



# PUBLIC NOTICE

**Federal Communications Commission**  
**445 12<sup>th</sup> St., S.W.**  
**Washington, D.C. 20554**

**News Media Information 202 / 418-0500**  
**Internet: <http://www.fcc.gov>**  
**TTY: 1-888-835-5322**

**DA 12-319**

**Released: February 29, 2012**

## **DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF WILSHIRE CONNECTION, LLC AND NTC NETWORK, LLC TO WILCON HOLDINGS, LLC**

### **STREAMLINED PLEADING CYCLE ESTABLISHED**

**WC Docket No. 12-49**

**Comments Due: March 14, 2012**

**Reply Comments Due: March 21, 2012**

On February 10, 2012, Wilshire Connection, LLC (Wilshire), NTC Network, LLC (NTC), and Wilcon Holdings, LLC (Wilcon) (together, Applicants) filed an application pursuant to section 63.03 of the Commission's rules to transfer control of Wilshire and its wholly owned subsidiary, NTC, to Wilcon.<sup>1</sup>

Wilshire, a Delaware limited liability company, and NTC, a California limited liability company, operate on a consolidated basis to provide transport services and interconnection facilities in Los Angeles, California. Applicants state that the following persons and entities currently hold a 10 percent or greater equity interest in Wilshire: Goodwin Gaw, Hong Kong Special Administrative Region citizenship, Telecom Asset Management Company, Inc., U.S. citizenship, and City Resources, Inc., U.S. citizenship.<sup>2</sup>

Wilcon, a Delaware limited liability company, does not itself currently provide telecommunications services. Applicants state that the following U.S. based entities hold a 10 percent or greater equity ownership interest in Wilcon: Pamlico Capital Fund II, L.P. (77 percent) and Pamlico Capital Co-Invest Fund II, L.P. (23 percent). Pamlico Capital Fund II, L.P. is controlled by its general partner, Pamlico Capital GP II, LLC, a Delaware limited liability company that has a one percent equity ownership interest in the fund. Pamlico Capital Co-Invest Fund II, L.P. is controlled by its general partner, Pamlico Capital Co-Invest GP II, LLC, a Delaware limited liability company that has a 2.5 percent equity ownership interest in the fund. Applicants further state that a Board of Managers, who are all U.S. citizens, control the two general partners. The managers are: Scott B. Perper, Frederick W. Eubank, II, and L. Watts Hamrick, III.<sup>3</sup> Wachovia Investors, Inc., a U.S. corporation, owns 100 percent

<sup>1</sup> 47 C.F.R. § 63.03; *see* 47 U.S.C. § 214. Applicants filed a supplement to their application on February 28, 2012.

<sup>2</sup> Applicants state that Mark Messana and Dan Brown, both U.S. citizens, hold a 10 percent or greater ownership interest in Telecom Asset Management Company, Inc., and Eric Bender and Willy Ma, both U.S. citizens, hold a 10 percent or greater ownership interest in City Resources, Inc.

<sup>3</sup> Applicants further state that Scott B. Perper, Frederick W. Eubank, II, and L. Watts Hamrick, III each owns a 10 percent or greater equity interest in Pamlico Capital Co-Invest GP, II, LLC and Pamlico Capital GP II, LLC. In addition, Walker C. Simmons and Arthur C. Roselle, both U.S. citizens, and Huntley Place Investment II, LLC, a

of Wilcon through its investment in Pamlico Capital Fund II, L.P.<sup>4</sup> Wells Fargo & Company, a U.S. corporation, holds a 100 percent ownership interest in Wachovia Investors, Inc. Applicants state that no person or entity holds a 10 percent or greater equity ownership interest in Wells Fargo & Company. Applicants state that no entity holding an equity ownership interest in Pamlico Capital Co-Invest Fund II, L.P. holds an interest that, alone or in combination with interests held in any other entity, would amount to a 10 percent or greater interest in Wilcon.

Pursuant to the terms of the proposed transaction, Wilcon will acquire 100 percent direct ownership and control of Wilshire, along with a 100 percent indirect ownership and control of NTC, which will remain a wholly owned subsidiary of Wilshire. Applicants assert that proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(2)(i) of the Commission's rules and that a grant of the application will serve the public interest, convenience, and necessity.<sup>5</sup>

Domestic Section 214 Application Filed for the Transfer of Control of Wilshire Connection, LLC and NTC Network, LLC to Wilcon Holdings, LLC, WC Docket No. 12-49 (filed Feb. 10, 2012).

### **GENERAL INFORMATION**

The transfer of control identified herein has been found, upon initial review, to be acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to section 63.03(a) of the Commission's rules, 47 CFR § 63.03(a), interested parties may file comments **on or before March 14, 2012**, and reply comments **on or before March 21, 2012**. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31<sup>st</sup> day after the date of this notice.<sup>6</sup> Comments should be filed using the Commission's Electronic Comment Filing System (ECFS). See *Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

- Electronic Filers: Comments may be filed electronically using the Internet by accessing the ECFS: <http://fjallfoss.fcc.gov/ecfs2/>.

#### **In addition, e-mail one copy of each pleading to each of the following:**

- 1) The Commission's duplicating contractor, Best Copy and Printing, Inc., [fcc@bcpiweb.com](mailto:fcc@bcpiweb.com); phone: (202) 488-5300; fax: (202) 488-5563;
- 2) Tracey Wilson, Competition Policy Division, Wireline Competition Bureau, [tracey.wilson@fcc.gov](mailto:tracey.wilson@fcc.gov);

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U.S. entity controlled by L. Watts Hamrick, III, each also owns a non-voting 10 percent or greater interest in Pamlico Capital Co-Invest GP, II, LLC and Pamlico Capital GP II, LLC.

<sup>4</sup> Wachovia Investments, Inc. holds a 10 percent or greater ownership interest in the following entities that provide competitive telecommunications services in the U.S.: Light Tower Fiber LLC/Open Access Acquisition, LLC, Light Tower Fiber Long Island LLC, Hudson Valley DataNet, LLC, Connecticut DataNet, LLC, New Jersey DataNet Telecom LLC, Verosity Technology Partners, LLC, CCG Communications, LLC, ALEC, Inc., and Singlepipe Communications, Inc.

<sup>5</sup> 47 C.F.R. § 63.03(b)(2)(i).

<sup>6</sup> Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.

- 3) Jodie May, Competition Policy Division, Wireline Competition Bureau, [jodie.may@fcc.gov](mailto:jodie.may@fcc.gov); and
- 4) Jim Bird, Office of General Counsel, [jim.bird@fcc.gov](mailto:jim.bird@fcc.gov).

Filings and comments are 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. They may also be purchased from the Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554; telephone: (202) 488-5300; fax: (202) 488-5563; e-mail: [fcc@bcpiweb.com](mailto:fcc@bcpiweb.com); url: [www.bcpiweb.com](http://www.bcpiweb.com).

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For further information, please contact Tracey Wilson at (202) 418-1394 or Jodie May at (202) 418-0913.

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