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July 17, 2006

REDACTED – FOR PUBLIC INSPECTION

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

Re: Applications for the Assignment of Licenses from Denali PCS, L.L.C. to Alaska DigiTel, L.L.C., and the Transfer of Control of Interests in Alaska DigiTel, L.L.C. to General Communication, Inc. (WT Docket No. 06-114).

Dear Ms. Dortch:

On behalf of General Communication, Inc. (“GCI”), with the concurrence and support of Denali PCS, L.L.C. and Alaska DigiTel, L.L.C. (collectively, the “Applicants”), and in accordance with the instructions in the Protective Order in the above-referenced docket, we are filing herewith copies of the following redacted versions of documents that we filed with the Commission on July 17, 2006.

1. Short-Term Spectrum Manager Lease Agreement between GCI and Dobson Cellular Systems, Inc (the “Short term Lease”);
2. Amended and Restated Memorandum of Understanding, as amended, among and between the Applicants (the “MOU”); and
3. Schedule 7.1(n) to the Reorganization Agreement (Persons to Execute Non-Competition Agreements).

The Applicants are providing this information upon the request of counsel to Matanuska-Kenai, Inc. d/b/a Matanuska Wireless (“MTA Wireless”) in an effort to expedite this proceeding even though the information was *not required* by the Commission’s original document request and is *not relevant* to the matters in issue. The Short Term Lease is no longer in effect, having been replaced with the Long-Term *De Facto* Transfer Spectrum Lease Agreement, a copy of which was filed with the Commission and provided to MTA Wireless previously. The MOU also is no longer in effect, having been replaced by the Reorganization Agreement, a copy of which was filed with the Commission and provided

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M. L. ZARUS

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to MTA Wireless previously. These inoperative documents have no conceivable bearing on the Commission's consideration of the pending application. MTA Wireless seems to be on a fishing expedition and has adopted an approach calculated to result in the maximum possible delay in the Commission's consideration of the pending applications.

The names of the persons who will be signing the Non-Compete Agreement is likewise irrelevant. The proposed Non-Compete Agreement, a copy of which was filed with the Commission and provided to MTA Wireless previously, is an unobjectionable document that provides reasonable limitations on departing employees who possess sensitive competitive information. The identity of the persons who will sign these agreements has no bearing on the public interest analysis the Commission is undertaking, and thus it was appropriate for the Applicants to omit this schedule, along with the other schedules to the agreement, in an effort to reduce the bulk of the submission.

The Applicants are providing these documents without waiving their position that MTA Wireless should be deemed to have forfeited any further right to comment on the applications because it has waited so long to respond to the earlier submissions. The Applicants understand that MTA Wireless nevertheless intends to make a supplemental filing, and has agreed to make any such filing by the close of business on Monday July 24 in consideration of the provision of these supplemental documents to MTA Wireless by the Applicants before the close of business today.

Please contact the undersigned, or Thomas Gutierrez at (703) 584-8662, should you have any questions regarding this matter.

Sincerely,



Carl W. Northrop
for PAUL, HASTINGS, JANOFSKY & WALKER LLP

cc: Tom Gutierrez
Erin McGrath
Susan Singer
Stefan Lopatkiewicz

LEGAL_US_F # 71426250.1

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Federal Communications Commission
Office of Secretary

**SHORT-TERM
SPECTRUM MANAGER LEASE AGREEMENT**

between

GCI COMMUNICATION CORP.

and

DOBSON CELLULAR SYSTEMS, INC.

Dated as of July 26, 2004

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