

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

| | | |
|------------------------------------|---|---------------------------------|
| In the Matter of |) | |
| |) | |
| GU HOLDINGS INC. |) | File No. SCL-LIC-20181008-00034 |
| |) | File No. SCL-MOD-2019_____ |
| Application for Modification |) | |
| of the Curie Cable Landing License |) | |

**APPLICATION FOR MODIFICATION OF THE
CURIE CABLE LANDING LICENSE
(STREAMLINED PROCESSING REQUESTED)**

GU Holdings Inc. (“GU Holdings”), pursuant to the Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34-39, Executive Order 10,530, and 47 C.F.R. § 1.767(e), requests modification of its cable landing license for the Curie submarine cable system, which currently connects Los Angeles, California, and Valparaiso, Chile.¹ Specifically, GU Holdings seeks to modify the cable landing license to include a new landing point in Panama City, Panama. GU Holdings proposes to build out an existing stubbed branch on the Curie system to connect that new landing point in Panama City (the “Panama Branch”).

GU Holdings will continue to operate the Curie system on a non-common-carrier basis, by using system capacity as an input for services offered by its affiliates or by providing bulk capacity to wholesale and enterprise customers on particularized terms and conditions pursuant to individualized negotiations.

¹ See FCC File No. SCL-LIC-20181008-00034.

Grant of the modification will serve the public interest, convenience, and necessity. The Panama Branch will provide significant new and replacement capacity on the U.S.-Panama route. It will also provide geographically diverse capacity. Most cables connecting Panama to the United States land on the East Coast of the United States (*e.g.*, Maya-1, ARCOS-1, and PCCS). The addition of the Panama Branch will make Curie only the second cable to directly connect Panama to the West Coast of the United States. The other such cable, the Pan-American Crossing (PAC), was constructed nearly 20 years ago. Additional, diverse capacity between the U.S. and Panama will strengthen the resilience of U.S.-Central America telecommunications.

GU Holdings respectfully requests streamlined processing of this application for modification. As described in Appendix A, this application qualifies for streamlined processing in accordance with the Commission's rules. GU Holdings intends to commence commercial operation of the Panama Branch in the third quarter of 2021.

I. COMPLIANCE WITH 47 C.F.R. § 1.767

A. Applicant Information: 47 C.F.R. § 1.767(a)(1)-(a)(3), (a)(8), (a)(9), (j), and (k)

Appendix A provides the information required by 47 C.F.R. § 1.767(a)(1)-(a)(3), (a)(8), (a)(9), (j), and (k).

B. Description of the Panama Branch: 47 C.F.R. § 1.767(a)(4)

GU Holdings seeks to establish an additional landing for the Curie System in Panama City, Panama. The Panama Branch will connect the landing in Panama City to a stubbed branch previously installed on the main (U.S.-Chile) trunk of the Curie system.² Appendix B provides a modified system route map. The Panama Branch will be approximately 1,073 kilometers in

² The stubbed branch, referred to as "Stubbed Branch B" in the application for the cable landing license at FCC File No.SCL-LIC-201810008-00034, is 10 kilometers in length and consists of four fiber pairs.

length and will consist of four fiber pairs. Each fiber pair will have a total design capacity of 18 Tb/s (for a total of 72 Tb/s for the Panama Branch as a whole).

C. Description of the Cable Landing Station: 47 C.F.R. § 1.767(a)(5)

Appendix C provides descriptions of the cable landing station in Panama City, Panama.

D. Regulatory Classification: 47 C.F.R. § 1.767(a)(6)

GU Holdings will continue to operate the system on a non-common carrier basis.

E. System Ownership: 47 C.F.R. § 1.767(a)(7)

GU Holdings’ affiliates will own and control the Panama Branch as shown in Table 1 below.

Table 1: Ownership and Control of Panama Branch

| GU Holdings Affiliate | Participation Interest | Voting Interest |
|--|-------------------------------|------------------------|
| Google Singapore Pte. Ltd. (“GSPL”) (portion in international waters) | 100% | 100% |
| Google Infraestructura de Panama S.A. (“GIP”) (portion in Panamanian waters) | 100% | 100% |

Because neither GSPL nor GIP will use the U.S. endpoint of the system, neither of these entities is required to be an applicant for the modified cable landing license.³

The cable landing station for the Panama Branch will be owned and controlled as shown in Table 2 below.

³ See 47 C.F.R. § 1.767(h)(2).

Table 2: Ownership and Control of Cable Landing Station

| Cable Landing Station | New or Existing Facility? | Ownership | Control |
|------------------------------|----------------------------------|------------------------|------------------------|
| Panama City, Panama | New | TI Sparkle Panama S.A. | TI Sparkle Panama S.A. |

II. CERTIFICATE OF SERVICE

As required by 47 C.F.R. § 1.767(j) for applicants requesting streamlined processing, GU Holdings has sent a complete copy of this application to the U.S. Departments of State, Commerce, and Defense. Counsel has certified such service in the certificate of service attached to this application.

III. CONCLUSION

For the reasons set forth above, the Commission should grant this application for a modification of the cable landing license pursuant to streamlined processing.

Respectfully submitted,

/s/ *Ulises R. Pin*

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Counsel for GU Holdings Inc.

Dated: December 23, 2019

LIST OF APPENDICES

APPENDIX A: GU Holdings Inc.

APPENDIX B: System Route Map

APPENDIX C: Panama City Landing

APPENDIX A

GU Holdings Inc.

GU Holdings Inc. (“GU Holdings,” FRN 0017777483), a Delaware corporation with its principal place of business in Mountain View, California, will—with its affiliates—hold 100 percent of the participation (*i.e.* economic) and voting interests in the Panama Branch, as described in part I.E. of the main narrative.

GU Holdings is an indirect, wholly-owned subsidiary of Google LLC (“Google”), whose innovative search technologies and other Internet applications connect millions of people around the world with information every day.

GU Holdings was granted an FCC cable landing license for the Curie system on September 20, 2019⁴ and seeks authority to modify that license to include the Panama Branch.

GU Holdings also holds FCC cable landing licenses for the Unity, Monet, FASTER, and Havfrue systems.⁵ GU Holdings is an applicant to the Commission for a cable landing license for the PLCN, Dunant, JGA South, and HK-G systems.⁶ Below, GU Holdings provides information required by 47 C.F.R. § 1.767(a)(1)-(a)(3), (a)(8), (a)(9), (j), and (k).

(1) Applicant’s Name, Address, and Telephone Number⁷

GU Holdings Inc.
1600 Amphitheatre Parkway
Mountain View, CA 94043
+1 650 253 0000

(2) Applicant’s Place of Incorporation⁸

GU Holdings is a Delaware corporation.

⁴ File No. SCL-LIC-2018-00034.

⁵ File Nos. SCL-LIC-20080516-00010 (Unity), SCL-LIC-20150408-00008 (Monet), SCL-LIC-20150626-00015 (FASTER), SCL-LIC-20180511-00010 (Havfrue).

⁶ File Nos. SCL-LIC-20170421-00012 (PLCN), SCL-LIC-20190410-00015 (Dunant), SCL-LIC-20190502-00016 (JGA South), and SCL-LIC-20191122-00037 (HK-G).

⁷ See 47 C.F.R. § 1.767(a)(1).

⁸ See *id.* § 1.767(a)(2).

(3) Contact Information⁹

Correspondence concerning the application should be sent to the following:

Stephanie Selmer
Corporate Counsel
Google LLC
25 Massachusetts Avenue NW, 9th Floor
Washington, DC 20001
+1 202 346 1404
selmer@google.com

With a copy to:

Ulises R. Pin
Brett P. Ferenchak
Morgan, Lewis & Bockius LLP
1111 Pennsylvania Avenue NW
Washington, DC 20004
(202) 373 6000
ulises.pin@morganlewis.com
brett.ferenchak@morganlewis.com

(4) Certification Regarding Ownership, Citizenship, Principal Business, and Interlocking Directorates¹⁰

GU Holdings certifies that it has the following 10-percent-or-greater direct or indirect interest holders as of April 22, 2019:

| | |
|---------------------|---|
| Name: | Google International LLC (“Google International”) |
| Address: | 1600 Amphitheatre Parkway, Mountain View, CA 94043 |
| Citizenship: | Delaware |
| Principal Business: | Holding company |
| Relationship: | Google International holds a 100-percent voting and equity interest in GU Holdings. |

⁹ See *id.* § 1.767(a)(3).

¹⁰ See *id.* §§ 1.767(a)(8)(i), 63.18(h).

Name: Google LLC
Address: 1600 Amphitheatre Parkway, Mountain View, CA 94043
Citizenship: Delaware
Principal Business: Technology search services and advertising
Relationship: Google LLC directly holds a 97-percent voting and equity interest in Google International.

Name: XXVI Holdings Inc. (“XXVI Holdings”)
Address: 1600 Amphitheatre Parkway, Mountain View, CA 94043
Citizenship: Delaware
Principal Business: Holding company
Relationship: XXVI Holdings holds a 100-percent voting and equity interest in Google LLC.

Name: Alphabet Inc. (“Alphabet”)
Address: 1600 Amphitheatre Parkway, Mountain View, CA 94043
Citizenship: Delaware
Principal Business: Holding company
Relationship: Alphabet holds more than 99 percent of the voting and equity interest in XXVI Holdings.

Name: Larry Page
Address: 1600 Amphitheatre Parkway, Mountain View, CA 94043
Citizenship: USA
Principal Business: Founder, member of the Board of Directors of Alphabet Inc.
Relationship: Mr. Page holds 42.9 percent of Alphabet’s Class B common stock, giving him a 26.1-percent voting interest in Alphabet.

Name: Sergey Brin
Address: 1600 Amphitheatre Parkway, Mountain View, CA 94043
Citizenship: USA
Principal Business: Founder, member of the Board of Directors of Alphabet Inc.
Relationship: Mr. Brin holds 41.3 percent of Alphabet’s Class B common stock, giving him a 25.2-percent voting interest in Alphabet.

Alphabet’s shares trade publicly on the Nasdaq Stock Market under the ticker symbols “GOOG” and “GOOGL.” As there is an active market in Alphabet’s shares, Alphabet’s share ownership is always fluid. Moreover, Alphabet 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 April 22, 2019, Alphabet has no 10-percent-or-greater direct or indirect shareholders other than Messrs. Page and Brin.

GU Holdings further certifies that no corporate officer or director of GU Holdings is also an officer or director of any foreign carrier.

(5) Certification Regarding the Anti-Drug Abuse Act of 1988¹¹

GU Holdings certifies that it is not subject to a denial of federal benefits under Section 5301 of the Anti-Drug Abuse Act of 1988, as amended.¹²

(6) Certification Regarding Foreign Carrier Status and Foreign Affiliations¹³

GU Holdings 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 affiliated with foreign carriers as noted in Table 1 below; and

Table 1: Affiliated Foreign Carriers¹⁴

| Entity | Country |
|------------------------------------|-----------|
| Google Cable Japan G.K. | Japan |
| Google Infraestrutura Brasil Ltda. | Brazil |
| Google Korea, LLC | Korea |
| Google Singapore Pte Ltd | Singapore |
| Infraco (Hong Kong) Limited | Hong Kong |

¹¹ See *id.* §§ 1.767(a)(8)(i), 63.18(o).

¹² 21 U.S.C. § 862(a). Pub. L. No. 100-690, title V, §5301, 102 Stat. 4310 (1988), 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, § 1002(d)(1), 104 Stat. 4827 (1990), and has been recodified as 21 U.S.C. § 862(a). 47 C.F.R. § 63.18(o) does not reflect this recodification.

¹³ See 47 C.F.R. § 1.767(a)(8)(ii).

¹⁴ GU Holdings is affiliated with Inversiones y Servicios Dataluna Limitada, which is currently applying for a telecommunications authorization in Chile.

| Entity | Country |
|---------------------------|---|
| Google Voice Ltd. | Denmark France Ireland Netherlands Spain Sweden Switzerland United Kingdom |
| Google Voice Canada Corp. | Canada |
| Google Voice Inc. | Japan |

(D) is affiliated with the entities owning or controlling cable landing stations in Table 2 below:

Table 2: Affiliated Entities Owning Cable Landing Stations

| Entity | CLS Location | Ownership |
|------------------------------------|-----------------------------------|---|
| Google Infraestrutura Brasil Ltda. | Santos, Brazil (Monet cable) | 100% ownership interest |
| Dapsi International ApS | Blaaberg, Denmark (Havfrue cable) | Non-controlling ownership interest of 25% |

Google Infraestrutura Brasil Ltda. and Dapsi International ApS are both indirect, wholly-owned subsidiaries of Google LLC.

(7) Certification Regarding Destination Countries¹⁵

GU Holdings certifies to the following: (A) GU Holdings is not a foreign carrier in Panama; (B) GU Holdings does not control a foreign carrier in Panama; (C) no entity owning more than 25 percent of GU Holdings or controlling it, controls a foreign carrier in Panama; and (D) no grouping of two or more foreign carriers in Panama (or parties that control foreign carriers in Panama) own, in aggregate, more than 25 percent of GU Holdings 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 system in the United States.

¹⁵ See *id.* § 1.767(a)(8)(iii).

(8) Certifications Regarding WTO Status and Affiliations with Foreign Carriers Having Market Power in Foreign Destination Markets¹⁶

No response is required.

(9) Certification Regarding Routine Conditions¹⁷

GU Holdings certifies that it accepts and will abide by the routine conditions specified in 47 C.F.R. § 1.767(g).

(10) Streamlining—Market Power¹⁸

GU Holdings requests streamlined processing pursuant to 47 C.F.R. § 1.767(k)(1). GU Holdings certifies that it is not a foreign carrier and is not affiliated with a foreign carrier in Panama.

(11) Streamlining—CZMA

Not applicable. This modification application does not involve any new landings in the United States.

¹⁶ *See id.* § 1.767(a)(8)(iv).

¹⁷ *See id.* § 1.767(a)(9).

¹⁸ *See id.* § 1.767(j), (k).

CERTIFICATION

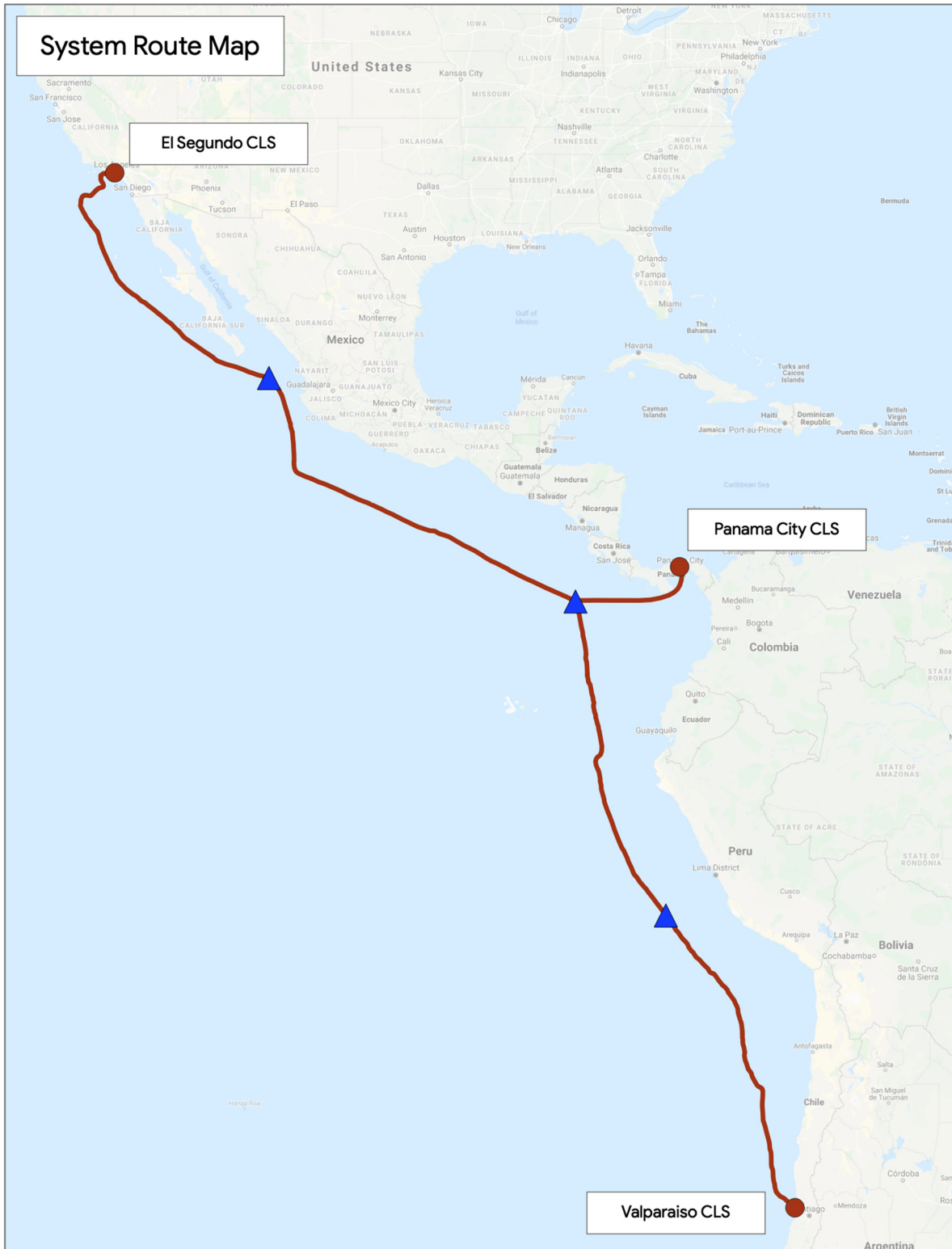
On behalf of GU Holdings, I certify that all of the information contained in this application and Appendix A is true and correct to the best of my knowledge and belief.



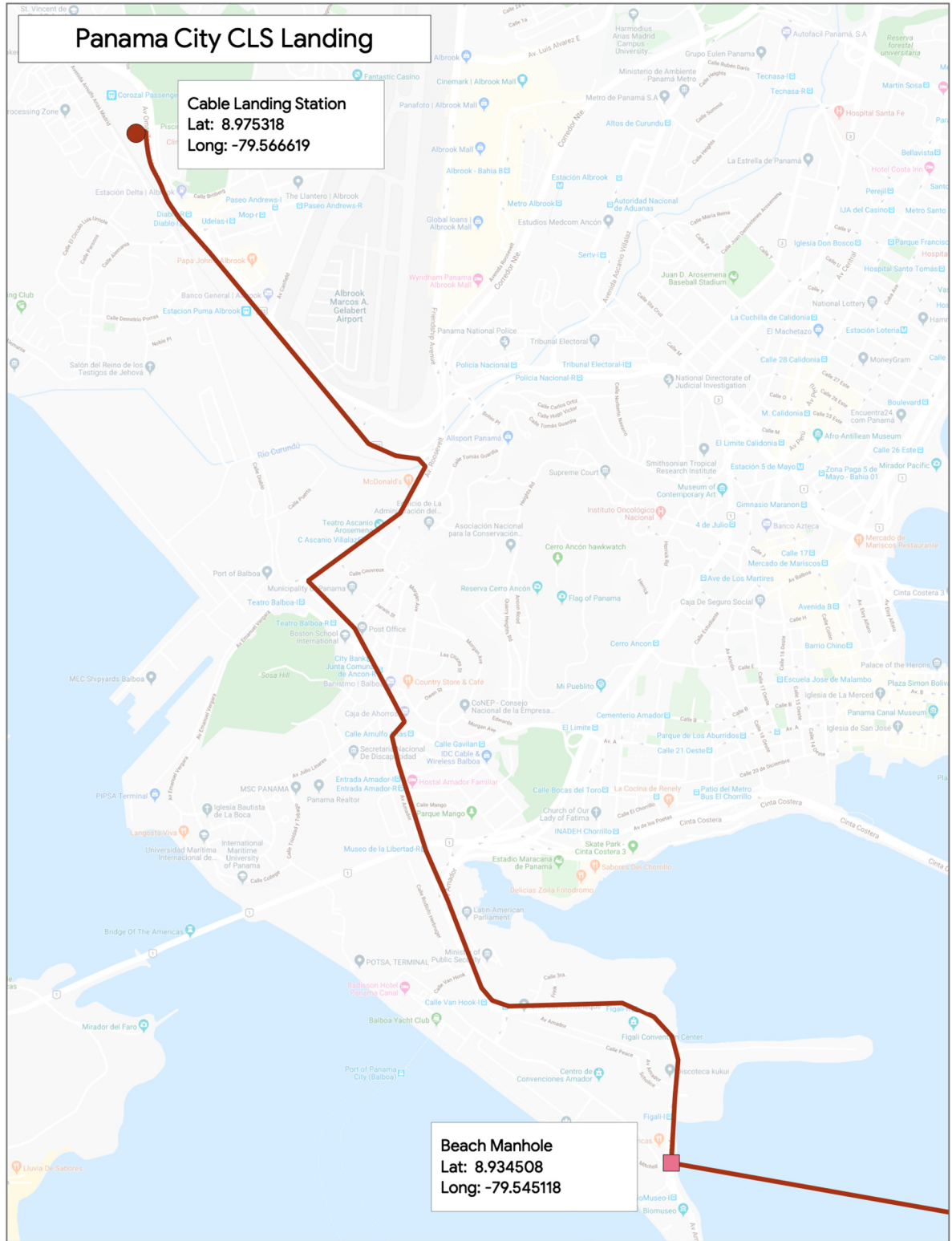
Austin Schlick
President, GU Holdings Inc.
25 Massachusetts Avenue NW, 9th Floor
Washington, DC 20001

Dated: December 23, 2019

APPENDIX B



APPENDIX C



CERTIFICATE OF SERVICE

The undersigned hereby certifies that the foregoing document was served this date upon the following:

Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554
(via first class U.S. mail, postage prepaid)

U.S. Coordinator
EB/CIP
U.S. Department of State
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Washington, D.C. 20520-5818
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/s/ Brett P. Ferenchak
Brett P. Ferenchak
December 23, 2019