

September 15, 2008

VIA ELECTRONIC FILING

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

**Re: Section 1.65 Notification
Applications of AT&T and Verizon Wireless for Consent to Assign and
Transfer Control of Licenses, Spectrum Leasing Arrangements and
Related Authorizations; WT Docket No. 07-208
File No. ITC-ASG-20080208-00049**

Dear Ms. Dortch:

AT&T Inc. ("AT&T") and Cellco Partnership d/b/a Verizon Wireless ("Verizon Wireless") have a pending application, File No. ITC-ASG-20080208-00049, which seeks FCC consent to partially assign certain customer relationships related to the provision of international service from Rural Cellular Corporation ("RCC"), a subsidiary of Verizon Wireless, to Rural Newco LLC, as owned and controlled by AT&T. This application is part of a larger transaction involving the exchange of certain wireless assets, licenses and spectrum leasing arrangements between AT&T and Verizon Wireless. We are writing to notify the Commission, pursuant to Section 1.65(a) of the Commission's rules¹ of certain developments relating to that transaction.

Specifically, on September 4 and 5, 2008, AT&T and Verizon Wireless submitted amendments to some of the wireless radio services applications filed in connection with that transaction to reflect additional proposed license transfers from Verizon Wireless to AT&T.² These amendments modified the pending applications solely to permit Verizon Wireless to transfer to AT&T those authorizations (or parts thereof) that the Commission required Verizon Wireless to divest as a condition of its

¹ 47 C.F.R. § 1.65(a).

² The specific amendments filed were to File Nos. 0003264825, 0003264826, 0003319713, and 50007CLTC08. The Applicants also submitted new File No. 0003564867 and withdrew File No. 0003319732.

Marlene H. Dortch
September 15, 2008
Page 2

acquisition of Rural Cellular Corporation³ and that previously were not included in the applications. The licenses added to the transaction as a result of these filings generally overlap the same Cellular Market Areas ("CMAs") as the licenses included in the original applications. However, to comply with the government's divestiture requirements, the recently filed amendments propose to transfer RCC's cellular and PCS licenses for the entire Vermont 2 CMA, rather than just the cellular license for only the northern portion of the CMA as originally proposed. Therefore, AT&T will also be acquiring customers located in two and one-half counties in the southern portion of the Vermont 2 CMA.

Please contact the undersigned counsel for AT&T and Verizon Wireless should there be any questions or should additional information be required.

Respectfully submitted,

AT&T Inc.

/s/ Peter J. Schildkraut

Peter J. Schildkraut
Arnold & Porter LLP
555 12th Street, NW
Washington, DC 20004
(202) 942-5634

Counsel for AT&T Inc.

Verizon Wireless

/s/ Nancy J. Victory

Nancy J. Victory
Wiley Rein LLP
1776 K Street, NW
Washington, DC 20006
(202) 719-7344

Counsel for Verizon Wireless

cc: David Krech
Kathy Harris

³ *In re Applications of Cellco P'ship d/b/a Verizon Wireless & Rural Cellular Corp.*, WT Dkt. No. 07-208, Memorandum Opinion and Order and Declaratory Ruling, FCC 08-181 (rel. Aug. 1, 2008).