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May 16, 2011

Via Electronic Filing

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

Re: *Applications of AT&T Inc. and Deutsche Telekom AG ("Applicants") for
Consent to Assign or Transfer Control of Licenses and Authorizations –
WT Docket No. 11-65*

Dear Ms. Dortch:

On May 12, 2011, A. Richard Metzger, Jr. and the undersigned, counsel to Sprint Nextel Corporation (Sprint), spoke by telephone with Jonathan Baker and Paul Lafontaine of the Office of Strategic Planning & Policy Analysis; Patrick DeGraba, Catherine Matraves, and Susan Singer of the Wireless Telecommunications Bureau; and Joel Rabinovitz and Neil Dellar of the Office of General Counsel.

In the course of the conversation, there was a discussion of the pending application of AT&T to acquire T-Mobile. Counsel to Sprint stressed the importance of evaluating whether the Applicants have substantiated with credible evidence claims such as the Applicants' assertions about the synergies and cost savings that the transaction purportedly will produce, the relevant geographic market for evaluating the competitive effects of the transaction, their claimed capacity constraints in rural and other areas and the integration of T-Mobile's base stations into AT&T's network to alleviate those alleged constraints, and the pre-transaction plans of AT&T and T-Mobile to deploy LTE service, including current construction schedules. Where necessary, the Commission should seek additional supporting information from the applicants, as it has in prior merger proceedings.

Ms. Marlene Dortch

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Pursuant to section 1.206(b)(2) of the Commission's rules, 47 C.F.R. § 1.1206(b)(2), this *ex parte* notification is being filed electronically for inclusion in the public record of the above referenced proceeding.

Respectfully submitted,

/s/ Regina M. Keeney

Regina M. Keeney

Cc:

Jonathan Baker

Paul Lafontaine

Patrick DeGraba

Catherine Matraves

Susan Singer

Joel Rabinovitz

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