

March 10, 2005

Ms. Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, S.W., TW-A325  
Washington, DC 20554

Re: Applications for Consent to the Transfer of Control of Licenses and  
Authorizations from Nextel Communications, Inc. and its Subsidiaries to  
Sprint Corporation

WT Docket No. 05-63

Dear Ms. Dortch:

On behalf of Sprint Corporation and Nextel Communications, Inc. (“Applicants”), undersigned counsel hereby submit a copy of a letter delivered to Lawrence Frankel of the United States Department of Justice (“Department”) on January 13, 2005. The Commission’s staff requested that it be allowed to review all materials provided, or to be provided, by the Applicants or other persons acting on the Applicants’ behalf to the Department in connection with the Department’s review of the proposed transaction pursuant to the Hart-Scott-Rodino Antitrust Improvements Act and the Antitrust Civil Process Act (collectively, the “HSR Protected Materials”), and to engage in discussions with representatives of the Department with respect to those materials and the status of the Department’s review. The attached letter waives the confidentiality provisions of the Hart-Scott-Rodino Antitrust Improvements Act, the Antitrust Civil Process Act, and any applicable confidentiality provisions governing the HSR Protected Materials, subject to the conditions indicated therein.

An original and one copy of this filing is submitted herewith in accordance with Section 1.1206(b) of the Commission's rules. Please do not hesitate to contact the undersigned should you have any questions regarding this submission.

Respectfully submitted,

/s/  
A. Renée Callahan  
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/s/  
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*Counsel for Nextel Communications, Inc.*

*Counsel for Sprint Corporation*

cc: Louis Peraertz

January 13, 2005

Lawrence Frankel, Esq.  
United States Department of Justice  
Antitrust Division  
Litigation Section  
1401 H Street, N.W.,  
Washington, D.C. 20530

Re: Sprint Corporation/Nextel Communications, Inc. Transaction

Dear Mr. Frankel:

On December 15th, 2004, Sprint Corporation (“Sprint”) and Nextel Communications, Inc. (“Nextel” and, together with Sprint, the “Applicants”) announced that their boards of directors have unanimously approved a definitive agreement for a merger of the two companies. The Applicants intend to file joint applications with the Federal Communications Commission (the “Commission”) asking the Commission to approve the transfer of control of licenses and authorizations held or controlled by them to the new merged company. In conversations with Commission staff, counsel for the Applicants discussed the staff’s request to review all materials (including deposition transcripts and exhibits) provided, or to be provided, by the Applicants or other persons acting on the Applicants’ behalf to the Department of Justice (“Department”) that the Department use in connection with the Department’s review of the proposed transaction pursuant to the Hart-Scott-Rodino Antitrust Improvements Act and the Antitrust Civil Process Act (collectively, the “HSR Protected Materials”), and to engage in discussions with representatives of the Department with respect to those materials and the status of the Department’s review. We have agreed to the Commission staff’s requests, subject to the following conditions:

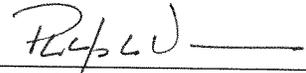
1. The Applicants waive the confidentiality provisions of the Hart-Scott-Rodino Antitrust Improvements Act, the Antitrust Civil Process Act, and any applicable confidentiality provisions governing the HSR Protected Materials only to the extent necessary to permit (1) full discussions between representatives of the Department and Commission personnel working on the Sprint/Nextel proceeding regarding the HSR Protected Materials and the Department’s review of the transaction; and (2) Commission personnel working on the Sprint/Nextel proceeding to review, and to take notes regarding, the HSR Protected Materials, *provided that* any information derived from the HSR Protected Materials and any notes taken by Commission personnel relating to the HSR Protected Materials will be treated as confidential pursuant to the Commission’s rules and will not be made a part of the Commission’s

administrative record or otherwise communicated to anyone other than the Department, each of the Applicants (as to their own confidential information), or Commission personnel working on the Sprint/Nextel proceeding, and *provided further that* such restrictions shall not apply to any documents or information provided by the Applicants directly to the Commission (including any documents or information that may be identical to documents or information included in the HSR Protected Materials), which shall be governed by a protective order to be issued by the Commission or a constituent Bureau thereof in connection with the proceeding (“Protective Order”).

2. Any discussions between the Department and Commission personnel will be treated as exempt *ex parte* presentations under Section 1.1204(a)(5) and (6) of the Commission’s Rules, 47 C.F.R. § 1.1204(a)(5) and (6), and will not be disclosed to anyone other than the Applicants, except as required under those sections, and *provided that* any such disclosure which would reveal any trade secret, commercial or financial information or other privileged or confidential information shall occur only in accordance with the Protective Order to be issued in the FCC proceeding and as otherwise expressly provided in this letter.

Please do not hesitate to contact us if you have any questions regarding the foregoing.

Sincerely,



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