

February 17, 2006

Writer's Direct Contact
202/887-1510
CTritt@mofocom

Via ECFS

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

Re: Amended Joint Opposition of ALLTEL Communications, Inc. and Midwest Wireless Holdings, L.L.C. to Petition to Deny
WT Docket No. 05-339, DA No. 05-3169

Dear Ms. Dortch:

Attached, on behalf of ALLTEL Communications, Inc. ("ALLTEL") and Midwest Wireless Holdings, L.L.C. ("Midwest") (together, the "Applicants"), is a corrected and public redacted version of their Joint Opposition ("Joint Opposition") filed in the above-referenced proceeding on February 16, 2006. The attached Joint Opposition corrects two oversights in the Applicants' Joint Opposition as originally filed.

First, the Applicants are adding the Declaration of Kerry L. Brooks ("Brooks Declaration") as an attachment to the Joint Opposition, with a cover page identifying it as Attachment 8. Difficulties in coordinating the preparation and filing of the Joint Opposition prevented the timely filing of the Brooks Declaration with the Joint Opposition. Because the Brooks Declaration contains confidential information, only the Attachment 8 cover page appears in the attached redacted copy of the Joint Opposition. Second, page 19 of the Joint Opposition has been replaced to add a reference in footnote 45 to the Brooks Declaration. It should also be noted that page 25 of the Joint Opposition has been changed to delete brackets and a question mark appearing in the first line of the second paragraph on that page that were overlooked before filing. Because that correction appears in a portion of page 25 that was redacted in the original public filing, however, no change has been made to page 25 in the attached redacted corrected Joint Opposition.

Applicants are serving United States Cellular Corporation ("USCC") counsel with the corrected redacted Joint Opposition simultaneously with this submission. Because the Joint

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Opposition contains proprietary information and confidential documents that are highly competitively sensitive, the original confidential copy is being submitted to the Office of the Secretary in accordance with the Protective Order in WT Docket No. 05-339 and is not available for public inspection.¹

Please direct any questions as to this matter to the undersigned.

Very truly yours,



Cheryl A. Tritt
Counsel to ALLTEL Communications, Inc.

Enclosures

¹ See *Applications of Midwest Wireless Holdings, LLC and ALLTEL Communications, Inc.*, Order Adopting Protective Order, WT Docket No. 05-339, DA No. 06-288 (rel. February 6, 2006).