

NOTIFICATION OF *PRO FORMA* TRANSACTION

This notification is filed pursuant to Section 214 of the Communications Act of 1934, as amended, and Section 63.24(f) of the Federal Communications Commission’s (“FCC’s” or “Commission’s”) rules.¹ The notification pertains to the following international Section 214 authorizations (the “Licenses”):

Licensee Name	IBFS File Number
Optivon, Inc. (a Puerto Rico Corporation)	ITC-214-2009091500418
Optivon, Inc. (a Florida Corporation)	ITC-214-2015012200012
Optivon Telecommunications Services, Inc. (a Puerto Rico Corporation)	ITC-214-2004120100474

As is explained in greater detail below, all of the Licenses are held by entities that are under the ultimate affirmative control of Mr. Luis G. Romero (“Mr. Romero”).² For estate planning purposes, Mr. Romero is transferring his controlling holdings in these licensees to a revocable trust, created by The Luis G. Romero Trust Agreement dated November 28, 2018 (the “Trust”), for which Mr. Romero is the sole grantor and trustee. Consequently, Mr. Romero controls the Trust and, as a result, there is no change in the “actual controlling party” of the Licenses and the transfer qualifies as “non-substantial or *pro forma*” under Section 63.24(d) of the Commission’s rules.

The *pro forma* transfer occurred as follows: 100% of the issued and outstanding stock of both Puerto Rico corporation Optivon Telecommunications Services, Inc. (“OTSI”) and of Florida corporation Optivon, Inc. (“Optivon-FL”) is held by Puerto Rico corporation Optivon, Inc. (“Optivon-PR”). Mr. Romero directly holds a majority (56.65%) of the issued and outstanding stock in Optivon-PR, and indirectly holds another 19.61% interest through his 100% ownership of the issued and common stock of PW Acquisition Corp. which holds 17.71% of common stock and 1.90% of preferred stock in Optivon-PR. Thus, Mr. Romero’s cumulative interest in the Licenses as a result of these holdings is 76.26% which accords him affirmative control.³ The *pro forma* transfer occurred on June 14, 2019 when Mr. Romero transferred his individual shares in Optivon-PR and his shares in PW Acquisition Corp. to the Trust.

¹ 47 U.S.C. §214; 47 C.F.R. § 63.24(f).

² Mr. Romero is also known as “Luis G. Romero Font” which includes his second last name as is common in traditional Latin cultures. For purposes of avoiding confusion when conducting business in the United States, Mr. Romero uses a single last name, and thus is making these FCC filings in his correct, current legal name of “Luis G. Romero.”

³ Mr. Romero also indirectly holds 50% of a 0.88% interest in Optivon-PR through another entity, Codecom, Inc., which is not being transferred to the Trust. Including this minor interest, Mr. Romero’s total interest in Optivon-PR is 76.7%.

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

All communications in connection with this notification should be directed to the following on behalf of the Transferor and Transferee:

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Neither Mr. Romero, a United States citizen, nor the Trust, which is governed by the laws of Florida, hold any international Section 214 authorizations but Mr. Romero, through his interest in the Trust, does control the Optivon-PR, Optivon-FL and OTSI licensees that hold such authorizations to provide global or limited global resale service.

Answer to Question 11 (Section 63.18(h))

The Trust is 100% owned and controlled by its sole grantor and trustee, Mr. Romero, a United States citizen. His address is 27 Calle Gonzalez Giusti, STE 100, Edificio Tres Rios, Guaynabo, PR 00966, and principal business is the management of Optivon-PR and its affiliates.

Answer to Question 13

Please see narrative in the introduction discussing the means by which the *pro forma* transfer of control occurred.