

**Exhibit F Related to Public Interest
Response to Item A21 on FCC Form 312-Schedule A**

Axesat, S.A., as applicant and license transferee, seeks Federal Communications Commission (“FCC” or “Commission”) consent to transfer control of the VSAT Network license, Call Sign E070238, from Satélites Mexicanos, S.A. de C.V. (“Satmex”) to Axesat, S.A. The VSAT Network licensee, Enlaces, offers satellite broadband service through a Time Division Multiplexing/Time Division Multiplexing Access (“TDM/TDMA”), including broadband Internet video, data and private network services to its customers.

Pursuant to Section 310 of the Communications Act and Section 25.119 of the Commission’s Rules, the Commission must determine whether the proposed transfer of control of the VSAT Network license will serve the public interest, convenience, and necessity.¹ The Commission’s public interest analysis encompasses the “broad aims of the Communications Act,” including, among other things, whether the transaction enhances competition and accelerates the private sector deployment of advanced services.² The Commission employs a balancing test to determine “whether [the proposed transaction] could result in public interest harms by substantially frustrating or impairing the objectives or implementation of the Communications Act or related statutes” and weighing any potential public interest harms against the potential public interest benefits.³ The Commission has found that proposed transfers of control of satellite authorizations would serve the public interest because potential harms were unlikely to result from the transaction while general benefits, such as “facilitating investment in FCC licenses and permitting investors to realize the full value of their investments,” were likely to result.⁴

¹ 47 U.S.C. § 310(d); 47 C.F.R. § 25.119(a).

² Robert M. Franklin, Transferor, Inmarsat, plc, Transferee, Consolidated Application for Consent to Transfer Control of Stratos Global Corporation and Its Subsidiaries from an Irrevocable Trust to Inmarsat, plc, *Memorandum Opinion and Order and Declaratory Ruling*, 24 FCC Rcd 449, 457 ¶ 17 (internal citations omitted) [hereinafter “*Stratos Order*”]; BRH Holdings GP, Ltd., Transferor and EchoStar Corporation, Transferee Applications for Consent to Transfer Control of Hughes Communications, Inc., Hughes Network Systems, LLC and HNS License Sub, LLC, *Order*, 26 FCC Rcd 7976, 7978-79 ¶ 7 (internal citations omitted). [hereinafter “*BRH Holding GP Ltd. Order*”] Unlike the more complex transactions at issue in *BRH Holding GP, Ltd. Order* and in *Stratos Order* the proposed transfer relates to a single earth station VSAT Network license at issue.

³ *Stratos Order*, 24 FCC Rcd at 455-456 ¶¶ 15-16; *BRH Holding GP, Ltd. Order*, 26 FCC Rcd at 7978-79 ¶ 7.

⁴ See Sirius XM Radio, Inc. Transferor and Liberty Media Corporation, Transferee Applications for Consent to Transfer De Jure Control of Sirius XM Radio, Inc., *Order*, 28 FCC Rcd 6, 11, ¶ 9 (IB 2013) [hereinafter “*Sirius XM Radio Inc. Order*”]. See also, *BRH Holding GP Ltd. Order*, 26 FCC Rcd at 7981, ¶ 15; *Stratos Order*, 24 FCC Rcd at 458-459 ¶¶ 23-24.

On October 25, 2013, Satélites Mexicanos, S.A. de C.V. (“Satmex”) and Holdsat México, S.A.P.I. de C.V. (“Holdsat”), the Mexican companies that together owned one hundred percent (100%) of the shares of Enlaces Integra, S. de R.L. de C.V. (“Enlaces”) signed a Stock Purchase Agreement with Axesat, S.A. and Ingux, S.A., under which (a) Axesat, S.A. would acquire directly all of the shares in Enlaces owned by Satmex and (b) Ingux, S.A. would acquire directly the single share in Enlaces owned by Holdsat. Progress towards consummation of the acquisition proceeded in parallel with the purchase of Satmex by Eutelsat S.A. (which was completed on January 1, 2014) and with the knowledge of Eutelsat S.A. personnel.⁵ The Stock Purchase Agreement is subject to Mexican regulatory approvals, and the parties to the Stock Purchase Agreement have filed requests for approval of the transaction with the relevant Mexican authorities. Approval is expected in April or May, 2014. Once the transaction is approved, Axesat, S.A., as owner of all of the shares of Ingux, S.A., will indirectly own all of the shares of Enlaces, making Enlaces a wholly owned subsidiary of Axesat, S.A.

Axesat, S.A. is a Colombian company with ten years of experience in the satellite communications market with operations in Colombia, Chile, Peru, Ecuador, Central America, and Mexico. Axesat, S.A. specializes in the provision of data, voice, video, wireless broadband Internet, and cellular backhaul services over satellite communications. With advanced technology and a dedicated support structure and service throughout the regions where it operates, Axesat, S.A. is a leader in customer satisfaction. The addition of this VSAT license provides Axesat, S.A. the opportunity to build on its existing core business while expanding into a new geographic market in the United States.

The transfer of control presents no national security or law enforcement issues. Moreover, given that the VSAT Network license is a non-common carrier license, the transfer of control presents no foreign ownership issues under Section 310(b) of the Communications Act.

In sum, Axesat, S.A. is fully qualified to acquire ownership and control of the Enlaces VSAT Network license, Call Sign E070238. The proposed transfer of control will serve the public interest by facilitating investment in FCC licenses and allowing access to the U.S. market by a new competitor. The applicants therefore seek Commission consent to the transfer of control of the VSAT Network license from Satmex to Axesat, S.A.

⁵ Press Release, Eutelsat S.A., Eutelsat Communications concludes acquisition of SATMEX (Jan. 2, 2014), *available at* <http://www.eutelsat.com/en/news/2014/Eutelsat-Satmex.html>.

The following table shows the stock ownership of Enlaces once Mexican authorities authorize the transaction, and the value reflected in the table is in Mexican Pesos.

Shareholders	Nationality	Number of Shares			Total
		Fixed Capital	Variable Capital		
		Series "C"	Series "A"	Series "B"	
Axesat, S.A.	Colombian	\$ 50,000.00	\$ 20,078,939.00	\$ -	\$ 20,128,939.00
Ingux, S.A.	Panamanian	\$ -	\$ -	\$ 1.00	\$ 1.00
Total		\$ 50,000.00	\$ 20,078,939.00	\$ 1.00	\$ 20,128,940.00