LATHAM & WATKINS LLP

March 27, 2008

VIA ECFS

Marlene H. Dortch Secretary Federal Communications Commission 445 12th Street, SW Washington, D.C. 20554 555 Eleventh Street, N.W., Suite 1000 Washington, D.C. 20004-1304 Tel: (202) 637-2200 Fax: (202) 637-2201 www.lw.com

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Re: Notice of *Ex Parte* Presentation; Consolidated Application for Authority to

Transfer Control of XM Satellite Radio Holdings Inc. and Sirius Satellite Radio

Inc., MB Docket No. 07-57

Dear Ms. Dortch:

In accordance with Section 1.1206 of the Commission's rules, 47 C.F.R. § 1.1206, and the Commission's Public Notice dated March 29, 2007 (DA 07-1435), this letter notifies the Commission that on March 26, 2008, Richard E. Wiley and Gregg Elias of Wiley Rein LLP, counsel for Sirius Satellite Radio Inc. ("Sirius"), and I of Latham & Watkins LLP, counsel for XM Satellite Radio Holdings Inc. ("XM"), met with Chairman Kevin Martin, Daniel Gonzalez, Chairman Martin's Chief of Staff, and Michelle Carey, Chairman Martin's Senior Legal Advisor, to discuss Commission action on the merger application pending in the above-captioned proceeding following the statement issued by the Department of Justice. Counsel for XM and Sirius reiterated positions consistent with their filings in this proceeding, and urged prompt approval of the pending merger. Counsel for Sirius distributed copies of a Summary of the Sirius Post-Merger Channel Line Up Proposal, which is attached.

Please contact me with any questions.

Respectfully,

/s/ Gary M. Epstein

Gary M. Epstein

Counsel for XM Satellite Radio Holdings Inc.

Enclosure

cc: Chairman Martin, Daniel Gonzalez, and Michelle Carey

Summary of Sirius Post-Merger Channel Line Up Proposal



OFFERING	# CHANNELS	MONTHLY PRICE: CURRENT	MONTHLY PRICE: POST-MERGER
Sirius Everything**	Approx. 130	\$12.95	\$12.95
A La Carte I*	Pick Your Own 50 (Optional: Add a Channel @ \$.25 Each; Add Super Premium Packages @ \$6.00 or \$5.00 Each)	\$12.95	Starting at \$6.99
A La Carte II*	Pick Your Own 100 (Including some best of XM)	\$25.90***	\$14.99
Sirius Everything & Select XM**	Approx. 140	\$25.90***	\$16.99
Family Friendly & Select XM	Approx. 130	\$25.90***	\$14.99
Family Friendly	Approx. 120	\$12.95	\$11.95
Mostly Music Commercial Free Music (59) Family and Kids (4) Religion (3) Emergency (2)	Approx. 65	\$12.95	\$9.99
News, Sports & Talk Sports Channels (8) Talk and Entertainment (10) Family and Kids (4) Religion (3) News (13) Traffic and Weather (11) Emergency (2)	Approx. 50	\$12.95	\$9.99

All content is subject to change from time to time due to contractual relationships with third-party providers and for other reasons.

^{*}Available only for subscribers using next generation receivers who select channels via the Internet.

^{**}Consumers may block adult-themed content. Consumers who elect to block adult-themed content will be provided a monthly credit.

^{***}Currently requires two subscriptions.

Sirius Everything \$12.95



COMMERCIAL FREE MUSIC (59)

Starlite Sirius Love Movin' Easy SIRIUS Gold 60s Vibrations Totally 70s Big 80s The Pulse The Bridge BBC Radio One Super Shuffle Classic Rewind Classic Vinyl The Vault Jam On Spectrum

Lithium
Underground Garage
Left of Center

Hard Attack

Buzzsaw

Octane

Alt Nation

First Wave

Hair Nation

Coffeehouse Disorder

Area 33 Boombox Chill

The Beat The Strobe

Reggae Hot Jamz Heart and Soul Soul Town

New Country
Prime Country
Roadhouse

Outlaw Country

Bluegrass
Spirit
Praise
Planet Jazz

Pure Jazz Jazz Café

Spa73 Blues

Broadway's Best Symphony Hall

SIRIUS Pops Universo Latino Rumbon

Band e part Rock Velours Energie2 CBC Radio 3 Iceberg Radio

PREMIUM MUSIC (9)

Elvis Margaritaville Shade 45 Faction

Hip Hop Nation Back Spin

Sirius Hits 1 Siriusly Sinatra Metropolitan Opera

SPORTS CHANNELS (7)

Sports Action ESPN Radio ESPNews ESPN Desportes NBA Radio NFL Radio

PLAY-BY-PLAY SPORTS (5 DEDICATED)

Hardcore Sports

NFL, NBA, NASCAR and College sports play by play

TALK AND ENTERTAINMENT (10)

ABC News & Talk
SIRIUS Patriot
SIRIUS Left
Road Dog Trucking
Laugh Break Comedy
NPR Now
NPR Talk
E!

PREMIUM ENTERTAINMENT (11)

Fox News Talk

Maxim

Howard 100 Howard 101 Martha Stewart COSMO Playboy
Out Q
Sirius Stars
Fox News
Foxxhole
Blue Collar Comedy
Raw Dog Comedy

FAMILY AND KIDS (4)

Lime Radio Disney Kids Stuff Radio Classics

RELIGION (3)

Catholic Channel EWTN Radio Christian Talk

NEWS (13)

CNN
CNN Headline
CBC Radio One
CNN En Espanol
Radio Korea
Premiere Plus
InfoPlus
RCI
Court TV
Bloomberg
CNBC
World Radio Netw.

BBC World Service

TRAFFIC AND WEATHER (11)

New York
Phila/Boston
Los Angeles
Chicago/St. Louis
DC/Baltimore
Atlanta/Miami
Dallas/Houston
Detroit/LV
SF/Seattle
Phoenix/San Diego
Orlando/Tampa

EMERGENCY (2)

SIRIUS Weather & Emergency Canada Weather

A La Carte I (Pick Your Own 50) Starting at \$6.99

Optional: Add a Channel-\$.25 each;

Super Premium: Howard Pkg.-\$6.00; Sports Pkg.-\$5.00



COMMERCIAL FREE MUSIC (59)

Starlite
Sirius Love
Movin' Easy
SIRIUS Gold
60s Vibrations
Totally 70s
Big 80s
The Pulse
The Bridge
BBC Radio One
Super Shuffle
Classic Rewind
Classic Vinyl

The Vault
Jam On
Spectrum
Buzzsaw
Octane
Alt Nation
First Wave
Hair Nation
Lithium

Underground Garage

Left of Center Hard Attack Punk

Punk
Coffeehouse
Disorder
Area 33
Boombox
Chill

Chill
The Beat
The Strobe
Reggae
Hot Jamz

Heart and Soul
Soul Town

New Country Prime Country Roadhouse Outlaw Country

Bluegrass Spirit Praise Planet Jazz

Pure Jazz Jazz Café Spa73 Blues

Broadway's Best Symphony Hall SIRIUS Pops

Universo Latino

Rumbon
Band e part
Rock Velours
Energie2
CBC Radio 3

Iceberg Radio

SPORTS CHANNELS (7)

Sports Action ESPN Radio ESPNews ESPN Desportes NBA Radio NFL Radio Hardcore Sports TALK AND ENTERTAINMENT (10)

ABC News & Talk
SIRIUS Patriot
SIRIUS Left
Road Dog Trucking
Laugh Break Comedy
NPR Now
NPR Talk
E!

Fox News Talk Maxim

FAMILY AND KIDS (4)

Lime Radio Disney Kids Stuff Radio Classics

RELIGION (3)

Catholic Channel EWTN Radio Christian Talk

NEWS (13)

CNN
CNN Headline
CBC Radio One
CNN En Espanol
Radio Korea
Premiere Plus
InfoPlus
RCI
Court TV
Bloomberg

CNBC
World Radio Netw.
BBC World Service

TRAFFIC AND WEATHER (11)

New York
Phila/Boston
Los Angeles
Chicago/St. Louis
DC/Baltimore
Atlanta/Miami
Dallas/Houston
Detroit/LV
SF/Seattle

EMERGENCY (2)

Orlando/Tampa

Phoenix/San Diego

SIRIUS Weather & Emergency Canada Weather

ADD A CHANNEL - \$.25 EACH

Shade 45

Faction
Hip Hop Nation
Back Spin
Siriusly Sinatra
COSMO
Playboy
Out Q
Foxxhole
Blue Collar Comedy
NBA play by play

Martha Stewart

Sirius Stars
Fox News
Raw Dog Comedy
Elvis
Margaritaville
Sirius Hits 1
Metropolitan Opera

SUPER PREMIUM:

Howard Pkg.-\$6.00 Howard 100 Howard 101

Sports Pkg.-\$5.00 NFL play by play College play by play NASCAR

A La Carte II (Pick Your Own 100)

\$14.99



COMMERCIAL FREE MUSIC (59)

FREE MUSIC (59)
Starlite
Sirius Love
Movin' Easy
SIRIUS Gold
60s Vibrations
Totally 70s
Big 80s
The Pulse
The Bridge
BBC Radio One
Super Shuffle
Classic Rewind
Classic Vinyl
The Vault

Jam On
Spectrum
Buzzsaw
Octane
Alt Nation
First Wave
Hair Nation

Underground Garage

Left of Center Hard Attack Punk

Lithium

Coffeehouse Disorder Area 33

Boombox Chill The Beat The Strobe Reggae

Hot Jamz

Heart and Soul
Soul Town

New Country Prime Country Roadhouse Outlaw Country

Bluegrass Spirit Praise Planet Jazz Pure Jazz

Jazz Café Spa73 Blues Broadway's Best

Symphony Hall SIRIUS Pops Universo Latino Rumbon

Band e part
Rock Velours
Energie2
CBC Radio 3
Iceberg Radio

PREMIUM MUSIC (9)

Elvis Margaritaville Shade 45 Faction

Hip Hop Nation Back Spin Sirius Hits 1

Siriusly Sinatra Metropolitan Opera SPORTS
CHANNELS (7)

Sports Action ESPN Radio ESPNews ESPN Desportes NBA Radio NFL Radio

PLAY-BY-PLAY SPORTS (5 DEDICATED)

Hardcore Sports

NFL, NBA, NASCAR and College sports play by play

TALK AND ENTERTAINMENT (10)

ABC News & Talk
SIRIUS Patriot
SIRIUS Left
Road Dog Trucking
Laugh Break Comedy
NPR Now
NPR Talk
E!
Fox News Talk

PREMIUM ENTERTAINMENT (11)

Maxim

Howard 100 Howard 101 Martha Stewart COSMO Playboy Out Q

Sirius Stars Fox News Foxxhole

Blue Collar Comedy Raw Dog Comedy

FAMILY AND KIDS (4)

Lime Radio Disney Kids Stuff Radio Classics

RELIGION (3)

Catholic Channel EWTN Radio Christian Talk

NEWS (13)

CNN
CNN Headline
CBC Radio One
CNN En Espanol
Radio Korea
Premiere Plus
InfoPlus
RCI

Court TV Bloomberg CNBC

World Radio Netw. BBC World Service TRAFFIC AND WEATHER (11)

New York
Phila/Boston
Los Angeles
Chicago/St. Louis
DC/Baltimore
Atlanta/Miami
Dallas/Houston
Detroit/LV
SF/Seattle
Phoenix/San Diego

EMERGENCY (2)

Orlando/Tampa

SIRIUS Weather & Emergency Canada Weather

XΜ

11 top selections from XM

Sirius Everything & Select XM \$16.99



COMMERCIAL FREE MUSIC (59)

Starlite
Sirius Love
Movin' Easy
SIRIUS Gold
60s Vibrations
Totally 70s
Big 80s
The Pulse
The Bridge
BBC Radio One
Super Shuffle

Classic Rewind
Classic Vinyl
The Vault
Jam On
Spectrum
Buzzsaw
Octane
Alt Nation
First Wave
Hair Nation
Lithium

Underground Garage

Left of Center Hard Attack Punk Coffeehouse Disorder

Area 33
Boombox
Chill
The Beat
The Strobe
Reggae
Hot Jamz

Heart and Soul Soul Town

New Country
Prime Country
Roadhouse
Outlaw Country

Bluegrass
Spirit
Praise
Planet Jazz
Pure Jazz
Jazz Café

Spa73 Blues Broadway's Best Symphony Hall SIRIUS Pops

Universo Latino Rumbon Band e part Rock Velours Energie2 CBC Radio 3

Iceberg Radio

PREMIUM MUSIC

Elvis Margaritaville Shade 45 Faction

Hip Hop Nation Back Spin Sirius Hits 1

Siriusly Sinatra Metropolitan Opera SPORTS CHANNELS (7)

Sports Action ESPN Radio ESPNews ESPN Desportes NBA Radio NFL Radio

PLAY-BY-PLAY SPORTS (5 DEDICATED)

Hardcore Sports

NFL, NBA, NASCAR and College sports play by play

TALK AND ENTERTAINMENT (10)

ABC News & Talk
SIRIUS Patriot
SIRIUS Left
Road Dog Trucking
Laugh Break Comedy
NPR Now
NPR Talk
E!

Fox News Talk Maxim

PREMIUM ENTERTAINMENT (11)

Howard 100 Howard 101 Martha Stewart COSMO Playboy Out Q

Sirius Stars Fox News Foxxhole

Blue Collar Comedy Raw Dog Comedy

FAMILY AND KIDS (4)

Lime Radio Disney Kids Stuff Radio Classics

RELIGION (3)

Catholic Channel EWTN Radio Christian Talk

NEWS (13)

CNN
CNN Headline
CBC Radio One
CNN En Espanol
Radio Korea
Premiere Plus
InfoPlus
RCI

Court TV Bloomberg CNBC

World Radio Netw. BBC World Service TRAFFIC AND WEATHER (11)

New York
Phila/Boston
Los Angeles
Chicago/St. Louis
DC/Baltimore
Atlanta/Miami
Dallas/Houston
Detroit/LV
SF/Seattle
Phoenix/San Diego
Orlando/Tampa

EMERGENCY (2)

SIRIUS Weather & Emergency Canada Weather

ΧM

11 top selections from XM

Mostly Music

Hot Jamz

Soul Town

Roadhouse

Bluegrass

Planet Jazz

Pure Jazz

Jazz Café

Broadway's Best

Symphony Hall

SIRIUS Pops Universo Latino

Band e part

Rock Velours

CBC Radio 3

Iceberg Radio

Rumbon

Energie2

Spa73

Blues

Spirit

Praise

Heart and Soul

New Country

Prime Country

Outlaw Country

\$9.99



COMMERCIAL FREE MUSIC (59)

Starlite Sirius Love Movin' Easy SIRIUS Gold

60s Vibrations

Totally 70s
Big 80s
The Pulse
The Bridge
BBC Radio One

Super Shuffle Classic Rewind Classic Vinyl

The Vault
Jam On
Spectrum
Buzzsaw
Octane

Octane
Alt Nation
First Wave
Hair Nation
Lithium

Underground Garage

Left of Center Hard Attack Punk

Coffeehouse

Disorder Area 33

Boombox

Chill

The Beat

The Strobe

Reggae

FAMILY AND KIDS

(4)

Lime

Radio Disney Kids Stuff Radio Classics

RELIGION (3)

Catholic Channel EWTN Radio Christian Talk

EMERGENCY (2)

SIRIUS Weather & Emergency Canada Weather

News, Sports & Talk

\$9.99



SPORTS CHANNELS (7)

Sports Action ESPN Radio ESPNews ESPN Desportes NBA Radio

NFL Radio Hardcore Sports

TALK AND ENTERTAINMENT (10)

ABC News & Talk SIRIUS Patriot SIRIUS Left

Road Dog Trucking Laugh Break Comedy

NPR Now NPR Talk E!

Fox News Talk

Maxim

FAMILY AND KIDS (4)

Lime Radio Disney

Kids Stuff Radio Classics

RELIGION (3)

Catholic Channel EWTN Radio Christian Talk

NEWS (13)

CNN
CNN Headline
CBC Radio One
CNN En Espanol
Radio Korea
Premiere Plus
InfoPlus

Court TV Bloomberg CNBC

RCI

World Radio Netw. BBC World Service

TRAFFIC AND WEATHER (11)

New York
Phila/Boston
Los Angeles
Chicago/St. Louis
DC/Baltimore
Atlanta/Miami
Dallas/Houston
Detroit/LV
SF/Seattle

Phoenix/San Diego Orlando/Tampa

EMERGENCY (2)

SIRIUS Weather & Emergency Canada Weather

Summary of XM Post-Merger Channel Line Up Proposal



OFFERING	# CHANNELS	MONTHLY PRICE: CURRENT	MONTHLY PRICE: POST-MERGER
XM Everything**	Approx. 170	\$12.95	\$12.95
A La Carte I*	Pick Your Own 50 from all but Premium (Optional: Add a Channel @\$.25 each; Add Super Premium Packages @ \$3.00 or \$6.00 each)	\$12.95	Starting at \$6.99
A La Carte II*	Pick Your Own 100 (including some best of Sirius)	\$25.90***	\$14.99
XM Everything & Select Sirius**	Approx. 180	\$25.90***	\$16.99
Family Friendly & Select Sirius	Approx. 170	\$25.90***	\$14.99
Family Friendly	Approx. 160	\$12.95	\$11.95
Mostly Music Commercial Free Music (58) More Music (5) Kids (2) Religion (1) Emergency & Weather (1)	Approx. 65	\$12.95	\$9.99
News, Sports & Talk News (12) Sports (10) Kids (2) Talk and Entertainment (15) Traffic, Weather and Alerts (21) Religion (1) Emergency & Weather (1)	Approx. 60	\$12.95	\$9.99

All content is subject to change from time to time due to contractual relationships with third-party providers and for other reasons.

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^{***}Currently requires two subscriptions.

XM Everything

\$12.95



COMMERCIAL				
FREE	MUSIC	(58)		

The '40s
The '50s
The '60s
The '60s
The '80s
The '90s
America
X Country
Bluegrass Junction
The Village
U.S. Country
The Heart
The Blend

Flight 26 Cinemagic On Broadway U-Pop Hitlist The Message

Spirit Enlighten Deep Tracks XMU

XMU
Fred
XM Café
Top Tracks
Ethel
Big Tracks
Loft
Verge
Lucy
Soul Street
Suite 62
The Groove

The City

The Heat Real Jazz Watercolors

Beyond Jazz
High Standards
Bluesville

Fine Tuning Audio Visions

Escape
The Move
BPM

Chrome The Chill Fuego

Viva
Aguila
Caliente
Air Musique
The Joint
Sur la Route

XM Classics Vox XM Pops

PREMIUM MUSIC (10)

XMX
Willie's Place
Highway 16
20 on 20
Boneyard
Liquid Metal
Squizz
Fungus
Rhyme
Raw

NEWS (12)

CNN
CNN Headline News
ABC News & Talk
CNN en Espanol
CNBC
Bloomberg Radio
POTUS '08

BBC C-SPAN XM Public Radio Canada 360

SPORTS (10)

Quoi de Neuf?

ESPN Radio
ESPN News
Fox Sports Radio
IndyCar
XM Deportivo
XMSN
MLB Home Plate
NHL Home Ice
XM Sports Guide
Calendar Sportif

KIDS (2)

Radio Disney XM Kids

PREMIUM ENTERTAINMENT (8)

XM Comedy Laugh Attack Oprah & Friends Take Five Fox News America Right Air America

PLAY-BY-PLAY SPORTS (36 DEDICATED)

PGA Tour (1)
MLB (15)
NHL (5)
College Sports (15)

TALK & ENTERTAINMENT (13)

XM Live
Extreme XM
E!
Sonic Theater
National Lampoon
Radio Classics
Talk Radio
Fox News Talk
The Power
Family Talk

Open Road Radio Parallele Reach MD

REGIONAL TALK, NEWS & MUSIC (6)

Nashville! KISS Mix Sunny WSIX WLW

TRAFFIC, WEATHER & ALERTS (21)

Boston
New York
Philadelphia
Baltimore
Washington, DC
Pittsburgh
Detroit
Chicago
St. Louis

Minneapolis/St. Paul

Seattle
San Francisco
Los Angeles
San Diego
Phoenix
Dallas
Houston
Atlanta
Tampa
Orlando

Miami

EMERGENCY & WEATHER (1)

Emergency Alert / Weather Channel

Virus

A La Carte I (Pick Your Own 50) Starting at \$6.99

Optional: Add a Channel-\$.25 each; Super Premium: O&A Pkg.-\$3.00; Oprah Pkg.-\$3.00; Sports Pkg.-\$6.00



COMMERCIAL	The Heat	SPORTS (10)	REGIONAL TALK,	ADD A CHANNEL
FREE MUSIC (58)	Real Jazz	ESPN Radio	NEWS & MUSIC (6)	- \$.25 EACH
The '40s	Watercolors	ESPN News	Nashville!	XMX
The '50s	Beyond Jazz	Fox Sports Radio	KISS	Willie's Place
The '60s	High Standards	IndyCar	Mix	Highway 16
The '70s	Bluesville	XM Deportivo	Sunny	20 on 20
The '80s	Fine Tuning	XMSN	WSIX	Boneyard
The '90s	Audio Visions	MLB Home Plate	WLW	Liquid Metal
America	Escape	NHL Home Ice		Squizz
X Country	The Move	XM Sports Guide	TRAFFIC,	Fungus
Bluegrass Junction	BPM	Calendar Sportif	WEATHER &	Rhyme
The Village	Chrome	• • •	ALERTS (21)	Raw
U.S. Country	The Chill	KIDS (2)	Boston	XM Comedy
The Heart	Fuego		New York	Laugh Attack
The Blend	Viva	Radio Disney XM Kids	Philadelphia	Take Five
Flight 26	Aguila	AIVI KIQS	Baltimore	Fox News
Cinemagic	Caliente	MAL 14 A	Washington, DC	America Right
On Broadway	Air Musique	TALK & ENTERTAINMENT	Pittsburgh	Air America
U-Pop	The Joint	(13)	Detroit	
Hitlist	Sur la Route	XM Live	Chicago	SUPER PREMIUM:
The Message	XM Classics	Extreme XM	St. Louis	O&A Pkg\$3.00 (1)
Spirit	Vox	E!	Minneapolis/St. Paul	O&A – Virus
Enlighten	XM Pops	Sonic Theater	Seattle	
Deep Tracks		National Lampoon	San Francisco	Oprah Pkg\$3.00
XMU	NEWS (12)	Radio Classics	Los Angeles	(1)
Fred	CNN	Talk Radio	San Diego	Oprah & Friends
XM Café	CNN Headline News	Fox News Talk	Phoenix	
Top Tracks	ABC News & Talk	The Power	Dallas	Play by Play Sports
Ethel	CNN en Espanol	Family Talk	Houston	Pkg-\$6.00 (36)
Big Tracks	CNBC	Open Road	Atlanta	MLB, PGA, NHL and
Loft	Bloomberg Radio	Radio Parallele	Tampa	College Sports
Verge	POTUS '08	Reach MD	Orlando	
Lucy	BBC	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	Miami	
Soul Street	C-SPAN			
Suite 62	XM Public Radio		EMERGENCY &	
The Groove	Canada 360		WEATHER (1) Emergency Alert /	
The City	Quoi de Neuf?		Weather Channel	

A La Carte II (Pick Your Own 100) \$14.99



				<u> </u>	
	COMMERCIAL	The Heat	NEWS (12)	Take Five	WSIX
	FREE MUSIC (58)	Real Jazz	CNN	Fox News	WŁW
	The '40s	Watercolors	CNN Headline News	America Right	
	The '50s	Beyond Jazz	ABC News & Talk	Air America	TRAFFIC,
	The '60s	High Standards	CNN en Espanol		WEATHER &
	The '70s	Bluesville	CNBC	PLAY-BY-PLAY	ALERTS (21)
	The '80s	Fine Tuning	Bloomberg Radio	SPORTS	Boston
	The '90s	Audio Visions	POTUS '08	(36 DEDICATED)	New York
	America	Escape	BBC	PGA Tour (1)	Philadelphia
	X Country	The Move	C-SPAN	MLB (15)	Baltimore
	Bluegrass Junction	врм	XM Public Radio	NHL (5)	Washington, DC
	The Village	Chrome	Canada 360	College Sports (15)	Pittsburgh
	U.S. Country	The Chill	Quoi de Neuf?		Detroit
	The Heart	Fuego	Q 33. 39 11031.	TALK &	Chicago
	The Blend	Viva	SPORTS (10)	ENTERTAINMENT	St. Louis
	Flight 26	Aguila	•	(13)	Minneapolis/St. Paul
	Cinemagic	Caliente	ESPN Radio	XM Live	Seattle
	On Broadway	Air Musique	ESPN News	Extreme XM	San Francisco
	U-Pop	The Joint	Fox Sports Radio	Eį	Los Angeles
	Hitlist	Sur la Route	IndyCar	Sonic Theater	San Diego
	The Message	XM Classics	XM Deportivo	National Lampoon	Phoenix
	Spirit	Vox	XMSN	Radio Classics	Dallas
	Enlighten	XM Pops	MLB Home Plate	Talk Radio	Houston
	Deep Tracks		NHL Home Ice	Fox News Talk	Atlanta
	XMU	PREMIUM MUSIC	XM Sports Guide	The Power	Tampa
	Fred	(10)	Calendar Sportif	Family Talk	Orlando
٠	XM Café	XMX		Open Road	Miami
	Top Tracks	Willie's Place	KIDS (2)	Radio Parallele	
	Ethel	Highway 16	Radio Disney	Reach MD	EMERGENCY &
1	Big Tracks	20 on 20	XM Kids		WEATHER (1)
	Loft	Boneyard		REGIONAL TALK,	Emergency Alert / Weather Channel
	Verge	Liquid Metal	PREMIUM	NEWS & MUSIC (6)	vveather Chainnei
ĺ	Lucy	Squizz	ENTERTAINMENT	Nashville!	CELECT CIDULE
	Soul Street	Fungus	(8)	KISS	SELECT SIRIUS
	Suite 62	Rhyme	Virus	Mix	11 top selections from Sirius
	The Groove	Raw	XM Comedy	Sunny	HOIR SINUS
	The City		Laugh Attack		
- 1			O 10E' 1		

Oprah & Friends

XM Everything & Select Sirius

\$16.99



COMMERCIAL FREE MUSIC (58) The '40s

The '40s
The '50s
The '60s
The '70s
The '80s
The '90s
America
X Country

Bluegrass Junction
The Village
U.S. Country
The Heart
The Blend
Flight 26
Cinemagic
On Broadway

Hitlist
The Message
Spirit
Enlighten
Deep Tracks

U-Pop

XMU
Fred
XM Café
Top Tracks
Ethel
Big Tracks
Loft
Verge

Soul Street Suite 62 The Groove

Lucy

The City

The Heat Real Jazz

Watercolors Beyond Jazz High Standards

Bluesville
Fine Tuning
Audio Visions

Escape The Move BPM Chrome

The Chill Fuego Viva Aguila

Caliente Air Musique The Joint Sur la Route

XM Classics Vox XM Pops

PREMIUM MUSIC (10)

XMX Willie's Place Highway 16 20 on 20 Boneyard Liquid Metal Squizz

Fungus

Rhyme

Raw

NEWS (12)

CNN
CNN Headline News
ABC News & Talk
CNN en Espanol
CNBC

Bloomberg Radio POTUS '08 BBC

BBC C-SPAN

XM Public Radio Canada 360 Quoi de Neuf?

SPORTS (10)

ESPN Radio
ESPN News
Fox Sports Radio
IndyCar
XM Deportivo
XMSN

MLB Home Plate NHL Home Ice XM Sports Guide Calendar Sportif

KIDS (2)

Radio Disney XM Kids

PREMIUM ENTERTAINMENT (8)

XM Comedy Laugh Attack Oprah & Friends

Virus

Take Five Fox News America Right Air America

PLAY-BY-PLAY SPORTS (36 DEDICATED)

PGA Tour (1)
MLB (15)
NHL (5)
College Sports (15)

TALK & ENTERTAINMENT (13)

XM Live
Extreme XM
E!
Sonic Theater
National Lampoon
Radio Classics
Talk Radio
Fox News Talk
The Power
Family Talk

Open Road Radio Parallele Reach MD

REGIONAL TALK, NEWS & MUSIC (6)

Nashville! KISS Mix Sunny WSIX WLW TRAFFIC, WEATHER & ALERTS (21)

Boston New York Philadelphia Baltimore Washington, DC Pittsburgh

Detroit
Chicago
St. Louis

Minneapolis/St. Paul

Seattle San Francisco Los Angeles San Diego

Phoenix
Dallas
Houston
Atlanta
Tampa
Orlando
Miami

EMERGENCY & WEATHER (1)

Emergency Alert / Weather Channel

SELECT SIRIUS

11 top selections from Sirius

Mostly Music \$9.99



COMMERCIAL FREE MUSIC (58)

The '40s Real Jazz
The '50s Watercolors
The '60s Beyond Jazz

The City

The '70s High Standards
The '80s Bluesville
The '90s Fine Tuning
America Audio Visions

X Country Escape Bluegrass Junction The Move The Village **BPM** U.S. Country Chrome The Heart The Chill The Blend Fuego Flight 26 Viva Cinemagic Aguila On Broadway Caliente U-Pop Air Musique Hitlist The Joint The Message Sur la Route

Spirit XM Classics
Enlighten Vox
Deep Tracks XM Pops

XMU Fred XM Café

Top Tracks
Ethel

Big Tracks
Loft
Verge

Nashville!

Mix

Sunny

WSIX

Werge

WLW

MORE MUSIC (5)

KIDS (2)

Lucy Soul Street Suite 62

The Groove Radio Disney XM Kids

RELIGION (1)

Family Talk

EMERGENCY & WEATHER (1)

Emergency Alert / Weather Channel

News, Sports & Talk

\$9.99



NEWS (12)

CNN

CNN Headline News ABC News & Talk CNN en Espanol

CNBC

Bloomberg Radio POTUS '08

BBC

C-SPAN

XM Public Radio Canada 360 Quoi de Neuf?

SPORTS (10)

ESPN Radio ESPN News Fox Sports Radio

XMSN

IndyCar XM Deportivo

MLB Home Plate NHL Home Ice XM Sports Guide

Calendar Sportif

KIDS (2)

Radio Disney XM Kids

TALK AND ENTERTAINMENT (15)

XM Live Extreme XM

Take Five

E!

Sonic Theater National Lampoon

Radio Classics Talk Radio

America Right Air America

Fox News Talk

The Power Open Road Radio Parallele Reach MD

TRAFFIC, WEATHER AND ALERTS (22)

Boston New York Philadelphia Baltimore

Washington, DC

Pittsburgh Detroit Chicago St. Louis

Minneapolis/St. Paul

Seattle
San Francisco
Los Angeles
San Diego
Phoenix

Dallas Houston

Atlanta Tampa

Orlando Miami

EMERGENCY & WEATHER (1)

Emergency Alert / Weather Channel

RELIGION (1)

Family Talk