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August 13, 2009

VIA ELECTRONIC FILING

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, SW
Room TW-B204
Washington, DC 20554

Re: Cellco Partnership d/b/a Verizon Wireless and Atlantis Holdings LLC (“*Verizon/ALLTEL*”), WT Docket No. 08-95; Reexamination of Roaming Obligations of Commercial Mobile Radio Service Providers, WT Docket No. 05-265; and Fourteenth Annual Report and Analysis of Competitive Market Conditions with Respect to Commercial Mobile Services; ***EX PARTE***

Dear Ms. Dortch:

This letter is to advise you that on August 12, 2009, Robert Irving, Senior Vice President and General Counsel of Leap Wireless International, Inc. and Cricket Communications, Inc., Pantelis Michalopoulos of Steptoe & Johnson LLP, and the undersigned met with Federal Communications Commission General Counsel Austin Schlick, along with Jim Bird, Christopher Killion, Elizabeth Lyle, and Joel Rabinovitz of the Office of General Counsel. In the meeting, the Leap representatives described Cricket’s service offerings and demographics, and responded to various positions set forth in the filings of Verizon Wireless in the above-referenced dockets, specifically emphasizing the need for the Commission to move forward to clarify or reconsider the *Verizon-ALLTEL Order* for the reasons set forth in Leap’s filings, including its May 19, 2009 *Ex Parte* Letter.¹

In particular, Leap noted that:

¹ Letter to Marlene H. Dortch, Secretary, FCC from James H. Barker, Counsel for Leap/Cricket (May 19, 2009).

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- the intent of the Commission's adoption of the agreement election condition was to compensate for the elimination of a major wireless roaming partner that would have otherwise continued to expand into Verizon's territory;²
- the *Verizon-ALLTEL Order* is best read as keeping this election in force for a minimum of four years, since the contrary reading propounded by Verizon would permit Verizon to immediately terminate and modify a number of Alltel agreements – a result that would render the condition a nullity and that was plainly not intended by the Commission, as evidenced by a majority of the Commissioners' separate statements; and
- even assuming the *Verizon-ALLTEL Order* is ambiguous as to whether the agreement election will stay in force for four years, the Order is at most silent on the point. Thus, clarification or limited reconsideration to make the four-year term explicit for this condition would be wholly consistent with the intent of the Commission in accepting Verizon's commitments;

Please contact the undersigned should you have any questions.

Very truly yours,

- /s/ -

James H. Barker

Counsel for Leap Wireless International, Inc.

² See, e.g., *Verizon-ALLTEL Order* at ¶ 87.