

ATTACHMENT 1

Foreign Carrier Affiliation Notification

Limitless Mobile, LLC (“Limitless”) hereby submits this foreign carrier affiliation notification regarding affiliates in the Bahamas, Denmark, Germany, Poland, Sweden, and the United Kingdom. Through its ownership by Limitless Mobile Holdings, LLC (“LMH”), Limitless has and will become affiliated with the LMH subsidiaries listed below that provide/will provide the services in those countries as described herein.

Response to Question 10

Limitless is the holder of an International 214 Global Resale authorization (File No. ITC-214-20100525-00214) and became affiliated with LMH and its foreign subsidiaries in connection with a *pro forma* corporate reorganization that was initiated effective November 1, 2013 and was finally completed on July 21, 2014. This notification is being filed within 30 days following completion of the reorganization.

The Commission was timely notified of the reorganization within 30 days following initiation and again within 30 days following completion of the reorganization. At the time the reorganization commenced, only two of the foreign subsidiaries of LMH (operating in Denmark and Sweden) were providing wireless mobile services to the public on a resale basis. The foreign affiliates in Germany, Poland and the United Kingdom operated (and continue to operate) as mobile virtual network enablers and/or aggregators that support and enable the provision of mobile wireless services offered to the public by non-affiliated wireless resellers using the facilities of non-affiliated facilities based carriers. However, the LMH affiliates in Germany, Poland and the United Kingdom now plan to shortly begin reselling mobile wireless voice and data services directly to the public in their respective countries, necessitating the filing of this foreign carrier affiliation notification. To the extent that notification should have been filed within 30 days of the initiation of the reorganization of Limitless rather than within 30 days from its completion with respect to the Swedish and Danish affiliates of LMH, the failure to do so was the result of an unintentional oversight. To the extent required, the parties request a waiver of the 30 day post consummation notification requirement set forth in section 63.11(c) of the Commission’s rules with respect to the LMH affiliates in Sweden and Denmark.

On December 2, 2013, Limitless Mobile, Inc. (“LMI”), a wholly-owned U.S. subsidiary of LMH, executed a Restated Share Purchase Agreement to acquire a controlling interest in IP Solutions International, Ltd. (“IPSI”), an authorized provider of fixed voice, Internet and pay television services in the Bahamas. The acquisition is conditioned upon approval of the transaction by the Utilities Regulation and Competition Authority (“URCA”) as well as by other regulatory bodies that oversee foreign investment in Bahamian companies. On February 6, 2014, URCA approved the transfer of control of IPSI to LMI. Approval of the Bahamian investment authority to allow foreign investment in IPSI is expected in the next several weeks, at which time IPSI will become a foreign affiliate of Limitless.

Response to Question 12

LMH subsidiaries are authorized to provide service in the following countries:

Bahamas: As indicated above, IP Solutions International, Ltd. is expected to shortly become a majority owned indirect subsidiary of LMH. IPSI is a facilities-based carrier that authorized to provide fixed voice, Internet and pay television services in the Bahamas. The Bahamas is a non-WTO-member country that is currently engaged in WTO accession negotiations.¹ IPSI lacks market power in the Bahamas and qualifies for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's rules. The company does not control bottleneck facilities and has market shares under 50 percent in all relevant markets on the foreign end of the U.S.–Bahamas route, including the international transport and local access markets. IPSI is not listed for Bahamas on the Commission's *List of Foreign Telecommunications Carriers that Are Presumed to Possess Market Power in Foreign Telecommunications Markets*.² Finally, because Limitless sells international switched service solely through the resale of unaffiliated U.S. facilities-based carrier's international switched services, Limitless is presumptively classified as non-dominant on its routes pursuant to Section 63.10(a)(4) of the Commission's rules.

Denmark: Limited Mobile ApS (“Limitless Denmark”) is contractually authorized to provide mobile voice and data services in Denmark, a WTO-member country, on a resale basis. Limitless Denmark provides mobile wireless services to the public and also operates as Mobile Virtual Network Enabler and Aggregator (“MVNE/MVNA”). As an MVNA, Limitless Denmark resells the mobile wireless capacity of non-affiliated mobile wireless networks on a wholesale basis to non-affiliated Mobile Virtual Network Operators (“MVNO”) that provide mobile wireless voice and data services to the public. As an MVNE, Limitless Denmark offers certain support and back office services, such as ordering, billing and provisioning services to support unaffiliated MVNOs.

The Limitless Denmark lacks market power in Denmark and qualifies for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's rules. The company does not control bottleneck facilities and has a market share under 50 percent in all relevant markets on the foreign end of the U.S.–Denmark route, including the international transport and local access markets. Limitless Denmark is not listed for Denmark on the Commission's *Market Power List*. Finally, because Limitless, the International 214 holder, sells international switched service solely through the resale of unaffiliated U.S. facilities-based carrier's international switched services, Limitless is presumptively classified as non-dominant on its routes pursuant

¹ See World Trade Organization, Accession Status: Bahamas
http://www.wto.org/english/thewto_e/acc_e/a1_bahamas_e.htm

² *The International Bureau Revises and Reissues the Commission's List of Foreign Telecommunications Carriers that Are Presumed to Possess Market Power in Foreign Telecommunications Markets*, Public Notice, DA 07-233 (Jan. 26, 2007) (“*Market Power List*”).

to Section 63.10(a)(4) of the Commission's rules.

Germany: Limited Mobile GmbH ("Limitless Germany") operates in Germany, a WTO-member country, as a Mobile Virtual Network Aggregator and does not currently provide international telecommunications services to the public. As an MVNA, Limitless Germany offers certain support and back office services, such as ordering, billing and provisioning services to support unaffiliated MVNOs. Limitless Germany plans to offer retail mobile wireless services on a resale basis directly to the public under the Limitless Mobile brand in the near future.

Limitless Germany lacks market power in Germany and qualifies for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's rules. The company does not control bottleneck facilities and has a market share under 50 percent in all relevant markets on the foreign end of the U.S.–Germany route, including the international transport and local access markets. Limitless Germany is not listed for Germany on the Commission's Market Power List. Finally, because Limitless, the International 214 holder, sells international switched service solely through the resale of unaffiliated U.S. facilities-based carrier's international switched services, Limitless is presumptively classified as non-dominant on its routes pursuant to Section 63.10(a)(4) of the Commission's rules

Sweden: Limitless Mobile AB ("Limitless Sweden") is contractually authorized to provide mobile voice and data services in Sweden, a WTO-member country, on a resale basis. Limitless Sweden resells mobile wireless services to the public and also operates as an MVNE/MVNA. As an MVNA, Limitless Sweden resells the mobile wireless capacity of non-affiliated mobile wireless networks on a wholesale basis to non-affiliated Mobile Virtual Network Operators that also provide mobile wireless voice and data services to the public. As an MVNE, Limitless Sweden offers certain support and back office services, such as ordering, billing and provisioning services to support unaffiliated MVNOs.

Limitless Sweden lacks market power in Sweden and qualifies for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's rules. The company does not control bottleneck facilities and has a market share under 50 percent in all relevant markets on the foreign end of the U.S.–Sweden route, including the international transport and local access markets. Limitless Sweden is not listed for Sweden on the Commission's *Market Power List*. Finally, because Limitless, the International 214 holder, sells international switched service solely through the resale of unaffiliated U.S. facilities-based carrier's international switched services, Limitless is presumptively classified as non-dominant on its routes pursuant to Section 63.10(a)(4) of the Commission's rules.

Poland: Limitless Mobile SP Z.O.O ("Limitless Poland") is contractually authorized to provide mobile voice and data services in Poland, a WTO-member country, on a resale basis. As indicated above, Limitless Poland does not currently provide international telecommunications services to the public but rather operates as Mobile Virtual Network Enabler and Aggregator ("MVNE/MVNA"). As an MVNA, Limitless Poland resells the mobile wireless capacity of non-affiliated mobile wireless networks on a wholesale basis to non-affiliated Mobile Virtual Network Operators ("MVNO") that

provide mobile wireless voice and data services to the public. As an MVNE, Limitless Poland offers certain support and back office services, such as ordering, billing and provisioning services to support unaffiliated MVNOs. Limitless Poland plans to offer retail mobile wireless services on a resale basis directly to the public under the Limitless Mobile brand in the near future.

Limitless Poland lacks market power in Poland and qualifies for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's rules. The company does not control bottleneck facilities and has a market share under 50 percent in all relevant markets on the foreign end of the U.S.– Poland route, including the international transport and local access markets. Limitless Sweden is not listed for Sweden on the Commission's *Market Power List*. Finally, because Limitless, the International 214 holder, sells international switched service solely through the resale of unaffiliated U.S. facilities-based carrier's international switched services, Limitless is presumptively classified as non-dominant on its routes pursuant to Section 63.10(a)(4) of the Commission's rules.

United Kingdom: Limited Mobile Limited (“LML”) is contractually authorized to provide mobile voice and data services in the United Kingdom, a WTO-member, on a resale basis. As indicated above, LML does not currently provide international telecommunications services to the public but rather operates as a Mobile Virtual Network Enabler and Aggregator (“MVNE/MVNA”). As an MVNA, LML resells the mobile wireless capacity of non-affiliated mobile wireless networks on a wholesale basis to non-affiliated Mobile Virtual Network Operators (“MVNO”) that provide mobile wireless voice and data services to the public. As an MVNE, LML offers certain support and back office services, such as ordering, billing and provisioning services to support unaffiliated MVNOs. LML plans to offer retail mobile wireless services on a resale basis directly to the public under the Limitless Mobile brand in the near future.

LML lacks market power in the U.K. and qualifies for a presumption of non-dominance under Section 63.10(a)(3) of the Commission's rules. The company does not control bottleneck facilities and has a market share under 50 percent in all relevant markets on the foreign end of the U.S.–U.K. route, including the international transport and local access markets. LML is not listed for the U.K. on the Commission's *Market Power List*. Finally, because Limitless, the International 214 holder, sells international switched service solely through the resale of unaffiliated U.S. facilities-based carrier's international switched services, Limitless is presumptively classified as non-dominant on its routes pursuant to Section 63.10(a)(4) of the Commission's rules.

Response to Question 16

Limitless requests non-dominant treatment on the U.S.- Bahamas, U.S.- Denmark, U.S.- Germany, U.S.- Poland, U.S.- Sweden and U.S.- United Kingdom routes. See Response to Question 12 above.

Response to Question 17

Bahamas - IP Solutions International, Ltd. (facilities based)*

Denmark - Limited Mobile ApS (resale)

Germany - Limited Mobile GmbH (resale)

Poland - Limitless Mobile SP Z.O.O (resale)

Sweden - Limitless Mobile AB (resale)

United Kingdom- Limited Mobile Limited (resale)

* Acquisition pending.

Response to Question 18

Limitless holds an international Section 214 authorization to provide global resold services between the United States and all foreign points, including Bahamas, Denmark, Germany, Poland, Sweden and the United Kingdom: ITC-214-20100525-00214 (authorization to provide global resale service).

Response to Question 19

Limitless is authorized to provide global service, including service to Bahamas, Denmark, Germany, Poland, Sweden and the United Kingdom, solely through the resale of international switched services of unaffiliated U.S. facilities-based carriers.

Response to Question 20

Limitless is a single member limited liability company whose sole member is LMH. LMH is a Delaware limited liability company whose principal business is as a telecommunications holding company. The address for LMH is 4050 Crums Mill Road, Suite 301, Harrisburg, PA 17112.

The following information is provided for all entities that hold an ownership interest of 10% or more in LMH:

Richard B. Worley
Permit Capital
100 Front Street, Suite 900
West Conshohocken, PA 19428
Citizenship: United States
Principal Business: Strategic Investments
Percentage Equity: 18.72%*
Percentage Voting: 22.64%*

Sarah Miller Coulson
1100 Barberry Road
Bryn Mawr, PA 19010
Citizenship: United States
Principal Business: Strategic Investments
Percentage Equity: 13.31%
Percentage Voting: 16.10%

Robert C. Martin
27599 Riverview Center Boulevard, Suite 201
Bonita Springs, FL 34134
Citizenship: United States
Principal Business: Management Consulting
Percentage Equity: 11.40%**
Percentage Voting: 13.79%**

Peter Morse
Morse Partners
100 Front Street, Suite 900
West Conshohocken, PA 19428
Citizenship: United States
Principal Business: Strategic Investments
Percentage Equity: 7.99%***
Percentage Voting: 9.66%***

Shane Murphy
1403
Al Reem Tower
Al Maktoum Street
Deira, Dubai 82315
United Arab Emirates
Citizenship: United Kingdom
Principal Business: Wireless Communications
Percentage Equity: 10.31%
Percentage Voting: 3.18%

Notes: * The ownership interest in LMH shown for Richard B. Worley includes fractional interests held by his wife (approximately 1% equity and voting) and by two family trusts where Mr. Worley serves as the trustee (each <1% equity and voting).

** The ownership interest in LMH shown for Robert C. Martin includes the interests held by Linda Martin, his wife (1.73% equity, 2.10% voting) and by the Martin 2002 Revocable Trust where Mr. Martin serves as the trustee (3.33% equity, 4.03% voting).

*** The ownership interest in LMH shown for Peter Morse includes the interest held by the Morse Charitable Foundation, Inc. (< 1% equity and voting) where Mr.

Morse serves both as an officer and as a director.

Response to Question 21

Edward James Croal, the Chief Technology Officer for LMH, also serves as a Director for the following foreign subsidiaries of LMH:

Limitless Mobile Limited – United Kingdom
Limitless Mobile AB - Sweden