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

In the Matter of	)	
	)	
Applications of Cellco Partnership d/b/a Verizon Wireless and Atlantis Holdings LLC	)	WT Docket No. 08-95
	)	
	)	
For Consent to Transfer Control of Licenses, Authorizations, and Spectrum Manager and *De Facto* Transfer Leasing Arrangements	)	File Nos. 0003463892, *et al*., ITC-T/C-20080613-00270, *et al*.

REPLY TO OPPOSITION TO PETITION TO DENY
of the
AD HOC PUBLIC INTEREST SPECTRUM COALITION

Mark Cooper
Director of Research
Consumer Federation of America
1424 16th Street, N.W. Suite 310
Washington, D.C. 20036
(301) 384-2204

Chris Murray
Senior Counsel
Consumers Union
1101 17th Street, NW Suite 500
Washington, DC 20036
(202) 462-6262

Ben Scott
Policy Director
Free Press
501 Third Street, NW, Suite 875
Washington, DC 20001
(202) 265-1490

Harold Feld
Senior Vice President
Media Access Project
1625 K Street, NW, Suite 1000
Washington, DC 20006
(202) 232-4300

Michael Calabrese
New America Foundation
1630 Connecticut Avenue, N.W., 7th Floor
Washington, DC 20009
(202) 986-2700

Jef Pearlman
Public Knowledge
1875 Connecticut Avenue, NW, Suite 650
Washington, DC 20009
(202) 518-0020

August 26, 2008

Table of Contents

Summary

PISC continues to believe that Verizon Wireless and Alltel have failed to meet "the burden of proving, by a preponderance of evidence, that the proposed transaction, on balance, serves the public interest."

Additional divestitures are necessary. The Applicants assert that Verizon Wireless's commitment to divest overlapping spectrum, assets and operations in 85 cellular markets should end the discussion about divestitures. PISC disagrees. There remain a number of markets where the merged entity would hold 95 MHz or more of spectrum, including both cellular licenses. In a "Local Market Analysis" filed with the Joint Opposition, the Applicants addressed some, but not all, of those other markets. In the Applicants' "Local Market Analysis," the level of existing competition and the prospects for new entry appear to be significantly overstated. The applications should be not be considered complete and ready for processing until a complete and accurate analysis covering all of these markets is presented to the Commission and the public for review.

Roaming remains an important issue for competitors and consumers alike, and the Applicants' treatment of this issue has been less than satisfactory. The Applicants have offered to extend the rates contained in the Alltel roaming agreements with each regional, small and/or rural carrier for the full term of the agreement or for two years from the closing date, whichever occurs later. This represents only a small incremental step in the right direction. By offering to extend the life of existing Alltel agreements, the Applicants deflect attention away from the anti-competitive roaming practices of Verizon Wireless, particularly the imposition of the in-market exclusion. Only a complete elimination of the in-market exception could remedy the problem at

hand, along with a commitment to provide voice and data roaming at just, reasonable, and non-discriminatory rates and terms.

Verizon Wireless relies upon the Commission's refusal in the *700 MHz Service Rules Order* to adopt either the network neutrality conditions or expand the C Block open device/open applications condition to the entire 700 MHz band as a bar to adopting the merger conditions proposed by PISC. The instant merger provides the appropriate venue to clarify the application of the *Internet Policy Statement*, particularly with regard to the question of blocking or degrading content and with regard to network attachments. Since that decision, the market for wireless services has grown increasingly concentrated with AT&T and Verizon Wireless – the providers vertically integrated with wireline broadband providers -- emerging as the dominant market leaders by wide margins. Clearly the Commission's initial judgment in 2007 that the "nudge" of C Block would move the market in the desired direction has proven mistaken. Given the increased concentration – which this merger will only make worse – another "nudge" is needed.

It is important to consumers that broadband wireless access networks provide open access at the content, application and device layers. Allowing this particular merger to proceed without an open access condition would further exacerbate the already weakly competitive access market by eliminating the fifth largest national wireless carrier (Alltel) and further empowering Verizon.

It is also important for the Commission to use this proceeding as the venue to eliminate exclusive handset arrangements. Neither consumers nor innovation derive benefit from these exclusive dealings. In a truly competitive market without such immense monopsony leveraging, it would be in a handset manufacturer's interest to have the broadest possible distribution of their phones. Exclusives force consumers to pick a carrier based on the phone they want rather than the carrier with the best service offering.

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

In the Matter of	)	
	)	
Applications of Cellco Partnership d/b/a Verizon Wireless and Atlantis Holdings LLC	)	WT Docket No. 08-95
	)	
	)	
For Consent to Transfer Control of Licenses, Authorizations, and Spectrum Manager and *De Facto* Transfer Leasing Arrangements	)	File Nos. 0003463892, *et al*., ITC-T/C-20080613-00270, *et al*.

REPLY TO OPPOSITION TO PETITION TO DENY
of the
***AD HOC* PUBLIC INTEREST SPECTRUM COALITION**

To: The Commission

The Ad Hoc Public Interest Spectrum Coalition[1] (PISC) respectfully submits this Reply to the "Joint Opposition to Petitions to Deny and Comments" filed on August 19, 2008 in the above-captioned proceeding by Cellco Partnership d/b/a Verizon Wireless ("VZW") and Atlantis Holdings LLC ("Alltel"; jointly, "Applicants"). PISC continues to believe that the Applicants have failed to meet "the burden of proving, by a preponderance of evidence, that the proposed transaction, on balance, serves the public interest."[2]

I. Additional Divestitures Should Be Required

In the Joint Opposition, at p. 36, Applicants have stated that what had previously been described as an "offer to accept" divestiture of overlapping spectrum and operations

[1] The current members of PISC include, in alphabetical order: CUWIN Foundation, Consumer Federation of America, Consumers Union, EDUCAUSE, Free Press, New America Foundation, Media Access Project, Public Knowledge, and U.S. PIRG.

[2] *Applications of AT&T Inc and Dobson Communications Corp.*, Memorandum Opinion and Order, 22 FCC Rcd 20295 (2007)("*AT&T/Dobson Order*") ¶ 10.

in 85 cellular markets[3] is, in fact, a commitment to divest one of the overlapping properties in each of those markets. Applicants state that "[a]pproval here may be conditioned on fulfilling that commitment. That should be the end of the matter." *Id.*

PISC disagrees that it is time for the Commission to put the divestiture issue to rest. As we noted in our Petition to Dismiss or Deny, at 7-8, there remained a number of markets where the merged entity would hold 95 MHz or more of spectrum, including both cellular licenses. As of the deadline for Petitions, the Applicants had neither committed to divest the overlapping operations in markets other than the 85 cellular markets identified in the July 22 *ex parte* nor submitted a market-by-market analysis addressing the competitive situation in those markets. In Attachment 2 to the Joint Opposition, the Applicants addressed some, but not all, of those other markets.[4]

Even as to the markets in the Applicants' "Local Market Analysis," the level of competition appears to be significantly overstated in several ways. For example, Applicants count licensees of BRS/EBS or AWS-1 spectrum as competitors, notwithstanding the fact that neither of those spectrum blocks is included in the 95 MHz spectrum screen. Applicants also admit that they have no way of knowing whether the AWS spectrum, in particular, is truly available in any given area, because some U.S. government systems are classified or have no fixed locations. Even after the clearing and transition processes are complete, the holders of BRS/EBS and AWS-1 spectrum will require both time and access to capital to build out systems and become fully operational; it is almost certainly

[3] *See ex parte* Letter, dated July 22, 2008 from John T. Scott, III of Verizon Wireless to Marlene H. Dortch, Secretary, FCC.

[4] Markets that have not been addressed include the Richmond VA MSA, the Norfolk-Virginia Beach-Portsmouth VA/NC MSA and the Petersburg-Colonial Heights-Hopewell VA MSA.

premature to consider BRS/EBS and AWS-1 operators as effective competitors to the established national carriers.

Additionally, most (if not all) of the spectrum licensees listed in the "other potential entrant" category in Attachment 2 face "financial pressures from the ongoing credit crunch."[5] In the Joint Opposition, Applicants cited anticipated constraints on the ability to raise sufficient capital to fund "costly, long-term investments necessary to grow Alltel's service in rural markets"[6] as the reason that Atlantis Holdings' owners accepted Verizon Wireless's offer to purchase Alltel. It is unlikely that many, if any, of the "prospective new entrants" identified in Attachment 2 will be as skilled at raising capital under challenging circumstances as Goldman Sachs and TPG. Therefore, given the recent experience of Alltel's owners and their bleak forecast for the future of capital markets, the prospects for new entry should be either ignored or heavily discounted.

PISC believes that, in light of the rapid and dramatic consolidation that has taken place in the wireless industry over the past several years, it is appropriate for the Commission to launch a reexamination of its decisions to eliminate the cellular cross-ownership rule and CMRS spectrum caps. In any event, the Commission should carefully examine all available evidence regarding the state of competition in the markets affected by the proposed transaction.

As the Applicants acknowledge, the Commission employs "HHI trigger criteria… to ensure that its analysis captures combine resulting in possible competitive issues." [7] All available evidence concerning the state of competition, including number utilization and number portability data, should be closely examined and further divestitures ordered

[5] Joint Opposition, at 86.
[6] Joint Opposition, at 87.
[7] Joint Opposition, at 40.

where appropriate. The Applicants' failure to include detailed market data here highlights that there are many markets where spectrum holdings exceed the Commission's initial screen, and the applications should be not be considered complete and ready for processing until these detailed data are presented to the Commission and the public.

II. Additional Roaming Safeguards Are Needed.

As PISC noted in the Petition to Dismiss or Deny, the Applicants made roaming an issue in this proceeding by committing to honor the Alltel roaming agreements with regional, small and/or local carriers. A number of other petitioners and commenters have also expressed concern regarding Applicants' commitments to honor roaming agreements.

Roaming remains an important issue for competitors and consumers alike, and the Applicants' treatment of this issue has been less than satisfactory. The Applicants assert that "consumers generally do not shop for services based on technology."[8] Then, in the very next paragraph, they suggest that if there were only one available source of CDMA roaming service in a particular area, consumers would switch to another provider rather than pay high roaming rates that their underlying CDMA carrier incurred and passed along.[9] Consumers who only occasionally travel outside their own carriers' service area may complain about high roaming rates and ask for a bill credit, but at the end of the day are unlikely to change carriers. Meanwhile, the carriers with market power can use high roaming rates (rates their own customers do not pay) to gain subscribers as some consumers, typically frequent travelers, face repeated high roaming charges from their home carriers.

[8] Joint Opposition, at 46.
[9] *Id.*

In the Joint Opposition, at 46, the Applicants offer to extend the rates contained in the Alltel roaming agreements with each regional, small and/or rural carrier for the full term of the agreement or for two years from the closing date, whichever occurs later. This represents only a small incremental step in the right direction. By offering to extend the life of existing Alltel agreements, the Applicants deflect attention away from the anti-competitive roaming practices of Verizon Wireless, particularly the imposition of the in-market exclusion. The Applicants perhaps believe that by throwing this "bone" they may placate certain Petitioners and Commenters, but they are misguided. Only a complete elimination of the in-market exception could remedy the problem at hand, along with a commitment to provide voice and data roaming at just, reasonable, and non-discriminatory rates and terms. Consumers deserve no less.

III. The Commission Has Authority To Impose The Network Neutrality Conditions Requested By PISC.

Applicants protest the use of this merger to clarify the application of the *Internet Policy Statement* to wireless broadband information services, the imposition of a network neutrality condition, and the application of standards to its touted ODI. In addition to the introduction of several red-herrings and efforts at misdirection – such as the claim that PISC is "confusing" ODI and the C Block conditions -- Verizon Wireless relies primarily on three arguments. First, Verizon Wireless argues that the Commission has never applied the *Internet Policy Statement* to wireless services and that, in fact, it declined to adopt similar conditions as part of the service rules for the new 700 MHz services outside the C Block. Second, Verizon Wireless argues that the Commission has no basis for applying the requested conditions here, because the conditions are not merger specific.

Third, Verizon Wireless argues that the conditions would unfairly inhibit its ability to compete with other providers, notably Clearwire.

These objections are to a certain degree all interrelated, and fail for similar reasons. As PISC explained in its *Petition to Dismiss or Deny*, the combination of Verizon Wireless and Alltel produces devastating anticompetitive effects across a wide range of markets. Not only does it remove a national competitor from an increasingly concentrated field, it combines the primary remaining independent carrier with spectrum in the Mississippi Valley with one of the two dominant wireless carriers. The added customers and spectrum capacity will give Verizon Wireless heretofore unprecedented power over the equipment market and the application market unless the Commission takes steps to address this very real threat.

A. Grant Of The Requested Conditions Is Consistent With Past Commission Practice In Merger Reviews.

It is the essence of the public interest standard that the Commission must make a detailed determination, in any license transfer, whether that particular transfer serves or does not serve the public interest.[10] Opponents of rules of general applicability, including Verizon Wireless, frequently cite this ability to make individualized determinations as a reason to rely on adjudications such as this instead of rulemakings. Verizon Wireless should not be heard to complain simultaneously that rules of general applicability risk creating unintended consequences by applying to the entire industry in all circumstances

[10] *See, e.g., Applications for Consent to the Transfer of Control of Licenses and Section 214 Authorizations by Time Warner Inc. and America Online, Inc., Transferors, to AOL Time Warner Inc., Transferee*, CS Docket No. 00-30, Memorandum Opinion and Order, 16 FCC Rcd 6547, 6555, para. 21 (2001) (*AOL/Time Warner Order*).

but that application of pro-competitive, pro-consumer principles to specific cases is unfair because of the absence of general rules.

Indeed, Verizon Wireless is simply wrong when it states the Commission has never applied the *Internet Policy Statement* to wireless broadband information services, or that it would be inappropriate to apply those principles in a merger. In the AT&T/BellSouth Merger Order, the Commission applied a far more detailed network neutrality condition to AT&T's fixed wireless broadband offering.[11] Similarly, the Commission used the Comcast/Time Warner/Adelphia transaction to announce its intent to resolve complaints about the blocking or degrading of content.[12] *See also AT&T/BellSouth Order* [13](repeating that Commission would entertain complaints in the event wireline providers degrade content).

The instant merger provides the appropriate venue to clarify the application of the *Internet Policy Statement*, particularly with regard to the question of blocking or degrading content and with regard to network attachments. First, as described previously by PISC, the concentration of spectrum and market power combined with the elimination of a national competitor. This underscores the danger to the evolution of the wireless internet absent clear safeguards. As the Commission demonstrated in the *Adelphia/Time Warner/Comcast Order* and the *AT&T/BellSouth Order*, mergers present a suitable venue

[11] *AT&T Inc. and BellSouth Corporation Application for Transfer of Control*, WC Docket No. 06-74, Memorandum Opinion and Order, 22 FCC Rcd 5662, Appendix F (2006) (*AT&T/BellSouth Order*).

[12] *Applications for Consent to the Assignment and/or Transfer of Control of Licenses, Adelphia Communications Corporation, (and Subsidiaries, Debtors-In-Possession), Assignors, to Time Warner Cable Inc. (Subsidiaries), Assignees, Adelphia Communications Corporation, (and Subsidiaries, Debtors-In-Possession), Assignors and Transferors, to Comcast Corporation (Subsidiaries), Assignees and Transferees, Comcast Corporation, Transferor, to Time Warner Inc., Transferee, Time Warner Inc., Transferor, to Comcast Corporation, Transferee*, MB Docket No. 05-192, Memorandum Opinion and Order, 21 FCC Rcd 8203, 8298, para. 220 (2006) (*Adelphia/Time Warner/Comcast Order*).

[13] *AT&T/BellSouth Order*, 16 FCC Rcd at 5726, para. 118.

for the announcement of the evolution or clarification of policy precisely ***because*** they allow the Commission to make granular examination of relevant marketplace changes in the context of specific facts. This precisely comports with Congress' intent that the Commission approve an application for transfer of licenses only on a showing that it serves "the public interest, convenience, and necessity." Section 310(d).

Second, the Applicants cite the greater choice of equipment, expanded internet access, a wider selection of more robust wireless applications as public interest benefits of the merger. At the least, the Commission must ensure that these benefits come to fruition. Absent merger conditions, however, and given the increase in market power and decrease in competition created by the merger, the FCC has no assurance that the public will see these benefits. This would not only harm the customers of Verizon Wireless and Alltel, but the customers of other carriers harmed by the exercise of enhanced market power from the merged entity.

B. Past Precedent Does Not Preclude The Commission From Adopting The Proposed Conditions.

As an initial matter, the Commission has never resolved whether and to what extent the *Internet Policy Statement* applies to wireless broadband access. In the *Wireless Broadband Classification Order*, the Commission failed to address the matter entirely.[14] Nor has the Commission resolved the pending *Petition for Declaratory Ruling* filed by Skype, asking for clarification on this issue. To the extent the merger Applicants argue that the Commission has previously rejected application of the *Internet Policy Statement* to wireless services, therefore, they are in error. Rather, as discussed above, the instant

[14] Concurring Statements of Commissioners Michael Copps and Jonathan Adelstein, *Appropriate Regulatory Treatment for Broadband Access to the Internet Over Wireless Networks*, WT Docket No. 07-53, FCC 07-30 (2007).

merger provides a suitable and appropriate venue to clarify this question and provide certainty to Applicants and the industry as a whole.

Verizon Wireless relies upon the Commission's refusal in the *700 MHz Service Rules Order* to adopt either the network neutrality conditions or expand the C Block open device/open applications condition to the entire 700 MHz band as a bar to adopting the merger conditions proposed by PISC. But as the Commission noted when adopting the *700 MHz Order*, its decision to take only a modest step forward rested on the facts as they existed then. Since that decision, the market for wireless services has grown increasingly concentrated with AT&T and Verizon Wireless – the providers vertically integrated with wireline broadband providers -- emerging as the dominant market leaders by wide margins. Nor did the 700 MHz auction produce a likely "third pipe" wireless competitor, or do much to improve the competitive standing of the remaining national or regional CMRS providers.

Finally, although there has been considerable discussion around the voluntary openness initiatives of the wireless carriers – including Verizon Wireless's ODI – these changes remain nascent. While countries with open platforms continue to streak ahead of us in the delivery of wireless services, U.S. wireless markets continue to languish. For example, a recent study demonstrated that U.S. wireless subscribers pay an astounding rate of 20 cents per text message, or approximately 1 cent for every seven bytes of data transferred.[15] Clearly the Commission's initial judgment in 2007 that the "nudge" of C Block would move the market in the desired direction has proven mistaken. Given the

[15] *See*, Marguerite Reardon, "The Rising Cost of Texting," CNET, July 1, 2008 (available at http://news.cnet.com/8301-10784_3-9982251-7.html).

increased concentration – which this merger will only make worse – another "nudge" is needed.

In short, the wireless world has changed over the last year, but not in the manner anticipated by the Commission. As the Commission made clear at the time, it must now reexamine the market and determine what further action to take to provide the benefits of open platforms and application-level competition to wireless subscribers.

C. Applicants' Citations To Past Mergers Are Irrelevant.

Applications for license assignment and transfers of control require the Commission to make individualized determinations on whether each proposed transaction serves the public interest and promotes the policies of the Communications Act and the First Amendment. While action in previous mergers is informative and creates precedent, the decision to impose or not impose a specific condition must be made on an individualized basis.

The argument advanced by Applicants that application of conditions here would be inconsistent with either past failure to impose specific conditions on similar mergers or on pending transactions involving struggling competitors in entirely different circumstances is thus a red herring. Whatever the Commission may do with regard to the proposed Clearwire transaction – where the Applicants proposed in their application conditions similar to those urged by PISC here[16] – it is at best tangentially related to what the Commission chooses to do here, where one of the dominant market leaders proposes to absorb one of the few remaining competitors in a transaction that will cement its spectrum advantage over its rivals.

[16] PISC has not, as Applicants argue, supported the proposed Clearwire transaction. Rather, PISC has opposed AT&T's transparent efforts to use the Clearwire transaction to undermine pro-competitive policies such as the existing spectrum screen.

PISC recognizes that Verizon Wireless and Alltel have the misfortune to come at the end of a string of mergers that have substantially reduced competition. But the failure of the Commission to act when it would have been prudent to do so does not foreclose the Commission from acting when the situation has become positively dangerous. To the contrary, Congress required the FCC to make individualized determinations for each transaction precisely ***because*** Congress expected the FCC to apply its expert judgment to the dynamic and constantly changing realities of the wireless marketplace.

IV. Other Consumer Safeguards Are Necessary.

As explained in the preceding section, it is altogether appropriate and necessary, under the circumstances here present, for the Commission to condition its approval of this transaction on Verizon Wireless's compliance with the network neutrality obligations set forth in the *Internet Policy Statement* with respect to its offering of wireless broadband access services, and further, to condition approval of the transaction so as to convert Verizon Wireless's voluntary ODI initiative into an enforceable standard. In the following section, PISC explains in greater detail why it is important to consumers that broadband wireless access networks provide open access at the content, application and device layers and why the Commission should eliminate exclusive handset arrangements in the context of this proceeding.

A. Open Access. For many years, consumers have waited for the "third pipe" that will provide a widely available broadband alternative to DSL and cable. Consumers continue to wait. Some initially promising technologies, such as BPL (broadband over powerline), have had little, if any, commercial success. Other "third pipe" solutions (WiMax, 4G) are still "just around the corner." Industry analyst and former FCC Chief of

Staff, Blair Levin, was quoted in a recent article[17] as describing broadband competitiveness (including wireless) as having passed its high water mark and beginning to decline. With weak competition in the access marketplace (physical layer) it is necessary for the Commission to protect competition and consumer choice at the higher layers of the protocol stack -- in the applications, content, and device market. Allowing this particular merger to proceed without an open access condition would further exacerbate the already weakly competitive access market by eliminating the fifth largest national wireless carrier (Alltel) and further empowering Verizon. Verizon, taken together with Verizon Wireless, in which it holds a controlling interest, has substantial broadband market share in both wireline and wireless technologies, as well as a vertically integrated backhaul business. Consumers, who would otherwise stand to gain by having Alltel available as a potential competitor, are disadvantaged by the merger.

B. Handset Exclusivity.

Verizon Wireless argues that handset exclusives are industry-wide practices and therefore cannot be addressed in this transaction.[18] Yet the proposed combination here would result in a huge increase in monopsony power—Verizon Wireless will become the largest buyer of mobile handsets in the U.S. through this acquisition. Adding another 13 million subscribers to Verizon Wireless's already enormous footprint will mean more leverage, more ability to dictate "take it or leave it" terms to handset manufacturers. While it is true that handset exclusives are not unique to Verizon Wireless, it is a problem that will grow worse with this merger. Clearly, these are merger specific concerns that the Commission must scrutinize.

[17] *See* Blair Levin, "Broadband competition: Is this as good as it gets? Telephony Online, August 21, 2008 (available at http://telephonyonline.com/home/news/broadband-competition-0821/).
[18] Joint Opposition, at 72.

Furthermore, Verizon Wireless's contention that exclusive handset arrangements are pro-consumer[19] is laughable. Neither consumers nor innovation derive benefit from these exclusive dealings. In a truly competitive market without such immense monopsony leveraging, it would be in a handset manufacturer's interest to have the broadest possible distribution of their phones. It's understandable why Verizon Wireless and other large carriers would want to deny access to cutting-edge phones to their competitors, yet the practice is nevertheless anti-consumer. Exclusives force consumers to pick a carrier based on the phone they want rather than the carrier with the best service offering. Verizon Wireless's argument—that innovation and consumers benefit when we can restrict the number of consumers who have access to that innovation—simply doesn't pass the laugh test.

Finally, Verizon Wireless's assertion that PISC wants a slew of "generic phones"[20] is a straw man, and completely misses the point. Public interest commenters are not here arguing that Verizon Wireless must offer phones that are interoperable with every other network. Instead, we argue that innovative new phones should not be denied to small rural carriers who want them. If Verizon Wireless doesn't want to buy phones from manufacturers that are interoperable with other standards, that is Verizon Wireless's business. As a sidebar we would underscore that the "innovation" here is being produced by the manufacturers—NOT by Verizon Wireless. Verizon Wireless simply wants to continue to enjoy market power that allows it to lock up that innovation for its own benefit, to the detriment of consumers and competition.

[19] Joint Opposition, at 73.
[20] Joint Opposition, at 74.

Conclusion

PISC respectfully requests that the Commission take the views expressed herein and in the August 11, 2008 Petition to Dismiss or Deny into account as it reviews the captioned applications.

Respectfully submitted,

AD HOC PUBLIC INTEREST SPECTRUM COALITION

By: /s/ Larry A. Blosser
Larry A. Blosser
Its attorney

Law Office of Larry A. Blosser, P.A.
3565 Ellicott Mills Drive
Suite C-2
Ellicott City, MD 21043
Tel: 443-420-4096
Fax: 443-583-0222
E-mail: larry@blosserlaw.com

Filed: August 26, 2008

Co-Counsel:

Chris Murray, Senior Counsel
Consumers Union
1101 17th Street, NW Suite 500
Washington, DC 20036
202-462-6262
murrch@consumer.org

Chris Riley
Free Press
501 Third Street, NW, Suite 875
Washington, DC 20001
(202) 265-1490
criley@freepress.net

Michael Calabrese
New America Foundation
1630 Connecticut Avenue, N.W., 7th Floor
Washington, DC 20009
(202) 986-2700
calabrese@newamerica.net

Harold Feld
Senior Vice President
Media Access Project
1625 K Street, NW, Suite 1000
Washington, DC 20006
(202) 232-4300
hfeld@mediaaccess.org

Co-Counsel (continued)

Jef Pearlman
Equal Justice Works Fellow and Staff Attorney
Public Knowledge
1875 Connecticut Avenue, NW, Suite 650
Washington, DC 20009
(202) 518-0020
jef@publicknowledge.org

CERTIFICATE OF SERVICE

I hereby certify that I am an attorney with the Law Office of Larry A. Blosser, P.A. and that on August 26, 2008, I caused to be sent by electronic mail (e-mail), a copy of the foregoing "Reply to Opposition of Petition to Dismiss or Deny of the *Ad hoc* Public Interest Spectrum Coalition" to the following:

Chairman Kevin J. Martin
Federal Communications Commission
445 - 12th Street, S.W.
Washington, D.C. 20554
E-Mail: kevin.martin@fcc.gov.

Commissioner Michael J. Copps
Federal Communications Commission
445 -12th Street, S.W.
Washington, D.C. 20554
E-Mail: michael.copps@fcc.gov.

Commissioner Jonathan S. Adelstein
Federal Communications Commission
445-12th Street, S.W.
Washington, D.C. 20554
E-Mail: jonathan.adelstein@fcc.gov.

Commissioner Deborah Taylor Tate
Federal Communications Commission
445-12th Street, S.W.
Washington, D.C. 20554
E-Mail: deborah.tate@fcc.gov.

Commissioner Robert M. McDowell
Federal Communications Commission
445 -12th Street, S.W.
Washington, D.C. 20554
E-Mail: robert.mcdowell@fcc.gov.

Aaron Goldberger
Federal Communications Commission
445-12th Street, S.W.
Washington, D.C. 20554
E-Mail: aaron.goldberger@fcc.gov.

Rick C. Chessen
Federal Communications Commission
445-12th Street, S.W.
Washington, D.C. 20554
E-Mail: rick.chessen@fcc.gov.

Renee Crittendon
Federal Communications Commission
445 -12th Street, S.W.
Washington, D.C 20554
E-Mail: renee.crittendon@fcc.gov.

Wayne Leighton
Federal Communications Commission
445-12th Street, S.W.
Washington, D.C. 20554
E-Mail: wayne.leighton@fcc.gov

Angela E. Giancarlo
Federal Communications Commission
445 -12th Street, S.W.
Washington, D.C. 20554
E-Mail: angela.giancarlo@fcc.gov

James D. Schlichting
Federal Communications Commission
445-12th Street, S.W.
Washington, D.C. 20554
E-Mail: james.schlichting@fcc.gov

Chris Moore
Federal Communications Commission
445-12th Street, S.W.
Washington, D.C. 20554
E-Mail: chris.moore@fcc.gov

Jim Bird, Esquire
Senior Counsel
Federal Communications Commission
Office of the General Counsel
445 -12th Street, S.W.
Washington, D.C 20554
E-Mail: jim.bird@fcc.gov.

Erin McGrath, Esquire
Federal Communications Commission
Wireless Telecommunications Bureau
Mobility Division
445-12th Street, S.W.
Washington, D.C 20554
E-Mail: erin.mcgrath@fcc.gov.

Susan Singer, Esquire
Federal Communications Commission
Wireless Telecommunications Bureau
Spectrum and Competition Policy Division
445-12th Street, S.W.
Washington, D.C. 20554
E-Mail: susan.singer@fcc.gov.

Linda Ray, Esquire
Federal Communications Commission
Wireless Telecommunications Bureau
Broadband Division
445 -12th Street, S.W.
Washington, D.C. 20554
E-Mail: linda.ray@fcc.gov.

David Krech, Esquire
Federal Communications Commission
International Bureau
Policy Division
445-12th Street, S.W.
Washington, D.C. 20554
E-Mail: david.krech@fcc.gov.

Jodie May, Esquire
Federal Communications Commission
Wireline Competition Bureau
Competition Policy Division
445 - 12th Street, S.W.
Washington, D.C 20554
E-Mail: jodie.may@fcc.gov.

John T. Scott
Vice President & Deputy General Counsel
Verizon Wireless
1300 Eye Street, N.W.
Suite 400 West
Washington, D.C, 20005
E-mail: John.Scott@verizonwireless.com

Kathleen Q, Abernathy, Esquire
Akin Gump Strauss Hauer & Feld, LLP
1333 New Hampshire Avenue, N.W.
Washington, D.C. 20036
E-mail: kabernathy@akingump.com.

Glenn S. Rabin,
Vice President & Federal Regulatory Counsel
Alltel Communications
601 Pennsylvania Avenue, N.W.
Suite 720
Washington, D.C. 20004
E-mail: glenn.s.rabin@alltel.com.

Cheryl A. Tritt, Esquire
Morrison Foerster
2000 Pennsylvania Avenue, N.W.
Suite 5500
Washington, D.C. 20006
E-mail: ctritt@mofo.com.

Nancy J. Victory, Esquire
Wiley Rein, LLP
1776 K Street, N.W. Washington, D.C.
20006
E-mail:nvictory@wileyrein.com

Michael Samsock, Esquire
Verizon Wireless
1300 Eye Street, N.W.
Suite 400 West
Washington, D,C. 20005
E-mail: Michael.Samsock@VerizonWireless.com,

Clive D. Bode, Esquire
Atlantis Holdings LLC
301 Commerce Street
Suite 3300
Fort Worth, Texas 76102
E-mail: cbode@tpg.com

Wireless Regulatory Supervisor
Alltel Communications, LLC
One Allied Drive
B1F02-D
Little Rock, Arkansas 72202
E-mail: Wireless.Regulatory@alltel.com.

Caressa D. Bennet
Bennet & Bennet, PLLC
4350 East-West Highway
Suite 201
Bethesda, Maryland 20814
E-mail: cbennet@bennetlaw.com.

Best Copy and Printing, Inc.
Portals II
445 - 12th Street, S.W.
Room CY-B402
Washington, D.C. 20554
E-mail: fcc@bcpiweb.com

/s/ Larry A. Blosser__
Larry A. Blosser