

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

In the Matter of)	
)	
AIRWAVE WIRELESS, L.L.C. and)	File Nos. 0001766623 and 0001766622
)	
GW WIRELESS, Inc.)	File No. 0001774393
)	
Requests for Waiver and Extension of the)	
Broadband PCS Construction Requirements)	

ORDER

Adopted: January 30, 2007

Released: January 30, 2007

By the Deputy Chief, Mobility Division, Wireless Telecommunications Bureau:

I. INTRODUCTION

1. In this Order, we address the requests filed by broadband Personal Communications Services (PCS) licensees Airwave Wireless, L.L.C. (Airwave) and GW Wireless, Inc. (GW), in which they seek a waiver or extension¹ of the construction requirements found in section 24.203 of the Commission's rules.² For the reasons outlined below, we grant Airwave a conditional waiver of its five-year construction requirement to allow the implementation of its proposed three-phase deployment plan regarding the C Block PCS license, call sign WPOJ826, located in the Huron, South Dakota Basic Trading Area ("BTA"),³ and for the C Block PCS license, call sign WPOJ827, located in the Mitchell, South Dakota BTA. Similarly, we grant GW a conditional waiver of its five-year construction requirement to allow the implementation of its proposed three-phase deployment plan for the E Block PCS license, call sign WPOJ757, located in the Mitchell, South Dakota BTA.

¹ See File Nos. 0001766623 and 0001766622, filed on June 9, 2004, and amended on June 18, 2004 (Airwave Request), and 0001774393, filed on June 9, 2004 (GW Request). Airwave amended its Request again on June 17, 2005 (Airwave Supplement), and GW amended its Request on June 23, 2005 (GW Supplement). At the request of Commission staff, the parties amended their requests again on July 29, 2005 (Joint Supplement), to provide additional information regarding their plans for construction.

² 47 C.F.R. § 24.203. In this Order, we consider the waiver requests collectively because the licensees propose jointly-operated PCS systems, share regulatory counsel, jointly filed the July 29, 2005, supplement, and have made nearly identical proposals to roll out a three-phase deployment plan to provide extensive coverage in their licensed markets.

³ We note that Rand McNally & Company owns the copyright to the BTA listings. See Rand McNally, 1992 Commercial Atlas and Marketing Guide at 36-39 (123d ed. 1992). There are 487 BTAs covering fifty states and the District of Columbia. For its spectrum auctions, the Commission added additional BTA-like areas for American Samoa; Guam; Northern Mariana Islands; San Juan, Puerto Rico; Mayaguez-Aguadilla-Ponce, Puerto Rico; and the U.S. Virgin Islands.

II. BACKGROUND

2. Airwave is a small business consortium consisting of seven South Dakota rural telephone companies, rural telephone cooperatives, and rural telco subsidiaries.⁴ GW is a wholly-owned subsidiary of Golden West Telecommunications Cooperative, Inc. (Golden West), a rural telephone cooperative.⁵ In Auction No. 22, Airwave won the 30 MHz C Block broadband PCS licenses in the Huron, South Dakota BTA and in the Mitchell, South Dakota BTA. In the same auction, GW won the 10 MHz E Block broadband PCS license in the Mitchell, South Dakota BTA. The three licenses were granted on June 30, 1999, establishing June 30, 2004, as the five-year construction deadline.⁶ Under section 24.203 of the Commission's rules, new PCS licensees must meet certain construction benchmarks showing sufficient progress toward construction of their systems.⁷ Failure to make the required showing by the deadline results in the automatic termination of the licenses, unless the Commission grants a waiver of the construction rules or an extension of time to construct.⁸

3. On June 9, 2004, Airwave and GW filed interrelated requests for waiver or extension of the five-year broadband PCS construction requirements.⁹ In the requests, the parties ask the Commission to either: (i) waive the five-year construction requirement and require only a substantial service showing at license renewal, or (ii) extend the construction deadline for the stations by nine months.¹⁰ Later, they amended their waiver requests to propose a new build-out plan and timetable. According to Airwave and GW, the original plan was reevaluated after the Commission modified its rules to allow PCS licensees to meet their construction obligations by providing substantial service in their license areas.¹¹ Airwave and GW explain that because of this rule change, and after discussions with Commission staff, they decided to construct systems capable of providing wireless voice and data services (including limited internet access), based on the 1xRTT transmission standard.¹² The parties propose to complete construction of their systems in three phases and request that the Commission approve the revised build out schedule.¹³

⁴ The members of Airwave include: Hanson Communications, Inc; Interstate Satellite Services, Inc; Midstate Communications, Inc; Northern Valley Wireless, Inc; Santel Communications Cooperative, Inc; Valley Cable and Satellite Communications, Inc; and Venture Communications, Inc.

⁵ GW Waiver Request at 2.

⁶ See 47 C.F.R. § 24.203(a)-(b).

⁷ *Id.* For its 30 MHz broadband PCS licenses, Airwave was originally required to provide service to at least one-third of the population of its BTAs within five years of initial license grant. For its 10 MHz broadband PCS license, GW was required to provide service to at least one-quarter of the population of its BTA, or make a showing of substantial service, within five years of initial license grant. On September 27, 2004, the Commission extended the substantial service option to, *inter alia*, 30 MHz PCS licensees. See Facilitating the Provision of Spectrum-Based Services to Rural Areas and promoting Opportunities for Rural Telephone Companies to Provide Spectrum-Based Services, *Report and Order and Further Notice of Proposed Rule Making*, 19 FCC Rcd 19078, 19120-21 ¶ 75 (2004) (*Rural R&O and FNPRM*).

⁸ See 47 C.F.R. §§ 1.946(c), 24.203(a)-(b).

⁹ See Airwave Request; GW Request.

¹⁰ See Airwave Request at 22; GW Request at 19.

¹¹ See Airwave Supplement at 2; GW Supplement at 2. See also, *Rural R&O and FNPRM*, 19 FCC Rcd 19078 (2004).

¹² Airwave Supplement at 2; GW Supplement at 2. 1xRTT, also known as CDMA2000, is a radio transmission technology upgrade for CDMA carriers that doubles voice capacity and delivers peak data rates of 307 kbps in mobile environments and typical speeds of 40-70 kbps. See Implementation of Section 6002(b) of the Omnibus Budget Reconciliation Act of 1993; Annual Report and Analysis of Competitive Market Conditions With Respect to

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2. *Build-Out Plans.* For Phase I, Airwave proposes to construct 1xRTT facilities covering the populations of Huron and Mitchell, South Dakota, and GW proposes to construct 1xRTT facilities covering the population of Mitchell, South Dakota.¹⁴ Both systems will be capable of providing voice and data services, including limited internet access.¹⁵ In their supplemental filings, Airwave and GW state that the completion of Phase I should take 90 days,¹⁶ and they argue that the resulting coverage will satisfy the Commission's "newly adopted substantial service standard."¹⁷ For Phase II, the parties plan to construct 1xRTT facilities covering the next tier of larger towns within each of their BTAs.¹⁸ In this phase, coverage will be extended to include "substantial portions of Interstate 90, which traverses the entire state of South Dakota."¹⁹ Airwave and GW state that Phase II will be completed within one year of the end of Phase I.²⁰ Finally, for Phase III, Airwave proposes to "construct at least 1xRTT coverage to all or most of those rural telephone service areas within the Huron and Mitchell BTAs certificated by the South Dakota Public Service Commission to be served by telephone companies that participate in Airwave, and to many adjoining areas."²¹ Similarly, GW proposes 1xRTT coverage "to all or most of those rural telephone service areas within the Mitchell BTA certificated by the South Dakota Public Service Commission to be served by Vivian Telephone Company, and to many adjoining areas."²² Both Airwave and GW state that Phase III will be completed within three years of the end of the initial Phase I build-out.²³

3. On July 29, 2005, Airwave and GW provided additional details regarding the Phase III coverage over the rural telephone service areas certificated by the South Dakota Public Service Commission.²⁴ In particular, a map included in their Joint Supplement shows the areas served by the telephone cooperative members of Airwave and GW.²⁵ These areas extend throughout the Huron and Mitchell BTAs, where there are few towns or major roadways.²⁶ The map also shows the sparsely-populated communities that will receive service after construction is completed.²⁷ The parties contend that most of these communities lack reliable wireless services and that there is only analog cellular

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Commercial Mobile Services, *Ninth Report*, 19 FCC Rcd 20597, 20650, ¶ 129 (2004) (*Ninth CMRS Competition Report*).

¹³ See Airwave Supplement at 8, 11; GW Supplement at 8,11.

¹⁴ Airwave Supplement at 4; GW Supplement at 4.

¹⁵ Airwave Supplement at 2; GW Supplement at 2.

¹⁶ See Airwave Supplement at 4; GW Supplement at 4.

¹⁷ Airwave Supplement at 2; GW Supplement at 2.

¹⁸ Airwave Supplement at 5; GW Supplement at 5.

¹⁹ Airwave Supplement at 5; GW Supplement at 5.

²⁰ Airwave Supplement at 5; GW Supplement at 5.

²¹ Airwave Supplement at 5.

²² GW Supplement at 5. Vivian Telephone Company is a subsidiary of Golden West.

²³ Airwave Supplement at 5; GW Supplement at 5.

²⁴ See Joint Supplement at 2-4.

²⁵ *Id.* at Attachment A.

²⁶ See *id.* at 6.

²⁷ *Id.* at Attachment A. In this Order, Appendix A lists the specific areas of coverage as proposed in the deployment plans.

service, or where there is digital cellular coverage, it is plagued by “poor building penetration and coverage gaps as soon as you exit the community.”²⁸ They also point out that because of severe weather conditions, especially during the winter months when temperatures drop to well below freezing, reliable wireless communications are critical.²⁹ Airwave and GW plan to provide reliable 1xRTT signal coverage “and eventually add EV-DO to a majority of these sites.”³⁰ They also plan to cover rural areas between these communities, where there is “no reliable wireless service of any sort.”³¹

II. DISCUSSION

4. We find that a conditional waiver of the construction deadline in this case is warranted.³² In particular, we conclude that in light of unique circumstances, the public interest will be served by extending the construction deadline and allowing Airwave and GW time to construct the advanced systems described in their three-phased deployment plans. We therefore partially grant the requests for waiver by extending the construction deadline for the subject licenses until June 30, 2009. As explained in greater detail below, the relief granted in this Order is conditioned on the timely completion of each phase of the build-out proposals as detailed in Appendix A.

5. As an initial matter, we agree with Airwave and GW that the Huron and Mitchell BTAs are unique because of their especially rural character.³³ For example, in the Huron BTA the average population density is 6.19 persons per square mile, and in the Mitchell BTA it is 6.09 persons per square mile.³⁴ This is substantially less than the Commission’s definition of rural areas, which is “100 persons

²⁸ Joint Supplement at 4.

²⁹ See Airwave Supplement at 7; GW Supplement at 7. The parties note that temperatures in South Dakota can drop to minus fifty-eight degrees Fahrenheit.

³⁰ Joint Supplement at 4. One of the next steps in the CDMA migration beyond 1xRTT is CDMA2000 1X EV-DO (evolution-data only, “EV-DO”). CDMA2000 1XEV-DO puts voice and data on separate channels to achieve a data rate of 2.4 Mbps. See, e.g., *Ninth CMRS Competition Report*, 19 FCC Rcd at 20650 ¶¶ 128-129.

³¹ Joint Supplement at 5.

³² Under section 1.925 of the Commission’s rules, a waiver may be granted if the petitioner establishes either that: (1) the underlying purpose of the rule would not be served or would be frustrated by application to the instant case, and that grant of the waiver would be in the public interest; or (2) where the petitioner establishes unique or unusual factual circumstances, application of the rule would be inequitable, unduly burdensome, or contrary to the public interest, or the applicant has no reasonable alternative. 47 C.F.R. § 1.925. See Amendment of the Commission’s Rules to Establish New Personal Communications Services, GEN Docket No. 90-314, *Memorandum Opinion and Order*, 9 FCC Rcd 4957, 5019 (1994) (Commission would consider waiving the PCS construction requirements on a case-by-case basis where circumstances are unique and public interest served), citing *WAIT Radio v. FCC*, 418 F.2d 1153 (D.C. Cir. 1969). Alternatively, pursuant to section 1.3, the Commission has authority to waive its rules if there is “good cause” to do so. 47 C.F.R. § 1.3. See *Northeast Cellular Telephone Co. v. FCC*, 897 F.2d 1164 (D.C. Cir. 1990). In addition, pursuant to sections 1.946(e) and 24.843(b) of the Commission’s rules, an extension of time to complete construction may be granted if the licensee shows that the failure to complete construction is due to causes beyond its control. 47 C.F.R. §§ 1.946(e), 24.843(b). Section 1.946(e) lists specific circumstances that would not warrant an extension of time to complete construction. 47 C.F.R. § 1.946(e)(2)-(3).

³³ See Airwave Supplement at 10; see also GW Supplement at 9-10.

³⁴ Out of nine counties in the Huron BTA, only Beadle County and Hughes County have population densities greater than ten people per square mile, and both of these have relatively low total populations. Beadle County’s population density is 13.5 people per square mile and its total population is 17,023. Hughes County’s population density is 22.2 people per square mile and its total population is 16,481. U.S. Bureau of the Census, Census 2000. Similarly, out of fifteen counties in the Mitchell BTA, only Davison County has a population density of more than ten people per square mile. Davison County’s population density is 43 people per square mile and its total population is 18,741. *Id.*

per square mile or less.”³⁵ Also, of the 493 BTAs in the United States, only sixteen have population densities as low as the Huron and Mitchell BTAs, making these some of the most rural market areas in the country.³⁶

6. We also agree with Airwave and GW that these markets are unique because their populations are unusually dispersed. For example, out of the twenty BTAs in the United States with the lowest population densities, there are only six, including Huron and Mitchell, where the largest population center accounts for less than 25% percent of the population of the BTA.³⁷ This is significant because “high concentrations of subscribers make it easier for operators to provide adequate coverage with less infrastructure deployment.”³⁸ Airwave and GW reason that the absence of a large population center, combined with the low population densities throughout these rural markets, are unique circumstances supporting an extension of the construction requirements.³⁹

7. In addition, we find that the widespread provision of advanced, mobile voice and data PCS services (as described in the Airwave and GW proposals) will serve the public interest. According to Airwave and GW, available wireless options in many parts of the Huron and Mitchell market areas are limited and unreliable.⁴⁰ At the same time, there is a great need for wireless connectivity in these rural areas, where reliable communications can help save lives. This is particularly true because of severe weather conditions in South Dakota.⁴¹ Thus, coverage over all of Interstate 90 within the Mitchell BTA—as planned in Phase III—will benefit local residents, commuters, travelers, and public safety personnel that use the highway.⁴² Consumers will also benefit from the introduction of advanced PCS

³⁵ *Rural R&O and FNPRM*, 19 FCC Rcd at 19086-87, ¶ 11. In that Order, the Commission established a baseline definition of “rural area” as those counties (or equivalent) with a population density of 100 persons per square mile or less, based upon the most recently available Census data. *Id.* One of the reasons that the Commission adopted the 100 persons per square mile definition was to “promote service to consumers in rural areas,” which is exactly what we hope to achieve with today’s action. *Id.* at 19086, ¶ 10.

³⁶ They are: Aberdeen, South Dakota (BTA 1), Anchorage, Alaska (BTA 14), Billings, Montana (BTA 41), Butte, Montana (BTA 64), Casper, Wyoming (BTA 69), Dickinson, North Dakota (BTA 113), Fairbanks, Alaska (BTA 136), Great Falls, Montana (BTA 171), Juneau, Alaska (BTA 221), Klamath Falls, Oregon (BTA 231), McCook, Nebraska (BTA 270), North Platte, Nebraska (BTA 325), Riverton, Wyoming (BTA 375), Rock Springs, Wyoming (BTA 381), Scottsbluff, Nebraska (BTA 411), and Williston, North Dakota (BTA 476).

³⁷ In addition to Huron and Mitchell, the other four BTAs are Klamath Falls, Oregon (BTA 231), McCook, Nebraska (BTA 270), Riverton, Wyoming (BTA 375), and Scottsbluff, Nebraska (BTA 411). Airwave states that if it were to provide service to the largest population centers in its markets, coverage would extend to only 23.4% in the Huron BTA and to 16.4% of the population in the Mitchell BTA. Airwave Request at 4.

³⁸ Implementation of Section 6002(b) of the Omnibus Budget Reconciliation Act of 1993; Annual Report and Analysis of Competitive Market Conditions With Respect to Commercial Mobile Services, *Tenth Report and Order*, 20 FCC Rcd 15908, 15927 ¶ 49, n.87 (2005) (referring to Eugene C. Signorini, *Wireless Coverage in the United States: Leaving a Lot to Be Desired*, THE YANKEE GROUP REPORT, Vol. 1, No. 11, Aug. 2000, at 8). Therefore, to meet the 25% or 33% population coverage requirements under section 22.203 of the Commission’s rules, the licensees would need to build infrastructure covering two or more of the largest cities in each BTA.

³⁹ Airwave Request at 4; GW Request at 14.

⁴⁰ See, e.g., Joint Supplement at 4.

⁴¹ In Mitchell, S.D. for example, average low temperatures are near or below freezing seven months out of the year. In January, the average low is 4 degrees Fahrenheit and the record low was minus 50 degrees set in 1955. These temperatures do not include wind-chill, which would make it feel even colder. See <http://weather.msn.com/local.aspx?wealocations=wc:USSD0226> (last accessed on Oct. 18, 2006).

⁴² See Joint Supplement at 4-5.

services throughout these market areas.⁴³

8. We also find that the partial grant of the instant requests, conditioned on the timely completion of each phase of the three-phased build-out plans, promotes one of the Commission's primary policy objectives—the widespread provision of communications services⁴⁴—as well as the Commission's goal to develop wide-area PCS services in rural and other under-served areas.⁴⁵ It also promotes statutory objectives, namely “the development and rapid deployment of new technologies, products, and services for the benefit of the public, including those residing in rural areas.”⁴⁶ For example, Airwave and GW will provide advanced wireless services throughout the Huron and Mitchell BTAs, which as explained above, are some of the most rural market areas in the United States. Indeed, in Phase III, coverage will include many communities that have populations of less than 200 people. They will also provide service to several “extremely rural areas” that lie between these sparsely populated communities.⁴⁷ Further, this action comports with the Commission's goal to promote the deployment of wireless telecommunications services to tribal lands that have little or no access to such services.⁴⁸ Airwave will provide 1xRTT service in Phase III to the Crow Creek Indian Reservation in the Fort Thompson area, where there is “only spotty coverage from towers located outside the reservation.”⁴⁹ It will also serve the Lower Brule Indian Reservation, which also lacks reliable wireless service.⁵⁰ Similarly, GW will provide service to the Lower Brule Indian Reservation and to portions of the Rosebud Indian Reservation.⁵¹ Thus, an extension of the construction deadline and full implementation of the build-out proposals will promote several Commission and statutory goals by making advanced wireless services available to extremely rural areas—some of which have limited or no access to reliable wireless communications—including tribal lands and communities with less than 200 residents. In light of these public interest benefits as well as the uniquely rural nature of the Huron and Mitchell market areas, we find that an extension of the construction deadline in this case is warranted.

9. For the reasons stated above, we partially grant the captioned requests for waiver and extend the five-year construction deadline for the licenses until June 30, 2009, at which time Airwave and GW must show that they are in compliance with the construction requirements in section 24.203.⁵²

⁴³ See Airwave Supplement at 6; GW Supplement at 7. Airwave and GW state that they will “provide a 1xRTT solution with reliable signal coverage, and eventually add EV-DO to a majority of the sites.” Airwave Supplement at 6; GW Supplement at 7.

⁴⁴ See *Rural R&O and FNPRM*, 19 FCC Rcd at 19145 ¶ 130. See also *Facilitating the Provision of Spectrum-Based Services to Rural Areas and Promoting Opportunities for Rural Telephone Companies to Provide Spectrum-Based Services*, *Notice of Proposed Rule Making*, 18 FCC Rcd 20802, 20807-08 ¶ 8 (2003) (“it is an especially important Commission goal to facilitate access to service broadly, not just in urban markets but also in rural areas, to enable Americans who travel, reside or conduct business throughout the country to communicate effectively for the benefit of the general public interest.” *Id.*).

⁴⁵ See *Amendment of the Commission's Rules to Establish New Personal Communications Services*, *Memorandum Opinion and Order*, 9 FCC Rcd 4957, 5018-20 ¶¶ 154-158 (1994).

⁴⁶ 47 U.S.C. § 309(j)(3)(A); see 47 U.S.C. §§ 151, 157.

⁴⁷ Joint Supplement at 5; see Airwave Supplement at 5-7; GW Supplement at 5-6.

⁴⁸ See, e.g., *Extending Wireless Telecommunications Services to Tribal Lands*, *Report and Order and Further Notice of Proposed Rule Making*, 15 FCC Rcd 11794, 11799 ¶ 14 (2000).

⁴⁹ Airwave Supplement at 7.

⁵⁰ See *id.*

⁵¹ GW Supplement at 7.

⁵² While Airwave and GW contend that the completion of Phase I will constitute substantial service sufficient to meet the five-year benchmark under section 24.203 of the Commission's rules, we do not agree that completion of

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Because of the critical role that the three-phased build-out proposals have played in our decision today, we condition the relief granted in this Order on the timely completion of each phase of the plans in substantially the same manner as proposed by the parties and set forth in Appendix A.⁵³ As a result, we require Airwave and GW to report the completion of each phase of their plans no later than fifteen days after the end of each phase.⁵⁴ Failure by a licensee to meet the benchmarks or to timely file the construction notifications would invalidate the waivers granted today for that licensee. In that case, the license(s) will have automatically terminated as of the June 30, 2004 construction deadline.⁵⁵

10. Finally, as with other construction extension requests, we extend the restrictions on broadband PCS C-block licenses that are linked to the completion of the five-year construction requirement. Specifically, under section 24.839(a) of the Commission's rules, applications for assignment or transfer of control will not be granted unless certain conditions are met, including that the application may not be filed sooner than five years after the date of the initial license grant or following the licensee's notification to the Commission that its five-year construction requirement has been satisfied.⁵⁶ Moreover, section 1.2111 of the Commission's rules requires unjust enrichment payments when C-block licenses are transferred or assigned prior to five years from the date of initial license grant.⁵⁷ These restrictions were intended to coincide with the completion of the five-year construction requirement for broadband PCS licensees.⁵⁸ Therefore, because we extend the five-year construction deadline for Airwave's two C-block licenses, we likewise extend the prohibition of section 24.839 against the transfer of control or assignment of those licenses to non-eligible entities, and the unjust enrichment payment requirements of section 1.2111, for the period of the extension, or until Airwave has satisfied the five-year construction requirement for those licenses.

III. ORDERING CLAUSE

11. Accordingly, IT IS ORDERED, pursuant to section 4(i) of the Communications Act, as amended, 47 U.S.C. § 154(i), and sections 0.331 and 1.925 of the Commission's rules, 47 C.F.R. §§ 0.331, 1.925, that the request for waiver of the construction requirements for broadband PCS licenses filed by Airwave Wireless, L.L.C. on June 9, 2004, and amended on June 18, 2004, June 17, 2005, and amended again on July 29, 2005, IS HEREBY GRANTED to the extent described herein.

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Phase I is sufficient to meet the substantial service requirement. *See* Airwave Supplement at 4-5; *see also* GW Supplement at 4. To satisfy the Commission's substantial service standard, PCS licensees must provide service that is "sound, favorable, and substantially above a level of mediocre service which just might minimally warrant renewal." 47 C.F.R. § 24.203(d). Therefore we are allowing until June 2009 for these parties to progress towards full implementation of their deployment plans.

⁵³ Thus, for example, the parties have 90 days from the date of this order to complete Phase I. *See* Attachment A.

⁵⁴ The parties must each file a Notification of Construction for each phase of their respective plans.

⁵⁵ *See* 47 C.F.R. § 1.955(a)(2). We also note that Airwave and GW only seek a waiver or extension of the five-year construction deadline, and that this Order does not modify the ten-year construction requirements for the licenses. Therefore, at their respective ten-year benchmarks, the licensees must file appropriate renewal applications and construction notifications.

⁵⁶ 47 C.F.R. § 24.839(a).

⁵⁷ 47 C.F.R. § 1.2111.

⁵⁸ *See* Amendment of the Commission's Rules Regarding Installment Financing for Personal Communications Services (PCS) Licensees, WT Docket No. 97-82, *Sixth Report and Order and Order on Reconsideration*, 15 FCC Rcd 16266, 16290-91 (2000).

12. IT IS FURTHER ORDERED, pursuant to section 4(i) of the Communications Act, as amended, 47 U.S.C. § 154(i), and by section 0.331 of the Commission's rules, 47 C.F.R. § 0.331, that the requirements of sections 1.2111 and 24.839 of the Commission's rules, 47 C.F.R. §§ 1.2111, 24.839, be extended for the C-block licenses held by Airwave Wireless, L.L.C. as described herein.

13. IT IS FURTHER ORDERED, pursuant to section 4(i) of the Communications Act, as amended, 47 U.S.C. § 154(i), and sections 0.331 and 1.925 of the Commission's rules, 47 C.F.R. §§ 0.331, 1.925, that the request for waiver of the construction requirements for broadband PCS licenses filed by GW Wireless, Inc. on June 9, 2004, amended on June 23, 2005, and amended again on July 29, 2005, IS HEREBY GRANTED to the extent described herein.

FEDERAL COMMUNICATIONS COMMISSION

Thomas Derenge
Deputy Chief, Mobility Division
Wireless Telecommunications Bureau

Attachment A

**Airwave Wireless
BTA 301 -- Mitchell, South Dakota**
Phase I

- to be completed by April 30, 2007
- construction notification due by May 15, 2007

Community:	Population:
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Mitchell	13,798
Kimball	745

Phase II

- to be completed by April 30, 2008
- construction notification due by May 15, 2008

Community:	Population:
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Chamberlain	2,338
Begin coverage of I-90	N/A

(new 5-year construction deadline and license expiration: June 30, 2009)

Phase III

- to be completed by April 30, 2010
- construction notification due by May 15, 2010

Community:	Population:
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Alexandria	563
Armour	782
Ethan	330
Kimball	745
Mt. Vernon	477
Parkston	1,674
Plankinton	601
Platte	1,367
Pukwana	287
Tripp	711
White Lake	405
Woonsocket	720
Complete coverage over I-90	N/A

Areas between the Phase III counties:

Community:	Population:
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Academy	15
Aurora County	

between White Lake
and Plankington N/A
Hanson County
between Alexandria
and Mitchell N/A
Stickney 334
West River
along I-90 N/A
Complete coverage over I-90

**Airwave Wireless
BTA 199 --Huron, South Dakota**

Phase I

- to be completed by April 30, 2007
- construction notification due by May 15, 2007

Community:	Population:
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Huron	12,448

Phase II

- to be completed by April 30, 2008
- construction notification due by May 15, 2008

Community:	Population:
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Pierre	13,876
Miller	1,530

(new 5-year construction deadline and license expiration: June 30, 2009)

Phase III

- to be completed by April 30, 2010
- construction notification due by May 15, 2010

Community:	Population:
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Gann Valley	130
Highmore	851
Onida	740
Wessington	248

Areas between the Phase III counties:

Community:	Population:
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Blunt	370
South of Miller	N/A
North of Fort Thompson	N/A

GW Wireless
BTA 301 -- Mitchell, South Dakota

Phase I

- to be completed by April 30, 2007
- construction notification due by May 15, 2007

Community:	Population:
Mitchell	13,798

Phase II

- to be completed by April 30, 2008
- construction notification due by May 15, 2008

Community:	Population:
Kennebec	284
Murdo	679
Presho	654
Reliance	169
Vivian	143
begin coverage of I-90	N/A

(new 5-year construction deadline and license expiration: June 30, 2009)

Phase III

- to be completed by April 30, 2010
- construction notification due by May 15, 2010

Community:	Population:
Avon	576
Bonesteel	297
Burke	756
Carter	52
Colome	309
Dallas	142
Dixon	159
Draper	123
Fairfax	144
Freeman	1,293
Gregory	1,384
Hamill	40
Herrick	139
Ideal	208
Iona	107
Lower Brule	655
Mission	730
Mosher	27
New Witten	87
Okaton	64

Okreek	170
Olivet	74
Rosebud	1,538
Scotland	968
Springfield	834
White River	595
Winner	3,354
Wood	73
Complete coverage over I-90	N/A

Areas between the Phase III counties:

Community:	Population:
Academy	15
Aurora County between White Lake and Plankington	N/A
Hanson County between Alexandria and Mitchell	N/A
Stickney	334
West River along I-90	N/A