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## FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
|----------------------------------------|
| Section 16. Form 4 or Form 5           |
| bligations may continue. See           |
| nstruction 1(b).                       |
|                                        |

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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
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| 1. Name and Address of Reporting Person*<br><u>JACKSON MARK W</u><br>(Last) (First) (Middle)<br>9601 SOUTH MERIDIAN BOULEVARD | 2. Issuer Name and Ticker or Trading Symbol<br>ECHOSTAR COMMUNICATIONS CORP<br>[ DISH ]<br>3. Date of Earliest Transaction (Month/Day/Year)<br>02/14/2006 |                        | tionship of Reporting Pe<br>all applicable)<br>Director<br>Officer (give title<br>below)<br>Pres EchoStar T | 10% Owner<br>Other (specify<br>below) |
|-------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|-------------------------------------------------------------------------------------------------------------|---------------------------------------|
| (Street)<br>ENGLEWOOD CO 80112<br>(City) (State) (Zip)                                                                        | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                                                                                  | 6. Indiv<br>Line)<br>X | ridual or Joint/Group Fili<br>Form filed by One Re<br>Form filed by More th<br>Person                       | porting Person                        |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   | 4. Securities<br>Disposed Of<br>5) |               |                   | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--------------------------------------------|-------------------------------------------------------------|-----------------------------|---|------------------------------------|---------------|-------------------|---------------------------------------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------------------------|
|                                 |                                            |                                                             | Code                        | v | Amount                             | (A) or<br>(D) | Price             | Transaction(s)<br>(Instr. 3 and 4)                                        |                                                                   | (1150.4)                                                          |
| Class A Common Stock            | 02/14/2006                                 |                                                             | <b>M</b> <sup>(1)</sup>     |   | 8,666                              | A             | \$ <mark>6</mark> | 9,016                                                                     | D                                                                 |                                                                   |
| Class A Common Stock            | 02/14/2006                                 |                                                             | <b>S</b> <sup>(1)</sup>     |   | 8,666                              | D             | \$28              | 350                                                                       | D                                                                 |                                                                   |
| Class A Common Stock            |                                            |                                                             |                             |   |                                    |               |                   | 12,039                                                                    | Ι                                                                 | <b>I</b> <sup>(2)</sup>                                           |

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of<br>Deri<br>Sec<br>Acq<br>(A) (<br>Disp<br>of (I | oosed<br>D)<br>tr. 3, 4 | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | ate                | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                                        | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------------------|---|----------------------------------------------------|-------------------------|------------------------------------------------|--------------------|--------------------------------------------------------------------------------------------------|----------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------|
|                                                     |                                                                       |                                            |                                                             | Code                         | v | (A)                                                | (D)                     | Date<br>Exercisable                            | Expiration<br>Date | Title                                                                                            | Amount<br>or<br>Number<br>of<br>Shares |                                                     |                                                                                                                            |                                                                          |                                                                    |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$6                                                                   | 02/14/2006                                 |                                                             | <b>M</b> <sup>(1)</sup>      |   |                                                    | 666                     | (3)                                            | (4)                | Class A<br>Common<br>Stock                                                                       | 666                                    | \$0                                                 | 223,334                                                                                                                    | D                                                                        |                                                                    |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy)    | \$6                                                                   | 02/14/2006                                 |                                                             | <b>M</b> <sup>(1)</sup>      |   |                                                    | 8,000                   | (3)                                            | (4)                | Class A<br>Common<br>Stock                                                                       | 8,000                                  | \$0                                                 | 72,000                                                                                                                     | D                                                                        |                                                                    |

Explanation of Responses:

1. The sale reported in this form 4 was effected pursuant to a Rule 10b5-1 trading plan.

2. By 401(k).

3. The shares underlying the option vest at the rate of 20% per year, commencing on March 31, 2000.

4. Each portion of the option expires five years from the date on which that portin of the option first becomes exercisable.

#### Remarks:

### /s/ Mark W. Jackson by Robert

Rehg, his Attorney In Fact

02/16/2006

\*\* Signature of Reporting Person Date

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

 $^{\ast}$  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.