

**Notification of *Pro Forma* Transfer of Control  
(Response to Question A21)**

Windstream Corporation (“Windstream”) and Windstream Holdings, Inc. (“Windstream Holdings”), pursuant to Sections 1.948(c)(1) and (d) of the Commission’s rules, hereby notify the Commission that on August 30, 2013 they completed a *pro forma* transfer of control of Windstream and the receive-only earth station registrant referenced in the preceding FCC Form 312 (the “Registrant”).<sup>1</sup> Specifically, through a series of interrelated transactions that closed in quick succession, Windstream Holdings was created and positioned in the chain of ownership as the new, publicly-traded, parent holding company of Windstream (the previous, publicly-traded parent) and its various subsidiaries holding FCC authorizations, including the Registrant. The existing shareholders of Windstream became shareholders of Windstream Holdings in the same amounts and percentages as they held before the transaction. As a result, this transfer of control did not result in any change in the ultimate beneficial ownership of the Registrant, and was thus entirely *pro forma* in nature.

The structural changes to the company effectuated by this transfer of control are intended to increase the company’s overall efficiency, making it more attractive to potential creditors, thereby improving its access to debt and equity capital. This, in turn, enables both the holding company and its operating subsidiaries to keep their cost of capital low. The parties therefore respectfully request that the Commission update its license records to reflect consummation of this *pro forma* change to the Registrant’s ownership.

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<sup>1</sup> 47 C.F.R. § 1.948(c)(1), (d).