

**Please Date Stamp & Return  
To Holland & Knight LLP**

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June 7, 2007

**FILED/ACCEPTED**

**JUN 21 2007**

Federal Communications Commission  
Office of the Secretary

VIA HAND DELIVERY

Marlene H. Dortch  
Office of the Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, SW  
Washington, DC 20054

Re: Notification of *Pro Forma* Transfer of Control of Global Caribbean Network, FCC  
File No. SCL-LIC-20050418-00010

Dear Ms. Dortch:

Pursuant to Sections 1.767(g)(7) and 63.24(d) of the Commission's rules, 47 C.F.R. §§ 1.767(g)(7) and 63.24(d), Global Caribbean Network ("GCN") (FRN 0013250907), which holds the above-captioned cable landing license, hereby notifies the Commission of a *pro forma* transfer of control pursuant to a corporate reorganization of its majority owner which occurred on March 2, 2007.<sup>1</sup> Specifically, on that date, Auto-Guadeloupe Investissement, S.A. d/b/a Loret Group ("AGI"), GCN's majority owner, transferred its 85% capital stock interest in GCN to Global Caribbean Fiber, S.A.S., a French company and a wholly-owned subsidiary of AGI.

This corporate reorganization did not affect the ultimate control or operational control of GCN and its cable landing license. Ehsan Emami, the President of GCN, is also the President of Global Caribbean Fiber, and GCN, AGI and Global Caribbean are all headquartered at the following address: As before, AGI remains the ultimate majority owner of GCN, and the company's management has not changed.

<sup>1</sup> In addition to its cable landing license, GCN holds authority, pursuant to Section 214 of the Communications Act, as amended, to construct and operate a fiber-optic submarine cable system on a common carrier basis between Puerto Rico and St. Barthélemy, and to provide global facilities-based and resold international services. File No. ITC-214-20050623-00237 and File No. ITC-214-20050621-00231. Due to an inadvertent administrative oversight, GCN neglected to notify the Commission of the corporate reorganization of AGI within thirty (30) days after it occurred, as required under Sections 1.767(g)(7) and 63.24(f)(2) of the Commission's rules. Upon discovery of this oversight, GCN instructed its counsel to rectify this error immediately. In view of the relatively short period of untimeliness, and the voluntary nature of the instant submission, GCN respectfully requests the Commission to waive the thirty day deadline set forth in Sections 1.767(g)(7) and 63.24(f)(2) of its rules to accept this late-filed notification.

Marlene H. Dortch

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Tour Secid, 8<sup>th</sup> Floor  
Place de la Renovation, 97110  
Pointe-à-Pitre, Guadeloupe  
France  
Phone: 590 590 57 10 00

In the attached certification, GCN certifies that the above-described transfer of control will be *pro forma* as defined by Section 63.24(d) of the Commission's rules and that, together with all previous *pro forma* transactions (of which there are none) the corporate reorganization described in this letter will not result in a change of the licensee's ultimate control.<sup>2</sup> As the GCN corporate structure has been reorganized without any substantial change in beneficial ownership, and because the license will continue to be held by GCN and ultimately controlled by AGI, the transaction qualifies as presumptively *pro forma* and does not require prior approval by the Commission.<sup>3</sup>

In the attached certification, GCN also certifies that no party to this notification is subject to a denial of federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.<sup>4</sup>

If you have any questions, please do not hesitate to contact the undersigned counsel directly.

Sincerely,



Eric Fishman

Counsel for Global Caribbean Network

Attachment

cc: George Li, International Bureau

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<sup>2</sup> See 47 C.F.R. § 1.767(g)(7), 63.24(d).

<sup>3</sup> See 47 C.F.R. § 1.768.

<sup>4</sup> See 47 C.F.R. §§ 1.767(a)(8), 1.2001-1.2003, and 63.18(o).

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cc: Ambassador David Gross  
U.S. Coordinator  
EB/CIP, U.S. Department of State  
2201 C Street, NW  
Washington, DC 20520-5818

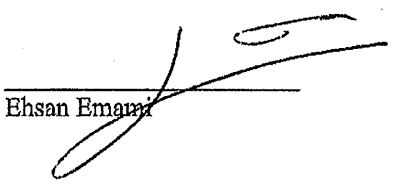
Kathy Smith  
Chief Counsel, NTIA  
U.S. Department of Commerce  
14<sup>th</sup> St. and Constitution Ave., NW  
Washington, DC 20230

Hillary Morgan  
Deputy General Counsel  
Defense Information Systems Agency  
Code RGC  
701 S. Courthouse Road  
Arlington, VA 22204

## CERTIFICATION

I, Ehsan Emami, President of Global Caribbean Network, do hereby certify that the transfer of control of GCN described in the attached letter of Eric Fishman will be *pro forma* as defined by Section 63.24(d) of the Commission's rules and that, together with all previous *pro forma* transactions (of which there are none) this transfer of control will not result in a change of the licensee's ultimate control. As the GCN corporate structure will be reorganized without any substantial change in beneficial ownership, and because the cable landing license will continue to be held by GCN, the transaction qualifies as presumptively *pro forma* and does not require prior approval by the Commission.

I further certify that no party to this notification is subject to a denial of federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

  
Ehsan Emami

June 7, 2007

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