

Before the  
Federal Communications Commission  
Washington, D.C. 20554

ORIGINAL

In re Application of )  
)  
VISTA LICENSE HOLDINGS, L.L.C., ASSIGNOR )  
)  
AND )  
)  
VISTA (MIRROR 3) PCS LICENSE HOLDING, )  
L.L.C., ASSIGNEE )  
)  
Request for Declaratory Ruling Under Section )  
310(b)(4) of the Communications Act of 1934, )  
as amended )

File No. ISP-PDR-\_\_\_\_\_

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Policy Division  
International Bureau

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To: The International Bureau

Federal Communications Commission  
Bureau / Office

**REQUEST FOR DECLARATORY RULING**

Cellco Partnership d/b/a Verizon Wireless (“Verizon Wireless”) hereby submits this request for declaratory ruling, pursuant to Section 310(b)(4) of the Communications Act and the *Foreign Participation Order*, to be incorporated with its application in the above-captioned proceeding (“Application”).<sup>1</sup> Verizon Wireless requests the Commission to extend its current Section 310(b)(4) authority to hold interests in common carrier licenses and authorizations to encompass the licenses that are proposed to be assigned to Vista (Mirror 3) PCS License Holding, L.L.C. (“Mirror 3 Sub”), and to Mirror 3 Sub which, upon consummation of the proposed transactions, will be owned 100 percent by Verizon Wireless. The Commission previously approved Verizon Wireless’ foreign ownership structure pursuant to Section

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<sup>1</sup> See 47 U.S.C. § 310(b)(4); *Rules and Policies on Foreign Participation in the U.S. Telecommunications Market*, Report and Order and Order on Reconsideration, 12 FCC Rcd 23891, 24033 ¶ 323 (1997) (“*Foreign Participation Order*”); 47 C.F.R. § 63.12.

310(b)(4) of the Communications Act. No changes have occurred in Verizon Wireless' foreign ownership since that authorization was granted. Thus, the proposed transaction raises no new foreign ownership issues, and the Commission can and should extend the previous Section 310(b)(4) authorization to the licenses and Mirror 3 Sub.

**I. DESCRIPTION OF TRANSACTION AND PROPOSED FOREIGN OWNERSHIP**

Verizon Wireless is a Delaware general partnership that is indirectly owned by Verizon Communications, Inc. ("Verizon") and Vodafone Group Plc ("Vodafone"). Verizon, a Delaware corporation, owns 55 percent of Verizon Wireless; Vodafone, a public limited company organized under the laws of the United Kingdom, owns 45 percent. Contemporaneously herewith, Vista License Holdings, L.L.C. ("Vista License") is filing an application (the "Application") seeking Commission consent to assign, to Mirror 3 Sub, a wholly-owned subsidiary of Vista (Mirror 3) PCS, LLC ("Vista Mirror 3"), ten common carrier broadband personal communications service ("PCS") licenses.<sup>2</sup> The application also seeks Commission consent to the transfer of control over Mirror 3 Sub immediately following the proposed license assignments. Specifically, promptly after assignment of the licenses to Mirror 3 Sub, Verizon Wireless will acquire 100 percent ownership of Vista Mirror 3, and therefore 100 percent indirect ownership of Mirror 3 Sub.<sup>3</sup> As a result, the proposed transaction contemplates Vodafone, a foreign corporation, acquiring a 45 percent indirect ownership interest in Mirror 3

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<sup>2</sup> FCC File No. 0003735741.

<sup>3</sup> Vista Mirror 3 is 20 percent owned and solely controlled by Valley Communications, LLC ("Valley"), a Delaware limited liability company, and 80 percent owned by Verizon Wireless. Promptly following assignment of the PCS licenses to Mirror 3 Sub, Valley will sell its interest in Vista Mirror 3 to Verizon Wireless, and will no longer hold any equity or voting interest in Vista Mirror 3 or Mirror 3 Sub.

Sub, and in the common carrier licenses Mirror 3 Sub proposes to acquire from Vista License, as a consequence of its indirect ownership interest in Verizon Wireless.

## II. THE COMMISSION HAS PREVIOUSLY GRANTED SECTION 310(b)(4) AUTHORITY TO VERIZON WIRELESS

The Commission previously determined that, “[b]ecause the United Kingdom is a Member of the World Trade Organization (WTO), under the Commission’s Foreign Participation Order, we presume that the public interest would be served by authorizing, under Section 310(b)(4), common carrier radio licenses held by entities indirectly owned by Vodafone and citizens of the United Kingdom.”<sup>4</sup> Subsequently, the Commission authorized Vodafone to hold up to a 100 percent indirect foreign ownership interest in U.S. common carrier radio licensees.<sup>5</sup> Thereafter, the Commission granted the request to allow Verizon Wireless to “be indirectly owned by Vodafone in an amount up to 65.1 percent” and authorized the transfer and assignment of numerous common carrier licenses including cellular, PCS, WCS and microwave authorizations.<sup>6</sup> The Commission has since extended this authority to permit Verizon Wireless to acquire numerous additional common carrier licenses and authorizations.<sup>7</sup>

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<sup>4</sup> *Applications of AirTouch Communications, Inc., Transferor, and Vodafone Group, Plc, Transferee for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 14 FCC Rcd 9430, 9434 ¶ 9 (WTB 1999).

<sup>5</sup> *See id*; *International Authorizations Granted*, Public Notice, 15 FCC Rcd 116 (IB 1999).

<sup>6</sup> *Applications of Vodafone AirTouch Plc and Bell Atlantic Corp. for Consent to Transfer Control of Assignment of Licenses and Authorizations*, Memorandum Opinion and Order, 15 FCC Rcd 16507, 16514 ¶ 19 (WTB & IB 2000) (“*Vodafone-Bell Atlantic Order*”).

<sup>7</sup> *See, e.g., International Authorizations Granted*, Public Notice, 21 FCC Rcd 13575 (2006) (granting Verizon Wireless’ request to extend the existing foreign ownership ruling to AWS and other Wireless Communications Services licenses Verizon Wireless may acquire in the future); *Applications of Northcoast Communications, LLC and Celco Partnership d/b/a Verizon Wireless*, Memorandum Opinion and Order, 18 FCC Rcd 6490, 6492 ¶ 6 & n.15 (Comm’l Wireless Div. 2003) (finding that Vodafone’s interest “ha[d] been previously approved by the  
(continued on next page)

In light of the foregoing, Verizon Wireless submits that the Commission need not issue a declaratory ruling in connection with the transaction described herein, given the agency's prior Section 310(b)(4) rulings approving Verizon Wireless' current foreign ownership. Nonetheless, should the Commission determine that a new declaratory ruling is necessary, Verizon Wireless hereby requests such a ruling to extend its current Section 310(b)(4) authority to effectuate the transaction described herein.

### III. PUBLIC INTEREST STATEMENT

The public interest will be served if Vodafone's proposed, indirect ownership interest in Mirror 3 Sub is permitted. In the *Foreign Participation Order*, the Commission concluded that allowing additional foreign investment in common carrier wireless licensees beyond the 25 percent benchmark of Section 310(b)(4) will promote competition in the U.S. market, thereby serving the public interest.<sup>8</sup> The Commission, therefore, adopted a presumption in favor of allowing such investment if the investment is from entities organized under the laws of WTO Members.<sup>9</sup> As the Commission previously concluded, Vodafone's principal place of business is the United Kingdom, a WTO Member.<sup>10</sup>

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Commission under Section 310(b)(4)" and because "no changes have occurred in Verizon Wireless' foreign ownership since . . . these rulings[,] the applications raise no new foreign ownership issues"). The Commission also has extended this authority to the licenses held by Vista (Mirror 1) PCS License Holding, L.L.C. ("Mirror 1 Sub") and Vista (Mirror 2) PCS License Holding, L.L.C., and to their respective single-member entities which, following the receipt of FCC consent, became 100 percent owned by Verizon Wireless (*see* FCC File Nos. 0003286009, 0003461200, ISP-PDR-20080212-00003, and ISP-PDR-20080630-00014).

<sup>8</sup> *Foreign Participation Order*, 12 FCC Rcd at 23940, ¶ 111.

<sup>9</sup> *Id.* at 23913, ¶ 50 and at 23940, ¶¶ 111-12.

<sup>10</sup> *Vodafone-Bell Atlantic Order*, 15 FCC Rcd at 16514, ¶ 18.

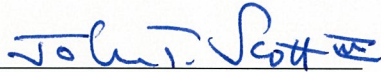
The Commission has already determined that the public interest would be served by allowing Vodafone to hold up to a 65.1% interest in the common carrier licenses held by Verizon Wireless.<sup>11</sup> Approval of Vodafone's indirect investment in Mirror 3 Sub is warranted for the same reasons applicable to the earlier foreign ownership grant noted above.

#### IV. CONCLUSION

For the reasons stated herein, and to the extent necessary, Verizon Wireless respectfully requests that the Commission extend its current Section 310(b)(4) authority to hold interest in common carrier licenses and authorizations to encompass the proposed transaction pursuant to the applicable streamlined processing rules.

**CELLCO PARTNERSHIP  
D/B/A VERIZON WIRELESS**

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<sup>11</sup> *Id.* at 16514, ¶ 18.