

Supplement to Pro Forma Assignment Notification

In response to the FCC staff's questions, Southwestern Caruth Management, Inc. ("SCM" or "Applicant") provides the following information:

GeoComm Corp. and XC Networks, Ltd. are neither providing international service pursuant to the international Section 214 authorization of BorderCOMM Partners, L.P., nor being assigned to Applicant.

The following is substituted for the response to Question No. 11 of FCC Form 214TC, to include all individuals and entities with a ten percent or more direct or indirect interest in the Applicant, as calculated using the multiplier in accordance with the note to Paragraph 63.18(h). See also attached ownership diagram.

Thomas J. Spackman, Jr.
4316 Bryan Street
Dallas, TX 75204
Citizenship: USA
Principal Business: Telecommunications
Ownership Interest: 23.95% Direct interest in SCM

Bobby Lutz
17300 Dallas Parkway, #3050
Dallas, TX 75248
Citizenship: USA
Principal Business: Telecommunications
Ownership Interest: 16.81% Direct interest in SCM

Vs Comm Interests, L.P.
411 N. Akard Street
Suite 900
Dallas, TX 75201
Jurisdiction: USA
Principal Business: Telecommunications Investment
Ownership Interest: 12.18% Direct interest in SCM

Vs Comm Interests GP, LLC
411 N. Akard Street
Suite 900
Dallas, TX 75201
Jurisdiction: USA
Principal Business: Investment
Ownership Interest: 12.18% Indirect interest in SCM through its 1% general partner interest in Vs Comm Interests, L.P.

Clearview Crown Partners, L.P.
2121 N. Akard Street
Suite 250
Dallas, TX 75201
Jurisdiction: USA
Principal Business: Investment
Ownership Interest: 12.18% Indirect interest in SCM through its 99% direct interest in Vs Comm Interests, L.P.

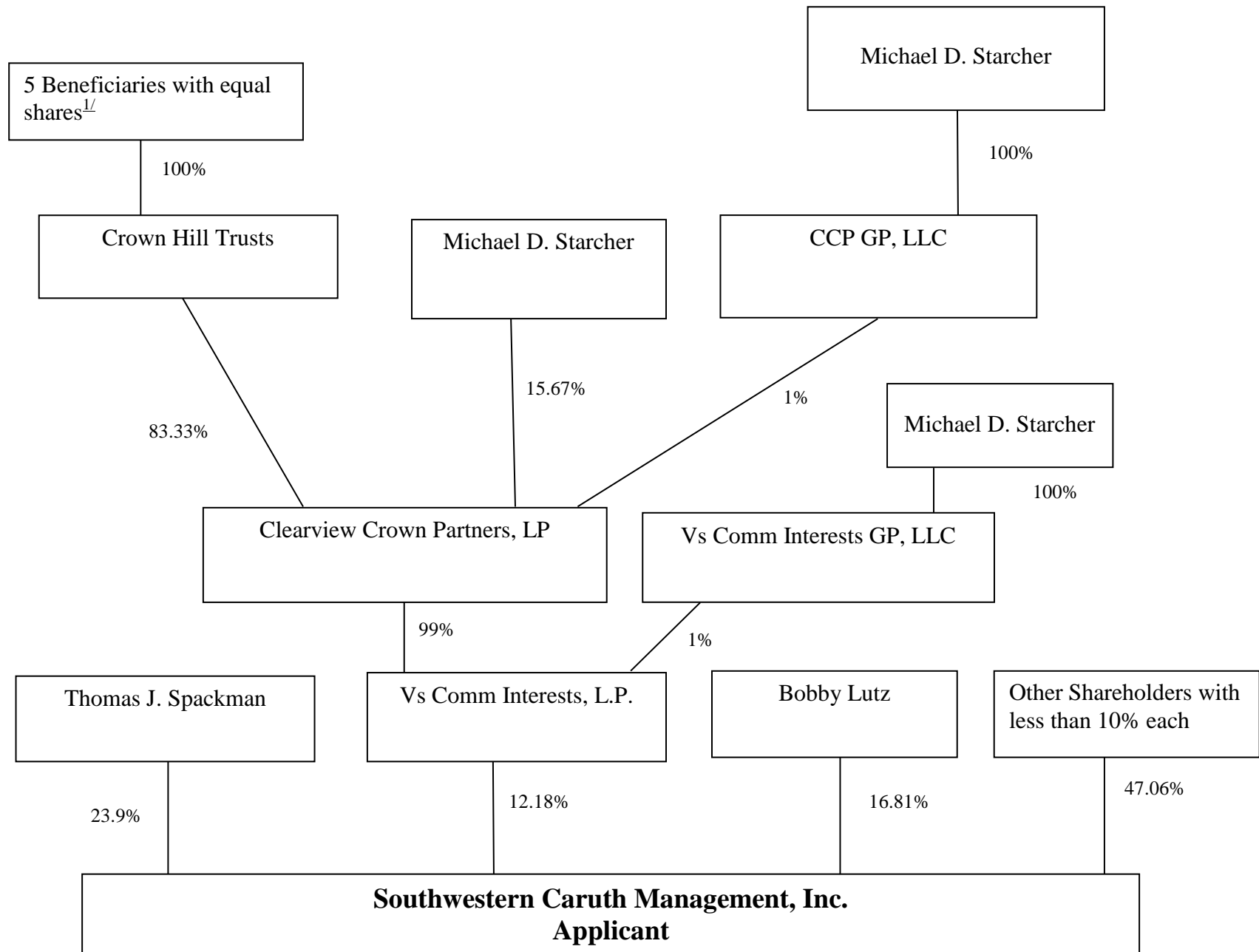
CCP GP, LLC
2121 N. Akard Street
Suite 250
Dallas, TX 75201
Jurisdiction: USA
Principal Business: Investment
Ownership Interest: 12.18% Indirect interest in SCM through its 1% general partner interest in Clearview Crown Partners, L.P.

Crown Hill Trusts
2121 N. Akard Street
Suite 250
Dallas, TX 75201
Jurisdiction: USA
Principal Business: Trust
Ownership Interest: 12.18% Indirect interest in SCM through its 83.33% direct interest in Clearview Crown Partners, L.P.

Michael D. Starcher
2121 N. Akard Street
Suite 250
Dallas, TX 75201
Citizenship: USA
Principal Business: Investment
Ownership Interest: 12.18% Indirect interest in SCM through his various indirect interests in Vs Comm Interests, L.P.

No other individuals or entities have a 10 percent or more direct or indirect interest in Applicant.¹

¹ Crown Hill Trusts has five beneficiaries with equal shares (20% x 12.18% = 2.436% each).

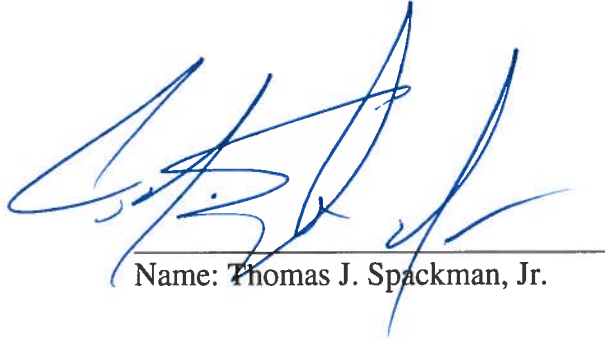


^{1/} Using the multiplier in accordance with the note to Section 63.18(h) of the FCC's rules, each beneficiary has an indirect interest in Applicant of 2.436 percent.

VERIFICATION

I, Thomas J. Spackman, Jr., hereby declare under penalty of perjury that I am the single largest shareholder of Southwestern Caruth Management, Inc.; that I am authorized to submit filings to the Federal Communications Commission on behalf of Southwestern Caruth Management, Inc.; that the foregoing filing was prepared under my direction and supervision; and that the statements in the foregoing filing are true and correct to the best of my knowledge, information, and belief.

Executed this 16th day of March, 2014.



Name: Thomas J. Spackman, Jr.