



1615 L Street, NW
Suite 1260
Washington, DC 20036
202 367 7600

May 17, 2001

**FILED VIA OET EXPERIMENTAL LICENSING
BRANCH ELECTRONIC FILING SITE**

Office of Engineering and Technology
Experimental Licensing Branch
445 12th Street, SW
Washington, DC 20554

Re: Winstar Wireless Inc.; Experimental Call Signs KS2XFT, WB2XIB, WC2XJS

**APPLICATION FOR CONSENT TO
PRO FORMA INVOLUNTARY ASSIGNMENT**

Dear Sir/Madam:

Pursuant to Section 5.79 of the rules of the Federal Communications Commission (“FCC” or “Commission”), this is to seek FCC consent of the *pro forma* involuntary assignment of three (3) Part 5 experimental licenses from Winstar Wireless, Inc. to Winstar Wireless, Inc. (debtor-in-possession). In addition, Winstar Communications, Inc. (debtor-in-possession) (“Winstar”) now is the real party in interest of Winstar Wireless, Inc. (debtor-in-possession).¹ As set forth below, the assignment of the three Part 5 licenses to Winstar Wireless, Inc. (debtor-in-possession) is in the public interest.

On April 18, 2001, Winstar Communications, Inc., along with certain of its subsidiaries, filed for protection under Chapter 11 of the U.S. Bankruptcy Code with the U.S. Bankruptcy Court for the District of Delaware.² The Commission historically has considered such a filing as a *pro forma*

¹ Winstar Communications, Inc. was the real party in interest of Winstar Wireless, Inc. As noted below, the assignment of assets to Winstar Communications, Inc. (debtor-in-possession) from Winstar Communications, Inc. is involuntary and *pro forma*.

² As evidence of Winstar’s Chapter 11 status, submitted with this letter is an Order of the U.S. Bankruptcy Court for the District of Delaware enforcing Sections 362 and 525 of the United States Bankruptcy Code with respect to Winstar Communications, Inc. and certain of its direct and indirect subsidiaries, the debtors and debtors in possession of these Chapter 11 cases.

involuntary assignment or transfer.³ Pursuant to Section 5.79 of the Commission's rules, Winstar is submitting an FCC Form 702 with this letter.

Winstar notes that pursuant to Section 5.79, it is suggested that Winstar should seek prior approval of the *pro forma* assignment of the three Part 5 licenses formerly held by Winstar Wireless, Inc. However, because this assignment is involuntary, Winstar believes that the FCC Form 702 is timely filed within 30 days after the event causing the involuntary assignment.⁴

Finally, Winstar wishes to highlight that it intends to utilize the Chapter 11 process to restructure its balance sheet, while continuing to provide telecommunications service to its U.S. business customers and maximizing the value of its extensive broadband network and comprehensive set of broadband services. Indeed, Winstar has arranged for debtor-in-possession financing with an initial commitment of \$75 million from a consortium of banks comprised of CIBC, Citicorp, Credit Suisse First Boston, The Bank of New York and The Chase Manhattan Bank. This commitment may be increased to as much as \$300 million upon the satisfaction of certain conditions.⁵

Should you have any questions regarding this correspondence, please contact Barry Ohlson or the undersigned at 202-367-7600.

Sincerely,

/s/

Joseph M. Sandri, Jr.
VP & Regulatory Counsel

Attachment

³ See, e.g., In re Station KJDJ(AM), San Luis Obispo, CA, 14 FCC Rcd. 9695 (June 24, 1999); In re Note and Security Agreement for C-Block Licensees, 11 FCC Rcd. 21572 (Dec. 17, 1996).

⁴ Cf. 47 CFR § 1.948(c)(2). "In the case of an involuntary assignment or transfer, FCC Form 603 must be filed no later than 30 days after the event causing the involuntary assignment or transfer."

⁵ See "Winstar Receives Court Approval for \$300 Million DIP Financing," <http://www.winstar.com/press/2001/Templ.asp?fileid=0514011> (rel. May 14, 2001).