

ANSWER TO QUESTION 10

Correspondence concerning this application should be sent to:

Transferor/Authorization Holder

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With a copy to:

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Transferee

DPII Holdings LLC
c/o White Oak Investments LLC
5665 New Northside Drive
Suite 500
Atlanta, GA 30328
Telephone: (404) 875-9994
Email:
Chris@thewhiteoakgroup.com

With copies to:

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White Oak Investments LLC
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Rockwell Collins Satellite Communications Systems, Inc. (“RCSCS”), formerly known as DataPath, Inc., holds international Section 214 authority to provide global facilities-based service and global resale service, which authority originally was granted in IB File No. ITC-214-19980713-000476. Rockwell Collins, Inc., does not and has not held Section 214 authority. DPII Holdings LLC does not and has not held Section 214 authority.

ANSWER TO QUESTION 11

Upon consummation, DPII Holdings LLC will own 100 percent of the outstanding voting equity of RCSCS. DPII Holdings LLC is “manager managed” and the manager is White Oak Investments LLC. RCSCS will have the following 10 percent-or-greater direct or indirect interest holders:

Name: Triangle Capital Corporation

Address: 3700 Glenwood Avenue, Suite 530
Raleigh, NC 27612
(919) 719-4770
(919) 719-4777 (fax)
www.tcap.com

Citizenship: United States

Principal Business: Triangle Capital Corporation is a publicly traded Business Development Company and licensed Small Business Investment Company. It will own approximately 18 percent of the voting equity of DPII Holdings LLC.

Name: Petra Capital Partners

Address: 3825 Bedford Avenue, Suite 101
Nashville, TN 37215
(615) 313-5999
(615) 313-5990 (fax)
www.petracapital.com

Citizenship: United States

Principal Business: Petra Capital Partners is a licensed Small Business Investment Company. It will own approximately 18 percent of the voting equity of DPII Holdings LLC.

Name: Convergent Capital

Address: 505 N. Highway 169, Suite 245
Minneapolis, MN 55441
(763) 432-4080
(763) 432-4085 (fax)
www.cvcap.com

Citizenship: United States

Principal Business: Convergent Capital is a licensed Small Business Investment Company. It will own approximately 18 percent of the voting equity of DPII Holdings LLC.

Name: Banyan Funds

Address: 1111 Brickell Avenue, Suite 1300
Miami, FL 33131
(305) 755-0378

(305) 755-0373 (fax)
www.banyanmezzaninefunds.com

Citizenship: United States

Principal Business: Banyan Funds is a licensed Small Business Investment Company. It will own approximately 18 percent of the voting equity of DPII Holdings LLC.

Name: Salem-Halifax Capital Partners
Address: 2849 Paces Ferry Road
Overlook I, Suite 660
Atlanta, GA 30339
(770) 790-5034
(770) 790-5104 (fax)
www.salemhalifax.com

Citizenship: United States

Principal Business: Salem-Halifax Capital Partners is a licensed Small Business Investment Company. It will own approximately 18 percent of the voting equity of DPII Holdings LLC.

Name: White Oak Management Services LLC
Address: 5665 New Northside Drive, Suite 500
Atlanta, GA 30328
(404) 875-9994
(404) 875-9545 (fax)
www.thewhiteoakgroup.com

Citizenship: United States

Principal Business: White Oak Management Services LLC is owned by Christopher C. Melton, Sr. White Oak Management Services LLC will own 15 percent of DPII Holdings LLC in the form of non-voting (profits interest only) equity.

ANSWER TO QUESTION 12

DPII Holdings LLC has no interlocking directorates.

ANSWER TO QUESTION 13

Description of the Parties

Rockwell Collins Inc. (“Rockwell Collins”) is a publicly-traded Delaware Corporation with its headquarters in Cedar Rapids, Iowa. Its subsidiary, RCSCS, formerly known as DataPath, Inc. (“DataPath”), is a Georgia corporation that designs, manufactures, and services ground-based satellite communications systems for commercial, military, and government markets. RCSCS offers design and installation services, network operations and maintenance, and information security and connectivity services.

DPII Holdings LLC is a manager-managed investment fund. The manager of DPII Holdings LLC is White Oak Investments LLC and Christopher C. Melton, Sr., a U.S. citizen and holder of a security clearance, is the sole member of White Oak Investments LLC. Melton also owns approximately 3 percent of DPII Holdings LLC. White Oak Investments LLC is a private equity management firm based in Atlanta, Georgia, and operates as part of The White Oak Group. The White Oak Group specializes in management-led buyouts, recapitalizations, growth capital, add-on acquisitions, and private companies. The firm invests in lower middle-market IP-rich businesses and mature companies in the Southeastern and Mid-Atlantic regions of the United States, focusing on core competencies in government contracting, services, and technology companies.

Description of the Transaction

On May 22, 2014, Rockwell Collins, Inc., and DPII Holdings LLC entered into a stock purchase agreement whereby DPII Holdings LLC will purchase 100 percent of the outstanding stock of RCSCS. Upon consummation of the transaction, RCSCS will be wholly owned by DPII Holdings LLC.

The transaction will result in a change of control of all of the Commission licenses and authorizations held by RCSCS from Rockwell Collins, Inc. to DPII Holdings LLC, including:

- Earth station authorizations issued under Part 25 of the Commission’s Rules;
- One private land mobile radio service authorization issued under Part 90 of the Commission’s Rules; and
- International Section 214 authorization issued under Part 63 of the Commission’s Rules.

The parties have prepared and submitted a set of applications and filings as required by the Commission’s rules to seek consent to the proposed transfer of control.

Public Interest Statement

The Commission may approve a transfer of control if, after weighing “the potential public interest harms of the [transaction] against the public interest benefits,” it concludes that, “on balance,” doing so would serve the public interest, convenience, and necessity.¹ Accordingly,

¹ See, e.g., *Loral Satellite, Inc. (Debtor-in-Possession) and Loral SpaceCom Corporation (Debtor in Possession), Assignors and Intelsat North America, LLC, Assignee, Order and Authorization*, 19 FCC Rcd 2404, 2411-12 (¶18) (2004) (“*Loral/Intelsat*”); *Comcast Corp., AT&T Corp., and AT&T Comcast Corp., Memorandum Opinion and Order*, 17 FCC Rcd 23246, 23255 (¶ 26) (2002) (“*AT&T/Comcast*”); *Applications for Consent to The Transfer of Control of Licenses and Sect. 214 Authorizations by Time Warner Inc. and America Online, Inc., Transferors, AOL Time Warner Inc., Transferee, Memorandum Opinion and Order*, 16 FCC Rcd 6547, 6554 (¶ 19) (2001) (“*AOL/Time Warner*”); *Applications for Consent to The Transfer of Control of Licenses and Sect. 214 Authorizations from MediaOne Group, Inc.*

where the potential harms from a proposed transaction are great, the potential benefits must be great; conversely, where the potential harms (if any) are small or limited, the potential benefits need only be of a similar scale.²

The proposed transaction poses no potential harms to the public interest, as both Rockwell Collins, Inc. and RCSCS will continue to provide the services they offer today. Indeed, the proposed transaction will create public interest benefits by allowing both companies to devote their resources to their core products and solutions. The sale of RCSCS will allow Rockwell Collins, Inc. to continue its strategy of reshaping its government systems portfolio to focus on its core products and solutions, while also allowing RCSCS, which designs, manufactures, and services ground-based satellite communications systems for military, government, and commercial customers, to devote its resources to those offerings, both domestically and internationally. In addition, the sale of RCSCS to DPII Holdings LLC will allow RCSCS to take advantage of the financial and managerial expertise of White Oak Investments LLC through its management of DPII Holdings LLC.

Post consummation, RCSCS will change its name again to DataPath. The White Oak Group previously owned DataPath through a holding company and David McDonald, an operating partner of The White Oak Group and co-founder of DataPath, will be the executive chairman of DataPath post consummation. Further, Christopher C. Melton, Sr., the co-chairman during The White Oak Group's previous ownership, will be the chairman of DataPath post consummation.

ANSWER TO QUESTION 20

This application for transfer of control of international Section 214 authorization qualifies for streamlined processing pursuant to Section 63.12(c). The Transferee is not a foreign carrier and is not affiliated with any foreign carriers.

and AT&T Corp., Memorandum Opinion and Order, 15 FCC Rcd 9816, 9820 (¶ 8) (2000); *see also* 47 U.S.C. § 310(d).

² *See, e.g., AT&T/Comcast*, 17 FCC Rcd at 23,329 (¶ 218) (observing that “in balancing the public interest harms and benefits, we employ a sliding scale approach” that “examine[s] the likelihood and the magnitude of the potential public interest harms”); *TRW Inc., Transferor, and Northrop Grumman Corp., Transferee*, Order and Authorization, 17 FCC Rcd 24,625, 24,630 (¶ 15) (Int’l Bur., Sat. Div. 2002) (“*TRW*”) (“we find no potential harms, and thus, the Applicants’ demonstration of potential benefits need not be as great”).