,026 Class A Shares held in the Corporation's 401(k) Employee Savings Plan (the "401(k) Plan"); (iii) the right to acquire 1,415,000 Class A Shares within 60 days upon the exercise of employee stock options; (iv) 235 Class A Shares held by Mr. Ergen's spouse; (v) 1,466 Class A Shares held in the 401(k) Plan by Mrs. Ergen; (vi) 20,130 Class A Shares held as custodian for Mr. Ergen's children; (vii) 27,000 Class A Shares held by a charitable foundation for which Mr. Ergen is an officer and (viii) 234,190,057 Class A Shares issuable upon conversion of Mr. Ergen's Class B Shares. Mr. Ergen has sole voting and dispositive power with respect to 149,183,340 shares. Mr. Ergen's beneficial ownership of Class A Shares excludes 4,245,151 Class A Shares issuable upon conversion of Class B Shares held by certain trusts established by Mr. Ergen for the benefit of his family.

³ According to the Form 13F filed by The Goldman Sachs Group, Inc. (along with its affiliates, "Goldman") with the SEC on August 15, 2011, Goldman held in aggregate 21,821,878 Class A Shares as of June 30, 2011 (the 13F reporting date).

CORPORATE OFFICERS AND DIRECTORS⁴

DISH Network Corporation

Executive Officers:

Joseph P. Clayton	President and Chief Executive Officer
Thomas A. Cullen	Executive Vice President, Corporate Development
Bernard L. Han	Executive Vice President and Chief Operating Officer
Robert E. Olson	Executive Vice President and Chief Financial Officer
R. Stanton Dodge	Executive Vice President, General Counsel and Secretary
W. Erik Carlson	Executive Vice President, DNS and Service Operations
James DeFranco	Executive Vice President and Special Advisor to CEO
Michael Kelly	President, Blockbuster L.L.C.
Roger Lynch	Executive Vice President, Advanced Technologies
Stephen Wood	Executive Vice President, Human Resources

Board of Directors:

Charles W. Ergen	Chairman
Joseph P. Clayton	
Carl E. Vogel	
James DeFranco	
David K. Moskowitz	
Cantey M. Ergen	
Steven R. Goodbarn	
Gary S. Howard	
Tom A. Ortolf	

Gamma Acquisition L.L.C.

Executive Officers:

Charles W. Ergen	Chairman
R. Stanton Dodge	Executive Vice President and General Counsel
James DeFranco	Executive Vice President

⁴ The address for all officers and directors of DISH Network Corporation and DISH Operating L.L.C. is 9601 South Meridian Blvd., Englewood, CO 80112.