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September 1, 2005

COPY

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

STAMP & RETURN

Re: Update to Application for Transfer of Control  
IBFS File No. SES-T/C-20050829-01180

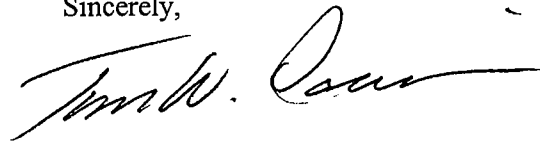
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SEP - 1 2005  
Federal Communications Commission  
Office of Secretary

Dear Ms. Dortch:

SkyTerra Holdings, Inc. ("SkyTerra Holdings"), HNS License Sub, Limited (the "Applicant") and SkyTerra Communications, Inc. ("SkyTerra") hereby file this letter pursuant to Section 1.65 of the rules of the Federal Communications Commission ("FCC" or "Commission") to update the above-referenced application (the "Application") to transfer control of HNS License Sub, Limited, the licensee of certain earth station authorizations which are used in connection with the business of providing VSAT services and manufacturing communications equipment, from SkyTerra to SkyTerra Holdings, which is currently a wholly-owned subsidiary of SkyTerra. As stated in the Application, the Apollo Stockholders (as that term is defined in the Application) presently exercise positive control of SkyTerra Communications and, upon consummation of the proposed transaction, would exercise positive control of SkyTerra Holdings through their combined ownership of at least 63.2% of the equity and voting interests in SkyTerra Holdings. This letter is being filed to update the Application to reflect that, upon consummation of the contemplated *pro forma* transfer of control for which Commission approval is sought, other than the Apollo Stockholders, no entity or individual would hold an equity or voting interest in SkyTerra Holdings greater than 10%.

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

Sincerely,



Tom W. Davidson, Esq.

cc: Cassandra Thomas, Esq. (via e-mail)  
JoAnn Lucanik, Esq. (via e-mail)  
Susan O'Connell, Esq. (via e-mail)

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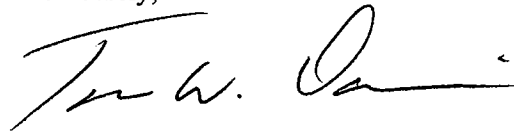
Re: Update to Application for Transfer of Control  
IBFS File No. SES-T/C-20050829-01181

Dear Ms. Dortch:

SkyTerra Holdings, Inc. ("SkyTerra Holdings"), 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 ("FCC" or "Commission") to update the above-referenced application (the "Application") to transfer control of HNS License Sub, LLC, the licensee of certain earth station authorizations which are used in connection with the business of providing VSAT services and manufacturing communications equipment, from SkyTerra to SkyTerra Holdings, which is currently a wholly-owned subsidiary of SkyTerra. As stated in the Application, the Apollo Stockholders (as that term is defined in the Application) presently exercise positive control of SkyTerra Communications and, upon consummation of the proposed transaction, would exercise positive control of SkyTerra Holdings through their combined ownership of at least 63.2% of the equity and voting interests in SkyTerra Holdings. This letter is being filed to update the Application to reflect that, upon consummation of the contemplated *pro forma* transfer of control for which Commission approval is sought, other than the Apollo Stockholders, no entity or individual would hold an equity or voting interest in SkyTerra Holdings greater than 10%.

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