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August 11, 1998

VIA OVERNIGHT DELIVERY

Blanca S. Bayo
Director, Division of Public Records and Reporting
Florida Public Service Commission
2540 Shumard Oak Blvd.
Tallahassee, FL 32399-0850

981023-TP

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DIVISION OF PUBLIC RECORDS AND REPORTING
AUG 12 PM 10:02
TALLAHASSEE, FLORIDA

Re: Notification of *Pro Forma* Reorganization of WinStar Wireless, Inc. and WinStar Wireless of Florida, Inc.

Dear Ms. Bayo:

WinStar Wireless, Inc. ("WWI") and WinStar Wireless of Florida, Inc. ("WW of Florida") (collectively the "Applicants"), by their undersigned attorneys and pursuant to the statutes, rules and regulations of the Florida Public Service Commission ("Commission"), hereby notify the Commission of a *pro forma* reorganization of WW of Florida, whereby WW of Florida will be merged with and into its affiliate WWI. As a result of the Reorganization, WW of Florida will cease to exist and WWI will assume WW of Florida's certifications and operations. Enclosed are labels to reflect the name change from WinStar Wireless of Florida, Inc. to WinStar Wireless, Inc. as a result of the *pro forma* reorganization. Also enclosed is a separate set of labels reflecting the new business address of WinStar Wireless, Inc. The Company's contact person, Robert G. Berger, Esq., remains the same.

The proposed Reorganization is strictly *pro forma* and will not adversely affect the provision of telecommunication services in Florida. All of WW of Florida's customers will be served by the same team of qualified consumer representatives and will be provided service pursuant to contracts and tariffs that offer all of the services offered by WW of Florida, at the same rates, terms and conditions as are currently available. Service will continue to be provided using the same network, billing systems and customer service operations as are used by WW of Florida.

The Reorganization will not change the ultimate ownership or control of WW of Florida's certificates or operations. The Reorganization will be made in a seamless fashion that will not adversely affect the provision of telecommunications services in Florida, but will, in fact, increase the financial strength of the entity which is providing service in Florida. The

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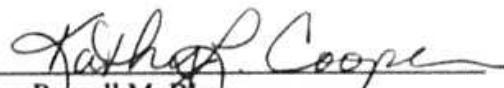
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Reorganization is simply a paper transaction that will be transparent to consumers and will not in any way inconvenience or cause harm to WW of Florida's customers.

Please date-stamp the enclosed extra copy of this letter and return it in the self-addressed, stamped envelope provided herein. Should you have any questions or comments regarding this filing, do not hesitate to contact the undersigned.

Respectfully submitted,

By: 
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Enclosures

cc: Tommy Williams (FL PSC)

WINSTAR WIRELESS, INC.

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