



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.

I.11-06-009
(Filed June 9, 2011)

**RESPONDENT AT&T'S COMPLIANCE FILING IN RESPONSE
TO ORDERING PARAGRAPH 1 OF ADMINISTRATIVE LAW JUDGE'S
RULING REQUESTING ADDITIONAL INFORMATION AND ADDRESSING
VARIOUS PROCEDURAL ISSUES (ISSUED AUGUST 11, 2011),
NAMELY THE OPPOSITION TO MOTION FOR LIMITED DISCOVERY
BY DIOGENES TELECOMMUNICATIONS PROJECT FILED AUGUST 15, 2011
(BATES NOS. ATTITMCA009713-ATTITMCA009721) AND THE AT&T
LETTER ENCLOSING ACKNOWLEDGMENTS OF CONFIDENTIALITY
FILED AUGUST 16, 2011 (BATES NOS. ATTITMCA009722-ATTITMCA009733),
FILED CONCURRENTLY HEREWITH**

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August 17, 2011

Pursuant to Ordering Paragraph 1 of the Administrative Law Judge's Ruling Requesting Additional Information and Addressing Various Procedural Issues, AT&T¹ hereby files information additional information previously submitted to the Federal Communications Commission ("FCC") in WT Docket No. 11-65, as Attachment A. Specifically, AT&T is filing the following:

1. [AT&T] Opposition to Motion for Limited Discovery by Diogenes Telecommunications Project, filed August 15, 2011 (BATES Nos. **ATTITMCA009713-ATTITMCA009721**).
2. [AT&T] Letter Enclosing Acknowledgments of Confidentiality, filed August 16, 2011 (BATES Nos. **ATTITMCA009722-ATTITMCA009733**).

Dated at San Francisco, California, this 17th day of August 2011.

Respectfully submitted,

/s/

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¹ New Cingular Wireless PCS, LLC (U 3060 C), AT&T Mobility Wireless Operations Holdings, Inc. (U 3021 C), Santa Barbara Cellular Systems, Ltd. (U 3015 C), AT&T Mobility Wireless Operations Holdings, LLC (U 3014 C), Pacific Bell Telephone Company d/b/a AT&T California (U 1001 C); AT&T Communications of California, Inc. (U 5002 C); TCG San Francisco (U 5454 C); TCG Los Angeles, Inc. (U 5462 C); and TCG San Diego (U 5389 C).

ATTACHMENT A

**BEFORE THE
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554**

_____)	
In the Matter of)	
Applications of AT&T Inc.)	
and)	
Deutsche Telekom AG,)	WT Docket No. 11-65
For Consent to Assign or Transfer Control of)	
Licenses and Authorizations)	
_____)	

**OPPOSITION TO MOTION FOR LIMITED DISCOVERY BY DIOGENES
TELECOMMUNICATIONS PROJECT**

AT&T, Inc. and Deutsche Telekom AG (collectively, “Applicants”) hereby oppose the “Motion for Limited Discovery” (the “Motion”) filed by Diogenes Telecommunications Project (“DTP”) on August 4, 2011. That motion seeks very broad-ranging discovery, in the form of document production and depositions, from Applicants. The Commission should deny this motion for a number of reasons.

First, and most obviously, the motion is procedurally inappropriate and runs directly counter to long-established Commission practice. DTP cites no precedent for allowing private parties to take discovery at this stage of a merger proceeding, and applicants are aware of none. To the contrary, Rule 1.311(a) of the Commission’s rules, 47 C.F.R. § 1.311(a), makes clear that discovery is not appropriate unless a matter has been designated for hearing. No such designation, of course, has been made here. Moreover, for the reasons set forth in Applicants’ previous submissions, this transaction clearly serves the public interest and there is no need for a hearing. Accordingly, the Motion should be denied because it violates the Commission’s rules.

Second, any such discovery would cause significant and unjustified delay. Notwithstanding the word “limited” in the title of DTP’s motion, there is nothing limited about its overbroad and incredibly burdensome requests, which span Applicants’ past and future plans for the provision of wireless services. Moreover, like virtually all large merger application proceedings, this proceeding involves numerous parties, many of whom would not only want to be involved in discovery by DTP but would also seek discovery of their own if this door is opened. The resulting expense and delay would be enormous and would be completely inconsistent with the Commission’s need to consider such applications expeditiously. The fact that there is no precedent for allowing such discovery in prior merger proceedings amply demonstrates the recognition by both the Commission and the industry that this kind of discovery is not appropriate.

Third, there is no need for the discovery DTP seeks. Applicants have made numerous submissions in support of the transaction, including voluminous document productions and other information in response to requests from the Commission. DTP is entitled, subject to the strictures of the protective orders in this matter, to review those materials. Since DTP already has access to these materials, there is no basis for requiring further productions.

In any event, DTP has not provided any factual basis for allowing such unprecedented discovery. The Motion simply restates the unfounded allegations in DTP’s petition to deny. For the reasons set forth in Applicants’ Joint Opposition to the various petitions and comments, there is no basis for DTP’s claims -- and there is certainly no reason to allow massive and procedurally improper discovery on those claims.¹

¹ See Joint Opposition of AT&T Inc., Deutsche Telekom AG, and T-Mobile USA, Inc. to Petitions to Deny and Reply to Comments (June 10, 2011) at 228 n. 480 and Sections I.A.1 and I.B.1.

CONCLUSION

For the foregoing reasons, the Commission should deny DTP's motion for discovery.

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that on this fifteenth day of August, 2011, I caused true and correct copies of the redacted version of the foregoing to be served by electronic mail on persons marked (*) and by mail on all others.

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