
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

**Amendment No. 2
to
SCHEDULE TO**

**TENDER OFFER STATEMENT UNDER SECTION 14(d)(1) OR 13(e)(1) OF THE
SECURITIES EXCHANGE ACT OF 1934**

LIBERTY MEDIA CORPORATION

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SIGNATURE

EXHIBIT INDEX

| Exhibit Number | Description |
|---------------------------|--------------------|
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FOR IMMEDIATE RELEASE
June 18, 2007

Liberty Media Corporation Announces Final Results of Tender Offer