

**The George Mason University Instructional Foundation, Inc.
F Corporation
The Michael Kelley Revocable Trust d/b/a Shannondale Wireless
703-691-1119**

August 4, 2008

Ms. Marlene H. Dortch
Secretary
The Federal Communications Commission
Washington, D.C., 20554

VIA ECFS

In Re: Sprint Nextel-Clearwire Merger WT Docket No. 08-94; DA 08-1477
Reply Comments

I am writing on behalf of The George Mason University Instructional Foundation, Inc., licensee of EBS stations WHB 652, WLX 728, WLX 235, KA 88815 and KA 88816, its wholly owned for-profit subsidiary, F Corporation, licensee of BRS station WHT 659, and the Michael Kelley Revocable Trust, d/b/a Shannondale Wireless, licensee of BRS station WMY 489. Collectively we are submitting these Reply Comments to the FCC with regard to the creation of a New Clearwire by merging the 2.5 GHz assets of Sprint Nextel and Clearwire Corporation accompanied by the infusion of monetary support from Comcast, Intel, Time Warner, Google, Bright House Networks and Trilogy.

The FCC received forty-one comments in the first round ending on July 24, 2008. Of those, all but three were strongly in favor of the proposed creation of New Clearwire by the merging of 2.5 GHz assets of Sprint Nextel and Clearwire. Of those three not overwhelmingly in support: 1. The Rural Cellular Association asked the Commission to impose automatic roaming conditions on the merged company; 2. Vonage asked that the Commission condition the grant on enforcing the open network proposals put forth by Sprint and Clearwire in their initial request for FCC approval of their merger; 3. ATT

submitted comments that concluded “. . . ATT does not fundamentally oppose the underlying transactions . . .” [Comments, pg. 15] Instead, ATT seeks consistency in the application of the spectrum screen to the New Clearwire applications. “. . . Regulatory parity therefore requires an examination of the reformed company’s spectrum aggregation.” [Comments pg. 16].

ATT's bid for regulatory parity seems to overlook the 2.5 GHz band's physical characteristics. The 2.5 GHz band is not in the same league as the CMRS spectrum bands that ATT or the companies comprising it have used in the past or will be using in the future -- 700MHz, 800MHz and 1900 MHz. Services at 2.5 GHz will need 40% to 50% more cell sites and their attendant costly infrastructure to provide the same coverage as services in the 1.9 GHz band. But even more important than the physical differences

between 2.5 GHz and the CMRS bands in current or planned use is that 20 of the 33 available channels in the 2.5 GHz band are licensed to educational institutions who lease some of it to Sprint Nextel, some of it to Clearwire and who retain some of it for their own educational purposes. Across the county there are one way and two way educational operations that will continue after the band has been transitioned to the new band plan. There are high site high power operations in the mid band in many markets that will continue for the foreseeable future. There are re-capture provisions in some of the leases that Sprint and Clearwire have with their educational partners and there are term limits to these leases. Clearly it makes no logical sense to treat the 2.5 GHz band -- even after it has transitioned to the new band plan -- in the same way as the unencumbered CMRS bands.

Because of its propagation problems, because it has historically been devoted to educational uses, and because one licensee's channels were interleaved with the adjacent channel's licensee, the band has never been utilized to its maximum extent. The FCC's recent overhaul of the 2.5 GHz band plan and the rules was intended to make the band more user friendly and better able to serve the public good. All of the parties involved in the re-banding rulemaking -- the FCC, the various licensee companies, the ITFS Association, the Wireless Communication Association, the Catholic Television Network -- anticipated that a national roll out of two-way fixed and mobile broadband access would be one of the major beneficial services that this band would support.

But rolling out nationwide WiMAX broadband at 2.5 GHz is truly a "start from scratch" proposition. It will require the kind of immense investment in initial infrastructure that only a combination of companies and corporate investors can bring to the table. Because of the propagation characteristics of 2.5 GHz spectrum, it will be more of a gamble than anything in the cellular world up to now, and its success will depend in large part on good luck and good sense. The spectrum it will use is vast, to be sure, but the majority of it is leased by Sprint and Clearwire from educators with special requirements built in. In these important ways the 2.5 GHz spectrum differs materially from the kind of CMRS spectrum that has been subjected by the FCC in the

past to the spectrum screen that ATT feels should be applied here for the sake of consistency.

By calling for parity between other CMRS spectrum and the 2.5 GHz band, I fear ATT is lumping apples with oranges simply because they are both spherical in shape. But 2.5 GHz is as different from CMRS spectrum as oranges are from apples. To apply the same spectrum screen to 2.5 GHz as the FCC did in judging ATT's acquisition of Dobson's 1.9 GHz assets makes little sense indeed. We earnestly hope that the FCC will not delay the merger in order to go through a spectrum screen process that is wholly inappropriate in this case.

As we did in our original Comments, we urge in these Reply Comments that the FCC grant the merger as quickly as legally possible.

Respectfully Submitted,

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