

WT 12-332

ORIGINAL

FILED/ACCEPTED

NOV 13 2012

Federal Communications Commission
Office of the Secretary

**Cellular South Licenses, LLC
Request for Extension of Build Out Requirements
for A and B Block Licenses in the Lower 700 MHz Band**

Cellular South Licenses, LLC d/b/a C Spire Wireless ("Cellular South"), a subsidiary of Cellular South, Inc., hereby requests, pursuant to Sections 1.946(e)(1) and 1.925(b)(3) of the Commission's Rules, 47 C.F.R. §§1.946(e)(1) and 1.925(b)(3), that the Commission extend for two years, until June 13, 2015, the build-out deadline for its 700 MHz spectrum licenses in the A and B Blocks of the lower 700 MHz spectrum band ("the Lower 700 MHz Band").¹ A complete list of Cellular South's licenses in the A and B blocks that are associated with this request is set forth at Attachment A. Lower 700 MHz A and B block licensees are required to provide signal coverage and offer service to "at least 35 percent of the geographic area of their license authorizations no later than June 13, 2013," and to "at least 70 percent of the geographic area" of their license at the end of the license term.²

For the reasons set forth below, and in the Extension Request filed by the Competitive Carriers Association which is incorporated by reference,³ Cellular South submits that grant of a two-year extension of its build-out deadline is warranted due to the unforeseen and unresolved lack of device interoperability in the 700 MHz Band. The lack of device interoperability, accompanied by roaming service complications that Cellular South will discuss herein, has directly frustrated the deployment plans of Cellular South to build-out spectrum in its licensed geographic areas.

¹ If this request is not acted upon by the Commission by the current June 13, 2013 construction deadline for all of the licenses to which it relates, it is requested that the deadline be extended two years from the date the Commission acts.

² See 47 C.F.R. § 27.14(g); see also *Service Rules for the 698-746, 747-762 and 777-792 MHz Band*, Second Report and Order, 22 FCC Red. 15289, ¶ 157 (2007) ("*700 MHz Second Report and Order*").

³ See Request for Extension of the Build-Out Deadlines For Lower 700 MHz A Block Licensees, RCA-The Competitive Carriers Association (filed July 27, 2012) ("*Competitive Carriers Association Petition*") (copy attached).

No. of Copies rec'd 091
List ABCDE

I. BACKGROUND

Cellular South, Inc. is a subsidiary of a family-owned Mississippi company which has grown into the largest privately held wireless carrier in the United States. Together, Cellular South, and its affiliate Corr Wireless, serve approximately 900,000 customers located in Mississippi, Tennessee, Alabama, Florida, and other surrounding states, many of whom are located in rural areas. Cellular South launched its wireless service on the Mississippi Gulf Coast on February 4, 1988, using the first generation of wireless technology. Since its inception, Cellular South has invested more than \$700 million in its wireless network, which includes more than 1,400 cell sites, a high-speed wireless broadband network, and permanent microwave rings for redundancy around its service area.

In 2008, Cellular South participated in Auction 73 and acquired 700 MHz spectrum licenses in the A and B Blocks of the Lower 700 MHz Band for approximately \$192 million. Cellular South's intent in acquiring its 700 MHz licenses was to deploy the first LTE network in its existing operating area, and to expand into new markets where it would also have the first LTE network.

At the time of Auction 73, the Lower 700 MHz A, B and C Blocks were designated as Band 12 by the Third Generation Partnership Project ("3GPP"), the international standard-setting body responsible for establishing LTE standards. The prevailing expectation at the time of Auction 73 was that holders of Lower 700 MHz paired spectrum licenses would use that spectrum to deploy 4G-LTE wireless technology using 3GPP's standards for Band 12. Cellular South participated in Auction 73 with this understanding and developed its deployment plans for the Lower 700 MHz band accordingly.

**Cellular South Licenses, LLC
Request for Extension of Build Out Requirements
for A and B Block Licenses in the Lower 700 MHz Band**

However, after Auction 73 was completed, AT&T, Qualcomm, Motorola, and others took unexpected actions with the apparent intent to delay Cellular South, and other similarly situated carriers, from deploying 4G-LTE service on their Band 12 spectrum. In particular, AT&T and others influenced standard-setting activities by 3GPP. In principle, 3GPP is an independent standard-setting body that is supposed to set competitively neutral rules for wireless communications around the world. Instead, AT&T and others engaged in action within 3GPP that tilted the technological rules in AT&T's favor. Specifically, at their urging, a new separate band for AT&T, Band 17, was carved out of the pre-existing Band 12. The new Band 17 excluded the Lower 700 MHz A Block frequencies that were licensed to Cellular South as well as numerous other smaller competitors.

Cellular South and others became aware of what had been done to the Lower 700 MHz standard in 2009. In response, Cellular South and several Lower 700 MHz Band licensees created the 700 MHz Block A Good Faith Purchasers Alliance ("GFPA") which filed a Petition for Rulemaking at the Commission in September 2009 requesting that the FCC initiate a rulemaking to solve the problem that had been created in the Lower 700 MHz Band with the introduction of Band 17.⁴

The GFPA Petition urged the Commission to require devices to access all of the Lower 700 MHz Band, and not just the spectrum carved out in Band 17 for AT&T. The GFPA Petition noted that time was of the essence as many licensees, including Cellular South, were either planning or attempting to plan their LTE deployments.⁵

⁴ See GFPA Petition for Rulemaking Regarding the Need for 700 MHz Mobile Equipment To Be Capable of Operating On All Paired Commercial 700 MHz Frequency Blocks (filed Sept. 29, 2009) ("GFPA Petition").

⁵ *Id.* at 12.

**Cellular South Licenses, LLC
Request for Extension of Build Out Requirements
for A and B Block Licenses in the Lower 700 MHz Band**

In 2010, the Commission invited comment on the GFPA Petition. Approximately three dozen parties, including Cellular South,⁶ submitted comments in that proceeding. Commenters substantially supported the concept of establishing an interoperability requirement for the Lower 700 MHz paired spectrum. In particular, Cellular South highlighted the negative impact that a lack of interoperability would have on the efficient use of spectrum and wireless competition in the Lower 700 MHz Band.⁷ The GFPA also pointed out that a Commission requirement for device interoperability was not unprecedented since a similar requirement was imposed for the cellular band in order to promote market competition and better serve the interests of consumers.⁸

At approximately the same time that the Commission received comments on the rulemaking petition, Cellular South became a member of 3GPP. Because it was clear to Cellular South that 3GPP had been influenced by AT&T and other companies in its activities after Auction 73, Cellular South became actively engaged to prevent further harm to Band 12, and to attempt to remedy the competitive harms resulting from the creation of Band 17. Cellular South incurred – and continues to incur – significant expenses to ensure the presence of a company representative at nearly every 3GPP RAN4 and RAN Plenary meeting around the world. This requires domestic and overseas travel for 8 to 10 meetings per year.

After Band 17 was finalized in 2008, Band 12 specifications were ignored for several meeting cycles. Work on Band 12 specifications was not continued until Cellular South and at least one other Lower 700 MHz licensee began attending 3GPP meetings in 2010. In discussions at 3GPP meetings and outside of 3GPP meetings, it became apparent to Cellular South that there

⁶ See Comments of Cellular South (filed March 31, 2010).

⁷ *Id.* at 3.

⁸ See Reply Comments of 700 MHz Block A Good Faith Purchasers Alliance at 58-64 (April 30, 2010).

was a high likelihood that other 3GPP members either planned to block further development of Band 12 or were actually blocking further development of Band 12 in retaliation for the GFPA Petition.

After several meeting cycles, 3GPP members agreed on final Band 12 specifications in September 2010 at a 3GPP ad hoc meeting in Chicago focused specifically on Band 12. However, at the conclusion of that meeting, Qualcomm convened a separate meeting for Lower 700 MHz licensees, other than AT&T and Verizon, where Qualcomm revealed it would not support the just-finalized Band 12. Late in 2010, Qualcomm reversed its position on Band 12 and communicated that it would, in fact, support the band.

However, by the time Band 12 support was added to the Qualcomm 9600 chip (dual-chip solution), Bands 13 and 17 had been supported for nearly a year. Band 12 support was delayed so long that Band 13 and Band 17 were supported in Qualcomm's next-generation LTE chip – the 8960 chip – at approximately the same time Band 12 was supported in the older 9600. Single-chip support for Band 12 was not available from Qualcomm in the 8960 chip until June 2012, and even then it was just available for commercial samples.

Even assuming that the delay in Band 12 support was somehow legitimate, the failure to support Band 12 on par with Bands 13 and 17 meant that Lower 700 MHz A Block licensees had no realistic options for devices and, therefore, no realistic path to deployment in any of their Lower 700 MHz spectrum, A Block or otherwise.

The complete lack of an inclusive Lower 700 MHz ecosystem, combined with the sense of urgency to enter the 4G world, ultimately led some smaller operators to sign on to build a network for Verizon Wireless as a part of that company's "LTE in Rural America" program instead of building their own networks in the Lower 700 MHz Band. That decision was seen by

many as their only business option given the lack of an LTE ecosystem that would incorporate all of their Lower 700 MHz spectrum.

On April 26, 2011, the Commission held a workshop on the interoperability of commercial devices across the spectrum blocks in the 700 MHz Band. The panelists, who included representatives of all the major industry players and competitive operators, among them Eric Graham who is an officer of Cellular South, agreed that there were no technical impediments to achieving device interoperability across the 700 MHz paired spectrum.

On March 21, 2012, the Commission adopted a *Notice of Proposed Rulemaking* that invited comment on a range of technical and operational factors regarding the use of a unified band class for Lower 700 MHz Blocks A, B and C.⁹ One of the primary goals of the NPRM is to "explore the next steps" the Commission should take in order to promote interoperability in the Lower 700 MHz Band.¹⁰ Significantly, as a threshold matter, the NPRM indicates that there is "express agreement. . .that a unified band class across the Lower 700 MHz band has the potential to yield benefits for all licensees."¹¹ Commenters, including competitive carriers, trade associations, and public interest groups expressed support for Commission action to require interoperability.¹² Thus, depending upon the relief ultimately granted by the FCC, the rulemaking proceeding has the potential of providing some late relief to Cellular South, and other licensees, by re-integrating Band 17 and Band 12.

To date, however, the Commission has not issued a decision on the NPRM, or taken any other action to facilitate device interoperability in the 700 MHz Band. As a result, the

⁹ *Notice of Proposed Rulemaking, In the Matter of Promoting Interoperability in the 700 MHz Commercial Spectrum*, WT Docket No. 12-69, 21 FCC Rcd 3521 (2012) ("NPRM").

¹⁰ *Id.* at ¶ 5.

¹¹ *Id.* at ¶ 4.

¹² *See e.g.*, Comments of Cellular South, Inc. (filed June 1, 2012); Comments of Consumers Union, Public Knowledge, New America Foundation and Free Press (filed June 1, 2012); Comments of the Rural Cellular Association (filed June 1, 2012); Comments of NTCA (filed June 1, 2012).

uncertainty in the 700 MHz Band has frustrated, and continues to frustrate, Cellular South's plans to roll out service with its licenses in the Lower A and B blocks. Ultimately, Cellular South was forced to make a decision between waiting for a Band 12 ecosystem or deploying LTE on other spectrum in order to remain relevant in the market. Cellular South chose to deploy an LTE network on Band 25 using PCS spectrum in order to deliver LTE service to its customers.

II. THE LACK OF INTEROPERABILITY HAS IMPEDED CELLULAR SOUTH'S DEPLOYMENT EFFORTS IN THE 700 MHZ BAND

The lack of device interoperability in the 700 MHz Band has directly impeded the deployment plans of Cellular South (and other carriers) in at least two ways: (1) it has severely limited the number of viable mobile devices available to Cellular South; and (2) it creates a substantial roadblock for Cellular South's customers to roam onto other portions of the 700 MHz Band. As a result, the absence of device interoperability has created a major economic impediment to Cellular South building out its Lower A and B block licenses.

First, the lack of interoperability in the 700 MHz Band – due to two LTE Bands covering the Lower 700 MHz paired spectrum – has enabled AT&T to procure mobile devices that will operate in only one 700 MHz LTE band (AT&T's Band 17) on just two of the three Lower 700 MHz paired spectrum blocks. This necessarily means that limited vendor resources are directed toward Band 17 to the exclusion of Band 12. As a result, it has made it virtually impossible for small rural and regional carriers like Cellular South to obtain timely and cost effective mobile devices for use with services Cellular South would provide over its Lower 700 MHz A, B and C Block licenses. Given that Cellular South's market power and control of spectral resources is dwarfed by AT&T, the company simply cannot take advantage of the same economies of scale that AT&T can to create an LTE ecosystem.

**Cellular South Licenses, LLC
Request for Extension of Build Out Requirements
for A and B Block Licenses in the Lower 700 MHz Band**

Indeed, to date, Cellular South's efforts to obtain mobile devices that operate in Band Class 12 have not been successful. While continuing to advocate for interoperability throughout the Lower 700 MHz band, the company has engaged in a thorough effort to seek out and negotiate the purchase of 700 MHz 4GLTE devices that can operate in its licensed bands. Cellular South even entered into a contract for the purchase of devices and equipment after a single manufacturer agreed to supply Band 12 products. However, these efforts were not enough to make a Band 12 ecosystem a reality, particularly given the unavailability of smartphone-optimized chipsets that would enable manufacturers to offer devices that would cover Band 12, in addition to at least one legacy 3G system.

Without timely and cost effective handsets, Cellular South could not develop feasible build-out plans or commit its capital to deploy LTE service on Band 12 in its geographic licensed areas. As set forth in the Competitive Carriers Association Petition, numerous economic studies have shown that the lack of device interoperability has made it significantly harder for small Lower 700 MHz licensees to build out and offer their services in the band.¹³ Simply put, it does not make economic sense to build out a network without a complete selection of devices that can be used by customers on that network. Unless the Commission requires the use of Band 12 mobile devices in the Lower 700 MHz Band, it will be extremely difficult and economically unfeasible for Cellular South to build out 4G networks in its licensed 700 MHz bands and provide competitive 4G-LTE broadband services to its customers. As set forth in United States Cellular Corporation's ("USCC's") recent letter to the Commission (incorporated herein by

¹³ See Competitive Carriers Association Petition at 10-11.

**Cellular South Licenses, LLC
Request for Extension of Build Out Requirements
for A and B Block Licenses in the Lower 700 MHz Band**

reference), Cellular South is not alone in finding that the lack of interoperability has made it very difficult, if not impossible, for licensees to offer cost effective equipment to the public.¹⁴

Second, the lack of device interoperability makes it impossible, for Cellular South to obtain nationwide roaming for devices operating on Band 12. As long as the existence of Band 17 enables AT&T to claim that its 4G-LTE network is incompatible with Band 12 devices, then AT&T has developed a basis for denying nationwide roaming to carriers using the Lower 700 MHz spectrum.

Nationwide roaming is an essential element of providing service to customers and remaining competitive. Even if Cellular South is able to finally acquire 4G-LTE Band 12 devices, the company is faced with the difficult or impossible task of finding nationwide roaming partners on whose network those Band 12 devices will operate. Currently, the lack of chips that would allow interoperability across both the Lower and the Upper portions of 700 MHz spectrum has eliminated Verizon as a potential 4G-LTE roaming partner for Cellular South. Sprint and T-Mobile have not acquired 700 MHz spectrum upon which to deploy a 4G-LTE system. Consequently, AT&T is the only national operator deploying in the Lower 700 MHz spectrum and, therefore, the only viable nationwide roaming partner for Cellular South and for other carriers who intend to utilize Lower 700 MHz spectrum.

The establishment of a separate band for AT&T, however, has created an opportunity for AT&T to deny roaming to Cellular South, and similar carriers, based on claims that any Band 12 devices used by such carriers are, or may not be, compatible with the Band 17 network utilized by AT&T. Thus, the presumptive net effect of the creation of Band 17 is that AT&T can now

¹⁴ See Letter from George Y. Wheeler (Counsel for USCC) to Marlene H. Dortch (FCC Secretary), WT Docket No. 12-69 (filed Sept. 6, 2012).

deny access to roaming to smaller carriers based on a contrived technical incompatibility with their 700 MHz frequencies.

The importance of roaming cannot be overstated since roaming has long been an important component of mobile service. The Commission’s objective is “to increase consumers’ access to seamless nationwide mobile services, wherever and whenever they choose, and to promote investment, innovation, and competition in mobile wireless services.”¹⁵ Chairman Genachowski has underscored the fact that the Commission’s goal is to lead the world in mobile and that, to promote this goal, the Commission “must ensure that American consumers have access to competitive broadband data communications services whenever they want and wherever they are”¹⁶ The future of roaming in the 700 MHz Band, however, has been imperiled by restrictive arrangements for the development and production of mobile devices.

In the absence of interoperability in the Lower 700 MHz Band, Cellular South has been forced to deploy a portion of its anticipated 4G-LTE network by using spectrum other than the Lower 700 MHz Band. However, the deployment of this network will not be as geographically extensive as the network that had been intended to be deployed using the Lower 700 MHz Band. In fact, deployment by Cellular South of a 4G-LTE wireless system on the frequencies other than the Lower 700 MHz Band is less comprehensive in scope, less efficient, and more costly, because more cell sites are necessary to cover the same geographic area using higher frequency bands.

¹⁵ *Reexamination of Roaming Obligations of Commercial Mobile Radio Service Providers and Other Providers of Mobile Data Services*, WT Docket No. 05-265, Order on Reconsideration and Second Further Notice of Proposed Rulemaking, FCC 10-59 (rel. Apr. 21, 2010) at para. 1.

¹⁶ *Id.*, Statement of Chairman Julius Genachowski.

**Cellular South Licenses, LLC
Request for Extension of Build Out Requirements
for A and B Block Licenses in the Lower 700 MHz Band**

Cellular South's recent LTE deployment, while necessary to remain relevant in the market, is wholly separate from the interoperability issues in the Lower 700 MHz Band. The fact that Cellular South has been able to deploy LTE on alternative spectrum does nothing to alleviate the need for an interoperability solution in the Lower 700 MHz spectrum. To the contrary, the Lower 700 MHz Band remains critical to Cellular South's plans to offering a competitive 4G-LTE service to its customers, and it is the primary means by which rural Americans will have the opportunity for wireless broadband.

Accordingly, the deployment of a 4G-LTE network by Cellular South on frequencies other than Lower 700 MHz Band will need to be ultimately supplemented by a network operating on the company's Lower 700 MHz Band licenses within a reasonably short period of time in order for Cellular South to fully serve consumers in its license area. However, to do so, the Commission must resolve the long-standing issue of Lower 700 MHz device interoperability.

In sum, the lack of Band 12 4G-LTE devices and Band 12 4G-LTE roaming has delayed, and will continue to hinder, Cellular South's efforts to efficiently offer LTE service to its customers.

III. THE LACK OF DEVICE INTEROPERABILITY DIRECTLY AFFECTS CELLULAR SOUTH'S ABILITY TO BUILD OUT ITS LOWER B BLOCK LICENSES, NOT JUST ITS LOWER BLOCK A LICENSES

As outlined above, Cellular South purchased numerous Lower 700 MHz Band licenses in Mississippi and in the surrounding states. Substantially all of that 700 MHz spectrum was for the Lower A Block of the 700 MHz Band, although some smaller and isolated 700 MHz spectrum licenses in the Lower B block were also purchased by Cellular South.

While the Lower B Block licenses acquired by Cellular South will provide additional bandwidth for Cellular South's network, that spectrum is not sufficient to deploy a 4G-LTE

**Cellular South Licenses, LLC
Request for Extension of Build Out Requirements
for A and B Block Licenses in the Lower 700 MHz Band**

network without the Lower A Block spectrum in Cellular South's 700 MHz License Area. Thus, the deployment of a 4G-LTE network across the Lower B block is only practical and feasible if it is accomplished as part of a fully-integrated deployment of a 4G-LTE network over a larger area in combination with Lower A Block spectrum.

Although Band 17 devices are available for the Lower B block, it is totally impractical from operational and economic standpoints for Cellular South to abandon its A Block licenses and build out its B Block licenses either for commercial service or simply to save the licenses. Such an effort would require Cellular South to duplicate many of its capital expenses which would reduce the capital available to expand the coverage of its existing LTE network and future 700 MHz network. Accordingly, the reasons that justify build out extensions for Cellular South's Lower 700 MHz A Block licenses apply equally to Cellular South's Lower 700 MHz B Block licenses.

IV. AN EXTENSION IS APPROPRIATE AND CONSISTENT WITH COMMISSION PRECEDENT

Based on the foregoing, extension of Cellular South's deployment requirements set forth in 47 C.F.R. § 27.14(g) for its Block A and B licenses is appropriate and justified.

Section 1.946(e)(1) of the Commission's rules provides that "[a]n extension request may be granted if the licensee shows that failure to meet the construction or coverage deadline is due to involuntary loss of site or other causes beyond its control."¹⁷ The lack of device interoperability and roaming service unavailability have directly impeded Cellular South's deployment plans for its A and B Block licenses. At the time of Auction 73, Cellular South reasonably expected, based

¹⁷ See 47 C.F.R. § 1.946(e)(1). In the 700 MHz Second Report and Order, the Commission similarly explained that extensions may be granted "where unavoidable circumstances beyond the licensee's control delay construction." See *700 MHz Second Report and Order* at ¶ 153.

**Cellular South Licenses, LLC
Request for Extension of Build Out Requirements
for A and B Block Licenses in the Lower 700 MHz Band**

upon over 20 years of experience in the wireless industry, that the 700 MHz band would include device interoperability, and as a result, devices would be widely available. As outlined above, however, the concerted efforts of certain carriers and manufacturers has prevented device interoperability and completely upended Cellular South's deployment plans -- a circumstance beyond Cellular South's control. Further, the lack of device interoperability could not have been reasonably foreseen by Cellular South at the time it acquired its A and B Block licenses, since device interoperability existed in every other previous frequency band.¹⁸

In the alternative, the Commission can grant Cellular South an extension of 47 C.F.R. § 27.14(g) by waiving the requirements of the rule pursuant to Section 1.925(b)(3), 47 C.F.R. § 1.925(b)(3). The rule states that a waiver is appropriate if a party demonstrates either (1) that the underlying purpose of the rule would not be served or would be frustrated by its application to the instant case, and that grant of a waiver would be in the public interest, or (2) that due to unique or unusual factual circumstances, application of the rule would be inequitable, unduly burdensome or contrary to the public interest, or the applicant has no reasonable alternative.¹⁹

To require Cellular South to satisfy its build-out deadline when the issue of device interoperability has not been resolved would place an undue economic burden on the company. As set forth above, the absence of a robust device selection for the Lower A block and the inability to roam on to other parts of the Lower 700 MHz Band, have gutted Cellular South's plans to build-out its Lower A and B Block licenses in an economic and viable way. Forcing Cellular South to move forward with building out its licenses in spite of these significant

¹⁸ See, e.g., Reply Comments of 700 MHz Block A Good Faith Purchasers Alliance at 58-64 (April 30, 2010) (discussing interoperability on the cellular bands).

¹⁹ 47 C.F.R. § 1.925(b)(3)(i) and (ii).

**Cellular South Licenses, LLC
Request for Extension of Build Out Requirements
for A and B Block Licenses in the Lower 700 MHz Band**

obstacles would waste scarce financial and spectral resources, and result in an unmarketable LTE network serving few, if any, customers -- a result that is not in the public interest.

As the attached Competitive Carriers Association Petition outlines, an extension would be consistent with Commission precedent.²⁰ For example, the WCS Coalition obtained a three-year extension due to uncertainty surrounding the rules governing the operation of a band operating adjacent to the Wireless Communications Service ("WCS"). The uncertainty regarding the adjacent band led the Wireless Telecommunications Bureau to find that an extension request was justified, rather than forcing WCS licensees to deploy an interim network simply to meet the build-out deadline.²¹ With regards to the LMDS band, the Wireless Telecommunications Bureau granted a waiver of build-out requirements because LMDS licensees "faced factors beyond their control, including difficulties in obtaining viable, affordable equipment" because the market for "LMDS equipment did not develop as anticipated."²²

These situations are comparable to the situation faced by Cellular South in which the company was unable to anticipate the lack of interoperability in the Lower 700 MHz Band that has drastically changed the economics of deploying and building out its Lower A and B Block licenses. Cellular South's situation similarly justifies an extension of the build out requirements set forth in 47 C.F.R. § 27.14(g).

²⁰ CCA Petition at 17-20.

²¹ *Id.*; see *Consolidated Request of the WCS Coalition for Limited Waiver of Construction Deadline*, 21 FCC Rcd. 14134, ¶9 (2006).

²² See CCA Petition at 19; see also *Applications Filed by Licensees in the Local Multipoint Distribution Service*, 23 FCC Rcd. 5894, ¶ 25 (2008); *id.* at ¶ 5 & n. 26.

V. CONCLUSION

For the reasons set forth above, Cellular South respectfully requests that the Commission grant this request to extend for two years the build-out deadline for its 700 MHz spectrum licenses in the A and B Blocks of the Lower 700 MHz Band.

**Cellular South Licenses, LLC
Request for Extension of Build Out Requirements
for A and B Block Licenses in the Lower 700 MHz Band**

DECLARATION

I, Eric B. Graham, SVP, Strategic Relations of Cellular South Licenses, LLC, declare under penalty of perjury that I have read the foregoing Request for Extension and attachments, and that all such statements made and matters set forth therein are true and correct to the best of my knowledge, information and belief.

A handwritten signature in black ink, appearing to read 'Eric B. Graham', is written over a solid horizontal line.

Eric B. Graham

**Cellular South Licenses, LLC
Request for Extension of Build Out Requirements
for A and B Block Licenses in the Lower 700 MHz Band**

ATTACHMENT A

Name	Call Sign/Lease ID	Market Number	Channel Block	1st Build-out Date
Cellular South Licenses, LLC	WQIZ423	BEA039	A	6/13/2013
Cellular South Licenses, LLC	WQIZ424	BEA043	A	6/13/2013
Cellular South Licenses, LLC	WQIZ425	BEA044	A	6/13/2013
Cellular South Licenses, LLC	WQIZ426	BEA045	A	6/13/2013
Cellular South Licenses, LLC	WQIZ427	BEA071	A	6/13/2013
Cellular South Licenses, LLC	WQIZ428	BEA073	A	6/13/2013
Cellular South Licenses, LLC	WQIZ429	BEA074	A	6/13/2013
Cellular South Licenses, LLC	WQIZ430	BEA075	A	6/13/2013
Cellular South Licenses, LLC	WQIZ431	BEA076	A	6/13/2013
Cellular South Licenses, LLC	WQIZ432	BEA077	A	6/13/2013
Cellular South Licenses, LLC	WQIZ433	BEA078	A	6/13/2013
Cellular South Licenses, LLC	WQIZ434	BEA079	A	6/13/2013
Cellular South Licenses, LLC	WQIZ435	BEA080	A	6/13/2013
Cellular South Licenses, LLC	WQIZ436	BEA082	A	6/13/2013
Cellular South Licenses, LLC	WQIZ437	CMA226	B	6/13/2013
Cellular South Licenses, LLC	WQIZ438	CMA249	B	6/13/2013
Cellular South Licenses, LLC	WQIZ439	CMA252	B	6/13/2013
Cellular South Licenses, LLC	WQIZ440	CMA265	B	6/13/2013
Cellular South Licenses, LLC	WQIZ441	CMA272	B	6/13/2013
Cellular South Licenses, LLC	WQIZ442	CMA283	B	6/13/2013
Cellular South Licenses, LLC	WQIZ443	CMA308	B	6/13/2013
Cellular South Licenses, LLC	WQIZ444	CMA369	B	6/13/2013
Cellular South Licenses, LLC	WQIZ445	CMA503	B	6/13/2013
Cellular South Licenses, LLC	WQIZ446	CMA648	B	6/13/2013