



PUBLIC NOTICE

Federal Communications Commission
445 12th St., S.W.
Washington, D.C. 20554

News Media Information 202 / 418-0500
Internet: <http://www.fcc.gov>
TTY: 1-888-835-5322

DA 12-1579
Released: October 3, 2012

**APPLICATIONS FILED FOR THE TRANSFER OF CONTROL
OF SUBSIDIARIES OF MCV GUAM HOLDING CORP.
TO DOCOMO GUAM HOLDINGS, INC.**

PLEADING CYCLE ESTABLISHED

WC Docket No. 12-265

Petitions/Comments Due: October 17, 2012
Reply Comments Due: October 24, 2012

MCV Guam Holding Corp. (MCVGH and together with its affiliates, MCV) and DOCOMO Guam Holdings, Inc. (DOCOMO Guam) (collectively, Applicants) filed a series of applications pursuant to sections 214 and 310(d) of the Communications Act of 1934, as amended (Communications Act),¹ and the Cable Landing License Act of 1921,² seeking approval for the transfer of control of the licenses and authorizations held by MCV to DOCOMO Guam.³

MCV, incorporated in Guam, provide cable television, competitive telecommunications services (through Guam Telecom LLC), and other services to business and residential customers in Guam. The companies' offerings are combined under the name MCV Broadband. MCV also resells wireless service as a non-facilities-based mobile virtual network operator in Guam to its customers that receive other services it provides. Applicants state that CNMI Telecom LLC, an affiliate of MCVGH, is authorized to provide competitive telecommunications services in the Commonwealth of the Northern Mariana Islands (CNMI) but does not currently provide any services. CNMI Cablevision LLC d/b/a Marianas Cablevision provides cable television service in the islands of Saipan, Tinian, and Rota. Guam Cable Group, Inc. holds certain rights in the China-US undersea cable that permit it to collocate equipment at the Tumon Bay and Tanguisson cable landing stations in Guam, and leasehold interests in fiber optic capacity linking

¹ 47 U.S.C. §§ 214, 310(d).

² 47 U.S.C. §§ 34-39.

³ Application of MCV Guam Holding Corp and DOCOMO Guam Holdings, Inc. to Transfer Control of Domestic Section 214 Authorizations, WC Docket No. 12-265 (filed Sept. 24, 2012); Applications of MCV Guam Holding Corp. and DOCOMO Guam Holdings, Inc. to Transfer Control of International Section 214 Authorizations, File Nos. ITC-T/C-20120921-00240, ITC-T/C-20120921-00241; ITC-T/C-20120921-00243 (filed Sept. 21, 2012); Application of DOCOMO Guam Holdings, Inc. to Transfer Control of Guam Cable Group, Inc.'s Interest in the China-U.S. Cable, SCL-T/C-20120924-00011 (filed Sept. 21, 2012); and Application of DOCOMO Guam Holdings, Inc. to Transfer Control of CARS Licensee CNMI Cablevision, LLC, CAR-20120927AA-09 (filed Sept. 21, 2012).

these cable landing stations. Guam Cable Group, Inc. makes these facilities available to other licensed carriers for resale and does not provide services to end users.

DOCOMO Guam, a Guam corporation, is a wholly owned subsidiary of NTT DOCOMO, INC. (DOCOMO), a Japanese corporation that provides facilities-based wireless services in Guam and the CNMI through its wholly owned subsidiary, DOCOMO PACIFIC, INC. Applicants state that NIPPON TELEGRAPH AND TELEPHONE CORPORATION (NTT), a Japanese corporation, has a 63.32 percent direct equity and 66.65 percent direct voting interest in DOCOMO. The Japan Ministry of Finance, a Japanese government entity, has a 32.59 percent direct voting and equity interest in NTT. Applicants further state that an affiliate of DOCOMO Guam, NTT DOCOMO USA, INC., holds an indirect minority interest in Keystone Wireless that provides wireless telecommunications services in Pennsylvania, and that it provides wireless telecommunications services through its facilities as DOCOMO USA Wireless in the U.S. mainland and Hawaii.

Pursuant to the terms of the proposed transaction, DOCOMO Guam will purchase all of the stock of MCVGH. Upon consummation, MCVGH and its subsidiaries will become wholly owned subsidiaries of DOCOMO Guam.

Applicants assert that the transaction is in the public interest and will allow DOCOMO to bring its telecommunications expertise, management resources, and financial stability to MCV's operations in Guam and the CNMI. They maintain that the proposed transaction will not result in competitive harm because MCV and DOCOMO Guam provide distinct services and that each of the services provided by MCV is subject to competition in Guam and the CNMI. Applicants state that there are currently four facilities-based wireless carriers in Guam and that MCV's primary competitor is the incumbent local exchange carrier (LEC) in Guam, which provides cable television, high speed data, Voice over Internet Protocol, and wireless services. In CNMI, Applicants state that MCV faces competition for high speed data services from the incumbent LEC.

DOCOMO Guam is a party to the Agreement between Guam Cellular and Paging, Inc. and DOCOMO Guam Holdings, Inc. on the one hand, and the Federal Bureau of Investigation, the U.S. Department of Justice, and the U.S. Department of Homeland Security on the other.⁴ DOCOMO Guam affirms that the commitments and undertakings in the Agreement will continue to be binding after the proposed transfer of control. In addition, DOCOMO Guam agrees to accept as a condition to grant of the proposed transfer of control that the terms and conditions of the Agreement apply to the additional facilities and licenses proposed to be transferred to DOCOMO Guam.

SECTION 214 AUTHORIZATIONS

A. International

The Applicants seek consent to the transfer of control of international section 214 authorizations from MCVGH to DOCOMO Guam.⁵ The applications have been assigned the file numbers listed below.

⁴ See *Applications of Guam Cellular and Paging, Inc. and DoCoMo Guam Holdings, Inc. for Consent to Transfer Control of Licenses and Authorizations*, WT Docket No. 06-96, Memorandum Opinion and Order and Declaratory Ruling, 21 FCC Rcd 13580, 13169 (Appendix) (2006).

⁵ DOCOMO Guam is classified as a dominant carrier on the U.S.-Japan route pursuant to section 63.10 of the Commission's rules, 47 C.F.R. § 63.10, and agrees to comply with the dominant carrier safeguards in section 63.10(c) in the provision of international service between the United States and Japan.

| <u>File Number</u> | <u>Authorization Holder</u> | <u>Authorization Number</u> |
|------------------------|-----------------------------|-----------------------------|
| ITC-T/C-20120921-00240 | CNMI Telecom, LLC | ITC-214-20050825-00347 |
| ITC-T/C-20120921-00241 | Guam Cable Group Inc. | ITC-214-19910624-00006 |
| | | ITC-214-20030404-00169 |
| | | ITC-214-19960730-00354 |
| | | ITC-214-19950613-00022 |
| | | ITC-214-19921211-00121 |
| ITC-T/C-20120921-00243 | Guam Telecom, LLC | ITC-214-20050825-00349 |

B. Domestic

Applicants filed an application to transfer control of domestic section 214 authority in connection with the proposed transaction. They seek streamlined treatment for this application under sections 63.03(b)(1)(ii) or 63.03(b)(2)(i) of the Commission’s rules.⁶ In light of the multiple applications pending before the Commission with respect to this transaction and the public interest review associated with them, the domestic transfer of control application is not subject to streamlined treatment.

CABLE LANDING LICENSE APPLICATION

The application for consent to the transfer of control of a cable landing license held by Guam Cable Group, Inc. has been assigned the file number listed below.

| <u>File Number</u> | <u>Authorization Holder</u> | <u>Authorization Numbers</u> |
|------------------------|-----------------------------|------------------------------|
| SCL-T/C-20120924-00011 | Guam Cable Group, Inc. | SCL-LIC-19980309-00005 |

SECTION 310(d) AUTHORIZATIONS

| <u>File Number</u> | <u>Authorization Holder</u> | <u>Call Sign</u> |
|--------------------|-----------------------------|------------------|
| CAR-20120927AA-09 | CNMI Cablevision, LLC | WLY-826 |

GENERAL INFORMATION

The applications referenced herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission’s rules and policies. Interested parties may file comments **on or before October 17, 2012**, and reply comments **on or before October 24, 2012**.

Pursuant to sections 1.415 and 1.419 of the Commission’s rules, 47 CFR §§ 1.415, 1.419, interested parties may file comments and reply comments on or before the dates indicated on the first page of this document. Comments may be filed using the Commission’s Electronic Comment Filing System (ECFS). *See Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

- Electronic Filers: Comments may be filed electronically using the Internet by accessing the ECFS: <http://fjallfoss.fcc.gov/ecfs2/>.

⁶ 47 C.F.R. §§ 63.03(b)(1)(ii), 63.03(b)(2)(i).

- Paper Filers: Parties who choose to file by paper must file an original and one copy of each filing. If more than one docket or rulemaking number appears in the caption of this proceeding, filers must submit two additional copies for each additional docket or rulemaking number.

Filings can be sent by hand or messenger delivery, by commercial overnight courier, or by first-class or overnight U.S. Postal Service mail. All filings must be addressed to the Commission's Secretary, Office of the Secretary, Federal Communications Commission.

- All hand-delivered or messenger-delivered paper filings for the Commission's Secretary must be delivered to FCC Headquarters at 445 12th St., SW, Room TW-A325, Washington, DC 20554. The filing hours are 8:00 a.m. to 7:00 p.m. All hand deliveries must be held together with rubber bands or fasteners. Any envelopes and boxes must be disposed of before entering the building.
- Commercial overnight mail (other than U.S. Postal Service Express Mail and Priority Mail) must be sent to 9300 East Hampton Drive, Capitol Heights, MD 20743.
- U.S. Postal Service first-class, Express, and Priority mail must be addressed to 445 12th Street, SW, Washington DC 20554.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to fcc504@fcc.gov or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 202-418-0432 (tty).

In addition, provide one copy of each pleading to each of the following:

- 1) The Commission's duplicating contractor, Best Copy and Printing, Inc., fcc@bcpiweb.com; phone: (202) 488-5300; facsimile: (202) 488-5563;
- 2) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, tracey.wilson@fcc.gov or (202) 418-1413 (facsimile);
- 3) Jodie May, Competition Policy Division, Wireline Competition Bureau, jodie.may@fcc.gov or (202) 418-1413 (facsimile);
- 4) David Krech, Policy Division, International Bureau, david.krech@fcc.gov or (202) 418-2824 (facsimile);
- 5) Wayne McKee, Engineering Division, Media Bureau, wayne.mckee@fcc.gov or (202) 418-1189 (facsimile);
- 6) Jim Bird, Office of General Counsel, jim.bird@fcc.gov or (202) 418-1234 (facsimile).

The proceeding in this Notice shall be treated as a "permit-but-disclose" proceeding in accordance with the Commission's *ex parte* rules.⁷ Persons making *ex parte* presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral *ex parte* presentations are reminded that memoranda summarizing the presentation

⁷ 47 C.F.R. §§ 1.1200 *et seq.*

must (1) list all persons attending or otherwise participating in the meeting at which the *ex parte* presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter's written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during *ex parte* meetings are deemed to be written *ex parte* presentations and must be filed consistent with rule 1.1206(b), 47 C.F.R. § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission's *ex parte* rules.

For further information, please contact Jodie May, Wireline Competition Bureau, (202) 418-0913; David Krech, International Bureau, (202) 418-7443; Wayne McKee, Media Bureau, (202) 418-2355.

- FCC -