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June 22, 2007

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th St., SW
Washington, DC 20554

Re: Notification of *Ex Parte* Communication
WT Docket Nos. 96-86, 06-150, 06-169; PS Docket No. 06-229

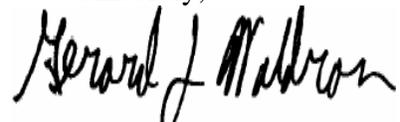
Dear Ms. Dortch:

This letter is to report a permitted, oral *ex parte* communication of Frontline Wireless, LLC ("Frontline") concerning the above-referenced proceedings.

On June 21, 2007, Jon Turnbull, Managing Director of the Global Communications Group, Investment Banking of Citibank, Frontline's investment banker, and the undersigned, counsel to Frontline, met with Erika Olsen, Legal Advisor to Chairman Martin. In the meeting, the parties discussed the success of the wholesale business model in the telecommunications sector, citing the fact that the wholesale business of both Cingular and Sprint has grown substantially faster than their retail business in recent years. This success of the wholesale business in wireless mirrors the success that Level 3, and Sprint before them, have experienced in the wireline industry. The parties also discussed the importance of the bidding credit to counter the powerful incentive that incumbent providers have to pay a "blocking premium" to keep spectrum out of the hands of competing new entrants, and why the credit is essential to raising the capital necessary to compete in the auction. Turnbull explained that the major initial funding will be from equity investors, which makes the prospect of financial difficulties encountered by the E Block licensee much less of a concern, and that the models have been run showing the E Block winner having a sustainable business model on low-case scenarios. Lastly, the parties discussed the capital needed to construct the network and provide service, and how the capacity of the network can and will be constantly upgraded and expanded to meet demand.

Please direct any questions concerning this matter to the undersigned.

Sincerely,



Gerard J. Waldron
Counsel to Frontline
Wireless, LLC

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cc: Erika Olsen