

**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**

JAN 10 2005

Federal Communications Commission  
Office of Secretary

Re: Update to Application for Assignment of Authorization  
IB File No. SES-ASG-20041223-01893

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")<sup>1</sup> to update the above referenced application (the "Application") to assign five non-common carrier transmit/receive fixed satellite VSAT network authorizations, callsigns E990170, E030008, E030007, E940460 and E000166, as well as all associated special temporary authorizations and all applications of HNS for new, modified or extended authority with respect to earth stations that may be granted prior to the consummation of the proposed transaction, 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,

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<sup>1</sup> 47 C.F.R. § 1.65.

Ms. Marlene H. Dortch  
January 10, 2005  
Page 2

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-20041223-01893 as follows:

- (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 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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and HNS License Sub, LLC

cc: Jeanette Spriggs, International Bureau, Satellite Division