

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

This filing notifies the Commission pursuant to Section 63.24(f) of the Commission's rules of the *pro forma* assignment of an international Section 214 authorization from and to subsidiaries controlled by Verizon Communications Inc. ("Verizon").¹ Specifically, on December 31, 2014, Midwest Wireless Wisconsin, L.L.C. ("Midwest WI") was merged into Alltel Communications, LLC ("Alltel") and eliminated. Alltel now holds the authorizations formerly held by Midwest WI. This restructuring does not change the ultimate ownership or control of the international 214 authorization; Verizon continues to control the authorizations at issue. Accordingly, the assignment was *pro forma* in nature.

Answer to Question 10 – Section 63.18(c)-(d):

The name, title, address and telephone for an officer of, and additional contact point for Alltel:

John T. Scott, III
Verizon Communications, Inc.
1300 I Street, NW – Suite 400 West
Washington, DC 20005
Tel: (202) 515-2412
john.scott@verizon.com

with a copy to:

Sarah Trosch
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1300 I Street, NW – Suite 400 West
Washington, DC 20005
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Midwest WI, formerly a Delaware limited liability company, held the following international Section 214 authorization that is subject of this *pro forma* assignment: ITC-214-20050819-00333 (global or limited global resale service).

Alltel, a Delaware limited liability company, already holds several international Section 214 authorizations: ITC-214-19970219-00097 (global resale service); ITC-214-19960404-00138 (individual switched resale service); ITC-214-20010427-00254 (global or limited global facilities-based and resale service).

¹ See 47 C.F.R. § 63.24(f).

Answer to Question 11 – Section 63.18(h):

Alltel is a wholly-owned, direct subsidiary of Alltel Corporation, a Delaware corporation with its primary address at One Verizon Way, Basking Ridge, NJ 07920. Alltel Corporation is a direct, wholly-owned subsidiary of AirTouch Cellular, a California corporation, with its primary address at 15505 Sand Canyon Avenue, Irvine, CA 92618. AirTouch Cellular is a wholly-owned, direct subsidiary of Verizon Wireless (VAW) LLC, a Delaware limited liability company, with its primary address at One Verizon Way, Basking Ridge, NJ 07920. Verizon Wireless (VAW) LLC is a wholly-owned, direct subsidiary of Cellco Partnership, a Delaware general partnership, with its primary address at One Verizon Way, Basking Ridge, NJ 07920.

Cellco Partnership d/b/a Verizon Wireless (“Verizon Wireless”) is a wholly-owned subsidiary of Verizon. Verizon owns Verizon Wireless through a series of intermediate entities reported herein.

Verizon owns 100% each of Verizon Ventures LLC, a Delaware limited liability company with its primary address at One Verizon Way, Basking Ridge, NJ 07920; NYNEX LLC, a Delaware corporation with its primary address at 1095 Avenue of the Americas, New York, NY 10036; and Verizon Business Global LLC, a Delaware limited liability company with its primary address at One Verizon Way, Basking Ridge, NJ 07920; and 91.3096% of GTE Corporation, a New York corporation with its primary address at 140 West Street, New York, NY 10007. Verizon Ventures LLC owns 1.4508% of GTE Corporation. NYNEX LLC owns 7.2396% of GTE Corporation. GTE Corporation owns 99.7% of GTE Wireless Incorporated, a Delaware corporation with its primary address at One Verizon Way, Basking Ridge, NJ 07920. Verizon Business Global LLC owns 100% of MCI Communications Corporation, a Delaware corporation with its primary address at One Verizon Way, Basking Ridge, NJ 07920; which in turn owns 100% of MCI International, Inc., a Delaware corporation with its primary address at One Verizon Way, Basking Ridge, NJ 07920; and Verizon Business Network Services Inc., a Delaware corporation with its primary address at One Verizon Way, Basking Ridge, NJ 07920. MCI International, Inc. and Verizon Business Network Services Inc. own 97.4% and 2.6%, respectively, of MCI International Services, Inc., a Delaware corporation with its primary address at One Verizon Way, Basking Ridge, NJ 07920. MCI International Services, Inc. owns 100% of MFS Globenet, Inc., a Delaware corporation with its primary address at 899 Heathrow Park Lane, Lake Mary, FL 32746. MFS Globenet, Inc. owns 0.3% of GTE Wireless Incorporated, a Delaware corporation with its primary address at One Verizon Way, Basking Ridge, NJ 07920. Verizon Business Network Services Inc. owns 100% of Terremark Worldwide, Inc., a Delaware corporation with its primary address at One Biscayne Tower, 2 South Biscayne Blvd., Suite 2800, Miami, FL 33131; which in turn owns 100% of MCI Broadband Solutions, Inc., a Delaware corporation with its primary address at 899 Heathrow Park Lane, Lake Mary, FL 32746. MCI Broadband Solutions, Inc. owns 100% of MCI Communications Services, Inc., a Delaware corporation with its primary address at One Verizon Way, Basking Ridge, NJ 07920; which owns 100% of Bell Atlantic Mobile Systems LLC, a Delaware limited liability company with its primary address at One Verizon Way, Basking Ridge, NJ 07920. The following indirect subsidiaries of Verizon hold direct ownership interests

in Verizon Wireless in the amounts indicated through this chain of ownership: GTE Wireless Incorporated (30.84%) and Bell Atlantic Mobile Systems LLC (24.16%).

Through a separate chain of ownership, Verizon Communications Inc. owns 100% of Verizon Americas Finance 1 Inc., a Delaware corporation with its primary address at One Verizon Way, Basking Ridge, NJ 07920. Verizon Americas Finance 1 Inc. owns 100% of Verizon Americas Finance 2 Inc., a Delaware corporation with its primary address at One Verizon Way, Basking Ridge, NJ 07920; which in turn owns 100% of Verizon Americas Holdings Inc., a Delaware corporation with its primary address at 899 Heathrow Park Lane, Lake Mary, FL 32746. Verizon Americas Holdings Inc. owns 100% of Verizon Americas Inc., a Delaware corporation with its primary address at One Verizon Way, Basking Ridge, NJ 07920; which in turn owns 100% of JV PartnerCo, LLC, a Delaware limited liability company with its primary address at One Verizon Way, Basking Ridge, NJ 07920, and Verizon Holdings LLC, a Delaware limited liability company with its primary address at One Verizon Way, Basking Ridge, NJ 07920. JV PartnerCo, LLC and Verizon Holdings LLC own 51.79% and 48.21%, respectively, of PCS Nucleus, L.P., a Delaware limited partnership with its primary address at One Verizon Way, Basking Ridge, NJ 07920. Through this chain, the following indirect subsidiaries of Verizon hold direct ownership interests in Verizon Wireless in the amounts indicated: JV PartnerCo, LLC (38.77%) and PCS Nucleus, L.P. (6.23%).

Verizon is a publicly traded corporation whose stock is widely held by the public with no person or entity known to own ten percent or more of the company's outstanding stock.

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 the international Section 214 authorization held by Midwest WI, an indirect wholly-owned subsidiary of Verizon. On December 31, 2014, Midwest WI was merged into Alltel and eliminated. Alltel now holds all of the licenses formerly held by Midwest WI.

This restructuring does not change the ultimate ownership or control of the international Section 214 authorizations, as Verizon has continued to control them 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.”²

² 1998 Biennial Review – Review of International Common Carrier Regulations, Report and Order, 14 FCC Rcd 4909, ¶ 42 (1999).