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ATTORNEYS AT LAW

2 December 2013

**BY ELECTRONIC FILING**

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

*RE: Notification of Pro Forma Transfer of Control of Cable Landing License, FCC  
File No. FCC File No. SCL-LIC-19980429-00019*

Pursuant to 47 C.F.R. § 1.767(g)(7), Global Crossing Americas Solutions, Inc. (“GCAS,” FRN 0003755709), hereby notifies the Commission of a *pro forma* transfer of control of a joint interest in the above-referenced cable landing license for the Americas-II submarine cable system.<sup>1</sup>

GCAS is a wholly-owned, indirect subsidiary of Level 3 Communications, Inc. (“Level 3 Parent”), as it has been since Level 3 Parent acquired Global Crossing Limited in 2011 following Commission review and consent.<sup>2</sup> Subsequent to that acquisition, Level 3 Parent undertook an internal reorganization process involving indirect parent entities of GCAS in order to simplify the ownership structure of Level 3 Parent’s holding and operating companies and to discharge the debt of Global Crossing Limited. This reorganization included the following steps:

- (1) Level 3 Parent contributed all of the issued and outstanding shares of Level 3 GCL to Level 3 Financing, in a transaction consummated on October 4, 2011, and
- (2) Level 3 Financing caused the merger of Global Crossing Holdings Limited into Level 3 GCL, with Level 3 GCL surviving, in a transaction consummated on December 31, 2012.

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<sup>1</sup> See *AT&T Corp. et al.*, Memorandum Opinion, Order and Authorization, FCC File No. SCLLIC-19980429-00019 (old FCC File Nos. SCL-98-003 and SCL-98-003A), 13 FCC Rcd. 22,541 (Int’l Bur. 1998) (granting joint interest in cable landing license to Impsat USA, Inc.); *Actions Taken Under Cable Landing License Act*, Public Notice, 22 FCC Rcd. 2254 (2006) (consenting to transfer of control of Impsat USA, Inc., from Impsat Fiber Networks, Inc., to GCL).

<sup>2</sup> *Applications filed by Global Crossing Limited and Level 3 Communications, Inc. for Consent to Transfer Control*, Memorandum Opinion and Order and Declaratory Ruling, 26 FCC Rcd. 14,056 (Int’l, Wireless Tel., and Wireline Comp. Burs. 2011).

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In Exhibit A, GCAS details its pre-consummation ownership structure. In Exhibit B, GCAS details its post-consummation ownership structure.

Before and after the execution of each of these steps (collectively, the “*Pro Forma Transactions*”), GCAS’s joint interest in the Americas-II cable landing license remained under the indirect ownership and control of Level 3 Parent.

GCAS’s contact information is as follows:

GLOBAL CROSSING AMERICAS SOLUTIONS, INC.  
701 Waterford Way, Suite 390  
Miami, Florida 33126  
+1 305 808 5934 tel

GCAS is a Delaware corporation engaged in the business of telecommunications. GCAS has the following 10-percent-or-greater direct or indirect shareholders:

**Impsat Fiber Networks, Inc.**

*Address:* Elvira Rawson de Dellepiane, 150 Piso 8, C1107 BCA, Buenos Aires, Argentina  
*Citizenship:* Delaware  
*Principal Business:* holding company  
*Relationship:* owns 100 percent of GCAS

**GC Impsat Holdings II Ltd.**

*Address:* 10 Fleet Place, 7th Floor, London EC4M 7RB, England  
*Citizenship:* United Kingdom  
*Principal Business:* holding company  
*Relationship:* owns 100 percent of Impsat Fiber Networks, Inc.

**GC Impsat Holdings I Ltd.**

*Address:* 10 Fleet Place, 7th Floor, London EC4M 7RB, England  
*Citizenship:* United Kingdom  
*Principal Business:* holding company  
*Relationship:* owns 100 percent of GC Impsat Holdings II Ltd.

**Level 3 Communications (IMPSAT) Nederland B.V. (f/k/a GC Impsat Holdings Nederland B.V.)**

*Address:* 10 Fleet Place, 7th Floor, London EC4M 7RB, England  
*Citizenship:* Netherlands  
*Principal Business:* holding company  
*Relationship:* owns 100 percent of GC Impsat Holdings I Ltd.

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**Level 3 GC Limited (“Level 3 GCL”)**

*Address:* Wessex House, 45 Reid Street, Hamilton HM12, Bermuda  
*Citizenship:* Bermuda  
*Principal Business:* holding company  
*Relationship:* owns 100 percent of Level 3 Communications (IMPSAT) Nederland B.V.

**Level 3 Financing, Inc. (“Level 3 Financing”)**

*Address:* 1025 Eldorado Blvd., Broomfield, Colorado 80021  
*Citizenship:* Delaware, USA  
*Principal Business:* holding company  
*Relationship:* owns 100 percent of Level 3 GCL

**Level 3 Communications, Inc. (“Level 3 Parent”)**

*Address:* 1025 Eldorado Blvd., Broomfield, Colorado 80021  
*Citizenship:* Delaware, USA  
*Principal Business:* telecommunications  
*Relationship:* owns 100 percent of Level 3 Financing, Inc.

**Southeastern Asset Management, Inc. (“SAM”)**

*Address:* 6410 Poplar Avenue, Suite 900, Memphis, Tennessee 38119  
*Citizenship:* Tennessee, USA  
*Principal Business:* investment advisory services  
*Relationship/Interest:* SAM holds sole or shared voting rights for 21.94 percent of outstanding shares of Level 3 Parent that are otherwise owned by other entities for whom SAM acts as an investment advisor. None of SAM’s owners holds a ten-percent-or-greater direct or indirect interest in Level 3 Parent.

**STT Crossing Ltd (“STT Crossing”)**

*Address:* 10 Frere Felix de Valois Street, Port Louis, Mauritius  
*Citizenship:* Mauritius  
*Principal Business:* holding company  
*Relationship:* owns approximately 24.926 percent of Level 3 Parent

**STT Communications Ltd (“STT Communications”)**

*Address:* 51 Cuppage Road #09-01, StarHub Centre, Singapore 229469  
*Citizenship:* Singapore  
*Principal Business:* information communications  
*Relationship:* owns 100 percent of STT Crossing

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**Singapore Technologies Telemedia Pte Ltd (“ST Telemedia”)**

*Address:* 51 Cuppage Road #09-01, StarHub Centre, Singapore 229469

*Citizenship:* Singapore

*Principal Business:* investment holding company

*Relationship:* owns 100 percent of STT Communications

**Temasek Holdings (Private) Limited (“Temasek”)**

*Address:* 60B Orchard Road #06-18, The Atrium@Orchard, Singapore 238891

*Citizenship:* Singapore

*Principal Business:* investment holding company

*Relationship:* owns 100 percent of ST Telemedia

Temasek is wholly owned by the Government of Singapore through the Minister for Finance.

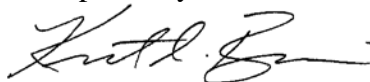
By the attached certification, GCAS certifies that the transfer of control effected by the *Pro Forma* Transactions was *pro forma*, as defined in 47 C.F.R. § 63.24, and that taken together with all the previous *pro forma* transactions, did not result in a substantive assignment or transfer of control. Pursuant to Section 1.767(j), 47 C.F.R. § 1.767(j), a copy of this notification has been served on the Executive Branch agencies, as noted in the attached certificate of service.

GCAS regrets that this notification was not made within 30 days of consummation of the *Pro Forma* Transactions but submits that no public-interest harms have result from the delay in filing this notification.

\* \* \* \* \*

Please contact me by telephone at +1 202 730 1337 or by e-mail at [kbressie@wiltshiregrannis.com](mailto:kbressie@wiltshiregrannis.com) with any questions regarding this notification.

Respectfully submitted,



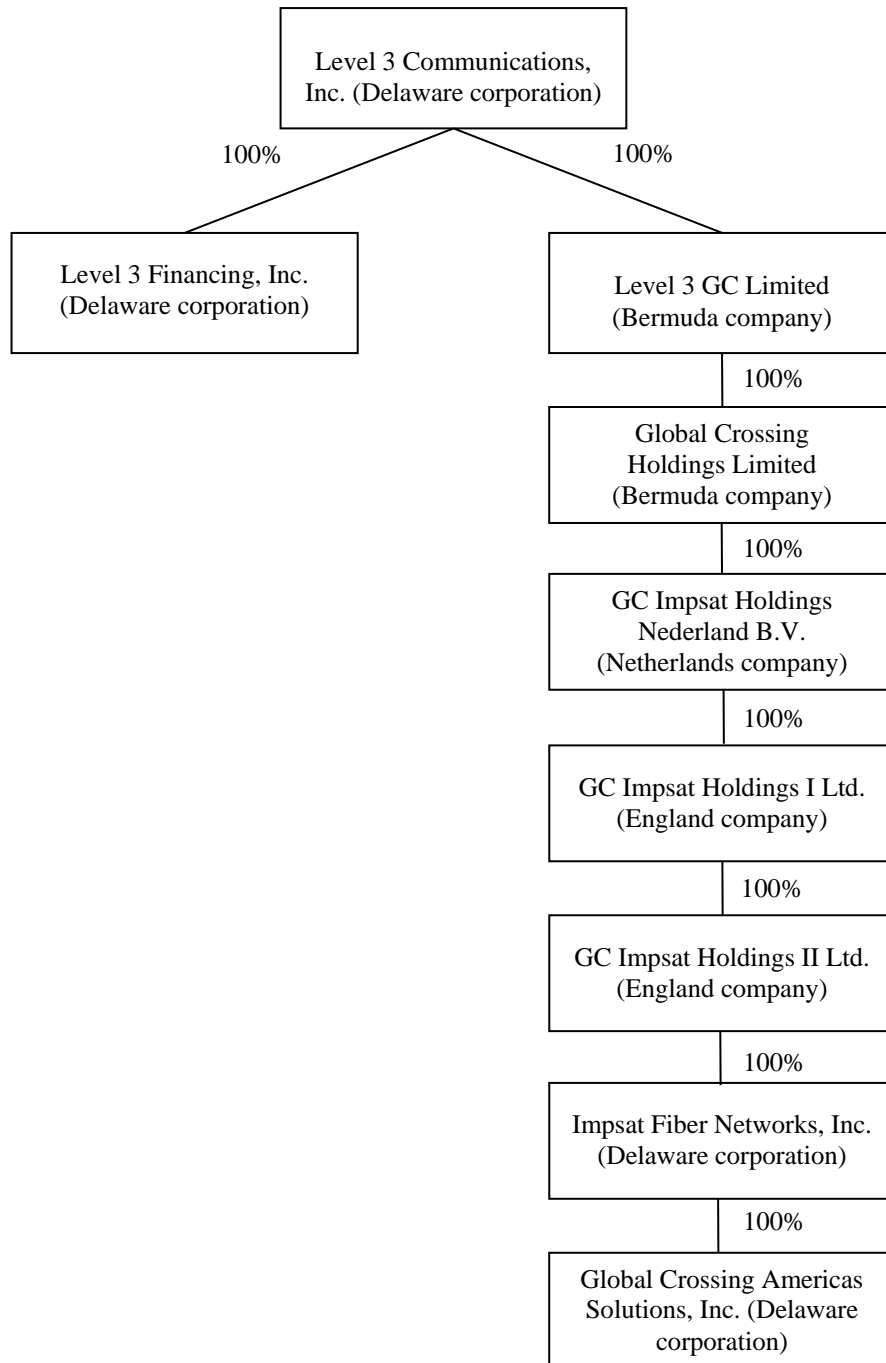
Kent D. Bressie

*Counsel for*  
*Global Crossing Americas Solutions, Inc.*

Attachments

**Exhibit A:**

**Direct and Indirect Parents of Global Crossing Americas Solutions, Inc., Prior to  
Consummation of the *Pro Forma* Transactions**



## Exhibit B:

### Direct and Indirect Parents of Global Crossing Americas Solutions, Inc., Following Consummation of the *Pro Forma* Transactions



\* GC Impsat Holdings Nederland B.V.'s name was changed to Level 3 Communications (IMPSAT) Nederland B.V. following Level 3 Communications, Inc.'s acquisition of Global Crossing Limited.

## CERTIFICATION

I, Michael J. Mooney, Vice President of Global Crossing Americas Solutions, Inc., hereby certify to the following:

- (1) All of the information contained in the attached notification letter is true and accurate to the best of my knowledge;
- (2) The transfer of control effected by the *Pro Forma* Transactions, as defined in the notification letter, was *pro forma*, as defined in 47 C.F.R. § 63.24, and that taken together with all the previous *pro forma* transactions, did not result in a change in the ultimate control of GCAS's joint interest the cable landing license for the Americas-II submarine cable system; and
- (3) No party to this notification is subject to a denial of federal benefits, including FCC benefits, pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

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Michael J. Mooney

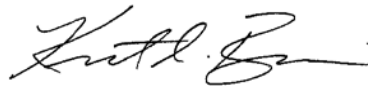
## CERTIFICATE OF SERVICE

I, Kent D. Bressie, hereby certify that consistent with Section 1.767(j) of the Commission's rules, 47 C.F.R. § 1.767(j), I have served by overnight or electronic delivery on December 2, 2013, a copy of the foregoing notification of *pro forma* transfer of control of a cable landing license on the following:

Ambassador Daniel Sepulveda  
U.S. Coordinator  
Int'l Communications & Information Policy  
Bureau of Economic and Business Affairs  
U.S. DEPARTMENT OF STATE  
EB/CIP: Room 4826  
2201 C Street, N.W.  
Washington, D.C. 20520-5818

Kathy Smith  
Chief Counsel  
U.S. DEPARTMENT OF COMMERCE/NTIA  
14th Street and Constitution Avenue, N.W.  
Room 4713  
Washington, D.C. 20230

Robert S. Gorman  
General Counsel  
DEFENSE INFORMATION SYSTEMS AGENCY  
Room C4A24L  
6910 Cooper Avenue,  
Fort Meade, Maryland 20755



Kent D. Bressie