

June 29, 2005

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

Re: *Notice of Oral Ex Parte Presentation*
Alltel Corporation and Western Wireless Corporation
WT Docket No. 05-50, File Nos. 0002016468 *et al.*

Dear Ms. Dortch:

On June 28, 2005, representatives of Alltel Corporation (“Alltel”) and Western Wireless Corporation (“Western”) met separately with: John B. Branscome, Acting Legal Advisor for Commissioner Abernathy; R. Paul Margie, Legal Advisor for Commissioner Copps; and Barry J. Ohlson, Senior Legal Advisor for Commissioner Adelstein. Representing Alltel were Kathryn A. Zachem and Kenneth D. Patrich of Wilkinson Barker Knauer, LLP; representing Western were Mark Rubin, Director of Federal Government Affairs, and Doane Kiechel of Morrison & Foerster.

Participants generally discussed the status of the docket, including an overview of the numerous comments filed in support of the merger, the limited number of oppositions filed against the transaction, and the responses thereto. Participants reviewed the public interest benefits of the transaction, including both companies’ focus on service to rural and tribal areas. Participants also discussed the status of the Commission’s and the United States Department of Justice’s review of Alltel’s proposed merger with Western. Also discussed at the meeting were the competitive conditions of select markets being reviewed by the Commission (see Alltel/Western *Ex Parte* Letter of May 6, 2005 in WT Docket No. 05-50).

In the meeting with Mr. Margie, participants also discussed the companies’ compliance with Commission obligations and, in this regard, the issue of the upcoming September 16, 2005 hearing aid compatibility (“HAC”) deadline. Alltel reported that (absent any unforeseen problems encountered by its vendors) it anticipates complying with the HAC deadline.

WILKINSON) BARKER) KNAUER) LLP

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If you have any questions, please contact the undersigned.

Respectfully Submitted,

/s/ Kathryn A. Zachem

Kathryn A. Zachem

Kenneth D. Patrich

cc: John B. Branscome
R. Paul Margie
Barry J. Ohlson