

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matters of)	
)	
Leap Wireless International, Inc. and Nedelco, Inc.	)	File No.0000078055
for Assignment of PCS Licenses for	)	Public Notice Report No. 455
Stations WPOK584, WPOK593)	
)	
Zuma PCS, LLC and Affiliates of Leap Wireless	)	File Nos. 0000083794, 0000083799, and
International, Inc. for Assignment of PCS Licenses	)	0000083814
for Stations WPOJ838, WPOJ839, WPOJ841	)	Public Notice Report No. 466
)	
Radiofone PCS, LLC and Cricket Licensee	)	File Nos. 0000083827
(Denver) Inc. for Assignment of PCS License for	)	Public Notice Report No. 466
Station KNLG213)	
)	
Leap Wireless International, Inc. and CM PCS	)	File No. 0000119257
LLC for Assignment of PCS License for Station	)	Public Notice Report No. 528
KNLG684)	
)	
Chandu Patel d/b/a Center Point PCS and Cricket	)	File No. 0000119262
Licensee (Reauction), Inc. for Assignment of PCS	)	Public Notice Report No. 528
License for Station WPOJ805)	
)	
Lakeland PCS LLC and Cricket Licensee	)	File No. 0000191738
(Lakeland) Inc. for Assignment of PCS License for	)	Public Notice Report No. 597
Station KNLG741)	

ORDER ON RECONSIDERATION

Adopted: October 30, 2000

Released: October 30, 2000

By the Chief, Policy and Rules Branch, Commercial Wireless Division, Wireless Telecommunications Bureau:

1. We reconsider on our own motion, pursuant to Section 1.108 of the Commission's rules,¹ our October 13, 2000 decision granting consent to the assignment of six C block and three F block PCS licenses either to or from Leap Wireless International, Inc. ("Leap") or a Leap affiliate ("*October 13th Order*").² Specifically, we: (1) rescind the grant of the application to assign station KNLG741 from

¹ 47 C.F.R. § 1.108.

² *In the Matters of Leap Wireless International, Inc. and Nedelco, Inc., et al.*, DA 00-2311 (CWD/PRB, rel. Oct. 13, 2000), also available at 2000 WL 1514838 (F.C.C.) (CWD/PRB 2000).

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Lakeland PCS LLC (“Lakeland”) to Leap’s affiliate Cricket Licensee (Lakeland) Inc. (“Cricket Lakeland”) (File No. 0000191738); (2) further condition the grants of the applications to assign licenses from Radiofone PCS LLC (“Radiofone”) to Cricket Licensee (Denver) Inc. (“Cricket Denver”) (File No. 000083827) and from CM PCS LLC (“CM PCS”) to Leap Wireless International, Inc. (File No. 0000119257) on compliance with the Commission’s rules and policies regarding the assignment of installment payment obligations; and (3) further condition all of the grants, except for the rescinded Lakeland to Cricket Lakeland assignment, on compliance with the Commission’s rules and policies regarding the payment of unjust enrichment. This Order does not affect our dismissal of the Petitions to Deny filed by Carolina PCS I Limited Partnership against all of the applications addressed in the *October 13th Order*. The effective grant date of the applications, except the rescinded Lakeland to Cricket Lakeland assignment, remains October 13, 2000, as further conditioned herein.

2. We rescind the grant of the assignment of station KNLG741 from Lakeland to Cricket Lakeland and dismiss the application (File No. 0000191738) because the license sought to be transferred previously cancelled automatically.³

3. With respect to the assignment of installment payments obligations, we further condition the grant of the assignment of station KNLG213 from Radiofone to Cricket Denver (File No. 0000083827) and the grant of the assignment of station KNLG684 from CM PCS to Leap (File No. 0000119257) on compliance with the Commission’s requirements with respect to the assignment of the obligation to make installment payments. Therefore, we add the following condition to the grant of these two applications:

IT IS FURTHER ORDERED that, pursuant to section 4(i) of the Communications Act of 1934, as amended, 47 U.S.C. § 154(i), the approval of the assignment of the license to Leap or its affiliate is conditioned upon the execution by assignor, assignee, and the Commission of all Commission loan documents, unless the license being assigned has been paid in full. Unless the license that assignor will assign to the assignee has been paid in full, this approval is conditioned upon the assignor’s execution of the applicable financing statements (*i.e.*, the UCC-1 Forms) and payment, on or before the consummation date of the assignment, of all costs associated with the preparation and recordation of the financing statements. In addition, all installment payments must be current on the consummation date. To be current, the installment payment may not be in the non-delinquency period or grace period, and there must be no outstanding fees, including late fees, due to the Commission. No license will be issued to the assignee until the Commission receives notification pursuant to section 24.839(b)(4) of the Commission's rules, 47 C.F.R. § 24.839(b)(4), that all conditions that must be met at or before consummation have been satisfied, including execution of the appropriate financing documents. Failure of the parties to the assignment to comply with any of the financial obligations described above will result in automatic cancellation of the Commission's approval hereunder and in dismissal of the assignment application.

4. With respect to the payment of unjust enrichment, we further condition the grant of all of the applications addressed in the *October 13th Order*, except for the rescinded Lakeland to Cricket Lakeland assignment, on compliance with the Commission’s requirements with respect to the payment of unjust

³ 47 C.F.R. § 1.2110(g).

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enrichment.

5. Finally, we revise the caption and paragraph two of the *October 13th Order* to reflect that the three C Block PCS licenses that are the subject of File Nos. 0000083794, 0000083799, and 0000083814 are to be assigned from Zuma to Leap, the F Block PCS license that is the subject of File No. 0000119257 is to be assigned from CM PCS to Leap, and the F Block PCS license that is the subject of File No. 0000083827 is to be assigned from Radiofone to Cricket Denver.

6. ACCORDINGLY, IT IS ORDERED, pursuant to sections 4(i) and (j), 309, and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. §§ 154(I), (j), 309, 310(d), and Sections 0.331, 1.108, and 1.2110(g) of the Commission's rules, 47 C.F.R. §§ 0.331, 1.108, 1.2110(g), that the grant of the application to assign station KNLG741 from Lakeland to Cricket (File No. 0000191738) IS HEREBY RESCINDED and the application IS DISMISSED.

7. IT IS FURTHER ORDERED, pursuant to sections 4(i) and (j), 309, and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. §§ 154(i), (j), 309, 310(d), and Sections 0.331 and 1.108 of the Commission's rules, 47 C.F.R. §§ 0.331, 1.108, that the assignment application between Radiofone AND Cricket Denver (File No. 000083827) and the assignment application between CM PCS and Leap (File No. 0000119257) ARE FURTHER CONDITIONED with respect to the assignment of installment payment obligations as explained herein.

8. IT IS FURTHER ORDERED, pursuant to sections 4(i) and (j), 309, and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. §§ 154(i), (j), 309, 310(d), and Sections 0.331 and 1.108 of the Commission's rules, 47 C.F.R. §§ 0.331, 1.108, that grant of all of the applications addressed in the *October 13th Order*, except for the Lakeland to Cricket Lakeland assignment rescinded herein, ARE FURTHER CONDITIONED on compliance with the Commission's requirements with respect to the payment of unjust enrichment.

9. IT IS FURTHER ORDERED, pursuant to Section 1.108, 47 C.F.R. § 1.108, that *In the Matters of Leap Wireless International, Inc. and Nedelco, Inc., et al.*, DA 00-2311, IS VACATED to the extent indicated herein and AFFIRMED in all other respects.

FEDERAL COMMUNICATIONS COMMISSION

/s/

Paul D'Ari
Chief, Policy and Rules Branch
Commercial Wireless Division
Wireless Telecommunications Bureau