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Shirley S. Fujimoto Attorney at Law sfujimoto@mwe.com 202.756.8282

October 5, 2006

#### BY HAND DELIVERY

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

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Re:

Amended Exhibit E to Transfer of Control Application File No. SES-T/C-INTR2006-02640

Dear Ms. Dortch:

Pursuant to the request of the staff of the International Bureau, we are providing an amended Exhibit E to the above-referenced application with additional information regarding the ownership structure of the transferee, Trident Global Communications LLC.

Please contact us if you have any further questions or if you need any additional information.

Very truly yours,

Shirley S. Fujimoto

Enclosure

FRN 0015263882
Amended Exhibit E
Ownership Information
October 5, 2006
Response to Question A20
Page 1 of 5

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

#### **Amended Ownership Information**

As explained more fully in the attached Public Interest Statement, this application requests FCC consent to the transfer of control of PetroCom License Corporation ("PetroCom") from the current shareholders of PetroCom's parent corporation, S&P Cellular Holding Company, LLC ("S&P Cellular") to Trident Global Communications LLC. The following information outlines the ownership structure of the transferee, Trident Global Communications LLC.

This amendment clarifies information concerning the direct ownership of Trident and provides ownership information for H.I.G.-GPII, Inc.

The officers and directors of Trident Global Communications, LLC are as follows:

| Name             | Address                      | Citizenship   | Position       |
|------------------|------------------------------|---------------|----------------|
| Anthony Disimone | 1001 Brickell Bay Drive,     | United States | President /    |
|                  | Miami, FL 33131              |               | Director       |
| Matthew Wilson   | 1001 Brickell Bay Drive,     | United States | Executive VP / |
|                  | Miami, FL 33131              |               | Treasurer /    |
|                  |                              |               | Secretary /    |
|                  |                              |               | Director       |
| Jason Perri      | 1001 Brickell Bay Drive,     | United States | VP / Assistant |
|                  | Miami, FL 33131              |               | Secretary /    |
|                  |                              |               | Director       |
| Sami Mnaymneh    | 1001 Brickell Bay Drive,     | United States | Director       |
|                  | Miami, FL 33131              |               |                |
| John Bolduc      | 1001 Brickell Bay Drive,     | United States | Director       |
|                  | Miami, FL 33131              |               |                |
| Damon Rawie      | Advantage Capital Partners,  | United States | Director       |
|                  | Building One,                |               |                |
|                  | 6300 Bridgepoint, Suite 220, |               | ·              |
|                  | Austin, TX 78730             |               |                |
| Ken Wright       | 5901 Earhart Expressway,     | United States | Director       |
|                  | Harahan, LA 70123            |               |                |
| Lyndon James     | 113 North Pat Street,        | United States | Director       |
|                  | Scott, LA 70583              |               |                |

Page 2 of 5

## Trident Global Communications LLC is controlled by H.I.G. Communications, L.L.C.:

| Name                                | Address   | Citizenship      | Principal<br>Business | Percentage   |
|-------------------------------------|---|------------------|-----------------------|--|
| H.I.G.<br>Communications,<br>L.L.C. | 1001 Brickell Bay<br>Drive, 26th Floor<br>Miami, FL 33131 | United<br>States | Investments           | 91% voting and equity interest in Trident Global Communications LLC. (The remaining 9% voting and equity interests are held by 3 private equity funds) |

# H.I.G. Communications, L.L.C. has no directors. The officers and managing member of H.I.G. Communications, L.L.C. are:

| Name             | Address                  | Citizenship   | Position       |
|------------------|--------------------------|---------------|----------------|
| Anthony DiSimone | 1001 Brickell Bay Drive, | United States | President      |
|                  | Miami, FL 33131          |               |                |
| Matthew Wilson   | 1001 Brickell Bay Drive, | United States | Executive VP / |
|                  | Miami, FL 33131          |               | Treasurer /    |
|                  |                          |               | Secretary      |
| Jason Perri      | 1001 Brickell Bay Drive, | United States | VP / Assistant |
|                  | Miami, FL 33131          |               | Secretary      |
| Sami Mnaymneh    | 1001 Brickell Bay Drive, | United States | Managing       |
|                  | Miami, FL 33131          |               | Member         |

## H.I.G. Communications, L.L.C. is wholly-owned by H.I.G. Bayside Opportunity Fund, L.P.:

| Name  | Address   | Citizenship      | Principal<br>Business | Percentage   |
|---|---|------------------|-----------------------|--|
| H.I.G. Bayside<br>Opportunity<br>Fund, L.P. | 1001 Brickell Bay<br>Drive, 26th Floor<br>Miami, FL 33131 | United<br>States | Investments           | 100% voting equity interest in H.I.G. Communications, L.L.C. |

H.I.G. Bayside Opportunity Fund, L.P. has no officers or directors. It has a General Partner, H.I.G. Bayside Advisors, L.L.C. H.I.G. Bayside Opportunity Fund, L.P. is controlled by the following general partner:

| Name                               | Address   | Citizenship      | Principal<br>Business | Percentage  |
|------------------------------------|---|------------------|-----------------------|---|
| H.I.G. Bayside<br>Advisors, L.L.C. | 1001 Brickell Bay<br>Drive, 26th Floor<br>Miami, FL 33131 | United<br>States | Investment<br>Advisor | 0.28% equity interest and sole general partner of H.I.G. Bayside Opportunity Fund, L.P. |

H.I.G. Bayside Advisors, L.L.C. has no officers or directors. It only has a Manager, which is H.I.G.-GPII, Inc., a Delaware corporation, which has two officers and directors who each hold 50 percent of the equity and voting interests in H.I.G.-GPII, Inc.:

| Name          | Address   | Citizenship   | Position                | Percentage   |
|---------------|---|---------------|-------------------------|--|
| Sami Mnaymneh | 1001 Brickell Bay Drive,<br>26th Floor<br>Miami, FL 33131 | United States | President /<br>Director | 50% equity<br>voting interest<br>in H.I.GGPII,<br>Inc. |
| Anthony Tamer | 1001 Brickell Bay Drive,<br>26th Floor<br>Miami, FL 33131 | United States | President /<br>Director | 50% equity voting interest in H.I.GGPII, Inc.          |

H.I.G. Bayside Advisors, L.L.C., is controlled by the following entities:

| Name                                       | Address   | Citizenship   | Principal<br>Business | Percentage   |
|--|---|---|-----------------------|--|
| Kactus Investment Corp.                    | 1001 Brickell Bay<br>Drive, 26th Floor<br>Miami, FL 33131     | Cayman<br>Islands   | Investments           | 40% non-<br>managing<br>membership<br>equity interest in<br>H.I.G. Bayside<br>Advisors, L.L.C. |
| Sami Mnaymneh<br>1997 Children's<br>Trusts | c/o 1001 Brickell Bay<br>Drive, 26th Floor<br>Miami, FL 33131 | United States<br>(citizenship of<br>Sami<br>Mnaymneh,<br>Trustee) | Investments           | 40% non-<br>managing<br>membership<br>equity interest in<br>H.I.G. Bayside<br>Advisors, L.L.C. |
| Sami Mnaymneh                              | c/o 1001 Brickell Bay<br>Drive, 26th Floor<br>Miami, FL 33131 | United States   | Investments           | 10% non-<br>managing<br>membership<br>equity interest in<br>H.I.G. Bayside<br>Advisors, L.L.C. |
| Anthony Tamer                              | c/o 1001 Brickell Bay<br>Drive, 26th Floor<br>Miami, FL 33131 | United States   | Investments           | 10% non-<br>managing<br>membership<br>equity interest in<br>H.I.G. Bayside<br>Advisors, L.LC.  |

As stated above, H.I.G. Bayside Advisors, L.L.C. has no officers or directors. It only has a Manager, H.I.G.-GPII, Inc. which has two, stockholders, officers and directors:

| Name          | Address   | Citizenship   | Position             | Percentage   |
|---------------|---|---------------|----------------------|--|
| Sami Mnaymneh | c/o 1001 Brickell Bay<br>Drive, 26th Floor<br>Miami, FL 33131 | United States | President / Director | 50% equity voting interest in H.I.GGPII, Inc.          |
| Anthony Tamer | c/o 1001 Brickell Bay<br>Drive, 26th Floor<br>Miami, FL 33131 | United States | President / Director | 50% equity<br>voting interest<br>in H.I.GGPII,<br>Inc. |

The following entity owns all of the voting equity of Kactus Investment Corp.:

| Name                  | Address   | Citizenship  | Principal<br>Business | Percentage   |
|-----------------------|---|--|-----------------------|--|
| Tamer Family<br>Trust | c/o 1001 Brickell Bay<br>Drive, 26th Floor<br>Miami, FL 33131 | United States (citizenship of Anthony Tamer, sole trustee) | Investments           | 100% voting equity interest in Kactus Investment Corp. |

Kactus Investment Corp. has the following officer and director:

| Name          | Address   | Citizenship   | Position             |
|---------------|---|---------------|----------------------|
| Anthony Tamer | c/o 1001 Brickell Bay<br>Drive, 26th Floor<br>Miami, FL 33131 | United States | President / Director |

Should the Commission have any questions or need any additional information, we request that the Commission staff contact our counsel, Shirley S. Fujimoto, McDERMOTT WILL & EMERY LLP, 600 13th Street, N.W., Washington, D.C., 20005-3096; Telephone: 202.756.8282; Email: sfujimoto@mwe.com.