

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), Iowa RSA 2 Limited Partnership (“IA-2”) and Cellco Partnership (“Cellco”) notify the Federal Communications Commission (“Commission” or “FCC”) of the *pro forma* assignment of an international Section 214 authorization held by IA-2 to its parent, Cellco, as part of an internal reorganization. On July 16, 2020, the FCC consented to the transfer of control of IA-2 to Cellco.¹ Following the close of that transfer of control on October 27, 2020, IA-2 assigned its licenses to Cellco as part of a merger of IA-2 into Cellco.

IA-2 was and Cellco is a wholly owned subsidiary 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:

Katharine Saunders
VERIZON
1300 I Street, NW – Suite 500 East
Washington, DC 20005
Tel: 202-515-2462
katharine.saunders@verizon.com

Place of Formation:

IA-2 was an Iowa limited partnership. Cellco is a Delaware general partnership.

International Section 214 Authority:

IA-2 held the international Section 214 authorization that is the subject of this *pro forma* assignment application, File No. ITC-214-20200311-00038 (authorization to provide global or limited global resale services).

Cellco holds several international Section 214 authorizations, including File Nos. ITC-214-19960924-00461, ITC-214-19961004-00492, ITC-214-19961008-00504, ITC-214-19961118-00579, ITC-214-20001221-00729, ITC-214-20001221-00730, ITC-214-20001221-00731, ITC-214-20001221-00732, ITC-214-20001221-00733, ITC-214-20001221-00734, ITC-

¹ See File No. ITC-T/C-20200616-00090.

214-20001221-00735, ITC-214-20001221-00736, ITC-214-20010504-00279, ITC-214-20040826-00343, ITC-214-20101005-00391, ITC-214-20101005-00392, ITC-MOD-20070319-00191, ITC-MOD-20070828-00362.

Answer to Question 11 - Section 63.18(h):

Cellco, the assignee, is located at One Verizon Way, Basking Ridge, NJ 07920. Cellco 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 IA-2 to Cellco, following a merger of IA-2 into Cellco after the close of the transfer of control of IA-2 to Cellco. This transaction closed on October 27, 2020.

IA-2 was and Cellco is a wholly owned subsidiary of Verizon. Because the assignment did not change the ultimate control of the international Section 214 authorization at issue (it remains controlled by Verizon), it is *pro forma* in nature.² 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.”³

² *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).

³ *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.”).