

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

_____)	
In re Application of)	
QUALCOMM INCORPORATED, Transferor,)	WT Docket No. 11-18
and)	
AT&T MOBILITY SPECTRUM, LLC,)	File No. 0004566825
Transferee)	
For Consent to the Assignment of Lower 700)	
MHz Band Licensees)	
_____)	

JOINT OPPOSITION TO MOTION TO HOLD IN ABEYANCE

QUALCOMM, Inc. (“Qualcomm”) and AT&T Mobility Spectrum LLC (“AT&T”) hereby oppose the November 30, 2011, motion filed by The Rural Telecommunications Group, Inc. (“RTG”) related to the above-referenced applications (the “RTG Motion”),¹ and respectfully request that the Federal Communications Commission (“FCC” or “Commission”) promptly deny the RTG Motion. AT&T and Deutsche Telekom (“DT”) have withdrawn, and the Wireless Telecommunications Bureau has dismissed without prejudice, applications for AT&T’s acquisition of T-Mobile USA, Inc.² – a transaction unrelated to this proceeding. RTG’s request that the Commission delay this proceeding until a future filing of the AT&T/DT applications at some undefined point simply makes no sense. A further delay also would be manifestly counter

¹ *In re Application of Qualcomm Incorporated, Transferor and AT&T Mobility Spectrum LLC, Transferee, for Consent to the Assignment of Lower 700 MHz Band Licenses*, Motion to Hold in Abeyance, WT Docket No. 11-18 (filed Nov. 30, 2011)(“RTG Motion to Hold in Abeyance”).

² *In the Matter of Applications of AT&T Inc. and Deutsche Telekom AG for Consent to Assign or Transfer Control of Licenses and Authorizations*, Order, WT Docket No. 11-65 (Nov. 29, 2011).

to the public interest. Moreover, the Commission already has considered and rejected RTG's similar previous request to consolidate these proceeding; and RTG identifies no pending application with which to "coordinate" the review of this proceeding.

The RTG Motion makes the extraordinary request that the FCC indefinitely hold in abeyance the Qualcomm/AT&T transaction, "pending final resolution of *any* proposed merger, acquisition or similar transaction between AT&T Inc. and T-Mobile USA, Inc. ("T-Mobile")."³ This request is completely irrational in that it requests that the Commission delay its resolution of this pending proceeding on a future event at some undefined point. The FCC should judge the Qualcomm/AT&T transaction on its own merits using the facts available to the Commission today. To do otherwise would clearly be arbitrary and capricious. No Commission precedent or policy supports such an indefinite delay in the Commission's consideration of an assignment application on such grounds.

The Commission should reject the RTG Motion for several additional reasons. First, the public interest requires timely consideration of the transaction. The grant of RTG's motion would almost certainly delay consideration of the AT&T/Qualcomm transaction beyond its contractual expiration date, threatening the transaction's viability and the public interest benefits if the transaction is consummated. This is a huge penalty to impose on the applicants and the wireless consumers who would reap the public interest benefits. The grant of the motion also risks placing the United States behind the rest of the world in the development and implementation of innovative supplemental downlink technology.

Second, the Commission considered and rejected RTG's similar previous request to consolidate this transaction with the AT&T/DT application, stating "the Commission is not at

³ *RTG Motion to Hold in Abeyance* at 1 (emphasis added).

this time taking the further step of formally consolidating the two transactions.”⁴ RTG’s most recent motion is, in reality, a request to consolidate the Qualcomm/AT&T transaction proceeding with a proceeding at some point in the future. Even if both transactions were still before the Commission, RTG has provided no new purported justification to reconsider that determination. Of course, at this point, when this transaction is the only one of the two pending before the Commission, there is no justification that could be offered.

Third, RTG is clearly wrong in claiming that “the adoption of any Commission order approving the AT&T-Qualcomm transaction at this time would contradict the Commission’s stated objective in the FCC letter [of August 8, 2011].”⁵ In that letter, the Wireless Bureau Chief announced that the FCC had rejected RTG’s request that the Commission consolidate the two transactions and that, instead, the FCC would “consider [the two proceedings] in a coordinated manner at this time, *without prejudice to independent treatment at a later date.*”⁶ At this point, there is no application pending for approval of a transaction between AT&T and T-Mobile, so there is nothing with which to coordinate, much less to consolidate. Under the circumstances, RTG’s assertions that moving forward with this transaction would be a contradiction of the Bureau’s “objective” is nonsensical.

⁴ Letter of Rick Kaplan, Chief, Wireless Telecommunications Bureau to Michael P. Goggin, AT&T Mobility Spectrum LLC and Dean Brenner, QUALCOMM Incorporated, Applications of AT&T Mobility Spectrum LLC and QUALCOMM Incorporated for Consent to Assign Lower 700 MHz Band Licenses, WT Docket No. 11-18 (rel. August 8 2011) (“*Bureau Chief Letter*”).

⁵ *RTG Motion to Hold in Abeyance* at 3.

⁶ *Bureau Chief Letter* (*emphasis added*).

For all of these reasons, Qualcomm and AT&T respectively request that the Commission reject RTG's last-minute, meritless motion.

Respectfully submitted,

QUALCOMM, INC.

AT&T MOBILITY SPECTRUM LLC

/s/ Dean R. Brenner

/s/ Michael P. Goggin

Dean R. Brenner
QUALCOMM Incorporated
1730 Pennsylvania Avenue, NW
Suite 850
Washington, D.C. 20006
(202) 263-0020

Michael P. Goggin
AT&T Mobility Spectrum LLC
1120 20th Street, NW
Suite 1000
Washington, DC
(202) 457-3055

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