

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

In the Matter of )  
 )  
Centennial Puerto Rico License Corp. ) File No. SCL-\_\_\_\_\_  
 )  
and )  
 )  
AT&T Mobility Puerto Rico, Inc. )  
 )  
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, and Section 1.767(g)(7) of the Commission's Rules, 47 C.F.R. § 1.767(g)(7), AT&T Inc. ("AT&T") hereby notifies the Commission of the *pro forma* assignment of Centennial Puerto Rico License Corp. ("Centennial Puerto Rico") and its interest in a submarine cable landing license, SCL-LIC-19980429-00019, to AT&T Mobility Puerto Rico, Inc. ("Mobility Puerto Rico"). This *pro forma* assignment occurred in connection with an internal restructuring that occurred on December 31, 2010.

In this restructuring, Centennial Puerto Rico merged into Mobility Puerto Rico. Both Centennial Puerto Rico and Mobility Puerto Rico are wholly owned indirect subsidiaries of AT&T Inc. ("AT&T"). This restructuring did not change the ultimate ownership or control of Centennial Puerto Rico or its license interests, as control remains

with AT&T. Accordingly, the restructuring is *pro forma* in nature. Below is the information required pursuant to Section 1.767 of the Commission's Rules.

***Assignor/Assignee Information in Response to Section 1.767(a)(1)-(3):***

Correspondence concerning this notification should be sent to:

Michael P. Goggin  
Assistant Secretary, AT&T Mobility Corp.  
1120 20<sup>th</sup> Street, NW  
Suite 1000  
Washington, DC 20036  
Telephone Number: (202) 457-2055

Place of Formation: Both Centennial Puerto Rico and Mobility Puerto Rico are organized under the laws of Delaware.

***Assignee's Ownership***

***Section 63.18(h).*** Mobility Puerto Rico is the assignee. The name, address, citizenship, and principal business of each of Mobility Puerto Rico's ten percent or greater interest holders are:<sup>1</sup>

***Direct Ownership of AT&T Mobility Puerto Rico, Inc.***

Beach Holding Corporation  
5601 Legacy Drive, MS: A-3  
Plano, TX 75024  
Citizenship: Delaware  
Principal Business: Holding Company  
Direct Ownership Interest: 100% of AT&T Mobility Puerto Rico, Inc.

***Indirect Ownership of AT&T Mobility Puerto Rico, Inc.***

SBC Alloy Holdings, Inc.  
208 S. Akard Street  
Dallas, TX 75202  
Citizenship: Delaware

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<sup>1</sup> The ownership interests provided herein are the actual direct ownership interests held in the next disclosed subsidiary in the vertical ownership chain rounded to the nearest one percent.

Principal Business: Holding Company  
Direct Ownership Interest: 53% of Beach Holding Corporation

AT&T International, Inc.  
208 S. Akard Street  
Dallas, TX 75202  
Citizenship: Delaware  
Principal Business: Holding Company  
Ownership Interest: 47% of Beach Holding Corporation

AWACS, Inc.  
208 S. Akard Street  
Dallas, TX 75202  
Citizenship: Pennsylvania  
Principal Business: Telecommunications  
Direct Ownership Interest: More than 99% of SBC Alloy Holdings, Inc.

AT&T Teleholdings, Inc.  
208 S. Akard Street  
Dallas, TX 75202  
Citizenship: Delaware  
Principal Business: Holding Company  
Direct Ownership Interest: 100% of AWACS, Inc.

AT&T Inc.  
208 S. Akard Street  
Dallas, TX 75202  
Citizenship: Delaware  
Principal Business: Holding Company  
Direct Ownership Interest: 100% of AT&T Teleholdings, Inc. and 100% of AT&T International, Inc.

AT&T is a publicly traded corporation whose stock is widely held by the public with no person or entity holding a ten percent or greater ownership interest in AT&T. No other individual or entity has a ten percent or greater interest in AT&T Mobility Puerto Rico, Inc.

The following persons are officers or directors of AT&T Inc. and are also officers or directors of one or more foreign carriers: Rayford Wilkins, Jr., Chief Executive Officer - AT&T Diversified Businesses of AT&T Inc., is a director of América Móvil,

S.A.B. de C.V. (“América Móvil”). América Móvil is a carrier or controls carriers in Argentina, Brazil, Chile, Colombia, the Dominican Republic, Ecuador, El Salvador, Guatemala, Honduras, Jamaica, Mexico, Nicaragua, Panama, Paraguay, Peru, Puerto Rico, the United States, and Uruguay.<sup>2</sup> Michael J. Viola, Senior Vice President - Finance of AT&T Inc., is a director of both Teléfonos de México, S.A.B. de C.V. (“Telmex”) and América Móvil. Telmex is a carrier or controls carriers in Mexico and the United States.<sup>3</sup> George B. Goeke, Assistant Treasurer of AT&T Inc. and Treasurer of AWACS, Inc., is a director and Treasurer of the following: AT&T Global Network Services International, Inc. (“AT&T GNS International”), which is a carrier in Israel, New Zealand and Pakistan; AT&T Global Network Services Norge LLC (“AT&T GNS Norge”), which is a carrier in Norway; and AT&T Global Network Services Venezuela LLC (“AT&T GNS Venezuela”), which is a carrier in Venezuela. Mr. Goeke is also Vice President and Treasurer of BellSouth Long Distance, Inc., which is a carrier in Canada. Tod A. Clarno, Assistant Vice President - Taxes of AT&T Teleholdings, Inc., is a director of AT&T GNS International, AT&T GNS Norge, and AT&T GNS Venezuela.

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<sup>2</sup> América Móvil, S.A.B. de C.V., Report of Foreign Private Issuer (Form 6-K), at 3 (Nov. 5, 2010); América Móvil, S.A.B. de C.V., Annual Report (Form 20-F), at 23 (May 25, 2010). AT&T has relied upon América Móvil’s and Telmex’s SEC filings to identify the countries where América Móvil or Telmex is a carrier or controls carriers. There may be subsequent developments not reflected in those SEC filings. For instance, AT&T notes that América Móvil recently obtained a license to provide wireless services in Costa Rica. *See* Press Release, América Móvil, S.A.B. de C.V., América Móvil Obtains License in Costa Rica, Jan. 7, 2011, [http://www.americamovil.com/amx/en/cm/news/2011/2011\\_01\\_07.pdf](http://www.americamovil.com/amx/en/cm/news/2011/2011_01_07.pdf).

<sup>3</sup> Teléfonos de México, S.A.B. de C.V., Annual Report (Form 20-F) at 15 (May 11, 2010).

***Pro Forma Certification***

The Applicants hereby certify that the assignment was *pro forma* and that, together with all previous *pro forma* transactions, the assignment does not result in a change in the actual controlling party of the relevant license interest.<sup>4</sup>

***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. AT&T further certifies that it accepts and will abide by the routine conditions specified at Section 1.767(g) of the Commission's Rules. The undersigned certifies that all statements made in this notification and in the exhibits, attachments, or documents incorporated by reference are material, are part of this notification, and are true, complete, correct, and made in good faith.

Respectfully submitted,

*/s/ Michael P. Goggin*

Michael P. Goggin  
Assistant Secretary  
AT&T Mobility Puerto Rico, Inc.  
1120 20<sup>th</sup> Street, NW  
Suite 1000  
Washington, DC 20036  
(202) 457-2055

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See 47 C.F.R. §§ 1.767(g)(7), 63.24(f)(2)(ii).