



PUBLIC NOTICE

Federal Communications Commission
45 L St., N.E.
Washington, D.C. 20554

News Media Information 202 / 418-0500
Internet: <http://www.fcc.gov>

DA 22-583
Released: May 25, 2022

**DOMESTIC SECTION 214 APPLICATION FILED FOR
THE TRANSFER OF CONTROL OF BLUE SKY NETWORK, LLC
TO ACR GROUP BORROWER LLC**

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 22-213

Comments Due: June 8, 2022
Reply Comment Due: June 15, 2022

By this Public Notice, the Wireline Competition Bureau seeks comment from interested parties on an application filed by Blue Sky Network, LLC (BSN), Kerwood Capital Partners, LLC (Kerwood), and ACR Group Borrower LLC (ACR) (collectively, Applicants), pursuant to section 214 of the Communications Act of 1934, as amended, and sections 63.03-04 of the Commission's rules, requesting consent to transfer control of BSN from Kerwood to ACR.¹

BSN, a Delaware limited liability company, provides interstate interexchange voice calling services via the Iridium satellite network in all fifty states, the District of Columbia, and any U.S. territories or possessions. BSN is a wholly-owned subsidiary of BSN Midco, LLC, which is in turn a wholly-owned subsidiary of Kerwood.

ACR, a Delaware limited liability company, and its affiliates, do not provide telecommunications services. ACR's equity is indirectly held, through a series of U.S. entities, by The Jordan Company GP, LLC, a Delaware limited liability company. The following U.S. citizens hold a 10% or greater equity interest in The Jordan Company GP, LLC: Richard Caputo (25%) and Jay Jordan (16%). Applicants state that no other entity will hold a 10% or greater equity interest post-consummation.

On May 4, 2022, ACR entered into a Membership Interest Purchase Agreement pursuant to which ACR agreed to purchase 100% of the issued and outstanding membership interests of BSN from Kerwood.

¹ See 47 U.S.C. § 214; 47 CFR §§ 63.03-04. Applicants also filed applications for the transfer of authorizations associated with international services. Applicants filed a supplement to the application on May 23, 2022. Letter from Howard W. Waltzman and Michael A. Leibner, Counsel to ACR Borrower LLC and Jennifer L. Kostyu, Counsel to Kerwood Capital Partners, LLC and Blue Sky Network, LLC, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 22-213 (filed May 23, 2022). Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications.

Applicants request streamlined treatment of the proposed transaction under the Commission's rules and assert that a grant of the application would serve the public interest, convenience, and necessity. We accept the application for filing under section 63.03(b)(1)(ii) of the Commission's rules.²

Domestic Section 214 Application Filed for the Transfer of Control of
Blue Sky Network, LLC to ACR Group Borrower LLC,
WC Docket No. 22-213 (filed May 16, 2022).

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 June 8, 2022**, and reply comments **on or before June 15, 2022**. Pursuant to section 63.52 of the Commission's rules, 47 CFR § 63.52, commenters must serve a copy of comments on the Applicants no later than the above comment filing date. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.

Pursuant to section 63.03 of the Commission's rules, 47 CFR § 63.03, parties to this proceeding should file any documents using the Commission's Electronic Comment Filing System (ECFS): <http://apps.fcc.gov/ecfs/>.

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

- 1) Myrva Charles, Competition Policy Division, Wireline Competition Bureau, myrva.charles@fcc.gov;
- 2) Dennis Johnson, Competition Policy Division, Wireline Competition Bureau, dennis.johnson@fcc.gov;
- 3) Sumita Mukhoty, Telecommunications and Analysis Division, International Bureau, sumita.mukhoty@fcc.gov; and
- 4) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

People with Disabilities: We ask that requests for accommodations be made as soon as possible in order to allow the agency to satisfy such requests whenever possible. Send an email to fcc504@fcc.gov or call the Consumer and Governmental Affairs Bureau at (202) 418-0530.

The proceeding in this Notice shall be treated as a "permit-but-disclose" proceeding in accordance with the Commission's *ex parte* rules. Persons making *ex parte* presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral *ex parte* presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the *ex parte* presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter's written comments, memoranda or other filings in the

² 47 CFR § 63.03(b)(1)(ii).

proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during *ex parte* meetings are deemed to be written *ex parte* presentations and must be filed consistent with rule 1.1206(b), 47 CFR § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission's *ex parte* rules.

To allow the Commission to consider fully all substantive issues regarding the application in as timely and efficient a manner as possible, petitioners and commenters should raise all issues in their initial filings. New issues may not be raised in responses or replies.³ A party or interested person seeking to raise a new issue after the pleading cycle has closed must show good cause why it was not possible for it to have raised the issue previously. Submissions after the pleading cycle has closed that seek to raise new issues based on new facts or newly discovered facts should be filed within 15 days after such facts are discovered. Absent such a showing of good cause, any issues not timely raised may be disregarded by the Commission.

For further information, please contact Myrva Charles at (202) 418-1506 or Dennis Johnson at (202) 418-0809.

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³ See 47 CFR § 1.45(c).