601 Pennsylvania Ave., NW
North Building - Suite 800
Washington, DC 20004
202-654-5900

August 16, 2012

VIA ELECTRONIC FILING

Marlene H. Dortch, Secretary
Federal Communications Commission
The Portals
445 12th Street, S.W.
Washington, DC 20554

Re: *Ex Parte* Notice – WT Docket Nos. 12-175 and 12-4

Dear Ms. Dortch:

On behalf of T-Mobile USA, Inc. ("T-Mobile"), and pursuant to Section 1.1206 of the Commission's Rules, 47 C.F.R. § 1.1206, this letter provides notice that on August 15, 2012, Thomas Sugrue, Kathleen O'Brien Ham, and Josh Roland, all of T-Mobile, met with Commissioner Ajit Pai and his Legal Advisor, Courtney Reinhard, to discuss matters raised the above-referenced license assignment proceedings.

During the meeting, the T-Mobile representatives urged prompt approval of the pending spectrum transaction between T-Mobile and Cellco Partnership, d/b/a Verizon Wireless (the "T-Mobile Transaction"), explaining, consistent with its filings in the proceedings, that the spectrum T-Mobile seeks to acquire in the T-Mobile Transaction is critical to facilitating its ongoing network modernization project and deployment of Long Term Evolution ("LTE") service. We also briefly explained how this infusion of spectrum will enable T-Mobile to deploy LTE services in a number of markets where such deployment would otherwise have been impossible, and to enhance its LTE service in a number of additional markets where T-Mobile would have otherwise been limited to a 5x5 MHz LTE deployment. We also explained that Verizon's sale of spectrum to T-Mobile is sufficient to resolve the competitive concerns T-Mobile identified relating to Verizon's spectrum concentration.

Should any additional information be required with respect to this *ex parte* notice, please do not hesitate to contact me.

Very truly yours,

/s/Kathleen O'Brien Ham

Kathleen O'Brien Ham
Vice President, Federal Regulatory Affairs

cc (by email):

Commissioner Ajit Pai
Courtney Reinhard