

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

Stamp and Return

In the Matter of)
)
BELLSOUTH INTERNATIONAL, LLC, *Assignor*)
)
and)
)
BELLSOUTH LONG DISTANCE, INC., *Assignee*)
)
)
Application for Approval)
of *Pro Forma* Assignment of Cable Landing Licenses)
)
Attn: International Bureau

File No. SCL-_____

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Federal Communications Commission
Office of Secretary

APPLICATION

BellSouth Long Distance, Inc. ("BSLD") hereby seeks approval for a *pro forma* assignment of two cable landing licenses previously held by BellSouth International, Inc. to BSLD.

Description of the Transaction

BellSouth International, Inc. (now BellSouth International, LLC) ("BSI"), an indirect, wholly owned subsidiary of BellSouth Corporation ("BellSouth"), was one of the original licensees and acquired capacity on the MAYA-1 and TAT-14 submarine cables, both licensed by the Commission in 1999. Effective January 1, 2001, BSI assigned all of its submarine cable assets to BSLD, another wholly-owned subsidiary of BellSouth, in conjunction with an internal reorganization of the lines of business for BSI and BSLD.

BSLD only recently discovered that it had inadvertently failed to seek Commission approval for these *pro forma* assignments. In 2001, the Commission adopted streamlined cable

landing licensing rules that require only a post-transaction notification for *pro forma* assignments and transfers of cable landing licenses.¹ However, the FCC required then-existing licensees to specifically amend their licenses to take advantage of the new rules.² Both of the cable landing licenses then held by BellSouth International, Inc. were issued prior to the adoption of the new rules, and it does not appear that the licenses were ever amended to incorporate the new *pro forma* condition. Therefore, out of an abundance of caution, BSLD is seeking approval, rather than filing a notification, for the *pro forma* assignments of the cable landing licenses from BSI to BSLD.

BSLD sincerely regrets the oversight, and has taken steps to ensure that it will seek the appropriate approvals for any future transfers or assignments by reviewing the FCC's requirements for cable landing licenses with the appropriate in-house personnel. BSI and BSLD have at all times been wholly-owned subsidiaries of BellSouth Corporation, and the assignment resulted in no material changes to the services provided under the cable landing licenses. Because the assignment was purely *pro forma* in nature, grant of the relief requested will not adversely affect any party. Grant of the requested relief will also permit BSLD to continue to compete in the U.S. market for international services, and is therefore in the public interest.

¹ *Review of Commission Consideration of Applications under the Cable Landing License Act*, Report and Order, 16 FCC Rcd 22167 (2001).

² *Id.* at ¶ 63.

Information Required by Section 1.767 of the Commission's Rules, 47 C.F.R. § 1.767

The cable landing licenses that were assigned to BSLD and the percentage of voting and ownership interests assigned are shown below.³

Authorization Number	Description of Activity Authorized	Voting Interest	Segment ⁴	Ownership Interest	Available Capacity	Connection Path or Landing Points
SCL-LIC-19990303-00004	License to land and operate a submarine cable (TAT-14) at Manasquan, New Jersey and Tuckerton, New Jersey in the United States and extending to Denmark, Germany, the Netherlands, France and the United Kingdom.	0.239072%	S	0.239072%	5 STM-1s (1 STM-1 = 63 E-1s)	United States – United Kingdom – France – The Netherlands – Germany – Denmark
SCL-LIC-19990325-00006 ⁵	License to land and operate a digital submarine cable system to be called the MAYA-1 Cable System which will land in Florida in the United States, and in the Cayman Islands, Colombia, Costa Rica, Honduras, Mexico and Panama.	2.51916%	S	2.51916%	78 MIUs (1 MIU = 1 E-1)	Ring

³ In addition, BSLD holds an interest in the Pan American Cable. However, BSLD is not a licensee on the Pan American Cable because neither BSLD nor its predecessor-in-interest in the cable was part of the consortium which applied for and obtained the initial cable landing license for the Pan American Cable. BSLD's predecessor-in-interest acquired its interest in the Pan American Cable after the FCC issued the license for the cable.

⁴ De minimis non-ownership interests (less than five percent) in landing stations are not included.

⁵ MAYA-1 is a common carrier cable, and BellSouth International, Inc. was thus also a member of the consortium that received international Section 214 authority to construct, acquire, and operate capacity in the cable. See *AT&T Corp.*; *BellSouth International, Inc.*; *MCI Worldcom, Inc.*; *RSL Com U.S.A., Inc.*; *Sprint Communications Company L.P.*; *Star Telecommunications, Inc.*; *Teleglobe USA, Inc.*; *Tricom USA, Inc.*; *Worldxchange Communications*; *Joint Application for Authorization Pursuant to Section 214 of the Communications Act of 1934, as Amended, to Construct, Acquire, and Operate Capacity in a Digital Submarine Cable Network, the MAYA-1 Cable Network*, Memorandum Opinion, Order and Authorization, 14 FCC Rcd 19449 (Int. Bur. Telecomm. Div. 1999). BSLD is concurrently filing a separate notification of the *pro forma* assignment of the international section 214 authorization. See 47 C.F.R. § 63.24(d) (providing for post-transaction notifications of *pro forma* assignments of international section 214 authorizations).

(1) Name, address, and telephone numbers for the assignor and assignee:

BellSouth International, LLC
1155 Peachtree Street NE
Suite 1800
Atlanta, GA 30309-3610
Tel: (404) 249-4450

BellSouth Long Distance, Inc.
400 Perimeter Center Terrace, Suite 400
Atlanta, GA 30346-1907
Tel: (770) 352-3101

(2) BellSouth International, LLC is a limited liability corporation organized and existing under the laws of the state of Georgia. BellSouth Long Distance, Inc. is a corporation organized and existing under the laws of the state of Delaware.

(3) Correspondence concerning this application should be addressed to the following:

James Harralson
Vice President & Associate General Counsel
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with a copy to:

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(8) BSLD is a wholly-owned subsidiary of BellSouth, which is a publicly traded corporation whose stock is widely held by the public. No single person or entity currently holds a ten percent or greater equity interest in BellSouth.⁶

BSLD holds a Class B license issued by the Canadian Radio-television and Telecommunications Commission for the provision of international telecommunications services in Canada on a resale basis. Therefore, BSLD is a "foreign carrier" in Canada as that term is defined in Section 63.09 of the FCC's rules.⁷ BSLD's sole director is Paulino R. Barros Jr. BSLD's executive officers are: Mario L. Soto (President); Ronald C. Friday (Vice President); Kenneth B. Lewis (Vice President); Eric L. McKinley (Vice President-Taxes); William D. Schneider (Secretary); W. Patrick Shannon (Comptroller); and James L. Pittman (Treasurer).

BSLD seeks to provide international telecommunications services to Canada, which is a member of the World Trade Organization. BSLD should be regulated as non-dominant on the U.S.-Canadian route because it lacks 50 percent market share in the international transport and the local access markets in Canada.

(9) BSLD certifies that it accepts and abides by the routine conditions specified in Section 1.767(g), 47 C.F.R. § 1.767(g).

⁶ On March 31, 2006, AT&T Inc. ("AT&T") and BellSouth filed applications seeking FCC consent for the transfer of control of BellSouth to AT&T. The applications, in part, seek approval for transfer of the control of the cable landing licenses that are the subject of this application to AT&T.

⁷ See 47 C.F.R. § 63.09.

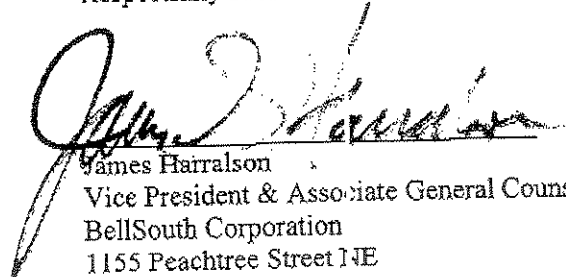
Required Anti-Drug Abuse Act Certification

The parties hereby certify that no party to this Application, as defined in 47 C.F.R. § 1.2002(b), is subject to denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

Conclusion

Accordingly, BellSouth International, LLC and BellSouth Long Distance, Inc. respectfully request that the Commission grant approval for the *pro forma* assignments described herein.

Respectfully submitted



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CERTIFICATE OF SERVICE

The undersigned does hereby certify that a complete copy of the foregoing application was delivered by hand or by first-class United States Mail, postage pre-paid, to the following, on this 14th day of April, 2006:

U.S. Coordinator, EB/CIP
U.S. Department of State
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Washington, D.C. 20520-5818

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By: 
Chin Kyung Yoo