

## DESCRIPTION OF TRANSACTION AND PUBLIC INTEREST STATEMENT

Commnet of Nevada, LLC; Commnet of Arizona, LLC; Elbert County Wireless, LLC; Excomm, LLC; and Commnet Four Corners, LLC (together, “Commnet”), and Cellco Partnership d/b/a Verizon Wireless (“Verizon Wireless,” and together with Commnet, the “Applicants”) seek Federal Communications Commission (“Commission”) consent to the proposed assignment of the cellular, AWS, and PCS licenses in Arizona, Colorado, Montana, Nevada, New Mexico, Texas, Utah, and Wyoming (the “Markets”) listed in Schedule A (the “Licenses”) from Commnet to Verizon Wireless. The Applicants request prompt approval of the proposed transaction, which will serve the public interest.

Commnet’s primary business model has historically been based on providing wholesale roaming services to small and national carriers in rural and remote areas of the United States. As part of its transition from its legacy roaming business, Commnet has been increasingly providing network infrastructure services as part of its expanded carrier services, such as tower leasing and transport facilities to its carrier partners. Commnet previously entered into a carrier managed services agreement with Verizon Wireless to build out a portion of Verizon Wireless’s network to support the Verizon Wireless customer base. To supplement this build, Commnet is seeking to transfer the Licenses previously utilized to provide roaming to Verizon Wireless directly to Verizon Wireless for ongoing provision of services to its customers.

Prior to entering into the carrier managed services agreement, Commnet served a limited amount of consumers with fixed wireless and mobility services in limited areas served by the Licenses. In addition to the availability of the Verizon Wireless mobility services in these areas, consumers have the option for service with other carriers in the differing markets served by these Licenses. Commnet does not anticipate any potential for consumer impacts as a result of this transaction.<sup>1</sup>

In addition to expanding coverage, Verizon Wireless's purchase of spectrum from Commnet will also help to improve capacity on its wireless network. This will allow Verizon Wireless to handle more data traffic and provide faster speeds for its customers most immediately in the fast growing suburbs outside of Denver, CO.

Given the variety of choices among providers available in the Markets, the proposed transaction will have no adverse competitive effects. As shown in **Exhibit 2**, upon closing Verizon Wireless will hold 247-382 MHz of spectrum below 6 GHz in the Markets, which is below the total spectrum screen. **Exhibit 3** depicts the current licensed providers in the Markets.

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<sup>1</sup> Commnet serves fixed voice subscribers using either fiber or other wireless spectrum more suited to fixed service, such as CBRS. Commnet does not use any of the spectrum involved in this transaction to serve fixed voice subscribers, and Commnet will continue serving its fixed voice subscribers in these markets the same as before, after the assignment of this wireless spectrum to Verizon Wireless.

As shown in Exhibit 3, multiple providers currently operate in the Markets and will continue to do so after closing. As a result, consumers will continue to have a variety of choices among providers that offer service within the Markets.

In addition, while the proposed transaction will cause Verizon Wireless to exceed the enhanced factor review threshold for below 1 GHz spectrum in nine counties, it will not have an anticompetitive effect as there are multiple alternative providers that hold spectrum below 1 GHz. Specifically, Verizon Wireless will hold 72 MHz of below 1 GHz spectrum, just 4 MHz above the FCC's current below 1 GHz threshold of 68 MHz, in Hinsdale, CO; Big Horn County, MT; Rosebud County, MT; Churchill County, NV; Humboldt County, NV; Pershing County, NV; Brewster County, TX; Presidio County, TX; and Box Elder County, UT after close. In each of the nine counties, however, there are multiple other wireless carriers with below 1 GHz spectrum. AT&T holds 18-55 MHz of low band spectrum in each county, T-Mobile holds 40-52 MHz of low-band spectrum in each county, DISH holds 6-16 MHz of low-band spectrum in each county, and other carriers including Nemont, Omega Wireless, Union Wireless, and Infrastructure Networks hold below 1 GHz spectrum in specific counties.

In all remaining counties involving the assignment of cellular licenses, there will be no increase to Verizon Wireless's below 1 GHz holdings because Commnet and Verizon Wireless hold cellular licenses in the same block and thus their Cellular Geographic Service Areas do not overlap. Therefore the enhanced factor review will not be triggered in those counties.

Verizon Wireless's financial, technical, and legal qualifications to hold and control FCC licenses are matters of public record. Moreover, the proposed license assignment will fully comply with the Commission's rules, and will not require any rule waivers.

For the reasons outlined above, the proposed transaction will serve the public interest and the Applicants request prompt Commission approval.

**Schedule A**

<b>LICENSEE</b>	<b>CALL SIGN</b>	<b>FREQUENCY / BLOCK</b>	<b>MARKET AREA NUMBER / NAME</b>	<b>Geographic Area to be Covered by the Assigned License</b>
Commnet of Nevada, LLC	<b>WQGA721*</b>	1710 – 1720 MHz 2110 – 2120 MHz AWS A Block	CMA543 / Nevada 1 – Humboldt	The area outlined in blue in Map 1 below, excluding the areas shaded in green
Commnet of Nevada, LLC	<b>WQGA722*</b>	1710 – 1720 MHz 2110 – 2120 MHz AWS A Block	CMA544 / Nevada 2 - Lander	The area outlined in blue in Map 2 below, excluding the areas shaded in green
Commnet of Nevada, LLC	<b>KNKN223</b>	835 – 845 MHz 880 – 890 MHz 846.5 – 849 MHz 891.5 – 894 MHz Cellular B Block	CMA543 / Nevada 1 – Humboldt	CMA543 / Nevada 1 – Humboldt
Elbert County Wireless, LLC	<b>KNKR202</b>	835 – 845 MHz 880 – 890 MHz 846.5 – 849 MHz 891.5 – 894 MHz Cellular B Block	CMA352 / Colorado 5 - Elbert	CMA352 / Colorado 5 - Elbert
Excomm, LLC	WPRS845	835 – 845 MHz 880 – 890 MHz 846.5 – 849 MHz 891.5 – 894 MHz Cellular B Block	CMA553 / New Mexico 1 – San Juan	CMA553 / New Mexico 1 – San Juan

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Excomm, LLC	WPRS901	835 – 845 MHz 880 – 890 MHz  846.5 – 849 MHz 891.5 – 894 MHz Cellular B Block	CMA353 / Colorado 6 – San Miguel	CMA353 / Colorado 6 – San Miguel
Excomm, LLC	WPUD593	824 – 835 MHz 869 – 880 MHz 845 – 846.5 MHz 890 – 891.5 MHz Cellular A Block	CMA720 / Wyoming 3 – Lincoln	CMA720 / Wyoming 3 – Lincoln
Excomm, LLC	<b>WPUH602</b>	835 – 845 MHz 880 – 890 MHz  846.5 – 849 MHz 891.5 – 894 MHz Cellular B Block	CMA523 / Montana 1 – Lincoln	CMA523 / Montana 1 – Lincoln
Excomm, LLC	WPUH805	835 – 845 MHz 880 – 890 MHz  846.5 – 849 MHz 891.5 – 894 MHz Cellular B Block	CMA528 / Montana 6 – Deer Lodge	CMA528 / Montana 6 – Deer Lodge
Excomm, LLC	WPUJ480	824 – 835 MHz 869 – 880 MHz 845 – 846.5 MHz 890 – 891.5 MHz Cellular A Block	CMA720 / Wyoming 3 - Lincoln	CMA720 / Wyoming 3 - Lincoln

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Excomm, LLC	WPUK842	824 – 835 MHz 869 – 880 MHz 845 – 846.5 MHz 890 – 891.5 MHz Cellular A Block	CMA348 / Colorado 1 – Moffat	CMA348 / Colorado 1 – Moffat
Excomm, LLC	WPVI996	835 – 845 MHz 880 – 890 MHz  846.5 – 849 MHz 891.5 – 894 MHz Cellular B Block	CMA320 / Arizona 3 - Navajo	CMA320 / Arizona 3 - Navajo
Commnet Four Corners, LLC	WPWC240	824 – 835 MHz 869 – 880 MHz 845 – 846.5 MHz 890 – 891.5 MHz Cellular A Block	CMA663 / Texas 12 - Hudspeth	CMA663 / Texas 12 - Hudspeth
Excomm, LLC	WPZE799	835 – 845 MHz 880 – 890 MHz  846.5 – 849 MHz 891.5 – 894 MHz Cellular B Block	CMA553 / New Mexico 1 – San Juan	CMA553 / New Mexico 1 – San Juan
Excomm, LLC	WQIF921	824 – 835 MHz 869 – 880 MHz 845 – 846.5 MHz 890 – 891.5 MHz Cellular A Block	CMA353 / Colorado 6 – San Miguel	CMA353 / Colorado 6 – San Miguel

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Excomm, LLC	WQJE415	824 – 835 MHz 869 – 880 MHz 845 – 846.5 MHz 890 – 891.5 MHz Cellular A Block	CMA554 / New Mexico 2 - Colfax	CMA554 / New Mexico 2 - Colfax
Commnet Four Corners, LLC	WQOI295	835 – 845 MHz 880 – 890 MHz  846.5 – 849 MHz 891.5 – 894 MHz Cellular B Block	CMA553 / New Mexico 1 – San Juan	CMA553 / New Mexico 1 – San Juan
Commnet of Nevada, LLC	WQSF209	835 – 845 MHz 880 – 890 MHz  846.5 – 849 MHz 891.5 – 894 MHz Cellular B Block	CMA547 / Nevada 5 – White Pine	CMA547 / Nevada 5 – White Pine
Commnet of Nevada, LLC	WQTA492	835 – 845 MHz 880 – 890 MHz  846.5 – 849 MHz 891.5 – 894 MHz Cellular B Block	CMA544 / Nevada 2 – Lander	CMA544 / Nevada 2 – Lander
Commnet Four Corners, LLC	WQUJ401	835 – 845 MHz 880 – 890 MHz  846.5 – 849 MHz 891.5 – 894 MHz Cellular B Block	CMA663 / Texas 12 - Hudspeth	CMA663 / Texas 12 - Hudspeth

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Commnet of Nevada, LLC	WQVD511	824 – 835 MHz 869 – 880 MHz 845 – 846.5 MHz 890 – 891.5 MHz Cellular A Block	CMA673 / Utah 1 – Box Elder	CMA673 / Utah 1 – Box Elder
Commnet of Nevada, LLC	WQVD597	835 – 845 MHz 880 – 890 MHz  846.5 – 849 MHz 891.5 – 894 MHz Cellular B Block	CMA673 / Utah 1 – Box Elder	CMA673 / Utah 1 – Box Elder
Commnet Four Corners, LLC	WQVX228	824 – 835 MHz 869 – 880 MHz 845 – 846.5 MHz 890 – 891.5 MHz Cellular A Block	CMA531 / Montana 9 - Carbon	CMA531 / Montana 9 - Carbon
Commnet Four Corners, LLC	WQVX230	824 – 835 MHz 869 – 880 MHz 845 – 846.5 MHz 890 – 891.5 MHz Cellular A Block	CMA531 / Montana 9 – Carbon	CMA531 / Montana 9 – Carbon
Commnet Four Corners, LLC	KNLG244	1890 – 1895 MHz 1970 – 1975 MHz PCS F Block	BTA144 / Flagstaff, AZ	BTA144 / Flagstaff, AZ
Commnet Four Corners, LLC	KNLH724	1890 – 1895 MHz 1970 – 1975 MHz PCS F Block	BTA362 / Prescott, AZ	BTA362 / Prescott, AZ

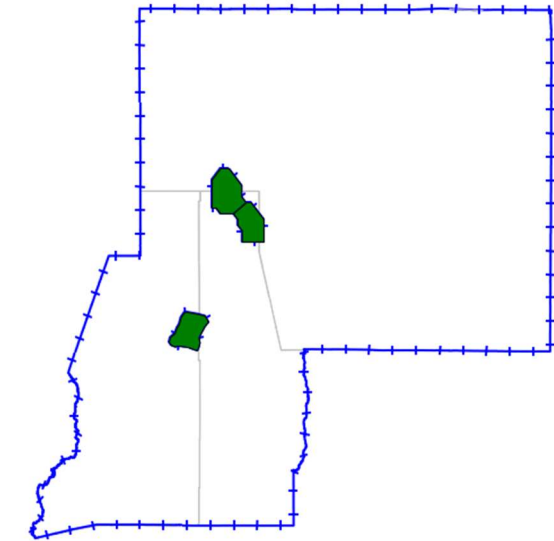
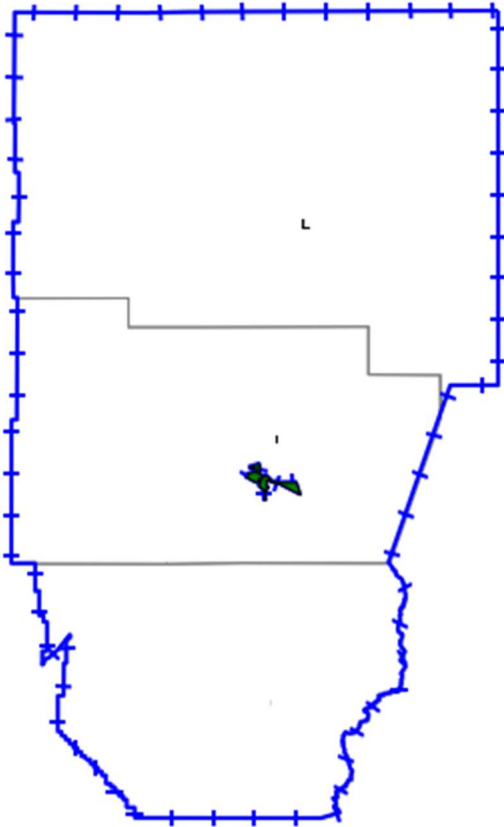
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Commnet Four Corners, LLC	WQGU230	1885 – 1890 MHz 1965 – 1970 MHz PCS E Block	BTA168 / Grand Junction, CO	BTA168 / Grand Junction, CO
Commnet Four Corners, LLC	WQXK669	1885 – 1890 MHz 1965 – 1970 MHz PCS E Block	BTA347 / Phoenix, AZ	BTA347 / Phoenix, AZ
Commnet Four Corners, LLC	WQGU228	1885 – 1890 MHz 1965 – 1970 MHz PCS E Block	BTA110 / Denver, CO	BTA110 / Denver, CO
Commnet Four Corners, LLC	WQIQ833	1885 – 1890 MHz 1965 – 1970 MHz PCS E Block	BTA110 / Denver, CO	BTA110 / Denver, CO
Commnet Four Corners, LLC	WQGU229	1885 – 1890 MHz 1965 – 1970 MHz PCS E Block	BTA168 / Grand Junction, CO	BTA168 / Grand Junction, CO
Commnet Four Corners, LLC	WPOK596	1895 – 1910 MHz 1975 – 1990 MHz PCS C Block	BTA366 / Pueblo, CO	BTA366 / Pueblo, CO



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Commnet Four Corners, LLC	WRCI870	1895 – 1910 MHz 1975 – 1990 MHz PCS C Block	BTA162 / Gallup, NM	BTA162 / Gallup, NM
Commnet of Nevada, LLC	WQTA311	1850 – 1865 MHz 1930 – 1945 MHz PCS A Block	MTA002 / Los Angeles – San Diego	MTA002 / Los Angeles – San Diego

\* This is the call sign of the existing FCC License. The Assigned License will not cover the entire geographic area covered by the existing FCC License, and the FCC will assign a new call sign to the Assigned License following the Closing.

Map 1



Map 2