

PATTON BOGGS LLP

ORIGINAL

2550 M Street, NW
Washington, DC 20037-1350
202-457-6000

Facsimile 202-457-6315
www.pattonboggs.com

June 4, 2013

FILED/ACCEPTED

Monica S. Desai
Direct Tel: 202-457-7535
Direct Fax: 202-457-6315
mdesai@pattonboggs.com

JUN - 4 2013

VIA HAND DELIVERY

Federal Communications Commission
Office of the Secretary

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 Twelfth Street, S.W.
Washington, DC 20554

Re: WC DOCKET NOS. 10-90, 07-135, 05-337, 03-109, GN DOCKET NO. 09-51, CC DOCKET NOS. 01-92, 96-45, WT DOCKET NO. 10-208 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION Adak Eagle Enterprises, LLC and Windy City Cellular, LLC Submission of Further Supplemental Information

Dear Ms. Dortch:

On behalf of Adak Eagle Enterprises, LLC (“AEE”) and Windy City Cellular, LLC (“WCC”), pursuant to the procedures outlined in the Third Protective Order adopted in the above referenced proceedings, please find enclosed an original and one copy of AEE and WCC’s Public version of their Submission of Further Supplemental Information filed in the aforementioned dockets. The [[]] symbols denote Confidential Information. A Confidential version is also being filed separately with the Secretary’s Office. Furthermore, additional copies of the Confidential version are being delivered to the Wireline Competition Bureau.

Should you have any questions concerning the foregoing request, please contact the undersigned.

Sincerely,



Monica S. Desai
Patton Boggs, LLP
2550 M Street, NW
Washington, DC 20037
(202) 457-7535

Counsel for Adak Eagle Enterprises, LLC and
Windy City Cellular, LLC

No. of Copies rec'd 0+1
List ABCDE

PATTON BOGGS LLP

2550 M Street, NW
Washington, DC 20037
202-457-6000

Facsimile 202-457-6315
www.pattonboggs.com

FILED/ACCEPTED

JUN - 4 2013

Federal Communications Commission
Office of the Secretary

June 4, 2013

Monica Desai
Direct Tel: 202-457-7537
Direct Fax: 202-457-6315
mdesai@pattonboggs.com

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: **Submission of Further Supplemental Information**
WC Docket Nos. 10-90, 07-135, 05-337, 03-109, CC Docket Nos. 01-92, 96-45,
GN Docket No. 09-51, WT Docket No. 10-208
Petitions for Waiver – Adak Eagle Enterprises (filed May 22, 2012) and Windy
City Cellular (filed April 3, 2012)

Dear Ms. Dortch:

On May 31, 2013, Adak Eagle Enterprises, LLC (“AEE”) and Windy City Cellular, LLC (“WCC”) submitted a revised proposal to further reduce the companies’ operating expenses.¹ The companies explained that as a result of the proposed cuts – including dramatically reducing the number of employees, largely eliminating travel and training expenses, relocating WCC’s retail store, exploring a combined lease agreement for AEE’s administrative building, and voluntarily reducing and freezing executive salaries – WCC can sustain operations at 70% of prior 2011 funding levels, while Adak Telephone Utility (“ATU”) can sustain operations at 95% of 2011 levels.

To supplement their revised proposal, the companies are providing a previously submitted five-year financial forecast reflecting funding at 70% of 2011 levels for WCC and 100% of 2011 levels for ATU. This forecast is attached hereto as Attachment 1.² While ATU can now sustain operations with reduced funding at 95% of 2011 funding levels as a result of the companies’ additional cost reductions, preparation of an updated financial forecast would require a significant amount of time and resources. Indeed, to prepare the multiple detailed financial forecast scenarios submitted with their ex parte of April 12, the companies had to spend several weeks and significant consulting fees to internally run financial calculations based on revenue and expense assumptions, and then have consultants run the companies’ financial numbers through a detailed forecast model.

¹ See Letter from Monica Desai, Counsel, AEE and WCC, to Marlene H. Dortch, Secretary, FCC, Submission of Further Supplemental Information, WC Docket No. 10-90, *et al.*, dated May 31, 2013.

² The forecast was initially submitted with the companies’ ex parte of April 12, 2013. See Letter from Monica Desai, Counsel, AEE and WCC, to Marlene H. Dortch, Secretary, FCC, Notice of Ex Parte and Submission of Further Supplemental Information, WC Docket No. 10-90, *et al.*, Attachment 6, dated April 12, 2013.

Therefore, in the interest of providing information to staff as quickly as possible, the companies provide the attached forecast as a benchmark for staff to see the approximate financial projections while recognizing that ATU can now operate with reduced funding at 95% of 2011 funding levels as a result of the companies' revised proposal to further reduce costs.

Respectfully submitted,



Monica S. Desai
Patton Boggs, LLP
2550 M Street, NW
Washington, DC 20037
(202) 457-7535
*Counsel to Adak Eagle Enterprises, LLC
and Windy City Cellular, LLC*

cc:

Priscilla Delgado Argeris
Amy Bender
Chris Cook
Nicholas Degani
Rebekah Goodheart
Jane Jackson
Michael Jacobs
Travis Litman
Scott Mackoul
Susan McNeil
Ruth Milkman
Louis Peraertz
Courtney Reinhard
Gary Seigel
Joseph Sorresso
Michael Steffen
Julie Veach
Margaret Wiener

Financial Forecast

Attachment 1

ENTIRE ATTCHMENT REDACTED FOR PUBLIC INSPECTION