



PACIFIC CROSSING®
an NTT Communications Company

February 18, 2010

VIA IBFS

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

Re: *PC Landing Corp.*, SCL-LIC-19980807-00010
Notification of Pro Forma Transfer of Control

Dear Ms. Dortch:

In accordance with 47 C.F.R. § 1.767(g)(7), PC Landing Corp. hereby notifies the Commission of a *pro forma* transfer of control pursuant to an internal reorganization, whereby all of the issued and outstanding shares of PC Landing Corp., the cable landing licensee of the Pacific Crossing cable system (“PC-1”), have been transferred from Pacific Crossing Limited (“PCL”) to NTT America, Inc., a wholly owned subsidiary of NTT Communications Corporation (“NTT Communications”).¹ The *pro forma* transfer of control was consummated on January 26, 2010, and PC Landing Corp. remains a wholly-owned, indirect subsidiary of NTT Communications.² An updated corporate structure chart showing PC Landing Corp.’s ownership structure before and after the *pro forma* transfer of control is attached hereto.

This will certify that the referenced transfer of control was *pro forma*, and together with all previous *pro forma* transactions (of which there have been none since the approved transfer of control to NTT Communications), does not result in a change of PC Landing Corp.’s ultimate control.

¹ See Public Notice, DA No. 02-3177 (Nov. 15, 2002)(modifying PC Landing Corp. Cable Landing License to add new *pro forma* notification condition).

² The transfer of control of PC Landing Corp. to NTT Communications was approved by the Commission on October 7, 2009. See Public Notice, DA No. 09-2174 (Oct. 7, 2009). Pursuant to the internal reorganization, the portions of PC-1 owned by Pacific Crossing Limited, which are in international waters, have been assigned to PC Landing Corp., and Pacific Crossing Limited is in the process of being liquidated.

Please contact the undersigned at 415-200-0332 or our counsel, Martin L. Stern at 202-661-3700, if you have any questions regarding the foregoing.

Respectfully submitted,

PC LANDING CORP.

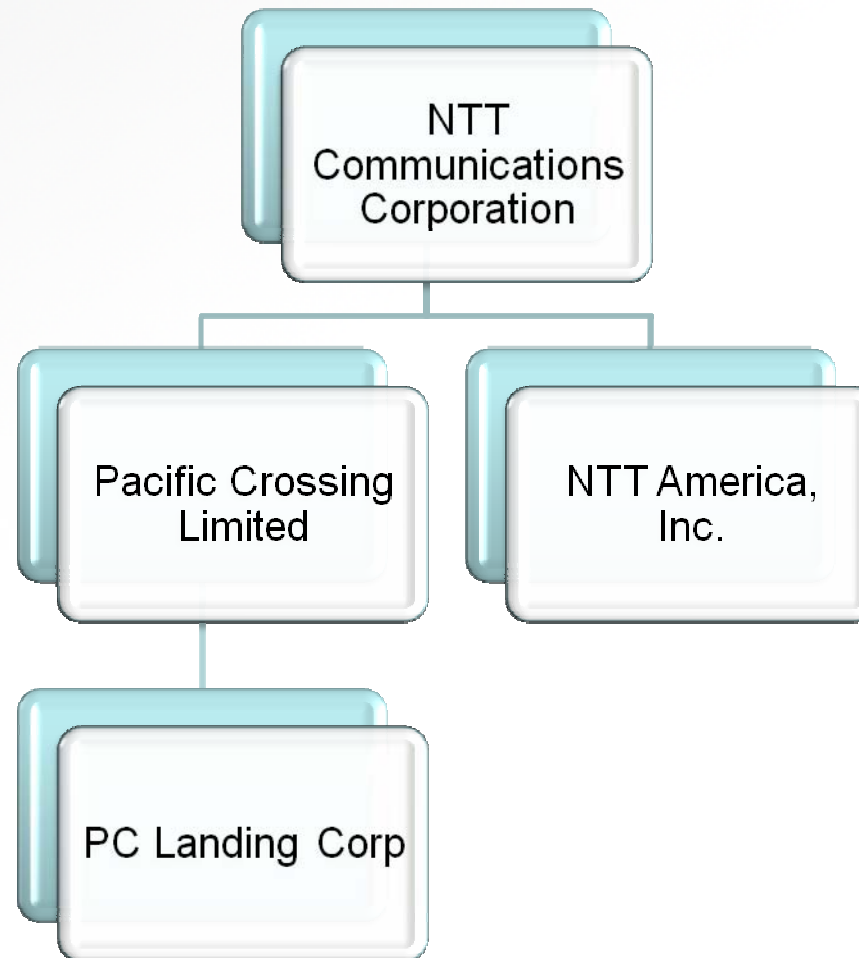


By: _____
Todd Rahimi
General Counsel

Attachment

cc: James L. Ball, Howard Griboff, David Krech, International Bureau/Policy Division

PC Landing Corp. in NTT Com *Pre-Internal Reorganization*



PC Landing Corp. in NTT Com *Post-Internal Reorganization*

