

Attachment 1

to FCC Form 214TC filed by
WaveDivision Holdings, LLC, and OH WDH Holdco, LLC

1. Ownership Information (Answer to Question 11)

Transferee - The following entities own or control 10% or more of the Transferee, Oak

Hill Holdco:

Name: **Oak Hill Capital Partners III, L.P.**
Address: 201 Main Street, Suite 1018, Fort Worth, TX 76102
Citizenship: Cayman Islands
Principal Business: Investment Activities
% Equity: 74.7% Owner and Manager

Name: **Oak Hill Capital Partners III (AIV I), L.P.**
Address: 201 Main Street, Suite 1018, Fort Worth, TX 76102
Citizenship: Cayman Islands
Principal Business: Investment Activities
% Equity: 19.2% Owner

Name: **OHCP MGP III, Ltd.**
Address: 201 Main Street, Suite 1018, Fort Worth, TX 76102
Citizenship: Cayman Islands
Principal Business: Investment Activities
% Equity: 100% Manager of Oak Hill Capital Partners III, L.P. and Oak Hill Capital Partners III (AIV I), L.P.

Name: **The J. Taylor Crandall Revocable Trust**
Address: 201 Main Street, Suite 1018, Fort Worth, TX 76102
Citizenship: U.S.
Principal Business: Investment Manager
% Equity: 16.66% voting member of OHCP MGP III, Ltd.

Mr. J. Taylor Crandall owns 100% of the interests in this revocable trust. Mr. Crandall is a U.S. citizen, with a business address of 201 Main Street, Suite 1018, Fort Worth, TX 76102.

Name: **John Fant**
Address: 201 Main Street, Suite 1018, Fort Worth, TX 76102
Citizenship: U.S.
Principal Business: Investment Manager

% Equity: 16.66% voting member of OHCP MGP III, Ltd.
 Name: **Steven B. Gruber**
 Address: 201 Main Street, Suite 1018, Fort Worth, TX 76102
 Citizenship: U.S.
 Principal Business: Investment Manager
 % Equity: 16.66% voting member of OHCP MGP III, Ltd.

Name: **Kevin G. Levy**
 Address: 201 Main Street, Suite 1018, Fort Worth, TX 76102
 Citizenship: U.S.
 Principal Business: Investment Manager
 % Equity: 16.66% voting member of OHCP MGP III, Ltd.

Name: **Denis J. Nayden**
 Address: 201 Main Street, Suite 1018, Fort Worth, TX 76102
 Citizenship: U.S.
 Principal Business: Investment Manager
 % Equity: 16.66% voting member of OHCP MGP III, Ltd.

Name: **Ray Pinson**
 Address: 201 Main Street, Suite 1018, Fort Worth, TX 76102
 Citizenship: U.S.
 Principal Business: Investment Manager
 % Equity: 16.66% voting member of OHCP MGP III, Ltd.

The equity in the Oak Hill private equity funds identified herein (Oak Hill Capital Partners III, L.P.; Oak Hill Capital Partners III (AIV I), L.P.; and OHCP MGP III, Ltd.) is held by numerous, primarily U.S.-based investors, including individuals, trusts, institutions and business entities, none of which individually owns 10% or more of any of these funds. The aggregate non-U.S. investment in these funds is below 15%.

Transferor - The following entities own or control 10% or more of the Licensee, Astound Broadband, LLC:

Name: **WaveDivision Holdings, LLC**
 Address: 401 Kirkland Pl., Suite 500, Kirkland, WA 98033

Citizenship: U.S.
Principal Business: Cable Television, High Speed Data, and VoIP Services
% Equity: 100% Owner and Manager

Name: **WaveDivision Capital, LLC**
Address: 401 Kirkland Pl., Suite 500, Kirkland, WA 98033
Citizenship: U.S.
Principal Business: Investment Activities
% Equity: 10% of Class A Units in WaveDivision Holdings, LLC

The following individuals are members of WaveDivision Capital, LLC: Stanley A. Roberts, Rebecca M. Roberts, David E. Roberts, Vicki J. Golden-Roberts, Steven B. Weed, Dick Kemp, John Staenberg, and Steve C. Friedman. Each of these individuals are U.S. citizens.

Name: **WaveDivision Networks, LLC**
Address: 401 Kirkland Pl., Suite 500, Kirkland, WA 98033
Citizenship: U.S.
Principal Business: Investment Activities
% Equity: 85% of Class B and C Units in WaveDivision Holdings, LLC

The sole member of WaveDivision Networks, LLC is Steven B. Weed, a U.S. citizen.

Name: **Steve Friedman**
Address: 401 Kirkland Pl., Suite 500, Kirkland, WA 98033
Citizenship: U.S.
Principal Business: Chief Operations Officer of Wave
% Equity: 15% of Class B and C Units in WaveDivision Holdings, LLC

Name: **Sandler Capital Management
Sandler Investment Partners, L.P.
Sandler Capital Partners V, L.P.
SCP V FTE WaveDivision Holdings, LLC
SCP V Germany WaveDivision Holdings, LLC**
Address: 711 Fifth Avenue, 15th Floor, New York, NY 10022
Citizenship: U.S.
Principal Business: Investment Activities
% Equity: 90% of Class A Units in WaveDivision Holdings, LLC

Sandler Capital Management is the sole general partner of Sandler Investment Partners, L.P., which is, in turn, the sole general partner of Sandler Capital Partners V, L.P., SCP V FTE WaveDivision Holdings, L.P., and SCP V Germany WaveDivision Holdings, L.P. The following individuals own or control 10% or more of Sandler Capital Management: Andrew Sandler, Michael Marocco, John Kornreich, Douglas Schimmel, and Harvey Sandler. Each of these individuals are U.S. citizens.

2. Narrative of Proposed Transfer of Control (Answer to Question 13)

Pursuant to a Purchase Agreement dated May 30, 2012 among OH WDH Holdco, LLC (the “Buyer”), Sandler Capital Partners V, L.P., SCP V FTE WaveDivision Holdings, L.P., SCP V Germany WaveDivision Holdings, L.P., WaveDivision Capital, LLC, WaveDivision Networks, LLC, Steve C. Friedman (collectively, the “Sellers”), and WaveDivision Holdings, LLC, the Sellers will sell all of their equity ownership interests in WaveDivision Holdings to the Buyer, resulting in a change of control of WaveDivision Holdings and its subsidiary Astound, which is the Licensee.

3. Request for Streamlined Processing (Answer to Question 20)

Applicants respectfully submit that this Application is eligible for streamlined processing pursuant to Section 63.03(b)(2)(i) and 63.18(p) of the Commission’s Rules, because subsequent to consummation of the proposed transaction, Transferee (and its affiliates) will have a market share in the interstate, interexchange market of less than 10 percent, and the Transferee (and its affiliates) will provide competitive telephone exchange services or exchange access services (if at all) exclusively in geographic areas served by a dominant local exchange carrier that is not a party to the transaction, and none of the Applicants (or their affiliates) are dominant with respect to any service. Moreover, Section 63.12(c)(1) is inapplicable because none of the Applicants is or is affiliated with any foreign carriers and none of the scenarios outlined in Section 63.12(c) applies.