

**REDACTED FOR PUBLIC INSPECTION**

March 22, 2012

**VIA HAND DELIVERY AND ECFS**

Ms. Marlene H. Dortch, Secretary  
Federal Communications Commission  
445 Twelfth St. N.W.  
Washington, D.C. 20554

Re: Applications of Cellco Partnership d/b/a Verizon Wireless and Cox TMI  
Wireless, LLC for Consent to Assign Licenses Held by Cox TMI  
Wireless, LLC (WT Docket No. 12-4).

Dear Ms. Dortch:

Cox Communications, Inc., (“Cox”) hereby submits its initial response to the information and document discovery request issued by the Wireless Telecommunications Bureau on March 8, 2012.<sup>1</sup> This response contains confidential material and is filed pursuant to the *Protective Order* adopted in this proceeding.<sup>2</sup> The redacted, public version has been filed under separate cover. Copies of each version of this filing will be provided to the Secretary’s Office and the Wireless Telecommunications Bureau as directed by the Protective Orders and the Information Request.<sup>3</sup>

Cox’s submission today consists of narrative responses to those portions of the information request that can be answered without completing electronic searches for

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<sup>1</sup> See Letter from Rick Kaplan, Chief, Wireless Telecommunications Bureau, to Lynn Charytan, Vice President, Legal Regulatory Affairs, Comcast Corporation, WT Docket No. 12-4 (Mar. 8, 2012) (“March 8 Letter”) (attaching the “Information Request”).

<sup>2</sup> *In re Application of Cellco Partnership d/b/a Verizon Wireless and SpectrumCo LLC For Consent To Assign Licenses*, Protective Order, WT Docket No. 12-4, DA 12-50 (WTB Jan. 17, 2012) the “Protective Order”).

<sup>3</sup> See March 8 Letter at 2.

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documents. Cox will provide responsive documents following the determination of document custodians and completion of the searches.

The information provided today is based on the knowledge of the Cox employees who prepared and reviewed the responses. While Cox believes these employees have sufficient knowledge to provide these responses, Cox reserves the right to supplement or modify the responses provided today to the extent it becomes aware of additional or different information that is responsive to the information request.

Please inform me if any questions should arise in connection with this submission.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "J.G. Harrington", written over a horizontal line.

J.G. Harrington

Counsel to Cox TMI Wireless, LLC

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**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, DC 20554**

In the Matter of )  
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Application of Cellco Partnership d/b/a ) WT Docket No. 12-4  
Verizon Wireless and Cox TMI Wireless, LLC )  
For Consent To Assign Licenses )  
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**PARTIAL RESPONSE TO INFORMATION REQUEST BY COX  
COMMUNICATIONS, INC.**

Cox Communications, Inc. and Cox TMI Wireless, LLC (collectively for purposes of this response “Cox”) hereby provides its initial response to the information and document requests issued by the Wireless Telecommunications Bureau on March 8, 2012. Cox is submitting this initial submission primarily in response to questions requesting a narrative response or to those document requests where responsive documents have already been filed or no relevant documents have been found to exist. As noted in the cover letter to this submission, Cox is working diligently with its vendor to collate and organize responsive documents for submission pursuant to the instructions in the information and document request. Cox anticipates that this Document Production will begin promptly after the Commission has completed its review of Cox’s proposed document custodian list.

1. Provide an organization chart and personnel directory in effect since January 1, 2010, for the Company as a whole and for each of the Company’s facilities or divisions involved in any activity relating to any Relevant Wireless Product or any Relevant Wireless Service.

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Response

Cox has previously provided its current organization chart and personnel directory. Cox does not maintain records of its previous organization charts.

5. Provide a timeline of discussions concerning the Proposed Transaction, including:  
(a) dates of various discussions between principals and representatives of the parties; (b) dates of meetings of the boards of directors where the matter was discussed; and (c) dates of interactions between advisors and the boards of directors or management. Provide all plans, analyses, and reports presented at these discussions, meetings, and interactions.

Response

[BEGIN CONFIDENTIAL]

[END CONFIDENTIAL]

Documents responsive to Item 5 will be provided in the Document Production.

7. Describe in detail Cox's efforts to negotiate roaming agreements, including whether your company signed any roaming or wholesale agreements, and provide a timeline for all negotiations. Explain how any difficulties that Cox experienced in reaching roaming agreements with Verizon Wireless affected Cox's decision not to continue plans to become a facilities-based mobile wireless service provider. Provide all plans, analyses, and reports from 2008 to the present, discussing: (a) past or current roaming or wholesale negotiations and agreements; (b) consideration of roaming or wholesale proposals or agreements; and (c) the cost of roaming or wholesale – including but limited to discussions between Cox and Verizon Wireless.

Response

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Documents responsive to Item 7 will be provided in the Document Production.

9. Provide all plans, analyses, and reports discussing the Company's use or future use of Wi-Fi networks in the provision of services to wireless service providers, including:
  - a. the benefits to wireless service providers of having access to Wi-Fi networks for the provision of wireless services (e.g., for network management, such as through offloading of traffic, or the provision of enhanced services), and any valuation of having such access, including any competitive implication for wireless service providers;
  - b. how the Proposed Transaction and the Agreements would affect the Company's use or future use of its Wi-Fi networks in the provision of services to wireless service providers; or
  - c. any potential or actual agreements, partnerships, or arrangements that the Company has to supply Wi-Fi network services to any wireless service provider

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To the extent the Company has entered into any agreements, partnerships, or arrangements subject to subsection (c), provide a copy of such agreements, partnerships, or arrangements.

Response:

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[END

16. Describe in detail and provide all documents discussing whether and if so how the Company:
- a. Conditioned or otherwise connected its decision to enter into the Spectrum License Purchase Agreements on the execution or consummation of any of the Agreements or any other commercial agreement or arrangement; or
  - b. conditioned or otherwise connected its decision to enter into any of the Agreements on the execution or consummation of the Spectrum License Purchase Agreements, any of the other Agreements, or any other commercial agreement or arrangement.

The response should include, but not be limited to, the nature of and the purposes or objectives underlying any such condition or connection.

Response

[BEGIN CONFIDENTIAL]

[END CONFIDENTIAL]

18. To the extent not already provided, provide all documents cited in the Public Interest Statement or Joint Opposition and the attached declarations, and any data, documents or analyses provided to, reviewed by, or relied upon in preparing those declarations, grouped by declaration/Public Interest Statement, or Joint Opposition.

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RESPONSE

Cox interprets this item to request from Cox only those documents directly relevant to Cox. Thus its response is limited to pages 18 to 20 of the Public Interest Statement and the declaration of Suzanne Fenwick, Executive Director for Corporate Development for Cox, attached thereto as Exhibit 4, and to pages 37 to 40 of the Joint Opposition. Cox cited several Cox press releases in pages 37 to 40 of the Joint Opposition and provided URLs to each. No other documents are relevant to this item.