

Under the Commission's rules, Applicants were required to seek prior consent for the aforementioned *pro forma* assignment.² To the best of the Applicants' knowledge, information and belief, the failure to seek consent before the assignment was consummated was inadvertent. The assignment came to light in connection with the preparation of a notification filed on August 1, 2011 concerning an internal restructuring of AT&T Inc.'s subsidiaries which involved, *inter alia*, in the *pro forma* transfer of control of BSLD. This application is being filed promptly upon AT&T's learning of the assignment and verifying the information concerning it. Applicants now seek Commission consent to the *pro forma* assignment of this TAT-14 interest.³ The Commission has stated that, in situations "where no substantial change of control will result from the transfer or assignment, grant of the application is deemed presumptively in the public interest."⁴ As this assignment of BSLD's interest in the TAT-14 submarine cable license is from one wholly-owned AT&T Inc. subsidiary to another, there has been no substantial change in control of the license. Consequently, the assignment was *pro forma* in nature and grant of this application will serve the public interest.

² See *In re Review of Commission Consideration of Application Under the Cable Landing License Act*, Report and Order, 16 FCC Rcd. 22167, 22199-220, ¶¶ 62-63 (2001) (requiring licensees with cable landing licenses granted prior to effective date of the order to continue to seek prior consent for *pro forma* transactions).

³ To the extent the Commission deems it necessary or appropriate, Applicants also seek a waiver of the prior consent requirement adopted in *In re Review of Commission Consideration of Application Under the Cable Landing License Act*, Report and Order, *supra*.

⁴ *FCBA Forbearance Order*, 13 FCC Rcd. at 6295, ¶ 2.

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The Assignee, AT&T Corp. is a direct subsidiary and 100% owned by AT&T Inc.

Direct Ownership of AT&T Corp.

AT&T Inc.
208 South Akard Street
Dallas, TX 75202
Citizenship: Delaware
Principle Business: Holding Company

AT&T Inc. 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 Inc.

BSLD's Ownership Interests Assigned in the TAT-14 Cable System

Cable Name	Voting Interest	Segment⁵	Ownership Interest	Available Capacity	Connection Path or Landing Points
TAT-14	0.239072%	S	0.239072%	5 STM-1s (1 STM-1 = 63 E-1s)	United States – United Kingdom – France – The Netherlands – Germany –Denmark

Interlocking Directorates

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, the United States, and Uruguay.⁶
- 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.

⁵ *De minimis* non-ownership interests (less than five percent) in landing stations are not included.

⁶ América Móvil, S.A.B. de C.V., Annual Report (Form 20-F), at 15 (May 13, 2011). América Móvil recently entered into an agreement with Digicel Group Limited and its affiliates (“Digicel”), to acquire all of Digicel’s operations in El Salvador and Honduras. As part of this agreement, América Móvil will sell its operations in Jamaica to Digicel. *See* América Móvil, S.A.B. de C.V., Report of Foreign Private Issuer (Form 6-K) at 1 (Mar. 11, 2011). 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. *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.

Michael Bowling, President - Mexico of AT&T Mexico, Inc. is on the Board of Directors of Telmex. Telmex is a carrier or controls carriers in Mexico and the United States.⁷

The following persons are officers or directors of AT&T Corp., AT&T Inc. or both and are also officers or directors of one or more of the following foreign carriers: BellSouth Long Distance, Inc., which is a carrier in Canada; AT&T Global Network Services International, Inc., which is a carrier in Israel, New Zealand and Pakistan; AT&T Global Network Services Norge LLC, which is a carrier in Norway; and AT&T Global Network Services Venezuela, LLC, which is a carrier in Venezuela.

- George Goeke, Assistant Treasurer of AT&T Inc. and Treasurer of AT&T Corp., is a Director and the Treasurer of AT&T Global Network Services International Inc., Vice President and Treasurer of BellSouth Long Distance Inc., a Director and the Treasurer of AT&T Global Network Services Venezuela, LLC, and a Director and the Treasurer of AT&T Global Network Services Norge LLC.
- Richard P. Resnick, Senior Vice President - Service Management, AT&T Corp., is President of BellSouth Long Distance Inc.
- Tod A. Clarno, a Vice President - Tax, AT&T Corp., is a Director of AT&T Global Network Services International Inc., a Director of AT&T Global Network Services Venezuela, LLC, and a Director of AT&T Global Network Services Norge LLC.
- Ellen Spano, a Vice President and an Assistant Secretary of AT&T Corp., is Vice President of AT&T Global Network Services International Inc., Vice President of AT&T

⁷ Teléfonos de México, S.A.B. de C.V., Annual Report (Form 20-F) at 16 (May 11, 2011).

Global Network Services Venezuela, LLC, and Vice President of AT&T Global Network Services Norge LLC.

- Jeffrey Tutnauer, Vice President - Property Tax, AT&T Corp., is an Assistant Secretary of AT&T Global Network Services International Inc., Assistant Vice President - Taxes, BellSouth Long Distance Inc., an Assistant Secretary of AT&T Global Network Services Venezuela, LLC, and an Assistant Secretary of AT&T Global Network Services Norge LLC.
- Karen Diorio, a Director - Taxes, AT&T Corp., is an Assistant Secretary of AT&T Global Network Services International Inc., an Assistant Secretary of AT&T Global Network Services Venezuela, LLC, and an Assistant Secretary of AT&T Global Network Services Norge LLC.
- Jeston Dumas, an Assistant Treasurer of AT&T Corp., is an Assistant Treasurer of AT&T Global Network Services International Inc., an Assistant Treasurer of BellSouth Long Distance Inc., an Assistant Treasurer of AT&T Global Network Services Venezuela, LLC, and an Assistant Treasurer of AT&T Global Network Services Norge LLC.
- Elaine Lou, an Assistant Treasurer with AT&T Corp., is Assistant Treasurer of AT&T Global Network Services International Inc., Assistant Treasurer of BellSouth Long Distance Inc., an Assistant Treasurer of AT&T Global Network Services Venezuela, LLC, and an Assistant Treasurer of AT&T Global Network Services Norge LLC.

Pro Forma Certification

Applicants hereby certify that the assignment of the license was *pro forma* and does not result in a change in the ultimate controlling party of the relevant license interest.⁸

Additional Certifications

Applicants hereby certify that no party to this application is subject to a denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. AT&T Corp. 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 certify 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/ Mary Jo Peed

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⁸ See 47 C.F.R. § 1.767(g)(7).