

CELANGE CO

General

1. Please provide a plain English summary of the terms of the proposed settlement agreement and provide a cross-reference to more detailed disclosure of the terms of the proposed settlement agreement in the body of the prospectus. Provide the more detailed disclosure under “Legal Proceedings Regarding the DTV Business Combination” on page 136.
2. We note your disclosure on pages 37-40 and pages 173-202 that certain provisions and stockholder rights contained in Holdings’ charter and bylaws are “subject to certain events that would result in the termination of this right.” Please clarify that these rights are pursuant to the settlement agreement and will become null and void if the settlement agreement does not receive court approval by June 10, 2010.

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As appropriate, please revise your preliminary proxy materials in response to these comments. You may wish to provide us

Mr. Charles Y. Tanabe
Liberty Media Corporation
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