

## EXHIBIT 1

### DESCRIPTION OF TRANSACTION AND PUBLIC INTEREST STATEMENT (Response to Questions 43 & A21)

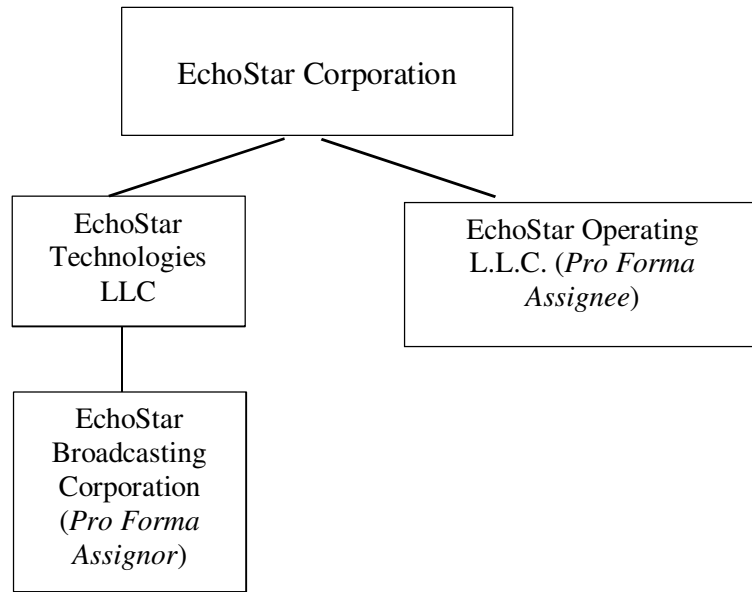
Pursuant to 47 C.F.R. § 25.119, EchoStar Broadcasting Corporation (“EBC”) and EchoStar Operating L.L.C. (“EOL”) (collectively, the “Applicants”) request Commission consent to a *pro forma* assignment of an earth station license, Call Sign E020248 (Blackhawk, SD), from EBC to EOL.

As shown in Attachment A (Ownership Diagram), EchoStar Corporation (“EchoStar”) is the ultimate parent company of both EBC and EOL. Following the *pro forma* assignment, EBC will cease to exist, and EOL will own and operate the referenced earth station previously licensed to EBC. The *pro forma* transaction will serve the public interest by creating a more efficient structure to facilitate investment in existing and future EchoStar service offerings using the licensed earth station facilities.

The Applicants certify that the proposed assignment is *pro forma* and, together with all prior *pro forma* transactions, will not result in a substantial change in control over the referenced earth station. Moreover, Commission approval of the proposed assignment does not require a waiver or declaratory ruling regarding any applicable FCC rule. Thus, under 47 C.F.R. § 25.119(i), Commission approval will be deemed granted one business day after filing.

**ATTACHMENT A**

**Ownership Diagram**



Legend

———— 100 Percent Ownership