

FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of

Airband Communications Inc.
Form 499 Filer ID No. 825978
Emergency Petition for Review and
Request For Waiver Of USAC
Administrator's June 24, 2008 Decision

CC Docket No. 96-45
WC Docket No. 06-122

EMERGENCY PETITION FOR REVIEW AND REQUEST FOR WAIVER

Airband Communications, Inc. ("Airband") hereby submits this petition for review of the June 24, 2008 decision of the Universal Service Administration Company ("USAC") Administrator (the "USAC Decision"), attached hereto as Exhibit 1, rejecting Airband's corrected 2007 FCC Form 499-A on the basis that it was not timely filed.¹ Airband revised its 2007 FCC Form 499-A in order to correct a ministerial reporting error and to establish it as a *de minimis* filer not liable for any 2007 universal service contributions. Although Airband's corrected 2007 Form 499-A was mailed by March 31, 2008, USAC rejected Airband's corrected filing as untimely because it did not receive the filing until April 3, 2008. USAC's refusal to accept Airband's corrected filing based on an uncodified procedural technicality is legally untenable, is contrary to FCC rules governing universal service fund contributions, and would lead to absurd results.

Airband is a wireless broadband provider that principally provides data services to thousands of U.S. business customers. Airband also has started to meet some its customers'

¹ Airband seeks *de novo* review by the Wireline Competition Bureau of the USAC Decision pursuant to FCC Rule §§ 54.719 *et seq.*

voice needs by providing interconnected VoIP service. For the first time in 2007, the FCC required interconnected VoIP providers such as Airband to report interconnected VoIP revenue on Form 499-A (covering 4Q2006 revenues). However, Airband mistakenly included all 2006 fourth quarter revenues in lines 420 and 423 of its original 2007 Form 499-A, including revenues for non-telecommunications services. As a result, Airband incorrectly reported assessable revenues of approximately \$4.9 million, and a universal service contribution level of approximately \$500,000. Airband's corrected 2007 Form 499-A establishes that it had assessable interconnected VoIP revenue of less than \$2500 for the fourth quarter of 2006, and thus qualifies for the *de minimis* exemption under Rule Section 54.708.² Accordingly, Airband is not liable for any USF contributions for 2006.

USAC, however, improperly rejected as untimely Airband's corrected 2007 Form 499-A. In doing so, USAC is improperly holding Airband liable for hundreds of thousands of dollars in universal service contributions that Airband does not owe based on data that USAC knows or should know is incorrect. The Commission should reverse the USAC Decision because it contradicts established FCC rules and orders, is grossly unfair, unduly burdensome, and contrary to the public interest. Alternatively, to the extent the FCC agrees with the USAC Decision that Airband's corrected Form 499-A was late filed, Airband requests that the Commission, in the circumstances presented, waive the filing deadline and order USAC to process as timely filed Airband's corrected 2006 Form 499-A.³

² See 47 C.F.R. § 54.708.

³ Airband is requesting expedited treatment of this petition and is concurrently filing a motion for waiver of the public notice requirement.

BACKGROUND

A. Airband Is A Wireless Broadband Service Provider.

Airband is a rapidly growing wireless broadband service provider currently serving thousands of businesses in fourteen growing markets in eight U.S. states. Founded in 2000, Airband offers a comprehensive portfolio of high-bandwidth and managed broadband solutions over a scalable WiMAX-based, last-mile network in direct competition with the broadband services offered by local phone and cable companies.⁴

In each market, Airband's base stations broadcast and receive data through building-mounted access points to ensure maximum range. Each base station, which covers a five-mile radius or approximately 78 square miles, supports a point-to-multipoint configuration, connecting customers within the range to Airband's core network and managed IP backbone. For customers with bandwidth needs above 45 Mbps, Airband deploys point-to-point service using licensed and unlicensed spectrum. Airband's broadband services travel securely via a private network, rather than over the public Internet, providing customers reliable quality of service. Airband recently began offering VoIP services to its wireless broadband customers.

B. Universal Service Contributor Filings

FCC Rules require telecommunications carriers to file with USAC – by April 1 – an annual Telecommunications Reporting Worksheet Form 499-A for the previous year based on actual revenue data.⁵ Unless they meet the Section 54.708 *de minimis* exemption noted above, carriers also are required to file quarterly revenue estimates via Telecommunications Reporting Worksheet Form 499-Q.

⁴ Additional information on the company is available online at <http://www.airband.com/>.

⁵ See 47 C.F.R. §§ 54.706, 54.711, and 54.713.

Whereas the quarterly-filed Form 499-Q is a forward-looking worksheet that assesses a carrier's monthly universal service obligations based on estimates for the upcoming quarter, the annually-filed Form 499-A looks backward and is used to "true up" the carrier's USF contributions based on actual data from the previous calendar year.⁶ Carriers have a full year following the April 1 deadline to revise their Form 499-A filing.⁷ Thus, a carrier may revise its 2007 Form 499-A filing (representing its actual 2006 revenue) at any time prior to March 31, 2008.

As stated above, Airband also recently began providing certain interconnected VoIP services. In June 2006, the FCC extended universal service obligations interconnected VoIP service providers.⁸ On April 16, 2007, Airband filed – for the first time ever – Form 499-A.⁹ *See* Exh. 2. Airband's original 2007 Form 499-A incorrectly reported approximately \$4.9 million in net universal service contribution base revenues for the fourth quarter of 2006. *See id.* at 6, line 423. The original 2007 Form 499-A mistakenly used all revenue from all services (which principally included exempt information services) and thus resulted in universal service charges of approximately \$500,000 for 4Q2006.

When Airband learned that its original 2007 Form 499-A was not accurate, it filed a corrected 2007 Form 499-A. Specifically, Airband prepared a corrected 2007 Form 499-A filing

⁶ *See* Instructions to Forms 499-A and 499-Q.

⁷ *See id.*

⁸ *See Universal Service Contribution Methodology Federal-State Joint Board on Universal Service 1998 Biennial Regulatory Review – Streamlined Contributor Reporting Requirements Associated with Administration of Telecommunications Relay Service, North American Numbering Plan, Local Number Portability, and Universal Service Support Mechanisms*, WC Docket No. 06-122, CC Docket Nos. 96-45, 98-171, Report And Order And Notice Of Proposed Rulemaking, FCC 06-94, 21 FCC Rcd 7518 (2006) (“2006 Interconnected VoIP USF Order”).

⁹ The factual statements in this document are supported by the attached Declaration of Lynn McNeill, Airband's Vice President of Finance.

to include revenues from only the interconnected VoIP component of its services. Airband's corrected 2007 Form 499-A thus properly reflects the Company's "actual interstate telecommunications revenues" in accordance with the *2006 Interconnected VoIP USF Order*,¹⁰ which results in assessable revenue for the fourth quarter of 2006 of less than \$2,500. The corrected filing establishes that Airband qualifies under the *de minimis* exemption and is not required to make any universal service contribution for 2006.¹¹ See Exh. 3.

Airband's corrected 2007 Form 499-A filing was mailed by March 31, 2008. However, the USAC Administrator rejected the corrected filing as untimely because USAC received the filing three days later on April 3, 2008. See USAC Decision, Exh. 1. For the reasons discussed herein, the FCC should reverse the USAC Decision and order USAC to process Airband's corrected 2007 Form 499-A as timely filed. The Commission also should instruct USAC to remove all late fees, penalties, and interest charges associated with the incorrect original 2007 Form 499-A.

ARGUMENT

II. THE CORRECTED 2007 FORM 499-A, WHICH WAS TIMELY FILED, ESTABLISHES THAT AIRBAND IS A *DE MINIMIS* PROVIDER.

A. Airband Is A *De Minimis* Provider That Does Not Owe Any Payments To USAC For 2006.

Airband should not be held liable for universal services contributions that are not properly owed. As explained above, Airband's corrected 2007 Form 499-A filing, see Exh. 3,

¹⁰ See *id.* ¶ 52.

¹¹ Airband's 2008 Form 499-A also shows that the interconnected VoIP provider qualifies for the *de minimis* exemption based on its 2007 interstate telecommunications revenues. Airband has instituted procedures to ensure that its future initial Form 499-A filings will be accurate and timely filed.

establish the company as a *de minimis* provider. Airband is therefore not liable for any universal service contributions based on 2006 revenues. *See* 47 C.F.R. § 54.708.

USAC itself explains that a company that subsequently qualifies for *de minimis* status should have its charges reversed. “When the 499-A is filed showing the actual revenue that had been projected quarterly, a true up will confirm the *de minimis* status for the year and reverse any charges that occurred for a company that is found to have been *de minimis*.”¹² Indeed, there is no harm to the universal service program when a company, such as Airband, is not required to make USF contributions that it does not lawfully owe.

Accordingly, the FCC should direct USAC to accept Airband’s filing which establishes it as a *de minimis* provider for 2006 and order USAC to reverse the associated USF contributions that have been improperly assessed against Airband.

B. Airband’s Corrected Form 499-A, Which Was Mailed By March 31, 2008, Was Timely Filed.

The corrected Form 499-A was filed by March 31, 2008. USAC’s statement that the filing had to be *received* by the deadline is contradicted by the Commission rules and policies that generally treat universal service filings as having been filed as of the postmark date.¹³ As the Commission has stated:

Postmark We also agree with commenters that we should treat appeals to the Administrator or the Commission as having been received on the date that they are postmarked rather than the date they are filed. Commenters note that this change would be consistent with other program filing deadlines. For example, **such a change would make the appeal procedure consistent with the Administrator’s practice of treating FCC Form 471 applications as having been filed as of the postmark**

¹² *See* De Minimis Exemption on USAC website *available at* <http://www.usac.org/fund-administration/contributors/who-must-contribute/de-minimis-exemption.aspx> (underlining in original).

¹³ *See, e.g.*, 47 C.F.R. § 54.720 (request for review of Administrator decision “shall be deemed filed on the postmark date”).

date. ... In addition, we agree with commenters that using the postmarked date furthers the goals of improving program operation and ensuring a fair and equitable distribution of the benefits of the program. Thus, we find that it is consistent with public interest that we treat appeals to the Administrator or the Commission as having been filed on the date they are postmarked. We therefore add a new section 54.720(e) to our rules.¹⁴

The policy that a document be deemed filed on the postmark date also is reflected in the Contributor Appeals Procedure on USAC's own website.¹⁵

The *Atlantic Digital* case relied upon by USAC to assert that "postmarked by" is different from "submitted to" is inapposite. Unlike here where the issue is whether a carrier qualifies for the *de minimis* exemption, which exempts a carrier from USF liability completely, the issue in *Atlantic Digital* was whether the provider was liable for late fees based on money that was appropriately due. Here, failure to treat Airband's filing as timely results in liability for payments that were never properly due in the first instance.

Moreover, the FCC's (and USAC's) own rules establish the postmark date as the filing date for applications and appeals,¹⁶ and USAC's failure to treat Airband's filing as timely implicates much larger issues pending before the full Commission. For example, the *2004 Bureau Order*¹⁷ that USAC uses to support the March 31 deadline for correcting Form 499-As is

¹⁴ *Schools and Libraries Universal Service Support Mechanism*, Second Report And Order And Further Notice of Proposed Rulemaking, 18 FCC Rcd 9202 ¶ 57 (2003) (footnotes omitted).

¹⁵ See File An Appeal on USAC website available at <http://www.usac.org/fund-administration/contributors/file-appeal/> ("Any appeal must be **filed within 60 days** of the issuance of the decision from USAC and must be **postmarked** within 60 days of that date.") (emphasis in original).

¹⁶ See n.13 to n.15, *supra*.

¹⁷ See *Federal-State Joint Board on Universal Service; 1998 Biennial Regulatory Review - Streamlined Contributor Reporting Requirements Associated with Administration of Telecommunications Relay Service, North American Numbering Plan, Local Number Portability, and Universal Service Support Mechanisms; Changes to the Board of Directors of the National*

subject to pending challenges by multiple carriers on both procedural and substantive grounds.¹⁸ To avoid impinging on the Commission's deliberative process, the Bureau should instruct USAC to accept Airband's corrected Form 499-A as timely filed while the full Commission considers the broader issues concerning the lawfulness of the March 31 deadline.

C. USAC Lacks Authority To Reject A Late-Filed Form 499.

Finally, even assuming that Airband's corrected 2007 Form 499-A was late-filed, which is not the case, USAC has no authority to reject it. Indeed, nothing in the FCC rules or the recent *USF Program Management Order* gives USAC authority to reject outright any Form 499-A that may be filed on an untimely basis.¹⁹ Instead, USAC may only assess penalties when a Form

(Continued . . .)

Exchange Carrier Associations, Inc., CC Docket Nos. 96-45, 98-171, 97-21, Order, DA 04-3669, 20 FCC Rcd 1012 (WCB 2004) (the "2004 Bureau Order").

¹⁸ See *Parties Are Invited To Comment on Applications For Review And Petition for Reconsideration Of Order Revising Instructions For Form 499-A*, CC Docket Nos. 96-45, 98-171, 97-21, FCC Public Notice, DA 05-691 (Mar. 16, 2005) (requesting comment on Qwest, SBC Communications, and Sprint challenges to *2004 Bureau Order*). See also Comments of Verizon in Support of Applications for Review by Qwest, Business Discount Plan, and SBC, and Petition for Reconsideration by Sprint, CC Docket Nos. 96-45, 98-171, 97-21 (Mar. 30, 2005) (requesting Commission reversal of the 12 month time limit for revising Form 499-As in the *2004 Bureau Order* on the grounds that it violates APA notice and comment requirements, and arbitrarily adopts a time limit for amendments that would decrease carriers' contributions but not for amendments that would increase contributions).

The *2004 Bureau Order*, which attempted to impose the March 31 filing deadline, stated that the changes were "procedural, non-substantive changes to the administrative aspects of the reporting requirements," and that the Bureau was "not required to follow the general procedures for notice and comment of Section 553 of the Administrative Procedure Act. See 5 U.S.C. § 553(b)(3)(A)." *2004 Bureau Order* ¶ 10, n.31. USAC cannot lawfully use the *2004 Bureau Order* to impose a substantive requirement and require *de minimis* provider Airband to pay hundreds of thousands of dollars in improperly assessed universal service charges. Finally, the *2004 Bureau Order* says nothing about whether a corrected 2007 Form 499-A is timely if it is postmarked by March 31, 2008.

¹⁹ The *USF Program Management Order* instead was aimed at addressing the late payment and non-payment of universal service support funds that are actually due. See *Comprehensive Review of the Universal Service Fund Management, Administration, and Oversight; Federal-State Joint Board on Universal Service; Schools and Libraries Universal Service Support*

499-A is filed late.²⁰ Furthermore, the penalties that USAC is authorized to impose are based on the actual amount owed.²¹ Here, because Airband, as a *de minimis* provider, owes nothing and because its corrected Form 499-A was at most three days late, it is not even subject to penalties.²²

* * *

Accordingly, Airband respectfully requests that the Commission reverse the USAC Decision, instruct USAC to process the corrected 2007 Form 499-A, and order USAC to remove all late fees, penalties, and interest charges associated with the incorrect original filing.

III. AIRBAND REQUESTS, IN THE ALTERNATIVE, THAT THE COMMISSION WAIVE THE FORM 499-A REVISION FILING DEADLINE IN LIGHT OF THE MANIFEST INJUSTICE THAT WOULD OTHERWISE RESULT.

Alternatively, in the circumstances presented, the FCC should waive the Form 499-A revision filing deadline and require USAC to process the corrected filing. FCC Rule Section 1.3 permits the agency, or the Wireline Competition Bureau acting under delegated authority, to waive any provision of its rules for good cause shown.²³ The Commission may take into account

(Continued . . .)

Mechanism; WC Docket No. 05-195, CC Docket Nos. 96-45, 02-6, Report and Order, 22 FCC Rcd 16372 ¶ 12 (2007) (“*USF Program Management Order*”).

²⁰ Under the FCC’s rules, when a Form 477 is late-filed, USAC is authorized to “assess an administrative remedial collection charge equal to the greater of \$100 or an amount computed using the rate of the U.S. prime rate (in effect on the date the applicable Worksheet is due) plus 3.5 percent, of the amount due per the Administrator’s calculations.” 47 C.F.R. § 54.713(c).

²¹ See, e.g., 47 C.F.R. § 54.713(c).

²² *Id.* (authorizing USAC to assess an “administrative remedial collection charge” when a Form 499 “is more than 30 days delinquent”).

²³ See 47 C.F.R. § 1.3.

considerations of hardship, equity, or more effective implementation of overall policy on a individual basis.²⁴

As the Bureau has held in granting waivers of quarterly and annual USAC filing deadlines, “strict enforcement of the rules is not in the public interest” when the petitioner has “demonstrated that good cause exists to waive the Commission’s rules.”²⁵ Just as the Bureau noted in these other cases, Airband “believed that [it was] filing on time.”²⁶ Moreover, the USAC Decision does not state that receipt of Airband’s filing on April 3, 2008, just three days late, impairs the administration of USF.²⁷ Indeed, there is no impact on the universal service fund because no USF contributions are due from Airband. Finally, as noted above,²⁸ Airband has taken steps to ensure that future Form 499-A filings are accurate and timely, as the Bureau has recognized.²⁹

Indeed, just last month the Bureau waived the 45-day revision window for Form 499-Q for a service provider that (similar to Airband) mistakenly reported its total company revenues, rather than only end-user revenues that are subject to USF contributions.³⁰ The Bureau found

²⁴ See *WAIT Radio v. FCC*, 418 F.2d 1153, 1159 (D.C. Cir. 1969); *Northeast Cellular Tel. Co. v. FCC*, 897 F.2d 1164 (D.C. Cir. 1990).

²⁵ See *Federal-State Joint Board on Universal Service; Benton/Linn Wireless LLC Petition for Waiver of Section 54.307(c) of the Commission’s Rules*, Order, 20 FCC Rcd 19212 ¶¶ 12, 10 (WCB 2005) (granting waiver based on finding that filings received within two business days of the due date did not impair USF administration).

²⁶ *Id.*; see *id.* ¶ 19.

²⁷ See *id.* ¶ 12.

²⁸ See n.11, *supra*.

²⁹ See *Federal-State Joint Board on Universal Service; SouthEast Tel., Inc. Expedited Petition for Waiver of Deadlines in Sections 54.307(c)(2) and 54.802(a) of the Commission’s Rules*, Order, 20 FCC Rcd 10149 ¶ 10 (WCB 2006) (Petitioners “have implemented new procedures to ensure that future filings are timely received by USAC.”).

³⁰ See *Federal-State Joint Board on Universal Service; Universal Service Contribution Methodology; Aventure Communications Technology, LLC, Form 499 Filer ID: 825749 Request*

that a “waiver is warranted to avoid requiring [the carrier] to make excessive, incorrect payments to the USF with no reimbursement for more than a year.”³¹

Accordingly, to the extent the Commission affirms the USAC Decision, Airband respectfully requests that the FCC waive the one-year revision filing deadline for Form 499-A and instruct USAC to remove all late fees, penalties, and interest charges associated with its incorrect 2007 Form 499-A.

(Continued . . .)

for Review of USAC Rejection Letter and Request for Waiver of USAC 45 Day Revision Deadline; Order, DA 08-1514 (WCB June 26, 2008).

³¹ *Id.* ¶ 4. The Wireline Competition Bureau also has waived its “true-up procedures for USF contributions where it found that the application of the governing rule would be inequitable because it would have resulted in the petitioning carriers being required to pay more than their annual universal service obligation.” *Request for Waiver of Section 54.611 of the Commission’s Rules; Unicom, Inc. Anchorage, Alaska; Rural Health Care Universal Service Support Mechanism*, Order, 21 FCC Rcd 11240 ¶ 10 (WCB 2006).

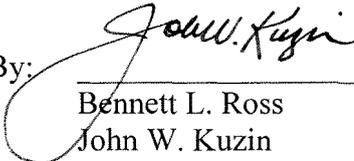
CONCLUSION

For the reasons provided herein, the FCC should reverse the USAC Decision, or waive the filing deadline in this instance, and order USAC to process Airband's corrected 2007 Form 499-A as timely filed. The Commission also should instruct USAC to remove all late fees, penalties, and interest charges associated with the incorrect original 2007 Form 499-A.

Respectfully submitted,

AIRBAND COMMUNICATIONS, INC.

By:


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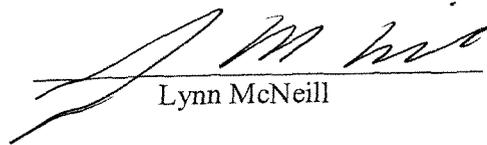
July 23, 2008

DECLARATION OF LYNN M^CNEILL

I, Lynn McNeill, Vice President of Finance for Airband Communications Inc., have read and understand the contents of Airband Communications Inc. Form 499 Filer ID No. 825978 Emergency Petition for Review and Request For Waiver Of USAC Administrator's June 24, 2008 Decision, and the associated Exhibits and Declaration.

I declare under penalty of perjury that that the factual matters stated therein are true and accurate.

Executed in Dallas, Texas on July 23, 2008.


Lynn McNeill

SERVICE LIST

On the date below, the foregoing Airband Communications Inc Form 499 Filer ID No. 825978 Emergency Petition for Review and Request For Waiver Of USAC Administrator's June 24, 2008 Decision and the associated Exhibits and Declaration were filed in CC Docket No. 96-45 and WC Docket No. 06-122 and copies were sent to the following individuals as indicated below:

USAC Administrator
2000 L Street, NW, Suite 200
Washington, DC 20036
Via First Class Mail

Dana Shaffer
Chief, Wireline Competition Bureau
Federal Communications Commission
Via email: Dana.Shaffer@fcc.gov

Jeremy Marcus
Associate Chief, Wireline Competition Bureau
Federal Communications Commission
Via email: Jeremy.Marcus@fcc.gov

Jennifer McKee
Chief, TAPD, Wireline Competition Bureau
Federal Communications Commission
Via email: Jennifer.McKee@fcc.gov

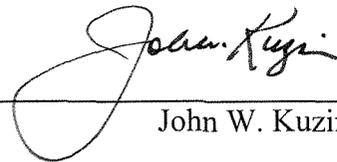
Regina Dorsey
Office of Managing Director
Federal Communications Commission
Via email: Regina.Dorsey@fcc.gov

Greg Guice
Wireline Competition Bureau
Federal Communications Commission
Via email: Greg.Guice@fcc.gov

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Trent Harkrader
Enforcement Bureau
Federal Communications Commission
Via email: Trent.Harkrader@fcc.gov

July 23, 2008



John W. Kuzin

EXHIBIT 1



Administrator's Decision on Contributor Appeal

By Certified Mail

June 24, 2008

Mr. Justin Spagnolo
Airband Communications, Inc.
14800 Landmark Blvd., Suite 500
Dallas, TX 75254

Re: Airband Communications, Inc. (Filer ID #825978)
Letter of Appeal dated May 21, 2008

Dear Mr. Spagnolo:

The Universal Service Administrative Company (USAC) has completed its evaluation of your letter of appeal submitted on behalf of Airband Communications, Inc. (Airband), dated May 21, 2008. The appeal requests USAC's acceptance of a revised 2007 FCC Form 499-A. As discussed in more detail below, USAC hereby denies Airband's appeal.

Decision on Appeal: Denied

On December 9, 2004, the Federal Communications Commission (FCC) issued the *Form 499-A Revision Order*,¹ which, among other things, adopted a deadline for revisions to worksheets of one year beyond the original filing deadline. The FCC extended the deadline for certain filers of 2003 revenue at that time, but made no provision for future waivers of the revision filing deadline. This Order specifically states that "any revised 499-A that would result in decreased contributions must be submitted by March 31 of the year after the original filing due date."²

Airband requests that USAC provide a copy of the postmark of its revised filing and indicating that the postmark date is the date by which the timeliness of the form should be considered. In *Atlantic Digital*, the FCC explained that "submitted to" is not synonymous with "postmarked by" and noted Commission rules "clearly provide that,

¹ See *Federal-State Joint Board on Universal Service; 1998 Biennial Regulatory Review – Streamlined Contributor Reporting Requirements Associated with Administration of Telecommunications Relay Service; North American Numbering Plan, Local Number Portability, and Universal Service Support Mechanisms; Changes to the Board of Directors of the National Exchange Carrier Association, Inc.*, CC Docket Nos. 96-45, 98-71, 97-21, Order, DA 04-3669, 20 FCC Rcd 1012 (2004) (*Form 499-A Revision Order*).

² Id. at 1016, ¶10.

Justin Spagnolo
Airband Communications, Inc.
June 24, 2008
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unless otherwise provided, documents are considered to be filed with the Commission upon their receipt at the location designated by the Commission.”³

USAC records indicate that on April 16, 2007 Airband filed its original 2007 499-A form, which USAC processed. On April 3, 2008, Airband submitted a downward revision to its 2007 499-A, which was rejected as untimely filed. The deadline for filing downward revisions was March 31, 2008, so USAC properly rejected the revised FCC Form 499-A for failure to file within one year of the original submission due date.

Because Airband’s revised 2007 Form 499-A was not received by the March 31, 2008 due date, USAC properly rejected the Form and Airband’s appeal is hereby denied.

If you wish to further appeal this decision, you may file an appeal with the FCC. Detailed instructions for filing appeals are available at:

<http://www.universalservice.org/fund-administration/contributors/file-appeal>

Sincerely,

USAC

cc: Regina Dorsey, FCC Office of Managing Director
Hillary DeNigro, FCC Enforcement Bureau
Trent Harkrader, FCC Enforcement Bureau
Greg Guice, FCC Wireline Competition Bureau

11/16/08
11/16/08
11/16/08

³ *In the Matter of Request for Review by Atlantic Digital, Inc. of Decision of Universal Service Administrator*, CC Docket No. 96-45, DA 05-520, Order, 20 FCC Rcd. 4224, 4225-26, ¶¶ 3, 5 (2005) (*Atlantic Digital*) (citing 47 C.F.R. § 1.7).

EXHIBIT 2

AS ORIGINALLY FILED

2007 FCC Form 499-A Telecommunications Reporting Worksheet (Reporting Calendar 2006 Revenues)

Approval by OMB
3060-0855

>>> Please read instructions before completing. <<<

Annual Filing - due April 1, 2007

Block 1: Contributor Identification Information

During the year, filers must refile Blocks 1, 2 and 6 if there are any changes in Lines 104 or 112. See instructions.

101 Filer 499 ID [If you don't know your number, contact the administrator at (888) 641-8722. If you are a new filer, write "new" in this block and a Filer 499 ID will be assigned to you.]	825978
102 Legal name of reporting entity	airband communications, Inc.
103 IRS employer identification number	[Enter 9 digit number] 86-8984072
104 Name telecommunications provider is doing business as	airband communications

105 Telecommunications activities of filer [Select up to 5 boxes that best describe the reporting entity. Enter numbers starting with "1" to show the order of importance - see directions.]

<input type="checkbox"/> CAP/LEC	<input type="checkbox"/> Cellular/PCS/SMR (wireless telephony incl. by resale)	<input type="checkbox"/> Coaxial Cable	<input type="checkbox"/> Incumbent LEC
<input checked="" type="checkbox"/> 2 Interconnected VoIP	<input type="checkbox"/> Interexchange Carrier (IXC)	<input type="checkbox"/> Local Reseller	<input type="checkbox"/> Operator Service Provider (OSP)
<input type="checkbox"/> Payphone Service Provider	<input type="checkbox"/> Prepaid Card	<input type="checkbox"/> Private Service Provider	<input type="checkbox"/> Paging & Messaging
<input type="checkbox"/> Shared-Tenant Service Provider / Building LEC	<input type="checkbox"/> SMR (dispatch)	<input type="checkbox"/> Toll Reseller	<input checked="" type="checkbox"/> 1 Wireless Data <i>2 Cellular</i>
If Other Local, Other Mobile or Other Toll is checked, describe carrier type / services provided: →		<input type="checkbox"/> Other Local	<input type="checkbox"/> Other Mobile
		<input type="checkbox"/> Other Toll	

106.1 Holding company name (All affiliated companies must show the same name on this line.)	Airband Communications Holdings, Inc.
106.2 Holding company IRS employer identification number	[Enter 9 digit number] 860984072
107 FCC Registration Number (FRN) [https://svartifoss2.fcc.gov/cores/CoresHome.html] [For assistance, contact the CORES help desk at 877-480-3201 or CORES@fcc.gov]	0660-8840-72 [Enter 10 digit number]

108 Management company [if filer is managed by another entity]	
109 Complete mailing address of reporting entity corporate headquarters Note: this address will be used for the ITSP FCC regulatory fee billings unless the appropriate box is checked on Line 208.	Street1 14800 Landmark Blvd, Suite 500 Street2 Street3 City Dallas State TX Zip (postal code) 75254 Country if not USA
110 Complete business address for customer inquiries and complaints check if same address as Line 109 <input checked="" type="checkbox"/>	Street1 14800 Landmark Blvd, Suite 500 Street2 Street3 City Dallas State TX Zip (postal code) 75254 Country if not USA

111 Telephone number for customer complaints and inquiries [Toll-free number if available]	(866) - 247-2283 ext -
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112 List all trade names used in the past 3 years in providing telecommunications. Include all names by which you are known by customers.

a Airband Communications	g
b Accelacon	h
c Go-Comm	i
d Volonet Technologies, Inc	j
e Windchannel Communications, Inc	k
f	l

Use an additional sheet if necessary. Each reporting entity must provide all names used for telecommunications activities.

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. § 1001

AS ORIGINALLY FILED

2007 FCC Form 499-A Telecommunications Reporting Worksheet (Reporting Calendar 2006 Revenues)

Block 2-A: Regulatory Contact Information

201 Filer 499 ID [from Line 101]	825978
202 Legal name of reporting entity [from Line 102]	airband communications, inc.
203 Person who completed this Worksheet	First Mulu MI Last Dresse
204 Telephone number of this person	(469) - 791-0053 ext -
205 Fax number of this person	(469) - 374-9071
206 Email of this person Required if available -- not for public release	mdresse@airband.com
207 Corporate office, attn. name, and mailing address to which future Telecommunications Reporting Worksheets should be sent check if same name as Line 203 <input checked="" type="checkbox"/> check if same address as Line 109 <input checked="" type="checkbox"/>	Office Attn First name Mulu MI Last Dresse Email Required if available, not for public release mdresse@airband.com Phone (469) - 791-0053 ext - Fax (469) - 374-9071 Street1 14800 Landmark Blvd, Suite 500 Street 2 Street 3 City Dallas State TX Zip (postal code) 75254 Country if not USA
208 Billing address and billing contact person: [Plan administrators will send bills for contributions to this address. Please attach a written request for alternative billing arrangements.] check if name and address same as Line 207 <input checked="" type="checkbox"/> check to use Line 208 information for FCC ITSP regulatory fee bill <input type="checkbox"/>	Company Attn First name Mulu MI Last Dresse Email Required if available, not for public release mdresse@airband.com Phone (469) - 791-0053 ext - Fax (469) - 374-9071 Street1 14800 Landmark Blvd, Suite 500 Street 2 Street 3 City Dallas State TX Zip (postal code) 75254 Country if not USA

Block 2-B: Agent for Service of Process

All carriers and providers of interconnected VoIP must complete Lines 209 through 213. During the year, carriers and providers of interconnected VoIP must refile Blocks 1, 2 and 6 if there are any changes in this section. See instructions.

209 D.C. Agent for Service of Process per 47 U.S.C. § 413	Company Paul, Hastings, LLP Attn First name David MI R Last Skidell
210 Telephone number of D.C. agent	(202) - 551-1802 ext -
211 Fax number of D.C. agent	(202) - 551-1202
212 Email of D.C. agent Required if available	
213 Complete business address of D.C. agent for hand service of documents check to use Line 213 information for FCC ITSP regulatory fee bill <input type="checkbox"/> [If both Line 208 and Line 213 are checked, Line 208 will be used.]	Street1 Street 2 Street 3 City State DC Zip
214 Local/alternate Agent for Service of Process (optional)	Company Attn First name MI Last
215 Telephone number of local/alternate agent	() - ext -
216 Fax number of local/alternate agent	() -
217 Email of local/alternate agent Required if available	
218 Complete business address of local/alternate agent for hand service of documents check to use Line 218 information for FCC ITSP regulatory fee bill <input type="checkbox"/> [If both Line 208 and Line 218 are checked, Line 208 will be used.]	Street1 Street 2 Street 3 City State Zip (postal code) Country if not USA

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. § 1001

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2007 FCC Form 499-A Telecommunications Reporting Worksheet (Reporting Calendar 2006 Revenues) Page 3

Block 2-C: FCC Registration and Contact Information Filers must refile Blocks 1, 2 and 6 if there are any changes in this section. See Instructions.

219 Filer 499 ID (from Line 101)	825978
220 Legal name of reporting entity (from Line 102)	akband communications, inc.
221 Chief Executive Officer (or, highest ranking company officer if the filing entity does not have a chief executive officer)	First Mark M F Last Spagnolo
222 Business address of individual named on Line 221 check if same as Line 109 <input checked="" type="checkbox"/>	Street1 14800 Landmark Blvd, Suite 500 Street 2 Street 3 City Dallas State TX Zip (postal code) 75254 Country if not USA
223 Second ranking company officer, such as Chairman (Must be someone other than the individual listed on Line 221)	First John M Last McLeod
224 Business address of individual named on Line 223 check if same as Line 109 <input checked="" type="checkbox"/>	Street1 14800 Landmark Blvd, Suite 500 Street 2 Street 3 City Dallas State TX Zip (postal code) 75254 Country if not USA
225 Third ranking company officer, such as President or Secretary (Must be someone other than individuals listed on Lines 221 or 223)	First Mary M Last McCreight
226 Business address of individual named on Line 225 check if same as Line 109 <input checked="" type="checkbox"/>	Street1 14800 Landmark Blvd, Suite 500 Street 2 Street 3 City Dallas State TX Zip (postal code) 75254 Country if not USA

227 Indicate jurisdictions in which the filing entity provides service. Include jurisdictions in which service was provided in the past 15 months and jurisdictions in which service is likely to be provided in the next 12 months.

- | | | | | |
|--|--|--|--|--|
| <input type="checkbox"/> Alabama | <input type="checkbox"/> Guam | <input type="checkbox"/> Massachusetts | <input type="checkbox"/> New York | <input type="checkbox"/> Tennessee |
| <input type="checkbox"/> Alaska | <input type="checkbox"/> Hawaii | <input type="checkbox"/> Michigan | <input checked="" type="checkbox"/> North Carolina | <input checked="" type="checkbox"/> Texas |
| <input type="checkbox"/> American Samoa | <input type="checkbox"/> Idaho | <input type="checkbox"/> Midway Atoll | <input type="checkbox"/> North Dakota | <input type="checkbox"/> Utah |
| <input checked="" type="checkbox"/> Arizona | <input type="checkbox"/> Illinois | <input type="checkbox"/> Minnesota | <input type="checkbox"/> Northern Mariana Islands | <input type="checkbox"/> U.S. Virgin Islands |
| <input type="checkbox"/> Arkansas | <input type="checkbox"/> Indiana | <input type="checkbox"/> Mississippi | <input type="checkbox"/> Ohio | <input type="checkbox"/> Vermont |
| <input checked="" type="checkbox"/> California | <input type="checkbox"/> Iowa | <input type="checkbox"/> Missouri | <input type="checkbox"/> Oklahoma | <input type="checkbox"/> Virginia |
| <input type="checkbox"/> Colorado | <input type="checkbox"/> Johnston Atoll | <input type="checkbox"/> Montana | <input type="checkbox"/> Oregon | <input type="checkbox"/> Wake Island |
| <input type="checkbox"/> Connecticut | <input type="checkbox"/> Kansas | <input type="checkbox"/> Nebraska | <input checked="" type="checkbox"/> Pennsylvania | <input type="checkbox"/> Washington |
| <input type="checkbox"/> Delaware | <input type="checkbox"/> Kentucky | <input type="checkbox"/> Nevada | <input type="checkbox"/> Puerto Rico | <input type="checkbox"/> West Virginia |
| <input type="checkbox"/> District of Columbia | <input type="checkbox"/> Louisiana | <input type="checkbox"/> New Hampshire | <input type="checkbox"/> Rhode Island | <input type="checkbox"/> Wisconsin |
| <input type="checkbox"/> Florida | <input type="checkbox"/> Maine | <input type="checkbox"/> New Jersey | <input type="checkbox"/> South Carolina | <input type="checkbox"/> Wyoming |
| <input type="checkbox"/> Georgia | <input checked="" type="checkbox"/> Maryland | <input type="checkbox"/> New Mexico | <input type="checkbox"/> South Dakota | |

228 Year and month filer first provided (or expects to provide) telecommunications in the U.S. Check if prior to 1/1/1999, otherwise Year 2006 Month 8

PERSONS MAKING WILLFUL FALSE STATEMENTS IN THE WORKSHEET CAN BE PUNISHED BY FINE OR IMPRISONMENT UNDER TITLE 18 OF THE UNITED STATES CODE, 18 U.S.C. § 1001

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2007 FCC Form 499-A Telecommunications Reporting Worksheet (Reporting Calendar 2006 Revenues)

Block 3: Carrier's Carrier Revenue Information

301 Filer 499 ID [from Line 101]	a25978				
302 Legal name of reporting entity [from Line 102]	airband communications, inc.				
Report billed revenues for January 1 through December 31, 2006. Do not report any negative numbers. Dollar amounts may be rounded to the nearest thousand dollars. However, report all amounts as whole dollars.	Total Revenues (a)	If breakouts are not book amounts, enter whole percentage estimates		Breakouts	
		Interstate (b)	International (c)	Interstate Revenues (d)	International Revenues (e)
See instructions regarding percent interstate & international.					
Revenues from Services Provided for Resale as Telecommunications by Other Contributors to Federal Universal Service Support Mechanisms					
<u>Fixed local service</u>					
Monthly service, local calling, connection charges, vertical features, and other local exchange service including subscriber line and <u>PICC charges to IXCs</u>					
303.1 Provided as unbundled network elements (UNEs)	\$0.00	0.00	0.00	\$0.00	\$0.00
303.2 Provided under other arrangements	\$0.00	0.00	0.00	\$0.00	\$0.00
<u>Per-minute charges for originating or terminating calls</u>					
304.1 Provided under state or federal access tariff	\$0.00	0.00	0.00	\$0.00	\$0.00
304.2 Provided as unbundled network elements or other contract arrangement	\$0.00	0.00	0.00	\$0.00	\$0.00
<u>Local private line & special access service</u>					
305.1 Provided to other contributors for resale as telecommunications	\$0.00	0.00	0.00	\$0.00	\$0.00
305.2 Provided to other contributors for resale as interconnected VoIP [All such revenue for 2006 must be reported as end-user revenue]					
306 Payphone compensation from toll carriers	\$0.00	0.00	0.00	\$0.00	\$0.00
307 Other local telecommunications service revenues	\$0.00	0.00	0.00	\$0.00	\$0.00
308 Universal service support revenues received from Federal or state sources	\$0.00	0.00	0.00	\$0.00	\$0.00
<u>Mobile services (including wireless telephony, paging & messaging, and other mobile services)</u>					
309 Monthly, activation, and message charges except toll	\$0.00	0.00	0.00	\$0.00	\$0.00
<u>Toll services</u>					
310 Operator and toll calls with alternative billing arrangements (credit card, collect, international call-back, etc.)	\$0.00	0.00	0.00	\$0.00	\$0.00
311 Ordinary long distance (direct-dialed MTS, customer toll-free (800/888 etc.) service, "10-10" calls, associated monthly account maintenance, PICC pass-through, and other switched services not reported above)	\$0.00	0.00	0.00	\$0.00	\$0.00
312 Long distance private line services	\$0.00	0.00	0.00	\$0.00	\$0.00
313 Satellite services	\$0.00	0.00	0.00	\$0.00	\$0.00
314 All other long distance services	\$0.00	0.00	0.00	\$0.00	\$0.00
315 Total revenues provided for resale [Lines 303 through 314]	0	0	0	0	0

Note: As stated in the instructions, for all revenues reported on this page, you must retain the Filer 499 ID and contact information for the associated customers. You must verify that each of these customers was a direct contributor to the federal universal service support mechanism for calendar year 2006 and that the customer is purchasing service for resale as telecommunications. These records must be made available to the administrator or the FCC upon request. The FCC website contains information on federal universal service contributors. (See instructions.)

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2007 FCC Form 499-A Telecommunications Reporting Worksheet (Reporting Calendar 2006 Revenues)

Block 4-A: End-User and Non-Telecommunications Revenue Information

401 Filer 499 ID (from Line 101)		625978				
402 Legal name of reporting entity (from Line 102)		atband communications, inc.				
Report billed revenues for January 1 through December 31, 2006. Do not report any negative numbers. Dollar amounts may be rounded to the nearest thousand dollars. However, report all amounts as whole dollars. See instructions regarding percent interstate & international.		Total Revenues (a)	If breakouts are not book amounts, enter whole percentage estimates		Breakouts	
			Interstate (b)	International (c)	Interstate Revenues (d)	International Revenues (e)
Revenues from All Other Sources (end-user telecom. & non-telecom.)						
403	Surcharges or other amounts on bills identified as recovering State or Federal universal service contributions	\$33,757.00	100.00	0.00	\$33,757.00	\$0.00
<u>Fixed local services</u>						
Monthly service, local calling, connection charges, vertical features, and other local exchange service charges except for federally tariffed subscriber line charges and PICC charges		\$0.00	0.00	0.00	\$0.00	\$0.00
<u>traditional circuit switched</u>						
404.1	Provided at a flat rate including interstate toll service -- local portion					
404.2	Provided at a flat rate including interstate toll service -- toll portion	\$0.00	0.00	0.00	\$0.00	\$0.00
404.3	Provided without interstate toll included (see instructions)	\$0.00	0.00	0.00	\$0.00	\$0.00
<u>interconnected VoIP</u>						
404.4	Offered in conjunction with a broadband connection	\$890,412.00	100.00	0.00	\$890,412.00	\$0.00
404.5	Offered independent of a broadband connection	\$24,297.00	100.00	0.00	\$24,297.00	\$0.00
405	Tariffed subscriber line charges and PICC charges levied by a local exchange carrier on a no-PIC customer	\$0.00	0.00	0.00	\$0.00	\$3.00
406	Local private line & special access service [Through August 13, 2006, includes the transmission portion of wireline broadband Internet access. After August 13, 2006, includes the transmission portion of wireline broadband Internet access provided on a common carrier basis.]	\$3,752,961.00	100.00	0.00	\$3,752,961.00	\$0.00
407	Payphone coin revenues (local and long distance)	\$0.00	0.00	0.00	\$0.00	\$0.00
408	Other local telecommunications service revenues	\$0.00	0.00	0.00	\$0.00	\$0.00
<u>Mobile services (including wireless telephony, paging & messaging, and other mobile services)</u>						
409	Monthly and activation charges	\$0.00	0.00	0.00	\$0.00	\$0.00
410	Message charges including roaming and air-time charges for toll calls, but excluding separately stated toll charges	\$0.00	0.00	0.00	\$0.00	\$0.00

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Block 4-A: Continued

	Total Revenues (a)	If breakouts are not book amounts, enter whole percentage estimates		Breakouts	
		Interstate	International	Interstate Revenues (d)	International Revenues (e)
Toll services					
411 Prepaid calling card (including card sales to customers and non-carrier distributors) reported at face value of cards	\$0.00	0.00	0.00	\$0.00	\$0.00
412 International calls that both originate and terminate in foreign points	\$0.00	0%	100%		\$0.00
413 Operator and toll calls with alternative billing arrangements (credit card, collect, international call-back, etc.) other than revenues reported on Line 412	\$0.00	0.00	0.00	\$0.00	\$0.00
Ordinary long distance (direct-dialed MTS, customer toll-free (800/888 etc.) service, "10-10" calls, associated monthly account maintenance, PICC pass-through, and other switched services not reported above)					
414.1 All, other than interconnected VoIP, including, but not limited to, itemized toll on wireline and wireless bills	\$0.00	0.00	0.00	\$0.00	\$0.00
414.2 All interconnected VoIP long distance, including: but not limited to, itemized toll	\$0.00	0.00	0.00	\$0.00	\$0.00
415 Long distance private line services	\$209,813.00	100.00	0.00	\$209,813.00	\$0.00
416 Satellite services	\$0.00	0.00	0.00	\$0.00	\$0.00
417 All other long distance services	\$0.00	0.00	0.00	\$0.00	\$0.00
Revenues other than U.S. telecommunications revenues, including information services, inside wiring maintenance, billing and collection customer premises equipment, published directory, dark fiber, Internet access, cable TV program transmission, foreign carrier operations, and non-telecommunications revenues. (See instructions.)					
418.1 bundled with circuit switched local exchange service	\$0.00				
418.2 bundled with interconnected VoIP local exchange service	\$0.00				
418.3 other	\$8,853,898.00				

Block 4-B: Total Revenue and Uncollectible Revenue Information

419 Gross billed revenues from all sources (incl. reseller & non-telecom.) [Lines 303 through 314 plus Lines 403 through 418]	\$13,785,238.00			\$4,911,240.00	\$0.00
420 Gross universal service contribution base amounts [Lines 403 through 411 Lines 413 through 417] See Figure 4 in instructions.	\$4,911,240.00			\$4,911,240.00	\$0.00
421 Uncollectible revenue/bad debt expense associated with gross billed revenues amounts shown on Line 419 [See Instructions Page 26]	\$120,000.00			\$120,000.00	\$0.00
422 Uncollectible revenue/bad debt expense associated with universal service contribution base amounts shown on Line 420	\$0.00			\$0.00	\$0.00
423 Net universal service contribution base revenues [Line 420 minus line 422]	4911240			4911240	0

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Block 5: Additional Revenue Breakouts

501 Filer 499 ID [from Line 101] 025070
 502 Legal name of reporting entity [from Line 102] airband communications, inc.

Filers that report revenues in Block 3 and Block 4 must provide the percentages requested in Lines 503 through 510. See page 27 of instructions for limited exceptions.

		Block 3 Carrier's Carrier (a)	Block 4 End-User Telecom. (b)
503	Southeast: Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, Puerto Rico, South Carolina, Tennessee, and U.S. Virgin Islands	0 %	3 %
504	Western: Alaska, Arizona, Colorado, Idaho, Iowa, Minnesota, Montana, Nebraska, New Mexico, North Dakota, Oregon, South Dakota, Utah, Washington, and Wyoming	0 %	26 %
505	West Coast: California, Hawaii, Nevada, American Samoa, Guam, Johnston Atoll, Midway Atoll, Northern Mariana Islands, and Wake Island.	0 %	7 %
506	Mid-Atlantic: Delaware, District of Columbia, Maryland, New Jersey, Pennsylvania, Virginia, and West Virginia	0 %	11 %
507	Mid-West: Illinois, Indiana, Michigan, Ohio, and Wisconsin	0 %	0 %
508	Northeast: Connecticut, Maine, Massachusetts, New Hampshire, New York, Rhode Island, and Vermont	0 %	0 %
509	Southwest: Arkansas, Kansas, Missouri, Oklahoma, and Texas	0 %	53 %
510	Total [Percentages must add to 0 or 100.]	0 %	100 %

511 Revenues from resellers that do not contribute to Universal Service support mechanisms are included in Block 4-B, Line 420 but may be excluded from a filer's TRS, NANPA, LNP, and FCC interstate telephone service provider regulatory fee contribution bases. To have these amounts excluded, the filer has the option of identifying such revenues below. As stated in the instructions, you must have in your records the FCC Filer 499 ID for each customer whose revenues are included on Line 511. (See instructions.)

Revenues from resellers that do not contribute to Universal Service	(a)		(b)	
	Total Revenues		Interstate and International	
	\$	0	\$	0

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2007 FCC Form 499-A Telecommunications Reporting Worksheet (Reporting Calendar 2006 Revenues)

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Block 6: CERTIFICATION: To be signed by an officer of the filer

601 Filer 499 ID [from Line 101]	825978
602 Legal name of reporting entity [from Line 102]	airband communications, inc.

Section IV of the instructions provides information on which types of reporting entities are required to file for which purposes. Any entity claiming to be exempt from one or more contribution requirements should so certify below and attach an explanation. [The Universal Service Administrator will determine which entities meet the *de minimis* threshold based on information provided in Block 4, even if you fail to so certify, below.]

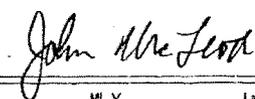
603 I certify that the reporting entity is exempt from contributing to: Universal Service TRS NANPA LNP Administration
I certify that the reporting entity is an interconnected VoIP filer because subject to FCC Form 499 filing requirements on or after August 1, 2006 and therefore is reporting revenues in Blocks 3, 4, and 5 for the fourth quarter of 2006 instead of for the entire calendar year.

Provide explanation below:

604 Please indicate whether the reporting entity is State or Local Government Entity I.R.C. § 501 Tax Exempt

605 I certify that the revenue data contained herein are privileged and confidential and that public disclosure of such information would likely cause substantial harm to the competitive position of the company. I request nondisclosure of the revenue information contained herein pursuant to Sections 0.459, 52.17, 54.711 and 64.604 of the Commission's Rules.

I certify that I am an officer of the above-named reporting entity as defined on page 28 of the instructions, that I have examined the foregoing report and, to the best of my knowledge, information and belief, all statements of fact contained in this Worksheet are true and that said Worksheet is an accurate statement of the affairs of the above-named company for the previous calendar year. In addition, I swear, under penalty of perjury, that all requested identification registration information has been provided and is accurate. If the above-named reporting entity is filing on a consolidated basis, I certify that this filing incorporates all of the revenues for the consolidated entities for the entire year and that the filer adhered to and continues to meet the conditions set forth in Section II-B of the instructions.

606 Signature			
607 Printed name of officer	First Name JOHN	MI Y	Last Name McKeogh MECLEOD
608 Position with reporting entity	VP of Finance/Secretary CHIEF OPERATING OFFICER		
609 Business telephone number of officer	(469) - 791-0045 0022 ext -		
610 Email of officer Required if available -- not for public release	jmcckeogh@airband.com JMCLEOD@AIRBAND.COM		
611 Date	03/29/2007		
612 Check those that apply:	<input checked="" type="checkbox"/> Original April 1 filing for year <input type="checkbox"/> New filer, registration only <input type="checkbox"/> Revised filing with updated registration <input type="checkbox"/> Revised filing with updated revenue data		

Do not mail checks with this form. Send this form to: Form 499 Data Collection Agent c/o USAC 2000 L Street, N.W. Suite 200 Washington DC, 20036
For additional information regarding this worksheet contact: Telecommunications Reporting Worksheet information: (888) 641-8722 or via email: Form499@universalservice.org

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FCC Form 499-A
April 2007

EXHIBIT 3

AMENDED

2007 FCC Form 499-A Telecommunications Reporting Worksheet - (Reporting Calendar 2006 Revenues)

Approval by OMB
3060-0855

>>> Please read instructions before completing. <<<

Annual Filing - due April 1, 2007

Block 1 Contributor Identification Information

During the year, filers must refile Blocks 1, 2 and 6 if there are any changes in Lines 104 or 112. See instructions.

101 Filer 499 ID (If you don't know your number, contact the administrator at (888) 641-8722. If you are a new filer, write "new" in this block and a Filer 499 ID will be assigned to you.)

825978

102 Legal name of reporting entity

AIRBAND COMMUNICATIONS, INC.

103 IRS employer identification number

[Enter 9 digit number] 86-8984072

104 Name telecommunications provider is doing business as

AIRBAND COMMUNICATIONS

105 Telecommunications activities of filer (Select up to 5 boxes that best describe the reporting entity. Enter numbers starting with "1" to show the order of importance - see directions.)

- CAP/LEC Cellular/PCS/SMR (wireless telephony incl. by resale) Coaxial Cable Incumbent LEC
- Interconnected VoIP Interexchange Carrier (IXC) Local Reseller Operator Service Provider (OSP) Paging & Messaging
- Payphone Service Provider Prepaid Card Private Service Provider Satellite Service Provider
- Shared-Tenant Service Provider / Building LEC SMR (dispatch) Toll Reseller Wireless Data
- If Other Local, Other Mobile or Other Toll is checked, describe carrier type / services provided: Other Local Other Mobile Other Toll

106.1 Holding company name (All affiliated companies must show the same name on this line.)

AIRBAND COMMUNICATIONS HOLDINGS, INC.

106.2 Holding company IRS employer identification number

[Enter 9 digit number] 86-0984072

107 FCC Registration Number (FRN) [https://svartifoss2.fcc.gov/cores/CoresHome.html]
(For assistance, contact the CORES help desk at 877-480-3201 or CORES@fcc.gov)

[Enter 10 digit number] 0860-9840-72

108 Management company (if filer is managed by another entity)

109 Complete mailing address of reporting entity corporate headquarters

Note: this address will be used for the ITSP FCC regulatory fee billings unless the appropriate box is checked on Line 208.

Street 1 14800 LANDMARK BLVD, SUITE 500
Street 2
Street 3
City DALLAS State TX Zip (postal code) 75254 Country if not USA

110 Complete business address for customer inquiries and complaints

check if same address as Line 109

Street 1
Street 2
Street 3
City State Zip (postal code) Country if not USA

111 Telephone number for customer complaints and inquiries (Toll-free number if available)

(866) - 247-2263 ext -

112 List all trade names used in the past 3 years in providing telecommunications. Include all names by which you are known by customers.

a	AIRBAND COMMUNICATIONS	g
b	ACCELACOM	h
c	GO-COMM	i
d	YOLONET TECHNOLOGIES, INC.	j
e	WIDECHANNEL COMMUNICATIONS, INC.	k
f		l

Use an additional sheet if necessary. Each reporting entity must provide all names used for telecommunications activities.

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January 2007

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AMENDED

2007 FCC Form 499-A Telecommunications Reporting Worksheet (Reporting Calendar 2006 Revenues)

Block 2-A: Regulatory Contact Information

201 Filer 499 ID [from Line 101]	825978
202 Legal name of reporting entity [from Line 102]	AIRBRAND COMMUNICATIONS, INC
203 Person who completed this Worksheet	First MULU MI Last DIRASSE
204 Telephone number of this person	() - ext -
205 Fax number of this person	() -
206 Email of this person Required if available -- not for public release	
207 Corporate office, attn. name, and mailing address to which future Telecommunications Reporting Worksheets should be sent	Office Attn First name MULU MI Last DIRASSE Email required if available, not for public release Phone (469) - 791 0053 ext. Fax (469) - 371 9071 Street1 Street2 Street3 City State Zip (postal code) Country if not USA
208 Billing address and billing contact person: [Plan administrators will send bills for contributions to this address. Please attach a written request for alternative billing arrangements.]	Company Attn First name MI Last Email required if available, not for public release Phone () - ext. Fax () - Street1 Street2 Street3 City State Zip (postal code) Country if not USA

Block 2-B: Agent for Service of Process

All carriers and providers of interconnected VoIP must complete Lines 209 through 213. During the year, carriers and providers of interconnected VoIP must refile Blocks 1, 2 and 6 if there are any changes in this section. See instructions.

209 D.C. Agent for Service of Process per 47 U.S.C. § 413	Company PAUL, HASTINGS, LLP Attn First name DAVID MI R Last SIDDALL
210 Telephone number of D.C. agent	(202) - 551-1802 ext -
211 Fax number of D.C. agent	(202) - 551-1202
212 Email of D.C. agent Required if available	
213 Complete business address of D.C. agent for hand service of documents	Street1 Street2 Street3 City State DC Zip
214 Local/alternate Agent for Service of Process (optional)	Company Attn First name MI Last
215 Telephone number of local/alternate agent	() - ext -
216 Fax number of local/alternate agent	() -
217 Email of local/alternate agent Required if available	
218 Complete business address of local/alternate agent for hand service of documents	Street1 Street2 Street3 City State Zip (postal code) Country if not USA

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AMENDED

AMENDED

2007 FCC Form 499-A Telecommunications Reporting Worksheet (Reporting Calendar 2006 Revenues)

Block 2 - FCC Registration and Contact Information Filers must refile Blocks 1, 2 and 6 if there are any changes in this section. See Instructions.

219 Filer 499 ID [from Line 101] - 825978
220 Legal name of reporting entity [from Line 102] AIRBAND COMMUNICATIONS, INC.
221 Chief Executive Officer (or, highest ranking company officer if the filing entity does not have a chief executive officer) First MARK MI F Last SPAGNOLO
222 Business address of individual named on Line 221 check if same as Line 109 [X]
223 Second ranking company officer, such as Chairman (Must be someone other than the individual listed on Line 221) First JOHN MI Last MCLEOD.
224 Business address of individual named on Line 223 check if same as Line 109 [X]
225 Third ranking company officer, such as President or Secretary (Must be someone other than individuals listed on Lines 221 or 223)
226 Business address of individual named on Line 225 check if same as Line 109 [X]

227 Indicate jurisdictions in which the filing entity provides service. Include jurisdictions in which service was provided in the past 15 months and jurisdictions in which service is likely to be provided in the next 12 months.

- Alabama, Alaska, American Samoa, Arizona, Arkansas, California, Colorado, Connecticut, Delaware, District of Columbia, Florida, Georgia, Guam, Hawaii, Idaho, Illinois, Indiana, Iowa, Johnston Atoll, Kansas, Kentucky, Louisiana, Maine, Maryland, Massachusetts, Michigan, Midway Atoll, Minnesota, Mississippi, Missouri, Montana, Nebraska, Nevada, New Hampshire, New Jersey, New Mexico, New York, North Carolina, North Dakota, Northern Mariana Islands, Ohio, Oklahoma, Oregon, Pennsylvania, Puerto Rico, Rhode Island, South Carolina, South Dakota, Tennessee, Texas, Utah, U.S. Virgin Islands, Vermont, Virginia, Wake Island, Washington, West Virginia, Wisconsin, Wyoming

228 Year and month filer first provided (or expects to provide) telecommunications in the U.S. [] Check if prior to 1/1/1999, otherwise Year Month

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2007 FCC Form 499-A Telecommunications Reporting Worksheet (Reporting Calendar 2006 Revenues)

Block 3: Carrier's Carrier Revenue Information					
301 Filer 499 ID [from Line 101]	825978				
302 Legal name of reporting entity [from Line 102]	AIRRAND COMMUNICATIONS, INC.				
Report billed revenues for January 1 through December 31, 2006. Do not report any negative numbers. Dollar amounts may be rounded to the nearest thousand dollars. However, report all amounts as whole dollars. See instructions regarding percent interstate & international.	Total Revenues (a)	If breakouts are not book amounts, enter whole percentage estimates		Breakouts	
		Interstate (b)	International (c)	Interstate Revenues (d)	International Revenues (e)
Revenues from Services Provided for Resale as Telecommunications by Other Contributors to Federal Universal Service Support Mechanisms					
Fixed local service					
Monthly service, local calling, connection charges, vertical features, and other local exchange service including subscriber line and PICC charges to IXCs					
303.1 Provided as unbundled network elements (UNEs)	0				
303.2 Provided under other arrangements	0				
Per-minute charges for originating or terminating calls					
304.1 Provided under state or federal access tariff	0				
304.2 Provided as unbundled network elements or other contract arrangement	0				
Local private line & special access service					
305.1 Provided to other contributors for resale as telecommunications	0				
305.2 Provided to other contributors for resale as interconnected VoIP [All such revenue for 2006 must be reported as end-user revenue]					
306 Payphone compensation from toll carriers	0				
307 Other local telecommunications service revenues	0				
308 Universal service support revenues received from Federal or state sources	0				
Mobile services (including wireless telephony, paging & messaging, and other mobile services)					
309 Monthly, activation, and message charges except toll	0				
Toll services					
310 Operator and toll calls with alternative billing arrangements (credit card, collect, international call-back, etc.)	0				
311 Ordinary long distance (direct-dialed MTS, customer toll-free (800/888 etc.) service, "10-10" calls, associated monthly account maintenance, PICC pass-through, and other switched services not reported above)	0				
312 Long distance private line services	0				
313 Satellite services	0				
314 All other long distance services	0				
315 Total revenues provided for resale [Lines 303 through 314]	0				

Note: As stated in the instructions, for all revenues reported on this page, you must retain the Filer 499 ID and contact information for the associated customers. You must verify that each of these customers was a direct contributor to the federal universal service support mechanism for calendar year 2006 and that the customer is purchasing service for resale as telecommunications. These records must be made available to the administrator or the FCC upon request. The FCC website contains information on federal universal service contributors. (See instructions.)

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Block A: End-User and Non-Telecommunications Revenue Information					
401 Filer 499 ID [from Line 101]					
402 Legal name of reporting entity [from Line 102]					
Report billed revenues for January 1 through December 31, 2006. Do not report any negative numbers. Dollar amounts may be rounded to the nearest thousand dollars. However, report all amounts as whole dollars. See instructions regarding percent interstate & international.	Total Revenues (a)	If breakouts are not book amounts, enter whole percentage estimates		Breakouts	
		Interstate (b)	International (c)	Interstate Revenues (d)	International Revenues (e)
Revenues from All Other Sources (end-user telecom. & non-telecom.)					
403 Surcharges or other amounts on bills identified as recovering State or Federal universal service contributions	8,439	.0346%	0.0	3	0
<i>Fixed local services</i>					
Monthly service, local calling, connection charges, vertical features, and other local exchange service charges except for federally tariffed subscriber line charges and PICC charges					
<i>traditional circuit switched</i>					
404.1 Provided at a flat rate including interstate toll service -- local portion	0				
404.2 Provided at a flat rate including interstate toll service -- toll portion	0				
404.3 Provided without interstate toll included (see instructions)	0				
<i>interconnected VoIP</i>					
404.4 Offered in conjunction with a broadband connection	126,999	.0346%	0.0	44	0
404.5 Offered independent of a broadband connection	776	.0346%	0.0	1	0
405 Tariffed subscriber line charges and PICC charges levied by a local exchange carrier on a no-PIC customer	0				
406 Local private line & special access service [Through August 13, 2006, includes the transmission portion of wireline broadband Internet access. After August 13, 2006, includes the transmission portion of wireline broadband internet access provided on a common carrier basis.]	964,914	.0346%	0.0	334	
407 Payphone coin revenues (local and long distance)	0				
408 Other local telecommunications service revenues	0				
<i>Mobile services (including wireless telephony, paging & messaging, and other mobile services)</i>					
409 Monthly and activation charges	0				
410 Message charges including roaming and air-time charges for toll calls, but excluding separately stated toll charges	0				

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Block 4A, Continued

	Total Revenues (a)	If breakouts are not book amounts, enter whole percentage estimates		Breakouts	
		Interstate	International	Interstate Revenues (d)	International Revenues (e)
Toll services					
411 Prepaid calling card (including card sales to customers and non-carrier distributors) reported at face value of cards	0				
412 International calls that both originate and terminate in foreign points	0	0%	100%		
413 Operator and toll calls with alternative billing arrangements (credit card, collect, international call-back, etc.) other than revenues reported on Line 412	0				
Ordinary long distance (direct-dialed MTS, customer toll-free (800/888 etc.) service, "10-10" calls, associated monthly account maintenance, PICC pass-through, and other switched services not reported above)					
414.1 All, other than interconnected VoIP, including, but not limited to, itemized toll on wireline and wireless bills	0				
414.2 All interconnected VoIP long distance, including: but not limited to, itemized toll	0				
415 Long distance private line services	0				
416 Satellite services	0				
417 All other long distance services	0				
Revenues other than U.S. telecommunications revenues, including information services, inside wiring maintenance, billing and collection customer premises equipment, published directory, dark fiber, Internet access, cable TV program transmission, foreign carrier operations, and non-telecommunications revenues (See Instructions.)					
418.1 bundled with circuit switched local exchange service	0				
418.2 bundled with interconnected VoIP local exchange service	0				
418.3 other	3,200,609				

Block 4B, Total Revenue and Uncollectible Revenue Information

419 Gross billed revenues from all sources (incl. reseller & non-telecom.) [Lines 303 through 314 plus Lines 403 through 418]	4,301,731			4,982	
420 Gross universal service contribution base amounts [Lines 403 through 411 Lines 413 through 417] See Figure 4 in instructions.	1,101,128			382	
421 Uncollectible revenue/bad debt expense associated with gross billed revenues amounts shown on Line 419 [See Instructions Page 26]	30,000			10	
422 Uncollectible revenue/bad debt expense associated with universal service contribution base amounts shown on Line 420	0			0	
423 Net universal service contribution base revenues [Line 420 minus line 422]	1,101,128			382	

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Block 5: Additional Revenue Breakouts

501 Filer 499 ID [from Line 101] 825 978
 502 Legal name of reporting entity [from Line 102] AIRBAND COMMUNICATIONS, INC.

Filers that report revenues in Block 3 and Block 4 must provide the percentages requested in Lines 503 through 510. See page 27 of instructions for limited exceptions.

Percentage of revenues reported in Block 3 and Block 4 billed in each region of the country. Round or estimate to nearest whole percentage. Enter 0 if no service was provided in the region.

		Block 3 Carrier's Carrier (a)	Block 4 End-User Telecom. (b)
503 Southeast:	Alabama, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, - Puerto Rico, South Carolina, Tennessee, and U.S. Virgin Islands	0 %	3 %
504 Western:	Alaska, Arizona, Colorado, Idaho, Iowa, Minnesota, Montana, Nebraska, New Mexico, North Dakota, Oregon, South Dakota, Utah, Washington, and Wyoming	0 %	26 %
505 West Coast:	California, Hawaii, Nevada, American Samoa, Guam, Johnston Atoll, Midway Atoll, Northern Mariana Islands, and Wake Island.	0 %	7 %
506 Mid-Atlantic:	Delaware, District of Columbia, Maryland, New Jersey, Pennsylvania, Virginia, and West Virginia	0 %	11 %
507 Mid-West:	Illinois, Indiana, Michigan, Ohio, and Wisconsin	0 %	0 %
508 Northeast:	Connecticut, Maine, Massachusetts, New Hampshire, New York, Rhode Island, and Vermont	0 %	0 %
509 Southwest:	Arkansas, Kansas, Missouri, Oklahoma, and Texas	0 %	53 %
510 Total	[Percentages must add to 0 or 100.]	0 %	100 %

511 Revenues from resellers that do not contribute to Universal Service support mechanisms are included in Block 4-B, Line 420 but may be excluded from a filer's TRS, NANPA, LNP, and FCC interstate telephone service provider regulatory fee contribution bases. To have these amounts excluded, the filer has the option of identifying such revenues below. As stated in the instructions, you must have in your records the FCC Filer 499 ID for each customer whose revenues are included on Line 511. (See Instructions.)

	(a)	(b)
	Total Revenues	Interstate and International
Revenues from resellers that do not contribute to Universal Service	\$	\$

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Block 6: CERTIFICATION: to be signed by an officer of the filer

601 Filer 499 ID [from Line 101]

825 978

602 Legal name of reporting entity [from Line 102]

AIRBAND COMMUNICATIONS, INC.

Section IV of the instructions provides information on which types of reporting entities are required to file for which purposes. Any entity claiming to be exempt from one or more contribution requirements should so certify below and attach an explanation. [The Universal Service Administrator will determine which entities meet the de minimis threshold based on information provided in Block 4, even if you fail to so certify, below.]

603 I certify that the reporting entity is exempt from contributing to: Universal Service [] TRS [] NANPA [] LNP Administration []

I certify that the reporting entity is an interconnected VoIP filer became subject to FCC Form 499 filing requirements on or after August 1, 2006 and therefore is reporting revenues in Blocks 3, 4, and 5 for the fourth quarter of 2006 instead of for the entire calendar year. []

Provide explanation below:

Blank lines for providing explanation.

604 Please indicate whether the reporting entity is State or Local Government Entity [] I.R.C. § 501 Tax Exempt []

605 I certify that the revenue data contained herein are privileged and confidential and that public disclosure of such information would likely cause substantial harm to the competitive position of the company. I request nondisclosure of the revenue information contained herein pursuant to Sections 0.459, 52.17, 54.711 and 64.604 of the Commission's Rules. []

I certify that I am an officer of the above-named reporting entity as defined on page 28 of the instructions, that I have examined the foregoing report and, to the best of my knowledge, information and belief, all statements of fact contained in this Worksheet are true and that said Worksheet is an accurate statement of the affairs of the above-named company for the previous calendar year. In addition, I swear, under penalty of perjury, that all requested identification registration information has been provided and is accurate. If the above-named reporting entity is filing on a consolidated basis, I certify that this filing incorporates all of the revenues for the consolidated entities for the entire year and that the filer adhered to and continues to meet the conditions set forth in Section II-B of the instructions.

606 Signature

Handwritten signature: John McLeod

607 Printed name of officer

First JOHN Middle Last MCLEOD

608 Position with reporting entity

CHIEF OPERATING OFFICER

609 Business telephone number of officer

() - ext -

610 Email of officer || Required if available -- not for public release ||

611 Date

612 Check those that apply: [] Original April 1 filing for year [] New filer, registration only [] Revised filing with updated registration [X] Revised filing with updated revenue data

Do not mail checks with this form. Send this form to: Form 499 Data Collection Agent c/o USAC 2000 L Street, N.W. Suite 200 Washington DC, 20036 For additional information regarding this worksheet contact: Telecommunications Reporting Worksheet information: (888) 641-8722 or via email: Form499@universalservice.org

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