

Request for Special Temporary Authority and Response to Section 63.18(d), (e)(3), and (g) of the
Commission's Rules

Request for Special Temporary Authority

W. Stephen Cannon, Management Trustee of the AT&T/Dobson merger trust markets (the "Trustee"), hereby requests Special Temporary Authority ("STA") under Section 214 of the Act to provide international services on a global resale basis.

As a condition to its recent approval of the merger of Dobson Communications Corporation ("Dobson") and AT&T Inc. ("AT&T"), the Commission required that Dobson and AT&T transfer day-to-day control over certain assets and spectrum holdings in four cellular market areas (the "Trust Markets") to the Management Trustee pending divestiture of those assets.¹ Three of the cellular markets were already subject to divestiture as a condition of the Department of Justice's approval of the proposed merger.² Dobson and AT&T entered into short-term, *de facto* transfer spectrum leasing arrangement with the Management Trustee for the cellular, PCS, and AWS spectrum in the four markets, and the Commission has approved those lease applications.³ The AT&T/Dobson transaction was consummated on November 16, 2007.

Pursuant to the Preservation of Assets Stipulation and Order ("Stipulation and Order") signed by AT&T, Dobson, and the United States and entered by the U.S. District Court for the District of Columbia, the court approved the appointment of W. Stephen Cannon as the Management Trustee of the Trust Markets. AT&T and the Trustee have entered into a Management Trustee Agreement, as required by the Stipulation and Order, the terms of which will govern the Lessee's management of the assets which ultimately will be divested by AT&T. The leasing arrangement enables the Trustee to exercise *de facto* control over the spectrum on which these assets operate while awaiting divestiture. The Commission has approved the Trustee as the Management Trustee, the terms of the Management Trustee Agreement, and the Trustee's spectrum lease applications.

In the course of reviewing the Trust Markets' regulatory compliance, the Trustee was advised by counsel that despite AT&T's *de jure* control over the Trust's assets and spectrum holdings, the Trustee may need his own international Section 214 authorization due to his actual operational control over the Trust Markets pursuant to the *de facto* transfer leases.⁴ Therefore, out of an abundance of

¹ See *Applications of AT&T Inc. and Dobson Communications Corporation for Consent to Transfer Control of Licenses and Authorizations*, WT Docket No. 07-153, Memorandum Opinion and Order, FCC 07-196 (rel. Nov. 19, 2007) ("Merger Order").

² See *United States, et al. v AT&T Inc. and Dobson Communications Corporation*, Civil Action No. 07-1952, Final Judgment (filed October 30, 2007)..

³ See ULS File Nos. 0003228650, 0003228645, (granted November 14, 2007), [fill in]

⁴ Dobson's International Section 214 authorization was transferred to AT&T and the Commission approved such transfer. See *Merger Order* at 47, ¶ 105.

caution, the Trustee hereby requests special temporary authority to provide international services on a global resale basis until its application for permanent international Section 214 authority is considered, processed and granted by the Commission. The Trustee has already been approved by the Commission as Management Trustee, is currently managing the markets on AT&T's behalf, and is obligated "to take all steps necessary to manage the Management Trust Assets in order to maximize their revenue, profitability and viability"⁵ of the Trust Markets. Grant of the instant request will serve the public interest by allowing the Trustee to carry out his management and fiduciary duties under the *Merger Order* and continue to provide a full complement to services to the Trust Markets' customers.

The Trustee is a U.S. citizen and is fully qualified to obtain an STA. The Trustee acknowledges that grant of the request for STA will not prejudice any action the Commission may take on the underlying application for international section 214 authority, File No. ITC-214-20071227-00530. The Trustee further acknowledges that the STA can be revoked by the Commission upon its own motion without a hearing.

Response to Section 63.18(d), (e)(3), and (g) of the Commission's Rules

Section 63.18(d). The Trustee has not previously received Section 214 authority from the Commission.

Section 63.18(e)(3). The Trustee certifies that he will comply with the terms and conditions set forth in Sections 63.21 and 63.23 of the Commission's rules.

Section 63.18(g). The Trustee will use previously authorized facilities to provide the services requested by the Application. Therefore, the Trustee is categorically excluded from environmental assessment pursuant to Section 1.1306 of the Commission's rules.

⁵ See *Merger Order* at 13.