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April 7, 2005

BY ELECTRONIC FILING

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

Re: *Ex Parte* Presentation, *Applications of Nextel Communications, Inc., Transferor, and Sprint Corporation, Transferee, for Consent to the Transfer of Control of Entities Holding Commission Licenses and Authorizations Pursuant to Sections 214 and 310(d) of the Communications Act*, WT Docket No. 05-63

Dear Ms. Dortch:

On April 6, 2005, Steve Nielsen, Senior Vice President, Finance – Sprint Consumer Services, and Vonya McCann, Senior Vice President, Federal External Affairs, Sprint Corporation ("Sprint"); Phil Verveer, Willkie Farr & Gallagher LLP, outside counsel to Sprint; Marc Montagner, Senior Vice President, Business Development, Larry Krevor, Vice President, Government Affairs, Spectrum Policy, and Michael Kalten, Senior Director, Business Development, Nextel Communications, Inc. ("Nextel"); and Gina Keeney, A. Richard Metzger, Jr., and the undersigned, Lawler, Metzger, Milkman & Keeney, LLC, outside counsel to Nextel, met with Dennis Johnson, Joseph Levin, Sara Mechanic, Louis Peraertz, Ziad Sleem, and Walter Strack of the Wireless Telecommunications Bureau, as well as Jim Bird, C. Anthony Bush, Kent Nilsson, and Joel Rabinovitz of the Office of General Counsel.

During that meeting, representatives for Nextel and Sprint discussed the Joint Declaration of Marc Montagner and Steve Nielsen, which was appended to the

Application for Transfer of Control in the above-captioned proceeding.[1] In particular, Sprint and Nextel explained that the net synergies estimate of approximately $12 billion on an after tax, net present value ("NPV") basis (inclusive of terminal value)[2] is net of the costs of implementing the merger of the two companies. The estimate of capital expenditures avoidance (approximately $4.8 billion NPV), for example, is net of the additional investments that Sprint Nextel plans to make, including, for example, expected improvements in the coverage and quality of the CDMA network, expansion of the CDMA EV-DO high-speed wireless broadband data network, and development of push-to-talk interoperability between the iDEN and CDMA networks of the merged company.

Sprint and Nextel explained that the merged entity will realize significant synergies by avoiding the capital expenditures that would have been made to construct a stand-alone Nextel high-speed data network. These savings would be used in part to accelerate, expand and enhance the CDMA EV-DO network deployment that Sprint has already initiated. Specifically, on a stand-alone basis, Sprint had planned to incorporate its 1xEV-DO wireless broadband data network in approximately 60% of its cell sites and 80% of the pops served by its CDMA voice network. The companies explained that planned additional investments as a result of the merger would expand the CDMA EV-DO wireless broadband data network to cover 100% of the CDMA network of the new entity.

The companies also discussed the components of various synergies, as well as some of the assumptions underlying those estimates. In particular, Sprint and Nextel described the components of the revenue and subscriber synergies, including the combined company's strengthened ability to market Sprint's long-distance wireline product portfolio to the existing Nextel subscriber base, as well as its anticipated improved overall customer satisfaction and reduced customer churn rate. These combined savings will total approximately $700 million NPV.

Sprint and Nextel also described various components of the integration costs, including re-branding, contract and lease termination, employee retention and severance, and integration planning and management. It is estimated that these expenses in total will constitute approximately $800 million after tax NPV.

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1 *See* Joint Declaration of Marc Montagner and Steve Nielsen, Attachment D to the Application for Transfer of Control, *Applications of Nextel Communications, Inc., Transferor, and Sprint Corporation, Transferee, for Consent to the Transfer of Control of Entities Holding Commission Licenses and Authorizations Pursuant to Sections 214 and 310(d) of the Communications Act*, WT Docket No. 05-63 (filed Feb. 8, 2005).

2 This calculation assumes an 11% discount rate and a 39% income tax rate.

Pursuant to section 1.1206(b)(2) of the Commission's rules, this letter is being filed electronically in the record of the above-referenced proceeding. Please do not hesitate to contact me if you have any questions.

Sincerely,

/s/ A. Renee Callahan

A. Renee Callahan

cc:
Dennis Johnson
Sara Mechanic
Ziad Sleem
Jim Bird
Kent Nilsson
Erin McGrath
David Krech
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