

ATTACHMENT 1

**Notification of *Pro Forma* Assignment of International Section 214 Authorization
FCC File No. ITC-214-19991203-00766**

Pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214, and Section 63.24(f) of the Commission's rules, 47 C.F.R. § 63.24(f), this filing hereby notifies the Federal Communication Commission ("Commission or "FCC") of the *pro forma* assignment of the international Section 214 authorization held by PhillieCo, L.P., a Delaware limited partnership to PhillieCo, LLC, a Delaware limited liability company, effective March 24, 2016.

Answer to Question 10

Contact Information for the Assignor and Assignee, pursuant to § 63.18(c)

Maria Cattafesta
Senior Counsel, Government Affairs
Sprint Corporation
900 7th Street, NW
Suite 700
Washington, D.C. 20001
(O) 703-592-5110
maria.cattafesta@sprint.com

International Section 214 Authorizations of Assignor and Assignee, pursuant to § 63.18(d)

PhillieCo, L.P. originally held the international 214 authorization that is the subject of this notification: ITC-214-19991203-00766.

PhillieCo, LLC holds no international 214 authorization other than the authorization that is the subject of this notification: ITC-214-19991203-00766.

Answer to Question 11

10 Percent Ownership Information of Assignee (PhillieCo, LLC), pursuant to § 63.18(h)

Name:	PhillieCo Sub, L.P.
Address:	6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership:	99% of PhillieCo, LLC
Citizenship:	USA
Principal Business:	Holding Company

PhillieCo Sub, L.P. is a subsidiary of PhillieCo Partners I, L.P.

Name:	PhillieCo Partners I, L.P.
Address:	6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership:	99% of PhillieCo Sub, L.P.
Citizenship:	USA
Principal Business:	Holding Company

**Notification of *Pro Forma* Assignment of International Section 214 Authorization
FCC File No. ITC-214-19991203-00766**

PhillieCo Partners I, L.P. is a subsidiary of Sprint Enterprises, L.P., SWV Four, Inc. and SWV Five, Inc.

Name: Sprint Enterprises, L.P.
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 47.1% of PhillieCo Partners I, L.P.
Citizenship: USA
Principal Business: Holding Company

Name: SWV Four, Inc.
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 17.6% of PhillieCo Partners I, L.P.
Citizenship: USA
Principal Business: Holding Company

Name: SWV Five, Inc.
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 35.3% of PhillieCo Partners I, L.P.
Citizenship: USA
Principal Business: Holding Company

Sprint Enterprises, L.P. is a wholly-owned subsidiary of UCOM, Inc. and US Telecom, Inc.

Name: UCOM, Inc.
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 48.99% of Sprint Enterprises, L.P.
Citizenship: USA
Principal Business: Holding Company

Name: US Telecom, Inc.
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 51.01% of Sprint Enterprises, L.P.
Citizenship: USA
Principal Business: Telecommunications

UCOM, Inc. and US Telecom, Inc. are wholly-owned subsidiaries of Sprint Communications, Inc.

SWV Four, Inc. and SWV Five, Inc. also are wholly-owned subsidiaries of Sprint Communications, Inc.

Name: Sprint Communications, Inc.
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 100% of UCOM, Inc.; US Telecom, Inc.; SWV Four, Inc.; and SWV Five, Inc.
Citizenship: USA
Principal Business: Holding Company

**Notification of *Pro Forma* Assignment of International Section 214 Authorization
FCC File No. ITC-214-19991203-00766**

Sprint Communications, Inc. is a wholly-owned subsidiary of Sprint Corporation.

Name: Sprint Corporation
Address: 6200 Sprint Parkway, Overland Park, Kansas 66251
Percentage Ownership: 100% of Sprint Communications, Inc.
Citizenship: USA
Principal Business: Holding Company

Sprint Corporation is a subsidiary of Starburst I, Inc.

Name: Starburst I, Inc.
Address: One Circle Star Way
San Carlos, CA 94070
Percentage Ownership: Approximately 78% of Sprint Corporation
Citizenship: USA
Principal Business: Holding Company

Starburst I, Inc. is a wholly-owned subsidiary of SOFTBANK GROUP CORP.

Name: SOFTBANK GROUP CORP.
Address: 1-9-1 Higashi-shimbashi, Minato-ku, Tokyo 105-7303 Japan
Percentage Ownership: 100% of Starburst I, Inc.¹
Citizenship: Japan
Principal Business: Holding Company

The following individual is the only owner of 10 percent or more of SOFTBANK GROUP CORP.

Name: Masayoshi Son
Address: c/o SOFTBANK GROUP CORP.
1-9-1 Higashi-shimbashi, Minato-ku, Tokyo 105-7303 Japan
Percentage Ownership: Approximately 19% of SOFTBANK GROUP CORP.
Citizenship: Japan
Principal Business: Chairman and CEO of SOFTBANK GROUP CORP.

¹ Galaxy Investment Holdings, Inc., a U.S. company, owns approximately 5 percent of Sprint Corporation and is a wholly-owned subsidiary of Softbank Group Corp. Accordingly, taking the ownership interests of both Starburst I, Inc. (approximately 78 percent) and Galaxy Investment Holdings, Inc. (approximately 5 percent) into account, Softbank Group Corp's beneficial ownership of Sprint Corporation is approximately 83 percent.

**Notification of *Pro Forma* Assignment of International Section 214 Authorization
FCC File No. ITC-214-19991203-00766**

Answer to Question 12

Interlocking Directorate Information, pursuant to §§ 63.18(h) and 63.09

Timothy P. O'Grady, Vice President and Secretary of PhillieCo, LLC, is also an officer or director of the following foreign carriers:

- Alternate General Manager, Sprint International Colombia Ltda (in Colombia)
- Director, Sprintlink Ireland Ltd. (in Ireland)
- Director, Sprint International Holding, Inc. (Japanese Branch) (in Japan)

Stefan K. Schnopp, Assistant Secretary of PhillieCo, LLC, is also an officer or director of the following foreign carriers:

- Director, Sprint International Australia Pty Ltd (in Australia)
- Director, Sprint International Austria GmbH (in Austria)
- Manager, SprintLink Belgium BVBA (in Belgium)
- Director, President and Secretary, Sprint International Communications Canada ULC (in Canada)
- Representative, Sprint International Chile Ltda (in Chile)
- General Manager, Sprint International Colombia Ltda. (in Colombia)
- Managing Director, Sprint International Czech Republic S.R.O. (in the Czech Republic)
- Director, SprintLink Denmark ApS (in Denmark)
- President, Sprintlink France SAS (in France)
- Director, SprintLink Germany GmbH (in Germany)
- Director, Sprint Hong Kong Ltd (in Hong Kong)
- Managing Director, Sprint International Hungary (in Hungary)
- Director, SprintLink Ireland Ltd (in Ireland)
- Director, SprintLink Italy S.r.l. (in Italy)
- Director, Sprint International Japan Corporation (in Japan)
- Director, Sprint International Holding, Inc (Japanese Branch) (in Japan)
- Director, Sprint International Korea (in Korea)
- Director, Sprintlink International Malaysia SDN. BHD. (in Malaysia)
- Manager, SIHI Mexico S. de R.L. de C.V. (in Mexico)
- Director, SprintLink Netherlands B.V. (in the Netherlands)
- Director, Sprint International New Zealand (in New Zealand)
- Chairman, Sprint International Norway AS (in Norway)
- Management Board Member, Sprintlink Poland sp. z o.o. (in Poland)
- Director, Sprint International Communications Singapore Pte Ltd (in Singapore)
- Director, Sprint International Spain, S.L. (in Spain)
- Board Member and Chairman, SIHI Scandinavia AB (in Sweden)
- Manager-President, SprintLink International (Switzerland) GmbH (in Switzerland)
- Director, Sprint International Taiwan Ltd. (in Taiwan)
- Director, Sprint (Thailand) Limited (in Thailand)
- Director, SprintLink UK Ltd (in the United Kingdom)
- Director, Sprint International Venezuela, S.R.L. (in Venezuela)

**Notification of *Pro Forma* Assignment of International Section 214 Authorization
FCC File No. ITC-214-19991203-00766**

Answer to Question 13

Means by which the assignment has taken place

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 international Section 214 authorization File No. ITC-214-19991203-00766 as part of an internal corporate restructuring. This *pro forma* assignment is effective as of March 24, 2016.

Assignments “that do not result in a change in the actual controlling party are considered non-substantial or *pro forma*”, pursuant to Section 62.24(d) of the Commission’s rules, 47 C.F.R. § 63.24(d). In particular, a “[c]orporate reorganization that involves no substantial change in the beneficial ownership of the corporation (including . . . change in form of the business entity)” are “presumptively *pro forma* and prior approval need not be sought.” Note 2 of Section 62.24(d) of the Commission’s rules, 47 C.F.R. § 63.24(d), Note 2.

In this case, PhillieCo, L.P. changed its form of business entity from a limited partnership to a limited liability company. No substantial change in the beneficial ownership of the company occurred as a result of this change in form. Accordingly, this assignment is *pro forma* in nature.