



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
445 TWELFTH STREET, S.W.
WASHINGTON, D.C. 20554

DA 08-1477

News media information 202/418-0500 Fax-On-Demand 202/418-2830 Internet: <http://www.fcc.gov> <ftp.fcc.gov>

Released: June 24, 2008

SPRINT NEXTEL CORPORATION AND CLEARWIRE CORPORATION SEEK FCC CONSENT TO TRANSFER CONTROL OF LICENSES AND AUTHORIZATIONS

WT Docket No. 08-94

PLEADING CYCLE ESTABLISHED

Petitions to Deny Due: July 24, 2008
Oppositions Due: August 4, 2008
Replies Due: August 11, 2008

I. INTRODUCTION

Sprint Nextel Corporation (“Sprint”) and Clearwire Corporation (“Clearwire”) (collectively, “the Applicants”) have filed a series of applications pursuant to Section 310(d) of the Communications Act of 1934, as amended.¹ In these applications, the Applicants seek Commission approval of the transfer of control of licenses, authorizations, and *de facto* transfer spectrum leases held by Sprint and Clearwire to a new wireless broadband company called Clearwire Corporation (“New Clearwire”).²

Under the proposed merger, all of Clearwire’s current Commission-authorized license and leaseholding subsidiaries will become directly held by Clearwire MergerSub LLC (“Clearwire MergerSub”) and indirectly held by Clearwire Venture LLC, a direct wholly-owned subsidiary of New Clearwire, the new publicly-traded corporation.³ The surviving Clearwire company will continue to own the stock of its subsidiaries, and its subsidiaries will continue to hold all of the FCC authorizations and spectrum leases that they held prior to the merger. Sprint will transfer control of its wholly-owned subsidiaries that hold all of Sprint’s respective 2.5 GHz related assets to Clearwire Venture LLC, the direct wholly owned subsidiary of New Clearwire.⁴ Upon this transfer, Sprint will receive shares of New

¹ 47 U.S.C. § 310(d).

² See Description of the Transaction and Public Interest Statement, File No. 0003462540 (amended Jun. 24, 2008) (“Public Interest Statement”) at 3. Applicants also seek Commission approval of certain intermediate *pro forma* assignments involving Sprint licenses and leases that must take place in order to transfer only limited liability companies (“LLCs”) and LLC units to Clearwire MergerSub. *Id.* at 8-12.

³ *Id.* at 8.

⁴ *Id.*

Clearwire amounting to an approximate 51 percent ownership, resulting in Sprint obtaining majority ownership of New Clearwire at the closing.⁵

These transfer of control applications pertain specifically to Broadband Radio Service (“BRS”) and Educational Broadband Service (“EBS”) licenses and leases in the 2.5 GHz Band, point-to-point microwave and Local Multipoint Distribution Service (“LMDS”) stations licensed under Part 101 of the Commission’s Rules, and Cable Television Relay Service (“CARS”) licenses issued under Part 78 of the Commission’s Rules. Sprint also has wireless radio licenses in the 800 MHz, 900 MHz, 1.9 GHz and 2.3 GHz bands.

II. SECTION 310(d) APPLICATIONS

The following applications for consent to the transfer of control of licenses to New Clearwire have been assigned the file numbers listed below.

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0003367640	Fixed Wireless Holdings, LLC	B012
0003368271	Clearwire Spectrum Holdings, LLC	B359
0003368272	Clearwire Spectrum Holdings II, LLC	B085
0003368277	DCT Los Angeles, LLC	WGX394
0003368281	BWC Spectrum, LLC	B024
0003368283	SFT Spectrum, LLC	WHJ893
0003368578	Winbeam, Inc.	B117
0003368583	Clearwire Hawaii Partners Spectrum, LLC	B192
0003462540	Nextel Spectrum Acquisition Corp.	B003
0003462970	Alda Wireless Holdings, Inc.	KEW74
0003462971	Alda Tucson, Inc.	WMH229
0003462973	American Telecasting of Bismark, Inc.	B045
0003462975	American Telecasting of Fort Collins, Inc.	B149
0003462976	American Telecasting of Cincinnati, Inc.	B081
0003462978	American Telecasting of Lincoln, Inc.	B256
0003462981	American Telecasting of Little Rock, Inc.	WHT723
0003462982	American Telecasting of Minnesota, Inc.	B138
0003462984	American Telecasting of Monterey, Inc.	B397
0003462992	American Telecasting of Salem/Eugene, Inc.	B133
0003462994	American Telecasting of Redding, Inc.	B371
0003462996	Alda Gold, Inc.	WDU206
0003462997	American Telecasting of Toledo, Inc.	KFK31
0003463000	Broadcast Cable, Inc.	WLW814
0003463001	American Telecasting of Youngstown, Inc.	B484
0003463007	LA MDS, LLC	WHD479
0003463008	American Telecasting of Bend, Inc.	WHA674
0003463010	People’s Choice TV of Houston, Inc.	WLK305
0003463012	Cherokee Wireless of Knoxville, Inc.	WLW953
0003463013	PCTV Gold, Inc.	B015
0003463014	WBSCB Licensing Corporation	B097

⁵ *Id.*

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0003463015	WBSM Licensing Corporation	B289
0003463023	WBSB Licensing Corporation	B050
0003463031	WBSK Licensing Corporation	B231
0003463032	American Telecasting of Denver, Inc.	WLK321
0003463042	WBSY Licensing Corp.	B228
0003463049	American Telecasting of Lansing, Inc.	B241
0003463053	Wireless Cable of Indianapolis, Inc.	WHT673
0003463059	American Telecasting of Michiana, Inc.	B126
0003463072	American Telecasting of Anchorage, Inc.	WMX713
0003463089	American Telecasting of Portland, Inc.	B358
0003463101	American Telecasting of Sheridan, Inc.	WLW820
0003463117	Bay Area Cablevision, Inc.	KFF81
0003463136	Kennewick Licensing, LLC	WNTJ460
0003463139	People's Choice TV of Albuquerque, Inc.	KFK32
0003463161	SF MDS, LLC	WLK228
0003463168	TTI Acquisition Corp.	WLW738
0003463175	WBSH Licensing Corporation	B188
0003463182	WBSWP Licensing Corporation	B469
0003463199	American Telecasting of Columbus, Inc.	B095
0003463209	American Telecasting Development, Inc.	B002
0003463224	American Telecasting of Jackson, Inc.	B209
0003463250	American Telecasting of Medford, Inc.	B288
0003463272	American Telecasting of Oklahoma, Inc.	B472
0003463274	American Telecasting of Colorado Springs, Inc.	B089
0003463299	American Telecasting of Seattle, Inc.	WLX546
0003463308	American Telecasting of Green Bay, Inc.	B018
0003463449	American Telecasting of Nebraska, Inc.	WMH765
0003463451	ATL MDS, LLC	WGW309
0003463456	American Telecasting of Yuba City, Inc.	B485
0003463460	Fresno MMDS Associates	WHT715
0003463461	FMA Licensee Subsidiary, Inc.	B291
0003463469	NY MDS, LLC	WLK227
0003463470	People's Choice TC of Tucson, Inc.	WHT696
0003463471	Sprint (Bay Area), Inc.	WHT700
0003463475	WBSE Licensing Corporation	B134
0003463478	WBSR Licensing Corporation	B385
0003463479	Wireless Broadband Services of America, LLC	WGW352
0003463480	Preferred Entertainment, Inc.	WHT641
0003463566	Sprint Wireless Broadband Company, LLC	B043
0003463640	WBSFP Licensing Corporation	B152
0003463652	WBSS Licensing Corporation	WHT689
CAR-20080624AA-09	Fixed Wireless Holdings, LLC	WLY740
CAR-20080624AB-09	Fixed Wireless Holdings, LLC	WLY828

The following applications for consent to the transfer of control of *de facto* transfer spectrum leases to New Clearwire have been assigned the file numbers listed below.

<u>File No.</u>	<u>Lessee</u>	<u>Lead Lease ID Number</u>
0003368625	Clearwire Spectrum Holdings, LLC	L000000240
0003368626	Clearwire Spectrum Holdings II, LLC	L000000886
0003368628	Fixed Wireless Holdings, LLC	L000000063
0003368649	Clearwire Hawaii Partners Spectrum, LLC	L000001566
0003462755	Nextel Spectrum Acquisition Corp.	L000000005
0003463035	American Telecasting of Denver, Inc.	L000002648
0003463050	American Telecasting of Lansing, Inc.	L000002690
0003463060	American Telecasting of Michiana, inc.	L000001625
0003463062	American Telecasting of Ft. Collins, Inc.	L000002395
0003463068	American Telecasting of Lincoln, Inc.	L000002703
0003463080	American Telecasting of Redding, Inc.	L000002487
0003463085	Alda Wireless Holdings, Inc.	L000000268
0003463092	American Telecasting of Fort Myers, Inc.	L000002337
0003463093	Broadcast Cable, Inc.	L000002011
0003463094	American Telecasting of Little Rock, Inc.	L000000186
0003463100	People's Choice TV of Houston, Inc.	L000001677
0003463103	American Telecasting of Sheridan, Inc.	L000002493
0003463105	SpeedChoice of Detroit, Inc.	L000001759
0003463106	American Telecasting of Anchorage, Inc.	L000002488
0003463107	American Telecasting of Monterey, Inc.	L000000225
0003463111	Cherokee Wireless of Knoxville, Inc.	L000000239
0003463112	PCTV Gold II, LLC	L000000193
0003463115	People's Choice TV of St. Louis, Inc.	L000002312
0003463118	WBSY Licensing Corp.	L000003476
0003463122	Bay Area Cablevision, Inc.	L000002688
0003463124	SpeedChoice of Phoenix, Inc.	L000001990
0003463147	People's Choice TV of Albuquerque, Inc.	L000001777
0003463195	Wireless Broadcasting Systems of Sacramento, Inc.	L000000468
0003463208	American Telecasting of Columbus, Inc.	L000001638
0003463261	American Telecasting of Medford, Inc.	L000002516
0003463426	American Telecasting of Seattle, Inc.	L000002685
0003463757	Wireless Broadcasting Systems of America, Inc.	L000003674
0003463785	American Telecasting Development, Inc.	L000000259
0003463786	American Telecasting of Green Bay, Inc.	L000002048
0003463787	American Telecasting of Louisville, Inc.	L000000262
0003463788	American Telecasting of Santa Barbara, Inc.	L000003594
0003463791	American Telecasting of Yuba City, Inc.	L000002700
0003463792	Sprint (Bay Area), Inc.	L000000341
0003463793	Wireless Broadband Services of America, LLC	L000001595
0003463811	Fresno MMDS Associates	L000000485
6027EDSL08	Fixed Wireless Holdings, LLC (sublessee)	L000002488
6028BRSL08	Fixed Wireless Holdings, LLC (sublessee)	L000000255

III. *EX PARTE* STATUS OF THIS PROCEEDING

Pursuant to Section 1.1200(a) of the Commission's rules,⁶ the Commission may adopt modified or more stringent *ex parte* procedures in particular proceedings if the public interest so requires. We announce that this proceeding will be governed by permit-but-disclose *ex parte* procedures that are applicable to non-restricted proceedings under Section 1.1206 of the Commission's rules.⁷

Parties making oral *ex parte* presentations are directed to the Commission's statement reemphasizing the public's responsibility in permit-but-disclose proceedings and are reminded that memoranda summarizing the presentation must contain the presentation's substance and not merely list the subjects discussed.⁸ More than a one- or two-sentence description of the views and arguments presented is generally required.⁹ Other rules pertaining to oral and written presentations are set forth in Section 1.1206(b) as well.¹⁰ We urge parties to use the Electronic Comment Filing System ("ECFS") to file *ex parte* submissions.¹¹

IV. GENERAL INFORMATION

The transfer of control applications referenced herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or policies. Final action on these applications will not be taken earlier than thirty-one days following the date of this Public Notice.¹²

Interested parties must file petitions to deny no later than July 24, 2008. Persons and entities that file petitions to deny become parties to the proceeding. They may participate fully in the proceeding, including seeking access to any confidential information that may be filed under a protective order, seeking reconsideration of decisions, and filing appeals of a final decision to the courts. Oppositions to such pleadings must be filed no later than August 4, 2008. Replies to such pleadings must be filed no later than August 11, 2008. All filings concerning matters referenced in this Public Notice should refer to DA 08-1477 and WT Docket No. 08-94, as well as the specific file numbers of the individual applications or other matters to which the filings pertain.

Under the Commission's current procedures for the submission of filings and other documents,¹³ submissions in this matter may be filed electronically (*i.e.*, though ECFS) or by hand delivery to the Commission's Massachusetts Avenue location.

⁶ 47 C.F.R. § 1.1200(a).

⁷ *Id.* § 1.1206.

⁸ See Commission Emphasizes the Public's Responsibilities in Permit-But-Disclose Proceedings, *Public Notice*, 15 FCC Rcd 19945 (2000).

⁹ See 47 C.F.R. § 1.1206(b)(2).

¹⁰ *Id.* § 1.1206(b).

¹¹ See discussion *infra* Part V.

¹² See 47 U.S.C. § 309(b).

¹³ See Implementation of Interim Electronic Filing Procedures for Certain Commission Filings, *Order*, 16 FCC Rcd 21483 (2001); see also FCC Announces a New Filing Location for Paper Documents and a New Fax Number for

- **If filed by ECFS,**¹⁴ comments shall be sent as an electronic file via the Internet to <http://www.fcc.gov/e-file/ecfs.html>. In completing the transmittal screen, commenters should include their full name, Postal Service mailing address, and the applicable docket number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions for e-mail comments, commenters should send an e-mail to ecfs@fcc.gov, and should include the following words in the body of the message, “get form <your e-mail address>.” A sample form and directions will be sent in reply.
- **If filed by paper,** the original and four copies of each filing must be filed by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (although we continue to experience delays in receiving U.S. Postal Service mail). The Commission’s contractor, Natek, Inc., will receive hand-delivered or messenger-delivered paper filings for the Commission’s Secretary at 236 Massachusetts Avenue, N.E., Suite 110, Washington, D.C. 20002. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class mail, Express Mail, and Priority Mail should be addressed to 445 12th Street, S.W., Washington, D.C. 20554. All filings must be addressed to the Commission’s Secretary, Office of the Secretary, Federal Communications Commission.

One copy of each pleading must be delivered electronically, by e-mail or facsimile, or if delivered as paper copy, by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (according to the procedures set forth above for paper filings), to: (1) the Commission's duplicating contractor, Best Copy and Printing, Inc., at FCC@BCPIWEB.COM or (202) 488-5563 (facsimile); (2) B. Lynn F. Ratnavale, Broadband Division, Wireless Telecommunications Bureau, at lynn.ratnavale@fcc.gov or (202) 418-1246 (facsimile); (3) Susan Singer, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, at susan.singer@fcc.gov or (202) 418-7447 (facsimile); (4) Neil Dellar, Office of General Counsel, at neil.dellar@fcc.gov or (202) 418-1234 (facsimile); (5) Gloria Conway, Media Bureau, at gloria.conway@fcc.gov or (202) 418-1189 (facsimile).

Copies of the applications and any subsequently-filed documents in this matter may be obtained from Best Copy and Printing, Inc. in person at 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, via telephone at (202) 488-5300, via facsimile at (202) 488-5563, or via e-mail at FCC@BCPIWEB.COM. The applications and any associated documents are also available for public inspection and copying during normal reference room hours at the following Commission office: FCC Reference Information Center, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. The applications are also available electronically through the Commission’s ECFS, which may be accessed on the Commission’s Internet website at <http://www.fcc.gov>. In addition, applications filed under Parts 22, 24, 90, and 101 of the Commission’s rules are available electronically through ULS, which may be accessed on the Commission’s Internet website. Additional information regarding the transaction will be available on the FCC's Office of General Counsel's website, <http://www.fcc.gov/ogc>, which will contain

General Correspondence, *Public Notice*, 16 FCC Rcd 22165 (2001); Reminder: Filing Locations for Paper Documents and Instructions for Mailing Electronic Media, *Public Notice*, 18 FCC Rcd 16705 (2003).

¹⁴ See Electronic Filing of Documents in Rulemaking Proceedings, GC Docket No. 97-113, *Report and Order*, 13 FCC Rcd 11322 (1998).

a fully indexed, unofficial listing and electronic copies of all materials in this docket. To request materials in accessible formats for people with disabilities (Braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (tty).

For further information, contact Lynn Ratnavale, Broadband Division, Wireless Telecommunications Bureau, at (202) 418-1514.

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