

July 8, 2013

John Carlin  
Acting Assistant Attorney General  
National Security Division  
US Department of Justice  
950 Pennsylvania Avenue, NW  
Washington, DC 20530  
ttelecom@usdoj.gov

Re: Pending Application by Telefonica Digital, Inc. (f/k/a Jajah, Inc.) for  
Authorization Under Section 214 of the Communications Act of 1934, as  
Amended (FCC ITC-214-20121106-00284)

Dear Mr. Carlin:

This letter outlines the commitments made by Telefonica Digital, Inc. (TDI), to the US Department of Justice (DOJ) in order to address national security, law enforcement, and public safety concerns raised with regard to the TDI application to the Federal Communications Commission (FCC) requesting authority to provide international global or limited global facilities-based services, and global or limited global resale services (47 C.F.R. §§ 63.18(e)(1) and (2)) to all international points under Section 214 of the Communications Act of 1934, as amended.

TDI is a Delaware corporation, owned by Telefonica S.A. (99.99%), a Spanish-based company.

TDI agrees that it will inform DOJ at least 30 days in advance if its business model changes in connection with its provision of telecommunications services or interconnected VoIP in the US, including providing services to residential end-user customers, businesses, or enterprises. TDI confirms that before it begins providing any such services that are subject to the Communications Assistance for Law Enforcement Act (CALEA), it will implement a solution or solutions for lawfully authorized electronic surveillance for such services in compliance with CALEA and its implementing regulations and provide DOJ details of its CALEA solution and/or vendor at least 30 days before it begins providing any such services.

Moreover, if changes to TDI's business model result in the provision of residential end user telecommunications services in the US, the company agrees to maintain a point of contact (POC) in the US, preferably a US citizen, to receive service of process for US Records (defined below) and to support US law enforcement agencies' surveillance needs. This POC will be provided to DOJ at least 30 days prior to the date that TDI begins to provide these services, and TDI agrees to notify DOJ, in writing, of any changes to this POC.

TDI also agrees that it will comply with all other statutes, regulations, and requirements regarding electronic surveillance.

TDI agrees that it will not, directly or indirectly, disclose or permit disclosure of or access to US records or domestic communications or any information

(including the content of communication) pertaining to a wiretap order, pen/trap order, subpoena or other lawful demand by a US law enforcement agency (US Records), to any person if the purpose of such disclosure or access is to respond to the legal process or request on behalf of a non-US government without first satisfying all pertinent requirements of US law and obtaining the express written consent of DOJ, or the authorization of a court of competent jurisdiction in the US. The term "non-US government" means any government, including an identified representative, agent, component or subdivision thereof, that is not a local, state or federal government in the US. Any such requests for legal process submitted by a non-US government to TDI shall be referred to DOJ as soon as possible, and in no event later than 5 business days after such request or legal process is received by or known to TDI, unless disclosure of the request or legal process would be in violation of US law or an order of a court of the US.

TDI also agrees to ensure that US Records are not made subject to mandatory destruction under any foreign laws. The location of the US Records storage facility will be provided to DOJ at least 30 days in advance of the time in which TDI anticipates generating US Records.

TDI agrees that in the event the commitments set forth in this letter are breached, in addition to any other remedy available at law or equity, DOJ may request that the FCC modify, condition, revoke, cancel, or render null and void any relevant license, permit, or other authorization granted by the FCC to TDI or any successors-in-interest. Nothing herein shall be construed to be a waiver by TDI of, or limitation on, its right to oppose or comment on any such request.

Nothing in this letter is intended to excuse TDI from its obligations to comply with any and all applicable legal requirements and obligations, including any and all applicable statutes, regulations, requirements, or orders.

TDI understands that, upon execution of this letter by an authorized representative or attorney for TDI, DOJ shall notify the FCC that it has no objection to the FCC's grant of TDI's applications.

Sincerely,



CRAIG WALLACE  
Telefonica Digital, Inc. (f/k/a Jajah, Inc.)