EchoStar CORP Form 3 June 16, 2008

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement EchoStar CORP [SATS] **RAYNER DAVID** (Month/Day/Year) 06/05/2008 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 90 INVERNESS CIRCLE EAST (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) 10% Owner Director _X_ Form filed by One Reporting _X__ Officer Other Person (give title below) (specify below) ENGLEWOOD, Â COÂ 80112 Form filed by More than One Chief Administrative Officer Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 2. Amount of Securities 4. Nature of Indirect Beneficial 1. Title of Security Beneficially Owned Ownership (Instr. 4) Ownership (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Class A Common Stock Ι $I^{(1)}$ 50 Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not

information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		Securities U	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	Derivative Security	Security: Direct (D) or Indirect	

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				Shares		(I) (Instr. 5)	
Employee Stock Option (Right to Buy) (2)	(3)	12/31/2014	Class A Common Stock	65,000	\$ 28.06	D	Â
Restricted Stock Unit (4)	(5)	09/30/2016	Class A Common Stock	12,000	\$ <u>(6)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
RAYNER DAVID 90 INVERNESS CIRCLE EAST ENGLEWOOD, CO 80112	Â	Â	Chief Administrative Officer	Â		

Signatures

/s/ David Rayner, by Brandon Ehrhart, his Attorney in Fact

06/16/2008

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) By 401(k).
- (2) The option was received in connection with a spin-off of EchoStar Communications Corporation's technology and certain infrastructure assets effective on January 1, 2008 (the "Spin-off").
- (3) The shares underlying the option were 60% vested on the date of grant with the remaining 40% vesting at the rate of 20% per year commencing on December 31, 2008.
- (4) The restricted stock units were received in connection with the Spin-off.
- (5) The grant is subject to achievement of certain performance criteria, was 10% vested on the grant date, and the remaining 90% vests at the rate of 10% per year commencing September 30, 2008 until September 30, 2010, and then at the rate of 20% per year thereafter.
- (6) Each unit converts upon vesting into one share of stock, which will be issued to the reporting person immediately upon vesting.

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.

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