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The following information was submitted with this Pleading:

Type of Pleading

NOTICE

Date

01/30/2009

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Proceedings List

File Number	Call Sign	Applicant
SCL-LIC-19981117-00025		Teleglobe USA LLC

Non-Confidential Attachment(s)

Date Uploaded	Description	File Name
01/30/2009	Pro Forma Assignment of Cable Landing Lic	013009 Cable Landing

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**Before the
Federal Communications Commission
Washington, DC 20554**

In the Matter of)
)
QWEST COMMUNICATIONS CORPORATION)
)
and) File No. SCL- _____
)
QWEST COMMUNICATIONS COMPANY, LLC)
)
Notification of *Pro Forma* Assignment of)
Cable Landing License)

To: Chief, International Bureau

**NOTIFICATION OF
PRO FORMA ASSIGNMENT OF CABLE LANDING LICENSE**

Pursuant to an Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34 – 39 (“Cable Landing License Act”), and Section 1.767(g)(7) of the Commission’s Rules, 47 C.F.R. § 1.767(g)(7), Qwest Communications Corporation (“QCC”) and Qwest Communications Company, LLC (“QCCL” and, together with QCC, the “Applicants”) hereby notify the Commission that on January 2, 2009, QCC consummated a *pro forma* assignment of its submarine cable landing license interests to QCCL¹ Specifically, on January 2, 2009, QCC was converted from a Delaware corporation to QCCL, a Delaware limited liability company. As the Commission has previously stated, a license assignment or transfer that involves no substantial change in beneficial ownership is treated as presumptively *pro*

¹ QCCL now holds QCC’s license to land and operate a segment of the Japan-U.S. Cable Network. *See In the Matter of AT&T Corp., et al., Joint Application for a License to Land and Operate a Submarine Cable Network Between the United States and Japan*, File No. SCL-LIC-19981117-00025, 14 FCC Rcd 13066 (1999) (“*JUS-CN License*”), as modified, Public Notice, DA 08-306, SCL-MOD-20071130-00020 (rel. Feb. 7, 2008)(adding *pro* (continued on next page)

forma.² Moreover, inasmuch as the subject license was previously modified to include a *pro forma* condition, the assignment reported herein is eligible for post-closing notification procedures and did not require prior Commission approval.³ Below is the information required pursuant to Section 1.767 of the Commission's rules.

Assignor Information in Response to Section 63.18(c)-(d):

Correspondence concerning this notification should be sent to:

Qwest Communications Corporation
Attn: Craig J. Brown
1801 California Street
Denver, CO 80202
Phone: (303) 383-6649
Fax: (303) 896-1107
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with a copy of all correspondence to:

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forma condition). Pursuant to guidance from Bureau staff, this notification conforms to the relevant provisions of the Commission's Part 63 rules. See 47 C.F.R. § 63.24(f).

² 47 C.F.R. § 63.24(d) Note 2.

³ See *supra* note 1; see also, *Review of Commission Consideration of Applications under the Cable Landing License Act*, Report and Order, 16 FCC Rcd 22167, 22200 (2001).

Assignee Information in Response to Section 63.18(c)-(d):

Correspondence concerning this notification should be sent to:

Qwest Communications Company, LLC
Attn: Craig J. Brown
1801 California Street
Denver, CO 80202
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with a copy of all correspondence to:

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Assignee's Ownership

§ 63.18(h). As noted, the ownership and control of QCCL and QCC is identical. The name, address, citizenship, and principal business of each of QCCL's ten percent or greater interest holders are as follows:

Direct Ownership of QCCL

Qwest Services Corporation
1801 California Street
Denver, CO 80202
Citizenship: United States (Delaware)
Principal Business: Telecommunications
Amount Owned: 100% of Applicants

Indirect Ownership of QCCL

Anschutz Company
555 Seventeenth Street
Denver, CO 80202
Citizenship: United States (Delaware)
Principal Business: Investment Company
Amount Owned: 14.0% of Qwest (ultimate parent)

Capital Research Global Investors and its Affiliates

333 South Hope Street
Los Angeles, CA 90071
Citizenship: United States (Delaware)
Principal Business: Mutual Funds
Amount Owned: 21.5% of Qwest (ultimate parent)

FMR LLC and its Affiliates

82 Devonshire Street
Boston, MA 02109
Citizenship: United States (Delaware)
Principal Business: Mutual Funds
Amount Owned: 11.0% of Qwest (ultimate parent)

Qwest Communications International, Inc. (“Qwest”)

1801 California Street
Denver, CO 80202
Citizenship: United States (Delaware)
Principal Business: Telecommunications
Amount Owned: 100% of Qwest Services Corporation

No other person or entity directly or indirectly holds a ten percent or greater ownership interest in QCCL. A diagram of the vertical ownership of QCCL is attached hereto as Exhibit A.

Interlocking Directorates

63.09(g). QCC owns Qwest Transoceanic, Inc., which in turn owns (directly or indirectly) the following foreign entities, all of which are indirect wholly-owned subsidiaries of QCC and are registered as telecommunications carriers in foreign jurisdictions:

- Qwest Communications International Ltd. (UK)
- Qwest Netherlands BV (Netherlands and Switzerland)
- Qwest France SAS (France)
- Qwest Germany GmbH (Germany)
- Qwest Hong Kong Telecommunications Ltd (HK)
- Qwest Singapore Pte Ltd (Singapore)
- Qwest Australia Pty Ltd (Australia)
- Qwest Communications Japan Corporation (Japan)

- Qwest Telecommunications Taiwan Ltd (Republic of China)
- Qwest Communications Korea Ltd (Korea)

Each of the above-listed companies lacks 50 percent market share in the international transport and the local access markets on the foreign end of the route in its respective market(s). Patrick Halbach and Eric Bozich are directors of all of the above-listed companies, and both are Vice Presidents at QCC affiliate Qwest Corporation. Patrick Halbach is also an officer of QCC.

QCCL does not have any interlocking directorates with foreign carriers.

Pro Forma Certification

The Applicants hereby certify that inasmuch as the ultimate owner of both companies is Qwest Communications International Inc. (“Qwest”), the subject assignment of license was *pro forma* in nature.⁴ Moreover, the Applicants certify that this *pro forma* assignment, when taken together with all previous *pro forma* transactions, did not result in a change of the licensee’s ultimate control.⁵

Additional Certifications

The Applicants hereby certify that no party to this notification is subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.⁶ QCCL further certifies that it accepts and will abide by the routine conditions specified at 47 C.F.R. § 1.767(g) of the Commission’s rules.⁷ The undersigned certifies that all statements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.

⁴ See, e.g., 47 C.F.R. § 63.24(d), Note 2 (explaining that an assignment of transfer of a Section 214 authorization holder, where no substantial change in ownership or control occurs, is presumptively *pro forma*).

⁵ 47 C.F.R. § 1.767(g)(7).

⁶ 21 U.S.C. § 853(a); 47 C.F.R. § 63.19(o).

⁷ 47 C.F.R. §§ 1.767(a)(9), (g)

CONCLUSION

For the reasons discussed herein, the Applicants respectfully request that the Commission grant authority for the *pro forma* assignment described herein expeditiously, using procedures appropriate in light of the non-substantial nature of this assignment.

Respectfully submitted,

**QWEST COMMUNICATIONS
CORPORATION**

By: _____/s/_____

Craig J. Brown
Associate General Counsel
1801 California Street
Denver, CO 80202

**QWEST COMMUNICATIONS COMPANY,
LLC**

By: _____/s/_____

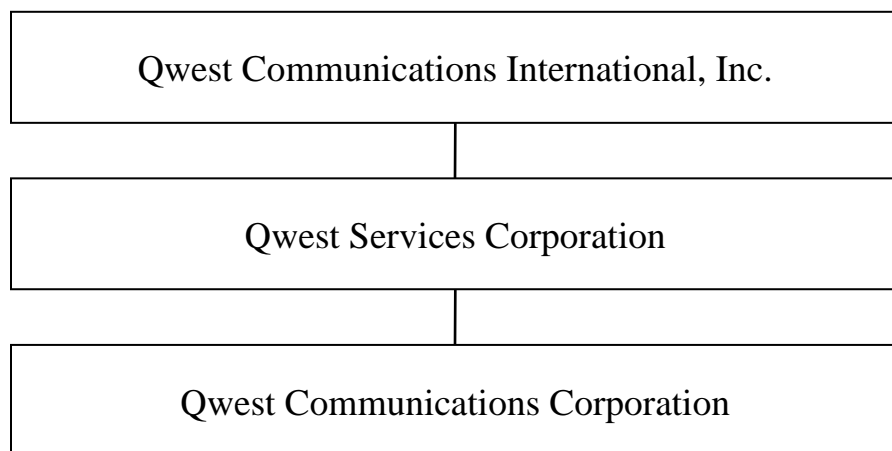
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January 30, 2009

Pre-Conversion Ownership Structure



Post-Conversion Ownership Structure

