



Comcast Corporation
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Washington, DC 20001

May 18, 2012

VIA ELECTRONIC FILING

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

Re: *Application of Cellco Partnership d/b/a Verizon Wireless and SpectrumCo, LLC for Consent to Assign Licenses, WT Docket No. 12-4, Notice of Ex Parte*

Dear Ms. Dortch:

The following *ex parte* notice, which was filed yesterday, has been supplemented to include additional citations to portions of Applicants' filings that were discussed at the meeting.

On May 15, 2012, David L. Cohen, Executive Vice President of Comcast, and I met with Rick Kaplan, Chief of the Wireless Telecommunications Bureau, and Austin Schlick, the Commission's General Counsel, regarding the above-referenced proceeding. During our conversation, we reviewed the arguments set forth in Applicants' Public Interest Statement and Joint Opposition and reiterated why the proposed transaction will serve the public interest by putting currently unused spectrum in the hands of a carrier that will use it to meet consumers' skyrocketing demands for mobile broadband services.¹ Consistent with Applicants' filings in the docket, we also explained why the parties' separate commercial agreements do not raise

¹ See Application of Cellco Partnership d/b/a Verizon Wireless and SpectrumCo LLC for Consent to Assign Licenses, WT Docket No. 12-4, File No. 0004993617, Exh. 1 (filed Dec. 16, 2011) ("Public Interest Statement"), at 10-13 (describing customers' rapidly increasing data usage on Verizon Wireless' network), 16-19 (explaining why secondary market transactions like this one facilitate efficient usage of spectrum), 19-24 (explaining SpectrumCo's efforts to explore providing wireless services using its AWS spectrum and explaining its decision to sell the spectrum to Verizon Wireless); Joint Opposition to Petitions to Deny and Comments, WT Docket No. 12-4 (Mar. 2, 2012) ("Joint Opposition"), at 31-33 (describing benefits of secondary market transactions that put spectrum to work), 33-36 (detailing SpectrumCo's efforts to analyze options for using the AWS spectrum to provide services to consumers and explaining the rationale for selling the spectrum to Verizon Wireless).

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anticompetitive concerns and will benefit consumers.² We explained why the spectrum sale and the separate commercial agreements presented the best and most efficient short- and long-term solution for Comcast to provide its customers with wireless services.³

Please do not hesitate to contact me should you have any questions regarding this matter.

Respectfully submitted,

/s/ Kathryn A. Zachem
Kathryn A. Zachem
Senior Vice President
Regulatory and State Legislative Affairs
Comcast Corporation

cc : Rick Kaplan
Austin Schlick
Jim Bird
Sandra Danner
Joel Taubenblatt

² See Joint Opposition Exh. 6, at 1-4 (explaining that the commercial agreements will promote consumer choice and competition), 12-13 (explaining that the agency and reseller agreements do not eliminate actual or potential wireless competition from the cable companies), 14-16 (noting the competitive nature of the communications industry and explaining that the commercial agreements will not impede other providers from offering consumers multi-product bundles), 16-20 (explaining the pro-consumer and pro-competitive effects of the innovation technology joint venture), 20-21 (explaining that the commercial agreements will not change the cable companies' incentives to compete vigorously in the backhaul marketplace).

³ See Public Interest Statement at 19-24 (explaining SpectrumCo's efforts to explore providing wireless service using the AWS spectrum and its decision to sell the spectrum to Verizon Wireless); Joint Opposition at 33-36 (detailing SpectrumCo's efforts to analyze options for using the AWS spectrum to provide services to consumers and explaining the rationale for selling the spectrum to Verizon Wireless); Response of Comcast Corporation to Commission's Information and Discovery Request, WT Docket No. 12-4, at 20-25 (Mar. 22, 2012) (detailing SpectrumCo's efforts to develop its AWS spectrum and analyze options for providing mobile broadband services to consumers and explaining the strategic rationale for pursuing the transactions with Verizon Wireless).