

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

This filing notifies the Commission pursuant to Section 63.24(f) of the Commission's rules¹ of the *pro forma* transfer of control of an international Section 214 authorization as a result of an internal corporate reorganization of AT&T Inc. ("AT&T") that occurred on December 31, 2015, which temporarily affected the intermediate ownership structure of international Section 214 holder, Cricket Communications, LLC ("Cricket Communications"). The restructuring did not change the ultimate ownership or control of the international Section 214 authorization; AT&T continues to control the authorization at issue. Accordingly, the transfer of control was *pro forma* in nature.

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

Because ultimate ownership of this international Section 214 authorization will not change as a result of this transaction, AT&T has been designated as both the transferor and the transferee for the instant *pro forma* transfer notification.

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International Section 214 Authority:

Cricket Communications holds the international Section 214 authorization that is the subject of this *pro forma* transfer of control application, File No. ITC-214-20100604-00227 (authorization to provide facilities-based and resale services).

AT&T has numerous subsidiaries that collectively hold global or limited global facilities-based or resale Section 214 authorizations, including those for Cuba. These subsidiaries hold international Section 214 global authority to provide a range of facilities-based services, *see, e.g.*, ITC-214-19960830-00414 (Previous File Number ITC-96-487) (AT&T Corp. authority to provide global facilities-based services), including those originating in region and out of region,

¹ See 47 C.F.R. § 63.24(f).

see, e.g., ITC-214-20001130-00713 (SBC Long Distance, LLC authority to provide facilities-based and resale services originating in Kansas and Oklahoma); ITC-214-19971108-00689 (SBC Long Distance, LLC authority to provide facilities-based services originating out of region). AT&T subsidiaries also have Section 214 global authority to provide various resale services. *See, e.g.*, ITC-214-19960223-00083 (SNET America, Inc. authority to resell private line services); ITC-214-19970814-00493 (Previous File Number ITC-97-506) (TC Systems, Inc. global authority to resell international switched services). Other AT&T subsidiaries hold authority to provide services on particular routes or over particular facilities. *See, e.g.*, ITC-89-060 (AT&T of Puerto Rico, Inc. and AT&T of the Virgin Islands, Inc. authority to operate additional capacity in St. Thomas-Tortola and Eastern Caribbean DCMS for use in providing services to various Caribbean points).

Answer to Question 11 – Section 63.18(h):

AT&T is a publicly traded corporation whose stock is widely held by the public with no person or entity holding a ten percent or greater ownership interest in AT&T.

Answer to Question 12 – Section 63.18(h):

The following persons are officers or directors of AT&T Inc. and are also officers or directors of one or more foreign carriers:

George B. Goeke is Assistant Treasurer of AT&T Inc. and AT&T International, LLC; Vice President and Assistant Treasurer of AT&T Teleholdings, Inc. and AT&T Mobility Puerto Rico Inc.; Treasurer of SBC Telecom Inc.; Chief Financial Officer and Treasurer of AT&T Corp.; and Vice President and Treasurer of BellSouth Long Distance, Inc. Mr. Goeke is also Director and Treasurer of AT&T Global Network Services International, Inc., AT&T Global Network Services Norge LLC, and AT&T Global Network Services Venezuela LLC and Treasurer of AT&T Japan LLC. Richard G. Dennis is Vice President and Assistant Secretary of AT&T Corp. Mr. Dennis is also Vice President of AT&T Japan LLC and President and Secretary of AT&T Global Network Services Norge LLC, AT&T Global Network Services International Inc., and AT&T Global Network Services Venezuela LLC. Elaine Lou is Assistant Treasurer of SBC Telecom, Inc. and AT&T Corp. Ms. Lou is also Assistant Treasurer of BellSouth Long Distance, Inc., AT&T Japan LLC, AT&T Global Network Services International, Inc., AT&T Global Network Services Norge LLC, and AT&T Global Network Services Venezuela LLC. Karen M. Diorio is Director – Tax of AT&T International, LLC, AT&T Teleholdings, Inc., AT&T Corp., and SBC Telecom Inc. Ms. Diorio is also Assistant Secretary of AT&T Global Network Services International, Inc., AT&T Global Network Services Norge LLC, and AT&T Global Network Services Venezuela LLC. Teresa G. Blizzard is Director – Tax of AT&T Teleholdings, Inc., SBC Telecom, Inc., AT&T Corp., and AT&T International, LLC and is Assistant Secretary of AT&T Mobility Puerto Rico Inc., AT&T Mobility USVI Inc., and Beach Holding Corporation. Ms. Blizzard is also Vice President – Taxes of BellSouth Long Distance, Inc. Lawrence J. Ruzicka is Senior Vice President – Tax of AT&T Inc., AT&T Corp., and AT&T International, LLC; Vice President – Tax of SBC Telecom, Inc.; and Senior Vice President of AT&T Mobility Puerto Rico Inc., AT&T Mobility USVI Inc., and Beach Holding Corporation. Mr. Ruzicka is

also Director for AT&T Global Network Services Norge LLC, AT&T Global Network Services International, Inc., and AT&T Global Network Services Venezuela, LLC. Jeffrey M. Chambers is Assistant Secretary of AT&T Mobility Puerto Rico Inc. and Director – Tax for AT&T Corp. Mr. Chambers is also Assistant Vice President – Taxes of AT&T Global Network Services Norge LLC, AT&T Global Network Services International, Inc., and AT&T Global Network Services Venezuela, LLC. Sherri L. Bazan is Assistant Treasurer of AT&T Teleholdings, Inc., SBC Telecom, Inc., AT&T Mobility Puerto Rico Inc., AT&T Mobility USVI Inc., AT&T Corp., and Beach Holding Corporation. Ms. Bazan is also Assistant Treasurer of BellSouth Long Distance, Inc., AT&T Global Network Services Norge LLC, AT&T Global Network Services International, Inc., AT&T Global Network Services Venezuela, LLC, and AT&T Japan LLC. Thomas F. Brown is Assistant Secretary of AT&T Mobility Puerto Rico Inc., AT&T Mobility USVI Inc., and Beach Holding Corporation. Mr. Brown is also Assistant Secretary of AT&T Global Network Services International, Inc., AT&T Global Network Services Venezuela, LLC, AT&T Japan LLC, and AT&T Global Network Services Norge LLC. Steven Shashack is Assistant Secretary of AT&T Mobility Puerto Rico Inc. and Assistant Vice President – Tax of AT&T Corp. and SBC Telecom Inc. Mr. Shashack is also AT&T Global Network Services Norge LLC, AT&T Global Network Services International, Inc., AT&T Global Network Services Venezuela, LLC, and AT&T Japan LLC. Stacy W. Roth is Assistant Treasurer of SBC Telecom, Inc., AT&T Teleholdings, Inc., AT&T International, LLC, AT&T Corp., and AT&T Mobility Puerto Rico Inc. Ms. Roth is also Assistant Treasurer of BellSouth Long Distance, Inc., AT&T Global Network Services Norge LLC, AT&T Global Network Services International, Inc., AT&T Global Network Services Venezuela, LLC, and AT&T Japan LLC.

Answer to Question 13

This filing 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 an international Section 214 authorization held by Cricket Communications, an indirect wholly owned subsidiary of AT&T. Specifically, on December 31, 2015, AT&T Mobility Services LLC was temporarily inserted, and then removed, from the intermediate ownership structure of Cricket Communications. Cricket Communications' ownership structure at the beginning and end of the internal reorganization was unchanged by the internal reorganization. Moreover, the restructuring does not change the ultimate ownership or control of the international Section 214 authorization; AT&T continues to control the authorization at issue.

This restructuring does not change the ultimate ownership or control of the international Section 214 authorization, as AT&T has continued to control it both before and after the restructuring. Accordingly, this transfer of control 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

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