

**Response to Question 14**

The following entities hold, directly or indirectly, a 10% or greater interest<sup>1</sup> in Applicant, as calculated pursuant to the Commission's ownership attribution rules for international telecommunications carriers:

- (1) The following entity wholly owns UPN:

Name: Fiber Platform, LLC  
Address: 6205-A Peachtree Dunwoody Road  
Atlanta, GA 30328  
Citizenship: U.S. (Delaware)  
Principal Business: Investments  
% Interest: 100% (directly in UPN)

- (2) The following persons or entities own or control a 10% or greater interest in UPN through Fiber Platform, LLC

Name: Fiber Platform Holdings, LLC  
Address: 6205-A Peachtree Dunwoody Road  
Atlanta, GA 30328  
Citizenship: U.S. (Delaware)  
Principal Business: Investments  
% Interest: 34.8% (directly in Fiber Platform, LLC)

Name: Fiber Platform Blocker, Inc.  
Address: 6205-A Peachtree Dunwoody Road  
Atlanta, GA 30328  
Citizenship: U.S. (Delaware)  
Principal Business: Investments  
% Interest: 31.5% (directly in Fiber Platform, LLC)

Name: REP UPN II, L.P.  
Address: 150 North College Street, Suite 2500  
Charlotte, NC 28202  
Citizenship: U.S. (Delaware)  
Principal Business: Investments  
% Interest: 20.8% (directly in Fiber Platform, LLC)

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<sup>1</sup> Unless otherwise indicated, the ownership interests provided herein represent both equity and voting interests.

- (3) The following entities and persons own or control a 10% or greater interest in UPN through Fiber Platform Holdings, LLC and Fiber Platform Blocker, Inc.:

Name: Cox Communications, Inc.  
Address: 6205-B Peachtree-Dunwoody Road  
Atlanta, GA 30328  
Citizenship: U.S. (Delaware)  
Principal Business: Communications  
% Interest: 100% (as 100% owner of Fiber Platform Holdings, LLC and Fiber Platform Blocker, Inc.)

Name: Cox Enterprises, Inc. (“CEI”)  
Address: 6205-B Peachtree-Dunwoody Road  
Atlanta, GA 30328  
Citizenship: U.S. (Delaware)  
Principal Business: Conglomerate  
% Interest: 100% (indirectly, as (1) 95.4% direct owner of Cox Communications, Inc. and (2) 100% direct owner of Cox DNS, Inc., which directly owns 4.6% of Cox Communications, Inc.)

Voting control of CEI is vested in the Cox Family Voting Trust, which holds 100% of the voting stock of CEI. The trustees of the Cox Family Voting Trust, each U.S. citizens that can be reach at the same address as CEI, are: James C. Kennedy; Alexander Taylor; and John M. Dyer.

Name: Trailsend Ventures, LLC (“Trailsend”)  
Address: 6205-B Peachtree-Dunwoody Road  
Atlanta, GA 30328  
Citizenship: U.S. (Delaware)  
Principal Business: Investments  
% Interest: 29.49% (indirectly, as 29.49% direct owner of CEI)

The following persons, as trustees of multiple trusts that in aggregate own more than 50% of Trailsend,<sup>2</sup> may be considered to control indirectly 10 percent or more of the equity of CEI: James C. Kennedy; James C. Kennedy, Jr.; and Daniel Mosley. Each of these trustees is a U.S. citizen and can be reached at 6205-B Peachtree-Dunwoody Road, Atlanta, GA 30328. To Applicant’s knowledge, no other person or entity owns or controls, directly or indirectly, a 10% greater interest in CEI through Trailsend.

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<sup>2</sup> No individual trust indirectly owns 10% or more of CEI through its direct ownership of Trailsend.

Name: JKR Ventures, L.P. (“JKR”)  
Address: 6205-B Peachtree-Dunwoody Road  
Atlanta, GA 30328  
Citizenship: U.S. (Delaware)  
Principal Business: Investments  
% Interest: 23.28% (indirectly, as 23.28% direct owner of CEI)

The following persons, as trustees of multiple trusts that in aggregate own more than 50% of JKR,<sup>3</sup> may be considered to control indirectly 10 percent or more of the equity of CEI: Margaretta J. Taylor; Katharine J. Rayner; James C. Chambers; and Daniel Mosley. Each of these trustees is a U.S. citizen and can be reached at 6205-B Peachtree-Dunwoody Road, Atlanta, GA 30328. To Applicant’s knowledge, no other person or entity owns or controls, directly or indirectly, a 10% greater interest in CEI through Trailsend.

- (3) The following entities and persons own or control a 10% or greater interest in UPN through REP UPN II, L.P. (and its affiliates):

Name: Ridgemont Equity Management II, LP (“REM II LP”)  
Address: 150 North College Street, Suite 2500  
Charlotte, NC 28202  
Citizenship: U.S. (Delaware)  
Principal Business: Investments  
% Interest: 21.1% (indirectly, as the General Partner of REP UPN II, L.P. and of Ridgemont Affiliates II-B-L.P., which directly owns 0.2% of Fiber Platform, LLC)

The general partner of REM II LP is Ridgemont Equity Management II, LLC (“REM II LLC”), a Delaware limited liability company located at the same address and whose principal business is investments. No limited partner of REM II LP owns or controls 10% or more of Fiber Platform through REM II LP.

No member of REM II LLC indirectly controls 10% or more of Fiber Platform, LLC through REM II LLC.<sup>4</sup> REM II LLC is controlled by its management committee comprised of: J. Travis Hain,<sup>5</sup> Walker L. Poole, Robert L. Edwards, Jr., George E. Morgan, III, John Shimp, Scott R.

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<sup>3</sup> No individual trust indirectly owns 10% or more of CEI through its direct ownership of JKR.

<sup>4</sup> No individual member of REM II LLC owns 50% or more of the membership interests of REM II LLC.

<sup>5</sup> Mr. Hain also owns an indirect interest of approximately 12 percent in Fiber Platform, LLC through (1) REM II LP, REM II LLC and other affiliated funds, which affiliated funds have less than a 10 percent indirect interest in Fiber Platform, LLC each, and their general partners and (2) as a trustee/beneficiary of trusts with interests in REM II LP and another affiliated fund, which indirectly has less than a 10 percent interest in Fiber Platform, LLC.

Poole and John J. Purcell all of whom are U.S. citizens.<sup>6</sup> All of these individuals may be reached at 150 North College Street, Suite 2500, Charlotte, NC 28202.

UPN does not have any interlocking directorates with a foreign carrier.

**Response to Question 15**

**§63.18(d)** UPN does not hold international Section 214 authority. UPN holds FCC domestic section 214 authority pursuant to blanket authorization in Section 63.01(a) of the FCC rules.

**§63.18(e)(3)** Applicant is not applying for authority to acquire facilities or provide services not covered by paragraphs (e)(1) and (e)(2) of 47 C.F.R. §63.18.

**§63.18(g)** Authorization is not categorically excluded as defined by 47 C.F.R. §1.1306.

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<sup>6</sup> Mr. Hain, Mr. Poole, Mr. Edwards, Mr. Morgan and Mr. Shimp are also members of the six-person management committee for another entity that indirectly controls less than 10 percent interest in Fiber Platform, LLC.