



Federal Communications Commission  
Washington, D.C. 20554

International Bureau

July 23, 2012

Ambassador Philip L. Verveer  
U.S. Coordinator  
Office of International Communications and Information Policy  
Bureau of Economic, Energy and Business Affairs-----Room 6820  
U.S. Department of State  
2201 C Street, NW  
Washington, D.C. 20520-5818

**Re: Hawaiian Island Fiber Network  
SCL-T/C-20120713-00009**

Dear Ambassador Verveer:

We have received an application filed by Wavecom Solutions Corporation ("Wavecom") seeking Commission consent to the transfer of control of the landing license for the Hawaiian Island Fiber Network (File No. SCL-MOD-20001025-00036) to Hawaiian Telcom, Inc. ("HTI"). This license is operated on a common carrier basis, and is jointly owned with tw telecom of Hawaii, L.P, a competing common carrier. The submarine cable provides connections among six of the Hawaiian islands and is connected to the Pacific Rim.

HTI is wholly owned by Hawaiian Telcom Communications, Inc., which in turn is wholly owned by Hawaiian Telcom Holdco, Inc. ("Holdco). Twin Haven Special Opportunities Fund III, L.P., a Delaware limited partnership, holds an 11% interest in Holdco.

The above-referenced application has been filed pursuant to the provisions of the Cable Landing License Act, 47 U.S.C. §§ 34-39, section 1.767 of the Commission's rules, 47 C.F.R. § 1.767, and Executive Order No. 10530, § 5(a) (May 10, 1954), reprinted as amended in 3 U.S.C. § 301. **The applicant has certified that on July 17, 2012, it has served copies of the application to the Department of State, NTIA, and DOD as required by the Commission's rules 47 C.F.R. § 1.767 (j).**

This letter begins the 30-day review process set out in the letter from the Under Secretary of State for Economic, Business, and Agricultural Affairs to the Chairman, Federal Communications Commission (dated Dec. 3, 2001).

Yours truly,

*George Li*  
George Li

Deputy Chief, Policy Division

cc: Doug May, DOS/EEB/CIP  
Christopher Hemmerlein, DOC/NTIA/OCC  
Hillary Morgan, DOD, DISA

**George Li**

---

**From:** Adrienne Downs  
**Sent:** Monday, July 23, 2012 3:44 PM  
**To:** Adrienne Downs; 'maydc@state.gov'; 'fintontc@state.gov'; 'Hillary.Morgan@disa.mil'; 'Christopher Hemmerlein'  
**Cc:** James Ball; David Krech; Susan OConnell; George Li; Howard Griboff; Jodi Cooper; Kathleen Collins; Cathy Hsu  
**Subject:** RE: Hawaiian Island Fiber Network

Correction. File number is: **SCL-T/C-20120713-00009**

---

**From:** Adrienne Downs  
**Sent:** Monday, July 23, 2012 3:41 PM  
**To:** Adrienne Downs; 'maydc@state.gov'; 'fintontc@state.gov'; 'Hillary.Morgan@disa.mil'; 'Christopher Hemmerlein'  
**Cc:** James Ball; David Krech; Susan OConnell; George Li; Howard Griboff; Jodi Cooper; Kathleen Collins; Cathy Hsu  
**Subject:** Hawaiian Island Fiber Network

Please see the attached letter.

<< File: State Letter 7.23.12.doc >>

---

Adrienne Downs  
International Bureau, FCC  
(202) 418-0412  
Adrienne.Downs@fcc.gov



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 3, 2012  
Ref: EB 2012-21

Hillary Morgan	(301) 225-6113	Douglas May	(202) 647-5276
Shawn B. Cooley	(202) 282-8489	Alex Damann	(202) 282-9940
Christopher Hemmerlein	(202) 482-1885	Edward T. Hand	(202) 514-2464
Jonathan McHale	(202) 395-5656	Richard Sofield	(202) 233-0702
Robert Spive	(202) 324-5505	Sean Desmond	(202) 456-6068

Re: **Wavecorm/Hawaiian Telecom (HTT)**  
**WC DK 12-206 (DA 12-1264 rel. August 3, 2012)**

**ITC-T/C-2012-0716-00183** **ISP-PDR-20120716-00003**  
**SCL-T/C-20120716-00009** **File No. 0005305989 (WQEH949)**

**Comments Due: September 4, 2012**

**Reply Comments Due: September 19, 2012**

Dear Sir or Madam:

Wavecorm Solutions Corporation (Wavecorm) and Hawaiian Telecom, Inc. (HTT) (together, Applicants) filed a series of applications pursuant to sections 214 and 310(d) of the Communications Act of 1934, as amended (Communications Act), and the Cable Landing License Act of 1921, seeking approval for the transfer of control of Wavecorm to HTT. Specifically, Applicants seek approval to transfer control of domestic and international section 214 authorizations, a cable landing license, and various wireless licenses. Hawaiian Telecom Holdco, Inc. (Holdco), the ultimate parent corporation of HTT, also requests that the Commission extend Holdco's current authority under section 310(b)(4) of the Act regarding foreign ownership to include common carrier licenses and authorizations held by Wavecorm.

Applicants state that HTT is wholly owned by Hawaiian Telecom Communications, Inc., which in turn is wholly owned by Holdco, a Delaware corporation. Twin Haven Special Opportunities Fund III, L.P. (Twin Haven Fund), a Delaware limited partnership, holds an 11 percent interest in Holdco. Twin Haven Fund is controlled by its general partner, Twin Haven Special Opportunities Partners III, LLC (Twin Partners), a Delaware limited liability company, which votes the shares held by Twin Haven Fund. Twin Partners is controlled by Rob Webster and Paul Mellinger, the sole managing member of Twin Partners, each of whom is a U.S. citizen. Applicants state that Holdco common stock is publicly traded and is widely held. Although no single foreign individual or entity has a ten percent or greater interest in Holdco, its aggregate foreign ownership exceeds 25 percent. They further assert that the Commission has previously permitted

HTI's indirect parent, Holdco, to be 100 percent foreign owned, subject to restrictions in which Holdco and its affiliates are currently in compliance.

A copy of the Public Notice, (DA 12-1264, rel. August 3, 2012) in WC Docket No. 12-206, seeking comment on the proposed transaction is attached. Should you have any national security, law enforcement, foreign policy or trade concerns with the proposed transaction, please file your comments with WC Docket No. 12-206 by **September 4, 2012**. See General Information section of the attached Public Notice, DA 12-1264.

For further information, please contact Jodie May, Wireline Competition Bureau, (202) 418-0913; David Krech, International Bureau, (202) 418-7443; Wayne McKee, Media Bureau, (202) 418-2355; Linda Ray, Wireless Telecommunications Bureau, (202) 418-0257.

Sincerely



George Li, Deputy Chief, Policy Division

**From:** George Li  
**Sent:** Friday, August 03, 2012 4:33 PM  
**To:** Adrienne Downs  
**Cc:** James Ball; David Krech  
**Subject:** Re: Cover Letter Reference EB 2012-21 (comments due by September 4, 2012).

Thank you Adrienne. Have a great weekend.

Sent from my BlackBerry Wireless Handheld

---

**From:** Adrienne Downs  
**Sent:** Friday, August 03, 2012 04:06 PM  
**To:** Adrienne Downs; 'robert.spiva@ic.fbi.gov' <'robert.spiva@ic.fbi.gov'>; 'edward.hand@usdoj.gov' <'edward.hand@usdoj.gov'>; 'hillary.Morgan@disa.mil' <'hillary.Morgan@disa.mil'>; 'chenmerlein@ntia.doc.gov' <'chenmerlein@ntia.doc.gov'>; 'vbarrish@askcalea.net' <'vbarrish@askcalea.net'>; 'maydc@state.gov' <'maydc@state.gov'>; 'Christopher.Siefken@ic.fbi.gov' <'Christopher.Siefken@ic.fbi.gov'>; 'Marilyn.Shaifer@usdoj.gov' <'Marilyn.Shaifer@usdoj.gov'>; 'Tyronne.Brown@usdoj.gov' <'Tyronne.Brown@usdoj.gov'>; 'Brian.williams@associates.dhs.gov' <'Brian.williams@associates.dhs.gov'>; 'shawn.cooley@dhs.gov' <'shawn.cooley@dhs.gov'>; 'TTelecom@usdoj.gov' <'TTelecom@usdoj.gov'>; 'Siobhan.Dupuy@usdoj.gov' <'Siobhan.Dupuy@usdoj.gov'>; 'alex.daman@dhs.gov' <'alex.daman@dhs.gov'>; 'Joanne.Ongman@usdoj.gov' <'Joanne.Ongman@usdoj.gov'>; 'Jennifer.Rockoff@usdoj.gov' <'Jennifer.Rockoff@usdoj.gov'>; 'Jimchale@ustr.gov' <'Jimchale@ustr.gov'>; 'Richard.Sofield2@usdoj.gov' <'Richard.Sofield2@usdoj.gov'>; 'jglenn.kaminsky@hq.dhs.gov' <'jglenn.kaminsky@hq.dhs.gov'>; 'sdesmond@ostp.eop.gov' <'sdesmond@ostp.eop.gov'>; 'dale.barr@hq.dhs.gov' <'dale.barr@hq.dhs.gov'>; 'IP-FCC@dhs.gov' <'IP-FCC@dhs.gov'>; 'john.delmore@ic.fbi.gov' <'john.delmore@ic.fbi.gov'>; 'twtg@leo.gov' <'twtg@leo.gov'>; 'Kimberly.Schmid@usdoj.gov' <'Kimberly.Schmid@usdoj.gov'>  
**Cc:** George Li; David Krech; Susan OConnell; Howard Griboff; James Ball; Alexis Johns; Dennis Johnson; Jodie May; Wayne McKee; Jeff Tobias; Linda Ray  
**Subject:** Cover Letter Reference EB 2012-21 (comments due by September 4, 2012).

Cover Letter Reference EB 2012-21 (comments due by September 4, 2012).