



October 23, 2008

Via Electronic Filing

Marlene H. Dortch, Secretary
Federal Communications Commission
The Portals
445 12th Street, NW – Room TW-B204
Washington, DC 20554

Re: *Applications of Atlantis Holdings, LLC, et al.*, WC Docket No. 08-95,
Oglala Sioux Tribe's Request for Assistance In Obtaining Divested Wireless Spectrum
and Assets on the Pine Ridge Indian Reservation

Dear Ms. Dortch:

We submit this letter on behalf of the Oglala Sioux Tribe of the Pine Ridge Indian Reservation ("the Tribe"), one of the largest reservations in the country, located within the State of South Dakota. The Tribe respectfully requests the assistance of the federal government, including the Commission, in securing the spectrum and wireless assets on the Reservation to be divested by Verizon as part of its acquisition of Alltel.

Consistent with federal telecommunications policy and the sovereignty of the Oglala Sioux Tribe, the Tribe has developed a 5-point plan for the establishment of a telecommunications infrastructure on the Reservation that will enable business, economic, social and educational development. Under this plan, the Tribe will assume responsibility for the provision of telecommunications services on the Reservation by, among other things, obtaining the wireless spectrum and assets on the Reservation currently used by Alltel and to be divested by Verizon as part of its acquisition of Alltel. A copy of the Tribe's 5-Point Telecommunications Plan is attached to this letter at Attachment A.

The Tribe has a long history of working with this Commission on telecommunications matters. In 1999, the town of Oglala and the residents of the Pine Ridge Reservation were devastated by a massive tornado that not only resulted in the loss of lives, homes, and businesses, but also the loss of communications with the outside world. The primary CMRS provider serving the area, Western Wireless, responded by providing emergency cellular communications that previously did not exist on the Reservation. Following the tornado, the Tribe entered into an historic agreement with Western Wireless – called the Tate Woglaka Service Agreement – which provided for the development and deployment of a wireless communications system on

the Reservation. Under this agreement, the Tribe and Western Wireless entered into a joint venture arrangement to provide ubiquitous wireless coverage on the Reservation and affordable wireless telephone service at \$1 per month. This unique service offering on the Reservation would not have been possible but for the partnership between Western Wireless, the Tribe, and this Commission.

In 2000, based upon the unique partnership arrangement between Western Wireless and the Tribe, the Commission designated Western Wireless as an Eligible Telecommunications Carrier ("ETC") for purposes of receiving federal universal service support and reimbursement for providing discounted service to low-income residents. Under this unique partnership arrangement, the Tribe actively participated in the provisioning of service on the Reservation and shared in the revenue generated from providing services on the Reservation. That arrangement, however, was discontinued after Western Wireless was acquired by Alltel.

The Tribe has determined that it is in its best interest to exercise Tribal sovereignty and jurisdiction pursuant to the Tate Woglaka Service Agreement and the laws of the Tribe, and take ownership and control of telecommunications services and facilities on the Pine Ridge Reservation. The purpose of the Tate Woglaka Service Agreement and the Commission's designation of Western Wireless (now Alltel) as an ETC was to ensure that Tribal members receive the benefits of business development and government programs on the Reservation. As an ETC on the Pine Ridge Reservation, we estimate that Alltel receives more than \$400,000.00 per month in universal service support.¹ Over the last six years, it is estimated that Alltel has received more than \$28.8 million in universal service support. While some of this support has undoubtedly gone to constructing new antenna towers and providing service, there remain many unserved areas, dead spots, and service quality issues on the Reservation, and broadband service is not available. The Tribe therefore concludes that it is in the best interests of the Tribe to take control of the telecommunications spectrum, services and facilities on the Pine Ridge Reservation, and urges the Commission to similarly find that such an outcome is in the public interest.

Months ago, through its undersigned counsel, the Tribe initiated contacts with Verizon, to request that the Alltel spectrum and assets on the Pine Ridge Reservation – which Verizon is required to divest as part of its acquisition of Alltel – be sold to the Tribe at a nominal fee. A copy of a September 23 letter from the Tribe's counsel to Verizon's designated agent memorializing these communications is appended to this letter at Attachment B. To date, Verizon has not responded to the Tribe's requests.

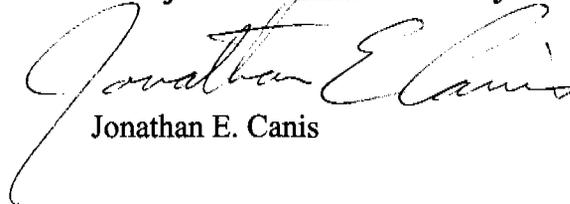
For all of these reasons, the Tribe has requested that Verizon divest the wireless spectrum and assets on the Pine Ridge Reservation to the Oglala Sioux Tribe, and has determined that such

¹ Per USAC filings, Alltel is projected to receive \$285,133.00 per month in high cost universal service support and it is estimated that Alltel receives approximately \$132,071.50 per month in low-income support for a total of \$417,204.50 per month in universal service support. In addition, it appears that Alltel is potentially eligible for an additional \$120,036.25 per month in universal service support.

action would best serve the interests of the Tribe. Given the Commission's federal trust responsibility, the Oglala Sioux Tribe requests that the Commission similarly find that divestiture of the spectrum and assets to the Tribe would serve the public interest, and seeks the assistance of the Commission in securing the wireless spectrum and assets on the Pine Ridge Reservation from Verizon.

Respectfully submitted,

WOMBLE CARLYLE SANDRIDGE & RICE
A Professional Limited Liability Company



Jonathan E. Canis

cc: Kevin J. Martin, Chairman
Michael J. Copps, Commissioner
Jonathan S. Adelstein, Commissioner
Robert M. McDowell, Commissioner
Deborah Taylor Tate, Commissioner
Shana Barehand, Esq., FCC Liaison to Tribal Governments
Mr. Todd Wagner, Morgan Stanley
Kathleen Grillo, Esq., Verizon

ATTACHMENT A

Pine Ridge Indian Reservation

Telecommunications Plan



Oglala Sioux Tribe

Office of Economic Development



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Pine Ridge Indian Reservation

Telecommunications Plan

To Further Business, Economic, Social, and Educational Development

August 15, 2008 – Pine Ridge, South Dakota. The Pine Ridge Indian Reservation is home to the Oglala Sioux Tribe (“OST”) and spans 1.7 million acres, making it one of the largest Indian reservations in the U.S. The Pine Ridge reservation includes all or part of Shannon, Jackson and Bennett counties in the southwest corner of South Dakota, just south of Badlands National Park and the Buffalo Gap National Grassland.

Although the reservation is located in one of the most remote areas of the United States, the land is one of the most treasured holdings of the tribe made up of hills, cliffs, buttes, mesas and the badlands. The reservation is a strange contradiction of breath-taking land and proud people, and also an impoverished nation facing significant obstacles.

Shannon County, which is wholly within the exterior boundaries of the reservation, is one of the poorest counties in the nation, with an average annual family income of \$3,700. Unemployment on the reservation is significantly higher than the national average. Life expectancy for tribal members is far below the national average with about half the people on the reservation over 40 years old having diabetes, many others having Tuberculosis, and an alcoholism rate that is one of the highest in the United States. While these statistics sound more like what you see in a third world nation, the sad fact

is that this nation is located right here in the United States.

The Pine Ridge Reservation has developed a 5-Point Telecommunications Plan for the establishment of a telecommunications infrastructure on the reservation that will enable business, economic, social and educational development.

Point 1: The Oglala Sioux Tribe will assume responsibility for the provision of telecommunications services on the reservation by, among other things, obtaining the wireless assets on the reservation currently used by Alltel and to be divested by Verizon as part of its acquisition of Alltel. The tribe will invest all revenue generated from providing service on the reservation into expanding service throughout the reservation, improving service quality and availability, and making new and advanced services available to residents.

Point 2: The Oglala Sioux Tribe will supplement the wireless services available on the reservation with advanced broadband services through the establishment of a new competitive local exchange carrier ("CLEC") utilizing state-of-the-art advanced fixed wireless technology on the reservation. The CLEC, Native American Telecom LLC, will initially provide broadband internet access to critical tribal government locations, schools, and other educational or medical locations, and then will expand service to other businesses and residents on the reservation.

Point 3: The Oglala Sioux Tribe will use its telecommunications infrastructure to attract new businesses to generate economic development, employment opportunities, and revenue. The tribe will take advantage of its telecommunications infrastructure to (i) develop private sector incentive programs, such as the Minority Business Enterprise Program, (ii) take advantage of its tribal sovereignty in engaging in business, and (iii) apply for status as a foreign trade zone.

Point 4: The Oglala Sioux Tribe will participate in the federal universal service program as an eligible service provider to (i) ensure access to basic and advanced services to all residents of the reservation, (ii) provide for affordable telephone service for low-income consumers, and (iii) make sure schools, libraries, and health care locations on the reservation have access to advanced broadband services.

Point 5: The Oglala Sioux Tribe will use its access to information and services to position the

tribe to take advantage of programs and services aimed at addressing the social needs of the reservation. Each year, the tribe will establish goals and objectives, and programs aimed at achieving these goals and objectives, to address social and economic development issues, such as poverty, medical needs, unemployment, dependencies, and education.

The Oglala Sioux Tribe's Economic and Business Development Office can be reached at 605-867-5771.

ATTACHMENT B

**Letter from Tribal Counsel
Memorializing Requests Made to Verizon**

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September 23, 2008

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Via email and overnight mail

Re: Spectrum and Related Assets for the Oglala Sioux Tribe

Dear Mr. Wagner:

This follows the letter from Mr. Joseph RedCloud to Ms. Kathleen Grillo of Verizon, which letter was forwarded to you and which we discussed on our telephone conversation of September 10. Per that conversation, I am providing specifics to identify the spectrum that the Oglala Sioux Tribe wishes to acquire for a nominal fee.

The requested spectrum assets include the cellular spectrum and microwave licenses covering the Pine Ridge Reservation. These could be either based upon: (1) Rural Service Areas (RSAs) 638 and 639, which subsume the Oglala Sioux Reservation; or (2) South Dakota counties Shannon, Jackson, and Bennett, which are located within RSAs 638 and 639, and which encompass the Reservation. As discussed in the aforementioned letter, the other requested assets include the cell sites, including antenna towers, electronics, and related equipment located at the Oglala, Porcupine, Potato Creek, Rocky Ford, Wanblee, Allen, and other locations within these RSAs or counties.

Thank you for your attention to this matter. I will follow up with a phone call to you early next week, and I look forward to our continued discussion of this matter.

Sincerely,

WOMBLE CARLYLE SANDRIDGE & RICE
A Professional Limited Liability Company

Jonathan E. Canis

cc: Mr. Joseph RedCloud