

The instant application seeks FCC authority for the transfer of control of one earth station authorization (call sign E040383) held by Terremark Worldwide, Inc. (“Terremark”) from the shareholders of Terremark to Verizon Communications Inc. (“Verizon”), the new 100 percent owner of Terremark. Following consummation of the transaction, Terremark remains the licensee.

### **Exhibit E: Response to FCC Form 312, Question A20**

Verizon is a Delaware corporation with its primary address at 140 West Street, New York, NY 10007. No persons or entities hold a direct or indirect 10 percent or greater interest in Verizon. Verizon is a holding company that owns operating subsidiaries that provide a range of communications services in the United States and throughout the world. The company’s operating subsidiaries offer local telephone service, as well as broadband, nationwide long-distance, high-capacity connections, video, and other services. Verizon’s subsidiaries own, operate, monitor, and maintain extensive communications networks, with facilities in countries and cities throughout North America, Latin America, Europe, Africa, and the Asia-Pacific region. Further, Verizon is a majority owner of Cellco Partnership d/b/a Verizon Wireless, which serves over 93 million wireless voice and data subscribers across the United States.

### **Exhibit F: Response to FCC Form 312, Question A21**

Terremark holds the earth station license (call sign E040383) that is the subject of this application. On April 11, 2011, Verizon acquired all of the shares of Terremark, a provider of managed IT infrastructure and cloud services. As a result, Terremark is now a direct wholly owned subsidiary of Verizon. Following consummation of the transaction, Terremark remains the licensee of this earth station.

At the time of closing the transaction, Verizon was not aware that Terremark held any FCC licenses. Verizon only recently became aware of this license and has worked with Terremark promptly to prepare and file the instant application to seek FCC approval for the transfer of control of this license as part of Verizon’s acquisition of Terremark.<sup>1</sup> Verizon respectfully requests a waiver of § 25.119(a) of the Commission’s Rules, which requires a transfer application to be filed and granted by the Commission prior to the transfer of control of an earth station license.<sup>2</sup>

Grant of the requested transfer of control of this earth station authorization will serve the public interest. The transfer of the license is a very small component of the larger acquisition of Terremark by Verizon. As noted above, Terremark is a provider of managed IT infrastructure and cloud services. Verizon acquired Terremark to provide customers with a differentiated portfolio of secure, on-demand cloud computing solutions to be delivered through a unified

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<sup>1</sup> Terremark is contemporaneously filing a request for special temporary authority to allow it to operate the earth station license during the pendency of this transfer application.

<sup>2</sup> 47 C.F.R. § 25.119(a).

enterprise IT platform. Through this transaction, Verizon seeks to foster innovation, enhance business processes and dynamically deliver business intelligence and collaboration services to anyone, anywhere and on any device. These innovations and services advance the public interest. The earth station license at issue is primarily used to provide certain specialized and highly confidential services. Approval of this transfer of control application will enable Terremark, as now owned by Verizon, to hold the required authority to continue to provide these important services.