

**STATEMENT OF  
COMMISSIONER JONATHAN S. ADELSTEIN  
APPROVING IN PART, CONCURRING IN PART**

*Re: Applications of Verizon Wireless and Rural Cellular Corporation for Consent To Transfer Control of Licenses, Authorizations, and Spectrum Manager Leases, WT Docket No. 07-208*

In reviewing any merger, it is our obligation, consistent with Sections 214(a) and 310(d) of the Act, to analyze the record evidence and determine whether the public will be served better by the transaction being approved or being denied, and what conditions, if any, may be necessary to mitigate harms to consumers. I approve this merger generally because in this the item the Commission recognizes the potential for harm in six markets, including in rural areas of Vermont, and requires divestitures of licenses and operational network assets in those markets. This is critical since our market by market analysis unveiled high market shares for the merged entity in these mostly smaller markets and few competing service providers with sufficient network assets or spectrum to deflect anticompetitive behavior by the newly merged entity.

I do believe the increase and enhancement of wireless services that will be offered to many of our nation's rural consumers and small businesses as a result of this transaction is beneficial to the public. Verizon Wireless expects to increase wireless broadband deployment in many markets and offer more choices in service plans and devices to consumers, as well as increase its geographic coverage. I expect that the savings from greater efficiencies of scale can be passed on to consumers.

I continue to have concerns, however, regarding the inclusion of the 80 MHz of the 698-806 MHz spectrum band in the total amount of spectrum suitable for mobile telephony nationwide. As I have cautioned before, the premature inclusion of this spectrum as part of our evaluation of the input market for spectrum and the potential competitive harms raises concerns regarding increased likelihood of competitive harm in certain overlapping markets. And with even more mergers on the horizon, we must be vigilant so as to protect consumers and ensure that the wireless market continues to be competitive.

I also share many of the concerns of Senator Bernie Sanders regarding increased consolidation in the wireless industry and the need for continued buildout to benefit the citizens of Vermont and in rural America generally. The lack of reliable wireless service in many of our rural areas stunts economic growth and the capabilities of first responders. It is incumbent upon this Commission to examine ways to accelerate buildout in rural America.

For these reasons, I approve in part and concur in part.