

EHOSTAR COMMUNICATIONS CORP
 Form 4
 November 13, 2007

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 ERGEN CHARLES W

2. Issuer Name and Ticker or Trading Symbol
 EHOSTAR COMMUNICATIONS CORP [DISH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 9601 S. MERIDIAN BLVD.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/09/2007

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman and CEO

ENGLEWOOD, CO 80112
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common Stock | | | | (A) or (D) Price | 448,652 ⁽¹⁾ | D | |
| Class A Common Stock | | | | (A) or (D) Price | 235 | I | I ⁽²⁾ |
| Class A Common Stock | | | | (A) or (D) Price | 27,175 | I | I ⁽³⁾ |
| Class A Common Stock | | | | (A) or (D) Price | 18,521 | I | I ⁽⁴⁾ |

Stock

Class A

Common

Stock

1,004

I

I ⁽⁵⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | (A) | (D) | |
| | | | | | | | |
| Class B Common Stock | <u>(6)</u> | 11/09/2006 | | G ⁽⁷⁾ | V | 13,498,856 | Class A Common Stock |
| Class B Common Stock | <u>(6)</u> | 11/09/2006 | | G ⁽⁷⁾ | V | 9,253,705 | Class A Common Stock |
| Class B Common Stock | <u>(6)</u> | 11/09/2007 | | G ⁽⁷⁾ | V | 4,245,151 | Class A Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------|-------|
| | Director | 10% Owner | Officer | Other |
| ERGEN CHARLES W 9601 S. MERIDIAN BLVD. ENGLEWOOD, CO 80112 | X | X | Chairman and CEO | |
| ERGEN CANTEY 9601 S. MERIDIAN BLVD. ENGLEWOOD, CO 80112 | X | | | |

Signatures

/s/ Charles W.
Ergen 11/13/2007

__Signature of Date
Reporting Person

/s/ Cantey M.
Ergen 11/13/2007

__Signature of Date
Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes 350,000 shares previously held by a Grantor Retained Annuity Trust ("GRAT").
- (2) Held by Ms. Cantey Ergen.
- (3) The shares are held by a custodian for the reporting persons' minor children. The reporting persons disclaim beneficial ownership of the shares, except to the extent of their pecuniary interest therein.
- (4) Held by Mr. Charlie Ergen in a 401(k) account.
- (5) Held by Ms. Cantey Ergen in a 401(k) account.
- (6) The holder of the shares of Class B stock may elect to convert any or all of their Class B shares into an equal number of Class A shares at any time for no additional consideration.

On November 9, 2005, the reporting persons established four GRATs, contributing 12,500,000 Class B shares to each, resulting in the transfer of a total of 50,000,000 Class B shares. Pursuant to the terms of the Ergen Two-Year GRAT, 3,892,588 shares were distributed as an annuity to Mr. Ergen on November 9, 2007, with the remaining 4,245,151 shares distributed to trusts for the reporting persons' family members. Pursuant to the terms of the Ergen Three-Year GRAT, 2,418,459 shares were distributed as an annuity to Mr. Ergen on November 9, 2007, with the Ergen-Three Year GRAT retaining 7,371,275 shares. Pursuant to the terms of the Ergen-Four Year GRAT, 1,687,908 shares were distributed as an annuity to Mr. Ergen on November 9, 2007, with the Ergen Four-Year GRAT retaining 8,920,524 shares. Pursuant to the terms of the Ergen Five-Year GRAT, 1,254,750 shares were distributed as an annuity to Mr. Ergen on November 9, 2007, with the Ergen Five-Year GRAT retaining 9,839,104 shares.
- (8) The shares are held in trust for the reporting persons' family members. The reporting persons disclaim beneficial ownership of the shares, except to the extent of their pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.