



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
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WASHINGTON, D.C. 20554

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DA 13-352
Released: March 5, 2013

AT&T INC. AND ATLANTIC TELE-NETWORK, INC. SEEK FCC CONSENT TO THE TRANSFER OF CONTROL AND ASSIGNMENT OF LICENSES, SPECTRUM LEASING AUTHORIZATIONS, AND AN INTERNATIONAL SECTION 214 AUTHORIZATION

WT DOCKET NO. 13-54

PLEADING CYCLE ESTABLISHED

Petitions To Deny Due: April 4, 2013
Oppositions Due: April 15, 2013
Replies Due: April 22, 2013

I. INTRODUCTION

AT&T Inc. (“AT&T”) and Atlantic Tele-Network, Inc. (“ATN” and together with AT&T, the “Applicants”) have filed applications pursuant to Sections 214 and 310(d) of the Communications Act of 1934, as amended,¹ seeking to transfer control of and assign cellular, Personal Communications Services, Lower 700 MHz Band B and C Block, and common carrier fixed point-to-point microwave licenses and spectrum leasing authorizations and an international Section 214 authorization from ATN’s wholly-owned subsidiary Allied Wireless Communications Corporation (“Allied”) to an indirect, wholly-owned subsidiary of AT&T. Allied currently provides wireless telecommunications services in 26 Cellular Market Areas (“CMAs”) under the “Alltel” brand.² The subject licenses encompass parts of eight states – Alabama, Georgia, Idaho, Illinois, North Carolina, Ohio, South Carolina, and Washington. In addition, approximately 620,000 subscribers in parts of six states would be transferred to AT&T as part of the proposed transaction.

According to the Applicants, the proposed transaction would benefit Allied’s customers, who currently receive 3G EV-DO services, by providing them with access to a greater range of products and services on AT&T’s nationwide 4G network. The Applicants also assert that the proposed transaction would enhance and supplement AT&T’s network by providing broader and deeper coverage, including in some areas where AT&T currently has limited coverage.

¹ 47 U.S.C. §§ 214, 310(d).

² Allied is proposing to transfer the assets used in its operations under the “Alltel” brand to AT&T. Allied would contribute the licenses, leases, authorizations, and related assets to a wholly-owned subsidiary of Allied called AWCC Acquisition Company, LLC (“AWCC Acquisition”). At closing, Allied would transfer its 100 percent interest in AWCC Acquisition to a wholly-owned, indirect subsidiary of AT&T. Allied also is proposing to transfer to AT&T two Lower 700 MHz Band B Block licenses that it holds that are not in the 26 Alltel CMAs.

Pursuant to the proposed transaction, AT&T would acquire 10 to 57 megahertz of spectrum in 162 counties in 30 CMAs across parts of Alabama, Georgia, Idaho, Illinois, North Carolina, Ohio, South Carolina, and Washington. Post-transaction, AT&T would hold a maximum of 155 megahertz of spectrum.

II. SECTION 310(d) APPLICATIONS

The following application for consent to the assignment of licenses from Allied Wireless Communications Corporation to AWCC Acquisition Company LLC has been assigned the following file number:

<u>File No.</u>	<u>Licensee/Assignor</u>	<u>Assignee</u>	<u>Lead Call Sign</u>
0005632405 ³	Allied Wireless Communications Corporation	AWCC Acquisition Company LLC	KNKA436

The following applications for consent to the transfer of control of licenses and leases from Allied Wireless Communications Corporation to AWCC Acquisition Company LLC have been assigned the following file numbers:

<u>File No.</u>	<u>Licensee/Lessee</u>	<u>Transferor</u>	<u>Transferee</u>	<u>Lead Call Sign/Lease</u>
0005631527	Ohio RSA 2 Limited Partnership, dba ALLTEL	Allied Wireless Communications Corporation	AT&T Inc.	KNKN993
0005631556	Ohio RSA #3 Limited Partnership d/b/a ALLTEL	Allied Wireless Communications Corporation	AT&T Inc.	KNKQ312
0005631562	GEORGIA RSA # 8 PARTNERSHIP d/b/a ALLTEL	Allied Wireless Communications Corporation	AT&T Inc.	KNKN899
0005631563	Ohio RSA 6 Limited Partnership d/b/a ALLTEL	Allied Wireless Communications Corporation	AT&T Inc.	KNKN955
0005631565	Ohio RSA 5 Limited Partnership d/b/a ALLTEL	Allied Wireless Communications Corporation	AT&T Inc.	KNKN942
0005631586	Georgia RSA #8 Partnership	Allied Wireless Communications Corporation	AT&T Inc.	L000010178

The following applications for consent to new spectrum leasing authorizations (in lieu of applications to assign spectrum leasing authorizations from Allied Wireless Communications Corporation to AWCC Acquisition Company LLC) have been assigned the following file numbers:

³ The Applicants have designated File No. 0005632405 as the lead application.

<u>File No.</u>	<u>Licensee</u>	<u>Lessee</u>	<u>Lead Call Sign</u>
0005632708	Ohio RSA 6 Limited Partnership d/b/a ALLTEL	AWCC Acquisition Company LLC	KNKN955
0005632710	Ohio RSA 5 Limited Partnership d/b/a ALLTEL	AWCC Acquisition Company LLC	KNKN942
0005632713	Ohio RSA #3 Limited Partnership d/b/a ALLTEL	AWCC Acquisition Company LLC	KNKQ312
0005632716	Ohio RSA 2 Limited Partnership, dba ALLTEL	AWCC Acquisition Company LLC	KNKN993

III. SECTION 214 APPLICATION

The following application for consent to the assignment of an international Section 214 authorization has been assigned the following file number:

<u>File No.</u>	<u>Authorization Holder</u>	<u>Assignee</u>	<u>Authorization Number</u>
ITC-ASG- 20130206-00051	Allied Wireless Communications Corporation	AWCC Acquisition Company LLC	ITC-214-20090616-00560

IV. EX PARTE STATUS OF THIS PROCEEDING

Pursuant to section 1.1200(a) of the Commission's rules,⁴ the Commission may adopt modified or more stringent *ex parte* procedures in particular proceedings if the public interest so requires. We announce that this proceeding will be governed by permit-but-disclose *ex parte* procedures that are applicable to non-restricted proceedings under section 1.1206 of the Commission's rules.⁵

Parties making oral *ex parte* presentations are directed to the Commission's *ex parte* rules. Parties are reminded that memoranda summarizing the presentation must contain the presentation's substance and not merely list the subjects discussed.⁶ More than a one- or two-sentence description of the views and arguments presented is generally required.⁷ Other rules pertaining to oral and written presentations are set forth in section 1.1206(b) as well.⁸

V. GENERAL INFORMATION

The transfer of control, assignment, and spectrum leasing applications have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or policies.

⁴ 47 C.F.R. § 1.1200(a).

⁵ 47 C.F.R. § 1.1206.

⁶ See 47 C.F.R. § 1.1206(b)(1).

⁷ See *id.*

⁸ 47 C.F.R. § 1.1206(b).

Interested parties must file petitions to deny no later than **April 4, 2013**. Persons and entities that file petitions to deny become parties to the proceeding. They may participate fully in the proceeding, including seeking access to any confidential information that may be filed under a protective order, seeking reconsideration of decisions, and filing appeals of a final decision to the courts. Oppositions to such pleadings must be filed no later than **April 15, 2013**. Replies to such pleadings must be filed no later than **April 22, 2013**. All filings concerning matters referenced in this Public Notice should refer to WT Docket No. 13-54 and reference the specific file numbers of the individual applications to which the filings pertain, if applicable.

To allow the Commission to consider fully all substantive issues regarding the applications in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. New issues may not be raised in responses or replies.⁹ A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it was not possible for it to have raised the issue previously. Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.

Under the Commission's current procedures for the submission of filings and other documents,¹⁰ submissions in this matter may be filed electronically through the Commission's Universal Licensing System ("ULS") or by hand delivery to the Commission.

- **If filed by ECFS,**¹¹ comments shall be sent as an electronic file via the Internet to <http://www.fcc.gov/e-file/ecfs.html>. In completing the transmittal screen, commenters should include their full name, U.S. Postal Service mailing address, and the applicable docket number. Parties may also submit an electronic comment by Internet e-mail.
- **If filed by paper,** the original and four copies of each filing must be filed by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail. All hand-delivered or messenger-delivered paper filings for the Commission's Secretary must be delivered to FCC Headquarters at 445 12th St., SW, Room TW-A325, Washington, D.C. 20554. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class, Express, and Priority mail should be addressed to 445 12th Street, S.W., Washington, D.C. 20554. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

One copy of each pleading must be delivered electronically, by e-mail or facsimile, or if delivered as paper copy, by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (according to the procedures set forth above for paper filings), to: (1) the Commission's duplicating contractor, Best Copy and Printing, Inc., at FCC@BCPIWEB.COM or (202) 488-5563 (facsimile); (2) Kathy Harris, Mobility Division, Wireless Telecommunications Bureau, at kathy.harris@fcc.gov or (202) 418-7447 (facsimile); (3) Linda Ray, Broadband Division, Wireless

⁹ See 47 C.F.R. § 1.45(c).

¹⁰ See FCC Announces Change in Filing Location for Paper Documents, *Public Notice*, 24 FCC Rcd 14312 (2009).

¹¹ See Electronic Filing of Documents in Rulemaking Proceedings, GC Docket No. 97-113, *Report and Order*, 13 FCC Rcd 11322 (1998).

Telecommunications Bureau, at linda.ray@fcc.gov or (202) 418-7247 (facsimile); (4) Kate Matraves, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, at catherine.matraves@fcc.gov or (202) 418-7447 (facsimile); (5) David Krech, Policy Division, International Bureau, at david.krech@fcc.gov or (202) 418-2824 (facsimile); and (6) Jim Bird, Office of General Counsel, at TransactionTeam@fcc.gov or (202) 418-1234 (facsimile). Any submission that is e-mailed to Best Copy and Printing, Kathy Harris, Linda Ray, Kate Matraves, David Krech, and Jim Bird should include in the subject line of the e-mail: (1) WT Docket No. 13-54; (2) the name of the submitting party; and (3) a brief description or title identifying the type of document being submitted (*e.g.*, WT Docket No. 13-54, [name of submitting party], Notice of *Ex Parte* Communication).

Copies of the applications and any subsequently-filed documents in this matter may be obtained from Best Copy and Printing, Inc. in person at 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, via telephone at (202) 488-5300, via facsimile at (202) 488-5563, or via email at FCC@BCPIWEB.COM. The applications and any associated documents are also available for public inspection and copying during normal reference room hours at the following Commission office: FCC Reference Information Center, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. In addition, the wireless applications are available electronically through ULS, which may be accessed on the Commission's Internet website, and the international application is available electronically through IBFS, which also may be accessed on the Commission's Internet website.

To request materials in accessible formats for people with disabilities (Braille, large print, electronic files, audio format), send an email to fcc504@fcc.gov or call the Consumer and Governmental Affairs Bureau at (202) 418-0530 (voice) or (202) 418-0432 (TTY). Contact the FCC to request reasonable accommodations for filing comments (accessible format documents, sign language interpreters, CART, etc.) by email: FCC504@fcc.gov; phone: (202) 418-0530 or TTY: (202) 418-0432.

For further information, contact Kathy Harris, Mobility Division, Wireless Telecommunications Bureau, at (202) 418-0609, or Kate Matraves, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, at (202) 391-6272.

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