

NOTIFICATION OF *PRO FORMA* TRANSACTIONS

This notification is filed pursuant to Section 214 of the Communications Act of 1934, as amended, and Section 63.24(f) of the rules of the Federal Communications Commission (“FCC” or “Commission”).

Note 2 to paragraph (d) of Section 63.24 of the Commission’s rules states that a “[c]orporate reorganization that involves no substantial change in the beneficial ownership of the corporation (including re-incorporation in a different jurisdiction or change in form of the business entity)” is “presumptively *pro forma*.” Pursuant to a recent series of related transactions (the “Transactions”), each of the following affiliated international Section 214 authorization holders (“Authorization Holders”) have converted their form of business entity from a corporation to a limited liability company (“LLC”). As described below, there has been no substantial change in the ultimate beneficial ownership or control of any Authorization Holder as a result of these conversions, and therefore the Transactions qualify as “non-substantial or *pro forma*” under Section 63.24(d) of the Commission’s rules.

Pre-Conversion Authorization Holder	Post-Conversion Authorization Holder	Date of Conversion	IBFS File Number
<i>Optivon, Inc.</i> (a Puerto Rico Corporation) (“Optivon-PR, Inc.”)	<i>Optivon, LLC</i> (a Puerto Rico LLC) (“Optivon-PR, LLC”)	March 19, 2021	ITC-214-2009091500418
<i>Optivon, Inc.</i> (a Florida Corporation) (“Optivon-FL, Inc.”)	<i>Optivon of Florida, LLC</i> (a Florida LLC) (“Optivon-FL, LLC”)	February 26, 2021	ITC-214-2015012200012
<i>Optivon Telecommunications Services, Inc.</i> (a Puerto Rico Corporation) (“OTS, Inc.”)	<i>Optivon Telecommunications Services, LLC</i> (a Puerto Rico LLC) (“OTS, LLC”)	March 19, 2021	ITC-214-2004120100474

Pro Forma Assignments. The three covered Authorization Holders each have undergone a *pro forma* assignment due to a conversion from their former corporation to their current LLC, with no substantial change in ownership or control. The Authorizations Holders listed in IBFS should therefore reflect the Post-Conversion LLCs.

Pro Forma Transfers of Control. Optivon-FL, LLC and OTS, LLC also each have undergone a *pro forma* transfer of control in that their former 100% direct owner – Optivon-PR, Inc., has converted to Optivon-PR, LLC. There has been no substantial change in ownership or control as a result of this conversion because, as set forth in greater detail below, individual Luis

G. Romero was in affirmative control prior to the conversion and remains in affirmative control after the conversion.

This notification is timely filed within 30 days of each conversion as required by Section 63.24(f)(2) of the Commission's rules.

Overview of Transactions.

Prior to the Transactions, Optivon-PR, Inc. was the 100% direct owner of each Optivon-FL, Inc. and OTS, Inc. A revocable trust named "The Luis G. Romero Trust Agreement dated November 28, 2018" (the "Trust") held direct control of Optivon-PR, Inc. Mr. Luis G. Romero, held affirmative control of Optivon-PR, Inc. and thus, of both Optivon-FL, Inc., and OTS, Inc., through his controlling interest in the Trust.¹

The Transactions converted the three Authorization Holders from corporations to LLCs, with no substantial change in ownership. Now, Optivon-FL, LLC and OTS, LLC each have one member, which is Optivon-PR, LLC. The Trust retains direct control of Optivon-PR, LLC. Since there is no change in the "actual controlling party" of the Authorizations, the Transactions qualify as "non-substantial or *pro forma*" under Section 63.24(d) of the Commission's rules.

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

All communications in connection with this notification should be directed to the following on behalf of the Assignor and Assignee:

Luis G. Romero
c/o Optivon, LLC
27 Calle Gonzalez Giusti, STE 100
Edif. Tres Rios
Guaynabo, PR 00968
Phone: (787) 625-2737
Fax: (787) 277-4110
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Manager and President

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Legal Counsel

Neither Optivon-FL, LLC, OTS, LLC, nor Optivon-PR, LLC has previously received authority under Section 214 of the Act.

¹ Mr. Luis G. Romero is the sole grantor and trustee of the Trust. See IBFS File Nos. ITC-T/C-20190711-00133 (filed July 11, 2019); ITC-T/C-20190711-00134 (filed July 11, 2019); ITC-T/C-20190711-00135 (filed July 11, 2019).

Answer to Question 11 (Section 63.18(h))

The name, address, citizenship, principal business, and percentage of equity (to the nearest one percent) of each person or entity that directly or indirectly owns at least ten (10) percent of the equity of the Assignee:²

Name: Mr. Luis G. Romero³
Interest Held: 85%
Principal Business: Management of Optivon-PR, LLC and its affiliates
Address: 27 Calle Gonzalez Giusti, STE 100, Edificio Tres Rios, Guaynabo, PR 00966
Citizenship: USA

Name: The Luis G. Romero Trust Agreement dated November 28, 2018
Interest Held: 80%
Principal Business: Revocable Trust
Address: 12707 Del Corso Loop, Bradenton, FL 34211
Citizenship: USA (Florida)

Name: Toledo Services LLC
Interest Held: 17%
Principal Business: Personal Services (NAICS 81299)
Address: 40 Carr 165, Buchanan Office Center, STE 208, Guaynabo, PR 00968
Citizenship: USA (Puerto Rico)

Answer to Question 13

The *pro forma* transaction occurred through the conversion of each Authorization Holder from a corporation to an LLC. Please see narrative in the introduction for additional details.

² See also attached Organizational Chart.

³ Mr. Romero is also known as “Luis G. Romero Font” which includes his second last name as is common in traditional Latin cultures. For purposes of avoiding confusion when conducting business in the United States, Mr. Romero uses a single last name, and thus is referred to herein using his correct, current legal name of “Luis G. Romero.”

OPTIVON ORGANIZATIONAL CHART
(10% or Greater Interest Holders)

