

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

In the Matter of

JAB WIRELESS, INC.,
Petitioner,

GI DI IRIS ACQUISITION INC.,
Petitioner/Transferee,

Petition for Declaratory Ruling Under
Section 310(b)(4) of the Communications
Act of 1934, as Amended

File No. ISP-PDR-2022-_____

PETITION FOR DECLARATORY RULING

Pursuant to 47 C.F.R. § 1.5000 *et seq.*, Petitioners JAB Wireless, Inc., a Colorado corporation (“JAB”), and GI DI Iris Acquisition Inc., a Delaware limited liability company (“Transferee” and, together with JAB, “Petitioners”), respectfully request that the Commission issue a declaratory ruling finding that the proposed new indirect foreign investment in FCC Licensees (i) Digis, LLC, (ii) LP Broadband, Inc., (iii) AirCanopy Internet Services, Inc., (iv) Essex Telcom, Inc., (v) Rhino Communications, Inc., (vi) Skybeam Acquisition Corporation, and (v) Skybeam, LLC (collectively, “Licensees”), each a wholly-owned subsidiary of JAB, above the 25-percent benchmark in 47 U.S.C. § 310(b)(4), is in the public interest. Specifically, the Petitioners seek a ruling permitting up to 100-percent indirect aggregate foreign investment (voting and equity) in Licensees, which hold more than 2,000 common carrier wireless licenses, through a proposed new controlling U.S.-organized parent, Transferee.

I. BACKGROUND AND DESCRIPTION OF THE PROPOSED TRANSACTION

Licensees collectively hold more than 2,500 wireless licenses in the Fixed Microwave services (CF, MG), Private Land Mobile services (IG), and 3650-3700 MHz service (NN), as well

as experimental licenses (collectively, the “Licenses”).¹ In addition, certain of the Licensees collectively hold 23 approved leasing arrangements of non-common carrier authorizations in Educational Broadband Service (collectively, the “Leases”). Licensees and their affiliates collectively provide fixed wireless and fiber broadband services under the trade name “Rise Broadband” in 16 states: Texas, Oklahoma, Missouri, Illinois, Indiana, Nebraska, Iowa, Kansas, Colorado, Wyoming, Idaho, Nevada, Utah, Minnesota, Wisconsin, and South Dakota. Rise Broadband’s customers include residential, commercial and enterprise customers, including schools, manufacturing facilities and other commercial locations. Rise Broadband offers expanded broadband coverage in previously unserved and underserved areas, delivers high-speed Internet at speeds comparable to or exceeding DSL and cable, and provides a competitive alternative to phone, satellite and cable providers.

JAB is a Colorado corporation headquartered in Englewood, Colorado. JAB was incorporated in 2005 and previously operated as Skybeam, Digis, T6, Prairie iNet and Rhino Communications. All names were rebranded under the Rise name in 2015. JAB’s officers and directors are all U.S. citizens.

Transferee is a newly formed company created for the purpose of completing the Transaction. As described in more detail below, Transferee is primarily owned and is controlled by private equity funds GI Data Infrastructure Fund LP and GI Data Infrastructure Fund-A LP (collectively “GI Partners”). GI Partners’ investments focus on data centers, data transport, wireless access and tech-enabled infrastructure, predominantly in North America. The equity in GI Partners funds is held through passive limited (and insulated) partnership interests, and include

¹ Skybeam, LLC holds a non-common carrier Special Temporary Authority (QQ-Intelligent Transportation Service (non-public safety)) (Call Sign WRFT895) and three experimental licenses 6 GHz experimental licenses (Call Signs WL2XNE, WM2XJP and WM2XHL).

public and private pension plans, financial institutions, investment management firms, and foundations. Control of these GI Partners funds ultimately rests in U.S. entities and citizens.

Pursuant to an Agreement and Plan of Merger, dated May 28, 2022 (the “Agreement”), by and among Transferee, GI DI Iris Merger Sub Inc. (“Merger Sub”),² JAB, and LStar Equity Company Holdings, L.P. (as Shareholder Representative), Merger Sub will merge with and into JAB with JAB continuing as the surviving entity (the “Transaction”). As a result of the Transaction, JAB will be a direct, wholly-owned subsidiary of Transferee and Licensees will be indirect, wholly-owned subsidiaries of Transferee.

Exhibit A identifies the persons and entities that own 10 percent or greater of Transferee as well as the upstream persons and entities indirectly holding interests of 10 percent or greater. Please also see Exhibit A for a more detailed description of the Licensees’ post-consummation ownership and control structure, as well as diagrams illustrating its ownership structure before and after consummation of the proposed Transaction.

II. INFORMATION REQUIRED BY 47 C.F.R. § 1.5001

Pursuant to 47 C.F.R. § 1.5001, Petitioners submit the following information in support of this Petition:

A. Name, FRN, Contact Information, Place of Organization, Type of Business Organization, and Certification Information of Petitioners³

The name, FRN, contact information, place of organization, type of business organization, and certification information for each Petitioner is as follows:

<i>Name:</i>	JAB Wireless, Inc. (“JAB”)
<i>FRN:</i>	0016295214
<i>Place of Organization:</i>	Colorado

² Merger Sub is Colorado corporation and a direct, wholly-owned subsidiary created by the Transferee solely for purposes of the Transaction.

³ 47 C.F.R. § 1.5001(a).

<i>Type of Business Organization:</i>	Corporation
<i>Certifying Officer:</i>	Jeff Kohler, Co-Founder and Chief Development Officer
<i>Address:</i>	61 Inverness Dr. East, Suite 250 Englewood, CO 80112
<i>Telephone:</i>	303-945-7599
<i>Name:</i>	Skybeam, LLC
<i>FRN:</i>	0021775820
<i>Place of Organization:</i>	Colorado
<i>Type of Business Organization:</i>	Limited Liability Company
<i>Certifying Officer:</i>	Jeff Kohler, Chief Development Officer
<i>Address:</i>	c/o JAB Wireless, Inc. 61 Inverness Dr. East, Suite 250 Englewood, CO 80112
<i>Telephone:</i>	303-945-7599
<i>Name:</i>	Digis, LLC
<i>FRN:</i>	0013795273
<i>Place of Organization:</i>	Utah
<i>Type of Business Organization:</i>	Limited liability company
<i>Certifying Officer:</i>	Jeff Kohler, Chief Development Officer
<i>Address:</i>	c/o JAB Wireless, Inc. 61 Inverness Dr. East, Suite 250 Englewood, CO 80112
<i>Telephone:</i>	303-945-7599
<i>Name:</i>	LP Broadband, Inc.
<i>FRN:</i>	0014175673
<i>Place of Organization:</i>	Colorado
<i>Type of Business Organization:</i>	Corporation
<i>Certifying Officer:</i>	Jeff Kohler, Chief Development Officer
<i>Address:</i>	c/o JAB Wireless, Inc. 61 Inverness Dr. East, Suite 250 Englewood, CO 80112
<i>Telephone:</i>	303-945-7599
<i>Name:</i>	AirCanopy Internet Services, Inc.
<i>FRN:</i>	0015689623
<i>Place of Organization:</i>	Texas
<i>Type of Business Organization:</i>	Corporation
<i>Certifying Officer:</i>	Jeff Kohler, Chief Development Officer
<i>Address:</i>	c/o JAB Wireless, Inc. 61 Inverness Dr. East, Suite 250 Englewood, CO 80112
<i>Telephone:</i>	303-945-7599

Name: **Essex Telcom, Inc.**
FRN: 0008317661
Place of Organization: Illinois
Type of Business Organization: Corporation
Certifying Officer: Jeff Kohler, Chief Development Officer
Address: c/o JAB Wireless, Inc.
61 Inverness Dr. East, Suite 250
Englewood, CO 80112
Telephone: 303-945-7599

Name: **Rhino Communications, Inc.**
FRN: 0021487566
Place of Organization: Colorado
Type of Business Organization: Corporation
Certifying Officer: Jeff Kohler, Chief Development Officer
Address: c/o JAB Wireless, Inc.
61 Inverness Dr. East, Suite 250
Englewood, CO 80112
Telephone: 303-945-7599

Name: **Skybeam Acquisition Corporation**
FRN: 0021775820
Place of Organization: Colorado
Type of Business Organization: Corporation
Certifying Officer: Jeff Kohler, Chief Development Officer
Address: c/o JAB Wireless, Inc.
61 Inverness Dr. East, Suite 250
Englewood, CO 80112
Telephone: 303-945-7599

Transferee: **GI DI Iris Acquisition Inc. ("Transferee")**
FRN: 0032512071
Place of Organization: Delaware
Type of Business Organization: Corporation
Certifying Officer: David Smolen, Secretary
Address: 6720 N. Scottsdale Road, Suite 350
Scottsdale, AZ 85253
Telephone: 415-688-4800

B. Legal Counsel Contact Information⁴

Counsel for JAB and Licensees:

Stephen E. Coran
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C. Type of Radio Service Authorization and Associated Applications⁵

Licensee	Radio Service(s)
AirCanopy Internet Services Inc. (FRN: 0015689623)	Common Carrier Fixed Point-to-Point Microwave Microwave Industrial/Business Pool
Rhino Communications, Inc. (FRN: 0021487566)	Common Carrier Fixed Point-to-Point Microwave Microwave Industrial/Business Pool Industrial/Business Pool, Conventional 3650 - 3700 MHz (NN)
Digis, LLC (FRN: 0013795273)	Common Carrier Fixed Point-to-Point Microwave Microwave Industrial/Business Pool Millimeter Wave 70-80-90 GHz
Essex Telcom, Inc. (FRN: 0008317661)	Common Carrier Fixed Point-to-Point Microwave
LP Broadband, Inc. (FRN: 0014175673)	Common Carrier Fixed Point-to-Point Microwave Microwave Industrial/Business Pool

⁴ *Id.* § 1.5001(b).

⁵ *Id.* § 1.5001(c).

Skybeam Acquisition Corporation (FRN: 0021775820)	Common Carrier Fixed Point-to-Point Microwave Microwave Industrial/Business Pool
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This Petition is being filed concurrently with applications for the indirect transfer of control of (i) Licensees' wireless licenses;⁶ (ii) 23 de facto (long term) 2.5 GHz spectrum leases;⁷ (iii) three 6 GHz experimental licenses (Call Signs WL2XNE, WM2XJP and WM2XHL) held by Licensees' affiliate Skybeam, LLC;⁸ and (vi) certain domestic Section 214 authorizations held by Licensees and/or their affiliates.

D. Type of Declaratory Ruling⁹

Petitions seek a declaratory ruling under 47 C.F.R. § 1.5000(a)(1).

E. Direct and Indirect Equity and Voting Interests of 10 Percent or More¹⁰

Exhibit A provides the requested information for all individuals and entities who are expected to, upon consummation of the proposed Transaction, hold direct or indirect equity or voting interests of 10 percent or more of Licensees.

F. Estimate of Aggregate Foreign Ownership¹¹

Exhibit B provides Petitioners' percentage estimate of the aggregate indirect foreign interests to be held in Licensees upon consummation of the proposed Transaction, together with a description of the methods used to determine such percentages. Exhibit B further provides a statement addressing the circumstances prompting the filing of this Petition and demonstrating that the grant of the petition would serve the public interest.

⁶ See ULS File Nos. 0010083958; 0010083967; 0010083970; 0010083973; 0010083989; 0010084383.

⁷ See ULS File Nos. 0010083977; 0010083952; 0010083939.

⁸ See ELS File No. 0068-EX-TU-2022.

⁹ 47 C.F.R. § 1.5001(d).

¹⁰ *Id.* 1.5001(e), (f), (g).

¹¹ *Id.* 1.5001(h)(1).

G. Description of Ownership and Control Structure¹²

As indicated in part I above, Exhibit A provides a description of the ownership and control structure of the Licensees post-consummation of the proposed Transaction and provides an organizational diagram illustrating that ownership and control structure.

H. Requests for Specific Approval and Requests for Advance Approval¹³

No other foreign interest holder will have a 5-percent (or 10-percent in the case of insulated investors) direct or indirect equity or voting interest in Transferee and Licensees upon consummation of the proposed Transaction. Therefore, Petitioners do not request specific or advance approval for any foreign interest holder(s).

III. CONCLUSION

Petitioners respectfully request that the Commission issue a declaratory ruling finding that it is in the public interest to allow indirect foreign ownership in Licensees to exceed the 25-percent benchmark set forth in Section 310(b)(4).

¹² *Id.* § 1.5001(h)(2).

¹³ *Id.* § 1.5001(i), (k).

Respectfully submitted,

/s/Stephen E. Coran

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Date: June 10, 2022

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Counsel for Transferee

EXHIBIT A

LICENSEE'S POST-CLOSE OWNERSHIP AND CONTROL STRUCTURE

Upon consummation of the Proposed Transaction, Licensees will remain wholly-owned subsidiaries of Skybeam, LLC ("Skybeam"), which in turn will remain a wholly-owned subsidiary of JAB Wireless, Inc. ("JAB"). JAB will be directly, wholly-owned by GI DI Iris Acquisition Inc. ("Transferee") with Licensees becoming indirect, wholly-owned subsidiaries of Transferee.

1. POST-CLOSE OWNERSHIP STRUCTURE

Upon consummation of the proposed Transaction, Licensees will have the 10-percent-or-greater direct and indirect voting and equity interest holders identified below.

All equity and voting interests are calculated pursuant to 47 C.F.R. § 1.5002(a) and (b), respectively, with voting interests coupled with control (including negative control) treated as interests of 100 percent. Interests identified as attributable interests are indirect interests in Licensees that the holders are deemed to have pursuant to the Commission's rules.

Licensee 10-Percent-or-Greater Interest Holders

The following entity wholly owns, and upon consummation of the Transaction will wholly own, Licensees:

Name:	Skybeam, LLC ("Skybeam")
Address:	c/o JAB Wireless, Inc. 61 Inverness Dr. East, Suite 250 Englewood, CO 80112
Citizenship:	U.S. (Colorado)
Principal Business:	Broadband and interconnected VoIP
Interest Held:	100% equity and voting (directly as sole owner of Licensees)

The following entity wholly owns, and upon consummation of the Transaction will wholly own, Skybeam:

Name: JAB Wireless, Inc. (“JAB”)
Address: 61 Inverness Dr. East, Suite 250
Englewood, CO 80112
Citizenship: U.S. (Colorado)
Principal Business: Holding Company
Interest Held: 100% equity and voting (indirectly as sole member of Skybeam)

Upon completion of the Transaction, the following entities will hold, directly or indirectly, a 10% or greater direct or indirect interest in Licensees through JAB:

Name: GI DI Iris Acquisition Inc. (“GI DI Acquisition”)
Address: 6720 N. Scottsdale Road, Suite 350
Scottsdale, AZ 85253
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: 100% equity and voting (indirectly as sole owner of JAB)

Upon completion of the Transaction, the following entities will hold, directly or indirectly, a 10% or greater direct or indirect interest in Licensees through GI DI Acquisition:

Name: GI DI Iris Intermediate Inc. (“GI DI Intermediate”)
Address: 6720 N. Scottsdale Road, Suite 350
Scottsdale, AZ 85253
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: 100% equity and voting (indirectly as sole member of GI DI Acquisition)

Upon completion of the Transaction, the following entities will hold, directly or indirectly, a 10% or greater direct or indirect interest in Licensees through GI DI Intermediate:

Name: GI DI Iris Parent LP (“Iris Parent”)
Address: 6720 N. Scottsdale Road, Suite 350
Scottsdale, AZ 85253
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: 100% equity and voting (indirectly as the sole owner of GI DI Intermediate)

Upon completion of the Transaction, the following entities will hold, directly or indirectly, a 10% or greater direct or indirect interest in Licensees through Iris Parent:

Name:	GI DI Iris Holdings LP (“Iris Holdings”)
Address:	6720 N. Scottsdale Road, Suite 350 Scottsdale, AZ 85253
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
Interest Held:	approx. 99% equity and 100% voting (indirectly as the approximately 99% owner of Iris Parent)

Upon completion of the Transaction, the following entities will hold, directly or indirectly, a 10% or greater direct or indirect interest in Licensees through Iris Holdings:

Name:	GI Data Infrastructure Fund LP (“GI DI Fund”)
Address:	6720 N. Scottsdale Road, Suite 350 Scottsdale, AZ 85253
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
Interest Held:	20.4% equity and voting (indirectly as 20.6% limited partner of Iris Holdings)

Name:	GI Data Infrastructure Fund-A LP (“GI DI Fund-A”)
Address:	6720 N. Scottsdale Road, Suite 350 Scottsdale, AZ 85253
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
Interest Held:	38.9% equity and voting (indirectly as 39.3% limited partner of Iris Holdings)

Name:	Iris Opportunity LP (“Iris Opportunity”)
Address:	6720 N. Scottsdale Road, Suite 350 Scottsdale, AZ 85253
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
Interest Held:	32.5% equity and voting (indirectly as 32.8% limited partner of Iris Holdings)

Name:	GI DI Iris GP LLC (“Iris GP”)
Address:	6720 N. Scottsdale Road, Suite 350 Scottsdale, AZ 85253
Citizenship:	U.S. (Delaware)
Principal Business:	Holding Company
Interest Held:	0% equity and 100% voting (indirectly as general partner of Iris Holdings and Iris Opportunity)

Name: GI GP DI LP
Address: 6720 N. Scottsdale Road, Suite 350
Scottsdale, AZ 85253
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: 0% equity and 100% voting (indirectly as general partner of GI DI Fund, GI DI Fund-A, and other entities none of which will be attributed 10% or greater interests in Licensees)

Upon completion of the Transaction, the following entities will hold, directly or indirectly, a 10% or greater direct or indirect interest in Licensees through GI DI Iris GP LLC and GI GP DI LP:

Name: GI GP DI LLC
Address: 6720 N. Scottsdale Road, Suite 350
Scottsdale, AZ 85253
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: 0% equity and 100% voting (indirectly as general partner of GI GP DI LP and Managing Member (and sole member) of GI DI Iris GP LLC)

Name: GI Manager L.P.
Address: 6720 N. Scottsdale Road, Suite 350
Scottsdale, AZ 85253
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: 0% equity and 100% voting (indirectly as sole member of GI DP GI LLC)

Name: GI Manager Holdings LLC
Address: 6720 N. Scottsdale Road, Suite 350
Scottsdale, AZ 85253
Citizenship: U.S. (Delaware)
Principal Business: Holding Company
Interest Held: 0% equity and 100% voting (indirectly as general partner of GI Manager L.P.)

Name: GI Manager LLC
Address: 6720 N. Scottsdale Road, Suite 350
Scottsdale, AZ 85253
Citizenship: U.S. (Delaware)
Principal Business: Holding Company

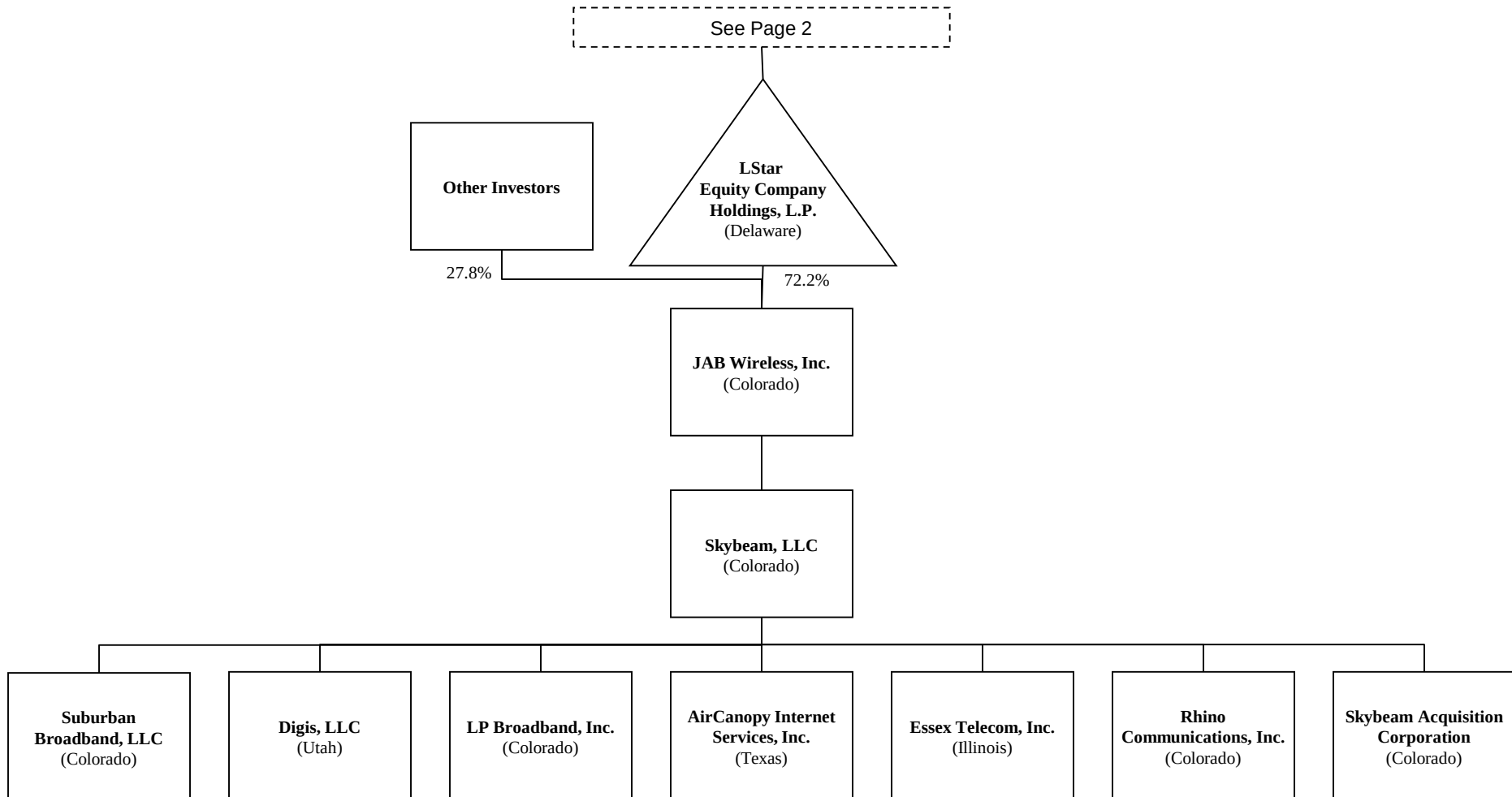
Interest Held: 0% equity and 100% voting (indirectly as sole member of GI Manager Holdings LLC)

GI Manager LLC is controlled by Richard Magnuson, a U.S. citizen, as Trustee of the Magnuson Living Trust, a California trust that is the Managing Member of GI Manager LLC. The only beneficiaries of the Magnuson Living Trust are Richard Magnuson, Allison Magnuson, Taylor Magnuson, and Scott Magnuson, who are all U.S. citizens.

Other than the interest holders identified above, no other entity or individual will, upon consummation of the proposed Transaction, hold a 10-percent or greater direct or indirect interest in Transferee and Licensee.

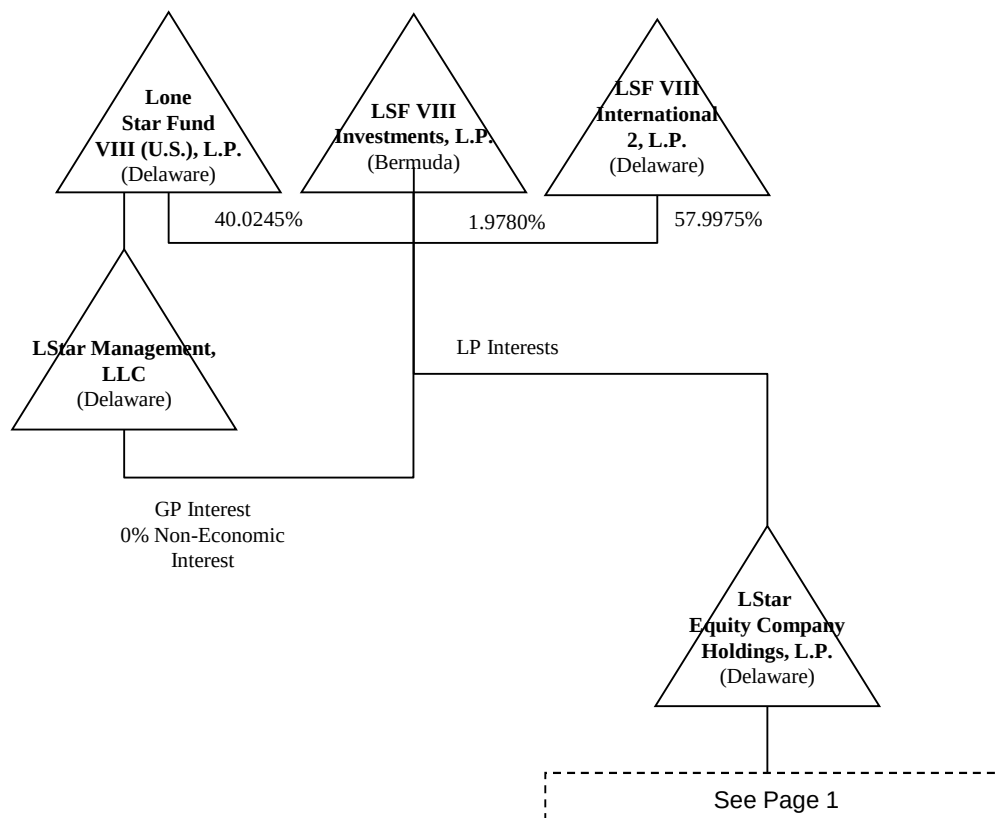
Please see Attachment 1 for diagrams illustrating the pre- and post-close ownership structures of Licensees.

Pre-Transaction Corporate Ownership Structure



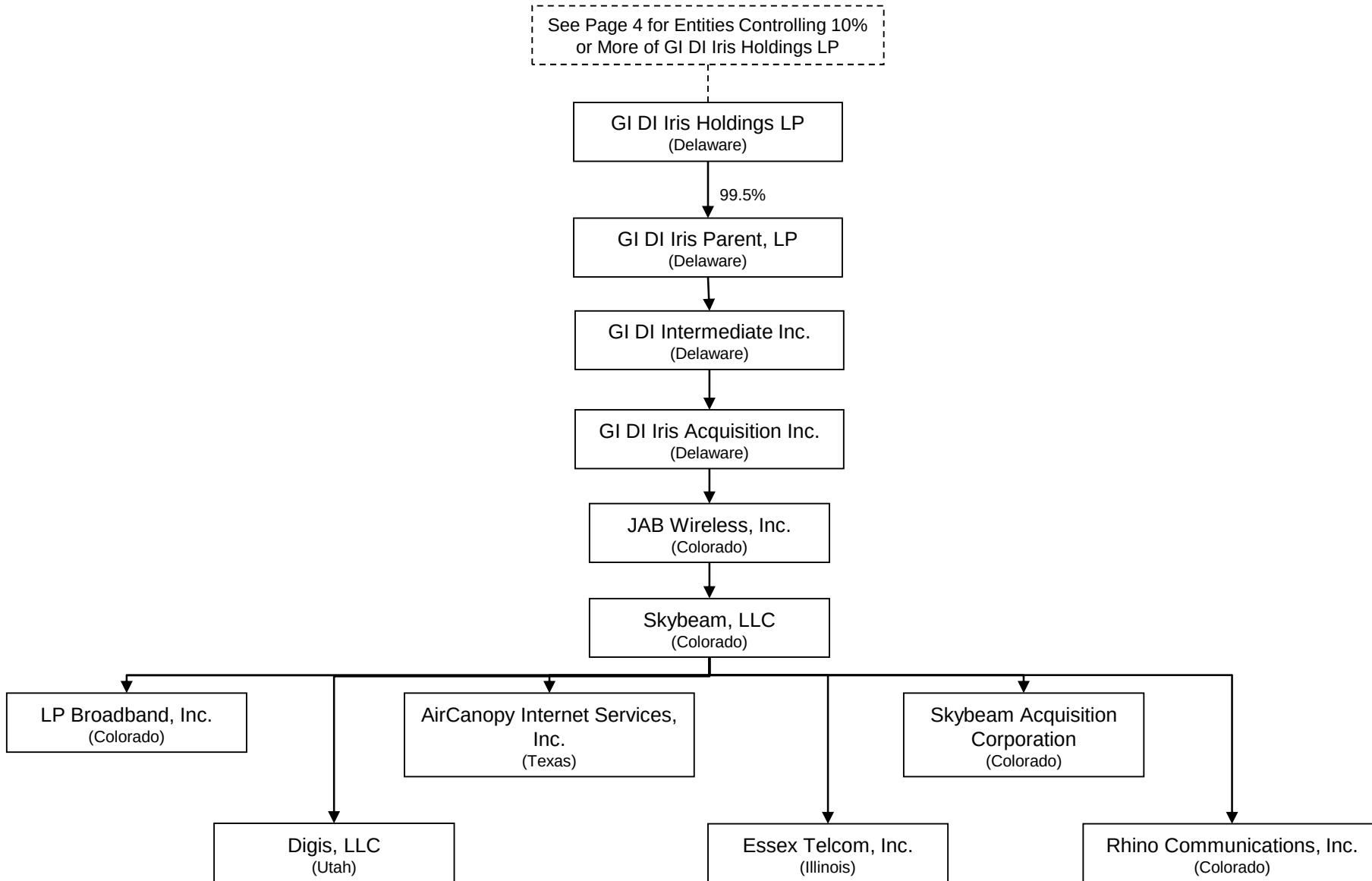
Unless otherwise indicated all ownership percentages are 100%.

Pre-Transaction Corporate Ownership Structure



Unless otherwise indicated all ownership percentages are 100%.

Post-Transaction Corporate Ownership Structure



Unless otherwise stated, all ownership percentages are 100%.

Post-Transaction Corporate Ownership Structure

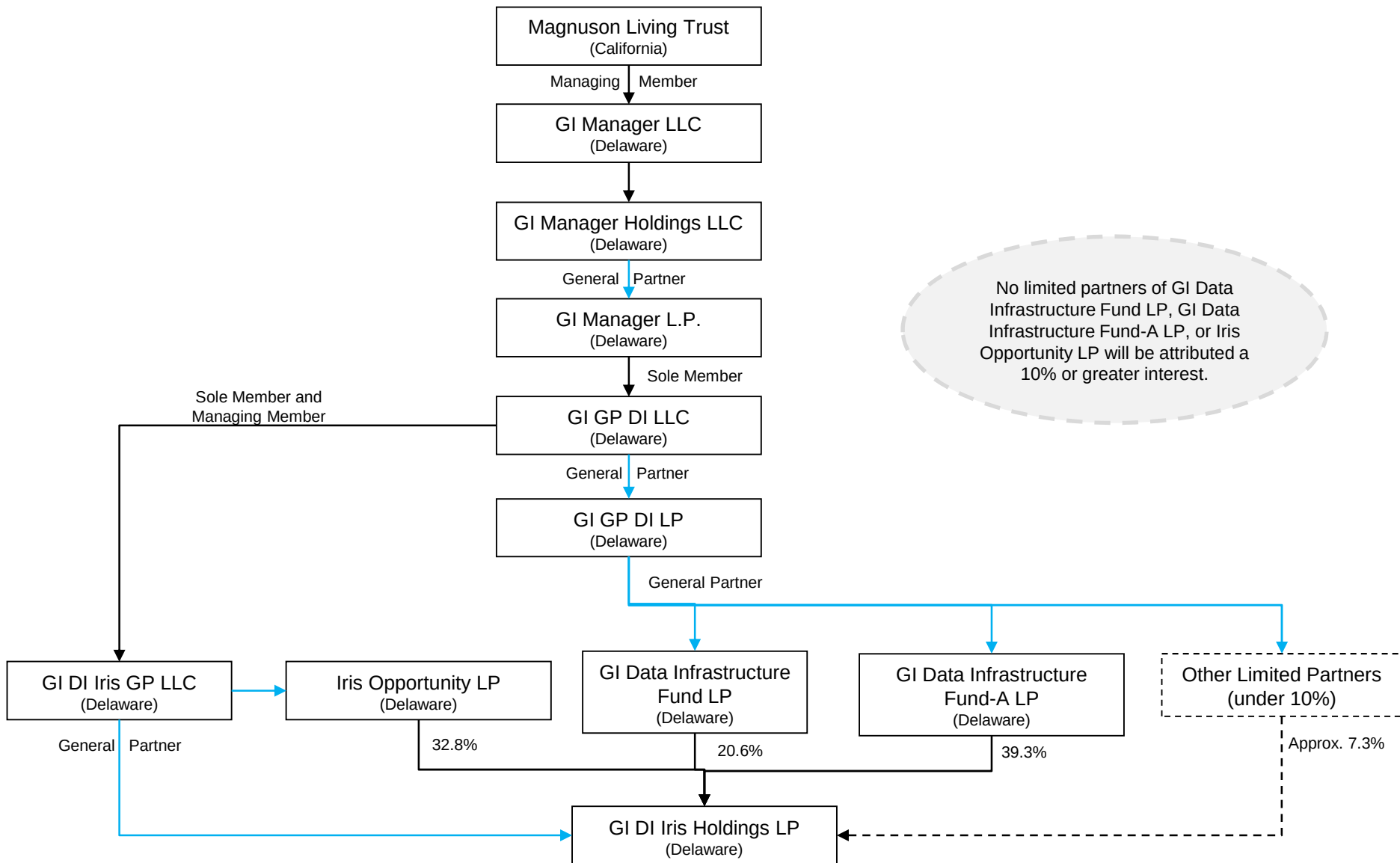


EXHIBIT B

STATEMENT OF CIRCUMSTANCES, ESTIMATE OF AGGREGATE FOREIGN INTEREST, AND PUBLIC INTEREST STATEMENT

1. STATEMENT OF CIRCUMSTANCES AND ESTIMATE OF AGGREGATE FOREIGN INTEREST

This Petition is submitted in connection with the proposed Transaction, *i.e.*, the acquisition of JAB Wireless, Inc. (“JAB”) and its subsidiaries by GI DI Iris Acquisition Inc. (“Transferee”). The foreign ownership of Licensees’ equity following a grant of this Petition and approval of the associated transfer-of-control applications will be up to, on an indirect basis, approximately 65 percent because the direct and indirect foreign ownership of Transferee is approximately 65percent. This estimate is based upon direct inquiry of the entities that will hold direct and/or indirect ownership interests in Transferee.

2. GRANT OF THIS PETITION WOULD SERVE THE PUBLIC INTEREST

Petitioners respectfully submit that the Proposed Transaction will serve the public interest. “[T]he Commission has long recognized the clear public interest benefits in a license or authorization holder being able to assign or transfer control of its license or authorization freely.”¹⁴ The Commission has previously determined that allowing indirect foreign investment in a common carrier radio license above the 25-percent benchmark set forth in 47 U.S.C. § 310(b)(4) serves the public interest by promoting competition in the U.S. and foreign markets.¹⁵ At the same time, the Commission stated that it would continue to coordinate with the relevant Executive Branch

¹⁴ *Applications of T-Mobile US, Inc., & Sprint Corp., for Consent to Transfer Control of Licenses & Authorizations*, Memorandum Opinion & Order, 34 FCC Rcd. 10578, ¶ 41 (2019).

¹⁵ *Review of Foreign Ownership Policies for Common Carrier and Aeronautical Radio Licensees under Section 310(b)(4) of the Communications Act of 1934, as Amended*, Second Report & Order, 28 FCC Rcd. 5741 (2013).

agencies to ensure that requests to exceed foreign ownership benchmark are consistent with national security, law enforcement, foreign policy, and trade policy concerns.¹⁶

This approach benefits U.S. consumers by encouraging additional competition in the U.S. market, allowing the Commission to prevent anticompetitive conduct in the provision of international services and facilities more effectively, and promoting further opening to U.S. carriers in foreign markets.¹⁷ The Commission has determined that the public interest would be served by permitting foreign ownership, in part, because:

[R]emoving barriers to entry and focusing on competitive safeguards will promote effective competition in the U.S. telecommunications services market by removing unnecessary regulation and barriers to entry that can stifle competition and deprive U.S. consumers of the benefits of lower prices, improved service quality, and service innovations.¹⁸

Moreover, in the Commission's October 2020 Report and Order,¹⁹ the Commission identified categories of applications that the Commission would not refer to the Executive Branch.²⁰ The Commission adopted a policy of not routinely referring Petitions for Declaratory Ruling under Section 310(b) of the Communications Act to the Executive Branch "where the only reportable foreign ownership is through wholly owned intermediate holding companies and the ultimate ownership and control is held by U.S. citizens or entities."²¹ The Commission further explained that "where the only foreign ownership is through passive, offshore intermediary

¹⁶ *Id.* at 5742, 5745, 5757, 5759-63, ¶¶ 1, 5, 26, 30-37.

¹⁷ *Rules and Policies on Foreign Participation in the U.S. Telecommunications Market*, Report & Order & Order on Reconsideration, 12 FCC Rcd. 23891, 23940 ¶ 111 (1997).

¹⁸ *Id.* at 23897 ¶ 11.

¹⁹ *In re Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership*, Report and Order, 35 FCC Rcd 10927 (2020) ("Executive Branch Foreign Ownership Review Order").

²⁰ *Id.*, 35 FCC Rcd at 10935-42, ¶¶ 24-39.

²¹ *Id.*, 35 FCC Rcd at 10938, ¶ 29.

holding companies and 100% of the ultimate control is held by U.S. citizens or entities present a minimal risk and generally should not be referred to the Executive Branch.”²² Petitioners submit that this Petition should not be referred to the Executive Branch consistent with the exclusions set forth in the *Executive Branch Foreign Ownership Review Order*.

To Petitioners’ knowledge there are no national security, law enforcement, foreign policy, and trade policy concerns associated with Licensees or Transferee that would require a referral to the Executive Branch. Petitioners request that the Commission not refer this Petition to the Executive Branch consistent with the exclusion in the *Executive Branch Foreign Ownership Review Order*. Petitioners understand that the Commission will notify the Executive Branch of this Petition even if it does not refer the Petition.

²² *Id.*, 35 FCC Rcd at 10939, ¶ 32.

Declaration of David Smolen

I, David Smolen, state that I am Secretary of GI DI Iris Acquisition Inc. (the "Company"); that I am authorized to make this Declaration on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; that (i) the contents thereof and the certifications contained therein regarding the Company are true and correct to the best of my knowledge, information, and belief; (ii) to the best of my knowledge information and belief, the levels of foreign ownership presented in the Petition were calculated in accordance with the requirements set forth in section 1.5002 of the Commission's rules, 47 C.F.R. 1.5002; and (iii) the interests disclosed satisfy each of the pertinent standards and criteria set forth in the Commission's rules.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 10th day of June 2022.

A handwritten signature in dark ink, appearing to read "David Smolen", is written over a horizontal line.

David Smolen
Secretary
GI DI Iris Acquisition Inc.

Declaration of Jeff Kohler

I, Jeff Kohler, state that I am the Co-Founder and Chief Development Officer of JAB Wireless, Inc. (the "Company"); that I am authorized to make this Declaration on behalf of the Company and its subsidiaries; that the foregoing filing was prepared under my direction and supervision; that (i) the contents thereof and the certifications contained therein regarding the Company are true and correct to the best of my knowledge, information, and belief; (ii) to the best of my knowledge information and belief, the levels of foreign ownership presented in the Petition were calculated in accordance with the requirements set forth in section 1.5002 of the Commission's rules, 47 C.F.R. 1.5002; and (iii) the interests disclosed satisfy each of the pertinent standards and criteria set forth in the Commission's rules.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 9th day of June 2022.

A handwritten signature in black ink, appearing to read 'JK', is written over a horizontal line.

Jeff Kohler
Co-Founder and Chief Development Officer
JAB Wireless, Inc.