

**DESCRIPTION OF TRANSACTION
AND PUBLIC INTEREST STATEMENT**

This application requests the Commission's consent to assign 20 broadband "D-block" and "E-block" PCS licenses from ALLTEL Communications Inc. to Cellco Partnership ("Cellco"). No more than 10 MHz of spectrum held by ALLTEL in any one market is being assigned to Cellco. Item 85 of this application lists the call signs being assigned.

Cellco is a general partnership which is ultimately owned by Verizon Communications Inc. and Vodafone Plc. Information as to Cellco's ownership is provided in Exhibit 2 to this application and in Cellco's Form 602, which is on file.

ALLTEL acquired the subject licenses through competitive bidding procedures. It neither sought classification nor benefited from classification as an eligible designated entity. The Commission granted the licenses more than three years ago. Accordingly, the disclosure provisions of Section 1.2111(a) of the Commission's Rules, 47 C.F.R. § 1.2111(a), do not apply. Assignment of licenses to Cellco will not adversely affect compliance with the Commission's spectrum cap rule under 47 C.F.R. § 20.6.

Grant of this application will serve the public interest because it will enable Cellco to deploy additional PCS spectrum to serve the public. Cellco intends to construct facilities using the broadband PCS spectrum covered by these licenses to provide new mobile voice and data services to subscribers. By deploying additional wireless services, Cellco will bring new competition to existing wireless carriers and make more wireless services available to the public. Grant of this application is in the public interest.