

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>Carlson W. Erik</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) <u>EVP, DNS & Service Operations</u>
	3. Date of Earliest Transaction (Month/Day/Year) 05/12/2011	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	05/12/2011		M		45,000	A	\$9.09	45,675 ⁽¹⁾	D	
Class A Common Stock	05/12/2011		M		79,999	A	\$9.09	125,674 ⁽¹⁾	D	
Class A Common Stock	05/12/2011		S		124,999	D	\$29.01 ⁽²⁾	675 ⁽¹⁾	D	
Class A Common Stock								806	I	I ⁽³⁾

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
Employee Stock Option (Right to Buy)	\$9.09	05/12/2011		M			45,000	(4)	03/31/2017	Class A Common Stock	45,000	\$0	225,000	D	
Employee Stock Option (Right to Buy)	\$9.09	05/12/2011		M			79,999	(5)	12/31/2018	Class A Common Stock	79,999	\$0	120,000	D	

Explanation of Responses:

- Includes shares acquired under the Company's Employee Stock Purchase Plan.
- Based upon a weighted average purchase price. The shares reported in this transaction were sold at prices ranging between \$29.00 and \$29.24. Information regarding the number of shares sold at each separate price will be made available upon request by the staff of the Securities and Exchange Commission, the issuer, or a security holder of the issuer.
- By 401(k).
- The remaining portion of the grant is subject to achievement of certain performance criteria prior to December 31, 2015 and will vest based on achievement of such criteria. The performance criteria are not tied to the market price of the Issuer's securities.
- The shares underlying the option vest at the rate of 20% per year, commencing on December 31, 2009.

Remarks:

/s/ W. Erik Carlson, by Brandon E. Ehrhart, his Attorney in Fact 05/16/2011

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.