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*NOT ADMITTED IN VA

February 6, 2006

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HAND DELIVERED AND VIA E-MAIL

800 MHz Transition Administrator
c/o Robert B. Kelly
Squire, Sanders & Dempsey L.L.P.
1201 Pennsylvania Ave., N.W.
P.O. Box 407
Washington, DC 20044-0407

**RE: 800 MHz Re-affirmation of ESMR Election
AIRPEAK Communications, LLC**

Dear Mr. Kelly:

AIRPEAK Communications, LLC ("AIRPEAK" or the "Company"), in accordance with the directives of the January 11, 2006 Press Release from the 800 MHz Transition Administrator ("TA") pursuant to paragraph 9 in the recent Memorandum Opinion and Order in WT Docket No. 02-55¹ hereby reaffirms its previous Enhanced Specialized Mobile Radio ("ESMR") election submitted to the TA on January 21, 2005. AIRPEAK intends to relocate its entire network into the ESMR band. The Company also wishes to provide the TA with the supplemental information required by paragraphs 10-22 of the MO&O to support the inclusion of certain site-based stations in AIRPEAK's ESMR election.

AIRPEAK previously identified to the TA the site-based stations it proposed to relocate to the new ESMR portion of the 800 MHz band (862-869 MHz) along with all of its Economic Area ("EA") authorizations. The complete list of those stations is attached for your convenience, as Attachment A.² The Company subsequently submitted both a Petition for Reconsideration³ of

¹Improving Public Safety in the 800 MHz Band, WT Docket No. 02-55, *Memorandum Opinion and Order*, FCC 05-174, 36 CR 1105 (Oct. 5, 2005) ("MO&O").

² Each of the site-based stations identified is part of AIRPEAK's "integrated communications system" as defined in paragraph 25 of the MO&O as each is within an EA in which the Company holds geographic authorizations. The location of these stations is a matter of public record in the FCC's ULS database. The TA may note that there are a

certain aspects of the Supplemental Order in this proceeding⁴ and, alternatively, a Request for Waiver⁵ of those same provisions that might have precluded the Company from relocating certain site-based facilities to the ESMR band.

The MO&O addressed a number of the issues raised in the Company's pleadings. The Federal Communications Commission ("FCC" or "Commission") modified the 800 MHz rules to permit AIRPEAK and, in some instances, other EA licensees to provide the TA with information that would support the relocation of site-based stations under certain conditions. As detailed below, AIRPEAK believes it has additional site-based stations that qualify for migration under the standards set out in the MO&O.

Initially, the Company fully supports the Commission's decision in the MO&O to modify the definition of cellular systems that will be permitted to operate in the ESMR portion of the band. The Company agrees that the new definition more accurately captures the characteristics of systems that should be permitted to operate in that band segment as it mirrors the "covered carrier" definition used in other parts of the Commission's rules to distinguish between cellular architecture networks and systems using more traditional high-site configurations.⁶ There is no question that AIRPEAK's digital iDEN network "uses multiple, interconnected, multi-channel transmit/receive cells capable of frequency reuse and automatic handoff between cell sites to serve a larger number of subscribers than is possible using non-cellular technology."⁷ All of the constructed facilities in its network, both the EA and site-based stations, have those characteristics and all to-be-constructed stations will be as well.⁸ While AIRPEAK believes that

small number of site-based call signs identified that were not included in the Company's original EA election. Some are stations that were inadvertently omitted from that filing although they were part of AIRPEAK's license holdings well before the November 22, 2004 deadline. Others are new call signs for fill-in sites within the contours of already-authorized stations operating on the same frequencies. Importantly, there is no new spectrum included in this list. Although AIRPEAK and Sprint Nextel Corporation have not reached agreement on a Frequency Reconfiguration Agreement, they have agreed on AIRPEAK's channel count within each EA, including, specifically, the number of site-based channels in each market and whether the channel provides coverage to fifty percent (50%) or more of the EA population. See Attachment B

³ See Petition for Reconsideration, filed Mar. 10, 2005, by AIRPEAK Communications LLC.

⁴ Improving Public Safety in the 800 MHz Band, WT Docket No. 02-55, *Supplemental Order and Order on Reconsideration*, 19 FCC Rcd 25120 (2004).

⁵ AIRPEAK Communications, LLC 800 MHz ESMR Election, Request for Waiver, filed March 17, 2005.

⁶ Revision of the Commission's Rules to Ensure Compatibility with Enhanced 911 Emergency Calling Systems, *Memorandum Opinion & Order*, 12 FCC Rcd 22665, 22702-22704 (1997)

⁷ MO&O at ¶ 8. See Attachment C, January 20, 2005 letter from Richard E. Leicht, Vice President and Director of Customer Operations, North American iDEN Infrastructure Operation, Motorola, Inc. to James Boyer, Managing Member, AIRPEAK Wireless, LLC confirming that the system operated by AIRPEAK is fully consistent with the definition of an "800 MHz Cellular System"

⁸ The FCC has not specifically defined the term "system" in the context of an ESMR system. However, the Company assumes that the FCC considers these networks as a whole as it did in the earlier, "upper 200" 800 MHz rebanding process. A "system is defined functionally from the end user's point of view (i.e., a system is comprised of base station facilities that operate on an integrated basis to provide service to a common end user, and all mobile units associated with those base stations). A system may include multiple-licensed facilities that share a common

its integrated iDEN system meets both the old and new definitions as evidenced by the showing it previously made to the TA in support of its original ESMR election, it nonetheless believes that the replacement definition resolves certain ambiguities in the rules and adds welcome certainty to the reconfiguration process.

In adopting a modified approach to the ESMR relocation process, the FCC also has imposed certain obligations on parties utilizing this process. Specifically, the MO&O cautions EA licensees electing to relocate to the ESMR band that a failure to satisfy any of the following conditions by the end of their license term will result in the cancellation of the EA license and any associated site-based licenses and the reversion of the recovered spectrum to Nextel:

- 1) relocate their systems to the ESMR band;
- 2) convert their systems, including any associated site-based facilities, to ESMR technology;
- 3) provide ESMR service by the end of their EA license term; and
- 4) no later than the expiration date of their EA license, certify that they have converted their entire system, including site-based stations, to ESMR technology and are offering service to customers.⁹

These conditions impose no obligation on AIRPEAK beyond those inherent in the business decision the Company made a half-decade ago when it assumed the financial commitment of deploying a cellular architecture system exclusively on its 800 MHz spectrum. AIRPEAK has operated a cellular network in this band from the outset. It will not need to convert any of its operations or business plans since it has never deployed equipment other than digital, cellular architecture infrastructure fully integrated into its digital switch. Thus, while AIRPEAK accepts the obligations imposed in the MO&O and recognizes that a failure to satisfy them would result in the loss of certain spectrum, it is fully qualified to meet those conditions. Moreover, in light of the 800 MHz frequency exchange that is the essence of this proceeding and Nextel's pre-eminent role in its fulfillment, the Company agrees that the spectrum of any licensee electing to relocate to the ESMR band that fails to deploy a cellular architecture system should revert to Nextel.

As noted *supra*, the MO&O responded to issues raised by AIRPEAK in its Reconsideration and Waiver Requests and identified showings the Company could make to the

switch or are otherwise operated as a unitary system, provided that the end user has the ability to access all such facilities. A system may cover more than one EA if its existing geographic coverage extends beyond the EA borders." 47 C.F.R. § 90.699(d)(1). This proceeding does not distinguish between the constructed and to-be-constructed 800 MHz EA licenses held by Sprint Nextel Corporation ("Nextel"), Nextel Partners, Inc. ("Partners") or Southern Communications Services, Inc. d/b/a SouthernLINC Wireless ("Southern"), the three major iDEN operators in the band, but correctly treats all as part of those companies' integrated ESMR networks. There is no indication in the MO&O that AIRPEAK's system should, or legally could, be treated differently.

⁹ MO&O at ¶ 26

TA to justify inclusion of certain site-based licenses in AIRPEAK's relocation to the ESMR band.

A) Non-Overlapping Site-Based Stations

In the MO&O, the FCC agreed with AIRPEAK that site-based cells could be regarded as "integrated" into an ESMR network even if they did not have overlapping 40 dBuV/m coverage contours with other site-based cells. Specifically, the Commission reconsidered its previous decision and determined that such a site could be integral to and integrated into an ESMR network if it is served by the same switch as the EA-based system and its coverage area is part of the service area for subscribers to the EA-based system.¹⁰

The site-based stations listed on Attachment D were identified in AIRPEAK's previous filings as not having contour overlap with other cell sites. However, the Company explained that the stations were an integral part of its ESMR network. It certified, and reaffirms herein, that each of these cell sites operates off and is controlled by AIRPEAK's single, digital switch, the same switch that manages its entire network. The site at Jump Off Butte in EA169 now has contour overlap with other cell sites that have been built out in the market since then. The two sites in EA166 still are "stand-alone," but continue to operate as an integral part of the AIRPEAK system carrying traffic between and among AIRPEAK subscribers throughout its network. Each of these cell sites is within an EA in which the Company holds an EA authorization and provides coverage that is part of the service area for subscribers of the EA-based system.

B) Leased Stations

AIRPEAK also requested FCC approval to relocate to the ESMR band site-based stations that it had integrated into its ESMR network pursuant to lease authority as of the November 22, 2004 deadline for inclusion in an ESMR relocation showing. As documented in its previous filings, the Company had filed for FCC consent to the assignment of these licenses prior to the November deadline, but the FCC had not acted on those requests in time to close the transactions prior to that date.

The Commission granted the requested waiver relief to AIRPEAK to the extent that it agreed leased stations could be included upon a showing that they were an integral part of the ESMR network as of November 22, 2004. Each of the stations on Attachment E was integrated into the network prior to that date. Like the stations in Section A above, each of these cell sites operates off and is controlled by the Company's digital switch and each carried traffic between and among AIRPEAK subscribers throughout its network as of November 22, 2004. As

¹⁰ *Id.* at ¶ 15.

required by the MO&O, the consent of the then-lessors (these stations all were assigned to AIRPEAK shortly after the November 22, 2004 deadline) is included as Attachment F.

C) Acquired Site-Based Licenses Not Integrated Prior to November 2, 2004

AIRPEAK sought to include in its ESMR conversion certain site-based stations that it had acquired prior to the November 22, 2004 deadline, but was unable to integrate into the ESMR network by the date for the reasons described in the Company's previous filings and noted in the MO&O.¹¹ The FCC determined that AIRPEAK had "presented sufficient facts to demonstrate that it acquired site-based licenses in order to enhance its existing service to subscribers – and not for any speculative purpose."¹² It concluded that AIRPEAK should be granted waiver relief on this issue if it is able to provide "additional detail to demonstrate the validity of its contention that the site-based licenses at issue can and will be integrated into Airpeak's (sic) ESMR systems."¹³ The Commission specifically determined that the Company must demonstrate to the TA that the 40 dBu/Vm contours of the stations overlap the EA served by its network and that the assignment of these licenses had been consummated by the November 22, 2004 deadline.¹⁴

Attachment G lists the site-based licenses that satisfy the FCC's criteria. Each of these stations is authorized for a site that falls within an AIRPEAK EA boundary and the Company had consummated its acquisition of these stations by the relevant deadline. As indicated on the attachment, approximately half of those stations already have been placed into commercial operation as part of AIRPEAK's iDEN network. The rest are in the process of being integrated into the network and will be as soon as all necessary site lease and other local permitting requirements have been satisfied.

D) Conversion of Site-based Licenses to EA-wide Licenses

Finally, AIRPEAK suggested in its filings that site-based stations whose 22 dBuV/m contours covered at least fifty percent (50%) of the EA population should be exchanged for EA-wide, incumbent-free spectrum. The FCC was not persuaded that reconsideration on this point was appropriate. However, it did grant partial waiver relief. It determined that exchanging a

¹¹ *Id.* at ¶ 20. Please note that four call signs are asterisked on Attachment A. Those stations were part of the three larger transactions of which the FCC already is aware. The licenses for these stations were not assigned to AIRPEAK and were not operated pursuant to lease authority as of November 22, 2004 because of ULS-related problems. In one case, there was an error in the FRN associated with the call signs that took some time to resolve and in the other there were errors in the database that prevented the licenses from being available for leasing. The errors were corrected shortly after the deadline and the stations have been integrated into the AIRPEAK network.

¹² *Id.*

¹³ *Id.*

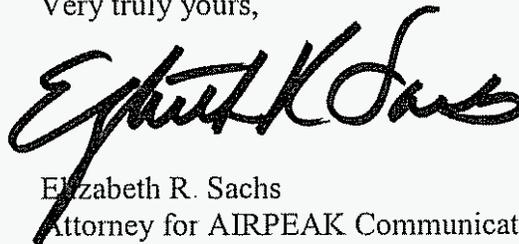
¹⁴ *Id.* at ¶ 22.

Robert B. Kelly, Esq.
February 6, 2006
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site-based for unencumbered EA licenses would be appropriate in AIRPEAK's case if the Company could demonstrate to the Commission that the 40 dBuV/m, rather than 22 dBuV/m, contour of a site-based station covered at least fifty percent (50%) of the EA population. That showing has been filed with the FCC. A copy is included as Attachment H.

Please contact the undersigned if you have any questions or require any additional information.

Very truly yours,

A handwritten signature in black ink, appearing to read "Elizabeth R. Sachs". The signature is fluid and cursive, with a large initial "E" and "S".

Elizabeth R. Sachs
Attorney for AIRPEAK Communications, LLC

Attachments

cc: James D. Boyer



CONTACT INFORMATION

James D. Boyer
AIRPEAK Communications, LLC.
4690 Longley Lane, Ste. 25
Reno, NV 89502
Tel: (775) 828-7000
Fax: (775) 828-7144
E-mail: jboyer@airpeak.com

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Lukas, Nace, Gutierrez & Sachs, Chartered
1650 Tysons Blvd., Ste. 1500
McLean, VA 22102
Tel: (703) 584-8663
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E-mail: lsachs@fcclaw.com

ATTACHMENT A

AIRPEAK Licenses, EA147

Callsign

WPRQ908

WPRQ914

WPSA408

WPSA412

WPSA415

WPSA417

WPSA418

WNQY295

AIRPEAK Licenses, EA148

Callsign

WPRQ918

WPRQ924

AIRPEAK Licenses, EA151

Callsign

WPRQ919
WPSA413
WPSA416
WPSA419
WPSA421
WPSA423
WPSA427
WPSA431
WPSA434
WPSA435
WPQE901
WPQZ716
WPQE915
WPQE578
WPXU604
WPQK363
KNRU946
WNNH844
WPHJ288
WPES944
WPEP289
WPEP287
WPEU492
WPHJ293
WPQE561
WPQE566
WNQK715
WPQK369
WPQK367
WPQE914
WPQE912

Callsign

WPQE570
WPQE575
WPQE576
WPQE903
WPQE918
WPQE920
WPQE928
WPQE916
WNXE843
WNLP766
WPQK368
WPQK372
WNSC847
WPXY407
WPQK371
WPQE902
WPQE569
WPQE929
WNAY573
WNUB705
WPQK364
WPQK365
WPQK366
WPQK370
WPQE923
WPFV934
WPQE930

AIRPEAK Licenses, EA153

Callsign

WPRQ909
WNVJ762
WPFU355
WNVY310
WNVA748
WNMJ676
WNVA740
WPDV918
WPDV919
WPRR969
WQDB949
WQDB950
WQDB948
WQDA536
WQDA683

Callsign

KNNG473*
WPEJ290
WPCQ306*
WNCS310
WPOX417
WPQI251
WPOX419
KNNH532
WNCS847
WPDV925
WPDV921
WPDV923
WPDV920
WNXW276
WNUX368
WQCZ354
WQDA679
WQDA681
WQDA682
WQDA684
WQDA685
WQDM841
WQDM842
WQDP492
WQDU356
WQED951

AIRPEAK Licenses, EA154

Callsign

WPRQ910

WPRQ938

AIRPEAK Licenses, EA155

Callsign
WPRQ939

AIRPEAK Licenses, EA156

Callsign

WPRQ929

WPRQ940

AIRPEAK Licenses, EA157

Callsign

WPRQ911

WPRQ915

WPRQ920

AIRPEAK Licenses, EA162

Callsign
WPSA428

AIRPEAK Licenses, EA163

Callsign

WPSA429

WNQA940

WQDA680

AIRPEAK Licenses, EA164

Callsign

WPSA409

WPSA420

WPSA424

WPXU615

WPXU606

WPXP971

WPXP978

WPXQ815

AIRPEAK Licenses, EA165

Callsign

WPSA425

WPGD470

AIRPEAK Licenses, EA166

Callsign

WPRQ930
WPFG851
KNIY817
WPHQ461
WPIH908
WPIH909
WPIH910
WPIJ307
WMMD376
WNFG976*
WNUD612
WNQY247
WPFT315
WNQY305
WPBC758
WPDC930

AIRPEAK Licenses, EA167

Callsign

WPSA422
WPSA426
WPSA432
WPDC990*
WNFG976
WNUD612
WPFT315
KNIY817

AIRPEAK Licenses, EA168

Callsign

WPRQ921

WPRQ931

WNPS555

WNUD578

AIRPEAK Licenses, EA169

Callsign

WPRQ922

WPRQ932

WNPS555

KNBP741

WNPS559

WNDR605

WNPS555

AIRPEAK Licenses, EA171

Callsign

WPRQ916

WPRQ925

WPRQ933

WPRQ923

ATTACHMENT B

**Airpeak Communications LLC
Spectrum Holdings Summary**

EA	Name	Auction EA's	Auction + Site> 50%	Site Contour<50%
BEA151	Reno, NV-CA	70	115	3
BEA153	Las Vegas, NV-AZ-UT	25	56	30
BEA164	Sacramento-Yoio, CA	15	15	61
BEA094	Springfield, MO	50	50	-
BEA136	Hobbs, NM-TX	25	25	-
BEA138	Amarillo, TX-NM	50	50	-
BEA139	Santa Fe, NM	100	100	-
BEA147	Spokane, WA-ID	75	75	0
BEA148	Idaho Falls, ID-WY	50	50	-
BEA154	Flagstaff, AZ-UT	50	50	-
BEA155	Farmington, NM-CO	25	25	-
BEA156	Albuquerque, NM-AZ	50	50	-
BEA157	El Paso, TX-NM	75	75	-
BEA162	Fresno, CA	5	5	-
BEA163	San Francisco-Oakland-San Jose	5	5	1
BEA165	Redding, CA-OR	5	5	11
BEA166	Eugene-Springfield, OR-CA	25	35	30
BEA167	Portland-Salem, OR-WA	15	15	23
BEA168	Pendleton, OR-WA	50	50	15
BEA169	Richland-Kennewick-Pasco, WA	50	55	17
BEA171	Anchorage, AK	100	100	-

ATTACHMENT C



MOTOROLA

January 20, 2005

Mr. James Boyer
Managing Member
Airpeak Wireless, LLC
4690 Longley Lane Suite 25
Reno, NV 89502

Dear Mr. Boyer:

This letter will confirm that Airpeak Wireless, LLC has purchased and deployed a Harmony Wireless Communications System™ from Motorola, Inc. The Harmony system uses an iDEN-derivative technology and provides integrated two-way dispatch, cellular telephone and alphanumeric messaging. The system consists of the Harmony CompactMSO that manages all radio calling activity, all telephone interconnection, call processing and network management functions. The MSO permits call handoff between sites in the Harmony system and other functions inherent in a cellular system architecture. The Enhanced Base Transceiver System (EBTS) at each site location performs the transmission and reception of digital calls. The subscriber units are the same as those deployed on an iDEN network.

Motorola is pleased to support Airpeak's continued deployment of its Harmony network.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Richard E. Leicht', is placed above the typed name.

Richard E. Leicht
Vice President and Director of Customer Operations
North American iDEN Infrastructure Operation

ATTACHMENT D

EA166:

KNIY817

WPFG851

WNMD376

WPIJ307

WPIH910

WPIH908

WPIH909

WPHQ461

EA169

WNPS555

ATTACHMENT E

EA 151

KNRU946

EA 153

WPEJ290

WNCS310

WPOX417

WPQI251

WPOX419

KNNH532

EA 169

KNBP741

ATTACHMENT F

CERTIFICATION

I, Dana B. Fisher, Jr., President of SW Wireless, Inc. ("SW"), do hereby certify that on September 24, 2004, SW and AIRPEAK Communications, LLC ("AIRPEAK") entered into a Short-Term De Facto Transfer Spectrum Leasing Agreement ("Lease") regarding the 800 MHz call signs listed in Attachment A hereto in order to expedite and effectuate an assignment of those Federal Communications Commission licenses to AIRPEAK.

I further certify that SW was the license holder of each of the call signs listed in Attachment A and that SW was aware and granted its permission, pursuant to the Lease, to allow AIRPEAK to integrate the frequencies associated with these call signs into its Enhanced Specialized Mobile Network

I certify that the statements herein are true and correct.



Dana B. Fisher, Jr.
President
SW Wireless, Inc.

2-06-06
Date

**Federal Communications Commission
Wireless Telecommunications Bureau
Spectrum Leasing Arrangement**

Licensee: Southwest Wireless, Inc.

Lessee: AIRPEAK Communications LLC

Address: 14530 S. Commercial
Blythe, CA 92225

Address: 4690 Longley Lane
Suite 25
Reno, NV 89502

FRN: 0004854444

FRN: 0004529061

Type of Leasing Arrangement
De Facto Transfer Lease

Call Sign WPDV918
Lease/Sublease Identifier WPDV918 - L1
Radio Service YX

Commencement Date 10/8/2004	Expiration Date 4/6/2005	Print Date 10/20/2004
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Geographically-Licensed Services

Market Number	Market Name	Channel Block
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Conditions:

This lease letter contains the lead call sign provided in File No. 0001886389. For a complete list of call signs and lease identifiers associated with the leased spectrum, see the attachment to the "Lease Arrangement Letter" associated with Call Sign WPDV918 in the Universal Licensing System (ULS). The Commencement Date for all of the leased spectrum contained in File No. 0001886389 is 10/8/2004 and the Expiration Date is 4/6/2005.

Call Sign	Lease/Sublease Identifier	Lease Commencement Date	Lease Expiration Date
WPDV918	WPDV918 - L1	10/8/2004	4/6/2005
WPDV919	WPDV919 - L1	10/8/2004	4/6/2005
WPDV920	WPDV920 - L1	10/8/2004	4/6/2005
WPDV921	WPDV921 - L1	10/8/2004	4/6/2005
WPDV923	WPDV923 - L1	10/8/2004	4/6/2005
WPDV925	WPDV925 - L1	10/8/2004	4/6/2005

CERTIFICATION

I, Dana B. Fisher, Jr., President of Fisher Wireless Services, Inc. ("Fisher"), do hereby certify that on September 24, 2004, Fisher and AIRPEAK Communications, LLC ("AIRPEAK") entered into a Short-Term De Facto Transfer Spectrum Leasing Agreement ("Lease") regarding the 800 MHz call signs listed in Attachment A hereto in order to expedite and effectuate an assignment of those Federal Communications Commission licenses to AIRPEAK.

I further certify that Fisher was the license holder of each of the call signs listed in Attachment A and that Fisher was aware and granted its permission, pursuant to the Lease, to allow AIRPEAK to integrate the frequencies associated with these call signs into its Enhanced Specialized Mobile Network.

I certify that the statements herein are true and correct.



Dana B. Fisher, Jr.
President
Fisher Wireless Services, Inc.

2-06-06
Date

**Federal Communications Commission
Wireless Telecommunications Bureau
Spectrum Leasing Arrangement**

Licensee: Fisher Wireless Services, Inc.

Lessee: AIRPEAK Communications LLC

Address: 14530 S. Commercial
Blythe, CA 92225

Address: 4690 Longley Lane
Suite 25
Reno, NV 89502

FRN: 0003944527

FRN: 0004529061

Type of Leasing Arrangement
De Facto Transfer Lease

Call Sign WNNH844
Lease/Sublease Identifier WNNH844 - L1
Radio Service YX

Commencement Date 10/5/2004	Expiration Date 4/3/2005	Print Date 10/20/2004
---------------------------------------	------------------------------------	---------------------------------

Geographically-Licensed Services

Market Number	Market Name	Channel Block
----------------------	--------------------	----------------------

Conditions:

This lease letter contains the lead call sign provided in File No. 0001883160. For a complete list of call signs and lease identifiers associated with the leased spectrum, see the attachment to the "Lease Arrangement Letter" associated with Call Sign WNNH844 in the Universal Licensing System (ULS). The Commencement Date for all of the leased spectrum contained in File No. 0001883160 is 10/5/2004 and the Expiration Date is 4/3/2005.

Call Sign	Lease/Sublease Identifier	Lease Commencement Date	Lease Expiration Date
WNNH844	WNNH844 - L1	10/5/2004	4/6/2005
WNMJ676	WNMJ676 - L1	10/5/2004	4/6/2005
WNUX368	WNUX368 - L1	10/5/2004	4/6/2005
WNVA740	WNVA740 - L1	10/5/2004	4/6/2005
WNVA748	WNVA748 - L1	10/5/2004	4/6/2005
WNVJ762	WNVJ762 - L1	10/5/2004	4/6/2005
WNVY310	WNVY310 - L1	10/5/2004	4/3/2005
WNXW276	WNXW276 - L1	10/5/2004	4/3/2005
WPFU355	WPFU355 - L1	10/5/2004	4/3/2005
WPRR969	WPRR969 - L1	10/5/2004	4/3/2005
WNQA940	WNQA940 - L1	10/5/2004	4/3/2005

CERTIFICATION

I, Robert F. Barcal, President of ESP Leasing Corporation ("ESP"), do hereby certify that on September 24, 2004, ESP and AIRPEAK Communications, LLC ("AIRPEAK") entered into a Short-Term De Facto Transfer Spectrum Leasing Agreement ("Lease") regarding the 800 MHz call signs listed in Attachment A hereto in order to expedite and effectuate an assignment of those Federal Communications Commission licenses to AIRPEAK.

I further certify that ESP was the license holder of each of the call signs listed in Attachment A and that ESP was aware and granted its permission, pursuant to the Lease, to allow AIRPEAK to integrate the frequencies associated with these call signs into its Enhanced Specialized Mobile Network.

I certify that the statements herein are true and correct.

Robert F. Barcal
Robert F. Barcal
President
ESP Leasing Corporation

2/3/06
Date

**Federal Communications Commission
Wireless Telecommunications Bureau
Spectrum Leasing Arrangement**

Licensee: ESP Leasing Corporation

Lessee: AIRPEAK Communications LLC

ATTN: Robert Barcal
Address: 9126 Ogden Avenue
Brookfield, IL 60513

Address: 4690 Longley Lane
Suite 25
Reno, NV 89502

FRN: 0004161469

FRN: 0004529061

Type of Leasing Arrangement
De Facto Transfer Lease

Call Sign KNRU946
Lease/Sublease Identifier KNRU946 - L1
Radio Service YX

Commencement Date 10/8/2004	Expiration Date 4/6/2005	Print Date 10/20/2004
---------------------------------------	------------------------------------	---------------------------------

Geographically-Licensed Services

Market Number	Market Name	Channel Block

Conditions:

This lease letter contains the lead call sign provided in File No 0001887193. For a complete list of call signs and lease identifiers associated with the leased spectrum, see the attachment to the "Lease Arrangement Letter" associated with Call Sign KNRU946 in the Universal Licensing System (ULS). The Commencement Date for all of the leased spectrum contained in File No 0001887193 is 10/8/2004 and the Expiration Date is 4/6/2005.

Call Sign	Lease/Sublease Identifier	Lease Commencement Date	Lease Expiration Date
KNNH532	KNNH532 - L1	10/8/2004	4/6/2005
KNRU946	KNRU946 - L1	10/8/2004	4/6/2005
WNCS310	WNCS310 - L1	10/8/2004	4/6/2005
WPEJ290	WPEJ290 - L1	10/8/2004	4/6/2005
WPOX417	WPOX417 - L1	10/8/2004	4/6/2005
WPOX419	WPOX419 - L1	10/8/2004	4/6/2005
WPQI251	WPQI251 - L1	10/8/2004	4/6/2005

CERTIFICATION

I, William A. Holesworth, Sole Proprietor, or President of the following companies: Radio Service Company Inc.; Blue Mountain Communications, Inc.; Columbia Communications, Inc.; Springfield Radio, Inc.; Business Radio, Inc.; and William A Holesworth an Individual (collectively "Holesworth") do hereby certify that on September 30, 2004, Holesworth and AIRPEAK Communications, LLC ("AIRPEAK") entered into a Short-Term De Facto Transfer Spectrum Leasing Agreement ("Lease") regarding the 800 MHz call signs listed on Attachment A hereto in order to expedite and effectuate an assignment of those Federal Communications Commission licenses to AIRPEAK.

I further certify that Holesworth was the license holder of each of the call signs listed in Attachment A and that Holesworth was aware and granted its permission, pursuant to the Lease, to allow AIRPEAK to integrate the frequencies associated with these calls signs into its Enhanced Specialized Mobile Network.

I certify that the statements herein are true and correct.



William A. Holesworth



Date

**Federal Communications Commission
Wireless Telecommunications Bureau
Spectrum Leasing Arrangement**

Licensee: Blue Mountain Communications Inc. Lessee: AIRPEAK Communications LLC

Attn: William A Holesworth
Address: 205 N Volland

Kennewick, WA 99336

Attn:
Address: 4690 Longley Lane
Suite 25
Reno, NV 89502

FRN: 0001559111

FRN: 0004529061

Type of Leasing Arrangement
De Facto Transfer Lease

Call Sign WNUD578
Lease/Sublease Identifier WNUD578 - L1
Radio Service YX

Commencement Date 10/18/2004	Expiration Date 04/16/2005	Print Date 10/27/2004
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Geographically-Licensed Services

Market Number	Market Name	Channel Block

Conditions:

This approval allows AIRPEAK Communications, LLC to lease spectrum at the following locations on the frequencies specified below:

<u>Location No.</u>	<u>Transmitter Address</u>	<u>Latitude, Longitude</u>	<u>Frequency (MHz)</u>
01	15 Mi SE Pendleton, Umatilla County, OR	45-35-44.5 N, 118-31-05.9 W	856.56250 857.56250 858.56250 859.56250 860.56250

**Federal Communications Commission
Wireless Telecommunications Bureau
Spectrum Leasing Arrangement**

Licensee: Business Radio, Inc.

Lessee: AIRPEAK Communications LLC

Attn:
Address: 205 N Volland

Kennewick, WA 99336

Attn:
Address: 4690 Longley Lane
Suite 25
Reno, NV 89502

FRN: 0001587195

FRN: 0004529061

Type of Leasing Arrangement
De Facto Transfer Lease

Call Sign WNDR605
Lease/Sublease Identifier WNDR605 - L1
Radio Service YX

Commencement Date 10/18/2004	Expiration Date 04/16/2005	Print Date 10/27/2004
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Geographically-Licensed Services

Market Number	Market Name	Channel Block
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Conditions:

This approval allows AIRPEAK Communications, LLC to lease spectrum at the following locations on the frequencies specified below:

<u>Location No.</u>	<u>Transmitter Address</u>	<u>Latitude, Longitude</u>	<u>Frequency (MHz)</u>
01	Ahtanum Ridge, 2.75 mi S Yakima, Yakima County, WA	46-31-57.5 N, 120-30-32.2 W	856.11250 857.11250 858.11250

02

113.0 km radius around a fixed location 1

859.11250
860.11250

806.00-821.00

**Federal Communications Commission
Wireless Telecommunications Bureau
Spectrum Leasing Arrangement**

Licensee: Columbia Communications Inc.

Lessee: AIRPEAK Communications LLC

Attn:
Address: 205 N Volland

Kennewick, WA 99336

Attn:
Address: 4690 Longley Lane
Suite 25
Reno, NV 89502

FRN: 0001578459

FRN: 0004529061

Type of Leasing Arrangement De Facto Transfer Lease

Call Sign KNBP741
Lease/Sublease Identifier KNBP741 - L1
Radio Service YX

Commencement Date 10/18/2004	Expiration Date 04/16/2005	Print Date 10/27/2004
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Geographically-Licensed Services

Market Number	Market Name	Channel Block
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Conditions:

This approval allows AIRPEAK Communications, LLC to lease spectrum at the following locations on the frequencies specified below:

<u>Location No.</u>	<u>Transmitter Address</u>	<u>Latitude, Longitude</u>	<u>Frequency (MHz)</u>
01	Rattlesnake Mountain, 16.5 Mi WNW Richland, Benton County, WA	46-24-11 5 N, 119-36-28 1 W	856.01250 856.51250 857.01250

857.51250
858.01250
858.51250
859.01250
859.51250
860.01250

02

113.0 km radius around a fixed location 1

806 00-821 00

**Federal Communications Commission
Wireless Telecommunications Bureau
Spectrum Leasing Arrangement**

Licensee: William A. Holesworth

Lessee: AIRPEAK Communications LLC

Attn: *William A. Holesworth*
Address: 205 N Volland

Kennewick, WA 99336

Attn:
Address: 4690 Longley Lane
Suite 25
Reno, NV 89502

FRN: 0002157071

FRN: 0004529061

Type of Leasing Arrangement
De Facto Transfer Lease

Call Sign WNPS555
Lease/Sublease Identifier WNPS555 - L1
Radio Service YX

Commencement Date 10/18/2004	Expiration Date 04/16/2005	Print Date 10/27/2004
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Geographically-Licensed Services

Market Number	Market Name	Channel Block

Conditions:

This approval allows AIRPEAK Communications, LLC to lease spectrum at the following locations on the frequencies specified below:

<u>Location No.</u>	<u>Transmitter Address</u>	<u>Latitude, Longitude</u>	<u>Frequency (MHz)</u>
01	Jump off Butte, 7 Mi S Kennewick, Benton County, WA	46-06-12 5 N, 119-07-48 0 W	856.06250 856.11250

857.06250
857.11250
858.06250
858.11250
859.06250
859.11250
860.06250
860.11250

02

113.0 km radius around a fixed location 1

806.00-821.00

**Federal Communications Commission
Wireless Telecommunications Bureau
Spectrum Leasing Arrangement**

Licensee: William A. Holesworth

Lessee: AIRPEAK Communications LLC

Attn: William A. Holesworth
Address: 205 N Volland

Kennewick, WA 99336

Attn:
Address: 4690 Longley Lane
Suite 25
Reno, NV 89502

FRN: 0002157071

FRN: 0004529061

Type of Leasing Arrangement
De Facto Transfer Lease

Call Sign WNPS559
Lease/Sublease Identifier WNPS559 – L1
Radio Service YX

Commencement Date 10/18/2004	Expiration Date 04/16/2005	Print Date 10/27/2004
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Geographically-Licensed Services

Market Number	Market Name	Channel Block

Conditions:

This approval allows AIRPEAK Communications, LLC to lease spectrum at the following locations on the frequencies specified below:

<u>Location No.</u>	<u>Transmitter Address</u>	<u>Latitude, Longitude</u>	<u>Frequency (MHz)</u>
01	Rattlesnake Mountain, 12 Mi NNE Sunnyside, Yakima County, WA	46-26-52.5 N, 119-50-24.1 W	857.03750 858.03750 859.03750
02	113.0 km radius around a fixed location <u>1</u>		806.00-821.00

**Federal Communications Commission
Wireless Telecommunications Bureau
Spectrum Leasing Arrangement**

Licensee: Radio Service Co Inc.

Lessee: AIRPEAK Communications L.L.C.

Attn: William A. Holesworth
Address: 205 N Volland

Kennewick, WA 99336

Attn:
Address: 4690 Longley Lane
Suite 25
Reno, NV 89502

FRN: 0001557313

FRN: 0004529061

Type of Leasing Arrangement
De Facto Transfer Lease

Call Sign WNQY247
Lease/Sublease Identifier WNQY247 - L1
Radio Service YX

Commencement Date 10/18/2004	Expiration Date 04/16/2005	Print Date 10/27/2004
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Geographically-Licensed Services

Market Number	Market Name	Channel Block
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Conditions:

This lease letter contains the lead call sign provided in File No. 0001896211. For a complete list of call signs and lease identifiers associated with the leased spectrum, see the attachment to the "Lease Arrangement Letter" associated with Call Sign WNQY247 in the Universal Licensing System (ULS). The Commencement date for all of the leased spectrum contained in File No. 0001896211 is 10/18/2004 and the Expiration Date is 04/16/2005

Attachment A

Call Sign	Lease/Sublease Identifier	License Expiration Date	Lease Expiration Date
WNQY247	WNQY247 - L1	6/11/2005	4/16/2005
KNY817	KNY817 - L1	10/31/2010	4/16/2005
WNUD612	WNUD612 - L1	12/13/2010	4/16/2005
WPDC930	WPDC930 - L1	11/17/2008	4/16/2005
WPFG851	WPFG851 - L1	7/29/2009	4/16/2005
WPFT315	WPFT315 - L1	10/27/2009	4/16/2005
WNQY305	WNQY305 - L1	10/18/2009	4/16/2005

ATTACHMENT G

EA	Call Sign	Location	Consummation	Analog Conversion Timeline
EA153	KNNG473	3465 S Las Vegas Blvd, NV	11.17.04	iDen operational
EA153	WPCQ306	Potosi Mtn, NV	11.17.04	iDen operational
EA153	WPDV921	Jean NV, NV	11.17.04	iDen operational
EA153	WPDV923	Laughlin, NV	11.17.04	2 nd qtr 2006
EA153	WPDV925	Angel Peak, NV	11.17.04	iDen operational
EA153	WPDV920	Glendale, NV	11.17.04	2nd Qtr. 2006
EA153	WNXW276	Oatman, AZ	11.17.04	2nd Qtr. 2006
EA153	WNUX368	Lake Havasu, AZ	11.17.04	2nd Qtr. 2006
EA163	WNQA940	Cobb Mtn, CA	11.21.04	2nd Qtr. 2006
EA166	WNFG976	Buck Mtn, OR	11.21.04	4th qtr 2006
EA166	WNQY305	Florence, OR	11.21.04	4th qtr 2006
EA166	WPDC930	Coos Bay, OR	11.21.04	4th qtr 2006
EA166	WNQY247	Cottage Grove, OR	11.21.04	4th qtr 2006
EA167	WPDC990	Mount Hebo, OR	11.21.04	4th qtr 2006
EA168	WNUD578	Pendelton, OR	11.21.04	4th qtr 2006
EA169	KNBP741	Rattlesnake Mtn, WA	11.21.04	iDen operational
EA169	WNPS559	Rattlesnake Mtn, WA	11.21.04	iDen operational
EA169	WNDR605	Ahtanum Ridge, WA	11.21.04	4th qtr 2006

ATTACHMENT H

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20554

In the Matter of)
)
AIRPEAK Communications, LLC) WT Docket No. 02-55
800 MHz ESMR Election)

To: Chief, Wireless Telecommunications Bureau

REQUEST FOR WAIVER

AIRPEAK Communications, LLC (“AIRPEAK” or “Company”), by its attorneys and pursuant to Section 1.925 of the Federal Communications Commission (“FCC” or “Commission”) rules and regulations, respectfully requests a waiver to obtain an EA-wide license in the 800 MHz ESMR band for each of the channels authorized under the site-based stations identified on Attachment A. The grant of this request would be consistent with the Commission’s recent Memorandum Opinion and Order in WT 02-55¹ in which the FCC invited AIRPEAK to submit the showing provided herein.

The MO&O addressed a number of matters relating to the Commission’s decisions involving the reconfiguration of the 800 MHz band. Among the issues resolved in the MO&O was AIRPEAK’s request that certain site-based stations associated with ESMR networks be permitted to relocate to the ESMR band on an EA-wide, incumbent-free basis, rather than retaining rights only to operate within their existing 40 dBuV/m coverage contour.

¹ Improving Public Safety in the 800 MHz Band, WT Docket No. 02-55, *Memorandum Opinion & Order*, FCC 05-174, 36 CR 1105 (Oct. 5, 2005 (“MO&O”))

The Company had filed both a Petition for Reconsideration and a Request for Waiver in respect to this issue.² In both, AIRPEAK proposed that a site-based license eligible for relocation to the ESMR band should be converted to an EA-wide license if the 22 dBu/Vm contour of the station covered at least fifty percent (50%) of the population within the EA. AIRPEAK argued that the proposal was consistent with Section 90.685(b) of the FCC Rules since one-third population coverage is the first benchmark for demonstrating satisfactory spectrum utilization throughout a geographic area and two-thirds coverage is considered conclusive evidence that the spectrum is being used productively.

In the MO&O, the FCC determined not to grant reconsideration of this issue. However, it allowed AIRPEAK (and Airtel Wireless, LLC) to obtain an EA-wide license in the ESMR band upon a demonstration that the 40 dBu/Vm contour of the license covered at least fifty percent (50%) of the population within the EA.³

Attachment A identifies AIRPEAK's eligible site-based licenses that meet the coverage test for waiver relief defined in the MO&O. The attachment includes coverage maps demonstrating that the 40 dBu/Vm coverage contour of each station provides coverage to at least fifty percent (50%) of the EA population. Thus, these stations satisfy the waiver criteria set out in the MO&O.

The Commission already has determined that waiver relief will serve the public interest under the conditions defined in the MO&O.⁴ The agency's conclusion is correct. Approval of this request will allow AIRPEAK increased flexibility in deploying these channels, primarily in rural markets that traditionally have been underserved. It will avoid the situation wherein the

² See Petition for Reconsideration, filed Mar. 10, 2005, by AIRPEAK Communications, LLC; AIRPEAK Communications, LLC 800 MHz ESMR Election, Request for Waiver, filed Mar. 17, 2005.

³ MO&O at ¶ 18.

⁴ *Id*

“white space” outside the service contour lies fallow because it does not independently provide sufficient geography and/or population to warrant build-out investment. It also will simplify the FCC’s licensing processes.

For the reasons described above, AIRPEAK respectfully requests approval of the instant waiver request.

Respectfully submitted,

AIRPEAK Communications, LLC

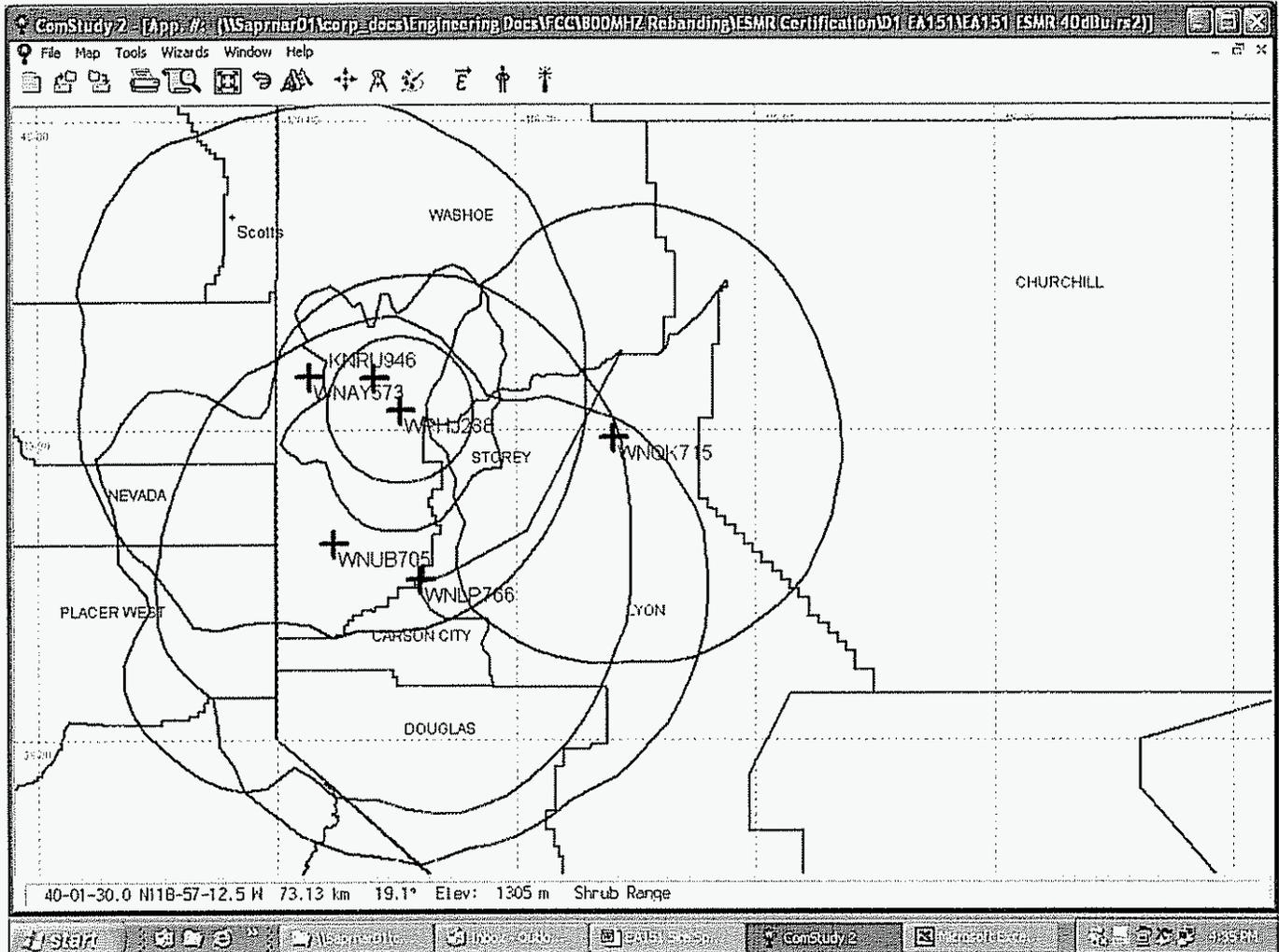
By: 
Elizabeth R. Sachs
Its Counsel
Lukas, Nace, Gutierrez & Sachs, Chartered
1650 Tysons Boulevard, Suite 1500
McLean, VA 22102
(703) 584-8678

February 6, 2006

Attachment

ATTACHMENT A

EA151 Reno Nevada Site Specific 40dBu



AIRPEAK Site Specific, EA151 Washoe County

<u>Callsign</u>	<u>Location</u>	<u>Population</u> <u>40 dbu</u>	<u>25 khz</u> <u>Channels</u>
WPXU604	SUN VALLEY	332,004	30
WPQK363	Incline Village	136,989	20
KNRU946	SUN VALLEY	315,863	5
WNNH844	Peavine	437,484	7
WPHJ288	55 E Nugget	273,696	5
WPHJ293	RENO	368,200	3
WNAY573	RENO	398,985	12
WNUB705	RENO	469,298	5
WPQK364	RENO	327,544	20
WPQK365	RENO	398,985	20
WPQK366	Wadsworth	353,329	20
WPQK370	RENO	445,556	20
WPQE923	RENO	229,059	20
WPQE561	RENO	246,492	15
WPQE566	RENO	288,682	15
WPQE570	RENO	229,059	15
WPQE575	RENO	282,595	15
WPQE576	RENO	205,563	15
WPQE903	RENO	246,492	15
WPQE918	RENO	282,595	15
WPQE920	RENO	294,912	15
WPQE928	RENO	282,595	15
WPQE916	RENO	361,842	10
WNXE843	RENO	419,642	5

AIRPEAK Site Specific, EA151 Carson County

<u>Callsign</u>	<u>Location</u>	Population <u>22 dbu</u>	Population <u>40 dbu</u>	25 khz Channels
WPQE901	CARSON CITY	187,540	87,573	15
WPQZ716	CARSON CITY	515,087	334,750	15
WPQE915	CARSON CITY	187,540	87,573	15
WPQE578	CARSON CITY	515,087	334,750	15

AIRPEAK Site Specific, EA151 Storey County

<u>Callsign</u>	<u>Location</u>	Population <u>22 dbu</u>	Population <u>40 dbu</u>	25 khz Channels
WNLP 766	CARSON CITY	560,813	493,201	10
WPQK368	CARSON CITY	560,813	493,201	20

AIRPEAK Site Specific, EA151 Douglas County

<u>Callsign</u>	<u>Location</u>	Population	Population	25 khz
		<u>22 dbu</u>	<u>40 dbu</u>	Channels
WPXY407	STATELINE	175,220	70,417	30
WPQK371	STATELINE	160,297	66,153	20

AIRPEAK Site Specific, EA151 Lyon County

<u>Callsign</u>	<u>Location</u>	Population <u>22 dbu</u>	Population <u>40 dbu</u>	25 khz Channels
WNQK715	FERNLEY	450,580	33,269	1
WPQK367	Silver Springs	448,021	30,220	20
WPQE914	Silver Springs	448,021	30,220	15
WPQE912	FERNLEY	448,021	30,220	15

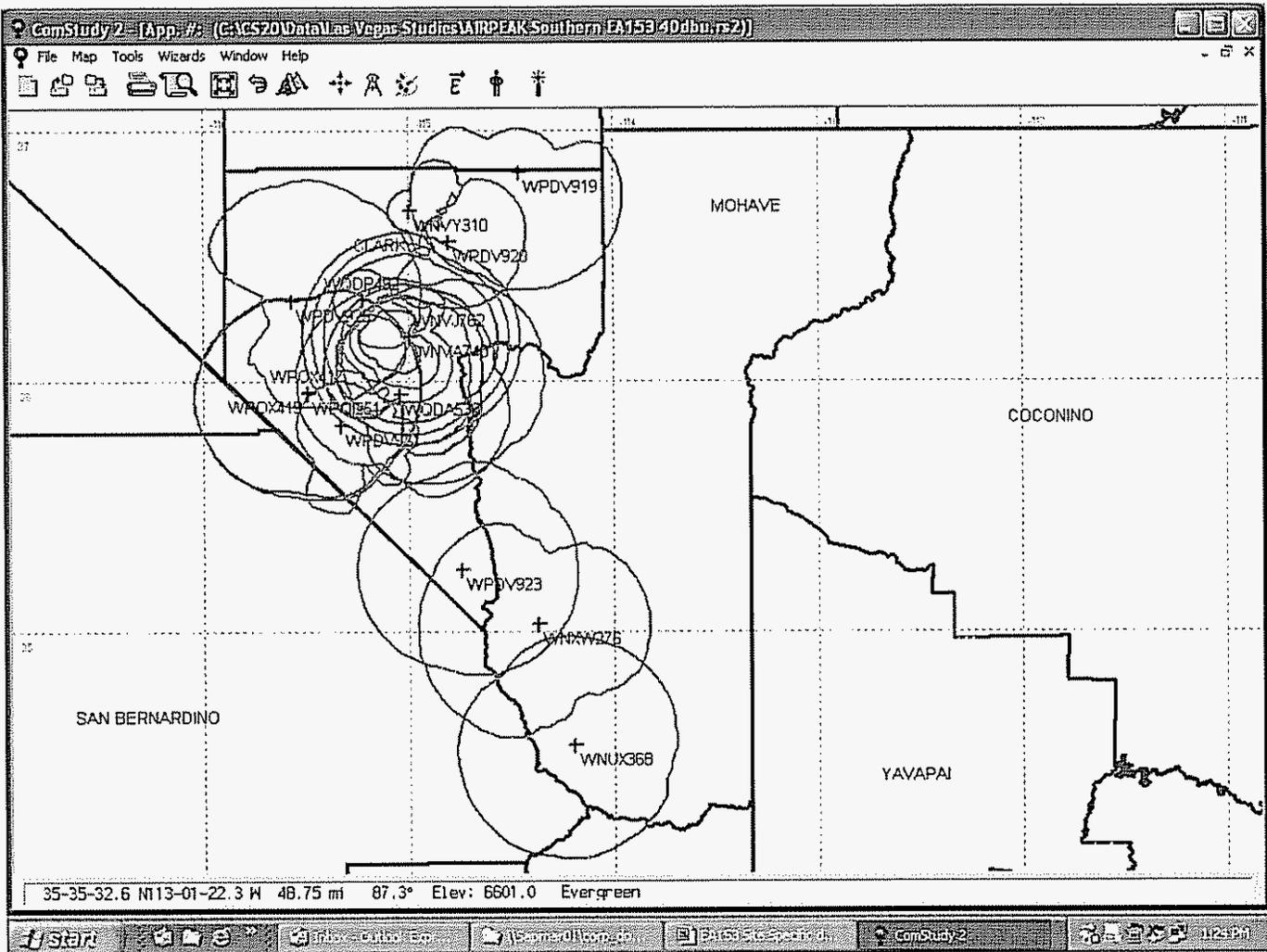
AIRPEAK Site Specific, EA151 Churchill County

<u>Callsign</u>	<u>Location</u>	Population <u>22 dbu</u>	Population <u>40 dbu</u>	25 khz Channels
WPQK372	FALLON	24,832	23,019	20
WNCS847	FALLON	24,832	23,019	5

AIRPEAK Site Specific, EA151 Lassen County

<u>Callsign</u>	<u>Location</u>	Population <u>22 dbu</u>	Population <u>40 dbu</u>	25 khz Channels
WPFV934	SUSANVILLE	44,832	23,746	5

Southern EA153 Las Vegas Nevada 40 dBu contours



Las Vegas Site Specific Details

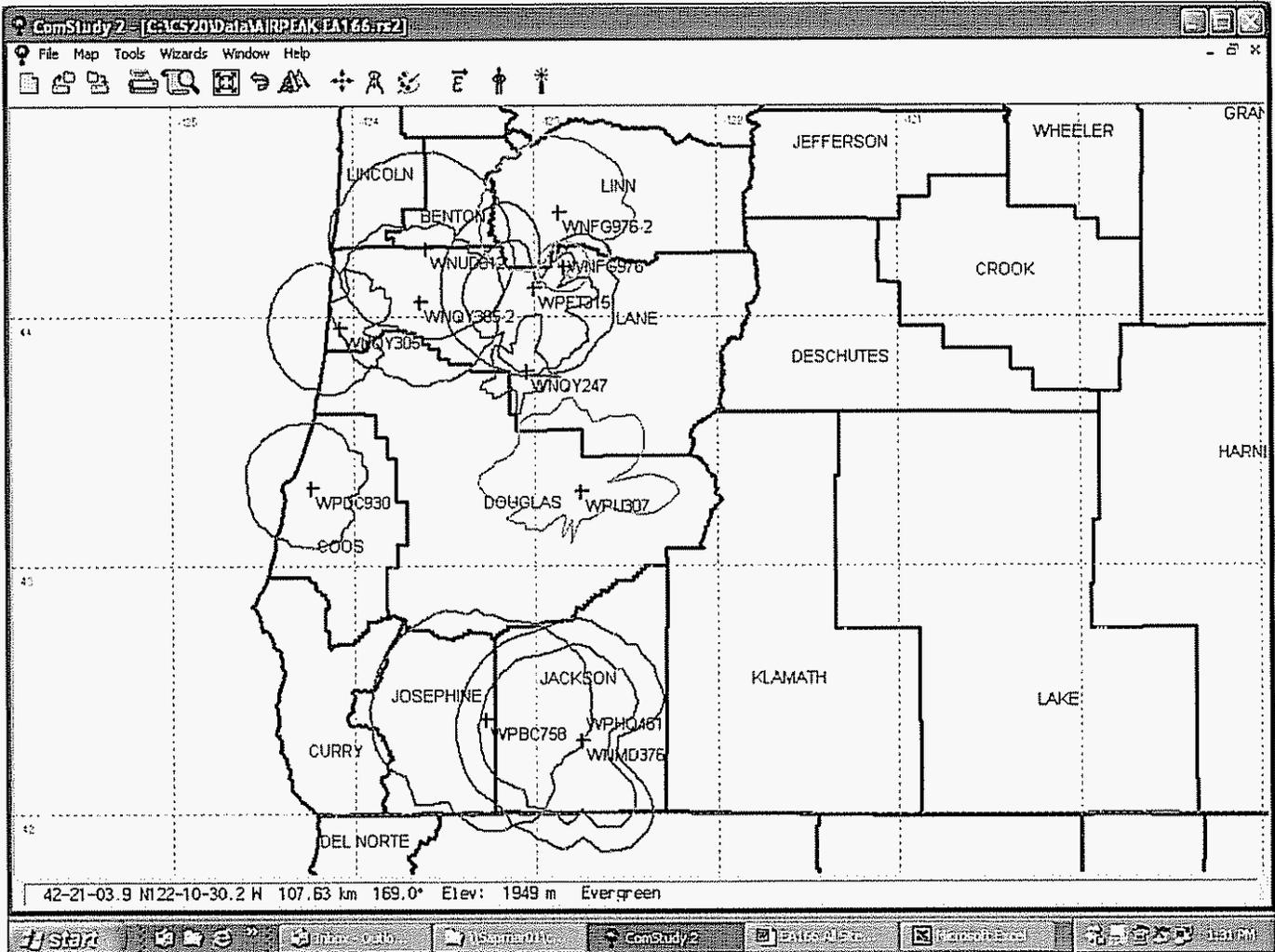
CallSign	Site Location	City	ST	County	AMSL (meters)	HAAT meters	Ant Hgt meters	ERP	Latitude	Longitude
Many	Sunrise	Las Vegas	NV	Clark	1234	701.0	18	125	36-10-46.9	114-59-54
WPDV925	Angel Peak	Las Vegas	NV	Clark	2701	732.0	55	200	36-19-7.9	115-34-30
WPDV920	Arrow Canyon	Glendale	NV	Clark	855	263.0	19	200	36-33-28.9	114-47-58
WPDV923	8mi NE Jct US95 & SR77	Laughlin	NV	Clark	1464	687.0	6	200	35-14-55	114-44-36.9
WPDV919	NE 1/4 of Sec 7	Las Vegas	NV	Clark	457	-79.0	35	1000	36-49-54.9	114-27-37.9
WPDV921	2.5mi SW	Jean	NV	Clark	863	-131.0	30	1000	35-49-29.9	115-20-3
WNXW276	Oatman Mt	Oatman	AZ	Mohave	1317	556.0	24	350	35-1-58	114-21-59.8
WNUX368	Crossman	Jake Havasu City	AZ	Mohave	1317	714.0	24	200	34-32-54	114-11-39.8
WQDB949	Tropicanna Hotel	Las Vegas	NV	Clark	649	39	70.1	600	36-05-59.9	115-10-17
WQDB950	Fitzgeralds Hotel	Las Vegas	NV	Clark	613	89	122.0	600	36-10-9.9	115-8-34
WQDA536	Arden Tower	Las Vegas	NV	Clark	1310	530.3	11.0	250	35-56-45	115-2-40
WQDB949	Bank Of America	Las Vegas	NV	Clark	614	22.1	76.0	50	36-10-02	115-8-38
WQDU356	Boulder City VOR	Boulder City	NV	Clark	1105	484	4.9	300	35-59-46	114-51-47
Pending	Las Vegas Hilton	Las Vegas	NV	Clark	623	71	102.0	600	36-08-04	115-9-16
Pending	Decatur	North Las Vegas	NV	Clark	700	-68	27.4	300	36-17-06	115-12-20.6
WQDP492	Detension Basin	Las Vegas	NV	Clark	729	-149.0	30.4	250	36-19-40.28	115-13-18.42
WQDM842	Seastrand Park	North Las Vegas	NV	Clark	656	-80.8	27.4	300	36-16-33.85	115-09-51.5
WQDB948	Southern Hills Hospital	Las Vegas	NV	Clark	786	-86.4	27.4	350	36-04-22	115-17-42.7
WQDM841	Mountain View Hospital	Las Vegas	NV	Clark	710	-72.5	21.8	250	36-12-57	115-15-3
WQED951	Stratosphere Hotel	Las Vegas	NV	Clark	620	232.0	267	225	36-8-52.9	115-9-16
WPQI251	Potosi	Las Vegas	NV	Clark	2499	1098	24	75	35-57-4	115-29-36
KNNG473	Ballys	Las Vegas	NV	Clark	646	614	119	50	36-6-26.9	115-10-30
WNCS310	Black	Las Vegas	NV	Clark	1017	381	16	160	36-0-29.9	115-0-23

AIRPEAK Las Vegas Site Specific over 50% pop coverage

EA	Freq	Call Sign	Pops in 40 dBu Contour at Licensed ERP	40 dbu Percentage of Population Covered	Total Pops in EA
153	851.4875	WNVJ762	1,340,941	78%	1,709,797
153	851.4875	WPFU355	1,340,941	78%	1,709,797
153	851.5875	WNVY310	1,340,941	78%	1,709,797
153	852.2375	KNNG473	1,256,117	73%	1,709,797
153	852.5375	WPEJ290	1,114,758	65%	1,709,797
153	852.6875	WNMJ676	1,341,531	78%	1,709,797
153	852.6875	WNVA748	1,341,531	78%	1,709,797
153	852.9875	WNMJ676	1,342,157	78%	1,709,797
153	852.9875	WNVA740	1,342,157	78%	1,709,797
153	853.3125	WNMJ676	1,428,840	84%	1,709,797
153	853.3125	WPDV918	1,428,840	84%	1,709,797
153	853.3125	WPDV919	1,428,840	84%	1,709,797
153	853.3125	WPDV920	1,428,840	84%	1,709,797
153	853.3125	WPDV921	1,428,840	84%	1,709,797
153	853.3125	WPDV923	1,428,840	84%	1,709,797
153	853.3125	WPDV925	1,428,840	84%	1,709,797
153	853.8375	WNMJ676	1,341,826	78%	1,709,797
153	854.0625	WPEJ290	1,114,758	65%	1,709,797
153	854.5375	WPCQ306	837,930	49%	1,709,797
153	855.7875	WNCS310	1,338,149	78%	1,709,797
153	856.0625	WNMJ676	1,341,790	78%	1,709,797
153	856.1375	WNMJ676	1,341,790	78%	1,709,797
153	856.3625	WPOX417	1,309,482	77%	1,709,797
153	856.6375	WPQI251	1,314,269	77%	1,709,797
153	856.8625	WPRR969	1,340,792	78%	1,709,797
153	857.0625	WNMJ676	1,341,790	78%	1,709,797
153	857.1375	WNMJ676	1,428,840	84%	1,709,797
153	857.1375	WPDV918	1,428,840	84%	1,709,797
153	857.1375	WPDV919	1,428,840	84%	1,709,797
153	857.1375	WPDV920	1,428,840	84%	1,709,797
153	857.1375	WPDV921	1,428,840	84%	1,709,797
153	857.1375	WPDV923	1,428,840	84%	1,709,797
153	857.1375	WPDV925	1,428,840	84%	1,709,797
153	857.3125	WPDV918	1,416,129	83%	1,709,797
153	857.3125	WPDV920	1,416,129	83%	1,709,797
153	857.3125	WPDV923	1,416,129	83%	1,709,797

EA	Freq	Call Sign	Pops in 40 dBu Contour at Licensed ERP	40 dbu Percentage of Population Covered	Total Pops in EA
153	857.3625	WPOX417	1,309,482	77%	1,709,797
153	857.6375	WPQI251	1,314,269	77%	1,709,797
153	858.0625	WNMJ676	1,341,790	78%	1,709,797
153	858.1375	WNMJ676	1,428,840	84%	1,709,797
153	858.1375	WPDV918	1,428,840	84%	1,709,797
153	858.1375	WPDV919	1,428,840	84%	1,709,797
153	858.1375	WPDV920	1,428,840	84%	1,709,797
153	858.1375	WPDV921	1,428,840	84%	1,709,797
153	858.1375	WPDV923	1,428,840	84%	1,709,797
153	858.1375	WPDV925	1,428,840	84%	1,709,797
153	858.3625	WPOX419	1,309,482	77%	1,709,797
153	858.6375	WPQI251	1,314,269	77%	1,709,797
153	859.0625	WNMJ676	1,341,790	78%	1,709,797
153	859.1375	WNMJ676	1,428,840	84%	1,709,797
153	859.1375	WPDV918	1,428,840	84%	1,709,797
153	859.1375	WPDV919	1,428,840	84%	1,709,797
153	859.1375	WPDV920	1,428,840	84%	1,709,797
153	859.1375	WPDV921	1,428,840	84%	1,709,797
153	859.1375	WPDV923	1,428,840	84%	1,709,797
153	859.1375	WPDV925	1,428,840	84%	1,709,797
153	859.3625	WPOX419	1,309,482	77%	1,709,797
153	859.6375	WPQI251	1,314,269	77%	1,709,797
153	859.7875	KNNH532	1,142,505	67%	1,709,797
153	860.0625	WNMJ676	1,341,790	78%	1,709,797
153	860.1375	WNMJ676	1,428,840	84%	1,709,797
153	860.1375	WPDV918	1,428,840	84%	1,709,797
153	860.1375	WPDV919	1,428,840	84%	1,709,797
153	860.1375	WPDV920	1,428,840	84%	1,709,797
153	860.1375	WPDV921	1,428,840	84%	1,709,797
153	860.1375	WPDV923	1,428,840	84%	1,709,797
153	860.1375	WPDV925	1,428,840	84%	1,709,797
153	860.3625	WPOX419	1,309,482	77%	1,709,797
153	860.6375	WPQI251	1,314,269	77%	1,709,797

EA166 Eugene Oregon 40 dbu contours



AIRPEAK Site Specific, EA 166 Lane County

Population Population

<u># of Channels</u>	<u>Callsign</u>	<u>Location</u>	<u>22 dbu</u>	<u>40 dbu</u>
8	WNFG976	Springfield	269,668	3,186
1	WPFT315	Eugene	457,973	306,378
3	WNQY247	Cottage Grove	273,045	25,155
5	WPF851	Springfield	329,460	293,129
10	KNY817	Eugene	329,460	293,129
5	WNUD612	Junction City	518,025	68,818
3	WNQY305	Florence	29,717	18,991

AIRPEAK Site Specific, EA 166 Linn County

<u># of Channels</u>	<u>Callsign</u>	<u>Location</u>	<u>Population</u> <u>22 dbu</u>	<u>Population</u> <u>40 dbu</u>
6	WNFG976	Brownsville	601,316	102,546

AIRPEAK Site Specific, EA 166 Jackson County

			Population	Population
<u># of Channels</u>	<u>Callsign</u>	<u>Location</u>	<u>22 dbu</u>	<u>40 dbu</u>
1	WPHQ461	Medford	267,465	184,148
1	WPIH908	Medford	267,465	184,148
1	WPIH909	Medford	267,465	184,148
1	WPIH910	Medford	267,465	184,148
1	WPIJ307	Medford	94,458	4,777
5	WNMD376	Medford	288,028	234,102

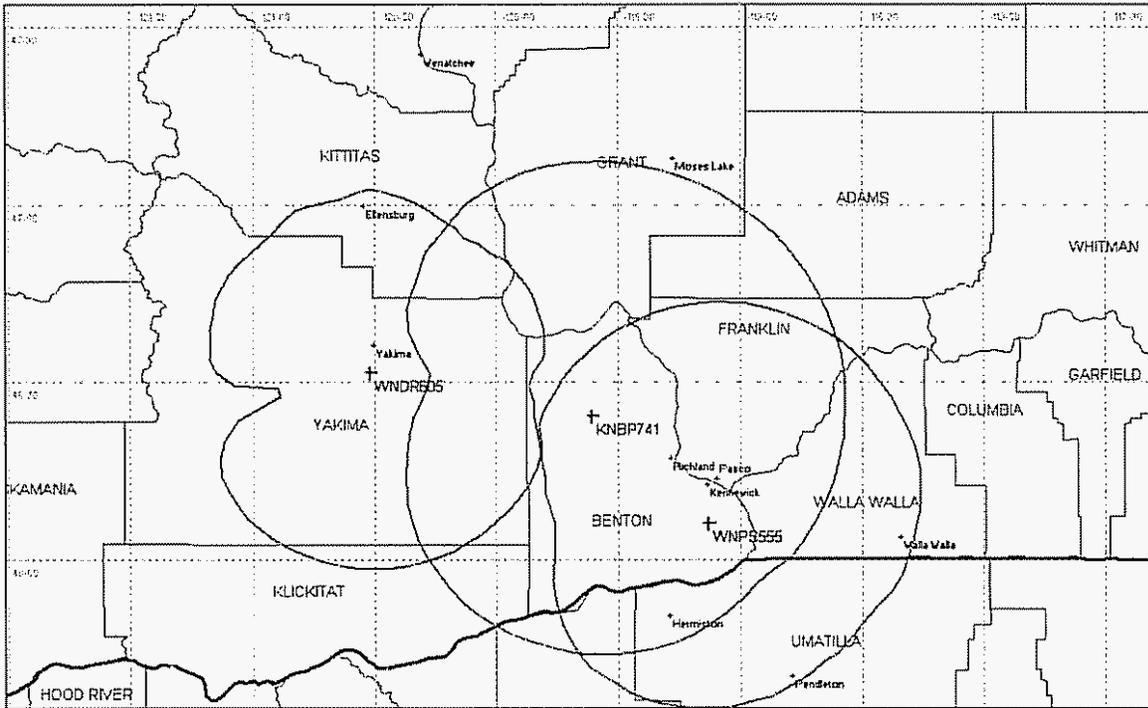
AIRPEAK Site Specific, EA 166 Josephine County

			Population	Population
<u># of Channels</u>	<u>Callsign</u>	<u>Location</u>	<u>22 dbu</u>	<u>40 dbu</u>
5	WPBC758	Grants Pass	283,017	224,230

AIRPEAK Site Specific, EA 166 Coos County

			Population	Population
<u># of Channels</u>	<u>Callsign</u>	<u>Location</u>	<u>22 dbu</u>	<u>40 dbu</u>
860.6875	WPDC930	Coos Bay	69,082	53,024

EA169 Kennewick 40 dbu Contours



AIRPEAK currently covers 467,007 pops (69%) within EA169 counties.

County	2000 Census population
Adams WA	16428
Benton WA	142475
Chelan WA	66616
Douglas WA	32603
Franklin WA	49347
Grant WA	74698
Kittitas WA	33362
Okanogan WA	39564
Yakima, WA	222581
Total EA169 Population	677674

AIRPEAK Site Specific, EA 169 40dBu population

EA Population

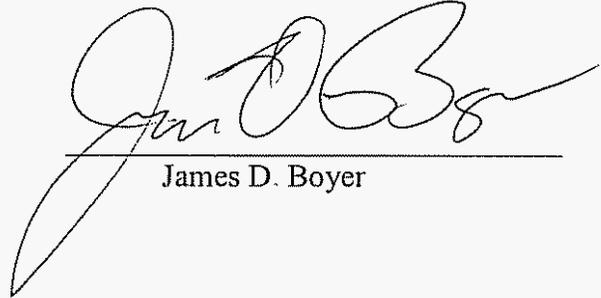
	<u>Frequency</u>	<u>Callsign</u>	<u>Location</u>	<u>Population 40 dbu</u>	<u>Coverage %</u>
1	856.0125	KNBP741	Richland	224,115	<u>33.07%</u>
2	857.0125	KNBP741	Richland	224,115	<u>33.07%</u>
3	858.0125	KNBP741	Richland	224,115	<u>33.07%</u>
4	859.0125	KNBP741	Richland	224,115	<u>33.07%</u>
5	860.0125	KNBP741	Richland	224,115	<u>33.07%</u>
6	856.5125	KNBP741	Richland	224,115	<u>33.07%</u>
7	857.5125	KNBP741	Richland	224,115	<u>33.07%</u>
8	858.5125	KNBP741	Richland	224,115	<u>33.07%</u>
9	859.5125	KNBP741	Richland	224,115	<u>33.07%</u>
10	856.0625	WNPS555	Kennewick	171,550	<u>25.31%</u>
11	857.0625	WNPS555	Kennewick	171,550	<u>25.31%</u>
12	858.0625	WNPS555	Kennewick	171,550	<u>25.31%</u>
13	859.0625	WNPS555	Kennewick	171,550	<u>25.31%</u>
14	860.0625	WNPS555	Kennewick	171,550	<u>25.31%</u>
15	856.1125	WNPS555/WNDR605	Kennewick\Yakima	344,548	<u>50.84%</u>
16	857.1125	WNPS555/WNDR605	Kennewick\Yakima	344,548	<u>50.84%</u>
17	858.1125	WNPS555/WNDR605	Kennewick\Yakima	344,548	<u>50.84%</u>
18	859.1125	WNPS555/WNDR605	Kennewick\Yakima	344,548	<u>50.84%</u>
19	860.1125	WNPS555/WNDR605	Kennewick\Yakima	344,548	<u>50.84%</u>
20	857.0375	WNPS559	Sunnyside	88,371	<u>13.04%</u>
22	858.0375	WNPS559	Sunnyside	88,371	<u>13.04%</u>
22	859.0375	WNPS559	Sunnyside	88,371	<u>13.04%</u>

CERTIFICATION

I, James D. Boyer, certify under penalty of perjury that the information provided in the foregoing Re-affirmation of ESMR Election is true and correct. Executed on

February 6, 2006.

Date



James D. Boyer

Commonwealth of Virginia
County of Fairfax, to-wit:

I, Linda J. Evans, a Notary Public in and for the jurisdiction aforesaid, whose commission expires on June 30, 2008, do hereby certify that James D. Boyer, whose name is signed to the foregoing document bearing date on the 6th day of February, 2006, has acknowledged the same before me in the jurisdiction aforesaid.

Given under my hand and seal this 6th day of February 2006.



Linda J. Evans

