

ATTACHMENT 1

NOTIFICATION OF *PRO FORMA* TRANSACTIONS

Pursuant to Section 214 of the Communications Act of 1934, as amended, and Section 64.24(f) of the Commission's rules,¹ Verizon Communications Inc. ("Verizon") notifies the Commission of an internal restructuring involving certain indirect subsidiaries of Verizon that occurred on December 31, 2020. The restructuring included the elimination of multiple companies in the Verizon ownership chain. These non-substantive internal ownership changes resulted in the *pro forma* assignment of various FCC licenses and authorizations within Verizon. Verizon, both before and after the restructuring, indirectly controlled such licenses and authorizations.

Answer to Question 10 (Section 63.18(c)-(d))

All communications in connection with this notification should be directed to the following:

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Verizon, a Delaware corporation, does not hold any international Section 214 authorizations but does directly or indirectly control subsidiaries that hold such authorizations to provide international switched resale services and global or limited global facilities-based and resale services. The international Section 214 authorizations that were impacted by the internal restructuring are listed in Attachment 2.

Answer to Question 11 (Section 63.18(h))

Both the assignor and assignee in this case are wholly-owned subsidiaries of Verizon. Verizon is a publicly traded and widely held company, and no person or entity holds a direct or indirect 10 percent or greater ownership interest in Verizon. Verizon's address is One Verizon Way, Basking Ridge, New Jersey 07920. Verizon's principal business is the provision of communications services.

¹ 47 U.S.C. § 214; 47 C.F.R. § 64.24(f).

Answer to Question 13

Verizon effectuated an internal restructuring involving certain indirect subsidiaries of Verizon on December 31, 2020. The restructuring included the elimination of multiple companies in the Verizon ownership chain. These non-substantive internal ownership changes resulted in the *pro forma* assignment of various FCC licenses and authorizations within Verizon. Verizon, both before and after the restructuring, indirectly controlled such licenses and authorizations. Specifically, the following *pro forma* transactions took place on December 31, 2020:

1. Verizon Wireless Texas, LLC (“Verizon Texas”) merged into its parent company, Cellco Partnership (“Cellco”), resulting in the *pro forma* assignment of Verizon Texas’s licenses to Cellco.
2. All partnership interests in Northern New Mexico Limited Partnership (“Northern New Mexico”), Iowa RSA No. 4 Limited Partnership (“Iowa RSA 4”), and Iowa RSA 5 Limited Partnership (“Iowa RSA 5”) were contributed to CommNet Cellular Inc. (“CommNet”). Northern New Mexico, Iowa RSA 4, and Iowa RSA 5 were then dissolved, and their licenses, authorizations, and spectrum leases assigned to CommNet on a *pro forma* basis.
3. All partnership interests in Modoc RSA Limited Partnership (“Modoc”) were contributed to Alltel Corporation (“Alltel”). Modoc was then dissolved, and its licenses and spectrum leases assigned to Alltel on a *pro forma* basis.

Attachment 3 includes charts showing the ownership of the affected FCC licensees before and after the *pro forma* transactions described above. A list of the affected licensee subsidiaries also is set forth below.²

Because the internal restructuring did not change the ultimate control of any licensee or authorization – Verizon continues to control all of these licensees and authorizations post-closing – the transactions described above were *pro forma* in nature.³ 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.”⁴

² The licensees and authorizations referenced in these filings are intended to be complete and include all licensees and authorizations affected by the internal reorganization. Verizon, however, requests that FCC acceptance of the *pro forma* notifications include any licensees and authorizations that may have been inadvertently omitted.

³ *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) (concluding that a “corporate reorganization which involves no substantial change in the beneficial ownership of the corporation” is *pro forma* in nature).

⁴ *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.”).

Licensees Affected by the Internal Restructuring

Wireless Licensees/Lessees
Verizon Wireless Texas, LLC
Northern New Mexico Limited Partnership
Iowa RSA 5 Limited Partnership
Iowa RSA No. 4 Limited Partnership
Modoc RSA Limited Partnership

International Section 214 Authorization Holders
Iowa RSA 5 Limited Partnership
Iowa RSA No. 4 Limited Partnership

ATTACHMENT 2

INTERNATIONAL SECTION 214 AUTHORIZATIONS AFFECTED BY THE *PRO FORMA* TRANSACTIONS

The following international Section 214 authorizations were assigned on a *pro forma* basis:

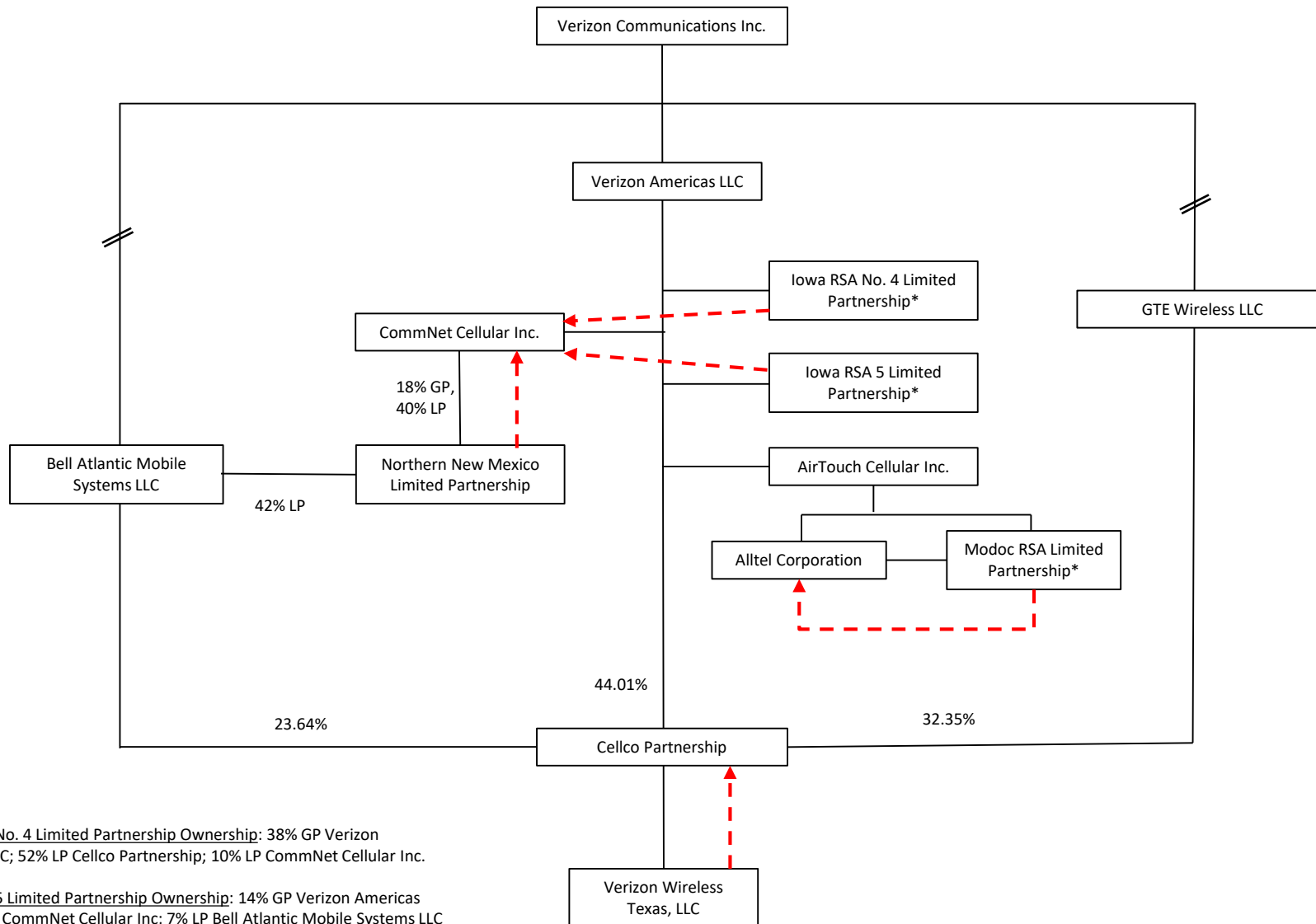
Assignor	Assignee	Section 214 Authorization
Iowa RSA 5 Limited Partnership	CommNet Cellular Inc.	ITC-214-19940223-00094
Iowa RSA No. 4 Limited Partnership	CommNet Cellular Inc.	ITC-214-19940224-00084

ATTACHMENT 3

PRE- AND POST-CLOSING ORGANIZATIONAL CHARTS

All interests are 100% unless otherwise noted.

Pre-Restructuring Ownership (simplified)



*Iowa RSA No. 4 Limited Partnership Ownership: 38% GP Verizon Americas LLC; 52% LP Cellco Partnership; 10% LP CommNet Cellular Inc.

*Iowa RSA 5 Limited Partnership Ownership: 14% GP Verizon Americas LLC; 79% LP CommNet Cellular Inc; 7% LP Bell Atlantic Mobile Systems LLC

*Modoc RSA Limited Partnership Ownership: 50% LP Cellco Partnership; 25% LP Alltel Corporation; 25% GP AirTouch Cellular Inc.

All interests are 100%
unless otherwise noted

Post-Restructuring Ownership (*simplified*)

