

July 9, 2020

BY ELECTRONIC FILING

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

*Re: Pro Forma Assignment of the Seabras-1 Cable Landing License,
File Nos. SCL-LIC-20160115-00002 and SCL-ASG-20200104-00001*

Dear Ms. Dortch:

Pursuant to 47 U.S.C. § 34, Executive Order No. 10,530, and 47 C.F.R. § 1.767(g)(7), the undersigned hereby notify the Commission of the *pro forma* assignment of the cable landing license for the Seabras-1 submarine cable system from Seabras 1 USA, LLC, Debtor-in-Possession (“Seabras 1 USA DIP”) (FRN 0029089745) to Seabras 1 USA, LLC (“Seabras 1 USA”) (FRN 0025202300) in connection with the emergence from bankruptcy of Seabras 1 USA and its direct parent, Seabras 1 Bermuda Ltd., (“Seabras 1 Bermuda”). The Commission originally licensed the Seabras-1 system in November 2016,¹ and the system entered commercial service on September 8, 2017.²

On December 22, 2019, Seabras 1 USA and Seabras 1 Bermuda filed voluntary petitions under chapter 11 of the U.S. Bankruptcy Code in the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”).³ The Commission was notified of the resulting *pro forma* assignment of the Seabras-1 cable landing license on January 4, 2020.⁴ On

¹ *Actions Taken Under Cable Landing License Act*, Public Notice, 31 FCC Rcd. 12,610 (Int’l Bur. 2016).

² See Letter from Kent Bressie, Harris Wiltshire & Grannis LLP, Counsel for Seabras 1 USA, to FCC Secretary Marlene H. Dortch, File No. SCL-LIC-20160115-00002 (filed Sept. 8, 2017).

³ Case No. 19-14006 (SMB) (Bankr. S.D.N.Y.).

⁴ Letter from Kent Bressie, Harris, Wiltshire & Grannis LLP, Counsel for Seabras 1 USA DIP, to FCC Secretary Marlene H. Dortch, SCL-ASG-20200104-00001 (filed Jan. 4, 2020).

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June 30, 2020, the Bankruptcy Court confirmed the plan of reorganization (the “Plan”),⁵ and on July 7, 2020, the effective date of the Plan occurred and Seabras 1 USA and Seabras 1 Bermuda emerged from chapter 11.⁶

The bankruptcies refinanced Seabras 1 USA and Seabras 1 Bermuda’s funded debt but did not result in a change in the direct or indirect voting or equity interests in Seabras 1 USA or in the ultimate control of Seabras 1 USA, which remains with Partners Group Holding AG (“Partners Group Parent”). In connection with the restructuring, the Bankruptcy Court approved a transaction and settlement whereby (among other actions) Partners Group Seabras, LLC (an indirect subsidiary of Partners Group Parent) acquired all of the shares of Seaborn Management, Inc., which provides management services for the operation of the Seabras-1 system at the ultimate direction of Partners Group Parent.⁷

Correspondence concerning this filing should be sent to:

Andy Bax
Chief Operating Officer
Seabras 1 USA, LLC
600 Cummings Center, 2nd Floor
Beverly, Massachusetts 01915
+1 978 471 3171
andy.bax@seabornnetworks.com

and

⁵ *Order (I) Approving the Disclosure Statement for and Confirming the Debtors’ Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code and (II) Granting Related Relief*, Case No. 19-14006 (SMB) (Doc. 298) (Bankr. S.D.N.Y.) (entered June 30, 2020).

⁶ *Notice of (A) Entry of an Order (I) Approving the Disclosure Statement for and Confirming the Debtors’ Joint Plan of Reorganization Pursuant to Chapter 11 of the Bankruptcy Code and (II) Granting Related Relief and (B) the Occurrence of the Effective Date*, Case No. 19-14006 (SMB) (Doc. 306) (Bankr. S.D.N.Y.) (filed July 7, 2020).

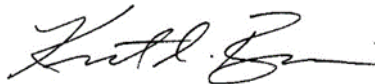
⁷ *Order Approving the Transaction and Settlement Agreement and Granting Related Relief*, Case No. 19-14006 (SMB) (Doc. 297) (Bankr. S.D.N.Y.) (entered June 30, 2020).

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As required by 47 C.F.R. § 1.767(g)(7), Seabras 1 USA certifies in the attached certification that this assignment is *pro forma* in nature (as defined in 47 C.F.R. § 63.24(f)(2)(ii)) and would not, when considered together with all previous *pro forma* transactions, result in a substantive transfer of control or assignment of the Seabras-1 cable landing license.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Kent Bressie".

Kent Bressie
Counsel for Seabras 1 USA, LLC

Attachment

cc: Denise Coca
Jodi Cooper
David Krech

CERTIFICATION

I, Andy Bax, Chief Operating Officer of Seabras 1 USA, LLC, ("Seabras 1 USA"), hereby certify as follows:

1. I have reviewed the attached *pro forma* assignment notification and believe that it states fully and accurately the circumstances of the *pro forma* assignment of the cable landing license held by Seabras 1 USA.
2. The transactions described therein are *pro forma* in nature under the Commission's rules and, together with all previous *pro forma* transactions, would not result in a substantive transfer of control or assignment of the Seabras-1 cable landing license.

I certify under penalty of perjury that the foregoing is true and correct.



Andy Bax
Chief Operating Officer
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Executed July 9, 2020