

Before the
Federal Communications Commission
Washington, D.C. 20554

In the Matter of
United Wireless Holdings, Inc.
Holding Various Licenses in the Wireless Radio
Services
File No.: EB-IHD-22-00034120
NAL/Acct. No.: 202332080031
FRN: 0016583965

ORDER

Adopted: June 30, 2023

Released: June 30, 2023

By the Chief, Enforcement Bureau:

1. The Enforcement Bureau of the Federal Communications Commission (Commission) has entered into a Consent Decree to resolve its investigation into whether United Wireless Holdings, Inc. violated the Commission’s rules pertaining to reporting and obtaining approval for foreign ownership (alien ownership restrictions) and reporting pro forma transfers of control. To settle this matter, United Wireless agrees to implement a Compliance Plan and pay a \$15,000 civil penalty.

2. After reviewing the terms of the Consent Decree and evaluating the facts before us, we find that the public interest would be served by adopting the Consent Decree and terminating the referenced investigation regarding United Wireless’ compliance with the Commission’s foreign ownership limits in sections 310(b)(4) and (d) of the Communications Act of 1934, as amended (Act),¹ and sections 1.948(d) and 1.5001(i) of the Commission’s rules.²

3. In the absence of material new evidence relating to this matter, we do not set for hearing the question of United Wireless’ basic qualifications to hold or obtain any Commission license or authorization.³

4. Accordingly, IT IS ORDERED that, pursuant to section 4(i) of the Act, 47 U.S.C. § 154 (i), and the authority delegated by sections 0.111 and 0.311 of the Commission’s rules, 47 CFR §§ 0.111, 0.311, the attached Consent Decree IS ADOPTED and its terms incorporated by reference.

5. IT IS FURTHER ORDERED that the above-captioned matter IS TERMINATED.

1 47 U.S.C. § 310(b)(4), (d).

2 47 CFR §§ 1.948(d), 1.5001(i).

3 See 47 CFR § 1.93(b).

6. **IT IS FURTHER ORDERED** that a copy of this Order and Consent Decree shall be sent by email to Elizabeth Sachs, Esq., Lukas, LaFuria, Lantor & Sachs, LLP, 8350 Broad St., Suite 1450 Tysons, VA 22102 at lsachs@fcclaw.com.

FEDERAL COMMUNICATIONS COMMISSION

Loyaan A. Egal
Chief
Enforcement Bureau

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United Wireless Holdings, Inc.)	File No.: EB-IHD-22-00034120
)	CD Acct. No.: 202332080031
Holding Various Licenses in the Wireless Radio)	FRN: 0016583965
Services)	
)	

CONSENT DECREE

1. The Enforcement Bureau of the Federal Communications Commission and United Wireless Holdings, Inc. (United Wireless), by their authorized representatives, hereby enter into this Consent Decree for the purpose of terminating the Enforcement Bureau’s investigation into whether United Wireless Holdings, Inc. violated sections 310(b)(4) and (d) of the Communications Act of 1934, as amended (Act),¹ and sections 1.948(d) and 1.5001(i) of the Commission’s rules.² These violations pertain to reporting and obtaining approval for foreign ownership (alien ownership restrictions) and reporting *pro forma* transfers of control. To settle this matter, United Wireless agrees to implement a Compliance Plan and pay a \$15,000 civil penalty (Civil Penalty).

I. DEFINITIONS

2. For the purposes of this Consent Decree, the following definitions shall apply:
- (a) “Act” means the Communications Act of 1934, as amended.³
 - (b) “Adopting Order” means an order of the Bureau adopting the terms of this Consent Decree without change, addition, deletion, or modification.
 - (c) “Bureau” means the Enforcement Bureau of the Federal Communications Commission.
 - (d) “CD Acct. No.” means account number 202332080031, associated with payment obligations described in paragraph 24 of this Consent Decree.
 - (e) “Commission” and “FCC” mean the Federal Communications Commission and all of its bureaus and offices.
 - (f) “Communications Laws” means collectively, the Act, the Rules, and the published and promulgated orders and decisions of the Commission to which United Wireless is subject by virtue of its business activities, including but not limited to sections 310(b)(4) and (d) of the Act and sections 1.948 1.5001(h) of the Commission’s rules.
 - (g) “Company” and “United Wireless” means United Wireless Holdings, Inc., and includes its affiliates, subsidiaries, predecessors-in-interest, and successors-in-interest.

¹ 47 U.S.C. § 310(b)(4), (d).

² 47 CFR §§ 1.948(d), 1.5001(i).

³ 47 U.S.C. § 151 *et seq.*

- (h) “Compliance Officer” means the individual designated at paragraph 17 of this Consent Decree as the person responsible for administration of the Compliance Plan.
- (i) “Compliance Plan” means the compliance obligations, program, and procedures described in this Consent Decree at paragraph 18. The Plan provides for obligations to continue for three years from the effective date. All obligations thereunder are waived for any period in those years during which United Wireless Holding, Inc. does not hold FCC authorizations.
- (j) “Covered Employees” means all employees and agents of United Wireless who perform, supervise, oversee, or manage the performance of, duties that relate to United Wireless’ responsibilities under the Commission rules relating to reporting/seeking approval for foreign ownership and transfer of controls.
- (k) “Effective Date” means the date by which both the Bureau and United Wireless have signed the Consent Decree and the Bureau has released an Adopting Order.
- (l) “Investigation” means the investigation commenced by the Bureau in EB-IHD-22-00034120 regarding whether United Wireless violated the rules relating to reporting/seeking approval for foreign ownership and transfers of control.
- (m) “Operating Procedures” means the standard internal operating procedures and compliance policies established by United Wireless to implement the Compliance Plan.
- (n) “Parties” means United Wireless and the Bureau, each of which is a “Party.”
- (o) “Rules” means the Commission’s regulations found in Title 47 of the Code of Federal Regulations.

II. BACKGROUND

3. *Legal Background.* Section 310(b)(4) of the Act establishes a 25 percent limit on ownership by foreign individuals, corporations, and governments in U.S.-organized entities that directly or indirectly control, *inter alia*, common carrier radio station licensees.⁴ Pursuant to section 310(b)(4), the Commission may permit higher levels of foreign equity or voting interest in a Commission licensee if it determines that such higher levels are consistent with the public interest, which includes assessing, with the assistance and expertise of the Executive Branch, whether approval of the increase is consistent with U.S. national security, law enforcement, foreign policy, and trade policy concerns.⁵ The Commission has adopted rules governing the procedures and setting the conditions for obtaining the Commission’s prior approval of transactions involving entities seeking to hold equity or voting interests exceeding the 25 percent limits.⁶ Commission approval must be obtained before direct or indirect aggregate foreign

⁴ *Id.* § 310(b)(4).

⁵ The Commission considers national security, law enforcement, foreign policy and trade policy concerns in its public interest review of an application and will seek input from the Executive Branch on these issues. *Rules and Policies on Foreign Participation in the U.S. Telecommunications Market*, Report and Order and Order on Reconsideration, 12 FCC Rcd 23891, 23918-21, paras. 61-66 (1997); Order on Reconsideration, 15 FCC Rcd 18158 (2000). *See also Process Reform for Executive Branch Review of Certain FCC Applications and Petitions Involving Foreign Ownership*, Report and Order, 35 FCC Rcd 10927 (2020) (*Executive Branch Review Order*).

⁶ 47 CFR §§ 1.5000-1.5004. *See Review of Foreign Ownership Policies for Common Carrier and Aeronautical Radio Licenses Under Section 310(b)(4) of the Communications Act of 1934 as Amended*, Second Report and Order, 28 FCC Rcd 5741 (2013) (*2013 Foreign Ownership Order*) (adopting rules for foreign ownership rulings for common carrier and aeronautical licensees); *see also Review of Foreign Ownership Policies for Broadcast, Common Carrier and Aeronautical Radio Licensees under Section 310(b)(4) of the Communications Act of 1934, as*

(continued...)

ownership of a U.S.-organized entity that controls a common carrier radio station license exceeds 25 percent of the U.S. entity's equity interests and/or 25 percent of its voting interests. Further, even after a U.S.-organized entity controlling a licensee is granted a foreign ownership ruling to exceed the statutory limits in section 310(b)(4), prior Commission approval has been required since adoption of the *2013 Foreign Ownership Order* before any foreign individual or entity not previously approved by the Commission acquires, directly or indirectly, more than five percent of direct or indirect equity or voting interest in the entity.⁷

4. Section 310(d) of the Act provides that no radio licenses “shall be transferred, assigned, or disposed of in any manner, voluntarily or involuntarily, directly or indirectly, or by transfer of control of any corporation holding [the] license,” unless the license holder applies for Commission authority to transfer the license, and the Commission finds that the transfer is in the “public interest, convenience, and necessity.”⁸

5. Section 1.948(d) of the rules requires that applicants notify the Commission of a *pro forma* transfer or assignment of a license no later than 30 days after consummation.⁹

6. Lastly, section 1.5001(i) of the rules requires that common carrier applicants or licensees seek and receive specific Commission approval for any foreign individual that holds or would hold, directly or indirectly, more than five percent of the equity and/or voting interests in the applicant or licensee.¹⁰

7. *Factual Background.* United Wireless Holdings, Inc. is the 100 percent owner of Skytel Spectrum Corporation (Skytel) and a 50 percent owner of A2G Communications (A2G). Both Skytel and A2G hold FCC common carrier licenses. On September 16, 2021, United Wireless filed a letter with the International Bureau¹¹ and on September 20, 2021, it filed a Petition for Declaratory Ruling with the Commission¹² in which it reported several ownership changes and sought retroactive approval for transactions that occurred after the 2009 grant of the prior Petition for Declaratory Ruling approving 100 percent foreign ownership of United Wireless by Andrew Fitton, a UK citizen.¹³

8. In 2016, Andrew Fitton transferred his 70 percent interest in the Company to Fitton & Co., a holding company organized under the laws of the United Kingdom that Mr. Fitton held 70 percent

Amended, Report and Order, 31 FCC Rcd 11271 (2016) (*2016 Foreign Ownership Order*) (extending the foreign ownership rules to broadcast licensees and moving the rules to 47 CFR §§ 1.5000-1.5004). Before the adoption of rules in the *2013 Foreign Ownership Order*, foreign ownership declaratory rulings were issued on a case-by-case basis with language and conditions specific to the particular petition.

⁷ *2013 Foreign Ownership Order*, 28 FCC Rcd at 5786-87, para. 83; *see also* 47 CFR §1.5004(a)(1) ([T]he 100 percent aggregate allowance “is subject to the requirement that the licensee seek and obtain Commission approval before any foreign individual, entity, or ‘group’ not previously approved acquires, directly and/or indirectly, more than 5 percent of the U.S. parent’s outstanding capital stock (equity) and/or voting stock, or a controlling interest[.]”).

⁸ 47 U.S.C. § 310(d).

⁹ 47 CFR § 1.948.

¹⁰ *Id.* § 1.5001(i)(1).

¹¹ Letter from Michael Carper, President and Chief Legal Officer, United Wireless Holdings, Inc., to Kimberley Cook, Deputy Chief, Telecommunications and Analysis Division, International Bureau, FCC (Sept. 21, 2021) (on file in [ISP-PDR-20210920-00007](https://www.fcc.gov/isp-pdr-20210920-00007)).

¹² Petition of United Wireless Holdings, Inc. for Declaratory Ruling, File No. ISP-PDR-20210920-00007 (filed Sept. 20, 2021, <https://licensing.fcc.gov/myibfs/welcome.do> (2021 PDR)).

¹³ International Authorizations Granted, Rep. No. TEL-01337, Public Notice, 24 FCC Rcd 198 (IB 2009). This grant permitted Mr. Fitton to hold up to 100 percent of United Wireless. Between 2008 and 2014, Mr. Fitton transferred 30 percent of his interest in United Wireless to Michael Carper, a U.S. citizen.

control with the remainder being held in part by his family members (a *pro forma* transfer of control).¹⁴ While Mr. Fitton maintained a controlling interest in the Company, the transaction required that under 47 CFR § 1.948, United Wireless notify the Commission within 30 days of consummation of the transaction. Additionally, as a result of the transaction, Andrew Fitton's spouse, Rosalind Fitton, held an 8.8 percent interest in Fitton & Co. and as such a 6.16 percent interest in United Wireless, which exceeds the five percent threshold in section 1.5001(i) of the Commission's rules¹⁵ and required advance approval that was not obtained.

9. Further, in 2019, United Wireless assigned its 50 percent interest in certain common carrier licenses (held in partnership with an unrelated entity) to A2G, and in exchange, United Wireless received a 50 percent ownership interest in A2G. While this transaction did not involve unvetted foreign owners taking control of Commission licenses, it required specific Commission approval pursuant to section 310(b)(4) of the Act because it involved the control of licenses by foreign citizens.

10. On May 12, 2022, the International Bureau granted the Petition for Declaratory Ruling belatedly approving the above-referenced ownership changes while noting that the grant was subject to possible enforcement action.¹⁶

11. United Wireless intends to assign its remaining licenses to an FCC-qualified, unaffiliated third party or to cancel those licenses in connection with the winding down of United Wireless's paging activities. United Wireless expects these licensing actions to be initiated within the next few months and in no event later than the end of 2023.

III. TERMS OF AGREEMENT

12. **Adopting Order**. The provisions of this Consent Decree shall be incorporated by the Bureau in an Adopting Order.

13. **Jurisdiction**. United Wireless agrees that the Bureau has jurisdiction over it and the matters contained in this Consent Decree and has the authority to enter into and adopt this Consent Decree.

14. **Effective Date**. The Parties agree that this Consent Decree shall become effective on the Effective Date as defined herein. As of the Effective Date, the Parties agree that this Consent Decree shall have the same force and effect as any other order of the Commission.

15. **Termination of Investigation**. In express reliance on the covenants and representations in this Consent Decree and to avoid further expenditure of public resources, the Bureau agrees to terminate the Investigation. In consideration for the termination of the Investigation, United Wireless agrees to the terms, conditions, and procedures contained herein. The Bureau further agrees that, in the absence of new material evidence, it will not use the facts developed in the Investigation through the Effective Date, or the existence of this Consent Decree, to institute any new proceeding on its own motion, against United Wireless concerning the matters that were the subject of the Investigation, or to set for hearing the question of United Wireless' basic qualifications to be a Commission licensee or hold Commission licenses or authorizations based on the matters that were the subject of the Investigation.¹⁷

¹⁴ Specifically, the ownership of Fitton & Co., Ltd is held as follows: Andrew Fitton 70.6 percent; Rosalind Fitton 8.8 percent; Mr. Fitton's four children each own a 4.9 percent interest; and Clare Crabtree holds a 1 percent interest.

¹⁵ 47 CFR § 1.5001(h).

¹⁶ International Authorizations Granted, Rep. No. TEL-02186, Public Notice, DA 22-521 (IB May 12, 2022). The International Bureau referred the matter to the Committee for the Assessment of Foreign Participation in the United States Telecommunications Services Sector (Committee), and the Committee responded that it had no objection to the grant of the Petition for Declaratory Ruling. *Id.*

¹⁷ See 47 CFR § 1.93(b).

16. **Admission of Liability.** United Wireless admits for the purpose of this Consent Decree and for Commission civil enforcement purposes, and in express reliance on the provisions of paragraph 15 herein, that its actions described in paragraphs 7-10 of this Consent Decree violated section 310(b) and (d) of the Communications Act and associated Commission rules.

17. **Compliance Officer.** Within thirty (30) calendar days after the Effective Date, United Wireless shall designate a senior corporate manager with the requisite corporate and organizational authority to serve as a Compliance Officer and to discharge the duties set forth below. The person designated as the Compliance Officer shall be responsible for developing, implementing, and administering the Compliance Plan and ensuring that United Wireless complies with the terms and conditions of the Compliance Plan and this Consent Decree. In addition to the general knowledge of the Communications Laws necessary to discharge his or her duties under this Consent Decree, the Compliance Officer shall have specific knowledge of the applicable provisions of the Act and the Commission rules relating to foreign ownership and transfer of controls prior to assuming his/her duties.

18. **Compliance Plan.** For purposes of settling the matters set forth herein, United Wireless agrees that it shall, within ninety (90) calendar days after the Effective Date, develop and implement a Compliance Plan designed to ensure future compliance with the Communications Laws and with the terms and conditions of this Consent Decree. With respect to the Commission rules relating to foreign ownership and transfer of controls, United Wireless will implement, at a minimum, the following procedures:

- (a) **Operating Procedures.** Within ninety (90) calendar days after the Effective Date, United Wireless shall establish Operating Procedures that all Covered Employees must follow to help ensure United Wireless' compliance with the Commission rules relating to foreign ownership and transfer of controls. United Wireless' Operating Procedures shall include internal procedures and policies specifically designed to ensure that United Wireless complies with the Commission rules relating to foreign ownership and transfer of controls. United Wireless shall also develop a Compliance Checklist that describes the steps that a Covered Employee must follow to ensure compliance with the Commission rules relating to foreign ownership and transfer of controls. With regard to any mergers and acquisitions, and/or disposition of any assets or entities involving FCC authorizations or licenses, United Wireless will include in its standard due diligence checklist a review for FCC authorizations or licenses, filing of necessary FCC applications, consultation with outside counsel at least thirty (30) days prior to closing any such transaction, and confirmation that it has received FCC consent to transfer or assign FCC authorizations or licenses, including approval of any five percent or greater interest by a foreign individual or entity prior to closing the transaction.
- (b) **Compliance Manual.** Within ninety (90) calendar days after the Effective Date, the Compliance Officer shall develop and distribute a Compliance Manual to all Covered Employees. The Compliance Manual shall explain the Commission's foreign ownership rules and rules regarding assignment/transfers of corporate ownership and set forth the Operating Procedures that Covered Employees shall follow to help ensure United Wireless' compliance with the Commission rules relating to foreign ownership and transfer of controls. United Wireless shall periodically review and revise the Compliance Manual as necessary to ensure that the information set forth therein remains current and accurate. United Wireless shall distribute any revisions to the Compliance Manual promptly to all Covered Employees.
- (c) **Compliance Training Program.** United Wireless shall establish and implement a Compliance Training Program on compliance with the Commission rules relating to foreign ownership and transfer of controls and the Operating Procedures. As part of

the Compliance Training Program, Covered Employees shall be advised of United Wireless' obligation to report any regulatory noncompliance as required by paragraph 19 of this Consent Decree and shall be instructed on how to disclose noncompliance to the Compliance Officer. All Covered Employees shall be trained pursuant to the Compliance Training Program within one hundred twenty (120) calendar days after the Effective Date, except that any person who becomes a Covered Employee at any time after the initial Compliance Training Program shall be trained within thirty (30) calendar days after the date such person becomes a Covered Employee. United Wireless shall repeat compliance training on an annual basis, and shall periodically review and revise the Compliance Training Program as necessary to ensure that it remains current and complete and to enhance its effectiveness.

19. **Reporting Noncompliance.** United Wireless shall report any noncompliance with the Commission rules relating to foreign ownership and transfer of controls and with the terms and conditions of this Consent Decree within fifteen (15) calendar days after discovery of such noncompliance. Such reports shall include a detailed explanation of: (i) each instance of noncompliance; (ii) the steps that United Wireless has taken or will take to remedy such noncompliance; (iii) the schedule on which such remedial actions will be taken; and (iv) the steps that United Wireless has taken or will take to prevent the recurrence of any such noncompliance. All reports of noncompliance shall be submitted to the Chief, Investigations and Hearings Division, Enforcement Bureau, Federal Communications Commission at EnforcementBureauIHD@fcc.gov and to William Knowles-Kellett, Attorney-Advisor, Investigations and Hearings Division, at William.Knowles-Kellett@fcc.gov.

20. **Compliance Reports.** United Wireless shall file compliance reports with the Commission ninety (90) calendar days after the Effective Date, twelve (12) months after the Effective Date, twenty-four (24) months after the Effective Date, and thirty-six (36) months after the Effective Date.

- (a) Each Compliance Report shall include a detailed description of United Wireless' efforts during the relevant period to comply with the terms and conditions of this Consent Decree and the Commission's rules relating to foreign ownership and transfer of controls. In addition, each Compliance Report shall include a certification by the Compliance Officer, as an agent of and on behalf of United Wireless, stating that the Compliance Officer has personal knowledge that United Wireless: (i) has established and implemented the Compliance Plan; (ii) has utilized the Operating Procedures since the implementation of the Compliance Plan; (iii) is not aware of any instances of noncompliance with the terms and conditions of this Consent Decree, including the reporting obligations set forth in paragraph 19 of this Consent Decree; and (iv) has had outside counsel with specific knowledge of the Communications Laws review this Compliance Report.
- (b) The Compliance Officer's certification shall be accompanied by a statement explaining the basis for such certification and shall comply with section 1.16 of the Commission's rules and be subscribed to as true under penalty of perjury in substantially the form set forth therein.¹⁸
- (c) If the Compliance Officer cannot provide the requisite certification, the Compliance Officer, as an agent of and on behalf of United Wireless, shall provide the Commission with a detailed explanation of the reason(s) why and describe fully: (i) each instance of noncompliance; (ii) the steps that United Wireless has taken or will take to remedy such noncompliance, including the schedule on which proposed remedial actions will be taken; and (iii) the steps that United Wireless has taken or

¹⁸ 47 CFR § 1.16.

will take to prevent the recurrence of any such noncompliance, including the schedule on which such preventive action will be taken.

21. All Compliance Reports shall be submitted to the Chief, Investigations and Hearings Division, Enforcement Bureau, Federal Communications Commission, 45 L Street, NE, Washington, D.C. 20554, with a copy submitted electronically to the Chief, Investigations and Hearings Division, at EnforcementBureauHD@fcc.gov and to William Knowles-Kellett, Attorney-Advisor, Investigations and Hearings Division, at William.Knowles-Kellett@fcc.gov.

22. **Notification of Termination.** Upon filing a certificate of dissolution or similar document with the states in which United Wireless does business, United Wireless shall provide the Enforcement Bureau with a notification of termination within seven (7) days after filing its certificate of dissolution and the certification of dissolution for any subsidiary or affiliate subject to regulation by the FCC. United Wireless shall send electronic notification of termination to EnforcementBureauHD@fcc.gov and to William Knowles-Kellett, Attorney-Advisor, Investigations and Hearings Division, at William.Knowles-Kellett@fcc.gov. Such notification of termination shall include the documents that United Wireless filed with the relevant state authority. This notification of termination is independent of any filing obligations that United Wireless has as an FCC regulatee.

23. **Termination Date.** Unless stated otherwise, the requirements set forth in paragraphs 17 through 20 of this Consent Decree shall expire thirty-six (36) months after the Effective Date or upon dissolution of United Wireless. All obligations thereunder are waived for any period during which United Wireless Holding, Inc. does not hold FCC authorizations.

24. **Civil Penalty.** United Wireless will pay a Civil Penalty to the United States Treasury in the amount of fifteen thousand dollars (\$15,000) within thirty (30) calendar days of the Effective Date. United Wireless acknowledges and agrees that upon execution of this Consent Decree, the Civil Penalty shall become a “Claim” or “Debt” as defined in 31 U.S.C. § 3701(b)(1).¹⁹ Upon an Event of Default, all procedures for collection as permitted by law may, at the Commission’s discretion, be initiated. United Wireless shall send electronic notification of payment to EnforcementBureauHD@fcc.gov and to William Knowles-Kellett, Attorney-Advisor, Investigations and Hearings Division, at William.Knowles-Kellett@fcc.gov on the date said payment is made. Payment of the Civil Penalty must be made by credit card using the Commission’s Registration System (CORES) at <https://apps.fcc.gov/cores/userLogin.do>, ACH (Automated Clearing House) debit from a bank account, or by wire transfer from a bank account. The Commission no longer accepts Civil Penalty payments by check or money order. Below are instructions that payors should follow based on the form of payment selected:²⁰

- Payment by wire transfer must be made to ABA Number 021030004, receiving bank TREAS/NYC, and Account Number 27000001. In the OBI field, enter the FRN(s) captioned above and the letters “FORF”. In addition, a completed Form 159²¹ or printed CORES form²² must be faxed to the Federal Communications Commission at 202-418-2843 or e-mailed to RROGWireFaxes@fcc.gov on the same business day the wire transfer is initiated. Failure to provide all required information in Form 159 or CORES may result in payment not being recognized as having been received. When completing FCC Form 159 or CORES, enter the Account Number in block number 23A (call sign/other ID), enter the letters “FORF” in block number 24A (payment type code), and enter in block number 11 the FRN(s) captioned above

¹⁹ Debt Collection Improvement Act of 1996, Pub. L. No. 104-134, 110 Stat. 1321, 1358 (Apr. 26, 1996).

²⁰ For questions regarding payment procedures, please contact the Financial Operations Group Help Desk by phone at 1-877-480-3201 (option #1).

²¹ FCC Form 159 is accessible at <https://www.fcc.gov/licensing-databases/fees/fcc-remittance-advice-form-159>.

²² Information completed using the Commission’s Registration System (CORES) does not require the submission of an FCC Form 159. CORES is accessible at <https://apps.fcc.gov/cores/userLogin.do>.

(Payor FRN).²³ For additional detail and wire transfer instructions, go to <https://www.fcc.gov/licensing-databases/fees/wire-transfer>.

- Payment by credit card must be made by using the CORES at <https://apps.fcc.gov/cores/userLogin.do>. To pay by credit card, log-in using the FCC Username associated to the FRN captioned above. If payment must be split across FRNs, complete this process for each FRN. Next, select “Manage Existing FRNs | FRN Financial | Bills & Fees” from the CORES Menu, then select FRN Financial and the view/make payments option next to the FRN. Select the “Open Bills” tab and find the bill number associated with the CD Acct. No. The bill number is the CD Acct. No. with the first two digits excluded (e.g., CD 1912345678 would be associated with FCC Bill Number 12345678). After selecting the bill for payment, choose the “Pay by Credit Card” option. Please note that there is a \$24,999.99 limit on credit card transactions.
- Payment by ACH must be made by using CORES at <https://apps.fcc.gov/cores/userLogin.do>. To pay by ACH, log in using the FCC Username associated to the FRN captioned above. If payment must be split across FRNs, complete this process for each FRN. Next, select “Manage Existing FRNs | FRN Financial | Bills & Fees” on the CORES Menu, then select FRN Financial and the view/make payments option next to the FRN. Select the “Open Bills” tab and find the bill number associated with the CD Acct. No. The bill number is the CD Acct. No. with the first two digits excluded (e.g., CD 1912345678 would be associated with FCC Bill Number 12345678). Finally, choose the “Pay from Bank Account” option. Please contact the appropriate financial institution to confirm the correct Routing Number and the correct account number from which payment will be made and verify with that financial institution that the designated account has authorization to accept ACH transactions.

25. **Event of Default.** United Wireless agrees that an Event of Default shall occur upon the failure by United Wireless to pay the full amount of the Civil Penalty on or before the due date specified in this Consent Decree.

26. **Interest, Charges for Collection, and Acceleration of Maturity Date.** After an Event of Default has occurred under this Consent Decree, the then unpaid amount of the Civil Penalty shall accrue interest, computed using the U.S. Prime Rate in effect on the date of the Event of Default plus 4.75 percent, from the date of the Event of Default until payment in full. Upon an Event of Default, the then unpaid amount of the Civil Penalty, together with interest, any penalties permitted and/or required by the law, including but not limited to 31 U.S.C. § 3717 and administrative charges, plus the costs of collection, litigation, and attorneys’ fees, shall become immediately due and payable, without notice, presentment, demand, protest, or notice of protest of any kind, all of which are waived by United Wireless.

27. **Waivers.** As of the Effective Date, United Wireless waives any and all rights it may have to seek administrative or judicial reconsideration, review, appeal or stay, or to otherwise challenge or contest the validity of this Consent Decree and the Adopting Order. United Wireless shall retain the right to challenge Commission interpretation of the Consent Decree or any terms contained herein. If either Party (or the United States on behalf of the Commission) brings a judicial action to enforce the terms of the Consent Decree or the Adopting Order, neither United Wireless nor the Commission shall contest the validity of the Consent Decree or the Adopting Order, and United Wireless shall waive any statutory right to a trial *de novo*. United Wireless hereby agrees to waive any claims it may otherwise have under the Equal Access to Justice Act²⁴ relating to the matters addressed in this Consent Decree.

28. **Severability.** The Parties agree that if any of the provisions of the Consent Decree shall be held unenforceable by any court of competent jurisdiction, such unenforceability shall not render unenforceable the entire Consent Decree, but rather the entire Consent Decree shall be construed as if not

²³ Instructions for completing the form may be obtained at <http://www.fcc.gov/Forms/Form159/159.pdf>.

²⁴ See 5 U.S.C. § 504; 47 CFR §§ 1.1501–1.1530.

containing the particular unenforceable provision or provisions, and the rights and obligations of the Parties shall be construed and enforced accordingly.

29. **Invalidity**. In the event that this Consent Decree in its entirety is rendered invalid by any court of competent jurisdiction, it shall become null and void and may not be used in any manner in any legal proceeding.

30. **Subsequent Rule or Order**. The Parties agree that if any provision of the Consent Decree conflicts with any subsequent Rule or order adopted by the Commission (except an order specifically intended to revise the terms of this Consent Decree to which United Wireless does not expressly consent) that provision will be superseded by such Rule or order.

31. **Successors and Assigns**. United Wireless agrees that the provisions of this Consent Decree shall be binding on its successors, assigns, and transferees.

32. **Final Settlement**. The Parties agree and acknowledge that this Consent Decree shall constitute a final settlement between the Parties with respect to the Investigation.

33. **Modifications**. This Consent Decree cannot be modified without the advance written consent of both Parties.

34. **Paragraph Headings**. The headings of the paragraphs in this Consent Decree are inserted for convenience only and are not intended to affect the meaning or interpretation of this Consent Decree.

35. **Authorized Representative**. Each Party represents and warrants to the other that it has full power and authority to enter into this Consent Decree. Each person signing this Consent Decree on behalf of a Party hereby represents that he or she is fully authorized by the Party to execute this Consent Decree and to bind the Party to its terms and conditions.

36. **Counterparts.** This Consent Decree may be signed in counterpart (including electronically or by facsimile). Each counterpart, when executed and delivered, shall be an original, and all of the counterparts together shall constitute one and the same fully executed instrument.

Loyaan A. Egal
Chief
Enforcement Bureau

Date

Michael R. Carper
President and Chief CLO
United Wireless Holdings, Inc.

Date