



May 20, 2009

Federal Communications Commission

Policy Division, International Bureau

Attention: Sumita Mukhoty, Sr. Attorney

445 12<sup>th</sup> Street, SW

Washington, DC 20552

Re: Attachment 2, Special Temporary Authority (STA), Affinity Mobile, LLC

File # ITC-STA-20090209-00087

File # ITC-214-20061214-00564

In reference to the Commission rules and 47 C.F.R. Section 63.51, Affinity Mobile LLC is requesting a Special Temporary Authority for a period of 60 days to complete the transaction and to allow time for the commission to review our underlying application for Transfer of Assignment or Control as outlined in 47 C.F.R Section 63.18 (e) (3). Affinity Mobile LLC sold its assets and customer base to HH Ventures LLC as of December 31, 2008. The transaction between Affinity Mobile LLC and HH Ventures LLC was not approved by its board members prior to December 31, 2008.

Affinity Mobile LLC, "the company", necessitates additional operating capital to satisfy its current financial obligations. The company sought numerous resources to acquire additional funding to maintain its business operations to support and provide service to the existing subscriber base. It was decided by the board members of Affinity Mobile LLC to seek the most feasible solution to satisfy its debt obligations. The public is best served by the granting of the STA to avoid uninterrupted prepaid wireless service to its existing subscriber base.

As per Section 63.25, Affinity Mobile, LLC is requesting special temporary authority to continue providing service to its customers while the Commission processes the underlying assignment application for the international section 214 authority. Both parties, HH Ventures LLC and Affinity Mobile LLC are requesting the transfer of the international section 214 authority to ensure uninterrupted service to the existing subscribers.

Affinity Mobile LLC is no longer in the phone subscriber business and HH Ventures LLC is now familiar with the commission's rules and regulations and will no longer allow any lapses and will request authorization for pre-approval of any transactions that they may have in the future.

The parties acknowledge that the grant of the STA will not prejudice any action the Commission may take on the underlying application seeking Commission consent to the transfer/assignment. The parties further acknowledge that this STA can be revoked by the Commission upon its own motion without a hearing. We seek Commission action on the applications referenced.

Sincerely,

A handwritten signature in black ink, appearing to be "Ira D. Levy".

Mr. Ira D. Levy  
Affinity Mobile, LLC  
Managing Director & CFO