

EXPLANATION OF MINOR AMENDMENTS

In the Public Interest Statement for the transfer of control of authorizations held by BellSouth Corporation (“BellSouth”), Cingular Wireless LLC (“Cingular”), and their subsidiaries to AT&T Inc. (“AT&T”), the Applicants requested

that any Commission approval of the applications filed for this transaction include authority for AT&T to acquire control of: (1) any authorization issued to the respective licensees/transferees during the pendency of the transaction and the period required for consummation of the transaction; (2) any construction permits held by the respective licensees/transferees that mature into licenses after closing; (3) any applications that are pending at the time of consummation; and (4) any *de facto* transfer leases of spectrum into which BellSouth or Cingular subsidiaries enter as lessees during the pendency of the transaction and the period required for consummation of the transaction. . . . Moreover, because AT&T is acquiring BellSouth and Cingular and all of their FCC authorizations and *de facto* transfer leases of spectrum, AT&T requests that Commission approval include any authorizations that may have been inadvertently omitted.¹

Consistent with these requests, and to update the Commission’s licensing records in the manner agreed to with the Staff, the Applicants periodically have filed minor amendments concerning those call signs which BellSouth, Cingular, and their subsidiaries have obtained or of which they have disposed between the release of the Public Notice in this proceeding² and today.³ These Minor Amendments are additions in this series.

¹ AT&T Inc. & BellSouth Corp., Description of Transaction, Public Interest Showing and Related Demonstrations at 125-26, *In re Applications of AT&T Inc. & BellSouth Corp.*, WC Docket No. 06-74 (filed Mar. 31, 2006) (“Public Interest Statement”).

² *Comm’n Seeks Comment on Application for Consent to Transfer of Control Filed by AT&T Inc. & BellSouth Corp.*, WC Dkt No. 06-74, Public Notice, DA 06-904 (WC rel. Apr. 19, 2006).

The Applicants have made every effort to be complete in updating the Applications with these Minor Amendments. However, because AT&T is acquiring BellSouth and Cingular and all of their FCC authorizations and spectrum leases, AT&T repeats its request that Commission approval include any authorizations or leases that may have been omitted inadvertently.

The Amendments

1. **File No. 0002550394**, seeking authority to transfer control of licensee **New Cingular Wireless PCS, LLC**, is amended to add call signs WQFZ993, WQFZ994, and WQFZ995, which were assigned by Omnipoint NY MTA License, LLC.⁴ In addition, the Applicants have amended this Application by removing call signs KNLG399, KNLG435, KNLG484, KNLG537, KNLG543, and KNLG544, which were assigned to Omnipoint NY MTA License, LLC.⁵ The Applicants have also amended this Application by removing call sign WLL504, which was relinquished during the course of this proceeding.
2. **File No. 0002550391**, seeking authority to transfer control of licensee **Orange Licenses Holding, LLC**, is amended to add call signs WPSL623 and WPSL625, which were assigned by T-Mobile License LLC,⁶ and call sign WQFZ996, which

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³ The Applicants previously filed 44 such minor amendments on October 10-12, 2006, five such minor amendments on November 2, 2006, and one such minor amendment on November 17, 2006. Those amendments are summarized on Exhibits 4, 6, and 7, respectively.

⁴ See File Nos. 0002624529; 0002470021.

⁵ See File Nos. 0002621698; 0002469020.

⁶ See File No. 0002470016.

was assigned by Omnipoint NY MTA License, LLC.⁷ In addition, the Applicants have amended this Application by removing call sign KNLH200, which was assigned to T-Mobile License LLC,⁸ and call sign KNLH207, which was assigned to Omnipoint MY MTA License, LLC.⁹

3. **File No. 0002550427**, seeking authority to transfer control of licensee **New Cingular Wireless Services of Nevada, LLC**, is amended to add call sign WQFY739, which was granted during the course of this proceeding.
4. The Applicants have filed a new Application, **File No. 0002828728**, to transfer control of **Appaloosa Newco, LLC**, licensee of call signs KNKN762 and KNKQ389. Cingular acquired this entity during the course of this proceeding.¹⁰
5. The Applicants have filed a new Application, **File No. 0002832969**, to transfer control of **Cingular AWS, LLC**, licensee of call signs WQGA742, WQGA743, WQGA744, WQGA745, WQGA746, WQGA747, WQGA748, WQGA749, WQGA750, WQGA751, WQGA752, WQGA753, WQGA754, WQGA755, WQGA756, WQGA757, WQGA758, WQGA759, WQGA760, WQGA761, WQGA762, WQGA763, WQGA764, WQGA765, WQGA766, WQGA767, WQGA768, WQGA769, WQGA770, WQGA771, WQGA772, WQGA773, WQGA774, WQGA775, WQGA776, WQGA777, WQGA778, WQGA779, WQGA780, WQGA781, WQGA782, WQGA783, WQGA784, WQGA785,

⁷ See File No. 0002624524.

⁸ See File No. 0002469030.

⁹ See File No. 0002621703.

¹⁰ See File No. 50007CLTC06.

WQGA786, WQGA787, WQGA788, and WQGA789. All of these licenses were newly granted during the course of this proceeding as a result of Auction 66.¹¹

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As noted above, the Public Interest Statement requested “authority for AT&T to acquire control of: (1) any authorization issued to the respective licensees/transferees during the pendency of the transaction and the period required for consummation of the transaction.” Consequently, the public has been fully on notice that AT&T intends to acquire control of any licensee that BellSouth or Cingular might acquire while this transaction is pending before the Commission. Because of that fact and because the Applicants are making these filings in the manner requested by the Staff, File Nos. 0002828728 and 0002832969 qualify as minor amendments under Section 1.929(k) of the Commission’s rules,¹² and they do not need to be placed on a separate public notice before they may be granted.¹³

¹¹ See *Wireless Telecomms. Bureau Grants Advanced Wireless Serv. Licenses*, Public Notice, DA 06-2408, at 6-7 (rel. Nov. 29, 2006).

¹² 47 C.F.R. § 1.929(k).

¹³ See *In re Applications of SBC Commc’ns Inc. & AT&T Corp.*, Memorandum Opinion and Order, 20 FCC Rcd. 18290, 18398 n.568 (2005) (granting an application filed as a minor amendment subsequent to the public notice in the proceeding and without issuance of a separate public notice because the applicants had requested authority to transfer control of any authorizations inadvertently omitted from the original applications); *In re Applications of SBC Commc’ns Inc. & BellSouth Corp.*, Memorandum Opinion and Order, 15 FCC Rcd. 25459, 25460 ¶ 4 n.6 (WTB/IB 2000) (granting, without issuance of separate public notices, various applications to transfer control of entities acquired while the main transaction was pending before the Commission).