



CenturyLink™

Melissa E. Newman
Vice President - Federal Regulatory Affairs
1099 New York Avenue NW, Suite 250
Washington, DC 20001
202.429.3120

July 16, 2012

By ECFS

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

Re: *In the Matter of Application of Cellco Partnership d/b/a Verizon Wireless and SpectrumCo LLC for Consent to Assign Licenses; 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:

Pursuant to the procedures outlined in the *Protective Order* (DA 12-50) and the *Second Protective Order* (DA 12-51) in this proceeding, CenturyLink is submitting Acknowledgments of Confidentiality executed by outside counsel, Ilene Knable Gotts of Wachtell Lipton Rosen & Katz.

Copies are being served on Applicants' Counsel and Commission staff, as indicated on the attached Certificate of Service.

Sincerely,

Melissa E. Newman

Enclosures

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 16th day of July, 2012.



[Name] Irene Krable Gotts

[Position] Partner

[Firm] Wachtell, Lipton, Rosenst Katz

[Telephone] 212-403-1247

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.

I acknowledge that a violation of the Second 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 Second Protective Order is due solely to my capacity as Outside Counsel or Outside Consultant to a party or as a person described in paragraph 11 of the foregoing Second 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 Highly Confidential Documents are not duplicated except as specifically permitted by the terms of the Second 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 Highly Confidential Documents and Highly Confidential Information.

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 th 12 day of July, 2012.



[Name] Ilene Kruble Gotts

[Position] Partner

[Firm] Wachtell, Lipton, Rosen & Katz

[Telephone] 212-403-1247

CERTIFICATE OF SERVICE

I hereby certify that on this 16th day of July, 2012, I have caused copies of the foregoing letter and Acknowledgements of Confidentiality to be served, as specified, upon the parties listed below.

By First Class Mail and Electronic Mail:

Nancy J. Victory
Wiley Rein LLP
1776 K Street NW
Washington, DC 20006
Counsel for Verizon Wireless
nvictory@wileyrein.com

Steven Teplitz
Senior Vice President, Government Affairs
Time Warner Cable Inc.
901 F Street NW Suite 800
Washington, DC 20004
Counsel for Time Warner Cable
steven.teplitz@twcable.com

Lynn Charytan
Vice President, Legal Regulatory Affairs
& Senior Deputy General Counsel
Comcast Corporation
300 New Jersey Ave NW, Suite 700
Washington, DC 20001
Lynn_charytan@comcast.com

Christina H. Burrow
J.G. Harrington
Dow Lohnes PLLC
1200 New Hampshire Ave NW, Suite 800
Washington, DC 20036
Counsel for Cox TMI Wireless, LLC
cburrow@dowlohn.com
jharrington@dowlohn.com

Cody Harrison
Sabin, Bermant & Gould LLP
Four Times Square
New York, NY 10036
Counsel for Bright House Networks LLC
charrison@sabinfirm.com

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

David Don
SpectrumCo LLC
300 New Jersey Ave NW, Suite 700
Washington, DC 20001
david.don@comcast.com

Michael G. Jones
Michael H. Hammer
Brien C. Bell
Willkie Farr & Gallagher LLP
1875 K Street NW
Washington, DC 20006
Counsel for SpectrumCo LLC
mjones@willkie.com
mhammer@willkie.com
bbell@willkie.com

Jennifer Hightower
Cox TMI Wireless, LLC
1400 Lake Hearn Drive
Atlanta, GA 30319
jennifer.hightower@cox.com

Katharine R. Saunders
Cellco Partnership dba Verizon Wireless
1320 North Courthouse Road, 9th Floor
Arlington, VA 22201
katharine.saunders@verizon.com

Jean L. Kiddoo
Andrew D. Lipman
Bingham McCutchen LLP
2020 K Street NW
Washington, DC 20006
*Counsel for Level 3 Communications,
RCN, & T-Mobile*
jean.kiddoo@bingham.com
andrew.lipman@bingham.com

Caressa D. Bennet
Law Offices of Bennet & Bennet, PLLC
4350 East West Highway, Suite 201
Bethesda, MD 20814
Counsel for Rural Telecommunications Group
cbennet@bennetlaw.com

Carl W. Northrop
Telecommunications Law Professionals PLLC
875 15th Street NW, Suite 750
Washington, DC 20005
Counsel for MetroPCS Communications, Inc.
cnorthop@telecomlawpros.com

Monica Desai
Patton Boggs LLP
2550 M Street, NW
Washington, DC 20037
Counsel for CWA-IBEW
mdesai@pattonboggs.com

Harold Feld, Legal Director
Public Knowledge
1818 N Street NW, Suite 410
Washington, DC 20036
hfeld@publicknowledge.org

By Electronic Mail Only:

Sandra Danner
Broadband Division
Wireless Telecommunications Bureau
Federal Communications Commission
445 12th Street SW
Washington DC 20554
sandra.danner@fcc.gov

Eric J. Branfman
Frank G. Lamancusa
Bingham McCutchen LLP
2020 K Street NW
Washington, DC 20006
Counsel for Hawaiian Telcom
eric.branfman@bingham.com
frank.lamancusa@bingham.com

Antoinette C. Bush
Skadden Arps Slate Meagher & Flom LLP
1440 New York Ave. NW
Washington, DC 20005
Counsel for Sprint Nextel
abush@skadden.com

Robert G. Kidwell
Mintz Levin Cohn Ferris Glovsky & Popeo PC
701 Pennsylvania Ave NW
Washington, DC 20004
Counsel for Bright House Networks LLC
rgkidwell@mintz.com

S. Derek Turner, Director
Free Press
501 Third Street NW, Suite 875
Washington, DC 20001
dturner@freepress.net

Joel Taubenblatt
Spectrum & Competition Policy Division
Wireless Telecommunications Bureau
Federal Communications Commission
445 12th Street SW
Washington DC 20554
joel.taubenblatt@fcc.gov

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

Best Copy and Printing, Inc.
445 12th Street SW
Washington, DC 20554
fcc@bcpiweb.com

/s/ Richard Grozier
Richard Grozier