

BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF CALIFORNIA



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Order Instituting Investigation on the Commission's Own Motion Into the Planned Purchase and Acquisition by AT&T Inc. of T Mobile USA, Inc., and its Effect on California Ratepayers and the California Economy.

Investigation No. 11-06-009

**COMPLIANCE FILING OF NEW CINGULAR WIRELESS PCS, LLC (U-3060-C),
ITS AFFILIATED WIRELESS ENTITIES, AND T-MOBILE WEST
CORPORATION d/b/a T-MOBILE (U-3056-C) IN RESPONSE
TO ORDER DIRECTING FILING OF RESPONSES
TO COMMISSION DATA REQUEST SET 1 ISSUED MAY 6, 2011
(BATES NOS. ATTITMCA006637-ATTITMCA006706
FILED CONCURRENTLY HEREWITH)**

PUBLIC VERSION

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d/b/a T-Mobile

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August 5, 2011

Pursuant to the requirements of I.11-06-009, Ordering Paragraph 5, the Administrative Law Judge's Ruling Regarding Information Filed Under FCC Protective Orders, dated August 31, 2011, and in response to Communications Division Staff Data Request Set 1 issued May 6, 2011, New Cingular Wireless PCS, LLC, its Affiliated Wireless Entities, and T-Mobile West Corporation d/b/a T-Mobile hereby file as Attachment A hereto a public/redacted version of the Letter sent from Colin Kemp to Bill Johnston at the California Public Utilities Commission, and the attachments thereto, on August 5, 2011.

Dated: August 5, 2011.

Respectfully submitted,

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ATTACHMENT A



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August 5, 2011

By Hand Delivery

Bill Johnston, Jr.
Policy Analysis Branch
Communications Division
California Public Utilities Commission
505 Van Ness Avenue
San Francisco, California 94102-3298

Re: AT&T Inc. Proposed CMRS Transfer - AT&T Inc.'s
Supplemental Response to Data Request No. 1 Issued May 6, 2011

CONFIDENTIAL AND HIGHLY CONFIDENTIAL INFORMATION –
SUBJECT TO PROTECTIVE ORDER AND SECOND PROTECTIVE
ORDER IN WT DOCKET NO. 11-65 BEFORE THE FEDERAL
COMMUNICATIONS COMMISSION – ADDITIONAL COPYING
PROHIBITED – SUBJECT TO PUBLIC UTILITIES CODE SECTION 583
AND GENERAL ORDER 66-C

Dear Mr. Johnston:

In accordance with the instructions of Mr. Jack Leutza, Director, Communications Division, in the Data Request submitted to AT&T on May 6, 2011 in the above-entitled matter, please find below AT&T Inc.'s supplemental response to Data Request No. 1, which states:

REQUEST: Please provide UNREDACTED copies of the application filed at the FCC pursuant to sections 214 and 310(d) of the Communications Act, as amended, seeking FCC consent to the transfer of control of licenses and authorizations held by T-Mobile USA and its wholly-owned, majority-owned, and controlled subsidiaries to AT&T (WT Docket No. 11-65).



Mr. Bill Johnston, Jr.

August 5, 2011

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Please treat this Data Request as on-going and provide to us at the same time as provided to the FCC any and all materials in support of the application at the FCC in UNREDACTED form.

I am providing you with unredacted documents and data as one of AT&T's outside counsel because, under the Commission's Protective Order, certain of the data herein cannot be viewed by AT&T personnel, including its in-house attorneys. *The information provided herewith is designated as Confidential and Highly Confidential information and are produced subject to the above-referenced protective orders, as well as Cal. Public Utilities Code section 583 and General Order 66-C.*

As you are aware, we have attempted to provide this supplemental response to you several times over the past week (*see, e.g.*, Mr. Spowhn's August 1 letter, my August 3 letter), but your team has had difficulties accessing the information in the response because of file compression, password protection, etc. We have done (and will continue to do) our best to address these problems. In this regard, as I agreed with Christopher Witteman (Staff Counsel, Legal Division / Telecommunications, CPUC) yesterday, I am enclosing herewith the following: (i) a "flash drive" containing the supplemental response with no, or as little as possible, encryption, compression and password protection (with one exception discussed below); and (ii) Bates-numbered hard copies of all files that are part of the supplemental response on the enclosed "flash drive" that are reasonably capable of being printed (such as Word documents, PDFs, manageable-sized .XLS files).¹ In sum, you will have a complete electronic set of the supplemental response on the "flash drive," with hard copies of those files thereon reasonably capable of reproduction on paper.

The one exception to password protection I noted above is the following: Certain of the .XLS models contained on the "flash drives" have "macros" that are password protected. The information was provided to the FCC in this format. As before, the applicable password is

REDACTED

As I conveyed to Mr. Witteman yesterday, please also note my understanding that certain of the economic modeling files on the "flash drive" require you to have

¹ The document are Bates-numbered ATTITMCA006637-ATTITMCA006706. Where a file was not reasonably capable of reproduction on paper, we included a simple slip sheet stating "this file produced natively."



Mr. Bill Johnston, Jr.
August 5, 2011
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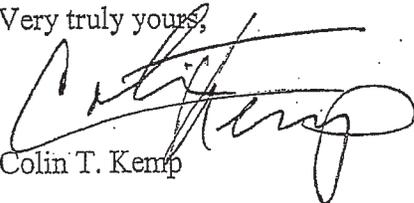
specific SAS (or other) software for you to use/view those files in the most meaningful way, although I understand that you nevertheless can open these as .TXT files.

Finally, my previous letter referenced a July 25, 2011 letter to Marlene Dortch (at the FCC). Please note that I provided it to Mr. Witteman by email last night. As you requested, we will continue to supplement our production on an ongoing basis with materials filed in support of the FCC application, in their unredacted form (where applicable).

If you have any questions, or any difficulty accessing information on the enclosed "flash drive," please contact me at 415-983-1918.

I also enclose two CDs containing copies of the Highly Confidential Comments of New Cingular Wireless and T-Mobile dated July 6, 2011.

Very truly yours,



Colin T. Kemp

Enclosures

cc: Christopher Witteman (w/o encls.)

James B. Young (w/o encls.)

In re Applications of AT&T Inc. and
Deutsche Telekom AG Inc. for Consent to Transfer
Control of the Licenses and Authorizations held by
T-Mobile USA, Inc. and Its Subsidiaries,
WT Docket No. 11-65

AT&T and
Deutsche Telekom AG
Joint Submission
to the FCC
August 24, 2011



HIGHLY CONFIDENTIAL INFORMATION - SUBJECT TO SECOND
PROTECTIVE ORDER IN WT DOCKET NO. 11-65 BEFORE THE
FEDERAL COMMUNICATIONS COMMISSION
ADDITIONAL COPYING PROHIBITED

SUBJECT TO PROTECTIVE ORDER IN 1.11-06-009
ATTITMCA010215/

Thumb Drive

REDACTED - FOR PUBLIC INSPECTION

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