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VIA HAND DELIVERY

June 5, 2006

WILLIAM K. COULTER
william.coulter@dlapiper.com
T 202.861.3943 F 202.689.8460

Marlene H. Dortch
Office of the Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: FTMSC US, LLC; Amendment to Application for
Blanket License Authority to Operate 20,000 METs with
Inmarsat's BGAN Service, File No. SES-LFS-20051011-01396

Dear Ms. Dortch:

FTMSC US, LLC ("FTMSC"), by its undersigned counsel, hereby amends its above-referenced pending Application for Blanket License Authority to Operate 20,000 METs with Inmarsat's BGAN Service, File No. SES-LFS-20051011-01396, as follows:

- To add Exhibit G, Petition for Declaratory Ruling pursuant to Section 310(b)(4) of the Communications Act.
- To revise Exhibit B in order to update FTMSC US, LLC's ownership due to pro forma reorganization of parent company.
- To add Exhibit H which responds to Schedule B, Questions E51 through E60 for Antennas 1 through 4.

Kindly refer any questions or comments to the undersigned.

Regards,

A handwritten signature in black ink that reads "William K. Coulter".

William K. Coulter
Counsel for FTMSC US, LLC

CERTIFICATE OF SERVICE

I, Christine L. Zepka, hereby certify that on this 5th day of June, 2006, I caused to be served a true copy of the foregoing Amendment by first class mail, postage pre-paid (or as otherwise indicated) upon the following:

Roderick Porter
International Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554
By Hand

Gardner Foster
International Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554
By Hand

James Ball
International Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554
By Hand

Andrea Kelly
International Bureau
Federal Communications Commission
445 12th Street, S.W.
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By Hand

Cassandra Thomas
International Bureau
Federal Communications Commission
445 12th Street, S.W.
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Scott Kotler
International Bureau
Federal Communications Commission
445 12th Street, S.W.
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445 12th Street, S.W.
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Federal Communications Commission
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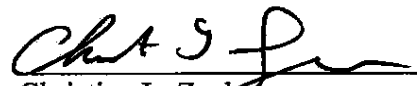
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555 11th Street, N.W., Suite 1000
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Counsel for: Inmarsat Ventures Limited


Christine L. Zepka

Date & Time Filed: Jun 5 2006 6:05:36:780PM
File Number: SES-AMD-INTR2006-01445

FCC APPLICATION FOR SPACE AND EARTH STATION:MOD OR AMD – MAIN FORM	FCC Use Only
FCC 312 MAIN FORM FOR OFFICIAL USE ONLY	

APPLICANT INFORMATION

Enter a description of this application to identify it on the main menu:
Amendment to 312

1-8. Legal Name of Applicant

Name:	FTMSC US, LLC	Phone Number:	202-822-2100
DBA Name:		Fax Number:	202-822-2099
Street:	1717 K Street, N.W. Suite 507	E-Mail:	danielle.aguto@ftna.com
City:	Washington	State:	DC
Country:	USA	Zipcode:	20036 -
Attention:	Danielle Aguto		

9-16. Name of Contact Representative

Name:	William K. Coulter	Phone Number:	202-861-3943
Company:	DLA Piper Rudnick Gray Cary US LLP	Fax Number:	202-689-8460
Street:	1200 19th Street, N.W.	E-Mail:	william.coulter@dlapiper.com
City:	Washington	State:	DC
Country:	USA	Zipcode:	20036-
Attention:	William K. Coulter	Relationship:	Legal Counsel

CLASSIFICATION OF FILING

17. Choose the button next to the classification that applies to this filing for both questions a. and b. Choose only one for 17a and only one for 17b.

- a1. Earth Station
- a2. Space Station

- (N/A) b1. Application for License of New Station
- (N/A) b2. Application for Registration of New Domestic Receive-Only Station
- (N/A) b3. Amendment to a Pending Application
- (N/A) b4. Modification of License or Registration
- b5. Assignment of License or Registration
- b6. Transfer of Control of License or Registration
- (N/A) b7. Notification of Minor Modification
- (N/A) b8. Application for License of New Receive-Only Station Using Non-U.S. Licensed Satellite
- (N/A) b9. Letter of Intent to Use Non-U.S. Licensed Satellite to Provide Service in the United States
- (N/A) b10. Other (Please specify)

TYPE OF SERVICE

<p>20. NATURE OF SERVICE: This filing is for an authorization to provide or use the following type(s) of service(s): Select all that apply:</p> <p><input type="checkbox"/> a. Fixed Satellite</p> <p><input checked="" type="checkbox"/> b. Mobile Satellite</p> <p><input type="checkbox"/> c. Radiodetermination Satellite</p> <p><input type="checkbox"/> d. Earth Exploration Satellite</p> <p><input type="checkbox"/> e. Direct to Home Fixed Satellite</p> <p><input type="checkbox"/> f. Digital Audio Radio Service</p> <p><input type="checkbox"/> g. Other (please specify)</p>	
<p>21. STATUS: Choose the button next to the applicable status. Choose only one.</p> <p><input checked="" type="radio"/> Common Carrier <input type="radio"/> Non-Common Carrier</p>	<p>22. If earth station applicant, check all that apply.</p> <p><input type="checkbox"/> Using U.S. licensed satellites</p> <p><input checked="" type="checkbox"/> Using Non-U.S. licensed satellites</p>
<p>23. If applicant is providing INTERNATIONAL COMMON CARRIER service, see instructions regarding Sec. 214 filings. Choose one. Are these facilities:</p> <p><input checked="" type="radio"/> Connected to a Public Switched Network <input type="radio"/> Not connected to a Public Switched Network <input type="radio"/> N/A</p>	
<p>24. FREQUENCY BAND(S): Place an 'X' in the box(es) next to all applicable frequency band(s).</p> <p><input type="checkbox"/> a. C-Band (4/6 GHz) <input type="checkbox"/> b. Ku-Band (12/14 GHz)</p> <p><input checked="" type="checkbox"/> c. Other (Please specify upper and lower frequencies in MHz.)</p> <p>Frequency Lower: 1525 Frequency Upper: 1660.5 (Please specify additional frequencies in an attachment)</p>	

TYPE OF STATION

25. CLASS OF STATION: Choose the button next to the class of station that applies. Choose only one.

- a. Fixed Earth Station
- b. Temporary–Fixed Earth Station
- c. 12/14 GHz VSAT Network
- d. Mobile Earth Station
- e. Geostationary Space Station
- f. Non–Geostationary Space Station
- g. Other (please specify)

26. TYPE OF EARTH STATION FACILITY:

- Transmit/Receive Transmit–Only Receive–Only N/A

"For Space Station applications, select N/A."

PURPOSE OF MODIFICATION

27. The purpose of this proposed modification is to: (Place an 'X' in the box(es) next to all that apply.)

- a -- authorization to add new emission designator and related service
- b -- authorization to change emission designator and related service
- c -- authorization to increase EIRP and EIRP density
- d -- authorization to replace antenna
- e -- authorization to add antenna
- f -- authorization to relocate fixed station
- g -- authorization to change frequency(ies)
- h -- authorization to add frequency
- i -- authorization to add Points of Communication (satellites & countries)
- j -- authorization to change Points of Communication (satellites & countries)
- k -- authorization for facilities for which environmental assessment and radiation hazard reporting is required
- l -- authorization to change orbit location
- m -- authorization to perform fleet management
- n -- authorization to extend milestones
- o -- Other (Please specify)

ENVIRONMENTAL POLICY

<p>28. Would a Commission grant of any proposal in this application or amendment have a significant environmental impact as defined by 47 CFR 1.1307? If YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission’s rules, 47 C.F.R. 1.1308 and 1.1311, as an exhibit to this application. A Radiation Hazard Study must accompany all applications for new transmitting facilities, major modifications, or major amendments.</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p> <p>Exhibit B</p>
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ALIEN OWNERSHIP Earth station applicants not proposing to provide broadcast, common carrier, aeronautical en route or aeronautical fixed radio station services are not required to respond to Items 30–34.

<p>29. Is the applicant a foreign government or the representative of any foreign government?</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No</p>
<p>30. Is the applicant an alien or the representative of an alien?</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No <input type="radio"/> N/A</p>
<p>31. Is the applicant a corporation organized under the laws of any foreign government?</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No <input type="radio"/> N/A</p>
<p>32. Is the applicant a corporation of which more than one–fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?</p>	<p><input type="radio"/> Yes <input checked="" type="radio"/> No <input type="radio"/> N/A</p>

33. Is the applicant a corporation directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?

Yes No N/A

34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as an exhibit an identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote.

Exhibit G

BASIC QUALIFICATIONS

35. Does the Applicant request any waivers or exemptions from any of the Commission's Rules?
If Yes, attach as an exhibit, copies of the requests for waivers or exceptions with supporting documents.

Yes No

Cover letter

36. Has the applicant or any party to this application or amendment had any FCC station authorization or license revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission? If Yes, attach as an exhibit, an explanation of circumstances.

Yes No

37. Has the applicant, or any party to this application or amendment, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court? If Yes, attach as an exhibit, an explanation of circumstances.

Yes No

38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition? If Yes, attach as an exhibit, an explanation of circumstances

Yes No

39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the preceding two items? If yes, attach as an exhibit, an explanation of the circumstances.

Yes No

40. If the applicant is a corporation and is applying for a space station license, attach as an exhibit the names, address, and citizenship of those stockholders owning a record and/or voting 10 percent or more of the Filer's voting stock and the percentages so held. In the case of fiduciary control, indicate the beneficiary(ies) or class of beneficiaries. Also list the names and addresses of the officers and directors of the Filer.

41. By checking Yes, the undersigned certifies, that neither applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.

Yes No

42a. Does the applicant intend to use a non-U.S. licensed satellite to provide service in the United States? If Yes, answer 42b and attach an exhibit providing the information specified in 47 C.F.R. 25.137, as appropriate. If No, proceed to question 43.

Yes No

42b. What administration has licensed or is in the process of licensing the space station? If no license will be issued, what administration has coordinated or is in the process of coordinating the space station? United Kingdom

43. Description. (Summarize the nature of the application and the services to be provided). (If the complete description does not appear in this box, please go to the end of the form to view it in its entirety.)

Amendment to add Petition for Declaratory Ruling pursuant to Section 310(b)(4) of the Communications Act (Exhibit G), to update FTMSC US, LLC ownership due to pro forma reorganization of parent company (Revised Exhibit B), and to provide response to Schedule B, Questions E51 through E60 for Antennas 1 through 4 (Exhibit H).

CERTIFICATION

The Applicant waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. The applicant certifies that grant of this application would not cause the applicant to be in violation of the spectrum aggregation limit in 47 CFR Part 20. All statements made in exhibits are a material part hereof and are incorporated herein as if set out in full in this application. The undersigned, individually and for the applicant, hereby certifies that all statements made in this application and in all attached exhibits are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

44. Applicant is a (an): (Choose the button next to applicable response.)

- Individual
- Unincorporated Association
- Partnership
- Corporation
- Governmental Entity
- Other (please specify)

45. Name of Person Signing Danielle Aguto	46. Title of Person Signing Authorized Representative
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**WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND / OR IMPRISONMENT
(U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION
(U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).**

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REVISED EXHIBIT B

FOREIGN OWNERSHIP DISCLOSURE AND STATEMENT

FTMSC submits the following information concerning its ten percent or greater direct and indirect shareholder or other equity holders. FTMSC is wholly owned by FCR Holdings Inc., which is wholly owned by France Telecom Participations Holding Inc. France Telecom Participations Holding Inc. is wholly-owned by France Telecom Participations U.S., Inc., which is wholly-owned by France Télécom S.A. (“France Telecom”). France Telecom is a publicly traded company on the New York Stock Exchange and the Paris Stock Exchange. The French State owns 19.85% of France Telecom, and a French Public Sector Institution called “ERAP” owns 15.02%. There are no other 10% or greater shareholders of France Telecom.

<u>Name</u>	<u>Address</u>	<u>Citizenship</u>	<u>Principal Business</u>
FCR Holdings Inc.	c/o FTNA 1717 K Street, N.W., Suite 507 Washington, D.C. 20036-5333 Telephone: (202) 822-2100 Attn: Danielle Aguto	U.S.	Holding Company
France Telecom Participations Holding Inc.	c/o FTNA 1717 K Street, N.W., Suite 507 Washington, D.C. 20036-5333 Telephone: (202) 822-2100 Attn: Danielle Aguto	U.S.	Holding Company
France Telecom Participations U.S., Inc.	c/o FTNA 1717 K Street, NW, Suite 507 Washington, D.C. 20036-5333 Telephone: (202) 822-2100 Attn: Danielle Aguto	U.S.	Holding Company

FCC 312
FTMSC US, LLC
June 5, 2006

France Télécom S.A.

6, place d'Alleray
75015 Paris
France

French

Telecommunications

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)	
)	
FTMSC US, LLC)	
)	File No. _____
Petition for Declaratory Ruling)	
Under Section 310(b)(4) of the)	Call Sign: E050284
Communications Act of 1934,)	
As amended, to Permit Indirect)	
Foreign Ownership Exceeding 25)	
Percent in Radio Common Carrier License)	

**PETITION OF FTMSC US, LLC
FOR DECLARATORY RULING UNDER SECTION 310(b)(4) OF THE
COMMUNICATIONS ACT OF 1934, AS AMENDED**

FTMSC US, LLC (“FTMSC”), by its undersigned counsel, hereby petitions the Commission for a declaratory ruling that indirect foreign investment of up to one hundred percent (100%) in FTMSC US, LLC, an applicant for common carrier radio license,¹ by France Télécom S.A. (“France Telecom”), a corporation based in France, a World Trade Organization (“WTO”) member country, and its French shareholders, is in the public interest under Section 310(b)(4) of the Communications Act of 1934, as amended (the “Act”), 47 U.S.C. § 310(b)(4).

¹ See *In Re Streamlined International Applications Accepted for Filing*, *Public Notice*, Report No. TEL-00958S, File No. ITC-214-20051012-00406 (Oct. 21, 2005); and *In Re Satellite Radio Applications Accepted for Filing*, *Public Notice*, Report No. SES-00760, File No. SES-LFS-20051011-01396 (Oct. 26, 2005).

I. INTRODUCTION

FTMSC is a limited liability company organized under the laws of Delaware. It is 100% owned by FCR Holdings Inc., also a limited liability company organized under the laws of Delaware. It is 100% owned by France Telecom Participations Holding Inc., a holding company organized under the laws of Delaware. France Telecom Participations Holding Inc. is 100% owned by France Telecom Participations U.S., Inc., also a U.S. holding company organized under the laws of Delaware. France Telecom Participations U.S., Inc. is 100% owned by France Télécom S.A. (“France Telecom”), a company organized under the laws of France. France Telecom is a telecommunications company and its headquarters is located in France.

FTMSC is authorized to provide Inmarsat Broadband Global Area Network (“BGAN”) services pursuant to Special Temporary Authority (“BGAN STA”) issued by the International Bureau on May 12, 2006.² FTMSC’s applications for permanent Section 214 and radio common carrier licenses are currently pending before the Commission.³ This Petition for Declaratory Ruling amends FTMSC’s currently pending common carrier radio license application, FCC Form 312, File No. SES-LFS-20051011-01396. FTMSC does not currently provide any other telecommunications services in the United States.

² Special Temporary Authority, File Nos. SES-STA-20060314-00438, and ITC-STA-20060314-00158 (May 12, 2006).

³ *See above* at n.1.

II. DISCUSSION

A. FOREIGN OWNERSHIP

Indirect foreign ownership of a common carrier radio licensee is governed by the benchmark limits contained in Section 310(b)(4) of the Act. Specifically, Section 310(b)(4) of the Act states as follows:

(b) No broadcast or common carrier or aeronautical en route or aeronautical fixed radio station license shall be granted to or held by ... (4) any corporation directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned by record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country, if the Commission finds that the public interest will be served by the refusal or revocation of such license.⁴

In its *Foreign Participation Order*, the Commission stated that allowing indirect foreign investment in common carrier radio licensees beyond the 25 percent benchmark established by Section 310(b)(4) of the Act would promote competition in the U.S. market, thereby promoting the public interest.⁵ There is a “strong presumption that no competitive concerns are raised by [up to and including 100 percent] indirect foreign investment” from entities from WTO member countries.⁶

1. FTMSC’s Foreign Owners are from France, a WTO Member Country

As explained above, FTMSC’s ultimate owner is France Telecom. France Telecom’s principal place of business, and its nationality or “home market” is in France. Attached as

⁴ 47 U.S.C. § 301(b)(4).

⁵ See *In Re Rules and Policies on Foreign Participation in the U.S. Telecommunications Market, Report and Order on Reconsideration*, 12 FCC Rcd. 23891, 23940 (1997) (“*Foreign Participation Order*”).

⁶ *In Re Voicestream Wireless Corp.*, 15 FCC Rcd. 3341, 3348 (2000).

Exhibit A please find a chart listing for each company in the chain of ownership of FTMSC the factors which make up the Commission's principal place of business test:

(1) the country of its organization; (2) the nationality of all investment principals, officers, and directors; (3) the country in which its headquarters is located; (4) the country in which the majority of its tangible property is located (including production, transmission, billing, information and control facilities); and (5) the country from which it derives the greatest sales and revenues from its operations.⁷

Based on a review of these factors, France Telecom's principal place of business is clearly in France. 70 percent of France Telecom's revenues are derived in France, and a large majority of France Telecom's individual shareholders are French (including the French state).⁸ Further, in the last six months, 99% of France Telecom's stock is traded on the Euronext Paris, while less than 1% was traded on the NYSE.⁹ In addition, as of 2005, France Telecom had approximately 203,000 employees, 60% of which are located in France. As such, FTMSC's foreign owners are clearly from France, a WTO member country.

B. COMPETITIVE CONCERNS

As explained above, because France is a WTO member country, FTMSC is entitled to a strong presumption that no competitive concerns are raised by the indirect foreign ownership of FTMSC. To overcome this presumption, "an applicant must possess the ability to harm

⁷ *Foreign Participation Order* at 23941, para. 116. See also *In Re Lockheed Martin Global Telecommunications, Comsat Corporation, and Comsat General Corporation et. al., Order and Authorization*, 16 FCC Rcd. 22897, n.75 (2001) ("Telenor Order").

⁸ 32% of France Telecom's shares are owned by the French State and ERAP, a French institution, and another 62% of France Telecom's shares are held by individual shareholders. Although it is not known exactly what percentage of these shareholders are French, because 99% of France Telecom's stock is traded on the Euronext Paris (as opposed to only 1% on the NYSE), it can be inferred that a large majority of those shareholders are French.

⁹ "Trading History of France Telecom's Securities Listed on the New York Stock Exchange", Euronext Paris and Bloomberg (2005).

competition in the U.S. market in addition to the ability to exercise its foreign market power.”¹⁰ The Commission has frequently endorsed indirect foreign ownership of up to 100 percent by entities from WTO member countries. The Commission has approved 100 percent indirect foreign ownership of Telenor Satellite by Telenor ASA, a Norwegian company; 100 percent indirect foreign ownership of GT Americom by SES Global, a Luxembourg company, which is 75.11 percent foreign owned; and 100 percent indirect foreign ownership of VoiceStream Wireless by Deutsche Telekom AG, a German company, which is 77 percent foreign owned.¹¹

Further, the indirect foreign corporate and government ownership of France Telecom clearly does not pose any anti-competitive threat in any U.S. international market. In fact, the Commission makes “no distinction between government and private foreign ownership” when making a Section 310(b)(4) public interest determination.¹² This is consistent with the Commission’s decisions regarding Telenor and VoiceStream, both of which are indirectly majority owned by foreign carriers with significant foreign government ownership.¹³

¹⁰ *Foreign Participation Order* at 23914.

¹¹ *See Telenor Order at 22897; In Re Application of General Electric Corp. and SES Global, Order and Authorization*, 16 FCC Rcd 17575 (2001); *In Re VoiceStream Wireless Corp, Powertel, Inc. and Deutsche Telekom AG, Memorandum Opinion and Order*, 16 FCC Rcd. 9779 (2001)(“*VoiceStream Order*”).

¹² *Foreign Participations Order* at 23940.

¹³ As of 2001, Telenor was 79 percent owned by the Kingdom of Norway and Deutsche Telekom was 45 percent owned by the German government. *See Telenor Order at 22897 and VoiceStream Order at 9779.*

Lastly, FTMSC has agreed to dominant carrier regulation on those routes between the U.S. and foreign countries where it is affiliated with a dominant carrier.¹⁴ The dominant carrier safeguards are “designed to make a carrier’s interaction with its affiliated foreign carrier transparent and thereby guard against discriminatory conduct.”¹⁵ The Commission has found that these safeguards, including the benchmark settlement rate condition and the no special concessions rule are sufficient to prevent vertical harms by foreign affiliated carriers.¹⁶

C. NATIONAL SECURITY

All national security concerns have already been addressed with the DOJ, FBI and Department of Homeland Security by virtue of FTSA’s FBI Agreement and the corresponding Implementation Plan specifically concerning FTMSC’s BGAN operations.¹⁷ All national security concerns have already been addressed with the DOJ, FBI and Department of Homeland Security by virtue of France Telecom’s FBI Agreement and the corresponding implementation plan being negotiated specifically concerning FTMSC’s BGAN operations.

¹⁴ Application of FTMSC US, LLC for Section 214 Authority, File No. ITC-214-20051012-00406, filed Oct. 12, 2005, and Amendment to Application of FTMSC US, LLC for Section 214 Authority, filed May 25, 2006.

¹⁵ *Telenor Order* at para. 46 (citing *Foreign Participation Order* at 23991-24022).

¹⁶ *Id.*

¹⁷ Agreement of France Telecom S.A., Equant U.S., Inc., and Department of Justice, Federal Bureau of Investigation, dated June 11, 2001. The Commission’s authority to acquire a controlling interest in Equant U.S., Inc. was specifically conditioned on France Telecom’s agreement to comply with the terms of this agreement. See *In Re International Authorizations Granted*, *Public Notice*, Report No. Tel-00408, File No. ITC-T/C-20010312-00160 (June 14, 2001).

D. PUBLIC INTEREST BENEFITS

The proposed up to 100 percent foreign ownership of FTMSC by France Telecom and its French shareholders serves the public interest as outlined in the Commission's decisions discussed herein. France is a WTO member country. Thus, there is a strong presumption that competition would be increased and the public interest served by French investment in U.S. telecommunications companies.

Further, permitting FTMSC to provide the proposed BGAN services will lead to additional competition in the mobile satellite services market. FTMSC is already authorized to provide these services on an STA basis.¹⁸ There are at least 4 other providers of BGAN services in the U.S. to date, including British Telecom, MVS, Stratos Global Corp., and Telenor Satellite Services.¹⁹ Continuing to allow FTMSC to provide these services in the U.S. will lead to increased competition, and lower rates for consumers in the mobile satellite services market.

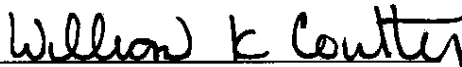
¹⁸ *See above* at n.2.

¹⁹ These carriers are also providing BGAN services in the United States pursuant to Special Temporary Authority granted by the Commission on May 12, 2006.

III. CONCLUSION

For the reasons discussed above, FTMSC hereby requests that the Commission issue a declaratory ruling that indirect foreign investment of up to 100 percent in FTMSC by France Telecom, a French company, and its French shareholders, is consistent with the public interest under Section 310(b)(4) of the Act.

Respectfully submitted,



William K. Coulter
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william.coulter@dlapiper.com

COUNSEL FOR FTMSC US, LLC

Dated: June 5, 2006

Petition for Declaratory Ruling of FTMSC US, LLC

**FIVE FACTOR “PRINCIPLE PLACE OF BUSINESS TEST” CHART
FOR FTMSC US, LLC’S DIRECT AND INDIRECT SHAREHOLDERS**

Direct and Indirect Shareholder Name?	Country of Incorporation?	Nationality of all investment principals, officers, and directors?	The country in which its world headquarters is located?	The country in which the majority of its tangible property, including production, transmission, billing, information and control facilities is located?	The country from which it derives the greatest sales and revenues from its operations?
FCR Holdings, Inc.	USA	Nicole Striffling, Director—French Danielle Aguto, Chairman and President—USA Charles Hartman, Treasurer—USA Myriam Bower, Secretary—USA	USA	USA	N/A. Holding company.
France Telecom Participations Holding, Inc.	USA	Patrice Couturier, Director and President/Treasurer—French Jean-Sebastien Falisse, Director—Belgium Charles Hartman, Director—USA Christophe Bresson, Secretary—French Danielle Aguto, Assistant Secretary—USA	USA	USA	N/A. Holding company.
France Telecom Participations US, Inc.	USA	Patrice Couturier, Director and President/Treasurer—French Jean-Sebastien Falisse, Director—Belgium Charles Hartman, Director—USA Christophe Bresson, Secretary—French Danielle Aguto, Assistant Secretary—USA	USA	USA	N/A. Holding company.
France Telecom S.A.	France	Directors (All French): Didier Lombard, Bernard Dufau, Arnaud Lagardère, Henri Martre, Stéphane Richard, Marcel Roulet, Jean Simonin, Jean-Pierre Jouyet, Jacques de Larosière, Denis Samuel-Lajeunesse, Henri Serres, Helene Adam, Rene Bernardi, Jean-Michel Gaveau, Stephane Tierce, Jean-Paul Gristi. Officers (All French): Didier Lombard, CEO, Sanjiv Ahuja, CEO Orange, Olivier Barberot, Executive Director, Barbara Dalibard, Executive Director, Gervais Pellissier, Executive Director, Jean-Philippe Vanot, Executive Director, Louis-Pierre Wenes, Executive Director, Georges Penalver, Executive Director, Jean-Yves Larrourou, Group General Secretary	France	France	France.

TECHNICAL AMENDMENT OF FTMSC US, LLC

FTMSC US, LLC (“FTMSC”) hereby amends its pending application for blanket license authority to operate 20,000 METs with Inmarsat’s BGAN service, File No. SES-LFS-20051011-01396. Specifically, FTMSC hereby supplies information to questions E51-E60 of Schedule B of its application. The requested information is provided in the following table. No other technical information is changing, and FTMSC hereby incorporates the information previously provided by reference herein.

TECHNICAL AMENDMENT OF FTMSC US, LLC

E28. Antenna Id.	E51. Satellite Orbit Type	E52/53. Frequency Limits (MHz)	E54/55. Range of Satellite Arc E/W Limit	E56. Earth Station Azimuth Angle Eastern Limit	E57. Antenna Elevation Angle Eastern Limit	E58. Earth Station Azimuth Angle Western Limit	E59. Antenna Elevation Angle Western Limit	E60. Maximum EIRP Density toward the Horizon (dBW/4kHz)
1	GSO	1626.500 1660.500	52.65 52.85	0	5	360	5	11.7
2	GSO	1626.500 1660.500	52.65 52.85	0	5	360	5	6.8
3	GSO	1626.500 1660.500	52.65 52.85	0	5	360	5	4.7
4	GSO	1626.500 1660.500	52.65 52.85	0	5	360	5	4.7