

IT IS THEREFORE ORDERED,

FIRST, that the Respondents shall pay in fines and in remedial compliance measures a civil penalty of \$32,000,000 (thirty-two million dollars), comprised of the amounts stipulated herein and in the following paragraph. One million five-hundred thousand dollars (\$1,500,000) shall be paid to the Department of State and one million dollars (\$1,000,000) shall be paid to the USCS (or its' successor Agency or Bureau) by cashier's check or certified check, within 10 days of the signing of this Order and similar installments totaling \$2,500,000 (two million five-hundred thousand dollars) shall be paid by the same means, on the first, second, third, fourth, fifth, sixth and seventh anniversary of the signing of this Order. The Respondents agree that the effect of any statutory limitation to the collection of the civil penalty imposed by the Consent Agreement and this Order shall be tolled until the last payment is made.

SECOND, of the aforementioned civil penalty of thirty-two million dollars, payment of \$12,000,000 (twelve million dollars) shall be suspended on the condition that Respondent Boeing Satellite Systems, Inc. will apply \$6,000,000 (six million dollars) of this amount and Respondent Hughes Electronics Corporation will apply \$2,000,000 (two million dollars) of this amount, both over a five (5) year period, for the purpose of defraying a portion of the costs associated with the remedial compliance specified in the Consent Agreement and in an agreed "schedule of compliance measures" attached hereto and incorporated herein, including the costs associated with the Special Compliance Official, and implementation of that Official's recommendations. Of the suspended civil penalty, four million dollars (\$4,000,000), consisting of two million dollars (\$2,000,000) each, has already been credited to each Respondent, and has already been invested in strengthened compliance measures that have been identified by the Respondents to the Department. The Respondents will provide annually to the Department on the anniversary of the date of this Order a written accounting(s) of the expenditures associated with this additional penalty. Any failure by a Respondent to use these funds appropriately for applicable remedial compliance or to provide a satisfactory accounting shall result in a lifting of the suspension, in which case such Respondent shall be required to pay immediately a pro-rated amount of its portion of the suspended penalty to the Department and USCS (or its' successor Agency or Bureau).

THIRD, the Respondents shall institute the compliance measures in the Consent Agreement, and shall do so within the deadlines established therein.

FOURTH, that the Charging Letter, the Consent Agreement, the Annexes of Compliance Measures and this Order shall be made available to the public.

This Order becomes effective on the day it is signed.



Lincoln P. Bloomfield, Jr.
Assistant Secretary for
Political-Military Affairs
Department of State

Entered this 4th day of March 2003