

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)
)
Hablax, Inc. FRN: 0027048479)
(Licensee and Assignor))
)
And) **File No.: ITC-214-20180104-00004**
Hablax, Inc. FRN: 0028263747) **FRN: 0027048479**
(Assignee))
)
)
Fidel Garcia FRN: 0028264232)
(Assignor))
)
)
Application for *Pro Forma* Assignment of)
International global resale)
Authority Pursuant to Section 214 of the)
Communications Act of 1934, as amended.)
_____)

**APPLICATION FOR PRO FORMA ASSIGNMENT
OF INTERNATIONAL AUTHORITY OF
HABLAX, INC. (FL)**



By and through its Attorney:
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Application

Hablax Inc., a Florida company (“**Licensee**”) (“**Assignor**”) with its sole stockholder Mr. Fidel Garcia, (“**Assignor(s)**”), and together with Hablax, Inc., a Delaware company (“**Applicant**” and “**Assignee**”), herein collectively called the "Applicants," hereby give notice of and request record of a *pro forma* assignment of Licensee’s international authority pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. Section 214 *et. al.* (1982), and Section 63.18 of the Federal Communication Commission's (hereafter called “Commission”) Rules, 47 C.F.R. Section 63.18, in order to provide global or limited international resale services between the United States and international points, under a new corporate holding structure. In support of this application, the Applicants state as follows:

I. **INTRODUCTION: Summary of the Contemplated Pro Forma Assignment**

The **Licensee** is a telecommunications carrier that provides international telecommunications services pursuant to authority by the Commission under **ITC-214-20150219-00046. Hablax, Inc. (FL)** provides international telecommunications services on a Non-Interconnected VoIP basis to the public. **Licensee** has operated since 01/26/2018. Shares of the Licensee are held by **Assignor, Mr. Fidel Garcia** (hereinafter “**Garcia**”) who is a U.S. Citizen. Garcia is the sole owners of **Hablax, Inc.** (Delaware) and now seeks to re-organize the structure of his holdings in the telecommunications sector under a corporate structure wherein the **Licensee** will assign and transfer to **Assignee Hablax, Inc.** (Delaware) which would thereafter be controlled by the exact same beneficial owner, Garcia himself, and in the exact same ownership percentage by which Hablax, Inc. (FL) is presently held. The purpose of the re-structure is to better distinctively manage the services nationwide. Post *pro forma* Transfer, the authority of **Hablax, Inc. (FL)** will be assigned and operated directly by **Assignee Hablax Inc. (DE)** under **Garcia**’s sole direct control. Hablax, Inc. (FL) will either become an inactive company or voluntarily dissolve within next year. However in no case will it offer telecommunication services. See “Post Pro Forma Transfer” structure diagram on page 15 of this Application. The assignment contemplated will not affect:

- 1.) Control structure wherein the present beneficial owner (Garcia) may appoint more than 50 percent of the board of directors of the Licensee;
- 2.) The present beneficial owner’s control to appoint, promote, demote, or fire senior executives controlling the daily activities of the Licensee;
- 3.) The present beneficial owner’s existing ability to play an integral role in major management decisions of the Licensee;
- 4.) The present beneficial owner’s existing ability to receive monies or profits from the facilities’ operations; or
- 5.) The present beneficial owner’s existing use of all of Licensees facilities and equipment.

Insofar as the assignment contemplated is *non-substantive* and *pro forma* in nature, the applicants desire streamline treatment of this application. Assignor and its beneficial owner (Garcia) have recently been granted authority by the Commission within the past year. There

have been no changes to information of the Assignor Garcia or the Licensee since that time. Furthermore, the result of this *pro forma* transfer will not affect the daily operations of the Licensee, discontinue or impair existing services, or affect any other continuing obligations to customers, other carriers or consumers of service.

Applicant Assignee Hablax Inc. (DE) is a Delaware limited liability company under the sole control of Garcia. Its sole owner has been previously approved by the Commission under the Licensee's original application.¹ Garcia, holds one hundred percent (100%) of membership units of **Assignee** Hablax, Inc. (DE). Hablax, Inc. (DE) is not affiliated with any foreign carrier in a destination market that is dominant, nor does it have an affiliation with any dominant U.S. carrier whose international switched services it seeks authority to resell or any offering to the public. Hablax, Inc. (DE) as a result of the contemplated transaction will operate a non-dominate telecommunications carrier in the United States. The **Licensee** presently provides resold carrier service throughout the United States. By granting this application, the Commission will serve the public interest, convenience and necessity by promoting competition in the international services market as well as such services throughout the United States. Competition will continue to benefit U.S. consumers with this *pro forma* transfer by maintaining service options and lowering prices. Thus, the public interest will be served by the grant of this Application for *Pro Forma* Assignment.

II. Request for Streamlined Processing as to Assignor and the Assignee

As related to **Licensee Assignor** Hablax, Inc.(FL), sole owner **Garcia** and the **Assignee** Hablax, Inc. (DE), the Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to the Commission's Rules, found at 47 C.F.R. § 63.12(a). This is pursuant to Section 63.03(b)(2)(i) because, immediately following the transactions: (1) No applicant or its affiliate(s), as defined in Section 3(1) of the Communications Act (hereafter called "Affiliates") combined shall hold a ten percent (10%) or more share of the interstate and/or interexchange market; and (2) the Applicants nor their Affiliates are, or will be, dominant with respect to any service before or after the transaction.

In support of this Application, Applicants provide the following information:

¹ See, ITC-214-20180104-00004.

II. Description of the Applicants

A. Hablax, Inc. (FL) (“Licensee” and “Assignor”)

The **Licensee**, Hablax, Inc. is a Florida corporation operating from the State of Florida and provides global facilities based and resold international telecommunications services to the public pursuant to 47 U.S.C § 214 *et. al.* under Commission **ITC-214-20180104-00004**. **Licensee** is a non-dominant carrier under 47 CFR Section 63.03(b)(2)(i).

B. Fidel Garcia (Garcia) (“Assignor”)

Garcia presently holds one hundred percent (100%) of **Licensee’s** outstanding equity and stock. **Garcia** presently holds one hundred percent (100%) of Assignee’s membership units. **Hablax, Inc. (FL)** is a licensed and registered provider of VoIP and telecommunication services under U.S. law and regulation. **Hablax, Inc. (FL)** is a non-dominant carrier in the U.S. and is not affiliated with any company holding a dominant position in any international market. Under the contemplated Transfer, **Hablax, Inc. (FL)** will assign its full interest in its **granted authority** to Assignee **Hablax, Inc. (DE)** for organizational purposes. No payment to **Hablax, Inc. (FL)** will result under this transaction. Thereafter, all services will be operated solely under **Hablax, Inc. (DE)** under the control of **Garcia**. See “Post Pro Forma Transfer” structure diagram on page 15 of this Application.

C. Hablax, Inc. (DE) (“Assignee”)

The direct owner of **Hablax, Inc. (DE)** is **Garcia**, a U.S. Citizen. **Hablax, Inc. (DE)** is a company dedicated to telecommunication services to consumers and carriers. Upon consummation of the Assignment, **Hablax, Inc. (DE)** will hold the present authority of the Licensee, and **Hablax, Inc. (FL)** will discontinue in offering any telecommunications or information services whatsoever. **Hablax, Inc. (DE)** is 100% held by **Garcia**.

III **Public Interest Considerations:**

The Applicants believe that the added competition the Assignment contemplated and this Assignment will bring to the market will benefit the consumers of United States-international telecommunications services, and in territories where Hablax, Inc. (FL) presently provides services. This includes competitive pricing of services and increased availability of a variety of innovative service options. Therefore, grant of this Application will further the public interest.

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Application Attachment I.
(Information pursuant to 47 CFR § 63.12)

The following information is submitted, as required by 47 CFR § 63.12 of the Commission's Rules, in support of the Applicants' request for *pro forma* assignment of Hablax, Inc.'s authorization:

In Response to Question 9 of the Application: The Applicants respectfully requests streamline processing pursuant to 47 CFR § 63.12 and certifies that:

1. It is not affiliated with a foreign carrier in a destination market it seeks authority to serve;
2. It has no affiliation with a dominant U.S. carrier whose international switched or private line services the Applicants or the Licensee seeks authority to resell, either directly or indirectly through the resale of another reseller's services;
3. It does not seek authority to provide switched basic services over private lines to a country for which the Commission has not previously authorized the provision of switched services over private lines.
4. The Commission has not informed any Applicants or Hablax, Inc. in writing that this Application is not eligible for streamlined processing.

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Application Attachment II.
(Information pursuant to 47 CFR § 63.18)

The following information is submitted, as required by 47 CFR § 63.18 of the Commission's Rules, in support of Applicant's request for authorization:

47 CFR § 63.18(a): The names, addresses and telephone numbers of the Applicants are as follows:

Licensee Assignor:
Hablax, Inc. (FL) **FRN: 0027048479**
307 North Royal Poinciana Blvd.
Miami Springs, FL 33166
Attn: Fidel Garcia, President

Sole Owner Assignor:
Fidel Garcia **FRN: 0028264232**
1074 W 38th Street
Hialeah, FL 33012

Assignee:
Hablax, Inc. (DE) **FRN: 0028263747**
508 Main Street
Wilmington, DE 19804
Attn: Fidel Garcia, President

47 CFR § 63.18(b): Jurisdiction of Persons and Organizations

- (1) Licensee: Hablax, Inc. (FL) is a corporation incorporated under the laws of the State of Florida.
- (2) Assignor: Fidel Garcia is a natural person and resident of the State of Florida.
- (3) Assignee: Hablax, Inc. (DE), is a corporation incorporated under the laws of the State of Delaware.

48 CFR § 63.18(c): Correspondence concerning this application should be sent to:

For: **Hablax, Inc. (FL)**
307 North Royal Poinciana Blvd.
Miami Springs, FL 33166
Tel: (305) 600-5530
Attn: Mr. Fidel Garcia, President

With Copy to: Edward A. Maldonado, Esq.
Maldonado Law
2850 Douglas Road Suite 303
Coral Gables, FL 33134
Tel: 305-477-7580 Fax: 305-477-7504
E-mail: eam@maldonado-group.com
on behalf of Mr. Fidel Garcia, Hablax, Inc.
& Hablax, Inc. (DE).

For: **Hablax, Inc. (DE)**
508 Main Street
Wilmington, DE 19804
Attn: Mr. Fidel Garcia, Manager.

In Response to Questions 14, 15 and 16 of the Application:

47 CFR § 63.18(d): Hablax, Inc. (FL) has previously received authority under Section 214 of the Act. Assignor Garcia is the only stockholder in the Licensee and has been previously approved by the Commission as owner of the Licensee. Hablax, Inc. (DE) has not received previous authority from the Commission under Section 214 of the Act.

47 CFR § 63.18(e): Applicants request approval for global resale services under Section 214 of the Act and pursuant to the terms and conditions of Section 63.18(e)(1) and (e)(2) of the Commission's Rules. Applicant is not applying for authority to acquire facilities or to provide services not covered by paragraphs (e)(1) through (e)(3) of Section 63.18. Applicant is not seeking facilities-based authority under paragraph (e)(4) of Section 63.18.

47 CFR § 63.18(g): Applicants will use previously authorized facilities to provide the services requested by the Application. Applicants are excluded from environmental assessment pursuant to Section 1.1306 of the Commission's Rules, specifically 47 C.F.R. § 1.1306.

CFR § 63.18(h): Following the completion of the *pro forma* transfer between the Applicants the information regarding the 10% or greater direct or indirect owners of Hablax, Inc. (DE) shall be as follows:

Name:	Mr. Fidel Garcia
Address:	307 North Royal Poinciana Blvd. Miami Springs, FL 33166
Telephone:	(305) 600-5530
Ownership Percentage:	100%
Citizenship:	U.S. Citizen
Business:	Telecommunications Investment and Management

47 CFR § 63.18(i): The Applicants, Garcia, Hablax, Inc. (DE), and Hablax, Inc. (FL), respectively certify that they are not affiliated with any foreign facilities-based carriers or US dominant carriers. Post transaction Hablax, Inc. and Hablax, Inc. (DE) shall be affiliated with one another in the offering or provision of carrier services and Hablax, Inc. (DE) Holdings Ltd. agrees to dominant carrier safeguards as found in **47 C.F.R. §10 (c) and (d)**.

47 CFR § 63.18(j): The Applicants, Garcia, Hablax, Inc. (DE), and Hablax, Inc. (FL), respectively certify that they do not seek to provide international telecommunication services to any destination country for which any of the following are true:

1. They are not a foreign carrier in that country; or
2. They do not control a foreign carrier in that country; or
3. Any entity that owns more than twenty-five percent (25%) of **Hablax, Inc. (DE)**, or otherwise in the **Licensee**, or that will control the Licensee after transaction, will control a dominant foreign carrier in that country.

47 CFR § 63.18(k): Not Applicable.

47 CFR § 63.18(l): Not Applicable.

47 CFR § 63.18(m): Not Applicable.

47 CFR § 63.18(n): The **Applicants** and **Garcia** certify that they has not agreed, and will not agree in the future, to accept any direct or indirect special concessions from a foreign carrier or administration with regards to traffic or revenue flows between the United States and any foreign countries the company is authorized to serve.

47 CFR § 63.18(o): The **Applicants** certify that no party to this application has been denied federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

47 CFR § 63.18(p): The **Applicants** respectively request Streamline Processing of this Application pursuant to Section 63.12 of the Commission's Rules under 47 C.F.R. § 63.12.

CONCLUSION

In conclusion of the foregoing Application and Attachments, the Applicants, by and through Fidel Garcia, certify that all of the information in this application is accurate and correct. For these reasons, respectfully requests that the Commission grant this application.

Respectfully submitted,

By: /s/ Fidel Garcia /s/

Name: **Fidel Garcia**

Title: President of Hablax, Inc. (a Florida corporation)

Title: Manager of Hablax, Inc. (a Delaware corporation)

By and through their attorney:



/s/ Edward A. Maldonado /s/

Edward A. Maldonado, Esq.

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Pro Forma Transfer Application

VERIFICATION

I, **Fidel Garcia**, state that I am the President of Hablax, Inc. (FL); that I am authorized to make this Verification on behalf of the Applicants; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this February 25, 2019.

By: /s/ Fidel Garcia /s/

Name: **Fidel Garcia**

Title: President of Hablax, Inc. (a Florida corporation)

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CERTIFICATION OF APPLICANT – Hablax, Inc. (DE)

The undersigned hereby certifies, on behalf of Hablax, Inc. (DE) with respect to the foregoing pro-forma transfer application for Section 214 Authority that:

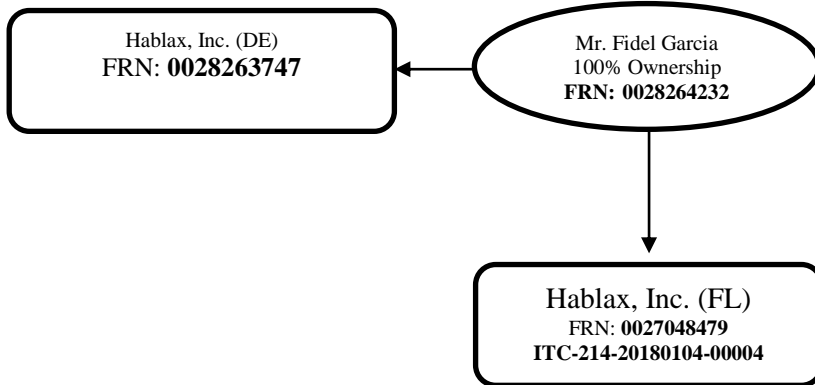
1. Hablax, Inc. (DE) is not affiliated with any dominant foreign carrier in any of the countries to which it proposes to provide service in the foregoing application.
2. Hablax, Inc. (DE) will comply with the terms and conditions contained in Section 63.21, 63.22 and 63.23 of the Commission's Rules. 47 C.P.R. 63.21-.23
3. Hablax, Inc. (DE) has not agreed to accept special concessions directly or indirectly from any foreign carrier with respect to any U.S. international route where the foreign carrier possesses sufficient market power on the foreign end of the route to affect competition adversely in the U.S. market and will not enter into such agreements in the future
4. Hablax, Inc. (DE) is not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.
5. The contents of the Application are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this February 25, 2019.

By: /s/ Fidel Garcia /s/
Name: **Fidel Garcia**
Title: President, Hablax, Inc. (DE) (Delaware)

DIAGRAM OF PRE-TRANSFER/POST ASSIGNMENT OWNERSHIP
Pre-Pro Forma Assignment



Post Pro Forma Assignment

