

ORIGINAL

January 10, 2005

VIA COURIER

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

RECEIVED

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Federal Communications Commission
Office of Secretary

Re: Update to Application for Assignment of Authorization
IB File No. SES-ASG-20041223-01882

Dear Ms. Dortch:

Hughes Network Systems, Inc. ("HNS"), HNS License Sub, LLC (the "Applicants") and SkyTerra Communications, Inc. ("SkyTerra") hereby file this letter pursuant to Section 1.65 of the rules of the Federal Communications Commission's ("FCC" or "Commission")¹ to update the above referenced application (the "Application") to assign the special temporary authorization by which HNS conducts testing of earth station prototypes, File No. SES-STA-20040308-01089, to HNS License Sub, LLC. Specifically, this letter updates the Application to reflect minor changes in SkyTerra's ownership resulting from transactions executed on or about December 23, 2004, including the sale, through private placement, of 2,000,000 shares of SkyTerra's common stock to a group of institutional investors. Such changes have had no material impact on the ownership of HNS, HNS License Sub, LLC or SkyTerra, but are provided herein in order to ensure that the Application is accurate and complete in all respects.

Specifically, the Applicants update Exhibit E to the FCC Form 312 submitted in IB File No. SES-ASG-20041223-01882 as follows:


¹ 47 C.F.R. § 1.65.

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- (i) On page 2 of 7, Section III.A., third line of first paragraph, replace "72.89%" with "64.57%."
- (ii) On page 2 of 7, Section III.A., replace the equity interest in SkyTerra of "63.54%" attributed to Apollo Investment Fund IV, L.P. with "56.20%."
- (iii) On page 2 of 7, Section III.A., replace the equity interest in SkyTerra of "3.17%" attributed to Apollo Overseas Partners IV, L.P. with "2.81%."
- (iv) On page 3 of 7, Section III.A., replace the equity interest in SkyTerra of "2.77%" attributed to AP/RM Acquisition, LLC with "2.42%."
- (v) On page 3 of 7, Section III.A., replace the equity interest in SkyTerra of "3.41%" attributed to AIF/IV RRRR, LLC on page 3 of 7 with "3.14%."
- (vi) On page 3 of 7, Section III.B., first line of first paragraph, replace "63.06%" with "71.84%."

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

Sincerely,



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cc: Jeanette Spriggs, International Bureau, Satellite Division