

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

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April 2, 2012

Marlene H. Dortch, Secretary
Attn: Wireless Telecommunications Bureau
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

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

Dear Ms. Dortch:

Pursuant to the Protective Orders adopted in the above-referenced proceeding,¹ the attached Acknowledgments of Confidentiality are being submitted for inclusion in the record and to gain access to the data that will be placed in the record of this proceeding.² These Acknowledgments of Confidentiality have been signed by Outside Counsel and Outside Consultants of Record to Sprint Nextel Corporation (“Sprint Nextel”), and paralegals or other employees of Outside Counsel of Record and Outside Consultants, as shown on the attached list. Sprint Nextel has retained Skadden, Arps, Slate, Meagher & Flom LLP as Outside Counsel of Record, and has retained Charles River Associates as outside Consultants.

By copy of this letter, the Acknowledgments are being served on Wireless Telecommunications Bureau representatives listed on the attached Certificate of Service, including the representatives identified in the Public Notice and Protective Orders as the contact for obtaining the additional data: Sandra K. Danner, Broadband Division, Wireless Telecommunications Bureau.³

¹ *Applications of Cellco Partnership d/b/a Verizon Wireless, Cox TMI Wireless and SpectrumCo LLC for Consent to Assign Licenses*, WT Docket No. 12-4, Protective Order, DA 12-50; Second Protective Order, DA 12-51 (rel. Jan. 17, 2012); NRUF/LNP Protective Order, DA 12-468 (rel. Mar. 28, 2012) (“Protective Orders”).

² *Proposed Assignment of Licenses to Verizon Wireless from SpectrumCo and Cox TMI Wireless, LLC*, WT Docket No. 12-4; Public Notice, DA 12-35 (rel. Jan. 11, 2012) (“Public Notice”).

³ Public Notice at 2; Protective Order ¶ 4; Second Protective Order ¶ 5; NRUF/LNP Protective Order ¶ 6.

Marlene H. Dortch, Secretary
April 2, 2012
Page 2

If you have questions, please do not hesitate to call.

Sincerely,

A handwritten signature in black ink, appearing to read "Antoinette C. Bush". The signature is fluid and cursive, with a long, sweeping tail that extends to the right.

Antoinette C. Bush

Attachments

cc: Attached Service List

**Acknowledgments of Confidentiality
(Appendix A to Protective Order; Appendix B to Second Protective Order)**

Submitted By:

Charles River Associates
Outside Consultants to Sprint Nextel Corporation

Martino De Stefano, Principal
Fumino Tamaki, Consulting Associate
Jeremy Selbst, Analyst

Philip Wolf, Analyst
Timothy M. Clark, Associate

**Acknowledgments of Confidentiality
(Appendix A to NRUF/LNP Protective Order)**

Submitted By:

Skadden, Arps, Slate, Meagher & Flom LLP
Outside Counsel to Sprint Nextel Corporation

Antoinette Cook Bush, Partner
Matthew P. Hendrickson, Partner
Steven C. Sunshine, Partner
John Beahn, Counsel
David H. Pawlik, Associate
Tara S. Emory, Associate
John R. Seward, Associate
David Shockley, Associate
Joseph M. Rancour, Associate
Joshua Gruenspecht, Associate
Ceceile Patterson, Legal Assistant

Kyle Cole, Legal Assistant
Susan R. Lacheman, Legal Technology Project Manager
Eric Hensel-Briscoe, Legal Technology Manager
Meghan Glancy, Legal Technology Project Coordinator
Marie Reinsdorf, Legal Technology Technical Specialist
Austin Mitchell, Legal Technology Training Specialist
Bernardo Medrano, Legal Technology Project Specialist
Andrew Q. Lu, Legal Technology Specialist
Madeha Mushtaq, Legal Technology Specialist
William H. Lambdin, Jr., Legal Technology Specialist

Charles River Associates
Outside Consultants to Sprint Nextel Corporation

John R. Woodbury, Vice President
Steve C. Salop, Senior Consultant
Martino De Stefano, Principal
Fumino Tamaki, Consulting Associate
Stanley Besen, Senior Consultant

Jeremy Selbst, Analyst
Philip Wolf, Analyst
Timothy M. Clark, Associate
Stephen Kletter, Principal

Certificate of Service

I hereby certify that on this 2nd day of April, 2012, I caused true and correct copies of the foregoing letter and attached Acknowledgment of Confidentiality to be served as follows:

Via electronic mail to:

Cellco Partnership
Michael Samsock
1300 I Street, NW – Suite 400 West
Washington, DC 20005
michael.samsock@verizonwireless.com

Sandra Danner
Broadband Division
Wireless Telecommunications Bureau
Federal Communications Commission
sandra.danner@fcc.gov

Dow Lohnes PLLC
Christina H. Burrow, Esq.
1200 New Hampshire Ave., NW
Washington, DC 20036
cburrow@dowlohn.com

Jim Bird
Office of General Counsel
Federal Communications Commission
jim.bird@fcc.gov

Willkie Farr & Gallagher LLP
Michael G. Jones
1875 K Street, N.W.
Washington, DC 20006
mjones@willkie.com

Joel Taubenblatt
Spectrum and Competition Policy Division
Federal Communications Commission
joel.taubenblatt@fcc.gov

Best Copy and Printing, Inc.
FCC@BCPIWEB.COM


Ceceile Patterson

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it.

I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order.

I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

I certify that I am not involved in Competitive Decision-Making.

Without limiting the foregoing, to the extent that I have any employment, affiliation, or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or advocacy organization), I acknowledge specifically that my access to any information obtained as a result of the Protective Order is due solely to my capacity as Counsel or Outside Consultant to a party or as a person described in paragraph 8 of the foregoing Protective Order and agree that I will not use such information in any other capacity.

I acknowledge that it is my obligation to ensure that Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of the Protective Order.

I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of Stamped Confidential Documents and Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed this 30 day of MARCH, 2012.

Martino De Stefano

[Name] MARTINO DE STEFANO
[Position] PRINCIPAL
[Firm] CRA
[Telephone] 202-662-3842

APPENDIX B

Acknowledgment of Confidentiality

WT Docket No. 12-4

I hereby acknowledge that I have received and read a copy of the foregoing Second Protective Order in the above-captioned proceeding, and I understand it.

I agree that I am bound by the Second Protective Order and that I shall not disclose or use Stamped Highly Confidential Documents or Highly Confidential Information except as allowed by the Second Protective Order.

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Executed this 30 day of MARCH, 2012.

Martino De Stefano
[Name] MARTINO DE STEFANO
[Position] PRINCIPAL
[Firm] CRA
[Telephone] 202-662-3842

APPENDIX A

Acknowledgment of Confidentiality

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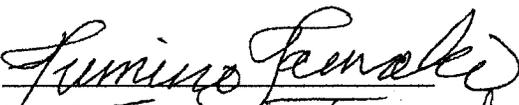
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Executed this 30th day of March, 2012.


[Name] Fumino Tamaki
[Position] Consulting Associate
[Firm] Charles River Associates
[Telephone] 202-662-3919

APPENDIX B

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order or the Second Protective Order.

Executed this 30th day of March, 2012.

Fumino Tamaki
[Name] Fumino Tamaki
[Position] Consulting Associate
[Firm] Charles Rober Associates
[Telephone] 202-662-3919

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 30 day of March, 2012.


[Name] Jeremy Selbst
[Position] Analyst
[Firm] Charles River Associates
[Telephone] 1-202-662-3957

APPENDIX B

Acknowledgment of Confidentiality

WT Docket No. 12-4

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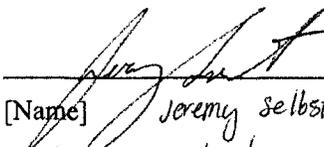
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Executed this 30 day of March, 2012.



[Name] Jeremy Selbst
[Position] Analyst
[Firm] Charles River Associates
[Telephone] 1-202-602-~~309~~3957

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 29 day of March, 2012.



[Name] Philip Wolf

[Position] Analyst

[Firm] Charles River Associates

[Telephone] 202-662-3864

APPENDIX B

Acknowledgment of Confidentiality

WT Docket No. 12-4

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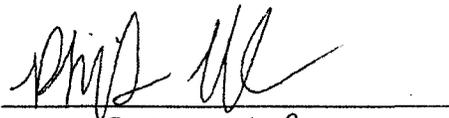
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Executed this 29 day of March, 2012.



[Name] Philip Wolf

[Position] Analyst

[Firm] Charles River Associates

[Telephone] 202-662-3864

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 30 day of MARCH, 2012.

Timothy M Clark

[Name] TIMOTHY M CLARK

[Position] ASSOCIATE

[Firm] CHARLES RIVER ASSOCIATES

[Telephone] 202-662-3829

APPENDIX B

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 30 day of MARCH, 2012.

Timothy M Clark

[Name] TIMOTHY M CLARK

[Position] ASSOCIATE

[Firm] CHARLES RIVER ASSOCIATES

[Telephone] 202-662-3829

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

I hereby acknowledge that I have received and read a copy of the foregoing NRUF/LNP Protective Order in the above-captioned proceeding, and I understand it.

I agree that I am bound by the NRUF/LNP Protective Order and that I shall not disclose or use NRUF/LNP Confidential Information except as allowed by the NRUF/LNP Protective Order.

I acknowledge that a violation of the NRUF/LNP Protective Order is a violation of an order of the Federal Communications Commission.

I certify that I am not involved in Competitive Decision-Making.

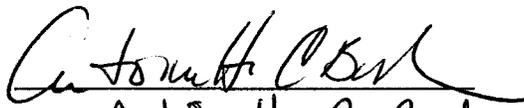
Without limiting the foregoing, to the extent that I have any employment, affiliation, or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or advocacy organization), I acknowledge specifically that my access to any information obtained as a result of the NRUF/LNP Protective Order is due solely to my capacity as Counsel or Outside Consultant to a party or as a person described in paragraph 8 of the foregoing NRUF/LNP Protective Order and agree that I will not use such information in any other capacity.

I acknowledge that it is my obligation to ensure that NRUF/LNP Confidential Information is used only as specifically permitted by the terms of the NRUF/LNP Protective Order.

I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of NRUF/LNP Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order or the NRUF/LNP Protective Order.

Executed this 2nd day of April, 2012.



[Name] Antoinette C. Bush

[Position] Partner

[Address] 1440 New York Avenue, NW Washington DC 20005

[Telephone] 202-371-7230

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

I hereby acknowledge that I have received and read a copy of the foregoing NRUF/LNP Protective Order in the above-captioned proceeding, and I understand it.

I agree that I am bound by the NRUF/LNP Protective Order and that I shall not disclose or use NRUF/LNP Confidential Information except as allowed by the NRUF/LNP Protective Order.

I acknowledge that a violation of the NRUF/LNP Protective Order is a violation of an order of the Federal Communications Commission.

I certify that I am not involved in Competitive Decision-Making.

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I acknowledge that it is my obligation to ensure that NRUF/LNP Confidential Information is used only as specifically permitted by the terms of the NRUF/LNP Protective Order.

I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of NRUF/LNP Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order or the NRUF/LNP Protective Order.

Executed this 28th day of March, 2012.



[Name] Matthew P. Hendrickson

[Position] Attorney

[Address] Skadden Arps

[Telephone] 4 Times Square
New York, NY 10036
212-735-2066

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

I hereby acknowledge that I have received and read a copy of the foregoing NRUF/LNP Protective Order in the above-captioned proceeding, and I understand it.

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I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of NRUF/LNP Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order or the NRUF/LNP Protective Order.

Executed this 28 day of March, 2012.



[Name] Steven S. Sunshine

[Position] Partner

[Address] 1440 New York Avenue NW
Washington, DC 20005

[Telephone] 202 371-7860

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 28th day of March, 2012.

J. L. B. L.

[Name] JOHN M. BEATH

[Position] Counsel

[Address] Skadden tips
1440 New York Ave
Washington D.C. 20005

[Telephone] 202-371-7392

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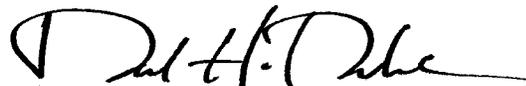
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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order or the NRUF/LNP Protective Order.

Executed this 21 day of March, 2012.



[Name] DAVID H. PAWLIK

[Position] attorney

[Address] 1440 NY Ave, NW, Washington

[Telephone] 202-371-7044

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

I hereby acknowledge that I have received and read a copy of the foregoing NRUF/LNP Protective Order in the above-captioned proceeding, and I understand it.

I agree that I am bound by the NRUF/LNP Protective Order and that I shall not disclose or use NRUF/LNP Confidential Information except as allowed by the NRUF/LNP Protective Order.

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I certify that I am not involved in Competitive Decision-Making.

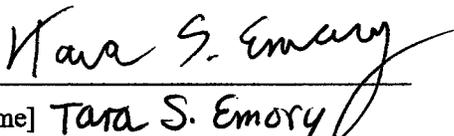
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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order or the NRUF/LNP Protective Order.

Executed this 28th day of March, 2012.


[Name] Tara S. Emory
[Position] Associate
[Address] 1440 New York Avenue, NW
Washington, DC 20005
[Telephone] 202 (371)-7387

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order or the NRUF/LNP Protective Order.

Executed this 28th day of March, 2012.


[Name] John R. Seward
[Position] Associate
[Address] 1440 New York Avenue, NW
Washington, DC 20005
[Telephone] 202-371-7065

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 28 day of March, 2012.



[Name] David Shackley

[Position] Associate

[Address] 1440 New York Ave NW

[Telephone] Washington DC 20005

202-371-7954

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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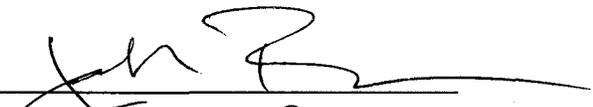
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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order or the NRUF/LNP Protective Order.

Executed this 24 day of March, 2012.


[Name] Joseph Rancourt
[Position] Associate, Skadden Arps Slate Meagher & Flom
[Address] 1440 New York Ave NW, Washington DC 20004
[Telephone] 202 371 7532

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 28 day of March, 2012.



[Name] JOSHUA GRUNSPACHT

[Position] ASSOCIATE

[Address] 1440 NEW YORK AVE., WASHINGTON, DC 20005

[Telephone] (202) 371-7316

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 28th day of March, 2012.

Cecile Paterson

[Name] Cecile Paterson

[Position] Legal Assistant

[Address] 1440 New York Avenue, NW
Washington, DC 20005

[Telephone] 202-371-7695

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 28 day of March, 2012.

Kyle Cole

[Name] Kyle D. Cole

[Position] Legal Assistant

[Address] 700 14th St. NW

[Telephone] 202-371-7075

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 28th day of March, 2012.

Susan R. Lachern

[Name] Susan R. Lachern

[Position] LT Project Manager

[Address] 1440 New York Ave, Washington, DC

[Telephone] 202-371-7000

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 28 day of March, 2012.



[Name] Eric Hensel-Briscoe

[Position] Legal Technology Manager

[Address] 1440 New York Ave, N.W.

[Telephone] Washington, DC 20005

202-371-7368

APPENDIX A

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WT Docket No. 12-4

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Executed this 28 day of March, 2012.



[Name] Meghan Glancy

[Position] Project Coordinator

[Address] 1440 New York Ave, NW Washington DC 20005

[Telephone] 202-371-7721

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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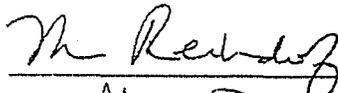
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Executed this 30 day of March, 2012.



Name: Marie Reinsdorf

Position: Technical Specialist

Firm: Skadden, Arps, Slater, Meagher & Flom

Telephone: 202-371-7846

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 28 day of MARCH, 2012.

Austin Mitchell

[Name] AUSTIN MITCHELL

[Position] Legal Tech Training Spec

[Address] 1440 New York Ave, Wash, DC 20005

[Telephone] 202-371-7523

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 28 day of March, 2012.



[Name] Bernardo Medrano

[Position] Project Specialist

[Address] 1440 New York Ave, Washington DC

[Telephone]

202-371-7524

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 28 day of March, 2012.



[Name] ANDREW Q LU

[Position] Legal Tech Specialist

[Address] 1440 New York Ave. NW Washington DC.

[Telephone] 202 371 7521

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 28 day of March, 2012.

Madeha Mustday

[Name] Madeha Mustday
[Position] LT Technical Specialist
[Address] 1440 NW Washington DC
[Telephone] 202-371-7584

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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Executed this 28 day of March, 2012.



[Name] William H. Lambelin Jr.

[Position] Legal Technology Technical Specialist

[Address] 1448 New York Ave, Washington, DC 20005

[Telephone] (202) 371-7525

APPENDIX A

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WT Docket No. 12-4

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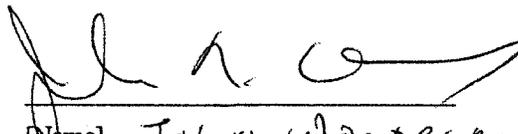
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Executed this 19th day of MARCH 2012.



[Name] John Woodbury

[Position] Vice President

[Address] 1001 F St. NW, Wash. DC

[Telephone] 202-662-3832

APPENDIX A

Acknowledgment of Confidentiality

WT Docket No. 12-4

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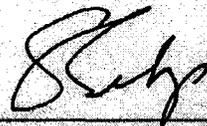
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Executed this 29th day of March, 2012.



[Name]

STEVEN SAUP

[Position]

SENIOR CONSULTANT

[Address]

CHARLES RIVER ASSOC

[Telephone]

1201 F ST NW

WASH DC 20004

(202) 662-3800

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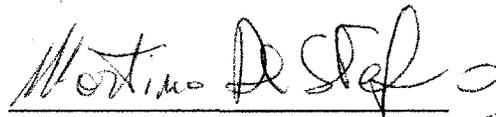
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Executed this 29 day of MARCH, 2012.



[Name] MARTINO DE STEFANO

[Position] PRINCIPAL

[Address] 201 F Street, Washington, DC 20004

[Telephone] 202-662-3842

APPENDIX A

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Executed this 29th day of March, 2012.


[Name] Fumino Tamaki
[Position] Consulting Associate, CRA
[Address] 1201 F St NW, Suite 700
[Telephone] Washington, DC 20004
202-662-3919

APPENDIX A

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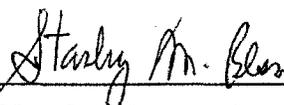
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Executed this 1ST day of APRIL, 2012.


[Name] STANLEY M. BOSEN
[Position] SENIOR CONSULTANT
[Address] 1201 P STREET, NW WASHINGTON, DC 20004
[Telephone] (202) 662-3833

APPENDIX A

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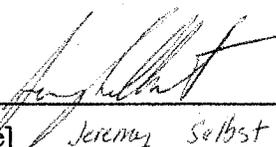
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Executed this 29 day of March, 2012.



[Name]

Jeremy Selbst

[Position]

Analyst

[Address]

900 N Stuart Street Arlington, VA 22203

[Telephone]

203-550-1680

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Executed this 29 day of March, 2012.



[Name] Philip Wolf

[Position] Analyst

[Address] 1375 Fairmont St NW

[Telephone] 678-202-662-3864

APPENDIX A

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WT Docket No. 12-4

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Executed this 29 day of MARCH, 2012.

Timothy M Clark

[Name] TIMOTHY M CLARK

[Position] ASSOCIATE

[Address] 1201 F STREET NW, WASHINGTON D.C.

[Telephone] 202-662-3829 20004

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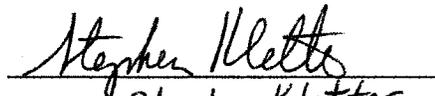
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Executed this 29 day of March, 2012.



[Name] Stephen Kletter

[Position] Principal

[Address] 1201 F St NW 20004

[Telephone] 202-662-3813