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Notice of Ex Parte Communication
October 5, 2004

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, SW
Washington, DC 20554

Re: WT Docket No. 04-70 – Radio License KNKN738

Dear Ms. Dortch:

On October 5, 2004, Judith L. Harris and the undersigned, on behalf of Richard E. O’Krepki, Bruce A. O’Krepki and Richard A. O’Krepki, met with Sam Feder of Commissioner Kevin Martin’s Office to discuss reasons why control of radio license KNKN738 cannot be transferred lawfully from AT&T Wireless to Cingular Wireless in the above-captioned proceeding. We explained that Messrs. O’Krepki (the “Limited Partners”) were minority, limited partners in the Citrus Cellular Limited Partnership (“CCLP”), d/b/a AT&T Wireless, the licensee of KNKN738. Radio station KNKN738 is operated to offer wireless telephone services in Florida RSA 4 (Citrus County) (CMA363). Also, we stated that AT&T Wireless was the successor general partner to McCaw Cellular Communications, Inc. (“MCCI”) in the CCLP and that MCCI had previously agreed with the Limited Partners that, in consideration of their blanket acceptance of AT&T Wireless as MCCI’s successor general partner, any future purchaser of the general partner’s interest in the CCLP would generally be required to offer to purchase the Limited Partners’ interests. Additionally, we indicated that, since AT&T Wireless is now taking the position that Cingular Wireless, the intended purchaser of AT&T Wireless’ interests in CCLP, was not obligated, and would, therefore, refuse, to offer to purchase the Limited Partners’ interests, transfer of control of radio license KNKN738 would be inconsistent with AT&T Wireless’ obligations and, hence, unlawful.

We stated that, while the Commission does not normally decide partnership disputes, Section 310(d) of the Communications Act, 47 U.S.C. §310(d), prohibits the Commission from approving the transfer of control of a radio license unless the FCC first determines that such transfer is in the public interest. The Limited Partners submit that it would not be in the public interest to permit parties to transfer control of radio licenses in breach of promises made and where fiduciary duties to minority owners may have been contravened. To do otherwise, would send a signal to radio licensees that the public interest does not require licensees’ full compliance with contractual obligations and other laws. Accordingly, while the Commission should generally approve the requested transfer of control of AT&T

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Wireless to Cingular Wireless, the Commission should specifically deny the application to transfer control of license KNKN738.

Please place a copy of this letter and the accompanying attachment in the file for this proceeding. One electronic copy of this notice is being submitted to the Commission in accordance with Section 1.1206 of the Commission's rules.

Very truly yours,

/s/

Robert H. Jackson

cc: Sam Feder