



1300 I Street, NW, Suite 400 West
Washington, DC 20005

Phone 202 515-2533
Fax 202 336-7858
kathleen.m.grillo@verizon.com

June 20, 2012

Ex Parte

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Room TW-A325
Washington, D.C. 20554

Re: In re Application of Cellco Partnership d/b/a Verizon Wireless and Cox TMI Wireless, LLC, WT Docket No. 12-4

Dear Ms. Dortch:

On June 18, 2012, Kathleen Grillo and Michael Glover of Verizon met with Rick Kaplan, Chief of the Wireless Competition Bureau, and Austin Schlick and Sean Lev, the Office of General Counsel.

Verizon reiterated points made in previous filings and explained that the record in this proceeding demonstrates conclusively that there is no need for imposing conditions on a grant of the applications for transfer of spectrum licenses. The parties to these applications have submitted an extraordinary amount of evidence in this proceeding showing that the proposed AWS license assignments will benefit customers.

Verizon Wireless' purchase of this spectrum will allow it to put currently unused spectrum to work to meet customers' needs as they continue to use an ever-expanding array of innovative devices, applications and services on our 4G LTE network. And this in turn will fuel still further innovation by the many third-party developers and manufacturers who continue to churn out a wide variety of new devices, applications and services. In contrast, failure to approve these spectrum purchases would result in growing congestion beginning as early as 2013 in many markets, and soon after in many others that would harm consumers and third-party developers alike.

During the course of the discussion, the Verizon representatives addressed arguments by some parties that the Commission should condition approval of the license assignments on Verizon Wireless divesting a portion of the spectrum that Verizon Wireless is acquiring from SpectrumCo and Cox, discussed Verizon Wireless's current spectrum holdings in a number of markets, as well as its holdings upon completion of the public sale process it has initiated for its lower 700 MHz A and B block licenses, and discussed the benefits of relying on voluntary commercial transactions in the secondary market for companies to rationalize their spectrum holdings.

Marlene H. Dortch

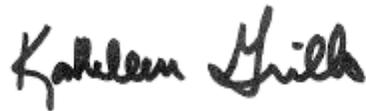
June 20, 2012

Page 2

The Verizon representatives also addressed arguments that the Commission should impose build out and data roaming requirements on the AWS spectrum acquired from SpectrumCo and Cox. They reiterated that build out requirements are unnecessary because Verizon Wireless intends to put the spectrum to use promptly in order to meet the needs of its customers, and, in any event, currently intends to do so in a time frame that is consistent with the build out requirements recently proposed by the Commission for AWS-4 spectrum. The Verizon representatives also reiterated that data roaming requirements are unnecessary, that Verizon Wireless remains a net payor of roaming fees, and that it has every incentive and intends to continue to negotiate commercially reasonable roaming arrangements, as it has to date with at least 49 data roaming partners with whom it now has some 68 data roaming agreements in total.

Please contact me if you have any questions.

Respectfully submitted,

A handwritten signature in black ink that reads "Kathleen Grillo". The signature is written in a cursive style with a large initial 'K' and 'G'.

cc: Rick Kaplan
Austin Schlick
Sean Lev