



# PUBLIC NOTICE

FEDERAL COMMUNICATIONS COMMISSION  
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**Report No. SCL-00175**

**DA No. 16-16**  
**Friday January 8, 2016**

## **Actions Taken Under Cable Landing License Act**

### **Section 1.767(a) Cable Landing Licenses, Modifications, and Assignments or Transfers of Control of Interests in Cable Landing Licenses (47 C.F.R. § 1.767(a))**

By the Chief, Telecommunications and Analysis Division, International Bureau:

Pursuant to An Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34-39 (Cable Landing License Act), Executive Order No. 10530, Exec. Ord. No. 10530 reprinted as amended in 3 U.S.C. § 301, and section 1.767 of the Commission's rules, 47 C.F.R. § 1.767, the following applications ARE GRANTED. These grants of authority are taken under section 0.261 of the Commission's rules, 47 C.F.R. § 0.261. Petitions for reconsideration under section 1.106 or applications for review under section 1.115 of the Commission's rules, 47 C.F.R. §§ 1.106, 1.115, may be filed within 30 days of the date of this public notice.

These applications have been coordinated with the Department of State and other Executive Branch agencies pursuant to section 1.767(b) of the Commission's rules, 47 C.F.R. § 1.767(b), and consistent with procedures established with the Department of State. See Review of Commission Consideration of Applications under the Cable Landing License Act, IB Docket No. 00-106, Report and Order, 16 FCC Rcd 22167, 22192-93, paras. 51-52 (2001) (Submarine Cable Landing License Report and Order); Streamlined Procedures for Executive Branch Review of Submarine Cable Landing License Requests, State Department Media Note (Revised) (rel. Dec. 20, 2001) available at <http://2001-2009.state.gov/r/pa/prs/ps/2001/6951.htm>.

This public notice serves as each cable landing licensee's Cable Landing License, or modification thereto, pursuant to the Cable Landing License Act and sections 1.767 and 1.768 of the Commission's rules. Cable landing licensees should review carefully the terms and conditions of their licenses. Failure to comply with these terms and conditions or relevant Commission rules and policies could result in fines or forfeitures.

Transfer of Control

Grant of Authority

Date of Action: 01/07/2016

**Current Licensee:** Allstream Fiber US, Inc.

**FROM:** MTS Inc.

**TO:** Zayo Group, LLC

Application for consent to transfer of control of the interest in the cable landing license for the AmeriCan-1 submarine cable system (AmeriCan-1 cable), SCL-MOD-19990901-00015, SCL-LIC-19980123-00002, held by Allstream Fiber US, Inc. (Allstream-US), from MTS Inc. (MTS) to Zayo Group, LLC (Zayo).

The AmeriCan-1 cable system is a non-common carrier fiber-optic cable system extending between the United States and Canada. Allstream-US and three other cable licensees each hold a one-quarter interest in the capacity and related support facilities of the AmeriCan-1 cable, and jointly own the U.S. cable landing station at Seattle, Washington. The other three cable licensees are: (1) Leducor Industries, Inc., a Washington company ultimately owned by the Leducor Group, a privately-held Canadian company, (2) CNCS Inc., a Delaware company ultimately owned by Rogers Communications, Inc. (Rogers Communications), a publicly-traded Canadian company; and (3) Marine Cable Corporation, a Delaware company ultimately owned by BCE, Inc., a publicly-traded Canadian holding company. Rogers Communications is the manager of the U.S. cable landing station. The ownership interests in these three other licensees is not affected by the proposed transaction.

Allstream-US, a Delaware corporation, is a wholly-owned direct subsidiary of MTS, a Canadian company that is wholly-owned, on an indirect basis, by Manitoba Telecom Services Inc., a publicly-traded Canadian holding company. As part of a larger transaction, Zayo will acquire 100 percent of the equity of Allstream-US, which will become, post-consummation, a wholly-owned subsidiary of Zayo.

Upon completion of the transaction, the following individuals and entities will have a 10% or greater direct or indirect ownership interest in Allstream-US: (1) Zayo Group, LLC, a Delaware company (100% direct ownership interest in Allstream-US), (2) Zayo Group Holdings, Inc. (Holdings), a publicly-traded Delaware company (100% direct ownership interest in Zayo), (3) GTCR Partners X/A&C LP, a U.S. investment partnership (18.7% indirect ownership in Holdings as the general partner of (i) GTCR Fund X/A LP (9.31% direct interest in Holdings), (ii) GTCR Fund X/C LP (2.67% direct interest in Holdings), and (iii) GTCR Investors (CII) LP (6.73% direct interest in Holdings)), and (4) GTCR Investment X LLC, a U.S. investment company (18.79% indirect ownership interest in Holdings as the general partner of (i) GTCR Partners X/A&C LP and (ii) GTCR Co-Invest X/C LP (0.08% direct interest in Holdings)). No other person or entity will own a ten percent or greater direct or indirect equity or voting interest in Allstream-US.

Applicants agree to abide by the routine conditions specified in section 1.767(g) of the Commission's rules, 47 C.F.R. § 1.767(g).

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