ALCALDE & FAY

GOVERNMENT & PUBLIC AFFAIRS CONSULTANTS

August 20, 2009

VIA ELECTRONIC FILING

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
445 – 12th Street, SW
Washington, D.C. 20554

Re: Application of Atlantic Tele-Network, Inc. and Verizon Wireless For Consent to Assign or Transfer Control of Licenses and Authorizations
WT Docket No. 09-119

Applications of AT&T Inc. and Cellco Partnership d/b/a Verizon Wireless For Consent To Assign or Transfer Control of Licenses and Authorizations, and Modify a Spectrum Leasing Arrangement
WT Docket No. 09-104

Ex Parte Notice

Dear Ms. Dortch:

On August 20, 2009, Vicki Iseman and Tatanya Szeliga met with David Goldman of Chairman Julius Genachowski's office to discuss above-referenced docketed proceedings.

In this meeting, we discussed the nation's continuing trend towards media consolidation and the lack of business opportunities for small, independent, economically disadvantaged, minority and women-owned businesses. In addition, we provided FCC staff with written materials, a copy of which are attached to this letter.

In accordance with the Commission's rules, this notice is being filed with the Commission's Electronic Comment Filing System.

Sincerely,

Vicki Iseman, Partner
Alcalde & Fay

cc: David Goldman

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Congress of the United States
Washington, DC 20515

May 20, 2009

The Honorable Michael Copps
Acting Chairman
Federal Communications Commission
445 12th Street SW, Room 8-B115
Washington, DC 20554

Dear Chairman Copps:

As members of the Congressional Black Caucus, we have been closely monitoring the presence of small, independent, economically disadvantaged, minority and women-owned businesses in the telecommunications industry. In this regard, the recent Verizon Wireless/Alltel merger serves as another example of our nation's continuing trend towards media consolidation and the resulting process of divesting assets to comply with the antitrust and ownership requirements on which the FCC and DOJ conditioned the approval of the $28.1 billion merger has left opportunities for small businesses unrealized. We are disappointed that the merged companies have not sought to include small business bidders as they divest over $2 billion of overlapping properties. It is our understanding that media behemoth AT&T has emerged as a primary contender for over $1 billion of identified assets and that small, independent, economically disadvantaged, minority and women-owned businesses have not received due consideration in this process. Given that the FCC has authority under Section 310(d) of the Communications Act to determine when a merger is in the "public interest, convenience and necessity," the FCC should condition any divestiture approvals on Verizon's showing that it has sought bids from the aforementioned groups. Proceeding with divestitures that only shuffle assets among large media companies is inconsistent with the FCC's public interest mandate.

Prior to the current financial crisis, small, independent, economically disadvantaged, minority and women-owned businesses were already experiencing unique challenges in securing ownership opportunities in the telecommunications industry. The current environment has only exacerbated the situation. Transferring over $1 billion of the required divestiture assets to AT&T, the second largest wireless carrier, from Verizon, the largest wireless carrier, only redistributes valuable assets from one large industry titan to another, harming consumers and competition while continuing to raise the bar to prohibit new entrants from entering this market. Therefore, we strongly urge the FCC and Department of Justice to encourage Verizon to open good faith negotiations with small business owners prior to migrating all or most of these valuable assets from one behemoth company to another resulting in further diminishment of opportunities for small business owners in our country. The divestiture of these properties by Verizon offers a tremendous opening to increase the public interest goals of diversity of ownership in the telecommunications industry while supporting small businesses in an economic environment that finds opportunities substantially reduced.

PRINTED ON RECYCLED PAPER

While Congress and federal agencies may need to review impediments to market entry barriers for small, minority, women owned and independent businesses, we must continue to promote private industry outreach as it would illustrate an understanding and appreciation by large businesses of the concerns of Congress and the American public.

Thank you for your time and consideration. We look forward to your response.

Sincerely,

Corrine Brown
Member of Congress

Member of Congress

Marcia L. Fudge
Member of Congress

Eddie Bernice Johnson
Member of Congress

Diane E. Watson
Member of Congress

Member of Congress

Member of Congress

Member of Congress

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CC: Commissioner Jonathan Adelstein, Federal Communications Commission
Commissioner Robert McDowell, Federal Communications Commission

Congress of the United States
Washington, DC 20515

May 20, 2009

The Honorable Eric Holder, Jr.
Attorney General
U.S. Department of Justice
950 Pennsylvania Avenue, NW
Washington, DC 20530-0001

Dear Attorney General Holder:

As members of the Congressional Black Caucus, we have been closely monitoring the presence of small, independent, economically disadvantaged, minority and women-owned businesses in the telecommunications industry. In this regard, the recent Verizon Wireless/Alltel merger serves as another example of our nation's continuing trend towards media consolidation and the resulting process of divesting assets to comply with the antitrust and ownership requirements on which the FCC and DOJ conditioned the approval of the $28.1 billion merger has left opportunities for small businesses unrealized. We are disappointed that the merged companies have not sought to include small business bidders as they divest over $2 billion of overlapping properties. It is our understanding that media behemoth AT&T has emerged as a primary contender for over $1 billion of identified assets and that small, independent, economically disadvantaged, minority and women-owned businesses have not received due consideration in this process. Given that the FCC has authority under Section 310(d) of the Communications Act to determine when a merger is in the "public interest, convenience and necessity," the FCC should condition any divestiture approvals on Verizon's showing that it has sought bids from the aforementioned groups. Proceeding with divestitures that only shuffle assets among large media companies is inconsistent with the FCC's public interest mandate.

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Member of Congress

Member of Congress

Marcia L. Fudge
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Diane E. Watson
Member of Congress

Member of Congress

Lois Capps
Member of Congress

Keith Ellison MN-5
Member of Congress

Danny K. Davis
Member of Congress

Member of Congress

David Scott
Member of Congress

Elijah E. Cummings
Member of Congress

Eddie Bernice Johnson
Member of Congress

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Member of Congress

CC: Ms. Christine Varney, Assistant Attorney General, Antitrust Division, U.S. Department of Justice

CHARLES B. RANGEL
15TH CONGRESSIONAL DISTRICT
NEW YORK

COMMITTEE:
WAYS AND MEANS
JOINT COMMITTEE
ON TAXATION
CHAIRMAN

GEORGE A. DALLEY
CHIEF OF STAFF

JAMES E. CAPEL
DISTRICT DIRECTOR

Congress of the United States
House of Representatives

October 29, 2008

The Honorable Michael J. Copps
Commissioner
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Dear Commissioner Copps:

The Federal Communications Commission has before it the proposed merger of Verizon-Alltel that is estimated to be valued at $30 billion and is scheduled to be voted upon at the FCC's November 4, 2008 Public Meeting. I have been monitoring consolidation in the telecommunications industries for some time, having written to the FCC in the past to encourage public policy that preserves and enhances diversity in ownership, management, employment and contracting, particularly as opportunities arise from divestitures of overlapping properties of large media companies, like those currently under consideration in the Verizon-Alltel merger. Given the current economic crisis and its disproportionate impact on small, minority and economically disadvantaged businesses, it is imperative that government agencies do not continue to forgo these important public interests in their haste to approve another major merger without clear directives to include ownership opportunities for small, minority and economically disadvantaged businesses in a meaningful manner. The FCC has previously recognized the importance of diversity by establishing and supporting its Advisory Committee on Diversity for Communications in the Digital Age. However, it has been lacking in direct initiatives that are practical and result in securing realistic and definitive small, minority and economically disadvantaged ownership participation in this increasingly consolidated industry.

It is my understanding that Verizon Wireless wrote to the FCC on October 7, 2008, and indicated that the company had offered to divest holdings in 15 markets (in addition to 85 originally designated markets) that had been identified as business areas where Verizon and Alltel had overlapping interests. I applaud Verizon's voluntary proactive efforts to address anti-trust/consolidation concerns

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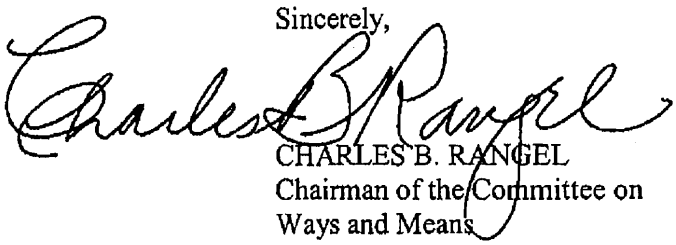
but would ask the Commission to follow up on these actions by requiring the merged company provide concrete opportunities for small, minority and economically disadvantaged businesses to negotiate in good faith for the designated properties identified for divestitures, perhaps in the form of the "right of first negotiation". This is a tremendous opportunity for the FCC to increase diversity in the telecommunications industries and to do so pursuant to its authority under Section 310 of the Communications Act to determine when a merger is in the public interest, convenience and necessity and to condition its approval accordingly.

Should the FCC develop policy to promote these valuable goals, I would endorse this merger. If the FCC does not include strong language that encourages these efforts, I would find it very difficult to support the approval of another major telecommunications merger that lacks important basic fundamental public interest conditions. Prior to the current financial crisis, small, minority and economically disadvantaged interests were experiencing unique challenges with ownership opportunities in the telecommunications industry. The current environment has only made the situation worse. Without committed public policy initiatives supporting economic benefits associated with small, minority and economically disadvantaged group ownership, the FCC should not proceed in approving this merger.

I look forward to discussing this opportunity further with you and I would ask that you keep me apprised of your review of the Verizon-Alltel merger.

Sincerely,



CHARLES B. RANGEL
Chairman of the Committee on
Ways and Means

CBR:jrs

CHARLES B. RANGEL
15TH CONGRESSIONAL DISTRICT
NEW YORK

COMMITTEE:
WAYS AND MEANS
RANKING MEMBER
JOINT COMMITTEE ON TAXATION

Congress of the United States
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January 8, 2007

The Honorable Kevin J. Martin
Chairman
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Dear Chairman Martin:

I want to follow-up on my previous correspondence regarding the Federal Communication Commission's review of the AT&T and BellSouth merger. While I am pleased that final concessions for approval include a divestiture of telecommunications facilities in the 2.5 GHz (Broadband Radio Service) and the 2.3 GHz (Wireless Communications Service) spectrum within twelve months of the closing date, I would strongly recommend that the Commission encourage these companies to give small business owners and socially disadvantaged groups a right of first negotiation for these properties. Such action would fall within the purview of the FCC's mandate to promote the public interest by ensuring diversity in ownership in the telecommunications industry and is an important policy during these unique times that have seen small businesses and socially disadvantaged groups ownership opportunities diminish substantially.

It is imperative that the Commission work to encourage companies such as the one resulting from the merger of AT&T and BellSouth to include small businesses at the table when they begin divestiture negotiations. Otherwise, large companies will continue to swap properties among themselves, eliminating opportunities for small business owners and socially disadvantaged groups to participate in the telecommunications marketplace and perhaps irreparably closing doors for small business stakeholders in this industry.

I would like to discuss this matter with you personally as you oversee the implementation of the terms associated with your approval of this merger.

Thank you for your attention to this matter.

Sincerely,

CHARLES B. RANGEL
Member of Congress

CBR:jrs

CHARLES B. RANGEL
15TH CONGRESSIONAL DISTRICT
NEW YORK

COMMITTEE:
WAYS AND MEANS
RANKING MEMBER
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PLEASE RESPOND TO
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October 17, 2006

The Honorable Jonathan Adelstein
Commissioner
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Dear Commissioner Adelstein:

I am contacting you to commend you for your role in recently extending the Federal Communication Commission's review of the proposed AT&T and BellSouth merger. I have been following this transaction closely as I am concerned about the implications of continued consolidation in the telecommunications industries particularly in the absence of creating incentives for small business owners and participants in this arena.

While I was pleased that AT&T and Bell South recognized that their union will only be approved if certain conditions are met, I was disappointed that none of their proposed concessions focused on expanding ownership opportunities for small business participants. As you proceed with deliberations and develop recommendations on the public interest needs that should be addressed for this massive merger to be approved, I would ask you to include provisions that would call for divestitures among their business assets, specifically rural or smaller telephony markets, to include the right of first-negotiation for acquisition by companies owned or controlled by small businesses or socially disadvantaged groups. To be clear, I am not proposing that these properties be divested at a reduced rate, only that small business owners, who are traditionally excluded from such business opportunities, be given the chance to negotiate for these properties that are rarely available to them in the world of ever increasing multimedia consolidation.

Therefore, as you consider the conditions of this $67 billion merger, I would strongly recommend that you make approval contingent upon a requirement that a reasonable divestiture of telecommunications properties, to include a right of first-negotiation for acquisition by companies owned or controlled by small businesses or socially disadvantaged groups, be part of the final agreement.

I look forward to your response on this matter.

Sincerely,

Charles B. Rangel
Member of Congress

CHARLES B. RANGEL
15TH CONGRESSIONAL DISTRICT
NEW YORK

COMMITTEE:
WAYS AND MEANS
RANKING MEMBER
JOINT COMMITTEE ON TAXATION

Congress of the United States
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PLEASE RESPOND TO
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October 11, 2006

Honorable Kevin Martin
Chairman
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Dear Mr. Chairman:

The Federal Communications Commission currently has before it the proposed merger of AT&T and BellSouth Corporation that would result in one of the largest telecommunications companies in this country. As the telecommunications industries consolidation produces competitive "winners" and "losers", we must not lose sight of the fundamental need to preserve and enhance diversity in ownership, management, employment and contracting in these important industries. The FCC has recognized the importance of such diversity by establishing and supporting its Advisory Committee on Diversity for Communications in the Digital Age.

While Congress has been and continues to review the telecommunications industries and seek new methods of encouraging new entrants and diversity of ownership, we must look to the FCC to identify proactive measures to eliminate market entry barriers and further opportunities for small businesses and businesses owned by women and minorities. With the AT&T-BellSouth merger now before you, you have just such an opportunity. Many wisely argue that the FCC should condition its approval of the merger on the divestiture of at least $1 billion dollars worth of telecommunications businesses and should grant a right of first negotiation for the acquisition of these businesses to companies owned or controlled by small businesses or socially disadvantaged groups. This is a tremendous opportunity for the FCC to increase diversity in the telecommunications industries and to do so pursuant to its authority under Section 310 of the Communications Act to determine when a merger is in the public interest, convenience and necessity and to condition its approval accordingly.

I look forward to discussing this opportunity further with you and I would ask that you keep me apprised of your review of the AT&T-BellSouth merger.

Sincerely,

CHARLES B. RANGEL
Member of Congress

CBR:jrs

United States Senate

WASHINGTON, DC 20510

Honorable Kevin Martin
Chairman
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Dear Chairman Martin:

We are writing regarding the Federal Communications Commission's review of the AT&T and BellSouth merger. We know that the process required cooperation and concessions from all sides involved. And we commend you and your fellow Commissioners for reaching a conclusion that won concessions from the merging firms to protect competition in the market for communications services.

We know that leaders from the Senate committees of jurisdiction, including Senator Kohl and Senator Inouye, advocated many of those protections. Wisely included among them, the agency compelled the companies to concede to the divestiture of telecommunications facilities in the 2.5 GHz and 2.3 GHz spectrum within twelve months of the closing date of the merger. Since the conclusion of that proceeding, House Ways and Means Chairman Charles Rangel has written the agency to encourage that the spectrum divestiture proceedings allow for small and minority owned businesses to participate in the bidding in a meaningful way.

As the players in the various markets for the delivery of communications services and access to the Internet continue to respond to a changing market, it is up to the FCC to constantly monitor and encourage a communications marketplace that leaves room for the expression of a diversity of viewpoints. Within that context, the agency should encourage diversity of ownership of the assets over which those viewpoints are delivered.

We appreciate your attention to this matter and look forward to working with the agency on this and other matters as innovations continue to drive dramatic change in the marketplace.

Sincerely,

Richard J. Durbin
U.S. Senator

Barack Obama
U.S. Senator

AT&T Agrees to Sell Certain Centennial Communications Corp. Assets to Verizon Wireless

Dallas, Texas, May 8, 2009

AT&T* today announced a definitive agreement with Verizon Wireless to sell certain wireless assets of Centennial Communications Corp. to Verizon Wireless for $240 million. The transaction is contingent on completion of AT&T's acquisition of Centennial.

AT&T announced plans to acquire Centennial in November 2008, and that transaction is pending regulatory approval. Under terms of the agreement with Verizon Wireless, upon receipt of regulatory approvals, Verizon Wireless will acquire former Centennial wireless properties, including licenses, network assets and nearly 120,000 current subscribers, in five service areas in Louisiana and Mississippi. The five service areas are Lafayette, La., LA-5 (Beauregard), LA-6 (Iberville), LA-7 (West Feliciana) and MS-8 (Claiborne).

AT&T expects this sale of assets to Verizon Wireless will resolve certain potential overlap issues between AT&T's existing footprint and Centennial's properties and help advance final regulatory approval of the Centennial acquisition.

AT&T's sale of wireless assets to Verizon Wireless is also contingent upon regulatory approval and is expected to close in the fourth quarter of 2009.

**AT&T products and services are provided or offered by subsidiaries and affiliates of AT&T Inc. under the AT&T brand and not by AT&T Inc.*

About AT&T

AT&T Inc. (NYSE:T) is a premier communications holding company. Its subsidiaries and affiliates – AT&T operating companies – are the providers of AT&T services in the United States and around the world. With a powerful array of network resources that includes the nation's fastest 3G network, AT&T is a leading provider of wireless, Wi-Fi, high speed Internet and voice services. AT&T offers the best wireless coverage worldwide, offering the most wireless phones that work in the most countries. It also offers advanced TV services under the AT&T U-verse℠ and AT&T â",DIRECTV℠ brands. The company's suite of IP-based business communications services is one of the most advanced in the world. In domestic markets, AT&T's Yellow Pages and YELLOWPAGES.COM organizations are known for their

leadership in directory publishing and advertising sales. In 2009, AT&T again ranked No. 1 in the telecommunications industry on FORTUNE® magazine's list of the World's Most Admired Companies. Additional information about AT&T Inc. and the products and services provided by AT&T subsidiaries and affiliates is available at http://www.att.com.

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Note: This AT&T news release and other announcements are available as part of an RSS feed at www.att.com/rss.

JULY 7, 2009

Telecoms Face Antitrust Threat

Wireless Market, Generic Drugs Reviewed as Justice Department Steps Up Enforcement

By AMOL SHARMA

The Department of Justice has begun looking into whether large U.S. telecommunications companies such as AT&T Inc. and Verizon Communications Inc. are abusing the market power they have amassed in recent years, according to people familiar with the matter.

The review, while in its early stages, is an indication of the Obama administration's aggressive stance on antitrust enforcement. The Justice Department's antitrust chief, Christine Varney, has said she wants to reassert the government's role in policing monopolistic and anticompetitive practices by powerful companies.

Bloomberg News

Christine Varney testifies at a Senate Judiciary Committee confirmation hearing in March.

The law that covers such behavior, the Sherman Antitrust Act, has been used in the past against giants ranging from Standard Oil to Microsoft Corp. It lay essentially dormant during the Bush years, with the agency bringing no major case. The telecom industry is among several sectors now coming under scrutiny. Others include health care and agriculture.

The Justice Department is already cracking down on certain agreements. It recently filed an objection to plans by airlines in the global Star Alliance to cooperate more closely on international routes and fares. It has targeted payments large pharmaceutical producers sometimes make to generic-drug makers to delay cheap copies of medicines. In addition, Ms. Varney is investigating Google Inc.'s settlement with authors and publishers over its Book Search product.

possible for more than one company to exercise monopoly-like power in sectors like telecom. He argued Verizon and AT&T had thrown around their weight in a variety of ways, from gobbling up radio spectrum to charging high fees for other companies to connect to their networks.

Under Pressure

On Justice's radar:

- **GOOGLE**: Examining whether a pact with authors and publishers could reduce competition in digital books.
- **AIRLINE ALLIANCES:** Objects to Transportation Department grants of antitrust immunity for international airline cooperation.
- **MULTINATIONALS:** Stepping up probes of possible violations of Foreign Corrupt Practices Act.
- **TELECOM:** Conducting an initial informal review of whether the largest wireless carriers are abusing their market power after a wave of consolidation.
- **PHARMACEUTICALS:** Says deals in which drug makers pay to delay generics should be presumed unlawful.

Major telecom companies say the industry is very competitive, both in land lines, where cable and phone companies are dueling fiercely, and in the wireless sector, where there are four major national carriers. They also argue that regulation of specific areas of telecom, including exclusive handset deals, would harm innovation.

The debate over exclusive handset deals has been escalating. The Federal Communications Commission said last month it will investigate them. That followed a congressional hearing that spotlighted the complaints of small carriers that said they are being shut out.

"This is the outcome of indifference on the part of the government to the concentration of power in the hands of a few," said Jack Rooney, chief executive of Chicago-based U.S. Cellular, in a recent interview. U.S. Cellular has 6.2 million customers, mostly in rural areas.

AT&T, with the iPhone deal, isn't alone in striking exclusive arrangements. Verizon is the exclusive provider of Research In Motion Ltd.'s touch-screen BlackBerry Storm in the U.S. Sprint Nextel Corp. will be the only carrier with the Palm Inc. Pre until early next year.

The carriers say such exclusives enable them to take risks on expensive new smart phones and bring them to market at discounted prices. The deals limit the ability of manufacturers such as Palm, Apple and HTC Corp. to distribute their devices widely. But some analysts say those companies benefit by getting a significant share of a carrier's marketing and sales resources.

"If you are launching an absolutely new product to the market, pairing up with a Tier 1 carrier gives you instant visibility and buzz and a first-rate marketing campaign," said Andy Castonguay, a wireless analyst at Yankee Group.

The telecom review isn't a formal investigation of any specific company, and it isn't clear it will ever become one. The review is expected to cover all areas from land-line voice and broadband service to wireless.

One area that might be explored is whether big wireless carriers are hurting smaller rivals by locking up popular phones through exclusive agreements with handset makers. Lawmakers and regulators have raised questions about deals such as AT&T's exclusive right to provide service for Apple Inc.'s iPhone in the U.S. Big carriers say limiting exclusive deals would hurt innovation.

The department also may review whether telecom carriers are unduly restricting the types of services other companies can offer on their networks, one person familiar with the situation said. Public-interest groups have complained when carriers limit access to Internet calling services such as Skype.

Through a spate of consolidation and organic growth, AT&T and Verizon have become the two dominant players and have a great deal of clout with equipment makers. Combined, they have 90 million land-line customers and 60% of the 274 million U.S. wireless subscribers. They operate large portions of the Internet backbone.

Past antitrust regulation played a major role in shaping the telecom sector. The U.S. pursued a landmark antitrust case against AT&T, resulting in the 1984 breakup of the "Ma Bell" telephone monopoly into regional carriers. One of those, SBC Communications Inc., later led a merger roll-up, and by 2006 had reconstituted the giant now known as AT&T Inc.

Verizon, created in 2000 in a merger of GTE Corp. and Bell Atlantic Corp., bulked up through deals such as its 2006 acquisition of MCI Inc. Its wireless unit, a joint venture with Vodafone Group PLC, acquired Alltel Corp. early this year.

Some antitrust experts said the U.S. would have a tough time opening a Sherman Act case against telecom providers and showing a company was abusing market power. "It would be a very hard case to make," said Donald Russell, a Washington attorney who reviewed a number of telecom mergers as a DOJ antitrust lawyer in the Clinton administration. "You don't have any firm that's in a dominant position."

"Investigations don't necessarily lead to court cases," said Ketan Jhaveri, an attorney with Simpson Thacher & Bartlett LLP who once worked on the Justice Department's telecom antitrust task force. He noted that antimonopoly litigation consumes a lot of resources.

"What you'll probably see is a lot of investigations opened, but they'll bring cases where they have the best shot of succeeding in litigation and clarifying the law," Mr. Jhaveri said. He added that the scrutiny itself might help deter anticompetitive behavior, even if suits aren't filed.

Harold Feld, from the consumer advocacy group Public Knowledge, said the telecom review reflects the Obama administration's philosophy on antitrust. Traditionally, he said, the government has tried to show that a single firm had monopolistic power; but Mr. Feld said it is

Paul Roth, AT&T's president of retail sales and service, told Congress last month that the billions of dollars the company invests in its network and services would be put at risk if government were to "impose intrusive restrictions on these services or the way that service providers and manufacturers collaborate on next-generation devices." Mr. Roth said there is plenty of competition and innovation in the wireless industry.

Verizon said it has tried to negotiate deals with some small rural carriers, including Cellular South, on certain handsets made by LG Electronics Inc. and Samsung Electronics Co., but the sides haven't been able to agree on final terms. "In the absence of regulation and political interest, we are showing that we're willing to change our business relationship with rural carriers," said a Verizon Wireless spokesman, Jeffrey Nelson.

Jon Muleta, former wireless bureau chief of the FCC, said exclusive handset deals won't be an issue the government can pursue on antitrust grounds unless major handset makers say they're being forced into the deals. "The equipment providers enter into these deals willingly," Mr. Muleta said.

—Elizabeth Williamson contributed to this article.

Write to Amol Sharma at amol.sharma@wsj.com

June 10, 2009, 10:51 am

Atlantic Tele-Network Soars On Verizon Wireless Deal

Posted by Eric Savitz

Now here is a deal the Street really likes.

Yesterday, **Atlantic Tele-Network** (ATNI) a company which operates a hodgepodge of telecom operations in the U.S. and the Caribbean, announced a deal to pay $200 million in cash to acquire more than 800,000 wireless subscribers from **Verizon Wireless** (VZ, VOD) in mostly rural areas of Georgia, North Carolina, South Carolina, Illinois, Ohio and Idaho. Verizon Wireless was required to divest those subs as part of the regulatory approval of Verizon's acquisitions of Alltel.

ATNI is funding the deal with cash on hand and borrowings from an existing credit facility; the deal is subject to FCC and Justice Department approvals, but should close in the third or fourth quarter.

The deal dramatically remakes the company, which will now have more than 1 million wireless subscribers. ATNI's previous businesses include phone companies in Guyana, Bermuda, the U.S. Virgin Islands and Turks and Caicos, as well as some smaller properties in the U.S.

Raymond James analyst Ric Prentiss asserts in a research note that the deal is "transformational" for ATNI, and stresses that it comes at an "extremely attractive price," which he estimates to be about 2x 2010 pro forma EBIRDA. He notes that the company is paying less than $250 per sub, which compares with the $1,567 per sub AT&T paid for a previous Alltel-related divestiture to AT&T last month. He notes that the acquired properties generate 2x the consolidated revenue of current ATNI, at more than $450 million versus $207 million in 2008.

Prentiss says the transaction "will make the company one of the largest wireless carriers in the U.S." He says there are risks to the transaction, given ATNI's inexperience with retail operations in the U.S., but that "the bargain price ATNI is paying for these assets makes this an opportunity far outweighing the risks."

Prentiss today upped his target on the stock to $47 from $34. His 2010 revenue forecast jumps to $805 million from $225 million; GAAP EPS jumps to $5.83, from $2.25. (Talk about an accretive deal!)

ATNI shares today have rocketed up $10.95, or 41.1%, to $37.60.

MAY 9, 2009

Verizon to Sell Some Alltel Assets to AT&T

By AMOL SHARMA

Verizon Wireless agreed to sell some wireless assets to rival AT&T Inc. for $2.35 billion after government regulators mandated that Verizon divest itself of properties related to its acquisition of Alltel Corp.

Verizon Wireless, a joint venture of Verizon Communications Inc. and Vodafone Group PLC, purchased Alltel early this year in a $28.1 billion transaction. The assets it was required to shed include 2.1 million wireless subscribers in 22 states, as well as radio spectrum and other assets necessary to run the businesses in those markets.

AT&T said the markets it is purchasing, which are mainly in rural areas and are mostly former Alltel territories, include 1.5 million subscribers.

In a separate transaction, Verizon agreed to purchase a small number of service areas from AT&T for $240 million.

AT&T took care to avoid buying Alltel markets where it would gain too much clout and attract antitrust scrutiny, one person familiar with the deal said.

Verizon added 13.2 million subscribers from the Alltel deal and reported a total customer base of 86.6 million at the end of the first quarter, making it the largest U.S. wireless carrier. The company expects about $1 billion in savings this year as it integrates Alltel. Verizon has already adopted a special "Friends and Family" service plan based on one of Alltel's that allows unlimited calling to any five or 10 numbers, including landlines.

Verizon still must shed some other Alltel assets. Other bidders in the divestiture process could include private-equity firms and small wireless carriers, people familiar with the situation said.

CNBC reported earlier that Verizon was nearing a deal with AT&T for the Alltel assets. The Wall Street Journal reported in February that AT&T had emerged as a bidder and was likely to walk away with a sizable chunk of the Alltel assets.

Write to Amol Sharma at amol.sharma@wsj.com

Printed in The Wall Street Journal, page B5

THE WALL STREET JOURNAL.
WSJ.com

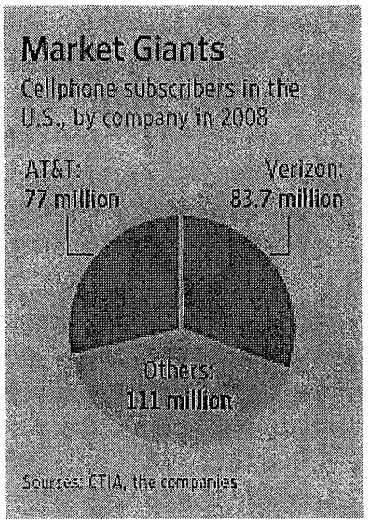
FEBRUARY 3, 2009, 10:50 P.M. ET

AT&T Seeks Verizon Wireless Assets

By AMOL SHARMA

In the bidding for the roughly $3 billion in wireless assets Verizon Wireless must divest as part of its purchase of Alltel Corp., one strong but controversial contender is emerging: AT&T Inc.

The Dallas-based telecommunications giant, Verizon's chief rival, is among the bidders, along with a joint bid from private-equity firms Carlyle Group and Kohlberg Kravis & Roberts & Co. and a separate bid from Providence Equity Partners LLC, according to people familiar with the matter. At least one cable provider also has expressed interest, one of the people said.



Verizon Wireless agreed to sell the assets to get government approval for the $28.1 billion Alltel purchase, which closed last month. Assets include 2.1 million wireless subscribers in 22 states, as well as wireless spectrum and other assets necessary to run the businesses in those markets. People close to the deal say the assets are worth roughly $3 billion.

AT&T is in the strongest financial position of the interested companies and is in a good position to walk away with a large chunk of the assets, the people say. An AT&T spokesman declined to comment.

Critics, including consumer advocates and Verizon's smaller competitors, say such a deal -- allowing one giant telecom provider to transfer customers to another -- wouldn't be in

the interest of consumers. AT&T and Verizon Wireless, a joint venture of Verizon Communications Inc. and Vodafone Group PLC, have a combined 160 million subscribers, nearly 60% of the entire U.S. market.

Gigi Sohn, president of the public interest group Public Knowledge, said the government should encourage Verizon to sell the assets to smaller players to enhance competition. "This could be one of the first big tests for the Obama administration to see if their antitrust enforcement will have any teeth," Ms. Sohn said.

The Department of Justice, which must approve the divestitures, says it would examine affected markets and any competitive issues that a sale would raise as part of the approval process.

Trade groups representing rural cellphone operators, including the Rural Cellular Association and the Organization for the Promotion and Advancement of Small Telecommunications Companies, said they were concerned AT&T could charge high roaming fees if it takes control of the Alltel assets. Carriers pay roaming fees to other providers when their customers use a cellphone outside their home coverage area. RCA Executive Director Eric Peterson said he hopes regulators "would not allow that kind of a transaction to go forward."

Laurie Itkin, director of government affairs for Leap Wireless International Inc., a small wireless provider that opposed the Verizon-Alltel merger, is also concerned about radio spectrum. "If it ends up going from one mega-carrier to another mega-carrier we think that's a bad outcome for consumers," Ms. Itkin said.

A Verizon spokesman declined to comment on whether AT&T is likely to end up with the lion's share of the Alltel divestitures.

Antitrust lawyers say the Justice Department generally evaluates divestitures based on competitiveness in each individual market area. "If Verizon divests assets to AT&T in areas where AT&T doesn't have a significant presence now, the traditional analysis would say there's no problem with that," said Donald Russell, a former Justice Department attorney who reviewed several major telecom mergers.

Ms. Sohn and others say it doesn't make sense to look at the wireless market in individual market slices, since the companies set national rates for consumers and benefit from national scale in their roaming negotiations with competitors. "You can't just look at it on a local basis," she said.

—Matthew Karnitschnig contributed to this article.

CONTROL

QUESTION:

Who's Controlling What You See And Hear? Who's Controlling How You Communicate?

ANSWER:

A handful of mega media and telecommunications corporations void of diverse and independent owners to represent the multiplicity of viewpoints and business models that convey and portray the ingenuity and best of the vast American landscape. Media and telecommunications consolidation is reaching a tipping point in America...

Viewpoints are stifled
Prices are fixed
Competition is diminished
Extremes monopolize media platforms

Members Of Congress:

What Are You Doing To Encourage Small Business, Women And Minorities To Participate In This Process?

THE FACTS:

- Verizon Wireless and AT&T control 60% of the entire U.S. telecommunications market. (See Wall Street Journal. 4 Feb. 2009.)
- Minorities comprise 34% of the U.S. population, own only 3.15% of full power commercial television stations. Women comprise 51% of the U.S. population, own only 5.87% of full power commercial television stations. (Out of the Picture 2007: Minority & Female TV Station Ownership in the United States, October 2007)
- Five giant media conglomerates (Viacom/CBS, Disney/ABC, GE/NBC, News Corp./FOX, and Time Warner/WB/CNN/TNT) own broadcast and cable outlets that control approximately 75% of prime-time viewing. (Center for Creative Voices in Media. n.d. Web. 8 June. 2009.)
- "Our broadcast media — and they are not alone among our nation's media — for all their many wonderful accomplishments, are still deficient when it comes to reflecting the diversity of America." (FCC Commissioner Michael Copps 8 April 2009. "FCC Takes Steps To Improve Its Collection of Data on Minority and Female Broadcast Ownership." [Press Release])

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June 10, 2009, 10:51 am

Atlantic Tele-Network Soars On Verizon Wireless Deal

Posted by Eric Savitz

Now here is a deal the Street really likes.

Yesterday, **Atlantic Tele-Network** (ATNI) a company which operates a hodgepodge of telecom operations in the U.S. and the Caribbean, announced a deal to pay $200 million in cash to acquire more than 800,000 wireless subscribers from **Verizon Wireless** (VZ, VOD) in mostly rural areas of Georgia, North Carolina, South Carolina, Illinois, Ohio and Idaho. Verizon Wireless was required to divest those subs as part of the regulatory approval of Verizon's acquisitions of Alltel.

ATNI is funding the deal with cash on hand and borrowings from an existing credit facility; the deal is subject to FCC and Justice Department approvals, but should close in the third or fourth quarter.

The deal dramatically remakes the company, which will now have more than 1 million wireless subscribers. ATNI's previous businesses include phone companies in Guyana, Bermuda, the U.S. Virgin Islands and Turks and Caicos, as well as some smaller properties in the U.S.

Raymond James analyst Ric Prentiss asserts in a research note that the deal is "transformational" for ATNI, and stresses that it comes at an "extremely attractive price," which he estimates to be about 2x 2010 pro forma EBIRDA. He notes that the company is paying less than $250 per sub, which compares with the $1,567 per sub AT&T paid for a previous Alltel-related divestiture to AT&T last month. He notes that the acquired properties generate 2x the consolidated revenue of current ATNI, at more than $450 million versus $207 million in 2008.

Prentiss says the transaction "will make the company one of the largest wireless carriers in the U.S." He says there are risks to the transaction, given ATNI's inexperience with retail operations in the U.S., but that "the bargain price ATNI is paying for these assets makes this an opportunity far outweighing the risks."

Prentiss today upped his target on the stock to $47 from $34. His 2010 revenue forecast jumps to $805 million from $225 million; GAAP EPS jumps to $5.83, from $2.25. (Talk about an accretive deal!)

ATNI shares today have rocketed up $10.95, or 41.1%, to $37.60.

Permalink | Trackback URL: http://blogs.barrons.com/techtraderdaily/2009/06/10/atlantic-tele-network-soars-on-verizon-wireless-deal/trackback/

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Atlantic Tele-Network Inc (ATNI)

Hypotheticals Contact Info Isins Cusips Symbols Summary Holdings/Transactions Report Options Columns to Show Preferences

Last Activity: 2009-08-18 Country: United States Industry: Telephone-Integrated

Transactions: Currently showing holdings/transactions Filed between 2009-05-20 and 2009-08-18
Prices: Currenty using base stock prices on Filing Date compared to stock prices on 2009-08-19

Hypotheticals

Hypotheticals use the owners holdings and changes reported as a model portfolio combining with stock price changes between the base price date and end price date. All results/returns are hypothetical and are not actual results!

Contact Information

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Phone: 978-619-1300 Fax: Website: HTTP://WWW.ATNI.COM

ISIN International Securities Identification Number

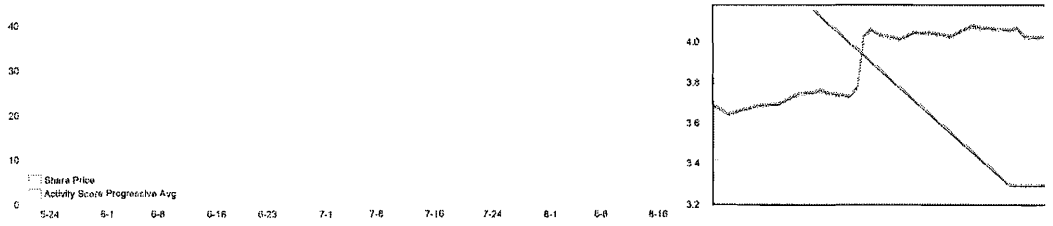
Unknown

CUSIP Committee on Uniform Securities Identification Procedures

049079205

Stock Symbols and Exchanges

Exchange Symbol	Reuters	Bloomberg	Exchange Name	MICR	ACCR	City	Country	Website
atni	atni	atni:us	Nasdaq	xnas	nasdaq	New York	United States	WWW.NASDAQ.COM



Show: (if you do not see any data on chart, try rechecking box)
Share Price
Activity Score Progressive Avg

Owners Summary

Owners: 111 Owners Buying: 57 Buying Pct.: 51.35 % Owners Netrual: 7 Neutral Pct.: 6.30 % Owners Selling: 47 Selling Pct.: 42.34 %

Score: 3.27 Brand New: 29 Increase Existing: 28 No Change: 7 Sold Some: 38 Dumped All: 9 No Comparison: 0

Owners Reporting Options

Use 'As-Of/On' instead of 'Filed' for dates: Begin date: 2009-05-20 End date: 2009-08-18
A begin price of 1900-01-01 will use the date filed for begin price: Begin Price date: 1900-01-01 End Price date: 2009-08-19
Update - report date span limited to 100 days, all dates in format of yyyy-mm-dd, all fields required!

Show/Hide Columns

Filed | As Of/On | Form | Name
Fundclass | Shares | Activity | Shares Change
Shares Change Pct. | Hypothetical Old Value | Hypothetical New Value | Hypothetical Value Change
Hypothetical Return | Hypothetical Results | Director | Ten Pct
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Holdings/Transactions

Filed	As-Of/On	Form	Fullname	Fund Class	Shares	Activity	Shares Change	Shares Pct Change	Hypothetical Old Value	Hypothetical New Value	Hypothetical Value Chg.	Hypothetical Return	Hypothetical Results	Director	Other	Ten Pct	Officer	Officer Title	News Article	History
2009-08-18	2009-06-30	13F-HR/A	Barclays Global Investors Uk Holdings Ltd	Institution	598,163	Sold Some	-69,484	-10.40 %	$23,908,575	$24,632,352	$723,777	3.02 %	$-84,051						News Article	History of Barclays Global Investors Uk Holdings Ltd Ownership Of Atlantic Tele-Network Inc
2009-08-18	2009-06-30	13F-HR	Us Bancorp De	Institution	10,136	Added More	2,939	40.83 %	$405,136	$417,400	$12,265	3.02 %	$3,556						News Article	History of Us Bancorp De Ownership Of Atlantic Tele-Network Inc
2009-08-17	2009-06-30	13F-HR/A	Gamco Investors Inc Et Al	Institution	63,700	Added More	13,700	27.40 %	$2,475,382	$2,623,166	$147,784	5.97 %	$31,784						News Article	History of Gamco Investors Inc Et Al Ownership Of Atlantic Tele-Network Inc
2009-08-17	2009-06-30	13F-HR	Madison Square Investors Llc	No Data	3,445	Added More	120	3.60 %	$133,873	$141,865	$7,992	5.97 %	$278						News Article	History of Madison Square Investors Llc Ownership Of Atlantic Tele-Network Inc
2009-08-17	2009-06-30	13F-HR/A	Mcglinn Capital Management Inc	Institution		Sold All	-500	-100 %				5.97 %	$-1,180						News Article	History of Mcglinn Capital Management Inc Ownership Of Atlantic Tele-Network Inc
2009-08-17	2009-06-30	13F-HR	Morgan Stanley	Institution	6,508	Sold Some	-30,269	-82.30 %	$252,623	$267,917	$15,084	5.97 %	$-70,217						News Article	History of Morgan Stanley Ownership Of Atlantic Tele-Network Inc
2009-08-17	2009-06-30	13F-HR	Piedmont Investment Advisors Llc	Institution	48,600	New Holding	48,600	100 %	$1,896,368	$2,009,584	$113,216	5.97 %	$113,216						News Article	History of Piedmont Investment Advisors Llc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-07-30	13F-HR	Sac Capital Advisors Lp	No Data	35,000	New Holding	35,000	100 %	$1,381,450	$1,441,300	$59,850	4.33 %	$59,850						News Article	History of Sac Capital Advisors Lp Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Absolute Return Investors Llc	Institution		Sold All	-24,897	-100 %				4.33 %	$-42,232						News Article	History of Absolute Return Investors Llc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Aqr Capital Management Llc	Institution	8,800	New Holding	8,800	100 %	$3 47,336	$362,384	$15,048	4.33 %	$15,048						News Article	History of Aqr Capital Management Llc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Axa	Institution	23,153	Sold Some	-41,857	-64.27 %	$913,849	$963,441	$39,592	4.33 %	$-71,233						News Article	History of Axa Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Black River Asset Management Llc	Institution	2,200	New Holding	2,200	100 %	$86,834	$90,596	$3,762	4.33 %	$3,762						News Article	History of Black River Asset Management Llc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Boyle Investment Management L P	Institution	10,706	New Holding	10,706	100 %	$4 22,645	$440,955	$18,311	4.33 %	$18,311						News Article	History of Boyle Investment Management L P Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Elect Equity Group Inc	Institution	142,205	Added More	74,295	108.40 %	$5,612,831	$5,856,002	$243,171	4.33 %	$127,044						News Article	History of Elect Equity Group Inc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	F And C Asset Management Plc	Institution	168,478	Sold Some	-42,257	-18.31 %	$7,439,286	$7,761,585	$322,299	4.33 %	$-72,259						News Article	History of F And C Asset Management Plc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Fifth Third Bancorp	Institution	61	No Change	0	0 %	$2,408	$2,512	$104	4.33 %	$0						News Article	History of Fifth Third Bancorp Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Fmr Corp	Institution	1,338,800	Sold Some	-37,480	-2.72 %	$52,842,438	$55,131,784	$2,289,346	4.33 %	$-64,091						News Article	History of Fmr Corp Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Geode Capital Management Llc	Institution	29,519	Added More	9,148	44.90 %	$1,165,115	$1,215,592	$50,477	4.33 %	$15,843						News Article	History of Geode Capital Management Llc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Goldman Sachs Group Inc	Institution	62,058	Added More	18,508	42.50 %	$2,449,350	$2,555,468	$106,118	4.33 %	$31,848						News Article	History of Goldman Sachs Group Inc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Ing Groep Nv	Institution	13,080	New Holding	13,080	100 %	$5 16,062	$539,046	$22,384	4.33 %	$22,384						News Article	History of Ing Groep Nv Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Lav Asset Management	Institution	112,458	Sold Some	-5,400	-4.58 %	$4,438,717	$4,631,020	$192,303	4.33 %	$-9,234						News Article	History of Lav Asset Management Ownership Of Atlantic Tele-Network Inc
			Martin And Co																News	

2009-08-14	2009-06-30	13F-HR	Inc	Institution	5,200	New Holding	5,200	100 %	$2	05,244	$214,136	$8,892	4.33 %	$8,892					Article	History of Martin And Co Inc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Martingale Asset Management L P	Institution	11,909	Sold Some	-45,444	-79.23 %		$470,048	$480,413	$20,384	4.33 %	$-77,709					News Article	History of Martingale Asset Management L P Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Merrill Lynch And Co Inc	Institution	1,803	New Holding	1,803	100 %		$63,270	$66,012	$2,741	4.33 %	$2,741					News Article	History of Merrill Lynch And Co Inc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Millennium Management Llc	Institution	60,974	New Holding	60,974	100 %		$2,406,844	$2,510,908	$104,266	4.33 %	$104,266					News Article	History of Millennium Management Llc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	New York State Common Retirement Fund	Institution	1,500	Sold Some	-13,600	-90.19 %		$59,205	$61,770	$2,565	4.33 %	$-23,596					News Article	History of New York State Common Retirement Fund Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Northern Trust Corp	Institution	140,919	Added More	7,986	6.00 %		$5,562,073	$5,803,044	$240,971	4.33 %	$13,856					News Article	History of Northern Trust Corp Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Oppenheimer Funds Inc	Institution	105,700	Sold Some	-89,905	-45.96 %		$4,171,979	$4,352,726	$180,747	4.33 %	$-153,738					News Article	History of Oppenheimer Funds Inc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Rbc Dain Rauscher Inc	Institution	786	New Holding	786	100 %		$30,234	$31,544	$1,310	4.33 %	$1,310					News Article	History of Rbc Dain Rauscher Inc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Rbc Dominion Securities Inc	Institution		Sold All	-4,967	-100 %					4.33 %	$-8,545					News Article	History of Rbc Dominion Securities Inc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Russell Frank Co	Institution	23,636	Sold Some	-179	-0.75 %		$932,913	$973,330	$40,418	4.33 %	$-306					News Article	History of Russell Frank Co Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Thompson Siegel And Walmsley Inc	Institution		Sold All	-10,400	-100 %					4.33 %	$-17,784					News Article	History of Thompson Siegel And Walmsley Inc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Trafelet Capital Management L P	Institution	340,000	New Holding	340,000	100 %		$13,419,600	$14,001,200	$581,400	4.33 %	$581,400					News Article	History of Trafelet Capital Management L P Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Two Sigma Investments Llc	Institution	7,827	New Holding	7,827	100 %	$3	06,932	$322,316	$13,384	4.33 %	$13,384					News Article	History of Two Sigma Investments Llc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Value Line Inc	Institution		Sold All	-17,800	-100 %					4.33 %	$-30,438					News Article	History of Value Line Inc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Vanguard Group Inc	Institution	443,698	Sold Some	-25,833	-5.50 %		$17,512,760	$18,271,484	$758,724	4.33 %	$-44,174					News Article	History of Vanguard Group Inc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Vivik Asset Management L P	Institution	39,500	New Holding	39,500	100 %		$1,559,065	$1,626,610	$67,545	4.33 %	$67,545					News Article	History of Vivik Asset Management L P Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Weiss Multi-Strategy Advisers Llc	Institution	87,100	New Holding	87,100	100 %		$3,437,837	$3,586,778	$148,941	4.33 %	$148,941					News Article	History of Weiss Multi-Strategy Advisers Llc Ownership Of Atlantic Tele-Network Inc
2009-08-14	2009-06-30	13F-HR	Wellington Management Co Llp	Institution	226,964	Sold Some	-16,101	-6.62 %		$8,954,322	$9,342,260	$387,937	4.33 %	$-27,533					News Article	History of Wellington Management Co Llp Ownership Of Atlantic Tele-Network Inc
2009-08-13	2009-06-30	13F-HR	Bank Of New York Mellon Corp	Institution	52,172	Added More	12,582	31.78 %		$2,102,532	$2,148,443	$45,911	2.18 %	$11,072					News Article	History of Bank Of New York Mellon Corp Ownership Of Atlantic Tele-Network Inc
2009-08-13	2009-06-30	13F-HR	Barclays Plc	Institution	8,428	Added More	1,734	25.90 %		$339,848	$347,265	$7,417	2.18 %	$1,528					News Article	History of Barclays Plc Ownership Of Atlantic Tele-Network Inc
2009-08-13	2009-06-30	13F-HR	Columbia Partners L L C Investment Management	Institution	30,440	Sold Some	-26,434	-46.29 %		$1,226,732	$1,253,519	$26,787	2.18 %	$-25,022					News Article	History of Columbia Partners L L C Investment Management Ownership Of Atlantic Tele-Network Inc
2009-08-13	2009-06-30	13F-HR	Federated Investors Inc	Institution		Sold All	-5,295	-100 %					2.18 %	$-4,660					News Article	History of Federated Investors Inc Ownership Of Atlantic Tele-Network Inc
2009-08-13	2009-06-30	13F-HR	First Wilshire Securities Management Inc	Institution	619,792	Sold Some	-33,679	-5.15 %		$24,977,618	$25,523,035	$545,417	2.18 %	$-29,636					News Article	History of First Wilshire Securities Management Inc Ownership Of Atlantic Tele-Network Inc
2009-08-13	2009-06-30	13F-HR	Highbridge Capital Management Llc	Institution	5,106	New Holding	5,106	100 %	$2	05,772	$210,265	$4,493	2.18 %	$4,493					News Article	History of Highbridge Capital Management Llc Ownership Of Atlantic Tele-Network Inc
2009-08-13	2009-06-30	13F-HR	Ing Investment Management Co	Institution	11,130	Sold Some	-6,660	-37.43 %		$448,539	$458,333	$9,794	2.18 %	$-5,861					News Article	History of Ing Investment Management Co Ownership Of Atlantic Tele-Network Inc
2009-08-13	2009-06-30	13F-HR	J P Morgan Chase And Co	Institution	22,914	Sold Some	-1,776	-7.19 %		$923,434	$943,589	$20,154	2.18 %	$-1,563					News Article	History of J P Morgan Chase And Co Ownership Of Atlantic Tele-Network Inc
2009-08-13	2009-06-30	13F-HR	Knight Capital Group Inc	Institution	5,776	New Holding	5,776	100 %	$2	32,773	$237,856	$5,083	2.18 %	$5,083					News Article	History of Knight Capital Group Inc Ownership Of Atlantic Tele-Network Inc
2009-08-13	2009-06-30	13F-HR	Marshall Isley Corp	Institution	135,027	New Holding	135,027	100 %		$5,441,588	$5,560,412	$118,824	2.18 %	$118,824					News Article	History of Marshall Isley Corp Ownership Of Atlantic Tele-Network Inc
2009-08-13	2009-06-30	13F-HR	Renaissance Technologies Corp	Institution	229,150	Sold Some	-29,100	-11.26 %		$9,234,745	$9,436,397	$201,652	2.18 %	$-25,608					News Article	History of Renaissance Technologies Corp Ownership Of Atlantic Tele-Network Inc
2009-08-13	2009-06-30	13F-HR	Roxbury Capital Management	Institution	276,625	New Holding	276,625	100 %		$11,147,988	$11,391,418	$243,430	2.18 %	$243,430					News Article	History of Roxbury Capital Management Ownership Of Atlantic Tele-Network Inc
2009-08-13	2009-06-30	13F-HR	Ubs Ag	Institution	594	Sold Some	-1,528	-72.00 %		$23,938	$24,461	$523	2.18 %	$-1,345					News Article	History of Ubs Ag Ownership Of Atlantic Tele-Network Inc
2009-08-12	2009-06-30	13F-HR	Claymore Advisors Llc	Institution	64,296	Sold Some	-545	-0.84 %		$2,590,566	$2,647,792	$57,225	2.20 %	$-485					News Article	History of Claymore Advisors Llc Ownership Of Atlantic Tele-Network Inc
2009-08-12	2009-06-30	13F-HR	Credit Suisse First Boston	Institution	10,611	New Holding	10,611	100 %	$4	27,517	$436,961	$9,444	2.20 %	$9,444					News Article	History of Credit Suisse First Boston Ownership Of Atlantic Tele-Network Inc
2009-08-12	2009-06-30	13F-HR	Franklin Resources Inc	Institution	257,181	Sold Some	-142,819	-35.70 %		$10,381,822	$10,590,714	$228,891	2.20 %	$-127,109					News Article	History of Franklin Resources Inc Ownership Of Atlantic Tele-Network Inc
2009-08-12	2009-06-30	13F-HR	Research Affiliates Llc	Institution	5,127	New Holding	5,127	100 %	$2	06,587	$211,130	$4,563	2.20 %	$4,563					News Article	History of Research Affiliates Llc Ownership Of Atlantic Tele-Network Inc
2009-08-12	2009-06-30	13F-HR	Susquehanna International Group Llp	Institution	1,735	New Holding	1,735	100 %		$69,903	$71,447	$1,544	2.20 %	$1,544					News Article	History of Susquehanna International Group Llp Ownership Of Atlantic Tele-Network Inc
2009-08-12	2009-06-30	13F-HR	Virginia Retirement Systems Et Al	Institution	19,200	No Change	0	0 %		$773,568	$790,656	$17,088	2.20 %	$0					News Article	History of Virginia Retirement Systems Et Al Ownership Of Atlantic Tele-Network Inc
2009-08-11	2009-06-30	13F-HR	American Century Companies Inc	Institution	51,300	Sold Some	-107,739	-67.74 %		$2,058,104	$2,112,534	$56,430	2.74 %	$-118,513					News Article	History of American Century Companies Inc Ownership Of Atlantic Tele-Network Inc
2009-08-11	2009-06-30	13F-HR	Amvescap Plc	Institution	63,328	Sold Some	-84,846	-50.45 %		$3,330,780	$3,421,447	$91,661	2.74 %	$-93,331					News Article	History of Amvescap Plc Ownership Of Atlantic Tele-Network Inc
2009-08-11	2009-06-30	13F-HR	Glenmede Trust Co Na	Institution	49,733	Added More	24,163	94.49 %		$1,993,299	$2,048,005	$54,706	2.74 %	$26,579					News Article	History of Glenmede Trust Co Na Ownership Of Atlantic Tele-Network Inc
2009-08-11	2009-06-30	13F-HR	Padco Advisors Ii Inc	Institution	295	Added More	24	8.85 %		$11,824	$12,148	$325	2.74 %	$26					News Article	History of Padco Advisors Ii Inc Ownership Of Atlantic Tele-Network Inc
2009-08-11	2009-06-30	13F-HR	Padco Advisors Inc	Institution	240	Sold Some	-204	-45.94 %		$9,619	$9,883	$284	2.74 %	$-224					News Article	History of Padco Advisors Inc Ownership Of Atlantic Tele-Network Inc
2009-08-10	2009-06-30	13F-HR	Bank Of Hawaii	Institution	20,184	Sold Some	-8,380	-29.33 %		$805,745	$831,177	$25,432	3.15 %	$-10,559					News Article	History of Bank Of Hawaii Ownership Of Atlantic Tele-Network Inc
2009-08-10	2009-06-30	13F-HR	Dimensional Fund Advisors Inc	Institution	250,265	Added More	17,610	7.86 %		$9,990,579	$10,305,913	$315,334	3.15 %	$22,441					News Article	History of Dimensional Fund Advisors Inc Ownership Of Atlantic Tele-Network Inc
2009-08-10	2009-06-30	13F-HR	Hartford Investment Management Co	Institution	590	New Holding	590	100 %		$23,553	$24,296	$743	3.15 %	$743					News Article	History of Hartford Investment Management Co Ownership Of Atlantic Tele-Network Inc
2009-08-10	2009-06-30	13F-HR	Mfc Global Investment Management Usa Ltd	Institution	8,319	New Holding	8,319	100 %	$3	32,094	$342,576	$10,482	3.15 %	$10,482					News Article	History of Mfc Global Investment Management Usa Ltd Ownership Of Atlantic Tele-Network Inc
2009-08-10	2009-06-30	13F-HR	Oshaughnessy Asset Management Llc	Institution	209	Sold Some	-20,500	-98.99 %		$8,343	$8,607	$263	3.15 %	$-25,630					News Article	History of Oshaughnessy Asset Management Llc Ownership Of Atlantic Tele-Network Inc
2009-08-10	2009-06-30	13F-HR	Technical Financial Services Llc	Institution	15,464	New Holding	15,464	100 %	$6	17,323	$636,808	$19,485	3.15 %	$19,485					News Article	History of Technical Financial Services Llc Ownership Of Atlantic Tele-Network Inc
2009-08-07	2009-06-30	13F-HR	Metropolitan Life Insurance Co	Institution	8,796	No Change	0	0 %		$351,752	$362,219	$10,467	2.97 %	$0					News Article	History of Metropolitan Life Insurance Co Ownership Of Atlantic Tele-Network Inc
2009-08-07	2009-06-30	13F-HR	Pnc Financial Services Group Inc	Institution	348	Sold Some	-2,527	-87.88 %		$13,917	$14,331	$414	2.97 %	$-3,007					News Article	History of Pnc Financial Services Group Inc Ownership Of Atlantic Tele-Network Inc
2009-08-07	2009-06-30	13F-HR	Rafferty Asset Management Llc	Institution	2,778	Sold Some	-5,083	-64.66 %		$111,082	$114,386	$3,308	2.97 %	$-6,049					News Article	History of Rafferty Asset Management Llc Ownership Of Atlantic Tele-Network Inc
2009-08-06	2009-06-30	13F-HR	Proshare Advisors Llc	Institution	5,755	New Holding	5,755	100 %	$2	29,862	$236,861	$7,309	3.18 %	$7,309					News Article	History of Proshare Advisors Llc Ownership Of Atlantic Tele-Network Inc
2009-08-06	2009-06-30	13F-HR	Prudential Financial	Institution	65,310	Sold Some	-10,260	-15.84 %		$2,207,422	$2,277,666	$70,244	3.18 %	$-13,030					News Article	History of Prudential Financial Inc Ownership Of Atlantic Tele-Network Inc
2009-08-06	2009-06-30	13F-HR	Teachers Advisors Inc	Institution	48,998	Added More	8,995	22.49 %		$1,955,510	$2,017,736	$62,227	3.18 %	$11,424					News Article	History of Teachers Advisors Inc Ownership Of Atlantic Tele-Network Inc
2009-08-06	2009-06-30	13F-HR	Tiaa Cref Investment Management Llc	Institution	53,809	Sold Some	-3,859	-6.74 %		$2,147,517	$2,215,855	$68,337	3.18 %	$-4,639					News Article	History of Tiaa Cref Investment Management Llc Ownership Of Atlantic Tele-Network Inc
2009-08-05	2009-06-30	13F-HR	Blackrock Investment Management Llc	Institution	14,562	Added More	2,431	20.03 %		$598,944	$599,963	$1,019	0.17 %	$170					News Article	History of Blackrock Investment Management Llc Ownership Of Atlantic Tele-Network Inc
2009-08-05	2009-06-30	13F-HR	Gardmore Mutual Fund Capital Trust	Institution	10,200	No Change	0	0 %		$419,322	$420,036	$714	0.17 %	$0					News Article	History of Gardmore Mutual Fund Capital Trust Ownership Of Atlantic Tele-Network Inc
2009-08-04	2009-06-30	13F-HR	Royce And Associates Llc	Institution	928,011	Sold Some	-42,900	-4.42 %		$39,290,647	$38,133,133	$-1,157,514	-2.94 %	$53,625					News Article	History of Royce And Associates Llc Ownership Of Atlantic Tele-Network Inc
2009-08-04	2009-06-30	13F-HR	Turner Investment Partners Inc	Institution	12,450	Sold Some	-16,620	-57.17 %		$528,254	$512,891	$-15,363	-2.94 %	$20,775					News Article	History of Turner Investment Partners Inc Ownership Of Atlantic Tele-Network Inc
2009-08-03	2009-06-30	13F-HR	Chwab Charles Investment Management Inc	Institution	23,550	Added More	5,700	31.83 %		$1,022,524	$989,789	$-32,735	-3.26 %	$-7,923					News Article	History of Chwab Charles Investment Management Inc Ownership Of Atlantic Tele-Network Inc
2009-08-03	2009-06-30	13F-HR	Meslow Financial Investment Management	Institution	19,142	No Change	0	0 %		$814,875	$788,268	$-26,607	-3.26 %	$0					News Article	History of Meslow Financial Investment Management Ownership Of Atlantic Tele-Network Inc
2009-07-31	2009-05-13	4	Prior Michael T	Insider	29,200	Sold Some	-600	-2.01 %		$1,224,356	$1,202,456	$-21,900	-1.78 %	$450	X	X		President And Ceo	News Article	History of Prior Michael T Ownership Of Atlantic Tele-Network Inc
2009-07-30	2009-06-30	13F-HR	Tala Board Of Administration Of Florida Retirement System	Institution	6,309	New Holding	6,309	100 %	$2	64,347	$259,805	$-4,542	-1.71 %	$-4,542					News Article	History of Tala Board Of Administration Of Florida Retirement System Ownership Of Atlantic Tele-Network Inc
2009-07-29	2009-06-30	13F-HR	California Public Employees Retirement System	Institution	43,356	Added More	2,100	5.08 %		$1,795,888	$1,785,482	$-10,406	-0.57 %	$-504					News Article	History of California Public Employees Retirement System Ownership Of Atlantic Tele-Network Inc
2009-07-28	2009-06-30	13F-HR	Oxford Asset Management	Institution		Sold All	-28,707	-100 %					0.29 %	$-3,205					News Article	History of Oxford Asset Management Ownership Of Atlantic Tele-Network Inc
2009-07-28	2009-06-30	13F-HR/A	Paragora Asset	Institution	3,803	New Holding	3,803	100 %	$1	56,151	$156,608	$456	0.29 %	$456					News	History of Paragora Asset Management Inc Ownership Of Atlantic Tele-Network Inc

			Management Inc																	Article	
2009-07-28	2009-06-30	13F-HR	Tri Ohio	Institution	18,700	Sold Some	-23,600	-55.79 %	$767,522	$770,088	$2,244	0.29 %	$-2,832							News Article	History of Tri Ohio Ownership Of Atlantic Tele-Network Inc
2009-07-27	2009-06-30	13F-HR	Regions Financial Corp	Institution	27,904	Added More	4,640	19.94 %	$1,225,823	$1,149,067	$-76,756	-6.25 %	$-12,760							News Article	History of Regions Financial Corp Ownership Of Atlantic Tele-Network Inc
2009-07-27	2009-06-30	13F-HR	Wedbush Morgan Securities Inc	Institution	40,315	Sold Some	-29,955	-42.62 %	$1,771,038	$1,660,172	$-110,866	-6.25 %	$82,376							News Article	History of Wedbush Morgan Securities Inc Ownership Of Atlantic Tele-Network Inc
2009-07-22	2009-06-30	13F-HR	Alpha Windward Llc	Institution	8,600	Added More	900	11.68 %	$347,440	$354,148	$6,708	1.93 %	$702							News Article	History of Alpha Windward Llc Ownership Of Atlantic Tele-Network Inc
2009-07-20	2009-06-30	13F-HR	Teachers Retirement System Of The State Of Kentucky	Institution	10,800	No Change	0	0 %		$438,508		- %								News Article	History of Teachers Retirement System Of The State Of Kentucky Ownership Of Atlantic Tele-Network Inc
2009-07-17	2009-06-30	13F-HR	Public Employees Retirement System Of Ohio	Institution	10,906	Sold Some	-3,713	-25.40 %	$422,787	$449,068	$26,281	6.21 %	$-8,949							News Article	History of Public Employees Retirement System Of Ohio Ownership Of Atlantic Tele-Network Inc
2009-07-17	2009-06-30	13F-HR	Rhumbline Advisor	Institution	20,869	New Holding	20,869	100 %58	09,091	$859,365	$50,294	6.21 %	$50,294							News Article	History of Rhumbline Advisor Ownership Of Atlantic Tele-Network Inc
2009-07-17	2009-03-31	13F-HR/A	Morgan Stanley	Institution	38,772	Added More	20,685	128.72 %	$1,425,650	$1,514,271	$88,621	6.21 %	$49,875							News Article	History of Morgan Stanley Ownership Of Atlantic Tele-Network Inc
2009-07-16	2009-06-30	13F-HR	James Investment Research Inc	Institution	118,699	Sold Some	-960	-0.80 %	$4,532,430	$4,896,261	$363,831	8.02 %	$-2,938							News Article	History of James Investment Research Inc Ownership Of Atlantic Tele-Network Inc
2009-07-16	2009-03-31	13F-HR/A	Goldman Sachs Group Inc	Institution	43,548	Added More	9,155	26.61 %	$1,660,050	$1,793,307	$133,257	8.02 %	$28,014							News Article	History of Goldman Sachs Group Inc Ownership Of Atlantic Tele-Network Inc
2009-07-13	2009-06-30	13F-HR	Public Employees Retirement Association Of Colorado	Institution	900	No Change	0	0 %		$37,062		- %								News Article	History of Public Employees Retirement Association Of Colorado Ownership Of Atlantic Tele-Network Inc
2009-06-30	2009-09-30	13F-HR/A	Russell Frank Co	Institution	41,815	Sold Some	-1,400	-3.23 %	$1,642,911	$1,721,942	$79,030	4.81 %	$-2,646							News Article	History of Russell Frank Co Ownership Of Atlantic Tele-Network Inc
2009-06-19	2009-06-03	4	Cunningham Thomas V	Insider	2,288	Added More	590	54.22 %	$87,885	$93,390	$5,511	6.27 %	$1,434	X						News Article	History of Cunningham Thomas V Ownership Of Atlantic Tele-Network Inc
2009-06-18	2009-06-03	4	Budd Martin L	Insider	3,309	Added More	590	28.58 %	$131,371	$139,971	$8,599	6.54 %	$1,493	X						News Article	History of Budd Martin L Ownership Of Atlantic Tele-Network Inc
2009-06-17	2009-06-03	4	Chuchman Brian A	Insider	2,149	Added More	590	60.58 %	$83,424	$88,496	$5,072	6.07 %	$1,392	X						News Article	History of Chuchman Brian A Ownership Of Atlantic Tele-Network Inc
2009-06-17	2009-06-03	4	Rosenstein Charles J	Insider	2,076	Added More	590	65.84 %	$80,590	$85,490	$4,899	6.07 %	$1,392	X						News Article	History of Rosenstein Charles J Ownership Of Atlantic Tele-Network Inc
2009-06-17	2009-06-03	4	Wheatley Henry U	Insider	17,458	Added More	590	3.91 %	$678,807	$720,073	$41,267	6.07 %	$1,392	X						News Article	History of Wheatley Henry U Ownership Of Atlantic Tele-Network Inc
2009-06-17	2009-06-03	4	Wheatley Henry U	Insider	590	New Holding	590	100 %	$22,904	$24,296	$1,392	6.07 %	$1,392	X						News Article	History of Wheatley Henry U Ownership Of Atlantic Tele-Network Inc
2009-06-05	2009-03-31	13F-HR/A	Amvescap Plc	Institution	168,174	Added More	90,645	118.91 %	$4,268,256	$6,626,405	$2,657,149	62.25 %	$1,432,191							News Article	History of Amvescap Plc Ownership Of Atlantic Tele-Network Inc
2009-06-05	2009-03-31	13F-HR/A	Teachers Advisors Inc	Institution	40,003	Added More	1,590	4.13 %	$1,015,276	$1,647,324	$632,047	62.25 %	$25,122							News Article	History of Teachers Advisors Inc Ownership Of Atlantic Tele-Network Inc
2009-05-28	2009-03-31	13F-HR/A	Clearbridge Advisors Llc	Institution		Sold All	-7	-100 %				80.77 %	$-128							News Article	History of Clearbridge Advisors Llc Ownership Of Atlantic Tele-Network Inc
2009-05-28	2009-03-31	13F-HR/A	First Wilshire Securities Management Inc	Institution	653,471	Sold Some	-51,311	-7.28 %	$14,888,089	$28,908,936	$12,023,668	80.77 %	$-844,122							News Article	History of First Wilshire Securities Management Inc Ownership Of Atlantic Tele-Network Inc
2009-05-26	2009-03-31	13F-HR/A	Merrill Lynch And Co Inc	Institution		Sold All	-1,911	-100 %				80.77 %	$-35,162							News Article	History of Merrill Lynch And Co Inc Ownership Of Atlantic Tele-Network Inc
2009-05-26	2009-03-31	13F-HR/A	Oppenheimer Funds Inc	Institution	196,805	Added More	28,860	17.30 %	$4,455,882	$8,066,014	$3,598,132	80.77 %	$531,024							News Article	History of Oppenheimer Funds Inc Ownership Of Atlantic Tele-Network Inc

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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 arrangements[3] 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.

File No.	Licensee	Lead Call Sign
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.

File No.	Lessee	Lead Lease ID Number
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.

File No.	Authorization Holder	Authorization Number
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.

File No.	Authorization Holder	Authorization Number
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.*, though 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 (202) 488-5563 (facsimile); (2) Erin McGrath, Mobility Division, Wireless Telecommunications Bureau,

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[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.

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