

**ATTACHMENT 1  
FOR THE *PRO FORMA* ASSIGNMENT OF  
INTERNATIONAL SECTION 214 AUTHORIZATION**

This filing notifies the Federal Communications Commission (“Commission” or “FCC”) pursuant to Section 63.24(f) of the Commission’s rules<sup>1</sup> of the *pro forma* assignment of international Section 214 authorization held by NC Tide Acquisition Company LLC (“NC Tide”) to New Cingular Wireless PCS, LLC (“New Cingular”). Both NC Tide and New Cingular are indirect wholly owned subsidiaries of AT&T Inc. (“AT&T”) and are controlled by AT&T. On September 19, 2013, NC Tide was merged into New Cingular and eliminated. New Cingular now holds the authorizations formerly held by NC Tide.<sup>2</sup>

**RESPONSE TO ITEMS ON IBFS ELECTRONIC FORM**

**Answer to Question 10**

The name, title, address and telephone for the NC Tide and New Cingular officer follows:

Michael P. Goggin  
Assistant Secretary of Manager  
AT&T Mobility LLC  
1120 20th Street, NW  
Suite 1000  
Washington, DC 20036  
Tel: (202) 457-2055  
Fax: (202) 457-3073  
mg7268@att.com

**Section 63.18(d).** NC Tide held the international Section 214 authorization that is the subject of this *pro forma* assignment application, File No. ITC-214-20130114-00039 (authorization to provide global resale services). New Cingular holds several global or limited global facilities-based or resale international Section 214 authorizations. NC Tide and New Cingular’s ultimate parent, AT&T, has numerous subsidiaries that collectively hold global or limited global facilities-based or resale Section 214 authorizations, including those for Cuba. These subsidiaries hold international Section 214 global authority to provide a range of facilities-based services, *see, e.g.*, ITC-214-19960830-00414 (Previous File Number ITC-96-487) (AT&T Corp. authority to provide global facilities-based services), including those originating in region and out of region, *see, e.g.*, ITC-214-20001130-00713 (SBC Long Distance, LLC authority to provide facilities-based and resale services originating in Kansas and Oklahoma); ITC-214-19971108-00689 (SBC Long Distance, LLC authority to provide facilities-based services

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<sup>1</sup> *See* 47 C.F.R. § 63.24(f).

<sup>2</sup> A notification also has been filed for the assignment of NC Tide’s wireless radio licenses to New Cingular. *See* File No. 0005973603.

originating out of region). AT&T subsidiaries also have Section 214 global authority to provide various resale services. *See, e.g.*, ITC-214-19960223-00083 (SNET America, Inc. authority to resell private line services); ITC-214-19970814-00493 (Previous File Number ITC-97-506) (TC Systems, Inc. global authority to resell international switched services). Other AT&T subsidiaries hold authority to provide services on particular routes or over particular facilities. *See, e.g.*, ITC-89-060 (AT&T of Puerto Rico, Inc. and AT&T of the Virgin Islands, Inc. authority to operate additional capacity in St. Thomas-Tortola and Eastern Caribbean DCMS for use in providing services to various Caribbean points).

**Answer to Question 11**

The name, address, citizenship, and principal business of each of New Cingular's ten percent or greater interest holders are:<sup>3</sup>

***Direct Ownership of New Cingular Wireless PCS, LLC***

AT&T Mobility II LLC  
1025 Lenox Park Blvd. NE  
Atlanta, GA 30319  
Citizenship: Delaware  
Principal Business: Holding Company  
Direct Ownership Interest: 100% percent of New Cingular Wireless PCS, LLC

***Indirect Ownership of New Cingular Wireless PCS, LLC***

AT&T Mobility LLC  
1025 Lenox Park Blvd NE  
Atlanta, GA 30319  
Citizenship: Delaware  
Principal Business: Provision of CMRS Services  
Direct Ownership Interest: 54% of AT&T Mobility II LLC

AT&T Mobility Corporation  
1025 Lenox Park Blvd NE  
Atlanta, GA 30319  
Citizenship: Delaware  
Principal Business: Management Company  
Direct Ownership Interest: manager of and controls AT&T Mobility LLC

AT&T Teleholdings, Inc.  
208 S. Akard Street

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<sup>3</sup> 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.

Dallas, TX 75202  
Citizenship: Delaware  
Principal Business: Holding Company  
Direct Ownership Interest: 100% of SBC Telecom, Inc.

BellSouth Mobile Data, Inc.  
675 W. Peachtree St. NW  
Room 4319  
Atlanta, GA 30375  
Citizenship: Georgia  
Principal Business: Holding Company  
Direct Ownership Interest: 40% of AT&T Mobility LLC, 100% of AT&T Mobility Corporation, 4% of AT&T Mobility II LLC, and 40% of AT&T NCWS Holdings Inc.

AT&T NCWS Holdings Inc.  
1025 Lenox Park Blvd. NE  
Atlanta, GA 30319  
Citizenship: Delaware  
Principal Business: Holding Company  
Direct Ownership Interest: 100% of New Cingular Wireless Services, Inc.

New Cingular Wireless Services, Inc.  
2200 N. Greenville Ave, 1W  
Richardson, TX 75082  
Citizenship: Delaware  
Principal Business: Provision of CMRS Services  
Direct Ownership Interest: 42% of AT&T Mobility II LLC

SBC Long Distance, LLC  
208 S. Akard Street  
Dallas, TX 75202  
Citizenship: Delaware  
Principal Business: Holding Company  
Direct Ownership Interest: 50% of AT&T Mobility LLC

SBC Telecom, Inc.  
208 S. Akard Street  
Dallas, TX 75202  
Citizenship: Delaware  
Direct Principal Business: Holding Company  
Direct Ownership Interest: 100% of SBC Long Distance, LLC, 60% of AT&T NCWS Holdings Inc., and 9% of AT&T Mobility LLC

AT&T Inc.  
208 S. Akard Street

Dallas, TX 75202  
Citizenship: Delaware  
Principal Business: Holding Company  
Direct Ownership Interest: 100% of AT&T Teleholdings, Inc. and 100% of BellSouth Mobile Data, Inc.

AT&T is a publicly traded corporation whose stock is widely held by the public with no person or entity holding a ten percent or greater ownership interest in AT&T.

### **Answer to Question 12**

The following persons are officers or directors of AT&T and are also officers or directors of one or more foreign carriers:

Jeff McElfresh, President-Mexico of AT&T Mexico, LLC, and Michael J. Viola, Senior Vice President - Finance of AT&T Inc., are directors of both América Móvil, S.A.B. de C.V. (“América Móvil”) and Teléfonos de México, S.A.B. de C.V. (“Telmex”). América Móvil is a carrier or controls carriers in Argentina, Brazil, Chile, Colombia, Costa Rica, the Dominican Republic, Ecuador, El Salvador, Guatemala, Honduras, México, Nicaragua, Panama, Paraguay, Peru, the United States, and Uruguay.<sup>4</sup> Telmex is a carrier or controls carriers in Mexico and the United States.<sup>5</sup>

The persons listed below are officers or directors of one or more of the following: New Cingular Wireless PCS, LLC, AT&T NCWS Holdings Inc., New Cingular Wireless Services, Inc., AT&T Mobility II LLC, AT&T Mobility LLC, AT&T Mobility Corporation, AT&T Teleholdings, Inc., SBC Long Distance, LLC, SBC Telecom, Inc., BellSouth Mobile Data, Inc., and AT&T Inc. and are also officers or directors of one or more of the following foreign carriers: BellSouth Long Distance, Inc., which is a carrier in Canada; AT&T Global Network Services International, Inc., which is a carrier in Israel, New Zealand, and Pakistan; AT&T Global Network Services Norge LLC, which is a carrier in Norway; and AT&T Global Network Services Venezuela LLC, which is a carrier in Venezuela.

Charles Bolton is President and Manager of SBC Long Distance, LLC, President and a Director of SBC Telecom, Inc., and President and Director of BellSouth Long Distance, Inc. George B. Goeke, Assistant Treasurer of AT&T Inc., is Vice President and Treasurer of BellSouth Long Distance, Inc. and is a Director and Treasurer of AT&T Global Network Services International, Inc., AT&T Global Network Services Norge LLC, and AT&T Global Network Services Venezuela LLC, and Vice President and Assistant Treasurer of AT&T Teleholdings, Inc. Elaine

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<sup>4</sup> América Móvil, S.A.B. de C.V., Annual Report (Form 20-F) at 15 (Apr. 30, 2013).

<sup>5</sup> Teléfonos de México, S.A.B. de C.V., Annual Report (Form 20-F) at 13 (Apr. 26, 2012). AT&T has relied upon América Móvil’s and Telmex’s SEC filings to identify the countries where América Móvil or Telmex is a carrier or controls carriers. There may be subsequent developments not reflected in those SEC filings.

Lou is Assistant Treasurer of SBC Long Distance, LLC, SBC Telecom, Inc., BellSouth Long Distance, Inc., AT&T Global Network Services International, Inc., AT&T Global Network Services Norge LLC, and AT&T Global Network Services Venezuela LLC. Jeston Dumas is Treasurer of SBC Long Distance, LLC and SBC Telecom, Inc. and Assistant Treasurer of BellSouth Long Distance, Inc., AT&T Global Network Services International, Inc., AT&T Global Network Services Norge LLC, and AT&T Global Network Services Venezuela LLC. Karen M. Diorio is Assistant Secretary of AT&T Global Network Services International, Inc., AT&T Global Network Services Norge LLC, and AT&T Global Network Services Venezuela LLC, Director of Tax of SBC Long Distance, LLC, SBC Telecom, Inc., and AT&T Teleholdings, Inc. Jeffrey Tutnauer is Assistant Secretary of AT&T Global Network Services International, Inc., AT&T Global Network Services Norge LLC, and AT&T Global Network Services Venezuela LLC and Assistant Vice President – Taxes of BellSouth Long Distance, Inc. Teresa G. Blizzard is Assistant Secretary of AT&T Mobility Corporation, BellSouth Mobile Data, Inc., New Cingular Wireless Services, Inc. and AT&T NCWS Holdings, Inc., Director-Taxes of AT&T Teleholdings, Inc., SBC Long Distance, LLC and SBC Telecom, Inc., and Vice President - Taxes of BellSouth Long Distance, Inc. Lawrence J. Ruzicka is Senior Vice President – Tax of AT&T NCWS Holdings, Inc., AT&T Mobility Corporation, New Cingular Wireless Services, Inc., BellSouth Mobile Data, Inc., AT&T, Inc., and Vice President – Tax of SBC Long Distance, LLC, SBC Telecom, Inc., and Director for AT&T Global Network Services, Norge, LLC, AT&T Global Network Services International, Inc., and AT&T Global Network Services Venezuela, LLC. Jeffrey M. Chambers is Assistant Secretary of AT&T NCWS Holdings, Inc., AT&T Mobility Corporation, New Cingular Wireless Services, Inc., and Assistant Vice President – Taxes of AT&T Global Network Services, Norge LLC, AT&T Global Network Services International, Inc., and AT&T Global Network Services Venezuela, LLC.

### **Answer to Question 13**

This filing hereby notifies the Commission pursuant to Section 63.24(f) of its rules, 47 C.F.R. § 63.24(f), of the *pro forma* assignment of an international Section 214 authorization held by NC Tide, an indirect wholly owned subsidiary of AT&T. On September 19, 2013, NC Tide was merged into New Cingular, which is also an indirect wholly owned subsidiary of AT&T. NC Tide was then eliminated. New Cingular now holds the authorizations formerly held by NC Tide.

This restructuring does not change the ultimate ownership or control of the international Section 214 authorization, as AT&T has continued to control it both before and after the restructuring. Accordingly, this assignment is *pro forma* in nature. The Commission has previously stated that “[r]egulatory review of [*pro forma*] transactions yields no significant public interest benefits, but may delay or hinder transactions that could provide substantial financial, operational, or administrative benefits for carriers.”<sup>6</sup>

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<sup>6</sup> 1998 Biennial Review – Review of International Common Carrier Regulations, Report and Order, 14 FCC Rcd 4909, ¶ 42 (1999).