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Donald C. Brittingham
Director – Wireless/Spectrum Policy

November 11, 2005

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

**Re: *Ex Parte* Presentation
WT Docket No. 03-103; “Air-Ground Telecommunications Services”**

Dear Ms. Dortch:

On November 11, 2005, Bill Pallone, President of Verizon Airfone, Leslie Owsley, Assistant General Counsel for Verizon, and the undersigned met with Barry Ohlson, senior legal advisor to Commissioner Adelstein, to discuss the above-captioned proceeding.

Verizon Airfone discussed AirCell’s petition for reconsideration which requests that the Commission shorten the transition period for Airfone to reconfigure its current air-to-ground (“ATG”) system to operate in only 1 MHz of spectrum and terminate Airfone’s existing license in just two years. As Airfone has previously explained, the timeframes established by the Commission’s Order are already extremely tight given the technical and businesses issues associated with reconfiguring its current narrowband network and transforming the existing business to one that is focused on delivering broadband services.

In particular, Airfone noted the importance of coordinating use of the Air-Ground spectrum with Canada and Mexico to ensure interference-free operations throughout North America. It was noted that failure to negotiate effective agreements with Canada and Mexico would preclude the operations of a broadband system within 550 miles of the Canadian and Mexican borders, and as shown in the attached map would effectively preclude the offering of broadband Air-Ground service in the United States.

It has been determined through discussions with the Commission's International Bureau and the State Department that negotiations with Canada and Mexico have not yet begun, and will not likely begin until January 2006, at the earliest. Once they begin, these discussions are likely to take a year or more to conclude. Consequently, it is unlikely that effective cross-border

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agreements will be in place before the first quarter of 2007 at the earliest, six to nine months after the expected conclusion of the Air-Ground auction and the grant of associated licenses. Importantly, Airfone cannot begin the conversion of its existing narrowband system or the operation of its planned broadband system until these agreements are in place. Optimistically, Airfone will have 18 months or less from the effective date of these agreements to convert its narrowband system to the new spectrum configuration in order to meet the two-year requirement imposed by the Commission. And, it will have a little more than three years left on its current five-year license to effectuate the complete transformation of its business to the new broadband model.

The timeframes imposed by the Commission in its Order are already aggressive, and impose substantial burdens on Airfone and its customers. The continued delay in finalizing the Air-Ground rules and moving to an auction impose additional burdens. Airfone urges the Commission to act expeditiously to reject AirCell's request for reconsideration, reaffirm its earlier rules, and move quickly to auctioning the Air-Ground spectrum.

Pursuant to Section 1.1206(b)(2) of the Commission's Rules, an electronic copy of this letter is being filed for inclusion in the above-referenced docket.

Sincerely,

/s/ Donald C. Brittingham
Donald C. Brittingham

Attachment

cc: Barry Ohlson