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| <u>/s/ M. LaVoy Robison</u><br>M. LaVoy Robison | Director | December 15, 2010 |
| <u>Larry E. Romrell</u>                         | Director | December , 2010   |
| <u>Andrea L. Wong</u>                           | Director | December , 2010   |

II-4

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| 4.1  | Specimen Certificate for shares of Liberty Starz Series A common stock, par value \$.01 per share, of the Registrant (incorporated by reference to Exhibit 4.1 to Amendment No. 2 to the Registrant's Registration Statement on Form 8-A (File No. 001-33982) as filed on November 20, 2009). |
| 4.2  | Specimen Certificate for shares of Liberty Interactive Series A common stock, par value \$.01 per share, of the Registrant (incorporated by reference to Exhibit 4.3 to the Registrant's Statement on Form S-4 (File No. 333-145936) as filed October 7, 2007).                               |
| 5.1  | Opinion of Baker Botts L.L.P. as to the legality of the securities being registered   |
| 23.1 | Consent of KPMG LLP   |
| 23.2 | Consent of Ernst & Young LLP  |
| 23.3 | Consent of Baker Botts L.L.P. (included in Exhibit 5.1)   |
| 24.1 | Power of Attorney (begins page II-3)  |

II-5

December 15, 2010

Liberty Media Corporation  
12300 Liberty Boulevard  
Englewood, CO 80112

Re: Liberty Media Corp. Registration Statement on Form S-8

Ladies and Gentlemen:

This opinion is being furnished in connection with the filing by Liberty Media Corp., a Delaware corporation (the "Company"), with the Securities and Exchange Commission of a Registration Statement on Form S-8 (the "Registration Statement") under the Securities Act of 1933, as amended (the "Securities Act"). The Company has requested our opinion concerning the status under Delaware law of the 202,000 shares (the "Series A LSTZ Shares") of the Company's Series A Liberty Starz common stock, par value \$.01 per share (the "Series A LSTZ Common Stock"), and the 600,000 shares (together with the Series A LSTZ Shares, the "Shares") of the Company's Series A Liberty Interactive common stock, par value \$.01 per share (the "Series A LINT Common Stock"), included in the Registration Statement, that may be issued pursuant to the terms of the Liberty Media Corporation 2007 Incentive Plan (the "Plan").

For purposes of our opinion, we have examined and are familiar with originals or copies, certified or otherwise identified to our satisfaction, of the following documents:

1. Restated Certificate of Incorporation of the Company, as currently in effect;
2. Bylaws of the Company, as currently in effect;
3. Resolutions of the Company's Board of Directors authorizing the issuance of the Shares pursuant to the terms of the Plan and the preparation and filing of the Registration Statement under the Securities Act; and
4. The Plan.

In our examination, we have assumed the genuineness of all signatures, the legal capacity of natural persons, the authenticity of all documents submitted to us as originals, the conformity to original documents of all documents submitted to us as copies and the authenticity of the originals of such copies. We have also assumed that: (i) all of the Shares will be issued for the consideration permitted under the Plan as currently in effect, and none of such Shares will be issued for less than \$.01 per share; (ii) all actions required to be taken under the Plan by the Board of Directors of the Company (or any committee thereof) have been or will be taken by the Board of Directors of the Company (or any committee thereof); and (iii) at the time of issuance of the Shares under the Plan, the Company shall continue to have sufficient authorized and unissued

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shares of Series A LSTZ Common Stock and Series A LINT Common Stock reserved for issuance thereunder.

Based upon and subject to the foregoing, we are of the opinion that:

1. The Shares are duly authorized for issuance.
2. If and when any Shares are issued in accordance with the requirements of the Plan and assuming the continued updating and effectiveness of the Registration Statement and the completion of any necessary action to permit such issuance to be carried out in accordance with applicable securities laws, such Shares will be validly issued, fully-paid and non-assessable.

This opinion is limited to the General Corporation Law of the State of Delaware and federal securities laws. We express no opinion with respect to the laws of any other jurisdiction.

We hereby consent to the filing of this opinion as an exhibit to the Registration Statement. In so doing, we do not admit that we are in the category of persons whose consent is required under Section 7 of the Securities Act or the rules and regulations of the Securities and Exchange Commission promulgated thereunder.

Very truly yours,

/s/ Baker Botts L.L.P.  
BAKER BOTTS L.L.P.

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The Board of Directors  
Liberty Media Corporation:

We consent to the incorporation by reference, in the registration statement on Form S-8 regarding the Liberty Media Corporation 2007 Incentive Plan, of our report, which appears on Form 10-K, dated February 25, 2010, with respect to the consolidated balance sheets of Liberty Media Corporation and subsidiaries as of December 31, 2009 and 2008, and the related consolidated statements of operations, comprehensive earnings, cash flows, and equity for each of the years in the three ~~year~~

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