

**ATTACHMENT 1 TO FCC ELECTRONIC FORM**  
**Notification of *Pro Forma* Assignment**

Pursuant to Section 214 of the Communications Act of 1934, as amended, (“the Act”), 47 U.S.C. § 214, and Section 63.24(f) of the Commission’s rules, 47 C.F.R. § 63.24(f), MCI International Services, Inc. (“MCI International”) and MCI Communications Corporation (“MCI Communications”) notify the Federal Communications Commission (“Commission” or “FCC”) of the *pro forma* assignment of an international Section 214 authorization held by MCI International to its indirect parent, MCI Communications Corporation, as part of a planned internal corporate restructuring. This transaction closed on February 2, 2016. MCI International and MCI Communications are both indirect wholly owned subsidiaries of Verizon Communications Inc. (“Verizon”). The restructuring does not change the ultimate ownership or control of the international Section 214 authorization; Verizon continues to control the authorization at issue. Accordingly, the assignment was *pro forma* in nature.

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

Correspondence concerning this notification should be sent to:

Contact Information:

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Place of Formation:

MCI International and MCI Communications are Delaware corporations.

International Section 214 Authority:

MCI International holds the international Section 214 authorization that is the subject of this *pro forma* assignment application, File No. ITC-214-19961003-00486 (authorization to

provide global facilities-based and global resale services). In addition, MCI International holds several other international Section 214 authorizations, including File Nos. ITC-214-19920105-00120, ITC-214-19930217-00251, ITC-214-19931024-00252, ITC-214-19940520-00388, ITC-214-19950530-00027, and ITC-214-19971014-00621. These additional authorizations were not assigned as part of the instant transaction.

MCI Communications Corporation holds several international Section 214 authorizations, including File Nos. ITC-214-19950608-00004, ITC-214-19880217-00003, ITC-214-19900821-00010, ITC-214-19930723-00134, ITC-214-19930817-00161, ITC-214-19931221-00241, ITC-214-19940103-00389, ITC-214-19940103-00390, ITC-214-19940425-00148, ITC-214-19941221-00008, ITC-214-19961231-00659.

**Answer to Question 11 - Section 63.18(h):**

MCI Communications, the assignee, is located at One Verizon Way, Basking Ridge, NJ 07920. MCI Communications is wholly owned by Verizon, a Delaware corporation with its primary address at 1095 Avenue of the Americas, New York, NY 10036. Verizon is a publicly traded company with no person or entity known to own ten percent or more of the company's outstanding stock.

**Answer to Question 13:**

Verizon hereby notifies the Commission of the *pro forma* assignment of international Section 214 authorization held by MCI International to MCI Communications, an indirect parent company of MCI International, as part of a planned internal corporate restructuring involving regulated indirect wholly owned subsidiaries of Verizon. This transaction closed on February 2, 2016.

MCI International and MCI Communications are both wholly owned subsidiaries of Verizon. Because the assignment did not change the ultimate control of the international Section 214 authorizations at issue (they remain controlled by Verizon), it is *pro forma* in nature.<sup>1</sup> The Commission has stated that, in situations “where no substantial change of control will result from the transfer or assignment, grant of the application is deemed presumptively in the public interest.”<sup>2</sup>

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<sup>1</sup> *In re Fed. Communications Bar Ass'n's Petition for Forbearance from Section 310(d) of the Communications Act Regarding Non-Substantial Assignments of Wireless Licenses & Transfers of Control Involving Telecomms. Carriers*, Memorandum Opinion and Order, 13 FCC Rcd. 6293, 6299, ¶ 8 (1998) (“*FCBA Forbearance Order*”) (“corporate reorganization which involves no substantial change in the beneficial ownership of the corporation” is *pro forma* in nature); *cf.* 47 C.F.R. § 63.24(d).

<sup>2</sup> *Id.* at 6295, ¶ 2. *See also 1998 Biennial Review – Review of International Common Carrier Regulations*, Report and Order, 14 FCC Rcd 4909, ¶ 42 (1999) (finding 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.”).