

**Ownership**

This application seeks the FCC’s consent to the transfer of control of Telecommunications Management, LLC, the licensee of the earth stations that are the subject of this application, from NewWave Communications, LLC, to RBI Holding II LLC. The transferee, RBI Holding II LLC, is a Delaware limited liability company. RBI Holding II LLC is 100% owned by Rural Broadband Investments LLC, a Delaware limited liability company. Rural Broadband Investments LLC is 100% owned by RBI Holding LLC, a Delaware limited liability company.

The officers for each of RBI Holding II LLC, Rural Broadband Investments LLC, and RBI Holding LLC are as follows:

| <b>Name</b>     | <b>Position</b>          |
|-----------------|--------------------------|
| Phillip Spencer | Chief Executive Officer  |
| Rod Siemers     | Chief Financial Officer  |
| Kenneth Johnson | Chief Technology Officer |

RBI Holding II LLC is member managed by Rural Broadband Investments LLC, which in turn is member managed by RBI Holding LLC. The Board of Managers of RBI Holding LLC consists of Philip A. Canfield, Mark M. Anderson, Stephen J. Jeschke (each of the foregoing, appointed by GTCR or its affiliates), and Phillip Spencer. Each of the individual managers and officers listed above is a U.S. citizen.

The address and principal place of business of RBI Holding II LLC, Rural Broadband Investments LLC, and RBI Holding LLC, and their respective individual officers and members are:

c/o Rural Broadband Investments LLC  
8500 W. 110th Street, Suite 600  
Overland Park, KS, 66216

There are two classes of stock issued by RBI Holding LLC, one preferred and one common. The following entities will hold 10% or more of the outstanding common and preferred stock in RBI Holding LLC. The applicants do not anticipate that any other entity will hold 10% or more of the equity interests in RBI Holding LLC upon consummation. The precise number of units held by each entity below, however, may fluctuate somewhat between the date of this application and consummation of the transaction.

| <b>Name</b>          | <b>Jurisdiction of Organization</b> | <b>Percentage of Common Stock Ownership</b> | <b>Percentage of Preferred Stock Ownership</b> |
|----------------------|-------------------------------------|---|--|
| GTCR Fund X/B LP     | Delaware                            | 70.07%                                      | 76.88%   |
| GTCR/RBI Splitter LP | Delaware                            | 22.00%                                      | 22.00%   |

GTCR/RBI Splitter LP is managed by GTCR Partners X/B LP, described below. The sole limited partner of GTCR/RBI Splitter LP is GTCR/RBI Blocker Corp. GTCR/RBI Blocker Corp. is 100% owned by GTCR Fund X/C LP (“Fund X/C”).

GTCR Fund X/B LP (“Fund X/B”) and Fund X/C, (collectively with Fund X/B, the “Funds”), each a Delaware limited partnership, are parallel funds that make investments in portfolio companies alongside one another at substantially the same time and on substantially the same terms and conditions, subject in each case to any tax, regulatory, accounting or legal restrictions or other similar considerations. No limited partner of the Funds (any such partner, a “Fund Limited Partner”) has 10% or more of the aggregate limited partner commitments of the Funds, and none of the Fund Limited Partners has control over the direction or management of the applicable Fund in which it holds limited partner interests.

Fund X/B is managed by GTCR Partners X/B LP, a Delaware limited partnership. GTCR Partners X/B LP is managed by GTCR Investment X LLC, a Delaware limited liability company.

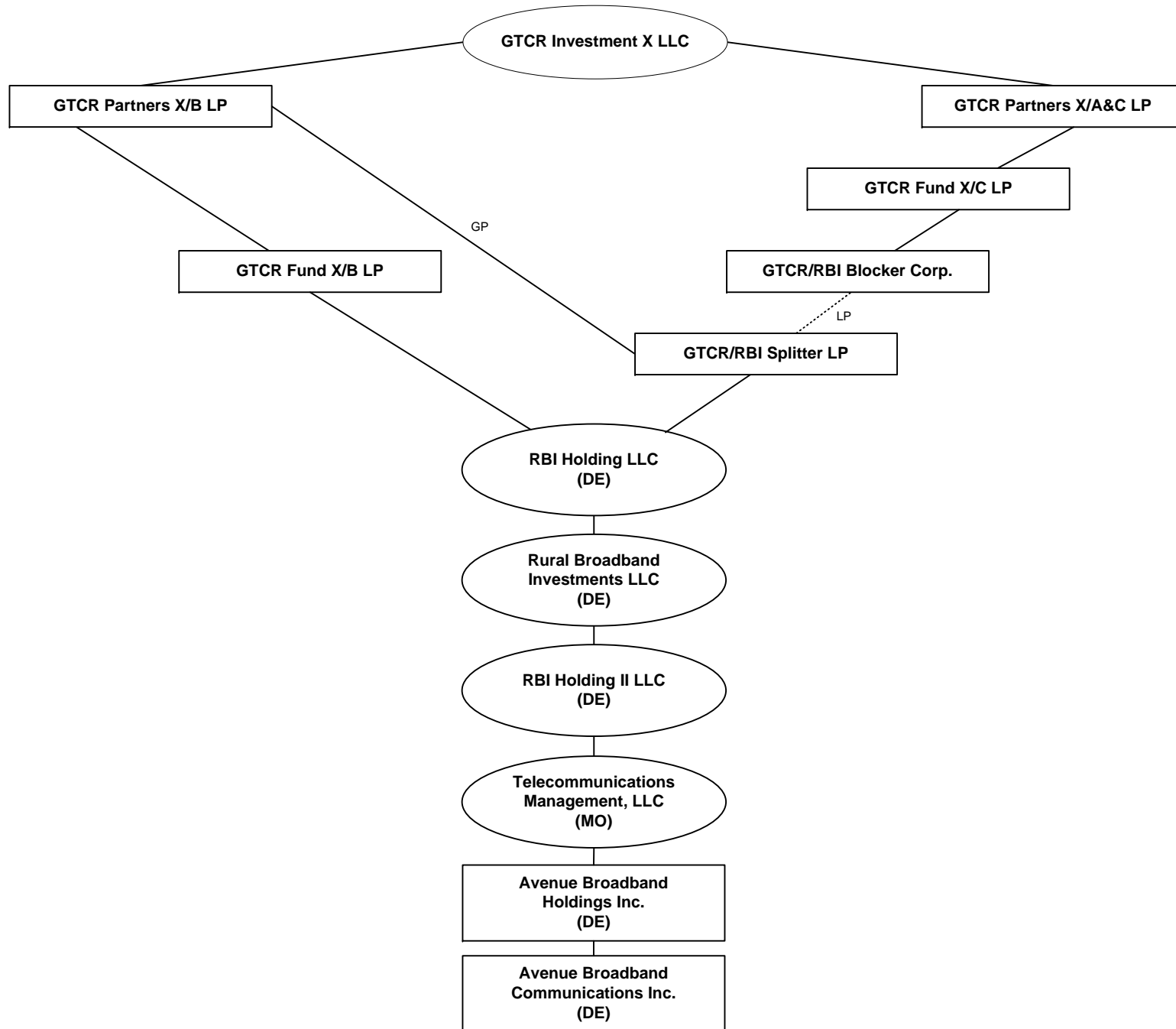
Fund X/C is managed by GTCR Partners X/A&C LP, a Delaware limited partnership. GTCR Partners X/A&C LP is managed by GTCR Investment X LLC.

Each of the owners of GTCR Investment X LLC and each of the holders of 10% or greater of the limited partnership interests of GTCR Partners X/B LP and GTCR Partners X/A&C LP are current or former principals, managing directors, investment professionals or senior executives of GTCR, LLC (or their estate-planning vehicles) (any of the foregoing, a “GTCR Professional”), and each is a U.S. citizen. For more information about GTCR and its professionals, see <http://www.gtcr.com/>. GTCR is a private equity firm.

The address and principal place of business of Fund X/B, Fund X/C, and their affiliates above is:  
c/o GTCR, LLC  
300 North LaSalle Street  
Suite 5600  
Chicago, Illinois 60654

For ease of review, a chart showing the planned, post-consummation ownership structure of Telecommunications Management, LLC and its subsidiaries is attached. For each entity in the chain of ownership leading up to the ultimate controlling entity, the chart depicts any other individual or entity (other than a Fund Limited Partner or GTCR Professional) that directly or indirectly through ownership in such entity holds 10% or more of the equity interests in Telecommunications Management, LLC or that is such entity’s general partner.

# RBI Post-Closing Structure Chart\*



\*Pro forma assuming acquisition of Telecommunications Management, LLC; does not include any owners or limited partners holding less than 10 percent indirect interest in RBI Holding II LLC, or any Fund Limited Partners or GTCR Professionals