

PROSPECTUS SUPPLEMENT #2
(TO PROSPECTUS DATED JUNE 30, 2000)

FILED PURSUANT TO RULE 424(b)(3)
REGISTRATION NO. 333-31894

ECHOSTAR COMMUNICATIONS CORPORATION
\$1,000,000,000
4 7/8% CONVERTIBLE SUBORDINATED NOTES DUE 2007

This prospectus supplement relates to the offer and sale from time to time by certain selling securityholders of our 4 7/8% Convertible Subordinated Notes due 2007 and the shares of our class A common stock into which the convertible notes are convertible.

This prospectus supplement should be read in conjunction with the prospectus dated June 30, 2000, which is to be delivered with this prospectus supplement. The definitions for any capitalized terms used in this prospectus supplement are included in the prospectus.

SELLING SECURITYHOLDERS

The information in the table included under the heading "Selling Securityholders" in the prospectus is superceded in part by the information appearing in the following table:

NAME	PRINCIPAL AMOUNT OF CONVERTIBLE NOTES BENEFICIALLY OWNED AND OFFERED HEREBY	SHARES OF CLASS A COMMON STOCK OWNED PRIOR TO THE OFFERING	SHARES OF CLASS A COMMON STOCK OFFERED HEREBY (1)
Allegheny Teledyne Inc. Pension Plan	\$2,950,000		64,921
Allstate Insurance Company	\$2,500,000		55,018
Associated Electric & Gas Insurance Services Limited	\$1,300,000		28,609
Bear Stearns & Co., Inc.	\$5,500,000		121,039
Berger Growth and Income Fund	\$14,831,000		326,386
Berger IPT Growth & Income Fund	\$1,093,000		24,054
BPAmoco PLC. Master Trust	\$1,843,000		40,559
The Estate of James Campbell	\$1,042,000		22,931

NAME	PRINCIPAL AMOUNT OF CONVERTIBLE NOTES BENEFICIALLY OWNED AND OFFERED HEREBY	SHARES OF CLASS A COMMON STOCK OWNED PRIOR TO THE OFFERING	SHARES OF CLASS A COMMON STOCK OFFERED HEREBY (1)
Champion International Corporation	\$738,000		16,241
Colgate-Palmolive Company Retirement Trust	\$1,000,000		22,007
Credit Suisse First Boston	\$5,297,000		116,571
Epsilon Global Active Value Fund LP	\$600,000		13,204
Epsilon Global Active Value Fund LTD.	\$5,400,000		118,838
Fidelity Charles Street Trust: Fidelity Asset Manager: Growth	\$850,000		18,706
Golden Rule Financial Company	\$1,750,000		38,512
Frederic C. Hamilton	\$500,000		11,004
Hotel Union & Hotel Industry of Hawaii	\$586,000		12,896
ITG Inc.	\$170,000		3,741
Jefferies & Co.	\$13,000		286
KBC Financial Products	\$12,000,000		264,085
Louisiana Workers' Compensation Corp.	\$500,000		11,004
Mark IV Industries, Inc. and Subsidiaries Master Trust	\$1,200,000		26,408
MaryLand State Retirement Fund	\$17,094,000		376,188
Merrill Lynch International Ltd.	\$16,400,000		360,915
Mount Sinai School of Medicine	\$600,000		13,204
Nicholas- Applegate Convertible Fund	\$1,572,000		34,595
Oppenheimer Convertible Securities Fund	\$12,000,000		264,085
John M. Olin Foundation, Inc.	\$600,000		13,204
PGEP IV, LLC	\$142,000		3,125
Pilgrim Convertible Fund	\$5,557,000		122,293
Pitney Bowes Retirement Fund	\$5,900,000		129,842
Sagamore Hill Hub Fund Ltd.	\$2,500,000		55,018
Tracor, Inc., Employees Retirement Plan	\$210,000		4,621
U.S. Olympic Foundation	\$500,000		11,004
Viacom Inc. Pension Plan Master Trust	\$84,000		1,849

NAME	PRINCIPAL AMOUNT OF CONVERTIBLE NOTES BENEFICIALLY OWNED AND OFFERED HEREBY	SHARES OF CLASS A COMMON STOCK OWNED PRIOR TO THE OFFERING	SHARES OF CLASS A COMMON STOCK OFFERED HEREBY (1)
Other current and future holders of convertible notes (2)	(\$196,737,000)		(4,329,599)

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- (1) Assumes a conversion price of \$45.44 per share and the payment of cash in lieu of fractional shares.
- (2) Information concerning other selling securityholders, including current holders of convertible notes for which we have not received current information regarding their holdings of convertible notes and class A common stock, or information reflecting transfers of their convertible notes and class A common stock to other selling securityholders, will be included in supplements to this prospectus, if required. For purposes of this table, we have assumed that such holders do not beneficially own any other shares of class A common stock, other than the shares issuable upon conversion of the convertible notes.

SEE "RISK FACTORS" BEGINNING ON PAGE 7 OF THE PROSPECTUS FOR CERTAIN RISKS YOU SHOULD CONSIDER BEFORE YOU PURCHASE ANY CONVERTIBLE NOTES OR SHARES OF CLASS A COMMON STOCK.

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Neither the SEC nor any state securities commission has approved or determined whether the prospectus or this prospectus supplement is truthful or complete. Nor have they made, nor will they make, any determination as to whether anyone should buy these securities. Any representation to the contrary is a criminal offense.
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The date of this prospectus supplement is August 7, 2000