

April 30, 2010

BY ECFS

Marlene H. Dortch, Esq.
Secretary
Federal Communications Commission
445 Twelfth Street., S.W.
Washington, D.C. 20554

Re: Applications of AT&T Inc. and Verizon Wireless for Consent To Assign or Transfer Control of Licenses and Authorizations and Modify a Spectrum Leasing Arrangement, WT Docket No. 09-104, Notice of Oral Ex Parte Presentation

Dear Ms. Dortch:

On April 29, 2010, Bill Drexel, Joan Marsh, Jeanine Poltronieri, Michael Goggin, William Hague, and Rudolph Hermond of AT&T Inc. (“AT&T”) and Richard Rosen and Scott Feira of Arnold & Porter LLP, representing AT&T, met with Jim Schlichting, Paul Murray, Kathy Harris, Stacy Ferraro, Susan Singer, Christina Clearwater, and Monica DeLong of the Wireless Telecommunications Bureau and Jim Bird, Neil Dellar, and Joel Rabinovitz of the Office of General Counsel.

AT&T reiterated the public interest benefits of the transaction, which are described in pp. 10-19 of the Public Interest Statement filed on May 22, 2009. These include satisfaction of divestiture obligations arising out of the Verizon/ALLTEL transaction, AT&T’s entry as a new competitor in 49 CMAs and expansion of AT&T’s current limited presence in 30 other CMAs, improved broadband opportunities in rural areas, access to America’s fastest 3G network and an industry-leading WiFi network, access to the largest array of smartphones and devices of any carrier, the best wireless coverage worldwide, and significant job creation and investment. AT&T discussed the transaction’s effects on CDMA roaming in the Divestiture Markets, consistent with AT&T’s response on December 3, 2009, to Questions III.1-3 and on December 17, 2009, to Questions III.4-6 of the FCC’s General Information Request dated November 19, 2009, and AT&T argued that no incremental CDMA roaming conditions should be imposed on the transaction. In particular, AT&T noted the wide range of present and future CDMA roaming opportunities in the Divestiture Markets, as well as the small area in which the Divestiture CDMA Networks are the only CDMA roaming opportunity. AT&T also explained

ARNOLD & PORTER LLP

Marlene H. Dortch, Esq.
April 30, 2010
Page 2

that the pending litigation described in the ex parte letter of Jonathan Canis dated March 10, 2010, raised no impediment to concluding the Commission's review of this transaction. The Commission's longstanding practice is to refuse to defer or delay action on assignment or transfer applications pending court litigation of contractual disputes, and the Commission has sole authority over CMRS licensing. *See In Re AB Fillins*, Memorandum Opinion and Order, 20 FCC Rcd. 11,755 (1997).

In accordance with Commission rules, this letter is being filed electronically with your office for inclusion in the public record.

Sincerely,

/s/ Scott Feira

Scott Feira
Counsel for AT&T Inc.

cc (by email):

Jim Schlichting
Paul Murray
Kathy Harris
Stacy Ferraro
Susan Singer
Christina Clearwater
Monica DeLong,
Jim Bird
Neil Dellar
Joel Rabinovitz