

Description of Transaction

SIP.US, LLC (the “Licensee”) is currently a limited liability company organized under the laws of Florida. The Licensee is owned by BCM One Group Holdings, Inc. The Licensee has been converted from a limited liability company organized under the laws of Florida to a limited liability company under the laws of Delaware. The ownership of the Licensee remains the same and there will be no change in the management or operations of the Licensee in connection with the transaction. The transaction therefore requires only notification of *pro forma* assignment.¹

¹ *See, e.g.*, 47 C.F.R. § 63.03(d) (defining pro forma transfers to include “corporate reorganization which involves no substantial change in the beneficial ownership of the corporation” and “assignment or transfer from a corporation to a wholly owned subsidiary thereof or vice versa, or where there is an assignment from a corporation to a corporation owned or controlled by the assignor stockholders without substantial change in their interests.”)