

Before the
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, D.C. 20554

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AUG 19 2005

Federal Communications Commission
Office of Secretary

In the Matter of)
)
WAVEDIVISION HOLDINGS, LLC)
)
Transferee,)
)
SEREN INNOVATIONS, INC.) WC Docket 05-226
)
)
)
Transferor,)
)
)
Joint Application for Consent to Transfer of)
International and Domestic Authority)
Pursuant to Section 214 of the)
Communications Act of 1934, as amended)

FIRST AMENDMENT TO
JOINT APPLICATION FOR CONSENT TO
TRANSFER OF INTERNATIONAL AND DOMESTIC AUTHORITY PURSUANT
TO SECTION 214 OF THE COMMUNICATIONS ACT OF 1934, AS AMENDED

Pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, and Sections 63.03 and 63.24 of the Commission's Rules, 47 C.F.R. §§ 63.03, 63.24, WaveDivision Holdings, LLC ("**Wave Parent**") and Seren Innovations, Inc. ("**Seren**") (together "**Applicants**") submitted a joint application for consent to the transfer of domestic and international authority related to the transfer of certain assets and related liabilities of Seren to Wave Parent.

Wave Parent has determined to assign its rights related to the proposed acquisition of assets and related liabilities from Seren to a wholly-owned subsidiary of Wave Parent. Accordingly, this First Amendment is submitted to amend the filing previously made in the referenced Docket to reflect the new proposed transferee of domestic and international Section 214 authority and to provide the Commission with information with respect to the new proposed transferee.

1. **New Proposed Transferee.** As a substitute for Wave Parent, the new proposed transferee of Seren's domestic and international authority pursuant to Section 214 of the Communications Act of 1934, as amended, is Astound Broadband, LLC, a Washington limited liability company. The new proposed transferee, Astound Broadband, LLC, is a wholly-owned, direct subsidiary of Wave Parent.

2. **Revised Organization Chart.** Attached as Exhibit A is an organization chart depicting the various holders of the equity interests issued by Wave and depicting Wave Parent's ownership of Astound Broadband, LLC. The information on the organization chart with respect to the ownership of the equity interests of Wave Parent is identical to the information on the organization chart previously filed with the Commission. Nothing with respect to such ownership interests has changed since the date of the previous filing with the Commission. The attached chart, however, now reflects that Astound Broadband, LLC, the new proposed transferee, is a wholly-owned, direct subsidiary of Wave Parent.

Dated: August 19, 2005

Respectfully submitted,

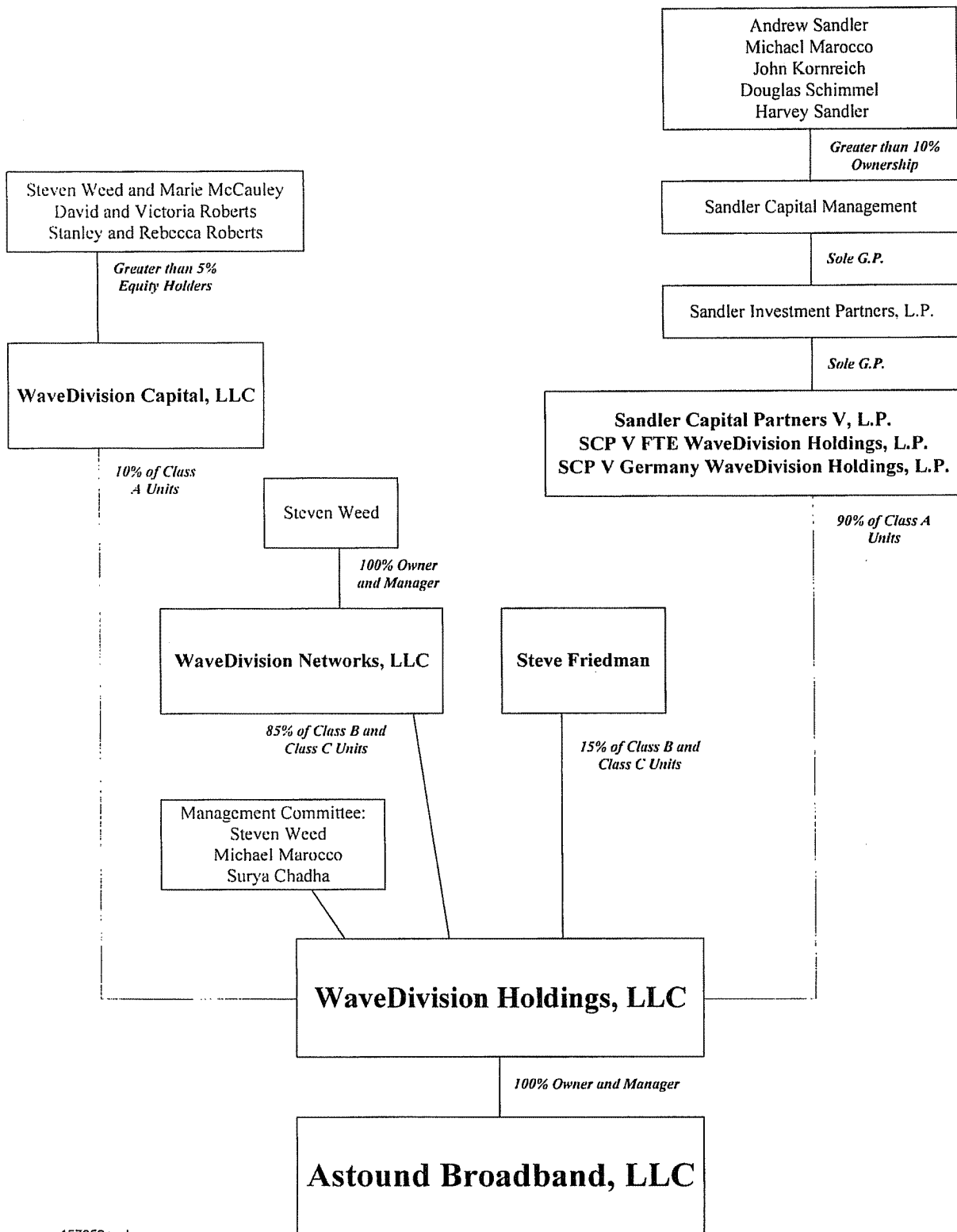
By: 

James A. Penney, Counsel for
WaveDivision Holdings, LLC and
Astound Broadband, LLC

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EXHIBIT A

**ORGANIZATION CHART DEPICTING OWNERSHIP
OF
WAVEDIVISION HOLDINGS, LLC
AND
ITS WHOLLY-OWNED, DIRECT SUBSIDIARY
ASTOUND BROADBAND, LLC**



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