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SPRINT NEXTEL CORP
Form S-3DPOS
September 29, 2006

Registration No. 33-58488

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Post-Effective Amendment No. 4 on
Form S-3
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

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

Kansas 48-0457967
(State of incorporation) (I.R.S. Employer Identification No.)

2001 Edmund Halley Drive, Reston, Virginia 20191, (703) 433-4000
(Address, including zip code, and telephone number, including area code,
of registrant's principal executive offices)

Leonard J. Kennedy, Esq.
General Counsel
Sprint Nextel Corporation
2001 Edmund Halley Drive
Reston, Virginia 20191
Telephone (703) 433-4000

(Name, address, including zip code, and telephone number,
including area code, of agent for service)

Approximate date of commencement of proposed sale to the public:

Not Applicable

If the only securities being registered on this Form are being offered pursuant to dividend or interest reinvestment plans, please check the following box. X

If any of the securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, other than securities offered only in connection with dividend or interest reinvestment plans, check the following box. _____

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, please check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. _____

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. _____

If this Form is a registration statement pursuant to General Instruction I.D. or a post-effective amendment thereto that shall become effective upon filing with the Commission pursuant to Rule 462(e) under the Securities Act, check the following box. _____

If this Form is a post-effective amendment to a registration statement

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filed pursuant to General Instruction I.D. filed to register additional securities or additional classes of securities pursuant to Rule 413(b) under the Securities Act, check the following box. _____

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This Registration Statement as originally filed related to the offering of 1,500,000 shares of Sprint Corporation ("Sprint") Common Stock issuable under the Automatic Dividend Reinvestment Plan. On November 23, 1998, following approval by Sprint's shareholders, Sprint's Articles of Incorporation were restated to reclassify each share of its Common Stock into one share of FON Common Stock and one-half share of PCS Common Stock. The shares of PCS Common Stock resulting from the reclassification were deregistered in 1998.

At the time of the two-for-one split of the FON Common Stock in the 1999 second quarter, there were 1,163,514 shares of FON Common Stock remaining under the Registration Statement. The two-for-one split of the FON Common Stock increased the number of shares of FON Common Stock under the registration statement to 2,327,028 shares.

In connection with the merger of Nextel Communications, Inc. with and into a subsidiary of Sprint in August 2005, Sprint amended its Articles of Incorporation to change its name to Sprint Nextel Corporation and to redesignate its FON Common Stock as common stock.

For the foreseeable future, Sprint Nextel will not avail itself of the option to issue original issue shares of common stock to the Plan. Accordingly, Sprint Nextel hereby deregisters the shares of its common stock registered under this Registration Statement which remain unsold.

PART II

INFORMATION NOT REQUIRED IN PROSPECTUS

Item 16. Exhibits.

Exhibit Number	Exhibit
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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 the requirements for filing on Form S-3 and has duly caused this Amendment No. 4 to

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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 29th day of September, 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 No. 4 to the Registration Statement has been signed by the following persons in the capacities and on the date indicated.

Name	Title	Date
GARY D. FORSEE*	Chief Executive Officer and Director (Principal Executive Officer))
)
)
PAUL SALEH*	Chief Financial Officer (Principal Financial Officer))
)
)
W.G. ARENDT*	Senior Vice President and Controller (Principal Accounting Officer))
)
)
TIMOTHY M. DONAHUE*	Chairman)
)
)
KEITH J. BANE*	Director)
)
)
GORDON BETHUNE*	Director)
)
)
FRANK M. DRENDEL*	Director)
)
)
JAMES H. HANCE, JR.*	Director)
)
)
V. JANET HILL*	Director)

September 29, 2006

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I. O. HOCKADAY, JR.*	Director)
)
)
WILLIAM E. KENNARD*	Director)
)
)
L. K. LORIMER*	Director)
)
)

September 29, 2006

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WILLIAM SWANSON* Director)

* By: /s/ Michael T. Hyde
Michael T. Hyde, as Attorney-in-Fact
pursuant to Power of Attorney filed
with this Amendment

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EXHIBIT INDEX

Exhibit Number	Exhibit
24	Power of Attorney