



# PUBLIC NOTICE

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DA No. 11-565

Report No. SCL-00115

Wednesday March 30, 2011

## 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, Policy 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.

The Commission most recently amended its rules applicable to submarine cable landing licenses in Review of Commission Consideration of Applications under the Cable Landing License Act, IB Docket No. 00-106, FCC 01-332, 16 FCC Rcd 22167 (2001), 67 Fed. Reg. 1615 (Jan. 14, 2002). An updated version of sections 1.767 and 1.768 of the rules is available at <http://www.fcc.gov/ib/pd/pf/telecomrules.html>. See also [http://hraunfoss.fcc.gov/edocs\\_public/attachmatch/DA-02-598A1.pdf](http://hraunfoss.fcc.gov/edocs_public/attachmatch/DA-02-598A1.pdf) for a March 13, 2002 Public Notice; [http://hraunfoss.fcc.gov/edocs\\_public/attachmatch/FCC-01-332A1.pdf](http://hraunfoss.fcc.gov/edocs_public/attachmatch/FCC-01-332A1.pdf) for the December 14, 2001 Report and Order.

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**SCL-ASG-20110112-00002**      P      Hawaiian Telcom, Inc.

Assignment

Grant of Authority

Date of Action: 03/28/2011

**Current Licensee:** GTE Hawaiian Telephone Company

**FROM:** GTE Hawaiian Telephone Company

**TO:** Hawaiian Telcom, Inc.

Application for consent to the assignment of the cable landing license for the Hawaii Interisland Cable System, SCL-LIC-19921015-00008 (Old File No. S-C-L-93-003) from GTE Hawaiian Telephone Company to Hawaiian Telcom, Inc. (HTI). The Hawaii Interisland Cable System links the islands of Kauai, Oahu, Maui and Hawaii.

On May 21, 2004, GTE Corporation and Verizon Holdco LLC entered into an Agreement of Merger with Paradise MergerSub to transfer control of GTE Hawaiian Telephone Company, which had been renamed Verizon Hawaii. At that time GTE Corporation was a wholly-owned subsidiary of Verizon Inc., and Verizon Hawaii and Verizon Holdco were wholly-owned subsidiaries of GTE Corporation. Control of Verizon Hawaii was transferred from GTE Corporation to Verizon Holdco, and then Verizon Holdco was merged into Paradise MergerSub, with Paradise MergerSub being the surviving entity. Verizon Hawaii thus became a wholly-owned subsidiary of Paradise MergerSub. (The Parties filed various applications related to the transaction at that time, which were granted by the Commission, but did not file an application regarding the cable landing license -- SCL-LIC-19921015-00008.) Paradise MergerSub was subsequently renamed Hawaiian Telcom Communications, Inc. (HTCI) and Verizon Hawaii subsequently changed its name to Hawaiian Telcom Inc.

HTI is a wholly-owned subsidiary of HTCI, which is wholly owned by Hawaiian Telcom Holdco, Inc. (Holdco). At the time of the transaction, Carlyle Partners III Hawaii, L.P., CP III Coinvestment, L.P. and Carlyle Hawaii Partners, L.P. (The Carlyle Group), a private equity firm, owned 100 percent of Holdco.

Grant of this application is without prejudice to any enforcement action by the Commission for non-compliance with Cable Landing License Act of 1921, 47 U.S.C. §§ 35-39, or the Communications Act of 1934, as amended, 47 U.S.C. §§ 151 et seq., or the Commission's rules.

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**SCL-T/C-20110112-00003**      P      Hawaiian Telcom, Inc.

Transfer of Control

Grant of Authority

Date of Action: 03/28/2011

**Current Licensee:** Hawaiian Telcom, Inc.

**FROM:** Hawaiian Telcom HoldCo, Inc.

**TO:** Hawaiian Telcom HoldCo, Inc.

Application for consent to the transfer of control of the cable landing license for the Hawaii Interisland Cable System, SCL-LIC-19921015-00008 (Old File No. S-C-L-93-003) held by Hawaiian Telcom, Inc. (HTI), from the previous shareholders of Hawaiian Telcom Holdco, Inc. (Holdco) to the new shareholders of Holdco. The Hawaii Interisland Cable System links the islands of Kauai, Oahu, Maui and Hawaii.

HTI is a wholly-owned subsidiary of Hawaiian Telcom Communications, Inc. (HTCI), which is wholly owned by Holdco. Carlyle Partners III Hawaii, L.P., CP III Coinvestment, L.P., and Carlyle Hawaii Partners, L.P. (The Carlyle Group), a private equity firm, together with Carlyle Partners III-UST Hawaii, L.P., held 100 percent of Holdco prior to the transfer of control that is the subject of this application.

On December 1, 2008, HTI, HTCI and Holdco filed voluntary petitions for relief under Chapter 11 of the U.S. Bankruptcy Code. On December 30, 2009, the Bankruptcy Court issued an order approving a Plan of Reorganization. Hawaiian Telcom Communications, Inc. et al., Ch. 11, Case No. 08-02005, Order Confirming the Joint Chapter 11 Plan of Reorganization of Hawaiian Telcom Communications, Inc. and its Debtor Affiliates (Bankr. D. Haw. Dec. 30, 2009). (The Parties filed various applications related to the transaction at that time, which were granted by the Commission, but did not file an application regarding the cable landing license -- SCL-LIC-19921015-00008.)

Under the Plan of Reorganization, the Holdco common stock held by Holdco's owners was cancelled, and new Holdco common stock was issued to the Senior Secured Parties of HTI, subject to dilution in accordance with the terms of the Plan of Reorganization. The Senior Secured Parties consisted of U.S. and foreign-organized banks, mutual funds, collateralized loan obligations, hedge funds, and similar institutions and funds. The new Holdco common stock is publicly traded and, for at least two years, will be subject to restrictions preventing a person that controls 4.75 percent or more of the stock from acquiring any additional shares without prior approval from the Holdco Board of Directors.

Cerberus Series Four Holdings, LLC (Cerberus) has a 10.3% ownership interest in Holdco. Cerberus is a private equity vehicle whose sole member is series four of Cerberus Institutional Partners, L.P. (CIP-4). The sole general partner of CIP-4 is Cerberus Institutional Associates, L.L.C., which is 100% owned and controlled by U.S. entities or individuals. No other individual or entity holds a 10 percent or greater direct or indirect equity or voting interest in Holdco or HTI.

Grant of this application is without prejudice to any enforcement action by the Commission for non-compliance with Cable Landing License Act of 1921, 47 U.S.C. §§ 35-39, or the Communications Act of 1934, as amended, 47 U.S.C. §§ 151 et seq., or the Commission's rules.

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