

### **Certification and Public Interest Statement**

Pursuant to Section 25.119(i) of the Commission's Rules, Towerstream Corp. ("Towerstream") seeks Federal Communications Commission ("FCC" or "Commission") consent to the proposed *pro forma* transfer of control of its non-common carrier FSS satellite earth station KA412. This *pro forma* transfer of control is a result of a "migratory merger" resulting in a change in incorporation of Towerstream from Delaware to Nevada. A "new" Towerstream Corp. will be formed in Nevada and the existing Towerstream Corp. based in Delaware will be merged into the Nevada corporation, with the Nevada corporation being the surviving entity. There will be no change in the ultimate ownership or control Towerstream as a result of this transaction. There are no customer transition issues related to this transaction. The proposed transaction will have no adverse competitive effects.

Towerstream Corp. (Towerstream) is the real party of interest to this application. Its corporate office is located at 76 Hammarlund Way, Middletown, RI 02842.

Towerstream, a leading provider of fixed wireless services for major markets in the U.S., hereby requests consent from the Federal Communications Commission to the *pro forma* transfer of control of Earth Station License KA412. Towerstream will continue to operate the earth station to provide high quality services to its users.

Towerstream's financial, technical, and legal qualifications to hold and control FCC licenses are matters of public record. The Commission is well aware of Towerstream's qualifications to be a Commission licensee. Accordingly, the requested transfer is in the public interest. Pursuant to 125.119(i) this *pro forma* transfer of control is subject to next day processing by the FCC. Accordingly, Towerstream certifies that it is not requiring a waiver of, or a declaratory ruling pertaining to any applicable FCC rule and that the proposed transfer of control is *pro forma* and will not result in a change in the actual controlling party.