

Wireless customers also continue to receive new and better services at increasingly lower costs. As the Commission has noted, “[t]he continued rollout of differentiated pricing plans also indicates a competitive marketplace.”<sup>165</sup> The Commission has observed “independent pricing behavior, in the form of continued experimentation with varying pricing levels and structures, for varying service packages.”<sup>166</sup> Moreover, the Commission has examined rural areas, such as many involved in this transaction, and found that competition in those areas was no less vigorous than in more populous areas.<sup>167</sup> Wi-Fi and WiMAX also provide mobile users with additional options, and major providers have jumped into the fray.<sup>168</sup> In addition, the expansion by a number of newer carriers (*e.g.*, Leap Wireless and MetroPCS) to more nationwide service offerings will provide subscribers with additional facilities-based competitive alternatives.<sup>169</sup>

Customers who are dissatisfied with the pricing, service or features they are receiving from their existing wireless carrier can and frequently do switch carriers, facilitated by wireless local number portability. The Commission reported that carriers experienced monthly churn rates of 1.5 to 3 percent per month in the first quarter of 2007.<sup>170</sup> The high frequency of

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<sup>165</sup> *Twelfth Annual CMRS Report* at 2292, ¶ 112.

<sup>166</sup> *Id.*

<sup>167</sup> *See id.* at 2291, ¶¶ 109-10.

<sup>168</sup> T-Mobile has 8,500 “hotspots” where its customers can get connectivity, while Sprint has 8,000 hotspot locations. *Id.* at 2343-44, ¶ 254 (citation omitted). As discussed above, AT&T has 17,000 Wi-Fi hotspots.

<sup>169</sup> *See* Press Release, MetroPCS Commc’ns Inc., MetroPCS Launches MetroPCS Unlimited Nationwide<sup>SM</sup> (Nov. 6, 2008), *available at* <http://investor.metropcs.com/phoenix.zhtml?c=177745&p=NewsArticle&id=1223573>; Press Release, Leap Wireless Int’l Inc., Leap’s Cricket Service Now Offers Free, Unlimited Messaging in All Plans - New Plans Include Nationwide Calling and Free Unlimited Text, Picture and Instant Messaging (Apr. 3, 2007), *available at* <http://phx.corporate-ir.net/phoenix.zhtml?c=95536&p=irol-newsArticle&ID=981169&highlight=>

<sup>170</sup> *Twelfth Annual CMRS Report* at 2318, ¶ 187.

customer switching demonstrates that carriers must compete aggressively to retain the patronage of their customers. AT&T, for example, must attract roughly 1.27 million new customers every month simply to replace the customers it loses to churn.<sup>171</sup>

3. Competition Will Remain Intense After This Transaction

Even if each CMA is assumed to be its own relevant geographic market, the proposed transaction will not harm competition. The merged firm will continue to face vigorous competition after the merger on the U.S. mainland from all three national carriers and various regional carriers.<sup>172</sup> Wireless services in Puerto Rico also are intensely competitive, with six carriers currently providing facilities-based service and strong coverage throughout the island: AT&T, Centennial, Sprint, T-Mobile, Claro and Open Mobile, a carrier owned by two large private equity investors, Columbia Capital and MC Ventures, both of which have substantial experience in the wireless market.<sup>173</sup> In the U.S. Virgin Islands, AT&T, Sprint, Innovative/VITELCO, Centennial and T-Mobile operate networks.<sup>174</sup> Taken together with the dynamics of competition in the wireless industry, and as explained in the Declaration of Robert

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<sup>171</sup> As of September 30, 2008, AT&T served 74.9 million wireless customers and, in the third quarter of 2008, its monthly wireless churn rate was 1.7 percent. AT&T Inc., Quarterly Report (Form 10-Q), at 17 (Nov. 5, 2008) (the number of customers (74.9 million) multiplied by the churn rate (1.7 percent) equals approximately 1.27 million, which is therefore roughly the number of new customers that AT&T must attract each month to replace the customers lost to churn).

<sup>172</sup> Willig et al. Decl. ¶ 29.

<sup>173</sup> Christopher Decl. ¶ 9. T-Mobile provides service on its own network in the U.S. Virgin Islands but does not currently sell plans to customers there. It could do so without expending significant sunk costs and therefore should be considered a current market participant. Dep't. of Justice & Fed. Trade Comm'n, Commentary on the Horizontal Merger Guidelines (Mar. 2006), available at <http://www.usdoj.gov/atr/public/guidelines/215247.pdf>.

<sup>174</sup> Christopher Decl. ¶ 9.

D. Willig et al., these facts ensure that the merger will not lead to either unilateral or coordinated anticompetitive effects in any market.<sup>175</sup>

a. Unilateral Effects on Retail Mobile Telephony/Broadband Services Are Unlikely

The Commission has recognized that a merger of wireless carriers will lead to the possibility of unilateral anticompetitive effects only under highly specific conditions. The accompanying Declaration of Robert D. Willig et al. sets out in detail the ten factors that must be analyzed to determine whether unilateral anticompetitive effects from a merger are likely.<sup>176</sup> In general these fall into four major categories: (1) the number of competitors and share of the merged firm; (2) whether the merging firms' offerings are close substitutes for one another; (3) the ease with which existing and new competitors can take customers away from the merged firm; and (4) the impact of competitive forces outside the CMA on the behavior of the merged firm. Each of these factors separately, and all of them collectively, lead to the conclusion that unilateral anticompetitive effects from this transaction are unlikely in any CMA.<sup>177</sup>

(i) Numerous Competitors Offer Comparable Service in All Areas Affected by the Transaction

There is a sufficient number of competitors operating and providing service in every CMA affected by the transaction to guard against unilateral exercise of market power. This is especially true because existing competitors face no barriers to expansion in these CMAs due to spectrum availability. In each CMA where AT&T and Centennial both operate today, their existing rivals have access to enough spectrum to compete effectively and to expand their service

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<sup>175</sup> Willig et al. Decl. ¶¶ 29-54.

<sup>176</sup> *Id.* ¶¶ 29-48.

<sup>177</sup> *Id.* ¶¶ 38-49.

in the event of a unilateral price increase.<sup>178</sup> As the Commission has recognized, as a general matter, wireless carriers will be able to add customers quickly because excess capacity is often available and can be utilized quickly by existing networks.<sup>179</sup> In the less populous areas involved in this transaction, it is especially true that firms can provide a competitive constraint with comparatively modest allocations of spectrum.

(ii) Centennial and AT&T Are Not Close Substitutes

Unilateral effects also are unlikely because the services of Centennial and AT&T are not especially close substitutes. The Commission has previously recognized that wireless carriers are differentiated along such dimensions as quality, coverage and plan features.<sup>180</sup> If customers consider the merging parties “to be more distant substitutes for one another in the spectrum of differentiated choices available, or if there are multiple choices available to customers that they view as similarly close substitutes for one another, then anticompetitive unilateral effects may be less likely to occur or may be less significant.”<sup>181</sup> That is the case here.

As discussed above, AT&T focuses on the other national carriers in its competitive decision-making and does not consider Centennial in deciding on pricing and service offerings.

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<sup>178</sup> The Commission has recognized the significance of spectrum availability in a market-by-market analysis of competition *See, e.g., In re Union Tel. Co., Celco P'ship d/b/a Verizon Wireless Applications for 700 MHz Band Licenses, Auction No. 73, File No. 0003371176, Memorandum Opinion and Order, FCC 08-257, ¶ 18 (rel. Nov. 13, 2008)* (factors to be considered in assessment of market conditions include “(1) the total spectrum available for mobile telephony use; (2) the particular applicant’s portion of available spectrum; (3) licensees in the market and their spectrum holdings; (4) licensees currently providing service in the market; (5) whether current service providers, who may be capacity constrained in the near-term, can access additional spectrum in the market either through auction or on the secondary market; and (6) licensees currently holding spectrum that could enter the market to provide service.”); *see also AT&T Mobility/Aloha Order* at 2237, ¶ 12.

<sup>179</sup> *See, e.g., Cingular/AT&T Wireless Order* at 21,576, ¶ 135.

<sup>180</sup> *Cingular/AT&T Wireless Order* at 21,572-73, ¶ 123.

<sup>181</sup> *Id.* at 21,571, ¶ 117; *see also Willig et al. Decl.* ¶ 31.

Furthermore, additional handset, plan and service choices and a vastly larger home network of coverage will be made available to Centennial customers as a result of the transaction.<sup>182</sup>

Consumers who most value these offerings today are looking to AT&T and other national carriers and not to Centennial.<sup>183</sup> Indeed, Centennial targets customers who live, work and play in its footprint and does not seek to acquire customers who travel frequently outside of its footprint.<sup>184</sup>

(iii) Competitors and New Entrants Can Rapidly Win Customers from Incumbents

Another reason unilateral anticompetitive effects are unlikely is, as the Commission has acknowledged, the ease with which customers of the merged carrier could switch to rival carriers in the event of a unilateral price increase.<sup>185</sup> The significant customer churn indicates that carriers have little ability to retain their customers if they are not providing competitive pricing, service and features.<sup>186</sup> Thus, the merged firm could not unilaterally increase price without losing customers to other wireless competitors offering comparable service.

(iv) Metropolitan Areas in Proximity to Overlap CMAAs Will Restrain the Merged Firm's Ability To Raise Prices Unilaterally

As noted above, both AT&T and Centennial, and most other wireless carriers, set prices on a national basis and not at the level of individual CMAAs. In any event, any effort to

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<sup>182</sup> Hunt Decl. ¶¶ 8, 10-11; *see also* Willig et al. Decl. ¶¶ 16, 21.

<sup>183</sup> Willig et al. Decl. ¶ 34.

<sup>184</sup> Hunt Decl. ¶ 19.

<sup>185</sup> *See, e.g., Cingular/AT&T Wireless Order* at 21,575, ¶ 132.

<sup>186</sup> *Twelfth Annual CMRS Report* at 2319, ¶ 188; *Eleventh Annual CMRS Report* at 10,950, ¶ 4 (“Consumers continue to pressure carriers to compete on price and other terms and conditions of service by freely switching providers in response to differences in the cost and quality of service.”).

discriminate in price on a very local level would be defeated by competitors present in adjacent larger metropolitan areas. Many of the CMAs where AT&T and Centennial both operate are adjacent to or near larger metropolitan areas.<sup>187</sup> For example, CMA 460 (Louisiana 7 - West Feliciana) is just north of two metropolitan areas, Baton Rouge and New Orleans; CMA 458 (Louisiana 5 - Beauregard) abuts the Baton Rouge, Lafayette and Lake Charles metropolitan areas; CMA 501 (Mississippi 9 - Copiah) is adjacent to and just south of Jackson, Mississippi; CMA 101 (Beaumont-Port Arthur, Texas) is just east of the Houston metropolitan area; CMAs 408 (Indiana 6 - Randolph), 405 (Indiana 3 - Huntington), 217 (Anderson, Indiana), 236 (Muncie, Indiana) and 271 (Kokomo, Indiana) surround the Indianapolis metropolitan area to the north and east; CMA 480 (Michigan 9 - Cass) is west of two metropolitan areas, Detroit and Toledo; and CMA 403 (Indiana 1-Newton) is east of the Chicago metropolitan area.<sup>188</sup>

Residents of these CMAs often commute to the nearby metropolitan areas for work, shopping or entertainment and are exposed to the same media advertising as metropolitan area residents. As a result, these consumers can and do purchase wireless service from additional providers in the metropolitan area, which cover the CMA through roaming. The availability of these providers imposes an additional competitive constraint on the merged firm. If a critical number of consumers would buy wireless services in a metropolitan area adjacent to the CMA in the event of a unilateral post-merger price increase, such a price increase would be constrained.<sup>189</sup> As a result, the merged firm cannot consider a price increase without taking into

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<sup>187</sup> Moore Decl. ¶ 5; Hunt Decl. ¶ 5.

<sup>188</sup> Hunt Decl. ¶ 5.

<sup>189</sup> Willig et al. Decl. ¶¶ 43-45; *Twelfth Annual CMRS Report* at 2266, 2331, ¶¶ 51, 221 (stating that Economic Areas ("EAs") "capture[s] the area in which the average person shops for and purchases a mobile phone, most of the time" and finding that EAs include "the place of work and the place of residence of its labor force.").

account the response of competitors that operate in Economic Areas that encompass the overlap CMAs, nor could it effectively target a price increase.<sup>190</sup> Proximity to the larger area means that consumers in the outlying CMA benefit from competitive conditions in the metropolitan area.

b. Coordinated Effects Are Unlikely

This transaction also will not result in coordinated anticompetitive effects. In reviewing previous mergers of wireless carriers, the Commission has found that necessary conditions for successful coordination depend on “the ability to reach terms of coordination that are profitable for each of the firms involved” and “the ability to detect and punish deviations that would undermine the coordinated interaction.”<sup>191</sup> A number of conditions in the current marketplace for wireless services make it unlikely that successful coordination would occur, including the following:<sup>192</sup>

- Product heterogeneity. Competition among wireless carriers takes a variety of different forms. Carriers compete not only on the basis of rate plan pricing, but also on plan features, handset offerings and pricing, unique content offerings and service quality, among other things.<sup>193</sup> The Commission has previously found that coordination is more difficult where products are diverse.<sup>194</sup>

<sup>190</sup> Willig et al. Decl. ¶ 43.

<sup>191</sup> *Cingular/AT&T Wireless Order* at 21,580, ¶ 151; *see also Verizon/RCC Order* at 12,496, ¶ 67; *AT&T/Dobson Order* at 20,321-22, ¶ 48; *In re Applications for the Assignment of License from Denali PCS, L.L.C. to Alaska DigiTel, L.L.C. and the Transfer of Control of Interests in Alaska DigiTel, L.L.C. to Gen. Commc'n, Inc.*, Memorandum Opinion and Order, 21 FCC Rcd. 14,863, 14,896, ¶ 77 (2006) (“*Denali/Alaska DigiTel Order*”); *Midwest Wireless Order* at 11,554, ¶ 60; *Sprint/Nextel Order* at 13,995, ¶ 69.

<sup>192</sup> Willig et al. Decl. ¶¶ 49-54.

<sup>193</sup> *Twelfth Annual CMRS Report* at 2245, 2292-98, ¶¶ 1, 112-14, 116-25 (observing “independent pricing behavior, in the form of continued experimentation with varying pricing levels and structures, for varying service packages, with various handsets and policies on handset pricing,” discussing handset offerings, national rate pricing plans, family plans, “unlimited” calling plans, prepaid service plans, and content offerings such as text, photo, and video messaging, web browsing, and other cell phone content, and noting the non-price rivalry fueled by providers selecting a variety of next-generation networks based on competing technological standards.). Carriers compete with a wide variety of plans, offerings, subsidies, and rebates including handset subsidies, free minutes, peak and off-peak periods, roaming charges, free long distance, free mobile-to-mobile calls, group and family calling plans, and many others. *See id.* at

Footnote continued on next page

- Excess capacity and ease of expansion. Competitors that possess excess capacity could readily increase their output of wireless services in order to take advantage of the increased demand that would result if carriers attempted to elevate prices through tacit or explicit coordination.<sup>195</sup>
- Cheating would be easy to accomplish and difficult to detect. Cheating would be difficult for rivals to punish.<sup>196</sup> For example, facilities-based competitors could cheat on a coordinated pricing or market division-type agreement among carriers by selling cheaply to a reseller, or by signing roaming agreements. Each of those approaches would have the effect of increasing the carrier's output – the minutes of use that customers enjoy on their networks – without changing the prices or terms of service on their own plans. Increases in output exert downward pressure on prices.<sup>197</sup>
- Uncertainty of future demand. In the wireless industry, in which there is rapid technological change and rollout of new services, including mobile broadband, mobile video, Wi-Fi, WiMAX, and others, there is likely to be uncertainty about future levels of demand for any given service.<sup>198</sup> Coordination may be more difficult in a market with relatively frequent demand or cost fluctuations among firms.<sup>199</sup>

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2292, ¶ 112 (national pricing plans, free long distance and roaming, and family plans); at 2292, ¶ 113 (“unlimited” plans); at 2293, ¶ 115 (reduction in early termination fees); at 2293-94, ¶¶ 116-17 (prepaid service plans); at 2294-97, ¶¶ 118-23 (mobile data pricing and content offerings); at 2292, 2320, 2322, ¶¶ 112, 192, 196 n.495 (handset pricing).

<sup>194</sup> *Cingular/AT&T Wireless Order* at 21,582, ¶ 156; see also *Denali/Alaska DigiTel Order* at 14,893, ¶ 68 n.206; *Midwest Wireless Order* at 11,549, ¶ 46 n.173; *Sprint/Nextel Order* at 13,997, ¶ 75; U.S. Dep't of Justice, *Voice, Video and Broadband: The Changing Competitive Landscape and Its Impact on Consumers* 31 n.155 (Nov. 2008).

<sup>195</sup> Willig et al. Decl. ¶ 52; see also *Cingular/AT&T Wireless Order* at 21,576, ¶ 135 (“[I]t will generally be feasible for firms to add customers quickly because excess capacity is often available and because non-trivial increases in the capacity to serve customers can be realized rapidly.”).

<sup>196</sup> Willig et al. Decl. ¶ 53.

<sup>197</sup> Dep't. of Justice & Fed. Trade Comm'n, *Commentary on the Horizontal Merger Guidelines 27* (Mar. 2006), available at <http://www.usdoj.gov/atr/public/guidelines/215247.pdf> (“[T]he Agencies consider whether proposed mergers would, once consummated, likely provide the incentive to restrict capacity or output significantly and thereby drive up prices.”).

<sup>198</sup> Willig et al. Decl. ¶ 54.

<sup>199</sup> Dep't. of Justice & Fed. Trade Comm'n, *Horizontal Merger Guidelines § 2.12* (1992, am. 1997), available at <http://www.ftc.gov/bc/docs/horizmer.htm>.

In light of all these conditions in the marketplace, there is no reason for concern that the acquisition of Centennial by AT&T would result in coordinated effects, whether tacit or explicit. As the Declaration of Robert D. Willig et al. explains, it would be too easy to deviate from the terms agreed upon by a hypothetical cartel and too hard to punish such deviation, and the profits of such "cheating" would simply be too great for coordination to be sustained.<sup>200</sup>

B. The Merger Will Not Harm Competition in the Provision of Wireline Services

In addition to its wireless business, Centennial provides fiber broadband services primarily to business and, to a lesser extent, residential subscribers as a CLEC in Puerto Rico.<sup>201</sup> Those services include the provision of voice, data and Internet solutions.<sup>202</sup> Centennial also provides wholesale services to carriers in Puerto Rico.<sup>203</sup> In addition to the much larger incumbent wireline carrier, TELPRI, other facilities-based competitors in Puerto Rico include WorldNet and Prepa.net, which is an affiliate of the local electric power company.<sup>204</sup>

AT&T does not have wireline network facilities in Puerto Rico (other than a node and submarine cable assets), although it serves certain enterprise customers there through arrangements with local providers.<sup>205</sup> AT&T primarily serves, and markets exclusively to, the Puerto Rican operations of large, multinational enterprises, offering a range of enterprise data and voice services including VPN and managed network services, delivered over the facilities of local carriers in Puerto Rico.<sup>206</sup> In that business, AT&T's principal competitors are other global

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<sup>200</sup> Willig et al. Decl. ¶¶ 52-53.

<sup>201</sup> Hunt Decl. ¶ 21.

<sup>202</sup> *Id.*

<sup>203</sup> *Id.* ¶ 22.

<sup>204</sup> *Id.* ¶ 21.

<sup>205</sup> Moore Decl. ¶ 34.

<sup>206</sup> *Id.* ¶ 35.

enterprise providers such as Verizon and BT, and Centennial is not a significant competitor.<sup>207</sup>

To the extent Centennial serves enterprise customers, its focus is providing local connectivity on its fiber network.<sup>208</sup> AT&T does not actively market to medium and small business customers in Puerto Rico.<sup>209</sup>

There will be no adverse effect on competition because, as noted above, AT&T and Centennial do not compete with each other in this market to any meaningful degree, and the merged firm will continue to face substantial competition from the ILEC, TELPRI, and the other CLECs in Puerto Rico, WorldNet and Prepa.net.<sup>210</sup> WorldNet has deployed soft switching and other broadband network equipment and has stated that it plans to become a facilities-based competitor to the ILEC.<sup>211</sup> Over the past three years, it has invested \$40 million to build its own infrastructure.<sup>212</sup> In addition, Prepa.net has deployed fiber facilities and has data switching capability to carry IP traffic.<sup>213</sup>

Thus, the combined company, with its global reach and financial strength, will be well-positioned to serve as a strong competitor to other wireline providers, including to provide more

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<sup>207</sup> *Id.*

<sup>208</sup> Moore Decl. ¶ 35; *see* Hunt Decl. ¶ 21.

<sup>209</sup> Moore Decl. ¶ 39. AT&T also does not actively market stand-alone long distance services in Puerto Rico. After the transaction, customers in Puerto Rico will continue to have numerous alternatives to AT&T for long distance, including Telefónica Larga Distancia de Puerto Rico (TLD), PRT-Larga Distancia, Sprint, Verizon, and cable VoIP providers.

<sup>210</sup> Willig et al. Decl. ¶¶ 56-58.

<sup>211</sup> M.J. Richer, *In the Caribbean, the Reseller-Turned-CLEC Goes Fishing for New Customers and Revenue Opportunities*, Tellabs Emerge, Winter 2006/07, available at [http://www.tellabs.com/news/reprints/emerge\\_winter06-07\\_widernet-reprint.pdf](http://www.tellabs.com/news/reprints/emerge_winter06-07_widernet-reprint.pdf).

<sup>212</sup> Worldnetpr.com, History, <http://www.worldnetpr.com/english/history.htm> (last visited Nov. 17, 2008).

<sup>213</sup> Hunt Decl. ¶ 21.

reliable end-to-end connections to the numerous Fortune 1000 and Forbes Global 2000 companies with operations in Puerto Rico.<sup>214</sup>

There are currently five main undersea cables connecting Puerto Rico to the mainland United States: (1) the Emergia cable system, (2) ARCOS-1, (3) Americas-2, (4) GCN/Global Crossing MAC and (5) Taino/Americas-1. Centennial owns or leases capacity on three of the five cables, with the exception of the Emergia and Americas-1 cables.<sup>215</sup> AT&T also has capacity on these cable systems and on others serving Puerto Rico.<sup>216</sup> Both companies use their submarine cable capacity for the traffic requirements of their own commercial customers. Neither markets submarine cable capacity, although they may, from time to time, make submarine cable capacity available to other carriers on an individual case basis.<sup>217</sup> Thus, AT&T and Centennial do not compete in the provision of submarine cable services for carriers.<sup>218</sup>

Further, the capacity of these cable systems is vast, with almost 100,000 E-1s as of 2006.<sup>219</sup> Other cables systems, including Americas-1 and Columbus 2, Antillas, and MAC/SAC, with a combined capacity, as of 2006, of over 138,000 E-1s, also serve these points.<sup>220</sup> Many of the largest telecommunications companies in the world have significant undersea capacity on these cables, including Verizon, Sprint, Telefónica and Global Crossing.<sup>221</sup> Most of these cable

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<sup>214</sup> Moore Decl. ¶ 38.

<sup>215</sup> Hunt Decl. ¶ 23.

<sup>216</sup> Moore Decl. ¶ 40.

<sup>217</sup> *Id.*; Hunt Decl. ¶ 23.

<sup>218</sup> Moore Decl. ¶ 40; Hunt Decl. ¶ 23.

<sup>219</sup> See Int'l Bureau, FCC, 206 Section 43.82 Circuit Status Data 32 (Feb. 2008).

<sup>220</sup> *Id.*

<sup>221</sup> Hunt Decl. ¶ 23

systems can be upgraded and several are scheduled to be upgraded.<sup>222</sup> In short, this merger will not have any adverse impact on the ability of others to acquire needed capacity along any of the routes on which Centennial and AT&T have capacity.

#### **VII. RELATED GOVERNMENTAL FILINGS**

The Department of Justice will conduct its own review of the competitive aspects of this transaction pursuant to the Hart-Scott-Rodino Antitrust Improvements Act of 1976<sup>223</sup> and the rules promulgated thereunder. The Applicants are submitting a pre-merger notification form and an associated documentary appendix to the Department and the Federal Trade Commission, and they fully expect that this review will confirm that the merger of AT&T and Centennial is in the public interest and not anticompetitive.

#### **VIII. MISCELLANEOUS REGULATORY ISSUES**

In addition to seeking the Commission's approval of the transfers of control of the authorizations and spectrum leases covered in these applications, the Applicants also request approval for the additional authorizations described below.

##### **A. After-Acquired Authorizations**

While the list of call signs and file numbers referenced in each application or notification is intended to be complete and to include all of the licenses, authorizations and spectrum leases held by the respective licensees or lessees that are subject to the transaction, Centennial licensees or lessees may now have on file, and may hereafter file, additional requests for authorizations for new or modified facilities which may be granted or may enter into new spectrum leases before the Commission takes action on these transfer applications. Accordingly, the Applicants request

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<sup>222</sup> *Id.*

<sup>223</sup> 15 U.S.C. § 18a.

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 or lease notifications that are pending at the time of consummation; and (4) any leases of spectrum into which Centennial subsidiaries enter as lessees during the pendency of the transaction and the period required for consummation of the transaction. Such action would be consistent with prior decisions of the Commission.<sup>224</sup>

Moreover, because AT&T is acquiring Centennial and all of its FCC authorizations, AT&T requests that Commission approval include any authorizations that may have been inadvertently omitted.

B. Trafficking

To the extent any authorizations for unconstructed systems are covered by this transaction, these authorizations are merely incidental, with no separate payment being made for any individual authorization or facility. Accordingly, there is no reason to review the transaction from a trafficking perspective.<sup>225</sup>

<sup>224</sup> See, e.g., *SBC/AT&T Order* at 18,392, ¶ 212; *Cingular/AT&T Wireless Order* at 21,626, ¶ 275; *In re Applications for Consent to the Transfer of Control of Licenses and Section 214 Authorizations from S. New Eng. Telecomms. Corp. to SBC Commc'ns, Inc.*, Memorandum Opinion and Order, 13 FCC Rcd. 21,292, 21,317, ¶ 49 (1998); *In re Applications of NYNEX Corp. and Bell Atl. Corp.*, Memorandum Opinion and Order, 12 FCC Rcd. 19,985, 20,097-98, ¶¶ 246-56 (1997); *In re Applications of Pac. Telesis Group and SBC Commc'ns, Inc.*, Memorandum Opinion and Order, 12 FCC Rcd. 2624, 2665, ¶ 93 (1997); *In re Applications of Craig O. McCaw and Am. Tel. & Tel. Co.*, Memorandum Opinion and Order, 9 FCC Rcd. 5836, 5909, ¶ 137 n.300 (1994), *aff'd sub nom. SBC Commc'ns Inc. v. FCC*, 56 F.3d 1484 (D.C. Cir. 1995), *recons. in part*, 10 FCC Rcd. 11,786 (1995).

<sup>225</sup> See 47 C.F.R. § 1.948(i) (noting that the Commission *may* request additional information regarding trafficking if it appears that a transaction involves unconstructed authorizations that were obtained for the principal purpose of speculation); *id.* § 101.55(c)-(d) (permitting transfers

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C. Blanket Exemption to Cut-Off Rules

The public notice announcing this transaction will provide adequate notice to the public with respect to the licenses involved, including any for which license modifications are now pending. Therefore, no waiver needs to be sought from sections 1.927(h) and 1.929(a)(2) of the Commission's rules to provide a blanket exemption from any applicable cut-off rules in cases where the Applicants file amendments to pending applications to reflect the consummation of the proposed transfers of control.<sup>226</sup>

**IX. CONCLUSION**

For the foregoing reasons, the Commission should conclude that the merger of AT&T and Centennial serves the public interest, convenience and necessity and should expeditiously grant the applications to transfer control of Centennial's FCC authorizations to AT&T.

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of unconstructed microwave facilities that are "incidental to a sale of other facilities or merger of interests").

<sup>226</sup> See *In re Applications of Ameritech Corp. and GTE Consumer Servs. Inc.*, Memorandum Opinion and Order, 15 FCC Rcd. 6667, 6668, ¶ 2 n.6 (WTB 1999); *In re Applications of Comcast Cellular Holdings, Co. and SBC Commc'ns, Inc.*, Memorandum Opinion and Order, 14 FCC Rcd. 10,604, 10,605 ¶ 2 n.3 (WTB 1999).

Appendix A: Spectrum  
Aggregation Chart

Spectrum Aggregation Chart

CMA	Name	County	AP&T (MHz)	Centennial (MHz)	Combined (MHz)	Screen (MHz)
064	Grand Rapids, MI	Kent	54	30	84	145
064	Grand Rapids, MI	Ottawa	54(89)	30	84(119)	145
078	Lansing-East Lansing, MI	Clinton	52	30	82	145
078	Lansing-East Lansing, MI	Eaton	52	30	82	145
078	Lansing-East Lansing, MI	Ingham	52	30	82	145
078	Lansing-East Lansing, MI	Ionia	72	30	102	145
091	San Juan-Caguas, PR	Aguas Buenas	57	30	87	95
091	San Juan-Caguas, PR	Barceloneta	57	30	87	95
091	San Juan-Caguas, PR	Bayamon	57	30	87	95
091	San Juan-Caguas, PR	Caguas	57	30	87	95
091	San Juan-Caguas, PR	Canovanas	57	30	87	95
091	San Juan-Caguas, PR	Carolina	57	30	87	95
091	San Juan-Caguas, PR	Catano	57	30	87	95
091	San Juan-Caguas, PR	Cayey	57	30	87	95
091	San Juan-Caguas, PR	Cidra	57	30	87	95
091	San Juan-Caguas, PR	Corozal	57	30	87	95
091	San Juan-Caguas, PR	Dorado	57	30	87	95
091	San Juan-Caguas, PR	Fajardo	57	30	87	95
091	San Juan-Caguas, PR	Florida	57	30	87	95
091	San Juan-Caguas, PR	Guaynabo	57	30	87	95
091	San Juan-Caguas, PR	Gurabo	57	30	87	95
091	San Juan-Caguas, PR	Humacao	57	30	87	95
091	San Juan-Caguas, PR	Juncos	57	30	87	95
091	San Juan-Caguas, PR	Las Piedras	57	30	87	95
091	San Juan-Caguas, PR	Loiza	57	30	87	95
091	San Juan-Caguas, PR	Luquillo	57	30	87	95
091	San Juan-Caguas, PR	Manati	57	30	87	95
091	San Juan-Caguas, PR	Naranjito	57	30	87	95
091	San Juan-Caguas, PR	Rio Grande	57	30	87	95
091	San Juan-Caguas, PR	Salinas	57	30	87	95
091	San Juan-Caguas, PR	San Juan	57	30	87	95
091	San Juan-Caguas, PR	San Lorenzo	57	30	87	95
091	San Juan-Caguas, PR	Toa Alta	57	30	87	95
091	San Juan-Caguas, PR	Toa Baja	57	30	87	95
091	San Juan-Caguas, PR	Trujillo Alto	57	30	87	95
091	San Juan-Caguas, PR	Vega Alta	57	30	87	95
091	San Juan-Caguas, PR	Vega Baja	57	30	87	95
094	Saginaw-Bay City-Midland, MI	Bay	72	10	82	125
094	Saginaw-Bay City-Midland, MI	Midland	82	10	92	125
094	Saginaw-Bay City-Midland, MI	Saginaw	72	10	82	125
096	Fort Wayne, IN	Adams	54	35	89	145
096	Fort Wayne, IN	Allen	54	35	89	145
096	Fort Wayne, IN	DeKalb	54	35	89	145
096	Fort Wayne, IN	Wells	54	35	89	145
096	Fort Wayne, IN	Whitley	54	35	89	145
101	Beaumont-Port Arthur, TX	Hardin	92	25	117	145
101	Beaumont-Port Arthur, TX	Jefferson	92	25	117	145
101	Beaumont-Port Arthur, TX	Orange	92	25	117	145
129	South Bend-Mishawaka, IN	Marshall	79	25	104	145
129	South Bend-Mishawaka, IN	St. Joseph	79	25	104	145
132	Kalamazoo, MI	Kalamazoo	84	25	109	145
132	Kalamazoo, MI	Van Buren	84	25	109	145
147	Ponce, PR	Juana Diaz	67	30	97	125
147	Ponce, PR	Ponce	67	30	97	125
147	Ponce, PR	Villalba	67	30	97	125
158	Lima, OH	Allen	30	20	50	125

**Spectrum Aggregation Chart**

OMA	Name	County	APRT (MHz)	Centennial (MHz)	Combined (MHz)	Screen (MHz)
158	Lima, OH	Auglaize	30	20	50	125
158	Lima, OH	Putnam	30	20	50	125
158	Lima, OH	Van Wert	30	20	50	125
169	Mayaguez, PR	Anasco	67	30	97	125
169	Mayaguez, PR	Cabo Rojo	67	30	97	125
169	Mayaguez, PR	Hormigueros	67	30	97	125
169	Mayaguez, PR	Mayaguez	67	30	97	125
169	Mayaguez, PR	San German	67	30	97	125
174	Lafayette, LA	Lafayette	55	25	80	145
174	Lafayette, LA	St. Martin	55	25	80	145
177	Battle Creek, MI	Barry	62	25	87	145
177	Battle Creek, MI	Calhoun	62	25	87	145
181	Muskegon, MI	Muskegon	87	10	97	145
181	Muskegon, MI	Oceana	87	10	97	145
193	Benton Harbor, MI	Berrien	52	25	77	145
197	Lake Charles, LA	Calcasieu	75	25	100	145
202	Arecibo, PR	Arecibo	67	30	97	125
202	Arecibo, PR	Camuy	67	30	97	125
202	Arecibo, PR	Hatillo	67	30	97	125
202	Arecibo, PR	Quebradillas	67	30	97	125
204	Aguadilla, PR	Aguada	67	30	97	125
204	Aguadilla, PR	Aguadilla	67	30	97	125
204	Aguadilla, PR	Isabela	67	30	97	125
204	Aguadilla, PR	Moca	67	30	97	125
205	Alexandria, LA	Grant	60	25	85	145
205	Alexandria, LA	Rapides Parish	60	25	85	145
207	Jackson, MI	Jackson	42	25	67	145
217	Anderson, IN	Madison	65	10	75	145
223	Elkhart-Goshen, IN	Elkhart	52	25	77	145
236	Muncie, IN	Delaware	77	10	87	145
247	Lafayette, IN	Tippecanoe	67	10	77	145
271	Kokomo, IN	Howard	52	25	77	145
271	Kokomo, IN	Tipton	52	25	77	145
403	Indiana 1 - Newton	Jasper	62	25	87	145
403	Indiana 1 - Newton	LaPorte	72	25	97	145
403	Indiana 1 - Newton	Newton	62	25	87	145
403	Indiana 1 - Newton	Pulaski	52	25	77	145
403	Indiana 1 - Newton	Starke	67	25	92	145
403	Indiana 1 - Newton	White	42	35	77	145
404	Indiana 2 - Kosciusko	Kosciusko	42	35	77	145
404	Indiana 2 - Kosciusko	LaGrange	52	25	77	145
404	Indiana 2 - Kosciusko	Noble	42	35	77	145
404	Indiana 2 - Kosciusko	Steuben	42	35	77	145
405	Indiana 3 - Huntington	Blackford	50	25	75	145
405	Indiana 3 - Huntington	Grant	45	25	70	145
405	Indiana 3 - Huntington	Huntington	30	35	65	145
405	Indiana 3 - Huntington	Jay	50	25	75	145
406	Indiana 4 - Miami	Carroll	30	35	65	145
406	Indiana 4 - Miami	Cass	40	25	65	145
406	Indiana 4 - Miami	Clinton	30	35	65	145
406	Indiana 4 - Miami	Fulton	55	25	80	145
406	Indiana 4 - Miami	Miami	40	25	65	145
406	Indiana 4 - Miami	Wabash	45	25	70	145
407	Indiana 5 - Warren	Benton	67	10	77	145
407	Indiana 5 - Warren	Fountain	82	0	82	145
407	Indiana 5 - Warren	Montgomery	67	10	77	145

Spectrum Aggregation Chart

GMA	Name	County	AT&T (MHz)	Centennial (MHz)	Combined (MHz)	Scored (MHz)
407	Indiana 5 - Warren	Parke	72	0	72	145
407	Indiana 5 - Warren	Putnam	77	0	77	145
407	Indiana 5 - Warren	Warren	82	0	82	145
408	Indiana 6 - Randolph	Fayette	62	25	87	145
408	Indiana 6 - Randolph	Franklin	42	25	67	145
408	Indiana 6 - Randolph	Henry	62	25	87	145
408	Indiana 6 - Randolph	Randolph	62	25	87	145
408	Indiana 6 - Randolph	Rush	52	25	77	145
408	Indiana 6 - Randolph	Union	62	25	87	145
408	Indiana 6 - Randolph	Wayne	62	25	87	145
455	Louisiana 2 - Morehouse	East Carroll	45	25	70	145
455	Louisiana 2 - Morehouse	Franklin	45	25	70	145
455	Louisiana 2 - Morehouse	Madison	35	25	60	145
455	Louisiana 2 - Morehouse	Morehouse	70	0	70	145
455	Louisiana 2 - Morehouse	Richland	45	25	70	145
455	Louisiana 2 - Morehouse	Tensas	35	25	60	145
455	Louisiana 2 - Morehouse	West Carroll	45	25	70	145
456	Louisiana 3 - De Soto	De Soto	40(65)	0(25)	65	145
456	Louisiana 3 - De Soto	Natchitoches	40	25	65	145
456	Louisiana 3 - De Soto	Red River	65	0	65	145
456	Louisiana 3 - De Soto	Sabine	40	25	65	145
456	Louisiana 3 - De Soto	Vernon	85	25	110	145
457	Louisiana 4 - Caldwell	Caldwell	45	25	70	145
457	Louisiana 4 - Caldwell	Catahoula	35	25	60	145
457	Louisiana 4 - Caldwell	Concordia	70	25	95	145
457	Louisiana 4 - Caldwell	La Salle	60	25	85	145
457	Louisiana 4 - Caldwell	Winn	60	25	85	145
458	Louisiana 5 - Beauregard	Acadia	67	25	92	145
458	Louisiana 5 - Beauregard	Allen	87	25	112	145
458	Louisiana 5 - Beauregard	Avoyelles	97	25	122	145
458	Louisiana 5 - Beauregard	Beauregard	87	25	112	145
458	Louisiana 5 - Beauregard	Cameron	87	25	112	145
458	Louisiana 5 - Beauregard	Evangeline	67	25	92	145
458	Louisiana 5 - Beauregard	Jefferson Davis	87	25	112	145
458	Louisiana 5 - Beauregard	Pointe Coupee	67	25	92	145
458	Louisiana 5 - Beauregard	St. Landry	67	25	92	145
458	Louisiana 5 - Beauregard	Vermilion	42	25	67	145
459	Louisiana 6 - Iberville	Assumption	60	0	60	115
459	Louisiana 6 - Iberville	Iberia	55	25	80	115
459	Louisiana 6 - Iberville	Iberville	55	0(25)	55(80)	115
459	Louisiana 6 - Iberville	St. Mary	60	25	85	115
460	Louisiana 7 - West Feliciana	East Feliciana	67	25	92	145
460	Louisiana 7 - West Feliciana	St. Helena	67	25	92	125
460	Louisiana 7 - West Feliciana	Tangipahoa	67	25	92	125
460	Louisiana 7 - West Feliciana	Washington	82	25	107	145
460	Louisiana 7 - West Feliciana	West Feliciana	67	25	92	145
476	Michigan 5 - Manistee	Benzie	100	0	100	125
476	Michigan 5 - Manistee	Lake	120	0	120	145
476	Michigan 5 - Manistee	Leelanau	100	0	100	125
476	Michigan 5 - Manistee	Manistee	100	0	100	125
476	Michigan 5 - Manistee	Mason	100	10	110	145
476	Michigan 5 - Manistee	Missaukee	100	0	100	125
476	Michigan 5 - Manistee	Osceola	100	0	100	125
476	Michigan 5 - Manistee	Wexford	100	0	100	125
477	Michigan 6 - Roscommon	Arenac	80	25	105	125
477	Michigan 6 - Roscommon	Clare	90	25	115	125

### Spectrum Aggregation Chart

OMA	Name	County	AT&T (MHz)	Centennial (MHz)	Combined (MHz)	Screen (MHz)
477	Michigan 6 - Roscommon	Gladwin	80	25	105	125
477	Michigan 6 - Roscommon	Iosco	80	25	105	125
477	Michigan 6 - Roscommon	Ogemaw	80	25	105	125
477	Michigan 6 - Roscommon	Roscommon	100	25	125	125
478	Michigan 7 - Newaygo	Gratiot	70	25	95	125
478	Michigan 7 - Newaygo	Isabella	70	25	95	125
478	Michigan 7 - Newaygo	Mecosta	75	25	100	145
478	Michigan 7 - Newaygo	Montcalm	75	25	100	145
478	Michigan 7 - Newaygo	Newaygo	75	25	100	145
479	Michigan 8 - Allegan	Allegan	52	25	77	145
480	Michigan 9 - Cass	Branch	54	25	79	145
480	Michigan 9 - Cass	Cass	64	25	89	145
480	Michigan 9 - Cass	Hillsdale	54	25	79	145
480	Michigan 9 - Cass	Lenawee	54	25	79	145
480	Michigan 9 - Cass	St. Joseph	64	25	89	145
500	Mississippi 8 - Claiborne	Adams	82	25	107	115
500	Mississippi 8 - Claiborne	Amite	52	25	77	95
500	Mississippi 8 - Claiborne	Claiborne	67	25	92	115
500	Mississippi 8 - Claiborne	Franklin	82	25	107	115
500	Mississippi 8 - Claiborne	Jefferson	82(107)	25	107(132)	115
500	Mississippi 8 - Claiborne	Lincoln	52	25	77	95
500	Mississippi 8 - Claiborne	Pike	52	25	77	95
500	Mississippi 8 - Claiborne	Wilkinson	42	25	67	115
501	Mississippi 9 - Copiah	Copiah	57	25	82	145
501	Mississippi 9 - Copiah	Jefferson Davis	67	25	92	145
501	Mississippi 9 - Copiah	Lawrence	77	25	102	125
501	Mississippi 9 - Copiah	Marion	67	25	92	145
501	Mississippi 9 - Copiah	Simpson	67	25	92	145
501	Mississippi 9 - Copiah	Walthall	77	25	102	125
585	Ohio 1 - Williams	Defiance	42	35	77	145
585	Ohio 1 - Williams	Henry	42	25	67	145
585	Ohio 1 - Williams	Paulding	42	35	77	145
585	Ohio 1 - Williams	Williams	42	25	67	145
586	Ohio 2 - Sandusky	Erie	72	0	72	125
586	Ohio 2 - Sandusky	Huron	72	0	72	125
586	Ohio 2 - Sandusky	Sandusky	42	0	42	125
586	Ohio 2 - Sandusky	Seneca	42	30	72	125
589	Ohio 5 - Hancock	Crawford	60	0	60	145
589	Ohio 5 - Hancock	Hancock	30	30	60	145
589	Ohio 5 - Hancock	Hardin	30	20	50	125
589	Ohio 5 - Hancock	Marion	40	0	40	145
589	Ohio 5 - Hancock	Wyandot	30	30	60	145
723	Puerto Rico 1 - Rincon	Rincon	55	30	85	125
724	Puerto Rico 2 - Adjuntas	Adjuntas	67	30	97	125
724	Puerto Rico 2 - Adjuntas	Guanica	67	30	97	125
724	Puerto Rico 2 - Adjuntas	Guayanilla	67	30	97	125
724	Puerto Rico 2 - Adjuntas	Lajas	67	30	97	125
724	Puerto Rico 2 - Adjuntas	Lares	67	30	97	125
724	Puerto Rico 2 - Adjuntas	Las Marias	67	30	97	125
724	Puerto Rico 2 - Adjuntas	Maricao	67	30	97	125
724	Puerto Rico 2 - Adjuntas	Penuelas	67	30	97	125
724	Puerto Rico 2 - Adjuntas	Sabana Grande	67	30	97	125
724	Puerto Rico 2 - Adjuntas	San Sebastian	67	30	97	125
724	Puerto Rico 2 - Adjuntas	Yauco	67	30	97	125
725	Puerto Rico 3 - Ciales	Ciales	67	30	97	125
725	Puerto Rico 3 - Ciales	Jayuya	67	30	97	125

**Spectrum Aggregation Chart**

<b>CMA</b>	<b>Name</b>	<b>County</b>	<b>AirTel (MHz)</b>	<b>Centennial (MHz)</b>	<b>Combined (MHz)</b>	<b>Screen (MHz)</b>
725	Puerto Rico 3 - Ciales	Morovis	67	30	97	125
725	Puerto Rico 3 - Ciales	Orocovis	67	30	97	125
725	Puerto Rico 3 - Ciales	Utado	67	30	97	125
726	Puerto Rico 4 - Aibonito	Aibonito	67	30	97	125
726	Puerto Rico 4 - Aibonito	Arroyo	67	30	97	125
726	Puerto Rico 4 - Aibonito	Barranquitas	67	30	97	125
726	Puerto Rico 4 - Aibonito	Coamo	67	30	97	125
726	Puerto Rico 4 - Aibonito	Comerio	67	30	97	125
726	Puerto Rico 4 - Aibonito	Guayama	67	30	97	125
726	Puerto Rico 4 - Aibonito	Maunabo	67	30	97	125
726	Puerto Rico 4 - Aibonito	Patillas	67	30	97	125
726	Puerto Rico 4 - Aibonito	Santa Isabel	67	30	97	125
726	Puerto Rico 4 - Aibonito	Yabucoa	67	30	97	125
727	Puerto Rico 5 - Ceiba	Ceiba	45	30	75	95
727	Puerto Rico 5 - Ceiba	Naguabo	45	30	75	95
728	Puerto Rico 6 - Vieques	Vieques	55	30	85	125
729	Puerto Rico 7 - Culebra	Culebra	45	30	75	95
730	Virgin Islands 1 - St.Thomas Island	St. John	37	30	67	95
730	Virgin Islands 1 - St.Thomas Island	St. Thomas	37	30	67	95
731	Virgin Islands 2 - St. Croix Island	St. Croix	37	30	67	95

### Spectrum Aggregation Chart: Notes

1. The spectrum screen is based on the standards that the Commission set forth in its recent Verizon/ALLTEL and Sprint/Clearwire orders: 95 MHz, plus an additional 30 MHz where AWS-1 is currently available, and an additional 20 MHz where BRS is currently available.
2. To determine whether AWS-1 is currently available, a vendor obtained the relevant data from the NTIA website ([www.ntia.doc.gov/osmhome/reports/specrelo/pdf\\_20080717/data\\_20080717.htm](http://www.ntia.doc.gov/osmhome/reports/specrelo/pdf_20080717/data_20080717.htm)), and mapped all non-confidential fixed locations where the months to relocation were not deleted and greater than zero. It was then determined in which CMAs a transmitter or receiver was located or was crossed by a microwave path.
3. To determine whether BRS is currently available, a review was conducted of the transition initiation plans and completion notices filed in WT Docket No. 06-136.
4. This chart assumes the grant to AT&T of all of the 700 MHz licenses for which it was the high bidder in Auction No. 73.
5. The spectrum totals for AT&T and Centennial include AWS-1 only in those counties in which AWS-1 is currently available and thus included in the spectrum screen.
6. In CMA064, in Ottawa County, AT&T holds 54 MHz of spectrum, except in Grand Haven and Spring Lake Townships, where AT&T holds 89 MHz.
7. In CMA456, in DeSoto Parish, AT&T and Centennial hold the cellular A band licenses in different parts of the county.
8. In CMA459, in Iberville Parish, Centennial and Verizon/ALLTEL hold the cellular A band licenses in different parts of the county.
9. In CMA500, in Jefferson County, AT&T and Cellular South hold the cellular B band license in different parts of the county.

Appendix B:  
Compensation Chart

**Competitors Chart:  
700 MHz, Cellular and SMR Licensees**

CMA	Name	County	State	Lower 700 A (12 MHz)	Lower 700 B (12 MHz)	Lower 700 C (12 MHz)	Lower 700 D (6 MHz)	Lower 700 E (6 MHz)	Upper 700 C (22 MHz)	Upper 700 D (10 MHz)	Cellular A (25 MHz)	Cellular B (25 MHz)	ESMR
CMA064	Grand Rapids, MI	Kent	MI	Verizon	AT&T	AT&T	Qualcomm	Frontier (EchoStar)	Verizon	Unlicensed	Verizon	ALLTEL	Sprint [18.5]
CMA064	Grand Rapids, MI	Ottawa	MI	Verizon	AT&T	AT&T	Qualcomm	Frontier (EchoStar)	Verizon	Unlicensed	Verizon	ALLTEL	Sprint [18.5]
CMA078	Lansing-East Lansing, MI	Clinton	MI	Verizon	AT&T	Agri-Valley	Qualcomm	Frontier (EchoStar)	Verizon	Unlicensed	Verizon	ALLTEL	Sprint [18.5]
CMA078	Lansing-East Lansing, MI	Eaton	MI	Verizon	AT&T	Agri-Valley	Qualcomm	Frontier (EchoStar)	Verizon	Unlicensed	Verizon	ALLTEL	Sprint [18.5]
CMA078	Lansing-East Lansing, MI	Ingham	MI	Verizon	AT&T	Agri-Valley	Qualcomm	Frontier (EchoStar)	Verizon	Unlicensed	Verizon	ALLTEL	Sprint [18.5]
CMA078	Lansing-East Lansing, MI	Ionia	MI	Verizon	AT&T	Agri-Valley	Qualcomm	Frontier (EchoStar)	Verizon	Unlicensed	Verizon	ALLTEL	Sprint [18.5]
CMA091	San Juan-Caguas, PR	Aguas Buenas	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Barceloneta	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Bayamon	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Caguas	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Canovanas	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Carolina	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Catano	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]

**Competitors Chart:  
700 MHz, Cellular and SMR Licensees**

CMA	Name	County	State	Lower 700 A (12 MHz)	Lower 700 B (12 MHz)	Lower 700 C (12 MHz)	Lower 700 D (6 MHz)	Lower 700 E (6 MHz)	Upper 700 C (22 MHz)	Upper 700 D (10 MHz)	Cellular A (25 MHz)	Cellular B (25 MHz)	ESMR
CMA091	San Juan-Caguas, PR	Cayey	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Cidra	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Corozal	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Dorado	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Fajardo	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Florida	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Guaynabo	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Gurabo	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Humacao	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Juncos	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Las Piedras	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Loiza	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Luquillo	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]

**Competitors Chart:  
700 MHz, Cellular and SMR Licensees**

CMA	Name	County	State	Lower 700 A (12 MHz)	Lower 700 B (12 MHz)	Lower 700 C (12 MHz)	Lower 700 D (6 MHz)	Lower 700 E (6 MHz)	Upper 700 C (22 MHz)	Upper 700 D (10 MHz)	Cellular A (25 MHz)	Cellular B (25 MHz)	ESMR
CMA091	San Juan-Caguas, PR	Manati	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Naranjito	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Rio Grande	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Salinas	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	San Juan	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	San Lorenzo	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Toa Alta	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Toa Baja	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Trujillo Alto	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Vega Alta	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA091	San Juan-Caguas, PR	Vega Baja	PR	PRTC	PRTC	AT&T	Qualcomm	Frontier (EchoStar)	Triad 700	Unlicensed	AT&T	PRTC	Sprint [16.75]
CMA094	Saginaw-Bay City-Midland, MI	Bay	MI	Verizon	AT&T	Agri-Valley	Qualcomm	Frontier (EchoStar)	Verizon	Unlicensed	Verizon	ALLTEL	Sprint [17.75]
CMA094	Saginaw-Bay City-Midland, MI	Midland	MI	Verizon	AT&T	Agri-Valley	Qualcomm	Frontier (EchoStar)	Verizon	Unlicensed	Verizon	ALLTEL	Sprint [17.75]