

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554**

In the Matter of	)	
	)	
Spot Mobile Corporation,	)	
Assignor,	)	
	)	
and	)	
	)	
Florida Prepaid Cellular, LLC,	)	
Assignee,	)	
	)	
Application Pursuant to Section 214 of	)	File No. ITC-214
the Communications Act of 1934, as Amended	)	
For Consent to an Assignment of Assets	)	
And for a Grant of Global Resale Authority	)	

**APPLICATION**

Florida Prepaid Cellular, LLC (“FPC” or “Applicant”), and Spot Mobile Corporation (“Spot Mobile”), hereby jointly request authority, pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (1982) and Section 63.24, of the Federal Communications Commission’s (“Commission”) Rules, 47 C.F.R. § 63.24, to transfer substantially all of the assets of Spot Mobile to FPC (the “Application”). Further, in connection with this transfer, FPC requests a grant of global resale Section 214 authority. Spot Mobile provides mobile communications to retail customers throughout the United States. FPC is a U.S. company organized to provide mobile telecommunications services, and has no foreign affiliations.

Pursuant to the contemplated transaction, FCP will acquire approximately 120,000 pre-paid customers, currently receiving international service from Spot Mobile, as well as certain

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tangible assets. FPC will also assume certain contracts, such as a lease. **The Section 214 authorization currently held by Spot Mobile is not being transferred to FPC.** Spot Mobile will retain its 214 license. FPC does not currently have a 214 authorization and respectfully requests a 214 authorization as part of this application. FPC will provide service to the transferred customers under the Spot brand. There will be no interruption in service whatsoever and, thus, the transaction will be seamless from the customers' perspective. By granting this application, the Commission will serve the public interest, convenience and necessity by ensuring that customers of Spot Mobile continue to receive mobile communications services with excellent support and competitive rate plans.

#### **SECTION 63.18 INFORMATION**

The following information is submitted, as required by Section 63.18 of the Commission's Rules, in support of the parties' request for approval of the proposed transfer and of FPC's request for authorization:

- (a) The name, address and telephone number of the Transferee is:

Florida Prepaid Cellular, LLC  
11426 Rockville Pike  
Rockville, MD 20852  
Telephone number: (301) 363-4306

The name, address and telephone number of the Transferor is:

Spot Mobile Corporation  
300 71st Street  
Suite 500  
Miami Beach, FL 33141 USA  
Telephone number: 786-629-3535

- (b) FPC is organized under the laws of Florida.

Spot Mobile is organized under the laws of Delaware

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Correspondence concerning this application should be sent to:

Robert Felgar  
General Counsel  
11426 Rockville Pike, Suite 230  
Rockville, MD 20852

Winifred Brantl  
and Kelley Drye & Warren, LLP  
3050 K St., NW #400  
Washington, DC 20007

(c) Transferee's License details are:

FPC does not currently hold any 214 authorizations, and respectfully requests a global resale 214 authorization as part of this application.

Transferor's license details are:

ITC-214-20120206-00042

Granted Aug. 20, 2012

Global/limited global facilities-based & Global/limited global resale authority

**This authority is not being transferred to FPC.** Spot Mobile will continue to hold its Section 214 authority following consummation of the transaction.

(d) As required by Section 63.18 of the Commission's rules, (i) FPC requests global resale Section 214 authority pursuant to the terms and conditions of Section 63.18(e)(2); (ii) there are no countries for which the applicant does not request authorization pursuant to Section 63.18; and (iii) FPC certifies that it will comply with the terms and conditions contained in Section 63.21 and 63.23.

(e) At this time, FPC seeks no other authorization available under Section 63.18(e).

(f) Not applicable.

(h) In support of this application, FPC's corporate structure, as well as the name, address, citizenship and principal business of the person(s) that directly or indirectly control ten percent or more of FPC are set forth in Attachment 1 to this application.

(i) FPC is not a foreign carrier and is not affiliated with a foreign carrier.

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(j) FPC certifies that it does not seek to provide international telecommunications services to any destination country for which any of the following is true:

1. FPC is a foreign carrier in that country; or
2. FPC controls a foreign carrier in that country; or
3. Any entity that owns more than 25 percent of FPC, or that controls FPC, controls a foreign carrier in that country; or
4. Two or more foreign carriers (or parties that control foreign carriers) own, in the aggregate, more than 25 percent of FPC and are parties to, or the beneficiaries of, a contractual relation affecting the provision or marketing of international basic telecommunications services in the United States.

(k) Not applicable.

(l) Not applicable.

(m) Not applicable.

(n) FPC certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses market power on the foreign end of the route and will not enter into such agreements in the future.

(o) FPC certifies that pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules, no party to this Application is subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

(p) FPC requests streamlined processing pursuant to Section 63.12 of the Commission's Rules. FPC certifies that:

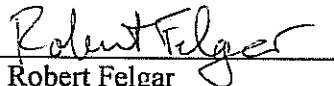
- 
1. It is not affiliated with a foreign carrier in a destination market it seeks authority to serve;
  2. It has no affiliation with a dominant U.S. carrier whose international switched or private line services FPC seeks authority to resell either directly or indirectly through the resale of another reseller's services;
  3. It does not seek authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines; and
  4. The Commission has not informed FPC in writing that this Application is not eligible for streamlined processing.

**CONCLUSION**

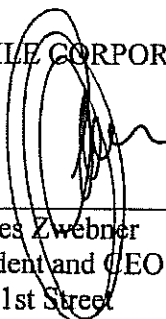
In conclusion, FPC and Spot Mobile certify that all of the information in this Application is accurate and correct. For these reasons, FPC and Spot Mobile respectfully request that the Commission grant this Application.

Respectfully Submitted,

FLORIDA PREPAID CELLULAR, LLC

By:   
Robert Felgar  
General Counsel  
11426 Rockville Pike, Suite 230  
Rockville, MD 20852

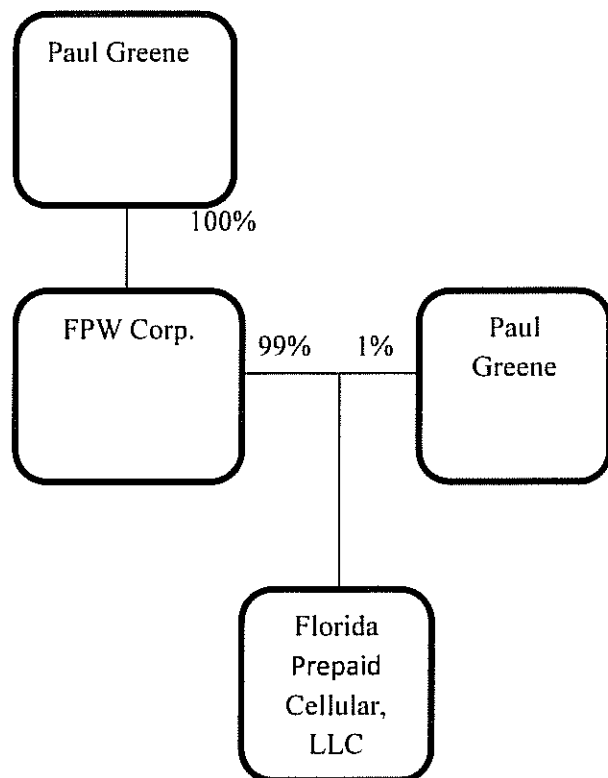
SPOT MOBILE CORPORATION

By:   
Charles Zwebner  
President and CEO  
300 71st Street  
Suite 500  
Miami Beach, FL 33141

Date: June 19, 2014

Attachment 1

The following chart explains the ownership structure of Florida Prepaid Cellular, LLC and sets forth the transferee's 10 percent or greater direct or indirect equity holders.



Mr. Paul Greene  
Citizen of the United States  
6118 Rosemont Circle  
Rockville, Maryland 20852  
Principal Business: CEO of Florida Prepaid Cellular, LLC

FPW Corp.  
Maryland corporation  
11426 Rockville Pike, Suite 230  
Rockville, Maryland 20852  
This company has no operations. It owns equity in Florida Prepaid Cellular, LLC.