

Telefonica USA, Inc.

Notification of *Pro Forma* Transfer of Control of Section 214 Authority to Operate as a Global Facilities-Based and Resale Carrier Between the U.S. and All International Points

Pursuant to Section 214 of the Communications Act of 1934, as amended, and Section 63.24(f) of the Commission's rules, Telefonica USA, Inc. ("TUSA") notifies the Commission of a *pro forma* transfer of control of TUSA's authority under Section 214 of the Communications Act of 1934, as amended, to provide international telecommunications services on both a facilities-based and a resale basis between the United States and all international points (the "Transfer").

Prior to the Transfer, TUSA was directly wholly owned by Telefonica Data Corp, SA ("TDC"). Pursuant to the Transfer, Telefonica International Wholesale Services, S.L. ("TIWS") purchased all of TUSA's issued share capital from TDC. Both TDC and TIWS are wholly owned subsidiaries of Telefonica S.A. The Transfer was completed on February 20, 2017. TUSA certifies that the Transfer was *pro forma* and that, together with all previous *pro forma* transactions, the Transfer did not result in a change in the actual controlling party of TUSA.

Pursuant to Section 63.24(f), TUSA provides the following information called for in Section 63.18(a)-(d) and (h) of the Commission's rules.

Applicant Contact Information (63.18(a)-(c))

Applicant

Telefonica USA, Inc.
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Miami, FL 33131
(305) 925-5300

Jurisdiction of Organization: Florida

Contact for Correspondence Concerning This Notice

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Counsel to TUSA

Existing Section 214 Authority (63.18(d))

TUSA holds International Section 214 authorization ITC-214-20000602-00336, which authorizes TUSA to provide international telecommunications services on both a facilities-based and a resale basis between the United States and all international points.

Ownership Information (63.18(h))

The following entities hold a ten percent or greater interest in TUSA, directly or indirectly, following the Transfer. TUSA's direct and indirect ownership is illustrated in the organizational chart attached as Exhibit A.

Direct Owner

Telefonica International Wholesale Services, S.L. ("TIWS")
Distrito Telefónica, Edificio Oeste 3, Planta 3, Ronda de la Comunicación s/n, 28050,
Madrid, Spain

Citizenship: Spain

Principal Business: Holding company

Relationship: Holds 100 percent of TUSA

Indirect Ownership

Telefonica S.A.
Gran Vía 28, 28013 Madrid, Spain

Citizenship: Spain

Principal Business: Holding company

Relationship: Holds 100 percent of TIWS

No other entity holds a direct or indirect interest in TUSA greater than 10 percent.

Interlocking Directorates

Two directors of TUSA also serve as a director of TIWS, a foreign carrier: José Juan Cerdán Ibañez and José Luis Gamo Cuadrado.

To the best of TUSA's knowledge, no other officer or director of TUSA or the transferee, TIWS, is an officer or director of any foreign carrier.

Exhibit A

