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October 18, 2011

Marlene H. Dortch
Secretary
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

Re: Request for Information Concerning Applications of AT&T Inc. and Deutsche Telekom AG for Consent to Transfer Control of the Licenses and Authorizations Held by T-Mobile USA, Inc. and Its Subsidiaries (WT Docket No. 11-65)

Dear Ms. Dortch:

Verizon Wireless hereby submits its Highly Confidential supplemental response to the Information and Discovery Request for Third Parties issued by the Wireless Telecommunications Bureau in WT Docket No. 11-65 to Verizon Wireless on June 6, 2011,¹ as amended by letter dated June 27, 2011.² Verizon Wireless is providing a supplemental response to Item 9 today.

This response includes Highly Confidential Information that is some of Verizon Wireless' most sensitive business information, is not available from publicly available sources, has been kept strictly confidential by Verizon Wireless, and is subject to protection under FOIA and the Commission's implementing rules. The release of this Highly Confidential Information would have a serious negative effect on Verizon Wireless' business and would place Verizon Wireless at a significant disadvantage in the marketplace and in negotiations. Accordingly, Verizon Wireless is submitting this Highly Confidential Information pursuant to the Second Protective Order (Revised) issued June 22, 2011 ("Second Protective Order") in this docket and has marked this document as such.³

¹ See Letter from Ruth Milkman, FCC, to John T. Scott III, Verizon Wireless, WT Docket No. 11-65 (dated June 6, 2011).

² See Letter from Rick Kaplan, FCC, to John T. Scott III, Verizon Wireless, WT Docket No. 11-65 (dated June 27, 2011).

³ *Applications of AT&T Inc. and Deutsche Telekom AG for Consent to Assign or Transfer Control of Licenses and Authorizations*, WT Docket No. 11-65, *Second Protective Order (Revised)*, DA 11-1100 (rel. June 22, 2011) ("Second Protective Order").

REDACTED – FOR PUBLIC INSPECTION

Verizon Wireless is providing comma-delimited ASCII text files with data on the Attachment B subscriber data table. There are three separate folders with quarterly data for postpaid, prepaid, and data-only subscribers for the period from 1Q2008 through 1Q2011. The files are password protected, and the password for all is **[BEGIN HIGHLY CONFIDENTIAL INFORMATION]** **[END HIGHLY CONFIDENTIAL INFORMATION]**.

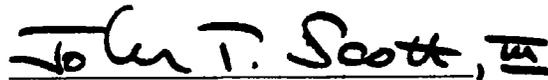
In addition, Verizon Wireless is providing a single Excel spreadsheet with backhaul costs by region by month for the period from January 2008 through March 2011. This is the data associated with Field #31 in the subscriber data table.

Finally, Verizon Wireless is also providing an Excel spreadsheet linking internal accounting markets to BIDs and license markets (CMA, MTA or BTA). These accounting markets were used in the Device Sales data submitted on October 14, 2011.

This information is being produced under the Second Protective Order.

Please contact the undersigned if you have any questions.

Sincerely,

A handwritten signature in black ink that reads "John T. Scott, III". The signature is written in a cursive style with a horizontal line underneath the name.

John T. Scott, III
Vice President & Deputy General Counsel

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