NEW APPLICATION

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BEFORE THE ARIZONA CORPORATION COMMISSION

COMMISSIONERS

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Arizona Corporation Commission
DOCKETED
MAY 26 2009
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APPLICATION OF CELLCO PARTNERSHIP D/B/A VERIZON WIRELESS AND ~~ALLTEL~~ COMMUNICATIONS OF THE SOUTHWEST LIMITED PARTNERSHIP TO TRANSFER ASSETS PURSUANT TO A.R.S. § 40-285	Docket Nos.	T-20598A-09-_____ T-03887A-09-_____
APPLICATION OF AT&T INC. FOR A LIMITED WAIVER OF THE COMMISSION'S AFFILIATED INTEREST RULES PURSUANT TO A.A.C. R14-2-806 OR, ALTERNATIVELY, NOTICE OF INTENT BY AT&T INC. PURSUANT TO A.A.C. R14-2-803	Docket Nos.	T-02428A-09-_____ T-03016A-09-_____ T-03346A-09-_____

T-20598A-09-0262
T-03887A-09-0262
T-02428A-09-0262
T-03016A-09-0262
T-03346A-09-0262

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This Application is filed jointly by AT&T Inc. ("AT&T") and Cellco Partnership d/b/a Verizon Wireless ("Verizon Wireless") and Alltel Communications of the Southwest LP ("Alltel Southwest") for the purpose of effectuating the transfer of wireless assets from Verizon Wireless to ownership by AT&T's indirect subsidiary, AT&T Mobility LLC ("AT&T Mobility"). The transfer will fulfill federal regulatory conditions to a merger the Commission approved late last year.

First, Verizon Wireless and its indirect subsidiary, Alltel Southwest, seek permission pursuant to A.R.S. § 40-285 to transfer certain assets held by Alltel Southwest to AT&T Mobility, by means of a divestiture entity, Abraham Divestiture Company LLC ("ADC"), as described below.

Second, pursuant to A.A.C. R14-2-801, *et seq.*, AT&T seeks a Limited Waiver or, alternatively, submits this Notice of Intent in relation to this reorganization involving the purchase by AT&T Mobility of the company, ADC, that will receive the Alltel Southwest wireless assets (collectively, "Assets"). Pursuant to A.A.C. R14-2-806, AT&T seeks a limited waiver of R14-2-801, *et seq.* (the "Affiliated Interest Rules") given the circumstances of this reorganization. Alternatively, AT&T seeks the Commission's expedited review and approval of the Purchase without hearing under A.A.C. R14-2-803.B.

These transactions implement a portion of the wireless asset divestiture required by the Federal Communications Commission ("FCC") and the Department of Justice ("DOJ") as a condition to approval of Verizon Wireless' acquisition of Alltel Corporation.[1] This Commission is very familiar with that acquisition, having considered and approved the merger in Docket Nos. T-20598A-08-0327 and T-03887A-08-0327. At its October 7, 2008 Open Meeting, the Commission approved the transaction by which Alltel Corporation became an indirect subsidiary of Verizon Wireless.[2] The Commission found that the merger was "in the public interest."[3] For convenience, a copy of Decision No. 70550 approving that merger is attached as Exhibit A.

The Alltel-Verizon Wireless merger was consummated on January 9, 2009, following approvals by the FCC and the DOJ (*United States of America, et al. v. Verizon Communications, Inc., and Alltel Corporation* (Case No. 08-ev-1878 filed Oct. 30, 2008)). As part of the merger conditions with the DOJ and FCC, Verizon Wireless voluntarily agreed to divest FCC licenses and assets in 105 markets. One of those markets is Cellular Market Area 322, Arizona 5-Gila,

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[1] *In re Applications of Cellco Partnership d/b/a Verizon Wireless and Atlantis Holdings LLC for Consent to Transfer Control of Licenses, Authorizations, and Spectrum Manager and De Facto Transfer Leasing Arrangements and Petition for Declaratory Ruling That the Transaction Is Consistent with Section 310(b)(4) of the Communications Act*, WT Dkt. No. 08-95, Memorandum Opinion and Order and Declaratory Ruling, FCC 08-258, ¶¶ 157, 159, 23 FCC Rcd 17444 (2008).

[2] Decision No. 70550.

[3] *Id.* at 9.

which serves Gila and Pinal Counties. By the terms of the Consent Decree with DOJ, Verizon Wireless was required to place the markets to be divested under control of a management trustee and was granted 120 days from the closing (since extended by 30 days) to find a buyer for the assets. Verizon Wireless and Alltel representatives discussed the anticipated divestiture requirement of the Arizona market with the Commission at its October 7, 2008 Open Meeting.

On May 8, 2009, AT&T announced that it had entered into a transaction with Verizon Wireless to purchase certain wireless licenses and assets in 18 states, including those which are used to serve Gila and Pinal Counties in Arizona (the "Purchase")[4]. The Purchase not only fulfills federal regulatory conditions related to the Commission-approved Verizon-Alltel merger, it does so in a way that benefits further the public interest, as detailed below.

Concerning the Affiliated Interest Rules requirements, AT&T submits that a limited waiver pursuant to R14-2-806 is appropriate in the circumstances presented here.[5] This transaction simply completes a portion of a transaction which was very recently approved by the Commission. No other state acquisition approval is required. A limited waiver will facilitate prompt closing of the transaction and, therefore, more prompt enhancement of service features and offerings to customers in Gila and Pinal Counties. It will affirmatively serve the public interest as well as conserving the Commission's, its Staff's and the parties' time and resources. In the alternative, AT&T requests that the Commission approve the acquisition without hearing and within 60 days as provided by A.A.C. R14-2-803.B. Verizon Wireless requests approval of

[4] The parties are not seeking Commission approval of the transfer of FCC licenses, which requires FCC approval. Further, to the extent that the Assets being transferred from Alltel Southwest are "not necessary or useful in the performance of its duties to the public," the transfer of such Assets is not subject to A.R.S. § 40-285.

[5] AT&T submits this Notice of Intent without waiver of its position that this transaction is not subject to the Commission's jurisdiction for several reasons, including, but not limited to, the express federal preemption of its entry and rate jurisdiction over wireless carriers and the fact that compliance with its Affiliated Interest Rules constitutes an unconstitutional and unreasonable burden on interstate commerce in circumstances such as these. AT&T is, nevertheless, making this filing in the hope of avoiding any debate over these and other jurisdictional issues and with the hope it can be ruled on expeditiously.

the Assets transfer in the same time frame so the overall transaction with AT&T can be accomplished efficiently.

THE PARTIES AND THEIR EXISTING BUSINESSES

1. **AT&T:** AT&T Inc. is a Delaware corporation with headquarters at 208 South Akard Street, Dallas, Texas 75202. AT&T provides telecommunication services to businesses worldwide and provides local service, long distance voice and data networking services to businesses and individuals throughout the United States. AT&T also provides wireless services through AT&T Mobility f/k/a Cingular Wireless throughout the United States and in Arizona through New Cingular Wireless PCS, LLC. Detailed information concerning AT&T's financial status, operations, management and services is set forth in AT&T's most recent annual report which can be accessed online at http://www.att.com/Investor/ATT_Annual.

2. **Arizona Operating Subsidiaries of AT&T:** As relevant to the Affiliate Interest Rules reorganization request, AT&T is the holding company parent, through intermediate subsidiaries, of SBC Long Distance, LLC d/b/a SBC Long Distance/AT&T Long Distance ("AT&T Long Distance") [Docket No. T-03346A], which is authorized to provide competitive, local exchange, interexchange (facilities-based and resale), competitive interLATA/intraLATA and in-state toll telecommunications services in Arizona. AT&T also is the holding company parent, through its 100 percent ownership of AT&T Corp., of AT&T Communications of the Mountain States, Inc. ("AT&T Mountain States") [Docket No. T-02428A] and TCG Phoenix [Docket No. T-03016A]. AT&T Mountain States and TCG Phoenix are authorized to provide competitive local exchange (facility-based and resale), intraLATA toll, interexchange and intraLATA services within Arizona. AT&T Long Distance, AT&T Mountain States and TCG Phoenix are collectively referred to as the "Arizona Operating Subsidiaries" of AT&T. The

Purchase will not change the ownership or operation of any of the Arizona Operating Subsidiaries. Their positions in the corporate structure will be unaffected by the Purchase and the Purchase will have no impact on their Arizona tariffs, their ability to provide service or the terms and conditions upon which their service is offered.

3. **Verizon Wireless :** Cellco Partnership d/b/a Verizon Wireless is a general partnership under the laws of the State of Delaware. Verizon Wireless does business in Arizona using the Verizon Wireless brand and offers an advanced array of wireless services. Verizon Wireless currently serves over 85 million subscribers in 49 states. The Assets that Alltel Southwest will transfer to ADC/AT&T Mobility to comply with the DOJ and FCC approvals are not used to provide local exchange service to any customers. The transfer of the Assets will have no effect on the provision of wireless services in Arizona by Verizon Wireless.

4. Verizon Wireless, AT&T Mobility and the AT&T Arizona Operating Subsidiaries are not, and ADC will not be, incumbent local exchange carriers as that term is defined in the Communications Act of 1934, as amended.

5. As a result of the Purchase and reorganization, ADC will become a subsidiary of AT&T Mobility.

DESCRIPTION OF THE TRANSACTION

6. To accomplish the Purchase, Verizon Wireless will cause its subsidiaries, including Alltel Southwest, that hold certain wireless assets (including the Arizona CMA 322 Assets) to contribute them to ADC, an indirect subsidiary of Verizon Wireless that will be formed prior to closing. Then, Verizon Wireless will transfer its interest in ADC to AT&T Mobility, an indirect subsidiary of AT&T.

7. There will be no change in the control or ownership structure of any of the AT&T Arizona Operating Subsidiaries subject to this Commission's regulatory authority as a result of the Purchase. Specifically, the Purchase will not change or alter the control or ownership structure of AT&T Long Distance, AT&T Mountain States or TCG Phoenix. The Purchase will not affect the Commission's ability to regulate the intrastate operations of the Arizona Operating Subsidiaries. Upon consummation, those entities will continue to hold all Arizona certificates they currently hold. There will be no transfer of assets of those Arizona Operating Subsidiaries in connection with the Purchase.

EFFECT OF THE TRANSACTION IN ARIZONA

8. There will be no change in the assets or ownership of the AT&T Arizona Operating Subsidiaries as a result of the Purchase. The Purchase will be transparent and seamless for the customers of the AT&T Arizona Operating Subsidiaries. There also will be no change in the current rates, terms and conditions of service of the Arizona Operating Subsidiaries as a result of the Purchase. After close, the Commission will retain the same regulatory authority that it possesses today over the Arizona Operating Subsidiaries.

9. AT&T Mobility will assume control of ADC. It will operate ADC in accordance with all applicable laws, rules and regulations. As conditions permit, AT&T will integrate the ADC operations with those of AT&T Mobility. After close of the Purchase, AT&T Mobility will commence the conversion of the system from a CDMA standard to GSM. Current service to customers will continue through this conversion and upgrade process.

PURCHASE BENEFITS

10. Verizon Wireless is required by federal regulatory mandates to divest the Assets that will be transferred to AT&T Mobility via ADC. The Purchase will satisfy these mandates.

It will also fulfill the federal regulatory conditions attached to the Verizon Wireless-Alltel merger—a merger that this Commission has reviewed and agreed serves the public interest.

11. AT&T Mobility's acquisition of the Assets transferred to ADC will expand the reach of its wireless network in Gila and Pinal Counties. Moreover, its large national network, which currently serves more than 78 million customers, will now be available to more customers in Gila and Pinal Counties.

12. The Purchase will also expand AT&T Mobility's presence in the Great Plains and Rocky Mountain States, with corresponding benefits to and in-network reach for customers in Gila and Pinal Counties, as well as Arizona customers generally.

13. After the Purchase, customers will have access to diverse rate plans with better features than are currently available to them. For instance, while AT&T Mobility and Alltel both offer unlimited mobile-to-mobile in-network calling, this Purchase will enlarge the in-network calling community for Alltel customers in Gila and Pinal Counties from approximately 12.8 million to over 78 million customers. They also will benefit from the ability to roll over unused minutes. AT&T Mobility permits its customers to roll over unused minutes to the next month—a feature which was not allowed by Alltel. Customers also will be able to take advantage of several of AT&T Mobility plan offerings, including the unlimited calling rate plan, which includes roaming and a variety of prepaid options.

14. The Purchase will also permit customers to benefit from increased availability of international roaming at lower rates. AT&T Mobility has an extensive global footprint. The Purchase will allow customers in Gila and Pinal Counties to benefit from AT&T Mobility's more than 630 international roaming agreements, which provides roaming for voice services in 215 countries and for data services in 170 countries.

15. Another Purchase benefit is the extension of the wireless residential arbitration program to legacy Alltel customers. In Decision Nos. 68269 and 68865, the Commission specifically found that program to be in the public interest. The Commission may consider this Application to be AT&T's written consent to the residential arbitration program for these customers.

R14-2-806 INFORMATION

16. As discussed previously, a waiver of the Affiliated Interest Rules is appropriate in this case for several reasons. First, the Purchase fulfills conditions to a transaction the Commission has already concluded is in the public interest. Second, one of the main reasons for adoption of the Rules by the Commission was to prevent ill-advised diversification efforts by monopoly-regulated utilities into non-utility endeavors—factors which simply do not apply here. In this case, the operations, ownership and regulation by this Commission of the competitive AT&T Arizona Operating Subsidiaries are unaffected by the Purchase. The acquisition of ADC's wireless assets and operations by AT&T Mobility simply augments wireless operations already conducted in Arizona by AT&T Mobility. A waiver will also facilitate more prompt closing of the Purchase. Further, it will expedite the implementation of customer benefits arising from the transaction. Finally, a waiver will also conserve the Commission's, its Staff's and the parties' time and resources.

R14-2-803 INFORMATION

17. The following information is supplied in support of this Notice of Intent and in compliance with R14-2-803.A.1-11:

a. Names and Addresses of Proposed Officers and Directors: Attached as Exhibit B is information concerning AT&T's directors and officers. AT&T's business address is 208 South Akard Street, Dallas, Texas 75202.

b. The Business Purposes for the Reorganization: The business purposes have been described previously in this Application.

c. The Proposed Method of Financing the Holding Company and the Resultant Capital Structure: No holding company is being financed as a result of the Purchase.

d. Effect on the Capital Structure of the Arizona Utilities: The current capital structure of AT&T's Arizona Operating Subsidiaries will be unaffected by the Purchase.

e. Organization Chart: Acquisition organization charts for AT&T are attached as Exhibit C. At closing, ADC will become an indirect subsidiary of AT&T.

f. Allocation of Taxes: Federal and State income tax allocations among AT&T and its subsidiaries are consistent with the provisions of Treasury Regulation Sections 1.1552-1(a)(3)(ii) and 1.1502-33(d)(2). In general, the tax liability will be allocated to each affiliated group member on the basis of each member's contribution to consolidated taxable income. The contribution to consolidated taxable income is based on a separate return taxable income calculation adjusted for consolidating eliminations.

AT&T and its subsidiaries' income tax provision reflects the financial consequences of income, deductions and credits based on a separate return basis for each subsidiary. Deferred income taxes are also provided at each subsidiary level for

temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for tax purposes.

g. Changes in Cost of Service/Cost of Capital: The Purchase will have no impact on the cost of service of AT&T's Arizona Operating Subsidiaries.

h. Diversification Plans of Affiliates: AT&T has no current plans to diversify in Arizona beyond the businesses in which its subsidiaries are currently engaged.

i. Documents and Filings: The Purchase requires approval of no other state regulatory commission. A filing concerning the Purchase has been made with the FCC and a copy is attached as Exhibit D.

j. Investment in Affiliates: The Purchase will not affect investment in AT&T's Arizona Operating Subsidiaries.

k. Access to Capital: AT&T's Arizona Operating Subsidiaries will be able to attract capital on terms no less favorable than prior to the acquisition. Adequate capital will continue to be available for construction of any necessary new utility plant and necessary improvements at no greater cost than today.

WHEREFORE, having fully stated their Joint Application: (1) Verizon Wireless requests that the Commission approve its request to transfer the CMA 322 Assets to AT&T Mobility via ADC, which will become a subsidiary of AT&T Mobility, and (2) AT&T requests that the Commission promptly issue its Order granting a limited waiver of the Affiliated Interest Rules related to the acquisition pursuant to R14-2-806 or, in the alternative, approving the Purchase without an evidentiary hearing within the 60 days provided in A.A.C. R14-2-803.B.

RESPECTFULLY SUBMITTED this 26th day of May, 2009.

GALLAGHER & KENNEDY, P.A.

By _____
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Original and 21 copies filed this 26th day of May, 2009, with:

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Arizona Corporation Commission
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Phoenix, Arizona 85007

Copies of the foregoing delivered this 26th day of May, 2009, to:

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Phoenix, Arizona 85007

Commissioner Gary Pierce
Arizona Corporation Commission
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17840-18/2101655v3

VERIFICATION

I, Jose Menchaca, declare the following:

I am a Managing Director-Corporate Development of AT&T Management Services, L.P., a subsidiary of Applicant in this matter, and am authorized to make this verification. I have personal knowledge of the facts stated in AT&T's Notice of Intent and Verified Application for Limited Waiver and, to the best of my knowledge, information and belief, such facts are true.

I declare, under penalty of perjury, that the foregoing verification is true and correct.

Executed this 21st day of May, 2009.

AT&T Inc.

By: _____
Jose Menchaca

SUBSCRIBED AND SWORN TO before me this 21 day of May, 2009.

_____
Notary Public

My Commission Expires:
10/21/2012

CYNTHIA B HERNANDEZ
NOTARY PUBLIC
STATE OF TEXAS
EXPIRES
10-21-2012

17840-10/1598642

EXHIBIT A

BEFORE THE ARIZONA CORPORATION COMMISSION

MIKE GLEASON
Chairman
WILLIAM A. MUNDELL
Commissioner
JEFF HATCH-MILLER
Commissioner
KRISTIN K. MAYES
Commissioner
GARY PIERCE
Commissioner

Arizona Corporation Commission
DOCKETED
OCT - 8 2008
DOCKETED BY MN

IN THE MATTER OF THE APPLICATION OF CELLCO PARTNERSHIP DBA VERIZON WIRELESS FOR A FINDING OF NO JURISDICTION, OR, IN THE ALTERNATIVE, A WAIVER OF THE AFFILIATED INTERESTS RULES PURSUANT TO AAC R14-2-806, OR IN THE ALTERNATIVE, APPROVAL PURSUANT TO AAC R14-2-803	DOCKET NOS. T-20598A-08-0327 T-03887A-08-0327 DECISION NO. 70550 ORDER

Open Meeting
October 7, 2008
Phoenix, Arizona

BY THE COMMISSION:

FINDINGS OF FACT

A. Introduction

1. On June 27, 2008, Cellco Partnership d/b/a Verizon Wireless ("Cellco") filed an application with the Arizona Corporation Commission ("Commission") with respect to a transaction by which Alltel Corporation will become an indirect, wholly-owned subsidiary of Cellco ("Merger").

2. Cellco seeks a finding of no Commission jurisdiction, or, in the alternative, if the Commission finds it has jurisdiction, a waiver of the Affiliated Interest Rules pursuant to A.A.C. R14-2-806, or in the alternative, approval pursuant to A.A.C. R14-2-803.

3. Staff recommends approval of Cellco's Application for approval of its merger with Alltel, without a hearing.

B. The Parties

4. Cellco is a joint venture owned 55 percent by Verizon Communications, Inc. and 45 percent by the Vodafone Group plc. Subsidiaries of Cellco are licensed by the Federal Communications Commission ("FCC") to provide service throughout Arizona. Two operating subsidiaries of Cellco provide service to Arizona customers: Verizon Wireless ("VAW") LLC and Gila River Cellular General Partnership. Verizon Wireless LLC is a wholly-owned subsidiary of Cellco Partnership, and Gila River Cellular General Partnership is a majority-owned subsidiary of Cellco Partnership.

5. Verizon Wireless is also an affiliate of Verizon California, an ILEC serving Parker and areas nearby in La Paz County along the western Arizona border. In Arizona, Verizon Wireless serves more than 1.4 million customers with more than 2,100 employees and has invested $635 million since 2000. Verizon Wireless states that the investment has included new cell sites and capacity enhancements, which have brought improved coverage, call quality and network reliability, enabling customer to accomplish more through wireless means, and helping to enable new services such as BroadbandAccess, V-Cast and VZ Navigator(SM).

6. Alltel Corporation is incorporated under the laws of the State of Delaware and maintains its corporate headquarters in Little Rock, Arkansas. Alltel Communications, LLC, Alltel Communications of the Southwest Limited Partnership, Tucson 21 Cellular Limited Partnership, and WWC License LLC are subsidiaries of Alltel and are authorized to do business in Arizona under the Alltel or Alltel Communications brand. Alltel provides wireless voice and data communications services to over 13 million customers in 34 states. Like Verizon Wireless, Alltel provides digital wireless communications using CDMA technology.

7. Alltel currently serves over 485,000 customers in Arizona[1] and has approximately 800 employees in the State and is licensed by the Federal Communications Commission ("FCC") to provide wireless services in La Paz, Mohave, Cochise, Coconino, Yuma, Greenlee, Santa Cruz, . . .

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[1] *The transfer of* Alltel Communications, Inc.'s CC&N to Windstream Communications, Inc., an unaffiliated entity, was approved by Decision No. 68965 dated 9/21/06.

Gila, Maricopa, Pinal, Yavapai, Pima, and Graham counties, including the Phoenix and Tucson markets[2].

8. Alltel and its affiliate WWC License, LLC ("WWC") each currently has an application for designation as an Eligible Telecommunications Carrier ("ETC") pending with the Commission.

C. The Transaction

9. On June 5, 2008, Cellco, its wholly-owned subsidiary AirTouch Cellular ("AirTouch"), Abraham Merger Sub, Alltel and Atlantis Holdings LLC (the parent of Alltel) entered into an Agreement and Plan of Merger. Pursuant to the Merger Agreement, Abraham Merger Sub, a newly-formed, wholly-owned subsidiary of AirTouch, will merge with and into Alltel, with Alltel continuing as the surviving corporation. After the consummation of the Merger, Alltel will be a direct, wholly-owned subsidiary of AirTouch and an indirect wholly-owned subsidiary of Cellco[3].

10. The Merger will not change the control or ownership structure of any of the Verizon Wireless operating subsidiaries. The only change that will result from the Merger is that Alltel and its subsidiaries will become indirect subsidiaries of Cellco. The Merger should be transparent and seamless for Verizon Wireless and Alltel customers who should experience no interruption or diminution in their wireless service as a result of the Merger. Verizon Wireless will assume control of Alltel and will operate in accordance with all applicable laws, rules and regulations.

D. The Jurisdictional Issue

11. Cellco's request for a finding of no jurisdiction should be denied. Under State law, both Verizon Wireless and Alltel Communications are public service corporations. Article 15, Section 2 defines a "public service corporation" as "[a]ll corporations other than municipal engaged in furnishing gas, oil, or electricity for light, fuel, or power; or in furnishing water for irrigation, fire protection, or other public purposes; or in furnishing, for profit, hot or cold air or

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[2] A map illustrating the areas served by Verizon Wireless and Alltel Communications is located in Attachment A.
[3] An organizational chart depicting the transaction is set included in Attachment B.

steam for heating or cooling purposes; or engaged in collecting, transporting, treating, purifying and disposing of sewage through a system, for profit; ***or in transmitting messages or furnishing public telegraph or telephone service,*** and all corporations other than municipal, operating as common carriers, ..." [Emphasis added].

12. Under Federal Law, the Commission has jurisdiction over "other terms and conditions" of wireless service. Other terms and conditions includes "transfers of control."

13. Cellco also argues that neither of the merging holding companies is a public service corporation, and thus the Commission's rules do not apply. However, the Affiliated Interest Rules apply to reorganizations of public utility holding companies involving Class A public service corporations such as the Applicant.

14. The Applicant (relying upon *Arizona Corporation Commission v. Woods*, 830 P. 2d. 807 (1992)) also argues that because the Commission is preempted from regulating wireless rates and entry pursuant to 47 U.S.C. § 332(c)(3), and the Commission's authority under Article 15 of the Arizona Constitution is strictly limited to ratemaking, the Affiliated Interests Rules do not apply. But this argument misconstrues the holding in *Woods*.

15. The Arizona Supreme Court in *Woods* was critical of *Corporation Commission v. Pacific Greyhound*, 94 P. 2d. 443 (1939) and its progeny which interpreted the Commission's constitutional authority in a much more narrow fashion than had previous cases. Not only does the Commission have *exclusive* ratemaking authority under Article 15, Section 3, but it has constitutional authority over non-ratemaking issues involving public service corporations as well. While the *Woods* Court acknowledged this fact in dicta, the Court did not reach this issue because it did not have to. It found that the rules were related to ratemaking, so there was no need to address the Commission's ability to adopt the rules under its non-ratemaking authority.

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16. Moreover, both Alltel and its affiliate WWC have applications for ETC status pending before the Commission for approval.[4] Designation by the Commission of WWC and Alltel as an ETC will enable WWC and Alltel to obtain federal universal service fund support. The FCC's *ETC Minimum Requirements Report and Order* states that the FCC's permissive guidelines for state ETC designation proceedings are designed to ensure designation of carriers that are financially viable, likely to remain in the market, willing and able to provide the supported services throughout the designated service area, and able to provide consumers an evolving level of universal service.[5] Ensuring financial viability is one of the principal purposes of the Affiliated Interest Rules. Even absent the ETC designations issue, ensuing financial viability is a concern of the Commission in any transfer of control between public service corporations.

17. Moreover, the Commission's review of any transfer of control application does not begin and end with a strict application of the Commission's Affiliated Interest rules. The Commission possesses authority pursuant to the Arizona Constitution to ensure that the transaction is in the public interest. Thus the Application is subject to review under the Commission's Constitutional powers as well.[6]

E. <u>Staff's Analysis</u>

18. The Applicants provided all of the information required by A.A.C. R14-2-803 (A).

19. Staff's analysis does not reveal any concerns with the Parties' application. The Parties represent that the following benefits will result from the merger:

a. The two Companies have complementary service footprints, with Alltel strong in the center of the country where Verizon Wireless lacks facilities. The two Companies have network technologies that are fully compatible, allowing for rapid integration, with almost immediate resulting benefits for consumers.

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[4] *See, In the Matter of the Application of WWC License LLC (WWC-ALLTEL Corporation) for Designation as an Eligible Telecommunications Carrier and Redefinition of Rural Telephone Company Service Area, Docket No. T-04248A-04-0239; and In the Matter of the Application of AllTel Communications, Inc. for Designation as an Eligible Telecommunications Carrier Pursuant to Section 214(E)(2) of the Communications Act of 1934,* Docket No. T-04248A-07-0295.

[5] *See, Federal State Joint Board on Universal Service, CC Docket No. 96-45, Report and Order,* FCC 05-46 (rel. March 17, 2005)("*ETC Minimum Requirements Report and Order*"). *See also*, Recommended Opinion and Order in Docket No. T-04248A-04-0239.

[6] *See In the Matter of the Joint Notice of Intent by Verizon Communications, Inc. and MCI INC., on Behalf of its Regulated Subsidiaries*, Docket No. T-01846B-05-0279 et al., Opinion and Order, Decision No. 68348 (December 09, 2005)

b. The Companies customers will enjoy seamless wireless coverage throughout the combined footprint. Verizon Wireless' resulting network will have substantial population coverage in every state with the exception of Alaska, where neither entity is currently licensed to operate.

c. The transaction will allow customers of the combined entity to access millions more people "in-network" than either company offers subscribers today. Alltel's customers will also benefit from Verizon Wireless' greater assortment of available voice handsets and smart phones.

d. For rural America, the transaction will facilitate the expansion of wireless broadband service to the rural areas that comprise a large portion of Alltel's footprint.

e. For Alltel's existing customers, the transaction will provide to a broader range of content, applications, devices, and service plans.

f. For Verizon Wireless' existing customers, the transaction promises expanded, seamless network coverage with greater deployment of broadband in territories which are often adjacent to major metropolitan areas currently served by Verizon Wireless.

20. Cellco has stated that it does not foresee any Arizona workforce layoffs resulting from the Merger.

21. As discussed above, no interruption or decrease in the wireless services provided to Alltel customers is anticipated as a result of the Merger.

22. The Merger should have no impact on the rates, terms and conditions of the Arizona's regulated subsidiaries or on their ability to provide service[7]; however, the Merger may result in an entity that is more competitive with Arizona's Incumbent Local Exchange and Competitive Local Exchange Companies ("ILECs" and "CLECs") than the individual entities of Verizon Wireless and Alltel.

23. Staff has no reason to believe both entities are not financially viable and the combined entities will not continue to be financially viable after the merger. The proposed Merger

[7] In an August 19, 2008 filing to the FCC, the Applicants committed to "keep the rates set forth in ALLTEL's existing agreements with each regional, small and/or rural carrier for the full term of the agreement or for two years from the closing date, which ever occurs later."

should not impair the financial status of Cellco or limit Cellco's ability to attract capital at fair and reasonable terms and to provide safe, reasonable, and adequate service.

24. Cellco provided Staff with a draft of the proposed customer notice.

25. On August 6, 2007, Cellco published its legal notice the Arizona Republic. Notices were also published between August 12, 2008 and August 14, 2008 in county publications.

26. The Commission Consumer Services Section reported that from January 1, 2005 to current there have been no complaints, inquiries, or opinions filed for Cellco Partnership. For the same period, all complaints and inquiries for Verizon Wireless and Alltel have been resolved and closed.

27. Nationally, the most recent J. D. Powers survey[8] reported that Verizon Wireless has replaced T-Mobile as the No. 1 ranked provider in customer service. Alltel was reported to be a close third, behind T-Mobile.

28. On August 18, 2008, the Corporations Division reported that Alltel Communications, Inc. is in Good Standing. Additionally, the Corporations Division reported that partnerships are registered with the Arizona Secretary of State therefore they do not have a record on file for Cellco Partnership.

29. The FCC is also reviewing the proposed merger in Docket No. WT 08-95. As of August 12, 2008, sixty-three filings were submitted to the FCC. The FCC filings consisted of those urging denial, such as Leap Wireless a competitor in Arizona, conditional approval, such as the Rural Cellular Association, and approval, such as the Nebraska Chamber of Commerce & Industry.

30. A representative petition to deny is the comments of the Organization for the Promotion and Advancement of Small Telecommunications Companies ("OPASTCO") and the Rural Independent Competitive Alliance ("RICA").[9] OPASTCO urged denial of the merger because they claim the loss of ALLTEL Wireless as a roaming partner for rural wireless carriers

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[8] *See* Attachment C.

[9] OPASTCO is a national trade association representing over 600 small incumbent local exchange carriers ("ILECs") serving rural areas of the United States. Its members, which include both commercial companies and cooperatives, together serve more than 5.5 million customers.

and the increased market power that the post-merger Verizon Wireless will possess could result in rural wireless carriers paying unjust and unreasonable roaming rates that far exceed the costs incurred by Verizon Wireless in providing the service. They state that the higher roaming rates would need to be passed onto rural subscribers. *OPASTCO* Comments at 3. Staff believes that roaming is an issue where uniform treatment is needed nationwide and thus the FCC should address this issue in the context of this merger. OPASTCO also expressed a concern regarding Verizon Wireless' exclusive agreements with handset manufacturers. *Id.* at 3. This is more of a national issue which would require FCC oversight. At this time, the FCC has not provided any specifics regarding its views on the issues raised by OPASTCO. Staff expects that the FCC will consider these issues among the most serious related to the merger of Verizon Wireless and Alltel.

31. Staff reviewed the Application and supplemental filings, and considered all responses to Staff's data requests. Staff did not identify any facts in dispute or concerns

F. Staff's Recommendations

32. Staff recommends that the Commission find that Cellco's Application for approval of its merger with Alltel is in the public interest and should be approved

CONCLUSIONS OF LAW

1. Verizon Wireless and Alltel Communications are public service corporations within the meaning of Article XV of the Arizona Constitution.

2. The Commission has jurisdiction over Cellco Partners d/b/a Verizon Wireless and Alltel Corporation and of the subject matter in this filing.

3. The Commission, having reviewed the filing and Staff's Memorandum dated September 26, 2008, concludes that it is in the public interest to grant this Application.

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ORDER

IT IS THEREFORE ORDERED that Cellco Partners d/b/a Verizon Wireless' request for approval of its merger with Alltel Corporation is in the public interest and is hereby granted.

IT IS FURTHER ORDERED that this Decision shall be become effective immediately.

BY THE ORDER OF THE ARIZONA CORPORATION COMMISSION

CHAIRMAN COMMISSIONER

COMMISSIONER COMMISSIONER COMMISSIONER

IN WITNESS WHEREOF, I, BRIAN C. McNEIL, Executive Director of the Arizona Corporation Commission, have hereunto, set my hand and caused the official seal of this Commission to be affixed at the Capitol, in the City of Phoenix, this 8th day of October, 2008.

BRIAN C. McNEIL
EXECUTIVE DIRECTOR

DISSENT: _____

DISSENT: _____

EGJ:AFF:lhm\MAS

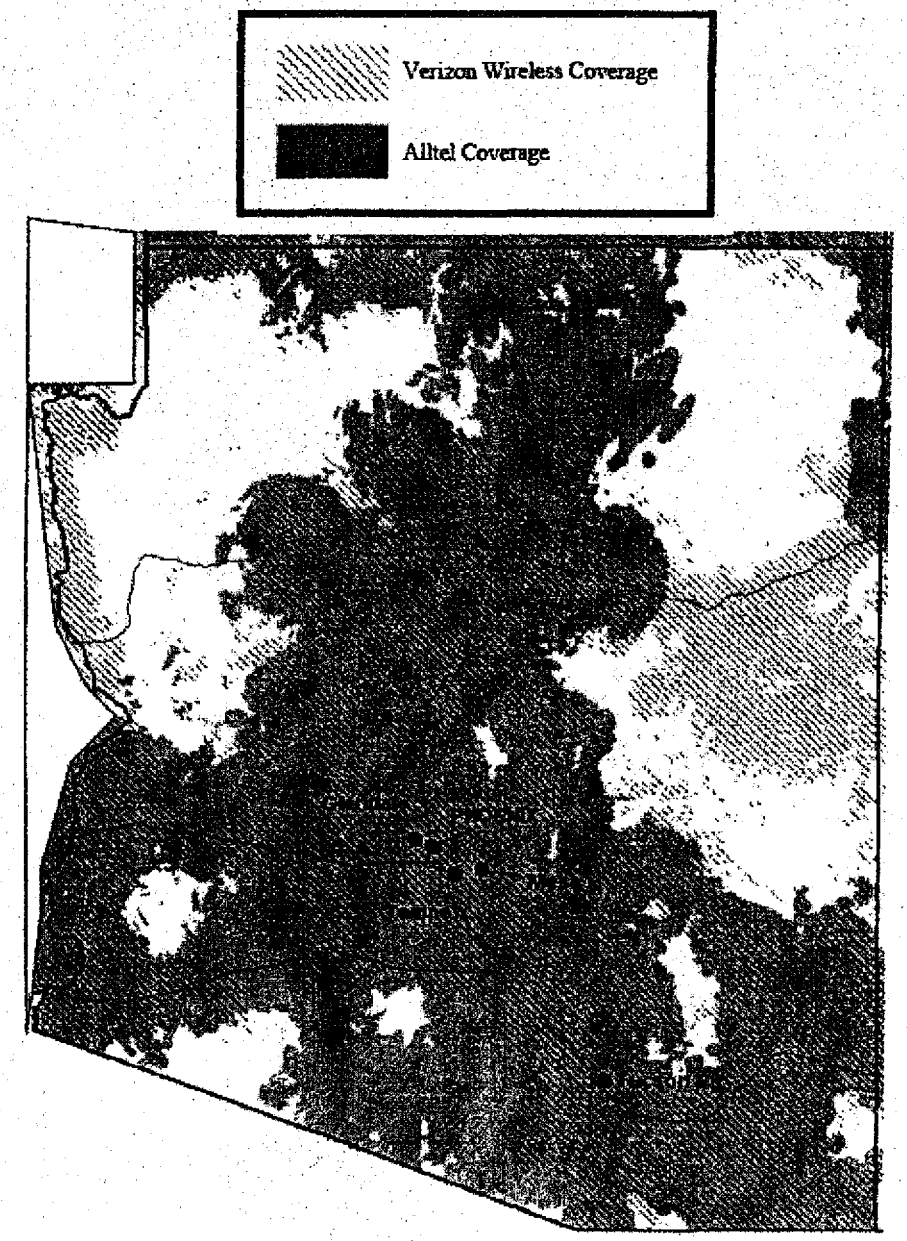
SERVICE LIST FOR CELLCO PARTNERSHIP D/B/A VERIZON WIRELESS, ALLTEL CORPORATION
DOCKET NOS. T-20598A-08-0327, T-03887A-08-0327

Mr. Thomas H. Campbell
Mr. Michael T. Hallam
40 North Central Avenue
Phoenix, Arizona 85004
Attorneys for Verizon Wireless

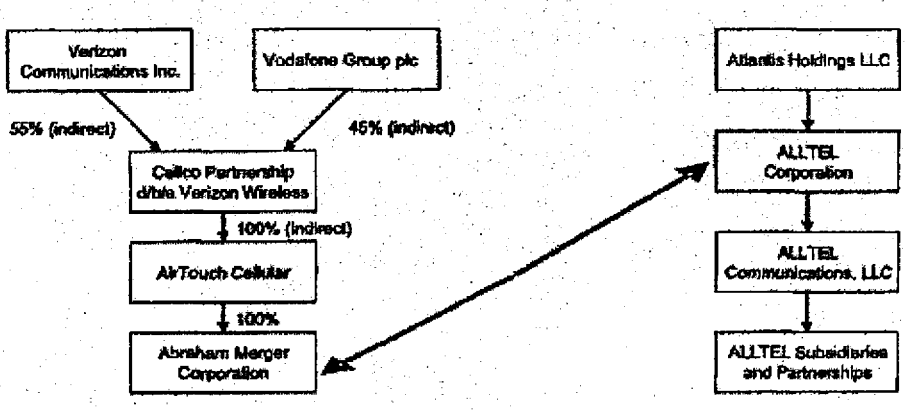
Mr. Ernest G. Johnson
Director, Utilities Division
Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

Ms. Janice M. Alward
Chief Counsel, Legal Division
Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

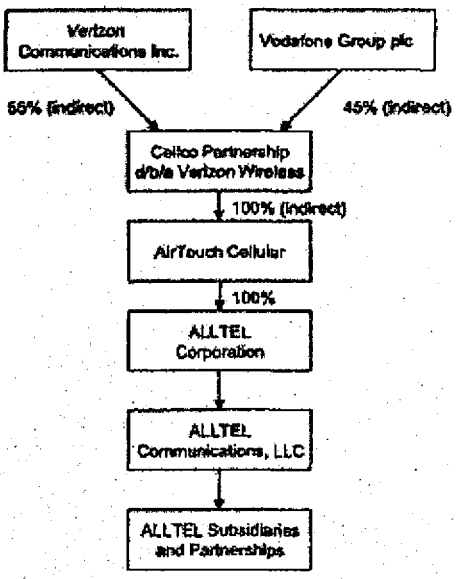
ATTACHMENT A



ATTACHMENT B



After consummation of the proposed transaction, ALLTEL will be a direct, wholly-owned subsidiary of AirTouch and an indirect wholly-owned subsidiary of Verizon Wireless:



ATTACHMENT C

August 14, 2008 2:44 PM PDT

Verizon Wireless ranks No. 1 in customer service

Posted by Marguerite Reardon Post a comment

Verizon Wireless has unseated T-Mobile USA as the U.S. mobile operator with the best customer service, according to a J.D. Power and Associates study released Thursday.

For about five years running, T-Mobile, the smallest of the four big nationwide carriers, has topped the J.D. Power survey for its good customer service and overall customer satisfaction. But it looks like Verizon Wireless has won the top honor in the customer service arena.

Verizon has always gotten high marks for its reliable network. But now it looks like customers are happy with its customer support, too.

The survey tracked operators' ability to provide an actual solution to a given problem on the phone, in person, or online. It also scored the companies based on the amount of time that customers were kept on hold. J.D. Power singled Verizon out for being particularly good at resolving problems the first time a call was made without customers having to call the support number multiple times.

Alltel, a regional carrier that Verizon is currently in the process of acquiring, came in second. T-Mobile was a close third place. And AT&T, the largest mobile operator, ranked fourth.

Overall calls to customer support were up slightly from a year ago, the study said. About 49 percent of wireless customers said they had contacted customer care within the past year, whereas 47 percent said they had contacted customer support the previous year. Among those who contacted service departments, about 34 percent did so due to service or equipment issues.

With more than 80 percent of Americans owning a cell phone in the U.S., it's clear that customer satisfaction and support matters. Verizon Wireless' parent, Verizon Communications, has been focusing much more on customer support in the past year. It looks like the attention to customer support could be winning Verizon more fans. This might also help explain why Verizon Wireless has the lowest churn (or customer turnover) rate in the industry, with only 1.1 percent. This is compared to Sprint Nextel, which has a churn rate of about 2 percent.

TOPICS: Corporate & legal
TAGS: J.D. Power and Associates, Verizon Wireless, T-Mobile
BOOKMARK: Digg Del.icio.us Reddit Yahoo! Buzz

Source: http://news.cnet.com/8301-1035_3-10017451-94.html?hhTest=1

EXHIBIT B

EXHIBIT B

AT&T INC. DIRECTORS AND OFFICERS

Directors	Title
Randall L. Stephenson	Chairman of the Board
William F. Aldinger III	Director
Gilbert F. Amelio	Director
Reuben V. Anderson	Director
James H. Blanchard	Director
August A. Busch III	Director
James P. Kelly	Director
Jon C. Madonna	Director
Lynn M. Martin	Director
John B. McCoy	Director
Mary S. Metz	Director
Jaime Chico Pardo	Director
Joyce M. Roche	Director
Laura D'Andrea Tyson	Director
Patricia P. Upton	Director

Officers	Title
Randall L. Stephenson	Chief Executive Officer and President
William A. Blase Jr.	Senior Executive Vice President - Human Resources
James W. Callaway	Senior Executive Vice President - Executive Operations

Catherine M. Coughlin	Senior Executive Vice President and Global Marketing Officer
Richard G. Lindner	Senior Executive Vice President and Chief Financial Officer
Forrest E. Miller	Group President - Corporate Strategy and Development
John T. Stankey	President - Operations
Wayne Watts	Senior Executive Vice President and General Counsel
Rayford Wilkins, Jr.	Chief Executive Officer - AT&T Diversified Businesses
Brooks McCorcle	Senior Vice President - Investor Relations
Jonathan P. Klug	Senior Vice President and Treasurer
Ann E. Meuleman	Senior Vice President and Secretary
Rick L. Moore	Senior Vice President - Corporate Development
John J. Stephens	Senior Vice President and Controller
Carol Tacker	Senior Vice President and Chief Compliance Officer
Michael J. Viola	Senior Vice President - Finance
Paul W. Stephens	Vice President - Reporting
Charles P. Allen	Assistant Treasurer
Wayne A. Wirtz	Assistant Secretary

Business address for all Directors and Officers is: 208 S. Akard St., Dallas, TX 75202

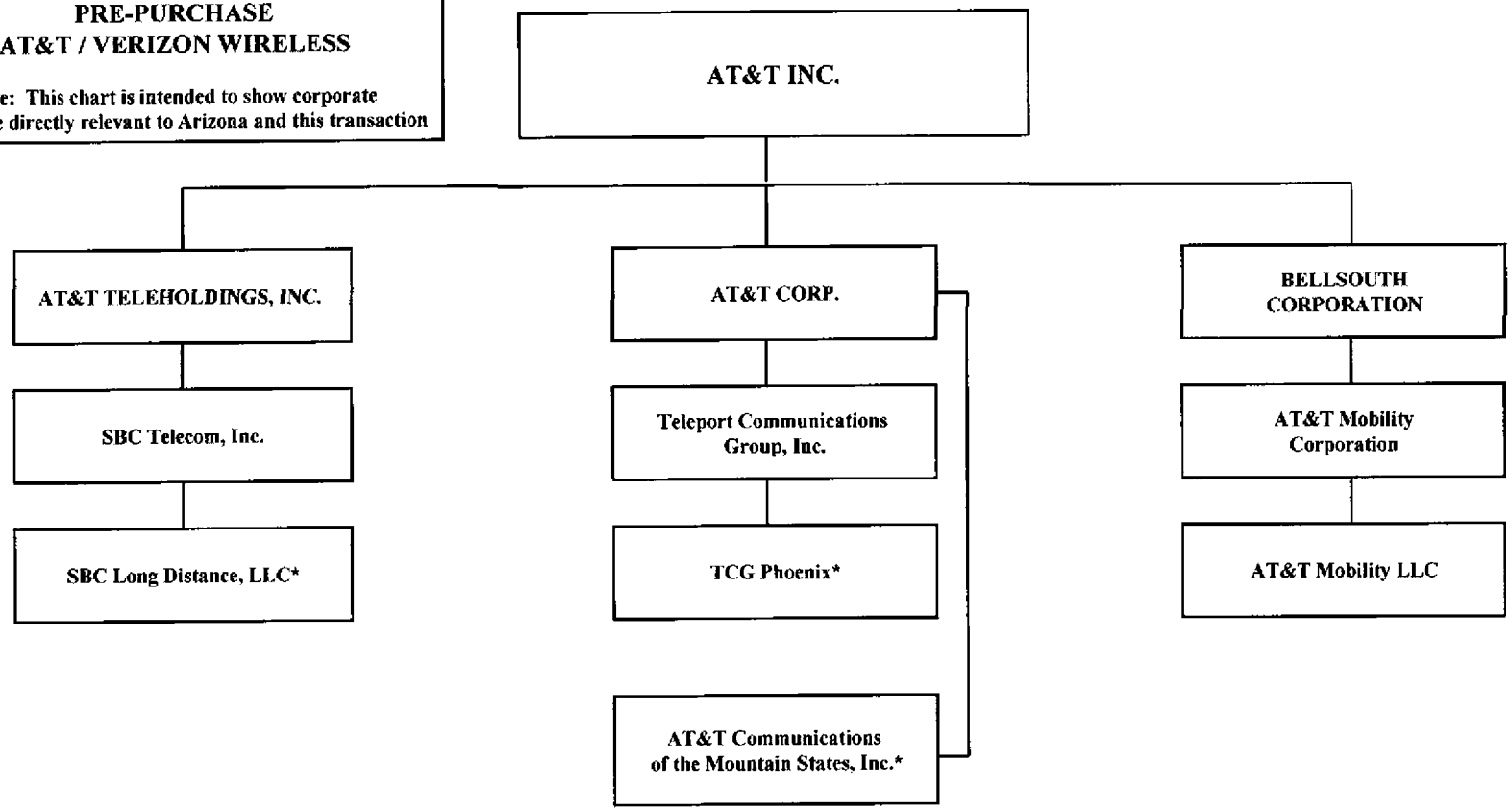
EXHIBIT C

EXHIBIT C

AT&T INC.

PRE-PURCHASE
AT&T / VERIZON WIRELESS

Note: This chart is intended to show corporate structure directly relevant to Arizona and this transaction



* These entities hold certificates in Arizona.

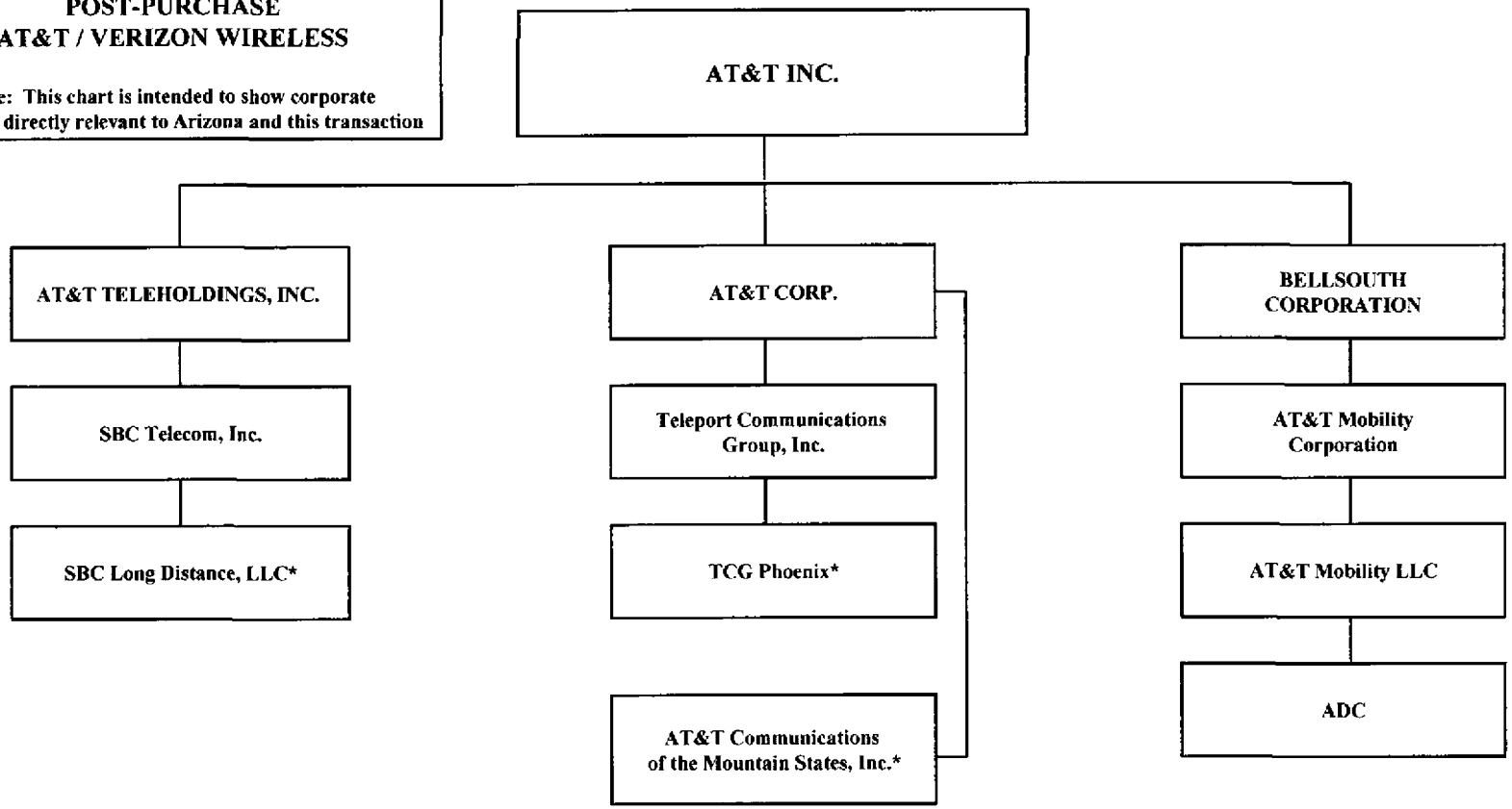
435646

EXHIBIT C

AT&T INC.

POST-PURCHASE
AT&T / VERIZON WIRELESS

Note: This chart is intended to show corporate structure directly relevant to Arizona and this transaction



* These entities hold certificates in Arizona.

435646

EXHIBIT D

Reference Copy Only. Do Not Mail to the FCC as an Application.

Submitted: 05/22/2009 at 19:34:49
File Number: 0003840313

FCC 603 Main Form

FCC Application for Assignments of Authorization and Transfers of Control: Wireless Telecommunications Bureau Public Safety and Homeland Security Bureau

Approved by OMB 3060 - 0800
See instructions for public burden estimate

General Information

1) Application Purpose (Select only one) (AA) **AA** - Assignment of Authorization **AM** - Amendment **NT** - Required Notification (For Consummation of an Assignment or Transfer) **TC** - Transfer of Control **WD** - Withdrawal **EX** - Request for Extension of Time (To Consummate an Assignment or Transfer)	
2) If this application is for an Amendment (AM) or Withdrawal (WD), enter the File Number of the pending or consented to application currently on file with the FCC.	File Number:
3a) Is this application for Assignment of Authorization or Transfer of Control part of a series of applications involving other wireless license(s) held by the licensee, affiliates of the licensee (*e.g.*, parents, subsidiaries, or commonly-controlled entities), or third parties that are not included on this application and for which Commission approval or notification is required?	(Y) Yes No
3b) If the answer to 3a is 'Y', provide the File Number of the lead application.	File Number: 0003840313
3c) Does this application for Assignment of Authorization or Transfer of Control involve the assignment or transfer of non-wireless licenses/authorizations for which Commission approval or notification is required?	(Y) Yes No
4) Are attachments being filed with this application?	(Y) Yes No

Fees and Waivers

5a) Is the applicant exempt from FCC application fees? If 'Y', attach an exhibit justifying how the applicant is exempt from FCC application fees.	(N) Yes No
5b) Is a waiver/deferral of the FCC application fees being requested and the application fees are not being submitted in conjunction with this application? If 'Y', attach a date-stamped copy of the request for waiver/deferral of the FCC application fees.	(N) Yes No
6a) Does this application include a request for waiver of the Commission's rules (other than a request for application fee waivers)? If 'Y', *attach an exhibit specifying* the rule section(s) for which a waiver is being requested and including a justification for the waiver request.	(N) Yes No
6b) If 6a is 'Y', enter the number of rule sections involved.	Number of Rule Sections: _____

Additional Transaction Information

7) Has this application for Assignment of Authorization or Transfer of Control already occurred?	(N) Yes No
8a) The Assignment of Authorization or Transfer of Control is:	(X) Voluntary ( ) Involuntary
8b) If 8a is 'Involuntary', provide the date that the event occurred:	(MM/DD/YYYY) / /
9a) Is this application a *pro forma* Assignment of Authorization or Transfer of Control?	(N) Yes No
9b) If 9a is 'Y', is this a post notification that is being filed under the Commission's forbearance procedures pursuant to Section 1.948(c)(1) of the Commission's Rules?	( ) Yes No
9c) If 9b is 'Y', provide the consummation date of the Assignment of Authorization or Transfer of Control.	(MM/DD/YYYY) / /
10a) Does this application involve the partitioning and/or disaggregation of geographic-area licenses? If 'Y', complete Schedule B and, if applicable, Schedule C.	(N) Yes No
10b) If 10a is 'N', does this application involve the partial assignment of site-based licenses?	(N) Yes No

11) How will/has the Assignment of Authorization or Transfer of Control be/been accomplished? Select One: (T)
Sale or other assignment of assets Court order Reorganization or liquidation
Transfer of stock or other ownership interests
Other (voting trust agreement, management contract, etc.): _____

Designated Entity Information (If 12a, 12b or 12c is 'Y', Schedule A is required to be completed.)

12a) Does this application for Assignment of Authorization or Transfer of Control involve any licenses that were originally awarded with bidding credits within the last five years?	( ) Yes No
12b) Does this application for Assignment of Authorization or Transfer of Control involve any licenses that were originally subject to the Commission's installment payment plan?	( ) Yes No
12c) Does this application for Assignment of Authorization or Transfer of Control involve any licenses that were originally granted pursuant to closed bidding within the last five years?	( ) Yes No

Competition-Related Information

13) Does this application for Assignment of Authorization or Transfer of Control involve a license(s) that may be used for interconnected mobile voice and/or data services that would, if assigned or transferred, create a geographic overlap with another license(s) in which the Assignee/Transferee already holds direct or indirect interests (of 10 percent or more), either as a licensee or spectrum lessee/sublessee, and that also could be used to provide interconnected mobile voice and/or data services?	(N) Yes No
14a) Does the Assignee/Transferee hold direct or indirect interests (of 10 percent or more) in any entity that already has access to 10 MHz or more spectrum in the Cellular Radiotelephone, broadband PCS, or Specialized Mobile Radio (SMR) services through license(s), lease(s), or sublease(s) in the same geographic area?	(N) Yes No
14b) Would/does this application for Assignment of Authorization or Transfer of Control reduce the number of entities providing service (using spectrum in any of the three services listed in item 14a) in the affected market(s)?	(Y) Yes No

Broadband Radio Service and Educational Broadband Service Information

15a) Will the requested facilities be used to provide multichannel video programming?	( ) Yes No
15b) If 15a is 'Y', does the Assignee/Transferee operate, control or have attributable interest (as defined in Section 27.1202 of the Commission's Rules) in a cable television system whose franchise area is located within the geographic area of the requested facilities? If 'Y', provide an exhibit explaining how the Assignee/Transferee complies with Section 27.1202 of the Commission's Rules or justifying a waiver of that rule. If a waiver of the Commission's Rule(s) is being requested, 6a must be answered 'Y'.	( ) Yes No
16) Does the Assignee/Transferee comply with the programming requirements contained in Section 27.1203 of the Commission's Rules? If 'N', provide an exhibit explaining how the Assignee/Transferee complies with Section 27.1203 of the Commission's Rules or justifying a waiver of that rule. If a waiver of the Commission's Rule(s) is being requested, 6a must be answered 'Y'.	( ) Yes No

Assignor/Licensee Information

17) Assignor/Licensee is a(n): (Select One)

☐ Individual ☐ Unincorporated Association ☐ Trust ☐ Government Entity ☐ Corporation ☒ Limited Liability Company

☐ General Partnership ☐ Limited Partnership ☐ Limited Liability Partnership ☐ Consortium

☐ Other: _____

18) FCC Registration Number (FRN): 0017176645

19) First Name (if individual):	MI:	Last Name:	Suffix:

20) Legal Entity Name (if not an individual): ALLTEL Communications, LLC

21) Attention To: Michael Samsock

22) *P.O. Box:*	And /Or	23) Street Address: 1300 Eye Street, NW -- Suite 400 West

24) City: Washington	25) State: DC	26) Zip Code: 20005

27) Telephone Number: (202)589-3768	28) Fax Number: (202)589-3750

29) E-Mail Address: michael.samsock@verizonwireless.com

30) **Demographics of Assignor/Licensee (Optional):**

Race:	Ethnicity:	Gender:
☐ American Indian or Alaska Native	☐ Hispanic or Latino	☐ Male
☐ Asian	☐ Not Hispanic or Latino	☐ Female
☐ Black or African-American		
☐ Native Hawaiian or Other Pacific Islander		
☐ White		

Assignor/Licensee Contact Representative

31) *First Name:* Nancy	MI: J	Last Name: Victory	Suffix:

32) Company Name: Wiley Rein LLP

33) Attention To:

34) P.O. Box:	And /Or	35) Street Address: 1776 K Street, NW

36) City: Washington	37) State: DC	38) Zip Code: 20006

39) Telephone Number: (202)719-7344	40) Fax Number: (202)719-7207

41) E-Mail Address: nvictory@wileyrein.com

Transferor Information (for Transfers of Control only)

42) Transferor is a(n): (Select One)

☐ Individual ☐ Unincorporated Association ☐ Trust ☐ Government Entity ☐ Corporation ☐ Limited Liability Company

☐ General Partnership ☐ Limited Partnership ☐ Limited Liability Partnership ☐ Consortium

☐ Other: _____

43) FCC Registration Number (FRN):			
44) First Name (if individual):	MI:	Last Name:	Suffix:
45) Legal Entity Name (if not an individual):			
46) Attention To:			
47) P.O. Box:	And /Or	48) Street Address:	
49) City:	50) State:	51) Zip Code:	
52) Telephone Number:	53) Fax Number:		
54) E-Mail Address:			

55) **Demographics of Transferor (Optional):**

Race:	Ethnicity:	Gender:
☐ American Indian or Alaska Native	☐ Hispanic or Latino	☐ Male
☐ Asian	☐ Not Hispanic or Latino	☐ Female
☐ Black or African-American		
☐ Native Hawaiian or Other Pacific Islander		
☐ White		

Transferor Contact Representative

56) First Name:	MI:	Last Name:	Suffix:
57) Company Name:			
58) Attention To:			
59) P.O. Box:	And /Or	60) Street Address:	
61) City:	62) State:	63) Zip Code:	
64) Telephone Number:	65) Fax Number:		
66) E-Mail Address:			

Assignee/Transferee Information

67) Assignee/Transferee is a(n): (Select One)

☐ Individual ☐ Unincorporated Association ☐ Trust ☐ Government Entity ☐ Corporation ☒ Limited Liability Company

☐ General Partnership ☐ Limited Partnership ☐ Limited Liability Partnership ☐ Consortium

☐ Other: _____

68) FCC Registration Number (FRN): 0018787986

69) First Name (if individual):	MI:	Last Name:	Suffix:

70) Legal Entity Name (if not an individual): Abraham Divestiture Company LLC

71) Attention To: Michael P. Goggin

72) Real Party in Interest FCC Registration Number (FRN): 0005193701

73) Name of Real Party in Interest: AT&T Inc.

74) P.O. Box:	And /Or	75) Street Address: 1120 Twentieth Street, N.W., Suite 1000

76) City: Washington	77) State: DC	78) Zip Code: 20036

79) Telephone Number: (202)457-2055	80) Fax Number: (202)457-3073

81) E-Mail Address: mg7268@att.com

82) **Demographics of Assignee/Transferee (Optional):**

Race:	Ethnicity:	Gender:
☐ American Indian or Alaska Native	☐ Hispanic or Latino	☐ Male
☐ Asian	☐ Not Hispanic or Latino	☐ Female
☐ Black or African-American		
☐ Native Hawaiian or Other Pacific Islander		
☐ White		

Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

83) First Name: Michael	MI: P	Last Name: Goggin	Suffix:

84) Company Name: AT&T Mobility LLC

85) Attention To:

86) P.O. Box:	And /Or	87) Street Address: 1120 Twentieth Street, N.W., Suite 1000

88) City: Washington	89) State: DC	90) Zip Code: 20036

91) Telephone Number: (202)457-2055	92) Fax Number: (202)457-3073

93) E-Mail Address: mg7268@att.com

Ownership Disclosure Information

94a) Is the Assignee/Transferee required to file FCC Form 602, Ownership Disclosure Information for the Wireless Telecommunications Services?	(Y) Yes No
94b) If 94a is 'Y', provide the File Number of the FCC Form 602 that is required to be submitted in conjunction with this application or already on file with the FCC.	File Number: 0003847176

Alien Ownership Information

95) Is the Assignee/Transferee a foreign government or the representative of any foreign government?	(N) Yes No
96) Is the Assignee/Transferee an alien or the representative of an alien?	(N) Yes No
97) Is the Assignee/Transferee a corporation organized under the laws of any foreign government?	(N) Yes No
98) Is the Assignee/Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	(N) Yes No
99a) Is the Assignee/Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?	(N) Yes No
99b) If 99a is 'Y', has the Assignee/Transferee received a ruling(s) under Section 310(b)(4) of the Communications Act with respect to the same radio service(s) and geographic coverage area(s) involved in this application? If 99b is 'N', attach a date-stamped copy of a request for a foreign ownership ruling pursuant to Section 310(b)(4) of the Communications Act.	( ) Yes No

Basic Qualification Information

100) Has the Assignee/Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission?	(N) Yes No
101) Has the Assignee/Transferee or any party to this application, or any party directly or indirectly controlling the Assignee/Transferee ever been convicted of a felony by any state or federal court?	(N) Yes No
102) Has any court finally adjudged the Assignee/Transferee, or any party directly or indirectly controlling the Assignee/Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition?	(N) Yes No

Assignor/Transferor Certification Statements

1) The Assignor/Transferor certifies either that (1) the authorization will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers. *See* Section 1.948(c) (1) of the Commission's Rules.

2) The Assignor/Transferor certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

3) The Assignor/Transferor certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.

Typed or Printed Name of Party Authorized to Sign

103) First Name:	MI:	Last Name:	Suffix:
Michael		Samsock	

104) Title: Authorized Representative

Signature:	105) Date:
Michael Samsock	05/22/2009

FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

Assignee/Transferee Certification Statements

1)	The Assignee/Transferee certifies either that (1) the authorization(s) will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given, or (2) prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers. *See* Section 1.948(c)(1) of the Commission's Rules.
2)	The Assignee/Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
3)	The Assignee/Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership or attribution rules.* *If the Assignee/Transferee has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
4)	The Assignee/Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor/Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or *any right accrued by, or any suit or proceeding* had or commenced against the Assignor/Transferor prior to this assignment/transfer.
5)	The Assignee/Transferee certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
6)	The Assignee/Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance. *See* Section 1.2002(b) of the Commission's Rules for the definition of "party to the application" as used in this certification.
7)	The Assignee/Transferee certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.

Typed or Printed Name of Party Authorized to Sign

106) First Name:	MI:	Last Name:	Suffix:
Michael	P	Goggin	
107) Title: Assistant Secretary of Manager			
Signature: Michael P Goggin			108) Date: 05/22/2009

FAILURE TO SIGN THIS APPLICATION MAY RESULT IN DISMISSAL OF THE APPLICATION AND FORFEITURE OF ANY FEES PAID.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

Authorizations To Be Assigned or Transferred

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
KNKA543	CL - Cellular						Y
KNKN245	CL - Cellular						Y
KNKN725	CL - Cellular						Y
KNKN758	CL - Cellular						Y
WLN684	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN685	CF - Common Carrier Fixed Point to Point Microwave						Y
WLN686	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV298	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV349	CF - Common Carrier Fixed Point to Point Microwave						Y
WLV353	CF - Common Carrier Fixed Point to Point Microwave						Y
WMG769	CF - Common Carrier Fixed Point to Point Microwave						Y
WMG770	CF - Common Carrier Fixed Point to Point Microwave						Y
WMM928	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN469	CF - Common Carrier Fixed Point to Point Microwave						Y
WMN889	CF - Common Carrier Fixed Point to Point Microwave						Y
WMQ361	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOQ665	CF - Common Carrier Fixed Point to Point Microwave						Y
WPOQ666	CF - Common Carrier Fixed Point to Point Microwave						Y

108) Call Sign	109) Radio Service Code	110) Location Number	111) Path Number (Microwave only)	112) Frequency Number	113) Lower or Center Frequency (MHz)	114) Upper Frequency (MHz)	115) Constructed Yes / No
WPTM864	CF - Common Carrier Fixed Point to Point Microwave						Y
WPTN212	CF - Common Carrier Fixed Point to Point Microwave						Y
WPTN584	CF - Common Carrier Fixed Point to Point Microwave						Y
WPTQ860	CF - Common Carrier Fixed Point to Point Microwave						Y
WPVA651	CF - Common Carrier Fixed Point to Point Microwave						Y
WPVV651	CF - Common Carrier Fixed Point to Point Microwave						Y
WPXJ507	CF - Common Carrier Fixed Point to Point Microwave						Y
WPYK282	CF - Common Carrier Fixed Point to Point Microwave						Y
WQFV209	CF - Common Carrier Fixed Point to Point Microwave						Y

Attachment(s):

Type	Description	Date Entered
O	Ex. 4 - Limitation on Signature Authority	05/22/2009
O	Ex. 3 - Qualification of Exchange Accomodation Title Holder	05/22/2009
O	Ex. 2 Appendix C - Wireless Systems Map	05/22/2009
O	Appendix B - Competitors Chart	05/22/2009
O	Appendix A - Spectrum Aggregation Chart	05/22/2009
O	Ex. 1 - Public Interest Statement	05/22/2009

FCC Form 603
Exhibit 1

Description of Transaction, Public Interest Showing and Related Demonstrations

Filed with the Federal Communications Commission
May 22, 2009

FCC Form 603
Exhibit 1

INTRODUCTION AND EXECUTIVE SUMMARY

AT&T is seeking the Commission's approval to purchase wireless systems serving 1.5 million customers in 18 states from Verizon Wireless, which is selling the systems to meet divestiture obligations from its merger with ALLTEL. As a result of this transaction, AT&T will for the first time provide wireless service -- including 3G UMTS broadband services -- to consumers in 49 cellular market areas ("CMAs") across large parts of Montana, North Dakota, South Dakota, Wyoming, Kansas, and surrounding states. AT&T also will expand its currently small presence in 30 other CMAs.

There is no question that this transaction will bring the kinds of consumer and public interest benefits that the Commission has recognized in the past -- and that it will do so primarily in rural areas. The transaction will also enhance competition in the market for mobile telephony/broadband services, and will not harm competition in any market.

The rural communities affected by this transaction will benefit from having AT&T as a more vibrant competitor. In particular, as customers are migrated to GSM, AT&T will be able to offer them access to its 3G broadband network and an industry-leading Wi-Fi network with nearly 20,000 hotspots in the United States and more than 80,000 worldwide. Moreover, these customers will enjoy a host of improved services and features, such as rollover minutes; free mobile-to-mobile calling to 78 million lines; a wide choice of pricing plans; reduced roaming charges due to AT&T's vast calling area; a broad array of handsets; and the best wireless coverage worldwide, including international roaming voice services in more than 215 countries, data services in more than 170 countries, and 3G services in more than 80 countries. In addition, rural customers should benefit greatly due to AT&T's significant disaster response capabilities.

The benefits of the transaction will not be limited to the customers of the divested systems. Rather, all AT&T customers will be able to enjoy an improved calling experience from the enhanced network coverage that will result from this transaction. The increased amount of "on-net" coverage also will reduce the marginal cost of providing service, and the Commission has repeatedly recognized that such cost reductions will benefit consumers.

This highly complementary transaction raises no competitive issues. AT&T will be a new entrant in most of those CMAs, and has only a small presence in the others. Competition thus will be enhanced, with AT&T and Verizon Wireless competing head-to-head in each CMA -- as well as against other competitors. There are also no spectrum aggregation concerns, since the Commission's initial spectrum screen is not even reached in 78 of the 79 CMAs, and numerous competitors and potential competitors hold spectrum in the remaining CMA.

In view of the clear public interest benefits, as well as the absence of competitive harm, these applications should be approved quickly and without conditions.

FCC Form 603
Exhibit 1

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Appendix A: Spectrum Aggregation Chart
Appendix B: Competitors Chart
Appendix C: Map

FCC Form 603
Exhibit 1

DESCRIPTION OF TRANSACTION, PUBLIC INTEREST SHOWING AND RELATED DEMONSTRATIONS

I. OVERVIEW

These Applications[1] seek the Commission's approval of the assignment or transfer from Cellco Partnership d/b/a Verizon Wireless ("Verizon Wireless") to AT&T Inc. ("AT&T") of certain cellular, PCS, AWS, and microwave licenses located mostly in rural areas in parts of 18 states, together with derivative international Section 214 authority.[2] This transaction implements most of the divestitures required by the Commission and the Department of Justice ("DOJ") as a condition to approval of Verizon Wireless's acquisition of ALLTEL Corporation ("ALLTEL").[3] As shown below, the proposed transaction provides public interest benefits and increases competition. The Commission therefore should approve these Applications quickly without any conditions.

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[1] The Applicants are filing 25 Form 603 Wireless Assignment Applications, one Form 603 Wireless Transfer of Control Application, one Form 608 New Spectrum Lease Application, and four International Section 214 Partial Assignment Applications. AT&T also is filing a current and proposed Form 602 ownership report and Abraham Divestiture Company LLC is filing a proposed Form 602 ownership report.

[2] AT&T, through its subsidiary AT&T Mobility LLC, seeks to acquire control of licenses in parts of Alabama, Arizona, California, Colorado, Iowa, Kansas, Michigan, Minnesota, Montana, Nebraska, Nevada, New Mexico, North Dakota, South Dakota, Tennessee, Utah, Virginia, and Wyoming. These CMAs comprise all of the CMAs in 12 of the clusters designated in the Final Judgment and Modified Final Judgments, as well as the CMAs that were not clustered. *See* Final Judgment, *United States v. Verizon Commc'ns*, Case No. 1:08-cv-01878 (D.D.C. signed Apr. 23, 2009); Modified Final Judgment, *United States v. Bell Atlantic Corp., GTE Corp. & Vodafone AirTouch PLC*, Case No. 1:99CV01119 (D.D.C. filed Dec. 30, 2008); and, Modified Final Judgment, *United States & State of Minn. v. Alltel Corp. & Midwest Wireless Holdings L.L.C.*, Case No. 06-3631 (D. Minn. signed Oct. 31, 2008).

[3] *In re Applications of Cellco Partnership d/b/a Verizon Wireless and Atlantis Holdings LLC for Consent to Transfer Control of Licenses, Authorizations, and Spectrum Manager and De Facto Transfer Leasing Arrangements and Petition for Declaratory Ruling That the Transaction Is Consistent with Section 310(b)(4) of the Communications Act*, WT Dkt No. 08-95, Memorandum Opinion and Order and Declaratory Ruling, FCC 08-258, ¶¶ 157, 159 (rel. Nov. 10, 2008) ("*Verizon/ALLTEL Order*").

II. DESCRIPTION OF THE APPLICANTS AND THEIR EXISTING BUSINESSES

AT&T provides wireless, high-speed Internet access, local and long distance voice, video, and directory publishing and advertising services. Verizon Wireless provides wireless voice and data services. The Commission has concluded repeatedly that AT&T has the qualifications required by the Communications Act to control Commission authorizations,[4] and nothing has changed to disturb this conclusion. There is also no question about Verizon Wireless's character or qualifications to hold Commission authorizations.[5]

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[4] *See In re Application of Aloha Spectrum Holdings Company LLC and AT&T Mobility II LLC Seeking FCC Consent for Assignment of Licenses and Authorizations*, Memorandum Opinion and Order, 23 FCC Rcd. 2234, 2236, ¶ 8 (2008) ("*AT&T Mobility/Aloha Order*"); *In re Applications of AT&T Inc. and Dobson Commc'ns Corp. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 22 FCC Rcd. 20,295, 20,303, ¶ 11 (2007) ("*AT&T/Dobson Order*"); *In re AT&T Inc. and BellSouth Corp. Application for Transfer of Control,* Memorandum Opinion and Order, 22 FCC Rcd. 5662, 5758, ¶ 194 (2007) ("*AT&T/BellSouth Order*"); *In re SBC Commc'ns Inc. and AT&T Corp. Applications for Approval of Transfer of Control*, Memorandum Opinion and Order, 20 FCC Rcd. 18,290, 18,379-81, ¶¶ 173-76 (2005) ("*SBC/AT&T Order*"); *In re Applications of AT&T Wireless Servs., Inc. and Cingular Wireless Corp. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 19 FCC Rcd. 21,522, 21,548, ¶ 48 (2004) ("*Cingular/AT&T Wireless Order*"); *In re Applications of SBC Commc'ns Inc. and BellSouth Corp.*, Memorandum Opinion and Order, 15 FCC Rcd. 25,459, 25,465-66, ¶¶ 14-17 (WTB & IB 2000) ("*Cingular Order*"); *In re Applications of Ameritech Corp. and SBC Commc'ns Inc.*, Memorandum Opinion and Order, 14 FCC Rcd. 14,712, 14,950, ¶¶ 571-73 (1999) (subsequent history omitted) ("*SBC/Ameritech Order*").

[5] *See, e.g.*, *Verizon/ALLTEL Order* ¶ 33; *In re Applications of Northcoast Communications, LLC and Cellco Partnership d/b/a Verizon Wireless*, Memorandum Opinion and Order, 18 FCC Rcd. 6490 (CWD, WTB 2003) ("*Northcoast Order*"); *Wireless Telecommunications Bureau and International Bureau Grant Consent for Assignment or Transfer of Control of Wireless Licenses and Authorizations from Price Communications Corp. to Cellco Partnership d/b/a Verizon Wireless*, Public Notice, 16 FCC Rcd. 7155 (2001); *Wireless Telecommunications Bureau Assignment of License Authorization Applications, Transfer of Control of Licensee Applications, De Facto Transfer Lease Applications and Spectrum Manager Lease Notifications Action*, Pubic Notice, Rpt. No. 2086, 2005 WL 486527 (Mar. 2, 2005) (granting applications of NextWave Telecommunication Inc. and Cellco Partnership d/b/a Verizon Wireless seeking FCC approval of the proposed transfer of control of licenses held by NextWave Personal Communications Inc., Debtor-In-Possession, and NextWave Power Partners Inc., Debtor-In-Possession); *Wireless Telecommunications Bureau Assignment of License Authorization Applications, Transfer of Control of Licensee Applications, De Facto Transfer Lease Applications and Spectrum Manager Lease Notifications Action*, Public Notice, Rpt. No. 2018, 2004 WL 2913360 (Dec. 15, 2004) (granting applications of Qwest Wireless, LLC and Cellco Partnership d/b/a Verizon Wireless

Footnote continued on next page

III. DESCRIPTION OF THE TRANSACTION

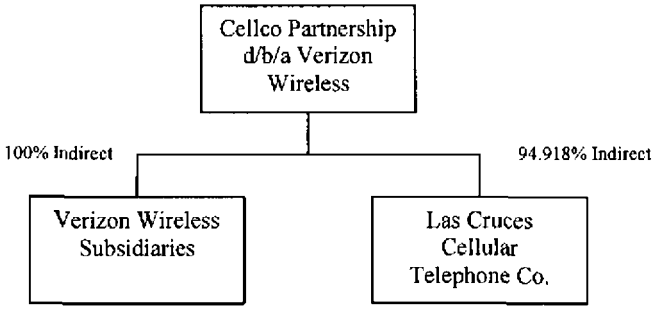
Verizon Wireless is selling wireless systems in 79 CMAs to AT&T. Of these, 65 are former ALLTEL systems, 11 are former systems of Rural Cellular Corporation ("RCC"), and three are Verizon Wireless systems. The sale includes not only wireless licenses and leases, but also related network and operational assets, including, among other things, certain employees, retail sites, and customers. These systems serve approximately 1.5 million customers in mostly rural areas in 18 states. As Appendix C illustrates, most of these systems are located in the Rocky Mountains and Great Plains states. This transaction fulfills the divestiture requirements of the *Verizon/ALLTEL Merger Order* in 79 of 105 CMAs.

Under the proposed transaction, Verizon Wireless and its direct and indirect subsidiaries that hold the licenses and authorizations that are the subject of these Applications will contribute those licenses and authorizations (and related assets) to a wholly owned indirect subsidiary of Verizon Wireless called Abraham Divestiture Company LLC ("ADC"). Verizon Wireless also will cause its indirect subsidiaries that collectively hold a 94.9180% interest in Las Cruces Cellular Telephone Company to contribute that interest to ADC.

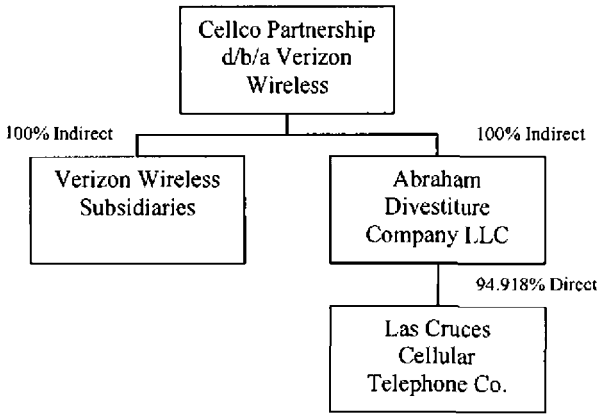
Footnote continued from previous page
seeking FCC consent to the assignment of 62 broadband Personal Communications Services licenses).

FCC Form 603
Exhibit 1

Current Structure



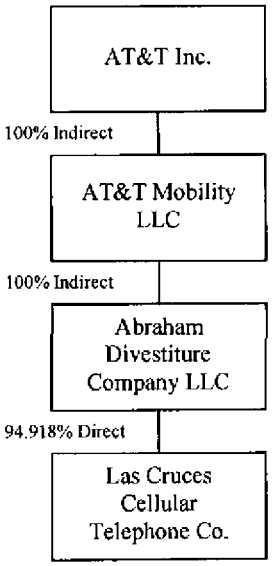
Post-Consummation of Step 1



Then, in exchange for $2.35 billion in cash, the indirect Verizon Wireless subsidiary that is the parent of ADC will transfer its interest in ADC to an indirect subsidiary of AT&T, thereby causing ADC to become a wholly owned indirect subsidiary of AT&T.[6]

[6] AT&T may elect to treat this transaction as part of a reverse like-kind exchange under 26 U.S.C. § 1031. If so, the indirect Verizon Wireless subsidiary that is the parent of ADC will transfer its interest in ADC not to an indirect subsidiary of AT&T but instead to Garden Acquisitions Inc. ("GAI"), which would function as an exchange accommodation title holder. GAI would hold title to the interest in ADC (and thus exercise *de jure* control, as that term has been used in the Commission's precedents) over the licenses and authorizations that are the subject of these Applications for up to 180 days after the closing of this transaction. During this time period, AT&T would manage these licenses and authorizations pursuant to a lease (and, with respect to Las Cruces Cellular Telephone Company, AT&T would operate it pursuant to a management agreement) with ADC and thus exercise *de facto* control, as that term has been used in the Commission's precedents. Under the contractual relationship among GAI, ADC, and AT&T, GAI will "have no discretion to act in regard to any aspect of [the] operations [of the systems being acquired], except as ordered by [AT&T] or with [AT&T]'s consent." *See In re Media Gen. Communications, Inc. (Assignor) & MG Broad., LLC, as E.A.T.*, Memorandum Order and Opinion, 21 FCC Rcd. 7669, 7670, ¶ 4 (2006) (determining a similar arrangement left the managing party with *de facto* control). "[A]ll of the benefits and burdens of the [systems'] operations will flow directly to [AT&T]. Revenue and losses will not flow through [GAI], but will instead flow directly to [AT&T]. The only [net]income [GAI] will receive is a flat fee from [AT&T]." *See id.* AT&T also will be responsible for all FCC and other regulatory filings associated with these systems. *See id.* Upon the completion of the like-kind exchange or after 180 days, whichever comes earlier, GAI would transfer title to the interest in ADC to an indirect subsidiary of AT&T and thereby relinquish *de jure* control over these licenses and authorizations. The lead Form 603 for this transaction contains an exhibit providing certain factual information about GAI. *See* File No. 0003840313. Likewise, ADC has filed a Form 602 detailing its proposed ownership immediately after closing if AT&T elects to treat this transaction as part of a reverse like-kind exchange. *See* File No. 0003848307. As demonstrated in these filings, GAI's ownership of ADC raises no issues under Section 310(b) of the Act, 47 U.S.C. § 310(b) and GAI possesses the character qualifications to control a Commission licensee. Because AT&T will have full financial and technical responsibility for the systems, there likewise should be no question as to GAI's financial and technical qualifications to control ADC. AT&T will notify the Commission promptly after the closing of this transaction whether it has elected to treat this transaction as part of a reverse like-kind exchange.

Post-Consummation of Step 2



IV. THE STANDARD OF REVIEW

In deciding whether to grant these applications under sections 214(a) and 310(d) of the Communications Act of 1934, as amended,[7] the Commission must first assess whether the proposed transaction complies with the specific provisions of the Communications Act, other applicable statutes, the Commission's rules, and federal communications policy. The Commission then weighs any potential public interest harms of the proposed transaction against the potential public interest benefits. The Applicants bear the burden of proving, by a preponderance of the evidence, that the proposed transaction, on balance, serves the public interest.[8]

[7] *See* 47 U.S.C. §§ 214(a), 310(d).

[8] *See, e.g.*, *AT&T/Dobson Order* at 20,302, ¶ 10; *AT&T/BellSouth Order* at 5672, ¶ 19; *SBC/AT&T Order* at 18,300, ¶ 16; *Cingular/AT&T Wireless Order* at 21,543, ¶ 40.

This transaction does not violate any law or rule. Nor does it impede the realization of the objectives of the Communications Act or the Commission's ability to implement the Act. To the contrary, this transaction implements government-ordered divestitures to protect the public interest and will result in a number of public interest benefits and increase competition. Accordingly, these Applications should be approved by the Commission expeditiously and without conditions.

V. THE TRANSACTION WILL SERVE THE PUBLIC INTEREST

The transaction's public interest benefits extend well beyond satisfaction of a substantial portion of the divestiture obligations imposed by the *Verizon/ALLTEL Order*. By enabling AT&T to enter numerous new service areas, the transaction will make available AT&T's 3G UMTS technology and other next-generation wireless services in rural areas, which is a key goal of the Administration's broadband policies. Customers in these areas will enjoy a wider range of service features, such as free mobile-to-mobile calling, rollover minutes, access to over 20,000 Wi-Fi hotspots in the United States, access to a wide variety of applications through AT&T's MEdia Net and MEdia Mall, and access to AT&T's 3G network. All AT&T customers will benefit from the transaction's expansion of GSM network coverage and the consequent improvement in the wireless calling experience. The Commission has repeatedly acknowledged near-term, verifiable, transaction-specific public interest benefits like these in prior merger analyses and should do so here.[9]

[9] In the *Verizon/ALLTEL Order*, the Commission concluded that that transaction was likely to result in transaction specific public interest benefits very similar to those that will result here, including increased network coverage, expanded and improved services and features, roll-out of next generation services, improvements in service quality, and efficiencies and economies of scale and scope. *See In re Applications of Cellco P'ship d/b/a Verizon Wireless and Atlantis Holdings LLC for Consent to Transfer Control of Licenses, Authorizations, and Spectrum Manager and De Facto Transfer Leasing Arrangements and Petition for Declaratory Ruling that*

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A. The Transaction Implements Government-Mandated Divestitures and Enhances Competition in the Divested Market Areas

This transaction satisfies the divestiture obligations of the *Verizon/ALLTEL Order* in 79 CMAs without any adverse effect on competition,[10] and replaces the prior provider with a robust national competitor, AT&T, which has no or little presence in these 79 CMAs. Indeed, in 49 of the 79 divestiture CMAs, comprising most of the divestiture areas in Kansas, Montana, North Dakota, South Dakota and Wyoming, AT&T currently does not even offer retail wireless plans.

Consumers will benefit from the increased choices fostered by AT&T's offering its services in these areas, as well as by the enhanced competition, including head-to-head competition between the two largest national carriers, which benefits all consumers. Moreover, with its national network, array of services, rate plans, handsets and resources, AT&T will provide the divested customers with more choices than they enjoy today, as described below,

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the Transaction is Consistent with Section 310(b)(4) of the Commc'ns Act, WT Dkt No. 08-95, Memorandum Opinion and Order and Declaratory Ruling, FCC 08-258, ¶ 156 (rel. Nov. 10, 2008) ("*Verizon/ALLTEL Order*"). *See also In re Applications of Cellco P'ship d/b/a Verizon Wireless and Rural Cellular Corp. for Consent to Transfer Control of Licenses, Authorizations, and Spectrum Manager Leases and Petitions for Declaratory Ruling that the Transaction Is Consistent with Section 310(b)(4) of the Commc'ns Act*, Memorandum Opinion and Order and Declaratory Ruling, 23 FCC Rcd. 12,463, 12,504-06, ¶¶ 91-95 (2008) ("*Verizon/RCC Order*"); *AT&T/Dobson Order* at 20,330-32, ¶¶ 73-77; *In re Midwest Wireless Holdings, L.L.C. and ALLTEL Commc'ns, Inc. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 21 FCC Rcd. 11,526, 11,564-66, ¶¶ 105-109 (2006) ("*Midwest Wireless Order*"); *In re Applications of Nextel Commc'ns, Inc. and Sprint Corp. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 20 FCC Rcd. 13,967, 14,013-14, ¶¶ 129-130 (2005) ("*Sprint/Nextel Order*"); *In re Applications of W. Wireless Corp. and ALLTEL Corp. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 20 FCC Rcd. 13,053, 13,100-02, ¶¶ 132-137 (2005) ("*Western Wireless Order*"); *Cingular/AT&T Wireless Order* at 12,599-600, ¶¶ 201-06.

[10] *Verizon/ALLTEL Order* ¶¶ 157, 159 (requiring divestiture in those markets where it found that the Verizon/ALLTEL merger "would be likely to cause significant competitive harm" and to "ensure that any potential harms posed by this transaction [would] be outweighed by the . . . public interest benefits").

and will offer more vigorous competition to Verizon Wireless and other competitors than ALLTEL was able to provide in these areas.

B. The Transaction Will Enhance the Provision of Wireless Services and Improve the Customer Experience in Rural Communities

The Commission has long recognized that increasing the diversity and range of features and services available to customers, as well as increasing the geographic reach of a wireless carrier's network, is in the public interest.[11] This is clearly the case with this transaction, which will make available to customers in the rural communities affected by this transaction the range of services available on AT&T's national network, which serves more than 78 million customers in the United States.[12] In addition, AT&T's international roaming agreements will provide customers with voice service in more than 215 countries, data services in more than 170 countries, and 3G coverage in more than 80 countries.[13] The benefits in the provision of wireless service to rural communities that this transaction creates -- including providing access to AT&T's 3G broadband network and the largest number of privately-owned Wi-Fi hotspots -- are summarized below.

[11] *See, e.g.*, *AT&T/Dobson Merger Order* ¶ 73-82; *In re Midwest Wireless Holdings, L.L.C. and Alltel Communications, Inc. for Consent to Transfer Control of Licenses and Authorizations,* Memorandum Opinion and Order, 21 FCC Rcd. 11,526, 11,564-67, ¶¶ 105-09, 111-12 (2006) ("*Midwest Wireless Order*"); *In re Applications of Western Wireless Corp. and Alltel Corp. for Consent to Transfer Control of Licenses and Authorizations,* Memorandum Opinion and Order, 20 FCC Rcd. 13,053, 13,101-04, ¶¶ 135-36, 138-40 (2005) ("*Western Wireless Order*"); *In re Applications of Nextel Communications, Inc. and Sprint Corp. for Consent to Transfer Control of Licenses and Authorizations,* Memorandum Opinion and Order, 20 FCC Rcd. 13,967, 14,013-14, ¶¶ 129-130 (2005) ("*Sprint/Nextel Order*"); *Cingular/AT&T Wireless Order* ¶¶ 216-20.

[12] AT&T Inc., Quarterly Report (Form 10-Q), at 18 (May 7, 2009).

[13] AT&T Inc., 2008 Annual Report at 7 (2009) ("AT&T 2008 Annual Report"), *available at* http://www.att.com/Common/about_us/annual_report/pdfs/2008ATT_FullReport.pdf; News Release, AT&T to Acquire Divestiture Properties from Verizon Wireless, Enhance Network Coverage and Customer Service (May 8, 2009).

1. The Transaction Will Expand Network Coverage for Rural Communities

The public interest benefits in expanding the geographic reach of a wireless carrier's network are clear.[14] As a result of this transaction, AT&T will gain a retail wireless network presence in numerous CMAs, covering a wide area of the Great Plains and Rocky Mountain states, where it currently does not offer retail service. AT&T will be able to integrate quickly ALLTEL's GSM network with its own, and AT&T will overbuild the divested CDMA networks to GSM to enable a smooth migration of those customers to GSM. The result will be improved network coverage for customers of both the divested systems and AT&T. Subscribers in these service areas will be able to enjoy the benefits of AT&T's 3G broadband network,[15] which already serves nearly 350 major metropolitan areas, and plans call for continued growth with 20 more by the end of 2009.[16] Subscribers will also have access to the nation's largest number of privately owned Wi-Fi hotspots. In addition, AT&T customers outside the 79 affected CMAs will benefit by being able to access additional geographic areas on-net rather than through roaming, which will give service a more consistent look and feel in these areas.

[14] *See, e.g.*, *Midwest Wireless Order* at 11,566-67, ¶¶ 111-12; *Western Wireless Order* at 13,102-04, ¶¶ 138-40; *Cingular/AT&T Wireless Order* at 21,604-05, ¶¶ 216-20. As the Commission has previously concluded, "operators with larger footprints[,] can achieve economies of scale and increased efficiencies compared to operators with smaller footprints." *Thirteenth CMRS Competition Report* (Jan. 16, 2009) at ¶ 52.

[15] News Release, AT&T to Acquire Divestiture Properties from Verizon Wireless, Enhance Network Coverage and Customer Service (May 8, 2009).

[16] AT&T 2008 Annual Report at 4; News Release, AT&T to Acquire Divestiture Properties from Verizon Wireless, Enhance Network Coverage and Customer Service (May 8, 2009).

2. The Transaction Will Improve 3G Networks in Rural Areas

AT&T will deploy the enhanced benefits of 3G UMTS services to customers across at least as broad a footprint as ALLTEL's.[17] Because AT&T already has rolled out 3G services to nearly 350 major metropolitan areas,[18] it has the experience, infrastructure, resources and supplier contacts in place to permit the swift rollout of 3G services. Moreover, AT&T is in the process of expanding the capacity of its 3G networks using additional spectrum at 850 MHz, which can offer improvements to in-building coverage.[19] AT&T has announced plans to invest $17 billion to $18 billion in 2009, of which approximately two-thirds will be used to extend and enhance its wireless and wired broadband networks.[20] AT&T's broadband investment priorities include multiple projects designed to enhance its 3G network, including focusing in 2009 on enhancing coverage and reliability and adding more than 2,100 new cell sites across the country.[21] In addition, AT&T has the motivation to roll out its 3G service to the additional affected CMAs to permit its customers with 3G handsets to obtain its broadband service over a broader geographic area.

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[17] *Cf. AT&T/Dobson Order* at 20,332, ¶ 78 ("Applicants state that the merger of AT&T and Dobson would expand and improve the services and features available to Dobson's rural customers.").

[18] News Release, AT&T Inc., AT&T to Invest More Than $17 Billion in 2009 to Drive Economic Growth, Wireless and Wired Broadband Investment Will Expand Service Coverage, Capacity, Quality *available at* http://www.att.com/gen/press-room?pid=4800&cdvn=news &newsarticleid=26597.

[19] Kevin Fitchard, *AT&T Doubling 3G Capacity*, TelephonyOnline, Apr. 20, 2009, *available at* http://telephonyonline.com/wireless/news/att-3g-network-capacity-increase-0420/index.html.

[20] *Id.*; News Release, AT&T Inc., AT&T to Invest More Than $17 Billion in 2009 to Drive Economic Growth, Wireless and Wired Broadband Investment Will Expand Service Coverage, Capacity, Quality *available at* http://www.att.com/gen/press-room?pid=4800&cdvn=news &newsarticleid=26597.

[21] *Id.*

3. The Transaction Will Make Available to Divested Customers, Many of Whom Live in Rural Areas, a Greater Variety of Features and Services than They Currently Enjoy

a. Diverse Rate Plans

Following the transaction, ALLTEL's customers in the affected CMAs will have access to diverse rate plans with better features than are currently available to them. For instance, while AT&T and ALLTEL both offer unlimited mobile-to-mobile in-network calling, this transaction will enlarge the in-network calling community for ALLTEL customers from approximately 12.8 million to over 78 million.[22] ALLTEL customers in these areas also will benefit from the ability to roll over unused minutes. AT&T is one of the few wireless carriers that permits its customers to do so.[23] ALLTEL did not allow its customers to roll over unused minutes. ALLTEL's customers in the CMAs involved in this transaction also will be able to take advantage of a wide variety of AT&T's plan offerings, including AT&T's unlimited calling rate plan, which includes roaming,[24] as well as a variety of prepaid options.[25]

[22] *See* Alltel 2007 10-K at 1; AT&T Inc., Quarterly Report (Form 10-Q), at 18 (May 7, 2009); AT&T Inc., Annual Report (Form 10-K), at 2 (Feb. 25, 2009) ("AT&T 2008 10-K").

[23] *See* AT&T.com, Rollover® Minutes, http://www.wireless.att.com/learn/why/rollover.jsp?wtSlotClick=1-0018VS-0-1&WT.svl=title (last visited Feb. 3, 2009).

[24] *Compare* AT&T Inc., Nation Unlimited, http://www.wireless.att.com/cell-phone-service/cell-phone-plan-details/?q_sku=sku1210009&q_planCategory=cat1370011 (last visited Feb. 4, 2009) (listing no roaming charges for unlimited voice plan), *and* Alltel Corp., Individual & Family Plans, Unlimited Calling, http://www.alltel.com/ (last visited Feb. 4, 2009) (showing roaming fees of $0.59 and fees of $0.40 for long distance while roaming). In fact all of AT&T's voice plans include no domestic roaming charges. *See* AT&T, Family Talk Cell Phone Plans, http://www.wireless.att.com/cell-phone-service/cell-phone-plans/family-cell-phone-plans.jsp (last visited Feb. 4, 2009), AT&T, Individual Cell Phone Plans, http://www.wireless.att.com/cell-phone-service/cell-phone-plans/individual-cell-phone-plans.jsp (last visited Feb. 4, 2009).

[25] *See* AT&T, GoPhone® Options, http://www.wireless.att.com/cell-phone-service/go-phones/gophone-options.jsp?wtSlotClick=1-00166N-0-2&WT.svl=calltoaction (last visited Apr. 16, 2009). Unlike ALLTEL, AT&T's prepaid plans offer features such as unlimited talk options and unlimited web browsing. *Id.*

b. Handsets with Advanced Services Capabilities

AT&T will be able to offer ALLTEL customers in the CMAs involved in this transaction handsets with a variety of features that ALLTEL did not offer.[26] By converting ALLTEL's network in these areas to the global GSM standard, AT&T will provide customers with more choices of handsets and pricing plans compatible in more than 200 countries. Moreover, with AT&T's 3G Network already serving nearly 350 major metropolitan areas, and with AT&T planning for continued growth,[27] this superior network will support a more extensive range of 3G smartphones, as well as innovative services and applications. For example, customers will have access to over 90,000 pieces of mobile content, including mobile banking, social networking services, location based services, and international mapping.[28] In addition, customers will have access to AT&T's Wi-Fi network which provides AT&T's wireless subscribers that select 3G LapTopConnect cards or qualified smartphone plans unlimited access at no additional charge at AT&T's nearly 20,000 hotspots in the United States.[29] AT&T also provides access to more than 80,000 global hotspots through its roaming agreements.[30]

c. Reduced Roaming Costs

By expanding AT&T's geographic footprint, the transaction will result in more on-net usage by both the current customers of AT&T and customers in the areas being divested here, thereby reducing reliance on roaming. As the Commission has repeatedly recognized, the internalization of such roaming costs, as well as the elimination of the transaction costs of

[26] Alltel 2007 10-K at 7.

[27] AT&T 2008 Annual Report at 4; AT&T 10-K at 16.

[28] AT&T 2008 Annual Report at 8.

[29] News Release, AT&T to Acquire Divestiture Properties from Verizon Wireless, Enhance Network Coverage and Customer Service (May 8, 2009).

[30] News Release, AT&T Inc., AT&T Sees Surge in Wi-Fi Connections (Apr. 23, 2009).

administering roaming, serve the public interest because they lower the marginal cost of providing service and are therefore "likely to benefit consumers through lower price and/or increased service."[31]

d. Increased International Roaming

The proposed transaction will permit ALLTEL's customers in these areas to benefit from a substantial increase in the availability of international roaming at lower rates. For its CDMA subscribers, ALLTEL maintained roaming agreements that provided for interconnection with local providers in only Mexico, Canada, and parts of the Caribbean.[32] While ALLTEL also allowed its customers to roam internationally in over 160 countries by entering into an agreement with a third-party provider,[33] this service required the additional purchase of a SIM card and the BlackBerry 8830 World Edition Smartphone, which could operate on GSM networks.[34] AT&T, on the other hand, has an extensive global footprint since its GSM/HSPA network is the worldwide standard for wireless.[35] Once the transaction is approved, ALLTEL customers will

[31] *Cingular/AT&T Wireless Order* at 21,605, ¶ 219; *accord Western Wireless Order* at 13,108, ¶ 151 ("ALLTEL's merger with WWC would reduce its roaming costs in geographic markets where ALLTEL and WWC's service areas do not overlap, and the elimination of roaming agreements in these markets would directly benefit . . . its customers").

[32] Alltel Corp., International Services, http://www.alltel.com/wps/portal/AlltelPublic/Content?WCM_GLOBAL_CONTEXT=/wps/wcm/connect/DV1Personal/home/p/wirelessplans/add-ons/international/dinternationalservices/ (last visited Feb. 4, 2009). Specifically, ALLTEL offers international roaming for its CDMA customers in the Caribbean in Aruba, Barbados, Bermuda, British Virgin Islands, Cayman Islands (Grand Cayman Only), Curacao, Dominican Republic, Jamaica, Netherland Antilles, Puerto Rico, St. Maarten and U.S. Virgin Islands. *Id.*

[33] *See* Press Release, Alltel Corp., Alltel Introduces the Sleek New BlackBerry 8830 World Edition Smartphone (Aug. 30, 2007), *available at* http://press.rim.com/release.jsp?id=1322.

[34] Alltel Corp., International Roaming, http://www.alltelsolutions.com/solutions/international_roaming.html (last visited Apr. 23, 2009). Data services are also available through use of SIM card. *See* Alltel Corp., International Feature Roaming Activation, https://www.alltelsimcard.com/ (last visited Feb. 4, 2009).

[35] *See* News Release, AT&T Inc., AT&T Named World's Best Wireless Service Provider for Second Consecutive Year by Business Traveler Magazine (Dec. 12, 2008), *available at* http://www.att.com/gen/press-room?pid=4800&cdvn=news&newsarticleid=26394.

benefit from AT&T's more than 630 international roaming agreements, which provide roaming for voice services in 215 countries and for data services in 170 countries.[36] AT&T also offers several devices that have automatic roaming capabilities around the globe, thereby allowing customers to travel around the world using their same wireless number.[37]

4. The Transaction Will Improve Disaster Response Capabilities

Disaster preparedness has become a national imperative in recent years.[38] This transaction will advance the public interest by enhancing response capabilities to natural disasters, acts of terrorism and other emergencies. AT&T currently offers several services for emergency situations, including two mobile command centers, a fleet of mobile generators and mobile cell sites that are satellite or landline connected,[39] therefore allowing the company to provide unique disaster recovery capabilities For example, when Hurricane Ike hit southeast Texas in the fall of 2008, not only did AT&T encourage its customers to contribute financially to the aid efforts, but also provided emergency communication services in an effort to help hurricane victims begin the recovery process.[40] AT&T provided evacuees with wired telephone lines with free local and long distance calling; AT&T High Speed Internet Service for accessing

[36] News Release, AT&T to Acquire Divestiture Properties from Verizon Wireless, Enhance Network Coverage and Customer Service (May 8, 2009); AT&T 2008 Annual Report at 7.

[37] *See* AT&T Inc., Fact Sheet: Staying in Touch Around the Globe, *available at* http://www.att.com/Common/merger/files/pdf/international_calling/inter-calling-fs.pdf; *see also* AT&T Inc., Travel Guide, http://www.wireless.att.com/travelguide/coverage/roaming/step1.jsp (last visited May 16, 2008).

[38] *See* Frances Fragos Townsend, White House, The Federal Response to Hurricane Katrina: Lessons Learned 3 (2006), *available at* http://www.whitehouse.gov/reports/katrina-lessons-learned.pdf.

[39] *AT&T/Centennial PIS* at 14.

[40] News Release, AT&T Inc., AT&T Ready to Respond to Hurricane Ike, Provide Assistance to Evacuees (Sept. 12, 2008) ("AT&T Hurricane Ike News Release"); *see also* AT&T Inc., Deployments: Hurricane Ike – Galveston Island, http://www.corp.att.com/ndr/deployment_2008_09_galveston.html (last visited May 20, 2009).

email; and charging stations for wireless phones.[41] Further, AT&T undertook additional measures to protect its network from the high winds and flooding.[42] Moreover, in Galveston Island, Texas, AT&T placed satellite cells on light trucks ("satellite COLTS") at a local hospital so that it could provide the hospital with optimized coverage as well as deployed an additional satellite COLT to a local high school that had been designated as the Emergency Operations Center for the Island so that the unit would have voice and EDGE data coverage.[43] AT&T also established a command center and an Emergency Communications Vehicle at its local office in Galveston in order to restore service quickly.[44] With this transaction expanding AT&T's presence in areas where it previously was not providing retail wireless service, AT&T will be in an even stronger position to respond quickly when emergencies occur in these areas.

VI. THE TRANSACTION WILL NOT HARM COMPETITION

As the Commission has consistently found, the market for wireless services is robustly competitive. This transaction will not change that. There is no relevant market where the proposed transaction will adversely affect competition in the provision of mobile telephony/broadband services. To the contrary, as demonstrated in Appendix C, the proposed transaction will make AT&T a new cellular competitor in 49 CMAs in Kansas, Montana, North Dakota, South Dakota and Wyoming, and will expand its limited presence in the remaining 30 CMAs, thus enhancing competition and improving the quality of service to consumers in these areas. The proposed transaction will foster increased competition due to the transaction-

[41] AT&T Hurricane Ike News Release.

[42] *Id.*

[43] AT&T Inc., Deployments: Hurricane Ike – Galveston Island, http://www.corp.att.com/ndr/deployment_2008_09_galveston.html (last visited May 20, 2009)

[44] *Id.*

specific efficiencies described above and by ensuring that there will be strong competition in all 79 affected CMAs.

A. Market Definition

1. Product Market

In the *Verizon/ALLTEL Order* and the *Sprint/Clearwire Order*, the Commission defined the relevant product market as the combined "mobile telephony/broadband services" product market, which is comprised of "mobile voice and data services, including mobile voice and data services provided over advanced broadband wireless networks (mobile broadband services)."[45] This updates the Commission's traditional definition of a "mobile telephony services" market in light of the rapidly evolving market for mobile broadband data services.[46]

2. Input Market for Spectrum

This transaction raises no conceivable spectrum aggregation concerns. In the *Verizon/ALLTEL Order* and the *Sprint/Clearwire Order*, consistent with its revised product market definition, the Commission defined an input market for the total spectrum that the Commission finds to be suitable for the provision of wireless broadband over broadband networks and for mobile voice and data services.[47] Based on this input market for spectrum, the Commission relies on an initial spectrum aggregation screen that is approximately one-third of

[45] *Verizon/ALLTEL Order* ¶ 78.

[46] *In re Applications of Cellco P'ship d/b/a Verizon Wireless and Atlantis Holdings LLC for Consent to Transfer Control of Licenses, Authorizations, and Spectrum Manager and De Facto Transfer Leasing Arrangements and Petition for Declaratory Ruling that the Transaction is Consistent with Section 310(b)(4) of the Commc'ns Act*, WT Dkt No. 08-95, Memorandum Opinion and Order and Declaratory Ruling, FCC 08-258, ¶¶ 45-48 (rel. Nov. 10, 2008) ("*Verizon/ALLTEL Order*"); *In re Sprint-Nextel Corp. and Clearwire Corp. Applications for Consent to Transfer Control of Licenses, Leases, and Authorizations*, WT Dkt No. 08-94, Memorandum Opinion and Order, FCC 08-259, ¶¶ 38-45 (rel. Nov. 7, 2008) ("*Sprint/Clearwire Order*").

[47] *Verizon/ALLTEL Order* ¶ 53; *Sprint/Clearwire Order* ¶ 53.

the suitable spectrum, which varies depending on whether BRS, AWS-1 or both are available in a particular market. If AWS-1 and BRS spectrum are available, the Commission applies a 145 MHz spectrum screen. If AWS-1 is available, but BRS is not available, the Commission applies a 125 MHz spectrum screen. If BRS is available, but AWS-1 is not available, the Commission applies a 115 MHz spectrum screen. Where neither BRS nor AWS-1 is available, the Commission applies a 95 MHz spectrum screen.[48] This initial screen is only the first step in the Commission's competitive analysis.[49] An aggregation that exceeds the applicable screen merely indicates the need for a more detailed analysis of spectrum availability and competition – it does not alone lead to a finding of anticompetitive effects.[50] Where the initial screen is exceeded, a further case-by-case review of the areas identified by the screen is conducted to determine whether the combination would be likely to cause anticompetitive effects.[51]

As Appendix A demonstrates, there is no conceivable spectrum aggregation concern in this transaction. In parts of only two of the 79 CMAs affected by this transaction will the spectrum screen be reached and even there just barely.[52] As Appendix B demonstrates, in those CMAs, the other three national wireless carriers — Verizon, Sprint, and T-Mobile — hold spectrum, as does a designated entity that is majority owned by Leap — Denali Spectrum — and three affiliates of local exchange carriers — CenturyTel, Agri-Valley, and Nsightel. Given the

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[48] *Verizon/ALLTEL Order* ¶ 64; *Sprint/Clearwire Order* ¶ 74.

[49] In addition to looking at the amount of spectrum an applicant would hold, the initial screen is also triggered by (1) CMAs or CEAs with a post-transaction Herfindahl-Hirschman Index ("HHI") greater than 2800, with a change in HHI of 100 or more and (2) CMAs or CEAs where the change in HHI would be 250 or more, regardless of the level of HHI. *Verizon/ALLTEL Order* ¶ 45.

[50] *Verizon/ALLTEL Order* ¶ 75.

[51] *Id.* ¶ 75.

[52] In CMA476, the applicable spectrum screen will be exceeded by 5 MHz in six counties and reached in two others. In CMA478, the spectrum screen will be reached in two of five counties.

existing spectrum already available to current and potential competitors and the new spectrum the Commission has licensed and soon will license,[53] there is no basis for concern about spectrum aggregation.

3. Geographic Market

In past transactions involving wireless carriers, the Commission has defined the relevant market as being no smaller than CMAs or, alternatively, Component Economic Areas ("CEAs").[54] As explained below, even when considered on that basis, the proposed transaction will not have an adverse effect on competition in any local area. Nonetheless, the evidence shows that the predominant forces driving competition among wireless carriers operate at the national level. Therefore, examining market structure in areas as small as CMAs or CEAs does not accurately account for the competitive forces that will constrain the behavior of AT&T post-transaction and assure continued intense competition in all the local areas affected by the transaction. As the Commission has recognized, rate plans of national scope, offering nationwide service at a single price without roaming charges, have become the standard in the

[53] *See, e.g.*, *Thirteenth Annual CMRS Report* ¶ 68.

[54] *See Verizon/ALLTEL Order* ¶ 49; *See also In re Applications of Cellco P'ship d/b/a Verizon Wireless and Rural Cellular Corp. for Consent to Transfer Control of Licenses, Authorizations, and Spectrum Manager Leases and Petitions for Declaratory Ruling that the Transaction Is Consistent with Section 310(b)(4) of the Commc'ns Act, Memorandum Opinion and Order and Declaratory Ruling, 23 FCC Rcd. 12,463,* 12,485, ¶ 41 *(2008) ("Verizon/RCC Order")*; *In re Applications of AT&T Inc. and Dobson Commc'ns Corp. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 22 FCC Rcd. 20,295, 20,310, ¶ 25 (2007) ("*AT&T/Dobson Order*"); *In re Midwest Wireless Holdings, L.L.C. and ALLTEL Commc'ns, Inc. for Consent to Transfer Control of Licenses and Authorizations, Memorandum Opinion and Order,* 21 FCC Rcd. 11,526, 11,545-49, ¶¶ 35-43 *(2006) ("Midwest Wireless Order"); Western Wireless Order* at 13,072-75, ¶¶ 44-51; *Sprint Nextel Order* at 13,991-95, ¶¶ 57, 63-67; *Cingular/AT&T Wireless Order* at 21,567-69, ¶¶ 104-112.

wireless industry.[55] These plans are offered by the large national carriers as well as regional carriers, such as MetroPCS, Leap and U.S. Cellular.[56]

B. Competitive Effects

The transaction will not have any adverse effect on competition at the national or local levels for a variety of reasons. First, this transaction involves a small number of subscribers and will not have any impact on market structure and competition. Second, customers can and do switch wireless carriers often, thus motivating wireless carriers to compete vigorously. Third, there are newly emerging sources of competition, such as WiMAX. Also, cable television operators have entered or are planning to enter into the wireless telephony/broadband business. For example, Cox Wireless plans to build out a 3G network that will compete directly with AT&T, Verizon Wireless, and other wireless providers.[57]

1. National Competition Will Be Unaffected by the Transaction

At the national level, the transaction will have no impact on market structure and competition.[58] The transaction involves approximately 1.5 million subscribers, which accounts for less than one percent of the approximately 263 million wireless subscribers nationwide.[59]

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[55] *Thirteenth Annual CMRS Report* ¶ 111.

[56] *Id.; see also* MetroPCS website, Unlimited Cell Plans from MetroPCS, *available at* http://www.metropcs.com/plans/ (last visited May 13, 2009); Cricket website, Plans, *available at* http://www.mycricket.com/cricketplans/ (last visited May 13, 2009); U.S. Cellular Corp., Annual Report (Form 10-K), at 10 (Feb. 29, 2008).

[57] *See infra* Section VI.B.3.

[58] Where national competitive forces determine prices and the same products are offered nationwide at the same price, the relevant geographic market is national, rather than local. *See, e.g., United States v. Grinnell Corp.*, 384 U.S. 563, 575 (1966) (finding that relevant market for security services was nationwide where defendants had a "national schedule of prices, rates, and terms."); *see also In re Bell Atl. Mobile Sys., Inc. and NYNEX Mobile Commc'ns Co. Application for Transfer of Control of Eighty-Two Cellular Radio Licenses to Cellco P'ship*, Order, 10 FCC Rcd. 13,368, 13,374-75, ¶ 20 n.28 (1995) (citing *Grinnell Corp*, 384 U.S. at 575-76).

[59] *Thirteenth Annual CMRS Report* ¶ 2.

Numerous competitors, including the four largest national carriers, will remain to serve wireless customers.[60] Moreover, as discussed below, in each CMA that is the subject of this transaction, there will be sufficient facilities-based competition, as well as competition from non-facilities-based providers, to assure that there will be no harm to competition.

2. The Wireless Industry Is Highly Competitive

The Commission has consistently found that there is vigorous competition in the wireless industry, and that finding remains true as the industry has undergone dynamic change and expansion.[61] The Commission's most recent report on CMRS competition reported that, as of December 2007, 95 percent of the population lived in census blocks served by three or more wireless operators, and 60 percent lived in census blocks served by at least five carriers.[62] The size and extent of mobile networks also continues to grow. In June 2008, wireless carriers reported an addition of over 10,000 cell sites from the previous year, and the number of cell sites

[60] *See Thirteenth Annual CMRS Report* ¶ *14* ("As of year-end 2007, there were four mobile telephone operators in the United States that analysts typically describe as 'nationwide': AT&T Inc. ("AT&T") (formerly known as Cingular Wireless), Sprint Nextel Corp. ("Sprint Nextel"), T-Mobile USA ("T-Mobile"), and Verizon Wireless, LLC ("Verizon Wireless")"). In addition, a number of large regional carriers, such as Leap Wireless, US Cellular and Metro PCS, and smaller providers compete offering nationwide coverage through roaming agreements. *Id.*

[61] *See, e.g., Thirteenth Annual CMRS Report* ¶ 1 ("U.S. consumers continue to reap significant benefits – including low prices, new technologies, improved service quality, and choice among providers – from competition in the CMRS marketplace . . . .[t]here is effective competition in the CMRS market . . . ."); *id.* ¶¶ 51, 52 ("Consolidation in the mobile telecommunications market may enable providers to achieve economies of scale and increased efficiencies compared to smaller operators," and "operators with larger footprints can achieve economies of scale and increased efficiencies compared to operators with smaller footprints.").

[62] *See Thirteenth Annual CMRS Report* ¶ 2; *see also id.* Table 1 (showing that 272,475,210 people or 95.5% of the U.S. population have three or more different operators offering mobile telephone service in the census blocks in which they live).

in service are up 4.8 percent year-over-year, with the total number of cell sites growing nearly 50 percent in the last five years.[63]

Such competition and growth has lead to greater subscriber choice and improved wireless service at lower prices across the United States. Most recently, the Commission pointed out in its *Thirteenth Annual CMRS Report* that "U.S. consumers continue to reap significant benefits – including low prices, new technologies, improved service quality, and choice among providers – from competition in the CMRS marketplace, both terrestrial and satellite CMRS."[64]

Significantly, these findings are not limited to urban areas. To the contrary, the Commission has examined rural areas, such as many involved in this transaction, and found that competition in those areas was no less vigorous than in more populous areas.[65] In this transaction, 74 of the 79 CMAs are rural, i.e., have a population density below 100 persons per square mile.

Acquisitions such as this one have enabled carriers to deliver improved services and equipment as well as provide greater choice to all consumers. As AT&T has previously noted, the economies of scale made possible by these combinations have directly benefited consumers

[63] *See* CTIA - The Wireless Ass'n, Annualized Wireless Industry Survey Results, June 1985 to June 2008, http://files.ctia.org/pdf/CTIA_Survey_Mid_Year_2008_Graphics.pdf; *see also, e.g.,* News Release, Sprint Nextel Corp., Chicagoland Customers Can Do More With Wireless: Sprint Enhanced Wireless Coverage and Network Capacity (Feb. 19, 2008), *available at* http://newsreleases.sprint.com/phoenix.zhtml?c=127149&p=irol-newsArticle_newsroom &ID=1109603&highlight=.

[64] *Thirteenth Annual CMRS Report* ¶ 1.

[65] *See id.* ¶ 109 ("Based on our analysis, and the information provided in the record, we conclude that CMRS providers are competing effectively in rural areas.").

through lower prices, increased output, and more rapid and widespread deployment of advanced services.[66] This transaction will be no different.

3. Additional Sources of Competition Continue To Emerge

In addition to the already vigorous competition, additional competition in the mobile telephony/broadband business is resulting from the growth of smaller providers, the rapid entry of new competitors, and the development of new technologies. For example, the expansion by a number of newer carriers (*e.g.*, Leap Wireless and MetroPCS) to more nationwide service offerings will provide subscribers with additional facilities-based competitive alternatives.[67] WiMAX also provides mobile users with additional options.[68] Most recently, the Commission approved the transfer of Sprint Nextel and Clearwire's 2.5 GHz Band spectrum to New Clearwire Corporation.[69] Comcast, Time Warner Cable and Bright House Networks plan to become MVNOs of the New Clearwire's WiMAX service in order to compete with other

[66] *In re Rural Telecomms. Group, Inc. Petition for Rulemaking to Impose a Spectrum Aggregation Limit on All Commercial Terrestrial Wireless Spectrum Below 2.3 GHz*, RM No. 11498, Comments of AT&T Inc. at 6 (filed Dec. 2, 2008) ("*AT&T Spectrum Cap Comments*").

[67] *See* Press Release, Cricket Footprint Grows with Premium Extended Coverage, Forming Largest Roaming Coverage Area for a Low-Cost, Unlimited Carrier (Nov. 13, 2008), *available at* http://phx.corporate-ir.net/phoenix.zhtml?c=95536&p=irol-newsArticle&ID=1226045&highlight=. MetroPCS first offered wireless telephone services in the Miami area in 2002, and now provides wireless service to approximately 5.4 million subscribers in several metropolitan areas, including Atlanta, Dallas, Detroit, Los Angeles, New York, San Francisco, and Philadelphia. Press Releases, MetroPCS Commc'ns Inc., MetroPCS Reports Fourth Quarter and Year End 2008 Results (Feb. 26, 2009), *available at* http://investor.metropcs.com/phoenix.zhtml ?c=177745&p=irol-newsArticle&ID= 1260271&highlight=.

[68] New Clearwire has announced plans to deploy a nationwide WiMAX network. News Release, Sprint Nextel Corp., XOHM, Intel and WiMAX Partners Celebrate New 4G Broadband Era in Baltimore (Oct. 8, 2008); *Sprint/Clearwire Order* ¶¶ 3, 123-127 (approving the merger of Sprint and Clearwire's WiMAX businesses in order to facilitate the development of nationwide WiMAX network). The Commission specifically concluded that "the merger [could] speed the arrival of a wireless broadband pipe that [would] increase competition and consumer choice, make possible new services, and promote the availability of broadband for all Americans." *Id.* ¶ 123.

[69] *Sprint/Clearwire Order* ¶ 1.

wireless providers and enhance their own service offerings.[70] Many mobile telephones are also Wi-Fi compatible.[71]

Cable television operators are also among the latest entrants in the mobile telephony/broadband business, leveraging their ability to bundle wireless service with their video, high-speed Internet and voice offerings.[72] For example, Cox Communications is planning to compete directly with AT&T, Verizon Wireless and others by offering wireless services beginning in 2009.[73] Cox is an incumbent cable operator in multiple states where the 79 CMAs are located, such as Arizona, Kansas, Nebraska and Nevada. Cox holds 700 MHz spectrum in 14 of the 79 CMAs,[74] and has added AWS spectrum by acquiring AWS licenses from

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[70] *Id.*

[71] Press Release, Wi-Fi is now a must-have for mobile phones; User affinity to drive annual shipments to 300 million in 2011, Wi-Fi Alliance, (April 1, 2009), *available at* http://www.wi-fi.org/pressroom_overview.php?newsid=795.

[72] *See* Marin Perez, *Customers Prefer Bundles from Telecoms*, Information Week, Oct. 1, 2008, *available at* http://www.informationweek.com/news/telecom/business/showArticle.jhtml?articleID=210605175 (stating that cable companies without wireless services are not "future-proofing their bundles"); *see also* John Curran, *Sprint Nextel, Clearwire to Combine Wireless Broadband Operations*, Telecomm. Rep., May 15, 2008, *available at* 2008 WLNR 8633822 (quoting Comcast and Time Warner's CEOs discussing their desire to introduce wireless mobility); *see also* Joseph Menn, *Sprint to Beef Up Wireless Venture*, L.A. Times, May 7, 2008, *available at* 2008 WLNR 8511864 ("quadruple play would help [cable companies] compete with phone companies that are also rolling out pay-TV service" and suggesting that cable companies may "push video content packages for souped-up phones or a new generation of devices that are somewhere between phones and laptops"); Todd Spangler, *Pivot Gets Tabled, Operators Plot Next Mobile Move*, Multichannel News, Apr. 28, 2008, *available at* 2008 WLNR 7856597 (stating that despite the failure of Pivot "individual operators are already scoping out the next phase of their wireless strategies"); *see also Backhaul: The Hidden Ground for Telcos & Cablecos*, The Online Reporter, Sept. 30, 2006, *available at* http://www.onlinereporter.com/article.php?article_id=7815 (stating that "cablecos intend to move into the mobile phone market [in 2006] in a major way."); *AT&T Goes On Pricey Advertising Blitz*, The Online Reporter, Jan. 7, 2006, *available at* http://www.onlinereporter.com/article.php?article_id=5580 (noting that cable companies are much farther ahead in landline and wireless telephone offerings than telephone companies are in television offerings in the war over bundled services).

[73] Sinead Carew, *Cox to Offer Wireless in '09 Using Sprint Network*, Reuters, Oct. 27, 2008 ("Carew article").

[74] Cox holds 700 MHz in the following CMAs: 322, 419, 428, 429, 433, 434, 438, 439, 330, 537, 547, 557, 676 and 678.

SpectrumCo.[75] Cox has acquired AWS licenses from SpectrumCo in CMAs 428, 429, 433, 434, 438, 439, and 440 in Kansas. Cox currently holds a total of 32 MHz of spectrum in those areas (12 MHz of 700 MHz spectrum and 20 MHz of AWS spectrum).[76]

Finally, the recent spectrum auctions will give new entrants, rural carriers and non-nationwide incumbents opportunities for growth and expansion.[77] As the Commission has recognized, "the results of recent auctions indicate that the Commission's spectrum allocation and assignment policies have helped minimize spectrum-related entry barriers."[78]

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[75] Jim Barthold, *On the Hot Seat with Cox's Stephen Bye*, FierceWireless (Dec. 15, 2008), *available at* http://www.fiercewireless.com/story/hot-seat-coxs-stephen-bye/2008-12-15 ("Cox Communications Wireless Vice President Stephen Bye defended the cable operator's decision to plow full steam ahead with its own mobile wireless play in 2009.").

On November 14, 2008, Cox filed applications with the FCC to exchange its 10.9% interest in SpectrumCo for some of SpectrumCo's AWS licenses. *See* Fed. Commc'ns Comm'n, ULS Application: Cox TMI Wireless, LLC, http://wireless2.fcc.gov/UlsApp/ApplicationSearch/applMain.jsp?applID=4672150 (last visited Mar. 18, 2009); Cox TMI Wireless, Description of the Transaction and Public Interest Statement (Nov. 12, 2008), *available at* http://wireless2.fcc.gov/UlsApp/ApplicationSearch/applAdmin.jsp?applID=4672150# (follow "Public Interest Statement" hyperlink). The FCC consented to the transaction on January 12, 2009 and it was consummated on February 3, 2009. *See* Fed. Commc'ns Comm'n, Public Notice (Jan. 14, 2009), *available at* http://www.fcc.gov/Daily_Releases/Daily_Business/2009/db0114/DOC-287850A1.pdf (reporting the January 12 consent); Fed. Commc'ns Comm'n, Public Notice (Feb. 11, 2009), *available at* http://fjallfoss.fcc.gov/edocs_public/attachmatch/DOC-288373A1.pdf (reporting the February 3 consummation).

[76] *See* AT&T Inc. & Centennial Communications Corp., Description of Transaction, Public Interest Showing and Related Demonstrations, App. A (Nov. 21, 2008) [hereinafter AT&T-Centennial Public Interest Statement], *available at* https://wireless2.fcc.gov/UlsEntry/attachments/attachmentViewRD.jsp;ATTACHMENTS=1N6VJL5K37mPzN1G7L2XKBP7mC5jC50m96ttqVlHZr3GL1cyJSgx!-659400886!-849295342?applType=search&fileKey=843683410&attachmentKey=18355849&attachmentInd=applAttach.

[77] *See Thirteenth Annual CMRS Report* ¶¶ 65, 68. *In re Serv. Rules for Advanced Wireless Servs. in the 1.7 GHz & 2.1 GHz Bands*, Report and Order, 18 FCC Rcd. 25162, 25165 ¶ 5; 25167 ¶ 13 (2003) (AWS spectrum could be used to expand wireless voice and data services and licensees can use the spectrum for any fixed or mobile service.); Deficit Reduction Act of 2005, Pub. L. No. 109-171, 120 Stat. 4 (2006) (700MHz spectrum may be used for broad range of flexible uses, including mobile wireless commercial services.). *See also* Auction of 700 MHz Band Licenses Closes; Winning Bidders Announced for Auction 73, *Public Notice*, Report No. AUC-08-73-I (Auction 73), DA 08-595 (rel. Mar. 20, 2008), *AT&T Spectrum Cap Comments* at 7.

[78] *Thirteenth Annual CMRS Report* ¶ 68. For example, the Commission "has progressively increased the amount of spectrum available for the provision of CMRS," and has "implemented a

Footnote continued on next page

C. Competition Will Be Enhanced in Each CMA After This Transaction

Even if each CMA is assumed to be its own relevant geographic market, the proposed transaction will not harm competition. In the 49 CMAs where AT&T does not currently provide wireless service -- located in Kansas, Montana, North Dakota, South Dakota, Wyoming, and elsewhere -- the transaction will bring AT&T in as a new facilities-based cellular competitor.[79] In the remaining CMAs, this transaction will not result in the elimination of a major competitor or reduce the intensity of competition in these markets. As Appendix B indicates, after the transaction AT&T will face stiff competition from a number of competitors in each of the CMAs where it acquires spectrum pursuant to this transaction. Moreover there is sufficient spectrum available for new entrants. Taken together with the dynamic nature of competition in the wireless industry, these facts ensure that the transaction will not lead to either unilateral or coordinated anticompetitive effects in any market.

1. Unilateral Effects on Retail Mobile Telephony/Broadband Services Are Unlikely

The Commission has recognized that a combination of two wireless carriers can lead to the possibility of unilateral anticompetitive effects only under highly specific conditions. Those conditions almost certainly cannot be satisfied in this transaction, which is not a typical acquisition of a wireless carrier by another wireless carrier, but rather an acquisition of divestiture properties required to be sold by the Commission and the Antitrust Division of the Justice Department. As noted, in 49 of the CMAs, AT&T will be a new entrant, and in the others, AT&T has only a minor presence. Indeed, unilateral effects are unlikely in any of the

Footnote continued from previous page
more flexible, market-oriented model of spectrum allocation and assignment for spectrum used to provide" CMRS. *Id.* ¶ 66.

[79] *See* Appendix C.

affected CMAs since (1) there are numerous competitors offering comparable service in each CMA; (2) AT&T's offerings are not a close substitute for ALLTEL's offerings; and (3) existing and new competitors can take customers away from AT&T post-transaction if it attempts to act unilaterally.

a. Numerous Competitors Offer Comparable Service in All Areas Affected by the Transaction

A sufficient number of competitors operate and provide service in every CMA affected by the transaction to guard against unilateral exercise of market power.

In the CMAs where both AT&T and ALLTEL operate, most of the national wireless carriers compete for customers and in the majority of those CMAs there are other regional wireless competitors as well. AT&T's acquisition of ALLTEL's (and RCC's and Verizon Wireless', where applicable) licenses and operating businesses will maintain and even increase the current level of competitive vigor in each area. This is especially true because existing competitors face no barriers to expansion in these CMAs due to spectrum availability. In each CMA where AT&T and ALLTEL both operate today, their existing rivals have access to enough spectrum to compete effectively and to expand their service in the event of a unilateral price increase.[80]

[80] The Commission has recognized the significance of spectrum availability in a market-by-market analysis of competition. *See, e.g., In re Union Tel. Co., Cellco P'ship d/b/a Verizon Wireless Applications for 700 MHz Band Licenses, Auction No. 73*, File No. 0003371176, Memorandum Opinion and Order, FCC 08-257, ¶ 18 (rel. Nov. 13, 2008) (factors to be considered in assessment of market conditions include "(1) the total spectrum available for mobile telephony use; (2) the particular applicant's portion of available spectrum; (3) licensees in the market and their spectrum holdings; (4) licensees currently providing service in the market; (5) whether current service providers, who may be capacity constrained in the near-term, can access additional spectrum in the market either through auction or on the secondary market; and (6) licensees currently holding spectrum that could enter the market to provide service."); *see also AT&T Mobility/Aloha Order* at 2237, ¶ 12.

Given the existing spectrum available to current and potential competitors, and the new spectrum the Commission has licensed, there is no concern that AT&T will have so much spectrum post-transaction in any area that effective competition in next-generation services will not emerge.

b. AT&T and ALLTEL Are Not Close Substitutes

Unilateral effects also are unlikely because the services of ALLTEL and AT&T are not especially close substitutes. The Commission previously has recognized that wireless carriers are differentiated along such dimensions as quality, coverage and plan features.[81] If customers consider the parties involved in the transaction "to be more distant substitutes for one another in the spectrum of differentiated choices available, or if there are multiple choices available to customers that they view as similarly close substitutes for one another, then anticompetitive unilateral effects may be less likely to occur or may be less significant."[82] That is the case here.

The Commission has acknowledged that "national mobile providers are closer substitutes for one another than they are for the regional carriers," as they tend to offer only nationwide plans.[83] Furthermore, additional handset, plan and service choices and a vastly larger home network of coverage will be made available to ALLTEL customers in the affected CMAs as a result of the transaction. Consumers who most value these offerings today have looked to AT&T and other national carriers and not to ALLTEL.

Of equal importance, even if, contrary to the facts, customers viewed AT&T and ALLTEL as especially close substitutes, there are no barriers to other carriers repositioning their

[81] *Cingular/AT&T Wireless Order* at 21,572-73, ¶ 123.
[82] *Id.* at 21,571, ¶ 117.
[83] *Id.* at 21,575, ¶ 132.

product and service offerings to replace whatever competition is lost. Moreover, there are no practical constraints to expansion into affected CMAs by established carriers who do not operate there today. Customers can and do switch, spectrum is generally available, and distribution can be established and expanded without large capital investments.[84]

c. Competitors and New Entrants Can Rapidly Win Customers from Incumbents

Another reason unilateral anticompetitive effects are unlikely is, as the Commission has acknowledged, the ease with which customers of the post-transaction carrier could switch to rival carriers in the event of a unilateral price increase.[85] The significant customer churn in the wireless industry indicates that carriers have little ability to retain their customers if they are not providing competitive pricing, service and features.[86] Also, the Commission's most recent CMRS Competition report noted that the "introduction and spread of pro-rated ETFs [early termination fees] will lower the barrier to consumer switching ability compared to a flat rate by progressively reducing the fee customers pay for canceling their service early."[87] In addition, the recent introduction of a month-to-month agreement by one nationwide carrier that allows customers to terminate their agreement at the end of any month without paying an early termination fee and the emergence of a "nascent secondary market for mobile phone contracts"

[84] For example, in addition to company-owned retail stores, ALLTEL distributes its products and services through its web store, phone store and independent dealers such as national/regional retail chains. ALLTEL 10-K at 6-7.

[85] *See, e.g.*, *Cingular/AT&T Wireless Order* at 21,575, ¶ 132.

[86] *Thirteenth Annual CMRS Report* ¶ 181; *Twelfth Annual CMRS Report* at 2319, ¶ 188; *Eleventh Annual CMRS Report* at 10,950, ¶ 4 ("Consumers continue to pressure carriers to compete on price and other terms and conditions of service by freely switching providers in response to differences in the cost and quality of service.").

[87] *Thirteenth Annual CMRS Report* ¶ 185 (noting that "three of the four nationwide providers have already implemented various new policies to pro-rate ETFs and the remaining provider has confirmed that it plans to implement a new pro-rated ETF policy before the end of 2008").

may also facilitate consumers' ability to switch carriers.[88] Thus, AT&T could not unilaterally increase price post-transaction without losing customers to other wireless competitors offering comparable service.

2. Coordinated Effects Are Unlikely

This transaction also will not result in coordinated anticompetitive effects. As explained above, in the majority of the affected CMAs, there will be no change in the number of competitors, and *in the remainder*, the transaction will make for a stronger facilities-based competitor. Thus, there is no increased possibility of coordinated effects as a result of the transaction. Indeed, the differentiation between AT&T, a GSM provider, and other competitors using CDMA technology (such as Sprint, Verizon Wireless, Leap and MetroPCS) is greater than it was with ALLTEL, which, as explained below, further reduces any likelihood of coordinated effects, to the extent this transaction has any impact at all.

Anticompetitive coordination between AT&T and its competitors as a result of this transaction is unlikely because, as discussed above, other competitors in the 79 CMAs possess excess capacity which they could readily use to increase their output of wireless services in order to take advantage of the increased demand that would result if carriers attempted to elevate prices through tacit or explicit coordination.[89]

Other factors that make coordination unlikely between AT&T and Verizon Wireless (or between AT&T and another carrier) include the following:

- Product heterogeneity. Competition among wireless carriers takes a variety of different forms. Carriers compete not only on the basis of rate plan pricing, but

[88] *Id.* ¶¶ 185-86.

[89] *See also Cingular/AT&T Wireless Order* at 21,576, ¶ 135 ("[I]t will generally be feasible for firms to add customers quickly because excess capacity is often available and because non-trivial increases in the capacity to serve customers can be realized rapidly.").

also on plan features, handset offerings and pricing, unique content offerings and service quality, among other things.[90] The Commission has previously found that coordination is more difficult where products are diverse.[91]

- Deviating from the terms of a hypothetical cartel would be easy to accomplish and difficult to detect. It also would be difficult for rivals to punish. For example, facilities-based competitors could deviate from a coordinated pricing or market division-type agreement among carriers by selling cheaply to a reseller, or by signing roaming agreements. Each of those approaches would have the effect of increasing the carrier's output – the minutes of use that customers enjoy on their networks – without changing the prices or terms of service on their own plans. Increases in output exert downward pressure on prices.[92]

- Uncertainty of future demand. In the wireless industry, in which there is rapid technological change and rollout of new services, including mobile broadband, mobile video, Wi-Fi, WiMAX, and others, there is likely to be uncertainty about future levels of demand for any given service. Coordination may be more difficult in a market with relatively frequent demand or cost fluctuations among firms.[93]

In light of all these conditions in the marketplace, there is no reason for concern that the acquisition of ALLTEL's (and RCC's and Verizon Wireless', where applicable) licenses and operating businesses in 79 CMAs by AT&T would result in coordinated effects between AT&T

[90] *Thirteenth Annual CMRS Report* ¶¶ 1, 111-122 (observing "independent pricing behavior, in the form of continued experimentation with varying pricing levels and structures, for varying service packages, with various handsets and policies on handset pricing," discussing national rate pricing plans, family plans, unlimited national flat-rate calling plans, prorating early termination fees, month-to-month contracts, prepaid service plans, and content offerings such as text, photo, and video messaging, web browsing, and other cell phone content). *See id.* ¶ 111 (national pricing plans, free long distance and roaming, family plans, handset pricing, and "on-net" mobile-to-mobile options), ¶ 112 (unlimited national flat-rate calling plans), ¶¶ 113-14 (prorating early termination fees), ¶ 115 (month-to-month contracts), ¶¶ 116-18 (prepaid service plans), ¶¶ 119-22 (mobile data pricing and content offerings). *See also id.* ¶ 125 (noting "[s]ervice providers in the mobile telecommunications market also compete on many more dimensions other than price, including non-price characteristics such as coverage, call quality, data speeds, and mobile data content.").

[91] *Cingular/AT&T Wireless Order* at 21,582, ¶ 156; *see also Denali/Alaska DigiTel Order* at 14,893, ¶ 68 n.206; *Midwest Wireless Order* at 11,549, ¶ 46 n.173; *Sprint/Nextel Order* at 13,997, ¶ 75; U.S. Dep't of Justice, *Voice, Video and Broadband: The Changing Competitive Landscape and Its Impact on Consumers* 31 n.155 (Nov. 2008).

[92] *See Thirteenth Annual CMRS Report* ¶ 110.

[93] Dep't. of Justice & Fed. Trade Comm'n, Horizontal Merger Guidelines § 2.12 (1992, *am.* 1997), *available at* http://www.ftc.gov/bc/docs/horizmer.htm.

and other competing carriers, whether tacit or explicit. It would be too difficult to coordinate, too easy to deviate from the terms agreed upon by a hypothetical cartel, and too hard to punish such deviation, and the profits of such "cheating" would simply be too great for coordination to be sustained.

VII. RELATED GOVERNMENTAL FILINGS

The Department of Justice will conduct its own review of the proposed divestitures to AT&T, upon consultation with the Attorneys General of the states who are co-plaintiffs with the Department, pursuant to the Final Judgment and Modified Final Judgments,[94] and AT&T's acquisition of the divested businesses in the five CMAs where the Commission required divestitures that were not required by the Final Judgment pursuant to the Hart-Scott-Rodino Antitrust Improvements Act of 1976[95] and the rules promulgated thereunder. The Applicants are submitting a pre-merger notification form and an associated documentary appendix to the Department and the Federal Trade Commission, and they fully expect that this review will confirm that the overall transaction is in the public interest and not anticompetitive. Finally, there will be a filing or informational filing in several states.

VIII. MISCELLANEOUS REGULATORY ISSUES

In addition to seeking the Commission's approval of the assignments and transfer of control of the authorizations and spectrum leases covered in these Applications, the Applicants also request approval for the additional authorizations described below.

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[94] *See supra* note 2.

[95] 15 U.S.C. § 18a.

A. After-Acquired Authorizations

While the list of call signs and file numbers referenced in each application or notification is intended to be complete and to include all of the licenses, authorizations and spectrum leases held by the respective licensees or lessees that are subject to the transaction, Verizon Wireless licensees or lessees may now have on file, and may hereafter file, additional requests for authorizations for new or modified facilities which may be granted or may enter into new spectrum leases before the Commission takes action on these Applications. Accordingly, the Applicants request that any Commission approval of the Applications filed for this transaction include authority for AT&T to acquire control of, with respect to the 79 CMAs implicated by this transaction: (1) any authorization issued to the respective licensees/transferors during the pendency of the transaction and the period required for consummation of the transaction; (2) any construction permits held by the respective licensees/transferors that mature into licenses after closing; (3) any applications or lease notifications that are pending at the time of consummation; and (4) any leases of spectrum into which Verizon Wireless subsidiaries enter as lessees during the pendency of the transaction and the period required for consummation of the transaction. Such action would be consistent with prior decisions of the Commission.[96] Moreover, the parties request that Commission approval include any authorizations or leases that the parties agree may have been inadvertently omitted.

[96] *See, e.g.*, *SBC/AT&T Order* at 18,392, ¶ 212; *Cingular/AT&T Wireless Order* at 21,626, ¶ 275; *In re Applications for Consent to the Transfer of Control of Licenses and Section 214 Authorizations from S. New Eng. Telecoms. Corp. to SBC Commc'ns, Inc.*, Memorandum Opinion and Order, 13 FCC Rcd. 21,292, 21,317, ¶ 49 (1998); *In re Applications of NYNEX Corp. and Bell Atl. Corp.*, Memorandum Opinion and Order, 12 FCC Rcd. 19,985, 20,097-98, ¶¶ 246-56 (1997); *In re Applications of Pac. Telesis Group and SBC Commc'ns, Inc.*, Memorandum Opinion and Order, 12 FCC Rcd. 2624, 2665, ¶ 93 (1997); *In re Applications of Craig O. McCaw and Am. Tel. & Tel. Co.*, Memorandum Opinion and Order, 9 FCC Rcd. 5836, 5909, ¶ 137 n.300 (1994), *aff'd sub nom. SBC Commc'ns Inc. v. FCC*, 56 F.3d 1484 (D.C. Cir. 1995), *recons. in part*, 10 FCC Rcd. 11,786 (1995).

B. Trafficking

To the extent any authorizations for unconstructed systems are covered by this transaction, these authorizations are merely incidental, with no separate payment being made for any individual authorization or facility. Accordingly, there is no reason to review the transaction from a trafficking perspective.[97]

C. Blanket Exemption to Cut-Off Rules

Pursuant to Sections 1.927(h), 1.929(a)(2) and 1.933(b) of the Commission's Rules,[98] to the extent necessary,[99] the Applicants request a blanket exemption from any applicable cut-off rules in cases where the licensees in this transaction file amendments to pending applications in order to reflect consummation of the proposed transaction. This exemption is requested to prevent amendments to pending applications that report the change in ultimate ownership of the licenses involved in these Applications from being treated as major amendments. The nature of the proposed transaction demonstrates that the ownership changes would not be made for the acquisition of any particular pending application, but as part of a larger transaction undertaken for an independent and legitimate business purpose. Grant of this request would be consistent

[97] *See* 47 C.F.R. § 1.948(i) (noting that the Commission *may* request additional information regarding trafficking if it appears that a transaction involves unconstructed authorizations that were obtained for the principal purpose of speculation); *id.* § 101.55(c)-(d) (permitting transfers of unconstructed microwave facilities that are "incidental to a sale of other facilities or merger of interests").

[98] 47 C.F.R. §§ 1.927(h), 1.929(a)(2), 1.933(b).

[99] With respect to cut-off rules under Sections 1.927(h) and 1.929(a)(2), the Commission previously has found that the public notice announcing the transaction will provide adequate notice to the public with respect to the licenses involved, including for any license modifications pending. In such cases, it determined that a blanket exemption of the cut-off rules was unnecessary. *See Applications of Ameritech Corp. and GTE Consumer Services Inc. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 15 FCC Rcd. 6667, 6668 ¶ 2 n.6 (WTB 1999); *In re Applications of Comcast Cellular Holdings, Co. and SBC Communications Inc.*, Memorandum Opinion and Order, 14 FCC Rcd. 10,604, 10,605, ¶ 2 n.3 (WTB 1999).

with prior Commission decisions that routinely granted a blanket exemption in cases involving multiple-license transactions, such as this one.[100]

D. Unjust Enrichment

None of the authorizations at issue in this transaction was obtained pursuant to set-asides or bidding credits for designated entities. The unjust enrichment provisions of the Commission's auction rules[101] thus do not apply.

AWS license WQGA717, a portion of which is being assigned to AT&T in this transaction, was acquired through competitive bidding in November 2006. Given that the transaction will likely close more than three years after the acquisition of this license, and that the partial assignment of the license is occurring as a result of a federal government directive and is clearly only a very small part of a larger transaction, concerns regarding the consideration paid for the assignment of this license similarly would not appear to apply. This is especially the case inasmuch as the overall purchase price for the deal is public and has not been allocated per license.

E. Environmental Impact

As required by Section 1.923(e) of the Commission's rules,[102] the Applicants state that the transfers of control, assignments and *de factor* transfer lease of licenses involved in these transactions will not have a significant environmental effect, as defined by Section 1.1307 of the

[100] *See, e.g. In re Applications of PacifiCorp Holdings, Inc., and Century Tel. Enters., Inc. for Consent to Transfer Control of Pacific Telecom, Inc., a Subsidiary of PacifiCorp Holdings, Inc.*, Memorandum Opinion and Order, 13 FCC Rcd. 8891, 8915-16, ¶ 47 (1997); *NYNEX/Bell Atlantic Order* ¶ 234; *McCaw/AT&T Order* ¶ 137 n.300.

[101] *Id.* § 1.2111(b) - (d).

[102] 47 C.F.R. § 1.923(e).

Commission's rules.[103] A transfer of control, assignment or lease of licenses does not involve any engineering changes and, therefore, cannot have a significant environmental impact.

F. Ownership of License Entities

The entity being assigned licenses as a result of this transaction, ADC, will be a wholly owned subsidiary of AT&T. Therefore, ADC is entitled to rely on the FCC Form 602 ownership reports filed by AT&T.

IX. CONCLUSION

For the foregoing reasons, the Commission should conclude that the assignments and transfer described herein serve the public interest, convenience and necessity, and the Commission should expeditiously and unconditionally grant these Applications and approve the divestitures to AT&T pursuant to the *Verizon/ALLTEL Order*.[104]

[103] *Id.* § 1.1307.

[104] *Verizon/ALLTEL Order* ¶¶ 157, 159.

Appendix A
Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
181	Muskegon, MI	Muskegon	Michigan	97	25	122	145
181	Muskegon, MI	Oceana	Michigan	97	25	122	145
221	Fargo-Moorehead, ND-MN	Clay	Minnesota	0	35	35	95
221	Fargo-Moorehead, ND-MN	Cass	North Dakota	0	35	35	95
246	Dothan, AL	Dale	Alabama	10	35	45	115
246	Dothan, AL	Houston	Alabama	10	35	45	145
253	Sioux City, IA-NE	Woodbury	Iowa	10	40	50	125
253	Sioux City, IA-NE	Dakota	Nebraska	30	40	70	125
262	Danville, VA	Danville	Virginia	62	25	87	145
262	Danville, VA	Pittsylvania	Virginia	62	25	87	145
267	Sioux Falls, SD	Minnehaha	South Dakota	10	45	55	95
268	Billings, MT	Yellowstone	Montana	10	70	80	115
276	Grand Forks, ND-MN	Polk	Minnesota	20	35	55	125
276	Grand Forks, ND-MN	Grand Forks	North Dakota	0	35	35	95
285	Las Cruces, NM	Dona Ana	New Mexico	40	25	65	95
289	Rapid City, SD	Meade	South Dakota	10	45	55	95
289	Rapid City, SD	Pennington	South Dakota	10	45	55	95
297	Great Falls, MT	Cascade	Montana	40	60	100	125
298	Bismarck, ND	Burleigh	North Dakota	20	55	75	95
298	Bismarck, ND	Morton	North Dakota	20	55	75	95
299	Casper, WY	Natrona	Wyoming	0	35	35	95
313	Alabama 7 - Butler	Butler	Alabama	50	35	85	145

Appendix A
Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
313	Alabama 7 - Butler	Coffee	Alabama	10	35	45	115
313	Alabama 7 - Butler	Covington	Alabama	50	35	85	145
313	Alabama 7 - Butler	Crenshaw	Alabama	50	35	85	145
313	Alabama 7 - Butler	Geneva	Alabama	10	35	45	145
313	Alabama 7 - Butler	Pike	Alabama	40	35	75	145
322	Arizona 5 - Gila	Gila	Arizona	42	25	67	145
322	Arizona 5 - Gila	Pinal	Arizona	52	25	77	115
341	California 6 - Mono	Inyo	California	62	25	87	145
341	California 6 - Mono	Mono	California	62	25	87	145
351	Colorado 4 - Park	Chaffee	Colorado	20	35	55	115
351	Colorado 4 - Park	Custer	Colorado	20	35	55	145
351	Colorado 4 - Park	Fremont	Colorado	10	35	45	115
351	Colorado 4 - Park	Lake	Colorado	20	35	55	115
351	Colorado 4 - Park	Park	Colorado	30	35	65	145
352	Colorado 5 - Elbert	Cheyenne	Colorado	30	35	65	145
352	Colorado 5 - Elbert	Elbert	Colorado	30	0	30	145
352	Colorado 5 - Elbert	Kit Carson	Colorado	30	35	65	145
352	Colorado 5 - Elbert	Lincoln	Colorado	30	35	65	145
353	Colorado 6 - San Miguel	Dolores	Colorado	57	25	82	125
353	Colorado 6 - San Miguel	Hinsdale	Colorado	42	25	67	145
353	Colorado 6 - San Miguel	La Plata	Colorado	57	25	82	125
353	Colorado 6 - San Miguel	Montezuma	Colorado	57	25	82	125

Appendix A
Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
353	Colorado 6 - San Miguel	Ouray	Colorado	37	25	62	145
353	Colorado 6 - San Miguel	San Juan	Colorado	57	25	82	125
353	Colorado 6 - San Miguel	San Miguel	Colorado	37	25	62	145
354	Colorado 7 - Saguache	Alamosa	Colorado	20	35	55	145
354	Colorado 7 - Saguache	Archuleta	Colorado	55	35	90	125
354	Colorado 7 - Saguache	Conejos	Colorado	20	35	55	145
354	Colorado 7 - Saguache	Mineral	Colorado	20	35	55	145
354	Colorado 7 - Saguache	Rio Grande	Colorado	20	35	55	145
354	Colorado 7 - Saguache	Saguache	Colorado	20	35	55	145
355	Colorado 8 - Kiowa	Bent	Colorado	20	35	55	145
355	Colorado 8 - Kiowa	Crowley	Colorado	20	35	55	145
355	Colorado 8 - Kiowa	Kiowa	Colorado	20	35	55	145
355	Colorado 8 - Kiowa	Otero	Colorado	20	35	55	145
355	Colorado 8 - Kiowa	Prowers	Colorado	20	35	55	145
356	Colorado 9 - Costilla	Baca	Colorado	20	35	55	145
356	Colorado 9 - Costilla	Costilla	Colorado	20	35	55	145
356	Colorado 9 - Costilla	Huerfano	Colorado	20	35	55	145
356	Colorado 9 - Costilla	Las Animas	Colorado	20	35	55	145
419	Iowa 8 - Monona	Crawford	Iowa	10	35	45	145
419	Iowa 8 - Monona	Harrison	Iowa	30	35	65	145
419	Iowa 8 - Monona	Monona	Iowa	30	40	70	125
419	Iowa 8 - Monona	Shelby	Iowa	30	35	65	145

Appendix A
Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
427	Iowa 16 - Lyon	Cherokee	Iowa	10	35	45	125
427	Iowa 16 - Lyon	Lyon	Iowa	20	45	65	125
427	Iowa 16 - Lyon	O'Brien	Iowa	20	35	55	125
427	Iowa 16 - Lyon	Osceola	Iowa	20	60	80	145
427	Iowa 16 - Lyon	Plymouth	Iowa	20	35	55	125
427	Iowa 16 - Lyon	Sioux	Iowa	20	35	55	125
428	Kansas 1 - Cheyenne	Cheyenne	Kansas	30	25	55	145
428	Kansas 1 - Cheyenne	Decatur	Kansas	35	25	60	125
428	Kansas 1 - Cheyenne	Rawlins	Kansas	35	25	60	125
428	Kansas 1 - Cheyenne	Sheridan	Kansas	40	25	65	145
428	Kansas 1 - Cheyenne	Sherman	Kansas	20	25	45	145
428	Kansas 1 - Cheyenne	Thomas	Kansas	10	25	35	145
429	Kansas 2 - Norton	Graham	Kansas	40	25	65	145
429	Kansas 2 - Norton	Norton	Kansas	40	25	65	145
429	Kansas 2 - Norton	Osborne	Kansas	40	25	65	145
429	Kansas 2 - Norton	Phillips	Kansas	40	25	65	145
429	Kansas 2 - Norton	Rooks	Kansas	40	25	65	145
429	Kansas 2 - Norton	Smith	Kansas	10	25	35	145
433	Kansas 6 - Wallace	Gove	Kansas	10	25	35	145
433	Kansas 6 - Wallace	Greeley	Kansas	40	25	65	125
433	Kansas 6 - Wallace	Lane	Kansas	40	25	65	125
433	Kansas 6 - Wallace	Logan	Kansas	10	25	35	145

Appendix A
Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
433	Kansas 6 - Wallace	Scott	Kansas	35	25	60	125
433	Kansas 6 - Wallace	Wallace	Kansas	30	25	55	145
433	Kansas 6 - Wallace	Wichita	Kansas	40	25	65	125
434	Kansas 7 - Trego	Barton	Kansas	10	25	35	145
434	Kansas 7 - Trego	Ellis	Kansas	10	25	35	145
434	Kansas 7 - Trego	Ness	Kansas	40	25	65	145
434	Kansas 7 - Trego	Pawnee	Kansas	10	25	35	145
434	Kansas 7 - Trego	Rush	Kansas	10	25	35	145
434	Kansas 7 - Trego	Russell	Kansas	10	25	35	145
434	Kansas 7 - Trego	Trego	Kansas	10	25	35	145
438	Kansas 11 - Hamilton	Finney	Kansas	35	25	60	125
438	Kansas 11 - Hamilton	Grant	Kansas	35	25	60	125
438	Kansas 11 - Hamilton	Hamilton	Kansas	35	25	60	125
438	Kansas 11 - Hamilton	Haskell	Kansas	35	25	60	125
438	Kansas 11 - Hamilton	Kearny	Kansas	35	25	60	125
438	Kansas 11 - Hamilton	Morton	Kansas	40	25	65	145
438	Kansas 11 - Hamilton	Seward	Kansas	40	25	65	145
438	Kansas 11 - Hamilton	Stanton	Kansas	35	25	60	125
438	Kansas 11 - Hamilton	Stevens	Kansas	10	25	35	145
439	Kansas 12 - Hodgeman	Clark	Kansas	28	25	53	145
439	Kansas 12 - Hodgeman	Ford	Kansas	28	25	53	145
439	Kansas 12 - Hodgeman	Gray	Kansas	28	25	53	145

Appendix A
Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
439	Kansas 12 - Hodgeman	Hodgeman	Kansas	58	25	83	145
439	Kansas 12 - Hodgeman	Meade	Kansas	20	25	45	145
440	Kansas 13 - Edwards	Barber	Kansas	55	25	80	145
440	Kansas 13 - Edwards	Comanche	Kansas	10	25	35	145
440	Kansas 13 - Edwards	Edwards	Kansas	10	25	35	145
440	Kansas 13 - Edwards	Kiowa	Kansas	10	25	35	145
440	Kansas 13 - Edwards	Pratt	Kansas	10	25	35	145
440	Kansas 13 - Edwards	Stafford	Kansas	10	25	35	145
476	Michigan 5 - Manistee	Benzie	Michigan	90	40	130	125
476	Michigan 5 - Manistee	Lake	Michigan	110	35	145	145
476	Michigan 5 - Manistee	Leelanau	Michigan	90	40	130	125
476	Michigan 5 - Manistee	Manistee	Michigan	90	40	130	125
476	Michigan 5 - Manistee	Mason	Michigan	110	35	145	145
476	Michigan 5 - Manistee	Missaukee	Michigan	90	40	130	125
476	Michigan 5 - Manistee	Osceola	Michigan	90	40	130	125
476	Michigan 5 - Manistee	Wexford	Michigan	90	40	130	125
478	Michigan 7 - Newaygo	Gratiot	Michigan	85	40	125	125
478	Michigan 7 - Newaygo	Isabella	Michigan	85	40	125	125
478	Michigan 7 - Newaygo	Mecosta	Michigan	90	35	125	145
478	Michigan 7 - Newaygo	Montcalm	Michigan	90	35	125	145
478	Michigan 7 - Newaygo	Newaygo	Michigan	90	35	125	145
482	Minnesota 1 - Kittson	Kittson	Minnesota	20	45	65	125

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Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
482	Minnesota 1 - Kittson	Marshall	Minnesota	20	45	65	125
482	Minnesota 1 - Kittson	Pennington	Minnesota	20	45	65	125
482	Minnesota 1 - Kittson	Red Lake	Minnesota	20	45	65	125
482	Minnesota 1 - Kittson	Roseau	Minnesota	20	45	65	125
483	Minnesota 2 - Lake of the Woods	Beltrami	Minnesota	45	20	65	145
483	Minnesota 2 - Lake of the Woods	Clearwater	Minnesota	20	55	75	145
483	Minnesota 2 - Lake of the Woods	Lake of the Woods	Minnesota	20	45	65	125
483	Minnesota 2 - Lake of the Woods	Mahnomen	Minnesota	20	45	65	125
483	Minnesota 2 - Lake of the Woods	Norman	Minnesota	20	45	65	125
488	Minnesota 7 - Chippewa	Chippewa	Minnesota	0	35	35	95
488	Minnesota 7 - Chippewa	Kandiyohi	Minnesota	10	35	45	125
488	Minnesota 7 - Chippewa	McLeod	Minnesota	30	45	75	145
488	Minnesota 7 - Chippewa	Meeker	Minnesota	30	45	75	145
488	Minnesota 7 - Chippewa	Nicollet	Minnesota	20	25	45	125
488	Minnesota 7 - Chippewa	Renville	Minnesota	10	35	45	125
488	Minnesota 7 - Chippewa	Sibley	Minnesota	20	25	45	125
489	Minnesota 8 - Lac qui Parle	Lac qui Parle	Minnesota	10	35	45	95
489	Minnesota 8 - Lac qui Parle	Lincoln	Minnesota	10	25	35	125
489	Minnesota 8 - Lac qui Parle	Lyon	Minnesota	10	25	35	125
489	Minnesota 8 - Lac qui Parle	Redwood	Minnesota	20	25	45	125
489	Minnesota 8 - Lac qui Parle	Yellow Medicine	Minnesota	0	25	25	95
490	Minnesota 9 - Pipestone	Brown	Minnesota	20	25	45	125

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Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
490	Minnesota 9 - Pipestone	Cottonwood	Minnesota	10	25	35	145
490	Minnesota 9 - Pipestone	Jackson	Minnesota	10	25	35	145
490	Minnesota 9 - Pipestone	Martin	Minnesota	20	25	45	125
490	Minnesota 9 - Pipestone	Murray	Minnesota	10	25	35	145
490	Minnesota 9 - Pipestone	Nobles	Minnesota	10	25	35	145
490	Minnesota 9 - Pipestone	Pipestone	Minnesota	10	25	35	145
490	Minnesota 9 - Pipestone	Rock	Minnesota	10	25	35	145
490	Minnesota 9 - Pipestone	Watonwan	Minnesota	20	25	45	125
491	Minnesota 10 - Le Sueur	Blue Earth	Minnesota	20	25	45	125
491	Minnesota 10 - Le Sueur	Faribault	Minnesota	20	25	45	125
491	Minnesota 10 - Le Sueur	Freeborn	Minnesota	25	25	50	145
491	Minnesota 10 - Le Sueur	Le Sueur	Minnesota	20	25	45	125
491	Minnesota 10 - Le Sueur	Rice	Minnesota	30	25	55	145
491	Minnesota 10 - Le Sueur	Steele	Minnesota	30	25	55	145
491	Minnesota 10 - Le Sueur	Waseca	Minnesota	20	25	45	125
523	Montana 1 - Lincoln	Flathead	Montana	15	65	80	125
523	Montana 1 - Lincoln	Glacier	Montana	40	30	70	125
523	Montana 1 - Lincoln	Lake	Montana	40	60	100	125
523	Montana 1 - Lincoln	Lincoln	Montana	50	35	85	145
523	Montana 1 - Lincoln	Pondera	Montana	30	60	90	95
523	Montana 1 - Lincoln	Sanders	Montana	40	30	70	125
523	Montana 1 - Lincoln	Teton	Montana	30	60	90	95

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Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
524	Montana 2 - Toole	Blaine	Montana	30	30	60	95
524	Montana 2 - Toole	Chouteau	Montana	30	60	90	95
524	Montana 2 - Toole	Hill	Montana	30	60	90	95
524	Montana 2 - Toole	Liberty	Montana	40	30	70	125
524	Montana 2 - Toole	Toole	Montana	40	60	100	125
526	Montana 4 - Daniels	Daniels	Montana	20	40	60	145
526	Montana 4 - Daniels	Dawson	Montana	10	70	80	115
526	Montana 4 - Daniels	McCone	Montana	10	40	50	115
526	Montana 4 - Daniels	Richland	Montana	10	40	50	115
526	Montana 4 - Daniels	Roosevelt	Montana	10	40	50	115
526	Montana 4 - Daniels	Sheridan	Montana	20	40	60	145
526	Montana 4 - Daniels	Wibaux	Montana	10	40	50	115
527	Montana 5 - Mineral	Granite	Montana	40	60	100	125
527	Montana 5 - Mineral	Lewis and Clark	Montana	15	65	80	125
527	Montana 5 - Mineral	Mineral	Montana	40	60	100	125
527	Montana 5 - Mineral	Missoula	Montana	30	60	90	95
527	Montana 5 - Mineral	Powell	Montana	5	65	70	95
527	Montana 5 - Mineral	Ravalli	Montana	40	60	100	125
528	Montana 6 - Deer Lodge	Broadwater	Montana	15	65	80	125
528	Montana 6 - Deer Lodge	Deer Lodge	Montana	5	65	70	95
528	Montana 6 - Deer Lodge	Jefferson	Montana	15	65	80	125
528	Montana 6 - Deer Lodge	Judith Basin	Montana	40	30	70	125

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Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
528	Montana 6 - Deer Lodge	Meagher	Montana	40	30	70	125
528	Montana 6 - Deer Lodge	Silver Bow	Montana	15	65	80	125
528	Montana 6 - Deer Lodge	Wheatland	Montana	20	40	60	145
529	Montana 7 - Fergus	Fergus	Montana	40	60	100	125
529	Montana 7 - Fergus	Golden Valley	Montana	20	40	60	145
529	Montana 7 - Fergus	Musselshell	Montana	20	40	60	145
529	Montana 7 - Fergus	Petroleum	Montana	20	40	60	145
529	Montana 7 - Fergus	Stillwater	Montana	20	70	90	145
529	Montana 7 - Fergus	Sweet Grass	Montana	20	70	90	145
530	Montana 8 - Beaverhead	Beaverhead	Montana	15	35	50	125
530	Montana 8 - Beaverhead	Gallatin	Montana	10	60	70	125
530	Montana 8 - Beaverhead	Madison	Montana	15	65	80	125
530	Montana 8 - Beaverhead	Park	Montana	10	60	70	125
531	Montana 9 - Carbon	Big Horn	Montana	10	70	80	115
531	Montana 9 - Carbon	Carbon	Montana	20	70	90	145
531	Montana 9 - Carbon	Rosebud	Montana	10	70	80	115
531	Montana 9 - Carbon	Treasure	Montana	10	70	80	115
532	Montana 10 - Prairie	Carter	Montana	20	40	60	145
532	Montana 10 - Prairie	Custer	Montana	10	70	80	115
532	Montana 10 - Prairie	Fallon	Montana	20	40	60	145
532	Montana 10 - Prairie	Powder River	Montana	20	40	60	145
532	Montana 10 - Prairie	Prairie	Montana	10	70	80	115

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Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
537	Nebraska 5 - Boone	Boone	Nebraska	30	0	30	125
537	Nebraska 5 - Boone	Butler	Nebraska	30	10	40	145
537	Nebraska 5 - Boone	Colfax	Nebraska	30	10	40	145
537	Nebraska 5 - Boone	Dodge	Nebraska	30	10	40	145
537	Nebraska 5 - Boone	Merrick	Nebraska	55	10	65	125
537	Nebraska 5 - Boone	Nance	Nebraska	15	10	25	125
537	Nebraska 5 - Boone	Platte	Nebraska	30	10	40	145
537	Nebraska 5 - Boone	Polk	Nebraska	30	10	40	145
537	Nebraska 5 - Boone	Saunders	Nebraska	40	10	50	145
537	Nebraska 5 - Boone	Washington	Nebraska	30	10	40	145
544	Nevada 2 - Lander	Elko	Nevada	62	25	87	145
544	Nevada 2 - Lander	Eureka	Nevada	62	25	87	145
544	Nevada 2 - Lander	Lander	Nevada	62	25	87	145
547	Nevada 5 - White Pine	Lincoln	Nevada	57	25	82	145
547	Nevada 5 - White Pine	White Pine	Nevada	57	35	92	145
553	New Mexico 1 - San Juan	Cibola	New Mexico	67	25	92	125
553	New Mexico 1 - San Juan	McKinley	New Mexico	57	25	82	125
553	New Mexico 1 - San Juan	Rio Arriba	New Mexico	57	25	82	145
553	New Mexico 1 - San Juan	San Juan	New Mexico	57	25	82	125
553	New Mexico 1 - San Juan	Taos	New Mexico	57	25	82	145
557	New Mexico 5 - Grant	Grant	New Mexico	50	25	75	125
557	New Mexico 5 - Grant	Hidalgo	New Mexico	50	25	75	125

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Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
557	New Mexico 5 - Grant	Luna	New Mexico	40	25	65	95
558	New Mexico 6 - Lincoln	Chaves	New Mexico	20	35	55	95
558	New Mexico 6 - Lincoln	Eddy	New Mexico	20	35	55	95
558	New Mexico 6 - Lincoln	Lea	New Mexico	20	30	50	145
558	New Mexico 6 - Lincoln	Lincoln	New Mexico	30	35	65	125
558	New Mexico 6 - Lincoln	Otero	New Mexico	40	35	75	115
580	North Dakota 1 - Divide	Burke	North Dakota	32	45	77	125
580	North Dakota 1 - Divide	Divide	North Dakota	32	45	77	125
580	North Dakota 1 - Divide	McLean	North Dakota	32	45	77	125
580	North Dakota 1 - Divide	Mountrail	North Dakota	32	45	77	125
580	North Dakota 1 - Divide	Renville	North Dakota	32	45	77	125
580	North Dakota 1 - Divide	Ward	North Dakota	32	45	77	125
580	North Dakota 1 - Divide	Williams	North Dakota	22	45	67	95
581	North Dakota 2 - Bottineau	Benson	North Dakota	0	45	45	95
581	North Dakota 2 - Bottineau	Bottineau	North Dakota	20	45	65	125
581	North Dakota 2 - Bottineau	Cavalier	North Dakota	20	45	65	125
581	North Dakota 2 - Bottineau	McHenry	North Dakota	20	45	65	125
581	North Dakota 2 - Bottineau	Pierce	North Dakota	40	45	85	125
581	North Dakota 2 - Bottineau	Ramsey	North Dakota	20	45	65	125
581	North Dakota 2 - Bottineau	Rolette	North Dakota	40	45	85	125
581	North Dakota 2 - Bottineau	Towner	North Dakota	20	45	65	125
582	North Dakota 3 - Barnes	Barnes	North Dakota	0	45	45	95

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CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
582	North Dakota 3 - Barnes	Dickey	North Dakota	20	45	65	125
582	North Dakota 3 - Barnes	Griggs	North Dakota	20	45	65	125
582	North Dakota 3 - Barnes	LaMoure	North Dakota	20	45	65	125
582	North Dakota 3 - Barnes	Nelson	North Dakota	20	45	65	125
582	North Dakota 3 - Barnes	Pembina	North Dakota	20	45	65	125
582	North Dakota 3 - Barnes	Ransom	North Dakota	20	45	65	125
582	North Dakota 3 - Barnes	Richland	North Dakota	20	45	65	125
582	North Dakota 3 - Barnes	Sargent	North Dakota	20	45	65	125
582	North Dakota 3 - Barnes	Steele	North Dakota	20	45	65	125
582	North Dakota 3 - Barnes	Traill	North Dakota	0	35	35	95
582	North Dakota 3 - Barnes	Walsh	North Dakota	20	45	65	125
583	North Dakota 4 - McKenzie	Adams	North Dakota	20	55	75	95
583	North Dakota 4 - McKenzie	Billings	North Dakota	40	45	85	95
583	North Dakota 4 - McKenzie	Bowman	North Dakota	40	45	85	125
583	North Dakota 4 - McKenzie	Dunn	North Dakota	40	45	85	125
583	North Dakota 4 - McKenzie	Golden Valley	North Dakota	40	45	85	95
583	North Dakota 4 - McKenzie	Grant	North Dakota	20	55	75	125
583	North Dakota 4 - McKenzie	Hettinger	North Dakota	40	45	85	95
583	North Dakota 4 - McKenzie	McKenzie	North Dakota	10	45	55	95
583	North Dakota 4 - McKenzie	Mercer	North Dakota	20	55	75	95
583	North Dakota 4 - McKenzie	Oliver	North Dakota	20	55	75	95
583	North Dakota 4 - McKenzie	Sioux	North Dakota	20	55	75	125

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Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
583	North Dakota 4 - McKenzie	Slope	North Dakota	40	45	85	95
583	North Dakota 4 - McKenzie	Stark	North Dakota	40	45	85	95
584	North Dakota 5 - Kidder	Eddy	North Dakota	0	45	45	95
584	North Dakota 5 - Kidder	Emmons	North Dakota	20	55	75	125
584	North Dakota 5 - Kidder	Foster	North Dakota	0	45	45	95
584	North Dakota 5 - Kidder	Kidder	North Dakota	20	55	75	95
584	North Dakota 5 - Kidder	Logan	North Dakota	20	55	75	125
584	North Dakota 5 - Kidder	McIntosh	North Dakota	20	55	75	125
584	North Dakota 5 - Kidder	Sheridan	North Dakota	40	55	95	125
584	North Dakota 5 - Kidder	Stutsman	North Dakota	0	45	45	95
584	North Dakota 5 - Kidder	Wells	North Dakota	20	45	65	95
634	South Dakota 1 - Harding	Butte	South Dakota	20	45	65	125
634	South Dakota 1 - Harding	Harding	South Dakota	20	45	65	125
634	South Dakota 1 - Harding	Lawrence	South Dakota	20	45	65	125
634	South Dakota 1 - Harding	Perkins	South Dakota	10	45	55	95
635	South Dakota 2 - Corson	Campbell	South Dakota	10	75	85	125
635	South Dakota 2 - Corson	Corson	South Dakota	10	75	85	125
635	South Dakota 2 - Corson	Dewey	South Dakota	10	75	85	95
635	South Dakota 2 - Corson	Potter	South Dakota	10	75	85	125
635	South Dakota 2 - Corson	Walworth	South Dakota	10	75	85	125
635	South Dakota 2 - Corson	Ziebach	South Dakota	10	75	85	95
636	South Dakota 3 - McPherson	Brown	South Dakota	10	75	85	125

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Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
636	South Dakota 3 - McPherson	Edmunds	South Dakota	10	75	85	125
636	South Dakota 3 - McPherson	Faulk	South Dakota	10	75	85	125
636	South Dakota 3 - McPherson	McPherson	South Dakota	10	75	85	125
636	South Dakota 3 - McPherson	Spink	South Dakota	10	75	85	95
637	South Dakota 4 - Marshall	Clark	South Dakota	22	55	77	95
637	South Dakota 4 - Marshall	Codington	South Dakota	22	55	77	95
637	South Dakota 4 - Marshall	Day	South Dakota	22	75	97	125
637	South Dakota 4 - Marshall	Deuel	South Dakota	22	55	77	95
637	South Dakota 4 - Marshall	Grant	South Dakota	32	55	87	125
637	South Dakota 4 - Marshall	Hamlin	South Dakota	22	55	77	95
637	South Dakota 4 - Marshall	Marshall	South Dakota	22	75	97	125
637	South Dakota 4 - Marshall	Roberts	South Dakota	32	55	87	125
638	South Dakota 5 - Custer	Custer	South Dakota	10	45	55	95
638	South Dakota 5 - Custer	Fall River	South Dakota	10	45	55	95
638	South Dakota 5 - Custer	Shannon	South Dakota	20	45	65	125
639	South Dakota 6 - Haakon	Bennett	South Dakota	20	45	65	125
639	South Dakota 6 - Haakon	Gregory	South Dakota	0	45	45	95
639	South Dakota 6 - Haakon	Haakon	South Dakota	10	45	55	95
639	South Dakota 6 - Haakon	Jackson	South Dakota	10	45	55	95
639	South Dakota 6 - Haakon	Jones	South Dakota	10	45	55	125
639	South Dakota 6 - Haakon	Lyman	South Dakota	10	45	55	125
639	South Dakota 6 - Haakon	Mellette	South Dakota	10	45	55	125

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Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
639	South Dakota 6 - Haakon	Stanley	South Dakota	10	45	55	95
639	South Dakota 6 - Haakon	Todd	South Dakota	0	45	45	95
639	South Dakota 6 - Haakon	Tripp	South Dakota	0	45	45	95
640	South Dakota 7 - Sully	Aurora	South Dakota	10	45	55	125
640	South Dakota 7 - Sully	Brule	South Dakota	0	45	45	95
640	South Dakota 7 - Sully	Buffalo	South Dakota	10	45	55	95
640	South Dakota 7 - Sully	Charles Mix	South Dakota	0	45	45	95
640	South Dakota 7 - Sully	Davison	South Dakota	10	45	55	125
640	South Dakota 7 - Sully	Douglas	South Dakota	10	45	55	125
640	South Dakota 7 - Sully	Hand	South Dakota	20	45	65	125
640	South Dakota 7 - Sully	Hughes	South Dakota	10	45	55	95
640	South Dakota 7 - Sully	Hyde	South Dakota	10	45	55	95
640	South Dakota 7 - Sully	Jerauld	South Dakota	10	45	55	95
640	South Dakota 7 - Sully	Sully	South Dakota	20	45	65	125
641	South Dakota 8 - Kingsbury	Beadle	South Dakota	22	45	67	95
641	South Dakota 8 - Kingsbury	Brookings	South Dakota	22	55	77	95
641	South Dakota 8 - Kingsbury	Kingsbury	South Dakota	32	45	77	125
641	South Dakota 8 - Kingsbury	Lake	South Dakota	32	55	87	125
641	South Dakota 8 - Kingsbury	Miner	South Dakota	22	45	67	125
641	South Dakota 8 - Kingsbury	Moody	South Dakota	22	55	77	95
641	South Dakota 8 - Kingsbury	Sanborn	South Dakota	22	45	67	125
642	South Dakota 9 - Hanson	Bon Homme	South Dakota	52	40	92	125

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Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
642	South Dakota 9 - Hanson	Clay	South Dakota	52	40	92	125
642	South Dakota 9 - Hanson	Hanson	South Dakota	22	45	67	125
642	South Dakota 9 - Hanson	Hutchinson	South Dakota	12	45	57	95
642	South Dakota 9 - Hanson	Lincoln	South Dakota	22	45	67	95
642	South Dakota 9 - Hanson	McCook	South Dakota	32	55	87	125
642	South Dakota 9 - Hanson	Turner	South Dakota	22	55	77	95
642	South Dakota 9 - Hanson	Union	South Dakota	42	40	82	125
642	South Dakota 9 - Hanson	Yankton	South Dakota	52	40	92	125
650	Tennessee 8 - Johnson	Johnson	Tennessee	52	25	77	125
675	Utah 3 - Juab	Juab	Utah	35	35	70	145
675	Utah 3 - Juab	Millard	Utah	45	35	80	145
675	Utah 3 - Juab	Sanpete	Utah	45	35	80	145
675	Utah 3 - Juab	Sevier	Utah	45	35	80	145
676	Utah 4 - Beaver	Beaver	Utah	35	35	70	125
676	Utah 4 - Beaver	Iron	Utah	35	35	70	125
676	Utah 4 - Beaver	Washington	Utah	35	35	70	125
677	Utah 5 - Carbon	Carbon	Utah	55	35	90	145
677	Utah 5 - Carbon	Daggett	Utah	0	35	35	95
677	Utah 5 - Carbon	Duchesne	Utah	25	35	60	115
677	Utah 5 - Carbon	Emery	Utah	55	35	90	145
677	Utah 5 - Carbon	Grand	Utah	35	35	70	145
677	Utah 5 - Carbon	Uintah	Utah	25	35	60	115

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Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
678	Utah 6 - Piute	Garfield	Utah	35	35	70	125
678	Utah 6 - Piute	Kane	Utah	35	35	70	125
678	Utah 6 - Piute	Piute	Utah	45	35	80	145
678	Utah 6 - Piute	San Juan	Utah	55	35	90	125
678	Utah 6 - Piute	Wayne	Utah	55	35	90	145
681	Virginia 1 - Lee	Buchanan	Virginia	50	25	75	125
681	Virginia 1 - Lee	Dickenson	Virginia	75	25	100	125
681	Virginia 1 - Lee	Lee	Virginia	60	25	85	125
681	Virginia 1 - Lee	Norton	Virginia	75	25	100	125
681	Virginia 1 - Lee	Russell	Virginia	75	25	100	125
681	Virginia 1 - Lee	Wise	Virginia	75	25	100	125
688	Virginia 8 - Amelia	Amelia	Virginia	62	25	87	145
688	Virginia 8 - Amelia	Brunswick	Virginia	62	25	87	145
688	Virginia 8 - Amelia	Lunenburg	Virginia	62	25	87	145
688	Virginia 8 - Amelia	Mecklenburg	Virginia	62	25	87	145
688	Virginia 8 - Amelia	Nottoway	Virginia	62	25	87	145
718	Wyoming 1 - Park	Big Horn	Wyoming	0	30	30	115
718	Wyoming 1 - Park	Hot Springs	Wyoming	10	35	45	125
718	Wyoming 1 - Park	Park	Wyoming	0	30	30	115
718	Wyoming 1 - Park	Washakie	Wyoming	10	35	45	125
719	Wyoming 2 - Sheridan	Campbell	Wyoming	10	35	45	125
719	Wyoming 2 - Sheridan	Crook	Wyoming	10	45	55	125

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Spectrum Aggregation Chart

CMA	Name	County	State	AT&T (MHz)	Divestitures (MHz)	Combined (MHz)	Screen (MHz)
719	Wyoming 2 - Sheridan	Johnson	Wyoming	10	35	45	125
719	Wyoming 2 - Sheridan	Sheridan	Wyoming	10	30	40	145
719	Wyoming 2 - Sheridan	Weston	Wyoming	10	45	55	125
721	Wyoming 4 - Niobrara	Albany	Wyoming	37	40	77	145
721	Wyoming 4 - Niobrara	Goshen	Wyoming	22	35	57	145
721	Wyoming 4 - Niobrara	Laramie	Wyoming	37	40	77	145
721	Wyoming 4 - Niobrara	Niobrara	Wyoming	22	35	57	125
721	Wyoming 4 - Niobrara	Platte	Wyoming	12	35	47	95
722	Wyoming 5 - Converse	Converse	Wyoming	0	35	35	95

Spectrum Aggregation Chart: Notes

1. The spectrum screen is based on the standards that the Commission set forth in the *Verizon/ALLTEL Order* and *Sprint/Clearwire Order*: 95 MHz, plus an additional 30 MHz where AWS-1 is currently available, and an additional 20 MHz where BRS is currently available.

2. To determine whether AWS-1 is currently available, data were obtained from the NTIA website (http://www.ntia.doc.gov/osmhome/reports/specrelo/pdf_20081209/data_20081209.htm), and all non-confidential fixed locations where the months to relocation were not deleted and greater than zero were then mapped. It was then determined in which counties a transmitter or receiver was located or was crossed by a microwave path.

3. To determine whether BRS is currently available, a review was conducted of the transition initiation plans and completion notices filed in WT Docket No. 06-136.

4. The spectrum totals for AT&T and the divestiture spectrum include AWS-1 only in those counties in which AWS-1 is currently available and thus included in the spectrum screen.

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
181	Muskegon, MI	Muskegon	Verizon	Agri-Valley Comm.	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [18.5]
181	Muskegon, MI	Oceana	Verizon	Agri-Valley Comm.	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [18.5]
221	Fargo-Moorehead, ND-MN	Clay	Kurian, Thomas K	Unlicensed	Dickey	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
221	Fargo-Moorehead, ND-MN	Cass	Kurian, Thomas K	Unlicensed	Dickey	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
246	Dothan, AL	Dale	CenturyTel	CenturyTel	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [18.25]
246	Dothan, AL	Houston	CenturyTel	CenturyTel	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [18.25]
253	Sioux City, IA-NE	Woodbury	LL License Holdings	US Cellular	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
253	Sioux City, IA-NE	Dakota	LL License Holdings	US Cellular	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
262	Danville, VA	Danville	Cavalier	US Cellular	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [18.5]
262	Danville, VA	Pittsylvania	Cavalier	US Cellular	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [18.5]
267	Sioux Falls, SD	Minnehaha	LL License Holdings	KTC AWS Ltd.	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
268	Billings, MT	Yellowstone	Bresnan	Verizon	Cable & Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
276	Grand Forks, ND-MN	Polk	Kurian, Thomas K	Unlicensed	Polar Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
276	Grand Forks, ND-MN	Grand Forks	Kurian, Thomas K	Unlicensed	Polar Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
285	Las Cruces, NM	Dona Ana	Miller, David	PVT Networks	Lynch 3G Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
289	Rapid City, SD	Meade	LL License Holdings	Verizon	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
289	Rapid City, SD	Pennington	LL License Holdings	Verizon	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	Epsilon Trust/ AT&T	Verizon	Sprint [16.5]
297	Great Falls, MT	Cascade	Bresnan	Verizon	3 Rivers Telephone Cooperative	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
298	Bismarck, ND	Burleigh	LL License Holdings	Unlicensed	BEK Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
298	Bismarck, ND	Morton	LL License Holdings	Unlicensed	BEK Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
299	Casper, WY	Natrona	Union	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Excomm Verizon	Sprint [16.5]
313	Alabama 7 - Butler	Butler	Cellular South	Centurytel	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [18.25]
313	Alabama 7 - Butler	Coffee	CenturyTel	CenturyTel	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [18.25]
313	Alabama 7 - Butler	Covington	CenturyTel	Centurytel	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [18.25]
313	Alabama 7 - Butler	Crenshaw	Cellular South	Centurytel	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [18.25]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
313	Alabama 7 - Butler	Geneva	CenturyTel	CenturyTel	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [18.25]
313	Alabama 7 - Butler	Pike	Cellular South	CenturyTel	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [18.25]
322	Arizona 5 - Gila	Gila	Cox	AT&T	San Carlos Apache Telecom. Utility	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17.25]
322	Arizona 5 - Gila	Pinal	Cox	AT&T	San Carlos Apache Telecom. Utility	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17.25]
341	California 6 - Mono	Inyo	Triad 700	Great American	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17.25]
341	California 6 - Mono	Mono	Triad 700	Great American	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
351	Colorado 4 - Park	Chaffee	Verizon	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
351	Colorado 4 - Park	Custer	Verizon	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
351	Colorado 4 - Park	Fremont	Verizon	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
351	Colorado 4 - Park	Lake	Verizon	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
351	Colorado 4 - Park	Park	Verizon	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
352	Colorado 5 - Elbert	Cheyenne	CenturyTel	Verizon	Eastern Colorado Wireless, LLC	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
352	Colorado 5 - Elbert	Elbert	Verizon	Verizon	Eastern Colorado Wireless, LLC	Qualcomm	EchoStar	Verizon	Unlicensed	NE Colorado Cellular	Commnet Verizon	Sprint [16.5]
352	Colorado 5 - Elbert	Kit Carson	Verizon	Verizon	Eastern Colorado Wireless, LLC	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
352	Colorado 5 - Elbert	Lincoln	Verizon	Verizon	Eastern Colorado Wireless, LLC	Qualcomm	EchoStar	Verizon	Unlicensed	NE Colorado Cellular	Verizon	Sprint [16.5]
353	Colorado 6 - San Miguel	Dolores	CenturyTel	AT&T	Farmers Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
353	Colorado 6 - San Miguel	Hinsdale	Verizon	AT&T	Farmers Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	Excomm AT&T	Verizon	Sprint [16.5]
353	Colorado 6 - San Miguel	La Plata	CenturyTel	AT&T	Farmers Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
353	Colorado 6 - San Miguel	Montezuma	CenturyTel	AT&T	Farmers Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
353	Colorado 6 - San Miguel	Ouray	Verizon	AT&T	Farmers Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
353	Colorado 6 - San Miguel	San Juan	CenturyTel	AT&T	Farmers Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
353	Colorado 6 - San Miguel	San Miguel	Verizon	AT&T	Farmers Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
354	Colorado 7 - Saguache	Alamosa	CenturyTel	CenturyTel	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
354	Colorado 7 - Saguache	Archuleta	CenturyTel	CenturyTel Broadband	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
354	Colorado 7 - Saguache	Conejos	CenturyTel	CenturyTel Broadband	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Blanca Telephone	Sprint [16.5]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
354	Colorado 7 - Saguache	Mineral	CenturyTel	CenturyTel Broadband	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
354	Colorado 7 - Saguache	Rio Grande	CenturyTel	CenturyTel	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
354	Colorado 7 - Saguache	Saguache	CenturyTel	CenturyTel Broadband	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
355	Colorado 8 - Kiowa	Bent	CenturyTel	CenturyTel Broadband	Eastern Colorado Wireless, LLC	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
355	Colorado 8 - Kiowa	Crowley	CenturyTel	CenturyTel Broadband	Eastern Colorado Wireless, LLC	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
355	Colorado 8 - Kiowa	Kiowa	CenturyTel	CenturyTel Broadband	Eastern Colorado Wireless, LLC	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
355	Colorado 8 - Kiowa	Otero	CenturyTel	CenturyTel Broadband	Eastern Colorado Wireless, LLC	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
355	Colorado 8 - Kiowa	Prowers	CenturyTel	CenturyTel Broadband	Eastern Colorado Wireless, LLC	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Excomm Verizon	Sprint [16.5]
356	Colorado 9 - Costilla	Baca	CenturyTel	C&W Enterprises	Blanca Telephone	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
356	Colorado 9 - Costilla	Costilla	CenturyTel	C&W Enterprises	Blanca Telephone	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Blanca Telephone	Sprint [16.5]
356	Colorado 9 - Costilla	Huerfano	CenturyTel	C&W Enterprises	Blanca Telephone	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
356	Colorado 9 - Costilla	Las Animas	CenturyTel	C&W Enterprises	Blanca Telephone	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
419	Iowa 8 - Monona	Crawford	US Cellular	US Cellular	US Cellular	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
419	Iowa 8 - Monona	Harrison	Cox Wireless	US Cellular	US Cellular	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
419	Iowa 8 - Monona	Monona	Long Lines	US Cellular	US Cellular	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
419	Iowa 8 - Monona	Shelby	Cox Wireless	US Cellular	US Cellular	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
427	Iowa 16 - Lyon	Cherokee	Long Lines	US Cellular	Mutual Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	AT&T	Sprint [16.25]
427	Iowa 16 - Lyon	Lyon	Long Lines	US Cellular	Mutual Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	AT&T	Sprint [18.5]
427	Iowa 16 - Lyon	O'Brien	Long Lines	US Cellular	Mutual Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	AT&T	Sprint [16.25]
427	Iowa 16 - Lyon	Osceola	Verizon	US Cellular	Mutual Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	AT&T	Sprint [18.5]
427	Iowa 16 - Lyon	Plymouth	Long Lines	US Cellular	Mutual Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	AT&T	Sprint [16.25]
427	Iowa 16 - Lyon	Sioux	Long Lines	US Cellular	Mutual Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	AT&T	Sprint [16.25]
428	Kansas 1 - Cheyenne	Cheyenne	Verizon	S&T Tel Cooperative	S&T Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
428	Kansas 1 - Cheyenne	Decatur	Cox	S&T Tel Cooperative	S&T Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
428	Kansas 1 - Cheyenne	Rawlins	Cox	S&T Tel Cooperative	S&T Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
428	Kansas 1 - Cheyenne	Sheridan	Verizon	S&T Tel Cooperative	S&T Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
428	Kansas 1 - Cheyenne	Sherman	Verizon	S&T Tel Cooperative	S&T Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
428	Kansas 1 - Cheyenne	Thomas	Verizon	S&T Tel Cooperative	S&T Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
429	Kansas 2 - Norton	Graham	Cox	Rural Tel Service Co.	Rural Telephone Service Co., Inc.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
429	Kansas 2 - Norton	Norton	Cox	Rural Tel Service Co.	Rural Telephone Service Co., Inc.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
429	Kansas 2 - Norton	Osborne	Cox	Rural Tel Service Co.	Rural Telephone Service Co., Inc.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
429	Kansas 2 - Norton	Phillips	Cox	Rural Tel Service Co.	Rural Telephone Service Co., Inc.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
429	Kansas 2 - Norton	Rooks	Cox	Rural Tel Service Co.	Rural Telephone Service Co., Inc.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
429	Kansas 2 - Norton	Smith	Cox	Rural Tel Service Co.	Rural Telephone Service Co., Inc.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
433	Kansas 6 - Wallace	Gove	Verizon	S&T Tel Cooperative	S&T Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
433	Kansas 6 - Wallace	Greeley	Cox	S&T Tel Cooperative	S&T Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
433	Kansas 6 - Wallace	Lane	Cox	S&T Tel Cooperative	S&T Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
433	Kansas 6 - Wallace	Logan	Verizon	S&T Tel Cooperative	S&T Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
433	Kansas 6 - Wallace	Scott	Cox	S&T Tel Cooperative	S&T Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
433	Kansas 6 - Wallace	Wallace	Verizon	S&T Tel Cooperative	S&T Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
433	Kansas 6 - Wallace	Wichita	Cox	S&T Tel Cooperative	S&T Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
434	Kansas 7 - Trego	Barton	Cox	Verizon	H&B Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
434	Kansas 7 - Trego	Ellis	Cox	Verizon	Rural Telephone Service Co., Inc.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
434	Kansas 7 - Trego	Ness	Cox	Verizon	H&B Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
434	Kansas 7 - Trego	Pawnee	Cox	Verizon	Golden Belt Telephone Assoc.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
434	Kansas 7 - Trego	Rush	Cox	Verizon	Golden Belt Telephone Assoc.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
434	Kansas 7 - Trego	Russell	Cox	Verizon	H&B Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
434	Kansas 7 - Trego	Trego	Cox	Verizon	Rural Telephone Service Co., Inc.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
438	Kansas 11 - Hamilton	Finney	Cox	Verizon	Pioneer Telephone Assocation	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
438	Kansas 11 - Hamilton	Grant	Cox	Verizon	Pioneer Telephone Assocation	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
438	Kansas 11 - Hamilton	Hamilton	Cox	Verizon	Pioneer Telephone Assocation	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
438	Kansas 11 - Hamilton	Haskell	Cox	Verizon	Pioneer Telephone Assocation	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
438	Kansas 11 - Hamilton	Kearny	Cox	Verizon	Pioneer Telephone Assocation	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
438	Kansas 11 - Hamilton	Morton	Cox	Verizon	Pioneer Telephone Assocation	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
438	Kansas 11 - Hamilton	Seward	Cox	Verizon	Pioneer Telephone Assocation	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
438	Kansas 11 - Hamilton	Stanton	Cox	Verizon	Pioneer Telephone Assocation	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
438	Kansas 11 - Hamilton	Stevens	Cox	Verizon	Pioneer Telephone Assocation	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
439	Kansas 12 - Hodgeman	Clark	Cox	Verizon	United Telecom	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
439	Kansas 12 - Hodgeman	Ford	Cox	Verizon	United Telecom	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
439	Kansas 12 - Hodgeman	Gray	Cox	Verizon	United Telecom	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
439	Kansas 12 - Hodgeman	Hodgeman	Cox	Verizon	United Telecom	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
439	Kansas 12 - Hodgeman	Meade	Cox	Verizon	United Telecom	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
440	Kansas 13 - Edwards	Barber	Cox	Verizon	United Telecom	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
440	Kansas 13 - Edwards	Comanche	Cox	Verizon	United Telecom	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
440	Kansas 13 - Edwards	Edwards	Cox	Verizon	United Telecom	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
440	Kansas 13 - Edwards	Kiowa	Cox	Verizon	United Telecom	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
440	Kansas 13 - Edwards	Pratt	Cox	Verizon	United Telecom	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
440	Kansas 13 - Edwards	Stafford	Cox	Verizon	United Telecom	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.75]
476	Michigan 5 - Manistee	Benzie	CenturyTel	CenturyTel	Agri-Valley	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
476	Michigan 5 - Manistee	Lake	CenturyTel	CenturyTel	Agri-Valley	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
476	Michigan 5 - Manistee	Leelanau	CenturyTel	CenturyTel	Agri-Valley	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
476	Michigan 5 - Manistee	Manistee	CenturyTel	CenturyTel	Agri-Valley	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
476	Michigan 5 - Manistee	Mason	CenturyTel	CenturyTel	Agri-Valley	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
476	Michigan 5 - Manistee	Missaukee	CenturyTel	CenturyTel	Agri-Valley	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
476	Michigan 5 - Manistee	Osceola	CenturyTel	CenturyTel	Agri-Valley	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]

Appendix B
Competitors Chart -- 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
476	Michigan 5 - Manistee	Wexford	CenturyTel	CenturyTel	Agri-Valley	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
478	Michigan 7 - Newaygo	Gratiot	Verizon	Iowa Intelegra	Agri-Valley	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
478	Michigan 7 - Newaygo	Isabella	Verizon	Iowa Intelegra	Agri-Valley	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
478	Michigan 7 - Newaygo	Mecosta	Verizon	Iowa Intelegra	Agri-Valley	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
478	Michigan 7 - Newaygo	Montcalm	Verizon	Iowa Intelegra	Agri-Valley	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
478	Michigan 7 - Newaygo	Newaygo	Verizon	Iowa Intelegra	Agri-Valley	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
482	Minnesota 1 - Kittson	Kittson	Kurian, Thomas K	Iowa Intelegra	Paul Bunyon Rural Telephone Coop.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
482	Minnesota 1 - Kittson	Marshall	Kurian, Thomas K	Iowa Intelegra	Paul Bunyon Rural Telephone Coop.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
482	Minnesota 1 - Kittson	Pennington	Kurian, Thomas K	Iowa Intelegra	Paul Bunyon Rural Telephone Coop.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
482	Minnesota 1 - Kittson	Red Lake	Kurian, Thomas K	Iowa Intelegra	Paul Bunyon Rural Telephone Coop.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
482	Minnesota 1 - Kittson	Roseau	Kurian, Thomas K	Iowa Intelegra	Paul Bunyon Rural Telephone Coop.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
483	Minnesota 2 - Lake of the Woods	Beltrami	Verizon	Paul Bunyan Rural	Red Lake Band of Chippewa Indians	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
483	Minnesota 2 - Lake of the Woods	Clearwater	Verizon	Paul Bunyan Rural	Red Lake Band of Chippewa Indians	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
483	Minnesota 2 - Lake of the Woods	Lake of the Woods	Kurian, Thomas K	Paul Bunyan Rural	Red Lake Band of Chippewa Indians	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
483	Minnesota 2 - Lake of the Woods	Mahnomen	Kurian, Thomas K	Paul Bunyan Rural	Red Lake Band of Chippewa Indians	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
483	Minnesota 2 - Lake of the Woods	Norman	Kurian, Thomas K	Paul Bunyan Rural	Red Lake Band of Chippewa Indians	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
488	Minnesota 7 - Chippewa	Chippewa	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
488	Minnesota 7 - Chippewa	Kandiyohi	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
488	Minnesota 7 - Chippewa	McLeod	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
488	Minnesota 7 - Chippewa	Meeker	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
488	Minnesota 7 - Chippewa	Nicollet	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
488	Minnesota 7 - Chippewa	Renville	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
488	Minnesota 7 - Chippewa	Sibley	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
489	Minnesota 8 - Lac qui Parle	Lac qui Parle	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
489	Minnesota 8 - Lac qui Parle	Lincoln	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
489	Minnesota 8 - Lac qui Parle	Lyon	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
489	Minnesota 8 - Lac qui Parle	Redwood	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
489	Minnesota 8 - Lac qui Parle	Yellow Medicine	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
490	Minnesota 9 - Pipestone	Brown	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
490	Minnesota 9 - Pipestone	Cottonwood	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
490	Minnesota 9 - Pipestone	Jackson	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
490	Minnesota 9 - Pipestone	Martin	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
490	Minnesota 9 - Pipestone	Murray	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
490	Minnesota 9 - Pipestone	Nobles	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
490	Minnesota 9 - Pipestone	Pipestone	LL License Holdings	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
490	Minnesota 9 - Pipestone	Rock	LL License Holdings	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
490	Minnesota 9 - Pipestone	Watonwan	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
491	Minnesota 10 - Le Sueur	Blue Earth	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
491	Minnesota 10 - Le Sueur	Faribault	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
491	Minnesota 10 - Le Sueur	Freeborn	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
491	Minnesota 10 - Le Sueur	Le Sueur	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
491	Minnesota 10 - Le Sueur	Rice	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
491	Minnesota 10 - Le Sueur	Steele	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
491	Minnesota 10 - Le Sueur	Waseca	Verizon	Redwood	Redwood	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
523	Montana 1 - Lincoln	Flathead	CenturyTel	CenturyTel	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16]
523	Montana 1 - Lincoln	Glacier	Bresnan	CenturyTel Broadband	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
523	Montana 1 - Lincoln	Lake	CenturyTel	CenturyTel	Split: Ronan Tel. Co./Hot Springs	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
523	Montana 1 - Lincoln	Lincoln	CenturyTel	CenturyTel	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
523	Montana 1 - Lincoln	Pondera	Bresnan	CenturyTel	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
523	Montana 1 - Lincoln	Sanders	CenturyTel	CenturyTel Broadband	Split: Ronan Tel. Co./Hot Springs	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Excomm Verizon	Sprint [18.25]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
523	Montana 1 - Lincoln	Teton	Bresnan	CenturyTel	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
524	Montana 2 - Toole	Blaine	Bresnan	Triangle Comm'n System	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Triangle	Sprint [18.25]
524	Montana 2 - Toole	Chouteau	Bresnan	Triangle Comm'n System	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
524	Montana 2 - Toole	Hill	Bresnan	Triangle Comm'n System	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
524	Montana 2 - Toole	Liberty	Bresnan	Triangle Comm'n System	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Triangle	Sprint [18.25]
524	Montana 2 - Toole	Toole	Bresnan	Triangle Comm'n System	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
526	Montana 4 - Daniels	Daniels	Bresnan	Mid-Rivers Telephone	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Cable & Communications	Sprint [18.25]
526	Montana 4 - Daniels	Dawson	Bresnan	Mid-Rivers Telephone	Cable & Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon Cable & Comm.	Sprint [18.25]
526	Montana 4 - Daniels	McCone	Bresnan	Mid-Rivers Telephone	Cable & Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Sagebrush Cable & Comm.	Sprint [18.25]
526	Montana 4 - Daniels	Richland	Bresnan	Mid-Rivers Telephone	Cable & Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon Cable & Comm.	Sprint [18.25]
526	Montana 4 - Daniels	Roosevelt	Bresnan	Mid-Rivers Telephone	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Cable & Communications	Sprint [18.25]
526	Montana 4 - Daniels	Sheridan	Bresnan	Mid-Rivers Telephone	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Cable & Communications	Sprint [18.25]
526	Montana 4 - Daniels	Wibaux	LL License Holdings	Mid-Rivers Telephone	Cable & Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Cornet	Sprint [18.25]
527	Montana 5 - Mineral	Granite	CenturyTel	Bresnan Comm	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
527	Montana 5 - Mineral	Lewis and Clark	CenturyTel	Bresnan Comm	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
527	Montana 5 - Mineral	Mineral	CenturyTel	Bresnan Comm	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
527	Montana 5 - Mineral	Missoula	CenturyTel	Bresnan Comm	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
527	Montana 5 - Mineral	Powell	CenturyTel	Bresnan Comm	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
527	Montana 5 - Mineral	Ravalli	CenturyTel	Bresnan Comm	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
528	Montana 6 - Deer Lodge	Broadwater	CenturyTel	Triangle Comm'n System	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
528	Montana 6 - Deer Lodge	Deer Lodge	CenturyTel	Triangle Comm'n System	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
528	Montana 6 - Deer Lodge	Jefferson	CenturyTel	Triangle Comm'n System	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
528	Montana 6 - Deer Lodge	Judith Basin	Bresnan	Triangle Comm'n System	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
528	Montana 6 - Deer Lodge	Meagher	Bresnan	Triangle Comm'n System	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Excomm	Sprint [18.25]
528	Montana 6 - Deer Lodge	Silver Bow	CenturyTel	Triangle Comm'n System	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
528	Montana 6 - Deer Lodge	Wheatland	Bresnan	Triangle Comm'n System	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
529	Montana 7 - Fergus	Fergus	Bresnan	Verizon	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
529	Montana 7 - Fergus	Golden Valley	Bresnan	Verizon	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
529	Montana 7 - Fergus	Musselshell	Bresnan	Verizon	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
529	Montana 7 - Fergus	Petroleum	Bresnan	Verizon	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
529	Montana 7 - Fergus	Stillwater	Bresnan	Verizon	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
529	Montana 7 - Fergus	Sweet Grass	Bresnan	Verizon	Triangle Comm'n System	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
530	Montana 8 - Beaverhead	Beaverhead	CenturyTel	Verizon	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
530	Montana 8 - Beaverhead	Gallatin	Bresnan	Verizon	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
530	Montana 8 - Beaverhead	Madison	Bresnan	Verizon	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
530	Montana 8 - Beaverhead	Park	Bresnan	Verizon	Ronan Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
531	Montana 9 - Carbon	Big Horn	Bresnan	Verizon	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
531	Montana 9 - Carbon	Carbon	Bresnan	Verizon	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
531	Montana 9 - Carbon	Rosebud	Bresnan	Verizon	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
531	Montana 9 - Carbon	Treasure	Bresnan	Verizon	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
532	Montana 10 - Prairie	Carter	LL License Holdings	Mid-Rivers Telephone	Cable & Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Cable & Communications	Sprint [18.25]
532	Montana 10 - Prairie	Custer	Bresnan	Mid-Rivers Telephone	Cable & Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon Cable & Comm.	Sprint [18.25]
532	Montana 10 - Prairie	Fallon	Bresnan	Mid-Rivers Telephone	Cable & Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Cable & Communications	Sprint [18.25]
532	Montana 10 - Prairie	Powder River	Bresnan	Mid-Rivers Telephone	Cable & Communications	Qualcomm	EchoStar	Verizon	Unlicensed	Cyberminutes.com AT&T	Cable & Communications	Sprint [18.25]
532	Montana 10 - Prairie	Prairie	Bresnan	Mid-Rivers Telephone	Cable & Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
537	Nebraska 5 - Boone	Boone	Cox Wireless	US Cellular	Northeast Nebraska Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	Verizon	Sprint [16.5]
537	Nebraska 5 - Boone	Butler	Cox Wireless	US Cellular	Northeast Nebraska Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	Verizon	Sprint [16.5]
537	Nebraska 5 - Boone	Colfax	Cox Wireless	US Cellular	Northeast Nebraska Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	Verizon	Sprint [16.5]
537	Nebraska 5 - Boone	Dodge	Cox Wireless	US Cellular	Northeast Nebraska Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	Verizon	Sprint [16.5]
537	Nebraska 5 - Boone	Merrick	US Cellular	US Cellular	Northeast Nebraska Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	Verizon	Sprint [16.5]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
537	Nebraska 5 - Boone	Nance	Cox Wireless	US Cellular	Northeast Nebraska Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	Verizon	Sprint [16.5]
537	Nebraska 5 - Boone	Platte	Cox Wireless	US Cellular	Northeast Nebraska Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	Verizon	Sprint [16.5]
537	Nebraska 5 - Boone	Polk	Cox Wireless	US Cellular	Northeast Nebraska Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	Verizon	Sprint [16.5]
537	Nebraska 5 - Boone	Saunders	Cox Wireless	US Cellular	Northeast Nebraska Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	Verizon	Sprint [16.5]
537	Nebraska 5 - Boone	Washington	Cox Wireless	US Cellular	Northeast Nebraska Tel. Co.	Qualcomm	EchoStar	Verizon	Unlicensed	US Cellular	Verizon	Sprint [16.5]
544	Nevada 2 - Lander	Elko	Triad 700	SAL Spectrum	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
544	Nevada 2 - Lander	Eureka	Triad 700	SAL Spectrum	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
544	Nevada 2 - Lander	Lander	Triad 700	SAL Spectrum	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
547	Nevada 5 - White Pine	Lincoln	Cox	WUE	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	WUE, Inc.	Sprint [17.25]
547	Nevada 5 - White Pine	White Pine	Triad 700	WUE	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]
553	New Mexico 1 - San Juan	Cibola	Continuum 700	AT&T	Lynch 3G Communications	Qualcomm	EchoStar	Verizon	Unlicensed	Smith Bagley AT&T	Verizon	Sprint [18.25]
553	New Mexico 1 - San Juan	McKinley	Continuum 700	AT&T	Lynch 3G Communications	Qualcomm	EchoStar	Verizon	Unlicensed	Smith Bagley AT&T	Verizon	Sprint [18.25]
553	New Mexico 1 - San Juan	Rio Arriba	SAL Spectrum	AT&T	Lynch 3G Communications	Qualcomm	EchoStar	Verizon	Unlicensed	Smith Bagley AT&T	Excomm Verizon	Sprint [18.25]
553	New Mexico 1 - San Juan	San Juan	CenturyTel	AT&T	Lynch 3G Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
553	New Mexico 1 - San Juan	Taos	SAL Spectrum	AT&T	Lynch 3G Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Excomm Verizon	Sprint [18.25]
557	New Mexico 5 - Grant	Grant	Cox	Verizon	Lynch 3G Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
557	New Mexico 5 - Grant	Hidalgo	Cox	Verizon	Lynch 3G Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
557	New Mexico 5 - Grant	Luna	Cox	Verizon	Lynch 3G Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
558	New Mexico 6 - Lincoln	Chaves	PVT Networks	Verizon	PVT Networks	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Leaco Plateau	Sprint [18.25]
558	New Mexico 6 - Lincoln	Eddy	PVT Networks	Verizon	PVT Networks	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Plateau	Sprint [18.25]
558	New Mexico 6 - Lincoln	Lea	PVT Networks	Verizon	PVT Networks	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Leaco	Sprint [18]
558	New Mexico 6 - Lincoln	Lincoln	Miller, David	Verizon	PVT Networks	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Plateau Verizon	Sprint [18.25]
558	New Mexico 6 - Lincoln	Otero	Miller, David	Verizon	PVT Networks	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
580	North Dakota 1 - Divide	Burke	LL License Holdings	AT&T	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
580	North Dakota 1 - Divide	Divide	LL License Holdings	AT&T	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
580	North Dakota 1 - Divide	McLean	LL License Holdings	AT&T	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
580	North Dakota 1 - Divide	Mountrail	LL License Holdings	AT&T	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
580	North Dakota 1 - Divide	Renville	LL License Holdings	AT&T	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
580	North Dakota 1 - Divide	Ward	LL License Holdings	AT&T	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
580	North Dakota 1 - Divide	Williams	LL License Holdings	AT&T	Nemont Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
581	North Dakota 2 - Bottineau	Benson	Kurian, Thomas K	Iowa Intelegra	SRT Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
581	North Dakota 2 - Bottineau	Bottineau	LL License Holdings	Iowa Intelegra	SRT Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
581	North Dakota 2 - Bottineau	Cavalier	Kurian, Thomas K	Iowa Intelegra	Polar Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
581	North Dakota 2 - Bottineau	McHenry	LL License Holdings	Iowa Intelegra	SRT Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Excomm Verizon	Sprint [18.5]
581	North Dakota 2 - Bottineau	Pierce	Kurian, Thomas K	Iowa Intelegra	SRT Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
581	North Dakota 2 - Bottineau	Ramsey	Kurian, Thomas K	Iowa Intelegra	Polar Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
581	North Dakota 2 - Bottineau	Rolette	Kurian, Thomas K	Iowa Intelegra	SRT Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
581	North Dakota 2 - Bottineau	Towner	Kurian, Thomas K	Iowa Intelegra	SRT Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
582	North Dakota 3 - Barnes	Barnes	Kurian, Thomas K	Dickey	Dickey	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
582	North Dakota 3 - Barnes	Dickey	Kurian, Thomas K	Dickey	Dickey	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
582	North Dakota 3 - Barnes	Griggs	Kurian, Thomas K	Polar Communications	Polar Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
582	North Dakota 3 - Barnes	LaMoure	Kurian, Thomas K	Dickey	Dickey	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
582	North Dakota 3 - Barnes	Nelson	Kurian, Thomas K	Polar Communications	Polar Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
582	North Dakota 3 - Barnes	Pembina	Kurian, Thomas K	Polar Communications	Polar Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
582	North Dakota 3 - Barnes	Ransom	Kurian, Thomas K	Dickey	Dickey	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
582	North Dakota 3 - Barnes	Richland	Kurian, Thomas K	Red River Telephone Assoc.	Red River Telephone Assoc.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
582	North Dakota 3 - Barnes	Sargent	Kurian, Thomas K	Dickey	Dickey	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
582	North Dakota 3 - Barnes	Steele	Kurian, Thomas K	Polar Communications	Polar Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
582	North Dakota 3 - Barnes	Traill	Kurian, Thomas K	Polar Communications	Polar Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
582	North Dakota 3 - Barnes	Walsh	Kurian, Thomas K	Polar Communications	Polar Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
583	North Dakota 4 - McKenzie	Adams	LL License Holdings	KTC AWS Ltd.	Split: West River Telecom.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
583	North Dakota 4 - McKenzie	Billings	LL License Holdings	KTC AWS Ltd.	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
583	North Dakota 4 - McKenzie	Bowman	LL License Holdings	KTC AWS Ltd.	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
583	North Dakota 4 - McKenzie	Dunn	LL License Holdings	KTC AWS Ltd.	Split: West River Telecom.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
583	North Dakota 4 - McKenzie	Golden Valley	LL License Holdings	KTC AWS Ltd.	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
583	North Dakota 4 - McKenzie	Grant	LL License Holdings	KTC AWS Ltd.	Split: West River Telecom.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
583	North Dakota 4 - McKenzie	Hettinger	LL License Holdings	KTC AWS Ltd.	Split: West River Telecom.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
583	North Dakota 4 - McKenzie	McKenzie	LL License Holdings	KTC AWS Ltd.	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
583	North Dakota 4 - McKenzie	Mercer	LL License Holdings	KTC AWS Ltd.	West River Telecom. Coop.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
583	North Dakota 4 - McKenzie	Oliver	LL License Holdings	KTC AWS Ltd.	West River Telecom. Coop.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
583	North Dakota 4 - McKenzie	Sioux	LL License Holdings	KTC AWS Ltd.	Split: West River Telecom.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
583	North Dakota 4 - McKenzie	Slope	LL License Holdings	KTC AWS Ltd.	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
583	North Dakota 4 - McKenzie	Stark	LL License Holdings	KTC AWS Ltd.	Split: West River Telecom.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
584	North Dakota 5 - Kidder	Eddy	Kurian, Thomas K	Dakota Central Telecom. Coop.	Dakota Central Telecom. Coop.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
584	North Dakota 5 - Kidder	Emmons	LL License Holdings	BEK Communications	BEK Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
584	North Dakota 5 - Kidder	Foster	Kurian, Thomas K	Dakota Central Telecom. Coop.	Dakota Central Telecom. Coop.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
584	North Dakota 5 - Kidder	Kidder	LL License Holdings	BEK Communications	Split: Dakota Central Telecom.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
584	North Dakota 5 - Kidder	Logan	LL License Holdings	BEK Communications	Split: Dakota Central Telecom.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
584	North Dakota 5 - Kidder	McIntosh	LL License Holdings	BEK Communications	BEK Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Excomm	Sprint [18.5]
584	North Dakota 5 - Kidder	Sheridan	Kurian, Thomas K	BEK Communications	BEK Communications	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Excomm	Sprint [18.5]
584	North Dakota 5 - Kidder	Stutsman	Kurian, Thomas K	Dakota Central Telecom. Coop.	Split: Dakota Central Telecom.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
584	North Dakota 5 - Kidder	Wells	Kurian, Thomas K	Dakota Central Telecom. Coop.	Split: Dakota Central Telecom.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
634	South Dakota 1 - Harding	Butte	LL License Holdings	Verizon	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
634	South Dakota 1 - Harding	Harding	LL License Holdings	Verizon	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
634	South Dakota 1 - Harding	Lawrence	LL License Holdings	Verizon	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
634	South Dakota 1 - Harding	Perkins	LL License Holdings	Verizon	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
635	South Dakota 2 - Corson	Campbell	James Valley	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
635	South Dakota 2 - Corson	Corson	LL License Holdings	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
635	South Dakota 2 - Corson	Dewey	James Valley	Iowa Intelegra.	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
635	South Dakota 2 - Corson	Potter	James Valley	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
635	South Dakota 2 - Corson	Walworth	James Valley	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
635	South Dakota 2 - Corson	Ziebach	James Valley	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
636	South Dakota 3 - McPherson	Brown	James Valley	KTC AWS Ltd.	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
636	South Dakota 3 - McPherson	Edmunds	James Valley	KTC AWS Ltd.	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
636	South Dakota 3 - McPherson	Faulk	James Valley	KTC AWS Ltd.	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
636	South Dakota 3 - McPherson	McPherson	James Valley	KTC AWS Ltd.	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
636	South Dakota 3 - McPherson	Spink	James Valley	KTC AWS Ltd.	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
637	South Dakota 4 - Marshall	Clark	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
637	South Dakota 4 - Marshall	Codington	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
637	South Dakota 4 - Marshall	Day	James Valley	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
637	South Dakota 4 - Marshall	Deuel	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
637	South Dakota 4 - Marshall	Grant	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
637	South Dakota 4 - Marshall	Hamlin	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
637	South Dakota 4 - Marshall	Marshall	James Valley	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
637	South Dakota 4 - Marshall	Roberts	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
638	South Dakota 5 - Custer	Custer	LL License Holdings	N.E. Colorado	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
638	South Dakota 5 - Custer	Fall River	LL License Holdings	N.E. Colorado	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	NE Colorado Cellular	Verizon	Sprint [16.5]
638	South Dakota 5 - Custer	Shannon	LL License Holdings	N.E. Colorado	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
639	South Dakota 6 - Haakon	Bennett	LL License Holdings	N.E. Colorado	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
639	South Dakota 6 - Haakon	Gregory	LL License Holdings	N.E. Colorado	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]

Appendix B
Competitors Chart -- 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
639	South Dakota 6 - Haakon	Haakon	LL License Holdings	N.E. Colorado	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
639	South Dakota 6 - Haakon	Jackson	LL License Holdings	N.E. Colorado	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
639	South Dakota 6 - Haakon	Jones	LL License Holdings	N.E. Colorado	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
639	South Dakota 6 - Haakon	Lyman	LL License Holdings	N.E. Colorado	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
639	South Dakota 6 - Haakon	Mellette	LL License Holdings	N.E. Colorado	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
639	South Dakota 6 - Haakon	Stanley	LL License Holdings	N.E. Colorado	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
639	South Dakota 6 - Haakon	Todd	LL License Holdings	N.E. Colorado	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
639	South Dakota 6 - Haakon	Tripp	LL License Holdings	N.E. Colorado	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
640	South Dakota 7 - Sully	Aurora	LL License Holdings	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
640	South Dakota 7 - Sully	Brule	LL License Holdings	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
640	South Dakota 7 - Sully	Buffalo	LL License Holdings	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
640	South Dakota 7 - Sully	Charles Mix	LL License Holdings	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
640	South Dakota 7 - Sully	Davison	LL License Holdings	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
640	South Dakota 7 - Sully	Douglas	LL License Holdings	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
640	South Dakota 7 - Sully	Hand	LL License Holdings	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
640	South Dakota 7 - Sully	Hughes	LL License Holdings	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
640	South Dakota 7 - Sully	Hyde	LL License Holdings	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
640	South Dakota 7 - Sully	Jerauld	LL License Holdings	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
640	South Dakota 7 - Sully	Sully	LL License Holdings	Iowa Intelegra	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
641	South Dakota 8 - Kingsbury	Beadle	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
641	South Dakota 8 - Kingsbury	Brookings	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
641	South Dakota 8 - Kingsbury	Kingsbury	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
641	South Dakota 8 - Kingsbury	Lake	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
641	South Dakota 8 - Kingsbury	Miner	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
641	South Dakota 8 - Kingsbury	Moody	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
641	South Dakota 8 - Kingsbury	Sanborn	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
642	South Dakota 9 - Hanson	Bon Homme	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
642	South Dakota 9 - Hanson	Clay	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
642	South Dakota 9 - Hanson	Hanson	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
642	South Dakota 9 - Hanson	Hutchinson	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
642	South Dakota 9 - Hanson	Lincoln	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
642	South Dakota 9 - Hanson	McCook	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
642	South Dakota 9 - Hanson	Turner	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
642	South Dakota 9 - Hanson	Union	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
642	South Dakota 9 - Hanson	Yankton	LL License Holdings	AT&T	Kennebec Telephone Co.	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.25]
650	Tennessee 8 - Johnson	Johnson	US Cellular	Broadband Wireless	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [17.5]
675	Utah 3 - Juab	Juab	Continuum 700	Manti Telephone	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]
675	Utah 3 - Juab	Millard	Continuum 700	Manti Telephone	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]
675	Utah 3 - Juab	Sanpete	Continuum 700	Manti Telephone	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]
675	Utah 3 - Juab	Sevier	Continuum 700	Manti Telephone	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]
676	Utah 4 - Beaver	Beaver	Cox	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]
676	Utah 4 - Beaver	Iron	Cox	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]
676	Utah 4 - Beaver	Washington	Cox	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]
677	Utah 5 - Carbon	Carbon	Continuum 700	Verizon	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]
677	Utah 5 - Carbon	Daggett	Union	Verizon	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Union Telephone	Sprint [16.5]
677	Utah 5 - Carbon	Duchesne	Continuum 700	Verizon	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	UBET	Sprint [17]
677	Utah 5 - Carbon	Emery	Continuum 700	Verizon	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]
677	Utah 5 - Carbon	Grand	Continuum 700	Verizon	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
677	Utah 5 - Carbon	Uintah	Continuum 700	Verizon	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	UBET	Sprint [17]
678	Utah 6 - Piute	Garfield	Cox	Verizon	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
678	Utah 6 - Piute	Kane	SAL Spectrum	Verizon	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]
678	Utah 6 - Piute	Piute	Cox	Verizon	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]
678	Utah 6 - Piute	San Juan	SAL Spectrum	Verizon	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
678	Utah 6 - Piute	Wayne	Continuum 700	Verizon	MilkyWay Broadband	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [17]
681	Virginia 1 - Lee	Buchanan	Cavalier	Unlicensed	East Kentucky Network, LLC d/b/a	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [18.125]
681	Virginia 1 - Lee	Dickenson	Cavalier	Unlicensed	East Kentucky Network, LLC d/b/a	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [17.5]
681	Virginia 1 - Lee	Lee	Cavalier	Unlicensed	East Kentucky Network, LLC d/b/a	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [17.5]
681	Virginia 1 - Lee	Norton	Cavalier	Unlicensed	East Kentucky Network, LLC d/b/a	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [17.5]
681	Virginia 1 - Lee	Russell	Cavalier	Unlicensed	East Kentucky Network, LLC d/b/a	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [17.5]
681	Virginia 1 - Lee	Wise	Cavalier Wireless	Unlicensed	East Kentucky Network, LLC d/b/a	Qualcomm	EchoStar	Verizon	Unlicensed	Verizon	AT&T	Sprint [17.5]
688	Virginia 8 - Amelia	Amelia	Continuum 700	Buggs Island Tel Coop.	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
688	Virginia 8 - Amelia	Brunswick	Continuum 700	Buggs Island Tel Coop.	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
688	Virginia 8 - Amelia	Lunenburg	Continuum 700	Buggs Island Tel Coop.	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
688	Virginia 8 - Amelia	Mecklenburg	Continuum 700	Buggs Island Tel Coop.	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
688	Virginia 8 - Amelia	Nottoway	Continuum 700	Buggs Island Tel Coop.	AT&T	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.5]
718	Wyoming 1 - Park	Big Horn	Bresnan	Union Telephone	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
718	Wyoming 1 - Park	Hot Springs	Union	Union Telephone	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
718	Wyoming 1 - Park	Park	Bresnan	Union Telephone	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
718	Wyoming 1 - Park	Washakie	Union	Union Telephone	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
719	Wyoming 2 - Sheridan	Campbell	Union	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
719	Wyoming 2 - Sheridan	Crook	Union	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Excomm Verizon	Sprint [16.5]
719	Wyoming 2 - Sheridan	Johnson	Bresnan	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
719	Wyoming 2 - Sheridan	Sheridan	Bresnan	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [18.25]
719	Wyoming 2 - Sheridan	Weston	Union	Verizon	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
721	Wyoming 4 - Niobrara	Albany	Union	AT&T	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]

Appendix B
Competitors Chart – 700 MHz, Cellular, SMR

CMA	Name	County	Lower 700 MHz A	Lower 700 MHz B	Lower 700 MHz C	Lower 700 MHz D	Lower 700 MHz E	Upper 700 MHz C	Upper 700 MHz D	Cellular A	Cellular B	SMR
721	Wyoming 4 - Niobrara	Goshen	Hemingford	AT&T	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T Excomm	Excomm Verizon	Sprint [16.5]
721	Wyoming 4 - Niobrara	Laramie	Union	AT&T	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
721	Wyoming 4 - Niobrara	Niobrara	Union	AT&T	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
721	Wyoming 4 - Niobrara	Platte	Union	AT&T	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]
722	Wyoming 5 - Converse	Converse	Union	Great American	Union Telephone Company	Qualcomm	EchoStar	Verizon	Unlicensed	AT&T	Verizon	Sprint [16.5]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
181	Muskegon, MI	Muskegon	AT&T	SpectrumCo	MetroPCS	Denali Spectrum	T-Mobile	Verizon	AT&T	Sprint	Verizon [15] AT&T [15]	Leap	AT&T	AT&T	Sprint	Clearwire [56.5]
181	Muskegon, MI	Oceana	AT&T	SpectrumCo	MetroPCS	Denali Spectrum	T-Mobile	Verizon	AT&T	Sprint	Verizon [15] AT&T [15]	Leap	AT&T	AT&T	Sprint	Clearwire [56.5]
221	Fargo-Moorehead, ND-MN	Clay	Cable One	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	Verizon [20] AT&T [10]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [56.5]
221	Fargo-Moorehead, ND-MN	Cass	Cable One	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	Verizon [20] AT&T [10]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [56.5]
246	Dothan, AL	Dale	Cellular South	SpectrumCo	T-Mobile	T-Mobile	US Cellular	Verizon	Sprint	T-Mobile	Sprint [15] Verizon [15]	AT&T	AT&T	Verizon	Sprint	Clearwire [56.5]
246	Dothan, AL	Houston	Cellular South	SpectrumCo	T-Mobile	T-Mobile	US Cellular	Verizon	Sprint	T-Mobile	Sprint [15] Verizon [15]	AT&T	AT&T	Verizon	Sprint	Clearwire [56.5]
253	Sioux City, IA-NE	Woodbury	Cable One	SpectrumCo	Long Lines	Denali Spectrum	T-Mobile	Verizon	AT&T [5] T-Mobile [25]	Sprint [20] Swiftel [10]	AT&T [10] Long Lines [20]	AT&T	Verizon	AT&T	Sprint	0
253	Sioux City, IA-NE	Dakota	Cable One	SpectrumCo	Long Lines	Denali Spectrum	T-Mobile	Verizon	AT&T [5] T-Mobile [25]	Sprint [20] Swiftel [10]	AT&T [20] Long Lines [10]	AT&T	Verizon	AT&T	Sprint	0
262	Danville, VA	Danville	T-Mobile	SpectrumCo	Leap	T-Mobile	T-Mobile	Verizon	AT&T	Ntelos	AT&T[20] T-Mobile[10]	Sprint	T-Mobile	US Cellular	Sprint	Clearwire [16.5]
262	Danville, VA	Pittsylvania	T-Mobile	SpectrumCo	Leap	T-Mobile	T-Mobile	Verizon	AT&T	Ntelos	AT&T[20] T-Mobile[10]	Sprint	T-Mobile	US Cellular	Sprint	Clearwire [16.5]
267	Sioux Falls, SD	Minnehaha	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	Verizon [20] AT&T [10]	Redwood	Long Lines	AT&T	AT&T	Sprint	Clearwire [22.5]
268	Billings, MT	Yellowstone	Blackfoot Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Nemont Tele. Coop.	Sprint	Clearwire [6]
276	Grand Forks, ND-MN	Polk	Paul Bunyan	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	Verizon [20] AT&T [10]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0
276	Grand Forks, ND-MN	Grand Forks	Paul Bunyan	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	Verizon [20] AT&T [10]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0
285	Las Cruces, NM	Dona Ana	T-Mobile	SpectrumCo	Nextwave	MetroPCS	AT&T	T-Mobile	T-Mobile	AT&T	Leap [10] Wirefree [5] Verizon [10] Sprint [5]	Sprint	Lynch PCS	AT&T	Sprint	Clearwire [49.5]
289	Rapid City, SD	Meade	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	AT&T	Long Lines	Sprint	0
289	Rapid City, SD	Pennington	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	AT&T	Long Lines	Sprint	0
297	Great Falls, MT	Cascade	3 Rivers Telephone	3 Rivers Telephone	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	AT&T	Verizon	T-Mobile [5] AT&T [5]	3 Rivers Telephone Cooperative	Sprint	0

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
298	Bismarck, ND	Burleigh	BEK Comm.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	AT&T [20] T-Mobile [10]	AT&T [20] BEK [10]	Verizon	Long Lines	AT&T	Sprint	Clearwire [55.5]
298	Bismarck, ND	Morton	BEK Comm.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	AT&T [20] T-Mobile [10]	AT&T [20] BEK [10]	Verizon	Long Lines	AT&T	Sprint	Clearwire [55.5]
299	Casper, WY	Natrona	Union Telephone	MTPCS	Union Telephone	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	Union Telephone	Verizon	Union Telephone	Union Telephone	Sprint	Clearwire [22]
313	Alabama 7 - Butler	Butler	CenturyTel	SpectrumCo	T-Mobile	T-Mobile	US Cellular	Verizon	Sprint	T-Mobile	AT&T	AT&T	AT&T	AT&T	Sprint	Clearwire [22.5]
313	Alabama 7 - Butler	Coffee	CenturyTel	SpectrumCo	T-Mobile	T-Mobile	US Cellular	Verizon	Sprint	T-Mobile	Sprint [15] Verizon [15]	AT&T	AT&T	Verizon	Sprint	Clearwire [55.5]
313	Alabama 7 - Butler	Covington	CenturyTel	SpectrumCo	T-Mobile	T-Mobile	US Cellular	Verizon	Sprint	T-Mobile	AT&T	AT&T	AT&T	AT&T	Sprint	Clearwire [22.5]
313	Alabama 7 - Butler	Crenshaw	CenturyTel	SpectrumCo	T-Mobile	T-Mobile	US Cellular	Verizon	Sprint	T-Mobile	AT&T	AT&T	AT&T	AT&T	Sprint	Clearwire [22.5]
313	Alabama 7 - Butler	Geneva	CenturyTel	SpectrumCo	T-Mobile	T-Mobile	US Cellular	Verizon	Sprint	T-Mobile	Sprint [15] Verizon [15]	AT&T	AT&T	Verizon	Sprint	Clearwire [55.5]
313	Alabama 7 - Butler	Pike	CenturyTel	SpectrumCo	T-Mobile	T-Mobile	US Cellular	Verizon	Sprint	T-Mobile	AT&T [20] Verizon [10]	AT&T	AT&T	AT&T	Sprint	Clearwire [22.5]
322	Arizona 5 - Gila	Gila	Stelera Wireless	Cox TMI Wireless	T-Mobile	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [10] SAL Spectrum [10]	Sprint	AT&T [20] Leap [10]	Verizon	T-Mobile	T-Mobile	Sprint	Clearwire [55.5]
322	Arizona 5 - Gila	Pinal	Stelera Wireless	Cox TMI Wireless	T-Mobile	MetroPCS	AT&T	T-Mobile	T-Mobile [10] AT&T [20]	Sprint	AT&T [20] Leap [10]	Verizon	T-Mobile	T-Mobile	Sprint	Clearwire [55.5]
341	California 6 - Mono	Inyo	DareDevil	SpectrumCo	Cavalier Wireless	MetroPCS	AT&T	T-Mobile	Sprint	AT&T	Verizon [10] T-Mobile [10] Royal [10]	AT&T	Verizon	T-Mobile	Sprint	Clearwire [55.5]
341	California 6 - Mono	Mono	DareDevil	SpectrumCo	Cavalier Wireless	MetroPCS	AT&T	T-Mobile	Sprint	AT&T	T-Mobile [10] Leap [10] Von Donop [10]	AT&T	Verizon	T-Mobile	Sprint	Clearwire [55.5]
351	Colorado 4 - Park	Chaffee	Stelera Wireless	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	AT&T [10] T-Mobile [10] Verizon [10]	AT&T	Commnet	Leap	Sprint	Clearwire [55.5]
351	Colorado 4 - Park	Custer	Stelera Wireless	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [55.5]
351	Colorado 4 - Park	Fremont	Stelera Wireless	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [20] AT&T [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [55.5]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
351	Colorado 4 - Park	Lake	Stelera Wireless	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	AT&T [10] T-Mobile [10] Verizon [10]	AT&T	Commnet	Leap	Sprint	Clearwire [55.5]
351	Colorado 4 - Park	Park	Stelera Wireless	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	AT&T [10] T-Mobile [10] Verizon [10]	AT&T	Commnet	Leap	Sprint	Clearwire [55.5]
352	Colorado 5 - Elbert	Cheyenne	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	AT&T [10] T-Mobile [10] Verizon [10]	AT&T	NE Colorado Cellular	Leap	Sprint	Clearwire [55.5]
352	Colorado 5 - Elbert	Elbert	Stelera Wireless	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile	AT&T [10] T-Mobile [10] Verizon [10]	AT&T	Verizon	Leap	Sprint	Clearwire [55.5]
352	Colorado 5 - Elbert	Kit Carson	Stelera Wireless	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Rural Telephone [10] Sprint [20]	T-Mobile [20] AT&T [10]	AT&T [10] T-Mobile [10] Verizon [10]	AT&T	NE Colorado Cellular	Leap	Sprint	Clearwire [55.5]
352	Colorado 5 - Elbert	Lincoln	Stelera Wireless	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Rural Telephone [10] Sprint [20]	T-Mobile [20] AT&T [10]	AT&T [10] T-Mobile [10] Verizon [10]	AT&T	Verizon	Leap	Sprint	Clearwire [55.5]
353	Colorado 6 - San Miguel	Dolores	Stelera Wireless	SpectrumCo	Nextwave	AT&T	Leap	T-Mobile	T-Mobile	AT&T [10] Sprint [10] Commnet [10]	AT&T	Sprint	Smith Bagley	Smith Bagley	Sprint	0
353	Colorado 6 - San Miguel	Hinsdale	Stelera Wireless	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile	AT&T [10] T-Mobile [10] Verizon [10]	AT&T	Commnet	Leap	Sprint	Clearwire [55.5]
353	Colorado 6 - San Miguel	La Plata	Stelera Wireless	SpectrumCo	Nextwave	AT&T	Leap	T-Mobile	T-Mobile	AT&T [10] Sprint [10] Commnet [10]	AT&T	Sprint	Smith Bagley	Smith Bagley	Sprint	0
353	Colorado 6 - San Miguel	Montezuma	Stelera Wireless	SpectrumCo	Nextwave	AT&T	Leap	T-Mobile	T-Mobile	AT&T [10] Sprint [10] Commnet [10]	AT&T	Sprint	Smith Bagley	Smith Bagley	Sprint	0
353	Colorado 6 - San Miguel	Ouray	Stelera Wireless	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile	NTCH [15] AT&T [15]	Commnet	Commnet	Union Telephone	Sprint	0
353	Colorado 6 - San Miguel	San Juan	Stelera Wireless	SpectrumCo	Nextwave	AT&T	Leap	T-Mobile	T-Mobile	AT&T [10] Sprint [10] Commnet [10]	AT&T	Sprint	Smith Bagley	Smith Bagley	Sprint	0
353	Colorado 6 - San Miguel	San Miguel	Stelera Wireless	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile	NTCH [15] AT&T [15]	Commnet	Commnet	Union Telephone	Sprint	0
354	Colorado 7 - Saguache	Alamosa	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	Verizon	Chickasaw Wireless	Sprint	Clearwire [55.5]
354	Colorado 7 - Saguache	Archuleta	Stelera Wireless	SpectrumCo	Nextwave	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	AT&T [20] Sprint [10]	AT&T	Sprint	Smith Bagley	Smith Bagley	Sprint	0
354	Colorado 7 - Saguache	Conejos	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [55.5]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
354	Colorado 7 - Saguache	Mineral	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [20] AT&T [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [55.5]
354	Colorado 7 - Saguache	Rio Grande	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	Verizon	Chickasaw Wireless	Sprint	Clearwire [55.5]
354	Colorado 7 - Saguache	Saguache	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [55.5]
355	Colorado 8 - Kiowa	Bent	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [6]
355	Colorado 8 - Kiowa	Crowley	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [39]
355	Colorado 8 - Kiowa	Kiowa	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [6]
355	Colorado 8 - Kiowa	Otero	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [39]
355	Colorado 8 - Kiowa	Prowers	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [6]
356	Colorado 9 - Costilla	Baca	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [55.5]
356	Colorado 9 - Costilla	Costilla	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [55.5]
356	Colorado 9 - Costilla	Huerfano	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [55.5]
356	Colorado 9 - Costilla	Las Animas	Stelera Wireless	SpectrumCo	Command Connect	AT&T	Leap	T-Mobile	Sprint [20] AT&T [10]	T-Mobile [10] AT&T [10] NE Colorado [10]	Commnet [10] Leap [20]	AT&T	NE Colorado Cellular	Chickasaw Wireless	Sprint	Clearwire [55.5]
419	Iowa 8 - Monona	Crawford	Long Lines	SpectrumCo	T-Mobile	Denali Spectrum	T-Mobile	Verizon	AT&T [10] Long Line [10] US Cellular [10]	Sprint	T-Mobile [20] AT&T [10]	Verizon	US Cellular	Leap	Sprint	Clearwire [55.5]
419	Iowa 8 - Monona	Harrison	Long Lines	Cox TMI Wireless	AT&T	AT&T	Leap	T-Mobile	AT&T [10] Long Line [10] US Cellular [10]	Sprint	T-Mobile [20] AT&T [10]	Verizon	US Cellular	Leap	Sprint	Clearwire [55.5]
419	Iowa 8 - Monona	Monona	Long Lines	SpectrumCo	Long Lines	Denali Spectrum	T-Mobile	Verizon	AT&T [5] T-Mobile [25]	Sprint [20] Swiftel [10]	AT&T [20] Long Lines [10]	AT&T	Verizon	AT&T	Sprint	0
419	Iowa 8 - Monona	Shelby	Long Lines	Cox TMI Wireless	AT&T	AT&T	Leap	T-Mobile	AT&T [10] Long Line [10] US Cellular [10]	Sprint	T-Mobile [20] AT&T [10]	Verizon	US Cellular	Leap	Sprint	Clearwire [55.5]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
427	Iowa 16 - Lyon	Cherokee	Mutual Telephone of Sioux Center	SpectrumCo	Long Lines	Denali Spectrum	T-Mobile	Verizon	T-Mobile	Sprint [20] Swiftel [10]	AT&T [10] Long Lines [20]	AT&T	Verizon	AT&T	Sprint	0
427	Iowa 16 - Lyon	Lyon	Mutual Telephone of Sioux Center	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	T-Mobile [20] AT&T [10]	Redwood	Long Lines	AT&T	Long Lines	Sprint	0
427	Iowa 16 - Lyon	O'Brien	Mutual Telephone of Sioux Center	SpectrumCo	Long Lines	Denali Spectrum	T-Mobile	Verizon	T-Mobile	Sprint [20] Swiftel [10]	AT&T [10] Long Lines [20]	AT&T	Verizon	AT&T	Sprint	0
427	Iowa 16 - Lyon	Osceola	Mutual Telephone of Sioux Center	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood [15] AT&T[15]	AT&T	AT&T	Long Lines	Sprint	Clearwire [6]
427	Iowa 16 - Lyon	Plymouth	Mutual Telephone of Sioux Center	SpectrumCo	Long Lines	Denali Spectrum	T-Mobile	Verizon	T-Mobile	Sprint [20] Swiftel [10]	AT&T [10] Long Lines [20]	AT&T	*Verizon*	AT&T	Sprint	0
427	Iowa 16 - Lyon	Sioux	Mutual Telephone of Sioux Center	SpectrumCo	Long Lines	Denali Spectrum	T-Mobile	Verizon	T-Mobile	Sprint [20] Swiftel [10]	AT&T [10] Long Lines [20]	AT&T	Verizon	AT&T	Sprint	0
428	Kansas 1 - Cheyenne	Cheyenne	S&T Telephone	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Rural Telephone [10] Sprint [20]	T-Mobile [20] NE Colorado [10]	AT&T [10] T-Mobile [10] Verizon [10]	AT&T	Verizon	Leap	Sprint	Clearwire [55.5]
428	Kansas 1 - Cheyenne	Decatur	S&T Telephone	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	NE Colorado [10] AT&T [20]	Sprint [20] Nex-Tech [10]	PinPoint [15] AT&T [15]	Pinpoint	T-Mobile	NE Colorado Cellular	Sprint	0
428	Kansas 1 - Cheyenne	Rawlins	S&T Telephone	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	NE Colorado [10] AT&T [20]	Sprint [20] Nex-Tech [10]	PinPoint [15] AT&T [15]	Pinpoint	T-Mobile	NE Colorado Cellular	Sprint	0
428	Kansas 1 - Cheyenne	Sheridan	S&T Telephone	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	AT&T	Sprint	Nex-Tech	Pioneer	Pioneer	Chickasaw Wireless	Sprint	Clearwire [55.5]
428	Kansas 1 - Cheyenne	Sherman	S&T Telephone	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Rural Telephone [10] Sprint [20]	T-Mobile [20] NE Colorado [10]	AT&T [10] T-Mobile [10] Verizon [10]	Pioneer	Verizon	Leap	Sprint	Clearwire [55.5]
428	Kansas 1 - Cheyenne	Thomas	S&T Telephone	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Pioneer	Sprint	Nex-Tech	Pioneer	Pioneer	Chickasaw Wireless	Sprint	Clearwire [55.5]
429	Kansas 2 - Norton	Graham	*Stelera Wireless*	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T	Sprint	Nex-Tech	Pioneer	Pioneer	Chickasaw Wireless	Sprint	Clearwire [55.5]
429	Kansas 2 - Norton	Norton	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T	Sprint [20] Nex-Tech [10]	NE Colorado [10] Nex-Tech [20]	T-Mobile	T-Mobile	Chickasaw Wireless	Sprint	Clearwire [22.5]
429	Kansas 2 - Norton	Osborne	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T	Sprint [20] Nex-Tech [10]	NE Colorado [10] Nex-Tech [20]	T-Mobile	T-Mobile	Chickasaw Wireless	Sprint	Clearwire [22.5]
429	Kansas 2 - Norton	Phillips	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T	Sprint [20] Nex-Tech [10]	NE Colorado [10] Nex-Tech [20]	T-Mobile	T-Mobile	Chickasaw Wireless	Sprint	Clearwire [22.5]
429	Kansas 2 - Norton	Rooks	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T	Sprint	Nex-Tech	Pioneer	Pioneer	Chickasaw Wireless	Sprint	Clearwire [55.5]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
429	Kansas 2 - Norton	Smith	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint [20] Nex-Tech [10]	NE Colorado [10] Nex-Tech [20]	T-Mobile	T-Mobile	Chickasaw Wireless	Sprint	Clearwire [22.5]
433	Kansas 6 - Wallace	Gove	S&T Telephone	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Pioneer	Sprint	Nex-Tech	Pioneer	Pioneer	Chickasaw Wireless	Sprint	Clearwire [55.5]
433	Kansas 6 - Wallace	Greeley	S&T Telephone	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T	Sprint [20] Nex-Tech [10]	Pioneer	Pioneer	Pioneer	Chickasaw Wireless	Sprint	0
433	Kansas 6 - Wallace	Lane	S&T Telephone	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T	Sprint [20] Nex-Tech [10]	Pioneer	Pioneer	Pioneer	Chickasaw Wireless	Sprint	0
433	Kansas 6 - Wallace	Logan	S&T Telephone	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Pioneer	Sprint	Nex-Tech	Pioneer	Pioneer	Chickasaw Wireless	Sprint	Clearwire [55.5]
433	Kansas 6 - Wallace	Scott	S&T Telephone	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T[25] Pioneer [5 leased from AT&T]	Sprint [20] Nex-Tech [10]	Pioneer	Pioneer	Pioneer	Chickasaw Wireless	Sprint	0
433	Kansas 6 - Wallace	Wallace	S&T Telephone	SpectrumCo	Atlantic Wireless	AT&T	Leap	T-Mobile	Rural Telephone [10] Sprint [20]	T-Mobile [20] NE Colorado [10]	AT&T [10] T-Mobile [10] Verizon [10]	AT&T	Verizon	Leap	Sprint	Clearwire [55.5]
433	Kansas 6 - Wallace	Wichita	S&T Telephone	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T	Sprint [20] Nex-Tech [10]	Pioneer	Pioneer	Pioneer	Chickasaw Wireless	Sprint	0
434	Kansas 7 - Trego	Barton	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint	Nex-Tech	Pioneer	Pioneer	Chickasaw Wireless	Sprint	Clearwire [22.5]
434	Kansas 7 - Trego	Ellis	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint	Nex-Tech	Pioneer	Pioneer	Chickasaw Wireless	Sprint	Clearwire [55.5]
434	Kansas 7 - Trego	Ness	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T	Sprint	GBT Comm. [20] Nex-Tech [10]	Pioneer	Pioneer	Chickasaw Wireless	Sprint	Clearwire [55.5]
434	Kansas 7 - Trego	Pawnee	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint	GBT Comm. [20] Nex-Tech [10]	Pioneer	Pioneer	Chickasaw Wireless	Sprint	Clearwire [22.5]
434	Kansas 7 - Trego	Rush	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint	GBT Comm. [20] Nex-Tech [10]	Pioneer	Pioneer	Chickasaw Wireless	Sprint	Clearwire [22.5]
434	Kansas 7 - Trego	Russell	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint	T-Mobile [10] Nex-Tech [20]	T-Mobile	T-Mobile	Chickasaw Wireless	Sprint	Clearwire [22.5]
434	Kansas 7 - Trego	Trego	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint	Nex-Tech	Pioneer	Pioneer	Chickasaw Wireless	Sprint	Clearwire [55.5]
438	Kansas 11 - Hamilton	Finney	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T[25] Pioneer [5 leased from AT&T]	Sprint [20] United Wireless [10]	Pioneer	Pioneer	Pioneer	Chickasaw Wireless	Sprint	0

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
438	Kansas 11 - Hamilton	Grant	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T[25] Pioneer [5 leased from AT&T]	Sprint [20] United Wireless [10]	Pioneer	Pioneer	Pioneer	Chickasaw Wireless	Sprint	0
438	Kansas 11 - Hamilton	Hamilton	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T[25] Pioneer [5 leased from AT&T]	Sprint [20] United Wireless [10]	Pioneer	Pioneer	Pioneer	Chickasaw Wireless	Sprint	0
438	Kansas 11 - Hamilton	Haskell	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T[25] Pioneer [5 leased from AT&T]	Sprint [20] United Wireless [10]	Pioneer	Pioneer	Pioneer	Chickasaw Wireless	Sprint	0
438	Kansas 11 - Hamilton	Kearny	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T[25] Pioneer [5 leased from AT&T]	Sprint [20] United Wireless [10]	Pioneer	Pioneer	Pioneer	Chickasaw Wireless	Sprint	0
438	Kansas 11 - Hamilton	Morton	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T	Sprint [20] United Wireless [10]	Epic Touch	Pioneer	Verizon	Pioneer	Sprint	Clearwire [55.5]
438	Kansas 11 - Hamilton	Seward	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T	Sprint [20] United Wireless [10]	Epic Touch	Panhandle	Verizon	Panhandle	Sprint	Clearwire [55.5]
438	Kansas 11 - Hamilton	Stanton	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T[25] Pioneer [5 leased from AT&T]	Sprint [20] United Wireless [10]	Pioneer	Pioneer	Pioneer	Chickasaw Wireless	Sprint	0
438	Kansas 11 - Hamilton	Stevens	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Epic Touch [10] Pioneer [20]	Sprint [20] United Wireless [10]	Epic Touch	Pioneer	Verizon	Pioneer	Sprint	Clearwire [55.5]
439	Kansas 12 - Hodgeman	Clark	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint [20] United Wireless [10]	AT&T [17.6] Verizon [2.4] leased from AT&T Von Donop [10]	Pioneer	Pioneer	Poplar	Sprint	Clearwire [55.5]
439	Kansas 12 - Hodgeman	Ford	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint [20] United Wireless [10]	AT&T [17.6] Verizon [2.4] leased from AT&T Von Donop [10]	Pioneer	Pioneer	Poplar	Sprint	Clearwire [55.5]
439	Kansas 12 - Hodgeman	Gray	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint [20] United Wireless [10]	AT&T [17.6] Verizon [2.4] leased from AT&T Von Donop [10]	Pioneer	Pioneer	Poplar	Sprint	Clearwire [55.5]
439	Kansas 12 - Hodgeman	Hodgeman	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T	Sprint [20] United Wireless [10]	AT&T [17.6] Verizon [2.4] leased from AT&T Von Donop [10]	Pioneer	Pioneer	Poplar	Sprint	Clearwire [55.5]
439	Kansas 12 - Hodgeman	Meade	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T [10] Epic Touch [10] Pioneer [10]	Sprint [20] United Wireless [10]	Epic Touch	Panhandle	Verizon	Panhandle	Sprint	Clearwire [55.5]
440	Kansas 13 - Edwards	Barber	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	AT&T	Sprint [20] Cellular Network [10]	AT&T [15] Leap [15]	T-Mobile	Poplar PCS	T-Mobile	Sprint	Clearwire [55.5]
440	Kansas 13 - Edwards	Comanche	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint [20] United Wireless [10]	Pioneer [10] SKT [20]	T-Mobile	T-Mobile	Chickasaw Wireless	Sprint	Clearwire [55.5]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
440	Kansas 13 - Edwards	Edwards	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint	Pioneer [10] SKT [20]	T-Mobile	T-Mobile	Chickasaw Wireless	Sprint	Clearwire [55.5]
440	Kansas 13 - Edwards	Kiowa	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint	Pioneer [10] SKT [20]	T-Mobile	T-Mobile	Chickasaw Wireless	Sprint	Clearwire [55.5]
440	Kansas 13 - Edwards	Pratt	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint	Pioneer [10] SKT [20]	T-Mobile	T-Mobile	Chickasaw Wireless	Sprint	Clearwire [55.5]
440	Kansas 13 - Edwards	Stafford	Stelera Wireless	Cox TMI Wireless	T-Mobile	AT&T	Leap	T-Mobile	Pioneer	Sprint [20] Nex-Tech [10]	Pioneer [10] SKT [20]	T-Mobile	T-Mobile	Chickasaw Wireless	Sprint	Clearwire [55.5]
476	Michigan 5 - Manistee	Benzie	Agri-Valley	AT&T	Nsighttel	Denali Spectrum	T-Mobile	AT&T	AT&T (20) T-Mobile (10)	Sprint	Nsighttel [15] AT&T [15]	AT&T	AT&T	AT&T	Sprint	Clearwire [55.5]
476	Michigan 5 - Manistee	Lake	Agri-Valley	AT&T	Nsighttel	Denali Spectrum	T-Mobile	AT&T	AT&T	Sprint [20] T-Mobile [10]	AT&T	AT&T	T-Mobile	AT&T	Sprint	Clearwire [55.5]
476	Michigan 5 - Manistee	Leelanau	Agri-Valley	AT&T	Nsighttel	Denali Spectrum	T-Mobile	AT&T	AT&T (20) T-Mobile (10)	Sprint	Nsighttel [15] AT&T [15]	AT&T	AT&T	AT&T	Sprint	Clearwire [55.5]
476	Michigan 5 - Manistee	Manistee	Agri-Valley	AT&T	Nsighttel	Denali Spectrum	T-Mobile	AT&T	AT&T (20) T-Mobile (10)	Sprint	Nsighttel [15] AT&T [15]	AT&T	AT&T	AT&T	Sprint	Clearwire [55.5]
476	Michigan 5 - Manistee	Mason	Agri-Valley	AT&T	Nsighttel	Denali Spectrum	T-Mobile	AT&T	AT&T	Sprint	AT&T	Leap	AT&T	AT&T	Sprint	Clearwire [55.5]
476	Michigan 5 - Manistee	Missaukee	Agri-Valley	AT&T	Nsighttel	Denali Spectrum	T-Mobile	AT&T	AT&T (20) T-Mobile (10)	Sprint	Nsighttel [15] AT&T [15]	AT&T	AT&T	AT&T	Sprint	Clearwire [55.5]
476	Michigan 5 - Manistee	Osceola	Agri-Valley	AT&T	Nsighttel	Denali Spectrum	T-Mobile	AT&T	AT&T (20) T-Mobile (10)	Sprint	Nsighttel [15] AT&T [15]	AT&T	AT&T	AT&T	Sprint	Clearwire [55.5]
476	Michigan 5 - Manistee	Wexford	Agri-Valley	AT&T	Nsighttel	Denali Spectrum	T-Mobile	AT&T	AT&T (20) T-Mobile (10)	Sprint	Nsighttel [15] AT&T [15]	AT&T	AT&T	AT&T	Sprint	Clearwire [55.5]
478	Michigan 7 - Newaygo	Gratiot	Agri-Valley	SpectrumCo	MetroPCS	Denali Spectrum	T-Mobile	AT&T	AT&T (20) T-Mobile (10)	Sprint	AT&T	AT&T	AT&T	AT&T	Sprint	Clearwire [55.5]
478	Michigan 7 - Newaygo	Isabella	Agri-Valley	SpectrumCo	MetroPCS	Denali Spectrum	T-Mobile	AT&T	AT&T (20) T-Mobile (10)	Sprint	AT&T	AT&T	AT&T	AT&T	Sprint	Clearwire [55.5]
478	Michigan 7 - Newaygo	Mecosta	Agri-Valley	SpectrumCo	MetroPCS	Denali Spectrum	T-Mobile	AT&T	AT&T	Sprint [20] T-Mobile [10]	AT&T	AT&T	T-Mobile	AT&T	Sprint	Clearwire [55.5]
478	Michigan 7 - Newaygo	Montcalm	Agri-Valley	SpectrumCo	MetroPCS	Denali Spectrum	T-Mobile	AT&T	AT&T	Sprint [20] T-Mobile [10]	AT&T	AT&T	T-Mobile	AT&T	Sprint	Clearwire [55.5]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
478	Michigan 7 - Newaygo	Newaygo	Agri-Valley	SpectrumCo	MetroPCS	Denali Spectrum	T-Mobile	AT&T	AT&T	Sprint [20] T-Mobile [10]	AT&T	AT&T	T-Mobile	AT&T	Sprint	Clearwire [55.5]
482	Minnesota 1 - Kittson	Kittson	Dakota Wireless	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	AT&T [20] T-Mobile [10]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0
482	Minnesota 1 - Kittson	Marshall	Dakota Wireless	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	AT&T [20] T-Mobile [10]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0
482	Minnesota 1 - Kittson	Pennington	Dakota Wireless	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	AT&T [20] T-Mobile [10]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0
482	Minnesota 1 - Kittson	Red Lake	Dakota Wireless	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	AT&T [20] T-Mobile [10]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0
482	Minnesota 1 - Kittson	Roseau	Dakota Wireless	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	AT&T [20] T-Mobile [10]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0
483	Minnesota 2 - Lake of the Woods	Beltrami	Paul Bunyan	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint [20] Crossroads [10]	T-Mobile [20] AT&T [10]	FB Comm [15] NewCore Wireless [15]	AT&T	Verizon	AT&T	Sprint	Clearwire [55.5]
483	Minnesota 2 - Lake of the Woods	Clearwater	Paul Bunyan	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint [20] Crossroads [10]	T-Mobile [10] AT&T [20]	FB Comm [15] NewCore Wireless [15]	AT&T	Verizon	AT&T	Sprint	Clearwire [55.5]
483	Minnesota 2 - Lake of the Woods	Lake of the Woods	Paul Bunyan	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	AT&T [20] T-Mobile [10]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0
483	Minnesota 2 - Lake of the Woods	Mahnomen	Paul Bunyan	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint [20] Crossroads [10]	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [55.5]
483	Minnesota 2 - Lake of the Woods	Norman	Paul Bunyan	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint [20] Crossroads [10]	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [55.5]
488	Minnesota 7 - Chippewa	Chippewa	T-Mobile	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] Verizon [10]	Alltel	AT&T	Verizon	Redwood	Sprint	Clearwire [55.5]
488	Minnesota 7 - Chippewa	Kandiyohi	T-Mobile	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Alltel	AT&T	Verizon	Redwood	Sprint	Clearwire [55.5]
488	Minnesota 7 - Chippewa	McLeod	T-Mobile	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint [20] AT&T [10]	T-Mobile	T-Mobile [10] AT&T [10] US Cellular [10]	AT&T	AT&T	AT&T	Sprint	Clearwire [55.5]
488	Minnesota 7 - Chippewa	Meeker	T-Mobile	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint [20] AT&T [10]	T-Mobile	T-Mobile [10] AT&T [10] US Cellular [10]	AT&T	AT&T	AT&T	Sprint	Clearwire [55.5]
488	Minnesota 7 - Chippewa	Nicollet	T-Mobile	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood	AT&T	Verizon	Verizon	Sprint	Clearwire [39]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
488	Minnesota 7 - Chippewa	Renville	T-Mobile	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] Verizon [10]	Alltel	AT&T	Verizon	Redwood	Sprint	Clearwire [55.5]
488	Minnesota 7 - Chippewa	Sibley	T-Mobile	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood	AT&T	Verizon	Verizon	Sprint	Clearwire [39]
489	Minnesota 8 - Lac qui Parle	Lac qui Parle	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	T-Mobile [20] Verizon [10]	Verizon	AT&T	AT&T	Verizon	Sprint	0
489	Minnesota 8 - Lac qui Parle	Lincoln	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] Verizon [10]	Alltel	AT&T	Verizon	Redwood	Sprint	Clearwire [55.5]
489	Minnesota 8 - Lac qui Parle	Lyon	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] Verizon [10]	Alltel	AT&T	Verizon	Redwood	Sprint	Clearwire [55.5]
489	Minnesota 8 - Lac qui Parle	Redwood	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] Verizon [10]	Redwood	AT&T	Verizon	Verizon	Sprint	Clearwire [55.5]
489	Minnesota 8 - Lac qui Parle	Yellow Medicine	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] Verizon [10]	Alltel	AT&T	Verizon	Redwood	Sprint	Clearwire [55.5]
490	Minnesota 9 - Pipestone	Brown	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood	AT&T	Verizon	Verizon	Sprint	Clearwire [55.5]
490	Minnesota 9 - Pipestone	Cottonwood	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood [15] Alltel [15]	Verizon	Verizon	Verizon	Sprint	Clearwire [55.5]
490	Minnesota 9 - Pipestone	Jackson	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood [15] Alltel [15]	Verizon	Verizon	Long Lines	Sprint	Clearwire [55.5]
490	Minnesota 9 - Pipestone	Martin	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood	AT&T	Verizon	Verizon	Sprint	Clearwire [6]
490	Minnesota 9 - Pipestone	Murray	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] Verizon [10]	Redwood [15] Alltel [15]	Verizon	Verizon	Verizon	Sprint	Clearwire [55.5]
490	Minnesota 9 - Pipestone	Nobles	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood [15] Alltel [15]	Verizon	Verizon	Verizon	Sprint	Clearwire [55.5]
490	Minnesota 9 - Pipestone	Pipestone	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] Verizon [10]	Redwood [15] Alltel [15]	Verizon	Verizon	Verizon	Sprint	Clearwire [22.5]
490	Minnesota 9 - Pipestone	Rock	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood [15] Alltel [15]	Verizon	Verizon	Verizon	Sprint	Clearwire [6]
490	Minnesota 9 - Pipestone	Watonwan	Long Lines	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood	AT&T	Verizon	Verizon	Sprint	Clearwire [55.5]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
491	Minnesota 10 - Le Sueur	Blue Earth	LCDW Wireless	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood	AT&T	Verizon	Verizon	Sprint	Clearwire [39]
491	Minnesota 10 - Le Sueur	Faribault	LCDW Wireless	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood	AT&T	Verizon	Verizon	Sprint	Clearwire [6]
491	Minnesota 10 - Le Sueur	Freeborn	LCDW Wireless	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Verizon [10] Sprint [20]	T-Mobile	AT&T [15] Verizon [15]	Long Lines	Verizon	US Cellular	Sprint	Clearwire [39]
491	Minnesota 10 - Le Sueur	Le Sueur	LCDW Wireless	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood	AT&T	Verizon	Verizon	Sprint	Clearwire [39]
491	Minnesota 10 - Le Sueur	Rice	LCDW Wireless	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint [20] AT&T [10]	T-Mobile	T-Mobile [10] AT&T [10] US Cellular [10]	Verizon	AT&T	Verizon	Sprint	Clearwire [55.5]
491	Minnesota 10 - Le Sueur	Steele	LCDW Wireless	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint [20] AT&T [10]	T-Mobile	T-Mobile [10] AT&T [10] US Cellular [10]	Verizon	AT&T	Verizon	Sprint	Clearwire [39]
491	Minnesota 10 - Le Sueur	Waseca	LCDW Wireless	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile	Redwood	AT&T	Verizon	Verizon	Sprint	Clearwire [39]
523	Montana 1 - Lincoln	Flathead	Blackfoot Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	T-Mobile [10] AT&T [15] MTPCS [5]	T-Mobile	CenturyTel	Chinook	Sprint	Clearwire [22.5]
523	Montana 1 - Lincoln	Glacier	Blackfoot Telephone	3 Rivers Telephone	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	AT&T	Verizon	T-Mobile [5] AT&T [5]	3 Rivers Telephone Cooperative	Sprint	0
523	Montana 1 - Lincoln	Lake	Blackfoot Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	AT&T	AT&T [5] T-Mobile [5]	Verizon	Chinook	Sprint	0
523	Montana 1 - Lincoln	Lincoln	Blackfoot Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Verizon [10] AT&T [20]	Sprint [20] T-Mobile [10]	Leap [15] AT&T [10] T-Mobile [5]	Verizon	AT&T	AT&T	Sprint	Clearwire [55.5]
523	Montana 1 - Lincoln	Pondera	Blackfoot Telephone	3 Rivers Telephone	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	AT&T	Verizon	T-Mobile [5] AT&T [5]	3 Rivers Telephone Cooperative	Sprint	0
523	Montana 1 - Lincoln	Sanders	Blackfoot Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	AT&T	AT&T [5] T-Mobile [5]	Verizon	Chinook	Sprint	0
523	Montana 1 - Lincoln	Teton	Blackfoot Telephone	3 Rivers Telephone	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	AT&T	Verizon	T-Mobile [5] AT&T [5]	3 Rivers Telephone Cooperative	Sprint	0
524	Montana 2 - Toole	Blaine	Triangle Comm.	3 Rivers Telephone	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	AT&T	Verizon	T-Mobile [5] AT&T [5]	Triangle	Sprint	0
524	Montana 2 - Toole	Chouteau	Triangle Comm.	3 Rivers Telephone	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	AT&T	Verizon	T-Mobile [5] AT&T [5]	Triangle	Sprint	0

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
524	Montana 2 - Toole	Hill	Triangle Comm.	3 Rivers Telephone	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	AT&T	Verizon	T-Mobile [5] AT&T [5]	Triangle	Sprint	0
524	Montana 2 - Toole	Liberty	Triangle Comm.	3 Rivers Telephone	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	AT&T	Verizon	T-Mobile [5] AT&T [5]	Triangle	Sprint	0
524	Montana 2 - Toole	Toole	Triangle Comm.	3 Rivers Telephone	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	AT&T	Verizon	T-Mobile [5] AT&T [5]	3 Rivers Telephone Cooperative	Sprint	0
526	Montana 4 - Daniels	Daniels	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Nemont Tele. Coop.	Sprint	Clearwire [55.5]
526	Montana 4 - Daniels	Dawson	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Pioneer	Sprint	Clearwire [55.5]
526	Montana 4 - Daniels	McCone	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Pioneer	Sprint	Clearwire [55.5]
526	Montana 4 - Daniels	Richland	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Pioneer	Sprint	Clearwire [55.5]
526	Montana 4 - Daniels	Roosevelt	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Nemont Tele. Coop.	Sprint	Clearwire [55.5]
526	Montana 4 - Daniels	Sheridan	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Nemont Tele. Coop.	Sprint	Clearwire [55.5]
526	Montana 4 - Daniels	Wibaux	Triangle Comm.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Chinook	Sprint	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Pioneer	Sprint	Clearwire [55.5]
527	Montana 5 - Mineral	Granite	Blackfoot Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	AT&T	AT&T [5] T-Mobile [5]	Verizon	Chinook	Sprint	0
527	Montana 5 - Mineral	Lewis and Clark	Blackfoot Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	T-Mobile [10] MTPCS [15] AT&T [5]	AT&T	Verizon	Chinook	Sprint	Clearwire [55.5]
527	Montana 5 - Mineral	Mineral	Blackfoot Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	AT&T	AT&T [5] T-Mobile [5]	Verizon	Chinook	Sprint	0
527	Montana 5 - Mineral	Missoula	Blackfoot Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	AT&T	AT&T [5] T-Mobile [5]	Verizon	Chinook	Sprint	0
527	Montana 5 - Mineral	Powell	Blackfoot Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	NTCH [10] T-Mobile [10] AT&T [5] MTPCS License	AT&T	Verizon	Chinook	Sprint	0
527	Montana 5 - Mineral	Ravalli	Blackfoot Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	AT&T	AT&T [5] T-Mobile [5]	Verizon	Chinook	Sprint	0

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
528	Montana 6 - Deer Lodge	Broadwater	3 Rivers Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	T-Mobile [10] MTPCS [15] AT&T [5]	AT&T	Verizon	Chinook	Sprint	Clearwire [55.5]
528	Montana 6 - Deer Lodge	Deer Lodge	3 Rivers Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	NTCH [10] T-Mobile [10] AT&T [5] MTPCS License	AT&T	Verizon	Chinook	Sprint	0
528	Montana 6 - Deer Lodge	Jefferson	3 Rivers Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	T-Mobile [10] MTPCS [15] AT&T [5]	AT&T	Verizon	Chinook	Sprint	Clearwire [55.5]
528	Montana 6 - Deer Lodge	Judith Basin	3 Rivers Telephone	3 Rivers Telephone	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	AT&T	Verizon	T-Mobile [5] AT&T [5]	Triangle	Sprint	0
528	Montana 6 - Deer Lodge	Meagher	3 Rivers Telephone	3 Rivers Telephone	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	AT&T	Verizon	T-Mobile [5] AT&T [5]	Triangle	Sprint	0
528	Montana 6 - Deer Lodge	Silver Bow	3 Rivers Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	NTCH [10] T-Mobile [10] AT&T [5] MTPCS License	AT&T	Verizon	Chinook	Sprint	0
528	Montana 6 - Deer Lodge	Wheatland	3 Rivers Telephone	3 Rivers Telephone	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Triangle	Sprint	Clearwire [55.5]
529	Montana 7 - Fergus	Fergus	Triangle Comm.	3 Rivers Telephone	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	AT&T	Verizon	T-Mobile [5] AT&T [5]	Triangle	Sprint	0
529	Montana 7 - Fergus	Golden Valley	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Pioneer	Sprint	Clearwire [55.5]
529	Montana 7 - Fergus	Musselshell	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Pioneer	Sprint	Clearwire [55.5]
529	Montana 7 - Fergus	Petroleum	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Pioneer	Sprint	Clearwire [55.5]
529	Montana 7 - Fergus	Stillwater	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Nemont Tele. Coop.	Sprint	Clearwire [55.5]
529	Montana 7 - Fergus	Sweet Grass	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Triangle	Sprint	Clearwire [55.5]
530	Montana 8 - Beaverhead	Beaverhead	3 Rivers Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	NTCH [10] T-Mobile [10] AT&T [5] MTPCS License	AT&T	Verizon	Chinook	Sprint	0
530	Montana 8 - Beaverhead	Gallatin	3 Rivers Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	Leap [10] NTCH [10] Get Mobile [10]	Verizon	T-Mobile [5] AT&T [5]	Chinook	Sprint	0
530	Montana 8 - Beaverhead	Madison	3 Rivers Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	NTCH [10] T-Mobile [10] AT&T [5] MTPCS License	AT&T	Verizon	Chinook	Sprint	0

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
530	Montana 8 - Beaverhead	Park	3 Rivers Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	Leap [10] NTCH [10] Get Mobile [10]	Verizon	T-Mobile [5] AT&T [5]	Chinook	Sprint	0
531	Montana 9 - Carbon	Big Horn	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Nemont Tele. Coop.	Sprint	Clearwire [55.5]
531	Montana 9 - Carbon	Carbon	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Nemont Tele. Coop.	Sprint	Clearwire [55.5]
531	Montana 9 - Carbon	Rosebud	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	*Advanced* Communications Technology	Sprint	Clearwire [55.5]
531	Montana 9 - Carbon	Treasure	Triangle Comm.	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Advanced Communications Technology	Sprint	Clearwire [55.5]
532	Montana 10 - Prairie	Carter	Cable and Communications	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Chinook	Sprint	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Pioneer	Sprint	Clearwire [55.5]
532	Montana 10 - Prairie	Custer	Cable and Communications	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Pioneer	Sprint	Clearwire [55.5]
532	Montana 10 - Prairie	Fallon	Cable and Communications	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Pioneer	Sprint	Clearwire [55.5]
532	Montana 10 - Prairie	Powder River	Cable and Communications	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Advanced Communications Technology	Sprint	Clearwire [55.5]
532	Montana 10 - Prairie	Prairie	Cable and Communications	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	AT&T	MTPCS License Company [10] AT&T [20]	Verizon	T-Mobile [5] AT&T [5]	Pioneer	Sprint	Clearwire [55.5]
537	Nebraska 5 - Boone	Boone	Long Lines	SpectrumCo	AT&T	AT&T	Leap	T-Mobile	AT&T[20] NE Colo [10 leased from AT&T]	Sprint	NE Colorado Cellular	NE Colorado Cellular	T-Mobile [5] Verizon [5]	NE Colorado Cellular	Sprint	Clearwire [55.5]
537	Nebraska 5 - Boone	Butler	Long Lines	SpectrumCo	AT&T	AT&T	Leap	T-Mobile	AT&T [10] Long Line [10] US Cellular [10]	Sprint	T-Mobile [10] Alltel [10] NE Colorado Cellular Inc.[10]	AT&T	US Cellular	Leap	Sprint	Clearwire [55.5]
537	Nebraska 5 - Boone	Colfax	Long Lines	SpectrumCo	AT&T	AT&T	Leap	T-Mobile	AT&T [10] Long Line [10] US Cellular [10]	Sprint	T-Mobile [10] Alltel [10] NE Colorado Cellular Inc.[10]	AT&T	US Cellular	Leap	Sprint	Clearwire [55.5]
537	Nebraska 5 - Boone	Dodge	Long Lines	SpectrumCo	AT&T	AT&T	Leap	T-Mobile	AT&T [10] Long Line [10] US Cellular [10]	Sprint	T-Mobile [10] Alltel [10] NE Colorado Cellular Inc.[10]	AT&T	US Cellular	Leap	Sprint	Clearwire [55.5]
537	Nebraska 5 - Boone	Merrick	Long Lines	SpectrumCo	Glenwood Telephone Membership Corp.	AT&T	Leap	T-Mobile	AT&T	Sprint	Hamilton [15] AT&T [15]	AT&T	T-Mobile [5] Verizon [5]	NE Colorado Cellular	Sprint	Clearwire [16.5]
537	Nebraska 5 - Boone	Nance	Long Lines	SpectrumCo	AT&T	AT&T	Leap	T-Mobile	NE Colorado [leased from AT&T]	Sprint	Hamilton [15] AT&T [15]	AT&T	T-Mobile [5] Verizon [5]	NE Colorado Cellular	Sprint	Clearwire [16.5]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
537	Nebraska 5 - Boone	Platte	Long Lines	SpectrumCo	AT&T	AT&T	Leap	T-Mobile	AT&T [10] Long Line [10] US Cellular [10]	Sprint	T-Mobile [10] Alltel [10] NE Colorado Cellular Inc.[10]	AT&T	US Cellular	Leap	Sprint	Clearwire [55.5]
537	Nebraska 5 - Boone	Polk	Long Lines	SpectrumCo	AT&T	AT&T	Leap	T-Mobile	AT&T [10] Long Line [10] US Cellular [10]	Sprint	T-Mobile [10] Alltel [10] NE Colorado Cellular Inc.[10]	AT&T	US Cellular	Leap	Sprint	Clearwire [55.5]
537	Nebraska 5 - Boone	Saunders	Long Lines	SpectrumCo	AT&T	AT&T	Leap	T-Mobile	AT&T [20] US Cellular [10]	Sprint	T-Mobile [20] NE Colorado Cellular Inc. [10]	AT&T	US Cellular	Leap	Sprint	Clearwire [55.5]
537	Nebraska 5 - Boone	Washington	*Long Lines*	*Cox TMI Wireless*	AT&T	AT&T	Leap	T-Mobile	AT&T [10] Long Line [10] *US Cellular [10]*	Sprint	T-Mobile [20] Alltel [10]	AT&T	US Cellular	Leap	Sprint	Clearwire [55.5]
544	Nevada 2 - Lander	Elko	Commnet	SpectrumCo	Cavalier Wireless	MetroPCS	AT&T	T-Mobile	Sprint	AT&T	T-Mobile[10] Leap [10] Von Donop [10]	AT&T	Verizon	T-Mobile	Sprint	Clearwire [55.5]
544	Nevada 2 - Lander	Eureka	Commnet	SpectrumCo	Cavalier Wireless	MetroPCS	AT&T	T-Mobile	Sprint	AT&T	T-Mobile[10] Leap [10] Von Donop [10]	AT&T	Verizon	T-Mobile	Sprint	Clearwire [55.5]
544	Nevada 2 - Lander	Lander	Commnet	SpectrumCo	Cavalier Wireless	MetroPCS	AT&T	T-Mobile	Sprint	AT&T	T-Mobile[10] Leap [10] Von Donop [10]	AT&T	Verizon	T-Mobile	Sprint	Clearwire [55.5]
547	Nevada 5 - White Pine	Lincoln	WUE, Inc.	Cox TMI Wireless	MetroPCS	MetroPCS	AT&T	T-Mobile	Sprint	T-Mobile	AT&T [25] Von Donop [5]	AT&T	Verizon	Verizon	Sprint	Clearwire [55.5]
547	Nevada 5 - White Pine	White Pine	WUE, Inc.	SpectrumCo	Cavalier Wireless	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	Sprint	AT&T [15] Leap [15]	AT&T	Verizon	AT&T	Sprint	Clearwire [55.5]
553	New Mexico 1 - San Juan	Cibola	Stelera Wireless	SpectrumCo	Cavalier Wireless	MetroPCS	AT&T	T-Mobile	T-Mobile	AT&T [20] Sprint [10]	Leap [15] AT&T [15]	Sprint	Verizon	AT&T	Sprint	0
553	New Mexico 1 - San Juan	McKinley	Stelera Wireless	SpectrumCo	Cavalier Wireless	MetroPCS	AT&T	T-Mobile	T-Mobile	AT&T	Leap [15] AT&T [15]	Sprint	Sprint	Smith Bagley	Sprint	0
553	New Mexico 1 - San Juan	Rio Arriba	Stelera Wireless	SpectrumCo	Nextwave	AT&T	Leap	T-Mobile	T-Mobile	AT&T [10] Sprint [10] Commnet [10]	Leap [15] AT&T [15]	Sprint	Verizon	AT&T	Sprint	0
553	New Mexico 1 - San Juan	San Juan	*Stelera Wireless*	*SpectrumCo*	Nextwave	MetroPCS	AT&T	T-Mobile	T-Mobile	AT&T [10] Sprint [10] *Commnet [10]*	AT&T	Sprint	Smith Bagley	Smith Bagley	Sprint	0
553	New Mexico 1 - San Juan	Taos	Stelera Wireless	SpectrumCo	Nextwave	AT&T	Leap	T-Mobile	T-Mobile	AT&T [10] Sprint [10] Commnet [10]	Leap [15] AT&T [15]	Sprint	Verizon	AT&T	Sprint	0
557	New Mexico 5 - Grant	Grant	Stelera Wireless	SpectrumCo	T-Mobile	MetroPCS	AT&T	T-Mobile	T-Mobile	AT&T	Leap [10] Wirefree [5] Verizon [10] Sprint [5]	Sprint	Lynch PCS	AT&T	Sprint	0
557	New Mexico 5 - Grant	Hidalgo	Stelera Wireless	SpectrumCo	T-Mobile	MetroPCS	AT&T	T-Mobile	T-Mobile	AT&T	Leap [10] Wirefree [5] Verizon [10] Sprint [5]	Sprint	Lynch PCS	AT&T	Sprint	0

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
557	New Mexico 5 - Grant	Luna	Stelera Wireless	SpectrumCo	T-Mobile	MetroPCS	AT&T	T-Mobile	T-Mobile	AT&T	Leap [10] Wirefree [5] Verizon [10] Sprint [5]	Sprint	Lynch PCS	AT&T	Sprint	0
558	New Mexico 6 - Lincoln	Chaves	Plateau	Stelera Wireless	Flat Wireless	AT&T	Leap	T-Mobile	AT&T [10] T-Mobile [20]	AT&T [20] Plateau [10]	PVT Wireless [15] Leap[15]	Sprint	Leaco Rural Telephone	Wirefree Partners	Sprint	0
558	New Mexico 6 - Lincoln	Eddy	Plateau	Stelera Wireless	Flat Wireless	AT&T	Leap	T-Mobile	AT&T [10] T-Mobile [20]	AT&T [20] Plateau [10]	Leaco Rural [20] NTCH-NM, LLC [10]	Sprint	PVT Wireless Limited Partnership	PVT Networks	Sprint	0
558	New Mexico 6 - Lincoln	Lea	Plateau	Stelera Wireless	Flat Wireless	AT&T	Leap	T-Mobile	Verizon	Sprint	PVT Wireless [15] Leaco Rural Telephone [5] NTCH-NM, LLC [10]	AT&T [5] T-Mobile [5]	AT&T	Plateau	Sprint	0
558	New Mexico 6 - Lincoln	Lincoln	Plateau	SpectrumCo	Nextwave	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	AT&T [20] Plateau [10]	PVT Wireless [15] Leap[15]	Sprint	Leaco Rural Telephone	Wirefree Partners	Sprint	0
558	New Mexico 6 - Lincoln	Otero	Plateau	SpectrumCo	Nextwave	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	AT&T [20] Plateau [10]	Leap [10] AT&T [20]	Sprint	Sprint	T-Mobile	Sprint	Clearwire [55.5]
580	North Dakota 1 - Divide	Burke	North Dakota Network Co.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Excomm [10] AT&T [20]	North Dakota Network Co.	AT&T	North Dakota Network	Sprint	0
580	North Dakota 1 - Divide	Divide	North Dakota Network Co.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Excomm [10] AT&T [20]	North Dakota Network Co.	AT&T	Nemont Tele. Coop.	Sprint	0
580	North Dakota 1 - Divide	McLean	North Dakota Network Co.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Excomm [10] AT&T [20]	North Dakota Network Co.	AT&T	North Dakota Network	Sprint	0
580	North Dakota 1 - Divide	Mountrail	North Dakota Network Co.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Excomm [10] AT&T [20]	North Dakota Network Co.	AT&T	North Dakota Network	Sprint	0
580	North Dakota 1 - Divide	Renville	North Dakota Network Co.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Excomm [10] AT&T [20]	North Dakota Network Co.	AT&T	North Dakota Network	Sprint	0
580	North Dakota 1 - Divide	Ward	North Dakota Network Co.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Excomm [10] AT&T [20]	North Dakota Network Co.	AT&T	North Dakota Network	Sprint	0
580	North Dakota 1 - Divide	Williams	North Dakota Network Co.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Redwood	AT&T	AT&T	Nemont Tele. Coop.	Sprint	0
581	North Dakota 2 - Bottineau	Benson	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	AT&T [20] T-Mobile [10]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0
581	North Dakota 2 - Bottineau	Bottineau	North Dakota Network Co.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Excomm [10] AT&T [20]	North Dakota Network Co.	AT&T	North Dakota Network	Sprint	0
581	North Dakota 2 - Bottineau	Cavalier	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	AT&T [20] T-Mobile [10]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
581	North Dakota 2 - Bottineau	McHenry	North Dakota Network Co.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Excomm [10] AT&T [20]	North Dakota Network Co.	AT&T	North Dakota Network	Sprint	0
581	North Dakota 2 - Bottineau	Pierce	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Excomm [10] AT&T [20]	North Dakota Network Co.	AT&T	North Dakota Network	Sprint	0
581	North Dakota 2 - Bottineau	Ramsey	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	AT&T [20] T-Mobile [10]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0
581	North Dakota 2 - Bottineau	Rolette	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Excomm [10] AT&T [20]	North Dakota Network Co.	AT&T	North Dakota Network	Sprint	0
581	North Dakota 2 - Bottineau	Towner	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	AT&T [20] T-Mobile [10]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0
582	North Dakota 3 - Barnes	Barnes	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [6]
582	North Dakota 3 - Barnes	Dickey	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [55.5]
582	North Dakota 3 - Barnes	Griggs	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [55.5]
582	North Dakota 3 - Barnes	LaMoure	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [6]
582	North Dakota 3 - Barnes	Nelson	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0
582	North Dakota 3 - Barnes	Pembina	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkake	Sprint	0
582	North Dakota 3 - Barnes	Ransom	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [6]
582	North Dakota 3 - Barnes	Richland	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [55.5]
582	North Dakota 3 - Barnes	Sargent	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [6]
582	North Dakota 3 - Barnes	Steele	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [55.5]
582	North Dakota 3 - Barnes	Traill	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	Verizon [20] AT&T [10]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [39]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
582	North Dakota 3 - Barnes	Walsh	North Dakota Network Co.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Long Lines	Verizon	Justkaka	Sprint	0
583	North Dakota 4 - McKenzie	Adams	Reservation Telephone Cooperative	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	AT&T [20] BEK [10]	Verizon	Long Lines	AT&T	Sprint	Clearwire [6]
583	North Dakota 4 - McKenzie	Billings	Reservation Telephone Cooperative	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T	Consolidated Telcom	AT&T	Consolidated Telecom	Sprint	0
583	North Dakota 4 - McKenzie	Bowman	Reservation Telephone Cooperative	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T	Consolidated Telcom	AT&T	Consolidated Telecom	Sprint	0
583	North Dakota 4 - McKenzie	Dunn	Reservation Telephone Cooperative	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T	Consolidated Telcom	AT&T	Consolidated Telecom	Sprint	0
583	North Dakota 4 - McKenzie	Golden Valley	Reservation Telephone Cooperative	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T	Consolidated Telcom	AT&T	Consolidated Telecom	Sprint	0
583	North Dakota 4 - McKenzie	Grant	Reservation Telephone Cooperative	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T [20] BEK [10]	Verizon	Long Lines	AT&T	Sprint	Clearwire [55.5]
583	North Dakota 4 - McKenzie	Hettinger	Reservation Telephone Cooperative	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T	Consolidated Telcom	AT&T	Consolidated Telecom	Sprint	0
583	North Dakota 4 - McKenzie	McKenzie	Reservation Telephone Cooperative	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Redwood	AT&T	AT&T	Nemont Tele. Coop.	Sprint	0
583	North Dakota 4 - McKenzie	Mercer	Reservation Telephone Cooperative	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T [20] BEK [10]	Verizon	Long Lines	AT&T	Sprint	Clearwire [55.5]
583	North Dakota 4 - McKenzie	Oliver	Reservation Telephone Cooperative	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T [20] BEK [10]	Verizon	Long Lines	AT&T	Sprint	Clearwire [55.5]
583	North Dakota 4 - McKenzie	Sioux	Reservation Telephone Cooperative	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint [10] *Standing Rock* [20]	T-Mobile [10] AT&T [20]	AT&T [20] BEK [10]	Verizon	Long Lines	AT&T	Sprint	Clearwire [55.5]
583	North Dakota 4 - McKenzie	Slope	Reservation Telephone Cooperative	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T	Consolidated Telcom	AT&T	Consolidated Telecom	Sprint	0
583	North Dakota 4 - McKenzie	Stark	Reservation Telephone Cooperative	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T	Consolidated Telcom	AT&T	Consolidated Telecom	Sprint	0
584	North Dakota 5 - Kidder	Eddy	Dakota Central Telecom.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [55.5]
584	North Dakota 5 - Kidder	Emmons	BEK Comm.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T [20] BEK [10]	Verizon	Long Lines	AT&T	Sprint	Clearwire [55.5]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
584	North Dakota 5 - Kidder	Foster	Dakota Central Telecom.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [6]
584	North Dakota 5 - Kidder	Kidder	Dakota Central Telecom.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T [20] BEK [10]	Verizon	Long Lines	AT&T	Sprint	Clearwire [6]
584	North Dakota 5 - Kidder	Logan	BEK Comm.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T [20] BEK [10]	Verizon	Long Lines	AT&T	Sprint	Clearwire [55.5]
584	North Dakota 5 - Kidder	McIntosh	BEK Comm.	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T [20] BEK [10]	Verizon	Long Lines	AT&T	Sprint	Clearwire [55.5]
584	North Dakota 5 - Kidder	Sheridan	BEK Comm.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	AT&T [20] BEK [10]	Verizon	Long Lines	AT&T	Sprint	Clearwire [55.5]
584	North Dakota 5 - Kidder	Stutsman	Dakota Central Telecom.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [10] AT&T [20]	Leap [15] Verizon [15]	Verizon	Long Lines	Verizon	Sprint	Clearwire [6]
584	North Dakota 5 - Kidder	Wells	Dakota Central Telecom.	AT&T	Long Lines	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Excomm [10] AT&T [20]	North Dakota Network Co.	AT&T	North Dakota Network	Sprint	0
634	South Dakota 1 - Harding	Butte	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	AT&T	Long Lines	Sprint	0
634	South Dakota 1 - Harding	Harding	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	AT&T	Long Lines	Sprint	0
634	South Dakota 1 - Harding	Lawrence	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	AT&T	Long Lines	Sprint	0
634	South Dakota 1 - Harding	Perkins	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	AT&T	Long Lines	Sprint	0
635	South Dakota 2 - Corson	Campbell	KTC AWS	James Valley	Unlicensed	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	AT&T	AT&T	AT&T	James Valley Coop. Tel. Co.	Sprint	0
635	South Dakota 2 - Corson	Corson	KTC AWS	MTPCS	Stelera Wireless	Denali Spectrum	T-Mobile	Verizon	Sprint [10] Standing Rock [20]	T-Mobile [20] AT&T [10]	AT&T	AT&T	AT&T	James Valley Coop. Tel. Co.	Sprint	0
635	South Dakota 2 - Corson	Dewey	KTC AWS	James Valley	Unlicensed	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	AT&T	AT&T	AT&T	James Valley Coop. Tel. Co.	Sprint	0
635	South Dakota 2 - Corson	Potter	KTC AWS	James Valley	Unlicensed	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	AT&T	AT&T	AT&T	James Valley Coop. Tel. Co.	Sprint	0
635	South Dakota 2 - Corson	Walworth	KTC AWS	James Valley	Unlicensed	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	AT&T	AT&T	AT&T	James Valley Coop. Tel. Co.	Sprint	0

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Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
635	South Dakota 2 - Corson	Ziebach	KTC AWS	James Valley	Unlicensed	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	AT&T	AT&T	AT&T	James Valley Coop. Tel. Co.	Sprint	0
636	South Dakota 3 - McPherson	Brown	KTC AWS	James Valley	Unlicensed	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	AT&T	AT&T	AT&T	James Valley Coop. Tel. Co.	Sprint	0
636	South Dakota 3 - McPherson	Edmunds	KTC AWS	James Valley	Unlicensed	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	AT&T	AT&T	AT&T	James Valley Coop. Tel. Co.	Sprint	0
636	South Dakota 3 - McPherson	Faulk	KTC AWS	James Valley	Unlicensed	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	AT&T	AT&T	AT&T	James Valley Coop. Tel. Co.	Sprint	0
636	South Dakota 3 - McPherson	McPherson	KTC AWS	James Valley	Unlicensed	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	AT&T	AT&T	AT&T	James Valley Coop. Tel. Co.	Sprint	0
636	South Dakota 3 - McPherson	Spink	KTC AWS	James Valley	Unlicensed	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	AT&T	AT&T	AT&T	James Valley Coop. Tel. Co.	Sprint	0
637	South Dakota 4 - Marshall	Clark	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	T-Mobile [20] AT&T [10]	Verizon	AT&T	AT&T	AT&T	Sprint	0
637	South Dakota 4 - Marshall	Codington	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	T-Mobile [20] AT&T [10]	Verizon	AT&T	AT&T	AT&T	Sprint	0
637	South Dakota 4 - Marshall	Day	KTC AWS	James Valley	Unlicensed	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	AT&T	AT&T	AT&T	James Valley Coop. Tel. Co.	Sprint	0
637	South Dakota 4 - Marshall	Deuel	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	T-Mobile [20] AT&T [10]	Verizon	AT&T	AT&T	AT&T	Sprint	0
637	South Dakota 4 - Marshall	Grant	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	T-Mobile [20] AT&T [10]	Verizon	AT&T	AT&T	AT&T	Sprint	0
637	South Dakota 4 - Marshall	Hamlin	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	T-Mobile [20] AT&T [10]	Verizon	AT&T	AT&T	AT&T	Sprint	0
637	South Dakota 4 - Marshall	Marshall	KTC AWS	James Valley	Unlicensed	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	AT&T	AT&T	AT&T	James Valley Coop. Tel. Co.	Sprint	0
637	South Dakota 4 - Marshall	Roberts	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	T-Mobile [20] AT&T [10]	Verizon	AT&T	AT&T	AT&T	Sprint	0
638	South Dakota 5 - Custer	Custer	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	AT&T	Long Lines	Sprint	0
638	South Dakota 5 - Custer	Fall River	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	AT&T	Long Lines	Sprint	0

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Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
638	South Dakota 5 - Custer	Shannon	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	AT&T	Long Lines	Sprint	0
639	South Dakota 6 - Haakon	Bennett	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	AT&T	Long Lines	Sprint	0
639	South Dakota 6 - Haakon	Gregory	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0
639	South Dakota 6 - Haakon	Haakon	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	AT&T	Long Lines	Sprint	0
639	South Dakota 6 - Haakon	Jackson	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	AT&T	Long Lines	Sprint	0
639	South Dakota 6 - Haakon	Jones	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0
639	South Dakota 6 - Haakon	Lyman	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0
639	South Dakota 6 - Haakon	Mellette	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0
639	South Dakota 6 - Haakon	Stanley	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	AT&T	Redwood	Sprint	0
639	South Dakota 6 - Haakon	Todd	KTC AWS	MTPCS	Stelera Wireless	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0
639	South Dakota 6 - Haakon	Tripp	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0
640	South Dakota 7 - Sully	Aurora	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0
640	South Dakota 7 - Sully	Brule	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0
640	South Dakota 7 - Sully	Buffalo	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	AT&T	Redwood	Sprint	0
640	South Dakota 7 - Sully	Charles Mix	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0
640	South Dakota 7 - Sully	Davison	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0

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Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
640	South Dakota 7 - Sully	Douglas	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0
640	South Dakota 7 - Sully	Hand	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	AT&T	Redwood	Sprint	0
640	South Dakota 7 - Sully	Hughes	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	AT&T	Redwood	Sprint	0
640	South Dakota 7 - Sully	Hyde	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	AT&T	Redwood	Sprint	0
640	South Dakota 7 - Sully	Jerauld	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	AT&T	Redwood	Sprint	0
640	South Dakota 7 - Sully	Sully	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	AT&T	Redwood	Sprint	0
641	South Dakota 8 - Kingsbury	Beadle	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	AT&T	Redwood	Sprint	0
641	South Dakota 8 - Kingsbury	Brookings	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	T-Mobile [10] AT&T [20]	Redwood	Long Lines	AT&T	AT&T	Sprint	0
641	South Dakota 8 - Kingsbury	Kingsbury	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	AT&T	Redwood	Sprint	0
641	South Dakota 8 - Kingsbury	Lake	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	T-Mobile [10] AT&T [20]	Redwood	Long Lines	AT&T	AT&T	Sprint	0
641	South Dakota 8 - Kingsbury	Miner	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0
641	South Dakota 8 - Kingsbury	Moody	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	T-Mobile [10] AT&T [20]	Redwood	Long Lines	AT&T	AT&T	Sprint	0
641	South Dakota 8 - Kingsbury	Sanborn	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0
642	South Dakota 9 - Hanson	Bon Homme	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	AT&T [5] T-Mobile [25]	Sprint [20] Swiftel [10]	AT&T [20] Long Lines [10]	AT&T	Verizon	AT&T	Sprint	0
642	South Dakota 9 - Hanson	Clay	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	AT&T [5] T-Mobile [25]	Sprint [20] Swiftel [10]	AT&T [20] Long Lines [10]	AT&T	Verizon	AT&T	Sprint	0
642	South Dakota 9 - Hanson	Hanson	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0

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CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
642	South Dakota 9 - Hanson	Hutchinson	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Sprint	T-Mobile [20] AT&T [10]	Airwave	AT&T	GW Wireless	Redwood	Sprint	0
642	South Dakota 9 - Hanson	Lincoln	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	Verizon [20] AT&T[10]	Redwood	Long Lines	AT&T	AT&T	Sprint	0
642	South Dakota 9 - Hanson	McCook	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	T-Mobile [10] AT&T [20]	Redwood	Long Lines	AT&T	AT&T	Sprint	0
642	South Dakota 9 - Hanson	Turner	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	Swiftel Comm. [10] Sprint [20]	T-Mobile [10] AT&T [20]	Redwood	Long Lines	AT&T	AT&T	Sprint	0
642	South Dakota 9 - Hanson	Union	KTC AWS	SpectrumCo	Long Lines	Denali Spectrum	T-Mobile	Verizon	AT&T [5] T-Mobile [25]	Sprint [20] Swiftel [10]	AT&T [20] Long Lines [10]	AT&T	Verizon	AT&T	Sprint	0
642	South Dakota 9 - Hanson	Yankton	KTC AWS	SpectrumCo	AT&T	Denali Spectrum	T-Mobile	Verizon	AT&T [5] T-Mobile [25]	Sprint [20] Swiftel [10]	AT&T [20] Long Lines [10]	AT&T	Verizon	AT&T	Sprint	0
660	Tennessee 8 - Johnson	Johnson	Carolina West	SpectrumCo	Nextwave	T-Mobile	T-Mobile	Verizon	AT&T [10] T-Mobile [20]	AT&T	T-Mobile [15] Verizon [15]	Sprint	Sprint	T-Mobile	Sprint	Clearwire [55.5]
675	Utah 3 - Juab	Juab	Nextwave	SpectrumCo	Leap	MetroPCS	AT&T	T-Mobile	T-Mobile	Sprint	AT&T [15] Leap [15]	AT&T	Rural Independent Network Alliance	Verizon	Sprint	Clearwire [55.5]
675	Utah 3 - Juab	Millard	Nextwave	SpectrumCo	Leap	MetroPCS	AT&T	T-Mobile	T-Mobile	Sprint	AT&T [15] Leap [15]	AT&T	Rural Independent Network Alliance	AT&T	Sprint	Clearwire [55.5]
675	Utah 3 - Juab	Sanpete	Nextwave	SpectrumCo	Leap	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	Sprint	AT&T [15] Leap [15]	AT&T	Panorama PCS	AT&T	Sprint	Clearwire [55.5]
675	Utah 3 - Juab	Sevier	Nextwave	SpectrumCo	Leap	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	Sprint	AT&T [15] Leap [15]	AT&T	Unlicensed	AT&T	Sprint	Clearwire [55.5]
676	Utah 4 - Beaver	Beaver	Manti Telephone	SpectrumCo	MetroPCS	MetroPCS	AT&T	T-Mobile	T-Mobile	Sprint	Verizon [15] AT&T [15]	AT&T	T-Mobile	South Central Utah Tele. Assn.	Sprint	0
676	Utah 4 - Beaver	Iron	Manti Telephone	SpectrumCo	MetroPCS	MetroPCS	AT&T	T-Mobile	T-Mobile	Sprint	Verizon [15] AT&T [15]	AT&T	T-Mobile	South Central Utah Tele. Assn.	Sprint	0
676	Utah 4 - Beaver	Washington	Manti Telephone	SpectrumCo	MetroPCS	MetroPCS	AT&T	T-Mobile	T-Mobile	Sprint	Verizon [15] AT&T [15]	AT&T	T-Mobile	South Central Utah Tele. Assn.	Sprint	0
677	Utah 5 - Carbon	Carbon	Manti Telephone	SpectrumCo	Leap	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	Sprint [20] AT&T [10]	AT&T [15] Leap [15]	AT&T	Emery	AT&T	Sprint	Clearwire [55.5]
677	Utah 5 - Carbon	Daggett	Manti Telephone	MTPCS	Union Telephone	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	Personal Comm. [15] Union Telephone [15]	Union Telephone	UBET Wireless	Horizon Communications	Sprint	Clearwire [55.5]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
677	Utah 5 - Carbon	Duchesne	Manti Telephone	SpectrumCo	Leap	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	Sprint [20] Union Telephone [10]	AT&T [15] Leap [15]	Union Telephone	UBET Wireless	AT&T	Sprint	Clearwire [55.5]
677	Utah 5 - Carbon	Emery	Manti Telephone	SpectrumCo	Leap	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	Sprint [20] AT&T [10]	AT&T [15] Leap [15]	AT&T	Emery	AT&T	Sprint	Clearwire [55.5]
677	Utah 5 - Carbon	Grand	Manti Telephone	SpectrumCo	Leap	MetroPCS	AT&T	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	NTCH [15] AT&T [15]	AT&T	Emery Telcom-Wireless	Union Telephone	Sprint	0
677	Utah 5 - Carbon	Uintah	Manti Telephone	SpectrumCo	Leap	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	Sprint [20] Union Telephone [10]	AT&T [15] Leap [15]	Union Telephone	UBET Wireless	AT&T	Sprint	Clearwire [55.5]
678	Utah 6 - Piute	Garfield	Manti Telephone	SpectrumCo	MetroPCS	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	*Sprint*	Verizon [15] AT&T [15]	AT&T	T-Mobile	South Central *Utah Tele. Assn.*	Sprint	0
678	Utah 6 - Piute	Kane	Manti Telephone	SpectrumCo	Spotlight Media	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	Sprint	Verizon [15] AT&T [15]	AT&T	T-Mobile	South Central Utah Tele. Assn.	Sprint	0
678	Utah 6 - Piute	Piute	Manti Telephone	SpectrumCo	MetroPCS	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	Sprint	AT&T [15] Leap [15]	AT&T	South Central Utah Telephone Association, Inc.	AT&T	Sprint	Clearwire [55.5]
678	Utah 6 - Piute	San Juan	Manti Telephone	SpectrumCo	Spotlight Media	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	AT&T [20] Sprint [10]	AT&T	Sprint	Smith Bagley	Smith Bagley	Sprint	0
678	Utah 6 - Piute	Wayne	Manti Telephone	SpectrumCo	Leap	MetroPCS	AT&T	T-Mobile	AT&T [10] T-Mobile [20]	Sprint [20] AT&T [10]	AT&T [15] Leap [15]	AT&T	Unlicensed	AT&T	Sprint	Clearwire [55.5]
681	Virginia 1 - Lee	Buchanan	AT&T	SpectrumCo	Leap	T-Mobile	US Cellular	Verizon	AT&T	Nielos	Verizon	Sprint	Sprint	Verizon	Sprint	0
681	Virginia 1 - Lee	Dickenson	AT&T	SpectrumCo	Leap	T-Mobile	US Cellular	Verizon	AT&T [10] T-Mobile [20]	AT&T	AT&T [15] Verizon [15]	Sprint	Sprint	T-Mobile	Sprint	Clearwire [55.5]
681	Virginia 1 - Lee	Lee	AT&T	SpectrumCo	Leap	T-Mobile	US Cellular	Verizon	AT&T [10] T-Mobile [20]	AT&T	T-Mobile [15] Verizon [15]	Sprint	Sprint	T-Mobile	Sprint	Clearwire [55.5]
681	Virginia 1 - Lee	Norton	AT&T	SpectrumCo	Leap	T-Mobile	US Cellular	Verizon	AT&T [10] T-Mobile [20]	AT&T	AT&T [15] Verizon [15]	Sprint	Sprint	T-Mobile	Sprint	Clearwire [55.5]
681	Virginia 1 - Lee	Russell	AT&T	SpectrumCo	Leap	T-Mobile	US Cellular	Verizon	AT&T [10] T-Mobile [20]	AT&T	AT&T [15] Verizon [15]	Sprint	Sprint	T-Mobile	Sprint	Clearwire [55.5]
681	Virginia 1 - Lee	Wise	AT&T	SpectrumCo	Leap	T-Mobile	US Cellular	Verizon	AT&T [10] T-Mobile [20]	AT&T	AT&T [15] Verizon [15]	Sprint	Sprint	T-Mobile	Sprint	Clearwire [55.5]
688	Virginia 8 - Amelia	Amelia	T-Mobile	SpectrumCo	AT&T	T-Mobile	T-Mobile	Verizon	AT&T	Verizon [10] Nielos [20]	T-Mobile [10] Wirefree Partners [5] AT&T [10]	Sprint	T-Mobile	Verizon	Sprint	Clearwire [55.5]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
688	Virginia 8 - Amelia	Brunswick	T-Mobile	SpectrumCo	AT&T	T-Mobile	T-Mobile	Verizon	AT&T	Ntelos	T-Mobile [10] Wirefree Partners [5] AT&T [10]	Sprint	T-Mobile	Verizon	Sprint	Clearwire [55.5]
688	Virginia 8 - Amelia	Lunenburg	T-Mobile	SpectrumCo	AT&T	T-Mobile	T-Mobile	Verizon	AT&T	Verizon [10] Ntelos [20]	T-Mobile [10] Wirefree Partners [5] AT&T [10]	Sprint	T-Mobile	Verizon	Sprint	Clearwire [55.5]
688	Virginia 8 - Amelia	Mecklenburg	T-Mobile	SpectrumCo	AT&T	T-Mobile	T-Mobile	Verizon	AT&T	Ntelos	T-Mobile [10] Wirefree Partners [5] AT&T [10]	Sprint	T-Mobile	Verizon	Sprint	Clearwire [55.5]
688	Virginia 8 - Amelia	Nottoway	T-Mobile	SpectrumCo	AT&T	T-Mobile	T-Mobile	Verizon	AT&T	Verizon [10] Ntelos [20]	T-Mobile [10] Wirefree Partners [5] AT&T [10]	Sprint	T-Mobile	Verizon	Sprint	Clearwire [55.5]
718	Wyoming 1 - Park	Big Horn	Union Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	Union Telephone [20] MTPCS License Company [10]	Verizon	T-Mobile [5] AT&T [5]	Union Telephone	Sprint	Clearwire [55.5]
718	Wyoming 1 - Park	Hot Springs	Union Telephone	MTPCS	Union Telephone	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	Union Telephone	Union Telephone	Verizon	Chinook	Sprint	Clearwire [55.5]
718	Wyoming 1 - Park	Park	Union Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	Union Telephone [20] MTPCS License Company [10]	Verizon	T-Mobile [5] AT&T [5]	Union Telephone	Sprint	Clearwire [22.5]
718	Wyoming 1 - Park	Washakie	Union Telephone	MTPCS	Union Telephone	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	Union Telephone	Union Telephone	Verizon	Chinook	Sprint	Clearwire [55.5]
719	Wyoming 2 - Sheridan	Campbell	Union Telephone	MTPCS	Union Telephone	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	Union Telephone	Verizon	Union Telephone	Union Telephone	Sprint	Clearwire [22]
719	Wyoming 2 - Sheridan	Crook	Union Telephone	MTPCS	Union Telephone	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	Union Telephone	Union Telephone	Sprint	0
719	Wyoming 2 - Sheridan	Johnson	Union Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	Union Telephone	Verizon	Union Telephone	Union Telephone	Sprint	Clearwire [22]
719	Wyoming 2 - Sheridan	Sheridan	Union Telephone	Cavalier Wireless	Nextwave	MetroPCS	AT&T	T-Mobile	Chinook	Sprint	Union Telephone [20] MTPCS License Company [10]	Verizon	T-Mobile [5] AT&T [5]	Union Telephone	Sprint	Clearwire [28]
719	Wyoming 2 - Sheridan	Weston	Union Telephone	MTPCS	Union Telephone	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [20]	GW Wireless	Verizon	Union Telephone	Union Telephone	Sprint	0
721	Wyoming 4 - Niobrara	Albany	Union Telephone	MTPCS	Union Telephone	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	Verizon [10] AT&T [20]	Verizon	Union Telephone	Union Telephone	Sprint	Clearwire [38.5]
721	Wyoming 4 - Niobrara	Goshen	Union Telephone	Hemingford Cooperative Telephone Co.	Hemingford Cooperative Telephone Co.	AT&T	Leap	T-Mobile	Sprint	T-Mobile [10] AT&T [10] NE Colorado [10]	Convey Communications	Verizon	Union Telephone	Telemetrix	Sprint	0
721	Wyoming 4 - Niobrara	Laramie	Union Telephone	MTPCS	Union Telephone	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	Verizon [10] AT&T [20]	Verizon	Union Telephone	Union Telephone	Sprint	Clearwire [38.5]

Appendix B
Competitors Chart – AWS, PCS, BRS

CMA	Name	County	AWS A	AWS B	AWS C	AWS D	AWS E	AWS F	PCS A	PCS B	PCS C	PCS D	PCS E	PCS F	PCS G	BRS
721	Wyoming 4 - Niobrara	Niobrara	Union Telephone	MTPCS	Union Telephone	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	Union Telephone	Verizon	Union Telephone	Union Telephone	Sprint	Clearwire [11]
721	Wyoming 4 - Niobrara	Platte	Union Telephone	MTPCS	Union Telephone	AT&T	Leap	T-Mobile	Sprint	T-Mobile [20] AT&T [10]	Union Telephone	Verizon	Union Telephone	Union Telephone	Sprint	Clearwire [11]

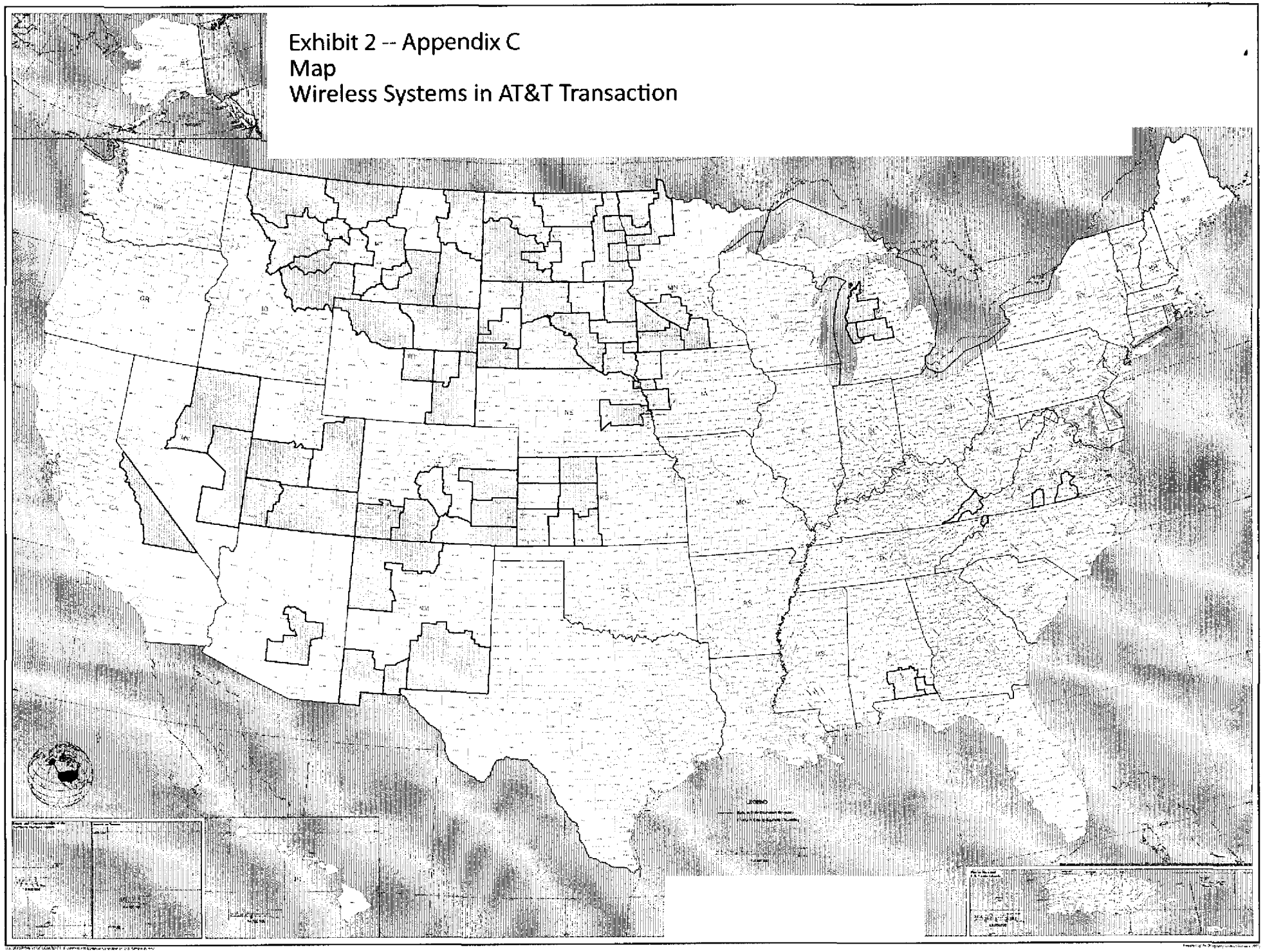
Competitors Chart: Notes

1. The cellular, PCS, AWS, and 700 MHz data in this chart come from the Commission's Universal Licensing System database. The SMR and BRS data come from the Public Interest Statement that Sprint and Clearwire filed in connection with the formation of New Clearwire.

2. The chart assumes the consummation of the AT&T/Centennial transaction and the transaction proposed in these Applications.

3. Spectrum subject to long term leases is attributed to the lessee.

Exhibit 2 -- Appendix C
Map
Wireless Systems in AT&T Transaction



Qualification of Exchange Accommodation Title Holder

As explained in the Public Interest Statement, AT&T Inc. ("AT&T") may elect to treat this transaction as part of a reverse like-kind exchange under 26 U.S.C. § 1031. If so, the indirect Cellco Partnership d/b/a Verizon Wireless subsidiary that is the parent of Abraham Divestiture Company LLC ("ADC") will transfer its interest in ADC not to an indirect subsidiary of AT&T but instead to Garden Acquisitions Inc. ("GAI"), which would function as an exchange accommodation title holder. AT&T will exercise *de facto* control over the assets during the limited time period during which GAI will have title to ADC.

The purpose of this exhibit is to demonstrate that GAI is qualified to control a Commission licensee in the event that AT&T elects to treat this transaction as part of a reverse like-kind exchange and GAI assumes *de jure* control of ADC at closing. As shown below, GAI possesses the character qualifications to control a Commission licensee, and GAI's ownership of ADC raises no issues under Section 310(b) of the Act, 47 U.S.C. § 310(b).

First, GAI possesses all of the basic qualifications to control an FCC licensee.

1. Neither GAI nor any of its officers and directors or any party that directly or indirectly controls GAI has had any FCC station authorization, license, or construction permit revoked or had any application for an initial, modification, or renewal of FCC station authorization, license, or construction permit denied by the Commission.

2. Neither GAI nor any of its officers and directors or any party directly or indirectly controlling GAI has ever been convicted of a felony by any state or federal court.

3. No court has finally adjudged GAI or any person directly or indirectly controlling GAI guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition.

Second, GAI's control of ADC does not raise any foreign ownership concerns under Section 310(b) of the Act, 47 U.S.C. § 310(b). GAI is organized under the laws of Delaware and is a representative of neither a foreign government nor an alien.

1. GAI is not directly or indirectly controlled by any other corporation of which more than one fourth of the capital stock is owned of record or voted by aliens, their representative, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country.

2. GAI is not a corporation of which more than one fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign

government or representative thereof or by any corporation organized under the laws of a foreign country.

Finally, GAI's control of ADC does not raise any competition-related concerns because GAI does not directly or indirectly hold any FCC licenses, nor does it directly or indirectly control or hold a direct or indirect interest in any FCC-regulated entity that is attributable under the rules governing the wireless radio services.

GAI hereby makes the following certification statements:

1. GAI certifies that the authorization(s) will not be assigned or that control of the license(s) will not be transferred until the consent of the Federal Communications Commission has been given.

2. GAI waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.

3. GAI certifies that grant of this application would not cause GAI to be in violation of any pertinent cross-ownership or attribution rules.

4. GAI agrees to assume all obligations and abide by all conditions imposed on the Assignor/Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against the Assignor/Transferor prior to this assignment/transfer.[1]

5. GAI certifies that all statements made in this exhibit or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

6. GAI certifies that neither it nor any of its officers and directors or any party that directly or indirectly controls GAI is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862, because of a conviction for possession or distribution of a controlled substance.

7. GAI certifies that it is not in default on any payment for Commission licenses and that it is not delinquent on any non-tax debt owed to any federal agency.

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[1] Pursuant to GAI's contractual relationship with AT&T and ADC, AT&T will assume all compliance responsibilities with respect to the subject authorizations.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on May 21, 2009.

Name: William P. Lopriore Jr.
Title: President, Garden Acquisitions Inc.

Limitation on Assignee Signature

An officer of AT&T Mobility Corporation ("AMC") is signing this application on behalf of Abraham Divestiture Company LLC ("ADC"). Neither AMC nor any of its affiliates currently owns or controls ADC. After the consummation of the proposed transaction, however, ADC will be a wholly owned, indirect subsidiary of AT&T Inc., and AMC will manage ADC. In signing this application, the AMC officer's certifications about ADC pertain to that entity as it will exist and operate *post-consummation* of this transaction.