

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C.

In the Matter of

EDGE CABLE HOLDINGS USA, LLC,
MICROSOFT INFRASTRUCTURE GROUP, LLC,
TELEFÓNICA INTERNATIONAL WHOLESALE
SERVICES AMÉRICA, S.A., AND
TELEFÓNICA INTERNATIONAL WHOLESALE
SERVICES USA, INC.,

Application for a License to Land and Operate
a Private Fiber-Optic Submarine Cable System
Connecting the United States and Spain,

THE MAREA SYSTEM

File No. SCL-LIC-2016-_____

**JOINT APPLICATION FOR CABLE LANDING LICENSE—
STREAMLINED PROCESSING REQUESTED**

Pursuant to 47 U.S.C. § 34, Executive Order No. 10,530, and 47 C.F.R. § 1.767, Edge Cable Holdings USA, LLC (“Edge USA,” FRN 0025613159), Microsoft Infrastructure Group, LLC (“Microsoft Infrastructure,” FRN 0024920977), Telefónica International Wholesale Services América S.A. (“TIWS América,” FRN 0022340871), and Telefónica International Wholesale Services USA, Inc. (“TIWS USA,” FRN 0006650618) (collectively, the “Applicants”), hereby apply for a license to land and operate within the United States a private fiber-optic submarine cable network connecting Virginia Beach, Virginia, with Bilbao, Spain. The submarine cable system will be known as the MAREA system. The Applicants will operate the MAREA system on a non-common-carrier basis, either by using MAREA capacity as an input for services offered by their affiliates or by providing bulk capacity to wholesale and enterprise customers on particularized terms and conditions pursuant to individualized

negotiations. The existence of robust competition on U.S.-Europe routes obviates any need for common-carrier regulation on public-interest grounds.

The Applicants intend to commence commercial operation of the MAREA system by the first calendar quarter of 2018. The Applicants therefore seek timely grant of a cable landing license by the Commission no later than April 2017 in order to permit construction activities to proceed on schedule. An expeditious grant of this application will significantly advance the public interest.

First, MAREA will provide significant new capacity on a route where capacity demand is increasing substantially each year. While observers have long asserted that the trans-Atlantic route was overbuilt and would not need new infrastructure for years, current demand trends indicate otherwise.

Second, MAREA extend the useful lifetime of U.S.-Europe capacity by offering capacity in large increments until the year 2043, far beyond the useful life of many existing systems serving U.S.-Europe routes. Eight of the nine principal U.S.-Europe systems entered into commercial service between 1998 and 2003: Apollo (2003), Atlantic Crossing-1 (1998), Columbus-III (1999), FLAG Atlantic-1 (2001), Hibernia Atlantic (2001), TAT-14 (2001), TGN Atlantic (2001), and Yellow/AC-2 (2000). MAREA will consist of eight fiber pairs with a design capacity of 20 Tbps per fiber pair. MAREA will therefore provide critical new and replacement capacity for U.S.-Europe routes.

Third, MAREA will provide new, low-latency connectivity (in connection with terrestrial backhaul facilities) to data centers in the Northern Virginia region in and around Ashburn (known as “Data Center Alley”), southern Virginia, and North Carolina. This connectivity will greatly benefit carriers and enterprises using such facilities.

This application raises no public-interest concerns. Edge USA and Microsoft Infrastructure request streamlined processing pursuant to 47 C.F.R. § 1.767(k)(1), as neither is or is affiliated with a foreign carrier. TIWS América and TIWS USA request streamlined processing pursuant to 47 C.F.R. § 1.767(k)(3), as they are affiliated with a dominant foreign carrier affiliate in Spain, and agree to abide by the reporting requirements in 47 C.F.R. § 1.767(l). Below, the Applicants provide information required by 47 C.F.R. § 1.767.

I. COMPLIANCE WITH 47 C.F.R. § 1.767

A. Information Required by 47 C.F.R. § 1.767(a)(1)-(a)(3), (a)(8), and (g)

The Applicants provide company-specific responses to and certifications for 47 C.F.R. § 1.767(a)(1)-(a)(3), (a)(8), and (g) in the following appendices:

- Appendix A: Edge Cable Holdings USA, LLC
- Appendix B: Microsoft Infrastructure Group, LLC
- Appendix C: Telefónica International Wholesale Services América S.A.
- Appendix D: Telefónica International Wholesale Services USA, Inc.

B. System Description¹

MAREA will have a total length of 6605 kilometers, with a single segment between Virginia Beach and Bilbao. MAREA will consist of eight optical fiber pairs, with a total design capacity of 20 Tbps per fiber pair. The Applicants have not yet made decisions about the initial lit capacity of the system. The Applicants expect the MAREA system to enter into commercial service in the first calendar quarter of 2018. In Appendix G, the Applicants provide a route map for the system.

¹ See *id.* § 1.767(a)(4).

C. Landing Points²

The Applicants provide specific landing point information (including geographic coordinates and street addresses, where available, for beach manholes and cable landing stations) in the following appendices:

- Appendix H: Virginia Beach, Virginia
- Appendix I: Bilbao, Spain

D. Regulatory Classification³

The Applicants will operate the MAREA system on a non-common-carrier basis. Non-common-carrier classification of the proposed system is consistent with established Commission policy and precedent and with judicial precedent, and it will advance the public interest.

First, the Commission should not subject the MAREA system to common-carrier regulation because MAREA will not operate on a common-carrier basis as defined in *NARUC I*.⁴ The courts have stated that “[t]he primary *sine qua non* of common carrier status is a quasi-public character, which arises out of the undertaking ‘to carry for all people indifferently.’”⁵ On MAREA, however, the Applicants will not sell capacity indifferently to the user public.

- MAREA will provide Edge USA and its affiliates with capacity to support Facebook’s global platform to connect its users and data centers.

² See *id.* § 1.767(a)(5).

³ See *id.* § 1.767(a)(6).

⁴ See *Nat’l Ass’n of Regulatory Utility Comm’rs v. FCC*, 525 F.2d 630, 642 (D.C. Cir. 1976) (“*NARUC I*”) (stating that the court must inquire “whether there are reasons implicit in the nature of [the] operations to expect an indifferent holding out to the eligible user public”), *cert. denied*, 425 U.S. 992 (1976); see also *Virgin Islands Tel. Corp. v. FCC*, 198 F.3d 921 (D.C. Cir. 1999) (affirming FCC’s use of *NARUC I* test for distinguishing common-carrier and private-carrier services following enactment of the Telecommunications Act of 1996).

⁵ *Nat’l Ass’n of Regulatory Utility Comm’rs v. FCC*, 533 F.2d 601, 608 (D.C. Cir. 1976) (quoting *Semon v. Royal Indemnity Co.*, 279 F.2d 737, 739 (5th Cir. 1960)).

- MAREA will provide Microsoft Infrastructure and its affiliates with capacity to support Microsoft’s cloud services offerings and connect its data centers.
- MAREA will provide TIWS América and TIWS USA with capacity to support their wholesale capacity businesses in Europe and the Americas, offering bulk capacity to particular carrier, enterprise, and government customers pursuant to individually-negotiated indefeasible rights of use (“IRUs”) and capacity leases, the terms of which will vary depending on the characteristics and needs of the particular capacity purchaser.

The Commission has consistently found that such offerings do not make an applicant a common carrier.⁶

Second, the Commission should not subject the MAREA system to common-carrier regulation because there is no legal compulsion or other public-interest reason for the Applicants to operate MAREA in such a manner. Under the *NARUC I* test, the Commission must determine whether the public interest requires common-carrier operation of the submarine cable system.⁷ Traditionally, the Commission has focused on whether the applicant has sufficient market power to warrant common carrier regulation,⁸ although the Commission “is not limited to that reasoning” and has looked more broadly to determine whether common-carrier licensing is in the

⁶ See *AT&T Corp. et al.*, Cable Landing License, 13 FCC Rcd. 16,232, 16,238 (Int’l Bur. 1998) (finding that individualized decisions concerning the sale or lease of capacity on the China-U.S. Cable Network would not constitute the effective provision of a service to the public so as to make the applicant a common carrier); *AT&T Submarine Systems, Inc.*, Cable Landing License, 11 FCC Rcd. 14,885, 14,904 ¶ 64 (Int’l Bur. 1996) (“*St. Thomas-St. Croix Cable Order*”) (finding that an “offer of access, nondiscriminatory terms and conditions and market pricing of IRUs does not rise to the level of an ‘indiscriminate’ offering” so as to constitute common carriage), *aff’d* 13 FCC Rcd. 21,585 (1998), *aff’d sub nom. Virgin Islands Telephone Corp. v. FCC*, 198 F.3d 921 (D.C. Cir. 1999).

⁷ *NARUC I*, 525 F.2d at 642 (stating that the court must inquire “whether there will be any legal compulsion . . . to serve [the public] indifferently”).

⁸ See *St. Thomas-St. Croix Cable Order*, 11 FCC Rcd. at 14,893 ¶ 30.

public interest.⁹ The MAREA system poses no such competitive or other public-interest concerns.

The MAREA system will enhance competition by competing vigorously with other submarine cable systems on U.S.-Europe routes. Specifically, the MAREA system will compete directly with the existing Columbus-III system on the U.S.-Spain route and on broader U.S.-Europe routes with AE Connect, Apollo, Atlantic Crossing-1, FLAG Atlantic-1, Hibernia Atlantic, TAT-14, TGN Atlantic, Yellow/Atlantic Crossing-2, with ample onward submarine cable connectivity to Spain via FLAG Europe-Asia, Europe-India Gateway, and TGN Western Europe and a combination of submarine cables landing in Portugal and France and terrestrial fiber into Spain.

The Commission has previously found that facilities need not be identical in order to offer pro-competitive benefits.¹⁰ The existence of ample competing submarine cable facilities providing U.S.-Spain and U.S.-Europe connectivity ensures that MAREA would not function as a bottleneck facility on those routes. The Applicants' intended operation of the MAREA system therefore serves the Commission's long-standing policy to encourage competition through private submarine cable transmissions, pursuant to which the Commission has granted numerous

⁹ See *AT&T Corp. et al., Cable Landing License*, 14 FCC Rcd. 13,066, 13,080 ¶ 39 (2000) (stating that “[a]lthough this public interest analysis has generally focused on the availability of alternative facilities, we are not limited to that reasoning”); *Australia-Japan Cable (Guam) Limited, Cable Landing License*, 15 FCC Rcd. 24,057, 24,062 ¶ 13 (Int’l Bur. 2000) (stating that “[t]his public interest analysis generally has focused on whether an applicant will be able to exercise market power because of the lack of alternative facilities, although the Commission has not limited itself to that reasoning”); *Telefonica SAM USA, Inc. et al., Cable Landing License*, 15 FCC Rcd. 14,915, 14,920 ¶ 11 (Int’l Bur. 2000) (stating that “[t]his public interest analysis has focused on the availability of alternative facilities, although the Commission has stated it is not limited to that reasoning”).

¹⁰ *St. Thomas-St. Croix Cable Order*, 11 FCC Rcd. at 14,898 ¶ 44 (stating that “requiring current identical substitute common carrier facilities before non-common carrier facilities will be authorized would serve as a disincentive for entities to take risks and expend capital to expand and upgrade facilities”).

cable landing licenses.¹¹ In addition to offering additional capacity and competition on the U.S.-Spain and the broader U.S.-Europe route, the MAREA system will further benefit the public interest for the reasons noted in the introductory section above.

E. Cable Ownership Information¹²

The Applicants and their affiliates will own MAREA as shown in Table 1 below:

Table 1: Ownership of MAREA Wet Segment

Party	U.S. Territorial Waters Wet Segment	International Waters Wet Segment	Spanish Territorial Waters Wet Segment
Edge Network Services Limited (“Edge”)	–	25%	–
Edge (Spain Branch)	–	–	25%
Edge USA	25%	–	–
Microsoft Infrastructure	25%	–	–
Microsoft Datacenter Netherlands B.V. (“Microsoft Datacenter”)	–	25%	25%
TIWS América	–	50%	–
TIWS USA	50%	–	–
Telxius Cable España, S.L. (“Telxius Cable”)	–	–	50%

As neither Edge nor Microsoft Datacenter will use the U.S. endpoint of MAREA, neither is required to be a joint applicant for the cable landing license.¹³

Like TIWS América and TIWS USA, Telxius Cable España is a wholly-owned, indirect subsidiary of Telefónica S.A. As part of an ongoing corporate reorganization and rebranding effort, Telefónica S.A. is grouping its infrastructure businesses its Telxius Telecom S.A.U.

¹¹ See *Tel-Optik Ltd.*, Memorandum Opinion and Order, 100 FCC.2d 1033, 1041 (1985).

¹² See 47 C.F.R. § 1.767(a)(7).

¹³ See *id.* § 1.767(h).

holding company and rebranding operating subsidiaries by replacing the “Telefónica International Wholesale Services” brand name with that of “Telxius.”

MAREA’s cable landing stations will be owned and controlled as shown in Table 2:

Table 2: Ownership and Control of Cable Landing Stations

Cable Landing Station	New or Existing Facility?	Ownership	Control (as Landing Party)
Virginia Beach	New	Edge USA: 25% Microsoft Infrastructure: 25% TIWS USA: 50%	Microsoft Infrastructure
Bilbao, Spain	Existing	Edge (Spain Branch): 25% Microsoft Datacenter: 25% Telxius Cable España S.L.: 50%	Telxius Cable

As neither Telxius Cable España nor Edge (Spain Branch) owns or controls a U.S. cable landing station or owns a 5-percent-or-greater interest in MAREA and intends to use its U.S. endpoint, neither is required by the Commission’s rules to be a joint applicant for the MAREA cable landing license.¹⁴

F. Certification Regarding Service to Executive Branch Agencies¹⁵

The Applicants have sent a complete copy of this application to the U.S. Departments of State, Commerce, and Defense. The Applicants’ counsel has certified such service in the certificate of service attached to this application.

¹⁴ See *id.*

¹⁵ See *id.* § 1.767(j).

CONCLUSION

For the foregoing reasons, the Commission should expeditiously grant this cable landing license application for the MAREA system pursuant to streamlined processing.

Respectfully submitted,

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SERVICES USA, INC.

Counsel for the Applicants

25 May 2016

Attachments

LIST OF APPENDICES

- Appendix A: Edge Cable Holdings USA, LLC, Information Responsive to 47 C.F.R. § 1.767(a)(1)-(a)(3), (a)(8), and (g)**
- Appendix B: Microsoft Infrastructure Group, LLC, Information Responsive to 47 C.F.R. § 1.767(a)(1)-(a)(3), (a)(8), and (g)**
- Appendix C: Telefónica International Wholesale Services América S.A. Information Responsive to 47 C.F.R. § 1.767(a)(1)-(a)(3), (a)(8), and (g)**
- Appendix D: Telefónica International Wholesale Services USA, Inc., Information Responsive to 47 C.F.R. § 1.767(a)(1)-(a)(3), (a)(8), and (g)**
- Appendix E: MAREA Route Map**
- Appendix F: Virginia Beach Landing Point Information**
- Appendix G: Bilbao Landing Point Information**

Appendix A:

Edge Cable Holdings USA, LLC

Edge Cable Holdings USA, LLC (“Edge USA”) will own 25 percent of the U.S.-territory portion of MAREA’s wet segment and a 25-percent interest in the Virginia Beach cable landing station. More generally, Edge USA provides connectivity to data centers and points of presence in the United States. Edge USA is a wholly-owned, direct subsidiary of Facebook, Inc. Edge USA is organized under Delaware law, with its principal place of business in Menlo Park, California. Edge USA does not currently hold any FCC licenses or authorizations. Below, Edge USA provides information required by 47 C.F.R. § 1.767(a)(1)-(a)(3), (a)(8), and (g).

(1) Applicant’s Name, Address, and Telephone Number¹

Edge Cable Holdings USA, LLC
1601 Willow Road
Menlo Park, California 94025-1452
+1 650 543 4800

(2) Applicant’s Place of Incorporation²

Edge USA is a limited liability company organized under Delaware law.

(3) Contact Information³

Johanna Ravelo
Associate General Counsel
Facebook, Inc.
One Hacker Way
Menlo Park, California 94025-1452
+1 650 796 7804
jravelo@fb.com

with a copy to:

¹ See 47 C.F.R. § 1.767(a)(1).

² See *id.* § 1.767(a)(2).

³ See *id.* § 1.767(a)(3).

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Counsel for Edge Cable Holdings USA, LLC

(4) Certification Regarding Ownership, Citizenship, Principal Business, and Interlocking Directorates⁴

By the signature below, Edge USA certifies that it has the following 10-percent-or-greater direct or indirect interest holders:

Facebook, Inc. (“Facebook”)

Address: 1601 Willow Road, Menlo Park, California 94025

Citizenship: Delaware

Principal Business: software and technology

Relationship: Facebook holds a 100-percent voting and equity interest in Edge USA.

Chan Zuckerberg Initiative LLC (“CZI”)

outstanding shares, and 52.2% voting power

Address: 314 Lytton Avenue, Suite 200, Palo Alto, CA 94301

Citizenship: Delaware

Principal Business: philanthropy

Relationship: CZI holds owns 14.2 percent of Facebook’s outstanding shares and holds a 52.2-percent voting interest in Facebook.

Mark Zuckerberg

Address: 1601 Willow Road, Menlo Park, California 94025

Citizenship: USA

Principal Business: software and technology

Relationship: Mr. Zuckerberg, who serves as Chairman and CEO of Facebook, owns all of CZI’s member interests and approximately 14.7 percent of Facebook’s outstanding shares and holds an approximate 60-percent voting interest in Facebook that includes (a) a 54.6-percent voting interest for shares he holds directly or controls through CZI and (b) a 5.4-percent voting interest that he has authority to vote pursuant to voting agreements with (i) Dustin Moskovitz, Trustee of The Dustin Moskovitz 2008 Annuity Trust dated March 10, 2008, and (ii) Dustin Moskovitz, Trustee of The Dustin A. Moskovitz Trust dated December 27, 2005.

⁴ See *id.* §§ 1.767(a)(8)(i), 63.18(h).

Facebook’s shares trade publicly on the NASDAQ Stock Market under the symbol “FB.” As there is an active market in Facebook’s shares, Facebook’s share ownership is always fluid. Moreover, Facebook can ascertain its significant shareholders only on the basis of its records and may not know of possibly related or affiliated shareholders that are not disclosed to it. Recognizing these limitations, as of the most recent measurable date, May 23, 2016, Facebook has no 10-percent-or-greater direct or indirect shareholders other than CZI and Mr. Zuckerberg.

Edge USA further certifies that no corporate officer and director of Edge USA is also an officer or director of any foreign carrier.

(5) Certification Regarding the Anti-Drug Abuse Act of 1988⁵

By its signature below, Edge USA certifies that no party to this application is subject to a denial of federal benefits under Section 5301 of the Anti-Drug Abuse Act of 1988, as amended.⁶

(6) Certification Regarding Foreign Carrier Status and Foreign Affiliations⁷

By the signature below, Edge USA certifies that it:

(A) is not a foreign carrier in any foreign country;

(B) does not own or control a cable landing station in any foreign country;

(C) is not affiliated with any foreign carrier and is not affiliated with any entity owning or controlling a cable landing station in any foreign country.

⁵ See *id.* §§ 1.767(a)(8)(i), 63.18(o).

⁶ 21 U.S.C. § 862(a). Pub. L. 100-690, title V, Section 5301 (Nov. 18, 1988), 102 Stat. 4310, which related to denial of Federal benefits to drug traffickers and possessors—previously codified at 21 U.S.C. § 853(a)—was renumbered section 421 of the Controlled Substances Act by Public Law 101-647, title X, Section 1002(d)(1) (Nov. 29, 1990), 104 Stat. 4827, and has been recodified as 21 U.S.C. § 862(a). 47 C.F.R. § 63.18(o) does not reflect this recodification.

⁷ See 47 C.F.R. § 1.767(a)(8)(ii).

(7) Certification Regarding Destination Countries⁸

By the signature below, Edge USA certifies to the following: (A) it is not a foreign carrier in Spain, the only destination market in which the MAREA system will land; (B) it does not control a foreign carrier in Spain; (C) no entity owning more than 25 percent of it or controlling it controls a foreign carrier in Spain; and (D) no grouping of two or more foreign carriers in Spain (or parties that control foreign carriers in Spain) own, in aggregate, more than 25 percent of it and are parties to, or beneficiaries of, a contractual relation affecting the provision or marketing of arrangements for the terms of acquisition, sale, lease, transfer, and use of capacity on the MAREA system in the United States.

(8) Certifications Regarding WTO Status and Affiliations with Foreign Carriers Having Market Power in Foreign Destination Markets⁹

No response is required, as Edge USA did not identify any markets in response to 47 C.F.R. § 1.767(a)(8)(iii).

(9) Certification Regarding Routine Conditions¹⁰

By the signature below, Edge USA certifies that it accepts and will abide by the routine conditions specified in 47 C.F.R. § 1.767(g).

(10) Streamlining—Market Power¹¹

Edge USA requests streamlined processing pursuant to 47 C.F.R. § 1.767(k)(1). Edge USA certifies that it is not a foreign carrier and is not affiliated with a foreign carrier in Spain, the sole foreign destination market in which MAREA will land.

⁸ See *id.* § 1.767(a)(8)(iii).

⁹ See *id.* § 1.767(a)(8)(iv).

¹⁰ See *id.* § 1.767(a)(9).

¹¹ See *id.* § 1.767(j), (k).

(11) Streamlining—CZMA¹²

By the signature below, Edge USA certifies that it is not required to submit a consistency certification to any state pursuant to Section 1456(c)(3)(A) of the Coastal Zone Management Act, codified at 16 U.S.C. § 1456(c)(3)(A). Virginia, the only U.S. state in which the MAREA system will land, does not list, and has never proposed to list, a cable landing license as a federal activity requiring a consistency certification.¹³

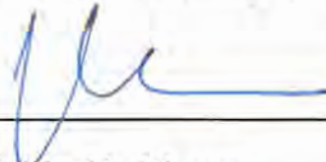
¹² *See id.* § 1.767(k)(4)..

¹³ *See* National Oceanic and Atmospheric Administration, Coastal Zone Management Program, Virginia's Listed Federal Actions, <http://coast.noaa.gov/czm/consistency/media/va.pdf>.

CERTIFICATION

On behalf of Edge USA, I certify that all of the information contained in this application and Appendix A is true and correct to the best of my knowledge and belief.

Edge Cable Holdings USA, LLC



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25 May 2016

APPENDIX B:

Microsoft Infrastructure Group, LLC

Microsoft Infrastructure Group, LLC (“Microsoft Infrastructure”), will own 25 percent of MAREA’s wet segment that is located in U.S. territory, will serve as the landing party in Virginia Beach, and will own a 25-percent interest in the cable landing station at Virginia Beach. More generally, Microsoft Infrastructure owns assets facilitating the provision of Microsoft cloud services. Microsoft Infrastructure is a wholly-owned, direct subsidiary of Microsoft Corporation. Microsoft Infrastructure does not currently hold any Commission licenses or authorizations but is a joint applicant for the cable landing license for the New Cross Pacific (“NCP”) cable system.¹ Below, Microsoft Infrastructure provides information required by 47 C.F.R. § 1.767(a)(1)-(a)(3), (a)(8), and (g).

(1) Applicant’s Name, Address, and Telephone Number²

Microsoft Infrastructure Group, LLC
One Microsoft Way
Redmond, Washington 98052
+1 425 882 8080

(2) Applicant’s Place of Incorporation³

Microsoft Infrastructure is a limited-liability company organized under Washington law.

(3) Contact Information⁴

Kati Sotaniemi
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Redmond, Washington 98052

¹ FCC File No. SCL-LIC-20151104-00029.

² See 47 C.F.R. § 1.767(a)(1).

³ See *id.* § 1.767(a)(2).

⁴ See *id.* § 1.767(a)(3).

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Counsel for Microsoft Infrastructure Group, LLC

(4) Certification Regarding Ownership, Citizenship, Principal Business, and Interlocking Directorates⁵

By the signature below, Microsoft Infrastructure certifies to the following. Microsoft Infrastructure has the following 10-percent-or-greater direct or indirect interest holders:

Microsoft Corporation

Address: One Microsoft Way, Redmond, Washington 98052

Citizenship: Delaware

Principal Business: software and technology

Relationship: Microsoft Corporation holds a 100-percent voting and equity interest in Microsoft Infrastructure.

Microsoft Corporation's shares trade publicly on the NASDAQ Stock Market under the symbol "MSFT." As there is an active market in Microsoft Corporation's shares, Microsoft Corporation's share ownership is always fluid. Moreover, Microsoft Corporation can ascertain its significant shareholders only on the basis of its records and may not know of possibly related or affiliated shareholders that are not disclosed to it. Recognizing these limitations, as of the most recent measurable date, May 20, 2016, Microsoft Corporation has no 10-percent-or-greater direct or indirect shareholders.

⁵ See *id.* §§ 1.767(a)(8)(i), 63.18(h).

No corporate officer and director of Microsoft Infrastructure is also an officer or director of any foreign carrier.

(5) Certification Regarding the Anti-Drug Abuse Act of 1988⁶

By its signature below, Microsoft Infrastructure certifies that no party to this application is subject to a denial of federal benefits under Section 5301 of the Anti-Drug Abuse Act of 1988, as amended.⁷

(6) Certification Regarding Foreign Carrier Status and Foreign Affiliations⁸

By the signature below, Microsoft Infrastructure certifies that it:

(A) is not a foreign carrier in any foreign country;

(B) does not own or control a cable landing station in any foreign country;

(C) is not affiliated with any foreign carrier and is not affiliated with any entity owning or controlling a cable landing station in any foreign country.

(7) Certification Regarding Destination Countries⁹

By the signature below, Microsoft Infrastructure certifies to the following: (A) it is not a foreign carrier in Spain, the only destination market in which the MAREA system will land; (B) it does not control a foreign carrier in Spain; (C) no entity owning more than 25 percent of it or controlling it controls a foreign carrier in Spain; and (D) no grouping of two or more foreign carriers in Spain (or parties that control foreign carriers in Spain) own, in aggregate, more than

⁶ See *id.* §§ 1.767(a)(8)(i), 63.18(o).

⁷ 21 U.S.C. § 862(a). Pub. L. 100-690, title V, Section 5301 (Nov. 18, 1988), 102 Stat. 4310, which related to denial of Federal benefits to drug traffickers and possessors—previously codified at 21 U.S.C. § 853(a)—was renumbered section 421 of the Controlled Substances Act by Public Law 101-647, title X, Section 1002(d)(1) (Nov. 29, 1990), 104 Stat. 4827, and has been recodified as 21 U.S.C. § 862(a). 47 C.F.R. § 63.18(o) does not reflect this recodification.

⁸ See 47 C.F.R. § 1.767(a)(8)(ii).

⁹ See *id.* § 1.767(a)(8)(iii).

25 percent of it and are parties to, or beneficiaries of, a contractual relation affecting the provision or marketing of arrangements for the terms of acquisition, sale, lease, transfer, and use of capacity on the MAREA system in the United States.

(8) Certifications Regarding WTO Status and Affiliations with Foreign Carriers Having Market Power in Foreign Destination Markets¹⁰

No response is required, as Microsoft Infrastructure did not identify any markets in response to 47 C.F.R. § 1.767(a)(8)(iii).

(9) Certification Regarding Routine Conditions¹¹

By the signature below, Microsoft Infrastructure certifies that it accepts and will abide by the routine conditions specified in 47 C.F.R. § 1.767(g).

(10) Streamlining—Market Power¹²

Microsoft Infrastructure requests streamlined processing pursuant to 47 C.F.R. § 1.767(k)(1). Microsoft Infrastructure certifies that it is not a foreign carrier and is not affiliated with a foreign carrier in Spain, the sole foreign destination market in which MAREA will land.

(11) Streamlining—CZMA¹³

By the signature below, Microsoft Infrastructure certifies that it is not required to submit a consistency certification to any state pursuant to Section 1456(c)(3)(A) of the Coastal Zone Management Act, codified at 16 U.S.C. § 1456(c)(3)(A). Virginia, the only U.S. state in which

¹⁰ See *id.* § 1.767(a)(8)(iv).

¹¹ See *id.* § 1.767(a)(9).

¹² See *id.* § 1.767(j), (k).

¹³ See *id.* § 1.767(k)(4).

the MAREA system will land, does not list, and has never proposed to list, a cable landing license as a federal activity requiring a consistency certification.¹⁴

¹⁴ See National Oceanic and Atmospheric Administration, Coastal Zone Management Program, Virginia's Listed Federal Actions, <http://coast.noaa.gov/czm/consistency/media/va.pdf>.

CERTIFICATION

On behalf of Microsoft Infrastructure, I certify that all of the information contained in this application and Appendix D is true and correct to the best of my knowledge and belief.

Microsoft Infrastructure Group, LLC



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25 May 2016

APPENDIX C:

Telefónica International Wholesale Services América S.A.

Telefónica International Wholesale Services América S.A. (“TIWS América”) will own 50 percent of MAREA’s wet segment within U.S. territory. More generally, TIWS América provides wholesale telecommunications to fixed and mobile operators, ISPs, and content providers in the Americas. TIWS América is a wholly-owned, indirect subsidiary of Telefónica S.A. (“Telefónica Parent”). TIWS América is organized under Uruguayan law, with its principal place of business in Montevideo. TIWS América holds joint interests in the cable landing licenses for the SAm-1 system and Pacific Caribbean Cable System and is currently a joint applicant for the cable landing license for the BRUSA system. Below, TIWS América provides information required by 47 C.F.R. § 1.767(a)(1)-(a)(3), (a)(8), and (g).

(1) Applicant’s Name, Address, and Telephone Number¹

Telefónica International Wholesale Services América S.A.
Avenida Luis Alberto de Herrera 1248, piso 4
11300 Montevideo
Uruguay
+598 2 628 00 20 tel

(2) Applicant’s Place of Incorporation²

TIWS América is a corporation organized under Uruguayan law.

(3) Contact Information³

Andrés J. Fígoli Pacheco
Secretaría General
Telefónica International Wholesale Services América S.A.
Avenida Luis Alberto de Herrera 1248, piso 4
11300 Montevideo
Uruguay

¹ See 47 C.F.R. § 1.767(a)(1).

² See *id.* § 1.767(a)(2).

³ See *id.* § 1.767(a)(3).

+598 2 628 00 20 ext. 1156 tel
andres.figoli@telefonica.com

with a copy to:

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Counsel for Telefónica International Wholesale Services América S.A.

(4) Certification Regarding Ownership, Citizenship, Principal Business, and Interlocking Directorates⁴

By the signature below, TIWS América certifies that it has the following 10-percent-or-greater direct or indirect interest holders:

Telxius Telecom, S.A.U. (“Telxius”)

Address: Distrito C, Calle Ronda de la Comunicación s/n, Edificio Central, 28050 Madrid, Spain

Citizenship: Spain

Principal Business: telecommunications

Relationship: Telxius holds a 100-percent voting and equity interest in TIWS América.

Telefónica S.A. (“Telefónica Parent”)

Address: Distrito C, Calle Ronda de la Comunicación s/n, Edificio Central, 28050 Madrid, Spain

Citizenship: Spain

Principal Business: telecommunications

Relationship: Telefónica Parent holds a 100-percent voting and equity interest in Telxius.

Telefónica Parent’s shares trade publicly on the Bolsa de Madrid (the Madrid Stock Exchange).

As there is an active market in Telefónica Parent’s shares, Telefónica Parent’s share ownership is always fluid. Moreover, Telefónica Parent can ascertain its significant shareholders only on the basis of its records and may not know of possibly related or affiliated shareholders that are not

⁴ See *id.* §§ 1.767(a)(8)(i), 63.18(h).

disclosed to it. Recognizing these limitations, as of the most recent measurable date, May 20, 2016, no Telefónica Parent shareholder holds an interest sufficient to give it a 10-percent-or-greater direct or indirect interest in TIWS América.

By its signature below, TIWS América certifies that it has the following interlocking directorates with foreign carriers:

- Juan Vicente Revilla, who is President and Director of TIWS América, is also Consejero (Director) of Telefónica International Wholesale Services, S.L., Telefónica International Wholesale Services Argentina S.A., Telefónica International Wholesale Services Chile S.A., Telefónica International Wholesale Services Colombia S.A., Telefónica International Wholesale Services Ecuador S.A., Telefónica International Wholesale Services Guatemala S.A., and Telefónica Global Solutions Panamá S.A.
- Luis Prendes, who is Director of TIWS América, is also Consejero (Director) of Telefónica Innovación Alpha, S.L., Synergic Partners, S.L. and Consejero Suplente (Director alternate) of Colombia Telecomunicaciones, S.A., E.S.P.

(5) Certification Regarding the Anti-Drug Abuse Act of 1988⁵

By its signature below, TIWS América certifies that no party to this application is subject to a denial of federal benefits under Section 5301 of the Anti-Drug Abuse Act of 1988, as amended.⁶

(6) Certification Regarding Foreign Carrier Status and Foreign Affiliations⁷

By its signature below, TIWS América certifies that it:

(A) is not a foreign carrier in any foreign country;

(B) does not own or control a cable landing station in any foreign country; and

⁵ See *id.* §§ 1.767(a)(8)(i), 63.18(o).

⁶ 21 U.S.C. § 862(a). Pub. L. 100-690, title V, Section 5301 (Nov. 18, 1988), 102 Stat. 4310, which related to denial of Federal benefits to drug traffickers and possessors—previously codified at 21 U.S.C. § 853(a)—was renumbered section 421 of the Controlled Substances Act by Public Law 101-647, title X, Section 1002(d)(1) (Nov. 29, 1990), 104 Stat. 4827, and has been recodified as 21 U.S.C. § 862(a). 47 C.F.R. § 63.18(o) does not reflect this recodification.

⁷ See 47 C.F.R. § 1.767(a)(8)(ii).

(C) is affiliated with foreign carriers, including foreign carriers that control cable landing stations in foreign countries, as summarized in Table 1 below.

TABLE 1: AFFILIATED FOREIGN CARRIERS

Country	Entity	Owns/Controls Cable Landing Station? Y/N
Argentina	Córdoba TV, S.A.	N
	Telefónica International Wholesale Services Argentina S.A.	Y
	Telefónica Móviles Argentina, S.A.	N
	Telefónica de Argentina, S.A.	Y
Austria	Telefónica International Wholesale Services II, S.L.U. (Austria branch)	N
Belgium	Telefónica International Wholesale Services II, S.L.U. (Belgium branch)	N
Brazil	Global Village Telecom S.A	N
	Media Networks Brasil Ltda.	N
	Telefónica Brasil, S.A.	N
	Telefónica International Wholesale Services Brasil Limitada	Y
Bulgaria	Telefónica International Wholesale Services II, S.L. (Bulgaria branch)	N
Chile	Telefónica Chile, S.A.	Y
	Telefónica International Wholesale Services Chile S.A.	Y
	Telefónica Móviles Chile, S.A.	N
	TIWS Chile II, S.p.A.	N
Colombia	Colombia Telecomunicaciones, S.A. ESP	Y
	Telefónica International Wholesale Services Colombia S.A.	N
Costa Rica	Telefónica de Costa Rica TC, S.A.	N
Cyprus	Telefónica International Wholesale Services II, S.L.U. (Cyprus branch)	N
Denmark	Telefónica International Wholesale Services II, S.L.U. (Denmark branch)	N
Ecuador	Otecel, S.A.	N
	Telefónica International Wholesale Services Ecuador S.A.	Y
	TIWS Ecuador II, S.A.	N
El Salvador	Telefónica Móviles El Salvador, S.A. de C.V.	N
Estonia	Telefónica International Wholesale Services II, S.L.U. (Estonia branch)	N

Country	Entity	Owns/Controls Cable Landing Station? Y/N
Finland	Telefónica International Wholesale Services II, S.L.U. (Finland branch)	N
France	Telefónica International Wholesale Services France SAS	N
Germany	E-Plus Mobilfunk GmbH	N
	Telefónica Germany GmbH & Co. OHG	N
Greece	TIWS Greece Telecommunications Services Company Limited Liability	N
Guatemala	Telefónica International Wholesale Services Guatemala, S.A.	Y
	Telefónica Móviles Guatemala, S.A.	N
Hong Kong	Telefónica International Wholesale Services , S.L.	N
Hungary	Telefónica International Wholesale Services Hungary Korlátolt Felelősségű Társaság	N
Italy	Telefónica International Wholesale Services II, S.L.U. (Italy branch)	N
Latvia	Telefónica International Wholesale Services, Latvia Sabiedriba ar ierobezotu atbildību	N
Luxembourg	Telefónica International Wholesale Services II, S.L.U. (Luxembourg branch)	N
Malta	Telefónica International Wholesale Services II, S.L.U (Malta branch)	N
Mexico	Grupo de Telecomunicaciones Mexicanas, S.A. de C.V.	N
Netherlands	Telefónica International Wholesale Services II, S.L.U. (Netherlands branch)	N
Nicaragua	Telefónica Celular de Nicaragua, S.A.	N
Norway	Telefónica International Wholesale Services II, S.L.U. (Norway branch)	N
Panama	Telefónica Global Solutions Panamá S.A.	Y
	Telefónica Móviles Panamá, S.A	N
Peru	Telefónica del Perú, S.A.C.	Y
	Telefónica International Wholesale Services Perú, S.A.C.	Y
	Servicios TIWS SAC	N
Poland	Telefónica International Wholesale Services II, S.L.U., (Poland branch)	N
Portugal	Telefónica International Wholesale Services II, S.L.U. (Portugal branch)	N
Romania	Telefónica International Wholesale Services II, S.L.U. (Romania branch)	N

Country	Entity	Owns/Controls Cable Landing Station? Y/N
Slovakia	Telefónica International Wholesale Services II, S.L.U. (Slovakia branch)	N
Slovenia	Telefónica International Wholesale Services II, S.L.U. (Slovenia branch)	N
Singapore	Telefónica Global Solutions, Singapore Pte. Ltd	N
Spain	Iberbanda, S.A.	N
	Telefónica de España S.A.U.	Y
	Telefónica International Wholesale Services, S.L.	N
	Telefónica International Wholesale Services II, S.L.U.	N
	Telefónica Móviles España S.A.U.	N
	Telxius Cable España S.L.	N ⁸
	Tuenti Technologies, S.L.	N
Sweden	Telefónica International Wholesale Services Sweden AB	N
Switzerland	Telefónica International Wholesale Services II, S.L.U., (Switzerland branch)	N
United Kingdom	Telefónica UK, Ltd.	N
Uruguay	Telefónica Móviles del Uruguay, S.A.	N
Venezuela	Telefónica Venezolana, C.A.	N

(7) Certification Regarding Destination Countries⁹

By its signature below, TIWS América certifies to the following:

- (A) it is not a foreign carrier in Spain, the sole foreign destination market in which the MAREA system will land;
- (B) it does not control a foreign carrier in Spain;
- (C) an entity owning more than 25 percent of, or controlling, TIWS América (*i.e.*, Telefónica Parent) controls foreign carriers in Spain; and
- (D) no grouping of two or more foreign carriers in Spain (or parties that control foreign carriers in Spain) own, in aggregate, more than 25 percent of it and are parties to, or beneficiaries

⁸ Telxius Cable España will own a 50-percent interest in the Bilbao cable landing station for MAREA.

⁹ See 47 C.F.R. § 1.767(a)(8)(iii).

of, a contractual relation affecting the provision or marketing of arrangements for the terms of acquisition, sale, lease, transfer, and use of capacity on the MAREA system in the United States.

(8) Certifications Regarding WTO Status and Affiliations with Foreign Carriers Having Market Power in Foreign Destination Markets¹⁰

No response is required, as TIWS América did not identify any markets in response to 47 C.F.R. § 1.767(a)(8)(iii).

(9) Certification Regarding Routine Conditions¹¹

By the signature below, TIWS América certifies that it accepts and will abide by the routine conditions specified in 47 C.F.R. § 1.767(g).

(10) Streamlining—Market Power¹²

TIWS América requests streamlined processing pursuant to 47 C.F.R. § 1.767(k)(3). TIWS América has certified in parts 6 and 7 above that it is affiliated with a foreign carrier in Spain owning or controlling a cable landing station. Telefónica de España S.A.U. has a greater-than-50-percent market share in certain local-access markets in Spain. By its signature below, TIWS América certifies that Spain is a member of the World Trade Organization¹³ and that it agrees to accept and abide by the reporting requirements set out in 47 C.F.R. § 1.767(l).

(11) Streamlining—CZMA¹⁴

By the signature below, TIWS América certifies that it is not required to submit a consistency certification to any state pursuant to Section 1456(c)(3)(A) of the Coastal Zone

¹⁰ See *id.* § 1.767(a)(8)(iv).

¹¹ See *id.* § 1.767(a)(9).

¹² See *id.* § 1.767(j), (k).

¹³ See World Trade Organization, *Members and Observers* (as of Nov. 30, 2015), https://www.wto.org/english/thewto_e/whatis_e/tif_e/org6_e.htm.

¹⁴ See 47 C.F.R. § 1.767(k)(4)..

Management Act, codified at 16 U.S.C. § 1456(c)(3)(A). Virginia, the only U.S. state in which the MAREA system will land, does not list, and has never proposed to list, a cable landing license as a federal activity requiring a consistency certification.¹⁵

¹⁵ See National Oceanic and Atmospheric Administration, Coastal Zone Management Program, Virginia's Listed Federal Actions, <http://coast.noaa.gov/czm/consistency/media/va.pdf>.

CERTIFICATION

On behalf of TIWS América, I certify that all of the information contained in this application and Appendix E is true and correct to the best of my knowledge and belief.

**Telefónica International Wholesale Services
América S.A.**



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25 May 2016

APPENDIX D:

Telefónica International Wholesale Services USA, Inc.

Telefónica International Wholesale Services USA, Inc. (“TIWS USA”) will own 50 percent of MAREA’s wet segment within U.S. territory and a 50-percent interest in the cable landing station in Virginia Beach. More generally, TIWS USA provides wholesale telecommunications to fixed and mobile operators, ISPs, and content providers in the United States. TIWS USA is a wholly-owned, indirect subsidiary of Telefónica S.A. (Telefónica Parent”). TIWS USA is organized under Florida law, with its principal place of business in Miami. TIWS USA holds a number of Commission licenses and authorizations—including international Section 214 authority and joint interests in the cable landing licenses for the SAM-1 system and Pacific Caribbean Cable System—and is currently a joint applicant for the cable landing license for the BRUSA system. Below, TIWS USA provides information required by 47 C.F.R. § 1.767(a)(1)-(a)(3), (a)(8), and (g).

(1) Applicant’s Name, Address, and Telephone Number¹

Telefónica International Wholesale Services USA, Inc.
1111 Brickell Avenue, Suite 1800
Miami, Florida 33131-3122
+1 305 925 5256 tel

(2) Applicant’s Place of Incorporation²

TIWS USA is a corporation organized under Florida law.

¹ See 47 C.F.R. § 1.767(a)(1).

² See *id.* § 1.767(a)(2).

(3) Contact Information³

Guillermo Cañete
President
Telefónica International Wholesale Services USA, Inc.
1111 Brickell Avenue, Suite 1800
Miami, Florida 33131-3122
+1 305 925 5256 tel
guillermo.canete@telefonica.com

with a copy to:

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1919 M Street, N.W., Suite 800
Washington, D.C. 20036-3537
+1 202 730 1337
kbressie@hwglaw.com

Counsel for Telefónica International Wholesale Services USA, Inc.

(4) Certification Regarding Ownership, Citizenship, Principal Business, and Interlocking Directorates⁴

By its signature below, TIWS USA certifies that it has the following 10-percent-or-greater direct or indirect interest holders:

Telefónica International Wholesale Services América S.A. (“TIWS América”)
Address: Avenida Luis Alberto de Herrera 1248, piso 4, 11300 Montevideo, Uruguay
Citizenship: Uruguay
Principal Business: telecommunications
Relationship: TIWS América holds a 100-percent voting and equity interest in TIWS USA.

Telxius Telecom, S.A.U. (“Telxius”)
Address: Distrito C, Calle Ronda de la Comunicación s/n, Edificio Central, 28050 Madrid, Spain
Citizenship: Spain
Principal Business: telecommunications
Relationship: Telxius holds a 100-percent voting and equity interest in TIWS América.

³ See *id.* § 1.767(a)(3).

⁴ See *id.* §§ 1.767(a)(8)(i), 63.18(h).

Telefónica S.A. (“Telefónica Parent”)

Address: Distrito C, Calle Ronda de la Comunicación s/n, Edificio Central, 28050 Madrid, Spain

Citizenship: Spain

Principal Business: telecommunications

Relationship: Telefónica Parent holds a 100-percent voting and equity interest in Telxius.

Telefónica Parent’s shares trade publicly on the Bolsa de Madrid (the Madrid Stock Exchange).

As there is an active market in Telefónica Parent’s shares, Telefónica Parent’s share ownership is always fluid. Moreover, Telefónica Parent can ascertain its significant shareholders only on the basis of its records and may not know of possibly related or affiliated shareholders that are not disclosed to it. Recognizing these limitations, as of the most recent measurable date, May 20, 2016, no Telefónica Parent shareholder holds an interest sufficient to give it a 10-percent-or-greater direct or indirect interest in TIWS USA.

By its signature below, TIWS USA certifies that it has no interlocking directorates with foreign carriers.

(5) Certification Regarding the Anti-Drug Abuse Act of 1988⁵

By its signature below, TIWS USA certifies that no party to this application is subject to a denial of federal benefits under Section 5301 of the Anti-Drug Abuse Act of 1988, as amended.⁶

⁵ See *id.* §§ 1.767(a)(8)(i), 63.18(o).

⁶ 21 U.S.C. § 862(a). Pub. L. 100-690, title V, Section 5301 (Nov. 18, 1988), 102 Stat. 4310, which related to denial of Federal benefits to drug traffickers and possessors—previously codified at 21 U.S.C. § 853(a)—was renumbered section 421 of the Controlled Substances Act by Public Law 101-647, title X, Section 1002(d)(1) (Nov. 29, 1990), 104 Stat. 4827, and has been recodified as 21 U.S.C. § 862(a). 47 C.F.R. § 63.18(o) does not reflect this recodification.

(6) Certification Regarding Foreign Carrier Status and Foreign Affiliations⁷

By its signature below, TIWS USA certifies that it:

(A) is not a foreign carrier in any foreign country;

(B) does not own or control a cable landing station in any foreign country; and

(C) is affiliated with foreign carriers, including foreign carriers that control cable landing stations in foreign countries, as summarized in Table 1 below.

TABLE 1: AFFILIATED FOREIGN CARRIERS

Country	Entity	Owns/Controls Cable Landing Station? Y/N
Argentina	Córdoba TV, S.A.	N
	Telefónica International Wholesale Services Argentina S.A.	Y
	Telefónica Móviles Argentina, S.A.	N
	Telefónica de Argentina, S.A.	Y
Austria	Telefónica International Wholesale Services II, S.L.U. (Austria branch)	N
Belgium	Telefónica International Wholesale Services II, S.L.U. (Belgium branch)	N
Brazil	Global Village Telecom S.A	N
	Media Networks Brasil Ltda.	N
	Telefónica Brasil, S.A.	N
	Telefónica International Wholesale Services Brasil Limitada	Y
Bulgaria	Telefónica International Wholesale Services II, S.L. (Bulgaria branch)	N
Chile	Telefónica Chile, S.A.	Y
	Telefónica International Wholesale Services Chile S.A.	Y
	Telefónica Móviles Chile, S.A.	N
	TIWS Chile II, S.p.A.	N
Colombia	Colombia Telecomunicaciones, S.A. ESP	Y
	Telefónica International Wholesale Services Colombia S.A.	N
Costa Rica	Telefónica de Costa Rica TC, S.A.	N
Cyprus	Telefónica International Wholesale Services II, S.L.U. (Cyprus branch)	N

⁷ See 47 C.F.R. § 1.767(a)(8)(ii).

Country	Entity	Owns/Controls Cable Landing Station? Y/N
Denmark	Telefónica International Wholesale Services II, S.L.U. (Denmark branch)	N
Ecuador	Otecel, S.A.	N
	Telefónica International Wholesale Services Ecuador S.A.	Y
	TIWS Ecuador II, S.A.	N
El Salvador	Telefónica Móviles El Salvador, S.A. de C.V.	N
Estonia	Telefónica International Wholesale Services II, S.L.U. (Estonia branch)	N
Finland	Telefónica International Wholesale Services II, S.L.U. (Finland branch)	N
France	Telefónica International Wholesale Services France SAS	N
Germany	E-Plus Mobilfunk GmbH	N
	Telefónica Germany GmbH & Co. OHG	N
Greece	TIWS Greece Telecommunications Services Company Limited Liability	N
Guatemala	Telefónica International Wholesale Services Guatemala, S.A.	Y
	Telefónica Móviles Guatemala, S.A.	N
Hong Kong	Telefónica International Wholesale Services , S.L.	N
Hungary	Telefónica International Wholesale Services Hungary Korlátolt Felelősségű Társaság	N
Italy	Telefónica International Wholesale Services II, S.L.U. (Italy branch)	N
Latvia	Telefónica International Wholesale Services, Latvia Sabiedriba ar ierobezotu atbildību	N
Luxembourg	Telefónica International Wholesale Services II, S.L.U. (Luxembourg branch)	N
Malta	Telefónica International Wholesale Services II, S.L.U (Malta branch)	N
Mexico	Grupo de Telecomunicaciones Mexicanas, S.A. de C.V.	N
Netherlands	Telefónica International Wholesale Services II, S.L.U. (Netherlands branch)	N
Nicaragua	Telefónica Celular de Nicaragua, S.A.	N
Norway	Telefónica International Wholesale Services II, S.L.U. (Norway branch)	N
Panama	Telefónica Global Solutions Panamá S.A.	Y
	Telefónica Móviles Panamá, S.A	N
Peru	Telefónica del Perú, S.A.C.	Y

Country	Entity	Owns/Controls Cable Landing Station? Y/N
	Telefónica International Wholesale Services Perú, S.A.C.	Y
	Servicios TIWS SAC	N
Poland	Telefónica International Wholesale Services II, S.L.U., (Poland branch)	N
Portugal	Telefónica International Wholesale Services II, S.L.U. (Portugal branch)	N
Romania	Telefónica International Wholesale Services II, S.L.U. (Romania branch)	N
Slovakia	Telefónica International Wholesale Services II, S.L.U. (Slovakia branch)	N
Slovenia	Telefónica International Wholesale Services II, S.L.U. (Slovenia branch)	N
Singapore	Telefónica Global Solutions, Singapore Pte. Ltd	N
Spain	Iberbanda, S.A.	N
	Telefónica de España S.A.U.	Y
	Telefónica International Wholesale Services, S.L.	N
	Telefónica International Wholesale Services II, S.L.U.	N
	Telefónica Móviles España S.A.U.	N
	Telxius Cable España S.L.	N ⁸
	Tuenti Technologies, S.L.	N
Sweden	Telefónica International Wholesale Services Sweden AB	N
Switzerland	Telefónica International Wholesale Services II, S.L.U., (Switzerland branch)	N
United Kingdom	Telefónica UK, Ltd.	N
Uruguay	Telefónica Móviles del Uruguay, S.A.	N
Venezuela	Telefónica Venezolana, C.A.	N

(7) Certification Regarding Destination Countries⁹

By its signature below, TIWS USA certifies to the following:

(A) it is not a foreign carrier in Spain, the sole foreign destination market in which the MAREA system will land;

⁸ Telxius Cable España will own a 50-percent interest in the Bilbao cable landing station for MAREA.

⁹ See *id.* § 1.767(a)(8)(iii).

(B) it does not control a foreign carrier in Spain;

(C) an entity owning more than 25 percent of, or controlling, TIWS USA (*i.e.*, Telefónica Parent) controls foreign carriers in Spain; and

(D) no grouping of two or more foreign carriers in Spain (or parties that control foreign carriers in Spain) own, in aggregate, more than 25 percent of it and are parties to, or beneficiaries of, a contractual relation affecting the provision or marketing of arrangements for the terms of acquisition, sale, lease, transfer, and use of capacity on the MAREA system in the United States.

(8) Certifications Regarding WTO Status and Affiliations with Foreign Carriers Having Market Power in Foreign Destination Markets¹⁰

No response is required, as TIWS USA did not identify any non-WTO markets in response to 47 C.F.R. § 1.767(a)(8)(iii).

(9) Certification Regarding Routine Conditions¹¹

By the signature below, TIWS USA certifies that it accepts and will abide by the routine conditions specified in 47 C.F.R. § 1.767(g).

(10) Streamlining—Market Power¹²

TIWS USA requests streamlined processing pursuant to 47 C.F.R. § 1.767(k)(3). TIWS USA has certified in parts 6 and 7 above that it is affiliated with a foreign carrier in Spain owning or controlling a cable landing station. Telefónica de España S.A.U. has a greater-than-50-percent market share in certain local-access markets in Spain. By its signature below, TIWS

¹⁰ See *id.* § 1.767(a)(8)(iv).

¹¹ See *id.* § 1.767(a)(9).

¹² See *id.* § 1.767(j), (k).

USA certifies that Spain is a member of the World Trade Organization¹³ and that it agrees to accept and abide by the reporting requirements set out in 47 C.F.R. § 1.767(l).

(11) Streamlining—CZMA¹⁴

By the signature below, TIWS USA certifies that it is not required to submit a consistency certification to any state pursuant to Section 1456(c)(3)(A) of the Coastal Zone Management Act, codified at 16 U.S.C. § 1456(c)(3)(A). Virginia, the only U.S. state in which the MAREA system will land, does not list, and has never proposed to list, a cable landing license as a federal activity requiring a consistency certification.¹⁵

¹³ See World Trade Organization, *Members and Observers* (as of Nov. 30, 2015), https://www.wto.org/english/thewto_e/whatis_e/tif_e/org6_e.htm.

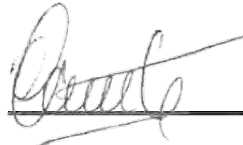
¹⁴ See 47 C.F.R. § 1.767(k)(4)..

¹⁵ See National Oceanic and Atmospheric Administration, Coastal Zone Management Program, Virginia's Listed Federal Actions, <http://coast.noaa.gov/czm/consistency/media/va.pdf>. .

CERTIFICATION

On behalf of TIWS USA, I certify that all of the information contained in this application and Appendix F is true and correct to the best of my knowledge and belief.

**Telefónica International Wholesale Services
USA, Inc.**



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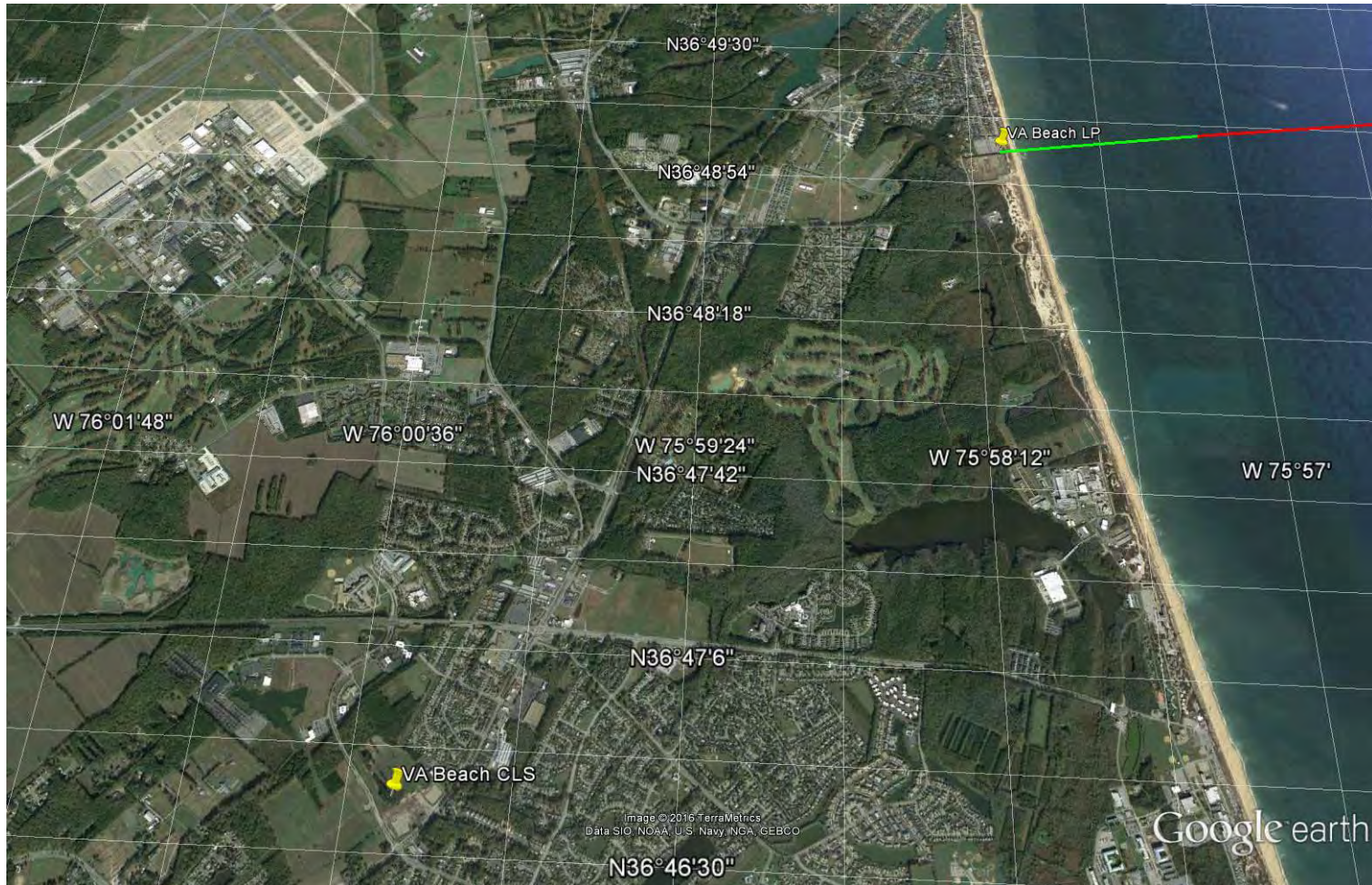
*Counsel for Telefónica International
Wholesale Services USA, Inc.*

25 May 2016

APPENDIX E:
MAREA ROUTE MAP



APPENDIX F:
VIRGINIA BEACH LANDING POINT INFORMATION



Beach manhole geographic coordinates: 36°49'02.45"N, 75°58'04.07"W
Cable station geographic coordinates: 36°46'39.23"N, 76° 00'26.02"W

APPENDIX G:
BILBAO LANDING POINT INFORMATION



Beach manhole geographic coordinates: 43°23'14.38"N, 2°59'47.02"W
Cable station geographic coordinates: 43°22'46.76"N, 2°58'59.87"W

CERTIFICATE OF SERVICE

I, Kent Bressie, hereby certify that consistent with 47 C.F.R. § 1.767(j), I have served copies of the foregoing application for a cable landing license for the MAREA submarine cable system, by hand delivery or electronic mail this 25th day of May, 2016, to the following:

Ambassador Daniel Sepulveda
U.S. Coordinator and Deputy Assistant Secretary of State
Int'l Communications & Information Policy
Bureau of Economic and Business Affairs
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