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*NOT ADMITTED IN VA

October 27, 2009

VIA ELECTRONIC FILING

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

**Re: *Ex Parte* Notification
WT Docket Nos. 05-265, 08-246**

Dear Ms. Dortch:

On October 27, 2009, Steven K. Berry, Chief Executive Officer and Executive Director of Rural Cellular Association (RCA) and the undersigned, met with Ruth Milkman, Jim Schlichting, Paul Murray, Paul Malmud, Nese Guendelsberger and Susan Singer of the Wireless Telecommunications Bureau (Bureau) to encourage the Commission to take action on RCA's Petition for Rulemaking (RCA Petition) in the Commission's exclusive handset proceeding (RM-11497), to adopt rules that would extend automatic roaming obligations to data services and eliminate the in-market exception, and to discuss conditions that should be imposed on AT&T should the Commission decide to conditionally permit AT&T's acquisition of Centennial. RCA made clear that the conditions should be significantly enhanced from those offered by AT&T in its letter to the Bureau.¹

With respect to the RCA Petition, RCA representatives provided the Commission with recent data showing that, in September 2009, 46 of the 50 top-selling handsets in the United States were subject to exclusive handset arrangements involving one of the

¹ See Letter from Joan Marsh, Vice President – Federal Regulatory, AT&T, to Ruth Milkman, Chief, Wireless Telecommunications Bureau, Federal Communications Commission (dated Oct. 22, 2009).

nation's four largest carriers. RCA encouraged the Bureau to move forward expeditiously with a Notice of Proposed Rulemaking to investigate the widespread use and anticompetitive effects of exclusivity arrangements between commercial wireless carriers and handset manufacturers, and, as necessary, adopt rules that prohibit such arrangements when contrary to the public interest. RCA representatives also discussed the consumer and competitive harms being caused from the growing use of exclusive handset arrangements by the nation's largest carriers.

On the issue of data roaming, RCA representatives encouraged the Commission to promptly take action that would extend the Commission's automatic roaming rules to data services. RCA representatives explained that the ability for rural consumers to have access to data services while roaming is a critical service offering to consumers and communities, and essential to the competitive viability of regional and rural carriers. RCA representatives also made clear that the expansion of automatic roaming obligations to include data is a basic and fundamental building block of achieving the Administration's goal of providing broadband to rural America, consistent with the Commission's stated goals in developing its National Broadband Plan. RCA representatives explained that there will be a detrimental impact to broadband deployment in rural America if automatic roaming obligations are not extended to data services.

On the issue of the proposed acquisition of Centennial by AT&T, RCA representatives explained that the Commission should condition grant of the merger, at a minimum, by requiring AT&T to honor the same roaming conditions that were imposed on Verizon Wireless as a condition of its acquisition of Alltel,² including language that makes clear that post-acquisition AT&T's obligations with respect to its roaming partners' choice of roaming agreement applies to the entirety of the selected agreement and to the future service areas and spectrum bands of each carrier.

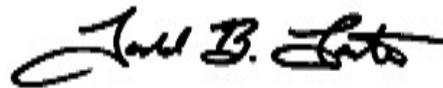
In addition, RCA noted that grant of the merger should be conditioned upon AT&T's commitment to limit its exclusive handset arrangements to a maximum of six months, at which point all of its handsets would immediately be made available to

² See *Applications of Cellco Partnership d/b/a Verizon Wireless and Atlantis Holdings LLC*, Memorandum Opinion and Order and Declaratory Ruling, WT Docket No. 08-95, FCC 08-258 (rel. Nov. 10, 2008), ¶ 178 ("We condition our approval of this transaction on Verizon Wireless's commitment to honor ALLTEL's existing agreements with other carriers to provide roaming on ALLTEL's CDMA and GSM networks. We additionally condition our approval on the option Verizon Wireless voluntarily offers to each regional, small, and/or rural carrier that has a roaming agreement with ALLTEL to keep the rates set forth in that roaming agreement in force for the full term of the agreement, notwithstanding any change of control or termination for convenience provisions that would give Verizon Wireless the right to accelerate the termination of such agreement. We also condition our approval on each such regional, small, and/or rural carrier that currently has roaming agreements with both ALLTEL and Verizon Wireless having the option to select either agreement to govern all roaming traffic between it and post-merger Verizon Wireless. We further condition our approval on Verizon Wireless's commitment that it will not adjust upward the rates set forth in ALLTEL's existing agreements with each regional, small and/or rural carrier for the full term of the agreement or for four years from the closing date, which ever occurs later.").

regional and rural carriers, consistent with terms of the commitment made by Verizon Wireless in letters to Representative Rick Boucher, Senator John F. Kerry and Senator John D. Rockefeller IV, and filed with the Commission on July 17, 2009.³

Pursuant to Section 1.1206 of the Commission's Rules, this *ex parte* notification is being filed electronically with your office.

Respectfully submitted,

A handwritten signature in black ink that reads "Todd B. Lantor". The signature is written in a cursive, flowing style.

Todd B. Lantor

Counsel to Rural Cellular Association

cc: Steven K. Berry

³ See Letter from Lowell C. McAdam, President and Chief Executive Officer, Verizon Wireless, to The Honorable Rick Boucher, Chairman, Subcommittee on Communications Technology and the Internet, U.S. House of Representatives (dated July 17, 2009); Letter from Lowell C. McAdam to The Honorable John F. Kerry, Chairman, Subcommittee on Communications, Technology and the Internet, U.S. Senate (dated July 17, 2009); Letter from Lowell C. McAdam to The Honorable John D. Rockefeller IV, Chairman, Committee on Commerce, Science and Transportation, U.S. Senate (dated July 17, 2009); *see also* Letter from John T. Scott III, Vice President & Deputy General Counsel, Regulatory Law, Verizon Wireless to Marlene H. Dortch, Secretary, Federal Communications Commission (dated July 17, 2009).

CERTIFICATE OF SERVICE

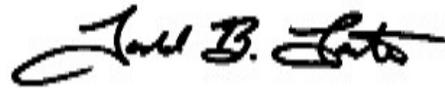
I, hereby certify that on this 27th day of October, 2009, true and correct copies of the foregoing letter were served by first-class mail, postage prepaid, to the following persons:

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Todd B. Lantor