

January 30, 2006

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

Federal Communications Commission
Office of Secretary

**Re: In the Matter of Telink Networks SW, LLC
Petition for Declaratory Ruling Under Section 310(b)(4) of the
Communications Act of 1934, as amended**

Dear Ms. Dortch:

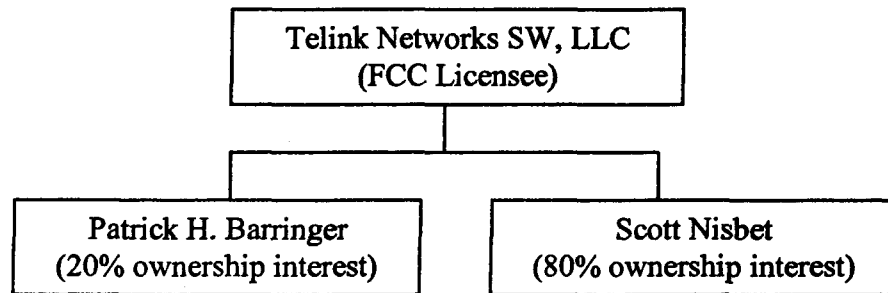
This letter is provided in response to a request from staff to supplement the information provided by Telink Networks SW, LLC ("Networks") in a Petition For Declaratory Ruling Under Section 310(B)(4) of the Communications Act of 1934, as amended, that was filed with the Commission on January 6, 2006 (the "Petition"). A copy of the Petition is attached hereto as Exhibit A.

Networks is a Nevada limited liability company with two members: Scott Nisbet, who has an 80% ownership interest, and Patrick H. Barringer, who has a 20% ownership interest. Networks is seeking FCC consent to the transfer of Mr. Nisbet's interest in Networks to Telink Holdings LLC ("Holdings"), a Nevada limited liability company controlled by Mr. Barringer, a Canadian citizen. Upon consummation of the transaction for which consent has been sought, Mr. Barringer will have an 80% indirect ownership interest in Networks. Due to Mr. Barringer's Canadian citizenship, the parties seek a declaratory ruling on indirect non-U.S. ownership under Section 310(b) of the Communications Act.

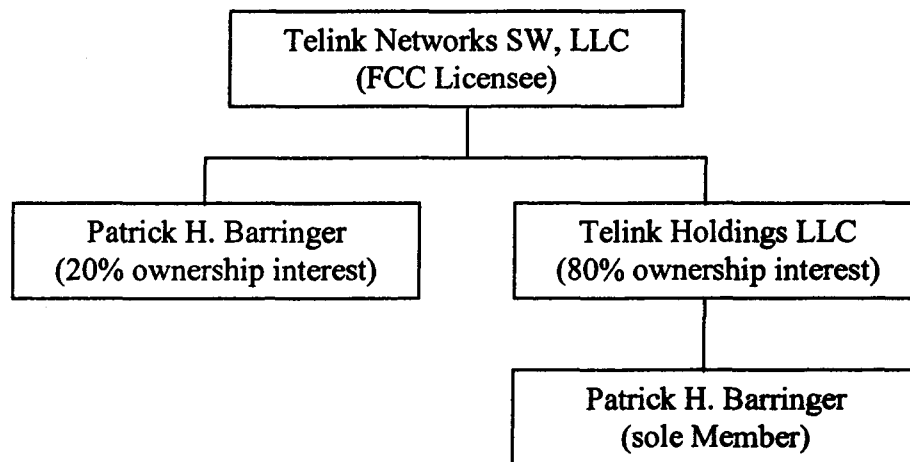
Pursuant to the staff's request, the following information is provided:

1. Scott Nisbet is a U.S. citizen.
2. Mr. Barringer is the sole and controlling member of Holdings.

3. The current ownership structure of Networks *prior* to the proposed transfer of control of Nisbet's interest to Holdings is as follows:

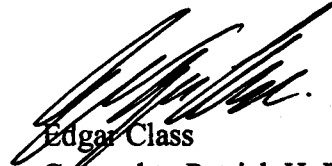


4. The ownership structure of Networks *after* consummation of the transfer of control of Nisbet's interest to Holdings will be as follows:



If you require additional information, please contact the undersigned.

Respectfully submitted,

A handwritten signature in black ink, appearing to read 'Edgar Class', written over the printed name.

Edgar Class
Counsel to Patrick H. Barringer

Attachment

cc: Cathy Seidel
D'Wana Terry
Joel Taubenblatt
Cara Grayer
Susan O'Connell

Exhibit A

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of:

TELINK NETWORKS SW, LLC

Petition for Declaratory Ruling Under
Section 310(b)(4) of the Communications
Act of 1934, as amended

To: Chief, Wireless Telecommunications Bureau

**PETITION FOR DECLARATORY RULING
UNDER SECTION 310(b)(4) OF THE
COMMUNICATIONS ACT OF 1934, AS AMENDED**

Pursuant to Section 1.2 of the Commission's rules, 47 C.F.R. § 1.2, Telink Networks SW, LLC ("Networks") hereby respectfully requests a declaratory ruling that the proposed indirect foreign ownership interest in Networks by Patrick H. Barringer through Telink Holdings LLC ("Holdings") is consistent with the public interest standard established by Section 310(b)(4) of the Communications Act of 1934, as amended ("the Act"), 47 U.S.C. § 310(b)(4).

BACKGROUND

Networks is a Nevada limited liability company with two members: Scott Nisbet, who has an 80% ownership interest, and Patrick H. Barringer, who has a 20% ownership interest. Networks is now seeking FCC consent to the transfer of Mr. Nisbet's interest in Networks to Holdings, a Nevada limited liability company controlled by Mr. Barringer, a Canadian citizen. Upon consummation of the transaction for which consent has been sought, Mr. Barringer will

have an 80% indirect ownership interest in Networks. Due to Mr. Barringer's Canadian citizenship, the parties seek a declaratory ruling on indirect non-U.S. ownership under Section 310(b) of the Communications Act.

DISCUSSION

Section 310(b)(4) of the Communications Act allows up to 100 percent indirect foreign ownership of U.S. common carrier radio licensees, including ownership by foreign corporations, unless the Commission finds that such ownership is not in the public interest.¹ In the *Foreign Participation Order*, the Commission adopted a strong presumption that indirect foreign ownership of common carrier wireless licensees by entities whose home markets are in World Trade Organization ("WTO") Member countries serves the public interest.² In addition to competition-related issues, the Commission's analysis under the public interest standard includes consideration of potential threats to national security, law enforcement, foreign policy, and trade policy. The Commission has noted that it "expect[s] that such concerns will be raised only in very rare circumstances."³

Because Mr. Barringer is a citizen of Canada, a WTO Member country for purposes of the Section 310(b)(4) analysis, the Commission should apply the presumption in favor of entry to Mr. Barringer's 80% indirect ownership of Networks. Indeed, since Canada is a country that enjoys close and friendly relations with the United States, it is highly unlikely that Mr. Barringer's 80% indirect ownership of Networks will raise any Executive Branch concerns.

¹ 47 U.S.C. § 310(b)(4).

² *Rules and Policies on Foreign Participation in the U.S. Telecommunications Market; Market Entry and Regulation of Foreign-Affiliated Entities*, IB Docket Nos. 97-142 and 95-22, FCC 97-398, Report and Order and Order on Reconsideration, 12 FCC Rcd 23891, 23940 (1997) ("Foreign Participation Order"); *modified by Order on Reconsideration*, 15 FCC Rcd 18158 (2000).

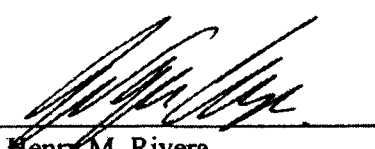
³ *Foreign Participation Order*, 12 FCC Rcd at 23941 ¶ 113.

CONCLUSION

For the reasons stated herein, Networks respectfully requests that, in the event the Commission consents to the transfer of Mr. Nisbet's interest in Networks to Holdings, the Commission also issue a declaratory ruling confirming that Mr. Barringer's 80% indirect indirect ownership interest in Networks is in the public interest.

Respectfully submitted,

TELINK NETWORKS SW, LLC

By: 

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(202) 639-6774

Its Attorneys

Dated: January 6, 2006

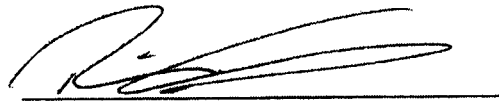
CERTIFICATE OF SERVICE

I, Richard Hudspeth, paralegal at Vinson & Elkins, LLP, do hereby certify that on this 6th day of January, 2006, the foregoing **"Petition for Declaratory Ruling Under Section 310(B)(4) of the Communications Act of 1934, As Amended"** was filed with the Secretary of the Federal Communications Commission and serviced via electronic mail upon the following persons:

Cathy W. Seidel
Acting Bureau Chief
Wireless Telecommunications Bureau
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

D'wana R. Terry
Associate Bureau Chief / Chief of Staff
Wireless Telecommunications Bureau
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Joel Taubenblatt
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Wireless Telecommunications Bureau
Federal Communications Commission
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Richard Hudspeth