



# PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION  
445 12th STREET S.W.  
WASHINGTON D.C. 20554

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News media information 202-418-0500  
Internet: <http://www.fcc.gov> (or <ftp.fcc.gov>)  
TTY (202) 418-2555

**Report No. TEL-01914S**

**Friday June 29, 2018**

## **Streamlined International Applications Accepted For Filing**

### **Section 214 Applications (47 C.F.R. §§ 63.18, 63.24); Section 310(b) Petitions (47 C.F.R. § 1.5000)**

Unless otherwise specified, the following procedures apply to the applications listed below:

The international Section 214 applications listed below have been found, upon initial review, to be acceptable for filing and subject to the streamlined processing procedures set forth in Section 63.12 of the Commission's rules, 47 C.F.R. § 63.12. These applications are for authority under Section 214 of the Communications Act, 47 U.S.C. § 214(a), to transfer control of an authorized carrier or to assign a carrier's existing authorization; and/or (b) to become a facilities-based international common carrier; and/or (c) to become a resale-based international common carrier.

Pursuant to Section 63.12 of the rules, these Section 214 applications will be granted 14 days after the date of this public notice (see 47 C.F.R. § 1.4 regarding computation of time), and the applicant may commence operations on the 15th day, unless the Commission has informed the applicant in writing, within 14 days after the date of this public notice, that the application, on further examination, has been deemed ineligible for streamlined processing. Pursuant to Section 1.1910(b)(2) of the rules, action will be withheld on any application by any entity found to be delinquent in its debts to the Commission. Applicants should check the Red Light Display System's website at [www.fcc.gov/redlight](http://www.fcc.gov/redlight) to determine if they are delinquent in a debt to the Commission and for information on how to pay the debt.

Communications between outside parties and Commission staff concerning these applications are permitted subject to the Commission's rules for "permit-but-disclose proceedings." See 47 C.F.R. § 1.1206. An application can be removed from streamlined processing only in the sound discretion of Commission staff. The filing of comments or a petition to deny will not necessarily result in an application being deemed ineligible for streamlined processing.

People with Disabilities: To request materials in accessible formats for people with disabilities (braille, large print, electronic files, audio format), send an e-mail to [fcc504@fcc.gov](mailto:fcc504@fcc.gov) or call the Consumer & Governmental Affairs Bureau at 202-418-0530 (voice), 1-888-835-5322 (tty). All applications listed are subject to further consideration and review, and may be returned and/or dismissed if not found to be in accordance with the Commission's rules, regulations, and other requirements.

We request that comments on any of these applications refer to the application file number shown below.

Transfer of Control

**Current Licensee:** American Telephone Company LLC

**FROM:** American Telephone Company LLC

**TO:** Windstream Services, LLC

Application filed for consent to the transfer of control of American Telephone Company LLC (ATC), which holds international section 214 authorization ITC-214-20061201-00539, to Windstream Services, LLC (Windstream). Pursuant to a Membership Interest Purchase Agreement dated May 30, 2018, Windstream will purchase all of the issued and outstanding membership interests of ATC, currently held by five members. Upon closing ATC will become a direct wholly owned subsidiary of Windstream.

Windstream, a Delaware limited liability company, is wholly owned by Windstream Holdings, Inc. (Windstream Holdings), a publicly traded Delaware corporation. The Vanguard Group, Inc. (Vanguard), a U.S. entity, holds approximately 10.99% of Windstream Holdings' common stock and is the sole entity that holds ten percent or greater ownership interest in Windstream Holdings. The following individuals are executives and officers of Vanguard: Mortimer J. (Tim) Buckley (President and CEO), F. William McNabb III (Chairman of the Board), remaining board members are Emerson U. Fullwood, Amy Gutmann, JoAnn Heffernan Heisen, F. Joseph Loughrey, Mark Loughridge, Scott C. Malpass, Deanna Mulligan, Andre F. Perold, Sarah Bloom Raskin, and Peter F. Volanakis. All officers are U.S. citizens, except Mr. Perold, who was born in South Africa.

Transfer of Control

**Current Licensee:** Hudson Fiber Network, Inc.

**FROM:** Tiger Infrastructure Partners Fund LP

**TO:** ExteNet Systems, Inc

Application filed for consent to the transfer of control of Hudson Fiber Network, Inc. (HFN), which holds international section 214 authorization ITC-214-20110412-00099, from its indirect controlling parent, Tiger Infrastructure Partners Fund (Tiger), to ExteNet Systems, Inc. (ESI). Pursuant to a May 21, 2018 Agreement and Plan of Merger, between ESI, ESI Merger Sub, Inc. (Merger Sub), a direct-wholly owned subsidiary of ESI, Hudson Fiber Holdings, Inc. (HF Holdings), the 100% direct parent of HFN, HFN, and Tiger (solely in its capacity as the Securityholder Representative), ESI will acquire all of the outstanding equity interests in HFN. Specifically, Merger Sub will merge with and into HF Holdings, with HF Holdings being the surviving entity. Upon closing, HF Holdings will become a direct wholly-owned subsidiary of ESI, and HFN will remain a direct wholly-owned subsidiary of HF Holdings and will become an indirect wholly-owned subsidiary of ESI.

ESI, a privately held Delaware corporation, is a wholly-owned subsidiary of Odyssey Acquisition, LLC (Odyssey), a Delaware limited liability company. Odyssey is wholly owned by Odyssey Intermediate Holdings, Inc., a Delaware corporation, which in turn is wholly owned by Mount Royal Holdings, LLC (Mount Royal), a Delaware limited liability company.

Mount Royal is owned as follows: (1) Digital Bridge Small Cell Holdings, LLC (Digital Bridge), a Delaware limited liability company (26.9% membership and voting interests) (no entity or individual holds a ten percent or greater interest in Mount Royal through Digital); (2) Stonepeak Communication Holdings LLC (Stonepeak), a Delaware limited liability company (48.0% membership and voting interests); (3) GS Fund Holdings, LLC (GS Fund), a Delaware limited liability company (Approx. 12.8% voting) (indirectly in Mount Royal through control of certain investment funds and holding companies, none of which individually owns or controls a ten percent or greater direct or indirect interest in Mount Royal); (4) TIAA-Stonepeak Investments I, LLC (TIAA-SP I), a Delaware limited liability company (Approx. 10.08%) (indirectly in Mount Royal through an approx. 21.5% limited partnership interest in SP Infrastructure); (5) Teacher Retirement System of Texas (TRST), a Texas State Retirement System (Approx. 4.0% -13.3%) (indirectly in Mount Royal as a limited partner of SP Infrastructure and SP Co-Invest); and (6) Virginia Retirement System (VRS), Virginia State Retirement System (Approx. 4.1-10.0%) (indirectly in Mount Royal as limited partner of SP Infrastructure and SP Co-Invest and member of Digital Bridge).

Stonepeak Infrastructure Fund (Odyssey AIV) LP (SP Infrastructure), a Delaware limited partnership (61% owner of Stonepeak); Stonepeak Communication Holdings LP (SP CoInvest), a Delaware limited partnership (39% owner of Stonepeak). Stonepeak Associates LLC (SP Associates), a Delaware limited liability company, is general partner of SP Infrastructure and SP Co-Invest. Stonepeak GP Holdings LP ((SP GP Holdco), a Delaware limited partnership is the sole member of SP Associates. Stonepeak GP Investors LLC (SP GP Investors), a Delaware limited liability company (60% ownership interest in and as general partner of SP GP Holdco). Stonepeak GP Investors Manager LLC (SP GP Manager), a Delaware limited liability company is the managing member of SP GP Manager. The managing members of SP GP Manager are Michael Dorrell and Trent Vichie. No other entity or individual hold or controls ten percent interest in Mount Royal or Odyssey through Stonepeak.

Broad Street Principal Investments Superholdco LLC (BSPIS), a Delaware limited liability company, is the sole member of GS Fund, and by virtue of its position it holds approximately 12.8% indirect voting interest in Mount Royal and Odyssey. The Goldman Sachs Group, Inc. (Goldman Sachs), a widely held publicly traded company Delaware company, is the sole member of BSPIS, and holds approximately 12.8% indirect voting interest in Mount Royal and Odyssey. No individual shareholder of Goldman Sachs holds a ten percent or greater ownership interest in Sachs, Mount Royal or Odyssey.

TIAA-Stonepeak Investments II, LLC (TIAA-SP II), a Delaware limited liability company, holds approximately 19.2% indirect interest in Mount Royal through approximately 40.0% limited partner interest in SP GP Holdco. Teachers Insurance and Annuity Association of America (TIAA), a New York based life insurance company holds approximately 19.2% indirect interest in Mount Royal as (i) 100% owner of TIAA-SP I and TIAA-SP II and (ii) as the direct or indirect owner of another entity that might have a less than 10% ownership interest in Stonepeak or SP Co-Invest. No person or entity owns or controls a ten percent or greater interest in Mount Royal or Odyssey through TIAA-SP I, TIAA-SP II or TIAA.

No other entity or individual owns or controls a ten percent or greater interest in ESI, Mount Royal or Odyssey through TRST or VRS

**INFORMATIVE**

**ITC-T/C-20180517-00094**

Mitel Cloud Services, Inc.

This application has been removed from Streamlined processing pursuant to Section 63.12(c)(3) of the Commission's rules.

**REMINDERS:**

Applicants must certify that neither the applicant nor any party to the application is subject to a denial of federal benefits by federal and/or state courts under authority granted in 21 U.S.C. § 862. See 47 C.F.R. §§ 1.2001-.2003.