



REDACTED – FOR PUBLIC INSPECTION

February 17, 2016

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: *Applications of SprintCom, Inc., Shenandoah Personal Communications, LLC, and NTELOS Holdings Corp. for Consent To Assign Licenses and Transfer Control of Long-Term De Facto Transfer Spectrum Leasing Arrangements (WT Docket No. 15-262)*

Dear Ms. Dortch:

In their Joint Application¹ and subsequent filings, Shenandoah Personal Communications, LLC (“Shentel”), NTELOS Holdings Corp (“NTELOS”), and SprintCom, Inc. (“Sprint”) (the “Joint Applicants”) have demonstrated that approval of the transaction described therein (the “Transaction”) will serve the public interest. The Joint Applicants demonstrated that the Transaction will provide tangible public interest benefits to consumers without any harm to competition. Specifically, NTELOS customers will enjoy access to a network that will be upgraded to full LTE network capabilities, with increased network capacity, expanded coverage, expanded frequencies to improve in-building coverage and higher data speeds. As a result, existing NTELOS customers will benefit from a more robust network with full LTE capabilities that will expand capacity, enhance speeds and provide for higher quality service over the upgraded network. At the same time, customers will benefit from the additional roaming opportunities afforded by the enhanced LTE-capable network. Finally, these customers will have access to a wide range of handsets and competitive service plans currently offered under the Sprint brand.

These public interest benefits, and others set forth in the Joint Application, demonstrate that the Transaction will yield public interest benefits without any harm to competition. In view of the absence of any competitive harms and the substantial public benefits that will flow from the Transaction, prompt approval will clearly serve the public interest. Nevertheless, in order to expedite approval of the Transaction, Sprint makes the commitments set forth in Appendix A, which are conditioned upon and would take effect upon the closing of the transaction.

¹ *SprintCom, Inc., Shenandoah Personal Communications, LLC, and NTELOS Holdings Corp. Seek Consent to the Assignment of License and Spectrum Lease Authorizations and an International Section 214*, WT Docket 15-262, filed Aug. 25, 2015 (ULS File No. 0006917154 designated as lead application) (“Joint Application”).

**CONFIDENTIAL INFORMATION – SUBJECT TO PROTECTIVE ORDER IN WT
DOCKET NO. 15-262 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION**

Accordingly, the Joint Applicants request that the Commission incorporate these additional commitments into a final order and approve the transaction as expeditiously as possible to permit the Joint Applicants to meet their target transaction close date.²

Pursuant to Section 1.1206(b) of the Commission's rules, a copy of this ex parte presentation is being filed in the above-referenced docket. Should you have any questions regarding these matters please contact the undersigned.

Respectfully submitted,

SPRINTCOM, INC.

**SHENANDOAH PERSONAL
COMMUNICATIONS, LLC**

/s/ _____
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² The Parties acknowledge that the confidential information included in Appendix A will be made public upon approval of this transaction.

APPENDIX A

[Begin Confidential Information]



[End Confidential Information]