

**Before the
Federal Communications Commission
Washington, D.C. 20554**

In the Matter of)	
)	
Cable & Wireless Network Services Limited)	
<i>Licensee,</i>)	File No. SCL-T/C-2015 _____
)	
Cable & Wireless Communications plc)	
<i>Transferor,</i>)	
)	
and)	
)	
Liberty Global plc)	
<i>Transferee</i>)	
)	
Application for Transfer of Control of)	
Cable Landing License)	

**JOINT APPLICATION FOR TRANSFER OF CONTROL OF
CABLE LANDING LICENSE**

Cable & Wireless Communications plc¹ (“C&W” or “Transferor”) and Liberty Global plc² (“Liberty Global” or “Transferee”) (together, the “Applicants”), pursuant to the Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§34-39 (1994), Executive Order No. 10530, Exec. Ord. No. 10530 *reprinted as amended* in 3 U.S.C.

¹ Through its subsidiaries, C&W provides a range of telecommunications services primarily to customers in the Caribbean and Latin America. These services include mobile and fixed-line voice telephony, data services and connectivity and managed services to businesses and governments. C&W has operations in Panama and 14 Caribbean countries including Jamaica, The Bahamas, Barbados and the Cayman Islands.

² Liberty Global is an international provider of video, broadband internet, fixed-line telephony and mobile services with operations in 14 countries. Through its subsidiaries Virgin Media Inc., Unitymedia KabelBW GmbH and Telenet Group Holding N.V., Liberty Global provides video, broadband internet, fixed-line telephony and mobile services in the United Kingdom, Germany and Belgium, respectively. In the Netherlands, Liberty Global provides video, broadband internet, fixed-line telephony and mobile services through its subsidiaries Ziggo Holding B.V. and UPC Nederland B.V. Liberty Global also provides video, broadband internet and fixed-line telephony services in eight other European countries and mobile services in four other European countries. In Latin America, subsidiaries of Liberty Global provide video, broadband internet, fixed-line telephony and mobile services in Chile and video and broadband communications services in Puerto Rico.

§301, and Section 1.767 of the Rules of the Federal Communications Commission (“Commission”), 47 C.F.R. §1.767, request approval for the transfer of control of C&W’s indirect subsidiary, Cable and Wireless Network Services Limited (“CWNS”), from C&W to Liberty Global pursuant to a transaction described below.

CWNS is authorized by the Commission to operate the Gemini-Bermuda Cable System under File No. SCL-LIC-20070925-00017. As set forth in more detail below, on November 16, 2015, Liberty Global and C&W jointly announced a recommended offer pursuant to which Liberty Global would acquire 100 percent of the issued and to be issued shares of C&W (the “Transaction”).

I. THE APPLICANTS

A. Cable and Wireless Networks Services Limited (Licensee)

FRN: 0019066588

CWNS is incorporated under the laws of Bermuda and holds the license to operate the Gemini-Bermuda Cable System. CWNS is an indirect, wholly-owned subsidiary of C&W.

B. Cable & Wireless Communications plc (Transferor)

FRN: 0025086331

C&W is a publicly-listed company incorporated under the laws of England and Wales, and its shares are listed on the London Stock Exchange. C&W indirectly, wholly owns CWNS.

C. Liberty Global plc (Transferee)

FRN: 0025075649

Liberty Global is a publicly-listed company incorporated under the laws of England and Wales. Liberty Global’s shares are divided into two tracking stock groups: (1) Liberty Global

Group, which trades on the NASDAQ Global Select Market; and (2) Liberty Latin America and Caribbean Group, which trades on the NASDAQ Global Select Market and the OTC link.

II. THE PROPOSED TRANSACTION

On November 16, 2015, Liberty Global and C&W jointly announced a recommended offer pursuant to which Liberty Global would acquire 100 percent of the issued and to be issued shares of C&W. Liberty Global and C&W expect that the Transaction will take place in a two-step process.

In the first step, the submarine cable landing license held by CWNS and the international Section 214 authorization held by another C&W subsidiary, Cable & Wireless Communications, Inc., and associated U.S.-regulated assets and business, will be transferred to a newly-incorporated company, CWC New Cayman Limited (“CWC New Cayman”). CWC New Cayman will be transferred to a newly-incorporated holding company, CWC New Cayman Holdco Limited (“CWC New Cayman Holdco”). Because CWC New Cayman Holdco will be owned by shareholders holding a majority of the shares of C&W, the first stage of the Transaction will be *pro forma* in nature.³ Following completion of this anticipated first step⁴, Applicants will notify the Commission of the *pro forma* assignment of the assets and license of CWNS to CWC New Cayman and will file a minor amendment to this Application to identify

³ Following completion of the first step, the shareholders of CWC New Cayman Holdco will hold over 50 percent of the shares of C&W. Thus, after the first step of the Transaction, C&W majority holders will retain *de jure* control of CWC New Cayman. Moreover, C&W’s controlling shareholders would continue to have *de facto* control of CWC New Cayman. There would be no actual change of control of CWNS or CWC New Cayman in the first step of the Transaction, and that step would be entirely *pro forma* under the Commission Rules.

⁴ CWC New Cayman will enter into a Management Agreement with affiliates of C&W to provide day-to-day management services for the benefit of CWC New Cayman. CWC New Cayman will, however, retain ultimate authority and control over all regulated aspects of the U.S. business, including having appropriate staff in place to oversee and supervise the provision of management services by the relevant C&W entities.

CWC New Cayman as the licensee and CWC New Cayman Holdco as the transferor in the second step of the Transaction.

After Commission approval of this Application and related transfer of control applications filed with the Commission, indirect ownership and control of CWC New Cayman and other C&W licensee subsidiaries will be transferred to Liberty Global.

III. PUBLIC INTEREST CONSIDERATIONS

Applicants respectfully submit that the proposed Transaction will serve the public interest, convenience and necessity. The combination of C&W's Caribbean and Latin American operations with Liberty Global's operations in Chile and Puerto Rico will facilitate the creation of a leading video, broadband, mobile and business-to-business service provider across the Latin American and Caribbean region. Liberty Global and C&W also expect that the Transaction will benefit United States customers of CWNS and C&W's other licensee subsidiaries. Following completion of the Transaction, the combined Liberty Global and C&W Group expect to utilize their product knowledge and customer service expertise to offer innovative video products with superior broadband speeds and connectivity.

Further, Applicants expect that the Transaction will foster efficiencies that will facilitate continued investment in networks, products and services that will benefit consumers and business customers. The Transaction will enable C&W to benefit from Liberty Global's product offerings and its scale through the sharing of Liberty Global's technology, innovation, best practices and financial benefits. The submarine cable landing license held by CWNS, and the FCC authorizations held by C&W's other licensee subsidiaries, facilitate the provision of telecommunications services to customers in the U.S. Applicants expect that the U.S. customers

of CWNS and C&W's other licensee subsidiaries will experience network, product and service enhancements developed by the combined company as a result of the Transaction.

The Transaction will be seamless to consumers and will not adversely affect CWNS' customers (or the other C&W subsidiaries' customers) in the United States or in the broader Caribbean and Latin American region. Applicants anticipate that, immediately following completion of the transaction, CWNS will continue to provide high-quality services to its customers under existing contracts without interruption, change in rates, or other changes in terms and conditions. As noted above, existing customers likely will benefit from the enhanced product and service innovations developed by the combined company.

The Commission's public interest analysis of proposed transactions requires the Commission to balance the potential harms posed by a transaction with the potential benefits. Under the Commission's "sliding scale approach" to evaluating benefit claims, "where potential harms appear both substantial and likely...the demonstration of claimed benefits must reveal a higher degree of magnitude and likelihood...."⁵ However, "where potential harms appear less likely and less substantial, the Commission will accept a lesser showing."⁶ In contrast to the expected benefits to the CWNS and C&W customers in the United States and to customers in the wider Caribbean and Latin American region discussed above, the Transaction poses no competitive harm. No Liberty Global subsidiary holds submarine cable landing licenses or

⁵ See *Applications of Cable & Wireless Communications plc and Columbus New Cayman Limited for Transfer of Control of Cable Landing Licenses and Section 214 Authorizations*, Memorandum Opinion and Order, DA 15-307 (I.B. rel. Nov. 13, 2015), at ¶32 (citations omitted) ("*Columbus Approval Order*").

⁶ *Id.*

provides the wholesale telecommunications services in the United States offered by the other C&W subsidiaries.⁷

In sum, the proposed Transaction will improve and expand the Applicants' service offerings across a broad range of services to consumers, without adversely affecting existing customers, and will enhance competition in an already competitive market.⁸ The Transaction therefore serves the public interest.

IV. INFORMATION REQUIRED BY SECTION 1.767 OF COMMISSION'S RULES

Applicants provide the following information in support of this Application as required by 47 C.F.R. §1.767:

(1) Name, address and telephone number of Applicants:

Licensee: Cable and Wireless Networks Services Limited
9th Floor Cumberland House
1 Victoria Street
Hamilton HM11
Bermuda
Telephone: (540) 246-0495

Transferor: Cable & Wireless Communications plc
2nd Floor
62-65 Chandos Place
London, United Kingdom
WC2N 4HG
Telephone: +44(0) 207 315 4000
Fax: +44(0) 207 315 5211

⁷ Liberty Cablevision of Puerto Rico LLC, an indirect, majority-owned subsidiary of Liberty Global, provides video and broadband communications services to customers in Puerto Rico, which services do not overlap those provided by CWNS or other C&W licensees.

⁸ See *Columbus Approval Order* for a discussion about the competitive nature of the submarine cable capacity market in the Caribbean and Latin America.

Transferee: Liberty Global plc
Griffin House
161 Hammersmith Road
London, United Kingdom
W6 8BS
Telephone: +44(0) 208 483-6449

(2) Place of Formation:

Licensee: CWNS is organized under the laws of Bermuda.

Transferor: C&W is organized under the laws of England and Wales.

Transferee: Liberty Global is organized under the laws of England and Wales.

(3) Correspondence concerning this Application should be sent to :

For Licensee and Transferor: Belinda Bradberry, Esquire
General Counsel
Cable & Wireless Communications plc
Columbus Center
1 Alhambra Plaza, Suite 1000
Coral Gables, FL 33134
Telephone: (786) 606-5416
belinda.bradberry@cw.com

with a copy to: Ulises R. Pin, Esquire
Brett P. Ferencak, Esquire
Morgan, Lewis & Bockius LLP
2020 K Street, NW
Washington, DC 20006
Telephone: (202) 373-6664
Fax: (202) 373-6001
u.pin@morganlewis.com
brett.ferencak@morganlewis.com

For Transferee: John P. Babb, Esquire
Vice President, Legal
Liberty Global, Inc.
12300 Liberty Boulevard
Englewood, CO 80112
Telephone: (303) 220-6638
jbabb@libertyglobal.com

with a copy to: Robert L. Hoegle, Esquire
Thomas F. Bardo, Esquire
Nelson Mullins Riley & Scarborough LLP
101 Constitution Avenue, Suite 900
Washington, DC 20001
Telephone: (202) 712-2816
Fax: (202) 712-2836
bob.hoegle@nelsonmullins.com
tom.bardo@nelsonmullins.com

(4) Description of the Cable System:

A description of the Gemini-Bermuda Cable System is available in File No. LIC-20070925-00017, which is incorporated by reference.⁹

(5) Landing points:

A general description of the Gemini-Bermuda Cable System landing locations is available in the original license file, which is incorporated by reference.

(6) A Statement as to Whether the Cable Will be Operated on a Common Carrier or a Non-Common Carrier Basis:

The Gemini-Bermuda Cable System is operated on, and will continue to operate on, a non-common carrier basis.

(7) Ownership Interests in the Gemini-Bermuda Cable System:

CWNS jointly holds the Gemini-Bermuda Cable System landing license with MFS CableCo U.S., Inc. ("Verizon Business"), which is a wholly-owned subsidiary of Verizon Communications. CWNS owns, operates and maintains the portion of the Gemini-Bermuda Cable System from the U.S. territorial waters to Bermuda, including the submarine cable along with associated repeaters and the landing station at the Bermuda end. CWNS also owns the

⁹ The following indirect, wholly-owned subsidiaries of C&W own minority interests in the Pacific Caribbean Cable Systems ("PCCS") license (SCL-LIC-20130122-00001): Cable and Wireless (British Virgin Islands) Limited (0.6% ownership and voting interest in PCCS); Cable and Wireless (EWC) Limited (14.8% ownership and voting interest in PCCS); and CWC WS Holdings Panama S.A. (2.6% ownership and voting interest in PCCS).

capacity of the Gemini-Bermuda Cable System. The Transaction will not affect Verizon Business, the owner of the U.S. landing point of the Germini-Bermuda Cable System.¹⁰

(8) Certification and Ownership Information Required by Section 1.767(a)(8) of the Commission's Rules, 47 C.F.R §1.767(a)(8) Incorporating by Reference the Requirements of Section 63.18(h) or (o) of the Commission's Rules, 47 C.F.R. §§63.18(h) and (o):

Section 63.18(h) – Ten Percent or Greater Shareholders:

Following the *pro forma* assignment transaction discussed above, the CWNS submarine cable landing license will be held by CWC New Cayman. Upon completion of the Transaction, the following entity will hold 100% of the voting and equity interest in CWC New Cayman:

Cable & Wireless Communications, Inc.
1 Alhambra Plaza, Suite 1000
Coral Gables, FL 33134
Jurisdiction: United States
Business: telecommunications provider
Interest: Direct holding of 100%

The following entity will hold 100% of the voting and equity interest in Cable & Wireless Communications, Inc.:

Cable and Wireless (West Indies) Limited
2nd Floor, 62-65 Chandos Place
London, United Kingdom WC2N 4HG
Jurisdiction: England
Business: Holding Company
Interest: Direct holding of 100%

¹⁰ Verizon Business will continue to own and control: (1) the Manasquan cable landing station in Sea Girt, New Jersey; (2) the terminal equipment located at the Manasquan cable station; (3) the submerged portion of the Gemini Bermuda System located in the U.S. territorial waters; and (4) the terrestrial cable located in the U.S. between the beach manhole and the Manasquan cable station.

The following entity will hold 100% of the voting and equity interest in Cable and Wireless (West Indies) Limited:

CWI Group Limited
2nd Floor, 62-65 Chandos Place
London, United Kingdom WC2N 4HG
Jurisdiction: England
Business: Holding Company
Interest: Direct holding of 100%

The following entity will hold 100% of the voting and equity interest in CWI Group Limited:

Sable Holding Limited
2nd Floor, 62-65 Chandos Place
London, United Kingdom WC2N 4HG
Jurisdiction: England
Business: Holding Company
Interest: Direct holding of 100%

The following entity will hold 100% of the voting and equity interest in Sable Holding Limited:

Cable & Wireless Limited
2nd Floor, 62-65 Chandos Place
London, United Kingdom WC2N 4HG
Jurisdiction: England
Business: Holding Company
Interest: Direct holding of 100%

The following entity will hold 100% of the voting and equity interest in Cable & Wireless Limited:

Cable & Wireless Communications Limited¹¹
2nd Floor, 62-65 Chandos Place
London, United Kingdom WC2N 4HG
Jurisdiction: England
Business: International Telecommunications Services
Interest: Direct holding of 100%

¹¹ Cable & Wireless Communications plc, a public limited company, will be converted to Cable & Wireless Communications Limited, a limited company.

The following entity will hold a 100% of the voting and equity interest in Cable & Wireless Communications Limited:

Coral New UKCo. Ltd.
c/o Griffin House, 161 Hammersmith Road
London, United Kingdom W6 8BS
Jurisdiction: England
Business: Holding Company
Interest: Direct holding of 100%

The following entity will hold a 100% of the voting and equity interest in Coral New UKCo. Ltd.:

LGE Coral Holdco
c/o Griffin House, 161 Hammersmith Road
London, United Kingdom W6 8BS
Jurisdiction: England
Business: Holding Company
Interest: Direct holding of 100%

The following entity will hold a 100% of the voting and equity interest in LGE Coral Holdco:

Liberty Global plc
Griffin House, 161 Hammersmith Road
London, United Kingdom W6 8BS
Jurisdiction: England
Business: International cable and telecommunications services.
Interest: Direct holding of 100%

Following consummation of the Transaction, the following persons and/or entities are expected to have a shareholding greater than 10% of the voting and/or equity interest in Liberty Global:

John C. Malone
c/o 12300 Liberty Boulevard
Englewood, Colorado 80112
U.S. citizen
Interest: Dr. Malone is expected to hold approximately 23.7% to 24.1% of the voting power of the Liberty Global Group shares and approximately 8.2 % to 10.4% of the voting power of the Liberty Global Latin America and Caribbean Group shares.

Section 63.18(h) – Interlocking Directorates:

Liberty Global does not have any interlocking directorates with foreign carriers.

Section 1.767(a)(8)(ii) – Certification Regarding Foreign Carrier Status and Foreign Affiliation:

Transferee Liberty Global is not a foreign carrier, and does not directly own a cable landing station in any foreign country. Upon consummation of the Transaction, Liberty Global will become affiliated with the following foreign dominant carriers, which are currently affiliated with C&W, including entities that own or control a cable landing station in any foreign country:

Foreign Carrier	Country
Cable and Wireless (Anguilla) Limited	Anguilla
Cable & Wireless Antigua & Barbuda Limited	Antigua and Barbuda
The Bahamas Telecommunications Company Limited	The Bahamas
Cable & Wireless (Barbados) Limited	Barbados
Cable and Wireless (British Virgin Islands) Limited	British Virgin Islands
Cable and Wireless (Cayman Islands) Limited	Cayman Islands
Cable & Wireless Dominica Limited	Dominica
CWC Cable & Wireless Communications Dominican Republic SA	Dominican Republic
Cable & Wireless Grenada Limited	Grenada
Cable & Wireless Jamaica Limited	Jamaica
Cable and Wireless (West Indies) Limited	Montserrat
Cable & Wireless Panama S.A.	Panama
CWC WS Holdings Panama S.A.	Panama
Cable & Wireless (St. Lucia) Limited	St. Lucia
Cable & Wireless St. Kitts & Nevis Limited	St. Kitts and Nevis
Cable & Wireless St. Vincent and the Grenadines Limited	St. Vincent and the Grenadines
Cable & Wireless (Seychelles) Limited	Seychelles
Telecommunications Services of Trinidad and Tobago Limited	Trinidad and Tobago
Cable and Wireless (TCI) Limited	Turks and Caicos Islands

Further, upon consummation of the Transaction, Liberty Global will become affiliated with the following non-dominant foreign carriers, which are currently affiliated with C&W:¹²

¹² None of the carriers listed in this table is listed in the Commission's List of Foreign Telecommunications Carriers that are Presumed to Possess Market Power in Foreign Telecommunications Markets. In addition, these foreign carriers offer services in competition with dominant foreign carriers and others. These foreign carriers each hold significantly less than a 50% market share in the international transport market between the U.S. and their home markets in the local access markets in the countries where they operate. Moreover, these foreign carriers do not have the

Foreign Carrier	Country
Kelcom International (Antigua & Barbuda) Ltd.	Antigua & Barbuda
Columbus Communications Limited	The Bahamas
Columbus Telecommunications (Barbados) Limited	Barbados
Karib Cable Inc.	Barbados
ARCOS-1 USA, Inc.	Belize
Columbus Networks Bonaire, N.V.	Bonaire
Columbus Networks de Colombia, Ltda.	Colombia
Columbus Networks Zona Franca Ltda.	Colombia
Lazus de Colombia S.A.S.	Colombia
Columbus Networks de Costa Rica S.R.L.	Costa Rica
Promitel Costa Rica S.A.	Costa Rica
Columbus Communications Curacao N.V.	Curacao
Columbus Networks Curacao, N.V.	Curacao
Columbus Networks Netherlands Antilles, N.V.	Curacao
Columbus Networks Dominicana, S.A.	Dominican Republic
Columbus Networks Centroamerica, S. de R.L.	El Salvador
Columbus Networks El Salvador S.A.	El Salvador
Columbus Communications (Grenada) Limited	Grenada
Columbus Networks de Guatemala Limitada	Guatemala
Columbus Networks de Honduras, S. de R.L.	Honduras
Columbus Communications Jamaica Limited	Jamaica
Columbus Networks Jamaica Limited	Jamaica
Columbus Networks de México S. de R.L. de C.V.	Mexico
Columbus Networks Nicaragua y Compañía Limitada	Nicaragua
Columbus Networks de Panamá S.R.L.	Panama
Promitel Panama S.A.	Panama
Lazus Peru S.A.C.	Peru
Columbus Communications (St. Lucia) Limited	St. Lucia
Tele (St. Lucia) Inc.	St. Lucia
Columbus Communications St. Vincent and the Grenadines Limited	St. Vincent & The Grenadines
Columbus Networks International (Trinidad) Limited	Trinidad & Tobago
Columbus Communications Trinidad Limited	Trinidad & Tobago
Columbus Networks, Limited	Turks & Caicos
Columbus Networks de Venezuela, S.A.	Venezuela

Section 1.767(a)(8)(iii) – Certification Regarding Destination Markets:

Liberty Global certifies that following consummation of the Transaction, other than CWC New Cayman, Liberty will not be affiliated with providers of telecommunications services in Bermuda, the only destination market of the Gemini-Bermuda System.

ability to discriminate against unaffiliated U.S. international carriers through the control of bottleneck services or facilities to exercise market power in the countries where they operate.

Section 1.767(a)(8)(iv) – Demonstration Regarding WTO Status and Market Power:

Not applicable.

Section 63.18(o) - Certification Regarding Anti-Drug Abuse Act of 1988:

By its signature to this application, Liberty Global hereby certifies, pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules, 47 C.F.R. §1.2001-1.2003 (implementing the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 3301), that it is not subject to a denial of Federal benefits pursuant to the Anti-Drug Abuse Act of 1988.

(9) Certification of Compliance

By its signature to this application, Liberty Global certifies that it accepts and will abide by the routine conditions set forth in Section 1.767(g) of the Commission's Rules, 47 C.F.R. §1.767(g).

V. CONCLUSION

For the foregoing reasons, Liberty Global and C&W respectfully submit that grant of this Application will serve the public interest, convenience and necessity.

Respectfully submitted,

LIBERTY GLOBAL PLC

/s/ Robert L. Hoegle

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Thomas F. Bardo, Esquire
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Counsel for Liberty Global plc

**CABLE & WIRELESS NETWORK SERVICES LIMITED
CABLE & WIRELESS COMMUNICATIONS PLC**

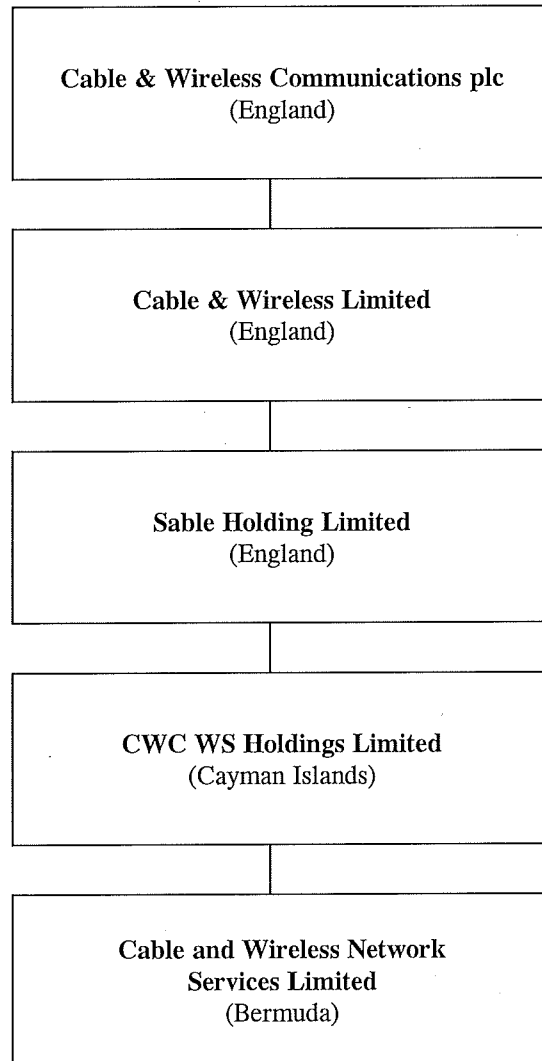
/s/ Ulises R. Pin

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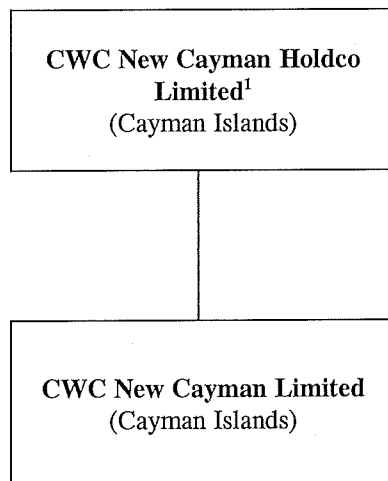
*Counsel for Cable & Wireless Network Service Limited and
Cable & Wireless Communications plc*

November 30, 2015

CWNS Current Pre-Transaction Structure

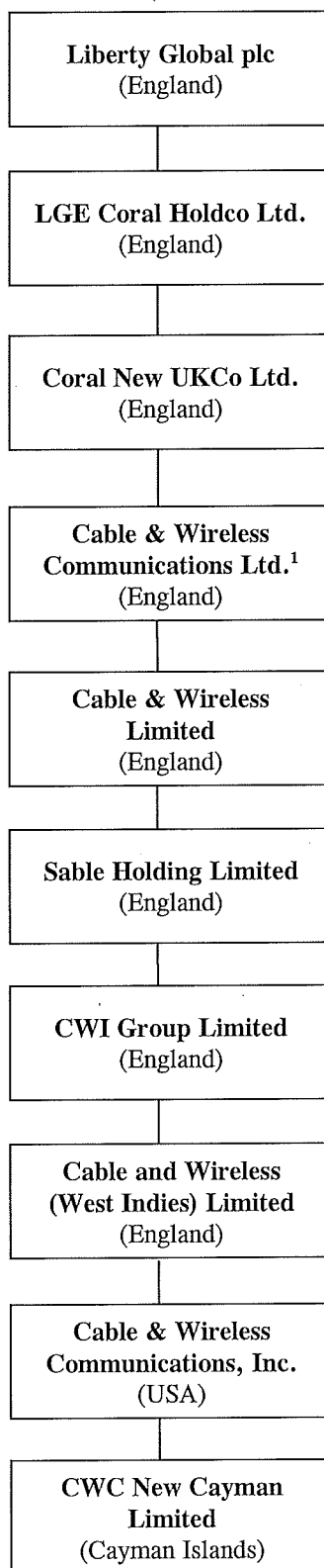


CWC New Cayman Limited Structure After *Pro Forma* Assignment



¹ Following completion of the first step *pro forma* assignment, the shareholders of CWC New Cayman Holdco Limited ("CWC New Cayman Holdco") will hold over 50 percent of the shares of Cable & Wireless Communications plc. Further, the Applicants expect that no single shareholder will hold a greater than 5% interest in CWC New Cayman Holdco.

CWC New Cayman Limited Post-Transaction Structure

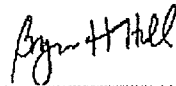


¹ Cable & Wireless Communications plc, a public limited company, will be converted to Cable & Wireless Communications Ltd., a limited company.

VERIFICATION

I, Bryan H. Hall, state that I am Executive Vice President, General Counsel and Secretary of Liberty Global plc, and that I am authorized to make this verification on behalf of Liberty Global plc; that the statements regarding the Transaction and the certifications contained in the foregoing Federal Communication Commission Joint Applications for Transfer of Control of Cable Landing License seeking consent to the transfer of control of Cable & Wireless Communications plc and the Licensee, except as otherwise specifically attributed, are true and correct to the best of my knowledge and belief.

I declare under the penalty of perjury that the foregoing is true and correct.




Bryan H. Hall
Executive Vice President, General Counsel
and Secretary
Liberty Global plc

Executed on November 30, 2015

VERIFICATION

I, Belinda Bradberry, state that I am General Counsel of Cable & Wireless Communications, plc ("C&W"); that I am authorized to represent C&W and to make this verification on behalf of C&W and its subsidiaries including Licensee(s); and that the statements regarding the Transaction, C&W and Licensee(s) contained in the foregoing transfer of control application, except as otherwise specifically attributed, are true and correct to the best of my knowledge and belief.

I declare under the penalty of perjury that the foregoing is true and correct.



Belinda Bradberry
General Counsel
Cable & Wireless Communications plc

Executed on November 25, 2015

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 pre-paid)

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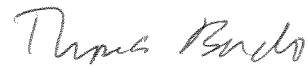
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November 30, 2015