

ATTACHMENT 1

Request for streamlined treatment of the application.

Astound Phone Services, LLC (“APS”) hereby requests streamlined processing pursuant to Section 63.12 of the Commission’s rules. APS qualifies for streamlined processing because the restrictions set forth in Section 63.12(c) of the Commission’s rules do not apply: APS is not affiliated with a foreign carrier, and APS does not have an affiliation with a dominant U.S. carrier whose international switched or private line service the applicant seeks authority to resell. Further, APS does not seek authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines.

Information and certifications required by Section 63.18, paragraphs (d), (e)(3) and (g).

1. Section 63.18(d) Response: Applicant has not previously received authority under Section 214 of the Act. An affiliate, Astound Broadband, LLC currently holds international 214 authorization as granted under File Number ITC-214-20050701-00565.
2. Section 63.18(e)(3), (g) Response: Applicant does not request authority to acquire facilities or provide services not otherwise covered by the authority requested pursuant to Section 63.18(e)(1)-(2) of the Commission’s rules.

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3. Section 63.18(h) Response: Please see Attachment 3, which provides the name, address, citizenship and principal business of the applicant's ten percent or greater direct and indirect shareholders or other equity holders.

4. Further Section 63.18(h) Response: The applicant does not have any interlocking directorates with foreign carriers.

ATTACHMENT 2

Information and certifications required by Section 63.18(i) through (m) are set forth below.

1. Section 63.18(i) Response: Applicant, Astound Phone Services, LLC certifies that it is not a foreign carrier, and is not affiliated with any foreign carrier.
2. Section 63.18(j) Response: N/A
3. Section 63.18(k) Response: N/A
4. Section 63.18(l) Response: N/A
5. Section 63.18(m) Response: N/A

ATTACHMENT 3

Information and certifications required by Section 63.18(h).

The following persons or entities will hold, directly or indirectly, 10% or more of the equity of the applicant, Astound Phone Services, LLC:

A. Wave Entities:

Name:	Wave Holdco, LLC
Address:	401 Parkplace Center, Suite 500, Kirkland, WA 98033
Citizenship:	U.S.
Principal Business:	Investment Activities
% Equity:	100% Owner of OH WDH Holdco, LLC

Name:	OH WDH Holdco, LLC
Address:	401 Parkplace Center, Suite 500, Kirkland, WA 98033
Citizenship:	U.S.
Principal Business:	Investment Activities
% Equity:	100% Owner of WaveDivision Holdings, LLC

Name:	WaveDivision Holdings, LLC
Address:	401 Parkplace Center, Suite 500, Kirkland, WA 98033
Citizenship:	U.S.
Principal Business:	Investment Activities
% Equity:	100% Owner of Astound Broadband, LLC

Name:	Astound Broadband, LLC
Address:	401 Parkplace Center, Suite 500, Kirkland, WA 98033
Citizenship:	U.S.
Principal Business:	Service Provider
% Equity:	100% Owner of the applicant, Astound Phone Service, LLC

B. WaveDivision Capital:

Name:	WaveDivision Capital III, LLC
Address:	401 Parkplace Center, Suite 500, Kirkland, WA 98033
Citizenship:	U.S.
Principal Business:	Investment Activities
% Equity:	16.53% Owner of Wave Holdco, LLC

C. GI Partners:

Name:	GI Wave Holdings, LLC
Address:	188 The Embarcadero, Suite 700 San Francisco, CA 94105
Citizenship:	U.S.
Principal Business:	Investment Activities
% Equity:	17.44% Owner of Wave Holdco, LLC

Name:	GI Partners Fund III, LLP
Address:	188 The Embarcadero, Suite 700 San Francisco, CA 94105
Citizenship:	U.S.
Principal Business:	Investment Activities
% Equity:	17.44% Owner of Wave Holdco, LLC

D. Oak Hill Capital Partners:

Name:	Oak Hill Capital Partners III, L.P.
Address:	201 Main Street, Suite 1018, Fort Worth, TX 76102
Citizenship:	Cayman Islands
Principal Business:	Investment Activities
% Equity:	74.83% Owner of Wave Holdco, LLC

Name:	Oak Hill Capital Partners III (AIV I), L.P.
Address:	201 Main Street, Suite 1018, Fort Worth, TX 76102
Citizenship:	Cayman Islands
Principal Business:	Investment Activities
% Equity:	19.09% Owner of Wave Holdco, LLC

Name:	OHCP MGP III, Ltd.
Address:	201 Main Street, Suite 1018, Fort Worth, TX 76102
Citizenship:	Cayman Islands
Principal Business:	Investment Activities
% Equity:	Sole manager of Oak Hill Capital Partners III, L.P., and Oak Hill Capital Partners III (AIV I), L.P.

The following persons or entities are the voting members of OHCP MGP III, Ltd., and control Oak Hill Capital Partners III, L.P.:

Name:	The J. Taylor Crandall Revocable Trust*
Address:	201 Main Street, Suite 1018, Fort Worth, TX 76102

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Citizenship:	U.S.
Principal Business:	Investment Manager
% Equity:	20% voting member of OHCP MGP III, Ltd.
* Mr. J. Taylor Crandall owns 100% of the interests in this revocable trust. Mr. Crandall is a U.S. citizen, with a business address of 201 Main Street, Suite 1018, Fort Worth, TX 76102.	
Name:	Tyler Wolfram
Address:	201 Main Street, Suite 1018, Fort Worth, TX 76102
Citizenship:	U.S.
Principal Business:	Investment Manager
% Equity:	20% voting member of OHCP MGP III, Ltd.
Name:	Steven B. Gruber
Address:	201 Main Street, Suite 1018, Fort Worth, TX 76102
Citizenship:	U.S.
Principal Business:	Investment Manager
% Equity:	20% voting member of OHCP MGP III, Ltd.
Name:	Kevin G. Levy
Address:	201 Main Street, Suite 1018, Fort Worth, TX 76102
Citizenship:	U.S.
Principal Business:	Investment Manager
% Equity:	20% voting member of OHCP MGP III, Ltd.
Name:	Denis J. Nayden
Address:	201 Main Street, Suite 1018, Fort Worth, TX 76102
Citizenship:	U.S.
Principal Business:	Investment Manager
% Equity:	20% voting member of OHCP MGP III, Ltd.