



PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION
445 TWELFTH STREET, S.W.
WASHINGTON, D.C. 20554

News media information 202/418-0500 Fax-On-Demand 202/418-2830 Internet: <http://www.fcc.gov> [ftp.fcc.gov](ftp://ftp.fcc.gov)

MAILED
DEC 18 2008
FCC

DA 08-2713

Released: December 16, 2008

AT&T INC. AND CENTENNIAL COMMUNICATIONS CORP. SEEK FCC CONSENT TO TRANSFER CONTROL OF LICENSES, LEASING ARRANGEMENTS, AND AUTHORIZATIONS

WT Docket No. 08-246

PLEADING CYCLE ESTABLISHED

Petitions to Deny Due: January 15, 2009
Oppositions Due: January 26, 2009
Replies Due: February 2, 2009

I. INTRODUCTION

AT&T Inc. ("AT&T") and Centennial Communications Corp. ("Centennial") (collectively, "the Applicants") have filed a series of applications pursuant to Sections 214 and 310(d) of the Communications Act of 1934, as amended,¹ and Section 2 of the Cable Landing License Act.² In these applications, the Applicants seek Commission approval of the transfer of control of licenses, authorizations, and *de facto* transfer spectrum and spectrum manager leasing arrangements³ held by Centennial and its subsidiaries from Centennial to AT&T. The transfer of control will take place as a result of a proposed merger whereby Independence Merger Sub Inc. ("Merger Sub"), a wholly-owned subsidiary of AT&T, will be merged into Centennial. At closing, the separate corporate existence of Merger Sub will cease, and Centennial will continue as the surviving corporation and a wholly-owned subsidiary of AT&T.⁴

These transfer of control applications pertain to licenses and spectrum leasing arrangements for the Part 22 Cellular Radiotelephone Service, the Part 24 Personal Communications Service, the Part 27 Advanced Wireless Service, the Part 27 Educational Broadband Service, the Part 101 Common Carrier

¹ 47 U.S.C. §§ 214, 310(d).

² *Id.* § 35; *see generally* An Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34-39 ("Cable Landing License Act").

³ The filings for the spectrum manager leases are notifications, not applications for approval.

⁴ Centennial will continue to own the stock of its subsidiaries, and Centennial and its subsidiaries will continue to hold all of the FCC authorizations and spectrum leases that they held prior to the merger.

Fixed Point-to-Point Microwave Service, and the Part 101 39 GHz, Auctioned Service, as well as international and domestic Section 214 authorizations and a cable landing license.

II. SECTION 310(d) APPLICATIONS

The following applications for consent to the transfer of control of Centennial's wireless radio services licenses to AT&T have been assigned the file numbers listed below.

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0003652447 ⁵	Bauce Communications of Beaumont, Inc.	KNKA454
0003652455	Centennial Michiana License Company LLC	KNKA428
0003652457	Centennial Puerto Rico License Corp.	KNLF250
0003652459	Centennial Southeast License Company LLC	KNKA748
0003652461	Elkhart Metronet, Inc.	KNKA741
0003652467	Lafayette Cellular Telephone Company	KNKA458

The following application for consent to the transfer of control of Centennial's *de facto* transfer spectrum leasing arrangements and notification of the proposed transfer of control of Centennial's spectrum manager leasing arrangements have been assigned the file numbers listed below.

<u>File No.</u>	<u>Lessee</u>	<u>Lead Lease ID Number</u>
0003668912	Centennial Puerto Rico License Corp.	L000004145
0003674680	Centennial Puerto Rico License Corp.	L000004147

III. SECTION 214 AUTHORIZATIONS

The following applications for consent to the transfer of control of Centennial's international Section 214 authorizations to AT&T have been assigned the file numbers listed below.

<u>File No.</u>	<u>Authorization Holder</u>	<u>Authorization Number</u>
ITC-T/C-20081121-00508 ⁶	Centennial Communications Corp.	ITC-214-20000817-00545 ITC-214-19970923-00579
ITC-T/C-20081121-00509	Centennial Puerto Rico Operations Corp.	ITC-214-19980918-00669
ITC-T/C-20081121-00510	Centennial Puerto Rico License Corp.	ITC-214-19980430-00923

The Applicants have also filed an application to transfer control of the domestic Section 214 authority held by Centennial's subsidiary, Centennial Puerto Rico Operations Corp. ("CPROC") to AT&T in connection with the transaction described above. CPROC provides competitive wireline telecommunications services in Puerto Rico to business and residential subscribers. Applicants do not request streamlined treatment for the domestic Section 214 application under Section 63.03 of the Commission's rules.⁷ In light of the multiple applications before the Commission in this transaction and

⁵ This application is the lead application for the wireless radio services.

⁶ This application is the lead international Section 214 application.

⁷ 47 C.F.R. § 63.03.

the public interest review associated with them, we conclude, pursuant to Section 63.03(c) of the Commission's rules, that Applicants' domestic Section 214 application is not subject to streamlined treatment.⁸

IV. CABLE LANDING LICENSE APPLICATION

The following application for consent to the transfer of control of Centennial's interest in the submarine cable landing license for the America's II cable system to AT&T has been assigned the file number listed below.

<u>File No.</u>	<u>Authorization Holder</u>	<u>Authorization Number</u>
SCL-T/C-20081121-00018	Centennial Puerto Rico License Corp.	SCL-LIC-19980101-00036

V. EX PARTE STATUS OF THIS PROCEEDING

Pursuant to Section 1.1200(a) of the Commission's rules,⁹ the Commission may adopt modified or more stringent *ex parte* procedures in particular proceedings if the public interest so requires. We announce that this proceeding will be governed by permit-but-disclose *ex parte* procedures that are applicable to non-restricted proceedings under Section 1.1206 of the Commission's rules.¹⁰

Parties making oral *ex parte* presentations are directed to the Commission's statement reemphasizing the public's responsibility in permit-but-disclose proceedings and are reminded that memoranda summarizing the presentation must contain the presentation's substance and not merely list the subjects discussed.¹¹ More than a one- or two-sentence description of the views and arguments presented is generally required.¹² Other rules pertaining to oral and written presentations are set forth in Section 1.1206(b) as well.¹³ We urge parties to use the Electronic Comment Filing System ("ECFS") to file *ex parte* submissions.¹⁴

VI. GENERAL INFORMATION

The transfer of control applications referenced herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or

⁸ 47 C.F.R. § 63.03(c).

⁹ 47 C.F.R. § 1.1200(a).

¹⁰ *Id.* § 1.1206.

¹¹ See Commission Emphasizes the Public's Responsibilities in Permit-But-Disclose Proceedings, *Public Notice*, 15 FCC Rcd 19945 (2000).

¹² See 47 C.F.R. § 1.1206(b)(2).

¹³ *Id.* § 1.1206(b).

¹⁴ See discussion *infra* Part VI.

policies. Final action on these applications will not be taken earlier than thirty-one days following the date of this Public Notice.¹⁵

Interested parties must file petitions to deny no later than January 15, 2009. Persons and entities that file petitions to deny become parties to the proceeding. They may participate fully in the proceeding, including seeking access to any confidential information that may be filed under a protective order, seeking reconsideration of decisions, and filing appeals of a final decision to the courts. Oppositions to such pleadings must be filed no later than January 26, 2009. Replies to such pleadings must be filed no later than February 2, 2009. All filings concerning matters referenced in this Public Notice should refer to DA 08-2713 and WT Docket No. 08-246, as well as the specific file numbers of the individual applications or other matters to which the filings pertain.

Under the Commission's current procedures for the submission of filings and other documents,¹⁶ submissions in this matter may be filed electronically (*i.e.*, through ECFS) or by hand delivery to the Commission's Massachusetts Avenue location.

- **If filed by ECFS,**¹⁷ comments shall be sent as an electronic file via the Internet to <http://www.fcc.gov/e-file/ecfs.html>. In completing the transmittal screen, commenters should include their full name, Postal Service mailing address, and the applicable docket number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions for e-mail comments, commenters should send an e-mail to ecfs@fcc.gov, and should include the following words in the body of the message, "get form <your e-mail address>." A sample form and directions will be sent in reply.
- **If filed by paper,** the original and four copies of each filing must be filed by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (although we continue to experience delays in receiving U.S. Postal Service mail). The Commission's contractor, Natek, Inc., will receive hand-delivered or messenger-delivered paper filings for the Commission's Secretary at 236 Massachusetts Avenue, N.E., Suite 110, Washington, D.C. 20002. The filing hours at this location are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes must be disposed of before entering the building. Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743. U.S. Postal Service first-class mail, Express Mail, and Priority Mail should be addressed to 445 12th Street, S.W., Washington, D.C. 20554. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

One copy of each pleading must be delivered electronically, by e-mail or facsimile, or if delivered as paper copy, by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail (according to the procedures set forth above for paper filings), to: (1) the Commission's duplicating contractor, Best Copy and Printing, Inc., at FCC@BCPIWEB.COM or (2) 488-5563 (facsimile); (2) Erin McGrath, Mobility Division, Wireless Telecommunications Bureau,

¹⁵ See 47 U.S.C. § 309(b).

¹⁶ See Implementation of Interim Electronic Filing Procedures for Certain Commission Filings, *Order*, 16 FCC Rcd 21483 (2001); see also FCC Announces a New Filing Location for Paper Documents and a New Fax Number for General Correspondence, *Public Notice*, 16 FCC Rcd 22165 (2001); Reminder: Filing Locations for Paper Documents and Instructions for Mailing Electronic Media, *Public Notice*, 18 FCC Rcd 16705 (2003).

¹⁷ See Electronic Filing of Documents in Rulemaking Proceedings, GC Docket No. 97-113, *Report and Order*, 13 FCC Rcd 11322 (1998).

at erin.mcgrath@fcc.gov or (202) 418-7447 (facsimile); (3) Susan Singer, Spectrum and Competition Policy Division, Wireless Telecommunications Bureau, at susan.singer@fcc.gov or (202) 418-7447 (facsimile); (4) Linda Ray, Broadband Division, at linda.ray@fcc.gov or (202) 418-8188 (facsimile); (5) David Krech, Policy Division, International Bureau, at david.krech@fcc.gov or (202) 418-2824 (facsimile); (6) Jodie May, Competition Policy Division, Wireline Competition Bureau, at jodie.may@fcc.gov or (202) 418-0913; and (7) Neil Dellar, Office of General Counsel, at neil.dellar@fcc.gov or (202) 418-1234 (facsimile).

Copies of the applications and any subsequently-filed documents in this matter may be obtained from Best Copy and Printing, Inc. in person at 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, via telephone at (202) 488-5300, via facsimile at (202) 488-5563, or via e-mail at FCC@BCPIWEB.COM. The applications and any associated documents are also available for public inspection and copying during normal reference room hours at the following Commission office: FCC Reference Information Center, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. The applications are also available electronically through the Commission's ECFS, which may be accessed on the Commission's Internet website at <http://www.fcc.gov>. In addition, applications filed under Parts 22, 24, 27, and 101 of the Commission's rules are available electronically through ULS, which may be accessed on the Commission's Internet website. Additional information regarding the transaction will be available on the FCC's Office of General Counsel's website, <http://www.fcc.gov/ogc>, which will contain a fully indexed, unofficial listing and electronic copies of all materials in this docket. Alternate formats of this public notice (computer diskette, large print, audio recording, and Braille) are available to persons with disabilities by contacting Brian Millin at (202) 418-7426 (voice), (202) 418-7365 (TTY), or by sending an e-mail to access@fcc.gov.

For further information, contact Erin McGrath, Mobility Division, Wireless Telecommunications Bureau, at (202) 418-2042, or Susan Singer, Spectrum Competition and Policy Division, Wireless Telecommunications Bureau, at (202) 418-1340.

-FCC-