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A LIMITED LIABILITY PARTNERSHIP

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August 15, 2000

PAUL G. MADISON

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Magalie Roman Salas, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Re: Final Analysis Communication Services, Inc.
Application for Consent to
Non-substantial (*pro forma*) Transfer of Control

Dear Ms. Salas:

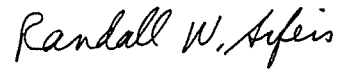
Transmitted herewith, on behalf of Final Analysis Communication Services, Inc., by its attorneys, is an original and three copies of an application for consent to non-substantial (*pro forma*) transfer of control (FCC Form 312).

Also enclosed is a completed FCC Form 159 and a check made payable to the Federal Communications Commission in the amount of \$8,810.00 to cover the applicable filing fee. An extra copy of the application is enclosed to be date-stamped and returned to me in the enclosed stamped envelope.

Magalie Roman Salas, Secretary
August 15, 2000
Page Two

Should you have any questions concerning this submission, please contact the undersigned.

Sincerely,

A handwritten signature in cursive script that reads "Randall W. Sifers".

Randall W. Sifers
Counsel to
Final Analysis Communication Services, Inc.

cc: Fern Jarmulnek
Mark Young
Kathleen A. Campbell

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING		FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE		Approved by OMB 3060-0589 Page No <u>1</u> of <u>1</u>	
(1) LOCKBOX # 358210		FCC/MELLON AUG 15 2000		SPECIAL USE FCC USE ONLY	
SECTION A - PAYER INFORMATION					
(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) FINAL ANALYSIS INC				(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) 8810.00	
(4) STREET ADDRESS LINE NO. 1 9701-E PHILADELPHIA COURT					
(5) STREET ADDRESS LINE NO. 2					
(6) CITY LANHAM				(7) STATE (8) ZIP CODE MD 20706	
(9) DAYTIME TELEPHONE NUMBER (include area code) 301 4594100			(10) COUNTRY CODE S2150 SAT-T/C-20000815-00120		
FCC REGISTRATION NUMBER (FRN)			FINAL ANALYSIS COMMUNICATION SERVICES, INC.		
(11) PAYER (FRN) 0003-7201-82					
IF PAYER NAME AND THE APPLICANT NAME IF MORE THAN ONE APPLICANT, USE					
(13) APPLICANT NAME FINAL ANALYSIS COMMUNICATION SERVICES, INC					
(14) STREET ADDRESS LINE NO. 1 9701-E PHILADELPHIA COURT					
(15) STREET ADDRESS LINE NO. 2					
(16) CITY LANHAM				(17) STATE (18) ZIP CODE MD 20706	
(19) DAYTIME TELEPHONE NUMBER (include area code) 301-4594100			(20) COUNTRY CODE (if not in U.S.A.)		
FCC REGISTRATION NUMBER (FRN)			FCC IDENTIFICATION NUMBER (TIN) REQUIRED		
(21) APPLICANT (FRN) 0003-7325-83					
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET					
(23A) CALL SIGN/OTHER ID S2150		(24A) PAYMENT TYPE CODE CZW		(25A) QUANTITY 11	
(26A) FEE DUE FOR (PTC) 8810.00		(27A) TOTAL FEE 8810.00		FCC USE ONLY	
(28A) FCC CODE 1		(29A) FCC CODE 2			
(23B) CALL SIGN/OTHER ID		(24B) PAYMENT TYPE CODE		(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)		(27B) TOTAL FEE		FCC USE ONLY	
(28B) FCC CODE 1		(29B) FCC CODE 2			
SECTION D - CERTIFICATION					
(30) CERTIFICATION STATEMENT I, <u>Randall W. Sifers</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE <u>Randall W. Sifers</u> DATE <u>08/15/00</u>					
SECTION E - CREDIT CARD PAYMENT INFORMATION					
(31) ☐ MASTERCARD		MASTERCARD/VISA ACCOUNT NUMBER: 		EXPIRATION 	
☐ VISA		I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization herein described.			
SIGNATURE _____				DATE _____	

FCC 312 Main Form FEDERAL COMMUNICATIONS COMMISSION APPLICATION FOR SATELLITE SPACE AND EARTH STATION AUTHORIZATIONS	Approved by OMB 3060-0678 Est. Avg. Burden Hours Per Response: 11 Mins.	FCC Use Only File Number:
		Call Sign:
		Fee Number:

APPLICANT INFORMATION

1. Legal Name of Applicant Final Analysis Communication Services, Inc.		2. Voice Telephone Number (301) 459-4100	
3. Other Name Used for Doing Business (if any)		4. Fax Telephone Number (301) 459-0101	
5. Mailing Street Address or P.O. Box 9701-E Philadelphia Court ATTENTION: Patricia A. Mahoney		6. City Lanham	
		7. State / Country (if not U.S.A.) MD	8. Zip Code 20706-4000
9. Name of Contact Representative (If other than applicant) Aileen A. Pisciotto		10. Voice Telephone Number (202) 955-9771	
11. Firm or Company Name Kelley Drye & Warren LLP		12. Fax Telephone Number (202) 955-9792	
13. Mailing Street Address or P.O. Box 1200 19th Street, N.W. Suite 500 ATTENTION:		14. City Washington	
		15. State / Country (if not U.S.A.) DC	16. Zip Code 20036

Email: apisciotta@kelleydrye.com

CLASSIFICATION OF FILING

17. Place an "X" in the box next to the classification that applies to this filing for both questions a. and b. Mark only one box for 17a and only one box for 17b.			
☐ a1. Earth Station ☒ a2. Space Station	☐ b1. Application for License of New Station	☒ b6. Transfer of Control of License or Registration (pro forma)	
	☐ b2. Application for Registration of New Domestic Receive-Only Station	☐ b7. Notification of Minor Modification	
	☐ b3. Amendment to a Pending Application	☐ b8. Application for License of New Receive-Only Station Using Non-U.S. Licensed Satellite	
	☐ b4. Modification of License or Registration	☐ b9. Letter of Intent to Use Non-U.S. Licensed Satellite to Provide Service in the United States	
	☐ b5. Assignment of License or Registration	☐ b10. Other (Please Specify): _____	
18. If this filing is in reference to an existing station, enter: Call sign of station: S2150		19. If this filing is an amendment to a pending application enter: (a) Date pending application was filed: _____ (b) File number of pending application: _____	

TYPE OF SERVICE

20. NATURE OF SERVICE: This filing is for an authorization to provide or use the following type(s) of service(s). Place an "X" in the box(es) next to all that apply.	
☐ a. Fixed Satellite ☐ c. Radiodetermination Satellite ☒ b. Mobile Satellite ☐ d. Earth Exploration Satellite	☐ e. Direct to Home Fixed Satellite ☐ f. Digital Audio Radio Service ☐ g. Other (please specify) _____
21. STATUS: Place an "X" in the box next to the applicable status. Mark only one box.	
☐ a. Common Carrier ☒ b. Non-Common Carrier	
22. If earth station applicant, place an "X" in the box(es) next to all that apply.	
☐ a. Using U.S. licensed satellites ☐ b. Using Non-U.S. licensed satellites	
23. If applicant is providing INTERNATIONAL COMMON CARRIER service, see instructions regarding Sec. 214 filings. Mark only one box. Are these facilities:	
☐ a. Connected to the Public Switched Network ☐ b. Not connected to the Public Switched Network	
24. FREQUENCY BAND(S): Place an "X" in the box(es) next to all applicable frequency band(s).	
☐ a. C-Band (4/6 GHz) ☐ b. Ku-Band (12/14 GHz) ☐ c. Other (Please specify) _____	

TYPE OF STATION

25. CLASS OF STATION: Place an "X" in the box next to the class of station that applies. Mark only one box.	
☐ a. Fixed Earth Station ☐ b. Temporary-Fixed Earth Station ☐ c. 12/14 GHz VSAT Network ☐ d. Mobile Earth Station ☒ e. Space Station ☐ f. Other (Specify) _____	
If space station applicant, go to Question 27.	
26. TYPE OF EARTH STATION FACILITY Mark only one box.	
☐ a. Transmit/Receive ☐ b. Transmit-Only ☐ c. Receive-Only	

PURPOSE OF MODIFICATION OR AMENDMENT

27. The purpose of this proposed modification or amendment is to: Place an "X" in the box(es) next to all that apply.	
☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐ ☐	a -- authorization to add new emission designator and related service b -- authorization to change emission designator and related service c -- authorization to increase EIRP and EIRP density d -- authorization to replace antenna e -- authorization to add antenna f -- authorization to relocate fixed station g -- authorization to change assigned frequency(ies) h -- authorization to add Points of Communication (satellites & countries) i -- authorization to change Points of Communication (satellites & countries) j -- authorization for facilities for which environmental assessment and radiation hazard reporting is required k -- Other (Please Specify) _____

ENVIRONMENTAL POLICY

28. Would a Commission grant of any proposal in this application or amendment have a significant environmental impact as defined by 47 CFR 1.1307?	
If YES, submit the statement as required by Sections 1.1308 and 1.1311 of the Commission's rules, 47 C.F.R. §§ 1.1308 and 1.1311, as an exhibit to this application.	
☐ YES ☒ NO	
A Radiation Hazard Study must accompany all applications as an exhibit for new transmitting facilities, major modifications, or major amendments. Refer to OET Bulletin 65.	

ALIEN OWNERSHIP

29. Is the applicant a foreign government or the representative of any foreign government?	☐ YES	☒ NO
30. Is the applicant an alien or the representative of an alien?	☐ YES	☒ NO
31. Is the applicant a corporation organized under the laws of any foreign government?	☐ YES	☒ NO
32. Is the applicant a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	☐ YES	☒ NO
33. Is the applicant a corporation directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	☐ YES	☒ NO
34. If any answer to questions 29, 30, 31, 32 and/or 33 is Yes, attach as an exhibit, the identification of the aliens or foreign entities, their nationality, their relationship to the applicant, and the percentage of stock they own or vote.		

BASIC QUALIFICATIONS

35. Does the applicant request any waivers or exemptions from any of the Commission's Rules? If Yes, attach as an exhibit, copies of the requests for waivers or exceptions with supporting documents.	☐ YES	☒ NO
36. Has the applicant or any party to this application had any FCC station authorization or license revoked or had any application for an initial, modification or renewal of FCC station authorization, license, or construction permit denied by the Commission? If Yes, attach as an exhibit, an explanation of the circumstances.	☐ YES	☒ NO
37. Has the applicant, or any party to this application, or any party directly or indirectly controlling the applicant ever been convicted of a felony by any state or federal court? If Yes, attach as an exhibit, an explanation of the circumstances.	☐ YES	☒ NO
38. Has any court finally adjudged the applicant, or any person directly or indirectly controlling the applicant, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition? If Yes, attach as an exhibit, an explanation of the circumstances.	☐ YES	☒ NO
39. Is the applicant, or any person directly or indirectly controlling the applicant, currently a party in any pending matter referred to in the preceeding two items? If Yes, attach as an exhibit, an explanation of the circumstances.	☐ YES	☒ NO
40. If the applicant is a corporation and is applying for a space station license, attach as an exhibit the names, addresses, and citizenship of those stockholders owning of record and/or voting 10 percent or more of the Filer's voting stock and the percentages so held. In the case of fiduciary control, indicate the beneficiary(ies) or class of beneficiaries. Also list the names and addresses of the officers and directors of the Filer.		
41. By checking Yes, the undersigned certifies, that neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. See 47 CFR 1.2002(b) for the meaning of "party to the application" for these purposes.	☒ YES	☐ NO
42a. Does the applicant intend to use a non-U.S. licensed satellite to provide service in the United States? If yes, answer 42b and attach an exhibit providing the information specified in 47 C.F.R. § 25.137, as appropriate. If no, proceed to question 43.	☐ YES	☒ NO
42b. What administration has licensed or is in the process of licensing the space station? If no license will be issued, what administration has coordinated or is in the process of coordinating the space station? United States		

43. Description. (Summarize the nature of the application and the services to be provided).

See Exhibit A.

Exhibit No.	Identify all exhibits that are attached to this application.
A	Nature of Application
B	Statement of Control
C	Statement of Public Interest

CERTIFICATION

The Applicant waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. The applicant certifies that grant of this application would not cause the applicant to be in violation of the spectrum aggregation limit in 47 CFR Part 20. All statements made in exhibits are a material part hereof and are incorporated herein as if set out in full in this application. The undersigned, individually and for the applicant, hereby certifies that all statements made in this application and in all attached exhibits are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

44. Applicant is a (an): (Place an "X" in the box next to applicable response.)

☐ a. Individual ☐ b. Unincorporated Association ☐ c. Partnership ☒ d. Corporation ☐ e. Governmental Entity ☐ f. Other
(Please specify) _____

45. Typed Name of Person Signing

Nader Modanlo

46. Title of Person Signing

Chairman and President

47. Signature

48. Date

August 15/05

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001), AND/OR REVOCATION OF ANY STATION AUTHORIZATION (U.S. Code, Title 47, Section 312(a)(1)), AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

FEDERAL COMMUNICATIONS COMMISSION FCC 312 - Schedule A (Place an "X" in one of the blocks below)				FCC Use Only	
☒ CONSENT TO TRANSFER OF CONTROL (pro forma) ☐ NOTIFICATION OF TRANSFER OF CONTROL OF RECEIVE ONLY REGISTRATION				☐ CONSENT TO ASSIGNMENT OF LICENSE ☐ NOTIFICATION OF ASSIGNMENT OF RECEIVE ONLY REGISTRATION	
A1. Name of Licensee or Registrant Final Analysis Communication Services, Inc.				A2. Voice Telephone Number (301) 459-4100	
A3. Mailing Street Address or P.O. Box 9701-E Philadelphia Court ATTENTION: Patricia A. Mahoney				A4. Fax Telephone Number (301) 459-0101	
A5. City Lanham		A6. State / Country (if not U.S.A.) MD		A7. Zip Code 20706	
A8. List Call Sign(s) of station(s) being assigned or transferred S2150					A9. No. of station(s) listed 1
A10. Name of Transferor/Assignor (if different than licensee or registrant)			A15. Name of Transferee/Assignee Final Analysis Communication Services, Inc.		
A11. Mailing Street Address or P.O. Box			A16. Mailing Street Address or P.O. Box 9701-E Philadelphia Court		
A12. City	A13. State/Country	A14. Zip Code	A17. City Lanham	A18. State/Country MD	A19. Zip Code 20706
A20. If these facilities are licensed, is the transferee/assignee directly or indirectly controlled by any other entity? If Yes, attach as an exhibit, a statement (including organizational diagrams where appropriate) which fully and completely identifies the nature and extent of control including: (1) the name, address, citizenship, and primary business of the controlling entity and any intermediate subsidiaries or parties; and (2) the names, addresses, citizenship, and the percentages of voting and equity stock of those stockholders holding 10 percent or more of the controlling corporation's voting stock.					
A21. If these facilities are licensed, attach as an exhibit, a complete statement setting forth the facts which show how the assignment or transfer will serve the public interest.					

CERTIFICATION

1. The undersigned, individually and for licensee, certifies that all attached exhibits pertinent to Schedule A and all statements made in Schedule A of this application are true, complete and correct to the best of his/her knowledge and belief. The undersigned also certifies that any contracts or other instruments submitted herewith are complete and constitute the full agreement.			
2. The undersigned represents that stock will not be delivered and that control will not be transferred until the Commission's consent has been received, but that transfer of control or assignment of license will be completed within 60 days of Commission consent. The undersigned also acknowledges that the Commission must be notified by letter within 30 days of consummation.			
A22. Printed Name of Licensee (Must agree with A1) Final Analysis Communication Services, Inc.	A23. Signature 	A24. Title (Office Held by Person Signing) Chairman and President	A25. Date 8/15/00
A26. Printed Name of License Transferor/Assignor (If different than licensee. Must agree with A10) Final Analysis Inc.	A27. Signature 	A28. Title (Office Held by Person Signing) Chairman and President	A29. Date 8/15/00
A30. Printed Name of License Transferee/Assignee (Must agree with A15) Final Analysis Inc.	A31. Signature 	A32. Title (Office Held by Person Signing) Chairman and President	A33. Date 8/15/00

FINAL ANALYSIS COMMUNICATION SERVICES, INC.
REQUEST FOR CONSENT TO *PRO FORMA* TRANSFER OF CONTROL

August, 2000

NATURE OF THE APPLICATION

This application seeks consent to the *pro forma* transfer of control of Final Analysis Inc. ("FAI"), the parent corporation of the applicant, Final Analysis Communication Services, Inc. ("FACS"). FACS is a non-common carrier licensee in the Non-Voice Non-Geostationary Mobile Satellite Service ("NVNG MSS"). The voting stock of FACS is owned directly by FAI, with no intermediate subsidiaries. The stock of FAI is owned by Nader Modanlo, Chairman and President of FAI, and Michael H. Ahan, each of whom currently holds 50% of the voting rights, and each of whom was subject to prior public interest review and approval by the Commission when the license was originally issued. FAI issued voting shares to a new stockholder who now holds less than 10 percent of FAI's voting stock. That stockholder concurrently executed an irrevocable proxy which grants to Nader Modanlo the right to vote the stockholder's shares. The effect of this transaction is to change Mr. Modanlo's *de jure* control of FAI from negative to positive, and thus will effect a non-substantial change in the ultimate control of FACS. Nader Modanlo has been Chairman and President of FAI since its inception. Moreover, there will not be any new stockholder who will be in a position of control.

Additionally, to the extent that it may be necessary, this application seeks consent to the *de facto* transfer of control due to certain decisional rights held by the chairman of FAI pursuant to company by-laws. The effect of this decisional right is to change Mr. Modanlo's *de jure* negative control of FAI to *de facto* positive control, and thus will effect a non-substantial change in the ultimate control of FACS.

Neither the voting rights nor the decisional rights described above have been exercised and neither will be exercised unless and until the Commission grants this application.

**FINAL ANALYSIS COMMUNICATION SERVICES, INC.
REQUEST FOR CONSENT TO *PRO FORMA* TRANSFER OF CONTROL**

August, 2000

STATEMENT OF CONTROL

1. Name, Address, Citizenship, and Primary Business of the Controlling Entity

The applicant Final Analysis Communication Services, Inc. ("FACS") is a subsidiary of Final Analysis Inc. ("FAI"), a privately held for-profit Maryland corporation. All voting stock of FACS is owned directly by FAI, with no intermediate subsidiaries. FAI's primary business is aerospace and telecommunications. FAI's address is: 9701-E Philadelphia Court, Lanham, Maryland 20706.

FACS currently holds an authorization to launch and operate a Non-Voice, Non-Geostationary Mobile Satellite ("NVNG MSS") system under the call sign S2150. See 13 FCC Rcd 6618 (1998), Application for Clarification and Review, filed May 1, 1998 .

FAI currently holds two Experimental Radio Service authorizations to operate experimental NVNG MSS ground stations under call signs KS2XDA (Logan, Utah experimental satellite ground station) and WA2XHE (Lanham, Maryland experimental satellite master ground station). On August 1, 2000, FAI surrendered two Experimental Radio Service authorizations it held to operate an experimental satellite designated as FAISAT-2v under the call sign KS2XCY, and remote terminals under call sign KS2XCZ. See *Final Analysis Inc., Progress Report for Experimental Licenses*, filed August 1, 2000. Previously, FAI conducted experimental satellite operations under the experimental satellite designated FAISAT-1 and corresponding experimental authorizations KE2XGU, KE2XGV, KE2XGW, KE2XGX, KE2XGY. These authorizations have expired.

2. Names, Addresses, Citizenship, and the Percentages of Voting Stock of Those Stockholders Holding 10 Percent or More of the Controlling Corporation's Voting Stock

Stockholder Name	Address	Citizenship	Ownership % of Voting Stock
Nader Modanlo	5 Crestview Court Potomac, MD 20854	US	50
Michael H. Ahan	17208 Chiswell Road Poolesville, MD 20837	US	50

EXHIBIT C

**FINAL ANALYSIS COMMUNICATION SERVICES, INC.
REQUEST FOR CONSENT TO *PRO FORMA* TRANSFER OF CONTROL**

August, 2000

STATEMENT OF PUBLIC INTEREST

The *pro forma* transfer of control requested in this application is in the public interest to facilitate corporate decision-making and the implementation of the company's business plans. Each of the stockholders holding 10 percent or more of the controlling corporation's voting stock was subject to prior public interest review and approval by the Commission when the license was originally issued. The implementation of these changes will facilitate a heightened level of operating efficiency which generally will serve to enhance the overall capacity of the company to compete in the marketplace and to provide high quality telecommunications services to customers.

FINAL ANALYSIS, INC.

3431

FEDERAL COMMUNICATIONS COMM
Item to be Paid - Description

Check Number: 3431
Check Date: Aug 15, 2000

8/15/00

8,810.00

Check Amount: \$8,810.00