

FEDERAL COMMUNICATIONS COMMISSION
Washington, D. C. 20554

Adams

MAR 14 2008

OFFICE OF
MANAGING DIRECTOR

Alan S. Tilles, Esq.
Shulman, Rogers, Gandal,
Pordy & Ecker, P.A.
11921 Rockville Pike, Third Floor
Rockville, MD 20852

Re: Northwest Airlines, Inc., Debtor-in-Possession
Petition for Waiver and Deferral of Filing Fees
Fee Control No. RROG-06-00003589
FCC File No. 0002422831

Dear Mr. Tilles:

This letter responds to your request dated January 26, 2006 (*Request*) submitted on behalf of Northwest Airlines, Inc., Debtor-in-Possession (NWA-DIP) for a deferral and waiver of the filing fees in connection with its application for *pro forma* assignment of wireless licenses (Application). For the reasons stated herein, we grant your request.

You recite that on September 14, 2005, Northwest Airlines Corporation (Parent), along with twelve affiliated entities, including Northwest Airlines, Inc., a wholly-owned subsidiary of Parent and the holder of the licenses at issue here (Licensee), filed voluntary petitions for bankruptcy in the United States Bankruptcy Court, Southern District of New York (Bankruptcy Court).¹ You provide a copy of the "Notice of Commencement of Chapter 11 Cases and First Day Motions" filed by Parent and the twelve affiliated entities with the Bankruptcy Court dated September 14, 2005 (*Bankruptcy Notice*). You state that with these bankruptcy filings, Parent, Licensee, and the other affiliated entities began operating their businesses as debtors-in-possession.² In a subsequent communication, you "confirm[] that the entities at issue [here] . . . remain in bankruptcy."³ You state that in connection with the bankruptcy filings, on January 26, 2006, NWA-DIP filed the Application with the Commission to assign wireless licenses from the Licensee to NWA-DIP.⁴ You state that "[i]n the absence of a waiver, the parties will be required to pay a total of \$41,880.00 for this Application and a total of

¹ *Request* at 2. You state that the wireless licenses at issue here are used by the Licensee in its operations as a commercial airline. *Id.*

² *Id.*

³ Email from Dana Daberkow, Shulman, Rogers, Gandal, Pordy & Ecker, P.A., to Joanne Wall, FCC (Feb. 9, 2006).

⁴ *Request* at 1-2.

\$86,135.00 for all bankruptcy-related applications to the Commission.”⁵ You assert that a waiver of the filing fees associated with the Application should be granted in light of the bankruptcy filings.⁶

Section 1.1117 of the Commission’s rules, 47 C.F.R. §1.1117, provides that filing fees may be waived upon a showing of good cause and a finding that the public interest will be served thereby.⁷ We find that the *Bankruptcy Notice* substantiates NWA-DIP’s claim of financial hardship and demonstrates good cause for waiver of the filing fees.⁸ Therefore, your request for waiver of the filing fees in connection with NWA-DIP’s Application is granted.

If you have any questions concerning this letter, please contact the Revenue and Receivables Operations Group at (202) 418-1995.

Sincerely,



 Mark A. Reger
Chief Financial Officer

⁵ *Id.* at 4; *see also id.* at 2 (“The parties will file a separate application for issuance of an aircraft license to the NWA-DIP and will accompany that filing with a waiver request as well.”).

⁶ *Id.*

⁷ *See Establishment of a Fee Collection Program to Implement the Provisions of the Consolidated Omnibus Budget Reconciliation Act of 1985*, 5 FCC Rcd 3558, 3572-73 (1990).

⁸ *See MobileMedia Corporation*, 14 FCC Rcd 8017, 8027 (1999) (bankruptcy establishes good cause for waiver of filing fee).

Stamp & return copy

RECEIVED - FCC

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

JAN 26 2006

Federal Communication Commission
Bureau / Office

In the Matter of

**NORTHWEST AIRLINES, INC., DEBTOR-
IN-POSSESSION**

Petition for Waiver of Section 1.1102 of the
Commission's Rules in Connection with
Application Filing Fees Associated with
Pro Forma Application for Involuntary
Assignment for Various Wireless Licenses
Pursuant to Section 1.1117 of the Commission's
Rules;

FCC File No. 0002422831

FO WAIVER TRACKING
CNTL# 6593

Request for Deferral of Payment of
Application Filing Fees Pursuant to
Section 1.1117 of the Commission's Rules, and,
in the Alternative, Waiver of Section 1.1117(e) of
the Commission's Rules Pursuant to Section 1.3
of the Commission's Rules

RROG-06-6593

To: Office of the Managing Director

**PETITION FOR WAIVER OF APPLICATION
FILINGS FEES AND DEFERRAL OF PAYMENT**

Northwest Airlines, Inc., Debtor-in-Possession ("NWA-DIP"), through counsel and pursuant to Section 1.1117 of the Commission's Rules, 47 C.F.R. §1.117, hereby requests a waiver of Section 1.1102 of the Commission's Rules, 47 C.F.R. §1.1102. In support thereof, the following is shown:

Section 1.1102 of Commission's Rules requires the payment of application filing fees in connection with various applications. In this case, NWA-DIP has filed an application for *pro forma*, involuntary assignment of licenses (the "Application"). The accompanying Application was filed on January 26, 2006 and has been assigned FCC

File Number 0002422831. The Application was necessitated by the September 14, 2005 bankruptcy filing by Northwest Airlines, Inc. ("Licensee") which resulted in NWA-DIP's Debtor-in-Possession status. Licensee holds various wireless licenses used in connection with its operations as a commercial airline.

In addition, pursuant to Section 1.1117(e) of the Commission's Rules, 47 C.F.R. §1.1117(e), NWA-DIP requests deferral of the obligation to pay the application filing fees upon filing of the Application, pending the Managing Director's ruling on the application fees Waiver Request. In the alternative, to the extent the Commission determines that Section 1.1117(e) does not expressly authorize deferral of the application fee, NWA-DIP requests that the Commission waive any requirement to pay the application filing fees pending action by the Managing Director on NWA-DIP's Waiver Request.

I. BACKGROUND

Northwest Airlines Corporation ("Parent") filed a voluntary petition for bankruptcy in the United States Bankruptcy Court, Southern District of New York, on September 14, 2005. Twelve affiliated entities, including Licensee, a wholly-owned subsidiary of Parent, also filed voluntary petitions for bankruptcy in that same proceeding. A copy of the bankruptcy filing is attached hereto. With these filings, Parent, Licensee and other affiliated entities began operating their businesses as "debtors-in-possession" pursuant to 11 U.S.C. §§ 1101(1) and 1107(a). Licensee holds various aircraft, aviation and land mobile licenses in connection with its operation as a commercial airline. The parties will file a separate application for issuance of an aircraft license to the NWA-DIP and will accompany that filing with a waiver request as well.

II. REQUEST FOR WAIVER AND DEFERRAL OF FILING FEES

A. Waiver of Filing Fees Is in the Public Interest

NWA-DIP requests that it not be required to pay the substantial application filing fees that are associated with the Application. Section 1.1117 of the Commission's Rules provides that application filing fees may be "waived or deferred in specific instances where good cause is shown and where waiver or deferral of the fee would promote the public interest."¹ Accordingly, NWA-DIP requests relief under this provision of the Commission's Rules.

The Commission has previously determined that bankruptcy constitutes "good cause" pursuant to Section 1.1117. In *Mobile Media Corporation, et al.*, Memorandum Opinion and Order, 14 FCC Rcd 8017, 8027 (1999), the Commission waived filing fees under Section 1.1117 for applications associated with the reorganization of a bankrupt paging carrier. The Commission found that the paging carrier's bankruptcy was "good cause" for waiver of the application filing fees. The Commission held that "waiver of the fee will serve the public interest by enabling [the carrier] to preserve assets that will accrue to innocent creditors." *Mobile Media*, 14 FCC Rcd at 8027; *see also Implementation of Section 9 of the Communications Act, Assessment and Collection of Regulatory Fees for the 1994 Fiscal Year*, Memorandum Opinion and Order, 10 FCC Rcd 12759, 12762 (1995) ("evidence of bankruptcy or receivership sufficient to establish financial hardship for purposes of waiving of regulatory fees"); *United Air Lines, Inc.*, DA-03-1741, released May 22, 2003; *Century Cablevision Holdings, L.L.C.*, DA-03-1741, released May 22, 2003; *Commco Technology, LLC*, DA-03-1741, released May 22,

¹ 47 C.F.R. § 1.1117(a).

2003; *In the Matter of Daniel R. Goodman, Receiver, Dr. Robert Chan, Petition for Waiver of Sections 90.633(c) and 1.1102 of the Commission's Rules, Memorandum Opinion and Order*, FCC 95-211 (rel. May 24, 1995); *LaRose v. FCC*, 494 F.2d 1145, 1146 n.2 (D.C. Cir. 1974) (Commission has responsibility to harmonize policies with federal bankruptcy law).

NWA-DIP's bankruptcy likewise warrants waiver of the filing fees associated with the Application. *See Melody Music, Inc. v. FCC*, 345 F.2d 730, 733 (D.C. Cir. 1965). As set forth above, Licensee has filed for a Chapter 11 bankruptcy request and has been awarded debtor-in-possession status. In the absence of a waiver, the parties will be required to pay a total of \$41,880.00 for this Application and a total of \$86,135.00 for all bankruptcy-related applications to the Commission. Pursuant to Commission precedent, this financial burden should be avoided because of the bankruptcy, particularly because the Application is for a *pro forma* transaction not involving any real change in control of the Licensee. Grant of this waiver would preserve funds better used to sustain operations. Accordingly, NWA-DIP requests grant of a waiver under Section 1.1117 of the Commission's Rules.

B. Deferral of Filing Fees Is in the Public Interest

Section of 1.1117(e) of the Commission's Rules requires that a carrier requesting deferral or waiver of application filing fees under Section 1.1117 submit the specified application filing fees or request a deferral in a filing with the Managing Director. The circumstances of financial hardship that justify the issuance of the waiver requested above also justify the deferral of payment of the filing fees pending the Managing

Director's ruling on NWA-DIP's Waiver Request. In the alternative, if the Commission determines that Section 1.1117(e) does not expressly provide for the deferral of the filing fees, NWA-DIP requests that the Commission defer payment of the filing fees pursuant to the Commission's general waiver provisions in Section 1.3 of the Commission's Rules. See *WAIT Radio v. FCC*, 418 F.2d 1153 (D.C. Cir. 1969).

III. CONCLUSION

For the foregoing reasons, NWA-DIP respectfully requests that the Commission GRANT this petition for waiver of the fee requirements of Sections 1.1102 and 1.1117(e) of the Commission's Rules in connection with the Application.

Respectfully submitted,

NORTHWEST AIRLINES, INC.,
DEBTOR-IN-POSSESSION

By: 

Alan S. Tilles, Esquire

Its Attorney

Shulman, Rogers, Gandal, Pordy & Ecker, P.A.
11921 Rockville Pike, Third Floor
Rockville, Maryland 20852
301-230-5200

Dated: January 26, 2006

Reference Copy Only. Do Not Mail to the FCC as an Application.

Submitted: 01/26/2006 at 15:33:09

File Number: 0002422831

FCC 603
Main Form

FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control

Approved by OMB
3060 - 0600
See instructions for
public burden estimate

General Information

1) Application Purpose (Select only one) (AA)	
AA - Assignment of Authorization TC - Transfer of Control	AM - Amendment WD - Withdrawal
NT - Required Notification (For Consummation of an Assignment or Transfer) EX - Request for Extension of Time (To Consummate an Assignment or Transfer)	
2) If this application is for an Amendment (AM) or Withdrawal (WD), enter the File Number of the pending or consented to application currently on file with the FCC.	File Number:
3a) Is this application for Assignment of Authorization or Transfer of Control part of a series of applications involving other wireless license(s) held by the licensee, affiliates of the licensee (e.g., parents, subsidiaries, or commonly-controlled entities), or third parties that are not included on this application and for which Commission approval or notification is required?	(N) Yes No
3b) If the answer to 3a is 'Y', provide the File Number of the lead application.	File Number:
3c) Does this application for Assignment of Authorization or Transfer of Control involve the assignment or transfer of non-wireless licenses/authorizations for which Commission approval or notification is required?	(N) Yes No
4) Are attachments being filed with this application?	(Y) Yes No

Fees and Waivers

5a) Is the applicant exempt from FCC application fees? If 'Y', attach an exhibit justifying how the applicant is exempt from FCC application fees.	(N) Yes No
5b) Is a waiver/deferral of the FCC application fees being requested and the application fees are not being submitted in conjunction with this application? If 'Y', attach a date-stamped copy of the request for waiver/deferral of the FCC application fees.	(Y) Yes No
6a) Does this application include a request for waiver of the Commission's rules (other than a request for application fee waivers)? If 'Y', attach an exhibit specifying the rule section(s) for which a waiver is being requested and including a justification for the waiver request.	(Y) Yes No
6b) If 6a is 'Y', enter the number of rule sections involved.	Number of Rule Sections: <u>1</u>

Additional Transaction Information

7) Has this application for Assignment of Authorization or Transfer of Control already occurred?	(Y) Yes No
8a) The Assignment of Authorization or Transfer of Control is:	<input type="checkbox"/> Voluntary <input checked="" type="checkbox"/> Involuntary
8b) If 8a is 'involuntary', provide the date that the event occurred:	(MM/DD/YYYY) 09/14/2005
9a) Is this application a <i>pro forma</i> Assignment of Authorization or Transfer of Control?	() Yes No
9b) If 9a is 'Y', is this a post notification that is being filed under the Commission's forbearance procedures pursuant to Section 1.948(c)(1) of the Commission's Rules?	() Yes No
9c) If 9b is 'Y', provide the consummation date of the Assignment of Authorization or Transfer of Control.	(MM/DD/YYYY) / /
10a) Does this application involve the partitioning and/or disaggregation of geographic-area licenses? If 'Y', complete Schedule B and, if applicable, Schedule C.	(N) Yes No
10b) If 10a is 'N', does this application involve the partial assignment of site-based licenses?	(N) Yes No

11) How will/has the Assignment of Authorization or Transfer of Control be/been accomplished? Select One: (C)

- Sale or other assignment of assets Court order Reorganization or liquidation
- Transfer of stock or other ownership interests
- Other (voting trust agreement, management contract, etc.): _____

Designated Entity Information (If 12a, 12b or 12c is 'Y', Schedule A is required to be completed.)

12a) Does this application for Assignment of Authorization or Transfer of Control involve any licenses that were originally awarded with bidding credits within the last five years?	() <u>Yes</u> <u>No</u>
12b) Does this application for Assignment of Authorization or Transfer of Control involve any licenses that were originally subject to the Commission's installment payment plan?	() <u>Yes</u> <u>No</u>
12c) Does this application for Assignment of Authorization or Transfer of Control involve any licenses that were originally granted pursuant to closed bidding within the last five years?	() <u>Yes</u> <u>No</u>

Competition-Related Information

13) Does this application for Assignment of Authorization or Transfer of Control involve a license(s) that may be used for interconnected mobile voice and/or data services that would, if assigned or transferred, create a geographic overlap with another license(s) in which the Assignee/Transferee already holds direct or indirect interests (of 10 percent or more), either as a licensee or spectrum lessee/sublessee, and that also could be used to provide interconnected mobile voice and/or data services?	() <u>Yes</u> <u>No</u>
14a) Does the Assignee/Transferee hold direct or indirect interests (of 10 percent or more) in any entity that already has access to 10 MHz or more spectrum in the Cellular Radiotelephone, broadband PCS, or Specialized Mobile Radio (SMR) services through license(s), lease(s), or sublease(s) in the same geographic area?	() <u>Yes</u> <u>No</u>
14b) Would/does this application for Assignment of Authorization or Transfer of Control reduce the number of entities providing service (using spectrum in any of the three services listed in Item 14a) in the affected market(s)?	() <u>Yes</u> <u>No</u>

Broadband Radio Service and Educational Broadband Service Information

15a) Will the requested facilities be used to provide multichannel video programming?	() <u>Yes</u> <u>No</u>
15b) If 15a is 'Y', does the Assignee/Transferee operate, control or have attributable interest (as defined in Section 27.1202 of the Commission's Rules) in a cable television system whose franchise area is located within the geographic area of the requested facilities? If 'Y', provide an exhibit explaining how the Assignee/Transferee complies with Section 27.1202 of the Commission's Rules or justifying a waiver of that rule. If a waiver of the Commission's Rule(s) is being requested, 6a must be answered 'Y'.	() <u>Yes</u> <u>No</u>
16) Does the Assignee/Transferee comply with the programming requirements contained in Section 27.1203 of the Commission's Rules? If 'N', provide an exhibit explaining how the Assignee/Transferee complies with Section 27.1203 of the Commission's Rules or justifying a waiver of that rule. If a waiver of the Commission's Rule(s) is being requested, 6a must be answered 'Y'.	() <u>Yes</u> <u>No</u>

Assignor/Licensee Information

17) Assignor/Licensee is a(n): (Select One)

- Individual
 Unincorporated Association
 Trust
 Government Entity
 Corporation
 Limited Liability Company
 General Partnership
 Limited Partnership
 Limited Liability Partnership
 Consortium
 Other: _____

18) FCC Registration Number (FRN): 0002650653

19) First Name (if individual): MI: Last Name: Suffix:

20) Legal Entity Name (if not an individual): NORTHWEST AIRLINES, INC.

21) Attention To: RADIO COMM DEPT F3850

22) P.O. Box: And /Or 23) Street Address: 7200 34TH AVENUE SOUTH

24) City: MINNEAPOLIS 25) State: MN 26) Zip Code: 55450

27) Telephone Number: (612)726-8556 28) Fax Number: (612)726-8334

29) E-Mail Address:

30) Demographics of Assignor/Licensee (Optional):

Race: <input type="checkbox"/> American Indian or Alaska Native <input type="checkbox"/> Asian <input type="checkbox"/> Black or African-American <input type="checkbox"/> Native Hawaiian or Other Pacific Islander <input type="checkbox"/> White	Ethnicity: <input type="checkbox"/> Hispanic or Latino <input type="checkbox"/> Not Hispanic or Latino	Gender: <input type="checkbox"/> Male <input type="checkbox"/> Female
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Assignor/Licensee Contact Representative

31) First Name: DANA MI: Last Name: DABERKO Suffix:

32) Company Name: SHULMAN, ROGERS, GANDAL, PORDY & ECKER, P.A.

33) Attention To:

34) P.O. Box: And /Or 35) Street Address: 11921 ROCKVILLE PIKE, 3RD FLOOR

36) City: ROCKVILLE 37) State: MD 38) Zip Code: 20852

39) Telephone Number: (301)255-0553 40) Fax Number: (301)230-2891

41) E-Mail Address:

Transferor Information (for Transfers of Control only)

42) Transferor is a(n): (Select One)			
<input type="checkbox"/> Individual	<input type="checkbox"/> Unincorporated Association	<input type="checkbox"/> Trust	<input type="checkbox"/> Government Entity
<input type="checkbox"/> Corporation	<input type="checkbox"/> Limited Liability Company	<input type="checkbox"/> General Partnership	<input type="checkbox"/> Limited Partnership
<input type="checkbox"/> Limited Liability Partnership	<input type="checkbox"/> Consortium	<input type="checkbox"/> Other: _____	
43) FCC Registration Number (FRN):			
44) First Name (if individual):	MI:	Last Name:	Suffix:
45) Legal Entity Name (if not an individual):			
46) Attention To:			
47) P.O. Box:	And /Or	48) Street Address:	
49) City:	50) State:	51) Zip Code:	
52) Telephone Number:		53) Fax Number:	
54) E-Mail Address:			

55) Demographics of Transferor (Optional):

Race: <input type="checkbox"/> American Indian or Alaska Native <input type="checkbox"/> Asian <input type="checkbox"/> Black or African-American <input type="checkbox"/> Native Hawaiian or Other Pacific Islander <input type="checkbox"/> White	Ethnicity: <input type="checkbox"/> Hispanic or Latino <input type="checkbox"/> Not Hispanic or Latino	Gender: <input type="checkbox"/> Male <input type="checkbox"/> Female
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Transferor Contact Representative

56) First Name:	MI:	Last Name:	Suffix:
57) Company Name:			
58) Attention To:			
59) P.O. Box:	And /Or	60) Street Address:	
61) City:	62) State:	63) Zip Code:	
64) Telephone Number:		65) Fax Number:	
66) E-Mail Address:			

Assignee/Transferee Information

67) Assignee/Transferee is a(n): (Select One)			
<input type="checkbox"/> Individual	<input type="checkbox"/> Unincorporated Association	<input type="checkbox"/> Trust	<input type="checkbox"/> Government Entity
<input checked="" type="checkbox"/> Corporation	<input type="checkbox"/> Limited Liability Company		
<input type="checkbox"/> General Partnership	<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Limited Liability Partnership	<input type="checkbox"/> Consortium
<input type="checkbox"/> Other: _____			
68) FCC Registration Number (FRN): 0014453419			
69) First Name (if individual):	MI:	Last Name:	Suffix:
70) Legal Entity Name (if not an individual): NORTHWEST AIRLINES, INC., DEBTOR IN POSSESSION			
71) Attention To: RADIO COMM DEPT F3850			
72) Real Party in Interest FCC Registration Number (FRN): 0014453419			
73) Name of Real Party in Interest: NORTHWEST AIRLINES, INC., DEBTOR IN POSSESSION			
74) P.O. Box:	And /Or	75) Street Address: 7200 34TH AVENUE SOUTH	
76) City: MINNEAPOLIS	77) State: MN	78) Zip Code: 55450	
79) Telephone Number: (612)726-8556		80) Fax Number: (612)726-8334	
81) E-Mail Address:			

82) Demographics of Assignee/Transferee (Optional):

Race:	Ethnicity:	Gender:
<input type="checkbox"/> American Indian or Alaska Native	<input type="checkbox"/> Hispanic or Latino	<input type="checkbox"/> Male
<input type="checkbox"/> Asian	<input type="checkbox"/> Not Hispanic or Latino	<input type="checkbox"/> Female
<input type="checkbox"/> Black or African-American		
<input type="checkbox"/> Native Hawaiian or Other Pacific Islander		
<input type="checkbox"/> White		

Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

83) First Name: DANA	MI:	Last Name: DABERKO	Suffix:
84) Company Name: SHULMAN, ROGERS, GANDAL, PORDY & ECKER, P.A.			
85) Attention To:			
86) P.O. Box:	And /Or	87) Street Address: 11921 ROCKVILLE PIKE, 3RD FLOOR	
88) City: ROCKVILLE	89) State: MD	90) Zip Code: 20852	
91) Telephone Number: (301)255-0553		92) Fax Number: (301)230-2891	
93) E-Mail Address:			

Ownership Disclosure Information

94a) Is the Assignee/Transferee required to file FCC Form 602, Ownership Disclosure Information for the Wireless Telecommunications Services?	(N) <u>Yes</u> No
94b) If 94a is 'Y', provide the File Number of the FCC Form 602 that is required to be submitted in conjunction with this application or already on file with the FCC.	File Number: _____

Alien Ownership Information

95) Is the Assignee/Transferee a foreign government or the representative of any foreign government?	(N) <u>Yes</u> No
96) Is the Assignee/Transferee an alien or the representative of an alien?	() <u>Yes</u> No
97) Is the Assignee/Transferee a corporation organized under the laws of any foreign government?	() <u>Yes</u> No
98) Is the Assignee/Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	() <u>Yes</u> No
99a) Is the Assignee/Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?	() <u>Yes</u> No
99b) If 99a is 'Y', has the Assignee/Transferee received a ruling(s) under Section 310(b)(4) of the Communications Act with respect to the same radio service(s) and geographic coverage area(s) involved in this application? If 99b is 'N', attach a date-stamped copy of a request for a foreign ownership ruling pursuant to Section 310(b)(4) of the Communications Act.	() <u>Yes</u> No

Basic Qualification Information

100) Has the Assignee/Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission?	(N) <u>Yes</u> No
101) Has the Assignee/Transferee or any party to this application, or any party directly or indirectly controlling the Assignee/Transferee ever been convicted of a felony by any state or federal court?	(N) <u>Yes</u> No
102) Has any court finally adjudged the Assignee/Transferee, or any party directly or indirectly controlling the Assignee/Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition?	(N) <u>Yes</u> No

Assignor/Transferor Certification Statements

- 1) *The Assignor/Transferor certifies either that (1) the authorization will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers. See Section 1.948(c) (1) of the Commission's Rules.*
- 2) The Assignor/Transferor certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 3) The Assignor/Transferor certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.

Typed or Printed Name of Party Authorized to Sign

103) First Name: PAUL	MI: A	Last Name: ANDERSON	Suffix:
--------------------------	----------	------------------------	---------

104) Title: MANAGER, COMMUNICATIONS

Signature: PAUL A ANDERSON	105) Date: 01/26/2006
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**FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).**

Assignee/Transferee Certification Statements.

1)	The Assignee/Transferee certifies either that (1) the authorization(s) will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for <i>pro forma</i> assignments and transfers by telecommunications carriers. See Section 1.948(c)(1) of the Commission's Rules.
2)	The Assignee/Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
3)	The Assignee/Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership or attribution rules.* *If the Assignee/Transferee has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
4)	The Assignee/Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor/Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against the Assignor/Transferor prior to this assignment/transfer.
5)	The Assignee/Transferee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
6)	The Assignee/Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the Commission's Rules for the definition of "party to the application" as used in this certification.
7)	The Assignee/Transferee certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.

Typed or Printed Name of Party Authorized to Sign

106) First Name: PAUL	MI: A	Last Name: ANDERSON	Suffix:
107) Title: MANAGER, COMMUNICATIONS			
Signature: PAUL A ANDERSON			108) Date: 01/26/2006
FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.			
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			

Authorizations To Be Assigned or Transferred

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KA8181	AA - Aviation Auxiliary Group						Y
KA97434	AA - Aviation Auxiliary Group						Y
KA97635	AA - Aviation Auxiliary Group						Y
KA98618	AA - Aviation Auxiliary Group						Y
KA98798	AA - Aviation Auxiliary Group						Y
KB89109	IG - Industrial/Business Pool, Conventional						Y
KB90465	IG - Industrial/Business Pool, Conventional						Y
KB90499	IG - Industrial/Business Pool, Conventional						Y
KB9239	AA - Aviation Auxiliary Group						Y
KD28826	IG - Industrial/Business Pool, Conventional						Y
KD34647	IG - Industrial/Business Pool, Conventional						Y
KD38850	IG - Industrial/Business Pool, Conventional						Y
KD42836	IG - Industrial/Business Pool, Conventional						Y
KD44764	IG - Industrial/Business Pool, Conventional						Y
KD44765	IG - Industrial/Business Pool, Conventional						Y
KD48702	IG - Industrial/Business Pool, Conventional						Y
KD48265	IG - Industrial/Business Pool, Conventional						Y
KE6803	AA - Aviation Auxiliary Group						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KF2300	AA - Aviation Auxiliary Group						Y
KGF793	IG - Industrial/Business Pool, Conventional						Y
KGJ3	AF - Aeronautical and Fixed						Y
KH3213	AA - Aviation Auxiliary Group						Y
KH8529	AA - Aviation Auxiliary Group						Y
KIT545	IG - Industrial/Business Pool, Conventional						Y
KJ2917	AA - Aviation Auxiliary Group						Y
KKP826	IG - Industrial/Business Pool, Conventional						Y
KL5811	AA - Aviation Auxiliary Group						Y
KLN589	IG - Industrial/Business Pool, Conventional						Y
KLN590	IG - Industrial/Business Pool, Conventional						Y
KNCQ598	IG - Industrial/Business Pool, Conventional						Y
KNHT931	IG - Industrial/Business Pool, Conventional						Y
KNNF246	IG - Industrial/Business Pool, Conventional						Y
KNNJ594	IG - Industrial/Business Pool, Conventional						Y
KNNR585	IG - Industrial/Business Pool, Conventional						Y
KNNS641	IG - Industrial/Business Pool, Conventional						Y
KNNU207	IG - Industrial/Business Pool, Conventional						Y
KNNV388	IG - Industrial/Business Pool, Conventional						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KQL268	IG - Industrial/Business Pool, Conventional						Y
KQP838	IG - Industrial/Business Pool, Conventional						Y
KQP839	IG - Industrial/Business Pool, Conventional						Y
KQV249	IG - Industrial/Business Pool, Conventional						Y
KS8961	AA - Aviation Auxiliary Group						Y
KT5506	AA - Aviation Auxiliary Group						Y
KTL742	IG - Industrial/Business Pool, Conventional						Y
KVJ494	IG - Industrial/Business Pool, Conventional						Y
KVN261	IG - Industrial/Business Pool, Conventional						Y
KVQ422	IG - Industrial/Business Pool, Conventional						Y
KX7571	AA - Aviation Auxiliary Group						Y
KXY730	IG - Industrial/Business Pool, Conventional						Y
WNAY554	YB - Business, 806-821/851-866 MHz, Trunked						Y
WNBA447	IG - Industrial/Business Pool, Conventional						Y
WNFT851	IG - Industrial/Business Pool, Conventional						Y
WNFY435	IG - Industrial/Business Pool, Conventional						Y
WNJR436	IG - Industrial/Business Pool, Conventional						Y
WNJW559	IG - Industrial/Business Pool, Conventional						Y
WNKM728	IG - Industrial/Business Pool, Conventional						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WNLB699	IG - Industrial/Business Pool, Conventional						Y
WNLR564	IG - Industrial/Business Pool, Conventional						Y
WNLT583	YB - Business, 806-821/851-866 MHz, Trunked						Y
WNMI298	IG - Industrial/Business Pool, Conventional						Y
WNNF249	IG - Industrial/Business Pool, Conventional						Y
WNNG946	IG - Industrial/Business Pool, Conventional						Y
WNQD899	IG - Industrial/Business Pool, Conventional						Y
WNQI207	IG - Industrial/Business Pool, Conventional						Y
WNQR563	IG - Industrial/Business Pool, Conventional						Y
WNQR928	IG - Industrial/Business Pool, Conventional						Y
WNRK545	IG - Industrial/Business Pool, Conventional						Y
WNRQ395	IG - Industrial/Business Pool, Conventional						Y
WNRS464	IG - Industrial/Business Pool, Conventional						Y
WNRT570	IG - Industrial/Business Pool, Conventional						Y
WNSL496	IG - Industrial/Business Pool, Conventional						Y
WNSL497	IG - Industrial/Business Pool, Conventional						Y
WNUP962	IG - Industrial/Business Pool, Conventional						Y
WNUR812	IG - Industrial/Business Pool, Conventional						Y
WNUV469	IG - Industrial/Business Pool, Conventional						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WNWE917	IG - Industrial/Business Pool, Conventional						Y
WNWP667	IG - Industrial/Business Pool, Conventional						Y
WNWZ916	IG - Industrial/Business Pool, Conventional						Y
WNYA553	IG - Industrial/Business Pool, Conventional						Y
WNYH582	IG - Industrial/Business Pool, Conventional						Y
WNYL337	IG - Industrial/Business Pool, Conventional						Y
WNZJ290	IG - Industrial/Business Pool, Conventional						Y
WNZP612	IG - Industrial/Business Pool, Conventional						Y
WPAQ610	IG - Industrial/Business Pool, Conventional						Y
WPAS895	IG - Industrial/Business Pool, Conventional						Y
WPBK633	IG - Industrial/Business Pool, Conventional						Y
WPCF320	IG - Industrial/Business Pool, Conventional						Y
WPDW881	IG - Industrial/Business Pool, Conventional						Y
WPEC261	IG - Industrial/Business Pool, Conventional						Y
WPEF214	IG - Industrial/Business Pool, Conventional						Y
WPEQ581	IG - Industrial/Business Pool, Conventional						Y
WPEZ869	IG - Industrial/Business Pool, Conventional						Y
WPF859	IG - Industrial/Business Pool, Conventional						Y
WPF898	IG - Industrial/Business Pool, Conventional						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WPF6870	IG - Industrial/Business Pool, Conventional						Y
WPFU916	IG - Industrial/Business Pool, Conventional						Y
WPFW319	IG - Industrial/Business Pool, Conventional						Y
WPG235	IG - Industrial/Business Pool, Conventional						Y
WPGF991	IG - Industrial/Business Pool, Conventional						Y
WPGH772	IG - Industrial/Business Pool, Conventional						Y
WPGH794	IG - Industrial/Business Pool, Conventional						Y
WPGJ829	IG - Industrial/Business Pool, Conventional						Y
WPGN314	IG - Industrial/Business Pool, Conventional						Y
WPGQ819	IG - Industrial/Business Pool, Conventional						Y
WPGZ507	IG - Industrial/Business Pool, Conventional						Y
WPGZ751	IG - Industrial/Business Pool, Conventional						Y
WPGZ752	IG - Industrial/Business Pool, Conventional						Y
WPGZ753	IG - Industrial/Business Pool, Conventional						Y
WPHA717	IG - Industrial/Business Pool, Conventional						Y
WPHF895	IG - Industrial/Business Pool, Conventional						Y
WPHP266	IG - Industrial/Business Pool, Conventional						Y
WPHP700	IG - Industrial/Business Pool, Conventional						Y
WPHZ219	IG - Industrial/Business Pool, Conventional						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WPIC699	IG - Industrial/Business Pool, Conventional						Y
WPIC758	IG - Industrial/Business Pool, Conventional						Y
WPIF265	IG - Industrial/Business Pool, Conventional						Y
WPIF524	IG - Industrial/Business Pool, Conventional						Y
WPIX306	IG - Industrial/Business Pool, Conventional						Y
WPJP702	IG - Industrial/Business Pool, Conventional						Y
WPJT310	IG - Industrial/Business Pool, Conventional						Y
WPJW535	IG - Industrial/Business Pool, Conventional						Y
WPJY747	IG - Industrial/Business Pool, Conventional						Y
WPKB471	IG - Industrial/Business Pool, Conventional						Y
WPKB585	IG - Industrial/Business Pool, Conventional						Y
WPKD718	IG - Industrial/Business Pool, Conventional						Y
WPKM611	IG - Industrial/Business Pool, Conventional						Y
WPKY798	IG - Industrial/Business Pool, Conventional						Y
WPLH921	IG - Industrial/Business Pool, Conventional						Y
WPLX734	IG - Industrial/Business Pool, Conventional						Y
WPLY264	IG - Industrial/Business Pool, Conventional						Y
WPLZ306	IG - Industrial/Business Pool, Conventional						Y
WPLZ311	IG - Industrial/Business Pool, Conventional						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WPMC842	IG - Industrial/Business Pool, Conventional						Y
WPMDS66	IG - Industrial/Business Pool, Conventional						Y
WPMDS69	IG - Industrial/Business Pool, Conventional						Y
WPMJ319	IG - Industrial/Business Pool, Conventional						Y
WPMSS16	IG - Industrial/Business Pool, Conventional						Y
WPMV741	IG - Industrial/Business Pool, Conventional						Y
WPMX997	IG - Industrial/Business Pool, Conventional						Y
WPMX998	IG - Industrial/Business Pool, Conventional						Y
WPMX999	IG - Industrial/Business Pool, Conventional						Y
WPMZ733	IG - Industrial/Business Pool, Conventional						Y
WPNT750	IG - Industrial/Business Pool, Conventional						Y
WPNV552	IG - Industrial/Business Pool, Conventional						Y
WPNV972	IG - Industrial/Business Pool, Conventional						Y
WPNY355	IG - Industrial/Business Pool, Conventional						Y
WPNZ887	IG - Industrial/Business Pool, Conventional						Y
WPOY608	IG - Industrial/Business Pool, Conventional						Y
WPOZ236	IG - Industrial/Business Pool, Conventional						Y
WPPU873	IG - Industrial/Business Pool, Conventional						Y
WPPV399	IG - Industrial/Business Pool, Conventional						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WPPV960	IG - Industrial/Business Pool, Conventional						Y
WPPW543	IG - Industrial/Business Pool, Conventional						Y
WPPW797	IG - Industrial/Business Pool, Conventional						Y
WPPX595	IG - Industrial/Business Pool, Conventional						Y
WPPX848	IG - Industrial/Business Pool, Conventional						Y
WPPZ534	IG - Industrial/Business Pool, Conventional						Y
WPQD650	IG - Industrial/Business Pool, Conventional						Y
WPRA752	IG - Industrial/Business Pool, Conventional						Y
WPRF296	IG - Industrial/Business Pool, Conventional						Y
WPRF575	IG - Industrial/Business Pool, Conventional						Y
WPRH908	IG - Industrial/Business Pool, Conventional						Y
WPRS338	IG - Industrial/Business Pool, Conventional						Y
WPRW712	IG - Industrial/Business Pool, Conventional						Y
WPSF247	IG - Industrial/Business Pool, Conventional						Y
WPSK557	YU - Business, 896-901/935-940 MHz, Trunked						Y
WPSS628	IG - Industrial/Business Pool, Conventional						Y
WPTE448	AA - Aviation Auxiliary Group						Y
WPVT720	IG - Industrial/Business Pool, Conventional						Y
WPYD855	YB - Business, 806-821/851-866 MHz, Trunked						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WPZH543	AA - Aviation Auxiliary Group						Y
WPZH544	AA - Aviation Auxiliary Group						Y
WPZU429	AA - Aviation Auxiliary Group						Y
WPZZ522	AA - Aviation Auxiliary Group						Y
WQAU874	YG - Industrial/Business Pool, Trunked						Y
WQBA552	AR - Aviation Radionavigation						Y
WQCD725	IG - Industrial/Business Pool, Conventional						Y
WQCE408	IG - Industrial/Business Pool, Conventional						Y
WQCX653	AA - Aviation Auxiliary Group						Y
WQDA738	AA - Aviation Auxiliary Group						Y
WQDJ332	IG - Industrial/Business Pool, Conventional						Y
WQO478	IG - Industrial/Business Pool, Conventional						Y
WQO480	IG - Industrial/Business Pool, Conventional						Y
WRLT4750	AR - Aviation Radionavigation						Y
WRLT4758	AR - Aviation Radionavigation						Y
WRLT4808	AR - Aviation Radionavigation						Y
WRS445	IG - Industrial/Business Pool, Conventional						Y
WRW935	IG - Industrial/Business Pool, Conventional						Y
WSK519	IG - Industrial/Business Pool, Conventional						Y