

Barbara Bonds
Trust Counsel

Direct: 501-905-1960
Fax: 501-905-5489
Email: Barbara.bonds@alltel.com

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January 6, 2010

VIA FEDERAL EXPRESS

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
9300 East Hampton Drive
Capitol Heights, MD 20743

**Re: WC Docket No. 09-197
Alltel Communications, LLC's Eligible Telecommunications Carrier
Certification and 2009 Annual Report for the Commonwealth of Virginia—
Supplemental Filing**

Dear Ms. Dortch:

Alltel Communications, LLC ("Alltel") by Management Trust hereby submits the original and four copies of the following information:

- PUBLIC VERSION OF ELIGIBLE TELECOMMUNICATIONS CARRIER CERTIFICATION AND 2009 ANNUAL REPORT OF ALLTEL COMMUNICATIONS, LLC FOR THE COMMONWEALTH OF VIRGINIA—SUPPLEMENTAL FILING
 - Public Version of Supplement to Confidential Exhibit B-1
- (Separate Marked Envelope) CONFIDENTIAL VERSION OF ELIGIBLE TELECOMMUNICATIONS CARRIER CERTIFICATION AND 2009 ANNUAL REPORT OF ALLTEL COMMUNICATIONS, LLC FOR THE COMMONWEALTH OF VIRGINIA—SUPPLEMENTAL FILING
 - Confidential Version of Supplement to Confidential Exhibit B-1

No. of Copies rec'd 0+4
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• REQUEST FOR CONFIDENTIAL TREATMENT OF ALLTEL COMMUNICATIONS, LLC BY MANAGEMENT TRUST

Alltel's Request for Confidential Treatment pursuant to 47 C.F.R. §§ 0.457(d) and 0.459 is made with respect to the Supplement to Confidential Exhibit B-1. These confidential materials are enclosed in a separate, marked envelope.

This filing is made separately by the Management Trustee because the information contained in the Supplement to Confidential Exhibit B-1 pertains exclusively to the areas that are to be divested and are currently under the management of the Management Trustee.

This filing is submitted for the study area code listed below:

State	Spin	Study Area Code	Study Area Name
VA	143008900	199011	Alltel Communications, LLC

If you have any questions, please contact me.

Respectfully submitted,

Barbara Bonds
Trust Counsel
Alltel Communications, LLC by Management Trust
(501) 905-6924

Before the
Federal Communications Commission
Washington, D.C. 20554

In the Matter of)
Federal-State Joint Board on) WC Docket No. 09-197
Universal Service)

ELIGIBLE TELECOMMUNICATIONS CARRIER CERTIFICATION
AND 2009 ANNUAL REPORT OF
ALLTEL COMMUNICATIONS, LLC
IN THE COMMONWEALTH OF VIRGINIA

SUPPLEMENTAL FILING

Background

47 C.F.R. § 54.209(a) requires a common carrier designated by the Commission as an ETC pursuant to Section 214(e)(6) of the Act to annually report certain information no later than October 1 of each calendar year. In satisfaction of the Commission's annual reporting requirement, Alltel Communications, LLC ("Alltel") submitted its Annual Report on October 1, 2009 for the period January 1, 2008 through December 31, 2008 (the "Annual Report"). On December 1, 2009, Alltel received a request from the Wireline Competition Bureau ("WCB") seeking additional information relating to its Annual Report. Alltel respectfully submits this Supplemental Filing in response to the WCB's December 1, 2009 request for additional information.

The information contained in this supplemental filing represents commercial and financial trade secrets regarding Alltel's network build-out plans and other matters that are highly sensitive due to the competitive nature of the commercial wireless industry. Accordingly, contemporaneous with this filing, Alltel is making a filing to request that

the Commission treat this data as confidential and withhold it from public inspection, pursuant to Sections 0.457(d)(1) and 0.459 of the rules.

Progress Report on Service Improvement Plan

47 C.F.R. § 54.209(a)(1) requires an ETC to file a progress report on its Service Improvement Plan. 47 C.F.R. § 54.209(a)(1) specifically requires:

A progress report on its five-year service quality improvement plan, including maps detailing its progress towards meeting its plan targets, an explanation of how much universal service support was received and how it was used to improve signal quality, coverage, or capacity, and an explanation regarding any network improvement targets that have not been fulfilled. The information shall be submitted at the wire center level.

Alltel submitted a progress report on its Service Improvement Plan for the period January 1, 2008 through December 31, 2008 as Confidential Exhibit B-1 to the Annual Report. Alltel's progress report included a map detailing the Company's progress toward meeting its plan targets in 2008, an explanation of how much universal service support was received in 2008 and how it was used to improve signal quality, coverage or capacity on a wire center-by-wire center basis in 2008 and an explanation regarding network improvement targets that were not met. The map submitted by Alltel as part of Confidential Exhibit B-1 identified (a) the ETC designated wire centers; (b) signal coverage at the end of calendar year 2008 (including signal coverage enhancements from projects completed in 2008); and (c) the coverage enhancement projects that were worked on during calendar year 2008. On December 1, 2009 the WCB requested that Alltel provide the following: (a) signal coverage maps focused on a smaller geographic area; (b) the depiction and labeling of ETC designated wire centers; and (c) the identification of not just projects completed in 2008 but also projects completed in 2009 and projects

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projected for 2010. Attached to this Supplemental Filing are revised maps as Supplement to Confidential Exhibit B-1.

While Confidential Exhibit B-1 to the Annual Report did not reflect the enhanced coverage that has now been accomplished by the integration of the Alltel and Verizon Wireless networks (because it did not occur in 2008), Supplement to Confidential Exhibit B-1 reflects the coverage that resulted from the integration of such networks and the network enhancement projects that were completed in 2009. A supplement to the maps with respect to the markets that will be divested is being filed separately by the Trustee operating those properties. The “coverage enhancement projects” reflected on the maps attached to Supplement to Confidential Exhibit B-1 and identified as such in the legend of the coverage maps include projects that enhanced capacity and projects that enhanced coverage.

Respectfully submitted,

Alltel Communications, LLC

By _____

Mark R. Smith
Assistant Secretary

By _____
Barbara Bonds
Trust Counsel
Alltel Communications, LLC by Management Trust

PUBLIC VERSION-CONFIDENTIAL VERSION FILED UNDER SEPARATE COVER

SUPPLEMENT TO CONFIDENTIAL EXHIBIT B-1

INFORMATION REDACTED

**THIS EXHIBIT IS WITHHELD FROM THE PUBLIC COPY
AS THE FILER HAS REQUESTED CONFIDENTIAL TREATMENT**

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of)	
)	
Federal-State Joint Board on)	WC Docket No. 09-197
Universal Service)	

**REQUEST FOR CONFIDENTIAL TREATMENT FOR THE SUPPLEMENT TO
EXHIBIT B-1 TO ELIGIBLE TELECOMMUNICATIONS CARRIER CERTIFICATION
AND 2009 ANNUAL REPORT OF ALTEL COMMUNICATIONS, LLC
FOR THE COMMONWEALTH OF VIRGINIA**

For the reasons stated herein, the Trustee of the Management Trust of Alltel Communications, LLC (the "Trustee") hereby requests that the **Supplement to Confidential Exhibit B-1** to Eligible Telecommunications Carrier Certification and 2009 Annual Report for the Commonwealth of Virginia, be treated as confidential and not routinely made available for public inspection pursuant to 47 C.F.R. §§ 0.457(d) and 0.459. A redacted copy of the **Supplement to Confidential Exhibit B-1** is being filed separately today for inclusion in the public record.

The **Supplement to Confidential Exhibit B-1** contains information that qualifies as "commercial or financial information" that "would customarily be guarded from competitors," regardless of whether or not such materials are protected from disclosure by a privilege. *See* 47 C.F.R. § 0.457(d); *see also Critical Mass Energy Project v. NRC*, 975 F.2d 871, 879 (D.C. Cir. 1992) ("[W]e conclude that financial or commercial information provided to the Government on a voluntary basis is 'confidential' for the purpose of Exemption 4 if it is the kind that would customarily not be released to the public by the person from whom it was obtained.")

The confidential information contained in the **Supplement to Confidential Exhibit B-1** relates to anticipated Federal Universal Service Fund receipts and proposes infrastructure expenditures and capital improvements in Alltel's designated areas in Virginia. The Commission has previously determined that information in a Service Improvement Plan is "Confidential" and has granted a Protective Order to allow access to protect against the dissemination of such "Confidential" information.¹ The Commission routinely grants Protective Orders to protect the confidentiality of such information.² Since the information in the **Supplement to Confidential Exhibit B-1** is related to its Service Improvement Plan, it should be afforded "Confidential" status.

The **Supplement to Confidential Exhibit B-1** contains sensitive information that if disclosed could place the Trustee and Alltel at a competitive disadvantage, including specific information regarding construction plans, that warrant protection under 47 C.F.R. § 0.459. The Trustee and Alltel would be placed at a significant disadvantage if this information is revealed to competing service providers, who stand to benefit competitively from any knowledge of the redacted commercial and financial information included in these materials. If the redacted

¹ See *In the Matter of High-Cost Universal Service Support, Federal-State Joint Board on Universal Service, Alltel Communications, Inc. et al. Petitions for Designation as Eligible Telecommunications Carriers, RCC Minnesota, Inc. and RCC Atlantic, Inc. New Hampshire ETC Designation Amendment*, WC Docket 05-337, CC Docket 96-45, Order, FCC 08-122 (rel. May 1, 2008); *In the Matter of Federal-State Joint Board on Universal Service, RCC Holdings, Inc. Petition for Designation as an Eligible Telecommunications Carrier*, CC Docket 96-45, Order, DA 02-3181 (rel. Nov. 27, 2002).

² See *In the Matter of Federal-State Joint Board on Universal Service Petition of Cingular Wireless, LLC for Designation as an Eligible Telecommunications Carrier in the State of Georgia*, CC Docket No. 96-45, Order, DA 07-3627, ¶¶ 1-3 (rel. Aug. 15, 2007); *In the Matter of Federal-State Joint Board on Universal Service NEP Cellcorp., Inc. Application for Designation as an Eligible Telecommunications Carrier in the Commonwealth of Pennsylvania*, CC Docket No. 96-45, Order, DA 07-3628, ¶ 2 (rel. Aug. 15, 2007); *In the Matter of Federal-State Joint Board on Universal Service Petition of Centennial USVI Operations Corp. Petition for Designation as an Eligible Telecommunications Carrier in the United States Virgin Islands*, CC Docket No. 96-45, Order, DA 07-3979, ¶ 2 (rel. Sept. 20, 2007).

commercial and financial information were disclosed to competitors of Alltel, they could use such information to compete against Alltel or take other action that would place Alltel at a substantial competitive disadvantage. The redacted material is not and has not previously been made available to the public, and the Trustee and Alltel have taken internal precautions to ensure that such information is not disclosed to the public.

Respectfully submitted,

January 6, 2010



Barbara Bonds
Trust Counsel
Alltel Communications, LLC by Management Trust
One Allied Drive
Little Rock, AR 72202