

**CONCURRING STATEMENT OF
COMMISSIONER JONATHAN S. ADELSTEIN**

Re: Applications of AT&T Mobility II LLC and Aloha Spectrum Holdings Company LLC for Consent to Transfer Control of Licenses and Authorizations, WT Docket No. 07-265.

This is a significant merger, and I think it was proper that a decision of this scope was reviewed by the full Commission. The transfer of control to AT&T Mobility of Aloha's assets and authorizations for 12 MHz of 700 MHz spectrum is a transaction that affects 196 million people in 281 markets, including 72 of the top 100, and all of the top ten markets in the United States. A merger of this size requires a thorough public interest review. It raises questions for policymakers and consumers because communications services – voice, data, and video – are so integral to our daily lives and to the economic success of our communities and our national economy.

As there is no public opposition to this merger, I am voting to allow the merger to proceed in the hope that AT&T will address the growing demand for spectrum-intensive wireless data and content services and to provide these services more cost effectively, as asserted by the applicants.

I only concur because the *Order* lacks both substance and analysis in its review of whether, on balance, the transaction serves the public's interest. We are required to do more than simply conclude that a transaction benefits the public and will not have an adverse effect on competition. I would have preferred to see a more thorough assessment weighing the potential public interest harms and benefits of this transaction and its impact on the mobile telephony market.

I also remain troubled by our inclusion of the 80 MHz of the 700 MHz band spectrum in the total amount of spectrum suitable for mobile telephony nationwide in our competitive review. Given that we cannot predict how the 700 MHz spectrum will be distributed and whether any single party, including the acquiring party in this proceeding, might get a disproportionate share of the spectrum, I remain concerned that increasing the spectrum aggregation screen to 95 percent raises concerns regarding increased likelihood of competitive harm in certain overlapping markets.