



PUBLIC NOTICE

Federal Communications Commission
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COMMISSION SEEKS COMMENT ON APPLICATION OF COMCAST BUSINESS COMMUNICATIONS, INC. FOR A PRO FORMA TRANSFER OF CORPORATE CONTROL

PLEADING CYCLE ESTABLISHED

CC Docket No. 01-275

On September 11, 2001, Comcast Business Communications, Inc. (“CBC”), filed an application pursuant to section 214 of the Communications Act of 1934, as amended (the Act), 47 U.S.C. § 214, requesting authority to complete a *pro forma* transfer of corporate control, whereby Comcast Business Communications Holdings, Inc. (“Comcast Holdings”) will become its new parent holding company; the ultimate parent company, Comcast Corporation (“Comcast”), will remain the same.¹ Under the terms of the proposed transaction, CBC’s stock will be transferred to Comcast Holdings, an indirect subsidiary of Comcast, which will then become the immediate parent of CBC. According to CBC, this change is *pro forma* because the ultimate parent of CBC is, and will remain, Comcast.²

CBC is authorized to provide domestic interstate services pursuant to section 63.01 of the

¹ See *Application for Authority Under Section 214 of the Communications Act of 1934, as Amended, for Pro Forma Transfer of Control of a Common Carrier Providing Domestic Interstate Service* (filed Sept. 13, 2001) (*Comcast Application*). On January 8, 1997, CBC received section 214 authority to provide limited global resale telecommunications services. In the international context, where an assignment or transfer of control is *pro forma* within the meaning of section 63.24, an assignee or carrier that is the subject of a *pro forma* transfer of control need not obtain prior Commission approval. See 47 C.F.R. § 63.24(b). However, a *pro forma* assignee must notify the Commission no later than 30 days after the assignment is consummated. See 47 C.F.R. § 63.24(b). Pursuant to section 63.24 of the Commission’s rules, CBC, as a carrier with an international section 214 authorization, is also filing notice of a *pro forma* transfer of control. *Comcast Application* at 3.

² In a *Notice of Proposed Rulemaking* released on July 20, 2001, the Commission sought comment on what, if any, treatment should apply where an internal corporate restructuring results in a new or existing subsidiary assuming interstate carrier operations under section 214 from an existing parent or affiliated company. *Implementation of Further Streamlining Measures for Domestic Section 214 Authorizations*, CC Docket No. 01-150, FCC 01-205 (rel. July 20, 2001).

Commission's rules, 47 C.F.R. § 63.01.³ CBC is also authorized to provide intrastate and interexchange service in the continental U.S., and local exchange service in seven states and the District of Columbia.⁴ CBC asserts that the proposed transaction will serve the public interest, convenience, and necessity because the proposed transaction involves no change in the entity providing service to customers nor does it propose any change to the terms and conditions of such service.⁵

SECTION 214 APPLICATION

Part 63 – Domestic Service (47 C.F.R. § 63.01)

CBC requests authority to complete a *pro forma* transfer of control, whereby Comcast Holdings will become its new parent holding company and its ultimate parent company will remain the same. The application has been assigned **CC Docket No. 01-275**.⁶

GENERAL INFORMATION

The application listed herein has been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or policies. Interested parties may file comments or petitions to deny within 30 days following the release of this Public Notice.⁷ Final action will not be taken on this application earlier than 30 days following the date of this Public Notice. All filings concerning any or all of the matters referenced in this Public Notice should refer to **CC Docket No. 01-275**.

Interested parties should file an original and seven copies of all pleadings. An additional copy of all pleadings must also be sent to Janice M. Myles, Common Carrier Bureau, FCC, Room 5-C327, 445 12th Street, S.W., Room C327, Washington, D.C. 20554. The full text of this document is available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12th Street, S.W., Room CY-A257, Washington, D.C., 20554. This document may also be purchased from the Commission's duplicating contractor, Qualex International, Portals II, 445 12th Street, S.W., Room CY-B402, Washington, D.C., 20554, telephone (202) 863-2893, facsimile (202) 863-2898, or via e-mail qualexint@aol.com.

³ *Comcast Application* at 2.

⁴ *Id.*

⁵ *Id.* at 4.

⁶ CBC requests that its application be accorded expedited treatment due to the fact that the transfer of control is *pro forma* in nature. *Id.* at 1 n.1. However, because treatment of such applications is the subject of an ongoing rulemaking, we will place the application on Public Notice for the standard 30-day period in our rules.

⁷ *See* 47 C.F.R. § 63.52(c).

Comments or petitions to deny filed through the ECFS can be sent as an electronic file via the Internet to <http://www.fcc.gov/e-file/efcs.html>. Generally, only one copy of an electronic submission must be filed. If multiple docket or rulemaking numbers appear in the caption of this proceeding, however, commenters must transmit one electronic copy of the comments for each docket or rulemaking number referenced in the caption. In completing the transmittal screen, commenters should include their full name, Postal Service mailing address, and the applicable docket or rulemaking number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions for e-mail comments, commenters should send an e-mail to ecfs@fcc.gov, and should include the following words in the body of the message, “get form <your e-mail address.” A sample form and directions will be sent in reply.

For further information, contact Aaron Goldberger, Policy and Program Planning Division, Common Carrier Bureau, at (202) 418-1580.