

**ATTACHMENT 1
FOR THE *PRO FORMA* TRANSFER OF CONTROL OF
INTERNATIONAL SECTION 214 AUTHORIZATION HOLDER**

This filing notifies the Commission pursuant to Section 63.24(f) of the Commission's rules of the *pro forma* transfer of control of an international Section 214 authorization holder.¹ Specifically, on April 1, 2014, the ownership of 89Degree Networks, LLC ("89Degree Networks") was distributed to the four members of 89Degree Networks' immediate parent company, Polar Star Consulting, LLC ("Polar Star"). As explained in further detail below, because transferee Elaina Mangione previously controlled 89Degree Networks through her ownership interest in Polar Star, this transfer of control is *pro forma* in nature.

Answer to Question 10 – Section 63.18(c)-(d):

The name, title, address, and telephone number for transferee Elaina Mangione (who is also an officer of transferor Polar Star) follows:

Elaina Mangione
CEO, Polar Star Consulting, LLC and 89Degree Networks, LLC
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Correspondence regarding this application should be addressed to the following counsel for 89Degree Networks:

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International Section 214 Authority:

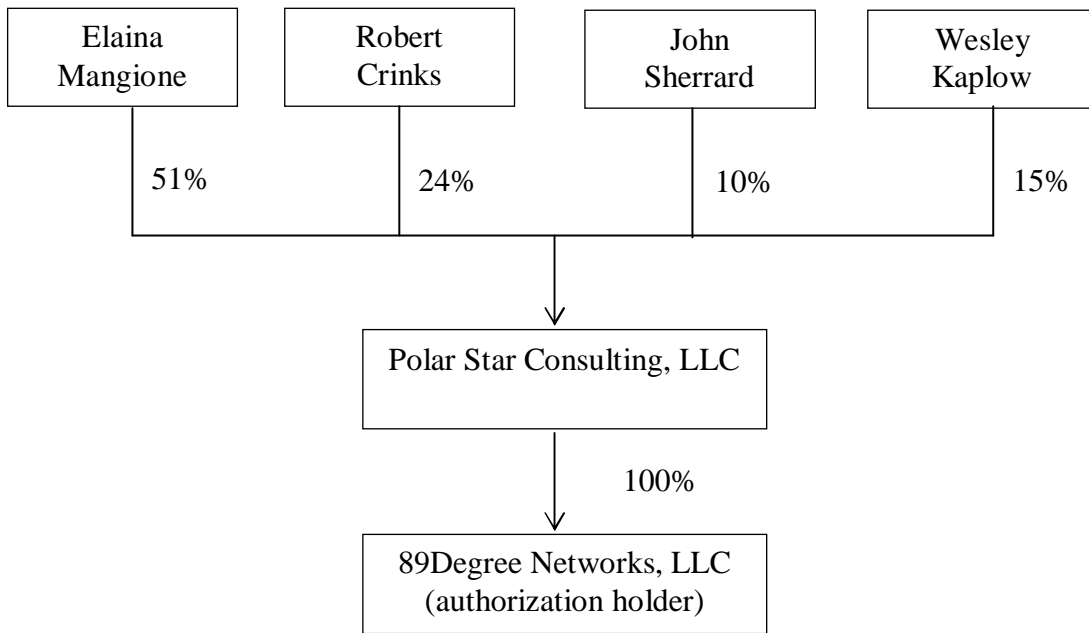
89Degree Networks holds the international Section 214 authorization that is the subject of this *pro forma* transfer of control notification, File No. ITC-214-20120514-00127 (authorization to provide resale service in accordance with section 63.18(e)(2) of the Commission's rules).

¹ See 47 C.F.R. § 63.24(f).

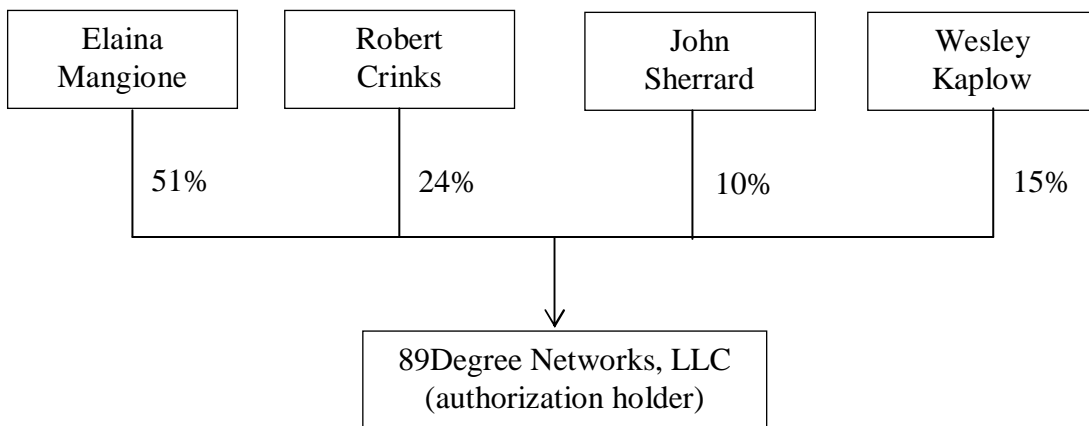
Answer to Question 13:

This filing hereby notifies the Commission pursuant to Section 63.24(f) of its rules, 47 C.F.R. § 63.24(f), of the *pro forma* transfer of control of international Section 214 authorization holder 89Degree Networks. On April 1, 2014, ownership of 89Degree Networks was distributed from then-immediate parent Polar Star to the four members of Polar Star in accordance with their percentage ownership interests. The following charts illustrate the ownership of 89Degree Networks before and after this internal reorganization:

Pre-Reorganization



Post-Reorganization



This restructuring does not change the ultimate ownership or control of the international Section 214 authorization holder. Accordingly, this assignment is *pro forma* in nature. The Commission has previously stated that “[r]egulatory review of [*pro forma*] transactions yields no significant public interest benefits, but may delay or hinder transactions that could provide substantial financial, operational, or administrative benefits for carriers.”²

89Degree Networks respectfully requests a waiver of Section 63.24(f) of the Commission’s rules, which requires the filing of a notification of a *pro forma* transfer of control no later than thirty days after the transfer is complete.³ Due to an inadvertent administrative oversight, notice of this transaction was not timely filed. 89Degree Networks regrets the error, and submits that grant of this waiver is in the public interest because it is necessary to ensure the accuracy of the Commission’s records.

² 1998 Biennial Review – Review of International Common Carrier Regulations, Report and Order, 14 FCC Rcd 4909, ¶ 42 (1999).

³ See 47 C.F.R. § 63.24(f).