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SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

1440 NEW YORK AVENUE, N.W.  
WASHINGTON, D.C. 20005-2111

(202) 371-7000

FAX: (202) 393-5760

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September 8, 1997

**BY HAND DELIVERY**

Mr. William F. Caton  
Acting Secretary  
Federal Communications Commission  
1919 M Street, N.W., Room 222  
Washington, D.C. 20554

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SEP - 8 1997

FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

Re: General Wireless, Inc.  
Docket No. ET 97-82  
Notice of Ex Parte Communication

Dear Mr. Caton:

Pursuant to Section 1.1206(a)(2) of the Commission's rules, General Wireless, Inc. ("GWI") hereby submits an original and one copy of this Notice of Ex Parte Communication.

On September 5, 1997, representatives of GWI, including Roger Linquist, its CEO, Dennis Spickler, its CFO and Corey Linquist, GWI's director of Strategic Planning, spoke via telephone with Jon Garcia of the Office of Plans and Policy regarding additional options for C block debt restructuring in the above-referenced proceeding. Mr. Garcia discussed a restructuring proposal whereby the Commission would afford a certain percentage of a C block licensee's downpayment already paid in to the Commission as a "store credit" to be used in a proposed expedited re-auction, and afford an additional percentage of the licensee's net cash bid as a "deferred earn-back credit" once the licensee completes the current existing 5-year buildout requirement.

On September 5, 1997, I spoke on behalf of GWI via telephone with Suzanne Toller of the Office of Commissioner Chong regarding further

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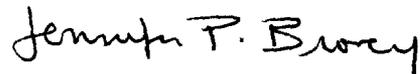
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options for C block debt restructuring. Ms. Toller requested GWI's opinion on the following two restructuring options: (1) the Commission defers a portion (*i.e.*, 50%) of the licensee's interest payments for the first couple years (*i.e.*, 4 years) of the 10-year installment payment period and requires the licensee to make up the difference toward the end of the 10-year payment schedule; or (2) the Commission requires the licensee to return all of its licenses, forgives all debt, keeps the entire downpayment, and allows the licensee to rebid in a future re-auction.

On September 8, 1997, I indicated to Ms. Toller that neither option is a preferable alternative to bankruptcy by GWI.

Respectfully submitted,



Jennifer P. Brovey\*  
Counsel for General Wireless, Inc.

cc: Jon Garcia  
Suzanne Toller

\* Admitted in New York only.