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Counsel to the Debtors and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

**NOTICE OF FILING OF DESIGNATED
CONTRACTS LIST AND PROPOSED CURE AMOUNTS**

PLEASE TAKE NOTICE that, on April 15, 2011, the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) filed a motion (the “**Sale Motion**”) to, among other things, (a) establish auction and bid procedures (the “**Bid Procedures**”) with respect to the sale (the “**Sale Transaction**”) of substantially all of their assets (the “**Assets**”), (b) schedule an auction and sale hearing (the “**Sale Hearing**”) with respect to the Sale Transaction, and (c) approve the sale of the Assets and the assumption and assignment of certain contracts and leases relating thereto free and clear of all liens, claims, encumbrances and other interests. On May 4, 2011, the Court entered an order (the “**Bid Procedures Order**”), among other things, approving the Bid Procedures and setting the initial date for the Sale Hearing.

1 The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal taxpayer-
identification number, are: TerreStar Networks Inc. (3931), TerreStar License Inc. (6537), TerreStar
National Services Inc. (6319), TerreStar Networks Holdings (Canada) Inc. (1337), TerreStar Networks
(Canada) Inc. (8766); and 0887729 B.C. Ltd. (1345).

PLEASE TAKE FURTHER NOTICE that, on June 14, 2011, the Debtors filed a motion [Docket No. 617] (the “*Stalking Horse Motion*”)² with the Court seeking entry of an order (i) authorizing the Debtors to enter into a Stalking Horse Agreement and (ii) approving bid procedures and bid protections in connection therewith (the “*Amended Bid Procedures*”). On June 22, 2011, the Bankruptcy Court entered an order [Docket No. 645] (the “*Stalking Horse Order*”), among other things, approving the bid protections and the Amended Bid Procedures and setting a new date for the Sale Hearing.

PLEASE TAKE FURTHER NOTICE that the Sale Hearing is currently scheduled to be held on **July 7, 2011 at 1:00 p.m. (prevailing Eastern Time)** at the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004, before the Honorable Sean H. Lane, United States Bankruptcy Court Judge, to consider the Debtors’ selection of the highest or otherwise best bid and the approval of Sale Transaction. The Sale Hearing may be adjourned from time to time without further notice to creditors or parties in interest other than by announcement of the adjournment in open Court or on the Court’s docket.

PLEASE TAKE FURTHER NOTICE that, pursuant to the Sale Motion and the Stalking Horse Motion, the Debtors have sought authorization to assume and assign certain executory contracts and unexpired leases relating to the Assets (the “*Designated Contracts*”) upon consummation of the transactions contemplated by the Sale Transaction. In accordance with the Amended Bid Procedures, a list of the executory contracts and unexpired leases proposed to be assumed by the Stalking Horse Bidder, along with the proposed cure amounts for each such executory contract and unexpired Lease (the “*Cure Amount*”), is attached hereto as

² Capitalized terms used but not otherwise defined herein shall have the same meanings ascribed to them in the Stalking Horse Motion.

Exhibit A and is also available on the internet at www.terrestarinfo.com (the “**Website**”), or upon request to the Debtors’ noticing agent, The Garden City Group, at (866) 682-1770. In addition, copies are also available for inspection at the clerk’s office for the Bankruptcy Court and on the Bankruptcy Court’s official website at <http://www.nysb.uscourts.gov>, for a fee, through an account obtained from Pacer Service Center at 1-800-676-6856. For administrative convenience only for counterparties located in Canada, the list of the executory contracts and unexpired leases proposed to be assumed by the Stalking Horse Bidder may also be obtained from Deloitte & Touche Inc., in its capacity as Information Officer in the Debtors’ foreign recognition proceedings in Canada, by visiting the Information Officer’s website: www.deloitte.com/ca/terrestar-networks or upon request to the Information Officer at (416) 775-7172.³

PLEASE TAKE FURTHER NOTICE that to the extent that you object to (i) the Sale Transaction, (ii) the assumption and assignment of your respective Designated Contract to the Stalking Horse Bidder or (iii) the Cure Amount, then **you must file with the Bankruptcy Court and serve an objection upon the following parties, so as to be actually received by no later than 12:00 p.m. (prevailing Eastern Time) on July 5, 2011 (the “*Objection Deadline*”):** (a) Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, NY 10036 (Attn: Ira S. Dizengoff, Esq., idizengoff@akingump.com; and Arik Preis, Esq., apreis@akingump.com), counsel to the Debtors; (b) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, New York, NY 10004 (Attn: Susan D. Golden); (c) Otterbourg, Steindler, Houston & Rosen, P.C., 230 Park Avenue, New York, NY 10169 (Attn: Scott L. Hazan, Esq., shazan@oshr.com and David Posner, Esq.; dposner@oshr.com), counsel to the statutory

³ Please note that the Debtors reserve the right to reject any contract listed on Exhibit A at any time prior to the effective date of the Debtors’ assumption of such contract.

committee of unsecured creditors appointed in these chapter 11 cases; (d) Bank of New York Mellon, 600 E Las Colinas Blvd, Ste. 1300, Irving, TX 75039 (Attn: Rhonda Tharp, Esq. rhonda.tharp@bnymellon.com; asicompliance@bnymellon.com), agent for the Debtors' postpetition debtor-in-possession financing; (e) Emmet, Marvin & Martin, LLP, 120 Broadway, 32nd Floor, New York, NY 10271 (Attn: Elizabeth M. Clark, Esq., eclark@emmetmarvin.com), counsel to the agent for the Debtors' postpetition debtor-in-possession financing; (f) U.S. Bank National Association, 60 Livingston Ave, St. Paul, MN 55107 (Attn: Cindy Woodward, cindy.woodward@usbank.com; David Johnson, david.johnson9@usbank.com), Collateral Agent for the Debtors' purchase money credit facility; (g) Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, NY 10153 (Attn: Debra A. Dandeneau, Esq., debra.dandeneau@weil.com; Ronit J. Berkovich, Esq., ronit.berkovich@weil.com), counsel to Harbinger Capital Partners Master Fund I, Ltd. and Harbinger Capital Partners Special Situations Fund, L.P.; (h) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019 (Attn: Rachel C. Strickland, Esq., rstrickland@willkie.com; Matthew A. Feldman, Esq., mfeldman@willkie.com), counsel to EchoStar Corporation in its capacity as Lender under the Debtors' purchase money credit facility and Initial Lender under the Debtors' postpetition debtor-in-possession financing and counsel to the Stalking Horse Bidder; (i) U.S. Bank National Association as Indenture Trustee for the Debtors' 15% Senior Secured Notes and Kelley Drye & Warren LLP, 101 Park Avenue, New York, NY 10178 (Attn: James S. Carr, Esq. and Kristin S. Elliott, Esq., KDWBankruptcyDepartment@kelleydrye.com), counsel to the Indenture Trustee; (j) Deutsche Bank National Trust Company as Indenture Trustee for the Debtors' 6.5% Senior Exchangeable Notes and Foley & Lardner LLP, 321 North Clark Street, Suite 2800, Chicago, IL 60654 (Attn: Mark F. Hebbeln, Esq., mhebbeln@foley.com; Harold L. Kaplan, Esq., hkaplan@foley.com),

counsel to the Indenture Trustee; (k) Quinn Emanuel Urquhart & Sullivan, LLP, 51 Madison Avenue, 22nd Floor, New York, NY 10010 (Attn: Susheel Kirpalani, Esq., susheelkirpalani@quinnemanuel.com; Scott C. Shelley, Esq., scottshelley@quinnemanuel.com; Daniel S. Holzman, Esq., danielholzman@quinnemanuel.com), counsel to certain holders of the Debtors' 6.5% Senior Exchangeable Notes; (l) the Internal Revenue Service, 290 Broadway, New York, NY 10007; (m) the Securities and Exchange Commission, New York Regional Office, 3 World Financial Center, Suite 400, New York, NY 10281 (Attn: George S. Canellos); (n) the United States Attorney for the Southern District of New York, One St. Andrews Plaza, New York, NY 10007 (Attn: Jeanette Vargas); (o) the Federal Communications Commission, 445 12th Street, SW, Washington, DC 20554 (Attn: Office of the Secretary, fccinfo@fcc.gov; and Austin Schlick, austin.schlick@fcc.gov); (p) Industry Canada, Office of the Superintendent of Bankruptcy Canada, 25 St. Clair Ave. E., Suite 600, Toronto, Ontario, M4T1M2, Canada (Attn: CCAA Team); (q) Kirkland & Ellis LLP, 601 Lexington Avenue, New York, NY 10022 (Attn: Jonathan S. Henes, Esq., jonathan.henes@kirkland.com), and 300 North LaSalle, Chicago, IL 60654 (Attn: Patrick J. Nash, Esq.; patrick.nash@kirkland.com), counsel to certain holders of the Debtors' 15% Senior Secured Notes; (r) Sullivan & Cromwell LLP, 1888 Century Park East, Los Angeles, California 90067-1725 (Attn: Scott Miller, Esq.; millersc@sullcrom.com), counsel to DISH Network Corporation; and (s) parties in interest who have filed a notice of appearance in these cases pursuant to Bankruptcy Rule 2002. **Any objection to the proposed assumption and assignment must state with specificity the legal and factual basis on which the objection is premised. Any objection to the Cure Amount must state with specificity what other Cure Amount is required and provide appropriate documentation in support thereof.**

New York, New York
Dated: June 28, 2011

/s/ Ira S. Dizengoff

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Ira S. Dizengoff
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Counsel to the Debtors and Debtors in Possession

Exhibit A

IN RE TERRESTAR NETWORKS INC.
Case No. 10-15446

LIST OF CONTRACTS PROPOSED TO BE ASSUMED BY PURCHASER AND PROPOSED CURE AMOUNTS

	Contract Counterparty	Contract Counterparty Address	Name of Contract	Effective Date	Debtor Counterparty	Cure Amount	Comments
1	4120345 Canada Inc.	Attn: Emile Saine 1045 Laurier Ouest Montreal, Quebec H2V 2L1	Lease Agreement	5/1/2009	TerreStar Networks (Canada) Inc.	\$0.00	
2	Ace American Insurance Company	Attn: General Counsel Professional Risk P.O. Box 5105 Scranton, PA 18505	Ace Directors and Officers Insurance	11/8/2009	TerreStar Networks Inc.	\$0.00	
3	ADP, Inc.	Attn: General Counsel ADP Boulevard Roseland, NJ 7068	One Time and Labor Management Terms and Conditions	8/3/2007	TerreStar Networks Inc.	\$0.00	
4	Amazon Fulfillment Services Inc.	Attn: General Counsel 410 Terry Avenue North Seattle, WA 98109-0000	Product Purchase Agreement	10/15/2010	TerreStar Networks Inc.	\$0.00	
5	Aon International Space Brokers	Attn: John Cozzi Wilson Boulevard Suite 990 Rosslyn, VA 22209	1300 Satellite Insurance Broker Agreement	2/21/2006	TerreStar Networks Inc.	\$0.00	
6	Artel, Inc.	Attn: Milton Brown, Director of Contracts 1893 Preston White Drive Reston, VA 20191-0000	Joint Venture / Teaming Agreement	3/26/2010	TerreStar National Services Inc.	\$0.00	
7	Asia Capital Reinsurance Group Pte Ltd	Attn: Aryantie Masih Cecill Street, #10-00 Gb Building Singapore, 069542	143 Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
8	AT&T Mobility II, LLC	Attn: Anthony Cohen 1010 Pine Street Room 1-E-108 St. Louis, MO 63101	Mobile Satellite Services and Support Agreement	9/25/2009	TerreStar Networks Inc.	\$0.00	
9	AT&T Mobility LLC	Attn: James R. Wilson, Associate VP International Partnerships and Alliances PO Box 6463 Carol Stream, IL 60197	Inter-Operator Tariff (IOT) Discount Agreement	1/27/2010	TerreStar Networks Inc.	\$0.00	
10	AT&T Mobility LLC	Attn: James R. Wilson, Associate VP International Partnerships and Alliances PO Box 6463 Carol Stream, IL 60197	GSM Roaming Agreement:	6/25/2008	TerreStar Networks Inc.	\$0.00	
11	AT&T Corp.	One AT&T Way Bedminster, NJ 07921-0752	SAP Hosting Services Agreement	4/12/2010	TerreStar Networks Inc.	\$0.00	
12	ATC Technologies, LLC	Attn: General Counsel 10802 Parkridge Blvd. Reston, VA 20191	Second Amended and Restated Intellectual Property Assignment and License Agreement.	11/21/2006	TerreStar Networks Inc.	\$1,381,196.90	
13	ATC Tower Services Inc.	Attn: Contracts Manager 10 Presidential Way Woburn, MA 18018	License Agreement	12/15/2007	TerreStar Networks Inc.	\$0.00	
14	Atlantic Radiotelephone Inc.	Attn: CJ Webber 2495 NW 35th Avenue Miami, FL 33142	Product Purchase Agreement	9/29/2010	TerreStar Networks Inc.	\$0.00	
15	Atlantic Skyline	4605 Brookfield Corp Drive Chantilly, VA 20151	Purchase Order	6/12/2009	TerreStar Networks Inc.	\$0.00	
16	Atrium Insurance Agency Limited	Attn: Lee Davis 790 Lloyd's One Lime Street London EC3M 7OD Great Britain	Room Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
17	Barcodes LLC	Attn: Raul Cepeda Jr. 200 West Monroe Street 10th Floor Chicago, IL 60606-0000	Authorized Reseller Agreement	10/4/2010	TerreStar Networks Inc.	\$0.00	

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18	Bell Aliant Regional Communications Limited Partnership	c/o Nexacor Realty Management Inc. General Manager Ontario Street West, 2nd Floor Montreal, QC H2X 1Y8	License Agreement	10/23/2007	0887729 B.C. Ltd.	\$0.00		
19	Bell Aliant Regional Communications Limited Partnership	c/o Nexacor Realty Management Inc. General Manager Ontario Street West, 2nd Floor Montreal, QC H2X 1Y8	License Agreement	10/23/2007	0887729 B.C. Ltd.	\$0.00		
20	Bell Canada	General Manager Beaver Hall Hill Suite 1600	1050	Master Communications Agreement	11/3/2009	0887729 B.C. Ltd.	\$0.00	
21	Bell Canada	General Manager Beaver Hall Hill Suite 1600 Montreal H2Z 1S4, Canada	1050	Bell Digital Network Access Service - Schedule to Master Communication Agreement	11/3/2009	0887729 B.C. Ltd.	\$0.00	
22	Bex Voice and Data Services Inc	Attn: Greg Hutchens 19119 Rogers Road Odessa FL 33556-0000		Product Purchase Agreement	9/30/2010	TerreStar Networks Inc.	\$0.00	
23	Bluetooth SIG, Inc.	Attn: Mike Foley 108th Avenue NE Suite 250 Bellevue WA 98004	500	Bluetooth Trademark License Agreement	9/29/2009	TerreStar Networks Inc.	\$0.00	
24	Brit Syndicates Limited	Attn: Chris Gibbs Bishopsgate London EC2N 3As Great Britain	55,	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
25	California Network Management	Attn: Scott Cory 5716 Corsa Avenue Suite 106 Westlake Village, CA 91307		Service Agreement	11/5/2009	TerreStar Networks Inc.	\$0.00	
26	Chaucer Syndicates Limited	Attn: Chris Baker Plantation Place 30 Fenchurch Street London EC3M 3AD Great Britain		Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
27	Cisco WebEx LLC	Attn: Michael Carlson Freedom Circle Santa Clara, CA 95054-0000	3979	Service Agreement	9/14/2006	TerreStar Networks Inc.	\$0.00	
28	Cisco Systems Inc.	Office of the General Counsel 170 West Tasman Drive San Jose, CA 95134		SOW Terms and Conditions Agreement	4/30/2010	TerreStar Networks Inc.	\$0.00	
29	CompuCom	7171 Forest Lane Attn Legal Department Dallas, TX 75230		Master Agreement for engineering and IT services	9/14/2006	TerreStar Networks Inc.	\$823.00	
30	Comneon GmbH	Attn: Thomas Lindner Suedwestpark 2-4 D-90449 Nuremberg Germany	AM	License Agreement / Sublicense Agreement	10/17/2008	TerreStar Networks Inc.	\$0.00	
31	Comneon GmbH	Attn: Thomas Lindner Suedwestpark 2-4 D-90449 Nuremberg Germany	AM	Master Development and Licensing Agreement	2/7/2008	TerreStar Networks Inc.	\$1,729,727.23	
32	Continental Resources Inc.	175 Middlesex Turnpike Bedford, MA 01730-0000		Purchase Order	6/15/2010	TerreStar Networks Inc.	\$0.00	
33	Continental Resources Inc.	175 Middlesex Turnpike Bedford, MA 01730-0000		Purchase Order	1/15/2010	TerreStar Networks Inc.	\$0.00	
34	Core180, Inc.	Attn: Scott Murphy Prosperity Avenue Suite 250 Fairfax, VA 22031	2751	Services Agreement	7/28/2010	TerreStar Networks Inc.	\$0.00	

IN RE TERRESTAR NETWORKS INC.

Case No. 10-15446

LIST OF CONTRACTS PROPOSED TO BE ASSUMED BY PURCHASER AND PROPOSED CURE AMOUNTS

	Contract Counterparty	Contract Counterparty Address	Name of Contract	Effective Date	Debtor Counterparty	Cure Amount	Comments
35	CotNet 190 Ltd.	c/o Cotton Wood Partners Attn: Robert Axley, Manager 680 North Carroll Ave Suite 130 Southlake TX 76092	Lease Agreement	10/17/2006	TerreStar Networks Inc.	\$0.00	
36	Crown Atlantic Company, LLC	Attn: Legal Department Corporate Drive Canonsburg, PA 15317	2000 Short Form Tower License Agreement	3/26/2008	TerreStar Networks Inc.	\$0.00	
37	Crown Castle South LLC	Attn: Legal Department Corporate Drive Canonsburg, PA 15317	2000 Short Form Tower License Agreement	4/18/2008	TerreStar Networks Inc.	\$0.00	
38	Crown Communication Inc.	Attn: Legal Department Corporate Drive Canonsburg, PA 15317	2000 Short Form License Agreement	2/1/2008	TerreStar Networks Inc.	\$0.00	
39	Crown Communication Inc.	Attn: Legal Department Corporate Drive Canonsburg, PA 15317	2000 Short Form License Agreement	2/8/2008	TerreStar Networks Inc.	\$0.00	
40	CT Corporation System	Attn: Team 1 1015 15th Street, N.W. Suite 1000 Washington, DC 20005	Registered Agent Service Agreement	6/1/2010	TerreStar Networks Inc.	\$0.00	
41	Darin Morton and Lisha A. Morton	9409 Stoney Hill Lane Charlotte NC 28277	Communications Site Lease Agreement	2/28/2008	TerreStar Networks Inc.	\$0.00	
42	DataBank (f.k.a Lodestar)	Attn: Patrick Guadalajara, President 400 S. Akard Street, Suite 100 Dallas, TX 75202	400 S. Master Service Agreement	5/3/2007	TerreStar Networks Inc.	\$0.00	
43	Data Sales Co., Inc.	Attn: Paul Brekner 3450 West Burnsville Parkway Burnsville, MN 55337	Waiver Agreement	5/28/2008	TerreStar Networks Inc.	\$0.00	
44	Data Sales Co., Inc.	Attn: Paul Brekner 3450 West Burnsville Parkway Burnsville, MN 55337	Master Equipment Lease	6/29/2007	TerreStar Networks Inc.	\$140,407.00	
45	Deloitte Tax, LLP	Attn: Frances Dinkins, Tax Director 1750 Tysons Boulevard Suite 800 McLean, VA 22102	Tax consulting services	7/27/2006	TerreStar Networks Inc.	\$0.00	
46	Deloitte Tax, LLP	Attn: Frances Dinkins, Tax Director 1750 Tysons Boulevard Suite 800 McLean, VA 22102	Tax consulting services	6/1/2010	TerreStar Networks Inc.	\$0.00	
47	Digital Voice Systems Inc.	Attn: John C. Hardwick, President or Jae S. Lim, Chairman of the Bd 234 Littleton Road Westford, MA 01803	Vocoder Technology and Software License Agreement	4/10/2008	TerreStar Networks Inc.	\$0.00	
48	Elektrobit	Attn: Jani Lyrintzsis, General Manager 22745 29th Drive SE Suite 200 Bothell, WA 98021	Common Interest and Joint Defense Agreement	12/6/2007	TerreStar Networks Inc.	\$0.00	
49	Elseco Limited	Attn: Pierre-Eric Lys Level 2, Gate Village 8 DIFC Po Box 506639 Dubai, Uae	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	

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	Contract Counterparty	Contract Counterparty Address	Name of Contract	Effective Date	Debtor Counterparty	Cure Amount	Comments
50	EMC Corporation	Attn: Jared Skinner 1 River Way Suite 300 Houston, TX 77056 USA Headquarters: 176 South Street Honkinton MA 1748	Purchase order	11/29/2010	TerreStar Networks Inc.	\$4,218.00	
51	EMC Corporation	Attn: Jared Skinner 1 River Way Suite 300 Houston, TX 77056 Headquarters: 176 South Street Honkinton MA 1748	License Agreement	2/3/2010	TerreStar Networks Inc.	\$0.00	
52	Equinix Canada Inc.	Attn: John Butler Postal Station A - Lb# To7866C P.O. Box 7866, Toronto, Ontario M5W 2R2	Service Agreement	6/29/2009	TerreStar Networks (Canada) Inc.	\$0.00	
53	Ernst and Young LLP	8484 Westpark Drive McLean, VA 22102-0000	Engagement letter	3/17/2010	TerreStar Networks (Canada) Inc. and TerraStar Networks (Canada) Holdings Inc.	\$0.00	
54	Ernst and Young LLP	8484 Westpark Drive McLean, VA 22102-0000	Engagement letter	9/30/2010	TerreStar Networks Inc.	\$0.00	
55	Finnlay LLC	Attn: David Marshack 10540 Farnham Drive Bethesda, MD 20814	Consulting Agreement	10/30/2009	TerreStar Networks Inc.	\$0.00	
56	Garden State Towers LLC	Attn: Legal Department 2000 Corporate Drive Cannonsburg, PA 15317	Short Form License Agreement	1/28/2008	TerreStar Networks Inc.	\$0.00	
57	GCATS Investments, LLC	Attn: David Bonlie 11322 Limestone P.O. Box 800205 Balch Springs, TX 75180	HVAC Service Contract	10/1/2008	TerreStar Networks Inc.	\$3,048.50	
58	GE Security Canada	560 Parkside Drive Unit 410 Waterloo, ON N2L 5Z4 Canada	Purchase Agreement	3/25/2009	TerreStar Networks Inc.	\$0.00	
59	GENBAND, Inc.	Attn: Shauna Martin, General Counsel 3605 East Plano Parkway Suite 100 Plano, TX 75074	Master Purchase Agreement	12/24/2008	TerreStar Networks Inc.	\$0.00	
60	GeoSpatial Technologies, Inc.	Attn: John Lim, CEO 3130 South Harbor Blvd Santa Ana, CA 92704	Letter agreement	3/9/2010	TerreStar Networks Inc.	\$0.00	
61	Global Aerospace Underwriting Mgrs Ltd	Attn: Tom Bowling Fitzwilliam House 10 St Mary Axe London EC3A 8EQ, Great Britain	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
62	Great Northern	Attn: General Counsel 5632 S. Pulaski Road Chicago, IL 60623	Insurance	4/1/2010	TerreStar Newtorks Inc.	\$0.00	
63	GSM Association	Attn: Ewa Golebiewska Deansgrange Business Park Fourth Floor Dublin Ireland	GSM Association Membership Agreement	1/25/2007	TerreStar Networks Inc.	\$0.00	
64	Hiscox Syndicate Ltd	Attn: Bruno Ritchie 1 Great St Helen's London EC3A 6HX Great Britain	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
65	Honey Advertising, Inc.	Attn: Mark Rogan, Principle 241 Rushmore Ave Carle Place, NY 11514	Purchase Order	8/5/2008	TerreStar Networks Inc.	\$0.00	

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66	Hughes Network Systems LLC	Attn: Sean Fleming 11717 Exploration Lane Germantown, MD 20876	Contract for Design, Development and Supply of Satellite Base Station Subsystem (S-BSS), dated as of February 7, 2007, as amended on April 13, 2007, August 1, 2008, March 9, 2009, July 15, 2009, and April 14, 2010.	2/7/2007	TerreStar Networks Inc.	\$736,400.00	This amount is consistent with the amount set forth in the stipulation filed by the Debtors on June 21, 2011. Any remaining amounts to be paid under such stipulation will be paid by the proposed purchaser of the Debtors' assets.
67	Hughes Network Systems LLC	Attn: Sean Fleming 11717 Exploration Lane Germantown, MD 20876	Development Agreement for S-BSS Design, Development and Supply	3/20/2007	TerreStar Networks Inc.	\$0.00	
68	Hughes Network Systems LLC	Attn: Sean Fleming 11717 Exploration Lane Germantown, MD 20876	Intellectual Property Agreement	1/19/2007	TerreStar Networks Inc.	\$0.00	
69	Hughes Network Systems LLC	Attn: Sean Fleming 11717 Exploration Lane Germantown, MD 20876	Site Preparation and Site Hosting Contract	12/13/2006	TerreStar Networks Inc.	\$65,600.00	This amount is consistent with the amount set forth in the stipulation filed by the Debtors on June 21, 2011. Any remaining amounts to be paid under such stipulation will be paid by the proposed purchaser of the Debtors' assets.
70	Hughes Network Systems LLC	Attn: Sean Fleming 11717 Exploration Lane Germantown, MD 20876	VSAT Services Agreement	6/22/2009	TerreStar Networks Inc.	\$6,175.00	This amount is consistent with the amount set forth in the stipulation filed by the Debtors on June 21, 2011. Any remaining amounts to be paid under such stipulation will be paid by the proposed purchaser of the Debtors' assets.
71	Hughes Network Systems LLC	Attn: Sean Fleming 11717 Exploration Lane Germantown, MD 20876	Waiver Agreement	5/28/2008	TerreStar Networks Inc.	\$0.00	
72	Hughes Network Systems, LLC	Attn: Sean Fleming 11717 Exploration Lane Germantown, MD 20876	VSAT Services Agreement	7/8/2009	0887729 B.C. Ltd.	\$2,070.00	This amount is consistent with the amount set forth in the stipulation filed by the Debtors on June 21, 2011. Any remaining amounts to be paid under such stipulation will be paid by the proposed purchaser of the Debtors' assets.
73	IKON Financial Services	1738 Bass Road Macon, GA 31210	Image Management Plus Agreement	11/4/2007	TerreStar Networks Inc.	\$190.92	
74	Intec Billing Incorporated	Attn: Fred Brott 301 Perimeter Center North Suite 200 Atlanta, GA 30346	License Agreement	3/30/2007	TerreStar Networks Inc.	\$0.00	
75	Intec Billing Incorporated	Attn: Fred Brott 301 Perimeter Center North Suite 200 Atlanta, GA 30346	Agreement for Business Process Outsourcing Services	3/31/2009	TerreStar Networks Inc.	\$38,750.00	
76	Inter-Hannover	Attn: Tim Slade 60 Fenchurch Street, 4th Floor London EC3M 4AD, UK	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
77	International Aerospace Insurance Co.	Attn: Bill Smith 6267 Carpinteria Avenue Suite 101 Carpinteria, CA 93013	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
78	Jakeel Consulting Inc.	Attn: Ricky T. Valentine 175 Waterfront Street, Suite 300 National Harbor, MD 20745-0000	Distribution Agreement	10/4/2010	TerreStar Networks Inc.	\$0.00	

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79	Jan Skora Consulting Services Inc.	Attn: Jan Skora 1145 Ambleside Drive Ottawa, Ontario K2B 8E2	Consulting Agreement	10/1/2009	TerreStar Networks (Canada) Inc.	\$0.00	
80	Jim Marshburn	6023 Assisi Court San Jose, CA 95138	Consulting Agreement	6/1/2010	TerreStar Networks Inc.	\$1,350.00	
81	Just Energy	Attn: George Buntrock Westheimer Road Suite 1000 Houston, Texas, 77056	Utility Agreement	6/14/2010	TerreStar Networks Inc.	\$0.00	
82	Kastle Systems LLC	Attn: Belle Clay Deming 1501 Wilson Blvd Arlington, VA 22209	Security System Equipment & Service Agreement	7/31/2006	TerreStar Networks Inc.	\$0.00	
83	Kastle Systems of Texas LLC	Attn: William Chatterton, CFO 3121 Richmond Avenue Houston, TX 77098	Security System Equipment & Service Agreement	9/17/2010	TerreStar Networks Inc.	\$0.00	
84	Kelly Greer Kothmann and Natalie Jane Kothmann	1104 North Highway 377 Junction, TX 76849	Communications Site Lease Agreement	7/1/2008	TerreStar Networks Inc.	\$0.00	
85	Kiln Europe SA	Attn: Laurent Esquirol 66 Rue De La Chausse E D'antin 75009 Paris, France	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
86	La Reunion Spatiale	Attn: Michel Brafman 134 Rue Danton 92300 Levallois-Perret, France	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
87	LA (Tony) Braunagel	PO Box 824 Devils Lake, ND 58301	Lease Agreement	7/1/2008	TerreStar Networks Inc.	\$0.00	
88	Lander County Sewer & Water District II	Attn: Legal Department PO Box 144 Austin, NV 89310	Communications Site Lease Agreement	11/20/2007	TerreStar Networks Inc.	\$0.00	
89	Latigo Ranch LLC	PO Box 2391 Roswell, NM 88202	Lease Agreement	6/1/2008	TerreStar Networks Inc.	\$0.00	
90	Level 3 Communications, LLC	Attn: General Counsel 1025 Eldorado Blvd Broomfield, CO 80021	Telecommunications services	8/28/2007	TerreStar Networks Inc.	\$0.00	
91	Liaise Administrative Services	Attn: Sue Husolo 153 Withrow Avenue Toronto, Ontario M4K 1C8	Consulting Agreement	8/14/2007	TerreStar Networks (Canada) Inc.	\$0.00	
92	MCI Communications Services Inc. (a.k.a Verizon)	Attn: Michael Zimmerman, Account Manager 22001 Loudoun County Parkway Ashburn, VA 20147	Business Service Agreement	2/27/2009	TerreStar Networks Inc.	\$0.00	
93	Mercer Human Resources Consulting	Attn: Chris McGee 1255 23rd Street NW Suite 500 Washington, DC 20037	HR Consulting Agreement	5/19/2010	TerreStar Networks Inc.	\$0.00	
94	Merrill Communications LLC	Attn: Michael Kennedy One Merrill Circle St Paul, MN 55108	Service Agreement	1/9/2008	TerreStar Networks Inc.	\$8,913.05	
95	Media Management LLC	Attn: Bob Dungan 1801 Royal Lane Suite 906 Dallas TX 75229	Service Contract	6/24/2008	TerreStar Networks Inc.	\$0.00	

LIST OF CONTRACTS PROPOSED TO BE ASSUMED BY PURCHASER AND PROPOSED CURE AMOUNTS

	Contract Counterparty	Contract Counterparty Address	Name of Contract	Effective Date	Debtor Counterparty	Cure Amount	Comments
96	Mitsubishi Sumitomo Insurance Co., Ltd.	Attn: Taketoshi Kabashima Kanda Surugadai 3 Chome Chiyoda-Ku Tokyo, Japan	9 Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
97	Munich Reinsurance Company	Attn: Ernst Steilen Koeniginstrasse 80791 Munich, Germany	107 Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
98	National Union Fire Insurance Company of Pittsburgh, PA	Attn: Lou Lucullo Pine Street New York, NY 10270-0150	70 Directors and Officers Insurance	11/8/2009	TerreStar Networks Inc.	\$0.00	
99	Neustar Inc.	Attn: Bradley D. Smith Center Oak Place Sterling VA 20166	46000 Professional Services Agreement	6/29/2009	TerreStar Networks Inc.	\$12,995.32	
100	Nokia Siemens Networks Canada Inc.	Attn: Joe Hoerl #B9345, Po Box 9100, Station F Toronto, Ontario M4Y 3A5	Service Agreement	7/14/2009	TerreStar Networks (Canada) Inc.	\$0.00	
101	Nokia Siemens Networks US LLC	Attn: Crispin Vicars Nokia Siemens Networks US LLC Suite 900 Atlanta, GA 30338	Agreement for Provision of Network Care Services	5/3/2011	TerreStar Networks Inc.	\$0.00	
102	Oracle USA Inc.	Attn: Lease Administrator Sunset Boulevard Rocklin CA 95767	1001 Sublease Agreement	10/6/2000	TerreStar Networks Inc.	\$936.00	
103	Oxford Global Resources	Attn: Luis Rietti 100 Cummings Center, Suite 206L Beverly, MA 01915	Consulting agreement	4/16/2010	TerreStar Networks Inc.	\$13,643.00	
104	Paris Re America Insurance Company	Attn: Richard Parker Wisconsin Ave Ste 1360 Bethesda, MD 20814	7501 Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
105	RE&M Solutions, Inc. d/b/a City Wide Maintenance of Dallas	Attn: Connie Pinnock 10935 Estate Unit 370 Dallas, TX 75238	Janitorial Services Contract	10/1/2009	TerreStar Networks Inc.	\$678.36	
106	RedHat	Attn: Michael Wood Varsity Drive Raleigh NC 27606	1801 Subscription Agreement	2/16/2007	TerreStar Networks Inc.	\$0.00	
107	Reim Business Corporation	Attn: Chief Executive Officer 7100 Technology Drive West Melbourne, FL 32904-0000	Agreement	2/26/2008	TerreStar National Services Inc.	\$0.00	
108	Renovo Data Inc.	Attn: Lynn Do Peachtree Road Suite # D506 Atlanta, GA 30309	2221 Services Agreement	6/27/2007	TerreStar Networks Inc.	\$426.14	
109	RKF Engineering Solutions, LLC	Attn: Phillip A. Rubin 1229 19th Street, NW Washington, DC 20036	Consulting Agreement	4/1/2005	TerreStar Networks Inc.	\$277,792.00	
110	RKF Engineering Solutions, LLC	Attn: Phillip A. Rubin 1229 19th Street, NW Washington, DC 20036	Project Development Agreement	6/11/2008	TerreStar Networks Inc.	\$0.00	
111	RKF Engineering Solutions, LLC	Attn: Phillip A. Rubin 1229 19th Street, NW Washington, DC 20036	Sublicense Agreement	8/15/2008	TerreStar Networks Inc.	\$0.00	
112	Safeguard Privacy Protection Services Inc.	Attn: D. B Schofield Gravel Avenue Alexandria, VA 22310	6744-A Services Agreement	1/1/2010	TerreStar Networks Inc.	\$144.00	
113	SAP America Inc.	Attn: Joseph P. LaRosa West Chester Pike Newton Square, PA 19073	3999 Software License Agreement	9/29/2006	TerreStar Networks Inc.	\$0.00	

IN RE TERRESTAR NETWORKS INC.

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LIST OF CONTRACTS PROPOSED TO BE ASSUMED BY PURCHASER AND PROPOSED CURE AMOUNTS

	Contract Counterparty	Contract Counterparty Address	Name of Contract	Effective Date	Debtor Counterparty	Cure Amount	Comments
114	Satec Srl	Attn: Marco Ramadoro Ancona No. 223rd Floor 30172 Mestre Venezia, Italy	Viale Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
115	SBA Structures Inc.	Attn: Site Administrator Broken Sound Parkway, NW 2nd Fl Boca Raton, FL 33487	5900 Antenna Site Agreement	12/1/2007	TerreStar Networks Inc.	\$0.00	
116	SBA Towers Inc.	Attn: Site Administrator Broken Sound Parkway, NW 2nd Fl Boca Raton, FL 33487	5900 Antenna Site Agreement	10/12/2007	TerreStar Networks Inc.	\$0.00	
117	Sciemus Space Ltd	Attn: Sima Adhya Building A8 Cody Technology Park Farnborough GU14 0LX, Great Britain	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
118	Scor Global P&C	Attn: Didier Parsoire 1 Avenue Du General De Gaulle 92074 Paris La Defense Cedex, France	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
119	Securitas Security Services USA Inc.	7630 Little River Turnpike #700 Annandale, VA 22003	Security Services Agreement	2/15/2007	TerreStar Networks Inc.	\$2,205.26	
120	Simplexity LLC	Attn: General Counsel 10790 Parkridge Boulevard Suite 200 Reston, VA 20190	Amended and Restated Business Agreement	11/12/2010	TerreStar Networks Inc.	\$0.00	
121	Sommers Motor Generator Sales	101 Woodstock St S Tavistock, ON N0B 2R0 Canada	Purchase Order	9/19/2008	TerreStar Networks Inc.	\$0.00	
122	Sonoran Systems Inc.	Attn: David Barnes 2983 E. Vaughn Avenue Gilbert, AZ 85234	Consulting Agreement	4/20/2009	TerreStar Networks Inc.	\$11,148.39	
123	Sonoran Systems Inc.	Attn: David Barnes 2983 E. Vaughn Avenue Gilbert, AZ 85234	License and System Purchase Agreement	8/31/2002	TerreStar Networks Inc.	\$0.00	
124	South Peace Electronics & Communications L	Attn: Les Urness, Box 486 Valley View T0H 3N0 Alberta Canada	Lease Agreement	10/10/2007	0887729 B.C. Ltd.	\$0.00	
125	Space Systems/ Loral	Attn: Contract Manager, Stephen Smith and Program Manager, KP Bhat 3825 Fabian Way Palo Alto, CA 94303	Contract for construction and delivery of TerreStar-1 satellite	12/12/2007	TerreStar Networks Inc.	\$1,448,411.42	This amount represents the portion of any cure amount which the Debtors and the proposed purchaser of the Debtors' assets have agreed will be paid by the Debtors; any remaining cure amounts will be borne by the proposed purchaser of the Debtors' assets.
126	Space Systems/ Loral	Attn: Contract Manager, Stephen Smith and Program Manager, KP Bhat 3825 Fabian Way Palo Alto, CA 94303	Contract for TerreStar Space-Based Network	1/19/2007	TerreStar Networks Inc.	\$476,500.40	This amount represents the portion of any cure amount which the Debtors and the proposed purchaser of the Debtors' assets have agreed will be paid by the Debtors; any remaining cure amounts will be borne by the proposed purchaser of the Debtors' assets.

IN RE TERRESTAR NETWORKS INC.

Case No. 10-15446

LIST OF CONTRACTS PROPOSED TO BE ASSUMED BY PURCHASER AND PROPOSED CURE AMOUNTS

	Contract Counterparty	Contract Counterparty Address	Name of Contract	Effective Date	Debtor Counterparty	Cure Amount	Comments	
127	Space Systems/ Loral	Attn: Contract Manager, Stephen Smith and Program Manager, KP Bhat 3825 Fabian Way Palo Alto, CA 94303	Contract for construction and delivery of TerreStar-2 satellite.	12/12/2007	TerreStar Networks Inc.	\$3,652,701.33	This amount represents the portion of any cure amount which the Debtors and the proposed purchaser of the Debtors' assets have agreed will be paid by the Debtors; any remaining cure amounts will be borne by the proposed purchaser of the Debtors' assets.	
128	Spacetel Consultancy LLC	Attn: DK Sachdev Jones Hollow Road Vienna, VA 22182	10289	Consulting Agreement	6/21/2007	TerreStar Networks Inc.	\$2,520.78	
129	Special Fire Systems Inc.	Attn: Dusty Baugh 521 N Interurban St Richardson TX 75081-0000	521 N	Purchase order	7/21/2010	TerreStar Networks Inc.	\$0.00	
130	State of Vermont	Attn: Charlie Kremer, Program Manager Vermont Department of Information and Innovation 133 State St., Drawer 33 Montpelier, VT 05633		Research and Development Agreement	6/18/2007	TerreStar Networks Inc.	\$0.00	
131	Strategic Modeling Solutions LLC	Attn: Pete Bade Eagle Chase Circle Chantilly, VA 20151	14074	Consulting Agreement	9/27/2008	TerreStar Networks Inc.	\$0.00	
132	Steve Nguyen	3151 Ashbrook Lane San Ramon CA, 94582		Services Agreement	10/25/2006	TerreStar Networks Inc.	\$0.00	
133	Sun Trust Bank	Attn: Linda Jameson 25 Park Place, NE Atlanta, GA 30303		Bank Services	6/10/2008	TerreStar Networks Inc.	\$0.00	
134	SWSG Construction Management Inc.	1821 Michael Faraday Drive Suite 302 Reston, VA 20190		Architecturel/Engineering and Construction Management Master Services Contract	9/13/2007	TerreStar Networks Inc.	\$63,415.12	
135	Syniverse Technologies Inc.	Attn: Tony G Holcombe Highwoods Palm Way Tampa, FL 33647	8125	Master Subscription Agreement	6/18/2010	TerreStar Networks Inc.	\$9,909.82	
136	Telesat Canada	Attn: Director, Int'l Mktg, Sales & Contracts 1601 Telesat Court Ottawa, Ontario K1B5P4		Satellite Operational Services Agreement	5/11/2007	TerreStar Networks (Canada) Inc.	\$22,200.00	
137	Telesat Canada	Attn. Elaine Robichaud, Associate Sales Director, North-American Enterprises 1601 Telesat Court Ottawa, Ontario K1B5P4		Lease Agreement	6/10/2008	0887729 B.C. Ltd.	\$0.00	
138	Telesat Canada	Attn. Elaine Robichaud, Associate Sales Director, North-American Enterprises 1601 Telesat Court Ottawa, Ontario K1B5P4		Site Hosting and Operation and Maintenance of Satellite Gateway Systems Agreement	4/1/2009	0887729 B.C. Ltd.	\$0.00	
139	Telesat Canada Corporation	Attn: Elaine Robichaud, Associate Sales Director, North-American Enterprises 1601 Telesat Court Ottawa, Ontario K1B5P4		Agreement	7/1/2009	0887729 B.C. Ltd.	\$0.00	
140	TerreStar Solutions Inc.	Attn: Andre Tremblay 1280 Bernard Avenue Suite 300 Outremont, QC H2V 1V9		First Amended and Restated WholeSale Capacity Agreement	10/6/2010	TerreStar Networks (Canada) Inc.	\$0.00	This agreement will be assumed in an amended form, as agreed to by the contract counterparty and the Purchaser.

IN RE TERRESTAR NETWORKS INC.

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LIST OF CONTRACTS PROPOSED TO BE ASSUMED BY PURCHASER AND PROPOSED CURE AMOUNTS

	Contract Counterparty	Contract Counterparty Address	Name of Contract	Effective Date	Debtor Counterparty	Cure Amount	Comments
141	TerreStar Solutions Inc.	Attn: Andre Tremblay 1280 Bernard Avenue Suite 300 Outremont, QC H2V 1V9	Rights and Services Agreement	8/11/2009	TerreStar Networks Inc.	\$0.00	
142	TerreStar Solutions Inc.	Attn: Andre Tremblay 1280 Bernard Avenue Suite 300 Outremont, QC H2V 1V9	Trademark License Agreement	10/25/2009	TerreStar Networks Inc.	\$0.00	
143	The Corp. of The Village of Burns Lake	Attn: Development Services PO Box 570 Burns Lake, BC V0I 1 Canada	Lease Agreement	4/9/2008	0887729 B.C. Ltd.	\$0.00	
144	Tokio Marine & Nichido Fire Ins. Co. Ltd.	Attn: Nobuo Yoshii 2-1 Marunouchi, 1-Chome Chiyoda-Ku Tokyo 100-8050 Japan	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
145	Torus Insurance (Europe) AG	fka Glacier Insurance Ltd. Attn: Morten Pahle 88 Leadenhall Street London EC3A 3BP, Great Britain	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
146	TotalMobile, Inc.	Attn: Kent Hibbard, Mobile Solution Engr 24 Lyman Street Suite 100 Westborough, MA 01581-0000	Customer Contract	5/10/2010	TerreStar Networks Inc.	\$0.00	
147	Unistar-Sparco Computers, Inc.	Attn: Eduardo Perez 7089 Ryburn Drive Millington TN 38053-0000	Reseller Agreement	10/13/2010	TerreStar Networks Inc.	\$0.00	
148	United Concordia	Attn: General Counsel 4401 Deer Path Rd Harrisburg, PA 17110-0000	Insurance Agreement	1/1/2010	TerreStar Networks Inc.	\$0.00	
149	United Radio Inc. dba BlueStar	Attn: Legal Department 3345 Point Pleasant Road Hebron, KY 41048-0000	Distribution Agreement	9/17/2010	TerreStar Networks Inc.	\$0.00	
150	US Defense Information Systems Agency	Attn: Defense Info System Agency PO Box 4502 Attn: Julian T. Allison Arlington, VA 22241-4502	Development Agreement	10/4/2006	TerreStar National Services Inc.	\$0.00	
151	U.S. Department of Justice / Department of Homeland Security	Dept. of Justice, Assistant Attorney General for National Security 950 Pennsylvania Ave., NW National Security Division Washington DC 20530	CALEA Cooperation Agreement	12/2/2009	TerreStar Networks Inc.	\$0.00	
152	USA Tower Inc.	Attn: Charles Whitehead 310 US 13 & 17 South Windsor, NC 27983-0000	Lease Agreement	1/1/2008	TerreStar Networks Inc.	\$0.00	
153	Village of DaFoe	Attn: Rose Jordan Mayor Box 142 Dafoe, SK S0K 1C0 Canada	Operations and Maintenance Agreement	8/29/2007	0887729 B.C. Ltd.	\$0.00	
154	Watkins Syndicate	Attn: Brian Branch Helen's 1 Undershافت London EC3A 8EE UK	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
155	Welch and Rushe Inc.	Attn: Shawna Brady 391 Prince Georges Boulevard Upper Marlboro, MD 20774	Maintenance Agreement	11/1/2009	TerreStar Networks Inc.	\$0.00	

IN RE TERRESTAR NETWORKS INC.
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LIST OF CONTRACTS PROPOSED TO BE ASSUMED BY PURCHASER AND PROPOSED CURE AMOUNTS

	Contract Counterparty	Contract Counterparty Address	Name of Contract	Effective Date	Debtor Counterparty	Cure Amount	Comments
156	Wells Fargo Financial Services	Attn: Customer Service Walnut Mac F4031-050 Des Moines, IA 50309	800 Financial Leasing Contract	5/14/2010	TerreStar Networks Inc.	\$0.00	
157	XL Specialty Insurance Company	Dept: Regulatory Attn: John R Glancy 505 Eagleview Blvd Suite 100 Exton, PA 19341-0636	Insurance Agreement	7/1/2010	TerreStar Networks Inc.	\$0.00	
158	XL Specialty Insurance Company	Attn: John R Glancy 505 Eagleview Blvd Suite 100 Exton, PA 19341-0636	Directors and Officers Insurance	11/8/2009	TerreStar Networks Inc.	\$0.00	