

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

In the Matter of )  
 )  
Applications of T-Mobile US, Inc. and ) WT Docket No. 18-197  
Sprint Corporation, Consolidated Applications )  
for Consent to Transfer Control of Licenses and )  
Authorizations )

**COMMENTS OF CELL NATION, INC.**

Cell Nation, Inc. (“Cell Nation”) supports T-Mobile’s and Sprint’s decision to merge and urges the Federal Communications Commission (“Commission”) to grant the companies’ applications.<sup>1</sup> By approving the merger, the Commission will allow the companies to form a competitive third carrier that will build a world-leading 5G network faster than otherwise possible and deliver high-speed, high-capacity service to Cell Nation’s prepaid customers.

**I. INTRODUCTION**

Cell Nation works with hundreds of independent small-business retailers that sell mobile devices for MetroPCS, T-Mobile’s prepaid brand. By working with T-Mobile, we have expanded from a set of 58 retailers in New York in 2009 to more than 280 retailers in nine markets across the country today. In the past year alone, we opened doors in six new markets. Without T-Mobile’s support throughout the course of the past nine years, our expansion would not have been possible. We are therefore confident that T-Mobile will take up the mantle of building a 5G network to compete with the two largest wireless incumbents and to help ensure

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<sup>1</sup> *Applications of T-Mobile US, Inc. and Sprint Corporation for Consent to Transfer Control of Licenses and Authorizations*, Public Interest Statement, WT Docket No. 18-197 (filed June 18, 2018) (“Public Interest Statement”).

that consumers of all income levels, in rural and urban communities alike, gain access to the benefits of 5G.

**II. NEW T-MOBILE WILL BUILD A 5G NETWORK THAT SUPPORTS NEXT-GENERATION APPLICATIONS FOR ALL TYPES OF CONSUMERS ACROSS THE COUNTRY**

Next-generation 5G wireless networks will deliver higher speeds, lower lag time, and an incredible increase in capacity. These new 5G networks will power advancements in fields like artificial intelligence and streaming video, and they will also fuel a revolution in other connected devices that will improve the lives of consumers in cities and rural areas, and at all income, age, and ability levels. A true nationwide 5G network will make possible innovations that improve the lives of everyone in the country. These quality-of-life enhancements range from farmers that will be able to remotely monitor crops in rural areas to urban dwellers that will benefit from the interconnected infrastructure of smart cities.

To fulfill the potential of these cutting-edge applications, customers will need access to a competitive 5G network that does not leave anyone behind. At the moment, only the largest carriers, AT&T and Verizon, have the resources to make the required investment to build a strong nationwide 5G network. But together, Sprint and T-Mobile will have the resources to build a 5G network that will not only compete with AT&T and Verizon's, but also force the largest two incumbents to invest additional resources in their networks.<sup>2</sup> These competitive pressures will ensure that the market for 5G wireless service is robust, both in traditional postpaid service and in prepaid service, such as that offered under the MetroPCS brand.

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<sup>2</sup> See, e.g., Public Interest Statement at 16-50.

### **III. T-MOBILE HAS PROVEN THAT IT WILL LEAD A SEAMLESS POST-MERGER TRANSITION**

After T-Mobile and MetroPCS merged, MetroPCS customers gained access to T-Mobile's nationwide network and spectrum assets. T-Mobile also retained the leadership and the expertise of MetroPCS and ensured that the large-scale customer migration was efficient and not disruptive to customers. While the integration of MetroPCS with T-Mobile was complex and involved nine million MetroPCS customers requiring handset changes, T-Mobile's team completed nearly the full process in just 15 months and transitioned every customer in just over two years.

Post-transition, MetroPCS customers gained access to significantly expanded coverage and higher quality service due to the rapid, merger-accelerated transition of MetroPCS spectrum from CDMA to LTE. It is no coincidence that MetroPCS customers doubled in the first 4.5 years following the merger. Cell Nation's customers represent just one proud segment of that MetroPCS base. We are confident that T-Mobile will bring the same drive and expertise to this post-merger transition, and that our customers will reap even greater benefits from T-Mobile's transaction with Sprint.

### **IV. NEW T-MOBILE WILL CONTINUE TO DELIVER HIGH-QUALITY, AFFORDABLE SERVICE TO PREPAID CUSTOMERS**

Since the T-Mobile and MetroPCS merger, T-Mobile, as an institution, has demonstrated that it understands the dynamics and needs of the value-conscious consumers that Cell Nation serves. T-Mobile has used its historical expertise to ensure its offers remain highly competitive amidst an ever-changing marketplace, while retaining the local feel of the MetroPCS brand through creative advertising that connects with our customers. At the same time, T-Mobile has been pushing the envelope in the value-conscious market segment by expanding consumer

choice. For example, T-Mobile began offering the same cutting edge handsets and tablets to T-Mobile and MetroPCS customers alike<sup>3</sup> and has made unlimited 4G LTE and the latest handsets more affordable than ever for MetroPCS customers.<sup>4</sup> These innovations have not only allowed us to expand our retail presence and employ more workers, but also helped hundreds of thousands of new customers connect with family, friends, and professional opportunities in ways that were not previously possible.

Through MetroPCS, T-Mobile has put 4G devices in the hands of millions of customers, many of which come from underserved populations. The availability of 4G services to all segments of the population, in turn, has helped fuel innovations by companies such as Google, Salesforce, and Uber that use the mobile internet for new forms of innovative service delivery.

Ensuring that the 5G revolution is as successful as the 4G revolution is of paramount concern to Cell Nation. If the FCC approves the merger, T-Mobile and Sprint plan to put nearly \$40 billion of network and business investment toward 5G deployment in the first three years alone.<sup>5</sup> This significant investment will give MetroPCS customers access to a robust 5G network earlier than possible without the merger, and the market for 5G prepaid services will start out with a strong competitor.

## V. CONCLUSION

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<sup>3</sup> See, e.g., Press Release, *T-Mobile and MetroPCS Continue to Expand Consumer Choice, Will Offer New Windows Phone 8.1 on Nokia's Upcoming Lumia 635*, T-Mobile (Apr. 2, 2014), <http://investor.t-mobile.com/file/Index?KeyFile=23001908>; Press Release, *MetroPCS Enters the Tablet Market with Unprecedented Value for Customers*, T-Mobile (Oct. 24, 2014), <http://investor.t-mobile.com/file/Index?KeyFile=25773615>.

<sup>4</sup> See, e.g., Press Release, *MetroPCS Serves Up Unlimited 4G LTE for an Unheard of \$50, Period*, T-Mobile (Jan. 21, 2015), <http://investor.t-mobile.com/file/Index?KeyFile=27167665>; Press Release, *MetroPCS Offers 4 Unlimited LTE Lines for \$100 and Free Phones*, T-Mobile (Oct. 24, 2017), <http://investor.t-mobile.com/file/Index?KeyFile=390749830>.

<sup>5</sup> See Public Interest Statement at iv.

For the reasons discussed above, Cell Nation supports the merger of T-Mobile and Sprint and urges the Commission to approve the transaction.

Respectfully submitted,

**Cell Nation, Inc.**

By: /s/ Michael Dunn  
Michael Dunn  
COO of Cell Nation

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