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REDACTED – FOR PUBLIC INSPECTION

November 7, 2011

Via Electronic Filing

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

Re: *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 – *Ex Parte* Presentation

Dear Ms. Dortch:

AT&T's takeover of T-Mobile would result in the absorption of a wireless industry maverick into one of the Twin Bell companies, turning back the clock on competition and innovation. As described in the attachments to this letter, T-Mobile has consistently introduced innovations in wireless pricing, technology, and service offerings. Notably, the ordinary-course business documents of AT&T and T-Mobile, as well as public sources, evidence T-Mobile's prominent role as a maverick.

In accordance with the FCC's rules, 47 C.F.R. § 1.1206(b), the redacted version of this *ex parte* is being filed electronically in the above-referenced proceeding. Pursuant to the Second Protective Order in the above-referenced proceeding, 26 FCC Rcd 8801, the highly confidential version of this *ex parte* is being filed with the FCC Secretary's Office under seal, and two copies are being hand delivered to Kathy Harris of the Wireless Telecommunications Bureau.

Respectfully submitted,

/s/ Regina M. Keeney
Regina M. Keeney
Counsel to Sprint Nextel Corporation

Attachments (2)

cc: Jim Bird
Stacy Ferraro
Kathy Harris

Renata Hesse
Rick Kaplan
David Krech

Kate Matraves
Best Copy & Printing, Inc.

T-MOBILE IS A MAVERICK IN TECHNOLOGY AND SERVICE OFFERINGS

2011

- **Free WiFi Calling.** T-Mobile announces unlimited free calling for some smartphone customers within range of a Wi-Fi signal.¹
- **Free Mobile Voice with Facebook Friends.** T-Mobile introduces its Bobsled™ by T-Mobile® service, allowing users to call any mobile or landline number in the United States, Canada, or Puerto Rico for free from a Mac or PC. The Bobsled app, also available from the Android Market for Android smartphones and tablets, allows users to call or voice message their Facebook friends from their mobile device for free.²

2010

- **First HSPA+ Smartphone.** T-Mobile announces the release of the G2 smartphone: the first phone designed for the higher-speed HSPA+ network with built-in Google Voice.³

2009

- **Smart Grid Development.** T-Mobile teams with Echelon Corp. to develop a wireless smart grid system using advanced metering infrastructure. T-Mobile announces it would provide embedded SIMs inside a cellular radio module in Echelon's smart meters, which collect power usage and other data for the company's network. Data provided from the transformers will allow the power provider to easily pinpoint problems in the network, reduce cost and duration of power outages, and generate and distribute power more efficiently.⁴
- **Unlicensed Mobile Access for Enterprise Customers.** T-Mobile teams with Meru Networks to let businesses have cell phone calls switch between cellular connections and corporate WiFi networks to avoid use of wireless minutes while on WiFi networks.⁵

2008

- **Launch of First Android-Powered Phone.** T-Mobile launches the G1, the world's first Android™-powered mobile phone, in partnership with Google.⁶

¹ Phillip Dampier, "T-Mobile Innovation: Free WiFi Calling for Monthly Plan Customers; Would AT&T Ever Offer This?" STOP THE CAP (May 16, 2011), available at <<http://stopthecap.com/2011/05/16/t-mobile-innovation-free-wi-fi-calling-for-monthly-plan-customers-would-att-ever-offer-this/>>.

² Press Release, T-Mobile, *Bobsled by T-Mobile Extends Free Calling to the Web, Android and iOS* (Oct. 10, 2011), available at: <<http://newsroom.t-mobile.com/articles/bobsled-t-mobile-free-calling-voip-android-apple-ios>>.

³ Press Release, T-Mobile, *Introducing the T-Mobile G2 with Google – the First Smartphone Delivering 4G Speeds on T-Mobile's Super-Fast HSPA+ Network* (Sep. 9, 2010), available at: <<http://newsroom.t-mobile.com/articles/t-mobile-g-with-google>>.

⁴ Matt Daily and Ritsuko Ando, "Echelon, T-Mobile USA form smart meter alliance" REUTERS (Apr. 23, 2009), available at <<http://www.reuters.com/article/2009/04/23/us-echelon-tmobile-idUSTRE53M0UG20090423>>.

⁵ Marin Perez, "T-Mobile Brings Unlicensed Mobile Access To Enterprise," INFORMATION WEEK (Feb. 10, 2009), available at: <<http://www.informationweek.com/news/mobility/business/213402769>>.

⁶ Press Release, T-Mobile, *T-Mobile Unveils the T-Mobile G1 — the First Phone Powered by Android*, (Sep. 23, 2008), available at: <<http://newsroom.t-mobile.com/articles/t-mobile-QWERTY-Google-touchscreen>>.

2007

- ***T-Mobile Joins Google to Form Open Handset Alliance.*** Google Inc., T-Mobile, HTC, Qualcomm, Motorola and others collaborate on the development of the Android platform. As a founding member of the Open Handset Alliance, T-Mobile demonstrates its commitment to innovation and fostering an open platform for wireless services.⁷
- ***HotSpot @Home Service.*** T-Mobile introduces HotSpot @Home – an innovative service providing unlimited nationwide calls over Wi-Fi from home or from any of the 8,500 T-Mobile HotSpot locations nationwide.⁸

2006

- ***kidConnect.*** T-Mobile announces kidConnect,SM a service plan empowering parents and kids to stay connected on their own terms by controlling total wireless costs and providing certain unlimited features.⁹

2004

- ***Making it Easier to Connect to HotSpots.*** HotSpots is free software that makes locating and using T-Mobile USA's HotSpot locations more convenient. The T-Mobile Connection Manager gives laptops and Internet devices the power to automatically detect and log on to the T-Mobile HotSpot network.¹⁰
- ***Ring Tones.*** T-Mobile USA introduces HiFi Ringers[®], the high-fidelity ringtones that let customers hear actual lyrics and original music clips from their favorite bands – every time their phones ring.¹¹

2003

- ***Video Messaging Services.*** T-Mobile USA is the first carrier to introduce wireless video messaging services in the United States – and customers start sending and recording full-motion, full-color, full-sound messages from their wireless phones.¹²
- ***Multi-Player Wireless Gaming.*** T-Mobile is the first U.S. carrier to introduce multi-player wireless gaming.¹³

⁷ History, Overview, Company Information, About T-Mobile, T-Mobile, *available at:* <http://www.t-mobile.com/Company/CompanyInfo.aspx?tp=Abt_Tab_CompanyOverview&tsp=Abt_Sub_History>.

⁸ *Id.*

⁹ *Id.*

¹⁰ *Id.*

¹¹ *Id.*

¹² Press Release, T-Mobile, *T-Mobile First Wireless Carrier to Introduce Video Messaging Services in the U.S.* (Mar. 27, 2003), *available at:* <<http://newsroom.t-mobile.com/articles/t-mobile-Nokia-3650-videophone>>.

¹³ Press Release, T-Mobile, *T-Mobile Brings Unlimited Multiplayer Gaming to U.S. Market with First Launch of Nokia N-Gage Game Deck* (Sep. 23, 2003), *available at:* <<http://newsroom.t-mobile.com/articles/t-mobile-nokia-N-Gage>>.

2002

- **Blackberry E-mail with Integrated Phone.** T-Mobile USA is the first to deliver the BlackBerry® wireless handheld e-mail solution with integrated phone.¹⁴
- **Sidekick.** T-Mobile introduces the iconic Sidekick, which permits customers to talk, surf the Web, send and receive e-mail, chat using AOL IM, play games, and take pictures at an affordable price.¹⁵

2001

- **WiFi.** T-Mobile introduces WiFi hotspot connectivity for laptops in airport terminals and other public spaces.¹⁶
- **AOL Instant Messaging On-The-Go.** T-Mobile is the first carrier to offer mobile support for AOL Instant Messaging.¹⁷

¹⁴ History, Overview, Company Information, About T-Mobile, T-Mobile, *available at:* <http://www.t-mobile.com/Company/CompanyInfo.aspx?tp=Abt_Tab_CompanyOverview&tsp=Abt_Sub_History>.

¹⁵ Jason Notte, “5 T-Mobile Innovations, and 5 More We Lose,” THE STREET (Mar. 28, 2011), *available at:* <<http://www.thestreet.com/story/11060885/1/5-t-mobile-innovations-and-5-more-we-lose.html>>.

¹⁶ *Id.*

¹⁷ Press Release, T-Mobile, *VoiceStream Wireless and America Online to Offer “AOL Mobile” Services on VoiceStream’s High Speed Wireless Internet and Text Messaging Services* (Feb. 14, 2001), *available at:* <<http://newsroom.t-mobile.com/articles/t-mobile-voicestream-AOL-mobile>>.

T-MOBILE IS A DISRUPTIVE MAVERICK

**HIGHLY CONFIDENTIAL ATTACHMENT
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