



Federal Communications Commission  
Washington, D. C. 20554

International Bureau

E-mail: [James.Ball@fcc.gov](mailto:James.Ball@fcc.gov)  
[George.Li@fcc.gov](mailto:George.Li@fcc.gov)  
(202) 418-1462  
(202) 418-2824 (fax)  
August 27, 2014  
Ref: EB 2014-23

Douglas May (202) 647-5835  
Shawn B. Cooley (202) 282-8489  
Edward T. Hand (202) 514-2464  
Robert Gorman (301) 225-6116

Christopher Hemmerlein (202) 482-1885  
Jonathan McHale (202) 395-5656  
Richard Softfield (202) 233-0702  
Sean Desmond (202) 456-6068

Re: Expereo Holding / CETP III  
WC DK 14-134  
ITC-STA-20140812-00246

**Comments Due: September 5, 2014**

Dear Sir or Madam:

Expereo Holding ("Transferor") and CETP III Expereo S.à.r.l ("CETP III" or "Transferee," collectively, with Expereo Holding, the "Applicants"), request Special Temporary Authority ("STA") for the transfer of control of the domestic and international Section 214 authorizations of Expereo USA, Inc. ("Expereo USA"), a non-dominant service provider, from Expereo Holding to CETP III. CETP III is incorporated under the laws of **Luxembourg**. Applicants request the grant of this STA request as soon as possible to permit continued operations by Expereo USA.

The Applicants request sixty (60) days temporary authority while the underlying Section 214 Applications are pending. The Applicants acknowledge that the grant of this STA will not prejudice any action the Commission may take on the underlying Applications, and that once granted, the STA may be revoked on the Commission's own notice, without a hearing. The Applicants further acknowledge that grant of the STA will neither preclude nor dictate the scope of any enforcement action related to the underlying transaction.

A copy of the STA request is attached for your review. Please comment on this request by **September 5, 2014**. The request for comments on the underlying applications should be referred to you next week.

For further information, please contact David Kreech, Policy Division, International Bureau, at (202) 418-7443, or Jodie May, Competition Policy Division, Wireline Competition Bureau at (202) 418-0913. The counsel for applicants is Michael P. Donahue: email [mpd@commlawgroup.com](mailto:mpd@commlawgroup.com), phone 703-714-1319.

Sincerely,

George Li,  
Deputy Chief, Policy Division

**George Li**

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**From:** Veronica Garcia-Lilloa  
**Sent:** Wednesday, August 27, 2014 4:11 PM  
**To:** 'edward.hand@usdoj.gov'; 'chemmerlein@ntia.doc.gov'; 'maydc@state.gov'; 'Christopher.Stiefken@ic.fbi.gov'; 'Marilyn.Shaifer@usdoj.gov'; 'Tyrone.Brown@usdoj.gov'; 'Brian.williams@associates.dhs.gov'; 'Shawn.Coolley@HQ.DHS.Gov'; 'TTelecom@usdoj.gov'; 'Siobhan.Dupuy@usdoj.gov'; 'alex.daman@dhs.gov'; 'Joanne.Ongman@usdoj.gov'; 'Jennifer.Rockoff@usdoj.gov'; 'Jonathan\_McHale@ustr.eop.gov'; 'Richard.Soffield2@usdoj.gov'; 'glenn.kaminsky@hq.dhs.gov'; 'dale.barr@hq.dhs.gov'; 'sdesmond@ostp.eop.gov'; 'IP-FCC@dhs.gov'; 'kristin.taylor@usdoj.gov'; 'john.delmore@ic.fbi.gov'; 'twg@leo.gov'; 'mark.mcconnell@usdoj.gov'; 'robert.s.gorman.civ@mail.mil'; 'caroline.brown@usdoj.gov'; 'Hagar, Richard'  
**Cc:** George Li; David Krech; Susan OConnell; Howard Griboff; James Ball; Jodie May; Kathleen Collins; Troy Tanner; Adrienne Downs; Veronica Garcia-Lilloa  
**Subject:** RE: Cover Letter Reference EB 2014-23 (comments due by September 5, 2014)  
**Attachments:** Experoo.pdf; Experoo Joint Application.pdf; ExperooRequest\_for\_STA[1].pdf

Good Afternoon,

Attached is the STA request, mentioned in the Cover Letter Reference EB 2014-23, for your review.

Thank you.

Veronica Garcia-Lilloa  
Attorney Advisor  
Federal Communications Commission  
International Bureau, Policy Division  
[Veronica.Garcia-Lilloa@fcc.gov](mailto:Veronica.Garcia-Lilloa@fcc.gov)  
(202) 418-0481

**From:** Veronica Garcia-Lilloa  
**Sent:** Wednesday, August 27, 2014 3:56 PM  
**To:** 'edward.hand@usdoj.gov'; 'chemmerlein@ntia.doc.gov'; 'maydc@state.gov'; 'Christopher.Stiefken@ic.fbi.gov'; 'Marilyn.Shaifer@usdoj.gov'; 'Tyrone.Brown@usdoj.gov'; 'Brian.williams@associates.dhs.gov'; 'Shawn.Coolley@HQ.DHS.Gov'; 'TTelecom@usdoj.gov'; 'Siobhan.Dupuy@usdoj.gov'; 'alex.daman@dhs.gov'; 'Joanne.Ongman@usdoj.gov'; 'Jennifer.Rockoff@usdoj.gov'; 'Jonathan\_McHale@ustr.eop.gov'; 'Richard.Soffield2@usdoj.gov'; 'glenn.kaminsky@hq.dhs.gov'; 'dale.barr@hq.dhs.gov'; 'sdesmond@ostp.eop.gov'; 'IP-FCC@dhs.gov'; 'kristin.taylor@usdoj.gov'; 'john.delmore@ic.fbi.gov'; 'twg@leo.gov'; 'mark.mcconnell@usdoj.gov'; 'robert.s.gorman.civ@mail.mil'; 'caroline.brown@usdoj.gov'; 'Hagar, Richard'  
**Cc:** George Li; David Krech; Susan OConnell; Howard Griboff; James Ball; Jodie May; Kathleen Collins; Troy Tanner; Adrienne Downs; Veronica Garcia-Lilloa  
**Subject:** Cover Letter Reference EB 2014-23 (comments due by September 5, 2014)

Good Afternoon,

Attached to this email is Cover Letter Reference EB 2014-23 (comments due by **September 5, 2014**).

Thank you,

Veronica Garcia-Lilloa  
Attorney Advisor





Federal Communications Commission  
Washington, D.C. 20554

International Bureau

E-mail: [James.Ball@fcc.gov](mailto:James.Ball@fcc.gov)  
[George.Li@fcc.gov](mailto:George.Li@fcc.gov)  
(202) 418-1462  
(202) 418-2824 (fax)  
October 9, 2014  
Ref: **EB 2014-28**

Douglas May	(202) 647-5835	Christopher Hemmerlein	(202) 482-1885
Shawn B. Cooley	(202) 282-8489	Jonathan McHale	(202) 395-5656
Edward T. Hand	(202) 514-2464	Richard Sofield	(202) 233-0702
Robert Gorman	(301) 225-6116	Michael M. Johnson	(202) 456-7341

Re: Expereo/CETP III  
WC DK 14-134  
ITC-T/C-20140812-00240

**Comments Due: October 22, 2014**  
**Reply Comments Due: October 29, 2014**

Dear Sir or Madam:

On August 18, 2014, Expereo Holding B.V. (Expereo Holding) and CETP III Expereo S.à.r.l. (CETP III) (together, Applicants) filed an application to transfer control of Expereo USA, Inc. (Expereo USA) to CETP III. CETP III is a limited liability company incorporated under the laws of **Luxembourg**.

Expereo USA provides domestic broadband and competitive telecommunications services and international services (ITC-214-20100729-00309).

Expereo USA, a Delaware corporation, is a wholly owned subsidiary of Expereo Holding, a company organized under the laws of the **Netherlands**. All of the shares of Expereo Holding will be transferred to Expereo Acquisition Holdings, B.V. Following closing, CETP III will hold a majority, 67 percent of the equity and voting rights in Expereo Acquisition Holdings B.V. with the remaining 33.1 percent being held by current owners of Expereo Holding through Brumbear B.V. CETP III Participations S.à.r.l, a **Luxembourg** entity, will own 100 percent of CETP III. Carlyle Europe Technology Partners III, L.P. (CETP III, L.P.), a **United Kingdom** entity, will own 83.51 percent of CETP III Participations S.à.r.l, and CETP III Co-Investment, L.P. (CETP III Co-Invest), a **Canada** entity, will own 16.49 percent of CETP III Participations S.à.r.l. The CETP III entities are ultimately owned by The Carlyle Group L.P., a Delaware entity.

A copy of the Public Notice (DA 14-1466, released October 8, 2014) seeking comments on the Petition is attached. Should you have any national security, law enforcement, foreign policy, or trade concerns with respect to the Petition, please file

your comments on or before **October 22, 2014**, using the Commission's Electronic Comment Filing System (ECFS): <http://fjallfoss.fcc.gov/ecfs2/>.

For further information, please contact David Krech, Policy Division, International Bureau, at (202) 418-7443, or Jodie May, Competition Policy Division, Wireline Competition Bureau at (202) 418-0913.

Sincerely,

George Li,  
Deputy Chief, Policy Division

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**George Li**

**From:** David Krech  
**Sent:** Thursday, October 09, 2014 3:13 PM  
**To:** Jodie May  
**Cc:** George Li  
**Subject:** FW: Cover Letter Reference EB 2014-28 (comments by October 22, 2014)  
**Attachments:** Expeero-CETP PN docx10 8.docx; Executive Branch 2014-28.docx

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**From:** Adrienne Downs  
**Sent:** Thursday, October 09, 2014 2:49 PM  
**To:** 'edward.hand@usdoj.gov'; 'chemmerlein@ntia.doc.gov'; 'maydc@state.gov'; 'Christopher.Stefken@ic.fbi.gov'; 'Marilyn.Shaifer@usdoj.gov'; 'Tyrone.Brown@usdoj.gov'; 'Brian.williams@associates.dhs.gov'; 'Shawn.Cooley@HQ.DHS.Gov'; 'TTelecom@usdoj.gov'; 'Siobhan.Dupuy@usdoj.gov'; 'alex.daman@dhs.gov'; 'Joanne.Ongman@usdoj.gov'; 'Jennifer.Rockoff@usdoj.gov'; 'Jonathan\_MCHale@ustr.eop.gov'; 'Richard.Soffield2@usdoj.gov'; 'glenn.kaminsky@hq.dhs.gov'; 'dale.barr@hq.dhs.gov'; 'Michael\_M\_Johnson@ostp.eop.gov'; 'IP-FCC@dhs.gov'; 'kristin.taylor@usdoj.gov'; 'john.delmore@ic.fbi.gov'; 'twtg@leo.gov'; 'mark.mcconnell@usdoj.gov'; 'robert.s.gorman.civ@mail.mil'; 'caroline.brown@usdoj.gov'; "Hagar, Richard"  
**Cc:** George Li; David Krech; Susan OConnell; Howard Griboff; James Ball; Kathleen Collins; Veronica Garcia-Lilloa; Troy Tanner  
**Subject:** Cover Letter Reference EB 2014-28 (comments by October 22, 2014)

Cover Letter Reference EB 2014-28 (comments by October 22, 2014)

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Adrienne Downs  
International Bureau  
Federal Communications Commission  
202-418-0412