

REDACTED - FOR PUBLIC INSPECTION

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FILED/ACCEPTED

May 16, 2012

MAY 16 2012

Federal Communications Commission  
 Office of the Secretary

**Via ECFS and Hand Delivery**

Marlene H. Dortch, Secretary  
 Federal Communications Commission  
 445 12<sup>th</sup> Street, SW, Room TW-A325  
 Washington, DC 20554

**Re: Erratum to April 30, 2012 Written Ex Parte**

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

Dear Secretary Dortch,

On April 30, 2012, Level 3 Communications, LLC ("Level 3") filed a written ex parte submission in the above referenced proceeding expressing concerns regarding Verizon Wireless ("VZW") Agent Agreements and Reseller Agreements. Pursuant to discussions with VZW counsel, the information referenced in the ex parte as Confidential should have been designated as Highly Confidential Information. Level 3 hereby submits this erratum and is resubmitting, with this transmittal, a revised ex parte which designates material as Highly Confidential. This filing designated as "Highly Confidential" overrides and replaces the April 30, 2012 submission that was designated as Confidential. Other than the change to the referenced designation, no other changes have been made to the April 30 ex parte.

Enclosed are two (2) copies of the public version of the ex parte letter for association with the above referenced proceeding. In accordance with the Protective Order issued in this proceeding,<sup>1</sup> all pages of this filing are marked "**REDACTED - FOR PUBLIC INSPECTION**".

Any questions or concerns regarding this erratum or revised ex parte letter may be directed to the undersigned.

<sup>1</sup> *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 12-51 (rel. Jan. 17, 2012) ("Protective Order").*

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Sincerely,



Eric J. Branfman

Counsel to Level 3 Communications, LLC

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April 30, 2012

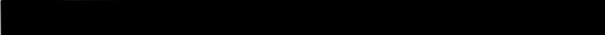
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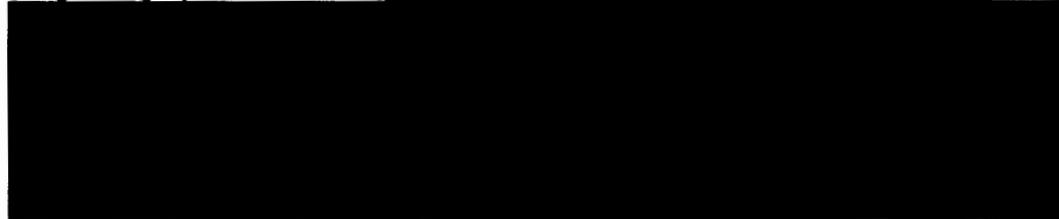
Marlene H. Dortch, Secretary  
Federal Communications Commission  
445 12th Street, S.W.  
Washington, DC 20554

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

Dear Ms. Dortch:

I write on behalf of Level 3 Communications, LLC ("Level 3"). In its Reply Comments in this Docket, Level 3 expressed concern that the provisions of the VZW Agent Agreements and the Reseller Agreements would restrict competition in the markets for the provision of wireless backhaul and special access, and that these restrictions would compound the market restrictions that Level 3 have already documented in the record of WC Docket No. 05-25.<sup>1</sup> Subject to the protective order, the undersigned counsel has now reviewed the documents produced by Verizon Wireless in response to the Staff's data requests. This review only increases the concerns previously expressed by Level 3.

To begin, the Verizon Wireless documents show that Verizon Wireless  
**[Begin Highly Confidential]** 



<sup>1</sup> Reply Comments of Level 3 Communications, LLC, March 26, 2012, at 7-9.

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[REDACTED]<sup>2</sup>  
[REDACTED] [End Highly Confidential]

In addition, the Verizon Wireless documents show that [Begin Highly Confidential] [REDACTED] [End Highly Confidential] As demonstrated in the record of WC Docket No. 05-25, the special access market is already suffering from substantial constraints on competition. Verizon documents produced in response to the Staff's data requests show that [Begin Confidential] [REDACTED] [End Highly Confidential]

This shows a number of things about the market for wireless backhaul. [Begin Highly Confidential] [REDACTED]

[REDACTED]

<sup>2</sup> [REDACTED]

<sup>3</sup> [REDACTED]

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[REDACTED]<sup>4</sup> [REDACTED]  
[REDACTED]. [End Highly Confidential] The FCC prescribed an 11.25% return on invested capital more than 20 years ago, when interest rates were multiples of what they are today, and recently determined that it was necessary to represcribe that rate “consistent with the Act and today’s financial conditions.”<sup>5</sup> In that context, [Begin Highly Confidential] [REDACTED]

[REDACTED]. [End Highly Confidential] Over and above the restraints on competition in the special access market that have already been shown in WC Docket 05-25, the backhaul market should not be subjected to additional constraints on competition, such as the ones in § 3.9 of the VZW Agent Agreement and § 6.21 of the Reseller Agreements for Time Warner Cable and the other cable companies.

Sincerely,

*/s/ electronically signed*

Eric J. Branfman

<sup>4</sup> [REDACTED]

<sup>5</sup> Report and Order and Further Notice of Proposed Rulemaking, In the Matter of Connect America Fund *et al.*, WC Docket 10-90 *et al.*, November 18, 2011, ¶ 638.