

REDACTED – FOR PUBLIC INSPECTION

May 13, 2019

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: *Telephone Number Portability, et al.*, CC Docket No. 95-116, WC Docket Nos. 07-149 & 09-109

Dear Ms. Dortch:

On behalf of itself, Ericsson Holdings II, Inc. and FP-Icon Holdings, L.P. (“FP Investors”), iconectiv, LLC (“iconectiv”), formerly known as Telcordia Technologies, Inc., informs the Commission that it has converted from a Delaware corporation to a Delaware LLC, and changed its name to iconectiv, LLC. This change was effective March 13, 2019. The ownership of iconectiv remains unchanged, and all neutrality safeguards remain in place. The Limited Liability Company Agreement (“LLC Agreement”) includes the neutrality protections required by the Code of Conduct and recognition of the Voting Trust that were included in the prior Stockholders Agreement, Articles of Incorporation and Bylaws. In lieu of a Board of Directors, iconectiv will be governed by a Board of Managers, which will have a plurality of Independent Managers. Because the Voting Trust expressly applies to successor entities, no amendment to the Voting Trust is necessary. iconectiv has conformed Schedule A to the Voting Trust to reference LLC units rather than shares, and has issued unit certificates to the Voting Trustees. Similarly, no amendment to the Code of Conduct is necessary because “Board of Directors” can be deemed to refer to “Board of Managers”, and references to a “Member” of the Board of Directors and/or an iconectiv “director” can be deemed to refer to a member of the Board of Managers. A copy of the relevant excerpts of the LLC Agreement is attached.

iconectiv requests pursuant to Sections 0.457 and 0.459 of the Commission’s rules, 47 C.F.R. §§ 0.457, 0.459, that the Commission withhold from any future public inspection and accord confidential treatment to the confidential, business sensitive information contained in the attached LLC Agreement (the “Confidential Information”).

The Confidential Information constitutes highly sensitive commercial information that falls within Exemption 4 of the Freedom of Information Act (“FOIA”). Exemption 4 of FOIA provides that the public disclosure requirement of the statute “does not apply to matters that are . . . (4) trade secrets and commercial or financial information obtained from a person and privileged or confidential.” 5 U.S.C. § 552(b)(4). Because iconectiv is providing commercial information “of a kind that would not customarily be released to the public,” this information is “confidential” under Exemption 4 of FOIA. *See Critical Mass Energy Project v. NRC*, 975 F.2d

871, 879 (D.C. Cir. 1992). Because this is a voluntary filing, if the Commission denies this request for confidential treatment, iconectiv requests for its Confidential Information to be returned.

In support of this request and pursuant to Section 0.459(b) of the Commission's rules, iconectiv hereby states as follows:

1. Identification of the Specific Information for Which Confidential Treatment Is Sought (Section 0.459(b)(1))

iconectiv seeks confidential treatment with respect to the Confidential Information in the attached LLC Agreement.

2. Description of the Circumstances Giving Rise to the Submission (Section 0.459(b)(2))

iconectiv is submitting the excerpts of the LLC Agreement at the request of Commission staff. The LLC Agreement is not publicly available, and contains details of iconectiv's governance structure.

3. Explanation of the Degree to Which the Information Is Commercial or Financial, or Contains a Trade Secret or Is Privileged (Section 0.459(b)(3))

The information described above is protected from disclosure because the Confidential Information constitutes sensitive information about iconectiv's capital and governance structures. This information constitutes highly sensitive commercial information "which would customarily be guarded from competitors." 47 C.F.R. § 0.457.

4. Explanation of the Degree to Which the Information Concerns a Service that Is Subject to Competition (Section 0.459(b)(4))

iconectiv was selected to be the LNPA as a result of a competitive bidding process, and has participated in other competitive bids at the FCC. iconectiv also provides LSMS and SOA equipment and services in competition with other entities. iconectiv also provides other information technology services related to the rating, routing and management of telecommunications and information services, all of which are competitive lines of business.

5. Explanation of How Disclosure of the Information Could Result in Substantial Competitive Harm (Section 0.459(b)(5))

iconectiv's competitors could gain a competitive advantage in bidding against iconectiv if they had a detailed understanding of iconectiv's capital and governance structure.

6. Identification of Any Measures Taken to Prevent Unauthorized Disclosure (Section 0.459(b)(6))

iconectiv does not make the Confidential Information publicly available. This information is subject to a nondisclosure agreement between the parties to the LLC Agreement

and would not be disclosed without a non-disclosure agreement or equivalent confidentiality obligation.

7. Identification of Whether the Information Is Available to the Public and the Extent of Any Previous Disclosure of the Information to Third Parties (Section 0.459(b)(7))

iconectiv has not made the Confidential Information publicly available in this form at this level of detail.

8. Justification of the Period During Which the Submitting Party Asserts That Material Should Not Be Available for Public Disclosure (Section 0.459(b)(8))

iconectiv requests that the information remain confidential for ten years, because its disclosure during that time could give iconectiv's competitors insights into how to compete with iconectiv or prejudice it in transactions.

9. Any Other Information That the Party Seeking Confidential Treatment Believes May Be Useful in Assessing Whether Its Request for Confidentiality Should Be Granted (Section 0.459(b)(9))

The provisions of the LLC Agreement subject to this request also would qualify for Exemption 4 of the Freedom of Information Act. Exemption 4 protects information that is (i) commercial or financial; (ii) obtained by a person outside of the government; and (iii) privileged or confidential. 5 U.S.C. § 552(b)(4).

Sincerely,



John T. Nakahata
Counsel to iconectiv, LLC

Attachments

cc: Ann Stevens
Terry Cavanaugh
Neil Dellar

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ATTACHMENT REDACTED IN ITS ENTIRETY

Delaware

The First State

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*I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF AMENDMENT OF "TELCORDIA
TECHNOLOGIES, LLC", CHANGING ITS NAME FROM "TELCORDIA
TECHNOLOGIES, LLC" TO "ICONECTIV, LLC", FILED IN THIS OFFICE ON
THE TWENTY-FIRST DAY OF MARCH, A.D. 2019, AT 2:28 O`CLOCK P.M.*



Jeffrey W. Bullock, Secretary of State

2019582 8100
SR# 20192169708

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202495491
Date: 03-21-19


State of Delaware
Secretary of State
Division of Corporations
Delivered 02:28 PM 03/21/2019
FILED 02:28 PM 03/21/2019
SR 20192169708 - File Number 2019582

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT**

1. Name of Limited Liability Company: Telcordia Technologies, LLC.
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

Section 1 is amended and restated as follows:
The name of the limited liability company
(hereinafter called the "Company") is iconectiv, LLC.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on
the 21 day of March, A.D. 2019.

By: 
Authorized Person(s)

Name: Richard Jacowleff
Print or Type