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January 28, 2016

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Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Re: Illinois Valley Cellular RSA 2-II Partnership, IBFS File No. ITC-214-
20010507-00292

Dear Ms. Dortch:

This letter notifies the Federal Communications Commission ("FCC") of an internal corporate restructuring involving indirect wholly owned subsidiaries of Verizon Communications Inc. ("Verizon") that was completed on December 31, 2015 and that affects the above-captioned licensee and FCC authorization. Out of an abundance of caution, Verizon is filing this letter to notify the Commission of this *pro forma* transfer to the extent it affects its 40 percent non-managing general partner interest in Illinois Valley Cellular RSA 2-II Partnership (the "Partnership"). Verizon previously transferred its voting rights associated with this general partnership interest to a voting trust.¹

The restructuring involved the elimination or relocation of several holding companies in the Verizon ownership chain, resulting in the transfer of control of certain FCC licenses and authorizations. Specifically, the following sequence of steps was completed on December 31, 2015:

- PCS Nucleus, L.P. was dissolved.
- JV PartnerCo, LLC merged into Verizon Americas Inc. ("Verizon Americas").
- Verizon Holdings LLC merged into Verizon Americas. As a result, Verizon Americas' 45 percent indirect ownership interest in Cellco Partnership became a 45 percent *direct* ownership interest.
- Verizon Americas Finance 2 Inc. merged into Verizon Americas Finance 1 Inc.

¹

See ULS File No. 0003728249.



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- MCI Communications Corporation transferred control of MCI International, Inc. ("MCII") to Verizon Business Network Services Inc. ("NSI")
- NSI contributed its 2.6% ownership interest in MCI International Services, Inc. ("MCIIS") to MCII. As a result, MCIIS became a wholly owned subsidiary of MCII.
- NSI transferred control of Terremark Worldwide Inc. through MCII and MCIIS to MCI International Telecom Corp.

More information about this restructuring can be found at ULS File No. 0007100612.

Please contact the undersigned with any questions.

Sincerely,

/s/ Nancy J. Victory

Nancy J. Victory