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ECHOSTAR COMMUNICATIONS CORP  
Form 8-K  
May 22, 2001

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K  
CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 21, 2001

ECHOSTAR COMMUNICATIONS CORPORATION  
(Exact name of registrant as specified in charter)

NEVADA	0-26176	88-0336997
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

5701 S. SANTA FE DRIVE	
LITTLETON, COLORADO	80120
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (303) 723-1000

ITEM 5. OTHER EVENTS

EchoStar Communications Corporation ("EchoStar") announced on May 21, 2001 that it is offering \$1 billion aggregate principal amount of Convertible Subordinated Notes due 2008, in accordance with Securities and Exchange Commission Rule 144A.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ECHOSTAR COMMUNICATIONS CORPORATION

Dated: May 21, 2001

By: /s/ David K. Moskowitz

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David K. Moskowitz,  
Senior Vice President and General  
Counsel

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EXHIBITS INDEX

Exhibit -----	Description -----
99.1	Press Release, dated May 21, 2001, issued by EchoStar announcing \$1 billion Rule 144A Offering.