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June 4, 2007

VIA ECFS

Ms. Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, D.C. 20554

Re: WT Docket Nos. 07-16 & 07-30

Dear Ms. Dortch:

On behalf of M2Z Networks, Inc. ("M2Z"), attached for filing in the above-referenced proceedings is a copy of a transmittal letter and request for confidential treatment filed via hand delivery earlier today (the "Confidential Treatment Request").¹

As set forth in the attached documents, the material that is the subject of the Confidential Treatment request contains information that is appropriately withheld from public inspection under Sections 0.457(d)(2) and 0.459 of the Commission's rules.² M2Z also requests that the material be returned if the Confidential Treatment Request is denied.³

If you have any questions concerning this matter, please do not hesitate to contact the undersigned.

Sincerely,

/s/

Erin L. Dozier, Esq.

Attachments

¹ The material for which confidential treatment was requested is not included among the attachments hereto.

² See 47 C.F.R. §§ 0.457(d)(2) & 0.459.

³ See 47 C.F.R. § 0.459(e).

**PLEASE STAMP
AND RETURN**

**CONFIDENTIAL DOCUMENT ENCLOSED—
NOT FOR PUBLIC INSPECTION**



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June 4, 2007

BY HAND

Ms. Marlene Dortch
Secretary
Federal Communications Commission
236 Massachusetts Avenue, N.E.
Suite 110
Washington, DC 20002

FILED/ACCEPTED
JUN - 4 2007
Federal Communications Commission
Office of the Secretary

**Re: CONFIDENTIAL DOCUMENT ENCLOSED—NOT FOR PUBLIC
INSPECTION**

*M2Z Networks, Inc., Application for License and Authority to
Provide National Broadband Radio Service
In the 2155-2175 MHz Band, WT Docket No. 07-16*

*M2Z Networks, Inc., Petition for Forbearance Under
47 U.S.C. § 160(c) Concerning Application of Sections 1.945(b)
And (c) of the Commission's Rules and Other Regulatory and
Statutory Provisions, WT Docket No. 07-30*

Dear Ms. Dortch:

Enclosed on behalf of M2Z Networks, Inc. ("M2Z") is an original and two (2) copies of a Request for Confidential Treatment and a confidential letter being submitted in the above-referenced proceedings. *The enclosed letter should not be placed in the public record of these proceedings.* This is because the letter contains information that qualifies for confidential treatment under the Commission's rules. Therefore, pursuant to Sections 0.457 and 0.459 of the Commission's rules,¹ M2Z has clearly marked the pages of the enclosed letter "**CONFIDENTIAL - NOT FOR PUBLIC INSPECTION.**" The Request for Confidential Treatment includes a detailed showing of why the enclosed letter should be afforded confidential treatment and not be placed in the Commission's public records.

¹ See 47 C.F.R. §§ 0.457 & 0.459.

SHEPPARD MULLIN RICHTER & HAMPTON LLP
Ms. Marlene Dortch
June 4, 2007
Page 2

If you have any questions, please do not hesitate to contact the undersigned.

Sincerely,



W. Kenneth Ferree
Erin L. Dozier
Counsel for M2Z Networks, Inc.

Enclosures

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of)	
)	
M2Z NETWORKS, INC.)	
)	
Application for License and Authority to)	WT Docket No. 07-16
Provide National Broadband Radio Service In)	
the 2155-2175 MHz Band)	
)	
Petition for Forbearance Under)	WT Docket No. 07-30
47 U.S.C. § 160(c) Concerning Application of)	
Sections 1.945(b) and (c))	
of the Commission's Rules and Other)	
Regulatory and Statutory Provisions)	
)	

To: Chief, Wireless Telecommunications Bureau

REQUEST FOR CONFIDENTIAL TREATMENT

Pursuant to Sections 0.457 and 0.459 of the rules of the Federal Communications Commission ("FCC" or "Commission"),¹ M2Z Networks, Inc. ("M2Z") respectfully requests that the attached letter ("Letter"), filed in the above-captioned matters, be afforded confidential treatment and not be placed in the Commission's public files.

M2Z is an applicant for a license to construct and operate a nationwide broadband wireless network, the National Broadband Radio Service ("NBRS") network.² The attached

¹ See 47 C.F.R. §§ 0.457, 0.459.

² See Application of M2Z Networks, Inc. for License and Authority to Provide a National Broadband Radio Service ("NBRS") in the 2155-2175 MHz Band (filed May 5, 2006) (the "Application"). The M2Z Application was amended on September 6, 2006, to incorporate by reference M2Z's subsequently filed petition for forbearance. See Petition of M2Z Networks, Inc. for Forbearance Under 47 U.S.C. § 160(c) Concerning Application of Sections 1.945(b) and (c) of the Commission's Rules and Other Regulatory and Statutory Provisions, WT Docket No. 07-30 (filed Sept. 1, 2006) ("Forbearance Petition").

Letter contains confidential and privileged information relating to M2Z's financial qualifications that is relevant to the FCC's review of the above-captioned matters. The Letter contains highly sensitive material that qualifies as "commercial or financial information" that is "privileged and confidential."³ Even if the materials were not confidential and privileged, public disclosure of such sensitive material would adversely affect M2Z's ability to negotiate with potential sources of additional funds to construct and operate the free, nationwide NBRS network proposed in its Application. Such disclosure would place M2Z at a competitive disadvantage by alerting other providers of communications services of the identity of a potential funding source and terms upon which M2Z is negotiating additional funds. M2Z also would be placed at a significant disadvantage in negotiating the terms of investments with other funding sources if the terms of any one of its negotiations were revealed to other sources of funding involved in current or future negotiations with M2Z. Under these circumstances, this information should be withheld from public examination under Sections 0.457(d)(2) and Section 0.459(b) of the Commission's rules.⁴ In further support of this request and pursuant to Section 0.459 of the Commission's rules, M2Z hereby states as follows:

1. The information for which confidential treatment is sought is included in M2Z's Letter, including information on the conditions under which a funding source anticipates that it would be able to raise equity and/or debt to be invested in M2Z.
2. The information is being submitted in the above-captioned proceedings in connection with M2Z's Application to provide NBRS service. The Letter supplements information provided in the Application and other filings by M2Z in these proceedings which demonstrate M2Z's financial fitness to be a Commission licensee and its financial ability to construct and deploy the NBRS network within a specified timeframe.

³ See 5 U.S.C. § 552(b)(4); see also 47 C.F.R. § 0.457(d)(2) ("If it is shown in the request that the materials contain trade secrets or commercial, financial, or technical data which would customarily be guarded from competitors, the materials will not be made routinely available for public inspection...").

⁴ See 47 C.F.R. §§ 0.457(d)(2), 0.459(b).

3. This information was provided under cover of confidentiality. It is extremely sensitive, as it sets forth the identity of a potential source of funds as well as certain terms and conditions under which funds would likely be made available. The disclosure of this information would significantly prejudice M2Z for two reasons. First, M2Z may engage in separate negotiations with a number of sources of funds, and revealing the detailed terms of one negotiation to potential funding sources involved in current and future negotiations with M2Z would place M2Z at a significant disadvantage. Second, disclosure of this information would unfairly alert other communications providers of a potential source of funds and some of the terms and conditions under negotiation, prejudicing M2Z's ability to compete.
4. The information for which non-disclosure is sought pertains to a proposed service that is not yet available. The service would provide a new competitor in the market for broadband Internet access, which is presently dominated by digital subscriber line (DSL) and cable modem services.
5. Disclosure of the information for which non-disclosure is sought could result in substantial competitive harm to M2Z by skewing ongoing negotiations between M2Z and a number of potential sources of funding regarding the terms of such funding.⁵ Such information could also be used by current or prospective providers of communications services that also are seeking funds for their own network construction or upgrades.⁶ Thus, this information could prejudice M2Z's dealings with current and potential funding sources, placing it at a disadvantage vis-à-vis competitors.
6. M2Z has taken steps to ensure that this information is not disclosed to the public. The instant request constitutes a further effort to ensure that the material remains confidential.
7. The attached material for which non-disclosure is sought is not available to the public and has not previously been disclosed to third parties outside the negotiation setting other than attorneys, consultants, or others with whom M2Z has a privileged or confidential commercial relationship.
8. M2Z requests that the attached material be withheld from disclosure for an indefinite period. Disclosure of this information at any time could jeopardize the competitive position of M2Z.

⁵ See *Application of Mobile Communications Holdings, Inc. for Authority to Construct the ELLIPSO Elliptical Orbit Mobile Satellite System*, 10 FCC Rcd. 1547, 1548 (IB 1994) (“buyers receive a clear competitive advantage if they know the prices that other buyers have been charged as a result of individual negotiations”).

⁶ See *TKR Cable Company of Ramapo*, 11 FCC Rcd. 3538, 3539 (1996) (“the pivotal question in this case is whether disclosure of the information . . . is likely to cause substantial harm to TKR's competitive position”).

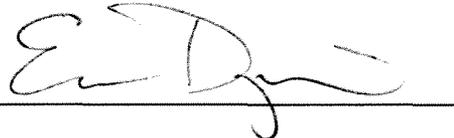
9. Lastly, M2Z notes that denying its request that this information be kept confidential would impair the Commission's ability to obtain this type of voluntarily disclosed information in the future. The ability of a government agency to continually obtain confidential information was behind the legislative purpose in developing exemptions from FOIA.⁷ The U.S. Court of Appeals for the D.C. Circuit has recognized a "private interest in preserving the confidentiality of information that is provided the Government on a voluntary basis."⁸ The Commission should extend a similar recognition to the enclosed materials.

M2Z requests that the Commission return these materials if its request for confidentiality is denied.⁹

Respectfully submitted,

M2Z NETWORKS, INC.

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June 4, 2007

⁷ See *Critical Mass Energy Project v. NRC*, 975 F.2d 871, 878 (D.C. Cir. 1992) ("Where, however, the information is provided to the Government voluntarily, the presumption is that [the Government's] interest will be threatened by disclosure as the persons whose confidences have been betrayed will, in all likelihood, refuse further cooperation.").

⁸ *Id.* at 879.

⁹ See 47 C.F.R. § 0.459(e).