

ATTACHMENT 1

Adams Divestiture Company LLC (“Adams LLC”) and Allied Wireless Communications Corporation (“AWCC”), both wholly-owned subsidiaries of Atlantic Tele-Network, Inc. (“ATN”), hereby notify the Commission pursuant to Section 63.24(f) of the Commission’s rules, 47 C.F.R. § 63.24(f), of the *pro forma* assignment of an international Section 214 authority, ITC-214-20090616-00560, from Adams LLC to AWCC.

Answer to Question 10

Assignor Contact Information

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Assignee Contact Information

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Prior International Section 214 Authorizations

Assignee AWCC currently holds no international Section 214 authorizations in its own right.¹

Answer to Question 11 - Direct and Indirect Ownership Information

AWCC is a corporation organized under the laws of Delaware. AWCC is a wholly-owned subsidiary of ATN, a publicly traded company. Pursuant to Section 63.18(h) of the Commission’s rules, following is the relevant ownership information listing the entities holding a 10 percent and greater interest in AWCC.²

Direct Ownership

Name: Atlantic Tele-Network, Inc.
Address: 600 Cummings Center
Beverly, Massachusetts 01915
(978) 619-1300
Citizenship: Delaware (U.S.)
Principal Business: Holding company owning interests in various domestic U.S. and foreign telecommunications entities
Percentage Held: 100% interest in AWCC

Indirect Ownership

Name: Cornelius B. Prior, Jr.
Address: 9719 Estate Thomas
St. Thomas, USVI 00802
(340) 777-8000
Citizenship: U.S.
Principal Business: Chairman of the Board of ATN and Guyana Telephone & Telegraph Company Limited (“GT&T”)
Percentage Held: 39% interest in ATN

¹ Subsidiaries of AWCC’s ultimate parent, ATN, currently hold international section 214 authorizations. See File Nos. ITC-214-20081113-00496 (Commnet Wireless, LLC, global facilities-based and resale authority); ITC-214-20021219-00604 (Choice Communications LLC, global facilities-based and resale authority). In addition, ATN’s Chairman has a greater than 10% ownership interest in two companies that hold international Section 214 authority. See File Nos. ITC-214-20080618-00280 (Tropical Tower Company, Ltd. global facilities-based and resale authority); ITC-214-20071004-00411 (Atlantic Crossing Ltd., global facilities-based and resale authority).

² The ownership interests provided herein are the actual direct ownership interests held in the next disclosed subsidiary in the vertical ownership chain rounded to the nearest one percent.

Name: Fidelity Management & Research Company
Address: 82 Devonshire Street
Boston, MA 00802
(617) 563-7000
Citizenship: Massachusetts (U.S.)
Principal Business: Investment Advisor
Percentage Held: 13% interest in ATN

Name: FMR LLC
Address: 82 Devonshire Street
Boston, MA 00802
(617) 563-7000
Citizenship: Massachusetts (U.S.)
Principal Business: Holding company
Percentage Held: 100% interest in Fidelity Management & Research Company

No other entity holds a 10% or greater direct or indirect ownership interest in Assignee AWCC.

Answer to Question 12 – Interlocking Directorates

There are no interlocking directorates between AWCC and a foreign carrier. AWCC nonetheless notes the following:

- Cornelius Prior is Chairman of the Board of ATN (AWCC’s ultimate parent post-transaction), Chairman of the Board of GT&T, and a board member of Bermuda Digital Communications, Ltd. (“BDC”).
- Michael Prior is CEO and a Director of ATN and a board member of GT&T and BDC.
- Justin Benincasa is CFO of ATN, Treasurer of AWCC and ATN subsidiary Commnet Wireless, LLC, and a board member of GT&T and BDC.
- Douglas Minster is Vice President and General Counsel of ATN, Secretary of AWCC and ATN subsidiary Commnet, and a board member of GT&T.
- William Kreisher is Sr. Vice President, Corporate Development of ATN, and a board member of BDC.

Answer to Question 13

Description of Transaction

The assignment and transfer of control resulted from an internal reorganization that occurred immediately after ATN and Verizon Wireless consummated their transaction on April 26, 2010.³ After consummation, Adams LLC merged into AWCC with AWCC being the surviving entity. The merger thus resulted in the assignment of international Section 214 authority held by Adams LLC to AWCC. The restructuring is *pro forma* in nature because ultimate ownership and control of the international Section 214 authority remains with ATN. The Commission has previously stated that in situations, such as the instant reorganization, where no substantial change of control will occur, “grant of the application is deemed presumptively in the public interest.”⁴

³ See Applications of Atlantic Tele-Network, Inc. and Celco Partnership d/b/a Verizon Wireless, *Memorandum Opinion and Order*, DA 10-661 (rel. Apr. 20, 2010) (consenting to the divestiture of licenses from Verizon Wireless to ATN).

⁴ See Federal Communications Bar Association’s Petition for Forbearance from Section 310(d) of the Communications Act Regarding Non-Substantial Assignments of Wireless Licenses and Transfers of Control Involving Telecommunications Carriers, *Memorandum Opinion and Order*, 13 FCC Rcd 6293, 6295 (1998).