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October 11, 2011

Via ECFS

Marlene H. Dortch, Secretary
Office of the Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: Notice of Ex Parte

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

Reexamination of Roaming Obligations of Commercial Mobile Radio Service Providers and Other Providers of Mobile Data Services, WT Docket No. 05-265

Dear Ms. Dortch,

On Thursday, October 6, 2011, the undersigned and Tony Veach representing the Rural Telecommunications Group, Inc. (“RTG”)¹ met with Renata Hesse, senior counsel to Chairman Genachowski for transactions, Austin Schlick and Jim Bird from the Office of General Counsel, and Patrick DeGraba and Tom Peters from the Wireless Telecommunications Bureau to discuss AT&T, Inc.’s proposed acquisition of T-Mobile USA, Inc. (“merger”).

RTG met with FCC staff to discuss the Highly Confidential Information submitted by AT&T which evidences anti-competitive actions taken by AT&T against RTG’s members that are contrary to the public interest. RTG emphasized to FCC staff that the actions described in the Highly Confidential documents were taken to the detriment of AT&T’s own subscribers. If the proposed merger is approved, AT&T will be able to continue these actions by further escalating the public interest harms that have been identified by RTG. This *ex parte* summarizes the actions of AT&T discussed in the October 6 meeting.

[BEGIN HIGHLY CONFIDENTIAL INFORMATION]

¹ RTG is a Section 501(c)(6) trade association dedicated to promoting wireless opportunities for rural telecommunications companies through advocacy and education in a manner that best represents the interests of its membership. RTG’s members have joined together to speed delivery of new, efficient, and innovative telecommunications technologies to the populations of remote and underserved sections of the country. RTG’s members are small, rural businesses serving or seeking to serve secondary, tertiary, and rural markets. RTG’s members are comprised of both independent wireless carriers and wireless carriers that are affiliated with rural telephone companies and each serves less than 100,000 subscribers.

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[END OF HIGHLY CONFIDENTIAL INFORMATION]

Hearing Designation Order

Consistent with RTG's position in this proceeding, RTG pressed the Commission to conduct an evidentiary hearing pursuant to Section 309(e) of the Communications Act since the Commission has been unable to determine that the merger is in the public interest.⁴ RTG informed the staff that it is prepared to go to hearing to submit additional evidence on all substantial and material issues of fact raised in its Petition to Deny, including the issues raised by RTG after reviewing AT&T's Highly Confidential Information. Additionally, RTG advised the Commission that it is prepared to submit evidence, witnesses, and further information showing why the proposed merger is not in the public interest. RTG also informed the staff that it needs to be fully aware of all instances where AT&T has used its current market dominance to harm RTG's member companies who are AT&T's competitors and that AT&T has already weakened smaller, rural carriers, by using its market dominance in the wholesale roaming market to the detriment of the public interest. Allowing AT&T to acquire T-Mobile and have a monopoly on the GSM wholesale market will further enable AT&T to exert its market dominance both domestically and internationally.

⁴ 47 U.S.C. § 309(e); *see* RTG Petition to Deny at p. 37.

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Data Roaming

RTG and FCC staff also discussed the issue of data roaming after FCC staff posed a general question concerning whether or not the Commission’s data roaming order⁵ has helped RTG members obtain data roaming agreements. RTG informed FCC staff that many of its members had reported delays in moving forward on needed changes to existing roaming agreements with T-Mobile as a result of the merger. Since the proposed merger was announced, T-Mobile has been unwilling to make commercially reasonable changes to roaming agreements and has been using stalling tactics with RTG members. Many GSM members have reported a sense that T-Mobile has been “placed on ice” as a result of the proposed merger and is not moving forward with normal business-as-usual arrangements when it comes to domestic roaming agreements.

While questions concerning what actions are commercially reasonable have not been answered or are even before the Commission, RTG asserts that a carrier’s refusal to negotiate roaming agreements because a merger has been proposed and the carrier is purportedly waiting for the outcome of the merger is not commercially reasonable. Both carriers attempting to enter into the merger—AT&T and T-Mobile—have a duty to negotiate and therefore any merged entity would also have a duty to negotiate.

Should you have any questions or require additional information, please do not hesitate to contact me.

Respectfully submitted,

By: /s/ Caressa D. Bennet

Caressa D. Bennet

cc: Renata Hesse
Austin Schlick
Jim Bird
Patrick DeGraba
Tom Peters

⁵ *In the Matter of Reexamination of Roaming Obligations of Commercial Mobile Radio Service Providers and Other Providers of Mobile Data Services*, Second Report and Order, WT Docket No. 05-265, FCC 11-52 (Apr. 7, 2011).