

**Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554**

In the Matter of	)	
	)	
Hawaiki Submarine Cable USA LLC,	)	
<i>Licensee,</i>	)	
	)	
HCL Limited Partnership,	)	
<i>Transferor,</i>	)	File No. SCL-LIC-2016-0906-00019
	)	File No. SCL-T/C-2018-_____
and	)	
	)	
Palisade Subsea Investments Pty Ltd,	)	
<i>Transferee</i>	)	
	)	
Joint Application for Transfer of <i>De Facto</i>	)	
Control of Cable Landing License	)	

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

Hawaiki Submarine Cable USA LLC (“HSC USA” or “Licensee”), HCL Limited Partnership (“HCL LP” or “Transferor”) and Palisade Subsea Investments Pty Ltd as trustee of the Palisade Subsea Trust (“Palisade” or “Transferee”) (collectively, “Applicants”), pursuant to the Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§34-39, Executive Order 10,530, and Section 1.767 of the Commission’s rules, 47 C.F.R. §1.767, request approval for the transfer of *de facto* control of HSC USA from Transferor to Palisade.

For the reasons set forth below, Applicants respectfully submit that the grant of this application will serve the public interest and should be granted on a streamlined basis. In support of their Application, Applicants provide as follows:

## **I. DESCRIPTION OF THE CABLE SYSTEM**

Construction of the Hawaiki Submarine Cable System (the “Hawaiki System”) started on March 31, 2016 and the Commission granted the required U.S. cable landing license, IB File No. SCL-LIC-2016-0906-00019, on December 20, 2017.<sup>1</sup> The Hawaiki System was placed into service on July 20, 2018.<sup>2</sup> The Hawaiki System has five segments and currently lands in five locations: Sydney, Australia; Mangawhai Heads, New Zealand; Tafuna, American Samoa; Kapolei, Oahu, Hawaii; and Pacific City, Oregon.<sup>3</sup>

## **II. DESCRIPTION OF THE APPLICANTS**

### **A. HSC USA (Licensee) and HCL LP (Transferor)**

HSC USA, a Delaware limited liability company, is involved in submarine cable installation, as well as operations and management of the Hawaiki System. HSC USA is a direct, wholly-owned subsidiary of Hawaiki Submarine Cable LP (“HSC LP”), a limited partnership organized under the laws of New Zealand, which, in turn, is a direct, wholly-owned subsidiary of HCL LP. HSC LP is a bandwidth supplier in the Pacific submarine cable market and 100% owner of the capacity and facilities of the main trunk of the Hawaiki System, excluding the spur to American Samoa, which is owned by American Samoa Telecommunications Authority (“ASTCA”). In addition, HSC USA owns and operates the Hawaiki System’s cable landing

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<sup>1</sup> Tillamook Lightwave IGA (“Tillamook”), ACS Cable Systems, LLC (“ACS”), DRFortress, LLC (“DRFortress”) and ASTCA are also parties to the U.S. cable landing license granted in IB File No. SCL-LIC-20160906-00019.

<sup>2</sup> *See Hawaiki Cable System, Notice of In-Service Date*, IB File No. SCL-LIC-20160906-00019 (filed July 24, 2018).

<sup>3</sup> For additional details regarding the Hawaiki cable system, please see the Application for Cable Landing License, IB File No. SCL-LIC-20160906-00019 (filed Sept. 6, 2016).

station located in Oahu, Hawaii. Additional information about HSC USA and HCL LP is available at: <http://www.hawaikicable.co.nz/>.

### **B. Palisade (Transferee)**

Palisade is an affiliate of Palisade Investment Partners Limited (“Palisade Partners”), an Australia specialist infrastructure investment manager. Palisade Partners predominantly focuses on investments in Australian infrastructure, including submarine cable systems. It employs an experienced team of infrastructure investment specialists from a range of disciplines including banking, funds management, investment banking, finance, legal and engineering. Additional information about Palisade Partners is available at <http://palisadepartners.com.au/>.

### **III. DESCRIPTION OF THE TRANSACTION**

Palisade and HCL LP have entered into binding agreements to become equity partners, with funds managed by Palisade Partners acquiring an equity ownership interest in HCL LP (the “Transaction”). As a result of the Transaction, Palisade has acquired a combination of redeemable preference and ordinary equity interests in HCL LP that equate to 30 percent of the voting rights in HCL LP. Specifically, Palisade holds 10 percent of the ordinary shares and 100 percent of the preferred shares in HCL LP. Palisade’s acquisition of minority equity interests in HCL LP does not, by itself, constitute a transfer of control under FCC rules.

In addition, Palisade will be able to exercise certain minority rights that may constitute *de facto control* over Licensee (the “Minority Rights”). However, the effectiveness and exercise of any Minority Rights (and thus, any transfer of *de facto control* under FCC rules) is subject to obtaining prior regulatory approval from the FCC.

Specifically, the Minority Rights are derived from the limited partner and shareholder interests that Palisade holds in HCL LP and its general partner, HCL LP General Partner Limited (“HCL GP”), respectively. First, as a 30 percent holder of the limited partnership shares of HCL LP, upon FCC approval, Palisade will have negative control (veto power) over approval of certain matters that require approval of the limited partners by special resolution, which is defined as a resolution passed by partners holding 85 percent of the total number of partnership interest. Such matters that are subject to special resolution include, most significantly, removing the general partner, restructuring the limited partnership or its capital, and changes to the nature of the limited partnership’s business.

Second, Palisade has voting and other rights, including the right to appoint three directors, as a 30 percent shareholder of HCL GP and, upon FCC approval, will thus hold negative control over specified matters requiring approval by “Extraordinary Board Resolution,” which are resolutions that pass by directors representing at least 85 percent of the interests in HCL GP. These include, among others, (i) disposing or pledging any assets having a book value or proposed sale price of \$500,000 or more, or which could have a material impact on business operations; (ii) setting delegations of authority by HCL LP or its subsidiaries, including delegation of authority to the Chief Executive Officer; (iii) approving amendments to major agreements or project documents; (iv) entering into partnerships, joint ventures, or other business structures with third parties by HCL GP, HCL LP or any subsidiary thereof; (v) issuing or granting any rights to equity or debt securities in HCL LP or its subsidiaries; (vi) entering into any guarantee, indemnity or other security for obligations of HCL LP or HSC LP exceeding \$500,000; (vii) entering into any contract or arrangement for capital expenditure or the

realization exceeding \$1,000,000; and (viii) approving or facilitating the sale of the Hawaiki Group or listing HCL LP on any stock exchange.

#### **IV. PUBLIC INTEREST STATEMENT**

Grant of this Application and the Transaction described herein will serve the public interest because it will provide Licensee with access to additional financial and operational resources that will help strengthen the Hawaiki System's position in the telecommunications marketplace. Palisade is managerially and financially well-qualified to complete the Transaction and has the experience and resources to support and enhance HSC USA's operations. The equity partnership between HCL LP and Palisade will also enhance connectivity among the United States, Australia, New Zealand, and the Pacific Islands by strengthening HCL LP and its operating subsidiaries. Moreover, Applicants emphasize that the proposed Transaction will have no adverse operational implications for Hawaiki customers, and in no event will it result in the discontinuance, reduction, loss, or impairment of service to customers.

#### **V. INFORMATION REQUIRED BY 47 C.F.R. § 1.767(a)(1)-(3)**

In support of this Application, Applicants submit the following information in accordance with Section 1.767 of the Commission's Rules, 47 C.F.R. § 1.767:

##### **(1) Name, Address, and Telephone Number of the Applicants:**

Licensee	Hawaiki Submarine Cable USA LLC 1209 Orange St. Wilmington, Delaware 19801 Telephone: (202) 373-6585	FRN: 0025654740
Transferor	HCL Limited Partnership 125, The Strand (Level 3) Parnell - Auckland 1010 New Zealand. Telephone: +64 21 163 9676	FRN: 0027728641

Transferee Palisade Subsea Investments Pty Ltd as trustee of the Palisade Subsea Trust FRN: 0028048064  
Level 35, 60 Margaret Street  
Sydney, NSW 2000  
Australia  
Telephone: +61 2 8970 7808

**(2) Place of Formation:**

Licensee: HSC USA is a Delaware limited liability company.  
Transferor: HCL LP is a New Zealand limited partnership.  
Transferee: Palisade is an Australian limited company.

**(3) Points of Contact**

Correspondence concerning the application should be sent to the following:

*For HSC USA and HCL LP:*

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Denise S. Wood  
Morgan, Lewis & Bockius LLP  
1111 Pennsylvania Ave., NW  
Washington, DC 20003  
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ulises.pin@morganlewis.com  
denise.wood@morganlewis.com

*with a copy to:*

Laurent Le Breton, CFO  
125, The Strand (Level 3)  
Parnell - Auckland 1010  
New Zealand.  
+64 21 163 9676  
laurent.lebreton@hawaikicable.co.nz

*For Palisade:*

John M. Beahn  
Dana Zelman  
DLA Piper LLP (US)  
500 Eighth Street, NW  
Washington, DC 20004  
(202) 799-4232  
john.beahn@dlapiper.com  
dana.zelman@dlapiper.com

*with a copy to:*

Michael Reynolds, Investment Director  
Palisade Subsea Investments Pty Ltd. as trustee  
of the Palisade Subsea Trust  
Level 35, 60 Margaret Street  
Sydney, NSW 2000  
Australia  
+61 2 8970 7808  
Mike.Reynolds@palisadepartners.com.au

**VI. INFORMATION REQUIRED BY 47 C.F.R. § 1.767(a)(4)-(7)**

**A. 47 C.F.R. § 1.767(a)(4): Description of the Cable**

A general description of the Hawaiki System is on file with the Commission under IB File No. SCL-LIC-2016-0906-00019 and is incorporated by reference herein.

**B. 47 C.F.R. § 1.767(a)(5): Landing Stations**

As described above, the Hawaiki System lands in five locations: Sydney, Australia; Mangawhai Heads, New Zealand; Tafuna, American Samoa; Kapolei, Oahu; Hawaii and Pacific City; Oregon. The Transaction will have no effect on the landing points or the day-to-day operations of the Hawaiki System.

**C. 47 C.F.R. § 1.767(a)(6): Common Carrier/Non-Common Carrier Status**

The Hawaiki System is operating and will continue to operate on a private, non-common carrier basis, as more fully described in IB File No. SCL-LIC-2016-0906-00019. As previously noted, the Transaction will have no effect on the day-to-day operations of the Hawaiki System.

**D. 47 C.F.R. § 1.767(a)(7): List of Owners and Ownership Interests**

The main trunk of the Hawaiki System is 100 percent owned by HSC LP. All of the capacity on the main trunk is owned by HCL LP and its affiliates. ASTCA owns the spur from the trunk branching unit to American Samoa and the corresponding landing station. None of the other licensees (*i.e.*, Tillamook Lightwave, ACS or DRFortress) owns any capacity on the Hawaiki System.

The Transaction will have no impact on ASTCA, Tillamook Lightwave, ACS or DRFortress.

**VII. INFORMATION REQUIRED BY 47 C.F.R. § 1.767(a)(8)**

**A. Information Requested by 47 C.F.R. § 63.18(h)-(k)**

Upon completion of the Transaction, HSC USA will remain a direct, wholly owned subsidiary of HSC LP. Palisade has acquired a combination of redeemable preference and ordinary equity interests in HCL LP that equate in value to 30 percent of the equity invested in the project and, subject to Commission approval of the Transaction, will be able to exercise the Minority Rights that may constitute *de facto control* over the Hawaiki System, as described in Section III, above.

Additional information about HSC USA and its ownership is attached hereto as Exhibit A. For the Commission's convenience, organizational charts reflecting pre- and post-Palisade investment ownership percentages are provided as Exhibit B.

**B. Information Requested by 47 C.F.R. § 63.18(o)**

By their signatures to this Application, Applicants certify, as required by 47 C.F.R. §§1.2001-1.2003, that they are not subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

**C. Information Required by 47 C.F.R. §§ 1.767(a)(8)(ii) - (iv)**

HSC LP is a foreign carrier in New Zealand where the Hawaiki System lands. New Zealand is a member of the World Trade Organization.

With the exception of its affiliation with HCL LP, Palisade is not affiliated with a foreign carrier or any entity that owns or controls a cable landing station in any foreign country where the Hawaiki System lands. Moreover, no entity that owns more than 25 percent of Palisade controls a foreign carrier in any foreign country where the Hawaiki System lands; and no



combination of foreign carriers or parties that control foreign carriers own, in the aggregate, more than 25 percent of Palisade.

**VIII. INFORMATION REQUIRED BY 47 C.F.R. § 1.767(a)(9)**

By their signatures to this Application, Applicants certify that they accept and will abide by the routine conditions in Section 1.767(g) of the Commission’s rules, 47 C.F.R. § 1.767(g).

**IX. NATIONAL SECURITY REVIEW**

HSC USA has provided a Letter of Assurances (“LOA”) to the U.S. Department of Homeland Security and the U.S. Department of Justice, providing certain commitments with regard to operations on the Hawaiki System. By their signatures herein, Applicants certify that after the closing of the Transaction, they will continue to abide by the commitments made in the LOA.

**X. ELIGIBILITY FOR STREAMLINED PROCESSING UNDER 47 C.F.R. §§ 1.767 (j), (k)**

The Applicants hereby request streamlined processing pursuant to Sections 1.767(j) and (k) of the Commission’s rules, 47 C.F.R. §§ 1.767(j), (k). In particular, post-closing, none of the Applicants will be affiliated with a dominant foreign carrier. Moreover, this application raises no competition or public interest concerns that would require consideration outside of the Commission’s streamlined review process. For all of these reasons, this application is eligible for streamlined processing under the Commission’s rules.

## XI. CONCLUSION

For the foregoing reasons, the Applicants respectfully submit that the public interest, convenience, and necessity would be furthered by a grant of this Application.

Respectfully submitted,

*/s/ John M. Beahn*

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*Counsel for Palisade*

*/s/ Ulises R. Pin*

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*Counsel for HSC USA and HCL LP*

Dated: November 30, 2018

## **EXHIBIT A**

### **HAWAII OWNERSHIP**

HSC USA has the following 10 percent or greater direct or indirect interest holders:

#### **Hawaiki Submarine Cable LP (“HSC LP”)<sup>4</sup>**

Address: 125, The Strand (Level 3) - Parnell - Auckland 1010 - New Zealand

Citizenship: New Zealand

Principal Business: Submarine Cable Telecommunications

Relationship: HSC LP directly owns 100% of HSC USA.

#### **HCL LP<sup>5</sup>**

Address: 125, The Strand (Level 3) - Parnell - Auckland 1010 - New Zealand

Citizenship: New Zealand

Principal Business: Holding Company

Relationship: HCL LP directly owns 100% of HSC LP and indirectly 100% of HSC USA.

#### **Palisade Subsea Investments Pty Ltd as trustee for the Palisade Subsea Trust (“Palisade”)<sup>6</sup>**

Citizenship: Australia

Address: Level 35, 60 Margaret Street, Sydney, NSW 2000, Australia

Principle Business: Investment

Relationship: Palisade directly holds a 30.00% voting interest in HCL LP and indirectly owns 30.00% of HSC USA.

#### **HCL Founders LP<sup>7</sup>**

Address: 125, The Strand (Level 3) - Parnell - Auckland 1010 - New Zealand

Citizenship: New Zealand

Principal Business: Holding Company

Relationship: HCL Founders LP directly holds a 27.88% equity and voting interest in HCL LP and indirectly owns 27.88% of HSC USA.

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<sup>4</sup> HSC LP is managed by Hawaiki Submarine Cable LP General Partner Ltd (“HSC GP”), a New Zealand company. HSC GP’s address is 2/a, 3 Ceres Court, Rosedale - Auckland 0632, New Zealand.

<sup>5</sup> HCL LP is managed by HCL LP General Partner Ltd (“HCL GP”), a New Zealand company. HCL GP’s address is 2/a, 3 Ceres Court, Rosedale - Auckland 0632, New Zealand.

<sup>6</sup> Palisade is owned by Pinnacle Fund Services Ltd, Perpetual Trust Services Ltd, LGIA Super Trustee and Pinnacle RE Services Ltd, each an Australian company, and none of which owns 10% or more of HCL LP.

<sup>7</sup> HCL Founders LP is managed by HCL Founders LP GP, a New Zealand company. HCL Founders LP GP’s address is 2/a, 3 Ceres Court, Rosedale - Auckland 0632, New Zealand.

**Garland View Ltd as Trustee of the Galasso Family Trust**

Address: 7 Garland Terrace, Kelvin Heights - Queenstown 9300 - New Zealand

Citizenship: New Zealand

Principal Business: Trustee

Relationship: Garland View Ltd indirectly owns 27.88% of HSC USA.

**The Galasso Family Trust<sup>8</sup>**

Address: 7 Garland Terrace, Kelvin Heights - Queenstown 9300 - New Zealand

Citizenship: New Zealand

Principal Business: Investment Trust

Relationship: The Galasso Family Trust indirectly owns 27.88% of HSC USA.

**Sinclair Hawaiki LP<sup>9</sup>**

Address: Offices of AJ McKenzie & Co Limited, 85 Highcliff Road, Andersons Bay, Dunedin, 9013, New Zealand

Citizenship: New Zealand

Principal Business: Holding Company

Relationship: Sinclair Hawaiki LP directly holds a 10.92% equity and voting interest in HCL LP and indirectly owns 10.92% of HSC USA.

**SIL Hawaiki Ltd**

Address: Jackson Valentine Limited, Level 3, 258 Stuart Street - Dunedin 9016 - New Zealand

Citizenship: New Zealand

Principal Business: Holding Company

Relationship: Sinclair Hawaiki LP indirectly owns 10.92% of HSC USA.

**Sinclair Investments LP<sup>10</sup>**

Address: Jackson Valentine Limited, Level 3, 258 Stuart Street - Dunedin 9016 - New Zealand

Citizenship: New Zealand

Principal Business: Holding Company

Relationship: Sinclair Investments LP indirectly owns 10.92% of HSC USA.

**GCA Legal Trustee Ltd**

Address: 563 Peninsula Road, Kelvin Heights - Queenstown 9300 - New Zealand

Citizenship: New Zealand

Principal Business: Trustee

Relationship: GCA Legal Trustee Ltd indirectly own 10.92% of HSC USA.

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<sup>8</sup> The Galasso Family Trust is a New Zealand Trust for the benefit of HSC USA's Chief Executive Officer, Rene Galasso and his wife Mania Galasso. Mr. and Mrs. Galasso are citizens of France. Their address is 7 Garland Terrace, Kelvin Heights - Queenstown 9300 - New Zealand.

<sup>9</sup> Sinclair Hawaiki LP is managed by SIL Hawaiki General Partner Ltd, a New Zealand limited company with the following address: Jackson Valentine Limited, Level 3, 258 Stuart Street - Dunedin 9016 - New Zealand.

<sup>10</sup> Sinclair Investments LP is managed by Sinclair Management Ltd, a New Zealand limited company with the following address: Jackson Valentine Limited, Level 3, 258 Stuart Street - Dunedin 9016 - New Zealand.

**GCA Trustee Holdings Ltd**

Address: 563 Peninsula Road, Kelvin Heights - Queenstown 9300 - New Zealand

Citizenship: New Zealand

Principal Business: Holding Company

Relationship: GCA Trustee Holdings Ltd indirectly own 10.92% of HSC USA.

**Edgar Family Trusts<sup>11</sup>**

Address: 563 Peninsula Road, Kelvin Heights - Queenstown 9300 - New Zealand

Citizenship: New Zealand

Principal Business: Investment Trust

Relationship: The Edgar Family Trusts indirectly own 10.92% of HSC USA.

**MD Fibre Trustee Ltd**

Address: Lowndes Jordan, Level 15, PWC Tower, 188 Quay Street, Auckland 1010 - New Zealand

Citizenship: New Zealand

Principal Business: Trustee

Relationship: MD Fibre Trustee Ltd directly holds a 27.43% equity and voting interest in HCL LP and indirectly owns 27.43% of HSC USA.

**MD Fibre Trust<sup>12</sup>**

Address: Lowndes Jordan, Level 15, PWC Tower, 188 Quay Street, Auckland 1010 - New Zealand

Citizenship: New Zealand

Principal Business: Investment Trust

Relationship: MD Fibre Trust indirectly owns 27.43% of HSC USA.

No other person or entity has 10% or greater direct or indirect voting or equity interest in HSC USA.<sup>13</sup>

HSC USA does not have interlocking directorates with a foreign carrier.

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<sup>11</sup> The Edgar Family Trusts are a series of New Zealand Trusts for the benefit of Sir Eion Edgar and his immediate family. Sir Eion Edgar is a citizen of New Zealand. His address is 563 Peninsula Road, Kelvin Heights - Queenstown 9300 - New Zealand.

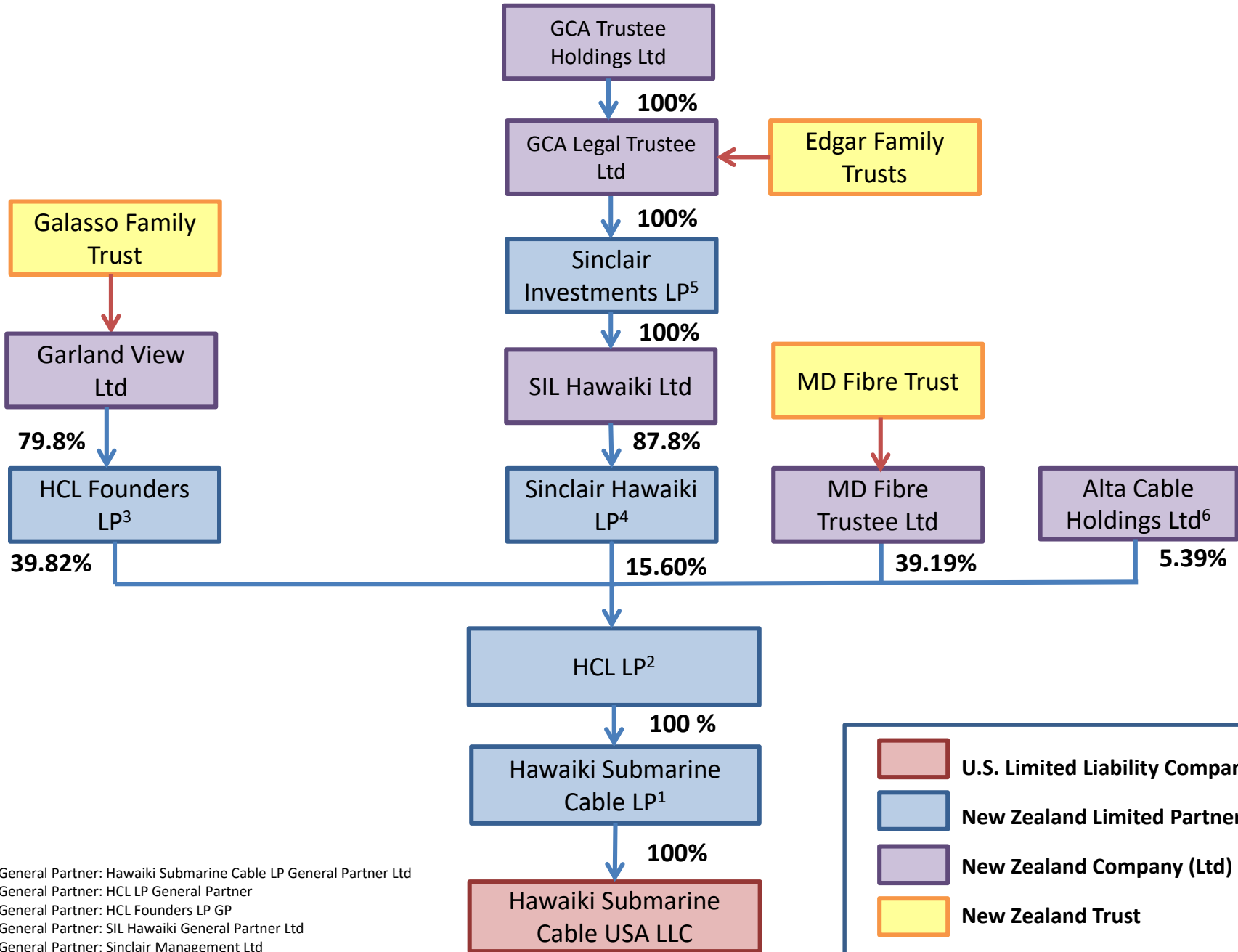
<sup>12</sup> The MD Fibre Trust is a New Zealand Trust for the benefit of Mr. Malcom Dick. Mr. Dick is a citizen of New Zealand. His address is 212B Sunnyside Rd – Coatesville - Auckland 0793 - New Zealand.

<sup>13</sup> The remaining 3.77% indirect interest in HSC USA is held by Alta Cable Holdings Ltd, a New Zealand limited company.

**EXHIBIT B**

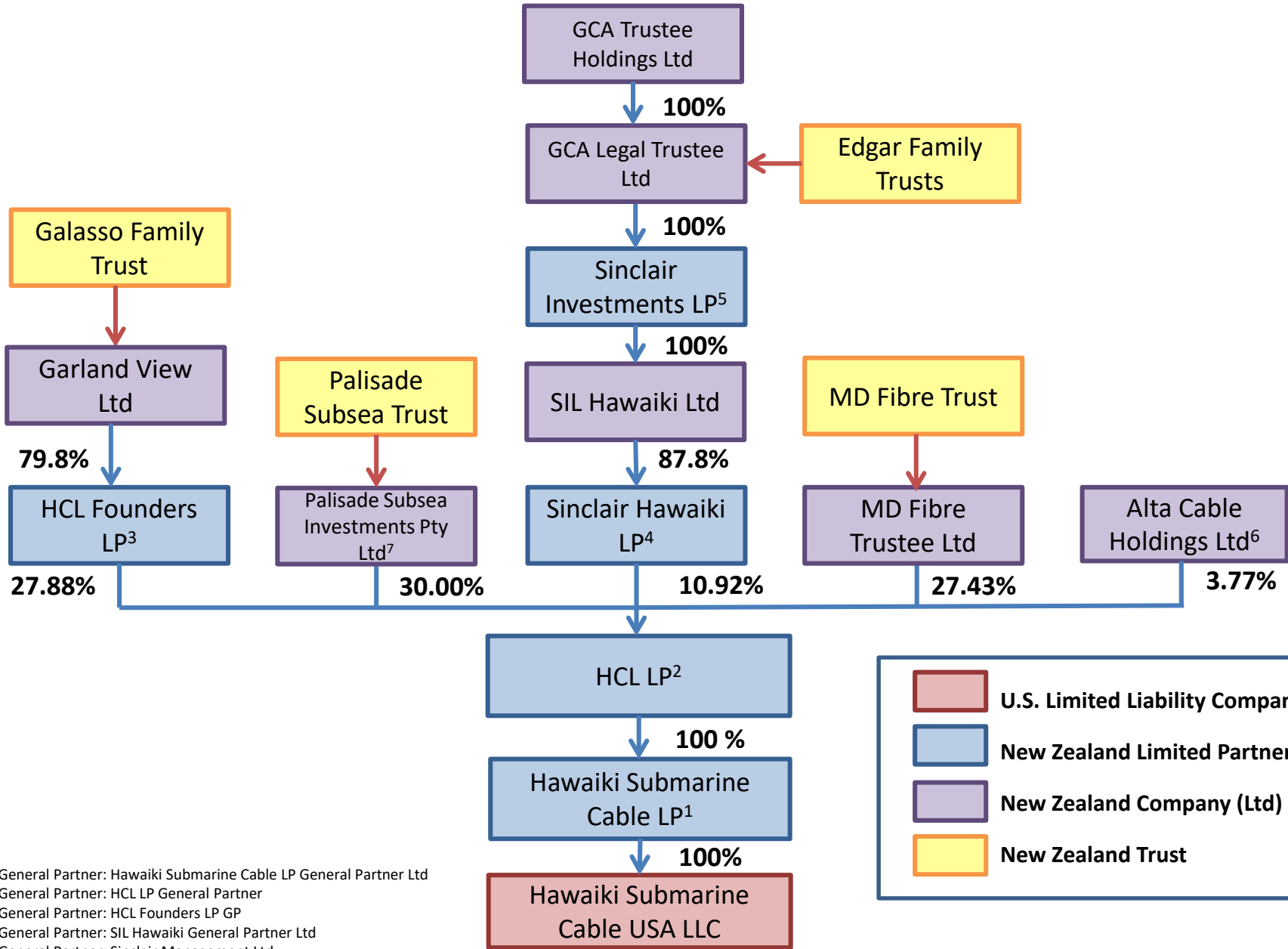
**ORGANIZATIONAL CHARTS**

# HSC USA Organization Chart: Pre-Palisade Investment



1 General Partner: Hawaiki Submarine Cable LP General Partner Ltd  
 2 General Partner: HCL LP General Partner  
 3 General Partner: HCL Founders LP GP  
 4 General Partner: SIL Hawaiki General Partner Ltd  
 5 General Partner: Sinclair Management Ltd  
 6 Alta Cable Holdings Ltd is ultimately owned by a New Zealand Trustee for the benefit of the Brandywine Trust for Mr. Greg Tomlinson, a New Zealand citizen.

# HSC USA Organization Chart: Post-Palisade Investment



	<b>U.S. Limited Liability Company (LLC)</b>
	<b>New Zealand Limited Partnership (LP)</b>
	<b>New Zealand Company (Ltd)</b>
	<b>New Zealand Trust</b>

1 General Partner: Hawaiki Submarine Cable LP General Partner Ltd  
 2 General Partner: HCL LP General Partner  
 3 General Partner: HCL Founders LP GP  
 4 General Partner: SIL Hawaiki General Partner Ltd  
 5 General Partner: Sinclair Management Ltd  
 6 Alta Cable Holdings Ltd is ultimately owned by a New Zealand Trustee for the benefit of the Brandywine Trust for Mr. Greg Tomlinson, a New Zealand citizen.  
 7 Palisade is owned by Pinnacle Fund Services Ltd, Perpetual Trust Services Ltd, LGIA Super Trustee and Pinnacle RE Services Ltd, each an Australian company, and none of which owns 10% or more of HCL LP.



## VERIFICATION

I am authorized to enter this verification on behalf of Hawaiki Submarine Cable USA LLC (“HSC USA”) and HCL Limited Partnership (“HCL LP”). All of the information contained in the foregoing Application and Exhibits A and B is true and correct to the best of my knowledge and belief.

A handwritten signature in blue ink, appearing to be 'Christophe Terral', written over a horizontal line.

By: \_\_\_\_\_

Christophe Terral

Director

For and on behalf of HSC USA and HCL LP

Dated: October 16, 2018

## VERIFICATION

I am authorized to enter this verification on behalf of Palisade Subsea Investments Pty Ltd as trustee of the Palisade Subsea Trust ("Palisade"). All of the information contained in the foregoing Application and Exhibits A and B is true and correct to the best of my knowledge and belief.

By: 

Michael Reynolds

Director

For and on behalf of Palisade

Dated: October 16, 2018

**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 SW Washington, DC 20554 (via first class U.S. mail, postage prepaid)	U.S. Coordinator EB/CIP U.S. Department of State 2201 C Street NW Washington, D.C. 20520-5818 (via first class U.S. mail, postage prepaid)
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David Krech International Bureau Federal Communications Commission 445 12th Street SW Washington, DC 20554 (via electronic mail to david.krech@fcc.gov)	Office of Chief Counsel/NTIA U.S. Department of Commerce 14 <sup>th</sup> Street and Constitution Ave. NW Washington, DC 20230 (via first class U.S. mail, postage prepaid)
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Jodi Cooper International Bureau Federal Communications Commission 445 12th Street SW Washington, DC 20554 (via electronic mail to jodi.cooper@fcc.gov)	Defense Information Systems Agency Attn: GC/DO1 6910 Copper Avenue Fort Meade, MD 20755-7088 (via first class U.S. mail, postage prepaid)
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Troy Tanner International Bureau Federal Communications Commission 445 12th Street SW Washington, DC 20554 (via electronic mail to troy.tanner@fcc.gov)	Thomas Sullivan International Bureau Federal Communications Commission 445 12 <sup>th</sup> Street, S.W. Washington, D.C. 20554 (via electronic mail to thomas.sullivan@fcc.gov)
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*/s/ Denise S. Wood*

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Denise S. Wood  
November 30, 2018