

DESCRIPTION OF TRANSACTION AND ASSIGNEE'S RELATION TO ASSIGNOR

This application is one of two Assignment applications submitted as part of the transaction described below.

In this transaction, iRobot Defense Holdings, Inc. ("Applicant"), a Delaware corporation and wholly-owned subsidiary of Endeavor Robotic Holdings, Inc. ("Endeavor"), a Delaware corporation and wholly-owned subsidiary of Arlington Capital Partners III, L.P. ("Arlington Capital"), will acquire assets that are used in the operation of the Defense and Security business unit (the "Business") of iRobot Corporation ("Assignor") and assume certain specified liabilities of Assignor arising from or otherwise related to the Business. The transaction will occur through the acquisition of substantially all of the assets of Assignor solely or primarily related to the Business. At the close of the transaction, the Business, including all applicable permits, licenses, and authorizations required to operate the Business, will become the property of and held by Applicant. The ultimate parent company of Applicant, Arlington Capital, indirectly owns 100% of the interest in Applicant. Its business address is:

Arlington Capital Partners III, L.P.
c/o Peter Manos
5425 Wisconsin Avenue, Suite 200
Chevy Chase, MD 20815

These applications seek the Commission's consent to the assignment from Assignor to Applicant of an experimental radio station construction permit and license, OET File No. 0489-EX-PL-2013. In addition to the Assignment of the permit and license, the Applicant is also filing an Assignment application for an experimental special temporary authorization currently held by Assignor.¹

Assignor has an established track record of using FCC licenses for a range of critical functions, including the research, design, development, manufacture, integration and sustainment of advanced technology systems, products and services. These products and services directly support several strategic public and private sector industries, including defense and homeland security. The acquisition of the Business by Applicant will strengthen its commitment to and enhance efficiencies for developing new technologies to support these mission-critical industries.

For the foregoing reasons, the parties respectfully request that the Commission expeditiously grant the Assignment applications.

If you have any questions about this application, please contact:

Brian D. Weimer
Sheppard Mullin Richter & Hampton LLP

¹ See OET File No. 1174-EX-ST-2015.

2099 Pennsylvania Ave NW Suite 100
Washington, DC 20006
(202) 747-1930
bweimer@sheppardmullin.com