

# clearwire

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Washington, D.C. 20006

October 18, 2006

Via Electronic Filing

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

**RE: Notice of Oral Ex Parte Communication**

AT&T Inc. and BellSouth Corporation, Application for Approval of Transfer of Control, WC Docket No. 06-74;

Dear Ms. Dortch:

Yesterday, October 17, 2006, at the request of Commissioner Copp's office, Gerard Salemme and Terri Natoli of Clearwire Corporation ("Clearwire"), a licensee, lessee, and operator of 2.5 GHz spectrum, met with the Commissioner and his legal advisors, Bruce Gottlieb and Scott Deutchman. The purpose of the meeting was to discuss Clearwire's interest in the AT&T/BellSouth merger proceeding with respect to the 2.5 GHz band.

During the meeting, Clearwire explained its current and planned use of the 2.5 GHz band for building wireless broadband networks and the reason it chose to invest in this band for deploying wireless broadband services. Clearwire then reiterated the positions set forth in its merger-related filings, that, as a condition of any merger approval, the parties should be required to divest BellSouth's 2.5 GHz spectrum holdings. Clearwire indicated its view that the AT&T/BellSouth proposed merger condition (which was advanced on October 13, 2006) regarding the initiation of ten new 2.3 or 2.5 GHz spectrum trials by the end of 2007, in no way addresses or minimizes the anticompetitive incentives that will exist, and the adverse impact that could occur to independent nationwide intermodal broadband alternatives, as a result of this merger were the merged entities permitted to retain their combined 2.3 and 2.5 GHz spectrum holdings.

All other views expressed by Clearwire in the meeting regarding the 2.5 GHz and 2.3 GHz spectrum are a matter of record before the Commission in Clearwire's filings in WC Docket No. 06-74.

Pursuant to Section 1.1206(b)(2) of the Commission's Rules, this presentation is being filed electronically. If you have any questions regarding this matter, please do not hesitate to contact the undersigned at 202-429-0107 or at Terri.Natoli@Clearwire.com.

Sincerely,



Terri B. Natoli

Chairman Kevin J. Martin  
Commissioner Michael J. Copps  
Commissioner Jonathan S. Adelstein  
Commissioner Deborah Taylor Tate  
Michelle Carey  
Fred Campbell  
Jessica Rosenworcel  
Scott Deutchman  
Bruce Gottlieb  
Scott Bergman  
Barry Ohlson  
Ian Dillner  
Aaron Goldberger  
Thomas Navin  
Donald Stockdale