

ATTACHMENT 1

TRANSFER OF CONTROL OF IOWA RSA 2 LIMITED PARTNERSHIP

Pursuant to Section 214 of the Communications Act of 1934, as amended, and Sections 63.04, 63.18, and 63.24 of the Commission's rules,¹ Cellular 35, Inc. ("Cellular 35"), Interstate Enterprises, Ltd. ("Interstate"), and Grand River Communications, Inc. ("Grand River," and together with Cellular 35 and Interstate, the "Sellers") and Cellco Partnership d/b/a Verizon Wireless ("Verizon Wireless," and together with the Sellers, the "Applicants") request Federal Communications Commission ("Commission") consent to the proposed transfer of control of the international Section 214 authorization of Iowa RSA 2 Limited Partnership ("IA-2") from Sellers to Verizon Wireless.

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

All communications in connection with this notification should be directed to the following:

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Verizon Wireless, a Delaware general partnership, holds multiple international Section 214 authorizations, and directly or indirectly controls subsidiaries that hold such authorizations to provide international switched resale services and global or limited global facilities-based and resale services.

IA-2 holds Section 214 Authorization File No. ITC-214-20200311-00038.

Answer to Question 11 (Section 63.18(h))

Following consummation of the proposed transaction, IA-2 will be a direct wholly-owned subsidiary of Verizon Wireless.

Verizon Wireless is a wholly-owned subsidiary of Verizon Communications Inc. ("Verizon"). Verizon owns Verizon Wireless through a series of intermediate entities reported herein.²

¹ 47 U.S.C. § 214; 47 C.F.R. §§ 63.04, 63.18, and 63.24.

² All FCC-regulated businesses in which Verizon and Verizon Wireless hold disclosable interests are reported on their respective schedules in this form. Each intermediate owner reported in this form holds an indirect ownership interest in each of Verizon Wireless's FCC-regulated businesses,

Verizon owns 100% each of Verizon Ventures LLC and NYNEX LLC. Verizon, Verizon Ventures LLC and NYNEX LLC own 91.31%, 1.45%, and 7.24%, respectively, of GTE LLC. GTE LLC owns 100% of GTE Wireless LLC, which owns a 32.35% direct interest in Verizon Wireless.

Through a separate chain of ownership, Verizon owns 100% of Verizon Business Global LLC. Verizon Business Global LLC owns 100% of MCI Communications Corporation, which in turn owns 100% of Verizon Business Network Services Inc. Verizon Business Network Services Inc. owns 100% of MCI International, Inc., which owns 100% of MCI International Services, Inc. MCI International Services, Inc. owns 100% of MCI International Telecommunications Corporation. MCI International Telecommunications Corporation owns 100% of Terremark Worldwide, Inc., which in turn owns 100% of MCI Broadband Solutions, Inc. MCI Broadband Solutions, Inc. owns 100% of MCI Communications Services, Inc., which owns 100% of Bell Atlantic Mobile Systems LLC. Bell Atlantic Mobile Systems LLC holds a 23.63% direct interest in Verizon Wireless.

Finally, through a third chain of ownership, Verizon Communications Inc. owns 100% of Verizon Americas Finance 1 Inc., which in turn owns 100% of Verizon Americas Inc. Verizon Americas Inc. owns 100% of GTE Wireless of the Midwest Incorporated. Through this chain, Verizon Americas Inc. holds a direct 33.36% interest in Verizon Wireless and GTE Wireless of the Midwest Incorporated owns 10.38% of Verizon Wireless.

Answer to Question 12

Verizon Wireless has no interlocking directorates with foreign carriers.

Answer to Question 13

The following chart shows the pre-close ownership interests of each Applicant in IA-2:

Owner	Interest held in IA-2
Cellular 35	1.09184% GP
Interstate	27.02317% LP
Grand River	27.02317% LP
Verizon Wireless	44.86182% LP

in direct proportion to their percentage of ownership in Verizon Wireless. Through a set of *pro forma* transactions set to close on June 30, 2020, Verizon plans to streamline some of the ownership chains described here by, for example, eliminating some intermediate entities and by changing some intermediate entities from corporations to limited liability companies. *See, e.g.*, SCL-ASG-20200601-00022; SCL-ASG-20200601-00023; Form 603, File Nos. 0009096765, 0009095543, 0009095538; Form 703 File No. 0030-EX-TU-2020. None of these *pro forma* changes impact the overall ownership by Verizon of Verizon Wireless and other wholly-owned entities.

Verizon Wireless intends to purchase the Sellers’ respective interests in IA-2 and become the sole owner of the partnership.

Grant of this application will serve the public interest. Verizon Wireless has no existing network operations in the Market. The proposed transaction will allow Verizon Wireless to integrate the IA-2 market into its network, thereby allowing Verizon Wireless to offer its products and services to customers in the Market.

Answers to Questions 14-18

Verizon and Verizon Wireless not foreign carriers, but are affiliated with the following foreign carriers:

Name of the affiliated carrier:	Countries in which carrier is authorized to provide telecommunications services to the public:
Verizon Argentina S.R.L.	Argentina
Verizon Australia Pty Limited	Australia
Verizon Austria GmbH	Austria
NV Verizon Belgium Luxembourg S.A.	Belgium, Luxembourg
Verizon Telecomunicações do Brazil Ltda	Brazil
Verizon Bulgaria EOOD	Bulgaria
Verizon Canada Ltd.	Canada
Verizon Chile S.A.	Chile
Verizon Colombia S.A.	Colombia
Verizon Costa Rica S.R.L.	Costa Rica
Verizon Croatia Limited	Croatia
Verizon Czech s.r.o.	Czech Republic
Verizon Denmark A/S	Denmark
Verizon Finland Oy	Finland
Verizon France SAS	France
Verizon Deutschland GmbH	Germany
Verizon Hellas Telecommunications Single Member LLC	Greece
Verizon Communications Guatemala Limitada	Guatemala
Verizon Hong Kong Limited	Hong Kong
Verizon Hungary Telecommunications LLC	Hungary
Verizon Communications India Private Limited	India
Verizon Ireland Limited	Ireland
Verizon Italia S.p.A.	Italy
Verizon Japan Limited	Japan
Verizon Korea Limited	Korea
Verizon Servicios Empresariales Mexico, S de R.L. de C.V.	Mexico
Verizon Nederland BV	Netherlands
Verizon New Zealand Limited	New Zealand
Verizon Norway AS	Norway
Verizon Panama S.A.	Panama

Name of the affiliated carrier:	Countries in which carrier is authorized to provide telecommunications services to the public:
Verizon Peru SRL	Peru
Verizon Polska Sp. Z.o.o	Poland
Verizon Portugal Sociedade Unipessoal, LDA	Portugal
Verizon Romania SRL	Romania
Verizon Rus LLC	Russia
Verizon Communications Singapore Pte. Ltd.	Singapore
Verizon Communications Slovakia s.r.o	Slovakia
Verizon South Africa (Pty) Limited	South Africa
Verizon Spain S.L.	Spain
Verizon Sweden AB	Sweden
Verizon Switzerland AG	Switzerland
Verizon Taiwan Co. Limited	Taiwan (Chinese Taipei)
Verizon UK Limited	United Kingdom
Verizon Venezuela, S.A.	Venezuela

The Verizon foreign affiliates identified above provide service to the countries listed above. Upon consummation, IA-2 will be affiliated with these same carriers. Pursuant to Sections 63.10 and 63.18 of the Commission’s rules, the Applicants request non-dominant status for IA-2 on all routes between the United States and the countries listed above. None of the foreign carriers listed are dominant providers in their respective countries, and each lacks 50 percent market share in the international transport and the local access markets on the foreign end of that route. Accordingly, each foreign carrier lacks sufficient market power on the foreign end of the international route to affect competition adversely in the U.S. market.