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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

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

Re: Consolidated Application of EchoStar Communications Corporation,
General Motors Corporation and Hughes Electronics Corporation for
Authority to Transfer Control, CS Docket No. 01-348

In the Matter of EchoStar Satellite Corporation and Hughes Electronics
Corporation for Authority to Launch and Operate NEW ECHOSTAR 1
(USABBS-16), CS Docket No. 01-348, File No. SAT-LOA-20020225-00023

Dear Ms. Dortch:

EchoStar Communications Corporation (“EchoStar”), General Motors Corporation (“GM”), and Hughes Electronics Corporation (“Hughes”) (collectively, the “Parties”) hereby withdraw, and request as a matter of right the dismissal of, their applications in the above-cited proceedings, pursuant to Section 25.152(a) of the Commission’s Rules, 47 C.F.R. § 25.152(a). The Parties no longer wish to pursue approval of these applications and have entered into an agreement, described in the attached press release, pursuant to which they terminate the Agreement and Plan of Merger by and between EchoStar and Hughes dated December 14, 2001, Implementation Agreement by and among GM, Hughes and EchoStar dated December 14, 2001, the Separation Agreement by and between GM and Hughes dated as of October 28, 2001, the Stock Purchase Agreement among EchoStar, Hughes, Hughes Communications Galaxy, Inc., Hughes Communications Satellite Services, Inc. and Hughes Communications, Inc. dated as of October 28, 2001 (the “PanAmSat Stock Purchase Agreement”)’ and other related agreements. In view of the fact that the applications in the above-cited matters have been withdrawn, the Parties also request that the Commission (or the Chief Administrative Law Judge, as appropriate) terminate the hearing’ and any further proceedings addressing these applications as moot.

¹ Because of the termination of the PanAmSat Stock Purchase Agreement, EchoStar and Hughes will not pursue approval of the transfer of control of PanAmSat to EchoStar.

² See *In the Matter of Application of EchoStar Communications Corporation, General Motors Corporation, and Hughes Electronics Corporation, Transferors, and EchoStar Communications*

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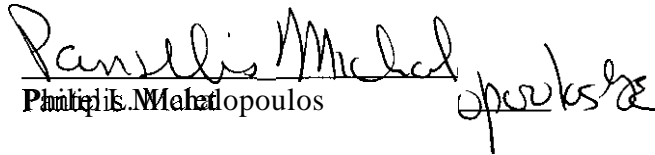
If you have any questions, please contact the undersigned.

Respectfully submitted,



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Attachment

cc: Honorable Richard Sippel
Chief, Administrative Law Judge

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*Corporation, Transferee, Hearing Designation Order, CS Docket No. 01-348, FCC No. 02-284
(rel. Oct. 18, 2002).*

Marlene H. Dortch

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PRESSRELEASE
December **10, 2002**

Hughes and EchoStar terminate proposed merger agreement
EchoStar **pays** Hughes **\$600** million; Hughes to keep PanAmSat interest

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Littleton, Colo., and Detroit -- General Motors Corporation, its subsidiary, Hughes Electronics Corporation (NYSE: GM, GMH), and EchoStar Communications Corporation (NASDAQ: DISH) today announced the companies have reached a settlement to terminate the proposed merger of Hughes and Echostar, effective immediately.

Under terms of the settlement, EchoStar has paid to Hughes \$600 million in cash, and Hughes will retain its 81 percent ownership position in PanAmSat (NASDAQ: SPOT).

The companies reached this settlement because the proposed merger could not be completed within the time allowed by the merger agreement. This was due to action taken by the Department of Justice, 23 states, the District of Columbia and Puerto Rico to block the merger as well as the Federal Communications Commission's decision to send the merger application to a hearing.

"We continue to believe that the proposed merger would have been a victory for consumers nationwide, and for our shareholders. We worked hard on it to get the required regulatory approval and are disappointed that we were not able to complete the merger," said Hughes President and Chief Executive Officer Jack A. Shaw. "However, since the merger couldn't be completed, we concluded that this settlement is the best alternative for Hughes and places us in the best position to move ahead with our business."

"We are appreciative of all the support we received and the opportunity to present the merger proposal to regulators. Obviously, we are disappointed in the final outcome. However, EchoStar will continue to seek alternative, innovative ways to provide competition to the rapidly consolidating cable industry and to provide more choices for all consumers," said EchoStar Chairman and Chief Executive Officer Charles Ergen.

As a result of the merger termination, EchoStar will take an approximate \$700 million write off in the fourth quarter for the merger breakup fee and other related merger expenses.

HUGHES, a world-leading provider of digital television entertainment, broadband services, satellite-based private business networks, and global video and data broadcasting, is a unit of General Motors Corporation. The earnings of HUGHES are used to calculate the earnings attributable to the General Motors Class H common stock (NYSE:GMH).

General Motors (NYSE: GM), the world's largest vehicle manufacturer, designs, builds and markets cars and trucks worldwide, and has been the global automotive sales leader since 1931. GM employs about 355,000 people around the world. More GM information can be found at www.gm.com.

EchoStar Communications Corporation and its DISH Network satellite TV system provide over 500 channels of digital video and CD-quality audio programming as well as advanced satellite TV receiver hardware and installation nationwide. EchoStar is included in the Nasdaq-100 Index (NDX) which contains the largest non-financial companies on the Nasdaq Stock Market. Visit EchoStar's Investor Relations website at www.echostar.com. DISH Network currently serves 8 million customers in the United States. DISH Network is located on the Internet at www.dishnetwork.com.

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