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November 30, 2011

Via Electronic Delivery

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

**Re: Applications of AT&T Inc. and Deutsche Telekom AG for Consent to Assign
or Transfer Control of Licenses and Authorizations
WT Docket No. 11-65**

Dear Ms. Dortch:

Please find attached a Motion to Hold in Abeyance (“Motion”) filed by The Rural Telecommunications Group, Inc. (“RTG”) in WT Docket No. 11-18. RTG has filed this Motion because the two transactions in question “raise a number of related issues, including, but not limited to, questions regarding AT&T’s aggregation of spectrum throughout the nation, particularly in overlapping areas” and the Federal Communications Commission has previously stated that “the best way to determine whether either or both of the proposed transactions serve the public interest is to consider them in a coordinated manner.”¹ In the attached Motion, RTG requests that the Commission hold the applications of AT&T and Qualcomm in abeyance pending final resolution of the above captioned docket.

¹ Letter of Rick Kaplan, Chief, Wireless Telecommunications Bureau to Michael P. Goggin, AT&T Mobility Spectrum LLC and Dean Brenner, QUALCOMM Incorporated, Applications of AT&T Mobility Spectrum LLC and QUALCOMM Incorporated for Consent to Assign Lower 700 MHz Band Licenses, WT Docket No. 11-18 (released August 8, 2011).

If you have any questions, please communicate directly with the undersigned.

Respectfully submitted,

Rural Telecommunications Group, Inc.

/s/ Caressa D. Bennet

By:

Caressa D. Bennet
General Counsel

cc (via email):

Amy Levine
Mark Stone
Angela Giancarlo
Louis Peraertz
Rick Kaplan
Kathy Harris
Kate Matraves
Monica DeLong
Jim Bird

**Before the
Federal Communications Commission
Washington, DC 20554**

In re Applications of)	
)	
QUALCOMM INCORPORATED, Transferor,)	
)	
and)	WT Docket No. 11-18
)	
AT&T MOBILITY SPECTRUM, LLC,)	File No. 0004566825
Transferee)	
)	
for Consent to the Assignment of Lower 700 MHz)	
Band Licenses)	

MOTION TO HOLD IN ABEYANCE

The Rural Telecommunications Group, Inc. (“RTG”), by its attorneys and pursuant to 47 C.F.R. § 1.41 hereby requests that the Federal Communications Commission (“FCC” or “Commission”) hold in abeyance the above-captioned applications pending final resolution of any proposed merger, acquisition or similar transaction between AT&T Inc. (“AT&T”) and T-Mobile USA, Inc. (“T-Mobile”).

On November 22, 2011, FCC Chairman Julius Genachowski announced that a draft order calling for an administrative hearing on the proposed merger between AT&T and T-Mobile was in circulation amongst the Commissioners. The Chairman’s office also announced that the FCC Commissioners were circulating a draft order approving the sale of nationwide 700 MHz licenses from Qualcomm Incorporated (“Qualcomm”) to a subsidiary of AT&T. On November 25, 2011, AT&T filed an *ex parte* letter in which AT&T and Deutsche Telekom AG, parent company of T-Mobile (together “the Applicants”), announced their intention to withdraw their applications in

WT Docket No. 11-65 effective November 23, 2011.¹ On November 29, 2011, the FCC issued an *Order* granting the Applicants' request to withdraw their applications without prejudice.² Released in conjunction with the *Order* was a report entitled "Staff Analysis and Findings" which contains "confidential and non-confidential information and details the Commission staff's evaluation of the arguments in the record."³ However, despite formally withdrawing their applications in WT Docket No. 11-65, the Applicants have made numerous public statements since November 23, 2011 reiterating their strong desire to continue with the proposed merger between AT&T and T-Mobile, in some form or another, as soon as practicable. Accordingly, the *Order* allows the Applicants to withdraw their applications, without prejudice, and permits the Applicants to re-file new applications or to have the withdrawn applications reinstated at a later date.⁴ Additionally, the Commission has ordered that WT Docket No. 11-65 remain open.⁵

RTG respectfully requests that the AT&T-Qualcomm applications be held in abeyance so the Commission can continue to consider AT&T's acquisition of the Qualcomm spectrum and AT&T's acquisition of T-Mobile in a coordinated manner. The Commission has already stated that its review of the two proposed transactions "raise[s] a number of related issues, including, but not limited to, questions regarding AT&T's aggregation of spectrum throughout the nation,

¹ Letter of Jack Zinman, General Attorney and Associate General Counsel to Marlene H. Dortch, Applications of AT&T Inc. and Deutsche Telekom AG for Consent to Assign or Transfer Control of Licenses and Authorizations, WT Docket No. 11-65 (filed November 25, 2011) ("*AT&T Ex Parte*").

² *In the Matter of Applications of AT&T Inc. and Deutsche Telekom AG for Consent to Assign or Transfer Control of Licenses and Authorizations*, Order, WT Docket No. 11-18, DA 11-1955 (released November 29, 2011) ("*Order*").

³ *Order* at ¶ 2.

⁴ *Order* at ¶ 11.

⁵ *Order* at ¶ 12.

particularly in overlapping areas” and that “the best way to determine whether either or both of the proposed transactions serve the public interest is to consider them in a coordinated manner.”⁶ Accordingly, the adoption of any Commission order approving the AT&T-Qualcomm transaction at this time would contradict the Commission’s stated objective in the *FCC Letter*.

The proposed AT&T-Qualcomm transaction can not be viewed in a vacuum, and a truly thorough review of that proposed deal is inextricably tied to a final resolution of the proposed AT&T-T-Mobile transaction - - which is for all intents and purposes still very much alive. As previously stated by RTG,⁷ the FCC can only address the issues raised in the various oppositions to the AT&T-Qualcomm applications in the context of the proposed merger of AT&T and T-Mobile. By proceeding with a proposed final order in the AT&T-Qualcomm proceeding prior to completion of final resolution of the AT&T-T-Mobile transaction, the Commission would amplify the public interest harms identified by numerous parties, including RTG,⁸ in the AT&T-T-Mobile transaction precisely because both transactions involve the acquisition of large amounts of additional spectrum across the entire country. For the foregoing reasons, RTG respectfully requests that the Commission hold in abeyance the applications in the AT&T-

⁶ Letter of Rick Kaplan, Chief, Wireless Telecommunications Bureau to Michael P. Goggin, AT&T Mobility Spectrum LLC and Dean Brenner, QUALCOMM Incorporated, Applications of AT&T Mobility Spectrum LLC and QUALCOMM Incorporated for Consent to Assign Lower 700 MHz Band Licenses, WT Docket No. 11-18 (released August 8, 2011) (“*FCC Letter*”).

⁷ *In the Matter of Application for Assignment of Lower 700 MHz Band Licenses from Qualcomm Incorporated to AT&T Mobility Spectrum LLC, et. al.*, Joint Motion to Consolidate of Cincinnati Bell Wireless, MetroPCS, Ntelos, RCA, RTG and Sprint Nextel, WT Docket No. 11-18, *et. al.*, (filed June 9, 2011).

⁸ *In re Application of Qualcomm Incorporated, Transferor and AT&T Mobility Spectrum LLC, Transferee, for Consent to the Assignment of Lower 700 MHz Band Licenses*, Petition to Deny, WT Docket No. 11-18 (filed March 11, 2011).

Qualcomm transaction until they can be reviewed in a coordinated manner with the proposed AT&T-T-Mobile transaction still being pursued by AT&T.

Respectfully submitted,

THE RURAL TELECOMMUNICATIONS
GROUP, INC.

/s/ Caressa D. Bennet

By: _____

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