**Before the**

Federal Communications Commission

Washington, D.C. 20554

|  |  |  |
| --- | --- | --- |
| In the Matter ofApplication of Telesaurus Holdings GB LLC and Progeny LMS, LLC For Consent to Assignment of Licenses | **)****)****)****)****)****)** | ULS File No. 0011022019 |

MEMORANDUM OPINION AND ORDER

**Adopted: June 20, 2025 Released: June 20, 2025**

By the Chief, Mobility Division, Wireless Telecommunications Bureau:

# Introduction

1. In this Memorandum Opinion and Order (Order), we consider the amended application[[1]](#footnote-3) of Telesaurus Holdings GB LLC (Telesaurus) and Progeny LMS, LLC (Progeny, and together with Telesaurus, Applicants) for consent to assign Telesaurus’s Multilateration Location and Monitoring Service (M-LMS) licenses to Progeny. For the reasons discussed below, and in light of the Applicants’ removal of the terminated licenses from their application, we grant the Applicants’ request for waiver of section 90.353(d) of the Commission’s rules,[[2]](#footnote-4) dismiss in part and deny in part PCS Partners, L.P.’s (PCSP) Petition to Deny and Itron, Inc.’s (Itron, and collectively with PCSP, Petitioners) Petition to Hold in Abeyance,[[3]](#footnote-5) and consent to the amended assignment application.

# Background

1. *Description of the Applicants*. Telesaurus, a Delaware limited liability company, is part of an estate placed under the court-ordered receivership of Susan L. Uecker (Receiver).[[4]](#footnote-6) The estate consists of several entities formerly controlled by the late Warren Havens.[[5]](#footnote-7) Progeny, an Indiana limited liability company, is a wholly-owned subsidiary of NextNav, a Delaware corporation and provider of terrestrial location and next generation position, navigation, and time (PNT) services.[[6]](#footnote-8)
2. *Description of the Transaction and Transaction Review Process*. On March 28, 2024, the Superior Court of the State of California, County of Alameda issued an order approving the Receiver’s request to sell its M-LMS spectrum holdings to Progeny.[[7]](#footnote-9)On April 16, 2024, the Applicants filed the Application pursuant to section 310(d) of the Communications Act of 1934, as amended,[[8]](#footnote-10) seeking to assign Telesaurus’s 128 active M-LMS licenses, Telesaurus’s single terminated M-LMS license,[[9]](#footnote-11) and Skybridge’s 128 terminated M-LMS licenses to Progeny.[[10]](#footnote-12) The Applicants seek waiver of section 90.353(d) of the Commission’s rules, which forbids one licensee from holding in the same license area both an A-block M-LMS license (the licenses in the current application) and a B- or C-block M-LMS license (the licenses Progeny already holds).[[11]](#footnote-13)
3. On April 24, 2024, the Commission accepted the application for filing.[[12]](#footnote-14) Itron and PCSP filed Petitions on May 7 and 8, 2024, respectively, asking to hold the Application in abeyance (or deny in part) until the Commission addresses other pending matters and challenging the Applicants’ request to reinstate and subsequently assign the terminated licenses.[[13]](#footnote-15) Applicants filed a Joint Opposition on May 17, 2024.[[14]](#footnote-16) Itron and PCSP separately filed Replies on May 24, 2024.[[15]](#footnote-17) No other parties filed petitions or comments with respect to the assignment and waiver request.
4. On June 6, 2025, Applicants filed a letter to amend their applications by “withdraw[ing] their proposal to reinstate and assign certain terminated Lower 900 MHz licenses of Telesaurus and Skybridge identified in Exhibit B to the pending assignment application.”[[16]](#footnote-18) As a result, the only remaining licenses in the assignment application are Telesaurus’s 128 active M-LMS licenses.

# Discussion

1. *Standard of Review*. Pursuant to section 310(d) of the Act,[[17]](#footnote-19) we must determine whether the proposed assignment to Progeny of licenses held by Telesaurus will serve the public interest, convenience, and necessity. In making this determination, we first assess whether the proposed transaction complies with the specific provisions of the Act, other applicable statutes, and the Commission’s rules.[[18]](#footnote-20) If the proposed transaction does not violate a statute or rule, we then consider whether the transaction could result in public interest harms by substantially frustrating or impairing the objectives or implementation of the Act or related statutes.[[19]](#footnote-21)
2. If we determine that a transaction raises no public interest harms or that any such harms have been ameliorated by the Commission-imposed conditions or voluntary commitments, we next consider a transaction’s public interest benefits. Applicants bear the burden of proving those benefits by a preponderance of the evidence.[[20]](#footnote-22)
3. *Qualifications of Applicants and Compliance with Communications Act and FCC Rules and Policies*. Section 310(d) of the Act requires that the Commission make a determination as to whether the Applicants have the requisite qualifications to hold Commission licenses.[[21]](#footnote-23) No party has raised an issue with respect to the basic qualifications of the Applicants. Accordingly, pursuant to Commission precedent,[[22]](#footnote-24) we find that there is no reason to reevaluate the requisite citizenship, character, financial, technical, or other basic qualifications of Telesaurus or Progeny under the Act or our rules, regulations, and policies.[[23]](#footnote-25) We also find that the Transaction will not violate any statutory provision or Commission rule, except as waived in this Order, as discussed below.
4. *Public Interest Analysis.* We conclude that the proposed transaction is unlikely to result in public interest harms. Since 1995, when the Commission adopted “rules for the future licensing and continued development of a number of services and equipment using the 902-928 MHz band,”[[24]](#footnote-26) licensees in the band have achieved only limited deployment of narrowband services. Indeed, according to the Commission’s Universal Licensing System (ULS), Progeny and Telesaurus are the only M-LMS licensees, and Telesaurus does not appear to have plans to deploy services using its licenses.[[25]](#footnote-27) In addition, we find that the transaction may result in public interest benefits. As a result of the transaction, through holding A- and B- and/or C-block license in EAs, Progeny may be able to provide its consumers with an expansion of and improvement in wireless telecommunications services via the M-LMS band.[[26]](#footnote-28) We note that no parties raised concerns specifically with respect to assignment of the active M-LMS licenses addressed in this Order. Petitioners mainly premise their arguments on the reinstatement and assignment of the terminated licenses, which have been withdrawn by the Applicants.[[27]](#footnote-29) To the extent they raise concerns about the request to reinstate the terminated licenses, we dismiss the Petitions as moot in part. To the extent Petitioners ask us to hold the Application in abeyance so that the Commission can consider other pending matters at the same time, we decline to do so.[[28]](#footnote-30) We consider only the transaction before us, and the action we take today does not prejudge how the Commission will act on any matters connected to terminated licenses or the pending petition for rulemaking.[[29]](#footnote-31) To the extent Petitioners seek to hold in abeyance or deny in part due to other pending matters, we deny the Petitions in part. Accordingly, we find that the transaction would serve the public interest, convenience, and necessity.
5. *Waiver of Section 90.353(d)*. Pursuant to section 1.925(b)(3) of the Commission’s rules, parties seeking a waiver must demonstrate that:

(i) The underlying purpose of the rule(s) would not be served or would be frustrated by application to the instant case, and that a grant of the requested waiver would be in the public interest; or (ii) In view of unique or unusual factual circumstances of the instant case, application of the rule(s) would be inequitable, unduly burdensome or contrary to the public interest, or the applicant has no reasonable alternative.[[30]](#footnote-32)

We find that the Applicants have met the first prong of the waiver requirement and that grant of a waiver of section 90.353(d) of the Commission’s rules is warranted.

1. The *1995 LMS Report and Order* established an “allocation scheme” that was intended to “significantly increase the diversity of use in the entire 902-928 MHz band . . . in furtherance of the public interest.”[[31]](#footnote-33) Pointing to commenters’ description of potential technologies and service providers to use the spectrum, the Commission further reasoned that “[t]hrough this licensing plan, it is our intent to provide a framework for each of these technologies to flourish.”[[32]](#footnote-34) As part of the licensing plan, the Commission established a holding limit for the band.[[33]](#footnote-35) Section 90.353(d) provides that, except for certain circumstances not applicable here, “multilateration [economic area (EA)] licenses may be authorized to operate on only one of the three multilateration bands within a given EA.”[[34]](#footnote-36)
2. Applicants argue that waiver of the M-LMS holding limit is justified because the underlying purpose of the rule, which was to “foster multiple M-LMS location service providers and technologies” has “not been borne out, particularly in the A block of the lower 900 MHz band.”[[35]](#footnote-37) As such, they argue, the underlying purpose of the rule would not be undermined by a waiver.[[36]](#footnote-38) They also explain that “the most common technologies that provide the types of services first envisioned for the M-LMS service arguably require spectrum blocks of a size that cannot be achieved under the existing ownership rules.”[[37]](#footnote-39)
3. As explained in the prior section regarding the public interest analysis, in the 30 years since adoption of the *1995 LMS Report and Order*, the intended range of uses of the M-LMS service has not evolved as the Commission anticipated in that order. The M-LMS service has not resulted in “implementation and operation of multiple multilateration technologies and service providers” in the band.[[38]](#footnote-40) Given that there are now only two licensees in the band—and one licensee does not intend to build out its licenses in the band and now seeks to assign them—we agree with the Applicants that the underlying purpose of the rule would not be served by application to this case. Further, we note that no commenters objected to the request for waiver of the holding limit.[[39]](#footnote-41)
4. Consistent with our treatment of similar waiver requests, this waiver is limited to Progeny and its holding of A-block and B- and/or C-Block M-LMS licenses in the same EA. Should Progeny seek to assign the licenses to another entity wishing to operate in accordance with the waiver we grant in this Order, that entity will need to seek its own waiver.

# Conclusion

1. We find that the proposed transaction is unlikely to result in any public interest harms and that it is likely to result in certain public interest benefits, including the potential for further development in the M-LMS band. Accordingly, we conclude that consent to the proposed transaction would serve the public interest, convenience, and necessity. We also find that the requested waiver of section 90.353(d) is warranted.

# Ordering clauses

1. Accordingly, having reviewed the application and the record in this matter, IT IS ORDERED that, pursuant to sections 4(i) and (j), 303(r), 309, and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. §§ 154(i), (j), 303(r), 309, 310(d), the amended application for consent to assignment from Telesaurus to Progeny IS GRANTED.
2. IT IS FURTHER ORDERED, pursuant to sections 4(i) and (j), 303(r), 309, and 310(d) of the Communications Act of 1934, as amended, 47 U.S.C. §§ 154(i), (j), 303(r), 309, and 310(d), the Petition to Hold in Abeyance filed by Itron and the Petition to Deny filed by PCSP are DISMISSED-IN-PART and DENIED-IN-PART for the reasons stated herein.
3. IT IS FURTHER ORDERED, pursuant to section 1.925(b)(3) of the Commission’s rules, 47 CFR § 1.925(b)(3), that section 90.353(d) of the Commission’s rules, 47 CFR § 90.353(d) IS WAIVED to the extent described herein.
4. IT IS FURTHER ORDERED that this Order SHALL BE EFFECTIVE upon release, in accordance with section 1.102 of the Commission’s rules, 47 CFR § 1.102. Petitions for Reconsideration under section 1.106 of the Commission’s rules, 47 CFR § 1.106, may be filed within thirty days of the release date of this Memorandum Opinion and Order.
5. This action is taken under delegated authority pursuant to sections 0.131 and 0.331 of the Commission’s rules, 47 CFR §§ 0.131, 0.331.

FEDERAL COMMUNICATIONS COMMISSION

Roger S. Noel

Chief, Mobility Division

Wireless Telecommunications Bureau

1. *See* Application of Telesaurus Holdings GB LLC and Progeny LMS, LLC for Assignment of Authorization, ULS File No. 0011022019 (filed April 16, 2024) (Application). [↑](#footnote-ref-3)
2. 47 CFR § 90.353(d). [↑](#footnote-ref-4)
3. PCSP Petition to Hold in Abeyance, or to Deny in Part, ULS File No. 0011022019 (filed May 8, 2024) (PCSP Petition to Deny); Itron Petition to Hold in Abeyance, ULS File No. 0011022019 (filed May 7, 2024) (Itron Petition to Hold in Abeyance) (together, Petitions). [↑](#footnote-ref-5)
4. Description of the Transaction and Public Interest Statement at 1 (Public Interest Statement) (citing *Order Appointing Receiver After Hearing*, Case No. 2002-070640 (Super. Ct. Cal., Alameda Cnty. Nov. 16, 2015). Skybridge Spectrum Foundation (Skybridge) is also part of the estate placed under the receivership. *Id.* As discussed below, however, while Skybridge was originally part of the assignment application, Skybridge is no longer an assignor in the proposed transaction, following the Applicants’ removal of all of Skybridge’s terminated licenses from the Application. [↑](#footnote-ref-6)
5. Public Interest Statement at 1. [↑](#footnote-ref-7)
6. *Id*. Applicants explain that “[u]sing existing M-LMS spectrum held by Progeny, NextNav enables a variety of mission critical applications and public safety services that deliver accurate 3D positioning and timing information that is not reliant on conventional satellite-based GPS and GNSS signals. *Id*. (citing Ben Ball, NextNav Named Best Performing Solution for Resilient PNT by U.S. Department of Transportaion, NextNav, https://nextnav.com/dot-pnt-report/ (last visited June 17, 2025)). They further state that “NextNav has partnered with a nationwide U.S. mobile network operator to deploy enhanced vertical location capabilities critical for E911 services.”  *Id*. (citing NASA to Utilize Commercially Available TerraPoiNT Network in SF Bay Area to Further Urban Air Mobility Development, PR Newswire, https://www.prnewswire.com/news-releases/nasa-to-utilize-commercially-available-terrapoint-network-in-sf-bay-area-to-further-urban-air-mobility-development-301695011.html (last visited June 17, 2025)). [↑](#footnote-ref-8)
7. Public Interest Statement at 1. [↑](#footnote-ref-9)
8. 47 U.S.C. § 310(d). [↑](#footnote-ref-10)
9. *See generally Helen Wong-Armijo, FCR, Inc., Skybridge Spectrum Foundation, & Telesaurus Holdings GB, LLC*, *Applications for Waiver and Limited Extension of Time*, WT Docket No. 16-385, Order, 32 FCC Rcd. 9458 (WTB-MD 2017) (terminating certain Telesaurus licenses). [↑](#footnote-ref-11)
10. *See generally id*. (terminating certain Skybridge licenses). [↑](#footnote-ref-12)
11. Public Interest Statement at 3; *see also* 47 CFR § 90.353(d). [↑](#footnote-ref-13)
12. *Wireless Telecommunications Bureau Assignment of License Authorization Applications, Transfer of Control of License Applications, and De Facto Transfer Lease Applications, and Designated Entity Reportable Eligibility Event Applications Accepted for Filing*, Report No. 18584 (Apr. 24, 2024). [↑](#footnote-ref-14)
13. *See* PCSP Petition to Deny at 1, 9-10; Itron Petition to Hold in Abeyance at 1-2, 5. [↑](#footnote-ref-15)
14. Applicants’ Joint Opposition of Progeny LMS, LLC and Susan L. Uecker, Receiver, ULS File No. 0011022019 (filed May 17, 2024) (Joint Opposition). [↑](#footnote-ref-16)
15. Reply to Joint Opposition of Progeny LMS, LLC and Susan L. Uecker, Receiver, ULS File No. 0011022019 (filed May 24, 2024) (PCSP Reply); Reply of Itron, Inc., ULS File No. 0011022019 (filed May 24, 2024) (Itron Reply, and together with PCSP Reply, Replies). [↑](#footnote-ref-17)
16. Letter from Applicants to Marlene H. Dortch, Secretary, FCC, ULS File No. 0011022019, 1 (filed June 6, 2025) (Letter). [↑](#footnote-ref-18)
17. 47 U.S.C. §§ 214(a), 310(d). Section 310(d) of the Act requires that we consider applications for assignment of Title III licenses under the same standard as if the proposed assignee were applying for licenses directly under section 308 of the Act, 47 U.S.C. § 308. *See, e.g.*, *Applications of Level 3 Communications, Inc. and CenturyLink, Inc. for Consent to Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 32 FCC Rcd 9581, 9585, para. 8 (2017) (*CenturyLink-Level 3 Order*); *Application of Verizon Communications Inc. and Straight Path Communications, Inc. for Consent to Transfer Control of Local Multipoint Distribution Service, 39 GHz, Common Carrier Point-to-Point Microwave, and 3650-3700 MHz Service Licenses*, Memorandum Opinion and Order, 33 FCC Rcd 188, 189, para. 5 & n.11 (WTB 2018) (*Verizon-Straight Path Order*); *Frontier Communications Parent, Inc. and Verizon Communications, Inc. Application for Consent to Transfer Control*, WC Docket No. 24-445, Memorandum Opinion and Order, DA 25-421, 5, para. 9 (WCB-OIA-WTB May 16, 2025) (*Verizon-Frontier Order*). [↑](#footnote-ref-19)
18. 47 U.S.C. § 310(d); *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9585, para. 8; *Verizon-Straight Path Order*, 33 FCC Rcd at 190, para. 5; *Verizon-Frontier Order* at 5, para. 9. [↑](#footnote-ref-20)
19. *See, e.g.*, *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9585, para 9; *Verizon-Straight Path Order*, 33 FCC Rcd at 190, para. 5; *Verizon-Frontier Order* at 5, para. 10. [↑](#footnote-ref-21)
20. 47 U.S.C. § 309(e); *CenturyLink-Level 3 Order*, 32 FCC Rcd at 9586, para. 10; *Applications of T-Mobile US, Inc., and Sprint Corp., for Consent to Transfer Control of Licenses and Authorizations, Applications of American H Block Wireless L.L.C., DBSD Corp., Gamma Acquisition L.L.C., and Manifest Wireless L.L.C. for Extension of Time*, WT Docket No. 18-197, Memorandum Opinion and Order, Declaratory Ruling, and Order of Proposed Modification, 34 FCC Rcd 10578, 10596, para. 42 (2019) (*T-Mobile-Sprint Order*); *Verizon-Straight Path Order*, 33 FCC Rcd at 190-91, para. 7; *Verizon-Frontier Order* at 6, para. 11. [↑](#footnote-ref-22)
21. 47 U.S.C. § 310(d). [↑](#footnote-ref-23)
22. The Commission generally does not reevaluate the qualifications of transferors unless issues related to basic qualifications have been sufficiently raised in petitions to warrant designation for hearing. *See* *T-Mobile-Sprint Order*, 34 FCC Rcd at 10597, para. 45; *Applications of AT&T Inc. and DIRECTV for Consent to Assign or Transfer Control of Licenses and Authorizations*, Memorandum Opinion and Order, 30 FCC Rcd 9131, 9142, para. 25 (2015) (*AT&T-DIRECTV Order*). [↑](#footnote-ref-24)
23. *See* *T-Mobile-Sprint Order*, 34 FCC Rcd at 10597, para. 44; *AT&T-DIRECTV Order*, 30 FCC Rcd at 9142, para. 25. [↑](#footnote-ref-25)
24. *Amendment of Part 90 of the Commission’s Rules to Adopt Regulations for Automatic Vehicle Monitoring Systems*, Report and Order, 10 FCC Rcd. 4695, 4696, para. 1 (1995) (*1995 LMS Report & Order*). [↑](#footnote-ref-26)
25. Telesaurus does not have a construction obligation for its 128 licenses. *See* *Requests by FCR, Inc., Progeny LMS, LLC, PCS Partners, L.P. and Helen Wong-Armijo for Waiver and Limited Extension of Time; Requests by Skybridge Spectrum Foundation and Telesaurus Holdings GB, LLC for Waiver and Limited Extension of Time*, WT Dkt. Nos. 12-202, 12-229, Order, 29 FCC Rcd. 10361, 10368, para. 20 (WTB-MD 2014). In addition, according to ULS, it has not built out those licenses. [↑](#footnote-ref-27)
26. *See* Public Interest Statement at 1-2. [↑](#footnote-ref-28)
27. *See* PCSP Petitions to Deny at 2, 8-9; Itron Petition to Hold in Abeyance at 2-3. [↑](#footnote-ref-29)
28. *See* Itron Petition to Hold in Abeyance at 1, 5 (asking to hold the assignment and waiver in abeyance until the Commission decides on NextNav’s pending petition for rulemaking); PCSP Petition to Deny at 2, 8-10 (asking to hold the assignment and waiver in abeyance until the Commission decides on a number of other pending matters). [↑](#footnote-ref-30)
29. To be clear, this Order does not address any of the following pending matters: NextNav Petition for Rulemaking, Enabling Next-Generation Terrestrial Positioning, Navigation, and Timing and 5G: A Plan for the Lower 900 MHz Band (902-928 MHz) (filed Apr. 16, 2024) (NextNav April 2024 Petition); Letter from Robert Lantz, General Counsel, NextNav Inc., to Marlene H. Dortch, Secretary, FCC (filed June 7, 2024) (supplement to NextNav April 2024 Petition proposing specific part 90 rule revisions) (jointly with Next Nav April 2024 Petition, NextNav Petition for Rulemaking); Skybridge Petition for Reconsideration, ULS File No. 0007441599, DA 17-1124, WT Dkt. 16-385 (filed Dec. 20, 2017) (Skybridge Petition for Reconsideration); Progeny Petition for Reconsideration, ULS File Nos. 0006729503, WT Dkt, 12-202 (filed Feb. 16 2017) (Progeny Petition for Reconsideration); PCSP Application for Review, WT Dkt. 12-202 (filed Feb. 17, 2017) (PCSP Application for Review); Application for Review of Helen Wong-Armijo, WT Dkt. 16-385 (filed Dec. 20, 2017) (Wong-Armijo Application for Review); Application for Review of FCR, Inc., WT Dkt. 16-385 (filed Dec. 20, 2017) (FCR Application for Review); PCSP Petition for Reconsideration, WT Dkt. 16-149 (filed Dec. 20, 2017) (PCSP Rule Waiver Petition for Reconsideration). We also note that Itron has made no indication in its filing of why it would be impacted by this transaction, nor does it provide a reason for holding the transaction in abeyance other than “administrative efficiency.” Itron Petition to Hold in Abeyance at 4. PCSP’s arguments to hold the assignment in abeyance appear premised on either the fact that a decision on the terminated licenses would impact it, or that decision on the other pending matters would impact it. *See, e.g.*, PCSP Petition to Deny at 8-9. Because this Order is y limited to assignment of the active licenses, and it does not address any of the aforementioned pending matters, we decline PCSP’s request. [↑](#footnote-ref-31)
30. 47 CFR § 1.925(b)(3). [↑](#footnote-ref-32)
31. *1995 LMS Report & Order*, 10 FCC Rcd. at 4722, para. 48. [↑](#footnote-ref-33)
32. *Id*. [↑](#footnote-ref-34)
33. *Id*. at 4722, 4724, paras. 48, 52. [↑](#footnote-ref-35)
34. 47 CFR § 90.353(d). [↑](#footnote-ref-36)
35. Public Interest Statement at 3. [↑](#footnote-ref-37)
36. *Id*. [↑](#footnote-ref-38)
37. *Id*. [↑](#footnote-ref-39)
38. *1995 LMS Report and Order*, 10 FCC Rcd. at 4722, para. 48. [↑](#footnote-ref-40)
39. To the extent PCSP and Itron’s Petitions address the request for waiver, they both only seek to hold the waiver and assignment in abeyance (which we address above), but do not appear to substantively object to a waiver of the holding limit. *See, e.g.*, PCSP Petition to Deny at 3; Itron Petition to Hold in Abeyance at 1-3. [↑](#footnote-ref-41)