

KELLEY DRYE & WARREN LLP

A LIMITED LIABILITY PARTNERSHIP

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STAMFORD, CT

PARSIPPANY, NJ

BRUSSELS, BELGIUM

AFFILIATE OFFICES
MUMBAI, INDIA

May 30, 2006

VIA ELECTRONIC FILING
VIA UPS

Ms. Lois Meerdink
Competitive Provider Analyst
Oregon Public Utilities Commission
550 Capital Street N.E., Suite 215
Salem, OR 97301

Re: Informational Filing - Name Change of LMDS Holdings, Inc.

Dear Ms. Meerdink:

LMDS Holdings, Inc. ("Company"), a certified competitive telecommunications carrier in Oregon¹, by its attorneys, hereby notifies the Oregon Public Utilities Commission that its name has changed from "LMDS Holdings, Inc." to "Nextlink Wireless, Inc." It is the Company's understanding that no Commission approval is required to effectuate this name change. Company is submitting this letter for the Commission's information only and requests that it be retained in the appropriate file so that the Commission's records remain up to date and accurate. To the extent, however, that Commission approval is required for the name change, Company hereby requests that such approval be granted.

The Company does not have any customers in Oregon at this time, and therefore requests waiver of any customer notice requirements the Commission may have as inapplicable.

A copy of the Company's Amended Articles of Incorporation is attached as *Exhibit A*, and a copy of the Company's Amended Qualification to Do Business in Oregon is attached as *Exhibit B*.

¹ Company was certified to provide local exchange and interexchange services in Docket No. CP 1313, issued on March 12, 2006.

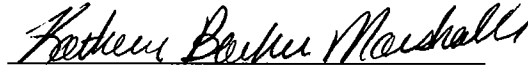
Ms. Lois Meerdink
May 30, 2006
Page Two

The changes described in this notice will have no impact on public interest considerations. The entity offering service to customers, Company, will not change, and there will be no change to the rates, terms and conditions of the service it provides. Management and operating personnel will not change and the contact person for both customers and the Commission remains the same. In addition, the Company does not have any customers in Oregon, so Oregon consumers will not be impacted by this change.

Enclosed please find one original and two (2) copies of this filing. Additionally, please date stamp the duplicate of this filing and return in the self-addressed, postage prepaid envelope provided. Thank you for your attention in this matter and please do not hesitate to contact Katherine Barker Marshall at (202) 342-8519 if you have any questions or concerns.

Respectfully submitted,

NEXTLINK WIRELESS, INC.



Brad E. Mutschelknaus

Katherine Barker Marshall

Annie G. Wartanian

KELLEY DRYE & WARREN LLP

3050 K Street NW, Suite 400

Washington, D.C. 20007

(202) 342-8400

Its Counsel

Attachments

Exhibit A

Delaware

PAGE 1

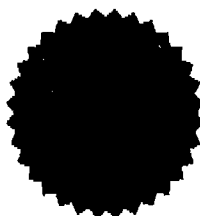
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "LMDS HOLDINGS, INC.", CHANGING ITS NAME FROM "LMDS HOLDINGS, INC." TO "NEXTLINK WIRELESS, INC.", FILED IN THIS OFFICE ON THE NINETEENTH DAY OF APRIL, A.D. 2006, AT 9:14 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4056099 8100

060361827



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4677047

DATE: 04-19-06

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

OF

LMDS HOLDINGS, INC.

It is hereby certified that:


1. The name of the corporation (hereinafter called the "Corporation") is LMDS Holdings, Inc.

2. The Certificate of Incorporation of the Corporation was filed on November 4, 2005. Thereafter on November 10, 2005 a Certificate of Merger was filed. The Certificate of Incorporation, as amended, is hereby amended to change the name of the Corporation to Nextlink Wireless, Inc. by striking out Article FIRST thereof and by substituting in lieu of said Article the following new Article:

"FIRST: The name of the corporation (hereinafter called the "Corporation") is
"NEXILINK WIRELESS, INC."

3. The amendment of the certificate of incorporation, as amended, herein certified has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

Signed this 18th day of April, 2006



Carl J. Grivner
President and Chief Executive Officer

TRA 2143060v.1

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:47 AM 04/19/2006
FILED 09:14 AM 04/19/2006
SRV 060361827 - 4056099 FILE

Exhibit B



Secretary of State
Corporation Division
255 Capitol Street NE, Suite 151
Salem, OR 97310-1327

Phone:(503)986-2200
Fax:(503)378-4381
www.filinginoregon.com

Registry Number: 333467-92
Type: FOREIGN BUSINESS CORPORATION

Next Renewal Date: 01/11/2007

NEXTLINK WIRELESS, INC.
11111 SUNSET HILLS RD
RESTON VA 20190

Acknowledgment Letter

The document you submitted was recorded as shown below. Please review and verify the information listed for accuracy.

If you have any questions regarding this acknowledgement, contact the Secretary of State, Corporation Division at (503)986-2200. Please refer to the registration number listed above. A copy of the filed documentation may be ordered for a fee of \$5.00. Submit your request to the address listed above or call (503)986-2317 with your Visa or MasterCard number.

Document

AMENDMENT TO AUTHORITY

Filed On
05/11/2006

Jurisdiction
DELAWARE

Name
NEXTLINK WIRELESS, INC.

Principal Place of Business
11111 SUNSET HILLS RD
RESTON VA 20190

Registered Agent
CORPORATION SERVICE COMPANY
285 LIBERTY ST NE
SALEM OR 97301

Mailing Address
11111 SUNSET HILLS RD
RESTON VA 20190

President
CARL J GRIVNER
11111 SUNSET HILLS RD
RESTON VA 20190

Secretary
BENJAMIN R PRESTON
11111 SUNSET HILLS RD
RESTON VA 20190



Phone: (503) 986-2200
Fax: (503) 378-4381

Application for Amendment/Withdrawal—Foreign Corporation

Secretary of State
Corporation Division
255 Capitol St. NE, Suite 151
Salem, OR 97310-1327
FilingInOregon.com

Check the appropriate box below:

- AMENDMENT TO APPLICATION FOR AUTHORITY
(Complete only 1, 2, 8, 9)
- WITHDRAWAL OF AUTHORITY TO TRANSACT
(Complete only 3, 4, 5, 6, 7, 8, 9)

FILED

MAY 11 2006

**OREGON
SECRETARY OF STATE**

REGISTRY NUMBER: 333467-92

In accordance with Oregon Revised Statute 192.410-192.490, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

For office use only

Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary.

AMENDMENT TO APPLICATION ONLY

1) NAME PRIOR TO AMENDMENT LMDS Holdings, Inc.

2) AMENDMENT (The amendment is as follows.)

The name of the corporation has been changed to: Nextlink Wireless, Inc.

WITHDRAWAL OF AUTHORITY TO TRANSACT BUSINESS ONLY

3) NAME _____

4) STATE OR COUNTRY OF INCORPORATION _____

5) THIS CORPORATION IS NOT TRANSACTING BUSINESS IN OREGON, AND SURRENDERS ITS AUTHORITY TO TRANSACT BUSINESS IN OREGON.

6) THIS CORPORATION REVOKES THE AUTHORITY OF ITS REGISTERED AGENT TO ACCEPT SERVICE ON ITS BEHALF AND APPOINTS THE SECRETARY OF STATE AS ITS AGENT FOR SERVICE OF PROCESS IN ANY PROCEEDING BASED ON A CAUSE OF ACTION ARISING DURING THE TIME IT WAS AUTHORIZED TO TRANSACT BUSINESS IN OREGON.

7) MAILING ADDRESS (The address to which the person initiating any proceeding may mail to this Corporation a copy of any process served on the Secretary of State. The Corporation will notify the Corporation Division, Business Registry of any change in this mailing address for a period of five years from the date of this withdrawal.)

8) EXECUTION
Signature

Printed Name

Simone Wu

Title

Vice President

9) CONTACT NAME (To resolve questions with this filing.)

S. Carroll c/o Kelley Drye

DAYTIME PHONE NUMBER (include area code.)

(202) 955-9600

FEES

Required Processing Fee	\$50
Confirmation Copy (Optional)	\$5

Processing Fees are nonrefundable.

Please make check payable to
"Corporation Division."

NOTE:

Fees may be paid with VISA or MasterCard. The card number and expiration date should be submitted on a separate sheet for your protection.