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March 4, 2003

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Policy Division
International Bureau

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W., TW-A325
Washington, D.C. 20554

Re: *Stratos Offshore Services Company, Licensee*
Stratos VSAT, Inc., Licensee
Stratos Communications, Inc., Licensee
Aliant Inc., Authorization Holder
3588378 Canada, Inc., New Controlling Company
Sections 25.119(f) and 63.24(f)(2) Notifications of Consummation
of Pro Forma Transfer of Authorizations

Dear Ms. Dortch:

Pursuant to Section 25.119(f) of the Commission's rules, 47 C.F.R. § 25.119(f), BCE, Inc. ("BCE"), by its counsel, hereby notifies the Commission of the consummation of the *pro forma* transfer of control on February 5, 2003 of the following earth station authorizations held by Stratos Offshore Services Company ("Stratos Offshore"), Stratos VSAT, Inc. ("Stratos VSAT") and Stratos Communications, Inc. ("Stratos Communications") to 3588378 Canada, Inc. ("3588378 Canada"): E980235, E010263, E950135, E950136, E950149, E950150, E950151, E960147, E000180, E010047, E010048, E010049, and E010050. The file numbers for this transaction are as follows: SES-T/C-20021217-02204; SES-T/C-20021217-02205; SES-T/C-20021217-02206. The parties obtained Commission consent for the assignments on January 10, 2003.¹

Additionally, pursuant to Section 63.24(f)(2) of the Commission's rules, 47 C.F.R. § 63.24(f)(2), BCE hereby notifies the Commission of the *pro forma* transfer of control on February 5, 2003 of the following International Section 214 authorizations held by Aliant Inc., Stratos Offshore, Stratos VSAT and Stratos Communications to 3588378 Canada: ITC-214-20001102-00665; ITC-214-200011102-00665, ITC-214-19980121-00028, ITC-214-19980326-

¹ See *Satellite Communications Services Information Regarding Actions Taken*, Public Notice, Report No. SES-00464 (rel. Jan. 15, 2003) (Granting Authority to Assign Control from Stratos Offshore, Stratos VSAT and Stratos Communications to 3588378 Canada).

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Marlene H. Dortch, Secretary

March 4, 2003

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00205, and ITC-214-19980914-00636.² A certification from David Kidd, Vice President - Regulatory Law, and a description of ownership accompany this notification.

Please contact the undersigned if you have questions or require additional information.

Sincerely,



Stephen L. Goodman
Counsel for BCE, Inc.

cc: Susan O'Connell
Jeanette Spriggs

² According to Section 63.24(f)(1) of the Commission's rules, 47 C.F.R. § 63.24(f)(1), a Section 214 authorization holder is not required to seek prior Commission approval for *pro forma* transactions.



February 28, 2003

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W., TW-A325
Washington, D.C. 20554

Re: *Stratos Offshore Services Company, Assignor*
Stratos VSAT, Inc., Assignor
Stratos Communications, Inc., Assignor
3588378 Canada, Inc., Assignee
Section 63.24(f)(2) Notification of Consummation of
Pro Forma Transfer of Control of Authorizations

David C. Kidd
Vice President
Regulatory Law

Dear Ms. Dortch:

Pursuant to Section 63.24(f)(2) of the Commission's rules, 47 C.F.R. § 63.24(f)(2), I hereby certify that the *pro forma* transfer of control of the following International Section 214 authorizations held by Aliant Inc., Stratos Offshore Services Company, Stratos VSAT, Inc. and Stratos Communications, Inc. to 3588378 Canada, Inc. on February 5, 2003 do not result in a change in the actual controlling party: TTC-214-20001102-00665; TTC-214-20001102-00665, TTC-214-19980121-00028, TTC-214-19980326-00205, and TTC-214-19980914-00636.

Sincerely,

A handwritten signature in black ink, appearing to read "D. Kidd".

David Kidd
Vice President – Regulatory Law
BCE Inc.

BCE Inc.
Bureau 600S
105 Hôtel de Ville
Gatineau (Québec) J8X 4H7
Telephone: (819) 773-5807
Facsimile: (819) 773-6158
A Bell Canada Company

Description of Ownership

The licensees are direct or indirect subsidiaries of Aliant, Inc. (“Aliant”), which is controlled by BCE, Inc. (“BCE”). Before the consummation of the transfer, BCE directly and indirectly held approximately 53% of the shares of Aliant – 13.99% of the Aliant shares were held directly by BCE, and the other 39.1% of the Aliant shares were held by 3588378 Canada, Inc., a wholly-owned subsidiary of Bell Canada (BCE now holds 100% of Bell Canada through Bell Canada Holdings). As a result of the *pro forma* transfer, BCE transferred the Aliant shares it previously owned directly (13.99%) to 3810208 Canada, Inc., which is wholly-owned by 3588378 Canada, Inc. Thus, Bell Canada’s wholly-owned subsidiary – 3588378 Canada, Inc. is now holding, directly or through its subsidiary, 53% of Aliant’s outstanding shares. Bell Canada is wholly-owned by BCE, so that the approximately 53% ownership of Aliant will continue to be attributed to BCE. Thus, the proposed transaction is not a substantive transfer of control, but rather is merely placing the shares (and *de jure* control) in wholly-owned subsidiaries.

There are no greater than 10% shareholders of BCE.

The name, address, citizenship and primary business of the controlling and the intermediate parties are as follows:

The controlling corporation:

BCE, Inc.
1000 Rue de la Gauchetiere W.
Bureau 3700
Montreal, Quebec, Canada H3B 4Y7
Incorporated in Canada
Primary Business: Telecommunications

Intermediate corporations:

Bell Canada Holdings (a wholly-owned subsidiary of BCE)
1000 Rue de la Gauchetiere W.
Bureau 3700
Montreal, Quebec, Canada H3B 4Y7
Incorporated in Canada
Primary Business: Telecommunications

Bell Canada (a wholly-owned subsidiary of Bell Canada Holdings)
1000 Rue de la Gauchetiere W.
Bureau 3700
Montreal, Quebec, Canada H3B 4Y7
Incorporated in Canada
Primary Business: Telecommunications

Description of Ownership

3588378 Canada, Inc. (a wholly-owned subsidiary of Bell Canada)
1000 Rue de la Gauchetiere W.
Bureau 3700
Montreal, Quebec, Canada H3B 4Y7
Incorporated in Canada
Primary Business: Telecommunications

Alliant, Inc. (53% owned by 3588378 Canada, Inc.)
One New Brunswick Square
P.O. Box 5030
Saint John, New Brunswick, E2L 4L4
Incorporated in Canada
Primary Business: Telecommunications

Stratos Global Corporation (53% owned by Alliant, Inc.)
34 Glencoe Drive
Donovan's Business Park
Mount Pearl, Newfoundland, Canada A1N 4S8
Incorporated in Canada
Primary Business: Telecommunications

Stratos Wireless, Inc. (a wholly-owned subsidiary of Stratos Global Corporation)
34 Glencoe Drive
Donovan's Business Park
Mount Pearl, Newfoundland A1N 438
Canada
Incorporated in Canada
Primary Business: Telecommunications

Stratos Holdings, Inc. (80% owned by Stratos Global and 20% owned by Stratos
Wireless)
6901 Rockledge Drive, Suite 900
Bethesda, MD 20817
Incorporated in Delaware
Primary Business: Telecommunications

Description of Ownership

Licenses:

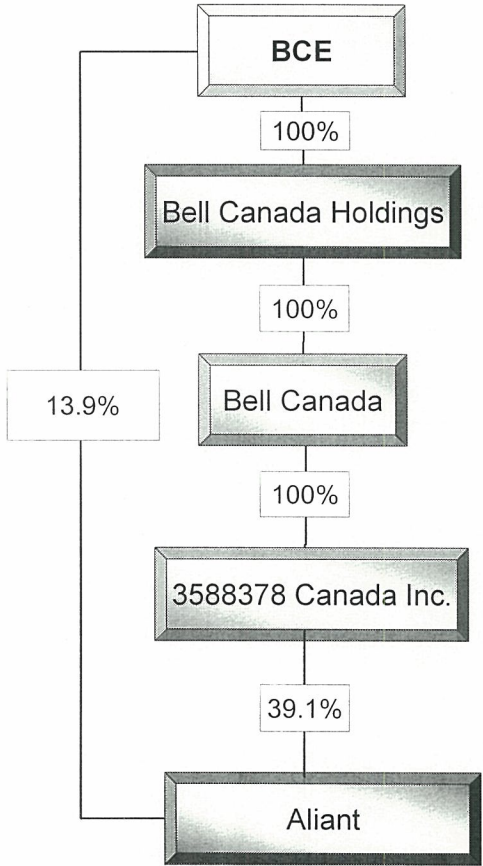
Stratos Offshore Services Company (a wholly-owned subsidiary of Stratos Holdings)
701 Poydras Street, Suite 1550
New Orleans, LA 70139
Incorporated in the United States
Primary Business: Telecommunications

MarineSat Communications Network, Inc. (d/b/a Stratos Communications) (a wholly-
owned subsidiary of Stratos Holdings)
6903 Rockledge Drive, Suite 500
West Bethesda, MD 20817
Incorporated in the United States
Primary Business: Telecommunications

Stratos VSAT, Inc. (formerly Nova-Net Communications, Inc.) (a wholly-owned
subsidiary of Stratos Holdings)
58 Inverness Drive East
Englewood, CO 80112
Incorporated in the United States
Primary Business: Telecommunications

BCE Ownership Chart

Before



After

