

Attachment 1

Prime Time Ventures, LLC dba Infostructure

**INTERNATIONAL SECTION 214 AUTHORIZATIONS
FOR ASSIGNMENT OR
TRANSFER OF CONTROL**

Answer to Question 10

Pursuant to Section 63.18(c) and (d) of the Commission's rules, 47 C.F.R. § 63.18(c) and (d), Prime Time Ventures, LLC dba Infostructure responds as follows:

(c) The name, title, post office address, and telephone number of the officer and any other contact point, such as legal counsel, to whom correspondence concerning the application is to be addressed;

Jeff Rhoden
Director
Prime Time Ventures, LLC dba Infostructure
Jeff Rhoden
288 S Pacific Hwy
Talent, OR 97540
Telephone: 541.773.5000

And to

Andrew O. Isar
Miller Isar, Inc.
4423 Point Fosdick Drive NW
Suite 306
Gig Harbor, WA 98335
Telephone: 253.851.6700

(d) A statement as to whether the applicant has previously received authority under Section 214 of the Act and, if so, a general description of the categories of facilities and services authorized (i.e., authorized to provide international switched services on a facilities basis);

Applicant has received authority under Section 214 of the Act for Global or Limited Global Resale Service pursuant to 47 C.F.R. §63.18(e)(2) to provide international switched services on a resold and facilities-based basis, in file number [ITC-214-20100730-00330](#) on September 23, 2010.

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Continued

Answer to Question 13

The means by which the proposed assignment or transfer of control will take place. In circumstances of a substantial assignment or transfer of control pursuant to [Section 63.24\(e\)](#), where the assignor seeks authority to assign only a portion of its U.S. international assets and/or customer base, please specify whether the assignor requests authority to continue to operate under any or all of its international Section 214 File Nos. after consummation; and, if so, please specify in Attachment 1 each File No. it seeks to retain in its own name.

Prime Time Ventures, LLC dba Infostructure (“PTV” or “Transferor”) and Origin Networks, LLC dba Infostructure (“Origin” or “Transferee”) will engage in a transfer of control from PTV to Origin. PTV and Origin are affiliates and wholly-owned subsidiaries of Prime Time Holdings, LLC, a U.S. Corporation. The Companies’ shared management team has determined that original basis to maintain two separate entities that provide like services no longer applies. PTV’s assets are being consolidated under Origin and PTV is being dissolved as a legal entity, accordingly. This transaction is not associated with any bankruptcy proceeding.

PTV assets primarily compromise its subscriber base, interconnection agreements, and operations data. In that the Origin and PTV share management and staff, operations, service offerings and billing systems, there will be no impact on staff or operations, save for the administrative process of separately accounting for PTV operations. Pursuant to corporate resolution, PTV assets will be transferred to Origin effective April 1, 2017, or upon the grant of state regulatory approvals, as may apply.

The transaction will be entirely transparent to subscribers. Subscribers will continue to be billed directly under the Infostructure name and will have no indication of the existence of separate operating affiliates.

Once PTV assets are transferred to Origin, PTV will be dissolved as a legal entity and cease to exist. As Origin maintains its own international section 214 operating authority,¹ PTV requests that its international section 214 operating authority² be cancelled effective April 1, 2017.

This transfer of control is considered a *pro forma* transfer of control that will not result in a change in the actual controlling party, as set forth in Section 63.24(d) of the Commission’s rules, 47 C.F.R. §63.24(d), and does not constitute a substantial transfer of control pursuant to Section 63.24(e), 47 C.F.R. §63.24(e).

¹ File No. [ITC-214-20140619-00288](#).

² File No. ITC-214-20100730-00330.

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**INTERNATIONAL SECTION 214 AUTHORIZATIONS
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Continued

Answer to Question 19

19. If the assignee, or the Section 214 holder that is the subject of this transfer of control application, is a provider of Commercial Mobile Radio Services, you need not answer this question. If any of the Section 214 authorization(s) that would be assigned or transferred, authorize the Section 214 holder to resell the international switched services of an unaffiliated U.S. carrier for the purpose of providing international telecommunications services to a country listed in response to question 14, and unless you have provided information in response to question 16 to demonstrate that the Section 214 holder would qualify for non-dominant classification under [Section 63.10\(a\)\(3\)](#) of the rules for each country, check "Yes" below to certify that the assignee/transferee will file the quarterly traffic reports required by [Section 43.61\(c\)](#) of the rules; and/or state in Attachment 1 that the foreign carrier(s) for which the applicant has not made a showing under [Section 63.10\(c\)\(3\)](#) do(es) not collect settlement payments from U.S. international carriers. (See [Section 63.18\(l\)](#).)

Applicant is neither a foreign carrier or affiliated with a foreign carrier, nor will the section 214 holder be affiliated with a foreign carrier as set forth in Section 63.18(i), 47 C.F.R. §63.18(i), following consummation of the proposed transfer of control.

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Answer to Question 20

20. If the applicant desires streamlined processing pursuant to [Section 63.12](#) of the rules, provide in Attachment 1 a statement of how the application qualifies for streamlined processing. ([See Section 63.18\(p\).](#)) Note that, if the application is being filed in connection with a sale of assets or reorganization of a carrier or its parent pursuant to the U.S. bankruptcy laws, the application may not be eligible for streamlined processing until final bankruptcy court approval of the proposed sale or reorganization.

Applicant requests streamlined processing of its application, to the extent applicable. This application pertains to a *pro forma* transfer of control between two affiliates and wholly owned subsidiaries of a domestic U.S. corporation. As a *pro forma* transfer of control pursuant to Section 63.24(d), 47 C.F.R. §64.23(d), no separate Commission approval is required. The *pro forma* transfer of control is not associated with any bankruptcy, and involves no foreign carrier.