

FEDERAL COMMUNICATIONS COMMISSION

Washington, D. C. 20554

FEB 28 2002

OFFICE OF
MANAGING DIRECTOR

Mr. Albert Halprin
Halprin, Temple, Goodman & Maher.
555 12th Street, N.W.
Suite 950 North
Washington, DC 20004

86-285

Re: Requests for Deferral and Waiver of FY 2001

Regulatory Fees

Fee Control Nos. 00000RROG-01-038

00000RROG-01-035

00000RROG-01-026

00000RROG-01-036

00000RROG-01-037

Dear Mr. Halprin:

This letter is in response to your petitions for waiver of Fiscal Year (FY) 2001 regulatory fees for licenses held by ORBCOMM Global, LP, Debtor In Possession (ORBCOMM) and Orbital Communications Corporation (Orbital). You also seek deferrals pending disposition of your requests for waiver of the fees associated with ORBCOMM's and Orbital's licenses.

You state that ORBCOMM's licenses relate to certain of the ground segment elements of the ORBCOMM NVNG mobile satellite service system and that Orbital's licenses relate to the space segment and principal United States ground segment elements of the satellite system. You further state that the licenses, as well as all physical assets relating to the system, are subject to Chapter 11 bankruptcy proceedings in the United States Bankruptcy Court for the District of Delaware involving ORBCOMM and some of its affiliated companies. ORBCOMM has been operating the system pursuant to a management agreement with Orbital.

On April 23, 2001, you assert, the Bankruptcy Court approved a Plan of Reorganization entered into by the debtor ORBCOMM and all parties to the proceeding, including Orbital, involving transfer of the assets and licenses, subject to Commission approval, to a new entity, ORBCOMM LLC, which was formed with the intent of recovering the system from bankruptcy. Under the Plan, ORBCOMM LLC would be ultimately responsible for the cost of operating the system and reimbursing the regulatory fees. Because of its bankruptcy, you submit that ORBCOMM has no other source of funds from which to pay the regulatory fee. You additionally assert that, although Orbital is not the debtor in the ORBCOMM bankruptcy proceeding, Orbital's licenses "are inextricably linked to the bankrupt assets, both from a practical and legal standpoint," and that Orbital also has no other source of liquid funds from which to pay the regulatory fee. Finally,

you submit that, because Orbital and ORBCOMM LLC are intertwined with the Plan of Reorganization, payment of the fees would constitute a financial hardship for ORBCOMM LLC and make it more difficult for the satellite system to continue its operations and successfully emerge from bankruptcy.

The Commission will grant waivers of its regulatory fees on a sufficient showing of financial hardship. Evidence of bankruptcy or receivership is sufficient to establish financial hardship. See Implementation of Section 9 of the Communications Act, 10 FCC Rcd 12759, 12761-62 (1995) (waivers granted for licensees whose stations are bankrupt, undergoing Chapter 11 reorganization or in receivership). You have submitted information showing that ORBCOMM has been the subject of Chapter 11 bankruptcy proceedings since September 2000. Therefore, your petition for waiver of the FY 2001 regulatory fee payment for ORBCOMM's licenses is granted. Accordingly, ORBCOMM's request for deferral is now moot.

Although Orbital is not in bankruptcy, you have represented that it is a party to the ORBCOMM Chapter 11 proceeding, that all of the physical assets relating to the ORBCOMM low-Earth orbit satellite system, including Orbital's, are subject to the bankruptcy proceeding, and that the Bankruptcy Court has approved a Plan of Reorganization entailing the transfer of the assets to ORBCOMM LLC, which was established for the purpose of recovering the system from bankruptcy. In these circumstances, we believe you have made a compelling showing of financial hardship and grant your petition for waiver of the FY 2001 regulatory fee payment for Orbital's licenses as well. Accordingly, Orbital's request for deferral is also moot.

If you have any questions concerning this letter, please contact the Revenue and Receivable Operation Group at (202) 418-1995.

Sincerely,



for Mark A. Reger
Chief Financial Officer

HALPRIN, TEMPLE, GOODMAN & MAHER

555 12TH STREET, N.W., SUITE 950 NORTH
WASHINGTON, D.C. 20004
(202) 371-9100 TELEFAX (202) 371-1497
HTTP://WWW.HTGM.COM

ALBERT HALPRIN
RILEY K. TEMPLE
STEPHEN L. GOODMAN
WILLIAM F. MAHER, JR.

JOEL BERNSTEIN

JANICE OBUCHOWSKI
OF COUNSEL

December 14, 2001

Mr. John I. Riffer
Assistant General Counsel
Administrative Law Division
General Counsel's Office
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: Orbital Communications Corporations – Request for Fee Waiver

Dear Mr. Riffer:

You had called Mr. Halprin to seek clarification concerning the request of Orbital Communications Corporation (“OCC”) for a waiver and deferral of the 2001 annual regulatory fees in connection with the ORBCOMM low-Earth orbit satellite system. You had requested additional information with regard to the bankruptcy filing and the relationship between the bankrupt entity and OCC. With respect to the first question, attached hereto is a copy of the Judge’s initial Order in the bankruptcy proceeding involving ORBCOMM Global, L.P. and some of its affiliates, thus clarifying which entities are in bankruptcy. ORBCOMM Global, L.P., one of the bankrupt entities, had been operating the ORBCOMM system pursuant to a management agreement with OCC, and ORBCOMM Global owned many of the physical assets of the satellite system.

The Bankruptcy Court subsequently approved a Plan of Reorganization that involves the transfer of all of the assets relating to the ORBCOMM low-Earth orbit satellite system to ORBCOMM LLC. ORBCOMM LLC is a newly-formed third-party company established with the intent of recovering the ORBCOMM System from bankruptcy. One of the assets being transferred under the plan of reorganization, subject to Commission approval, is the FCC licenses held by OCC and ORBCOMM Global, L.P. Under the terms of the Plan of Reorganization, and the underlying agreements between the parties, ORBCOMM LLC is now ultimately responsible for the cost and expense of operating the ORBCOMM System, including the reimbursement to OCC for governmental payments, including *inter alia*, the Commission’s

Mr. John I. Riffer
December 14, 2001
Page 2

Fiscal Year 2001 Regulatory Fees. Thus, although OCC and ORBCOMM LLC have not themselves declared bankruptcy, they are intertwined with the plan of reorganization of ORBCOMM Global, L.P. As we explained in the request, payment of the fees would constitute a financial hardship on ORBCOMM LLC and make it more difficult for the satellite system to emerge successfully from the bankruptcy reorganization. Thus, we believe a waiver of the fees is justified.¹

Please let me know if you need any additional information. Thank you in advance for your prompt attention to this application.

Sincerely,



Stephen L. Goodman
Counsel for Orbital Communications
Corporation

cc: Leslie Seeman
Walter Sonnenfeldt

¹ Cf., *MOBILEMEDIA CORPORATION, et al.*, FCC 99-15, released February 5, 1999 at ¶¶ 39-40.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

-----X
In re: :
: Chapter 11
ORBCOMM GLOBAL, L.P., : Case No. 00-3636 (SLR)
EIN 54-1698039 :
: Debtor. :
-----X

In re: :
: Chapter 11
ORBCOMM CORPORATION, : Case No. 00-3637 (SLR)
EIN 54-1890273 :
: Debtor. :
-----X

In re: :
: Chapter 11
ORBCOMM GLOBAL CAPITAL CORP., : Case No. 00-3638 (SLR)
EIN 54-1841164 :
: Debtor. :
-----X

In re: :
: Chapter 11
ORBCOMM HOLDING CORPORATION, : Case No. 00-3639 (SLR)
EIN 54-1975586 :
: Debtor. :
-----X

In re: :
: Chapter 11
ORBCOMM ENTERPRISES, L.P., : Case No. 00-3640 (SLR)
EIN 54-1950629 :
: Debtor. :
-----X

17

-----X
In re: :
ORBCOMM INVESTMENT CORPORATION, : Chapter 11
EIN 54-1932465 : Case No. 00-3641 (SLR)
Debtor. :

-----X
In re: :
DOLPHIN INFORMATION SERVICES, INC. : Chapter 11
EIN 54-1913896 : Case No. 00-3642 (SLR)
Debtor. :

-----X
In re: :
ORBCOMM ENTERPRISES :
CORPORATION, : Chapter 11
EIN 54-1938316 : Case No. 00-3643 (SLR)
Debtor. :
-----X

ORDER UNDER FED R. BANKR. P. 1015(b)
DIRECTING JOINT ADMINISTRATION OF CASES

Upon the motion (the "Motion"),¹ of the above-captioned debtors and debtors-in-possession (collectively, the "Debtors"),² for entry of an order under Rule 1015(b)(4) of the

¹ Capitalized terms not defined in this Order shall have the meanings given to them in the Motion.

² The Debtors herein are ORBCOMM Global, L.P. ("Global"), ORBCOMM Corporation ("Corp."), ORBCOMM Global Capital Corp. ("Global Capital"), ORBCOMM Holding Corporation ("Holding"), ORBCOMM Enterprises, L.P. ("Enterprises LP"), ORBCOMM Investment Corporation ("Investment"), ORBCOMM Enterprises Corporation ("Enterprises Corp.") and Dolphin Information Services, Inc. ("DIS").

Federal Rules of Bankruptcy Procedure directing the joint administration of the above-captioned cases; and due and proper notice of the Motion having been given; and upon the Declaration of Michel Cayouette In Support of First Day Relief; and this Court having determined that granting the relief requested in the Motion is in the best interests of the Debtors, their estates and creditors; and it appearing that proper and adequate notice has been given and that no other or further notice is necessary; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED:

1. The Motion is granted.
2. Pursuant to Bankruptcy Rule 1015(b)(4), the above-captioned cases shall be administered jointly by this Court and by the Office of the United States Trustee.
3. The consolidated caption of these jointly administered Chapter 11 cases shall be as follows:

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

ORBCOMM Global, L.P., et al.,
Debtors.

Chapter 11

Case Nos. 00-3636 ()
through 00-3643 ()

Jointly Administered

and no party shall be required to list any further information beyond that set forth above in any pleadings filed in these cases.

4. All original docket entries in each of the above-captioned cases shall be made in the case of ORBCOMM Global, L.P., Case No. 00-3636 ().

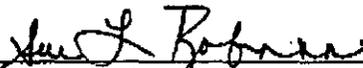
5. The Clerk of this Court shall make forthwith separate docket entries in each of the above-captioned cases substantially as follows:

The Bankruptcy Court has entered an order in accordance with Federal Rule of Bankruptcy Procedure 1015(b)(4) that provides for the joint administration of the Chapter 11 cases of ORBCOMM Global, L.P., and its affiliates. The docket in Case No. 00-3636 () should be consulted for all matters affecting the above-listed cases.

6. The Debtors are authorized, but not required, to file consolidated monthly operating reports provided that such reports otherwise comply with the official requirements and guidelines established by the Office of the United States Trustee.

7. Nothing contained in the Motion or in this Order shall be deemed, asserted or construed to substantively consolidate of these cases.

Dated: Wilmington, Delaware
September 19, 2000



CHIEF UNITED STATES DISTRICT JUDGE

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

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SEP 26 2001

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

0600011106-01-058

In the Matter of:)
)
Request of ORBCOMM GLOBAL, LP, D.I.P.,)
For Waiver of Applicable Fiscal Year)
2001 Regulatory Fees Associated With)
Call Signs E990057 - E990061)

HDS
2001 SEP 27 P 3:22
ACCOUNT PROCESSING
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To: The Managing Director

PETITION FOR FEE WAIVER DUE TO FINANCIAL HARDSHIP

Pursuant to Section 1.1166 of the Commission's Rules, 47 C.F.R. 1.1166, and Section 159(d) of the Communications Act of 1934 (as amended), 47 U.S.C. 159(d), ORBCOMM GLOBAL, LP, Debtor In Possession ("Petitioner"), by its undersigned counsel, hereby petitions the Commission for waiver of the fiscal year 2001 regulatory fees associated with the FCC licenses presently held by Petitioner.^{1/} As demonstrated herein, good cause exists for the relief requested, and the public interest will be well served by grant of the instant petition.

Petitioner's FCC licenses associated with the above-captioned Call Signs (the "Licenses") relate to certain of the ground segment elements of the ORBCOMM NVNG mobile satellite service system (the "ORBCOMM System"). These licenses, and all physical assets relating to the ORBCOMM System, are subject to Petitioner's Chapter 11 Bankruptcy proceedings before the

^{1/} By a separate concurrently-filed pleading, Petitioner is also requesting a deferral of the applicable Regulatory Fee payments, pending Commission disposition of the instant Petition For Waiver. 47 C.F.R. §1.1166(a)(as amended, 2001).

United States Bankruptcy Court for the District of Delaware.^{2/} On April 23, 2001, the Bankruptcy Court approved a Plan of Reorganization entered into by Petitioner and all other parties to the proceedings, entailing the transfer of all of the assets relating to the ORBCOMM System to ORBCOMM LLC. ORBCOMM LLC is a newly-formed third-party company established with the intent of recovering the ORBCOMM System from bankruptcy.

By the terms of the Plan of Reorganization, and the underlying agreements between the parties, ORBCOMM LLC is now ultimately responsible for the cost and expense of operating the ORBCOMM System, including the reimbursement to Petitioner for governmental payments, including *inter alia*, the Commission's Fiscal Year 2001 Regulatory Fees. Because of its bankruptcy, Petitioner has no other source of funds to meet the 2001 Fiscal Year Regulatory Fee obligations imposed by the Commission.

Compelling the payment of the Fiscal Year 2001 Regulatory Fees associated with the ORBCOMM System would clearly constitute a substantial financial hardship for a satellite system that is striving to continue its operations and re-emerge in the marketplace under a plan of bankruptcy reorganization.^{3/} In fact, the Commission has found that such circumstances constitute an exemplary basis for grant of the waiver herein requested. *Id.*

^{2/} Petitioner/Debtor ORBCOMM Global, LP's Chapter 11 bankruptcy filing was effected on Friday, September 15, 2000, in the United States Bankruptcy Court for the District of Delaware, Case Nos. 00-3636 through 00-3643.

^{3/} See, e.g., *Implementation of Section 9 of the Communications Act – Assessment and Collection of Regulatory Fees for the 1994 Fiscal Year and Amendment of the Schedule of Application Fees and Rules*, 10 FCC Rcd. 12759 (1995), at 12762.

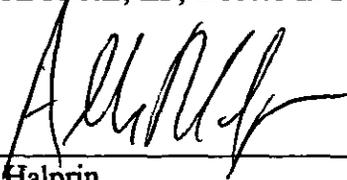
Accordingly, the public interest would be well-served by a Commission waiver of its Fiscal Year 2001 Regulatory Fee obligations relating to the above-captioned licenses. Grant of the requested relief will allow the subject funds to be spent instead on maintaining and improving the operational status of the ORBCOMM System, and ensuring the continued provision of the important services it provides to the public.

For the above-stated reasons, good cause exists for the relief requested herein, and the public interest, convenience and necessity will be well-served by grant of the instant petition.

Respectfully submitted,

ORBCOMM GLOBAL, LP, Debtor In Possession

By:



Albert Halprin
Halprin, Temple, Goodman & Maher
555 12th Street, N.W., Suite 950 North
Washington, DC 20004
(202) 371-9100

Counsel for ORBCOMM Global, LP

Dated: September 26, 2001

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

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SEP 26 2001

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

50006 RROG-01-035

In the Matter of:)
)
Request of ORBCOMM GLOBAL, LP, D.I.P.,)
For Waiver of Applicable Fiscal Year)
2001 Regulatory Fees Associated With)
Call Signs E990057 - E990061)

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2001 SEP 21 P 3:22
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To: The Managing Director

PETITION FOR DEFERRAL OF FEE PAYMENT DUE TO FINANCIAL HARDSHIP

Pursuant to Section 1.1166 of the Commission's Rules, 47 C.F.R. 1.1166, and Section 159(d) of the Communications Act of 1934 (as amended), 47 U.S.C. 159(d), ORBCOMM GLOBAL, LP, Debtor In Possession ("Petitioner"), by its undersigned counsel, hereby petitions the Commission for deferral of the fiscal year 2001 regulatory fee payment obligations associated with the FCC licenses presently held by Petitioner. By a separate concurrently-filed pleading, Petitioner is seeking a waiver of the subject Regulatory Fee payment obligations.^{1/} 47 C.F.R. §1.1166(a)(as amended, 2001). Good cause exists for the deferral requested pending disposition of Petitioner's separately-filed waiver request, and the public interest will be well served by grant of the instant petition.

^{1/} The showings contained in Petitioner's concurrently-filed *Petition For Fee Waiver Due To Financial Hardship* are respectfully incorporated herein by reference.

Petitioner's FCC licenses associated with the above-captioned Call Signs (the "Licenses") relate to certain of the ground segment elements of the ORBCOMM NVNG mobile satellite service system (the "ORBCOMM System"). These licenses, and all other physical assets relating to the ORBCOMM System, are subject to Chapter 11 Bankruptcy proceedings before the United States Bankruptcy Court for the District of Delaware.^{2/} The Plan of Reorganization approved by the Court on April 23, 2001, and entered into by Petitioner and all other parties to the proceedings, entails the transfer of all of the assets relating to the ORBCOMM System to ORBCOMM LLC. ORBCOMM LLC is a newly-formed third-party company established with the intent of recovering the ORBCOMM System from bankruptcy.

By the terms of the Plan of Reorganization, and the underlying agreements between the parties, ORBCOMM LLC is now ultimately responsible for the cost and expense of operating the ORBCOMM System, including the reimbursement to Petitioner for governmental payments, including *inter alia*, the Commission's Fiscal Year 2001 Regulatory Fees. Because of its bankruptcy, Petitioner has no other source of funds to meet the 2001 Fiscal Year Regulatory Fee obligations imposed by the Commission. Accordingly, the public interest would be well-served by a deferral of the Commission's Fiscal Year 2001 Regulatory Fee obligations relating to the ORBCOMM System, pending disposition of Petitioner's concurrently-filed Fee Waiver request.

^{2/} Debtor ORBCOMM Global, LP's Chapter 11 bankruptcy filing was effected on Friday, September 15, 2000, in the United States Bankruptcy Court for the District of Delaware, Case Nos. 00-3636 through 00-3643.

For the above-stated reasons, good cause exists for the deferral of fee payment obligations requested herein, and the public interest, convenience and necessity will be well-served by grant of the instant petition.

Respectfully submitted,

ORBCOMM GLOBAL, LP, Debtor In Possession

By:



Albert Halprin
Halprin, Temple, Goodman & Maher
555 12th Street, N.W., Suite 950 North
Washington, DC 20004
(202) 371-9100

Counsel for ORBCOMM Global, LP

Dated: September 26, 2001

Enter SA

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

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In the Matter of:)
)
Request of Orbital Communications Corporation)
For Waiver of Applicable Fiscal Year)
2001 Regulatory Fees Associated With)
Call Signs S2103 & E940534 - E940538)

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2001 SEP 21 P 3:21

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To: The Managing Director

PETITION FOR FEE WAIVER DUE TO FINANCIAL HARDSHIP

Pursuant to Section 1.1166 of the Commission's Rules, 47 C.F.R. 1.1166, and Section 159(d) of the Communications Act of 1934 (as amended), 47 U.S.C. 159(d), Orbital Communications Corporation ("Petitioner"), by its undersigned counsel, hereby petitions the Commission for waiver of the fiscal year 2001 regulatory fees associated with the FCC licenses presently held by Petitioner.^{1/} As demonstrated herein, good cause exists for the relief requested, and the public interest will be well served by grant of the instant petition.

Petitioner's FCC licenses associated with the above-captioned Call Signs (the "Licenses") relate to the space segment and principal United States ground segment elements of the ORBCOMM NVNG mobile satellite service system (collectively referred to herein as the "ORBCOMM System"). All physical assets relating to the ORBCOMM System are subject to Chapter 11 Bankruptcy proceedings before the United States Bankruptcy Court for the District of

^{1/} By a separate concurrently-filed pleading, Petitioner is also requesting a deferral of the applicable Regulatory Fee payments, pending Commission disposition of the instant Petition For Waiver. 47 C.F.R. §1.1166(a)(as amended, 2001).

Delaware.^{2/} On April 23, 2001, the Bankruptcy Court approved a Plan of Reorganization entered into by the debtor ORBCOMM Global, LP and all parties to the proceedings (including Petitioner), entailing the transfer of all of the assets relating to the ORBCOMM System to ORBCOMM LLC. ORBCOMM LLC is a newly-formed third-party company established with the intent of recovering the ORBCOMM System from bankruptcy. Thus, although Petitioner is not the debtor in the ORBCOMM bankruptcy proceedings, the Licenses are inextricably linked to the bankrupt assets; both from a practical and legal standpoint.

By the terms of the Plan of Reorganization, and the underlying agreements between the parties, ORBCOMM LLC is now ultimately responsible for the cost and expense of operating the ORBCOMM System, including the reimbursement to Petitioner for governmental payments, including *inter alia*, the Commission's Fiscal Year 2001 Regulatory Fees. Petitioner has no other source of liquid funds to meet the 2001 Fiscal Year Regulatory Fee obligations imposed by the Commission.

Compelling the payment of the Fiscal Year 2001 Regulatory Fees associated with the ORBCOMM would clearly constitute a substantial financial hardship for a satellite system that is striving to continue its operations and re-emerge in the marketplace under a plan of bankruptcy

^{2/} Debtor ORBCOMM Global, LP's Chapter 11 bankruptcy filing was effected on Friday, September 15, 2000, in the United States Bankruptcy Court for the District of Delaware, Case Nos. 00-3636 through 00-3643.

reorganization.^{3/} In fact, the Commission has found that such circumstances constitute an exemplary basis for grant of the waiver herein requested. *Id.*

Accordingly, the public interest would be well-served by a Commission waiver of its Fiscal Year 2001 Regulatory Fee obligations relating to the above-captioned licenses. Grant of the requested relief will allow the subject funds to be spent instead on maintaining and improving the operational status of the ORBCOMM System, and ensuring the continued provision of the important services it provides to the public.

For the above-stated reasons, good cause exists for the relief requested herein, and the public interest, convenience and necessity will be well-served by grant of the instant petition.

Respectfully submitted,

ORBITAL COMMUNICATIONS CORPORATION

By: 

Albert Halprin
Halprin, Temple, Goodman & Maher
555 12th Street, N.W., Suite 950 North
Washington, DC 20004
(202) 371-9100

Counsel for Orbital Communications Corporation

Dated: September 26, 2001

^{3/} See, e.g., *Implementation of Section 9 of the Communications Act — Assessment and Collection of Regulatory Fees for the 1994 Fiscal Year and Amendment of the Schedule of Application Fees and Rules*, 10 FCC Rcd. 12759 (1995), at 12762.

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Before the
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Washington, D.C. 20554

ORIGINAL

ACCOUNT PROCESSING
GROUP-DPT/RPT/TMT

In the Matter of:)
)
Request of Orbital Communications Corporation)
For Deferral of Applicable Fiscal Year)
2001 Regulatory Fee Payment Associated With)
Call Signs S2103 & E940534 - E940538)

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SEP 26 2001

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

To: The Managing Director

DF9

PETITION FOR DEFERRAL OF FEE PAYMENT DUE TO FINANCIAL HARDSHIP

Pursuant to Section 1.1166 of the Commission's Rules, 47 C.F.R. 1.1166, and Section 159(d) of the Communications Act of 1934 (as amended), 47 U.S.C. 159(d), Orbital Communications Corporation ("Petitioner"), by its undersigned counsel, hereby petitions the Commission for deferral of the fiscal year 2001 regulatory fee payment obligations associated with the FCC licenses presently held by Petitioner. By a separate concurrently-filed pleading, Petitioner is seeking a waiver of the subject Regulatory Fee payment obligations.^{1/} 47 C.F.R. §1.1166(a)(as amended, 2001). Good cause exists for the deferral requested pending disposition of Petitioner's separately-filed waiver request, and the public interest will be well served by grant of the instant petition.

Petitioner's FCC licenses associated with the above-captioned Call Signs (the "Licenses") relate to the space segment and principal United States ground segment elements of the ORBCOMM NVNG mobile satellite service system (collectively referred to herein as the

^{1/} The showings contained in Petitioner's concurrently-filed *Petition For Fee Waiver Due To Financial Hardship* are respectfully incorporated herein by reference.

0000000006-01-036

“ORBCOMM System”). All physical assets relating to the ORBCOMM System are subject to Chapter 11 Bankruptcy proceedings before the United States Bankruptcy Court for the District of Delaware.^{2/} The Plan of Reorganization approved by the Court on April 23, 2001, and entered into by the debtor ORBCOMM Global, LP and all parties to the proceedings (including Petitioner), entails the transfer of all of the assets relating to the ORBCOMM System to ORBCOMM LLC. ORBCOMM LLC is a newly-formed third-party company established with the intent of recovering the ORBCOMM System from bankruptcy.

As demonstrated in Petitioner’s concurrently-filed Fee Waiver request, the Licenses are inextricably linked to the bankrupt assets; both from a practical and legal standpoint. Among other things, by the terms of the Plan of Reorganization, and the underlying agreements between the parties, ORBCOMM LLC is now ultimately responsible for the cost and expense of operating the ORBCOMM System, including the reimbursement to Petitioner for governmental payments, including *inter alia*, the Commission’s Fiscal Year 2001 Regulatory Fees. Petitioner has no other source of liquid funds to meet the 2001 Fiscal Year Regulatory Fee obligations imposed by the Commission. Accordingly, the public interest would be well-served by a deferral of the Commission’s Fiscal Year 2001 Regulatory Fee obligations relating to the ORBCOMM System, pending disposition of Petitioner’s concurrently-filed Fee Waiver request.

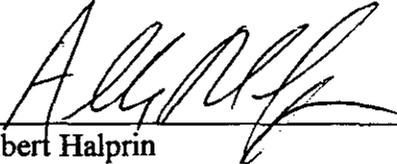
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For the above-stated reasons, good cause exists for the deferral of fee payment obligations requested herein, and the public interest, convenience and necessity will be well-served by grant of the instant petition.

Respectfully submitted,

ORBITAL COMMUNICATIONS CORPORATION

By:



Albert Halprin
Halprin, Temple, Goodman & Maher
555 12th Street, N.W., Suite 950 North
Washington, DC 20004
(202) 371-9100

Counsel for Orbital Communications Corporation

Dated: September 26, 2001

Before the
FEDERAL COMMUNICATIONS COMMISSION
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SEP 26 2001

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

00600K06-01-037

In the Matter of:)
)
Request of Orbital Communications Corporation)
For Waiver of Applicable Fiscal Year)
2001 Regulatory Fees Associated With)
Call Signs S2103 & E940534 - E940538)

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ACCOUNT PROCESSING
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2001 SEP 21 P 3:22

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FCC

To: The Managing Director

PETITION FOR FEE WAIVER DUE TO FINANCIAL HARDSHIP

Pursuant to Section 1.1166 of the Commission's Rules, 47 C.F.R. 1.1166, and Section 159(d) of the Communications Act of 1934 (as amended), 47 U.S.C. 159(d), Orbital Communications Corporation ("Petitioner"), by its undersigned counsel, hereby petitions the Commission for waiver of the fiscal year 2001 regulatory fees associated with the FCC licenses presently held by Petitioner.^{1/} As demonstrated herein, good cause exists for the relief requested, and the public interest will be well served by grant of the instant petition.

Petitioner's FCC licenses associated with the above-captioned Call Signs (the "Licenses") relate to the space segment and principal United States ground segment elements of the ORBCOMM NVNG mobile satellite service system (collectively referred to herein as the "ORBCOMM System"). All physical assets relating to the ORBCOMM System are subject to Chapter 11 Bankruptcy proceedings before the United States Bankruptcy Court for the District of

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By the terms of the Plan of Reorganization, and the underlying agreements between the parties, ORBCOMM LLC is now ultimately responsible for the cost and expense of operating the ORBCOMM System, including the reimbursement to Petitioner for governmental payments, including *inter alia*, the Commission's Fiscal Year 2001 Regulatory Fees. Petitioner has no other source of liquid funds to meet the 2001 Fiscal Year Regulatory Fee obligations imposed by the Commission.

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^{2/} Debtor ORBCOMM Global, LP's Chapter 11 bankruptcy filing was effected on Friday, September 15, 2000, in the United States Bankruptcy Court for the District of Delaware, Case Nos. 00-3636 through 00-3643.

reorganization.^{3/} In fact, the Commission has found that such circumstances constitute an exemplary basis for grant of the waiver herein requested. *Id.*

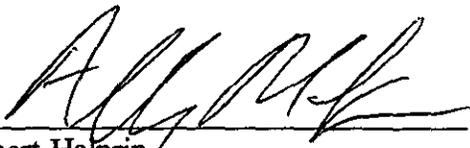
Accordingly, the public interest would be well-served by a Commission waiver of its Fiscal Year 2001 Regulatory Fee obligations relating to the above-captioned licenses. Grant of the requested relief will allow the subject funds to be spent instead on maintaining and improving the operational status of the ORBCOMM System, and ensuring the continued provision of the important services it provides to the public.

For the above-stated reasons, good cause exists for the relief requested herein, and the public interest, convenience and necessity will be well-served by grant of the instant petition.

Respectfully submitted,

ORBITAL COMMUNICATIONS CORPORATION

By:


Albert Halprin

Halprin, Temple, Goodman & Maher
555 12th Street, N.W., Suite 950 North
Washington, DC 20004
(202) 371-9100

Counsel for Orbital Communications Corporation

Dated: September 26, 2001

^{3/} See, e.g., *Implementation of Section 9 of the Communications Act — Assessment and Collection of Regulatory Fees for the 1994 Fiscal Year and Amendment of the Schedule of Application Fees and Rules*, 10 FCC Rcd. 12759 (1995), at 12762.

FEDERAL COMMUNICATIONS COMMISSION

Washington, D. C. 20554

FEB 28 2002

OFFICE OF
MANAGING DIRECTOR

Mr. Albert Halprin
Halprin, Temple, Goodman & Maher.
555 12th Street, N.W.
Suite 950 North
Washington, DC 20004

Re: Requests for Deferral and Waiver of FY 2001
Regulatory Fees
Fee Control Nos. 00000RROG-01-038
00000RROG-01-035
00000RROG-01-026
00000RROG-01-036
00000RROG-01-037

Dear Mr. Halprin:

This letter is in response to your petitions for waiver of Fiscal Year (FY) 2001 regulatory fees for licenses held by ORBCOMM Global, LP, Debtor In Possession (ORBCOMM) and Orbital Communications Corporation (Orbital). You also seek deferrals pending disposition of your requests for waiver of the fees associated with ORBCOMM's and Orbital's licenses.

You state that ORBCOMM's licenses relate to certain of the ground segment elements of the ORBCOMM NVNG mobile satellite service system and that Orbital's licenses relate to the space segment and principal United States ground segment elements of the satellite system. You further state that the licenses, as well as all physical assets relating to the system, are subject to Chapter 11 bankruptcy proceedings in the United States Bankruptcy Court for the District of Delaware involving ORBCOMM and some of its affiliated companies. ORBCOMM has been operating the system pursuant to a management agreement with Orbital.

On April 23, 2001, you assert, the Bankruptcy Court approved a Plan of Reorganization entered into by the debtor ORBCOMM and all parties to the proceeding, including Orbital, involving transfer of the assets and licenses, subject to Commission approval, to a new entity, ORBCOMM LLC, which was formed with the intent of recovering the system from bankruptcy. Under the Plan, ORBCOMM LLC would be ultimately responsible for the cost of operating the system and reimbursing the regulatory fees. Because of its bankruptcy, you submit that ORBCOMM has no other source of funds from which to pay the regulatory fee. You additionally assert that, although Orbital is not the debtor in the ORBCOMM bankruptcy proceeding, Orbital's licenses "are inextricably linked to the bankrupt assets, both from a practical and legal standpoint," and that Orbital also has no other source of liquid funds from which to pay the regulatory fee. Finally,

you submit that, because Orbital and ORBCOMM LLC are intertwined with the Plan of Reorganization, payment of the fees would constitute a financial hardship for ORBCOMM LLC and make it more difficult for the satellite system to continue its operations and successfully emerge from bankruptcy.

The Commission will grant waivers of its regulatory fees on a sufficient showing of financial hardship. Evidence of bankruptcy or receivership is sufficient to establish financial hardship. See Implementation of Section 9 of the Communications Act, 10 FCC Rcd 12759, 12761-62 (1995) (waivers granted for licensees whose stations are bankrupt, undergoing Chapter 11 reorganization or in receivership). You have submitted information showing that ORBCOMM has been the subject of Chapter 11 bankruptcy proceedings since September 2000. Therefore, your petition for waiver of the FY 2001 regulatory fee payment for ORBCOMM's licenses is granted. Accordingly, ORBCOMM's request for deferral is now moot.

Although Orbital is not in bankruptcy, you have represented that it is a party to the ORBCOMM Chapter 11 proceeding, that all of the physical assets relating to the ORBCOMM low-Earth orbit satellite system, including Orbital's, are subject to the bankruptcy proceeding, and that the Bankruptcy Court has approved a Plan of Reorganization entailing the transfer of the assets to ORBCOMM LLC, which was established for the purpose of recovering the system from bankruptcy. In these circumstances, we believe you have made a compelling showing of financial hardship and grant your petition for waiver of the FY 2001 regulatory fee payment for Orbital's licenses as well. Accordingly, Orbital's request for deferral is also moot.

If you have any questions concerning this letter, please contact the Revenue and Receivable Operation Group at (202) 418-1995.

Sincerely,



for Mark A. Reger
Chief Financial Officer