

LAW OFFICES
GOLDBERG, GODLES, WIENER & WRIGHT
1229 NINETEENTH STREET, N.W.
WASHINGTON, D.C. 20036-2413

HENRY GOLDBERG
JOSEPH A. GODLES
JONATHAN L. WIENER
LAURA A. STEFANI
DEVENDRA ("DAVE") KUMAR

HENRIETTA WRIGHT
THOMAS G. GHERARDI, P.C.
COUNSEL

THOMAS S. TYCZ*
SENIOR POLICY ADVISOR
*NOT AN ATTORNEY

(202) 429-4900
TELECOPIER:
(202) 429-4912

e-mail:
general@g2w2.com
website: www.g2w2.com

July 13, 2007

By Hand

Ms. Marlene H. Dortch
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

**Re: Call Sign E060430
File Nos. SES-LIC-20061206-02100, SES-AMD-20061214-02179,
SES-AMD-20070309-00336, and SES-AMD-20070508-00582**

Dear Ms. Dortch:

In the above-captioned application, TerreStar Networks Inc. ("TerreStar") seeks authority to operate mobile earth terminals ("METs") in the 2 GHz band in order to communicate with Terrestrial-1. In response to Item 33 of FCC Form 312, TerreStar indicated in the application that it is not controlled by any 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. Pursuant to Section 1.65 of the Commission's rules,¹ TerreStar hereby reports a potentially material change in this information.²

It has come to TerreStar's attention, based on filings made with the Securities and Exchange Commission by some of the shareholders of TerreStar's majority owner, that the foreign ownership level of the majority owner may now be in excess of 25 percent. TerreStar is in the process of developing more complete information concerning its

¹ 47 C.F.R. § 1.65.

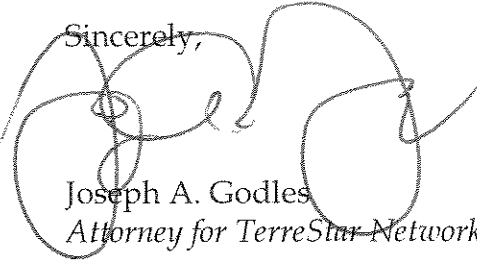
² TerreStar provided the same response to Item 33 in a filing submitted on May 29, 2007 seeking modification of its letter of intent ("LOI") authorization for TerreStar-1. See File No. SAT-MOD-20070529-00075. However, in light of the fact that an LOI authorization is not a radio license subject to the foreign ownership limits set forth in Section 310(b) of the Communications Act, 47 U.S.C. § 310(b), the potential change reported in this letter is not material to TerreStar's modification application.

Marlene H. Dortch
July 13, 2007
Page 2

ownership profile. To the extent it proves appropriate once this process has concluded, TerreStar will file a petition for declaratory ruling pursuant to Section 310(b)(4) of the Communications Act.³

Please direct any questions concerning this filing to the undersigned.

Sincerely,

A handwritten signature in black ink, appearing to read "Joe Godles", written over the typed name and title.

Joseph A. Godles
Attorney for TerreStar Networks Inc.

cc: Karl Kensinger
Scott A. Kotler
Susan O'Connell
Jodi Cooper

³ 47 U.S.C. § 310(b)(4).