



WASHINGTON, DC

DAVID S. KEIR  
202.416.6742  
DKEIR@LERMANCENTER.COM

May 23, 2016

**FILED ELECTRONICALLY VIA IBFS**

Ms. Marlene H. Dortch, Secretary  
Federal Communications Commission  
Office of the Secretary  
445 Twelfth Street, S.W.  
Room TW-A325  
Washington, D.C. 20554

**Re: Affiniti Holdings, Inc. et al., ISP-PDR-20160414-00007**

Dear Ms. Dortch:

This letter is submitted at the request of FCC staff on behalf of Affiniti Holdings, Inc. and its subsidiaries (collectively, "Affiniti") to clarify a few aspects of the above-referenced Petition for Declaratory Ruling ("Petition"), which is pending with the International Bureau.

Attached hereto as Attachment 1 is a diagram depicting the current ownership of Affiniti, *i.e.*, prior to the proposed merger in connection with which the Petition has been filed. This structure is the one that was approved in a prior request for declaratory ruling in IBFS File No ISP-PDR-20121121-00008 (granted May 20, 2013).

Affiniti also provides additional information concerning the management and control of the two investment funds that hold disclosable interests in Affiniti: Farallon Capital Partners LP ("Farallon") and JH Capital Partners II, LP ("JHCP"). Farallon is controlled by Farallon Partners, LLC, a Delaware limited liability company, which is its sole general partner. Farallon Partners, LLC, in turn, is controlled by twelve managing members, ten of whom are U.S. citizens. Senior Managing Member Andrew J.M. Spokes is a citizen of the United Kingdom, and Managing Member Gregory S. Swart is a citizen of New Zealand. The address and telephone number for Farallon Partners, LLC is One Maritime Plaza, Suite 2100, San Francisco, California 94111, (415) 421-2132.

JHCP is controlled by JHCo GP LLC, a Delaware limited liability company, which is its sole general partner. JHCo GP LLC, in turn, is controlled by its sole member, John Hansen, who



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is a U.S. citizen. The address and telephone number for JHCo GP LLC is 451 Jackson Street; Floor 3, San Francisco, CA 94111, (415) 364-0300.

Finally, Affiniti confirms that there is no intervening ownership structure between Global Leveraged Capital Primary Credit Fund (“GLC PCF”) or Global Leveraged Capital Credit Opportunity Fund I (“GLC COF I”) and Global Leveraged Capital Advisors, LLC (“GLC Advisors”) or Global Leveraged Capital, LLC (“GLC LLC”), as depicted in the diagram attached hereto (as well as in the post-merger diagram that is Exhibit B to the Petition itself). The disclosed investors hold shares directly in the two funds, and GLC Advisors and GLC LLC provide management services to GLC PCF and GLC COF I, respectively, pursuant to management agreements entered into directly with each of these entities. The ownership structure above GLC Advisors and GLC LLC is depicted in the diagram attached hereto as Attachment 2. As noted therein, all of the entities shown there are U.S. entities and are controlled by the managers of GLC LLC disclosed in the Petition at pages 5-6.

Please contact the undersigned counsel if there are any additional questions.

Very truly yours,

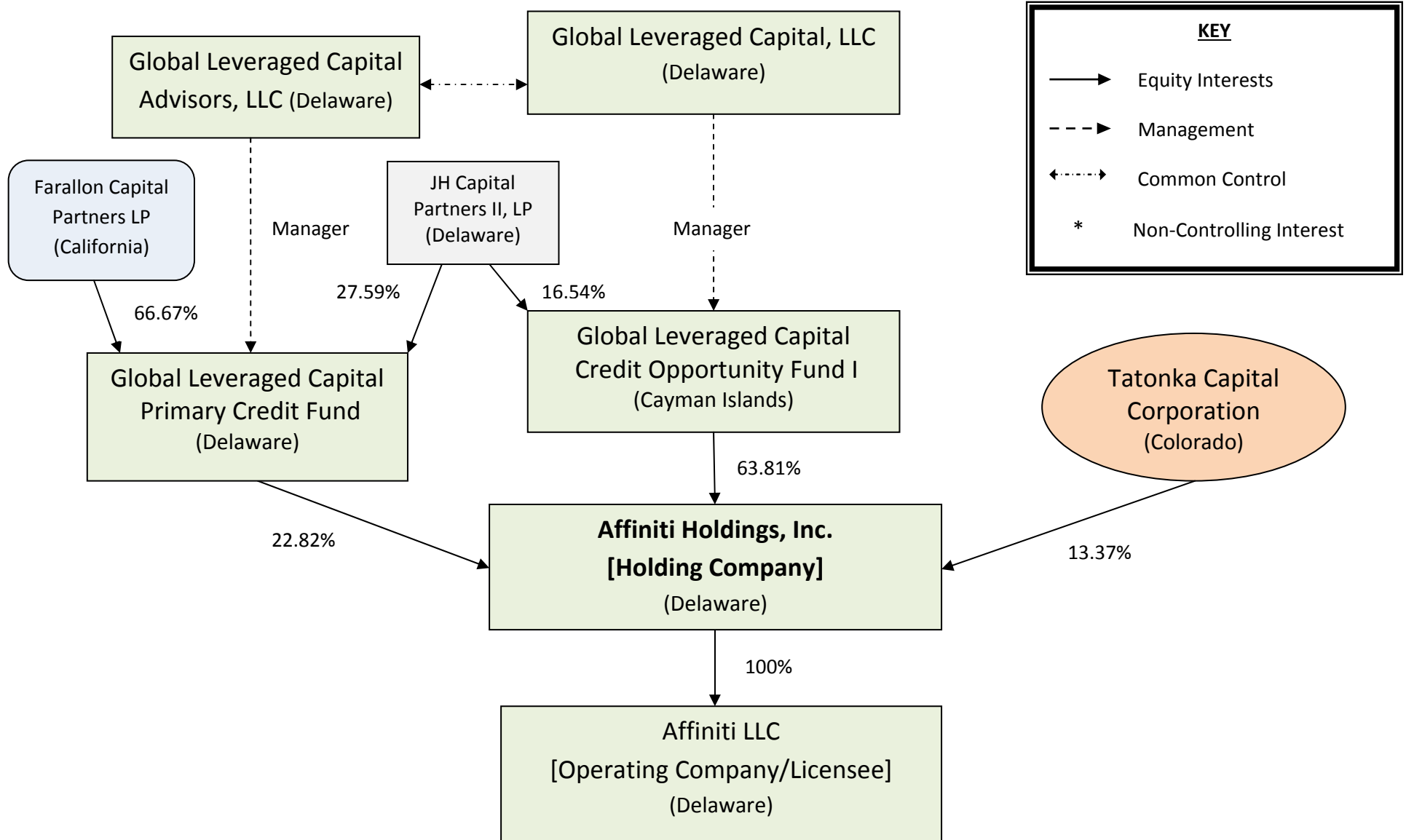
A handwritten signature in blue ink, appearing to read 'David S. Keir', written over a large, stylized blue circular flourish.

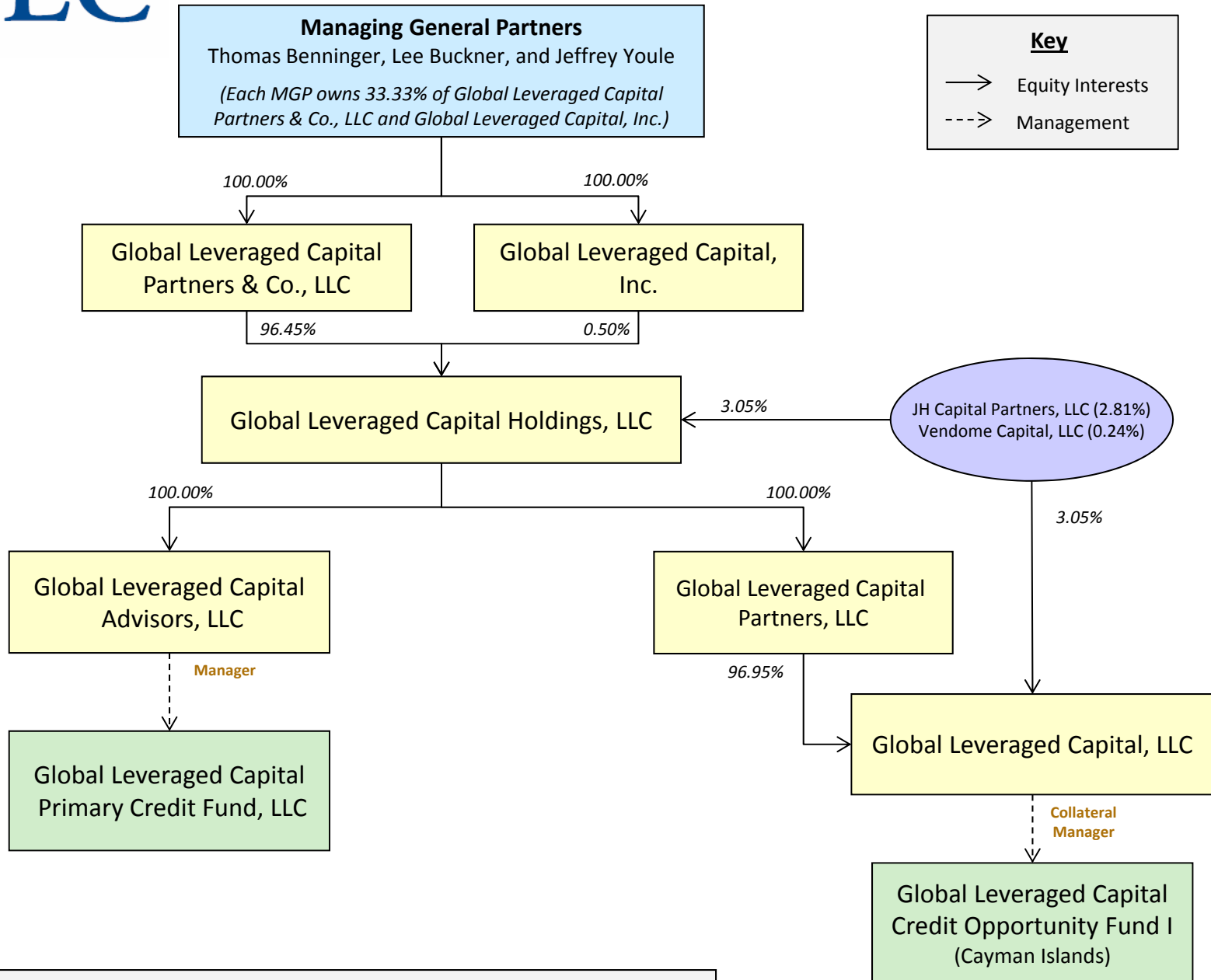
David S. Keir

Attachments

cc: Susan O’Connell (FCC)  
Dennis P. Corbett

Ownership Chart Showing Existing Interests in Affiniti LLC





**Note:** All persons and legal entities listed above are U.S. citizens and U.S. entities except for Global Leveraged Capital Credit Opportunity Fund I, which is a Cayman Islands entity.