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November 18, 1999

BY HAND DELIVERY

Mr. Thomas J. Sugrue
Chief, Wireless Telecommunications Bureau
Federal Communications Commission
445 12th Street, S.W., Room 3-C252
Washington, D.C. 20554

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Re: Arch Communications Group, Inc.
WT Docket No. 97-115
Compliance with Section 24.101(a) of the FCC's Rules

Dear Mr. Sugrue:

As you know, Arch Communications Group, Inc. ("Arch") and MobileMedia Corporation ("MobileMedia") merged on June 3, 1999. Prior to that merger, Arch held attributable, noncontrolling interests in two entities¹ that hold or control licenses in each of the five narrowband Personal Communications Services ("NPCS") regions, and MobileMedia held controlling interests in one nationwide NPCS license and five regional NPCS licenses. Thus, as a result of this merger, the combined company (also referred to herein as "Arch") came into possession of attributable interests in four NPCS licenses in each region -- one more than is allowed under the spectrum aggregation limit contained in 47 C.F.R. § 24.101(a).

In its February 5, 1999 *Memorandum Opinion and Order* granting consent to the Arch/MobileMedia merger, the Commission granted a temporary waiver of six months after consummation of the merger for Arch to come into compliance with the spectrum aggregation limit applicable to narrowband Personal Communications Services.² The waiver expires on December 3, 1999. This letter will serve to inform the Commission of the manner by which Arch has come into compliance with the spectrum aggregation limit.

¹ Arch holds a 49.9 percent non-controlling interest in Benbow PCS Ventures, Inc. and a 10.5 percent interest in CONXUS Communications, Inc.

² See *MobileMedia Corporation*, 14 FCC Rcd 8017 (1999), at para. 35.

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On May 19, 1999, CONXUS Communications, Inc. and its wholly-owned direct and indirect subsidiaries (collectively referred to as "CONXUS") petitioned the U.S. Bankruptcy Court for the District of Delaware for protection from its creditors under Chapter 11 of the Bankruptcy Code. On August 16, 1999, pursuant to a motion filed by CONXUS, the Bankruptcy Court entered an order converting the jointly administered Chapter 11 cases to liquidation proceedings under Chapter 7 of the Bankruptcy Code.

Under Bankruptcy Rule 3002, an equity security holder in a company undergoing Chapter 7 liquidation must file a proof of claim or interest within 90 days after the first meeting of creditors in order for that equity interest to be allowed. In the CONXUS Chapter 7 proceeding, the first meeting of creditors took place on September 23, 1999. Arch has not filed a proof of claim or interest in that Chapter 7 proceeding, and it commits to the Commission that it will not make such a filing.

Although the CONXUS Chapter 7 bankruptcy will not be resolved before the December 3, 1999 expiration of the Commission's temporary waiver, Arch's 10.5 percent interest in CONXUS is, for all intents and purposes, extinguished. Therefore, Arch believes that it has come into compliance with the spectrum aggregation limit of Section 24.101(a) of the FCC's Rules.

If you should have a different view on this matter, please contact us immediately.

Sincerely,

WILKINSON BARKER KNAUER, L.L.P.

By: 

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