

**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 Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>KELLY MICHAEL</u>  (Last) (First) (Middle) 9601 S. MERIDIAN BLVD.  (Street) ENGLEWOOD CO 80112  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>DISH Network CORP [ DISH ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) EVP
	3. Date of Earliest Transaction (Month/Day/Year) 05/16/2008	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	05/16/2008		M		45,386	A	\$24.01	122,869 <sup>(1)</sup>	D	
Class A Common Stock	05/16/2008		M		40,000	A	\$25.07	162,869	D	
Class A Common Stock	05/16/2008		M		34,600	A	\$25.56	197,469	D	
Class A Common Stock	05/16/2008		S		36,101	D	\$33.5	161,368	D	
Class A Common Stock	05/16/2008		S		800	D	\$33.51	160,568	D	
Class A Common Stock	05/16/2008		S		400	D	\$33.52	160,168	D	
Class A Common Stock	05/20/2008		S		800	D	\$33.53	159,368	D	
Class A Common Stock	05/16/2008		S		6,900	D	\$33.54	152,468	D	
Class A Common Stock	05/16/2008		S		1,900	D	\$33.55	150,568	D	
Class A Common Stock	05/16/2008		S		1,700	D	\$33.56	148,868	D	
Class A Common Stock	05/16/2008		S		2,400	D	\$33.57	146,468	D	
Class A Common Stock	05/16/2008		S		2,200	D	\$33.58	144,268	D	
Class A Common Stock	05/16/2008		S		100	D	\$33.59	144,168	D	
Class A Common Stock	05/16/2008		S		1,075	D	\$33.6	143,093	D	
Class A Common Stock	05/16/2008		S		3,500	D	\$33.61	139,593	D	
Class A Common Stock	05/16/2008		S		13,955	D	\$33.63	125,638	D	
Class A Common Stock	05/16/2008		S		7,500	D	\$33.64	118,138	D	
Class A Common Stock	05/16/2008		S		12,973	D	\$33.65	105,165	D	
Class A Common Stock	05/16/2008		S		2,500	D	\$33.66	102,665	D	
Class A Common Stock	05/16/2008		S		1,483	D	\$33.67	101,182	D	
Class A Common Stock	05/16/2008		S		3,342	D	\$33.69	97,840	D	
Class A Common Stock	05/16/2008		S		5,263	D	\$33.7	92,577	D	
Class A Common Stock	05/15/2008		S		1,394	D	\$33.71	91,183	D	
Class A Common Stock	05/16/2008		S		900	D	\$33.81	90,283	D	
Class A Common Stock	05/16/2008		S		2,600	D	\$33.82	87,683	D	
Class A Common Stock	05/16/2008		S		4,800	D	\$33.83	82,883	D	
Class A Common Stock	05/16/2008		S		2,700	D	\$33.84	80,183	D	
Class A Common Stock	05/16/2008		S		1,350	D	\$33.85	78,833	D	
Class A Common Stock	05/16/2008		S		1,350	D	\$33.86	77,483	D	
Class A Common Stock								3,500	I	I <sup>(2)</sup>

**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 Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	\$24.01	05/16/2008		M			45,386	(3)	03/31/2013	Class A Common Stock	45,386	\$0	14,614	D	
Employee Stock Option (Right to Buy)	\$25.07	05/16/2008		M			40,000	(4)	06/30/2015	Class A Common Stock	40,000	\$0	60,000	D	
Employee Stock Option (Right to Buy)	\$25.56	05/16/2008		M			34,600	(5)	06/30/2014	Class A Common Stock	34,600	\$0	165,400	D	

**Explanation of Responses:**

- Includes 6,782 shares acquired under the Company's Employee Stock Purchase Plan.
- Gift to minor children who share the reporting person's household. The reporting person disclaims beneficial ownership of the securities held by his children, and this report should not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purposes.
- The shares underlying the option vest at the rate of 20% per year commencing on March 31, 2004.
- The shares underlying the option vest at the rate of 20% per year commencing on June 30, 2006.
- The shares underlying the option vest at the rate of 20% per year commencing on June 30, 2005.

**Remarks:**

Due to SEC rules limiting the number of transactions that can be reported on a single Form 4, this Form 4 is part 1 of 2 for transactions effected by the reporting person on May 16, 2008.

/s/ Michael Kelly, by Brandon Ehrhart, his Attorney in Fact      05/20/2008

\*\* Signature of Reporting Person      Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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