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June 29, 2004

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

**RE: WT Docket No. 03-103
Ex Parte Submission**

Dear Ms. Dortch:

AirCell, Inc. ("AirCell"), by its attorney, hereby submits the attached technical paper, "Evolution of the ATG Migration Concept (Part 2)" in the Commission's Air-Ground proceeding, referenced above. The paper provides a detailed technical analysis that supports the spectrum sharing concepts presented by AirCell in the *ex parte* presentation made to FCC staff on June 21, 2004. Specifically, the paper explains how a restructuring of the ATG band pursuant to AirCell's proposal would permit up to four air-ground service providers in the band.

Please contact the undersigned with any questions.

Respectfully submitted,

/s/ Michele C. Farquhar

Michele C. Farquhar
Counsel to AirCell, Inc.

Enclosure