

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

In the Matter of)	
)	
)	
Covad/NextWeb/TPAC)	
Application for declaratory ruling under)	ISP-PDR-20110106-00001
section 310(b)(4) of the Communications)	ULS File No. 0004550716
Act of 1934, as amended)	
)	
)	
)	

**PETITION TO ADOPT CONDITIONS TO
AUTHORIZATIONS AND LICENSES**

The Department of Justice (“DOJ”) and the Department of Homeland Security (“DHS”)(“the Agencies”) submit this Petition to Adopt Conditions to Authorizations and Licenses (“Petition”), pursuant to Section 1.41 of the Federal Communications Commission (“Commission”) rules.¹ Through this Petition, the Agencies advise the Commission that they have no objection to the Commission approving the authority sought in the above-referenced proceeding, provided that the Commission conditions its approval on the assurance of U.S. TelePacific Holdings Corp. and U.S. TelePacific Corp. to abide by the commitments and undertakings set forth in the March 7, 2011 Letter of Assurances (“LOA”), which is attached hereto. The above-referenced proceeding involves an application filed with the Commission for authority pursuant to Section 310(b)(4) of the Communications Act of 1934, as amended, for the transfer of control of NextWeb, Inc. from Covad Communications Group, Inc. to U.S. TelePacific Corp. under which NextWeb, Inc. will be wholly owned by U.S. TelePacific Corp.

¹ 47 C.F.R. § 1.41.

The Commission has long recognized that law enforcement, national security, and public safety concerns are part of its public interest analysis, and has accorded deference to the views of other U.S. government agencies with expertise in those areas. *See In the Matter of Comsat Corporation d/b/a Comsat Mobile Communications, etc.*, 16 FCC Rcd. 21,661, 21707 ¶ 94 (2001).

After discussions with representatives of U.S. TelePacific Holdings Corp. and U.S. TelePacific Corp. in connection with the above-referenced proceeding, the Agencies have concluded that the additional commitments set forth in the LOA will help ensure that the Agencies with responsibility for enforcing the law, protecting the national security, and preserving public safety, can proceed appropriately to satisfy those responsibilities. Accordingly, the Agencies advise the Commission that they have no objection to the Commission granting the application in the above-referenced proceeding, provided that the Commission conditions its consent on compliance with the LOA.

Respectfully submitted,

/S/ Richard C. Sofield
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March 10, 2011