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July 2, 2012

Ex Parte

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

Re: Application of Cellco Partnership d/b/a Verizon Wireless and SpectrumCo, LLC for Consent to Assign Licenses; Application of Cellco Partnership d/b/a Verizon Wireless and Cox TMI Wireless, LLC for Consent to Assign Licenses, WT Docket No. 12-4; Application of Cellco Partnership d/b/a Verizon Wireless and T-Mobile License LLC for Consent to Assign Licenses, WT Docket No. 12-175

Dear Ms. Dortch:

On June 28, 2012, Lowell McAdam, Chairman and Chief Executive Officer of Verizon, Tom Tauke, Executive Vice President, Public Affairs, Policy and Communications, Verizon, and the undersigned met with Chairman Julius Genachowski; Charles Mathias, Special Counsel to Chairman Genachowski; and Ruth Milkman, Chief of the Wireless Telecommunications Bureau.

During the meeting, Mr. McAdam explained that the proposed spectrum transfers from SpectrumCo, Cox and Leap to Verizon Wireless and between T-Mobile and Verizon Wireless are strongly in the public interest and prove that the secondary market can serve as a means for the industry to redistribute spectrum in accordance with the marketplace's needs. A robust, well-functioning secondary market makes it possible for spectrum to change hands smoothly, which allows the market to find the highest and best use for spectrum. He encouraged the Chairman to approve these applications promptly. Prompt approval of these applications will benefit consumers by allowing Verizon Wireless to expand the capacity of its network to address accelerating customer demand and to continue to deliver our customers high quality, high-speed services. Mr. McAdam also urged the FCC to continue to make facilitating secondary market transactions a high priority so that available spectrum can be put to efficient use.

In addition to ensuring that spectrum in private hands can be put to its best use, Mr. McAdam stressed the need for the FCC and the Administration to free up government spectrum that could be better used for commercial mobile services. He stated that industry and government should work together to explore options for commercial companies and government entities to share spectrum. He stated that Verizon Wireless is working with CTIA and other companies to develop trials on spectrum sharing with government entities and reiterated that Verizon Wireless is prepared to commit our

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personnel and \$5 million to work with the federal government to develop workable methods of sharing spectrum.

Mr. McAdam also stated Verizon's willingness to cooperate with the FCC staff in order to develop the process for incentive auctions for the broadcast spectrum. The wireless industry will need more spectrum in the marketplace in order to keep pace with the range of devices and technologies available today and on the horizon. He explained that Verizon Wireless employs efficiency-enhancing techniques to address capacity constraints, but these engineering solutions are insufficient by themselves to meet burgeoning demand. As a result, it is important that the FCC develop a process that will result in a significant amount of additional spectrum being made available for mobile broadband use.

Please contact me if you have any questions.

Sincerely,

A handwritten signature in black ink, appearing to read "Kathleen Grillo". The signature is written in a cursive, slightly slanted style.

cc: Chairman Julius Genachowski
Charles Mathias
Ruth Milkman