

FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554

IN REPLY REFER TO:
0800B3

August 19, 2002

James H. Barker
Latham & Watkins
555 Eleventh Street, N.W.
Suite 1000
Washington, D.C. 20004-1304

Reference: Request for **Pro Forma** Transfer of Control of USSB II, Inc. from
DIRECTV Enterprises, LLC to DIRECTV Holdings, LLC (File
No. SAT-T/C-200206 18-0009 1)

Dear Mr. Barker:

This is in response to the referenced application filed on behalf of USSB II, Inc. for the *pro forma* transfer of control of its Direct Broadcast Satellite Service license from DIRECTV Enterprises, LLC to DIRECTV Holdings, LLC.

Pursuant to Section 0.261 of the Commission's rules on delegations of authority, 47 C.F.R. § 0.261, Application File No. SAT-T/C-20020618-00091 is granted and USSB II, Inc. is authorized to transfer control of its space station license from DIRECTV Enterprises, LLC to DIRECTV Holdings, LLC. Enclosed is a *pro forma* transfer of control grant document (FCC Form 732) for the authorized facilities.

Sincerely,



Jennifer Gilson
Chief, Policy Branch
Satellite Division
International Bureau

enclosure

**UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554**

File No(s).

SAT-T/C-200206 18-0009 1

Class of station(s)

Direct Broadcast Satellite Service satellite

<input type="checkbox"/> CONSENT TO ASSIGNMENT: <input checked="" type="checkbox"/> CONSENT TO TRANSFER CONTROL: <input type="checkbox"/> CONSENT TO TRANSFER STOCK: whereby of Control by is effected.	FROM: DIRECTV Enterprises, LLC 200 North Sepulveda Blvd., P.O. Box 956 El Segundo, CA 90245
Licensee/Permittee: (for transfer only) USSB II, Inc.	TO: DIRECTV Holdings, LLC 200 North Sepulveda Blvd., P.O. Box 956 El Segundo, CA 90245

CALL SIGN(s) STATION LOCATION(s)

CALL SIGN(s) STATION LOCATION(s)

DBS8107
DBS8107

Under authority of the Communications Act of 1934, as amended, the consent of the Federal Communications Commission is hereby granted to the transaction indicated above. The Commission's consent to the above is based on the representations made by the applicants that the statements contained in, or made in connection with, the application are true and that the undertakings of the parties upon which this transaction is authorized will be carried out in good faith. The actual consummation of voluntary transactions shall be completed within 60 days from the date hereof, and notice in letter form thereof shall promptly be furnished the Commission by the buyer showing the date the acts necessary to effect the transaction were completed. Upon furnishing the Commission with such written notice, this transaction will be considered completed for all purposes related to the above described station(s).

ADDITIONAL REQUIREMENTS FOR ASSIGNMENTS ONLY:

Upon consummation the assignee must file with the permit/license, including any modifications thereof to the assignee. It is hereby required that upon consummation, a copy of this consent be posted with the station authorization(s) as required by the Commission's rules and Regulations. The assignee is not authorized to construct nor operate the station(s) in question until notification of consummation in Letter form has been forwarded to the Commission.

Dated:

August 19, 2002

