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Received

February 8, 2005

FEB 09 2005

Policy Branch
International Bureau

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Federal Communications Commission
Office of Secretary

HAND DELIVERY

Ms. Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, D.C. 20554

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Re: Rainbow DBS Company LLC, International Bureau File Nos. SES-T/C-20040630-00901, SAT-T/C-20040630-00902; Rainbow Network Communications, International Bureau File No. SES-T/C-20040630-00902; Rainbow Network Communications, Wireless Telecommunications Bureau File No. TC 001791587

Dear Ms. Dortch:

On July 6, 2004, the International Bureau approved *pro forma* transfer of control applications transferring control of earth stations licensed to Rainbow DBS Company LLC (Rainbow DBS") (File No. SES-T/C-20040630-00901) and Rainbow Network Communications ("RNC") (File No. SES-T/C-20040630-00902), and the Wireless Telecommunications Bureau approved a *pro forma* transfer of control of a business radio license (Callsign WNPT257) licensed to RNC. On July 23, 2004, the Bureau approved a similar *pro forma* transfer of control of six space station authorizations held by Rainbow DBS (File No. SAT-T/C-20040630-00902). 126
The transfer applications were necessitated by the planned transfer of certain assets, including Rainbow DBS and RNC, from Cablevision Systems Corporation ("Cablevision") to Rainbow Media Enterprises, Inc. ("RME"), and the spinoff of RME to the existing shareholders of Cablevision.

On December 20, 2004, the Board of Directors of Cablevision voted to suspend the spinoff of RME to the shareholders of Cablevision. On January 5, 2005, Rainbow DBS and RNC notified the Commission that the spin had been suspended. The purpose of this letter is to clarify that, pursuant to the Commission's approval, on August 13, 2004, Cablevision consummated the transfer of licenses to RME, but did not take the second step of spinning off RME to the existing shareholders of Cablevision. Accordingly, Rainbow DBS and RNC are now wholly-owned subsidiaries of RME, and RME remains a wholly-owned subsidiary of

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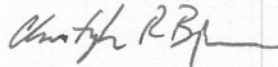
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Cablevision. Should there be any further developments, RME will promptly notify the Commission.

Please let us know if you have any comments or questions regarding the foregoing.

Respectfully submitted,



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