IN THE SUPREME COURT OF THE STATE OF NEVADA

PLUMBERS LOCAL UNION NO. 519 PENSION TRUST FUND; AND CITY OF STERLING HEIGHTS POLICE AND FIRE RETIREMENT SYSTEM, DERIVATIVELY ON BEHALF OF NOMINAL DEFENDANT DISH NETWORK CORPORATION,

Appellants,

vs.

CHARLES W. ERGEN; JAMES DEFRANCO; CANTEY M. ERGEN; STEVEN R. GOODBARN; DAVID K. MOSKOWITZ; TOM A. ORTOLF; CARL E. VOGEL; GEORGE R. BROKAW; JOSEPH P. CLAYTON; GARY S. HOWARD; DISH NETWORK CORPORATION, A NEVADA CORPORATION; AND SPECIAL LITIGATION COMMITTEE OF DISH NETWORK CORPORATION,

Respondents.

Electronically Filed
Mar 30 2021 08:38 a.m.
Elizabeth A. Brown
Clerk of Supreme Court

Supreme Court No. 81704

District Court No.
A-17-763397-B

JOINT APPENDIX
Vol. 42 of 85
[JA009579-JA009819]

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Document	Vol.	Page No.	Date
Report of the Special Litigation Committee of DISH Network Corporation and Appendices of Exhibits Thereto (Exs. 1-792; Appx. Vols. 1-50) **Evidentiary Hearing SLC Exhibit 102**[2]	4-73	JA000739-JA016874	11/27/18

[1] Volumes 2-85 of the Joint Appendix include only a per-volume table of contents. Volume 1 of the Joint Appendix includes a full table of contents incorporating all documents in Volumes 1-85.

[2] The Evidentiary Hearing Exhibits were filed with the District Court on July 6, 2020.

EXHIBIT 369

EXHIBIT 369

Musso, Reji

From: Rukas, Terrence
Sent: Thursday, March 05, 2009 10:33 AM
To: Slater, Joshua; Musso, Reji; Calbert, Robert; Werner, Bruce
Subject: RE: APEX Meeting - Recap

Confirmed

Terrence W. Rukas
Senior Account Manager-Westcoast
DISH Network L.L.C.
Cell: 619.520.5060
PLEASE NOTE NEW EMAIL ADDRESS:
terrence.rukas@dishnetwork.com

From: Slater, Joshua
Sent: Thursday, March 05, 2009 9:14 AM
To: Musso, Reji; Calbert, Robert; Rukas, Terrence; Werner, Bruce
Subject: RE: APEX Meeting - Recap

I would recommend putting them on hold immediately as Reza has said he would run from his charge back in the event of termination.

From feedback Terrence and I received, Reza will continue pre-recorded messages as his primary source of marketing, is not representing himself as APEX satellite, but as DISH Network (to prospective customers that receive his pre-recorded messages).

He has admitted to using spoofed caller IDs for all of his marketing campaigns, which is troubling considering he admits to providing data and dialing service for other retailers (he will not admit which retailers).

He currently spends (feedback from the meeting), 8k – 10k per month in lawsuits as a result of his telemarketing activities. In my opinion, this is excessive and is damaging the DISH Network brand.

Terrence,

Will you please confirm this information as well as the info listed below?

Thanks,

Josh Slater
National Account Manager

From: Musso, Reji
Sent: Thursday, March 05, 2009 8:43 AM
To: Calbert, Robert; Rukas, Terrence; Slater, Joshua; Werner, Bruce
Subject: Re: APEX Meeting - Recap

On the phone with RSI right now asking for hold.

From: Calbert, Robert

U.S., et al. v. Dish Network L.L.C.
Plaintiff's Exhibit
PX0742

3/5/2009

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TX 102-008842

To: Rukas, Terrence; Slater, Joshua; Musso, Reji
Sent: Thu Mar 05 09:36:16 2009
Subject: Fw: APEX Meeting - Recap

Fyi

Sent from my BlackBerry Wireless Handheld

From: Van Emst, Blake
To: McElroy, Steve
Cc: Calbert, Robert; Werner, Bruce
Sent: Thu Mar 05 09:32:09 2009
Subject: RE: APEX Meeting - Recap
I have no issue with this but we need to outline the violations clearly in building our case. We also need to inform RS&I since this is one of their OE retailers.

Bruce – Can we put together a packet fairly quickly?

From: McElroy, Steve
Sent: Thursday, March 05, 2009 9:26 AM
To: Van Emst, Blake
Cc: Calbert, Robert
Subject: RE: APEX Meeting - Recap

Blake,

I agree with Rob and think we should move forward with termination.

Rob,

Thank you for being pro-active in policing your retailer base. We must have zero tolerance policy when it comes to this kind of illegal behavior.

Steve

From: Calbert, Robert
Sent: Thursday, March 05, 2009 9:05 AM
To: McElroy, Steve
Subject: Fw: APEX Meeting - Recap

Steve,
I would like to move towards the termination of this retailer. Reza admitted to breaking the law, has refused to stop and by allowing him to continue to sell knowing what we know, I believe would be wrong and could possibly put the company in a bad position. What do we need to do to move towards that?

Sent from my BlackBerry Wireless Handheld

From: Musso, Reji
To: Calbert, Robert; Slater, Joshua
Cc: Rukas, Terrence
Sent: Wed Mar 04 16:31:51 2009
Subject: RE: APEX Meeting - Recap

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PX0742-002
JA009581
DISH_Paper-024092
008408
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TX 102-008843

I made some comments below. The other thing is this – if he doesn't respond to the TCPA complaints within 7 business days – and if the information is vague, then I think termination is the best option for DISH...in fact, I think it may be anyway.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
reji.musso@dishnetwork.com
PLEASE NOTE NEW E-MAIL EFFECTIVE JAN 5, 2009

From: Calbert, Robert
Sent: Wednesday, March 04, 2009 4:26 PM
To: Slater, Joshua; Musso, Reji
Cc: Rukas, Terrence
Subject: Re: APEX Meeting - Recap

Any reason why we wouldn't just terminate them? I'm having a hard time understanding why we would allow him to tell us that he won't stop using spoofed numbers.

Sent from my BlackBerry Wireless Handheld

From: Slater, Joshua
To: Musso, Reji
Cc: Rukas, Terrence; Calbert, Robert
Sent: Wed Mar 04 16:23:27 2009
Subject: APEX Meeting - Recap
Reji –

We had an interesting and eventful meeting with Reza today regarding his business, here are some highlights:

- He admitted to using the automated telephone removal system and spoofed call ID #s (310-599-5731, 8255909682107179), he initially said that he will not stop using spoofed caller IDs, but has agreed to allow the caller ID to ring back to his office and to identify himself as APEX when making sales. He says that this will lead to a higher cost for him because of increased lawsuits because potential customers will now actually be able to get back in touch with him. ***[Musso, Reji]*** People sue when they can't identify – not when they can...and if they sue, they may have a legitimate reason. AND, by the way, we could just give him up to the FCC. They would absolutely crucify him for this. It is against the law – plain and simple.
- He has no intention of moving away from pre-recorded messages short of the September deadline. His plan is to eventually switch to predictive dialing when the law takes effect. ***[Musso, Reji]*** He doesn't check with state laws...In many states it is already against the law – South Carolina is one – thus the lawsuits from Mark Fitzhenry, SC resident and consumer.
- He claims to be providing data and dialing services (pre-recorded messages) to a number of OE partners in the Southern California area. He used to provide data to Powerline, but they have since stopped their pre-recorded message marketing efforts. ***[Musso, Reji]*** He needs to tell us who.
- I told him that he needs to actually use Possible NOW. Reza said that he had not been using them because he wasn't sure if he could remain in business due to the current credit criteria, etc. He will start uploading his internal DNC. ***[Musso, Reji]*** He doesn't use them to scrub leads either. Most of the numbers on the small list that you had were on the internal AND he isn't scrubbing against wireless which PN does.

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PX0742-003
JA009582
DISH_0008409 024093
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TX 102-008844

- He actually has a very good training and sales compliance program in place. We listened to several calls and the disclosures were covered, the customers were aware of their monthly charges following the promotional period, and they give out their phone # and name in case the customer has any issues. I was impressed with that side of their operation. ***[Musso, Reji]*** I don't get disclosure complaints on him, but it really won't matter if ANYONE gets wind of the spoofing. Legal will stroke out.
- Reza is open to weekly call monitoring by the FSD group and we will work with Erica Valdez to establish a consistent weekly time. ***[Musso, Reji]*** What about uploading recorded calls?

I told Reza that he is on our radar and is skating on thin ice. I expressed the importance of responding to all inquiries and providing us with lead and opt-in information when requested in a timely manner.

Please let me know if you need any additional information.

Thanks!!

Josh Slater
National Account Manager
Josh.Slater@dishnetwork.com
Cell: 720.480.9057
Direct: 678.482.1908 x3577
Fax: 678.482.7405

PLEASE NOTE E-MAIL ADDRESS CHANGE TO: Josh.Slater@dishnetwork.com

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Musso, Reji

From: Snyder, Serena
Sent: Wednesday, March 04, 2009 10:10 AM
To: Musso, Reji
Subject: Mr. Margulis - Apex Account Screen Shot
Follow Up Flag: Follow up
Flag Status: Red

This is the Apex Account set up for Mr. Margulis. Both of the accounts (8255909682104671 by USA Cable and 8255909682107179 by Apex) were set up on 02/16/09.

Account Info | Profile | Services

Account: **8255909682107179** Customer: **1301771364834**

Account

Last, First Name: GOZ MARILYN Sal: Unknown

Home Phone: 314 434-1577 Work Phone: 314 434-1577 ID:

Address 1: **14236 CEDAR SPRINGS DR #** Tax Type: Not Provided/Requested

Address 2: **2B** Tax ID:

City: **TOWN AND COUNTRY** VIP:

State: **MO** Zip: **63017-5728**

Summary

Memos | Pymt Method | History

Perm	Opr ID	Date	Text
	FE4	02/16/09	[illegible]
P	PB9	02/16/09	SALES PARTNER- RECREATIONAL SPORTS & IMPORTS INC.FROM ECONNECT
	ZAG	02/16/09	10:19 AM (EST) [ECD] CALL WAS LOST IN TRANSFER. JEFF/HD/ZAG/CB
	7ID	02/16/09	10:13 AM (EST) MR GOZ (VERIFIED ADDRESS) CI TO CONFIRM INSTALLATION DATE/ CUST ASKING FOR ACCT INFO & TO RESCHEDULE WORK ORDER/ ADV WOULD NEED TO SPEAK W ACCT HOLDER/ CUST WANTS TO SPEAK W SUPERVISOR
P	A0I	02/13/09	R574493040 MATT 001 NEIGHBORS HAVE DISHES ON THE ROOF AND BALCONIES VER SAM
P	A0I	02/13/09	PARTNER WEB DHA SALE

Status

Labs: c-s/n

3/5/2009

Thank you,
Serena Snyder
Retail Services Compliance
Dish Network
9601 S. Meridian Blvd
Englewood, CO 80112
720-514-5742 (tel)
720-514-8288 (fax)

3/5/2009

APEX Stuff

Musso, Reji

From: Musso, Reji
Sent: Thursday, February 26, 2009 2:56 PM
To: Slater, Joshua
Subject: FW: 8255909682107179

And, he assumed there was account manipulation. Ask him what caller id that center uses? Bruce is all for putting them on hold if we can't get answers...and $250,000 is quite a chunk of change.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
reji.musso@dishnetwork.com
PLEASE NOTE NEW E-MAIL EFFECTIVE JAN 5, 2009

From: Musso, Reji
Sent: Thursday, February 26, 2009 2:34 PM
To: Slater, Joshua
Subject: Re: 8255909682107179

This is BULL. Where did the lead come from?

From: Slater, Joshua
To: Musso, Reji; 'dan.tolbertson@rsiinc.com' ; 'alex.kapanui@rsiinc.com'
Sent: Thu Feb 26 12:52:41 2009
Subject: FW: 8255909682107179
FYI.

Josh Slater
National Account Manager

From: Mohammadreza Akhavanfard [mailto:reza980@hotmail.com]
Sent: Thursday, February 26, 2009 2:51 PM
To: Slater, Joshua
Subject: RE: 8255909682107179

Josh

I looked into this matter, and found that this account was generated from an agent at my LA location. We took immediate measures by first of all letting go of the agent, it is very clear in all my offices that there is a 0 tolerance for this. Secondly the office in LA is again going through an audit by my management to ensure that there are no more accounts with any modifications. This is the 1st in about a 1000 deals that this has occurred on but I will make sure that we don't even

PX0742-007
JA009586
DISH_Bapr-024097
008413
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TX 102-008848

have that ratio. Thanks for bringing this to my attention. Looking forward to seeing you on March 4th.

Sincerely,
Reza Akhavan

P.S. I never received the weather channel kits.

Subject: 8255909682107179
Date: Wed, 25 Feb 2009 12:13:23 -0700
From: Joshua.Slater@Dishnetwork.com
To: reza980@hotmail.com
CC: Reji.Musso@Dishnetwork.com; dan.tolbertson@rsiinc.com; alex.kapanui@rsiinc.com

Reza –

Will you please investigate (8255909682107179) and let me how this lead was generated?

We would appreciate a response to this inquiry by COB tomorrow.

Thank you in advance!

Josh Slater
National Account Manager
Josh.Slater@dishnetwork.com
Cell: 720.480.9057
Direct: 678.482.1908 x3577
Fax: 678.482.7405

PLEASE NOTE E-MAIL ADDRESS CHANGE TO: Josh.Slater@dishnetwork.com

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It's the same Hotmail®. If by "same" you mean up to 70% faster. Get your account now.

Account Information - 1302 MARILYN - 8255909682107179 - 14236 CEDAR SPRINGS DR # - TOWN AND COUNTRY, MO 63017-3728 - PX

Account Info | Profile | Services

Account: **8255909682107179** Customer: **1301771364834**

PSI

Account

Last, First Name: GOZ MARILYN Sal: Unknown

Home Phone: 314 434-1577 Work Phone: 314 434-1577 ID:

Address 1: **14236 CEDAR SPRINGS DR #** Tax Type: Not Provided/Requested

Address 2: **2B** Tax ID:

City: **TOWN AND COUNTRY** VIP:

State: **MO** Zip: **63017-5728**

Statement

Cycle Day: **00**

Bill From: **00/00/00**

Bill To: **00/00/00**

Stmt Balance: **0.00**

Detail Stmt: Summary

Memos | Pymt Method | History

Perm	Opr ID	Date	Text
P	PB9	02/16/09	W/O CXD AS CSTMR HAD SECOND ACCOUNT THRU ANOTHER PROVIDER , DECIDED TO HAVE THEM COMPLETE INSTALL , MARK/PB9
P	PB9	02/16/09	SALES PARTNER- RECREATIONAL SPORTS & IMPORTS INC.FROM ECONNECT
	ZAG	02/16/09	10:19 AM (EST) [ECD] CALL WAS LOST IN TRANSFER. JEFF/HD/ZAG/CB
	7ID	02/16/09	10:13 AM (EST) MR GOZ (VERIFIED ADDRESS) CI TO CONFIRM INSTALLATION DATE/ CUST ASKING FOR ACCT INFO & TO RESCHEDULE WORK ORDER/ ADV WOULD NEED TO SPEAK W ACCT HOLDER/ CUST WANTS TO SPEAK W SUPERVISOR
	[illegible]	[illegible]	[illegible]
P	A0I	02/13/09	PARTNER WEB DHA SALE

Summary

Current Balance: **0.00**

Monthly Rate: **0.00**

PPV Balance: **0.00**

Last Pay Date: **00/00/00**

Last Pay Amt: **0.00**

Delinquent Days: **0**

Delinquent Amount: **0.00**

Status

Connected: **00/00/00**

Disconnected: **02/16/09**

Created: **00/00/00**

External: **Voluntary Disc**

Delinquency: **Voluntary Disc**

Internal:

Lobs: c-s/n

Bill To exists

Musso, Reji

From: Snyder, Serena
Sent: Thursday, February 26, 2009 8:11 AM
To: Musso, Reji
Subject: RE: sting 8255909682104671 and 8255909682107179

I forgot to mention that big piece of info. Whoops!

Acct# 8255909682107179
OE# 17089405
Contact Name: Mohammadreza Akhavanfard
Company: APEX SATELLITE INC
Address: 16220 SCIENTIFIC WY
IRVINE, CA 92618
Phone: (949) 742-2581
E-mail: reza980@hotmail.com

Thank you,
Serena Snyder
Retail Services Compliance
Dish Network
9601 S. Meridian Blvd
Englewood, CO 80112
720-514-5742 (tel)
720-514-8288 (fax)

From: Musso, Reji
Sent: Wednesday, February 25, 2009 6:29 PM
To: Snyder, Serena
Subject: RE: sting 8255909682104671 and 8255909682107179

Who is this account? The 79?

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
reji.musso@dishnetwork.com
PLEASE NOTE NEW E-MAIL EFFECTIVE JAN 5, 2009

From: Snyder, Serena
Sent: Wednesday, February 25, 2009 4:10 PM
To: Musso, Reji
Subject: RE: sting 8255909682104671 and 8255909682107179

Reji,

3/7/2009

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TX 102-008851

Please see the attached TCPA complaints associated with the message that is an automated telephone removal system (English speaking woman's voice). There are multiple Caller IDs with the same voice message system. I called some of the phone numbers associated by the other message about "Purchasing and Calling Business Phone listings" and it appears that the phone message has changed to the "Automated Telephone Removal System". There are a total of 473 issues.

The account set up tied to this voice message is 8255909682107179 and the caller id associated is 310-599-5731.

The report can be found in our Compliance file on the Q – drive.

Let me know if you need anything else. I am leaving for the night. Talk to you tomorrow. ☺ Have a relaxing evening!

Thank you,
Serena Snyder
Retail Services Compliance
Dish Network
9601 S. Meridian Blvd
Englewood, CO 80112
720-514-5742 (tel)
720-514-8288 (fax)

From: Musso, Reji
Sent: Wednesday, February 25, 2009 4:01 PM
To: Snyder, Serena
Subject: Re: sting 8255909682104671 and 8255909682107179

Hey. Send to me in writing.

From: Snyder, Serena
To: Musso, Reji
Sent: Wed Feb 25 12:16:04 2009
Subject: RE: sting 8255909682104671 and 8255909682107179
I haven't collected that information yet. I will get it by this afternoon and get back to you.

Thank you,
Serena Snyder
Retail Services Compliance
Dish Network
9601 S. Meridian Blvd
Englewood, CO 80112
720-514-5742 (tel)
720-514-8288 (fax)

From: Musso, Reji
Sent: Wednesday, February 25, 2009 12:05 PM
To: Snyder, Serena
Subject: RE: sting 8255909682104671 and 8255909682107179

P. S. – how many complaints in tracker with this voice message?

3/7/2009

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SLC_ DNC_Investigation_0013380
TX 102-008852

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
reji.musso@dishnetwork.com
PLEASE NOTE NEW E-MAIL EFFECTIVE JAN 5, 2009

From: Snyder, Serena
Sent: Thursday, February 19, 2009 2:35 PM
To: Musso, Reji
Subject: RE: sting 8255909682104671 and 8255909682107179

This is 2 accounts set up as Stings for TCPA issues. I was able to go through the attachments and pull the numbers from the caller IDs provided. I was only able to identify 1retailer (USA Cable) of the 4 phone numbers provided to a retailer by calling the number. The accounts however identify 2 retailers who set them up USA Cable and Apex.

In addition I wanted to run past you some information about the recorded message I got for one of the phone numbers listed on the complaint with the Apex account. The VM is one of the messages we get complaints about frequently "Automated Telephone Removal System Female". Can we send the additional phone numbers that are associated to this message in the letter?

I didn't want to send back the information about the accounts without researching the phone numbers too. ☺

Thank you,
Serena Snyder
Retail Services Compliance
Dish Network
9601 S. Meridian Blvd
Englewood, CO 80112
720-514-5742 (tel)
720-514-8288 (fax)

From: Musso, Reji
Sent: Thursday, February 19, 2009 2:18 PM
To: Snyder, Serena
Subject: Fw: sting 8255909682104671 and 8255909682107179
Importance: High

What is this about?

From: Haakenson, Mark
To: Vendor Inquiries
Cc: Musso, Reji
Sent: Thu Feb 19 13:59:02 2009
Subject: FW: sting 8255909682104671 and 8255909682107179

Hello

Do you have any information on this?

Thank you,

Mark

From: Haakenson, Mark
Sent: Tuesday, February 17, 2009 1:14 PM
To: Vendor Inquiries
Subject: sting 8255909682104671 and 8255909682107179
Importance: High

Hello

This consumer set up two accounts as he had received automated messages for the Dish service. This was originally handled by Joseph Ortega but he has changed positions at Dish so I had followed up with the consumer yesterday. His original complaint is attached with this email along with the customer's investigation forms.

<<Re: FW: TCPA Investigation Form>>

Thank You

Mark Haakenson

Customer Resolution Specialist

DNC and FACT Verification Team

E-Mail: mark.haakenson@dishnetwork.com

Phone 720-514-8555 Ext. 71154

From: Haakenson, Mark
Sent: Monday, February 16, 2009 6:48 PM
To: Haakenson, Mark
Subject: FW: TCPA ISSUE Followup 8255909682104671 and 8255909682107179
Importance: High

From: Harris, Myra
Sent: Monday, February 16, 2009 4:25 PM
To: Haakenson, Mark
Cc: Laslo, David
Subject: FW: TCPA ISSUE Followup
Importance: High

Mark~

Will you please follow up with this customer today? This was an issue that Joe gave to Gladys to handle but the customer has never received a callback.

Thanks, Myra.

From: Ortega, Joseph
Sent: Monday, February 16, 2009 2:46 PM
To: Harris, Myra
Cc: Ortega, Joseph
Subject: FW: TCPA ISSUE Followup
Importance: High

From: Ortega, Joseph
Sent: Monday, February 16, 2009 2:41 PM
To: Laslo, David
Cc: Whittemore, Adam; Ortega, Joseph
Subject: TCPA ISSUE Followup
Importance: High

David,

I received this message from a Max Margulus regarding a TCPA issue that we had worked on in the past his phone number is (3144348502).

The customer has received three additional calls, the customer states that they never received any further follow up on this issue since I sent him the last email.

The issue was forwarded to Gladys for follow up since I am no longer in the department. I just spoke with the customer and he has not heard from anyone. The customer has set up two accounts for the sting process. I need someone within TCPA to call this customer today and work this issue.

I have enclosed the file for your review:

<<FW: 7564-Joseph Ortega-Not a Customer-Margulius>>

Thank you,

Joseph Ortega

From: Unity Messaging System - MER2-UNITYP1
Sent: Monday, February 16, 2009 7:17 AM
To: Ortega, Joseph
Subject: Message from an unidentified caller (3144343190)

<<VoiceMessage>>

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TX 102-008855

Musso, Reji

From: Slater, Joshua
Sent: Thursday, February 26, 2009 12:53 PM
To: Musso, Reji; 'dan.tolbertson@rsiinc.com'; 'alex.kapanui@rsiinc.com'
Subject: FW: 8255909682107179

FYI.

Josh Slater
National Account Manager

From: Mohammadreza Akhavanfard [mailto:reza980@hotmail.com]
Sent: Thursday, February 26, 2009 2:51 PM
To: Slater, Joshua
Subject: RE: 8255909682107179

Josh

I looked into this matter, and found that this account was generated from an agent at my LA location. We took immediate measures by first of all letting go of the agent, it is very clear in all my offices that there is a 0 tolerance for this. Secondly the office in LA is again going through an audit by my management to ensure that there are no more accounts with any modifications. This is the 1st in about a 1000 deals that this has occurred on but I will make sure that we don't even have that ratio. Thanks for bringing this to my attention. Looking forward to seeing you on March 4th.

Sincerely,
Reza Akhavan

P.S. I never received the weather channel kits.

Subject: 8255909682107179
Date: Wed, 25 Feb 2009 12:13:23 -0700
From: Joshua.Slater@Dishnetwork.com
To: reza980@hotmail.com
CC: Reji.Musso@Dishnetwork.com; dan.tolbertson@rsiinc.com; alex.kapanui@rsiinc.com

Reza –

Will you please investigate (8255909682107179) and let me how this lead was generated?

We would appreciate a response to this inquiry by COB tomorrow.

Thank you in advance!

Josh Slater
National Account Manager
Josh.Slater@dishnetwork.com
Cell: 720.480.9057
Direct: 678.482.1908 x3577
Fax: 678.482.7405

PLEASE NOTE E-MAIL ADDRESS CHANGE TO: Josh.Slater@dishnetwork.com

The above email is for intended recipient only and may contain confidential information owned by and proprietary to EchoStar Satellite, LLC. Unauthorized disclosure of or use of this information other than to employees of the EchoStar family of companies is prohibited and may violate its Conflicts of Interest Agreement

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3/1/2009

Musso, Reji

From: Slater, Joshua
Sent: Wednesday, January 21, 2009 4:15 PM
To: Musso, Reji
Subject: Fw: 8255909194121643

Josh Slater
National Account Manager
DISH Network LLC

Sent via BlackBerry from AT&T

From: Slater, Joshua
To: 'Alex.Kapanui@rsiinc.com'
Cc: 'dan.tolbertson@rsiinc.com'
Sent: Wed Jan 21 08:40:42 2009
Subject: Re: 8255909194121643

I'm in town Tuesday and Wednesday. Who from APEX is going to be in town? If not Reza, I can meet with their attorney – I'd like to understand what they're putting in place to reduce the illegal telemarketing complaints they're getting (TCPA). Additionally, I want to call monitor for at least 2 hours.

Thanks,

Josh

Josh Slater
National Account Manager
DISH Network LLC

Sent via BlackBerry from AT&T

From: Kapanui, Alex (Corona)
To: Slater, Joshua
Sent: Mon Jan 19 11:44:30 2009
Subject: RE: 8255909194121643

Call me when you have a chance I'll explain.

> -----Original Message-----
> **From:** Slater, Joshua [mailto:Joshua.Slater@Dishnetwork.com]
> **Sent:** Monday, January 19, 2009 10:07 AM
> **To:** Kapanui, Alex (Corona); Mohammadreza Akhavanfard
> **Cc:** Tolbertson, Dan (Corona); Walker, Will
> **Subject:** RE: 8255909194121643
>
> Guys -
>
> Would it be possible to meet with a call center manager or someone else in a leadership position?

HIGHLY CONFIDENTIAL
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER

I was going to send out an e-mail later today, but we are shifting some account support within the channel and I will no longer be assigned to the RSIINC account effective 2/1.

Will Walker will be the new National Account Manager handling the RSIINC accounts. I wanted to be able introduce him and at least get a tour of the call center.

Please let me know if this is a possibility.

Thanks!!

Josh Slater
National Account Manager

From: Kapanui, Alex (Corona) [mailto:Alex.Kapanui@rsiinc.com]
Sent: Monday, January 19, 2009 1:00 PM
To: Slater, Joshua; Mohammadreza Akhavanfard
Cc: Tolbertson, Dan (Corona)
Subject: RE: 8255909194121643

Josh,

It doesn't look like Reza will be in town at the time of your visit. We'll need to reschedule when you are out next.

Alex

> -----Original Message-----
> **From:** Slater, Joshua [mailto:Joshua.Slater@Dishnetwork.com]
> **Sent:** Wednesday, January 14, 2009 5:35 AM
> **To:** Mohammadreza Akhavanfard
> **Cc:** Tolbertson, Dan (Corona); Kapanui, Alex (Corona)
> **Subject:** 8255909194121643
>
> Reza --
>
> I have received an inquiry as to how this lead was generated:
>
> Renee Wilder
> 8255909194121643
> 318-996-7405
>
> Will you please give me some feedback as soon as possible?
>
> Also, I will be in town on the 27th and 28th and would like to sit down with you and discuss 2/1 as well as some support changes.
>
> Please let me know your availability.
>
> Thank you sir!
>
> **Josh Slater**
> **National Account Manager**

HIGHLY CONFIDENTIAL
PX0742-018
JA009597
DISH-SEC-024108
008424
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
SLC_ DNC_Investigation_0013387
TX 102-008859

Musso, Reji

From: Berridge, Kimberly
Sent: Friday, October 10, 2008 8:54 AM
To: Musso, Reji
Subject: RE: Need info from Dish on this account

We can confirm they were responsible for the sale.

Kimberly Berridge
Paralegal
Direct Phone: (303) 723-2171
Direct Fax: (720) 514-6351

ATTORNEY/CLIENT AND WORK PRODUCT PRIVILEGES MAY APPLY/
DO NOT DISCLOSE WITHOUT THE PRIOR CONSENT OF GENERAL COUNSEL

From: Musso, Reji
Sent: Friday, October 10, 2008 8:34 AM
To: Berridge, Kimberly
Subject: FW: Need info from Dish on this account

Can we verify this?

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: WTroiani@aol.com [mailto:WTroiani@aol.com]
Sent: Thursday, October 09, 2008 6:27 PM
To: Musso, Reji
Subject: Re: Need info from Dish on this account

Dear Reji:

I simply want to verify that Apex was the responsible retailer that completed the sale. We get a lot of complaints from people we never sold nor talked with. Once it is verified and if it is our sale, we can resolve the issue in a timely fashion. Also, we never received correspondence from dish about this complaint, which means we simply need to do our due diligence.

I truly understand your position. I only hope you understand mine.

Thank you
Bill

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it out!

2/13/2009

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SLC_ DNC_Investigation_0013389
TX 102-008861

Musso, Reji

From: Musso, Reji
Sent: Friday, January 09, 2009 9:42 AM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

Oh, I found the e-mail...and hit brain refresh. Alex is a numb nut. We don't give a shyte about the called id...I want to know who generated the sale and Apex should know that and cough it up – which also means they are using affiliates that are not approved AND those affiliates are breaking the law.

I want to BUST SOME CHOPS...

Did you tell Mike about this being the same account?

Thanks for keeping me on my toes.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
reji.musso@dishnetwork.com
PLEASE NOTE NEW E-MAIL EFFECTIVE JAN 5, 2009

From: Slater, Joshua
Sent: Friday, January 09, 2009 9:36 AM
To: Musso, Reji
Subject: RE: Messaging - APEX - 818-870-8118

What I was saying is that the account # that appears on the most recent complaint is the same account # that was sent to me to research with Alex.

So it's only one occurrence with that caller ID, and not two.

Josh Slater
National Account Manager

From: Musso, Reji
Sent: Friday, January 09, 2009 11:35 AM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

I'm confused on this account number stuff – I just pulled their info again and there are NO duplicate account numbers. Do you mean caller id? HELP – I'm losing my mind. ☺

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
reji.musso@dishnetwork.com
PLEASE NOTE NEW E-MAIL EFFECTIVE JAN 5, 2009

From: Slater, Joshua
Sent: Friday, January 09, 2009 8:48 AM
To: Musso, Reji
Subject: RE: Messaging - APEX - 818-870-8118

Ha! It's all good; I still think we should put him on hold! I talked to mills last night and he was going to wait until after his meeting with them.

Josh Slater
National Account Manager

From: Musso, Reji
Sent: Friday, January 09, 2009 10:47 AM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

WTF?

Guess I shouldn't be working so late. ☺

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
reji.musso@dishnetwork.com
PLEASE NOTE NEW E-MAIL EFFECTIVE JAN 5, 2009

From: Slater, Joshua
Sent: Friday, January 09, 2009 7:52 AM
To: Musso, Reji
Subject: RE: Messaging - APEX - 818-870-8118

This complaint is the same account # we originally questioned them about.

Josh Slater
National Account Manager

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From: Musso, Reji
Sent: Thursday, January 08, 2009 7:23 PM
To: Mills, Mike
Cc: Slater, Joshua; Vendor Inquiries
Subject: FW: Messaging - APEX - 818-870-8118

Mike, we have received another complaint with this same caller id and an account tied to Apex – 8255909702259349.

In the e-mail below, Alex, denies any involvement for Apex with this number. I do believe that the account noted above ties them completely to that caller id – pre-recorded message and we should consider eliminating them from the tool.

It would be interesting to watch my complaint load. ☺

In addition, this consumer is on our internal DNC list since May of 2008 and this tells me that they are not scrubbing their leads against the list (as required by the PN Bus Rules).

Keeping you in the loop.

Thanks.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
reji.musso@dishnetwork.com
PLEASE NOTE NEW E-MAIL EFFECTIVE JAN 5, 2009

From: Slater, Joshua
Sent: Thursday, January 08, 2009 5:07 PM
To: Musso, Reji
Subject: FW: Messaging - APEX - 818-870-8118

Josh Slater
National Account Manager

From: Kapanui, Alex (Corona) [mailto:Alex.Kapanui@rsiinc.com]
Sent: Thursday, December 18, 2008 4:04 PM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

Josh,

HIGHLY CONFIDENTIAL
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
SLC_ DNC_Investigation_0013392
TX 102-008864

I don't have as much visibility as you...but according to my records this was entered on 12/11/2008 at 10:55AM and canceled on 12/11/2008 at 10:56AM, via a file update. Never installed, activated or paid? A minute later?

Speaking with Reza, Apex doesn't use this service, nor do they subscribe to any such service. I didn't recognize any of the services in regards to what Apex currently offers.

The 818 area code is located in the San Fernando Valley of Southern California, 100 or so miles to the NW of Apex's Irvine location.... It is possible since Apex is in the out bound business, that that number may have been tied to them at one time. That's pretty far fetched.

Alex

-----Original Message-----
From: Slater, Joshua [mailto:Joshua.Slater@echostar.com]
Sent: Thursday, December 18, 2008 12:16 PM
To: Kapanui, Alex (Corona)
Subject: RE: Messaging - APEX - 818-870-8118

Any luck with this?

Josh Slater
National Account Manager

From: Slater, Joshua
Sent: Wednesday, December 17, 2008 6:48 PM
To: 'Kapanui, Alex (Corona)'
Subject: RE: Messaging - APEX - 818-870-8118

Alex,

Here is the account number for further research:

8255909702259349

Thanks,

Josh Slater
National Account Manager

From: Kapanui, Alex (Corona) [mailto:Alex.Kapanui@rsiinc.com]
Sent: Tuesday, December 16, 2008 7:32 PM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

Josh,

Spoke to Reza, he's never heard of the service? Can you tell me the account the number was tied too so we can do more research?

Alex

-----Original Message-----
From: Slater, Joshua [mailto:Joshua.Slater@echostar.com]

HIGHLY CONFIDENTIAL
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
SLC_ DNC_Investigation_0013393
TX 102-008865

Sent: Tuesday, December 16, 2008 8:38 AM
To: Kapanui, Alex (Corona)
Subject: Re: Messaging - APEX - 818-870-8118

We didn't get this # from APEX.

An outbound call was received from this caller ID, the recipient of the call signed up for service, and the sale was tied to APEX.

We want to know who the vendor is that they are using and to stop using this vendor.

Josh Slater
National Account Manager
DISH Network LLC

Sent via BlackBerry from AT&T

From: Kapanui, Alex (Corona)
To: Slater, Joshua
Sent: Tue Dec 16 09:34:16 2008
Subject: RE: Messaging - APEX - 818-870-8118
No, where from Apex did you get this? is this on their call ID?

> -----Original Message-----
> **From:** Slater, Joshua [mailto:Joshua.Slater@echostar.com]
> **Sent:** Tuesday, December 16, 2008 8:33 AM
> **To:** Kapanui, Alex (Corona)
> **Subject:** Re: Messaging - APEX - 818-870-8118
>
> Legal and Compliance
>
> Josh Slater
> National Account Manager
> DISH Network LLC
> ---
> Sent via BlackBerry from AT&T
>
> ---
>
> **From**: Kapanui, Alex (Corona)
> **To**: Slater, Joshua
> **Sent**: Tue Dec 16 09:17:13 2008
> **Subject**: RE: Messaging - APEX - 818-870-8118
> *Josh,*
>
> *Where did the number come from?*
>
> *Alex*
>
> > -----Original Message-----
> > **From:** Slater, Joshua [mailto:Joshua.Slater@echostar.com]
> > **Sent:** Tuesday, December 16, 2008 6:09 AM
> > **To:** Kapanui, Alex (Corona)
> > **Cc:** Tolbertson, Dan (Corona)
> > **Subject:** Messaging - APEX - 818-870-8118
> >
> > Alx –

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Please see below. Prior to getting in contact with Reza, I wanted to give you the heads up about this. Legal is concerned about the caller ID listed in the subject line that APEX is connected to. Dial the number and you will see what I am talking about. We are going to be requesting the disclosure of the vendor APEX is using.

Thanks,

Josh

Sent: Wednesday, December 10, 2008 10:07 AM
To:

Cc: Slater, Joshua
Subject: Messaging

Apex was connected with 818-870-8118 and it is the same message (same 3rd party vendor). Nothing about DISH today nor DTV, but ADT and other opportunities – lawyers, Sylvan Learning, etc...

This is a mystery maize and you cannot ever get to a live person –

We need to find out who this vendor is and frankly, I think this is offensive and will generate complaints. So, let's put a stop to the use of this vendor, please.

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PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
SLC_ DNC_Investigation_0013395
TX 102-008867

Snyder, Serena

From: Musso, Reji
Sent: Thursday, January 08, 2009 5:23 PM
To: Mills, Mike
Cc: Slater, Joshua; Vendor Inquiries
Subject: FW: Messaging - APEX - 818-870-8118

Mike, we have received another complaint with this same caller id and an account tied to Apex – 8255909702259349.

In the e-mail below, Alex, denies any involvement for Apex with this number. I do believe that the account noted above ties them completely to that caller id – pre-recorded message and we should consider eliminating them from the tool.

It would be interesting to watch my complaint load. ☺

In addition, this consumer is on our internal DNC list since May of 2008 and this tells me that they are not scrubbing their leads against the list (as required by the PN Bus Rules).

Keeping you in the loop.

Thanks.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
reji.musso@dishnetwork.com
PLEASE NOTE NEW E-MAIL EFFECTIVE JAN 5, 2009

From: Slater, Joshua
Sent: Thursday, January 08, 2009 5:07 PM
To: Musso, Reji
Subject: FW: Messaging - APEX - 818-870-8118

Josh Slater
National Account Manager

From: Kapanui, Alex (Corona) [mailto:Alex.Kapanui@rsiinc.com]
Sent: Thursday, December 18, 2008 4:04 PM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

Josh,

1/9/2009

HIGHLY CONFIDENTIAL
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
SLC_ DNC_Investigation_0013396
TX 102-008868

I don't have as much visibility as you...but according to my records this was entered on 12/11/2008 at 10:55AM and canceled on 12/11/2008 at 10:56AM, via a file update. Never installed, activated or paid? A minute later?

Speaking with Reza, Apex doesn't use this service, nor do they subscribe to any such service. I didn't recognize any of the services in regards to what Apex currently offers.

The 818 area code is located in the San Fernando Valley of Southern California, 100 or so miles to the NW of Apex's Irvine location.... It is possible since Apex is in the out bound business, that that number may have been tied to them at one time. That's pretty far fetched.

Alex

-----Original Message-----
From: Slater, Joshua [mailto:Joshua.Slater@echostar.com]
Sent: Thursday, December 18, 2008 12:16 PM
To: Kapanui, Alex (Corona)
Subject: RE: Messaging - APEX - 818-870-8118

Any luck with this?

Josh Slater
National Account Manager

From: Slater, Joshua
Sent: Wednesday, December 17, 2008 6:48 PM
To: 'Kapanui, Alex (Corona)'
Subject: RE: Messaging - APEX - 818-870-8118

Alex,

Here is the account number for further research:

8255909702259349

Thanks,

Josh Slater
National Account Manager

From: Kapanui, Alex (Corona) [mailto:Alex.Kapanui@rsiinc.com]
Sent: Tuesday, December 16, 2008 7:32 PM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

Josh,

Spoke to Reza, he's never heard of the service? Can you tell me the account the number was tied too so we can do more research?

Alex

-----Original Message-----
From: Slater, Joshua [mailto:Joshua.Slater@echostar.com]
Sent: Tuesday, December 16, 2008 8:38 AM
To: Kapanui, Alex (Corona)

HIGHLY CONFIDENTIAL
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER

Subject: Re: Messaging - APEX - 818-870-8118

We didn't get this # from APEX.

An outbound call was received from this caller ID, the recipient of the call signed up for service, and the sale was tied to APEX.

We want to know who the vendor is that they are using and to stop using this vendor.

Josh Slater
National Account Manager
DISH Network LLC

Sent via BlackBerry from AT&T

From: Kapanui, Alex (Corona)
To: Slater, Joshua
Sent: Tue Dec 16 09:34:16 2008
Subject: RE: Messaging - APEX - 818-870-8118
No, where from Apex did you get this? is this on their call ID?

-----Original Message-----
From: Slater, Joshua [mailto:Joshua.Slater@echostar.com]
Sent: Tuesday, December 16, 2008 8:33 AM
To: Kapanui, Alex (Corona)
Subject: Re: Messaging - APEX - 818-870-8118

Legal and Compliance

Josh Slater
National Account Manager
DISH Network LLC

Sent via BlackBerry from AT&T

From: Kapanui, Alex (Corona)
To: Slater, Joshua
Sent: Tue Dec 16 09:17:13 2008
Subject: RE: Messaging - APEX - 818-870-8118
Josh,

Where did the number come from?

Alex

-----Original Message-----
From: Slater, Joshua [mailto:Joshua.Slater@echostar.com]
Sent: Tuesday, December 16, 2008 6:09 AM
To: Kapanui, Alex (Corona)
Cc: Tolbertson, Dan (Corona)
Subject: Messaging - APEX - 818-870-8118

Alx –

Please see below. Prior to getting in contact with Reza, I wanted to give you the heads up about this. Legal is concerned about the caller ID listed in the subject line that APEX is connected to. Dial the number and you will see what I am talking about.

PX0742-029
JA009608
DISH_SEC_024119
008435
HIGHLY CONFIDENTIAL
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
SLC_ DNC_Investigation_0013398
TX 102-008870

We are going to be requesting disclosure of the vendor APEX is using.

Thanks,

Josh

Sent: Wednesday, December 10, 2008 10:07 AM
To:

Cc: Slater, Joshua
Subject: Messaging

Apex was connected with 818-870-8118 and it is the same message (same 3rd party vendor). Nothing about DISH today nor DTV, but ADT and other opportunities – lawyers, Sylvan Learning, etc...

This is a mystery maize and you cannot ever get to a live person –

We need to find out who this vendor is and frankly, I think this is offensive and will generate complaints. So, let's put a stop to the use of this vendor, please.

Musso, Reji
From: Slater, Joshua
Sent: Tuesday, January 06, 2009 6:37 PM
To: Musso, Reji; Mills, Mike
Subject: RE: RSI Retailers - TCPA - 01 07 09.xls

Thanks Reji!

I think the biggest problem child of all the RS&I retailers is APEX.

I think we would have more data if he wasn't using spoofed caller IDs and actually correctly identified his company to consumers.

I would like to monitor calls when I visit his office the last week of January.

Thanks,

Josh

From: Musso, Reji
Sent: Tuesday, January 06, 2009 7:03 PM
To: Mills, Mike; Slater, Joshua
Subject: RSI Retailers - TCPA - 01 07 09.xls

<< File: RSI Retailers - TCPA - 01 07 09.xls >>

Per your request. Notice that we still owe some letters - it's been hectic and we will take care of that. At the same time, we are owed some responses, but we are trying to build all of this in a system that is one person short. Also, most of these complaints involve pre-recorded messaging.

From a legal perspective, only Apex has an active lawsuit with Fitzhenry.

Pre-Sale Disclosure Complaints were nominal for year end 2008:

Apex	1
Powerline	1
LA Activations	5
PCG	3
Vision	1

Please let me know if you need anything further.

Reji

Musso, Reji

From: Slater, Joshua
Sent: Tuesday, December 23, 2008 9:13 AM
To: Musso, Reji
Subject: RE: Messaging - APEX - 818-870-8118

More than anything, I would like to send a message that we are not messing around, and if APEX has to be the one we make an example out of, then so be it.

They are pacing for over 7k activations this month, so they are becoming a substantial player, and need to be straightened out before it gets out of control (if it isn't already).

This new message combined with the TCPA / P1 violations that Reza has racked up should be enough, in my opinion to take some sort of action.

I also believe that the ONLY reason we aren't hearing more out of APEX is because they are using spoofed caller IDs and not properly identifying themselves to the consumer.

Josh Slater
National Account Manager

From: Musso, Reji
Sent: Tuesday, December 23, 2008 11:10 AM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

I'll try to grab some time with Emily next week. It is frustrating and frankly, is it worth it? I think we get rid of some of there retailers (and he may certainly be one of them...) our complaints go down.

Also for him – maybe just putting them on hold and forcing the information will work. I can approach Blake about that too (who, by the way, has little patience for this foolishness).

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: Slater, Joshua
Sent: Tuesday, December 23, 2008 9:06 AM
To: Musso, Reji
Subject: RE: Messaging - APEX - 818-870-8118

I am 100% into applying as much pressure as possible to Reza from legal. I need to get the upper hand in this relationship and cut out all the stupid bulls*t that is going on.

Josh Slater
National Account Manager

2/13/2009

From: Musso, Reji
Sent: Tuesday, December 23, 2008 11:05 AM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

Shock and dismay – what a peckerhead. ☺ I'm trying to get Cognetta to press MG, but you know how far that will go – however, I COULD consider talking to legal (they were appalled by the message) and see if they could apply any pressure. I'll need to get to Blake first though...and believe me, I think this is pretty serious to be linked to this and frankly, so should ADT and Sylvan and all of the other retailers.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: Slater, Joshua
Sent: Tuesday, December 23, 2008 9:03 AM
To: Musso, Reji
Subject: FW: Messaging - APEX - 818-870-8118

Not since this e-mail from Alex... ☹

Josh Slater
National Account Manager

From: Kapanui, Alex (Corona) [mailto:Alex.Kapanui@rsiinc.com]
Sent: Thursday, December 18, 2008 4:04 PM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

Josh,

I don't have as much visibility as you...but according to my records this was entered on 12/11/2008 at 10:55AM and canceled on 12/11/2008 at 10:56AM, via a file update. Never installed, activated or paid? A minute later?

Speaking with Reza, Apex doesn't use this service, nor do they subscribe to any such service. I didn't recognize any of the services in regards to what Apex currently offers.

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Alex

-----Original Message-----
From: Slater, Joshua [mailto:Joshua.Slater@echostar.com]
Sent: Thursday, December 18, 2008 12:16 PM
To: Kapanui, Alex (Corona)
Subject: RE: Messaging - APEX - 818-870-8118

HIGHLY CONFIDENTIAL
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
SLC_ DNC_Investigation_0013402
TX 102-008874

Any luck with this?

Josh Slater
National Account Manager

From: Slater, Joshua
Sent: Wednesday, December 17, 2008 6:48 PM
To: 'Kapanui, Alex (Corona)'
Subject: RE: Messaging - APEX - 818-870-8118

Alex,

Here is the account number for further research:

8255909702259349

Thanks,

Josh Slater
National Account Manager

From: Kapanui, Alex (Corona) [mailto:Alex.Kapanui@rsiinc.com]
Sent: Tuesday, December 16, 2008 7:32 PM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

Josh,

Spoke to Reza, he's never heard of the service? Can you tell me the account the number was tied too so we can do more research?

Alex

> -----Original Message-----
> **From:** Slater, Joshua [mailto:Joshua.Slater@echostar.com]
> **Sent:** Tuesday, December 16, 2008 8:38 AM
> **To:** Kapanui, Alex (Corona)
> **Subject:** Re: Messaging - APEX - 818-870-8118
>
> We didn't get this # from APEX.
>
> An outbound call was received from this caller ID, the recipient of the call signed up for service, and the sale was tied to APEX.
>
> We want to know who the vendor is that they are using and to stop using this vendor.
>
> Josh Slater
> National Account Manager
> DISH Network LLC
> ---
> Sent via BlackBerry from AT&T
>
> ---
>
> **From**: Kapanui, Alex (Corona)
> **To**: Slater, Joshua

HIGHLY CONFIDENTIAL
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
SLC_ DNC_Investigation_0013403
TX 102-008875

Sent: Tue Dec 16 09:34:16 2008
Subject: RE: Messaging - APEX - 818-870-8118
No, where from Apex did you get this? is this on their call ID?

-----Original Message-----
From: Slater, Joshua [mailto:Joshua.Slater@echostar.com]
Sent: Tuesday, December 16, 2008 8:33 AM
To: Kapanui, Alex (Corona)
Subject: Re: Messaging - APEX - 818-870-8118

Legal and Compliance

Josh Slater
National Account Manager
DISH Network LLC

Sent via BlackBerry from AT&T

From: Kapanui, Alex (Corona)
To: Slater, Joshua
Sent: Tue Dec 16 09:17:13 2008
Subject: RE: Messaging - APEX - 818-870-8118
Josh,

Where did the number come from?

Alex

-----Original Message-----
From: Slater, Joshua [mailto:Joshua.Slater@echostar.com]
Sent: Tuesday, December 16, 2008 6:09 AM
To: Kapanui, Alex (Corona)
Cc: Tolbertson, Dan (Corona)
Subject: Messaging - APEX - 818-870-8118

Alx –

Please see below. Prior to getting in contact with Reza, I wanted to give you the heads up about this. Legal is concerned about the caller ID listed in the subject line that APEX is connected to. Dial the number and you will see what I am talking about. We are going to be requesting the disclosure of the vendor APEX is using.

Thanks,

Josh

Sent: Wednesday, December 10, 2008 10:07 AM
To:

Cc: Slater, Joshua

Subject: Messaging

Apex was connected with 818-870-8118 and it is the same message (same 3rd party vendor). Nothing about DISH today nor DTV, but ADT and other opportunities – lawyers, Sylvan Learning, etc…

This is a mystery maize and you cannot ever get to a live person –

We need to find out who this vendor is and frankly, I think this is offensive and will generate complaints. So, let's put a stop to the use of this vendor, please.

2/13/2009

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PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
SLC_ DNC_Investigation_0013405
TX 102-008877

Musso, Reji

From: Slater, Joshua
Sent: Tuesday, December 23, 2008 9:13 AM
To: Musso, Reji
Subject: RE: Messaging - APEX - 818-870-8118

More than anything, I would like to send a message that we are not messing around, and if APEX has to be the one we make an example out of, then so be it.

They are pacing for over 7k activations this month, so they are becoming a substantial player, and need to be straightened out before it gets out of control (if it isn't already).

This new message combined with the TCPA / P1 violations that Reza has racked up should be enough, in my opinion to take some sort of action.

I also believe that the ONLY reason we aren't hearing more out of APEX is because they are using spoofed caller IDs and not properly identifying themselves to the consumer.

Josh Slater
National Account Manager

From: Musso, Reji
Sent: Tuesday, December 23, 2008 11:10 AM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

I'll try to grab some time with Emily next week. It is frustrating and frankly, is it worth it? I think we get rid of some of there retailers (and he may certainly be one of them...) our complaints go down.

Also for him – maybe just putting them on hold and forcing the information will work. I can approach Blake about that too (who, by the way, has little patience for this foolishness).

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: Slater, Joshua
Sent: Tuesday, December 23, 2008 9:06 AM
To: Musso, Reji
Subject: RE: Messaging - APEX - 818-870-8118

I am 100% into applying as much pressure as possible to Reza from legal. I need to get the upper hand in this relationship and cut out all the stupid bulls*t that is going on.

Josh Slater
National Account Manager

HIGHLY CONFIDENTIAL
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
SLC_ DNC_Investigation_0013406
TX 102-008878

From: Musso, Reji
Sent: Tuesday, December 23, 2008 11:05 AM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

Shock and dismay – what a peckerhead. ☺ I'm trying to get Cognetta to press MG, but you know how far that will go – however, I COULD consider talking to legal (they were appalled by the message) and see if they could apply any pressure. I'll need to get to Blake first though...and believe me, I think this is pretty serious to be linked to this and frankly, so should ADT and Sylvan and all of the other retailers.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: Slater, Joshua
Sent: Tuesday, December 23, 2008 9:03 AM
To: Musso, Reji
Subject: FW: Messaging - APEX - 818-870-8118

Not since this e-mail from Alex... ☹

Josh Slater
National Account Manager

From: Kapanui, Alex (Corona) [mailto:Alex.Kapanui@rsiinc.com]
Sent: Thursday, December 18, 2008 4:04 PM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

Josh,

I don't have as much visibility as you...but according to my records this was entered on 12/11/2008 at 10:55AM and canceled on 12/11/2008 at 10:56AM, via a file update. Never installed, activated or paid? A minute later?

Speaking with Reza, Apex doesn't use this service, nor do they subscribe to any such service. I didn't recognize any of the services in regards to what Apex currently offers.

The 818 area code is located in the San Fernando Valley of Southern California, 100 or so miles to the NW of Apex's Irvine location.... It is possible since Apex is in the out bound business, that that number may have been tied to them at one time. That's pretty far fetched.

Alex

-----Original Message-----
From: Slater, Joshua [mailto:Joshua.Slater@echostar.com]
Sent: Thursday, December 18, 2008 12:16 PM
To: Kapanui, Alex (Corona)
Subject: RE: Messaging - APEX - 818-870-8118

HIGHLY CONFIDENTIAL
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
SLC_ DNC_Investigation_0013407
TX 102-008879

Any luck with this?

Josh Slater
National Account Manager

From: Slater, Joshua
Sent: Wednesday, December 17, 2008 6:48 PM
To: 'Kapanui, Alex (Corona)'
Subject: RE: Messaging - APEX - 818-870-8118

Alex,

Here is the account number for further research:

8255909702259349

Thanks,

Josh Slater
National Account Manager

From: Kapanui, Alex (Corona) [mailto:Alex.Kapanui@rsiinc.com]
Sent: Tuesday, December 16, 2008 7:32 PM
To: Slater, Joshua
Subject: RE: Messaging - APEX - 818-870-8118

Josh,

Spoke to Reza, he's never heard of the service? Can you tell me the account the number was tied too so we can do more research?

Alex

> -----Original Message-----
> **From:** Slater, Joshua [mailto:Joshua.Slater@echostar.com]
> **Sent:** Tuesday, December 16, 2008 8:38 AM
> **To:** Kapanui, Alex (Corona)
> **Subject:** Re: Messaging - APEX - 818-870-8118
>
> We didn't get this # from APEX.
>
> An outbound call was received from this caller ID, the recipient of the call signed up for service, and the sale was tied to APEX.
>
> We want to know who the vendor is that they are using and to stop using this vendor.
>
> Josh Slater
> National Account Manager
> DISH Network LLC
> ---
> Sent via BlackBerry from AT&T
>
> ---
>
> **From**: Kapanui, Alex (Corona)
> **To**: Slater, Joshua

HIGHLY CONFIDENTIAL
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
PX0742-039
JA009618
DISH_Bapel-024129
008445
SLC_ DNC_Investigation_0013408
TX 102-008880

Sent: Tue Dec 16 09:34:16 2008
Subject: RE: Messaging - APEX - 818-870-8118
No, where from Apex did you get this? is this on their call ID?

-----Original Message-----
From: Slater, Joshua [mailto:Joshua.Slater@echostar.com]
Sent: Tuesday, December 16, 2008 8:33 AM
To: Kapanui, Alex (Corona)
Subject: Re: Messaging - APEX - 818-870-8118

Legal and Compliance

Josh Slater
National Account Manager
DISH Network LLC

Sent via BlackBerry from AT&T

From: Kapanui, Alex (Corona)
To: Slater, Joshua
Sent: Tue Dec 16 09:17:13 2008
Subject: RE: Messaging - APEX - 818-870-8118
Josh,

Where did the number come from?

Alex

-----Original Message-----
From: Slater, Joshua [mailto:Joshua.Slater@echostar.com]
Sent: Tuesday, December 16, 2008 6:09 AM
To: Kapanui, Alex (Corona)
Cc: Tolbertson, Dan (Corona)
Subject: Messaging - APEX - 818-870-8118

Alx --

Please see below. Prior to getting in contact with Reza, I wanted to give you the heads up about this. Legal is concerned about the caller ID listed in the subject line that APEX is connected to. Dial the number and you will see what I am talking about. We are going to be requesting the disclosure of the vendor APEX is using.

Thanks,

Josh

Sent: Wednesday, December 10, 2008 10:07 AM
To:

Cc: Slater, Joshua

Subject: Messaging

Apex was connected with 818-870-8118 and it is the same message (same 3rd party vendor). Nothing about DISH today nor DTV, but ADT and other opportunities – lawyers, Sylvan Learning, etc…

This is a mystery maize and you cannot ever get to a live person –

We need to find out who this vendor is and frankly, I think this is offensive and will generate complaints. So, let's put a stop to the use of this vendor, please.

Musso, Reji
From: Musso, Reji
Sent: Friday, December 12, 2008 2:46 PM
To: Musso, Reji; Mills, Mike; Cognetta, Chris
Cc: Slater, Joshua
Subject: RE: Messaging

Has anyone addressed this? I went to know who the vendor is...Legal is very concerned about DISH being connected with this at all in any case and for any reason.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
mailto:reji.musso@echostar.com

From: Musso, Reji
Sent: Wednesday, December 10, 2008 10:07 AM
To: Mills, Mike; Cognetta, Chris
Cc: Slater, Joshua
Subject: Messaging

EG was connected to the following number 323-429-7522. When you call it now, it does not even mention DISH, but DTV is the first option.

Apex was connected with 818-870-8118 and it is the same message (same 3rd party vendor). Nothing about DISH today nor DTV, but ADT and other opportunities – lawyers, Sylvan Learning, etc...

This is a mystery maize and you cannot ever get to a live person –

We need to find out who this vendor is and frankly, I think this is offensive and will generate complaints. So, let's put a stop to the use of this vendor, please.

Grrr

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
mailto:reji.musso@echostar.com

Musso, Reji

From: Slater, Joshua
Sent: Tuesday, October 21, 2008 11:29 AM
To: Musso, Reji
Cc: Mills, Mike
Subject: Reza PN Org #

Reji,

Reza provided me with his PN organization #.

10050374-60374.

He says he is awaiting a. call back from Guy.

Does this serve as verification?

Thanks,

Josh Slater
National Account Manager
DISH Network LLC

Sent via BlackBerry from AT&T

HIGHLY CONFIDENTIAL
PX0742-043
JA009622
DISH_Paper-024133
008449
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
SLC_ DNC_Investigation_0013412
TX 102-008884

Musso, Reji

From: Guy Caldwell [gcaldwell@possiblenow.com]
Sent: Friday, October 17, 2008 10:37 AM
To: Musso, Reji
Cc: Tim Muenchen
Subject: RE: Update

Reji,

Reza at Apex Satellite has incomplete paperwork on my desk. We have discussed what he is missing numerous times. I haven't submitted his paperwork because it isn't complete.

I see National Programming on the tracker but after reviewing closed accounts and talking with the other reps, they haven't singed up. Do you have a contact I could reference?

GC

From: Musso, Reji [mailto:Reji.Musso@echostar.com]
Sent: Friday, October 17, 2008 12:32 PM
To: Guy Caldwell
Cc: Tim Muenchen
Subject: Update

I have two upset retailers who say they have signed up –

National Programming and Apex – who show up on engaged (my list and yours) and who say they signed up.

Would you please tell me WHEN they actually signed the contract?

Reji J. Musso

Compliance Manager - Retail Services

DISH Network LLC

9601 S. Meridian Blvd.

Englewood, CO 80112

303.723.3262 (o) | 720.514.8288 (f)

mailto:reji.musso@echostar.com

Musso, Reji

From: Musso, Reji
Sent: Thursday, October 16, 2008 6:11 PM
To: Berridge, Kimberly
Subject: FW: Need info from Dish on this account

OK, this is how I handled this.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: Musso, Reji
Sent: Thursday, October 16, 2008 6:11 PM
To: 'WTroiani@aol.com'
Subject: RE: Need info from Dish on this account

Bill, sorry for the delayed response. We have no record of this lawsuit. Did you say that EchoStar Satellite L.L.C./DISH was named in the suit? If so, would you forward the complaint to us?

Account number is 8255909652404135
Phone number is (616) 534-4710
Cynthia Bisonet

In addition, and per your request, our records do indicate that Apex completed the sale.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: WTroiani@aol.com [mailto:WTroiani@aol.com]
Sent: Thursday, October 09, 2008 6:27 PM
To: Musso, Reji
Subject: Re: Need info from Dish on this account

Dear Reji:

I simply want to verify that Apex was the responsible retailer that completed the sale. We get a lot of complaints from people we never sold nor talked with. Once it is verified and if it is our sale, we can resolve the issue in a timely fashion. Also, we never received correspondence from dish about this complaint, which means we simply need to do our due diligence.

I truly understand your position. I only hope you understand mine.

Thank you
Bill

New **MapQuest Local** shows what's happening at your destination. Dining, Movies, Events, News & more. Try it out!

2/13/2009

Musso, Reji

From: Musso, Reji
Sent: Tuesday, October 14, 2008 5:58 PM
To: Slater, Joshua
Subject: Allegations of a "harvester"

Attachments: RE: TCPA complaint - Brian Pikkula - Confidential/Privileged; RE: TCPA complaint - Brian Pikkula - Confidential/Privileged

And allegations of pre-recorded messages...he does opt-ins and catches them with the p/r.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
mailto:reji.musso@echostar.com

RE: TCPA complaint - Brian Pik... RE: TCPA complaint - Brian Pik...

Musso, Reji

From: Berridge, Kimberly
Sent: Tuesday, October 14, 2008 3:57 PM
To: Vendor Inquiries; Musso, Reji
Subject: RE: TCPA complaint - Brian Pikkula - Confidential/Privileged

FYI – Kevin Phalen d/b/a Powerline Technology was responsible for setting up an account for Mr. Pikkula in December, 2007 / January, 2008 also.

Kimberly Berridge
Paralegal
Direct Phone: (303) 723-2171
Direct Fax: (720) 514-6351

ATTORNEY/CLIENT AND WORK PRODUCT PRIVILEGES MAY APPLY/
DO NOT DISCLOSE WITHOUT THE PRIOR CONSENT OF GENERAL COUNSEL

From: Vendor Inquiries
Sent: Tuesday, October 14, 2008 11:49 AM
To: Berridge, Kimberly
Cc: Vendor Inquiries; Musso, Reji
Subject: RE: TCPA complaint - Brian Pikkula - Confidential/Privileged

Good Afternoon Kimberly,

I am getting ready to write the letters to these retailers. Can you please clarify if these complaints are coming through as Lawsuits?

We would like to let the retailers know not to contact existing escalated customers especially if a Lawsuit exists.

Thank you,
Serena Snyder
Retail Services Compliance
Echostar Satellite LLC
9601 S. Meridian Blvd
Englewood, CO 80112
720-514-5742 (tel)
720-514-8288 (fax)

From: Vendor Inquiries
Sent: Wednesday, October 08, 2008 10:51 AM
To: Berridge, Kimberly; Musso, Reji
Cc: Vendor Inquiries
Subject: RE: TCPA complaint - Brian Pikkula - Confidential/Privileged

Hello Again,

Here is the information you requested.

Account # 8255909271940329
Set up: 09/26/08
OE# 17089405

HIGHLY CONFIDENTIAL
PRODUCED OVER DEFENDANT'S PRIVILEGE DESIGNATION UNDER COURT ORDER
SLC_ DNC_Investigation_0013417
TX 102-008889

Contact Name: Mohammadreza Akhavanfard
Company: Apex Satellite Inc.
Address: 16220 SCIENTIFIC WY
IRVINE, CA 92618
Phone: (949) 521-6000
E-mail: reza980@hotmail.com

Account # 8255909596717618
Set up: 09/24/08
OE# 18527980
Contact Name: Kevin Phalen
Company: Kevin Phalen DBA PowerlineTechnology
Address: 26041 CAPE DR
LAGUNA NIGUEL, CA 92677
Phone: (949) 900-6701
E-mail: powerlinedish@gmail.com ; kphalen@gmail.com

We are sending out POE notices for these two phone numbers (406-458-9298 and 832-526-0150) today. ☺ Have a nice day!

Thank you,
Serena Snyder
Retail Services Compliance
Echostar Satellite LLC
9601 S. Meridian Blvd
Englewood, CO 80112
720-514-5742 (tel)
720-514-8288 (fax)

From: Berridge, Kimberly
Sent: Wednesday, October 08, 2008 9:29 AM
To: Musso, Reji
Cc: Vendor Inquiries
Subject: RE: TCPA complaint - Brian Pikkula - Confidential/Privileged

I wondered about that myself because it also says that he was put on Dish's internal list on 10/06/08 and I know that isn't correct. He was put on the list much earlier. Are you sure that is the date they were first put on the list? The report says the date is "last updated" – whatever that means.

Kimberly Berridge
Paralegal
Direct Phone: (303) 723-2171
Direct Fax: (720) 514-6351

ATTORNEY/CLIENT AND WORK PRODUCT PRIVILEGES MAY APPLY/
DO NOT DISCLOSE WITHOUT THE PRIOR CONSENT OF GENERAL COUNSEL

From: Musso, Reji
Sent: Tuesday, October 07, 2008 5:13 PM
To: Berridge, Kimberly; Vendor Inquiries
Subject: RE: TCPA complaint - Brian Pikkula - Confidential/Privileged

First number was only put on 10/7/08 so technically within the 31 days. (Montana and National)

Second number was 10/3/08 and 10/8/08 respectively for Texas and National. So same thing "technically."

However, pre-recorded, still an issue...

We will research accounts in the morning...

Thanks.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: Berridge, Kimberly
Sent: Tuesday, October 07, 2008 4:27 PM
To: Vendor Inquiries; Musso, Reji
Subject: TCPA complaint - Brian Pikkula - Confidential/Privileged

Hi Serena & Reji –
Brian Pikkula called me because his parents received a prerecorded call when he was there on vacation and he also received one himself. Pikkula's parents number 406-458-9298 and his number is 832-526-0150. Both of these numbers are on our internal DNC list and the Federal DNC list. Will you please send out a poe on these two numbers (again!) and let me know who opened the following accounts:

8255909271940329
8255909596717618

Thanks!

Kimberly L. Berridge
Paralegal
DISH Network L.L.C.
9601 S. Meridian Blvd.
Englewood, CO 80112
kimberly.berridge@echostar.com
(303) 723-2171 Direct
(720) 514-6351 Direct Fax

Mailing Address:
P.O. Box 6655
Englewood, CO 80155

ATTORNEY/CLIENT AND WORK PRODUCT PRIVILEGES MAY APPLY/
DO NOT DISCLOSE WITHOUT THE PRIOR CONSENT OF GENERAL COUNSEL

Musso, Reji

From: Musso, Reji
Sent: Friday, October 10, 2008 8:34 AM
To: Berridge, Kimberly
Subject: FW: Need info from Dish on this account

Can we verify this?

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: WTroiani@aol.com [mailto:WTroiani@aol.com]
Sent: Thursday, October 09, 2008 6:27 PM
To: Musso, Reji
Subject: Re: Need info from Dish on this account

Dear Reji:

I simply want to verify that Apex was the responsible retailer that completed the sale. We get a lot of complaints from people we never sold nor talked with. Once it is verified and if it is our sale, we can resolve the issue in a timely fashion. Also, we never received correspondence from dish about this complaint, which means we simply need to do our due diligence.

I truly understand your position. I only hope you understand mine.

Thank you
Bill

New **MapQuest Local** shows what's happening at your destination. Dining, Movies, Events, News & more. Try it out!

Musso, Reji

From: Musso, Reji
Sent: Thursday, October 09, 2008 12:07 PM
To: WTroiani@aol.com
Cc: Berridge, Kimberly
Subject: RE: Need info from Dish on this account

Hey Bill,

If you are asking for information that will identify the Apex sales person, we probably do not have this information available even in the system – especially since it was done through exceptions.

Please understand that we are not trying to be uncooperative, we just have procedures that we must follow – for everyone.

Let me know if this is what you were hoping to determine.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: WTroiani@aol.com [mailto:WTroiani@aol.com]
Sent: Wednesday, October 08, 2008 1:11 PM
To: Musso, Reji
Subject: Re: Need info from Dish on this account

We are an authorized retailer for dish and the lawsuit includes dish. If we are required to indemnify dish, we need some cooperation.

Let me know

New **MapQuest Local** shows what's happening at your destination. Dining, Movies, Events, News & more. Try it out!

Snyder, Serena

From: Musso, Reji
Sent: Wednesday, October 01, 2008 10:00 PM
To: Snyder, Serena; Bolivar, Elizabeth
Cc: Voorhies, Christina
Subject: FW: Stewart Abramson

Let's make this notation for Apex.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: Mohammadreza Akhavanfard [mailto:reza980@hotmail.com]
Sent: Tuesday, September 16, 2008 2:49 PM
To: Musso, Reji
Subject: RE: Stewart Abramson

Hi Reji,

Just checking to see if you received the fax. Also would you please remove this email from any ongoing business (farbod@monstertrade.com) and forward everything to me at (reza980@hotmail.com)

Thank you in advance

Reza

Stay up to date on your PC, the Web, and your mobile phone with Windows Live. See Now

Musso, Reji

From: Slater, Joshua
Sent: Tuesday, September 30, 2008 11:49 AM
To: Musso, Reji
Subject: RE: reza980@hotmail.com

Nice e-mail!

Josh Slater
National Account Manager

From: Musso, Reji
Sent: Tuesday, September 30, 2008 12:30 PM
To: Mohammadreza Akhavanfard
Cc: Slater, Joshua; Werner, Bruce; Berridge, Kimberly
Subject: RE: reza980@hotmail.com

Reza,

I think there was a misunderstanding...I understood you to say that Mr. Burdge (Burge) claimed to work with / for EchoStar (DISH) to catch retailers at our request. When I received the fax from you, the explanation was within our policy. We absolutely will set up consumers with information in an attempt to catch retailers who are consistently violating TCPA laws. We would furnish information to Mr. Burdge or Burge or any other consumer if the contact was blatant and frequent and emotionally painful (as they sometimes are); however, Mr. Burge has used his own information or that of his spouse (I think that is who she is) to secure the identity of retailers. If you are not doing anything wrong or want to pursue him legally, that is certainly your right.

Let's be clear – we will ask you to indemnify us. We did not call him and will not accept any of the responsibility for your having called him regardless of his intent. He is certainly not the only consumer who participates in these activities.

In addition, the allegation is pre-recorded messages which can be a violation. If you want to avoid even a hint of legal trouble, I would highly recommend that you get rid of this suspect marketing option.

I do apologize if you feel that you were misled...but I feel that the information you shared with me was that he was an employee of Echostar / DISH in which case we would certainly take issue with that. In addition, I believe that I said I would discuss it with legal to see if there was anything that we wanted to do with respect to this misrepresentation which proved unfounded. I am certain that I would not commit to anything without discussing with the people who would provide the support.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: Mohammadreza Akhavanfard [mailto:reza980@hotmail.com]
Sent: Thursday, September 25, 2008 1:47 PM
To: Musso, Reji
Subject: reza980@hotmail.com

Dear Reji:

I write to inform you that my attorney has completed his formal investigation into the Nathan Burdge matter, and I am somewhat concerned and rather perplexed about his findings.

If my memory serves me correct, you personally explained to me that Dish does not participate in nor asks consumers to participate in so called 'Sting Operations'. Moreover, you elaborated that I would have Dish's full support and authorization to pursue legal action against Mr. Nathan Burdge for Extortion, misrepresentation & Fraud.

However, my attorney has recently obtained and provided me with copies of letters from Dish Corporate Counsel, Emily V. Parsons verifying a sting operation and soliciting Mr. Burdge's participation in same. In fact, Mr. Burdge later confirmed this fact and has sufficiently demonstrated to my attorney that these are legitimate documents and assertions.

Please Explain

Reza Akhavan
(949) 742-2581

Want to do more with Windows Live? Learn "10 hidden secrets" from Jamie. Learn Now

Musso, Reji

From: WTroiani@aol.com
Sent: Tuesday, August 12, 2008 8:15 AM
To: Musso, Reji
Subject: Re: Propossed settlement from Stewart Abramson

I figured that would be the case. The last settlement we did with him, I wrote the settlement agreement, and this time he wants to use his own. I do not trust this guy as far as I can throw him, and believe me, I would love to throw him somewhere.

Looking for a car that's sporty, fun and fits in your budget? Read reviews on AOL Autos.

Musso, Reji

From: Mohammadreza Akhavanfard [reza980@hotmail.com]
Sent: Monday, August 11, 2008 11:39 AM
To: Musso, Reji
Subject: RE: Propossed settlement from Stewart Abramson

Good Morning,

Thank you for the response. I will wait to hear from you before we take any further action.

Reza Akhavan
Apex Satellite Inc.

Good Morning,

I am having an attorney look at this. I think we may have to add some more specific language about the release of Echo / DISH...I'll let you know as soon as I have something.

Stay tuned.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: WTroiani@aol.com [mailto:WTroiani@aol.com]
Sent: Friday, August 08, 2008 2:28 PM
To: Musso, Reji
Subject: Fwd: Propossed settlement from Stewart Abramson

Looking for a car that's sporty, fun and fits in your budget? Read reviews on AOL Autos.

Reveal your inner athlete and share it with friends on Windows Live. Share now!

Musso, Reji

From: Slater, Joshua
Sent: Monday, August 04, 2008 8:46 AM
To: Musso, Reji; Lawrence, Shandra
Subject: RE: Apex

385 to 595 is a 55% jump, but I will start to get worried if they do that month after month.

I harped on the PN thing to the branch manager of RS&I in L.A. and will be making sure these RS&I dudes are signed up.

Josh Slater
National Account Manager

From: Musso, Reji
Sent: Monday, August 04, 2008 10:41 AM
To: Lawrence, Shandra; Slater, Joshua
Subject: RE: Apex

Do we know what their end of the year 2007 numbers were? Course the May – June jump is significant, too and they have GOT to engage with PN.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: Lawrence, Shandra
Sent: Monday, August 04, 2008 8:18 AM
To: Slater, Joshua
Cc: Musso, Reji
Subject: RE: Apex

Here is a pivot of the activations for Apex. Is there anything that alarms you?

Act Month	Total
January-08	497
February-08	445
March-08	467
April-08	443
May-08	384
June-08	595
Grand Total	**2831**

Shandra Lawrence
Operations Analyst I

2/13/2009

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TX 102-008899

Phone: 720-514-5917
Fax: 720-514-6983

From: Slater, Joshua
Sent: Friday, August 01, 2008 12:37 PM
To: Lawrence, Shandra
Cc: Musso, Reji
Subject: FW: Apex

Attached.

Josh Slater
National Account Manager

From: Robertson, Jessica
Sent: Friday, August 01, 2008 2:22 PM
To: Slater, Joshua
Subject: RE: Apex

Here are acts through June.... Remind me on Monday and I will send you acts through July

Thanks!

Jessica Robertson
DISH Network LLC
National Sales Manager
Phone: 303-723-3119

From: Slater, Joshua
Sent: Friday, August 01, 2008 12:10 PM
To: Robertson, Jessica
Subject: FW: Apex

Hi Jessica,

Do you have access to this data??

Thanks,

Josh Slater
National Account Manager

From: Lawrence, Shandra
Sent: Friday, August 01, 2008 1:14 PM
To: Musso, Reji; Slater, Joshua
Subject: Apex

Josh,

Is it possible to get 2008 activations for Apex from you? I have tried all my sources and cant get the OE activations.

Thanks

Shandra Lawrence
Opertaions Analyst I
Retail Service - Audit & Risk
9601 S Meridian Blvd
Englewood, CO 80112
Phone: 720-514-5917
Fax: 720-514-6983
shandra.lawrence@echostar.com

2/13/2009

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TX 102-008901

Musso, Reji

From: Musso, Reji
Sent: Tuesday, July 29, 2008 3:28 PM
To: Slater, Joshua
Subject: Apex (RSI) 17089405

They are doing pre-recorded messages – called Stewart Abramson (harvester) and a new customer. We do not permit this type of telemarketing – the law is very complex and in SC an absolute No – No.

This is the consumer who has complained to DISH – Mark Fitzhenry (843) 763-1013. We will send a formal letter to Apex, but I did want to give you a heads up!

And who is doing the pre-recorded messages for them would be a good question ☺.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
mailto:reji.musso@echostar.com

Snyder, Serena

From: Musso, Reji
Sent: Wednesday, August 06, 2008 9:48 AM
To: Vendor Inquiries
Subject: Apex

Apex is in process of settling with Nathan Burge and Stewart Abramson...

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
mailto:reji.musso@echostar.com

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TX 102-008903

Musso, Reji

From: Musso, Reji
Sent: Tuesday, July 29, 2008 3:28 PM
To: Slater, Joshua
Subject: Apex (RSI) 17089405

They are doing pre-recorded messages – called Stewart Abramson (harvester) and a new customer. We do not permit this type of telemarketing – the law is very complex and in SC an absolute No – No.

This is the consumer who has complained to DISH – Mark Fitzhenry (843) 763-1013. We will send a formal letter to Apex, but I did want to give you a heads up!

And who is doing the pre-recorded messages for them would be a good question ☺.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
mailto:reji.musso@echostar.com

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TX 102-008904

Snyder, Serena APEX

From: Musso, Reji
Sent: Friday, June 27, 2008 10:44 AM
To: Vendor Inquiries
Subject: FW: TCPA Allegation- F, P-Burdge

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: marc.garitone@rsiinc.com
Sent: Thursday, June 26, 2008 5:08 PM
To: Musso, Reji
Subject: RE: TCPA Allegation- F, P-Burdge

much clear now. I will see if I can find anything but feel free to call them directly if need be

> -----Original Message-----
> **From:** Musso, Reji [mailto:Reji.Musso@echostar.com]
> **Sent:** Thursday, June 26, 2008 5:05 PM
> **To:** Garitone, Marc
> **Subject:** RE: TCPA Allegation- F, P-Burdge
>
> No – she set up an account to identify the people who were calling her – she thinks they are violating the law. It was never installed. It's a brand new account. It was a sales solicitation – so how do they do those? Where do they get the leads?
>
> They need to furnish to Compliance a full and detailed explanation of the interaction with the consumer – along with all of the docs requested in the letter. If they are using a 3rd party, they need to report that to compliance and they are in violation of their agreement, although we are working through all of this with our retailers – trying to get everyone in compliance.
>
> I would certainly suggest that they don't call her to get the scoop – they should investigate their own records.
>
> If this doesn't make sense, we can chat tomorrow.
>
> Thanks.
>
> **Reji J. Musso**
> Compliance Manager - Retail Services
> DISH Network LLC
> 9601 S. Meridian Blvd.
> Englewood, CO 80112
> 303.723.3262 (o) | 720.514.8288 (f)

> **From:** marc.garitone@rsiinc.com
> **Sent:** Thursday, June 26, 2008 4:59 PM
> **To:** Musso, Reji
> **Subject:** RE: TCPA Allegation- F, P-Burdge

6/27/2008

so you are saying if the are following up on an install or even if she is on the soft disconnect report that they should not be be calling her?

-----Original Message-----
From: Musso, Reji [mailto:Reji.Musso@echostar.com]
Sent: Thursday, June 26, 2008 4:50 PM
To: Garitone, Marc
Subject: RE: TCPA Allegation- F, P-Burdge

The attached letter – frequent, persistent and harassing calls...a violation of TCPA if you cannot provide a lead or disprove the allegation. It's very complicated and if they are calling out for any reason at all, I would encourage a conversation with PossibleNOW about record keeping, etc.

We do not talk to the consumers – they are not customers – but they set up an account that Apex would have been compensated for.

Thanks, Marc.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)

From: marc.garitone@rsiinc.com
Sent: Thursday, June 26, 2008 4:46 PM
To: Snyder, Serena
Cc: Musso, Reji; Vendor Inquiries
Subject: RE: TCPA Allegation- F, P-Burdge

do we know the nature of the call to the customer? was it a follow up call after installation, was it a solicitation call to sell them something else?

-----Original Message-----
From: Snyder, Serena [mailto:Serena.Snyder@echostar.com]
Sent: Thursday, June 26, 2008 4:31 PM
To: Garitone, Marc
Cc: Musso, Reji; Vendor Inquiries
Subject: FW: TCPA Allegation- F, P-Burdge
Importance: High

Hello Marc,

Per my conversation with Jessica Robertson yesterday I am forwarding the email our team sent Apex Satellite for their TCPA Allegation. We just wanted to keep you in the loop. If you have any questions feel free to contact me. Have a nice day! ☺

Thank you,
Serena Snyder
Retail Services Compliance
Echostar Satellite LLC
9601 S. Meridian Blvd
Englewood, CO 80112
720-514-5742 (tel)
720-514-8288 (fax)

From: Snyder, Serena
Sent: Thursday, June 26, 2008 4:25 PM
To: 'farbod@monstertrade.com'
Cc: Musso, Reji; Bolivar, Elizabeth
Subject: TCPA Allegation- F, P-Burdge
Importance: High

Notice of Alleged Complaint "Do Not Call" Violation

To Ms. Turner:

A fax of the Notice of Alleged Complaint "Do Not Call" Violation was sent today. I am also sending a copy of the letter via E-Mail attachment. Please comply with the requirements therein. If you are sending a response via E-mail to Reji Musso, please carbon copy me: serena.snyder@echostar.com .

If you have any questions, please contact me.

Thank you.
Serena Snyder
Retail Services Compliance
Echostar Satellite LLC
9601 S. Meridian Blvd
Englewood, CO 80112
720-514-5742 (tel)
720-514-8288 (fax)

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Snyder, Serena

From: Snyder, Serena
Sent: Thursday, June 26, 2008 4:31 PM
To: marc.garitone@rsiinc.com
Cc: Musso, Reji; Vendor Inquiries
Subject: FW: TCPA Allegation- F, P-Burdge
Importance: High
Attachments: Burdge 06 26 08 Apex.TIF

Tracking:

Recipient	Read
marc.garitone@rsiinc.com	
Musso, Reji	Read: 6/26/2008 4:32 PM
Vendor Inquiries	Read: 6/26/2008 4:31 PM

Hello Marc,

Per my conversation with Jessica Robertson yesterday I am forwarding the email our team sent Apex Satellite for their TCPA Allegation. We just wanted to keep you in the loop. If you have any questions feel free to contact me. Have a nice day! ☺

Thank you,
Serena Snyder
Retail Services Compliance
Echostar Satellite LLC
9601 S. Meridian Blvd
Englewood, CO 80112
720-514-5742 (tel)
720-514-8288 (fax)

From: Snyder, Serena
Sent: Thursday, June 26, 2008 4:25 PM
To: 'farbod@monstertrade.com'
Cc: Musso, Reji; Bolivar, Elizabeth
Subject: TCPA Allegation- F, P-Burdge
Importance: High

Notice of Alleged Complaint "Do Not Call" Violation

To Ms. Turner:

A fax of the Notice of Alleged Complaint "Do Not Call" Violation was sent today. I am also sending a copy of the letter via E-Mail attachment. Please comply with the requirements therein. If you are sending a response via E-mail to Reji Musso, please carbon copy me: serena.snyder@echostar.com .

If you have any questions, please contact me.

Thank you,
Serena Snyder
Retail Services Compliance

6/26/2008

Echostar Satellite LLC
9601 S. Meridian Blvd
Englewood, CO 80112
720-514-5742 (tel)
720-514-8288 (fax)

6/26/2008

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EXHIBIT 370

EXHIBIT 370

Message

From: Van Emst, Blake [/O=ECHOSTAR COMMUNICATIONS CORP/OU=ECHOSTAR/CN=RECIPIENTS/CN=VANEBLA]
Sent: 3/5/2009 11:32:09 AM
To: McElroy, Steve [steve.mcelroy@dishnetwork.com]
CC: Calbert, Robert [robert.calbert@dishnetwork.com]; Werner, Bruce [bruce.werner@dishnetwork.com]
Subject: RE: APEX Meeting - Recap

I have no issue with this but we need to outline the violations clearly in building our case. We also need to inform RS&I since this is one of their OE retailers.

Bruce – Can we put together a packet fairly quickly?

From: McElroy, Steve
Sent: Thursday, March 05, 2009 9:26 AM
To: Van Emst, Blake
Cc: Calbert, Robert
Subject: RE: APEX Meeting - Recap

Blake,

I agree with Rob and think we should move forward with termination.

Rob,

Thank you for being pro-active in policing your retailer base. We must have zero tolerance policy when it comes to this kind of illegal behavior.

Steve

From: Calbert, Robert
Sent: Thursday, March 05, 2009 9:05 AM
To: McElroy, Steve
Subject: Fw: APEX Meeting - Recap

Steve,
I would like to move towards the termination of this retailer. Reza admitted to breaking the law, has refused to stop and by allowing him to continue to sell knowing what we know, I believe would be wrong and could possibly put the company in a bad position. What do we need to do to move towards that?

Sent from my BlackBerry Wireless Handheld

From: Musso, Reji
To: Calbert, Robert; Slater, Joshua
Cc: Rukas, Terrence
Sent: Wed Mar 04 16:31:51 2009
Subject: RE: APEX Meeting - Recap
I made some comments below. The other thing is this – if he doesn't respond to the TCPA complaints within 7 business days – and if the information is vague, then I think termination is the best option for DISH…in fact, I think it may be anyway.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC

9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
reji.musso@dishnetwork.com
PLEASE NOTE NEW E-MAIL EFFECTIVE JAN 5, 2009

From: Calbert, Robert
Sent: Wednesday, March 04, 2009 4:26 PM
To: Slater, Joshua; Musso, Reji
Cc: Rukas, Terrence
Subject: Re: APEX Meeting - Recap

Any reason why we wouldn't just terminate them? I'm having a hard time understanding why we would allow him to tell us that he won't stop using spoofed numbers.

Sent from my BlackBerry Wireless Handheld

From: Slater, Joshua
To: Musso, Reji
Cc: Rukas, Terrence; Calbert, Robert
Sent: Wed Mar 04 16:23:27 2009
Subject: APEX Meeting - Recap
Reji –

We had an interesting and eventful meeting with Reza today regarding his business, here are some highlights:

- He admitted to using the automated telephone removal system and spoofed call ID #s (310-599-5731, 8255909682107179), he initially said that he will not stop using spoofed caller IDs, but has agreed to allow the caller ID to ring back to his office and to identify himself as APEX when making sales. He says that this will lead to a higher cost for him because of increased lawsuits because potential customers will now actually be able to get back in touch with him. ***[Musso, Reji]*** People sue when they can't identify – not when they can…and if they sue, they may have a legitimate reason. AND, by the way, we could just give him up to the FCC. They would absolutely crucify him for this. It is against the law – plain and simple.
- He has no intention of moving away from pre-recorded messages short of the September deadline. His plan is to eventually switch to predictive dialing when the law takes effect. ***[Musso, Reji]*** He doesn't check with state laws…In many states it is already against the law – South Carolina is one – thus the lawsuits from Mark Fitzhenry, SC resident and consumer.
- He claims to be providing data and dialing services (pre-recorded messages) to a number of OE partners in the Southern California area. He used to provide data to Powerline, but they have since stopped their pre-recorded message marketing efforts. ***[Musso, Reji]*** He needs to tell us who.
- I told him that he needs to actually use Possible NOW. Reza said that he had not been using them because he wasn't sure if he could remain in business due to the current credit criteria, etc. He will start uploading his internal DNC. ***[Musso, Reji]*** He doesn't use them to scrub leads either. Most of the numbers on the small list that you had were on the internal AND he isn't scrubbing against wireless which PN does.
- He actually has a very good training and sales compliance program in place. We listened to several calls and the disclosures were covered, the customers were aware of their monthly charges following the promotional period, and they give out their phone # and name in case the customer has any issues. I was impressed with that side of their operation. ***[Musso, Reji]*** I don't get disclosure complaints on him, but it really won't matter if ANYONE gets wind of the spoofing. Legal will stroke out.
- Reza is open to weekly call monitoring by the FSD group and we will work with Erica Valdez to establish a consistent weekly time. ***[Musso, Reji]*** What about uploading recorded calls?

I told Reza that he is on our radar and is skating on thin ice. I expressed the importance of responding to all inquiries and providing us with lead and opt-in information when requested in a timely manner.

Please let me know if you need any additional information.

Thanks!!

Josh Slater
National Account Manager
Josh.Slater@dishnetwork.com
Cell: 720.480.9057
Direct: 678.482.1908 x3577
Fax: 678.482.7405

PLEASE NOTE E-MAIL ADDRESS CHANGE TO: Josh.Slater@dishnetwork.com

The above email is for intended recipient only and may contain confidential information owned by and proprietary to EchoStar Satellite, LLC. Unauthorized disclosure of or use of this information other than to employees of the EchoStar family of companies is prohibited and may violate its Conflicts of Interest Agreement.

EXHIBIT 371

EXHIBIT 371

Message

From: Dodge, Stanton [/O=ECHOSTAR COMMUNICATIONS CORP/OU=ECHOSTAR/CN=RECIPIENTS/CN=DODGE STANTON]
Sent: 3/12/2009 1:20:01 PM
To: Ergen, Charlie [charlie.ergen@dishnetwork.com]
CC: Blum, Jeffrey [jeffrey.blum@echostar.com]; Kalani, Lori [lori.kalani@dishnetwork.com]
Subject: DOJ / FTC

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT They made it clear they really don't have a issue with DISH's internal / direct telemarketing compliance. REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT They seem to acknowledge that no one will ever be 100% perfect, but they want us to take extreme measures (terminating retailers) for de minimus violations rather than allowing us to have some discretion to tailor appropriate punishment.

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT They said they will give us a heads up before they pull the trigger. REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

***MY E-MAIL HAS CHANGED TO stanton.dodge@dishnetwork.com.
PLEASE UPDATE YOUR ADDRESS BOOK ACCORDINGLY.***

R. Stanton Dodge
EVP, General Counsel & Secretary
DISH Network L.L.C.
Direct: 303.723.1611
Mobile: 303.884.1909
Fax: 303.723.2050

ATTY / CLIENT AND WORK PRODUCT PRIVILEGES APPLY

EXHIBIT 372

EXHIBIT 372

Message

From: Dodge, Stanton [/O=ECHOSTAR COMMUNICATIONS CORP/OU=ECHOSTAR/CN=RECIPIENTS/CN=DODGE STANTON]
Sent: 3/25/2009 12:41:18 AM
To: Ergen, Charlie [charlie.ergen@dishnetwork.com]; Ergen, Candy [candy.ergen@dishnetwork.com]; DeFranco, Jim [jim.defranco@dishnetwork.com]; Moskowitz, David [david.moskowitz@dishnetwork.com]; Vogel, Carl (Vice Chairman) [carl.vogel@dishnetwork.com]; Steve Goodbarn (steve.goodbarn@secure64.com) [steve.goodbarn@secure64.com]; ORTOLFTOM@aol.com; tom.ortolf@gmail.com; Gary Howard [ghoward@libertymedia.com]
CC: Blum, Jeffrey [jeffrey.blum@echostar.com]; Ehrhart, Brandon [brandon.ehrhart@dishnetwork.com]
Subject: FTC Do-Not-Call Lawsuit

DISH Board Members:

Since it is likely to garner some press, I wanted to give you advance notice that tomorrow morning the Federal Trade Commission and the States of California, Illinois, Ohio and North Carolina intend to file a civil lawsuit against Dish Network L.L.C. ("DNLLC") (the indirect subsidiary of DISH that operates the DISH Network television service) for alleged violations of the FTC's Do-Not-Call Rules; the Telephone Consumer Protection Act (TCPA); and related California, Illinois, North Carolina and Ohio state laws.

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

Liability For Our Calls --

During the course of the FTC staff's investigation over the past four years, we have submitted evidence that 99.8% of the calls initiated by DNLLC were made in compliance with the FTC's Do Not Call Rules. REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT The FTC recognizes that the rule provides for a safe harbor but believes that 99.8% compliance is not sufficient. REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

Secondary Liability For Independent Retailer Calls --

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

Proposed Settlement Terms

We have rejected the FTC's proposed settlement, which would require DNLLC to pay a civil penalty of approximately $12M REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

When I met with attorneys for the Department of Justice (who will litigate the case on behalf of the FTC) and FTC staff recently, they made it clear that they are not particularly concerned with DNLLC's direct

conduct, REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT and the FTC has indicated that they want to continue to work with us to find common ground on monitoring / enforcement with respect to our independent retailers. I will keep you apprised of any progress.

Please call me if you have any questions.

Stanton

***MY E-MAIL HAS CHANGED TO stanton.dodge@dishnetwork.com.
PLEASE UPDATE YOUR ADDRESS BOOK ACCORDINGLY.***

R. Stanton Dodge
EVP, General Counsel & Secretary
DISH Network L.L.C.
Direct: 303.723.1611
Mobile: 303.884.1909
Fax: 303.723.2050

ATTY / CLIENT AND WORK PRODUCT PRIVILEGES APPLY

EXHIBIT 373

EXHIBIT 373

INTENTIONALLY OMITTED

EXHIBIT 374

EXHIBIT 374

Message

From: Musso, Reji [/O=ECHOSTAR COMMUNICATIONS CORP/OU=ECHOSTAR/CN=RECIPIENTS/CN=REJI.MUSSO]
Sent: 4/16/2009 6:35:04 PM
To: Blum, Jeffrey [jeffrey.blum@dish.com]; Van Emst, Blake [blake.vanemst@dish.com]
Subject: RE: Customer Complaint

I knew that this was most likely NOT Dish Pronto because this is a "Press 1" call which I can confidently say that they do not participate in.

In listening to the call, it really sounded like the lead generation calls I've heard. It's not a DISH retailer – they may be working for DISH or Direct – it only referenced a "satellite specialist."

The individual who answered the phone did have an accent – Latino, I think.

Unfortunately, there is very little to go on.

DP only offers a Disney Vacation selectively, not as an overall offering. This recording would indicate that it is an option for all – which it is not.

Please let me know if you have any additional questions.

Reji J. Musso
Compliance Manager - Retail Services
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
303.723.3262 (o) | 720.514.8288 (f)
reji.musso@dishnetwork.com
PLEASE NOTE NEW E-MAIL EFFECTIVE JAN 5, 2009

From: Blum, Jeffrey
Sent: Tuesday, April 14, 2009 1:31 PM
To: Van Emst, Blake; Musso, Reji
Subject: FW: Customer Complaint

Customer complaint. Would you mind please following-up with Trimarco for a response?

From: Metzger, Marciedes
Sent: Friday, April 10, 2009 6:23 PM
To: Blum, Jeffrey
Subject: FW: Customer Complaint

Jeff:

The only calls we have received where the customer is complaining about not receiving a promised trip are from DISH Pronto. See attached email.

Thank you,
Marcie

From: Jubenville, Ryan
Sent: Tuesday, April 07, 2009 3:19 PM
To: Metzger, Marciedes; Dye, Rachel; Whittemore, Adam
Subject: RE: Customer Complaint

Here is a transcription of the call:

Automated Voice: ".... You have $100 cash back coming to you, plus by pressing 1 now you will receive a free Disney planning resort vacation to Orlando..."
Consumer: "I'm on a do not call list"
Automated Voice: "...remember, everything has already been paid for, so press one now."
<<<Consumer presses a number>>>
Automated Voice: "Thank you for responding to this one time satellite promotion and congratulations on your complimentary vacation, to opt out please press 3 or hold on the line and you will be transferred to a specialist, you are the next caller in line and this call may be recorded for quality assurance. Please Hold"
<<<Hold from :39 to :53>>>>
<<<Phone ringing>>>
Agent: "Thank you for responding to the promotion, would you like to speak to a specialist about your new satellite system?"
Consumer: "No, actually I'm on a do not call list, I'm not sure why you guys are calling me, can you tell me where you got my number"
Agent: "Okay"
<<<Long Pause>>>
Consumer: "Hello?"
Agent: "Let me transfer you to the removal system, follow the instructions please."
Consumer: "See? Do you see what's going on here? Unbelievable."

From: Metzger, Marciedes
Sent: Tuesday, April 07, 2009 2:50 PM
To: Jubenville, Ryan; Dye, Rachel; Whittemore, Adam
Subject: FW: Customer Complaint

Can you guys transcribe this conversation for me. We need to see if there is anything that will help us identify the retailer.

From: Blum, Jeffrey
Sent: Tuesday, April 07, 2009 2:45 PM
To: Metzger, Marciedes
Subject: Customer Complaint

Is it possible to identify the retailer from this?

From: Kelly, Michael (EVP)
Sent: Wednesday, April 01, 2009 12:24 PM
To: Blum, Jeffrey; Kuelling, Chris
Subject: FW: What the heck?

Customer complaint...

Michael Kelly
Executive Vice President
DISH Network Corporation
Ph: 1.303.723.1080
Fax: 1.303.723.3041
michael.kelly@dishnetwork.com

EXHIBIT 375

EXHIBIT 375

Message

From: Rose, Lewis [LRose@KelleyDrye.com]
Sent: 5/3/2009 6:23:20 PM
To: Crane-Hirsch, Daniel [Daniel.Crane-Hirsch@usdoj.gov]; albert.shelden@doj.ca.gov; eblackston@atg.state.il.us; erin.leahy@ohioattorneygeneral.gov; jfeltman@atg.state.il.us; Jbrill@ncdoj.gov; kander@ncdoj.gov; michael.ziegler@ohioattorneygeneral.gov; Deitch, Russell S. [RDEITCH@ftc.gov]; givens@ftc.gov; LGreisman@ftc.gov; ahile@ftc.gov
CC: Boyle, Joseph [JBoyle@KelleyDrye.com]; Hutnik, Alysa [AHutnik@KelleyDrye.com]; Blum, Jeffrey [jeffrey.blum@echostar.com]; Dodge, Stanton [stanton.dodge@dishnetwork.com]; Kalani, Lori [lori.kalani@dishnetwork.com]
Subject: Settlement Proposal From Dish Network
Attachments: DishNetworkSettlementProposal050309.PDF

CONFIDENTIAL - FOR SETTLEMENT PURPOSES ONLY

All:

In advance of our meeting on Wednesday, May 6th at 10:00am in Daniel's office, please find enclosed a revised settlement proposal that Dish Network is willing to enter to resolve this matter. As I have previously discussed with Daniel, this draft is based upon the first DirecTV Stipulated Order rather than prior drafts (which were largely based upon the ADT Stipulated Order) exchanged between the FTC Staff and Dish prior to the filing of the Complaint. There are some deviations from the DirecTV Order and we will be ready to discuss our thinking about why we made those deviations during our meeting. After careful consideration, we believe that the DirecTV Order presents a better approach to facilitate resolution than the last drafts exchanged between the DOJ/FTC and Dish Network.

I apologize for not being able to send this to you earlier. In the interest of disseminating this to the entire group tonight, I have used Daniel's last email to obtain e-mail addresses for the attorneys for the United States, California, Illinois, North Carolina and Ohio, and have added four attorneys from the FTC.

I will be joined on Wednesday by Stanton Dodge, Jeff Blum, and Lori Kalani. I would appreciate it if you would let me know who will attend on behalf of the Plaintiffs.

Best,

Lew

Pursuant to Treasury Regulations, any U.S. federal tax advice contained in this communication, unless otherwise
stated, is not intended and cannot be used for the purpose of avoiding tax-related penalties.

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responsibility of the recipient to ensure that it is virus free and no responsibility is accepted by Kelley
Drye & Warren LLP for any loss or damage arising in any way from its use.

EXHIBIT 376

EXHIBIT 376

Dish Network Draft: May 3, 2009

IN THE UNITED STATES DISTRICT COURT

CENTRAL DISTRICT OF ILLINOIS
ROCK ISLAND DIVISION

Civil Action No. No. 09-cv-3073

UNITED STATES OF AMERICA, and the United States of California, Illinois, North Carolina, and Ohio	)
Plaintiffs,	)
v.	)
DISH NETWORK L.L.C., et al.	)

STIPULATED JUDGMENT AND ORDER FOR PERMANENT INUNCTION AGAINST

DISH NETWORK L.L.C.

Plaintiff, the United States of America, acting upon notification and authorization to the Attorney General by the Federal Trade Commission ("FTC" or the "Commission"), and Plaintiffs the States of California, Illinois, North Carolina, and Ohio have commenced this action by filing the complaint herein, and Defendant Dish Network L.L.C. ("Dish Network"), has waived service of the summons and the complaint. The parties, represented by the attorneys whose names appear hereafter, have agreed to settlement of this action without adjudication of any issue of fact or law, and without

Defendant admitting liability for any of the violations alleged in the complaint.

THEREFORE, on the joint motion of the parties, it is hereby **ORDERED, ADJUDGED AND DECREED** as follows:

FINDINGS

1. This Court has jurisdiction over the subject matter pursuant to 28 U.S.C. §§ 1331, 1337(a), 1345 and 1355, and 15 U.S.C. §§ 45 (m) (1) (A) , 53(b), 56(a), and 57b.

2. Plaintiffs and Defendant consent to jurisdiction and venue in this District.

3. The activities of Defendant are in or affecting commerce, as defined in Section 4 of the FTC Act, 15 U.S.C. § 44.

4. The complaint states a claim upon which relief may be granted against Defendant, under Sections 5(a), 5(m)(1)(A), 13(b) and 19 of the Federal Trade Commission Act ("FTC Act"), 15 U.S.C. §§ 45(a), 45 (m) (1) (A) , 53(b), and 57b.

5. Defendant hereby waives all rights to appeal or otherwise challenge or contest the validity of this Order.

6. Defendant has agreed that this Order does not entitle Defendant to seek or to obtain attorneys' fees as a prevailing party under the Equal Access to Justice

Act, 28 U.S.C. § 2412, and Defendant further waives any rights to attorneys' fees that may arise under said provision of law.

7. The parties have agreed to resolve issues raised by the Plaintiffs during their inquiry by entering into this Stipulated Judgment. Dish Network is entering this Stipulated Judgment solely for the purpose of settlement and nothing contained herein may be taken or construed to be an admission or concession of any violation of law, or of any other matter of fact or law, or of any liability or wrongdoing, all of which Dish Network expressly denies. No part of this Stipulated Judgment constitutes or shall constitute evidence against Dish Network in any action brought by any person(s) or entity or other party of any violation of any federal or state statute or regulation or the common law, except in an action by the Plaintiffs, or one of them, to enforce the terms of this Stipulated Judgment.

8. Entry of this Order is in the public interest.

DEFINITIONS

For the purpose of this Order, the following definitions shall apply:

1. "Authorized Dealer" means any person that is authorized by Dish Network to market Dish Network goods or services, to solicit orders for Dish Network goods or services, or to offer Dish Network goods or

services. The term "Authorized Dealers" also includes any employee, agent, assign, independent contractor or any other person hired, retained or used by an Authorized Dealer to engage in telemarketing.

2. "Authorized Telemarketer" means a person that Dish Network has directly hired or retained, in whole or in part, to make outbound telephone calls on its behalf. The term Authorized Telemarketer also includes any employee, agent, assign, independent contractor or any other person hired, retained or used by an Authorized Telemarketer to engage in telemarketing.

3. "Customer" means any person who is or may be required to pay for goods or services offered through telemarketing.

4. "Defendant" or "Dish Network" means Dish Network L.L.C., its subsidiaries, officers, agents, servants, employees, and attorneys.

5. "Dish Network goods or services" means satellite television programming and all other related goods or services.

6. "Established business relationship" means a relationship between the seller and a person based on: (a) the person's purchase, rental, or lease of the seller's goods or services or a financial transaction between the person and seller, within the eighteen (18) months immediately preceding the date

of the telemarketing call; or (b) the person's inquiry or application regarding a product or service offered by the seller, within the three months immediately preceding date of a telemarketing call.

7. "Internal Do Not Call List" means a list or compilation pursuant to 16 C.F.R. § 310.4(b)(1)(iii)(A) containing telephone numbers of consumers who have stated that they do not wish to receive telemarketing calls.

8. "National Do Not Call Registry" means the National Do Not Call Registry maintained by the Federal Trade Commission pursuant to 16 C.F.R. § 310.4 (b) (1) (iii) (B).

9. "Outbound telephone call" means a telephone call initiated by a telemarketer to induce the purchase of goods or services or to solicit a charitable contribution.

10. "Person" means any individual, group, unincorporated association, limited or general partnership, corporation, or other business entity.

11. "Seller" means any person who, in connection with a telemarketing transaction, provides, offers to provide, or arranges for others to provide goods or services to the customer in exchange for consideration, whether or not such person is under the jurisdiction of the Federal Trade Commission.

12. "Signature" shall include an electronic or digital form of signature, to the extent that such form of signature is recognized as a valid signature under applicable federal law or state contract law.

13. "Telemarketer" means any person who, in connection with telemarketing, initiates or receives telephone calls to or from a customer or donor.

14. "Telemarketing" means a plan, program, or campaign which is conducted to induce the purchase of goods or services or a charitable contribution, by use of one or more telephones and which involves more than one interstate telephone call. The term does not include the solicitation of sales through the mailing of a catalog which: contains a written description or illustration of the goods or services offered for sale; includes the business address of the seller; includes multiple pages of written material or illustrations; and has been issued not less frequently than once a year, when the person making the solicitation does not solicit customers by telephone but only receives calls initiated by customers in response to the catalog and during those calls takes orders only without further solicitation. For purposes of the previous sentence, the term "further solicitation" does not include providing the customer with information about, or attempting to sell, any other

item included in the same catalog which prompted the customer's call or in a substantially similar catalog.

15. The "Telemarketing Sales Rule" or "Rule" means the FTC Rule entitled "Telemarketing Sales Rule," 16 C.F.R. Part 310, attached hereto as Appendix A.

16. The "Telephone Consumer Protection Act" or "TCPA" means 47 U.S.C. § 227 and any rule enacted pursuant to the TCPA, including but not limited to, 47 C.F.R. § 64.1200(c). A copy of the TCPA and 47 C.F.R. § 64.1200(c) are attached as Appendix B.

17. "Third-party monitoring service" means a qualified, independent third-party monitoring organization experienced in monitoring and producing reports on compliance with the Telemarketing Sales Rule.

ORDER

I. PROHIBITION AGAINST AN ABUSIVE PATTERN OF TELEMARKETING CALLS

IT IS HEREBY ORDERED that, in connection with telemarketing Dish Network goods or services, Dish Network, whether acting directly or indirectly through Authorized Telemarketers, is hereby permanently restrained and enjoined from engaging in violations of the Telemarketing Sales Rule including but not limited to:

A. Initiating any outbound telephone call to a person when:

1. that person previously has stated to Dish Network or an Authorized

Telemarketer that he or she does not wish to receive an outbound telephone call made by or on behalf of Dish Network;

2. that person's telephone number is on the National Do Not Call Registry, unless:

   a. Dish Network has obtained the express agreement, in writing, of such person to place calls to that person, clearly evidencing such person's authorization that calls made by or on behalf of Dish Network may be placed to that person, and including the telephone number to which the calls may be placed and the signature of that person; or

   b. Dish Network has an established business relationship with such person, and that person has not stated to Dish Network or an Authorized Telemarketer, pursuant to § 310.4 (b) (1) (iii) (A) of the Telemarketing Sales Rule, that he or she does not wish to receive outbound telephone calls.

3. Nothing in subparagraphs 1 and 2 above, shall be construed to supersede the provisions of 16 C.F.R. § 310.4(b)(3) (the Telemarketing Sales Rule Do Not Call safe harbor).

B. Initiating any outbound telephone call that delivers a prerecorded message, other than a prerecorded message permitted for compliance with the call abandonment safe harbor in 16 C.F.R. §310.4(b)(4)(iii), unless:

(1) in any such call to induce the purchase of any good or service, the seller has obtained from the recipient of the call an express agreement, in writing, that:

(a) the seller obtained only after a clear and conspicuous disclosure that the purpose of the agreement is to authorize the seller to place prerecorded calls to such person;

(b) the seller obtained without requiring, directly or indirectly, that the agreement be executed as a condition of purchasing any good or service;

(c) evidences the willingness of the recipient of the call to receive calls that deliver prerecorded messages by or on behalf of a specific seller; and

(d) includes such person's telephone number and signature; and

(2) in any such call to induce the purchase of any good or service, the seller or telemarketer:

(a) allows the telephone to ring for at least fifteen (15) seconds or four (4) rings before disconnecting an unanswered call; and

(b) within two (2) seconds after the completed greeting of the person called, plays a prerecorded message that promptly provides the disclosures required by 16 C.F.R. § 310 .4(d) or (e) , followed immediately by a disclosure of one or both of the following: (i) in the case of a call that could be answered in person by a consumer, that the person called can use an automated interactive voice and/or keypress-activated opt-out mechanism to

assert a Do Not Call request pursuant to 16 C.F.R. §310.4 (b) (1) (iii) (A) at any time during the message. The mechanism must:

(A) automatically add the number called to the seller's entity-specific Do Not Call list;

(B) once invoked, immediately disconnect the call; and

(C) be available for use at any time during the message; and

(ii) in the case of a call that could be answered by an answering machine or voicemail service, that the person called can use a toll-free telephone number to assert a Do Not Call request pursuant to 16 C.F.R.§ 310.4 (b) (1) (iii) (A) . The number provided must connect directly to an automated interactive voice or keypress-activated opt-out mechanism that:

(A) automatically adds the number called to the seller's entity specific Do Not Call list;

(B) immediately thereafter disconnects the call; and

(3) is accessible at any time throughout the duration of the telemarketing campaign; and

(C) Complies with all other requirements of this Part and other applicable federal and state laws.

(iii) Any call that complies with all applicable requirements of this paragraph (B) of this order shall not be deemed to violate 16 C.F.R. §310.4 (b) (1) (iv).

C. Initiating any outbound telephone call to a person more than thirty (30) days after that person has stated to Dish Network, or more than thirty (30) days after Dish Network receives notice from an Authorized Telemarketer that such person has stated to such Authorized Telemarketer, that he or she does not wish to receive an outbound telephone call made by or on behalf of Dish Network.

D. If the Commission amends the Telemarketing Sales Rule, in whole or part, Dish Network and its Authorized Telemarketers shall, in connection with telemarketing Dish Network goods or services, comply fully and completely with all applicable requirements of the amended Rule, on and after the effective date of any such amended Rule.

II. PROHIBITIONS AGAINST VIOLATING THE TCPA AND STATE LAW

IT IS HEREBY ORDERED that, in connection with telemarketing Dish Network goods or services, Dish Network, whether acting directly or indirectly

through Authorized Telemarketers, is hereby permanently restrained and enjoined from engaging in violations of the Telemarketing Sales Rule, the Telephone Consumer Protection Act, California Business and Professions Codes Sections 17592 and 17200 for telephone calls directed to California telephone numbers, Illinois Automatic Telephone Dialers Act 815 ILCS 305/1 *et seq.* for telephone calls directed to Illinois telephone numbers,, North Carolina General Statutes Sections 75-101, 75-102 and 75-104 for telephone calls directed to North Carolina telephone numbers,and the Ohio Consumer Sales Practices Act, Revised Code Section 1345.01 *et seq.,* the Ohio Telephone Solicitation Sales Act, Revised Code Section 4719.01 *et seq.*, for telephone calls directed to Ohio telephone numbers..

III. MONITORING OF AUTHORIZED TELEMARKETERS

IT IS FURTHER ORDERED that Dish Network is hereby permanently restrained and enjoined from:

A. Failing to conduct a reasonable due diligence investigation of a person before engaging the person as an Authorized Telemarketer to ensure that the person has established and actively enforces effective policies and procedures for compliance with the Telemarketing Sales Rule, including procedures to prevent the

initiation of outbound telemarketing calls to numbers on the National Do Not Call Registry, in violation of 16 C.F.R. § 310.4(b)(1)(iii), to prevent call abandonment, in violation of § 310.4(b)(1)(iv), to prevent calls that deliver pre-recorded messages in violation of § 310.4 (b)(1)(v), to prevent violations of the TCPA, and North Carolina General Statute Section 75-104 for telephone calls directed to North Carolina telephone numbers, and has policies and procedures in place to monitor and enforce compliance with the TSR, TCPA and North Carolina General Statute Section 75-104 by all employees, agents, and independent contractors hired, retained or used by the Authorized Telemarketer to engage in telemarketing;

B. Failing to have a written contract with each Authorized Telemarketer;

C. Failing to include in the written contract with each Authorized Telemarketer requirements that the Authorized Telemarketer comply with all provisions of the Telemarketing Sales Rule, including, but not limited to, §§ 310.4(b)(1)(iii), (iv) and (v), the TCPA, and North Carolina General Statutes Section 75-104 for telephone calls directed to North Carolina telephone numbers.

D. Failing to monitor, directly or through a third party

monitoring service approved by Dish Network, outbound telemarketing campaigns conducted by each Authorized Telemarketer to determine whether:

1. Telemarketing calls are placed to telephone numbers that are -

   A. on the National Do Not Call Registry, unless the customer being called either has given his or her express agreement in writing to receive telemarketing calls at that number, or has an established business relationship with Dish Network; or

   B. on an Internal Do Not Call List maintained by Dish Network or any of its Authorized Telemarketers.

2. The Authorized Telemarketer is initiating any outbound telephone call that delivers a prerecorded message, other than a prerecorded message permitted for compliance with the call abandonment safe harbor in 16 C.F.R. §310.4(b) (4) (iii), unless:

   (1) in any such call to induce the purchase of any good or service, the seller has obtained from the recipient of the call an express agreement, in writing, that:

(a) the seller obtained only after a clear and conspicuous disclosure that the purpose of

the agreement is to authorize the seller to place prerecorded calls to such person;

(b) the seller obtained without requiring, directly or indirectly, that the agreement be executed as a condition of purchasing any good or service;

(c) evidences the willingness of the recipient of the call to receive calls that deliver prerecorded messages by or on behalf of a specific seller; and

(d) includes such person's telephone number and signature; and

(2) in any such call to induce the purchase of any good or service, the seller or telemarketer:

(a) allows the telephone to ring for at least fifteen (15) seconds or four (4) rings before disconnecting an unanswered call; and

(b) within two (2) seconds after the completed greeting of the person called, plays a prerecorded message that promptly provides the disclosures required by 16 C.F.R. §310.4(d) or (e), followed immediately by a disclosure of one or both of the following:

(i) in the case of a call that could be answered in person by a consumer, that the person called can use an automated

interactive voice and/or keypress-activated opt-out mechanism to assert a Do Not Call request pursuant to 16 C.F.R. §310.4 (b) (1) (iii) (A) at any time during the message. The mechanism must:

(A) automatically add the number called to the seller's entity specific Do Not Call list;

(B) once invoked, immediately disconnect the call; and

(C) be available for use at any time during the message; and

(ii) in the case of a call that could be answered by an answering machine or voicemail service, that the person called can use a toll-free telephone number to assert a Do Not Call request pursuant to 16 C.F.R.§ 310.4 (b) (1) (iii) (A) . The number provided must connect directly to an automated interactive voice or keypress-activated opt-out mechanism that:

(A) automatically adds the number called to the seller's entity specific Do Not Call list;

(B) immediately thereafter disconnects the call; and (3) is accessible at any time throughout the duration of the telemarketing campaign; and

(C) Complies with all other requirements of this Part and other applicable federal and state laws.

(iii) Any call that complies with all applicable requirements of this paragraph [B] of this order shall not be deemed to violate 16 C.F.R. § 310.4 (b) (1) (iv).

3. Telemarketing calls comply with the TCPA, California Business and Professions Codes Sections 17592 and 17200 for telephone calls directed to California telephone numbers, Illinois Automatic Telephone Dialers Act, 815 ILCS 301/1 *et seq.* for telephone calls directed to Illinois telephone numbers, the Ohio Consumer Sales Practices Act, Revised Code Section 1345.01 *et seq.*, the Ohio Telephone Solicitation Sales Act, Revised Code Section 4719.01 *et seq.* for telephone calls directed to Ohio telephone numbers, North Carolina General Statutes Sections 75-101, 75-102, and 75-104 for telephone calls directed to North Carolina telephone numbers.

E. Providing any monetary compensation

for any outbound telephone calls, including but not limited to hourly rates of pay or commissions, to any Authorized Telemarketer after Dish Network knows or reasonably should have known that such Authorized Telemarketer has, in connection with telemarketing Dish Network goods and services:

(i) failed to fulfill contract requirements with respect to compliance with the Telemarketing Sales Rule;

(ii) violated the Telemarketing Sales Rule;

(iii) violated the TCPA; or

(iv) violated North Carolina General Statute Section 75-104 for telephone calls directed to North Carolina telephone numbers.

F. Continuing to do business with any Authorized Telemarketer that fails to fulfill contract requirements with respect to compliance with the Telemarketing Sales Rule, TCPA, or North Carolina General Statute Section 75-104 for telephone calls directed to North Carolina telephone numbers Provided, however, that this Paragraph does not prohibit Dish Network from entering into a subscription agreement with a consumer solicited by an Authorized Telemarketer who (1) fails to fulfill contract requirements, (2) violates any provision

of the Telemarketing Sales Rule, or (3) fails to comply with prohibitions or requirements imposed by Paragraph I of this Order; and

Provided further, that nothing in this Order shall be interpreted to require Dish Network to withhold monetary compensation or terminate an Authorized Telemarketer that: (i) initiates an outbound telephone call to a consumer with whom that Authorized Telemarketer has an Established Business Relationship, as defined in 16 C.F.R. § 310.2(n)(2009), as amended; or (ii) that has cured the conduct set forth in this Part within ten (10) days notice by Dish Network.

IV. MONITORING OF AUTHORIZED DEALERS

IT IS FURTHER ORDERED that Dish Network is hereby permanently restrained and enjoined from:

A. Failing to monitor Authorized Dealers that have received express, written permission from Dish Network to telemarket to determine whether they are initiating contact with consumers through outbound telephone calls to telemarket Dish Network goods or services; and

B. Doing business with any Authorized Dealer and shall not provide any monetary compensation for any outbound telephone calls, including but not limited to hourly rates of pay or commissions, to any Authorized Dealer who Dish Network knows or should know engages in the following

conduct:

1. initiating contact with consumers through outbound telephone calls to telemarket Dish Network goods or services without express, written authorization from Dish Network; or

2. entering into any type of agreement with any other person to initiate contact with consumers through outbound telephone calls to telemarket Dish Network goods or services without express, written authorization from Dish Network.

Provided, however that this Paragraph does not prohibit Dish Network from entering into a subscription agreement with a consumer who was called in violation of the Telemarketing Sales Rule, or by a person who has engaged in any of the conduct described in subparagraph B of this Paragraph of this Order; and

Provided further, that nothing in this Order shall be interpreted to require Dish Network to withhold monetary compensation or terminate an Authorized Dealer that: (i) initiates an outbound telephone call to a consumer with whom that Authorized Dealer has an Established Business Relationship, as defined in 16 C.F.R. § 310.2(n)(2009), as amended; or (ii) that has cured the conduct set forth in this Part within ten (10) days notice by Dish Network.

V. ADDITIONAL MONITORING

IT IS FURTHER ORDERED that Dish Network is hereby permanently restrained and enjoined from failing to take the following actions with regard to Authorized Telemarketers and Authorized Dealers that have received express, written authorization to telemarket from Dish Network:

A. Dish Network shall develop, implement, adequately staff, and continuously operate and maintain, a system to receive and retain complaints related to telemarketing that are received by telephone, mail, and e-mail. Dish Network shall take all reasonable steps to obtain, record, retain, and make easily accessible to Dish Network and, upon reasonable request, the FTC and State Plaintiffs, all relevant information regarding all complaints relating to telemarketing of Dish Network goods or services, including but not limited to: (1) the complainant's name, address, and telephone number; (2) the substance of the complaint, including the name of any person referenced; (3) the nature and result of any investigation conducted concerning the complaint; (4) each response to the complaint and the date of such response to the complaint; (5) any final

resolution of the complaint, and the date of such resolution; (6) in the event of a denial of any resolution, the reason for the denial; (7) the name, telephone number, and address of the Authorized Telemarketer or Authorized Dealer that made the call that prompted the complaint; (8) the date of the call; and (9) any relevant information for determining whether a violation of the Telemarketing Sales Rule has occurred. The complaint system shall be capable of producing, and shall produce, monthly reports that show (1) the aggregate number of complaints relating to telemarketing, and (2) the total number and type of telemarketing complaints for each Authorized Telemarketer or Authorized Dealer; and

B. Dish Network shall promptly investigate each consumer complaint relating to telemarketing and shall take all reasonable steps to identify the person whose activities prompted the complaint.

VI. PROHIBITION ON ASSISTING AND FACILITATING

IT IS FURTHER ORDERED that Dish Network is hereby permanently restrained and enjoined from providing substantial assistance and support to any telemarketer when

Dish Network knows or consciously avoids knowing that the telemarketer is engaged in one or more violations of the Telemarketing Sales Rule.

VII. CIVIL PENALTY AND JUDGMENT PAYMENTS

IT IS FURTHER ORDERED that judgment in the amount of $_____ is hereby entered against Dish Network as a civil penalty pursuant to Section 5(m)(1)(A) of the Federal Trade Commission Act, 15 U.S.C. § 45(m)(1)(A), and as provided by the TCPA, 47 U.S.C. § 227, California Business and Professions Codes Sections 17206 and 17593, Illinois Consumer Fraud and Deceptive Business Practices Act, 815 ILCS 505/1 *et seq.,* and Illinois Automatic Telephone Dialers Act, 815 ILCS 305/1 *et seq.,* North Carolina General Statutes Section 75-105, the Ohio Consumer Sales Practices Act, Revised Code Section 1345.01 *et seq.,* and the Ohio Telephone Solicitation Sales Act, Revised Code Section 4719.01 *et seq.*

A. Prior to or concurrently with its execution of this Order, Dish Network shall transfer a civil penalty payment of $_____ in the form of a wire transfer or certified or cashier's check made payable to the Treasurer of the United States. The check or written confirmation of the wire transfer shall be delivered to: Director, Office of Consumer Litigation, U.S. Department of

Justice Civil Division, P.O. Box 386, Washington, DC 20044. The cover letter accompanying the check shall include the title of this litigation and a reference to DJ# 102-3316.

B. Prior to or concurrently with its execution of this Order, Dish Network shall transfer payment in the form of a wire transfer or certified or cashier's check made payable to_____. [Section describing the share of the judgment to be paid to each of the State plaintiffs pursuant to the FTC Act, the TCPA, and state laws - *i.e.*, $_____ to the State of California, $_____ to the State of Illinois,$_____ to the State of Ohio, and $_____ to the State of North Carolina.]

C. In the event of default on the payments required to be made by this Paragraph, the entire unpaid civil penalty and/or other judgment payments, together with interest computed under 28 U.S.C. § 1961 -- accrued from the date of default until the date of payment -- shall be immediately due and payable.

D. Dish Network shall cooperate fully with Plaintiffs, the Commission and their agents in all attempts to collect the amount due pursuant to this Paragraph if Dish Network fails to pay fully the amount due at the time specified herein. In such an event, Dish Network agrees to provide Plaintiffs and the Commission with its federal and state tax returns for the preceding two years, and to complete new standard financial disclosure forms fully and accurately within ten (10) business days of receiving a request from Plaintiffs or the Commission to do so. Dish Network further authorizes Plaintiffs and the Commission to verify all information provided on the financial disclosure form from Dish Network with all appropriate third parties, including but not limited to financial institutions.

E. In accordance with 31 U.S.C. § 7701, Dish Network is hereby required, unless Dish Network has done so already, to furnish to Plaintiffs and the FTC, Dish Network's taxpayer identifying number(s) (employer identification numbers) which shall be

used for purposes of collecting and reporting on any delinquent amount arising out of such Defendant's relationship with the government.

F. Dish Network agrees that the facts as alleged in the complaint filed in this action shall be taken as true for the purpose of a nondischargeability complaint in any bankruptcy proceeding.

G. Proceedings instituted under this Paragraph are in addition to, and not in lieu of, any other civil or criminal remedies that may be provided by law, including any other proceedings the Commission may initiate to enforce this Order.

H. This Order resolves all allegations in the Complaint against Dish Network and that nothing in this Paragraph permits the Commission or the States to seek any additional remedies for the conduct alleged in the complaint against Dish Network.

VIII. COMPLIANCE MONITORING

IT IS FURTHER ORDERED that, for the purpose of monitoring and investigating compliance with any provision of this Order,

A. Within thirty (30) days of receipt of written notice from a representative of the

Commission or Plaintiffs, Dish Network shall submit additional written reports, sworn to under penalty of perjury; produce documents for inspection and copying; appear for deposition; and/or provide entry during normal business hours to any business location in Dish Network's possession, or direct or indirect control, to inspect the business operation;

B. In addition, the Commission and Plaintiffs are authorized to monitor compliance with this Order by all other lawful means, including but not limited to the following:

1. Obtaining discovery from any person, without further leave of court, using the procedures prescribed by Fed. R. Civ. P. 30, 31, 33, 34, 36, and 45; and

2. Posing as consumers and suppliers to Dish Network, any of Dish Network's employees, or any other entity managed or controlled in whole or in part by Dish Network, without the necessity of identification or prior notice; and

C. Dish Network shall permit representatives of the Commission or Plaintiffs to interview any employer, consultant, independent contractor, representative, agent, or employee who has agreed to such an interview, relating in any way to any conduct subject to this Order. The person interviewed may have counsel present;

Provided, however, that nothing in this Order shall limit the Commission's lawful use of compulsory process, pursuant to Sections 9 and 20 of the FTC Act, 15 U.S.C. §§ 49, 57b-1, to obtain any documentary material, tangible things, testimony, or information relevant to unfair or deceptive acts or practices in or affecting commerce (within the meaning of 15 U.S.C. § 45 (a) (1)).

IX. COMPLIANCE REPORTING

IT IS FURTHER ORDERED that, in order that compliance with the provisions of this Order may be monitored:

A. For a period of three (3) years from the date of entry of this Order Dish Network shall notify the Commission of any changes in corporate structure that may affect compliance obligations arising under this Order, including but not limited to a dissolution, assignment, sale, merger, or other action that would result

in the emergence of a successor entity that may affect compliance obligations arising under this Order; the creation or dissolution of a subsidiary, parent, or affiliate that engages in any acts or practices subject to this Order; the filing of a bankruptcy petition; or a change in the corporate name or address, at least thirty (30) days prior to such change, *provided* that, with respect to any proposed change in the corporation about which Dish Network learns less than thirty (30) days prior to the date such action is to take place, Dish Network shall notify the Commission as soon as is practicable after obtaining such knowledge.

B. One hundred eighty (180) days after the date of entry of this Order, Dish Network shall provide a written report to the FTC, sworn to under penalty of perjury, setting forth in detail the manner and form in which it has complied and is complying with this Order. This report shall include:

1. A copy of each acknowledgment of receipt of this Order, obtained pursuant to Paragraph X of this Order;

2. Any changes required to be reported pursuant to

subparagraph (A) of this Paragraph;

3. A list of the telephone numbers that Dish Network or any Authorized Telemarketer or Authorized Dealer that has received express, written authorization to telemarket from Dish Network used or uses in telemarketing since entry of this Order; and the name and address of the phone company providing service, including any telephone number programmed to be transmitted for caller identification purposes.

4. A list of all subscription account numbers Dish Network or any Authorized Telemarketer or Authorized Dealer that has received express, written authorization to telemarket from Dish Network have used, uses, or have obtained in connection with the National Do Not Call Registry since entry of this Order;

5. A list of all Authorized Telemarketers and Authorized Dealers, including the trade names and any other names under which, to Dish Network's knowledge, these entities do business.

C. Once every twelve months, starting after the 180-day report required in Paragraph VIII.B above is provided, for a period of three years, Dish Network shall provide a written report to the FTC that includes a

reasonably detailed description of all monitoring activity taken by Dish Network pursuant to this Order. The report shall also be served upon the Board of Directors of Dish Network. The report shall include as applicable, but is not be limited to, the following:

1. A reasonably detailed description of the due diligence review Dish Network performed on prospective Authorized Telemarketers and Authorized Dealers and the results of the due diligence review;
2. The names, addresses and telephone numbers of all Authorized Telemarketers and Authorized Dealers, and the dates they became Authorized Telemarketers and Authorized Dealers;
3. The names, addresses, and telephone numbers of all Authorized Telemarketers and all Authorized Dealers who have been terminated by Dish Network for reasons related to telemarketing, the dates of the terminations, and the specific reasons for termination;
4. At the end of each quarter, starting after the 180-day report required in Paragraph VIII.B above is provided, for a period of three years, Dish Network will provide a description of all outbound telemarketing campaigns conducted by

Dish Network or its Authorized Telemarketers during the previous quarter, including, for each campaign, the dates during which each campaign was in place and the average number of calls made each day. At the Commission's discretion, in each quarter, it may request detailed data for up to three days for one telemarketing campaign or one day each for each campaign. For each selected day, Dish Network will supply the names of the entities making the calls, the telephone numbers each entity called, the basis for any established business relationship between Dish Network and a person at the number called, or if such person does not have an established business relationship with Dish Network, the reason why that person was called;

5. A detailed description of the methodology and results of Dish Network's investigation of any call by an Authorized Telemarketer or Authorized Dealer that has received express, written authorization to telemarket from Dish Network to a telephone number on the National Do Not Call Registry which shall include, but not be limited to, (a) the date of the call, (b) whether there is an existing business relationship with the consumer, and (c) if there is an existing business relationship, the date it

began;

6. Evidence showing that Dish Network developed, implemented, staffed, and operated a system for complaints related to telemarketing pursuant to Paragraph V of this Order;

7. Evidence showing that Dish Network took all reasonable steps to capture, record and retain every complaint relating to telemarketing that it received;

8. Evidence showing that Dish Network took all reasonable steps to obtain, record, and retain all relevant information regarding all complaints relating to telemarketing Dish Network goods or services, including, to the extent provided by the complainant or discovered through investigation: (1) the consumer's name, address, and telephone number; (2) the substance of the complaint, including the name of any person referenced; (3) the nature and result of any investigation conducted concerning the complaint; (4) each response to the complaint, and the date of such response to the complaint; (5) any final resolution of the complaint, and the date of such resolution; (6) in the event of a denial of any resolution, the reason for the denial; (7) the name, telephone number, and address of the Authorized Telemarketer or Authorized Dealer; (8) the date of the call; and (9) any relevant information for determining whether a violation of the Telemarketing

Sales Rule has occurred;

9. Evidence showing that Dish Network's system for complaints related to telemarketing produced monthly reports pursuant to Paragraph V of this Order;

10. Copies of all monthly reports showing the aggregate number of complaints relating to telemarketing, the total number and type of telemarketing complaints for each Authorized Telemarketer and each Authorized Dealer that has received express, written authorization to telemarket from Dish Network;

11. Evidence showing that Dish Network promptly investigated each consumer complaint relating to telemarketing, whether received by telephone, mail or e-mail, or provided by an Attorney General, a government agency or third party, and took all reasonable steps to identify the person whose activities prompted the consumer complaint, and to investigate whether the person violated the Telemarketing Sales Rule, or any contractual provisions with Dish Network; and

12. Evidence showing that Dish Network has complied with Paragraph V.D. For the purposes of this Order, Dish Network shall, unless otherwise directed by the Commission's authorized representatives, mail all written notifications to the Commission to:

Associate Director for Enforcement
Federal Trade Commission
601 New Jersey Ave., NW
Washington, DC 20580
Re: United States v. Dish Network, Civ. No.

The Commission shall, unless otherwise directed by Dish Network's officers or attorneys, mail all written notifications to Dish Network to:

Lori Kalani
Corporate Counsel
9601 S. Meridian Blvd.
Englewood, CO. 80112

D. For the purposes of this Order, Dish Network shall, unless otherwise directed by a representative of Plaintiff, identify all written notifications to Plaintiff as provided in reference to DOJ#_____, and mail them to:

Director, Office of Consumer
Litigation U.S. Department of Justice
- Civil Division P.O. Box 386
Washington, DC 20044.

E. For purposes of the compliance reporting and monitoring required by this Order, representatives of Plaintiff and the Commission are authorized to communicate directly with officers of Dish Network.

X. RECORD KEEPING PROVISIONS

IT IS FURTHER ORDERED that, for a period of six (6) years from the date of entry of this Order, Dish Network and its successors and assigns, shall maintain and make available to the Plaintiff or Commission, within thirty (30) days of the receipt of a written request, business records demonstrating compliance with the terms and provisions of this Order.

XI. DISTRIBUTION OF ORDER BY DEFENDANT

IT IS FURTHER ORDERED that, for a period of three (3) years from the date of entry of this Order, Dish Network shall deliver copies of this Order as directed below:

A. Dish Network must deliver a copy of this Order to all executive officers and directors. Dish Network shall also deliver a copy of this Order to all of its employees who are responsible for telemarketing Dish Network goods or services, handling telemarketing complaints, or maintaining records relating to telemarketing complaints or other telemarketing activities. For the current executive officers, directors and employees described above, delivery of this Order shall be within five (5) days of service of this Order on Dish Network. For new personnel, delivery shall occur prior to them assuming their responsibilities with Dish Network.

B. Dish Network must secure a signed and dated statement acknowledging receipt of this Order, within thirty (30) days of delivery, from all persons receiving a copy of this Order pursuant to this Paragraph.

XII. ACKNOWLEDGMENT OF RECEIPT OF ORDER BY DEFENDANT

IT IS FURTHER ORDERED that Dish Network, within five (5) business days of receipt of this Order as entered by the Court, must submit to the Plaintiff and the Commission a truthful sworn statement acknowledging receipt of this Order.

XIII. FEES AND COSTS

IT IS FURTHER ORDERED that each party to this Order hereby agrees to bear its own costs and attorneys' fees incurred in connection with this action.

XIV. SEVERABILITY

IT IS FURTHER ORDERED that the provisions of this Order are separate and severable from one another. If any provision is stayed or determined to be invalid, the remaining provisions shall remain in full force and effect.

XV. RETENTION OF JURISDICTION

IT IS FURTHER ORDERED that this Court shall retain jurisdiction of this matter for purposes of construction, modification and enforcement of this Order.

XVI. COMPLETE SETTLEMENT

The parties, by their respective counsel, hereby consent to entry of the foregoing Order which shall constitute a final judgment and order in this matter. The parties further stipulate and agree that the entry of the foregoing Order shall constitute a full, complete and final settlement of this action.

FOR THE DEFENDANTS: FOR THE PLAINTIFF:

Dish Network
L.L.C. By:

Counsel for Dish Network
L.L.C

Assistant Attorney General
Civil Division
U.S. DEPARTMENT OF JUSTICE

United States Attorney

Assistant U.S. Attorney

Director
Office of Consumer Litigation

Trial Attorney
Office of Consumer Litigation Civil Division
U.S. Department of Justice Washington, DC 20530

LOIS C. GREISMAN
Associate Director for Marketing Practices

ALLEN HILE, JR.
Assistant Director for Marketing Practices

RUSSELL DEITCH
GARY IVENS
Attorneys, Federal Trade Commission
600 Pennsylvania Ave, N.W., Washington, DC 20580

Signatures continue ...

FOR THE PEOPLE OF THE STATE OF CALIFORNIA

EDMUND G. BROWN JR.
Attorney General of the State of California

Albert Norman Shelden,
Senior Assistant Attorney General

Sanford H. Feldman,
Supervising Deputy Attorney General

_____
BY:
Deputy Attorney General Consumer Law Section
Office of the Attorney General 110 W. "A" Street, Suite 1100 San Diego, CA 92101
(619) 645-2093 (phone)
(619) 645-2062 (fax)

FOR THE STATE OF OHIO

_____
Erin B. Leahy
Assistant Attorney General
Consumer Protection Section
Ohio Attorney General's Office 30 East Broad St., 14th Floor Columbus, Ohio 43215 (614) 752-4730
Telephone (866) 768-2648 facsimile

FOR THE PEOPLE OF THE STATE OF ILLINOIS

LISA MADIGAN,
ATTORNEY GENERAL OF ILLINOIS

_____
BY: Elizabeth Blackston,
Assistant Attorney General
Consumer Fraud Bureau, Chief

_____
BY: Jeffrey M. Feltman
Illinois Bar No. 06237048 Assistant Attorney General
Consumer Fraud Bureau 1001 E. Main
Carbondale, Illinois
Telephone: (618) 529-6418 Fax: (618) 529-6403
jfeltman@atg.state.il.us

ROY COOPER
North Carolina Attorney General for the State of North Carolina

_____
Kevin Anderson
Assistant Attorney General
Office of the Attorney General 114 West Edenton Street Raleigh, NC 26702-0629
Tel. 919-716-6000
Fax 919-716-6050

IT IS SO ORDERED

DATED:_____

UNITED STATES DISTRICT JUDGE

_____

DC01/ROSEL/377890.5

EXHIBIT 377

EXHIBIT 377

AMENDED AND RESTATED CHARTER OF
THE AUDIT COMMITTEE OF
THE BOARD OF DIRECTORS OF
DISH NETWORK CORPORATION
(as revised through May 5, 2009)

The Board of Directors (the "Board of Directors") of DISH Network Corporation (the "Corporation") hereby establishes an audit committee (the "Audit Committee"), as a standing committee of the Board of Directors, which shall have the responsibilities described below and shall use the means described below to carry out such responsibilities.

Statement of Policy

Primary responsibility for the Corporation's financial reporting and internal controls is vested in the management of the Corporation, as overseen by the Board of Directors. The Audit Committee shall provide assistance to the Board of Directors in fulfilling their responsibility to the shareholders, potential shareholders and the investing community relating to corporate accounting, reporting practices, and the quality and integrity of the financial reports of the Corporation. In so doing, it is the responsibility of the Audit Committee to maintain free and open means of communication between the Board of Directors, the independent auditors, the internal auditors and the financial management of the Corporation. The Audit Committee shall provide oversight and review of the Corporation's accounting and financial services, internal operating controls and its ethical standards in consultation with the independent auditors and the General Counsel of the Corporation.

The Audit Committee shall be the Board of Directors' principal agent in ensuring the independence of the independent auditors, the integrity of management, and the adequacy of disclosures to shareholders. In performing its designated functions, described herein, the Audit Committee shall not assume or diminish management's responsibility for the content of the information disseminated by the Corporation.

Composition of the Audit Committee

The Audit Committee shall be comprised of at least three directors determined by the Board of Directors to meet the independence and financial literacy requirements of The NASDAQ Stock Market ("NASDAQ") and applicable federal law, including Section 10A(m)(3) of the Securities Exchange Act of 1934 and the rules and regulations of the Securities and Exchange Commission.

Access, Authority and Funding

The Audit Committee shall have unrestricted access to the Corporation's personnel and records and to the independent auditors and shall have authority to engage independent counsel and other advisers, as it determines necessary to carry out its duties.

The Corporation shall provide the Audit Committee with the appropriate funding, as determined by the Audit Committee, in its capacity as a committee of the Board of Directors, for payment of (i) compensation to any registered public accounting firm engaged for the purpose of preparing or issuing an audit report or performing other audit, review or attest services for the Corporation, (ii) compensation to any advisers or counsel employed by the Audit Committee and (iii) ordinary administrative expenses of the Audit Committee that are necessary or appropriate in carrying out its duties.

Meetings

The Audit Committee shall meet on a regular basis, but no less than four (4) times per year, and call special meetings, as required. The Audit Committee should meet separately at least semi-annually with

management, the head of the internal auditing department and the independent auditors to discuss any matters that the Audit Committee or any of these persons or firms believe should be discussed privately. The Audit Committee may request any officer or employee of the Corporation or the Corporation's outside counsel or independent auditors to meet with any members of, or consultants to, the Audit Committee. Members of the Audit Committee may participate in a meeting of the Audit Committee by means of conference call or similar communications equipment by means of which all persons participating in the meeting can hear each other.

The members of the Audit Committee shall elect a Chairman to preside at all meetings of the Audit Committee. As necessary or desirable, the Chairman of the Audit Committee may request that members and representatives of the independent auditors, management or others be present at a meeting of the Audit Committee and provide pertinent information as necessary.

Minutes

Minutes of each meeting of the Audit Committee are to be prepared and approved by the Audit Committee. Such minutes shall be filed with the Secretary of the Corporation and retained in the minute book of the Board of Directors.

General Policies and Procedures

In carrying out its responsibilities, the Audit Committee's policies and procedures will remain flexible, to best react to changing conditions and to ensure to the Board of Directors and shareholders that the corporate accounting and reporting practices of the Corporation are in accordance with all requirements and are of the highest quality.

Regular Functions

A. *Selection of Independent Auditors.*

The Audit Committee in its capacity as a committee of the Board of Directors, shall be directly responsible for the appointment, compensation, retention and oversight of the work of any registered public accounting firm engaged (including resolution of disagreements between management and the auditor regarding financial reporting) for the purpose of preparing or issuing an audit report or performing other audit, review or attest services for the Corporation, and each such registered public accounting firm must report directly to the Audit Committee. In undertaking these obligations, the Audit Committee shall review with the Chief Financial Officer of the Corporation and approve the engagement of the independent auditors for each audit and for non-audit services requested, including the fee, scope and timing of the audit or non-audit services requested, the nature and magnitude of the services actually performed compared to earlier approvals for the procedure (if applicable), the range and proportion of audit and non-audit fees and the effect of any engagement on the independence of the auditors.

The Audit Committee shall be responsible for ensuring that it receives from the independent auditors a formal written statement delineating all relationships between the independent auditors and the Corporation, consistent with Independence Standards Board Standards No. 1, "Independence Discussions with Audit Committees" and the Audit Committee shall further be responsible for actively engaging in a dialogue with the independent auditors with respect to any disclosed relationships or services that may impact the objectivity and independence of the auditors and for taking, or recommending that the full Board of Directors of the Corporation take, appropriate action to oversee the independence of the independent auditor. The audit committee shall be responsible for confirming and assuring the objectivity of the internal auditor.

The independent auditors are ultimately accountable to the Audit Committee, and the Audit Committee shall have the ultimate authority and responsibility to recommend the nomination of the independent auditors by the Board of Directors for shareholder approval in any proxy statement.

The Audit Committee shall consult with the independent auditors to assure the rotation of audit partners as required by law.

B. *Selection of Internal Auditor*

The Audit Committee shall have the following duties and powers with respect to the internal auditing department:

(a) to review and approve the appointment and replacement of the head of the internal auditing department, and

(b) to advise the head of the internal auditing department that he or she is expected to provide to the Audit Committee summaries of and, as appropriate, the significant reports to management prepared by the internal auditing department and management's responses thereto.

(c) to recommend and approve the compensation plan for the head of internal audit in consultation with management.

C. *Financial Reporting Issues and Practices and Internal Audit Controls and Procedures*

The Audit Committee shall have the duty and power to advise management, the internal auditing department and the independent auditors that they are expected to provide to the Audit Committee a timely analysis of significant financial reporting issues and practices and significant internal audit controls and procedures.

D. *Review of Annual Audit Plan.*

The Audit Committee shall review and approve the annual audit plan submitted by the independent auditors. The Audit Committee shall discuss with the independent auditors the overall approach to and scope of the audit examination with particular attention focused on those areas where either the Audit Committee, the Board of Directors, management or the independent auditors believe special emphasis is desirable.

E. *Review Results of the Annual Audit.*

Upon completion of any audit and periodically throughout each fiscal year as requested by the independent auditors or management or as deemed advisable by the Audit Committee, the Audit Committee shall review and discuss the audited financial statements, the results of the audit and the independent auditors' report or opinion on matters related to the performance of such audit.

The following illustrates, but is not an exhaustive list of, the topics which may be discussed with the independent auditors and management:

(a) the quality of the financial statements,

(b) any significant auditor or management adjustments, reclassifications, disclosures, accounting estimates, new or changed accounting policies or principles and disagreements with management,

(c) the reasons for major fluctuations in financial statement balances (current year compared to prior years),

(d) the clarity and adequacy of the Corporation's financial disclosures,

(e) the quality and degree of aggressiveness or conservatism of accounting policies and principles, underlying estimates and other significant decisions made in preparing financial disclosures,

(f) unusual circumstances or situations reflected in the financial statements, including identification of any loss or marginal operation,

(g) the nature of any unusual or significant commitments or contingent liabilities, together with the underlying assumptions and estimates of management,

(h) significant differences in format or disclosure from others in the industry,

(i) significant differences between the annual report and other reports, such as the reports to any regulatory agencies,

(j) the independent auditors' observations on internal accounting controls presented in the management letter,

(k) the adequacy of the Corporation's system of internal accounting controls,

(l) any change in key personnel, operations or systems which may affect the continuing functioning and effectiveness of the Corporation's accounting and operating controls,

(m) the performance of the independent auditors, and

(n) to the extent not otherwise covered above, the matters required by Statement on Auditing Standards No. 61, "Communication with Audit Committees."

F. *Review of Other Quarterly and Annual Reports.*

The Audit Committee shall review any other financial statements or reports, as requested by management or determined by the Audit Committee, which are required to be filed with any Federal, State or local regulatory agency prior to filing with the appropriate regulatory body, and the Corporation shall promptly provide the members of the Audit Committee with final copies of all such reports after filing with the appropriate regulatory body. As a part of such review, the following illustrates, but is not an exhaustive list of, the topics which may be covered:

(a) the accounting principles employed in reporting any large or unusual transactions and the possible need to make specific disclosures of material developments,

(b) developments in accounting polices and procedures since the previous filing of such financial statement or report and the effect of these developments may have on the Corporation's financial reporting, and

(c) significant fluctuations in financial statement balances, ratios or statistics.

G. *Review Charter.*

The Audit Committee Shall review and reassess the adequacy of this Charter on an annual basis.

H. *Reports to Board of Directors*

The Audit Committee shall report its activities to the full Board of Directors on a regular basis, making such recommendations the Audit Committee deems necessary or appropriate.

I. *Other Oversight Functions.*

The Audit Committee shall perform such other oversight functions as requested by the Board of Directors. In addition, the Audit Committee is authorized to and shall have the power to perform the following functions:

(a) conduct or authorize investigations into any matters within the Audit Committee's scope of responsibilities. The Audit Committee shall be empowered to retain independent counsel and other professionals to assist in the conduct of any investigation after consultation with the General Counsel of the Corporation;

(b) review legal and regulatory matters that may have a material impact on the financial statements, related company compliance policies, and programs and reports received from regulators;

(c) establish procedures for the (i) receipt, retention, and treatment of complaints received by the Corporation regarding accounting, internal accounting controls, or auditing matters and (ii) the confidential, anonymous submission by employees of the Corporation of concerns regarding questionable accounting or auditing matters.

(d) discuss Corporation policies with respect to risk assessment and risk management, and review contingent liabilities and risks that may be material to the Corporation; and

(f) prepare a report each year for inclusion in the Corporation's proxy statement.

Exculpatory Provision

The Audit Committee is responsible for the duties set forth in this charter but is not responsible for either the preparation of the financial statements or the auditing of the financial statements. Management has the responsibility for preparing the financial statements and implementing internal controls and the independent auditors have the responsibility for auditing the financial statements and monitoring the effectiveness of the internal controls. The review of the financial statements by the Audit Committee is not of the same quality as the audit performed by the independent auditors.

EXHIBIT 378

EXHIBIT 378

DISH NETWORK CORPORATION

Regular Meeting of the Board of Directors

May 5, 2009

A regular meeting of the board of directors (the "Board of Directors") of DISH Network Corporation (the "Corporation"), was held on May 5, 2009 at 3:00 p.m., prevailing Mountain Time, at the Corporation's headquarters located at 9601 S. Meridian Blvd., Englewood, Colorado 80112.

The following members of the Board of Directors participated:

Charles W. Ergen
Cantey M. Ergen
James DeFranco (*via teleconference*)
David K. Moskowitz
Carl E. Vogel
Steven R. Goodbarn
Tom A. Ortolf
Gary S. Howard

Also participating at various times during the meeting at the invitation of the Chairman of the Board of Directors were R. Stanton Dodge, Executive Vice President, General Counsel and Secretary of the Corporation and Brandon E. Ehrhart, Vice President, Associate General Counsel and Assistant Secretary of the Corporation.

Call to Order

Mr. Charles W. Ergen, President and Chief Executive Officer of the Corporation and Chairman of the Board of Directors, called the meeting to order and presided. Mr. Dodge acted as Secretary of the meeting and Mr. Ehrhart acted as Assistant Secretary of the meeting.

Notice and Quorum

The Chairman advised that, as each member of the Board of Directors had waived any and all notices that may have been required to be given with respect to a regular meeting of the Board of Directors and a quorum was present, the meeting was properly convened.

Discussion Matters

ITEM 1. APPROVAL OF MINUTES AND SIGNING OF CONSENTS

Mr. Dodge explained that draft minutes of the Special Meeting of the Board of Directors held on January 30, 2009 and the minutes of the Regular Meeting of the Board of Directors held

on February 24, 2009 were attached as Exhibits 1A and 1B, respectively, to the board book for the meeting.

After discussion and deliberation, upon motion duly made and seconded, the following resolution was unanimously adopted:

> NOW, THEREFORE, BE IT RESOLVED, that minutes of the Special Meeting of the Board of Directors of DISH Network Corporation (the "Corporation") held on January 30, 2009 and the minutes of the Regular Meeting of the Board of Directors of the Corporation held on February 24, 2009, in substantially the form attached as Exhibits 1A and 1B, respectively, to the board book for the meeting be, and they hereby are, approved, ratified and confirmed in all respects.

ITEM 2. REG. S-K ITEM 404 "RELATED PERSON" TRANSACTIONS

Mr. Dodge reviewed certain new potential SEC Reg. S-K, Item 404 "Related Person" transactions, Nevada Revised Statutes §78.140 transactions and "Sensitive" transactions, as defined by the 2005 Audit Committee Recommendations to generally mean: (i) any non-ordinary course transaction in which the amount involved exceeded $5,000,000; (ii) related party transactions; (iii) transactions of a highly confidential nature; (iv) transactions which grant exclusive rights or most favored nations status to any third party; or (v) any other transaction which in the judgment of the Board of Directors should reasonably be considered sensitive.

Mr. Dodge explained that management anticipates that: (a) the Corporation and/or its subsidiaries will exercise their unilateral rights to renew the following agreements with EchoStar Corporation ("SATS") and/or its subsidiaries on or before July 5, 2009: (i) Broadcast Agreement by and between SATS and DISH Network L.L.C. ("DNLLC"), a wholly owned subsidiary of the Corporation, dated December 31, 2007; (ii) Receiver Agreement by and between EchoStar Technologies L.L.C., a wholly owned subsidiary of SATS, and Echosphere L.L.C., a wholly owned subsidiary of the Corporation, dated December 31, 2007; and (iii) Telemetry Tracking and Control Agreement by and between DNLLC and SATS, dated December 31, 2007; in each of the foregoing cases, the terms and conditions of which are more fully described in the memo and spreadsheet distributed prior to the meeting; and (b) the Corporation is considering allowing the automatic renewal of the Management Services Agreement by and between SATS and the Corporation dated December 31, 2007, the terms and conditions of which are more fully described in the memorandum and spreadsheet distributed prior to the meeting (collectively, the "Transactions").

After discussion and deliberation, upon motion duly made and seconded, the following resolutions were unanimously adopted:

> WHEREAS, the Transactions may potentially be considered related party transactions under SEC Regulation S-K, Item 404, Nevada Revised Statutes §78.140 transactions, and/or "Sensitive" transactions and therefore, out of an abundance of caution, the Board of Directors has been asked to review such transactions; and

WHEREAS, (a) management, those members of the Board of Directors who are not also members of the Board of Directors of SATS, Mr. James DeFranco, Mr. Carl E. Vogel, Mr. Steven R. Goodbarn and Mr. Gary S. Howard, and the Audit Committee have found, and recommended that the Board of Directors find, that the Transactions are fair to the Corporation and its subsidiaries; and (b) Messrs. DeFranco, Vogel, Goodbarn and Howard and the Audit Committee have approved, and recommended the Board of Directors approve, the Transactions on substantially the same terms and conditions described in the memo and spreadsheet distributed at the meeting, with such non-material modifications, changes, or amendments to such terms and conditions as the Chief Executive Officer or Executive Vice President, General Counsel, and Secretary of the Corporation (each, a "proper officer" and collectively, the "proper officers"), or any one of them, shall in their discretion approve;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby approves, ratifies and confirms the recommendations of management, Messrs. DeFranco, Vogel, Goodbarn and Howard and the Audit Committee regarding the Transactions; and further

RESOLVED, that based upon the information received by the Board of Directors, the above-referenced discussions with the General Counsel of the Corporation and other members of management, and upon such other inquiries and other matters as are deemed appropriate or relevant by the Board of Directors, the Board of Directors hereby finds, that the Transactions are fair to the Corporation; and further

RESOLVED, (a) that the Transactions be, and thus hereby are, approved on substantially the same terms and conditions described in the memo and spreadsheet distributed at the meeting, with such non-material modifications, changes, or amendments to such terms and conditions as the proper officers, or any one of them, shall in their discretion approve; and (b) that the consummation of such transactions by any proper officer, with such non-material modifications, changes, or amendments to the terms and conditions of the Transactions as any proper officer shall approve, shall constitute conclusive evidence that such transactions have been approved hereby; and further

RESOLVED, that the proper officers of the Corporation and its subsidiaries be, and each one of them acting alone or with one or more other proper officers hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation and its subsidiaries, and under their corporate seals or otherwise, from time to time, to make, execute and deliver, or cause to be made, executed and delivered, all such other and further agreements, certificates, instruments or documents, to pay or reimburse all such filing fees and other costs and expenses, and to do and perform or cause to be done or performed all such acts and things, as in their discretion or in the discretion of any of them may be necessary or

desirable to enable the Corporation and its subsidiaries to accomplish the purposes and to carry out the intent or the foregoing resolutions; and further

RESOLVED, that any and all actions previously taken by any of the proper officers of the Corporation and its subsidiaries within the terms of the foregoing resolutions be, and the same hereby are, ratified, and confirmed in all respects.

ITEM 3. LITIGATION UPDATE

Mr. Dodge, in his capacity as General Counsel of the Corporation, presented a report on the status of the significant litigation in which the Corporation and/or its affiliates are presently involved. Mr. Dodge explained that his report and any ensuing discussions were subject to the attorney/client and work product privileges.

ITEM 4. APPROVAL OF FORM AND FILING OF QUARTERLY REPORT ON FORM 10-Q AND REPORT ON ACTIVITIES OF AUDIT COMMITTEE

Mr. Dodge presented a report on the Audit Committee's review of the Corporation's financial statements and Form 10-Q for the quarter ended March 31, 2009. Among other things, Mr. Ortolf led a discussion regarding the Corporation's 700 MHz spectrum.

After discussion and deliberation, upon motion duly made and seconded, the following resolutions were unanimously adopted:

WHEREAS, the Corporation is required to file with the Securities and Exchange Commission (the "Commission") by May 11, 2009, a Quarterly Report on Form 10-Q for the quarter ended March 31, 2009 (the "Form 10-Q");

WHEREAS, a draft of the Form 10-Q proposed to be filed with the Commission was attached as Exhibit 5A to the board book for the meeting (the "Draft Form 10-Q"), and each member of the Board of Directors has read the Draft Form 10-Q and has provided all comments and responses they deem necessary and appropriate to the General Counsel and Chief Financial Officer of the Corporation (or their designees);

WHEREAS, the Draft Form 10-Q contains quarter-end financial statements of the Corporation that were reviewed by KPMG;

WHEREAS, management has recommended that the Audit Committee approve (i) as to form the Draft Form 10-Q, with such non-material changes as the General Counsel and Chief Financial Officer of the Corporation shall deem necessary and appropriate, and (ii) the filing with the Commission of the Form 10-Q (with any such non-material changes) at such time as the General Counsel and Chief Financial Officer of the Corporation shall determine; and

WHEREAS, the Audit Committee has (a) approved, ratified and confirmed the recommendation of management concerning the approval (i) as to form of the Draft Form 10-Q, with such non-material changes as the General Counsel and Chief Financial Officer of the Corporation shall deem necessary and appropriate, and (ii) of the filing with the Commission of the Form 10-Q (with any such non-material changes), at such time as the General Counsel and Chief Financial Officer of the Corporation shall determine; and (b) recommended that the Board of Directors approve (i) as to form the Draft Form 10-Q, with such non-material changes as the General Counsel and Chief Financial Officer of the Corporation shall deem necessary and appropriate, and (ii) the filing with the Commission of the Form 10-Q (with any such non-material changes), at such time as the General Counsel and Chief Financial Officer of the Corporation shall determine;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby approves, ratifies and confirms the recommendation of the Audit Committee concerning the approval as to form and filing of the Form 10-Q; and further

RESOLVED, that the Draft Form 10-Q, in substantially the form attached as Exhibit 5A to the board book for the meeting, be, and it hereby is, approved as to form with such non-material changes as the General Counsel and Chief Financial Officer of the Corporation shall deem necessary and appropriate; and further

RESOLVED, that the Form 10-Q, in substantially the form attached as Exhibit 5A to the board book for the meeting, with such non-material changes as the General Counsel and Chief Financial Officer of the Corporation shall deem necessary and appropriate, be filed with the Commission at such time as the General Counsel and Chief Financial Officer of the Corporation shall determine; and further

RESOLVED, that the General Counsel and Chief Financial Officer be, and they collectively hereby are, authorized, empowered and directed to prepare or cause to be prepared, to execute or cause to be executed, and to file or cause to be filed with the Commission such non-material amendments and supplements to the Form 10-Q as they, collectively, may deem necessary or desirable, or as may be required by the Commission; and further

RESOLVED, that, in the event that an amendment or supplement to the Form 10-Q is filed, the members of the Board of Directors shall be provided with redline copies of the revised Form 10-Q showing the changes that were made; and further

RESOLVED, that the Chief Executive Officer or Executive Vice President, General Counsel, and Secretary of the Corporation (each, a "proper officer" and collectively, the "proper officers") be, and each one of them acting alone or with one or more other proper officers hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation and under its corporate seal or otherwise, from time to time, to make, execute and deliver, or cause to be made, executed and delivered, all such other and further agreements, certificates,

instruments or documents, to pay or reimburse all such filing fees and other costs and expenses, and to do and perform or cause to be done or performed all such acts and things, as in their discretion or in the discretion of any of them may be necessary or desirable to enable the Corporation to accomplish the purposes and to carry out the intent or the foregoing resolutions; and further

RESOLVED, that any and all actions previously taken by any of the proper officers within the terms of the foregoing resolutions be, and the same hereby are, ratified, and confirmed in all respects.

ITEM 5. QUARTERLY REVIEW OF OPTION GRANTS TO EMPLOYEES OTHER THAN EXECUTIVE OFFICERS AND REPORT ON ACTIVITIES OF THE EXECUTIVE COMPENSATION COMMITTEE

Mr. Dodge presented a report on the Executive Compensation Committee's review of the option grants made to employees other than executive officers during the first quarter 2009, a list of which was attached as Exhibit 6A to the board book for the meeting.

After discussion and deliberation, upon motion duly made and seconded, the following resolution was unanimously adopted:

WHEREAS, the Corporation adopted the Amended and Restated 1999 Stock Incentive Plan (the "Plan"), which Plan provides for the grant of stock options, among other stock-based performance awards, to key employees of the Corporation and its subsidiaries;

WHEREAS, eighty million (80,000,000) shares of Class A Common Stock, $0.01 par value per share ("Common Stock"), of the Corporation have been reserved for issuance under the Plan;

WHEREAS, the Board of Directors has established the Executive Compensation Committee to administer the Plan;

WHEREAS, Management believes: (i) that officers and other key employees, who are in a position to make a substantial contribution to the long-term success of the Corporation and to build stockholder value, should have a stake in the Corporation's ongoing success; and (ii) that this focuses attention on managing the Corporation as an owner with an equity position in the Corporation's business and seeks to align the officers' and key employees' interests with the long-term interests of stockholders;

WHEREAS, the Plan was adopted by the Board of Directors and approved by stockholders in recognition of Management's belief;

WHEREAS, (i) awards under the Plan follow a review of the individual employee's performance, position in the Corporation, long-term potential

contribution to the Corporation and the number of options previously granted to the employee; and (ii) neither Management nor the Board of Directors assigns specific weights to these factors, although the employee's position and a subjective evaluation of his or her performance are considered most important;

WHEREAS, generally, the number of options granted to an employee reflect his or her level of responsibility, position in the Corporation and potential to contribute to the long-term success of the Corporation or otherwise achieve significant corporate goals;

WHEREAS, however, the number of options granted to specific employees are not based on any objective criteria;

WHEREAS, options are generally granted to director level and above employees, although in certain circumstances options are granted to certain other employees based on length of service or contribution to the Corporation;

WHEREAS, Charles W. Ergen, Chairman and Chief Executive Officer of the Corporation, desires to: (i) incentivize certain new employees and/or certain employees receiving promotions who are in a position to make a substantial contribution to the long-term success of the Corporation and to build stockholder value; and/or (ii) reward certain key employees of the Corporation and its subsidiaries, in connection with their efforts during the past year, and provide them with an incentive to continue to help build the success of the Corporation, which rewards and incentives add value to the Corporation that is at least equal to the fair market value of the shares of the Corporation's Common Stock that these employees will receive through the Plan;

WHEREAS, at the Annual Meeting of the Board of Directors held on June 5, 2008, (i) the Board of Directors delegated the authority to Mr. Ergen, as Chairman of the Board of Directors, to make grants of options to purchase the Common Stock, effective at the end of each quarter, to new employees and existing employees of the Corporation or its subsidiaries who are not executive officers in connection with hiring, promotion or other recognition, as Mr. Ergen deems appropriate, without further need to consult with or seek prior approval from the Board of Directors or the Executive Compensation Committee, consistent with the criteria established in the Plan, and that the actions taken by Mr. Ergen in connection therewith shall be deemed approved, ratified and confirmed by the Board of Directors and the Executive Compensation Committee as of the date such action is taken; provided however, that no authority was granted to Mr. Ergen to make grants to: (a) executive officers or directors of the Corporation (executive officers of the Corporation are those persons identified as executive officers in the Corporation's annual report on Form 10-K); (b) "affiliates" of the Corporation, as such term is used in Section 16 of the Securities Exchange Act of 1934, and as interpreted by the General Counsel of the Corporation; (c) in excess of one hundred thousand (100,000) shares to an individual employee at or below

the Vice President level; or (d) in excess of five hundred thousand (500,000) shares to an individual employee at or above the Senior Vice President level, without advance approval of the Compensation Committee;

WHEREAS, the Chairman has made the grant of options to purchase shares of the Corporation's Common Stock ("Options") to those employees of the Corporation and its subsidiaries who are not executive officers set forth in the list attached as Exhibit 6A to the board book for the meeting, and in such amounts as set forth opposite each employee's name on such list under the terms of the Plan and an incentive stock option agreement to be approved by the Chief Executive Officer of the Corporation; and

WHEREAS, (i) the date of grant of such Options is March 31, 2009 (the "Grant Date"); (ii) such Options vest at the rate of 20% per year, with the first 20% of such Options vesting on the date which is one year after the Grant Date and 20% thereafter on the anniversary of the Grant Date for each of the following four years; (iii) the exercise price for each share of Common Stock shall be equal to the closing price, as reported on the National Association of Securities Dealers Automated Quotation System, for shares of the Common Stock on the Grant Date, or the last business day prior to such date in the event that such date falls on a weekend or holiday; and (iv) such Options expire ten years from the Grant Date;

NOW, THEREFORE, BE IT RESOLVED, that, after due consideration, the Board of Directors hereby determines that the grant of such Options is consistent with the authority delegated to the Chairman at the Annual Meeting of the Board of Directors held on June 5, 2008.

ITEM 6. DISCUSSION OF POTENTIAL STOCK OPTION EXCHANGE

Mr. Ergen led a discussion regarding a potential stock option exchange program for certain non-performance based options granted to employees of the Corporation and its subsidiaries. Mr. Ergen noted that, to assist the members of the Board of the Directors with their consideration of this item, certain materials regarding option exchanges/repricings were distributed to members of the Board of Directors via email prior to the meeting.

ITEM 7. APPROVAL OF AMENDED AND RESTATED AUDIT COMMITTEE CHARTER

Mr. Dodge presented a report regarding certain proposed changes to the Amended and Restated Audit Committee Charter, which were shown in redline form in the revised charter attached as Exhibit 8A to the board book for the meeting.

After discussion and deliberation, upon motion duly made and seconded, the following resolutions were unanimously adopted:

WHEREAS, the Audit Committee has recommended that the Amended and Restated Charter of the Audit Committee, in substantially the form attached as Exhibit 8A to the board book for the meeting, be approved, ratified and adopted by the Board of Directors in all respects;

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors hereby approves, ratifies and confirms the recommendation of the Audit Committee concerning the approval, ratification and adoption of the Amended and Restated Charter of the Audit Committee Charter; and further

RESOLVED, that the Board of Directors after due deliberation hereby approves, ratifies and adopts the Amended and Restated Charter of the Audit Committee of the Board of Directors of the Corporation, in substantially the form attached as Exhibit 8A to the board book for the meeting; and further

RESOLVED, that the Chief Executive Officer or Executive Vice President, General Counsel, and Secretary of the Corporation (each, a "proper officer" and collectively, the "proper officers") be, and each one of them acting alone or with one or more other proper officers hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation and under its corporate seal or otherwise, from time to time, to make, execute and deliver, or cause to be made, executed and delivered, all such other and further agreements, certificates, instruments or documents, to pay or reimburse all such filing fees and other costs and expenses, and to do and perform or cause to be done or performed all such acts and things, as in their discretion or in the discretion of any of them may be necessary or desirable to enable the Corporation to accomplish the purposes and to carry out the intent or the foregoing resolutions; and further

RESOLVED, that any and all actions previously taken by any of the proper officers within the terms of the foregoing resolutions be, and the same hereby are, ratified, and confirmed in all respects.

ITEM 8 D&O INSURANCE UPDATE

Mr. Moskowitz provided an update on the possible procurement of D&O insurance. A summary of Mr. Moskowitz' presentation was distributed at the meeting. After discussion, no resolutions were proposed.

ITEM 9. INVESTMENT POLICY UPDATE

Mr. Moskowitz presented a report on his research regarding investment policies. Mr. Moskowitz walked the members of the Board of Directors through a study and supplemental chart prepared by KPMG regarding investment policies and procedures that was based upon a recent survey of directors primarily from Fortune 1000 companies, copies of such study and supplemental chart were distributed at the meeting.

After discussion and deliberation, upon motion duly made and seconded, the following resolutions were unanimously adopted:

> NOW, THEREFORE, BE IT RESOLVED, that (a) any investment not otherwise permitted by the Corporation's cash management policy shall not exceed $100 million in any single transaction or series of related transactions without approval of the Board of Directors, and (b) investments not otherwise permitted by the Corporation's cash management policy shall not exceed $200 million in aggregate in any calendar quarter without approval of the Board of Directors.

ITEM 10. CHAIRMAN'S REPORT

Mr. Ergen presented a report on the general state of the business of the Corporation and other matters including, among other things, recent management changes and a potential transition to providing almost all new customers with MPEG4 receivers. Mr. Ergen noted that, to assist the members of the Board of Directors with their consideration of this item, a memorandum regarding upcoming satellite launches was attached as Exhibit 2A to the board book for the meeting.

Termination

There being no further business to come before the meeting, the meeting was, upon motion duly made and seconded, terminated at 5:00 p.m., prevailing Mountain Time.

_____
R. Stanton Dodge
Secretary

EXHIBIT 379

EXHIBIT 379

DISH NETWORK CORPORATION

Annual Meeting of the Board of Directors

May 11, 2009

The annual meeting of the board of directors (the "Board of Directors") of DISH Network Corporation (the "Corporation"), a Nevada corporation, was held on May 11, 2009 at 1:45 p.m., prevailing Mountain Time, at the Corporation's headquarters located at 9601 S. Meridian Blvd., Englewood, Colorado 80112.

The following members of the Board of Directors participated:

Charles W. Ergen
Cantey M. Ergen
James DeFranco
David K. Moskowitz
Carl E. Vogel
Steven R. Goodbarn
Tom A. Ortolf
Gary S. Howard

Also participating at various times during the meeting at the invitation of the Chairman of the Board of Directors were R. Stanton Dodge, Executive Vice President, General Counsel and Secretary of the Corporation and Brandon E. Ehrhart, Vice President, Associate General Counsel and Assistant Secretary of the Corporation.

Call to Order

Mr. Charles W. Ergen, Chief Executive Officer and President of the Corporation and Chairman of the Board of Directors, called the meeting to order and presided. Mr. Dodge acted as Secretary of the meeting and Mr. Ehrhart acted as Assistant Secretary of the meeting.

Notice and Quorum

The Chairman advised that, as each member of the Board of Directors had waived any and all notices that may have been required to be given with respect to the annual meeting of the Board of Directors and a quorum was present, the meeting was properly convened.

Discussion Matters

ITEM 1. DESIGNATION OF CHAIRMAN OF THE BOARD OF DIRECTORS

After discussion and deliberation, upon motion duly made and seconded, the following resolution was unanimously adopted:

Confidential and Proprietary

NOW, THEREFORE, BE IT RESOLVED, that Charles W. Ergen be, and he hereby is, designated as the Chairman of the Board of Directors until the next Annual Meeting of the Board of Directors and until his respective successor is duly designated and qualified.

ITEM 2. DESIGNATION OF MEMBERS OF COMMITTEES OF THE BOARD OF DIRECTORS

Mr. Dodge explained that the Board of Directors currently has an Audit Committee, an Executive Compensation Committee and a Nominating Committee.

Mr. Dodge further explained that the duties of the Audit Committee include, without limitation: (a) selecting the Corporation's independent public accountants; (b) reviewing Management's plans for engaging the Corporation's independent public accountants during the year to perform non-audit services (if any) and considering what effect (if any) these services may have on the independence of the accountants; (c) reviewing the annual and quarterly financial statements and other financial reports that require approval by the Board of Directors; (d) reviewing the adequacy of the Corporation's system of internal accounting controls; (e) reviewing the scope of the independent public accountants' audit plans and the results of their audits; and (f) reviewing the Audit Committee Charter and recommending proposed changes (if any) to the Board of Directors.

Mr. Dodge further explained that the principal functions of the Executive Compensation Committee are to: (a) make and approve all option grants and other issuances of the Corporation's equity securities to executive officers and members of the Board of Directors other than nonemployee directors; (b) approve all other option grants and issuances of the Corporation's equity securities, and recommend that the full Board of Directors make and approve such grants and issuances; (c) establish in writing all performance goals for performance-based compensation, which together with other compensation to senior executive officers could exceed $1 million annually, other than standard Stock Incentive Plan options that may be paid to executive officers, and certify achievement of such goals prior to payment; and (d) set the compensation of the Chairman and Chief Executive Officer.

Mr. Dodge further explained that the principal function of the Nominating Committee is to recommend independent director nominees for selection by the Board of Directors to fill the number of independent director positions established by resolution of the Board of Directors from time to time.

Mr. Dodge noted that the members of the Audit Committee are currently Messrs. Tom A. Ortolf *(Chairman)*, Steven R. Goodbarn and Gary S. Howard.

Mr. Dodge further noted that the members of the Executive Compensation Committee are currently Messrs. Steven R. Goodbarn *(Chairman)*, Tom A. Ortolf and Gary S. Howard.

Mr. Dodge further noted that the members of the Nominating Committee are currently Messrs. Gary S. Howard *(Chairman)*, Steven R. Goodbarn, and Tom A. Ortolf.

After discussion and deliberation, upon motion duly made and seconded, the following resolution was unanimously adopted:

> WHEREAS, each of Messrs. Steven R. Goodbarn, Tom A. Ortolf, and Gary S. Howard has expressed their willingness and desire to serve on the Audit Committee, the Executive Compensation Committee and the Nominating Committee;
>
> NOW, THEREFORE, BE IT RESOLVED, that Messrs. Steven R. Goodbarn, Tom A. Ortolf and Gary S. Howard be, and they hereby are, reappointed to serve as members of the Audit Committee, the Executive Compensation Committee and the Nominating Committee until the next Annual Meeting of the Board of Directors and until their respective successors are duly appointed and qualified.

ADJOURNMENT

Upon motion duly made and seconded, the meeting was adjourned at 2:00 p.m. in order for Messrs. Steven R. Goodbarn, Tom A. Ortolf, and Gary S. Howard to attend the annual meetings of the Audit Committee, Executive Compensation Committee and Nominating Committee.

CONTINUATION

Following completion of the Nominating Committee meeting, upon motion duly made and seconded, the meeting was reconvened at 2:15 p.m.

ITEM 3. ELECTION OF EXECUTIVE OFFICERS

Mr. Dodge reviewed the table of Executive Officers set forth in Item 4 of the board book for the meeting. Mr. Dodge explained that management proposes the election of the individuals listed in such table to the executive officer positions indicated to serve until the next Annual Meeting of the Board of Directors and until their respective successors are duly elected and qualified.

After discussion and deliberation, upon motion duly made and seconded, the following resolution was unanimously adopted:

> NOW, THEREFORE, BE IT RESOLVED, that the individuals whose names are set forth below be, and they hereby are, elected as executive officers of the Corporation to serve in the capacities indicated below until the next Annual Meeting of the Board of Directors and until their respective successors are duly elected and qualified.

Officer	Position
Charles W. Ergen	Chief Executive Officer and President
W. Erik Carlson	Executive Vice President, Operations
Thomas A. Cullen	Executive Vice President, Programming, Sales and Marketing
James DeFranco	Executive Vice President
R. Stanton Dodge	Executive Vice President, General Counsel and Secretary
Bernard L. Han	Executive Vice President and Chief Operating Officer
Michael Kelly	Executive Vice President, Commercial and Business Development
Robert E. Olson	Executive Vice President and Chief Financial Officer
Steven W. Wood	Executive Vice President, Human Resources

ITEM 4. APPROVAL OF ANNUAL COMPENSATION OF EXECUTIVE OFFICERS

Mr. Ergen led a discussion regarding the proposed 2009 salaries for the Executive Officers of the Corporation. Mr. Ergen noted that materials setting forth the proposed 2009 salaries for the Executive Officers of the Corporation were distributed at the meeting.

After discussion and deliberation, upon motion duly made and seconded, the following resolutions were unanimously adopted:

> WHEREAS, Mr. Ergen has proposed the 2009 salaries for the Executive Officers set forth in the materials distributed at the meeting, a copy of such materials is attached hereto as Exhibit A, and those salaries are generally at levels below amounts paid to executive officers with comparable experience and responsibilities at other companies engaged in the same or similar business as the Corporation and with other companies of similar size; and
>
> WHEREAS, Management has recommended that the Board of Directors approve the proposed 2009 salaries for the Executive Officers set forth in the materials distributed at the meeting, a copy of such materials is attached hereto as Exhibit A;

NOW, THEREFORE, BE IT RESOLVED, after due deliberation, the Board of Directors hereby approves, ratifies and confirms the 2009 salaries for the Executive Officers set forth in the materials distributed at the meeting, a copy of such materials is attached hereto as Exhibit A; and further

RESOLVED, that the Chief Executive Officer or Executive Vice President, General Counsel, and Secretary of the Corporation (each, a "proper officer" and collectively, the "proper officers") be, and each one of them acting alone or with one or more other proper officers hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation and under its corporate seal or otherwise, from time to time, to make, execute and deliver, or cause to be made, executed and delivered, all such other and further agreements, certificates, instruments or documents, to pay or reimburse all such filing fees and other costs and expenses, and to do and perform or cause to be done or performed all such acts and things, as in their discretion or in the discretion of any of them may be necessary or desirable to enable the Corporation to accomplish the purposes and to carry out the intent or the foregoing resolutions; and further

RESOLVED, that any and all actions previously taken by any of the proper officers within the terms of the foregoing resolution be, and the same hereby is, ratified, and confirmed in all respects.

ITEM 5. IDENTIFICATION OF SECTION 16 REPORTING OFFICERS

Mr. Dodge briefly reviewed the insider trading and reporting requirements of Section 16 of the Securities Exchange Act of 1934 (including, among other things, the factors for determining who is an insider for purposes of Section 16).

After discussion and deliberation, upon motion duly made and seconded, the following resolutions were unanimously adopted:

NOW, THEREFORE, BE IT RESOLVED, that, for purposes of complying with Section 16 of the Securities Exchange Act of 1934 for the fiscal year ending December 31, 2009, the following individuals be, and they hereby are, designated as Section 16 reporting officers of DISH Network Corporation: W. Erik Carlson, Thomas A. Cullen, James DeFranco, R. Stanton Dodge, Charles W. Ergen, Bernard L. Han, Michael Kelly, Jason Kiser, Robert E. Olson, Paul W. Orban, Robert Rehg and Stephen W. Wood ; and further

RESOLVED, that the Chief Executive Officer or Executive Vice President, General Counsel, and Secretary of the Corporation (each, a "proper officer" and collectively, the "proper officers") be, and each one of them acting alone or with one or more other proper officers hereby is, authorized, empowered and directed, in the name and on behalf of the Corporation and under its corporate seal or otherwise, from time to time, to make, execute and deliver, or cause to be made, executed and delivered, all such other and further agreements, certificates,

instruments or documents, to pay or reimburse all such filing fees and other costs and expenses, and to do and perform or cause to be done or performed all such acts and things, as in their discretion or in the discretion of any of them may be necessary or desirable to enable the Corporation to accomplish the purposes and to carry out the intent or the foregoing resolution; and further

RESOLVED, that any and all actions previously taken by any of the proper officers within the terms of the foregoing resolutions be, and the same hereby are, approved, ratified and confirmed in all respects.

ITEM 6. DISCUSSION REGARDING STOCK AWARD EXCHANGE PROGRAM

Mr. Ergen led a discussion regarding the potential for a stock award exchange program for certain non-performance based awards granted to employees of the Corporation and its subsidiaries. Among other things, Mr. Ergen discussed the results of the shareholder vote regarding the amendment of existing equity plans to allow for stock award exchange programs without further approval from the Board of Directors.

ITEM 7. REVIEW OF CERTAIN ITEMS APPROVED BY THE BOARD OF DIRECTORS

Mr. Dodge reviewed certain items approved by the Board of Directors year-to-date and the status of each such item, as well as certain items approved by the Board of Directors in prior years that authorized the expenditure of over $100 million and that remain active. Mr. Dodge noted that to assist the members of the Board of Directors a list of such items were attached as Exhibit 11A to the board book for the meeting.

ITEM 8. REVIEW OF SCHEDULE FOR NEXT REGULAR MEETINGS OF THE BOARD OF DIRECTORS, AUDIT COMMITTEE AND EXECUTIVE COMPENSATION COMMITTEE

Mr. Dodge reviewed the schedule for the upcoming regular meetings of the Board of Directors, Audit Committee and Executive Compensation Committee. Mr. Dodge noted that to assist the members of the Board of Directors with their review of the dates for such meetings, calendars for each of the months from May 2009 through March 2010 were attached as Exhibit 11A. to the board book for the meeting.

Termination

There being no further business to come before the meeting, the meeting was, upon motion duly made and seconded, terminated at 3:00 p.m., prevailing Mountain Time.

_____
R. Stanton Dodge
Secretary

Exhibit A

Confidential and Proprietary

JA009731
008558

CONFIDENTIAL

Confidential

SLC_ DNC_Investigation_0002869

TX 102-008993

EXHIBIT 380

EXHIBIT 380

Message

From: Moskowitz, David [/O=ECHOSTAR COMMUNICATIONS CORP/OU=ECHOSTAR/CN=RECIPIENTS/CN=DAVID MOSKOWITZ]
Sent: 5/26/2009 8:06:56 PM
To: Blum, Jeffrey [jeffrey.blum@echostar.com]
CC: Dodge, Stanton [stanton.dodge@dishnetwork.com]
Subject: Fw: Personal customer problem
Attachments: dish2009.jpw.pdf

This guy says he knows me. I can't place the name, but it does ring a bell somewhere possibly. REDACTED-ATTORNEY-CLIENT PRIVILEGED REDACTED-ATTORNEY-CLIENT PRIVILEGED Will you please follow up, Jeff?

Thanks,

David

P.S. - If you all figure out how he knows me, please let me know.

From: Wiegand, John P.
To: Moskowitz, David
Sent: Tue May 26 17:59:56 2009
Subject: Personal customer problem
David:

I want to call this personal problem to your attention. My situation might be unique, or it might be a large source of liability to your company. I have attached a letter in PDF. Thanks.

---John

EXHIBIT 381

EXHIBIT 381

INTENTIONALLY OMITTED

EXHIBIT 382

EXHIBIT 382

Message

From: Ahmed, Amir [/O=ECHOSTAR COMMUNICATIONS CORP/OU=ECHOSTAR/CN=RECIPIENTS/CN=AMIR.AHMED]
Sent: 7/10/2009 3:54:40 PM
To: Mills, Mike [mike.mills@dishnetwork.com]; Neylon, Brian [brian.neylon@dishnetwork.com]; Ballard, Jay [jay.ballard@dishnetwork.com]; McElroy, Steve [steve.mcelroy@dishnetwork.com]; Calbert, Robert [robert.calbert@dishnetwork.com]
Subject: RE: OE Tool

Last question, how much business are they doing with DTV today per month or ae they doiny any business with them? Also, this year are they doing business with RSI or Echosphere?

From: Mills, Mike
Sent: Friday, July 10, 2009 1:35 PM
To: Ahmed, Amir; Neylon, Brian; Ballard, Jay; McElroy, Steve; Calbert, Robert
Subject: RE: OE Tool

Amir –

Below are the activation and churn #'s.

They never left us from an activation standpoint - they have been fairly consistent from a TVRO activation volume with Dish. They have been consistently around 700-1000 activations/mo. w/ DTV over that past couple years – mainly attributed to their ability to sell nationally through DTV's fulfillment program. In speaking with Oberbillig, his thoughts were that if we allow them on OE we can get some of that business.

Year	Activations
2003	413
2004	447
2005	446
2006	264
2007	564
2008	424
2009	318

Phase	CRI	Rating
22	2.25%	Yellow
23	2.43%	Yellow
24	2.07%	Yellow
25	2.05%	Yellow

From: Ahmed, Amir
Sent: Friday, July 10, 2009 12:34 PM
To: Neylon, Brian; Mills, Mike; Ballard, Jay; McElroy, Steve; Calbert, Robert
Subject: RE: OE Tool

Mike,

I need activation summary on Y-Tech and some latest churn numbers. Why did they lave us and do business with DTV in 2003? What has been their activation history since 2003 with us?

From: Neylon, Brian
Sent: Friday, July 10, 2009 12:09 PM
To: Mills, Mike; Ahmed, Amir; Ballard, Jay; McElroy, Steve; Calbert, Robert
Subject: RE: OE Tool

I recommend the following:

Y-Tech, we proceed with the process and personally look at (Calbert will visit and report back)

Vision Satellite, not placed back on the tool. I am not willing to expose the entire channel to possible illegal activity from one company (that has a history of doing multiple illegal activities, i.e. press "1", TCPA violations etc and lying to cover it up)

Dish Express, we don't add. We need to do a lot more due diligence based on the fact that this guy is already an affiliate of Metro 25 (Claude) and Claude's business is churning at a monthly rate of 4.08% per month currently (last phase 5.19%).

Brian

From: Mills, Mike
Sent: Friday, July 10, 2009 10:44 AM
To: Ahmed, Amir; Ballard, Jay; McElroy, Steve; Calbert, Robert
Cc: Neylon, Brian
Subject: RE: OE Tool

Amir –

Attached is a revised summary on Y-Tech. We did verify with Mike Oberbillig that they have been a quality account since coming on in 1999. I've updated the summary with their activation activity since 2003 (don't have data prior to then). At this point I believe that the final step is meeting with them in person at their location to get a sense of comfort with moving forward with OE. Since they are located in Los Angeles, I think Calbert should make that trip since his team will ultimately be managing the account. If need be, I can fly out next week to expedite the process.

In regards to Vision Satellite, the door was left slightly ajar to allow them to go on OE at some point in the future. I want to be very clear that both Rob and I are opposed to ever allowing them to sell on OE again. They flat out lied to us on their marketing, were doing illegal telemarketing, using affiliates we specifically told them they couldn't and they continued to provide false information to us until we shut them down. This is not the type of retailer we want for the long term success of the OE Program. Also, Wally needs to understand that Dish Express will not be accepted to the OE Program. They keep asking, we keep saying no and we need to close the loop.

I would recommend we allow RSI to submit any retailer they believe is a good fit for OE. That said, with their track record we need to be extra vigilant in evaluating any prospects that they have.

Mike

From: Ahmed, Amir
Sent: Friday, July 10, 2009 8:46 AM
To: Ballard, Jay; McElroy, Steve; Calbert, Robert; Mills, Mike
Cc: Neylon, Brian
Subject: FW: OE Tool

I will be happy to talk to Wally today, but, I need the facts on Y-Tech asap.

From: Wally.gruel@rsiinc.com
Sent: Friday, July 10, 2009 7:30 AM
To: Ahmed, Amir
Subject: OE Tool

Amir,

Would it be possible to have a conversation with you today as to where RS&I fits going forward. I understand you are adding guys but retailers we have had in for 6-8 months are still on hold. We also have 3 new guys that we believe fit. We also have an exited OE retailer Vision Satellite, who was committed that he would be re-looked at when this opens back up. I am available any time today and in my office 208 523-5721 before 8 or after 5 use EXT 223.

EXHIBIT 383

EXHIBIT 383

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SCHRÖDER, JOSEPH & ASSOCIATES, LLP
A BOUTIQUE LITIGATION BASED PRACTICE

Linda H. Joseph
(716) 881-4902 – Direct
ljoseph@sjalegal.com

July 13, 2009

Via FIRST CLASS CERTIFIED Mail and Telecopy (303) 223-0933

Ms. Meghan W. Martinez, Esq.
Brownstein Hyatt Farber Schreck
410 Seventeenth Street Suite 22 a
Denver, Colorado 80202-4432

DISH Network LLC
Attn: Retail Services
P.O. Box 6627
Englewood, Colorado 80155

R. Stanton Dodge
Executive Vice President, General Counsel and Secretary
DISH Network LLC
P.O. Box 6655
Englewood, Colorado 80155

Re: ***KR Comm LLC / DISH NETWORK LLC- Notice of Affirmative Defenses and Counterclaims and Demand for Arbitration***

NOTICE OF COUNTERCLAIMS PURSUANT TO SECTION 15.1 AND AFFIRMATIVE DEFENSES

NOTICE OF ARBITRATION PURSUANT TO SECTION 15.3 AND 17.10

Dear Ms. Martinez:

This law firm represents KR Comm LLC ("KR Comm"). This letter serves as formal notice of KR Comm LLC's Affirmative Defenses and Counterclaims and Demand for Arbitration in response to your letter of July 7, 2009 and Mr. Kitei's letter of July 6, 2009. KR Comm's demand for arbitration and notice of counterclaims and affirmative is made pursuant to Sections 15.1 and 15.3 of the DISH Network Retailer Agreement (the "Non-Exclusive Retailer Agreement"). As you know, given the action of DISH in terminating the Non-Exclusive Agreement pursuant to Section 10. 4 (which as discussed below KR Comm deems to be a wrongful termination), KR Comm has the right to

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arbitration pursuant to the last sentence of Section 15.2 of the Non-Exclusive Retailer Agreement. As discussed below, while KR Comm is not willing to delay its right to arbitration by reason of formal mediation under Section 15.2, if DISH wishes to attempt to settle this matter, KR Comm is more than willing to entertain such settlement discussions and/or negotiations between counsel for the parties.

Please also consider this letter a notice and statement of intent by KR Comm to arbitrate the disputes described in subsection A below of this letter notice pursuant to Section 15.3.1 and 17.10 of Non-Exclusive Retailer Agreement.

A. Nature of Dispute and Summary of Argument

On July 6, 2009, DISH issued a notice of automatic termination pursuant to Section 10. 4 of the Non-Exclusive Retailer Agreement and referenced alleged continuing obligations under Sections 9.4, 9.5 and 10.5. This letter was immediately followed by your letter of July 7, 2009 stating that DISH is claiming "numerous violations" of the Non-Exclusive Retailer Agreement by KR Comm consisting of "account churning or flipping" and more specifically stating that KR Comm convinced current DISH customers to switch their programming to DirecTV by "improper, fraudulent and impermissible means." It is KR Comm's position that these charges are totally lacking in merit.

Indeed, the termination of KR Comm pursuant to Section 10.4 is wrongful in that it was done in retaliation for KR Comm's failure and refusal to enter into the proposed "Exclusive Retailer Agreement" sent to KR Comm by DISH dated April 1, 2009. Prior to the termination notice of July 6, 2009, not only had DISH proposed the April 1, 2009 Exclusive Retailer Agreement which KR Comm rightfully rejected, but also all prior claims of alleged "churning and flipping" had been resolved and/or waived. Thus, not only are the claims of DISH barred by reason of the affirmative defenses of settlement, accord and waiver, but also DISH's conduct constitutes wrongful termination in breach of its obligations under the contract and KR Comm hereby gives notice pursuant to Section 15.1 of its claim with respect to the wrongful termination. As noted below, KR Comm also considers the actions of DISH in retaliating for failure to agree to the Exclusive Retailer Agreement to be part and parcel of a conspiracy to restrain trade in violation of Section 1 of the Sherman Act and in violation of the covenant of good faith and fair dealing under the Non-Exclusive Retailer Agreement.

In connection with its notice of the wrongful termination of the Non-Exclusive Retail Agreement, KR Comm further states that, contrary to DISH's contentions, it is entitled to service its DirectTV customers under Section 3.3 (vii) under which DISH

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TX 102-009004

EXHIBIT 384

EXHIBIT 384

Message

From: Blum, Jeffrey [/O=ECHOSTAR COMMUNICATIONS CORP/OU=ECHOSTAR/CN=RECIPIENTS/CN=USERS AND GROUPS/CN=CORPORATE/CN=RIVERFRONT/CN=JEFFREY.BLUM]
Sent: 7/15/2009 11:24:32 AM
To: Ergen, Charlie [charlie.ergen@echostar.com]; Cullen, Thomas [thomas.cullen@dishnetwork.com]; Han, Bernie [bernie.han@dishnetwork.com]; Kelly, Michael (EVP) [michael.kelly@dishnetwork.com]; Carlson, Erik [erik.carlson@dishnetwork.com]; Delaney, Brian [brian.delaney@dishnetwork.com]; Rossetti, Nick [nick.rossetti@dishnetwork.com]; Ahmed, Amir [amir.ahmed@dishnetwork.com]; DiLoreto, Vince [vince.diloreto@dishnetwork.com]; Callaghan, Kieran [kieran.callaghan@dishnetwork.com]; Bahr, Ira [ira.bahr@dishnetwork.com]; Klein, Phil [phil.klein@dishnetwork.com]; Gonzalez, Melissa [melissa.gonzalez@dishnetwork.com]; Picchione, Shannon [shannon.picchione@dishnetwork.com]; DeFranco, Jim [jim.defranco@dishnetwork.com]; Van Emst, Blake [blake.vanemst@dishnetwork.com]; Gotto, Mark [mark.gotto@dishnetwork.com]; Metzger, Marciedes [marciedes.metzger@dishnetwork.com]; Calbert, Robert [robert.calbert@dishnetwork.com]; Musso, Reji [reji.musso@dishnetwork.com]; Werner, Bruce [bruce.werner@dishnetwork.com]; Gonzalez, Kathie [kathie.gonzalez@dishnetwork.com]
CC: Kitei, Brett [brett.kitei@dishnetwork.com]; Dodge, Stanton [stanton.dodge@dishnetwork.com]; Kalani, Lori [lori.kalani@dishnetwork.com]
Subject: AG Settlement
Attachments: 2009 7 14 DISH MultiState AVC.PDF

We have signed the settlement agreement with 46 states (attached). The press release, which is below, will issue tomorrow at noon.

REDACTED-ATTORNEY-CLIENT PRIVILEGED

REDACTED-ATTORNEY-CLIENT PRIVILEGED

Brett, Lori and I will be the point people in legal. Please let us know if you have any questions or comments. Thanks. Jeff

"ENGLEWOOD, Colo. – July 16, 2009 – DISH Network L.L.C., a subsidiary of DISH Network Corporation (Nasdaq:DISH), announced today it has entered into an agreement with 46 state attorneys general resolving a dispute about advertising, telemarketing, and customer issues relating to DISH Network and its independent retailers. There was no finding of any violation or wrongdoing by the company and the states released DISH Network from the matters investigated.

"Customer satisfaction has always been a top priority for DISH Network, and we continuously implement new approaches to strengthen our customer relationships," said Tom Cullen, Executive Vice President of DISH Network. "We are pleased to work with the state attorneys general in a cooperative manner to enhance our products and services."

To promote continued customer satisfaction, under the Voluntary Assurance of Compliance agreement reached today, DISH Network agreed to implement certain enhancements to its processes. The 46 states are: Alabama, Alaska, Arizona, Arkansas, Colorado, Connecticut, Delaware, Florida, Georgia, Hawaii, Idaho, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Dakota, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin, and Wyoming."

Jeffrey H. Blum

Vice-President and Associate General Counsel
DISH Network LLC
9601 S. Meridian Blvd.
Englewood, CO 80112
(303) 723-3120 (Direct)
(303) 475-4927 (Cell)
(303) 723-3024 (Fax)
****MY E-MAIL HAS CHANGED TO jeffrey.blum@dishnetwork.com.*
*PLEASE UPDATE YOUR ADDRESS BOOK ACCORDINGLY.****

EXHIBIT 385

EXHIBIT 385

INTENTIONALLY OMITTED

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actually sought that KR Comm make an express warranty and representation that "it either sells or could sell other products or services in addition to DISH products or services that compete with DISH products or services" and that the course of dealing under the Non-Exclusive Retail Agreement has included an acceptance by DISH of the very conduct which it now claims to be "improper, fraudulent and impermissible means." Further, the provisions of the Non-Exclusive Retail Agreement confirm that DISH's termination was wrongful including, among others, Section B of the Introduction (retailer, "acting as a independent contractor" and "to become authorized on a non-exclusive basis to market promote and solicit orders for Programming..."), Section 2.1 (appointing KR Comm "as a non-exclusive Authorized Retailer"...subject to the terms and conditions of this Agreement and all Business Rules...), Section 3.3 requiring KR Comm to represent and warrant that it either sells or could sell other products or services in addition to DISH products or services that compete with DISH products or services," Section 11 (expressly describing the relationship and denoting that KR Comm is an "independent contractor) and paragraph 1 of the DHPP Amendment to Dish Network Agreement dated December 31, 2008 which states, inter alia, that Retailer is appointed as a "participating retailer" and as such is "authorized on a non-exclusive basis" to market, advertise promote and solicit orders..."

Further notice is hereby, given pursuant to Section 15.1, that DISH has breached its obligations to KR Comm not only by the wrongful termination of the Non-Exclusive Retail Agreement, but also by its five week suspension of KR Comm without explanation and its failure to make payments due to KR Comm.

Additionally, upon information and belief, the wrongful termination of KR Comm by DISH for not entering into the Exclusive Retail Agreement, together with DISH's conduct in conjunction with other distributors of its products and services, constitutes a combination or agreement to restrain trade in violation of Section 1 of the Sherman Act and DISH's acts in pursuit of the conspiracy or combination in restraint of trade has and/or will harm KR Comm and constitute a violation of the implied covenant of good faith and fair dealing under the Non-Exclusive Retail Agreement.

By reason of the foregoing breaches of the Non-Exclusive Retail Agreement and DISH's other wrongful conduct, KR Comm has been and continues to be damaged. In addition to the damage to its goodwill, KR Comm has sustained damages consisting of the non-payment by DISH of revenues due to KR Comm under the contract, losses by KR Comm for its expenditure for prepaid events as required under the Non-Exclusive Retail Agreement, damages for pre-purchased products which KR Comm has bought from DISH and which cannot be used due to the wrongful termination of the Non-

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Exclusive Retail Agreement, together with interest and attorney's fees and other damages.

B. Arbitration Location and Procedures

Pursuant to the last sentence of Section 15.2, this dispute, including the affirmative defenses and counterclaims of KR Comm—notice of which is provided in subsection A of this letter above—directly arises from or in connection with the automatic termination of this Non-Exclusive Retailer Agreement by DISH pursuant to Section 10.4 as stated in the July 6, 2009 letter of Brett J. Kitei, Esq. Thus, KR Comm has the right to arbitration pursuant to Section 15.3 without first proceeding with mediation under Section 15.2. The procedures for the arbitration are set forth in Sections 15.3, 15.3.1, 15.3.2, 15.3.3 and 15.3.4 of the Non-Exclusive Retailer Agreement. KR Comm will notify DISH of the arbitrator that it has selected pursuant to Section 15.3.1 (i) within 30 days of the date of this notice letter and DISH shall be required to notify K.R. Comm of its arbitrator within 30 days of such appointment pursuant to Section 15.3.1 (ii) and then the third arbitrator will be chosen by the initial two arbitrators pursuant to Section 13.3.1 (iii).

C. Conclusion

I look forward to hearing from you and would welcome settlement discussions in advance of the selection of arbitrators if DISH is interested in such negotiations. If we are not able to otherwise settle this dispute, we will proceed with arbitration in accordance with the terms of the Non-Exclusive Retailer Agreement.

Very truly yours,

SCHRÖDER, JOSEPH & ASSOCIATES, LLP

Linda H. Joseph

Linda H. Joseph

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TX 102-009011

EXHIBIT 386

EXHIBIT 386

PRIVILEGED AND CONFIDENTIAL; ATTORNEY CLIENT COMMUNICATION; ATTORNEY WORK PRODUCT

MEMORANDUM

TO: Executive Team

FROM: Brett Kitei; Jeff Blum

DATE: July 20, 2009

RE: Abstract of 2009 Attorney General AVC

On July 16, 2009, Attorneys General from the following states entered into the Assurance of Voluntary Compliance ("Assurance") with DISH Network, L.L.C. ("DISH"): Alabama, Alaska, Arizona, Arkansas, Colorado, Connecticut, Delaware, Florida, Georgia, Hawaii, Idaho, Indiana, Iowa, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Dakota, Oklahoma, Oregon, Pennsylvania, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, Vermont, Virginia, Washington, West Virginia, Wisconsin, and Wyoming (the "Attorneys General").

SUMMARY OF MATERIAL TERMS

- **REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT**
- [redacted]

PRIVILEGED AND CONFIDENTIAL; ATTORNEY CLIENT COMMUNICATION; ATTORNEY WORK PRODUCT

SUMMARY OF SPECIFIC DEPARTMENTAL REQUIREMENTS

MARKETING/SALES

A. Disclosures for Ads, Equipment Offers, Programming Availability, and Rebates/ Credits/Free Offers (4.6-4.23)

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT [redacted]

B. Reference and Comparison Prices (4.25-4.27)

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT [redacted]

C. Retroactive Changes to Guarantee/Warranty/Refund Program (4.24)

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT [redacted]

PRIVILEGED AND CONFIDENTIAL; ATTORNEY CLIENT COMMUNICATION; ATTORNEY WORK PRODUCT

MARKETING/SALES/DNS

A. Contract Terms, Formation Procedures, Notices and Disclosures (4.28-4.42)

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]

PRIVILEGED AND CONFIDENTIAL; ATTORNEY CLIENT COMMUNICATION; ATTORNEY WORK PRODUCT

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

CUSTOMER SERVICE/CSC MANAGEMENT OPS

A. Contract Rescission (4.29)

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

B. Electronic Fund Transfers and Credit Card Autopay (4.43-4.44)

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

[redacted]

C. Termination of Services and Equipment Return (4.46-4.53)

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

[redacted]

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

- [redacted]
- [redacted]
- [redacted]
- [redacted]

D. Credit Check Policies (4.54-4.55)

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT
- [redacted]

E. Assignment to Third Party Billing Agents (4.35, 4.63-4.66)

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT
- [redacted]
- [redacted]

PRIVILEGED AND CONFIDENTIAL; ATTORNEY CLIENT COMMUNICATION; ATTORNEY WORK PRODUCT

RETAIL SERVICES

A. Third-Party Retailers (4.36, 4.56-4.62)

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]

TELEMARKETING

A. Telemarketing and Do Not Call (4.68-4.78)

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT
- [redacted]

PRIVILEGED AND CONFIDENTIAL; ATTORNEY CLIENT COMMUNICATION; ATTORNEY WORK PRODUCT

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT [redacted]
- [redacted]
- [redacted]
- [redacted]
- [redacted]

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

[redacted]

PRIVILEGED AND CONFIDENTIAL; ATTORNEY CLIENT COMMUNICATION; ATTORNEY WORK PRODUCT

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

[redacted]

CUSTOMER SERVICE

A. Required Documentation (4.36-4.37)

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

[redacted]

B. Defective Equipment (4.13)

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

[redacted]

C. Complaint Handling and Restitution (4.80-4.82) (5.1-5.13)

- REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

[redacted]

PRIVILEGED AND CONFIDENTIAL; ATTORNEY CLIENT COMMUNICATION; ATTORNEY WORK PRODUCT

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

[redacted]

PRIVILEGED AND CONFIDENTIAL; ATTORNEY CLIENT COMMUNICATION; ATTORNEY WORK PRODUCT

REDACTED-ATTORNEY-CLIENT PRIVILEGED/WORK-PRODUCT

- [redacted]

EXHIBIT 387

EXHIBIT 387

Message

From: Kitei, Brett [/O=ECHOSTAR COMMUNICATIONS CORP/OU=ECHOSTAR/CN=RECIPIENTS/CN=BRETT.KITTEI]
Sent: 7/20/2009 3:09:48 PM
To: Ergen, Charlie [charlie.ergen@echostar.com]; Cullen, Thomas [thomas.cullen@dishnetwork.com]; Han, Bernie [bernie.han@dishnetwork.com]; Kelly, Michael (EVP) [michael.kelly@dishnetwork.com]; Carlson, Erik [erik.carlson@dishnetwork.com]; Delaney, Brian [brian.delaney@dishnetwork.com]; Rossetti, Nick [nick.rossetti@dishnetwork.com]; Ahmed, Amir [amir.ahmed@dishnetwork.com]; DiLoreto, Vince [vince.diloreto@dishnetwork.com]; Callaghan, Kieran [kieran.callaghan@dishnetwork.com]; Bahr, Ira [ira.bahr@dishnetwork.com]; Klein, Phil [phil.klein@dishnetwork.com]; Gonzalez, Melissa [melissa.gonzalez@dishnetwork.com]; Picchione, Shannon [shannon.picchione@dishnetwork.com]; DeFranco, Jim [jim.defranco@dishnetwork.com]; Van Emst, Blake [blake.vanemst@dishnetwork.com]; Gotto, Mark [mark.gotto@dishnetwork.com]; Metzger, Marciedes [marciedes.metzger@dishnetwork.com]; Calbert, Robert [robert.calbert@dishnetwork.com]; Musso, Reji [reji.musso@dishnetwork.com]; Werner, Bruce [bruce.werner@dishnetwork.com]; Gonzalez, Kathie [kathie.gonzalez@dishnetwork.com]
CC: Dodge, Stanton [stanton.dodge@dishnetwork.com]; Kalani, Lori [lori.kalani@dishnetwork.com]; Blum, Jeffrey [jeffrey.blum@dishnetwork.com]
Subject: Abstract of AG Settlement - CONFIDENTIAL/ATT CLIENT PRIV
Attachments: Final Executive Summary 2009 AVC.pdf

Attached please find an abstract of 2009 attorney general AVC. The abstract sets forth the material terms of the settlement and breaks down the specific requirements for each department. Please let Jeff, Lori or I know if you have any questions.

Brett J. Kitei
Corporate Counsel
DISH Network L.L.C.
9601 South Meridian Boulevard
Englewood, Colorado 80112
Direct Phone: (303) 723-2290
Direct Fax: (720) 514-8479
Email: brett.kitei@dishnetwork.com

EXHIBIT 388

EXHIBIT 388

Appointment

From: Musso, Reji [/O=ECHOSTAR COMMUNICATIONS CORP/OU=ECHOSTAR/CN=RECIPIENTS/CN=REJI.MUSSO]
Sent: 7/21/2009 10:32:01 AM
To: Blum, Jeffrey [jeffrey.blum@dishnetwork.com]; Neylon, Brian [brian.neylon@dishnetwork.com]; Van Emst, Blake [blake.vanemst@dishnetwork.com]; Kitei, Brett [brett.kitei@dishnetwork.com]; Pastorius, Emily [emily.pastorius@dishnetwork.com]; Mills, Mike [mike.mills@dishnetwork.com]; Calbert, Robert [robert.calbert@dishnetwork.com]; Martinez, Natalie [natalie.martinez@dishnetwork.com]; Berridge, Kimberly [kimberly.berridge@dishnetwork.com]; Werner, Bruce [bruce.werner@dishnetwork.com]; Musso, Reji [reji.musso@dishnetwork.com]
CC: Frank, Jonathan [jonathan.frank@dishnetwork.com]

Subject: Updated: Legal Meeting - Particular attention to AVC.
Location: Echo IX

Start: 7/21/2009 6:00:00 PM
End: 7/21/2009 7:00:00 PM
Show Time As: Busy

Required Attendees: Blum, Jeffrey; Neylon, Brian; Van Emst, Blake; Kitei, Brett; Pastorius, Emily; Mills, Mike; Calbert, Robert; Martinez, Natalie; Berridge, Kimberly; Werner, Bruce

When: Tuesday, July 21, 2009 4:00 PM-5:00 PM (GMT-07:00) Mountain Time (US & Canada).
Where: Echo IX

~~*~*~*~*~*~*~*~*~*

The meeting at 4:00 today will be held in Echo IX. The National Sales Meeting is in progress as of 2:00 today (in Dallas) and while they are going to try to call in, it is unlikely. We will fill them in or have another follow-up meeting if necessary.

Notice the location…Echo IX at 4:00.

EXHIBIT 389

EXHIBIT 389

Audit Committee Update
Internal Audit & SOX 404

August 3, 2009

Audit Committee Update

- 2009 Audit Plan
- Operational Audits
- Sarbanes-Oxley 404
- Investigations
- Staffing

Background – Internal Audit Plan

- Historically, Internal Audit has not developed or operated under an annual audit plan approved by the Audit Committee of the Board of Directors that defined its activities and committed the department to a certain level of output.

- A proper risk assessment supporting SOX 404 and operational audit activities has never been completed.

- The department conducted operational audits based solely on ad-hoc management requests.

This has resulted in:

- Lack of accountability to management and the Board
- Inefficient utilization of staff resources
- Excessive focus on SOX 404 and scope-creep on MSW investigation assistance
- No incentive to complete audits timely and issue reports
- Reduced credibility within the Company

Development - Internal Audit Plan

A top-down risk assessment for SOX 404 and a *limited* business risk assessment for operations was performed to develop a plan for the remainder of 2009.

SARBANES-OXLEY 404	OPERATIONAL AUDIT
• Identified all financial statement accounts at a sub-account level (one-level below face of the P&L and B/S)	• At a high-level, identified company-wide business processes based upon knowledge gained from SOX 404 and knowledge within the IA department.
• Defined materiality based upon both qualitative and quantitative measures of risk.	• Identified risks within those processes based upon collective knowledge within the department.
• Mapped in-scope accounts to identified controls within various business processes.	• Received feedback from the CFO and COO regarding areas that could benefit from an audit.
• Ensured all relevant assertions were covered for each account by controls that mitigate financial statement risk *(not operational risk)*.	• Aligned results with existing company-wide initiatives for improving the customer experience.
• Designated risk-level of material misstatement for each account and performed criticality analysis of all financial and IT General Controls (H,M,L).	• Did NOT interview members of senior management across the business – will become standard protocol in 2010.

2009 Operational Audit Plan

Operational audits were performed beginning in June utilizing the new audit process. Written reports will be created and distributed to management in 2009 for the following audits:

Operational Audit	Date	Justification/Focus
Continuous Monitoring	Quarterly starting Q2	Ongoing audits using ACL software to analyze employee adjustments, accounts payable, payroll, vendor information and credit card qualifications for irregular activity.
DishBuilder Process	Q3	Understand business justification and perform performance analysis related to outsourcing uncompleted BYD internet order attempts to Libertas-Ventus in the Philippines. Review access to DishBuilder tool.
Work Order Modification & Access	Q3	Continuation of existing work order project - with focus on efficiency of work order modification process.
Customer Service Call Drivers	Q3	Sampling and analysis of customer service calls to analyze call attributes more precisely and summarize findings for senior management.
DNS Site Visits (Locations Tentative): - Suwannee - Memphis - Nashville	Q3 & Q4	Concentration will be on inventory, supplies management, dispatching & compensation (hourly and new P4P). Remote locations will rotate from year-to-year and will be expanded to include CSC, service and distribution sites as risk assessment becomes more sophisticated and highest-risk locations can be properly identified.
NLOS Procedures	Q4	Understand rules and procedures for verifying and tracking NLOS.
Customer Experience Matrix - Who owns the customer?	Q4	Determine rules for ownership and responsibilities for communication with customer for various permutations of transactions.
FACT-ACT Compliance Testing	Ongoing - primarily Q4	Oversight of FACTA "Red Flag" regulation compliance to ensure Company program is operating as designed and FACT-ACT team is properly resolving potential identity theft issues.

Operational Audit Update

The following is a status update of ongoing operational audits and audits that have been worked on in the 2nd quarter:

Operational Audit	Status	Significant Findings/Issues
DISH Builder Application	Fieldwork Complete	Potential cost savings by following up more timely on internet "leads" and finalizing direct sale versus losing sale to retailer - avoidance of incentive payments.
EchoStar Engineering Requests	Fieldwork Complete	Process needs to be developed for review and approval of engineering requests. Greater accountability at the requesting department level needs to be established.
Continuous Monitoring	Ongoing	Q2 review of employee account adjustments, duplicate credit card qualifications, and conflict of interest red flags has resulted in the termination of ?? Employees across various CSC and DNS locations. IA is working with management to create action plans to develop preventive control measures and monitoring tools that can identify potential anomalies on a timely basis.
SMART Card Security Review	Ongoing	Joint effort with EchoStar Signal Integrity and Nagrastar. Thus far, 7 employees have been terminated for security breaches identified by management and IA. Additional employees under investigation. Detailed review of security procedures being conducted to identify control gaps. Spartanburg facility potential model for best practices.

Sarbanes-Oxley 404 Update

Internal Audit's responsibilities for SOX 404 involve assisting management in the following areas:

- Scoping & risk assessment
- Education
- Controls documentation updates

COMPLETED

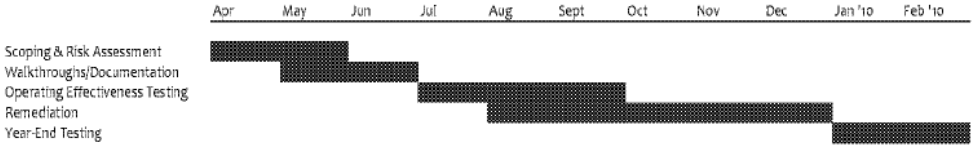
- Operating effectiveness testing
- Deficiency identification, assessment and re-testing
- Remediation tracking
- Reporting

IN PROGRESS

Key controls over financial reporting for DISH Network have been substantially reduced as a result of the risk assessment exercise:

	2008	2009
Financial Controls	215	151
IT General Controls	160	70
Total	375	221

2009 SOX 404 Timeline



Sarbanes-Oxley 404 Update

The following is a summary of SOX 404 operating effectiveness testing progress and the status of remediation efforts, where applicable:

DEPARTMENT	TOTAL	ACCTG/FINANCE	IT	SALES/MKTG	OPS
Controls to be Tested by 9/30/09:	221	110	70	25	16
Testing Status:					
Controls Testing In Progress	55	46	7	2	0
Controls Testing Not Started	148	54	55	23	16
Controls Tested with No Initial Deficiencies	16	9	7	0	0
Controls Tested with Initial Deficiencies	2	1	1	0	0
% of Controls Tested	**8%**	**9%**	**11%**	**0%**	**0%**
Deficiency Status - Completed Controls:					
Total Action Plans Required	2	1	1	0	0
No Action Plan Completed	1	0	0	0	0
Action Plan Completed	1	0	1	0	0
% of Action Plans Completed	**50%**	**0%**	**100%**	**N/A**	**N/A**
Remediation Testing :					
Total Controls to be Retested	2	1	1	0	0
Retesting Complete	0	0	0	0	0
% of Deficiencies Retested	**0%**	**N/A**	**0%**	**N/A**	**N/A**

Progress is through July 24, 2009

Sarbanes-Oxley 404 Update

Summary Observations:

- Exceptions noted to-date are relatively minor in nature.
- Management has been cooperative in assisting Internal Audit throughout the testing process.
- Although fewer controls are being tested this year, procedures have been enhanced to improve the substance of testing and increase the possibility of timely identifying control failures.
- KPMG has been provided with Internal Audit's testing procedures in advance for all controls that our testwork may be *potentially* relied upon.
- Weekly status updates are forwarded to senior management every Monday.
- Efficiencies in achieving compliance are being realized, however further opportunities to improve the process exist in 2010.