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Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554

In the Matters of	)	
	)	
Applications of AT&T Inc. and Deutsche	)	WT Docket No. 11-65
Telecom AG for Consent to Assign or Transfer	)	DA 11-799
Control of Licenses and Authorizations	)	ULS File No. 0004669383
	)	
Application for Assignment of Lower 700 MHz	)	WT Docket No. 11-18
Band Licenses from Qualcomm Incorporated	)	DA 11-252
to AT&T Mobility Spectrum LLC	)	ULS File No. 0004566825
	)	
Applications for Assignment of Licenses from	)	ULS File Nos. 0004544863
Whidbey Telephone Company to AT&T	)	and 0004544869
Mobility Spectrum LLC	)	
	)	
Application for Assignment of License from	)	ULS File No. 0004621016
700 MHz, LLC to AT&T Mobility Spectrum LLC	)	
	)	
Application for Assignment of License from	)	ULS File No. 0004635440
Knology of Kansas, Inc. to AT&T Mobility	)	
Spectrum LLC	)	
	)	
Application for Transfer of Control of Redwood	)	ULS File No. 0004643747
Wireless Corp. to AT&T Inc.	)	
	)	
Application for Assignment of License from	)	ULS File No. 0004681773
Windstream Lakedale, Inc. to AT&T Mobility	)	
Spectrum LLC	)	
	)	
Application for Assignment of Licenses from	)	ULS File No. 0004681771
Windstream Iowa Communications, Inc. to	)	
AT&T Mobility Spectrum LLC	)	
	)	
Application for Assignment of License from	)	ULS File No. 0004699707
Maxima International, LLC to AT&T Mobility	)	
Spectrum LLC	)	
	)	
Application for Assignment of Licenses from	)	ULS File No. 0004448347
D&E Investments, Inc. to New Cingular Wireless	)	
PCS, LLC	)	

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## OPPOSITION TO JOINT MOTION TO CONSOLIDATE

Redwood Wireless Corp. (“Redwood”), by its attorney, hereby opposes the Joint Motion to Consolidate (“Motion”) filed by Cincinnati Bell Wireless, LLC, MetroPCS Communications, Inc., Ntelos, Rural Cellular Association, Rural Telecommunications Group and Sprint Nextel Corporation (the “Joint Filers”) concerning the above-captioned applications. In the pending application involving Redwood (the “Redwood Application”), AT&T Inc. (“AT&T”) proposes to acquire control of the 22 Lower 700 MHz B and C licenses held by Redwood. As stated in a Public Notice of the application, those Redwood licenses cover 72 counties in 17 Cellular Market Areas (“CMAs”) in Minnesota and Wisconsin.<sup>1</sup>

For any number of the following reasons, Redwood respectfully requests that the Motion be dismissed and that processing of the unopposed Redwood Application proceed on its own track.

### **I. Petitioners are Not Parties to the Proceeding**

The Redwood Public Notice announced that the application was found, upon initial review, to be acceptable for filing and a pleading cycle was announced by which “[i]nterested parties must file petitions to deny no later than **June 7, 2011.**”<sup>2</sup> No such filing was made by June 7<sup>th</sup>.

The Motion, filed on June 9, 2011, is not a “petition to deny” and it does not confer upon the Joint Filers the status of “parties to the proceeding” according to the Redwood Public Notice or Section 309(d) of the Communications Act of 1934, as amended (“Act”).<sup>3</sup> At most, the

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<sup>1</sup> *Public Notice*, DA 11-943, released May 24, 2011 (“Redwood Public Notice”).

<sup>2</sup> Redwood Public Notice, page 2.

<sup>3</sup> 47 U.S.C. §309(d). The Joint Filers make no claim of “standing” as aggrieved parties in interest with regard to the Redwood Application, as required for party status according to Section 309(d)

Motion may be considered an informal request for processing of the Redwood Application in conjunction with other unrelated applications that involve AT&T or its subsidiary as the acquiring entity. As such, the Wireless Telecommunications Bureau (“Bureau”) may and should dismiss the Motion summarily by letter or by other means. As Redwood will explain, dismissal of the Motion is fully appropriate.

**II. There is No Precedent or Basis for Consolidation of the Redwood Application with Applications for Other Unrelated Transactions**

In their Motion the Joint Filers observe that AT&T seeks the assignment or transfer of control of 700 MHz licenses in a number of transactions that they characterize as “Serial 700 MHz Transactions” for which the “Serial 700 MHz Applications” have been filed for Commission approval. Joint Filers go on to request that the Redwood Application and other applications that involve transactions unrelated to Redwood’s be reviewed in a “consolidated” proceeding with AT&T’s applications to acquire control of T-Mobile USA, Inc. (“T-Mobile Application”) and, separately, acquire the 700 MHz, Lower Block D and E licenses held by Qualcomm, Inc. (“Qualcomm Application”).

Joint Filers cite no precedent, and indeed there is none, for the highly unusual relief they request. The Commission consistently reviews applications for license assignments and transfers on their own merits and acts on each such application independently. The Redwood Application should be no exception. It requests approval for a transfer of control of licenses that permit the holder to operate in portions of two states. It has no connection with the T-Mobile Application or

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of the Act. *FCC v. Sanders Brothers Radio Station*, 309 U.S. 470 (1940) and its progeny. *See also New World Radio, Inc. v. FCC*, 294 F.3d 164, 170 (D.C. Cir. 2002). To establish Article III standing, a party must allege specific facts showing that: (1) it will suffer injury-in-fact; (2) there is a “causal link” between the proposed transfer and the injury-in-fact; and (3) the injury-in-fact would be prevented if the transfer application is not granted. *See Shareholders of Tribune Co.*, 22 FCC Rcd 21266, 21268 (2007).

the Qualcomm Application that involve, in the case of T-Mobile, an operating, nationwide wireless business or, in the case of Qualcomm, unpaired spectrum with a national footprint that could not be successfully utilized by Qualcomm for its “MediaFLO” offering. Whatever concerns the Joint Filers may have with consolidation and competition in the broader market have nothing to do with the Redwood Application. The Redwood Application involves no customers and there are no competitive issues present in the proposed Redwood transaction.

Even if the Serial 700 MHz Applications were considered as a single proposal for a transfer of control or assignment of licenses, rather than eight separate and independent proposals, the combined total of the population in all of the markets affected by the eight applications accounts for less than five percent (5%) of the United States population. There is simply no need for the Bureau to review the Redwood Application and others that do not involve markets on a national scale together with the T-Mobile Application and the Qualcomm Application that involve licenses for spectrum in all areas of the country.

### **III. Consolidation Would Delay Action on the Redwood Application**

The Joint Filers’ baseless and untimely request to consolidate processing of unrelated applications should be promptly rejected. Any other action would delay action on the Redwood Application which has been pending before the Wireless Bureau, unopposed, since March 18, 2011.

The transaction closing will enable the owners of Redwood’s parent company to invest the proceeds in other ventures which will promote economic development and employment. Further delay due to a consolidation in the review of unrelated applications will not serve any useful public purpose and would be inequitable to selling parties who have a reasonable expectation of prompt action by the Bureau on unopposed applications.

## CONCLUSION

For the foregoing reasons, Redwood respectfully requests that the Bureau dismiss the Motion and continue processing of the unopposed Redwood Application on its own separate track. As the Redwood Application demonstrates, the transaction will advance the public interest by facilitating AT&T's ability to meet a growing demand for innovative wireless services in the areas where 700 MHz spectrum is currently held by Redwood.

Respectfully submitted,



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June 20, 2011

## CERTIFICATE OF SERVICE

This is to certify that on this 20th day of June, 2011, the foregoing Opposition to Joint Motion to Consolidate was filed with the Federal Communications Commission's Executive Secretary, and a copy of same was served upon all persons listed below as follows:

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