

ECHOSTAR COMMUNICATIONS CORP

Form 4

June 07, 2002

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549
 FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person
 Hesabi-Cartwright, Soraya
 5701 South Santa Fe Drive
 Littleton, CO 80120
 U.S.A.
2. Issuer Name and Ticker or Trading Symbol
 Echostar Communications Corporation
 DISH
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 5/14/02
5. If Amendment, Date of Original (Month/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director () 10% Owner (X) Officer (give title below) () Other
 (specify below)
 Senior Vice President of Customer Service and Human Resources
7. Individual or Joint/Group Filing (Check Applicable Line)
 (X) 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	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D)		Price	5. Amount of Securities Beneficially Owned at End of Month
			Amount	A/D		
Class A Common Stock	5/14/02	S	47,686	D	\$24.6757	
Class A Common Stock	5/17/02	M	34,620	A	\$2.125	
Class A Common Stock	5/17/02	S	34,620	D	\$24.8003	
Class A Common Stock	5/17/02	M	14,544	A	\$2.75	
Class A Common Stock	5/17/02	S	14,544	D	\$24.8003	
Class A Common Stock	5/17/02	M	3,150	A	\$6.00	
Class A Common Stock	5/17/02	S	3,150	D	\$24.8003	2,550

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									19,500	
									12,129	

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transaction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Percentage of Total Shares Owned
Employee Stock Option (Right to Buy)	\$2.125	5/17/02	M	18,816	D (3) (7)	Class A Common Stock	18,816
Employee Stock Option (Right to Buy)	\$2.125	5/17/02	M	15,804	D (4) (7)	Class A Common Stock	15,804
Employee Stock Option (Right to Buy)	\$2.75	5/17/02	M	14,544	D (5) (7)	Class A Common Stock	14,544
Employee Stock Option (Right to Buy)	\$6.00	5/17/02	M	3,150	D (6) (7)	Class A Common Stock	3,150

Explanation of Responses:

(1) The number of shares in column 5 represents the total number of shares purchased by the reporting person through EchoStar Communications Corporation's 1997 Employee Stock Purchase Plan to date.

(2) During March 2000, the Company issued additional shares of Class A Common Stock to EchoStar Communications Corporation's 401(k) Employees' Savings Plan (the "Plan"). The number of shares reported in column 5 represents the total number of shares allocated to the reporting person's account through the Plan to date. The reporting person has dispositive, but no voting power with respect to the shares.

(3) The shares underlying the option, listed in column 5, vest at the rate of 20% per year, commencing on February 12, 1998.

(4) The shares underlying the option, listed in column 5, vest at the rate of 20% per year, commencing on December 22, 1996.

(5) The shares underlying the option, listed in column 5, vest at the rate of 20% per year, commencing on March 31, 1999.

(6) The shares underlying the option, listed in column 5, vest at the rate of

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20% per year, commencing on March
31,
2000.

(7) Each portion of the option expires five years from the date on which that
portion of the option first becomes
exercisable.

SIGNATURE OF REPORTING PERSON

Soraya Hesabit-Cartwright

DATE

6/3/02