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A LIMITED LIABILITY PARTNERSHIP

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April 30, 2015

Via IBFS

Marlene Dortch
Secretary
Federal Communications Commission
445-12th Street SW
Washington, DC 20554

Re: Notification, pursuant to Section 63.24(f) of the Commission's Rules, of a *pro forma* intracorporate reorganization resulting in the merger of Hibernia Media, LLC, a holder of blanket domestic Section 214 authority and international Section 214 authority (File No. ITC-214-20100303-00093) into Hibernia Atlantic U.S. LLC which holds blanket domestic Section 214 authority and international Section 214 authority (File No. ITC-214-20090612-00283)

Dear Ms. Dortch:

Hibernia Media, LLC¹ ("Hibernia Media") and Hibernia Atlantic U.S. LLC² ("Hibernia Atlantic" and jointly, the "Companies"), by their attorneys, hereby notify the Federal Communications Commission ("Commission") of a *pro forma* merger transaction ("Merger") pursuant to Section 63.24(f) of the Commission's Rules that took place on April 1, 2015. Notice regarding this Merger has not been provided previously to the Commission.

Prior to the Merger, Hibernia Media held domestic Section 214 authority and international Section 214 authority from the Commission.³ Hibernia Atlantic holds domestic

¹ FRN: 0018185348.

² FRN: 0014190151.

³ See Notification, pursuant to Section 63.24(f) of the Commission's Rules, of a *pro forma* assignment of international Section 214 authority (File No. ITC-214-20100303-00093) (July 17, 2014) ("July 17 Notice"). Domestic authority was obtained by operation of rule. See 47 C.F.R. §63.01.

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Section 214 authority and international Section 214 authority.⁴ Hibernia Atlantic also holds a submarine cable landing license.⁵

Description of Merger

Prior to the Merger, the Companies were directly held by Hibernia NGS Limited (“Hibernia NGS”). In turn, equity in Hibernia NGS was directly held by Columbia Ventures Corporation (“CVC”) (60.1%), Murosa Development S.a.r.l. (“Murosa”) (27.9%) and CVC III Hibernia Blocker, Inc. (“CV Hibernia”) (12%).⁶

Effective April 1, 2015, Hibernia Media, a limited liability company formed under the laws of the State of Delaware, merged with and into Hibernia Atlantic, a limited liability company formed under the laws of the State of Washington. As a result of the Merger, all assets and liabilities of Hibernia Media have been assumed by Hibernia Atlantic.⁷

With this filing, the Companies notify the Commission that Hibernia Media has been merged into Hibernia Atlantic, with Hibernia Atlantic as the surviving entity. As noted above, Hibernia Atlantic already holds domestic and international Section 214 authority and a submarine cable landing license. Accordingly, Hibernia Atlantic does not intend to acquire Hibernia Media’s domestic and international Section 214 authorities as a result of the Merger. Hibernia Media’s domestic and international Section 214 authorities will be surrendered in a separate filing.

Following this Merger, Hibernia Atlantic continues to be directly owned by Hibernia NGS, as described above, and there has been no change in Hibernia NGS’ ownership. In short, as a result of the merger transaction, there has been no change in the ultimate control of Hibernia Media’s Section 214 authorizations and operations. Diagrams of the pre- and post-Merger corporate structures are provided as *Exhibit A*.

⁴ See File No. ITC-214-20090612-00283 (granted Dec. 11, 2009). Domestic authority was obtained by operation of rule. See 47 C.F.R. §63.01.

⁵ See File No. SCL-MOD-20020412-00022 (granted July 3, 2002) (modification of the Cable Landing License granted in SCL-LIC-19990804-00012).

⁶ Additional detail regarding ownership of CVC, Murosa and CV Hibernia is provided, *supra*, in subsection (e).

⁷ Note that, on January 12, 2015, the FCC granted consent to the consummation of a transaction whereby Murosa would assume a majority ownership interest in Hibernia NGS. That transaction has not yet been consummated. When it is, and Murosa assumes control of Hibernia NGS, a notice will be filed with the FCC as required under its rules.

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In accordance with Section 63.24(f)(2) of the Commission's Rules, the Companies provide the information requested in paragraphs (a) through (d) and (h) of Section 63.18 of the Commission's Rules.

- (a) Name, address and telephone number of the parties:

Hibernia Atlantic U.S. LLC
25 De Forest Avenue, Suite 108
Summit, NJ 07901
Tel: (978) 460-1987

Hibernia Media, LLC
25 De Forest Avenue, Suite 108
Summit, NJ 07901
Tel: (978) 460-1987

- (b) Hibernia Atlantic is a limited liability company formed under the laws of the State of Washington. Hibernia Media is a limited liability company formed under the laws of the State of Delaware.

- (c) Correspondence concerning this filing should be sent to:

Edward A. Yorkgitis, Jr.
Denise N. Smith
Kelley Drye & Warren LLP
3050 K Street, N.W.
Washington, D.C. 20007
Tel: (202) 342-8400
eyorkgitis@kelleydrye.com
dsmith@kelleydrye.com

- (d) Both before and after the Merger, Hibernia Atlantic held an international Section 214 license to provide global or limited global facilities-based and resale international telecommunications services, granted in File No. ITC-214-20090612-00283 on December 11, 2009; domestic section 214 authority obtained by operation of rule, *see* 47 C.F.R. §63.01, and a submarine cable landing license granted in File No. SCL-MOD-20020412-00022 (granted July 3, 2002) (modification of the Cable Landing License granted in SCL-LIC-19990804-00012). Prior to the Merger, Hibernia Media held an international Section 214 license to provide global or limited global facilities-based and resale international telecommunications services, pursuant to a *pro forma* assignment of

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international Section 214 authority in File No. ITC-214-20100303-00093 on July 17, 2014, and a domestic section 214 authority obtained by operation of rule, *see* 47 C.F.R. §63.01.

- (e) Both before and after the Merger, the following individuals or entities held prior to the Merger and currently holds, following the Merger, 10% or greater ownership interest in Hibernia Atlantic:

Hibernia NGS. Hibernia NGS held prior to the Merger and currently holds, following the Merger, 100% of the issued and outstanding equity of Hibernia Atlantic. Hibernia NGS is a company formed under the laws of the Republic of Ireland with an office at International Exchange Centre, Clonsaugh Industrial Estate, Dublin 17, Ireland. Hibernia NGS' principal business is that of a holding company.

Columbia Ventures Corporation ("CVC"). CVC is a corporation formed under the laws of the State of Washington. CVC owns and operates a portfolio of telecommunications companies and a small number of manufacturing businesses around the world. Mr. Kenneth D. Peterson, Jr., a U.S. citizen, held prior to the Merger and currently holds, following the Merger, 100% of the issued and outstanding equity of CVC. Mr. Peterson is Chief Executive Officer, Chairman and Founder of CVC. The address of CVC and Mr. Peterson is 12503 SE Mill Plain Blvd., Suite 120, Vancouver, WA 98684. CVC held prior to the Merger and currently holds, following the Merger, 60.1% of the issued and outstanding equity of Hibernia NGS which, in turn, owns all of the membership interests in Hibernia Atlantic. Pursuant to the Commission's ownership attribution rules, CVC and Mr. Peterson currently hold and will hold, after the Merger, a 10% or greater ownership interest in Hibernia Atlantic.

Murosa Development S.a.r.l. ("Murosa"). Murosa is an investment company organized under the laws of Luxembourg. Murosa's registered offices are at 6, rue Guillaume Schneider, L-2522 Luxembourg. Murosa held prior to the Merger and currently holds, following the Merger, 27.90% of the issued and outstanding equity of Hibernia NGS which, in turn, owns all of the membership interests in Hibernia Atlantic. Pursuant to the Commission's ownership attribution rules, Murosa held prior to the Merger and currently holds, following the Merger, a 10% or greater ownership interest in Hibernia Atlantic.

KCK-FHN Ltd. ("KCK-FHN"). KCK-FHN is a holding company organized under the laws of the Cayman Islands. Its registered address is Maples Corporate Services Limited, P.O. Box 309 Uglund House, Grand Cayman, KY1 – 1104, Cayman Islands. KCK-FHN directly held prior to the Merger and currently holds, following the Merger, 100% of the issued and outstanding equity of Murosa and, consequently, indirectly owns 27.90% of the issued and outstanding equity of Hibernia NGS. Pursuant to the Commission's ownership attribution rules, KCK-FHN held prior

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to the Merger and currently holds, following the Merger, a 10% or greater ownership interest in Hibernia Atlantic.

KCK Limited (“KCK”). KCK is a family-owned and run financial investment business that is owned by five members of the Clin / Kassar family. KCK is incorporated under the laws of the British Virgin Islands with its registered offices at c/o OMC Chambers, Wickhams Cay 1, Road Town, Tortola, British Virgin Islands. KCK holds significant investments in a diverse range of business sectors including clean technologies, utilities, telecommunications, technology, media, energy, real estate, basic material, consumer finance and business services. KCK directly held prior to the Merger and currently holds, following the Merger, 100% of the issued and outstanding equity of KCK-FHN and, consequently, indirectly held prior to the Merger and currently holds, following the Merger, 100% of the ownership of Murosa.

The following individuals or entities hold a 10% or greater interest in KCK:

Name	Ownership in KCK	Address	Nationality
Jean François Clin	42.5%	7 Pollock's Path, The Peak, Hong Kong	Born: France Citizenship: French
Radwan Karim Kassar	21.25%	6 Wadham Gardens, NW3 3DP, London, UK	Born: Lebanon Citizenship: Lebanese / French
Annabel Karim Kassar	21.25%	6 Wadham Gardens, NW3 3DP, London, UK	Born: France Citizenship: French / Lebanese
Nael Karim Kassar	10%	10 Ulster Terrace, NW1 4PJ, London, UK	Born: France Citizenship: French / Lebanese
Kamal Karim Kassar	5%	Satwa, Rue 30D - Villa 110, Dubai, UAE	Born: Lebanon Citizenship: Lebanese / French

Pursuant to the Commission’s ownership attribution rules, only Jean François Clin held prior to the Merger and currently holds, following the Merger, a 10% or greater ownership interest in Hibernia Atlantic.

CVC III Hibernia Blocker, Inc. (“*CV Hibernia*”). CV Hibernia is an investment company formed under the laws of the State of Delaware with a principal place of business at c/o Constellation Growth Capital LLC, 40 West 57th Street, New York, New York, 10019. CV Hibernia held prior to the Merger and currently holds, following the Merger, 12% of the issued and

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outstanding equity of Hibernia NGS which, in turn, owns all of the membership interests in Hibernia Atlantic. CV Hibernia is directly owned by three investment funds, which hold 99% of the ownership interests in CV Hibernia, and ownership interests in those funds are held by a number of entities. However, pursuant to the Commission's ownership attribution rule, neither the three investment funds nor the entities that hold ownership interests in those funds, held prior to the Merger and currently holds, following the Merger, a 10% or greater ownership interest in Hibernia Atlantic.

Apart from those identified above, no other individual or entity held prior to the Merger and currently holds, following the Merger, a 10% or greater ownership interest in Hibernia Atlantic under the FCC's ownership attribution rules.

Interlocking Directorates:

Each of the following individuals is an officer or director of Hibernia Atlantic as well as an officer or director of a foreign carrier as described below:

- Kenneth D. Peterson, Jr.: Hibernia Atlantic Cable System Limited, Hibernia Atlantic (UK) Limited, Hibernia Atlantic Communications (Canada) Company, Hibernia Atlantic (NI) Limited and Magnet Networks Limited)
- Bjarni Thorvardarson: Hibernia Atlantic Cable System Limited, Hibernia Atlantic (UK) Limited, Hibernia Atlantic Communications (Canada) Company and Hibernia Atlantic (NI) Limited.
- James Prenetta: Hibernia Atlantic Cable System Limited, Hibernia Atlantic (UK) Limited, Hibernia Atlantic Communications (Canada) Company, and Hibernia Atlantic (NI) Limited)
- Lloyd Jarkow: Hibernia Atlantic Cable System Limited, Hibernia Atlantic (UK) Limited, Hibernia Atlantic Communications (Canada) Company, and Hibernia Atlantic (NI) Limited)

Finally, pursuant to Section 63.24(f)(ii) of the Commission's Rules, the Companies provide, as **Exhibit B**, certification that the merger was *pro forma* and that, together with all previous *pro forma* transactions, it does not result in a change in the actual controlling party for the Companies.

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Please contact the undersigned counsel if you have any questions regarding this matter.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "E. Yorkgitis, Jr.", written in a cursive style.

Edward A. Yorkgitis, Jr.
Denise N. Smith
Kelley Drye & Warren LLP
3050 K Street, NW
Suite 400
Washington, D.C. 20007-5108

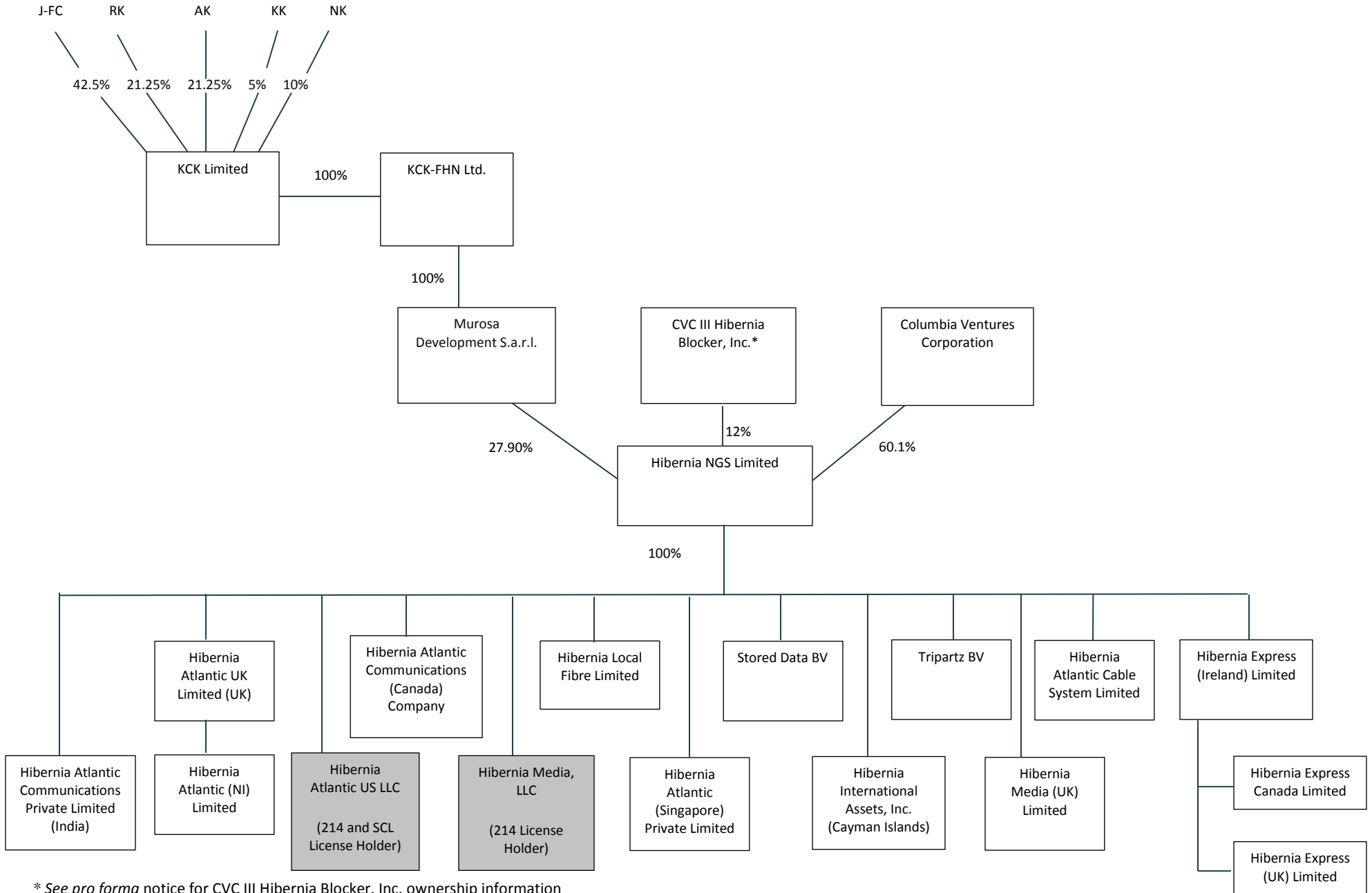
*Counsel for Hibernia Atlantic U.S. LLC and
Hibernia Media LLC*

EXHIBITS

Exhibit A	Diagrams of the Corporate Ownership Structure of Hibernia Atlantic U.S. LLC and Hibernia Media, LLC Prior to, and Following, the consummation of the Merger
Exhibit B	Certifications

Hibernia Media, LLC/Hibernia Atlantic U.S. LLC

Pre-Merger Ownership

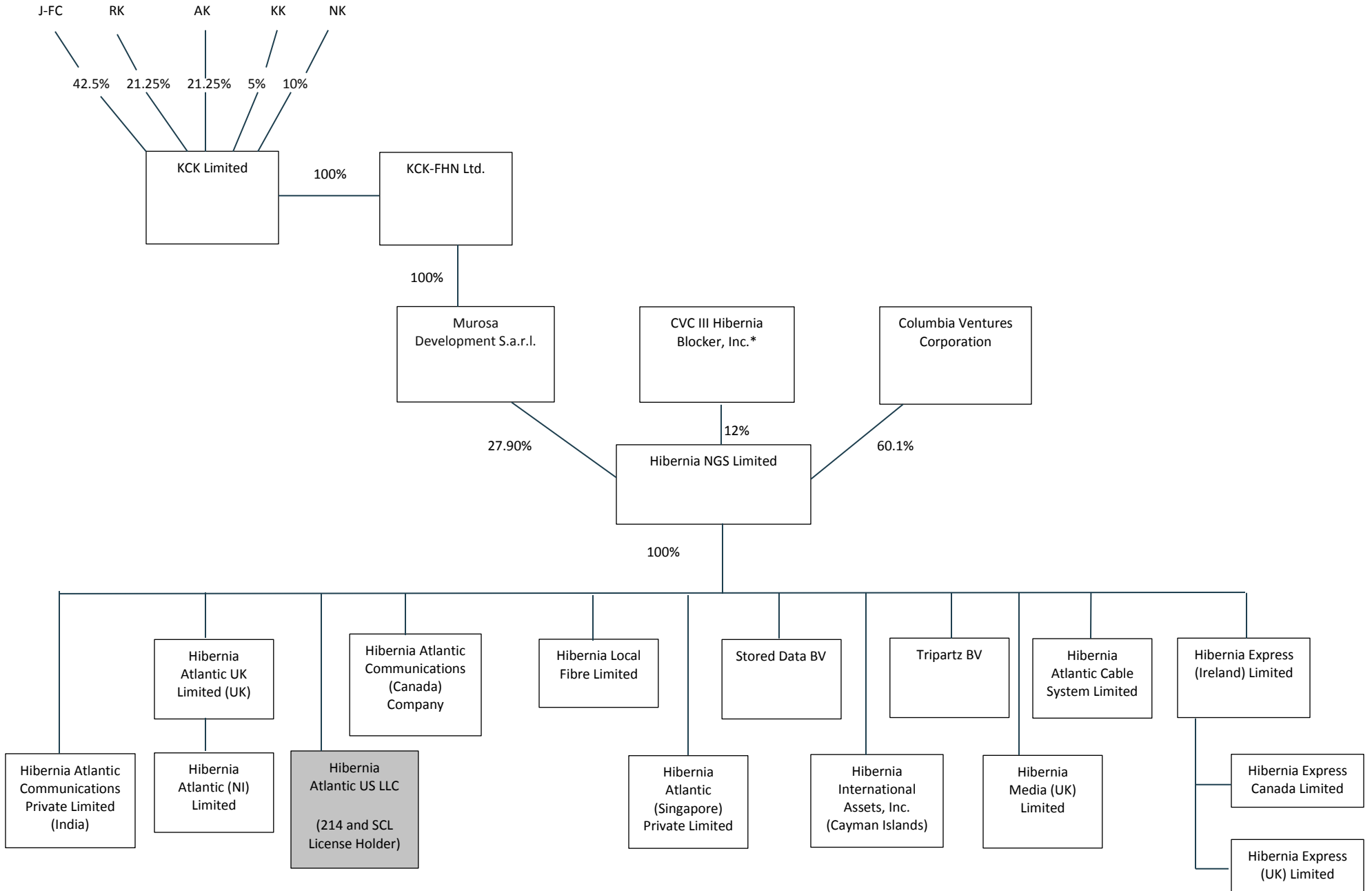


* See pro forma notice for CVC III Hibernia Blocker, Inc. ownership information

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Hibernia Media, LLC/Hibernia Atlantic U.S. LLC

Post-Merger Ownership

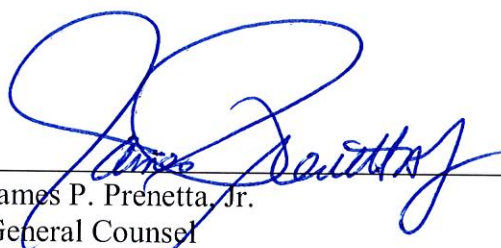


* See pro forma notice for CVC III Hibernia Blocker, Inc. ownership information

Certification

The undersigned hereby certifies, on behalf of Hibernia Atlantic U.S. LLC and Hibernia Media, LLC, with respect to the foregoing notification of a *pro forma* Merger, that the statements in the notification are true and correct to the best of my belief and are made in good faith; that the Merger was *pro forma* as described in Section 63.24(a) of the Commission's Rules; and that this transaction, together with all previous *pro forma* transactions, did not result in a change in ultimate control.

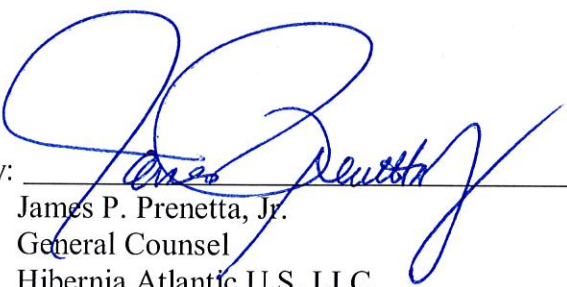
By: _____


James P. Prenetta, Jr.
General Counsel
Hibernia Media, LLC
c/o Hibernia Atlantic U.S. LLC
25 De Forest Avenue, Suite 108
Summit, NJ 07901

Date: April 30, 2015

Certification

The undersigned hereby certifies, on behalf of Hibernia Atlantic U.S. LLC and with respect to the foregoing notification of a *pro forma* Merger, that the statements in the notification are true and correct to the best of my belief and are made in good faith; that the Merger was *pro forma* as described in Section 63.24(a) of the Commission's Rules; and that this transaction, together with all previous *pro forma* transactions, did not result in a change in ultimate control.

By: 
James P. Prenetta, Jr.
General Counsel
Hibernia Atlantic U.S. LLC
25 De Forest Avenue, Suite 108
Summit, NJ 07901

Date: April 30, 2015