

Synergies Law Group, PLLC

November 19, 2009

VIA OVERNIGHT DELIVERY

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, SW,
Washington DC 20554
Attn: Wireline Competition Bureau

Re: SUPPLEMENT
Access Media 3, Inc.
Docket No. WC-09-203
IB File No. ITC-T/C-20091026-00461

Dear Secretary Dortch:

Access Media 3, Inc. ("AM3"), by and through undersigned counsel and in response to informal inquiries from Staff, hereby submits this Supplement and clarifies that the proposed transactions are not expected to cause AM3 to become affiliated¹ with any other U.S. domestic or foreign licensed carrier.

In particular, AM3 has received affirmative confirmation that none of the following entities (each of which will hold indirect attributable interests of 10% or more of AM3 following the proposed transactions) holds an interest of 10% or more in any other U.S. domestic or foreign licensed carrier:²

Scott Rediger
Meritage Fund III, L.P.
Meritage Investment Partners III, LLC
Forsta AP-Fonden Kapital KB
WP North America Private Equity GP, LLC
WP North America Private Equity, L.P.
COREalpha Private Equity Partners II L.P.
WP COREalpha II GP, LLC
WAFRA Investment Advisory Group, Inc.
WAFRA Investment Corporation

In addition to these entities, the following two governmental entities will, following the proposed

¹ See 47 U.S.C. §153(1); 47 C.F.R. § 64.09(e).

² As set forth in the Application, AM3 will become directly owned and controlled by a newly created holding company, AM3 Holding Corp and each of these entities will hold indirect interests of 10% or more in AM3.

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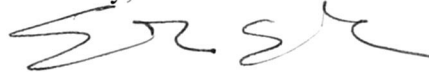
transactions, hold remote indirect attributable interests of 10% or more in AM3 through ownership interests in some of the foregoing entities:

The Public Institution for Social Security (Kuwait)
The State of Kuwait

AM3 has made inquiries through the various intervening entities that will acquire interests in AM3 through the proposed transactions and have attempted to identify other U.S. domestic carrier affiliations with those entities. As a result, while AM3 has been unable to locate any source of definitive information regarding the respective holdings of these entities (other than as disclosed in the Application), based on AM3's inquiries, information and belief, AM3 does not expect that any affiliations with any other U.S. domestic or foreign licensed carriers will occur as a result of the proposed transaction.

An original and nine (9) copies of this letter enclosed. Please date-stamp and return the enclosed extra copy of this filing. Questions regarding this filing may be addressed to the undersigned.

Sincerely,

A handwritten signature in black ink, appearing to read "B. McDermott", written in a cursive style.

Brian McDermott
Edward S. Quill, Jr.

Counsel for Applicants

Verification

I, Scott A. Rediger, Chief Executive Officer of Access Media 3, Inc., certify that the information in the foregoing Application is true and correct to the best of my knowledge and belief.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 17 day of November, 2009.



Scott Rediger