



**Joan Marsh**  
Vice President –  
Federal Regulatory

AT&T Services, Inc.  
1120 20<sup>th</sup> Street, N.W.  
Suite 1000  
Washington, D.C. 20036

202.457.3120 Phone  
832.213.0172 Fax  
[joanmariemarsh@att.com](mailto:joanmariemarsh@att.com)

November 5, 2009

**VIA ELECTRONIC FILING**

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, SW  
Washington, DC 20554

Re: AT&T Inc. and Centennial Communications Corp. Applications for  
Consent to Transfer Control of Commission Licenses, Authorizations, and  
Spectrum Leasing Arrangements, WT Docket No. 08-246

Dear Ms. Dortch:

On November 4 and 5, 2009, Robert W. Quinn, Jr., Senior Vice President-Federal Regulatory, AT&T, spoke with Jennifer Schneider, Legal Advisor to Commissioner Michael J. Cops via phone conference. AT&T discussed in detail how the merger of AT&T Inc. (“AT&T”) and Centennial Communications Corp. (“Centennial”) will advance the Commission’s goal of expanding the availability of broadband services, especially in rural areas. The merger will enable AT&T to provide Centennial’s customers 3G services that Centennial has no plan currently to provide on its own. Moreover, the merger will enable AT&T to provide 4G services in areas where neither carrier may have provided such services absent the merger.

Centennial does not currently provide 3G wireless broadband services in the U.S. mainland to its customers in its Midwest and Southeastern clusters. Upgrading on its own would be challenging, not only because of the current economic environment that makes accessing the needed capital difficult, but also because of spectrum availability limitations that could impinge on service quality. By contrast, with the merger, AT&T plans to expand the Nation’s fastest 3G network to numerous Centennial cell sites beginning in 2010. AT&T’s advanced 3G network will provide a considerable speed boost to Centennial’s current 2G network.

The merger also will facilitate the jump from 3G to 4G technology. In certain Centennial service areas, the merger may give AT&T sufficient spectrum to roll out 4G technology. In other Centennial areas, where AT&T may have adequate spectrum but does not yet have the towers or infrastructure in place to use the spectrum, the merger

will enable AT&T to roll out 4G faster because AT&T will not experience the delay necessary to obtain permits and construct towers. Moreover, the combined company will be in a position to dedicate a portion of its spectrum holdings to the 4G conversion while continuing to provide high quality service to each company's existing customer base. With its current capital and spectrum limitations, Centennial could be significantly delayed in upgrading its network to 4G.

AT&T has proven that it can deploy advanced services quickly. For example, in November 2007, AT&T acquired Dobson, a wireless carrier that, like Centennial, principally serves rural areas and small cities. Since then, AT&T has deployed 3G service in portions of dozens of cellular market areas that were part of the Dobson footprint. This merger can bring the same kind of public interest benefits and thus deserves quick approval. AT&T also commits to provide the Commission with periodic updates every six months over the next three years on our progress towards deploying 3G services in the former Centennial service areas.

In accordance with the Commission's rules, this letter is being filed electronically with the Secretary for inclusion in the public record.

Sincerely,

A handwritten signature in black ink, appearing to be 'JM', followed by a horizontal line extending to the right.

Joan Marsh

cc: Bruce L. Gottlieb  
Jennifer Schneider  
Angela E. Giancarlo  
Louis Peraertz  
Charles Mathias  
Ruth Milkman  
James D. Schlichting  
Katherine M. Harris