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June 4, 2015

REDACTED – FOR PUBLIC INSPECTION

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, S.W., Room TW-A325
Washington, DC 20554

Re: *Applications of AT&T Inc. and East Kentucky Network, LLC for Consent to Assign Licenses, WT Docket No. 15-79*

Dear Ms. Dortch:

East Kentucky Network, LLC d/b/a Appalachian Wireless (“EKN” or “Company”), by its attorney, responds (the “Response”) to the Wireless Telecommunications Bureau (“WTB”) General Information Request dated May 21, 2015 (“Request”).¹ The Request seeks information to assist Commission to complete its review of the applications in the above-referenced proceeding.

The Request calls for EKN to submit certain information sensitive from a commercial, competitive, and financial perspective, and that EKN would not reveal in the ordinary course of business to the public or its competitors. EKN is submitting information on a Highly Confidential basis under the Joint Protective Order issued in this proceeding on May 21, 2015. Any inadvertent inclusion of material subject to an assertion of the attorney-client, attorney work-product, or other applicable privilege is not intended as a waiver of such privilege. EKN requests that any privileged material inadvertently produced be returned to EKN when such inadvertent production is discovered by any party, and reserves all rights to seek the return of any such material.

¹ Letter from Roger C. Sherman, Chief, Wireless Telecommunications Bureau, to W.A. Gillum, East Kentucky Network, LLC, WT Docket No. 15-79 (May 21, 2015) and accompanying General Information Request.

HIGHLY CONFIDENTIAL INFORMATION – SUBJECT TO JOINT PROTECTIVE ORDER IN WT DOCKET NO. 15-79 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION

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In the public version of the Response, EKN has redacted Highly Confidential Information and marked the redactions with “[BEGIN EKN HIGHLY CONFIDENTIAL INFORMATION] ... [END EKN HIGHLY CONFIDENTIAL INFORMATION]”. The redacted Response is marked “REDACTED – FOR PUBLIC INSPECTION” and is being filed electronically in the Commission’s Electronic Comment Filing System (“ECFS”). The Highly Confidential, unredacted Response is marked “HIGHLY CONFIDENTIAL INFORMATION – SUBJECT TO PROTECTIVE ORDERS IN WT DOCKET NO. 15-79 BEFORE THE FEDERAL COMMUNICATIONS COMMISSION” and is being delivered to the Secretary. Additional copies of the unredacted Response are being delivered as instructed in the Request.

RESPONSE

Request:

1. *Explain in detail the decision made by East Kentucky to assign the Lower 700 MHz C Block spectrum that is the subject of this application to AT&T, including any attempts made to enter into a sale of this spectrum or alternative arrangements with parties other than AT&T.*

Response:

Background

East Kentucky Network, LLC d/b/a Appalachian Wireless was established by the merger in 2001 of Appalachian Cellular General Partnership and Mountaineer Cellular General Partnership, which had been providing cellular service to the Kentucky 9 – Elliot Cellular Market Area (“CMA”) and the Kentucky 10 – Powell CMA, respectively, since 1991. The companies provided wireless services in small communities and along highways in the rural Appalachian Mountains. Through the years EKN supplemented its cellular spectrum holdings with broadband PCS spectrum and 700 MHz spectrum in order to meet increasing demand for wireless voice and broadband data services.

EKN is a participant in the Verizon Wireless “LTE in Rural America” program and operates an LTE network that allows customers of Verizon Wireless (as well as other carriers’ mobile customers) who roam in EKN’s area to make use of the 700 MHz, Upper C-Block spectrum.

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700 MHz, Lower C-Block License Acquisition and Termination of EKN’s Market Expansion Plan

EKN was granted 700 MHz, Lower C-block licenses in 2003 as high bidder for the spectrum in FCC Auction No. 44. In addition to EKN’s purchase of licenses for its original service areas, the KY 9 and 10 CMAs (the “Core Markets”), it also purchased 700 MHz, Lower C-block licenses for a number of nearby CMAs in the region, including CMAs 110, 116 and 448 which are the three licenses that are the subject of the proposed transaction with AT&T (the “Transaction Licenses”).

EKN anticipated an expansion of its service area footprint to include nearby CMAs [BEGIN EKN HIGHLY CONFIDENTIAL INFORMATION]

[END EKN HIGHLY CONFIDENTIAL INFORMATION]

EKN’s Offering of the Transaction Licenses

In March 2012 EKN consulted with and requested Alpina Capital, LLC (“Alpina”)² [BEGIN EKN HIGHLY CONFIDENTIAL INFORMATION]

² Alpina is a FINRA-registered investment bank that has assisted in over 100 wireless system or spectrum transactions since 2006.

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[**END EKN HIGHLY CONFIDENTIAL INFORMATION**] a License Purchase Agreement was signed by EKN and AT&T for assignment of the Transaction Licenses subject to receipt of FCC consent.

Please direct any questions to the undersigned attorney for EKN.

Sincerely,

A handwritten signature in blue ink, appearing to read "David L. Nace", is written over a faint circular stamp.

David L. Nace

cc: Scott Patrick (by hand delivery)