LEHIGH VALLEY COOPERATIVE TELEPHONE ASSN.

9090 TAYLOR RD • BOX 137 • LEHIGH, IOWA 50557 • TEL. 515.359.2211 • FAX. 515.359.2424

June 20, 2011

Via Electronic Filing
Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, SW, Room TW-A325
Washington, DC 20554

Re: Proposed Transfer of Control of T-Mobile USA, Inc. and Its Subsidiaries From Deutsche Telekom AG to AT&T Inc.- WT Docket No. 11-65

Dear Ms. Dortch:

Lehigh Valley Cooperative Telephone Association is a rural independent telephone company and provider of mobile wireless services in conjunction with Iowa Wireless Services, LLC (iWireless). We are writing this letter because we have significant concerns about AT&T's proposed acquisition of T-Mobile USA and its subsidiaries and affiliates, and the potential harm this transaction may have on our continued ability to provide high-quality advanced wireless telecommunications services to communities and underserved areas in rural Iowa. We wish to join iWireless in respectfully requesting that the Commission condition its consent to the T-Mobile transaction on AT&T's agreement to meet the following commitments:

(1) that AT&T maintain the legacy T-Mobile GSM and UMTS/HSPA networks until such time as iWireless and its member companies can transition to the technology path chosen by AT&T for LTE deployment;

(2) that AT&T continue to provide roaming services compatible with the voice and data technologies utilized by iWireless and its member companies as they transition to more advanced 3G services;

(3) that AT&T work with manufacturers to make handsets compatible with both the iWireless and AT&T networks available on a timely basis, and in sufficient quantities to meet iWireless and its member companies' needs;

(4) that AT&T commit not to repurpose iWireless spectrum for LTE or other purposes until such time as iWireless, its member companies and their customers are ready and able to transition to such services; and

(5) that AT&T commit to the terms of existing agreements between iWireless and T-Mobile.

Our company has made significant investments to obtain partitioned/disaggregated broadband PCS spectrum and to construct and operate a high-quality wireless network in our rural service area. We currently employ GSM as our air interface for voice services, and we have plans, together with iWireless and our fellow independent telephone companies (ITCs), to expand the availability of broadband wireless services in rural Iowa using the 3G UMTS/HSPA protocol operating on partitioned AWS spectrum.

The iWireless partnership with T-Mobile has been extremely important to our business. It has given us access to partitioned spectrum in our rural communities and it has helped to create a larger market and more diverse ecosystem for GSM and UMTS/HSPA infrastructure, equipment and handsets. It has also given us a reliable partner for inbound and outbound roaming and it has given our customers access to a ubiquitous nationwide GSM/UMTS network with voice and high-speed data capabilities. While the ITCs and iWireless have only recently started to deploy 3G UMTS/HSPA services in the state, we have chosen to follow this technology path precisely because it was compatible with T-Mobile.

Recently, AT&T has advised the Commission that it plans "to redeploy T-Mobile USA's AWS spectrum from UMTS to LTE" (Joint Opposition at p.7) and that it cannot use this spectrum on its own UMTS network "because its millions of UMTS customers have handsets that will not work on that spectrum." (id.) This gives us grave concerns because once AT&T transitions all of T-Mobile's spectrum and services to LTE, the iWireless and ITC networks will become an isolated "islands" of broadband wireless service, and our rural customers will lose access to nationwide voice and data roaming that they have come to rely on. Moreover, AT&T/T-Mobile subscribers that used to be able to roam on our rural network will no longer have the ability to do so once they are transitioned to LTE.

While AT&T has acknowledged its obligation to honor its contractual and legal obligations arising out of the T-Mobile acquisition, (Joint Opposition at p. 225) we are disappointed that AT&T has said nothing in its reply to address the legitimate issues raised by iWireless, which relate to the continuity of service for rural subscribers and the ability of small businesses and rural telephone companies to participate in the provision of advanced wireless services. AT&T instead chooses to dismiss these concerns as "adjudication of contractual rights."

The public interest calls for the maintenance of existing wireless service for rural subscribers to ensure that they will have seamless access to voice and broadband communications, regardless of whether they are in their home rural markets, or visiting populated urban areas, and to avoid saddling rural carriers and iWireless with stranded investments that would otherwise have no use outside of rural markets.

Should the Commission determine that consent to the T-Mobile USA transfer of control application is in the public interest, we respectfully join iWireless in requesting that the FCC condition its consent on AT&T's agreement to the commitments outlined above to ensure the continued availability of high-quality voice and data services for consumers in rural Iowa and ongoing viability of our local business.

Respectfully submitted,

Jim Suchan
Chief Executive Officer
Lehigh Valley Coop Telephone Association

CERTIFICATE OF SERVICE

I, Cary Mitchell, hereby certify that a copy of the foregoing Reply was served this 20th day of June, 2011, by electronic mail or by U.S. Mail, postage prepaid, to the following individuals at the addresses listed below:

Best Copy and Printing, Inc.
Federal Communications Commission
445 12th Street, SW
Room CY-B402
Washington, DC 20554
Email: fcc@bcpiweb.com

Stacy Ferraro
Spectrum and Competition Policy Division
Wireless Telecommunications Bureau
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554
Email: stacy.ferraro@fcc.gov

Catherine Matraves
Spectrum and Competition Policy Division
Wireless Telecommunications Bureau
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554
Email: catherine.matraves@fcc.gov

Kathy Harris
Mobility Division
Wireless Telecommunications Bureau
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554
Email: kathy.harris@fcc.gov

Jim Bird
Office of the General Counsel
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554
Email: jim.bird@fcc.gov

David Krech
Policy Division
International Bureau
445 12th Street, SW
Washington, DC 20554
Email: david.krech@fcc.gov

Via First Class Mail
Peter J. Schildkraut
Arnold and Porter LLP
555 Twelfth Street, NW
Washington, DC 20004
Counsel for AT&T Inc.

Via First Class Mail
Nancy J. Victory
Wiley Rein LLP
1776 K Street, NW
Washington, DC 20006
Counsel for T-Mobile USA

Cary Mitchell