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STRAUSS HAUER & FELD LLP

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Policy Branch  
International Bureau

February 17, 2005

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Federal Communications Commission  
Office of Secretary

VIA COURIER

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, SW, Room TW-A325  
Washington, DC 20554

Re: Update to Application for *Pro Forma* Transfer of Control  
IB File No. SAT-T/C-20050203-00022

Dear Ms. Dortch:

Intelsat North America LLC, by its counsel, hereby files this letter pursuant to Section 1.65 of the rules of the Federal Communications Commission ("FCC" or "Commission")<sup>1</sup> to update the above referenced application (the "Application").

Zeus Holdings Limited and certain of its subsidiaries will make changes to their slate of officers and directors prior to the consummation of the proposed transaction. In light of these changes, the attachments to the FCC Form 312 should be amended as follows:

1. The tables identifying the officers and directors of Intelsat (Bermuda), Ltd. and Intelsat Subsidiary Holding Company Ltd. on the second page of Attachment 2 should be amended to read as follows:

Officers

Name	Citizenship	Position
Conny Kullman	Sweden	Chairman, President and Chief Executive Officer
Patrick Cerra	U.S.	Resident Representative

<sup>1</sup> 47 C.F.R. § 1.65.

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**Directors**

Name	Citizenship
Conny Kullman	Sweden
Elizabeth Scheid	U.S.
Phillip Spector	U.S.

2. The tables identifying the officers and directors of Zeus Holdings Limited in Attachment 3 should be amended to read as follows:

**Officers**

Name	Position
Elizabeth Scheid	Secretary
Patrick Cerra	Resident Representative

**Directors**

Name	Address
Andrew D. Africk	c/o Apollo Management, L.P. 9 West 57th Street 43rd Floor New York, New York 10019
Douglas Grissom	c/o Madison Dearborn Partners, LLC Three First National Plaza Suite 3800 Chicago, Illinois 60602
Richard A. Haight	c/o Permira Advisers LLC 399 Park Avenue 36th Floor New York, New York 10022-4690
Conny Kullman	Zeus Holdings Limited Canon's Court 22 Victoria Street Hamilton, HM EX Bermuda
James N. Perry, Jr.	c/o Madison Dearborn Partners, LLC Three First National Plaza Suite 3800 Chicago, Illinois 60602

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Alan Peyrat	c/o Apax Partners Ltd. 15 Portland Place London W1B 1PT United Kingdom
Ian Sellars	c/o Permira Advisers LLC 399 Park Avenue 36th Floor New York, New York 10022-4690
Andrew P. Sillitoe	c/o Apax Partners Ltd. 15 Portland Place London W1B 1PT United Kingdom
Aaron J. Stone	c/o Apollo Management, L.P. 9 West 57th Street 43rd Floor New York, New York 10019

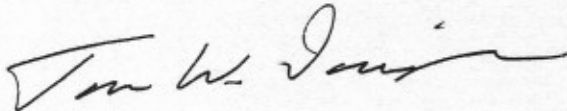
We note that the changes reflected above will be executed prior to the consummation of the proposed transaction and, consistent with the Application, the officers and directors of Intelsat Subsidiary Holding Company Ltd. will be the same as the officers and directors of Intelsat (Bermuda), Ltd. both pre- and post-consummation.

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Please do not hesitate to contact the undersigned should you have any questions on this matter.

Sincerely,



Tom W. Davidson  
Akin Gump Strauss Hauer & Feld LLP  
1333 New Hampshire Ave., N.W.  
Washington, D.C. 20036  
Counsel for Intelsat North America LLC

cc: Mr. James Ball, Chief, Policy Division, International Bureau  
Ms. Kathleen Collins, Policy Division, International Bureau  
Ms. Susan O'Connell, Policy Division, International Bureau  
Ms. JoAnn Lucanik, Satellite Division, International Bureau