

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)	
)	
Application of)	WT Docket No. 11-18
AT&T Mobility Spectrum LLC and)	DA 11-252
QUALCOMM Incorporated)	File No. 0004566825
for Consent to the Assignment of)	
Licenses and Authorizations)	

In the Matter of)	
)	
Applications of)	
AT&T Inc. and)	WT Docket No. 11-65
Deutsche Telekom AG)	
for Consent to Assign or Transfer)	
Control of Licenses and Authorizations)	

**JOINT OPPOSITION OF
AT&T MOBILITY SPECTRUM LLC AND QUALCOMM INCORPORATED
TO JOINT MOTION TO CONSOLIDATE**

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May 4, 2011

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SUMMARY

There is simply no reason to consolidate the AT&T/Qualcomm proceeding with the AT&T/T-Mobile proceeding. The AT&T/Qualcomm proceeding has been pending for months, and the parties in the proceeding have had a full opportunity to brief their concerns during the pleading cycle. A delay in the proceeding also could result in a delay in AT&T's more efficient use of the spectrum (as early as 2014) – a result inconsistent with the National Broadband Plan's goal of putting spectrum to a more efficient use. Moreover, the Commission is fully capable of taking the impact of AT&T's acquisition of the Qualcomm spectrum into account in its competitive analysis in the separate AT&T/T-Mobile proceeding. Indeed, the AT&T/T-Mobile applications assume the consummation of the AT&T/Qualcomm transaction for purposes of the spectrum screen analysis in the Public Interest Statement filed in that proceeding.

In addition, adoption of the consolidation standard proposed by the Joint Parties and its application to the AT&T/Qualcomm and AT&T/T-Mobile transactions would introduce chaos into an assignment and transfer review process that has been in place for decades. Section 309 of the Communications Act prohibits such a result. Congress requires the Commission to make *individualized* transfer and assignment decisions, and not lump together proceedings based on general “competition” or “spectrum aggregation” concerns. The Commission consistently has denied similar consolidation requests where, as here:

- the parties are different;
- the licenses are different;
- the transactions are neither interrelated nor dependent on one another;
- the agreements involve different business terms; and
- the public interest benefits of the transactions are completely different.

There is absolutely no reason to depart from that well-founded and long-standing precedent here.

As a result of the differences described above, the two proceedings present the Commission with completely different public interest considerations. The AT&T/Qualcomm transaction was filed in the wake of Qualcomm's decision to exit its FLO TV business. Rather than continuing to use the spectrum for FLO TV, or exiting that business and allowing the spectrum to lie fallow, Qualcomm developed innovative supplemental downlink technology. This technology will deliver faster mobile broadband downloads and a better user experience. It therefore will yield enormous benefits for the public. After an exhaustive strategic review and considering all alternatives, Qualcomm determined that a sale to AT&T, which could deploy supplemental downlink to repurpose under-utilized spectrum, was the best course of action. The resulting transaction will benefit both Qualcomm's stakeholders and the public. This substantial public interest benefit has nothing at all to do with the proposed AT&T-T-Mobile transaction.

It also is undisputed that the transaction will result in the mitigation of certain interference issues in the Lower 700 MHz band. It will replace higher power broadcast operations on the D and E block spectrum owned by Qualcomm, which are not compatible with the cellular operations on the adjacent Lower A, B and C blocks, with supplemental downlink, which will be more compatible. Because this public interest benefit is unrelated to the proposed AT&T/T-Mobile transaction, the Commission should not consolidate the two proceedings.

Moreover, consolidation of the proceedings would produce harm. A delay in the proceedings could result in a delay of the public benefits of the transaction, and AT&T and Qualcomm would bear the brunt of the inefficiencies introduced by consolidation.

For these reasons, the Commission should deny promptly the Joint Parties' Motion and continue its review in separate proceedings.

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**JOINT OPPOSITION OF
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TO JOINT MOTION TO CONSOLIDATE**

Pursuant to Section 1.45(b) of the Commission’s rules,¹ AT&T Inc. (on behalf of its wholly-owned subsidiary AT&T Mobility Spectrum LLC) (“AT&T”) and QUALCOMM Incorporated (“Qualcomm”) (collectively, the “Applicants”) hereby oppose the Motion to Consolidate filed on April 27, 2011 by Cincinnati Bell Wireless, LLC, MetroPCS Communications, Inc., NTELOS, the Rural Cellular Association, the Rural Telecommunications Group, and Sprint Nextel Corporation (collectively, the “Joint Parties”).²

¹ 47 C.F.R. § 1.45(b).

² See Joint Motion to Consolidate of Cincinnati Bell Wireless, LLC, MetroPCS Communications, Inc., NTELOS, the Rural Cellular Association, the Rural Telecommunications Group, and Sprint Nextel Corporation, WT Dkt No. 11-18, 11-65 (April 27, 2011) (“Joint

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The AT&T/Qualcomm proceeding has been pending for months, and the parties in the proceeding have had a full opportunity to brief their concerns during the pleading cycle. Several of the Joint Parties – the Rural Cellular Association and the Rural Telecommunications Group – filed both petitions to deny and reply comments in the proceeding. Given the comprehensive review process that already has taken place on the proposed AT&T/Qualcomm transaction, there is absolutely no basis to delay the proceeding by combining it with the AT&T/T-Mobile proceeding.³

A delay in the proceeding also could result in a delay in AT&T's more efficient use of the spectrum (as early as 2014) and the resulting public benefits to consumers.⁴ AT&T's deployment of the Qualcomm spectrum utilizing supplemental downlink is dependent on the adoption of the applicable LTE-Advanced standard and associated spectrum combinations, and the design, testing and manufacturing of network and consumer equipment implementing the

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Parties' Motion"). For the same reasons stated herein, the Applicants also oppose the request for consolidation set forth in the April 27, 2011 *Ex Parte* Presentation of Free Press, Media Access Project, Public Knowledge, Consumers Union and the Open Technology Initiative of the New America Foundation, WT Dkt No. 11-18, 11-65 (filed April 27, 2011).

³ Also, the AT&T/T-Mobile applications already take into account the AT&T/Qualcomm transaction. The spectrum screen analysis in the AT&T/T-Mobile Public Interest Statement, and the spectrum aggregation chart submitted with that statement, assume the consummation of the AT&T/Qualcomm transaction. *See* Public Interest Statement, *Applications of AT&T, Inc. and Deutsche Telekom AG for Consent to Assign or Transfer Control of Licenses and Authorizations*, WT Dkt No. 11-65, at 76-77, Appendix A (filed April 21, 2011) ("AT&T/T-Mobile USA Public Interest Statement"). Thus, there is absolutely no need to consolidate the two proceedings. The Commission is fully capable of taking into account in its competitive analysis in the separate AT&T/T-Mobile proceeding the impact of AT&T's acquisition of the Qualcomm spectrum.

⁴ *See* Declaration of Kristin S. Rinne, *In re Application of Qualcomm Incorporated and AT&T Mobility Spectrum, LLC for Consent to the Assignment of Lower 700 MHz Band Licenses*, WT Dkt No. 11-18, ¶ 8 (filed Jan. 13, 2011) ("Prompt approval of the AT&T/Qualcomm transaction would avoid any potential delay in putting this spectrum to a more efficient use") ("Rinne Declaration").

new standard.⁵ There will be greater impetus for the 3GPP organization to promptly adopt the relevant standard and associated spectrum combinations if uncertainty about AT&T's acquisition of the Qualcomm spectrum is removed. Similarly, equipment manufacturers would have a greater incentive to undertake the significant cost of commencing the research, development and design of equipment compatible with the new 3GPP standard if they are certain that AT&T will acquire the Qualcomm spectrum and purchase the equipment. A delay in these processes thus may delay AT&T's use of the Qualcomm spectrum – a result inconsistent with the public interest benefits of the transaction, including the National Broadband Plan's goal of putting spectrum to a more efficient use.⁶

In fact, to advance the public interest, approval of the AT&T/Qualcomm transaction should be expedited, not delayed. Qualcomm decided to exit its FLO TV business because of disappointing consumer uptake. After a careful review, and after evaluating all alternatives, it entered into the proposed transaction with AT&T. This transaction serves the public interest because it allows AT&T to deploy supplemental downlink, which produces a more efficient use of the spectrum. Qualcomm's independent business decision certainly benefits its shareholders, but it also will advance the public interest. A core goal of the Commission is to encourage innovative mobile broadband technology to improve spectrum efficiency. And it is in the public interest to ensure that scarce spectrum does not lie fallow. These important policy objectives would be furthered by expeditious approval of the AT&T/Qualcomm transaction and would be undermined by a grant of the Joint Motion.

⁵ *Id.*

⁶ See Public Interest Statement, *In re Application of Qualcomm Incorporated and AT&T Mobility Spectrum, LLC for Consent to the Assignment of Lower 700 MHz Band Licenses*, WT Dkt No. 11-18, at 4-5 (filed Jan. 13, 2011) (“AT&T/Qualcomm Public Interest Statement”).

Consolidation of the two proceedings also would be directly contrary to longstanding Commission precedent. The Commission has repeatedly refused to consolidate separate pending transactions, and petitioners have presented no reason for the Commission to depart from that precedent here.

Thus, the Commission should deny promptly the Joint Parties' Motion and continue its review in separate proceedings.

DISCUSSION

I. Consolidation of the AT&T/Qualcomm and AT&T/T-Mobile Proceedings Would Be Unworkable and Inefficient.

The Joint Parties assert that consolidation is appropriate since the “two transactions raise interrelated issues regarding spectrum aggregation and competition in the wireless industry.”⁷ Consolidation of proceedings based on such a broad standard is unworkable and unprecedented. It would force consolidation of virtually all simultaneous transfer and assignment proceedings, even when they involve unrelated issues that are more efficiently and appropriately addressed in separate proceedings, and no matter how long the first of the two proceedings has been pending. This would be enormously wasteful and inefficient and would inject needless administrative delay into the process.

In arguing that the two transactions raise interrelated issues, moreover, the Joint Parties ignore the significant differences between the transactions. Indeed, each transaction raises many business, public interest, technological, and other issues that are unique to that transaction and would not make sense to address in a joint proceeding. For example, the AT&T/T-Mobile proceeding involves a \$39 billion transaction in which AT&T will acquire T-Mobile USA, Inc., including its

⁷ Joint Parties' Motion at 3.

business, customers and spectrum, and Deutsche Telekom will acquire an ownership interest in AT&T.⁸ On the other hand, the AT&T/Qualcomm transaction is a much smaller transaction that only involves the assignment of unpaired spectrum; AT&T is not acquiring Qualcomm's business or customers, and Qualcomm will not acquire an ownership interest in AT&T.⁹

The transactions also involve different public interest benefits. The AT&T/T-Mobile public interest statement states that the transaction will promote the public interest because it will create network synergies that will free up new capacity in urban, suburban, and rural areas where escalating broadband usage is fast consuming existing capacity. The AT&T/T-Mobile applicants state that the transaction will thus benefit consumers by permitting dramatically expanded deployment of next-generation mobile technology. The AT&T/T-Mobile applicants also state that the transaction will enable the combined company to increase its LTE deployment from AT&T's current plans of 80 percent of Americans to more than 97 percent, create new jobs and economic growth in small towns and rural communities, promote America's global leadership in mobile broadband innovation, and enhance public safety.¹⁰

The AT&T/Qualcomm application, however, involves very different public interest considerations. AT&T will acquire Qualcomm's underutilized unpaired Lower 700 MHz D and E block spectrum which AT&T proposes to bond with paired spectrum in its nationwide LTE network using supplemental downlink technology, an innovative new technology, as early as 2014.¹¹ Doing so will ensure that the spectrum is put to a significantly more valuable and

⁸ See AT&T/T-Mobile USA Public Interest Statement at 16.

⁹ See AT&T/Qualcomm Public Interest Statement at 1.

¹⁰ AT&T/T-Mobile USA Public Interest Statement at 18-63.

¹¹ AT&T/Qualcomm Public Interest Statement at 5-6, 16.

efficient use, and will promote broadband deployment.¹² Also, the AT&T/Qualcomm transaction will benefit the many small and rural carriers utilizing the Lower 700 MHz A block. Specifically, if the Lower 700 MHz D and E block spectrum is integrated into AT&T's LTE network and used for supplemental downlink, this will mitigate interference into the adjacent Lower 700 MHz A block receive band, thereby advancing the public interest.¹³

Granting the motion therefore would inject into the AT&T/Qualcomm proceeding issues that have nothing to do with that transaction. The AT&T/T-Mobile applications assume the consummation of the AT&T/Qualcomm transaction for purposes of the spectrum screen analysis in the Public Interest Statement filed in that proceeding. Thus, the only effect of consolidation would be to slow down the AT&T/Qualcomm transaction, which has been fully briefed, until the T-Mobile transaction can be decided.

The public interest would be ill-served by such delay.¹⁴ First, as noted above, a delay in approval of the transaction could delay AT&T's ability to use the Qualcomm spectrum, given that equipment manufacturers may be less likely to undertake the significant cost of the research,

¹² AT&T/Qualcomm Public Interest Statement at 4-18.

¹³ This benefit of the AT&T/Qualcomm transaction is undisputed. Just last week during the FCC's 700 MHz interoperability workshop, Doug Hyslop of Wireless Strategies, a consultant to competitors of AT&T, touted this benefit of the AT&T/Qualcomm transaction. Among other things, he noted that the interference issues from the Lower D and E block are "going away" due to the switch to a cellular deployment, and stated that a cellular use will be "in harmony" with the Lower A, B, and C blocks. *700 MHz Interoperability Workshop* (April 26, 2011), <http://beta.fcc.gov/event/700-mhz-interoperability-workshop>. However, the Lower 700 MHz band plan presents unique technical limitations and some challenges will remain. For example, Channel 51, which also is adjacent to the Lower 700 MHz A block, continues to be allocated for DTV and, thus, may interfere with the Lower 700 MHz A block. *See Rinne Declaration* ¶ 18.

¹⁴ Indeed, the Joint Parties have not shown that the consolidation of the AT&T/Qualcomm transaction with the AT&T/T-Mobile transaction is in the public interest. A failure to grant the AT&T/Qualcomm application promptly would disserve the public interest for the reasons set forth above.

development and design of equipment compatible with the new 3GPP standard until they are certain that AT&T will acquire the Qualcomm spectrum and purchase the equipment.

In addition, the delay imposed by consolidating the proceedings also will burden Qualcomm unnecessarily. Qualcomm's decision to transfer its spectrum is the result of the fact that its FLO TV business model did not prove viable. The company invested substantial resources in FLO TV and the spectrum over several years. Unfortunately, much lower than expected subscribership meant that Qualcomm operated the business at a loss each quarter.¹⁵ But, in response, Qualcomm did not allow the spectrum to lie fallow. To the contrary, Qualcomm developed the innovative supplemental downlink technology and determined that deployment of that technology on the spectrum would be a more efficient use. Grant of the Joint Motion and the delay that it would produce therefore would penalize Qualcomm for being exactly the type of responsible Commission licensee, working hard to innovate to improve mobile broadband, that FCC spectrum policy hopes to produce. Furthermore, grant of the Joint Motion would delay Qualcomm from recovering any of its losses from FLO TV and investing its resources into other, more promising endeavors. Such a result would detract from the public interest.

Also, because the transactions raise different issues, Qualcomm may be forced to expend resources responding to issues raised by parties in a joint proceeding that are more related to the AT&T/T-Mobile transaction. Such an expenditure of resources would be especially unfair to Qualcomm, which is not a party to the AT&T/T-Mobile transaction. Finally, the closing of the

¹⁵ See Declaration of David Wise, *In re Application of Qualcomm Incorporated and AT&T Mobility Spectrum, LLC for Consent to the Assignment of Lower 700 MHz Band Licenses*, WT Dkt No. 11-18, ¶ 10 (filed Jan. 13, 2011).

AT&T/Qualcomm transaction is subject to a negotiated contractual termination deadline that could be compromised by a delay resulting from a consolidation. The AT&T/Qualcomm transaction already has been pending more than three months, which puts the transaction closer to the termination deadline. Whereas, the AT&T/T-Mobile transaction was only recently filed and the pleading cycle is just underway. There is no reason for a potentially transaction-affecting delay in the AT&T/Qualcomm proceeding that has been fully briefed and is ready for a decision in order to consolidate it with a recently-filed proceeding.

II. The Consolidation of the AT&T/Qualcomm and AT&T/T-Mobile Proceedings Would Be Inconsistent with the Communications Act and Long-Standing Precedent Against the Consolidation of Transfer and Assignment Proceedings.

The consolidation of the AT&T/Qualcomm and AT&T/T-Mobile proceedings also would be unlawful. The Communications Act requires the Commission to make individualized determinations on transfer and assignment applications. Section 309 of the Act clearly states that “the Commission shall determine, in the case of *each application* filed with it . . . whether the public interest, convenience, and necessity will be served by the granting of such application.”¹⁶ The Commission has fulfilled its obligation to make individualized determinations by repeatedly declining to consolidate transfer and assignment proceedings. In *Applications of Nextel Communications, Inc. for Transfer of Control of OneComm Corporation, N.A., and C-Call Corp.*,¹⁷ the Chief of the Wireless Telecommunications Bureau made clear that “the Commission’s duty [is] to ascertain whether a particular transfer or assignment proposal is in the public interest, convenience, and

¹⁶ 47 U.S.C. § 309(a) (emphasis added).

¹⁷ *Applications of Nextel Communications, Inc. for Transfer of Control of OneComm Corporation, N.A., and C-Call Corp.*, Order, 10 FCC Rcd. 3361, 3363 ¶¶ 18-20 (1995) (“Nextel Transfer Order”).

necessity,” and not analyze “the cumulative competitive impact of a number of proposed acquisitions by [the purchaser].”¹⁸

Most recently, a petitioner requested that the Commission consider the issues raised by Comcast’s acquisition of the assets of CIMCO, a local exchange carrier, in the larger Comcast-NBCU proceeding on the grounds that “Comcast’s acquisition of NBC Universal is part of a larger and more comprehensive effort (and perhaps a quasi-monopolistic effort) by Comcast,” and that the proceeding “should be part of an evaluation of Comcast’s growing influence and its consequences on competition, lower prices, the public interest and corporate responsibility to underserved communities and minorities.”¹⁹ Stating that it was acting “in accord with our precedent,” the Commission denied the request and held:

We agree with the Applicants that the transaction involving CIMCO and Comcast is unrelated to the proposed transaction involving NBC and Comcast. Any potential public interest harms or benefits related to the proposed transaction involving NBC and Comcast may be raised in the course of the Commission review of that transaction. Delaying our decision on the present transaction until the Commission completes its review of the NBC/Comcast transaction would unnecessarily burden CIMCO and Comcast and delay the likely benefits of the instant transaction, and would not inform our review of the transaction involving Comcast and NBC.²⁰

Similarly, in the Nextel Transfer Order, the Chief of the Wireless Telecommunications Bureau noted:

¹⁸ *Id.* ¶ 19.

¹⁹ Comments of Mubahay Alliance, *In the Matter of Application Filed for the Acquisition of Certain Customer and Assets of CIMCO Communications, Inc. to Comcast Phone, LLC, Comcast Phone of Michigan, LLC, and Comcast Business Communications, LLC*, WC Docket No. 09-183 at 3.

²⁰ *Applications Filed for the Acquisition of Certain Assets of Cimco Communications, Inc. by Comcast Phone LLC, Comcast Phone of Michigan, LLC and Comcast Business Communications, LLC*, Memorandum Opinion and Order and Order on Reconsideration, WC Dkt No. 09-183, 25 FCC Rcd. 3401 at n.16 (2010) (citations omitted).

OneComm and Motorola, the two applicants involved here, are distinct entities. They both happen to have entered into agreements with the same party, Nextel, but the agreements involve different business terms, are structured differently, and are neither interrelated nor dependent on one another. We believe it would not serve the public interest to delay consummation of the OneComm transaction simply because Motorola also requested permission to transfer licenses to Nextel four months later.

* * * *

Furthermore, although some of the issues overlap between the OneComm and Motorola assignments, the transfer applications also raise distinct issues that are properly dealt with separately. . . . Because different issues are involved, we could grant one application, both applications, or neither application. Therefore, we will determine whether to grant each application in the order in which it was filed, based on the facts current at the time the application is processed.²¹

In at least one transfer order, the Commission ruled that two transfer proceedings should not be consolidated because the applications in the two proceedings were not “mutually exclusive.”²² The applications are not “mutually exclusive” here either. In *MediaOne Group*

²¹ Nextel Transfer Order ¶¶ 18, 20. See also *Communications Satellite Corporation, Comsat International Communications, Inc., Comsat Technology Products, Inc., and American Satellite Company, d/b/a Contel ASC Application for Consent to Transfer Control of and to Reissue Commission Authorizations, Comsat International Communications, Inc. and Comsat Earth Stations, Inc. Application for Consent to Assign Commission Authorizations From Comsat International Communications, Inc. to Comsat Earth Stations, Inc.*, Memorandum Opinion and Order, 2 FCC Rcd. 7202, 7205 ¶ 22 (1987) (“With reference to the STARS petition, since some of STARS’ arguments in support of procompetitive conditions are based on Contel ASC’s market position after the Equatorial acquisition, we will first consider whether the applications should be consolidated. Contel’s agreement with COMSAT and its agreement with Equatorial are independent, and neither is conditioned on the consummation of the other. The Commission could grant one application, both applications, or neither application. Therefore, we will determine whether to grant each application in the order they were filed, based on the facts current at the time the application is processed. Accordingly, in this order we will consider only the public interest implications of the proposed acquisition by Contel ASC of CICI and CTP’s VSAT earth station authorizations.”).

²² The “mutually exclusive” standard was established in *Ashbacker Radio Corp. v. FCC*, where two applicants were seeking to use the same spectrum to operate their respective broadcast stations, so that one application could not be approved without necessarily depriving the other applicant of a hearing. *Ashbacker Radio Corp. v. FCC*, 326 U.S. 327 (U.S. 1945). The Commission granted one of the applications, and set a later hearing for the second. The Supreme

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Inc., consumer groups filed a motion to consolidate the MediaOne/AT&T Corp. merger proceeding with the America Online/Time Warner merger proceeding on the theory that the grant of the applications in either proceeding may preclude grant of the applications in the other.²³ Among other things, the petitioners noted that MediaOne held an ownership interest in Time Warner Entertainment, and, thus, claimed that consolidation of the proceedings was appropriate to permit the Commission to “properly consider the ‘concentration of market power that would result from a merger of AOL and Time Warner, if MediaOne continues to hold its interest in TWE.’”²⁴ Nevertheless, the Commission properly rejected the consolidation request, finding that “Consumers Union has not established that the Commission’s grant of the AT&T-MediaOne and AOL-Time Warner license transfer applications are mutually exclusive as a matter of law, such that approval of one application would necessarily preclude approval of the second application.”²⁵

The only case the Joint Parties cite in favor of consolidation is clearly distinguishable from the above-captioned proceedings and previous proceedings where the Commission rejected consolidation requests. In that case, the applicant made requests for a waiver of the

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Court noted that “[w]hile the statutory right of petitioner to a hearing on its application has in form been preserved, it has as a practical matter been substantially nullified by the grant of the Fetzer application.” *Id.* at 334. The Court held that “where two *bona fide* applications are mutually exclusive the grant of one without a hearing to both deprives the loser of the opportunity which Congress chose to give him.” *Id.* at 333.

²³ *Applications for Consent to the Transfer of Control of Licenses & Section 214 Authorizations from MediaOne Group, Inc. to AT&T Corp.*, Memorandum Opinion and Order, CS Dkt No. 99-251, 15 FCC Rcd. 9816, 9893, ¶ 181 (2000) (“MediaOne/AT&T Order”).

²⁴ *MediaOne Group, Inc.*, Order on Reconsideration, CS Dkt No. 99-251, 16 FCC Rcd. 5610, 5614, ¶ 7 (2001).

²⁵ MediaOne/AT&T Order ¶ 181.

newspaper/broadcast cross-ownership rule in both a transfer of control proceeding involving its licensee subsidiaries *and* in license renewal proceedings involving some of those *same* licensee subsidiaries.²⁶ The two proceedings were directly intertwined with one another since the only issue in the renewal proceedings was the request for a waiver, which was also made in connection with the proposed transfer of control. Accordingly, the Commission “consolidat[ed]. . . consideration of that issue in those proceedings and the instant transfer of control applications in the interest of administrative efficiency.”²⁷ In contrast, the pending proceedings do not involve the same licenses and raise completely separate issues. The instant case is nothing like the *Tribune* case.

For the foregoing reasons, the consolidation of the AT&T/Qualcomm and AT&T/T-Mobile proceedings would violate the Communications Act and be inconsistent with the Commission’s long-standing precedent. These transactions are distinct, are not interrelated in any meaningful way, and do not involve mutually exclusive claims to the same licenses.

²⁶ See *Shareholders of Tribune Company, Transferors and Sam Zell, et al., Transferees; For Consent to the Transfer of Control of The Tribune Company and Applications for the Renewal of License of KTLA(TV), Los Angeles, California, et al.*, Memorandum Opinion and Order, 22 FCC Rcd. 21266, ¶ 2 (2007).

²⁷ *Id.*

III. Conclusion

For the foregoing reasons, AT&T and Qualcomm urge the Commission to deny the Joint Parties' Motion promptly and grant the AT&T/Qualcomm application expeditiously.

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May 4, 2011

CERTIFICATE OF SERVICE

I hereby certify that on this 4th day of May, 2011, I caused true and correct copies of the foregoing Joint Opposition of AT&T and Qualcomm to Joint Motion to Consolidate Filed by Cincinnati Bell Wireless, LLC, et. Al. and Response to Ex Parte Presentation by Free Press, et. al., to be served by first-class mail, postage prepaid, upon the following parties in the above-captioned proceedings, and by electronic mail on the following FCC employees and Best Copy and Printing, Inc.:

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