

January 13, 2012

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

RE: Notice of *Ex Parte* presentation in:      WB docket No. 12-4

Dear Ms. Dortch:

On January 11, 2012, Harold Feld, Legal Director, Public Knowledge (PK), spoke with Austin Schlick, FCC General Counsel, with regard to the above captioned matter.

PK stated that the Commission should require that Applicants submit the sales agreements and the joint venture agreement before considering the spectrum transfer application complete for filing. As an initial matter, the circumstances under which the agreements were announced give rise to the concern that they are related to the spectrum transfer. To adequately fulfill its statutory responsibility, the Commission cannot simply accept the characterization of the applicants as to the nature and content of the agreements. In both the mass media and wireless contexts, the Commission has long recognized that joint sales agreements, leasing agreements, or other forms of agreement may give rise to sufficient “influence and control” as to constitute an attributable interest. Furthermore, even if the applicants have accurately characterized the agreements, the agreements raise concern pursuant to Section 628, 629, 613(c), and 652.

In accordance with the FCC’s *ex parte* rules, this document is being electronically filed in the above-referenced dockets today.

Sincerely,

\_\_\_\_\_/s/  
Harold Feld  
Legal Director  
Public Knowledge

CC:   Austin Schlick