

SPRINT NEXTEL CORP
Form S-8 POS
January 04, 2006

Registration No. 333-127425

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 1
TO

FORM S-8
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

SPRINT NEXTEL CORPORATION
(Exact name of registrant as specified in its charter)

| | |
|-----------------------------------|---------------------|
| Kansas | 48-0457967 |
| (State or other jurisdiction | (I.R.S. Employer |
| of incorporation or organization) | Identification No.) |

2001 Edmund Halley Drive, Reston, Virginia 20191
(Address of Principal Executive Offices)

NEXTEL COMMUNICATIONS, INC. AMENDED AND RESTATED ASSOCIATE STOCK
PURCHASE PLAN

(Full title of the plan)

LEONARD J. KENNEDY, ESQ.
General Counsel
2001 Edmund Halley Drive
Reston, Virginia 20191
(Name and address of agent for service)

Telephone number, including area code, of agent for service:
(703) 433-4974

This Registration Statement as originally filed related to the offering of
650,000 shares of FON Common Stock, Series 1, issuable under the Nextel

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Communications, Inc. Amended and Restated Associate Stock Purchase Plan (the "Plan"). In connection with the merger of Nextel Communications, Inc. with and into a subsidiary of Sprint Corporation ("Sprint"), Sprint amended its articles of incorporation to change its name to Sprint Nextel Corporation and to redesignate its FON Common Stock, Series 1, as Common Stock, Series 1.

A total of 243,571 shares of common stock have been issued. No additional shares will be issued under the Plan. Accordingly, the purpose of this Post-Effective Amendment No. 1 to the Registration Statement is to deregister the remaining 406,429 shares of Common Stock, Series 1 covered by this Registration Statement.

PART II. INFORMATION REQUIRED IN THE REGISTRATION STATEMENT.

Item 8. Exhibits

Exhibit
Number Exhibits

24. Power of Attorney.

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SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Amendment to the Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Overland Park, State of Kansas, on the 4th day of January, 2006.

SPRINT NEXTEL CORPORATION

By: /s/ Michael T. Hyde
Michael T. Hyde, Assistant Secretary

Pursuant to the requirements of the Securities Act of 1933, this Amendment

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to the Registration Statement has been signed by the following persons in the capacities and on the date indicated.

| Name | Title | Date |
|----------------------|---|-----------------|
| G. D. Forsee* | President and Chief Executive Officer and Director (Principal Executive Officer) | January 4, 2006 |
| P.N. Saleh* | Chief Financial Officer (Principal Financial Officer) | |
| W.G. Arendt* | Senior Vice President and Controller (Principal Accounting Officer) | |
| Timothy M. Donahue* | Chairman of the Board | |
| Keith J. Bane* | Director | |
| Gordon M. Bethune* | Director | |
| William E. Conway* | Director | |
| Frank M. Drendel* | Director | |
| James H. Hance, Jr.* | Director | |
| V. Janet Hill* | Director | |
| I. O. Hockaday, Jr.* | Director | |
| William E. Kennard* | Director | |
| L. K. Lorimer* | Director | |
| Stephanie M. Shern* | Director | |

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William H. Swanson* Director

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/s/ Michael T. Hyde

* Signed by Michael T. Hyde, Attorney-in-Fact,
pursuant to Power of Attorney filed with this
Amendment to the Registration Statement No.
333-127425.

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EXHIBIT INDEX

Exhibit
Number

24. Power of Attorney.