

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA**

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)	
UNITED STATES OF AMERICA, et al.,)	
)	
<i>Plaintiffs,</i>)	Case No. 1:11-cv-01560-ESH
)	
v.)	Discovery Matter: Referred to
)	Special Master Levie
AT&T INC., et al.,)	
)	
<i>Defendants.</i>)	
)	
_____)	

**DECLARATION OF TARA L. REINHART IN SUPPORT OF RESPONSE TO AT&T’S
SUR-REPLY TO MOTION TO QUASH**

I, Tara L. Reinhart, declare pursuant to 28 U.S.C. § 1746 as follows:

1. I am a counsel with the law firm of Skadden, Arps, Slate, Meagher & Flom LLP, attorneys for nonparty Sprint Nextel Corporation (“Sprint”). I have personal knowledge of the matters set forth herein, unless otherwise noted.

2. I make this declaration in support of nonparty Sprint’s Response to AT&T’s Sur-Reply to Motion to Quash the subpoena served by AT&T to Sprint on September 26, 2011.

3. Sprint’s production in response to the U.S. Department of Justice (“DOJ”) Civil Investigative Demand (“CID”) includes scores of documents responsive to the subpoena requests that AT&T has asked to have supplemented with documents collected from new custodians. This Declaration addresses these requests in turn.

REQUESTS 6-11 – BOOST AND VIRGIN

4. Sprint’s existing production includes many documents that are the types of Boost Mobile and Virgin Mobile materials that AT&T is seeking. For example, attached is a document

titled “Prepaid Market Outlook” dated May 10, 2011, that provides a detailed analysis of the prepaid business. *See* Exhibit 1. Similarly, attached is a document titled “Virgin Mobile 2011 Playbook” dated November 2, 2010, that analyzes the prepaid market, discusses market opportunities and sets forth Sprint strategy for Virgin Mobile. *See* Exhibit 2. These are not isolated occurrences in the production. Many similar documents have been produced.

5. Two of the reasons that the existing production includes so many Boost Mobile and Virgin Mobile documents are: (1) the Senior Vice President of Consumer Marketing, to whom David Trimble (Virgin Mobile) and Andre Smith (Boost Mobile) report, is a document custodian, and (2) the vice president responsible for pricing company-wide, including prepaid pricing, is a document custodian. These individuals are involved in strategic and pricing decisions for the prepaid business lines.

6. I caused a search of Sprint’s existing production for emails sent by or received by either of the two individuals identified in AT&T’s sur-reply, Andre Smith and David Trimble. Results show that the production includes 2,330 documents satisfying those criteria. This search is illustrative and includes only email correspondence. It does not include any file attachments to those emails or other documents in the production that may have been authored or edited by those individuals.

7. AT&T has not shown that the existing production is insufficient to satisfy its needs.

REQUEST 14 – RESEARCH AND DEVELOPMENT

8. AT&T withdrew Request 14.

REQUEST 22 – ENTERPRISE RFPS

9. Sprint's Business Markets Group is responsible for the company's corporate and government business. Two executive members of Sprint's Business Markets Group are document custodians. One is a vice president with responsibility for pricing of both consumer and business services, and the other is a senior executive with responsibility over proposal development and pricing.

10. Sprint responded broadly to CID Request 7, which sought "[a]ll documents relating to competition in the provision of any relevant service, relevant product, or mobile wireless application." The response to Request 7 covered services to corporate and government customers.

11. Sprint's existing production includes many documents that are the types of communications AT&T seeks in Request 22. Attached is one example. *See* Exhibit 3. This document is a series of emails among Sprint's Business Market Group members analyzing T-Mobile's recent strategy of aggressively targeting and winning various accounts and opportunities. The DOJ production contains many such documents analyzing competition for business and government accounts, including documents concerning individual RFPS.

12. AT&T has not shown that the existing production is insufficient to satisfy its needs.

REQUEST 31 – NETWORK

13. I caused a search of Sprint's existing production for documents related to various network topics. Specifically, I caused a search for documents with the words "spectrum /3 lease" or "spectrum /3 leasing" or "network /3 sharing" or "network /3 share" or "roaming /3

agreement” or “roaming /3 arrangement.” Results show that the production includes 5,365 documents with one or more of those phrases in them.

14. AT&T has not shown that the existing production is insufficient to satisfy its needs.

REQUESTS 33-34 – CLEARWIRE

15. I caused a search of Sprint’s existing production for documents containing the word “Clearwire.” Results show that the production includes 19,022 documents with that term in them. An additional search for the phrase “Clearwire /3 network” resulted in 3,844 documents, and a search for the phrase “Clearwire /3 spectrum” resulted in 2,452 documents.

16. AT&T has not shown that the existing production is insufficient to satisfy its needs.

REQUEST 35 – DEVICE RIGHTS

17. I caused a search of Sprint’s existing production for documents evidencing negotiations with device manufacturers, including HTC, Samsung, Apple, and Palm.

18. Sprint’s existing production includes many documents that are the types of communications AT&T seeks in Request 35. Attached is one example. *See* Exhibit 4. This document consists of email correspondence between a Sprint executive and a representative from HTC, a major device manufacturer. The email details negotiations over the HTC Hero handset. This is just one example of the many documents in the DOJ production that are responsive to Request 35.

19. AT&T has not shown that the existing production is insufficient to satisfy its needs.

I declare under penalty of perjury that the foregoing is true and correct.

EXECUTED this 5th day of November, 2011.



Tara L. Reinhart

EXHIBIT 1
(Filed Under Seal)

EXHIBIT 2
(Filed Under Seal)

EXHIBIT 3
(Filed Under Seal)

EXHIBIT 4
(Filed Under Seal)