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March 10, 2014

REDACTED VERSION–FOR PUBLIC INSPECTION

Via Electronic Filing

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

Re: Notice of Ex Parte Presentation; ***Applications of Cricket License Company, LLC, et al., Leap Wireless International, Inc., and AT&T Inc. for Consent To Transfer Control of Authorizations*****, WT Docket 13-193**

Dear Ms. Dortch:

On March 7, 2014, the undersigned, Paul Posner of Youghiogheny Communications, LLC and John Goocher of ISE Consultants made a presentation to Louis Peraertz and Rebecca Goodheart, wireless and wireline advisors, respectively, to Commissioner Clyburn. We pointed out that there had been recent significant developments, including major changes in the representations and proposals of the applicants which were apparently designed to address concerns raised by objectors and the Commission with respect to the transaction. There have also been last minute disclosures with respect to the applicants' treatment of Cricket's Lifeline obligations, and the abrogation of Leap's earlier commitment to divest its interest in Flat Wireless prior to any consummation of the proposed transaction.

These radical, last second changes in the applicants' commitments and representations make it essential that we and the public be given a reasonable opportunity to review the changed proposals and meaningfully address whether they actually remediate the harms which would otherwise be occasioned by the transaction. In particular, the cloak of confidentiality surrounding the proposed treatment of Lifeline customers is grossly unfair to those customers, who should be given a fair opportunity to object to the plan. These circumstances fully justify a brief suspension of the "shot clock." We also suggested that this transaction is significant enough in importance to warrant review and action by the full Commission rather than by delegated authority.

We highlighted the Commission's practice of routinely approving every transaction of this sort which comes before it, and noted the predictable effect this has had on reducing

competition to a minimum. The unique decision of the Commission *not* to approve the AT&T-T-Mobile acquisition has proven to be an unqualified success story which should be followed here.

In addition, we pointed to the substantial, unrebutted evidence in the record that this transaction will cause and contribute to a serious diminution of competition in the roaming market, that roaming rates are already grossly confiscatory, and that unless corrective action in the form of conditions or limits on roaming rates is taken, approval of the transaction will make matters worse. In this connection, we pointed to the comment filed by Buffalo-Lake Erie Wireless Communications Systems, LLC on January 6, 2014 in which that carrier reported that Cricket, contrary to its practice before its acquisition by AT&T became imminent, had offered it roaming rates far in excess of its previously much more reasonable rates. Buffalo-Lake Erie's CDMA roaming and rate options had already become severely circumscribed by the loss of MetroPCS as a roaming partner when it was acquired by AT&T, and even the anticipation by Cricket of its acquisition by AT&T is already resulting in dramatically higher rates. We noted that another petitioner against the transaction, NTCH, Inc., has complained that its current low cost roaming agreement with Cricket will likely rise once the agreement expires and the CDMA network is converted to GSM or LTE. This is fully confirmed by the experience of Buffalo-Lake Erie.

Similar considerations apply to the availability of handsets to independent CDMA carriers. Once MetroPCS and Cricket no longer buy CDMA handsets in volume from the manufacturers, it will be extremely difficult for CDMA carriers to get access to handsets at a reasonable price.

We also noted that the market concentration caused by this transaction in several markets in South Texas would be more severe than any other situation ever approved by the Commission in the past. That market was formerly extremely competitive when Mr. Posner operated a network there. Mere divestiture of a modicum of spectrum in those markets would not even remotely solve the problem for consumers which the lack of competition would cause.

[BEGIN CONFIDENTIAL INFORMATION] [redacted]

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[redacted] **[END CONFIDENTIAL INFORMATION]**

Respectfully submitted,

Donald J. Evans
Counsel for Youghiogheny Communications, LLC

cc: Mr. Louis Peraertz
Ms. Rebecca Goodheart
Ms. Hillary Burchuck